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ALLSTATE CORP
Form 13F-HR
May 15, 2012

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 3/31/2012
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: THE ALLSTATE CORPORATION
Address: 2775 SANDERS ROAD
NORTHBROOK, IL. 60062-7127

Form 13F File Number: 028-14491

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 submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: PAUL SCHUTT
Title: VICE PRESIDENT INVESTMENT FINANCE
Phone: 847-402-5169

Signature, Place, and Date of Signing:

/s/ PAUL SCHUTT NORTHBROOK, IL. 5/10/2012

[Signature] [City, State] [Date]

Report Type (Check only one):

- 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:

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 1,121

Form 13F Information Table Value Total: \$ 1,917,847

 (In Thousands)

List of Other Included Managers:

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

No.	Form 13F File Number	Name
1	028-10981	GOLDMAN SACHS ASSET MANAGEMENT
3	028-10298	ALLSTATE INVESTMENTS LLC

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
3M CO	COMMON	88579Y101	4,480	50,220	SH	OTHER	1
ABBOTT LABS	COMMON	002824100	7,160	116,820	SH	OTHER	1
ABERCROMBIE & FITCH CO	COMMON	002896207	305	6,140	SH	OTHER	1
ABITIBIBOWATER INC	COMMON	003687209	135	9,450	SH	OTHER	1
ABRAXAS PETE CORP	COMMON	003830106	31	10,080	SH	OTHER	1
ACCENTURE PLC IRELAND	COMMON FOREIGN	G1151C101	3,048	47,260	SH	OTHER	1
ACE LTD	COMMON	H0023R105	1,845	25,200	SH	OTHER	1
ACTIVISION BLIZZARD INC	COMMON	00507V109	457	35,620	SH	OTHER	1
ACUITY BRANDS INC	COMMON	00508Y102	185	2,940	SH	OTHER	1
ADOBE SYS INC	COMMON	00724F101	1,316	38,360	SH	OTHER	1
ADVANCE AUTO PARTS INC	COMMON	00751Y106	317	3,580	SH	OTHER	1
ADVANCED MICRO DEVICES INC	COMMON	007903107	340	42,440	SH	OTHER	1
ADVANTAGE OIL & GAS LTD	COMMON FOREIGN	00765F101	41	12,100	SH	OTHER	1
AECOM TECHNOLOGY CORP DELAW	COMMON	00766T100	218	9,760	SH	OTHER	1
AES CORP	COMMON	00130H105	649	49,680	SH	OTHER	1
AETNA INC NEW	COMMON	00817Y108	1,475	29,400	SH	OTHER	1
AFFILIATED MANAGERS GROUP	COMMON	008252108	403	3,600	SH	OTHER	1
AFLAC INC	COMMON	001055102	1,636	35,580	SH	OTHER	1
AGCO CORP	COMMON	001084102	300	6,360	SH	OTHER	1
AGILENT TECHNOLOGIES INC	COMMON	00846U101	1,241	27,890	SH	OTHER	1
AGL RES INC	COMMON	001204106	378	9,627	SH	OTHER	1

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AGRIUM INC	COMMON FOREIGN	008916108	6,211	72,000	SH	DEFINED	3
AGRIUM INC	COMMON FOREIGN	008916108	889	10,300	SH	OTHER	1
AIR PRODS & CHEMS INC	COMMON	009158106	1,423	15,500	SH	OTHER	1
AIRGAS INC	COMMON	009363102	532	5,980	SH	OTHER	1
AK STL HLDG CORP	COMMON	001547108	65	8,620	SH	OTHER	1
AKAMAI TECHNOLOGIES INC	COMMON	00971T101	459	12,500	SH	OTHER	1
ALBEMARLE CORP	COMMON	012653101	398	6,220	SH	OTHER	1
ALCOA INC	COMMON	013817101	771	76,940	SH	OTHER	1
ALEXANDRIA REAL ESTATE EQ I	COMMON	015271109	336	4,600	SH	OTHER	1
ALEXION PHARMACEUTICALS INC	COMMON	015351109	1,287	13,860	SH	OTHER	1
ALLEGHANY CORP DEL	COMMON	017175100	157	476	SH	OTHER	1
ALLEGHENY TECHNOLOGIES INC	COMMON	01741R102	317	7,700	SH	OTHER	1
ALLERGAN INC	COMMON	018490102	2,092	21,920	SH	OTHER	1
ALLIANCE DATA SYSTEMS CORP	COMMON	018581108	471	3,740	SH	OTHER	1
ALLIANT ENERGY CORP	COMMON	018802108	458	10,580	SH	OTHER	1
ALLIANT TECHSYSTEMS INC	COMMON	018804104	183	3,660	SH	OTHER	1
ALLIED NEVADA GOLD CORP	COMMON	019344100	215	6,620	SH	OTHER	1
ALLIED WRLD ASSUR COM HLDG	COMMON	H01531104	194	2,820	SH	OTHER	1
ALLSCRIPTS HEALTHCARE SOLUT	COMMON	01988P108	237	14,296	SH	OTHER	1
ALPHA NATURAL RESOURCES INC	COMMON	02076X102	234	15,400	SH	OTHER	1
ALTERA CORP	COMMON	021441100	1,003	25,180	SH	OTHER	1
AMAZON COM INC	COMMON	023135106	5,468	27,000	SH	OTHER	1
AMEREN CORP	COMMON	023608102	757	23,220	SH	OTHER	1
AMERICAN CAMPUS CMNTYS INC	COMMON	024835100	165	3,700	SH	OTHER	1
AMERICAN CAP LTD	COMMON	02503Y103	215	24,840	SH	OTHER	1
AMERICAN CAPITAL AGENCY COR	COMMON	02503X105	469	15,880	SH	OTHER	1
AMERICAN EAGLE OUTFITTERS N	COMMON	02553E106	219	12,740	SH	OTHER	1
AMERICAN ELEC PWR INC	COMMON	025537101	1,513	39,220	SH	OTHER	1
AMERICAN EXPRESS CO	COMMON	025816109	4,779	82,600	SH	OTHER	1
AMERICAN FINL GROUP INC OHI	COMMON	025932104	188	4,880	SH	OTHER	1
AMERICAN INTL GROUP INC	COMMON	026874784	1,056	34,240	SH	OTHER	1
AMERICAN TOWER CORP NEW	COMMON	03027X100	1,791	28,420	SH	OTHER	1
AMERICAN WTR WKS CO INC NEW	COMMON	030420103	382	11,240	SH	OTHER	1
AMERIGROUP CORP	COMMON	03073T102	218	3,240	SH	OTHER	1
AMERIPRISE FINL INC	COMMON	03076C106	1,067	18,680	SH	OTHER	1
AMERISOURCEBERGEN CORP	COMMON	03073E105	752	18,960	SH	OTHER	1
AMETEK INC NEW	COMMON	031100100	723	14,900	SH	OTHER	1
AMGEN INC	COMMON	031162100	4,032	59,300	SH	OTHER	1
AMKOR TECHNOLOGY INC	COMMON	031652100	53	8,700	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION MANA	
AMPHENOL CORP NEW	COMMON	032095101	729	12,200	SH	OTHER	1
AMYLIN PHARMACEUTICALS INC	COMMON	032346108	254	10,180	SH	OTHER	1
ANADARKO PETE CORP	COMMON	032511107	2,926	37,346	SH	OTHER	1
ANALOG DEVICES INC	COMMON	032654105	911	22,540	SH	OTHER	1
ANNALY CAP MGMT INC	COMMON	035710409	1,100	69,560	SH	OTHER	1
ANSYS INC	COMMON	03662Q105	414	6,360	SH	OTHER	1
ANWORTH MORTGAGE ASSET CP	COMMON	037347101	66	9,960	SH	OTHER	1
AON CORP	COMMON	037389103	1,116	22,752	SH	OTHER	1
APACHE CORP	COMMON	037411105	2,873	28,608	SH	OTHER	1

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APARTMENT INVT & MGMT CO	COMMON	03748R101	227	8,580	SH	OTHER	1
APOLLO GROUP INC	COMMON	037604105	414	10,720	SH	OTHER	1
APOLLO INVT CORP	COMMON	03761U106	127	17,660	SH	OTHER	1
APPLE INC	COMMON	037833100	41,159	68,660	SH	OTHER	1
APPLIED MATLS INC	COMMON	038222105	1,238	99,520	SH	OTHER	1
APTARGROUP INC	COMMON	038336103	217	3,960	SH	OTHER	1
AQUA AMERICA INC	COMMON	03836W103	185	8,280	SH	OTHER	1
ARCH CAP GROUP LTD	COMMON	G0450A105	416	11,160	SH	OTHER	1
ARCH COAL INC	COMMON	039380100	133	12,400	SH	OTHER	1
ARCHER DANIELS MIDLAND CO	COMMON	039483102	1,577	49,820	SH	OTHER	1
ARES CAP CORP	COMMON	04010L103	226	13,843	SH	OTHER	1
ARIAD PHARMACEUTICALS INC	COMMON	04033A100	197	12,360	SH	OTHER	1
ARIBA INC	COMMON	04033V203	237	7,260	SH	OTHER	1
ARRIS GROUP INC	COMMON	04269Q100	95	8,380	SH	OTHER	1
ARROW ELECTRS INC	COMMON	042735100	378	9,000	SH	OTHER	1
ASCENA RETAIL GROUP INC	COMMON	04351G101	163	3,671	SH	OTHER	1
ASHLAND INC NEW	COMMON	044209104	369	6,040	SH	OTHER	1
ASSOCIATED BANC CORP	COMMON	045487105	199	14,260	SH	OTHER	1
ASSURANT INC	COMMON	04621X108	246	6,080	SH	OTHER	1
ASSURED GUARANTY LTD	COMMON	G0585R106	216	13,100	SH	OTHER	1
ASTORIA FINL CORP	COMMON	046265104	106	10,780	SH	OTHER	1
AT&T INC	COMMON	00206R102	13,906	445,280	SH	OTHER	1
ATHENAHEALTH INC	COMMON	04685W103	173	2,340	SH	OTHER	1
ATMEL CORP	COMMON	049513104	337	34,200	SH	OTHER	1
ATMOS ENERGY CORP	COMMON	049560105	210	6,680	SH	OTHER	1
ATWOOD OCEANICS INC	COMMON	050095108	185	4,120	SH	OTHER	1
AURICO GOLD INC	COMMON FOREIGN	05155C105	181	20,330	SH	OTHER	1
AURIZON MINES LTD	COMMON FOREIGN	05155P106	55	11,200	SH	OTHER	1
AUTODESK INC	COMMON	052769106	698	16,500	SH	OTHER	1
AUTOLIV INC	COMMON	052800109	583	8,700	SH	OTHER	1
AUTOMATIC DATA PROCESSING I	COMMON	053015103	2,031	36,796	SH	OTHER	1
AUTOZONE INC	COMMON	053332102	587	1,580	SH	OTHER	1
AVAGO TECHNOLOGIES LTD	COMMON FOREIGN	Y0486S104	719	18,440	SH	OTHER	1
AVALONBAY CMNTYS INC	COMMON	053484101	1,077	7,620	SH	OTHER	1
AVANIR PHARMACEUTICALS INC	COMMON	05348P401	38	11,080	SH	OTHER	1
AVERY DENNISON CORP	COMMON	053611109	242	8,040	SH	OTHER	1
AVNET INC	COMMON	053807103	426	11,720	SH	OTHER	1
AVON PRODS INC	COMMON	054303102	433	22,380	SH	OTHER	1
AXIS CAPITAL HOLDINGS	COMMON	G0692U109	326	9,840	SH	OTHER	1
BABCOCK & WILCOX CO NEW	COMMON	05615F102	280	10,860	SH	OTHER	1
BAKER HUGHES INC	COMMON	057224107	1,340	31,960	SH	OTHER	1
BALL CORP	COMMON	058498106	330	7,700	SH	OTHER	1
BANK HAWAII CORP	COMMON	062540109	217	4,480	SH	OTHER	1
BANK MONTREAL QUE	COMMON FOREIGN	063671101	2,240	37,672	SH	OTHER	1
BANK NOVA SCOTIA HALIFAX	COMMON FOREIGN	064149107	3,127	55,818	SH	DEFINED	3
BANK NOVA SCOTIA HALIFAX	COMMON FOREIGN	064149107	4,022	71,800	SH	OTHER	1
BANK OF AMERICA CORPORATION	COMMON	060505104	7,145	746,620	SH	OTHER	1
BANK OF NEW YORK MELLON COR	COMMON	064058100	2,323	96,280	SH	OTHER	1
BARD C R INC	COMMON	067383109	555	5,620	SH	OTHER	1
BARRICK GOLD CORP	COMMON FOREIGN	067901108	2,899	66,700	SH	OTHER	1
BAXTER INTL INC	COMMON	071813109	2,791	46,688	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUM	
			VALUE	SHRS OR	SH/ PUT/	INVESTMENT	OTH

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(x\$1000)	PRN	AMT	PRN CALL	DISCRETION	MANA
BAYTEX ENERGY CORP	COMMON FOREIGN	07317Q105	426	8,200	SH		OTHER	1
BB&T CORP	COMMON	054937107	1,632	51,985	SH		OTHER	1
BCE INC	COMMON FOREIGN	05534B760	721	18,000	SH		OTHER	1
BE AEROSPACE INC	COMMON	073302101	320	6,880	SH		OTHER	1
BECTON DICKINSON & CO	COMMON	075887109	1,168	15,040	SH		OTHER	1
BED BATH & BEYOND INC	COMMON	075896100	1,136	17,273	SH		OTHER	1
BEMIS INC	COMMON	081437105	214	6,620	SH		OTHER	1
BERKLEY W R CORP	COMMON	084423102	378	10,460	SH		OTHER	1
BERKSHIRE HATHAWAY INC DEL	COMMON	084670702	5,507	67,858	SH		OTHER	1
BERRY PETE CO	COMMON	085789105	172	3,660	SH		OTHER	1
BEST BUY INC	COMMON	086516101	570	24,080	SH		OTHER	1
BIG LOTS INC	COMMON	089302103	237	5,520	SH		OTHER	1
BIOGEN IDEC INC	COMMON	09062X103	2,084	16,540	SH		OTHER	1
BIOMARIN PHARMACEUTICAL INC	COMMON	09061G101	296	8,640	SH		OTHER	1
BIOMED REALTY TRUST INC	COMMON	09063H107	192	10,100	SH		OTHER	1
BLACKROCK INC	COMMON	09247X101	1,653	8,069	SH		OTHER	1
BLOCK H & R INC	COMMON	093671105	423	25,680	SH		OTHER	1
BMC SOFTWARE INC	COMMON	055921100	486	12,100	SH		OTHER	1
BOEING CO	COMMON	097023105	4,209	56,600	SH		OTHER	1
BOISE INC	COMMON	09746Y105	67	8,120	SH		OTHER	1
BORGWARNER INC	COMMON	099724106	720	8,540	SH		OTHER	1
BOSTON PROPERTIES INC	COMMON	101121101	1,226	11,680	SH		OTHER	1
BOSTON SCIENTIFIC CORP	COMMON	101137107	680	113,680	SH		OTHER	1
BPZ RESOURCES INC	COMMON	055639108	48	11,980	SH		OTHER	1
BRANDYWINE RLTY TR	COMMON	105368203	145	12,600	SH		OTHER	1
BRE PROPERTIES INC	COMMON	05564E106	265	5,240	SH		OTHER	1
BRISTOL MYERS SQUIBB CO	COMMON	110122108	4,448	131,780	SH		OTHER	1
BROADCOM CORP	COMMON	111320107	1,335	33,960	SH		OTHER	1
BROADRIDGE FINL SOLUTIONS I	COMMON	11133T103	204	8,520	SH		OTHER	1
BROCADE COMMUNICATIONS SYS	COMMON	111621306	226	39,380	SH		OTHER	1
BROOKDALE SR LIVING INC	COMMON	112463104	152	8,100	SH		OTHER	1
BROOKFIELD ASSET MGMT INC	COMMON FOREIGN	112585104	1,145	36,300	SH		OTHER	1
BROOKFIELD OFFICE PPTYS INC	COMMON	112900105	310	17,800	SH		OTHER	1
BROWN & BROWN INC	COMMON	115236101	183	7,680	SH		OTHER	1
BRUNSWICK CORP	COMMON	117043109	179	6,940	SH		OTHER	1
BUNGE LIMITED	COMMON	G16962105	701	10,240	SH		OTHER	1
C H ROBINSON WORLDWIDE INC	COMMON	12541W209	739	11,280	SH		OTHER	1
CA INC	COMMON	12673P105	810	29,400	SH		OTHER	1
CABLEVISION SYS CORP	COMMON	12686C109	260	17,700	SH		OTHER	1
CABOT CORP	COMMON	127055101	207	4,840	SH		OTHER	1
CABOT OIL & GAS CORP	COMMON	127097103	519	16,660	SH		OTHER	1
CADENCE DESIGN SYSTEM INC	COMMON	127387108	230	19,460	SH		OTHER	1
CAE INC	COMMON FOREIGN	124765108	184	17,900	SH		OTHER	1
CAL DIVE INTL INC DEL	COMMON	12802T101	33	10,000	SH		OTHER	1
CALPINE CORP	COMMON	131347304	424	24,660	SH		OTHER	1
CAMDEN PPTY TR	COMMON	133131102	339	5,160	SH		OTHER	1
CAMECO CORP	COMMON FOREIGN	13321L108	577	26,900	SH		OTHER	1
CAMERON INTERNATIONAL CORP	COMMON	13342B105	963	18,220	SH		OTHER	1
CAMPBELL SOUP CO	COMMON	134429109	547	16,165	SH		OTHER	1
CANADIAN NAT RES LTD	COMMON FOREIGN	136385101	7,877	237,885	SH		DEFINED	3
CANADIAN NAT RES LTD	COMMON FOREIGN	136385101	2,486	75,000	SH		OTHER	1
CANADIAN NATL RY CO	COMMON FOREIGN	136375102	5,589	70,400	SH		DEFINED	3
CANADIAN NATL RY CO	COMMON FOREIGN	136375102	2,281	28,700	SH		OTHER	1
CANADIAN PAC RY LTD	COMMON FOREIGN	13645T100	1,351	17,800	SH		OTHER	1
CAPITAL ONE FINL CORP	COMMON	14040H105	2,006	35,982	SH		OTHER	1
CAPITALSOURCE INC	COMMON	14055X102	141	21,400	SH		OTHER	1
CAPITOL FED FINL INC	COMMON	14057J101	131	11,021	SH		OTHER	1
CAPLEASE INC	COMMON	140288101	38	9,480	SH		OTHER	1
CAPSTONE TURBINE CORP	COMMON	14067D102	26	25,360	SH		OTHER	1

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CARDINAL HEALTH INC COMMON 14149Y108 1,094 25,380 SH OTHER 1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
CAREFUSION CORP	COMMON	14170T101	430	16,600	SH	OTHER	1
CARLISLE COS INC	COMMON	142339100	240	4,800	SH	OTHER	1
CARMAX INC	COMMON	143130102	469	13,540	SH	OTHER	1
CARNIVAL CORP	COMMON	143658300	1,046	32,606	SH	OTHER	1
CARPENTER TECHNOLOGY CORP	COMMON	144285103	181	3,460	SH	OTHER	1
CARTER INC	COMMON	146229109	209	4,200	SH	OTHER	1
CATALYST HEALTH SOLUTIONS I	COMMON	14888B103	196	3,080	SH	OTHER	1
CATERPILLAR INC DEL	COMMON	149123101	5,234	49,140	SH	OTHER	1
CBL & ASSOC PPTYS INC	COMMON	124830100	184	9,700	SH	OTHER	1
CBOE HLDGS INC	COMMON	12503M108	202	7,120	SH	OTHER	1
CBRE GROUP INC	COMMON	12504L109	395	19,800	SH	OTHER	1
CBS CORP NEW	COMMON	124857202	1,628	48,020	SH	OTHER	1
CDN IMPERIAL BK OF COMMERCE	COMMON FOREIGN	136069101	8,020	104,934	SH	DEFINED	3
CDN IMPERIAL BK OF COMMERCE	COMMON FOREIGN	136069101	1,980	25,900	SH	OTHER	1
CELANESE CORP DEL	COMMON	150870103	593	12,840	SH	OTHER	1
CELESTICA INC	COMMON FOREIGN	15101Q108	132	13,700	SH	OTHER	1
CELGENE CORP	COMMON	151020104	2,633	33,960	SH	OTHER	1
CENOVUS ENERGY INC	COMMON FOREIGN	15135U109	1,854	51,500	SH	OTHER	1
CENTENE CORP DEL	COMMON	15135B101	167	3,420	SH	OTHER	1
CENTERPOINT ENERGY INC	COMMON	15189T107	654	33,160	SH	OTHER	1
CENTURYLINK INC	COMMON	156700106	1,647	42,622	SH	OTHER	1
CEPHEID	COMMON	15670R107	197	4,700	SH	OTHER	1
CERNER CORP	COMMON	156782104	830	10,900	SH	OTHER	1
CF INDS HLDGS INC	COMMON	125269100	1,002	5,486	SH	OTHER	1
CHARMING SHOPPES INC	COMMON	161133103	62	10,480	SH	OTHER	1
CHART INDS INC	COMMON	16115Q308	160	2,180	SH	OTHER	1
CHENIERE ENERGY INC	COMMON	16411R208	138	9,180	SH	OTHER	1
CHESAPEAKE ENERGY CORP	COMMON	165167107	1,151	49,680	SH	OTHER	1
CHEVRON CORP NEW	COMMON	166764100	15,895	148,220	SH	OTHER	1
CHICOS FAS INC	COMMON	168615102	202	13,400	SH	OTHER	1
CHIMERA INVT CORP	COMMON	16934Q109	215	76,080	SH	OTHER	1
CHIPOTLE MEXICAN GRILL INC	COMMON	169656105	974	2,331	SH	OTHER	1
CHUBB CORP	COMMON	171232101	1,460	21,124	SH	OTHER	1
CHURCH & DWIGHT INC	COMMON	171340102	568	11,540	SH	OTHER	1
CIBER INC	COMMON	17163B102	40	9,380	SH	OTHER	1
CIGNA CORPORATION	COMMON	125509109	1,086	22,060	SH	OTHER	1
CIMAREX ENERGY CO	COMMON	171798101	466	6,180	SH	OTHER	1
CINCINNATI BELL INC NEW	COMMON	171871106	71	17,700	SH	OTHER	1
CINCINNATI FINL CORP	COMMON	172062101	461	13,360	SH	OTHER	1
CINTAS CORP	COMMON	172908105	505	12,900	SH	OTHER	1
CISCO SYS INC	COMMON	17275R102	8,670	409,912	SH	OTHER	1
CIT GROUP INC	COMMON	125581801	469	11,380	SH	OTHER	1
CITIGROUP INC	COMMON	172967424	7,925	216,826	SH	OTHER	1
CITRIX SYS INC	COMMON	177376100	1,168	14,800	SH	OTHER	1
CITY NATL CORP	COMMON	178566105	250	4,760	SH	OTHER	1
CLEAN HARBORS INC	COMMON	184496107	190	2,820	SH	OTHER	1
CLEARWIRE CORP NEW	COMMON	18538Q105	40	17,700	SH	OTHER	1

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CLIFFS NATURAL RESOURCES IN	COMMON	18683K101	760	10,980	SH	OTHER	1
CLOROX CO DEL	COMMON	189054109	703	10,220	SH	OTHER	1
CME GROUP INC	COMMON	12572Q105	1,406	4,858	SH	OTHER	1
CMS ENERGY CORP	COMMON	125896100	301	13,680	SH	OTHER	1
CNO FINL GROUP INC	COMMON	12621E103	149	19,140	SH	OTHER	1
COACH INC	COMMON	189754104	1,753	22,680	SH	OTHER	1
COCA COLA BOTTLING CO CONS	COMMON	191098102	201	3,200	SH	OTHER	1
COCA COLA CO	COMMON	191216100	21,105	285,180	SH	OTHER	1
COCA COLA ENTERPRISES INC N	COMMON	19122T109	3,175	111,000	SH	OTHER	1
COEUR D ALENE MINES CORP ID	COMMON	192108504	160	6,760	SH	OTHER	1
COGNIZANT TECHNOLOGY SOLUTI	COMMON	192446102	1,654	21,500	SH	OTHER	1
COLGATE PALMOLIVE CO	COMMON	194162103	3,537	36,168	SH	OTHER	1
COMCAST CORP NEW	COMMON	20030N101	4,640	154,600	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA
COMCAST CORP NEW	COMMON	20030N200	1,411	47,805	SH	OTHER
COMERICA INC	COMMON	200340107	508	15,700	SH	OTHER
COMMERCE BANCSHARES INC	COMMON	200525103	190	4,679	SH	OTHER
COMMERCIAL METALS CO	COMMON	201723103	144	9,720	SH	OTHER
COMMUNITY HEALTH SYS INC NE	COMMON	203668108	161	7,240	SH	OTHER
COMPASS MINERALS INTL INC	COMMON	20451N101	184	2,560	SH	OTHER
COMPUTER SCIENCES CORP	COMMON	205363104	313	10,460	SH	OTHER
COMPUWARE CORP	COMMON	205638109	158	17,140	SH	OTHER
CONAGRA FOODS INC	COMMON	205887102	869	33,091	SH	OTHER
CONCHO RES INC	COMMON	20605P101	804	7,880	SH	OTHER
CONCUR TECHNOLOGIES INC	COMMON	206708109	194	3,380	SH	OTHER
CONOCOPHILLIPS	COMMON	20825C104	7,419	97,600	SH	OTHER
CONSOL ENERGY INC	COMMON	20854P109	593	17,400	SH	OTHER
CONSOLIDATED EDISON INC	COMMON	209115104	1,120	19,180	SH	OTHER
CONTINENTAL RESOURCES INC	COMMON	212015101	319	3,720	SH	OTHER
CONVERGYS CORP	COMMON	212485106	127	9,540	SH	OTHER
COOPER COS INC	COMMON	216648402	270	3,300	SH	OTHER
COOPER INDUSTRIES PLC	COMMON	G24140108	737	11,520	SH	OTHER
COPART INC	COMMON	217204106	149	5,720	SH	OTHER
CORE LABORATORIES N V	COMMON FOREIGN	N22717107	432	3,280	SH	OTHER
CORN PRODS INTL INC	COMMON	219023108	306	5,300	SH	OTHER
CORNING INC	COMMON	219350105	1,670	118,620	SH	OTHER
CORRECTIONS CORP AMER NEW	COMMON	22025Y407	202	7,400	SH	OTHER
COSTCO WHSL CORP NEW	COMMON	22160K105	2,915	32,102	SH	OTHER
COUSINS PPTYS INC	COMMON	222795106	89	11,790	SH	OTHER
COVANCE INC	COMMON	222816100	204	4,280	SH	OTHER
COVANTA HLDG CORP	COMMON	22282E102	157	9,660	SH	OTHER
COVENTRY HEALTH CARE INC	COMMON	222862104	342	9,620	SH	OTHER
COVIDIEN PLC	COMMON	G2554F113	1,923	35,160	SH	OTHER
CREE INC	COMMON	225447101	193	6,100	SH	OTHER
CROWN CASTLE INTL CORP	COMMON	228227104	1,172	21,980	SH	OTHER
CROWN HOLDINGS INC	COMMON	228368106	264	7,160	SH	OTHER
CSX CORP	COMMON	126408103	1,813	84,240	SH	OTHER
CUBESMART	COMMON	229663109	100	8,420	SH	OTHER
CUBIST PHARMACEUTICALS INC	COMMON	229678107	183	4,220	SH	OTHER

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CULLEN FROST BANKERS INC	COMMON	229899109	228	3,920	SH	OTHER	1
CUMMINS INC	COMMON	231021106	1,681	14,000	SH	OTHER	1
CVR ENERGY INC	COMMON	12662P108	184	6,880	SH	OTHER	1
CVS CAREMARK CORPORATION	COMMON	126650100	4,538	101,301	SH	OTHER	1
CYPRESS SEMICONDUCTOR CORP	COMMON	232806109	183	11,700	SH	OTHER	1
CYTEC INDS INC	COMMON	232820100	216	3,560	SH	OTHER	1
D R HORTON INC	COMMON	23331A109	235	15,480	SH	OTHER	1
DANA HLDG CORP	COMMON	235825205	162	10,480	SH	OTHER	1
DANAHER CORP DEL	COMMON	235851102	2,167	38,700	SH	OTHER	1
DARDEN RESTAURANTS INC	COMMON	237194105	432	8,440	SH	OTHER	1
DARLING INTL INC	COMMON	237266101	139	7,960	SH	OTHER	1
DAVITA INC	COMMON	23918K108	534	5,920	SH	OTHER	1
DCT INDUSTRIAL TRUST INC	COMMON	233153105	130	21,980	SH	OTHER	1
DDR CORP	COMMON	23317H102	230	15,720	SH	OTHER	1
DEAN FOODS CO NEW	COMMON	242370104	166	13,720	SH	OTHER	1
DECKERS OUTDOOR CORP	COMMON	243537107	173	2,740	SH	OTHER	1
DEERE & CO	COMMON	244199105	2,508	31,000	SH	OTHER	1
DELL INC	COMMON	24702R101	2,066	124,480	SH	OTHER	1
DELPHI FINL GROUP INC	COMMON	247131105	164	3,660	SH	OTHER	1
DELTA AIR LINES INC DEL	COMMON	247361702	130	13,160	SH	OTHER	1
DENBURY RES INC	COMMON	247916208	606	33,266	SH	OTHER	1
DENDREON CORP	COMMON	24823Q107	122	11,460	SH	OTHER	1
DENISON MINES CORP	COMMON FOREIGN	248356107	38	24,200	SH	OTHER	1
DENNYS CORP	COMMON	24869P104	46	11,480	SH	OTHER	1
DENTSPLY INTL INC NEW	COMMON	249030107	368	9,180	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
DEVON ENERGY CORP NEW	COMMON	25179M103	2,060	28,960	SH	OTHER	1
DEVRY INC DEL	COMMON	251893103	196	5,800	SH	OTHER	1
DIAL GLOBAL INC	COMMON	25247X107	1,408	604,124	SH	DEFINED	3
DIAMOND OFFSHORE DRILLING I	COMMON	25271C102	363	5,440	SH	OTHER	1
DIAMONDROCK HOSPITALITY CO	COMMON	252784301	144	14,040	SH	OTHER	1
DICKS SPORTING GOODS INC	COMMON	253393102	334	6,940	SH	OTHER	1
DIEBOLD INC	COMMON	253651103	173	4,480	SH	OTHER	1
DIGITAL RLTY TR INC	COMMON	253868103	549	7,417	SH	OTHER	1
DIRECTV	COMMON	25490A101	2,733	55,400	SH	OTHER	1
DISCOVER FINL SVCS	COMMON	254709108	1,432	42,960	SH	OTHER	1
DISCOVERY COMMUNICATNS NEW	COMMON	25470F104	554	10,940	SH	OTHER	1
DISCOVERY COMMUNICATNS NEW	COMMON	25470F302	485	10,340	SH	OTHER	1
DISH NETWORK CORP	COMMON	25470M109	595	18,076	SH	OTHER	1
DISNEY WALT CO	COMMON	254687106	5,613	128,200	SH	OTHER	1
DOLLAR THRIFTY AUTOMOTIVE G	COMMON	256743105	165	2,040	SH	OTHER	1
DOLLAR TREE INC	COMMON	256746108	745	7,880	SH	OTHER	1
DOMINION RES INC VA NEW	COMMON	25746U109	2,205	43,060	SH	OTHER	1
DOMTAR CORP	COMMON	257559203	256	2,680	SH	OTHER	1
DONALDSON INC	COMMON	257651109	319	8,920	SH	OTHER	1
DONNELLEY R R & SONS CO	COMMON	257867101	233	18,800	SH	OTHER	1
DOUGLAS EMMETT INC	COMMON	25960P109	160	7,000	SH	OTHER	1
DOVER CORP	COMMON	260003108	853	13,560	SH	OTHER	1
DOW CHEM CO	COMMON	260543103	3,116	89,940	SH	OTHER	1

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DR PEPPER SNAPPLE GROUP INC	COMMON	26138E109	3,276	81,460	SH	OTHER	1
DRESSER-RAND GROUP INC	COMMON	261608103	268	5,780	SH	OTHER	1
DTE ENERGY CO	COMMON	233331107	1,017	18,480	SH	OTHER	1
DU PONT E I DE NEMOURS & CO	COMMON	263534109	3,650	69,000	SH	OTHER	1
DUKE ENERGY CORP NEW	COMMON	26441C105	1,680	79,960	SH	OTHER	1
DUKE REALTY CORP	COMMON	264411505	256	17,840	SH	OTHER	1
DUN & BRADSTREET CORP DEL N	COMMON	26483E100	193	2,280	SH	OTHER	1
DYNEGY INC DEL	COMMON	26817G300	6	11,184	SH	OTHER	1
E M C CORP MASS	COMMON	268648102	4,450	148,940	SH	OTHER	1
E TRADE FINANCIAL CORP	COMMON	269246401	233	21,304	SH	OTHER	1
EARTHLINK INC	COMMON	270321102	88	11,060	SH	OTHER	1
EAST WEST BANCORP INC	COMMON	27579R104	251	10,860	SH	OTHER	1
EASTMAN CHEM CO	COMMON	277432100	518	10,020	SH	OTHER	1
EATON CORP	COMMON	278058102	1,098	22,040	SH	OTHER	1
EATON VANCE CORP	COMMON	278265103	242	8,471	SH	OTHER	1
EBAY INC	COMMON	278642103	3,098	83,987	SH	OTHER	1
ECOLAB INC	COMMON	278865100	1,281	20,760	SH	OTHER	1
EDISON INTL	COMMON	281020107	945	22,220	SH	OTHER	1
EDWARDS LIFESCIENCES CORP	COMMON	28176E108	596	8,200	SH	OTHER	1
EL PASO CORP	COMMON	28336L109	1,706	57,720	SH	OTHER	1
ELDORADO GOLD CORP NEW	COMMON FOREIGN	284902103	620	45,155	SH	OTHER	1
ELECTRONIC ARTS INC	COMMON	285512109	592	35,900	SH	OTHER	1
EMERSON ELEC CO	COMMON	291011104	2,845	54,520	SH	OTHER	1
ENBRIDGE INC	COMMON FOREIGN	29250N105	1,837	47,300	SH	OTHER	1
ENCANA CORP	COMMON FOREIGN	292505104	968	49,300	SH	OTHER	1
ENDO PHARMACEUTICALS HLDGS	COMMON	29264F205	310	8,000	SH	OTHER	1
ENERGEN CORP	COMMON	29265N108	299	6,080	SH	OTHER	1
ENERGIZER HLDGS INC	COMMON	29266R108	485	6,540	SH	OTHER	1
ENERGY TRANSFER EQUITY L P	COMMON	29273V100	259	6,420	SH	OTHER	1
ENERGY XXI (BERMUDA) LTD	COMMON	G10082140	186	5,160	SH	OTHER	1
ENERPLUS CORP	COMMON FOREIGN	292766102	280	12,500	SH	OTHER	1
ENTEGRIS INC	COMMON	29362U104	92	9,820	SH	OTHER	1
ENTERGY CORP NEW	COMMON	29364G103	1,164	17,320	SH	OTHER	1
EOG RES INC	COMMON	26875P101	2,286	20,580	SH	OTHER	1
EQT CORP	COMMON	26884L109	591	12,260	SH	OTHER	1
EQUIFAX INC	COMMON	294429105	463	10,460	SH	OTHER	1
EQUINIX INC	COMMON	29444U502	535	3,400	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION	OTH MANA
EQUITY LIFESTYLE PPTYS INC	COMMON	29472R108	156	2,240	SH	OTHER	1
EQUITY RESIDENTIAL	COMMON	29476L107	1,339	21,380	SH	OTHER	1
ERIE INDTY CO	COMMON	29530P102	159	2,040	SH	OTHER	1
ESSEX PPTY TR INC	COMMON	297178105	345	2,280	SH	OTHER	1
ESTERLINE TECHNOLOGIES CORP	COMMON	297425100	166	2,320	SH	OTHER	1
EVEREST RE GROUP LTD	COMMON FOREIGN	G3223R108	255	2,760	SH	OTHER	1
EXCO RESOURCES INC	COMMON	269279402	71	10,740	SH	OTHER	1
EXELIS INC	COMMON	30162A108	229	18,260	SH	OTHER	1
EXELIXIS INC	COMMON	30161Q104	69	13,300	SH	OTHER	1
EXELON CORP	COMMON	30161N101	2,455	62,603	SH	OTHER	1
EXPEDIA INC DEL	COMMON	30212P303	296	8,850	SH	OTHER	1

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EXPEDITORS INTL WASH INC	COMMON	302130109	646	13,890	SH	OTHER	1
EXPRESS SCRIPTS INC	COMMON	302182100	1,856	34,260	SH	OTHER	1
EXTRA SPACE STORAGE INC	COMMON	30225T102	176	6,100	SH	OTHER	1
EXXON MOBIL CORP	COMMON	30231G102	31,022	357,700	SH	OTHER	1
F M C CORP	COMMON	302491303	557	5,260	SH	OTHER	1
F5 NETWORKS INC	COMMON	315616102	831	6,160	SH	OTHER	1
FACTSET RESH SYS INC	COMMON	303075105	297	3,000	SH	OTHER	1
FAIRCHILD SEMICONDUCTOR INT	COMMON	303726103	137	9,300	SH	OTHER	1
FAMILY DLR STORES INC	COMMON	307000109	553	8,740	SH	OTHER	1
FASTENAL CO	COMMON	311900104	1,125	20,800	SH	OTHER	1
FEDERAL REALTY INVT TR	COMMON	313747206	488	5,040	SH	OTHER	1
FEDERATED INVS INC PA	COMMON	314211103	192	8,580	SH	OTHER	1
FEDEX CORP	COMMON	31428X106	2,145	23,320	SH	OTHER	1
FELCOR LODGING TR INC	COMMON	31430F101	36	9,900	SH	OTHER	1
FIDELITY NATIONAL FINANCIAL	COMMON	31620R105	271	15,020	SH	OTHER	1
FIDELITY NATL INFORMATION S	COMMON	31620M106	576	17,380	SH	OTHER	1
FIFTH THIRD BANCORP	COMMON	316773100	968	68,900	SH	OTHER	1
FIRST AMERN FINL CORP	COMMON	31847R102	230	13,820	SH	OTHER	1
FIRST BUSEY CORP	COMMON	319383105	52	10,480	SH	OTHER	1
FIRST COMWLTH FINL CORP PA	COMMON	319829107	92	15,020	SH	OTHER	1
FIRST HORIZON NATL CORP	COMMON	320517105	195	18,784	SH	OTHER	1
FIRST NIAGARA FINL GP INC	COMMON	33582V108	247	25,131	SH	OTHER	1
FIRSTENERGY CORP	COMMON	337932107	1,333	29,235	SH	OTHER	1
FISERV INC	COMMON	337738108	570	8,220	SH	OTHER	1
FLEXTRONICS INTL LTD	COMMON	Y2573F102	437	60,480	SH	OTHER	1
FLIR SYS INC	COMMON	302445101	289	11,420	SH	OTHER	1
FLOWERS FOODS INC	COMMON	343498101	180	8,820	SH	OTHER	1
FLOWSERVE CORP	COMMON	34354P105	460	3,980	SH	OTHER	1
FLUOR CORP NEW	COMMON	343412102	677	11,280	SH	OTHER	1
FMC TECHNOLOGIES INC	COMMON	30249U101	972	19,280	SH	OTHER	1
FOOT LOCKER INC	COMMON	344849104	340	10,940	SH	OTHER	1
FORD MTR CO DEL	COMMON	345370860	3,322	265,940	SH	OTHER	1
FOREST CITY ENTERPRISES INC	COMMON	345550107	164	10,500	SH	OTHER	1
FOREST LABS INC	COMMON	345838106	583	16,797	SH	OTHER	1
FOREST OIL CORP	COMMON	346091705	130	10,720	SH	OTHER	1
FORTINET INC	COMMON	34959E109	199	7,180	SH	OTHER	1
FORTUNE BRANDS HOME & SEC I	COMMON	34964C106	245	11,120	SH	OTHER	1
FOSSIL INC	COMMON	349882100	560	4,240	SH	OTHER	1
FOSTER WHEELER AG	COMMON FOREIGN	H27178104	203	8,914	SH	OTHER	1
FRANCO NEVADA CORP	COMMON FOREIGN	351858105	5,467	127,350	SH	DEFINED	3
FRANCO NEVADA CORP	COMMON FOREIGN	351858105	361	8,400	SH	OTHER	1
FRANKLIN RES INC	COMMON	354613101	1,439	11,600	SH	OTHER	1
FRANKLIN STREET PPTYS CORP	COMMON	35471R106	97	9,160	SH	OTHER	1
FREEMPORT-MCMORAN COPPER & G	COMMON	35671D857	2,664	70,040	SH	OTHER	1
FRONTIER COMMUNICATIONS COR	COMMON	35906A108	373	89,353	SH	OTHER	1
FULTON FINL CORP PA	COMMON	360271100	181	17,200	SH	OTHER	1
GALLAGHER ARTHUR J & CO	COMMON	363576109	230	6,440	SH	OTHER	1
GAMESTOP CORP NEW	COMMON	36467W109	234	10,720	SH	OTHER	1
GANNETT INC	COMMON	364730101	262	17,080	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION MANA

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GAP INC DEL	COMMON	364760108	761	29,104	SH	OTHER	1
GARDNER DENVER INC	COMMON	365558105	243	3,860	SH	OTHER	1
GARMIN LTD	COMMON	H2906T109	371	7,912	SH	OTHER	1
GARTNER INC	COMMON	366651107	240	5,640	SH	OTHER	1
GENERAL DYNAMICS CORP	COMMON	369550108	1,661	22,640	SH	OTHER	1
GENERAL ELECTRIC CO	COMMON	369604103	15,967	795,600	SH	OTHER	1
GENERAL GROWTH PPTYS INC NE	COMMON	370023103	549	32,313	SH	OTHER	1
GENERAL MLS INC	COMMON	370334104	1,976	50,100	SH	OTHER	1
GENERAL MTRS CO	COMMON	37045V100	1,615	62,980	SH	OTHER	1
GENON ENERGY INC	COMMON	37244E107	142	68,240	SH	OTHER	1
GEN-PROBE INC NEW	COMMON	36866T103	230	3,460	SH	OTHER	1
GENTEX CORP	COMMON	371901109	256	10,440	SH	OTHER	1
GENUINE PARTS CO	COMMON	372460105	669	10,660	SH	OTHER	1
GENWORTH FINL INC	COMMON	37247D106	298	35,840	SH	OTHER	1
GERON CORP	COMMON	374163103	26	15,100	SH	OTHER	1
GFI GROUP INC	COMMON	361652209	36	9,500	SH	OTHER	1
GILDAN ACTIVEWEAR INC	COMMON FOREIGN	375916103	228	8,300	SH	OTHER	1
GILEAD SCIENCES INC	COMMON	375558103	2,795	57,224	SH	OTHER	1
GLOBAL PMTS INC	COMMON	37940X102	272	5,720	SH	OTHER	1
GNC HLDGS INC	COMMON	36191G107	282	8,080	SH	OTHER	1
GOLDCORP INC NEW	COMMON FOREIGN	380956409	5,093	113,150	SH	DEFINED	3
GOLDCORP INC NEW	COMMON FOREIGN	380956409	2,407	53,400	SH	OTHER	1
GOLDEN STAR RES LTD CDA	COMMON	38119T104	45	23,300	SH	OTHER	1
GOLDMAN SACHS GROUP INC	COMMON	38141G104	4,485	36,060	SH	OTHER	1
GOODRICH CORP	COMMON	382388106	886	7,060	SH	OTHER	1
GOODYEAR TIRE & RUBR CO	COMMON	382550101	264	23,560	SH	OTHER	1
GOOGLE INC	COMMON	38259P508	12,081	18,840	SH	OTHER	1
GRACE W R & CO DEL NEW	COMMON	38388F108	313	5,420	SH	OTHER	1
GRACO INC	COMMON	384109104	232	4,380	SH	OTHER	1
GRAFTECH INTL LTD	COMMON	384313102	116	9,720	SH	OTHER	1
GRAINGER W W INC	COMMON	384802104	928	4,320	SH	OTHER	1
GRAPHIC PACKAGING HLDG CO	COMMON	388689101	60	10,920	SH	OTHER	1
GREAT BASIN GOLD LTD	COMMON FOREIGN	390124105	22	31,800	SH	OTHER	1
GREAT PLAINS ENERGY INC	COMMON	391164100	207	10,220	SH	OTHER	1
GREEN MTN COFFEE ROASTERS I	COMMON	393122106	467	9,960	SH	OTHER	1
GROUPE CGI INC	COMMON FOREIGN	39945C109	7,124	319,925	SH	DEFINED	3
GROUPE CGI INC	COMMON FOREIGN	39945C109	370	16,600	SH	OTHER	1
GT ADVANCED TECHNOLOGIES IN	COMMON	36191U106	82	9,900	SH	OTHER	1
GUESS INC	COMMON	401617105	168	5,360	SH	OTHER	1
HALLIBURTON CO	COMMON	406216101	2,286	68,880	SH	OTHER	1
HALOZYME THERAPEUTICS INC	COMMON	40637H109	114	8,900	SH	OTHER	1
HANCOCK HLDG CO	COMMON	410120109	218	6,138	SH	OTHER	1
HANESBRANDS INC	COMMON	410345102	232	7,840	SH	OTHER	1
HARLEY DAVIDSON INC	COMMON	412822108	967	19,700	SH	OTHER	1
HARMAN INTL INDS INC	COMMON	413086109	259	5,540	SH	OTHER	1
HARMONIC INC	COMMON	413160102	53	9,740	SH	OTHER	1
HARRIS CORP DEL	COMMON	413875105	469	10,401	SH	OTHER	1
HARSCO CORP	COMMON	415864107	233	9,940	SH	OTHER	1
HARTFORD FINL SVCS GROUP IN	COMMON	416515104	701	33,240	SH	OTHER	1
HASBRO INC	COMMON	418056107	355	9,680	SH	OTHER	1
HAWAIIAN ELEC INDUSTRIES	COMMON	419870100	197	7,780	SH	OTHER	1
HCA HOLDINGS INC	COMMON	40412C101	366	14,800	SH	OTHER	1
HCC INS HLDGS INC	COMMON	404132102	241	7,740	SH	OTHER	1
HCP INC	COMMON	40414L109	1,277	32,360	SH	OTHER	1
HEALTH CARE REIT INC	COMMON	42217K106	780	14,200	SH	OTHER	1
HEALTH MGMT ASSOC INC NEW	COMMON	421933102	140	20,900	SH	OTHER	1
HEALTH NET INC	COMMON	42222G108	259	6,520	SH	OTHER	1
HECKMANN CORP	COMMON	422680108	33	7,580	SH	OTHER	1
HECLA MNG CO	COMMON	422704106	105	22,640	SH	OTHER	1
HEINZ H J CO	COMMON	423074103	963	17,980	SH	OTHER	1

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FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION MANA
HELIX ENERGY SOLUTIONS GRP	COMMON	42330P107	150	8,400	SH	OTHER
HELMERICH & PAYNE INC	COMMON	423452101	528	9,780	SH	OTHER
HENRY JACK & ASSOC INC	COMMON	426281101	178	5,220	SH	OTHER
HERBALIFE LTD	COMMON	G4412G101	606	8,805	SH	OTHER
HERCULES OFFSHORE INC	COMMON	427093109	47	9,960	SH	OTHER
HERSHA HOSPITALITY TR	COMMON	427825104	75	13,800	SH	OTHER
HERSHEY CO	COMMON	427866108	650	10,600	SH	OTHER
HERTZ GLOBAL HOLDINGS INC	COMMON	42805T105	314	20,900	SH	OTHER
HESS CORP	COMMON	42809H107	1,322	22,425	SH	OTHER
HEWLETT PACKARD CO	COMMON	428236103	3,419	143,491	SH	OTHER
HEXCEL CORP NEW	COMMON	428291108	162	6,760	SH	OTHER
HIGHWOODS PPTYS INC	COMMON	431284108	191	5,720	SH	OTHER
HILL ROM HLDGS INC	COMMON	431475102	162	4,860	SH	OTHER
HMS HLDGS CORP	COMMON	40425J101	172	5,520	SH	OTHER
HOLLYFRONTIER CORP	COMMON	436106108	525	16,320	SH	OTHER
HOLOGIC INC	COMMON	436440101	386	17,900	SH	OTHER
HOME DEPOT INC	COMMON	437076102	5,863	116,540	SH	OTHER
HOME PROPERTIES INC	COMMON	437306103	187	3,060	SH	OTHER
HONEYWELL INTL INC	COMMON	438516106	3,366	55,140	SH	OTHER
HORMEL FOODS CORP	COMMON	440452100	368	12,460	SH	OTHER
HOSPIRA INC	COMMON	441060100	244	6,520	SH	OTHER
HOSPITALITY PPTYS TR	COMMON	44106M102	257	9,700	SH	OTHER
HOST HOTELS & RESORTS INC	COMMON	44107P104	741	45,140	SH	OTHER
HUBBELL INC	COMMON	443510201	261	3,320	SH	OTHER
HUDBAY MINERALS INC	COMMON FOREIGN	443628102	112	10,200	SH	OTHER
HUDSON CITY BANCORP	COMMON	443683107	139	19,040	SH	OTHER
HUMAN GENOME SCIENCES INC	COMMON	444903108	117	14,161	SH	OTHER
HUMANA INC	COMMON	444859102	1,045	11,300	SH	OTHER
HUNT J B TRANS SVCS INC	COMMON	445658107	508	9,340	SH	OTHER
HUNTINGTON BANCSHARES INC	COMMON	446150104	422	65,420	SH	OTHER
HUNTSMAN CORP	COMMON	447011107	203	14,480	SH	OTHER
HYPERDYNAMICS CORP	COMMON	448954107	19	14,980	SH	OTHER
IAC INTERACTIVECORP	COMMON	44919P508	238	4,840	SH	OTHER
IAMGOLD CORP	COMMON FOREIGN	450913108	343	25,800	SH	OTHER
IDACORP INC	COMMON	451107106	188	4,580	SH	OTHER
IDEX CORP	COMMON	45167R104	238	5,640	SH	OTHER
IDEXX LABS INC	COMMON	45168D104	353	4,040	SH	OTHER
IHS INC	COMMON	451734107	273	2,920	SH	OTHER
ILLINOIS TOOL WKS INC	COMMON	452308109	1,832	32,080	SH	OTHER
ILLUMINA INC	COMMON	452327109	469	8,920	SH	OTHER
IMPERIAL OIL LTD	COMMON FOREIGN	453038408	895	19,700	SH	OTHER
INCYTE CORP	COMMON	45337C102	175	9,080	SH	OTHER
INFINERA CORPORATION	COMMON	45667G103	69	8,500	SH	OTHER
INFORMATICA CORP	COMMON	45666Q102	416	7,860	SH	OTHER
INGERSOLL-RAND PLC	COMMON	G47791101	1,020	24,660	SH	OTHER
INGRAM MICRO INC	COMMON	457153104	209	11,260	SH	OTHER
INLAND REAL ESTATE CORP	COMMON	457461200	98	11,000	SH	OTHER
INTEGRATED DEVICE TECHNOLOG	COMMON	458118106	100	13,980	SH	OTHER
INTEGRYS ENERGY GROUP INC	COMMON	45822P105	404	7,620	SH	OTHER

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INTEL CORP	COMMON	458140100	11,121	395,618	SH	OTHER	1
INTERCONTINENTALEXCHANGE IN	COMMON	45865V100	798	5,806	SH	OTHER	1
INTERNATIONAL BUSINESS MACH	COMMON	459200101	18,490	88,620	SH	OTHER	1
INTERNATIONAL FLAVORS&FRAGR	COMMON	459506101	214	3,660	SH	OTHER	1
INTERPUBLIC GROUP COS INC	COMMON	460690100	391	34,225	SH	OTHER	1
INTERSIL CORP	COMMON	46069S109	136	12,120	SH	OTHER	1
INTL PAPER CO	COMMON	460146103	1,190	33,900	SH	OTHER	1
INTUIT	COMMON	461202103	1,182	19,660	SH	OTHER	1
INTUITIVE SURGICAL INC	COMMON	46120E602	1,593	2,940	SH	OTHER	1
INVESTORS REAL ESTATE TR	COMMON	461730103	94	12,280	SH	OTHER	1
ION GEOPHYSICAL CORP	COMMON	462044108	63	9,780	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUM	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION	OTH MANA
IRON MTN INC	COMMON	462846106	548	19,040	SH	OTHER	1
ISHARES INC	COMMON	464286509	370	13,059	SH	OTHER	1
ISHARES TR	COMMON	464287168	77,379	1,382,770	SH	DEFINED	3
ISHARES TR	COMMON	464287465	3,787	68,988	SH	OTHER	1
ISHARES TR	COMMON	464287655	59	715	SH	DEFINED	3
ISHARES TR	COMMON	464287655	3,319	40,055	SH	OTHER	1
ISIS PHARMACEUTICALS INC	COMMON	464330109	107	12,220	SH	OTHER	1
ITC HLDGS CORP	COMMON	465685105	257	3,340	SH	OTHER	1
ITT EDUCATIONAL SERVICES IN	COMMON	45068B109	114	1,729	SH	OTHER	1
IVANHOE MINES LTD	COMMON FOREIGN	46579N103	335	21,300	SH	OTHER	1
JABIL CIRCUIT INC	COMMON	466313103	359	14,280	SH	OTHER	1
JACOBS ENGR GROUP INC DEL	COMMON	469814107	160	3,600	SH	OTHER	1
JANUS CAP GROUP INC	COMMON	47102X105	123	13,780	SH	OTHER	1
JARDEN CORP	COMMON	471109108	266	6,600	SH	OTHER	1
JDS UNIPHASE CORP	COMMON	46612J507	256	17,680	SH	OTHER	1
JEFFERIES GROUP INC NEW	COMMON	472319102	183	9,694	SH	OTHER	1
JOHNSON & JOHNSON	COMMON	478160104	13,567	205,687	SH	OTHER	1
JOHNSON CTLS INC	COMMON	478366107	1,594	49,080	SH	OTHER	1
JONES GROUP INC	COMMON	48020T101	105	8,340	SH	OTHER	1
JONES LANG LASALLE INC	COMMON	48020Q107	283	3,400	SH	OTHER	1
JOY GLOBAL INC	COMMON	481165108	550	7,480	SH	OTHER	1
JPMORGAN CHASE & CO	COMMON	46625H100	13,411	291,673	SH	OTHER	1
JUNIPER NETWORKS INC	COMMON	48203R104	872	38,100	SH	OTHER	1
JUST ENERGY GROUP INC	COMMON FOREIGN	48213W101	145	10,500	SH	OTHER	1
KANSAS CITY SOUTHERN	COMMON	485170302	579	8,082	SH	OTHER	1
KBR INC	COMMON	48242W106	311	8,740	SH	OTHER	1
KELLOGG CO	COMMON	487836108	1,136	21,180	SH	OTHER	1
KENNAMETAL INC	COMMON	489170100	258	5,800	SH	OTHER	1
KEY ENERGY SVCS INC	COMMON	492914106	148	9,560	SH	OTHER	1
KEYCORP NEW	COMMON	493267108	633	74,520	SH	OTHER	1
KIMBERLY CLARK CORP	COMMON	494368103	2,280	30,860	SH	OTHER	1
KIMCO RLTY CORP	COMMON	49446R109	527	27,380	SH	OTHER	1
KINROSS GOLD CORP	COMMON FOREIGN	496902404	990	101,248	SH	OTHER	1
KIRBY CORP	COMMON	497266106	170	2,580	SH	OTHER	1
KLA-TENCOR CORP	COMMON	482480100	784	14,400	SH	OTHER	1
KNIGHT CAP GROUP INC	COMMON	499005106	109	8,440	SH	OTHER	1
KODIAK OIL & GAS CORP	COMMON	50015Q100	192	19,260	SH	OTHER	1

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KOHL'S CORP	COMMON	500255104	981	19,600	SH	OTHER	1
KRAFT FOODS INC	COMMON	50075N104	4,708	123,860	SH	OTHER	1
KROGER CO	COMMON	501044101	1,140	47,040	SH	OTHER	1
L-3 COMMUNICATIONS HLDGS IN	COMMON	502424104	760	10,744	SH	OTHER	1
LABORATORY CORP AMER HLDGS	COMMON	50540R409	431	4,703	SH	OTHER	1
LAKE SHORE GOLD CORP	COMMON FOREIGN	510728108	32	30,800	SH	OTHER	1
LAM RESEARCH CORP	COMMON	512807108	352	7,880	SH	OTHER	1
LAS VEGAS SANDS CORP	COMMON	517834107	1,516	26,333	SH	OTHER	1
LASALLE HOTEL PPTYS	COMMON	517942108	192	6,820	SH	OTHER	1
LAUDER ESTEE COS INC	COMMON	518439104	1,207	19,480	SH	OTHER	1
LEAR CORP	COMMON	521865204	370	7,960	SH	OTHER	1
LEGG MASON INC	COMMON	524901105	348	12,460	SH	OTHER	1
LEGGETT & PLATT INC	COMMON	524660107	223	9,700	SH	OTHER	1
LENDER PROCESSING SVCS INC	COMMON	52602E102	164	6,320	SH	OTHER	1
LENNAR CORP	COMMON	526057104	349	12,840	SH	OTHER	1
LEUCADIA NATL CORP	COMMON	527288104	372	14,260	SH	OTHER	1
LEVEL 3 COMMUNICATIONS INC	COMMON	52729N308	342	13,286	SH	OTHER	1
LEXINGTON REALTY TRUST	COMMON	529043101	81	9,020	SH	OTHER	1
LEXMARK INTL NEW	COMMON	529771107	199	5,980	SH	OTHER	1
LIBERTY GLOBAL INC	COMMON	530555101	548	10,940	SH	OTHER	1
LIBERTY GLOBAL INC	COMMON	530555309	488	10,200	SH	OTHER	1
LIBERTY INTERACTIVE CORPORA	COMMON	53071M104	889	46,544	SH	OTHER	1
LIBERTY MEDIA CORPORATION	COMMON	530322106	709	8,046	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA
LIBERTY PPTY TR	COMMON	531172104	329	9,200	SH	OTHER
LIFE TECHNOLOGIES CORP	COMMON	53217V109	751	15,380	SH	OTHER
LILLY ELI & CO	COMMON	532457108	3,263	81,040	SH	OTHER
LIMITED BRANDS INC	COMMON	532716107	1,175	24,480	SH	OTHER
LINCARE HLDGS INC	COMMON	532791100	205	7,930	SH	OTHER
LINCOLN ELEC HLDGS INC	COMMON	533900106	233	5,140	SH	OTHER
LINCOLN NATL CORP IND	COMMON	534187109	557	21,120	SH	OTHER
LINEAR TECHNOLOGY CORP	COMMON	535678106	647	19,200	SH	OTHER
LIVE NATION ENTERTAINMENT I	COMMON	538034109	107	11,367	SH	OTHER
LKQ CORP	COMMON	501889208	314	10,080	SH	OTHER
LOCKHEED MARTIN CORP	COMMON	539830109	1,904	21,191	SH	OTHER
LOEWS CORP	COMMON	540424108	985	24,700	SH	OTHER
LOGITECH INTL S A	COMMON FOREIGN	H50430232	133	17,016	SH	OTHER
LONE PINE RES INC	COMMON	54222A106	62	9,557	SH	OTHER
LOUISIANA PAC CORP	COMMON	546347105	108	11,540	SH	OTHER
LOWES COS INC	COMMON	548661107	2,888	92,035	SH	OTHER
LSI CORPORATION	COMMON	502161102	408	47,000	SH	OTHER
LUFKIN INDS INC	COMMON	549764108	160	1,980	SH	OTHER
LULULEMON ATHLETICA INC	COMMON FOREIGN	550021109	602	8,060	SH	OTHER
LYONDELLBASELL INDUSTRIES N	COMMON FOREIGN	N53745100	1,125	25,780	SH	OTHER
M & T BK CORP	COMMON	55261F104	815	9,380	SH	OTHER
MACERICH CO	COMMON	554382101	586	10,140	SH	OTHER
MACK CALI RLTY CORP	COMMON	554489104	238	8,260	SH	OTHER
MACYS INC	COMMON	55616P104	1,453	36,580	SH	OTHER
MAGNA INTL INC	COMMON FOREIGN	559222401	6,663	139,890	SH	DEFINED

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MAGNA INTL INC	COMMON FOREIGN	559222401	696	14,600	SH	OTHER	1
MAGNUM HUNTER RES CORP DEL	COMMON	55973B102	59	9,220	SH	OTHER	1
MANITOWOC INC	COMMON	563571108	141	10,200	SH	OTHER	1
MANNKIND CORP	COMMON	56400P201	30	11,980	SH	OTHER	1
MANPOWERGROUP INC	COMMON	56418H100	282	5,960	SH	OTHER	1
MANULIFE FINL CORP	COMMON FOREIGN	56501R106	896	66,200	SH	DEFINED	3
MANULIFE FINL CORP	COMMON FOREIGN	56501R106	1,539	113,600	SH	OTHER	1
MARATHON OIL CORP	COMMON	565849106	1,634	51,540	SH	OTHER	1
MARATHON PETE CORP	COMMON	56585A102	1,129	26,040	SH	OTHER	1
MARKEL CORP	COMMON	570535104	287	640	SH	OTHER	1
MARRIOTT INTL INC NEW	COMMON	571903202	880	23,261	SH	OTHER	1
MARSH & MCLENNAN COS INC	COMMON	571748102	1,319	40,220	SH	OTHER	1
MARTIN MARIETTA MATLS INC	COMMON	573284106	350	4,091	SH	OTHER	1
MARVELL TECHNOLOGY GROUP LT	COMMON	G5876H105	578	36,720	SH	OTHER	1
MASCO CORP	COMMON	574599106	364	27,260	SH	OTHER	1
MASTERCARD INC	COMMON	57636Q104	3,465	8,240	SH	OTHER	1
MATTEL INC	COMMON	577081102	770	22,880	SH	OTHER	1
MAXIM INTEGRATED PRODS INC	COMMON	57772K101	704	24,640	SH	OTHER	1
MBIA INC	COMMON	55262C100	109	11,120	SH	OTHER	1
MCCORMICK & CO INC	COMMON	579780206	405	7,440	SH	OTHER	1
MCDERMOTT INTL INC	COMMON	580037109	226	17,660	SH	OTHER	1
MCDONALDS CORP	COMMON	580135101	7,469	76,140	SH	OTHER	1
MCEWEN MNG INC	COMMON	58039P107	67	15,180	SH	OTHER	1
MCG CAPITAL CORP	COMMON	58047P107	41	9,540	SH	OTHER	1
MCGRAW HILL COS INC	COMMON	580645109	1,107	22,840	SH	OTHER	1
MCKESSON CORP	COMMON	58155Q103	1,652	18,820	SH	OTHER	1
MDU RES GROUP INC	COMMON	552690109	405	18,080	SH	OTHER	1
MEAD JOHNSON NUTRITION CO	COMMON	582839106	1,298	15,740	SH	OTHER	1
MEADWESTVACO CORP	COMMON	583334107	534	16,900	SH	OTHER	1
MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	2,004	28,507	SH	OTHER	1
MEDICAL PPTYS TRUST INC	COMMON	58463J304	86	9,300	SH	OTHER	1
MEDICIS PHARMACEUTICAL CORP	COMMON	584690309	160	4,260	SH	OTHER	1
MEDIVATION INC	COMMON	58501N101	187	2,500	SH	OTHER	1
MEDNAX INC	COMMON	58502B106	250	3,360	SH	OTHER	1
MEDTRONIC INC	COMMON	585055106	3,095	78,981	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
MEMC ELECTR MATLS INC	COMMON	552715104	67	18,500	SH	OTHER	1
MERCADOLIBRE INC	COMMON FOREIGN	58733R102	209	2,140	SH	OTHER	1
MERCK & CO INC NEW	COMMON	58933Y105	8,890	231,512	SH	OTHER	1
METHANEX CORP	COMMON FOREIGN	59151K108	234	7,200	SH	OTHER	1
METLIFE INC	COMMON	59156R108	3,031	81,160	SH	OTHER	1
METROPCS COMMUNICATIONS INC	COMMON	591708102	176	19,500	SH	OTHER	1
METTLER TOLEDO INTERNATIONAL	COMMON	592688105	395	2,140	SH	OTHER	1
MFA FINANCIAL INC	COMMON	55272X102	195	26,080	SH	OTHER	1
MGIC INVT CORP WIS	COMMON	552848103	68	13,640	SH	OTHER	1
MGM RESORTS INTERNATIONAL	COMMON	552953101	346	25,400	SH	OTHER	1
MICROCHIP TECHNOLOGY INC	COMMON	595017104	602	16,180	SH	OTHER	1
MICRON TECHNOLOGY INC	COMMON	595112103	529	65,320	SH	OTHER	1
MICROS SYS INC	COMMON	594901100	303	5,480	SH	OTHER	1

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MICROSOFT CORP	COMMON	594918104	18,041	559,438	SH	OTHER	1
MID-AMER APT CMNTYS INC	COMMON	59522J103	160	2,380	SH	OTHER	1
MOHAWK INDS INC	COMMON	608190104	282	4,240	SH	OTHER	1
MOLYCORP INC DEL	COMMON	608753109	163	4,820	SH	OTHER	1
MONSANTO CO NEW	COMMON	61166W101	3,182	39,900	SH	OTHER	1
MONSTER BEVERAGE CORP	COMMON	611740101	2,024	32,600	SH	OTHER	1
MONSTER WORLDWIDE INC	COMMON	611742107	101	10,320	SH	OTHER	1
MOODYS CORP	COMMON	615369105	673	15,991	SH	OTHER	1
MORGAN STANLEY	COMMON	617446448	2,177	110,820	SH	OTHER	1
MOSAIC CO NEW	COMMON	61945C103	1,202	21,733	SH	OTHER	1
MOTOROLA MOBILITY HLDGS INC	COMMON	620097105	868	22,112	SH	OTHER	1
MOTOROLA SOLUTIONS INC	COMMON	620076307	1,195	23,517	SH	OTHER	1
MSC INDL DIRECT INC	COMMON	553530106	230	2,760	SH	OTHER	1
MSCI INC	COMMON	55354G100	336	9,128	SH	OTHER	1
MUELLER WTR PRODS INC	COMMON	624758108	60	17,940	SH	OTHER	1
MURPHY OIL CORP	COMMON	626717102	790	14,040	SH	OTHER	1
MYLAN INC	COMMON	628530107	682	29,103	SH	OTHER	1
MYRIAD GENETICS INC	COMMON	62855J104	180	7,600	SH	OTHER	1
NABORS INDUSTRIES LTD	COMMON	G6359F103	428	24,480	SH	OTHER	1
NASDAQ OMX GROUP INC	COMMON	631103108	191	7,357	SH	OTHER	1
NATIONAL FUEL GAS CO N J	COMMON	636180101	277	5,760	SH	OTHER	1
NATIONAL INSTRS CORP	COMMON	636518102	197	6,890	SH	OTHER	1
NATIONAL OILWELL VARCO INC	COMMON	637071101	2,561	32,221	SH	OTHER	1
NAVIDEA BIOPHARMACEUTICALS	COMMON	63937X103	38	11,640	SH	OTHER	1
NAVISTAR INTL CORP NEW	COMMON	63934E108	220	5,440	SH	OTHER	1
NCR CORP NEW	COMMON	62886E108	241	11,100	SH	OTHER	1
NEKTAR THERAPEUTICS	COMMON	640268108	79	10,000	SH	OTHER	1
NETAPP INC	COMMON	64110D104	1,117	24,940	SH	OTHER	1
NETFLIX INC	COMMON	64110L106	433	3,760	SH	OTHER	1
NEVSUN RES LTD	COMMON FOREIGN	64156L101	56	15,300	SH	OTHER	1
NEW GOLD INC CDA	COMMON FOREIGN	644535106	264	26,700	SH	OTHER	1
NEW YORK CMNTY BANCORP INC	COMMON	649445103	477	34,260	SH	OTHER	1
NEW YORK TIMES CO	COMMON	650111107	87	12,740	SH	OTHER	1
NEWCASTLE INVT CORP	COMMON	65105M108	50	8,000	SH	OTHER	1
NEWELL RUBBERMAID INC	COMMON	651229106	348	19,540	SH	OTHER	1
NEWFIELD EXPL CO	COMMON	651290108	382	11,020	SH	OTHER	1
NEWMONT MINING CORP	COMMON	651639106	1,927	37,580	SH	OTHER	1
NEWS CORP	COMMON	65248E104	2,668	135,480	SH	OTHER	1
NEWS CORP	COMMON	65248E203	729	36,478	SH	OTHER	1
NEXEN INC	COMMON FOREIGN	65334H102	777	42,400	SH	OTHER	1
NEXTERA ENERGY INC	COMMON	65339F101	1,825	29,880	SH	OTHER	1
NICE SYS LTD	COMMON FOREIGN	653656108	217	5,514	SH	OTHER	1
NIELSEN HOLDINGS N V	COMMON	N63218106	259	8,600	SH	OTHER	1
NII HLDGS INC	COMMON	62913F201	170	9,300	SH	OTHER	1
NIKE INC	COMMON	654106103	2,785	25,680	SH	OTHER	1
NISOURCE INC	COMMON	65473P105	631	25,920	SH	OTHER	1
NOBLE CORPORATION BAAR	COMMON FOREIGN	H5833N103	695	18,540	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
NOBLE ENERGY INC	COMMON	655044105	1,298	13,272	SH	OTHER	1

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NORDSON CORP	COMMON	655663102	210	3,860	SH	OTHER	1
NORDSTROM INC	COMMON	655664100	867	15,560	SH	OTHER	1
NORFOLK SOUTHERN CORP	COMMON	655844108	1,841	27,967	SH	OTHER	1
NORTH AMERN PALLADIUM LTD	COMMON FOREIGN	656912102	36	13,400	SH	OTHER	1
NORTHEAST UTILS	COMMON	664397106	359	9,680	SH	OTHER	1
NORTHERN TR CORP	COMMON	665859104	346	7,300	SH	OTHER	1
NORTHROP GRUMMAN CORP	COMMON	666807102	1,080	17,680	SH	OTHER	1
NOVAGOLD RES INC	COMMON FOREIGN	66987E206	76	10,600	SH	OTHER	1
NOVELLUS SYS INC	COMMON	670008101	232	4,640	SH	OTHER	1
NPS PHARMACEUTICALS INC	COMMON	62936P103	69	10,120	SH	OTHER	1
NRG ENERGY INC	COMMON	629377508	328	20,920	SH	OTHER	1
NSTAR	COMMON	67019E107	342	7,040	SH	OTHER	1
NU SKIN ENTERPRISES INC	COMMON	67018T105	153	2,640	SH	OTHER	1
NUANCE COMMUNICATIONS INC	COMMON	67020Y100	460	18,000	SH	OTHER	1
NUCOR CORP	COMMON	670346105	1,176	27,380	SH	OTHER	1
NV ENERGY INC	COMMON	67073Y106	251	15,600	SH	OTHER	1
NVIDIA CORP	COMMON	67066G104	607	39,460	SH	OTHER	1
NVR INC	COMMON	62944T105	320	440	SH	OTHER	1
NYSE EURONEXT	COMMON	629491101	633	21,100	SH	OTHER	1
O REILLY AUTOMOTIVE INC NEW	COMMON	67103H107	798	8,740	SH	OTHER	1
OCCIDENTAL PETE CORP DEL	COMMON	674599105	5,707	59,926	SH	OTHER	1
OCEANEERING INTL INC	COMMON	675232102	406	7,540	SH	OTHER	1
OFFICE DEPOT INC	COMMON	676220106	79	22,760	SH	OTHER	1
OGE ENERGY CORP	COMMON	670837103	331	6,180	SH	OTHER	1
OIL STS INTL INC	COMMON	678026105	278	3,560	SH	OTHER	1
OLD NATL BANCORP IND	COMMON	680033107	138	10,480	SH	OTHER	1
OLD REP INTL CORP	COMMON	680223104	193	18,313	SH	OTHER	1
OMNICARE INC	COMMON	681904108	356	10,000	SH	OTHER	1
OMNICOM GROUP INC	COMMON	681919106	1,007	19,880	SH	OTHER	1
ON SEMICONDUCTOR CORP	COMMON	682189105	311	34,560	SH	OTHER	1
ONEOK INC NEW	COMMON	682680103	745	9,120	SH	OTHER	1
ONYX PHARMACEUTICALS INC	COMMON	683399109	195	5,180	SH	OTHER	1
OPEN TEXT CORP	COMMON FOREIGN	683715106	238	3,900	SH	OTHER	1
ORACLE CORP	COMMON	68389X105	8,694	298,140	SH	OTHER	1
OWENS CORNING NEW	COMMON	690742101	345	9,580	SH	OTHER	1
OWENS ILL INC	COMMON	690768403	218	9,340	SH	OTHER	1
PACCAR INC	COMMON	693718108	1,248	26,640	SH	OTHER	1
PACKAGING CORP AMER	COMMON	695156109	204	6,880	SH	OTHER	1
PALL CORP	COMMON	696429307	442	7,420	SH	OTHER	1
PANERA BREAD CO	COMMON	69840W108	331	2,060	SH	OTHER	1
PARAMETRIC TECHNOLOGY CORP	COMMON	699173209	240	8,580	SH	OTHER	1
PARKER DRILLING CO	COMMON	701081101	66	10,980	SH	OTHER	1
PARKER HANNIFIN CORP	COMMON	701094104	966	11,420	SH	OTHER	1
PARTNERRE LTD	COMMON	G6852T105	234	3,440	SH	OTHER	1
PATTERSON COMPANIES INC	COMMON	703395103	221	6,620	SH	OTHER	1
PATTERSON UTI ENERGY INC	COMMON	703481101	218	12,600	SH	OTHER	1
PAYCHEX INC	COMMON	704326107	762	24,585	SH	OTHER	1
PDL BIOPHARMA INC	COMMON	69329Y104	80	12,600	SH	OTHER	1
PEABODY ENERGY CORP	COMMON	704549104	582	20,080	SH	OTHER	1
PENGROWTH ENERGY CORP	COMMON FOREIGN	70706P104	218	23,300	SH	OTHER	1
PENN NATL GAMING INC	COMMON	707569109	200	4,660	SH	OTHER	1
PENN WEST PETE LTD NEW	COMMON FOREIGN	707887105	614	31,400	SH	OTHER	1
PENNEY J C INC	COMMON	708160106	412	11,620	SH	OTHER	1
PENTAIR INC	COMMON	709631105	405	8,500	SH	OTHER	1
PEOPLES UNITED FINANCIAL IN	COMMON	712704105	202	15,280	SH	OTHER	1
PEPCO HOLDINGS INC	COMMON	713291102	387	20,491	SH	OTHER	1
PEPSICO INC	COMMON	713448108	12,212	184,060	SH	OTHER	1
PERKINELMER INC	COMMON	714046109	230	8,300	SH	OTHER	1
PERRIGO CO	COMMON	714290103	636	6,160	SH	OTHER	1

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FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5		COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
PETSMART INC	COMMON	716768106	617	10,780	SH	OTHER	1
PFIZER INC	COMMON	717081103	13,288	586,420	SH	OTHER	1
PG&E CORP	COMMON	69331C108	1,154	26,580	SH	OTHER	1
PIEDMONT OFFICE REALTY TR I	COMMON	720190206	228	12,840	SH	OTHER	1
PINNACLE WEST CAP CORP	COMMON	723484101	635	13,260	SH	OTHER	1
PIONEER NAT RES CO	COMMON	723787107	966	8,660	SH	OTHER	1
PITNEY BOWES INC	COMMON	724479100	349	19,840	SH	OTHER	1
PLAINS EXPL& PRODTN CO	COMMON	726505100	485	11,360	SH	OTHER	1
PLUM CREEK TIMBER CO INC	COMMON	729251108	440	10,580	SH	OTHER	1
PMC-SIERRA INC	COMMON	69344F106	150	20,700	SH	OTHER	1
PNC FINL SVCS GROUP INC	COMMON	693475105	2,551	39,560	SH	OTHER	1
POLARIS INDS INC	COMMON	731068102	339	4,700	SH	OTHER	1
POLYCOM INC	COMMON	73172K104	254	13,340	SH	OTHER	1
POPULAR INC	COMMON	733174106	164	79,820	SH	OTHER	1
POST PPTYS INC	COMMON	737464107	174	3,720	SH	OTHER	1
POTASH CORP SASK INC	COMMON FOREIGN	73755L107	2,408	52,750	SH	DEFINED	3
POTASH CORP SASK INC	COMMON FOREIGN	73755L107	2,794	61,200	SH	OTHER	1
POWER ONE INC NEW	COMMON	73930R102	36	8,020	SH	OTHER	1
PPG INDS INC	COMMON	693506107	1,139	11,888	SH	OTHER	1
PPL CORP	COMMON	69351T106	1,167	41,280	SH	OTHER	1
PRAXAIR INC	COMMON	74005P104	2,639	23,020	SH	OTHER	1
PRECISION CASTPARTS CORP	COMMON	740189105	1,777	10,280	SH	OTHER	1
PRECISION DRILLING CORP	COMMON FOREIGN	74022D308	203	20,200	SH	OTHER	1
PRICE T ROWE GROUP INC	COMMON	74144T108	1,301	19,920	SH	OTHER	1
PRICELINE COM INC	COMMON	741503403	2,626	3,660	SH	OTHER	1
PRINCIPAL FINL GROUP INC	COMMON	74251V102	750	25,400	SH	OTHER	1
PROCTER & GAMBLE CO	COMMON	742718109	13,567	201,860	SH	OTHER	1
PROGRESS ENERGY INC	COMMON	743263105	915	17,220	SH	OTHER	1
PROGRESSIVE CORP OHIO	COMMON	743315103	1,056	45,540	SH	OTHER	1
PROGRESSIVE WASTE SOLUTIONS	COMMON FOREIGN	74339G101	326	15,000	SH	OTHER	1
PROLOGIS INC	COMMON	74340W103	1,248	34,643	SH	OTHER	1
PROSPECT CAPITAL CORPORATIO	COMMON	74348T102	92	8,400	SH	OTHER	1
PROTECTIVE LIFE CORP	COMMON	743674103	195	6,580	SH	OTHER	1
PROVIDENT ENERGY LTD NEW	COMMON FOREIGN	74386V100	451	37,400	SH	OTHER	1
PRUDENTIAL FINL INC	COMMON	744320102	2,366	37,320	SH	OTHER	1
PUBLIC STORAGE	COMMON	74460D109	1,570	11,360	SH	OTHER	1
PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	1,220	39,840	SH	OTHER	1
PULTE GROUP INC	COMMON	745867101	225	25,410	SH	OTHER	1
PVH CORP	COMMON	693656100	416	4,660	SH	OTHER	1
QEP RES INC	COMMON	74733V100	397	13,020	SH	OTHER	1
QLIK TECHNOLOGIES INC	COMMON	74733T105	195	6,100	SH	OTHER	1
QLOGIC CORP	COMMON	747277101	167	9,400	SH	OTHER	1
QUALCOMM INC	COMMON	747525103	8,441	124,100	SH	OTHER	1
QUANTA SVCS INC	COMMON	74762E102	316	15,100	SH	OTHER	1
QUANTUM CORP	COMMON	747906204	46	17,620	SH	OTHER	1
QUEST DIAGNOSTICS INC	COMMON	74834L100	653	10,680	SH	OTHER	1
QUESTAR CORP	COMMON	748356102	239	12,420	SH	OTHER	1
QUESTCOR PHARMACEUTICALS IN	COMMON	74835Y101	160	4,240	SH	OTHER	1
QUICKSILVER RESOURCES INC	COMMON	74837R104	46	9,200	SH	OTHER	1
QUIKSILVER INC	COMMON	74838C106	40	10,000	SH	OTHER	1
RACKSPACE HOSTING INC	COMMON	750086100	442	7,640	SH	OTHER	1

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RADIAN GROUP INC	COMMON	750236101	44	10,080	SH	OTHER	1
RADIOSHACK CORP	COMMON	750438103	51	8,180	SH	OTHER	1
RALCORP HLDGS INC NEW	COMMON	751028101	159	2,140	SH	OTHER	1
RALPH LAUREN CORP	COMMON	751212101	847	4,860	SH	OTHER	1
RANGE RES CORP	COMMON	75281A109	659	11,341	SH	OTHER	1
RAYMOND JAMES FINANCIAL INC	COMMON	754730109	281	7,680	SH	OTHER	1
RAYONIER INC	COMMON	754907103	242	5,500	SH	OTHER	1
RAYTHEON CO	COMMON	755111507	1,135	21,505	SH	OTHER	1
REALTY INCOME CORP	COMMON	756109104	325	8,400	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION MANA
RED HAT INC	COMMON	756577102	865	14,440	SH	OTHER
REGAL BELOIT CORP	COMMON	758750103	184	2,800	SH	OTHER
REGENCY CTRS CORP	COMMON	758849103	304	6,840	SH	OTHER
REGENERON PHARMACEUTICALS	COMMON	75886F107	632	5,420	SH	OTHER
REGIONS FINANCIAL CORP NEW	COMMON	7591EP100	505	76,620	SH	OTHER
REINSURANCE GROUP AMER INC	COMMON	759351604	316	5,320	SH	OTHER
RELIANCE STEEL & ALUMINUM C	COMMON	759509102	323	5,720	SH	OTHER
RENAISSANCERE HOLDINGS LTD	COMMON	G7496G103	345	4,560	SH	OTHER
RENT A CTR INC NEW	COMMON	76009N100	159	4,220	SH	OTHER
RENTECH INC	COMMON	760112102	49	23,420	SH	OTHER
REPUBLIC SVCS INC	COMMON	760759100	721	23,600	SH	OTHER
RESEARCH IN MOTION LTD	COMMON FOREIGN	760975102	469	32,000	SH	OTHER
RF MICRODEVICES INC	COMMON	749941100	108	21,660	SH	OTHER
RITE AID CORP	COMMON	767754104	96	55,340	SH	OTHER
RIVERBED TECHNOLOGY INC	COMMON	768573107	309	11,020	SH	OTHER
RLJ LODGING TR	COMMON	74965L101	41,692	2,237,935	SH	DEFINED
ROBERT HALF INTL INC	COMMON	770323103	277	9,140	SH	OTHER
ROCK-TENN CO	COMMON	772739207	295	4,360	SH	OTHER
ROCKWELL AUTOMATION INC	COMMON	773903109	864	10,840	SH	OTHER
ROCKWELL COLLINS INC	COMMON	774341101	749	13,020	SH	OTHER
ROCKWOOD HLDGS INC	COMMON	774415103	238	4,560	SH	OTHER
ROGERS COMMUNICATIONS INC	COMMON FOREIGN	775109200	1,191	30,000	SH	OTHER
ROPER INDS INC NEW	COMMON	776696106	696	7,020	SH	OTHER
ROSETTA RESOURCES INC	COMMON	777779307	187	3,840	SH	OTHER
ROSS STORES INC	COMMON	778296103	952	16,380	SH	OTHER
ROVI CORP	COMMON	779376102	275	8,460	SH	OTHER
ROWAN COS INC	COMMON	779382100	271	8,220	SH	OTHER
ROYAL BK CDA MONTREAL QUE	COMMON FOREIGN	780087102	7,093	122,407	SH	DEFINED
ROYAL BK CDA MONTREAL QUE	COMMON FOREIGN	780087102	5,599	96,600	SH	OTHER
ROYAL CARIBBEAN CRUISES LTD	COMMON	V7780T103	323	10,960	SH	OTHER
ROYAL GOLD INC	COMMON	780287108	287	4,400	SH	OTHER
RPM INTL INC	COMMON	749685103	247	9,420	SH	OTHER
RUBICON MINERALS CORP	COMMON FOREIGN	780911103	53	16,100	SH	OTHER
RYDER SYS INC	COMMON	783549108	172	3,260	SH	OTHER
SAFEWAY INC	COMMON	786514208	527	26,090	SH	OTHER
SAIC INC	COMMON	78390X101	291	22,020	SH	OTHER
SALESFORCE COM INC	COMMON	79466L302	1,387	8,980	SH	OTHER
SALIX PHARMACEUTICALS INC	COMMON	795435106	225	4,280	SH	OTHER
SALLY BEAUTY HLDGS INC	COMMON	79546E104	250	10,100	SH	OTHER

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SANDISK CORP	COMMON	80004C101	859	17,320	SH	OTHER	1
SANDRIDGE ENERGY INC	COMMON	80007P307	229	29,217	SH	OTHER	1
SAPIENT CORP	COMMON	803062108	113	9,060	SH	OTHER	1
SARA LEE CORP	COMMON	803111103	873	40,547	SH	OTHER	1
SBA COMMUNICATIONS CORP	COMMON	78388J106	490	9,640	SH	OTHER	1
SCANA CORP NEW	COMMON	80589M102	365	8,000	SH	OTHER	1
SCHEIN HENRY INC	COMMON	806407102	489	6,460	SH	OTHER	1
SCHLUMBERGER LTD	COMMON	806857108	6,939	99,226	SH	OTHER	1
SCHWAB CHARLES CORP NEW	COMMON	808513105	1,131	78,726	SH	OTHER	1
SCOTTS MIRACLE GRO CO	COMMON	810186106	178	3,280	SH	OTHER	1
SCRIPPS NETWORKS INTERACT I	COMMON	811065101	370	7,600	SH	OTHER	1
SEADRILL LIMITED	COMMON FOREIGN	G7945E105	794	21,194	SH	OTHER	1
SEAGATE TECHNOLOGY PLC	COMMON FOREIGN	G7945M107	844	31,300	SH	OTHER	1
SEALED AIR CORP NEW	COMMON	81211K100	180	9,300	SH	OTHER	1
SEARS HLDGS CORP	COMMON	812350106	203	3,060	SH	OTHER	1
SEI INVESTMENTS CO	COMMON	784117103	245	11,820	SH	OTHER	1
SEMPRA ENERGY	COMMON	816851109	951	15,860	SH	OTHER	1
SENIOR HSG PPTYS TR	COMMON	81721M109	270	12,260	SH	OTHER	1
SENSATA TECHNOLOGIES HLDG B	COMMON	N7902X106	231	6,900	SH	OTHER	1
SEQUENOM INC	COMMON	817337405	37	8,980	SH	OTHER	1
SERVICE CORP INTL	COMMON	817565104	191	17,000	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
SHAW COMMUNICATIONS INC	COMMON FOREIGN	82028K200	455	21,500	SH	OTHER	1
SHERWIN WILLIAMS CO	COMMON	824348106	715	6,580	SH	OTHER	1
SIGMA ALDRICH CORP	COMMON	826552101	674	9,220	SH	OTHER	1
SIGNATURE BK NEW YORK N Y	COMMON	82669G104	185	2,940	SH	OTHER	1
SIGNET JEWELERS LIMITED	COMMON FOREIGN	G81276100	310	6,560	SH	OTHER	1
SILVER WHEATON CORP	COMMON FOREIGN	828336107	3,223	97,200	SH	DEFINED	3
SILVER WHEATON CORP	COMMON FOREIGN	828336107	743	22,400	SH	OTHER	1
SILVERCORP METALS INC	COMMON FOREIGN	82835P103	85	12,300	SH	OTHER	1
SIMON PPTY GROUP INC NEW	COMMON	828806109	3,428	23,533	SH	OTHER	1
SIRIUS XM RADIO INC	COMMON	82967N108	676	292,520	SH	OTHER	1
SIRONA DENTAL SYSTEMS INC	COMMON	82966C103	224	4,340	SH	OTHER	1
SKYWORKS SOLUTIONS INC	COMMON	83088M102	376	13,600	SH	OTHER	1
SL GREEN RLTY CORP	COMMON	78440X101	492	6,340	SH	OTHER	1
SM ENERGY CO	COMMON	78454L100	338	4,780	SH	OTHER	1
SMITHFIELD FOODS INC	COMMON	832248108	237	10,780	SH	OTHER	1
SMUCKER J M CO	COMMON	832696405	731	8,980	SH	OTHER	1
SNAP ON INC	COMMON	833034101	227	3,720	SH	OTHER	1
SOLERA HOLDINGS INC	COMMON	83421A104	237	5,160	SH	OTHER	1
SOLUTIA INC	COMMON	834376501	254	9,100	SH	OTHER	1
SONOCO PRODS CO	COMMON	835495102	236	7,100	SH	OTHER	1
SONUS NETWORKS INC	COMMON	835916107	65	22,480	SH	OTHER	1
SOTHEBYS	COMMON	835898107	193	4,900	SH	OTHER	1
SOUTHERN CO	COMMON	842587107	2,684	59,740	SH	OTHER	1
SOUTHWEST AIRLS CO	COMMON	844741108	140	16,960	SH	OTHER	1
SOUTHWESTERN ENERGY CO	COMMON	845467109	809	26,440	SH	OTHER	1
SPDR S&P 500 ETF TR	COMMON	78462F103	3,885	27,609	SH	DEFINED	3
SPDR S&P 500 ETF TR	COMMON	78462F103	6,084	43,233	SH	OTHER	1

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SPECTRA ENERGY CORP	COMMON	847560109	1,629	51,640	SH	OTHER	1
SPIRIT AEROSYSTEMS HLDGS IN	COMMON	848574109	223	9,120	SH	OTHER	1
SPRINT NEXTEL CORP	COMMON	852061100	608	213,380	SH	OTHER	1
SPX CORP	COMMON	784635104	274	3,540	SH	OTHER	1
ST JUDE MED INC	COMMON	790849103	1,037	23,400	SH	OTHER	1
STANDARD PAC CORP NEW	COMMON	85375C101	50	11,180	SH	OTHER	1
STANLEY BLACK & DECKER INC	COMMON	854502101	868	11,281	SH	OTHER	1
STAPLES INC	COMMON	855030102	685	42,340	SH	OTHER	1
STARBUCKS CORP	COMMON	855244109	3,106	55,580	SH	OTHER	1
STARWOOD HOTELS&RESORTS WRL	COMMON	85590A401	824	14,600	SH	OTHER	1
STATE STR CORP	COMMON	857477103	1,767	38,840	SH	OTHER	1
STEEL DYNAMICS INC	COMMON	858119100	238	16,380	SH	OTHER	1
STERICYCLE INC	COMMON	858912108	440	5,260	SH	OTHER	1
STEWART ENTERPRISES INC	COMMON	860370105	59	9,740	SH	OTHER	1
STILLWATER MNG CO	COMMON	86074Q102	111	8,800	SH	OTHER	1
STRATEGIC HOTELS & RESORTS	COMMON	86272T106	88	13,300	SH	OTHER	1
STRYKER CORP	COMMON	863667101	1,129	20,356	SH	OTHER	1
SUN LIFE FINL INC	COMMON FOREIGN	866796105	1,141	48,100	SH	OTHER	1
SUNCOR ENERGY INC NEW	COMMON FOREIGN	867224107	6,873	210,425	SH	DEFINED	3
SUNCOR ENERGY INC NEW	COMMON FOREIGN	867224107	3,453	105,696	SH	OTHER	1
SUNOCO INC	COMMON	86764P109	361	9,460	SH	OTHER	1
SUNSTONE HOTEL INVS INC NEW	COMMON	867892101	95	9,780	SH	OTHER	1
SUNTRUST BKS INC	COMMON	867914103	912	37,719	SH	OTHER	1
SUPERVALU INC	COMMON	868536103	174	30,520	SH	OTHER	1
SUSQUEHANNA BANCSHARES INC	COMMON	869099101	82	8,300	SH	OTHER	1
SVB FINL GROUP	COMMON	78486Q101	205	3,180	SH	OTHER	1
SWISHER HYGIENE INC	COMMON	870808102	33	13,540	SH	OTHER	1
SXC HEALTH SOLUTIONS CORP	COMMON	78505P100	323	4,300	SH	OTHER	1
SYMANTEC CORP	COMMON	871503108	978	52,280	SH	OTHER	1
SYMETRA FINL CORP	COMMON	87151Q106	143	12,440	SH	OTHER	1
SYNOPSYS INC	COMMON	871607107	132	4,320	SH	OTHER	1
SYNOVUS FINL CORP	COMMON	87161C105	127	61,940	SH	OTHER	1
SYSCO CORP	COMMON	871829107	1,238	41,460	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA
TALISMAN ENERGY INC	COMMON FOREIGN	87425E103	2,831	225,325	SH	DEFINED
TALISMAN ENERGY INC	COMMON FOREIGN	87425E103	865	68,800	SH	OTHER
TARGET CORP	COMMON	87612E106	2,662	45,680	SH	OTHER
TASEKO MINES LTD	COMMON FOREIGN	876511106	43	12,100	SH	OTHER
TAUBMAN CTRS INC	COMMON	876664103	264	3,620	SH	OTHER
TCF FINL CORP	COMMON	872275102	141	11,860	SH	OTHER
TD AMERITRADE HLDG CORP	COMMON	87236Y108	477	24,168	SH	OTHER
TE CONNECTIVITY LTD	COMMON	H84989104	1,268	34,500	SH	OTHER
TECHNE CORP	COMMON	878377100	185	2,640	SH	OTHER
TECK RESOURCES LTD	COMMON FOREIGN	878742204	1,414	39,600	SH	OTHER
TECO ENERGY INC	COMMON	872375100	238	13,560	SH	OTHER
TELEFLEX INC	COMMON	879369106	198	3,240	SH	OTHER
TELEPHONE & DATA SYS INC	COMMON	879433829	212	9,169	SH	OTHER
TELLABS INC	COMMON	879664100	124	30,700	SH	OTHER
TELUS CORP	COMMON FOREIGN	87971M202	950	16,700	SH	OTHER

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TEMPUR PEDIC INTL INC	COMMON	88023U101	420	4,980	SH	OTHER	1
TENET HEALTHCARE CORP	COMMON	88033G100	194	36,480	SH	OTHER	1
TENNECO INC	COMMON	880349105	162	4,360	SH	OTHER	1
TERADATA CORP DEL	COMMON	88076W103	830	12,180	SH	OTHER	1
TERADYNE INC	COMMON	880770102	218	12,880	SH	OTHER	1
TEREX CORP NEW	COMMON	880779103	177	7,860	SH	OTHER	1
TESORO CORP	COMMON	881609101	287	10,680	SH	OTHER	1
TEVA PHARMACEUTICAL INDS LT	COMMON	881624209	2,951	65,497	SH	OTHER	1
TEXAS INSTRS INC	COMMON	882508104	2,849	84,780	SH	OTHER	1
TEXTRON INC	COMMON	883203101	569	20,440	SH	OTHER	1
THERMO FISHER SCIENTIFIC IN	COMMON	883556102	1,439	25,521	SH	OTHER	1
THOMAS & BETTS CORP	COMMON	884315102	262	3,640	SH	OTHER	1
THOMSON REUTERS CORP	COMMON FOREIGN	884903105	928	32,100	SH	OTHER	1
TIBCO SOFTWARE INC	COMMON	88632Q103	360	11,800	SH	OTHER	1
TIDEWATER INC	COMMON	886423102	198	3,660	SH	OTHER	1
TIFFANY & CO NEW	COMMON	886547108	617	8,920	SH	OTHER	1
TIM HORTONS INC	COMMON FOREIGN	88706M103	583	10,900	SH	OTHER	1
TIME WARNER CABLE INC	COMMON	88732J207	2,003	24,581	SH	OTHER	1
TIME WARNER INC	COMMON	887317303	3,028	80,200	SH	OTHER	1
TIMKEN CO	COMMON	887389104	300	5,920	SH	OTHER	1
TIVO INC	COMMON	888706108	124	10,360	SH	OTHER	1
TJX COS INC NEW	COMMON	872540109	2,229	56,140	SH	OTHER	1
TOLL BROTHERS INC	COMMON	889478103	171	7,140	SH	OTHER	1
TORCHMARK CORP	COMMON	891027104	357	7,170	SH	OTHER	1
TORONTO DOMINION BK ONT	COMMON FOREIGN	891160509	12,561	148,006	SH	DEFINED	3
TORONTO DOMINION BK ONT	COMMON FOREIGN	891160509	5,076	59,800	SH	OTHER	1
TOTAL SYS SVCS INC	COMMON	891906109	177	7,680	SH	OTHER	1
TOWER SEMICONDUCTOR LTD	COMMON FOREIGN	M87915100	34	39,346	SH	OTHER	1
TOWERS WATSON & CO	COMMON	891894107	252	3,820	SH	OTHER	1
TRACTOR SUPPLY CO	COMMON	892356106	460	5,080	SH	OTHER	1
TRANSALTA CORP	COMMON FOREIGN	89346D107	255	13,600	SH	OTHER	1
TRANSCANADA CORP	COMMON FOREIGN	89353D107	1,928	44,900	SH	OTHER	1
TRANSDIGM GROUP INC	COMMON	893641100	387	3,340	SH	OTHER	1
TRANSOCEAN LTD	COMMON FOREIGN	H8817H100	1,080	19,795	SH	OTHER	1
TRAVELERS COMPANIES INC	COMMON	89417E109	1,828	30,875	SH	OTHER	1
TREEHOUSE FOODS INC	COMMON	89469A104	145	2,440	SH	OTHER	1
TRIMBLE NAVIGATION LTD	COMMON	896239100	476	8,740	SH	OTHER	1
TRINITY INDS INC	COMMON	896522109	210	6,360	SH	OTHER	1
TRIQUINT SEMICONDUCTOR INC	COMMON	89674K103	98	14,280	SH	OTHER	1
TRIUMPH GROUP INC NEW	COMMON	896818101	184	2,940	SH	OTHER	1
TRUSTCO BK CORP N Y	COMMON	898349105	99	17,280	SH	OTHER	1
TRW AUTOMOTIVE HLDGS CORP	COMMON	87264S106	370	7,960	SH	OTHER	1
TUPPERWARE BRANDS CORP	COMMON	899896104	291	4,580	SH	OTHER	1
TW TELECOM INC	COMMON	87311L104	228	10,300	SH	OTHER	1
TWO HBRS INVT CORP	COMMON	90187B101	120	11,820	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
TYCO INTERNATIONAL LTD	COMMON	H89128104	1,807	32,157	SH	OTHER	1
TYSON FOODS INC	COMMON	902494103	422	22,020	SH	OTHER	1
UBS AG	COMMON FOREIGN	H89231338	3,532	252,075	SH	OTHER	1

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UDR INC	COMMON	902653104	416	15,580	SH	OTHER	1
UGI CORP NEW	COMMON	902681105	258	9,480	SH	OTHER	1
ULTA SALON COSMETCS & FRAG	COMMON	90384S303	327	3,520	SH	OTHER	1
ULTRA PETROLEUM CORP	COMMON	903914109	343	15,147	SH	OTHER	1
UMPQUA HLDGS CORP	COMMON	904214103	109	8,040	SH	OTHER	1
UNDER ARMOUR INC	COMMON	904311107	252	2,680	SH	OTHER	1
UNION PAC CORP	COMMON	907818108	3,960	36,840	SH	OTHER	1
UNITED NAT FOODS INC	COMMON	911163103	156	3,340	SH	OTHER	1
UNITED ONLINE INC	COMMON	911268100	56	11,480	SH	OTHER	1
UNITED PARCEL SERVICE INC	COMMON	911312106	4,520	56,000	SH	OTHER	1
UNITED RENTALS INC	COMMON	911363109	192	4,480	SH	OTHER	1
UNITED STATES STL CORP NEW	COMMON	912909108	221	7,540	SH	OTHER	1
UNITED TECHNOLOGIES CORP	COMMON	913017109	5,341	64,400	SH	OTHER	1
UNITED THERAPEUTICS CORP DE	COMMON	91307C102	194	4,120	SH	OTHER	1
UNITEDHEALTH GROUP INC	COMMON	91324P102	4,740	80,420	SH	OTHER	1
UNIVERSAL HLTH SVCS INC	COMMON	913903100	291	6,940	SH	OTHER	1
UNUM GROUP	COMMON	91529Y106	516	21,060	SH	OTHER	1
URBAN OUTFITTERS INC	COMMON	917047102	220	7,560	SH	OTHER	1
URS CORP NEW	COMMON	903236107	236	5,560	SH	OTHER	1
US BANCORP DEL	COMMON	902973304	4,537	143,198	SH	OTHER	1
V F CORP	COMMON	918204108	984	6,740	SH	OTHER	1
VALERO ENERGY CORP NEW	COMMON	91913Y100	1,098	42,600	SH	OTHER	1
VALLEY NATL BANCORP	COMMON	919794107	213	16,446	SH	OTHER	1
VALMONT INDS INC	COMMON	920253101	195	1,660	SH	OTHER	1
VALSPAR CORP	COMMON	920355104	293	6,060	SH	OTHER	1
VANGUARD INDEX FDS	COMMON	922908637	39,563	614,058	SH	DEFINED	3
VANGUARD INDEX FDS	COMMON	922908751	15,104	191,875	SH	DEFINED	3
VANGUARD INTL EQUITY INDEX	COMMON	922042858	28,562	656,450	SH	DEFINED	3
VANGUARD INTL EQUITY INDEX	COMMON	922042858	453,101	10,423,322	SH	OTHER	1
VARIAN MED SYS INC	COMMON	92220P105	652	9,460	SH	OTHER	1
VENTAS INC	COMMON	92276F100	1,271	22,260	SH	OTHER	1
VERIFONE SYS INC	COMMON	92342Y109	389	7,500	SH	OTHER	1
VERISIGN INC	COMMON	92343E102	412	10,740	SH	OTHER	1
VERISK ANALYTICS INC	COMMON	92345Y106	383	8,160	SH	OTHER	1
VERIZON COMMUNICATIONS INC	COMMON	92343V104	8,087	211,540	SH	OTHER	1
VERTEX PHARMACEUTICALS INC	COMMON	92532F100	603	14,700	SH	OTHER	1
VIACOM INC NEW	COMMON	92553P201	1,798	37,880	SH	OTHER	1
VIRGIN MEDIA INC	COMMON	92769L101	563	22,520	SH	OTHER	1
VIROPHARMA INC	COMMON	928241108	161	5,360	SH	OTHER	1
VISA INC	COMMON	92826C839	4,649	39,402	SH	OTHER	1
VISHAY INTERTECHNOLOGY INC	COMMON	928298108	124	10,200	SH	OTHER	1
VISTEON CORP	COMMON	92839U206	215	4,050	SH	OTHER	1
VMWARE INC	COMMON	928563402	775	6,900	SH	OTHER	1
VONAGE HLDGS CORP	COMMON	92886T201	29	13,240	SH	OTHER	1
VORNADO RLTY TR	COMMON	929042109	1,182	14,040	SH	OTHER	1
VULCAN MATLS CO	COMMON	929160109	352	8,240	SH	OTHER	1
WABCO HLDGS INC	COMMON	92927K102	290	4,800	SH	OTHER	1
WABTEC CORP	COMMON	929740108	258	3,420	SH	OTHER	1
WADDELL & REED FINL INC	COMMON	930059100	230	7,100	SH	OTHER	1
WAL MART STORES INC	COMMON	931142103	8,466	138,340	SH	OTHER	1
WALGREEN CO	COMMON	931422109	2,198	65,640	SH	OTHER	1
WALTER ENERGY INC	COMMON	93317Q105	224	3,780	SH	OTHER	1
WARNACO GROUP INC	COMMON	934390402	178	3,040	SH	OTHER	1
WARNER CHILCOTT PLC IRELAND	COMMON	G94368100	259	15,380	SH	OTHER	1
WASHINGTON FED INC	COMMON	938824109	169	10,020	SH	OTHER	1
WASHINGTON REAL ESTATE INVT	COMMON	939653101	170	5,740	SH	OTHER	1
WASTE CONNECTIONS INC	COMMON	941053100	216	6,640	SH	OTHER	1

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
WASTE MGMT INC DEL	COMMON	94106L109	1,183	33,840	SH	OTHER	1
WATERS CORP	COMMON	941848103	676	7,300	SH	OTHER	1
WATSON PHARMACEUTICALS INC	COMMON	942683103	622	9,280	SH	OTHER	1
WEATHERFORD INTERNATIONAL L	COMMON	H27013103	826	54,720	SH	OTHER	1
WEIGHT WATCHERS INTL INC NE	COMMON	948626106	178	2,300	SH	OTHER	1
WEINGARTEN RLTY INVS	COMMON	948741103	230	8,720	SH	OTHER	1
WELLCARE HEALTH PLANS INC	COMMON	94946T106	224	3,120	SH	OTHER	1
WELLPOINT INC	COMMON	94973V107	1,965	26,630	SH	OTHER	1
WELLS FARGO & CO NEW	COMMON	949746101	12,678	371,360	SH	OTHER	1
WENDYS CO	COMMON	95058W100	134	26,840	SH	OTHER	1
WESCO INTL INC	COMMON	95082P105	193	2,960	SH	OTHER	1
WESTAR ENERGY INC	COMMON	95709T100	164	5,880	SH	OTHER	1
WESTERN DIGITAL CORP	COMMON	958102105	716	17,300	SH	OTHER	1
WESTERN UN CO	COMMON	959802109	811	46,080	SH	OTHER	1
WET SEAL INC	COMMON	961840105	37	10,600	SH	OTHER	1
WEYERHAEUSER CO	COMMON	962166104	831	37,915	SH	OTHER	1
WHIRLPOOL CORP	COMMON	963320106	341	4,440	SH	OTHER	1
WHITING PETE CORP NEW	COMMON	966387102	444	8,180	SH	OTHER	1
WHOLE FOODS MKT INC	COMMON	966837106	1,020	12,260	SH	OTHER	1
WILLIAMS COS INC DEL	COMMON	969457100	1,391	45,140	SH	OTHER	1
WILLIAMS SONOMA INC	COMMON	969904101	265	7,060	SH	OTHER	1
WILLIS GROUP HOLDINGS PUBLI	COMMON FOREIGN	G96666105	480	13,720	SH	OTHER	1
WINDSTREAM CORP	COMMON	97381W104	610	52,120	SH	OTHER	1
WISCONSIN ENERGY CORP	COMMON	976657106	542	15,400	SH	OTHER	1
WOODWARD INC	COMMON	980745103	175	4,080	SH	OTHER	1
WORLD FUEL SVCS CORP	COMMON	981475106	203	4,940	SH	OTHER	1
WRIGHT EXPRESS CORP	COMMON	98233Q105	167	2,580	SH	OTHER	1
WYNDHAM WORLDWIDE CORP	COMMON	98310W108	548	11,780	SH	OTHER	1
WYNN RESORTS LTD	COMMON	983134107	744	5,960	SH	OTHER	1
XCEL ENERGY INC	COMMON	98389B100	858	32,400	SH	OTHER	1
XEROX CORP	COMMON	984121103	849	105,100	SH	OTHER	1
XILINX INC	COMMON	983919101	635	17,420	SH	OTHER	1
XL GROUP PLC	COMMON	G98290102	463	21,340	SH	OTHER	1
XYLEM INC	COMMON	98419M100	435	15,660	SH	OTHER	1
YAHOO INC	COMMON	984332106	1,369	89,965	SH	OTHER	1
YAMANA GOLD INC	COMMON FOREIGN	98462Y100	4,548	291,725	SH	DEFINED	3
YAMANA GOLD INC	COMMON FOREIGN	98462Y100	807	51,700	SH	OTHER	1
YUM BRANDS INC	COMMON	988498101	2,456	34,500	SH	OTHER	1
ZIMMER HLDGS INC	COMMON	98956P102	949	14,760	SH	OTHER	1
ZIONS BANCORPORATION	COMMON	989701107	279	13,000	SH	OTHER	1
ZOLL MED CORP	COMMON	989922109	159	1,720	SH	OTHER	1