

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2008

Check here if Amendment ; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: The PNC Financial Services Group, Inc.  
Address: 249 Fifth Avenue  
Pittsburgh, PA 15222-2707

Form 13F File Number: 28-1235

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

Person Signing the Report on behalf of Reporting Manager:

Name: Joseph C. Guyaux  
Title: President  
Phone: (412) 762-2569

Signature, Place, and Date of Signing:

/s/ Joseph C. Guyaux  
- ----- Pittsburgh, PA August 13, 2008  
[Signature] [City, State] [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

| Form 13F File Number | Name                             |
|----------------------|----------------------------------|
| 28-06548             | Church Capital Management, LLC   |
| 28-                  | Sterling Financial Trust Company |

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 6

Form 13F Information Table Entry Total: 3,232

Form 13F Information Table Value Total: \$33,817,786  
(thousands)

List of Other Included Managers:

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

No. Form 13F File Number Name

1 28-11135 ADVISORport, Inc.  
 2 28-4750 PNC Bancorp, Inc.  
 3 28-4580 PNC Bank, Delaware  
 4 28-5284 PNC Bank, National Association  
 5 28-12474 PNC Capital Advisors, Inc.  
 6 28-11439 PNC Equity Securities, LLC

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FILE NO. 28-1235  
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 AS OF 06/30/08

| ITEM 8:          |                             | ITEM 3:        |             | ITEM 4:    | ITEM 5:    | ITEM 6:    |         | ITEM 7:  |          |
|------------------|-----------------------------|----------------|-------------|------------|------------|------------|---------|----------|----------|
| VOTING AUTHORITY |                             | CUSIP          | FAIR MARKET | SHARES OR  | DISCRETION | INVESTMENT |         | MANAGERS |          |
| ITEM 1:          |                             | ITEM 2:        |             | PRINCIPAL  | (B) SHARED | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (SHARES)         | NAME OF ISSUER              | TITLE OF CLASS | NUMBER      | AMOUNT     |            |            |         |          |          |
| (B) SHARED       | (C) NONE                    |                | VALUE       |            |            |            |         |          |          |
| <S>              | <C>                         | <C>            | <C>         | <C>        | <C>        | <C>        | <C>     | <C>      | <C>      |
|                  | DAIMLER AG                  | REG SHS        | D1668R123   | 245,323    | 3,978      | X          |         | 28-5284  | 3356     |
|                  | 622                         |                |             | 125,313    | 2,032      | X          | X       | 28-5284  | 1713     |
|                  | 319                         |                |             | 4,872      | 79         | X          |         | 28-11135 | 79       |
|                  |                             |                |             | 95,589     | 1,550      | X          | X       | 28-4580  | 1550     |
|                  | DEUTSCHE BANK AG            | NAMEN AKT      | D18190898   | 128,196    | 1,502      | X          |         | 28-5284  | 302      |
|                  | 1200                        |                |             | 23,898     | 280        | X          | X       | 28-5284  | 280      |
|                  |                             |                |             | 20,569     | 241        | X          |         | 28-11135 | 241      |
|                  | ACE LTD                     | ORD            | G0070K103   | 565,003    | 10,256     | X          |         | 28-5284  | 7256     |
|                  | 3000                        |                |             | 517,020    | 9,385      | X          | X       | 28-5284  | 8660     |
|                  | 725                         |                |             | 1,361,715  | 24,718     | X          |         | 28-11135 | 24718    |
|                  | AIRCATTLE LTD               | COM            | G0129K104   | 1,682      | 200        | X          | X       | 28-5284  | 200      |
|                  | AMDOCS LTD                  | ORD            | G02602103   | 106,853    | 3,632      | X          |         | 28-5284  | 3632     |
|                  |                             |                |             | 17,652     | 600        | X          | X       | 28-5284  | 600      |
|                  | ARCH CAP GROUP LTD          | ORD            | G0450A105   | 3,449      | 52         | X          |         | 28-5284  | 52       |
|                  |                             |                |             | 588,059    | 8,867      | X          | X       | 28-5284  | 8867     |
|                  |                             |                |             | 27,523     | 415        | X          |         | 28-11135 | 415      |
|                  | ARGO GROUP INTL HLDGS LTD   | COM            | G0464B107   | 52,152     | 1,554      | X          | X       | 28-5284  | 1230     |
|                  | 324                         |                |             | 226,674    | 12,600     | X          |         | 28-5284  | 12600    |
|                  | ASSURED GUARANTY LTD        | COM            | G0585R106   | 226,674    | 12,600     | X          |         | 28-5284  | 12600    |
|                  | ACCENTURE LTD BERMUDA       | CL A           | G1150G111   | 20,410,289 | 501,235    | X          |         | 28-5284  | 466845   |
|                  | 34390                       |                |             | 6,033,360  | 148,167    | X          | X       | 28-5284  | 127392   |
|                  | 3427                        | 17348          |             | 90,683     | 2,227      | X          |         | 28-4580  | 2227     |
|                  | BROOKFIELD INFRAST PARTNERS | LP INT UNIT    | G16252101   | 588        | 30         | X          |         | 28-5284  | 30       |
|                  | 225                         |                |             | 13,798     | 704        | X          | X       | 28-5284  | 479      |
|                  |                             |                |             | 20         | 1          | X          |         | 28-11135 | 1        |
|                  |                             |                |             | 2,666      | 136        | X          | X       | 28-4580  | 136      |
|                  | BUNGE LIMITED               | COM            | G16962105   | 607,264    | 5,639      | X          |         | 28-5284  | 580      |
|                  | 5059                        |                |             | 101,659    | 944        | X          | X       | 28-5284  | 644      |
|                  | 300                         |                |             | 180,919    | 1,680      | X          |         | 28-11135 | 1680     |
|                  | CASTLEPOINT HOLDINGS LTD    | COM            | G19522112   | 298,397    | 32,827     | X          |         | 28-11135 | 32827    |
|                  | CONSOLIDATED WATER CO INC   | ORD            | G23773107   | 19,305     | 975        | X          |         | 28-5284  | 975      |
|                  | COLUMN TOTAL                |                |             | 31,870,490 |            |            |         |          |          |

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 AS OF 06/30/08

ITEM 8: ITEM 5: ITEM 6: INVESTMENT

| VOTING AUTHORITY                    |                | ITEM 3:   | ITEM 4:     | SHARES OR | DISCRETION | ITEM 7:  |          |          |
|-------------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|----------|
| ITEM 1:                             | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL | (B) SHARED | MANAGERS |          |          |
| (SHARES)                            | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE |
| (B) SHARED (C) NONE                 |                |           |             |           |            |          |          |          |
| <S>                                 | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
| COOPER INDS LTD<br>1200             | CL A           | G24182100 | 336,501     | 8,519     | X          |          | 28-5284  | 7319     |
| 1732                                |                |           | 921,417     | 23,327    | X          | X        | 28-5284  | 21595    |
|                                     |                |           | 3,160       | 80        | X          |          | 28-11135 | 80       |
|                                     |                |           | 19,750      | 500       | X          |          | 28-4580  | 500      |
|                                     |                |           | 79,000      | 2,000     | X          | X        | 28-4580  | 2000     |
| CREDICORP LTD                       | COM            | G2519Y108 | 613,436     | 7,470     | X          | X        | 28-5284  | 7470     |
| COVIDIEN LTD<br>6172                | COM            | G2552X108 | 1,214,203   | 25,354    | X          |          | 28-5284  | 19182    |
| 1095                                | 2615           |           | 1,717,144   | 35,856    | X          | X        | 28-5284  | 32146    |
|                                     |                |           | 3,065       | 64        | X          |          | 28-11135 | 64       |
|                                     |                |           | 5,412       | 113       | X          |          | 28-4580  | 113      |
|                                     |                |           | 58,043      | 1,212     | X          | X        | 28-4580  | 1212     |
| ENDURANCE SPECIALTY HLDGS LT<br>400 | SHS            | G30397106 | 75,282      | 2,445     | X          |          | 28-5284  | 2445     |
|                                     |                |           | 73,126      | 2,375     | X          | X        | 28-5284  | 1975     |
| ENSTAR GROUP LIMITED                | SHS            | G3075P101 | 131,250     | 1,500     | X          |          | 28-5284  | 1500     |
|                                     |                |           | 262,500     | 3,000     | X          | X        | 28-5284  | 3000     |
|                                     |                |           | 96,163      | 1,099     | X          | X        | 28-4580  | 1099     |
| ASA LIMITED                         | COM            | G3156P103 | 10,497      | 124       | X          |          | 28-5284  | 124      |
|                                     |                |           | 4,232,500   | 50,000    | X          | X        | 28-5284  | 50000    |
| EVEREST RE GROUP LTD                | COM            | G3223R108 | 11,159      | 140       | X          |          | 28-5284  | 140      |
|                                     |                |           | 319         | 4         | X          | X        | 28-5284  | 4        |
|                                     |                |           | 244,949     | 3,073     | X          |          | 28-11135 | 3073     |
| FOSTER WHEELER LTD                  | *W EXP 09/24/2 | G36535121 | 45,016      | 200       | X          |          | 28-5284  | 200      |
| FOSTER WHEELER LTD<br>160           | SHS NEW        | G36535139 | 226,253     | 3,093     | X          |          | 28-5284  | 2933     |
|                                     |                |           | 8,047       | 110       | X          | X        | 28-5284  | 110      |
| FRONTLINE LTD                       | SHS            | G3682E127 | 135,373     | 1,940     | X          |          | 28-5284  | 1940     |
|                                     |                |           | 87,434      | 1,253     | X          | X        | 28-5284  | 1253     |
|                                     |                |           | 139,560     | 2,000     | X          | X        | 28-4580  | 2000     |
| GARMIN LTD<br>115                   | ORD            | G37260109 | 549,337     | 12,823    | X          |          | 28-5284  | 12708    |
| 10575                               |                |           | 1,229,508   | 28,700    | X          | X        | 28-5284  | 18125    |
|                                     |                |           | 301,851     | 7,046     | X          |          | 28-11135 | 7046     |
| HELEN OF TROY CORP LTD              | COM            | G4388N106 | 1,338       | 83        | X          |          | 28-11135 | 83       |
| COLUMN TOTAL                        |                |           | 12,832,593  |           |            |          |          |          |

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| VOTING AUTHORITY                    |                | ITEM 3:   | ITEM 4:     | SHARES OR | DISCRETION | ITEM 7:  |          |          |
|-------------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|----------|
| ITEM 1:                             | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL | (B) SHARED | MANAGERS |          |          |
| (SHARES)                            | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE |
| (B) SHARED (C) NONE                 |                |           |             |           |            |          |          |          |
| <S>                                 | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
| INGERSOLL-RAND COMPANY LTD<br>52640 | CL A           | G4776G101 | 21,516,261  | 574,840   | X          |          | 28-5284  | 522200   |
| 475                                 | 39508          |           | 20,174,246  | 538,986   | X          | X        | 28-5284  | 499003   |
|                                     |                |           | 117,867     | 3,149     | X          |          | 28-11135 | 3149     |
|                                     |                |           | 276,346     | 7,383     | X          |          | 28-4580  | 7197     |
| 186                                 |                |           | 276,907     | 7,398     | X          | X        | 28-4580  | 6126     |
| 1272                                |                |           |             |           |            |          |          |          |
| INVESCO LTD                         | SHS            | G491BT108 | 5,252       | 219       | X          |          | 28-5284  | 219      |
| IPC HLDGS LTD                       | ORD            | G4933P101 | 10,620      | 400       | X          |          | 28-5284  | 400      |

|                              |       |           |            |         |   |   |          |       |
|------------------------------|-------|-----------|------------|---------|---|---|----------|-------|
| JINPAN INTL LTD              | ORD   | G5138L100 | 292,560    | 8,000   | X | X | 28-5284  | 8000  |
| KNIGHTSBRIDGE TANKERS LTD    | ORD   | G5299G106 | 3,221      | 100     | X | X | 28-5284  | 100   |
| LAZARD LTD                   | SHS A | G54050102 | 1,025      | 30      | X | X | 28-5284  | 30    |
| MARVELL TECHNOLOGY GROUP LTD | ORD   | G5876H105 | 1,766      | 100     | X |   | 28-5284  | 100   |
|                              |       |           | 35,320     | 2,000   | X | X | 28-5284  | 2000  |
|                              |       |           | 244,573    | 13,849  | X |   | 28-11135 | 13849 |
| MONTPELIER RE HOLDINGS LTD   | SHS   | G62185106 | 563,332    | 38,192  | X |   | 28-11135 | 38192 |
| NABORS INDUSTRIES LTD        | SHS   | G6359F103 | 5,095,059  | 103,495 | X |   | 28-5284  | 91633 |
| 11862                        |       |           |            |         |   |   |          |       |
|                              |       |           | 768,431    | 15,609  | X | X | 28-5284  | 13454 |
| 2155                         |       |           |            |         |   |   |          |       |
|                              |       |           | 5,218      | 106     | X |   | 28-11135 | 106   |
|                              |       |           | 10,929     | 222     | X |   | 28-4580  | 222   |
| NOBLE CORPORATION            | SHS   | G65422100 | 229,374    | 3,531   | X |   | 28-5284  | 3531  |
|                              |       |           | 1,550,595  | 23,870  | X | X | 28-5284  | 22870 |
| 1000                         |       |           |            |         |   |   |          |       |
|                              |       |           | 235,545    | 3,626   | X |   | 28-11135 | 3626  |
|                              |       |           | 12,472     | 192     | X |   | 28-4580  | 192   |
| NORDIC AMERICAN TANKER SHIPP | COM   | G65773106 | 54,464     | 1,403   | X |   | 28-5284  | 1403  |
|                              |       |           | 81,522     | 2,100   | X | X | 28-5284  | 2100  |
| OPENTV CORP                  | CL A  | G67543101 | 29,411     | 22,451  | X | X | 28-5284  |       |
| 22379                        | 72    |           |            |         |   |   |          |       |
| ORIGIN AGRITECH LIMITED      | SHS   | G67828106 | 7,176      | 1,200   | X |   | 28-5284  | 1200  |
| PARTNERRE LTD                | COM   | G6852T105 | 1,244      | 18      | X |   | 28-5284  | 18    |
|                              |       |           | 2,973      | 43      | X | X | 28-5284  | 43    |
|                              |       |           | 1,383      | 20      | X |   | 28-11135 | 20    |
| COLUMN TOTAL                 |       |           | 51,605,092 |         |   |   |          |       |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     |           | ITEM 5:   |            | ITEM 6:    |         | ITEM 7:  |          |
|------------------|------------------------------|----------------|-----------|-------------|-----------|-----------|------------|------------|---------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |           | SHARES OR |            | INVESTMENT |         | MANAGERS |          |
| ITEM 1:          |                              | ITEM 2:        |           | ITEM 4:     |           | ITEM 5:   |            | ITEM 6:    |         | ITEM 7:  |          |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | PRINCIPAL | AMOUNT    | (B) SHARED | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                |           |             |           |           | (A) SOLE   | (C) OTH    |         |          | (A) SOLE |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>       | <C>        | <C>        | <C>     | <C>      | <C>      |
| <C>              | <C>                          |                |           |             |           |           |            |            |         |          |          |
|                  | PLATINUM UNDERWRITER HLDGS L | COM            | G7127P100 | 2,446       | 75        | 75        | X          |            |         | 28-5284  | 75       |
|                  |                              |                |           | 1,598       | 49        | 49        | X          |            |         | 28-11135 | 49       |
|                  | PRUDENTIAL PLC               | PER SUB 6.50%  | G7293H189 | 16,650      | 900       | 900       | X          |            |         | 28-5284  | 900      |
|                  | QIAO XING UNIVERSAL TELEPHON | ORD            | G7303A109 | 3,293       | 750       | 750       | X          |            |         | 28-5284  | 750      |
|                  | RENAISSANCERE HOLDINGS LTD   | COM            | G7496G103 | 22,335      | 500       | 500       | X          |            |         | 28-5284  | 500      |
|                  |                              |                |           | 89          | 2         | 2         | X          | X          |         | 28-5284  | 2        |
|                  | SEAGATE TECHNOLOGY           | SHS            | G7945J104 | 147,492     | 7,710     | 7,710     | X          |            |         | 28-5284  | 6140     |
|                  | 1570                         |                |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 65,673      | 3,433     | 3,433     | X          | X          |         | 28-5284  | 2963     |
|                  | 470                          |                |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 574         | 30        | 30        | X          |            |         | 28-11135 | 30       |
|                  | SECURITY CAPITAL ASSURANCE   | COM            | G8018D107 | 160         | 550       | 550       | X          |            |         | 28-5284  | 550      |
|                  | SHIP FINANCE INTERNATIONAL L | SHS            | G81075106 | 21,616      | 732       | 732       | X          |            |         | 28-5284  | 732      |
|                  |                              |                |           | 1,122       | 38        | 38        | X          | X          |         | 28-5284  | 38       |
|                  | UTI WORLDWIDE INC            | ORD            | G87210103 | 162,094     | 8,125     | 8,125     | X          |            |         | 28-5284  | 8125     |
|                  |                              |                |           | 320,457     | 16,063    | 16,063    | X          | X          |         | 28-5284  | 4400     |
|                  | 11663                        |                |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 7,980       | 400       | 400       | X          | X          |         | 28-4580  | 400      |
|                  | TRANSOCEAN INC NEW           | SHS            | G90073100 | 50,336,246  | 330,312   | 330,312   | X          |            |         | 28-5284  | 313757   |
|                  | 16555                        |                |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 20,968,102  | 137,595   | 137,595   | X          | X          |         | 28-5284  | 129035   |
|                  | 2159                         | 6401           |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 1,095,836   | 7,191     | 7,191     | X          |            |         | 28-11135 | 7191     |
|                  |                              |                |           | 1,057,587   | 6,940     | 6,940     | X          |            |         | 28-4580  | 6746     |
|                  | 194                          |                |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 138,675     | 910       | 910       | X          | X          |         | 28-4580  | 910      |
|                  | TYCO INTL LTD BERMUDA        | SHS            | G9143X208 | 3,849,846   | 96,150    | 96,150    | X          |            |         | 28-5284  | 88848    |
|                  | 7302                         |                |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 2,350,348   | 58,700    | 58,700    | X          | X          |         | 28-5284  | 52973    |
|                  | 3255                         | 2472           |           |             |           |           |            |            |         |          |          |
|                  |                              |                |           | 24,424      | 610       | 610       | X          |            |         | 28-11135 | 610      |
|                  |                              |                |           | 9,730       | 243       | 243       | X          |            |         | 28-4580  | 243      |
|                  |                              |                |           | 48,528      | 1,212     | 1,212     | X          | X          |         | 28-4580  | 1212     |
|                  | TYCO ELECTRONICS LTD         | COM NEW        | G9144P105 | 2,475,198   | 69,101    | 69,101    | X          |            |         | 28-5284  | 62008    |

|                    |      |     |           |            |        |   |   |          |       |
|--------------------|------|-----|-----------|------------|--------|---|---|----------|-------|
| 7093               |      |     |           | 2,048,188  | 57,180 | X | X | 28-5284  | 50448 |
| 3987               | 2745 |     |           | 2,221      | 62     | X |   | 28-11135 | 62    |
|                    |      |     |           | 8,704      | 243    | X |   | 28-4580  | 243   |
|                    |      |     |           | 43,414     | 1,212  | X | X | 28-4580  | 1212  |
| VISTAPRINT LIMITED |      | SHS | G93762204 | 26,760     | 1,000  | X |   | 28-5284  | 1000  |
|                    |      |     |           | 23,549     | 880    | X | X | 28-5284  | 880   |
| COLUMN TOTAL       |      |     |           | 85,280,935 |        |   |   |          |       |

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| ITEM 8:                      |      | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |        |
|------------------------------|------|----------------|-----------|-------------|---------|-----------|-----|------------------|-----|------------------|--------|
| VOTING AUTHORITY             |      | CUSIP          |           | FAIR MARKET |         | SHARES OR |     | DISCRETION       |     | MANAGERS         |        |
| ITEM 1:                      |      | ITEM 2:        |           | VALUE       |         | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |        |
| NAME OF ISSUER               |      | TITLE OF CLASS |           | NUMBER      |         | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |        |
| (B) SHARED (C) NONE          |      |                |           |             |         |           |     |                  |     |                  |        |
| <S>                          |      | <C>            |           | <C>         | <C>     | <C>       | <C> | <C>              | <C> | <C>              | <C>    |
| <C>                          | <C>  |                |           |             |         |           |     |                  |     |                  |        |
| WARNER CHILCOTT LIMITED      |      | COM CL A       | G9435N108 | 55,952      | 3,301   | X         |     |                  |     | 28-5284          |        |
| 3301                         |      |                |           |             |         |           |     |                  |     |                  |        |
| WEATHERFORD INTERNATIONAL LT |      | COM            | G95089101 | 12,537,641  | 252,826 | X         |     |                  |     | 28-5284          | 238464 |
| 14362                        |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 5,939,741   | 119,777 | X         | X   |                  |     | 28-5284          | 112614 |
| 3278                         | 3885 |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 3,471       | 70      | X         |     |                  |     | 28-11135         | 70     |
|                              |      |                |           | 56,632      | 1,142   | X         |     |                  |     | 28-4580          | 1142   |
| WHITE MTNS INS GROUP LTD     |      | COM            | G9618E107 | 10,725      | 25      | X         |     |                  |     | 28-5284          | 25     |
|                              |      |                |           | 259,545     | 605     | X         | X   |                  |     | 28-5284          | 250    |
| 355                          |      |                |           |             |         |           |     |                  |     |                  |        |
| WILLIS GROUP HOLDINGS LTD    |      | SHS            | G96655108 | 2,602,267   | 82,954  | X         |     |                  |     | 28-5284          | 53651  |
| 29303                        |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 1,729,459   | 55,131  | X         | X   |                  |     | 28-5284          | 18056  |
| 37075                        |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 627         | 20      | X         |     |                  |     | 28-11135         | 20     |
| XOMA LTD                     |      | ORD            | G9825R107 | 5,070       | 3,000   | X         |     |                  |     | 28-5284          | 3000   |
| XL CAP LTD                   |      | CL A           | G98255105 | 63,510      | 3,089   | X         |     |                  |     | 28-5284          | 889    |
| 2200                         |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 39,023      | 1,898   | X         | X   |                  |     | 28-5284          | 1598   |
| 300                          |      |                |           |             |         |           |     |                  |     |                  |        |
| ALCON INC                    |      | COM SHS        | H01301102 | 41,136,545  | 252,697 | X         |     |                  |     | 28-5284          | 242703 |
| 9994                         |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 19,639,148  | 120,641 | X         | X   |                  |     | 28-5284          | 110984 |
| 1429                         | 8228 |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 3,419       | 21      | X         |     |                  |     | 28-11135         | 21     |
|                              |      |                |           | 731,741     | 4,495   | X         |     |                  |     | 28-4580          | 4388   |
| 107                          |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 119,976     | 737     | X         | X   |                  |     | 28-4580          | 737    |
| LOGITECH INTL S A            |      | SHS            | H50430232 | 3,243       | 121     | X         |     |                  |     | 28-5284          | 121    |
|                              |      |                |           | 268,858     | 10,032  | X         |     |                  |     | 28-11135         | 10032  |
| UBS AG                       |      | SHS NEW        | H89231338 | 237,115     | 11,477  | X         |     |                  |     | 28-5284          | 11471  |
| 6                            |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 86,359      | 4,180   | X         | X   |                  |     | 28-5284          | 4078   |
| 102                          |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 12,892      | 624     | X         |     |                  |     | 28-11135         | 624    |
|                              |      |                |           | 65,079      | 3,150   | X         | X   |                  |     | 28-4580          | 3150   |
| MILLICOM INTL CELLULAR S A   |      | SHS NEW        | L6388F110 | 5,796       | 56      | X         |     |                  |     | 28-5284          | 56     |
|                              |      |                |           | 155,250     | 1,500   | X         | X   |                  |     | 28-5284          |        |
| 1500                         |      |                |           |             |         |           |     |                  |     |                  |        |
|                              |      |                |           | 1,139       | 11      | X         |     |                  |     | 28-11135         | 11     |
| ALVARION LTD                 |      | SHS            | M0861T100 | 21,180      | 3,000   | X         | X   |                  |     | 28-5284          | 3000   |
| CELLCOM ISRAEL LTD           |      | SHS            | M2196U109 | 6,842       | 200     | X         |     |                  |     | 28-5284          | 200    |
| COLUMN TOTAL                 |      |                |           | 85,798,245  |         |           |     |                  |     |                  |        |

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|                              |                |           |  |            |         |   |           |       |
|------------------------------|----------------|-----------|--|------------|---------|---|-----------|-------|
| 16783                        |                |           |  | 1,020,426  | 108,556 | X | X 28-5284 | 91773 |
| GENCO SHIPPING & TRADING LTD | SHS            | Y2685T107 |  | 550,288    | 8,440   | X | X 28-5284 | 8440  |
|                              |                |           |  | 88,607     | 1,359   | X | 28-11135  | 1359  |
| GENERAL MARITIME CORP        | SHS            | Y2692M103 |  | 9,093      | 350     | X | X 28-5284 | 350   |
| NAVIOS MARITIME HOLDINGS INC | COM            | Y62196103 |  | 1,095      | 113     | X | 28-11135  | 113   |
| SEASPAN CORP                 | SHS            | Y75638109 |  | 26,422     | 1,100   | X | 28-5284   | 1100  |
|                              |                |           |  | 551,860    | 22,975  | X | X 28-5284 | 14000 |
| 8975                         |                |           |  | 72,060     | 3,000   | X | 28-4580   |       |
| 3000                         |                |           |  |            |         |   |           |       |
| STAR BULK CARRIERS CORP      | COM            | Y8162K105 |  | 58,950     | 5,000   | X | 28-5284   | 5000  |
| STAR BULK CARRIERS CORP      | *W EXP 12/16/2 | Y8162K113 |  | 77,200     | 20,000  | X | 28-5284   | 20000 |
| TEEKAY LNG PARTNERS L P      | PRTNRSP UNITS  | Y8564M105 |  | 55,293     | 2,100   | X | X 28-5284 | 100   |
| 2000                         |                |           |  |            |         |   |           |       |
| TEEKAY CORPORATION           | COM            | Y8564W103 |  | 4,518      | 100     | X | 28-5284   | 100   |
| VERIGY LTD                   | SHS            | Y93691106 |  | 68,198     | 3,003   | X | 28-5284   | 2888  |
| 115                          |                |           |  |            |         |   |           |       |
|                              |                |           |  | 110,212    | 4,853   | X | X 28-5284 | 4375  |
| 478                          |                |           |  |            |         |   |           |       |
|                              |                |           |  | 136        | 6       | X | 28-11135  | 6     |
| AAR CORP                     | COM            | 000361105 |  | 3,924      | 290     | X | 28-5284   |       |
| 290                          |                |           |  |            |         |   |           |       |
|                              |                |           |  | 20,295     | 1,500   | X | X 28-5284 |       |
| 1500                         |                |           |  |            |         |   |           |       |
| COLUMN TOTAL                 |                |           |  | 12,096,166 |         |   |           |       |

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| ITEM 8:                     |                | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:          |                  | ITEM 7:          |
|-----------------------------|----------------|----------------|-----------|-------------|-----------|------------------|------------------|------------------|
| VOTING AUTHORITY            |                | CUSIP          |           | FAIR MARKET | SHARES OR | INVESTMENT       |                  | MANAGERS         |
| (SHARES)                    | ITEM 1:        | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED       | (A) SOLE (C) OTH | INSTR V (A) SOLE |
| (B) SHARED (C) NONE         | NAME OF ISSUER | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE (C) OTH |                  |                  |
| <S>                         | <C>            | <C>            | <C>       | <C>         | <C>       | <C>              | <C>              | <C>              |
| ABB LTD                     |                | SPONSORED ADR  | 000375204 | 36,917,782  | 1,303,594 | X                | 28-5284          | 1243310          |
| 60284                       |                |                |           |             |           |                  |                  |                  |
| 6332                        | 36788          |                |           | 19,169,072  | 676,874   | X                | X 28-5284        | 633754           |
|                             |                |                |           | 409,167     | 14,448    | X                | 28-11135         | 14448            |
|                             |                |                |           | 908,137     | 32,067    | X                | 28-4580          | 31685            |
| 382                         |                |                |           | 94,136      | 3,324     | X                | X 28-4580        | 3324             |
| ACCO BRANDS CORP            | COM            | 00081T108      |           | 33,387      | 2,973     | X                | 28-5284          | 2973             |
|                             |                |                |           | 100,733     | 8,970     | X                | X 28-5284        | 8615             |
| 355                         |                |                |           | 258         | 23        | X                | 28-4580          | 23               |
|                             |                |                |           | 584         | 52        | X                | X 28-4580        | 52               |
| A C MOORE ARTS & CRAFTS INC | COM            | 00086T103      |           | 4,230       | 600       | X                | X 28-5284        | 600              |
| A D C TELECOMMUNICATIONS    | COM NEW        | 000886309      |           | 208,257     | 14,100    | X                | X 28-5284        | 550              |
| 13550                       |                |                |           |             |           |                  |                  |                  |
| ABM INDS INC                | COM            | 000957100      |           | 7,120       | 320       | X                | 28-5284          |                  |
| 320                         |                |                |           |             |           |                  |                  |                  |
| AFLAC INC                   | COM            | 001055102      |           | 7,227,338   | 115,085   | X                | 28-5284          | 98863            |
| 16222                       |                |                |           |             |           |                  |                  |                  |
|                             |                |                |           | 5,205,743   | 82,894    | X                | X 28-5284        | 67407            |
| 825                         | 14662          |                |           | 531,414     | 8,462     | X                | 28-11135         | 8462             |
| AGCO CORP                   | COM            | 001084102      |           | 577         | 11        | X                | 28-11135         | 11               |
| AGL RES INC                 | COM            | 001204106      |           | 92,363      | 2,671     | X                | 28-5284          | 1150             |
| 1521                        |                |                |           |             |           |                  |                  |                  |
|                             |                |                |           | 253,402     | 7,328     | X                | X 28-5284        | 5378             |
| 1950                        |                |                |           |             |           |                  |                  |                  |
| A H BELO CORP               | COM CL A       | 001282102      |           | 194         | 34        | X                | 28-5284          | 34               |
| AES CORP                    | COM            | 00130H105      |           | 148,839     | 7,748     | X                | 28-5284          | 6900             |
| 848                         |                |                |           |             |           |                  |                  |                  |
|                             |                |                |           | 169,663     | 8,832     | X                | X 28-5284        | 8832             |
|                             |                |                |           | 115         | 6         | X                | 28-11135         | 6                |
| AK STL HLDG CORP            | COM            | 001547108      |           | 209,622     | 3,038     | X                | 28-5284          | 3038             |
|                             |                |                |           | 144,900     | 2,100     | X                | X 28-5284        | 2100             |

|                          |     |           |            |       |   |           |      |
|--------------------------|-----|-----------|------------|-------|---|-----------|------|
| AMB PROPERTY CORP        | COM | 00163T109 | 443,596    | 8,805 | X | 28-5284   | 8805 |
|                          |     |           | 26,198     | 520   | X | X 28-5284 | 520  |
| AMAG PHARMACEUTICALS INC | COM | 00163U106 | 17,050     | 500   | X | 28-5284   | 500  |
| AMR CORP                 | COM | 001765106 | 1,024      | 200   | X | 28-5284   | 200  |
|                          |     |           | 307        | 60    | X | X 28-5284 | 60   |
| COLUMN TOTAL             |     |           | 72,325,208 |       |   |           |      |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |         |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|---------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |         |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  |          |         |
| (C) NONE         |                              |                |           |             |           |            |          |          |         |
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| <C>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>     |
|                  | APP PHARMACEUTICALS INC      | COM            | 00202H108 | 5,016       | 300       | X          | X        | 28-5284  | 300     |
|                  | AT&T INC                     | COM            | 00206R102 | 157,805,543 | 4,684,047 | X          |          | 28-5284  | 4437974 |
|                  | 246073                       |                |           | 116,477,178 | 3,457,322 | X          | X        | 28-5284  | 3140014 |
|                  | 25747                        | 291561         |           | 2,099,729   | 62,325    | X          |          | 28-11135 | 62325   |
|                  |                              |                |           | 4,809,584   | 142,760   | X          |          | 28-4580  | 142555  |
|                  | 205                          |                |           | 3,861,784   | 114,627   | X          | X        | 28-4580  | 112704  |
|                  | 425                          | 1498           |           | 7,538       | 270       | X          |          | 28-5284  |         |
|                  | ATMI INC                     | COM            | 00207R101 |             |           |            |          |          |         |
|                  | 270                          |                |           | 39          | 1         | X          |          | 28-11135 | 1       |
|                  | ATP OIL & GAS CORP           | COM            | 00208J108 | 5,146       | 147       | X          |          | 28-5284  | 147     |
|                  | A S DAMPSKIBSSELSKABET TORM  | SPONSORED ADR  | 00208W109 | 1,280,400   | 55,000    | X          | X        | 28-5284  | 55000   |
|                  | ATC TECHNOLOGY CORP          | COM            | 00211W104 | 9,932       | 627       | X          |          | 28-5284  | 627     |
|                  | AU OPTRONICS CORP            | SPONSORED ADR  | 002255107 | 786,076     | 49,626    | X          | X        | 28-5284  | 49626   |
|                  | AVX CORP NEW                 | COM            | 002444107 | 13,572      | 1,200     | X          | X        | 28-5284  |         |
|                  | 1200                         |                |           | 8,380       | 2,000     | X          | X        | 28-5284  | 2000    |
|                  | AXT INC                      | COM            | 00246W103 | 8,977       | 402       | X          |          | 28-5284  |         |
|                  | AARON RENTS INC              | COM            | 002535201 |             |           |            |          |          |         |
|                  | 402                          |                |           | 72,312,101  | 1,365,152 | X          |          | 28-5284  | 1307621 |
|                  | ABBOTT LABS                  | COM            | 002824100 | 113,176,550 | 2,136,616 | X          | X        | 28-5284  | 1995700 |
|                  | 57531                        |                |           | 1,039,483   | 19,624    | X          |          | 28-11135 | 19624   |
|                  | 9143                         | 131773         |           | 1,562,456   | 29,497    | X          |          | 28-4580  | 29497   |
|                  |                              |                |           | 2,804,603   | 52,947    | X          | X        | 28-4580  | 51625   |
|                  | 1322                         |                |           | 13,501,147  | 215,398   | X          |          | 28-5284  | 204402  |
|                  | ABERCROMBIE & FITCH CO       | CL A           | 002896207 | 5,426,897   | 86,581    | X          | X        | 28-5284  | 81646   |
|                  | 10996                        |                |           | 262,128     | 4,182     | X          |          | 28-11135 | 4182    |
|                  | 1878                         | 3057           |           | 379,715     | 6,058     | X          |          | 28-4580  | 5999    |
|                  | 59                           |                |           | 69,324      | 1,106     | X          | X        | 28-4580  | 1106    |
|                  | ABERDEEN ASIA PACIFIC INCOM  | COM            | 003009107 | 74,341      | 12,349    | X          | X        | 28-5284  | 9849    |
|                  | 2500                         |                |           | 7,720       | 500       | X          |          | 28-5284  | 500     |
|                  | ABERDEEN AUSTRALIA EQTY FD I | COM            | 003011103 | 418,900     | 23,600    | X          | X        | 28-5284  | 23600   |
|                  | ABIOMED INC                  | COM            | 003654100 |             |           |            |          |          |         |
| COLUMN TOTAL     |                              |                |           | 498,214,259 |           |            |          |          |         |

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| ITEM 8:          |                             | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | INVESTMENT |         | ITEM 7:  |          |
|------------------|-----------------------------|----------------|-------------|-----------|------------|------------|---------|----------|----------|
| VOTING AUTHORITY |                             | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |            |         | MANAGERS |          |
| (SHARES)         | ITEM 1:                     | ITEM 2:        | NUMBER      | VALUE     | PRINCIPAL  | (B) SHARED |         | INSTR V  | (A) SOLE |
| (B) SHARED       | NAME OF ISSUER              | TITLE OF CLASS |             |           | AMOUNT     | (A) SOLE   | (C) OTH |          |          |
| (C) NONE         |                             |                |             |           |            |            |         |          |          |
| <S>              | <C>                         | <C>            | <C>         | <C>       | <C>        | <C>        | <C>     | <C>      | <C>      |
| <C>              | <C>                         |                |             |           |            |            |         |          |          |
|                  | ABRAXIS BIOSCIENCE INC NEW  | COM            | 00383Y102   | 4,760     | 75         | X          | X       | 28-5284  | 75       |
|                  | ACADIA PHARMACEUTICALS INC  | COM            | 004225108   | 738       | 200        | X          | X       | 28-5284  | 200      |
|                  | ACCENTIA BIOPHARMACEUTICALS | COM            | 00430L103   | 5,150     | 5,000      | X          |         | 28-5284  | 5000     |
|                  | ACCESS INTEGRATED TECHNLS I | CL A           | 004329108   | 8,440     | 4,000      | X          |         | 28-5284  | 4000     |
|                  | ACERGY S A                  | SPONSORED ADR  | 00443E104   | 4,853     | 218        | X          |         | 28-5284  | 218      |
|                  |                             |                |             | 11,130    | 500        | X          | X       | 28-5284  | 500      |
|                  | ACME UTD CORP               | COM            | 004816104   | 486,150   | 35,000     | X          |         | 28-5284  |          |
|                  | 35000                       |                |             |           |            |            |         |          |          |
|                  | ACTIVISION INC NEW          | COM NEW        | 004930202   | 259,647   | 7,621      | X          |         | 28-5284  | 7621     |
|                  |                             |                |             | 681       | 20         | X          | X       | 28-5284  | 20       |
|                  | ACTEL CORP                  | COM            | 004934105   | 3,033     | 180        | X          |         | 28-5284  |          |
|                  | 180                         |                |             |           |            |            |         |          |          |
|                  | ACTIVE POWER INC            | COM            | 00504W100   | 4,687     | 4,006      | X          | X       | 28-5284  | 4006     |
|                  | ACTIVIDENTITY CORP          | COM            | 00506P103   | 54,600    | 20,000     | X          | X       | 28-5284  |          |
|                  | 20000                       |                |             |           |            |            |         |          |          |
|                  | ACTUANT CORP                | CL A NEW       | 00508X203   | 12,477    | 398        | X          |         | 28-5284  | 350      |
|                  | 48                          |                |             |           |            |            |         |          |          |
|                  |                             |                |             | 148,913   | 4,750      | X          | X       | 28-5284  | 4750     |
|                  |                             |                |             | 219       | 7          | X          |         | 28-11135 | 7        |
|                  | ACUITY BRANDS INC           | COM            | 00508Y102   | 16,347    | 340        | X          |         | 28-5284  |          |
|                  | 340                         |                |             |           |            |            |         |          |          |
|                  |                             |                |             | 28,848    | 600        | X          | X       | 28-5284  | 600      |
|                  | ADAMS EXPRESS CO            | COM            | 006212104   | 21,330    | 1,800      | X          |         | 28-5284  | 1800     |
|                  |                             |                |             | 23,297    | 1,966      | X          | X       | 28-5284  | 1966     |
|                  | ADAPTEC INC                 | COM            | 00651F108   | 2,144     | 670        | X          |         | 28-5284  |          |
|                  | 670                         |                |             |           |            |            |         |          |          |
|                  |                             |                |             | 140,784   | 43,995     | X          | X       | 28-5284  |          |
|                  | 43995                       |                |             |           |            |            |         |          |          |
|                  | ADMINISTAFF INC             | COM            | 007094105   | 5,020     | 180        | X          |         | 28-5284  |          |
|                  | 180                         |                |             |           |            |            |         |          |          |
|                  |                             |                |             | 976       | 35         | X          |         | 28-11135 | 35       |
|                  | ADOBE SYS INC               | COM            | 00724F101   | 2,749,619 | 69,805     | X          |         | 28-5284  | 57282    |
|                  | 12523                       |                |             |           |            |            |         |          |          |
|                  |                             |                |             | 1,622,907 | 41,201     | X          | X       | 28-5284  | 36884    |
|                  | 4317                        |                |             |           |            |            |         |          |          |
|                  |                             |                |             | 4,530     | 115        | X          |         | 28-11135 | 115      |
|                  | COLUMN TOTAL                |                |             | 5,621,280 |            |            |         |          |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | INVESTMENT |         | ITEM 7:  |          |
|------------------|------------------------------|----------------|-------------|-----------|------------|------------|---------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |            |         | MANAGERS |          |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER      | VALUE     | PRINCIPAL  | (B) SHARED |         | INSTR V  | (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |             |           | AMOUNT     | (A) SOLE   | (C) OTH |          |          |
| (C) NONE         |                              |                |             |           |            |            |         |          |          |
| <S>              | <C>                          | <C>            | <C>         | <C>       | <C>        | <C>        | <C>     | <C>      | <C>      |
| <C>              | <C>                          |                |             |           |            |            |         |          |          |
|                  | ADTRAN INC                   | COM            | 00738A106   | 17,165    | 720        | X          |         | 28-5284  | 720      |
|                  |                              |                |             | 73,904    | 3,100      | X          | X       | 28-5284  | 3100     |
|                  | ADVANCE AUTO PARTS INC       | COM            | 00751Y106   | 69,467    | 1,789      | X          | X       | 28-5284  | 1789     |
|                  |                              |                |             | 4,970     | 128        | X          |         | 28-11135 | 128      |
|                  | ADVANCED ANALOGIC TECHNOLOGI | COM            | 00752J108   | 2,065     | 500        | X          |         | 28-5284  | 500      |
|                  | ADVANTAGE ENERGY INCOME FD   | TR UNIT        | 00762L101   | 157,136   | 12,200     | X          |         | 28-5284  | 10200    |
|                  | 2000                         |                |             |           |            |            |         |          |          |
|                  |                              |                |             | 37,352    | 2,900      | X          | X       | 28-5284  | 2900     |
|                  | ADVANTEST CORP               | SPON ADR NEW   | 00762U200   | 11,709    | 556        | X          |         | 28-5284  | 556      |
|                  |                              |                |             | 113,577   | 5,393      | X          |         | 28-11135 | 5393     |
|                  | ADVANCED MEDICAL OPTICS INC  | COM            | 00763M108   | 10,513    | 561        | X          |         | 28-5284  | 561      |
|                  |                              |                |             | 85,080    | 4,540      | X          | X       | 28-5284  | 4540     |

|                                  |                          |            |         |   |   |          |        |
|----------------------------------|--------------------------|------------|---------|---|---|----------|--------|
| ADVENT CLAYMORE CV SECS & IN COM | 00764C109                | 993        | 53      | X | X | 28-4580  | 53     |
|                                  |                          | 7,384      | 332     | X |   | 28-5284  | 332    |
|                                  |                          | 22,240     | 1,000   | X | X | 28-5284  | 1000   |
| AECOM TECHNOLOGY CORP DELAWA COM | 00766T100                | 11,223     | 345     | X |   | 28-5284  | 345    |
| AEROPOSTALE                      | 007865108                | 59,903     | 1,912   | X |   | 28-5284  | 1912   |
|                                  |                          | 5,733      | 183     | X | X | 28-5284  | 183    |
| ADVANCED MICRO DEVICES INC       | 007903107                | 10,203     | 1,750   | X |   | 28-5284  | 1750   |
| AEGON N V                        | NY REGISTRY SH 007924103 | 418,681    | 31,936  | X |   | 28-5284  | 31936  |
|                                  |                          | 2,774,994  | 211,670 | X | X | 28-5284  | 202816 |
| 1001 7853                        |                          |            |         |   |   |          |        |
|                                  |                          | 414,145    | 31,590  | X |   | 28-11135 | 31590  |
| ADVANTA CORP                     | CL A 007942105           | 4,939,990  | 899,816 | X |   | 28-5284  | 10176  |
| 889640                           |                          |            |         |   |   |          |        |
| ADVANTA CORP                     | CL B 007942204           | 978,145    | 155,508 | X |   | 28-5284  | 155508 |
| ADVANCED ENERGY INDS             | COM 007973100            | 3,699      | 270     | X |   | 28-5284  |        |
| 270                              |                          |            |         |   |   |          |        |
|                                  |                          | 439,482    | 32,079  | X |   | 28-11135 | 32079  |
| ADVENT SOFTWARE INC              | COM 007974108            | 43,404     | 1,203   | X |   | 28-5284  |        |
| 1203                             |                          |            |         |   |   |          |        |
| AEROVIRONMENT INC                | COM 008073108            | 73,386     | 2,700   | X | X | 28-5284  |        |
| 2700                             |                          |            |         |   |   |          |        |
| COLUMN TOTAL                     |                          | 10,786,543 |         |   |   |          |        |

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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:        |                | ITEM 2:      | ITEM 3:           | ITEM 4:                    | ITEM 5:                                | ITEM 6:<br>INVESTMENT | ITEM 7:  |
|--|----------------|----------------|--------------|-------------------|----------------------------|--|-----------------------|----------|
|  | NAME OF ISSUER | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | DISCRETION (B) SHARED (A) SOLE (C) OTH | INSTR V               | (A) SOLE |
| AES TR III   | PFD CV 6.75%   | 00808N202      | 72,375       | 1,500             | X                          | 28-5284                                | 1500                  |          |
|  |                |                | 102,773      | 2,130             | X                          | X 28-5284                              | 2130                  |          |
|  |                |                | 4,825        | 100               | X                          | 28-11135                               | 100                   |          |
| AETNA INC NEW  | COM            | 00817Y108      | 782,553      | 19,308            | X                          | 28-5284                                | 17218                 |          |
| 2090   |                |                |              |                   |                            |  |                       |          |
|  |                |                | 2,543,825    | 62,764            | X                          | X 28-5284                              | 62564                 |          |
| 200  |                |                |              |                   |                            |  |                       |          |
|  |                |                | 37,936       | 936               | X                          | 28-11135                               | 936                   |          |
| AFFILIATED COMPUTER SERVICES                                   | CL A           | 008190100      | 1,613,633    | 30,167            | X                          | 28-5284                                | 30167                 |          |
|  |                |                | 1,222,247    | 22,850            | X                          | X 28-5284                              | 22850                 |          |
|  |                |                | 2,995        | 56                | X                          | 28-11135                               | 56                    |          |
| AFFILIATED MANAGERS GROUP                                      | COM            | 008252108      | 38,276       | 425               | X                          | 28-5284                                | 425                   |          |
|  |                |                | 10,537       | 117               | X                          | 28-11135                               | 117                   |          |
| AFFYMETRIX INC   | COM            | 00826T108      | 4,137        | 402               | X                          | 28-5284                                | 402                   |          |
| AGILENT TECHNOLOGIES INC                                       | COM            | 00846U101      | 1,280,542    | 36,031            | X                          | 28-5284                                | 33721                 |          |
| 2310   |                |                |              |                   |                            |  |                       |          |
|  |                |                | 4,019,929    | 113,110           | X                          | X 28-5284                              | 108047                |          |
| 305 4758   |                |                |              |                   |                            |  |                       |          |
|  |                |                | 2,026        | 57                | X                          | 28-11135                               | 57                    |          |
|  |                |                | 34,474       | 970               | X                          | X 28-4580                              | 610                   |          |
| 360  |                |                |              |                   |                            |  |                       |          |
| AGILYSYS INC   | COM            | 00847J105      | 90,720       | 8,000             | X                          | X 28-5284                              | 8000                  |          |
| AGNICO EAGLE MINES LTD   | COM            | 008474108      | 194,106      | 2,610             | X                          | 28-5284                                | 1000                  |          |
| 1610   |                |                |              |                   |                            |  |                       |          |
|  |                |                | 327,972      | 4,410             | X                          | X 28-5284                              | 4160                  |          |
| 250  |                |                |              |                   |                            |  |                       |          |
| AGRIUM INC   | COM            | 008916108      | 43,016       | 400               | X                          | 28-5284                                | 400                   |          |
|  |                |                | 1,658,267    | 15,420            | X                          | X 28-5284                              | 15420                 |          |
|  |                |                | 83,128       | 773               | X                          | 28-11135                               | 773                   |          |
| AIR METHODS CORP   | COM PAR \$.06  | 009128307      | 36,100       | 1,444             | X                          | 28-11135                               | 1444                  |          |
| AIR PRODS & CHEMS INC  | COM            | 009158106      | 34,772,127   | 351,731           | X                          | 28-5284                                | 336754                |          |
| 14977  |                |                |              |                   |                            |  |                       |          |
|  |                |                | 31,503,815   | 318,671           | X                          | X 28-5284                              | 282304                |          |
| 7375 28992   |                |                |              |                   |                            |  |                       |          |
|  |                |                | 28,373       | 287               | X                          | 28-11135                               | 287                   |          |
|  |                |                | 287,683      | 2,910             | X                          | 28-4580                                | 2910                  |          |
|  |                |                | 477,790      | 4,833             | X                          | X 28-4580                              | 4833                  |          |
| AIRGAS INC   | COM            | 009363102      | 94,709       | 1,622             | X                          | 28-5284                                | 1622                  |          |
|  |                |                | 670,784      | 11,488            | X                          | X 28-5284                              | 11488                 |          |

COLUMN TOTAL 707,453 12,116 X 28-11135 12116  
 </TABLE> 82,749,126

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 AS OF 06/30/08

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 1:<br>ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT |         | ITEM 7:<br>MANAGERS<br>INSTR V | (A) SOLE |
|--|--------------------------------------|----------------------------|---------------------------------|---|-----------------------|---------|--------------------------------|----------|
|  |                                      |                            |                                 |   | (B) SHARED            | (C) OTH |                                |          |
| AIXTRON AKTIENGESELLSCHAFT   | SPONSORED ADR                        | 009606104                  | 9,096                           | 884   | X                     |         | 28-5284                        | 884      |
| AKAMAI TECHNOLOGIES INC  | COM                                  | 00971T101                  | 931,885                         | 26,786                                      | X                     |         | 28-5284                        | 23426    |
| 3360   |                                      |                            | 40,356                          | 1,160                                       | X                     | X       | 28-5284                        | 1160     |
|  |                                      |                            | 821,079                         | 23,601                                      | X                     |         | 28-11135                       | 23601    |
| ALABAMA AIRCRAFT IND INC   | COM                                  | 01023E100                  | 2,112                           | 1,399                                       | X                     | X       | 28-5284                        |          |
| 1399   |                                      |                            |                                 |   |                       |         |                                |          |
| ALASKA AIR GROUP INC   | COM                                  | 011659109                  | 881,897                         | 57,490                                      | X                     |         | 28-5284                        | 53578    |
| 3912   |                                      |                            |                                 |   |                       |         |                                |          |
| ALASKA COMMUNICATIONS SYS GR   | COM                                  | 01167P101                  | 65,195                          | 4,250                                       | X                     | X       | 28-5284                        | 4250     |
| ALBEMARLE CORP   | COM                                  | 012653101                  | 5,970                           | 500   | X                     | X       | 28-5284                        | 500      |
|  |                                      |                            | 107,877                         | 2,703                                       | X                     |         | 28-5284                        | 2703     |
|  |                                      |                            | 103,886                         | 2,603                                       | X                     | X       | 28-5284                        | 1003     |
| 1600   |                                      |                            |                                 |   |                       |         |                                |          |
| ALBERTO CULVER CO NEW  | COM                                  | 013078100                  | 19,636                          | 492   | X                     |         | 28-11135                       | 492      |
|  |                                      |                            | 1,182                           | 45  | X                     |         | 28-5284                        | 45       |
|  |                                      |                            | 5,911                           | 225   | X                     | X       | 28-5284                        | 225      |
| ALCOA INC  | COM                                  | 013817101                  | 10,877,885                      | 305,387                                     | X                     |         | 28-5284                        | 290012   |
| 15375  |                                      |                            |                                 |   |                       |         |                                |          |
|  |                                      |                            | 12,811,695                      | 359,677                                     | X                     | X       | 28-5284                        | 337648   |
| 22029  |                                      |                            |                                 |   |                       |         |                                |          |
|  |                                      |                            | 294,613                         | 8,271                                       | X                     |         | 28-11135                       | 8271     |
|  |                                      |                            | 139,630                         | 3,920                                       | X                     |         | 28-4580                        | 3920     |
|  |                                      |                            | 290,980                         | 8,169                                       | X                     | X       | 28-4580                        | 8169     |
| ALCATEL-LUCENT   | SPONSORED ADR                        | 013904305                  | 82,084                          | 13,590                                      | X                     |         | 28-5284                        | 12946    |
| 644  |                                      |                            |                                 |   |                       |         |                                |          |
|  |                                      |                            | 195,551                         | 32,376                                      | X                     | X       | 28-5284                        | 31932    |
| 444  |                                      |                            |                                 |   |                       |         |                                |          |
|  |                                      |                            | 53,333                          | 8,830                                       | X                     |         | 28-11135                       | 8830     |
|  |                                      |                            | 35,636                          | 5,900                                       | X                     |         | 28-11439                       | 5900     |
|  |                                      |                            | 1,208                           | 200   | X                     |         | 28-4580                        | 200      |
|  |                                      |                            | 1,884                           | 312   | X                     | X       | 28-4580                        | 312      |
| ALDILA INC   | COM NEW                              | 014384200                  | 3,600                           | 625   | X                     |         | 28-5284                        | 625      |
|  |                                      |                            | 138,056                         | 23,968                                      | X                     | X       | 28-5284                        |          |
| 23968  |                                      |                            |                                 |   |                       |         |                                |          |
| ALEXANDER & BALDWIN INC  | COM                                  | 014482103                  | 104,765                         | 2,300                                       | X                     |         | 28-5284                        | 2300     |
|  |                                      |                            | 449,579                         | 9,870                                       | X                     | X       | 28-5284                        | 8100     |
| 1770   |                                      |                            |                                 |   |                       |         |                                |          |
| ALESCO FINL INC  | COM                                  | 014485106                  | 608                             | 304   | X                     |         | 28-5284                        | 304      |
|  |                                      |                            | 10,000                          | 5,000                                       | X                     | X       | 28-5284                        | 5000     |
| COLUMN TOTAL   |                                      |                            | 28,487,189                      |   |                       |         |                                |          |

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 AS OF 06/30/08

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES) | ITEM 1:<br>ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT |         | ITEM 7:<br>MANAGERS<br>INSTR V | (A) SOLE |
|---|--------------------------------------|----------------------------|---------------------------------|---|-----------------------|---------|--------------------------------|----------|
|   |                                      |                            |                                 |   | (B) SHARED            | (C) OTH |                                |          |

| NAME OF ISSUER<br>(B) SHARED (C) NONE       |              | TITLE OF CLASS | NUMBER    | VALUE      | AMOUNT  | (A) SOLE | (C) OTH | INSTR V  | (A) SOLE |
|---|--------------|----------------|-----------|------------|---------|----------|---------|----------|----------|
| <S>   | <C>          | <C>            | <C>       | <C>        | <C>     | <C>      | <C>     | <C>      | <C>      |
| ALEXANDRIA REAL ESTATE EQ IN                | COM          |                | 015271109 | 923,757    | 9,490   | X        |         | 28-5284  | 9490     |
|   |              |                |           | 55,484     | 570     | X        | X       | 28-5284  | 570      |
| ALFACELL CORP                               | COM          |                | 015404106 | 4,136      | 9,400   | X        |         | 28-5284  | 9400     |
| ALICO INC<br>12430                          | COM          |                | 016230104 | 430,824    | 12,430  | X        | X       | 28-5284  |          |
| ALIGN TECHNOLOGY INC<br>31000               | COM          |                | 016255101 | 83,427     | 7,953   | X        |         | 28-5284  | 7953     |
|   |              |                |           | 544,431    | 51,900  | X        | X       | 28-5284  | 20900    |
| ALKERMES INC                                | COM          |                | 01642T108 | 3,708      | 300     | X        |         | 28-5284  | 300      |
|   |              |                |           | 729        | 59      | X        |         | 28-11135 | 59       |
| ALLEGHANY CORP DEL<br>37712                 | COM          |                | 017175100 | 4,981      | 15      | X        |         | 28-5284  | 15       |
|   |              |                |           | 38,583,214 | 116,197 | X        | X       | 28-5284  | 78485    |
| ALLEGHENY ENERGY INC<br>70375               | COM          |                | 017361106 | 287,180    | 5,731   | X        |         | 28-5284  | 5731     |
|   |              |                |           | 3,666,398  | 73,167  | X        | X       | 28-5284  | 2792     |
| ALLEGHENY TECHNOLOGIES INC<br>642           | COM          |                | 01741R102 | 5,011      | 100     | X        | X       | 28-4580  | 100      |
|   |              |                |           | 2,217,606  | 37,409  | X        |         | 28-5284  | 36767    |
| 755   |              |                |           | 3,179,483  | 53,635  | X        | X       | 28-5284  | 52880    |
|   |              |                |           | 14,346     | 242     | X        |         | 28-11439 | 242      |
|   |              |                |           | 24,898     | 420     | X        |         | 28-4580  | 420      |
| ALLERGAN INC<br>7739                        | COM          |                | 018490102 | 8,892      | 150     | X        | X       | 28-4580  | 150      |
|   |              |                |           | 17,212,831 | 330,698 | X        |         | 28-5284  | 322959   |
| 600 3475                                    |              |                |           | 16,825,631 | 323,259 | X        | X       | 28-5284  | 319184   |
|   |              |                |           | 259,261    | 4,981   | X        |         | 28-11135 | 4981     |
| 200   |              |                |           | 570,728    | 10,965  | X        |         | 28-4580  | 10765    |
| ALLETE INC<br>3750                          | COM NEW      |                | 018522300 | 413,069    | 7,936   | X        | X       | 28-4580  | 7936     |
|   |              |                |           | 211,554    | 5,037   | X        | X       | 28-5284  | 1287     |
| ALLIANCE DATA SYSTEMS CORP                  | COM          |                | 018581108 | 53,928     | 1,284   | X        |         | 28-11135 | 1284     |
|   |              |                |           | 142,280    | 2,516   | X        |         | 28-5284  | 2516     |
|   |              |                |           | 111,404    | 1,970   | X        | X       | 28-5284  | 1970     |
| ALLIANCE HOLDINGS GP LP                     | COM UNITS LP |                | 01861G100 | 4,472      | 150     | X        |         | 28-5284  | 150      |
|   |              |                |           | 1,332,805  | 44,710  | X        | X       | 28-5284  | 44710    |
| ALLIANCEBERNSTEIN NATL MUNI<br>COLUMN TOTAL | COM          |                | 01864U106 | 6,021      | 436     | X        | X       | 28-5284  | 436      |
| </TABLE>                                    |              |                |           | 87,182,489 |         |          |         |          |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                      |                | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |     | ITEM 6:    |     | ITEM 7:  |       |
|------------------------------|----------------|----------------|-----------|-------------|---------|-----------|-----|------------|-----|----------|-------|
| VOTING AUTHORITY             |                | CUSIP          |           | FAIR MARKET |         | SHARES OR |     | INVESTMENT |     | MANAGERS |       |
| ITEM 1:                      |                | ITEM 2:        |           |             |         | PRINCIPAL |     | (B) SHARED |     | (A) SOLE |       |
| (SHARES)                     |                |                |           |             |         |           |     |            |     |          |       |
| NAME OF ISSUER               |                | TITLE OF CLASS |           | NUMBER      |         | VALUE     |     | AMOUNT     |     | (A) SOLE |       |
| (B) SHARED (C) NONE          |                |                |           |             |         |           |     |            |     | (A) SOLE |       |
| <S>                          | <C>            | <C>            | <C>       | <C>         | <C>     | <C>       | <C> | <C>        | <C> | <C>      | <C>   |
| ALLIANCE FIBER OPTIC PRODS I | COM            |                | 018680108 | 1,366,845   | 983,342 | X         | X   | 28-5284    |     |          |       |
| 983342                       |                |                |           |             |         |           |     |            |     |          |       |
| ALLIANCE RES PARTNER L P     | UT LTD PART    |                | 01877R108 | 171,940     | 3,088   | X         |     | 28-5284    |     |          | 3088  |
|                              |                |                |           | 55,680      | 1,000   | X         | X   | 28-5284    |     |          | 1000  |
| ALLIANCEBERNSTEIN GBL HGH IN | COM            |                | 01879R106 | 162,408     | 12,708  | X         |     | 28-5284    |     |          | 12708 |
|                              |                |                |           | 123,723     | 9,681   | X         | X   | 28-5284    |     |          | 9681  |
| ALLIANT ENERGY CORP<br>300   | COM            |                | 018802108 | 37,172      | 1,085   | X         |     | 28-5284    |     |          | 785   |
|                              |                |                |           | 320,365     | 9,351   | X         | X   | 28-5284    |     |          | 4051  |
| 5300                         |                |                |           |             |         |           |     |            |     |          |       |
| ALLIANT TECHSYSTEMS INC      | COM            |                | 018804104 | 159,638     | 1,570   | X         |     | 28-5284    |     |          | 1570  |
|                              |                |                |           | 406,822     | 4,001   | X         | X   | 28-5284    |     |          | 1     |
| 4000                         |                |                |           |             |         |           |     |            |     |          |       |
| ALLIANZ SE                   | SP ADR 1/10 SH |                | 018805101 | 71,266      | 4,084   | X         |     | 28-5284    |     |          | 4084  |

|   |                 |           |  |            |        |   |   |          |       |
|---|-----------------|-----------|--|------------|--------|---|---|----------|-------|
|   |                 |           |  | 35,319     | 2,024  | X | X | 28-5284  | 2024  |
|   |                 |           |  | 540,008    | 30,946 | X |   | 28-11135 | 30946 |
| ALLIANCEBERNSTEIN INCOME FUN COM            |                 | 01881E101 |  | 243,231    | 29,881 | X |   | 28-5284  | 29881 |
|   |                 |           |  | 725,217    | 89,093 | X | X | 28-5284  | 25927 |
| 63166                                       |                 |           |  |            |        |   |   |          |       |
| ALLIANCEBERNSTEIN HOLDING LP UNIT LTD PARTN |                 | 01881G106 |  | 232,007    | 4,243  | X |   | 28-5284  | 3243  |
| 1000  |                 |           |  |            |        |   |   |          |       |
|   |                 |           |  | 1,989,969  | 36,393 | X | X | 28-5284  | 36193 |
| 200   |                 |           |  |            |        |   |   |          |       |
|   |                 |           |  | 21,653     | 396    | X |   | 28-11135 | 396   |
| ALLIED CAP CORP NEW                         | COM             | 01903Q108 |  | 324,470    | 23,360 | X |   | 28-5284  | 1540  |
| 21820                                       |                 |           |  |            |        |   |   |          |       |
|   |                 |           |  | 233,810    | 16,833 | X | X | 28-5284  | 16833 |
|   |                 |           |  | 24,974     | 1,798  | X |   | 28-4580  | 1798  |
| ALLIED IRISH BKS P L C                      | SPON ADR ORD    | 019228402 |  | 1,687,415  | 54,804 | X |   | 28-5284  | 49760 |
| 5044  |                 |           |  |            |        |   |   |          |       |
|   |                 |           |  | 2,781,045  | 90,323 | X | X | 28-5284  | 90323 |
|   |                 |           |  | 324,804    | 10,549 | X |   | 28-11135 | 10549 |
|   |                 |           |  | 22,661     | 736    | X |   | 28-4580  | 736   |
| ALLIED WASTE INDS INC                       | COM PAR\$.01NEW | 019589308 |  | 171,165    | 13,563 | X |   | 28-5284  | 3463  |
| 10100                                       |                 |           |  |            |        |   |   |          |       |
|   |                 |           |  | 9,250      | 733    | X | X | 28-5284  | 733   |
|   |                 |           |  | 833        | 66     | X |   | 28-11135 | 66    |
| ALLSCRIPTS HEALTHCARE SOLUTI COM            |                 | 01988P108 |  | 3,723      | 300    | X |   | 28-5284  | 300   |
|   |                 |           |  | 52,743     | 4,250  | X | X | 28-5284  | 4250  |
| COLUMN TOTAL                                |                 |           |  | 12,300,156 |        |   |   |          |       |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                      |                | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |         | ITEM 7:  |          |
|------------------------------|----------------|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY             |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:                      |                | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED                   | (C) NONE       |                |           |             |           |            |         |          |          |
| <S>                          | <C>            | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| ALLSTATE CORP                |                | COM            | 020002101 | 16,654,574  | 365,312   | X          |         | 28-5284  | 328069   |
| 37243                        |                |                |           |             |           |            |         |          |          |
| 125                          | 15136          |                |           | 17,786,711  | 390,145   | X          | X       | 28-5284  | 374884   |
|                              |                |                |           | 1,088,416   | 23,874    | X          |         | 28-11135 | 23874    |
|                              |                |                |           | 346,530     | 7,601     | X          |         | 28-4580  | 7601     |
|                              |                |                |           | 72,215      | 1,584     | X          | X       | 28-4580  | 1584     |
| ALMOST FAMILY INC            |                | COM            | 020409108 | 4,012,264   | 150,837   | X          |         | 28-4580  | 150837   |
| ALPHA NATURAL RESOURCES INC  |                | COM            | 02076X102 | 285,025     | 2,733     | X          |         | 28-5284  | 2733     |
|                              |                |                |           | 62,574      | 600       | X          | X       | 28-5284  |          |
| 600                          |                |                |           |             |           |            |         |          |          |
| ALPHARMA INC                 |                | CL A           | 020813101 | 8,516       | 378       | X          |         | 28-5284  | 38       |
| 340                          |                |                |           |             |           |            |         |          |          |
|                              |                |                |           | 11,265      | 500       | X          |         | 28-4580  | 500      |
| ALPINE GLOBAL PREMIER PPTYS  |                | COM SBI        | 02083A103 | 22,308      | 2,056     | X          | X       | 28-5284  | 2056     |
| ALPINE TOTAL DYNAMIC DIVID F |                | COM SBI        | 021060108 | 149         | 10        | X          |         | 28-5284  | 10       |
| ALSIOUS CORPORATION          |                | COM            | 021211107 | 505         | 421       | X          | X       | 28-5284  |          |
| 421                          |                |                |           |             |           |            |         |          |          |
| ALTAIR NANOTECHNOLOGIES INC  |                | COM            | 021373105 | 1,700       | 1,000     | X          |         | 28-5284  | 1000     |
|                              |                |                |           | 30,600      | 18,000    | X          | X       | 28-5284  |          |
| 18000                        |                |                |           |             |           |            |         |          |          |
|                              |                |                |           | 2,550       | 1,500     | X          | X       | 28-4580  | 1500     |
| ALTERA CORP                  |                | COM            | 021441100 | 1,244,815   | 60,136    | X          |         | 28-5284  | 12836    |
| 47300                        |                |                |           |             |           |            |         |          |          |
|                              |                |                |           | 643,770     | 31,100    | X          | X       | 28-5284  |          |
| 31100                        |                |                |           |             |           |            |         |          |          |
| ALTRIA GROUP INC             |                | COM            | 02209S103 | 27,133,443  | 1,319,720 | X          |         | 28-5284  | 1189342  |
| 259                          | 130119         |                |           |             |           |            |         |          |          |
|                              |                |                |           | 84,551,890  | 4,112,446 | X          | X       | 28-5284  | 1617862  |
| 2525                         | 2492059        |                |           |             |           |            |         |          |          |
|                              |                |                |           | 447,920     | 21,786    | X          |         | 28-11135 | 21786    |
|                              |                |                |           | 1,114,969   | 54,230    | X          |         | 28-4580  | 54230    |
|                              |                |                |           | 916,729     | 44,588    | X          | X       | 28-4580  | 44588    |
| ALTUS PHARMACEUTICALS INC    |                | COM            | 02216N105 | 15,575      | 3,500     | X          |         | 28-5284  | 3500     |
| ALUMINA LTD                  |                | SPONSORED ADR  | 022205108 | 16,217      | 895       | X          |         | 28-5284  | 895      |

|                         |                |           |             |        |   |           |       |
|-------------------------|----------------|-----------|-------------|--------|---|-----------|-------|
| ALUMINUM CORP CHINA LTD | SPON ADR H SHS | 022276109 | 913         | 32     | X | 28-5284   | 32    |
| AMAZON COM INC          | COM            | 023135106 | 2,726,336   | 37,179 | X | 28-5284   | 33809 |
| 3370                    |                |           |             |        |   |           |       |
| 1500                    |                |           | 512,357     | 6,987  | X | X 28-5284 | 5487  |
|                         |                |           | 660         | 9      | X | 28-11135  | 9     |
|                         |                |           | 21,999      | 300    | X | 28-4580   | 300   |
| COLUMN TOTAL            |                |           | 159,733,495 |        |   |           |       |

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| ITEM 8:                      | ITEM 5:                  | ITEM 6:     | ITEM 7:                           |
|------------------------------|--------------------------|-------------|-----------------------------------|
| VOTING AUTHORITY             | SHARES OR                | INVESTMENT  | MANAGERS                          |
| ITEM 1:                      | ITEM 3:                  | ITEM 4:     | ITEM 7:                           |
| (SHARES)                     | CUSIP                    | FAIR MARKET | (B) SHARED                        |
| NAME OF ISSUER               | NUMBER                   | VALUE       | (A) SOLE (C) OTH INSTR V (A) SOLE |
| (B) SHARED (C) NONE          |                          | AMOUNT      |                                   |
| AMBAC FINL GROUP INC         | 023139108                | 670         | 500                               |
|                              |                          | 11          | 8                                 |
| AMCOL INTL CORP              | 02341W103                | 18,499      | 650                               |
| AMEDISYS INC                 | 023436108                | 11,798      | 234                               |
|                              |                          | 2,521       | 50                                |
| AMEREN CORP                  | 023608102                | 649,455     | 15,379                            |
| 8500                         |                          | 434,209     | 10,282                            |
|                              |                          | 110,431     | 2,615                             |
| AMERICA MOVIL SAB DE CV      | SPON ADR L SHS 02364W105 | 11,933,844  | 226,234                           |
| 9362                         |                          | 4,722,549   | 89,527                            |
| 180                          | 8244                     |             |                                   |
|                              |                          | 369         | 7                                 |
|                              |                          | 94,423      | 1,790                             |
|                              |                          | 65,938      | 1,250                             |
| AMERICA MOVIL SAB DE CV      | SPON ADR A SHS 02364W204 | 169,135     | 3,225                             |
| AMERICAN AXLE & MFG HLDGS IN | COM 024061103            | 423         | 53                                |
| AMERICAN BANCORP N J INC     | COM 02407E104            | 306,900     | 30,000                            |
| AMER BIO MEDICA CORP         | COM 024600108            | 2,700       | 5,000                             |
| AMERICAN CAMPUS CMNTYS INC   | COM 024835100            | 336,808     | 12,098                            |
|                              |                          | 44,850      | 1,611                             |
|                              |                          | 1,587       | 57                                |
| AMERICAN CAPITAL STRATEGIES  | COM 024937104            | 431,045     | 18,134                            |
| 17500                        |                          | 270,550     | 11,382                            |
| 1400                         |                          | 87,474      | 3,680                             |
| AMERICAN EAGLE OUTFITTERS NE | COM 02553E106            | 99,635      | 7,310                             |
| 500                          |                          | 8,860       | 650                               |
|                              |                          | 154,387     | 11,327                            |
| AMERICAN ECOLOGY CORP        | COM NEW 025533407        | 3,544       | 120                               |
|                              |                          | 1,774,753   | 60,100                            |
| COLUMN TOTAL                 |                          | 21,737,368  |                                   |

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| ITEM 8:             | ITEM 5:   | ITEM 6:     | ITEM 7:                           |
|---------------------|-----------|-------------|-----------------------------------|
| VOTING AUTHORITY    | SHARES OR | INVESTMENT  | MANAGERS                          |
| ITEM 1:             | ITEM 3:   | ITEM 4:     | ITEM 7:                           |
| (SHARES)            | CUSIP     | FAIR MARKET | (B) SHARED                        |
| NAME OF ISSUER      | NUMBER    | VALUE       | (A) SOLE (C) OTH INSTR V (A) SOLE |
| (B) SHARED (C) NONE |           | AMOUNT      |                                   |

| NAME OF ISSUER<br>(B) SHARED (C) NONE |       | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE | (C) OTH | INSTR V  | (A) SOLE |
|---------------------------------------|-------|----------------|-----------|-------------|-----------|----------|---------|----------|----------|
| <S>                                   | <C>   | <C>            | <C>       | <C>         | <C>       | <C>      | <C>     | <C>      | <C>      |
| AMERICAN ELEC PWR INC<br>6059         |       | COM            | 025537101 | 1,745,580   | 43,390    | X        |         | 28-5284  | 37331    |
| 42576                                 |       |                |           | 3,024,129   | 75,171    | X        | X       | 28-5284  | 32595    |
|                                       |       |                |           | 67,868      | 1,687     | X        |         | 28-4580  | 1687     |
| 542                                   |       |                |           | 71,489      | 1,777     | X        | X       | 28-4580  | 1235     |
| AMERICAN EQTY INVT LIFE HLD           |       | COM            | 025676206 | 1,475       | 181       | X        |         | 28-5284  | 181      |
| AMERICAN EXPRESS CO<br>31563          |       | COM            | 025816109 | 24,400,629  | 647,747   | X        |         | 28-5284  | 616184   |
|                                       |       |                |           | 22,147,323  | 587,930   | X        | X       | 28-5284  | 524743   |
| 975                                   | 62212 |                |           | 56,204      | 1,492     | X        |         | 28-11135 | 1492     |
|                                       |       |                |           | 188,275     | 4,998     | X        |         | 28-4580  | 4998     |
|                                       |       |                |           | 273,108     | 7,250     | X        | X       | 28-4580  | 7250     |
| AMERICAN FINL GROUP INC OHIO          |       | COM            | 025932104 | 136,104     | 5,088     | X        |         | 28-5284  | 238      |
| 4850                                  |       |                |           |             |           |          |         |          |          |
| AMERICAN GREETINGS CORP               |       | CL A           | 026375105 | 11,205      | 908       | X        |         | 28-5284  | 908      |
|                                       |       |                |           | 2,468       | 200       | X        | X       | 28-5284  | 200      |
| AMERICAN INCOME FD INC<br>43750       |       | COM            | 02672T109 | 324,625     | 43,750    | X        |         | 28-5284  |          |
| AMERICAN INDEPENDENCE CORP<br>36198   |       | COM NEW        | 026760405 | 229,857     | 36,198    | X        | X       | 28-5284  |          |
| AMERICAN INTL GROUP INC<br>120703     |       | COM            | 026874107 | 37,970,418  | 1,435,012 | X        |         | 28-5284  | 1314309  |
|                                       |       |                |           | 29,592,970  | 1,118,404 | X        | X       | 28-5284  | 1025030  |
| 6725                                  | 86649 |                |           | 587,862     | 22,217    | X        |         | 28-11135 | 22217    |
|                                       |       |                |           | 459,743     | 17,375    | X        |         | 28-4580  | 17375    |
|                                       |       |                |           | 168,180     | 6,356     | X        | X       | 28-4580  | 6356     |
| AMERICAN LD LEASE INC                 |       | COM            | 027118108 | 1,159       | 61        | X        | X       | 28-5284  | 61       |
| AMERICAN MED SYS HLDGS INC            |       | COM            | 02744M108 | 73,255      | 4,900     | X        |         | 28-5284  | 4900     |
| AMERICAN NATL INS CO                  |       | COM            | 028591105 | 19,604      | 200       | X        | X       | 28-5284  | 200      |
| AMERICAN OIL & GAS INC NEW            |       | COM            | 028723104 | 9,800       | 2,500     | X        | X       | 28-5284  | 2500     |
| AMERICAN ORIENTAL BIOENGR IN          |       | COM            | 028731107 | 987         | 100       | X        |         | 28-5284  | 100      |
|                                       |       |                |           | 1,105       | 112       | X        |         | 28-11135 | 112      |
| AMERICAN RAILCAR INDS INC<br>1500     |       | COM            | 02916P103 | 25,170      | 1,500     | X        | X       | 28-5284  |          |
| AMERICAN SCIENCE & ENGR INC           |       | COM            | 029429107 | 36,071      | 700       | X        | X       | 28-5284  | 700      |
| COLUMN TOTAL                          |       |                |           | 121,626,663 |           |          |         |          |          |

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| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES) |      | ITEM 1: | ITEM 2:            | ITEM 3:<br>CUSIP | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT<br>DISCRETION<br>(B) SHARED | ITEM 7:<br>MANAGERS<br>INSTR V | (A) SOLE |
|---|------|---------|--------------------|------------------|---------------------------------|---|---|--------------------------------|----------|
| <S>                                     | <C>  | <C>     | <C>                | <C>              | <C>                             | <C>   | <C>   | <C>                            | <C>      |
| AMERICAN SELECT PORTFOLIO IN<br>30500   |      | COM     | 029570108          | 331,230          | 30,500                          | X   | X   | 28-5284                        |          |
| AMERICAN STS WTR CO<br>150              |      | COM     | 029899101          | 8,735            | 250                             | X   |   | 28-5284                        | 100      |
| 1200                                    |      |         |                    | 41,928           | 1,200                           | X   | X   | 28-5284                        |          |
|   |      |         |                    | 17,470           | 500                             | X   |   | 28-4580                        | 500      |
| AMERICAN TOWER CORP                     |      | NOTE    | 3.000% 8 029912AR3 | 10,401,000       | 5,000                           | X   |   | 28-11439                       | 5000     |
| AMERICAN TOWER CORP<br>1006             |      | CL A    | 029912201          | 2,318,891        | 54,885                          | X   |   | 28-5284                        | 53879    |
|   |      |         |                    | 684,746          | 16,207                          | X   | X   | 28-5284                        | 7707     |
| 100                                     | 8400 |         |                    | 70,980           | 1,680                           | X   |   | 28-11135                       | 1680     |
|   |      |         |                    | 160,550          | 3,800                           | X   |   | 28-11439                       | 3800     |
|   |      |         |                    | 8,788            | 208                             | X   |   | 28-4580                        | 208      |

|   |             |           |            |        |   |   |          |       |
|---|-------------|-----------|------------|--------|---|---|----------|-------|
| AMERICAN STRATEGIC INCOME II COM<br>52800 |             | 03009T101 | 534,864    | 52,800 | X | X | 28-5284  |       |
| AMERICAN STRATEGIC INCM PTFL COM<br>12800 |             | 030098107 | 131,200    | 12,800 | X | X | 28-5284  |       |
| AMERN STRATEGIC INCOME PTFL COM<br>60700  |             | 030099105 | 633,708    | 60,700 | X | X | 28-5284  |       |
| AMERICAN SUPERCONDUCTOR CORP COM<br>3000  |             | 030111108 | 466,050    | 13,000 | X | X | 28-5284  | 10000 |
| AMERICREDIT CORP                          | NOTE 0.750% | 03060RAP6 | 288,857    | 500    | X |   | 28-11439 | 500   |
| AMERICASBANK CORP                         | COM NEW     | 03061G302 | 28,770     | 68,500 | X | X | 28-5284  | 68500 |
| AMERISTAR CASINOS INC                     | COM         | 03070Q101 | 46,988     | 3,400  | X | X | 28-5284  | 3400  |
| AMERISAFE INC                             | COM         | 03071H100 | 77,213     | 4,844  | X |   | 28-11135 | 4844  |
| AMERISOURCEBERGEN CORP<br>3200            | COM         | 03073E105 | 188,113    | 4,704  | X |   | 28-5284  | 1504  |
|   |             |           | 110,132    | 2,754  | X | X | 28-5284  | 2754  |
|   |             |           | 153,602    | 3,841  | X |   | 28-11135 | 3841  |
| AMERIGROUP CORP                           | COM         | 03073T102 | 666        | 32     | X |   | 28-11135 | 32    |
| AMERITYRE CORP                            | COM         | 03073V107 | 5,306      | 3,960  | X |   | 28-5284  | 3960  |
|   |             |           | 13,400     | 10,000 | X | X | 28-5284  | 10000 |
| AMERIPRISE FINL INC<br>8662               | COM         | 03076C106 | 1,127,047  | 27,712 | X |   | 28-5284  | 19050 |
|   |             |           | 1,050,913  | 25,840 | X | X | 28-5284  | 22750 |
| 3090                                      |             |           | 81         | 2      | X |   | 28-11135 | 2     |
|   |             |           | 3,660      | 90     | X | X | 28-4580  | 90    |
| COLUMN TOTAL                              |             |           | 18,904,888 |        |   |   |          |       |

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|-------------------------------|----------------|----------------|------------|-------------|-----------|------------|----------|----------|-----|
| VOTING AUTHORITY              |                | CUSIP          |            | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |     |
| ITEM 1:                       |                | ITEM 2:        |            | VALUE       | PRINCIPAL | (B) SHARED |          | (A) SOLE |     |
| (SHARES)                      | NAME OF ISSUER | TITLE OF CLASS | NUMBER     | AMOUNT      | (A) SOLE  | (C) OTH    | INSTR V  | (A) SOLE |     |
| (B) SHARED                    | (C) NONE       |                |            |             |           |            |          |          |     |
| <S>                           | <C>            | <C>            | <C>        | <C>         | <C>       | <C>        | <C>      | <C>      | <C> |
| AMERIGAS PARTNERS L P         | UNIT L P INT   | 030975106      | 60,515     | 1,900       | X         |            | 28-5284  | 1900     |     |
|                               |                |                | 154,473    | 4,850       | X         | X          | 28-5284  | 4850     |     |
| AMETEK INC NEW                | COM            | 031100100      | 278,551    | 5,899       | X         |            | 28-5284  | 5899     |     |
|                               |                |                | 3,189,711  | 67,550      | X         | X          | 28-5284  | 67550    |     |
|                               |                |                | 28,757     | 609         | X         |            | 28-11135 | 609      |     |
| AMGEN INC<br>26267            | COM            | 031162100      | 18,489,927 | 392,068     | X         |            | 28-5284  | 365801   |     |
| 1242                          | 40296          |                | 10,284,417 | 218,075     | X         | X          | 28-5284  | 176537   |     |
|                               |                |                | 48,386     | 1,026       | X         |            | 28-11135 | 1026     |     |
|                               |                |                | 179,208    | 3,800       | X         |            | 28-4580  | 3800     |     |
|                               |                |                | 803,371    | 17,035      | X         | X          | 28-4580  | 17035    |     |
| AMKOR TECHNOLOGY INC          | COM            | 031652100      | 452,835    | 43,500      | X         | X          | 28-5284  | 43500    |     |
| AMPAL AMERN ISRAEL CORP       | CL A           | 032015109      | 19,037     | 4,221       | X         | X          | 28-5284  | 4221     |     |
| AMPCO-PITTSBURGH CORP<br>1000 | COM            | 032037103      | 71,168     | 1,600       | X         | X          | 28-5284  | 600      |     |
| AMPHENOL CORP NEW<br>11352    | CL A           | 032095101      | 11,661,440 | 259,836     | X         |            | 28-5284  | 248484   |     |
| 1305                          | 4040           |                | 9,302,322  | 207,271     | X         | X          | 28-5284  | 201926   |     |
|                               |                |                | 247,064    | 5,505       | X         |            | 28-11135 | 5505     |     |
|                               |                |                | 34,109     | 760         | X         |            | 28-4580  | 760      |     |
|                               |                |                | 62,832     | 1,400       | X         | X          | 28-4580  | 1400     |     |
| AMSURG CORP                   | COM            | 03232P405      | 23,741     | 975         | X         |            | 28-5284  | 975      |     |
| AMYLIN PHARMACEUTICALS INC    | COM            | 032346108      | 144,469    | 5,690       | X         | X          | 28-5284  | 5690     |     |
| ANADARKO PETE CORP<br>766     | COM            | 032511107      | 6,888,797  | 92,047      | X         |            | 28-5284  | 91281    |     |
| 1000                          | 2506           |                | 8,965,757  | 119,799     | X         | X          | 28-5284  | 116293   |     |
|                               |                |                | 83,521     | 1,116       | X         |            | 28-11135 | 1116     |     |
|                               |                |                | 90,556     | 1,210       | X         |            | 28-4580  | 1210     |     |
|                               |                |                | 4,490      | 60          | X         | X          | 28-4580  | 60       |     |
| ANALOG DEVICES INC<br>200     | COM            | 032654105      | 390,326    | 12,286      | X         |            | 28-5284  | 12086    |     |
|                               |                |                | 691,601    | 21,769      | X         | X          | 28-5284  | 9958     |     |



|                        |                |           |            |        |   |           |  |
|------------------------|----------------|-----------|------------|--------|---|-----------|--|
| 11811                  |                |           |            |        |   |           |  |
| ANALOGIC CORP          | COM PAR \$0.05 | 032657207 | 23,777     | 377    | X | 28-5284   |  |
| 377                    |                |           |            |        |   |           |  |
| ANCHOR BANCORP WIS INC | COM            | 032839102 | 981        | 140    | X | 28-5284   |  |
| 140                    |                |           |            |        |   |           |  |
| ANESIVA INC COM        | COM            | 03460L100 | 286,846    | 97,236 | X | X 28-5284 |  |
| 97236                  |                |           |            |        |   |           |  |
| COLUMN TOTAL           |                |           | 72,962,985 |        |   |           |  |

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| ITEM 8:                |                | ITEM 3:        |            | ITEM 4:     |     | ITEM 5:   |        | ITEM 6:          |     | ITEM 7:          |     |
|------------------------|----------------|----------------|------------|-------------|-----|-----------|--------|------------------|-----|------------------|-----|
| VOTING AUTHORITY       |                | CUSIP          |            | FAIR MARKET |     | SHARES OR |        | DISCRETION       |     | MANAGERS         |     |
| ITEM 1:                |                | ITEM 2:        |            | ITEM 4:     |     | PRINCIPAL |        | (B) SHARED       |     | ITEM 7:          |     |
| (SHARES)               |                | TITLE OF CLASS |            | VALUE       |     | AMOUNT    |        | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| NAME OF ISSUER         |                |                |            |             |     |           |        |                  |     |                  |     |
| (B) SHARED (C) NONE    |                |                |            |             |     |           |        |                  |     |                  |     |
| -----                  |                |                |            |             |     |           |        |                  |     |                  |     |
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| <C>                    | <C>            |                |            |             |     |           |        |                  |     |                  |     |
| ANGELICA CORP          | COM            | 034663104      | 1,489      | 70          | X   | 28-5284   |        |                  |     |                  |     |
| 70                     |                |                |            |             |     |           |        |                  |     |                  |     |
| ANGLO AMERN PLC        | ADR NEW        | 03485P201      | 339,576    | 9,579       | X   | 28-5284   | 6645   |                  |     |                  |     |
| 2934                   |                |                |            |             |     |           |        |                  |     |                  |     |
|                        |                |                | 1,938,654  | 54,687      | X   | X 28-5284 | 53587  |                  |     |                  |     |
| 1100                   |                |                |            |             |     |           |        |                  |     |                  |     |
| ANGLOGOLD ASHANTI LTD  | RIGHT 06/23/20 | 035128115      | 1,351      | 233         | X   | X 28-5284 | 110    |                  |     |                  |     |
| 123                    |                |                |            |             |     |           |        |                  |     |                  |     |
| ANGLOGOLD ASHANTI LTD  | SPONSORED ADR  | 035128206      | 66,081     | 1,947       | X   | X 28-5284 | 1322   |                  |     |                  |     |
| 625                    |                |                |            |             |     |           |        |                  |     |                  |     |
| ANHEUSER BUSCH COS INC | COM            | 035229103      | 17,733,831 | 285,477     | X   | 28-5284   | 274357 |                  |     |                  |     |
| 11120                  |                |                |            |             |     |           |        |                  |     |                  |     |
|                        |                |                | 22,119,131 | 356,071     | X   | X 28-5284 | 341093 |                  |     |                  |     |
| 325                    | 14653          |                |            |             |     |           |        |                  |     |                  |     |
|                        |                |                | 3,479      | 56          | X   | 28-11135  | 56     |                  |     |                  |     |
|                        |                |                | 1,044,858  | 16,820      | X   | 28-4580   | 16820  |                  |     |                  |     |
|                        |                |                | 211,208    | 3,400       | X   | X 28-4580 | 3400   |                  |     |                  |     |
| ANIKA THERAPEUTICS INC | COM            | 035255108      | 130,568    | 15,200      | X   | 28-5284   | 15200  |                  |     |                  |     |
|                        |                |                | 28,347     | 3,300       | X   | X 28-5284 | 3300   |                  |     |                  |     |
| ANIXTER INTL INC       | COM            | 035290105      | 22,487     | 378         | X   | 28-5284   | 128    |                  |     |                  |     |
| 250                    |                |                |            |             |     |           |        |                  |     |                  |     |
| ANNALY CAP MGMT INC    | COM            | 035710409      | 519,663    | 33,505      | X   | 28-5284   | 33505  |                  |     |                  |     |
|                        |                |                | 537,747    | 34,671      | X   | X 28-5284 | 34671  |                  |     |                  |     |
|                        |                |                | 133,774    | 8,625       | X   | 28-11135  | 8625   |                  |     |                  |     |
| ANSOFT CORP            | COM            | 036384105      | 189,899    | 5,217       | X   | 28-5284   | 5217   |                  |     |                  |     |
| ANSYS INC              | COM            | 03662Q105      | 137,119    | 2,910       | X   | 28-5284   | 2300   |                  |     |                  |     |
| 610                    |                |                |            |             |     |           |        |                  |     |                  |     |
|                        |                |                | 1,983,752  | 42,100      | X   | X 28-5284 | 35600  |                  |     |                  |     |
| 6500                   |                |                |            |             |     |           |        |                  |     |                  |     |
|                        |                |                | 364,049    | 7,726       | X   | 28-11135  | 7726   |                  |     |                  |     |
| ANTHRACITE CAP INC     | COM            | 037023108      | 22,000     | 3,125       | X   | 28-5284   | 3125   |                  |     |                  |     |
|                        |                |                | 373,824    | 53,100      | X   | X 28-5284 | 53100  |                  |     |                  |     |
| ANTIGENICS INC DEL     | COM            | 037032109      | 1,930      | 1,000       | X   | 28-5284   | 1000   |                  |     |                  |     |
| AON CORP               | COM            | 037389103      | 610,313    | 13,285      | X   | 28-5284   | 13285  |                  |     |                  |     |
|                        |                |                | 1,945,881  | 42,357      | X   | X 28-5284 | 42357  |                  |     |                  |     |
|                        |                |                | 62,846     | 1,368       | X   | 28-11135  | 1368   |                  |     |                  |     |
| APACHE CORP            | COM            | 037411105      | 12,936,591 | 93,069      | X   | 28-5284   | 58233  |                  |     |                  |     |
| 34836                  |                |                |            |             |     |           |        |                  |     |                  |     |
|                        |                |                | 15,585,236 | 112,124     | X   | X 28-5284 | 86775  |                  |     |                  |     |
| 25349                  |                |                |            |             |     |           |        |                  |     |                  |     |
|                        |                |                | 1,485,354  | 10,686      | X   | 28-11135  | 10686  |                  |     |                  |     |
|                        |                |                | 46,565     | 335         | X   | 28-4580   | 335    |                  |     |                  |     |
| COLUMN TOTAL           |                |                | 80,577,603 |             |     |           |        |                  |     |                  |     |

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| ITEM 8:                      |                | ITEM 3:              |            | ITEM 4:     | ITEM 5:   | ITEM 6:<br>INVESTMENT |         | ITEM 7:  |          |
|------------------------------|----------------|----------------------|------------|-------------|-----------|-----------------------|---------|----------|----------|
| VOTING AUTHORITY             |                | CUSIP                |            | FAIR MARKET | SHARES OR | DISCRETION            |         | MANAGERS |          |
| ITEM 1:                      |                | ITEM 2:              |            |             | PRINCIPAL | (B) SHARED            |         |          |          |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS       | NUMBER     | VALUE       | AMOUNT    | (A) SOLE              | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED                   | (C) NONE       |                      |            |             |           |                       |         |          |          |
| <S>                          | <C>            | <C>                  | <C>        | <C>         | <C>       | <C>                   | <C>     | <C>      | <C>      |
| APARTMENT INVT & MGMT CO     | CL A           | 03748R101            | 10,627     | 312         | X         |                       |         | 28-5284  | 312      |
|                              |                |                      | 341        | 10          | X         |                       | X       | 28-5284  | 10       |
| APCO ARGENTINA INC CAYMAN IS | ORD            | 037489101            | 14,475     | 500         | X         |                       |         | 28-5284  | 500      |
| APOGEE ENTERPRISES INC       | COM            | 037598109            | 3,555      | 220         | X         |                       |         | 28-5284  |          |
| 220                          |                |                      | 16,160     | 1,000       | X         |                       | X       | 28-5284  | 1000     |
| APOLLO GROUP INC             | CL A           | 037604105            | 575,601    | 13,005      | X         |                       |         | 28-5284  | 9210     |
| 3795                         |                |                      | 219,618    | 4,962       | X         |                       | X       | 28-5284  | 2607     |
| 2355                         |                |                      | 71,650     | 5,000       | X         |                       |         | 28-5284  | 5000     |
| APOLLO INVT CORP             | COM            | 03761U106            | 144,733    | 10,100      | X         |                       | X       | 28-5284  | 10100    |
|                              |                |                      | 1,490      | 104         | X         |                       |         | 28-11135 | 104      |
|                              |                |                      | 28,130     | 1,963       | X         |                       | X       | 28-4580  | 1963     |
| APPLE INC                    | COM            | 037833100            | 84,793,793 | 506,413     | X         |                       |         | 28-5284  | 483419   |
| 22994                        |                |                      | 37,461,686 | 223,732     | X         |                       | X       | 28-5284  | 213316   |
| 1776                         | 8640           |                      | 2,260,607  | 13,501      | X         |                       |         | 28-11135 | 13501    |
|                              |                |                      | 2,116,274  | 12,639      | X         |                       |         | 28-4580  | 12456    |
| 183                          |                |                      | 719,155    | 4,295       | X         |                       | X       | 28-4580  | 4145     |
| 150                          |                |                      | 12,496     | 1,100       | X         |                       |         | 28-5284  | 1100     |
| APPLERA CORP                 | COM            | CELERA GRP 038020202 | 4,544      | 400         | X         |                       | X       | 28-5284  | 400      |
|                              |                |                      | 19,747     | 817         | X         |                       |         | 28-5284  | 535      |
| APPLIED INDL TECHNOLOGIES IN | COM            | 03820C105            | 130,881    | 5,415       | X         |                       | X       | 28-5284  | 5415     |
| 282                          |                |                      | 58,975     | 2,440       | X         |                       |         | 28-11135 | 2440     |
| APPLIED MICRO CIRCUITS CORP  | COM NEW        | 03822W406            | 3,124      | 365         | X         |                       |         | 28-5284  | 365      |
| APPLIED MATLS INC            | COM            | 038222105            | 7,221,480  | 378,286     | X         |                       |         | 28-5284  | 360806   |
| 17480                        |                |                      | 3,776,097  | 197,805     | X         |                       | X       | 28-5284  | 189240   |
| 2000                         | 6565           |                      | 29,780     | 1,560       | X         |                       |         | 28-11135 | 1560     |
| APTARGROUP INC               | COM            | 038336103            | 1,259      | 30          | X         |                       |         | 28-5284  | 30       |
|                              |                |                      | 83,900     | 2,000       | X         |                       | X       | 28-5284  | 2000     |
| AQUA AMERICA INC             | COM            | 03836W103            | 1,362,640  | 85,325      | X         |                       |         | 28-5284  | 85325    |
| 6410                         |                |                      | 2,050,548  | 128,400     | X         |                       | X       | 28-5284  | 121990   |
|                              |                |                      | 5,318      | 333         | X         |                       |         | 28-4580  | 333      |
| COLUMN TOTAL                 |                |                      |            | 143,198,684 |           |                       |         |          |          |

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|------------------------|----------------|----------------|-----------|-------------|-----------|-----------------------|---------|----------|----------|
| VOTING AUTHORITY       |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION            |         | MANAGERS |          |
| ITEM 1:                |                | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED            |         |          |          |
| (SHARES)               | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE              | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED             | (C) NONE       |                |           |             |           |                       |         |          |          |
| <S>                    | <C>            | <C>            | <C>       | <C>         | <C>       | <C>                   | <C>     | <C>      | <C>      |
| AQUILA INC             | COM            | 03840P102      | 2,077     | 551         | X         |                       |         | 28-5284  | 551      |
|                        |                |                | 37,700    | 10,000      | X         |                       | X       | 28-5284  |          |
| 10000                  |                |                | 20,916    | 285         | X         |                       | X       | 28-5284  | 285      |
| ARACRUZ CELULOSE S A   | SPON ADR PFD B | 038496204      | 1,259,700 | 324,665     | X         |                       | X       | 28-5284  |          |
| ARBINET THEXCHANGE INC | COM            | 03875P100      |           |             |           |                       |         |          |          |

|        |                             |                |           |            |         |   |           |        |
|--------|-----------------------------|----------------|-----------|------------|---------|---|-----------|--------|
| 324665 | ARBITRON INC                | COM            | 03875Q108 | 10,925     | 230     | X | 28-5284   |        |
| 230    |                             |                |           |            |         |   |           |        |
|        | ARC WIRELESS SOLUTIONS INC  | COM NEW        | 03878K207 | 49,965     | 10,862  | X | X 28-5284 |        |
| 10862  |                             |                |           |            |         |   |           |        |
|        | ARCH CHEMICALS INC          | COM            | 03937R102 | 6,630      | 200     | X | 28-5284   |        |
| 200    |                             |                |           |            |         |   |           |        |
|        | ARCELORMITTAL SA LUXEMBOURG | NY REGISTRY SH | 03938L104 | 243,387    | 7,342   | X | X 28-5284 | 7342   |
| 2500   |                             |                |           | 273,235    | 2,758   | X | 28-5284   | 258    |
|        |                             |                |           | 70,439     | 711     | X | X 28-5284 | 711    |
|        | ARCH COAL INC               | COM            | 039380100 | 998,199    | 13,304  | X | 28-5284   | 12962  |
| 342    |                             |                |           |            |         |   |           |        |
|        |                             |                |           | 82,308     | 1,097   | X | X 28-5284 | 397    |
| 700    |                             |                |           |            |         |   |           |        |
|        |                             |                |           | 3,902      | 52      | X | 28-11135  | 52     |
|        | ARCHER DANIELS MIDLAND CO   | COM            | 039483102 | 8,020,316  | 237,639 | X | 28-5284   | 218429 |
| 19210  |                             |                |           |            |         |   |           |        |
|        |                             |                |           | 5,018,558  | 148,698 | X | X 28-5284 | 133648 |
| 3400   | 11650                       |                |           |            |         |   |           |        |
|        |                             |                |           | 390,083    | 11,558  | X | 28-11135  | 11558  |
|        |                             |                |           | 341,516    | 10,119  | X | 28-4580   | 10119  |
|        |                             |                |           | 61,391     | 1,819   | X | X 28-4580 | 1819   |
|        | ARCTIC CAT INC              | COM            | 039670104 | 628        | 80      | X | 28-5284   |        |
| 80     |                             |                |           |            |         |   |           |        |
|        | ARENA RESOURCES INC         | COM            | 040049108 | 404,020    | 7,649   | X | 28-11135  | 7649   |
|        | ARES CAP CORP               | COM            | 04010L103 | 40,320     | 4,000   | X | X 28-5284 | 4000   |
|        |                             |                |           | 56,559     | 5,611   | X | 28-11135  | 5611   |
|        | ARIAD PHARMACEUTICALS INC   | COM            | 04033A100 | 12,000     | 5,000   | X | 28-5284   | 5000   |
|        |                             |                |           | 42,310     | 17,629  | X | X 28-5284 | 17629  |
|        | ARIBA INC                   | COM NEW        | 04033V203 | 2,442      | 166     | X | 28-5284   | 166    |
|        | ARKANSAS BEST CORP DEL      | COM            | 040790107 | 9,160      | 250     | X | 28-5284   | 40     |
| 210    |                             |                |           |            |         |   |           |        |
|        |                             |                |           | 3,664      | 100     | X | X 28-5284 | 100    |
|        |                             |                |           | 366        | 10      | X | 28-11135  | 10     |
|        | COLUMN TOTAL                |                |           | 17,462,716 |         |   |           |        |

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|------------------|------------------------------|----------------|-------------|-----------|------------|------------|-----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | INVESTMENT |           | MANAGERS |
| ITEM 1:          |                              | ITEM 2:        |             | PRINCIPAL | (B) SHARED | (A) SOLE   | (C) OTH   | INSTR V  |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER      | AMOUNT    |            |            |           | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                | VALUE       |           |            |            |           |          |
| <S>              | <C>                          | <C>            | <C>         | <C>       | <C>        | <C>        | <C>       | <C>      |
| <C>              | <C>                          |                |             |           |            |            |           |          |
|                  | ARM HLDGS PLC                | SPONSORED ADR  | 042068106   | 18,243    | 3,584      | X          | 28-5284   | 3584     |
|                  | ARMSTRONG WORLD INDS INC NEW | COM            | 04247X102   | 1,052     | 36         | X          | 28-5284   | 36       |
|                  | AROTECH CORP                 | COM NEW        | 042682203   | 262       | 131        | X          | X 28-5284 | 131      |
|                  | ARQULE INC                   | COM            | 04269E107   | 715       | 220        | X          | 28-5284   |          |
| 220              |                              |                |             |           |            |            |           |          |
|                  | ARRIS GROUP INC              | COM            | 04269Q100   | 1,952     | 231        | X          | X 28-5284 | 231      |
|                  | ARRAY BIOPHARMA INC          | COM            | 04269X105   | 23,500    | 5,000      | X          | 28-5284   | 5000     |
|                  |                              |                |             | 14,100    | 3,000      | X          | X 28-5284 | 3000     |
|                  | ARROW ELECTRS INC            | COM            | 042735100   | 104,018   | 3,386      | X          | 28-5284   | 286      |
| 3100             |                              |                |             |           |            |            |           |          |
|                  |                              |                |             | 77,568    | 2,525      | X          | X 28-5284 | 725      |
| 1800             |                              |                |             |           |            |            |           |          |
|                  |                              |                |             | 2,089     | 68         | X          | 28-11135  | 68       |
|                  | ARROWHEAD RESH CORP          | COM            | 042797100   | 2,490     | 1,000      | X          | 28-5284   | 1000     |
|                  | ART TECHNOLOGY GROUP INC     | COM            | 04289L107   | 4,160     | 1,300      | X          | 28-5284   | 1300     |
|                  | ARTESIAN RESOURCES CORP      | CL A           | 043113208   | 53,975    | 2,935      | X          | 28-5284   | 2935     |
|                  |                              |                |             | 37,700    | 2,050      | X          | X 28-5284 | 2050     |
|                  | ARTHROCARE CORP              | COM            | 043136100   | 37,137    | 910        | X          | 28-5284   | 700      |
| 210              |                              |                |             |           |            |            |           |          |
|                  | ARVINMERITOR INC             | COM            | 043353101   | 31,063    | 2,489      | X          | 28-5284   | 2489     |
|                  |                              |                |             | 11,519    | 923        | X          | X 28-5284 | 923      |
|                  | ASBURY AUTOMOTIVE GROUP INC  | COM            | 043436104   | 977       | 76         | X          | 28-5284   | 76       |
|                  | ASHFORD HOSPITALITY TR INC   | COM SHS        | 044103109   | 158,004   | 34,200     | X          | X 28-5284 | 34200    |
|                  |                              |                |             | 35,357    | 7,653      | X          | 28-11135  | 7653     |
|                  | ASHLAND INC NEW              | COM            | 044209104   | 96,496    | 2,002      | X          | 28-5284   | 2002     |





|                        |               |                     |  |             |           |   |   |          |         |
|------------------------|---------------|---------------------|--|-------------|-----------|---|---|----------|---------|
| 590                    |               |                     |  | 35,648      | 7,305     | X | X | 28-5284  | 7305    |
| AXSYS TECHNOLOGIES INC | COM           | 054615109           |  | 65,050      | 1,250     | X |   | 28-5284  | 1250    |
| BB&T CORP              | COM           | 054937107           |  | 4,284,107   | 188,147   | X |   | 28-5284  | 155735  |
| 32412                  |               |                     |  |             |           |   |   |          |         |
| 1433                   |               |                     |  | 349,770     | 15,361    | X | X | 28-5284  | 13928   |
|                        |               |                     |  | 5,055       | 222       | X |   | 28-11135 | 222     |
|                        |               |                     |  | 223,852     | 9,831     | X |   | 28-4580  | 9831    |
| B & G FOODS INC NEW    | UNIT          | 99/99/999 05508R205 |  | 17,000      | 1,000     | X | X | 28-5284  | 1000    |
|                        |               |                     |  | 76,500      | 4,500     | X |   | 28-4580  |         |
| 4500                   |               |                     |  |             |           |   |   |          |         |
| BCE INC                | COM NEW       | 05534B760           |  | 75,712      | 2,175     | X |   | 28-5284  | 575     |
| 1600                   |               |                     |  | 26,421      | 759       | X | X | 28-5284  | 759     |
|                        |               |                     |  | 2,089       | 60        | X |   | 28-11135 | 60      |
| BHP BILLITON PLC       | SPONSORED ADR | 05545E209           |  | 44,938      | 580       | X |   | 28-5284  | 580     |
|                        |               |                     |  | 465         | 6         | X | X | 28-5284  | 6       |
| BJS WHOLESALE CLUB INC | COM           | 05548J106           |  | 70,241      | 1,815     | X |   | 28-5284  |         |
| 1815                   |               |                     |  |             |           |   |   |          |         |
| BJ SVCS CO             | COM           | 055482103           |  | 1,226,943   | 38,414    | X |   | 28-5284  | 36039   |
| 2375                   |               |                     |  |             |           |   |   |          |         |
|                        |               |                     |  | 112,493     | 3,522     | X | X | 28-5284  | 3522    |
| BP PLC                 | SPONSORED ADR | 055622104           |  | 129,929,976 | 1,867,615 | X |   | 28-5284  | 1787054 |
| 80561                  |               |                     |  |             |           |   |   |          |         |
| 12455 268028           |               |                     |  | 146,431,423 | 2,104,807 | X | X | 28-5284  | 1824324 |
|                        |               |                     |  | 487,616     | 7,009     | X |   | 28-11135 | 7009    |
|                        |               |                     |  | 2,174,341   | 31,254    | X |   | 28-4580  | 31254   |
|                        |               |                     |  | 8,360,366   | 120,172   | X | X | 28-4580  | 71218   |
| 1000 47954             |               |                     |  |             |           |   |   |          |         |
| BP PRUDHOE BAY RTY TR  | UNIT BEN INT  | 055630107           |  | 288,891     | 2,795     | X |   | 28-5284  | 2795    |
|                        |               |                     |  | 96,538      | 934       | X | X | 28-5284  | 934     |
| BPZ RESOURCES INC      | COM           | 055639108           |  | 15,435      | 525       | X |   | 28-5284  | 525     |
| COLUMN TOTAL           |               |                     |  | 296,505,497 |           |   |   |          |         |

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| ITEM 8:             |                | ITEM 3:        |     | ITEM 4:     |        | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |       |
|---------------------|----------------|----------------|-----|-------------|--------|-----------|-----|------------------|-----|------------------|-------|
| VOTING AUTHORITY    |                | CUSIP          |     | FAIR MARKET |        | SHARES OR |     | DISCRETION       |     | MANAGERS         |       |
| ITEM 1:             |                | ITEM 2:        |     | FAIR MARKET |        | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |       |
| NAME OF ISSUER      |                | TITLE OF CLASS |     | VALUE       |        | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |       |
| (B) SHARED (C) NONE |                |                |     |             |        |           |     |                  |     |                  |       |
| <S>                 | <C>            | <C>            | <C> | <C>         | <C>    | <C>       | <C> | <C>              | <C> | <C>              | <C>   |
| BRE PROPERTIES INC  | CL A           | 05564E106      |     | 58,341      | 1,348  | X         |     | 28-5284          |     |                  | 1348  |
|                     |                |                |     | 255,352     | 5,900  | X         | X   | 28-5284          |     |                  | 5900  |
| BRT RLTY TR         | SH BEN INT NEW | 055645303      |     | 11,940      | 995    | X         |     | 28-5284          |     |                  | 995   |
| BMP SUNSTONE CORP   | COM            | 05569C105      |     | 19,950      | 3,500  | X         |     | 28-5284          |     |                  | 3500  |
| BT GROUP PLC        | ADR            | 05577E101      |     | 5,960       | 150    | X         | X   | 28-5284          |     |                  | 150   |
|                     |                |                |     | 385,381     | 9,700  | X         |     | 28-11135         |     |                  | 9700  |
| BMC SOFTWARE INC    | COM            | 055921100      |     | 64,872      | 1,802  | X         |     | 28-5284          |     |                  | 1802  |
|                     |                |                |     | 9,720       | 270    | X         | X   | 28-5284          |     |                  | 270   |
|                     |                |                |     | 353,412     | 9,817  | X         |     | 28-11135         |     |                  | 9817  |
| BAIDU COM INC       | SPON ADR REP A | 056752108      |     | 3,130       | 10     | X         |     | 28-5284          |     |                  | 10    |
| BAKER HUGHES INC    | COM            | 057224107      |     | 5,466,349   | 62,587 | X         |     | 28-5284          |     |                  | 53630 |
| 8957                |                |                |     |             |        |           |     |                  |     |                  |       |
| 5940                |                |                |     | 4,963,096   | 56,825 | X         | X   | 28-5284          |     |                  | 50885 |
|                     |                |                |     | 676,361     | 7,744  | X         |     | 28-11135         |     |                  | 7744  |
|                     |                |                |     | 116,686     | 1,336  | X         |     | 28-4580          |     |                  | 1336  |
|                     |                |                |     | 132,582     | 1,518  | X         | X   | 28-4580          |     |                  | 1518  |
| BALDOR ELEC CO      | COM            | 057741100      |     | 12,943      | 370    | X         |     | 28-5284          |     |                  |       |
| 370                 |                |                |     |             |        |           |     |                  |     |                  |       |
|                     |                |                |     | 17,490      | 500    | X         | X   | 28-5284          |     |                  | 500   |
| BALL CORP           | COM            | 058498106      |     | 2,184,296   | 45,754 | X         |     | 28-5284          |     |                  | 42954 |
| 2800                |                |                |     |             |        |           |     |                  |     |                  |       |
|                     |                |                |     | 2,141,139   | 44,850 | X         | X   | 28-5284          |     |                  | 42255 |
| 2595                |                |                |     |             |        |           |     |                  |     |                  |       |
|                     |                |                |     | 4,631       | 97     | X         |     | 28-11135         |     |                  | 97    |
|                     |                |                |     | 14,322      | 300    | X         |     | 28-4580          |     |                  | 300   |

|                              |                |           |            |       |   |   |          |      |
|------------------------------|----------------|-----------|------------|-------|---|---|----------|------|
| BALLARD PWR SYS INC          | COM            | 05858H104 | 120,305    | 2,520 | X | X | 28-4580  | 2520 |
| BALLY TECHNOLOGIES INC       | COM            | 05874B107 | 4,587      | 1,100 | X | X | 28-5284  | 1100 |
| BANCFIRST CORP               | COM            | 05945F103 | 6,760      | 200   | X |   | 28-5284  | 200  |
| BANCO BILBAO VIZCAYA ARGENTA | SPONSORED ADR  | 05946K101 | 143,294    | 3,348 | X |   | 28-11135 | 3348 |
|                              |                |           | 78,688     | 4,148 | X |   | 28-5284  | 4148 |
|                              |                |           | 25,742     | 1,357 | X |   | 28-11135 | 1357 |
| BANCO BRADESCO S A           | SP ADR PFD NEW | 059460303 | 153,450    | 7,500 | X |   | 28-5284  | 7500 |
|                              |                |           | 675        | 33    | X |   | 28-11135 | 33   |
| COLUMN TOTAL                 |                |           | 17,431,454 |       |   |   |          |      |

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|------------------------------|----------------|-----------|----------------|-----------|-------------|-----|-----------|---------|------------|-----|----------|-----|
| VOTING AUTHORITY             |                |           | CUSIP          |           | FAIR MARKET |     | SHARES OR |         | DISCRETION |     | MANAGERS |     |
| ITEM 1:                      |                |           | ITEM 2:        |           | VALUE       |     | PRINCIPAL |         | (B) SHARED |     | (A) SOLE |     |
| NAME OF ISSUER               |                |           | TITLE OF CLASS |           | AMOUNT      |     | (A) SOLE  |         | (C) OTH    |     | INSTR V  |     |
| (B) SHARED (C) NONE          |                |           | NUMBER         |           | AMOUNT      |     | (A) SOLE  |         | (C) OTH    |     | (A) SOLE |     |
| <S>                          | <C>            | <C>       | <C>            | <C>       | <C>         | <C> | <C>       | <C>     | <C>        | <C> | <C>      | <C> |
| BANCO ITAU HLDG FINANCIERA S | SP ADR 500 PFD | 059602201 | 152,325        | 7,500     | X           |     | 28-5284   | 7500    |            |     |          |     |
| BANCO SANTANDER SA           | ADR            | 05964H105 | 308,157        | 16,941    | X           |     | 28-5284   | 16941   |            |     |          |     |
|                              |                |           | 12,587         | 692       | X           | X   | 28-5284   | 692     |            |     |          |     |
|                              |                |           | 510,266        | 28,052    | X           |     | 28-11135  | 28052   |            |     |          |     |
| BANCORPSOUTH INC             | COM            | 059692103 | 62,964         | 3,600     | X           |     | 28-5284   | 3600    |            |     |          |     |
| BANCROFT FUND LTD            | COM            | 059695106 | 1,664,766      | 91,976    | X           |     | 28-5284   | 91976   |            |     |          |     |
| BANK OF AMERICA CORPORATION  | COM            | 060505104 | 105,589,040    | 4,423,504 | X           |     | 28-5284   | 4162928 |            |     |          |     |
| 460 260116                   |                |           | 111,124,374    | 4,655,399 | X           | X   | 28-5284   | 4481252 |            |     |          |     |
| 24085 150062                 |                |           | 734,313        | 30,763    | X           |     | 28-11135  | 30763   |            |     |          |     |
|                              |                |           | 2,337,374      | 97,921    | X           |     | 28-4580   | 97341   |            |     |          |     |
| 580                          |                |           | 998,864        | 41,846    | X           | X   | 28-4580   | 40966   |            |     |          |     |
| 378 502                      |                |           | 3,625          | 500       | X           |     | 28-5284   | 500     |            |     |          |     |
| BANK FLA CORP NAPLES         | COM            | 062128103 | 28,680         | 600       | X           |     | 28-5284   | 600     |            |     |          |     |
| BANK HAWAII CORP             | COM            | 062540109 | 95,600         | 2,000     | X           | X   | 28-5284   | 2000    |            |     |          |     |
| BANK OF NEW YORK MELLON CORP | COM            | 064058100 | 32,512,691     | 859,442   | X           |     | 28-5284   | 807673  |            |     |          |     |
| 51769                        |                |           | 10,935,329     | 289,065   | X           | X   | 28-5284   | 263044  |            |     |          |     |
| 8109 17912                   |                |           | 280,623        | 7,418     | X           |     | 28-11135  | 7418    |            |     |          |     |
|                              |                |           | 509,003        | 13,455    | X           |     | 28-4580   | 11946   |            |     |          |     |
| 1509                         |                |           | 142,089        | 3,756     | X           | X   | 28-4580   | 3756    |            |     |          |     |
| BANK NOVA SCOTIA HALIFAX     | COM            | 064149107 | 5,182,242      | 113,100   | X           |     | 28-5284   | 113100  |            |     |          |     |
|                              |                |           | 13,746         | 300       | X           | X   | 28-5284   | 300     |            |     |          |     |
| BANK SOUTH CAROLINA CORP     | COM            | 065066102 | 3,548          | 275       | X           | X   | 28-5284   | 275     |            |     |          |     |
| BANNER CORP                  | COM            | 06652V109 | 26,864         | 3,032     | X           |     | 28-4580   | 3032    |            |     |          |     |
| BAR HBR BANKSHARES           | COM            | 066849100 | 55,760         | 2,000     | X           | X   | 28-5284   | 2000    |            |     |          |     |
| BARCLAYS BK PLC              | DJAIG CMDTY 36 | 06738C778 | 1,832,229      | 25,622    | X           |     | 28-5284   | 23801   |            |     |          |     |
| 1821                         |                |           | 4,152,657      | 58,071    | X           | X   | 28-5284   | 57771   |            |     |          |     |
| 300                          |                |           | 744,133        | 10,406    | X           |     | 28-4580   | 8406    |            |     |          |     |
| 2000                         |                |           | 1,720,459      | 24,059    | X           | X   | 28-4580   | 23500   |            |     |          |     |
| 559                          |                |           | 281,734,308    |           |             |     |           |         |            |     |          |     |
| COLUMN TOTAL                 |                |           |                |           |             |     |           |         |            |     |          |     |

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|----------------------------|-----|----------------|-----------|-------------|--------|------------|---------|------------|-----|-----------------------------------|--------|
| VOTING AUTHORITY           |     | CUSIP          |           | FAIR MARKET |        | SHARES OR  |         | DISCRETION |     | MANAGERS                          |        |
| ITEM 1:                    |     | ITEM 2:        |           | ITEM 3:     |        | ITEM 4:    |         | ITEM 5:    |     | ITEM 6:                           |        |
| (SHARES)                   |     | TITLE OF CLASS |           | NUMBER      |        | VALUE      |         | PRINCIPAL  |     | (B) SHARED                        |        |
| NAME OF ISSUER             |     | TITLE OF CLASS |           | NUMBER      |        | VALUE      |         | AMOUNT     |     | (A) SOLE (C) OTH INSTR V (A) SOLE |        |
| (B) SHARED (C) NONE        |     |                |           |             |        |            |         |            |     |                                   |        |
| <S>                        | <C> | <C>            | <C>       | <C>         | <C>    | <C>        | <C>     | <C>        | <C> | <C>                               | <C>    |
| BARCLAYS BK PLC            |     | IPGS CRUDOIL36 | 06738C786 | 78,690      | 935    | 2,946      | 35      | X          | X   | 28-5284                           | 935    |
| BARCLAYS PLC               |     | ADR            | 06738E204 | 76,835      | 3,319  | 18,890     | 816     | X          | X   | 28-5284                           | 3319   |
| BARCLAYS BK PLC            |     | ETN IPTH NCKL  | 06739F119 | 230,693     | 2,623  | 74,867     | 3,234   | X          | X   | 28-11135                          | 3234   |
| BARCLAYS BK PLC            |     | IP MSCI IND 36 | 06739F291 | 100,339     | 1,920  | 32,949,324 | 374,637 | X          | X   | 28-5284                           | 362610 |
| BARCLAYS BK PLC            |     | ADR 2 PEF 2    | 06739F390 | 182,910     | 3,500  | 16,292,210 | 185,244 | X          | X   | 28-5284                           | 174978 |
| BARCLAYS BANK PLC          |     | ETN IPTH AGRI  | 06739H206 | 15,616      | 800    | 16,183     | 184     | X          |     | 28-11135                          | 184    |
| BARCLAYS BANK PLC          |     | ETN IPTH GRNS  | 06739H305 | 595,677     | 8,900  | 1,026,201  | 11,668  | X          |     | 28-4580                           | 11518  |
| BARCLAYS BANK PLC          |     | ADS7.75%PFD S4 | 06739H511 | 11,325      | 500    |            |         | X          | X   | 28-5284                           | 500    |
| BARNES & NOBLE INC         |     | COM            | 067774109 | 26,082      | 1,050  |            |         | X          | X   | 28-5284                           | 800    |
| BARNES GROUP INC           |     | COM            | 067806109 | 11,476      | 462    |            |         | X          |     | 28-5284                           | 462    |
| BARRICK GOLD CORP          |     | COM            | 067901108 | 76,197      | 3,300  |            |         | X          | X   | 28-4580                           | 3300   |
| BARR PHARMACEUTICALS INC   |     | COM            | 068306109 | 333,151     | 7,322  |            |         | X          | X   | 28-5284                           | 5822   |
| BASSETT FURNITURE INDS INC |     | COM            | 070203104 | 2,773,680   | 60,960 |            |         | X          | X   | 28-5284                           | 60960  |
| BAXTER INTL INC            |     | COM            | 071813109 | 9,100       | 200    |            |         | X          |     | 28-11135                          | 200    |
| BASSETT FURNITURE INDS INC |     | COM            | 070203104 | 708,162     | 15,709 |            |         | X          |     | 28-5284                           | 15259  |
| BAXTER INTL INC            |     | COM            | 071813109 | 394,991     | 8,762  |            |         | X          | X   | 28-5284                           | 7762   |
| BAXTER INTL INC            |     | COM            | 071813109 | 10,909      | 242    |            |         | X          |     | 28-11135                          | 242    |
| COLUMN TOTAL               |     |                |           | 56,119,889  |        |            |         |            |     |                                   |        |

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|----------------------------|-----|----------------|-----------|-------------|---------|-----------|-----|------------|-----|-----------------------------------|--------|
| VOTING AUTHORITY           |     | CUSIP          |           | FAIR MARKET |         | SHARES OR |     | DISCRETION |     | MANAGERS                          |        |
| ITEM 1:                    |     | ITEM 2:        |           | ITEM 3:     |         | ITEM 4:   |     | ITEM 5:    |     | ITEM 6:                           |        |
| (SHARES)                   |     | TITLE OF CLASS |           | NUMBER      |         | VALUE     |     | PRINCIPAL  |     | (B) SHARED                        |        |
| NAME OF ISSUER             |     | TITLE OF CLASS |           | NUMBER      |         | VALUE     |     | AMOUNT     |     | (A) SOLE (C) OTH INSTR V (A) SOLE |        |
| (B) SHARED (C) NONE        |     |                |           |             |         |           |     |            |     |                                   |        |
| <S>                        | <C> | <C>            | <C>       | <C>         | <C>     | <C>       | <C> | <C>        | <C> | <C>                               | <C>    |
| BASIC ENERGY SVCS INC NEW  |     | COM            | 06985P100 | 1,512       | 48      |           |     | X          |     | 28-5284                           | 48     |
| BASSETT FURNITURE INDS INC |     | COM            | 070203104 | 826         | 70      |           |     | X          |     | 28-5284                           |        |
| BAXTER INTL INC            |     | COM            | 071813109 | 41,677,435  | 651,821 |           |     | X          |     | 28-5284                           | 619907 |
| BAXTER INTL INC            |     | COM            | 071813109 | 22,016,908  | 344,337 |           |     | X          | X   | 28-5284                           | 316091 |
| BAXTER INTL INC            |     | COM            | 071813109 | 55,884      | 874     |           |     | X          |     | 28-11135                          | 874    |
| BAXTER INTL INC            |     | COM            | 071813109 | 549,820     | 8,599   |           |     | X          |     | 28-4580                           | 8349   |



|                                |            |           |  |             |         |   |   |          |        |
|--------------------------------|------------|-----------|--|-------------|---------|---|---|----------|--------|
| 250                            |            |           |  | 507,428     | 7,936   | X | X | 28-4580  | 7936   |
| BAY NATL CORP<br>3300          | COM        | 072500101 |  | 25,740      | 3,300   | X |   | 28-5284  |        |
|                                |            |           |  | 94,700      | 12,141  | X | X | 28-5284  | 12141  |
| BAYTEX ENERGY TR               | TRUST UNIT | 073176109 |  | 68,560      | 2,000   | X |   | 28-5284  | 2000   |
|                                |            |           |  | 70,274      | 2,050   | X | X | 28-5284  | 2050   |
| BE AEROSPACE INC               | COM        | 073302101 |  | 15,025,776  | 645,160 | X |   | 28-5284  | 645160 |
|                                |            |           |  | 2,096       | 90      | X |   | 28-11135 | 90     |
| BEACON POWER CORP              | COM        | 073677106 |  | 1,073       | 516     | X | X | 28-5284  | 516    |
| BEARINGPOINT INC               | COM        | 074002106 |  | 22          | 27      | X | X | 28-5284  | 27     |
|                                |            |           |  | 104         | 128     | X |   | 28-11135 | 128    |
| BEAZER HOMES USA INC           | COM        | 07556Q105 |  | 46,231      | 8,300   | X |   | 28-11439 | 8300   |
| BECKMAN COULTER INC<br>3400    | COM        | 075811109 |  | 628,299     | 9,304   | X |   | 28-5284  | 5904   |
|                                |            |           |  | 790,911     | 11,712  | X | X | 28-5284  | 8857   |
| 2855                           |            |           |  | 11,750      | 174     | X | X | 28-4580  | 174    |
| BECTON DICKINSON & CO<br>19074 | COM        | 075887109 |  | 20,350,366  | 250,312 | X |   | 28-5284  | 231238 |
|                                |            |           |  | 10,894,850  | 134,008 | X | X | 28-5284  | 111745 |
| 2128 20135                     |            |           |  | 158,210     | 1,946   | X |   | 28-11135 | 1946   |
|                                |            |           |  | 191,624     | 2,357   | X |   | 28-4580  | 2357   |
|                                |            |           |  | 4,065       | 50      | X | X | 28-4580  | 50     |
| BED BATH & BEYOND INC<br>4775  | COM        | 075896100 |  | 1,142,349   | 40,653  | X |   | 28-5284  | 35878  |
|                                |            |           |  | 1,074,094   | 38,224  | X | X | 28-5284  | 31079  |
| 250 6895                       |            |           |  | 4,749       | 169     | X |   | 28-11135 | 169    |
|                                |            |           |  | 5,620       | 200     | X |   | 28-4580  | 200    |
|                                |            |           |  | 88,515      | 3,150   | X | X | 28-4580  | 3150   |
| COLUMN TOTAL                   |            |           |  | 115,489,791 |         |   |   |          |        |

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|-----------------------------------|-----|----------------|-----------|-------------|---------|-----------|-----|-----------------------|-----|------------------|--------|
| VOTING AUTHORITY                  |     | CUSIP          |           | FAIR MARKET |         | SHARES OR |     | DISCRETION            |     | MANAGERS         |        |
| ITEM 1:                           |     | ITEM 2:        |           |             |         | PRINCIPAL |     | (B) SHARED            |     | (A) SOLE         |        |
| NAME OF ISSUER                    |     | TITLE OF CLASS |           | VALUE       |         | AMOUNT    |     | (A) SOLE (C) OTH      |     | INSTR V (A) SOLE |        |
| (B) SHARED (C) NONE               |     |                |           |             |         |           |     |                       |     |                  |        |
| <S>                               | <C> | <C>            | <C>       | <C>         | <C>     | <C>       | <C> | <C>                   | <C> | <C>              | <C>    |
| BEL FUSE INC<br>110               | <C> | CL B           | 077347300 | 2,718       | 110     | X         |     |                       |     | 28-5284          |        |
| BELDEN INC                        |     | COM            | 077454106 | 2,439       | 72      | X         |     |                       |     | 28-5284          | 72     |
|                                   |     |                |           | 193,455     | 5,710   | X         |     |                       |     | 28-11135         | 5710   |
| BELO CORP                         |     | COM SER A      | 080555105 | 5,848       | 800     | X         |     |                       |     | 28-5284          | 800    |
| BEMIS INC                         |     | COM            | 081437105 | 647,691     | 28,889  | X         |     |                       |     | 28-5284          | 28889  |
|                                   |     |                |           | 762,818     | 34,024  | X         | X   |                       |     | 28-5284          | 5984   |
| 28040                             |     |                |           | 3,789       | 169     | X         |     |                       |     | 28-11135         | 169    |
| BENCHMARK ELECTRS INC<br>530      |     | COM            | 08160H101 | 8,660       | 530     | X         |     |                       |     | 28-5284          |        |
|                                   |     |                |           | 154,086     | 9,430   | X         |     |                       |     | 28-11135         | 9430   |
| BENEFICIAL MUTUAL BANCORP IN      |     | COM            | 08173R104 | 2,165,192   | 195,591 | X         |     |                       |     | 28-5284          | 195591 |
|                                   |     |                |           | 85,383      | 7,713   | X         | X   |                       |     | 28-5284          | 7713   |
| BERKLEY W R CORP                  |     | COM            | 084423102 | 108,720     | 4,500   | X         |     |                       |     | 28-5284          | 4500   |
|                                   |     |                |           | 1,812       | 75      | X         | X   |                       |     | 28-5284          | 75     |
|                                   |     |                |           | 1,595       | 66      | X         |     |                       |     | 28-11135         | 66     |
|                                   |     |                |           | 1,609,950   | 66,637  | X         |     |                       |     | 28-4580          | 66637  |
| BERKSHIRE HATHAWAY INC DEL<br>5   |     | CL A           | 084670108 | 0           | 64      | X         |     |                       |     | 28-5284          | 59     |
|                                   |     |                |           | 0           | 2,720   | X         | X   |                       |     | 28-5284          | 1937   |
| 288 495                           |     |                |           | 0           | 10      | X         | X   |                       |     | 28-4580          | 10     |
| BERKSHIRE HATHAWAY INC DEL<br>970 |     | CL B           | 084670207 | 32,100,012  | 8,001   | X         |     |                       |     | 28-5284          | 7031   |
|                                   |     |                |           | 34,920,448  | 8,704   | X         | X   |                       |     | 28-5284          | 7220   |
| 62 1422                           |     |                |           | 12,036      | 3       | X         |     |                       |     | 28-11135         | 3      |

|                                   |      |           |            |         |   |           |        |
|-----------------------------------|------|-----------|------------|---------|---|-----------|--------|
|                                   |      |           | 581,740    | 145     | X | 28-4580   | 145    |
|                                   |      |           | 120,360    | 30      | X | X 28-4580 | 30     |
| BERRY PETE CO<br>1150             | CL A | 085789105 | 897,920    | 15,250  | X | X 28-5284 | 14100  |
|                                   |      |           | 13,071     | 222     | X | 28-11135  | 222    |
| BEST BUY INC<br>17472             | COM  | 086516101 | 8,007,516  | 202,210 | X | 28-5284   | 184738 |
|                                   |      |           | 3,312,184  | 83,641  | X | X 28-5284 | 79896  |
| 150 3595                          |      |           | 541,926    | 13,685  | X | 28-11135  | 13685  |
|                                   |      |           | 91,476     | 2,310   | X | 28-4580   | 2310   |
|                                   |      |           | 24,354     | 615     | X | X 28-4580 | 615    |
| BEVERLY NATL CORP<br>COLUMN TOTAL | COM  | 088115100 | 432,808    | 21,859  | X | X 28-5284 | 21859  |
|                                   |      |           | 86,810,007 |         |   |           |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                           |                | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:<br>INVESTMENT |         | ITEM 7:  |          |
|-----------------------------------|----------------|----------------|-----------|-------------|-----------|-----------------------|---------|----------|----------|
| VOTING AUTHORITY                  |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION            |         | MANAGERS |          |
| ITEM 1:                           |                | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED            |         |          |          |
| (SHARES)                          | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE              | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED                        | (C) NONE       |                |           |             |           |                       |         |          |          |
| <S>                               | <C>            | <C>            | <C>       | <C>         | <C>       | <C>                   | <C>     | <C>      | <C>      |
| BHP BILLITON LTD<br>500           | SPONSORED ADR  | 088606108      | 721,048   | 8,464       | X         | 28-5284               | 7964    |          |          |
| 2600                              |                |                | 1,608,813 | 18,885      | X         | X 28-5284             | 16285   |          |          |
|                                   |                |                | 81,953    | 962         | X         | 28-11135              | 962     |          |          |
|                                   |                |                | 230,013   | 2,700       | X         | 28-4580               | 2700    |          |          |
| BIDZ COM INC<br>4000              | COM            | 08883T200      | 34,840    | 4,000       | X         | 28-5284               |         |          |          |
| BIG 5 SPORTING GOODS CORP<br>7000 | COM            | 08915P101      | 939       | 124         | X         | 28-5284               | 124     |          |          |
|                                   |                |                | 52,990    | 7,000       | X         | X 28-5284             |         |          |          |
| BIO RAD LABS INC                  | CL A           | 090572207      | 242,670   | 3,000       | X         | X 28-5284             | 3000    |          |          |
| BIOMARIN PHARMACEUTICAL INC       | COM            | 09061G101      | 86,940    | 3,000       | X         | 28-5284               | 3000    |          |          |
| BIOGEN IDEC INC<br>5140           | COM            | 09062X103      | 576,449   | 10,314      | X         | 28-5284               | 5174    |          |          |
|                                   |                |                | 176,445   | 3,157       | X         | X 28-5284             | 3157    |          |          |
|                                   |                |                | 4,080     | 73          | X         | 28-11135              | 73      |          |          |
| BIOMED REALTY TRUST INC           | COM            | 09063H107      | 4,906     | 200         | X         | 28-5284               | 200     |          |          |
|                                   |                |                | 49,060    | 2,000       | X         | X 28-5284             | 2000    |          |          |
| BIOTECH HOLDRS TR                 | DEPOSTRY RCPTS | 09067D201      | 101,388   | 600         | X         | 28-5284               | 600     |          |          |
|                                   |                |                | 321,062   | 1,900       | X         | X 28-5284             | 900     |          |          |
| 1000                              |                |                |           |             |           |                       |         |          |          |
| BIOVAIL CORP                      | COM            | 09067J109      | 144,750   | 15,000      | X         | X 28-5284             | 15000   |          |          |
| BLACK & DECKER CORP<br>5138       | COM            | 091797100      | 1,486,864 | 25,854      | X         | 28-5284               | 20716   |          |          |
|                                   |                |                | 1,047,315 | 18,211      | X         | X 28-5284             | 15896   |          |          |
| 2315                              |                |                | 5,751     | 100         | X         | 28-4580               | 100     |          |          |
|                                   |                |                | 14,378    | 250         | X         | X 28-4580             | 250     |          |          |
| BLACK BOX CORP DEL<br>160         | COM            | 091826107      | 4,350     | 160         | X         | 28-5284               |         |          |          |
|                                   |                |                | 16,314    | 600         | X         | X 28-5284             |         |          |          |
| 600                               |                |                | 408       | 15          | X         | 28-11135              | 15      |          |          |
| BLACKROCK GLOBAL FLG INC TR       | COM            | 091941104      | 60,803    | 4,100       | X         | X 28-5284             | 4100    |          |          |
| BLACK HILLS CORP                  | COM            | 092113109      | 57,708    | 1,800       | X         | X 28-5284             | 1800    |          |          |
| BLACKROCK FLA INVT QUALITY M      | COM            | 09247B109      | 199,337   | 18,389      | X         | X 28-5284             | 18389   |          |          |
| BLACKROCK INVT QUALITY MUN T      | COM            | 09247D105      | 196,101   | 14,398      | X         | 28-5284               | 14398   |          |          |
| COLUMN TOTAL                      |                |                | 7,527,675 |             |           |                       |         |          |          |

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| ITEM 8:          |                              | ITEM 3:        |             | ITEM 4:       | ITEM 5:    | ITEM 6:    |          | ITEM 7:  |                  |
|------------------|------------------------------|----------------|-------------|---------------|------------|------------|----------|----------|------------------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR     | DISCRETION | INVESTMENT |          | MANAGERS |                  |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER      | VALUE         | PRINCIPAL  | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS | NUMBER      | VALUE         | AMOUNT     | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE         | (C) NONE                     |                |             |               |            |            |          |          |                  |
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| <C>              | <C>                          |                |             |               |            |            |          |          |                  |
|                  | BLACKROCK NY INVT QUALITY MU | COM            | 09247E103   | 169,358       | 12,686     | X          |          |          | 28-5284 12686    |
|                  |                              |                |             | 20,025        | 1,500      | X          | X        |          | 28-5284 1500     |
|                  | BLACKROCK INCOME TR INC      | COM            | 09247F100   | 2,772         | 469        | X          |          |          | 28-5284 469      |
|                  |                              |                |             | 161,934       | 27,400     | X          | X        |          | 28-5284          |
| 27400            |                              |                |             |               |            |            |          |          |                  |
|                  | BLACKROCK CA INSD MUN 2008 T | COM            | 09247G108   | 809,505       | 53,967     | X          |          |          | 28-5284 53967    |
|                  | BLACKROCK FL INSD MUN 2008 T | COM            | 09247H106   | 59,513        | 4,043      | X          |          |          | 28-5284 4043     |
|                  | BLACKROCK INSD MUN 2008 TRM  | COM            | 09247K109   | 89,685        | 5,983      | X          |          |          | 28-5284 5825     |
| 158              |                              |                |             |               |            |            |          |          |                  |
|                  |                              |                |             | 186,685       | 12,454     | X          | X        |          | 28-5284 454      |
| 12000            |                              |                |             |               |            |            |          |          |                  |
|                  | BLACKROCK INC                | COM            | 09247X101   | 42,452,565    | 239,845    | X          |          |          | 28-5284 239845   |
|                  |                              |                |             | 1,189,440     | 6,720      | X          | X        |          | 28-5284 6350     |
| 370              |                              |                |             |               |            |            |          |          |                  |
|                  |                              |                |             | 7,632,481,782 | 43,121,366 | X          |          |          | 28-4750 43121366 |
|                  | BLACKROCK INSD MUN TERM TR I | COM            | 092474105   | 16,080        | 1,600      | X          |          |          | 28-5284 1600     |
|                  |                              |                |             | 180,900       | 18,000     | X          | X        |          | 28-5284          |
| 18000            |                              |                |             |               |            |            |          |          |                  |
|                  | BLACKROCK INCOME OPP TRUST I | COM            | 092475102   | 4,880         | 500        | X          |          |          | 28-5284 500      |
|                  |                              |                |             | 119,072       | 12,200     | X          | X        |          | 28-5284          |
| 12200            |                              |                |             |               |            |            |          |          |                  |
|                  | BLACKROCK INSD MUN INCOME TR | COM            | 092479104   | 95,256        | 7,333      | X          |          |          | 28-5284 7333     |
|                  | BLACKROCK MUNI 2018 TERM TR  | COM            | 09248C106   | 18,117        | 1,199      | X          |          |          | 28-5284 1199     |
|                  | BLACKROCK MUN INCOME TR      | SH BEN INT     | 09248F109   | 134,137       | 9,973      | X          |          |          | 28-5284 9973     |
|                  |                              |                |             | 72,630        | 5,400      | X          | X        |          | 28-5284 5400     |
|                  | BLACKROCK N J MUN INCOME TR  | SH BEN INT     | 09248J101   | 33,118        | 2,166      | X          |          |          | 28-5284 2166     |
|                  |                              |                |             | 206,751       | 13,522     | X          | X        |          | 28-5284 13522    |
|                  | BLACKROCK N Y MUN INCOME TR  | SH BEN INT     | 09248L106   | 1,525         | 100        | X          |          |          | 28-5284 100      |
|                  | BLACKROCK PA STRATEGIC MUN T | COM            | 09248R103   | 187,623       | 14,601     | X          |          |          | 28-5284 14601    |
|                  |                              |                |             | 334,447       | 26,027     | X          | X        |          | 28-5284 26027    |
|                  | BLACKROCK STRATEGIC MUN TR   | COM            | 09248T109   | 1,302         | 100        | X          |          |          | 28-5284 100      |
|                  |                              |                |             | 126,945       | 9,750      | X          | X        |          | 28-5284 9750     |
|                  | BLACKROCK NJ MUNICIPAL BOND  | COM            | 09249A109   | 56,438        | 3,572      | X          | X        |          | 28-5284 3572     |
|                  | COLUMN TOTAL                 |                |             | 7,679,212,485 |            |            |          |          |                  |

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|------------------|------------------------------|----------------|-------------|-----------|------------|------------|----------|----------|------------------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | INVESTMENT |          | MANAGERS |                  |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER      | VALUE     | PRINCIPAL  | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS | NUMBER      | VALUE     | AMOUNT     | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE         | (C) NONE                     |                |             |           |            |            |          |          |                  |
| <S>              | <C>                          | <C>            | <C>         | <C>       | <C>        | <C>        | <C>      | <C>      | <C>              |
| <C>              | <C>                          |                |             |           |            |            |          |          |                  |
|                  | BLACKROCK CORE BD TR         | SHS BEN INT    | 09249E101   | 123,072   | 10,537     | X          |          |          | 28-5284 10537    |
|                  |                              |                |             | 211,408   | 18,100     | X          | X        |          | 28-5284          |
| 18100            |                              |                |             |           |            |            |          |          |                  |
|                  | BLACKROCK FL MUNICIPAL BOND  | COM            | 09249K107   | 19,089    | 1,333      | X          |          |          | 28-5284 1333     |
|                  | BLACKROCK MUNI INCOME TR II  | COM            | 09249N101   | 50,024    | 3,700      | X          | X        |          | 28-5284 3700     |
|                  | BLACKROCK NY INS MUN INC TR  | COM            | 09249U105   | 9,665     | 733        | X          |          |          | 28-5284 733      |
|                  | BLACKROCK PFD OPPORTUNITY TR | COM SHS        | 09249V103   | 36,855    | 2,100      | X          |          |          | 28-5284 2100     |
|                  | BLACKROCK LTD DURATION INC T | COM SHS        | 09249W101   | 22,950    | 1,500      | X          |          |          | 28-5284 1500     |
|                  |                              |                |             | 15,300    | 1,000      | X          | X        |          | 28-5284 1000     |
|                  | BLACKROCK STRAT DIVD ACHIEVE | COM            | 09249Y107   | 11,419    | 1,098      | X          | X        |          | 28-5284 1098     |
|                  | BLACKROCK LONG-TERM MUNI ADV | COM            | 09250B103   | 22,260    | 2,000      | X          |          |          | 28-5284 2000     |

|                                    |                |           |           |         |   |   |         |        |
|------------------------------------|----------------|-----------|-----------|---------|---|---|---------|--------|
| BLACKROCK HIGH INCOME SHS<br>11100 | SHS BEN INT    | 09250E107 | 22,755    | 11,100  | X | X | 28-5284 |        |
| BLACKROCK WORLD INVT TR            | COM SHS BN INT | 09250K103 | 32,473    | 2,071   | X | X | 28-5284 | 2071   |
| BLACKROCK DIVID ACHIEVRS TM        | COM            | 09250N107 | 69,682    | 7,060   | X |   | 28-5284 | 7060   |
|                                    |                |           | 49,084    | 4,973   | X | X | 28-5284 | 4973   |
| BLACKROCK GLBL ENRGY & RES T       | COM            | 09250U101 | 152,624   | 4,105   | X |   | 28-5284 | 4105   |
|                                    |                |           | 18,590    | 500     | X | X | 28-5284 | 500    |
| BLACKROCK ENHANCED DIV ACHV        | COM            | 09251A104 | 44,132    | 4,400   | X |   | 28-5284 | 4400   |
|                                    |                |           | 113,841   | 11,350  | X | X | 28-5284 | 11350  |
| BLACKSTONE GROUP L P               | COM UNIT LTD   | 09253U108 | 51,443    | 2,825   | X |   | 28-5284 | 2825   |
| 700                                |                |           | 2,205,231 | 121,100 | X | X | 28-5284 | 120400 |
| BLACKROCK MUNIYIELD FD INC         | COM            | 09253W104 | 85,628    | 6,487   | X |   | 28-5284 | 6487   |
|                                    |                |           | 227,924   | 17,267  | X | X | 28-5284 | 16342  |
| 925                                |                |           |           |         |   |   |         |        |
| BLACKROCK MUNIYIELD INSD FD I      | COM            | 09254E103 | 24,560    | 2,000   | X |   | 28-5284 | 2000   |
|                                    |                |           | 51,158    | 4,166   | X | X | 28-5284 | 4166   |
| BLACKROCK MUNIYIELD QUALITY        | COM            | 09254F100 | 27,937    | 2,166   | X | X | 28-5284 | 2166   |
| COLUMN TOTAL                       |                |           | 3,699,104 |         |   |   |         |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                      |                | ITEM 3:        |     | ITEM 4:     |        | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |       |
|------------------------------|----------------|----------------|-----|-------------|--------|-----------|-----|------------------|-----|------------------|-------|
| VOTING AUTHORITY             |                | CUSIP          |     | FAIR MARKET |        | SHARES OR |     | INVESTMENT       |     | DISCRETION       |       |
| ITEM 1:                      |                | ITEM 2:        |     | FAIR MARKET |        | PRINCIPAL |     | (B) SHARED       |     | MANAGERS         |       |
| NAME OF ISSUER               |                | TITLE OF CLASS |     | VALUE       |        | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |       |
| (B) SHARED (C) NONE          |                |                |     |             |        |           |     |                  |     |                  |       |
| <S>                          | <C>            | <C>            | <C> | <C>         | <C>    | <C>       | <C> | <C>              | <C> | <C>              | <C>   |
| BLACKROCK MUNIYIELD ARIZ FD  | COM            | 09254K109      |     | 101,439     | 7,627  | X         |     | 28-5284          |     |                  | 7627  |
|                              |                |                |     | 58,041      | 4,364  | X         | X   | 28-5284          |     |                  | 4364  |
| BLACKROCK MUNIYIELD CALIF IN | COM            | 09254N103      |     | 27,989      | 2,259  | X         |     | 28-5284          |     |                  | 2259  |
| BLACKROCK MUNIHOLDINGS FLA I | COM            | 09254P108      |     | 111,671     | 9,337  | X         | X   | 28-5284          |     |                  | 9337  |
| BLACKROCK MUNIHOLDINGS N J I | COM            | 09254X101      |     | 68,364      | 5,275  | X         |     | 28-5284          |     |                  | 5275  |
| BLACKROCK MUNIYIELD N J FD I | COM            | 09254Y109      |     | 460,680     | 33,000 | X         |     | 28-5284          |     |                  | 33000 |
| BLACKROCK GBL EQTY INCOME TR | COM            | 09255D104      |     | 27,860      | 2,000  | X         |     | 28-5284          |     |                  | 2000  |
| BLACKROCK MUNIYIELD PA INSD  | COM            | 09255G107      |     | 779,985     | 60,984 | X         |     | 28-5284          |     |                  | 60984 |
|                              |                |                |     | 297,163     | 23,234 | X         | X   | 28-5284          |     |                  | 23234 |
| BLACKROCK PFD INCOME STRATEG | COM            | 09255H105      |     | 1,524       | 100    | X         |     | 28-5284          |     |                  | 100   |
|                              |                |                |     | 30,480      | 2,000  | X         | X   | 28-5284          |     |                  | 2000  |
| BLACKROCK PFD & CORPORATE IN | COM            | 09255J101      |     | 30,560      | 2,000  | X         | X   | 28-5284          |     |                  | 2000  |
| BLACKROCK ENHANCED GOVT FD I | COM            | 09255K108      |     | 43,810      | 2,600  | X         |     | 28-5284          |     |                  |       |
| 2600                         |                |                |     |             |        |           |     |                  |     |                  |       |
| BLACKROCK CORPOR HIGH YLD FD | COM            | 09255L106      |     | 3,310       | 500    | X         | X   | 28-5284          |     |                  |       |
| 500                          |                |                |     |             |        |           |     |                  |     |                  |       |
| BLACKROCK CORPOR HI YLD FD V | COM            | 09255N102      |     | 92,334      | 8,440  | X         |     | 28-5284          |     |                  | 8440  |
| BLACKROCK DEBT STRAT FD INC  | COM            | 09255R103      |     | 107,968     | 20,181 | X         |     | 28-5284          |     |                  | 20181 |
|                              |                |                |     | 1,075       | 201    | X         | X   | 28-5284          |     |                  | 201   |
| BLACKROCK SR HIGH INCOME FD  | COM            | 09255T109      |     | 23,600      | 5,000  | X         |     | 28-5284          |     |                  | 5000  |
| BLACKROCK FLOAT RATE OME STR | COM            | 09255X100      |     | 90,120      | 6,000  | X         |     | 28-5284          |     |                  | 6000  |
|                              |                |                |     | 23,281      | 1,550  | X         | X   | 28-5284          |     |                  |       |
| 1550                         |                |                |     |             |        |           |     |                  |     |                  |       |
| BLACKROCK FL RATE OME STRA I | COM SHS        | 09255Y108      |     | 219,406     | 14,875 | X         | X   | 28-5284          |     |                  | 1775  |
| 13100                        |                |                |     |             |        |           |     |                  |     |                  |       |
| BLDRS INDEX FDS TR           | EMER MK 50 ADR | 09348R300      |     | 81,840      | 1,600  | X         | X   | 28-5284          |     |                  | 1600  |
| BLOCK H & R INC              | COM            | 093671105      |     | 613,945     | 28,689 | X         |     | 28-5284          |     |                  | 28089 |
| 600                          |                |                |     |             |        |           |     |                  |     |                  |       |
|                              |                |                |     | 532,667     | 24,891 | X         | X   | 28-5284          |     |                  | 24891 |
|                              |                |                |     | 107,000     | 5,000  | X         |     | 28-4580          |     |                  | 5000  |
| COLUMN TOTAL                 |                |                |     | 3,936,112   |        |           |     |                  |     |                  |       |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:<br>INVESTMENT |         | ITEM 7:  |          |
|------------------|------------------------------|----------------|-----------|-------------|-----------|-----------------------|---------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION            |         | MANAGERS |          |
| ITEM 1:          |                              | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED            |         |          |          |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE              | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                |           |             |           |                       |         |          |          |
| <S>              |                              | <C>            | <C>       | <C>         | <C>       | <C>                   | <C>     | <C>      | <C>      |
| <C>              | <C>                          |                |           |             |           |                       |         |          |          |
|                  | BLOCKBUSTER INC              | CL A           | 093679108 | 1,300       | 520       | X                     |         | 28-5284  | 520      |
|                  | BLOCKBUSTER INC              | CL B           | 093679207 | 1,050       | 520       | X                     |         | 28-5284  | 520      |
|                  | BLYTH INC                    | COM            | 09643P108 | 6,015       | 500       | X                     | X       | 28-5284  | 500      |
|                  | BOARDWALK PIPELINE PARTNERS  | UT LTD PARTNER | 096627104 | 7,047       | 300       | X                     |         | 28-5284  | 300      |
|                  |                              |                |           | 14,094      | 600       | X                     | X       | 28-5284  | 600      |
|                  | BOEING CO                    | COM            | 097023105 | 8,845,123   | 134,588   | X                     |         | 28-5284  | 117822   |
|                  | 16766                        |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 15,666,925  | 238,389   | X                     | X       | 28-5284  | 229867   |
| 50               | 8472                         |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 239,681     | 3,647     | X                     |         | 28-11135 | 3647     |
|                  |                              |                |           | 325,314     | 4,950     | X                     |         | 28-4580  | 4950     |
|                  |                              |                |           | 151,156     | 2,300     | X                     | X       | 28-4580  | 2300     |
|                  | BOIS D ARC ENERGY INC        | COM            | 09738U103 | 1,125,553   | 46,300    | X                     | X       | 28-5284  | 46300    |
|                  | BOLT TECHNOLOGY CORP         | COM            | 097698104 | 1,693       | 75        | X                     |         | 28-5284  | 75       |
|                  | BORDERS GROUP INC            | COM            | 099709107 | 10,800      | 1,800     | X                     |         | 28-5284  |          |
|                  | 1800                         |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 1,800       | 300       | X                     | X       | 28-5284  | 300      |
|                  | BORGWARNER INC               | COM            | 099724106 | 71,896      | 1,620     | X                     |         | 28-5284  | 1620     |
|                  |                              |                |           | 65,771      | 1,482     | X                     | X       | 28-5284  | 658      |
|                  | 824                          |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 9,586       | 216       | X                     |         | 28-11135 | 216      |
|                  | BOSTON BEER INC              | CL A           | 100557107 | 10,170      | 250       | X                     |         | 28-5284  | 250      |
|                  | BOSTON PRIVATE FINL HLDGS IN | COM            | 101119105 | 1,644       | 290       | X                     |         | 28-5284  |          |
|                  | 290                          |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 17,577      | 3,100     | X                     | X       | 28-5284  | 3100     |
|                  | BOSTON PROPERTIES INC        | COM            | 101121101 | 5,984,744   | 66,335    | X                     |         | 28-5284  | 65555    |
|                  | 780                          |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 5,274,983   | 58,468    | X                     | X       | 28-5284  | 57758    |
|                  | 710                          |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 9,022       | 100       | X                     |         | 28-4580  | 100      |
|                  | BOSTON SCIENTIFIC CORP       | COM            | 101137107 | 7,752,999   | 630,838   | X                     |         | 28-5284  | 539192   |
|                  | 91646                        |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 1,584,611   | 128,935   | X                     | X       | 28-5284  | 112453   |
|                  | 1700                         | 14782          |           |             |           |                       |         |          |          |
|                  |                              |                |           | 17,022      | 1,385     | X                     |         | 28-11135 | 1385     |
|                  | BOWNE & CO INC               | COM            | 103043105 | 2,423       | 190       | X                     |         | 28-5284  |          |
|                  | 190                          |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 332         | 26        | X                     |         | 28-11135 | 26       |
|                  | COLUMN TOTAL                 |                |           | 47,200,331  |           |                       |         |          |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:<br>INVESTMENT |         | ITEM 7:  |          |
|------------------|------------------------------|----------------|-----------|-------------|-----------|-----------------------|---------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION            |         | MANAGERS |          |
| ITEM 1:          |                              | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED            |         |          |          |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE              | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                |           |             |           |                       |         |          |          |
| <S>              |                              | <C>            | <C>       | <C>         | <C>       | <C>                   | <C>     | <C>      | <C>      |
| <C>              | <C>                          |                |           |             |           |                       |         |          |          |
|                  | BOYD GAMING CORP             | COM            | 103304101 | 791         | 63        | X                     |         | 28-5284  | 63       |
|                  |                              |                |           | 25          | 2         | X                     | X       | 28-5284  | 2        |
|                  | BRADY CORP                   | CL A           | 104674106 | 300,066     | 8,690     | X                     |         | 28-5284  | 8260     |
|                  | 430                          |                |           |             |           |                       |         |          |          |
|                  |                              |                |           | 96,684      | 2,800     | X                     | X       | 28-5284  |          |
|                  | 2800                         |                |           |             |           |                       |         |          |          |
|                  | BRANDYWINE RLTY TR           | SH BEN INT NEW | 105368203 | 17,068      | 1,083     | X                     |         | 28-5284  | 1083     |
|                  |                              |                |           | 210,979     | 13,387    | X                     | X       | 28-5284  | 13387    |
|                  | BRASIL TELECOM PARTICIPACOES | SPON ADR PFD   | 105530109 | 66,033      | 900       | X                     | X       | 28-5284  | 900      |

|                              |                |           |             |           |   |           |         |
|------------------------------|----------------|-----------|-------------|-----------|---|-----------|---------|
| BREITBURN ENERGY PARTNERS LP | COM UT LTD PTN | 106776107 | 468,981     | 6,392     | X | 28-11135  | 6392    |
| 1000                         |                |           | 21,630      | 1,000     | X | X 28-5284 |         |
| BRIGGS & STRATTON CORP       | COM            | 109043109 | 25,677      | 2,025     | X | 28-5284   | 1655    |
| 370                          |                |           |             |           |   |           |         |
|                              |                |           | 543,972     | 42,900    | X | X 28-5284 | 42900   |
|                              |                |           | 157,929     | 12,455    | X | 28-11135  | 12455   |
| BRIGHTPOINT INC              | COM NEW        | 109473405 | 599         | 82        | X | X 28-5284 |         |
| 82                           |                |           |             |           |   |           |         |
| BRINKER INTL INC             | COM            | 109641100 | 1,763,162   | 93,289    | X | 28-5284   | 87464   |
| 5825                         |                |           |             |           |   |           |         |
|                              |                |           | 199,868     | 10,575    | X | X 28-5284 | 10575   |
| BRINKS CO                    | COM            | 109696104 | 19,626      | 300       | X | X 28-5284 | 300     |
| BRISTOL MYERS SQUIBB CO      | COM            | 110122108 | 37,173,712  | 1,810,702 | X | 28-5284   | 1752991 |
| 57711                        |                |           |             |           |   |           |         |
|                              |                |           | 57,057,304  | 2,779,216 | X | X 28-5284 | 2571240 |
| 8220                         | 199756         |           |             |           |   |           |         |
|                              |                |           | 831,075     | 40,481    | X | 28-11135  | 40481   |
|                              |                |           | 1,276,165   | 62,161    | X | 28-4580   | 58961   |
| 3200                         |                |           |             |           |   |           |         |
|                              |                |           | 1,548,845   | 75,443    | X | X 28-4580 | 73932   |
| 1511                         |                |           |             |           |   |           |         |
| BRISTOL MYERS SQUIBB CO      | PFD CV \$2     | 110122207 | 3,200       | 8         | X | X 28-5284 | 8       |
| BRISTOW GROUP INC            | COM            | 110394103 | 3,068       | 62        | X | 28-11135  | 62      |
| BRITISH AMERN TOB PLC        | SPONSORED ADR  | 110448107 | 51,314      | 741       | X | 28-5284   | 741     |
|                              |                |           | 114,055     | 1,647     | X | X 28-5284 | 401     |
| 1246                         |                |           |             |           |   |           |         |
|                              |                |           | 416         | 6         | X | 28-11135  | 6       |
| BRITISH SKY BROADCASTING GRO | SPONSORED ADR  | 111013108 | 10,469      | 280       | X | 28-5284   | 280     |
| COLUMN TOTAL                 |                |           | 101,962,713 |           |   |           |         |

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| ITEM 8:                      |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:    |          | ITEM 7:  |          |
|------------------------------|----------------|----------------|-------------|-----------|------------|------------|----------|----------|----------|
| VOTING AUTHORITY             |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | INVESTMENT |          | MANAGERS |          |
| ITEM 1:                      |                | ITEM 2:        | ITEM 3:     | ITEM 4:   | ITEM 5:    | ITEM 6:    |          | ITEM 7:  |          |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | VALUE     | PRINCIPAL  | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V  |
| (B) SHARED                   | (C) NONE       |                |             |           | AMOUNT     | (A) SOLE   | (C) OTH  |          | (A) SOLE |
| <S>                          | <C>            | <C>            | <C>         | <C>       | <C>        | <C>        | <C>      | <C>      | <C>      |
| BROADCOM CORP                | CL A           | 111320107      | 1,979,207   | 72,525    | X          | 28-5284    | 65280    |          |          |
| 7245                         |                |                | 69,590      | 2,550     | X          | X 28-5284  | 2550     |          |          |
|                              |                |                | 1,501       | 55        | X          | 28-11135   | 55       |          |          |
| BROADRIDGE FINL SOLUTIONS IN | COM            | 11133T103      | 987,161     | 46,896    | X          | 28-5284    | 41728    |          |          |
| 5168                         |                |                | 1,459,228   | 69,322    | X          | X 28-5284  | 66424    |          |          |
| 475                          | 2423           |                |             |           |            |            |          |          |          |
|                              |                |                | 884         | 42        | X          | 28-11135   | 42       |          |          |
|                              |                |                | 5,263       | 250       | X          | 28-4580    | 250      |          |          |
|                              |                |                | 6,568       | 312       | X          | X 28-4580  | 312      |          |          |
| BROCADE COMMUNICATIONS SYS I | COM NEW        | 111621306      | 4,120       | 500       | X          | 28-5284    | 500      |          |          |
| BRONCO DRILLING CO INC       | COM            | 112211107      | 9,190       | 500       | X          | 28-5284    | 500      |          |          |
|                              |                |                | 110,280     | 6,000     | X          | X 28-5284  | 6000     |          |          |
| BROOKDALE SR LIVING INC      | COM            | 112463104      | 209,708     | 10,300    | X          | 28-5284    |          |          |          |
| 10300                        |                |                |             |           |            |            |          |          |          |
| BROOKFIELD ASSET MGMT INC    | CL A LTD VT SH | 112585104      | 90,494      | 2,781     | X          | 28-5284    | 2781     |          |          |
| 5625                         |                |                | 3,371,372   | 103,607   | X          | X 28-5284  | 97982    |          |          |
|                              |                |                | 8,753       | 269       | X          | 28-11135   | 269      |          |          |
|                              |                |                | 56,945      | 1,750     | X          | 28-4580    |          |          |          |
| 1750                         |                |                |             |           |            |            |          |          |          |
| BROOKFIELD PPTYS CORP        | COM            | 112900105      | 315,684     | 17,745    | X          | 28-5284    | 17745    |          |          |
|                              |                |                | 49,990      | 2,810     | X          | X 28-5284  | 1060     |          |          |
| 1750                         |                |                |             |           |            |            |          |          |          |
| BROOKLINE BANCORP INC DEL    | COM            | 11373M107      | 27,695      | 2,900     | X          | 28-5284    | 2900     |          |          |
| BROOKS AUTOMATION INC        | COM            | 114340102      | 1,927       | 233       | X          | X 28-5284  | 233      |          |          |
| BROWN & BROWN INC            | COM            | 115236101      | 129,729     | 7,460     | X          | 28-5284    | 3260     |          |          |
| 4200                         |                |                |             |           |            |            |          |          |          |
| BROWN FORMAN CORP            | CL A           | 115637100      | 3,507,948   | 46,139    | X          | 28-5284    | 46139    |          |          |
|                              |                |                | 49,267      | 648       | X          | X 28-5284  | 648      |          |          |

|                           |      |           |            |         |   |           |        |
|---------------------------|------|-----------|------------|---------|---|-----------|--------|
| BROWN FORMAN CORP         | CL B | 115637209 | 1,882,807  | 24,764  | X | 28-4580   | 24764  |
|                           |      |           | 3,537,810  | 46,815  | X | 28-5284   | 46815  |
| BROWN SHOE INC NEW<br>332 | COM  | 115736100 | 20,845,380 | 275,842 | X | X 28-5284 | 275842 |
|                           |      |           | 4,499      | 332     | X | 28-5284   |        |
| BRUKER CORP               | COM  | 116794108 | 2,033      | 150     | X | X 28-5284 | 150    |
| COLUMN TOTAL              |      |           | 1,101,245  | 85,700  | X | X 28-5284 | 85700  |
| </TABLE>                  |      |           | 39,826,278 |         |   |           |        |

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| ITEM 8:                             | ITEM 1:             | ITEM 2:        | ITEM 3:                      | ITEM 4:                  | ITEM 5:                    | ITEM 6:   | ITEM 7:                   |
|-------------------------------------|---------------------|----------------|------------------------------|--------------------------|----------------------------|---|---------------------------|
| VOTING AUTHORITY                    | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER                 | FAIR MARKET VALUE        | SHARES OR PRINCIPAL AMOUNT | INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (SHARES)                            | (B) SHARED (C) NONE |                |                              |                          |                            |   |                           |
| <S>                                 | <C>                 | <C>            | <C>                          | <C>                      | <C>                        | <C>   | <C>                       |
| BRUNSWICK CORP<br>4000              | COM                 | 117043109      | 53,657                       | 5,062                    | X                          | 28-5284   | 1062                      |
| BRUSH ENGINEERED MATLS INC<br>160   | COM                 | 117421107      | 3,907                        | 160                      | X                          | 28-5284   |                           |
| BRYN MAWR BK CORP<br>5100           | COM                 | 117665109      | 61,050<br>126,000<br>220,500 | 2,500<br>7,200<br>12,600 | X<br>X<br>X                | X 28-5284<br>28-5284<br>X 28-5284                 | 2500<br>7200<br>7500      |
| BUCKEYE PARTNERS L P<br>300         | UNIT LTD PARTN      | 118230101      | 1,317,316<br>350,329         | 30,800<br>8,191          | X<br>X                     | 28-5284<br>X 28-5284                              | 30800<br>7891             |
| BUCKEYE TECHNOLOGIES INC<br>260     | COM                 | 118255108      | 3,892                        | 460                      | X                          | 28-5284   | 200                       |
| BUCKLE INC                          | COM                 | 118440106      | 1,008,347                    | 22,050                   | X                          | X 28-5284   | 22050                     |
| BUCYRUS INTL INC NEW                | COM                 | 118759109      | 40,745<br>2,251,207          | 558<br>30,830            | X<br>X                     | 28-5284<br>X 28-5284                              | 558<br>30830              |
| BUILDING MATLS HLDG CORP<br>190     | COM                 | 120113105      | 336                          | 190                      | X                          | 28-5284   |                           |
| BURGER KING HLDGS INC               | COM                 | 121208201      | 1,002,616                    | 37,425                   | X                          | X 28-5284   | 37425                     |
| BURLINGTON NORTHN SANTA FE C<br>798 | COM                 | 12189T104      | 5,285,380                    | 52,912                   | X                          | 28-5284   | 52114                     |
| 165 2275                            |                     |                | 16,190,671                   | 162,085                  | X                          | X 28-5284   | 159645                    |
|                                     |                     |                | 274,997<br>55,938<br>756,966 | 2,753<br>560<br>7,578    | X<br>X<br>X                | 28-11135<br>28-4580<br>X 28-4580                  | 2753<br>560<br>7578       |
| C&D TECHNOLOGIES INC<br>160         | COM                 | 124661109      | 1,354                        | 160                      | X                          | 28-5284   |                           |
| CAE INC<br>3000                     | COM                 | 124765108      | 33,870                       | 3,000                    | X                          | X 28-5284   |                           |
| CAI INTERNATIONAL INC               | COM                 | 12477X106      | 817,800                      | 47,000                   | X                          | X 28-5284   | 47000                     |
| CBL & ASSOC PPTYS INC<br>2935       | COM                 | 124830100      | 1,371,085                    | 60,030                   | X                          | 28-5284   | 57095                     |
| CBS CORP NEW<br>367                 | CL A                | 124857103      | 285,500<br>14,357            | 12,500<br>737            | X<br>X                     | X 28-5284<br>28-5284                              | 12500<br>370              |
| 75                                  |                     |                | 296,330                      | 15,212                   | X                          | X 28-5284   | 15137                     |
| COLUMN TOTAL                        |                     |                | 31,824,150                   |                          |                            |   |                           |
| </TABLE>                            |                     |                |                              |                          |                            |   |                           |

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ITEM 8:

ITEM 5: INVESTMENT

| VOTING AUTHORITY                   |                | ITEM 3:        | ITEM 4:   | SHARES OR   | DISCRETION | ITEM 7:             |                          |
|------------------------------------|----------------|----------------|-----------|-------------|------------|---------------------|--------------------------|
| ITEM 1:                            |                | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL  | (B) SHARED MANAGERS |                          |
| (SHARES)                           | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT     | (A) SOLE            | (C) OTH INSTR V (A) SOLE |
| (B) SHARED                         | (C) NONE       |                |           |             |            |                     |                          |
| <S>                                |                | <C>            | <C>       | <C>         | <C>        | <C>                 | <C>                      |
| <C>                                | <C>            |                |           |             |            |                     |                          |
| CBS CORP NEW<br>7140               |                | CL B           | 124857202 | 674,490     | 34,607     | X                   | 28-5284 27467            |
| 11823                              |                |                |           | 1,968,022   | 100,976    | X X                 | 28-5284 89153            |
| 2500                               |                |                |           | 5,594       | 287        | X                   | 28-11135 287             |
|                                    |                |                |           | 49,700      | 2,550      | X                   | 28-4580 50               |
| CBRL GROUP INC                     |                | COM            | 12489V106 | 21,439      | 1,100      | X X                 | 28-4580 1100             |
|                                    |                |                |           | 12,255      | 500        | X                   | 28-5284 500              |
|                                    |                |                |           | 1,226       | 50         | X                   | 28-11135 50              |
| CB RICHARD ELLIS GROUP INC<br>1000 |                | CL A           | 12497T101 | 19,680      | 1,025      | X                   | 28-5284 25               |
|                                    |                |                |           | 27,187      | 1,416      | X X                 | 28-5284 1416             |
| C D I CORP<br>110                  |                | COM            | 125071100 | 2,798       | 110        | X                   | 28-5284                  |
| CEC ENTMT INC<br>230               |                | COM            | 125137109 | 19,047      | 680        | X                   | 28-5284 450              |
| CF INDS HLDGS INC<br>100           |                | COM            | 125269100 | 32,852      | 215        | X                   | 28-5284 215              |
|                                    |                |                |           | 61,120      | 400        | X X                 | 28-5284 300              |
| CH ENERGY GROUP INC<br>130         |                | COM            | 12541M102 | 13,517      | 380        | X                   | 28-5284 250              |
|                                    |                |                |           | 17,785      | 500        | X X                 | 28-4580 500              |
| C H ROBINSON WORLDWIDE INC         |                | COM NEW        | 12541W209 | 37,894      | 691        | X                   | 28-5284 691              |
|                                    |                |                |           | 319,882     | 5,833      | X                   | 28-11135 5833            |
| CIGNA CORP<br>280                  |                | COM            | 125509109 | 7,452,815   | 210,591    | X                   | 28-5284 210311           |
|                                    |                |                |           | 13,259,147  | 374,658    | X X                 | 28-5284 329257           |
| 45401                              |                |                |           | 275,617     | 7,788      | X                   | 28-11135 7788            |
| CIT GROUP INC<br>5600              |                | COM            | 125581108 | 40,261      | 5,912      | X                   | 28-5284 312              |
|                                    |                |                |           | 48          | 7          | X X                 | 28-5284 7                |
| CLECO CORP NEW<br>400              |                | COM            | 12561W105 | 12,785      | 548        | X                   | 28-5284 548              |
|                                    |                |                |           | 53,239      | 2,282      | X X                 | 28-5284 1882             |
| CME GROUP INC<br>352               |                | COM            | 12572Q105 | 1,319,706   | 3,444      | X                   | 28-5284 3092             |
|                                    |                |                |           | 142,163     | 371        | X X                 | 28-5284 341              |
| 30                                 |                |                |           | 49,432      | 129        | X                   | 28-11135 129             |
| CMGI INC<br>43500                  |                | COM NEW        | 125750307 | 461,100     | 43,500     | X X                 | 28-5284                  |
| CMS ENERGY CORP<br>9901            |                | COM            | 125896100 | 150,654     | 10,111     | X                   | 28-5284 210              |
|                                    |                |                |           | 75          | 5          | X X                 | 28-5284 5                |
| COLUMN TOTAL                       |                |                |           | 26,501,530  |            |                     |                          |

</TABLE>

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| VOTING AUTHORITY |                | ITEM 3:        | ITEM 4:   | SHARES OR   | DISCRETION | ITEM 7:             |                          |
|------------------|----------------|----------------|-----------|-------------|------------|---------------------|--------------------------|
| ITEM 1:          |                | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL  | (B) SHARED MANAGERS |                          |
| (SHARES)         | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT     | (A) SOLE            | (C) OTH INSTR V (A) SOLE |
| (B) SHARED       | (C) NONE       |                |           |             |            |                     |                          |
| <S>              |                | <C>            | <C>       | <C>         | <C>        | <C>                 | <C>                      |
| <C>              | <C>            |                |           |             |            |                     |                          |
| CPI CORP<br>50   |                | COM            | 125902106 | 937         | 50         | X                   | 28-5284                  |
| CNB FINL CORP PA |                | COM            | 126128107 | 53,025      | 3,750      | X X                 | 28-5284 3750             |
| CNOOC LTD        |                | SPONSORED ADR  | 126132109 | 82,779      | 477        | X                   | 28-5284 477              |



|                          |                |           |            |         |   |   |          |        |
|--------------------------|----------------|-----------|------------|---------|---|---|----------|--------|
| CPFL ENERGIA S A         | SPONSORED ADR  | 126153105 | 161,392    | 930     | X | X | 28-5284  | 930    |
|                          |                |           | 10,254     | 150     | X | X | 28-5284  | 150    |
|                          |                |           | 6,836      | 100     | X | X | 28-4580  | 100    |
| CNX GAS CORP             | COM            | 12618H309 | 10,804     | 257     | X |   | 28-11135 | 257    |
| CRA INTL INC             | COM            | 12618T105 | 18,617     | 515     | X | X | 28-5284  | 515    |
| CRH PLC                  | ADR            | 12626K203 | 5,651      | 198     | X |   | 28-5284  | 198    |
|                          |                |           | 3,996      | 140     | X | X | 28-5284  | 140    |
|                          |                |           | 266,763    | 9,347   | X |   | 28-11135 | 9347   |
| CSX CORP                 | COM            | 126408103 | 4,670,866  | 74,365  | X |   | 28-5284  | 72375  |
| 1990                     |                |           |            |         |   |   |          |        |
|                          |                |           | 4,798,433  | 76,396  | X | X | 28-5284  | 69996  |
| 6400                     |                |           |            |         |   |   |          |        |
|                          |                |           | 474,530    | 7,555   | X |   | 28-11135 | 7555   |
|                          |                |           | 153,885    | 2,450   | X |   | 28-11439 | 2450   |
|                          |                |           | 527,730    | 8,402   | X |   | 28-4580  | 8402   |
| CTS CORP                 | COM            | 126501105 | 7,618      | 758     | X |   | 28-5284  | 528    |
| 230                      |                |           |            |         |   |   |          |        |
| CVS CAREMARK CORPORATION | COM            | 126650100 | 15,261,991 | 385,696 | X |   | 28-5284  | 381502 |
| 4194                     |                |           |            |         |   |   |          |        |
|                          |                |           | 12,445,517 | 314,519 | X | X | 28-5284  | 289502 |
| 3729                     | 21288          |           |            |         |   |   |          |        |
|                          |                |           | 508,949    | 12,862  | X |   | 28-11135 | 12862  |
|                          |                |           | 123,261    | 3,115   | X |   | 28-4580  | 3115   |
| CA INC                   | COM            | 12673P105 | 538,736    | 23,332  | X |   | 28-5284  | 23321  |
| 11                       |                |           |            |         |   |   |          |        |
|                          |                |           | 88,897     | 3,850   | X | X | 28-5284  | 3850   |
| CABELAS INC              | COM            | 126804301 | 5,505      | 500     | X |   | 28-5284  | 500    |
|                          |                |           | 393,453    | 35,736  | X |   | 28-11135 | 35736  |
| CABLEVISION SYS CORP     | CL A NY CABLVS | 12686C109 | 362        | 16      | X |   | 28-11135 | 16     |
| CABOT CORP               | COM            | 127055101 | 243,100    | 10,000  | X | X | 28-5284  | 10000  |
|                          |                |           | 9,724      | 400     | X | X | 28-4580  | 400    |
| COLUMN TOTAL             |                |           | 40,873,611 |         |   |   |          |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |         | ITEM 7:  |         |
|------------------|------------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|---------|----------|---------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | INVESTMENT |         | MANAGERS |         |
| ITEM 1:          |                              | ITEM 2:        |           | VALUE       |         | PRINCIPAL |         | (B) SHARED |         | INSTR V  |         |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | AMOUNT      | AMOUNT  | (A) SOLE  | (C) OTH | (A) SOLE   | (C) OTH | (A) SOLE | (C) OTH |
| (B) SHARED       | (C) NONE                     |                |           |             |         |           |         |            |         |          |         |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>     | <C>       | <C>     | <C>        | <C>     | <C>      | <C>     |
|                  | CABOT MICROELECTRONICS CORP  | COM            | 12709P103 | 74,588      | 2,250   | X         | X       | 28-5284    |         | 2250     |         |
|                  |                              |                |           | 55,858      | 1,685   | X         |         | 28-11135   |         | 1685     |         |
|                  | CABOT OIL & GAS CORP         | COM            | 127097103 | 119,205     | 1,760   | X         |         | 28-5284    |         | 1000     |         |
|                  | 760                          |                |           |             |         |           |         |            |         |          |         |
|                  | CACI INTL INC                | CL A           | 127190304 | 412,340     | 6,088   | X         |         | 28-11135   |         | 6088     |         |
|                  | 250                          |                |           | 17,621      | 385     | X         |         | 28-5284    |         | 135      |         |
|                  | CADBURY PLC                  | SPONS ADR      | 12721E102 | 25,663      | 510     | X         |         | 28-5284    |         | 510      |         |
|                  |                              |                |           | 143,362     | 2,849   | X         | X       | 28-5284    |         | 2849     |         |
|                  |                              |                |           | 17,813      | 354     | X         |         | 28-11135   |         | 354      |         |
|                  |                              |                |           | 286,623     | 5,696   | X         | X       | 28-4580    |         | 5696     |         |
|                  | CADENCE FINL CORP            | COM            | 12738A101 | 32,490      | 3,000   | X         | X       | 28-5284    |         | 3000     |         |
|                  | CADENCE DESIGN SYSTEM INC    | COM            | 127387108 | 909         | 90      | X         |         | 28-5284    |         | 90       |         |
|                  |                              |                |           | 505         | 50      | X         | X       | 28-5284    |         | 50       |         |
|                  | CADIZ INC                    | COM NEW        | 127537207 | 646,073     | 40,079  | X         | X       | 28-5284    |         |          |         |
|                  | 40079                        |                |           |             |         |           |         |            |         |          |         |
|                  | CAL DIVE INTL INC DEL        | COM            | 12802T101 | 1,986       | 139     | X         |         | 28-5284    |         | 139      |         |
|                  |                              |                |           | 302,105     | 21,141  | X         | X       | 28-5284    |         |          |         |
|                  | 21141                        |                |           |             |         |           |         |            |         |          |         |
|                  | CAL MAINE FOODS INC          | COM NEW        | 128030202 | 16,495      | 500     | X         |         | 28-5284    |         | 500      |         |
|                  | CALAMOS CONV & HIGH INCOME F | COM SHS        | 12811P108 | 162,723     | 12,281  | X         |         | 28-5284    |         | 12281    |         |
|                  |                              |                |           | 227,211     | 17,148  | X         | X       | 28-5284    |         | 17148    |         |
|                  |                              |                |           | 1,703       | 100     | X         |         | 28-5284    |         | 100      |         |
|                  | CALAMOS ASSET MGMT INC       | CL A           | 12811R104 | 88,296      | 7,800   | X         |         | 28-5284    |         | 7800     |         |
|                  | CALAMOS STRATEGIC TOTL RETN  | COM SH BEN INT | 128125101 | 3,962       | 350     | X         | X       | 28-5284    |         | 350      |         |
|                  |                              |                |           | 535,121     | 140,084 | X         | X       | 28-5284    |         |          |         |
|                  | CALIFORNIA COASTAL CMNTYS IN | COM NEW        | 129915203 | 535,121     | 140,084 | X         | X       | 28-5284    |         |          |         |
|                  | 137484                       | 2600           |           |             |         |           |         |            |         |          |         |
|                  | CALIFORNIA WTR SVC GROUP     | COM            | 130788102 | 114,695     | 3,500   | X         |         | 28-5284    |         | 3500     |         |
|                  |                              |                |           | 4,916       | 150     | X         | X       | 28-5284    |         | 150      |         |

|                                  |     |           |                  |               |        |                       |              |
|----------------------------------|-----|-----------|------------------|---------------|--------|-----------------------|--------------|
| CALIPER LIFE SCIENCES INC<br>795 | COM | 130872104 | 3,769<br>2,059   | 115<br>795    | X<br>X | 28-11135<br>X 28-5284 | 115          |
| CALLAWAY GOLF CO                 | COM | 131193104 | 1,183<br>287,635 | 100<br>24,314 | X<br>X | 28-5284<br>28-11135   | 100<br>24314 |
| COLUMN TOTAL                     |     |           | 3,586,909        |               |        |                       |              |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE |            | ITEM 1:<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS                     | ITEM 3:<br>CUSIP<br>NUMBER           | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT               | ITEM 6:<br>INVESTMENT<br>DISCRETION<br>(B) SHARED<br>(A) SOLE (C) OTH | ITEM 7:<br>MANAGERS<br>INSTR V<br>(A) SOLE |
|--|------------|--|---|--------------------------------------|---------------------------------|---|---|--|
| <S>  | <C>        | <C>  | <C>   | <C>                                  | <C>                             | <C>   | <C>   |  |
| CALLWAVE INC DEL<br>403934                                     | COM        | 13126N101  | 1,050,228                                     | 403,934                              | X                               | X 28-5284   |   |  |
| CALPINE CORP   | COM NEW    | 131347304  | 10,152<br>58,656<br>1,241<br>10,739           | 450<br>2,600<br>55<br>476            | X<br>X<br>X<br>X                | 28-5284<br>X 28-5284<br>28-11135<br>28-4580               | 450<br>2600<br>55<br>476  |  |
| CAMDEN NATL CORP<br>5860                                       | COM        | 133034108  | 136,421                                       | 5,860                                | X                               | X 28-5284   |   |  |
| CAMDEN PPTY TR   | SH BEN INT | 133131102  | 883,341<br>296,631                            | 19,958<br>6,702                      | X<br>X                          | 28-5284<br>X 28-5284                                      | 19958<br>6702   |  |
| CAMECO CORP  | COM        | 13321L108  | 58,946<br>932,423                             | 1,375<br>21,750                      | X<br>X                          | 28-5284<br>X 28-5284                                      | 1375<br>21750   |  |
| CAMERON INTERNATIONAL CORP<br>1850                             | COM        | 13342B105  | 88,781<br>133,394                             | 1,604<br>2,410                       | X<br>X                          | 28-5284<br>X 28-5284                                      | 1604<br>560   |  |
| CAMPBELL SOUP CO<br>830  | COM        | 134429109  | 3,210<br>2,781,429                            | 58<br>83,127                         | X<br>X                          | 28-11135<br>28-5284                                       | 58<br>82297   |  |
| 1248880 7558583  |            |  | 297,988,470                                   | 8,905,812                            | X                               | X 28-5284   | 98349   |  |
|  |            |  | 234<br>8,365<br>50,190                        | 7<br>250<br>1,500                    | X<br>X<br>X                     | 28-11135<br>28-4580<br>X 28-4580                          | 7<br>250<br>1500  |  |
| CANADIAN NATL RY CO<br>750                                     | COM        | 136375102  | 400,747<br>2,950,429                          | 8,335<br>61,365                      | X<br>X                          | 28-5284<br>X 28-5284                                      | 7585<br>26215   |  |
| 35150<br>CANADIAN NAT RES LTD<br>5920                          | COM        | 136385101  | 59,148<br>2,570,410                           | 590<br>25,640                        | X<br>X                          | 28-5284<br>X 28-5284                                      | 590<br>19720  |  |
| CANADIAN PAC RY LTD<br>3550                                    | COM        | 13645T100  | 150,375<br>418,997                            | 1,500<br>6,335                       | X<br>X                          | X 28-4580<br>X 28-5284                                    | 1500<br>2785  |  |
| CANADIAN SOLAR INC   | COM        | 136635109  | 1,124<br>8,038<br>16,076<br>433,811<br>94,179 | 17<br>200<br>400<br>10,794<br>20,385 | X<br>X<br>X<br>X<br>X           | 28-11135<br>28-5284<br>X 28-5284<br>28-11439<br>X 28-5284 | 17<br>200<br>400<br>10794   |  |
| CANADIAN SUPERIOR ENERGY INC<br>20385                          | COM        | 136644101  | 14,395  | 6,178                                | X                               | 28-11135  | 6178  |  |
| CANDELA CORP<br>COLUMN TOTAL                                   | COM        | 136907102  | 311,610,580                                   |                                      |                                 |   |   |  |

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| ITEM 8: | ITEM 5: | ITEM 6:<br>INVESTMENT |
|---------|---------|-----------------------|
|---------|---------|-----------------------|

| VOTING AUTHORITY          |                | ITEM 3:   | ITEM 4:     | SHARES OR | DISCRETION       | ITEM 7:   |          |
|---------------------------|----------------|-----------|-------------|-----------|------------------|-----------|----------|
| ITEM 1:                   | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL | (B) SHARED       | MANAGERS  |          |
| (SHARES)                  |                | NUMBER    | VALUE       | AMOUNT    | (A) SOLE (C) OTH | INSTR V   | (A) SOLE |
| (B) SHARED (C) NONE       | TITLE OF CLASS |           |             |           |                  |           |          |
| <S>                       | <C>            | <C>       | <C>         | <C>       | <C>              | <C>       | <C>      |
| CANO PETE INC             | COM            | 137801106 | 1,588       | 200       | X                | X 28-5284 | 200      |
| CANON INC                 | ADR            | 138006309 | 396,161     | 7,736     | X                | 28-5284   | 7736     |
|                           |                |           | 197,466     | 3,856     | X                | X 28-5284 | 181      |
| 3675                      |                |           |             |           |                  |           |          |
|                           |                |           | 24,939      | 487       | X                | 28-11135  | 487      |
|                           |                |           | 5,275       | 103       | X                | X 28-4580 |          |
| 103                       |                |           |             |           |                  |           |          |
| CAPE FEAR BK CORP         | COM            | 139380109 | 155,033     | 20,671    | X                | X 28-5284 | 20671    |
| CAPELLA EDUCATION COMPANY | COM            | 139594105 | 5,965       | 100       | X                | X 28-5284 | 100      |
| CAPLEASE INC              | COM            | 140288101 | 449,400     | 60,000    | X                | X 28-5284 | 60000    |
|                           |                |           | 56,175      | 7,500     | X                | 28-4580   |          |
| 7500                      |                |           |             |           |                  |           |          |
| CAPITAL ONE FINL CORP     | COM            | 14040H105 | 15,642,179  | 411,528   | X                | 28-5284   | 358668   |
| 52860                     |                |           |             |           |                  |           |          |
|                           |                |           | 3,203,711   | 84,286    | X                | X 28-5284 | 67754    |
| 287 16245                 |                |           |             |           |                  |           |          |
|                           |                |           | 6,158       | 162       | X                | 28-11135  | 162      |
| CAPITAL TRUST INC MD      | CL A NEW       | 14052H506 | 147,917     | 7,700     | X                | X 28-5284 | 7700     |
| CAPITALSOURCE INC         | COM            | 14055X102 | 225,367     | 20,340    | X                | X 28-5284 | 4400     |
| 15940                     |                |           |             |           |                  |           |          |
| CAPSTONE TURBINE CORP     | COM            | 14067D102 | 41,900      | 10,000    | X                | 28-5284   | 10000    |
|                           |                |           | 6,955       | 1,660     | X                | X 28-5284 | 1660     |
| CARBO CERAMICS INC        | COM            | 140781105 | 9,628       | 165       | X                | 28-5284   |          |
| 165                       |                |           |             |           |                  |           |          |
| CARDICA INC               | COM            | 14141R101 | 8,462       | 1,000     | X                | 28-5284   | 1000     |
| CARDINAL HEALTH INC       | COM            | 14149Y108 | 4,308,065   | 83,522    | X                | 28-5284   | 78360    |
| 5162                      |                |           |             |           |                  |           |          |
|                           |                |           | 2,454,280   | 47,582    | X                | X 28-5284 | 40561    |
| 7021                      |                |           |             |           |                  |           |          |
|                           |                |           | 15,474      | 300       | X                | 28-4580   | 300      |
|                           |                |           | 27,234      | 528       | X                | X 28-4580 | 528      |
| CARDIOME PHARMA CORP      | COM NEW        | 14159U202 | 1,760       | 200       | X                | X 28-5284 | 200      |
|                           |                |           | 370         | 42        | X                | 28-11135  | 42       |
| CAREER EDUCATION CORP     | COM            | 141665109 | 24,837      | 1,700     | X                | 28-5284   | 1700     |
| CARDIUM THERAPEUTICS INC  | COM            | 141916106 | 599,980     | 262,000   | X                | X 28-5284 | 210000   |
| 52000                     |                |           |             |           |                  |           |          |
| COLUMN TOTAL              |                |           | 28,016,279  |           |                  |           |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| VOTING AUTHORITY    |                | ITEM 3:   | ITEM 4:     | SHARES OR | DISCRETION       | ITEM 7:   |          |
|---------------------|----------------|-----------|-------------|-----------|------------------|-----------|----------|
| ITEM 1:             | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL | (B) SHARED       | MANAGERS  |          |
| (SHARES)            |                | NUMBER    | VALUE       | AMOUNT    | (A) SOLE (C) OTH | INSTR V   | (A) SOLE |
| (B) SHARED (C) NONE | TITLE OF CLASS |           |             |           |                  |           |          |
| <S>                 | <C>            | <C>       | <C>         | <C>       | <C>              | <C>       | <C>      |
| CARLISLE COS INC    | COM            | 142339100 | 338,314     | 11,666    | X                | 28-5284   | 11666    |
|                     |                |           | 174,000     | 6,000     | X                | X 28-5284 |          |
| 6000                |                |           |             |           |                  |           |          |
| CARMAX INC          | COM            | 143130102 | 50,247      | 3,541     | X                | 28-5284   | 3541     |
|                     |                |           | 647,915     | 45,660    | X                | X 28-5284 | 16103    |
| 29557               |                |           |             |           |                  |           |          |
| CARNIVAL PLC        | ADR            | 14365C103 | 8,238       | 258       | X                | 28-5284   | 258      |
|                     |                |           | 1,884       | 59        | X                | 28-11135  | 59       |
| CARNIVAL CORP       | DBCV 4/2       | 143658AV4 | 6,093,798   | 9,592     | X                | 28-11439  | 9592     |
| CARNIVAL CORP       | PAIRED CTF     | 143658300 | 2,405,750   | 72,990    | X                | 28-5284   | 43705    |
| 29285               |                |           |             |           |                  |           |          |
|                     |                |           | 1,545,791   | 46,899    | X                | X 28-5284 | 34401    |
| 12498               |                |           |             |           |                  |           |          |
|                     |                |           | 17,765      | 539       | X                | 28-4580   | 539      |

|  |                |                        |                      |                  |        |                      |                |
|--|----------------|------------------------|----------------------|------------------|--------|----------------------|----------------|
| CARPENTER TECHNOLOGY CORP<br>79340             | COM            | 144285103              | 43,705<br>6,607,301  | 1,326<br>151,370 | X<br>X | X 28-4580<br>28-5284 | 1326<br>72030  |
| 14800  |                |                        | 29,922,861           | 685,518          | X      | X 28-5284            | 670718         |
| CASEYS GEN STORES INC<br>370                   | COM            | 147528103              | 8,573                | 370              | X      | 28-5284              |                |
| CASH AMER INTL INC<br>240                      | COM            | 14754D100              | 7,440                | 240              | X      | 28-5284              |                |
| CASTLE A M & CO<br>130                         | COM            | 148411101              | 3,719                | 130              | X      | 28-5284              |                |
| CATAPULT COMMUNICATIONS CORP<br>60             | COM            | 149016107              | 427                  | 60               | X      | 28-5284              |                |
| CATERPILLAR INC DEL<br>47453                   | COM            | 149123101              | 13,862,067           | 187,782          | X      | 28-5284              | 140329         |
| 275 26590                                      |                |                        | 16,224,307           | 219,782          | X      | X 28-5284            | 192917         |
|  |                |                        | 360,168              | 4,879            | X      | 28-11135             | 4879           |
|  |                |                        | 218,581              | 2,961            | X      | 28-4580              | 2961           |
|  |                |                        | 570,333              | 7,726            | X      | X 28-4580            | 7726           |
| CATHAY GENERAL BANCORP<br>CATO CORP NEW<br>235 | COM<br>CL A    | 149150104<br>149205106 | 29,936<br>3,346      | 2,754<br>235     | X<br>X | 28-11135<br>28-5284  | 2754           |
| CEDAR FAIR L P                                 | DEPOSITRY UNIT | 150185106              | 2,024,209<br>111,801 | 107,728<br>5,950 | X<br>X | 28-5284<br>X 28-5284 | 107728<br>3800 |
| 350 1800<br>CELANESE CORP DEL<br>1183          | COM SER A      | 150870103              | 1,772,293            | 38,815           | X      | 28-5284              | 37632          |
| 210  |                |                        | 2,725,948            | 59,701           | X      | X 28-5284            | 59491          |
|  |                |                        | 35,615               | 780              | X      | 28-11135             | 780            |
| CELL THERAPEUTICS INC<br>1000000               | NOTE           | 4.000% 7 150934AF4     | 20,000,000           | 1,000,000        | X      | X 28-5284            |                |
| COLUMN TOTAL                                   |                |                        | 105,816,332          |                  |        |                      |                |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE                    | ITEM 1:                    |                                     | ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP NUMBER | ITEM 4:<br>FAIR MARKET VALUE | ITEM 5:<br>SHARES OR PRINCIPAL AMOUNT | ITEM 6:<br>INVESTMENT<br>DISCRETION (B) SHARED (A) SOLE (C) OTH |         | ITEM 7:<br>MANAGERS INSTR V (A) SOLE |
|---|----------------------------|-------------------------------------|---------------------------|-------------------------|------------------------------|---------------------------------------|---|---------|--------------------------------------|
|   | NAME OF ISSUER             |                                     |                           |                         |                              |                                       | (A) SOLE  | (C) OTH |                                      |
| <S><br><C>  | <C>                        | <C>                                 | <C>                       | <C>                     | <C>                          | <C>                                   | <C>   | <C>     | <C>                                  |
| CELGENE CORP<br>900   | COM                        | 151020104                           | 269,595                   | 4,221                   | X                            | 28-5284                               | 3321  |         |                                      |
|   |                            |                                     | 1,693,002                 | 26,507                  | X                            | X 28-5284                             | 26507   |         |                                      |
| CEMEX SAB DE CV<br>500  | SPON ADR NEW               | 151290889                           | 252,632<br>89,785         | 10,228<br>3,635         | X<br>X                       | 28-5284<br>X 28-5284                  | 10228<br>3135   |         |                                      |
|   |                            |                                     | 2,841                     | 115                     | X                            | 28-11135                              | 115   |         |                                      |
| CENTERLINE HOLDINGS CO<br>CENTERPOINT ENERGY INC                                  | SH BEN INT<br>COM          | 15188T108<br>15189T107              | 1,052<br>146,601          | 630<br>9,134            | X<br>X                       | 28-11135<br>28-5284                   | 630<br>9134   |         |                                      |
| 250   |                            |                                     | 264,536                   | 16,482                  | X                            | X 28-5284                             | 16232   |         |                                      |
| CENTERPLATE INC<br>CENTEX CORP<br>7580  | UNIT 99/99/999<br>COM      | 15200E204<br>152312104              | 13,302<br>101,345         | 2,750<br>7,580          | X<br>X                       | 28-5284<br>28-5284                    | 2750  |         |                                      |
|   |                            |                                     | 40,110                    | 3,000                   | X                            | 28-11439                              | 3000  |         |                                      |
| CENTILLIUM COMMUNICATIONS IN<br>3613964   | COM                        | 152319109                           | 2,385,216                 | 3,613,964               | X                            | X 28-5284                             |   |         |                                      |
| CENTRAL EUROPEAN DIST CORP  | COM                        | 153435102                           | 11,123                    | 150                     | X                            | X 28-5284                             | 150   |         |                                      |
|   |                            |                                     | 328,262                   | 4,427                   | X                            | 28-11135                              | 4427  |         |                                      |
| CENTRAL EUROPE AND RUSSIA FD<br>CENTRAL FD CDA LTD                                | COM<br>CL A                | 153436100<br>153501101              | 20,768<br>679,228         | 394<br>52,450           | X<br>X                       | 28-5284<br>28-5284                    | 394<br>52450  |         |                                      |
|   |                            |                                     | 12,950                    | 1,000                   | X                            | X 28-4580                             | 1000  |         |                                      |
| CENTRAL GARDEN & PET CO<br>CENTRAL PAC FINL CORP<br>CENTRAL VT PUB SVC CORP<br>80 | CL A NON-VTG<br>COM<br>COM | 153527205<br>154760102<br>155771108 | 2,038<br>640<br>1,550     | 497<br>60<br>80         | X<br>X<br>X                  | 28-5284<br>28-5284<br>28-5284         | 497<br>60   |         |                                      |
|   |                            |                                     | 5,811                     | 300                     | X                            | X 28-5284                             | 300   |         |                                      |



| VOTING AUTHORITY |   | ITEM 3:        | ITEM 4:   | SHARES OR   | DISCRETION | ITEM 7:    |         |          |          |
|------------------|---|----------------|-----------|-------------|------------|------------|---------|----------|----------|
| ITEM 1:          |   | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL  | (B) SHARED |         | MANAGERS |          |
| (SHARES)         | NAME OF ISSUER                              | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT     | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                                    |                |           |             |            |            |         |          |          |
| <S>              | <C>   | <C>            | <C>       | <C>         | <C>        | <C>        | <C>     | <C>      | <C>      |
|                  | CHEMTURA CORP                               | COM            | 163893100 | 28,032      | 4,800      | X          |         | 28-5284  | 4800     |
|                  |   |                |           | 24,738      | 4,236      | X          | X       | 28-5284  | 4014     |
| 222              | CHENIERE ENERGY PARTNERS LP                 | COM UNIT       | 16411Q101 | 9,090       | 1,000      | X          |         | 28-5284  | 1000     |
|                  |   |                |           | 13,635      | 1,500      | X          | X       | 28-5284  | 1500     |
|                  | CHEROKEE INC DEL NEW                        | COM            | 16444H102 | 584,350     | 29,000     | X          |         | 28-5284  | 29000    |
|                  | CHESAPEAKE CORP                             | COM            | 165159104 | 282         | 120        | X          |         | 28-5284  |          |
| 120              | CHESAPEAKE ENERGY CORP                      | COM            | 165167107 | 1,121,188   | 16,998     | X          |         | 28-5284  | 15998    |
| 1000             |   |                |           | 5,202,925   | 78,880     | X          | X       | 28-5284  | 78880    |
|                  |   |                |           | 3,166       | 48         | X          |         | 28-11135 | 48       |
|                  |   |                |           | 19,464,070  | 295,089    | X          |         | 28-11439 | 295089   |
|                  |   |                |           | 164,900     | 2,500      | X          |         | 28-4580  |          |
| 2500             |   |                |           | 19,788      | 300        | X          | X       | 28-4580  | 300      |
|                  | CHESAPEAKE UTILS CORP                       | COM            | 165303108 | 952         | 37         | X          |         | 28-5284  | 37       |
|                  |   |                |           | 174,896     | 6,800      | X          | X       | 28-5284  | 5600     |
| 1200             |   |                |           | 76,620      | 2,979      | X          |         | 28-4580  | 2979     |
|                  | CHEVRON CORP NEW                            | COM            | 166764100 | 181,908,606 | 1,835,051  | X          |         | 28-5284  | 1720665  |
| 443 113943       |   |                |           | 177,026,156 | 1,785,798  | X          | X       | 28-5284  | 1608517  |
| 4959 172322      |   |                |           | 2,761,365   | 27,856     | X          |         | 28-11135 | 27856    |
|                  |   |                |           | 4,629,569   | 46,702     | X          |         | 28-4580  | 46602    |
| 100              |   |                |           | 2,900,643   | 29,261     | X          | X       | 28-4580  | 26237    |
| 944 2080         | CHICAGO BRIDGE & IRON CO N V N Y REGISTRY S | 167250109      |           | 79,640      | 2,000      | X          |         | 28-5284  | 1000     |
| 1000             |   |                |           | 2,036,793   | 51,150     | X          | X       | 28-5284  | 32300    |
| 18850            | CHICOS FAS INC                              | COM            | 168615102 | 31,307      | 5,830      | X          |         | 28-5284  | 5830     |
|                  |   |                |           | 10,821      | 2,015      | X          | X       | 28-5284  | 2015     |
|                  |   |                |           | 3,222       | 600        | X          |         | 28-11135 | 600      |
|                  | CHILE FD INC                                | COM            | 168834109 | 4,950       | 300        | X          | X       | 28-5284  | 300      |
|                  | CHILDRENS PL RETAIL STORES I                | COM            | 168905107 | 90,250      | 2,500      | X          |         | 28-5284  | 2500     |
|                  | CHINA EASTN AIRLS LTD                       | SPON ADR CL H  | 16937R104 | 4,952       | 158        | X          |         | 28-5284  | 158      |
|                  | CHINA FD INC                                | COM            | 169373107 | 10,651      | 349        | X          | X       | 28-5284  | 233      |
| 116              |   |                |           |             |            |            |         |          |          |
|                  | COLUMN TOTAL                                |                |           | 398,387,557 |            |            |         |          |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| VOTING AUTHORITY |                              | ITEM 3:        | ITEM 4:   | SHARES OR   | DISCRETION | ITEM 7:    |         |          |          |
|------------------|------------------------------|----------------|-----------|-------------|------------|------------|---------|----------|----------|
| ITEM 1:          |                              | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL  | (B) SHARED |         | MANAGERS |          |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT     | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                |           |             |            |            |         |          |          |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>        | <C>        | <C>     | <C>      | <C>      |
|                  | CHINA LIFE INS CO LTD        | SPON ADR REP H | 16939P106 | 4,696       | 90         | X          |         | 28-5284  | 90       |
|                  |                              |                |           | 26,090      | 500        | X          | X       | 28-5284  |          |
| 500              | CHINA NETCOM GROUP CORP HK L | SPONSORED ADR  | 16940Q101 | 2,129       | 39         | X          |         | 28-5284  | 39       |
|                  |                              |                |           | 164         | 3          | X          | X       | 28-5284  | 3        |
|                  | CHINA SOUTHN AIRLS LTD       | SPON ADR CL H  | 169409109 | 3,523       | 178        | X          |         | 28-5284  | 178      |
|                  | CHINA MOBILE LIMITED         | SPONSORED ADR  | 16941M109 | 14,729      | 220        | X          |         | 28-5284  | 220      |
|                  |                              |                |           | 38,162      | 570        | X          | X       | 28-5284  | 570      |
|                  |                              |                |           | 6,695       | 100        | X          | X       | 28-4580  | 100      |

|                            |                |           |           |       |   |           |      |
|----------------------------|----------------|-----------|-----------|-------|---|-----------|------|
| CHINA PETE & CHEM CORP     | SPON ADR H SHS | 16941R108 | 2,136     | 23    | X | 28-5284   | 23   |
|                            |                |           | 18,857    | 203   | X | X 28-5284 | 203  |
|                            |                |           | 252,661   | 2,720 | X | 28-11135  | 2720 |
| CHINA SEC & SURVE TECH INC | COM            | 16942J105 | 53,920    | 4,000 | X | X 28-5284 | 4000 |
| CHINA UNICOM LTD           | SPONSORED ADR  | 16945R104 | 92,600    | 5,000 | X | 28-5284   | 5000 |
|                            |                |           | 23,150    | 1,250 | X | X 28-5284 | 1250 |
| CHINA MED TECHNOLOGIES INC | SPONSORED ADR  | 169483104 | 12,350    | 250   | X | 28-5284   | 250  |
|                            |                |           | 39,520    | 800   | X | X 28-5284 | 800  |
| CHIPOTLE MEXICAN GRILL INC | CL A           | 169656105 | 78,241    | 947   | X | 28-5284   | 947  |
|                            |                |           | 148,716   | 1,800 | X | X 28-5284 | 1050 |
| 750                        |                |           |           |       |   |           |      |
| CHIPOTLE MEXICAN GRILL INC | CL B           | 169656204 | 18,765    | 249   | X | 28-5284   | 49   |
| 200                        |                |           |           |       |   |           |      |
|                            |                |           | 8,892     | 118   | X | X 28-5284 | 109  |
| 9                          |                |           |           |       |   |           |      |
| CHOICE HOTELS INTL INC     | COM            | 169905106 | 39,750    | 1,500 | X | X 28-4580 | 1500 |
| CHIQUITA BRANDS INTL INC   | COM            | 170032809 | 15,170    | 1,000 | X | X 28-5284 |      |
| 1000                       |                |           |           |       |   |           |      |
| CHOICEPOINT INC            | COM            | 170388102 | 156,168   | 3,240 | X | 28-5284   | 3240 |
|                            |                |           | 19,280    | 400   | X | X 28-5284 | 400  |
|                            |                |           | 3,663     | 76    | X | 28-11135  | 76   |
| CHRISTOPHER & BANKS CORP   | COM            | 171046105 | 1,802     | 265   | X | 28-5284   |      |
| 265                        |                |           |           |       |   |           |      |
|                            |                |           | 34,340    | 5,050 | X | X 28-5284 | 5050 |
| COLUMN TOTAL               |                |           | 1,116,169 |       |   |           |      |

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| ITEM 8:                 |       | ITEM 3:        |           | ITEM 4:     |           | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |     |
|-------------------------|-------|----------------|-----------|-------------|-----------|-----------|-----|------------------|-----|------------------|-----|
| VOTING AUTHORITY        |       | CUSIP          |           | FAIR MARKET |           | SHARES OR |     | DISCRETION       |     | MANAGERS         |     |
| ITEM 1:                 |       | ITEM 2:        |           | FAIR MARKET |           | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |     |
| NAME OF ISSUER          |       | TITLE OF CLASS |           | VALUE       |           | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| (B) SHARED (C) NONE     |       |                |           |             |           |           |     |                  |     |                  |     |
| <S>                     |       | <C>            | <C>       | <C>         |           | <C>       | <C> | <C>              | <C> | <C>              | <C> |
| <C>                     | <C>   |                |           |             |           |           |     |                  |     |                  |     |
| CHUBB CORP              |       | COM            | 171232101 | 46,658,549  | 952,021   | X         |     | 28-5284          |     | 882195           |     |
| 69826                   |       |                |           | 22,399,236  | 457,034   | X         | X   | 28-5284          |     | 396070           |     |
| 4807                    | 56157 |                |           | 19,506      | 398       | X         |     | 28-11135         |     | 398              |     |
|                         |       |                |           | 840,227     | 17,144    | X         |     | 28-4580          |     | 16671            |     |
| 473                     |       |                |           | 238,483     | 4,866     | X         | X   | 28-4580          |     | 4866             |     |
| CHUNGHWA TELECOM CO LTD |       | SPON ADR NEW   | 17133Q304 | 152         | 6         | X         |     | 28-11135         |     | 6                |     |
| CHURCH & DWIGHT INC     |       | COM            | 171340102 | 263,436     | 4,675     | X         |     | 28-5284          |     | 4675             |     |
|                         |       |                |           | 7,866,460   | 139,600   | X         | X   | 28-5284          |     | 139600           |     |
|                         |       |                |           | 8,875,125   | 157,500   | X         |     | 28-11439         |     | 157500           |     |
| CHURCHILL DOWNS INC     |       | COM            | 171484108 | 2,309,301   | 66,226    | X         |     | 28-5284          |     | 66226            |     |
|                         |       |                |           | 27,059      | 776       | X         | X   | 28-5284          |     | 776              |     |
| CIBER INC               |       | COM            | 17163B102 | 2,049       | 330       | X         |     | 28-5284          |     |                  |     |
| 330                     |       |                |           |             |           |           |     |                  |     |                  |     |
| CIENA CORP              |       | COM NEW        | 171779309 | 10,658      | 460       | X         | X   | 28-5284          |     | 460              |     |
| CIMAREX ENERGY CO       |       | COM            | 171798101 | 153,274     | 2,200     | X         |     | 28-5284          |     | 2200             |     |
|                         |       |                |           | 163,725     | 2,350     | X         | X   | 28-5284          |     |                  |     |
| 2350                    |       |                |           | 1,951       | 28        | X         |     | 28-11135         |     | 28               |     |
| CINCINNATI BELL INC NEW |       | COM            | 171871106 | 213,209     | 53,570    | X         |     | 28-5284          |     | 53570            |     |
|                         |       |                |           | 127         | 32        | X         | X   | 28-5284          |     | 32               |     |
| CINCINNATI BELL INC NEW |       | PFD CV DEP1/20 | 171871403 | 56,280      | 1,400     | X         | X   | 28-5284          |     | 1400             |     |
| CINCINNATI FINL CORP    |       | COM            | 172062101 | 13,997,127  | 551,068   | X         |     | 28-5284          |     | 394871           |     |
| 156197                  |       |                |           | 1,272,413   | 50,095    | X         | X   | 28-5284          |     | 47295            |     |
| 200                     | 2600  |                |           | 2,286       | 90        | X         |     | 28-11135         |     | 90               |     |
| CINEMARK HOLDINGS INC   |       | COM            | 17243V102 | 6,386       | 489       | X         |     | 28-5284          |     | 489              |     |
| CIRCOR INTL INC         |       | COM            | 17273K109 | 22,780      | 465       | X         | X   | 28-5284          |     | 465              |     |
| CIRCUIT CITY STORE INC  |       | COM            | 172737108 | 3,097,051   | 1,071,644 | X         |     | 28-5284          |     | 1001192          |     |
| 70452                   |       |                |           | 196,266     | 67,912    | X         | X   | 28-5284          |     | 67912            |     |
| COLUMN TOTAL            |       |                |           | 108,693,116 |           |           |     |                  |     |                  |     |

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| ITEM 8:             |                              | ITEM 3:        |             | ITEM 4:     | ITEM 5:          | ITEM 6:    |           | ITEM 7:  |     |
|---------------------|------------------------------|----------------|-------------|-------------|------------------|------------|-----------|----------|-----|
| VOTING AUTHORITY    |                              | CUSIP          | FAIR MARKET | SHARES OR   | DISCRETION       | INVESTMENT |           | MANAGERS |     |
| (SHARES)            | ITEM 1:                      | ITEM 2:        | ITEM 4:     | PRINCIPAL   | (B) SHARED       |            |           |          |     |
| (B) SHARED (C) NONE | NAME OF ISSUER               | TITLE OF CLASS | VALUE       | AMOUNT      | (A) SOLE (C) OTH | INSTR V    | (A) SOLE  |          |     |
| <S>                 | <C>                          | <C>            | <C>         | <C>         | <C>              | <C>        | <C>       | <C>      | <C> |
| <C>                 | <C>                          |                |             |             |                  |            |           |          |     |
|                     | CISCO SYS INC                | COM            | 17275R102   | 119,644,695 | 5,143,796        | X          | 28-5284   | 4849816  |     |
|                     | 293980                       |                |             | 81,505,180  | 3,504,092        | X          | X 28-5284 | 3137948  |     |
|                     | 40066 326078                 |                |             | 205,874     | 8,851            | X          | 28-11135  | 8851     |     |
|                     |                              |                |             | 2,463,443   | 105,909          | X          | 28-4580   | 104639   |     |
|                     | 1270                         |                |             | 1,290,162   | 55,467           | X          | X 28-4580 | 55467    |     |
|                     | CITADEL BROADCASTING CORP    | COM            | 17285T106   | 18,351      | 15,042           | X          | 28-5284   | 14594    |     |
|                     | 448                          |                |             | 29,433      | 24,125           | X          | X 28-5284 | 22786    |     |
|                     | 61 1278                      |                |             | 7           | 6                | X          | 28-11135  | 6        |     |
|                     |                              |                |             | 571         | 468              | X          | 28-4580   | 338      |     |
|                     | 130                          |                |             | 345         | 283              | X          | X 28-4580 | 283      |     |
|                     | CINTAS CORP                  | COM            | 172908105   | 1,854,905   | 69,970           | X          | 28-5284   | 68162    |     |
|                     | 1808                         |                |             | 1,044,388   | 39,396           | X          | X 28-5284 | 37596    |     |
|                     | 1800                         |                |             | 118,553     | 7,159            | X          | 28-5284   | 7159     |     |
|                     | CITIZENS & NORTHN CORP       | COM            | 172922106   | 557,973     | 33,694           | X          | X 28-5284 | 33694    |     |
|                     | CITIGROUP INC                | COM            | 172967101   | 33,426,613  | 1,994,428        | X          | 28-5284   | 1809772  |     |
|                     | 260 184396                   |                |             | 26,306,680  | 1,569,611        | X          | X 28-5284 | 1369037  |     |
|                     | 11600 188974                 |                |             | 493,515     | 29,446           | X          | 28-11135  | 29446    |     |
|                     |                              |                |             | 456,241     | 27,222           | X          | 28-4580   | 27222    |     |
|                     |                              |                |             | 583,851     | 34,836           | X          | X 28-4580 | 33118    |     |
|                     | 189 1529                     |                |             | 536         | 190              | X          | 28-5284   | 190      |     |
|                     | CITIZENS REPUBLIC BANCORP IN | COM            | 174420109   | 282         | 100              | X          | X 28-5284 | 100      |     |
|                     | CITIZENS COMMUNICATIONS CO   | COM            | 17453B101   | 131,487     | 11,595           | X          | 28-5284   | 11595    |     |
|                     | 12000                        |                |             | 454,870     | 40,112           | X          | X 28-5284 | 28112    |     |
|                     |                              |                |             | 74,266      | 6,549            | X          | X 28-4580 | 6549     |     |
|                     | CITRIX SYS INC               | COM            | 177376100   | 139,109     | 4,730            | X          | 28-5284   | 4730     |     |
|                     |                              |                |             | 53,114      | 1,806            | X          | 28-11135  | 1806     |     |
|                     | CITY NATL CORP               | COM            | 178566105   | 642,788     | 15,279           | X          | 28-5284   | 13471    |     |
|                     | 1808                         |                |             | 61,380      | 1,459            | X          | X 28-5284 | 1459     |     |
|                     |                              |                |             | 841         | 20               | X          | 28-11135  | 20       |     |
|                     | COLUMN TOTAL                 |                |             | 271,559,453 |                  |            |           |          |     |

</TABLE>

<TABLE>  
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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:             |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:          | ITEM 6:    |          | ITEM 7:  |  |
|---------------------|----------------|----------------|-------------|-----------|------------------|------------|----------|----------|--|
| VOTING AUTHORITY    |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION       | INVESTMENT |          | MANAGERS |  |
| (SHARES)            | ITEM 1:        | ITEM 2:        | ITEM 4:     | PRINCIPAL | (B) SHARED       |            |          |          |  |
| (B) SHARED (C) NONE | NAME OF ISSUER | TITLE OF CLASS | VALUE       | AMOUNT    | (A) SOLE (C) OTH | INSTR V    | (A) SOLE |          |  |



(B) SHARED (C) NONE

| <S>                                  | <C>            | <C>       | <C>        | <C>     | <C> | <C> | <C> | <C>      | <C>    |
|--------------------------------------|----------------|-----------|------------|---------|-----|-----|-----|----------|--------|
| CLARCOR INC<br>410                   | COM            | 179895107 | 22,464     | 343,489 | 640 | X   | X   | 28-5284  | 230    |
| CLARIENT INC                         | COM            | 180489106 | 162,400    | 9,786   |     | X   | X   | 28-5284  | 9786   |
| CLAYMORE EXCHANGE TRADED FD          | BNY BRI&C PTF  | 18383M100 | 217,854    | 81,200  |     | X   |     | 28-5284  | 81200  |
| CLAYMORE EXCHANGE TRADED FD          | ZACKS SECT RTN | 18383M407 | 22,760     | 4,410   |     | X   |     | 28-5284  | 4410   |
| CLAYMORE EXCHANGE TRADED FD          | MAC GLOB SOLAR | 18383M621 | 154,800    | 800     |     | X   | X   | 28-5284  | 800    |
| CLAYMORE ETF TRUST 2                 | SWM CDN ENERGY | 18383Q606 | 283,800    | 6,000   |     | X   | X   | 28-5284  | 6000   |
| CLAYMORE RAYMOND JAMES SBI E         | COM            | 183833102 | 28,230     | 11,000  |     | X   | X   | 28-5284  | 11000  |
| CLAYMORE/GUGGENHEIM STR OPP          | COM SBI        | 18385X104 | 17,460     | 880     |     | X   | X   | 28-5284  | 880    |
| CLEAN HARBORS INC                    | COM            | 184496107 | 22,650     | 1,000   |     | X   | X   | 28-5284  | 1000   |
| CLEAN ENERGY FUELS CORP              | COM            | 184499101 | 11,490     | 1,500   |     | X   | X   | 28-5284  | 1500   |
| CLEAR CHANNEL COMMUNICATIONS<br>2489 | COM            | 184502102 | 337,885    | 19,150  |     | X   | X   | 28-5284  | 19150  |
| 10400                                |                |           | 1,286,666  | 9,599   |     | X   | X   | 28-5284  | 7110   |
| CLEAR CHANNEL OUTDOOR HLDGS          | CL A           | 18451C109 | 24,006     | 36,553  |     | X   | X   | 28-5284  | 26153  |
| CLEVELAND CLIFFS INC                 | COM            | 185896107 | 5,955      | 682     |     | X   |     | 28-11135 | 682    |
| CLOROX CO DEL<br>8525                | COM            | 189054109 | 11,875     | 334     |     | X   | X   | 28-5284  | 334    |
| 5825                                 |                |           | 67,938     | 666     |     | X   | X   | 28-5284  | 666    |
| COACH INC<br>6730                    | COM            | 189754104 | 595,950    | 570     |     | X   | X   | 28-5284  | 570    |
| 935                                  |                |           | 8,791,472  | 5,000   |     | X   | X   | 28-5284  | 5000   |
|                                      |                |           | 4,189,572  | 80,260  |     | X   | X   | 28-5284  | 74435  |
|                                      |                |           | 422,820    | 8,100   |     | X   |     | 28-4580  | 8100   |
|                                      |                |           | 57,420     | 1,100   |     | X   | X   | 28-4580  | 1100   |
|                                      |                |           | 5,734,730  | 198,571 |     | X   |     | 28-5284  | 191841 |
|                                      |                |           | 4,063,474  | 140,702 |     | X   | X   | 28-5284  | 139767 |
|                                      |                |           | 1,167,070  | 40,411  |     | X   |     | 28-11135 | 40411  |
|                                      |                |           | 67,406     | 2,334   |     | X   |     | 28-4580  | 2334   |
|                                      |                |           | 3,004      | 104     |     | X   | X   | 28-4580  | 104    |
| COLUMN TOTAL                         |                |           | 29,475,439 |         |     |     |     |          |        |

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AS OF 06/30/08  
FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:             | ITEM 1:                                     | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7:                   |
|---------------------|---|----------------|--------------|-------------------|----------------------------|--|---------------------------|
| VOTING AUTHORITY    | NAME OF ISSUER                              | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (B) SHARED (C) NONE | (B) SHARED (C) NONE                         |                |              |                   |                            |  |                           |
|                     | COCA COLA BOTTLING CO CONS                  | COM            | 191098102    | 185               | 5                          | X                                      | 28-5284 5                 |
|                     | COCA COLA HELLENIC BTTLG CO                 | SPONSORED ADR  | 1912EP104    | 5,928             | 219                        | X                                      | 28-5284 219               |
|                     | COCA COLA CO                                | COM            | 191216100    | 101,030,303       | 1,943,638                  | X                                      | 28-5284 1844249           |
| 17744 128275        |   |                |              | 96,433,660        | 1,855,207                  | X                                      | X 28-5284 1709188         |
|                     |   |                |              | 92,888            | 1,787                      | X                                      | 28-11135 1787             |
| 133                 |   |                |              | 2,766,739         | 53,227                     | X                                      | 28-4580 53094             |
| 675                 |   |                |              | 2,862,123         | 55,062                     | X                                      | X 28-4580 54387           |
|                     | COCA COLA ENTERPRISES INC                   | COM            | 191219104    | 53,803            | 3,110                      | X                                      | 28-5284 3110              |
|                     |   |                |              | 12,370            | 715                        | X                                      | X 28-5284 715             |
|                     |   |                |              | 3,010             | 174                        | X                                      | 28-11135 174              |
|                     | COCA COLA FEMSA S A B DE C V SPON ADR REP L | SPON ADR REP L | 191241108    | 326,160           | 5,784                      | X                                      | 28-11135 5784             |
|                     | COEUR D ALENE MINES CORP IDA                | COM            | 192108108    | 17,400            | 6,000                      | X                                      | 28-5284 6000              |
|                     |   |                |              | 14,500            | 5,000                      | X                                      | X 28-5284 4000            |
| 1000                |   |                |              |                   |                            |  |                           |
|                     | COGNEX CORP                                 | COM            | 192422103    | 7,607             | 330                        | X                                      | 28-5284                   |
| 330                 |   |                |              |                   |                            |  |                           |

|   |           |                      |                  |        |                     |                |
|---|-----------|----------------------|------------------|--------|---------------------|----------------|
| COGNIZANT TECHNOLOGY SOLUTIO CL A<br>6580 | 192446102 | 722,502<br>2,029,827 | 31,345<br>62,437 | X<br>X | 28-11135<br>28-5284 | 31345<br>55857 |
|   |           | 246,718              | 7,589            | X      | X 28-5284           | 7589           |
|   |           | 168,597              | 5,186            | X      | 28-11135            | 5186           |
| COHEN & STEERS INC COM                    | 19247A100 | 25,970               | 1,000            | X      | 28-5284             | 1000           |
| COHEN & STEERS QUALITY RLTY COM           | 19247L106 | 29,070               | 1,900            | X      | 28-5284             | 1900           |
|   |           | 22,629               | 1,479            | X      | X 28-5284           | 1479           |
| COHEN & STEERS PREM INC RLTY COM          | 19247V104 | 10,528               | 700              | X      | 28-5284             | 700            |
| COHEN & STEERS ADV INC RLTY COM           | 19247W102 | 9,563                | 647              | X      | 28-5284             | 647            |
|   |           | 29,560               | 2,000            | X      | X 28-5284           | 2000           |
| COHEN & STEERS REIT & PFD IN COM          | 19247X100 | 95,500               | 5,000            | X      | X 28-5284           | 5000           |
| COHEN & STEERS REIT & UTIL I COM          | 19247Y108 | 11,625               | 662              | X      | X 28-5284           | 662            |
| COHERENT INC COM                          | 192479103 | 20,923               | 700              | X      | 28-5284             | 700            |
| COLUMN TOTAL                              |           | 207,049,688          |                  |        |                     |                |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                          |                | ITEM 3:        |     | ITEM 4:     |         | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |        |
|----------------------------------|----------------|----------------|-----|-------------|---------|-----------|-----|------------------|-----|------------------|--------|
| VOTING AUTHORITY                 |                | CUSIP          |     | FAIR MARKET |         | SHARES OR |     | INVESTMENT       |     | MANAGERS         |        |
| ITEM 1:                          |                | ITEM 2:        |     | FAIR MARKET |         | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |        |
| NAME OF ISSUER                   |                | TITLE OF CLASS |     | VALUE       |         | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |        |
| (B) SHARED (C) NONE              |                |                |     |             |         |           |     |                  |     |                  |        |
| <S>                              | <C>            | <C>            | <C> | <C>         | <C>     | <C>       | <C> | <C>              | <C> | <C>              | <C>    |
| COHEN & STEERS SELECT UTIL F COM |                | 19248A109      |     | 39,040      | 1,600   | X         |     | 28-5284          |     |                  | 1600   |
|                                  |                |                |     | 92,281      | 3,782   | X         | X   | 28-5284          |     |                  | 3782   |
| COHEN & STEERS DIV MJRS FDIN COM |                | 19248G106      |     | 70,547      | 4,700   | X         |     | 28-5284          |     |                  | 4700   |
|                                  |                |                |     | 44,535      | 2,967   | X         | X   | 28-5284          |     |                  | 2967   |
| COHEN & STEERS WRLDWD RLT IN COM |                | 19248J100      |     | 3,736       | 269     | X         |     | 28-5284          |     |                  | 269    |
| COHEN & STEERS CLOSED END OP COM |                | 19248P106      |     | 76,550      | 5,000   | X         |     | 28-5284          |     |                  | 5000   |
|                                  |                |                |     | 85,215      | 5,566   | X         | X   | 28-5284          |     |                  | 5566   |
| COHU INC                         | COM            | 192576106      |     | 2,349       | 160     | X         |     | 28-5284          |     |                  |        |
| 160                              |                |                |     |             |         |           |     |                  |     |                  |        |
| COLDWATER CREEK INC              | COM            | 193068103      |     | 1,928,288   | 365,206 | X         |     | 28-5284          |     |                  | 313006 |
| 52200                            |                |                |     | 152,064     | 28,800  | X         | X   | 28-5284          |     |                  | 28800  |
| COLGATE PALMOLIVE CO             | COM            | 194162103      |     | 49,794,151  | 720,610 | X         |     | 28-5284          |     |                  | 695171 |
| 25439                            |                |                |     | 36,962,488  | 534,913 | X         | X   | 28-5284          |     |                  | 502123 |
| 4695                             | 28095          |                |     | 16,169      | 234     | X         |     | 28-11135         |     |                  | 234    |
|                                  |                |                |     | 1,137,593   | 16,463  | X         |     | 28-4580          |     |                  | 15970  |
| 493                              |                |                |     | 591,772     | 8,564   | X         | X   | 28-4580          |     |                  | 8564   |
| COLLECTIVE BRANDS INC            | COM            | 19421W100      |     | 40,752      | 3,504   | X         | X   | 28-5284          |     |                  | 3504   |
| COLONIAL BANCGROUP INC           | COM            | 195493309      |     | 129,157     | 29,221  | X         |     | 28-5284          |     |                  | 29221  |
|                                  |                |                |     | 251,940     | 57,000  | X         | X   | 28-5284          |     |                  | 5000   |
| 52000                            |                |                |     | 460         | 104     | X         |     | 28-11135         |     |                  | 104    |
| COLONIAL PPTYS TR                | COM SH BEN INT | 195872106      |     | 28,188      | 1,408   | X         |     | 28-5284          |     |                  | 1038   |
| 370                              |                |                |     | 214,394     | 10,709  | X         | X   | 28-5284          |     |                  | 10709  |
|                                  |                |                |     | 861         | 43      | X         |     | 28-11135         |     |                  | 43     |
| COLUMBIA SPORTSWEAR CO           | COM            | 198516106      |     | 25,835      | 703     | X         |     | 28-5284          |     |                  |        |
| 703                              |                |                |     |             |         |           |     |                  |     |                  |        |
| COLUMBUS MCKINNON CORP N Y       | COM            | 199333105      |     | 1,662       | 69      | X         |     | 28-11135         |     |                  | 69     |
| COMCAST CORP NEW                 | CL A           | 20030N101      |     | 12,660,256  | 667,383 | X         |     | 28-5284          |     |                  | 603544 |
| 63839                            |                |                |     | 9,122,692   | 480,901 | X         | X   | 28-5284          |     |                  | 400667 |
| 6145                             | 74089          |                |     | 12,539      | 661     | X         |     | 28-11135         |     |                  | 661    |
|                                  |                |                |     | 105,435     | 5,558   | X         |     | 28-4580          |     |                  | 5558   |
|                                  |                |                |     | 41,051      | 2,164   | X         | X   | 28-4580          |     |                  | 2164   |
| COLUMN TOTAL                     |                |                |     | 113,632,000 |         |           |     |                  |     |                  |        |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |          |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |          |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V  |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  |          | (A) SOLE |
| (C) NONE         | (C) NONE                     |                |           |             |           |            |          |          |          |
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| <C>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
|                  | COMCAST CORP NEW             | CL A SPL       | 20030N200 | 64,312,150  | 3,428,153 | X          |          |          | 28-5284  |
|                  | 55650                        |                |           |             |           |            |          |          | 3372503  |
|                  | 4550                         | 39470          |           | 1,625,423   | 86,643    | X          | X        |          | 28-5284  |
|                  |                              |                |           | 6,772       | 361       | X          | X        |          | 28-4580  |
|                  | COMERICA INC                 | COM            | 200340107 | 477,231     | 18,620    | X          |          |          | 28-5284  |
|                  | 5909                         |                |           |             |           |            |          |          | 12711    |
|                  | 1430                         |                |           | 374,454     | 14,610    | X          | X        |          | 28-5284  |
|                  | COMM BANCORP INC             | COM            | 200468106 | 774,400     | 17,600    | X          |          |          | 28-5284  |
|                  | COMMERCE BANCSHARES INC      | COM            | 200525103 | 3,371       | 85        | X          |          |          | 28-5284  |
|                  |                              |                |           | 30,419      | 767       | X          | X        |          | 28-5284  |
|                  | COMMERCEFIRST BANCORP INC    | COM            | 200845105 | 20,800      | 2,500     | X          | X        |          | 28-5284  |
|                  | COMMERCIAL METALS CO         | COM            | 201723103 | 41,470      | 1,100     | X          |          |          | 28-5284  |
|                  |                              |                |           | 113,439     | 3,009     | X          | X        |          | 28-5284  |
|                  |                              |                |           | 391,401     | 10,382    | X          |          |          | 28-11135 |
|                  | COMMERICAL NATL FINL CORP PA | COM            | 202217105 | 2,235       | 150       | X          | X        |          | 28-5284  |
|                  | COMMSCOPE INC                | COM            | 203372107 | 323,163     | 6,124     | X          |          |          | 28-5284  |
|                  | 120                          |                |           |             |           |            |          |          | 6004     |
|                  |                              |                |           | 1,636       | 31        | X          | X        |          | 28-5284  |
|                  |                              |                |           | 13,193      | 250       | X          |          |          | 28-11135 |
|                  | COMMUNITY BANCSHARES INC S C | COM            | 20343F100 | 45,648      | 2,353     | X          | X        |          | 28-5284  |
|                  | COMMUNITY BK SYS INC         | COM            | 203607106 | 129,246     | 6,268     | X          |          |          | 28-5284  |
|                  |                              |                |           | 20,620      | 1,000     | X          | X        |          | 28-5284  |
|                  | COMMUNITY HEALTH SYS INC NEW | COM            | 203668108 | 4,123       | 125       | X          |          |          | 28-5284  |
|                  | COMMUNITY TR BANCORP INC     | COM            | 204149108 | 19,695      | 750       | X          |          |          | 28-5284  |
|                  | CGG VERITAS                  | SPONSORED ADR  | 204386106 | 102,115     | 2,163     | X          |          |          | 28-5284  |
|                  |                              |                |           | 115,759     | 2,452     | X          | X        |          | 28-5284  |
|                  | COMPANHIA SIDERURGICA NACION | SPONSORED ADR  | 20440W105 | 297,103     | 6,690     | X          | X        |          | 28-5284  |
|                  | 4440                         |                |           |             |           |            |          |          | 2250     |
|                  | COMPANHIA VALE DO RIO DOCE   | SPON ADR PFD   | 204412100 | 2,865       | 96        | X          |          |          | 28-5284  |
|                  | COLUMN TOTAL                 |                |           | 69,248,731  |           |            |          |          | 96       |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |          |
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| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |          |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V  |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  |          | (A) SOLE |
| (C) NONE         | (C) NONE                     |                |           |             |           |            |          |          |          |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
| <C>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
|                  | COMPANHIA VALE DO RIO DOCE   | SPONSORED ADR  | 204412209 | 489,086     | 13,654    | X          |          |          | 28-5284  |
|                  |                              |                |           | 471,212     | 13,155    | X          | X        |          | 28-5284  |
|                  |                              |                |           | 788         | 22        | X          |          |          | 28-11135 |
|                  |                              |                |           | 3,582       | 100       | X          | X        |          | 28-4580  |
|                  | COMPANIA CERVECERIAS UNIDAS  | SPONSORED ADR  | 204429104 | 408         | 14        | X          |          |          | 28-11135 |
|                  | COMPASS MINERALS INTL INC    | COM            | 20451N101 | 80,560      | 1,000     | X          |          |          | 28-5284  |
|                  |                              |                |           | 29,002      | 360       | X          | X        |          | 28-5284  |
|                  | COMPLETE PRODUCTION SERVICES | COM            | 20453E109 | 1,530       | 42        | X          |          |          | 28-5284  |
|                  | COMPUTER SCIENCES CORP       | COM            | 205363104 | 490,040     | 10,462    | X          |          |          | 28-5284  |
|                  | 10192                        |                |           |             |           |            |          |          | 270      |
|                  |                              |                |           | 119,536     | 2,552     | X          | X        |          | 28-5284  |



|                                   |         |           |                  |               |        |                        |              |
|-----------------------------------|---------|-----------|------------------|---------------|--------|------------------------|--------------|
| CONTANGO OIL & GAS COMPANY<br>840 | COM NEW | 21075N204 | 44,100<br>89,017 | 30,000<br>958 | X<br>X | X 28-5284<br>X 28-5284 | 30000<br>118 |
| CONTINENTAL AIRLS INC             | CL B    | 210795308 | 10,110           | 1,000         | X      | X 28-5284              | 1000         |
| COLUMN TOTAL                      |         |           | 180,477,931      |               |        |                        |              |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                           | ITEM 1:             | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:   | ITEM 7:                   |
|-----------------------------------|---------------------|----------------|--------------|-------------------|----------------------------|---|---------------------------|
| VOTING AUTHORITY                  | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (B) SHARED (C) NONE               | (B) SHARED (C) NONE |                |              |                   |                            |   |                           |
| <S>                               | <C>                 | <C>            | <C>          | <C>               | <C>                        | <C>   | <C>                       |
| CONVERA CORP                      | CL A                |                | 211919105    | 14                | 10                         | X   | 28-5284 10                |
| CONTINENTAL RESOURCES INC         | COM                 |                | 212015101    | 24,262            | 350                        | X   | X 28-5284 350             |
| CONVERGYS CORP<br>112363          | COM                 |                | 212485106    | 2,608,450         | 175,535                    | X   | 28-5284 63172             |
| 1500                              |                     |                |              | 400,923           | 26,980                     | X   | X 28-5284 25480           |
| COOPER COS INC<br>360             | COM NEW             |                | 216648402    | 31,949            | 860                        | X   | 28-5284 500               |
|                                   |                     |                |              | 409               | 11                         | X   | 28-11135 11               |
| COOPER TIRE & RUBR CO             | COM                 |                | 216831107    | 176,792           | 22,550                     | X   | 28-5284 22550             |
| COPART INC                        | COM                 |                | 217204106    | 111,974           | 2,615                      | X   | 28-5284 2615              |
| CORINTHIAN COLLEGES INC           | COM                 |                | 218868107    | 12,771            | 1,100                      | X   | 28-5284 1100              |
|                                   |                     |                |              | 109,134           | 9,400                      | X   | X 28-5284 9400            |
| CORN PRODS INTL INC               | COM                 |                | 219023108    | 187,649           | 3,821                      | X   | 28-5284 3821              |
|                                   |                     |                |              | 1,426,842         | 29,054                     | X   | X 28-5284 26679           |
| 2375                              |                     |                |              |                   |                            |   |                           |
| CORNING INC<br>4652               | COM                 |                | 219350105    | 7,399,903         | 321,037                    | X   | 28-5284 316385            |
|                                   |                     |                |              | 7,485,142         | 324,735                    | X   | X 28-5284 284210          |
| 40525                             |                     |                |              | 221,902           | 9,627                      | X   | 28-11135 9627             |
|                                   |                     |                |              | 114,950           | 4,987                      | X   | 28-4580 4987              |
|                                   |                     |                |              | 89,019            | 3,862                      | X   | X 28-4580 3862            |
| CORPORATE EXECUTIVE BRD CO<br>900 | COM                 |                | 21988R102    | 38,476            | 915                        | X   | 28-5284 15                |
| CORPORATE EXPRESS N V             | SPON ADR            |                | 21989G105    | 1,769             | 123                        | X   | 28-5284 123               |
| CORPORATE OFFICE PPTYS TR<br>6500 | SH BEN INT          |                | 22002T108    | 830,443           | 24,190                     | X   | 28-5284 17690             |
|                                   |                     |                |              | 415,050           | 12,090                     | X   | X 28-5284 12090           |
|                                   |                     |                |              | 46,346            | 1,350                      | X   | 28-4580 1350              |
|                                   |                     |                |              | 20,598            | 600                        | X   | X 28-4580 600             |
| CORRECTIONS CORP AMER NEW         | COM NEW             |                | 22025Y407    | 12,801            | 466                        | X   | 28-5284 466               |
|                                   |                     |                |              | 5,494             | 200                        | X   | X 28-5284 200             |
| CORUS BANKSHARES INC              | COM                 |                | 220873103    | 649               | 156                        | X   | 28-5284 156               |
| CORVEL CORP                       | COM                 |                | 221006109    | 16,258            | 480                        | X   | X 28-5284 480             |
| COLUMN TOTAL                      |                     |                |              | 21,789,969        |                            |   |                           |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:             | ITEM 1:             | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:   | ITEM 7:                   |
|---------------------|---------------------|----------------|--------------|-------------------|----------------------------|---|---------------------------|
| VOTING AUTHORITY    | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (B) SHARED (C) NONE | (B) SHARED (C) NONE |                |              |                   |                            |   |                           |

| <S>                                 | <C>           | <C>       | <C>        | <C>     | <C> | <C>       | <C>    | <C> |
|-------------------------------------|---------------|-----------|------------|---------|-----|-----------|--------|-----|
| COSTCO WHSL CORP NEW<br>13900       | COM           | 22160K105 | 6,230,396  | 88,828  | X   | 28-5284   | 74928  |     |
| 20067                               |               |           | 5,662,542  | 80,732  | X   | X 28-5284 | 60665  |     |
|                                     |               |           | 13,186     | 188     | X   | 28-11135  | 188    |     |
|                                     |               |           | 1,054,906  | 15,040  | X   | 28-11439  | 15040  |     |
| COTT CORP QUE                       | COM           | 22163N106 | 5,211      | 1,665   | X   | 28-5284   | 1665   |     |
| COUNTRYWIDE FINANCIAL CORP<br>32766 | COM           | 222372104 | 949,399    | 223,388 | X   | 28-5284   | 190622 |     |
| 1620                                |               |           | 77,291     | 18,186  | X   | X 28-5284 | 16566  |     |
|                                     |               |           | 2,125      | 500     | X   | X 28-4580 | 500    |     |
| COUSINS PPTYS INC<br>400            | COM           | 222795106 | 990,990    | 42,900  | X   | X 28-5284 | 42500  |     |
| 3000                                |               |           | 69,300     | 3,000   | X   | 28-4580   |        |     |
| COVANCE INC                         | COM           | 222816100 | 3,010,786  | 35,001  | X   | 28-5284   | 35001  |     |
| 2020                                |               |           | 1,719,196  | 19,986  | X   | X 28-5284 | 17966  |     |
|                                     |               |           | 13,075     | 152     | X   | 28-11135  | 152    |     |
| COVANTA HLDG CORP                   | COM           | 22282E102 | 120,105    | 4,500   | X   | X 28-5284 | 4500   |     |
| COVENTRY HEALTH CARE INC<br>17967   | COM           | 222862104 | 5,335,516  | 175,395 | X   | 28-5284   | 157428 |     |
| 6050                                |               |           | 420,648    | 13,828  | X   | X 28-5284 | 7778   |     |
|                                     |               |           | 30         | 1       | X   | 28-11135  | 1      |     |
| CRANE CO                            | COM           | 224399105 | 231,180    | 6,000   | X   | X 28-5284 | 6000   |     |
| CREDIT SUISSE ASSET MGMT INC        | COM           | 224916106 | 77,050     | 23,000  | X   | 28-5284   | 23000  |     |
| CRAY INC                            | COM NEW       | 225223304 | 7,248      | 1,562   | X   | 28-5284   | 1562   |     |
| CREDIT SUISSE GROUP                 | SPONSORED ADR | 225401108 | 50,566     | 1,116   | X   | 28-5284   | 1116   |     |
|                                     |               |           | 2,220      | 49      | X   | X 28-5284 | 49     |     |
|                                     |               |           | 2,447      | 54      | X   | 28-11135  | 54     |     |
| CREE INC                            | COM           | 225447101 | 39,233     | 1,720   | X   | 28-5284   | 1720   |     |
|                                     |               |           | 55,885     | 2,450   | X   | X 28-5284 | 2450   |     |
|                                     |               |           | 394,020    | 17,274  | X   | 28-11135  | 17274  |     |
| CRESCENT FINL CORP<br>2644          | COM           | 225744101 | 15,203     | 2,644   | X   | X 28-5284 |        |     |
| COLUMN TOTAL                        |               |           | 26,549,754 |         |     |           |        |     |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:             | ITEM 3: | ITEM 4:     | ITEM 5:   | ITEM 6:                  | ITEM 7:  |
|---------------------|---------|-------------|-----------|--------------------------|----------|
| VOTING AUTHORITY    | CUSIP   | FAIR MARKET | SHARES OR | INVESTMENT               | MANAGERS |
| (SHARES)            | NUMBER  | VALUE       | PRINCIPAL | (B) SHARED               | (A) SOLE |
| (B) SHARED (C) NONE |         |             | AMOUNT    | (A) SOLE (C) OTH INSTR V | (A) SOLE |

| <S>                              | <C>           | <C>       | <C>       | <C>    | <C> | <C>       | <C>   | <C> |
|----------------------------------|---------------|-----------|-----------|--------|-----|-----------|-------|-----|
| CROCS INC                        | COM           | 227046109 | 105,652   | 13,190 | X   | X 28-5284 | 13190 |     |
| CROSS TIMBERS RTY TR             | TR UNIT       | 22757R109 | 48,144    | 800    | X   | 28-5284   | 800   |     |
|                                  |               |           | 3,520,831 | 58,505 | X   | X 28-5284 | 58505 |     |
| CROSSTEX ENERGY L P              | COM           | 22765U102 | 28,680    | 1,000  | X   | 28-5284   | 1000  |     |
|                                  |               |           | 8,604     | 300    | X   | X 28-5284 | 300   |     |
| CROSSTEX ENERGY INC              | COM           | 22765Y104 | 10,398    | 300    | X   | 28-5284   | 300   |     |
| CROWN CASTLE INTL CORP           | COM           | 228227104 | 446,518   | 11,529 | X   | 28-5284   | 11529 |     |
|                                  |               |           | 23,315    | 602    | X   | X 28-5284 | 602   |     |
| CROWN HOLDINGS INC               | COM           | 228368106 | 194,925   | 7,500  | X   | 28-5284   | 7500  |     |
|                                  |               |           | 25,990    | 1,000  | X   | X 28-5284 | 1000  |     |
| CRUCCELL N V                     | SPONSORED ADR | 228769105 | 4,730     | 296    | X   | 28-5284   | 296   |     |
| CRYOLIFE INC<br>150              | COM           | 228903100 | 1,716     | 150    | X   | 28-5284   |       |     |
| CRYSTAL RIV CAP INC              | COM           | 229393301 | 1,464     | 400    | X   | 28-5284   | 400   |     |
| CRYSTALLEX INTL CORP             | COM           | 22942F101 | 1,120     | 1,000  | X   | 28-5284   | 1000  |     |
| CTRIIP COM INTL LTD              | ADR           | 22943F100 | 916       | 20     | X   | 28-5284   | 20    |     |
| CUBIC CORP                       | COM           | 229669106 | 4,456     | 200    | X   | 28-5284   | 200   |     |
| CULLEN FROST BANKERS INC<br>1735 | COM           | 229899109 | 2,724,951 | 54,663 | X   | 28-5284   | 52928 |     |

|                     |      |           |  |              |            |   |   |          |        |
|---------------------|------|-----------|--|--------------|------------|---|---|----------|--------|
| 510                 |      |           |  | 260,267      | 5,221      | X | X | 28-5284  | 4711   |
|                     |      |           |  | 56,530       | 1,134      | X |   | 28-11135 | 1134   |
|                     |      |           |  | 199,400      | 4,000      | X | X | 28-4580  | 4000   |
| CUMMINS INC<br>4190 | COM  | 231021106 |  | 10,449,392   | 159,484    | X |   | 28-5284  | 155294 |
|                     |      |           |  | 5,330,707    | 81,360     | X | X | 28-5284  | 78920  |
| 1300                | 1140 |           |  | 1,051,203    | 16,044     | X |   | 28-11135 | 16044  |
|                     |      |           |  | 602,784      | 9,200      | X |   | 28-4580  | 9200   |
|                     |      |           |  | 26,208       | 400        | X | X | 28-4580  | 400    |
| CUMULUS MEDIA INC   | CL A | 231082108 |  | 2,857        | 725        | X |   | 28-5284  | 725    |
| CURAGEN CORP        | COM  | 23126R101 |  | 9,600        | 10,000     | X | X | 28-5284  | 10000  |
|                     |      |           |  | COLUMN TOTAL | 25,141,358 |   |   |          |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                           |                |                | ITEM 3:   |     | ITEM 4:      |            | ITEM 5:   |       | ITEM 6:<br>INVESTMENT |          | ITEM 7:  |       |
|-----------------------------------|----------------|----------------|-----------|-----|--------------|------------|-----------|-------|-----------------------|----------|----------|-------|
| VOTING AUTHORITY                  |                |                | CUSIP     |     | FAIR MARKET  |            | SHARES OR |       | DISCRETION            |          | MANAGERS |       |
| ITEM 1:                           |                |                | ITEM 2:   |     | VALUE        |            | PRINCIPAL |       | (B) SHARED            |          | (A) SOLE |       |
| (SHARES)                          | NAME OF ISSUER | TITLE OF CLASS | NUMBER    |     | AMOUNT       | (A) SOLE   | (C) OTH   | INSTR | V                     | (A) SOLE |          |       |
| (B) SHARED                        | (C) NONE       |                |           |     |              |            |           |       |                       |          |          |       |
| <S>                               | <C>            | <C>            | <C>       | <C> | <C>          | <C>        | <C>       | <C>   | <C>                   | <C>      | <C>      | <C>   |
| CURRENCYSHARES                    | AUSTRALIAN DL  | AUSTRALIAN DOL | 23129U101 |     | 49,103       | 509        | X         | X     | 28-5284               |          |          | 509   |
| CURRENCYSHARES                    | SWISS FRANC T  | SWISS FRANC SH | 23129V109 |     | 29,400       | 300        | X         |       | 28-5284               |          |          | 300   |
| CURRENCY SHARES                   | EURO TR        | EURO SHS       | 23130C108 |     | 89,168       | 565        | X         |       | 28-5284               |          |          | 565   |
|                                   |                |                |           |     | 34,720       | 220        | X         | X     | 28-5284               |          |          | 220   |
| CURTISS WRIGHT CORP<br>360        | COM            |                | 231561101 |     | 32,571       | 728        | X         |       | 28-5284               |          |          | 368   |
|                                   |                |                |           |     | 76,058       | 1,700      | X         | X     | 28-5284               |          |          | 200   |
| 1500                              |                |                |           |     |              |            |           |       |                       |          |          |       |
| CYBERSOURCE CORP                  | COM            |                | 23251J106 |     | 1,171        | 70         | X         |       | 28-5284               |          |          | 70    |
| CYBEROPTICS CORP                  | COM            |                | 232517102 |     | 339,129      | 34,605     | X         |       | 28-11135              |          |          | 34605 |
| CYMER INC                         | COM            |                | 232572107 |     | 6,989        | 260        | X         |       | 28-5284               |          |          |       |
| 260                               |                |                |           |     |              |            |           |       |                       |          |          |       |
| CYPRESS SEMICONDUCTOR CORP<br>120 | COM            |                | 232806109 |     | 2,970        | 120        | X         |       | 28-5284               |          |          |       |
|                                   |                |                |           |     | 153,450      | 6,200      | X         | X     | 28-5284               |          |          | 6200  |
| CYTEC INDS INC                    | COM            |                | 232820100 |     | 10,967       | 201        | X         |       | 28-5284               |          |          | 201   |
|                                   |                |                |           |     | 110,975      | 2,034      | X         | X     | 28-5284               |          |          | 1155  |
| 879                               |                |                |           |     |              |            |           |       |                       |          |          |       |
| DCP MIDSTREAM PARTNERS LP         | COM UT LTD PTN |                | 23311P100 |     | 77,513       | 2,650      | X         |       | 28-5284               |          |          | 2650  |
| DCT INDUSTRIAL TRUST INC          | COM            |                | 233153105 |     | 124          | 15         | X         | X     | 28-5284               |          |          | 15    |
| DDI CORP<br>1030391               | COM 0.0001 NEW |                | 233162502 |     | 6,192,650    | 1,030,391  | X         | X     | 28-5284               |          |          |       |
| DNP SELECT INCOME FD              | COM            |                | 23325P104 |     | 241,715      | 23,175     | X         |       | 28-5284               |          |          | 23175 |
|                                   |                |                |           |     | 1,142,022    | 109,494    | X         | X     | 28-5284               |          |          | 12500 |
| 96994                             |                |                |           |     |              |            |           |       |                       |          |          |       |
| DG FASTCHANNEL INC                | COM            |                | 23326R109 |     | 26,294       | 2,521      | X         |       | 28-4580               |          |          | 2521  |
| DPL INC                           | COM            |                | 233293109 |     | 86,250       | 5,000      | X         | X     | 28-5284               |          |          | 5000  |
| 1080                              |                |                |           |     | 430,100      | 16,304     | X         |       | 28-5284               |          |          | 15224 |
|                                   |                |                |           |     | 578,856      | 21,943     | X         | X     | 28-5284               |          |          | 17451 |
| 4492                              |                |                |           |     |              |            |           |       |                       |          |          |       |
| DRS TECHNOLOGIES INC              | COM            |                | 23330X100 |     | 78,720       | 1,000      | X         |       | 28-5284               |          |          | 1000  |
|                                   |                |                |           |     | 316,454      | 4,020      | X         | X     | 28-5284               |          |          | 75    |
| 3945                              |                |                |           |     |              |            |           |       |                       |          |          |       |
| D R HORTON INC                    | COM            |                | 23331A109 |     | 338,336      | 31,183     | X         |       | 28-5284               |          |          | 10165 |
| 21018                             |                |                |           |     |              |            |           |       |                       |          |          |       |
|                                   |                |                |           |     | COLUMN TOTAL | 10,445,705 |           |       |                       |          |          |       |

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|------------------------------|----------------|----------------|------------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY             |                | CUSIP          |            | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:                      |                | ITEM 2:        |            | FAIR MARKET | PRINCIPAL | (B) SHARED |         | MANAGERS |          |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS | NUMBER     | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED                   | (C) NONE       |                |            |             |           |            |         |          |          |
| <S>                          | <C>            | <C>            | <C>        | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| DST SYS INC DEL              | COM            | 233326107      | 83,951     | 1,525       | X         |            |         | 28-5284  | 1525     |
|                              |                |                | 11,010     | 200         | X         |            | X       | 28-5284  | 200      |
|                              |                |                | 23,672     | 430         | X         |            | X       | 28-4580  | 430      |
| DTE ENERGY CO<br>1267        | COM            | 233331107      | 313,037    | 7,376       | X         |            |         | 28-5284  | 6109     |
|                              |                |                | 223,065    | 5,256       | X         |            | X       | 28-5284  | 4866     |
| 390                          |                |                | 17,952     | 423         | X         |            | X       | 28-4580  | 423      |
| DTF TAX-FREE INCOME INC      | COM            | 23334J107      | 27,263     | 2,030       | X         |            | X       | 28-5284  | 2030     |
| DSW INC                      | CL A           | 23334L102      | 3,534      | 300         | X         |            | X       | 28-5284  | 300      |
| DWS MULTI MKT INCOME TR      | SHS            | 23338L108      | 52,371     | 6,325       | X         |            | X       | 28-5284  | 6325     |
| DWS RREF REAL ESTATE FD II   | COM            | 23338X102      | 21,312     | 1,850       | X         |            |         | 28-5284  | 1850     |
| DWS DREMAN VAL INCOME EDGE F | COM            | 23339M105      | 12,051     | 900         | X         |            |         | 28-5284  | 900      |
|                              |                |                | 24,102     | 1,800       | X         |            | X       | 28-5284  | 1800     |
| DAKTRONICS INC               | COM            | 234264109      | 69,587     | 3,450       | X         |            |         | 28-5284  | 3450     |
|                              |                |                | 286,414    | 14,200      | X         |            | X       | 28-5284  | 4775     |
| 9425                         |                |                | 141,311    | 7,006       | X         |            |         | 28-11135 | 7006     |
| DANAHER CORP DEL<br>13449    | COM            | 235851102      | 8,123,302  | 105,088     | X         |            |         | 28-5284  | 91639    |
|                              |                |                | 9,045,569  | 117,019     | X         |            | X       | 28-5284  | 100259   |
| 2300 14460                   |                |                | 312,369    | 4,041       | X         |            |         | 28-11135 | 4041     |
|                              |                |                | 30,920     | 400         | X         |            |         | 28-4580  | 400      |
| DARDEN RESTAURANTS INC       | COM            | 237194105      | 1,712,112  | 53,604      | X         |            |         | 28-5284  | 53604    |
|                              |                |                | 591,912    | 18,532      | X         |            | X       | 28-5284  | 17275    |
| 1257                         |                |                | 80,948     | 4,900       | X         |            |         | 28-11135 | 4900     |
| DARLING INTL INC             | COM            | 237266101      | 30,288     | 498         | X         |            |         | 28-5284  | 498      |
| DASSAULT SYS S A             | SPONSORED ADR  | 237545108      | 12,955     | 213         | X         |            | X       | 28-5284  | 213      |
|                              |                |                | 5,170      | 110         | X         |            |         | 28-5284  |          |
| DATASCOPE CORP<br>110        | COM            | 238113104      | 104,082    | 1,959       | X         |            |         | 28-5284  | 1959     |
| DAVITA INC                   | COM            | 23918K108      | 2,657      | 50          | X         |            | X       | 28-5284  | 50       |
| DAWSON GEOPHYSICAL CO        | COM            | 239359102      | 13,676     | 230         | X         |            |         | 28-5284  | 230      |
|                              |                |                | 1,546      | 26          | X         |            |         | 28-11135 | 26       |
| COLUMN TOTAL                 |                |                | 21,378,138 |             |           |            |         |          |          |

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|--------------------------|----------------|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY         |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:                  |                | ITEM 2:        |           | FAIR MARKET | PRINCIPAL | (B) SHARED |         | MANAGERS |          |
| (SHARES)                 | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED               | (C) NONE       |                |           |             |           |            |         |          |          |
| <S>                      | <C>            | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| DAXOR CORP               | COM            | 239467103      | 9,510     | 600         | X         |            |         | 28-5284  | 600      |
| DAYSTAR TECHNOLOGIES INC | COM            | 23962Q100      | 4,570     | 1,000       | X         |            | X       | 28-5284  | 1000     |
| DEAN FOODS CO NEW        | COM            | 242370104      | 110,264   | 5,620       | X         |            |         | 28-5284  | 5620     |
|                          |                |                | 71,142    | 3,626       | X         |            | X       | 28-5284  | 3626     |
|                          |                |                | 55,662    | 2,837       | X         |            |         | 28-11135 | 2837     |
| DECODE GENETICS INC      | COM            | 243586104      | 1,407     | 1,500       | X         |            |         | 28-5284  | 1500     |
| DECORATOR INDS INC       | COM PAR \$0.20 | 243631207      | 245       | 100         | X         |            | X       | 28-5284  | 100      |
| DEERE & CO<br>1990       | COM            | 244199105      | 4,634,064 | 64,246      | X         |            |         | 28-5284  | 62256    |
|                          |                |                | 5,479,500 | 75,967      | X         |            | X       | 28-5284  | 63807    |



|                             |         |           |  |            |         |   |           |        |
|-----------------------------|---------|-----------|--|------------|---------|---|-----------|--------|
| 12160                       |         |           |  | 70,399     | 976     | X | 28-11135  | 976    |
|                             |         |           |  | 80,786     | 1,120   | X | 28-4580   | 1120   |
| DEERFIELD CAPITAL CORP      | COM     | 244331104 |  | 24         | 31      | X | 28-5284   | 31     |
|                             |         |           |  | 3,160      | 4,000   | X | X 28-5284 | 4000   |
| DEL MONTE FOODS CO          | COM     | 24522P103 |  | 681,394    | 95,971  | X | 28-5284   | 87778  |
| 8193                        |         |           |  | 477,454    | 67,247  | X | X 28-5284 | 62688  |
| 44                          | 4515    |           |  | 18,062     | 2,544   | X | 28-4580   | 2544   |
|                             |         |           |  | 6,482      | 913     | X | X 28-4580 | 913    |
| DELAWARE INVTS DIV & INCOME | COM     | 245915103 |  | 13,500     | 1,500   | X | 28-5284   | 1500   |
| DELL INC                    | COM     | 24702R101 |  | 13,396,818 | 612,286 | X | 28-5284   | 536336 |
| 75950                       |         |           |  | 8,123,628  | 371,281 | X | X 28-5284 | 318488 |
| 6499                        | 46294   |           |  | 228,208    | 10,430  | X | 28-11135  | 10430  |
|                             |         |           |  | 10,940     | 500     | X | 28-4580   | 500    |
|                             |         |           |  | 89,708     | 4,100   | X | X 28-4580 | 4100   |
| DELPHI FINL GROUP INC       | CL A    | 247131105 |  | 7,868      | 340     | X | 28-5284   |        |
| 340                         |         |           |  | 6,942      | 300     | X | X 28-5284 |        |
| 300                         |         |           |  | 49,612     | 2,144   | X | 28-11135  | 2144   |
| DELTA AIR LINES INC DEL     | COM NEW | 247361702 |  | 735        | 129     | X | 28-5284   | 129    |
|                             |         |           |  | 15,293     | 2,683   | X | X 28-5284 |        |
| 2683                        |         |           |  | 15,672     | 600     | X | 28-5284   | 600    |
| DELTA NAT GAS INC           | COM     | 247748106 |  | 9,142      | 350     | X | X 28-5284 | 350    |
| COLUMN TOTAL                |         |           |  | 33,672,191 |         |   |           |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT<br>DISCRETION<br>(B) SHARED |           | ITEM 7:<br>MANAGERS<br>INSTR V<br>(A) SOLE |
|--|--|---------------------------|----------------------------|---------------------------------|---|---|-----------|--|
|  |  |                           |                            |                                 |   | (A) SOLE  | (C) OTH   |  |
| <S>  | <C>  | <C>                       | <C>                        | <C>                             | <C>   | <C>   | <C>       | <C>  |
| DELTIC TIMBER CORP   | COM  | 247850100                 |                            | 5,351                           | 100   | X   | 28-5284   |  |
| 100  |  |                           |                            |                                 |   |   |           |  |
| DELTA PETE CORP  | COM NEW  | 247907207                 |                            | 5,567,060                       | 218,145                                     | X   | 28-5284   | 218145                                     |
| DENBURY RES INC  | COM NEW  | 247916208                 |                            | 37,960                          | 1,040                                       | X   | 28-5284   | 1040                                       |
|  |  |                           |                            | 1,680,825                       | 46,050                                      | X   | X 28-5284 | 46050                                      |
|  |  |                           |                            | 12,337                          | 338   | X   | 28-11135  | 338  |
| DELUXE CORP  | COM  | 248019101                 |                            | 15,343                          | 861   | X   | 28-5284   | 361  |
| 500  |  |                           |                            |                                 |   |   |           |  |
| DENISON MINES CORP   | COM  | 248356107                 |                            | 24,365                          | 2,775                                       | X   | 28-5284   | 2775                                       |
| DENTSPLY INTL INC NEW  | COM  | 249030107                 |                            | 4,401,501                       | 119,606                                     | X   | 28-5284   | 117573                                     |
| 2033   |  |                           |                            | 2,983,818                       | 81,082                                      | X   | X 28-5284 | 77412                                      |
| 3670   |  |                           |                            | 331                             | 9   | X   | 28-11135  | 9  |
|  |  |                           |                            | 11,776                          | 320   | X   | 28-4580   | 320  |
|  |  |                           |                            | 31,648                          | 860   | X   | X 28-4580 | 860  |
| DEUTSCHE TELEKOM AG  | SPONSORED ADR                                    | 251566105                 |                            | 25,341                          | 1,548                                       | X   | 28-5284   | 1548                                       |
|  |  |                           |                            | 2,446,366                       | 149,442                                     | X   | X 28-5284 | 149442                                     |
|  |  |                           |                            | 93,669                          | 5,722                                       | X   | 28-11135  | 5722                                       |
| DEVELOPERS DIVERSIFIED RLTY                                    | COM  | 251591103                 |                            | 834,602                         | 24,045                                      | X   | 28-5284   | 24045                                      |
|  |  |                           |                            | 435,715                         | 12,553                                      | X   | X 28-5284 | 12553                                      |
| DEVON ENERGY CORP NEW  | COM  | 25179M103                 |                            | 22,674,192                      | 188,700                                     | X   | 28-5284   | 174046                                     |
| 14654  |  |                           |                            | 7,971,535                       | 66,341                                      | X   | X 28-5284 | 55625                                      |
| 1635   | 9081   |                           |                            | 2,884                           | 24  | X   | 28-11135  | 24   |
|  |  |                           |                            | 207,036                         | 1,723                                       | X   | 28-4580   | 1723                                       |
|  |  |                           |                            | 120,160                         | 1,000                                       | X   | X 28-4580 | 1000                                       |
| DEVRY INC DEL  | COM  | 251893103                 |                            | 293,784                         | 5,479                                       | X   | 28-5284   |  |
| 5479   |  |                           |                            | 455,931                         | 8,503                                       | X   | X 28-5284 | 2403                                       |

|                           |              |           |  |            |        |   |           |       |
|---------------------------|--------------|-----------|--|------------|--------|---|-----------|-------|
| 6100                      |              |           |  | 7,614      | 142    | X | 28-11135  | 142   |
| DIAGEO P L C<br>2055      | SPON ADR NEW | 25243Q205 |  | 634,248    | 8,586  | X | 28-5284   | 6531  |
| 9300                      |              |           |  | 2,369,971  | 32,083 | X | X 28-5284 | 22783 |
|                           |              |           |  | 165,026    | 2,234  | X | 28-11135  | 2234  |
|                           |              |           |  | 221,610    | 3,000  | X | X 28-4580 | 3000  |
| DIAMOND FOODS INC<br>2000 | COM          | 252603105 |  | 46,080     | 2,000  | X | X 28-5284 |       |
| COLUMN TOTAL              |              |           |  | 53,778,079 |        |   |           |       |

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| ITEM 8:   |                | ITEM 3:        |     | ITEM 4:     |         | ITEM 5:          |           | ITEM 6:    |     | ITEM 7:  |        |
|---|----------------|----------------|-----|-------------|---------|------------------|-----------|------------|-----|----------|--------|
| VOTING AUTHORITY                                  |                | CUSIP          |     | FAIR MARKET |         | SHARES OR        |           | INVESTMENT |     | MANAGERS |        |
| ITEM 1:   |                | ITEM 2:        |     | VALUE       |         | PRINCIPAL        |           | (B) SHARED |     | (A) SOLE |        |
| NAME OF ISSUER                                    |                | TITLE OF CLASS |     | AMOUNT      |         | (A) SOLE (C) OTH |           | INSTR V    |     | (A) SOLE |        |
| (B) SHARED (C) NONE                               |                |                |     |             |         |                  |           |            |     |          |        |
| <S>   | <C>            | <C>            | <C> | <C>         | <C>     | <C>              | <C>       | <C>        | <C> | <C>      | <C>    |
| DIAMOND OFFSHORE DRILLING IN<br>13262             | COM            | 25271C102      |     | 5,331,706   | 38,319  | X                | 28-5284   |            |     |          | 25057  |
| 4575  |                |                |     | 4,474,882   | 32,161  | X                | X 28-5284 |            |     |          | 27586  |
|   |                |                |     | 557         | 4       | X                | 28-11135  |            |     |          | 4      |
|   |                |                |     | 27,828      | 200     | X                | 28-4580   |            |     |          | 200    |
| DIAMONDROCK HOSPITALITY CO<br>DIAMONDS TR<br>2502 | COM            | 252784301      |     | 762         | 70      | X                | X 28-5284 |            |     |          | 70     |
|   | UNIT SER 1     | 252787106      |     | 12,082,859  | 106,532 | X                | 28-5284   |            |     |          | 104030 |
| 19  |                |                |     | 7,861,027   | 69,309  | X                | X 28-5284 |            |     |          | 69290  |
|   |                |                |     | 55,122      | 486     | X                | 28-4580   |            |     |          | 486    |
| DICKS SPORTING GOODS INC<br>498                   | COM            | 253393102      |     | 668,000     | 37,655  | X                | 28-5284   |            |     |          | 37157  |
| 1020  |                |                |     | 753,648     | 42,483  | X                | X 28-5284 |            |     |          | 41463  |
|   |                |                |     | 17,740      | 1,000   | X                | 28-4580   |            |     |          | 1000   |
| DIEBOLD INC<br>200                                | COM            | 253651103      |     | 51,449      | 1,446   | X                | 28-5284   |            |     |          | 1246   |
| 800   |                |                |     | 66,214      | 1,861   | X                | X 28-5284 |            |     |          | 1061   |
|   |                |                |     | 5,337       | 150     | X                | X 28-4580 |            |     |          | 150    |
| DIGI INTL INC<br>160                              | COM            | 253798102      |     | 1,256       | 160     | X                | 28-5284   |            |     |          |        |
| DIGIMARC CORP                                     | COM            | 253807101      |     | 13,806      | 975     | X                | 28-5284   |            |     |          | 975    |
| DIGITAL RLTY TR INC                               | COM            | 253868103      |     | 608,741     | 14,880  | X                | 28-5284   |            |     |          | 14880  |
|   |                |                |     | 37,105      | 907     | X                | X 28-5284 |            |     |          | 907    |
| DIME CMNTY BANCSHARES<br>170                      | COM            | 253922108      |     | 2,807       | 170     | X                | 28-5284   |            |     |          |        |
| DILLARDS INC                                      | CL A           | 254067101      |     | 5,785       | 500     | X                | 28-5284   |            |     |          | 500    |
| DIME BANCORP INC NEW<br>100                       | *W EXP 99/99/9 | 25429Q110      |     | 674         | 2,277   | X                | 28-5284   |            |     |          | 2177   |
| 2187  |                |                |     | 647         | 2,187   | X                | X 28-5284 |            |     |          |        |
| DIODES INC  | COM            | 254543101      |     | 72,638      | 2,628   | X                | 28-11135  |            |     |          | 2628   |
| DIONEX CORP<br>160                                | COM            | 254546104      |     | 10,619      | 160     | X                | 28-5284   |            |     |          |        |
|   |                |                |     | 318,576     | 4,800   | X                | X 28-5284 |            |     |          | 4800   |
| DIRECTV GROUP INC<br>771                          | COM            | 25459L106      |     | 393,677     | 15,194  | X                | 28-5284   |            |     |          | 14423  |
| 1152  |                |                |     | 272,029     | 10,499  | X                | X 28-5284 |            |     |          | 9347   |
|   |                |                |     | 954,239     | 36,829  | X                | 28-11135  |            |     |          | 36829  |
|   |                |                |     | 4,249       | 164     | X                | 28-4580   |            |     |          | 164    |
|   |                |                |     | 4,793       | 185     | X                | X 28-4580 |            |     |          | 185    |
| COLUMN TOTAL                                      |                |                |     | 34,098,772  |         |                  |           |            |     |          |        |

</TABLE>



| <S>                              | <C>      | <C>       | <C>         | <C>     | <C> | <C> | <C>      | <C>    | <C> |
|----------------------------------|----------|-----------|-------------|---------|-----|-----|----------|--------|-----|
| DOMINION RES INC VA NEW<br>11570 | COM      | 25746U109 | 29,141,669  | 613,638 | X   |     | 28-5284  | 602068 |     |
| 1426 47397                       |          |           | 29,253,887  | 616,001 | X   | X   | 28-5284  | 567178 |     |
|                                  |          |           | 65,774      | 1,385   | X   |     | 28-11135 | 1385   |     |
|                                  |          |           | 297,572     | 6,266   | X   |     | 28-4580  | 6266   |     |
|                                  |          |           | 1,068,905   | 22,508  | X   | X   | 28-4580  | 19008  |     |
| 3500                             |          |           |             |         |     |     |          |        |     |
| DOMINOS PIZZA INC                | COM      | 25754A201 | 3,450       | 300     | X   | X   | 28-5284  | 300    |     |
| DOMTAR CORP                      | COM      | 257559104 | 70,163      | 12,874  | X   |     | 28-5284  | 12874  |     |
|                                  |          |           | 1,466       | 269     | X   | X   | 28-5284  | 269    |     |
| DONALDSON INC                    | COM      | 257651109 | 1,509,636   | 33,818  | X   |     | 28-5284  | 33818  |     |
|                                  |          |           | 1,629,583   | 36,505  | X   | X   | 28-5284  | 9815   |     |
| 26690                            |          |           |             |         |     |     |          |        |     |
| DONEGAL GROUP INC                | CL A     | 257701201 | 69,638      | 4,388   | X   |     | 28-5284  | 4388   |     |
| DONEGAL GROUP INC                | CL B     | 257701300 | 10,848      | 616     | X   |     | 28-5284  | 616    |     |
| DONNELLEY R R & SONS CO<br>4965  | COM      | 257867101 | 736,312     | 24,800  | X   |     | 28-5284  | 19835  |     |
|                                  |          |           | 1,255,590   | 42,290  | X   | X   | 28-5284  | 38160  |     |
| 4130                             |          |           |             |         |     |     |          |        |     |
|                                  |          |           | 780,164     | 26,277  | X   |     | 28-11135 | 26277  |     |
| DORCHESTER MINERALS LP           | COM UNIT | 25820R105 | 31,800      | 1,000   | X   | X   | 28-5284  | 1000   |     |
| DOUGLAS EMMETT INC               | COM      | 25960P109 | 149,835     | 6,820   | X   |     | 28-5284  | 6820   |     |
|                                  |          |           | 9,008       | 410     | X   | X   | 28-5284  | 410    |     |
| DOVER CORP<br>21505              | COM      | 260003108 | 13,357,182  | 276,146 | X   |     | 28-5284  | 254641 |     |
|                                  |          |           | 10,807,116  | 223,426 | X   | X   | 28-5284  | 182715 |     |
| 8000 32711                       |          |           | 484,619     | 10,019  | X   |     | 28-11135 | 10019  |     |
|                                  |          |           | 154,784     | 3,200   | X   |     | 28-4580  | 3200   |     |
|                                  |          |           | 48,370      | 1,000   | X   | X   | 28-4580  | 1000   |     |
| DOW CHEM CO<br>46253             | COM      | 260543103 | 17,939,306  | 513,873 | X   |     | 28-5284  | 467620 |     |
|                                  |          |           | 24,941,380  | 714,448 | X   | X   | 28-5284  | 679224 |     |
| 100 35124                        |          |           | 42,555      | 1,219   | X   |     | 28-11135 | 1219   |     |
|                                  |          |           | 242,310     | 6,941   | X   |     | 28-4580  | 6941   |     |
|                                  |          |           | 50,620      | 1,450   | X   | X   | 28-4580  | 1450   |     |
| DOW 30 COVERED CALL FD INC       | COM      | 260582101 | 21,725      | 1,250   | X   | X   | 28-5284  | 1250   |     |
| DOWNEY FINL CORP<br>160          | COM      | 261018105 | 443         | 160     | X   |     | 28-5284  |        |     |
|                                  |          |           | 75          | 27      | X   |     | 28-11135 | 27     |     |
| COLUMN TOTAL                     |          |           | 134,175,785 |         |     |     |          |        |     |

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|------------------|---|----------------|--------------|-------------------|----------------------------|---|---------------------------|
| VOTING AUTHORITY | NAME OF ISSUER                          | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (SHARES)         | (B) SHARED (C) NONE                     |                |              |                   |                            |   |                           |
|                  | DR PEPPER SNAPPLE GROUP INC             | COM            | 26138E109    | 6,483             | 309                        | X   | 28-5284 309               |
|                  |   |                |              | 46,743            | 2,228                      | X   | X 28-5284 2228            |
|                  |   |                |              | 5,560             | 265                        | X   | 28-11135 265              |
|                  |   |                |              | 89,627            | 4,272                      | X   | X 28-4580 4272            |
|                  | DRESS BARN INC                          | COM            | 261570105    | 4,415             | 330                        | X   | 28-5284                   |
| 330              |   |                |              |                   |                            |   |                           |
|                  | DRESSER-RAND GROUP INC                  | COM            | 261608103    | 539,580           | 13,800                     | X   | 28-5284 2600              |
| 11200            |   |                |              |                   |                            |   |                           |
|                  |   |                |              | 312,800           | 8,000                      | X   | X 28-5284                 |
| 8000             |   |                |              |                   |                            |   |                           |
|                  | DREW INDS INC                           | COM NEW        | 26168L205    | 63,800            | 4,000                      | X   | X 28-5284 4000            |
|                  | DREYFUS STRATEGIC MUNS INC              | COM            | 261932107    | 48,405            | 6,013                      | X   | 28-5284 6013              |
|                  |   |                |              | 902               | 112                        | X   | X 28-5284 112             |
|                  | DREYFUS HIGH YIELD STRATEGIE SH BEN INT | SH BEN INT     | 26200S101    | 45,824            | 12,800                     | X   | X 28-5284                 |

|       |                              |         |           |             |           |   |           |         |
|-------|------------------------------|---------|-----------|-------------|-----------|---|-----------|---------|
| 12800 | DREYFUS STRATEGIC MUN BD FD  | COM     | 26202F107 | 38,594      | 5,105     | X | X 28-5284 | 5105    |
|       | DRIL-QUIP INC                | COM     | 262037104 | 20,160      | 320       | X | 28-5284   | 100     |
| 220   | DU PONT E I DE NEMOURS & CO  | COM     | 263534109 | 55,973,981  | 1,305,059 | X | 28-5284   | 1249072 |
| 55987 |                              |         |           | 75,788,646  | 1,767,047 | X | X 28-5284 | 1564804 |
| 8972  | 193271                       |         |           | 821,344     | 19,150    | X | 28-11135  | 19150   |
|       |                              |         |           | 13,364,138  | 311,591   | X | 28-4580   | 311591  |
|       |                              |         |           | 12,076,494  | 281,569   | X | X 28-4580 | 276649  |
| 472   | 4448                         |         |           | 12,588      | 1,182     | X | 28-5284   | 1182    |
|       | DUFF & PHELPS UTIL CORP BD T | COM     | 26432K108 | 157,620     | 14,800    | X | X 28-5284 | 600     |
| 14200 | DUKE ENERGY CORP NEW         | COM     | 26441C105 | 5,224,550   | 300,607   | X | 28-5284   | 294522  |
| 6085  |                              |         |           | 7,275,946   | 418,639   | X | X 28-5284 | 373101  |
| 45538 |                              |         |           | 15,607      | 898       | X | 28-11135  | 898     |
|       |                              |         |           | 37,158      | 2,138     | X | 28-4580   | 2138    |
|       |                              |         |           | 279,662     | 16,091    | X | X 28-4580 | 16091   |
|       | DUKE REALTY CORP             | COM NEW | 264411505 | 1,675,039   | 74,612    | X | 28-5284   | 70912   |
| 3700  |                              |         |           | 2,461,575   | 109,647   | X | X 28-5284 | 106247  |
| 3400  |                              |         |           | 10,619      | 473       | X | 28-11135  | 473     |
|       |                              |         |           | 17,960      | 800       | X | 28-4580   | 800     |
|       |                              |         |           | 69,595      | 3,100     | X | X 28-4580 | 3100    |
|       | COLUMN TOTAL                 |         |           | 176,485,415 |           |   |           |         |

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|------------------|------------------------------|----------------|-------------|------------|------------|------------|-----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR  | DISCRETION | INVESTMENT |           | MANAGERS |
| (SHARES)         | ITEM 1:                      | NUMBER         | VALUE       | PRINCIPAL  | (B) SHARED | (A) SOLE   | (C) OTH   | INSTR V  |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |             | AMOUNT     | (A) SOLE   | (C) OTH    |           | (A) SOLE |
| (C) NONE         |                              |                |             |            |            |            |           |          |
| <S>              | <C>                          | <C>            | <C>         | <C>        | <C>        | <C>        | <C>       | <C>      |
| <C>              | <C>                          | <C>            | <C>         | <C>        | <C>        | <C>        | <C>       | <C>      |
|                  | DUN & BRADSTREET CORP DEL NE | COM            | 26483E100   | 1,212,499  | 13,835     | X          | 28-5284   | 13235    |
|                  | 600                          |                |             | 524,964    | 5,990      | X          | X 28-5284 | 4027     |
| 1963             |                              |                |             | 17,528     | 200        | X          | X 28-4580 | 200      |
|                  | DUNCAN ENERGY PARTNERS LP    | COM UNITS      | 265026104   | 18,040     | 1,000      | X          | X 28-5284 |          |
| 1000             |                              |                |             | 6,590      | 200        | X          | 28-5284   | 200      |
|                  | DYNAMIC MATLS CORP           | COM            | 267888105   | 7,300      | 5,000      | X          | 28-5284   | 5000     |
|                  | DYNAVAX TECHNOLOGIES CORP    | COM            | 268158102   | 14,279     | 1,670      | X          | 28-5284   | 1670     |
|                  | DYNEGY INC DEL               | CL A           | 26817G102   | 163,647    | 19,140     | X          | X 28-5284 | 19140    |
|                  |                              |                |             | 1,915      | 224        | X          | 28-11135  | 224      |
|                  |                              |                |             | 51         | 6          | X          | X 28-4580 | 6        |
|                  | E M C CORP MASS              | COM            | 268648102   | 15,799,785 | 1,075,547  | X          | 28-5284   | 958817   |
| 116730           |                              |                |             | 7,973,218  | 542,765    | X          | X 28-5284 | 473389   |
| 69376            |                              |                |             | 39,648     | 2,699      | X          | 28-11135  | 2699     |
|                  |                              |                |             | 102,536    | 6,980      | X          | 28-4580   | 6980     |
|                  |                              |                |             | 114,582    | 7,800      | X          | X 28-4580 | 7800     |
|                  | EMC INS GROUP INC            | COM            | 268664109   | 2,408      | 100        | X          | 28-5284   | 100      |
|                  | EMS TECHNOLOGIES INC         | COM            | 26873N108   | 43,680     | 2,000      | X          | 28-5284   | 2000     |
|                  | ENSCO INTL INC               | COM            | 26874Q100   | 696,705    | 8,629      | X          | 28-5284   | 8629     |
|                  |                              |                |             | 489,688    | 6,065      | X          | X 28-5284 | 5415     |
| 650              |                              |                |             | 4,118      | 51         | X          | 28-11135  | 51       |
|                  | ENI S P A                    | SPONSORED ADR  | 26874R108   | 839,912    | 11,315     | X          | 28-5284   | 11315    |
|                  |                              |                |             | 891        | 12         | X          | X 28-5284 | 12       |
|                  |                              |                |             | 438,031    | 5,901      | X          | 28-11135  | 5901     |
|                  |                              |                |             | 58,419     | 787        | X          | 28-4580   | 787      |
|                  | EOG RES INC                  | COM            | 26875P101   | 30,852,205 | 235,154    | X          | 28-5284   | 233354   |

|                          |      |      |                    |            |         |   |   |          |        |
|--------------------------|------|------|--------------------|------------|---------|---|---|----------|--------|
| 1800                     |      |      |                    | 19,315,395 | 147,221 | X | X | 28-5284  | 142521 |
| 150                      | 4550 |      |                    | 564,554    | 4,303   | X |   | 28-4580  | 4303   |
|                          |      |      |                    | 123,328    | 940     | X | X | 28-4580  | 940    |
| EPIQ SYS INC             |      | COM  | 26882D109          | 556,441    | 39,186  | X |   | 28-11135 | 39186  |
| ERP OPER LTD PARTNERSHIP |      | NOTE | 3.850% 8 26884AAV5 | 4,769,500  | 5,000   | X |   | 28-11439 | 5000   |
|                          |      |      | COLUMN TOTAL       | 84,751,857 |         |   |   |          |        |

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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |                    | ITEM 4:    | ITEM 5:    | ITEM 6:<br>INVESTMENT |       | ITEM 7:  |          |
|------------------|------------------------------|----------------|--------------------|------------|------------|-----------------------|-------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET        | SHARES OR  | DISCRETION |                       |       |          |          |
| ITEM 1:          |                              | ITEM 2:        |                    | PRINCIPAL  | (B) SHARED |                       |       | MANAGERS |          |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER             | AMOUNT     | (A) SOLE   | (C) OTH               | INSTR | V        | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                | VALUE              |            |            |                       |       |          |          |
| <S>              | <C>                          | <C>            | <C>                | <C>        | <C>        | <C>                   | <C>   | <C>      | <C>      |
| <C>              | <C>                          |                |                    |            |            |                       |       |          |          |
|                  | EAGLE BANCORP INC MD         | COM            | 268948106          | 1,563      | 169        | X                     | X     | 28-5284  | 169      |
|                  | ESS TECHNOLOGY INC           | COM            | 269151106          | 1,137,033  | 695,433    | X                     | X     | 28-5284  |          |
|                  | 695433                       |                |                    |            |            |                       |       |          |          |
|                  | E TRADE FINANCIAL CORP       | COM            | 269246104          | 10,048     | 3,200      | X                     | X     | 28-5284  | 3200     |
|                  | EV3 INC                      | COM            | 26928A200          | 18,960     | 2,000      | X                     | X     | 28-5284  | 2000     |
|                  | EAGLE MATERIALS INC          | COM            | 26969P108          | 2,533      | 100        | X                     |       | 28-5284  | 100      |
|                  |                              |                |                    | 3,901      | 154        | X                     | X     | 28-5284  |          |
| 154              | EARTHLINK INC                | COM            | 270321102          | 865        | 100        | X                     |       | 28-5284  | 100      |
|                  |                              |                |                    | 108,125    | 12,500     | X                     | X     | 28-5284  |          |
| 12500            | EAST WEST BANCORP INC        | COM            | 27579R104          | 32,109     | 4,548      | X                     |       | 28-5284  | 668      |
| 3880             |                              |                |                    |            |            |                       |       |          |          |
|                  |                              |                |                    | 291,500    | 41,289     | X                     | X     | 28-5284  | 11489    |
| 29800            |                              |                |                    |            |            |                       |       |          |          |
|                  | EASTERN AMERN NAT GAS TR     | SPERS RCT UNIT | 276217106          | 163,277    | 23,127     | X                     |       | 28-11135 | 23127    |
|                  | EASTERN INS HLDGS INC        | COM            | 276534104          | 92,520     | 3,000      | X                     | X     | 28-5284  | 3000     |
|                  | EASTGROUP PPTY INC           | COM            | 277276101          | 11,700     | 750        | X                     | X     | 28-5284  | 750      |
|                  |                              |                |                    | 352,853    | 8,225      | X                     |       | 28-5284  | 8225     |
|                  |                              |                |                    | 18,447     | 430        | X                     | X     | 28-5284  | 430      |
|                  | EASTMAN CHEM CO              | COM            | 277432100          | 167,123    | 2,427      | X                     |       | 28-5284  | 2427     |
|                  |                              |                |                    | 566,374    | 8,225      | X                     | X     | 28-5284  | 5325     |
| 2900             |                              |                |                    |            |            |                       |       |          |          |
|                  |                              |                |                    | 16,733     | 243        | X                     |       | 28-4580  | 243      |
|                  | EASTMAN KODAK CO             | NOTE           | 3.375%10 277461BE8 | 21,495,800 | 23,000     | X                     |       | 28-11439 | 23000    |
|                  | EASTMAN KODAK CO             | COM            | 277461109          | 426,854    | 29,581     | X                     |       | 28-5284  | 19459    |
| 10122            |                              |                |                    |            |            |                       |       |          |          |
|                  |                              |                |                    | 191,602    | 13,278     | X                     | X     | 28-5284  | 12803    |
| 475              | EATON CORP                   | COM            | 278058102          | 4,654,572  | 54,779     | X                     |       | 28-5284  | 47054    |
| 7725             |                              |                |                    |            |            |                       |       |          |          |
|                  |                              |                |                    | 5,411,229  | 63,684     | X                     | X     | 28-5284  | 55238    |
| 8446             |                              |                |                    |            |            |                       |       |          |          |
|                  |                              |                |                    | 239,106    | 2,814      | X                     |       | 28-11135 | 2814     |
|                  | EATON VANCE SR INCOME TR     | SH BEN INT     | 27826S103          | 6,620      | 1,000      | X                     |       | 28-5284  | 1000     |
|                  | EATON VANCE PA MUNI INCOME T | SH BEN INT     | 27826T101          | 60,270     | 4,920      | X                     |       | 28-5284  | 4920     |
|                  |                              |                | COLUMN TOTAL       | 35,481,717 |            |                       |       |          |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:<br>INVESTMENT |       | ITEM 7: |          |
|------------------|----------------|----------------|-------------|-----------|------------|-----------------------|-------|---------|----------|
| VOTING AUTHORITY |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |                       |       |         |          |
| (SHARES)         | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH               | INSTR | V       | (A) SOLE |
| (B) SHARED       | (C) NONE       |                | VALUE       |           |            |                       |       |         |          |

| ITEM 1:<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | CUSIP<br>NUMBER | FAIR MARKET<br>VALUE | PRINCIPAL<br>AMOUNT | (B) SHARED<br>(A) SOLE (C) OTH | MANAGERS<br>INSTR V | (A) SOLE |
|--|---------------------------|-----------------|----------------------|---------------------|--------------------------------|---------------------|----------|
| <S><br><C>   | <C>                       | <C>             | <C>                  | <C>                 | <C>                            | <C>                 | <C>      |
| EATON VANCE MUNI INCOME TRUS                                 | SH BEN INT                | 27826U108       | 9,177                | 700                 | X                              | X 28-5284           | 700      |
| EATON VANCE NJ MUNI INCOME T                                 | SH BEN INT                | 27826V106       | 12,160               | 1,000               | X                              | 28-5284             | 1000     |
| EATON VANCE CORP   | COM NON VTG               | 278265103       | 123,375              | 3,103               | X                              | 28-5284             | 3103     |
|  |                           |                 | 1,073,520            | 27,000              | X                              | X 28-5284           | 27000    |
|  |                           |                 | 4,374                | 110                 | X                              | 28-11135            | 110      |
| EATON VANCE INS MUN BD FD                                    | COM                       | 27827X101       | 32,055               | 2,412               | X                              | 28-5284             | 2412     |
|  |                           |                 | 79,740               | 6,000               | X                              | X 28-5284           | 6000     |
| EATON VANCE ENHANCED EQ INC                                  | COM                       | 278274105       | 20,976               | 1,200               | X                              | 28-5284             | 1200     |
|  |                           |                 | 43,927               | 2,513               | X                              | X 28-5284           | 2513     |
| EATON VANCE ENH EQTY INC FD                                  | COM                       | 278277108       | 20,592               | 1,200               | X                              | 28-5284             | 1200     |
| EATON VANCE FLTING RATE INC                                  | COM                       | 278279104       | 14,510               | 1,000               | X                              | 28-5284             | 1000     |
| EATON VANCE TAX ADVT DIV INC                                 | COM                       | 27828G107       | 100,236              | 4,328               | X                              | 28-5284             | 4328     |
|  |                           |                 | 92,130               | 3,978               | X                              | X 28-5284           | 3978     |
| EATON VANCE LTD DUR INCOME F                                 | COM                       | 27828H105       | 56,816               | 3,920               | X                              | 28-5284             | 3920     |
|  |                           |                 | 57,976               | 4,000               | X                              | X 28-5284           | 1000     |
| 3000   |                           |                 |                      |                     |                                |                     |          |
| EATON VANCE TX MGD DIV EQ IN                                 | COM                       | 27828N102       | 15,240               | 1,000               | X                              | 28-5284             | 1000     |
|  |                           |                 | 69,342               | 4,550               | X                              | X 28-5284           | 4550     |
|  |                           |                 | 21,336               | 1,400               | X                              | 28-4580             | 1400     |
| EATON VANCE TX ADV GBLB DIV                                  | COM                       | 27828S101       | 49,676               | 2,285               | X                              | 28-5284             | 2285     |
|  |                           |                 | 358,601              | 16,495              | X                              | X 28-5284           | 16495    |
| EATON VANCE SH TM DR DIVR IN                                 | COM                       | 27828V104       | 44,776               | 2,900               | X                              | X 28-5284           |          |
| 2900   |                           |                 |                      |                     |                                |                     |          |
| EATON VANCE INS PA MUN BD FD                                 | COM                       | 27828W102       | 73,940               | 5,610               | X                              | 28-5284             | 5610     |
|  |                           |                 | 82,204               | 6,237               | X                              | X 28-5284           | 6237     |
| EATON VANCE TX MNG BY WRT OP                                 | COM                       | 27828Y108       | 160,377              | 9,797               | X                              | 28-5284             | 9797     |
|  |                           |                 | 34,377               | 2,100               | X                              | X 28-5284           | 2100     |
| EATON VANCE TXMGD GL BUYWR O                                 | COM                       | 27829C105       | 29,640               | 1,900               | X                              | 28-5284             | 1900     |
|  |                           |                 | 31,200               | 2,000               | X                              | X 28-5284           | 2000     |
| COLUMN TOTAL   |                           |                 | 2,712,273            |                     |                                |                     |          |

</TABLE>

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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 1:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT<br>(B) SHARED<br>(A) SOLE (C) OTH | ITEM 7:<br>MANAGERS<br>INSTR V | (A) SOLE |
|--|---------------------------|----------------------------|---------------------------------|---|---|--------------------------------|----------|
| <S><br><C>   | <C>                       | <C>                        | <C>                             | <C>   | <C>   | <C>                            | <C>      |
| EATON VANCE TAX MNG GBL DV E   | COM                       | 27829F108                  | 624                             | 41  | X   | 28-5284                        | 41       |
|  |                           |                            | 57,038                          | 3,750                                       | X   | X 28-5284                      | 3750     |
| EATON VANCE RISK MNGD DIV EQ   | COM                       | 27829G106                  | 28,365                          | 1,500                                       | X   | 28-5284                        | 1500     |
| EBAY INC   | COM                       | 278642103                  | 4,372,964                       | 160,006                                     | X   | 28-5284                        | 140986   |
| 19020  |                           |                            |                                 |   |   |                                |          |
|  |                           |                            | 2,389,462                       | 87,430                                      | X   | X 28-5284                      | 63210    |
| 1600   | 22620                     |                            |                                 |   |   |                                |          |
|  |                           |                            | 502,653                         | 18,392                                      | X   | 28-11135                       | 18392    |
|  |                           |                            | 57,393                          | 2,100                                       | X   | 28-4580                        | 2100     |
|  |                           |                            | 17,765                          | 650   | X   | X 28-4580                      | 650      |
| ECHELON CORP   | COM                       | 27874N105                  | 16,350                          | 1,500                                       | X   | 28-5284                        | 1500     |
| ECHOSTAR CORP  | CL A                      | 278768106                  | 2,716                           | 87  | X   | 28-5284                        | 87       |
|  |                           |                            | 1,623                           | 52  | X   | X 28-5284                      | 52       |
|  |                           |                            | 406                             | 13  | X   | 28-11135                       | 13       |
|  |                           |                            | 1,311                           | 42  | X   | X 28-4580                      | 42       |
| ECOLAB INC   | COM                       | 278865100                  | 886,368                         | 20,618                                      | X   | 28-5284                        | 20248    |
| 370  |                           |                            |                                 |   |   |                                |          |
|  |                           |                            | 1,985,063                       | 46,175                                      | X   | X 28-5284                      | 26845    |
| 19330  |                           |                            |                                 |   |   |                                |          |
|  |                           |                            | 21,495                          | 500   | X   | 28-4580                        | 500      |
|  |                           |                            | 19,346                          | 450   | X   | X 28-4580                      | 450      |
| EDEN BIOSCIENCE CORP   | COM PAR \$.0025           | 279445878                  | 67,397                          | 44,931                                      | X   | X 28-5284                      |          |
| 44931  |                           |                            |                                 |   |   |                                |          |





EMERSON RADIO CORP COM NEW 291087203 1,125,664 945,936 X X 28-5284  
 945936  
 COLUMN TOTAL 166,589,553  
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 AS OF 06/30/08

| ITEM 8:                      |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:    |          | ITEM 7:  |     |
|------------------------------|----------------|----------------|-------------|-----------|------------|------------|----------|----------|-----|
| VOTING AUTHORITY             |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | INVESTMENT |          | MANAGERS |     |
| ITEM 1:                      |                | ITEM 2:        |             | PRINCIPAL | (B) SHARED |            |          |          |     |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH    | INSTR V  | (A) SOLE |     |
| (B) SHARED                   | (C) NONE       |                | VALUE       |           |            |            |          |          |     |
| <S>                          | <C>            | <C>            | <C>         | <C>       | <C>        | <C>        | <C>      | <C>      | <C> |
| EMPIRE DIST ELEC CO          | COM            | 291641108      | 7,416       | 400       | X          | X          | 28-5284  | 300      |     |
| 100                          |                |                |             |           |            |            |          |          |     |
| EMPLOYERS HOLDINGS INC       | COM            | 292218104      | 1,573       | 76        | X          |            | 28-5284  | 76       |     |
| EMULEX CORP                  | COM NEW        | 292475209      | 3,495       | 300       | X          | X          | 28-5284  | 300      |     |
| ENBRIDGE INC                 | COM            | 29250N105      | 21,590      | 500       | X          | X          | 28-5284  | 500      |     |
|                              |                |                | 2,029       | 47        | X          |            | 28-4580  | 47       |     |
| ENBRIDGE ENERGY PARTNERS L P | COM            | 29250R106      | 761,693     | 15,140    | X          |            | 28-5284  | 15140    |     |
| 700                          |                |                | 2,706,678   | 53,800    | X          | X          | 28-5284  | 53100    |     |
| ENCANA CORP                  | COM            | 292505104      | 525,121     | 5,775     | X          |            | 28-5284  | 5775     |     |
| 6500                         |                |                | 2,786,459   | 30,644    | X          | X          | 28-5284  | 24144    |     |
|                              |                |                | 7,820       | 86        | X          |            | 28-11135 | 86       |     |
|                              |                |                | 204,411     | 2,248     | X          | X          | 28-4580  | 2248     |     |
| ENCORE ACQUISITION CO        | COM            | 29255W100      | 4,812       | 64        | X          |            | 28-11135 | 64       |     |
| ENCORE WIRE CORP             | COM            | 292562105      | 6,357       | 300       | X          |            | 28-5284  | 300      |     |
| ENCORE ENERGY PARTNERS LP    | COM UNIT       | 29257A106      | 8,409       | 300       | X          | X          | 28-5284  | 300      |     |
| ENDO PHARMACEUTICALS HLDGS I | COM            | 29264F205      | 1,742       | 72        | X          |            | 28-5284  | 72       |     |
|                              |                |                | 7,257       | 300       | X          | X          | 28-5284  | 300      |     |
| ENERGEN CORP                 | COM            | 29265N108      | 67,574      | 866       | X          |            | 28-5284  | 866      |     |
|                              |                |                | 3,902       | 50        | X          | X          | 28-5284  | 50       |     |
|                              |                |                | 422,610     | 5,416     | X          |            | 28-11135 | 5416     |     |
| ENERGY CONVERSION DEVICES IN | COM            | 292659109      | 18,410      | 250       | X          |            | 28-5284  | 250      |     |
| ENERGY EAST CORP             | COM            | 29266M109      | 229,056     | 9,266     | X          |            | 28-5284  | 6966     |     |
| 2300                         |                |                | 300,768     | 12,167    | X          | X          | 28-5284  | 12167    |     |
|                              |                |                | 21,778      | 881       | X          |            | 28-4580  | 881      |     |
| ENERGIZER HLDGS INC          | COM            | 29266R108      | 125,203     | 1,713     | X          |            | 28-5284  | 1713     |     |
|                              |                |                | 723,591     | 9,900     | X          | X          | 28-5284  | 9900     |     |
| ENERGY TRANSFER PRTNRS L P   | UNIT LTD PARTN | 29273R109      | 180,401     | 4,150     | X          |            | 28-5284  | 4150     |     |
|                              |                |                | 152,145     | 3,500     | X          | X          | 28-5284  | 3500     |     |
|                              |                |                | 7,303       | 168       | X          |            | 28-11135 | 168      |     |
| COLUMN TOTAL                 |                |                | 9,309,603   |           |            |            |          |          |     |

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| ITEM 8:          |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:    |         | ITEM 7:  |     |
|------------------|----------------|----------------|-------------|-----------|------------|------------|---------|----------|-----|
| VOTING AUTHORITY |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | INVESTMENT |         | MANAGERS |     |
| ITEM 1:          |                | ITEM 2:        |             | PRINCIPAL | (B) SHARED |            |         |          |     |
| (SHARES)         | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH    | INSTR V | (A) SOLE |     |
| (B) SHARED       | (C) NONE       |                | VALUE       |           |            |            |         |          |     |
| <S>              | <C>            | <C>            | <C>         | <C>       | <C>        | <C>        | <C>     | <C>      | <C> |
| ENERPLUS RES FD  | UNIT TR G NEW  | 29274D604      | 792,230     | 17,133    | X          |            | 28-5284 | 7683     |     |

|                              |                |           |  |            |        |   |   |          |       |
|------------------------------|----------------|-----------|--|------------|--------|---|---|----------|-------|
| 9450                         |                |           |  | 1,685,448  | 36,450 | X | X | 28-5284  | 36450 |
| ENERSIS S A                  | SPONSORED ADR  | 29274F104 |  | 15,580     | 1,000  | X | X | 28-5284  | 1000  |
|                              |                |           |  | 160,349    | 10,292 | X |   | 28-11135 | 10292 |
| ENERGYSOLUTIONS INC          | DEPOSITARY SH  | 292756202 |  | 44,700     | 2,000  | X | X | 28-5284  | 2000  |
| ENERGYSOUTH INC              | COM            | 292970100 |  | 14,718     | 300    | X |   | 28-5284  | 300   |
| ENNIS INC                    | COM            | 293389102 |  | 3,130      | 200    | X |   | 28-5284  | 200   |
| ENTEGRIS INC                 | COM            | 29362U104 |  | 10,663     | 1,628  | X | X | 28-5284  | 1628  |
| ENTERCOM COMMUNICATIONS CORP | CL A           | 293639100 |  | 1,355      | 193    | X |   | 28-5284  | 193   |
|                              |                |           |  | 41,320     | 5,886  | X |   | 28-11135 | 5886  |
| ENERGY CORP NEW              | COM            | 29364G103 |  | 11,918,966 | 98,929 | X |   | 28-5284  | 94292 |
| 4637                         |                |           |  |            |        |   |   |          |       |
|                              |                |           |  | 8,731,065  | 72,469 | X | X | 28-5284  | 71899 |
| 570                          |                |           |  |            |        |   |   |          |       |
|                              |                |           |  | 228,912    | 1,900  | X |   | 28-4580  | 1900  |
|                              |                |           |  | 111,444    | 925    | X | X | 28-4580  | 75    |
| 850                          |                |           |  |            |        |   |   |          |       |
| ENTERPRISE GP HLDGS L P      | UNIT LP INT    | 293716106 |  | 15,040     | 500    | X | X | 28-5284  | 500   |
| ENTERPRISE PRODS PARTNERS L  | COM            | 293792107 |  | 277,794    | 9,404  | X |   | 28-5284  | 7604  |
| 1800                         |                |           |  |            |        |   |   |          |       |
|                              |                |           |  | 748,869    | 25,351 | X | X | 28-5284  | 18801 |
| 5250                         | 1300           |           |  |            |        |   |   |          |       |
|                              |                |           |  | 12,230     | 414    | X |   | 28-11135 | 414   |
| ENTERTAINMENT PPTYS TR       | COM SH BEN INT | 29380T105 |  | 467,702    | 9,460  | X |   | 28-5284  | 9390  |
| 70                           |                |           |  |            |        |   |   |          |       |
|                              |                |           |  | 524,756    | 10,614 | X | X | 28-5284  | 10614 |
|                              |                |           |  | 1,038      | 21     | X |   | 28-11135 | 21    |
| ENTREMED INC                 | COM            | 29382F103 |  | 550        | 1,000  | X | X | 28-5284  |       |
| 1000                         |                |           |  |            |        |   |   |          |       |
| ENTERTAINMENT DIST CO INC    | COM            | 29382J105 |  | 100        | 205    | X | X | 28-5284  |       |
| 205                          |                |           |  |            |        |   |   |          |       |
| ENZO BIOCHEM INC             | COM            | 294100102 |  | 2,345      | 209    | X |   | 28-5284  |       |
| 209                          |                |           |  |            |        |   |   |          |       |
| EQUIFAX INC                  | COM            | 294429105 |  | 332,401    | 9,887  | X |   | 28-5284  | 9887  |
|                              |                |           |  | 281,568    | 8,375  | X | X | 28-5284  | 6875  |
| 1500                         |                |           |  |            |        |   |   |          |       |
| EQUINIX INC                  | COM NEW        | 29444U502 |  | 1,784      | 20     | X |   | 28-5284  |       |
| 20                           |                |           |  |            |        |   |   |          |       |
| COLUMN TOTAL                 |                |           |  | 26,426,057 |        |   |   |          |       |

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| ITEM 8:                 |                | ITEM 3:        |     | ITEM 4:     |           | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |         |
|-------------------------|----------------|----------------|-----|-------------|-----------|-----------|-----|------------------|-----|------------------|---------|
| VOTING AUTHORITY        |                | CUSIP          |     | FAIR MARKET |           | SHARES OR |     | INVESTMENT       |     | MANAGERS         |         |
| ITEM 1:                 |                | ITEM 2:        |     | FAIR MARKET |           | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |         |
| (SHARES)                |                | TITLE OF CLASS |     | VALUE       |           | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |         |
| NAME OF ISSUER          |                |                |     |             |           |           |     |                  |     |                  |         |
| (B) SHARED (C) NONE     |                |                |     |             |           |           |     |                  |     |                  |         |
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| EQUITABLE RES INC       | COM            | 294549100      |     | 74,439,152  | 1,077,891 | X         |     | 28-5284          |     |                  | 1070175 |
| 7716                    |                |                |     |             |           |           |     |                  |     |                  |         |
|                         |                |                |     | 7,802,882   | 112,987   | X         | X   | 28-5284          |     |                  | 103763  |
| 115                     | 9109           |                |     |             |           |           |     |                  |     |                  |         |
|                         |                |                |     | 17,748      | 257       | X         |     | 28-11135         |     |                  | 257     |
|                         |                |                |     | 147,029     | 2,129     | X         | X   | 28-4580          |     |                  | 2129    |
| EQUITY INCOME FD        | UT 1 EX SR-ATT | 294700703      |     | 121,332     | 1,200     | X         |     | 28-5284          |     |                  | 1200    |
|                         |                |                |     | 60,666      | 600       | X         | X   | 28-5284          |     |                  | 600     |
| EQUITY MEDIA HLDGS CORP | *W EXP 08/26/2 | 294725114      |     | 76          | 7,587     | X         | X   | 28-5284          |     |                  |         |
| 7587                    |                |                |     |             |           |           |     |                  |     |                  |         |
| EQUITY ONE              | COM            | 294752100      |     | 40,381      | 1,965     | X         |     | 28-5284          |     |                  | 1965    |
|                         |                |                |     | 198,636     | 9,666     | X         | X   | 28-5284          |     |                  | 9666    |
| EQUITY RESIDENTIAL      | SH BEN INT     | 29476L107      |     | 573,055     | 14,974    | X         |     | 28-5284          |     |                  | 14574   |
| 400                     |                |                |     |             |           |           |     |                  |     |                  |         |
|                         |                |                |     | 293,531     | 7,670     | X         | X   | 28-5284          |     |                  | 5470    |
| 2200                    |                |                |     |             |           |           |     |                  |     |                  |         |
|                         |                |                |     | 2,909       | 76        | X         |     | 28-11135         |     |                  | 76      |
|                         |                |                |     | 2,947       | 77        | X         |     | 28-4580          |     |                  | 77      |
| EQUITY RESIDENTIAL      | PFD CONV E 7%  | 29476L883      |     | 12,837      | 300       | X         | X   | 28-5284          |     |                  | 300     |
| ERICSSON L M TEL CO     | ADR B SEK 10   | 294821608      |     | 32,906      | 3,164     | X         |     | 28-5284          |     |                  | 3164    |
|                         |                |                |     | 9,630       | 926       | X         | X   | 28-5284          |     |                  | 926     |
|                         |                |                |     | 2,215       | 213       | X         |     | 28-11135         |     |                  | 213     |

|                              |               |           |            |        |   |           |       |
|------------------------------|---------------|-----------|------------|--------|---|-----------|-------|
| ERIE INDTY CO                | CL A          | 29530P102 | 4,267,952  | 92,480 | X | 28-5284   | 92480 |
|                              |               |           | 614,487    | 13,315 | X | X 28-5284 | 13315 |
| ESCO TECHNOLOGIES INC        | COM           | 296315104 | 14,076     | 300    | X | 28-5284   | 300   |
| ESSA BANCORP INC             | COM           | 29667D104 | 194,060    | 15,500 | X | 28-5284   | 15500 |
| ESSEX PPTY TR INC            | COM           | 297178105 | 433,455    | 4,070  | X | 28-5284   | 4070  |
|                              |               |           | 31,098     | 292    | X | X 28-5284 | 292   |
| ESTERLINE TECHNOLOGIES CORP  | COM           | 297425100 | 11,822     | 240    | X | 28-5284   |       |
| 240                          |               |           |            |        |   |           |       |
|                              |               |           | 196,252    | 3,984  | X | X 28-5284 | 3984  |
|                              |               |           | 3,350      | 68     | X | 28-11135  | 68    |
| ETABLISSEMENTS DELHAIZE FRER | SPONSORED ADR | 29759W101 | 31,747     | 472    | X | 28-5284   | 472   |
| COLUMN TOTAL                 |               |           | 89,556,231 |        |   |           |       |

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| ITEM 8:                      |               | ITEM 3:        |             | ITEM 4:     |     | ITEM 5:          |        | ITEM 6:    |     | ITEM 7:  |     |
|------------------------------|---------------|----------------|-------------|-------------|-----|------------------|--------|------------|-----|----------|-----|
| VOTING AUTHORITY             |               | CUSIP          |             | FAIR MARKET |     | SHARES OR        |        | INVESTMENT |     | MANAGERS |     |
| ITEM 1:                      |               | ITEM 2:        |             | VALUE       |     | PRINCIPAL        |        | (B) SHARED |     | (A) SOLE |     |
| NAME OF ISSUER               |               | TITLE OF CLASS |             | AMOUNT      |     | (A) SOLE (C) OTH |        | INSTR V    |     | (A) SOLE |     |
| (B) SHARED                   | (C) NONE      | NUMBER         |             |             |     |                  |        |            |     |          |     |
| <S>                          | <C>           | <C>            | <C>         | <C>         | <C> | <C>              | <C>    | <C>        | <C> | <C>      | <C> |
| ETHAN ALLEN INTERIORS INC    | COM           | 297602104      | 5,904       | 240         | X   | 28-5284          |        |            |     |          |     |
| 240                          |               |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 7,380       | 300         | X   | X 28-5284        | 300    |            |     |          |     |
|                              |               |                | 366,343     | 14,892      | X   | 28-11135         | 14892  |            |     |          |     |
|                              |               |                | 29,520      | 1,200       | X   | 28-4580          | 1200   |            |     |          |     |
| EVERCORE PARTNERS INC        | CLASS A       | 29977A105      | 33,250      | 3,500       | X   | X 28-4580        |        |            |     |          |     |
| 3500                         |               |                |             |             |     |                  |        |            |     |          |     |
| EVERGREEN INCOME ADVANTAGE F | COM SHS       | 30023Y105      | 48,974      | 4,700       | X   | X 28-5284        | 3500   |            |     |          |     |
| 1200                         |               |                |             |             |     |                  |        |            |     |          |     |
| EVERGREEN MULTI SECT INC FUN | COM SHS       | 30024Y104      | 258,516     | 16,700      | X   | X 28-5284        |        |            |     |          |     |
| 16700                        |               |                |             |             |     |                  |        |            |     |          |     |
| EVERGREEN SOLAR INC          | COM           | 30033R108      | 19,118      | 1,973       | X   | X 28-5284        | 1973   |            |     |          |     |
| EVOTEC AG                    | SPONSORED ADS | 30050E105      | 378,091     | 114,227     | X   | X 28-5284        |        |            |     |          |     |
| 114227                       |               |                |             |             |     |                  |        |            |     |          |     |
| EXACT SCIENCES CORP          | COM           | 30063P105      | 900         | 500         | X   | 28-5284          | 500    |            |     |          |     |
| EXAR CORP                    | COM           | 300645108      | 2,111       | 280         | X   | 28-5284          |        |            |     |          |     |
| 280                          |               |                |             |             |     |                  |        |            |     |          |     |
| EXCEL TECHNOLOGY INC         | COM           | 30067T103      | 156         | 7           | X   | 28-11135         | 7      |            |     |          |     |
| EXELON CORP                  | COM           | 30161N101      | 78,878,637  | 876,819     | X   | 28-5284          | 845521 |            |     |          |     |
| 31298                        |               |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 58,522,039  | 650,534     | X   | X 28-5284        | 583459 |            |     |          |     |
| 8514                         | 58561         |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 9,986       | 111         | X   | 28-11135         | 111    |            |     |          |     |
|                              |               |                | 2,421,453   | 26,917      | X   | 28-4580          | 26372  |            |     |          |     |
| 545                          |               |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 1,874,766   | 20,840      | X   | X 28-4580        | 20840  |            |     |          |     |
| EXLSERVICE HOLDINGS INC      | COM           | 302081104      | 5,612       | 400         | X   | 28-5284          | 400    |            |     |          |     |
| EXPEDIA INC DEL              | COM           | 30212P105      | 1,856       | 101         | X   | 28-5284          | 101    |            |     |          |     |
| EXPEDITORS INTL WASH INC     | COM           | 302130109      | 989,473     | 23,011      | X   | 28-5284          | 20148  |            |     |          |     |
| 2863                         |               |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 1,108,325   | 25,775      | X   | X 28-5284        | 9375   |            |     |          |     |
| 16400                        |               |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 15,265      | 355         | X   | 28-11135         | 355    |            |     |          |     |
|                              |               |                | 44,720      | 1,040       | X   | X 28-4580        | 1040   |            |     |          |     |
| EXPRESSJET HOLDINGS INC      | CL A          | 30218U108      | 550         | 1,000       | X   | X 28-5284        | 1000   |            |     |          |     |
| EXPRESS SCRIPTS INC          | COM           | 302182100      | 490,470     | 7,820       | X   | 28-5284          | 4895   |            |     |          |     |
| 2925                         |               |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 393,505     | 6,274       | X   | X 28-5284        | 3474   |            |     |          |     |
| 2800                         |               |                |             |             |     |                  |        |            |     |          |     |
|                              |               |                | 831,793     | 13,262      | X   | 28-11135         | 13262  |            |     |          |     |
| COLUMN TOTAL                 |               |                | 146,738,713 |             |     |                  |        |            |     |          |     |

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|------------------------------|----------------|-----------|--|------------|---------|---|---|----------|--------|
| 3105                         | 6075           |           |  | 9,964,053  | 176,793 | X | X | 28-5284  | 167613 |
| 162                          |                |           |  | 541,338    | 9,605   | X |   | 28-4580  | 9443   |
| FAIR ISAAC CORP              | COM            | 303250104 |  | 96,207     | 1,707   | X | X | 28-4580  | 1707   |
|                              |                |           |  | 127,071    | 6,118   | X |   | 28-5284  | 6118   |
| 1500                         |                |           |  | 55,041     | 2,650   | X | X | 28-5284  | 1150   |
| FAIRCHILD SEMICONDUCTOR INTL | COM            | 303726103 |  | 247,641    | 11,923  | X |   | 28-11135 | 11923  |
| FAIRPOINT COMMUNICATIONS INC | COM            | 305560104 |  | 30,498     | 2,600   | X | X | 28-5284  | 2600   |
| 851                          |                |           |  | 161,172    | 22,354  | X |   | 28-5284  | 21503  |
| 90                           | 1669           |           |  | 238,211    | 33,039  | X | X | 28-5284  | 31280  |
|                              |                |           |  | 433        | 60      | X |   | 28-11135 | 60     |
|                              |                |           |  | 9,027      | 1,252   | X |   | 28-11439 | 1252   |
|                              |                |           |  | 1,723      | 239     | X |   | 28-4580  | 239    |
|                              |                |           |  | 9,171      | 1,272   | X | X | 28-4580  | 1258   |
| 11                           | 3              |           |  |            |         |   |   |          |        |
| FAMILY DLR STORES INC        | COM            | 307000109 |  | 234,315    | 11,751  | X |   | 28-5284  | 6775   |
| 4976                         |                |           |  | 87,736     | 4,400   | X | X | 28-5284  | 4400   |
| FARO TECHNOLOGIES INC        | COM            | 311642102 |  | 563,808    | 22,400  | X | X | 28-5284  | 22400  |
| FASTENAL CO                  | COM            | 311900104 |  | 418,005    | 9,685   | X |   | 28-5284  | 9585   |
| 100                          |                |           |  | 4,036,539  | 93,525  | X | X | 28-5284  | 29100  |
| 64425                        |                |           |  |            |         |   |   |          |        |
| FAUQUIER BANKSHARES INC VA   | COM            | 312059108 |  | 285,120    | 17,280  | X | X | 28-5284  | 17280  |
| FEDERAL HOME LN MTG CORP     | COM            | 313400301 |  | 660,510    | 40,275  | X |   | 28-5284  | 32435  |
| 7840                         |                |           |  | 673,269    | 41,053  | X | X | 28-5284  | 24403  |
| 6400                         | 10250          |           |  | 3,280      | 200     | X |   | 28-4580  | 200    |
|                              |                |           |  | 16,482     | 1,005   | X | X | 28-4580  | 1005   |
| FEDERAL MOGUL CORP           | CL A           | 313549404 |  | 226,320    | 14,031  | X | X | 28-5284  |        |
| 14031                        |                |           |  |            |         |   |   |          |        |
| FEDERAL NATL MTG ASSN        | COM            | 313586109 |  | 4,534,865  | 232,438 | X |   | 28-5284  | 220293 |
| 12145                        |                |           |  | 3,270,442  | 167,629 | X | X | 28-5284  | 154812 |
| 12817                        |                |           |  | 4,975      | 255     | X |   | 28-11135 | 255    |
|                              |                |           |  | 40,639     | 2,083   | X |   | 28-4580  | 2083   |
|                              |                |           |  | 7,804      | 400     | X | X | 28-4580  | 400    |
| FEDERAL REALTY INVT TR       | SH BEN INT NEW | 313747206 |  | 1,192,320  | 17,280  | X |   | 28-5284  | 17280  |
|                              |                |           |  | 1,945,455  | 28,195  | X | X | 28-5284  | 26995  |
| 1200                         |                |           |  |            |         |   |   |          |        |
| COLUMN TOTAL                 |                |           |  | 50,580,913 |         |   |   |          |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                   |                 | ITEM 3:        |     | ITEM 4:     |        | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |     |
|---------------------------|-----------------|----------------|-----|-------------|--------|-----------|-----|------------------|-----|------------------|-----|
| VOTING AUTHORITY          |                 | CUSIP          |     | FAIR MARKET |        | SHARES OR |     | INVESTMENT       |     | MANAGERS         |     |
| ITEM 1:                   |                 | ITEM 2:        |     | FAIR MARKET |        | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |     |
| (SHARES)                  |                 | TITLE OF CLASS |     | VALUE       |        | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| NAME OF ISSUER            |                 |                |     |             |        |           |     |                  |     |                  |     |
| (B) SHARED (C) NONE       |                 |                |     |             |        |           |     |                  |     |                  |     |
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| FEDERATED INVS INC PA     | CL B            | 314211103      |     | 7,641       | 222    | X         |     | 28-5284          |     | 222              |     |
|                           |                 |                |     | 5,163       | 150    | X         | X   | 28-5284          |     | 150              |     |
|                           |                 |                |     | 2,926       | 85     | X         |     | 28-11135         |     | 85               |     |
| FEDERATED PREM MUN INC FD | COM             | 31423P108      |     | 181,840     | 13,410 | X         |     | 28-5284          |     | 13410            |     |
| FEDEX CORP                | COM             | 31428X106      |     | 6,890,107   | 87,449 | X         |     | 28-5284          |     | 75822            |     |
| 11627                     |                 |                |     | 1,659,790   | 21,066 | X         | X   | 28-5284          |     | 16499            |     |
| 4567                      |                 |                |     | 82,651      | 1,049  | X         |     | 28-11135         |     | 1049             |     |
|                           |                 |                |     | 264,419     | 3,356  | X         |     | 28-4580          |     | 3356             |     |
|                           |                 |                |     | 25,686      | 326    | X         | X   | 28-4580          |     | 326              |     |
| FELCOR LODGING TR INC     | PFD CV A \$1.95 | 31430F200      |     | 19,060      | 1,000  | X         | X   | 28-5284          |     | 1000             |     |
| FELDMAN MALL PPTYS INC    | COM             | 314308107      |     | 2,371       | 2,175  | X         |     | 28-5284          |     | 2175             |     |
|                           |                 |                |     | 1,090       | 1,000  | X         | X   | 28-5284          |     | 1000             |     |

|                                      |               |                    |             |            |   |           |          |
|--------------------------------------|---------------|--------------------|-------------|------------|---|-----------|----------|
| FERRELLGAS PARTNERS L.P.             | UNIT LTD PART | 315293100          | 19,680      | 1,000      | X | 28-5284   | 1000     |
|                                      |               |                    | 70,848      | 3,600      | X | X 28-5284 | 3600     |
| F5 NETWORKS INC                      | COM           | 315616102          | 22,736      | 800        | X | X 28-5284 | 800      |
| FIBERTOWER CORP<br>1000000           | NOTE          | 9.000%11 31567RAC4 | 73,500,000  | 1,000,000  | X | X 28-5284 |          |
| FIBERTOWER CORP<br>103329            | COM           | 31567R100          | 144,661     | 103,329    | X | X 28-5284 |          |
| FIDELITY BANCORP INC                 | COM           | 315831107          | 17,768      | 1,426      | X | 28-5284   | 1426     |
| FIDELITY NATL INFORMATION SV         | COM           | 31620M106          | 135,054     | 3,659      | X | 28-5284   | 3659     |
|                                      |               |                    | 3,386,493   | 91,750     | X | X 28-5284 | 91750    |
| FIDELITY NATIONAL FINANCIAL<br>21657 | CL A          | 31620R105          | 2,900,520   | 230,200    | X | 28-5284   | 208543   |
|                                      |               |                    | 2,618,343   | 207,805    | X | X 28-5284 | 203215   |
| 4590                                 |               |                    |             |            |   |           |          |
| FIFTH THIRD BANCORP<br>24100         | COM           | 316773100          | 3,887,264   | 381,853    | X | 28-5284   | 357753   |
|                                      |               |                    | 2,011,395   | 197,583    | X | X 28-5284 | 190208   |
| 6000 1375                            |               |                    |             |            |   |           |          |
| FINANCIAL FED CORP<br>200            | COM           | 317492106          | 4,392       | 200        | X | 28-5284   |          |
|                                      |               |                    | 61,488      | 2,800      | X | 28-11135  | 2800     |
| FINISAR                              | COM           | 31787A101          | 18,720,653  | 15,731,641 | X | 28-5284   | 15731641 |
| COLUMN TOTAL                         |               |                    | 116,644,039 |            |   |           |          |

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|------------------|------------------------------|----------------|-----------|-------------|--------|-----------|---------|------------|----------|----------|-------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |        | SHARES OR |         | DISCRETION |          | MANAGERS |       |
| ITEM 1:          |                              | ITEM 2:        |           | FAIR MARKET |        | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |       |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |       |
| (B) SHARED       | (C) NONE                     |                |           |             |        |           |         |            |          |          |       |
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| <C>              | <C>                          |                |           |             |        |           |         |            |          |          |       |
|                  | FINLAY ENTERPRISES INC       | COM NEW        | 317884203 | 903         | 2,100  | X         |         | 28-5284    |          |          | 2100  |
|                  | FINISH LINE INC              | CL A           | 317923100 | 731         | 84     | X         | X       | 28-5284    |          |          | 84    |
|                  | FIRST AMERN CORP CALIF       | COM            | 318522307 | 130,310     | 4,936  | X         |         | 28-5284    |          |          | 4936  |
|                  | FIRST BANCORP P R            | COM            | 318672102 | 3,487       | 550    | X         |         | 28-5284    |          |          |       |
|                  | 550                          |                |           | 418         | 66     | X         |         | 28-11135   |          |          | 66    |
|                  | FIRST CASH FINL SVCS INC     | COM            | 31942D107 | 24,299      | 1,621  | X         | X       | 28-5284    |          |          | 1621  |
|                  | FIRST CTZNS BANCSHARES INC N | CL A           | 31946M103 | 107,826     | 773    | X         |         | 28-5284    |          |          | 773   |
|                  | FIRST COMWLTH FINL CORP PA   | COM            | 319829107 | 297,748     | 31,913 | X         |         | 28-5284    |          |          | 31913 |
|                  | 5000                         |                |           | 235,079     | 25,196 | X         | X       | 28-5284    |          |          | 20196 |
|                  | FIRST FRANKLIN CORP          | COM            | 320272107 | 115,553     | 16,275 | X         |         | 28-5284    |          |          |       |
|                  | 16275                        |                |           | 85,200      | 12,000 | X         | X       | 28-5284    |          |          | 12000 |
|                  | FIRST HORIZON NATL CORP      | COM            | 320517105 | 165,474     | 22,271 | X         |         | 28-5284    |          |          | 22271 |
|                  |                              |                |           | 11,517      | 1,550  | X         | X       | 28-5284    |          |          | 1550  |
|                  | FIRST INDUSTRIAL REALTY TRUS | COM            | 32054K103 | 27,745      | 1,010  | X         |         | 28-5284    |          |          | 1010  |
|                  |                              |                |           | 227,177     | 8,270  | X         | X       | 28-5284    |          |          | 8270  |
|                  | FIRST ISRAEL FD INC          | COM            | 32063L100 | 65,919      | 3,650  | X         |         | 28-5284    |          |          | 400   |
|                  | 3250                         |                |           |             |        |           |         |            |          |          |       |
|                  | FIRST MARBLEHEAD CORP        | COM            | 320771108 | 925         | 360    | X         |         | 28-5284    |          |          | 350   |
|                  | 10                           |                |           |             |        |           |         |            |          |          |       |
|                  | FIRST MARINER BANCORP        | COM            | 320795107 | 15,500      | 5,000  | X         | X       | 28-5284    |          |          |       |
|                  | 5000                         |                |           |             |        |           |         |            |          |          |       |
|                  | FIRST MIDWEST BANCORP DEL    | COM            | 320867104 | 7,460       | 400    | X         |         | 28-5284    |          |          |       |
|                  | 400                          |                |           |             |        |           |         |            |          |          |       |
|                  | FIRST POTOMAC RLTY TR        | COM            | 33610F109 | 19,812      | 1,300  | X         |         | 28-5284    |          |          | 1300  |
|                  |                              |                |           | 15,240      | 1,000  | X         | X       | 28-5284    |          |          | 1000  |
|                  | FIRST SOLAR INC              | COM            | 336433107 | 96,578      | 354    | X         |         | 28-5284    |          |          | 354   |
|                  |                              |                |           | 30,283      | 111    | X         | X       | 28-5284    |          |          | 111   |
|                  |                              |                |           | 2,455       | 9      | X         |         | 28-11135   |          |          | 9     |
|                  | FIRST TR MORNINGSTAR DIV LEA | SHS            | 336917109 | 9,477       | 650    | X         | X       | 28-4580    |          |          | 650   |
|                  | FIRST TR ISE CHINDIA INDEX F | COM            | 33733A102 | 13,226      | 668    | X         |         | 28-5284    |          |          | 668   |
|                  | COLUMN TOTAL                 |                |           | 1,710,342   |        |           |         |            |          |          |       |

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| ITEM 8:          |                              | ITEM 3:        |             | ITEM 4:    | ITEM 5:    | ITEM 6:          |           | ITEM 7:  |          |
|------------------|------------------------------|----------------|-------------|------------|------------|------------------|-----------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR  | DISCRETION |                  |           |          |          |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER      | VALUE      | PRINCIPAL  | (B) SHARED       | MANAGERS  | (A) SOLE | (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS | NUMBER      | VALUE      | AMOUNT     | (A) SOLE (C) OTH | INSTR V   | (A) SOLE | (A) SOLE |
| (C) NONE         | (C) NONE                     |                |             |            |            |                  |           |          |          |
| <S>              | <C>                          | <C>            | <C>         | <C>        | <C>        | <C>              | <C>       | <C>      | <C>      |
| <C>              | <C>                          |                |             |            |            |                  |           |          |          |
|                  | FIRST TR FOUR CRNRS SR FLT R | COM SHS        | 33733Q107   | 35,425     | 2,500      | X                | 28-5284   | 2500     |          |
|                  | FIRST TR/FOUR CRNRS SR FLOAT | COM            | 33733U108   | 38,340     | 2,700      | X                | 28-5284   | 2700     |          |
|                  |                              |                |             | 15,293     | 1,077      | X                | X 28-5284 | 1077     |          |
|                  | FIRST TRUST FIDAC MTG INCM F | COM SHS        | 33734E103   | 430,920    | 25,200     | X                | X 28-5284 |          |          |
|                  | 25200                        |                |             |            |            |                  |           |          |          |
|                  | FIRST TR VALUE LINE DIVID IN | SHS            | 33734H106   | 109,640    | 7,837      | X                | 28-5284   | 7837     |          |
|                  | FIRST TR STRTGC HIGH INCM FD | COM            | 337347108   | 5,727      | 505        | X                | 28-5284   | 505      |          |
|                  | FIRST UTD CORP               | COM            | 33741H107   | 12,716     | 700        | X                | 28-5284   | 700      |          |
|                  | FIRSTSERVICE CORP            | SUB VTG SH     | 33761N109   | 31,350     | 2,200      | X                | X 28-5284 | 2200     |          |
|                  | FIRSTCITY FINL CORP          | COM            | 33761X107   | 22,300     | 5,000      | X                | 28-4580   |          |          |
|                  | 5000                         |                |             |            |            |                  |           |          |          |
|                  | FISERV INC                   | COM            | 337738108   | 1,401,116  | 30,882     | X                | 28-5284   | 30267    |          |
|                  | 615                          |                |             |            |            |                  |           |          |          |
|                  |                              |                |             | 1,545,257  | 34,059     | X                | X 28-5284 | 21298    |          |
|                  | 12761                        |                |             |            |            |                  |           |          |          |
|                  |                              |                |             | 15,335     | 338        | X                | 28-11135  | 338      |          |
|                  |                              |                |             | 45,370     | 1,000      | X                | 28-4580   | 1000     |          |
|                  | FIRSTFED FINL CORP           | COM            | 337907109   | 965        | 120        | X                | 28-5284   |          |          |
|                  | 120                          |                |             |            |            |                  |           |          |          |
|                  | FIRSTMERIT CORP              | COM            | 337915102   | 825,286    | 50,600     | X                | 28-5284   | 50600    |          |
|                  | FLAGSTAR BANCORP INC         | COM            | 337930101   | 3,010      | 1,000      | X                | 28-5284   | 1000     |          |
|                  | FIRSTENERGY CORP             | COM            | 337932107   | 33,543,136 | 407,423    | X                | 28-5284   | 387233   |          |
|                  | 20190                        |                |             |            |            |                  |           |          |          |
|                  |                              |                |             | 12,343,655 | 149,929    | X                | X 28-5284 | 136077   |          |
|                  | 2957                         | 10895          |             |            |            |                  |           |          |          |
|                  |                              |                |             | 575,487    | 6,990      | X                | 28-4580   | 6990     |          |
|                  |                              |                |             | 284,039    | 3,450      | X                | X 28-4580 | 3450     |          |
|                  | FIVE STAR QUALITY CARE INC   | COM            | 33832D106   | 7,095      | 1,500      | X                | X 28-5284 | 1500     |          |
|                  | FLAHERTY & CRMN/CLYMR PFD SE | COM SHS        | 338478100   | 27,880     | 2,000      | X                | X 28-5284 | 2000     |          |
|                  | FLAHERTY & CRUMRINE PFD INC  | COM            | 33848E106   | 37,717     | 4,056      | X                | 28-5284   | 4056     |          |
|                  | FLAHERTY & CRUMRINE PFD INC  | COM            | 338480106   | 9,396      | 900        | X                | X 28-5284 | 900      |          |
|                  | FLEETWOOD ENTERPRISES INC    | COM            | 339099103   | 1,074      | 410        | X                | 28-5284   |          |          |
|                  | 410                          |                |             |            |            |                  |           |          |          |
|                  | COLUMN TOTAL                 |                |             | 51,367,529 |            |                  |           |          |          |

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|------------------|----------------|----------------|-------------|-----------|------------|------------------|-----------|----------|----------|
| VOTING AUTHORITY |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |                  |           |          |          |
| (SHARES)         | ITEM 1:        | ITEM 2:        | NUMBER      | VALUE     | PRINCIPAL  | (B) SHARED       | MANAGERS  | (A) SOLE | (A) SOLE |
| (B) SHARED       | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | VALUE     | AMOUNT     | (A) SOLE (C) OTH | INSTR V   | (A) SOLE | (A) SOLE |
| (C) NONE         | (C) NONE       |                |             |           |            |                  |           |          |          |
| <S>              | <C>            | <C>            | <C>         | <C>       | <C>        | <C>              | <C>       | <C>      | <C>      |
| <C>              | <C>            |                |             |           |            |                  |           |          |          |
|                  | FLUOR CORP NEW | COM            | 343412102   | 298,844   | 1,606      | X                | 28-5284   | 1606     |          |
|                  |                |                |             | 1,024,556 | 5,506      | X                | X 28-5284 | 4681     |          |
|                  | 825            |                |             |           |            |                  |           |          |          |
|                  |                |                |             | 1,489     | 8          | X                | 28-11135  | 8        |          |
|                  |                |                |             | 186,080   | 1,000      | X                | 28-4580   | 1000     |          |
|                  |                |                |             | 41,868    | 225        | X                | X 28-4580 | 225      |          |
|                  | FLOWSERVE CORP | COM            | 34354P105   | 22,009    | 161        | X                | 28-5284   | 161      |          |

|                              |                |           |           |        |   |   |          |       |
|------------------------------|----------------|-----------|-----------|--------|---|---|----------|-------|
|                              |                |           | 1,985,431 | 14,524 | X | X | 28-5284  | 14524 |
|                              |                |           | 224,051   | 1,639  | X |   | 28-11135 | 1639  |
| FOCUS MEDIA HLDG LTD         | SPONSORED ADR  | 34415V109 | 1,635     | 59     | X |   | 28-5284  | 59    |
|                              |                |           | 85,932    | 3,100  | X | X | 28-5284  | 3100  |
| FOMENTO ECONOMICO MEXICANO S | SPON ADR UNITS | 344419106 | 16,702    | 367    | X |   | 28-5284  | 367   |
| FOOT LOCKER INC              | COM            | 344849104 | 1,992     | 160    | X |   | 28-5284  | 160   |
|                              |                |           | 311,250   | 25,000 | X | X | 28-5284  | 25000 |
| FORCE PROTECTION INC         | COM NEW        | 345203202 | 1,655     | 500    | X |   | 28-5284  | 500   |
|                              |                |           | 3,972     | 1,200  | X | X | 28-5284  | 200   |
| 1000                         |                |           |           |        |   |   |          |       |
| FORD MTR CO DEL              | COM PAR \$0.01 | 345370860 | 93,684    | 19,477 | X |   | 28-5284  | 19477 |
|                              |                |           | 357,325   | 74,288 | X | X | 28-5284  | 61548 |
| 12740                        |                |           |           |        |   |   |          |       |
|                              |                |           | 33,540    | 6,973  | X |   | 28-4580  | 6973  |
|                              |                |           | 5,291     | 1,100  | X | X | 28-4580  | 100   |
| 1000                         |                |           |           |        |   |   |          |       |
| FORD MTR CO CAP TR II        | PFD TR CV6.5%  | 345395206 | 36,261    | 1,310  | X |   | 28-5284  | 1310  |
|                              |                |           | 17,438    | 630    | X | X | 28-5284  | 280   |
| 350                          |                |           |           |        |   |   |          |       |
| FORDING CDN COAL TR          | TR UNIT        | 345425102 | 106,701   | 1,116  | X |   | 28-5284  | 1116  |
|                              |                |           | 449,367   | 4,700  | X | X | 28-5284  | 4700  |
| FOREST CITY ENTERPRISES INC  | CL A           | 345550107 | 1,707,660 | 53,000 | X | X | 28-5284  | 53000 |
|                              |                |           | 41,886    | 1,300  | X |   | 28-4580  |       |
| 1300                         |                |           |           |        |   |   |          |       |
| FOREST LABS INC              | COM            | 345838106 | 421,257   | 12,126 | X |   | 28-5284  | 6305  |
| 5821                         |                |           |           |        |   |   |          |       |
|                              |                |           | 340,278   | 9,795  | X | X | 28-5284  | 9795  |
|                              |                |           | 21,157    | 609    | X |   | 28-11135 | 609   |
| FOREST OIL CORP              | COM PAR \$0.01 | 346091705 | 1,840,150 | 24,700 | X | X | 28-5284  | 24700 |
| FORESTAR REAL ESTATE GROUP I | COM            | 346233109 | 14,192    | 745    | X |   | 28-5284  | 745   |
| COLUMN TOTAL                 |                |           | 9,693,653 |        |   |   |          |       |

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|------------------------------|----------------|----------------|------------|-------------|-----|-----------|----------|------------------|-----|------------------|-----|
| VOTING AUTHORITY             |                | CUSIP          |            | FAIR MARKET |     | SHARES OR |          | DISCRETION       |     | MANAGERS         |     |
| ITEM 1:                      |                | ITEM 2:        |            | FAIR MARKET |     | PRINCIPAL |          | (B) SHARED       |     | (A) SOLE         |     |
| NAME OF ISSUER               |                | TITLE OF CLASS |            | VALUE       |     | AMOUNT    |          | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| (B) SHARED                   | (C) NONE       |                |            |             |     |           |          |                  |     |                  |     |
| <S>                          | <C>            | <C>            | <C>        | <C>         | <C> | <C>       | <C>      | <C>              | <C> | <C>              | <C> |
| FORMFACTOR INC               | COM            | 346375108      | 62,662     | 3,400       | X   | X         | 28-5284  | 3400             |     |                  |     |
| FORT DEARBORN INCOME SECS IN | COM            | 347200107      | 20,955     | 1,500       | X   | X         | 28-5284  |                  |     |                  |     |
| 1500                         |                |                |            |             |     |           |          |                  |     |                  |     |
| FORTRESS INVESTMENT GROUP LL | CL A           | 34958B106      | 1,220      | 99          | X   |           | 28-5284  | 99               |     |                  |     |
| FORTRESS INTL GROUP INC      | *W EXP 07/12/2 | 34958D110      | 36,633     | 305,271     | X   | X         | 28-5284  |                  |     |                  |     |
| 305271                       |                |                |            |             |     |           |          |                  |     |                  |     |
| FORTUNE BRANDS INC           | COM            | 349631101      | 15,116,264 | 242,209     | X   |           | 28-5284  | 235769           |     |                  |     |
| 90                           | 6350           |                |            |             |     |           |          |                  |     |                  |     |
|                              |                |                | 17,699,601 | 283,602     | X   | X         | 28-5284  | 244857           |     |                  |     |
| 450                          | 38295          |                |            |             |     |           |          |                  |     |                  |     |
|                              |                |                | 202,084    | 3,238       | X   |           | 28-11135 | 3238             |     |                  |     |
|                              |                |                | 59,290     | 950         | X   |           | 28-4580  | 950              |     |                  |     |
|                              |                |                | 233,226    | 3,737       | X   | X         | 28-4580  | 3737             |     |                  |     |
| 40 / 86 STRATEGIC INCOME FD  | SH BEN INT     | 349739102      | 46,695     | 5,500       | X   | X         | 28-5284  |                  |     |                  |     |
| 5500                         |                |                |            |             |     |           |          |                  |     |                  |     |
| FORWARD AIR CORP             | COM            | 349853101      | 8,131      | 235         | X   |           | 28-5284  |                  |     |                  |     |
| 235                          |                |                |            |             |     |           |          |                  |     |                  |     |
|                              |                |                | 682,762    | 19,733      | X   |           | 28-11135 | 19733            |     |                  |     |
| FOSSIL INC                   | COM            | 349882100      | 57,413     | 1,975       | X   |           | 28-5284  |                  |     |                  |     |
| 1975                         |                |                |            |             |     |           |          |                  |     |                  |     |
| FOSTER L B CO                | COM            | 350060109      | 3,320      | 100         | X   |           | 28-5284  | 100              |     |                  |     |
| FOUNDATION COAL HLDGS INC    | COM            | 35039W100      | 62,006     | 700         | X   |           | 28-5284  | 700              |     |                  |     |
|                              |                |                | 132,870    | 1,500       | X   | X         | 28-5284  | 1500             |     |                  |     |
| FOUNDRY NETWORKS INC         | COM            | 35063R100      | 11,820     | 1,000       | X   |           | 28-5284  | 1000             |     |                  |     |
| 4 KIDS ENTMT INC             | COM            | 350865101      | 667        | 90          | X   |           | 28-5284  |                  |     |                  |     |
| 90                           |                |                |            |             |     |           |          |                  |     |                  |     |
| FRANCE TELECOM               | SPONSORED ADR  | 35177Q105      | 42,460     | 1,433       | X   |           | 28-5284  | 1433             |     |                  |     |
|                              |                |                | 267        | 9           | X   | X         | 28-5284  | 9                |     |                  |     |
| FRANKLIN CR MGMT CORP        | COM NEW        | 353487200      | 243        | 300         | X   |           | 28-5284  | 300              |     |                  |     |
| FRANKLIN RES INC             | COM            | 354613101      | 28,748,405 | 313,676     | X   |           | 28-5284  | 295569           |     |                  |     |





| (SHARES)                              | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE      | AMOUNT  | (A) SOLE | (C) OTH | INSTR V  | (A) SOLE |
|---------------------------------------|----------------|----------------|-----------|------------|---------|----------|---------|----------|----------|
| (B) SHARED                            | (C) NONE       |                |           |            |         |          |         |          |          |
| <S>                                   |                | <C>            | <C>       | <C>        | <C>     | <C>      | <C>     | <C>      | <C>      |
| <C>                                   | <C>            |                |           |            |         |          |         |          |          |
| GATX CORP<br>1395                     |                | COM            | 361448103 | 66,717     | 1,505   | X        |         | 28-5284  | 110      |
|                                       |                |                |           | 31,652     | 714     | X        | X       | 28-5284  | 714      |
|                                       |                |                |           | 9,531      | 215     | X        |         | 28-11135 | 215      |
| GFI GROUP INC                         |                | COM            | 361652209 | 3,604      | 400     | X        |         | 28-5284  | 400      |
| GP STRATEGIES CORP                    |                | COM            | 36225V104 | 6,281      | 625     | X        |         | 28-5284  | 625      |
| GSE SYS INC                           |                | COM            | 36227K106 | 8,910      | 1,000   | X        | X       | 28-5284  | 1000     |
| GSI COMMERCE INC                      |                | COM            | 36238G102 | 3,039      | 223     | X        |         | 28-11135 | 223      |
| GTC BIOTHERAPEUTICS INC               |                | COM            | 36238T104 | 3,068      | 7,500   | X        | X       | 28-5284  | 7500     |
| GABELLI GLOBAL MULTIMEDIA TR<br>48300 |                | COM            | 36239Q109 | 444,843    | 48,300  | X        | X       | 28-5284  |          |
| GABELLI EQUITY TR INC<br>151163       |                | COM            | 362397101 | 15,485     | 1,900   | X        |         | 28-5284  | 1900     |
|                                       |                |                |           | 1,325,703  | 162,663 | X        | X       | 28-5284  | 11500    |
| GABELLI UTIL TR<br>66668              |                | COM            | 36240A101 | 620,012    | 66,668  | X        | X       | 28-5284  |          |
| GSI TECHNOLOGY<br>50100               |                | COM            | 36241U106 | 194,388    | 50,100  | X        | X       | 28-5284  |          |
| GABELLI DIVD & INCOME TR              |                | COM            | 36242H104 | 21,092     | 1,195   | X        |         | 28-5284  | 1195     |
|                                       |                |                |           | 26,475     | 1,500   | X        | X       | 28-5284  | 1500     |
| GABELLI HLTHCARE & WELLNESS           |                | SHS            | 36246K103 | 590        | 95      | X        |         | 28-5284  | 95       |
|                                       |                |                |           | 311        | 50      | X        | X       | 28-5284  | 50       |
| GAFISA S A                            |                | SPONS ADR      | 362607301 | 103,110    | 3,000   | X        | X       | 28-5284  | 3000     |
| GAIAM INC                             |                | CL A           | 36268Q103 | 473        | 35      | X        |         | 28-5284  | 35       |
|                                       |                |                |           | 27,020     | 2,000   | X        | X       | 28-5284  | 2000     |
| GALLAGHER ARTHUR J & CO<br>5200       |                | COM            | 363576109 | 125,320    | 5,200   | X        |         | 28-5284  |          |
|                                       |                |                |           | 19,280     | 800     | X        | X       | 28-5284  | 800      |
|                                       |                |                |           | 3,037      | 126     | X        |         | 28-4580  | 126      |
| GAMESTOP CORP NEW<br>2236             |                | CL A           | 36467W109 | 4,395,156  | 108,791 | X        |         | 28-5284  | 106555   |
|                                       |                |                |           | 2,095,750  | 51,875  | X        | X       | 28-5284  | 50655    |
| 1220                                  |                |                |           | 747,642    | 18,506  | X        |         | 28-11135 | 18506    |
|                                       |                |                |           | 14,948     | 370     | X        |         | 28-4580  | 370      |
| COLUMN TOTAL                          |                |                |           | 10,313,437 |         |          |         |          |          |

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|---------------------------|----------------|----------------|-----------|-------------|-----------|------------|-----------|
| VOTING AUTHORITY          | NAME OF ISSUER | TITLE OF CLASS | CUSIP     | FAIR MARKET | SHARES OR | INVESTMENT | MANAGERS  |
| (SHARES)                  | (B) SHARED     | (C) NONE       | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE  |
| (B) SHARED                | (C) NONE       |                |           |             | (A) SOLE  | (C) OTH    | INSTR V   |
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| <C>                       | <C>            |                |           |             |           |            |           |
| GANNETT INC<br>12605      |                | COM            | 364730101 | 3,637,743   | 167,870   | X          | 28-5284   |
| 1860                      | 13459          |                |           | 3,321,339   | 153,269   | X          | X 28-5284 |
|                           |                |                |           | 8,170       | 377       | X          | 28-11135  |
|                           |                |                |           | 3,251       | 150       | X          | 28-4580   |
| GAP INC DEL<br>9745       |                | COM            | 364760108 | 357,421     | 21,441    | X          | 28-5284   |
| 8000                      | 2830           |                |           | 252,551     | 15,150    | X          | X 28-5284 |
|                           |                |                |           | 876,209     | 52,562    | X          | 28-11135  |
| GARDNER DENVER INC<br>420 |                | COM            | 365558105 | 32,376      | 570       | X          | 28-5284   |
|                           |                |                |           | 5,680       | 100       | X          | X 28-5284 |
|                           |                |                |           | 7,270       | 128       | X          | 28-11135  |
| GARTNER INC               |                | COM            | 366651107 | 36,364      | 1,755     | X          | 28-5284   |
|                           |                |                |           | 3,771       | 182       | X          | X 28-5284 |
| GAYLORD ENTMT CO NEW      |                | COM            | 367905106 | 1,773       | 74        | X          | 28-5284   |

|    |                                   |         |           |            |         |   |           |       |
|----|-----------------------------------|---------|-----------|------------|---------|---|-----------|-------|
| 74 | GEN-PROBE INC NEW                 | COM     | 36866T103 | 3,278      | 69      | X | 28-5284   | 69    |
|    |                                   |         |           | 28,506     | 600     | X | X 28-5284 | 600   |
|    |                                   |         |           | 8,789      | 185     | X | 28-11135  | 185   |
|    | GENAERA CORP<br>54682             | COM NEW | 36867G209 | 99,521     | 54,682  | X | X 28-5284 |       |
|    | GENCOR INDS INC<br>581715         | COM     | 368678108 | 6,073,105  | 581,715 | X | X 28-5284 |       |
|    | GENCORP INC<br>350                | COM     | 368682100 | 2,506      | 350     | X | 28-5284   |       |
|    | GENENTECH INC<br>2036             | COM NEW | 368710406 | 2,368,460  | 31,205  | X | 28-5284   | 29169 |
|    |                                   |         |           | 1,402,101  | 18,473  | X | X 28-5284 | 15948 |
|    | 2525                              |         |           | 744,048    | 9,803   | X | 28-11135  | 9803  |
|    |                                   |         |           | 79,695     | 1,050   | X | 28-4580   | 1050  |
|    |                                   |         |           | 22,770     | 300     | X | X 28-4580 | 300   |
|    | GENERAL AMERN INVS INC<br>1141    | COM     | 368802104 | 36,923     | 1,141   | X | 28-5284   |       |
|    |                                   |         |           | 69,186     | 2,138   | X | X 28-5284 | 2017  |
|    | 121                               |         |           |            |         |   |           |       |
|    | GENERAL CABLE CORP DEL NEW<br>100 | COM     | 369300108 | 41,074     | 675     | X | 28-5284   | 575   |
|    |                                   |         |           | 30,425     | 500     | X | X 28-5284 |       |
|    | 500                               |         |           | 1,095      | 18      | X | 28-11135  | 18    |
|    | COLUMN TOTAL                      |         |           | 19,555,400 |         |   |           |       |

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|--------------------------------------|----------|----------------|-----------|-------------|------------|------------------|-----|------------|----------|----------|----------|
| VOTING AUTHORITY                     |          | CUSIP          |           | FAIR MARKET |            | SHARES OR        |     | INVESTMENT |          | MANAGERS |          |
| ITEM 1:                              |          | ITEM 2:        |           | VALUE       |            | PRINCIPAL        |     | (B) SHARED |          | (A) SOLE |          |
| NAME OF ISSUER                       |          | TITLE OF CLASS |           | AMOUNT      |            | (A) SOLE (C) OTH |     | INSTR V    |          | (A) SOLE |          |
| (B) SHARED                           | (C) NONE | NUMBER         |           |             |            |                  |     |            |          |          |          |
| <S>                                  | <C>      | <C>            | <C>       | <C>         | <C>        | <C>              | <C> | <C>        | <C>      | <C>      | <C>      |
| GENERAL COMMUNICATION INC<br>280     |          | CL A           | 369385109 | 1,924       | 280        | X                |     |            | 28-5284  |          |          |
| GENERAL DYNAMICS CORP<br>28670       |          | COM            | 369550108 | 42,853,085  | 508,944    | X                |     |            | 28-5284  |          | 480274   |
| 2311                                 | 15802    |                |           | 24,727,098  | 293,671    | X                | X   |            | 28-5284  |          | 275558   |
|                                      |          |                |           | 90,262      | 1,072      | X                |     |            | 28-11135 |          | 1072     |
|                                      |          |                |           | 683,957     | 8,123      | X                |     |            | 28-4580  |          | 7816     |
| 307                                  |          |                |           | 357,345     | 4,244      | X                | X   |            | 28-4580  |          | 4137     |
| 107                                  |          |                |           |             |            |                  |     |            |          |          |          |
| GENERAL ELECTRIC CO<br>2708          | 495652   | COM            | 369604103 | 333,775,478 | 12,505,638 | X                |     |            | 28-5284  |          | 12007278 |
|                                      |          |                |           | 411,752,368 | 15,427,215 | X                | X   |            | 28-5284  |          | 14190944 |
| 39564                                | 1196707  |                |           | 834,863     | 31,280     | X                |     |            | 28-11135 |          | 31280    |
|                                      |          |                |           | 10,621,392  | 397,954    | X                |     |            | 28-4580  |          | 395682   |
| 2272                                 |          |                |           | 10,926,779  | 409,396    | X                | X   |            | 28-4580  |          | 405544   |
| 3000                                 | 852      |                |           |             |            |                  |     |            |          |          |          |
| GENERAL EMPLOYMENT ENTERPRIS<br>2000 |          | COM            | 369730106 | 1,660       | 2,000      | X                | X   |            | 28-5284  |          |          |
| GENERAL GROWTH PPTYS INC<br>3500     |          | COM            | 370021107 | 1,637,197   | 46,737     | X                |     |            | 28-5284  |          | 43237    |
|                                      |          |                |           | 56,153      | 1,603      | X                | X   |            | 28-5284  |          | 1403     |
| 200                                  |          |                |           |             |            |                  |     |            |          |          |          |
| GENERAL MLS INC<br>28943             |          | COM            | 370334104 | 23,084,031  | 379,859    | X                |     |            | 28-5284  |          | 350916   |
|                                      |          |                |           | 29,491,134  | 485,291    | X                | X   |            | 28-5284  |          | 437102   |
| 1380                                 | 46809    |                |           | 292,547     | 4,814      | X                |     |            | 28-11135 |          | 4814     |
|                                      |          |                |           | 572,332     | 9,418      | X                |     |            | 28-4580  |          | 9018     |
| 400                                  |          |                |           | 238,097     | 3,918      | X                | X   |            | 28-4580  |          | 3918     |

|   |                       |                        |             |        |   |           |       |
|---|-----------------------|------------------------|-------------|--------|---|-----------|-------|
| GENERAL MTRS CORP<br>21500              | COM                   | 370442105              | 408,538     | 35,525 | X | 28-5284   | 14025 |
| 12555                                   |                       |                        | 434,056     | 37,744 | X | X 28-5284 | 25189 |
|   |                       |                        | 3,358       | 292    | X | 28-4580   | 292   |
|   |                       |                        | 16,135      | 1,403  | X | X 28-4580 | 1403  |
| GENERAL MTRS CORP<br>GENESCO INC<br>180 | DEB SR CV C 33<br>COM | 370442717<br>371532102 | 14,608      | 1,100  | X | X 28-5284 | 1100  |
|   |                       |                        | 5,557       | 180    | X | 28-5284   |       |
| GENESEE & WYO INC<br>7500               | CL A                  | 371559105              | 7,718       | 250    | X | X 28-5284 | 250   |
|   |                       |                        | 6,804       | 200    | X | 28-5284   | 200   |
|   |                       |                        | 255,150     | 7,500  | X | X 28-5284 |       |
| GENESIS LEASE LTD<br>1500               | ADR                   | 37183T107              | 2,347       | 69     | X | 28-11135  | 69    |
|   |                       |                        | 15,495      | 1,500  | X | X 28-5284 |       |
| GENTEX CORP                             | COM                   | 371901109              | 25,992      | 1,800  | X | 28-5284   | 1800  |
|   |                       |                        | 40,432      | 2,800  | X | X 28-5284 | 2800  |
| COLUMN TOTAL                            |                       |                        | 893,233,892 |        |   |           |       |

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|------------------------------|----------------|----------------|-----|-------------|---------|------------------|-----|------------|-----|----------|-----|
| VOTING AUTHORITY             |                | CUSIP          |     | FAIR MARKET |         | SHARES OR        |     | INVESTMENT |     | MANAGERS |     |
| ITEM 1:                      |                | ITEM 2:        |     | VALUE       |         | PRINCIPAL        |     | (B) SHARED |     | (A) SOLE |     |
| NAME OF ISSUER               |                | TITLE OF CLASS |     | AMOUNT      |         | (A) SOLE (C) OTH |     | INSTR V    |     | (A) SOLE |     |
| (B) SHARED                   | (C) NONE       |                |     |             |         |                  |     |            |     |          |     |
| <S>                          | <C>            | <C>            | <C> | <C>         | <C>     | <C>              | <C> | <C>        | <C> | <C>      | <C> |
| GENESIS ENERGY L P           | UNIT LTD PARTN | 371927104      |     | 9,225       | 500     | X                |     | 28-5284    |     | 500      |     |
| GENOMIC HEALTH INC           | COM            | 37244C101      |     | 248,950     | 13,000  | X                |     | 28-5284    |     | 13000    |     |
| GENTEK INC                   | COM NEW        | 37245X203      |     | 81          | 3       | X                |     | 28-5284    |     | 3        |     |
| GENUINE PARTS CO<br>1900     | COM            | 372460105      |     | 1,016,483   | 25,617  | X                |     | 28-5284    |     | 23717    |     |
| 8337                         |                |                |     | 2,617,888   | 65,975  | X                | X   | 28-5284    |     | 57638    |     |
|                              |                |                |     | 3,651       | 92      | X                |     | 28-11135   |     | 92       |     |
|                              |                |                |     | 261,888     | 6,600   | X                |     | 28-4580    |     | 6600     |     |
| GENWORTH FINL INC<br>6400    | COM CL A       | 37247D106      |     | 197,281     | 11,077  | X                |     | 28-5284    |     | 4677     |     |
| 6325                         |                |                |     | 191,903     | 10,775  | X                | X   | 28-5284    |     | 4450     |     |
|                              |                |                |     | 8,282       | 465     | X                |     | 28-11135   |     | 465      |     |
| GEOKINETICS INC              | COM PAR \$0.01 | 372910307      |     | 36,220      | 2,000   | X                | X   | 28-5284    |     | 2000     |     |
| GENZYME CORP<br>40215        | COM            | 372917104      |     | 19,907,885  | 276,960 | X                |     | 28-5284    |     | 236745   |     |
| 150                          | 23402          |                |     | 9,951,570   | 138,447 | X                | X   | 28-5284    |     | 114895   |     |
|                              |                |                |     | 4,672       | 65      | X                |     | 28-11135   |     | 65       |     |
|                              |                |                |     | 86,975      | 1,210   | X                |     | 28-4580    |     | 1210     |     |
|                              |                |                |     | 7,188       | 100     | X                | X   | 28-4580    |     | 100      |     |
| GEORGIA GULF CORP<br>230     | COM PAR \$0.01 | 373200203      |     | 667         | 230     | X                |     | 28-5284    |     |          |     |
| 200                          |                |                |     | 580         | 200     | X                | X   | 28-5284    |     |          |     |
| GERDAU AMERISTEEL CORP       | COM            | 37373P105      |     | 4,825       | 250     | X                |     | 28-5284    |     | 250      |     |
| GERBER SCIENTIFIC INC<br>140 | COM            | 373730100      |     | 1,593       | 140     | X                |     | 28-5284    |     |          |     |
| GERDAU S A<br>5000           | SPONSORED ADR  | 373737105      |     | 312,130     | 13,000  | X                | X   | 28-5284    |     | 8000     |     |
| GERON CORP                   | COM            | 374163103      |     | 20,700      | 6,000   | X                |     | 28-5284    |     | 6000     |     |
| 2000                         |                |                |     | 7,590       | 2,200   | X                | X   | 28-5284    |     | 200      |     |
| GETTY RLTY CORP NEW          | COM            | 374297109      |     | 210,242     | 14,590  | X                | X   | 28-5284    |     | 14590    |     |
| GEVITY HR INC                | COM            | 374393106      |     | 791         | 147     | X                |     | 28-5284    |     | 147      |     |
| COLUMN TOTAL                 |                |                |     | 35,109,260  |         |                  |     |            |     |          |     |

</TABLE>

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|                         |       |           |  |             |         |   |           |        |
|-------------------------|-------|-----------|--|-------------|---------|---|-----------|--------|
| 1000                    |       |           |  | 138,510     | 3,000   | X | 28-4580   | 3000   |
| GOLDEN STAR RES LTD CDA | COM   | 38119T104 |  | 42,502      | 15,800  | X | 28-5284   | 15800  |
| GOLDMAN SACHS GROUP INC | COM   | 38141G104 |  | 68,840,815  | 393,601 | X | 28-5284   | 379085 |
| 14516                   |       |           |  |             |         |   |           |        |
| 2869                    | 8558  |           |  | 33,662,653  | 192,468 | X | X 28-5284 | 181041 |
|                         |       |           |  | 551,635     | 3,154   | X | 28-11135  | 3154   |
|                         |       |           |  | 1,421,937   | 8,130   | X | 28-4580   | 7967   |
| 163                     |       |           |  | 421,684     | 2,411   | X | X 28-4580 | 2411   |
| GOLF TR AMER INC        | COM   | 38168B103 |  | 14,000      | 8,000   | X | X 28-5284 |        |
| 8000                    |       |           |  |             |         |   |           |        |
| GOODRICH CORP           | COM   | 382388106 |  | 16,878,342  | 355,633 | X | 28-5284   | 339960 |
| 15673                   |       |           |  |             |         |   |           |        |
|                         |       |           |  | 8,085,570   | 170,366 | X | X 28-5284 | 156915 |
| 1190                    | 12261 |           |  | 1,424       | 30      | X | 28-11135  | 30     |
|                         |       |           |  | 547,736     | 11,541  | X | 28-4580   | 11147  |
| 394                     |       |           |  | 126,671     | 2,669   | X | X 28-4580 | 2669   |
| GOODYEAR TIRE & RUBR CO | COM   | 382550101 |  | 26,816      | 1,504   | X | 28-5284   | 1504   |
|                         |       |           |  | 10,698      | 600     | X | X 28-5284 | 600    |
| GOOGLE INC              | CL A  | 38259P508 |  | 5,769,563   | 10,960  | X | 28-5284   | 9267   |
| 1693                    |       |           |  |             |         |   |           |        |
|                         |       |           |  | 2,767,390   | 5,257   | X | X 28-5284 | 5247   |
| 10                      |       |           |  | 994,407     | 1,889   | X | 28-11135  | 1889   |
| GORMAN RUPP CO          | COM   | 383082104 |  | 128,524     | 3,226   | X | 28-5284   | 3226   |
| GRACE W R & CO DEL NEW  | COM   | 38388F108 |  | 42,047      | 1,790   | X | 28-5284   | 700    |
| 1090                    |       |           |  | 39,299      | 1,673   | X | X 28-5284 | 820    |
| 853                     |       |           |  |             |         |   |           |        |
| GRACO INC               | COM   | 384109104 |  | 356,145     | 9,355   | X | 28-5284   | 9105   |
| 250                     |       |           |  | 1,621,401   | 42,590  | X | X 28-5284 | 17050  |
| 25540                   |       |           |  |             |         |   |           |        |
| GRAINGER W W INC        | COM   | 384802104 |  | 2,260,379   | 27,633  | X | 28-5284   | 24083  |
| 3550                    |       |           |  |             |         |   |           |        |
|                         |       |           |  | 2,685,903   | 32,835  | X | X 28-5284 | 19833  |
| 800                     | 12202 |           |  | 11,616      | 142     | X | 28-11135  | 142    |
| COLUMN TOTAL            |       |           |  | 147,964,009 |         |   |           |        |

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|------------------------------|--------------|----------------|-----|-------------|--------|-----------|-----------|------------------|-----|------------------|-------|
| VOTING AUTHORITY             |              | CUSIP          |     | FAIR MARKET |        | SHARES OR |           | INVESTMENT       |     | MANAGERS         |       |
| ITEM 1:                      |              | ITEM 2:        |     | FAIR MARKET |        | PRINCIPAL |           | (B) SHARED       |     | (A) SOLE         |       |
| (SHARES)                     |              | TITLE OF CLASS |     | VALUE       |        | AMOUNT    |           | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |       |
| (B) SHARED (C) NONE          |              |                |     |             |        |           |           |                  |     |                  |       |
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| GRAMERCY CAP CORP            | COM          | 384871109      |     | 394,466     | 34,035 | X         | 28-5284   |                  |     |                  | 34035 |
|                              |              |                |     | 391,232     | 33,756 | X         | X 28-5284 |                  |     |                  | 33756 |
| GREAT ATLANTIC & PAC TEA INC | COM          | 390064103      |     | 3,879       | 170    | X         | 28-5284   |                  |     |                  |       |
| 170                          |              |                |     | 776         | 34     | X         | X 28-5284 |                  |     |                  | 12    |
| 22                           |              |                |     |             |        |           |           |                  |     |                  |       |
| GREAT NORTHN IRON ORE PPTYS  | CTFS BEN INT | 391064102      |     | 10,495      | 95     | X         | 28-5284   |                  |     |                  | 95    |
| GREAT PLAINS ENERGY INC      | COM          | 391164100      |     | 544,203     | 21,527 | X         | 28-5284   |                  |     |                  | 13427 |
| 8100                         |              |                |     |             |        |           |           |                  |     |                  |       |
|                              |              |                |     | 170,640     | 6,750  | X         | X 28-5284 |                  |     |                  | 6450  |
| 300                          |              |                |     | 3,944       | 156    | X         | 28-4580   |                  |     |                  | 156   |
| GREAT WOLF RESORTS INC       | COM          | 391523107      |     | 437         | 100    | X         | X 28-5284 |                  |     |                  | 100   |
| GREATER CHINA FD INC         | COM          | 39167B102      |     | 14,234      | 1,100  | X         | 28-5284   |                  |     |                  | 1100  |
|                              |              |                |     | 15,334      | 1,185  | X         | X 28-5284 |                  |     |                  | 1185  |
| GREEN MTN COFFEE ROASTERS IN | COM          | 393122106      |     | 619,905     | 16,500 | X         | X 28-5284 |                  |     |                  | 16500 |
| GREIF INC                    | CL A         | 397624107      |     | 78,565      | 1,227  | X         | 28-11135  |                  |     |                  | 1227  |
| GRIFFON CORP                 | COM          | 398433102      |     | 1,489       | 170    | X         | 28-5284   |                  |     |                  |       |

|                             |                |           |           |        |   |   |          |       |
|-----------------------------|----------------|-----------|-----------|--------|---|---|----------|-------|
| 170                         |                |           | 24,090    | 2,750  | X | X | 28-5284  | 2750  |
| GROUP 1 AUTOMOTIVE INC      | COM            | 398905109 | 3,577     | 180    | X |   | 28-5284  |       |
| 180                         |                |           |           |        |   |   |          |       |
| GROUPE CGI INC              | CL A SUB VTG   | 39945C109 | 429       | 43     | X |   | 28-11135 | 43    |
| GRUBB & ELLIS CO            | COM PAR \$0.01 | 400095204 | 5,844     | 1,518  | X |   | 28-5284  | 1518  |
| GRUPO TELEVISIA SA DE CV    | SP ADR REP ORD | 40049J206 | 4,724     | 200    | X | X | 28-5284  |       |
| 200                         |                |           |           |        |   |   |          |       |
| GRUPO TMM S A B             | SP ADR A SHS   | 40051D105 | 57,000    | 30,000 | X | X | 28-5284  | 30000 |
| GUANGSHEN RY LTD            | SPONSORED ADR  | 40065W107 | 12,594    | 562    | X |   | 28-5284  | 562   |
| GUARANTY BANCORP DEL        | COM            | 40075T102 | 619       | 172    | X |   | 28-5284  | 172   |
| GUARANTY FINL GROUP INC     | COM            | 40108N106 | 4,001     | 745    | X |   | 28-5284  | 745   |
| GUESS INC                   | COM            | 401617105 | 2,734     | 73     | X |   | 28-11135 | 73    |
| GULF ISLAND FABRICATION INC | COM            | 402307102 | 534,523   | 10,922 | X |   | 28-11135 | 10922 |
| COLUMN TOTAL                |                |           | 2,899,734 |        |   |   |          |       |

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|------------------------------|----------------|----------------|-----|-------------|--------|-----------|-----|------------------|-----|------------------|-----|
| VOTING AUTHORITY             |                | CUSIP          |     | FAIR MARKET |        | SHARES OR |     | INVESTMENT       |     | MANAGERS         |     |
| ITEM 1:                      |                | ITEM 2:        |     | FAIR MARKET |        | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |     |
| NAME OF ISSUER               |                | TITLE OF CLASS |     | VALUE       |        | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| (B) SHARED (C) NONE          |                |                |     |             |        |           |     |                  |     |                  |     |
| <S>                          | <C>            | <C>            | <C> | <C>         | <C>    | <C>       | <C> | <C>              | <C> | <C>              | <C> |
| GULFMARK OFFSHORE INC        | COM            | 402629109      |     | 29,090      | 500    | X         | X   | 28-5284          |     | 500              |     |
| GULFPORT ENERGY CORP         | COM NEW        | 402635304      |     | 359,227     | 21,811 | X         |     | 28-11135         |     | 21811            |     |
| GUSHAN ENVIRONMENTAL ENRGY L | SPON ADR       | 40330W106      |     | 11,620      | 1,000  | X         | X   | 28-5284          |     | 1000             |     |
| GYMBOREE CORP                | COM            | 403777105      |     | 9,216       | 230    | X         |     | 28-5284          |     |                  |     |
| 230                          |                |                |     |             |        |           |     |                  |     |                  |     |
| H & Q LIFE SCIENCES INVS     | SH BEN INT     | 404053100      |     | 67,237      | 1,678  | X         |     | 28-11135         |     | 1678             |     |
|                              |                |                |     | 78,296      | 6,850  | X         |     | 28-5284          |     | 6850             |     |
|                              |                |                |     | 11,339      | 992    | X         | X   | 28-5284          |     | 992              |     |
| HCC INS HLDGS INC            | COM            | 404132102      |     | 1,043,788   | 49,375 | X         |     | 28-5284          |     | 46265            |     |
| 3110                         |                |                |     |             |        |           |     |                  |     |                  |     |
| 45                           |                |                |     | 611,897     | 28,945 | X         | X   | 28-5284          |     | 28900            |     |
| HCP INC                      | COM            | 40414L109      |     | 13,931      | 659    | X         |     | 28-11135         |     | 659              |     |
| 400                          |                |                |     | 955,922     | 30,051 | X         |     | 28-5284          |     | 29651            |     |
| 7200                         |                |                |     | 2,479,462   | 77,946 | X         | X   | 28-5284          |     | 70746            |     |
| HDFC BANK LTD                | ADR REPS 3 SHS | 40415F101      |     | 24,494      | 770    | X         |     | 28-11135         |     | 770              |     |
|                              |                |                |     | 7,094       | 99     | X         |     | 28-5284          |     | 99               |     |
|                              |                |                |     | 1,290       | 18     | X         | X   | 28-5284          |     | 18               |     |
| HLTH CORPORATION             | COM            | 40422Y101      |     | 7,924       | 700    | X         |     | 28-5284          |     | 700              |     |
| HNI CORP                     | COM            | 404251100      |     | 83,002      | 4,700  | X         |     | 28-5284          |     | 4700             |     |
|                              |                |                |     | 84,768      | 4,800  | X         | X   | 28-5284          |     | 4800             |     |
| HRPT PPTYS TR                | COM SH BEN INT | 40426W101      |     | 67,768      | 10,010 | X         |     | 28-5284          |     | 8110             |     |
| 1900                         |                |                |     |             |        |           |     |                  |     |                  |     |
| 1500                         |                |                |     | 370,928     | 54,790 | X         | X   | 28-5284          |     | 53290            |     |
| HSBC HLDGS PLC               | SPON ADR NEW   | 404280406      |     | 67,700      | 10,000 | X         | X   | 28-4580          |     | 10000            |     |
| 438                          |                |                |     | 3,237,354   | 42,208 | X         |     | 28-5284          |     | 41770            |     |
| 802                          |                |                |     | 1,333,583   | 17,387 | X         | X   | 28-5284          |     | 16585            |     |
|                              |                |                |     | 465,569     | 6,070  | X         |     | 28-11135         |     | 6070             |     |
|                              |                |                |     | 321,987     | 4,198  | X         | X   | 28-4580          |     | 4198             |     |
| HSBC HLDGS PLC               | ADR A 1/40PF A | 404280604      |     | 41,160      | 2,000  | X         |     | 28-5284          |     | 2000             |     |
|                              |                |                |     | 28,812      | 1,400  | X         | X   | 28-5284          |     | 1400             |     |
| HAEMONETICS CORP             | COM            | 405024100      |     | 11,647      | 210    | X         |     | 28-5284          |     |                  |     |
| 210                          |                |                |     |             |        |           |     |                  |     |                  |     |
|                              |                |                |     | 11,092      | 200    | X         | X   | 28-5284          |     | 200              |     |
|                              |                |                |     | 2,773       | 50     | X         |     | 28-11135         |     | 50               |     |
| COLUMN TOTAL                 |                |                |     | 11,839,970  |        |           |     |                  |     |                  |     |

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| ITEM 8:                      |                | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |         | ITEM 7:  |          |
|------------------------------|----------------|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY             |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:                      |                | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED                   | (C) NONE       |                |           |             |           |            |         |          |          |
| <S>                          | <C>            | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| <C>                          | <C>            |                |           |             |           |            |         |          |          |
| HAIN CELESTIAL GROUP INC     | COM            |                | 405217100 | 11,975      | 510       | X          |         | 28-5284  | 200      |
| 310                          |                |                |           | 14,088      | 600       | X          | X       | 28-5284  | 600      |
|                              |                |                |           | 1,526       | 65        | X          |         | 28-11135 | 65       |
| HALLIBURTON CO               | COM            |                | 406216101 | 15,830,781  | 298,300   | X          |         | 28-5284  | 226208   |
| 72092                        |                |                |           | 15,210,021  | 286,603   | X          | X       | 28-5284  | 259056   |
| 1600                         | 25947          |                |           | 205,593     | 3,874     | X          |         | 28-11135 | 3874     |
|                              |                |                |           | 118,346     | 2,230     | X          |         | 28-4580  | 2230     |
|                              |                |                |           | 164,517     | 3,100     | X          | X       | 28-4580  | 3100     |
| HAMPTON ROADS BANKSHARES INC | COM            |                | 409321106 | 48,561      | 3,888     | X          |         | 28-5284  | 3888     |
| 13500                        |                |                |           | 1,917,215   | 153,500   | X          | X       | 28-5284  | 140000   |
| JOHN HANCOCK BK &THRIFT OPP  | SH BEN INT     |                | 409735107 | 25,810      | 5,660     | X          |         | 28-5284  | 5660     |
|                              |                |                |           | 75,477      | 16,552    | X          |         | 28-11135 | 16552    |
| HANCOCK JOHN INCOME SECS TR  | COM            |                | 410123103 | 3,816       | 300       | X          |         | 28-5284  | 300      |
| 10300                        |                |                |           | 131,016     | 10,300    | X          | X       | 28-5284  |          |
| HANCOCK JOHN PATRIOT PREM II | COM SH BEN INT |                | 41013T105 | 10,111      | 1,121     | X          |         | 28-5284  | 1121     |
| HANCOCK JOHN TAX-ADV DIV INC | COM            |                | 41013V100 | 21,960      | 1,500     | X          | X       | 28-5284  | 1500     |
| HANCOCK JOHN PFD INCOME FD I | COM            |                | 41013X106 | 9,360       | 500       | X          |         | 28-5284  | 500      |
|                              |                |                |           | 37,440      | 2,000     | X          | X       | 28-5284  | 2000     |
| HANCOCK JOHN INVS TR         | COM            |                | 410142103 | 267,216     | 15,200    | X          | X       | 28-5284  |          |
| 15200                        |                |                |           |             |           |            |         |          |          |
| HANCOCK JOHN PFD INCOME FD I | COM            |                | 41021P103 | 8,335       | 500       | X          |         | 28-5284  | 500      |
| HANESBRANDS INC              | COM            |                | 410345102 | 490,800     | 18,084    | X          |         | 28-5284  | 13899    |
| 4185                         |                |                |           | 488,004     | 17,981    | X          | X       | 28-5284  | 17413    |
| 568                          |                |                |           |             |           |            |         |          |          |
| HANOVER CAP MTG HLDGS INC    | COM            |                | 410761100 | 442         | 2,104     | X          | X       | 28-5284  | 2104     |
| HANOVER INS GROUP INC        | COM            |                | 410867105 | 255,000     | 6,000     | X          |         | 28-5284  | 6000     |
|                              |                |                |           | 46,368      | 1,091     | X          | X       | 28-5284  |          |
| 1091                         |                |                |           |             |           |            |         |          |          |
| HANSEN MEDICAL INC           | COM            |                | 411307101 | 26,752      | 1,600     | X          | X       | 28-5284  | 1600     |
| HANSEN NAT CORP              | COM            |                | 411310105 | 792,550     | 27,500    | X          |         | 28-5284  | 23510    |
| 3990                         |                |                |           |             |           |            |         |          |          |
|                              |                |                |           | 120,756     | 4,190     | X          | X       | 28-5284  | 1940     |
| 2250                         |                |                |           |             |           |            |         |          |          |
|                              |                |                |           | 576         | 20        | X          |         | 28-11135 | 20       |
| COLUMN TOTAL                 |                |                |           | 36,334,412  |           |            |         |          |          |

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|---------------------|----------------|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY    |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:             |                | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)            | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED          | (C) NONE       |                |           |             |           |            |         |          |          |
| <S>                 | <C>            | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| <C>                 | <C>            |                |           |             |           |            |         |          |          |
| HARLEY DAVIDSON INC | COM            |                | 412822108 | 1,933,238   | 53,316    | X          |         | 28-5284  | 47066    |





|                       |     |           |           |        |   |   |          |       |
|-----------------------|-----|-----------|-----------|--------|---|---|----------|-------|
|                       |     |           | 659,579   | 14,822 | X | X | 28-5284  | 14822 |
|                       |     |           | 5,696     | 128    | X |   | 28-11135 | 128   |
| HEALTHEXTRAS INC      | COM | 422211102 | 9,796     | 325    | X |   | 28-5284  | 325   |
|                       |     |           | 18,084    | 600    | X | X | 28-5284  | 600   |
| HEALTH NET INC        | COM | 42222G108 | 14,075    | 585    | X |   | 28-5284  | 585   |
|                       |     |           | 24        | 1      | X | X | 28-5284  | 1     |
|                       |     |           | 150,183   | 6,242  | X |   | 28-11135 | 6242  |
| HEALTHWAYS INC        | COM | 422245100 | 5,920     | 200    | X |   | 28-5284  | 200   |
| 8825                  |     |           | 261,220   | 8,825  | X | X | 28-5284  |       |
| HEARTLAND EXPRESS INC | COM | 422347104 | 5,561     | 373    | X |   | 28-5284  |       |
| 373                   |     |           |           |        |   |   |          |       |
| HEARTLAND PMT SYS INC | COM | 42235N108 | 16,732    | 709    | X |   | 28-5284  | 709   |
|                       |     |           | 311,449   | 13,197 | X | X | 28-5284  | 9247  |
| 3950                  |     |           |           |        |   |   |          |       |
|                       |     |           | 298,422   | 12,645 | X |   | 28-11135 | 12645 |
| COLUMN TOTAL          |     |           | 7,873,328 |        |   |   |          |       |

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| ITEM 8:             |                              | ITEM 3:       |             | ITEM 4:    | ITEM 5:          | ITEM 6:<br>INVESTMENT |          | ITEM 7:        |
|---------------------|------------------------------|---------------|-------------|------------|------------------|-----------------------|----------|----------------|
| VOTING AUTHORITY    |                              | CUSIP         | FAIR MARKET | SHARES OR  | DISCRETION       |                       |          |                |
| ITEM 1:             | ITEM 2:                      | NUMBER        | VALUE       | PRINCIPAL  | (B) SHARED       | MANAGERS              |          |                |
| (SHARES)            | NAME OF ISSUER               |               |             | AMOUNT     | (A) SOLE (C) OTH | INSTR V               | (A) SOLE |                |
| (B) SHARED (C) NONE | TITLE OF CLASS               |               |             |            |                  |                       |          |                |
| <S>                 | <C>                          | <C>           | <C>         | <C>        | <C>              | <C>                   | <C>      | <C>            |
| <C>                 | <C>                          |               |             |            |                  |                       |          |                |
|                     | HECLA MNG CO                 | COM           | 422704106   | 102,092    | 11,025           | X                     | X        | 28-5284 11025  |
|                     | HEICO CORP NEW               | COM           | 422806109   | 6,508      | 200              | X                     | X        | 28-5284 200    |
|                     |                              |               |             | 8,786      | 270              | X                     |          | 28-11135 270   |
|                     | HEIDRICK & STRUGGLES INTL IN | COM           | 422819102   | 3,870      | 140              | X                     |          | 28-5284        |
|                     | 140                          |               |             |            |                  |                       |          |                |
|                     |                              |               |             | 67,718     | 2,450            | X                     | X        | 28-5284 2450   |
|                     | HEINZ H J CO                 | COM           | 423074103   | 22,754,302 | 475,534          | X                     |          | 28-5284 458221 |
|                     | 17313                        |               |             |            |                  |                       |          |                |
|                     |                              |               |             | 26,257,161 | 548,739          | X                     | X        | 28-5284 512637 |
|                     | 967 35135                    |               |             |            |                  |                       |          |                |
|                     |                              |               |             | 1,023,942  | 21,399           | X                     |          | 28-11135 21399 |
|                     |                              |               |             | 4,056,675  | 84,779           | X                     |          | 28-4580 84779  |
|                     |                              |               |             | 1,022,650  | 21,372           | X                     | X        | 28-4580 21372  |
|                     | HELLENIC TELECOM ORGANIZATN  | SPONSORED ADR | 423325307   | 4,712      | 396              | X                     |          | 28-5284 396    |
|                     | HELMERICH & PAYNE INC        | COM           | 423452101   | 172,848    | 2,400            | X                     |          | 28-5284 2400   |
|                     |                              |               |             | 79,222     | 1,100            | X                     | X        | 28-5284 1100   |
|                     |                              |               |             | 22,038     | 306              | X                     |          | 28-11135 306   |
|                     | HENRY JACK & ASSOC INC       | COM           | 426281101   | 103,223    | 4,770            | X                     |          | 28-5284 4770   |
|                     |                              |               |             | 12,984     | 600              | X                     | X        | 28-5284        |
|                     | 600                          |               |             |            |                  |                       |          |                |
|                     | HERCULES INC                 | COM           | 427056106   | 39,955     | 2,360            | X                     |          | 28-5284 1100   |
|                     | 1260                         |               |             |            |                  |                       |          |                |
|                     |                              |               |             | 30,474     | 1,800            | X                     | X        | 28-5284 1800   |
|                     |                              |               |             | 33,860     | 2,000            | X                     |          | 28-4580 2000   |
|                     |                              |               |             | 40,006     | 2,363            | X                     | X        | 28-4580 2363   |
|                     | HERCULES OFFSHORE INC        | COM           | 427093109   | 17,489     | 460              | X                     |          | 28-5284 460    |
|                     | HERSHA HOSPITALITY TR        | SH BEN INT A  | 427825104   | 132,314    | 17,525           | X                     |          | 28-5284 17525  |
|                     |                              |               |             | 7,928      | 1,050            | X                     | X        | 28-5284 1050   |
|                     |                              |               |             | 883        | 117              | X                     |          | 28-11135 117   |
|                     | HERSHEY CO                   | COM           | 427866108   | 5,151,082  | 157,141          | X                     |          | 28-5284 143641 |
|                     | 13500                        |               |             |            |                  |                       |          |                |
|                     |                              |               |             | 8,751,539  | 266,978          | X                     | X        | 28-5284 264288 |
|                     | 2690                         |               |             |            |                  |                       |          |                |
|                     |                              |               |             | 55,726     | 1,700            | X                     |          | 28-4580 1700   |
|                     |                              |               |             | 18,029     | 550              | X                     | X        | 28-4580 550    |
|                     | HERZFELD CARIBBEAN BASIN FD  | COM           | 42804T106   | 3,499      | 455              | X                     |          | 28-5284 455    |
|                     | COLUMN TOTAL                 |               |             | 69,981,515 |                  |                       |          |                |

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| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:        |           | ITEM 3:     | ITEM 4:     | ITEM 5:   | ITEM 6:<br>INVESTMENT |          | ITEM 7:  |
|--|----------------|-----------|-------------|-------------|-----------|-----------------------|----------|----------|
|  | NAME OF ISSUER |           | CUSIP       | FAIR MARKET | SHARES OR | DISCRETION            |          | MANAGERS |
|  | TITLE OF CLASS | NUMBER    | VALUE       | PRINCIPAL   | (A) SOLE  | (C) OTH               | INSTR V  | (A) SOLE |
| <S>  | <C>            | <C>       | <C>         | <C>         | <C>       | <C>                   | <C>      | <C>      |
| <C>  | <C>            |           |             |             |           |                       |          |          |
| HESS CORP  | COM            | 42809H107 | 325,444     | 2,579       | X         |                       | 28-5284  | 2579     |
| 100  |                |           | 854,937     | 6,775       | X         | X                     | 28-5284  | 6675     |
| HEWITT ASSOCS INC  | COM            | 42822Q100 | 23,976      | 190         | X         | X                     | 28-4580  | 190      |
| HEWLETT PACKARD CO   | COM            | 428236103 | 1,589,928   | 41,480      | X         | X                     | 28-5284  | 41480    |
| 106865   |                |           | 98,759,172  | 2,233,865   | X         |                       | 28-5284  | 2127000  |
| 16928 100356   |                |           | 84,424,344  | 1,909,621   | X         | X                     | 28-5284  | 1792337  |
|  |                |           | 785,921     | 17,777      | X         |                       | 28-11135 | 17777    |
| 748  |                |           | 2,135,608   | 48,306      | X         |                       | 28-4580  | 47558    |
| HEXCEL CORP NEW  | COM            | 428291108 | 3,084,487   | 69,769      | X         | X                     | 28-4580  | 69769    |
| 3000   |                |           | 44,390      | 2,300       | X         |                       | 28-5284  | 2300     |
|  |                |           | 57,900      | 3,000       | X         | X                     | 28-5284  |          |
| HIGH YIELD PLUS FD INC   | COM            | 429906100 | 1,467       | 76          | X         |                       | 28-11135 | 76       |
| HIGHWOODS PPTYS INC  | COM            | 431284108 | 2,930       | 1,000       | X         |                       | 28-5284  | 1000     |
|  |                |           | 238,792     | 7,600       | X         |                       | 28-5284  | 7600     |
| HILB ROGAL & HOBBS CO  | COM            | 431294107 | 283         | 9           | X         | X                     | 28-5284  | 9        |
| 300  |                |           | 2,295,036   | 52,808      | X         |                       | 28-5284  | 52508    |
|  |                |           | 1,024,265   | 23,568      | X         | X                     | 28-5284  | 20943    |
| 2625   |                |           | 6,736       | 155         | X         |                       | 28-11135 | 155      |
| HILL ROM HLDGS INC   | COM            | 431475102 | 3,994,335   | 148,048     | X         |                       | 28-5284  | 14368    |
| 133680   |                |           | 7,210,108   | 267,239     | X         | X                     | 28-5284  | 195586   |
| 20489 51164  |                |           | 3,168,227   | 148,048     | X         |                       | 28-5284  | 14368    |
| HILLENBRAND INC  | COM            | 431571108 | 5,718,915   | 267,239     | X         | X                     | 28-5284  | 195586   |
| 133680   |                |           |             |             |           |                       |          |          |
| 20489 51164  |                |           |             |             |           |                       |          |          |
| HIMAX TECHNOLOGIES INC   | SPONSORED ADR  | 43289P106 | 5,120       | 1,000       | X         |                       | 28-5284  | 1000     |
| HIRSCH INTL CORP   | CL A           | 433550100 | 247,246     | 183,145     | X         | X                     | 28-5284  |          |
| 183145   |                |           |             |             |           |                       |          |          |
| HITACHI LIMITED  | ADR 10 COM     | 433578507 | 29,317      | 409         | X         |                       | 28-5284  | 409      |
| HOLLIS-EDEN PHARMACEUTICALS                                    | COM            | 435902101 | 20,655      | 13,500      | X         |                       | 28-5284  | 13500    |
|  |                |           | 4,590       | 3,000       | X         | X                     | 28-5284  | 3000     |
| COLUMN TOTAL   |                |           | 216,054,129 |             |           |                       |          |          |

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| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:        |           | ITEM 3:    | ITEM 4:     | ITEM 5:   | ITEM 6:<br>INVESTMENT |          | ITEM 7:  |
|--|----------------|-----------|------------|-------------|-----------|-----------------------|----------|----------|
|  | NAME OF ISSUER |           | CUSIP      | FAIR MARKET | SHARES OR | DISCRETION            |          | MANAGERS |
|  | TITLE OF CLASS | NUMBER    | VALUE      | PRINCIPAL   | (A) SOLE  | (C) OTH               | INSTR V  | (A) SOLE |
| <S>  | <C>            | <C>       | <C>        | <C>         | <C>       | <C>                   | <C>      | <C>      |
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| HOLOGIC INC  | COM            | 436440101 | 121,470    | 5,572       | X         |                       | 28-5284  | 5572     |
|  |                |           | 30,520     | 1,400       | X         | X                     | 28-5284  | 1400     |
|  |                |           | 131,171    | 6,017       | X         |                       | 28-11135 | 6017     |
| HOME DEPOT INC   | COM            | 437076102 | 23,520,753 | 1,004,302   | X         |                       | 28-5284  | 902756   |



|                           |                |           |  |           |        |   |   |          |       |
|---------------------------|----------------|-----------|--|-----------|--------|---|---|----------|-------|
| 540                       |                |           |  | 195,239   | 11,705 | X | X | 28-5284  | 11165 |
| HUGOTON RTY TR TEX        | UNIT BEN INT   | 444717102 |  | 204,018   | 5,514  | X |   | 28-5284  | 5514  |
|                           |                |           |  | 185       | 5      | X | X | 28-5284  | 5     |
| HUMANA INC                | COM            | 444859102 |  | 484,757   | 12,189 | X |   | 28-5284  | 12189 |
|                           |                |           |  | 582,988   | 14,659 | X | X | 28-5284  | 14659 |
|                           |                |           |  | 96,641    | 2,430  | X |   | 28-11135 | 2430  |
| HUMAN GENOME SCIENCES INC | COM            | 444903108 |  | 18,235    | 3,500  | X |   | 28-5284  | 3500  |
|                           |                |           |  | 1,042     | 200    | X | X | 28-5284  | 200   |
| HUNT J B TRANS SVCS INC   | COM            | 445658107 |  | 9,452     | 284    | X |   | 28-5284  | 141   |
| 143                       |                |           |  | 200       | 6      | X | X | 28-5284  | 6     |
|                           |                |           |  | 1,098     | 33     | X |   | 28-11135 | 33    |
| HUNTINGTON BANCSHARES INC | COM            | 446150104 |  | 567,347   | 98,327 | X |   | 28-5284  | 70327 |
| 28000                     |                |           |  | 363,556   | 63,008 | X | X | 28-5284  | 62758 |
| 250                       |                |           |  | 4,893     | 848    | X |   | 28-11135 | 848   |
|                           |                |           |  | 61,889    | 10,726 | X | X | 28-4580  | 10726 |
| HUNTINGTON BANCSHARES INC | PFD CONV SER A | 446150401 |  | 210,000   | 300    | X | X | 28-5284  |       |
| 300                       |                |           |  |           |        |   |   |          |       |
| HUNTSMAN CORP             | COM            | 447011107 |  | 12,460    | 1,093  | X |   | 28-5284  | 1093  |
|                           |                |           |  | 28,500    | 2,500  | X | X | 28-5284  | 2500  |
| COLUMN TOTAL              |                |           |  | 6,760,424 |        |   |   |          |       |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |     |
|------------------|------------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|----------|----------|-----|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | INVESTMENT |          | MANAGERS |     |
| ITEM 1:          |                              | ITEM 2:        |           | VALUE       |         | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |     |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |     |
| (B) SHARED       | (C) NONE                     |                |           |             |         |           |         |            |          |          |     |
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| <C>              | <C>                          |                |           |             |         |           |         |            |          |          |     |
|                  | HURCO COMPANIES INC          | COM            | 447324104 | 44,791      | 1,450   | X         |         | 28-11135   |          | 1450     |     |
|                  | HURON CONSULTING GROUP INC   | COM            | 447462102 | 680         | 15      | X         |         | 28-11135   |          | 15       |     |
|                  | HUTCHINSON TECHNOLOGY INC    | COM            | 448407106 | 2,688       | 200     | X         |         | 28-5284    |          |          |     |
|                  | 200                          |                |           |             |         |           |         |            |          |          |     |
|                  | HYDROGENICS CORP             | COM            | 448882100 | 1,417       | 787     | X         | X       | 28-5284    |          | 787      |     |
|                  | HYPERDYNAMICS CORP           | COM            | 448954107 | 1,690       | 1,000   | X         |         | 28-5284    |          | 1000     |     |
|                  | HYPERION BRKFLD TOTAL RET FD | COM            | 449145101 | 194,268     | 29,750  | X         | X       | 28-5284    |          | 250      |     |
|                  | 29500                        |                |           |             |         |           |         |            |          |          |     |
|                  | HYPERION BRKFLD STRGC MTG IN | COM            | 44915C105 | 192,100     | 22,600  | X         | X       | 28-5284    |          |          |     |
|                  | 22600                        |                |           |             |         |           |         |            |          |          |     |
|                  | HYTHIAM INC                  | COM            | 44919F104 | 1,210       | 500     | X         |         | 28-5284    |          |          |     |
|                  | 500                          |                |           |             |         |           |         |            |          |          |     |
|                  | IAC INTERACTIVECORP          | COM NEW        | 44919P300 | 9,062       | 470     | X         |         | 28-5284    |          | 470      |     |
|                  |                              |                |           | 13,496      | 700     | X         | X       | 28-5284    |          | 700      |     |
|                  |                              |                |           | 482         | 25      | X         |         | 28-11135   |          | 25       |     |
|                  | ICO GLOBAL COMM HLDGS LTD DE | CL A           | 44930K108 | 5,656       | 1,735   | X         |         | 28-5284    |          | 1735     |     |
|                  | ICAD INC                     | COM            | 44934S107 | 590         | 200     | X         | X       | 28-5284    |          | 200      |     |
|                  | ICX TECHNOLOGIES INC         | COM            | 44934T105 | 1,206,004   | 165,206 | X         | X       | 28-5284    |          | 165206   |     |
|                  | ING PRIME RATE TR            | SH BEN INT     | 44977W106 | 4,813       | 840     | X         |         | 28-5284    |          | 840      |     |
|                  |                              |                |           | 17,190      | 3,000   | X         | X       | 28-5284    |          | 3000     |     |
|                  | ING CLARION REAL EST INCOME  | COM SHS        | 449788108 | 27,326      | 2,600   | X         |         | 28-5284    |          | 2600     |     |
|                  | ING CLARION GLB RE EST INCM  | COM            | 44982G104 | 134,571     | 10,141  | X         |         | 28-5284    |          | 7707     |     |
|                  | 2434                         |                |           | 13,270      | 1,000   | X         | X       | 28-5284    |          | 1000     |     |
|                  | IMS HEALTH INC               | COM            | 449934108 | 601,979     | 25,836  | X         |         | 28-5284    |          | 23436    |     |
|                  | 2400                         |                |           | 494,612     | 21,228  | X         | X       | 28-5284    |          | 21228    |     |
|                  |                              |                |           | 18,640      | 800     | X         | X       | 28-4580    |          | 800      |     |
|                  | ISTAR FINL INC               | COM            | 45031U101 | 37,781      | 2,860   | X         |         | 28-5284    |          | 2310     |     |
|                  | 550                          |                |           | 487,198     | 36,881  | X         | X       | 28-5284    |          | 36881    |     |
| COLUMN TOTAL     |                              |                |           | 3,511,514   |         |           |         |            |          |          |     |

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| <C>                            | <C>           |           |            |         |   |   |          |        |
|--------------------------------|---------------|-----------|------------|---------|---|---|----------|--------|
| IHS INC                        | CL A          | 451734107 | 13,224     | 190     | X |   | 28-11135 | 190    |
| ILLINOIS TOOL WKS INC<br>34756 | COM           | 452308109 | 28,407,417 | 597,925 | X |   | 28-5284  | 563169 |
|                                |               |           | 23,346,462 | 491,401 | X | X | 28-5284  | 420040 |
| 1950                           | 69411         |           | 2,471      | 52      | X |   | 28-11135 | 52     |
|                                |               |           | 1,499,701  | 31,566  | X |   | 28-4580  | 31566  |
|                                |               |           | 699,632    | 14,726  | X | X | 28-4580  | 13876  |
| 850                            |               |           |            |         |   |   |          |        |
| ILLUMINA INC                   | COM           | 452327109 | 29,182     | 335     | X |   | 28-5284  | 335    |
| IMATION CORP<br>50             | COM           | 45245A107 | 5,913      | 258     | X |   | 28-5284  | 208    |
|                                |               |           | 40,889     | 1,784   | X | X | 28-5284  | 1784   |
| IMAX CORP                      | COM           | 45245E109 | 2,736      | 400     | X |   | 28-5284  | 400    |
|                                |               |           | 34,200     | 5,000   | X | X | 28-5284  | 5000   |
| IMCLONE SYS INC                | COM           | 45245W109 | 19,138     | 473     | X |   | 28-5284  | 473    |
| IMMERSON CORP                  | COM           | 452521107 | 6,810      | 1,000   | X | X | 28-5284  | 1000   |
| IMMUCOR INC                    | COM           | 452526106 | 56,858     | 2,197   | X |   | 28-11135 | 2197   |
| IMMUNOGEN INC                  | COM           | 45253H101 | 6,120      | 2,000   | X |   | 28-5284  | 2000   |
|                                |               |           | 1,530      | 500     | X | X | 28-5284  | 500    |
| IMMUNOMEDICS INC               | COM           | 452907108 | 21,300     | 10,000  | X |   | 28-5284  | 10000  |
| IMPERIAL OIL LTD               | COM NEW       | 453038408 | 314,174    | 5,705   | X |   | 28-5284  | 5705   |
|                                |               |           | 1,487,110  | 27,004  | X | X | 28-5284  | 15604  |
| 11400                          |               |           |            |         |   |   |          |        |
| IMPERIAL TOBACCO GROUP PLC     | SPONSORED ADR | 453142101 | 18,414     | 248     | X |   | 28-5284  | 248    |
|                                |               |           | 47,446     | 639     | X | X | 28-5284  | 264    |
| 375                            |               |           |            |         |   |   |          |        |
| INCYTE CORP                    | COM           | 45337C102 | 1,522      | 200     | X |   | 28-5284  | 200    |
| INDEPENDENT BANK CORP MASS     | COM           | 453836108 | 17,880     | 750     | X | X | 28-5284  | 750    |
| INDEPENDENT BANK CORP MICH     | COM           | 453838104 | 8,000      | 2,000   | X | X | 28-5284  | 2000   |
| INDIA FD INC                   | COM           | 454089103 | 386,279    | 10,918  | X |   | 28-5284  | 10793  |
| 125                            |               |           |            |         |   |   |          |        |
|                                |               |           | 1,682,071  | 47,543  | X | X | 28-5284  | 47543  |
| COLUMN TOTAL                   |               |           | 58,156,479 |         |   |   |          |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          | ITEM 1:                          | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7:   | ITEM 8:  |
|------------------|----------------------------------|----------------|--------------|-------------------|----------------------------|--|-----------|----------|
| VOTING AUTHORITY | NAME OF ISSUER                   | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | INSTR V   | (A) SOLE |
| (SHARES)         | (B) SHARED (C) NONE              |                |              |                   |                            |  |           |          |
|                  | INDYMAC BANCORP INC              | COM            | 456607100    | 12,524            | 20,200                     | X                                      | X 28-5284 | 20200    |
|                  |                                  |                |              | 34                | 55                         | X                                      | 28-11135  | 55       |
|                  | INERGY L P                       | UNIT LTD PTNR  | 456615103    | 2,602             | 100                        | X                                      | 28-5284   | 100      |
|                  |                                  |                |              | 26,020            | 1,000                      | X                                      | X 28-5284 |          |
| 1000             | INFINEON TECHNOLOGIES AG         | SPONSORED ADR  | 45662N103    | 3,975             | 466                        | X                                      | 28-5284   | 466      |
|                  | INFOCUS CORP<br>1404306          | COM            | 45665B106    | 2,106,459         | 1,404,306                  | X                                      | X 28-5284 |          |
|                  | INFOLOGIX INC                    | COM            | 45668X105    | 256,250           | 125,000                    | X                                      | 28-5284   | 125000   |
|                  | INFOSPACE INC<br>500             | COM NEW        | 45678T201    | 4,165             | 500                        | X                                      | X 28-5284 |          |
|                  | INFOSYS TECHNOLOGIES LTD<br>1000 | SPONSORED ADR  | 456788108    | 69,536            | 1,600                      | X                                      | 28-5284   | 600      |
|                  |                                  |                |              | 46,937            | 1,080                      | X                                      | X 28-5284 | 80       |
| 1000             |                                  |                |              | 219,473           | 5,050                      | X                                      | 28-11135  | 5050     |
|                  | ING GROEP N V<br>1000            | SPONSORED ADR  | 456837103    | 60,481            | 1,917                      | X                                      | 28-5284   | 917      |
|                  |                                  |                |              | 152,134           | 4,822                      | X                                      | X 28-5284 | 4822     |
|                  |                                  |                |              | 419,363           | 13,292                     | X                                      | 28-11135  | 13292    |
|                  |                                  |                |              | 33,191            | 1,052                      | X                                      | 28-4580   | 1052     |
|                  | ING GLOBAL EQTY DIV & PREM O     | COM            | 45684E107    | 27,703            | 1,750                      | X                                      | X 28-5284 | 1750     |
|                  | INGLES MKTS INC                  | CL A           | 457030104    | 140               | 6                          | X                                      | 28-11135  | 6        |
|                  | INGRAM MICRO INC<br>6800         | CL A           | 457153104    | 120,700           | 6,800                      | X                                      | 28-5284   |          |
|                  |                                  |                |              | 2,964             | 167                        | X                                      | X 28-5284 | 167      |

|                                    |         |           |                  |                |        |                     |     |
|------------------------------------|---------|-----------|------------------|----------------|--------|---------------------|-----|
| INHIBITEX INC<br>684978            | COM     | 45719T103 | 2,609<br>452,085 | 147<br>684,978 | X<br>X | 28-11135<br>28-5284 | 147 |
| INLAND REAL ESTATE CORP            | COM NEW | 457461200 | 2,884            | 200            | X      | 28-5284             | 200 |
| INSIGHT ENTERPRISES INC<br>370     | COM     | 45765U103 | 4,340            | 370            | X      | 28-5284             |     |
| INSITUFORM TECHNOLOGIES INC<br>190 | CL A    | 457667103 | 2,894            | 190            | X      | 28-5284             |     |
| INNOSPEC INC                       | COM     | 45768S105 | 14,868<br>1,882  | 790<br>100     | X<br>X | 28-5284<br>28-5284  | 790 |
| 100<br>INNOPHOS HOLDINGS INC       | COM     | 45774N108 | 3,003            | 94             | X      | 28-4580             | 94  |
| COLUMN TOTAL                       |         |           | 4,049,216        |                |        |                     |     |

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|---------------------------------------|---------------|----------------|-------------|-------------|------------|------------|---------|-----------------------|----------|----------|-----|
| VOTING AUTHORITY                      |               | CUSIP          | FAIR MARKET | SHARES OR   | DISCRETION | ITEM 7:    |         |                       |          |          |     |
| ITEM 1:                               |               | ITEM 2:        | CUSIP       | FAIR MARKET | PRINCIPAL  | (B) SHARED |         | MANAGERS              |          | (A) SOLE |     |
| NAME OF ISSUER                        |               | TITLE OF CLASS | NUMBER      | VALUE       | AMOUNT     | (A) SOLE   | (C) OTH | INSTR V               | (A) SOLE |          |     |
| (B) SHARED                            | (C) NONE      |                |             |             |            |            |         |                       |          |          |     |
| <S>                                   | <C>           | <C>            | <C>         | <C>         | <C>        | <C>        | <C>     | <C>                   | <C>      | <C>      | <C> |
| INSTEEL INDUSTRIES INC                | COM           | 45774W108      | 14,648      | 800         | X          |            |         | 28-5284               | 800      |          |     |
|                                       |               |                | 25,634      | 1,400       | X          |            | X       | 28-5284               | 1400     |          |     |
| INTEGRA LIFESCIENCES HLDGS C          | COM NEW       | 457985208      | 518,859     | 11,665      | X          |            |         | 28-5284               | 11665    |          |     |
|                                       |               |                | 13,344      | 300         | X          |            | X       | 28-5284               | 300      |          |     |
| INSWEB CORP<br>251054                 | COM NEW       | 45809K202      | 2,349,865   | 251,054     | X          |            | X       | 28-5284               |          |          |     |
| INTEGRATED DEVICE TECHNOLOGY          | COM           | 458118106      | 1,461       | 147         | X          |            |         | 28-5284               | 147      |          |     |
| INTEGRATED SILICON SOLUTION<br>411387 | COM           | 45812P107      | 2,287,312   | 411,387     | X          |            | X       | 28-5284               |          |          |     |
| INTEL CORP<br>308659                  | COM           | 458140100      | 115,977,028 | 5,399,303   | X          |            |         | 28-5284               | 5090644  |          |     |
|                                       |               |                | 112,370,107 | 5,231,383   | X          |            | X       | 28-5284               | 4717686  |          |     |
| 23159                                 | 490538        |                | 1,959,212   | 91,211      | X          |            |         | 28-11135              | 91211    |          |     |
|                                       |               |                | 2,545,487   | 118,505     | X          |            |         | 28-4580               | 117699   |          |     |
| 806                                   |               |                | 1,708,133   | 79,522      | X          |            | X       | 28-4580               | 79222    |          |     |
| 300                                   |               |                | 311,232     | 6,123       | X          |            |         | 28-5284               | 5923     |          |     |
| INTEGRYS ENERGY GROUP INC<br>200      | COM           | 45822P105      | 809,010     | 15,916      | X          |            | X       | 28-5284               | 15916    |          |     |
|                                       |               |                | 4,829       | 95          | X          |            |         | 28-11135              | 95       |          |     |
|                                       |               |                | 254,150     | 5,000       | X          |            | X       | 28-4580               | 5000     |          |     |
| INTER PARFUMS INC                     | COM           | 458334109      | 1,260       | 84          | X          |            |         | 28-11135              | 84       |          |     |
| INTERACTIVE INTELLIGENCE INC          | COM           | 45839M103      | 715,860     | 61,500      | X          |            | X       | 28-5284               | 61500    |          |     |
| INTERACTIVE BROKERS GROUP IN          | COM           | 45841N107      | 3,052       | 95          | X          |            |         | 28-5284               | 95       |          |     |
|                                       |               |                | 10,474      | 326         | X          |            |         | 28-11135              | 326      |          |     |
| INTERCONTINENTAL HTLS GRP PL          | SPONS ADR NEW | 45857P301      | 17,876      | 1,341       | X          |            |         | 28-5284               | 1341     |          |     |
| INTERCONTINENTALEXCHANGE INC<br>1305  | COM           | 45865V100      | 1,470,486   | 12,899      | X          |            |         | 28-5284               | 11594    |          |     |
|                                       |               |                | 34,200      | 300         | X          |            | X       | 28-5284               | 300      |          |     |
| INTERFACE INC<br>400                  | CL A          | 458665106      | 5,012       | 400         | X          |            |         | 28-5284               |          |          |     |
|                                       |               |                | 62,650      | 5,000       | X          |            | X       | 28-5284               | 5000     |          |     |
| INTERDIGITAL INC                      | COM           | 45867G101      | 7,904       | 325         | X          |            |         | 28-5284               | 325      |          |     |
|                                       |               |                | 154,019     | 6,333       | X          |            | X       | 28-5284               | 6333     |          |     |
| INTERMEC INC                          | COM           | 458786100      | 10,540      | 500         | X          |            |         | 28-5284               | 500      |          |     |
|                                       |               |                | 16,864      | 800         | X          |            | X       | 28-5284               | 800      |          |     |
| COLUMN TOTAL                          |               |                | 243,660,508 |             |            |            |         |                       |          |          |     |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.



| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |                  |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|------------------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |                  |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE         |                              |                |           |             |           |            |          |          |                  |
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| <C>              | <C>                          |                |           |             |           |            |          |          |                  |
|                  | INTERMUNE INC                | COM            | 45884X103 | 24,928      | 1,900     | X          | X        | 28-5284  | 1900             |
|                  | INTERNAP NETWORK SVCS CORP   | COM PAR \$.001 | 45885A300 | 23,166      | 4,950     | X          | X        | 28-5284  | 4950             |
|                  | INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 136,837,670 | 1,154,456 | X          |          | 28-5284  | 1090419          |
|                  | 64037                        |                |           |             |           |            |          |          |                  |
|                  | 9145                         | 165733         |           | 202,843,471 | 1,711,326 | X          | X        | 28-5284  | 1536448          |
|                  |                              |                |           | 2,000,075   | 16,874    | X          |          | 28-11135 | 16874            |
|                  |                              |                |           | 6,417,333   | 54,141    | X          |          | 28-4580  | 54141            |
|                  |                              |                |           | 6,179,680   | 52,136    | X          | X        | 28-4580  | 52136            |
|                  | INTERNATIONAL COAL GRP INC N | COM            | 45928H106 | 26,100      | 2,000     | X          |          | 28-5284  | 2000             |
|                  |                              |                |           | 1,337,625   | 102,500   | X          | X        | 28-5284  | 102500           |
|                  | INTERNATIONAL FLAVORS&FRAGRA | COM            | 459506101 | 142,413     | 3,646     | X          |          | 28-5284  | 2646             |
|                  | 1000                         |                |           |             |           |            |          |          |                  |
|                  | 2079                         |                |           | 289,435     | 7,410     | X          | X        | 28-5284  | 5331             |
|                  |                              |                |           | 312         | 8         | X          |          | 28-11135 | 8                |
|                  | INTERNATIONAL GAME TECHNOLOG | COM            | 459902102 | 710,106     | 28,427    | X          |          | 28-5284  | 28427            |
|                  |                              |                |           | 165,443     | 6,623     | X          | X        | 28-5284  | 6423             |
|                  | 200                          |                |           |             |           |            |          |          |                  |
|                  | INTL PAPER CO                | COM            | 460146103 | 2,279,952   | 97,852    | X          |          | 28-5284  | 97347            |
|                  | 505                          |                |           |             |           |            |          |          |                  |
|                  | 4427                         |                |           | 2,103,943   | 90,298    | X          | X        | 28-5284  | 85871            |
|                  |                              |                |           | 331,186     | 14,214    | X          |          | 28-11135 | 14214            |
|                  |                              |                |           | 39,680      | 1,703     | X          |          | 28-4580  | 1703             |
|                  |                              |                |           | 88,540      | 3,800     | X          | X        | 28-4580  | 3800             |
|                  | INTERNATIONAL RECTIFIER CORP | COM            | 460254105 | 40,051      | 2,086     | X          |          | 28-5284  | 2086             |
|                  |                              |                |           | 17,280      | 900       | X          | X        | 28-5284  | 900              |
|                  |                              |                |           | 41,606      | 2,167     | X          |          | 28-11135 | 2167             |
|                  | INTERNATIONAL SHIPHOLDING CO | COM NEW        | 460321201 | 71,047      | 3,031     | X          |          | 28-5284  | 3031             |
|                  | INTERNATIONAL SPEEDWAY CORP  | CL A           | 460335201 | 24,589      | 630       | X          |          | 28-5284  | 630              |
|                  | INTERNET CAP GROUP INC       | COM NEW        | 46059C205 | 117,875     | 15,249    | X          |          | 28-5284  | 15249            |
|                  |                              |                |           | 5,682       | 735       | X          | X        | 28-5284  | 10               |
|                  | 725                          |                |           |             |           |            |          |          |                  |
|                  | INTERSIL CORP                | CL A           | 46069S109 | 14,592      | 600       | X          | X        | 28-5284  | 600              |
|                  |                              |                |           | 15,054      | 619       | X          |          | 28-11135 | 619              |
|                  | INTERPUBLIC GROUP COS INC    | COM            | 460690100 | 37,315      | 4,339     | X          |          | 28-5284  | 4339             |
|                  |                              |                |           | 25,895      | 3,011     | X          | X        | 28-5284  | 3011             |
|                  | COLUMN TOTAL                 |                |           | 362,252,044 |           |            |          |          |                  |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |                  |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|------------------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |                  |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE         |                              |                |           |             |           |            |          |          |                  |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>              |
| <C>              | <C>                          |                |           |             |           |            |          |          |                  |
|                  | INTERSTATE HOTELS & RESRTS I | COM            | 46088S106 | 136,079     | 52,540    | X          |          | 28-5284  | 52540            |
|                  | INTEST CORP                  | COM            | 461147100 | 353,624     | 178,598   | X          |          | 28-5284  | 178598           |
|                  | INTUITIVE SURGICAL INC       | COM NEW        | 46120E602 | 4,131,518   | 15,336    | X          |          | 28-5284  | 14080            |
|                  | 1256                         |                |           |             |           |            |          |          |                  |
|                  | 975                          | 500            |           | 2,729,561   | 10,132    | X          | X        | 28-5284  | 8657             |
|                  |                              |                |           | 44,990      | 167       | X          |          | 28-11135 | 167              |

|                              |                |           |            |        |   |           |       |
|------------------------------|----------------|-----------|------------|--------|---|-----------|-------|
| INTUIT<br>2100               | COM            | 461202103 | 302,884    | 10,986 | X | 28-5284   | 8886  |
| 2160                         |                |           | 1,329,370  | 48,218 | X | X 28-5284 | 46058 |
|                              |                |           | 38,570     | 1,399  | X | 28-11135  | 1399  |
| INVACARE CORP<br>240         | COM            | 461203101 | 4,906      | 240    | X | 28-5284   |       |
| INTREPID POTASH INC          | COM            | 46121Y102 | 26,312     | 400    | X | 28-5284   | 400   |
|                              |                |           | 134,849    | 2,050  | X | X 28-5284 | 2050  |
| INVENTIV HEALTH INC          | COM            | 46122E105 | 313,166    | 11,269 | X | 28-11135  | 11269 |
|                              |                |           | 4,391      | 158    | X | 28-4580   | 158   |
| INVERNESS MED INNOVATIONS IN | COM            | 46126P106 | 2,256      | 68     | X | 28-5284   | 68    |
| INVESTMENT TECHNOLOGY GRP NE | COM            | 46145F105 | 1,138      | 34     | X | 28-5284   | 34    |
| INVESTORS BANCORP INC        | COM            | 46146P102 | 2,612      | 200    | X | X 28-5284 | 200   |
| INVITROGEN CORP              | COM            | 46185R100 | 53,943     | 1,374  | X | 28-5284   | 1374  |
|                              |                |           | 4,711      | 120    | X | X 28-5284 | 120   |
|                              |                |           | 1,178      | 30     | X | 28-11135  | 30    |
| ION MEDIA NETWORKS INC       | NOTE 11.000% 7 | 46205AAB9 | 70,840     | 2,530  | X | 28-5284   | 2530  |
| IONA TECHNOLOGIES PLC        | SPONSORED ADR  | 46206P109 | 1,454      | 369    | X | 28-5284   | 369   |
| IOWA TELECOMM SERVICES INC   | COM            | 462594201 | 18,314     | 1,040  | X | 28-5284   | 1040  |
|                              |                |           | 116,226    | 6,600  | X | X 28-5284 | 6600  |
| IRELAND BK                   | SPONSORED ADR  | 46267Q103 | 3,458      | 99     | X | 28-5284   | 99    |
| IROBOT CORP<br>3000          | COM            | 462726100 | 41,220     | 3,000  | X | X 28-5284 |       |
| IRON MTN INC<br>2021         | COM            | 462846106 | 773,933    | 29,150 | X | 28-5284   | 27129 |
|                              |                |           | 883,956    | 33,294 | X | X 28-5284 | 14919 |
| 18375                        |                |           |            |        |   |           |       |
| COLUMN TOTAL                 |                |           | 11,525,459 |        |   |           |       |

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| ITEM 8:                      |                | ITEM 5:   |             |           | ITEM 6:<br>INVESTMENT |           | ITEM 7:  |     |
|------------------------------|----------------|-----------|-------------|-----------|-----------------------|-----------|----------|-----|
| VOTING AUTHORITY             |                | ITEM 3:   | ITEM 4:     | SHARES OR | DISCRETION            |           |          |     |
| ITEM 1:                      | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL | (B) SHARED            | MANAGERS  |          |     |
| (SHARES)                     | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE (C) OTH      | INSTR V   | (A) SOLE |     |
| (B) SHARED (C) NONE          |                |           |             |           |                       |           |          |     |
| <S>                          | <C>            | <C>       | <C>         | <C>       | <C>                   | <C>       | <C>      | <C> |
| ISHARES SILVER TRUST         | ISHARES        | 46428Q109 | 146,736     | 850       | X                     | 28-5284   | 850      |     |
|                              |                |           | 394,977     | 2,288     | X                     | X 28-5284 | 2288     |     |
|                              |                |           | 172,630     | 1,000     | X                     | 28-4580   | 1000     |     |
| ISHARES S&P GSCI COMMODITY I | UNIT BEN INT   | 46428R107 | 84,424      | 1,127     | X                     | 28-5284   | 1127     |     |
|                              |                |           | 7,491       | 100       | X                     | X 28-5284 |          |     |
| 100                          |                |           |             |           |                       |           |          |     |
| ISHARES COMEX GOLD TR        | ISHARES        | 464285105 | 736,591     | 8,074     | X                     | 28-5284   | 8074     |     |
|                              |                |           | 490,635     | 5,378     | X                     | X 28-5284 | 5378     |     |
| ISHARES INC                  | MSCI AUSTRALIA | 464286103 | 13,235      | 500       | X                     | 28-5284   | 500      |     |
|                              |                |           | 591,710     | 22,354    | X                     | X 28-5284 | 22354    |     |
| ISHARES INC                  | MSCI AUSTRIA   | 464286202 | 77,114      | 2,214     | X                     | X 28-5284 | 2214     |     |
| ISHARES INC                  | MSCI BELGIUM   | 464286301 | 39,077      | 2,061     | X                     | X 28-5284 | 2061     |     |
| ISHARES INC                  | MSCI BRAZIL    | 464286400 | 423,324     | 4,741     | X                     | 28-5284   | 4741     |     |
|                              |                |           | 479,844     | 5,374     | X                     | X 28-5284 | 5374     |     |
|                              |                |           | 49,645      | 556       | X                     | X 28-4580 | 556      |     |
| ISHARES INC                  | MSCI CDA INDEX | 464286509 | 226,383     | 6,827     | X                     | 28-5284   | 6827     |     |
|                              |                |           | 624,701     | 18,839    | X                     | X 28-5284 | 18839    |     |
| ISHARES INC                  | MSCI EMU INDEX | 464286608 | 5,633,053   | 57,486    | X                     | 28-5284   | 57486    |     |
|                              |                |           | 886,810     | 9,050     | X                     | X 28-5284 | 8650     |     |
| 400                          |                |           |             |           |                       |           |          |     |
|                              |                |           | 196         | 2         | X                     | 28-11135  | 2        |     |
|                              |                |           | 1,725,506   | 17,609    | X                     | 28-4580   | 17609    |     |
|                              |                |           | 1,981,848   | 20,225    | X                     | X 28-4580 | 19525    |     |
| 700                          |                |           |             |           |                       |           |          |     |
| ISHARES INC                  | MSCI BRIC INDX | 464286657 | 5,214       | 100       | X                     | 28-5284   | 100      |     |
|                              |                |           | 26,070      | 500       | X                     | X 28-5284 | 500      |     |
| ISHARES INC                  | MSCI PAC J IDX | 464286665 | 59,089,598  | 434,195   | X                     | 28-5284   | 432837   |     |
| 1358                         |                |           |             |           |                       |           |          |     |
|                              |                |           | 8,314,827   | 61,098    | X                     | X 28-5284 | 59583    |     |
| 101                          | 1414           |           |             |           |                       |           |          |     |
|                              |                |           | 1,251,620   | 9,197     | X                     | 28-11135  | 9197     |     |
|                              |                |           | 2,957,372   | 21,731    | X                     | 28-4580   | 21331    |     |

|              |                |           |            |        |   |   |         |       |
|--------------|----------------|-----------|------------|--------|---|---|---------|-------|
| 400          |                |           | 3,625,029  | 26,637 | X | X | 28-4580 | 25337 |
| 1300         |                |           |            |        |   |   |         |       |
| ISHARES INC  | MSCI SINGAPORE | 464286673 | 74,460     | 6,000  | X |   | 28-5284 | 6000  |
|              |                |           | 109,059    | 8,788  | X | X | 28-5284 | 7888  |
| 900          |                |           |            |        |   |   |         |       |
|              |                |           | 85,232     | 6,868  | X | X | 28-4580 | 6868  |
| COLUMN TOTAL |                |           | 90,324,411 |        |   |   |         |       |

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|---------------------|-----|----------------|-----------|-------------|-----------|-----------|-----|------------------|-----|------------------|-----|
| VOTING AUTHORITY    |     | CUSIP          |           | FAIR MARKET |           | SHARES OR |     | DISCRETION       |     | MANAGERS         |     |
| ITEM 1:             |     | ITEM 2:        |           | FAIR MARKET |           | PRINCIPAL |     | (B) SHARED       |     | MANAGERS         |     |
| NAME OF ISSUER      |     | TITLE OF CLASS |           | VALUE       |           | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| (B) SHARED (C) NONE |     | NUMBER         |           |             |           |           |     |                  |     |                  |     |
| <S>                 | <C> | <C>            | <C>       | <C>         | <C>       | <C>       | <C> | <C>              | <C> | <C>              | <C> |
| ISHARES INC         |     | MSCI FRANCE    | 464286707 | 21,136      | 656       | X         |     | 28-5284          |     | 656              |     |
| ISHARES INC         |     | MSCI TAIWAN    | 464286731 | 44,128      | 3,123     | X         | X   | 28-5284          |     | 3123             |     |
|                     |     |                |           | 91,252      | 6,458     | X         |     | 28-11135         |     | 6458             |     |
| ISHARES INC         |     | MSCI SWITZERLD | 464286749 | 11,895      | 500       | X         |     | 28-5284          |     | 500              |     |
|                     |     |                |           | 383,614     | 16,125    | X         | X   | 28-5284          |     | 15925            |     |
| 200                 |     |                |           |             |           |           |     |                  |     |                  |     |
| ISHARES INC         |     | MSCI SWEDEN    | 464286756 | 25,886      | 1,010     | X         | X   | 28-5284          |     | 1010             |     |
| ISHARES INC         |     | MSCI SPAIN     | 464286764 | 18,076      | 334       | X         | X   | 28-5284          |     | 334              |     |
| ISHARES INC         |     | MSCI S KOREA   | 464286772 | 7,860       | 154       | X         |     | 28-5284          |     | 154              |     |
|                     |     |                |           | 142,657     | 2,795     | X         | X   | 28-5284          |     | 2795             |     |
|                     |     |                |           | 25,520      | 500       | X         |     | 28-4580          |     | 500              |     |
| ISHARES INC         |     | MSCI STH AFRCA | 464286780 | 16,736      | 147       | X         | X   | 28-5284          |     | 147              |     |
| ISHARES INC         |     | MSCI GERMAN    | 464286806 | 35,711      | 1,213     | X         |     | 28-5284          |     | 1213             |     |
|                     |     |                |           | 36,211      | 1,230     | X         | X   | 28-5284          |     | 1230             |     |
| ISHARES INC         |     | MSCI MEXICO    | 464286822 | 96,798      | 1,700     | X         | X   | 28-5284          |     | 1700             |     |
| ISHARES INC         |     | MSCI MALAYSIA  | 464286830 | 8,320       | 800       | X         |     | 28-5284          |     | 800              |     |
|                     |     |                |           | 98,041      | 9,427     | X         | X   | 28-5284          |     | 9427             |     |
| ISHARES INC         |     | MSCI JAPAN     | 464286848 | 26,683,668  | 2,139,829 | X         |     | 28-5284          |     | 2139429          |     |
| 400                 |     |                |           |             |           |           |     |                  |     |                  |     |
|                     |     |                |           | 6,123,817   | 491,084   | X         | X   | 28-5284          |     | 487137           |     |
| 3447                | 500 |                |           |             |           |           |     |                  |     |                  |     |
|                     |     |                |           | 13,380      | 1,073     | X         |     | 28-11135         |     | 1073             |     |
|                     |     |                |           | 2,303,109   | 184,692   | X         |     | 28-4580          |     | 181692           |     |
| 3000                |     |                |           |             |           |           |     |                  |     |                  |     |
|                     |     |                |           | 4,039,544   | 323,941   | X         | X   | 28-4580          |     | 315941           |     |
| 8000                |     |                |           |             |           |           |     |                  |     |                  |     |
| ISHARES INC         |     | MSCI HONG KONG | 464286871 | 16,601      | 980       | X         |     | 28-5284          |     | 980              |     |
|                     |     |                |           | 25,850      | 1,526     | X         | X   | 28-5284          |     | 1526             |     |
|                     |     |                |           | 8,470       | 500       | X         |     | 28-11135         |     | 500              |     |
| ISHARES TR          |     | S&P 100 IDX FD | 464287101 | 15,976,930  | 274,801   | X         |     | 28-5284          |     | 262973           |     |
| 11828               |     |                |           |             |           |           |     |                  |     |                  |     |
|                     |     |                |           | 5,178,821   | 89,075    | X         | X   | 28-5284          |     | 36575            |     |
| 52500               |     |                |           |             |           |           |     |                  |     |                  |     |
|                     |     |                |           | 302,968     | 5,211     | X         |     | 28-4580          |     | 5211             |     |
|                     |     |                |           | 376,980     | 6,484     | X         | X   | 28-4580          |     | 6484             |     |
| COLUMN TOTAL        |     |                |           | 62,113,979  |           |           |     |                  |     |                  |     |

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|---------------------|--|----------------|--|-------------|--|-----------|--|------------------|--|------------------|--|
| VOTING AUTHORITY    |  | CUSIP          |  | FAIR MARKET |  | SHARES OR |  | DISCRETION       |  | MANAGERS         |  |
| ITEM 1:             |  | ITEM 2:        |  | FAIR MARKET |  | PRINCIPAL |  | (B) SHARED       |  | MANAGERS         |  |
| NAME OF ISSUER      |  | TITLE OF CLASS |  | VALUE       |  | AMOUNT    |  | (A) SOLE (C) OTH |  | INSTR V (A) SOLE |  |
| (B) SHARED (C) NONE |  | NUMBER         |  |             |  |           |  |                  |  |                  |  |

| (SHARES)     | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | VALUE     | AMOUNT | (A) SOLE | (C) OTH | INSTR V  | (A) SOLE |
|--------------|----------------|----------------|-------------|-----------|--------|----------|---------|----------|----------|
| (B) SHARED   | (C) NONE       |                |             |           |        |          |         |          |          |
| <S>          |                | <C>            | <C>         | <C>       | <C>    | <C>      | <C>     | <C>      | <C>      |
| <C>          | <C>            |                |             |           |        |          |         |          |          |
| ISHARES TR   | DJ SEL DIV INX | 464287168      | 26,304,425  | 534,100   | X      |          |         | 28-5284  | 528924   |
| 5176         |                |                |             |           |        |          |         |          |          |
| 501          | 7065           |                | 15,768,668  | 320,176   | X      |          | X       | 28-5284  | 312610   |
| 4400         |                |                | 1,855,937   | 37,684    | X      |          |         | 28-4580  | 33284    |
| 2000         |                |                | 824,051     | 16,732    | X      |          | X       | 28-4580  | 14732    |
| ISHARES TR   | US TIPS BD FD  | 464287176      | 19,073,488  | 176,852   | X      |          |         | 28-5284  | 175735   |
| 1117         |                |                |             |           |        |          |         |          |          |
| 975          | 250            |                | 4,144,999   | 38,433    | X      |          | X       | 28-5284  | 37208    |
| 1530         |                |                | 390,741     | 3,623     | X      |          |         | 28-11135 | 3623     |
| 500          |                |                | 1,854,589   | 17,196    | X      |          |         | 28-4580  | 15666    |
| ISHARES TR   | FTSE XNHUA IDX | 464287184      | 670,935     | 6,221     | X      |          | X       | 28-4580  | 5721     |
| 103          |                |                | 384,800     | 2,941     | X      |          |         | 28-5284  | 2941     |
| ISHARES TR   |                |                | 1,466,586   | 11,209    | X      |          | X       | 28-5284  | 11106    |
| 500          |                |                | 6,542       | 50        | X      |          |         | 28-11135 | 50       |
| ISHARES TR   | TRANSP AVE IDX | 464287192      | 70,667      | 800       | X      |          |         | 28-5284  | 800      |
| ISHARES TR   | S&P 500 INDEX  | 464287200      | 222,289,408 | 1,736,636 | X      |          |         | 28-5284  | 1690986  |
| 45650        |                |                |             |           |        |          |         |          |          |
| 28826        | 21125          |                | 81,219,584  | 634,528   | X      |          | X       | 28-5284  | 584577   |
| 5400         |                |                | 3,316,992   | 25,914    | X      |          |         | 28-4580  | 25914    |
| ISHARES TR   | LEHMAN AGG BND | 464287226      | 2,154,752   | 16,834    | X      |          | X       | 28-4580  | 11434    |
| 4342         |                |                | 78,712,094  | 783,985   | X      |          |         | 28-5284  | 779643   |
| 249          | 5286           |                | 10,766,394  | 107,235   | X      |          | X       | 28-5284  | 101700   |
| ISHARES TR   |                |                | 897,676     | 8,941     | X      |          |         | 28-11135 | 8941     |
| 11054        |                |                | 331,119     | 3,298     | X      |          |         | 28-4580  | 3298     |
| 2590         | 7515           |                | 13,052      | 130       | X      |          | X       | 28-4580  | 130      |
| ISHARES TR   | MSCI EMERG MKT | 464287234      | 75,734,339  | 558,019   | X      |          |         | 28-5284  | 546965   |
| 11054        |                |                |             |           |        |          |         |          |          |
| 2590         | 7515           |                | 44,222,055  | 325,833   | X      |          | X       | 28-5284  | 315728   |
| 900          | 294            |                | 2,443       | 18        | X      |          |         | 28-11135 | 18       |
| ISHARES TR   | IBOXX INV CPBD | 464287242      | 1,880,808   | 13,858    | X      |          |         | 28-4580  | 13858    |
| 1450         |                |                | 1,119,826   | 8,251     | X      |          | X       | 28-4580  | 7057     |
| 2442         | 3697           |                | 46,780,687  | 461,348   | X      |          |         | 28-5284  | 459898   |
| ISHARES TR   |                |                | 10,401,815  | 102,582   | X      |          | X       | 28-5284  | 96443    |
| ISHARES TR   | S&P GBL TELCM  | 464287275      | 16,557      | 260       | X      |          |         | 28-5284  | 260      |
| ISHARES TR   | S&P GBL INF    | 464287291      | 32,913      | 575       | X      |          |         | 28-5284  | 575      |
| COLUMN TOTAL |                |                | 48,368      | 845       | X      |          | X       | 28-5284  | 845      |
| </TABLE>     |                |                | 652,757,310 |           |        |          |         |          |          |

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|------------------|----------------|----------------|------------|-------------|-----------|------------|----------|
| VOTING AUTHORITY | NAME OF ISSUER | TITLE OF CLASS | CUSIP      | FAIR MARKET | SHARES OR | INVESTMENT | MANAGERS |
| (SHARES)         | (B) SHARED     | (C) NONE       | NUMBER     | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE |
| (B) SHARED       | (C) NONE       |                |            |             | (A) SOLE  | (C) OTH    | INSTR V  |
| <S>              |                | <C>            | <C>        | <C>         | <C>       | <C>        | <C>      |
| <C>              | <C>            |                |            |             |           |            |          |
| ISHARES TR       | S&P500 GRW     | 464287309      | 27,961,944 | 438,069     | X         |            | 28-5284  |
| 4620             |                |                |            |             |           |            |          |





|                    |                |           |             |         |   |           |        |
|--------------------|----------------|-----------|-------------|---------|---|-----------|--------|
| 275                |                |           | 5,970,691   | 93,702  | X | X 28-5284 | 93427  |
|                    |                |           | 446,486     | 7,007   | X | 28-11135  | 7007   |
|                    |                |           | 213,589     | 3,352   | X | 28-4580   | 3352   |
|                    |                |           | 126,612     | 1,987   | X | X 28-4580 | 1987   |
| ISHARES TR<br>6681 | RUSL 2000 GROW | 464287648 | 19,509,374  | 256,163 | X | 28-5284   | 249482 |
| 1638               | 3481           |           | 6,257,763   | 82,166  | X | X 28-5284 | 77047  |
|                    |                |           | 621,161     | 8,156   | X | 28-11135  | 8156   |
|                    |                |           | 290,627     | 3,816   | X | 28-4580   | 3816   |
|                    |                |           | 95,276      | 1,251   | X | X 28-4580 | 1251   |
| COLUMN TOTAL       |                |           | 381,059,258 |         |   |           |        |

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| ITEM 8:             |                | ITEM 3:        |             | ITEM 4:    | ITEM 5:          | ITEM 6:<br>INVESTMENT |           | ITEM 7:  |
|---------------------|----------------|----------------|-------------|------------|------------------|-----------------------|-----------|----------|
| VOTING AUTHORITY    |                | CUSIP          | FAIR MARKET | SHARES OR  | DISCRETION       |                       |           |          |
| ITEM 1:             | ITEM 2:        | NUMBER         | VALUE       | PRINCIPAL  | (B) SHARED       |                       |           | MANAGERS |
| (SHARES)            | TITLE OF CLASS |                |             | AMOUNT     | (A) SOLE (C) OTH | INSTR V               | (A) SOLE  |          |
| (B) SHARED (C) NONE |                |                |             |            |                  |                       |           |          |
| <S>                 | <C>            | <C>            | <C>         | <C>        | <C>              | <C>                   | <C>       | <C>      |
| ISHARES TR<br>15343 | RUSSELL 2000   | 464287655      | 68,500,638  | 992,044    | X                | 28-5284               | 976701    |          |
| 2495                | 10186          |                | 28,419,944  | 411,585    | X                | X 28-5284             | 398904    |          |
|                     |                |                | 1,032,781   | 14,957     | X                | 28-11135              | 14957     |          |
|                     |                |                | 1,114,674   | 16,143     | X                | 28-4580               | 16143     |          |
|                     |                |                | 1,459,717   | 21,140     | X                | X 28-4580             | 17340     |          |
| 3800                | ISHARES TR     | RUSL 3000 VALU | 464287663   | 2,716,079  | 30,310           | X                     | 28-5284   | 30310    |
|                     |                |                |             | 36,471     | 407              | X                     | X 28-5284 | 407      |
| ISHARES TR          |                | RUSL 3000 GROW | 464287671   | 371,192    | 8,280            | X                     | 28-5284   | 8280     |
|                     |                |                |             | 97,057     | 2,165            | X                     | X 28-5284 | 2165     |
| ISHARES TR<br>180   |                | RUSSELL 3000   | 464287689   | 15,929,283 | 212,674          | X                     | 28-5284   | 212494   |
|                     |                |                |             | 4,781,841  | 63,843           | X                     | X 28-5284 | 63843    |
|                     |                |                |             | 36,327     | 485              | X                     | 28-4580   | 485      |
| ISHARES TR          |                | DJ US UTILS    | 464287697   | 316,855    | 3,197            | X                     | 28-5284   | 3197     |
|                     |                |                |             | 650,261    | 6,561            | X                     | X 28-5284 | 6461     |
| 100                 |                |                |             | 19,822     | 200              | X                     | 28-4580   | 200      |
| ISHARES TR<br>390   |                | S&P MIDCP VALU | 464287705   | 21,526,644 | 290,822          | X                     | 28-5284   | 290432   |
|                     |                |                |             | 3,288,339  | 44,425           | X                     | X 28-5284 | 42236    |
| 168                 | 2021           |                |             | 146,856    | 1,984            | X                     | 28-4580   | 1984     |
| ISHARES TR<br>336   |                | DJ US TELECOMM | 464287713   | 970,417    | 40,283           | X                     | 28-5284   | 39947    |
|                     |                |                |             | 536,605    | 22,275           | X                     | X 28-5284 | 22000    |
| 275                 |                |                |             | 31,317     | 1,300            | X                     | 28-4580   | 1300     |
|                     |                |                |             | 6,504      | 270              | X                     | X 28-4580 | 270      |
| ISHARES TR<br>1099  |                | DJ US TECH SEC | 464287721   | 5,107,895  | 94,259           | X                     | 28-5284   | 93160    |
|                     |                |                |             | 4,926,413  | 90,910           | X                     | X 28-5284 | 90128    |
| 507                 | 275            |                |             | 2,991,907  | 49,209           | X                     | 28-5284   | 49019    |
| ISHARES TR<br>190   |                | DJ US REAL EST | 464287739   | 1,379,856  | 22,695           | X                     | X 28-5284 | 22695    |
|                     |                |                |             | 6,870      | 113              | X                     | X 28-4580 | 113      |
| ISHARES TR          |                | DJ US INDUSTRL | 464287754   | 51,568     | 800              | X                     | 28-5284   | 800      |
| ISHARES TR<br>60    |                | DJ US HEALTHCR | 464287762   | 4,816,793  | 78,182           | X                     | 28-5284   | 78122    |
|                     |                |                |             | 2,637,339  | 42,807           | X                     | X 28-5284 | 42807    |
|                     |                |                |             | 5,237      | 85               | X                     | 28-4580   | 85       |
| COLUMN TOTAL        |                |                | 173,913,502 |            |                  |                       |           |          |

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|------------------|----------------|----------------|--------|-------------|-----------|-----------------------|---------|----------|----------|
| VOTING AUTHORITY |                | CUSIP          |        | FAIR MARKET | SHARES OR | DISCRETION            |         | MANAGERS |          |
| ITEM 1:          |                | ITEM 2:        |        |             | PRINCIPAL | (B) SHARED            |         |          |          |
| (SHARES)         | NAME OF ISSUER | TITLE OF CLASS | NUMBER | VALUE       | AMOUNT    | (A) SOLE              | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE       |                |        |             |           |                       |         |          |          |
| <S>              |                | <C>            | <C>    | <C>         | <C>       | <C>                   | <C>     | <C>      | <C>      |
| <C>              | <C>            |                |        |             |           |                       |         |          |          |
| ISHARES TR       | DJ US FINL SVC | 464287770      |        | 611,242     | 8,865     | X                     |         | 28-5284  | 8095     |
| 770              |                |                |        | 310,137     | 4,498     | X                     | X       | 28-5284  | 3098     |
| 200              | 1200           |                |        |             |           |                       |         |          |          |
| ISHARES TR       | DJ US FINL SEC | 464287788      |        | 1,167,301   | 17,194    | X                     |         | 28-5284  | 16738    |
| 456              |                |                |        | 456,017     | 6,717     | X                     | X       | 28-5284  | 5997     |
| 720              |                |                |        |             |           |                       |         |          |          |
| ISHARES TR       | DJ US ENERGY   | 464287796      |        | 34,013      | 501       | X                     |         | 28-4580  | 501      |
|                  |                |                |        | 619,291     | 4,088     | X                     |         | 28-5284  | 4088     |
| 100              |                |                |        | 559,453     | 3,693     | X                     | X       | 28-5284  | 3593     |
| ISHARES TR       | S&P SMLCAP 600 | 464287804      |        | 75,745      | 500       | X                     | X       | 28-4580  | 500      |
| 13067            |                |                |        | 16,782,255  | 278,914   | X                     |         | 28-5284  | 265847   |
| 1525             | 3218           |                |        | 12,034,361  | 200,006   | X                     | X       | 28-5284  | 195263   |
|                  |                |                |        | 70,339      | 1,169     | X                     |         | 28-4580  | 1169     |
| ISHARES TR       | CONS GOODS IDX | 464287812      |        | 42,721      | 710       | X                     | X       | 28-4580  | 710      |
|                  |                |                |        | 55,270      | 1,000     | X                     | X       | 28-5284  | 1000     |
| ISHARES TR       | DJ US BAS MATL | 464287838      |        | 719         | 13        | X                     |         | 28-11135 | 13       |
|                  |                |                |        | 697,613     | 8,259     | X                     |         | 28-5284  | 8259     |
| 80               | 275            |                |        | 450,631     | 5,335     | X                     | X       | 28-5284  | 4980     |
| ISHARES TR       | DJ US INDEX FD | 464287846      |        | 511,343     | 8,096     | X                     |         | 28-5284  | 8096     |
|                  |                |                |        | 302,726     | 4,793     | X                     | X       | 28-5284  | 4793     |
| ISHARES TR       | S&P EURO PLUS  | 464287861      |        | 5,768,257   | 59,332    | X                     |         | 28-5284  | 57531    |
| 1801             |                |                |        | 1,730,224   | 17,797    | X                     | X       | 28-5284  | 17797    |
|                  |                |                |        | 1,054,448   | 10,846    | X                     |         | 28-4580  | 10846    |
| ISHARES TR       | S&P SMLCP VALU | 464287879      |        | 2,329,391   | 23,960    | X                     | X       | 28-4580  | 23960    |
| 29950            |                |                |        | 5,946,107   | 93,366    | X                     |         | 28-5284  | 63416    |
| 75               | 2265           |                |        | 2,161,503   | 33,940    | X                     | X       | 28-5284  | 31600    |
| ISHARES TR       | S&P SMLCP GROW | 464287887      |        | 121,194     | 1,903     | X                     |         | 28-4580  | 1903     |
| 2537             |                |                |        | 9,200,232   | 72,170    | X                     |         | 28-5284  | 69633    |
| 44               | 837            |                |        | 6,807,177   | 53,398    | X                     | X       | 28-5284  | 52517    |
| ISHARES TR       | MSCI ACWI EX   | 464288240      |        | 97,905      | 768       | X                     |         | 28-4580  | 768      |
| ISHARES TR       | MSCI SMALL CAP | 464288273      |        | 11,601      | 91        | X                     | X       | 28-4580  | 91       |
|                  |                |                |        | 24,015      | 478       | X                     |         | 28-5284  | 478      |
|                  |                |                |        | 2,199       | 50        | X                     | X       | 28-5284  | 50       |
|                  | COLUMN TOTAL   |                |        | 70,035,430  |           |                       |         |          |          |

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|------------------|----------------|----------------|--------|-------------|-----------|-----------------------|---------|----------|----------|
| VOTING AUTHORITY |                | CUSIP          |        | FAIR MARKET | SHARES OR | DISCRETION            |         | MANAGERS |          |
| ITEM 1:          |                | ITEM 2:        |        |             | PRINCIPAL | (B) SHARED            |         |          |          |
| (SHARES)         | NAME OF ISSUER | TITLE OF CLASS | NUMBER | VALUE       | AMOUNT    | (A) SOLE              | (C) OTH | INSTR V  | (A) SOLE |



(B) SHARED (C) NONE

| <S>          | <C> | <C>            | <C>       | <C>        | <C>     | <C> | <C> | <C>      | <C>    |
|--------------|-----|----------------|-----------|------------|---------|-----|-----|----------|--------|
| ISHARES TR   |     | JPMORGAN USD   | 464288281 | 10,395     | 105     | X   | X   | 28-5284  | 105    |
| ISHARES TR   |     | S&P NATL MUN B | 464288414 | 12,143,749 | 122,060 | X   |     | 28-5284  | 121560 |
| 500          |     |                |           | 2,799,549  | 28,139  | X   | X   | 28-5284  | 28139  |
|              |     |                |           | 348,215    | 3,500   | X   | X   | 28-4580  | 3500   |
| ISHARES TR   |     | HIGH YLD CORP  | 464288513 | 23,500     | 250     | X   |     | 28-5284  | 250    |
|              |     |                |           | 52,640     | 560     | X   |     | 28-11135 | 560    |
| ISHARES TR   |     | LEHMAN INTER G | 464288612 | 625,930    | 6,090   | X   |     | 28-5284  | 6090   |
| ISHARES TR   |     | LEHMAN 1-3 YR  | 464288646 | 50,885     | 500     | X   |     | 28-5284  | 500    |
|              |     |                |           | 89,049     | 875     | X   | X   | 28-5284  | 875    |
| ISHARES TR   |     | LEHMAN 3-7 YR  | 464288661 | 53,375     | 500     | X   |     | 28-5284  | 500    |
| ISHARES TR   |     | US PFD STK IDX | 464288687 | 353,008    | 8,801   | X   |     | 28-5284  | 2759   |
| 6042         |     |                |           |            |         |     |     |          |        |
| ISHARES TR   |     | S&G GL MATERIA | 464288695 | 45,199     | 545     | X   | X   | 28-5284  | 295    |
| 250          |     |                |           | 251,622    | 3,034   | X   |     | 28-4580  | 3034   |
| ISHARES TR   |     | S&P GL UTILITI | 464288711 | 3,887      | 60      | X   |     | 28-5284  | 60     |
| ISHARES TR   |     | S&P GL C STAPL | 464288737 | 241,980    | 4,360   | X   |     | 28-4580  | 4360   |
| ISHARES TR   |     | DJ HOME CONSTN | 464288752 | 2,859      | 200     | X   |     | 28-5284  | 200    |
| ISHARES TR   |     | DJ AEROSPACE   | 464288760 | 2,983      | 55      | X   | X   | 28-5284  | 55     |
| ISHARES TR   |     | KLD SL SOC INX | 464288802 | 7,887,612  | 146,965 | X   |     | 28-5284  | 142365 |
| 4600         |     |                |           | 1,144,835  | 21,331  | X   | X   | 28-5284  | 17831  |
| 3500         |     |                |           |            |         |     |     |          |        |
| ISHARES TR   |     | DJ MED DEVICES | 464288810 | 11,332     | 200     | X   | X   | 28-5284  | 200    |
| ISHARES TR   |     | DJ PHARMA INDX | 464288836 | 26,432     | 546     | X   |     | 28-4580  | 546    |
| ISHARES TR   |     | DJ OIL EQUIP   | 464288844 | 17,870     | 225     | X   |     | 28-5284  | 225    |
| ISHARES TR   |     | DJ OIL&GAS EXP | 464288851 | 51,702     | 600     | X   |     | 28-5284  | 600    |
| 50           |     |                |           | 4,309      | 50      | X   | X   | 28-5284  |        |
| ISHARES TR   |     | MSCI VAL IDX   | 464288877 | 2,717,073  | 44,608  | X   |     | 28-5284  | 44608  |
|              |     |                |           | 1,793,739  | 29,449  | X   | X   | 28-5284  | 24852  |
| 4597         |     |                |           |            |         |     |     |          |        |
| COLUMN TOTAL |     |                |           | 30,753,729 |         |     |     |          |        |

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|--------------------------|---------------------|----------------|-----------|-------------|-----------|-----------------------------|------------------|
| VOTING AUTHORITY         | NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | FAIR MARKET | SHARES OR | INVESTMENT                  | MANAGERS         |
| (SHARES)                 | (B) SHARED (C) NONE |                | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED (A) SOLE (C) OTH | INSTR V (A) SOLE |
| ISHARES TR               | MSCI GRW IDX        | COM            | 464288885 | 6,464,625   | 91,541    | X                           | 28-5284 90860    |
| 681                      |                     |                |           | 4,759,223   | 67,392    | X                           | X 28-5284 65946  |
| 1446                     |                     |                |           | 9,392       | 133       | X                           | X 28-4580 133    |
| ISIS PHARMACEUTICALS INC | COM                 | 464330109      |           | 162,197     | 11,900    | X                           | 28-5284 11900    |
| 650                      |                     |                |           | 274,645     | 20,150    | X                           | X 28-5284 19500  |
| ITERIS INC               | COM                 | 46564T107      |           | 209,686     | 82,880    | X                           | X 28-5284        |
| 82880                    |                     |                |           | 14,873      | 291       | X                           | 28-11135 291     |
| ITC HLDGS CORP           | COM                 | 465685105      |           | 51,142      | 520       | X                           | 28-5284 250      |
| ITRON INC                | COM                 | 465741106      |           | 252,169     | 2,564     | X                           | 28-11135 2564    |
| 270                      |                     |                |           | 396,119     | 31,868    | X                           | 28-11135 31868   |
| I2 TECHNOLOGIES INC      | COM NEW             | 465754208      |           | 3,015       | 110       | X                           | 28-5284          |
| J & J SNACK FOODS CORP   | COM                 | 466032109      |           | 5,055       | 300       | X                           | 28-5284 300      |
| 110                      |                     |                |           | 872,830     | 51,800    | X                           | X 28-5284 51800  |
| JA SOLAR HOLDINGS CO LTD | SPON ADR            | 466090107      |           | 10,894      | 959       | X                           | 28-5284 959      |
| JDS UNIPHASE CORP        | COM PAR \$0.001     | 46612J507      |           | 1,704       | 150       | X                           | X 28-5284 150    |
|                          |                     |                |           | 8,820       | 1,400     | X                           | 28-5284 1400     |

|                                    |         |           |             |           |   |           |         |
|------------------------------------|---------|-----------|-------------|-----------|---|-----------|---------|
| JP MORGAN CHASE & CO<br>1128 92908 | COM     | 46625H100 | 74,597,179  | 2,174,211 | X | 28-5284   | 2080175 |
|                                    |         |           | 69,788,427  | 2,034,055 | X | X 28-5284 | 1826685 |
| 17668 189702                       |         |           | 455,259     | 13,269    | X | 28-11135  | 13269   |
|                                    |         |           | 1,343,374   | 39,154    | X | 28-4580   | 38386   |
| 768                                |         |           | 719,000     | 20,956    | X | X 28-4580 | 19907   |
| 1049                               |         |           |             |           |   |           |         |
| J2 GLOBAL COMMUNICATIONS INC       | COM NEW | 46626E205 | 58,765      | 2,555     | X | 28-11135  | 2555    |
| JABIL CIRCUIT INC<br>47429         | COM     | 466313103 | 9,136,448   | 556,761   | X | 28-5284   | 509332  |
|                                    |         |           | 1,099,733   | 67,016    | X | X 28-5284 | 58777   |
| 8239                               |         |           | 4,923       | 300       | X | X 28-4580 | 300     |
| JACK IN THE BOX INC<br>480         | COM     | 466367109 | 10,757      | 480       | X | 28-5284   |         |
| COLUMN TOTAL                       |         |           | 170,710,254 |           |   |           |         |

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| ITEM 8:                           |                | ITEM 3:        |             | ITEM 4:     |        | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |     |
|-----------------------------------|----------------|----------------|-------------|-------------|--------|-----------|---------|------------|----------|----------|-----|
| VOTING AUTHORITY                  |                | CUSIP          |             | FAIR MARKET |        | SHARES OR |         | DISCRETION |          | MANAGERS |     |
| ITEM 1:                           |                | ITEM 2:        |             | FAIR MARKET |        | PRINCIPAL |         | (B) SHARED |          | INSTR V  |     |
| (SHARES)                          | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | VALUE       | AMOUNT | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |     |
| (B) SHARED                        | (C) NONE       |                |             |             |        |           |         |            |          |          |     |
| <S>                               | <C>            | <C>            | <C>         | <C>         | <C>    | <C>       | <C>     | <C>        | <C>      | <C>      | <C> |
| JACOBS ENGR GROUP INC DEL<br>2592 | COM            | 469814107      | 5,806,123   | 71,947      | X      | 28-5284   | 69355   |            |          |          |     |
| 200 5900                          |                |                | 4,064,940   | 50,371      | X      | X 28-5284 | 44271   |            |          |          |     |
|                                   |                |                | 51,729      | 641         | X      | 28-11135  | 641     |            |          |          |     |
|                                   |                |                | 25,259      | 313         | X      | 28-4580   | 313     |            |          |          |     |
|                                   |                |                | 54,876      | 680         | X      | X 28-4580 | 680     |            |          |          |     |
| JAKKS PAC INC<br>230              | COM            | 47012E106      | 5,026       | 230         | X      | 28-5284   |         |            |          |          |     |
|                                   |                |                | 1,988       | 91          | X      | 28-11135  | 91      |            |          |          |     |
| JANUS CAP GROUP INC               | COM            | 47102X105      | 953         | 36          | X      | 28-5284   | 36      |            |          |          |     |
| 350                               |                |                | 9,265       | 350         | X      | X 28-5284 |         |            |          |          |     |
| JARDEN CORP<br>100                | COM            | 471109108      | 494,304     | 27,100      | X      | X 28-5284 | 27000   |            |          |          |     |
|                                   |                |                | 54,756      | 3,002       | X      | 28-11135  | 3002    |            |          |          |     |
|                                   |                |                | 36,480      | 2,000       | X      | 28-4580   |         |            |          |          |     |
| 2000                              |                |                |             |             |        |           |         |            |          |          |     |
| JEFFERIES GROUP INC NEW           | COM            | 472319102      | 1,665       | 99          | X      | 28-5284   | 99      |            |          |          |     |
|                                   |                |                | 2,103       | 125         | X      | 28-11135  | 125     |            |          |          |     |
| JOHNSON & JOHNSON<br>158814       | COM            | 478160104      | 256,822,954 | 3,991,653   | X      | 28-5284   | 3832839 |            |          |          |     |
|                                   |                |                | 259,187,320 | 4,028,401   | X      | X 28-5284 | 3663282 |            |          |          |     |
| 30561 334558                      |                |                | 1,190,097   | 18,497      | X      | 28-11135  | 18497   |            |          |          |     |
|                                   |                |                | 5,806,363   | 90,245      | X      | 28-4580   | 89755   |            |          |          |     |
| 490                               |                |                | 8,201,935   | 127,478     | X      | X 28-4580 | 125578  |            |          |          |     |
| 1900                              |                |                |             |             |        |           |         |            |          |          |     |
| JOHNSON CTLS INC<br>18669         | COM            | 478366107      | 15,027,546  | 523,973     | X      | 28-5284   | 505304  |            |          |          |     |
|                                   |                |                | 10,474,051  | 365,204     | X      | X 28-5284 | 333529  |            |          |          |     |
| 1118 30557                        |                |                | 152,578     | 5,320       | X      | 28-11135  | 5320    |            |          |          |     |
|                                   |                |                | 25,812      | 900         | X      | 28-4580   | 900     |            |          |          |     |
|                                   |                |                | 73,392      | 2,559       | X      | X 28-4580 | 2559    |            |          |          |     |
| JONES APPAREL GROUP INC<br>6475   | COM            | 480074103      | 92,166      | 6,703       | X      | 28-5284   | 228     |            |          |          |     |
|                                   |                |                | 12,375      | 900         | X      | X 28-5284 | 900     |            |          |          |     |
| JONES SODA CO                     | COM            | 48023P106      | 3,220       | 1,000       | X      | 28-5284   | 1000    |            |          |          |     |
|                                   |                |                | 3,381       | 1,050       | X      | X 28-5284 | 1050    |            |          |          |     |
| JOS A BANK CLOTHIERS INC<br>2000  | COM            | 480838101      | 70,219      | 2,625       | X      | 28-5284   | 625     |            |          |          |     |



| NAME OF ISSUER<br>(B) SHARED (C) NONE | TITLE OF CLASS | NUMBER    | VALUE     | AMOUNT | (A) SOLE | (C) OTH | INSTR V  | (A) SOLE |
|---------------------------------------|----------------|-----------|-----------|--------|----------|---------|----------|----------|
| <S><br><C>                            | <C>            | <C>       | <C>       | <C>    | <C>      | <C>     | <C>      | <C>      |
| KAYNE ANDERSON ENRGY TTL RT           | COM            | 48660P104 | 23,339    | 800    | X        |         | 28-5284  | 800      |
|                                       |                |           | 35,009    | 1,200  | X        | X       | 28-5284  | 1200     |
| KAYNE ANDERSON ENERGY DEV CO          | COM            | 48660Q102 | 27,540    | 1,200  | X        | X       | 28-5284  | 1200     |
| KAYNE ANDERSON MLP INVSMNT C          | COM            | 486606106 | 355,348   | 12,950 | X        | X       | 28-5284  | 12950    |
|                                       |                |           | 34,135    | 1,244  | X        | X       | 28-4580  | 1244     |
| KB HOME<br>9513                       | COM            | 48666K109 | 166,134   | 9,813  | X        |         | 28-5284  | 300      |
|                                       |                |           | 8,465     | 500    | X        | X       | 28-5284  | 500      |
| KEITHLEY INSTRS INC<br>80             | COM            | 487584104 | 760       | 80     | X        |         | 28-5284  |          |
| KELLOGG CO<br>4879                    | COM            | 487836108 | 2,503,763 | 52,140 | X        |         | 28-5284  | 47261    |
|                                       |                |           | 2,292,331 | 47,737 | X        | X       | 28-5284  | 42545    |
| 125 5067                              |                |           | 80,434    | 1,675  | X        |         | 28-4580  | 1675     |
|                                       |                |           | 57,624    | 1,200  | X        | X       | 28-4580  |          |
| 1200                                  |                |           |           |        |          |         |          |          |
| KEMET CORP                            | COM            | 488360108 | 3,240     | 1,000  | X        |         | 28-5284  | 1000     |
| KENEXA CORP                           | COM            | 488879107 | 227,361   | 12,068 | X        |         | 28-11135 | 12068    |
| KENNAMETAL INC                        | COM            | 489170100 | 34,698    | 1,066  | X        |         | 28-5284  | 1066     |
|                                       |                |           | 707,312   | 21,730 | X        | X       | 28-5284  | 21730    |
| KENSEY NASH CORP                      | COM            | 490057106 | 32        | 1      | X        |         | 28-11135 | 1        |
| KEY ENERGY SVCS INC<br>3000           | COM            | 492914106 | 58,260    | 3,000  | X        | X       | 28-5284  |          |
| KEYCORP NEW<br>11734                  | COM            | 493267108 | 280,835   | 25,577 | X        |         | 28-5284  | 13843    |
|                                       |                |           | 75,125    | 6,842  | X        | X       | 28-5284  | 6067     |
| 575 200                               |                |           |           |        |          |         |          |          |
| KEYNOTE SYS INC<br>3600               | COM            | 493308100 | 46,368    | 3,600  | X        | X       | 28-5284  |          |
| KFORCE INC                            | COM            | 493732101 | 42,450    | 5,000  | X        | X       | 28-5284  | 5000     |
| KILROY RLTY CORP<br>290               | COM            | 49427F108 | 13,639    | 290    | X        |         | 28-5284  |          |
|                                       |                |           | 18,342    | 390    | X        | X       | 28-5284  | 390      |
|                                       |                |           | 1,787     | 38     | X        |         | 28-11135 | 38       |
| COLUMN TOTAL                          |                |           | 7,094,331 |        |          |         |          |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT<br>(B) SHARED | ITEM 7:<br>MANAGERS<br>INSTR V | (A) SOLE |
|--|--|---------------------------|------------------|---------------------------------|---|-------------------------------------|--------------------------------|----------|
| <S><br><C>   | <C>  | <C>                       | <C>              | <C>                             | <C>   | <C>                                 | <C>                            | <C>      |
| 4400 9635  | KIMBERLY CLARK CORP<br>23625                     | COM                       | 494368103        | 23,612,323                      | 394,987                                     | X                                   | 28-5284                        | 371362   |
|  |  |                           |                  | 31,487,023                      | 526,715                                     | X                                   | X 28-5284                      | 512680   |
|  |  |                           |                  | 916,846                         | 15,337                                      | X                                   | 28-11135                       | 15337    |
|  |  |                           |                  | 102,104                         | 1,708                                       | X                                   | 28-4580                        | 1708     |
|  |  |                           |                  | 313,606                         | 5,246                                       | X                                   | X 28-4580                      | 5246     |
| 7400   | KIMCO REALTY CORP                                | COM                       | 49446R109        | 1,314,142                       | 38,069                                      | X                                   | 28-5284                        | 38069    |
|  |  |                           |                  | 1,827,454                       | 52,939                                      | X                                   | X 28-5284                      | 45539    |
|  |  |                           |                  | 17,709                          | 513   | X                                   | 28-11135                       | 513      |
|  |  |                           |                  | 129,450                         | 3,750                                       | X                                   | X 28-4580                      | 3750     |
| KINDER MORGAN MANAGEMENT LLC                                   | SHS  |                           | 49455U100        | 136,187                         | 2,529                                       | X                                   | 28-5284                        | 2529     |
|  |  |                           |                  | 29,618                          | 550   | X                                   | X 28-5284                      | 550      |
| KINDER MORGAN ENERGY PARTNER                                   | UT LTD PARTNER                                   |                           | 494550106        | 2,798,148                       | 50,209                                      | X                                   | 28-5284                        | 50209    |
|  |  |                           |                  | 6,941,952                       | 124,564                                     | X                                   | X 28-5284                      | 115459   |
| 2200 6905  | KINETIC CONCEPTS INC<br>11975                    | COM NEW                   | 49460W208        | 3,745,154                       | 93,840                                      | X                                   | 28-5284                        | 81865    |

|                          |               |           |            |         |   |   |          |        |
|--------------------------|---------------|-----------|------------|---------|---|---|----------|--------|
| 3800                     |               |           | 790,657    | 19,811  | X | X | 28-5284  | 16011  |
| KING PHARMACEUTICALS INC | COM           | 495582108 | 7,982      | 200     | X | X | 28-4580  | 200    |
|                          |               |           | 2,754      | 263     | X |   | 28-5284  | 263    |
| KINROSS GOLD CORP        | COM NO PAR    | 496902404 | 212,018    | 20,250  | X | X | 28-5284  | 20250  |
|                          |               |           | 59,308     | 2,512   | X |   | 28-5284  | 2512   |
| KIRBY CORP               | COM           | 497266106 | 37,776     | 1,600   | X | X | 28-5284  | 1600   |
| 430                      |               |           | 20,640     | 430     | X |   | 28-5284  |        |
| KNIGHT TRANSN INC        | COM           | 499064103 | 54,351     | 2,970   | X |   | 28-5284  | 2970   |
| KNOLOGY INC              | COM           | 499183804 | 887,684    | 80,772  | X |   | 28-5284  | 5      |
| 80767                    |               |           |            |         |   |   |          |        |
| KNOT INC                 | COM           | 499184109 | 978        | 100     | X |   | 28-5284  | 100    |
|                          |               |           | 78,729     | 8,050   | X | X | 28-5284  | 3625   |
| 4425                     |               |           |            |         |   |   |          |        |
| KODIAK OIL & GAS CORP    | COM           | 50015Q100 | 13,680     | 3,000   | X | X | 28-5284  | 3000   |
| KOHL CORP                | COM           | 500255104 | 12,422,250 | 310,246 | X |   | 28-5284  | 284916 |
| 25330                    |               |           |            |         |   |   |          |        |
|                          |               |           | 2,432,350  | 60,748  | X | X | 28-5284  | 51618  |
| 9130                     |               |           |            |         |   |   |          |        |
| KONAMI CORP              | SPONSORED ADR | 50046R101 | 664,944    | 16,607  | X |   | 28-11135 | 16607  |
|                          |               |           | 8,643      | 248     | X |   | 28-5284  | 248    |
| COLUMN TOTAL             |               |           | 91,066,460 |         |   |   |          |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                             | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |         | ITEM 7:  |
|------------------|-----------------------------|----------------|-----------|-------------|-----------|------------|---------|----------|
| VOTING AUTHORITY |                             | CUSIP          |           | FAIR MARKET | SHARES OR | INVESTMENT |         | MANAGERS |
| ITEM 1:          |                             | ITEM 2:        |           | FAIR MARKET | PRINCIPAL | (B) SHARED |         | MANAGERS |
| (SHARES)         | NAME OF ISSUER              | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  |
| (B) SHARED       | (C) NONE                    |                |           |             |           |            |         | (A) SOLE |
| <S>              | <C>                         | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      |
| <C>              | <C>                         |                |           |             |           |            |         |          |
|                  | KONGZHONG CORP              | SPONSORED ADR  | 50047P104 | 1,865       | 500       | X          | X       | 28-5284  |
|                  |                             |                |           | 7,460       | 2,000     | X          |         | 28-4580  |
|                  | KONINKLIJKE PHILIPS ELECTRS | NY REG SH NEW  | 500472303 | 225,142     | 6,661     | X          |         | 28-5284  |
|                  |                             |                |           | 141,284     | 4,180     | X          | X       | 28-5284  |
| 3380             |                             |                |           |             |           |            |         |          |
|                  | KOOKMIN BK NEW              | SPONSORED ADR  | 50049M109 | 2,974       | 88        | X          |         | 28-11135 |
|                  |                             |                |           | 2,516       | 43        | X          |         | 28-5284  |
|                  |                             |                |           | 234         | 4         | X          | X       | 28-5284  |
|                  | KOPPERS HOLDINGS INC        | COM            | 50060P106 | 20,935      | 500       | X          |         | 28-5284  |
|                  |                             |                |           | 670,883     | 16,023    | X          | X       | 28-5284  |
|                  | KOPIN CORP                  | COM            | 500600101 | 1,177       | 410       | X          |         | 28-5284  |
| 410              |                             |                |           |             |           |            |         |          |
|                  | KOREA ELECTRIC PWR          | SPONSORED ADR  | 500631106 | 58,120      | 4,000     | X          | X       | 28-5284  |
|                  |                             |                |           | 1,003       | 69        | X          |         | 28-11135 |
|                  | KOREA FD                    | COM            | 500634100 | 2,137       | 100       | X          |         | 28-5284  |
|                  | KORN FERRY INTL             | COM NEW        | 500643200 | 18,876      | 1,200     | X          |         | 28-5284  |
|                  |                             |                |           | 60,561      | 3,850     | X          | X       | 28-5284  |
|                  | KRAFT FOODS INC             | CL A           | 50075N104 | 19,234,960  | 676,097   | X          |         | 28-5284  |
| 35223            |                             |                |           |             |           |            |         |          |
|                  |                             |                |           | 82,101,323  | 2,885,811 | X          | X       | 28-5284  |
| 4586             | 49649                       |                |           |             |           |            |         |          |
|                  |                             |                |           | 789,544     | 27,752    | X          |         | 28-11135 |
|                  |                             |                |           | 791,849     | 27,833    | X          |         | 28-4580  |
| 1453             |                             |                |           |             |           |            |         |          |
|                  | KRISPY KREME DOUGHNUTS INC  | COM            | 501014104 | 557,961     | 19,612    | X          | X       | 28-4580  |
|                  |                             |                |           | 499         | 100       | X          | X       | 28-5284  |
|                  | KROGER CO                   | COM            | 501044101 | 1,099,370   | 38,080    | X          |         | 28-5284  |
| 7800             |                             |                |           |             |           |            |         |          |
|                  |                             |                |           | 779,923     | 27,015    | X          | X       | 28-5284  |
|                  |                             |                |           | 1,963       | 68        | X          |         | 28-11135 |
|                  |                             |                |           | 14,435      | 500       | X          |         | 28-4580  |
|                  | KRONOS WORLDWIDE INC        | COM            | 50105F105 | 4,048       | 263       | X          |         | 28-5284  |
|                  | KUBOTA CORP                 | ADR            | 501173207 | 30,529      | 853       | X          |         | 28-5284  |
|                  |                             |                |           | 7,766       | 217       | X          | X       | 28-5284  |
|                  | KULICKE & SOFFA INDS INC    | COM            | 501242101 | 6,269       | 860       | X          |         | 28-5284  |
| 360              |                             |                |           |             |           |            |         |          |
|                  | COLUMN TOTAL                |                |           | 106,635,606 |           |            |         |          |

</TABLE>

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:         |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |         | ITEM 7:  |          |
|------------------|------------------------------|-----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP           |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:          |                              | ITEM 2:         |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS  | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                 |           |             |           |            |         |          |          |
| <S>              | <C>                          | <C>             | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| <C>              | <C>                          |                 |           |             |           |            |         |          |          |
|                  | KYOCERA CORP                 | ADR             | 501556203 | 7,994       | 85        | X          |         | 28-5284  | 85       |
|                  |                              |                 |           | 30,472      | 324       | X          |         | 28-11135 | 324      |
|                  | LCA-VISION INC               | COM PAR \$ .001 | 501803308 | 76,320      | 16,000    | X          | X       | 28-5284  |          |
|                  | 16000                        |                 |           | 17,377      | 3,643     | X          |         | 28-11135 | 3643     |
|                  | LDK SOLAR CO LTD             | SPONSORED ADR   | 50183L107 | 3,788       | 100       | X          |         | 28-5284  | 100      |
|                  |                              |                 |           | 682         | 18        | X          |         | 28-4580  | 18       |
|                  | LKQ CORP                     | COM             | 501889208 | 50,596      | 2,800     | X          | X       | 28-5284  | 2800     |
|                  | LL & E RTY TR                | UNIT BEN INT    | 502003106 | 1,450       | 650       | X          |         | 28-5284  | 650      |
|                  |                              |                 |           | 5,910       | 2,650     | X          | X       | 28-5284  | 2650     |
|                  | LMI AEROSPACE INC            | COM             | 502079106 | 8,785       | 500       | X          |         | 28-5284  | 500      |
|                  | LSB CORP                     | COM             | 50215P100 | 259,080     | 17,000    | X          | X       | 28-5284  | 17000    |
|                  | LSB INDS INC                 | COM             | 502160104 | 31,680      | 1,600     | X          | X       | 28-5284  | 1600     |
|                  | LSI CORPORATION              | COM             | 502161102 | 33,831      | 5,510     | X          |         | 28-5284  | 5510     |
|                  |                              |                 |           | 8,891       | 1,448     | X          | X       | 28-5284  | 1423     |
|                  | 25                           |                 |           | 12          | 2         | X          |         | 28-11135 | 2        |
|                  |                              |                 |           | 448         | 73        | X          |         | 28-4580  | 73       |
|                  | LTC PPTYS INC                | COM             | 502175102 | 69,600      | 2,723     | X          |         | 28-11135 | 2723     |
|                  | LTX CORP                     | COM             | 502392103 | 1,540       | 700       | X          |         | 28-5284  | 700      |
|                  | L-3 COMMUNICATIONS HLDGS INC | COM             | 502424104 | 2,379,158   | 26,182    | X          |         | 28-5284  | 18382    |
|                  | 7800                         |                 |           | 1,258,368   | 13,848    | X          | X       | 28-5284  | 6398     |
|                  | 7450                         |                 |           | 356,665     | 3,925     | X          |         | 28-11135 | 3925     |
|                  | LA Z BOY INC                 | COM             | 505336107 | 2,601       | 340       | X          |         | 28-5284  |          |
|                  | 340                          |                 |           | 182,570     | 2,622     | X          |         | 28-5284  | 2622     |
|                  | LABORATORY CORP AMER HLDGS   | COM NEW         | 50540R409 | 842,523     | 12,100    | X          | X       | 28-5284  | 8800     |
|                  | 3300                         |                 |           | 857,772     | 12,319    | X          |         | 28-11135 | 12319    |
|                  |                              |                 |           | 70,117      | 1,007     | X          | X       | 28-4580  | 1007     |
|                  | LACLEDE GROUP INC            | COM             | 505597104 | 63,785      | 1,580     | X          |         | 28-5284  | 1400     |
|                  | 180                          |                 |           | 16,148      | 400       | X          | X       | 28-5284  | 400      |
|                  | COLUMN TOTAL                 |                 |           | 6,638,163   |           |            |         |          |          |

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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |         | ITEM 7:  |          |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:          |                              | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                |           |             |           |            |         |          |          |
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| <C>              | <C>                          |                |           |             |           |            |         |          |          |
|                  | LADENBURG THALMAN FIN SVCS I | COM            | 50575Q102 | 7,550       | 5,000     | X          |         | 28-5284  | 5000     |
|                  | LADISH INC                   | COM NEW        | 505754200 | 10,295      | 500       | X          |         | 28-5284  | 500      |

|                              |                |           |           |        |   |           |       |
|------------------------------|----------------|-----------|-----------|--------|---|-----------|-------|
| LAKELAND BANCORP INC         | COM            | 511637100 | 216,975   | 17,814 | X | 28-5284   | 17814 |
| LAKELAND FINL CORP           | COM            | 511656100 | 172,979   | 9,066  | X | 28-11135  | 9066  |
| LAM RESEARCH CORP            | COM            | 512807108 | 831,016   | 22,988 | X | 28-5284   | 22988 |
|                              |                |           | 558,771   | 15,457 | X | X 28-5284 | 15007 |
| 450                          |                |           | 3,796     | 105    | X | 28-11135  | 105   |
|                              |                |           | 99,304    | 2,747  | X | 28-4580   | 2747  |
| LAMAR ADVERTISING CO         | CL A           | 512815101 | 973       | 27     | X | 28-5284   | 27    |
|                              |                |           | 151,326   | 4,200  | X | X 28-5284 | 4200  |
| LANCE INC                    | COM            | 514606102 | 3,942     | 210    | X | 28-5284   |       |
| 210                          |                |           |           |        |   |           |       |
| LANDAUER INC                 | COM            | 51476K103 | 32,338    | 575    | X | X 28-5284 | 575   |
| LANDAMERICA FINL GROUP INC   | COM            | 514936103 | 20,326    | 916    | X | 28-5284   |       |
| 916                          |                |           |           |        |   |           |       |
|                              |                |           | 4,150     | 187    | X | X 28-5284 | 187   |
| LANDSTAR SYS INC             | COM            | 515098101 | 25,180    | 456    | X | 28-5284   | 26    |
| 430                          |                |           |           |        |   |           |       |
|                              |                |           | 276       | 5      | X | X 28-5284 | 5     |
|                              |                |           | 12,645    | 229    | X | 28-11135  | 229   |
| LANTRONIX INC                | COM            | 516548104 | 8         | 11     | X | 28-5284   | 11    |
|                              |                |           | 233       | 337    | X | X 28-5284 |       |
| 337                          |                |           |           |        |   |           |       |
| LAS VEGAS SANDS CORP         | COM            | 517834107 | 1,371,301 | 28,906 | X | 28-5284   | 25976 |
| 2930                         |                |           |           |        |   |           |       |
|                              |                |           | 20,731    | 437    | X | X 28-5284 | 437   |
| LASALLE HOTEL PPTYS          | COM SH BEN INT | 517942108 | 242,379   | 9,645  | X | 28-5284   | 9645  |
|                              |                |           | 14,324    | 570    | X | X 28-5284 | 570   |
| LATIN AMER EQUITY FD INC NEW | COM            | 51827Q106 | 3,744     | 75     | X | 28-5284   | 75    |
| LAUDER ESTEE COS INC         | CL A           | 518439104 | 191,931   | 4,132  | X | 28-5284   | 4132  |
|                              |                |           | 3,159     | 68     | X | X 28-5284 | 68    |
| LAWSON PRODS INC             | COM            | 520776105 | 1,239     | 50     | X | 28-5284   |       |
| 50                           |                |           |           |        |   |           |       |
| COLUMN TOTAL                 |                |           | 4,000,891 |        |   |           |       |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 1:<br>TITLE OF CLASS | ITEM 2:<br>CUSIP NUMBER | ITEM 3:<br>FAIR MARKET VALUE | ITEM 4:<br>SHARES OR PRINCIPAL AMOUNT | ITEM 5:<br>INVESTMENT DISCRETION |         | ITEM 6:<br>INVESTMENT (B) SHARED (A) SOLE (C) OTH |         | ITEM 7:<br>MANAGERS INSTR V (A) SOLE |
|--|---------------------------|-------------------------|------------------------------|---------------------------------------|----------------------------------|---------|---|---------|--------------------------------------|
|  |                           |                         |                              |                                       | (A) SOLE                         | (C) OTH | (A) SOLE  | (C) OTH |                                      |
| <S>  | <C>                       | <C>                     | <C>                          | <C>                                   | <C>                              | <C>     | <C>   | <C>     | <C>                                  |
| LAYNE CHRISTENSEN CO   | COM                       | 521050104               | 21,895                       | 500                                   | X                                | X       | 28-5284   | 500     |                                      |
|  |                           |                         | 220,702                      | 5,040                                 | X                                | X       | 28-11135  | 5040    |                                      |
| LEADIS TECHNOLOGY INC  | COM                       | 52171N103               | 304,894                      | 190,559                               | X                                | X       | 28-5284   |         |                                      |
| 190559   |                           |                         |                              |                                       |                                  |         |   |         |                                      |
| LEAPFROG ENTERPRISES INC   | CL A                      | 52186N106               | 824                          | 99                                    | X                                |         | 28-11135  | 99      |                                      |
| LEAP WIRELESS INTL INC   | COM NEW                   | 521863308               | 1,295                        | 30                                    | X                                |         | 28-5284   | 30      |                                      |
|  |                           |                         | 1,554                        | 36                                    | X                                |         | 28-11135  | 36      |                                      |
| LEE ENTERPRISES INC  | COM                       | 523768109               | 14,575                       | 3,653                                 | X                                |         | 28-5284   | 1233    |                                      |
| 2420   |                           |                         |                              |                                       |                                  |         |   |         |                                      |
| LEGGETT & PLATT INC  | COM                       | 524660107               | 117,390                      | 7,000                                 | X                                |         | 28-5284   |         |                                      |
| 7000   |                           |                         |                              |                                       |                                  |         |   |         |                                      |
|  |                           |                         | 796,072                      | 47,470                                | X                                | X       | 28-5284   | 45775   |                                      |
| 1695   |                           |                         |                              |                                       |                                  |         |   |         |                                      |
| LEGACY RESERVES LP   | UNIT LP INT               | 524707304               | 1,442,702                    | 58,150                                | X                                | X       | 28-5284   | 58150   |                                      |
| LEGG MASON INC   | COM                       | 524901105               | 4,051,661                    | 92,992                                | X                                |         | 28-5284   | 74643   |                                      |
| 18349  |                           |                         |                              |                                       |                                  |         |   |         |                                      |
|  |                           |                         | 3,289,579                    | 75,501                                | X                                | X       | 28-5284   | 59327   |                                      |
| 575  | 15599                     |                         |                              |                                       |                                  |         |   |         |                                      |
|  |                           |                         | 9,150                        | 210                                   | X                                |         | 28-4580   | 210     |                                      |
|  |                           |                         | 6,536                        | 150                                   | X                                | X       | 28-4580   | 150     |                                      |
| LEHMAN BROS HLDGS INC  | COM                       | 524908100               | 1,697,717                    | 85,700                                | X                                |         | 28-5284   | 84185   |                                      |
| 1515   |                           |                         |                              |                                       |                                  |         |   |         |                                      |
|  |                           |                         | 1,824,303                    | 92,090                                | X                                | X       | 28-5284   | 84215   |                                      |
| 258  | 7617                      |                         |                              |                                       |                                  |         |   |         |                                      |
|  |                           |                         | 422,092                      | 21,307                                | X                                |         | 28-11135  | 21307   |                                      |
|  |                           |                         | 2,476                        | 125                                   | X                                |         | 28-4580   | 125     |                                      |
|  |                           |                         | 52,695                       | 2,660                                 | X                                | X       | 28-4580   | 2660    |                                      |
| LEHMAN BR FIRST TR INCM OPP  | COM                       | 525178109               | 41,381                       | 3,675                                 | X                                | X       | 28-5284   | 1675    |                                      |

|                             |      |           |            |         |   |           |        |
|-----------------------------|------|-----------|------------|---------|---|-----------|--------|
| 2000<br>LENNAR CORP<br>6677 | CL A | 526057104 | 85,479     | 6,927   | X | 28-5284   | 250    |
|                             |      |           | 6,195      | 502     | X | X 28-5284 | 502    |
| LENNAR CORP                 | CL B | 526057302 | 755        | 68      | X | 28-5284   | 68     |
| LENNOX INTL INC<br>480      | COM  | 526107107 | 13,901     | 480     | X | 28-5284   |        |
|                             |      |           | 145        | 5       | X | X 28-5284 | 5      |
|                             |      |           | 7,559      | 261     | X | 28-11135  | 261    |
| LEUCADIA NATL CORP          | COM  | 527288104 | 367,306    | 7,825   | X | 28-5284   | 7825   |
|                             |      |           | 8,174,836  | 174,155 | X | X 28-5284 | 147180 |
| 22000 4975                  |      |           | 82,145     | 1,750   | X | 28-4580   |        |
| 1750                        |      |           |            |         |   |           |        |
| COLUMN TOTAL                |      |           | 23,057,814 |         |   |           |        |

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| ITEM 8:                    |               | ITEM 3:        |     | ITEM 4:     |        | ITEM 5:   |     | ITEM 6:          |     | ITEM 7:          |     |
|----------------------------|---------------|----------------|-----|-------------|--------|-----------|-----|------------------|-----|------------------|-----|
| VOTING AUTHORITY           |               | CUSIP          |     | FAIR MARKET |        | SHARES OR |     | DISCRETION       |     | MANAGERS         |     |
| ITEM 1:                    |               | ITEM 2:        |     | FAIR MARKET |        | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |     |
| NAME OF ISSUER             |               | TITLE OF CLASS |     | VALUE       |        | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| (B) SHARED (C) NONE        |               |                |     |             |        |           |     |                  |     |                  |     |
| <S>                        | <C>           | <C>            | <C> | <C>         | <C>    | <C>       | <C> | <C>              | <C> | <C>              | <C> |
| LEVEL 3 COMMUNICATIONS INC | COM           | 52729N100      |     | 12,532      | 4,248  | X         |     | 28-5284          |     | 4248             |     |
|                            |               |                |     | 153,400     | 52,000 | X         | X   | 28-5284          |     | 52000            |     |
|                            |               |                |     | 38,191      | 12,946 | X         | X   | 28-4580          |     | 12946            |     |
| LEXINGTON REALTY TRUST     | COM           | 529043101      |     | 27,396      | 2,010  | X         |     | 28-5284          |     | 2010             |     |
|                            |               |                |     | 661,287     | 48,517 | X         | X   | 28-5284          |     | 34892            |     |
| 13625                      |               |                |     |             |        |           |     |                  |     |                  |     |
| LEXMARK INTL NEW           | CL A          | 529771107      |     | 76,889      | 2,300  | X         |     | 28-5284          |     |                  |     |
| 2300                       |               |                |     | 14,642      | 438    | X         | X   | 28-5284          |     | 438              |     |
| LIBBEY INC                 | COM           | 529898108      |     | 744         | 100    | X         |     | 28-5284          |     |                  |     |
| 100                        |               |                |     | 7,440       | 1,000  | X         | X   | 28-5284          |     | 1000             |     |
| LIBERTY ALL STAR EQUITY FD | SH BEN INT    | 530158104      |     | 17,610      | 3,000  | X         | X   | 28-5284          |     | 3000             |     |
| LIBERTY GLOBAL INC         | COM SER A     | 530555101      |     | 452,309     | 14,391 | X         |     | 28-5284          |     | 4775             |     |
| 9616                       |               |                |     | 1,587,812   | 50,519 | X         | X   | 28-5284          |     | 41503            |     |
| 9016                       |               |                |     |             |        |           |     |                  |     |                  |     |
| LIBERTY GLOBAL INC         | COM SER C     | 530555309      |     | 1,572       | 50     | X         |     | 28-11135         |     | 50               |     |
| 21569                      |               |                |     | 860,767     | 28,352 | X         |     | 28-5284          |     | 6783             |     |
|                            |               |                |     | 1,838,298   | 60,550 | X         | X   | 28-5284          |     | 41503            |     |
| 217 18830                  |               |                |     | 14,057      | 463    | X         |     | 28-11135         |     | 463              |     |
| LIBERTY MEDIA CORP NEW     | INT COM SER A | 53071M104      |     | 684,037     | 46,344 | X         |     | 28-5284          |     | 11444            |     |
| 34900                      |               |                |     | 1,410,894   | 95,589 | X         | X   | 28-5284          |     | 75653            |     |
| 1086 18850                 |               |                |     | 3,291       | 223    | X         |     | 28-11135         |     | 223              |     |
| LIBERTY MEDIA CORP NEW     | CAP COM SER A | 53071M302      |     | 263,880     | 18,325 | X         |     | 28-5284          |     | 4050             |     |
| 14275                      |               |                |     | 740,995     | 51,458 | X         | X   | 28-5284          |     | 46787            |     |
| 217 4454                   |               |                |     |             |        |           |     |                  |     |                  |     |
|                            |               |                |     | 634         | 44     | X         |     | 28-11135         |     | 44               |     |
| 4000                       |               |                |     | 57,600      | 4,000  | X         |     | 28-4580          |     |                  |     |
| LIBERTY MEDIA CORP NEW     | ENT COM SER A | 53071M500      |     | 1,434,222   | 59,192 | X         |     | 28-5284          |     | 12792            |     |
| 46400                      |               |                |     | 1,827,039   | 75,404 | X         | X   | 28-5284          |     | 59456            |     |
| 868 15080                  |               |                |     | 4,264       | 176    | X         |     | 28-11135         |     | 176              |     |
| LIBERTY PPTY TR            | SH BEN INT    | 531172104      |     | 43,625      | 1,316  | X         |     | 28-5284          |     | 1316             |     |
|                            |               |                |     | 789,268     | 23,809 | X         | X   | 28-5284          |     | 23809            |     |
| LIFE SCIENCES RESH INC     | COM           | 532169109      |     | 254         | 9      | X         |     | 28-11135         |     | 9                |     |
| LIFE TIME FITNESS INC      | COM           | 53217R207      |     | 32,505      | 1,100  | X         | X   | 28-5284          |     | 1100             |     |
| COLUMN TOTAL               |               |                |     | 13,057,454  |        |           |     |                  |     |                  |     |

</TABLE>





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|-------------------------------|---------------|-----------|------------|---------|-----|-----|----------|--------|
| LIVE NATION INC<br>11         | COM           | 538034109 | 116        | 11      | X   |     | 28-5284  |        |
| LIZ CLAIBORNE INC<br>1400     | COM           | 539320101 | 206,972    | 14,627  | X   | X   | 28-5284  | 82     |
| 250                           |               |           | 254,063    | 17,955  | X   | X   | 28-5284  | 17705  |
| LLOYDS TSB GROUP PLC          | SPONSORED ADR | 539439109 | 2,830      | 200     | X   |     | 28-4580  | 200    |
|                               |               |           | 27,729     | 1,124   | X   |     | 28-5284  | 1124   |
|                               |               |           | 80,893     | 3,279   | X   | X   | 28-5284  | 3279   |
|                               |               |           | 2,467      | 100     | X   |     | 28-11135 | 100    |
| LOCKHEED MARTIN CORP<br>12550 | COM           | 539830109 | 26,426,476 | 267,854 | X   |     | 28-5284  | 255304 |
| 2103 10787                    |               |           | 16,890,493 | 171,199 | X   | X   | 28-5284  | 158309 |
|                               |               |           | 425,323    | 4,311   | X   |     | 28-11135 | 4311   |
|                               |               |           | 329,722    | 3,342   | X   |     | 28-4580  | 3342   |
|                               |               |           | 77,941     | 790     | X   | X   | 28-4580  | 790    |
| LOEWS CORP<br>4600            | COM           | 540424108 | 88,922     | 1,896   | X   |     | 28-5284  | 1896   |
|                               |               |           | 263,437    | 5,617   | X   | X   | 28-5284  | 1017   |
|                               |               |           | 85,546     | 1,824   | X   | X   | 28-4580  | 1824   |
| LONGS DRUG STORES CORP<br>200 | COM           | 543162101 | 25,266     | 600     | X   |     | 28-5284  | 400    |
| 500                           |               |           | 21,055     | 500     | X   | X   | 28-5284  |        |
| LONGTOP FINL TECHNOLOGIES LT  | ADR           | 54318P108 | 3,974      | 240     | X   |     | 28-5284  | 240    |
| LOOPNET INC                   | COM           | 543524300 | 31,075     | 2,750   | X   | X   | 28-5284  | 2750   |
| LORAL SPACE & COMMUNICATNS L  | COM           | 543881106 | 1,357      | 77      | X   |     | 28-5284  | 77     |
| LORILLARD INC                 | COM           | 544147101 | 1,383      | 20      | X   |     | 28-5284  | 20     |
|                               |               |           | 69         | 1       | X   | X   | 28-5284  | 1      |
| LOUISIANA PAC CORP<br>4740    | COM           | 546347105 | 40,243     | 4,740   | X   |     | 28-5284  |        |
|                               |               |           | 36,609     | 4,312   | X   | X   | 28-5284  | 4312   |
|                               |               |           | 170        | 20      | X   |     | 28-11135 | 20     |
| LOWES COS INC<br>21423        | COM           | 548661107 | 14,371,720 | 692,613 | X   |     | 28-5284  | 671190 |
| 1600 21650                    |               |           | 9,743,038  | 469,544 | X   | X   | 28-5284  | 446294 |
|                               |               |           | 7,781      | 375     | X   |     | 28-11135 | 375    |
|                               |               |           | 146,288    | 7,050   | X   |     | 28-4580  | 7050   |
|                               |               |           | 80,552     | 3,882   | X   | X   | 28-4580  | 3882   |
| COLUMN TOTAL                  |               |           | 69,674,378 |         |     |     |          |        |

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| ITEM 8:          | ITEM 1:             | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7:                   |
|------------------|---------------------|----------------|--------------|-------------------|----------------------------|--|---------------------------|
| VOTING AUTHORITY | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (SHARES)         | (B) SHARED (C) NONE |                |              |                   |                            |  |                           |

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|-------------------------|---------------|--------------------|-----------|--------|-----|-----|----------|-------|
| LUBRIZOL CORP<br>3940   | COM           | 549271104          | 488,411   | 10,542 | X   |     | 28-5284  | 6602  |
| 205                     |               |                    | 416,507   | 8,990  | X   | X   | 28-5284  | 8785  |
| LUCENT TECHNOLOGIES INC | DBCV          | 2.750% 6 549463AG2 | 2,711,418 | 3,000  | X   |     | 28-11439 | 3000  |
| LUFKIN INDS INC<br>500  | COM           | 549764108          | 41,640    | 500    | X   | X   | 28-5284  |       |
|                         |               |                    | 11,742    | 141    | X   |     | 28-11135 | 141   |
| LUMINEX CORP DEL        | COM           | 55027E102          | 10,275    | 500    | X   |     | 28-5284  | 500   |
|                         |               |                    | 984,098   | 47,888 | X   |     | 28-11135 | 47888 |
| LUNDIN MINING CORP      | COM           | 550372106          | 1,730     | 285    | X   |     | 28-5284  | 285   |
|                         |               |                    | 317,546   | 52,314 | X   |     | 28-11135 | 52314 |
| LUXOTTICA GROUP S P A   | SPONSORED ADR | 55068R202          | 10,382    | 445    | X   |     | 28-5284  | 445   |
| LYDALL INC DEL          | COM           | 550819106          | 1,381     | 110    | X   |     | 28-5284  |       |

|                       |                      |            |           |            |        |   |   |          |       |
|-----------------------|----------------------|------------|-----------|------------|--------|---|---|----------|-------|
| 110                   | M & F WORLDWIDE CORP | COM        | 552541104 | 117,930    | 3,000  | X | X | 28-5284  |       |
| 3000                  | M & T BK CORP        | COM        | 55261F104 | 3,173,736  | 44,992 | X |   | 28-5284  | 42610 |
| 2382                  |                      |            |           | 4,270,562  | 60,541 | X | X | 28-5284  | 56056 |
| 4485                  |                      |            |           | 42,324     | 600    | X |   | 28-4580  | 600   |
|                       |                      |            |           | 54,245     | 769    | X | X | 28-4580  | 769   |
| MBIA INC              |                      | COM        | 55262C100 | 63,528     | 14,471 | X |   | 28-5284  | 14471 |
|                       |                      |            |           | 82,313     | 18,750 | X | X | 28-5284  | 18750 |
| MB FINANCIAL INC NEW  |                      | COM        | 55264U108 | 337        | 15     | X | X | 28-5284  |       |
| 15                    | M D C HLDGS INC      | COM        | 552676108 | 16,679     | 427    | X |   | 28-5284  |       |
| 427                   |                      |            |           | 2,890      | 74     | X | X | 28-5284  | 74    |
| MDU RES GROUP INC     |                      | COM        | 552690109 | 272,849    | 7,827  | X |   | 28-5284  | 7650  |
| 177                   |                      |            |           | 434,879    | 12,475 | X | X | 28-5284  | 12475 |
| MEMC ELECTR MATLS INC |                      | COM        | 552715104 | 440,996    | 7,166  | X |   | 28-5284  | 2180  |
| 4986                  |                      |            |           | 313,854    | 5,100  | X | X | 28-5284  | 3600  |
| 1500                  |                      |            |           | 1,247,724  | 20,275 | X |   | 28-11135 | 20275 |
| MFS CHARTER INCOME TR |                      | SH BEN INT | 552727109 | 129,780    | 15,750 | X |   | 28-5284  | 15750 |
|                       |                      |            |           | 123,600    | 15,000 | X | X | 28-5284  | 1700  |
| 13300                 |                      |            |           |            |        |   |   |          |       |
|                       | COLUMN TOTAL         |            |           | 15,783,356 |        |   |   |          |       |

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| ITEM 8:                 |                           | ITEM 3:        |              | ITEM 4:     |        | ITEM 5:   |     | ITEM 6:    |     | ITEM 7:  |       |
|-------------------------|---------------------------|----------------|--------------|-------------|--------|-----------|-----|------------|-----|----------|-------|
| VOTING AUTHORITY        |                           | CUSIP          |              | FAIR MARKET |        | SHARES OR |     | INVESTMENT |     | MANAGERS |       |
| ITEM 1:                 |                           | ITEM 2:        |              | VALUE       |        | PRINCIPAL |     | (B) SHARED |     | (A) SOLE |       |
| NAME OF ISSUER          |                           | TITLE OF CLASS |              | AMOUNT      |        | (A) SOLE  |     | (C) OTH    |     | INSTR V  |       |
| (B) SHARED (C) NONE     |                           |                |              |             |        |           |     |            |     |          |       |
| <S>                     | <C>                       | <C>            | <C>          | <C>         | <C>    | <C>       | <C> | <C>        | <C> | <C>      | <C>   |
| MFS INTER INCOME TR     | SH BEN INT                | 55273C107      |              | 16,848      | 2,700  | X         |     | 28-5284    |     |          | 2700  |
|                         |                           |                |              | 87,360      | 14,000 | X         | X   | 28-5284    |     |          |       |
| 14000                   | MFS MULTIMARKET INCOME TR | 552737108      |              | 290,700     | 51,000 | X         | X   | 28-5284    |     |          | 1000  |
| 50000                   | MFS MUN INCOME TR         | 552738106      |              | 44,100      | 6,000  | X         |     | 28-5284    |     |          | 6000  |
|                         |                           |                |              | 14,700      | 2,000  | X         | X   | 28-5284    |     |          |       |
| 2000                    | MGE ENERGY INC            | 55277P104      |              | 7,703       | 1,048  | X         |     | 28-4580    |     |          | 1048  |
|                         |                           |                |              | 26,781      | 821    | X         |     | 28-5284    |     |          | 821   |
|                         |                           |                |              | 26,096      | 800    | X         | X   | 28-5284    |     |          | 800   |
| MGIC INVT CORP WIS      | COM                       | 552848103      |              | 238,596     | 39,050 | X         | X   | 28-5284    |     |          | 39050 |
| MFS GOVT MKTS INCOME TR | SH BEN INT                | 552939100      |              | 21,621      | 3,102  | X         |     | 28-5284    |     |          | 3102  |
|                         |                           |                |              | 38,335      | 5,500  | X         | X   | 28-5284    |     |          |       |
| 5500                    | MGM MIRAGE                | 552953101      |              | 128,104     | 3,780  | X         |     | 28-5284    |     |          | 3780  |
|                         |                           |                |              | 171,822     | 5,070  | X         | X   | 28-5284    |     |          | 4970  |
| 100                     | MI DEVS INC               | 55304X104      | CL A SUB VTG | 3,389       | 100    | X         |     | 28-11135   |     |          | 100   |
|                         |                           |                |              | 5,623       | 250    | X         | X   | 28-5284    |     |          | 250   |
| MKS INSTRUMENT INC      | COM                       | 55306N104      |              | 85,410      | 3,900  | X         | X   | 28-5284    |     |          | 3900  |
| MSC INDL DIRECT INC     | CL A                      | 553530106      |              | 24,261      | 550    | X         |     | 28-5284    |     |          | 550   |
| MTS SYS CORP            | COM                       | 553777103      |              | 175,812     | 4,900  | X         |     | 28-5284    |     |          | 4900  |
|                         |                           |                |              | 490,300     | 13,665 | X         | X   | 28-5284    |     |          | 425   |
| 13240                   | MVC CAPITAL INC           | 553829102      |              | 6,845       | 500    | X         |     | 28-5284    |     |          | 500   |
|                         | MACATAWA BK CORP          | 554225102      |              | 8,000       | 1,000  | X         | X   | 28-5284    |     |          | 1000  |
|                         | MACERICH CO               | 554382101      |              | 1,014,583   | 16,330 | X         |     | 28-5284    |     |          | 16330 |
|                         |                           |                |              | 107,485     | 1,730  | X         | X   | 28-5284    |     |          | 1730  |
| MACK CALI RLTY CORP     | COM                       | 554489104      |              | 247,938     | 7,256  | X         |     | 28-5284    |     |          | 7256  |
|                         |                           |                |              | 437,547     | 12,805 | X         | X   | 28-5284    |     |          | 11805 |
| 1000                    | MACKINAC FINL CORP        | 554571109      |              | 175,000     | 25,000 | X         | X   | 28-5284    |     |          | 25000 |



| <S>                                    | <C>            | <C>       | <C>               | <C>            | <C>    | <C> | <C>                 | <C>    | <C>  |
|--|----------------|-----------|-------------------|----------------|--------|-----|---------------------|--------|------|
| MAIR HOLDINGS INC<br>541256            | COM            | 560635104 | 2,192,087         | 541,256        | X      | X   | 28-5284             |        |      |
| MANAGEMENT NETWORK GROUP INC<br>629300 | COM            | 561693102 | 912,485           | 629,300        | X      | X   | 28-5284             |        |      |
| MANHATTAN ASSOCS INC<br>200            | COM            | 562750109 | 4,746             | 200            | X      |     | 28-5284             |        |      |
| MANITOWOC INC<br>364                   | COM            | 563571108 | 52,206<br>114,278 | 2,200<br>3,513 | X<br>X | X   | 28-5284<br>28-5284  | 2200   | 3149 |
| 600                                    |                |           | 86,205            | 2,650          | X      | X   | 28-5284             | 2050   |      |
| MANPOWER INC                           | COM            | 56418H100 | 47,103<br>5,591   | 1,448<br>96    | X<br>X |     | 28-11135<br>28-5284 | 1448   | 96   |
| MANTECH INTL CORP                      | CL A           | 564563104 | 495,972           | 8,516          | X      |     | 28-11135            | 8516   |      |
| MANULIFE FINL CORP<br>304              | COM            | 56501R106 | 76,270            | 1,585          | X      |     | 28-11135            | 1585   |      |
| MARATHON OIL CORP<br>8122              | COM            | 565849106 | 4,165,269         | 120,002        | X      |     | 28-5284             | 119698 |      |
| 5200 3900                              |                |           | 2,095,269         | 60,365         | X      | X   | 28-5284             | 60365  |      |
| 266                                    |                |           | 9,249,718         | 178,325        | X      |     | 28-5284             | 170203 |      |
| MARINEMAX INC                          | COM            | 567908108 | 4,567,205         | 88,051         | X      | X   | 28-5284             | 78951  |      |
| MARINE PETE TR                         | UNIT BEN INT   | 568423107 | 1,793,094         | 34,569         | X      |     | 28-11135            | 34569  |      |
| MARINER ENERGY INC                     | COM            | 56845T305 | 267,597           | 5,159          | X      |     | 28-4580             | 4893   |      |
| MARKEL CORP                            | COM            | 570535104 | 20,852            | 402            | X      | X   | 28-4580             | 402    |      |
| 410                                    |                |           | 22,227            | 3,100          | X      | X   | 28-5284             | 3100   |      |
| MARKETAXESS HLDGS INC                  | COM            | 57060D108 | 16,725            | 500            | X      |     | 28-5284             | 500    |      |
| MARKET VECTORS ETF TR                  | GOLD MINER ETF | 57060U100 | 173,759           | 4,700          | X      |     | 28-5284             | 4700   |      |
| 5800                                   |                |           | 1,079,524         | 29,200         | X      | X   | 28-5284             | 29200  |      |
| MARKET VECTORS ETF TR                  | MV ENVIR SVCS  | 57060U209 | 96,011            | 2,597          | X      |     | 28-11135            | 2597   |      |
| COLUMN TOTAL                           |                |           | 16,148            | 44             | X      |     | 28-5284             | 44     |      |
| </TABLE>                               |                |           | 346,448           | 944            | X      | X   | 28-5284             | 534    |      |
|  |                |           | 26,460            | 3,500          | X      | X   | 28-5284             | 3500   |      |
|  |                |           | 46,161            | 950            | X      |     | 28-5284             | 950    |      |
|  |                |           | 388,720           | 8,000          | X      |     | 28-4580             | 2200   |      |
|  |                |           | 714,273           | 14,700         | X      | X   | 28-4580             | 14700  |      |
|  |                |           | 5,023             | 96             | X      | X   | 28-5284             | 96     |      |
|  |                |           | 29,077,426        |                |        |     |                     |        |      |

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| ITEM 8:                    | ITEM 1:             | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7:                   |
|----------------------------|---------------------|----------------|--------------|-------------------|----------------------------|--|---------------------------|
| VOTING AUTHORITY           | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (SHARES)                   | (B) SHARED (C) NONE |                |              |                   |                            |  |                           |
| MARKET VECTORS ETF TR      | MV STEEL INDEX      | 57060U308      | 62,540       | 590               | X                          | X                                      | 28-5284 590               |
| MARKET VECTORS ETF TR      | GBL ALTER ENRG      | 57060U407      | 31,916       | 623               | X                          |  | 28-5284 623               |
|                            |                     |                | 89,089       | 1,739             | X                          | X                                      | 28-5284 1739              |
| MARKET VECTORS ETF TR      | RUSSIA ETF          | 57060U506      | 2,421        | 45                | X                          |  | 28-5284 45                |
| MARKET VECTORS ETF TR      | AGRIBUS ETF         | 57060U605      | 89,518       | 1,445             | X                          |  | 28-5284 1445              |
| 150                        |                     |                | 21,683       | 350               | X                          | X                                      | 28-5284 200               |
|                            |                     |                | 6,195        | 100               | X                          | X                                      | 28-4580 100               |
| MARKET VECTORS ETF TR      | NUC ENERGY ETF      | 57060U704      | 39,444       | 1,153             | X                          | X                                      | 28-5284 1153              |
| MARKET VECTORS ETF TR      | COAL ETF            | 57060U837      | 11,600       | 200               | X                          | X                                      | 28-5284                   |
| 200                        |                     |                |              |                   |                            |  |                           |
| MARSH & MCLENNAN COS INC   | COM                 | 571748102      | 1,280,241    | 48,220            | X                          |  | 28-5284 47220             |
| 1000                       |                     |                |              |                   |                            |  |                           |
|                            |                     |                | 1,044,052    | 39,324            | X                          | X                                      | 28-5284 38274             |
| 1050                       |                     |                | 63,720       | 2,400             | X                          |  | 28-4580 2400              |
|                            |                     |                | 143,476      | 5,404             | X                          | X                                      | 28-4580 5404              |
| MARSHALL & ILSLEY CORP NEW | COM                 | 571837103      | 10,762       | 702               | X                          |  | 28-5284 631               |

|                                |              |           |  |            |         |   |   |          |        |
|--------------------------------|--------------|-----------|--|------------|---------|---|---|----------|--------|
| 71                             |              |           |  | 366,218    | 23,889  | X | X | 28-5284  | 569    |
| 23320                          |              |           |  | 5,749      | 375     | X |   | 28-11135 | 375    |
| MARRIOTT INTL INC NEW<br>6600  | CL A         | 571903202 |  | 10,131,448 | 386,107 | X |   | 28-5284  | 379507 |
|                                |              |           |  | 10,619,827 | 404,719 | X | X | 28-5284  | 399719 |
| 450                            | 4550         |           |  | 2,886      | 110     | X |   | 28-11135 | 110    |
|                                |              |           |  | 894,364    | 34,084  | X |   | 28-4580  | 33824  |
| 260                            |              |           |  | 172,134    | 6,560   | X | X | 28-4580  | 6560   |
| MARTEK BIOSCIENCES CORP<br>653 | COM          | 572901106 |  | 53,026     | 1,573   | X |   | 28-5284  | 920    |
|                                |              |           |  | 5,057      | 150     | X | X | 28-5284  | 150    |
| MARTHA STEWART LIVING OMNIME   | CL A         | 573083102 |  | 3,700      | 500     | X |   | 28-4580  | 500    |
| MARTIN MARIETTA MATLS INC      | COM          | 573284106 |  | 132,595    | 1,280   | X |   | 28-5284  | 1280   |
|                                |              |           |  | 449,995    | 4,344   | X | X | 28-5284  | 4344   |
| MARTIN MIDSTREAM PRTRNS L P    | UNIT L P INT | 573331105 |  | 9,839      | 300     | X |   | 28-5284  | 300    |
| MARVEL ENTERTAINMENT INC       | COM          | 57383T103 |  | 4,821      | 150     | X | X | 28-5284  | 150    |
| COLUMN TOTAL                   |              |           |  | 25,748,316 |         |   |   |          |        |

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| ITEM 8:                      |            | ITEM 3:        |     | ITEM 4:     |         | ITEM 5:          |     | ITEM 6:    |     | ITEM 7:  |        |
|------------------------------|------------|----------------|-----|-------------|---------|------------------|-----|------------|-----|----------|--------|
| VOTING AUTHORITY             |            | CUSIP          |     | FAIR MARKET |         | SHARES OR        |     | DISCRETION |     | MANAGERS |        |
| ITEM 1:                      |            | ITEM 2:        |     | VALUE       |         | PRINCIPAL        |     | (B) SHARED |     | (A) SOLE |        |
| NAME OF ISSUER               |            | TITLE OF CLASS |     | AMOUNT      |         | (A) SOLE (C) OTH |     | INSTR V    |     | (A) SOLE |        |
| (B) SHARED                   | (C) NONE   | NUMBER         |     |             |         |                  |     |            |     |          |        |
| <S>                          | <C>        | <C>            | <C> | <C>         | <C>     | <C>              | <C> | <C>        | <C> | <C>      | <C>    |
| MASCO CORP<br>39123          |            | 574599106      | COM | 4,549,147   | 289,202 | X                |     | 28-5284    |     |          | 250079 |
| 2800                         | 5005       |                |     | 1,212,783   | 77,100  | X                | X   | 28-5284    |     |          | 69295  |
|                              |            |                |     | 40,678      | 2,586   | X                |     | 28-11135   |     |          | 2586   |
|                              |            |                |     | 6,292       | 400     | X                | X   | 28-4580    |     |          | 400    |
| MASSEY ENERGY CORP<br>630    |            | 576206106      | COM | 130,688     | 1,394   | X                |     | 28-5284    |     |          | 764    |
|                              |            |                |     | 128,531     | 1,371   | X                | X   | 28-5284    |     |          | 1296   |
| 75                           |            |                |     | 14,906,250  | 159,000 | X                |     | 28-11439   |     |          | 159000 |
| MASSMUTUAL CORPORATE INVS IN | COM        | 576292106      |     | 12,625      | 448     | X                |     | 28-5284    |     |          | 448    |
| MASSMUTUAL PARTN INVS        | SH BEN INT | 576299101      |     | 10,550      | 800     | X                |     | 28-5284    |     |          | 800    |
| MASTEC INC                   | COM        | 576323109      |     | 452,602     | 42,458  | X                |     | 28-11135   |     |          | 42458  |
| MASTERCARD INC<br>7770       | CL A       | 57636Q104      |     | 34,720,457  | 130,764 | X                |     | 28-5284    |     |          | 122994 |
|                              |            |                |     | 13,089,605  | 49,298  | X                | X   | 28-5284    |     |          | 42788  |
| 1261                         | 5249       |                |     | 880,199     | 3,315   | X                |     | 28-4580    |     |          | 3191   |
| 124                          |            |                |     | 341,990     | 1,288   | X                | X   | 28-4580    |     |          | 1288   |
| MATERIAL SCIENCES CORP<br>80 | COM        | 576674105      |     | 648         | 80      | X                |     | 28-5284    |     |          |        |
| MATRIX INITIATIVES INC       | COM        | 57685L105      |     | 447,604     | 26,867  | X                |     | 28-5284    |     |          | 26867  |
| MATRIX SVC CO                | COM        | 576853105      |     | 250,409     | 10,859  | X                |     | 28-11135   |     |          | 10859  |
| MATSUSHITA ELEC INDL         | ADR        | 576879209      |     | 103,544     | 4,834   | X                |     | 28-5284    |     |          | 4834   |
|                              |            |                |     | 15,979      | 746     | X                | X   | 28-5284    |     |          | 746    |
| MATTEL INC<br>2095           | COM        | 577081102      |     | 674,151     | 39,378  | X                |     | 28-5284    |     |          | 37283  |
|                              |            |                |     | 440,035     | 25,703  | X                | X   | 28-5284    |     |          | 16694  |
| 5950                         | 3059       |                |     | 741,912     | 43,336  | X                |     | 28-11135   |     |          | 43336  |
|                              |            |                |     | 2,517       | 147     | X                |     | 28-4580    |     |          | 147    |
| MATTHEWS INTL CORP           | CL A       | 577128101      |     | 454,818     | 10,049  | X                |     | 28-5284    |     |          | 10049  |
|                              |            |                |     | 99,572      | 2,200   | X                | X   | 28-5284    |     |          | 2200   |
| MAX & ERMAS RESTAURANTS INC  | COM        | 577903107      |     | 417         | 107     | X                |     | 28-5284    |     |          | 107    |
| MAXIMUS INC<br>170           | COM        | 577933104      |     | 5,919       | 170     | X                |     | 28-5284    |     |          |        |
| MCAFFEE INC                  | COM        | 579064106      |     | 221,433     | 6,507   | X                |     | 28-5284    |     |          | 6507   |
|                              |            |                |     | 224,734     | 6,604   | X                |     | 28-11135   |     |          | 6604   |



| ITEM 1:<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | CUSIP<br>NUMBER | FAIR MARKET<br>VALUE | PRINCIPAL<br>AMOUNT | (B) SHARED<br>(A) SOLE (C) OTH | MANAGERS<br>INSTR V | (A) SOLE |
|--|---------------------------|-----------------|----------------------|---------------------|--------------------------------|---------------------|----------|
| <S>  | <C>                       | <C>             | <C>                  | <C>                 | <C>                            | <C>                 | <C>      |
| MEDAREX INC  | COM                       | 583916101       | 99,150               | 15,000              | X                              | 28-5284             | 15000    |
|  |                           |                 | 90,557               | 13,700              | X                              | X 28-5284           | 13700    |
|  |                           |                 | 208,658              | 31,567              | X                              | 28-11135            | 31567    |
| MEDCO HEALTH SOLUTIONS INC<br>41327                          | COM                       | 58405U102       | 31,393,994           | 665,127             | X                              | 28-5284             | 623800   |
| 9807 51227   |                           |                 | 35,225,643           | 746,306             | X                              | X 28-5284           | 685272   |
|  |                           |                 | 18,408               | 390                 | X                              | 28-11135            | 390      |
| 452  |                           |                 | 522,315              | 11,066              | X                              | 28-4580             | 10614    |
|  |                           |                 | 214,477              | 4,544               | X                              | X 28-4580           | 4544     |
| MEDIA GEN INC  | CL A                      | 584404107       | 13,288               | 1,112               | X                              | 28-5284             | 1112     |
| MEDICAL NUTRITION USA INC                                    | COM                       | 58461X107       | 1,715,538            | 597,332             | X                              | 28-5284             | 597332   |
| MEDICAL PPTYS TRUST INC                                      | COM                       | 58463J304       | 185,894              | 18,369              | X                              | 28-5284             | 18369    |
|  |                           |                 | 259,244              | 25,617              | X                              | X 28-5284           | 25617    |
| MEDICINOVA INC<br>157118                                     | COM NEW                   | 58468P206       | 738,455              | 157,118             | X                              | X 28-5284           |          |
| MEDICINES CO   | COM                       | 584688105       | 1,427                | 72                  | X                              | 28-5284             | 72       |
|  |                           |                 | 240,813              | 12,150              | X                              | 28-11135            | 12150    |
| MEDICURE INC   | COM                       | 58469E101       | 40                   | 1,000               | X                              | 28-5284             | 1000     |
| MEDICIS PHARMACEUTICAL CORP                                  | CL A NEW                  | 584690309       | 2,577                | 124                 | X                              | 28-5284             | 124      |
|  |                           |                 | 60,262               | 2,900               | X                              | X 28-5284           | 2900     |
| MEDTRONIC INC<br>30482                                       | COM                       | 585055106       | 28,746,194           | 555,482             | X                              | 28-5284             | 525000   |
| 1400 71189   |                           |                 | 27,746,073           | 536,156             | X                              | X 28-5284           | 463567   |
|  |                           |                 | 27,324               | 528                 | X                              | 28-11135            | 528      |
|  |                           |                 | 405,720              | 7,840               | X                              | 28-4580             | 7840     |
|  |                           |                 | 678,339              | 13,108              | X                              | X 28-4580           | 12447    |
| 661  |                           |                 |                      |                     |                                |                     |          |
| MEMORY PHARMACEUTICALS CORP                                  | COM                       | 58606R403       | 1,755                | 4,500               | X                              | X 28-5284           | 4500     |
| MENS WEARHOUSE INC<br>410                                    | COM                       | 587118100       | 39,259               | 2,410               | X                              | 28-5284             | 2000     |
|  |                           |                 | 5,490                | 337                 | X                              | X 28-5284           | 337      |
| MENTOR CORP MINN<br>260                                      | COM                       | 587188103       | 7,233                | 260                 | X                              | 28-5284             |          |
| 100  |                           |                 | 95,979               | 3,450               | X                              | X 28-5284           | 3350     |
|  |                           |                 | 98,928               | 3,556               | X                              | 28-11135            | 3556     |
| MENTOR GRAPHICS CORP<br>COLUMN TOTAL                         | COM                       | 587200106       | 7,126                | 451                 | X                              | 28-5284             | 451      |
| </TABLE>   |                           |                 | 128,850,160          |                     |                                |                     |          |

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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | CUSIP<br>NUMBER | FAIR MARKET<br>VALUE | PRINCIPAL<br>AMOUNT | (B) SHARED<br>(A) SOLE (C) OTH | MANAGERS<br>INSTR V | (A) SOLE |
|--|---------------------------|-----------------|----------------------|---------------------|--------------------------------|---------------------|----------|
| <S>  | <C>                       | <C>             | <C>                  | <C>                 | <C>                            | <C>                 | <C>      |
| MERCADOLIBRE INC   | COM                       | 58733R102       | 24,143               | 700                 | X                              | 28-5284             | 700      |
| MERCHANTS BANCSHARES   | COM                       | 588448100       | 22,460               | 1,000               | X                              | X 28-5284           | 1000     |
| MERCK & CO INC<br>81510  | COM                       | 589331107       | 91,139,282           | 2,418,129           | X                              | 28-5284             | 2336619  |
| 16732 228228   |                           |                 | 164,969,507          | 4,377,010           | X                              | X 28-5284           | 4132050  |
|  |                           |                 | 477,118              | 12,659              | X                              | 28-11135            | 12659    |
| 1407   |                           |                 | 1,708,111            | 45,320              | X                              | 28-4580             | 43913    |
|  |                           |                 | 2,628,161            | 69,731              | X                              | X 28-4580           | 67605    |
| 2126   |                           |                 |                      |                     |                                |                     |          |
| MERCURY COMPUTER SYS   | COM                       | 589378108       | 1,130                | 150                 | X                              | 28-5284             |          |



|      |                                  |     |           |             |         |   |           |        |
|------|----------------------------------|-----|-----------|-------------|---------|---|-----------|--------|
| 150  | MERCURY GENL CORP NEW<br>2300    | COM | 589400100 | 107,456     | 2,300   | X | 28-5284   |        |
|      | MEREDITH CORP                    | COM | 589433101 | 2,857       | 101     | X | 28-5284   | 101    |
|      | MERIDIAN BIOSCIENCE INC          | COM | 589584101 | 119,202     | 4,428   | X | X 28-5284 | 4428   |
|      |                                  |     |           | 13,783      | 512     | X | 28-11135  | 512    |
|      | MERIT MED SYS INC                | COM | 589889104 | 114,866     | 7,814   | X | 28-11135  | 7814   |
|      | MERRILL LYNCH & CO INC<br>43765  | COM | 590188108 | 9,836,220   | 310,193 | X | 28-5284   | 266428 |
|      |                                  |     |           | 3,268,508   | 103,075 | X | X 28-5284 | 90745  |
| 1050 | 11280                            |     |           | 160,199     | 5,052   | X | 28-11135  | 5052   |
|      |                                  |     |           | 79,275      | 2,500   | X | 28-4580   | 2500   |
|      |                                  |     |           | 16,172      | 510     | X | X 28-4580 | 510    |
|      | MESA AIR GROUP INC               | COM | 590479101 | 83          | 163     | X | 28-11135  | 163    |
|      | METALICO INC                     | COM | 591176102 | 4,380       | 250     | X | 28-5284   | 250    |
|      |                                  |     |           | 551,880     | 31,500  | X | X 28-5284 | 31500  |
|      | METAVANTE TECHNOLOGIES INC<br>23 | COM | 591407101 | 69,692      | 3,081   | X | 28-5284   | 3058   |
|      |                                  |     |           | 272,254     | 12,036  | X | X 28-5284 | 4189   |
| 7847 |                                  |     |           |             |         |   |           |        |
|      | METHANEX CORP                    | COM | 59151K108 | 2,802       | 100     | X | 28-5284   | 100    |
|      |                                  |     |           | 5,604       | 200     | X | X 28-5284 | 200    |
|      |                                  |     |           | 12,945      | 462     | X | 28-11135  | 462    |
|      | METHODE ELECTRS INC<br>260       | COM | 591520200 | 2,717       | 260     | X | 28-5284   |        |
|      |                                  |     |           | 857         | 82      | X | 28-11135  | 82     |
|      | COLUMN TOTAL                     |     |           | 275,611,664 |         |   |           |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |             | ITEM 4:     |            | ITEM 5:  |           | ITEM 6:<br>INVESTMENT |          | ITEM 7: |     |
|------------------|------------------------------|----------------|-------------|-------------|------------|----------|-----------|-----------------------|----------|---------|-----|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR   | DISCRETION | MANAGERS |           |                       |          |         |     |
| ITEM 1:          |                              | ITEM 2:        |             | PRINCIPAL   | (B) SHARED | ITEM 7:  |           |                       |          |         |     |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER      | AMOUNT      | (A) SOLE   | (C) OTH  | INSTR     | V                     | (A) SOLE |         |     |
| (B) SHARED       | (C) NONE                     |                | VALUE       |             |            |          |           |                       |          |         |     |
| <S>              | <C>                          | <C>            | <C>         | <C>         | <C>        | <C>      | <C>       | <C>                   | <C>      | <C>     | <C> |
|                  | METLIFE INC                  | COM            | 59156R108   | 29,329,460  | 555,798    | X        | 28-5284   |                       | 496246   |         |     |
| 59552            |                              |                |             | 8,873,698   | 168,158    | X        | X 28-5284 |                       | 154202   |         |     |
| 4016             | 9940                         |                |             | 440,471     | 8,347      | X        | 28-11135  |                       | 8347     |         |     |
|                  |                              |                |             | 479,521     | 9,087      | X        | 28-4580   |                       | 8626     |         |     |
| 461              |                              |                |             | 96,622      | 1,831      | X        | X 28-4580 |                       | 1831     |         |     |
|                  | METROPCS COMMUNICATIONS INC  | COM            | 591708102   | 12,610      | 712        | X        | 28-5284   |                       | 712      |         |     |
|                  |                              |                |             | 124         | 7          | X        | X 28-5284 |                       | 7        |         |     |
|                  | METTLER TOLEDO INTERNATIONAL | COM            | 592688105   | 47,525      | 501        | X        | X 28-5284 |                       | 501      |         |     |
|                  |                              |                |             | 8,348       | 88         | X        | 28-11135  |                       | 88       |         |     |
|                  | MEXICO EQUITY & INCOME FD    | COM            | 592834105   | 10,569      | 409        | X        | 28-5284   |                       | 409      |         |     |
|                  | MEXICO FD INC                | COM            | 592835102   | 8,597       | 245        | X        | X 28-5284 |                       |          |         |     |
| 245              |                              |                |             |             |            |          |           |                       |          |         |     |
|                  | MFS INTERMARKET INCOME TRUST | SH BEN INT     | 59318R103   | 3,960       | 500        | X        | 28-5284   |                       | 500      |         |     |
|                  |                              |                |             | 89,496      | 11,300     | X        | X 28-5284 |                       |          |         |     |
| 11300            |                              |                |             |             |            |          |           |                       |          |         |     |
|                  | MICROS SYS INC               | COM            | 594901100   | 66,011      | 2,165      | X        | 28-5284   |                       | 1525     |         |     |
| 640              |                              |                |             |             |            |          |           |                       |          |         |     |
|                  | MICROSOFT CORP               | COM            | 594918104   | 169,674,115 | 6,167,725  | X        | 28-5284   |                       | 5709646  |         |     |
| 458079           |                              |                |             | 113,683,479 | 4,132,442  | X        | X 28-5284 |                       | 3700303  |         |     |
| 38332            | 393807                       |                |             | 1,526,805   | 55,500     | X        | 28-11135  |                       | 55500    |         |     |
|                  |                              |                |             | 3,296,413   | 119,826    | X        | 28-4580   |                       | 118429   |         |     |
| 1397             |                              |                |             |             |            |          |           |                       |          |         |     |
|                  |                              |                |             | 2,666,022   | 96,911     | X        | X 28-4580 |                       | 96751    |         |     |
| 160              |                              |                |             |             |            |          |           |                       |          |         |     |
|                  | MICROSTRATEGY INC            | CL A NEW       | 594972408   | 1,036       | 16         | X        | 28-5284   |                       | 10       |         |     |
| 6                |                              |                |             |             |            |          |           |                       |          |         |     |
|                  | MICROCHIP TECHNOLOGY INC     | COM            | 595017104   | 2,799,999   | 91,683     | X        | 28-5284   |                       | 67498    |         |     |

|                         |     |           |             |        |   |           |       |
|-------------------------|-----|-----------|-------------|--------|---|-----------|-------|
| 24185                   |     |           | 815,754     | 26,711 | X | X 28-5284 | 16501 |
| 10210                   |     |           | 10,231      | 335    | X | 28-11135  | 335   |
|                         |     |           | 1,435       | 47     | X | 28-4580   | 47    |
| MICRON TECHNOLOGY INC   | COM | 595112103 | 3,186       | 531    | X | 28-5284   | 531   |
|                         |     |           | 6,000       | 1,000  | X | X 28-5284 | 1000  |
|                         |     |           | 1,080       | 180    | X | 28-11135  | 180   |
| MICROSEMI CORP          | COM | 595137100 | 15,108      | 600    | X | 28-5284   |       |
| 600                     |     |           |             |        |   |           |       |
| MID-AMER APT CMNTYS INC | COM | 59522J103 | 158,990     | 3,115  | X | 28-5284   | 3115  |
|                         |     |           | 13,526      | 265    | X | X 28-5284 | 265   |
| COLUMN TOTAL            |     |           | 334,153,088 |        |   |           |       |

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| ITEM 8:                      |          | ITEM 3:        |             | ITEM 4:     | ITEM 5:    | ITEM 6:    |         | ITEM 7:  |          |
|------------------------------|----------|----------------|-------------|-------------|------------|------------|---------|----------|----------|
| VOTING AUTHORITY             |          | CUSIP          | FAIR MARKET | SHARES OR   | DISCRETION | INVESTMENT |         | MANAGERS |          |
| ITEM 1:                      |          | NUMBER         | VALUE       | PRINCIPAL   | (B) SHARED | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED                   | (C) NONE |                |             | AMOUNT      |            |            |         |          |          |
| NAME OF ISSUER               |          | TITLE OF CLASS |             |             |            |            |         |          |          |
| <S>                          | <C>      | <C>            | <C>         | <C>         | <C>        | <C>        | <C>     | <C>      | <C>      |
| MID PENN BANCORP INC         |          | COM            | 59540G107   | 28,300      | 1,123      | X          | X       | 28-5284  |          |
| 1123                         |          |                |             |             |            |            |         |          |          |
| MIDAS GROUP INC              |          | COM            | 595626102   | 1,485       | 110        | X          |         | 28-5284  |          |
| 110                          |          |                |             |             |            |            |         |          |          |
| MIDCAP SPDR TR               |          | UNIT SER 1     | 595635103   | 209,078,731 | 1,405,099  | X          | X       | 28-5284  | 241      |
| 3038                         |          |                |             |             |            |            |         |          | 1402061  |
| 1083                         | 26042    |                |             | 47,088,950  | 316,458    | X          | X       | 28-5284  | 289333   |
| 300                          |          |                |             | 2,853,984   | 19,180     | X          |         | 28-4580  | 18880    |
| MIDDLEBY CORP                |          | COM            | 596278101   | 1,376,102   | 9,248      | X          | X       | 28-4580  | 9248     |
| MIDDLESEX WATER CO           |          | COM            | 596680108   | 21,955      | 500        | X          | X       | 28-5284  | 500      |
| 700000                       |          |                |             | 19,560      | 1,179      | X          |         | 28-5284  | 1179     |
| MILLER HERMAN INC            |          | COM            | 600544100   | 11,684,884  | 704,333    | X          | X       | 28-5284  | 4333     |
| MILLIPORE CORP               |          | COM            | 601073109   | 88,857      | 3,570      | X          |         | 28-5284  | 3570     |
| 3800                         |          |                |             | 848,386     | 12,502     | X          |         | 28-5284  | 8702     |
| 7693                         |          |                |             | 1,097,636   | 16,175     | X          | X       | 28-5284  | 8482     |
| MINDRAY MEDICAL INTL LTD     |          | SPON ADR       | 602675100   | 3,732       | 100        | X          |         | 28-5284  | 100      |
| 2394089                      |          |                |             | 29,856      | 800        | X          | X       | 28-5284  | 800      |
| MINERALS TECHNOLOGIES INC    |          | COM            | 603158106   | 4,087,538   | 102,214    | X          |         | 28-5284  | 102214   |
| 794                          |          |                |             | 95,951,686  | 2,399,392  | X          | X       | 28-5284  | 5303     |
| MIRANT CORP NEW              |          | COM            | 60467R100   | 50,490      | 794        | X          |         | 28-5284  |          |
|                              |          |                |             | 9,539       | 150        | X          | X       | 28-5284  | 150      |
|                              |          |                |             | 5,050       | 129        | X          |         | 28-5284  | 129      |
|                              |          |                |             | 117         | 3          | X          | X       | 28-5284  | 3        |
|                              |          |                |             | 2,114       | 54         | X          |         | 28-11135 | 54       |
|                              |          |                |             | 431         | 11         | X          |         | 28-4580  | 11       |
| MIRANT CORP NEW              |          | *W EXP 01/03/2 | 60467R118   | 488         | 27         | X          |         | 28-5284  | 27       |
|                              |          |                |             | 814         | 45         | X          | X       | 28-5284  | 45       |
|                              |          |                |             | 633         | 35         | X          |         | 28-4580  | 35       |
| MITSUBISHI UFJ FINL GROUP IN |          | SPONSORED ADR  | 606822104   | 31,381      | 3,566      | X          |         | 28-5284  | 3566     |
|                              |          |                |             | 475         | 54         | X          | X       | 28-5284  | 54       |
|                              |          |                |             | 102,406     | 11,637     | X          |         | 28-11135 | 11637    |
| COLUMN TOTAL                 |          |                |             | 374,468,834 |            |            |         |          |          |

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|                              |                |           |            |         |   |           |        |
|------------------------------|----------------|-----------|------------|---------|---|-----------|--------|
| MOODYS CORP<br>10673         | COM            | 615369105 | 8,444,275  | 245,188 | X | 28-5284   | 234515 |
| 200 17593                    |                |           | 6,210,255  | 180,321 | X | X 28-5284 | 162528 |
|                              |                |           | 2,652      | 77      | X | 28-11135  | 77     |
|                              |                |           | 84,722     | 2,460   | X | 28-4580   | 2460   |
|                              |                |           | 110,621    | 3,212   | X | X 28-4580 | 3212   |
| MOOG INC<br>2200             | CL A           | 615394202 | 81,928     | 2,200   | X | X 28-5284 |        |
|                              |                |           | 2,867      | 77      | X | 28-11135  | 77     |
| MORGAN STANLEY EASTN EUR FD  | COM            | 616988101 | 28,410     | 937     | X | 28-5284   | 937    |
| MORGAN STANLEY EMER MKTS FD  | COM            | 61744G107 | 8,890      | 500     | X | X 28-5284 | 500    |
| MORGAN STANLEY EMER MKTS DEB | COM            | 61744H105 | 49,755     | 5,350   | X | X 28-5284 | 5350   |
| MORGAN STANLEY HIGH YIELD FD | COM            | 61744M104 | 19,080     | 3,600   | X | X 28-5284 | 3600   |
| MORGAN STANLEY ASIA PAC FD I | COM            | 61744U106 | 46,924     | 2,686   | X | X 28-5284 | 2686   |
| MORGAN STANLEY<br>26032      | COM NEW        | 617446448 | 20,465,361 | 567,379 | X | 28-5284   | 541347 |
| 950 20250                    |                |           | 16,696,911 | 462,903 | X | X 28-5284 | 441703 |
|                              |                |           | 547,903    | 15,190  | X | 28-11135  | 15190  |
|                              |                |           | 21,642     | 600     | X | 28-11439  | 600    |
|                              |                |           | 273,194    | 7,574   | X | 28-4580   | 7574   |
|                              |                |           | 199,251    | 5,524   | X | X 28-4580 | 5524   |
| MORGAN STANLEY INDIA INVS FD | COM            | 61745C105 | 3,377      | 150     | X | X 28-5284 | 150    |
| MORGAN STANLEY<br>4000       | MUN PREM INCOM | 61745P429 | 32,160     | 4,000   | X | X 28-5284 |        |
| MORGAN STANLEY<br>2170       | CA INSD MUN TR | 61745P502 | 57,135     | 4,395   | X | 28-5284   | 2225   |
| MORGAN STANLEY               | QULTY MUN SECS | 61745P585 | 70,510     | 5,500   | X | X 28-5284 | 5500   |
| MORGAN STANLEY               | QLT MUN INV TR | 61745P668 | 18,495     | 1,500   | X | X 28-5284 | 1500   |
| COLUMN TOTAL                 |                |           | 54,104,838 |         |   |           |        |

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|------------------------------|-----|----------------|-----------|-------------|-----------|-----------|-----|------------------|-----|------------------|--------|
| VOTING AUTHORITY             |     | CUSIP          |           | FAIR MARKET |           | SHARES OR |     | DISCRETION       |     | MANAGERS         |        |
| ITEM 1:                      |     | ITEM 2:        |           | FAIR MARKET |           | PRINCIPAL |     | (B) SHARED       |     | (A) SOLE         |        |
| (SHARES)                     |     | TITLE OF CLASS |           | VALUE       |           | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |        |
| NAME OF ISSUER               |     | TITLE OF CLASS |           | VALUE       |           | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |        |
| (B) SHARED (C) NONE          |     | TITLE OF CLASS |           | VALUE       |           | AMOUNT    |     | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |        |
| <S>                          | <C> | <C>            | <C>       | <C>         | <C>       | <C>       | <C> | <C>              | <C> | <C>              | <C>    |
| MORGAN STANLEY<br>166        |     | QUALT MUN INCM | 61745P734 | 1,992       | 166       | X         |     |                  |     | 28-5284          |        |
|                              |     |                |           | 66,000      | 5,500     | X         | X   |                  |     | 28-5284          | 5500   |
| MORGAN STANLEY               |     | INSD MUN INCM  | 61745P791 | 439,855     | 33,500    | X         |     |                  |     | 28-5284          | 33500  |
| MORGAN STANLEY               |     | INSD MUN SECS  | 61745P833 | 7,728       | 545       | X         |     |                  |     | 28-4580          | 545    |
| MORGAN STANLEY               |     | INSD MUN TR    | 61745P866 | 44,170      | 3,500     | X         |     |                  |     | 28-5284          | 3500   |
| MORGAN STANLEY               |     | INCOME SEC INC | 61745P874 | 7,316       | 496       | X         |     |                  |     | 28-5284          | 496    |
|                              |     |                |           | 85,550      | 5,800     | X         | X   |                  |     | 28-5284          |        |
| 5800                         |     |                |           |             |           |           |     |                  |     |                  |        |
| MORGAN STANLEY CHINA A SH FD | COM |                | 617468103 | 13,330      | 366       | X         | X   |                  |     | 28-5284          | 366    |
| MORNINGSTAR INC<br>200       | COM |                | 617700109 | 172,872     | 2,400     | X         | X   |                  |     | 28-5284          | 2200   |
| MOSAIC CO<br>1000            | COM |                | 61945A107 | 163,222     | 1,128     | X         |     |                  |     | 28-5284          | 128    |
|                              |     |                |           | 1,171,925   | 8,099     | X         | X   |                  |     | 28-5284          | 3024   |
| 5075                         |     |                |           |             |           |           |     |                  |     |                  |        |
| MOTHERS WK INC               | COM |                | 619903107 | 302,120     | 30,002    | X         |     |                  |     | 28-5284          | 30002  |
| MOTOROLA INC<br>92282        | COM |                | 620076109 | 7,793,120   | 1,061,733 | X         |     |                  |     | 28-5284          | 969451 |
| 7200 34389                   |     |                |           | 5,164,431   | 703,601   | X         | X   |                  |     | 28-5284          | 662012 |
|                              |     |                |           | 485,570     | 66,154    | X         |     |                  |     | 28-11135         | 66154  |
|                              |     |                |           | 36,318      | 4,948     | X         |     |                  |     | 28-4580          | 4948   |
| MOVE INC COM                 | COM |                | 62458M108 | 8,933       | 3,834     | X         |     |                  |     | 28-5284          | 3834   |
| MUELLER INDS INC<br>280      | COM |                | 624756102 | 21,896      | 680       | X         |     |                  |     | 28-5284          | 400    |
| MULTI COLOR CORP<br>300      | COM |                | 625383104 | 6,297       | 300       | X         |     |                  |     | 28-5284          |        |
| MURPHY OIL CORP<br>1200      | COM |                | 626717102 | 3,727,273   | 38,014    | X         |     |                  |     | 28-5284          | 36814  |

|                     |      |     |           |            |        |   |   |         |       |
|---------------------|------|-----|-----------|------------|--------|---|---|---------|-------|
| 1200                | 1700 |     |           | 4,172,028  | 42,550 | X | X | 28-5284 | 39650 |
| MYERS INDS INC      |      | COM | 628464109 | 4,792      | 588    | X |   | 28-5284 | 400   |
| 188                 |      |     |           |            |        |   |   |         |       |
| MYLAN INC           |      | COM | 628530107 | 140,676    | 11,655 | X |   | 28-5284 | 8010  |
| 3645                |      |     |           |            |        |   |   |         |       |
|                     |      |     |           | 171,478    | 14,207 | X | X | 28-5284 | 11509 |
| 2698                |      |     |           |            |        |   |   |         |       |
| MYRIAD GENETICS INC |      | COM | 62855J104 | 17,574     | 1,456  | X | X | 28-4580 | 1456  |
|                     |      |     |           | 601,774    | 13,220 | X |   | 28-5284 | 13220 |
|                     |      |     |           | 623,624    | 13,700 | X | X | 28-5284 | 13700 |
|                     |      |     |           | 25,451,864 |        |   |   |         |       |
| COLUMN TOTAL        |      |     |           |            |        |   |   |         |       |

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| ITEM 8:                 |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:<br>INVESTMENT |          | ITEM 7:  |     |
|-------------------------|----------------|----------------|-------------|-----------|------------|-----------------------|----------|----------|-----|
| VOTING AUTHORITY        |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |                       |          |          |     |
| ITEM 1:                 |                | ITEM 2:        |             | PRINCIPAL | (B) SHARED |                       |          |          |     |
| (SHARES)                | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH               | INSTR V  | (A) SOLE |     |
| (B) SHARED              | (C) NONE       |                | VALUE       |           |            |                       |          |          |     |
| <S>                     | <C>            | <C>            | <C>         | <C>       | <C>        | <C>                   | <C>      | <C>      | <C> |
| NBT BANCORP INC         | COM            | 628778102      | 279,266     | 13,550    | X          |                       | 28-5284  | 13550    |     |
|                         |                |                | 204,389     | 9,917     | X          | X                     | 28-5284  | 9917     |     |
| NBTY INC                | COM            | 628782104      | 2,435,181   | 75,957    | X          |                       | 28-5284  | 75957    |     |
|                         |                |                | 1,282       | 40        | X          |                       | 28-11135 | 40       |     |
| NCI BUILDING SYS INC    | COM            | 628852105      | 166,350     | 4,529     | X          |                       | 28-11135 | 4529     |     |
| NCR CORP NEW            | COM            | 62886E108      | 854,708     | 33,917    | X          | X                     | 28-5284  | 3721     |     |
| 30196                   |                |                |             |           |            |                       |          |          |     |
| NGP CAP RES CO          | COM            | 62912R107      | 3,125       | 124       | X          |                       | 28-4580  | 124      |     |
| NGAS RESOURCES INC      | COM            | 62912T103      | 539         | 35        | X          |                       | 28-11135 | 35       |     |
| NII HLDGS INC           | COM            | 62912T103      | 4,640       | 500       | X          |                       | 28-5284  | 500      |     |
|                         | CL B NEW       | 62913F201      | 1,235       | 26        | X          |                       | 28-5284  | 26       |     |
|                         |                |                | 237,450     | 5,000     | X          | X                     | 28-5284  |          |     |
| 5000                    |                |                |             |           |            |                       |          |          |     |
| NL INDS INC             | COM NEW        | 629156407      | 2,707       | 57        | X          |                       | 28-11135 | 57       |     |
| NMS COMMUNICATIONS CORP | COM            | 629248105      | 4,765       | 500       | X          |                       | 28-5284  | 500      |     |
| 530360                  |                |                | 588,700     | 530,360   | X          | X                     | 28-5284  |          |     |
| NRG ENERGY INC          | COM NEW        | 629377508      | 2,059       | 48        | X          |                       | 28-5284  | 48       |     |
|                         |                |                | 16,602      | 387       | X          |                       | 28-11135 | 387      |     |
| NTT DOCOMO INC          | SPONS ADR      | 62942M201      | 8,760       | 600       | X          |                       | 28-5284  | 600      |     |
|                         |                |                | 15,914      | 1,090     | X          | X                     | 28-5284  | 1090     |     |
|                         |                |                | 64,663      | 4,429     | X          |                       | 28-11135 | 4429     |     |
| NVR INC                 | COM            | 62944T105      | 1,000       | 2         | X          |                       | 28-5284  | 2        |     |
| NYMEX HOLDINGS INC      | COM            | 62948N104      | 9,884       | 117       | X          |                       | 28-5284  | 117      |     |
|                         |                |                | 8,448       | 100       | X          | X                     | 28-5284  | 100      |     |
| NYSE EURONEXT           | COM            | 629491101      | 45,037      | 889       | X          |                       | 28-5284  | 889      |     |
|                         |                |                | 189,316     | 3,737     | X          | X                     | 28-5284  | 3727     |     |
| 10                      |                |                |             |           |            |                       |          |          |     |
|                         |                |                | 49,039      | 968       | X          |                       | 28-11135 | 968      |     |
|                         |                |                | 6,991       | 138       | X          |                       | 28-4580  | 138      |     |
|                         |                |                | 1,404,346   | 27,721    | X          |                       |          | 27721    |     |
| NACCO INDS INC          | CL A           | 629579103      | 854,579     | 11,494    | X          | X                     | 28-5284  | 11494    |     |
| NALCO HOLDING COMPANY   | COM            | 62985Q101      | 423,000     | 20,000    | X          | X                     | 28-5284  | 20000    |     |
|                         |                |                | 7,883,975   |           |            |                       |          |          |     |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:<br>INVESTMENT |         | ITEM 7:  |  |
|------------------|----------------|----------------|-------------|-----------|------------|-----------------------|---------|----------|--|
| VOTING AUTHORITY |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |                       |         |          |  |
| ITEM 1:          |                | ITEM 2:        |             | PRINCIPAL | (B) SHARED |                       |         |          |  |
| (SHARES)         | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH               | INSTR V | (A) SOLE |  |
| (B) SHARED       | (C) NONE       |                | VALUE       |           |            |                       |         |          |  |

VOTING AUTHORITY

| ITEM 1:<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | CUSIP<br>NUMBER | FAIR MARKET<br>VALUE | PRINCIPAL<br>AMOUNT | (B) SHARED<br>(A) SOLE (C) OTH | MANAGERS<br>INSTR V  | (A) SOLE      |
|--|---------------------------|-----------------|----------------------|---------------------|--------------------------------|----------------------|---------------|
| <S>  | <C>                       | <C>             | <C>                  | <C>                 | <C>                            | <C>                  | <C>           |
| NAM TAI ELECTRS INC  | COM PAR \$0.02            | 629865205       | 130,800<br>43,818    | 10,000<br>3,350     | X<br>X                         | 28-5284<br>X 28-5284 | 10000<br>2200 |
| 1150   |                           |                 |                      |                     |                                |                      |               |
| NANOGEN INC  | COM                       | 630075109       | 285                  | 750                 | X                              | 28-5284              | 750           |
| NANOPHASE TCHNOLOGIES CORP                                   | COM                       | 630079101       | 46                   | 20                  | X                              | 28-5284              | 20            |
| NAPSTER INC  | COM                       | 630797108       | 1,745,193            | 1,229,009           | X                              | X 28-5284            |               |
| 1229009  |                           |                 |                      |                     |                                |                      |               |
| NARA BANCORP INC   | COM                       | 63080P105       | 85,840               | 8,000               | X                              | X 28-5284            | 8000          |
| NASDAQ PREM INCM & GRW FD IN                                 | COM                       | 63110R105       | 7,880                | 500                 | X                              | 28-5284              | 500           |
| NASDAQ OMX GROUP INC   | COM                       | 631103108       | 3,616,853            | 136,228             | X                              | 28-5284              | 132876        |
| 3352   |                           |                 |                      |                     |                                |                      |               |
|  |                           |                 | 502,830              | 18,939              | X                              | X 28-5284            | 18459         |
| 480  |                           |                 |                      |                     |                                |                      |               |
|  |                           |                 | 740,692              | 27,898              | X                              | 28-11135             | 27898         |
|  |                           |                 | 9,319                | 351                 | X                              | 28-4580              | 351           |
| NASH FINCH CO  | COM                       | 631158102       | 3,770                | 110                 | X                              | 28-5284              |               |
| 110  |                           |                 |                      |                     |                                |                      |               |
| NASHUA CORP  | COM                       | 631226107       | 60,000               | 6,000               | X                              | 28-5284              |               |
| 6000   |                           |                 |                      |                     |                                |                      |               |
| NATHANS FAMOUS INC NEW                                       | COM                       | 632347100       | 68,917               | 4,534               | X                              | X 28-5284            |               |
| 4534   |                           |                 |                      |                     |                                |                      |               |
| NATIONAL BK GREECE S A                                       | SPONSORED ADR             | 633643408       | 16,762               | 1,877               | X                              | 28-5284              | 1877          |
| NATIONAL BANKSHARES INC VA                                   | COM                       | 634865109       | 3,096,277            | 172,111             | X                              | 28-1500              | 172111        |
| NATIONAL CITY CORP   | COM                       | 635405103       | 1,195,739            | 250,679             | X                              | 28-5284              | 234695        |
| 15984  |                           |                 |                      |                     |                                |                      |               |
|  |                           |                 | 890,287              | 186,643             | X                              | X 28-5284            | 167222        |
| 14988  | 4433                      |                 |                      |                     |                                |                      |               |
|  |                           |                 | 3,220                | 675                 | X                              | 28-11135             | 675           |
|  |                           |                 | 99,044               | 20,764              | X                              | 28-4580              | 20764         |
|  |                           |                 | 37,516               | 7,865               | X                              | X 28-4580            | 7865          |
| NATIONAL FINL PARTNERS CORP                                  | COM                       | 63607P208       | 3,092                | 156                 | X                              | 28-5284              | 156           |
|  |                           |                 | 244,757              | 12,349              | X                              | 28-11135             | 12349         |
| NATIONAL FUEL GAS CO N J                                     | COM                       | 636180101       | 695,202              | 11,688              | X                              | 28-5284              | 10306         |
| 1382   |                           |                 |                      |                     |                                |                      |               |
|  |                           |                 | 404,464              | 6,800               | X                              | X 28-5284            | 6800          |
| NATIONAL GRID PLC  | SPON ADR NEW              | 636274300       | 49,478               | 750                 | X                              | 28-5284              | 750           |
|  |                           |                 | 15,371               | 233                 | X                              | X 28-5284            | 233           |
| COLUMN TOTAL   |                           |                 | 13,767,452           |                     |                                |                      |               |

</TABLE>

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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT<br>(B) SHARED<br>(A) SOLE (C) OTH | ITEM 7:<br>MANAGERS<br>INSTR V | (A) SOLE |
|--|---------------------------|----------------------------|---------------------------------|--------------------------------|---|--------------------------------|----------|
| <S>  | <C>                       | <C>                        | <C>                             | <C>                            | <C>   | <C>                            | <C>      |
| NATIONAL HEALTH INVS INC   | COM                       | 63633D104                  | 17,106                          | 600                            | X   | X 28-5284                      | 600      |
| NATIONAL INSTRS CORP   | COM                       | 636518102                  | 440,558                         | 15,529                         | X   | 28-5284                        | 6170     |
| 9359   |                           |                            |                                 |                                |   |                                |          |
|  |                           |                            | 425,550                         | 15,000                         | X   | X 28-5284                      | 1600     |
| 13400  |                           |                            |                                 |                                |   |                                |          |
|  |                           |                            | 11,235                          | 396                            | X   | 28-11135                       | 396      |
| NATIONAL OILWELL VARCO INC   | COM                       | 637071101                  | 4,597,027                       | 51,815                         | X   | 28-5284                        | 47135    |
| 4680   |                           |                            |                                 |                                |   |                                |          |
|  |                           |                            | 2,538,634                       | 28,614                         | X   | X 28-5284                      | 22305    |
| 6309   |                           |                            |                                 |                                |   |                                |          |
|  |                           |                            | 80,380                          | 906                            | X   | 28-11135                       | 906      |
|  |                           |                            | 177,440                         | 2,000                          | X   | X 28-4580                      | 2000     |
| NATIONAL PENN BANCSHARES INC   | COM                       | 637138108                  | 167,833                         | 12,638                         | X   | X 28-5284                      | 4295     |
| 8343   |                           |                            |                                 |                                |   |                                |          |

|                                      |              |           |                             |                        |             |   |                               |                     |
|--------------------------------------|--------------|-----------|-----------------------------|------------------------|-------------|---|-------------------------------|---------------------|
| NATIONAL PRESTO INDS INC<br>50       | COM          | 637215104 | 3,209                       | 50                     | X           |   | 28-5284                       |                     |
| NATIONAL RETAIL PROPERTIES I<br>2400 | COM          | 637417106 | 58,520                      | 2,800                  | X           |   | 28-5284                       | 400                 |
| NATIONAL SEMICONDUCTOR CORP<br>6000  | COM          | 637640103 | 453,739<br>9,839<br>131,600 | 21,710<br>479<br>6,407 | X<br>X<br>X | X | 28-5284<br>28-5284<br>28-5284 | 21710<br>479<br>407 |
| NATIONWIDE FINL SVCS INC<br>1708     | CL A         | 638612101 | 31,014<br>308,272           | 646<br>6,421           | X<br>X      |   | 28-5284<br>28-5284            | 646<br>4713         |
| NATIONWIDE HEALTH PPTYS INC<br>6450  | COM          | 638620104 | 303,690<br>310,177          | 9,644<br>9,850         | X<br>X      |   | 28-5284<br>28-5284            | 9644<br>3400        |
| NATURAL GAS SERVICES GROUP           | COM          | 63886Q109 | 2,316                       | 76                     | X           |   | 28-11135                      | 76                  |
| NAVIGATORS GROUP INC                 | COM          | 638904102 | 287,330                     | 5,316                  | X           |   | 28-11135                      | 5316                |
| NATURAL RESOURCE PARTNERS L<br>5000  | COM UNIT L P | 63900P103 | 230,720<br>743,578          | 5,600<br>18,048        | X<br>X      |   | 28-5284<br>28-5284            | 5600<br>13048       |
| NATUS MEDICAL INC DEL                | COM          | 639050103 | 23,034                      | 1,100                  | X           | X | 28-5284                       | 1100                |
| NAUTILUS INC                         | COM          | 63910B102 | 2,032                       | 400                    | X           | X | 28-5284                       | 400                 |
| NAVIGANT CONSULTING INC              | COM          | 63935N107 | 64,548                      | 3,300                  | X           |   | 28-5284                       | 3300                |
| NAVTEQ CORP                          | COM          | 63936L100 | 127,666                     | 1,658                  | X           |   | 28-5284                       | 1658                |
|                                      |              |           | 1,463                       | 19                     | X           | X | 28-5284                       | 19                  |
| COLUMN TOTAL                         |              |           | 11,548,510                  |                        |             |   |                               |                     |

</TABLE>

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:<br>INVESTMENT |          | ITEM 7:  |        |
|------------------|------------------------------|----------------|-----------|-------------|---------|-----------|---------|-----------------------|----------|----------|--------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | DISCRETION            |          | MANAGERS |        |
| ITEM 1:          |                              | ITEM 2:        |           |             |         | PRINCIPAL |         | (B) SHARED            |          | (A) SOLE |        |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V               | (A) SOLE |          |        |
| (B) SHARED       | (C) NONE                     |                |           |             |         |           |         |                       |          |          |        |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>     | <C>       | <C>     | <C>                   | <C>      | <C>      | <C>    |
| <C>              | <C>                          |                |           |             |         |           |         |                       |          |          |        |
|                  | NEENAH PAPER INC             | COM            | 640079109 | 6,617       | 396     | X         |         | 28-5284               |          |          | 396    |
|                  |                              |                |           | 19,618      | 1,174   | X         | X       | 28-5284               |          |          | 1174   |
|                  | NEOPHARM INC                 | COM            | 640919106 | 30          | 57      | X         | X       | 28-5284               |          |          |        |
|                  | 57                           |                |           |             |         |           |         |                       |          |          |        |
|                  | NESS TECHNOLOGIES INC        | COM            | 64104X108 | 4,048       | 400     | X         |         | 28-5284               |          |          |        |
|                  | 400                          |                |           |             |         |           |         |                       |          |          |        |
|                  | NET 1 UEPS TECHNOLOGIES INC  | COM NEW        | 64107N206 | 28,336      | 2,800   | X         | X       | 28-5284               |          |          | 2800   |
|                  |                              |                |           | 14,580      | 600     | X         |         | 28-5284               |          |          | 600    |
|                  | NET SERVICOS DE COMUNICACAO  | SPONSD ADR NEW | 64109T201 | 1,259       | 100     | X         |         | 28-5284               |          |          | 100    |
|                  | NETAPP INC                   | COM            | 64110D104 | 69,615      | 3,214   | X         |         | 28-5284               |          |          | 3214   |
|                  |                              |                |           | 146,357     | 6,757   | X         | X       | 28-5284               |          |          | 6757   |
|                  |                              |                |           | 6,931       | 320     | X         | X       | 28-4580               |          |          | 320    |
|                  | NETFLIX INC                  | COM            | 64110L106 | 17,571      | 674     | X         | X       | 28-5284               |          |          | 674    |
|                  | NETGEAR INC                  | COM            | 64111Q104 | 36,424      | 2,628   | X         |         | 28-11135              |          |          | 2628   |
|                  | NETWORK EQUIP TECHNOLOGIES   | COM            | 641208103 | 675         | 190     | X         |         | 28-5284               |          |          |        |
|                  | 190                          |                |           |             |         |           |         |                       |          |          |        |
|                  | NEUROMETRIX INC              | COM            | 641255104 | 5,107       | 3,648   | X         |         | 28-5284               |          |          | 3648   |
|                  | NEUBERGER BERMAN INCOME OPP  | COM SHS        | 64126L108 | 40,000      | 4,000   | X         | X       | 28-5284               |          |          | 4000   |
|                  | NEVADA GOLD & CASINOS INC    | COM NEW        | 64126Q206 | 31,980      | 26,000  | X         |         | 28-5284               |          |          | 26000  |
|                  | NEUSTAR INC                  | CL A           | 64126X201 | 21,560      | 1,000   | X         |         | 28-5284               |          |          | 1000   |
|                  |                              |                |           | 30,184      | 1,400   | X         | X       | 28-5284               |          |          | 1400   |
|                  | NEUTRAL TANDEM INC           | COM            | 64128B108 | 6,683,740   | 381,928 | X         |         | 28-5284               |          |          | 381928 |
|                  | NEW AMER HIGH INCOME FD INC  | COM            | 641876107 | 21,280      | 13,300  | X         | X       | 28-5284               |          |          |        |
|                  | 13300                        |                |           |             |         |           |         |                       |          |          |        |
|                  | NEUBERGER BERMAN RE ES SEC F | COM            | 64190A103 | 16,634      | 1,779   | X         |         | 28-5284               |          |          | 1779   |
|                  | NEW FRONTIER MEDIA INC       | COM            | 644398109 | 86,020      | 22,000  | X         | X       | 28-5284               |          |          |        |
|                  | 22000                        |                |           |             |         |           |         |                       |          |          |        |
|                  | NEW GERMANY FD INC           | COM            | 644465106 | 3,688       | 226     | X         |         | 28-5284               |          |          | 226    |
|                  |                              |                |           | 51,408      | 3,150   | X         | X       | 28-5284               |          |          |        |
|                  | 3150                         |                |           |             |         |           |         |                       |          |          |        |
| COLUMN TOTAL     |                              |                |           | 7,343,662   |         |           |         |                       |          |          |        |

</TABLE>

<TABLE>





| (SHARES)   | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE      | AMOUNT  | (A) SOLE | (C) OTH | INSTR V  | (A) SOLE |
|------------|------------------------------|----------------|-----------|------------|---------|----------|---------|----------|----------|
| (B) SHARED | (C) NONE                     |                |           |            |         |          |         |          |          |
| <S>        |                              | <C>            | <C>       | <C>        | <C>     | <C>      | <C>     | <C>      | <C>      |
| <C>        | <C>                          |                |           |            |         |          |         |          |          |
|            | NEXEN INC                    | COM            | 65334H102 | 5,963      | 150     | X        | X       | 28-5284  | 150      |
|            | NEXCEN BRANDS INC            | COM            | 653351106 | 2,800      | 5,000   | X        |         | 28-5284  | 5000     |
|            |                              |                |           | 11,200     | 20,000  | X        | X       | 28-5284  |          |
|            | 20000                        |                |           |            |         |          |         |          |          |
|            | NFJ DIVID INT & PREM STRTGY  | COM SHS        | 65337H109 | 14,556     | 685     | X        |         | 28-5284  | 685      |
|            | NICE SYS LTD                 | SPONSORED ADR  | 653656108 | 1,301      | 44      | X        |         | 28-11135 | 44       |
|            | NICHOLAS-APPLEGATE CV & INC  | COM            | 65370F101 | 400,874    | 33,829  | X        |         | 28-5284  | 2229     |
|            | 31600                        |                |           |            |         |          |         |          |          |
|            |                              |                |           | 31,094     | 2,624   | X        | X       | 28-5284  | 2624     |
|            | NICHOLAS APPLEGATE CV&INC FD | COM            | 65370G109 | 14,784     | 1,280   | X        |         | 28-5284  | 1280     |
|            | NICHOLAS APPLEGATE EQT CONV  | COM            | 65370K100 | 75,246     | 3,808   | X        |         | 28-5284  | 3808     |
|            | NICHOLAS APPLEGATE GBLB EQ C | COM            | 65370L108 | 39,160     | 2,000   | X        |         | 28-5284  | 2000     |
|            | NICOR INC                    | COM            | 654086107 | 151,919    | 3,567   | X        |         | 28-5284  | 2867     |
|            | 700                          |                |           |            |         |          |         |          |          |
|            |                              |                |           | 221,468    | 5,200   | X        | X       | 28-5284  | 2900     |
|            | 2300                         |                |           |            |         |          |         |          |          |
|            | NIDEC CORP                   | SPONSORED ADR  | 654090109 | 11,042     | 664     | X        |         | 28-5284  | 664      |
|            | NIKE INC                     | CL B           | 654106103 | 48,751,562 | 817,842 | X        |         | 28-5284  | 763355   |
|            | 54487                        |                |           |            |         |          |         |          |          |
|            |                              |                |           | 24,907,025 | 417,833 | X        | X       | 28-5284  | 376827   |
|            | 5173                         | 35833          |           |            |         |          |         |          |          |
|            |                              |                |           | 760,206    | 12,753  | X        |         | 28-11135 | 12753    |
|            |                              |                |           | 636,516    | 10,678  | X        |         | 28-4580  | 10279    |
|            | 399                          |                |           |            |         |          |         |          |          |
|            |                              |                |           | 273,371    | 4,586   | X        | X       | 28-4580  | 4586     |
|            | NIPPON TELEG & TEL CORP      | SPONSORED ADR  | 654624105 | 35,721     | 1,470   | X        |         | 28-5284  | 1470     |
|            |                              |                |           | 7,047      | 290     | X        | X       | 28-5284  | 290      |
|            |                              |                |           | 553,384    | 22,773  | X        |         | 28-11135 | 22773    |
|            | NISOURCE INC                 | COM            | 65473P105 | 30,751     | 1,716   | X        |         | 28-5284  | 1316     |
|            | 400                          |                |           |            |         |          |         |          |          |
|            |                              |                |           | 155,008    | 8,650   | X        | X       | 28-5284  | 8650     |
|            |                              |                |           | 11,988     | 669     | X        |         | 28-11135 | 669      |
|            |                              |                |           | 31,844     | 1,777   | X        |         | 28-4580  | 1777     |
|            | NISSAN MOTORS                | SPONSORED ADR  | 654744408 | 17,404     | 1,058   | X        |         | 28-5284  | 1058     |
|            |                              |                |           | 2,040      | 124     | X        | X       | 28-5284  | 124      |
|            | COLUMN TOTAL                 |                |           | 77,155,274 |         |          |         |          |          |

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| ITEM 8:          | ITEM 1:           | ITEM 2:        | ITEM 3:   | ITEM 4:     | ITEM 5:   | ITEM 6:    | ITEM 7:   |
|------------------|-------------------|----------------|-----------|-------------|-----------|------------|-----------|
| VOTING AUTHORITY | NAME OF ISSUER    | TITLE OF CLASS | CUSIP     | FAIR MARKET | SHARES OR | INVESTMENT | MANAGERS  |
| (SHARES)         | (B) SHARED        | (C) NONE       | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE  |
|                  | (A) SOLE          | (C) OTH        |           |             | AMOUNT    | INSTR V    |           |
|                  | NOKIA CORP        | SPONSORED ADR  | 654902204 | 16,422,938  | 670,324   | X          | 28-5284   |
|                  | 13963             |                |           |             |           |            |           |
|                  |                   |                |           | 13,212,728  | 539,295   | X          | X 28-5284 |
|                  | 1025              | 40625          |           |             |           |            |           |
|                  |                   |                |           | 562,349     | 22,953    | X          | 28-11135  |
|                  |                   |                |           | 244,657     | 9,986     | X          | 28-4580   |
|                  |                   |                |           | 129,850     | 5,300     | X          | X 28-4580 |
|                  | NOBLE ENERGY INC  | COM            | 655044105 | 1,349,012   | 13,415    | X          | 28-5284   |
|                  | 8900              |                |           |             |           |            |           |
|                  |                   |                |           | 1,471,193   | 14,630    | X          | X 28-5284 |
|                  |                   |                |           | 41,732      | 415       | X          | 28-11135  |
|                  | NOMURA HLDGS INC  | SPONSORED ADR  | 65535H208 | 28,541      | 1,935     | X          | 28-5284   |
|                  |                   |                |           | 6,682       | 453       | X          | X 28-5284 |
|                  |                   |                |           | 19,824      | 1,344     | X          | 28-11135  |
|                  | NORAM ENERGY CORP | SDCV 6.000% 3  | 655419AC3 | 969,000     | 10,200    | X          | 28-5284   |
|                  |                   |                |           | 1,752,750   | 18,450    | X          | X 28-5284 |
|                  | NORDSTROM INC     | COM            | 655664100 | 7,432,893   | 245,310   | X          | 28-5284   |
|                  | 1575              |                |           |             |           |            |           |

|                              |            |           |  |             |         |   |   |          |        |
|------------------------------|------------|-----------|--|-------------|---------|---|---|----------|--------|
| 425                          | 4300       |           |  | 6,886,311   | 227,271 | X | X | 28-5284  | 222546 |
|                              |            |           |  | 504,495     | 16,650  | X |   | 28-11135 | 16650  |
|                              |            |           |  | 195,011     | 6,436   | X |   | 28-4580  | 6436   |
|                              |            |           |  | 20,604      | 680     | X | X | 28-4580  | 680    |
| NORFOLK SOUTHERN CORP        | COM        | 655844108 |  | 21,564,559  | 344,097 | X |   | 28-5284  | 324036 |
| 100                          | 19961      |           |  | 33,990,391  | 542,371 | X | X | 28-5284  | 435056 |
| 1000                         | 106315     |           |  | 130,166     | 2,077   | X |   | 28-11135 | 2077   |
|                              |            |           |  | 156,675     | 2,500   | X |   | 28-4580  | 2500   |
|                              |            |           |  | 12,534      | 200     | X | X | 28-4580  | 200    |
| NORTEL NETWORKS CORP NEW     | COM NEW    | 656568508 |  | 18,569      | 2,259   | X |   | 28-5284  | 2259   |
|                              |            |           |  | 14,007      | 1,704   | X | X | 28-5284  | 1704   |
|                              |            |           |  | 30,554      | 3,717   | X |   | 28-11135 | 3717   |
| NORTH AMERN GALVANZNG & CTNG | COM        | 65686Y109 |  | 3,472,305   | 395,029 | X |   | 28-5284  |        |
| 395029                       |            |           |  |             |         |   |   |          |        |
| NORTH EUROPEAN OIL RTY TR    | SH BEN INT | 659310106 |  | 409,690     | 10,600  | X |   | 28-5284  | 10600  |
|                              |            |           |  | 92,760      | 2,400   | X | X | 28-5284  | 2400   |
| NORTHEAST UTILS              | COM        | 664397106 |  | 6,051       | 237     | X |   | 28-5284  | 237    |
|                              |            |           |  | 6,383       | 250     | X | X | 28-5284  | 250    |
| COLUMN TOTAL                 |            |           |  | 111,155,214 |         |   |   |          |        |

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| ITEM 8:                   |                | ITEM 3:        |        | ITEM 4:     | SHARES OR | ITEM 5:          |                  | ITEM 6:    | ITEM 7:  |
|---------------------------|----------------|----------------|--------|-------------|-----------|------------------|------------------|------------|----------|
| VOTING AUTHORITY          |                | CUSIP          |        | FAIR MARKET | PRINCIPAL | DISCRETION       |                  | INVESTMENT | MANAGERS |
| (SHARES)                  | ITEM 1:        | ITEM 2:        | NUMBER | VALUE       | AMOUNT    | (B) SHARED       | (A) SOLE (C) OTH | INSTR V    | (A) SOLE |
| (B) SHARED (C) NONE       | NAME OF ISSUER | TITLE OF CLASS |        |             |           | (A) SOLE (C) OTH |                  |            |          |
| <S>                       | <C>            | <C>            | <C>    | <C>         | <C>       | <C>              | <C>              | <C>        | <C>      |
| <C>                       | <C>            | <C>            | <C>    | <C>         | <C>       | <C>              | <C>              | <C>        | <C>      |
| NORTHERN TR CORP          | COM            | 665859104      |        | 41,986,234  | 612,312   | X                |                  | 28-5284    | 572429   |
| 39883                     |                |                |        | 16,567,472  | 241,614   | X                | X                | 28-5284    | 213512   |
| 3467                      | 24635          |                |        | 19,131      | 279       | X                |                  | 28-11135   | 279      |
|                           |                |                |        | 419,100     | 6,112     | X                |                  | 28-4580    | 6112     |
|                           |                |                |        | 83,861      | 1,223     | X                | X                | 28-4580    | 1223     |
| NORTHFIELD LABS INC       | COM            | 666135108      |        | 355         | 500       | X                |                  | 28-5284    | 500      |
| NORTHRIM BANCORP INC      | COM            | 666762109      |        | 3,380,443   | 186,199   | X                |                  | 28-1500    | 186199   |
| NORTHROP GRUMMAN CORP     | COM            | 666807102      |        | 6,451,903   | 96,441    | X                |                  | 28-5284    | 87814    |
| 8627                      |                |                |        | 7,327,490   | 109,529   | X                | X                | 28-5284    | 101564   |
| 7965                      |                |                |        | 219,231     | 3,277     | X                |                  | 28-11135   | 3277     |
|                           |                |                |        | 120,286     | 1,798     | X                |                  | 28-4580    | 1798     |
| NORTHSTAR RLTY FIN CORP   | COM            | 66704R100      |        | 2,496       | 300       | X                |                  | 28-5284    | 300      |
|                           |                |                |        | 199,264     | 23,950    | X                | X                | 28-5284    | 23950    |
| NORTHWEST AIRLS CORP      | COM            | 667280408      |        | 1,945       | 292       | X                |                  | 28-5284    | 292      |
|                           |                |                |        | 306         | 46        | X                | X                | 28-5284    | 46       |
| NORTHWEST BANCORP INC PA  | COM            | 667328108      |        | 6,982       | 320       | X                |                  | 28-5284    | 320      |
|                           |                |                |        | 26,730      | 1,225     | X                | X                | 28-5284    | 1225     |
| NORTHWEST NAT GAS CO      | COM            | 667655104      |        | 67,540      | 1,460     | X                |                  | 28-5284    | 1230     |
| 230                       |                |                |        | 124,902     | 2,700     | X                | X                | 28-5284    | 2700     |
|                           |                |                |        | 54,263      | 1,173     | X                |                  | 28-11135   | 1173     |
| NORTHWESTERN CORP         | COM NEW        | 668074305      |        | 27,835      | 1,095     | X                | X                | 28-5284    | 1095     |
| NORWOOD FINANCIAL CORP    | COM            | 669549107      |        | 131,399     | 4,531     | X                |                  | 28-5284    | 4531     |
|                           |                |                |        | 7,598       | 262       | X                | X                | 28-5284    | 262      |
| NOVA CHEMICALS CORP       | COM            | 66977W109      |        | 146,787     | 5,950     | X                |                  | 28-5284    | 5950     |
| NOVARTIS A G              | SPONSORED ADR  | 66987V109      |        | 8,662,305   | 157,382   | X                |                  | 28-5284    | 144632   |
| 12750                     |                |                |        | 4,197,460   | 76,262    | X                | X                | 28-5284    | 52167    |
| 24095                     |                |                |        | 137,270     | 2,494     | X                |                  | 28-11135   | 2494     |
| NOVELL INC                | COM            | 670006105      |        | 3,534       | 600       | X                |                  | 28-5284    | 600      |
| NOVEN PHARMACEUTICALS INC | COM            | 670009109      |        | 1,710       | 160       | X                |                  | 28-5284    | 160      |
| 160                       |                |                |        |             |           |                  |                  |            |          |
| COLUMN TOTAL              |                |                |        | 90,375,832  |           |                  |                  |            |          |

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|------------------------------|-----|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY             |     | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:                      |     | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)                     |     | TITLE OF CLASS |           | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| NAME OF ISSUER               |     |                |           | VALUE       |           |            |         |          |          |
| (B) SHARED (C) NONE          |     |                |           |             |           |            |         |          |          |
| <S>                          | <C> | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| NOVO-NORDISK A S             |     | ADR            | 670100205 | 1,045,968   | 15,848    | X          |         | 28-5284  | 15848    |
|                              |     |                |           | 3,006,960   | 45,560    | X          | X       | 28-5284  | 45560    |
| NSTAR                        |     | COM            | 67019E107 | 62,263      | 1,841     | X          |         | 28-5284  | 1841     |
|                              |     |                |           | 305,395     | 9,030     | X          | X       | 28-5284  | 1030     |
| 8000                         |     |                |           |             |           |            |         |          |          |
| NTELOS HLDGS CORP            |     | COM            | 67020Q107 | 11,594      | 457       | X          |         | 28-11135 | 457      |
| NUANCE COMMUNICATIONS INC    |     | COM            | 67020Y100 | 458,661     | 29,270    | X          |         | 28-5284  | 29270    |
|                              |     |                |           | 317,662     | 20,272    | X          | X       | 28-5284  | 75       |
| 20197                        |     |                |           |             |           |            |         |          |          |
| NUCOR CORP                   |     | COM            | 670346105 | 238,591     | 15,226    | X          |         | 28-11135 | 15226    |
|                              |     |                |           | 1,696,652   | 22,722    | X          |         | 28-5284  | 22722    |
|                              |     |                |           | 1,378,931   | 18,467    | X          | X       | 28-5284  | 18399    |
| 68                           |     |                |           |             |           |            |         |          |          |
| NUMEREX CORP PA              |     | CL A           | 67053A102 | 2,094,531   | 289,700   | X          | X       | 28-5284  | 289700   |
| NUSTAR ENERGY LP             |     | UNIT COM       | 67058H102 | 138,474     | 2,922     | X          |         | 28-5284  | 2922     |
|                              |     |                |           | 302,064     | 6,374     | X          | X       | 28-5284  | 4874     |
| 1500                         |     |                |           |             |           |            |         |          |          |
| NUVEEN PA PREM INCOME MUN FD |     | COM            | 67061F101 | 272,720     | 22,860    | X          |         | 28-5284  | 22860    |
|                              |     |                |           | 227,696     | 19,086    | X          | X       | 28-5284  | 19086    |
| NUVEEN MD PREM INCOME MUN FD |     | COM            | 67061Q107 | 37,619      | 2,988     | X          | X       | 28-5284  | 2988     |
| NUVEEN SELECT MAT MUN FD     |     | SH BEN INT     | 67061T101 | 27,262      | 2,799     | X          | X       | 28-5284  | 2300     |
| 499                          |     |                |           |             |           |            |         |          |          |
| NUVEEN ARIZ PREM INCOME MUN  |     | COM            | 67061W104 | 55,392      | 4,442     | X          | X       | 28-5284  | 4442     |
| NUVEEN INVT QUALITY MUN FD I |     | COM            | 67062E103 | 23,796      | 1,800     | X          |         | 28-5284  | 1800     |
|                              |     |                |           | 72,406      | 5,477     | X          | X       | 28-5284  | 5477     |
| NUVEEN SELECT TAX FREE INCM  |     | SH BEN INT     | 67062F100 | 143,064     | 10,150    | X          | X       | 28-5284  | 10150    |
| NUVEEN MUN ADVANTAGE FD INC  |     | COM            | 67062H106 | 104,640     | 8,000     | X          |         | 28-5284  | 8000     |
|                              |     |                |           | 3,924       | 300       | X          | X       | 28-5284  | 300      |
| NUVEEN MUN INCOME FD INC     |     | COM            | 67062J102 | 84,240      | 8,000     | X          |         | 28-5284  | 8000     |
|                              |     |                |           | 83,924      | 7,970     | X          | X       | 28-5284  | 7970     |
| NUVEEN INSD QUALITY MUN FD I |     | COM            | 67062N103 | 33,132      | 2,533     | X          |         | 28-5284  | 2533     |
| NUVEEN PERFORMANCE PLUS MUN  |     | COM            | 67062P108 | 142,636     | 10,972    | X          | X       | 28-5284  | 10972    |
| COLUMN TOTAL                 |     |                |           | 12,370,197  |           |            |         |          |          |

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|------------------------------|-----|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY             |     | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:                      |     | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)                     |     | TITLE OF CLASS |           | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| NAME OF ISSUER               |     |                |           | VALUE       |           |            |         |          |          |
| (B) SHARED (C) NONE          |     |                |           |             |           |            |         |          |          |
| <S>                          | <C> | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
| NUVEEN PREM INCOME MUN FD    |     | COM            | 67062T100 | 19,260      | 1,500     | X          |         | 28-5284  | 1500     |
|                              |     |                |           | 51,360      | 4,000     | X          | X       | 28-5284  | 4000     |
| NUVEEN MUN MKT OPPORTUNITY F |     | COM            | 67062W103 | 136,211     | 10,700    | X          |         | 28-5284  | 10700    |
|                              |     |                |           | 330,980     | 26,000    | X          | X       | 28-5284  | 26000    |
| NUVEEN SELECT TAX FREE INCM  |     | SH BEN INT     | 67063C106 | 130,720     | 9,500     | X          | X       | 28-5284  | 8500     |

|       |                              |                |           |            |         |   |   |          |        |
|-------|------------------------------|----------------|-----------|------------|---------|---|---|----------|--------|
| 1000  | NUVEEN PREM INCOME MUN FD 2  | COM            | 67063W102 | 40,679     | 3,270   | X | X | 28-5284  | 3270   |
|       | NUVEEN SELECT TAX FREE INCM  | SH BEN INT     | 67063X100 | 13,940     | 1,000   | X | X | 28-5284  | 1000   |
|       | NUVEEN TAX FREE ADV MUN FD   | COM            | 670657105 | 192,803    | 14,453  | X | X | 28-5284  | 14453  |
|       | NVIDIA CORP                  | COM            | 67066G104 | 17,274,629 | 922,790 | X |   | 28-5284  | 877051 |
| 45739 |                              |                |           |            |         |   |   |          |        |
|       |                              |                |           | 6,944,184  | 370,950 | X | X | 28-5284  | 348557 |
| 7767  | 14626                        |                |           |            |         |   |   |          |        |
|       |                              |                |           | 284,862    | 15,217  | X |   | 28-11135 | 15217  |
|       |                              |                |           | 379,492    | 20,272  | X |   | 28-4580  | 19747  |
| 525   |                              |                |           |            |         |   |   |          |        |
|       | NUVEEN DIVID ADVANTAGE MUN F | COM            | 67066V101 | 50,095     | 2,676   | X | X | 28-4580  | 2676   |
|       | NUVEEN MUN HIGH INC OPP FD   | COM            | 670682103 | 25,920     | 2,000   | X | X | 28-5284  | 2000   |
|       |                              |                |           | 16,654     | 1,100   | X |   | 28-5284  | 1100   |
|       |                              |                |           | 99,924     | 6,600   | X | X | 28-5284  | 6600   |
|       | NUTRI SYS INC NEW            | COM            | 67069D108 | 1,258      | 89      | X | X | 28-5284  | 89     |
|       | NUVEEN PA DIV ADVANTAGE MUN  | COM            | 67070E103 | 56,915     | 4,395   | X |   | 28-5284  | 4395   |
|       |                              |                |           | 16,965     | 1,310   | X | X | 28-5284  | 1310   |
|       | NUVEEN DIV ADV MUNI FD 3     | COM SH BEN INT | 67070X101 | 157        | 12      | X |   | 28-11135 | 12     |
|       | NUVEEN REAL ESTATE INCOME FD | COM            | 67071B108 | 18,470     | 1,248   | X | X | 28-5284  | 1248   |
|       | NUVEEN INSD DIVID ADVANTAGE  | COM            | 67071L106 | 45,419     | 3,510   | X | X | 28-5284  | 3510   |
|       | NUVEEN QUALITY PFD INCOME FD | COM            | 67071S101 | 91,599     | 9,693   | X | X | 28-5284  | 9693   |
|       | NUVEEN NEW JERSEY DIVID      | COM            | 67071T109 | 44,220     | 3,300   | X |   | 28-5284  | 3300   |
|       | NUVEEN GA DIV ADV MUN FD 2   | COM            | 67072B107 | 417,414    | 31,888  | X | X | 28-5284  | 31888  |
|       | COLUMN TOTAL                 |                |           | 26,684,130 |         |   |   |          |        |

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| ITEM 8:                      |         | ITEM 3:        |     | ITEM 4:     |         | ITEM 5:   |     | ITEM 6:<br>INVESTMENT |     | ITEM 7:          |        |
|------------------------------|---------|----------------|-----|-------------|---------|-----------|-----|-----------------------|-----|------------------|--------|
| VOTING AUTHORITY             |         | CUSIP          |     | FAIR MARKET |         | SHARES OR |     | DISCRETION            |     | MANAGERS         |        |
| ITEM 1:                      |         | ITEM 2:        |     |             |         | PRINCIPAL |     | (B) SHARED            |     | (A) SOLE         |        |
| NAME OF ISSUER               |         | TITLE OF CLASS |     | VALUE       |         | AMOUNT    |     | (A) SOLE (C) OTH      |     | INSTR V (A) SOLE |        |
| (B) SHARED (C) NONE          |         |                |     |             |         |           |     |                       |     |                  |        |
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|                              | <C>     |                |     |             |         |           |     |                       |     |                  |        |
| NUVEEN QUALITY PFD INCOME FD | COM     | 67072C105      |     | 10,020      | 1,000   | X         |     | 28-5284               |     |                  | 1000   |
|                              |         |                |     | 33,607      | 3,354   | X         | X   | 28-5284               |     |                  | 3354   |
| NXSTAGE MEDICAL INC          | COM     | 67072V103      |     | 19,200      | 5,000   | X         |     | 28-5284               |     |                  | 5000   |
| NUVEEN MULTI STRAT INC & GR  | COM     | 67073B106      |     | 22,261      | 2,314   | X         |     | 28-5284               |     |                  | 2314   |
|                              |         |                |     | 38,480      | 4,000   | X         | X   | 28-5284               |     |                  | 4000   |
| NUVEEN MULTI STRAT INC GR FD | COM SHS | 67073D102      |     | 10,136      | 1,027   | X         |     | 28-5284               |     |                  | 1027   |
|                              |         |                |     | 17,253      | 1,748   | X         | X   | 28-5284               |     |                  | 1748   |
| O CHARLEYS INC               | COM     | 670823103      |     | 1,610       | 160     | X         |     | 28-5284               |     |                  |        |
| 160                          |         |                |     |             |         |           |     |                       |     |                  |        |
| OGE ENERGY CORP              | COM     | 670837103      |     | 239,601     | 7,556   | X         |     | 28-5284               |     |                  | 7442   |
| 114                          |         |                |     |             |         |           |     |                       |     |                  |        |
|                              |         |                |     | 226,409     | 7,140   | X         | X   | 28-5284               |     |                  | 7140   |
| OM GROUP INC                 | COM     | 670872100      |     | 106,994     | 3,263   | X         |     | 28-5284               |     |                  | 680    |
| 2583                         |         |                |     |             |         |           |     |                       |     |                  |        |
| NUVEEN MUN VALUE FD INC      | COM     | 670928100      |     | 3,083,420   | 320,189 | X         |     | 28-5284               |     |                  | 320189 |
|                              |         |                |     | 440,833     | 45,777  | X         | X   | 28-5284               |     |                  | 44677  |
| 1100                         |         |                |     |             |         |           |     |                       |     |                  |        |
|                              |         |                |     | 11,094      | 1,152   | X         |     | 28-4580               |     |                  | 1152   |
| NUVEEN NJ INVT QUALITY MUN F | COM     | 670971100      |     | 68,202      | 5,320   | X         |     | 28-5284               |     |                  | 5320   |
|                              |         |                |     | 12,820      | 1,000   | X         | X   | 28-5284               |     |                  | 1000   |
| NUVEEN PA INVT QUALITY MUN F | COM     | 670972108      |     | 334,290     | 26,571  | X         |     | 28-5284               |     |                  | 26571  |
|                              |         |                |     | 237,617     | 18,887  | X         | X   | 28-5284               |     |                  | 18887  |
| NUVEEN SELECT QUALITY MUN FD | COM     | 670973106      |     | 82,680      | 6,000   | X         |     | 28-5284               |     |                  | 6000   |
| NUVEEN QUALITY INCOME MUN FD | COM     | 670977107      |     | 173,483     | 13,243  | X         |     | 28-5284               |     |                  | 13243  |
|                              |         |                |     | 78,168      | 5,967   | X         | X   | 28-5284               |     |                  | 5967   |
| NUVEEN INSD MUN OPPORTUNITY  | COM     | 670984103      |     | 67,029      | 5,180   | X         | X   | 28-5284               |     |                  | 5180   |
| NUVEEN PREMIER MUN INCOME FD | COM     | 670988104      |     | 49,360      | 4,000   | X         |     | 28-5284               |     |                  | 4000   |
| NUVEEN NJ PREM INCOME MUN FD | COM     | 67101N106      |     | 249,368     | 19,138  | X         |     | 28-5284               |     |                  | 19138  |
| OSI PHARMACEUTICALS INC      | COM     | 671040103      |     | 2,314       | 56      | X         |     | 28-5284               |     |                  | 56     |
|                              |         |                |     | 63,385      | 1,534   | X         | X   | 28-5284               |     |                  | 1534   |
| OYO GEOSPACE CORP            | COM     | 671074102      |     | 167,979     | 2,850   | X         | X   | 28-5284               |     |                  | 2850   |
|                              |         |                |     |             |         |           |     |                       |     |                  |        |
|                              |         |                |     | 5,847,613   |         |           |     |                       |     |                  |        |

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|-----------------------------|----------------|-----------|------------|-------------|-----------|------------|----------|----------|-----|
| VOTING AUTHORITY            |                | CUSIP     |            | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |     |
| ITEM 1:                     |                | ITEM 2:   |            |             | PRINCIPAL | (B) SHARED |          |          |     |
| (SHARES)                    |                | NUMBER    | VALUE      | AMOUNT      | (A) SOLE  | (C) OTH    | INSTR V  | (A) SOLE |     |
| NAME OF ISSUER              | TITLE OF CLASS |           |            |             |           |            |          |          |     |
| (B) SHARED                  | (C) NONE       |           |            |             |           |            |          |          |     |
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| <C>                         | <C>            |           |            |             |           |            |          |          |     |
| OBAGI MEDICAL PRODUCTS INC  | COM            | 67423R108 | 42,750     | 5,000       | X         | X          | 28-5284  | 5000     |     |
| OCCIDENTAL PETE CORP DEL    | COM            | 674599105 | 33,929,519 | 377,582     | X         |            | 28-5284  | 345362   |     |
| 32220                       |                |           | 10,986,823 | 122,266     | X         | X          | 28-5284  | 110815   |     |
| 3311                        | 8140           |           | 778,637    | 8,665       | X         |            | 28-11135 | 8665     |     |
|                             |                |           | 560,906    | 6,242       | X         |            | 28-4580  | 6242     |     |
|                             |                |           | 92,556     | 1,030       | X         | X          | 28-4580  | 1030     |     |
| OCEANEERING INTL INC        | COM            | 675232102 | 33,902     | 440         | X         |            | 28-5284  |          |     |
| 440                         |                |           | 870,665    | 11,300      | X         | X          | 28-5284  | 10900    |     |
| 400                         |                |           | 10,017     | 130         | X         |            | 28-11135 | 130      |     |
| OCEANFIRST FINL CORP        | COM            | 675234108 | 72,669     | 4,026       | X         | X          | 28-5284  | 4026     |     |
| OCWEN FINL CORP             | NOTE 3.250% 8  | 675746AD3 | 1,299,781  | 1,730       | X         |            | 28-11439 | 1730     |     |
| OCWEN FINL CORP             | COM NEW        | 675746309 | 542,860    | 116,744     | X         |            | 28-11135 | 116744   |     |
| ODYSSEY HEALTHCARE INC      | COM            | 67611V101 | 88,634     | 9,100       | X         |            | 28-5284  |          |     |
| 9100                        |                |           |            |             |           |            |          |          |     |
| ODYSSEY RE HLDGS CORP       | COM            | 67612W108 | 37,666     | 1,061       | X         |            | 28-5284  |          |     |
| 1061                        |                |           |            |             |           |            |          |          |     |
| OFFICEMAX INC DEL           | COM            | 67622P101 | 5,393      | 388         | X         |            | 28-5284  | 388      |     |
| OFFICE DEPOT INC            | COM            | 676220106 | 53,704     | 4,909       | X         |            | 28-5284  | 709      |     |
| 4200                        |                |           | 2,188      | 200         | X         | X          | 28-5284  | 200      |     |
| OIL SVC HOLDERS TR          | DEPOSTRY RCPT  | 678002106 | 111,005    | 500         | X         |            | 28-5284  | 500      |     |
| 526                         |                |           | 249,983    | 1,126       | X         | X          | 28-5284  | 600      |     |
| OIL STS INTL INC            | COM            | 678026105 | 97,951     | 1,544       | X         |            | 28-11135 | 1544     |     |
| OLD LINE BANCSHARES INC     | COM            | 67984M100 | 201,300    | 30,000      | X         | X          | 28-5284  | 30000    |     |
| OLD MUTUAL CLAYMORE LNG SHT | COM            | 68003N103 | 11,907     | 900         | X         |            | 28-5284  | 900      |     |
| OLD NATL BANCORP IND        | COM            | 680033107 | 7,130      | 500         | X         |            | 28-5284  | 500      |     |
| OLD REP INTL CORP           | COM            | 680223104 | 475,814    | 40,187      | X         |            | 28-5284  | 32162    |     |
| 8025                        |                |           | 2,255,958  | 190,537     | X         | X          | 28-5284  | 187947   |     |
| 2590                        |                |           | 9,259      | 782         | X         |            | 28-11135 | 782      |     |
|                             |                |           | 3,694      | 312         | X         |            | 28-4580  | 312      |     |
| COLUMN TOTAL                |                |           | 52,832,671 |             |           |            |          |          |     |

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| VOTING AUTHORITY |                | CUSIP     |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |     |
| ITEM 1:          |                | ITEM 2:   |           |             | PRINCIPAL | (B) SHARED |         |          |     |
| (SHARES)         |                | NUMBER    | VALUE     | AMOUNT      | (A) SOLE  | (C) OTH    | INSTR V | (A) SOLE |     |
| NAME OF ISSUER   | TITLE OF CLASS |           |           |             |           |            |         |          |     |
| (B) SHARED       | (C) NONE       |           |           |             |           |            |         |          |     |
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| <C>              | <C>            |           |           |             |           |            |         |          |     |
| OLIN CORP        | COM PAR \$1    | 680665205 | 445       | 17          | X         |            | 28-5284 | 17       |     |
|                  |                |           | 328,795   | 12,559      | X         | X          | 28-5284 | 12559    |     |
| OMNICARE INC     | COM            | 681904108 | 9,113,417 | 347,575     | X         |            | 28-5284 | 313737   |     |

|                              |                |           |  |            |         |   |   |          |        |
|------------------------------|----------------|-----------|--|------------|---------|---|---|----------|--------|
| 33838                        |                |           |  | 826,926    | 31,538  | X | X | 28-5284  | 25583  |
| 1100                         | 4855           |           |  |            |         |   |   |          |        |
| OMNICOM GROUP INC            | COM            | 681919106 |  | 33,014,356 | 735,614 | X |   | 28-5284  | 699628 |
| 35986                        |                |           |  |            |         |   |   |          |        |
|                              |                |           |  | 21,608,374 | 481,470 | X | X | 28-5284  | 453956 |
| 7651                         | 19863          |           |  |            |         |   |   |          |        |
|                              |                |           |  | 42,232     | 941     | X |   | 28-11135 | 941    |
|                              |                |           |  | 489,820    | 10,914  | X |   | 28-4580  | 10730  |
| 184                          |                |           |  |            |         |   |   |          |        |
|                              |                |           |  | 119,381    | 2,660   | X | X | 28-4580  | 660    |
| 2000                         |                |           |  |            |         |   |   |          |        |
| OMEGA HEALTHCARE INVS INC    | COM            | 681936100 |  | 389,943    | 23,420  | X |   | 28-5284  | 23420  |
|                              |                |           |  | 20,147     | 1,210   | X | X | 28-5284  | 1210   |
| OMRIX BIOPHARMACEUTICALS INC | COM            | 681989109 |  | 9,444      | 600     | X | X | 28-5284  | 600    |
|                              |                |           |  | 240,019    | 15,249  | X |   | 28-11135 | 15249  |
| OMEGA FLEX INC               | COM            | 682095104 |  | 32,239     | 2,121   | X |   | 28-5284  | 2121   |
|                              |                |           |  | 2,280      | 150     | X | X | 28-5284  | 150    |
| OMNITURE INC                 | COM            | 68212S109 |  | 18,570     | 1,000   | X |   | 28-5284  | 1000   |
| OMNOVA SOLUTIONS INC         | COM            | 682129101 |  | 751        | 270     | X |   | 28-5284  |        |
| 270                          |                |           |  |            |         |   |   |          |        |
| OMNICELL INC                 | COM            | 68213N109 |  | 19,770     | 1,500   | X | X | 28-5284  | 1500   |
| OMNICARE CAP TR I            | PIERS          | 68214Q200 |  | 3,734,582  | 100,000 | X |   | 28-11439 | 100000 |
| ON ASSIGNMENT INC            | COM            | 682159108 |  | 1,764      | 220     | X |   | 28-5284  |        |
| 220                          |                |           |  |            |         |   |   |          |        |
| ON SEMICONDUCTOR CORP        | COM            | 682189105 |  | 2,788      | 304     | X |   | 28-5284  | 304    |
|                              |                |           |  | 55,020     | 6,000   | X | X | 28-5284  | 6000   |
|                              |                |           |  | 660        | 72      | X |   | 28-11135 | 72     |
| ONEOK PARTNERS LP            | UNIT LTD PARTN | 68268N103 |  | 212,420    | 3,800   | X |   | 28-5284  | 3800   |
|                              |                |           |  | 162,110    | 2,900   | X | X | 28-5284  | 2900   |
| ONEOK INC NEW                | COM            | 682680103 |  | 294,152    | 6,024   | X |   | 28-5284  | 1099   |
| 4925                         |                |           |  |            |         |   |   |          |        |
|                              |                |           |  | 710,477    | 14,550  | X | X | 28-5284  | 12050  |
| 2500                         |                |           |  |            |         |   |   |          |        |
|                              |                |           |  | 3,174      | 65      | X |   | 28-11135 | 65     |
| ONLINE RES CORP              | COM            | 68273G101 |  | 3,816      | 457     | X |   | 28-5284  | 457    |
| COLUMN TOTAL                 |                |           |  | 71,457,872 |         |   |   |          |        |

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| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |           | SHARES OR |         | DISCRETION |          | MANAGERS |         |
| ITEM 1:          |                              | ITEM 2:        |           | VALUE       |           | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |         |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |         |
| (B) SHARED       | (C) NONE                     |                |           |             |           |           |         |            |          |          |         |
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|                  | ONSTREAM MEDIA CORP          | COM            | 682875109 | 1,738       | 2,172     | X         |         | 28-5284    |          |          | 2172    |
|                  | ONVIA INC                    | COM NEW        | 68338T403 | 22,735      | 4,389     | X         | X       | 28-5284    |          |          |         |
|                  | 4389                         |                |           |             |           |           |         |            |          |          |         |
|                  | ONYX PHARMACEUTICALS INC     | COM            | 683399109 | 3,560       | 100       | X         |         | 28-5284    |          |          | 100     |
|                  |                              |                |           | 17,800      | 500       | X         | X       | 28-5284    |          |          | 500     |
|                  | OPEN JT STK CO-VIMPEL COMMUN | SPONSORED ADR  | 68370R109 | 342,804     | 11,550    | X         |         | 28-5284    |          |          | 11550   |
|                  | OPKO HEALTH INC              | COM            | 68375N103 | 9,120       | 6,000     | X         | X       | 28-5284    |          |          | 6000    |
|                  | OPLINK COMMUNICATIONS INC    | COM NEW        | 68375Q403 | 68,621      | 7,148     | X         | X       | 28-5284    |          |          |         |
|                  | 7148                         |                |           |             |           |           |         |            |          |          |         |
|                  | OPPENHEIMER HLDGS INC        | CL A NON VGT   | 683797104 | 19,782      | 700       | X         |         | 28-5284    |          |          | 700     |
|                  | OPTICAL CABLE CORP           | COM NEW        | 683827208 | 253,177     | 36,376    | X         | X       | 28-5284    |          |          |         |
|                  | 36376                        |                |           |             |           |           |         |            |          |          |         |
|                  | ORACLE CORP                  | COM            | 68389X105 | 79,546,278  | 3,787,918 | X         |         | 28-5284    |          |          | 3572960 |
|                  | 214958                       |                |           |             |           |           |         |            |          |          |         |
|                  |                              |                |           | 42,546,084  | 2,026,004 | X         | X       | 28-5284    |          |          | 1859649 |
|                  | 22929                        | 143426         |           |             |           |           |         |            |          |          |         |
|                  |                              |                |           | 1,796,466   | 85,546    | X         |         | 28-11135   |          |          | 85546   |
|                  |                              |                |           | 1,425,837   | 67,897    | X         |         | 28-4580    |          |          | 66223   |
|                  | 1674                         |                |           |             |           |           |         |            |          |          |         |
|                  |                              |                |           | 572,628     | 27,268    | X         | X       | 28-4580    |          |          | 27268   |
|                  | OPTIONSPRESS HLDGS INC       | COM            | 684010101 | 4,468       | 200       | X         |         | 28-5284    |          |          | 200     |
|                  |                              |                |           | 16,978      | 760       | X         | X       | 28-5284    |          |          | 760     |
|                  | OPTIUM CORP                  | COM            | 68402T107 | 1,099       | 151       | X         |         | 28-5284    |          |          | 151     |
|                  | ORASURE TECHNOLOGIES INC     | COM            | 68554V108 | 3,740       | 1,000     | X         | X       | 28-5284    |          |          | 1000    |

|                         |      |          |           |             |       |   |           |      |
|-------------------------|------|----------|-----------|-------------|-------|---|-----------|------|
| ORBITAL SCIENCES CORP   | NOTE | 2.438% 1 | 685564AN6 | 231,000     | 2,000 | X | 28-4580   | 2000 |
| ORBITAL SCIENCES CORP   | COM  |          | 685564106 | 7,068       | 300   | X | 28-5284   | 300  |
|                         |      |          |           | 23,560      | 1,000 | X | X 28-5284 | 1000 |
| O REILLY AUTOMOTIVE INC | COM  |          | 686091109 | 66,380      | 2,970 | X | 28-5284   | 2970 |
|                         |      |          |           | 2,235       | 100   | X | X 28-5284 | 100  |
|                         |      |          |           | 150,416     | 6,730 | X | 28-11135  | 6730 |
| ORIGEN FINL INC         | COM  |          | 68619E208 | 744         | 499   | X | 28-5284   | 499  |
| ORITANI FINL CORP       | COM  |          | 686323106 | 35,488      | 2,218 | X | 28-5284   | 2218 |
| COLUMN TOTAL            |      |          |           | 127,169,806 |       |   |           |      |

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|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|-----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | INVESTMENT |           | MANAGERS |
| ITEM 1:          |                              | ITEM 2:        |           | VALUE       | PRINCIPAL | (B) SHARED |           | (A) SOLE |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | AMOUNT      | (A) SOLE  | (C) OTH    | INSTR V   | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                |           |             |           |            |           |          |
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|                  | ORIX CORP                    | SPONSORED ADR  | 686330101 | 23,731      | 329       | X          | 28-5284   | 329      |
|                  |                              |                |           | 289         | 4         | X          | X 28-5284 | 4        |
|                  |                              |                |           | 229,229     | 3,178     | X          | 28-11135  | 3178     |
|                  | ORTHOLOGIC CORP              | COM            | 68750J107 | 325,377     | 325,377   | X          | X 28-5284 |          |
|                  | 325377                       |                |           |             |           |            |           |          |
|                  | OSCIENT PHARMACEUTICALS CORP | COM NEW        | 68812R303 | 182         | 128       | X          | 28-5284   | 128      |
|                  | OSHKOSH CORP                 | COM            | 688239201 | 4,483,523   | 216,700   | X          | 28-5284   | 196843   |
|                  | 19857                        |                |           |             |           |            |           |          |
|                  |                              |                |           | 749,619     | 36,231    | X          | X 28-5284 | 10231    |
|                  | 26000                        |                |           |             |           |            |           |          |
|                  |                              |                |           | 218,817     | 10,576    | X          | 28-11135  | 10576    |
|                  | OSTEOTECH INC                | COM            | 688582105 | 740         | 130       | X          | 28-5284   |          |
|                  | 130                          |                |           |             |           |            |           |          |
|                  | OTELCO INC                   | INCME DEP SECS | 688823202 | 1,618       | 100       | X          | X 28-5284 | 100      |
|                  | OVERSEAS SHIPHOLDING GROUP I | COM            | 690368105 | 44,531      | 560       | X          | X 28-5284 | 560      |
|                  | OVERSTOCK COM INC DEL        | COM            | 690370101 | 5,190       | 200       | X          | X 28-5284 | 200      |
|                  | OWENS & MINOR INC NEW        | COM            | 690732102 | 14,621      | 320       | X          | 28-5284   |          |
|                  | 320                          |                |           |             |           |            |           |          |
|                  |                              |                |           | 13,707      | 300       | X          | X 28-5284 | 300      |
|                  | OWENS CORNING NEW            | COM            | 690742101 | 5,733       | 252       | X          | 28-5284   | 252      |
|                  |                              |                |           | 4,550       | 200       | X          | X 28-5284 |          |
|                  | 200                          |                |           |             |           |            |           |          |
|                  | OWENS ILL INC                | COM NEW        | 690768403 | 16,641,105  | 399,163   | X          | 28-5284   | 375460   |
|                  | 23703                        |                |           |             |           |            |           |          |
|                  |                              |                |           | 5,590,796   | 134,104   | X          | X 28-5284 | 122845   |
|                  | 2909                         | 8350           |           |             |           |            |           |          |
|                  |                              |                |           | 750         | 18        | X          | 28-11135  | 18       |
|                  |                              |                |           | 273,653     | 6,564     | X          | 28-4580   | 6564     |
|                  |                              |                |           | 79,628      | 1,910     | X          | X 28-4580 | 1910     |
|                  | OXFORD INDS INC              | COM            | 691497309 | 2,490       | 130       | X          | 28-5284   |          |
|                  | 130                          |                |           |             |           |            |           |          |
|                  |                              |                |           | 44,045      | 2,300     | X          | X 28-5284 | 2300     |
|                  | OXIGENE INC                  | COM            | 691828107 | 2,500       | 2,000     | X          | 28-5284   | 2000     |
|                  | PCM FUND INC                 | COM            | 69323T101 | 128,270     | 12,700    | X          | X 28-5284 |          |
|                  | 12700                        |                |           |             |           |            |           |          |
|                  | PC-TEL INC                   | COM            | 69325Q105 | 1,247       | 130       | X          | 28-5284   |          |
|                  | 130                          |                |           |             |           |            |           |          |
|                  | COLUMN TOTAL                 |                |           | 28,885,941  |           |            |           |          |

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| ITEM 8:          |  | ITEM 3: |  | ITEM 4:     | ITEM 5:   | ITEM 6:    |  | ITEM 7:  |
|------------------|--|---------|--|-------------|-----------|------------|--|----------|
| VOTING AUTHORITY |  | CUSIP   |  | FAIR MARKET | SHARES OR | INVESTMENT |  | MANAGERS |

| VOTING AUTHORITY            |                 | ITEM 3:   | ITEM 4:     | SHARES OR | DISCRETION       | ITEM 7:   |          |
|-----------------------------|-----------------|-----------|-------------|-----------|------------------|-----------|----------|
| ITEM 1:                     | ITEM 2:         | CUSIP     | FAIR MARKET | PRINCIPAL | (B) SHARED       | MANAGERS  |          |
| (SHARES)                    |                 | NUMBER    | VALUE       | AMOUNT    | (A) SOLE (C) OTH | INSTR V   | (A) SOLE |
| NAME OF ISSUER              | TITLE OF CLASS  |           |             |           |                  |           |          |
| (B) SHARED (C) NONE         |                 |           |             |           |                  |           |          |
| <S>                         | <C>             | <C>       | <C>         | <C>       | <C>              | <C>       | <C>      |
| PDL BIOPHARMA INC           | COM             | 69329Y104 | 797         | 75        | X                | 28-5284   | 75       |
| PG&E CORP                   | COM             | 69331C108 | 335,182     | 8,445     | X                | 28-5284   | 7945     |
| 500                         |                 |           | 195,275     | 4,920     | X                | X 28-5284 | 4920     |
| PHC INC MASS                | CL A            | 693315103 | 9,065       | 3,500     | X                | X 28-5284 | 3500     |
| PHH CORP                    | COM NEW         | 693320202 | 4,743       | 309       | X                | X 28-5284 | 309      |
| P F CHANGS CHINA BISTRO INC | COM             | 69333Y108 | 4,468       | 200       | X                | 28-5284   |          |
| 200                         |                 |           | 72,605      | 3,250     | X                | X 28-5284 | 3250     |
| PGT INC                     | COM             | 69336V101 | 3,440       | 1,000     | X                | 28-5284   | 1000     |
| PICO HLDGS INC              | COM NEW         | 693366205 | 5,996       | 138       | X                | 28-5284   |          |
| 138                         |                 |           | 217,250     | 5,000     | X                | X 28-5284 | 5000     |
| PMC-SIERRA INC              | COM             | 69344F106 | 1,528       | 200       | X                | 28-5284   | 200      |
|                             |                 |           | 7,640       | 1,000     | X                | X 28-5284 | 1000     |
|                             |                 |           | 520         | 68        | X                | 28-11135  | 68       |
| PMI GROUP INC               | COM             | 69344M101 | 3,650       | 1,872     | X                | 28-5284   |          |
| 1872                        |                 |           | 120,516     | 61,803    | X                | X 28-5284 | 61803    |
| PNC FINL SVCS GROUP INC     | COM             | 693475105 | 84,531,011  | 1,480,403 | X                | 28-5284   | 1416269  |
| 5965 58169                  |                 |           | 139,357,975 | 2,440,595 | X                | X 28-5284 | 1606311  |
| 21291 812993                |                 |           | 7,218,639   | 126,421   | X                | 28-4580   | 122746   |
| 3675                        |                 |           | 5,216,942   | 91,365    | X                | X 28-4580 | 88140    |
| 3225                        |                 |           | 0           | 27        | X                | X 28-5284 | 27       |
| PNC FINL SVCS GROUP INC     | PFD A CV \$1.80 | 693475204 | 92,030      | 1,000     | X                | X 28-5284 | 1000     |
| PNC FINL SVCS GROUP INC     | PFD C CV \$1.60 | 693475402 | 95,316      | 1,014     | X                | 28-5284   | 1014     |
| PNC FINL SVCS GROUP INC     | PFD CV D \$1.80 | 693475501 | 2,350       | 25        | X                | X 28-5284 | 25       |
| POSCO                       | SPONSORED ADR   | 693483109 | 536,121     | 4,131     | X                | 28-5284   | 131      |
| 4000                        |                 |           | 166,638     | 1,284     | X                | X 28-5284 | 1284     |
| PNM RES INC                 | COM             | 69349H107 | 1,141,690   | 95,459    | X                | 28-5284   | 88104    |
| 7355                        |                 |           | 135,327     | 11,315    | X                | X 28-5284 | 10315    |
| 1000                        |                 |           | 239,476,714 |           |                  |           |          |
| COLUMN TOTAL                |                 |           |             |           |                  |           |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| VOTING AUTHORITY    |                | ITEM 3:   | ITEM 4:     | SHARES OR | DISCRETION       | ITEM 7:   |          |
|---------------------|----------------|-----------|-------------|-----------|------------------|-----------|----------|
| ITEM 1:             | ITEM 2:        | CUSIP     | FAIR MARKET | PRINCIPAL | (B) SHARED       | MANAGERS  |          |
| (SHARES)            |                | NUMBER    | VALUE       | AMOUNT    | (A) SOLE (C) OTH | INSTR V   | (A) SOLE |
| NAME OF ISSUER      | TITLE OF CLASS |           |             |           |                  |           |          |
| (B) SHARED (C) NONE |                |           |             |           |                  |           |          |
| <S>                 | <C>            | <C>       | <C>         | <C>       | <C>              | <C>       | <C>      |
| PPG INDS INC        | COM            | 693506107 | 26,019,246  | 453,534   | X                | 28-5284   | 437693   |
| 15841               |                |           | 32,633,605  | 568,827   | X                | X 28-5284 | 550050   |
| 2150 16627          |                |           | 83,703      | 1,459     | X                | 28-11135  | 1459     |
|                     |                |           | 239,061     | 4,167     | X                | 28-4580   | 4167     |
|                     |                |           | 986,248     | 17,191    | X                | X 28-4580 | 17191    |
| PPL CORP            | COM            | 69351T106 | 21,787,704  | 416,830   | X                | 28-5284   | 409477   |
| 900 6453            |                |           | 32,090,905  | 613,945   | X                | X 28-5284 | 593936   |
| 744 19265           |                |           | 14,427      | 276       | X                | 28-11135  | 276      |



|                                    |     |           |             |        |   |           |       |
|------------------------------------|-----|-----------|-------------|--------|---|-----------|-------|
|                                    |     |           | 94,818      | 1,814  | X | 28-4580   | 1814  |
|                                    |     |           | 73,178      | 1,400  | X | X 28-4580 | 1400  |
| PSS WORLD MED INC                  | COM | 69366A100 | 14,670      | 900    | X | 28-5284   | 900   |
|                                    |     |           | 191,525     | 11,750 | X | X 28-5284 | 11750 |
| PACCAR INC                         | COM | 693718108 | 39,697      | 949    | X | 28-5284   | 949   |
|                                    |     |           | 62,745      | 1,500  | X | X 28-5284 | 1500  |
|                                    |     |           | 307,032     | 7,340  | X | 28-11135  | 7340  |
| PACER INTL INC TENN                | COM | 69373H106 | 1,785       | 83     | X | 28-5284   | 83    |
|                                    |     |           | 1,694,988   | 78,800 | X | X 28-5284 | 78800 |
| PACHOLDER HIGH YIELD FD INC        | COM | 693742108 | 14,980      | 1,807  | X | 28-5284   | 1807  |
|                                    |     |           | 20,725      | 2,500  | X | X 28-5284 | 2500  |
| PACIFIC CAP BANCORP NEW<br>1500    | COM | 69404P101 | 20,670      | 1,500  | X | X 28-5284 |       |
| PACIFIC ETHANOL INC                | COM | 69423U107 | 45          | 25     | X | 28-5284   | 25    |
|                                    |     |           | 33          | 18     | X | 28-4580   | 18    |
| PACIFIC MERCANTILE BANCORP<br>4000 | COM | 694552100 | 31,360      | 4,000  | X | 28-4580   |       |
| PACKAGING CORP AMER<br>5740        | COM | 695156109 | 123,467     | 5,740  | X | 28-5284   |       |
|                                    |     |           | 4,302       | 200    | X | X 28-5284 | 200   |
| PACTIV CORP                        | COM | 695257105 | 72,416      | 3,411  | X | 28-5284   | 3411  |
|                                    |     |           | 27,726      | 1,306  | X | X 28-5284 | 1306  |
|                                    |     |           | 16,942      | 798    | X | 28-11135  | 798   |
|                                    |     |           | 14,882      | 701    | X | 28-4580   | 701   |
| COLUMN TOTAL                       |     |           | 116,682,885 |        |   |           |       |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |          | ITEM 3:                    |                | ITEM 4:     |           | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |       |
|------------------|----------|----------------------------|----------------|-------------|-----------|-----------|---------|------------|----------|----------|-------|
| VOTING AUTHORITY |          | CUSIP                      |                | FAIR MARKET |           | SHARES OR |         | DISCRETION |          | MANAGERS |       |
| ITEM 1:          |          | ITEM 2:                    |                | VALUE       |           | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |       |
| (B) SHARED       | (C) NONE | NAME OF ISSUER             | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |       |
| <S>              | <C>      | <C>                        | <C>            | <C>         | <C>       | <C>       | <C>     | <C>        | <C>      | <C>      | <C>   |
|                  |          | PACWEST BANCORP DEL        | COM            | 695263103   | 833       | 56        | X       | 28-5284    |          |          | 56    |
|                  |          | PALL CORP                  | COM            | 696429307   | 171,060   | 4,311     | X       | 28-5284    |          |          | 4311  |
|                  |          |                            |                |             | 39,680    | 1,000     | X       | X 28-5284  |          |          | 1000  |
|                  |          |                            |                |             | 595       | 15        | X       | 28-11135   |          |          | 15    |
|                  |          | PALM INC NEW               | COM            | 696643105   | 5,390     | 1,000     | X       | 28-5284    |          |          | 1000  |
|                  |          |                            |                |             | 54,105    | 10,038    | X       | X 28-5284  |          |          | 10010 |
| 28               |          | PAN AMERICAN SILVER CORP   | COM            | 697900108   | 17,290    | 500       | X       | 28-5284    |          |          | 500   |
|                  |          |                            |                |             | 34,580    | 1,000     | X       | X 28-5284  |          |          | 1000  |
|                  |          | PANERA BREAD CO            | CL A           | 69840W108   | 955,639   | 20,658    | X       | 28-5284    |          |          | 17958 |
| 2700             |          |                            |                |             | 641,164   | 13,860    | X       | X 28-5284  |          |          | 10305 |
| 3555             |          | PAPA JOHNS INTL INC        | COM            | 698813102   | 54,935    | 2,066     | X       | 28-5284    |          |          | 2066  |
|                  |          |                            |                |             | 39,885    | 1,500     | X       | 28-4580    |          |          | 1500  |
|                  |          | PAR PHARMACEUTICAL COS INC | COM            | 69888P106   | 958       | 59        | X       | 28-5284    |          |          | 59    |
|                  |          | PARAGON SHIPPING INC       | CL A           | 69913R309   | 11,753    | 700       | X       | X 28-5284  |          |          | 700   |
|                  |          |                            |                |             | 251,330   | 14,969    | X       | 28-11135   |          |          | 14969 |
|                  |          | PARAMETRIC TECHNOLOGY CORP | COM NEW        | 699173209   | 128,242   | 7,693     | X       | 28-5284    |          |          | 7693  |
|                  |          |                            |                |             | 17        | 1         | X       | 28-11135   |          |          | 1     |
|                  |          | PAREXEL INTL CORP          | COM            | 699462107   | 11,050    | 420       | X       | 28-5284    |          |          |       |
| 420              |          |                            |                |             | 246,656   | 9,375     | X       | 28-11135   |          |          | 9375  |
|                  |          | PARK ELECTROCHEMICAL CORP  | COM            | 700416209   | 16,847    | 693       | X       | 28-5284    |          |          | 533   |
| 160              |          |                            |                |             | 1,920     | 79        | X       | 28-11135   |          |          | 79    |
|                  |          | PARK NATL CORP             | COM            | 700658107   | 123,970   | 2,300     | X       | 28-5284    |          |          | 2300  |
|                  |          | PARKE BANCORP INC          | COM            | 700885106   | 214,940   | 21,494    | X       | X 28-5284  |          |          | 21494 |
|                  |          | PARKER DRILLING CO         | COM            | 701081101   | 7,007     | 700       | X       | X 28-5284  |          |          | 700   |
|                  |          | PARKER HANNIFIN CORP       | COM            | 701094104   | 463,009   | 6,492     | X       | 28-5284    |          |          | 6492  |
|                  |          |                            |                |             | 1,272,064 | 17,836    | X       | X 28-5284  |          |          | 15136 |
| 2700             |          |                            |                |             | 156,547   | 2,195     | X       | 28-11135   |          |          | 2195  |
| COLUMN TOTAL     |          |                            |                |             | 4,921,466 |           |         |            |          |          |       |

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| <S>                          | <C>            | <C>       | <C>       | <C>    | <C> | <C> | <C>      | <C>   |
|------------------------------|----------------|-----------|-----------|--------|-----|-----|----------|-------|
| PENFORD CORP<br>80           | COM            | 707051108 | 1,190     | 80     | X   |     | 28-5284  |       |
| PENN NATL GAMING INC         | COM            | 707569109 | 51,440    | 1,600  | X   |     | 28-5284  | 1600  |
| 700                          |                |           | 35,365    | 1,100  | X   | X   | 28-5284  | 400   |
|                              |                |           | 3,408     | 106    | X   |     | 28-11135 | 106   |
| PENN VA GP HLDGS L P         | COM UNIT R LIM | 70788P105 | 1,143,673 | 34,900 | X   | X   | 28-5284  | 34900 |
| PENN VA CORP                 | COM            | 707882106 | 377,100   | 5,000  | X   |     | 28-5284  | 5000  |
| PENN VA RESOURCES PARTNERS L | COM            | 707884102 | 60,930    | 2,250  | X   |     | 28-5284  | 2250  |
|                              |                |           | 13,540    | 500    | X   | X   | 28-5284  | 500   |
| PENN WEST ENERGY TR          | TR UNIT        | 707885109 | 155,732   | 4,602  | X   |     | 28-5284  | 4602  |
| 3500                         |                |           | 535,924   | 15,837 | X   | X   | 28-5284  | 12337 |
| PENNEY J C INC               | COM            | 708160106 | 800,630   | 22,062 | X   |     | 28-5284  | 22062 |
| 200                          |                |           | 758,679   | 20,906 | X   | X   | 28-5284  | 20706 |
|                              |                |           | 153,724   | 4,236  | X   |     | 28-11135 | 4236  |
|                              |                |           | 58,318    | 1,607  | X   |     | 28-4580  | 1607  |
|                              |                |           | 53,709    | 1,480  | X   | X   | 28-4580  | 1480  |
| PENNSYLVANIA COMM BANCORP IN | COM            | 708677109 | 90,236    | 3,752  | X   |     | 28-5284  | 3752  |
| PENNSYLVANIA RL ESTATE INVT  | SH BEN INT     | 709102107 | 539,532   | 23,316 | X   |     | 28-5284  | 23316 |
| 3000                         |                |           | 1,265,920 | 54,707 | X   | X   | 28-5284  | 51707 |
| PENSON WORLDWIDE INC         | COM            | 709600100 | 3,585     | 300    | X   | X   | 28-5284  | 300   |
| PENTAIR INC                  | COM            | 709631105 | 180,808   | 5,163  | X   |     | 28-5284  | 5070  |
| 93                           |                |           | 1,001,572 | 28,600 | X   | X   | 28-5284  | 12900 |
| 15700                        |                |           |           |        |     |     |          |       |
| PEOPLES UNITED FINANCIAL INC | COM            | 712704105 | 45,240    | 2,900  | X   |     | 28-5284  | 2900  |
| 20901                        |                |           | 326,056   | 20,901 | X   | X   | 28-5284  |       |
|                              |                |           | 250       | 16     | X   |     | 28-11135 | 16    |
| PEP BOYS MANNY MOE & JACK    | COM            | 713278109 | 2,965     | 340    | X   |     | 28-5284  |       |
| 340                          |                |           |           |        |     |     |          |       |
| COLUMN TOTAL                 |                |           | 7,659,526 |        |     |     |          |       |

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| ITEM 8:                    | ITEM 1:             | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7:                   |
|----------------------------|---------------------|----------------|--------------|-------------------|----------------------------|--|---------------------------|
| VOTING AUTHORITY           | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (SHARES)                   | (B) SHARED (C) NONE |                |              |                   |                            |  |                           |
| PEPCO HOLDINGS INC<br>1003 | COM                 | 713291102      | 687,446      | 26,801            | X                          |  | 28-5284 25798             |
| 5359                       |                     |                | 1,351,909    | 52,706            | X                          | X                                      | 28-5284 47347             |
|                            |                     |                | 94,956       | 3,702             | X                          |  | 28-4580 3702              |
|                            |                     |                | 148,462      | 5,788             | X                          | X                                      | 28-4580 5788              |
| PEPSI BOTTLING GROUP INC   | COM                 | 713409100      | 154,509      | 5,534             | X                          |  | 28-5284 5534              |
|                            |                     |                | 56           | 2                 | X                          | X                                      | 28-5284 2                 |
|                            |                     |                | 105,370      | 3,774             | X                          |  | 28-11135 3774             |
| PEPSIAMERICAS INC<br>3460  | COM                 | 71343P200      | 281,885      | 14,251            | X                          |  | 28-5284 10791             |
| 650                        |                     |                | 121,172      | 6,126             | X                          | X                                      | 28-5284 5476              |
| PEPSICO INC<br>107907      | COM                 | 713448108      | 145,071,047  | 2,281,350         | X                          |  | 28-5284 2173443           |
| 7192 135380                |                     |                | 110,337,871  | 1,735,145         | X                          | X                                      | 28-5284 1592573           |
|                            |                     |                | 327,361      | 5,148             | X                          |  | 28-11135 5148             |
| 190                        |                     |                | 2,583,980    | 40,635            | X                          |  | 28-4580 40445             |
|                            |                     |                | 1,347,218    | 21,186            | X                          | X                                      | 28-4580 20430             |
| 756                        |                     |                |              |                   |                            |  |                           |
| PERICOM SEMICONDUCTOR CORP | COM                 | 713831105      | 2,820        | 190               | X                          |  | 28-5284                   |

|      |                              |               |           |             |        |   |           |       |
|------|------------------------------|---------------|-----------|-------------|--------|---|-----------|-------|
| 190  | PERKINELMER INC              | COM           | 714046109 | 297,577     | 10,685 | X | 28-5284   | 10685 |
|      |                              |               |           | 175,734     | 6,310  | X | X 28-5284 | 4010  |
| 2300 |                              |               |           | 23,840      | 856    | X | 28-11135  | 856   |
|      | PERMIAN BASIN RTY TR         | UNIT BEN INT  | 714236106 | 7,923       | 300    | X | 28-5284   | 300   |
|      |                              |               |           | 96,687      | 3,661  | X | X 28-5284 | 3661  |
|      | PEROT SYS CORP               | CL A          | 714265105 | 399,026     | 26,584 | X | 28-11135  | 26584 |
|      | PERRIGO CO                   | COM           | 714290103 | 457,139     | 14,389 | X | 28-11135  | 14389 |
|      | P T TELEKOMUNIKASI INDONESIA | SPONSORED ADR | 715684106 | 5,515       | 171    | X | 28-5284   | 171   |
|      |                              |               |           | 40,538      | 1,257  | X | X 28-5284 | 1257  |
|      |                              |               |           | 10,481      | 325    | X | 28-11135  | 325   |
|      | PETRO-CDA                    | COM           | 71644E102 | 5,575       | 100    | X | 28-5284   | 100   |
|      |                              |               |           | 5,575       | 100    | X | X 28-4580 | 100   |
|      | PETROCHINA CO LTD            | SPONSORED ADR | 71646E100 | 113,397     | 880    | X | 28-5284   | 880   |
|      |                              |               |           | 486,447     | 3,775  | X | X 28-5284 | 3775  |
|      |                              |               |           | 3,866       | 30     | X | 28-11135  | 30    |
|      |                              |               |           | 35,437      | 275    | X | 28-4580   | 275   |
|      | COLUMN TOTAL                 |               |           | 264,780,819 |        |   |           |       |

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|------------------------------|----------------|----------------|-----|-------------|-----------|------------|-----------|----------|
| VOTING AUTHORITY             |                | CUSIP          |     | FAIR MARKET | SHARES OR | INVESTMENT |           | MANAGERS |
| ITEM 1:                      |                | ITEM 2:        |     | VALUE       | PRINCIPAL | (B) SHARED |           | (A) SOLE |
| NAME OF ISSUER               |                | TITLE OF CLASS |     | AMOUNT      | (A) SOLE  | (C) OTH    | INSTR V   | (A) SOLE |
| (B) SHARED                   | (C) NONE       | NUMBER         |     |             |           |            |           |          |
| <S>                          | <C>            | <C>            | <C> | <C>         | <C>       | <C>        | <C>       | <C>      |
| PETROBRAS ENERGIA PARTCPTNS  | SP ADR B SHS   | 71646M102      |     | 6,000       | 500       | X          | 28-5284   | 500      |
|                              |                |                |     | 75,228      | 6,269     | X          | X 28-5284 | 4269     |
| 2000                         |                |                |     | 35,288      | 762       | X          | 28-5284   | 762      |
| PETROHAWK ENERGY CORP        | COM            | 716495106      |     | 46,310      | 1,000     | X          | X 28-5284 | 1000     |
| PETROLEO BRASILEIRO SA PETRO | SP ADR NON VTG | 71654V101      |     | 5,679       | 98        | X          | 28-5284   | 98       |
|                              |                |                |     | 1,739       | 30        | X          | X 28-5284 | 30       |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR  | 71654V408      |     | 233,668     | 3,299     | X          | 28-5284   | 3299     |
|                              |                |                |     | 325,110     | 4,590     | X          | X 28-5284 | 4390     |
| 200                          |                |                |     | 247,409     | 3,493     | X          | 28-11135  | 3493     |
| PETROLEUM & RES CORP         | COM            | 716549100      |     | 185,083     | 4,246     | X          | 28-5284   | 4246     |
|                              |                |                |     | 28,246      | 648       | X          | X 28-5284 | 648      |
| PETSMART INC                 | COM            | 716768106      |     | 250,772     | 12,570    | X          | 28-5284   | 12570    |
|                              |                |                |     | 330,532     | 16,568    | X          | X 28-5284 | 8783     |
| 7785                         |                |                |     | 101,032,784 | 5,783,216 | X          | 28-5284   | 5490377  |
| PFIZER INC                   | COM            | 717081103      |     | 111,333,602 | 6,372,845 | X          | X 28-5284 | 5594185  |
| 292839                       |                |                |     | 1,249,140   | 71,502    | X          | 28-11135  | 71502    |
|                              |                |                |     | 1,275,100   | 72,988    | X          | 28-4580   | 72988    |
| 74372 704288                 |                |                |     | 1,875,632   | 107,363   | X          | X 28-4580 | 106107   |
| 1256                         |                |                |     | 1,445,292   | 304,272   | X          | X 28-5284 |          |
| PFSWEB INC                   | COM NEW        | 717098206      |     | 20,241      | 300       | X          | 28-5284   | 300      |
| 304272                       |                |                |     | 6,747       | 100       | X          | X 28-5284 | 100      |
| PHARMACEUTICAL HLDRS TR      | DEPOSITRY RCPT | 71712A206      |     | 1,299,055   | 30,281    | X          | 28-5284   | 19988    |
| PHARMACEUTICAL PROD DEV INC  | COM            | 717124101      |     | 632,346     | 14,740    | X          | X 28-5284 | 11230    |
| 10293                        |                |                |     | 5,577       | 130       | X          | 28-11135  | 130      |
| 3510                         |                |                |     | 137,349     | 352,178   | X          | X 28-5284 |          |
| PHARMOS CORP                 | COM PAR \$.03  | 717139307      |     | 1,491       | 66        | X          | 28-5284   | 66       |
| 352178                       |                |                |     | 1,762       | 78        | X          | X 28-5284 | 78       |
| PHARMERICA CORP              | COM            | 71714F104      |     | 17,155      | 505       | X          | 28-5284   | 45       |
| PHILADELPHIA CONS HLDG CORP  | COM            | 717528103      |     | 68          | 2         | X          | X 28-5284 | 2        |
| 460                          |                |                |     | 14,947      | 440       | X          | 28-11135  | 440      |
|                              | COLUMN TOTAL   |                |     | 222,119,352 |           |            |           |          |





|                              |     |           |            |        |   |           |       |
|------------------------------|-----|-----------|------------|--------|---|-----------|-------|
| POST PPTYS INC               | COM | 737464107 | 133,786    | 4,497  | X | 28-5284   | 4497  |
|                              |     |           | 64,855     | 2,180  | X | X 28-5284 | 2180  |
|                              |     |           | 1,012      | 34     | X | 28-11135  | 34    |
| POTASH CORP SASK INC<br>2202 | COM | 73755L107 | 7,108,070  | 31,098 | X | 28-5284   | 28896 |
| 3850                         |     |           | 3,060,095  | 13,388 | X | X 28-5284 | 9538  |
|                              |     |           | 13,028     | 57     | X | 28-11135  | 57    |
|                              |     |           | 319,312    | 1,397  | X | 28-4580   | 1397  |
|                              |     |           | 65,828     | 288    | X | X 28-4580 | 288   |
| POTLATCH CORP NEW            | COM | 737630103 | 1,534      | 34     | X | 28-5284   | 34    |
|                              |     |           | 18,048     | 400    | X | X 28-5284 | 400   |
| POWER-ONE INC                | COM | 739308104 | 1,890      | 1,000  | X | 28-5284   | 1000  |
| COLUMN TOTAL                 |     |           | 15,210,602 |        |   |           |       |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                      |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:<br>INVESTMENT |         | ITEM 7:        |
|------------------------------|----------------|----------------|-------------|-----------|------------|-----------------------|---------|----------------|
| VOTING AUTHORITY             |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |                       |         | MANAGERS       |
| ITEM 1:                      | ITEM 2:        | NUMBER         | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE              | (C) OTH | INSTR V        |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS |             | AMOUNT    |            |                       |         | (A) SOLE       |
| (B) SHARED                   | (C) NONE       |                |             |           |            |                       |         |                |
| <S>                          | <C>            | <C>            | <C>         | <C>       | <C>        | <C>                   | <C>     | <C>            |
| POWERSHARES QQQ TRUST        | UNIT SER 1     | 73935A104      | 12,774,166  | 282,802   | X          |                       |         | 28-5284 281523 |
| 1279                         |                |                | 4,924,885   | 109,030   | X          | X                     |         | 28-5284 105555 |
| 3475                         |                |                | 148,383     | 3,285     | X          |                       |         | 28-4580 3285   |
|                              |                |                | 184,158     | 4,077     | X          | X                     |         | 28-4580 4077   |
| POWERSHARES DB CMDTY IDX TRA | UNIT BEN INT   | 73935S105      | 47,870      | 1,069     | X          |                       |         | 28-5284 1069   |
|                              |                |                | 88,037      | 1,966     | X          | X                     |         | 28-5284 1966   |
|                              |                |                | 89,426      | 1,997     | X          | X                     |         | 28-4580 1997   |
| POWERSHARES ETF TRUST        | WILDERHILL PRO | 73935X161      | 58,580      | 2,000     | X          |                       |         | 28-5284 2000   |
| POWERSHARES ETF TRUST        | CLEANTECH PORT | 73935X278      | 10,295      | 310       | X          |                       |         | 28-5284 310    |
| POWERSHARES ETF TRUST        | GOLDEN DRG USX | 73935X401      | 54,166      | 2,185     | X          | X                     |         | 28-5284 2185   |
| POWERSHARES ETF TRUST        | WNRHLL CLN EN  | 73935X500      | 103,029     | 5,270     | X          |                       |         | 28-5284 5270   |
|                              |                |                | 251,706     | 12,875    | X          | X                     |         | 28-5284 12175  |
| 700                          |                |                |             |           |            |                       |         |                |
| POWERSHARES ETF TRUST        | WATER RESOURCE | 73935X575      | 107,174     | 5,175     | X          |                       |         | 28-5284 5175   |
|                              |                |                | 795,471     | 38,410    | X          | X                     |         | 28-5284 34810  |
| 3600                         |                |                |             |           |            |                       |         |                |
| POWERSHARES ETF TRUST        | FTSE RAFI 1000 | 73935X583      | 4,326,508   | 88,840    | X          |                       |         | 28-5284 88840  |
|                              |                |                | 4,835,472   | 99,291    | X          | X                     |         | 28-5284 19291  |
| 80000                        |                |                |             |           |            |                       |         |                |
|                              |                |                | 348,254     | 7,151     | X          |                       |         | 28-4580 7151   |
|                              |                |                | 108,552     | 2,229     | X          | X                     |         | 28-4580 2229   |
| POWERSHARES ETF TRUST        | DYNM LRG CP GR | 73935X609      | 48,538      | 2,867     | X          |                       |         | 28-5284 2867   |
| POWERSHARES ETF TRUST        | DYN OIL SVCS   | 73935X625      | 12,410      | 370       | X          | X                     |         | 28-5284 370    |
| POWERSHARES ETF TRUST        | DYN BLDG CNSTR | 73935X666      | 13,184      | 800       | X          | X                     |         | 28-5284 800    |
| POWERSHARES ETF TRUST        | VAL LINE TIME  | 73935X682      | 16,960      | 1,000     | X          |                       |         | 28-5284 1000   |
| POWERSHARES ETF TRUST        | DYNM LRG CP VL | 73935X708      | 45,309      | 2,544     | X          |                       |         | 28-5284 2544   |
| POWERSHARES ETF TRUST        | INTL DIV ACHV  | 73935X716      | 58,032      | 3,318     | X          |                       |         | 28-5284 3318   |
|                              |                |                | 62,299      | 3,562     | X          | X                     |         | 28-5284 2562   |
| 1000                         |                |                |             |           |            |                       |         |                |
| POWERSHARES ETF TRUST        | DYN SFTWR PORT | 73935X773      | 19,239      | 1,100     | X          | X                     |         | 28-4580 1100   |
|                              |                |                | 8,705       | 500       | X          |                       |         | 28-5284 500    |
| COLUMN TOTAL                 |                |                | 29,540,808  |           |            |                       |         |                |

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ITEM 5: ITEM 6:  
INVESTMENT

| ITEM 8:          |                              | ITEM 3:        | ITEM 4:     | SHARES OR   | DISCRETION | ITEM 7:    |          |          |          |
|------------------|------------------------------|----------------|-------------|-------------|------------|------------|----------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | PRINCIPAL   | (B) SHARED | MANAGERS   |          |          |          |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | CUSIP       | FAIR MARKET | PRINCIPAL  | (B) SHARED | MANAGERS |          |          |
| (B) SHARED       | (C) NONE                     | TITLE OF CLASS | NUMBER      | VALUE       | AMOUNT     | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE |
| <S>              | <C>                          | <C>            | <C>         | <C>         | <C>        | <C>        | <C>      | <C>      | <C>      |
|                  |                              |                |             |             |            |            |          |          |          |
|                  | POWERSHARES ETF TRUST        | DYNM MC GRWTH  | 73935X807   | 15,086      | 692        | X          |          | 28-5284  | 692      |
|                  |                              |                |             | 26,160      | 1,200      | X          | X        | 28-5284  | 1200     |
|                  | POWERSHARES ETF TRUST        | DYN BIOT & GEN | 73935X856   | 18,479      | 1,075      | X          |          | 28-5284  | 1075     |
|                  | POWERSHARES ETF TRUST        | DYNM SM CP VAL | 73935X864   | 8,430       | 581        | X          |          | 28-5284  | 581      |
|                  | POWERSHARES ETF TRUST        | DYNM SM CP GRW | 73935X872   | 11,939      | 786        | X          |          | 28-5284  | 786      |
|                  | POWERSHARES ETF TRUST        | DYMN MC VAL    | 73935X880   | 11,337      | 718        | X          |          | 28-5284  | 718      |
|                  | POWERSHARES DB G10 CURCY HAR | COM UT BEN INT | 73935Y102   | 9,457       | 350        | X          |          | 28-5284  | 350      |
|                  | POWERSHS DB MULTI SECT COMM  | DB ENERGY FUND | 73936B101   | 5,455       | 100        | X          |          | 28-5284  | 100      |
|                  | POWERSHS DB MULTI SECT COMM  | DB AGRICULT FD | 73936B408   | 860,382     | 21,150     | X          |          | 28-5284  | 21150    |
|                  | POWERSHS DB US DOLLAR INDEX  | DOLL INDX BULL | 73936D107   | 6,747       | 300        | X          |          | 28-5284  | 300      |
|                  |                              |                |             | 9,941       | 442        | X          | X        | 28-5284  | 442      |
|                  | POWERSHS DB US DOLLAR INDEX  | DOLL INDX BEAR | 73936D206   | 39,905      | 1,355      | X          |          | 28-5284  | 1355     |
|                  | POWERSHARES GLOBAL ETF TRUST | GBL CLEAN ENER | 73936T615   | 208,240     | 7,600      | X          | X        | 28-5284  | 7600     |
|                  | POWERSHARES GLOBAL ETF TRUST | GBL WTR PORT   | 73936T623   | 300,162     | 13,961     | X          | X        | 28-5284  | 7461     |
|                  | 6500                         |                |             |             |            |            |          |          |          |
|                  | POWERWAVE TECHNOLOGIES INC   | COM            | 739363109   | 21,250      | 5,000      | X          |          | 28-5284  | 5000     |
|                  | POWERSHARES ETF TR II        | GLB NUCLR ENRG | 73937B100   | 2,750       | 100        | X          | X        | 28-4580  | 100      |
|                  | POZEN INC                    | COM            | 73941U102   | 3,264       | 300        | X          | X        | 28-5284  | 300      |
|                  | PRAXAIR INC                  | COM            | 74005P104   | 61,830,487  | 656,096    | X          |          | 28-5284  | 621910   |
|                  | 34186                        |                |             |             |            |            |          |          |          |
|                  |                              |                |             | 26,724,014  | 283,574    | X          | X        | 28-5284  | 259707   |
| 2894             | 20973                        |                |             |             |            |            |          |          |          |
|                  |                              |                |             | 515,587     | 5,471      | X          |          | 28-11135 | 5471     |
|                  |                              |                |             | 1,358,187   | 14,412     | X          |          | 28-4580  | 14063    |
| 349              |                              |                |             |             |            |            |          |          |          |
|                  |                              |                |             | 674,381     | 7,156      | X          | X        | 28-4580  | 7156     |
|                  | PRE PAID LEGAL SVCS INC      | COM            | 740065107   | 3,250       | 80         | X          |          | 28-5284  |          |
|                  | 80                           |                |             |             |            |            |          |          |          |
|                  | COLUMN TOTAL                 |                |             | 92,664,890  |            |            |          |          |          |

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| ITEM 8:          |                           | ITEM 3:        | ITEM 4:     | SHARES OR   | DISCRETION | ITEM 7:    |          |          |          |
|------------------|---------------------------|----------------|-------------|-------------|------------|------------|----------|----------|----------|
| VOTING AUTHORITY |                           | CUSIP          | FAIR MARKET | PRINCIPAL   | (B) SHARED | MANAGERS   |          |          |          |
| (SHARES)         | ITEM 1:                   | ITEM 2:        | CUSIP       | FAIR MARKET | PRINCIPAL  | (B) SHARED | MANAGERS |          |          |
| (B) SHARED       | (C) NONE                  | TITLE OF CLASS | NUMBER      | VALUE       | AMOUNT     | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE |
| <S>              | <C>                       | <C>            | <C>         | <C>         | <C>        | <C>        | <C>      | <C>      | <C>      |
|                  |                           |                |             |             |            |            |          |          |          |
|                  | PRECISION CASTPARTS CORP  | COM            | 740189105   | 23,104,997  | 239,753    | X          |          | 28-5284  | 220600   |
|                  | 19153                     |                |             | 9,972,271   | 103,479    | X          | X        | 28-5284  | 96945    |
| 1715             | 4819                      |                |             |             |            |            |          |          |          |
|                  |                           |                |             | 1,303,115   | 13,522     | X          |          | 28-11135 | 13522    |
|                  |                           |                |             | 453,614     | 4,707      | X          |          | 28-4580  | 4415     |
| 292              |                           |                |             |             |            |            |          |          |          |
|                  | PRECISION DRILLING TR     | TR UNIT        | 740215108   | 97,719      | 1,014      | X          | X        | 28-4580  | 1014     |
|                  | 800                       |                |             | 62,652      | 2,300      | X          |          | 28-5284  | 1500     |
|                  |                           |                |             | 37,864      | 1,390      | X          | X        | 28-5284  | 1390     |
|                  | PRESIDENTIAL LIFE CORP    | COM            | 740884101   | 2,159       | 140        | X          |          | 28-5284  |          |
|                  | 140                       |                |             |             |            |            |          |          |          |
|                  | PRESSTK INC               | COM            | 741113104   | 14,880      | 3,000      | X          | X        | 28-5284  |          |
|                  | 3000                      |                |             |             |            |            |          |          |          |
|                  | PRESTIGE BRANDS HLDGS INC | COM            | 74112D101   | 1,535       | 144        | X          |          | 28-5284  | 144      |
|                  |                           |                |             | 1,172,600   | 110,000    | X          | X        | 28-5284  | 110000   |
|                  |                           |                |             | 162,448     | 15,239     | X          |          | 28-11135 | 15239    |
|                  |                           |                |             | 63,960      | 6,000      | X          |          | 28-4580  |          |
| 6000             |                           |                |             |             |            |            |          |          |          |
|                  | PRICE T ROWE GROUP INC    | COM            | 74144T108   | 13,020,288  | 230,570    | X          |          | 28-5284  | 209920   |



|                                    |         |           |  |             |           |   |   |          |         |
|------------------------------------|---------|-----------|--|-------------|-----------|---|---|----------|---------|
| 20650                              |         |           |  | 34,976,445  | 619,381   | X | X | 28-5284  | 578403  |
| 40978                              |         |           |  | 29,477      | 522       | X |   | 28-11135 | 522     |
|                                    |         |           |  | 1,274,528   | 22,570    | X | X | 28-4580  | 22570   |
| PRICELINE COM INC<br>2508          | COM NEW | 741503403 |  | 289,574     | 2,508     | X |   | 28-5284  |         |
|                                    |         |           |  | 7,851       | 68        | X | X | 28-5284  | 68      |
| PRIDE INTL INC DEL                 | COM     | 74153Q102 |  | 4,729       | 100       | X |   | 28-5284  | 100     |
|                                    |         |           |  | 4,729       | 100       | X | X | 28-5284  | 100     |
|                                    |         |           |  | 2,081       | 44        | X |   | 28-11135 | 44      |
| PRINCIPAL FINANCIAL GROUP IN COM   | COM     | 74251V102 |  | 299,792     | 7,143     | X |   | 28-5284  | 7143    |
|                                    |         |           |  | 568,190     | 13,538    | X | X | 28-5284  | 7138    |
| 6400                               |         |           |  |             |           |   |   |          |         |
| PROCTER & GAMBLE CO<br>1050 259563 | COM     | 742718109 |  | 498,768,424 | 8,202,079 | X |   | 28-5284  | 7941466 |
|                                    |         |           |  | 371,687,200 | 6,112,271 | X | X | 28-5284  | 5171879 |
| 30579 909813                       |         |           |  | 1,600,580   | 26,321    | X |   | 28-11135 | 26321   |
|                                    |         |           |  | 7,296,531   | 119,989   | X |   | 28-4580  | 119553  |
| 436                                |         |           |  | 4,367,192   | 71,817    | X | X | 28-4580  | 71517   |
| 300                                |         |           |  |             |           |   |   |          |         |
| PRIVATEBANCORP INC<br>COLUMN TOTAL | COM     | 742962103 |  | 42,532      | 1,400     | X | X | 28-5284  | 1400    |
| </TABLE>                           |         |           |  | 970,689,957 |           |   |   |          |         |

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| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:             |                | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT |          | ITEM 7:<br>MANAGERS<br>INSTR V<br>(A) SOLE |
|--|---------------------|----------------|----------------------------|---------------------------------|---|-----------------------|----------|--|
|  | NAME OF ISSUER      | TITLE OF CLASS |                            |                                 |   | (B) SHARED            | (C) OTH  |  |
|  | (B) SHARED (C) NONE |                |                            |                                 |   |                       |          |  |
| <S>  | <C>                 | <C>            | <C>                        | <C>                             | <C>   | <C>                   | <C>      | <C>  |
| PROGENICS PHARMACEUTICALS IN COM                               |                     | 743187106      | 794                        | 50                              | X   |                       | 28-5284  | 50   |
|  |                     |                | 33,327                     | 2,100                           | X   | X                     | 28-5284  | 2100                                       |
| PROGRESS ENERGY INC<br>11960                                   | COM                 | 743263105      | 1,758,784                  | 42,046                          | X   |                       | 28-5284  | 30086                                      |
|  |                     |                | 1,800,112                  | 43,034                          | X   | X                     | 28-5284  | 33100                                      |
| 9934   |                     |                | 779,126                    | 18,626                          | X   |                       | 28-11135 | 18626                                      |
|  |                     |                | 154,771                    | 3,700                           | X   |                       | 28-4580  | 3700                                       |
| PROGRESS SOFTWARE CORP<br>330                                  | COM                 | 743312100      | 8,438                      | 330                             | X   |                       | 28-5284  |  |
|  |                     |                | 56,254                     | 2,200                           | X   |                       | 28-11135 | 2200                                       |
| PROGRESSIVE CORP OHIO<br>23700                                 | COM                 | 743315103      | 1,463,979                  | 78,204                          | X   |                       | 28-5284  | 54504                                      |
|  |                     |                | 943,806                    | 50,417                          | X   | X                     | 28-5284  | 10376                                      |
| 4360 35681   |                     |                |                            |                                 |   |                       |          |  |
| PROLOGIS<br>2085   | SH BEN INT          | 743410102      | 3,969,778                  | 73,041                          | X   |                       | 28-5284  | 70956                                      |
|  |                     |                | 1,407,176                  | 25,891                          | X   | X                     | 28-5284  | 24931                                      |
| 960  |                     |                |                            |                                 |   |                       |          |  |
| PROSHARES TR   | ULTRA QQQ PSHS      | 74347R206      | 44,010                     | 600                             | X   | X                     | 28-5284  | 600  |
| PROSHARES TR   | ULTRASHRT O&G       | 74347R586      | 76,471                     | 2,863                           | X   |                       | 28-5284  | 2863                                       |
|  |                     |                | 9,349                      | 350                             | X   | X                     | 28-5284  | 350  |
| PROSHARES TR   | ULTRASHRT FINL      | 74347R628      | 2,741,025                  | 17,500                          | X   |                       | 28-5284  | 17500                                      |
|  |                     |                | 3,132,600                  | 20,000                          | X   | X                     | 28-5284  | 20000                                      |
|  |                     |                | 7,832                      | 50                              | X   | X                     | 28-4580  | 50   |
| PROSHARES TR   | ULTRA FINL PRO      | 74347R743      | 68,476                     | 3,400                           | X   |                       | 28-5284  | 3400                                       |
| PROSHARES TR   | ULTSHT RUS2000      | 74347R834      | 23,640                     | 300                             | X   | X                     | 28-5284  | 300  |
| PROSHARES TR   | ULTRASHT DOW30      | 74347R867      | 63,130                     | 978                             | X   |                       | 28-5284  | 978  |
| PROSHARES TR   | ULTRASHORT QQQ      | 74347R875      | 22,415                     | 500                             | X   | X                     | 28-5284  | 500  |
| PROSHARES TR   | ULTRASHT SP500      | 74347R883      | 4,145,207                  | 62,175                          | X   |                       | 28-5284  | 62175                                      |
|  |                     |                | 2,026,768                  | 30,400                          | X   | X                     | 28-5284  | 30400                                      |
| PROTECTION ONE INC<br>1000                                     | COM NEW             | 743663403      | 8,400                      | 1,000                           | X   | X                     | 28-5284  |  |
| PROTECTIVE LIFE CORP<br>2600                                   | COM                 | 743674103      | 232,980                    | 6,123                           | X   |                       | 28-5284  | 3523                                       |
|  |                     |                | 271,563                    | 7,137                           | X   | X                     | 28-5284  | 4387                                       |





|  |         |           |                  |                 |        |                      |               |
|--|---------|-----------|------------------|-----------------|--------|----------------------|---------------|
| QWEST COMMUNICATIONS INTL IN COM<br>40 |         | 749121109 | 19,640<br>71,526 | 2,000<br>18,200 | X<br>X | X 28-5284<br>28-5284 | 2000<br>18160 |
| 138345                                 |         |           | 662,181          | 168,494         | X      | X 28-5284            | 30149         |
| RCN CORP<br>32756                      | COM NEW | 749361200 | 1,651<br>353,110 | 420<br>32,756   | X<br>X | 28-4580<br>X 28-5284 | 420           |
| RGC RES INC<br>850                     | COM     | 74955L103 | 23,809           | 850             | X      | X 28-5284            |               |
| R H DONNELLEY CORP                     | COM NEW | 74955W307 | 270<br>120       | 90<br>40        | X<br>X | 28-5284<br>X 28-5284 | 90<br>40      |
| RLI CORP<br>160                        | COM     | 749607107 | 7,915            | 160             | X      | 28-5284              |               |
| 100                                    |         |           | 4,947            | 100             | X      | X 28-5284            |               |
| RPM INTL INC<br>35200                  | COM     | 749685103 | 807,520          | 39,200          | X      | 28-5284              | 4000          |
| 30370                                  |         |           | 1,057,089        | 51,315          | X      | X 28-5284            | 20945         |
|  |         |           | 25,853<br>28,840 | 1,255<br>1,400  | X<br>X | 28-4580<br>X 28-4580 | 1255<br>1400  |
| RTI INTL METALS INC<br>190             | COM     | 74973W107 | 11,220           | 315             | X      | 28-5284              | 125           |
| RF MICRODEVICES INC                    | COM     | 749941100 | 998<br>1,972     | 344<br>680      | X<br>X | 28-5284<br>28-4580   | 344<br>680    |
| RADIAN GROUP INC<br>1557               | COM     | 750236101 | 2,545            | 1,755           | X      | 28-5284              | 198           |
| COLUMN TOTAL                           |         |           | 20,279,583       |                 |        |                      |               |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:          |              | ITEM 5:   |         | ITEM 6:              |          | ITEM 7:     |     |
|------------------|------------------------------|----------------|-----------|------------------|--------------|-----------|---------|----------------------|----------|-------------|-----|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET      |              | SHARES OR |         | DISCRETION           |          | MANAGERS    |     |
| ITEM 1:          |                              | ITEM 2:        |           |                  |              | PRINCIPAL |         | (B) SHARED           |          | (A) SOLE    |     |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE            | AMOUNT       | (A) SOLE  | (C) OTH | INSTR V              | (A) SOLE |             |     |
| (B) SHARED       | (C) NONE                     |                |           |                  |              |           |         |                      |          |             |     |
| <S>              | <C>                          | <C>            | <C>       | <C>              | <C>          | <C>       | <C>     | <C>                  | <C>      | <C>         | <C> |
|                  | RADIANT SYSTEMS INC<br>170   | COM            | 75025N102 | 1,824            | 170          | X         |         | 28-5284              |          |             |     |
|                  | RADIOSHACK CORP              | COM            | 750438103 | 2,454<br>73,620  | 200<br>6,000 | X<br>X    |         | 28-5284<br>X 28-5284 |          | 200<br>6000 |     |
|                  | RADISYS CORP<br>170          | COM            | 750459109 | 1,540            | 170          | X         |         | 28-5284              |          |             |     |
|                  | RAINIER PAC FINL GROUP INC   | COM            | 75087U101 | 14,325           | 1,500        | X         |         | 28-5284              |          | 1500        |     |
|                  | RALCORP HLDGS INC NEW<br>220 | COM            | 751028101 | 10,877           | 220          | X         |         | 28-5284              |          |             |     |
|                  |                              |                |           | 72,825           | 1,473        | X         | X       | 28-5284              |          | 1473        |     |
|                  | RAMCO-GERSHENSON PPTYS TR    | COM SH BEN INT | 751452202 | 30,810           | 1,500        | X         |         | 28-5284              |          | 1500        |     |
|                  | RANDGOLD RES LTD             | ADR            | 752344309 | 33,065           | 716          | X         |         | 28-5284              |          | 716         |     |
|                  | RANGE RES CORP               | COM            | 75281A109 | 55,250<br>21,169 | 843<br>323   | X<br>X    |         | 28-5284<br>X 28-5284 |          | 843<br>323  |     |
|                  |                              |                |           | 30,607           | 467          | X         |         | 28-11135             |          | 467         |     |
|                  | RAVEN INDS INC<br>5800       | COM            | 754212108 | 210,284          | 6,415        | X         | X       | 28-5284              |          | 615         |     |
|                  | RAYMOND JAMES FINANCIAL INC  | COM            | 754730109 | 871<br>50,141    | 33<br>1,900  | X<br>X    |         | 28-5284<br>X 28-5284 |          | 33<br>1900  |     |
|                  |                              |                |           | 3,747            | 142          | X         |         | 28-11135             |          | 142         |     |
|                  | RAYONIER INC<br>2597         | COM            | 754907103 | 279,684          | 6,587        | X         |         | 28-5284              |          | 3990        |     |
|                  | 11639                        |                |           | 929,110          | 21,882       | X         | X       | 28-5284              |          | 10243       |     |
|                  | RAYTHEON CO                  | *W EXP 06/16/2 | 755111119 | 98,579<br>6,878  | 5,045<br>352 | X<br>X    |         | 28-5284<br>X 28-5284 |          | 5045        |     |
|                  | 352                          |                |           | 7,904,807        | 140,455      | X         |         | 28-5284              |          | 133798      |     |
|                  | RAYTHEON CO<br>6657          | COM NEW        | 755111507 | 17,934,016       | 318,657      | X         | X       | 28-5284              |          | 310106      |     |
|                  | 400                          | 8151           |           | 1,280,370        | 22,750       | X         |         | 28-11135             |          | 22750       |     |

|                    |     |           |            |        |   |           |       |
|--------------------|-----|-----------|------------|--------|---|-----------|-------|
|                    |     |           | 64,047     | 1,138  | X | 28-4580   | 1138  |
|                    |     |           | 250,671    | 4,454  | X | X 28-4580 | 3404  |
| 1050               |     |           |            |        |   |           |       |
| REALTY INCOME CORP | COM | 756109104 | 99,370     | 4,366  | X | 28-5284   | 4366  |
|                    |     |           | 604,506    | 26,560 | X | X 28-5284 | 26060 |
| 500                |     |           |            |        |   |           |       |
| RED HAT INC        | COM | 756577102 | 93,105     | 4,500  | X | 28-5284   | 4500  |
|                    |     |           | 22,759     | 1,100  | X | X 28-5284 | 1100  |
| COLUMN TOTAL       |     |           | 30,181,311 |        |   |           |       |

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| ITEM 8:                      |               | ITEM 3:        |           | ITEM 4:     |     | ITEM 5:   |        | ITEM 6:          |     | ITEM 7:          |     |
|------------------------------|---------------|----------------|-----------|-------------|-----|-----------|--------|------------------|-----|------------------|-----|
| VOTING AUTHORITY             |               | CUSIP          |           | FAIR MARKET |     | SHARES OR |        | DISCRETION       |     | MANAGERS         |     |
| ITEM 1:                      |               | ITEM 2:        |           | NUMBER      |     | PRINCIPAL |        | (B) SHARED       |     | (A) SOLE         |     |
| NAME OF ISSUER               |               | TITLE OF CLASS |           | VALUE       |     | AMOUNT    |        | (A) SOLE (C) OTH |     | INSTR V (A) SOLE |     |
| (B) SHARED (C) NONE          |               |                |           |             |     |           |        |                  |     |                  |     |
| <S>                          | <C>           | <C>            | <C>       | <C>         | <C> | <C>       | <C>    | <C>              | <C> | <C>              | <C> |
| REDDY ICE HLDGS INC          | COM           | 75734R105      | 5,089     | 372         | X   | 28-5284   | 372    |                  |     |                  |     |
|                              |               |                | 1,655     | 121         | X   | X 28-5284 | 121    |                  |     |                  |     |
| REDWOOD TR INC               | COM           | 758075402      | 268,238   | 11,770      | X   | X 28-5284 | 6875   |                  |     |                  |     |
| 4895                         |               |                |           |             |     |           |        |                  |     |                  |     |
| REED ELSEVIER N V            | SPONS ADR NEW | 758204200      | 18,335    | 547         | X   | 28-5284   | 547    |                  |     |                  |     |
|                              |               |                | 14,045    | 419         | X   | X 28-5284 | 419    |                  |     |                  |     |
|                              |               |                | 365,971   | 10,918      | X   | 28-11135  | 10918  |                  |     |                  |     |
| REED ELSEVIER P L C          | SPONS ADR NEW | 758205207      | 11,160    | 245         | X   | 28-5284   | 245    |                  |     |                  |     |
|                              |               |                | 788,607   | 17,313      | X   | X 28-5284 | 17313  |                  |     |                  |     |
| RENEGY HOLDINGS INC          | COM           | 75845J109      | 406       | 107         | X   | 28-5284   | 107    |                  |     |                  |     |
| REGAL BELOIT CORP            | COM           | 758750103      | 10,985    | 260         | X   | 28-5284   |        |                  |     |                  |     |
| 260                          |               |                |           |             |     |           |        |                  |     |                  |     |
|                              |               |                | 3,338     | 79          | X   | 28-11135  | 79     |                  |     |                  |     |
| REGAL ENTMT GROUP            | CL A          | 758766109      | 288,792   | 18,900      | X   | 28-5284   |        |                  |     |                  |     |
| 18900                        |               |                |           |             |     |           |        |                  |     |                  |     |
|                              |               |                | 26,526    | 1,736       | X   | X 28-5284 | 1736   |                  |     |                  |     |
| REGENCY CTRS CORP            | COM           | 758849103      | 857,240   | 14,500      | X   | 28-5284   | 14500  |                  |     |                  |     |
|                              |               |                | 62,667    | 1,060       | X   | X 28-5284 | 1060   |                  |     |                  |     |
| REGENERON PHARMACEUTICALS    | COM           | 75886F107      | 7,220     | 500         | X   | 28-5284   |        |                  |     |                  |     |
| 500                          |               |                |           |             |     |           |        |                  |     |                  |     |
| REGENT COMMUNICATIONS INC DE | COM           | 758865109      | 233,966   | 261,123     | X   | X 28-5284 |        |                  |     |                  |     |
| 261123                       |               |                |           |             |     |           |        |                  |     |                  |     |
| REGIS CORP MINN              | COM           | 758932107      | 1,397     | 53          | X   | 28-5284   | 53     |                  |     |                  |     |
|                              |               |                | 2,240     | 85          | X   | X 28-5284 |        |                  |     |                  |     |
| 85                           |               |                |           |             |     |           |        |                  |     |                  |     |
| REGIONS FINANCIAL CORP NEW   | COM           | 7591EP100      | 1,380,922 | 126,574     | X   | 28-5284   | 70320  |                  |     |                  |     |
| 56254                        |               |                |           |             |     |           |        |                  |     |                  |     |
|                              |               |                | 1,047,818 | 96,042      | X   | X 28-5284 | 80742  |                  |     |                  |     |
| 15300                        |               |                |           |             |     |           |        |                  |     |                  |     |
|                              |               |                | 2,037,988 | 186,800     | X   | 28-1500   | 186800 |                  |     |                  |     |
| REHABCARE GROUP INC          | COM           | 759148109      | 1,924     | 120         | X   | 28-5284   |        |                  |     |                  |     |
| 120                          |               |                |           |             |     |           |        |                  |     |                  |     |
|                              |               |                | 705       | 44          | X   | 28-11135  | 44     |                  |     |                  |     |
| REINSURANCE GROUP AMER INC   | COM           | 759351109      | 55,575    | 1,277       | X   | 28-5284   |        |                  |     |                  |     |
| 1277                         |               |                |           |             |     |           |        |                  |     |                  |     |
|                              |               |                | 12,795    | 294         | X   | 28-11135  | 294    |                  |     |                  |     |
| RELIANT ENERGY INC           | COM           | 75952B105      | 62,959    | 2,960       | X   | 28-5284   | 2960   |                  |     |                  |     |
|                              |               |                | 101,033   | 4,750       | X   | X 28-5284 | 4750   |                  |     |                  |     |
|                              |               |                | 4,871     | 229         | X   | 28-11135  | 229    |                  |     |                  |     |
| COLUMN TOTAL                 |               |                | 7,674,467 |             |     |           |        |                  |     |                  |     |

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|                              |     |           |            |         |   |           |       |
|------------------------------|-----|-----------|------------|---------|---|-----------|-------|
|                              |     |           | 898,564    | 20,548  | X | X 28-5284 | 20548 |
|                              |     |           | 10,933     | 250     | X | X 28-4580 | 250   |
| ROCKWELL COLLINS INC<br>3212 | COM | 774341101 | 3,687,836  | 76,894  | X | 28-5284   | 73682 |
|                              |     |           | 2,824,988  | 58,903  | X | X 28-5284 | 55398 |
| 100 3405                     |     |           | 7,194      | 150     | X | 28-4580   | 150   |
| ROGERS CORP<br>150           | COM | 775133101 | 5,639      | 150     | X | 28-5284   |       |
| ROHM & HAAS CO<br>6135       | COM | 775371107 | 2,852,298  | 61,419  | X | 28-5284   | 55284 |
|                              |     |           | 4,781,695  | 102,965 | X | X 28-5284 | 93038 |
| 9927                         |     |           | 3,437      | 74      | X | 28-11135  | 74    |
|                              |     |           | 199,692    | 4,300   | X | X 28-4580 | 4300  |
| ROLLINS INC                  | COM | 775711104 | 16,006     | 1,080   | X | 28-5284   | 1080  |
|                              |     |           | 129,112    | 8,712   | X | X 28-5284 | 8712  |
| ROPER INDS INC NEW           | COM | 776696106 | 790,560    | 12,000  | X | 28-5284   | 12000 |
|                              |     |           | 4,071,384  | 61,800  | X | X 28-5284 | 56600 |
| 5200                         |     |           | 22,926     | 348     | X | 28-11135  | 348   |
|                              |     |           | 120,429    | 1,828   | X | X 28-4580 | 1828  |
| ROSS STORES INC              | COM | 778296103 | 117,926    | 3,320   | X | 28-5284   | 3320  |
|                              |     |           | 64,078     | 1,804   | X | X 28-5284 | 1804  |
| COLUMN TOTAL                 |     |           | 21,594,235 |         |   |           |       |

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| ITEM 8:                     |     | ITEM 3:        |           | ITEM 4:     |        | ITEM 5:   |           | ITEM 6:<br>INVESTMENT |     | ITEM 7:          |     |
|-----------------------------|-----|----------------|-----------|-------------|--------|-----------|-----------|-----------------------|-----|------------------|-----|
| VOTING AUTHORITY            |     | CUSIP          |           | FAIR MARKET |        | SHARES OR |           | DISCRETION            |     | MANAGERS         |     |
| ITEM 1:                     |     | ITEM 2:        |           | NUMBER      |        | PRINCIPAL |           | (B) SHARED            |     | (A) SOLE         |     |
| NAME OF ISSUER              |     | TITLE OF CLASS |           | VALUE       |        | AMOUNT    |           | (A) SOLE (C) OTH      |     | INSTR V (A) SOLE |     |
| (B) SHARED (C) NONE         |     |                |           |             |        |           |           |                       |     |                  |     |
| <S>                         | <C> | <C>            | <C>       | <C>         | <C>    | <C>       | <C>       | <C>                   | <C> | <C>              | <C> |
| ROWAN COS INC               | <C> | COM            | 779382100 | 196,350     | 4,200  | X         | 28-5284   | 4200                  |     |                  |     |
|                             |     |                |           | 4,675       | 100    | X         | X 28-5284 | 100                   |     |                  |     |
|                             |     |                |           | 748         | 16     | X         | 28-11135  | 16                    |     |                  |     |
| ROYAL BANCSHARES PA INC     |     | CL A           | 780081105 | 5,815       | 618    | X         | X 28-5284 | 618                   |     |                  |     |
| ROYAL BK CDA MONTREAL QUE   |     | COM            | 780087102 | 89          | 2      | X         | 28-5284   | 2                     |     |                  |     |
|                             |     |                |           | 364,061     | 8,150  | X         | X 28-5284 | 4100                  |     |                  |     |
| 4050                        |     |                |           |             |        |           |           |                       |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | SP ADR PEF T   | 780097713 | 216,566     | 10,590 | X         | 28-5284   | 10590                 |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | SP ADR REP SHS | 780097721 | 72,651      | 16,935 | X         | 28-5284   | 16935                 |     |                  |     |
|                             |     |                |           | 1,171       | 273    | X         | X 28-5284 | 273                   |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | SP ADR PEF S   | 780097739 | 11,172      | 600    | X         | 28-5284   | 600                   |     |                  |     |
|                             |     |                |           | 18,620      | 1,000  | X         | X 28-5284 | 1000                  |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | ADR PEF SHS R  | 780097747 | 17,080      | 1,000  | X         | 28-5284   | 1000                  |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | ADR PEF SHS Q  | 780097754 | 7,512       | 400    | X         | 28-5284   | 400                   |     |                  |     |
|                             |     |                |           | 11,268      | 600    | X         | X 28-5284 | 600                   |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | ADR PFD SER P  | 780097762 | 57,222      | 3,300  | X         | 28-5284   | 3300                  |     |                  |     |
|                             |     |                |           | 62,424      | 3,600  | X         | X 28-5284 | 3600                  |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | ADR PEF SER N  | 780097770 | 27,150      | 1,500  | X         | 28-5284   | 1500                  |     |                  |     |
|                             |     |                |           | 43,440      | 2,400  | X         | X 28-5284 | 2400                  |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | SPON ADR F     | 780097804 | 10,805      | 500    | X         | 28-5284   | 500                   |     |                  |     |
|                             |     |                |           | 28,093      | 1,300  | X         | X 28-5284 | 1300                  |     |                  |     |
| ROYAL BK SCOTLAND GROUP PLC |     | SPON ADR SER H | 780097879 | 41,308      | 2,050  | X         | 28-5284   | 1050                  |     |                  |     |
| 1000                        |     |                |           |             |        |           |           |                       |     |                  |     |
| ROYAL DUTCH SHELL PLC       |     | SPON ADR B     | 780259107 | 20,150      | 1,000  | X         | X 28-5284 | 1000                  |     |                  |     |
| 517                         |     |                |           | 399,669     | 4,989  | X         | 28-5284   | 4472                  |     |                  |     |
|                             |     |                |           | 2,991,307   | 37,340 | X         | X 28-5284 | 37240                 |     |                  |     |
| 100                         |     |                |           | 4,006       | 50     | X         | 28-11135  | 50                    |     |                  |     |
|                             |     |                |           | 140,273     | 1,751  | X         | 28-4580   | 1751                  |     |                  |     |
| COLUMN TOTAL                |     |                |           | 4,753,625   |        |           |           |                       |     |                  |     |

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| ITEM 8:                  |                | ITEM 3:        |            | ITEM 4:     | ITEM 5:   | ITEM 6:    |         | ITEM 7:  |          |
|--------------------------|----------------|----------------|------------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY         |                | CUSIP          |            | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:                  |                | ITEM 2:        |            |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)                 | NAME OF ISSUER | TITLE OF CLASS | NUMBER     | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED               | (C) NONE       |                |            |             |           |            |         |          |          |
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| <C>                      | <C>            |                |            |             |           |            |         |          |          |
| ROYAL DUTCH SHELL PLC    | SPONS ADR A    | 780259206      | 32,331,503 | 395,686     | X         |            |         | 28-5284  | 387488   |
| 8198                     |                |                | 47,518,124 | 581,546     | X         | X          |         | 28-5284  | 558177   |
| 23369                    |                |                | 180,988    | 2,215       | X         |            |         | 28-11135 | 2215     |
|                          |                |                | 757,288    | 9,268       | X         |            |         | 28-4580  | 9268     |
|                          |                |                | 727,464    | 8,903       | X         | X          |         | 28-4580  | 8903     |
| ROYAL GOLD INC           | COM            | 780287108      | 19,475     | 621         | X         |            |         | 28-5284  | 621      |
| ROYCE VALUE TR INC       | COM            | 780910105      | 97,498     | 6,218       | X         |            |         | 28-5284  | 6218     |
| RUBY TUESDAY INC         | COM            | 781182100      | 33,134     | 6,136       | X         | X          |         | 28-5284  | 6136     |
| RUDDICK CORP             | COM            | 781258108      | 10,259     | 299         | X         |            |         | 28-11135 | 299      |
| RUDOLPH TECHNOLOGIES INC | COM            | 781270103      | 1,463      | 190         | X         |            |         | 28-5284  |          |
| 190                      |                |                |            |             |           |            |         |          |          |
| RURBAN FINL CORP         | COM            | 78176P108      | 646,379    | 67,897      | X         |            |         | 28-1500  | 67897    |
| RUSS BERRIE & CO         | COM            | 782233100      | 877        | 110         | X         |            |         | 28-5284  |          |
| 110                      |                |                |            |             |           |            |         |          |          |
| RYANAIR HLDGS PLC        | SPONSORED ADR  | 783513104      | 13,418     | 468         | X         |            |         | 28-5284  | 468      |
| 1500                     |                |                | 43,005     | 1,500       | X         | X          |         | 28-5284  |          |
| RYDER SYS INC            | COM            | 783549108      | 103,044    | 1,496       | X         |            |         | 28-5284  | 1496     |
|                          |                |                | 9,023      | 131         | X         | X          |         | 28-5284  | 131      |
| RYDEX ETF TRUST          | S&P 500 EQ TRD | 78355W106      | 4,174      | 100         | X         |            |         | 28-5284  | 100      |
| RYDEX ETF TRUST          | TOP 50 ETF     | 78355W205      | 1,641,552  | 17,600      | X         | X          |         | 28-5284  | 17600    |
| RYDEX ETF TRUST          | INV RUS2000 2X | 78355W692      | 52,740     | 600         | X         |            |         | 28-5284  | 600      |
| RYDEX ETF TRUST          | INV S&P500 2X  | 78355W767      | 88,050     | 904         | X         |            |         | 28-5284  | 904      |
| RYLAND GROUP INC         | COM            | 783764103      | 62,638     | 2,872       | X         |            |         | 28-5284  | 25       |
| 2847                     |                |                |            |             |           |            |         |          |          |
| S & T BANCORP INC        | COM            | 783859101      | 145,532    | 5,008       | X         |            |         | 28-5284  | 5008     |
| 400                      |                |                | 15,983     | 550         | X         | X          |         | 28-5284  | 150      |
| SBA COMMUNICATIONS CORP  | COM            | 78388J106      | 1,152      | 32          | X         |            |         | 28-11135 | 32       |
| SAIC INC                 | COM            | 78390X101      | 50,194     | 2,412       | X         |            |         | 28-5284  | 2412     |
|                          |                |                | 158,156    | 7,600       | X         | X          |         | 28-5284  | 3100     |
| 4500                     |                |                |            |             |           |            |         |          |          |
| COLUMN TOTAL             |                |                | 84,713,113 |             |           |            |         |          |          |

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|--------------------|----------------|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY   |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:            |                | ITEM 2:        |           |             | PRINCIPAL | (B) SHARED |         |          |          |
| (SHARES)           | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED         | (C) NONE       |                |           |             |           |            |         |          |          |
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| <C>                | <C>            |                |           |             |           |            |         |          |          |
| SCPIE HLDGS INC    | COM            | 78402P104      | 1,959     | 70          | X         |            |         | 28-5284  |          |
| 70                 |                |                |           |             |           |            |         |          |          |
| SEI INVESTMENTS CO | COM            | 784117103      | 530,376   | 22,550      | X         |            |         | 28-5284  | 22550    |
|                    |                |                | 239,904   | 10,200      | X         | X          |         | 28-5284  | 10200    |
| SJW CORP           | COM            | 784305104      | 36,960    | 1,400       | X         | X          |         | 28-5284  | 1400     |
| SK TELECOM LTD     | SPONSORED ADR  | 78440P108      | 1,558     | 75          | X         |            |         | 28-5284  | 75       |
| SL GREEN RLTY CORP | COM            | 78440X101      | 1,126,564 | 13,619      | X         |            |         | 28-5284  | 13619    |



|  |                 |                        |                    |               |        |                     |              |
|--|-----------------|------------------------|--------------------|---------------|--------|---------------------|--------------|
|  |                 |                        | 134,337            | 1,624         | X      | X 28-5284           | 1624         |
|  |                 |                        | 2,482              | 30            | X      | 28-11135            | 30           |
| SLM CORP<br>42230                        | COM             | 78442P106              | 1,062,818          | 54,926        | X      | 28-5284             | 12696        |
|  |                 |                        | 547,315            | 28,285        | X      | X 28-5284           | 3885         |
| 24400<br>SPDR TR<br>1177 49004           | UNIT SER 1      | 78462F103              | 440,338,098        | 3,440,679     | X      | 28-5284             | 3390498      |
|  |                 |                        | 155,721,329        | 1,216,763     | X      | X 28-5284           | 1141433      |
| 75330                                    |                 |                        | 975,720            | 7,624         | X      | 28-11135            | 7624         |
|  |                 |                        | 9,723,025          | 75,973        | X      | 28-4580             | 75073        |
| 900                                      |                 |                        | 2,043,713          | 15,969        | X      | X 28-4580           | 15969        |
| SPSS INC<br>150                          | COM             | 78462K102              | 5,456              | 150           | X      | 28-5284             |              |
|  |                 |                        | 72,631             | 1,997         | X      | 28-11135            | 1997         |
| S1 CORPORATION<br>SPDR GOLD TRUST<br>550 | COM<br>GOLD SHS | 78463B101<br>78463V107 | 2,453<br>3,362,423 | 324<br>36,788 | X<br>X | 28-11135<br>28-5284 | 324<br>36238 |
|  |                 |                        | 593,460            | 6,493         | X      | X 28-5284           | 5793         |
| 700                                      |                 |                        | 795,180            | 8,700         | X      | 28-4580             | 8700         |
|  |                 |                        | 913,086            | 9,990         | X      | X 28-4580           | 9990         |
| SPDR INDEX SHS FDS                       | S&P CHINA ETF   | 78463X400              | 43,979             | 650           | X      | X 28-5284           | 650          |
| SPDR INDEX SHS FDS                       | EMERG MKTS ETF  | 78463X509              | 20,976             | 300           | X      | X 28-5284           | 300          |
| SPDR INDEX SHS FDS                       | MIDEAST AFRICA  | 78463X806              | 19,515             | 300           | X      | 28-5284             | 300          |
| SPDR INDEX SHS FDS                       | MSCI ACWI EXUS  | 78463X848              | 3,489,351          | 93,926        | X      | 28-5284             | 93926        |
| SPDR INDEX SHS FDS                       | DJWS INTL REAL  | 78463X863              | 68,659             | 1,463         | X      | 28-5284             | 1463         |
|  |                 |                        | 227,986            | 4,858         | X      | X 28-5284           | 3508         |
| 1350                                     |                 |                        |                    |               |        |                     |              |
|  | COLUMN TOTAL    |                        | 622,101,313        |               |        |                     |              |

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|---------------------------|----------------|----------------|-------------|-----------|------------|----------|----------|-----------------------|----------|---------|--|
| VOTING AUTHORITY          |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | MANAGERS |          |                       |          |         |  |
| ITEM 1:                   |                | ITEM 2:        |             | PRINCIPAL | (B) SHARED |          |          |                       |          |         |  |
| (SHARES)                  | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR    | V                     | (A) SOLE |         |  |
| (B) SHARED                | (C) NONE       |                | VALUE       |           |            |          |          |                       |          |         |  |
| <S>                       | <C>            | <C>            | <C>         | <C>       | <C>        | <C>      | <C>      | <C>                   | <C>      |         |  |
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| SPX CORP<br>12601         | COM            | 784635104      | 28,365,157  | 215,328   | X          |          | 28-5284  |                       | 202727   |         |  |
|                           |                |                | 12,450,329  | 94,514    | X          | X        | 28-5284  |                       | 88121    |         |  |
| 1384                      | 5009           |                | 328,535     | 2,494     | X          |          | 28-4580  |                       | 2494     |         |  |
|                           |                |                | 51,243      | 389       | X          | X        | 28-4580  |                       | 389      |         |  |
| SPDR SERIES TRUST<br>869  | MORGAN STN TCH | 78464A102      | 3,521,166   | 63,425    | X          |          | 28-5284  |                       | 62556    |         |  |
|                           |                |                | 494,101     | 8,900     | X          | X        | 28-5284  |                       | 8700     |         |  |
| 200                       |                |                | 121,693     | 2,192     | X          |          | 28-4580  |                       | 2192     |         |  |
|                           |                |                | 10,382      | 187       | X          | X        | 28-4580  |                       | 187      |         |  |
| SPDR SERIES TRUST         | DJWS SMCAP VL  | 78464A300      | 37,178      | 641       | X          | X        | 28-5284  |                       | 641      |         |  |
| SPDR SERIES TRUST         | LEHMN INTL ETF | 78464A516      | 34,713      | 630       | X          |          | 28-5284  |                       | 630      |         |  |
|                           |                |                | 41,050      | 745       | X          | X        | 28-5284  |                       | 745      |         |  |
| SPDR SERIES TRUST<br>300  | DJWS REIT ETF  | 78464A607      | 1,033,548   | 15,789    | X          |          | 28-5284  |                       | 15489    |         |  |
|                           |                |                | 1,709,684   | 26,118    | X          | X        | 28-5284  |                       | 8688     |         |  |
| 17430                     |                |                | 636,729     | 9,727     | X          |          | 28-11135 |                       | 9727     |         |  |
| SPDR SERIES TRUST         | KBW REGL BKG   | 78464A698      | 717,013     | 26,925    | X          |          | 28-5284  |                       | 26925    |         |  |
| SPDR SERIES TRUST<br>1312 | S&P OILGAS EXP | 78464A730      | 92,207      | 1,312     | X          | X        | 28-5284  |                       |          |         |  |
| SPDR SERIES TRUST         | S&P METALS MNG | 78464A755      | 18,916      | 200       | X          |          | 28-5284  |                       | 200      |         |  |
| SPDR SERIES TRUST         | KBW BK ETF     | 78464A797      | 31,515      | 1,100     | X          |          | 28-5284  |                       | 1100     |         |  |
| SPDR SERIES TRUST<br>400  | S&P BIOTECH    | 78464A870      | 23,044      | 400       | X          | X        | 28-5284  |                       |          |         |  |
| SPDR SERIES TRUST         | S&P HOMEBUILD  | 78464A888      | 16,430      | 1,000     | X          |          | 28-5284  |                       | 1000     |         |  |
|                           |                |                | 16,430      | 1,000     | X          | X        | 28-5284  |                       | 1000     |         |  |

|                   |              |           |            |        |   |           |      |
|-------------------|--------------|-----------|------------|--------|---|-----------|------|
| SRA INTL INC      | CL A         | 78464R105 | 10,107     | 450    | X | 28-5284   | 450  |
|                   |              |           | 595,190    | 26,500 | X | X 28-5284 | 2850 |
| 23650             |              |           |            |        |   |           |      |
| SWS GROUP INC     | COM          | 78503N107 | 2,824      | 170    | X | 28-5284   |      |
| 170               |              |           |            |        |   |           |      |
| S Y BANCORP INC   | COM          | 785060104 | 106,800    | 5,000  | X | 28-5284   | 5000 |
|                   |              |           | 39,196     | 1,835  | X | X 28-5284 | 1835 |
| SABINE ROYALTY TR | UNIT BEN INT | 785688102 | 13,632     | 200    | X | X 28-5284 | 200  |
| COLUMN TOTAL      |              |           | 50,518,812 |        |   |           |      |

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|------------------|------------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|----------|----------|-----|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | INVESTMENT |          | MANAGERS |     |
| ITEM 1:          |                              | ITEM 2:        |           | VALUE       |         | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |     |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |     |
| (B) SHARED       | (C) NONE                     |                |           |             |         |           |         |            |          |          |     |
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| <C>              | <C>                          |                |           |             |         |           |         |            |          |          |     |
|                  | SAFECO CORP                  | COM            | 786429100 | 10,937,476  | 162,857 | X         |         | 28-5284    |          | 160522   |     |
| 2335             |                              |                |           | 7,505,869   | 111,761 | X         | X       | 28-5284    |          | 110822   |     |
| 250              | 689                          |                |           | 280,594     | 4,178   | X         |         | 28-4580    |          | 4178     |     |
|                  |                              |                |           | 126,932     | 1,890   | X         | X       | 28-4580    |          | 1890     |     |
|                  | SAFEGUARD SCIENTIFICS INC    | COM            | 786449108 | 6,723       | 5,422   | X         |         | 28-5284    |          | 5422     |     |
|                  |                              |                |           | 451,484     | 364,100 | X         | X       | 28-5284    |          | 364100   |     |
|                  |                              |                |           | 37,200      | 30,000  | X         |         | 28-4580    |          |          |     |
| 30000            |                              |                |           |             |         |           |         |            |          |          |     |
|                  | SAFETY INS GROUP INC         | COM            | 78648T100 | 10,695      | 300     | X         | X       | 28-5284    |          | 300      |     |
|                  | SAFEWAY INC                  | COM NEW        | 786514208 | 423,768     | 14,843  | X         |         | 28-5284    |          | 6943     |     |
| 7900             |                              |                |           | 74,944      | 2,625   | X         | X       | 28-5284    |          | 2625     |     |
|                  |                              |                |           | 930,159     | 32,580  | X         |         | 28-11135   |          | 32580    |     |
|                  | SAGA COMMUNICATIONS          | CL A           | 786598102 | 316         | 63      | X         |         | 28-11135   |          | 63       |     |
|                  | SAIA INC                     | COM            | 78709Y105 | 819         | 75      | X         | X       | 28-5284    |          | 75       |     |
|                  | ST JOE CO                    | COM            | 790148100 | 60,300      | 1,757   | X         |         | 28-5284    |          | 1757     |     |
|                  |                              |                |           | 483,912     | 14,100  | X         | X       | 28-5284    |          | 5100     |     |
| 9000             |                              |                |           |             |         |           |         |            |          |          |     |
|                  | ST JUDE MED INC              | COM            | 790849103 | 2,872,311   | 70,262  | X         |         | 28-5284    |          | 69103    |     |
| 1159             |                              |                |           | 1,069,257   | 26,156  | X         | X       | 28-5284    |          | 26156    |     |
|                  |                              |                |           | 116,917     | 2,860   | X         |         | 28-11135   |          | 2860     |     |
|                  |                              |                |           | 11,160      | 273     | X         |         | 28-4580    |          | 273      |     |
|                  | ST MARY LD & EXPL CO         | COM            | 792228108 | 76,922      | 1,190   | X         |         | 28-5284    |          | 700      |     |
| 490              |                              |                |           | 775,680     | 12,000  | X         | X       | 28-5284    |          | 7225     |     |
| 4775             |                              |                |           | 85,907      | 1,329   | X         |         | 28-11135   |          | 1329     |     |
|                  | SAKS INC                     | COM            | 79377W108 | 2,196       | 200     | X         |         | 28-5284    |          | 200      |     |
|                  |                              |                |           | 5,490       | 500     | X         | X       | 28-5284    |          |          |     |
| 500              |                              |                |           |             |         |           |         |            |          |          |     |
|                  | SALEM COMMUNICATIONS CORP DE | CL A           | 794093104 | 660         | 335     | X         |         | 28-5284    |          | 335      |     |
|                  | SALESFORCE COM INC           | COM            | 79466L302 | 1,678,458   | 24,600  | X         |         | 28-5284    |          | 22000    |     |
| 2600             |                              |                |           | 78,465      | 1,150   | X         | X       | 28-5284    |          | 950      |     |
| 200              |                              |                |           |             |         |           |         |            |          |          |     |
|                  | SALLY BEAUTY HLDGS INC       | COM            | 79546E104 | 153,858     | 23,817  | X         |         | 28-11135   |          | 23817    |     |
|                  | SAN JUAN BASIN RTY TR        | UNIT BEN INT   | 798241105 | 101,911     | 2,203   | X         |         | 28-5284    |          | 2203     |     |
|                  |                              |                |           | 386,780     | 8,361   | X         | X       | 28-5284    |          | 8361     |     |
| COLUMN TOTAL     |                              |                |           | 28,747,163  |         |           |         |            |          |          |     |

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|------------------------------|---------------------|----------------|------------|-------------|-----------|------------|----------|----------|------------------|
| VOTING AUTHORITY             |                     | CUSIP          |            | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |                  |
| (SHARES)                     | ITEM 1:             | ITEM 2:        | NUMBER     | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED                   | NAME OF ISSUER      | TITLE OF CLASS |            |             | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE                     | (B) SHARED (C) NONE |                |            |             |           |            |          |          |                  |
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| SANDISK CORP<br>14542        | COM                 | 80004C101      | 2,636,943  | 141,013     | X         |            |          | 28-5284  | 126471           |
|                              |                     |                | 153,228    | 8,194       | X         | X          |          | 28-5284  | 8194             |
|                              |                     |                | 1,290      | 69          | X         |            |          | 28-11135 | 69               |
| SANDY SPRING BANCORP INC     | COM                 | 800363103      | 18,968     | 1,144       | X         |            |          | 28-5284  | 1144             |
|                              |                     |                | 88,703     | 5,350       | X         | X          |          | 28-5284  | 5350             |
| SANGAMO BIOSCIENCES INC      | COM                 | 800677106      | 995        | 100         | X         |            |          | 28-5284  | 100              |
|                              |                     |                | 53,531     | 5,380       | X         | X          |          | 28-5284  | 5380             |
| SANMINA SCI CORP<br>15900    | COM                 | 800907107      | 20,471     | 15,993      | X         |            |          | 28-5284  | 93               |
| SANOFI AVENTIS<br>16700      | SPONSORED ADR       | 80105N105      | 626,452    | 18,852      | X         |            |          | 28-5284  | 2152             |
| 165-                         |                     |                | 120,592    | 3,629       | X         | X          |          | 28-5284  | 3794             |
|                              |                     |                | 445,282    | 13,400      | X         |            |          | 28-11135 | 13400            |
| SANTOS LIMITED               | SPONSORED ADR       | 803021609      | 11,976     | 144         | X         |            |          | 28-5284  | 144              |
| SAP AKTIENGESELLSCHAFT       | SPONSORED ADR       | 803054204      | 378,683    | 7,267       | X         |            |          | 28-5284  | 7267             |
| 1600 9932                    |                     |                | 744,391    | 14,285      | X         | X          |          | 28-5284  | 2753             |
| SAPIENT CORP                 | COM                 | 803062108      | 5,136      | 800         | X         | X          |          | 28-5284  | 800              |
| SARA LEE CORP<br>14842       | COM                 | 803111103      | 3,459,449  | 282,404     | X         |            |          | 28-5284  | 267562           |
| 7005                         |                     |                | 3,368,701  | 274,996     | X         | X          |          | 28-5284  | 267991           |
|                              |                     |                | 15,313     | 1,250       | X         |            |          | 28-4580  | 1250             |
|                              |                     |                | 6,750      | 551         | X         | X          |          | 28-4580  | 551              |
| SASOL LTD                    | SPONSORED ADR       | 803866300      | 128,725    | 2,184       | X         |            |          | 28-5284  | 2184             |
|                              |                     |                | 77,447     | 1,314       | X         | X          |          | 28-5284  | 1314             |
|                              |                     |                | 25,816     | 438         | X         |            |          | 28-11135 | 438              |
|                              |                     |                | 5,894      | 100         | X         | X          |          | 28-4580  | 100              |
| SATCON TECHNOLOGY CORP       | COM                 | 803893106      | 852        | 300         | X         | X          |          | 28-4580  | 300              |
| SATYAM COMPUTER SERVICES LTD | ADR                 | 804098101      | 736,581    | 30,040      | X         |            |          | 28-5284  | 30040            |
|                              |                     |                | 1,591,348  | 64,900      | X         | X          |          | 28-5284  | 64900            |
|                              |                     |                | 441        | 18          | X         |            |          | 28-11135 | 18               |
| SAUL CTRS INC                | COM                 | 804395101      | 140,970    | 3,000       | X         |            |          | 28-5284  | 3000             |
|                              |                     |                | 474,599    | 10,100      | X         | X          |          | 28-5284  | 10100            |
| COLUMN TOTAL                 |                     |                | 15,339,527 |             |           |            |          |          |                  |

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|-------------------------------|---------------------|----------------|------------|-------------|-----------|------------|----------|----------|------------------|
| VOTING AUTHORITY              |                     | CUSIP          |            | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |                  |
| (SHARES)                      | ITEM 1:             | ITEM 2:        | NUMBER     | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED                    | NAME OF ISSUER      | TITLE OF CLASS |            |             | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE                      | (B) SHARED (C) NONE |                |            |             |           |            |          |          |                  |
| <S>                           | <C>                 | <C>            | <C>        | <C>         | <C>       | <C>        | <C>      | <C>      | <C>              |
| SCANA CORP NEW                | COM                 | 80589M102      | 153,735    | 4,155       | X         |            |          | 28-5284  | 4155             |
|                               |                     |                | 295,963    | 7,999       | X         | X          |          | 28-5284  | 7999             |
|                               |                     |                | 11,470     | 310         | X         |            |          | 28-11135 | 310              |
|                               |                     |                | 74,000     | 2,000       | X         |            |          | 28-4580  | 2000             |
| SCHEIN HENRY INC              | COM                 | 806407102      | 316,846    | 6,144       | X         |            |          | 28-5284  | 6144             |
|                               |                     |                | 103        | 2           | X         |            |          | 28-11135 | 2                |
|                               |                     |                | 35,068     | 680         | X         | X          |          | 28-4580  | 680              |
| SCHERING PLOUGH CORP<br>35660 | COM                 | 806605101      | 10,255,143 | 520,830     | X         |            |          | 28-5284  | 485170           |
|                               |                     |                | 11,727,600 | 595,612     | X         | X          |          | 28-5284  | 547686           |

|                             |                |           |  |             |           |   |           |         |
|-----------------------------|----------------|-----------|--|-------------|-----------|---|-----------|---------|
|                             |                |           |  | 736,485     | 37,404    | X | 28-11135  | 37404   |
|                             |                |           |  | 47,256      | 2,400     | X | 28-4580   | 2400    |
|                             |                |           |  | 143,737     | 7,300     | X | X 28-4580 | 7300    |
| SCHERING PLOUGH CORP        | PFD CONV MAN07 | 806605705 |  | 68,944      | 360       | X | X 28-5284 | 360     |
| SCHLUMBERGER LTD            | COM            | 806857108 |  | 129,245,058 | 1,203,063 | X | 28-5284   | 1128804 |
| 74259                       |                |           |  | 118,011,103 | 1,098,493 | X | X 28-5284 | 957134  |
| 3392                        | 137967         |           |  | 1,109,000   | 10,323    | X | 28-11135  | 10323   |
|                             |                |           |  | 3,062,292   | 28,505    | X | 28-4580   | 27945   |
| 560                         |                |           |  | 894,355     | 8,325     | X | X 28-4580 | 8043    |
| 282                         |                |           |  | 4,162       | 140       | X | 28-5284   |         |
| SCHOOL SPECIALTY INC        | COM            | 807863105 |  | 565         | 19        | X | 28-11135  | 19      |
| 140                         |                |           |  | 855,779     | 41,664    | X | 28-5284   | 41664   |
| SCHWAB CHARLES CORP NEW     | COM            | 808513105 |  | 599,747     | 29,199    | X | X 28-5284 | 18699   |
| 10500                       |                |           |  | 1,109       | 54        | X | 28-11135  | 54      |
| SCHWEITZER-MAUDUIT INTL INC | COM            | 808541106 |  | 21,063      | 1,250     | X | 28-5284   | 1250    |
| SCIENTIFIC GAMES CORP       | CL A           | 80874P109 |  | 15,521      | 524       | X | 28-5284   | 524     |
|                             |                |           |  | 444         | 15        | X | 28-11135  | 15      |
| SCOTTS MIRACLE GRO CO       | CL A           | 810186106 |  | 299         | 17        | X | 28-5284   | 17      |
|                             |                |           |  | 36,897      | 2,100     | X | X 28-5284 | 2100    |
| SCRIPPS E W CO OHIO         | CL A           | 811054204 |  | 2,551,262   | 61,417    | X | 28-5284   | 44805   |
| 16612                       |                |           |  | 1,805,702   | 43,469    | X | X 28-5284 | 36765   |
| 6704                        |                |           |  | 215,966     | 5,199     | X | 28-11135  | 5199    |
|                             |                |           |  | 282,296,674 |           |   |           |         |

COLUMN TOTAL  
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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:               |                | ITEM 3:        |     | ITEM 4:     |         | ITEM 5:   |           | ITEM 6:    |     | ITEM 7:  |     |
|-----------------------|----------------|----------------|-----|-------------|---------|-----------|-----------|------------|-----|----------|-----|
| VOTING AUTHORITY      |                | CUSIP          |     | FAIR MARKET |         | SHARES OR |           | INVESTMENT |     | MANAGERS |     |
| ITEM 1:               |                | ITEM 2:        |     | VALUE       |         | PRINCIPAL |           | (B) SHARED |     | (A) SOLE |     |
| NAME OF ISSUER        |                | TITLE OF CLASS |     | AMOUNT      |         | (A) SOLE  |           | (C) OTH    |     | INSTR V  |     |
| (B) SHARED (C) NONE   |                | NUMBER         |     |             |         |           |           |            |     | (A) SOLE |     |
| <S>                   | <C>            | <C>            | <C> | <C>         | <C>     | <C>       | <C>       | <C>        | <C> | <C>      | <C> |
| SEACOAST BKG CORP FLA | COM            | 811707306      |     | 6,736       | 868     | X         | 28-5284   | 868        |     |          |     |
|                       |                |                |     | 82,101      | 10,580  | X         | X 28-5284 | 2000       |     |          |     |
| 8580                  |                |                |     | 16,112      | 180     | X         | 28-5284   |            |     |          |     |
| SEACOR HOLDINGS INC   | COM            | 811904101      |     | 22,812      | 1,200   | X         | 28-5284   | 1200       |     |          |     |
| 180                   |                |                |     | 299,179     | 15,738  | X         | X 28-5284 | 14348      |     |          |     |
| SEALED AIR CORP NEW   | COM            | 81211K100      |     | 314,307     | 4,267   | X         | 28-5284   | 3896       |     |          |     |
| 1390                  |                |                |     | 193,947     | 2,633   | X         | X 28-5284 | 2494       |     |          |     |
| SEARS HLDGS CORP      | COM            | 812350106      |     | 810         | 11      | X         | 28-11135  | 11         |     |          |     |
| 371                   |                |                |     | 6,924       | 94      | X         | 28-4580   | 94         |     |          |     |
| 139                   |                |                |     | 20,183      | 274     | X         | X 28-4580 | 274        |     |          |     |
| SEATTLE GENETICS INC  | COM            | 812578102      |     | 16,920      | 2,000   | X         | X 28-5284 | 2000       |     |          |     |
| SELECT SECTOR SPDR TR | SBI MATERIALS  | 81369Y100      |     | 209,067     | 5,010   | X         | 28-5284   | 5010       |     |          |     |
|                       |                |                |     | 4,882       | 117     | X         | X 28-5284 | 117        |     |          |     |
| SELECT SECTOR SPDR TR | SBI HEALTHCARE | 81369Y209      |     | 126,357     | 4,132   | X         | 28-5284   | 4132       |     |          |     |
|                       |                |                |     | 671,537     | 21,960  | X         | X 28-5284 | 21960      |     |          |     |
|                       |                |                |     | 1,529       | 50      | X         | X 28-4580 | 50         |     |          |     |
| SELECT SECTOR SPDR TR | SBI CONS STPLS | 81369Y308      |     | 53,179      | 1,988   | X         | 28-5284   | 1988       |     |          |     |
|                       |                |                |     | 2,943       | 110     | X         | X 28-5284 | 110        |     |          |     |
|                       |                |                |     | 172,752     | 6,458   | X         | X 28-4580 | 6458       |     |          |     |
| SELECT SECTOR SPDR TR | SBI CONS DISCR | 81369Y407      |     | 367,392     | 12,900  | X         | 28-5284   | 12900      |     |          |     |
|                       |                |                |     | 376,620     | 13,224  | X         | X 28-5284 | 13224      |     |          |     |
| SELECT SECTOR SPDR TR | SBI INT-ENERGY | 81369Y506      |     | 18,408,441  | 208,052 | X         | 28-5284   | 207877     |     |          |     |
| 175                   |                |                |     | 5,077,956   | 57,391  | X         | X 28-5284 | 48019      |     |          |     |

|                                |              |           |            |         |   |           |        |
|--------------------------------|--------------|-----------|------------|---------|---|-----------|--------|
| 9372                           |              |           | 281,455    | 3,181   | X | 28-4580   | 3181   |
|                                |              |           | 26,544     | 300     | X | X 28-4580 | 300    |
| SELECT SECTOR SPDR TR<br>9555- | SBI INT-FINL | 81369Y605 | 3,449,772  | 170,275 | X | 28-5284   | 179830 |
| 41655                          |              |           | 1,667,641  | 82,312  | X | X 28-5284 | 40657  |
|                                |              |           | 234,631    | 11,581  | X | 28-4580   | 11581  |
|                                |              |           | 1,013      | 50      | X | X 28-4580 | 50     |
| SELECT SECTOR SPDR TR          | SBI INT-INDS | 81369Y704 | 150,324    | 4,420   | X | 28-5284   | 4420   |
|                                |              |           | 335,679    | 9,870   | X | X 28-5284 | 9870   |
|                                |              |           | 22,107     | 650     | X | X 28-4580 | 650    |
| COLUMN TOTAL                   |              |           | 32,621,852 |         |   |           |        |

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| ITEM 8:                               |                | ITEM 3:   |             | ITEM 4:   | ITEM 5:          | ITEM 6:<br>INVESTMENT |        | ITEM 7:  |
|---------------------------------------|----------------|-----------|-------------|-----------|------------------|-----------------------|--------|----------|
| VOTING AUTHORITY                      |                | CUSIP     | FAIR MARKET | SHARES OR | DISCRETION       |                       |        |          |
| ITEM 1:                               | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED       | INSTR V               |        | (A) SOLE |
| (SHARES)                              | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE (C) OTH |                       |        |          |
| NAME OF ISSUER<br>(B) SHARED (C) NONE |                |           |             |           |                  |                       |        |          |
| <S>                                   | <C>            | <C>       | <C>         | <C>       | <C>              | <C>                   | <C>    | <C>      |
| SELECT SECTOR SPDR TR                 | SBI INT-TECH   | 81369Y803 | 9,836,867   | 429,370   | X                | 28-5284               | 429370 |          |
| 1988                                  |                |           | 8,284,050   | 361,591   | X                | X 28-5284             | 359603 |          |
|                                       |                |           | 222,227     | 9,700     | X                | 28-4580               | 9700   |          |
|                                       |                |           | 268,986     | 11,741    | X                | X 28-4580             | 11741  |          |
| SELECT SECTOR SPDR TR                 | SBI INT-UTILS  | 81369Y886 | 3,116,440   | 76,571    | X                | 28-5284               | 72971  |          |
| 3600                                  |                |           | 3,526,614   | 86,649    | X                | X 28-5284             | 76149  |          |
| 10500                                 |                |           | 61,050      | 1,500     | X                | X 28-4580             | 1500   |          |
| SELECTICA INC                         | COM            | 816288104 | 2,640,911   | 1,956,230 | X                | X 28-5284             |        |          |
| 1956230                               |                |           |             |           |                  |                       |        |          |
| SELECTIVE INS GROUP INC               | COM            | 816300107 | 309,352     | 16,490    | X                | 28-5284               | 16100  |          |
| 390                                   |                |           | 213,864     | 11,400    | X                | X 28-5284             | 11400  |          |
| SEMTECH CORP                          | COM            | 816850101 | 15,336      | 1,090     | X                | 28-5284               | 1090   |          |
|                                       |                |           | 66,833      | 4,750     | X                | X 28-5284             | 4750   |          |
|                                       |                |           | 139,687     | 9,928     | X                | 28-11135              | 9928   |          |
| SEMPRA ENERGY                         | COM            | 816851109 | 222,639     | 3,944     | X                | 28-5284               | 3694   |          |
| 250                                   |                |           | 2,006,967   | 35,553    | X                | X 28-5284             | 34239  |          |
| 1314                                  |                |           | 131,359     | 2,327     | X                | 28-11135              | 2327   |          |
|                                       |                |           | 84,675      | 1,500     | X                | 28-4580               |        |          |
| 1500                                  |                |           | 14,169      | 251       | X                | X 28-4580             | 251    |          |
| SEMITOOL INC                          | COM            | 816909105 | 2,253       | 300       | X                | X 28-5284             | 300    |          |
| SENIOR HSG PPTYS TR                   | SH BEN INT     | 81721M109 | 27,537      | 1,410     | X                | 28-5284               | 1410   |          |
| 300                                   |                |           | 445,870     | 22,830    | X                | X 28-5284             | 22530  |          |
| SENSIENT TECHNOLOGIES CORP            | COM            | 81725T100 | 14,080      | 500       | X                | X 28-5284             |        |          |
| 500                                   |                |           |             |           |                  |                       |        |          |
| SEPRACOR INC                          | COM            | 817315104 | 13,366      | 671       | X                | 28-5284               | 671    |          |
| SERVICE CORP INTL                     | COM            | 817565104 | 8,756       | 888       | X                | X 28-5284             | 888    |          |
|                                       |                |           | 10,461      | 1,061     | X                | 28-11135              | 1061   |          |
| SHANDA INTERACTIVE ENTMT LTD          | SPONSORED ADR  | 81941Q203 | 716,760     | 26,400    | X                | X 28-5284             | 26400  |          |
| SHAW GROUP INC                        | COM            | 820280105 | 189,695     | 3,070     | X                | 28-5284               | 3050   |          |
| 20                                    |                |           | 105,043     | 1,700     | X                | X 28-5284             | 1700   |          |
| COLUMN TOTAL                          |                |           | 32,695,847  |           |                  |                       |        |          |

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|                              |               |           |            |         |   |           |        |
|------------------------------|---------------|-----------|------------|---------|---|-----------|--------|
| SIMS GROUP LTD               | SPONS ADR     | 829160100 | 29,327     | 735     | X | 28-5284   | 735    |
| SINCLAIR BROADCAST GROUP INC | CL A          | 829226109 | 1,079      | 142     | X | 28-5284   | 142    |
|                              |               |           | 3,040      | 400     | X | X 28-5284 | 300    |
| 100                          |               |           |            |         |   |           |        |
| SINGAPORE FD INC             | COM           | 82929L109 | 20,790     | 1,500   | X | X 28-5284 | 1500   |
| SINOPEC SHANGHAI PETROCHEMIC | SPON ADR H    | 82935M109 | 1,466      | 43      | X | 28-5284   | 43     |
|                              |               |           | 34,090     | 1,000   | X | X 28-5284 | 1000   |
| SIRIUS SATELLITE RADIO INC   | NOTE 3.250%10 | 82966UAD5 | 5,202,535  | 6,500   | X | 28-11439  | 6500   |
| SIRIUS SATELLITE RADIO INC   | COM           | 82966U103 | 227,654    | 118,570 | X | 28-5284   | 118570 |
|                              |               |           | 38,784     | 20,200  | X | X 28-5284 | 19200  |
| 1000                         |               |           |            |         |   |           |        |
|                              |               |           | 35         | 18      | X | X 28-4580 | 18     |
| SIRF TECHNOLOGY HLDGS INC    | COM           | 82967H101 | 2,592      | 600     | X | X 28-5284 | 600    |
| SIX FLAGS INC                | COM           | 83001P109 | 6,900      | 6,000   | X | 28-5284   | 6000   |
| SKYLINE CORP                 | COM           | 830830105 | 1,645      | 70      | X | 28-5284   |        |
| 70                           |               |           |            |         |   |           |        |
| SKYWEST INC                  | COM           | 830879102 | 5,946      | 470     | X | 28-5284   |        |
| 470                          |               |           |            |         |   |           |        |
| SKYWORKS SOLUTIONS INC       | COM           | 83088M102 | 3,455      | 350     | X | X 28-5284 | 280    |
| 70                           |               |           |            |         |   |           |        |
| SKILLSOFT PLC                | SPONSORED ADR | 830928107 | 5,659      | 626     | X | 28-5284   | 626    |
| SMART BALANCE INC            | COM           | 83169Y108 | 19,467     | 2,700   | X | X 28-5284 | 2500   |
| 200                          |               |           |            |         |   |           |        |
| SMITH & NEPHEW PLC           | SPDN ADR NEW  | 83175M205 | 10,786     | 197     | X | 28-5284   | 197    |
|                              |               |           | 5,092      | 93      | X | 28-11135  | 93     |
| COLUMN TOTAL                 |               |           | 34,097,491 |         |   |           |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:        |                     | ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP NUMBER | ITEM 4:<br>FAIR MARKET VALUE | ITEM 5:<br>SHARES OR PRINCIPAL AMOUNT | ITEM 6:<br>INVESTMENT<br>DISCRETION (B) SHARED (A) SOLE (C) OTH |         | ITEM 7:<br>MANAGERS INSTR V (A) SOLE |
|--|----------------|---------------------|---------------------------|-------------------------|------------------------------|---------------------------------------|---|---------|--------------------------------------|
|  | NAME OF ISSUER | (B) SHARED (C) NONE |                           |                         |                              |                                       | (A) SOLE  | (C) OTH |                                      |
| SMITH & WESSON HLDG CORP                                       | COM            | 831756101           | 1,042                     | 200                     | X                            | 28-5284                               | 200   |         |                                      |
| SMITH A O  | COM            | 831865209           | 5,909                     | 180                     | X                            | 28-5284                               |   |         |                                      |
| 180  |                |                     | 19,698                    | 600                     | X                            | X 28-5284                             |   |         |                                      |
| 600  |                |                     |                           |                         |                              |                                       |   |         |                                      |
| SMITH INTL INC   | COM            | 832110100           | 16,338,673                | 196,520                 | X                            | 28-5284                               | 194574  |         |                                      |
| 1946   |                |                     | 11,017,131                | 132,513                 | X                            | X 28-5284                             | 123338  |         |                                      |
| 3550   | 5625           |                     | 2,910                     | 35                      | X                            | 28-11135                              | 35  |         |                                      |
|  |                |                     | 174,594                   | 2,100                   | X                            | 28-4580                               | 2100  |         |                                      |
|  |                |                     | 111,158                   | 1,337                   | X                            | X 28-4580                             | 1337  |         |                                      |
| SMITHFIELD FOODS INC   | COM            | 832248108           | 17,494                    | 880                     | X                            | 28-5284                               | 880   |         |                                      |
|  |                |                     | 40                        | 2                       | X                            | X 28-5284                             | 2   |         |                                      |
| SMUCKER J M CO   | COM NEW        | 832696405           | 2,088,205                 | 51,383                  | X                            | 28-5284                               | 47525   |         |                                      |
| 3858   |                |                     | 1,804,985                 | 44,414                  | X                            | X 28-5284                             | 38440   |         |                                      |
| 12   | 5962           |                     | 1,829                     | 45                      | X                            | X 28-4580                             | 45  |         |                                      |
| SNAP ON INC  | COM            | 833034101           | 60,956                    | 1,172                   | X                            | 28-5284                               | 1167  |         |                                      |
| 5  |                |                     | 28,762                    | 553                     | X                            | X 28-5284                             | 553   |         |                                      |
|  |                |                     | 5,721                     | 110                     | X                            | 28-11135                              | 110   |         |                                      |
| SOAPSTONE NETWORKS INC   | COM            | 833570104           | 288,985                   | 75,453                  | X                            | X 28-5284                             |   |         |                                      |
| 75453  |                |                     |                           |                         |                              |                                       |   |         |                                      |
| SOLARFUN POWER HOLDINGS CO L                                   | SPONSORED ADR  | 83415U108           | 1,750                     | 100                     | X                            | 28-5284                               | 100   |         |                                      |
| SONIC AUTOMOTIVE INC   | CL A           | 83545G102           | 6,445                     | 500                     | X                            | X 28-5284                             | 500   |         |                                      |
| SONIC INNOVATIONS INC  | COM            | 83545M109           | 4,008                     | 1,200                   | X                            | 28-5284                               | 1200  |         |                                      |
| SONIC CORP   | COM            | 835451105           | 621,600                   | 42,000                  | X                            | 28-5284                               | 34875   |         |                                      |
| 7125   |                |                     | 35,342                    | 2,388                   | X                            | X 28-5284                             | 2388  |         |                                      |
|  |                |                     | 710                       | 48                      | X                            | 28-11135                              | 48  |         |                                      |
| SONOCO PRODS CO  | COM            | 835495102           | 2,985,932                 | 96,476                  | X                            | 28-5284                               | 83716   |         |                                      |
| 12760  |                |                     | 587,833                   | 18,993                  | X                            | X 28-5284                             | 18393   |         |                                      |

|      |              |         |           |            |        |   |           |       |
|------|--------------|---------|-----------|------------|--------|---|-----------|-------|
| 600  | SONOSITE INC | COM     | 83568G104 | 1,288      | 46     | X | X 28-5284 | 46    |
| 150  | SONY CORP    | ADR NEW | 835699307 | 410,019    | 9,374  | X | 28-5284   | 9224  |
| 1650 |              |         |           | 649,670    | 14,853 | X | X 28-5284 | 13203 |
|      |              |         |           | 23,138     | 529    | X | 28-11135  | 529   |
|      | COLUMN TOTAL |         |           | 37,295,827 |        |   |           |       |

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| ITEM 8:                     | ITEM 1:             | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7: | ITEM 7:  |
|-----------------------------|---------------------|----------------|--------------|-------------------|----------------------------|--|---------|----------|
| VOTING AUTHORITY            | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | DISCRETION (B) SHARED (A) SOLE (C) OTH | INSTR V | (A) SOLE |
| (SHARES)                    | (B) SHARED (C) NONE |                |              |                   |                            |  |         |          |
| <S>                         | <C>                 | <C>            | <C>          | <C>               | <C>                        | <C>                                    | <C>     | <C>      |
| SOTHEBYS                    | COM                 | 835898107      | 52,081       | 1,975             | X                          | 28-5284                                | 1975    |          |
|                             |                     |                | 2,637        | 100               | X                          | X 28-5284                              | 100     |          |
|                             |                     |                | 263,225      | 9,982             | X                          | 28-11135                               | 9982    |          |
| SONUS NETWORKS INC          | COM                 | 835916107      | 85,500       | 25,000            | X                          | X 28-5284                              | 25000   |          |
| SOURCE CAP INC              | COM                 | 836144105      | 30,788       | 583               | X                          | 28-5284                                | 583     |          |
| SOUTH FINL GROUP INC        | COM                 | 837841105      | 451,753      | 115,243           | X                          | 28-5284                                | 201     |          |
| 115042                      |                     |                | 172          | 44                | X                          | 28-11135                               | 44      |          |
| SOUTH JERSEY INDS INC       | COM                 | 838518108      | 1,773,703    | 47,476            | X                          | 28-5284                                | 47476   |          |
|                             |                     |                | 1,120,800    | 30,000            | X                          | X 28-5284                              |         |          |
| 30000                       |                     |                |              |                   |                            |  |         |          |
| SOUTHCOAST FINANCIAL CORP   | COM                 | 84129R100      | 150,260      | 11,000            | X                          | X 28-5284                              | 11000   |          |
| SOUTHERN CO                 | COM                 | 842587107      | 7,556,478    | 216,394           | X                          | 28-5284                                | 196240  |          |
| 20154                       |                     |                |              |                   |                            |  |         |          |
|                             |                     |                | 11,249,234   | 322,143           | X                          | X 28-5284                              | 261999  |          |
| 250                         | 59894               |                |              |                   |                            |  |         |          |
|                             |                     |                | 11,663       | 334               | X                          | 28-11135                               | 334     |          |
|                             |                     |                | 264,624      | 7,578             | X                          | 28-4580                                | 7578    |          |
|                             |                     |                | 157,140      | 4,500             | X                          | X 28-4580                              | 1000    |          |
| 3500                        |                     |                |              |                   |                            |  |         |          |
| SOUTHERN COPPER CORP        | COM                 | 84265V105      | 441,235      | 4,138             | X                          | 28-5284                                | 638     |          |
| 3500                        |                     |                |              |                   |                            |  |         |          |
|                             |                     |                | 751,848      | 7,051             | X                          | X 28-5284                              | 7051    |          |
| SOUTHERN NATL BANCORP OF VA | COM                 | 843395104      | 98,280       | 12,285            | X                          | 28-5284                                | 12285   |          |
| SOUTHERN UN CO NEW          | COM                 | 844030106      | 521,243      | 19,291            | X                          | 28-5284                                | 18376   |          |
| 915                         |                     |                |              |                   |                            |  |         |          |
|                             |                     |                | 75,197       | 2,783             | X                          | X 28-5284                              | 1183    |          |
| 1600                        |                     |                |              |                   |                            |  |         |          |
|                             |                     |                | 6,755        | 250               | X                          | X 28-4580                              | 250     |          |
| SOUTHWEST AIRLS CO          | COM                 | 844741108      | 132,447      | 10,157            | X                          | 28-5284                                | 9292    |          |
| 865                         |                     |                |              |                   |                            |  |         |          |
|                             |                     |                | 651,439      | 49,957            | X                          | X 28-5284                              | 45732   |          |
| 4225                        |                     |                |              |                   |                            |  |         |          |
|                             |                     |                | 195,600      | 15,000            | X                          | 28-11439                               | 15000   |          |
|                             |                     |                | 24,972       | 1,915             | X                          | X 28-4580                              | 1915    |          |
| SOUTHWEST BANCORP INC OKLA  | COM                 | 844767103      | 108,031      | 9,394             | X                          | 28-11135                               | 9394    |          |
| SOUTHWEST GAS CORP          | COM                 | 844895102      | 106,939      | 3,597             | X                          | 28-5284                                | 3277    |          |
| 320                         |                     |                |              |                   |                            |  |         |          |
|                             |                     |                | 118,920      | 4,000             | X                          | X 28-5284                              |         |          |
| 4000                        |                     |                |              |                   |                            |  |         |          |
| SOUTHWEST WTR CO            | COM                 | 845331107      | 69,298       | 6,916             | X                          | X 28-5284                              | 6706    |          |
| 210                         |                     |                |              |                   |                            |  |         |          |
|                             | COLUMN TOTAL        |                | 26,472,262   |                   |                            |  |         |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.



| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |          |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |          |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V  |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  |          | (A) SOLE |
| (C) NONE         |                              |                |           |             |           |            |          |          |          |
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| <C>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
|                  | SOUTHWESTERN ENERGY CO       | COM            | 845467109 | 19,044      | 400       | X          |          |          | 28-5284  |
|                  |                              |                |           | 1,839,650   | 38,640    | X          | X        |          | 28-5284  |
|                  |                              |                |           | 3,809       | 80        | X          |          |          | 28-11135 |
|                  |                              |                |           | 1,142,640   | 24,000    | X          | X        |          | 28-4580  |
|                  | SOVEREIGN BANCORP INC        | COM            | 845905108 | 498,397     | 67,717    | X          |          |          | 28-5284  |
|                  |                              |                |           | 41,076      | 5,581     | X          | X        |          | 28-5284  |
|                  | SOVRAN SELF STORAGE INC      | COM            | 84610H108 | 38,027      | 915       | X          |          |          | 28-5284  |
|                  | SPARTAN STORES INC           | COM            | 846822104 | 62,330      | 2,710     | X          |          |          | 28-11135 |
|                  | SPARTECH CORP                | COM NEW        | 847220209 | 1,301       | 138       | X          |          |          | 28-5284  |
|                  | SPECTRA ENERGY CORP          | COM            | 847560109 | 3,007,698   | 104,652   | X          |          |          | 28-5284  |
|                  | 1310                         |                |           |             |           |            |          |          | 103342   |
|                  | 25750                        |                |           | 4,007,736   | 139,448   | X          | X        |          | 28-5284  |
|                  |                              |                |           | 5,576       | 194       | X          |          |          | 28-11135 |
|                  |                              |                |           | 26,240      | 913       | X          |          |          | 28-4580  |
|                  |                              |                |           | 70,930      | 2,468     | X          | X        |          | 28-4580  |
|                  | SPECTRUM CTL INC             | COM            | 847615101 | 8,200       | 1,000     | X          |          |          | 28-5284  |
|                  | SPECTRUM PHARMACEUTICALS INC | COM            | 84763A108 | 13,900      | 10,000    | X          | X        |          | 28-5284  |
|                  | 10000                        |                |           |             |           |            |          |          |          |
|                  | SPHERIX INC                  | COM            | 84842R106 | 77,389      | 119,060   | X          |          |          | 28-5284  |
|                  | SPHERION CORP                | COM            | 848420105 | 1,617       | 350       | X          |          |          | 28-5284  |
|                  | 350                          |                |           |             |           |            |          |          |          |
|                  | SPIRIT AEROSYSTEMS HLDGS INC | COM CL A       | 848574109 | 719,250     | 37,500    | X          | X        |          | 28-5284  |
|                  |                              |                |           | 19,180      | 1,000     | X          | X        |          | 28-4580  |
|                  | 1000                         |                |           |             |           |            |          |          |          |
|                  | SPRINT NEXTEL CORP           | COM SER 1      | 852061100 | 2,321,031   | 244,319   | X          |          |          | 28-5284  |
|                  | 39265                        |                |           |             |           |            |          |          | 205054   |
|                  |                              |                |           | 1,785,497   | 187,947   | X          | X        |          | 28-5284  |
|                  | 3078                         | 17125          |           | 11,134      | 1,172     | X          |          |          | 28-11135 |
|                  |                              |                |           | 5,700       | 600       | X          | X        |          | 28-4580  |
|                  | STAAR SURGICAL CO            | COM PAR \$0.01 | 852312305 | 15,981      | 5,155     | X          |          |          | 28-5284  |
|                  | STAMPS COM INC               | COM NEW        | 852857200 | 4,752,172   | 380,783   | X          | X        |          | 28-5284  |
|                  | 380783                       |                |           |             |           |            |          |          |          |
|                  | STANCORP FINL GROUP INC      | COM            | 852891100 | 117,541     | 2,503     | X          |          |          | 28-5284  |
|                  | 2503                         |                |           |             |           |            |          |          |          |
|                  |                              |                |           | 5,729       | 122       | X          |          |          | 28-11135 |
|                  | COLUMN TOTAL                 |                |           | 20,618,775  |           |            |          |          | 122      |

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| ITEM 8:          |                            | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |          |
|------------------|----------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|----------|
| VOTING AUTHORITY |                            | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |          |
| (SHARES)         | ITEM 1:                    | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V  |
| (B) SHARED       | NAME OF ISSUER             | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  |          | (A) SOLE |
| (C) NONE         |                            |                |           |             |           |            |          |          |          |
| <S>              | <C>                        | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
| <C>              | <C>                        | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>      |
|                  | STANDARD MICROSYSTEMS CORP | COM            | 853626109 | 5,430       | 200       | X          |          |          | 28-5284  |
|                  | 200                        |                |           | 29,268      | 1,078     | X          | X        |          | 28-5284  |
|                  |                            |                |           | 787         | 29        | X          |          |          | 28-11135 |
|                  | STANDARD MTR PRODS INC     | COM            | 853666105 | 653         | 80        | X          |          |          | 28-5284  |
|                  | 80                         |                |           |             |           |            |          |          |          |
|                  | STANDARD PAC CORP NEW      | COM            | 85375C101 | 1,453       | 430       | X          |          |          | 28-5284  |
|                  | 430                        |                |           |             |           |            |          |          |          |
|                  | STANDARD REGISTER CO       | COM            | 853887107 | 754         | 80        | X          |          |          | 28-5284  |

|       |                              |               |           |            |         |   |           |        |
|-------|------------------------------|---------------|-----------|------------|---------|---|-----------|--------|
| 80    | STANDEX INTL CORP            | COM           | 854231107 | 1,867      | 90      | X | 28-5284   |        |
| 90    | STANLEY WKS                  | COM           | 854616109 | 230,157    | 5,134   | X | 28-5284   | 5134   |
|       |                              |               |           | 614,171    | 13,700  | X | X 28-5284 | 13550  |
| 150   | STAPLES INC                  | COM           | 855030102 | 1,663,878  | 70,058  | X | 28-5284   | 51034  |
| 19024 |                              |               |           | 3,477,143  | 146,406 | X | X 28-5284 | 142956 |
| 450   | 3000                         |               |           | 887,181    | 37,355  | X | 28-11135  | 37355  |
|       | STARBUCKS CORP               | COM           | 855244109 | 4,533,576  | 288,029 | X | 28-5284   | 256570 |
| 31459 |                              |               |           | 863,386    | 54,853  | X | X 28-5284 | 26263  |
| 28590 |                              |               |           | 2,943      | 187     | X | 28-11135  | 187    |
|       |                              |               |           | 13,410     | 852     | X | X 28-4580 |        |
| 852   | STARTEK INC                  | COM           | 85569C107 | 658        | 70      | X | 28-5284   |        |
| 70    | STARWOOD HOTELS&RESORTS WRLD | COM           | 85590A401 | 772,870    | 19,288  | X | 28-5284   | 13265  |
| 6023  |                              |               |           | 172,662    | 4,309   | X | X 28-5284 | 1431   |
| 2878  |                              |               |           | 55,337     | 1,381   | X | 28-11135  | 1381   |
|       | STATE STR CORP               | COM           | 857477103 | 28,806,314 | 450,169 | X | 28-5284   | 413352 |
| 36817 |                              |               |           | 14,926,307 | 233,260 | X | X 28-5284 | 182819 |
| 3587  | 46854                        |               |           | 392,579    | 6,135   | X | 28-11135  | 6135   |
|       |                              |               |           | 487,668    | 7,621   | X | 28-4580   | 7441   |
| 180   | STATOILHYDRO ASA             | SPONSORED ADR | 85771P102 | 452,857    | 7,077   | X | X 28-4580 | 7077   |
|       |                              |               |           | 249,325    | 6,670   | X | 28-5284   | 6670   |
|       |                              |               |           | 198,151    | 5,301   | X | X 28-5284 | 5301   |
|       |                              |               |           | 514,984    | 13,777  | X | 28-11135  | 13777  |
|       |                              |               |           | 13,345     | 357     | X | X 28-4580 | 357    |
|       | STEAK N SHAKE CO             | COM           | 857873103 | 1,139      | 180     | X | 28-5284   |        |
| 180   |                              |               |           | 47,184     | 7,454   | X | 28-11135  | 7454   |
|       | COLUMN TOTAL                 |               |           | 59,417,437 |         |   |           |        |

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| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT |          | ITEM 7:<br>INSTR V<br>(A) SOLE |
|--|--|---------------------------|----------------------------|---------------------------------|---|-----------------------|----------|--------------------------------|
|  |  |                           |                            |                                 |   | (B) SHARED            | (C) OTH  |                                |
| <S>  | <C>  | <C>                       | <C>                        | <C>                             | <C>   | <C>                   | <C>      | <C>                            |
| <C>  | <C>  | <C>                       | <C>                        | <C>                             | <C>   | <C>                   | <C>      | <C>                            |
| STEEL DYNAMICS INC   | COM  | 858119100                 | 34,382                     | 880                             | X   |                       | 28-5284  | 880                            |
|  |  |                           | 461,807                    | 11,820                          | X   | X                     | 28-5284  | 11820                          |
|  |  |                           | 1,797                      | 46                              | X   |                       | 28-11135 | 46                             |
| STEIN MART INC   | COM  | 858375108                 | 722                        | 160                             | X   |                       | 28-5284  |                                |
| 160  |  |                           |                            |                                 |   |                       |          |                                |
| STELLARONE CORP  | COM  | 85856G100                 | 83,351                     | 5,709                           | X   |                       | 28-5284  | 3000                           |
| 2709   |  |                           |                            |                                 |   |                       |          |                                |
|  |  |                           | 20,075                     | 1,375                           | X   | X                     | 28-5284  |                                |
| 1375   |  |                           |                            |                                 |   |                       |          |                                |
| STERLING BANCSHARES INC  | COM  | 858907108                 | 3,727                      | 410                             | X   |                       | 28-5284  |                                |
| 410  |  |                           |                            |                                 |   |                       |          |                                |
| STERICYCLE INC   | COM  | 858912108                 | 348,717                    | 6,745                           | X   |                       | 28-5284  | 6745                           |
| STERIS CORP  | COM  | 859152100                 | 34,512                     | 1,200                           | X   | X                     | 28-5284  | 1200                           |
|  |  |                           | 101,437                    | 3,527                           | X   |                       | 28-11135 | 3527                           |
| STERLING CONSTRUCTION CO INC                                   | COM  | 859241101                 | 65,161                     | 3,281                           | X   |                       | 28-11135 | 3281                           |
| 160  | STEWART INFORMATION SVCS COR                     | COM                       | 860372101                  | 3,094                           | 160   | X                     | 28-5284  |                                |
| 23975  |  |                           |                            |                                 |   |                       |          |                                |
| STMICROELECTRONICS N V   | NY REGISTRY                                      | 861012102                 | 2,577,108                  | 249,478                         | X   |                       | 28-5284  | 225503                         |
|  |  |                           |                            |                                 |   |                       |          |                                |
|  |  |                           | 136,459                    | 13,210                          | X   | X                     | 28-5284  | 13210                          |

|                              |           |           |           |       |   |           |      |
|------------------------------|-----------|-----------|-----------|-------|---|-----------|------|
| STONE ENERGY CORP<br>1734    | COM       | 861642106 | 114,288   | 1,734 | X | 28-5284   |      |
| STONEMOR PARTNERS L P        | COM UNITS | 86183Q100 | 17,480    | 1,000 | X | 28-5284   | 1000 |
| STRATASYS INC                | COM       | 862685104 | 36,920    | 2,000 | X | 28-5284   | 2000 |
|                              |           |           | 129,220   | 7,000 | X | X 28-5284 | 7000 |
| STRATEGIC DIAGNOSTICS INC    | COM       | 862700101 | 1,238     | 340   | X | X 28-5284 | 340  |
| STRATEGIC HOTELS & RESORTS I | COM       | 86272T106 | 91,404    | 9,755 | X | 28-5284   | 9755 |
|                              |           |           | 5,435     | 580   | X | X 28-5284 | 580  |
| STRATTEC SEC CORP            | COM       | 863111100 | 148,400   | 4,240 | X | X 28-5284 | 4240 |
| STRATUS PPTY INC             | COM NEW   | 863167201 | 5,217     | 300   | X | 28-5284   | 300  |
| COLUMN TOTAL                 |           |           | 4,421,951 |       |   |           |      |

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|------------------|----------|-------------------------------|----------------|-------------|------------|------------|----------|-----------|----------|
| VOTING AUTHORITY |          | CUSIP                         |                | FAIR MARKET | SHARES OR  | DISCRETION |          | MANAGERS  |          |
| ITEM 1:          |          | ITEM 2:                       |                |             | PRINCIPAL  | (B) SHARED | (A) SOLE | (C) OTH   | INSTR V  |
| (B) SHARED       | (C) NONE | NAME OF ISSUER                | TITLE OF CLASS | NUMBER      | AMOUNT     | (A) SOLE   | (C) OTH  | INSTR V   | (A) SOLE |
| <S>              | <C>      | <C>                           | <C>            | <C>         | <C>        | <C>        | <C>      | <C>       | <C>      |
| <C>              | <C>      | STRYKER CORP                  | COM            | 863667101   | 22,138,350 | 352,073    | X        | 28-5284   | 348655   |
|                  |          | 3418                          |                |             | 25,299,139 | 402,340    | X        | X 28-5284 | 383247   |
| 1305             | 17788    |                               |                |             | 25,152     | 400        | X        | 28-11135  | 400      |
|                  |          |                               |                |             | 274,345    | 4,363      | X        | 28-4580   | 4363     |
|                  |          |                               |                |             | 264,348    | 4,204      | X        | X 28-4580 | 3880     |
| 324              |          | STUDENT LN CORP               | COM            | 863902102   | 4,316      | 44         | X        | 28-5284   | 44       |
|                  |          | STURM RUGER & CO INC          | COM            | 864159108   | 3,883      | 550        | X        | 28-5284   | 400      |
| 150              |          | SUBURBAN PROPANE PARTNERS L   | UNIT LTD PARTN | 864482104   | 15,292     | 400        | X        | 28-5284   | 400      |
|                  |          |                               |                |             | 80,283     | 2,100      | X        | X 28-5284 | 2100     |
|                  |          | SUN COMMUNITIES INC           | COM            | 866674104   | 102,088    | 5,600      | X        | X 28-5284 | 500      |
| 5100             |          | SUN LIFE FINL INC             | COM            | 866796105   | 535,176    | 13,069     | X        | 28-5284   | 13069    |
|                  |          |                               |                |             | 167,404    | 4,088      | X        | X 28-5284 | 4088     |
|                  |          | SUN MICROSYSTEMS INC          | COM NEW        | 866810203   | 166,464    | 15,300     | X        | 28-5284   | 15300    |
| 4000             | 3618     |                               |                |             | 166,431    | 15,297     | X        | X 28-5284 | 7679     |
|                  |          |                               |                |             | 749,904    | 68,925     | X        | 28-11439  | 68925    |
|                  |          | SUN HYDRAULICS CORP           | COM            | 866942105   | 286,751    | 8,886      | X        | 28-11135  | 8886     |
|                  |          | SUNAMERICA FCS ED ALPHA GRW F | COM            | 867037103   | 2,587      | 165        | X        | 28-5284   | 165      |
|                  |          | SUNCOR ENERGY INC             | COM            | 867229106   | 1,578,307  | 27,156     | X        | 28-5284   | 25130    |
| 2026             |          |                               |                |             | 1,185,532  | 20,398     | X        | X 28-5284 | 20398    |
|                  |          |                               |                |             | 5,289      | 91         | X        | 28-11135  | 91       |
|                  |          | SUNOCO LOGISTICS PRTRNS L P   | COM UNITS      | 86764L108   | 99,663     | 2,125      | X        | 28-5284   | 2125     |
| 2500             | 690      |                               |                |             | 681,926    | 14,540     | X        | X 28-5284 | 11350    |
|                  |          | SUNOCO INC                    | COM            | 86764P109   | 547,932    | 13,466     | X        | 28-5284   | 12591    |
| 875              |          |                               |                |             | 1,580,888  | 38,852     | X        | X 28-5284 | 37762    |
| 1090             |          | SUNPOWER CORP                 | COM CL A       | 867652109   | 16,196     | 225        | X        | 28-5284   | 225      |
|                  |          |                               |                |             | 1,043,710  | 14,500     | X        | X 28-5284 | 13000    |
| 1500             |          | SUNRISE SENIOR LIVING INC     | COM            | 86768K106   | 8,542      | 380        | X        | 28-5284   | 50       |
| 330              |          | SUNSTONE HOTEL INVS INC NEW   | COM            | 867892101   | 122,176    | 7,360      | X        | 28-5284   | 7360     |
|                  |          |                               |                |             | 6,142      | 370        | X        | X 28-5284 | 370      |
| COLUMN TOTAL     |          |                               |                |             | 57,158,216 |            |          |           |          |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:    | ITEM 5:     | ITEM 6:<br>INVESTMENT |            | ITEM 7:  |                  |
|------------------|------------------------------|----------------|-----------|------------|-------------|-----------------------|------------|----------|------------------|
| VOTING AUTHORITY |                              | ITEM 1:        | ITEM 2:   | CUSIP      | FAIR MARKET | SHARES OR             | DISCRETION | MANAGERS |                  |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE      | AMOUNT      | (B) SHARED            | (A) SOLE   | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | (C) NONE                     |                |           |            |             |                       |            |          |                  |
| <S>              |                              | <C>            | <C>       | <C>        | <C>         | <C>                   | <C>        | <C>      | <C>              |
| <C>              | <C>                          |                |           |            |             |                       |            |          |                  |
|                  | SUNTRUST BKS INC             | COM            | 867914103 | 2,183,161  | 60,275      | X                     |            |          | 28-5284 51507    |
|                  | 8768                         |                |           | 4,660,283  | 128,666     | X                     | X          |          | 28-5284 119191   |
|                  | 200                          |                |           | 91,963     | 2,539       | X                     |            |          | 28-11135 2539    |
|                  | 9275                         |                |           | 76,062     | 2,100       | X                     |            |          | 28-4580 2100     |
|                  | SUNTECH PWR HLDGS CO LTD     | ADR            | 86800C104 | 69,301     | 1,850       | X                     |            |          | 28-5284 1850     |
|                  | 1000                         |                |           | 203,520    | 5,433       | X                     | X          |          | 28-5284 4433     |
|                  | SUPERIOR ENERGY SVCS INC     | COM            | 868157108 | 13,785     | 250         | X                     |            |          | 28-5284 250      |
|                  |                              |                |           | 161,009    | 2,920       | X                     | X          |          | 28-5284 2920     |
|                  |                              |                |           | 1,273,293  | 23,092      | X                     |            |          | 28-11135 23092   |
|                  | SUPERIOR INDS INTL INC       | COM            | 868168105 | 3,393      | 201         | X                     |            |          | 28-5284 201      |
|                  | SUPERTEX INC                 | COM            | 868532102 | 2,801      | 120         | X                     |            |          | 28-5284          |
|                  | 120                          |                |           |            |             |                       |            |          |                  |
|                  | SUPERVALU INC                | COM            | 868536103 | 431,997    | 13,985      | X                     |            |          | 28-5284 8760     |
|                  | 5225                         |                |           | 192,383    | 6,228       | X                     | X          |          | 28-5284 4827     |
|                  | 1401                         |                |           | 13,530     | 438         | X                     |            |          | 28-11135 438     |
|                  | SURMODICS INC                | COM            | 868873100 | 95,509     | 2,130       | X                     |            |          | 28-5284 2000     |
|                  | 130                          |                |           | 418,806    | 9,340       | X                     | X          |          | 28-5284 4650     |
|                  | 4690                         |                |           | 66,533     | 4,860       | X                     |            |          | 28-5284 3786     |
|                  | SUSQUEHANNA BANCSHARES INC P | COM            | 869099101 | 66,533     | 4,860       | X                     |            |          | 28-5284 3786     |
|                  | 1074                         |                |           | 161,090    | 11,767      | X                     | X          |          | 28-5284 5809     |
|                  | 5958                         |                |           | 26,422     | 1,930       | X                     | X          |          | 28-4580 1930     |
|                  | SUSSEX BANCORP               | COM            | 869245100 | 81,000     | 10,000      | X                     | X          |          | 28-5284 10000    |
|                  | SWIFT ENERGY CO              | COM            | 870738101 | 150,220    | 2,274       | X                     |            |          | 28-5284          |
|                  | 2274                         |                |           | 46,242     | 700         | X                     | X          |          | 28-5284 700      |
|                  |                              |                |           | 4,294      | 65          | X                     |            |          | 28-11135 65      |
|                  | SWISS HELVETIA FD INC        | COM            | 870875101 | 191,648    | 12,625      | X                     |            |          | 28-5284 12625    |
|                  |                              |                |           | 134,328    | 8,849       | X                     | X          |          | 28-5284 8849     |
|                  | SYBASE INC                   | COM            | 871130100 | 2,736      | 93          | X                     |            |          | 28-11135 93      |
|                  | SYMANTEC CORP                | COM            | 871503108 | 6,108,215  | 315,670     | X                     |            |          | 28-5284 280347   |
|                  | 35323                        |                |           | 3,366,107  | 173,959     | X                     | X          |          | 28-5284 150830   |
|                  | 23129                        |                |           | 1,683      | 87          | X                     |            |          | 28-11135 87      |
|                  |                              |                |           | 853,993    | 44,134      | X                     |            |          | 28-11439 44134   |
|                  | COLUMN TOTAL                 |                |           | 21,085,307 |             |                       |            |          |                  |

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| ITEM 8:          |                 | ITEM 3:        |           | ITEM 4: | ITEM 5:     | ITEM 6:<br>INVESTMENT |            | ITEM 7:  |                  |
|------------------|-----------------|----------------|-----------|---------|-------------|-----------------------|------------|----------|------------------|
| VOTING AUTHORITY |                 | ITEM 1:        | ITEM 2:   | CUSIP   | FAIR MARKET | SHARES OR             | DISCRETION | MANAGERS |                  |
| (SHARES)         | NAME OF ISSUER  | TITLE OF CLASS | NUMBER    | VALUE   | AMOUNT      | (B) SHARED            | (A) SOLE   | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | (C) NONE        |                |           |         |             |                       |            |          |                  |
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| <C>              | <C>             |                |           |         |             |                       |            |          |                  |
|                  | SYMMETRICOM INC | COM            | 871543104 | 1,037   | 270         | X                     |            |          | 28-5284          |

|                              |                 |           |            |         |   |   |          |        |  |
|------------------------------|-----------------|-----------|------------|---------|---|---|----------|--------|--|
| 270                          |                 |           |            |         |   |   |          |        |  |
| SYNERGY BRANDS INC           | COM PAR \$ .001 | 87159E402 | 278,530    | 480,224 | X | X | 28-5284  |        |  |
| 480224                       |                 |           |            |         |   |   |          |        |  |
| SYNGENTA AG                  | SPONSORED ADR   | 87160A100 | 44,061     | 681     | X |   | 28-5284  | 681    |  |
|                              |                 |           | 163,173    | 2,522   | X | X | 28-5284  | 1000   |  |
| 1522                         |                 |           |            |         |   |   |          |        |  |
|                              |                 |           | 647        | 10      | X |   | 28-11135 | 10     |  |
| SYNOPSIS INC                 | COM             | 871607107 | 1,577      | 66      | X |   | 28-11135 | 66     |  |
| SYNOVUS FINL CORP            | COM             | 87161C105 | 607,521    | 69,590  | X |   | 28-5284  | 55490  |  |
| 14100                        |                 |           |            |         |   |   |          |        |  |
|                              |                 |           | 344,879    | 39,505  | X | X | 28-5284  | 33705  |  |
| 5800                         |                 |           |            |         |   |   |          |        |  |
|                              |                 |           | 1,659      | 190     | X |   | 28-11135 | 190    |  |
|                              |                 |           | 227,853    | 26,100  | X |   | 28-1500  | 26100  |  |
| SYNTEL INC                   | COM             | 87162H103 | 787,362    | 23,350  | X | X | 28-5284  | 23350  |  |
| SYNIVERSE HLDGS INC          | COM             | 87163F106 | 45,911     | 2,834   | X |   | 28-11135 | 2834   |  |
| SYNTAX BRILLIAN CORP         | COM             | 87163L103 | 18,850     | 36,250  | X | X | 28-5284  | 35000  |  |
| 1250                         |                 |           |            |         |   |   |          |        |  |
| SYSCO CORP                   | COM             | 871829107 | 17,385,440 | 631,968 | X |   | 28-5284  | 613043 |  |
| 18925                        |                 |           |            |         |   |   |          |        |  |
|                              |                 |           | 7,654,492  | 278,244 | X | X | 28-5284  | 225112 |  |
| 1300                         | 51832           |           |            |         |   |   |          |        |  |
|                              |                 |           | 7,428      | 270     | X |   | 28-11135 | 270    |  |
|                              |                 |           | 37,111     | 1,349   | X |   | 28-4580  | 1349   |  |
|                              |                 |           | 621,368    | 22,587  | X | X | 28-4580  | 22587  |  |
| SYSTEMAX INC                 | COM             | 871851101 | 176,500    | 10,000  | X |   | 28-5284  | 10000  |  |
| TCF FINL CORP                | COM             | 872275102 | 124,968    | 10,388  | X |   | 28-5284  | 7060   |  |
| 3328                         |                 |           |            |         |   |   |          |        |  |
|                              |                 |           | 393,032    | 32,671  | X | X | 28-5284  | 4302   |  |
| 28369                        |                 |           |            |         |   |   |          |        |  |
| TC PIPELINES LP              | UT COM LTD PRT  | 87233Q108 | 140,960    | 4,000   | X |   | 28-5284  | 4000   |  |
| TCW STRATEGIC INCOME FUND IN | COM             | 872340104 | 5,032      | 1,371   | X | X | 28-5284  | 1371   |  |
| TDK CORP                     | AMERN DEP SH    | 872351408 | 8,100      | 135     | X |   | 28-5284  | 135    |  |
| TD AMERITRADE HLDG CORP      | COM             | 87236Y108 | 15,178     | 839     | X |   | 28-5284  | 839    |  |
|                              |                 |           | 18,090     | 1,000   | X | X | 28-5284  | 1000   |  |
| TECO ENERGY INC              | COM             | 872375100 | 273,073    | 12,707  | X |   | 28-5284  | 12707  |  |
|                              |                 |           | 1,074,307  | 49,991  | X | X | 28-5284  | 47991  |  |
| 2000                         |                 |           |            |         |   |   |          |        |  |
| COLUMN TOTAL                 |                 |           | 30,458,139 |         |   |   |          |        |  |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |     |
|------------------|------------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|----------|----------|-----|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | INVESTMENT |          | MANAGERS |     |
| ITEM 1:          |                              | ITEM 2:        |           | FAIR MARKET |         | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |     |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |     |
| (B) SHARED       | (C) NONE                     |                |           |             |         |           |         |            |          |          |     |
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|                  | TEL OFFSHORE TR              | UNIT BEN INT   | 872382106 | 48,042      | 1,800   | X         | X       | 28-5284    |          | 1800     |     |
|                  | TEPPCO PARTNERS L P          | UT LTD PARTNER | 872384102 | 430,474     | 12,970  | X         |         | 28-5284    |          | 12970    |     |
|                  |                              |                |           | 273,818     | 8,250   | X         | X       | 28-5284    |          | 8250     |     |
|                  | TGC INDS INC                 | COM NEW        | 872417308 | 716,281     | 80,481  | X         |         | 28-5284    |          | 80481    |     |
|                  | THQ INC                      | COM NEW        | 872443403 | 10,474      | 517     | X         |         | 28-5284    |          |          |     |
|                  | 517                          |                |           |             |         |           |         |            |          |          |     |
|                  | TIB FINL CORP                | COM            | 872449103 | 6,060       | 1,000   | X         |         | 28-5284    |          | 1000     |     |
|                  | TJX COS INC NEW              | COM            | 872540109 | 3,778,036   | 120,052 | X         |         | 28-5284    |          | 115552   |     |
|                  | 4500                         |                |           |             |         |           |         |            |          |          |     |
|                  |                              |                |           | 2,238,996   | 71,147  | X         | X       | 28-5284    |          | 68864    |     |
|                  | 2283                         |                |           |             |         |           |         |            |          |          |     |
|                  |                              |                |           | 31,470      | 1,000   | X         |         | 28-11135   |          | 1000     |     |
|                  |                              |                |           | 64,514      | 2,050   | X         |         | 28-4580    |          | 2050     |     |
|                  |                              |                |           | 78,675      | 2,500   | X         | X       | 28-4580    |          | 2500     |     |
|                  | TLC VISION CORP              | COM            | 872549100 | 70,200      | 70,200  | X         | X       | 28-5284    |          |          |     |
|                  | 70200                        |                |           |             |         |           |         |            |          |          |     |
|                  | TVI CORP NEW                 | COM            | 872916101 | 9,945       | 25,500  | X         |         | 28-5284    |          | 25500    |     |
|                  |                              |                |           | 7,215       | 18,500  | X         | X       | 28-5284    |          | 18500    |     |
|                  | TNS INC                      | COM            | 872960109 | 321,855     | 13,433  | X         |         | 28-11135   |          | 13433    |     |
|                  | TTM TECHNOLOGIES INC         | COM            | 87305R109 | 213,143     | 16,135  | X         |         | 28-11135   |          | 16135    |     |
|                  | T-3 ENERGY SRVCS INC         | COM            | 87306E107 | 2,598,669   | 32,700  | X         | X       | 28-5284    |          | 32700    |     |
|                  | TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR  | 874039100 | 244,373     | 22,399  | X         |         | 28-5284    |          | 8732     |     |

|                                      |     |           |            |        |   |   |          |       |
|--------------------------------------|-----|-----------|------------|--------|---|---|----------|-------|
|                                      |     |           | 23,391     | 2,144  | X | X | 28-5284  | 2144  |
|                                      |     |           | 10,834     | 993    | X |   | 28-11135 | 993   |
|                                      |     |           | 1,637      | 150    | X |   | 28-4580  | 150   |
| TAKE-TWO INTERACTIVE SOFTWARE<br>590 | COM | 874054109 | 17,004     | 665    | X |   | 28-5284  | 75    |
| TALBOTS INC                          | COM | 874161102 | 9,678      | 835    | X |   | 28-5284  | 835   |
|                                      |     |           | 3,477      | 300    | X | X | 28-5284  | 300   |
| TALISMAN ENERGY INC                  | COM | 87425E103 | 4,315      | 195    | X | X | 28-5284  | 195   |
|                                      |     |           | 538,334    | 24,326 | X |   | 28-11135 | 24326 |
|                                      |     |           | 44,260     | 2,000  | X |   | 28-4580  | 2000  |
| COLUMN TOTAL                         |     |           | 11,795,170 |        |   |   |          |       |

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| ITEM 8:          |                              | ITEM 3:        |             | ITEM 4:     | ITEM 5:    | ITEM 6:<br>INVESTMENT |           | ITEM 7:  |
|------------------|------------------------------|----------------|-------------|-------------|------------|-----------------------|-----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR   | DISCRETION |                       |           |          |
| ITEM 1:          |                              | ITEM 2:        |             | PRINCIPAL   | (B) SHARED |                       |           | MANAGERS |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER      | AMOUNT      | (A) SOLE   | (C) OTH               | INSTR V   | (A) SOLE |
| (B) SHARED       | (C) NONE                     |                | VALUE       |             |            |                       |           |          |
| <S>              | <C>                          | <C>            | <C>         | <C>         | <C>        | <C>                   | <C>       | <C>      |
| <C>              | <C>                          |                |             |             |            |                       |           |          |
|                  | TANGER FACTORY OUTLET CTRS I | COM            | 875465106   | 323,550     | 9,005      | X                     | 28-5284   | 9005     |
|                  |                              |                |             | 86,232      | 2,400      | X                     | X 28-5284 | 2400     |
|                  | TANGER PPTYS LTD PARTNERSHIP | NOTE           | 875484AE7   | 6,335,901   | 5,850      | X                     | 28-11439  | 5850     |
|                  | TARGET CORP                  | COM            | 87612E106   | 143,764,560 | 3,092,376  | X                     | 28-5284   | 3062366  |
|                  | 30010                        |                |             | 18,478,287  | 397,468    | X                     | X 28-5284 | 311497   |
| 28650            | 57321                        |                |             | 7,020       | 151        | X                     | 28-11135  | 151      |
|                  |                              |                |             | 116,225     | 2,500      | X                     | 28-4580   | 2500     |
|                  |                              |                |             | 253,371     | 5,450      | X                     | X 28-4580 | 5450     |
|                  | TARGETED GENETICS CORP       | COM NEW        | 87612M306   | 4           | 6          | X                     | 28-5284   | 6        |
|                  | TASER INTL INC               | COM            | 87651B104   | 14,970      | 3,000      | X                     | 28-5284   | 3000     |
|                  | TASEKO MINES LTD             | COM            | 876511106   | 5,120       | 1,000      | X                     | 28-5284   | 1000     |
|                  |                              |                |             | 2,560       | 500        | X                     | X 28-5284 | 500      |
|                  | TASTY BAKING CO              | COM            | 876553306   | 4,140       | 750        | X                     | X 28-5284 | 750      |
|                  | TATA MTRS LTD                | SPONSORED ADR  | 876568502   | 3,015       | 300        | X                     | X 28-5284 | 300      |
|                  |                              |                |             | 32,441      | 3,228      | X                     | X 28-4580 | 3228     |
|                  | TAUBMAN CTRES INC            | COM            | 876664103   | 398,687     | 8,195      | X                     | 28-5284   | 8195     |
|                  |                              |                |             | 23,839      | 490        | X                     | X 28-5284 | 490      |
|                  | TECH DATA CORP               | COM            | 878237106   | 13,556      | 400        | X                     | 28-5284   | 400      |
|                  |                              |                |             | 6,778       | 200        | X                     | X 28-5284 | 200      |
|                  |                              |                |             | 1,695       | 50         | X                     | 28-11135  | 50       |
|                  | TECHNE CORP                  | COM            | 878377100   | 186,665     | 2,412      | X                     | 28-5284   | 2412     |
|                  |                              |                |             | 2,542,648   | 32,855     | X                     | X 28-5284 | 18605    |
| 14250            |                              |                |             |             |            |                       |           |          |
|                  | TECHNITROL INC               | COM            | 878555101   | 5,267       | 310        | X                     | 28-5284   |          |
| 310              |                              |                |             |             |            |                       |           |          |
|                  |                              |                |             | 33,980      | 2,000      | X                     | X 28-5284 |          |
| 2000             |                              |                |             |             |            |                       |           |          |
|                  |                              |                |             | 48,048      | 2,828      | X                     | 28-11135  | 2828     |
|                  | TECHNOLOGY SOLUTIONS CO      | COM NEW        | 87872T207   | 1,010,624   | 217,105    | X                     | X 28-5284 |          |
|                  | 217105                       |                |             |             |            |                       |           |          |
|                  | TECHNOLOGY RESH CORP         | COM NEW        | 878727304   | 1,295       | 500        | X                     | 28-5284   | 500      |
|                  | COLUMN TOTAL                 |                |             | 173,065,753 |            |                       |           |          |

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| ITEM 8:          |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:<br>INVESTMENT |         | ITEM 7:  |
|------------------|----------------|----------------|-------------|-----------|------------|-----------------------|---------|----------|
| VOTING AUTHORITY |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION |                       |         |          |
| ITEM 1:          |                | ITEM 2:        |             | PRINCIPAL | (B) SHARED |                       |         | MANAGERS |
| (SHARES)         | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH               | INSTR V | (A) SOLE |
| (B) SHARED       | (C) NONE       |                | VALUE       |           |            |                       |         |          |

VOTING AUTHORITY

| ITEM 1:<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 2:<br>TITLE OF CLASS | CUSIP<br>NUMBER | FAIR MARKET<br>VALUE | PRINCIPAL<br>AMOUNT | (B) SHARED<br>(A) SOLE (C) OTH | MANAGERS<br>INSTR V | (A) SOLE |
|--|---------------------------|-----------------|----------------------|---------------------|--------------------------------|---------------------|----------|
| <S>  | <C>                       | <C>             | <C>                  | <C>                 | <C>                            | <C>                 | <C>      |
| TECK COMINCO LTD   | CL B                      | 878742204       | 49,868               | 1,040               | X                              | 28-5284             | 1040     |
|  |                           |                 | 11,988               | 250                 | X                              | X 28-5284           | 150      |
| 100  |                           |                 |                      |                     |                                |                     |          |
| TECUMSEH PRODS CO  | CL A                      | 878895200       | 32,780               | 1,000               | X                              | 28-5284             | 1000     |
| TEGAL CORP   | COM NEW                   | 879008209       | 323                  | 78                  | X                              | X 28-5284           | 78       |
| TEJON RANCH CO DEL   | COM                       | 879080109       | 90,150               | 2,500               | X                              | X 28-5284           |          |
| 2500   |                           |                 |                      |                     |                                |                     |          |
| TEKELEC  | COM                       | 879101103       | 986                  | 67                  | X                              | 28-11135            | 67       |
| TELE NORTE LESTE PART S A                                    | SPON ADR PFD              | 879246106       | 2,242                | 90                  | X                              | 28-11135            | 90       |
| TELECOM ITALIA S P A NEW                                     | SPON ADR ORD              | 87927Y102       | 9,501                | 476                 | X                              | 28-5284             | 476      |
| TELECOM CORP NEW ZEALAND LTD                                 | SPONSORED ADR             | 879278208       | 4,729                | 350                 | X                              | 28-5284             | 350      |
|  |                           |                 | 28,682               | 2,123               | X                              | X 28-5284           | 2123     |
|  |                           |                 | 1,648                | 122                 | X                              | 28-11135            | 122      |
| TELECOMMUNICATION SYS INC                                    | CL A                      | 87929J103       | 25,465               | 5,500               | X                              | X 28-5284           | 5500     |
| TELEDYNE TECHNOLOGIES INC                                    | COM                       | 879360105       | 13,661               | 280                 | X                              | 28-5284             |          |
| 280  |                           |                 |                      |                     |                                |                     |          |
|  |                           |                 | 2,683                | 55                  | X                              | 28-11135            | 55       |
| TELEFLEX INC   | COM                       | 879369106       | 3,822,924            | 68,770              | X                              | 28-5284             | 67100    |
| 1670   |                           |                 |                      |                     |                                |                     |          |
|  |                           |                 | 689,872              | 12,410              | X                              | X 28-5284           | 12300    |
| 110  |                           |                 |                      |                     |                                |                     |          |
|  |                           |                 | 3,613                | 65                  | X                              | 28-11135            | 65       |
| TELEFONICA S A   | SPONSORED ADR             | 879382208       | 219,641              | 2,760               | X                              | 28-5284             | 2760     |
|  |                           |                 | 505,413              | 6,351               | X                              | X 28-5284           | 6351     |
|  |                           |                 | 33,662               | 423                 | X                              | 28-11135            | 423      |
| TELEFONOS DE MEXICO S A B                                    | SPON ADR A SHS            | 879403707       | 80,953               | 3,390               | X                              | 28-5284             | 3390     |
| TELEFONOS DE MEXICO S A B                                    | SPON ADR ORD L            | 879403780       | 166,565              | 7,034               | X                              | 28-5284             | 7034     |
|  |                           |                 | 182,336              | 7,700               | X                              | X 28-5284           | 4800     |
| 2900   |                           |                 |                      |                     |                                |                     |          |
|  |                           |                 | 3,363                | 142                 | X                              | 28-11135            | 142      |
| TELEPHONE & DATA SYS INC                                     | SPL COM                   | 879433860       | 8,820                | 200                 | X                              | 28-5284             | 200      |
|  |                           |                 | 2,117                | 48                  | X                              | 28-11135            | 48       |
| TELLABS INC  | COM                       | 879664100       | 22,050               | 4,742               | X                              | 28-5284             |          |
| 4742   |                           |                 |                      |                     |                                |                     |          |
|  |                           |                 | 11,625               | 2,500               | X                              | X 28-5284           | 2500     |
| COLUMN TOTAL   |                           |                 | 6,027,660            |                     |                                |                     |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 3:<br>ITEM 2:<br>TITLE OF CLASS | ITEM 4:<br>CUSIP<br>NUMBER | ITEM 5:<br>FAIR MARKET<br>VALUE | ITEM 6:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 7:<br>DISCRETION<br>(B) SHARED<br>(A) SOLE (C) OTH | MANAGERS<br>INSTR V | (A) SOLE |
|--|--------------------------------------|----------------------------|---------------------------------|---|---|---------------------|----------|
| <S>  | <C>                                  | <C>                        | <C>                             | <C>   | <C>   | <C>                 | <C>      |
| TELMEX INTERNACIONAL SAB DE  | SPONS ADR SR L                       | 879690105                  | 100,593                         | 6,248                                       | X   | 28-5284             | 6248     |
|  |                                      |                            | 114,310                         | 7,100                                       | X   | X 28-5284           | 4000     |
| 3100   |                                      |                            |                                 |   |   |                     |          |
|  |                                      |                            | 4,572                           | 284   | X   | 28-11135            | 284      |
| TELMEX INTERNACIONAL SAB DE  | SPON ADR SR A                        | 879690204                  | 44,083                          | 2,750                                       | X   | 28-5284             | 2750     |
|  |                                      |                            | 10,259                          | 640   | X   | X 28-5284           | 640      |
| TEMPLE INLAND INC  | COM                                  | 879868107                  | 36,391                          | 3,229                                       | X   | 28-5284             | 1429     |
| 1800   |                                      |                            |                                 |   |   |                     |          |
|  |                                      |                            | 15,327                          | 1,360                                       | X   | X 28-5284           | 1360     |
| TELETECH HOLDINGS INC  | COM                                  | 879939106                  | 1,198                           | 60  | X   | 28-5284             | 60       |
|  |                                      |                            | 2,375                           | 119   | X   | X 28-5284           | 119      |
| TEMPLETON DRAGON FD INC  | COM                                  | 88018T101                  | 32,234                          | 1,294                                       | X   | 28-5284             | 1294     |
|  |                                      |                            | 154,442                         | 6,200                                       | X   | X 28-5284           | 6200     |
| TEMPLETON EMERGING MKTS FD I   | COM                                  | 880191101                  | 19,850                          | 1,000                                       | X   | X 28-5284           | 1000     |
| TEMPLETON EMERG MKTS INCOME  | COM                                  | 880192109                  | 61,607                          | 4,550                                       | X   | 28-5284             | 4550     |
|  |                                      |                            | 46,862                          | 3,461                                       | X   | X 28-5284           |          |

|       |                              |               |           |           |         |   |           |        |
|-------|------------------------------|---------------|-----------|-----------|---------|---|-----------|--------|
| 3461  | TEMPLETON GLOBAL INCOME FD   | COM           | 880198106 | 136,598   | 15,400  | X | 28-5284   | 15400  |
|       |                              |               |           | 22,175    | 2,500   | X | X 28-5284 | 2500   |
|       | TEMPLETON RUS AND EAST EUR F | COM           | 88022F105 | 115,940   | 2,000   | X | 28-5284   | 2000   |
|       | TEMPUR PEDIC INTL INC        | COM           | 88023U101 | 1,856,242 | 237,675 | X | 28-5284   | 222580 |
| 15095 |                              |               |           | 129,802   | 16,620  | X | X 28-5284 | 16620  |
|       | TENARIS S A                  | SPONSORED ADR | 88031M109 | 70,850    | 951     | X | 28-5284   | 951    |
|       |                              |               |           | 81,205    | 1,090   | X | X 28-5284 | 1090   |
|       | TENET HEALTHCARE CORP        | COM           | 88033G100 | 3,586     | 645     | X | 28-5284   | 645    |
|       | TENNECO INC                  | COM           | 880349105 | 852       | 63      | X | 28-5284   | 62     |
| 1     |                              |               |           | 731       | 54      | X | X 28-5284 | 54     |
|       |                              |               |           | 1,894     | 140     | X | 28-4580   | 140    |
|       | TERADATA CORP DEL            | COM           | 88076W103 | 64,375    | 2,782   | X | X 28-5284 | 2646   |
| 136   |                              |               |           | 2,869     | 124     | X | 28-4580   | 124    |
|       | COLUMN TOTAL                 |               |           | 3,131,222 |         |   |           |        |

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| ITEM 8:          |                              | ITEM 3:        |             | ITEM 4:    | ITEM 5:    | ITEM 6:    |           | ITEM 7:  |
|------------------|------------------------------|----------------|-------------|------------|------------|------------|-----------|----------|
| VOTING AUTHORITY |                              | CUSIP          | FAIR MARKET | SHARES OR  | DISCRETION | INVESTMENT |           | MANAGERS |
| (SHARES)         | ITEM 1:                      | NUMBER         | VALUE       | PRINCIPAL  | (B) SHARED | (A) SOLE   | (C) OTH   | INSTR V  |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |             | AMOUNT     | (A) SOLE   | (C) OTH    |           | (A) SOLE |
| (C) NONE         |                              |                |             |            |            |            |           |          |
| <S>              | <C>                          | <C>            | <C>         | <C>        | <C>        | <C>        | <C>       | <C>      |
| 1600             | TERADYNE INC                 | COM            | 880770102   | 186,098    | 16,811     | X          | 28-5284   | 15211    |
|                  |                              |                |             | 57,099     | 5,158      | X          | X 28-5284 | 5158     |
|                  | TEREX CORP NEW               | COM            | 880779103   | 30,822     | 600        | X          | 28-5284   | 600      |
|                  |                              |                |             | 520,121    | 10,125     | X          | X 28-5284 | 10125    |
|                  |                              |                |             | 397,963    | 7,747      | X          | 28-11135  | 7747     |
|                  | TERNIUM SA                   | SPON ADR       | 880890108   | 8,484      | 202        | X          | X 28-5284 | 202      |
|                  | TERRA INDS INC               | COM            | 880915103   | 2,468      | 50         | X          | 28-5284   | 50       |
|                  | TERRA NITROGEN CO L P        | COM UNIT       | 881005201   | 71,412     | 550        | X          | 28-5284   | 550      |
|                  |                              |                |             | 77,904     | 600        | X          | X 28-5284 | 600      |
|                  | TERRESTAR CORP               | COM            | 881451108   | 9,612      | 2,415      | X          | X 28-5284 |          |
| 2415             |                              |                |             |            |            |            |           |          |
|                  | TESORO CORP                  | COM            | 881609101   | 9,905      | 501        | X          | 28-5284   | 501      |
| 200              |                              |                |             | 323,694    | 16,373     | X          | X 28-5284 | 16173    |
|                  | TETRA TECHNOLOGIES INC DEL   | COM            | 88162F105   | 12,661     | 534        | X          | 28-5284   |          |
| 534              |                              |                |             |            |            |            |           |          |
|                  | TETRA TECH INC NEW           | COM            | 88162G103   | 26,692     | 1,180      | X          | 28-5284   | 750      |
| 430              |                              |                |             | 11,310     | 500        | X          | X 28-5284 | 500      |
|                  | TEVA PHARMACEUTICAL INDS LTD | ADR            | 881624209   | 9,888,083  | 215,897    | X          | 28-5284   | 214877   |
| 1020             |                              |                |             | 13,278,519 | 289,924    | X          | X 28-5284 | 278726   |
| 1328             | 9870                         |                |             | 179,353    | 3,916      | X          | 28-11135  | 3916     |
|                  |                              |                |             | 217,504    | 4,749      | X          | 28-4580   | 4749     |
|                  |                              |                |             | 102,134    | 2,230      | X          | X 28-4580 | 2230     |
|                  | TESSERA TECHNOLOGIES INC     | COM            | 88164L100   | 115        | 7          | X          | X 28-5284 | 7        |
|                  | TEXAS INDS INC               | COM            | 882491103   | 12,349     | 220        | X          | 28-5284   |          |
| 220              |                              |                |             | 398,523    | 7,100      | X          | X 28-5284 | 7100     |
|                  | TEXAS INSTRS INC             | COM            | 882508104   | 19,930,803 | 707,770    | X          | 28-5284   | 651707   |
| 56063            |                              |                |             | 15,499,517 | 550,409    | X          | X 28-5284 | 505331   |
| 1250             | 43828                        |                |             | 780,483    | 27,716     | X          | 28-11135  | 27716    |
|                  |                              |                |             | 72,512     | 2,575      | X          | 28-4580   | 2575     |
|                  |                              |                |             | 94,195     | 3,345      | X          | X 28-4580 | 3345     |
|                  | TEXAS PAC LD TR              | SUB CTF PROP I | 882610108   | 250,275    | 4,700      | X          | 28-5284   | 4700     |
|                  |                              |                |             | 26,625     | 500        | X          | X 28-5284 | 500      |
|                  | COLUMN TOTAL                 |                |             | 62,477,235 |            |            |           |          |

</TABLE>



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|------------------------------|----------------|----------------|-----------|-------------|-----------|------------------|----------|----------|------------------|
| VOTING AUTHORITY             |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION       |          | MANAGERS |                  |
| (SHARES)                     | ITEM 1:        | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED       | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED (C) NONE          | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE (C) OTH | INSTR V  | (A) SOLE |                  |
| <S>                          | <C>            | <C>            | <C>       | <C>         | <C>       | <C>              | <C>      | <C>      | <C>              |
| TEXAS ROADHOUSE INC          | CL A           |                | 882681109 | 353,867     | 39,450    | X                |          |          | 28-5284 39450    |
| TEXTRON INC                  | COM            |                | 883203101 | 6,809,846   | 142,079   | X                |          |          | 28-5284 139249   |
| 2830                         |                |                |           | 5,981,472   | 124,796   | X                | X        |          | 28-5284 122326   |
| 90                           | 2380           |                |           | 403,139     | 8,411     | X                |          |          | 28-11135 8411    |
|                              |                |                |           | 196,753     | 4,105     | X                |          |          | 28-4580 4105     |
|                              |                |                |           | 14,379      | 300       | X                | X        |          | 28-4580 300      |
| THERAGENICS CORP             | COM            |                | 883375107 | 1,089       | 300       | X                |          |          | 28-5284          |
| 300                          |                |                |           |             |           |                  |          |          |                  |
| THERMO FISHER SCIENTIFIC INC | COM            |                | 883556102 | 675,503     | 12,121    | X                |          |          | 28-5284 12121    |
| 13230                        |                |                |           | 1,247,628   | 22,387    | X                | X        |          | 28-5284 9157     |
| THOMAS & BETTS CORP          | COM            |                | 884315102 | 1,584,348   | 28,429    | X                |          |          | 28-11135 28429   |
| 862                          |                |                |           | 366,653     | 9,687     | X                |          |          | 28-5284 9687     |
| THOMSON REUTERS CORP         | COM            |                | 884903105 | 32,190      | 1,000     | X                | X        |          | 28-5284 1000     |
| THOMSON                      | SPONSORED ADR  |                | 885118109 | 8,167       | 1,589     | X                |          |          | 28-5284 1589     |
|                              |                |                |           | 16,448      | 3,200     | X                | X        |          | 28-5284 3200     |
| THOMSON REUTERS PLC          | SPONSORED ADR  |                | 885141101 | 648         | 4         | X                |          |          | 28-5284 4        |
|                              |                |                |           | 25,256      | 156       | X                | X        |          | 28-5284 156      |
| THOR INDS INC                | COM            |                | 885160101 | 15,307      | 720       | X                |          |          | 28-5284 720      |
|                              |                |                |           | 21,260      | 1,000     | X                | X        |          | 28-5284 1000     |
|                              |                |                |           | 532         | 25        | X                |          |          | 28-11135 25      |
| THORNBURG MTG INC            | COM            |                | 885218107 | 414         | 2,050     | X                |          |          | 28-5284 2050     |
|                              |                |                |           | 788         | 3,900     | X                | X        |          | 28-5284 3900     |
|                              |                |                |           | 12          | 59        | X                |          |          | 28-11135 59      |
| THORNBURG MTG INC            | PFD E CV 7.50% |                | 885218503 | 35,000      | 8,750     | X                | X        |          | 28-5284          |
| 8750                         |                |                |           |             |           |                  |          |          |                  |
| THORNBURG MTG INC            | PFD CONV SER F |                | 885218701 | 32,800      | 8,000     | X                | X        |          | 28-5284          |
| 8000                         |                |                |           |             |           |                  |          |          |                  |
| 3COM CORP                    | COM            |                | 885535104 | 7,865       | 3,710     | X                |          |          | 28-5284 3710     |
| 430                          |                |                |           | 1,548       | 730       | X                | X        |          | 28-5284 300      |
| 3-D SYS CORP DEL             | COM NEW        |                | 88554D205 | 102,850     | 48,514    | X                |          |          | 28-11135 48514   |
| COLUMN TOTAL                 |                |                |           | 399,969     | 42,102    | X                |          |          | 28-11135 42102   |
| </TABLE>                     |                |                |           | 18,660,522  |           |                  |          |          |                  |

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|---------------------|----------------|----------------|-----------|-------------|-----------|------------------|----------|----------|------------------|
| VOTING AUTHORITY    |                | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION       |          | MANAGERS |                  |
| (SHARES)            | ITEM 1:        | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED       | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED (C) NONE | NAME OF ISSUER | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE (C) OTH | INSTR V  | (A) SOLE |                  |
| <S>                 | <C>            | <C>            | <C>       | <C>         | <C>       | <C>              | <C>      | <C>      | <C>              |
| 3M CO               | COM            |                | 88579Y101 | 98,416,405  | 1,414,232 | X                |          |          | 28-5284 1356665  |

|                              |              |         |           |             |           |   |   |          |         |
|------------------------------|--------------|---------|-----------|-------------|-----------|---|---|----------|---------|
| 600                          | 56967        |         |           | 107,398,108 | 1,543,298 | X | X | 28-5284  | 1401533 |
| 4825                         | 136940       |         |           | 49,478      | 711       | X |   | 28-11135 | 711     |
|                              |              |         |           | 3,923,693   | 56,383    | X |   | 28-4580  | 56383   |
|                              |              |         |           | 3,248,113   | 46,675    | X | X | 28-4580  | 43300   |
| 3375                         |              |         |           |             |           |   |   |          |         |
| TIDEWATER INC                |              | COM     | 886423102 | 8,327,742   | 128,060   | X |   | 28-5284  | 115995  |
| 12065                        |              |         |           | 578,767     | 8,900     | X | X | 28-5284  | 8900    |
| TIFFANY & CO NEW             |              | COM     | 886547108 | 1,234,970   | 30,306    | X |   | 28-5284  | 18976   |
| 11330                        |              |         |           | 1,631,060   | 40,026    | X | X | 28-5284  | 21871   |
| 18155                        |              |         |           | 61,410      | 1,507     | X |   | 28-11135 | 1507    |
| TIM HORTONS INC              |              | COM     | 88706M103 | 60,106      | 2,095     | X |   | 28-5284  | 2095    |
|                              |              |         |           | 61,626      | 2,148     | X | X | 28-5284  | 1336    |
| 812                          |              |         |           |             |           |   |   |          |         |
| TIMBERLAND CO                |              | CL A    | 887100105 | 20,029      | 1,225     | X |   | 28-5284  | 1225    |
| TIME WARNER INC              |              | COM     | 887317105 | 6,252,512   | 422,467   | X |   | 28-5284  | 376622  |
| 45845                        |              |         |           | 3,692,112   | 249,467   | X | X | 28-5284  | 186209  |
| 200                          | 63058        |         |           |             |           |   |   |          |         |
|                              |              |         |           | 12,121      | 819       | X |   | 28-11135 | 819     |
|                              |              |         |           | 179,790     | 12,148    | X |   | 28-11439 | 12148   |
|                              |              |         |           | 23,680      | 1,600     | X |   | 28-4580  | 1600    |
| TIMKEN CO                    |              | COM     | 887389104 | 3,459       | 105       | X |   | 28-11135 | 105     |
| TITAN MACHY INC              |              | COM     | 88830R101 | 21,924      | 700       | X |   | 28-5284  | 700     |
|                              |              |         |           | 21,924      | 700       | X | X | 28-5284  | 500     |
| 200                          |              |         |           |             |           |   |   |          |         |
| TITANIUM METALS CORP         |              | COM NEW | 888339207 | 69,950      | 5,000     | X |   | 28-5284  | 5000    |
|                              |              |         |           | 40,571      | 2,900     | X | X | 28-5284  | 2900    |
| TIVO INC                     |              | COM     | 888706108 | 15,425      | 2,500     | X |   | 28-5284  | 2500    |
| TOLL BROTHERS INC            |              | COM     | 889478103 | 412,397     | 22,018    | X |   | 28-5284  | 17103   |
| 4915                         |              |         |           | 24,349      | 1,300     | X | X | 28-5284  | 1300    |
|                              |              |         |           | 6,574       | 351       | X |   | 28-4580  | 351     |
| TOLLGRADE COMMUNICATIONS INC |              | COM     | 889542106 | 29,544      | 6,580     | X |   | 28-5284  | 6500    |
| 80                           |              |         |           | 494,529     | 110,140   | X | X | 28-5284  | 4000    |
| 106140                       |              |         |           |             |           |   |   |          |         |
|                              | COLUMN TOTAL |         |           | 236,312,368 |           |   |   |          |         |

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| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>(B) SHARED (C) NONE | ITEM 1:        |     | ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT<br>(B) SHARED<br>(A) SOLE (C) OTH |           | ITEM 7:<br>INSTR V<br>(A) SOLE |
|--|----------------|-----|---------------------------|----------------------------|---------------------------------|---|---|-----------|--------------------------------|
|  | NAME OF ISSUER |     |                           |                            |                                 |   | (A) SOLE  | (C) OTH   |                                |
|  |                | <C> |                           | <C>                        | <C>                             | <C>   | <C>   | <C>       | <C>                            |
| TOMKINS PLC  |                | <C> | SPONSORED ADR             | 890030208                  | 12,681                          | 1,048                                       | X   | 28-5284   | 1048                           |
|  |                |     |                           |                            | 242                             | 20  | X   | 28-11135  | 20                             |
|  |                |     |                           |                            | 1,428                           | 118   | X   | 28-4580   | 118                            |
| TOMPKINS FINANCIAL CORPORATI                                   |                |     | COM                       | 890110109                  | 9,895                           | 266   | X   | 28-5284   |                                |
| 266  |                |     |                           |                            |                                 |   |   |           |                                |
| TOOTSIE ROLL INDS INC  |                |     | COM                       | 890516107                  | 6,458                           | 257   | X   | 28-5284   | 257                            |
|  |                |     |                           |                            | 66,042                          | 2,628                                       | X   | X 28-5284 | 826                            |
| 1802   |                |     |                           |                            |                                 |   |   |           |                                |
| TORCHMARK CORP   |                |     | COM                       | 891027104                  | 1,214,700                       | 20,711                                      | X   | 28-5284   | 8499                           |
| 12212  |                |     |                           |                            | 2,334,035                       | 39,796                                      | X   | X 28-5284 | 12196                          |
| 27600  |                |     |                           |                            | 14,663                          | 250   | X   | 28-11135  | 250                            |
| TORO CO  |                |     | COM                       | 891092108                  | 110,124                         | 3,310                                       | X   | 28-5284   | 3000                           |
| 310  |                |     |                           |                            | 676,712                         | 20,340                                      | X   | X 28-5284 | 9700                           |
| 10640  |                |     |                           |                            | 89,896                          | 2,702                                       | X   | 28-11135  | 2702                           |
| TORONTO DOMINION BK ONT  |                |     | COM NEW                   | 891160509                  | 10,278,473                      | 165,063                                     | X   | 28-5284   | 165063                         |

|                                  |               |           |            |         |   |   |          |        |
|----------------------------------|---------------|-----------|------------|---------|---|---|----------|--------|
| TORTOISE ENERGY INFRSTRCTR C COM |               | 89147L100 | 260,289    | 4,180   | X | X | 28-5284  | 4180   |
|                                  |               |           | 15,596     | 574     | X |   | 28-5284  | 574    |
|                                  |               |           | 27,170     | 1,000   | X | X | 28-5284  | 1000   |
|                                  |               |           | 40,755     | 1,500   | X | X | 28-4580  | 1500   |
| TORTOISE CAP RES CORP            | COM           | 89147N304 | 12,269     | 1,031   | X | X | 28-5284  | 1031   |
| TORTOISE NORTH AMRN ENRGY CO     | COM           | 89147T103 | 24,650     | 1,000   | X |   | 28-5284  | 1000   |
| TORTOISE ENERGY CAP CORP         | COM           | 89147U100 | 25,250     | 1,000   | X |   | 28-5284  | 1000   |
| TOTAL S A                        | SPONSORED ADR | 89151E109 | 9,433,505  | 110,631 | X |   | 28-5284  | 106283 |
| 4348                             |               |           |            |         |   |   |          |        |
|                                  |               |           | 2,443,241  | 28,653  | X | X | 28-5284  | 21195  |
| 7458                             |               |           |            |         |   |   |          |        |
|                                  |               |           | 699,299    | 8,201   | X |   | 28-11135 | 8201   |
|                                  |               |           | 104,029    | 1,220   | X |   | 28-4580  | 1220   |
| TOTAL SYS SVCS INC               | COM           | 891906109 | 695,442    | 31,298  | X |   | 28-5284  | 28098  |
| 3200                             |               |           |            |         |   |   |          |        |
|                                  |               |           | 100,079    | 4,504   | X | X | 28-5284  | 1698   |
| 2806                             |               |           |            |         |   |   |          |        |
|                                  |               |           | 2,022      | 91      | X |   | 28-11135 | 91     |
| TRACK DATA CORP                  | COM NEW       | 891918203 | 219,956    | 99,980  | X | X | 28-5284  |        |
| 99980                            |               |           |            |         |   |   |          |        |
| TOWN SPORTS INTL HLDGS INC       | COM           | 89214A102 | 1,382      | 148     | X |   | 28-5284  | 148    |
| COLUMN TOTAL                     |               |           | 28,920,283 |         |   |   |          |        |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | SHARES OR | ITEM 5:    |            | ITEM 6:    | ITEM 7:  |          |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|------------|------------|----------|----------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | PRINCIPAL | DISCRETION |            | INVESTMENT | MANAGERS |          |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (B) SHARED | (C) OTH    | INSTR V  | (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             |           | (A) SOLE   | (C) OTH    |            |          |          |
| (C) NONE         |                              |                |           |             |           |            |            |            |          |          |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>        | <C>        | <C>      | <C>      |
|                  | TOWNEBANK PORTSMOUTH VA      | COM            | 89214P109 | 15,060      | 1,000     | X          | X          |            | 28-5284  |          |
|                  | 1000                         |                |           |             |           |            |            |            |          |          |
|                  | TOYOTA MOTOR CORP            | SP ADR REP2COM | 892331307 | 1,002,416   | 10,664    | X          |            |            | 28-5284  | 10464    |
|                  | 200                          |                |           |             |           |            |            |            |          |          |
|                  |                              |                |           | 393,954     | 4,191     | X          | X          |            | 28-5284  | 3961     |
|                  | 230                          |                |           |             |           |            |            |            |          |          |
|                  |                              |                |           | 426,290     | 4,535     | X          |            |            | 28-11135 | 4535     |
|                  | TORREYPINES THERAPEUTICS INC | COM            | 89235K105 | 50,375      | 40,625    | X          | X          |            | 28-5284  |          |
|                  | 40625                        |                |           |             |           |            |            |            |          |          |
|                  | TRACTOR SUPPLY CO            | COM            | 892356106 | 17,424      | 600       | X          |            |            | 28-5284  | 500      |
|                  | 100                          |                |           |             |           |            |            |            |          |          |
|                  |                              |                |           | 254,100     | 8,750     | X          | X          |            | 28-5284  | 4150     |
|                  | 4600                         |                |           |             |           |            |            |            |          |          |
|                  | TRANS WORLD ENTMT CORP       | COM            | 89336Q100 | 3,557,069   | 1,252,489 | X          | X          |            | 28-5284  |          |
|                  | 1252489                      |                |           |             |           |            |            |            |          |          |
|                  | TRANSAMERICA INCOME SHS INC  | COM            | 893506105 | 168,702     | 9,300     | X          | X          |            | 28-5284  |          |
|                  | 9300                         |                |           |             |           |            |            |            |          |          |
|                  | TRANSATLANTIC HLDGS INC      | COM            | 893521104 | 104,300     | 1,847     | X          |            |            | 28-5284  | 1250     |
|                  | 597                          |                |           |             |           |            |            |            |          |          |
|                  |                              |                |           | 1,129       | 20        | X          | X          |            | 28-5284  | 20       |
|                  | TRANSCANADA CORP             | COM            | 89353D107 | 108,556     | 2,800     | X          |            |            | 28-5284  | 2800     |
|                  |                              |                |           | 252,005     | 6,500     | X          | X          |            | 28-5284  | 2500     |
|                  | 4000                         |                |           |             |           |            |            |            |          |          |
|                  | TRANSDIGM GROUP INC          | COM            | 893641100 | 221,157     | 6,584     | X          | X          |            | 28-5284  | 6584     |
|                  | TRANSMERIDIAN EXPL INC       | COM            | 89376N108 | 3,150       | 5,000     | X          | X          |            | 28-5284  | 5000     |
|                  | TRANSMETA CORP DEL           | COM            | 89376R208 | 691         | 50        | X          |            |            | 28-5284  | 50       |
|                  |                              |                |           | 1,500,581   | 108,659   | X          | X          |            | 28-5284  |          |
|                  | 108659                       |                |           |             |           |            |            |            |          |          |
|                  | TRAVELERS COMPANIES INC      | COM            | 89417E109 | 4,441,643   | 102,342   | X          |            |            | 28-5284  | 74465    |
|                  | 27877                        |                |           |             |           |            |            |            |          |          |
|                  |                              |                |           | 7,281,218   | 167,770   | X          | X          |            | 28-5284  | 156659   |
|                  | 11111                        |                |           |             |           |            |            |            |          |          |
|                  |                              |                |           | 34,286      | 790       | X          |            |            | 28-11135 | 790      |
|                  |                              |                |           | 14,105      | 325       | X          |            |            | 28-4580  | 325      |
|                  |                              |                |           | 165,875     | 3,822     | X          | X          |            | 28-4580  | 3822     |
|                  | TRAVELCENTERS OF AMERICA LLC | COM            | 894174101 | 472         | 208       | X          |            |            | 28-5284  | 208      |
|                  |                              |                |           | 16,644      | 7,332     | X          | X          |            | 28-5284  | 20       |
|                  | 7312                         |                |           |             |           |            |            |            |          |          |
|                  | TREDEGAR CORP                | COM            | 894650100 | 2,646       | 180       | X          |            |            | 28-5284  |          |



| <S>                               | <C>            | <C>       | <C>        | <C>       | <C> | <C> | <C>      | <C>     |
|-----------------------------------|----------------|-----------|------------|-----------|-----|-----|----------|---------|
| <C>                               | <C>            |           |            |           |     |     |          |         |
| II VI INC                         | COM            | 902104108 | 115,236    | 3,300     | X   |     | 28-5284  | 3300    |
|                                   |                |           | 3,070,725  | 87,936    | X   | X   | 28-5284  | 87936   |
| TYSON FOODS INC<br>6000           | CL A           | 902494103 | 97,723     | 6,541     | X   |     | 28-5284  | 541     |
|                                   |                |           | 50,916     | 3,408     | X   | X   | 28-5284  | 3408    |
| UAL CORP<br>77                    | COM NEW        | 902549807 | 402        | 77        | X   | X   | 28-5284  |         |
| UCBH HOLDINGS INC<br>720          | COM            | 90262T308 | 1,955      | 869       | X   |     | 28-5284  | 149     |
| UDR INC                           | COM            | 902653104 | 447,600    | 20,000    | X   |     | 28-5284  | 20000   |
|                                   |                |           | 261,510    | 11,685    | X   | X   | 28-5284  | 11685   |
| UGI CORP NEW<br>3750              | COM            | 902681105 | 265,166    | 9,236     | X   |     | 28-5284  | 5486    |
|                                   |                |           | 678,188    | 23,622    | X   | X   | 28-5284  | 23622   |
| UIL HLDG CORP<br>200              | COM            | 902748102 | 5,882      | 200       | X   |     | 28-5284  |         |
|                                   |                |           | 9,794      | 333       | X   | X   | 28-5284  | 333     |
| UST INC                           | COM            | 902911106 | 859,616    | 15,741    | X   |     | 28-5284  | 15741   |
|                                   |                |           | 564,886    | 10,344    | X   | X   | 28-5284  | 10344   |
|                                   |                |           | 65,532     | 1,200     | X   |     | 28-4580  | 1200    |
| US BANCORP DEL<br>86140           | COM NEW        | 902973304 | 44,021,186 | 1,578,386 | X   |     | 28-5284  | 1492246 |
|                                   |                |           | 15,200,580 | 545,019   | X   | X   | 28-5284  | 439198  |
| 5490 100331                       |                |           | 189,262    | 6,786     | X   |     | 28-11135 | 6786    |
|                                   |                |           | 31,850     | 1,142     | X   |     | 28-4580  | 1142    |
|                                   |                |           | 241,639    | 8,664     | X   | X   | 28-4580  | 8664    |
| UQM TECHNOLOGIES INC              | COM            | 903213106 | 660        | 300       | X   |     | 28-5284  | 300     |
| URS CORP NEW                      | COM            | 903236107 | 8,394      | 200       | X   |     | 28-5284  | 200     |
|                                   |                |           | 12,591     | 300       | X   | X   | 28-5284  | 300     |
|                                   |                |           | 3,148      | 75        | X   |     | 28-11135 | 75      |
| USANA HEALTH SCIENCES INC<br>7700 | COM            | 90328M107 | 206,899    | 7,700     | X   | X   | 28-5284  |         |
| USA TECHNOLOGIES INC<br>4000      | CONV PFD SER A | 90328S203 | 41,000     | 4,000     | X   | X   | 28-5284  |         |
| USA TECHNOLOGIES INC<br>60        | COM NO PAR     | 90328S500 | 9,461      | 1,590     | X   |     | 28-5284  | 1590    |
|                                   |                |           | 8,586      | 1,443     | X   | X   | 28-5284  | 1383    |
| COLUMN TOTAL                      |                |           | 66,470,387 |           |     |     |          |         |

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|---------------------------|---------------------|----------------|--------------|-------------------|----------------------------|--|---------------------------|------|
| VOTING AUTHORITY          | NAME OF ISSUER      | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |      |
| (SHARES)                  | (B) SHARED (C) NONE |                |              |                   |                            |  |                           |      |
| U S G CORP                | COM NEW             | 903293405      | 36,963       | 1,250             | X                          |  | 28-5284                   | 1250 |
|                           |                     |                | 90,189       | 3,050             | X                          | X                                      | 28-5284                   | 1050 |
| 2000                      | NOTE 3.000%10       | 90333EAC2      | 37,375,000   | 500,000           | X                          | X                                      | 28-5284                   |      |
| USEC INC<br>500000        | COM                 | 90333E108      | 10,385       | 1,708             | X                          |  | 28-5284                   | 1708 |
|                           |                     |                | 6,080        | 1,000             | X                          | X                                      | 28-5284                   | 1000 |
| U S AIRWAYS GROUP INC     | COM                 | 90341W108      | 833          | 333               | X                          |  | 28-5284                   | 333  |
| U S SHIPPING PARTNERS L P | COM UNIT            | 903417103      | 95           | 50                | X                          | X                                      | 28-5284                   | 50   |
| ULTRA CLEAN HLDGS INC     | COM                 | 90385V107      | 4,776        | 600               | X                          | X                                      | 28-5284                   | 600  |
| ULTRALIFE CORP            | COM                 | 903899102      | 748          | 70                | X                          |  | 28-11135                  | 70   |
| ULTRA PETROLEUM CORP      | COM                 | 903914109      | 210,737      | 2,146             | X                          |  | 28-5284                   | 2146 |
|                           |                     |                | 1,428,515    | 14,547            | X                          | X                                      | 28-5284                   | 3797 |
| 10750                     |                     |                | 2,455        | 25                | X                          |  | 28-11135                  | 25   |
| ULTRATECH INC<br>160      | COM                 | 904034105      | 2,483        | 160               | X                          |  | 28-5284                   |      |
| UMPQUA HLDGS CORP         | COM                 | 904214103      | 1,031        | 85                | X                          |  | 28-5284                   | 85   |
| UNDER ARMOUR INC          | CL A                | 904311107      | 12,820       | 500               | X                          |  | 28-5284                   | 100  |

|                      |              |           |            |         |   |           |        |
|----------------------|--------------|-----------|------------|---------|---|-----------|--------|
| 400                  |              |           | 112,816    | 4,400   | X | X 28-5284 | 4400   |
| UNIFIRST CORP MASS   | COM          | 904708104 | 4,466      | 100     | X | 28-5284   |        |
| 100                  |              |           |            |         |   |           |        |
| UNILEVER PLC         | SPON ADR NEW | 904767704 | 5,181,927  | 182,398 | X | 28-5284   | 154251 |
| 28147                |              |           | 2,365,985  | 83,280  | X | X 28-5284 | 58972  |
| 24308                |              |           | 30,342     | 1,068   | X | 28-11135  | 1068   |
|                      |              |           | 3,324      | 117     | X | 28-4580   | 117    |
|                      |              |           | 36,507     | 1,285   | X | X 28-4580 | 1285   |
| UNILEVER N V         | N Y SHS NEW  | 904784709 | 8,509,378  | 299,626 | X | 28-5284   | 287234 |
| 12392                |              |           | 12,918,280 | 454,869 | X | X 28-5284 | 433938 |
| 5352                 | 15579        |           | 145,436    | 5,121   | X | 28-11135  | 5121   |
|                      |              |           | 73,613     | 2,592   | X | 28-4580   | 2292   |
| 300                  |              |           | 74,465     | 2,622   | X | X 28-4580 | 2622   |
| UNION BANKSHARES INC | COM          | 905400107 | 80,200     | 4,000   | X | X 28-5284 | 4000   |
| COLUMN TOTAL         |              |           | 68,719,849 |         |   |           |        |

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|------------------|------------------------------|----------------|--------------------|-------------|---------|-----------|---------|------------|----------|----------|-----|
| VOTING AUTHORITY |                              | CUSIP          |                    | FAIR MARKET |         | SHARES OR |         | DISCRETION |          | MANAGERS |     |
| ITEM 1:          |                              | ITEM 2:        |                    |             |         | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |     |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER             | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |     |
| (B) SHARED       | (C) NONE                     |                |                    |             |         |           |         |            |          |          |     |
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|                  | UNION DRILLING INC           | COM            | 90653P105          | 671,538     | 30,975  | X         |         | 28-11135   |          | 30975    |     |
|                  | UNION PAC CORP               | COM            | 907818108          | 43,265,653  | 573,055 | X         |         | 28-5284    |          | 539663   |     |
|                  | 33392                        |                |                    | 30,521,177  | 404,254 | X         | X       | 28-5284    |          | 382609   |     |
| 3833             | 17812                        |                |                    | 170,404     | 2,257   | X         |         | 28-11135   |          | 2257     |     |
|                  |                              |                |                    | 213,288     | 2,825   | X         |         | 28-4580    |          | 2825     |     |
|                  |                              |                |                    | 496,790     | 6,580   | X         | X       | 28-4580    |          | 6580     |     |
|                  | UNIONBANCAL CORP             | COM            | 908906100          | 88,560      | 2,191   | X         |         | 28-5284    |          |          |     |
|                  | 2191                         |                |                    | 181,082     | 4,480   | X         |         | 28-11135   |          | 4480     |     |
|                  | UNISOURCE ENERGY CORP        | COM            | 909205106          | 8,373       | 270     | X         |         | 28-5284    |          |          |     |
|                  | 270                          |                |                    | 4,341       | 140     | X         |         | 28-11135   |          | 140      |     |
|                  | UNISYS CORP                  | COM            | 909214108          | 5,925       | 1,500   | X         |         | 28-5284    |          | 1500     |     |
|                  |                              |                |                    | 593         | 150     | X         | X       | 28-5284    |          | 150      |     |
|                  | UNIT CORP                    | COM            | 909218109          | 362,579     | 4,370   | X         |         | 28-5284    |          | 4000     |     |
|                  | 370                          |                |                    | 10,869      | 131     | X         |         | 28-11135   |          | 131      |     |
|                  | UNITED AMERN HEALTHCARE CORP | COM            | 90934C105          | 1,841,586   | 920,793 | X         | X       | 28-5284    |          |          |     |
|                  | 920793                       |                |                    | 104,706     | 12,275  | X         |         | 28-11135   |          | 12275    |     |
|                  | UNITED CMNTY BKS BLAIRSVLE G | CAP STK        | 90984P105          | 176,876     | 7,707   | X         |         | 28-5284    |          | 7407     |     |
|                  | UNITED BANKSHARES INC WEST V | COM            | 909907107          |             |         |           |         |            |          |          |     |
|                  | 300                          |                |                    | 71,604      | 3,120   | X         | X       | 28-5284    |          | 3120     |     |
|                  | UNITED BANCORP INC OHIO      | COM            | 909911109          | 39,934      | 4,100   | X         |         | 28-5284    |          | 4100     |     |
|                  | UNITED DOMINION REALTY TR IN | NOTE           | 4.000%12 910197AK8 | 2,001,997   | 2,000   | X         |         | 28-11439   |          | 2000     |     |
|                  | UNITED DOMINION REALTY TR IN | NOTE           | 3.625% 910197AM4   | 3,225,689   | 3,500   | X         |         | 28-11439   |          | 3500     |     |
|                  | UNITED FIRE & CAS CO         | COM            | 910331107          | 2,693       | 100     | X         | X       | 28-5284    |          | 100      |     |
|                  | UNITED MICROELECTRONICS CORP | SPON ADR NEW   | 910873405          | 3,273       | 1,121   | X         |         | 28-5284    |          | 1121     |     |
|                  |                              |                |                    | 301         | 103     | X         | X       | 28-5284    |          | 103      |     |
|                  | UNITED NAT FOODS INC         | COM            | 911163103          | 6,428       | 330     | X         |         | 28-5284    |          | 10       |     |
|                  | 320                          |                |                    | 104,647     | 5,372   | X         |         | 28-11135   |          | 5372     |     |
|                  | UNITED ONLINE INC            | COM            | 911268100          | 88,966      | 8,870   | X         |         | 28-5284    |          | 7270     |     |
|                  | 1600                         |                |                    | 586,655     | 58,490  | X         | X       | 28-5284    |          | 27010    |     |
| 31005            | 475                          |                |                    | 84,256,527  |         |           |         |            |          |          |     |
| COLUMN TOTAL     |                              |                |                    |             |         |           |         |            |          |          |     |

</TABLE>







|                               |                |           |  |           |        |   |   |          |       |
|-------------------------------|----------------|-----------|--|-----------|--------|---|---|----------|-------|
|                               |                |           |  | 21,255    | 1,403  | X | X | 28-5284  | 1403  |
|                               |                |           |  | 228,856   | 15,106 | X |   | 28-11135 | 15106 |
| VAN KAMPEN HIGH INCOME TR II  | SH BEN INT     | 920913100 |  | 7,785     | 2,359  | X |   | 28-5284  | 2359  |
| VAN KAMPEN MUN TR             | SH BEN INT     | 920919107 |  | 24,786    | 1,700  | X |   | 28-5284  | 1700  |
|                               |                |           |  | 29,160    | 2,000  | X | X | 28-5284  | 2000  |
| VAN KAMPEN TR INSD MUNS       | COM            | 920928108 |  | 44,485    | 3,365  | X | X | 28-5284  | 3365  |
| VAN KAMPEN TR INVST GRADE MUN | COM            | 920929106 |  | 20,835    | 1,500  | X | X | 28-5284  | 1500  |
| VAN KAMPEN MUN OPPORTUNITY T  | COM            | 920935103 |  | 4,155     | 300    | X | X | 28-5284  | 300   |
| VAN KAMPEN BD FD              | COM            | 920955101 |  | 43,212    | 2,600  | X | X | 28-5284  |       |
| 2600                          |                |           |  |           |        |   |   |          |       |
| VAN KAMPEN SENIOR INCOME TR   | COM            | 920961109 |  | 69,036    | 11,944 | X |   | 28-5284  | 11944 |
| VAN KAMPEN SELECT SECTOR MUN  | COM            | 92112M103 |  | 34,890    | 3,000  | X |   | 28-5284  | 3000  |
| VAN KAMPEN PA VALUE MUN INCO  | COM            | 92112T108 |  | 591,928   | 46,353 | X |   | 28-5284  | 46353 |
|                               |                |           |  | 275,602   | 21,582 | X | X | 28-5284  | 21582 |
| VAN KAMPEN DYNAMIC CR OPPORT  | COM            | 921166104 |  | 28,500    | 2,000  | X |   | 28-5284  | 2000  |
| VANGUARD SPECIALIZED PORTFOL  | DIV APP ETF    | 921908844 |  | 20,450    | 409    | X | X | 28-5284  | 409   |
| VANGUARD BD INDEX FD INC      | LONG TERM BOND | 921937793 |  | 210,421   | 2,815  | X |   | 28-11135 | 2815  |
| COLUMN TOTAL                  |                |           |  | 7,470,289 |        |   |   |          |       |

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| ITEM 8:          |                          | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |         | ITEM 7:  |          |
|------------------|--------------------------|----------------|-----------|-------------|-----------|------------|---------|----------|----------|
| VOTING AUTHORITY |                          | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |         | MANAGERS |          |
| ITEM 1:          |                          | ITEM 2:        |           | FAIR MARKET | PRINCIPAL | (B) SHARED |         | INSTR V  |          |
| (SHARES)         | NAME OF ISSUER           | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH | INSTR V  | (A) SOLE |
| (B) SHARED       | (C) NONE                 |                |           |             |           |            |         |          |          |
| <S>              | <C>                      | <C>            | <C>       | <C>         | <C>       | <C>        | <C>     | <C>      | <C>      |
|                  |                          |                |           |             |           |            |         |          |          |
|                  | VANGUARD BD INDEX FD INC | SHORT TRM BOND | 921937827 | 232,961     | 3,011     | X          |         | 28-11135 | 3011     |
|                  | VANGUARD BD INDEX FD INC | TOTAL BND MRKT | 921937835 | 1,776,168   | 23,294    | X          |         | 28-5284  | 23294    |
|                  |                          |                |           | 261,766     | 3,433     | X          | X       | 28-5284  | 3433     |
|                  | VANGUARD TAX-MANAGED FD  | EUROPE PAC ETF | 921943858 | 653,824     | 15,230    | X          |         | 28-5284  | 15230    |
|                  |                          |                |           | 94,017      | 2,190     | X          | X       | 28-5284  | 2190     |
|                  |                          |                |           | 94,060      | 2,191     | X          | X       | 28-4580  | 2191     |
|                  | VANGUARD WORLD FDS       | CONSUM DIS ETF | 92204A108 | 1,084,068   | 24,069    | X          |         | 28-5284  | 24069    |
|                  |                          |                |           | 285,193     | 6,332     | X          | X       | 28-5284  | 6332     |
|                  | VANGUARD WORLD FDS       | CONSUM STP ETF | 92204A207 | 1,775,545   | 27,249    | X          |         | 28-5284  | 27249    |
|                  |                          |                |           | 2,062,640   | 31,655    | X          | X       | 28-5284  | 31655    |
|                  | VANGUARD WORLD FDS       | ENERGY ETF     | 92204A306 | 577,320     | 4,466     | X          |         | 28-5284  | 4366     |
|                  | 100                      |                |           |             |           |            |         |          |          |
|                  |                          |                |           | 131,209     | 1,015     | X          | X       | 28-5284  | 1015     |
|                  | VANGUARD WORLD FDS       | FINANCIALS ETF | 92204A405 | 619,411     | 16,296    | X          |         | 28-5284  | 16296    |
|                  |                          |                |           | 95,215      | 2,505     | X          | X       | 28-5284  | 2505     |
|                  |                          |                |           | 14,064      | 370       | X          |         | 28-4580  | 370      |
|                  | VANGUARD WORLD FDS       | HEALTH CAR ETF | 92204A504 | 842,591     | 15,871    | X          |         | 28-5284  | 15317    |
|                  | 554                      |                |           |             |           |            |         |          |          |
|                  |                          |                |           | 44,118      | 831       | X          | X       | 28-5284  | 831      |
|                  |                          |                |           | 63,708      | 1,200     | X          |         | 28-4580  | 1200     |
|                  |                          |                |           | 39,818      | 750       | X          | X       | 28-4580  | 750      |
|                  | VANGUARD WORLD FDS       | INDUSTRIAL ETF | 92204A603 | 2,102,759   | 32,608    | X          |         | 28-5284  | 32608    |
|                  |                          |                |           | 1,351,240   | 20,954    | X          | X       | 28-5284  | 20954    |
|                  | VANGUARD WORLD FDS       | INF TECH ETF   | 92204A702 | 5,691,476   | 107,883   | X          |         | 28-5284  | 107883   |
|                  |                          |                |           | 5,812,656   | 110,180   | X          | X       | 28-5284  | 110180   |
|                  |                          |                |           | 131,732     | 2,497     | X          |         | 28-4580  | 2497     |
|                  | VANGUARD WORLD FDS       | MATERIALS ETF  | 92204A801 | 3,310,568   | 36,780    | X          |         | 28-5284  | 34470    |
|                  | 2310                     |                |           |             |           |            |         |          |          |
|                  |                          |                |           | 1,302,985   | 14,476    | X          | X       | 28-5284  | 14476    |
|                  | VANGUARD WORLD FDS       | UTILITIES ETF  | 92204A876 | 495,858     | 5,908     | X          |         | 28-5284  | 5908     |
|                  |                          |                |           | 11,582      | 138       | X          | X       | 28-5284  | 138      |
|                  |                          |                |           | 33,572      | 400       | X          | X       | 28-4580  | 400      |
|                  | VANGUARD WORLD FDS       | TELCOMM ETF    | 92204A884 | 173,401     | 2,786     | X          |         | 28-5284  | 2786     |
|                  | COLUMN TOTAL             |                |           | 31,165,525  |           |            |         |          |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     | ITEM 5:   | ITEM 6:    |          | ITEM 7:  |                  |
|------------------|------------------------------|----------------|-----------|-------------|-----------|------------|----------|----------|------------------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |                  |
| (SHARES)         | ITEM 1:                      | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | NAME OF ISSUER               | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE         |                              |                |           |             |           |            |          |          |                  |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>              |
| <C>              | <C>                          |                |           |             |           |            |          |          |                  |
|                  | VANGUARD INTL EQUITY INDEX F | ALLWRLD EX US  | 922042775 | 1,361,528   | 25,665    | X          |          | 28-5284  | 25665            |
|                  |                              |                |           | 88,275      | 1,664     | X          | X        | 28-5284  | 1664             |
|                  |                              |                |           | 238,088     | 4,488     | X          | X        | 28-4580  | 4488             |
|                  | VANGUARD INTL EQUITY INDEX F | EMR MKT ETF    | 922042858 | 15,911,766  | 339,995   | X          |          | 28-5284  | 324448           |
|                  | 15547                        |                |           |             |           |            |          |          |                  |
|                  | 1400                         | 29800          |           | 18,797,080  | 401,647   | X          | X        | 28-5284  | 370447           |
|                  |                              |                |           | 602,924     | 12,883    | X          |          | 28-11135 | 12883            |
|                  |                              |                |           | 164,549     | 3,516     | X          |          | 28-4580  | 3516             |
|                  |                              |                |           | 508,997     | 10,876    | X          | X        | 28-4580  | 10876            |
|                  | VANGUARD INTL EQUITY INDEX F | PACIFIC ETF    | 922042866 | 1,226,973   | 19,641    | X          |          | 28-5284  | 18326            |
|                  | 1315                         |                |           |             |           |            |          |          |                  |
|                  |                              |                |           | 135,185     | 2,164     | X          | X        | 28-5284  | 2164             |
|                  |                              |                |           | 43,479      | 696       | X          |          | 28-4580  | 696              |
|                  | VANGUARD INTL EQUITY INDEX F | EURPEAN ETF    | 922042874 | 1,927,753   | 29,382    | X          |          | 28-5284  | 29382            |
|                  |                              |                |           | 466,881     | 7,116     | X          | X        | 28-5284  | 7116             |
|                  | VARIAN MED SYS INC           | COM            | 92220P105 | 9,133,689   | 176,156   | X          |          | 28-5284  | 167598           |
|                  | 8558                         |                |           |             |           |            |          |          |                  |
|                  | 900                          |                |           | 3,028,247   | 58,404    | X          | X        | 28-5284  | 57504            |
|                  |                              |                |           |             |           |            |          |          |                  |
|                  |                              |                |           | 1,296       | 25        | X          |          | 28-11135 | 25               |
|                  |                              |                |           | 14,622      | 282       | X          |          | 28-4580  | 282              |
|                  |                              |                |           | 51,850      | 1,000     | X          | X        | 28-4580  | 1000             |
|                  | VARIAN INC                   | COM            | 922206107 | 5,106       | 100       | X          |          | 28-5284  | 100              |
|                  |                              |                |           | 10,212      | 200       | X          | X        | 28-5284  | 200              |
|                  | VARIAN SEMICONDUCTOR EQUIPMN | COM            | 922207105 | 38,232      | 1,098     | X          |          | 28-5284  | 498              |
|                  | 600                          |                |           |             |           |            |          |          |                  |
|                  |                              |                |           | 15,669      | 450       | X          | X        | 28-5284  | 450              |
|                  |                              |                |           | 1,985       | 57        | X          |          | 28-11135 | 57               |
|                  | VASOGEN INC                  | COM NEW        | 92232F202 | 33          | 110       | X          |          | 28-5284  | 110              |
|                  | VECTREN CORP                 | COM            | 92240G101 | 106,083     | 3,399     | X          |          | 28-5284  | 3399             |
|                  |                              |                |           | 433,226     | 13,881    | X          | X        | 28-5284  | 13881            |
|                  | VECTOR GROUP LTD             | COM            | 92240M108 | 17,711      | 1,098     | X          |          | 28-5284  | 1098             |
|                  | VEECO INSTRS INC DEL         | COM            | 922417100 | 3,698       | 230       | X          |          | 28-5284  |                  |
|                  | 230                          |                |           |             |           |            |          |          |                  |
|                  | VENTAS INC                   | COM            | 92276F100 | 520,248     | 12,221    | X          |          | 28-5284  | 12221            |
|                  |                              |                |           | 69,815      | 1,640     | X          | X        | 28-5284  | 1440             |
|                  | 200                          |                |           |             |           |            |          |          |                  |
|                  |                              |                |           | 2,299       | 54        | X          |          | 28-11135 | 54               |
|                  | COLUMN TOTAL                 |                |           | 54,927,499  |           |            |          |          |                  |

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|------------------|--------------------|----------------|-----------|-------------|-----------|------------|----------|----------|------------------|
| VOTING AUTHORITY |                    | CUSIP          |           | FAIR MARKET | SHARES OR | DISCRETION |          | MANAGERS |                  |
| (SHARES)         | ITEM 1:            | ITEM 2:        | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED | (A) SOLE | (C) OTH  | INSTR V (A) SOLE |
| (B) SHARED       | NAME OF ISSUER     | TITLE OF CLASS |           |             | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR V  | (A) SOLE         |
| (C) NONE         |                    |                |           |             |           |            |          |          |                  |
| <S>              | <C>                | <C>            | <C>       | <C>         | <C>       | <C>        | <C>      | <C>      | <C>              |
| <C>              | <C>                |                |           |             |           |            |          |          |                  |
|                  | VANGUARD INDEX FDS | MCAP VL IDXVIP | 922908512 | 1,548,274   | 32,249    | X          |          | 28-5284  | 22902            |
|                  | 9347               |                |           |             |           |            |          |          |                  |
|                  | 700                | 775            |           | 1,437,371   | 29,939    | X          | X        | 28-5284  | 28464            |
|                  |                    |                |           | 76,912      | 1,602     | X          | X        | 28-4580  | 1602             |
|                  | VANGUARD INDEX FDS | MCAP GR IDXVIP | 922908538 | 2,079,314   | 34,188    | X          |          | 28-5284  | 24216            |

|                    |                |           |  |             |         |   |   |         |        |
|--------------------|----------------|-----------|--|-------------|---------|---|---|---------|--------|
| 9972               |                |           |  | 4,170,306   | 68,568  | X | X | 28-5284 | 30166  |
| 700                | 37702          |           |  |             |         |   |   |         |        |
| VANGUARD INDEX FDS | REIT ETF       | 922908553 |  | 91,719      | 1,570   | X |   | 28-5284 | 1570   |
|                    |                |           |  | 111,407     | 1,907   | X | X | 28-5284 | 579    |
| 1328               |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 11,392      | 195     | X | X | 28-4580 | 195    |
| VANGUARD INDEX FDS | SML CP GRW ETF | 922908595 |  | 3,101,141   | 46,466  | X |   | 28-5284 | 44469  |
| 1997               |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 4,759,496   | 71,314  | X | X | 28-5284 | 5998   |
| 400                | 64916          |           |  |             |         |   |   |         |        |
|                    |                |           |  | 334         | 5       | X |   | 28-4580 | 5      |
|                    |                |           |  | 91,300      | 1,368   | X | X | 28-4580 | 1368   |
| VANGUARD INDEX FDS | SM CP VAL ETF  | 922908611 |  | 825,542     | 14,187  | X |   | 28-5284 | 12248  |
| 1939               |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 923,359     | 15,868  | X | X | 28-5284 | 13790  |
| 400                | 1678           |           |  |             |         |   |   |         |        |
|                    |                |           |  | 291         | 5       | X |   | 28-4580 | 5      |
|                    |                |           |  | 70,875      | 1,218   | X | X | 28-4580 | 1218   |
| VANGUARD INDEX FDS | MID CAP ETF    | 922908629 |  | 3,863,951   | 55,302  | X |   | 28-5284 | 51922  |
| 3380               |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 15,117,423  | 216,365 | X | X | 28-5284 | 31313  |
| 600                | 184452         |           |  |             |         |   |   |         |        |
|                    |                |           |  | 97,748      | 1,399   | X |   | 28-4580 | 1399   |
|                    |                |           |  | 195,217     | 2,794   | X | X | 28-4580 | 2794   |
| VANGUARD INDEX FDS | LARGE CAP ETF  | 922908637 |  | 15,227,791  | 262,684 | X |   | 28-5284 | 255439 |
| 7245               |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 37,976,437  | 655,105 | X | X | 28-5284 | 43071  |
| 612034             |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 951,693     | 16,417  | X | X | 28-4580 | 16417  |
| VANGUARD INDEX FDS | EXTEND MKT ETF | 922908652 |  | 29,250      | 600     | X |   | 28-5284 | 600    |
|                    |                |           |  | 80,243      | 1,646   | X | X | 28-5284 | 1646   |
| VANGUARD INDEX FDS | GROWTH ETF     | 922908736 |  | 15,108,425  | 255,253 | X |   | 28-5284 | 227825 |
| 27428              |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 31,225,033  | 527,539 | X | X | 28-5284 | 100701 |
| 31449              | 395389         |           |  |             |         |   |   |         |        |
|                    |                |           |  | 22,847      | 386     | X | X | 28-4580 | 386    |
| VANGUARD INDEX FDS | VALUE ETF      | 922908744 |  | 14,853,550  | 265,479 | X |   | 28-5284 | 245182 |
| 20297              |                |           |  |             |         |   |   |         |        |
|                    |                |           |  | 4,883,204   | 87,278  | X | X | 28-5284 | 70034  |
| 16580              | 664            |           |  |             |         |   |   |         |        |
|                    |                |           |  | 182,509     | 3,262   | X | X | 28-4580 | 3262   |
| COLUMN TOTAL       |                |           |  | 159,114,354 |         |   |   |         |        |

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| ITEM 8:              |                | ITEM 3:        |        | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |        |
|----------------------|----------------|----------------|--------|-------------|---------|-----------|---------|------------|----------|----------|--------|
| VOTING AUTHORITY     |                | CUSIP          |        | FAIR MARKET |         | SHARES OR |         | INVESTMENT |          | MANAGERS |        |
| ITEM 1:              |                | ITEM 2:        |        | FAIR MARKET |         | PRINCIPAL |         | (B) SHARED |          | (A) SOLE |        |
| (SHARES)             | NAME OF ISSUER | TITLE OF CLASS | NUMBER | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |        |
| (B) SHARED           | (C) NONE       |                |        |             |         |           |         |            |          |          |        |
| <S>                  | <C>            | <C>            | <C>    | <C>         | <C>     | <C>       | <C>     | <C>        | <C>      | <C>      | <C>    |
| VANGUARD INDEX FDS   | SMALL CP ETF   | 922908751      |        | 4,972,823   | 79,527  | X         |         | 28-5284    |          |          | 77295  |
| 2232                 |                |                |        |             |         |           |         |            |          |          |        |
|                      |                |                |        | 8,760,015   | 140,093 | X         | X       | 28-5284    |          |          | 31752  |
| 4530                 | 103811         |                |        |             |         |           |         |            |          |          |        |
|                      |                |                |        | 93,983      | 1,503   | X         |         | 28-4580    |          |          | 1503   |
|                      |                |                |        | 96,859      | 1,549   | X         | X       | 28-4580    |          |          | 1549   |
| VANGUARD INDEX FDS   | STK MRK ETF    | 922908769      |        | 17,413,638  | 271,706 | X         |         | 28-5284    |          |          | 270950 |
| 756                  |                |                |        |             |         |           |         |            |          |          |        |
|                      |                |                |        | 2,780,224   | 43,380  | X         | X       | 28-5284    |          |          | 42436  |
| 174                  | 770            |                |        |             |         |           |         |            |          |          |        |
| VEOLIA ENVIRONNEMENT | SPONSORED ADR  | 92334N103      |        | 107,455     | 1,924   | X         |         | 28-5284    |          |          | 924    |
| 1000                 |                |                |        |             |         |           |         |            |          |          |        |
|                      |                |                |        | 569,670     | 10,200  | X         | X       | 28-5284    |          |          | 7200   |
| 3000                 |                |                |        |             |         |           |         |            |          |          |        |
|                      |                |                |        | 279         | 5       | X         |         | 28-11135   |          |          | 5      |
| VERENIUM CORPORATION | COM            | 92340P100      |        | 2,248       | 1,165   | X         |         | 28-5284    |          |          | 1165   |
| VERIFONE HLDGS INC   | COM            | 92342Y109      |        | 9,560       | 800     | X         |         | 28-5284    |          |          | 800    |
|                      |                |                |        | 2,390       | 200     | X         | X       | 28-5284    |          |          | 200    |

|                                     |         |           |             |           |   |           |         |
|-------------------------------------|---------|-----------|-------------|-----------|---|-----------|---------|
| VERISIGN INC                        | COM     | 92343E102 | 22,604      | 598       | X | 28-5284   | 598     |
|                                     |         |           | 132,300     | 3,500     | X | X 28-5284 | 3500    |
| VERIZON COMMUNICATIONS INC<br>82195 | COM     | 92343V104 | 69,359,114  | 1,959,297 | X | 28-5284   | 1877102 |
| 5138 535847                         |         |           | 110,340,101 | 3,116,952 | X | X 28-5284 | 2575967 |
|                                     |         |           | 1,008,369   | 28,485    | X | 28-11135  | 28485   |
|                                     |         |           | 612,420     | 17,300    | X | 28-11439  | 17300   |
|                                     |         |           | 1,328,987   | 37,542    | X | 28-4580   | 37542   |
|                                     |         |           | 1,155,987   | 32,655    | X | X 28-4580 | 31106   |
| 590 959                             |         |           |             |           |   |           |         |
| VERSAR INC                          | COM     | 925297103 | 12,000      | 2,500     | X | X 28-5284 | 2500    |
| VERTEX PHARMACEUTICALS INC<br>340   | COM     | 92532F100 | 71,626      | 2,140     | X | 28-5284   | 1800    |
| VIAD CORP                           | COM NEW | 92552R406 | 13,849      | 537       | X | 28-5284   | 537     |
| VIASAT INC<br>200                   | COM     | 92552V100 | 19,200      | 950       | X | 28-5284   | 750     |
|                                     |         |           | 8,084       | 400       | X | X 28-5284 | 400     |
| VIACOM INC NEW<br>387               | CL A    | 92553P102 | 54,241      | 1,772     | X | 28-5284   | 1385    |
|                                     |         |           | 37,956      | 1,240     | X | X 28-5284 | 887     |
| 353                                 |         |           |             |           |   |           |         |
| COLUMN TOTAL                        |         |           | 218,985,982 |           |   |           |         |

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|---------------------------------|----------------|----------------|-------------|-----------|------------|------------|----------|----------|
| VOTING AUTHORITY                |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | INVESTMENT |          | MANAGERS |
| ITEM 1:                         |                | ITEM 2:        |             | PRINCIPAL | (B) SHARED |            |          |          |
| (SHARES)                        | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH    | INSTR V  | (A) SOLE |
| (B) SHARED                      | (C) NONE       |                | VALUE       |           |            |            |          |          |
| <S>                             | <C>            | <C>            | <C>         | <C>       | <C>        | <C>        | <C>      | <C>      |
| <C>                             | <C>            |                |             |           |            |            |          |          |
| VIACOM INC NEW<br>10828         | CL B           | 92553P201      | 1,670,569   | 54,701    | X          |            | 28-5284  | 43873    |
| 300 15452                       |                |                | 1,815,969   | 59,462    | X          | X          | 28-5284  | 43710    |
|                                 |                |                | 18,721      | 613       | X          |            | 28-11135 | 613      |
|                                 |                |                | 1,527       | 50        | X          |            | 28-4580  | 50       |
|                                 |                |                | 30,540      | 1,000     | X          | X          | 28-4580  | 1000     |
| VICAL INC                       | COM            | 925602104      | 3,370       | 1,000     | X          |            | 28-5284  | 1000     |
| VICOR CORP<br>130               | COM            | 925815102      | 1,297       | 130       | X          |            | 28-5284  |          |
| VILLAGE BK & TR FINANCIAL CO    | COM            | 92705T101      | 697,006     | 73,369    | X          | X          | 28-5284  | 73369    |
| VIROPHARMA INC                  | COM            | 928241108      | 277         | 25        | X          |            | 28-5284  | 25       |
|                                 |                |                | 2,212       | 200       | X          | X          | 28-5284  | 200      |
| VISA INC<br>4925                | COM CL A       | 92826C839      | 6,533,015   | 80,347    | X          |            | 28-5284  | 75422    |
| 600                             |                |                | 2,761,532   | 33,963    | X          | X          | 28-5284  | 33363    |
|                                 |                |                | 7,643       | 94        | X          |            | 28-11135 | 94       |
|                                 |                |                | 20,897      | 257       | X          |            | 28-4580  | 257      |
| VISHAY INTERTECHNOLOGY INC      | COM            | 928298108      | 57,212      | 6,450     | X          |            | 28-5284  | 6450     |
|                                 |                |                | 54,932      | 6,193     | X          | X          | 28-5284  | 6193     |
| VISTEON CORP                    | COM            | 92839U107      | 34          | 13        | X          |            | 28-5284  | 13       |
|                                 |                |                | 1,220       | 464       | X          | X          | 28-5284  | 464      |
|                                 |                |                | 1,375       | 523       | X          |            | 28-4580  | 523      |
| VITAL IMAGES INC                | COM            | 92846N104      | 12,440      | 1,000     | X          |            | 28-5284  | 1000     |
| VITAL SIGNS INC<br>70           | COM            | 928469105      | 3,975       | 70        | X          |            | 28-5284  |          |
|                                 |                |                | 71,656      | 1,262     | X          |            | 28-11135 | 1262     |
| VMWARE INC                      | CL A COM       | 928563402      | 27,469      | 510       | X          |            | 28-5284  | 510      |
|                                 |                |                | 8,079       | 150       | X          | X          | 28-5284  | 150      |
| VODAFONE GROUP PLC NEW<br>46126 | SPONS ADR NEW  | 92857W209      | 8,167,314   | 277,234   | X          |            | 28-5284  | 231108   |
| 612 60710                       |                |                | 11,089,392  | 376,422   | X          | X          | 28-5284  | 315100   |
|                                 |                |                | 533,845     | 18,121    | X          |            | 28-11135 | 18121    |
|                                 |                |                | 64,547      | 2,191     | X          |            | 28-4580  | 2191     |
|                                 |                |                | 57,977      | 1,968     | X          | X          | 28-4580  | 1968     |
| COLUMN TOTAL                    |                |                | 33,716,042  |           |            |            |          |          |



| <S>                              | <C>     | <C>       | <C>         | <C>       | <C> | <C> | <C>      | <C>     |
|----------------------------------|---------|-----------|-------------|-----------|-----|-----|----------|---------|
| WSFS FINL CORP                   | COM     | 929328102 | 22,300      | 500       | X   |     | 28-5284  | 500     |
|                                  |         |           | 11,551      | 259       | X   |     | 28-4580  | 259     |
| WSB HOLDINGS INC                 | COM     | 92934C101 | 13,125      | 2,500     | X   | X   | 28-5284  | 2500    |
| WVS FINL CORP                    | COM     | 929358109 | 31,800      | 2,000     | X   |     | 28-5284  | 2000    |
| WABASH NATL CORP<br>200          | COM     | 929566107 | 1,512       | 200       | X   |     | 28-5284  |         |
| WABTEC CORP<br>61650             | COM     | 929740108 | 3,089,801   | 63,550    | X   |     | 28-5284  | 1900    |
| 149205                           |         |           | 9,201,092   | 189,245   | X   | X   | 28-5284  | 40040   |
|                                  |         |           | 98,699      | 2,030     | X   |     | 28-11135 | 2030    |
|                                  |         |           | 13,001,085  | 267,402   | X   |     | 28-4580  | 267402  |
| WACHOVIA CORP NEW<br>118399      | COM     | 929903102 | 21,091,604  | 1,358,120 | X   |     | 28-5284  | 1239721 |
| 2895 100171                      |         |           | 17,948,953  | 1,155,760 | X   | X   | 28-5284  | 1052694 |
|                                  |         |           | 373,993     | 24,082    | X   |     | 28-11135 | 24082   |
|                                  |         |           | 420,335     | 27,066    | X   |     | 28-4580  | 27066   |
|                                  |         |           | 232,049     | 14,942    | X   | X   | 28-4580  | 14942   |
| WADDELL & REED FINL INC<br>19691 | CL A    | 930059100 | 171,899     | 4,910     | X   |     | 28-5284  | 4910    |
|                                  |         |           | 689,382     | 19,691    | X   | X   | 28-5284  |         |
|                                  |         |           | 317,086     | 9,057     | X   |     | 28-11135 | 9057    |
| WAL MART STORES INC<br>94265     | COM     | 931142103 | 93,353,651  | 1,661,097 | X   |     | 28-5284  | 1566832 |
| 6407 74682                       |         |           | 59,642,700  | 1,061,258 | X   | X   | 28-5284  | 980169  |
|                                  |         |           | 553,458     | 9,848     | X   |     | 28-11135 | 9848    |
|                                  |         |           | 1,550,670   | 27,592    | X   |     | 28-4580  | 27392   |
| 200                              |         |           | 523,278     | 9,311     | X   | X   | 28-4580  | 8955    |
| 356                              |         |           | 16,573,891  | 509,809   | X   |     | 28-5284  | 473891  |
| WALGREEN CO<br>35918             | COM     | 931422109 | 11,349,859  | 349,119   | X   | X   | 28-5284  | 318800  |
| 300 30019                        |         |           | 65,248      | 2,007     | X   |     | 28-11135 | 2007    |
|                                  |         |           | 173,929     | 5,350     | X   |     | 28-4580  | 5350    |
|                                  |         |           | 78,024      | 2,400     | X   | X   | 28-4580  | 2400    |
| WALTER INDS INC                  | COM     | 93317Q105 | 10,877      | 100       | X   |     | 28-5284  | 100     |
|                                  |         |           | 62,543      | 575       | X   | X   | 28-5284  | 575     |
| WARNACO GROUP INC<br>3694        | COM NEW | 934390402 | 162,795     | 3,694     | X   |     | 28-5284  |         |
|                                  |         |           | 81,926      | 1,859     | X   |     | 28-11135 | 1859    |
| COLUMN TOTAL                     |         |           | 250,899,115 |           |     |     |          |         |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                   | ITEM 1:                     | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7:                   |
|---------------------------|-----------------------------|----------------|--------------|-------------------|----------------------------|--|---------------------------|
| VOTING AUTHORITY          | NAME OF ISSUER              | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | MANAGERS INSTR V (A) SOLE |
| (SHARES)                  | (B) SHARED (C) NONE         |                |              |                   |                            |  |                           |
|                           | WARNER MUSIC GROUP CORP     | COM            | 934550104    | 1,021             | 143                        | X                                      | 28-5284 143               |
|                           | WASHINGTON MUT INC<br>12969 | COM            | 939322103    | 819,001           | 166,126                    | X                                      | 28-5284 153157            |
| 3470 3500                 |                             |                |              | 418,730           | 84,935                     | X                                      | X 28-5284 77965           |
|                           |                             |                |              | 365,550           | 74,148                     | X                                      | 28-11135 74148            |
|                           |                             |                |              | 21,076            | 4,275                      | X                                      | 28-4580 4275              |
|                           |                             |                |              | 12,325            | 2,500                      | X                                      | X 28-4580 2500            |
| WASHINGTON POST CO<br>280 | CL B                        | 939640108      | 310,470      | 529               | 529                        | X                                      | 28-5284 249               |
| 418                       |                             |                |              | 1,360,434         | 2,318                      | X                                      | X 28-5284 1900            |
|                           |                             |                |              | 15,846            | 27                         | X                                      | 28-11135 27               |

|   |            |           |            |        |   |           |       |
|---|------------|-----------|------------|--------|---|-----------|-------|
| WASHINGTON REAL ESTATE INVT<br>2650                   | SH BEN INT | 939653101 | 136,728    | 4,550  | X | 28-5284   | 1900  |
| 400   |            |           | 242,654    | 8,075  | X | X 28-5284 | 7675  |
| WASHINGTON TR BANCORP<br>WASTE CONNECTIONS INC<br>495 | COM        | 940610108 | 75,125     | 2,500  | X | X 28-4580 | 2500  |
|   | COM        | 941053100 | 80,672     | 4,095  | X | X 28-5284 | 4095  |
|   |            |           | 18,296     | 573    | X | 28-5284   | 78    |
| WASTE MGMT INC DEL<br>23600                           | COM        | 94106L109 | 16,412     | 514    | X | 28-11135  | 514   |
| 18550   |            |           | 2,279,456  | 60,447 | X | 28-5284   | 36847 |
|   |            |           | 1,347,944  | 35,745 | X | X 28-5284 | 17195 |
|   |            |           | 1,029,483  | 27,300 | X | 28-11135  | 27300 |
|   |            |           | 3,168      | 84     | X | X 28-4580 | 84    |
| WASTE SERVICES INC DEL<br>WATERS CORP<br>2100         | COM NEW    | 941075202 | 4,456      | 633    | X | 28-5284   | 633   |
|   | COM        | 941848103 | 867,332    | 13,447 | X | 28-5284   | 11347 |
| 1031 1120   |            |           | 2,405,528  | 37,295 | X | X 28-5284 | 35144 |
|   |            |           | 180,794    | 2,803  | X | 28-11135  | 2803  |
|   |            |           | 93,009     | 1,442  | X | X 28-4580 | 1442  |
| WATSCO INC<br>210                                     | COM        | 942622200 | 8,778      | 210    | X | 28-5284   |       |
|   |            |           | 1,672      | 40     | X | 28-11135  | 40    |
| WATSON PHARMACEUTICALS INC<br>650                     | COM        | 942683103 | 1,712      | 63     | X | 28-5284   | 63    |
|   |            |           | 17,661     | 650    | X | X 28-5284 |       |
| WATSON WYATT WORLDWIDE INC<br>2994                    | CL A       | 942712100 | 158,353    | 2,994  | X | X 28-5284 |       |
|   |            |           | 76,003     | 1,437  | X | 28-11135  | 1437  |
| COLUMN TOTAL  |            |           | 12,369,689 |        |   |           |       |

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| ITEM 8:                             |            | ITEM 3:        |             | ITEM 4:   |            | ITEM 5:  |          | ITEM 6:<br>INVESTMENT |          | ITEM 7: |     |
|-------------------------------------|------------|----------------|-------------|-----------|------------|----------|----------|-----------------------|----------|---------|-----|
| VOTING AUTHORITY                    |            | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | ITEM 7:  |          |                       |          |         |     |
| ITEM 1:                             |            | ITEM 2:        |             | PRINCIPAL | (B) SHARED | MANAGERS |          |                       |          |         |     |
| (SHARES)                            |            | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH  | INSTR    | V                     | (A) SOLE |         |     |
| NAME OF ISSUER                      |            |                | VALUE       |           |            |          |          |                       |          |         |     |
| (B) SHARED (C) NONE                 |            |                |             |           |            |          |          |                       |          |         |     |
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| WATTS WATER TECHNOLOGIES INC<br>250 | CL A       | 942749102      | 6,225       | 250       | X          |          | 28-5284  |                       |          |         |     |
|                                     |            |                | 12,450      | 500       | X          | X        | 28-5284  |                       | 500      |         |     |
| WAYSIDE TECHNOLOGY GROUP INC        | COM        | 946760105      | 78,200      | 10,000    | X          |          | 28-5284  |                       | 10000    |         |     |
| WEBMD HEALTH CORP                   | CL A       | 94770V102      | 153,450     | 5,500     | X          | X        | 28-5284  |                       | 5500     |         |     |
| WEBSTER FINL CORP CONN<br>704       | COM        | 947890109      | 14,694      | 790       | X          |          | 28-5284  |                       | 86       |         |     |
|                                     |            |                | 72,689      | 3,908     | X          | X        | 28-5284  |                       | 3908     |         |     |
| WEIGHT WATCHERS INTL INC NEW        | COM        | 948626106      | 819         | 23        | X          |          | 28-5284  |                       | 23       |         |     |
| WEINGARTEN RLTY INVS                | SH BEN INT | 948741103      | 1,059,836   | 34,955    | X          |          | 28-5284  |                       | 34955    |         |     |
| 48748                               |            |                | 2,234,675   | 73,703    | X          | X        | 28-5284  |                       | 24955    |         |     |
|                                     |            |                | 3,972       | 131       | X          |          | 28-4580  |                       | 131      |         |     |
| WEIS MKTS INC                       | COM        | 948849104      | 465,750     | 14,344    | X          |          | 28-5284  |                       | 14344    |         |     |
|                                     |            |                | 8,118       | 250       | X          | X        | 28-5284  |                       | 250      |         |     |
| WELLCARE HEALTH PLANS INC           | COM        | 94946T106      | 5,278       | 146       | X          |          | 28-11135 |                       | 146      |         |     |
| WELLPOINT INC<br>3199               | COM        | 94973V107      | 7,304,658   | 153,266   | X          |          | 28-5284  |                       | 150067   |         |     |
| 580 16865                           |            |                | 4,719,198   | 99,018    | X          | X        | 28-5284  |                       | 81573    |         |     |
|                                     |            |                | 385,808     | 8,095     | X          |          | 28-11135 |                       | 8095     |         |     |
|                                     |            |                | 123,916     | 2,600     | X          |          | 28-4580  |                       | 2600     |         |     |
|                                     |            |                | 40,511      | 850       | X          | X        | 28-4580  |                       | 850      |         |     |
| WELLS FARGO & CO NEW<br>79035       | COM        | 949746101      | 61,318,510  | 2,581,832 | X          |          | 28-5284  |                       | 2502797  |         |     |
| 18450 127359                        |            |                | 79,906,543  | 3,364,486 | X          | X        | 28-5284  |                       | 3218677  |         |     |
|                                     |            |                | 44,270      | 1,864     | X          |          | 28-11135 |                       | 1864     |         |     |
|                                     |            |                | 868,989     | 36,589    | X          |          | 28-4580  |                       | 36589    |         |     |

|                        |     |           |             |        |   |   |          |       |
|------------------------|-----|-----------|-------------|--------|---|---|----------|-------|
| WENDYS INTL INC        | COM | 950590109 | 585,034     | 24,633 | X | X | 28-4580  | 24633 |
|                        |     |           | 62,361      | 2,291  | X |   | 28-5284  | 2291  |
|                        |     |           | 8,166       | 300    | X | X | 28-5284  |       |
| 300                    |     |           |             |        |   |   |          |       |
| WERNER ENTERPRISES INC | COM | 950755108 | 1,208       | 65     | X |   | 28-11135 | 65    |
| WESBANCO INC           | COM | 950810101 | 962,990     | 56,151 | X |   | 28-5284  | 56151 |
|                        |     |           | 312,473     | 18,220 | X | X | 28-5284  | 18220 |
| WESCO INTL INC         | COM | 95082P105 | 200,600     | 5,010  | X |   | 28-5284  | 5010  |
|                        |     |           | 318,959     | 7,966  | X |   | 28-11135 | 7966  |
| COLUMN TOTAL           |     |           | 161,280,350 |        |   |   |          |       |

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| ITEM 8:                      |                | ITEM 3:        |             | ITEM 4:   | ITEM 5:    | ITEM 6:    |          | ITEM 7:  |
|------------------------------|----------------|----------------|-------------|-----------|------------|------------|----------|----------|
| VOTING AUTHORITY             |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | INVESTMENT |          | MANAGERS |
| ITEM 1:                      |                | ITEM 2:        | ITEM 4:     | PRINCIPAL | (B) SHARED |            |          |          |
| (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH    | INSTR V  | (A) SOLE |
| (B) SHARED                   | (C) NONE       | NUMBER         |             |           |            |            |          |          |
| <S>                          | <C>            | <C>            | <C>         | <C>       | <C>        | <C>        | <C>      | <C>      |
| WEST PHARMACEUTICAL SVSC INC | COM            | 955306105      | 220,728     | 5,100     | X          |            | 28-5284  | 5100     |
|                              |                |                | 28,998      | 670       | X          | X          | 28-5284  |          |
| 670                          |                |                |             |           |            |            |          |          |
| WESTAR ENERGY INC            | COM            | 95709T100      | 26,350      | 1,225     | X          |            | 28-5284  | 1225     |
|                              |                |                | 17,208      | 800       | X          | X          | 28-5284  | 800      |
| WESTAMERICA BANCORPORATION   | COM            | 957090103      | 20,510      | 390       | X          |            | 28-5284  | 390      |
| WESTERN ASSET GLB HI INCOME  | COM            | 95766B109      | 83,091      | 7,506     | X          | X          | 28-5284  |          |
| 7506                         |                |                |             |           |            |            |          |          |
| WESTERN ASSET HIGH INCM FD I | COM            | 95766J102      | 19,100      | 2,000     | X          |            | 28-5284  | 2000     |
|                              |                |                | 9,550       | 1,000     | X          | X          | 28-5284  | 1000     |
| WESTERN ASST MNG MUN FD INC  | COM            | 95766M105      | 54,400      | 5,000     | X          | X          | 28-5284  | 5000     |
| WESTERN ASSET CLYM INFL SEC  | COM SH BEN INT | 95766Q106      | 133,812     | 10,800    | X          | X          | 28-5284  |          |
| 10800                        |                |                |             |           |            |            |          |          |
| WESTERN ASSET CLYM INFL OPP  | COM            | 95766R104      | 157,056     | 12,800    | X          | X          | 28-5284  |          |
| 12800                        |                |                |             |           |            |            |          |          |
| WESTERN ASSET INCOME FD      | COM            | 95766T100      | 19,710      | 1,500     | X          | X          | 28-5284  |          |
| 1500                         |                |                |             |           |            |            |          |          |
| WESTERN ASSET INFL MGMT FD I | COM            | 95766U107      | 94,292      | 5,586     | X          |            | 28-5284  | 5586     |
|                              |                |                | 216,081     | 12,801    | X          | X          | 28-5284  |          |
| 12801                        |                |                |             |           |            |            |          |          |
| WESTERN ASSET PREMIER BD FD  | SHS BEN INT    | 957664105      | 104,701     | 8,554     | X          | X          | 28-5284  | 354      |
| 8200                         |                |                |             |           |            |            |          |          |
| WESTERN ASSET VAR RT STRG FD | COM            | 957667108      | 402,840     | 27,000    | X          | X          | 28-5284  |          |
| 27000                        |                |                |             |           |            |            |          |          |
| WESTERN DIGITAL CORP         | COM            | 958102105      | 2,989,331   | 86,572    | X          |            | 28-5284  | 84752    |
| 1820                         |                |                |             |           |            |            |          |          |
|                              |                |                | 1,541,350   | 44,638    | X          | X          | 28-5284  | 44638    |
|                              |                |                | 4,040       | 117       | X          |            | 28-11135 | 117      |
|                              |                |                | 12,155      | 352       | X          |            | 28-4580  | 352      |
| WESTERN REFNG INC            | COM            | 959319104      | 1,184       | 100       | X          | X          | 28-5284  | 100      |
| WESTERN UN CO                | COM            | 959802109      | 2,141,716   | 86,639    | X          |            | 28-5284  | 85646    |
| 993                          |                |                |             |           |            |            |          |          |
|                              |                |                | 3,215,479   | 130,076   | X          | X          | 28-5284  | 127541   |
| 2535                         |                |                |             |           |            |            |          |          |
|                              |                |                | 7,713       | 312       | X          |            | 28-11135 | 312      |
|                              |                |                | 63,036      | 2,550     | X          |            | 28-4580  | 2550     |
|                              |                |                | 23,064      | 933       | X          | X          | 28-4580  | 933      |
| WESTFIELD FINANCIAL INC NEW  | COM            | 96008P104      | 54,300      | 6,000     | X          |            | 28-5284  | 6000     |
| COLUMN TOTAL                 |                |                | 11,661,795  |           |            |            |          |          |

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| ITEM 8:          |                              | ITEM 3:        |           | ITEM 4:     |        | ITEM 5:    |          | ITEM 6:    |          | ITEM 7:  |       |
|------------------|------------------------------|----------------|-----------|-------------|--------|------------|----------|------------|----------|----------|-------|
| VOTING AUTHORITY |                              | CUSIP          |           | FAIR MARKET |        | SHARES OR  |          | DISCRETION |          | MANAGERS |       |
| ITEM 1:          |                              | ITEM 2:        |           | ITEM 4:     |        | ITEM 5:    |          | ITEM 6:    |          | ITEM 7:  |       |
| (SHARES)         | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT | (B) SHARED | (A) SOLE | (C) OTH    | INSTR V  | (A) SOLE |       |
| (B) SHARED       | (C) NONE                     |                |           |             |        |            |          |            |          |          |       |
| <S>              | <C>                          | <C>            | <C>       | <C>         | <C>    | <C>        | <C>      | <C>        | <C>      | <C>      | <C>   |
| <C>              | <C>                          |                |           |             |        |            |          |            |          |          |       |
|                  | WESTPAC BKG CORP             | SPONSORED ADR  | 961214301 | 30,683      | 322    | X          |          |            | 28-5284  |          | 322   |
|                  |                              |                |           | 22,298      | 234    | X          |          |            | 28-11135 |          | 234   |
|                  | WESTWOOD ONE INC             | COM            | 961815107 | 826         | 666    | X          |          |            | 28-5284  |          | 666   |
|                  |                              |                |           | 49,600      | 40,000 | X          | X        |            | 28-5284  |          |       |
| 40000            | WEYERHAEUSER CO              | COM            | 962166104 | 696,322     | 13,616 | X          |          |            | 28-5284  |          | 9416  |
| 4200             |                              |                |           | 1,247,663   | 24,397 | X          | X        |            | 28-5284  |          | 21647 |
| 250              | 2500                         | WHIRLPOOL CORP | 963320106 | 304,329     | 4,930  | X          |          |            | 28-5284  |          | 3838  |
| 1092             |                              |                |           | 281,489     | 4,560  | X          | X        |            | 28-5284  |          | 2455  |
| 2105             |                              |                |           | 1,790       | 29     | X          |          |            | 28-11135 |          | 29    |
|                  | WHITING PETE CORP NEW        | COM            | 966387102 | 2,228       | 21     | X          |          |            | 28-5284  |          | 21    |
|                  |                              |                |           | 84,864      | 800    | X          | X        |            | 28-5284  |          | 800   |
|                  | WHITNEY HLDG CORP            | COM            | 966612103 | 9,278       | 507    | X          |          |            | 28-5284  |          |       |
| 507              |                              |                |           | 109,635     | 5,991  | X          | X        |            | 28-5284  |          | 5991  |
|                  | WHOLE FOODS MKT INC          | COM            | 966837106 | 527,461     | 28,823 | X          |          |            | 28-11135 |          | 28823 |
| 18648            |                              |                |           | 1,519,500   | 64,141 | X          |          |            | 28-5284  |          | 45493 |
|                  |                              |                |           | 1,667,492   | 70,388 | X          | X        |            | 28-5284  |          | 28793 |
| 19500            | 22095                        |                |           | 33,166      | 1,400  | X          |          |            | 28-4580  |          | 1400  |
|                  |                              |                |           | 2,369       | 100    | X          | X        |            | 28-4580  |          | 100   |
|                  | WILEY JOHN & SONS INC        | CL A           | 968223206 | 330,295     | 7,335  | X          |          |            | 28-5284  |          | 7335  |
|                  |                              |                |           | 27,693      | 615    | X          |          |            | 28-11135 |          | 615   |
|                  |                              |                |           | 91,096      | 2,023  | X          | X        |            | 28-4580  |          | 2023  |
|                  | WILLIAMS COAL SEAM GAS RTY T | TR UNIT        | 969450105 | 16,085      | 1,477  | X          |          |            | 28-5284  |          | 1477  |
|                  | WILLIAMS COS INC DEL         | COM            | 969457100 | 777,822     | 19,296 | X          |          |            | 28-5284  |          | 17196 |
| 2100             |                              |                |           | 1,004,364   | 24,916 | X          | X        |            | 28-5284  |          | 20011 |
| 4905             |                              |                |           | 493,032     | 12,231 | X          |          |            | 28-11135 |          | 12231 |
|                  | WILLIAMS CLAYTON ENERGY INC  | COM            | 969490101 | 43,980      | 400    | X          | X        |            | 28-5284  |          | 400   |
|                  | WILLIAMS PARTNERS L P        | COM UNIT L P   | 96950F104 | 32,850      | 1,000  | X          | X        |            | 28-5284  |          | 1000  |
|                  | WILLIAMS SONOMA INC          | COM            | 969904101 | 49,203      | 2,480  | X          |          |            | 28-5284  |          | 2480  |
|                  | COLUMN TOTAL                 |                |           | 9,457,413   |        |            |          |            |          |          |       |

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| ITEM 8:          |                           | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:    |          | ITEM 6:    |          | ITEM 7:  |        |
|------------------|---------------------------|----------------|-----------|-------------|---------|------------|----------|------------|----------|----------|--------|
| VOTING AUTHORITY |                           | CUSIP          |           | FAIR MARKET |         | SHARES OR  |          | DISCRETION |          | MANAGERS |        |
| ITEM 1:          |                           | ITEM 2:        |           | ITEM 4:     |         | ITEM 5:    |          | ITEM 6:    |          | ITEM 7:  |        |
| (SHARES)         | NAME OF ISSUER            | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (B) SHARED | (A) SOLE | (C) OTH    | INSTR V  | (A) SOLE |        |
| (B) SHARED       | (C) NONE                  |                |           |             |         |            |          |            |          |          |        |
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| <C>              | <C>                       |                |           |             |         |            |          |            |          |          |        |
|                  | WILMINGTON TRUST CORP     | COM            | 971807102 | 1,304,179   | 49,326  | X          |          |            | 28-5284  |          | 49226  |
| 100              |                           |                |           | 754,624     | 28,541  | X          | X        |            | 28-5284  |          | 18341  |
| 10200            |                           |                |           | 1,331,439   | 50,357  | X          |          |            | 28-4580  |          | 50357  |
|                  |                           |                |           | 2,765,888   | 104,610 | X          | X        |            | 28-4580  |          | 102381 |
| 2229             | WILSHIRE BANCORP INC      | COM            | 97186T108 | 17,140      | 2,000   | X          |          |            | 28-5284  |          | 2000   |
|                  | WIMM BILL DANN FOODS OJSC | SPONSORED ADR  | 97263M109 | 5,261       | 50      | X          |          |            | 28-5284  |          | 50     |
|                  |                           |                |           | 842         | 8       | X          |          |            | 28-11135 |          | 8      |



|                              |       |           |             |         |   |           |        |
|------------------------------|-------|-----------|-------------|---------|---|-----------|--------|
| WYNDHAM WORLDWIDE CORP       | COM   | 98310W108 | 32,722      | 1,827   | X | 28-5284   | 1827   |
| 6940                         |       |           | 158,432     | 8,846   | X | X 28-5284 | 1906   |
|                              |       |           | 1,504       | 84      | X | 28-11135  | 84     |
| WYNN RESORTS LTD             | COM   | 983134107 | 1,790       | 22      | X | 28-5284   | 22     |
|                              |       |           | 8,135       | 100     | X | X 28-5284 | 100    |
| XM SATELLITE RADIO HLDGS INC | CL A  | 983759101 | 34,339      | 4,380   | X | 28-5284   | 4380   |
| 1000                         | 2000  |           | 27,440      | 3,500   | X | X 28-5284 | 500    |
| XTO ENERGY INC               | COM   | 98385X106 | 54,183,189  | 790,880 | X | 28-5284   | 752076 |
| 38804                        |       |           | 19,913,117  | 290,660 | X | X 28-5284 | 267863 |
| 6479                         | 16318 |           | 202,242     | 2,952   | X | 28-11135  | 2952   |
|                              |       |           | 920,706     | 13,439  | X | 28-4580   | 13439  |
|                              |       |           | 135,787     | 1,982   | X | X 28-4580 | 1982   |
| COLUMN TOTAL                 |       |           | 353,352,027 |         |   |           |        |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                 |                | ITEM 3:        |            | ITEM 4:     |     | ITEM 5:   |          | ITEM 6:    |     | ITEM 7:  |     |
|-------------------------|----------------|----------------|------------|-------------|-----|-----------|----------|------------|-----|----------|-----|
| VOTING AUTHORITY        |                | CUSIP          |            | FAIR MARKET |     | SHARES OR |          | DISCRETION |     | MANAGERS |     |
| ITEM 1:                 |                | ITEM 2:        |            | VALUE       |     | PRINCIPAL |          | (B) SHARED |     | (A) SOLE |     |
| NAME OF ISSUER          |                | TITLE OF CLASS |            | AMOUNT      |     | (A) SOLE  |          | (C) OTH    |     | INSTR V  |     |
| (B) SHARED (C) NONE     |                |                |            |             |     |           |          |            |     | (A) SOLE |     |
| <S>                     | <C>            | <C>            | <C>        | <C>         | <C> | <C>       | <C>      | <C>        | <C> | <C>      | <C> |
| X-RITE INC              | COM            | 983857103      | 2,560      | 1,000       | X   | X         | 28-5284  |            |     |          |     |
| 1000                    |                |                |            |             |     |           |          |            |     |          |     |
| XCEL ENERGY INC         | COM            | 98389B100      | 3,526,741  | 175,722     | X   |           | 28-5284  |            |     | 143441   |     |
| 32281                   |                |                | 4,135,865  | 206,072     | X   | X         | 28-5284  |            |     | 158277   |     |
| 47795                   |                |                | 80,280     | 4,000       | X   | X         | 28-4580  |            |     | 4000     |     |
| XILINX INC              | COM            | 983919101      | 359,282    | 14,229      | X   |           | 28-5284  |            |     | 13229    |     |
| 1000                    |                |                | 20,200     | 800         | X   | X         | 28-5284  |            |     | 800      |     |
|                         |                |                | 777,953    | 30,810      | X   |           | 28-11135 |            |     | 30810    |     |
| XEROX CORP              | COM            | 984121103      | 180,375    | 13,302      | X   |           | 28-5284  |            |     | 8302     |     |
| 5000                    |                |                | 152,089    | 11,216      | X   | X         | 28-5284  |            |     | 10466    |     |
| 750                     |                |                | 733,759    | 54,112      | X   |           | 28-11135 |            |     | 54112    |     |
|                         |                |                | 68,017     | 5,016       | X   |           | 28-4580  |            |     | 5016     |     |
| YRC WORLDWIDE INC       | COM            | 984249102      | 35,688     | 2,400       | X   |           | 28-5284  |            |     | 2400     |     |
|                         |                |                | 565        | 38          | X   |           | 28-11135 |            |     | 38       |     |
| YAHOO INC               | COM            | 984332106      | 1,584,167  | 76,678      | X   |           | 28-5284  |            |     | 52520    |     |
| 24158                   |                |                | 667,690    | 32,318      | X   | X         | 28-5284  |            |     | 23513    |     |
| 8805                    |                |                | 1,859      | 90          | X   |           | 28-11135 |            |     | 90       |     |
| YAMANA GOLD INC         | COM            | 98462Y100      | 33,080     | 2,000       | X   |           | 28-5284  |            |     | 2000     |     |
|                         |                |                | 102,548    | 6,200       | X   | X         | 28-5284  |            |     | 6200     |     |
| YANZHOU COAL MNG CO LTD | SPON ADR H SHS | 984846105      | 188,717    | 2,029       | X   |           | 28-5284  |            |     | 2029     |     |
| YORK WTR CO             | COM            | 987184108      | 2,186      | 150         | X   |           | 28-5284  |            |     | 150      |     |
|                         |                |                | 4,371      | 300         | X   | X         | 28-5284  |            |     | 300      |     |
| YOUBET COM INC          | COM            | 987413101      | 3,198,600  | 2,518,583   | X   | X         | 28-5284  |            |     |          |     |
| 2518583                 |                |                | 6,732,543  | 191,865     | X   |           | 28-5284  |            |     | 185720   |     |
| YUM BRANDS INC          | COM            | 988498101      | 5,011,133  | 142,808     | X   | X         | 28-5284  |            |     | 128230   |     |
| 6145                    |                |                | 842        | 24          | X   |           | 28-11135 |            |     | 24       |     |
| 14578                   |                |                | 21,931     | 625         | X   |           | 28-4580  |            |     | 625      |     |
| ZALE CORP NEW           | COM            | 988858106      | 6,989      | 370         | X   |           | 28-5284  |            |     |          |     |
| 370                     |                |                | 53,530     | 1,640       | X   |           | 28-5284  |            |     | 1640     |     |
| ZEBRA TECHNOLOGIES CORP | CL A           | 989207105      | 27,683,560 |             |     |           |          |            |     |          |     |
| COLUMN TOTAL            |                |                |            |             |     |           |          |            |     |          |     |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>VOTING AUTHORITY<br>(SHARES)<br>NAME OF ISSUER<br>(B) SHARED (C) NONE | ITEM 1:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT |         | ITEM 7:<br>MANAGERS |          |          |
|--|---------------------------|----------------------------|---------------------------------|---|-----------------------|---------|---------------------|----------|----------|
|  |                           |                            |                                 |   | DISCRETION            |         | INSTR V             |          |          |
|  |                           |                            |                                 |   | (A) SOLE              | (C) OTH | (A) SOLE            | (A) SOLE | (A) SOLE |
| <S>  | <C>                       | <C>                        | <C>                             | <C>   | <C>                   | <C>     | <C>                 | <C>      | <C>      |
| ZENITH NATL INS CORP<br>310  | COM                       | 989390109                  | 10,900                          | 310   | X                     |         | 28-5284             |          |          |
| ZILOG INC<br>123709  | COM PAR \$0.01            | 989524301                  | 14,099<br>390,920               | 401<br>123,709                              | X                     | X       | 28-11135<br>28-5284 |          | 401      |
| ZIMMER HLDGS INC<br>4922   | COM                       | 98956P102                  | 17,801,472                      | 261,594                                     | X                     |         | 28-5284             |          | 256672   |
| 901 27166  |                           |                            | 18,335,800                      | 269,446                                     | X                     | X       | 28-5284             |          | 241379   |
|  |                           |                            | 851,850                         | 12,518                                      | X                     |         | 28-11135            |          | 12518    |
|  |                           |                            | 233,412                         | 3,430                                       | X                     |         | 28-4580             |          | 3430     |
|  |                           |                            | 646,271                         | 9,497                                       | X                     | X       | 28-4580             |          | 9346     |
| 151<br>ZIONS BANCORPORATION<br>200   | COM                       | 989701107                  | 16,973                          | 539   | X                     |         | 28-5284             |          | 339      |
| 1720<br>ZORAN CORP   | COM                       | 98975F101                  | 69,908                          | 2,220                                       | X                     | X       | 28-5284             |          | 500      |
|  |                           |                            | 2,925                           | 250   | X                     |         | 28-5284             |          | 250      |
|  |                           |                            | 491                             | 42  | X                     |         | 28-11135            |          | 42       |
| ZOLTEK COS INC   | COM                       | 98975W104                  | 24,250                          | 1,000                                       | X                     |         | 28-5284             |          | 1000     |
| ZWEIG FD<br>5132   | COM                       | 989834106                  | 25,581                          | 5,537                                       | X                     | X       | 28-5284             |          | 405      |
| ZWEIG TOTAL RETURN FD INC<br>5213  | COM                       | 989837109                  | 68,404                          | 15,476                                      | X                     | X       | 28-5284             |          | 10263    |
| ZOLL MED CORP  | COM                       | 989922109                  | 47,138                          | 1,400                                       | X                     |         | 28-5284             |          | 1400     |
|  |                           |                            | 1,616                           | 48  | X                     |         | 28-11135            |          | 48       |
| COLUMN TOTAL   |                           |                            | 38,542,010                      |   |                       |         |                     |          |          |

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| ITEM 8:<br>AUTHORITY (SHARES)<br>(B)<br>NAME OF ISSUER<br>SHARED (C) NONE | ITEM 1:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT |         | ITEM 7: VOTING |          |          |
|---|---------------------------|----------------------------|---------------------------------|---|-----------------------|---------|----------------|----------|----------|
|   |                           |                            |                                 |   | DISCRETION            |         | MANAGERS       |          |          |
|   |                           |                            |                                 |   | (A) SOLE              | (C) OTH | (A) SOLE       | (A) SOLE | (A) SOLE |
| <S>   | <C>                       | <C>                        | <C>                             | <C>   | <C>                   | <C>     | <C>            | <C>      | <C>      |
| ACCENTURE LTD BERMUDA<br>210,836  | CL A                      | G1150G111                  | 8,585,242                       | 210,836                                     | X                     |         | 28-12474       |          |          |
| 577   |                           |                            | 23,495                          | 577   | X                     |         | 28-12474       |          |          |
| INGERSOLL-RAND COMPANY LTD<br>6,440                                       | CL A                      | G4776G101                  | 241,049                         | 6,440                                       | X                     |         | 28-12474       |          |          |
| NABORS INDUSTRIES LTD<br>86,350   | SHS                       | G6359F103                  | 4,251,011                       | 86,350                                      | X                     |         | 28-12474       |          |          |
| SEAGATE TECHNOLOGY<br>11,040  | SHS                       | G7945J104                  | 211,195                         | 11,040                                      | X                     |         | 28-12474       |          |          |
| TRANSOCEAN INC NEW<br>105,424   | SHS                       | G90073100                  | 16,065,563                      | 105,424                                     | X                     |         | 28-12474       |          |          |
|   |                           |                            | 21,487                          | 141   | X                     |         | 28-12474       |          |          |



|  |         |              |            |         |   |          |
|--|---------|--------------|------------|---------|---|----------|
| AMERICAN TOWER CORP<br>28,539          | CL A    | 029912201    | 1,205,773  | 28,539  | X | 28-12474 |
|  |         |              | 8,788      | 208     | X | 28-12474 |
| 208<br>AMGEN INC<br>137,555            | COM     | 031162100    | 6,487,094  | 137,555 | X | 28-12474 |
| AMPHENOL CORP NEW<br>91,242            | CL A    | 032095101    | 4,094,941  | 91,242  | X | 28-12474 |
|  |         |              | 16,157     | 360     | X | 28-12474 |
| 360<br>ANNALY CAP MGMT INC<br>32,110   | COM     | 035710409    | 498,026    | 32,110  | X | 28-12474 |
| ANTHRACITE CAP INC<br>52,750           | COM     | 037023108    | 371,360    | 52,750  | X | 28-12474 |
| APACHE CORP<br>1                       | COM     | 037411105    | 139        | 1       | X | 28-12474 |
| APARTMENT INVT & MGMT CO<br>271        | CL A    | 03748R101    | 9,230      | 271     | X | 28-12474 |
| APPLE INC<br>93,547                    | COM     | 037833100    | 15,663,510 | 93,547  | X | 28-12474 |
|  |         |              | 36,669     | 219     | X | 28-12474 |
| 219<br>ARCHER DANIELS MIDLAND CO<br>36 | COM     | 039483102    | 1,215      | 36      | X | 28-12474 |
| ASHFORD HOSPITALITY TR INC<br>34,200   | COM SHS | 044103109    | 158,004    | 34,200  | X | 28-12474 |
|  |         |              |            |         |   |          |
|  |         | COLUMN TOTAL | 45,873,361 |         |   |          |

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|--------------------|---|----------------|-----------|-------------|---------|-----------|------------|------------|---------|----------|----------|
| AUTHORITY (SHARES) |   | CUSIP          |           | FAIR MARKET |         | SHARES OR |            | DISCRETION |         | VOTING   |          |
| ITEM 1:            |   | ITEM 2:        |           | ITEM 4:     |         | PRINCIPAL |            | ITEM 6:    |         | ITEM 7:  |          |
| (B)                | NAME OF ISSUER                                | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (B) SHARED | (C) OTH    | INSTR V | (A) SOLE |          |
| SHARED             | (C) NONE                                      |                |           |             |         |           |            |            |         |          |          |
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| <C>                |   |                |           |             |         |           |            |            |         |          |          |
|                    | ASSOCIATED BANC CORP<br>200                   | COM            | 045487105 | 3,858       | 200     |           | X          |            |         |          | 28-12474 |
|                    | ATMOS ENERGY CORP<br>4,960                    | COM            | 049560105 | 136,747     | 4,960   |           | X          |            |         |          | 28-12474 |
|                    | AUTODESK INC<br>350                           | COM            | 052769106 | 11,834      | 350     |           | X          |            |         |          | 28-12474 |
|                    | AUTOLIV INC<br>2,700                          | COM            | 052800109 | 125,874     | 2,700   |           | X          |            |         |          | 28-12474 |
|                    | AVERY DENNISON CORP<br>39,947                 | COM            | 053611109 | 1,754,872   | 39,947  |           | X          |            |         |          | 28-12474 |
|                    | BJ SVCS CO<br>30,652                          | COM            | 055482103 | 979,025     | 30,652  |           | X          |            |         |          | 28-12474 |
|                    | BP PLC<br>115,373                             | SPONSORED ADR  | 055622104 | 8,026,500   | 115,373 |           | X          |            |         |          | 28-12474 |
|                    | BRE PROPERTIES INC<br>825                     | CL A           | 05564E106 | 35,706      | 825     |           | X          |            |         |          | 28-12474 |
|                    | BANK OF AMERICA CORPORATION<br>529,348        | COM            | 060505104 | 12,635,537  | 529,348 |           | X          |            |         |          | 28-12474 |
|                    |   |                |           | 2,363       | 99      |           | X          |            |         |          | 28-12474 |
|                    | 99<br>BANK OF NEW YORK MELLON CORP<br>236,420 | COM            | 064058100 | 8,943,769   | 236,420 |           | X          |            |         |          | 28-12474 |
|                    |   |                |           | 10,819      | 286     |           | X          |            |         |          | 28-12474 |
|                    | 286<br>BARD C R INC<br>75,129                 | COM            | 067383109 | 6,607,596   | 75,129  |           | X          |            |         |          | 28-12474 |
|                    |   |                |           | 3,254       | 37      |           | X          |            |         |          | 28-12474 |
|                    | 37<br>BAXTER INTL INC<br>219,291              | COM            | 071813109 | 14,021,467  | 219,291 |           | X          |            |         |          | 28-12474 |
|                    |   |                |           | 27,750      | 434     |           | X          |            |         |          | 28-12474 |
|                    | 434<br>BECTON DICKINSON & CO                  | COM            | 075887109 | 7,281,635   | 89,565  |           | X          |            |         |          | 28-12474 |



|               |              |           |            |           |   |          |
|---------------|--------------|-----------|------------|-----------|---|----------|
| CISCO SYS INC | COM          | 17275R102 | 23,461,664 | 1,008,670 | X | 28-12474 |
| 1,008,670     |              |           | 41,124     | 1,768     | X | 28-12474 |
| 1,768         |              |           |            |           |   |          |
|               | COLUMN TOTAL |           | 66,389,335 |           |   |          |

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FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                                | ITEM 1:        | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7: | ITEM 8:         |
|--|----------------|----------------|--------------|-------------------|----------------------------|--|---------|-----------------|
| AUTHORITY (SHARES)                     | NAME OF ISSUER | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | DISCRETION (B) SHARED (A) SOLE (C) OTH | INSTR V | VOTING (A) SOLE |
| (B) SHARED (C) NONE                    |                |                |              |                   |                            |  |         |                 |
| <S>                                    | <C>            | <C>            | <C>          | <C>               | <C>                        | <C>                                    | <C>     | <C>             |
| <C>                                    |                |                |              |                   |                            |  |         |                 |
| CITADEL BROADCASTING CORP<br>23        | COM            |                | 17285T106    | 28                | 23                         | X                                      |         | 28-12474        |
| CITIGROUP INC<br>636,375               | COM            |                | 172967101    | 10,665,645        | 636,375                    | X                                      |         | 28-12474        |
| COACH INC<br>398                       | COM            |                | 189754104    | 11,494            | 398                        | X                                      |         | 28-12474        |
| COCA COLA CO<br>152,931                | COM            |                | 191216100    | 7,949,353         | 152,931                    | X                                      |         | 28-12474        |
| 435                                    |                |                |              | 22,611            | 435                        | X                                      |         | 28-12474        |
| COGNIZANT TECHNOLOGY SOLUTIO<br>47,705 | CL A           |                | 192446102    | 1,550,890         | 47,705                     | X                                      |         | 28-12474        |
| COLDWATER CREEK INC<br>378,806         | COM            |                | 193068103    | 2,000,096         | 378,806                    | X                                      |         | 28-12474        |
| COLGATE PALMOLIVE CO<br>108,279        | COM            |                | 194162103    | 7,482,079         | 108,279                    | X                                      |         | 28-12474        |
| 55                                     |                |                |              | 3,801             | 55                         | X                                      |         | 28-12474        |
| COLONIAL PPTYS TR<br>8,470             | COM SH BEN INT |                | 195872106    | 169,569           | 8,470                      | X                                      |         | 28-12474        |
| COMCAST CORP NEW<br>202,202            | CL A           |                | 20030N101    | 3,835,772         | 202,202                    | X                                      |         | 28-12474        |
| COMERICA INC<br>6,595                  | COM            |                | 200340107    | 169,030           | 6,595                      | X                                      |         | 28-12474        |
| CONAGRA FOODS INC<br>443,677           | COM            |                | 205887102    | 8,554,093         | 443,677                    | X                                      |         | 28-12474        |
| 176                                    |                |                |              | 3,393             | 176                        | X                                      |         | 28-12474        |
| CONOCOPHILLIPS<br>57,702               | COM            |                | 20825C104    | 5,446,492         | 57,702                     | X                                      |         | 28-12474        |
| CONSOLIDATED EDISON INC<br>4,705       | COM            |                | 209115104    | 183,918           | 4,705                      | X                                      |         | 28-12474        |
| CONSTELLATION ENERGY GROUP I<br>1,095  | COM            |                | 210371100    | 89,900            | 1,095                      | X                                      |         | 28-12474        |
| CORNING INC<br>63,903                  | COM            |                | 219350105    | 1,472,964         | 63,903                     | X                                      |         | 28-12474        |
| 465                                    |                |                |              | 10,718            | 465                        | X                                      |         | 28-12474        |
| CORPORATE OFFICE PPTYS TR<br>17,430    | SH BEN INT     |                | 22002T108    | 598,372           | 17,430                     | X                                      |         | 28-12474        |
| COUNTRYWIDE FINANCIAL CORP<br>158,333  | COM            |                | 222372104    | 672,915           | 158,333                    | X                                      |         | 28-12474        |
| COVENTRY HEALTH CARE INC<br>173,220    | COM            |                | 222862104    | 5,269,352         | 173,220                    | X                                      |         | 28-12474        |
| CULLEN FROST BANKERS INC<br>43,711     | COM            |                | 229899109    | 2,178,993         | 43,711                     | X                                      |         | 28-12474        |
| CUMMINS INC<br>320                     | COM            |                | 231021106    | 20,966            | 320                        | X                                      |         | 28-12474        |
|  | COLUMN TOTAL   |                |              | 58,362,444        |                            |  |         |                 |

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|---------------------------------------|----------------|-----------|-------------|---------|-----|-----|----------|-----|-----|
| DOW CHEM CO<br>9,489                  | COM            | 260543103 | 331,261     | 9,489   | X   |     | 28-12474 |     |     |
| DU PONT E I DE NEMOURS & CO<br>12,595 | COM            | 263534109 | 540,200     | 12,595  | X   |     | 28-12474 |     |     |
| DUKE REALTY CORP<br>10,630            | COM NEW        | 264411505 | 238,644     | 10,630  | X   |     | 28-12474 |     |     |
| E M C CORP MASS<br>172,359            | COM            | 268648102 | 2,531,954   | 172,359 | X   |     | 28-12474 |     |     |
| EASTGROUP PPTY INC<br>8,270           | COM            | 277276101 | 354,783     | 8,270   | X   |     | 28-12474 |     |     |
| EASTMAN KODAK CO<br>11,160            | COM            | 277461109 | 161,039     | 11,160  | X   |     | 28-12474 |     |     |
| EATON CORP<br>18,912                  | COM            | 278058102 | 1,606,953   | 18,912  | X   |     | 28-12474 |     |     |
| EBAY INC<br>37,488                    | COM            | 278642103 | 1,024,547   | 37,488  | X   |     | 28-12474 |     |     |
| EMERSON ELEC CO<br>215,180            | COM            | 291011104 | 10,640,651  | 215,180 | X   |     | 28-12474 |     |     |
| 378                                   |                |           | 18,692      | 378     | X   |     | 28-12474 |     |     |
| ENBRIDGE ENERGY PARTNERS L P<br>125   | COM            | 29250R106 | 6,289       | 125     | X   |     | 28-12474 |     |     |
| ENERGY CORP NEW<br>22,651             | COM            | 29364G103 | 2,728,992   | 22,651  | X   |     | 28-12474 |     |     |
| ENTERTAINMENT PPTYS TR<br>15,520      | COM SH BEN INT | 29380T105 | 767,309     | 15,520  | X   |     | 28-12474 |     |     |
| EQUITY ONE<br>1,210                   | COM            | 294752100 | 24,866      | 1,210   | X   |     | 28-12474 |     |     |
| EQUITY RESIDENTIAL<br>14,775          | SH BEN INT     | 29476L107 | 565,439     | 14,775  | X   |     | 28-12474 |     |     |
| ESSEX PPTY TR INC<br>4,310            | COM            | 297178105 | 459,015     | 4,310   | X   |     | 28-12474 |     |     |
| EXELON CORP<br>116,811                | COM            | 30161N101 | 10,508,318  | 116,811 | X   |     | 28-12474 |     |     |
| 35                                    |                |           | 3,149       | 35      | X   |     | 28-12474 |     |     |
| EXXON MOBIL CORP<br>611,418           | COM            | 30231G102 | 53,884,268  | 611,418 | X   |     | 28-12474 |     |     |
| 401                                   |                |           | 35,340      | 401     | X   |     | 28-12474 |     |     |
| FPL GROUP INC<br>115,721              | COM            | 302571104 | 7,588,983   | 115,721 | X   |     | 28-12474 |     |     |
| 256                                   |                |           | 16,788      | 256     | X   |     | 28-12474 |     |     |
| FACTSET RESH SYS INC<br>121,994       | COM            | 303075105 | 6,875,582   | 121,994 | X   |     | 28-12474 |     |     |
| 61                                    |                |           | 3,438       | 61      | X   |     | 28-12474 |     |     |
|                                       | COLUMN TOTAL   |           | 100,916,500 |         |     |     |          |     |     |

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FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:            | ITEM 1:                             | ITEM 2:        | ITEM 3:   | ITEM 4:     | ITEM 5:   | ITEM 6:           | ITEM 7: | ITEM 8:  | ITEM 9: |
|--------------------|-------------------------------------|----------------|-----------|-------------|-----------|-------------------|---------|----------|---------|
| AUTHORITY (SHARES) | NAME OF ISSUER                      | TITLE OF CLASS | CUSIP     | FAIR MARKET | SHARES OR | INVESTMENT        | VOTING  |          |         |
| (B)                | SHARED (C)NONE                      |                | NUMBER    | VALUE       | PRINCIPAL | (B) SHARED (C)OTH | INSTR V | (A) SOLE |         |
|                    | FAIRPOINT COMMUNICATIONS INC<br>568 | COM            | 305560104 | 4,095       | 568       | X                 |         | 28-12474 |         |
|                    | FEDERAL REALTY INVT TR<br>6,970     | SH BEN INT NEW | 313747206 | 480,930     | 6,970     | X                 |         | 28-12474 |         |
|                    | FEDEX CORP<br>45,796                | COM            | 31428X106 | 3,608,267   | 45,796    | X                 |         | 28-12474 |         |
|                    | FELDMAN MALL PPTYS INC              | COM            | 314308107 | 1,390       | 1,275     | X                 |         | 28-12474 |         |

|         |                              |      |           |            |         |   |          |
|---------|------------------------------|------|-----------|------------|---------|---|----------|
| 1,275   | FIDELITY NATIONAL FINANCIAL  | CL A | 31620R105 | 2,365,486  | 187,737 | X | 28-12474 |
| 187,737 | FIRST INDUSTRIAL REALTY TRUS | COM  | 32054K103 | 189,268    | 6,890   | X | 28-12474 |
| 6,890   | FIRSTENERGY CORP             | COM  | 337932107 | 12,614,603 | 153,220 | X | 28-12474 |
| 153,220 |                              |      |           | 4,446      | 54      | X | 28-12474 |
| 54      | FORTUNE BRANDS INC           | COM  | 349631101 | 16,976     | 272     | X | 28-12474 |
| 272     | FRANKLIN RES INC             | COM  | 354613101 | 7,555,168  | 82,435  | X | 28-12474 |
| 82,435  |                              |      |           | 2,291      | 25      | X | 28-12474 |
| 25      | FREEPORT-MCMORAN COPPER & GO | COM  | 35671D857 | 3,489,918  | 29,780  | X | 28-12474 |
| 29,780  |                              |      |           | 12,539     | 107     | X | 28-12474 |
| 107     | GAMESTOP CORP NEW            | CL A | 36467W109 | 2,082,458  | 51,546  | X | 28-12474 |
| 51,546  |                              |      |           | 14,948     | 370     | X | 28-12474 |
| 370     | GANNETT INC                  | COM  | 364730101 | 129,478    | 5,975   | X | 28-12474 |
| 5,975   | GAP INC DEL                  | COM  | 364760108 | 228,129    | 13,685  | X | 28-12474 |
| 13,685  | GENERAL DYNAMICS CORP        | COM  | 369550108 | 10,396,174 | 123,470 | X | 28-12474 |
| 123,470 |                              |      |           | 20,208     | 240     | X | 28-12474 |
| 240     | GENERAL ELECTRIC CO          | COM  | 369604103 | 14,263,723 | 534,422 | X | 28-12474 |
| 534,422 | GENERAL GROWTH PPTYS INC     | COM  | 370021107 | 1,178,059  | 33,630  | X | 28-12474 |
| 33,630  | GENERAL MLS INC              | COM  | 370334104 | 1,581,296  | 26,021  | X | 28-12474 |
| 26,021  | GENZYME CORP                 | COM  | 372917104 | 5,781,021  | 80,426  | X | 28-12474 |
| 80,426  |                              |      |           | 18,689     | 260     | X | 28-12474 |
| 260     | GETTY RLTY CORP NEW          | COM  | 374297109 | 195,832    | 13,590  | X | 28-12474 |
| 13,590  |                              |      |           |            |         |   |          |
|         | COLUMN TOTAL                 |      |           | 66,235,392 |         |   |          |

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FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:            |                         | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |     | ITEM 7:  |          |
|--------------------|-------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|-----|----------|----------|
| AUTHORITY (SHARES) |                         | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | INVESTMENT |     | VOTING   |          |
| ITEM 1:            |                         | ITEM 2:        |           | ITEM 4:     |         | PRINCIPAL |         | (B) SHARED |     | MANAGERS |          |
| (B)                | NAME OF ISSUER          | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR      | V   | (A) SOLE |          |
| SHARED             | (C) NONE                |                |           |             |         |           |         |            |     |          |          |
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| <C>                |                         |                |           |             |         |           |         |            |     |          |          |
|                    | GILEAD SCIENCES INC     | COM            | 375558103 | 13,357,432  | 252,265 | X         |         |            |     |          | 28-12474 |
|                    | 252,265                 |                |           | 30,182      | 570     | X         |         |            |     |          | 28-12474 |
|                    | 570                     |                |           |             |         |           |         |            |     |          |          |
|                    | GILDAN ACTIVEWEAR INC   | COM            | 375916103 | 1,616,646   | 62,467  | X         |         |            |     |          | 28-12474 |
|                    | 62,467                  |                |           |             |         |           |         |            |     |          |          |
|                    | GLADSTONE COML CORP     | COM            | 376536108 | 176,246     | 10,170  | X         |         |            |     |          | 28-12474 |
|                    | 10,170                  |                |           |             |         |           |         |            |     |          |          |
|                    | GLIMCHER RLTY TR        | SH BEN INT     | 379302102 | 174,967     | 15,650  | X         |         |            |     |          | 28-12474 |
|                    | 15,650                  |                |           |             |         |           |         |            |     |          |          |
|                    | GOLDMAN SACHS GROUP INC | COM            | 38141G104 | 14,566,197  | 83,283  | X         |         |            |     |          | 28-12474 |
|                    | 83,283                  |                |           | 16,616      | 95      | X         |         |            |     |          | 28-12474 |
|                    | 95                      |                |           |             |         |           |         |            |     |          |          |
|                    | GOODRICH CORP           | COM            | 382388106 | 670,420     | 14,126  | X         |         |            |     |          | 28-12474 |
|                    | 14,126                  |                |           |             |         |           |         |            |     |          |          |
|                    | GRAMERCY CAP CORP       | COM            | 384871109 | 718,453     | 61,989  | X         |         |            |     |          | 28-12474 |

|         |                              |                |           |            |         |   |          |
|---------|------------------------------|----------------|-----------|------------|---------|---|----------|
| 61,989  | HCC INS HLDGS INC            | COM            | 404132102 | 925,298    | 43,770  | X | 28-12474 |
| 43,770  | HCP INC                      | COM            | 40414L109 | 1,193,193  | 37,510  | X | 28-12474 |
| 37,510  | HRPT PPTYS TR                | COM SH BEN INT | 40426W101 | 339,245    | 50,110  | X | 28-12474 |
| 50,110  | HALLIBURTON CO               | COM            | 406216101 | 2,691,286  | 50,712  | X | 28-12474 |
| 50,712  | HANSEN NAT CORP              | COM            | 411310105 | 813,877    | 28,240  | X | 28-12474 |
| 28,240  | HARLEY DAVIDSON INC          | COM            | 412822108 | 9,065      | 250     | X | 28-12474 |
| 250     | HARTFORD FINL SVCS GROUP INC | COM            | 416515104 | 230,709    | 3,573   | X | 28-12474 |
| 3,573   | HEALTH MGMT ASSOC INC NEW    | CL A           | 421933102 | 1,044,894  | 160,506 | X | 28-12474 |
| 160,506 | HEALTHCARE RLTY TR           | COM            | 421946104 | 299,264    | 12,590  | X | 28-12474 |
| 12,590  | HEALTH CARE REIT INC         | COM            | 42217K106 | 549,575    | 12,350  | X | 28-12474 |
| 12,350  | HERSHA HOSPITALITY TR        | SH BEN INT A   | 427825104 | 140,241    | 18,575  | X | 28-12474 |
| 18,575  | HEWLETT PACKARD CO           | COM            | 428236103 | 18,151,344 | 410,571 | X | 28-12474 |
| 410,571 |                              |                |           | 30,638     | 693     | X | 28-12474 |
| 693     | HOME DEPOT INC               | COM            | 437076102 | 7,762,559  | 331,450 | X | 28-12474 |
| 331,450 |                              |                |           |            |         |   |          |
|         | COLUMN TOTAL                 |                |           | 65,508,347 |         |   |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:            |                              | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |          |
|--------------------|------------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|----------|----------|----------|
| AUTHORITY (SHARES) |                              | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | INVESTMENT |          | VOTING   |          |
| ITEM 1:            |                              | ITEM 2:        |           | ITEM 4:     |         | PRINCIPAL |         | (B) SHARED |          | MANAGERS |          |
| (B)                | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |          |
| SHARED             | (C) NONE                     |                |           |             |         |           |         |            |          |          |          |
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| <C>                |                              |                |           |             |         |           |         |            |          |          |          |
|                    | HOME PROPERTIES INC          | COM            | 437306103 | 18,263      | 380     | X         |         |            |          |          | 28-12474 |
|                    | 380                          |                |           |             |         |           |         |            |          |          |          |
|                    | HONEYWELL INTL INC           | COM            | 438516106 | 9,460,635   | 188,159 | X         |         |            |          |          | 28-12474 |
|                    | 188,159                      |                |           | 16,039      | 319     | X         |         |            |          |          | 28-12474 |
|                    | 319                          |                |           |             |         |           |         |            |          |          |          |
|                    | HOSPITALITY PPTYS TR         | COM SH BEN INT | 44106M102 | 511,948     | 20,930  | X         |         |            |          |          | 28-12474 |
|                    | 20,930                       |                |           |             |         |           |         |            |          |          |          |
|                    | HOST HOTELS & RESORTS INC    | COM            | 44107P104 | 688,451     | 50,436  | X         |         |            |          |          | 28-12474 |
|                    | 50,436                       |                |           |             |         |           |         |            |          |          |          |
|                    | HUDSON CITY BANCORP          | COM            | 443683107 | 1,302,324   | 78,077  | X         |         |            |          |          | 28-12474 |
|                    | 78,077                       |                |           |             |         |           |         |            |          |          |          |
|                    | ISTAR FINL INC               | COM            | 45031U101 | 232,232     | 17,580  | X         |         |            |          |          | 28-12474 |
|                    | 17,580                       |                |           |             |         |           |         |            |          |          |          |
|                    | ITT CORP NEW                 | COM            | 450911102 | 11,807,245  | 186,440 | X         |         |            |          |          | 28-12474 |
|                    | 186,440                      |                |           | 16,656      | 263     | X         |         |            |          |          | 28-12474 |
|                    | 263                          |                |           |             |         |           |         |            |          |          |          |
|                    | INTEL CORP                   | COM            | 458140100 | 14,799,076  | 688,970 | X         |         |            |          |          | 28-12474 |
|                    | 688,970                      |                |           | 29,148      | 1,357   | X         |         |            |          |          | 28-12474 |
|                    | 1,357                        |                |           |             |         |           |         |            |          |          |          |
|                    | INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 8,164,583   | 68,882  | X         |         |            |          |          | 28-12474 |
|                    | 68,882                       |                |           | 30,107      | 254     | X         |         |            |          |          | 28-12474 |
|                    | 254                          |                |           |             |         |           |         |            |          |          |          |
|                    | ISHARES TR                   | S&P 500 INDEX  | 464287200 | 327,424     | 2,558   | X         |         |            |          |          | 28-12474 |
|                    | 2,558                        |                |           |             |         |           |         |            |          |          |          |
|                    | ISHARES TR                   | RUSSELL MCP VL | 464287473 | 2,872,145   | 22,327  | X         |         |            |          |          | 28-12474 |
|                    | 22,327                       |                |           |             |         |           |         |            |          |          |          |
|                    | ISHARES TR                   | RUSSELL 2000   | 464287655 | 255,485     | 3,700   | X         |         |            |          |          | 28-12474 |

|         |                           |     |           |            |         |   |          |
|---------|---------------------------|-----|-----------|------------|---------|---|----------|
| 3,700   | JP MORGAN CHASE & CO      | COM | 46625H100 | 12,418,745 | 361,957 | X | 28-12474 |
| 361,957 |                           |     |           | 4,186      | 122     | X | 28-12474 |
| 122     | JABIL CIRCUIT INC         | COM | 466313103 | 8,026,147  | 489,101 | X | 28-12474 |
| 489,101 | JACOBS ENGR GROUP INC DEL | COM | 469814107 | 1,512,802  | 18,746  | X | 28-12474 |
| 18,746  |                           |     |           | 11,137     | 138     | X | 28-12474 |
| 138     | JOHNSON & JOHNSON         | COM | 478160104 | 16,002,709 | 248,721 | X | 28-12474 |
| 248,721 |                           |     |           | 23,677     | 368     | X | 28-12474 |
| 368     | KBR INC                   | COM | 48242W106 | 35         | 1       | X | 28-12474 |
| 1       | KILROY RLTY CORP          | COM | 49427F108 | 18,342     | 390     | X | 28-12474 |
| 390     |                           |     |           |            |         |   |          |
|         | COLUMN TOTAL              |     |           | 88,549,541 |         |   |          |

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| ITEM 8:            |                        | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |          |
|--------------------|------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|----------|----------|----------|
| AUTHORITY (SHARES) |                        | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | INVESTMENT |          | VOTING   |          |
| ITEM 1:            |                        | ITEM 2:        |           | ITEM 4:     |         | PRINCIPAL |         | (B) SHARED |          | MANAGERS |          |
| (B)                | NAME OF ISSUER         | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |          |
| SHARED             | (C) NONE               |                |           |             |         |           |         |            |          |          |          |
| <S>                |                        | <C>            | <C>       | <C>         | <C>     | <C>       | <C>     | <C>        | <C>      | <C>      | <C>      |
| <C>                |                        |                |           |             |         |           |         |            |          |          |          |
|                    | KIMBERLY CLARK CORP    | COM            | 494368103 | 311,992     | 5,219   | X         |         |            |          |          | 28-12474 |
| 5,219              |                        |                |           |             |         |           |         |            |          |          |          |
|                    | KIMCO REALTY CORP      | COM            | 49446R109 | 1,216,312   | 35,235  | X         |         |            |          |          | 28-12474 |
| 35,235             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | KINETIC CONCEPTS INC   | COM NEW        | 49460W208 | 3,232,910   | 81,005  | X         |         |            |          |          | 28-12474 |
| 81,005             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | KOHL'S CORP            | COM            | 500255104 | 8,481,153   | 211,817 | X         |         |            |          |          | 28-12474 |
| 211,817            |                        |                |           |             |         |           |         |            |          |          |          |
|                    | KRAFT FOODS INC        | CL A           | 50075N104 | 362,595     | 12,745  | X         |         |            |          |          | 28-12474 |
| 12,745             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LASALLE HOTEL PPTYS    | COM SH BEN INT | 517942108 | 256,703     | 10,215  | X         |         |            |          |          | 28-12474 |
| 10,215             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LEXINGTON REALTY TRUST | COM            | 529043101 | 453,061     | 33,240  | X         |         |            |          |          | 28-12474 |
| 33,240             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LIBERTY PPTY TR        | SH BEN INT     | 531172104 | 258,902     | 7,810   | X         |         |            |          |          | 28-12474 |
| 7,810              |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LILLY ELI & CO         | COM            | 532457108 | 4,671,715   | 101,207 | X         |         |            |          |          | 28-12474 |
| 101,207            |                        |                |           | 12,740      | 276     | X         |         |            |          |          | 28-12474 |
| 276                |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LINCOLN NATL CORP IND  | COM            | 534187109 | 533,416     | 11,770  | X         |         |            |          |          | 28-12474 |
| 11,770             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LOCKHEED MARTIN CORP   | COM            | 539830109 | 8,642,616   | 87,600  | X         |         |            |          |          | 28-12474 |
| 87,600             |                        |                |           | 16,180      | 164     | X         |         |            |          |          | 28-12474 |
| 164                |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LOWES COS INC          | COM            | 548661107 | 2,022,233   | 97,457  | X         |         |            |          |          | 28-12474 |
| 97,457             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | LUBRIZOL CORP          | COM            | 549271104 | 224,006     | 4,835   | X         |         |            |          |          | 28-12474 |
| 4,835              |                        |                |           |             |         |           |         |            |          |          |          |
|                    | M & T BK CORP          | COM            | 55261F104 | 7,054       | 100     | X         |         |            |          |          | 28-12474 |
| 100                |                        |                |           |             |         |           |         |            |          |          |          |
|                    | MACERICH CO            | COM            | 554382101 | 1,097,526   | 17,665  | X         |         |            |          |          | 28-12474 |
| 17,665             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | MACK CALI RLTY CORP    | COM            | 554489104 | 539,203     | 15,780  | X         |         |            |          |          | 28-12474 |
| 15,780             |                        |                |           |             |         |           |         |            |          |          |          |
|                    | MAGUIRE PPTYS INC      | COM            | 559775101 | 13,752      | 1,130   | X         |         |            |          |          | 28-12474 |
| 1,130              |                        |                |           |             |         |           |         |            |          |          |          |
|                    | MARATHON OIL CORP      | COM            | 565849106 | 224,078     | 4,320   | X         |         |            |          |          | 28-12474 |
| 4,320              |                        |                |           |             |         |           |         |            |          |          |          |
|                    | MARRIOTT INTL INC NEW  | CL A           | 571903202 | 5,773       | 220     | X         |         |            |          |          | 28-12474 |

220  
 MASCO CORP COM 574599106 3,555,420 226,028 X 28-12474  
 226,028

COLUMN TOTAL 36,139,340

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 AS OF 07/31/08

| ITEM 8:<br>AUTHORITY (SHARES)<br>(B)<br>NAME OF ISSUER<br>SHARED (C) NONE | ITEM 1:<br>TITLE OF CLASS | ITEM 2:<br>CUSIP NUMBER | ITEM 3:<br>FAIR MARKET VALUE | ITEM 4:<br>VALUE | ITEM 5:<br>SHARES OR PRINCIPAL AMOUNT | ITEM 6:<br>INVESTMENT<br>(B) SHARED (A) SOLE (C) OTH | ITEM 7:<br>VOTING<br>INSTR V (A) SOLE |
|---|---------------------------|-------------------------|------------------------------|------------------|---------------------------------------|--|---------------------------------------|
| MASTERCARD INC<br>57,521  | CL A                      | 57636Q104               | 15,272,976                   | 57,521           | X                                     | 28-12474   |                                       |
|   |                           |                         | 26,818                       | 101              | X                                     | 28-12474   |                                       |
| 101<br>MATTEL INC<br>13,164   | COM                       | 577081102               | 225,368                      | 13,164           | X                                     | 28-12474   |                                       |
| MCCORMICK & CO INC<br>4,800   | COM NON VTG               | 579780206               | 171,168                      | 4,800            | X                                     | 28-12474   |                                       |
| MCDONALDS CORP<br>255,755   | COM                       | 580135101               | 14,378,546                   | 255,755          | X                                     | 28-12474   |                                       |
|   |                           |                         | 20,295                       | 361              | X                                     | 28-12474   |                                       |
| 361<br>MEDCO HEALTH SOLUTIONS INC<br>103,947                              | COM                       | 58405U102               | 4,906,298                    | 103,947          | X                                     | 28-12474   |                                       |
|   |                           |                         | 2,454                        | 52               | X                                     | 28-12474   |                                       |
| 52<br>MEDICAL PPTYS TRUST INC<br>38,694                                   | COM                       | 58463J304               | 391,583                      | 38,694           | X                                     | 28-12474   |                                       |
| MEDTRONIC INC<br>200  | COM                       | 585055106               | 10,350                       | 200              | X                                     | 28-12474   |                                       |
| MERCK & CO INC<br>239,029   | COM                       | 589331107               | 9,009,003                    | 239,029          | X                                     | 28-12474   |                                       |
|   |                           |                         | 19,523                       | 518              | X                                     | 28-12474   |                                       |
| 518<br>MERRILL LYNCH & CO INC<br>168,553                                  | COM                       | 590188108               | 5,344,816                    | 168,553          | X                                     | 28-12474   |                                       |
| METLIFE INC<br>178,294  | COM                       | 59156R108               | 9,408,574                    | 178,294          | X                                     | 28-12474   |                                       |
|   |                           |                         | 3,377                        | 64               | X                                     | 28-12474   |                                       |
| 64<br>MICROSOFT CORP<br>1,140,102   | COM                       | 594918104               | 31,364,206                   | 1,140,102        | X                                     | 28-12474   |                                       |
|   |                           |                         | 59,367                       | 2,158            | X                                     | 28-12474   |                                       |
| 2,158<br>MICROCHIP TECHNOLOGY INC<br>28,475                               | COM                       | 595017104               | 869,627                      | 28,475           | X                                     | 28-12474   |                                       |
| MID-AMER APT CMNTYS INC<br>3,305  | COM                       | 59522J103               | 168,687                      | 3,305            | X                                     | 28-12474   |                                       |
| MOLSON COORS BREWING CO<br>248,924  | CL B                      | 60871R209               | 13,524,041                   | 248,924          | X                                     | 28-12474   |                                       |
|   |                           |                         | 24,286                       | 447              | X                                     | 28-12474   |                                       |
| 447<br>MONSANTO CO NEW<br>42,760  | COM                       | 61166W101               | 5,406,574                    | 42,760           | X                                     | 28-12474   |                                       |
|   |                           |                         | 2,655                        | 21               | X                                     | 28-12474   |                                       |
| 21<br>MOODYS CORP<br>210  | COM                       | 615369105               | 7,232                        | 210              | X                                     | 28-12474   |                                       |
| MORGAN STANLEY<br>149,955   | COM NEW                   | 617446448               | 5,408,877                    | 149,955          | X                                     | 28-12474   |                                       |
| MOTOROLA INC<br>289,443   | COM                       | 620076109               | 2,124,512                    | 289,443          | X                                     | 28-12474   |                                       |
| COLUMN TOTAL  |                           |                         | 118,151,213                  |                  |                                       |  |                                       |

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| NAME OF ISSUER<br>SHARED (C) NONE    | TITLE OF CLASS | NUMBER    | VALUE      | AMOUNT  | (A) SOLE | (C) OTH INSTR V | (A) SOLE |
|--------------------------------------|----------------|-----------|------------|---------|----------|-----------------|----------|
| <S><br><C><br>NVIDIA CORP<br>363,453 | COM            | 67066G104 | 6,803,840  | 363,453 | X        | 28-12474        |          |
| 723                                  |                |           | 13,535     | 723     | X        | 28-12474        |          |
| OCCIDENTAL PETE CORP DEL<br>156,532  | COM            | 674599105 | 14,065,966 | 156,532 | X        | 28-12474        |          |
| 240                                  |                |           | 21,566     | 240     | X        | 28-12474        |          |
| OLD REP INTL CORP<br>16,220          | COM            | 680223104 | 192,045    | 16,220  | X        | 28-12474        |          |
| OMNICARE INC<br>314,495              | COM            | 681904108 | 8,246,059  | 314,495 | X        | 28-12474        |          |
| OMNICOM GROUP INC<br>236,674         | COM            | 681919106 | 10,621,929 | 236,674 | X        | 28-12474        |          |
| 439                                  |                |           | 19,702     | 439     | X        | 28-12474        |          |
| OMEGA HEALTHCARE INVS INC<br>23,530  | COM            | 681936100 | 391,775    | 23,530  | X        | 28-12474        |          |
| ORACLE CORP<br>835,985               | COM            | 68389X105 | 17,555,685 | 835,985 | X        | 28-12474        |          |
| 1,550                                |                |           | 32,550     | 1,550   | X        | 28-12474        |          |
| OSHKOSH CORP<br>209,851              | COM            | 688239201 | 4,341,817  | 209,851 | X        | 28-12474        |          |
| OWENS ILL INC<br>181,924             | COM NEW        | 690768403 | 7,584,412  | 181,924 | X        | 28-12474        |          |
| 324                                  |                |           | 13,508     | 324     | X        | 28-12474        |          |
| PNC FINL SVCS GROUP INC<br>12,579    | COM            | 693475105 | 718,261    | 12,579  | X        | 28-12474        |          |
| PNM RES INC<br>83,190                | COM            | 69349H107 | 994,952    | 83,190  | X        | 28-12474        |          |
| PPG INDS INC<br>2,478                | COM            | 693506107 | 142,163    | 2,478   | X        | 28-12474        |          |
| PANERA BREAD CO<br>2,870             | CL A           | 69840W108 | 132,766    | 2,870   | X        | 28-12474        |          |
| PARKER HANNIFIN CORP<br>52           | COM            | 701094104 | 3,709      | 52      | X        | 28-12474        |          |
| PATTERSON UTI ENERGY INC<br>27,480   | COM            | 703481101 | 992,852    | 27,480  | X        | 28-12474        |          |
| PENNSYLVANIA RL ESTATE INVT<br>8,940 | SH BEN INT     | 709102107 | 206,872    | 8,940   | X        | 28-12474        |          |
| PENTAIR INC<br>45                    | COM            | 709631105 | 1,576      | 45      | X        | 28-12474        |          |
| PEPSIAMERICAS INC<br>15,410          | COM            | 71343P200 | 304,810    | 15,410  | X        | 28-12474        |          |
| PEPSICO INC<br>151,509               | COM            | 713448108 | 9,634,457  | 151,509 | X        | 28-12474        |          |
| 307                                  |                |           | 19,522     | 307     | X        | 28-12474        |          |
| COLUMN TOTAL                         |                |           | 83,056,329 |         |          |                 |          |

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FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>AUTHORITY (SHARES)<br>(B)<br>NAME OF ISSUER<br>SHARED (C) NONE | ITEM 1:<br>TITLE OF CLASS | ITEM 2:<br>NUMBER | ITEM 3:<br>CUSIP | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT<br>DISCRETION<br>(B) SHARED | ITEM 7:<br>VOTING<br>MANAGERS<br>(A) SOLE |
|---|---------------------------|-------------------|------------------|---------------------------------|---|---|---|
| <S><br><C><br>PFIZER INC<br>103,6564                                      | COM                       | 717081103         |                  | 18,108,773                      | 1,036,564                                   | X   | 28-12474                                  |
| 118   |                           |                   |                  | 2,061                           | 118   | X   | 28-12474                                  |



|                                      |            |              |            |         |   |          |
|--------------------------------------|------------|--------------|------------|---------|---|----------|
| PHARMACEUTICAL PROD DEV INC<br>580   | COM        | 717124101    | 24,882     | 580     | X | 28-12474 |
| PHILIP MORRIS INTL INC<br>59,814     | COM        | 718172109    | 2,954,213  | 59,814  | X | 28-12474 |
| 419                                  |            |              | 20,694     | 419     | X | 28-12474 |
| POST PPTYS INC<br>3,230              | COM        | 737464107    | 96,093     | 3,230   | X | 28-12474 |
| POTASH CORP SASK INC<br>13,500       | COM        | 73755L107    | 3,085,695  | 13,500  | X | 28-12474 |
| 98                                   |            |              | 22,400     | 98      | X | 28-12474 |
| PRAXAIR INC<br>133,743               | COM        | 74005P104    | 12,603,940 | 133,743 | X | 28-12474 |
| 242                                  |            |              | 22,806     | 242     | X | 28-12474 |
| PRECISION CASTPARTS CORP<br>64,719   | COM        | 740189105    | 6,236,970  | 64,719  | X | 28-12474 |
| 122                                  |            |              | 11,757     | 122     | X | 28-12474 |
| PRICE T ROWE GROUP INC<br>7,550      | COM        | 74144T108    | 426,349    | 7,550   | X | 28-12474 |
| PROCTER & GAMBLE CO<br>357,793       | COM        | 742718109    | 21,757,392 | 357,793 | X | 28-12474 |
| 359                                  |            |              | 21,831     | 359     | X | 28-12474 |
| PROGRESS ENERGY INC<br>9,339         | COM        | 743263105    | 390,650    | 9,339   | X | 28-12474 |
| PROLOGIS<br>51,569                   | SH BEN INT | 743410102    | 2,802,775  | 51,569  | X | 28-12474 |
| PUBLIC STORAGE<br>11,660             | COM        | 74460D109    | 942,011    | 11,660  | X | 28-12474 |
| QUALCOMM INC<br>264,620              | COM        | 747525103    | 11,741,189 | 264,620 | X | 28-12474 |
| 472                                  |            |              | 20,943     | 472     | X | 28-12474 |
| QWEST COMMUNICATIONS INTL IN<br>214  | COM        | 749121109    | 841        | 214     | X | 28-12474 |
| REALTY INCOME CORP<br>25,410         | COM        | 756109104    | 578,332    | 25,410  | X | 28-12474 |
| REDWOOD TR INC<br>6,875              | COM        | 758075402    | 156,681    | 6,875   | X | 28-12474 |
| REGENCY CTRS CORP<br>15,360          | COM        | 758849103    | 908,083    | 15,360  | X | 28-12474 |
| REGIONS FINANCIAL CORP NEW<br>10,685 | COM        | 7591EP100    | 116,573    | 10,685  | X | 28-12474 |
|                                      |            | COLUMN TOTAL | 83,053,934 |         |   |          |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:<br>AUTHORITY (SHARES)<br>(B)<br>NAME OF ISSUER<br>SHARED (C) NONE | ITEM 1:<br>ITEM 2:<br>TITLE OF CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR MARKET<br>VALUE | ITEM 5:<br>SHARES OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>INVESTMENT |                          | ITEM 7:<br>VOTING<br>MANAGERS |
|---|--------------------------------------|----------------------------|---------------------------------|---|-----------------------|--------------------------|-------------------------------|
|   |                                      |                            |                                 |   | (B) SHARED            | (A) SOLE (C) OTH INSTR V |                               |
| <S><br><C>  | <C>                                  | <C>                        | <C>                             | <C>   | <C>                   | <C>                      | <C>                           |
| ROCKWELL COLLINS INC<br>12,987  | COM                                  | 774341101                  | 622,857                         | 12,987                                      | X                     | 28-12474                 |                               |
| ROHM & HAAS CO<br>4,235   | COM                                  | 775371107                  | 196,673                         | 4,235                                       | X                     | 28-12474                 |                               |
| SL GREEN RLTY CORP<br>15,231  | COM                                  | 78440X101                  | 1,259,908                       | 15,231                                      | X                     | 28-12474                 |                               |
| SLM CORP<br>330   | COM                                  | 78442P106                  | 6,386                           | 330   | X                     | 28-12474                 |                               |
| SPX CORP<br>83,825  | COM                                  | 784635104                  | 11,042,267                      | 83,825                                      | X                     | 28-12474                 |                               |
| 155   |                                      |                            | 20,418                          | 155   | X                     | 28-12474                 |                               |
| SAFECO CORP<br>6,180  | COM                                  | 786429100                  | 415,049                         | 6,180                                       | X                     | 28-12474                 |                               |

|                                      |              |           |            |         |   |          |
|--------------------------------------|--------------|-----------|------------|---------|---|----------|
| ST JUDE MED INC<br>37,484            | COM          | 790849103 | 1,532,346  | 37,484  | X | 28-12474 |
|                                      |              |           | 11,160     | 273     | X | 28-12474 |
| 273<br>SANDISK CORP<br>137,769       | COM          | 80004C101 | 2,576,280  | 137,769 | X | 28-12474 |
| SARA LEE CORP<br>14,335              | COM          | 803111103 | 175,604    | 14,335  | X | 28-12474 |
| SCHLUMBERGER LTD<br>90,751           | COM          | 806857108 | 9,749,380  | 90,751  | X | 28-12474 |
|                                      |              |           | 19,982     | 186     | X | 28-12474 |
| 186<br>SCRIPPS E W CO OHIO<br>42,077 | CL A         | 811054204 | 1,747,879  | 42,077  | X | 28-12474 |
| SENIOR HSG PPTYS TR<br>23,290        | SH BEN INT   | 81721M109 | 454,854    | 23,290  | X | 28-12474 |
| SIMON PPTY GROUP INC NEW<br>29,525   | COM          | 828806109 | 2,654,002  | 29,525  | X | 28-12474 |
| SMITH INTL INC<br>216                | COM          | 832110100 | 17,958     | 216     | X | 28-12474 |
| SMUCKER J M CO<br>8,750              | COM NEW      | 832696405 | 355,600    | 8,750   | X | 28-12474 |
| SONIC CORP<br>42,970                 | COM          | 835451105 | 635,956    | 42,970  | X | 28-12474 |
| SONOCO PRODS CO<br>88,275            | COM          | 835495102 | 2,732,111  | 88,275  | X | 28-12474 |
| SOUTHERN CO<br>100                   | COM          | 842587107 | 3,492      | 100     | X | 28-12474 |
| SOVRAN SELF STORAGE INC<br>560       | COM          | 84610H108 | 23,274     | 560     | X | 28-12474 |
| SPRINT NEXTEL CORP<br>101,539        | COM SER 1    | 852061100 | 964,621    | 101,539 | X | 28-12474 |
|                                      | COLUMN TOTAL |           | 37,218,057 |         |   |          |

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| ITEM 8:                                 | ITEM 1:        | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7:    | ITEM 8:                 |
|---|----------------|----------------|--------------|-------------------|----------------------------|--|------------|-------------------------|
| AUTHORITY (SHARES)                      | NAME OF ISSUER | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | INVESTMENT (B) SHARED (A) SOLE (C) OTH | DISCRETION | VOTING INSTR V (A) SOLE |
| (B)                                     | (C) NONE       |                |              |                   |                            |  |            |                         |
| <S>                                     | <C>            | <C>            | <C>          | <C>               | <C>                        | <C>                                    | <C>        | <C>                     |
| <C>                                     |                |                |              |                   |                            |  |            |                         |
| STARBUCKS CORP<br>106,503               | COM            | 855244109      | 1,676,357    | 106,503           | X                          | 28-12474                               |            |                         |
| STARWOOD HOTELS&RESORTS WRLD<br>6,150   | COM            | 85590A401      | 246,431      | 6,150             | X                          | 28-12474                               |            |                         |
| STATE STR CORP<br>154,116               | COM            | 857477103      | 9,861,883    | 154,116           | X                          | 28-12474                               |            |                         |
|   |                |                | 3,967        | 62                | X                          | 28-12474                               |            |                         |
| 62<br>STMICROELECTRONICS N V<br>241,395 | NY REGISTRY    | 861012102      | 2,493,610    | 241,395           | X                          | 28-12474                               |            |                         |
| STRATEGIC HOTELS & RESORTS I<br>10,335  | COM            | 86272T106      | 96,839       | 10,335            | X                          | 28-12474                               |            |                         |
| SUNOCO INC<br>1,985                     | COM            | 86764P109      | 80,770       | 1,985             | X                          | 28-12474                               |            |                         |
| SUNSTONE HOTEL INVS INC NEW<br>6,720    | COM            | 867892101      | 111,552      | 6,720             | X                          | 28-12474                               |            |                         |
| SUNTRUST BKS INC<br>768                 | COM            | 867914103      | 27,817       | 768               | X                          | 28-12474                               |            |                         |
| SUPERVALU INC<br>7,875                  | COM            | 868536103      | 243,259      | 7,875             | X                          | 28-12474                               |            |                         |
| SYMANTEC CORP<br>90,138                 | COM            | 871503108      | 1,744,170    | 90,138            | X                          | 28-12474                               |            |                         |
| SYSCO CORP<br>5,855                     | COM            | 871829107      | 161,071      | 5,855             | X                          | 28-12474                               |            |                         |
| TANGER FACTORY OUTLET CTRS I<br>6,350   | COM            | 875465106      | 228,156      | 6,350             | X                          | 28-12474                               |            |                         |
| TARGET CORP<br>25,429                   | COM            | 87612E106      | 1,182,194    | 25,429            | X                          | 28-12474                               |            |                         |



|          |              |           |            |        |   |          |
|----------|--------------|-----------|------------|--------|---|----------|
| VISA INC | COM CL A     | 92826C839 | 1,640,185  | 20,172 | X | 28-12474 |
| 20,172   |              |           | 11,953     | 147    | X | 28-12474 |
| 147      |              |           |            |        |   |          |
|          | COLUMN TOTAL |           | 46,108,284 |        |   |          |

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FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                | ITEM 1:        | ITEM 2:        | ITEM 3:      | ITEM 4:           | ITEM 5:                    | ITEM 6:                                | ITEM 7: | ITEM 8:         |
|------------------------|----------------|----------------|--------------|-------------------|----------------------------|--|---------|-----------------|
| AUTHORITY (SHARES)     | NAME OF ISSUER | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OR PRINCIPAL AMOUNT | DISCRETION (B) SHARED (A) SOLE (C) OTH | INSTR V | VOTING (A) SOLE |
| (B) SHARED (C) NONE    |                |                |              |                   |                            |  |         |                 |
| <S>                    | <C>            | <C>            | <C>          | <C>               | <C>                        | <C>                                    | <C>     | <C>             |
| <C>                    |                |                |              |                   |                            |  |         |                 |
| VODAFONE GROUP PLC NEW | SPONS ADR NEW  | 92857W209      | 1,642,336    | 55,748            | X                          | 28-12474                               |         |                 |
| 55,748                 |                |                |              |                   |                            |  |         |                 |
| VORNADO RLTY TR        | SH BEN INT     | 929042109      | 1,261,480    | 14,335            | X                          | 28-12474                               |         |                 |
| 14,335                 |                |                |              |                   |                            |  |         |                 |
| WACHOVIA CORP NEW      | COM            | 929903102      | 8,500,796    | 547,379           | X                          | 28-12474                               |         |                 |
| 547,379                |                |                |              |                   |                            |  |         |                 |
| WAL MART STORES INC    | COM            | 931142103      | 16,451,201   | 292,726           | X                          | 28-12474                               |         |                 |
| 292,726                |                |                |              |                   |                            |  |         |                 |
|                        |                |                | 26,807       | 477               | X                          | 28-12474                               |         |                 |
| 477                    |                |                |              |                   |                            |  |         |                 |
| WALGREEN CO            | COM            | 931422109      | 4,954,231    | 152,391           | X                          | 28-12474                               |         |                 |
| 152,391                |                |                |              |                   |                            |  |         |                 |
| WASHINGTON MUT INC     | COM            | 939322103      | 314,085      | 63,709            | X                          | 28-12474                               |         |                 |
| 63,709                 |                |                |              |                   |                            |  |         |                 |
| WEINGARTEN RLTY INVS   | SH BEN INT     | 948741103      | 206,479      | 6,810             | X                          | 28-12474                               |         |                 |
| 6,810                  |                |                |              |                   |                            |  |         |                 |
| WELLPOINT INC          | COM            | 94973V107      | 17,968       | 377               | X                          | 28-12474                               |         |                 |
| 377                    |                |                |              |                   |                            |  |         |                 |
| WELLS FARGO & CO NEW   | COM            | 949746101      | 2,317,976    | 97,599            | X                          | 28-12474                               |         |                 |
| 97,599                 |                |                |              |                   |                            |  |         |                 |
| WESTERN DIGITAL CORP   | COM            | 958102105      | 1,670,009    | 48,364            | X                          | 28-12474                               |         |                 |
| 48,364                 |                |                |              |                   |                            |  |         |                 |
|                        |                |                | 12,155       | 352               | X                          | 28-12474                               |         |                 |
| 352                    |                |                |              |                   |                            |  |         |                 |
| WEYERHAEUSER CO        | COM            | 962166104      | 256,467      | 5,015             | X                          | 28-12474                               |         |                 |
| 5,015                  |                |                |              |                   |                            |  |         |                 |
| WHIRLPOOL CORP         | COM            | 963320106      | 168,832      | 2,735             | X                          | 28-12474                               |         |                 |
| 2,735                  |                |                |              |                   |                            |  |         |                 |
| WISDOMTREE TRUST       | INTL SMCAP DIV | 97717W760      | 745,781      | 13,195            | X                          | 28-12474                               |         |                 |
| 13,195                 |                |                |              |                   |                            |  |         |                 |
| WORTHINGTON INDS INC   | COM            | 981811102      | 185,935      | 9,070             | X                          | 28-12474                               |         |                 |
| 9,070                  |                |                |              |                   |                            |  |         |                 |
| WYETH                  | COM            | 983024100      | 11,130,413   | 232,077           | X                          | 28-12474                               |         |                 |
| 232,077                |                |                |              |                   |                            |  |         |                 |
|                        |                |                | 14,436       | 301               | X                          | 28-12474                               |         |                 |
| 301                    |                |                |              |                   |                            |  |         |                 |
| XTO ENERGY INC         | COM            | 98385X106      | 19,909,143   | 290,602           | X                          | 28-12474                               |         |                 |
| 290,602                |                |                |              |                   |                            |  |         |                 |
|                        |                |                | 33,296       | 486               | X                          | 28-12474                               |         |                 |
| 486                    |                |                |              |                   |                            |  |         |                 |
| XCEL ENERGY INC        | COM            | 98389B100      | 601,799      | 29,985            | X                          | 28-12474                               |         |                 |
| 29,985                 |                |                |              |                   |                            |  |         |                 |
| YAHOO INC              | COM            | 984332106      | 590,483      | 28,581            | X                          | 28-12474                               |         |                 |
| 28,581                 |                |                |              |                   |                            |  |         |                 |
| YUM BRANDS INC         | COM            | 988498101      | 2,370,786    | 67,563            | X                          | 28-12474                               |         |                 |
| 67,563                 |                |                |              |                   |                            |  |         |                 |
|                        |                |                | 7,895        | 225               | X                          | 28-12474                               |         |                 |
| 225                    |                |                |              |                   |                            |  |         |                 |
|                        | COLUMN TOTAL   |                | 73,390,789   |                   |                            |  |         |                 |

<TABLE>  
<CAPTION>

| ITEM 8:            |                              | ITEM 3:        |           | ITEM 4:     |         | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |     |
|--------------------|------------------------------|----------------|-----------|-------------|---------|-----------|---------|------------|----------|----------|-----|
| AUTHORITY (SHARES) |                              | CUSIP          |           | FAIR MARKET |         | SHARES OR |         | DISCRETION |          | VOTING   |     |
| ITEM 1:            |                              | ITEM 2:        |           | FAIR MARKET |         | PRINCIPAL |         | (B) SHARED |          | MANAGERS |     |
| (B)                | NAME OF ISSUER               | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT  | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |     |
| SHARED             | (C) NONE                     |                |           |             |         |           |         |            |          |          |     |
| <S>                |                              | <C>            | <C>       | <C>         | <C>     | <C>       | <C>     | <C>        | <C>      | <C>      | <C> |
| <C>                |                              |                |           |             |         |           |         |            |          |          |     |
|                    | ACCENTURE LTD                | CL A           | G1150G111 | 193,339     | 4,748   |           | X       | 28-12474   |          | 4,748    |     |
|                    | ADOBE SYSTEMS INC            | COM            | 00724F101 | 235,985     | 5,991   |           | X       | 28-12474   |          | 5,991    |     |
|                    | AFLAC INC                    | COM            | 001055102 | 183,627     | 2,924   |           | X       | 28-12474   |          | 2,924    |     |
|                    | AKAMAI TECHNOLOGIES INC      | COM            | 00971T101 | 190,440     | 5,474   |           | X       | 28-12474   |          | 5,474    |     |
|                    | AKAMAI TECHNOLOGIES INC      | COM            | 00971T101 | 939,678     | 27,010  |           | X       | 28-12474   |          | 27,010   |     |
|                    | ALASKA AIR GROUP INC         | COM            | 011659109 | 135,698     | 8,846   |           | X       | 28-12474   |          | 8,846    |     |
|                    | ALEXANDRIA REAL ESTATE       |                |           |             |         |           |         |            |          |          |     |
|                    | EQUITIES INC                 | COM            | 015271109 | 3,802,100   | 39,060  |           | X       | 28-12474   |          | 39,060   |     |
|                    | ALLEGHENY TECHNOLOGIES INC   | COM            | 01741R102 | 123,895     | 2,090   |           | X       | 28-12474   |          | 2,090    |     |
|                    | AMB PROPERTY CORP            | COM            | 00163T109 | 1,814,940   | 36,025  |           | X       | 28-12474   |          | 36,025   |     |
|                    | AMERICAN CAMPUS COMMUNITIES  |                |           |             |         |           |         |            |          |          |     |
|                    | INC                          | COM            | 024835100 | 1,233,312   | 44,300  |           | X       | 28-12474   |          | 44,300   |     |
|                    | AMERICAN EXPRESS CO          | COM            | 025816109 | 215,774     | 5,728   |           | X       | 28-12474   |          | 5,728    |     |
|                    | AMERICAN INTERNATIONAL GROUP |                |           |             |         |           |         |            |          |          |     |
|                    | INC                          | COM            | 026874107 | 164,978     | 6,235   |           | X       | 28-12474   |          | 6,235    |     |
|                    | AMERICAN INTERNATIONAL GROUP |                |           |             |         |           |         |            |          |          |     |
|                    | INC                          | COM            | 026874107 | 1,173,977   | 44,368  |           | X       | 28-12474   |          | 44,368   |     |
|                    | AMERICAN INTERNATIONAL GROUP |                |           |             |         |           |         |            |          |          |     |
|                    | INC                          | COM            | 026874107 | 3,952,410   | 149,373 |           | X       | 28-12474   |          | 149,373  |     |
|                    | AMERICAN TOWER CORP          | CL A           | 029912201 | 268,034     | 6,344   |           | X       | 28-12474   |          | 6,344    |     |
|                    | AMGEN INC                    | COM            | 031162100 | 749,278     | 15,888  |           | X       | 28-12474   |          | 15,888   |     |
|                    | AMGEN INC                    | COM            | 031162100 | 1,673,331   | 35,482  |           | X       | 28-12474   |          | 35,482   |     |
|                    | ANNALY CAPITAL MANAGEMENT    |                |           |             |         |           |         |            |          |          |     |
|                    | INC                          | COM            | 035710409 | 1,955,501   | 126,080 |           | X       | 28-12474   |          | 126,080  |     |
|                    | APPLE INC                    | COM            | 037833100 | 195,068     | 1,165   |           | X       | 28-12474   |          | 1,165    |     |
|                    | APPLE INC                    | COM            | 037833100 | 878,223     | 5,245   |           | X       | 28-12474   |          | 5,245    |     |
|                    | AT&T INC                     | COM            | 00206R102 | 204,431     | 6,068   |           | X       | 28-12474   |          | 6,068    |     |
|                    | AT&T INC                     | COM            | 00206R102 | 738,620     | 21,924  |           | X       | 28-12474   |          | 21,924   |     |
|                    | AVERY DENNISON CORP          | COM            | 053611109 | 294,155     | 6,696   |           | X       | 28-12474   |          | 6,696    |     |
|                    | BAKER HUGHES INC             | COM            | 057224107 | 401,764     | 4,600   |           | X       | 28-12474   |          | 4,600    |     |
|                    | BANK OF AMERICA CORP         | COM            | 060505104 | 749,757     | 31,410  |           | X       | 28-12474   |          | 31,410   |     |
|                    | BEST BUY CO INC              | COM            | 086516101 | 325,789     | 8,227   |           | X       | 28-12474   |          | 8,227    |     |
|                    | BEST BUY CO INC              | COM            | 086516101 | 2,457,140   | 62,049  |           | X       | 28-12474   |          | 62,049   |     |
|                    | BJ SERVICES CO               | COM            | 055482103 | 162,830     | 5,098   |           | X       | 28-12474   |          | 5,098    |     |
|                    | BOSTON PROPERTIES INC        | COM            | 101121101 | 4,327,853   | 47,970  |           | X       | 28-12474   |          | 47,970   |     |
|                    | BOSTON SCIENTIFIC CORP       | COM            | 101137107 | 360,257     | 29,313  |           | X       | 28-12474   |          | 29,313   |     |
|                    | BOSTON SCIENTIFIC CORP       | COM            | 101137107 | 482,800     | 39,284  |           | X       | 28-12474   |          | 39,284   |     |
|                    | BOSTON SCIENTIFIC CORP       | COM            | 101137107 | 2,764,611   | 224,948 |           | X       | 28-12474   |          | 224,948  |     |
|                    | BP PLC                       | SPON ADR       | 055622104 | 742,103     | 10,667  |           | X       | 28-12474   |          | 10,667   |     |
|                    | BP PLC                       | SPON ADR       | 055622104 | 1,962,918   | 28,215  |           | X       | 28-12474   |          | 28,215   |     |
|                    | BRINKER INTERNATIONAL INC    | COM            | 109641100 | 258,609     | 13,683  |           | X       | 28-12474   |          | 13,683   |     |
|                    | BROADCOM CORP                | CL A           | 111320107 | 323,305     | 11,847  |           | X       | 28-12474   |          | 11,847   |     |

<TABLE>  
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| ITEM 8:            |                            | ITEM 3:        |           | ITEM 4:     |        | ITEM 5:   |         | ITEM 6:    |          | ITEM 7:  |     |
|--------------------|----------------------------|----------------|-----------|-------------|--------|-----------|---------|------------|----------|----------|-----|
| AUTHORITY (SHARES) |                            | CUSIP          |           | FAIR MARKET |        | SHARES OR |         | DISCRETION |          | VOTING   |     |
| ITEM 1:            |                            | ITEM 2:        |           | FAIR MARKET |        | PRINCIPAL |         | (B) SHARED |          | MANAGERS |     |
| (B)                | NAME OF ISSUER             | TITLE OF CLASS | NUMBER    | VALUE       | AMOUNT | (A) SOLE  | (C) OTH | INSTR V    | (A) SOLE |          |     |
| SHARED             | (C) NONE                   |                |           |             |        |           |         |            |          |          |     |
| <S>                |                            | <C>            | <C>       | <C>         | <C>    | <C>       | <C>     | <C>        | <C>      | <C>      | <C> |
| <C>                |                            |                |           |             |        |           |         |            |          |          |     |
|                    | BROOKFIELD PROPERTIES CORP | COM            | 112900105 | 1,290,665   | 72,550 |           | X       | 28-12474   |          | 72,550   |     |
|                    | CAMDEN PROPERTY TRUST      | SH BEN INT     | 133131102 | 867,496     | 19,600 |           | X       | 28-12474   |          | 19,600   |     |

|  |            |           |           |         |   |          |         |
|--|------------|-----------|-----------|---------|---|----------|---------|
| CAPITAL ONE FINANCIAL CORP               | COM        | 14040H105 | 1,181,275 | 31,078  | X | 28-12474 | 31,078  |
| CAPITAL ONE FINANCIAL CORP               | COM        | 14040H105 | 4,066,500 | 106,985 | X | 28-12474 | 106,985 |
| CBL & ASSOCIATES PROPERTIES INC          | COM        | 124830100 | 1,199,328 | 52,510  | X | 28-12474 | 52,510  |
| CBL & ASSOCIATES PROPERTIES INC          | COM        | 124830100 | 155,997   | 6,830   | X | 28-12474 | 6,830   |
| CEPHALON INC                             | COM        | 156708109 | 168,526   | 2,527   | X | 28-12474 | 2,527   |
| CEPHALON INC                             | COM        | 156708109 | 274,896   | 4,122   | X | 28-12474 | 4,122   |
| CEPHALON INC                             | COM        | 156708109 | 1,641,441 | 24,613  | X | 28-12474 | 24,613  |
| CHARLES SCHWAB CORP/THE                  | COM        | 808513105 | 185,558   | 9,034   | X | 28-12474 | 9,034   |
| CIRCUIT CITY STORES INC                  | COM        | 172737108 | 489,890   | 169,512 | X | 28-12474 | 169,512 |
| CISCO SYSTEMS INC                        | COM        | 17275R102 | 665,957   | 28,631  | X | 28-12474 | 28,631  |
| CISCO SYSTEMS INC                        | COM        | 17275R102 | 370,904   | 15,946  | X | 28-12474 | 15,946  |
| CISCO SYSTEMS INC                        | COM        | 17275R102 | 4,473,270 | 192,316 | X | 28-12474 | 192,316 |
| CITIGROUP INC                            | COM        | 172967101 | 1,161,502 | 69,302  | X | 28-12474 | 69,302  |
| CITIGROUP INC                            | COM        | 172967101 | 3,379,218 | 201,624 | X | 28-12474 | 201,624 |
| COGNIZANT TECHNOLOGY SOLUTIONS CORP      | CL A       | 192446102 | 289,664   | 8,910   | X | 28-12474 | 8,910   |
| COGNIZANT TECHNOLOGY SOLUTIONS CORP      | CL A       | 192446102 | 1,673,290 | 51,470  | X | 28-12474 | 51,470  |
| COLDWATER CREEK INC                      | COM        | 193068103 | 232,146   | 43,967  | X | 28-12474 | 43,967  |
| COLDWATER CREEK INC                      | COM        | 193068103 | 2,060,789 | 390,301 | X | 28-12474 | 390,301 |
| COMCAST CORP                             | CL A       | 20030N101 | 224,510   | 11,835  | X | 28-12474 | 11,835  |
| COMCAST CORP                             | CL A       | 20030N101 | 360,164   | 18,986  | X | 28-12474 | 18,986  |
| COMCAST CORP                             | CL A       | 20030N101 | 1,939,379 | 102,234 | X | 28-12474 | 102,234 |
| CONOCOPHILLIPS                           | COM        | 20825C104 | 210,301   | 2,228   | X | 28-12474 | 2,228   |
| CONOCOPHILLIPS                           | COM        | 20825C104 | 2,514,833 | 26,643  | X | 28-12474 | 26,643  |
| CORPORATE OFFICE PROPERTIES TRUST SBI MD | SH BEN INT | 22002T108 | 2,321,395 | 67,620  | X | 28-12474 | 67,620  |
| COUNTRYWIDE FINANCIAL CORP               | COM        | 222372104 | 115,664   | 27,215  | X | 28-12474 | 27,215  |
| COVENTRY HEALTH CARE INC                 | COM        | 222862104 | 108,904   | 3,580   | X | 28-12474 | 3,580   |
| COVENTRY HEALTH CARE INC                 | COM        | 222862104 | 473,244   | 15,557  | X | 28-12474 | 15,557  |
| COVENTRY HEALTH CARE INC                 | COM        | 222862104 | 2,418,785 | 79,513  | X | 28-12474 | 79,513  |
| DANAHER CORP                             | COM        | 235851102 | 363,465   | 4,702   | X | 28-12474 | 4,702   |
| DANAHER CORP                             | COM        | 235851102 | 2,278,727 | 29,479  | X | 28-12474 | 29,479  |
| DELL INC                                 | COM        | 24702R101 | 415,348   | 18,983  | X | 28-12474 | 18,983  |
| DEVELOPERS DIVERSIFIED REALTY CORP       | COM        | 251591103 | 3,169,717 | 91,320  | X | 28-12474 | 91,320  |
| DIGITAL REALTY TRUST INC                 | COM        | 253868103 | 2,448,464 | 59,850  | X | 28-12474 | 59,850  |
| DISH NETWORK CORP                        | CL A       | 25470M109 | 170,702   | 5,830   | X | 28-12474 | 5,830   |
| DOUGLAS EMMETT INC                       | COM        | 25960P109 | 602,527   | 27,425  | X | 28-12474 | 27,425  |

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FORM 13F

NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                         |                | ITEM 3:        |             | ITEM 4:   |            | ITEM 5:        |          | ITEM 6:<br>INVESTMENT |     | ITEM 7: VOTING |     |
|---------------------------------|----------------|----------------|-------------|-----------|------------|----------------|----------|-----------------------|-----|----------------|-----|
| AUTHORITY (SHARES)              |                | CUSIP          | FAIR MARKET | SHARES OR | DISCRETION | ITEM 7: VOTING |          |                       |     |                |     |
| (B)                             | ITEM 1:        | ITEM 2:        |             | PRINCIPAL | (B) SHARED | MANAGERS       |          |                       |     |                |     |
|                                 | NAME OF ISSUER | TITLE OF CLASS | NUMBER      | AMOUNT    | (A) SOLE   | (C) OTH        | INSTR V  | (A) SOLE              |     |                |     |
|                                 | SHARED (C)NONE |                |             |           |            |                |          |                       |     |                |     |
| <S>                             | <C>            | <C>            | <C>         | <C>       | <C>        | <C>            | <C>      | <C>                   | <C> | <C>            | <C> |
| <C>                             | <C>            |                |             |           |            |                |          |                       |     |                |     |
| DOVER CORP                      | COM            | 260003108      | 348,312     | 7,201     | X          |                | 28-12474 | 7,201                 |     |                |     |
| DOVER CORP                      | COM            | 260003108      | 486,022     | 10,048    | X          |                | 28-12474 | 10,048                |     |                |     |
| DOVER CORP                      | COM            | 260003108      | 2,276,921   | 47,073    | X          |                | 28-12474 | 47,073                |     |                |     |
| EASTGROUP PROPERTIES INC        | COM            | 277276101      | 1,259,544   | 29,360    | X          |                | 28-12474 | 29,360                |     |                |     |
| EATON CORP                      | COM            | 278058102      | 1,183,632   | 13,930    | X          |                | 28-12474 | 13,930                |     |                |     |
| EBAY INC                        | COM            | 278642103      | 248,703     | 9,100     | X          |                | 28-12474 | 9,100                 |     |                |     |
| EBAY INC                        | COM            | 278642103      | 973,631     | 35,625    | X          |                | 28-12474 | 35,625                |     |                |     |
| ELI LILLY & CO                  | COM            | 532457108      | 142,311     | 3,083     | X          |                | 28-12474 | 3,083                 |     |                |     |
| EMC CORP/MASSACHUSETTS          | COM            | 268648102      | 385,862     | 26,267    | X          |                | 28-12474 | 26,267                |     |                |     |
| EMC CORP/MASSACHUSETTS          | COM            | 268648102      | 2,586,586   | 176,078   | X          |                | 28-12474 | 176,078               |     |                |     |
| ENTERTAINMENT PROPERTIES TRUST  | COM SH BEN INT | 29380T105      | 1,336,610   | 27,035    | X          |                | 28-12474 | 27,035                |     |                |     |
| EQUITY RESIDENTIAL              | SH BEN INT     | 29476L107      | 2,176,989   | 56,885    | X          |                | 28-12474 | 56,885                |     |                |     |
| ESSEX PROPERTY TRUST INC        | COM            | 297178105      | 1,779,615   | 16,710    | X          |                | 28-12474 | 16,710                |     |                |     |
| EW SCRIPPS CO                   | CL A           | 811054204      | 125,659     | 3,025     | X          |                | 28-12474 | 3,025                 |     |                |     |
| EW SCRIPPS CO                   | CL A           | 811054204      | 1,022,216   | 24,608    | X          |                | 28-12474 | 24,608                |     |                |     |
| EXXON MOBIL CORP                | COM            | 30231G102      | 487,888     | 5,536     | X          |                | 28-12474 | 5,536                 |     |                |     |
| EXXON MOBIL CORP                | COM            | 30231G102      | 4,853,760   | 55,075    | X          |                | 28-12474 | 55,075                |     |                |     |
| FEDERAL REALTY INVESTMENT TRUST | SH BEN INT     | 313747206      | 1,863,000   | 27,000    | X          |                | 28-12474 | 27,000                |     |                |     |
| FEDEX CORP                      | COM            | 31428X106      | 383,235     | 4,864     | X          |                | 28-12474 | 4,864                 |     |                |     |

|                                 |      |           |           |         |   |          |         |
|---------------------------------|------|-----------|-----------|---------|---|----------|---------|
| FEDEX CORP                      | COM  | 31428X106 | 194,060   | 2,463   | X | 28-12474 | 2,463   |
| FEDEX CORP                      | COM  | 31428X106 | 2,436,817 | 30,928  | X | 28-12474 | 30,928  |
| FIDELITY NATIONAL FINANCIAL INC | CL A | 31620R105 | 166,988   | 13,253  | X | 28-12474 | 13,253  |
| FIDELITY NATIONAL FINANCIAL INC | CL A | 31620R105 | 720,178   | 57,157  | X | 28-12474 | 57,157  |
| FLEXTRONICS INTERNATIONAL LTD   | ORD  | Y2573F102 | 896,459   | 95,368  | X | 28-12474 | 95,368  |
| FLEXTRONICS INTERNATIONAL LTD   | ORD  | Y2573F102 | 1,297,952 | 138,080 | X | 28-12474 | 138,080 |
| FRANKLIN RESOURCES INC          | COM  | 354613101 | 233,616   | 2,549   | X | 28-12474 | 2,549   |
| FRANKLIN RESOURCES INC          | COM  | 354613101 | 1,620,647 | 17,683  | X | 28-12474 | 17,683  |
| GENERAL ELECTRIC CO             | COM  | 369604103 | 1,062,876 | 39,823  | X | 28-12474 | 39,823  |
| GENERAL ELECTRIC CO             | COM  | 369604103 | 3,566,531 | 133,628 | X | 28-12474 | 133,628 |
| GENERAL GROWTH PROPERTIES INC   | COM  | 370021107 | 4,511,339 | 128,785 | X | 28-12474 | 128,785 |
| GENZYME CORP                    | COM  | 372917104 | 392,293   | 5,447   | X | 28-12474 | 5,447   |
| GENZYME CORP                    | COM  | 372917104 | 3,235,715 | 44,928  | X | 28-12474 | 44,928  |
| GILDAN ACTIVEWEAR INC           | COM  | 375916103 | 433,257   | 16,741  | X | 28-12474 | 16,741  |
| GILDAN ACTIVEWEAR INC           | COM  | 375916103 | 1,726,455 | 66,710  | X | 28-12474 | 66,710  |
| GOODRICH CORP                   | COM  | 382388106 | 600,749   | 12,658  | X | 28-12474 | 12,658  |
| GOOGLE INC                      | CL A | 38259P508 | 221,096   | 420     | X | 28-12474 | 420     |
| GRAMERCY CAPITAL CORP/NEW YORK  | COM  | 384871109 | 1,326,186 | 114,425 | X | 28-12474 | 114,425 |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

| ITEM 8:                          |                | ITEM 3:   |           | ITEM 4:           |          | ITEM 5:                    |          | ITEM 6:                                  |          | ITEM 7:                          |     |
|----------------------------------|----------------|-----------|-----------|-------------------|----------|----------------------------|----------|--|----------|----------------------------------|-----|
| AUTHORITY (SHARES)               |                | CUSIP     |           | FAIR MARKET VALUE |          | SHARES OR PRINCIPAL AMOUNT |          | INVESTMENT DISCRETION (B) SHARED (C) OTH |          | VOTING MANAGERS INSTR V (A) SOLE |     |
| (B) SHARED                       | (C) NONE       | NUMBER    | VALUE     | AMOUNT            | (A) SOLE | (C) OTH                    | INSTR    | V  | (A) SOLE |                                  |     |
| <S>                              | <C>            | <C>       | <C>       | <C>               | <C>      | <C>                        | <C>      | <C>                                      | <C>      | <C>                              | <C> |
| HALLIBURTON CO                   | COM            | 406216101 | 224,380   | 4,228             | X        |                            | 28-12474 |  | 4,228    |                                  |     |
| HALLIBURTON CO                   | COM            | 406216101 | 2,674,250 | 50,391            | X        |                            | 28-12474 |  | 50,391   |                                  |     |
| HANSEN NATURAL CORP              | COM            | 411310105 | 270,879   | 9,399             | X        |                            | 28-12474 |  | 9,399    |                                  |     |
| HANSEN NATURAL CORP              | COM            | 411310105 | 880,163   | 30,540            | X        |                            | 28-12474 |  | 30,540   |                                  |     |
| HCC INSURANCE HOLDINGS INC       | COM            | 404132102 | 164,892   | 7,800             | X        |                            | 28-12474 |  | 7,800    |                                  |     |
| HCP INC                          | COM            | 40414L109 | 2,350,600 | 73,895            | X        |                            | 28-12474 |  | 73,895   |                                  |     |
| HEALTH MANAGEMENT ASSOCIATES INC | CL A           | 421933102 | 173,980   | 26,725            | X        |                            | 28-12474 |  | 26,725   |                                  |     |
| HERSHA HOSPITALITY TRUST         | SH BEN INT A   | 427825104 | 390,788   | 51,760            | X        |                            | 28-12474 |  | 51,760   |                                  |     |
| HOLOGIC INC                      | COM            | 436440101 | 164,198   | 7,532             | X        |                            | 28-12474 |  | 7,532    |                                  |     |
| HOME DEPOT INC                   | COM            | 437076102 | 945,419   | 40,368            | X        |                            | 28-12474 |  | 40,368   |                                  |     |
| HOME DEPOT INC                   | COM            | 437076102 | 2,014,050 | 85,997            | X        |                            | 28-12474 |  | 85,997   |                                  |     |
| HOST HOTELS & RESORTS INC        | COM            | 44107P104 | 2,681,993 | 196,483           | X        |                            | 28-12474 |  | 196,483  |                                  |     |
| INTEL CORP                       | COM            | 458140100 | 271,937   | 12,660            | X        |                            | 28-12474 |  | 12,660   |                                  |     |
| INTEL CORP                       | COM            | 458140100 | 539,921   | 25,136            | X        |                            | 28-12474 |  | 25,136   |                                  |     |
| INTEL CORP                       | COM            | 458140100 | 2,827,863 | 131,651           | X        |                            | 28-12474 |  | 131,651  |                                  |     |
| JABIL CIRCUIT INC                | COM            | 466313103 | 261,231   | 15,919            | X        |                            | 28-12474 |  | 15,919   |                                  |     |
| JABIL CIRCUIT INC                | COM            | 466313103 | 1,023,081 | 62,345            | X        |                            | 28-12474 |  | 62,345   |                                  |     |
| JABIL CIRCUIT INC                | COM            | 466313103 | 2,589,317 | 157,789           | X        |                            | 28-12474 |  | 157,789  |                                  |     |
| KIMCO REALTY CORP                | COM            | 49446R109 | 4,470,340 | 129,500           | X        |                            | 28-12474 |  | 129,500  |                                  |     |
| KINETIC CONCEPTS INC             | COM            | 49460W208 | 249,038   | 6,240             | X        |                            | 28-12474 |  | 6,240    |                                  |     |
| KINETIC CONCEPTS INC             | COM            | 49460W208 | 283,361   | 7,100             | X        |                            | 28-12474 |  | 7,100    |                                  |     |
| KINETIC CONCEPTS INC             | COM            | 49460W208 | 1,757,636 | 44,040            | X        |                            | 28-12474 |  | 44,040   |                                  |     |
| KOHL'S CORP                      | COM            | 500255104 | 383,503   | 9,578             | X        |                            | 28-12474 |  | 9,578    |                                  |     |
| KOHL'S CORP                      | COM            | 500255104 | 879,399   | 21,963            | X        |                            | 28-12474 |  | 21,963   |                                  |     |
| KOHL'S CORP                      | COM            | 500255104 | 3,489,566 | 87,152            | X        |                            | 28-12474 |  | 87,152   |                                  |     |
| LASALLE HOTEL PROPERTIES         | COM SH BEN INT | 517942108 | 992,007   | 39,475            | X        |                            | 28-12474 |  | 39,475   |                                  |     |
| LAZARD LTD                       | SHS A          | G54050102 | 204,559   | 5,990             | X        |                            | 28-12474 |  | 5,990    |                                  |     |
| LOWE'S COS INC                   | COM            | 548661107 | 318,533   | 15,351            | X        |                            | 28-12474 |  | 15,351   |                                  |     |
| LOWE'S COS INC                   | COM            | 548661107 | 326,335   | 15,727            | X        |                            | 28-12474 |  | 15,727   |                                  |     |
| MACERICH CO/THE                  | COM            | 554382101 | 3,924,131 | 63,160            | X        |                            | 28-12474 |  | 63,160   |                                  |     |
| MACK-CALI REALTY CORP            | COM            | 554489104 | 852,883   | 24,960            | X        |                            | 28-12474 |  | 24,960   |                                  |     |
| MASCO CORP                       | COM            | 574599106 | 371,558   | 23,621            | X        |                            | 28-12474 |  | 23,621   |                                  |     |
| MASCO CORP                       | COM            | 574599106 | 1,150,241 | 73,124            | X        |                            | 28-12474 |  | 73,124   |                                  |     |
| MEDICAL PROPERTIES TRUST INC     | COM            | 58463J304 | 612,928   | 60,566            | X        |                            | 28-12474 |  | 60,566   |                                  |     |
| MERRILL LYNCH & CO INC           | COM            | 590188108 | 553,340   | 17,450            | X        |                            | 28-12474 |  | 17,450   |                                  |     |
| MERRILL LYNCH & CO INC           | COM            | 590188108 | 2,050,337 | 64,659            | X        |                            | 28-12474 |  | 64,659   |                                  |     |
| MICROCHIP TECHNOLOGY INC         | COM            | 595017104 | 204,007   | 6,680             | X        |                            | 28-12474 |  | 6,680    |                                  |     |





| <S>                          | <C>         | <C>       | <C>       | <C>     | <C> | <C>      | <C>     | <C> | <C> |
|------------------------------|-------------|-----------|-----------|---------|-----|----------|---------|-----|-----|
| <C>                          |             |           |           |         |     |          |         |     |     |
| PNM RESOURCES INC            | COM         | 69349H107 | 168,540   | 14,092  | X   | 28-12474 | 14,092  |     |     |
| POST PROPERTIES INC          | COM         | 737464107 | 372,470   | 12,520  | X   | 28-12474 | 12,520  |     |     |
| PRECISION CASTPARTS CORP     | COM         | 740189105 | 171,539   | 1,780   | X   | 28-12474 | 1,780   |     |     |
| PROCTER & GAMBLE CO          | COM         | 742718109 | 339,685   | 5,586   | X   | 28-12474 | 5,586   |     |     |
| PROCTER & GAMBLE CO          | COM         | 742718109 | 2,694,248 | 44,306  | X   | 28-12474 | 44,306  |     |     |
| PROLOGIS                     | SH BEN INT  | 743410102 | 5,480,654 | 100,840 | X   | 28-12474 | 100,840 |     |     |
| PUBLIC STORAGE               | COM A DP    | 74460D109 | 3,635,954 | 45,005  | X   | 28-12474 | 45,005  |     |     |
| QUALCOMM INC                 | COM         | 747525103 | 327,761   | 7,387   | X   | 28-12474 | 7,387   |     |     |
| QUALCOMM INC                 | COM         | 747525103 | 1,494,027 | 33,672  | X   | 28-12474 | 33,672  |     |     |
| REDWOOD TRUST INC            | COM         | 758075402 | 363,045   | 15,930  | X   | 28-12474 | 15,930  |     |     |
| REGENCY CENTERS CORP         | COM         | 758849103 | 3,535,967 | 59,810  | X   | 28-12474 | 59,810  |     |     |
| ROCKWELL COLLINS INC         | COM         | 774341101 | 329,677   | 6,874   | X   | 28-12474 | 6,874   |     |     |
| ROCKWELL COLLINS INC         | COM         | 774341101 | 663,766   | 13,840  | X   | 28-12474 | 13,840  |     |     |
| ROGERS COMMUNICATIONS INC    | COM         | 775109200 | 107,861   | 2,790   | X   | 28-12474 | 2,790   |     |     |
| ROPER INDUSTRIES INC         | COM         | 776696106 | 290,531   | 4,410   | X   | 28-12474 | 4,410   |     |     |
| SANDISK CORP                 | COM         | 80004C101 | 134,285   | 7,181   | X   | 28-12474 | 7,181   |     |     |
| SANDISK CORP                 | COM         | 80004C101 | 234,648   | 12,548  | X   | 28-12474 | 12,548  |     |     |
| SANDISK CORP                 | COM         | 80004C101 | 1,345,147 | 71,933  | X   | 28-12474 | 71,933  |     |     |
| SCHLUMBERGER LTD             | COM         | 806857108 | 417,903   | 3,890   | X   | 28-12474 | 3,890   |     |     |
| SIMON PROPERTY GROUP INC     | COM         | 828806109 | 8,446,514 | 93,965  | X   | 28-12474 | 93,965  |     |     |
| SL GREEN REALTY CORP         | COM         | 78440X101 | 4,460,759 | 53,926  | X   | 28-12474 | 53,926  |     |     |
| SONOCO PRODUCTS CO           | COM         | 835495102 | 187,557   | 6,060   | X   | 28-12474 | 6,060   |     |     |
| SONOCO PRODUCTS CO           | COM         | 835495102 | 1,593,925 | 51,500  | X   | 28-12474 | 51,500  |     |     |
| SOVRAN SELF STORAGE INC      | COM         | 84610H108 | 462,978   | 11,140  | X   | 28-12474 | 11,140  |     |     |
| SPRINT NEXTEL CORP           | COM SER 1   | 852061100 | 148,276   | 15,608  | X   | 28-12474 | 15,608  |     |     |
| STARBUCKS CORP               | COM         | 855244109 | 215,969   | 13,721  | X   | 28-12474 | 13,721  |     |     |
| STARBUCKS CORP               | COM         | 855244109 | 1,701,966 | 108,130 | X   | 28-12474 | 108,130 |     |     |
| STARWOOD HOTELS & RESORTS    |             |           |           |         |     |          |         |     |     |
| WORLDWIDE INC                | COM         | 85590A401 | 817,027   | 20,390  | X   | 28-12474 | 20,390  |     |     |
| STMICROELECTRONICS NV        | NY REGISTRY | 861012102 | 221,062   | 21,400  | X   | 28-12474 | 21,400  |     |     |
| STMICROELECTRONICS NV        | NY REGISTRY | 861012102 | 730,744   | 70,740  | X   | 28-12474 | 70,740  |     |     |
| STRATEGIC HOTELS & RESORTS   |             |           |           |         |     |          |         |     |     |
| INC                          | COM         | 86272T106 | 380,235   | 40,580  | X   | 28-12474 | 40,580  |     |     |
| SUNSTONE HOTEL INVESTORS INC | COM         | 867892101 | 412,510   | 24,850  | X   | 28-12474 | 24,850  |     |     |
| SYMANTEC CORP                | COM         | 871503108 | 156,232   | 8,074   | X   | 28-12474 | 8,074   |     |     |
| SYMANTEC CORP                | COM         | 871503108 | 755,482   | 39,043  | X   | 28-12474 | 39,043  |     |     |
| TANGER FACTORY OUTLET        |             |           |           |         |     |          |         |     |     |
| CENTERS                      | COM         | 875465106 | 724,708   | 20,170  | X   | 28-12474 | 20,170  |     |     |
| TARGET CORP                  | COM         | 87612E106 | 139,005   | 2,990   | X   | 28-12474 | 2,990   |     |     |
| TARGET CORP                  | COM         | 87612E106 | 1,188,331 | 25,561  | X   | 28-12474 | 25,561  |     |     |

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NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC.

AS

|                    |                |         |             | ITEM 5:   |            | ITEM 6:<br>INVESTMENT |         |          |  |
|--------------------|----------------|---------|-------------|-----------|------------|-----------------------|---------|----------|--|
| ITEM 8:            |                | ITEM 3: | ITEM 4:     | SHARES OR | DISCRETION | ITEM 7: VOTING        |         |          |  |
| AUTHORITY (SHARES) |                | CUSIP   | FAIR MARKET | PRINCIPAL | (B) SHARED | MANAGERS              |         |          |  |
| (B)                | NAME OF ISSUER | NUMBER  | VALUE       | AMOUNT    | (A) SOLE   | (C) OTH               | INSTR V | (A) SOLE |  |
| SHARED             | (C) NONE       |         |             |           |            |                       |         |          |  |

| <S>                        | <C>      | <C>       | <C>       | <C>    | <C> | <C>      | <C>    | <C> | <C> |
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| <C>                        |          |           |           |        |     |          |        |     |     |
| TAUBMAN CENTERS INC        | COM      | 876664103 | 1,619,802 | 33,295 | X   | 28-12474 | 33,295 |     |     |
| TELEFLEX INC               | COM      | 879369106 | 182,335   | 3,280  | X   | 28-12474 | 3,280  |     |     |
| TEMPUR-PEDIC INTERNATIONAL |          |           |           |        |     |          |        |     |     |
| INC                        | COM      | 88023U101 | 296,936   | 38,020 | X   | 28-12474 | 38,020 |     |     |
| TEXAS INSTRUMENTS INC      | COM      | 882508104 | 312,323   | 11,091 | X   | 28-12474 | 11,091 |     |     |
| TEXAS INSTRUMENTS INC      | COM      | 882508104 | 119,370   | 4,239  | X   | 28-12474 | 4,239  |     |     |
| TEXAS INSTRUMENTS INC      | COM      | 882508104 | 1,559,444 | 55,378 | X   | 28-12474 | 55,378 |     |     |
| TIDEWATER INC              | COM      | 886423102 | 258,169   | 3,970  | X   | 28-12474 | 3,970  |     |     |
| TIDEWATER INC              | COM      | 886423102 | 816,127   | 12,550 | X   | 28-12474 | 12,550 |     |     |
| TIDEWATER INC              | COM      | 886423102 | 3,942,769 | 60,630 | X   | 28-12474 | 60,630 |     |     |
| TIME WARNER INC            | COM      | 887317105 | 299,138   | 20,212 | X   | 28-12474 | 20,212 |     |     |
| TYCO INTL                  | SHS      | G9143X208 | 320,360   | 8,001  | X   | 28-12474 | 8,001  |     |     |
| UDR INC                    | COM      | 902653104 | 1,459,288 | 65,205 | X   | 28-12474 | 65,205 |     |     |
| UNILEVER PLC               | SPON ADR | 904767704 | 118,498   | 4,171  | X   | 28-12474 | 4,171  |     |     |
| UNILEVER PLC               | SPON ADR | 904767704 | 1,645,933 | 57,935 | X   | 28-12474 | 57,935 |     |     |
| UNITED TECHNOLOGIES CORP   | COM      | 913017109 | 831,284   | 13,473 | X   | 28-12474 | 13,473 |     |     |
| UNITEDHEALTH GROUP INC     | COM      | 91324P102 | 339,938   | 12,950 | X   | 28-12474 | 12,950 |     |     |
| URBAN OUTFITTERS INC       | COM      | 917047102 | 774,229   | 24,823 | X   | 28-12474 | 24,823 |     |     |
| U-STORE-IT TRUST           | COM      | 91274F104 | 679,119   | 56,830 | X   | 28-12474 | 56,830 |     |     |

|                             |            |           |           |         |   |          |         |
|-----------------------------|------------|-----------|-----------|---------|---|----------|---------|
| VALSPAR CORP                | COM        | 920355104 | 159,033   | 8,410   | X | 28-12474 | 8,410   |
| VALSPAR CORP                | COM        | 920355104 | 1,315,380 | 69,560  | X | 28-12474 | 69,560  |
| VARIAN MEDICAL SYSTEMS INC  | COM        | 92220P105 | 180,594   | 3,483   | X | 28-12474 | 3,483   |
| VENTAS INC                  | COM        | 92276F100 | 2,115,090 | 49,685  | X | 28-12474 | 49,685  |
| VERIZON COMMUNICATIONS INC  | COM        | 92343V104 | 191,195   | 5,401   | X | 28-12474 | 5,401   |
| VISTAPRINT LTD              | SHS        | G93762204 | 105,167   | 3,930   | X | 28-12474 | 3,930   |
| VODAFONE GROUP PLC          | SPONS ADR  | 92857W209 | 304,057   | 10,321  | X | 28-12474 | 10,321  |
| VORNADO REALTY TRUST        | SH BEN INT | 929042109 | 4,705,360 | 53,470  | X | 28-12474 | 53,470  |
| WACHOVIA CORP               | COM        | 929903102 | 885,163   | 56,997  | X | 28-12474 | 56,997  |
| WACHOVIA CORP               | COM        | 929903102 | 3,261,098 | 209,987 | X | 28-12474 | 209,987 |
| WALGREEN CO                 | COM        | 931422109 | 289,924   | 8,918   | X | 28-12474 | 8,918   |
| WALGREEN CO                 | COM        | 931422109 | 197,336   | 6,070   | X | 28-12474 | 6,070   |
| WALGREEN CO                 | COM        | 931422109 | 3,501,782 | 107,714 | X | 28-12474 | 107,714 |
| WAL-MART STORES INC         | COM        | 931142103 | 511,645   | 9,104   | X | 28-12474 | 9,104   |
| WASHINGTON MUTUAL INC       | COM        | 939322103 | 51,144    | 10,374  | X | 28-12474 | 10,374  |
| WEINGARTEN REALTY INVESTORS | SH BEN INT | 948741103 | 784,227   | 25,865  | X | 28-12474 | 25,865  |
| WEYERHAEUSER CO             | COM        | 962166104 | 584,275   | 11,425  | X | 28-12474 | 11,425  |
| YAHOO! INC                  | COM        | 984332106 | 182,035   | 8,811   | X | 28-12474 | 8,811   |
| YAHOO! INC                  | COM        | 984332106 | 547,903   | 26,520  | X | 28-12474 | 26,520  |

</TABLE>

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AS OF 06/30/08

| ENTITY TOTALS    | FAIR MARKET    | ENTITY   |
|------------------|----------------|----------|
| UNITS            |                |          |
| <S>              | <C>            | <C>      |
| <C>              |                |          |
| 553,170,624      | 23,711,693,875 | 28-5284  |
| 5,440,929        | 179,459,027    | 28-11135 |
| 1,427,261        | 151,566,098    | 28-11439 |
| 11,454,577       | 593,115,074    | 28-4580  |
| 43,121,366       | 7,632,481,782  | 28-4750  |
| 27,721           | 1,404,346      |          |
| 44,184,203       | 1,548,065,628  | 28-12474 |
| GRAND TOTALS     | 33,817,785,830 |          |
| 658,826,681      |                |          |
| NUMBER OF ISSUES | 3,232          |          |

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