

DELPHI CORP
Form SC 13D/A
May 23, 2008
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 4)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO
RULES 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(a)

DELPHI CORPORATION
(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)

247126105
(CUSIP Number)

Merrill Lynch & Co., Inc.
4 World Financial Center
250 Vesey Street
New York, New York 10080
Telephone: (212) 449 - 1000
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

April 4, 2008
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1 (e), 13d-1(f) or 13d-1 (g), check the following box. o

(Continued on following pages)

(Page 1 of 19 Pages)

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*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

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Schedule 13D

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1 NAME OF REPORTING PERSONS

2 Merrill Lynch & Co., Inc.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

5 OO
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

NUMBER OF 0 Shares

SHARES 8 SHARED VOTING POWER

BENEFICIALLY 1,482,658 Shares

OWNED BY 9 SOLE DISPOSITIVE POWER

EACH 0 Shares

REPORTING 10 SHARED DISPOSITIVE POWER

PERSON 1,482,658 Shares

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WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,482,658 Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.27 %

14 TYPE OF REPORTING PERSON*

HC, CO

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1 NAME OF REPORTING PERSONS

2 Merrill Lynch, Pierce, Fenner & Smith Incorporated
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

5 OO
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

NUMBER OF

1,473,167 Shares

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

0 Shares

OWNED BY

9 SOLE DISPOSITIVE POWER

EACH

1,473,167 Shares

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

0 Shares

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WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,473,167 Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.26 %

14 TYPE OF REPORTING PERSON*

BD, IA, CO

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1 NAME OF REPORTING PERSONS

2 Merrill Lynch Financial Markets, Inc.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

5 OO
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7

SOLE VOTING POWER

NUMBER OF

515 Shares

SHARES

8

SHARED VOTING POWER

BENEFICIALLY

0 Shares

OWNED BY

9

SOLE DISPOSITIVE POWER

EACH

515 Shares

REPORTING

10

SHARED DISPOSITIVE POWER

PERSON

0 Shares

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WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

515 Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.00%

14 TYPE OF REPORTING PERSON*

CO

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1 NAME OF REPORTING PERSONS

2 Merrill Lynch Bank & Trust Co., FSB
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

5 OO
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Federal Savings Bank under US Federal law
7 SOLE VOTING POWER

NUMBER OF 8,811 Shares

SHARES 8 SHARED VOTING POWER

BENEFICIALLY 0 Shares

OWNED BY 9 SOLE DISPOSITIVE POWER

EACH 8,811 Shares

REPORTING 10 SHARED DISPOSITIVE POWER
0 Shares

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PERSON

WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

8,811 Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.01%

14 TYPE OF REPORTING PERSON*

BK

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1 NAME OF REPORTING PERSONS

2 Merrill Lynch International
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

5 OO
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

England and Wales

7 SOLE VOTING POWER

NUMBER OF 165 Shares

SHARES

8 SHARED VOTING POWER

BENEFICIALLY 0 Shares

OWNED BY

9 SOLE DISPOSITIVE POWER

EACH

165 Shares

REPORTING

10 SHARED DISPOSITIVE POWER

0 Shares

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PERSON

WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

165 Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 0.00%
TYPE OF REPORTING PERSON*

OO

This Amendment No. 4 (the "Amendment") to the statement on Schedule 13D initially filed on December 28, 2006 (the "Initial Schedule 13D"), as amended by Amendment No. 1 thereto filed on January 30, 2007, as amended by Amendment No. 2 thereto filed on March 16, 2007, as amended by Amendment No. 3 thereto filed on September 10, 2007 (as amended by Amendment No.1, Amendment No. 2 and Amendment No. 3, the "Amended Schedule 13D") by Merrill Lynch & Co., Inc. ("ML&Co."), Merrill Lynch, Pierce, Fenner & Smith Incorporated ("MLPF&S"), Merrill Lynch Financial Markets, Inc. ("MLFM"), Merrill Lynch Bank & Trust Co., FSB ("MLTFSB") and Merrill Lynch International ("MLI") (collectively, the "Reporting Persons"), relates to shares of Common Stock, par value \$0.01 per share (the "Shares") of Delphi Corporation (the "Issuer"), and is being filed to amend the Amended Schedule 13D as specifically set forth below.

The information set forth in the Exhibits to this Amendment is hereby expressly incorporated herein by reference, and the responses to each item of this Amendment are qualified in their entirety by the provisions of such Exhibits. Unless otherwise indicated, all capitalized terms shall have the meanings ascribed to them in the Initial Schedule 13D, and unless otherwise amended hereby, all information previously filed remains in effect.

Item 2. Identity and Background.

Item 2 is amended as follows:

The name, present principal occupation or employment (and the name, principal business and address of any corporation or other organization in which such employment is conducted), and citizenship of each director of ML&Co. is set forth in Schedule I-A hereto and is incorporated herein by reference. Mr. Virgis W. Colbert, a director of ML&Co., was also a director of the Issuer. According to a Form 4 filed on October 3, 2005, Mr. Colbert owned 79,416 restricted stock units that represent an entitlement to an equivalent number of shares of the Issuer as of October 3, 2005. Mr. Colbert voluntarily recused himself from any deliberations of the board of directors of the Issuer relating to the transaction described in Item 4. On December 31, 2006, Mr. Colbert retired as a director of the Issuer. Mr. Colbert had previously reported ownership of 79,416 phantom stock units he'd received under the Issuer's Deferred Compensation Plan for Non-Employee Directors. Pursuant to the Issuer's Deferred Compensation Plan for Non-Employee Directors, seven months after Mr. Colbert's retirement from the Issuer's board of directors, Mr. Colbert received a payment of \$203,431.68 in respect of the 79,416 phantom stock units, and such phantom stock units were cancelled.

The name, present principal occupation or employment (and the name, principal business and address of any corporation or other organization in which such employment is conducted), and citizenship of each executive officer of ML&Co. is set forth in Schedule I-B hereto and is incorporated herein by reference.

Item 4. Purpose of Transactions.

Item 4 is hereby amended by adding the following:

On April 4 and 5, 2008 Appaloosa delivered notices of termination of the Equity Purchase and Commitment Agreement, dated August 3, 2007, as amended on December 10, 2007 (the "December 10th Investment Agreement"), copies of which are attached as Exhibit 51 of the Schedule 13 D/A filed by Appaloosa, dated April 4, 2008 and Exhibit 52 of the Schedule 13 D/A filed by Appaloosa, dated April 8, 2008. As a result of the termination of the December 10th Investment Agreement and the agreements related thereto, the Reporting Persons are no longer a member of any "group" (within the meaning of Section 13(d) of the Securities Exchange Act of 1934) that may have been formed (or deemed to have been formed) as a result thereof, and the Reporting Persons, individually and in the aggregate, are no longer the beneficial owners of more than five percent of the Shares.

Other than as described in this Amendment, to the best knowledge of the Reporting Person there are no contracts, arrangements, understandings or relationships (legal or otherwise) between the Reporting Person and any other person, with respect to any securities of the Issuer, including but not limited to, transfer and voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies, or a pledge or contingency the occurrence of which would give another person voting power or investment power over the securities of the Issuer.

Item 5. Interest in Securities of the Issuer.

Item 5 is amended and restated as follows:

(a) – (b) Set forth in the table below is the number and percentage of Shares beneficially owned by each Reporting Person as of April 4, 2008:

	Number of Shares Beneficially Owned with Sole Voting and Dispositive Power	Number of Shares owned with Shared Voting and Dispositive Power	Aggregate Number of Shares Beneficially Owned
Merrill Lynch & Co., Inc.	0	1,482,658	1,482,658
Merrill Lynch, Pierce, Fenner & Smith Incorporated	1,473,167	0	1,473,167
Merrill Lynch Financial Markets, Inc.	515	0	515
Merrill Lynch Bank & Trust Co., FSB	8,811	0	8,811
Merrill Lynch International	165	0	165

(c) The information set forth in Item 3 of the Initial Schedule 13D is hereby incorporated by reference herein. Except as disclosed in Item 4 of the Initial Schedule 13D, none of the Reporting Persons, nor, to the best knowledge of the Reporting Persons, any of the directors or executive officers of the Reporting Persons has effected any transaction in the Common Stock in the 60 days prior to the filing of this Amendment No. 4 to the Schedule 13D, other than (1) brokerage transactions by MLPF&S and its affiliates on behalf of their customers, (2) market making transactions by MLPF&S and its affiliates occurring prior to April 4, 2008 and (3) such transactions as are noted on Schedule VI hereto, which is incorporated by reference in its entirety into this Item 5(c).

(d) Not applicable.

(e) Not applicable.

Item 7. Material to be Filed as Exhibits.

Item 7 is amended to add the following exhibits:

Exhibit	Description
7.35	Letter from A-D Acquisition Holdings, LLC, to Delphi Corporation, dated April 4, 2008 (incorporated by reference to Exhibit 51 of the Schedule 13D/A filed by Appaloosa Management L.P., dated April 4, 2008).
7.36	Letter from A-D Acquisition Holdings, LLC, to Delphi Corporation, dated April 5, 2008 (incorporated by reference to Exhibit 52 of the Schedule 13D/A filed by Appaloosa Management L.P., dated April 8, 2008).

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: May 23, 2008

MERRILL LYNCH & CO., INC.

By: /s/ Cara Londin

Name: Cara Londin

Title: Assistant Secretary

MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED

By: /s/ Cara Londin

Name: Cara Londin

Title: Assistant Secretary

MERRILL LYNCH FINANCIAL MARKETS, INC.

By: /s/ Cara Londin

Name: Cara Londin, Attorney-in-fact

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MERRILL LYNCH BANK & TRUST CO., FSB

By: /s/ Cara Londin

Name: Cara Londin, Attorney-in-fact

MERRILL LYNCH INTERNATIONAL

By: /s/ Cara Londin

Name: Cara Londin, Attorney-in-fact

SCHEDULE I-A

The name and present principal occupation or employment (and the name, principal business and address of any corporation or other organization in which such employment is conducted) of each director of ML&Co. is set forth below. All directors listed below are United States citizens, except for Judith Mayhew Jonas who is both a U.K. citizen and New Zealand citizen.

Name	Present principal occupation or employment (and the name, principal business and address of any corporation or other organization in which such employment is conducted)
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Carol T. Christ	President of Smith College c/o Corporate Secretary's Office 222 Broadway, 17 th Floor New York, New York 10038
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Armando M. Codina	President and Chief Executive Officer of Flagler Development Company c/o Corporate Secretary's Office 222 Broadway, 17 th Floor New York, New York 10038
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Virgis W. Colbert ¹	Senior Advisor to Miller Brewing Company c/o Corporate Secretary's Office 222 Broadway, 17 th Floor New York, New York 10038
--------------------------------	--

Alberto Cribiore	Managing Principal, Brera Capital Partners c/o Corporate Secretary's Office 222 Broadway, 17 th Floor New York, New York 10038
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John D. Finnegan	Chairman of the Board, President and Chief Executive Officer of The Chubb Corporation c/o Corporate Secretary's Office 222 Broadway, 17 th Floor New York, New York 10038
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Judith Mayhew Jonas	Corporate Director
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c/o Corporate Secretary's Office

222 Broadway, 17th Floor

New York, New York 10038

- ^[1] Mr. Colbert was also a director of the Issuer. According to a Form 4 filed on October 3, 2005, Mr. Colbert owned 79,416 restricted stock units that represent an entitlement to an equivalent number of shares of the Issuer as of October 3, 2005. Mr. Colbert voluntarily recused himself from any deliberations of the board of directors of the Issuer relating to the transaction described in Item 4. On December 31, 2006, Mr. Colbert retired as a director of the Issuer. Mr. Colbert had previously reported ownership of 79,416 phantom stock units he'd received under the Issuer's Deferred Compensation Plan for Non-Employee Directors. Pursuant to the Issuer's Deferred Compensation Plan for Non-Employee Directors, seven months after Mr. Colbert's retirement from the Issuer's board of directors, Mr. Colbert received a payment of \$203,431.68 in respect of the 79,416 phantom stock units, and such phantom stock units were cancelled.
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Aulana L. Peters Corporate Director; Retired Partner of Gibson, Dunn & Crutcher LLP
c/o Corporate Secretary's Office
222 Broadway, 17th Floor
New York, New York 10038

Joseph W. Prueher Corporate Director; Former U.S. Ambassador to the People's Republic of China
c/o Corporate Secretary's Office
222 Broadway, 17th Floor
New York, New York 10038

Ann N. Reese Co-Founder and Co-Executive Director of the Center for Adoption Policy
c/o Corporate Secretary's Office
222 Broadway, 17th Floor
New York, New York 10038

Charles O. Rossotti Senior Advisor to The Carlyle Group
c/o Corporate Secretary's Office
222 Broadway, 17th Floor
New York, New York 10038

John A. Thain Chairman of the Board and Chief Executive Officer of Merrill Lynch & Co.
c/o Corporate Secretary's Office
222 Broadway, 17th Floor
New York, New York 10038

SCHEDULE I-B

The name and present principal occupation or employment of each executive officer of ML&Co. is set forth below. The business address for all the executive officers listed below is 4 World Financial Center, 250 Vesey Street, New York, New York 10080. All executive officers listed below are United States citizens.

Name Present principal occupation or employment

Rosemary T. Berkery Executive Vice President; Vice Chairman; General Counsel

Nelson Chai Executive Vice President and Chief Financial Officer

Gregory J. Fleming President and Chief Operating Officer

Robert J. McCann Executive Vice President; President and Vice Chairman of Global Private Client

2,948 204,583 SH 204,583 188,583 16,000 KYPHON INC COM 50157710 7,955 332,693 SH 332,693 306,993 25,700 L S B BANCSHARES N C COM 50215810 2,141 123,813 SH 123,813 110,263 13,550 L-3 COMMUNICATIONS H COM 50242410 79,262 1,332,575 SH 1,332,375 200 1,301,595 400 30,580 LA BARGE INC COM 50247010 215 27,500 SH 27,500 27,500 LA JOLLA PHARMACEUTI COM 50345910 2,385 863,977 SH 863,977 801,077 62,900 LA QUINTA CORP PAIRED CTF 50419U20 22,052 2,924,630 SH 2,924,630 2,654,580 270,050 LA Z BOY INC COM 50533610 11,798 542,196 SH 542,196 536,125 6,071 LABONE INC NEW COM 50540L10 6,410 210,082 SH 210,082 198,082 12,000 LABOR READY INC COM NEW 50540120 10,285 760,751 SH 760,751 700,201 60,550 LABORATORY CORP AMER COM NEW 50540R40 66,643 1,697,899 SH 1,697,899 1,618,414 2,000 77,485 LABRANCHE & CO INC COM 50544710 20,783 1,853,988 SH 1,853,988 1,838,989 200 14,799 LACLEDE GROUP INC COM 50559710 10,438 344,499 SH 344,499 315,799 28,700 LAFARGE COPPEE S A SPON ADR N 50586140 337 16,501 SH 16,501 16,501 LAFARGE NORTH AMERIC COM 50586210 23,492 577,909 SH 577,909 573,076 4,833 LAIDLAW INTL INC COM 50730R10 986 67,800 SH 67,800 67,800 LAKELAND BANCORP INC COM 51163710 2,983 181,246 SH 181,246 162,983 18,263 LAKELAND FINL CORP COM 51165610 2,783 82,772 SH 82,772 73,872 8,900 LAKES ENTMNT INC COM 51206P10 834 32,712 SH 32,712 32,712 LAM RESEARCH CORP COM 51280710 47,332 1,884,225 SH 1,882,375 1,850 1,853,229 2,200 28,796 LAMAR ADVERTISING CO CL A 51281510 33,032 818,629 SH 818,629 812,079 6,550 LANCASTER COLONY COR COM 51384710 21,599 534,634 SH 534,634 528,234 6,400 LANCE INC COM 51460610 7,326 447,781 SH 447,781 403,256 44,525 LANDAMERICA FINL GRO COM 51493610 24,865 549,385 SH 549,385 502,455 46,930 LANDAUER INC COM 51476K10 7,554 179,864 SH 179,864 124,449 39,707 15,708 LANDEC CORP COM 51476610 224 25,961 SH 25,961 25,961 LANDRYS RESTAURANTS COM 51508L10 11,454 383,965 SH 383,965 351,049 32,916 LANDSTAR SYS INC COM 51509810 30,471 744,092 SH 744,092 694,692 49,400 LANNET INC COM 51601210 1,381 82,697 SH 82,697 73,197 9,500 LASALLE HOTEL PPTYS COM SH BEN 51794210 19,003 805,224 SH 805,224 757,565 47,659 LASERSCOPE COM 51808110 4,396 222,254 SH 222,254 200,954 21,300 LATTICE SEMICONDUCTO COM 51841510 19,108 2,188,808 SH 2,187,808 1,000 2,022,908 1,000 164,900 LAUDER ESTEE COS INC CL A 51843910 88,572 1,997,554 SH 1,992,404 5,150 1,928,719 5,150 63,685 LAWSON PRODS INC COM 52077610 4,690 144,320 SH 144,320 126,621

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17,699 LAWSON SOFTWARE INC COM 52078010 14,683 1,768,999 SH 1,766,499 2,500 1,693,899
 2,500 72,600 LEAPFROG ENTERPRISES CL A 52186N10 5,791 299,289 SH 299,289 293,939 5,350
 LEAR CORP COM 52186510 95,064 1,534,286 SH 1,534,086 200 1,450,600 5,900 77,786 LEARNING
 TREE INTL I COM 52201510 2,964 184,811 SH 184,811 162,661 22,150 LEE ENTERPRISES INC COM
 52376810 29,402 650,781 SH 650,781 631,981 18,800 LEGG MASON INC COM 52490110 104,890
 1,130,519 SH 1,129,649 870 1,091,638 1,870 37,011 LEGGETT & PLATT INC COM 52466010 118,735
 5,007,809 SH 5,007,809 4,644,596 9,738 353,475 LEHMAN BROS HLDGS IN COM 52490810 713,401
 8,608,681 SH 8,608,561 120 7,899,898 35,308 673,475 LENNAR CORP CL A 52605710 117,981
 2,183,611 SH 2,183,411 200 2,109,295 2,100 72,216 LENNOX INTL INC COM 52610710 15,354 827,683
 SH 827,683 764,783 62,900 LEUCADIA NATL CORP COM 52728810 39,832 747,606 SH 747,606
 735,533 12,073 LEVEL 3 COMMUNICATIO COM 52729N10 23,476 5,869,070 SH 5,869,070 5,580,141
 6,000 282,929 LEVITT CORP CL A 52742P10 5,047 206,010 SH 206,010 185,577 20,433 LEXAR
 MEDIA INC COM 52886P10 16,923 1,021,921 SH 1,021,921 935,996 85,925 LEXICON GENETICS INC
 COM 52887210 4,032 642,998 SH 642,998 573,398 69,600 Page Total 1,933,816 Page 34 of 65 State Street
 Corporation (STT) SEC13F Report - March 2004

 INVESTMENT TITLE OF VALUE SHRS OR SH/ PUT/ DISCRETION VOTING AUTHORITY NAME
 OF ISSUER CLASS CUSIP (x\$1000) PRN AMT PRN CALL SHARED OTHER SOLE SHARED NONE

LEXINGTON CORP PPTYS COM 52904310 13,072 599,902 SH 599,902 551,852 48,050 LEXMARK
 INTL NEW CL A 52977110 388,102 4,218,499 SH 4,218,499 3,837,267 37,221 344,011 LIBBEY INC
 COM 52989810 6,461 249,157 SH 249,157 227,484 21,673 LIBERTE INVS INC DEL COM 53015410
 221 27,000 SH 27,000 27,000 LIBERTY CORP S C COM 53037010 13,175 284,742 SH 284,742 255,042
 29,700 LIBERTY MEDIA CORP N COM SER A 53071810 346,148 31,611,721 SH 31,611,721
 29,901,564 122,220 1,587,937 LIBERTY PPTY TR SH BEN INT 53117210 73,535 1,634,121 SH
 1,634,121 1,573,153 60,968 LIFELINE SYS INC COM 53219210 7,131 375,337 SH 375,337 136,764
 218,473 20,100 LIFEPOINT HOSPITALS COM 53219L10 24,777 766,144 SH 766,144 703,544 62,600
 LIFETIME HOAN CORP COM 53192610 203 11,600 SH 11,600 11,600 LIGAND PHARMACEUTICA
 CL B 53220K20 20,710 1,030,336 SH 1,030,336 942,286 88,050 LIGHTBRIDGE INC COM 53222610
 2,661 451,004 SH 451,004 402,704 48,300 LILLY ELI & CO COM 53245710 1,963,059 29,343,185 SH
 29,340,935 2,250 26,695,063 220,155 2,427,967 LIMITED BRANDS INC COM 53271610 252,480
 12,624,020 SH 12,623,820 200 11,290,477 11,700 1,321,843 LIN TV CORP CL A 53277410 10,649
 447,270 SH 447,270 408,370 38,900 LINCARE HLDGS INC COM 53279110 47,847 1,523,790 SH
 1,523,590 200 1,464,654 1,700 57,436 LINCOLN ELEC HLDGS I COM 53390010 16,266 577,821 SH
 577,821 516,971 60,850 LINCOLN NATL CORP IN COM 53418710 220,096 4,651,232 SH 4,651,232
 4,226,331 4,700 420,201 LINDSAY MFG CO COM 53555510 4,990 207,244 SH 207,244 186,044 21,200
 LINEAR TECHNOLOGY CO COM 53567810 301,333 8,124,379 SH 8,124,379 7,454,404 50,837 619,138
 LINENS N THINGS INC COM 53567910 29,427 831,026 SH 829,026 2,000 761,886 2,000 67,140
 LIONBRIDGE TECHNOLOG COM 53625210 5,024 516,290 SH 516,290 472,090 44,200
 LIQUIDMETAL TECHNOLO COM 53634X10 1,151 360,839 SH 360,839 360,139 700 LITHIA MTRS
 INC CL A 53679710 10,915 394,748 SH 394,748 229,277 146,171 19,300 LITTELFUSE INC COM
 53700810 13,334 358,435 SH 358,435 322,386 36,049 LIZ CLAIBORNE INC COM 53932010 102,210
 2,785,779 SH 2,785,779 2,546,360 2,900 236,519 LKQ CORP COM 50188920 294 16,795 SH 16,795
 16,795 LLOYDS TSB GROUP PLC SPONSORED 53943910 2,282 73,410 SH 73,410 73,410 LNB
 BANCORP INC COM 50210010 1,500 72,771 SH 72,771 63,971 8,800 LNR PPTY CORP COM 50194010
 10,382 193,953 SH 193,953 192,872 1,081 LOCAL FINL CORP COM 53955310 10,411 477,565 SH
 477,565 450,615 26,950 LOCKHEED MARTIN CORP COM 53983010 3,826,530 83,841,580 SH
 83,837,770 3,810 10,677,329 2,490,722 70,673,529 LODGENET ENTMT CORP COM 54021110 3,629
 191,021 SH 191,021 163,871 27,150 LOEWS CORP COM 54042410 264,791 4,483,422 SH 4,483,422
 4,259,353 8,800 215,269 LOEWS CORP CAROLNA GP 54042420 30,664 1,121,156 SH 1,121,156
 1,061,467 10,900 48,789 LONE STAR STEAKHOUSE COM 54230710 10,583 362,554 SH 362,554

329,588 32,966 LONE STAR TECHNOLOGI COM 54231210 7,789 440,829 SH 440,829 396,179 44,650
 LONGS DRUG STORES CO COM 54316210 12,365 656,675 SH 656,675 589,588 67,087 LONGVIEW
 FIBRE CO COM 54321310 11,841 1,061,065 SH 1,061,065 974,015 87,050 LOOKSMART LTD COM
 54344210 2,395 1,215,904 SH 1,215,904 1,084,254 131,650 LOUISIANA PAC CORP COM 54634710
 182,390 7,069,390 SH 7,069,390 6,378,584 21,500 669,306 LOWES COS INC COM 54866110 3,486,367
 62,112,373 SH 62,112,093 280 18,087,280 42,218,834 1,806,259 LSI INDS INC COM 50216C10 3,496
 287,483 SH 287,483 262,546 24,937 LSI LOGIC CORP COM 50216110 100,466 10,756,532 SH
 10,756,532 9,614,800 62,400 1,079,332 LTC PPTYS INC COM 50217510 7,279 401,957 SH 401,957
 378,457 23,500 LTX CORP COM 50239210 19,899 1,320,442 SH 1,320,442 1,234,092 86,350 LUBRIZOL
 CORP COM 54927110 81,537 2,589,292 SH 2,589,092 200 900,694 1,665,901 22,697 LUCENT
 TECHNOLOGIES COM 54946310 440,281 107,124,345 SH 107,122,965 1,380 96,662,572 819,265
 9,642,508 LUFKIN INDS INC COM 54976410 2,972 95,721 SH 95,721 87,121 8,600 LUMINENT MTG
 CAP INC COM 55027830 204 14,400 SH 14,400 14,400 LUMINEX CORP DEL COM 55027E10 3,171
 350,398 SH 350,398 311,498 38,900 LYDALL INC DEL COM 55081910 2,425 237,718 SH 237,718
 215,518 22,200 LYON WILLIAM HOMES COM 55207410 7,501 80,481 SH 80,481 71,581 8,900 Page
 Total 12,408,424 Page 35 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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LYONDELL CHEMICAL CO COM 55207810 30,069 2,026,224 SH 2,025,304 920 1,994,573 920 30,731
 M & F WORLDWIDE CORP COM 55254110 2,292 167,414 SH 167,414 150,944 16,470 M & T BK
 CORP COM 55261F10 228,574 2,543,947 SH 2,543,836 111 2,332,506 2,211 209,230 M D C HLDGS INC
 COM 55267610 14,069 199,838 SH 199,717 121 198,267 121 1,450 M/I HOMES INC COM 55305B10
 10,030 212,150 SH 212,150 176,845 35,305 MACATAWA BK CORP COM 55422510 3,323 119,238 SH
 119,238 104,566 14,672 MACDERMID INC COM 55427310 17,711 503,300 SH 503,300 460,650 42,650
 MACERICH CO COM 55438210 52,083 966,281 SH 966,281 933,634 32,647 MACK CALI RLTY CORP
 COM 55448910 54,121 1,205,102 SH 1,205,102 1,164,806 40,296 MACROMEDIA INC COM 55610010
 18,631 928,323 SH 928,323 916,123 12,200 MACROVISION CORP COM 55590410 17,139 907,295 SH
 907,295 831,745 75,550 MADDEN STEVEN LTD COM 55626910 4,842 242,571 SH 242,571 226,921
 15,650 MAF BANCORP INC COM 55261R10 20,150 463,634 SH 463,394 240 417,545 240 45,849
 MAGELLAN HEALTH SVCS COM NEW 55907920 907 32,263 SH 32,263 32,263 MAGELLAN
 MIDSTREAM P COM UNIT R 55908010 1,058 19,279 SH 19,279 18,453 826 MAGMA DESIGN
 AUTOMAT COM 55918110 8,895 426,002 SH 426,002 394,252 31,750 MAGNA ENTMT CORP CL A
 55921110 3,833 638,771 SH 638,771 557,471 81,300 MAGNA INTL INC CL A 55922240 1,048 13,237
 SH 13,237 13,237 MAGNUM HUNTER RES IN COM PAR \$0 55972F20 11,091 1,093,832 SH 1,093,832
 1,003,733 90,099 MAGUIRE PPTYS INC COM 55977510 8,794 343,519 SH 343,519 322,819 20,700
 MAIL-WELL INC COM 56032120 2,237 500,399 SH 500,399 484,099 16,300 MAIN STR BKS INC
 NEW COM 56034R10 5,985 218,914 SH 218,914 198,764 20,150 MAINE & MARITIMES CO COM
 56037710 362 10,600 SH 10,600 10,600 MAINSOURCE FINANCIAL COM 56062Y10 4,017 112,146 SH
 112,146 97,193 14,953 MAIR HOLDINGS INC COM 56063510 2,526 272,190 SH 272,190 271,790 400
 MANAGEMENT NETWORK G COM 56169310 11,389 1,912,695 SH 1,912,695 20,895 1,891,800
 MANDALAY RESORT GROU COM 56256710 43,728 763,671 SH 762,331 1,340 747,360 1,340 14,971
 MANHATTAN ASSOCS INC COM 56275010 16,514 593,593 SH 591,993 1,600 558,143 1,600 33,850
 MANITOWOC INC COM 56357110 22,586 763,570 SH 763,570 720,220 43,350 MANNING GREG
 AUCTION COM 56382310 231 16,250 SH 16,250 16,250 MANOR CARE INC NEW COM 56405510
 85,795 2,431,141 SH 2,431,141 2,221,172 900 209,069 MANPOWER INC COM 56418H10 114,092
 2,453,596 SH 2,453,356 240 2,366,285 1,540 85,771 MANTECH INTL CORP CL A 56456310 6,010
 293,337 SH 293,337 273,837 19,500 MANUFACTURED HOME CM COM 56468210 14,859 420,940 SH
 420,940 379,898 41,042 MANUGISTICS GROUP IN COM 56501110 7,918 1,157,627 SH 1,157,627
 1,042,327 115,300 MANULIFE FINL CORP COM 56501R10 2,666 71,758 SH 71,758 52,458 19,300

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MAPICS INC COM 56491010 2,746 341,537 SH 341,537 312,237 29,300 MAPINFO CORP COM
56510510 260 20,299 SH 20,299 20,299 MARATHON OIL CORP COM 56584910 362,510 10,766,571
SH 10,766,571 9,970,845 40,794 754,932 MARCUS CORP COM 56633010 8,646 498,324 SH 498,324
465,376 32,948 MARIMBA INC COM 56781Q10 225 38,187 SH 38,187 38,187 MARINE PRODS CORP
COM 56842710 2,248 160,714 SH 160,714 160,414 300 MARINEMAX INC COM 56790810 3,253
122,436 SH 122,436 122,036 400 MARITRANS INC COM 57036310 1,526 97,145 SH 97,145 96,845 300
MARKEL CORP COM 57053510 33,530 116,463 SH 116,463 111,093 3,000 2,370 MARKETWATCH
COM INC COM 57061910 1,174 84,244 SH 84,244 84,044 200 MARRIOTT INTL INC NE CL A
57190320 280,111 6,583,110 SH 6,583,110 5,132,266 1,058,217 392,627 MARSH & MCLENNAN COS
COM 57174810 1,870,224 40,393,613 SH 40,393,413 200 12,200,609 27,022,132 1,170,872 MARSHALL
& ILSLEY CO COM 57183410 200,139 5,293,292 SH 5,292,892 400 4,930,503 3,000 359,789 MARTEK
BIOSCIENCES C COM 57290110 24,864 436,516 SH 436,516 393,754 42,762 MARTEN TRANS LTD
COM 57307510 292 15,350 SH 15,350 15,350 MARTHA STEWART LIVIN CL A 57308310 2,353
213,908 SH 213,908 187,558 26,350 MARTIN MARIETTA MATL COM 57328410 57,619 1,248,236 SH
1,248,136 100 651,307 587,795 9,134 Page Total 3,701,296 Page 36 of 65 State Street Corporation (STT)
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MARVEL ENTERPRISES I COM 57383M10 11,395 593,813 SH 593,813 586,670 7,143 MARVELL
TECHNOLOGY G ORD G5876H10 4,724 105,080 SH 105,080 25,302 79,778 MASCO CORP COM
57459910 391,472 12,860,434 SH 12,860,134 300 11,775,423 22,743 1,062,268 MASSBANK CORP
READ M COM 57615210 2,529 63,814 SH 63,814 57,214 6,600 MASSEY ENERGY CORP COM
57620610 24,762 1,121,988 SH 1,121,988 1,018,338 103,650 MASTEC INC COM 57632310 3,220
340,066 SH 340,066 321,166 18,900 MATERIAL SCIENCES CO COM 57667410 2,400 218,150 SH
218,150 217,850 300 Matria HEALTHCARE IN COM NEW 57681720 3,981 156,776 SH 156,776
142,876 13,900 MATRIX SVC CO COM 57685310 3,958 292,560 SH 292,560 266,060 26,500
MATRIXONE INC COM 57685P30 5,557 765,391 SH 765,391 679,591 85,800 MATSUSHITA ELEC
INDL ADR 57687920 1,337 86,716 SH 86,716 86,716 MATTEL INC COM 57708110 232,196 12,591,968
SH 12,591,668 300 11,616,246 11,000 964,722 MATTHEWS INTL CORP CL A 57712810 17,661 531,966
SH 531,966 477,583 54,383 MATTSON TECHNOLOGY I COM 57722310 5,730 479,059 SH 479,059
455,859 23,200 MAUI LD & PINEAPPLE COM 57734510 1,468 42,365 SH 42,365 42,265 100
MAVERICK TUBE CORP COM 57791410 17,588 746,836 SH 746,836 647,176 99,660 MAXIM
INTEGRATED PRO COM 57772K10 408,779 8,702,973 SH 8,702,973 7,866,201 52,666 784,106
MAXIMUS INC COM 57793310 11,788 336,799 SH 336,799 307,299 29,500 MAXTOR CORP COM
NEW 57772920 16,998 2,085,603 SH 2,085,261 342 2,068,261 342 17,000 MAXWELL SHOE INC CL A
57776610 8,443 375,266 SH 375,266 353,266 22,000 MAXWELL TECHNOLOGIES COM 57776710 220
16,800 SH 16,800 16,800 MAXYGEN INC COM 57777610 4,311 454,726 SH 454,726 401,376 53,350
MAY DEPT STORES CO COM 57777810 335,479 9,701,532 SH 9,701,532 8,801,150 23,500 876,882
MAYTAG CORP COM 57859210 63,417 2,008,762 SH 2,008,762 1,824,838 12,749 171,175 MB
FINANCIAL INC NEW COM 55264U10 13,411 343,963 SH 343,963 319,413 24,550 MBIA INC COM
55262C10 244,821 3,904,639 SH 3,904,489 150 3,536,820 3,600 364,219 MBNA CORP COM 55262L10
1,001,846 36,259,353 SH 36,258,303 1,050 32,662,180 97,629 3,499,544 MBT FINL CORP COM
57887710 4,072 234,438 SH 234,438 216,626 17,812 MCCLATCHY CO CL A 57948910 15,057 211,952
SH 211,952 208,532 3,420 MCCORMICK & CO INC COM NON VT 57978020 109,951 3,280,148 SH
3,279,748 400 3,072,384 21,233 186,531 MCDATA CORP CL A 58003120 10,178 1,445,668 SH
1,445,307 361 1,395,231 361 50,076 MCDERMOTT INTL INC COM 58003710 815 97,154 SH 97,154
97,054 100 MCDONALDS CORP COM 58013510 1,168,688 40,906,140 SH 40,905,320 820 37,522,422
82,535 3,301,183 MCG CAPITAL CORP COM 58047P10 9,125 452,171 SH 452,171 413,971 38,200
MCGRATH RENTCORP COM 58058910 4,392 144,060 SH 144,060 124,610 19,450 MCGRAW HILL

COS INC COM 58064510 404,385 5,311,069 SH 5,311,069 4,844,340 31,132 435,597 MCKESSON CORP
 COM 58155Q10 219,029 7,279,145 SH 7,279,145 6,641,549 6,600 630,996 MCLEODUSA INC CL A
 58226670 1,652 1,108,966 SH 1,108,966 1,056,866 52,100 MCMORAN EXPLORATION COM 58241110
 3,204 216,517 SH 216,517 198,617 17,900 MDU RES GROUP INC COM 55269010 34,392 1,464,092 SH
 1,464,092 1,441,942 22,150 MEADWESTVACO CORP COM 58333410 162,130 5,731,014 SH 5,731,014
 5,307,668 4,973 418,373 MEDALLION FINL CORP COM 58392810 1,879 217,219 SH 217,219 206,119
 11,100 MEDAREX INC COM 58391610 12,189 1,358,862 SH 1,358,862 1,156,892 201,970 MEDCATH
 CORP COM 58404W10 516 33,250 SH 33,250 33,250 MEDCO HEALTH SOLUTIO COM 58405U10
 259,921 7,644,745 SH 7,644,683 62 6,938,378 30,898 675,469 MEDIA GEN INC CL A 58440410 18,215
 270,741 SH 270,741 260,361 10,380 MEDIACOM COMMUNICATI CL A 58446K10 7,303 910,565 SH
 910,565 819,115 91,450 MEDICAL ACTION INDS COM 58449L10 2,382 116,590 SH 116,590 104,190
 12,400 MEDICAL STAFFING NET COM 58463F10 1,820 231,288 SH 231,288 230,888 400 MEDICINES
 CO COM 58468810 23,470 728,646 SH 728,646 663,996 64,650 MEDICIS PHARMACEUTIC CL A
 NEW 58469030 25,953 648,818 SH 648,618 200 643,798 200 4,820 MEDIMMUNE INC COM 58469910
 149,617 6,482,520 SH 6,482,520 5,920,056 5,900 556,564 MEDIS TECHNOLOGIES L COM 58500P10
 2,475 186,922 SH 186,922 178,122 8,800 Page Total 5,492,301 Page 37 of 65 State Street Corporation
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MEDQUIST INC COM 58494910 4,647 295,251 SH 295,251 282,701 12,550 MEDSOURCE
 TECHNOLOGI COM 58505Y10 237 40,100 SH 40,100 40,100 MEDTRONIC INC COM 58505510
 1,619,477 33,915,755 SH 33,909,605 6,150 30,633,274 202,969 3,079,512 MELLON FINL CORP COM
 58551A10 349,598 11,172,850 SH 11,172,850 10,211,631 10,200 951,019 MEMBERWORKS INC COM
 58600210 6,282 179,385 SH 179,385 162,335 17,050 MEMC ELECTR MATLS IN COM 55271510 3,851
 420,845 SH 420,845 419,745 1,100 MENS WEARHOUSE INC COM 58711810 17,148 645,377 SH
 645,377 582,827 62,550 MENTOR CORP MINN COM 58718810 22,591 750,526 SH 750,526 688,626
 61,900 MENTOR GRAPHICS CORP COM 58720010 24,803 1,391,851 SH 1,391,551 300 1,276,501 300
 115,050 MERCANTILE BANK CORP COM 58737610 3,406 95,950 SH 95,950 87,850 8,100
 MERCANTILE BANKSHARE COM 58740510 50,829 1,183,993 SH 1,183,693 300 1,164,316 300 19,377
 MERCHANTS BANCSHARES COM 58844810 1,707 59,080 SH 59,080 58,880 200 MERCK & CO INC
 COM 58933110 3,071,609 69,509,144 SH 69,508,704 440 63,411,955 478,372 5,618,817 MERCURY
 COMPUTER SYS COM 58937810 11,917 467,712 SH 467,712 420,182 47,530 MERCURY GENL CORP
 NE COM 58940010 37,410 749,257 SH 749,257 339,506 387,399 22,352 MERCURY INTERACTIVE
 COM 58940510 112,682 2,515,229 SH 2,514,429 800 2,251,003 14,861 249,365 MEREDITH CORP COM
 58943310 59,523 1,177,269 SH 1,177,269 1,086,510 7,136 83,623 MERGE TECHNOLOGIES I COM
 58998110 204 14,000 SH 14,000 14,000 MERIDIAN BIOSCIENCE COM 58958410 3,302 324,037 SH
 324,037 309,437 14,600 MERIDIAN GOLD INC COM 58997510 1,913 156,765 SH 156,765 156,765
 MERIDIAN RESOURCE CO COM 58977Q10 4,388 728,963 SH 728,963 679,463 49,500 MERISTAR
 HOSPITALITY COM 58984Y10 10,000 1,438,800 SH 1,438,800 1,313,517 125,283 MERIT MED SYS
 INC COM 58988910 10,619 490,717 SH 490,717 457,616 33,101 MERITAGE CORP COM 59001A10
 12,210 164,442 SH 164,442 146,642 17,800 MERIX CORP COM 59004910 383 20,753 SH 20,753 17,003
 3,750 MERRILL LYNCH & CO I COM 59018810 5,457,264 91,626,334 SH 91,625,934 400 25,121,182
 64,024,444 2,480,708 MESA AIR GROUP INC COM 59047910 4,599 557,423 SH 557,423 503,073
 54,350 MESTEK INC COM 59082910 1,392 77,433 SH 77,433 77,333 100 MET PRO CORP COM
 59087630 246 14,665 SH 14,665 14,665 METHODE ELECTRS INC COM 59152020 8,566 664,062 SH
 664,062 614,112 49,950 METLIFE INC COM 59156R10 648,852 18,185,319 SH 18,185,219 100
 16,611,889 30,241 1,543,189 METRIS COS INC COM 59159810 5,145 639,979 SH 639,979 549,779
 90,200 METRO GOLDWYN MAYER COM 59161010 18,123 1,041,527 SH 1,041,527 985,736 55,791
 METRO ONE TELECOMMUN COM 59163F10 822 354,134 SH 354,134 314,834 39,300 METROLOGIC

INSTRS IN COM 59167610 4,245 181,421 SH 181,421 169,621 11,800 METTLER TOLEDO INTER
 COM 59268810 19,291 434,483 SH 434,483 431,967 2,516 MFA MTG INVTS INC COM 55272X10
 10,329 1,022,665 SH 1,022,665 956,715 65,950 MGE ENERGY INC COM 55277P10 9,968 323,116 SH
 323,116 287,467 35,649 MGI PHARMA INC COM 55288010 39,855 650,586 SH 650,586 598,086 52,500
 MGIC INVT CORP WIS COM 55284810 168,387 2,621,618 SH 2,621,618 2,372,664 2,400 246,554 MGM
 MIRAGE COM 55295310 40,889 901,825 SH 901,825 850,229 51,596 MICHAELS STORES INC COM
 59408710 70,128 1,442,361 SH 1,442,201 160 971,652 454,209 16,500 MICREL INC COM 59479310
 17,289 1,292,133 SH 1,290,993 1,140 1,198,993 1,140 92,000 MICRO THERAPEUTICS I COM
 59500W10 490 116,700 SH 116,700 116,300 400 MICROCHIP TECHNOLOGY COM 59501710 85,221
 3,225,641 SH 3,225,191 450 3,006,090 3,250 216,301 MICROMUSE INC COM 59509410 7,804 1,000,506
 SH 1,000,506 880,566 119,940 MICRON TECHNOLOGY IN COM 59511210 250,103 14,967,277 SH
 14,967,277 13,582,527 13,500 1,371,250 MICROS SYS INC COM 59490110 17,067 377,765 SH 376,695
 1,070 351,445 1,070 25,250 MICROSEMI CORP COM 59513710 16,399 1,198,764 SH 1,198,764
 1,089,164 109,600 MICROSOFT CORP COM 59491810 7,381,280 296,080,234 SH 296,057,404 22,830
 267,359,767 2,132,181 26,588,286 MICROSTRATEGY INC CL A NEW 59497240 9,958 186,827 SH
 186,827 164,367 22,460 MID-AMER APT CMNTYS COM 59522J10 16,686 449,402 SH 449,402 411,562
 37,840 MIDAS GROUP INC COM 59562610 5,209 267,817 SH 267,817 247,217 20,600 Page Total
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MIDDLEBY CORP COM 59627810 547 12,000 SH 12,000 12,000 MIDDLESEX WATER CO COM
 59668010 3,473 167,792 SH 167,792 149,926 17,866 MIDLAND CO COM 59748610 3,482 139,578 SH
 139,578 129,178 10,400 MID-STATE BANCSHARES COM 59544010 9,334 388,912 SH 388,912 355,612
 33,300 MIDWAY GAMES INC COM 59814810 4,453 611,707 SH 611,707 553,357 58,350 MIDWEST
 BANC HOLDING COM 59825110 4,253 179,737 SH 179,737 164,145 15,592 MILACRON INC COM
 59870910 2,178 627,781 SH 627,781 575,181 52,600 MILLENNIUM CHEMICALS COM 59990310
 16,148 1,080,851 SH 1,080,851 983,401 97,450 MILLENNIUM PHARMACEU COM 59990210 74,632
 4,416,077 SH 4,414,947 1,130 4,210,613 5,330 200,134 MILLER HERMAN INC COM 60054410 31,617
 1,188,613 SH 1,188,413 200 1,133,071 200 55,342 MILLIPORE CORP COM 60107310 62,685 1,220,023
 SH 1,220,023 1,118,682 6,889 94,452 MILLS CORP COM 60114810 48,872 917,092 SH 917,092 889,939
 27,153 MIM CORP COM 55304410 2,789 366,679 SH 366,679 334,729 31,950 MINDSPEED
 TECHNOLOGI COM 60268210 10,451 1,600,390 SH 1,600,390 1,457,682 142,708 MINE SAFETY
 APPLIANC COM 60272010 9,944 350,636 SH 350,636 315,136 35,500 MINERALS TECHNOLOGIE
 COM 60315810 68,621 1,201,764 SH 1,201,764 495,021 665,148 41,595 MIPS TECHNOLOGIES IN
 COM 60456710 224 39,001 SH 39,001 39,001 MISSION RESOURCES CO COM 60510910 279 85,700
 SH 85,700 85,700 MISSION WEST PPTYS I COM 60520310 3,741 282,335 SH 282,335 254,335 28,000
 MITCHAM INDS INC COM 60650110 224 45,238 SH 45,238 45,238 MITSUBISHI TOKYO FIN
 SPONSORED 60681610 1,436 144,601 SH 144,601 144,601 MKS INSTRUMENT INC COM 55306N10
 11,339 472,256 SH 472,256 434,856 37,400 MMO2 PLC ADR 55309W10 576 30,908 SH 30,908 30,908
 MOBILE MINI INC COM 60740F10 3,961 228,950 SH 228,950 204,850 24,100 MOBILE
 TELESYSTEMS O SPONSORED 60740910 2,536 19,284 SH 19,284 14,507 3,021 1,756 MOBILITY
 ELECTRONICS COM 60741U10 211 23,239 SH 23,239 23,239 MOBIUS MGMT SYSTEMS COM
 60692510 962 105,337 SH 105,337 105,037 300 MODINE MFG CO COM 60782810 15,588 598,157 SH
 598,057 100 535,607 100 62,450 MODTECH HLDGS INC COM 60783C10 1,027 139,031 SH 139,031
 117,931 21,100 MOHAWK INDS INC COM 60819010 61,781 750,222 SH 750,022 200 736,991 200
 13,031 MOLDFLOW CORP COM 60850710 1,290 128,400 SH 128,400 128,400 MOLECULAR
 DEVICES CO COM 60851C10 4,857 257,826 SH 257,826 234,426 23,400 MOLEX INC COM 60855410
 129,241 4,252,740 SH 4,252,740 3,946,009 1,900 304,831 MOLEX INC CL A 60855420 833 31,995 SH
 31,995 13,018 18,977 MONACO COACH CORP COM 60886R10 22,203 828,465 SH 828,465 789,265

39,200 MONARCH CASINO & RES COM 60902710 1,345 96,900 SH 96,900 96,900 MONDAVI
 ROBERT CORP CL A 60920010 6,333 167,225 SH 167,225 151,225 16,000 MONOLITHIC SYS TECHN
 COM 60984210 5,101 380,987 SH 380,987 348,487 32,500 MONRO MUFFLER BRAKE COM 61023610
 5,372 214,950 SH 214,950 201,350 13,600 MONSANTO CO NEW COM 61166W10 336,664 9,180,909
 SH 9,180,835 74 8,500,997 81,789 598,123 MONSTER WORLDWIDE IN COM 61174210 68,473
 2,613,467 SH 2,613,467 2,445,190 16,800 151,477 MONY GROUP INC COM 61533710 19,057 606,150
 SH 606,150 597,389 8,761 MOODYS CORP COM 61536910 275,290 3,888,271 SH 3,888,271 3,526,309
 29,225 332,737 MOOG INC CL A 61539420 14,576 427,198 SH 427,198 394,609 32,589 MORGAN
 STANLEY COM NEW 61744644 5,127,930 89,492,678 SH 89,487,618 5,060 27,052,250 60,171,618
 2,268,810 MOTHERS WK INC COM 61990310 1,448 54,332 SH 54,332 53,032 1,300 MOTOROLA INC
 COM 62007610 1,126,681 64,015,942 SH 64,014,842 1,100 58,563,511 58,350 5,394,081 MOVADO
 GROUP INC COM 62458010 4,974 166,145 SH 166,145 147,045 19,100 MOVIE GALLERY INC COM
 62458110 16,020 817,786 SH 817,786 780,136 37,650 MPS GROUP INC COM 55340910 25,177
 2,264,136 SH 2,263,836 300 2,100,586 300 163,250 MRO SOFTWARE INC COM 55347W10 6,855
 589,932 SH 589,932 552,432 37,500 MRV COMMUNICATIONS I COM 55347710 6,042 1,814,490 SH
 1,814,490 1,607,790 206,700 MSC INDL DIRECT INC CL A 55353010 8,006 267,313 SH 267,313
 263,761 3,552 Page Total 7,671,134 Page 39 of 65 State Street Corporation (STT) SEC13F Report - March
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MSC SOFTWARE CORP COM 55353110 3,332 378,216 SH 378,216 334,866 43,350 MTC
 TECHNOLOGIES INC COM 55377A10 2,822 112,378 SH 112,378 103,178 9,200 MTR GAMING
 GROUP INC COM 55376910 3,712 366,803 SH 366,803 332,453 34,350 MTS SYS CORP COM
 55377710 13,436 483,843 SH 483,843 452,735 31,108 MUELLER INDS INC COM 62475610 19,963
 587,326 SH 587,326 536,335 50,991 MULTIMEDIA GAMES INC COM 62545310 8,799 355,662 SH
 355,662 320,262 35,400 MURPHY OIL CORP COM 62671710 73,756 1,171,282 SH 1,171,082 200
 1,151,655 200 19,427 MUTUALFIRST FINL INC COM 62845B10 1,583 65,067 SH 65,067 64,167 900
 MYERS INDS INC COM 62846410 4,175 339,398 SH 339,398 314,236 25,162 MYKROLIS CORP COM
 62852P10 8,448 592,394 SH 592,394 524,521 67,873 MYLAN LABS INC COM 62853010 125,455
 5,519,367 SH 5,518,692 675 5,278,790 35,962 204,615 MYRIAD GENETICS INC COM 62855J10 10,042
 621,018 SH 621,018 536,018 85,000 NABI BIOPHARMACEUTIC COM 62951910 14,531 933,854 SH
 933,854 857,302 76,552 NABORS INDUSTRIES LT SHS G6359F10 138,625 3,030,065 SH 3,029,865 200
 2,781,590 1,600 246,875 NACCO INDS INC CL A 62957910 7,660 92,959 SH 92,959 80,859 12,100
 NARA BANCORP INC COM 63080P10 4,867 163,263 SH 163,263 148,163 15,100 NASB FINL INC
 COM 62896810 2,202 55,351 SH 55,351 48,351 7,000 NASH FINCH CO COM 63115810 4,749 199,794
 SH 199,794 182,579 17,215 NASSDA CORP COM 63172M10 1,540 221,916 SH 221,916 221,416 500
 NATIONAL AUSTRALIA B SPONSORED 63252540 1,205 10,176 SH 10,176 10,176 NATIONAL
 BANKSHARES COM 63486510 2,714 53,103 SH 53,103 46,120 6,983 NATIONAL BEVERAGE CO
 COM 63501710 1,419 149,076 SH 149,076 148,876 200 NATIONAL BK GREECE S SPONSORED
 63364340 312 57,250 SH 57,250 57,250 NATIONAL CITY CORP COM 63540510 680,298 19,120,240
 SH 19,119,840 400 17,282,435 112,591 1,725,214 NATIONAL COMMERCE FI COM 63545P10 86,839
 3,035,274 SH 3,034,484 790 2,926,551 3,390 105,333 NATIONAL FINL PARTNE COM 63607P20 951
 29,500 SH 29,500 29,500 NATIONAL FUEL GAS CO COM 63618010 30,944 1,257,901 SH 1,257,901
 1,219,139 450 38,312 NATIONAL GRID TRANSC SPONSORED 63627410 555 13,787 SH 13,787
 13,787 NATIONAL HEALTH INVS COM 63633D10 19,361 628,620 SH 628,620 595,870 32,750
 NATIONAL HEALTH REAL COM 63590510 2,015 107,859 SH 107,859 93,159 14,700 NATIONAL
 HEALTHCARE COM 63590610 2,950 113,468 SH 113,468 101,468 12,000 NATIONAL INSTRS CORP
 COM 63651810 29,850 948,527 SH 948,167 360 935,221 360 12,946 NATIONAL PENN BANCSH COM
 63713810 11,861 376,176 SH 376,176 338,953 37,223 NATIONAL PRESTO INDS COM 63721510 3,424

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88,334 SH 88,014 320 77,364 320 10,650 NATIONAL PROCESSING COM 63722910 3,013 158,580 SH 158,580 158,280 300 NATIONAL SEMICONDUCT COM 63764010 221,174 4,978,022 SH 4,977,922 100 4,435,383 27,400 515,239 NATIONAL WESTN LIFE CL A 63852210 6,178 41,270 SH 41,270 38,463 2,807 NATIONAL-OILWELL INC COM 63707110 31,859 1,126,558 SH 1,126,558 1,110,573 15,985 NATIONWIDE FINL SVCS CL A 63861210 33,849 938,946 SH 938,946 911,170 27,776 NATIONWIDE HEALTH PP COM 63862010 25,689 1,153,532 SH 1,153,532 1,076,732 76,800 NATURAL RESOURCE PAR COM UNIT L 63900P10 481 12,500 SH 12,500 12,500 NATURES SUNSHINE PRO COM 63902710 5,227 352,206 SH 352,206 347,606 4,600 NAUTILUS GROUP INC COM 63910B10 7,742 491,587 SH 491,587 444,337 47,250 NAVIGANT CONSULTING COM 63935N10 15,334 757,973 SH 757,973 692,523 65,450 NAVIGANT INTL INC COM 63935R10 3,860 214,220 SH 214,220 191,770 22,450 NAVIGATORS GROUP INC COM 63890410 4,090 142,101 SH 142,101 141,701 400 NAVISTAR INTL CORP N COM 63934E10 75,066 1,637,200 SH 1,637,200 1,533,673 10,025 93,502 NBC CAP CORP COM 62872910 2,992 115,075 SH 115,075 98,943 16,132 NBT BANCORP INC COM 62877810 12,767 567,433 SH 567,433 521,151 46,282 NBTY INC COM 62878210 37,733 1,014,865 SH 1,014,705 160 934,205 160 80,500 NCI BUILDING SYS INC COM 62885210 8,784 374,410 SH 374,410 345,010 29,400 NCO GROUP INC COM 62885810 8,271 354,206 SH 354,206 311,106 43,100 NCR CORP NEW COM 62886E10 123,072 2,793,272 SH 2,793,272 2,509,747 1,150 282,375 Page Total 1,951,575 Page 40 of 65 State Street Corporation (STT) SEC13F Report - March 2004

INVESTMENT TITLE OF VALUE SHRS OR SH/ PUT/ DISCRETION VOTING AUTHORITY NAME
OF ISSUER CLASS CUSIP (x\$1000) PRN AMT PRN CALL SHARED OTHER SOLE SHARED NONE

NDCHEALTH CORP COM 63948010 18,562 683,692 SH 683,692 630,792 52,900 NEC CORP ADR 62905020 624 75,970 SH 75,970 75,970 NEIGHBORCARE INC COM 64015Y10 11,411 468,448 SH 468,448 419,948 48,500 NEIMAN MARCUS GROUP CL A 64020420 31,408 582,285 SH 582,085 200 574,141 200 7,944 NEKTAR THERAPEUTICS COM 64026810 18,364 853,332 SH 853,332 763,532 89,800 NELSON THOMAS INC COM 64037610 9,141 335,830 SH 335,790 40 335,290 40 500 NEOFORMA COM INC COM NEW 64047550 1,303 119,850 SH 119,850 119,550 300 NEOPHARM INC COM 64091910 5,093 271,459 SH 271,459 242,862 28,597 NEOSE TECHNOLOGIES I COM 64052210 2,471 262,867 SH 262,867 230,767 32,100 NEOWARE SYS INC COM 64065P10 3,982 386,608 SH 386,608 364,908 21,700 NET2PHONE COM 64108N10 2,486 483,701 SH 483,701 459,301 24,400 NETBANK INC COM 64093310 10,664 873,392 SH 873,392 784,892 88,500 NETEGRITY INC COM 64110P10 4,174 491,034 SH 491,034 448,434 42,600 NETFLIX COM INC COM 64110L10 14,271 418,263 SH 418,263 376,931 41,332 NETGEAR INC COM 64111Q10 367 26,700 SH 26,700 26,700 NETIQ CORP COM 64115P10 20,520 1,466,762 SH 1,466,762 1,363,262 103,500 NETOPIA INC COM 64114K10 237 19,227 SH 19,227 19,227 NETRATINGS INC COM 64116M10 1,692 153,084 SH 153,084 152,684 400 NETSCOUT SYS INC COM 64115T10 2,151 278,995 SH 278,995 272,695 6,300 NETSCREEN TECHNOLOGI COM 64117V10 21,052 578,350 SH 578,350 572,287 6,063 NETWORK APPLIANCE IN COM 64120L10 186,548 8,664,542 SH 8,664,342 200 7,869,841 54,261 740,440 NETWORK EQUIP TECHNO COM 64120810 3,777 378,495 SH 378,495 344,495 34,000 NETWORKS ASSOCS INC COM 64093810 48,498 2,694,335 SH 2,693,935 400 2,574,011 27,200 93,124 NEUROCRINE BIOSCIENC COM 64125C10 19,082 322,923 SH 322,923 320,022 2,901 NEW CENTURY FINANCIA COM 64352D10 57,100 1,175,865 SH 1,175,865 1,050,106 10,550 115,209 NEW ENGLAND BUSINESS COM 64387210 7,116 210,230 SH 209,910 320 188,260 320 21,650 NEW JERSEY RES COM 64602510 19,146 506,521 SH 506,521 463,995 42,526 NEW PLAN EXCEL RLTY COM 64805310 53,312 1,949,254 SH 1,949,254 1,881,733 67,521 NEW YORK CMNTY BANCO COM 64944510 140,793 4,107,134 SH 4,107,134 3,972,533 3,400 131,201 NEW YORK TIMES CO CL A 65011110 181,148 4,098,373 SH 4,098,373 3,742,391 24,151 331,831 NEWCASTLE INVT CORP COM 65105M10 16,621 493,197 SH 493,197 453,897 39,300 NEWELL RUBBERMAID IN COM 65122910 166,159 7,162,005 SH 7,162,005 6,556,369 6,600 599,036 NEWFIELD EXPL CO COM 65129010 33,398 696,813 SH 696,813 687,149 9,664 NEWMONT MINING CORP COM 65163910 541,417 11,610,909 SH

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11,610,769 140 10,738,812 10,640 861,457 NEWPARK RES INC COM PAR \$. 65171850 6,924 1,331,446
SH 1,331,446 1,202,446 129,000 NEWPORT CORP COM 65182410 13,198 789,350 SH 789,350 718,800
70,550 NEWS CORP LTD ADR NEW 65248770 7,872 218,785 SH 218,220 565 96,120 565 122,100
NEWS CORP LTD SP ADR PFD 65248780 1,613 50,876 SH 50,876 46,999 27 3,850 NEWTEK
BUSINESS SVCS COM 65252610 519 99,787 SH 99,787 90,587 9,200 NEXEN INC COM 65334H10 527
13,542 SH 13,542 13,542 NEXTEL COMMUNICATION CL A 65332V10 750,398 30,429,784 SH
30,429,484 300 27,716,531 242,379 2,470,874 NEXTEL PARTNERS INC CL A 65333F10 14,264
1,126,668 SH 1,126,668 1,101,483 25,185 NIC INC COM 62914B10 2,855 472,610 SH 472,610 453,810
18,800 NICOR INC COM 65408610 44,103 1,251,853 SH 1,251,853 1,180,433 500 70,920 NII HLDGS
INC CL B NEW 62913F20 22,881 652,245 SH 652,245 588,345 63,900 NIKE INC CL B 65410610
494,361 6,348,543 SH 6,348,443 100 5,858,637 43,649 446,257 NISOURCE INC COM 65473P10 167,788
7,895,905 SH 7,895,605 300 7,227,196 6,881 661,828 NISSAN MOTORS SPONSORED 65474440 7,934
360,461 SH 359,496 965 154,896 965 204,600 NL INDS INC COM NEW 62915640 2,496 179,535 SH
179,535 167,035 12,500 NMS COMMUNICATIONS C COM 62924810 301 41,972 SH 41,972 41,972 NN
INC COM 62933710 1,962 167,691 SH 167,691 167,291 400 NOBLE CORPORATION SHS G6542210
114,049 2,968,482 SH 2,967,542 940 2,705,548 2,240 260,694 NOBLE ENERGY INC COM 65504410
37,252 790,919 SH 790,719 200 765,019 350 25,550 Page Total 3,345,383 Page 41 of 65 State Street
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NOBLE INTL LTD COM 65505310 310 11,900 SH 11,900 11,900 NOKIA CORP SPONSORED
65490220 18,918 932,821 SH 931,871 950 646,671 950 285,200 NOLAND CO COM 65528610 969
21,286 SH 21,286 21,186 100 NOMURA HLDGS INC SPONSORED 65535H20 14,474 793,515 SH
791,135 2,380 310,635 2,380 480,500 NORDSON CORP COM 65566310 22,199 592,613 SH 592,613
540,013 52,600 NORDSTROM INC COM 65566410 121,359 3,041,573 SH 3,041,573 2,780,786 1,300
259,487 NORFOLK SOUTHERN COR COM 65584410 223,636 10,123,842 SH 10,123,542 300 9,163,727
25,980 934,135 NORTEL NETWORKS CORP COM 65656810 4,862 818,550 SH 818,550 516,570
301,980 NORTH FORK BANCORPOR COM 65942410 177,940 4,204,626 SH 4,204,126 500 3,824,418
36,750 343,458 NORTH PITTSBURGH SYS COM 66156210 5,926 294,410 SH 294,410 271,261 23,149
NORTHEAST UTILS COM 66439710 38,392 2,058,577 SH 2,057,777 800 2,002,508 800 55,269
NORTHERN STS FINL CO COM 66575110 1,385 51,625 SH 51,625 47,525 4,100 NORTHERN TR
CORP COM 66585910 251,489 5,397,927 SH 5,397,927 4,924,961 4,500 468,466 NORTHROP
GRUMMAN COR COM 66680710 975,945 9,916,127 SH 9,916,035 92 4,267,271 5,301,341 347,515
NORTHWEST AIRLS CORP CL A 66728010 22,492 2,224,776 SH 2,224,776 959,136 1,150,030 115,610
NORTHWEST BANCORP IN COM 66732810 5,578 219,173 SH 219,173 205,473 13,700 NORTHWEST
NAT GAS CO COM 66765510 14,639 468,433 SH 467,833 600 421,383 600 46,450 NORTHWEST PIPE
CO COM 66774610 1,050 72,400 SH 72,400 72,400 NOVA CHEMICALS CORP COM 66977W10 375
14,935 SH 14,935 14,935 NOVARTIS A G SPONSORED 66987V10 20,389 478,620 SH 477,465 1,155
247,485 1,155 229,980 NOVASTAR FINL INC COM 66994740 25,888 392,539 SH 392,539 332,809
59,730 NOVELL INC COM 67000610 100,951 8,870,927 SH 8,870,927 8,191,603 55,000 624,324
NOVELLUS SYS INC COM 67000810 121,650 3,841,188 SH 3,841,188 3,574,535 3,496 263,157
NOVEN PHARMACEUTICAL COM 67000910 9,980 464,824 SH 464,824 429,074 35,750
NOVO-NORDISK A S ADR 67010020 714 15,377 SH 15,377 15,377 NOVOSTE CORP COM 67010C10
854 251,818 SH 251,818 226,218 25,600 NPS PHARMACEUTICALS COM 62936P10 16,888 592,158 SH
591,223 935 540,523 935 50,700 NPTEST HLDG CORP COM 67019A10 273 18,000 SH 18,000 18,000
NS GROUP INC COM 62891610 3,539 272,204 SH 272,204 239,354 32,850 NSTAR COM 67019E10
36,649 722,567 SH 722,207 360 708,562 360 13,645 NTL INC DEL COM 62940M10 49,439 830,489 SH
830,489 801,756 1,100 27,633 NTT DOCOMO INC SPONS ADR 62942M20 20,054 904,977 SH 902,482
2,495 396,782 2,495 505,700 NU SKIN ENTERPRISES CL A 67018T10 11,379 564,701 SH 564,701

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487,261 77,440 NUANCE COMMUNICATION COM 66996710 849 129,031 SH 129,031 128,831 200
NUCOR CORP COM 67034610 133,646 2,173,814 SH 2,173,814 2,007,650 2,100 164,064 NUEVO
ENERGY CO COM 67050910 17,819 547,273 SH 547,273 519,523 27,750 NUI CORP COM 62943110
4,899 289,716 SH 289,716 252,617 37,099 NUTRACEUTICAL INTL C COM 67060Y10 283 13,100 SH
13,100 13,100 NUVEEN INVTS INC CL A 67090F10 11,989 430,343 SH 430,343 427,920 150 2,273
NUVELO INC COM NEW 67072M30 3,192 254,570 SH 254,570 235,602 18,968 NVIDIA CORP COM
67066G10 101,794 3,855,845 SH 3,855,845 3,635,283 1,800 218,762 NVR INC COM 62944T10 67,344
146,400 SH 146,400 136,752 5,100 4,548 NYFIX INC COM 67071210 2,201 426,598 SH 425,678 920
377,678 920 48,000 NYMAGIC INC COM 62948410 2,256 89,158 SH 89,158 89,058 100 O CHARLEYS
INC COM 67082310 6,014 329,524 SH 329,524 300,451 29,073 O REILLY AUTOMOTIVE COM
68609110 25,455 635,742 SH 635,382 360 626,182 360 9,200 OAK HILL FINL INC COM 67133710
1,618 49,400 SH 49,400 49,300 100 OAKLEY INC COM 67366210 9,224 621,544 SH 621,544 578,244
43,300 OCCIDENTAL PETE CORP COM 67459910 580,673 12,609,619 SH 12,609,019 600 11,649,842
42,125 917,652 OCEANEERING INTL INC COM 67523210 19,577 642,918 SH 642,918 607,718 35,200
OCEANFIRST FINL CORP COM 67523410 3,418 137,706 SH 137,706 116,206 21,500 OCTEL CORP
COM 67572710 9,587 321,161 SH 321,161 304,211 16,950 OCULAR SCIENCES INC COM 67574410
9,106 312,374 SH 312,374 285,845 26,529 Page Total 3,331,528 Page 42 of 65 State Street Corporation
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OCWEN FINL CORP COM 67574610 7,413 766,613 SH 766,613 692,613 74,000 ODYSSEY
HEALTHCARE I COM 67611V10 11,533 611,515 SH 611,515 562,053 49,462 ODYSSEY RE HLDGS
COR COM 67612W10 4,473 165,661 SH 165,661 164,961 700 OFFICE DEPOT INC COM 67622010
146,065 7,761,167 SH 7,760,767 400 7,054,737 7,500 698,930 OFFSHORE LOGISTICS I COM 67625510
7,437 322,632 SH 322,632 290,932 31,700 OGE ENERGY CORP COM 67083710 39,755 1,503,588 SH
1,503,188 400 1,463,819 400 39,369 OHIO CAS CORP COM 67724010 23,587 1,179,958 SH 1,179,958
1,091,974 87,984 OIL STS INTL INC COM 67802610 6,044 449,707 SH 449,707 414,757 34,950 OLD
DOMINION FGHT LI COM 67958010 6,496 192,201 SH 192,201 174,587 17,614 OLD NATL
BANCORP IND COM 68003310 14,991 663,316 SH 663,316 657,461 5,855 OLD POINT FINL CORP
COM 68019410 1,334 44,465 SH 44,465 44,365 100 OLD REP INTL CORP COM 68022310 92,081
3,749,238 SH 3,748,338 900 3,584,494 10,800 153,944 OLD SECOND BANCORP I COM 68027710
6,246 121,474 SH 121,474 109,174 12,300 OLIN CORP COM PAR \$1 68066520 23,618 1,323,158 SH
1,323,158 1,237,008 86,150 OLYMPIC STEEL INC COM 68162K10 496 35,454 SH 35,454 35,454 OM
GROUP INC COM 67087210 20,328 668,687 SH 668,247 440 628,620 440 39,627 OMEGA FINL CORP
COM 68209210 5,266 144,035 SH 144,035 126,285 17,750 OMEGA HEALTHCARE INV COM
68193610 3,993 367,314 SH 367,314 352,914 14,400 OMEGA PROTEIN CORP COM 68210P10 643
88,423 SH 88,423 88,223 200 OMI CORP NEW COM Y6476W10 1,079 94,308 SH 94,308 94,308 OMNI
ENERGY SERVICES COM NEW 68210T20 423 55,000 SH 55,000 55,000 OMNICARE INC COM
68190410 59,459 1,341,278 SH 1,340,978 300 1,316,276 300 24,702 OMNICELL INC COM 68213N10
4,801 242,354 SH 242,354 231,454 10,900 OMNICOM GROUP INC COM 68191910 393,355 4,901,625
SH 4,901,625 4,419,141 30,728 451,756 OMNIVISION TECHNOLOG COM 68212810 23,695 867,625
SH 867,625 781,425 86,200 OMNOVA SOLUTIONS INC COM 68212910 2,959 563,696 SH 563,696
500,496 63,200 ON SEMICONDUCTOR COR COM 68218910 6,113 809,670 SH 809,670 793,270 16,400
ONE LIBERTY PPTYS IN COM 68240610 244 10,800 SH 10,800 10,800 ONEIDA FINL CORP COM
68247810 379 26,589 SH 26,589 26,289 300 ONEIDA LTD COM 68250510 686 279,840 SH 279,840
216,630 63,210 ONEOK INC NEW COM 68268010 36,256 1,607,814 SH 1,607,814 1,559,893 47,921
ONYX PHARMACEUTICALS COM 68339910 22,832 563,899 SH 563,899 515,599 48,300 OPEN JT
STK CO-VIMPE SPONSORED 68370R10 3,916 37,661 SH 37,661 26,810 6,721 4,130 OPEN
SOLUTIONS INC COM 68371P10 380 17,200 SH 17,200 17,200 OPENTV CORP CL A G6754310 297

91,515 SH 91,515 91,515 OPENWAVE SYS INC COM NEW 68371830 14,679 1,100,360 SH 1,100,360
 994,028 106,332 OPLINK COMMUNICATION COM 68375Q10 4,244 1,704,599 SH 1,704,599 1,568,099
 136,500 OPNET TECHNOLOGIES I COM 68375710 2,918 195,708 SH 195,708 194,908 800 OPSWARE
 INC COM 68383A10 6,403 846,996 SH 846,996 766,196 80,800 OPTICAL COMMUNICATIO CL A
 68382T10 546 165,848 SH 165,848 165,248 600 OPTION CARE INC COM 68394810 2,881 250,724 SH
 250,724 220,274 30,450 ORACLE CORP COM 68389X10 1,596,072 133,005,994 SH 132,989,614 16,380
 120,956,679 840,105 11,209,210 ORASURE TECHNOLOGIES COM 68554V10 6,799 654,384 SH
 654,384 602,384 52,000 ORBITAL SCIENCES COR COM 68556410 9,893 789,570 SH 789,570 715,870
 73,700 ORBITZ INC CL A 68556Y10 331 13,900 SH 13,900 13,900 ORBOTECH LTD ORD M7525310
 373 15,501 SH 15,501 15,501 ORIENTAL FINL GROUP COM 68618W10 8,489 266,540 SH 266,540
 237,067 29,473 ORLEANS HOMEBUILDERS COM 68658810 947 39,374 SH 39,374 39,174 200
 ORTHODONTIC CTRS AME COM 68750P10 6,765 856,354 SH 856,354 795,554 60,800 ORTHOLOGIC
 CORP COM 68750J10 4,334 559,243 SH 559,243 505,143 54,100 OSHKOSH B GOSH INC CL A
 68822220 4,038 172,487 SH 172,487 149,941 22,546 OSHKOSH TRUCK CORP COM 68823920 35,519
 637,677 SH 636,377 1,300 589,595 1,300 46,782 OSI PHARMACEUTICALS COM 67104010 28,118
 732,252 SH 732,252 662,652 69,600 Page Total 2,712,024 Page 43 of 65 State Street Corporation (STT)
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----- OSI
 SYSTEMS INC COM 67104410 4,322 216,103 SH 216,103 197,803 18,300 OSTEOTECH INC COM
 68858210 1,510 233,412 SH 233,412 210,512 22,900 OTTER TAIL CORP COM 68964810 11,666
 441,545 SH 441,545 399,217 42,328 OUTBACK STEAKHOUSE I COM 68989910 52,626 1,080,614 SH
 1,080,414 200 1,062,805 200 17,609 OVERLAND STORAGE INC COM 69031010 2,703 159,473 SH
 159,473 147,573 11,900 OVERNITE CORP COM 69032210 644 28,000 SH 28,000 28,000 OVERSEAS
 SHIPHOLDING COM 69036810 29,369 804,639 SH 804,639 745,239 59,400 OVERSTOCK COM INC
 DE COM 69037010 4,692 151,939 SH 151,939 137,839 14,100 OWENS & MINOR INC NE COM
 69073210 15,475 611,648 SH 611,648 560,648 51,000 OWENS ILL INC COM NEW 69076840 259,149
 18,484,249 SH 18,484,249 1,134,491 17,343,758 6,000 OXFORD HEALTH PLANS COM 69147110
 67,316 1,378,009 SH 1,377,809 200 1,302,755 200 75,054 OXFORD INDS INC COM 69149730 11,177
 241,988 SH 241,988 215,688 26,300 P & F INDS INC CL A NEW 69283050 220 26,300 SH 26,300 26,300
 P A M TRANSN SVCS IN COM 69314910 1,420 82,744 SH 82,744 82,544 200 P C CONNECTION COM
 69318J10 839 105,818 SH 105,818 105,518 300 P F CHANGS CHINA BIS COM 69333Y10 25,972
 515,937 SH 514,847 1,090 476,943 1,090 37,904 P T TELEKOMUNIKASI I SPONSORED 71568410 584
 34,680 SH 34,680 34,680 PAB BANKSHARES INC COM 69313P10 1,398 110,079 SH 110,079 94,079
 16,000 PACCAR INC COM 69371810 244,277 4,358,197 SH 4,358,197 3,990,785 8,564 358,848 PACER
 INTL INC TENN COM 69373H10 15,709 713,389 SH 713,389 680,189 33,200 PACIFIC CAP BANCORP
 COM 69404P10 22,669 571,431 SH 571,431 520,230 51,201 PACIFIC ENERGY PARTN COM UNIT
 69422R10 712 25,000 SH 25,000 25,000 PACIFIC SUNWEAR CALI COM 69487310 32,994 1,335,239
 SH 1,335,239 1,225,998 109,241 PACIFIC UN BK CALIF COM 69502510 2,734 93,508 SH 93,508
 76,908 16,600 PACIFICARE HEALTH SY COM 69511210 43,413 1,097,680 SH 1,097,680 1,079,852
 1,600 16,228 PACKAGING CORP AMER COM 69515610 50,717 2,248,103 SH 2,248,103 1,127,071
 1,105,465 15,567 PACKETEER INC COM 69521010 5,473 414,642 SH 414,642 374,692 39,950 PACTIV
 CORP COM 69525710 108,148 4,860,597 SH 4,860,597 4,173,311 429,798 257,488 PAIN
 THERAPEUTICS IN COM 69562K10 2,822 407,760 SH 407,760 337,780 69,980 PALATIN
 TECHNOLOGIES COM NEW 69607730 3,381 810,753 SH 810,753 749,653 61,100 PALL CORP COM
 69642930 66,863 2,946,801 SH 2,946,801 2,737,985 1,200 207,616 PALM HARBOR HOMES COM
 69663910 7,593 360,387 SH 360,387 332,137 28,250 PALMONE INC COM 69713P10 13,942 651,511 SH
 651,511 574,700 4,920 71,891 PALMSOURCE INC COM 69715410 3,507 192,999 SH 192,999 173,639
 1,526 17,834 PALOMAR MED TECHNOLO COM NEW 69752930 242 13,400 SH 13,400 13,400 PAN

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PACIFIC RETAIL P COM 69806L10 41,163 790,081 SH 790,081 768,070 22,011 PANAMSAT CORP
NEW COM 69793310 24,680 1,008,153 SH 1,008,153 947,257 42,700 18,196 PANERA BREAD CO CL A
69840W10 22,843 587,075 SH 586,475 600 544,697 600 41,778 PANHANDLE ROYALTY CO CL A
69847710 448 12,900 SH 12,900 12,900 PANTRY INC COM 69865710 8,530 427,558 SH 427,558
419,358 8,200 PAPA JOHNS INTL INC COM 69881310 16,215 480,445 SH 480,445 455,146 25,299
PARAMETRIC TECHNOLOG COM 69917310 35,408 7,833,522 SH 7,833,522 7,033,916 39,400 760,206
PAREXEL INTL CORP COM 69946210 7,906 441,663 SH 441,663 401,763 39,900 PARK
ELECTROCHEMICAL COM 70041620 7,283 287,868 SH 287,868 262,818 25,050 PARK NATL CORP
COM 70065810 13,454 118,745 SH 118,745 117,923 822 PARKER DRILLING CO COM 70108110 6,446
1,545,805 SH 1,545,805 1,415,055 130,750 PARKER HANNIFIN CORP COM 70109410 215,880
3,820,887 SH 3,819,692 1,195 3,477,093 11,845 331,949 PARKVALE FINL CORP COM 70149210 1,996
69,414 SH 69,414 68,014 1,400 PARKWAY PPTYS INC COM 70159Q10 10,926 233,717 SH 233,717
215,254 18,463 PARTNERS TRUST FINCL COM 70213A10 3,960 115,759 SH 115,759 105,059 10,700
PARTY CITY CORP COM 70214510 2,125 142,734 SH 142,734 142,334 400 PATHMARK STORES INC
COM 70322A10 3,755 470,572 SH 470,572 417,922 52,650 PATINA OIL & GAS COR COM 70322410
44,430 1,692,571 SH 1,692,571 1,598,673 93,898 Page Total 1,583,726 Page 44 of 65 State Street
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PATRIOT BANK CORP PA COM 70335P10 3,360 114,574 SH 114,574 100,774 13,800 PATTERSON
DENTAL CO COM 70341210 58,266 850,352 SH 850,092 260 834,126 260 15,966 PATTERSON UTI
ENERGY COM 70348110 39,562 1,117,253 SH 1,117,053 200 1,095,934 200 21,119 PAXAR CORP
COM 70422710 8,232 558,092 SH 558,092 508,592 49,500 PAXSON COMMUNICATION COM
70423110 2,004 513,909 SH 513,909 440,609 73,300 PAYCHEX INC COM 70432610 324,642 9,119,161
SH 9,119,011 150 8,240,359 60,650 818,152 PAYLESS SHOESOURCE I COM 70437910 19,951
1,429,177 SH 1,428,877 300 1,293,207 300 135,670 PC-TEL INC COM 69325Q10 3,850 372,700 SH
372,700 336,627 36,073 PDF SOLUTIONS INC COM 69328210 2,941 254,663 SH 254,663 232,763
21,900 PDI INC COM 69329V10 5,477 216,567 SH 216,567 210,767 5,800 PEABODY ENERGY CORP
COM 70454910 25,253 542,959 SH 542,959 517,099 150 25,710 PEAPACK-GLADSTONE FI COM
70469910 3,700 109,268 SH 109,268 99,088 10,180 PEARSON PLC SPONSORED 70501510 430 37,374
SH 37,374 37,374 PEC SOLUTIONS INC COM 70510710 3,291 248,947 SH 248,947 235,047 13,900
PEDIATRIX MED GROUP COM 70532410 32,222 511,468 SH 511,468 472,918 38,550 PEETS COFFEE
& TEA I COM 70556010 3,659 171,803 SH 171,803 154,403 17,400 PEGASUS COMMUNICATIO CL A
NEW 70590460 5,102 133,210 SH 133,210 130,610 2,600 PEGASUS SOLUTIONS IN COM 70590610
4,930 422,107 SH 422,107 382,957 39,150 PEGASYSYSTEMS INC COM 70557310 1,231 149,800 SH
149,800 149,400 400 PEMSTAR INC COM 70655210 1,300 356,080 SH 356,080 354,880 1,200 PENN
ENGR & MFG CORP COM NON VT 70738930 3,374 198,824 SH 198,824 168,574 30,250 PENN NATL
GAMING INC COM 70756910 15,379 534,564 SH 534,564 487,764 46,800 PENN VA CORP COM
70788210 8,135 134,234 SH 134,234 117,637 16,597 PENN-AMER GROUP INC COM 70724710 2,339
159,555 SH 159,555 141,755 17,800 PENNEY J C INC COM 70816010 1,442,232 41,467,286 SH
41,467,286 6,311,370 34,557,239 598,677 PENNFED FINL SVCS IN COM 70816710 2,622 74,667 SH
74,667 67,167 7,500 PENNROCK FINL SVCS C COM 70835210 3,615 127,287 SH 127,287 115,099
12,188 PENNS WOODS BANCORP COM 70843010 2,265 50,253 SH 50,253 44,123 6,130
PENNSYLVANIA RL ESTA SH BEN INT 70910210 29,184 774,924 SH 774,924 709,550 65,374
PENTAIR INC COM 70963110 40,936 693,838 SH 693,838 683,988 9,850 PENWEST PHARMACEUTIC
COM 70975410 3,840 262,837 SH 262,837 238,238 24,599 PEOPLES BANCORP INC COM 70978910
4,763 170,273 SH 170,273 154,673 15,600 PEOPLES BK BRIDGEPOR COM 71019810 13,311 286,321
SH 286,321 283,951 2,370 PEOPLES ENERGY CORP COM 71103010 46,732 1,046,632 SH 1,046,632
987,640 600 58,392 PEOPLES HLDG CO COM 71114810 5,841 173,317 SH 173,317 160,517 12,800

PEOPLESOFT INC COM 71271310 168,895 9,134,424 SH 9,134,424 8,305,532 8,650 820,242 PEP BOYS
MANNY MOE & COM 71327810 29,025 1,045,940 SH 1,045,940 939,790 106,150 PEPSCO HOLDINGS
INC COM 71329110 50,053 2,448,787 SH 2,448,145 642 2,265,918 3,142 179,727 PEPSI BOTTLING
GROUP COM 71340910 414,425 13,930,258 SH 13,930,258 5,816,857 7,684,413 428,988
PEPSIAMERICAS INC COM 71343P20 33,031 1,617,559 SH 1,617,159 400 1,436,259 91,400 89,900
PEPSICO INC COM 71344810 2,587,470 48,049,586 SH 48,048,986 600 43,295,358 390,888 4,363,340
PEREGRINE PHARMACEUT COM 71366110 4,841 1,975,743 SH 1,975,743 1,808,344 167,399
PERFORMANCE FOOD GRO COM 71375510 15,669 456,148 SH 455,968 180 451,961 180 4,007
PERFORMANCE TECHNOLO COM 71376K10 256 15,117 SH 15,117 15,117 PERICOM
SEMICONDUCTO COM 71383110 4,413 386,760 SH 386,760 322,000 64,760 PERINI CORP COM
71383910 4,361 276,858 SH 276,858 251,058 25,800 PERKINELMER INC COM 71404610 69,056
3,337,634 SH 3,337,634 3,094,005 1,650 241,979 PEROT SYS CORP CL A 71426510 16,989 1,277,375
SH 1,277,375 1,168,175 109,200 PERRIGO CO COM 71429010 29,501 1,471,373 SH 1,471,373 1,343,047
128,326 PER-SE TECHNOLOGIES COM NEW 71356930 5,374 479,847 SH 479,847 434,847 45,000
PERUSAHAAN PERS INDO SPONSORED 71568010 262 11,904 SH 11,904 6,904 5,000 PETCO
ANIMAL SUPPLIE COM NEW 71601620 16,811 596,564 SH 596,564 529,396 67,168 PETROBRAS
ENERGIA PA SP ADR B S 71646M10 203 14,640 SH 14,640 14,640 Page Total 5,624,608 Page 45 of 65
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PETRO-CDA COM 71644E10 901 20,553 SH 20,553 20,553 PETROKAZAKHSTAN INC COM
71649P10 2,211 78,500 SH 78,500 52,600 16,600 9,300 PETROLEO BRASILEIRO SPONSORED
71654V10 18,576 628,843 SH 628,843 508,998 33,555 86,290 PETROLEO BRASILEIRO SPONSORED
71654V40 17,251 514,949 SH 514,949 314,467 157,224 43,258 PETROLEUM DEV CORP COM
71657810 8,301 289,733 SH 289,733 260,913 28,820 PETROLEUM HELICOPTER COM VTG 71660410
1,129 45,691 SH 45,691 45,591 100 PETSMAIT INC COM 71676810 52,396 1,936,994 SH 1,936,814 180
1,902,704 180 34,110 PFF BANCORP INC COM 69331W10 13,630 357,456 SH 357,456 329,296 28,160
PFIZER INC COM 71708110 7,609,963 217,117,342 SH 217,096,354 20,988 196,200,496 3,834,397
17,082,449 PG&E CORP COM 69331C10 359,819 12,420,399 SH 12,417,059 3,340 11,569,443 22,155
828,801 PHARMACEUTICAL PROD COM 71712410 19,441 654,374 SH 654,374 650,955 3,419
PHARMACEUTICAL RES I COM 71712510 26,156 460,003 SH 460,003 453,356 6,647
PHARMACOPEIA INC COM 71713B10 8,173 406,228 SH 406,228 367,478 38,750 PHARMACYCLICS
INC COM 71693310 424 31,488 SH 31,488 31,488 PHARMOS CORP COM NEW 71713920 300 74,224
SH 74,224 74,224 PHELPS DODGE CORP COM 71726510 229,089 2,805,399 SH 2,805,399 2,582,494
21,300 201,605 PHILADELPHIA CONS HL COM 71752810 23,548 405,993 SH 405,993 376,643 29,350
PHILLIPS VAN HEUSEN COM 71859210 8,803 475,824 SH 475,824 418,424 57,400 PHOENIX COS
INC NEW COM 71902E10 23,756 1,771,506 SH 1,771,506 1,630,106 141,400 PHOTON DYNAMICS
INC COM 71936410 10,064 308,414 SH 308,414 277,260 31,154 PHOTRONICS INC COM 71940510
14,633 826,707 SH 826,707 779,057 47,650 PICO HLDGS INC COM NEW 69336620 1,537 93,463 SH
93,463 93,263 200 PIEDMONT NAT GAS INC COM 72018610 14,906 353,044 SH 353,044 350,144
2,900 PIER 1 IMPORTS INC COM 72027910 29,422 1,241,440 SH 1,241,440 1,219,953 21,487
PILGRIMS PRIDE CORP COM 72146710 9,710 432,910 SH 432,910 400,174 32,736 PINNACLE AIRL
CORP COM 72344310 277 20,800 SH 20,800 20,800 PINNACLE ENTMT INC COM 72345610 6,729
487,586 SH 487,586 444,286 43,300 PINNACLE SYS INC COM 72348110 9,314 1,038,394 SH 1,038,394
935,544 102,850 PINNACLE WEST CAP CO COM 72348410 97,805 2,485,519 SH 2,485,519 2,341,274
900 143,345 PIONEER NAT RES CO COM 72378710 59,818 1,851,958 SH 1,851,358 600 1,785,028 600
66,330 PIPER JAFFRAY COS COM 72407810 11,594 214,116 SH 214,108 8 209,733 361 4,022 PITNEY
BOWES INC COM 72447910 276,964 6,499,970 SH 6,499,870 100 5,885,682 47,350 566,938 PIXAR
COM 72581110 20,890 324,076 SH 324,076 305,092 18,984 PIXELWORKS INC COM 72581M10 10,970

640,381 SH 640,381 587,531 52,850 PLACER DOME INC COM 72590610 393 21,877 SH 21,477 400
 21,177 400 300 PLAINS ALL AMERN PIP UNIT LTD P 72650310 1,703 48,789 SH 48,789 47,989 800
 PLAINS EXPL& PRODTN COM 72650510 12,914 692,833 SH 692,733 100 623,443 100 69,290 PLAINS
 RES INC COM PAR \$0 72654050 7,710 424,076 SH 424,076 374,826 49,250 PLANAR SYS INC COM
 72690010 7,186 504,299 SH 504,299 481,249 23,050 PLANTRONICS INC NEW COM 72749310 37,514
 1,024,690 SH 1,024,590 100 948,790 100 75,800 PLATINUM UNDERWRITER COM G7127P10 628
 19,582 SH 19,582 19,582 PLATO LEARNING INC COM 72764Y10 201 19,947 SH 19,947 19,947
 PLAYBOY ENTERPRISES CL B 72811730 3,888 277,322 SH 277,322 240,272 37,050 PLAYTEX
 PRODS INC COM 72813P10 3,543 512,780 SH 512,780 468,030 44,750 PLEXUS CORP COM 72913210
 20,331 1,142,827 SH 1,142,827 1,069,877 72,950 PLUG POWER INC COM 72919P10 4,634 600,320 SH
 600,320 472,490 127,830 PLUM CREEK TIMBER CO COM 72925110 148,897 4,584,256 SH 4,584,256
 4,277,345 4,850 302,061 PLX TECHNOLOGY INC COM 69341710 316 29,301 SH 29,301 29,301 PMA
 CAP CORP CL A 69341920 2,555 420,891 SH 420,891 373,741 47,150 PMC-SIERRA INC COM
 69344F10 71,001 4,183,928 SH 4,183,928 3,929,334 23,657 230,937 PMI GROUP INC COM 69344M10
 45,426 1,215,911 SH 1,215,711 200 1,165,367 200 50,344 PNC FINL SVCS GROUP COM 69347510
 420,938 7,595,422 SH 7,595,222 200 6,886,989 7,000 701,433 PNM RES INC COM 69349H10 27,947
 930,011 SH 930,011 868,725 61,286 Page Total 9,816,222 Page 46 of 65 State Street Corporation (STT)
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POGO PRODUCING CO COM 73044810 42,878 934,764 SH 934,264 500 899,512 500 34,752 POLARIS
 INDS INC COM 73106810 24,540 540,044 SH 540,044 535,462 4,582 POLO RALPH LAUREN CO CL A
 73157210 14,326 417,899 SH 417,899 413,503 4,396 POLYCOM INC COM 73172K10 34,906 1,644,939
 SH 1,644,939 1,601,510 43,429 POLYMEDICA CORP COM 73173810 10,225 381,521 SH 381,521
 349,721 31,800 POLYONE CORP COM 73179P10 11,436 1,719,750 SH 1,719,750 1,580,850 138,900
 POMEROY IT SOLUTIONS COM 73182210 2,518 173,666 SH 173,666 170,366 3,300 POPE & TALBOT
 INC COM 73282710 6,052 352,055 SH 352,055 319,855 32,200 POPULAR INC COM 73317410 58,494
 1,357,168 SH 1,357,168 1,345,109 12,059 PORTAL SOFTWARE INC COM NEW 73612630 3,184
 472,349 SH 472,349 431,989 40,360 PORTFOLIO RECOVERY A COM 73640Q10 5,546 205,856 SH
 205,856 189,356 16,500 PORTUGAL TELECOM SGP SPONSORED 73727310 617 55,013 SH 55,013
 55,013 POSCO SPONSORED 69348310 1,621 45,800 SH 45,800 45,800 POSSIS MEDICAL INC COM
 73740710 11,293 401,451 SH 401,451 376,651 24,800 POST PPTYS INC COM 73746410 23,951 831,633
 SH 831,633 762,644 68,989 POTLATCH CORP COM 73762810 23,477 576,115 SH 576,115 509,101
 67,014 POWELL INDS INC COM 73912810 3,555 200,194 SH 200,194 186,494 13,700 POWER
 INTEGRATIONS I COM 73927610 15,636 534,740 SH 534,740 491,790 42,950 POWER-ONE INC COM
 73930810 27,079 2,448,330 SH 2,448,330 2,247,117 800 200,413 POWERWAVE TECHNOLOGI COM
 73936310 12,884 1,651,748 SH 1,651,748 1,533,748 118,000 POZEN INC COM 73941U10 6,233 450,981
 SH 450,981 410,890 40,091 PPG INDS INC COM 69350610 286,384 4,912,253 SH 4,912,153 100
 4,534,690 11,005 366,558 PPL CORP COM 69351T10 263,992 5,789,291 SH 5,788,911 380 5,344,395
 21,945 422,951 PRAECIS PHARMACEUTIC COM 73942110 4,897 828,570 SH 828,570 731,070 97,500
 PRAXAIR INC COM 74005P10 358,621 9,661,136 SH 9,660,836 300 8,832,625 52,826 775,685 PRE
 PAID LEGAL SVCS COM 74006510 7,632 311,746 SH 311,746 289,896 21,850 PRECISION
 CASTPARTS COM 74018910 74,005 1,680,789 SH 1,680,164 625 1,552,023 79,675 49,091 PREMCOR
 INC COM 74045Q10 11,391 367,801 SH 367,801 360,952 6,849 PRENTISS PPTYS TR SH BEN INT
 74070610 32,034 868,120 SH 868,120 801,976 66,144 PRESIDENTIAL LIFE CO COM 74088410 6,076
 407,220 SH 407,220 367,171 40,049 PRESSTEK INC COM 74111310 5,994 548,414 SH 548,414 481,864
 66,550 PRG-SCHULTZ INTERNAT COM 69357C10 2,910 665,805 SH 665,805 605,105 60,700 PRICE
 COMMUNICATIONS COM NEW 74143730 14,092 898,176 SH 898,176 808,426 89,750 PRICE
 LEGACY CORP COM NEW 74144P50 1,317 77,446 SH 77,446 72,821 4,625 PRICE T ROWE GROUP I

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COM 74144T10 168,583 3,131,771 SH 3,130,621 1,150 2,891,681 20,950 219,140 PRICELINE COM INC
COM NEW 74150340 10,736 398,217 SH 398,217 359,371 38,846 PRIDE INTL INC DEL COM
74153Q10 27,182 1,593,293 SH 1,592,993 300 1,559,924 550 32,819 PRIMA ENERGY CORP COM PAR
\$0 74190120 5,957 172,480 SH 172,480 156,930 15,550 PRIME HOSPITALITY CO COM 74191710
9,399 825,925 SH 825,925 736,885 89,040 PRIME MED SVCS INC N COM 74156D10 294 53,374 SH
53,374 53,374 PRIMEDIA INC COM 74157K10 6,773 2,508,698 SH 2,508,698 2,279,448 229,250
PRIMUS TELECOMMUNICA COM 74192910 12,404 1,459,238 SH 1,459,238 1,340,030 119,208
PRINCETON REVIEW INC COM 74235210 2,250 259,182 SH 259,182 223,282 35,900 PRINCIPAL
FINANCIAL COM 74251V10 394,498 11,072,069 SH 11,072,069 10,025,106 130,450 916,513 PRIORITY
HEALTHCARE CL B 74264T10 14,378 675,021 SH 675,021 623,833 51,188 PRIVATEBANCORP INC
COM 74296210 6,112 118,442 SH 118,442 109,092 9,350 PROASSURANCE CORP COM 74267C10
15,015 429,010 SH 429,010 390,310 38,700 PROCTER & GAMBLE CO COM 74271810 4,464,024
42,563,156 SH 42,562,656 500 38,898,946 302,853 3,361,357 PROGENICS PHARMACEUT COM
74318710 3,036 159,446 SH 159,446 151,346 8,100 PROGRESS ENERGY INC COM 74326310
1,084,746 23,040,491 SH 23,040,491 6,382,129 16,174,682 483,680 PROGRESS SOFTWARE CO COM
74331210 13,848 577,224 SH 577,224 527,324 49,900 PROGRESSIVE CORP OHI COM 74331510
505,632 5,772,053 SH 5,772,053 5,249,585 5,300 517,168 PROLOGIS SH BEN INT 74341010 202,928
5,657,307 SH 5,657,307 5,328,052 1,700 327,555 Page Total 8,357,584 Page 47 of 65 State Street
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PROQUEST COMPANY COM 74346P10 12,117 415,396 SH 415,396 379,446 35,950 PROSPERITY
BANCSHARE COM 74360610 5,361 226,504 SH 226,504 207,804 18,700 PROTECTIVE LIFE CORP
COM 74367410 49,346 1,317,653 SH 1,317,453 200 1,300,239 200 17,214 PROTEIN DESIGN LABS
COM 74369L10 30,444 1,278,082 SH 1,278,082 1,258,471 19,611 PROVIDE COMM INC COM
74373W10 251 11,026 SH 11,026 11,026 PROVIDENT BANCORP IN COM 74383A10 3,553 299,846 SH
299,846 271,400 28,446 PROVIDENT BANKSHARES COM 74385910 18,508 589,805 SH 589,805
543,555 46,250 PROVIDENT FINL GROUP COM 74386610 23,614 587,703 SH 587,703 579,349 8,354
PROVIDENT FINL HLDGS COM 74386810 1,820 70,037 SH 70,037 69,537 500 PROVIDENT FINL
SVCS COM 74386T10 14,512 776,445 SH 776,445 707,245 69,200 PROVIDIAN FINL CORP COM
74406A10 112,864 8,615,590 SH 8,615,590 7,759,326 263,190 593,074 PROVINCE HEALTHCARE
COM 74397710 17,315 1,089,015 SH 1,087,650 1,365 1,010,400 1,365 77,250 PROXIM CORP CL A
74428310 3,643 2,058,009 SH 2,058,009 1,885,809 172,200 PRUDENTIAL FINL INC COM 74432010
639,059 14,271,077 SH 14,270,677 400 13,289,190 14,000 967,887 PRUDENTIAL PLC ADR 74435K20
819 48,805 SH 48,805 48,805 PS BUSINESS PKS INC COM 69360J10 26,481 571,336 SH 571,336
529,069 42,267 PSS WORLD MED INC COM 69366A10 18,995 1,697,542 SH 1,697,542 1,587,692
109,850 PTEK HLDGS INC COM 69366M10 7,741 842,366 SH 842,366 771,666 70,700 PUBLIC
STORAGE INC COM 74460D10 102,865 2,113,959 SH 2,113,959 2,043,044 350 70,565 PUBLIC SVC
ENTERPRIS COM 74457310 358,739 7,635,986 SH 7,635,986 6,978,652 26,782 630,552 PUGET
ENERGY INC NEW COM 74531010 31,414 1,404,278 SH 1,403,903 375 1,351,168 375 52,735
PULITZER INC COM 74576910 5,491 113,798 SH 113,798 97,448 16,350 PULTE HOMES INC COM
74586710 155,324 2,793,590 SH 2,793,390 200 2,583,416 1,600 208,574 QAD INC COM 74727D10 2,458
185,249 SH 185,249 184,849 400 QLOGIC CORP COM 74727710 80,918 2,452,058 SH 2,451,958 100
2,261,585 15,143 175,330 QRS CORP COM 74726X10 277 49,279 SH 49,279 45,179 4,100 QUAKER
CHEM CORP COM 74731610 3,345 131,692 SH 131,152 540 114,352 540 16,800 QUAKER CITY
BANCORP COM 74731K10 4,572 84,047 SH 84,047 76,047 8,000 QUALCOMM INC COM 74752510
1,446,783 21,825,056 SH 21,824,656 400 19,763,083 130,368 1,931,605 QUALITY SYS INC COM
74758210 2,688 59,172 SH 59,172 53,172 6,000 QUANEX CORP COM 74762010 13,058 307,329 SH
307,269 60 281,069 60 26,200 QUANTA SVCS INC COM 74762E10 12,324 1,740,669 SH 1,740,669

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1,599,329 141,340 QUANTUM CORP COM DSSG 74790620 11,296 3,052,843 SH 3,052,843 2,783,093
269,750 QUANTUM FUEL SYS TEC COM 74765E10 274 34,889 SH 34,889 34,889 QUEST
DIAGNOSTICS IN COM 74834L10 201,150 2,428,469 SH 2,428,269 200 2,244,295 2,400 181,774
QUEST SOFTWARE INC COM 74834T10 12,679 775,500 SH 775,500 712,600 62,900 QUESTAR CORP
COM 74835610 40,849 1,121,003 SH 1,121,003 1,077,428 250 43,325 QUICKSILVER RESOURCE COM
74837R10 8,930 230,382 SH 230,382 206,952 23,430 QUIDEL CORP COM 74838J10 3,303 501,215 SH
501,215 442,365 58,850 QUIKSILVER INC COM 74838C10 22,406 1,025,424 SH 1,025,424 923,804
101,620 QUINTON CARDIOLOGY S COM 74877310 220 18,500 SH 18,500 18,500 QUIXOTE CORP
COM 74905610 2,506 119,351 SH 119,351 108,851 10,500 QWEST COMMUNICATIONS COM
74912110 561,128 130,192,073 SH 130,191,109 964 37,709,745 89,234,638 3,247,690 R & G FINANCIAL
CORP CL B 74913610 23,737 687,241 SH 687,241 645,985 41,256 R H DONNELLEY CORP COM NEW
74955W30 16,898 361,850 SH 361,850 315,050 46,800 RADIAN GROUP INC COM 75023610 61,900
1,453,063 SH 1,452,663 400 1,388,312 1,800 62,951 RADIANT SYSTEMS INC COM 75025N10 3,140
517,256 SH 517,256 489,306 27,950 RADIO ONE INC CL D NON V 75040P40 13,525 731,091 SH
731,091 725,586 5,505 RADIO ONE INC CL A 75040P10 2,284 123,081 SH 123,081 117,281 5,800
RADIOHACK CORP COM 75043810 265,983 8,021,186 SH 8,021,186 7,238,506 126,535 656,145
RADISYS CORP COM 75045910 6,835 327,030 SH 327,030 283,780 43,250 RAILAMERICA INC COM
75075310 5,815 482,583 SH 482,583 439,233 43,350 RAINDANCE COMM COM 75086X10 1,972
692,105 SH 692,105 613,855 78,250 Page Total 4,473,532 Page 48 of 65 State Street Corporation (STT)
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RAIT INVT TR COM 74922710 10,562 357,440 SH 357,440 325,890 31,550 RALCORP HLDGS INC NE
COM 75102810 15,283 502,227 SH 502,227 455,877 46,350 RAMBUS INC DEL COM 75091710 24,523
875,181 SH 875,181 866,798 8,383 RAMCO-GERSHENSON PPT COM SH BEN 75145220 8,759
310,598 SH 310,598 287,798 22,800 RANGE RES CORP COM 75281A10 10,797 890,067 SH 890,067
813,617 76,450 RANK GROUP PLC SPONSORED 75303710 223 18,080 SH 18,080 18,080 RARE
HOSPITALITY INT COM 75382010 15,506 558,777 SH 558,777 514,552 44,225 RAVEN INDS INC
COM 75421210 3,539 115,816 SH 115,816 105,016 10,800 RAYMOND JAMES FINANC COM
75473010 20,893 840,764 SH 840,314 450 827,649 450 12,665 RAYONIER INC COM 75490710 79,715
1,823,732 SH 1,823,554 178 1,697,358 84,401 41,973 RAYOVAC CORP COM 75508110 17,371 607,393
SH 607,393 548,493 58,900 RAYTECH CORP DEL COM 75510310 986 342,313 SH 342,313 283,963
58,350 RAYTHEON CO COM NEW 75511150 468,824 14,959,278 SH 14,959,078 200 10,326,910
3,910,132 722,236 RC2 CORP COM 74938810 6,203 225,563 SH 225,563 205,663 19,900 RCN CORP
COM 74936110 231 797,623 SH 797,623 749,723 47,900 READERS DIGEST ASSN COM 75526710
26,282 1,866,648 SH 1,865,348 1,300 1,805,369 1,300 59,979 READING INTERNATIONA CL A
75540810 1,435 209,425 SH 209,425 208,825 600 REALNETWORKS INC COM 75605L10 5,914 985,632
SH 985,632 929,702 55,930 REALTY INCOME CORP COM 75610910 19,365 433,713 SH 433,713
431,813 1,900 RECKSON ASSOCS RLTY COM 75621K10 37,585 1,335,640 SH 1,335,640 1,241,033
94,607 RED HAT INC COM 75657710 32,036 1,389,848 SH 1,389,848 1,313,928 75,920 RED ROBIN
GOURMET BU COM 75689M10 4,791 168,814 SH 168,814 156,714 12,100 REDBACK NETWORKS
INC COM NEW 75720950 492 78,067 SH 78,067 75,174 2,893 REDWOOD TR INC COM 75807540
20,974 337,372 SH 337,372 318,786 18,586 REEBOK INTL LTD COM 75811010 56,799 1,373,624 SH
1,373,624 1,236,331 500 136,793 REED ELSEVIER N V SPONSORED 75820410 2,486 93,811 SH
93,811 15,058 78,753 REED ELSEVIER P L C SPONSORED 75820510 9,756 274,820 SH 274,255 565
79,808 80,962 114,050 REGAL BELOIT CORP COM 75875010 8,360 418,405 SH 418,405 380,655
37,750 REGAL ENTMT GROUP CL A 75876610 9,095 413,786 SH 413,786 394,663 19,123 REGENCY
CTRS CORP COM 75884910 40,174 859,707 SH 859,707 828,344 31,363 REGENERATION TECH IN
COM 75886N10 4,513 397,596 SH 397,596 360,296 37,300 REGENERON PHARMACEUT COM

75886F10 9,505 699,897 SH 699,897 639,197 60,700 REGENT COMMUNICATION COM 75886510
 4,374 668,807 SH 668,807 617,307 51,500 REGIONS FINL CORP COM 75894010 216,275 5,922,102 SH
 5,922,102 5,521,166 11,337 389,599 REGIS CORP MINN COM 75893210 27,790 625,337 SH 625,337
 600,732 16,000 8,605 REGISTER COM INC COM 75914G10 2,219 374,780 SH 374,780 332,981 41,799
 REHABCARE GROUP INC COM 75914810 6,356 319,729 SH 319,729 293,429 26,300 REINSURANCE
 GROUP AM COM 75935110 11,357 277,205 SH 277,205 266,324 10,881 RELIANCE STEEL & ALU
 COM 75950910 16,087 457,677 SH 457,677 419,877 37,800 RELIANT RES INC COM 75952B10 26,098
 3,178,817 SH 3,178,502 315 3,152,559 788 25,470 RELIV INTL INC COM 75952R10 203 21,125 SH
 21,125 21,125 REMEC INC COM 75954310 7,690 1,011,899 SH 1,011,899 894,799 117,100
 REMINGTON OIL & GAS COM 75959430 7,350 372,138 SH 372,138 342,136 30,002 RENAISSANCE
 LEARNING COM 75968L10 8,768 332,498 SH 332,498 314,998 17,500 RENAISSANCE RE HLDGS
 COM G7496G10 577 11,089 SH 11,089 9,446 1,643 RENAL CARE GROUP INC COM 75993010 28,997
 633,669 SH 633,549 120 629,549 120 4,000 RENT A CTR INC NEW COM 76009N10 46,312 1,405,107
 SH 1,405,107 1,349,139 35,000 20,968 RENT WAY INC COM 76009U10 3,618 411,082 SH 411,082
 343,882 67,200 REPLIGEN CORP COM 75991610 1,277 421,538 SH 421,538 374,038 47,500 REPSOL
 YPF S A SPONSORED 76026T20 1,139 54,743 SH 54,743 54,743 REPUBLIC BANCORP INC COM
 76028210 15,308 1,089,567 SH 1,089,567 1,003,542 86,025 REPUBLIC BANCORP KY CL A 76028120
 3,123 160,406 SH 160,406 143,081 17,325 REPUBLIC BANCSHARES COM 75992910 4,289 142,578 SH
 142,578 131,878 10,700 Page Total 1,412,184 Page 49 of 65 State Street Corporation (STT) SEC13F Report
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REPUBLIC SVCS INC COM 76075910 75,870 2,802,749 SH 2,802,449 300 2,646,827 13,950 141,972
 RES-CARE INC COM 76094310 231 18,100 SH 18,100 18,100 RESEARCH FRONTIERS I COM
 76091110 1,333 138,561 SH 138,561 138,161 400 RESMED INC COM 76115210 17,725 392,234 SH
 392,134 100 389,319 100 2,815 RESOURCE AMERICA INC CL A 76119520 4,635 251,229 SH 251,229
 224,879 26,350 RESOURCES BANKSHARES COM 76121R10 2,428 74,471 SH 74,471 65,121 9,350
 RESOURCES CONNECTION COM 76122Q10 14,742 334,132 SH 334,132 303,582 30,550
 RESPIRONICS INC COM 76123010 25,469 471,478 SH 471,478 459,978 11,500 RESTORATION
 HARDWARE COM 76098110 1,493 299,148 SH 299,148 298,348 800 RETEK INC COM 76128Q10
 8,558 1,132,025 SH 1,132,025 1,032,975 99,050 RETRACTABLE TECHNOLO COM 76129W10 518
 82,440 SH 82,440 82,140 300 REUTERS GROUP PLC SPONSORED 76132M10 482 11,266 SH 11,266
 11,266 REVLON INC CL A 76152550 385 138,852 SH 138,852 138,452 400 REWARDS NETWORK
 INC COM 76155710 4,439 443,879 SH 443,879 407,529 36,350 REX STORES CORP COM 76162410
 2,015 127,993 SH 127,993 110,893 17,100 REYNOLDS & REYNOLDS CL A 76169510 26,480 932,061
 SH 931,861 200 918,761 200 13,100 REYNOLDS R J TOB HLD COM 76182K10 108,346 1,790,849 SH
 1,790,649 200 1,733,495 200 57,154 RF MICRODEVICES INC COM 74994110 30,950 3,658,401 SH
 3,658,401 3,373,001 285,400 RICHARDSON ELECTRS L COM 76316510 841 69,375 SH 69,375 69,075
 300 RIGEL PHARMACEUTICAL COM NEW 76655960 254 11,464 SH 11,464 11,464 RIGGS NATL
 CORP WASH COM 76657010 5,543 321,912 SH 321,792 120 293,342 120 28,450 RIO TINTO PLC
 SPONSORED 76720410 7,910 78,645 SH 78,645 78,645 RITE AID CORP COM 76775410 26,635
 4,896,170 SH 4,896,170 4,763,560 132,610 RIVIANA FOODS INC COM 76953610 2,826 100,934 SH
 100,934 91,934 9,000 RLI CORP COM 74960710 101,047 2,617,787 SH 2,617,787 297,281 2,294,718
 25,788 ROBBINS & MYERS INC COM 77019610 4,546 210,955 SH 210,955 189,705 21,250 ROBERT
 HALF INTL INC COM 77032310 101,945 4,316,041 SH 4,315,941 100 3,939,536 27,428 349,077
 ROCK-TENN CO CL A 77273920 7,520 521,517 SH 521,517 477,317 44,200 ROCKWELL
 AUTOMATION COM 77390310 197,691 5,702,081 SH 5,696,631 5,450 5,264,627 9,900 427,554
 ROCKWELL COLLINS INC COM 77434110 178,601 5,650,153 SH 5,650,153 5,247,489 29,439 373,225
 ROFIN SINAR TECHNOLO COM 77504310 5,995 201,728 SH 201,728 184,828 16,900 ROGERS

COMMUNICATION CL B 77510920 343 18,345 SH 18,345 18,345 ROGERS CORP COM 77513310
 15,507 290,562 SH 290,562 267,012 23,550 ROHM & HAAS CO COM 77537110 248,806 6,245,127 SH
 6,243,927 1,200 5,768,375 5,400 471,352 ROLLINS INC COM 77571110 13,222 513,064 SH 513,064
 471,864 41,200 ROPER INDS INC NEW COM 77669610 35,321 732,048 SH 730,823 1,225 683,326 1,225
 47,497 ROSS STORES INC COM 77829610 72,249 2,358,768 SH 2,358,168 600 2,328,110 900 29,758
 ROTO ROOTER INC NEW COM 77878710 8,497 168,084 SH 168,084 150,284 17,800 ROUSE CO COM
 77927310 94,977 1,771,964 SH 1,771,964 1,661,912 1,650 108,402 ROWAN COS INC COM 77938210
 62,005 2,939,999 SH 2,939,999 2,778,972 1,100 159,927 ROXIO INC COM 78000810 2,460 550,248 SH
 550,248 428,390 121,858 ROYAL BANCSHARES PA CL A 78008110 1,909 74,850 SH 74,850 71,044
 3,806 ROYAL BK CDA MONTREA COM 78008710 3,741 78,438 SH 78,438 56,046 22,392 ROYAL
 CARIBBEAN CRUI COM V7780T10 10,610 240,595 SH 240,595 229,795 10,800 ROYAL DUTCH PETE
 CO NY REG EUR 78025780 10,908 229,264 SH 229,264 228,954 310 ROYAL GOLD INC COM
 78028710 5,390 304,345 SH 304,345 255,115 49,230 RPC INC COM 74966010 3,219 288,992 SH 288,992
 270,492 18,500 RPM INTL INC COM 74968510 25,971 1,570,221 SH 1,569,821 400 1,548,621 400
 21,200 RSA SEC INC COM 74971910 25,115 1,336,640 SH 1,336,640 1,255,490 81,150 RTI INTL
 METALS INC COM 74973W10 5,678 358,679 SH 358,679 305,549 53,130 RUBY TUESDAY INC COM
 78118210 30,139 937,452 SH 937,452 908,469 28,983 RUDDICK CORP COM 78125810 18,306 904,427
 SH 904,427 841,377 63,050 RUDOLPH TECHNOLOGIES COM 78127010 4,279 228,458 SH 228,458
 209,908 18,550 Page Total 1,666,106 Page 50 of 65 State Street Corporation (STT) SEC13F Report - March
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RUSS BERRIE & CO COM 78223310 6,043 172,650 SH 172,650 151,255 21,395 RUSSELL CORP COM
 78235210 9,248 506,480 SH 506,480 457,630 48,850 RYANAIR HLDGS PLC SPONSORED 78351310
 6,653 194,583 SH 193,883 700 100,422 700 93,461 RYANS FAMILY STEAK H COM 78351910 12,721
 740,450 SH 740,450 670,325 70,125 RYDER SYS INC COM 78354910 63,121 1,629,776 SH 1,629,776
 1,523,282 950 105,544 RYERSON TULL INC NEW COM 78375P10 5,152 393,567 SH 393,567 357,317
 36,250 RYLAND GROUP INC COM 78376410 34,510 388,498 SH 388,498 347,106 20,250 21,142 S & T
 BANCORP INC COM 78385910 13,611 452,787 SH 452,787 413,287 39,500 S Y BANCORP INC COM
 78506010 3,993 178,253 SH 178,253 163,553 14,700 S1 CORPORATION COM 78463B10 9,531
 1,254,070 SH 1,254,070 1,137,770 116,300 SABRE HLDGS CORP CL A 78590510 87,091 3,510,321 SH
 3,509,571 750 3,257,707 4,250 248,364 SAFECO CORP COM 78642910 163,688 3,796,096 SH 3,796,096
 3,412,177 13,000 370,919 SAFEGUARD SCIENTIFIC COM 78644910 7,562 2,032,900 SH 2,032,900
 1,821,751 211,149 SAFENET INC COM 78645R10 13,780 367,067 SH 367,067 334,893 32,174 SAFETY
 INS GROUP INC COM 78648T10 2,912 153,591 SH 153,591 138,691 14,900 SAFEWAY INC COM
 NEW 78651420 237,502 11,540,416 SH 11,540,416 10,520,548 10,400 1,009,468 SAFLINK CORP COM
 NEW 78657830 1,362 442,317 SH 442,317 395,917 46,400 SAGA COMMUNICATIONS CL A 78659810
 4,608 247,053 SH 247,053 219,553 27,500 SAKS INC COM 79377W10 62,789 3,567,562 SH 3,566,362
 1,200 3,394,703 1,550 171,309 SALEM COMMUNICATIONS CL A 79409310 4,362 158,606 SH 158,606
 143,856 14,750 SALIX PHARMACEUTICAL COM 79543510 8,830 304,264 SH 304,264 273,114 31,150
 SAN PAOLO-IMI S P A SPONSORED 79917510 6,676 291,161 SH 290,356 805 123,356 805 167,000
 SANCHEZ COMPUTER ASS COM 79970210 1,222 186,810 SH 186,810 186,210 600 SANDERS
 MORRIS HARRI COM 80000Q10 1,894 157,944 SH 157,944 138,044 19,900 SANDERSON FARMS INC
 COM 80001310 12,647 344,321 SH 344,321 332,621 11,700 SANDISK CORP COM 80004C10 56,827
 2,003,775 SH 2,003,055 720 1,975,375 720 27,680 SANDY SPRING BANCORP COM 80036310 8,844
 243,838 SH 243,838 221,238 22,600 SANFILIPPO JOHN B & COM 80042210 3,477 94,730 SH 94,730
 79,930 14,800 SANMINA SCI CORP COM 80090710 246,881 22,362,418 SH 22,362,418 20,198,772
 319,200 1,844,446 SANOFI-SYNTHELABO SPONSORED 80105N10 15,320 468,924 SH 467,594 1,330
 187,694 1,330 279,900 SANTANDER BANCORP COM 80280910 3,693 134,287 SH 134,287 120,887

13,400 SAP AKTIENGESELLSCHA SPONSORED 80305420 18,142 461,502 SH 460,282 1,220 175,932
 1,220 284,350 SAPIENT CORP COM 80306210 8,554 1,418,555 SH 1,418,555 1,216,015 202,540 SARA
 LEE CORP COM 80311110 496,416 22,708,895 SH 22,708,683 212 20,913,992 156,504 1,638,399
 SAUER-DANFOSS INC COM 80413710 2,609 190,875 SH 190,875 190,475 400 SAUL CTRS INC COM
 80439510 9,230 302,118 SH 302,118 266,048 36,070 SAVIENT PHARMACEUTIC COM 80517Q10
 3,688 963,001 SH 963,001 866,301 96,700 SAXON CAPITAL INC COM 80556P30 13,059 459,839 SH
 459,839 416,989 42,850 SBA COMMUNICATIONS C COM 78388J10 2,943 758,632 SH 758,632 694,832
 63,800 SBC COMMUNICATIONS I COM 78387G10 2,434,461 99,203,798 SH 99,203,798 88,619,136
 2,209,485 8,375,177 SBS TECHNOLOGIES INC COM 78387P10 4,372 282,797 SH 282,797 256,597
 26,200 SCANA CORP NEW COM 80589M10 79,347 2,244,608 SH 2,244,208 400 2,181,787 400 62,421
 SCANSOFT INC COM 80603P10 6,966 1,255,048 SH 1,255,048 1,126,512 128,536 SCANSOURCE INC
 COM 80603710 8,834 184,311 SH 184,311 164,036 20,275 SCBT FINANCIAL CORP COM 78401V10
 3,781 120,031 SH 120,031 106,607 13,424 SCHAWK INC CL A 80637310 1,445 107,994 SH 107,994
 107,694 300 SCHEIN HENRY INC COM 80640710 48,387 678,740 SH 678,640 100 666,695 100 11,945
 SCHERING A G SPONSORED 80658520 492 10,292 SH 10,292 10,292 SCHERING PLOUGH CORP
 COM 80660510 580,272 35,775,102 SH 35,773,962 1,140 33,329,011 16,463 2,429,628
 SCHLUMBERGER LTD COM 80685710 750,581 11,755,380 SH 11,754,930 450 10,486,808 87,150
 1,181,422 SCHNITZER STL INDS CL A 80688210 8,257 259,011 SH 259,011 230,361 28,650
 SCHOLASTIC CORP COM 80706610 14,866 545,541 SH 545,541 528,915 16,626 SCHOOL
 SPECIALTY INC COM 80786310 14,856 417,646 SH 417,646 392,446 25,200 Page Total 5,628,107 Page
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SCHULMAN A INC COM 80819410 11,437 582,032 SH 582,032 526,032 56,000 SCHWAB CHARLES
 CORP COM 80851310 382,928 32,982,586 SH 32,981,586 1,000 29,929,805 28,200 3,024,581
 SCHWEITZER-MAUDUIT I COM 80854110 6,989 216,383 SH 216,383 215,583 800 SCICLONE
 PHARMACEUTI COM 80862K10 4,014 743,304 SH 743,304 682,804 60,500 SCIENTIFIC ATLANTA I
 COM 80865510 232,313 7,183,443 SH 7,183,443 6,523,435 68,400 591,608 SCIENTIFIC GAMES COR
 CL A 80874P10 19,222 1,026,814 SH 1,026,814 951,714 75,100 SCOTTISH PWR PLC SPON ADR F
 81013T70 207,135 7,288,364 SH 7,288,364 14,239 7,274,125 SCOTTS CO CL A 81018610 21,520
 335,461 SH 335,461 330,561 4,900 SCP POOL CORP COM 78402810 22,067 592,240 SH 591,910 330
 543,079 330 48,831 SCRIPPS E W CO OHIO CL A 81105420 40,850 404,019 SH 404,019 374,796 29,223
 SCS TRANSN INC COM 81111T10 5,435 249,314 SH 249,094 220 224,719 220 24,375 SEABULK INTL
 INC COM 81169P10 1,739 197,578 SH 197,578 178,478 19,100 SEACHANGE INTL INC COM
 81169910 6,085 397,683 SH 397,683 360,283 37,400 SEACOAST BKG CORP FL COM 81170730 3,973
 191,954 SH 191,954 175,874 16,080 SEACOAST FINL SVCS C COM 81170Q10 14,681 438,234 SH
 438,234 402,434 35,800 SEACOR HOLDINGS INC COM 81190410 12,518 304,716 SH 304,716 276,766
 27,950 SEAGATE TECHNOLOGY SHS G7945J10 2,532 156,971 SH 156,971 153,771 3,200 SEALED
 AIR CORP NEW COM 81211K10 152,152 3,059,558 SH 3,059,558 2,767,258 68,143 224,157 SEARS
 ROEBUCK & CO COM 81238710 1,038,915 24,183,319 SH 24,182,969 350 5,690,351 17,960,459
 532,509 SEATTLE GENETICS INC COM 81257810 4,498 546,489 SH 546,489 526,189 20,300 SECOND
 BANCORP INC COM 81311410 4,563 140,666 SH 140,666 126,416 14,250 SECURE COMPUTING COR
 COM 81370510 10,531 645,295 SH 645,295 586,045 59,250 SECURITY BANK CORP COM 81404710
 1,420 47,332 SH 47,332 47,132 200 SEEBEYOND TECHNOLOGI COM 81570410 3,534 872,509 SH
 872,509 757,209 115,300 SEI INVESTMENTS CO COM 78411710 57,043 1,728,590 SH 1,728,390 200
 1,666,473 200 61,917 SELECT COMFORT CORP COM 81616X10 18,332 664,426 SH 664,426 633,526
 30,900 SELECT MEDICAL CORP COM 81619610 15,194 909,797 SH 909,797 835,284 74,513 SELECT
 SECTOR SPDR T SBI INT-EN 81369Y50 408 13,898 SH 13,898 13,898 SELECT SECTOR SPDR T SBI
 CONS S 81369Y30 297 13,000 SH 13,000 13,000 SELECTIVE INS GROUP COM 81630010 23,349

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665,794 SH 665,794 618,595 47,199 SEMCO ENERGY INC COM 78412D10 2,578 455,436 SH 455,436
 419,936 35,500 SEMITOOOL INC COM 81690910 3,666 289,545 SH 289,545 255,045 34,500 SEMPRA
 ENERGY COM 81685110 218,587 6,873,817 SH 6,873,817 6,393,136 12,234 468,447 SEMTECH CORP
 COM 81685010 34,915 1,529,329 SH 1,529,329 1,432,411 96,918 SENIOR HSG PPTYS TR SH BEN INT
 81721M10 16,008 820,939 SH 820,939 750,022 70,917 SENSIENT TECHNOLOGIE COM 81725T10
 20,796 1,113,865 SH 1,113,865 1,039,812 74,053 SEPRACOR INC COM 81731510 53,348 1,109,111 SH
 1,108,711 400 1,092,138 400 16,573 SEQUA CORPORATION CL A 81732010 5,772 116,849 SH 116,849
 104,413 12,436 SERENA SOFTWARE INC COM 81749210 9,389 461,360 SH 461,360 426,410 34,950
 SEROLOGICALS CORP COM 81752310 11,338 555,770 SH 555,770 518,170 37,600 SERVICE CORP
 INTL COM 81756510 22,422 3,001,671 SH 3,001,671 2,977,381 24,290 SERVICEMASTER CO COM
 81760N10 45,764 3,810,494 SH 3,810,494 3,586,725 4,400 219,369 SFBC INTL INC COM 78412110
 3,120 104,416 SH 104,416 97,816 6,600 SHARPER IMAGE CORP COM 82001310 5,363 164,598 SH
 164,598 149,448 15,150 SHAW COMMUNICATIONS CL B CONV 82028K20 419 25,682 SH 25,682
 25,682 SHAW GROUP INC COM 82028010 11,101 1,024,098 SH 1,024,098 951,798 72,300 SHELL
 TRANS & TRADIN ADR NY SHS 82270360 3,537 88,612 SH 88,612 88,612 SHENANDOAH
 TELECOMMU COM 82312B10 3,010 133,732 SH 133,732 121,332 12,400 SHERWIN WILLIAMS CO
 COM 82434810 245,622 6,391,402 SH 6,391,402 5,802,466 26,492 562,444 SHOE CARNIVAL INC COM
 82488910 2,924 188,749 SH 188,749 173,749 15,000 SHOPKO STORES INC COM 82491110 9,680
 662,114 SH 662,114 614,614 47,500 SHORE BANCSHARES INC COM 82510710 2,792 85,653 SH
 85,653 76,453 9,200 SHUFFLE MASTER INC COM 82554910 15,439 332,089 SH 332,089 301,539
 30,550 Page Total 3,073,262 Page 52 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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SHURGARD STORAGE CTR COM 82567D10 29,907 749,546 SH 749,546 725,178 24,368 SI INTL INC
 COM 78427V10 562 24,300 SH 24,300 24,300 SIEBEL SYS INC COM 82617010 137,156 11,895,537 SH
 11,894,737 800 10,940,508 12,100 942,929 SIEMENS A G SPONSORED 82619750 12,621 170,442 SH
 170,027 415 87,527 415 82,500 SIERRA BANCORP COM 82620P10 1,656 109,292 SH 109,292 109,092
 200 SIERRA HEALTH SVCS I COM 82632210 30,561 839,600 SH 839,600 795,100 44,500 SIERRA
 PAC RES NEW COM 82642810 24,661 3,332,538 SH 3,332,538 3,107,688 224,850 SIGMA ALDRICH
 CORP COM 82655210 119,704 2,161,499 SH 2,161,499 1,987,893 14,337 159,269 SIGMA DESIGNS INC
 COM 82656510 2,165 301,942 SH 301,942 275,842 26,100 SIGMATEL INC COM 82661W10 345 15,515
 SH 15,515 15,515 SILGAN HOLDINGS INC COM 82704810 9,233 201,893 SH 201,893 185,954 15,939
 SILICON GRAPHICS INC COM 82705610 8,667 3,412,308 SH 3,412,308 3,067,058 345,250 SILICON
 IMAGE INC COM 82705T10 12,072 1,167,529 SH 1,167,529 1,060,229 107,300 SILICON
 LABORATORIES COM 82691910 26,627 503,534 SH 503,534 496,134 7,400 SILICON STORAGE
 TECH COM 82705710 25,704 1,986,376 SH 1,986,376 1,853,126 133,250 SILICON VY BANCSHARE
 COM 82706410 35,611 1,097,756 SH 1,097,756 1,046,298 51,458 SILICONIX INC COM NEW 82707920
 6,209 133,871 SH 133,871 125,171 8,700 SIMMONS 1ST NATL COR CL A \$1 PA 82873020 6,932
 251,704 SH 251,704 224,504 27,200 SIMON PPTY GROUP INC COM 82880610 354,513 6,066,278 SH
 6,066,278 5,636,054 4,267 425,957 SIMPLETECH INC COM 82882310 561 118,064 SH 118,064 117,664
 400 SIMPSON MANUFACTURIN COM 82907310 16,358 334,174 SH 334,174 307,574 26,600
 SINCLAIR BROADCAST G CL A 82922610 8,932 714,533 SH 714,533 656,333 58,200 SIPEX CORP
 COM 82990910 2,309 366,510 SH 366,510 364,710 1,800 SIRIUS SATELLITE RAD COM 82966U10
 32,814 9,651,285 SH 9,651,285 9,593,942 57,343 SIRNA THERAPEUTICS I COM 82966910 548 135,368
 SH 135,368 128,068 7,300 SIRVA INC COM 82967Y10 538 22,300 SH 22,300 22,300 SIX FLAGS INC
 COM 83001P10 15,247 1,942,243 SH 1,942,243 1,783,943 158,300 SIZELER PPTY INVS IN COM
 83013710 2,993 257,169 SH 257,169 207,169 50,000 SJW CORP COM 78430510 3,797 109,554 SH
 109,554 98,820 10,734 SK TELECOM LTD SPONSORED 78440P10 2,607 122,390 SH 122,390 122,390
 SKECHERS U S A INC CL A 83056610 3,833 292,379 SH 292,379 264,179 28,200 SKY FINL GROUP

INC COM 83080P10 24,779 954,862 SH 954,862 947,657 7,205 SKYLINE CORP COM 83083010 4,122
 106,873 SH 106,873 97,373 9,500 SKYWEST INC COM 83087910 19,252 996,492 SH 995,942 550
 906,727 750 89,015 SKYWORKS SOLUTIONS I COM 83088M10 29,856 2,558,353 SH 2,557,463 890
 2,322,409 890 235,054 SL GREEN RLTY CORP COM 78440X10 47,453 994,824 SH 994,824 926,537
 68,287 SLM CORP COM 78442P10 478,167 11,425,744 SH 11,425,444 300 10,298,695 74,749 1,052,300
 SM&A COM 78465D10 2,191 199,018 SH 199,018 178,318 20,700 SMART & FINAL INC COM
 83168310 2,712 236,215 SH 236,215 208,295 27,920 SMITH A O COM 83186520 8,766 302,813 SH
 302,813 271,664 31,149 SMITH INTL INC COM 83211010 86,838 1,622,832 SH 1,621,787 1,045
 1,571,009 1,045 50,778 SMITHFIELD FOODS INC COM 83224810 34,145 1,259,047 SH 1,259,047
 1,240,251 18,796 SMUCKER J M CO COM NEW 83269640 34,986 662,865 SH 662,855 10 640,575 33
 22,257 SMURFIT-STONE CONTAI COM 83272710 49,865 2,836,454 SH 2,836,454 2,715,128 3,950
 117,376 SNAP ON INC COM 83303410 45,369 1,402,888 SH 1,402,888 1,312,519 500 89,869 SOHU
 COM INC COM 83408W10 6,980 280,449 SH 280,449 251,049 29,400 SOLA INTL INC COM 83409210
 10,895 468,621 SH 468,621 433,171 35,450 SOLECTRON CORP COM 83418210 116,299 21,030,542 SH
 21,030,542 19,187,489 19,000 1,824,053 SONIC AUTOMOTIVE INC CL A 83545G10 11,729 468,204
 SH 468,204 426,304 41,900 SONIC CORP COM 83545110 25,567 743,670 SH 743,670 686,099 57,571
 SONIC SOLUTIONS COM 83546010 4,682 243,225 SH 243,225 229,925 13,300 SONICWALL INC
 COM 83547010 8,456 937,496 SH 937,496 844,846 92,650 SONOCO PRODS CO COM 83549510
 108,176 4,455,350 SH 4,455,050 300 1,431,527 2,980,713 43,110 Page Total 2,096,729 Page 53 of 65 State
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SONOSITE INC COM 83568G10 5,333 250,274 SH 250,274 226,320 23,954 SONUS NETWORKS INC
 COM 83591610 13,870 3,659,519 SH 3,659,519 3,342,513 317,006 SONY CORP ADR NEW 83569930
 1,467 35,088 SH 35,088 35,088 SOTHEBYS HLDGS INC CL A 83589810 13,483 1,049,291 SH 1,049,291
 927,461 121,830 SOUND FED BANCORP IN COM 83607V10 3,215 218,709 SH 218,709 194,309 24,400
 SOURCE INTERLINK COS COM NEW 83615120 2,125 169,989 SH 169,989 169,489 500
 SOURCECORP COM 83616710 9,320 351,701 SH 351,701 328,639 23,062 SOUTH FINL GROUP INC
 COM 83784110 32,227 1,089,120 SH 1,089,120 1,011,512 77,608 SOUTH JERSEY INDS IN COM
 83851810 9,713 237,420 SH 237,420 206,942 30,478 SOUTHERN CO COM 84258710 722,753
 23,696,823 SH 23,696,823 21,855,577 60,353 1,780,893 SOUTHERN FINL BANCOR COM 84287010
 4,378 98,158 SH 98,158 88,755 9,403 SOUTHERN PERU COPPER COM 84361110 6,135 151,679 SH
 151,679 138,894 12,785 SOUTHERN UN CO NEW COM 84403010 19,408 1,024,156 SH 1,024,024 132
 934,673 132 89,351 SOUTHSIDE BANCSHARES COM 84470P10 2,828 151,628 SH 151,628 134,553
 17,075 SOUTHTRUST CORP COM 84473010 277,814 8,375,465 SH 8,375,465 7,733,953 8,600 632,912
 SOUTHWEST AIRLS CO COM 84474110 1,315,723 92,591,352 SH 92,591,052 300 17,375,744
 73,684,210 1,531,398 SOUTHWEST BANCORP IN COM 84476710 4,259 245,904 SH 245,904 228,804
 17,100 SOUTHWEST BANCORPORA COM 84476R10 22,779 603,739 SH 602,144 1,595 557,394 1,595
 44,750 SOUTHWEST GAS CORP COM 84489510 14,047 600,316 SH 600,316 544,116 56,200
 SOUTHWEST WTR CO COM 84533110 3,218 235,388 SH 235,388 214,189 21,199 SOUTHWESTERN
 ENERGY COM 84546710 17,297 717,143 SH 717,143 658,393 58,750 SOVEREIGN BANCORP IN COM
 84590510 93,518 4,365,931 SH 4,365,131 800 4,210,092 5,600 150,239 SOVRAN SELF STORAGE COM
 84610H10 16,486 394,675 SH 394,675 357,545 37,130 SPANISH BROADCASTING CL A 84642588
 6,023 576,393 SH 576,393 515,093 61,300 SPARTECH CORP COM NEW 84722020 12,855 516,273 SH
 514,373 1,900 480,673 1,900 33,700 SPDR TR UNIT SER 1 78462F10 97,181 859,246 SH 859,246
 757,991 101,255 SPECIALTY LABORATORI COM 84749R10 1,602 148,326 SH 148,326 127,726 20,600
 SPECTRALINK CORP COM 84758010 5,719 335,210 SH 335,210 299,660 35,550 SPEEDWAY
 MOTORSPORTS COM 84778810 8,187 270,102 SH 270,102 249,002 21,100 SPHERION CORP COM
 84842010 10,485 1,024,902 SH 1,024,902 915,052 109,850 SPINNAKER EXPL CO COM 84855W10

15,321 426,530 SH 426,530 386,380 40,150 SPORTS AUTH INC NEW COM 84917U10 14,089 351,522 SH 351,522 320,115 31,407 SPORTS RESORTS INTL COM 84918U10 842 204,431 SH 204,431 161,631 42,800 SPORTSMANS GUIDE INC COM NEW 84890720 221 10,800 SH 10,800 10,800 SPRINT CORP COM FON GR 85206110 467,889 25,387,370 SH 25,387,030 340 23,402,486 73,858 1,911,026 SPRINT CORP PCS COM SE 85206150 265,384 28,846,126 SH 28,846,126 26,039,727 198,573 2,607,826 SPSS INC COM 78462K10 4,393 238,737 SH 238,737 218,537 20,200 SPX CORP COM 78463510 106,797 2,348,212 SH 2,347,912 300 2,144,960 68,600 134,652 SRA INTL INC CL A 78464R10 5,728 155,063 SH 155,063 140,813 14,250 SS&C TECHNOLOGIES IN COM 85227Q10 9,457 387,915 SH 387,915 360,315 27,600 ST JOE CO COM 79014810 15,601 383,422 SH 383,422 366,509 16,913 ST JUDE MED INC COM 79084910 372,301 5,163,674 SH 5,163,674 4,663,854 38,320 461,500 ST MARY LD & EXPL CO COM 79222810 16,817 503,060 SH 503,060 449,960 53,100 ST PAUL COS INC COM 79286010 254,847 6,369,594 SH 6,369,594 5,754,774 5,750 609,070 STAAR SURGICAL CO COM PAR \$0 85231230 2,670 297,642 SH 297,642 271,242 26,400 STAGE STORES INC COM NEW 85254C30 11,741 303,154 SH 303,154 273,254 29,900 STAMPS COM INC COM 85285710 3,761 627,892 SH 627,892 566,092 61,800 STANCORP FINL GROUP COM 85289110 32,463 497,520 SH 497,520 470,675 21,300 5,545 STANDARD COML CORP COM 85325810 2,393 129,022 SH 129,022 128,622 400 STANDARD MICROSYSTEM COM 85362610 6,387 238,955 SH 238,955 214,455 24,500 STANDARD MTR PRODS I COM 85366610 2,074 132,293 SH 132,293 131,993 300 STANDARD PAC CORP NE COM 85375C10 34,600 576,672 SH 576,672 525,432 51,240 STANDARD REGISTER CO COM 85388710 4,343 270,958 SH 270,958 231,508 39,450 Page Total 4,403,572 Page 54 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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STANDEX INTL CORP COM 85423110 5,410 200,361 SH 200,361 179,061 21,300 STANLEY FURNITURE IN COM NEW 85430520 3,418 87,810 SH 87,810 79,510 8,300 STANLEY WKS COM 85461610 145,984 3,420,433 SH 3,420,433 3,166,076 5,300 249,057 STAPLES INC COM 85503010 386,170 15,251,564 SH 15,251,364 200 13,875,662 98,704 1,277,198 STAR SCIENTIFIC INC COM 85517P10 1,626 393,666 SH 393,666 392,666 1,000 STARBUCKS CORP COM 85524410 384,716 10,158,869 SH 10,158,669 200 9,141,495 63,950 953,424 STARTEK INC COM 85569C10 7,360 202,526 SH 202,526 186,376 16,150 STARWOOD HOTELS&RESO PAIRED CTF 85590A20 259,169 6,399,236 SH 6,399,236 4,784,374 1,140,861 474,001 STATE AUTO FINL CORP COM 85570710 6,186 239,681 SH 239,681 219,056 20,625 STATE BANCORP INC N. COM 85571610 2,721 112,891 SH 112,891 100,741 12,150 STATE FINL SVCS CORP CL A 85685510 2,414 85,315 SH 85,315 76,115 9,200 STATE STR CORP COM 85747710 791,052 15,174,602 SH 15,171,602 3,000 7,666,933 6,776,874 730,795 STATEN IS BANCORP IN COM 85755010 23,046 926,274 SH 926,274 840,124 86,150 STATION CASINOS INC COM 85768910 17,340 392,576 SH 392,576 389,135 3,441 STEAK N SHAKE CO COM 85787310 8,028 417,035 SH 417,035 378,985 38,050 STEEL DYNAMICS INC COM 85811910 15,930 642,848 SH 642,848 588,298 54,550 STEEL TECHNOLOGIES I COM 85814710 206 10,684 SH 10,324 360 10,324 360 STEELCASE INC CL A 85815520 5,979 459,919 SH 459,919 436,014 23,905 STEIN MART INC COM 85837510 5,450 395,810 SH 395,810 334,190 61,620 STEINWAY MUSICAL INS COM ORD 85849510 5,500 171,618 SH 171,618 171,418 200 STELLENT INC COM 85856W10 2,175 291,103 SH 291,103 290,403 700 STEPAN CO COM 85858610 3,766 164,886 SH 164,886 155,086 9,800 STERICYCLE INC COM 85891210 24,140 503,343 SH 503,343 496,096 7,247 STERIS CORP COM 85915210 32,153 1,246,240 SH 1,246,240 1,233,340 12,900 STERLING BANCORP COM 85915810 6,439 220,889 SH 220,889 193,689 27,200 STERLING BANCSHARES COM 85890710 9,322 696,215 SH 696,215 632,965 63,250 STERLING FINL CORP COM 85931710 9,074 352,920 SH 352,920 321,733 31,187 STERLING FINL CORP W COM 85931910 13,768 374,633 SH 374,633 343,240 31,393 STET HELLAS COMMUNIC ADR 85982310 1,096 53,705 SH 53,705 3,444 50,261 STEWART & STEVENSON COM 86034210 7,174 490,701 SH 490,701 444,951 45,750 STEWART ENTERPRISES CL

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A 86037010 14,694 2,021,127 SH 2,021,127 1,845,537 175,590 STEWART INFORMATION COM
86037210 14,279 363,332 SH 363,332 321,172 42,160 STEWART W P & CO LTD COM G8492210 232
11,642 SH 11,642 11,642 STILLWATER MNG CO COM 86074Q10 12,629 804,383 SH 804,383 719,700
84,683 STMICROELECTRONICS N NY REGISTR 86101210 1,224 51,865 SH 51,865 51,865 STONE
ENERGY CORP COM 86164210 21,974 444,277 SH 444,277 406,995 37,282 STONERIDGE INC COM
86183P10 3,972 275,458 SH 275,458 255,408 20,050 STORA ENSO CORP SPON ADR R 86210M10 438
34,650 SH 34,650 34,650 STORAGE TECHNOLOGY C COM PAR \$0 86211120 102,196 3,672,147 SH
3,671,847 300 3,441,214 37,700 193,233 STRATASYS INC COM 86268510 2,497 131,343 SH 131,343
114,493 16,850 STRATEX NETWORKS INC COM 86279T10 6,805 1,432,643 SH 1,432,643 1,275,149
157,494 STRATTEC SEC CORP COM 86311110 5,839 92,216 SH 92,216 84,554 7,662 STRAYER ED
INC COM 86323610 21,890 187,158 SH 187,158 166,258 20,900 STREETTRACKS SER TR DJ LRG
CAP 86330E20 2,507 20,054 SH 20,054 20,054 STRIDE RITE CORP COM 86331410 6,927 652,866 SH
652,866 584,066 68,800 STRYKER CORP COM 86366710 423,530 4,784,029 SH 4,783,929 100
4,341,751 31,205 411,073 STUDENT LN CORP COM 86390210 8,417 54,301 SH 54,301 54,101 200
STURM RUGER & CO INC COM 86415910 4,651 344,236 SH 344,236 313,936 30,300 SUFFOLK
BANCORP COM 86473910 6,544 191,061 SH 191,061 175,161 15,900 SUMMIT AMER TELEVISI COM
86600T10 2,401 594,392 SH 594,392 516,092 78,300 SUMMIT BANCSHARES IN COM 86601110 2,565
85,224 SH 85,224 74,824 10,400 SUMMIT PPTYS INC COM 86623910 15,763 660,923 SH 660,923
611,276 49,647 SUN BANCORP INC COM 86663B10 3,659 144,752 SH 144,752 129,122 15,630 Page
Total 2,872,445 Page 55 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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SUN
BANCORP INC COM 86663410 1,735 88,960 SH 88,960 78,460 10,500 SUN COMMUNITIES INC COM
86667410 16,286 380,342 SH 380,342 342,794 37,548 SUN LIFE FINL INC COM 86679610 565 21,049
SH 21,049 21,049 SUN MICROSYSTEMS INC COM 86681010 354,745 85,070,624 SH 85,067,544 3,080
77,281,607 84,630 7,704,387 SUNCOR ENERGY INC COM 86722910 1,342 49,054 SH 49,054 49,054
SUNGARD DATA SYS INC COM 86736310 205,070 7,484,321 SH 7,483,721 600 6,893,670 7,500
583,151 SUNOCO INC COM 86764P10 230,628 3,697,151 SH 3,697,151 3,447,692 8,350 241,109
SUNRISE SENIOR LIVIN COM 86768K10 10,361 289,017 SH 289,017 260,767 28,250 SUNTRUST
BKS INC COM 86791410 495,929 7,114,178 SH 7,113,978 200 6,451,874 6,400 655,904
SUPERCONDUCTOR TECHN COM 86793110 1,970 856,631 SH 856,631 802,731 53,900 SUPERGEN
INC COM 86805910 6,901 539,149 SH 539,149 486,549 52,600 SUPERIOR ENERGY SVCS COM
86815710 8,755 868,596 SH 868,596 781,296 87,300 SUPERIOR INDS INTL I COM 86816810 19,557
551,847 SH 551,747 100 515,797 100 35,950 SUPERTEX INC COM 86853210 2,701 161,931 SH 161,931
144,981 16,950 SUPERVALU INC COM 86853610 157,238 5,148,590 SH 5,148,590 4,620,184 23,850
504,556 SUPPORTSOFT INC COM 86858710 5,850 531,354 SH 531,354 490,054 41,300 SUREWEST
COMMUNICATI COM 86873310 6,547 244,296 SH 244,296 222,296 22,000 SURMODICS INC COM
86887310 5,102 256,245 SH 256,245 235,395 20,850 SUSQUEHANNA BANCShar COM 86909910
17,712 689,737 SH 689,737 629,488 60,249 SWIFT ENERGY CO COM 87073810 8,360 443,489 SH
443,489 401,839 41,650 SWIFT TRANSN CO COM 87075610 14,584 843,469 SH 843,269 200 828,840
200 14,429 SWS GROUP INC COM 878503N10 4,795 267,705 SH 267,705 239,155 28,550 SYBASE INC
COM 87113010 40,475 1,928,299 SH 1,928,299 1,781,862 146,437 SYBRON DENTAL SPECIA COM
87114210 23,038 845,440 SH 845,287 153 786,911 153 58,376 SYCAMORE NETWORKS IN COM
87120610 11,984 2,937,167 SH 2,937,167 2,654,367 282,800 SYKES ENTERPRISES IN COM 87123710
2,734 459,491 SH 459,491 390,941 68,550 SYLVAN LEARNING SYS COM 87139910 26,819 763,847
SH 763,847 695,747 68,100 SYMANTEC CORP COM 87150310 384,098 8,295,846 SH 8,295,046 800
7,610,754 46,100 638,992 SYMBOL TECHNOLOGIES COM 87150810 80,167 5,809,176 SH 5,809,176
5,405,188 6,050 397,938 SYMMETRICOM INC COM 87154310 5,765 642,694 SH 642,694 587,294
55,400 SYMYX TECHNOLOGIES COM 87155S10 11,582 403,554 SH 403,554 364,654 38,900

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SYNAPTICS INC COM 87157D10 6,477 369,278 SH 369,278 345,878 23,400 SYNGENTA AG
SPONSORED 87160A10 394 27,329 SH 27,329 27,329 SYNOPSIS INC COM 87160710 67,283
2,341,912 SH 2,340,132 1,780 2,259,676 3,880 78,356 SYNOVIS LIFE TECHNOL COM 87162G10 2,313
161,993 SH 161,993 145,793 16,200 SYNOVUS FINL CORP COM 87161C10 185,030 7,567,707 SH
7,567,707 6,884,781 47,400 635,526 SYNPLICITY INC COM 87160Y10 1,067 148,169 SH 148,169
147,669 500 SYNTEL INC COM 87162H10 3,922 142,168 SH 142,168 141,768 400 SYNTROLEUM
CORP COM 87163010 359 50,168 SH 50,168 50,168 SYPRIS SOLUTIONS INC COM 87165510 1,551
91,264 SH 91,264 91,064 200 SYSCO CORP COM 87182910 695,811 17,818,473 SH 17,813,933 4,540
16,081,288 135,773 1,601,412 SYSTEMAX INC COM 87185110 630 119,269 SH 119,269 118,869 400
TAIWAN SEMICONDUCTOR SPONSORED 87403910 44,771 4,288,397 SH 4,281,317 7,080 2,575,183
7,080 1,706,134 TAKE-TWO INTERACTIVE COM 87405410 30,199 820,846 SH 820,846 754,953
65,893 TALBOTS INC COM 87416110 10,069 281,419 SH 281,419 279,302 2,117 TALISMAN ENERGY
INC COM 87425E10 843 14,299 SH 14,299 14,299 TALK AMERICA HLDGS I COM NEW 87426R20
8,694 1,032,499 SH 1,032,499 990,433 42,066 TALX CORP COM 87491810 5,770 262,889 SH 262,889
238,189 24,700 TANGER FACTORY OUTLE COM 87546510 15,475 341,451 SH 341,451 323,457
17,994 TANOX INC COM 87588Q10 6,717 451,122 SH 451,122 414,860 36,262 TARAGON RLTY INVS
IN COM 87628710 1,506 105,700 SH 105,700 105,450 250 TARGET CORP COM 87612E10 3,740,931
83,057,978 SH 83,057,678 300 21,296,133 59,720,686 2,041,159 TAUBMAN CTRS INC COM 87666410
26,508 1,053,175 SH 1,053,175 977,511 75,664 Page Total 7,019,718 Page 56 of 65 State Street
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TAYLOR CAP GROUP INC COM 87685110 1,533 66,489 SH 66,489 56,689 9,800 TBC CORP COM
87218010 9,136 311,053 SH 311,053 284,853 26,200 TC PIPELINES LP UT COM LTD 87233Q10 724
19,873 SH 19,873 19,873 TCF FINL CORP COM 87227510 50,526 989,345 SH 989,045 300 970,071 300
18,974 TECH DATA CORP COM 87823710 33,835 826,453 SH 826,253 200 815,336 200 10,917
TECHNE CORP COM 87837710 35,225 863,578 SH 863,158 420 793,908 420 69,250 TECHNICAL
OLYMPIC US COM 87848310 1,882 58,798 SH 58,798 58,598 200 TECHNITROL INC COM 87855510
14,444 768,292 SH 768,292 704,742 63,550 TECO ENERGY INC COM 87237510 74,372 5,083,553 SH
5,083,553 4,782,575 1,700 299,278 TECUMSEH PRODS CO CL A 87889520 14,026 333,152 SH 333,152
308,052 25,100 TEEKAY SHIPPING MARS COM Y8564W10 2,933 42,566 SH 41,636 930 41,636 930
TEJON RANCH CO DEL COM 87908010 4,737 128,155 SH 128,155 113,955 14,200 TEKELEC COM
87910110 16,154 973,738 SH 973,738 891,913 81,825 TEKTRONIX INC COM 87913110 70,189
2,145,789 SH 2,145,789 1,959,222 900 185,667 TELE NORTE LESTE PAR SPON ADR P 87924610
3,924 302,301 SH 302,301 239,860 26,130 36,311 TELEDYNE TECHNOLOGIE COM 87936010 16,475
881,029 SH 881,029 835,329 45,700 TELEFLEX INC COM 87936910 29,537 599,978 SH 599,858 120
590,621 120 9,237 TELEFONICA S A SPONSORED 87938220 18,872 414,405 SH 413,350 1,055 200,736
1,055 212,614 TELEFONOS DE MEXICO SPON ADR O 87940378 13,393 383,646 SH 383,646 233,441
103,531 46,674 TELEPHONE & DATA SYS COM 87943310 56,145 792,225 SH 792,075 150 766,487
250 25,488 TELETECH HOLDINGS IN COM 87993910 8,802 1,406,125 SH 1,406,125 1,335,025 71,100
TELIK INC COM 87959M10 16,778 625,126 SH 625,126 571,976 53,150 TELLABS INC COM 87966410
105,267 12,155,530 SH 12,155,530 11,134,157 9,800 1,011,573 TELULAR CORP COM NEW 87970T20
343 23,700 SH 23,700 23,700 TEMPLE INLAND INC COM 87986810 142,713 2,253,131 SH 2,253,131
1,705,981 382,198 164,952 TEMPUR PEDIC INTL IN COM 88023U10 493 31,500 SH 31,500 31,500
TENARIS S A SPONSORED 88031M10 2,924 89,173 SH 89,173 59,863 20,530 8,780 TENET
HEALTHCARE COR COM 88033G10 135,200 12,114,731 SH 12,114,431 300 11,181,323 11,150 922,258
TENNANT CO COM 88034510 6,196 156,183 SH 156,183 135,288 20,895 TENNECO AUTOMOTIVE I
COM 88034910 10,396 819,191 SH 819,191 656,059 93,032 70,100 TEPPCO PARTNERS L P UT LTD
PAR 87238410 2,785 66,360 SH 66,360 65,660 700 TERADYNE INC COM 88077010 154,186 6,470,251

SH 6,459,241 11,010 5,985,398 42,060 442,793 TERAYON COMMUNICATIO COM 88077510 3,780
 1,105,236 SH 1,105,236 960,936 144,300 TEREX CORP NEW COM 88077910 56,508 1,528,496 SH
 1,528,496 1,372,096 11,500 144,900 TERRA INDS INC COM 88091510 361 58,340 SH 58,340 58,340
 TESORO PETE CORP COM 88160910 32,168 1,711,959 SH 1,711,959 1,606,859 105,100 TESSERA
 TECHNOLOGIES COM 88164L10 696 38,094 SH 38,094 38,094 TETRA TECH INC NEW COM
 88162G10 30,165 1,405,629 SH 1,405,629 1,320,277 85,352 TETRA TECHNOLOGIES I COM 88162F10
 10,354 396,254 SH 396,254 359,054 37,200 TEVA PHARMACEUTICAL ADR 88162420 7,603 119,985
 SH 119,785 200 89,506 19,633 10,846 TEXAS CAPITAL BANCSH COM 88224Q10 267 16,415 SH
 16,415 16,415 TEXAS GENCO HLDGS IN COM 88244310 5,768 161,354 SH 161,354 155,537 5,817
 TEXAS INDS INC COM 88249110 15,076 417,042 SH 417,042 384,224 32,818 TEXAS INSTRS INC
 COM 88250810 1,459,342 49,943,270 SH 49,942,630 640 45,086,129 363,261 4,493,880 TEXAS REGL
 BANCSHARE CL A VGT 88267310 21,484 504,907 SH 504,907 466,055 38,852 TEXTRON INC COM
 88320310 230,954 4,345,333 SH 4,345,333 3,958,674 12,600 374,059 THERAGENICS CORP COM
 88337510 2,644 491,472 SH 491,472 444,522 46,950 THERASENSE INC COM 88338110 12,222 453,322
 SH 453,322 412,722 40,600 THERMO ELECTRON CORP COM 88355610 120,942 4,276,592 SH
 4,276,592 3,918,180 4,200 354,212 THESTREET COM COM 88368Q10 815 179,015 SH 179,015 178,515
 500 THIRD WAVE TECHNOLOG COM 88428W10 1,769 377,974 SH 377,974 368,174 9,800 THOMAS
 & BETTS CORP COM 88431510 37,460 1,716,778 SH 1,716,778 1,557,751 600 158,427 THOMAS INDS
 INC COM 88442510 6,348 201,524 SH 201,524 167,924 33,600 Page Total 3,110,870 Page 57 of 65 State
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THOMSON SPONSORED 88511810 212 11,380 SH 11,380 11,380 THOR INDS INC COM 88516010
 19,388 721,817 SH 721,817 660,079 61,738 THORATEC CORP COM NEW 88517530 10,562 847,688 SH
 847,688 769,138 78,550 THORNBURG MTG INC COM 88521810 23,258 747,846 SH 747,846 739,325
 8,521 THQ INC COM NEW 87244340 13,595 672,041 SH 672,041 607,491 64,550 THREE FIVE SYS
 INC COM 88554L10 2,352 359,121 SH 359,121 314,321 44,800 TIBCO SOFTWARE INC COM
 88632Q10 13,068 1,599,478 SH 1,599,478 1,465,478 134,000 TIDEWATER INC COM 88642310 26,989
 959,427 SH 958,967 460 948,571 460 10,396 TIER TECHNOLOGIES IN CL B 88650Q10 2,565 239,985
 SH 239,985 214,535 25,450 TIERONE CORP COM 88650R10 7,734 329,666 SH 329,666 296,566 33,100
 TIFFANY & CO NEW COM 88654710 133,915 3,508,390 SH 3,508,290 100 3,236,198 23,983 248,209
 TIMBERLAND CO CL A 88710010 33,490 563,333 SH 563,233 100 509,721 23,700 29,912 TIME
 WARNER INC COM 88731710 2,187,349 129,735,998 SH 129,734,078 1,920 117,848,688 368,157
 11,519,153 TIME WARNER TELECOM CL A 88731910 5,068 776,135 SH 776,135 650,323 125,812
 TIMKEN CO COM 88738910 12,671 545,474 SH 545,474 530,484 14,990 TITAN CORP COM 88826610
 34,265 1,697,144 SH 1,697,044 100 1,566,044 100 131,000 TIVO INC COM 88870610 6,325 711,487 SH
 711,487 618,367 93,120 TJX COS INC NEW COM 87254010 351,239 14,301,265 SH 14,291,465 9,800
 13,058,414 91,012 1,151,839 TLC VISION CORP COM 87254910 243 21,185 SH 21,185 21,185 TOLL
 BROTHERS INC COM 88947810 36,059 793,737 SH 793,437 300 781,068 300 12,369 TOLLGRADE
 COMMUNICAT COM 88954210 5,377 336,913 SH 336,913 314,113 22,800 TOMPKINSTRUSTCO INC
 COM 89011010 6,044 132,846 SH 132,846 121,386 11,460 TOO INC COM 89033310 13,033 622,108 SH
 622,108 568,658 53,450 TOOTSIE ROLL INDS IN COM 89051610 18,040 493,422 SH 493,419 3 475,910
 3 17,509 TOPPS INC COM 89078610 5,454 571,082 SH 571,082 519,982 51,100 TORCHMARK CORP
 COM 89102710 172,148 3,200,370 SH 3,200,370 2,983,622 6,253 210,495 TORO CO COM 89109210
 29,448 474,965 SH 474,965 431,579 43,386 TORONTO DOMINION BK COM NEW 89116050 3,441
 97,899 SH 97,899 97,899 TOTAL S A SPONSORED 89151E10 29,825 324,189 SH 323,659 530 215,759
 530 107,900 TOTAL SYS SVCS INC COM 89190610 12,673 601,477 SH 601,477 598,027 3,450 TOWER
 AUTOMOTIVE INC COM 89170710 5,215 1,034,726 SH 1,034,726 930,176 104,550 TOWN & CTRY
 TR SH BEN INT 89208110 10,560 388,220 SH 388,220 344,734 43,486 TOYOTA MOTOR CORP SP

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ADR REP 89233130 21,774 292,266 SH 291,586 680 143,156 680 148,430 TOYS R US INC COM
89233510 90,313 5,375,780 SH 5,375,780 4,882,887 5,100 487,793 TRACTOR SUPPLY CO COM
89235610 22,133 571,626 SH 571,626 526,126 45,500 TRADESTATION GROUP I COM 89267P10 2,011
300,208 SH 300,208 271,308 28,900 TRAMMELL CROW CO COM 89288R10 7,584 540,561 SH 540,561
494,661 45,900 TRANS WORLD ENTMT CO COM 89336Q10 1,916 201,638 SH 201,638 201,138 500
TRANSACTION SYS ARCH CL A 89341610 22,267 962,276 SH 962,276 893,826 68,450
TRANSATLANTIC HLDGS COM 89352110 23,917 274,244 SH 274,244 268,945 5,299
TRANSCONTINENTAL RLT COM NEW 89361720 362 24,967 SH 24,967 23,367 1,600
TRANSKARYOTIC THERAP COM 89373510 9,296 540,448 SH 540,448 483,348 57,100 TRANSMETA
CORP DEL COM 89376R10 8,045 2,031,464 SH 2,031,464 1,783,714 247,750 TRANSMONTAIGNE INC
COM 89393410 3,340 547,499 SH 547,499 501,899 45,600 TRANSOCEAN INC ORD G9007810 207,852
7,452,551 SH 7,452,551 6,754,355 3,100 695,096 TRAVELERS PPTY CAS C CL B 89420G40 489,076
28,319,416 SH 28,319,416 23,703,197 2,376,362 2,239,857 TRAVELERS PPTY CAS C CL A 89420G10
49,520 2,887,437 SH 2,887,437 500,154 2,115,297 271,986 TRC COS INC COM 87262510 4,428 236,674
SH 236,674 219,024 17,650 TREDEGAR CORP COM 89465010 7,704 526,611 SH 526,611 483,111
43,500 TREND MICRO INC SPONS ADR 89486M20 642 18,697 SH 18,697 18,697 TREX INC COM
89531P10 4,709 138,066 SH 138,066 122,966 15,100 TRI CONTL CORP COM 89543610 735 42,721 SH
42,721 7,638 35,083 TRIAD GTY INC COM 89592510 7,282 138,040 SH 138,040 125,840 12,200 Page
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TRIAD HOSPITALS INC COM 89579K10 31,170 1,011,361 SH 1,011,361 986,961 24,400 TRIARC COS
INC CL B SER 1 89592730 6,256 570,847 SH 569,847 1,000 517,285 1,000 52,562 TRIBUNE CO NEW
COM 89604710 388,578 7,703,774 SH 7,703,674 100 6,957,124 20,011 726,639 TRICO BANCSHARES
COM 89609510 3,505 93,778 SH 93,778 85,678 8,100 TRIDENT MICROSYSTEMS COM 89591910 470
29,443 SH 29,443 29,443 TRIMBLE NAVIGATION L COM 89623910 20,553 894,397 SH 894,397
820,897 73,500 TRIMERIS INC COM 89626310 3,748 254,078 SH 254,078 223,558 30,520 TRINITY
INDS INC COM 89652210 21,593 776,717 SH 776,417 300 717,117 300 59,300 TRIPATH IMAGING
INC COM 89694210 3,620 395,142 SH 395,142 343,342 51,800 TRIQUINT SEMICONDUCT COM
89674K10 20,060 2,747,907 SH 2,747,907 2,510,457 237,450 TRITON PCS HLDGS INC CL A
89677M10 2,186 398,146 SH 398,146 379,946 18,200 TRIUMPH GROUP INC NE COM 89681810 8,021
242,702 SH 242,702 218,441 24,261 TRIZEC PROPERTIES IN COM 89687P10 33,519 1,954,467 SH
1,954,467 1,866,747 87,720 TRIZETTO GROUP INC COM 89688210 4,248 548,153 SH 548,153 495,341
52,812 TRM CORP COM 87263610 225 12,519 SH 12,519 12,519 TRUST CO NJ JERSEY C COM
89830410 17,615 424,349 SH 424,349 291,150 105,189 28,010 TRUSTCO BK CORP N Y COM 89834910
18,734 1,391,830 SH 1,391,830 1,279,930 111,900 TRUSTMARK CORP COM 89840210 16,128 555,741
SH 555,741 551,140 4,601 TRW AUTOMOTIVE HLDGS COM 87264S10 525 24,100 SH 24,100 24,100
TTM TECHNOLOGIES IN COM 87305R10 9,050 725,121 SH 725,121 712,222 12,899 TUESDAY
MORNING CORP COM NEW 89903550 11,905 345,479 SH 345,479 323,514 21,965 TULARIK INC
COM 89916510 21,440 873,327 SH 873,327 796,652 76,675 TUMBLEWEED COMMUNICA COM
89969010 296 42,231 SH 42,231 42,231 TUPPERWARE CORP COM 89989610 21,028 1,180,710 SH
1,180,710 1,077,320 103,390 TWEETER HOME ENTMT G COM 90116710 3,262 345,537 SH 345,537
311,237 34,300 TXU CORP COM 87316810 288,288 10,058,895 SH 10,058,895 9,385,713 7,900 665,282
TYCO INTL LTD NEW COM 90212410 1,187,425 41,445,915 SH 41,444,915 1,000 36,894,916 48,510
4,502,489 TYLER TECHNOLOGIES I COM 90225210 6,852 705,628 SH 705,628 644,341 61,287
TYSON FOODS INC CL A 90249410 78,825 4,367,049 SH 4,365,983 1,066 4,226,572 1,266 139,211 U S
B HLDG INC COM 90291010 8,260 336,602 SH 336,602 317,442 19,160 U S CONCRETE INC COM
90333L10 212 34,500 SH 34,500 34,500 U S G CORP COM NEW 90329340 11,560 660,958 SH 660,958
597,558 63,400 U S I HLDGS COM 90333H10 7,199 483,782 SH 483,782 452,982 30,800 U S

PHYSICAL THERAPY COM 90337L10 3,689 267,309 SH 267,309 248,659 18,650 U S RESTAURANT PPTYS COM 90297110 7,362 392,843 SH 392,843 357,443 35,400 U S XPRESS ENTERPRIS CL A 90338N10 1,450 100,926 SH 100,926 100,726 200 UBIQUITEL INC COM 90347430 261 74,028 SH 74,028 74,028 UBS AG NAMEN AKT H8920M85 78,104 1,048,520 SH 1,047,475 1,045 263,535 571,135 213,850 UCBH HOLDINGS INC COM 90262T30 31,264 780,807 SH 780,807 719,489 61,318 UGI CORP NEW COM 90268110 17,360 527,335 SH 527,335 522,960 4,375 UICI COM 90273710 12,977 879,210 SH 879,210 817,860 61,350 UIL HLDG CORP COM 90274810 10,604 220,143 SH 220,143 196,117 24,026 ULTICOM INC COM 90384410 2,248 218,877 SH 218,877 218,477 400 ULTIMATE ELECTRS INC COM 90384910 1,299 198,955 SH 198,955 175,205 23,750 ULTRA PETROLEUM CORP COM 90391410 2,715 90,475 SH 90,475 90,475 ULTRALIFE BATTERIES COM 90389910 238 11,200 SH 11,200 11,200 ULTRATECH INC COM 90403410 9,383 400,993 SH 400,993 356,243 44,750 UMB FINL CORP COM 90278810 16,841 332,162 SH 332,162 307,662 24,500 UMPQUA HLDGS CORP COM 90421410 9,731 481,964 SH 481,964 438,279 43,685 UNIBANCO-UNIAO DE BA GDR REP PF 90458E10 4,976 203,346 SH 203,346 140,788 36,668 25,890 UNIFI INC COM 90467710 3,502 790,533 SH 790,533 703,183 87,350 UNIFIRST CORP MASS COM 90470810 4,471 162,096 SH 162,096 139,396 22,700 UNILEVER N V N Y SHS NE 90478470 2,378 34,251 SH 33,951 300 33,681 300 270 Page Total 2,477,209 Page 59 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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UNILEVER PLC SPON ADR N 90476770 1,371 34,014 SH 34,014 34,014 UNION BANKSHARES COR COM 90539910 5,397 167,401 SH 167,401 155,395 12,006 UNION PAC CORP COM 90781810 403,918 6,752,222 SH 6,752,222 6,249,406 6,200 496,616 UNION PLANTERS CORP COM 90806810 158,481 5,309,257 SH 5,309,257 4,910,020 12,583 386,654 UNIONBANCAL CORP COM 90890610 64,321 1,227,730 SH 1,227,730 1,161,247 37,400 29,083 UNISOURCE ENERGY COR COM 90920510 13,547 551,358 SH 551,358 506,958 44,400 UNISYS CORP COM 90921410 117,760 8,246,506 SH 8,246,306 200 7,540,373 53,100 653,033 UNIT CORP COM 90921810 18,521 675,444 SH 675,444 605,094 70,350 UNITED AUTO GROUP IN COM 90944010 8,192 299,415 SH 299,415 271,165 28,250 UNITED BANKSHARES IN COM 90990710 13,749 450,798 SH 450,798 447,798 3,000 UNITED BUSINESS MEDI ADR 90969M10 202 22,412 SH 22,412 22,412 UNITED CAPITAL CORP COM 90991210 986 45,049 SH 45,049 44,949 100 UNITED CMNTY BKS BLA CAP STK 90984P10 10,781 302,916 SH 302,916 277,166 25,750 UNITED CMNTY FINL CO COM 90983910 5,764 435,330 SH 435,330 398,790 36,540 UNITED DEFENSE INDS COM 91018B10 13,481 424,054 SH 424,054 385,004 22,000 17,050 UNITED DOMINION REAL COM 91019710 50,264 2,561,889 SH 2,561,889 2,477,832 84,057 UNITED FIRE & CAS CO COM 91033110 5,712 135,171 SH 135,171 123,871 11,300 UNITED INDL CORP COM 91067110 3,325 175,533 SH 175,533 152,133 23,400 UNITED MICROELECTRON SPONSORED 91087320 748 143,893 SH 143,893 143,893 UNITED MOBILE HOMES COM 91102410 1,648 102,315 SH 102,315 79,015 23,300 UNITED NAT FOODS INC COM 91116310 17,203 355,660 SH 355,660 321,310 34,350 UNITED ONLINE INC COM 91126810 18,591 1,105,286 SH 1,105,286 1,032,111 73,175 UNITED PANAM FINANCI COM 91130110 1,210 75,680 SH 75,680 75,480 200 UNITED PARCEL SERVIC CL B 91131210 1,792,060 25,659,512 SH 25,659,072 440 23,290,809 209,569 2,159,134 UNITED RENTALS INC COM 91136310 23,385 1,315,996 SH 1,315,996 1,228,896 87,100 UNITED SEC BANCSHARE SHS 91145910 2,505 93,416 SH 93,416 84,316 9,100 UNITED SECURITY BANC COM 91146010 1,164 47,138 SH 47,138 47,038 100 UNITED STATES CELLUL COM 91168410 8,730 225,866 SH 225,866 224,861 100 905 UNITED STATES STL CO COM 91290910 192,060 5,153,199 SH 5,153,199 4,681,508 91,600 380,091 UNITED STATIONERS IN COM 91300410 41,701 990,512 SH 990,512 932,660 57,852 UNITED SURGICAL PART COM 91301630 11,419 336,748 SH 336,748 310,898 25,850 UNITED TECHNOLOGIES COM 91301710 5,208,005 60,347,684 SH 60,347,484 200 17,583,538 41,648,515 1,115,631 UNITED THERAPEUTICS COM 91307C10 7,153 300,173 SH 300,173 273,111 27,062 UNITED UTILS PLC SPONSORED 91311Q10 255 13,071 SH 13,071 13,071

UNITEDGLOBALCOM CL A 91324750 12,004 1,413,951 SH 1,413,951 1,407,659 6,292
 UNITEDHEALTH GROUP I COM 91324P10 1,172,425 18,194,053 SH 18,193,653 400 16,586,600
 173,720 1,433,733 UNITRIN INC COM 91327510 32,193 750,408 SH 750,408 726,815 23,593
 UNIVERSAL AMERN FINL COM 91337710 5,357 446,457 SH 446,457 405,707 40,750 UNIVERSAL
 COMPRESSIO COM 91343110 10,496 319,027 SH 319,027 283,577 35,450 UNIVERSAL CORP VA
 COM 91345610 22,257 437,963 SH 437,963 427,123 10,840 UNIVERSAL DISPLAY CO COM 91347P10
 3,511 273,653 SH 273,653 244,253 29,400 UNIVERSAL ELECTRS IN COM 91348310 2,957 224,001 SH
 224,001 198,601 25,400 UNIVERSAL FST PRODS COM 91354310 8,843 287,944 SH 287,944 264,994
 22,950 UNIVERSAL HEALTH RLT SH BEN INT 91359E10 6,066 179,990 SH 179,990 160,840 19,150
 UNIVERSAL HLTH SVCS CL B 91390310 32,623 708,119 SH 707,919 200 695,021 200 12,898
 UNIVISION COMMUNICAT CL A 91490610 235,522 7,134,870 SH 7,130,860 4,010 6,508,364 10,369
 616,137 UNIZAN FINANCIAL COR COM 91528W10 9,743 391,127 SH 391,127 360,027 31,100
 UNOCAL CORP COM 91528910 260,892 6,998,176 SH 6,998,176 6,501,233 2,800 494,143 UNOVA INC
 COM 91529B10 19,113 884,460 SH 884,460 816,911 67,549 UNUMPROVIDENT CORP COM 91529Y10
 112,856 7,713,995 SH 7,713,995 7,002,023 7,350 704,622 UPM KYMMENE CORP SPONSORED
 91543610 462 24,986 SH 24,986 24,986 URBAN OUTFITTERS INC COM 91704710 23,906 497,423 SH
 497,423 460,823 36,600 URS CORP NEW COM 90323610 11,598 403,001 SH 403,001 363,274 39,727
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URSTADT BIDDLE PPTYS CL A 91728620 5,820 352,734 SH 352,734 313,384 39,350 URSTADT
 BIDDLE PPTYS COM 91728610 294 19,772 SH 19,772 19,772 US BANCORP DEL COM NEW
 90297330 1,477,932 53,451,433 SH 53,450,550 883 48,258,018 211,593 4,981,822 US LEC CORP CL A
 90331S10 210 36,550 SH 36,550 36,550 US ONCOLOGY INC COM 90338W10 31,043 2,098,903 SH
 2,098,903 1,980,353 118,550 USANA HEALTH SCIENCE COM 90328M10 4,499 192,862 SH 192,862
 172,462 20,400 USEC INC COM 90333E10 11,854 1,402,854 SH 1,402,854 1,283,804 119,050 USF
 CORP COM 91729Q10 16,267 474,128 SH 474,128 431,271 42,857 UST INC COM 90291110 126,126
 3,493,806 SH 3,493,806 3,339,000 23,401 131,405 UTSTARCOM INC COM 91807610 19,496 678,109
 SH 678,109 672,232 5,877 V F CORP COM 91820410 144,678 3,098,021 SH 3,097,921 100 2,844,824
 2,400 250,797 VAIL RESORTS INC COM 91879Q10 5,511 349,712 SH 349,712 324,012 25,700
 VALASSIS COMMUNICATI COM 91886610 18,532 609,594 SH 609,594 586,146 23,448 VALASSIS
 COMMUNICATI NOTE 918866AH 603 1,000,000 SH 1,000,000 1,000,000 VALEANT
 PHARMACEUTIC COM 91911X10 36,107 1,512,665 SH 1,512,665 1,487,581 250 24,834 VALENCE
 TECHNOLOGY I COM 91891410 3,912 875,107 SH 875,107 793,307 81,800 VALERO ENERGY CORP
 N COM 91913Y10 108,669 1,812,356 SH 1,812,119 237 1,749,762 237 62,357 VALERO L P COM UT
 LTD 91913W10 728 13,300 SH 13,300 13,300 VALHI INC NEW COM 91890510 6,264 496,341 SH
 496,341 463,441 32,900 VALLEY NATL BANCORP COM 91979410 27,407 979,858 SH 979,858
 967,261 12,597 VALMONT INDS INC COM 92025310 6,690 334,852 SH 334,852 312,502 22,350
 VALSPAR CORP COM 92035510 37,040 752,392 SH 752,292 100 729,122 400 22,870 VALUE LINE
 INC COM 92043710 2,156 40,886 SH 40,886 33,615 7,271 VALUECLICK INC COM 92046N10 12,481
 1,155,644 SH 1,155,644 1,048,244 107,400 VALUEVISION MEDIA IN CL A 92047K10 4,928 321,026
 SH 321,026 282,526 38,500 VANS INC COM 92193010 5,819 393,207 SH 393,207 367,007 26,200
 VARCO INTL INC DEL COM 92212210 22,792 1,265,518 SH 1,265,518 1,247,199 18,319 VARIAN INC
 COM 92220610 38,283 953,016 SH 953,016 902,966 50,050 VARIAN MED SYS INC COM 92220P10
 96,411 1,117,033 SH 1,116,873 160 1,070,686 1,060 45,287 VARIAN SEMICONDUCTOR COM
 92220710 24,950 594,617 SH 594,617 542,974 51,643 VASTERA INC COM 92239N10 1,835 472,966 SH
 472,966 403,419 69,547 VAXGEN INC COM NEW 92239020 608 53,653 SH 53,653 53,653 VCA
 ANTECH INC COM 91819410 19,022 533,878 SH 533,878 487,678 46,200 VECTOR GROUP LTD COM
 92240M10 6,012 353,652 SH 353,652 352,037 1,615 VECTREN CORP COM 92240G10 29,332 1,188,958

SH 1,188,958 1,143,992 30,200 14,766 VEECO INSTRS INC DEL COM 92241710 12,901 459,748 SH 459,748 418,849 40,899 VENTANA MED SYS INC COM 92276H10 8,834 215,673 SH 215,673 195,423 20,250 VENTAS INC COM 92276F10 46,201 1,681,271 SH 1,681,271 1,567,721 113,550 VENTIV HEALTH INC COM 92279310 364 26,150 SH 26,150 26,150 VERINT SYS INC COM 92343X10 3,822 123,705 SH 123,705 115,805 7,900 VERISIGN INC COM 92343E10 48,378 2,916,078 SH 2,916,078 2,745,125 3,300 167,653 VERISITY LTD ORD M9738511 203 21,990 SH 21,990 21,990 VERITAS DGC INC COM 92343P10 18,874 911,794 SH 911,794 857,494 54,300 VERITAS SOFTWARE CO COM 92343610 310,492 11,538,167 SH 11,537,827 340 10,464,819 95,492 977,856 VERITY INC COM 92343C10 5,418 396,323 SH 396,323 357,073 39,250 VERIZON COMMUNICATIO COM 92343V10 2,893,093 79,176,051 SH 79,174,751 1,300 71,619,683 295,356 7,261,012 VERSO TECHNOLOGIES I COM 92531710 2,907 1,762,062 SH 1,762,062 1,641,562 120,500 VERTEX PHARMACEUTICA COM 92532F10 15,499 1,645,337 SH 1,645,337 1,514,837 130,500 VIACOM INC CL B 92552430 1,829,623 46,662,151 SH 46,661,791 360 42,468,658 161,938 4,031,555 VIACOM INC CL A 92552410 1,050 26,552 SH 26,552 9,269 17,283 VIAD CORP COM 92552R10 30,241 1,251,188 SH 1,250,988 200 1,208,165 1,000 42,023 VIASAT INC COM 92552V10 10,628 427,180 SH 427,180 396,030 31,150 VIASYS HEALTHCARE IN COM NEW 92553Q20 11,243 497,034 SH 497,034 448,788 94 48,152 Page Total 7,604,082 Page 61 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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VICOR CORP COM 92581510 4,841 394,509 SH 394,509 360,559 33,950 VICURON PHARMACEUTIC COM 92647110 17,862 785,122 SH 785,122 721,761 63,361 VIGNETTE CORP COM 92673410 7,562 3,652,989 SH 3,652,989 3,258,739 394,250 VINTAGE PETE INC COM 92746010 14,748 1,005,981 SH 1,005,981 930,581 75,400 VIRAGE LOGIC CORP COM 92763R10 2,012 217,549 SH 217,549 189,829 27,720 VIRGINIA COMM BANCOR COM 92778Q10 2,410 80,991 SH 80,991 75,191 5,800 VIRGINIA FINL GROUP COM 92781010 4,153 119,509 SH 119,509 108,709 10,800 VISHAY INTERTECHNOLO COM 92829810 48,151 2,256,362 SH 2,253,762 2,600 2,223,212 2,950 30,200 VISTACARE INC CL A 92839Y10 5,328 197,036 SH 197,036 179,836 17,200 VISTEON CORP COM 92839U10 41,362 4,322,010 SH 4,322,010 3,751,706 1,600 568,704 VISX INC DEL COM 92844S10 25,609 1,311,914 SH 1,311,914 1,231,914 80,000 VITAL IMAGES INC COM 92846N10 1,268 125,840 SH 125,840 113,040 12,800 VITAL SIGNS INC COM 92846910 3,753 111,675 SH 111,675 102,275 9,400 VITALWORKS INC COM 92848310 2,189 580,709 SH 580,709 520,959 59,750 VITESSE SEMICONDUCTO COM 92849710 25,682 3,617,142 SH 3,617,142 3,273,062 344,080 VITRIA TECHNOLOGY COM NEW 92849Q40 1,716 291,828 SH 291,828 287,528 4,300 VIVENDI UNIVERSAL SPON ADR N 92851S20 1,024 38,594 SH 38,594 38,594 VIVUS INC COM 92855110 3,815 620,367 SH 620,367 564,142 56,225 VODAFONE GROUP PLC N SPONSORED 92857W10 45,756 1,914,492 SH 1,910,492 4,000 1,228,592 4,000 681,900 VOLT INFORMATION SCI COM 92870310 4,225 172,862 SH 172,862 154,112 18,750 VOLVO AKTIEBOLAGET ADR B 92885640 488 14,767 SH 14,767 14,767 VORNADO RLTY TR SH BEN INT 92904210 121,823 2,014,271 SH 2,014,271 1,920,701 1,300 92,270 VOTORANTIM CELULOSE SPONSORED 92906P10 2,346 67,424 SH 67,424 45,520 13,848 8,056 VULCAN MATLS CO COM 92916010 132,425 2,791,427 SH 2,791,427 2,571,305 2,300 217,822 W HLDG CO INC COM 92925110 23,679 1,266,952 SH 1,266,952 1,167,466 99,486 W P CAREY & CO LLC COM 92930Y10 1,164 37,618 SH 37,618 37,618 WABASH NATL CORP COM 92956610 19,525 827,329 SH 827,329 780,029 47,300 WABTEC CORP COM 92974010 8,055 565,634 SH 565,634 512,834 52,800 WACHOVIA CORP 2ND NE COM 92990310 1,830,602 38,948,979 SH 38,948,379 600 35,206,750 182,869 3,559,360 WADDELL & REED FINL CL A 93005910 25,416 1,036,534 SH 1,036,534 1,022,267 14,267 WAL MART STORES INC COM 93114210 6,466,073 108,327,581 SH 108,319,931 7,650 99,519,047 793,070 8,015,464 WALGREEN CO COM 93142210 890,249 27,018,193 SH 27,017,593 600 24,364,386 206,940 2,446,867 WALTER INDS INC COM 93317Q10 6,294 527,123 SH 527,123 457,613 69,510 WARNACO GROUP INC COM NEW 93439040 11,945 594,582 SH 594,582 544,282 50,300 WARWICK CMNTY BANCOR

COM 93655910 1,828 54,448 SH 54,448 48,348 6,100 WARWICK VALLEY TEL C COM 93675010
 2,033 79,650 SH 79,650 68,900 10,750 WASHINGTON FED INC COM 93882410 32,029 1,254,563 SH
 1,254,563 1,239,496 363 14,704 WASHINGTON GROUP INT COM NEW 93886220 14,475 394,955 SH
 394,955 358,455 36,500 WASHINGTON MUT INC COM 93932210 1,090,141 25,524,265 SH 25,523,866
 399 23,306,495 60,306 2,157,464 WASHINGTON POST CO CL B 93964010 83,211 94,087 SH 94,067 20
 90,347 20 3,720 WASHINGTON REAL ESTA SH BEN INT 93965310 30,301 933,779 SH 933,779
 863,303 70,476 WASHINGTON TR BANCOR COM 94061010 5,623 212,988 SH 212,988 187,388 25,600
 WASTE CONNECTIONS IN COM 94105310 20,537 515,997 SH 515,897 100 471,697 100 44,200
 WASTE MGMT INC DEL COM 94106L10 567,737 18,811,683 SH 18,811,383 300 14,194,534 3,420,847
 1,196,302 WATCHGUARD TECHNOLOG COM 94110510 4,275 545,317 SH 545,317 494,217 51,100
 WATERS CORP COM 94184810 143,178 3,505,817 SH 3,505,817 3,188,755 27,132 289,930 WATSCO
 INC COM 94262220 11,835 408,087 SH 408,087 378,587 29,500 WATSON PHARMACEUTICA COM
 94268310 130,321 3,045,596 SH 3,045,596 2,842,865 1,150 201,581 WATSON WYATT & CO HL CL A
 94271210 15,640 619,658 SH 619,658 569,008 50,650 WATTS WATER TECHNOLO CL A 94274910
 5,366 229,401 SH 229,401 211,251 18,150 WAUSAU-MOSINEE PAPER COM 94331510 9,745 691,632
 SH 691,632 622,132 69,500 WAYNE BANCORP INC OH COM 94429310 2,145 90,707 SH 90,707
 82,017 8,690 WAYPOINT FINL CORP COM 94675610 14,498 540,562 SH 540,562 479,410 61,152 Page
 Total 11,988,468 Page 62 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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CMNTYS INC COM 92923C10 7,980 318,818 SH 318,818 295,418 23,400 WD-40 CO COM 92923610
 10,748 307,078 SH 307,078 278,628 28,450 WEATHERFORD INTERNAT COM G9508910 30,854
 734,084 SH 734,084 671,531 62,553 WEBEX COMMUNICATIONS COM 94767L10 23,470 789,426 SH
 789,426 747,926 41,500 WEBMD CORP COM 94769M10 28,488 3,204,501 SH 3,204,501 3,161,510 550
 42,441 WEBMETHODS INC COM 94768C10 7,951 849,427 SH 849,427 728,497 120,930 WEBSense
 INC COM 94768410 20,194 681,999 SH 681,999 646,949 35,050 WEBSTER FINL CORP CO COM
 94789010 36,572 721,204 SH 721,204 712,565 300 8,339 WEIGHT WATCHERS INTL COM 94862610
 20,616 487,727 SH 487,727 484,301 3,426 WEINGARTEN RLTY INVS SH BEN INT 94874110 42,404
 1,225,558 SH 1,225,558 1,179,780 45,778 WEIS MKTS INC COM 94884910 7,138 211,507 SH 211,507
 190,446 21,061 WELLCHOICE INC COM 94947510 7,943 215,248 SH 215,248 214,148 1,100
 WELLMAN INC COM 94970210 5,593 669,835 SH 669,835 613,035 56,800 WELLPOINT HEALTH
 NET COM 94973H10 498,245 4,381,333 SH 4,381,333 4,032,616 9,538 339,179 WELLS FARGO & CO
 NEW COM 94974610 2,708,007 47,785,553 SH 47,781,821 3,732 43,384,353 135,871 4,265,329
 WELLSFORD REAL PPTYS COM NEW 95024020 316 17,339 SH 17,339 17,339 WENDYS INTL INC
 COM 95059010 147,581 3,626,963 SH 3,626,963 3,310,279 12,800 303,884 WERNER ENTERPRISES I
 COM 95075510 16,311 860,759 SH 860,009 750 848,053 750 11,956 WESBANCO INC COM 95081010
 12,750 420,114 SH 420,114 389,164 30,950 WESCO FINL CORP COM 95081710 13,124 33,913 SH
 33,913 31,779 2,134 WESCO INTL INC COM 95082P10 4,334 290,864 SH 290,864 289,864 1,000 WEST
 BANCORPORATION CAP STK 95123P10 4,142 245,072 SH 245,072 219,472 25,600 WEST COAST
 BANCORP O COM 95214510 7,676 337,414 SH 337,414 314,764 22,650 WEST CORP COM 95235510
 7,329 293,152 SH 293,152 286,859 3,200 3,093 WEST MARINE INC COM 95423510 6,705 210,521 SH
 210,521 191,071 19,450 WEST PHARMACEUTICAL COM 95530610 7,520 201,067 SH 201,067 174,089
 26,978 WESTAMERICA BANCORPO COM 95709010 21,913 434,267 SH 434,267 427,968 6,299
 WESTAR ENERGY INC COM 95709T10 32,090 1,531,032 SH 1,531,032 1,408,711 122,321
 WESTBANK CORP COM 95711610 556 24,279 SH 24,279 24,279 WESTCORP INC COM 95790710
 13,672 310,237 SH 310,237 288,187 22,050 WESTELL TECHNOLOGIES CL A 95754110 9,630
 1,319,148 SH 1,319,148 1,194,458 124,690 WESTERN DIGITAL CORP COM 95810210 23,071
 2,054,435 SH 2,054,435 2,036,635 17,800 WESTERN GAS RES INC COM 95825910 15,821 311,128 SH
 311,128 305,828 5,300 WESTERN SIERRA BANCO COM 95952210 2,465 56,088 SH 56,088 48,968

7,120 WESTERN WIRELESS COR CL A 95988E20 27,165 1,161,377 SH 1,161,377 1,053,949 107,428
 WESTFIELD FINANCIAL COM 96008D10 1,611 65,420 SH 65,420 65,220 200 WESTMORELAND
 COAL CO COM 96087810 1,771 96,526 SH 96,526 84,326 12,200 WESTPAC BKG CORP SPONSORED
 96121430 1,064 15,897 SH 15,897 15,897 WESTPORT RES CORP NE COM 96141810 13,955 423,006
 SH 423,006 402,428 17,200 3,378 WESTWOOD ONE INC COM 96181510 40,823 1,386,164 SH
 1,385,964 200 1,368,364 200 17,600 WET SEAL INC CL A 96184010 3,197 387,516 SH 387,516 346,616
 40,900 WEYCO GROUP INC COM 96214910 1,865 50,416 SH 50,416 44,616 5,800 WEYERHAEUSER
 CO COM 96216610 397,252 6,064,909 SH 6,064,709 200 5,616,585 14,055 434,269 WFS FINL INC COM
 92923B10 11,891 274,489 SH 274,489 256,958 17,531 WGL HLDGS INC COM 92924F10 19,962 663,202
 SH 663,202 642,542 20,660 W-H ENERGY SVCS INC COM 92925E10 5,790 400,152 SH 400,152
 365,252 34,900 WHIRLPOOL CORP COM 96332010 122,859 1,783,919 SH 1,783,919 1,621,285 11,134
 151,500 WHITE ELECTR DESIGNS COM 96380110 3,693 481,486 SH 481,486 453,186 28,300 WHITE
 MTNS INS GROUP COM G9618E10 5,586 10,651 SH 10,651 10,057 594 WHITEHALL JEWELLERS
 COM 96506310 1,716 187,728 SH 187,728 167,728 20,000 WHITING PETE CORP NE COM 96638710
 510 21,600 SH 21,600 21,600 WHITNEY HLDG CORP COM 96661210 16,589 397,426 SH 397,426
 394,729 2,697 WHOLE FOODS MKT INC COM 96683710 58,853 785,228 SH 785,088 140 751,691 140
 33,397 Page Total 4,539,361 Page 63 of 65 State Street Corporation (STT) SEC13F Report - March 2004

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WILD OATS MARKETS IN COM 96808B10 5,342 451,588 SH 451,588 408,788 42,800 WILEY JOHN &
 SONS IN CL A 96822320 20,573 687,373 SH 687,373 679,342 8,031 WILLIAMS CLAYTON ENE COM
 96949010 2,530 72,915 SH 72,915 63,415 9,500 WILLIAMS COS INC DEL COM 96945710 140,066
 14,635,960 SH 14,635,960 13,582,369 12,794 1,040,797 WILLIAMS SONOMA INC COM 96990410
 44,200 1,292,396 SH 1,292,196 200 1,269,695 200 22,501 WILLIS GROUP HOLDING SHS G9665510
 835 22,454 SH 21,014 1,440 19,997 1,440 1,017 WILLOW GROVE BANCORP COM 97111W10 2,990
 166,114 SH 166,114 147,314 18,800 WILMINGTON TRUST COR COM 97180710 31,859 852,516 SH
 852,516 839,344 13,172 WILSON GREATBATCH TE COM 97223210 20,267 558,626 SH 558,626
 513,676 44,950 WILSONS THE LEATHER COM 97246310 606 213,484 SH 213,484 212,784 700 WIND
 RIVER SYSTEMS I COM 97314910 17,476 1,578,677 SH 1,578,677 1,392,307 186,370 WINN DIXIE
 STORES IN COM 97428010 29,947 3,940,433 SH 3,940,433 3,651,413 1,700 287,320 WINNEBAGO
 INDS INC COM 97463710 22,668 727,232 SH 727,232 681,522 45,710 WINSTON HOTELS INC COM
 97563A10 5,655 536,532 SH 536,532 496,689 39,843 WINTRUST FINANCIAL C COM 97650W10
 19,545 401,913 SH 400,548 1,365 375,598 1,365 24,950 WIPRO LTD SPON ADR 1 97651M10 466
 11,049 SH 11,049 11,049 WIRELESS FACILITIES COM 97653A10 6,486 589,086 SH 589,086 543,186
 45,900 WISCONSIN ENERGY COR COM 97665710 56,009 1,742,103 SH 1,741,703 400 1,693,422 400
 48,281 WITNESS SYS INC COM 97742410 574 44,441 SH 44,441 44,441 WMS INDS INC COM
 92929710 14,411 464,873 SH 464,873 422,123 42,750 WOLVERINE WORLD WIDE COM 97809710
 25,995 1,077,297 SH 1,077,297 1,013,047 64,250 WOODHEAD INDS INC COM 97943810 2,883 192,300
 SH 192,300 175,000 17,300 WOODWARD GOVERNOR CO COM 98074510 11,503 180,470 SH 180,470
 167,370 13,100 WORLD ACCEP CORP DEL COM 98141910 5,250 267,716 SH 267,716 244,516 23,200
 WORLD FUEL SVCS CORP COM 98147510 6,864 186,881 SH 186,881 167,631 19,250 WORLD
 WRESTLING ENTM CL A 98156Q10 3,048 210,947 SH 210,947 179,997 30,950 WORTHINGTON
 INDS INC COM 98181110 41,838 2,182,496 SH 2,182,496 2,052,135 1,000 129,361 WPP GROUP PLC
 SPON ADR N 92930930 5,061 99,406 SH 99,406 99,398 8 WPS RESOURCES CORP COM 92931B10
 22,702 474,935 SH 474,935 468,224 6,711 WRIGHT MED GROUP INC COM 98235T10 15,394 501,421
 SH 501,421 479,221 22,200 WRIGLEY WM JR CO COM 98252610 308,246 5,213,912 SH 5,213,912
 4,749,494 35,261 429,157 WSFS FINL CORP COM 92932810 5,867 116,939 SH 116,939 101,719 15,220
 WYETH COM 98302410 1,294,049 34,462,032 SH 34,461,612 420 31,491,726 230,282 2,740,024 WYNN
 RESORTS LTD COM 98313410 10,239 292,555 SH 292,555 271,385 21,170 XCEL ENERGY INC COM

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98389B10 199,397 11,195,792 SH 11,195,792 10,438,413 10,200 747,179 XEROX CORP COM 98412110
716,748 49,193,394 SH 49,193,194 200 20,885,149 26,361,061 1,947,184 XICOR INC COM 98490310
6,947 456,460 SH 456,460 409,310 47,150 XILINX INC COM 98391910 414,316 10,972,342 SH
10,971,822 520 9,909,034 87,996 975,312 XL CAP LTD CL A G9825510 189,244 2,488,740 SH 2,488,740
2,237,654 3,200 247,886 XM SATELLITE RADIO H CL A 98375910 36,275 1,298,766 SH 1,298,766
1,283,896 14,870 XOMA LTD ORD G9825R10 528 102,778 SH 102,778 102,778 X-RITE INC COM
98385710 5,371 359,051 SH 359,051 328,251 30,800 XTO ENERGY INC COM 98385X10 97,191
3,850,690 SH 3,850,190 500 3,738,788 500 111,402 YADKIN VY BK&TR CO E COM 98430810 1,990
117,943 SH 117,943 106,343 11,600 YAHOO INC COM 98433210 823,214 16,983,993 SH 16,983,643
350 15,358,468 111,648 1,513,877 YANKEE CANDLE INC COM 98475710 15,082 546,836 SH 546,836
487,406 59,430 YARDVILLE NATL BANCO COM 98502110 3,249 131,522 SH 131,522 116,722 14,800
YELLOW ROADWAY CORP COM 98557710 24,694 732,746 SH 732,306 440 652,302 440 80,004
YORK INTL CORP NEW COM 98667010 42,305 1,076,189 SH 1,075,989 200 1,012,789 200 63,200
YOUNG BROADCASTING I CL A 98743410 4,221 233,231 SH 233,231 208,931 24,300 YOUNG
INNOVATIONS IN COM 98752010 2,689 75,807 SH 75,807 66,307 9,500 YUM BRANDS INC COM
98849810 412,607 10,860,936 SH 10,860,736 200 6,927,689 3,448,902 484,345 ZALE CORP NEW COM
98885810 72,368 1,175,756 SH 1,175,656 100 791,150 331,756 52,850 Page Total 5,269,880 Page 64 of 65
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ZEBRA TECHNOLOGIES C CL A 98920710 41,546 598,908 SH 598,758 150 590,506 150 8,252
ZENITH NATL INS CORP COM 98939010 7,004 178,684 SH 178,684 157,715 20,969 ZHONE
TECHNOLOGIES I COM 98950P10 2,213 568,794 SH 568,794 546,107 22,687 ZIMMER HLDGS INC
COM 98956P10 477,663 6,474,156 SH 6,474,086 70 5,845,819 46,602 581,735 ZIONS
BANCORPORATION COM 98970110 135,799 2,378,260 SH 2,378,160 100 2,217,817 2,100 158,343 ZIX
CORP COM 98974P10 857 58,765 SH 58,765 58,765 ZOLL MED CORP COM 98992210 5,714 143,724
SH 143,724 131,024 12,700 ZORAN CORP COM 98975F10 12,515 721,346 SH 721,346 650,225 71,121
ZYGO CORP COM 98985510 4,374 279,863 SH 279,863 241,013 38,850 ZYMOGENETICS INC COM
98985T10 3,825 247,381 SH 247,381 229,881 17,500 Page Total 691,511 Grand Total 406,476,259 TOTAL
MARKET VALUE 406,476,259 Page 65 of 65