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GENERAL ELECTRIC CO  
Form 13F-HR/A  
March 12, 2001

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 1999

Check here if Amendment [x]; Amendment Number: 2

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

Institutional Investment Manager Filing this Report:

Name: Mitchell A. Danaher  
Title: Assistant Comptroller  
Phone: (203) 373-3563

13F File Number: 28-01502

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 this Report on Behalf of Reporting Manager:

Name: Mitchell A. Danaher  
Title: Assistant Comptroller  
Phone: (203) 373-3563

Signature, Place, and Date of Signing:

Mitchell A. Danaher      Fairfield, CT 06431      March 9, 2001  
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Report Type (Check only one.):

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

FORM 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 01  
 Form 13F Information Table Entry Total: 429  
 Form 13F Information Table Value Total: 8696786  
 (thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
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01		Employers Reinsurance Corporation

FROM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
TEEKAY SHIPPING	COM	V89564104	300	20000	SH		SOLE
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	1382	29100	SH		SOLE
GLOBALSTAR	COM	G3930H104	177969	4044760	SH		SOLE
BANK OF BERMUDA	COM	G07644100	241	7650	SH		SOLE
AT&T CORPORATION	COM	001957109	1207	22991	SH		SOLE
ABBOTT LABORATORIES	COM	002824100	927	25000	SH		SOLE
ABERCROMBIE & FITCH	COM	002896207	1135	45400	SH		SOLE
AC NIELSEN CORP	COM	004833109	908	40462	SH		SOLE
ACTIVISION, INC.	COM	004930202	190	12380	SH		SOLE
ACXIOM CORPORATION	COM	005125109	768	32500	SH		SOLE
AETNA INC	COM	008117103	2579	47600	SH		SOLE
ALBERTSON'S INC	COM	013104104	2088	65000	SH		SOLE
ALLEGIANCE TELECOM INC	COM	01747T102	1063	13612	SH		SOLE
ALLERGAN INC	COM	018490102	1887	37600	SH		SOLE
ALLOY ONLINE	COM	019855105	573	36400	SH		SOLE
ALLSTATE CORP	COM	020002101	430	17500	SH		SOLE
ALTERA CORPORATION	COM	021441100	2004	39200	SH		SOLE
ALTEON WEBSYSTEMS	COM	02145A109	109815	1251450	SH		SOLE
AMAZON.COM, INC	COM	023135106	2835	31500	SH		SOLE
AMERICA ONLINE INC	COM	02364J104	16266	200500	SH		SOLE
AMERICA WEST	COM	023657203	433	20892	SH		SOLE
AMERICAN EXPRESS	COM	025816109	1035	6500	SH		SOLE
AMERICAN INTL GROUP	COM	026874107	2697	24633	SH		SOLE
AMGEN INC	COM	031162100	4936	91100	SH		SOLE
ANALOG DEVICES INC	COM	032654105	4606	56602	SH		SOLE
ANHEUSER-BUSCH COS INC	COM	035229103	2356	35000	SH		SOLE
ANN TAYLOR STORES CORP	COM	036115103	1214	35500	SH		SOLE
AIMCO	COM	03748R101	1860	46728	SH		SOLE
AON CORP	COM	037389103	1003	25000	SH		SOLE
APPLE COMPUTER INC	COM	037833100	1490	14400	SH		SOLE
APPLIED MATERIALS	COM	038222105	1997	16422	SH		SOLE
ARCHSTONE CMNTYS TR	PFD	039581202	2376	88000	SH		SOLE
ASSOCIATES FIRST CAPITAL	COM	046008108	456	16000	SH		SOLE
ATLANTIC GULF COMMUNITIES CORP	COM	048556104	10	20395	SH		SOLE
AUTOBYTEL.COM	COM	05275N106	28960	1906502	SH		SOLE
AVERY DENNISON CORP	COM	053611109	342	5000	SH		SOLE
AVNET INC	COM	053807103	318	5827	SH		SOLE
AVON PRODUCTS INC	COM	054303102	1072	32844	SH		SOLE
BJ WHOLESALE CLUB	COM	05548J106	1768	49900	SH		SOLE

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BANK OF AMERICA CORP	COM	060505104	2533	51308	SH	SOLE
BANK OF NEW YORK CO INC	COM	064057102	992	25000	SH	SOLE
BANK ONE CORP	COM	06423A103	2682	81900	SH	SOLE
BAXTER INTERNATIONAL INC	COM	071813109	532	8500	SH	SOLE
BEA SYSTEMS INC	COM	073325102	1034	14600	SH	SOLE
BELL ATLANTIC CORP	COM	077853109	3071	48034	SH	SOLE
BERKSHIRE HATWY	COM	084670108	2862	53	SH	SOLE
BLUESTONE SOFTWARE	COM	09623P102	296341	2576875	SH	SOLE
BREAKAWAY SOLUTIONS	COM	106372105	44940	615611	SH	SOLE
BRISTOL-MYERS SQUIBB CO	COM	110122108	1267	19000	SH	SOLE
BURLINGTON NORTHERN SANTA FE	COM	12189T104	796	33254	SH	SOLE
BURLINGTON RESOURCES	COM	122014103	1271	40200	SH	SOLE
CNET	COM	125945105	184506	3251200	SH	SOLE
CABLETRON SYSTEMS	COM	126920107	2937	109800	SH	SOLE
CAREER BUILDER	COM	141684100	5906	917431	SH	SOLE
CAREMARK RX INC	COM	141705103	1047	232700	SH	SOLE
CHAMPION INTERNATIONAL	COM	158525105	1819	30381	SH	SOLE
CHARTER ONE FINANCIAL INC	COM	160903100	631	33100	SH	SOLE
CHASE MANHATTAN CORP NEW	COM	16161A108	5820	75100	SH	SOLE
CHECKFREE HOLDINGS CORP	COM	162816102	423	4300	SH	SOLE
CIRCUIT CITY STORES	COM	172737108	1289	30500	SH	SOLE
CISCO SYSTEMS	COM	17275R102	1852	17736	SH	SOLE
CINTAS CORP	COM	172908105	1395	27620	SH	SOLE
CITIGROUP INC	COM	172967101	8696	155279	SH	SOLE
COASTAL CORP	COM	190441105	1024	29900	SH	SOLE
COMMERCE ONE	COM	200693109	455015	2315598	SH	SOLE
COMVERSE TECHNOLOGY INC	COM	205862402	2802	21350	SH	SOLE
CONOCO INC	COM	208251306	502	22000	SH	SOLE
CONSOLIDATED NATURAL GAS	COM	209615103	1131	17500	SH	SOLE
CONSOLIDATED STORES CORP	COM	210149100	1967	138000	SH	SOLE
CONVERGYS CORP	COM	212485106	1935	69100	SH	SOLE
COOPER CAMERON CORP	COM	216640102	1228	27100	SH	SOLE
CORSAIR	COM	220406102	3984	490355	SH	SOLE
CYBERSOURCE	COM	23251J106	68507	1323802	SH	SOLE
DANAHER CORP	COM	235851102	994	22000	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	943	53700	SH	SOLE
DAYTON HUDSON CORP	COM	239753106	3165	42204	SH	SOLE
DELL COMPUTER CORP	COM	247025108	8715	165400	SH	SOLE
DEVON ENERGY	COM	25179M103	928	28000	SH	SOLE
DOUBLECLICK INC	COM	258609304	635	3000	SH	SOLE
DOVER CORP	COM	260003108	1215	27000	SH	SOLE
DUPONT E I DE NEMOURS & CO	COM	263534108	708	11000	SH	SOLE
DUKE ENERGY CORP	COM	264399106	1327	26275	SH	SOLE
DYCOM INDUSTRIES INC	COM	267475101	1323	31400	SH	SOLE
EMC CORP/MASS	COM	268648102	910	9000	SH	SOLE
E-STAMP	COM	269154100	4316	193986	SH	SOLE
EATON CORP	COM	278058102	881	12500	SH	SOLE
ECOLAB INC	COM	278865100	1505	41600	SH	SOLE
EMERSON ELECTRIC CO	COM	291011104	1467	25043	SH	SOLE
ENHANCE FINANCIAL SVCS GROUP	COM	293310108	2422	153800	SH	SOLE
ENRON CORP	COM	293561106	1414	35307	SH	SOLE
ENTERCOM COMMUNICATIONS CORP [	COM	293639100	1084	17300	SH	SOLE
EQUITY RESIDENTIAL PROPERTIES	COM	29476L107	461	10800	SH	SOLE
EURONET SERVICES INC.	COM	298736109	3159	417900	SH	SOLE
EXXON MOBIL CORPORATION	COM	30231G102	4542	54192	SH	SOLE
FAMILY DOLLAR STORES	COM	307000109	1078	71300	SH	SOLE
FANNIE MAE	COM	313586109	4115	66100	SH	SOLE
FEDERATED DEPT STORES INC NEW	COM	31410H101	1656	33665	SH	SOLE
FINOVA GROUP INC	COM	317928109	4169	122400	SH	SOLE
FIRST DATA CORP	COM	319963104	2373	47500	SH	SOLE
FIRSERV INC	COM	337738108	1711	43650	SH	SOLE
FLEET BOSTON FINANCIAL CORP	COM	339030108	3622	101260	SH	SOLE

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FORD MOTOR CO DEL	COM	345370100	1171	22170	SH	SOLE
FOUNDATION HEALTH SYSTEMS	COM	350404109	1065	110700	SH	SOLE
FURNITURE BRANDS INTL INC	COM	360921100	1248	60500	SH	SOLE
GANNETT CO	COM	364730101	1576	19871	SH	SOLE
GATEWAY INC	COM	367626108	7784	110900	SH	SOLE
GENERAL DYNAMICS	COM	369550108	950	18500	SH	SOLE
GENERAL MOTORS CORP	COM	370442105	2643	36300	SH	SOLE
GREENPOINT FINANCIAL CORP	COM	395384100	1294	53900	SH	SOLE
HEALTH & REHABILITATION	COM	40426W101	310	34000	SH	SOLE
HADCO CORP	COM	404681108	1487	30900	SH	SOLE
HALLIBURTON COMPANY	COM	406216101	646	16422	SH	SOLE
HARLEY-DAVIDSON INC	COM	412822105	960	15600	SH	SOLE
HARRAHS ENTERTAINMENT INC	COM	413619107	1514	59800	SH	SOLE
HARTFORD LIFE-CL A	COM	416592103	1326	33100	SH	SOLE
HEALTHSOUTH CORPORATION	CV BOND	421924AF8	18624	24750000	P	SOLE
HEINZ (H J) CO	COM	423074103	911	22500	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	2127	18885	SH	SOLE
HOLLYWOOD ENTERTAINMENT CORP	COM	436141105	2182	146100	SH	SOLE
HOLLYWOOD PARK INC	COM	436255103	2555	121300	SH	SOLE
HOME DEPOT INC	COM	437076102	12013	123688	SH	SOLE
HOMESTORE	COM	437852106	295277	2952774	SH	SOLE
HONEYWELL INTERNATIONAL INC	COM	438516106	826	15000	SH	SOLE
ICG COMMUNICATIONS INC	COM	449246107	2483	138400	SH	SOLE
IMS HEALTH INC	COM	449934108	286	11000	SH	SOLE
IXL ENTERPRISES	COM	450718101	177625	3200458	SH	SOLE
IDEXX LABORATORIES INC	COM	45168D104	575	33800	SH	SOLE
IMMUNEX CORP	COM	452528102	1478	14800	SH	SOLE
INSIGHT COMMUNICATIONS INC	COM	45768V108	1059	38700	SH	SOLE
INTEL CORP	COM	458140100	3076	37000	SH	SOLE
INTERACTIVE PICTURES	COM	45839N101	26717	1119029	SH	SOLE
INTERNATIONL BUSINESS MACHINES	COM	459200101	6300	58000	SH	SOLE
INTERNET CAPITAL GROUP	COM	46059C106	1808959	10640934	SH	SOLE
INTERPUBLIC GROUP COS	COM	460690100	420	8000	SH	SOLE
INTEVAC INC	CV BOND	461148AC2	569	1000000	PRN	SOLE
INTUIT INC	COM	461202103	2202	37600	SH	SOLE
I 2 TECHNOLOGY INC	COM	465754109	1147	5800	SH	SOLE
JABIL CIRCUIT INC	COM	466313103	3053	40500	SH	SOLE
JAZZTEL	COM	47214R152	74123	1138159	SH	SOLE
JUNIPER NETWORKS INC	COM	48203R104	680	2104	SH	SOLE
KEYNOTE SYSTEMS	COM	493308100	116799	1583710	SH	SOLE
LSI LOGIC CORP	COM	502161102	826	12800	SH	SOLE
LADISH COMPANY INC	COM	505754200	419	59833	SH	SOLE
LAM RESEARCH CORPORATION	COM	512807108	963	8900	SH	SOLE
LAUDER ESTEE COMPANY	COM	518439104	1078	22000	SH	SOLE
LAUNCH MEDIA	COM	518567102	14855	784313	SH	SOLE
LEGATO SYSTEMS INC	COM	524651106	991	12500	SH	SOLE
LILLY (ELI) & CO	COM	532457108	411	6000	SH	SOLE
LINENS 'N THINGS	COM	535679104	1059	42800	SH	SOLE
LODGIAN	COM	54021P106	78	15672	SH	SOLE
LOWES CO INC	COM	548661107	1539	26275	SH	SOLE
M&T BANK CORPORATION	COM	55261F104	1191	2850	SH	SOLE
MBNA CORP	COM	55262L100	2386	90250	SH	SOLE
MCI WORLDCOM INC	COM	55268B106	5188	64055	SH	SOLE
MGIC INVESTMENT CORP	COM	552848103	3485	56900	SH	SOLE
MACROMEDIA INC	COM	556100105	933	11500	SH	SOLE
MAGNA INTERNATIONAL	COM	559222401	453	10000	SH	SOLE
MANDALAY RESORT GROUP	COM	562567107	3320	152200	SH	SOLE
MARKETING SERVICES	COM	570907105	72213	4311220	SH	SOLE
MARSH & MCLENNAN COS	COM	571748102	1637	17000	SH	SOLE
MARSHALL & ILSLEY CORP	COM	571834100	864	14200	SH	SOLE
MARTIN MARIETTA MATERIALS	COM	573284106	826	20000	SH	SOLE
MATTEL INC	COM	577081102	1319	102920	SH	SOLE

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MAXIM INTEGRATED PRODUCTS	COM	57772K101	1167	25100	SH	SOLE
MCDONALD'S CORPORATION	COM	580135101	810	20000	SH	SOLE
MCKESSON HBOC INC	COM	58155Q103	2278	108800	SH	SOLE
MCLEOD INC	COM	582266102	1207	20400	SH	SOLE
MEDIMMUNE INC	COM	584699102	2205	14700	SH	SOLE
MERCK & CO. INC	COM	589331107	2617	37524	SH	SOLE
METAMOR WORLDWIDE	COM	59133P100	33958	1186300	SH	SOLE
MICROFIELD GRAPHICS	COM	59506W104	4	34239	SH	SOLE
MICROSOFT CORP	COM	594918104	2661	22662	SH	SOLE
MODCOAST ENERGY RESOURCES	COM	59563W104	202	12383	SH	SOLE
MODIS PROFESSIONAL SERVICES	COM	607830106	2394	163700	SH	SOLE
MORGAN STANLEY DEAN WITTER	COM	617446448	993	7554	SH	SOLE
MURPHY OIL CORP	COM	626717102	844	14800	SH	SOLE
NABI INC	CV BOND	628716AB8	1213	1500000	PRN	SOLE
NTL INCORPORATED	COM	629407107	1088	8600	SH	SOLE
NATL COMMERCE BANCORPORATION	COM	635449101	1084	46200	SH	SOLE
NATIONAL SERVICE INDS INC	COM	637657107	285	9853	SH	SOLE
NET2PHONE	COM	64108N106	106682	2322333	SH	SOLE
NEWMONT MINING	COM	651639106	295	12500	SH	SOLE
NEXTEL COMMUNICATIONS INC A	COM	65332V103	6111	58200	SH	SOLE
NOBLE AFFILIATES INC	COM	654894104	691	27285	SH	SOLE
NOBLE DRILLING CORP	COM	655042109	1528	49300	SH	SOLE
NORTH FORK BANCORPORATION	COM	659424105	1053	60600	SH	SOLE
NOVASTAR FINANCIAL	COM	669947400	2083	666666	SH	SOLE
OMNICOM GROUP CV	COM	681919106	1330	13000	SH	SOLE
OMNIPOINT CORP	COM	68212D102	1246	12000	SH	SOLE
ON COMMAND (SPECTRAVISION)	COM	682160106	17244	932117	SH	SOLE
ON COMMAND (SPECTRAVISION)	WTS	682160122	1818	296900	SH	SOLE
PE CORP	COM	69332S102	1737	15700	SH	SOLE
PMC - SIERRA INC	COM	69344F106	1656	11400	SH	SOLE
PNC BANK CORP	COM	693475105	1388	31500	SH	SOLE
PAINE WEBBER GROUP INC	COM	695629105	1223500	31523600	SH	SOLE
PEREGRINE SYSTEMS INC	COM	71366Q101	839	11200	SH	SOLE
PERKINELMER INC	COM	714046109	1155	28738	SH	SOLE
PHARMACIA & UPJOHN INC	COM	716941109	1650	34919	SH	SOLE
PHARMOR	WTS	717113112	74	131664	SH	SOLE
PHARMOR	COM	717113203	273	99299	SH	SOLE
PHILIP MORRIS COS INC	COM	718154107	527	22500	SH	SOLE
PHONE.COM INC	COM	71920Q100	733	6200	SH	SOLE
PILOT NETWORKS	COM	721596104	7200	300000	SH	SOLE
PITNEY BOWES INC	COM	724479100	789	17500	SH	SOLE
SWING-N-SLIDE CORP	COM	72811G102	285	40388	SH	SOLE
PRAXAIR INC	COM	74005P104	1056	22300	SH	SOLE
PRIME RETAIL INC	COM	741570105	693	87264	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	2661	24304	SH	SOLE
PROXICOM	COM	744282104	61313	493224	SH	SOLE
QUINTUS	COM	748798105	26126	569509	SH	SOLE
RADIAN GROUP INC	COM	750236101	1508	31500	SH	SOLE
RADIO ONE INC	COM	75040P108	867	9800	SH	SOLE
RATIONAL SOFTWARE CORPORATION	COM	75409P202	2467	50100	SH	SOLE
RECKSON	COM	75621K106	1597	77938	SH	SOLE
REPUBLIC SERVICES INC.	COM	760759100	1394	111500	SH	SOLE
ROCHESTER G & E	COM	771367109	390	15000	SH	SOLE
SBC COMMUNICATIONS INC	COM	78387G103	2795	55000	SH	SOLE
SCI SYSTEMS INC	COM	783890106	1436	17300	SH	SOLE
SANMINA CORP	COM	800907107	1192	11400	SH	SOLE
SARA LEE CORP	COM	803111103	1891	86215	SH	SOLE
SAWTEK INC	COM	805468105	258	4100	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	1315	22170	SH	SOLE
SEALED AIR CORP	COM	81211K100	760	15400	SH	SOLE
SIEBEL SYSTEMS INC	COM	826170102	2583	29000	SH	SOLE
SMITH INTERNATIONAL INC	COM	832110100	1211	24800	SH	SOLE

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SOLITRON DEVICES, INC.	COM	834256208	31	33048	SH	SOLE
SPANISH BROADCASTING SYS	COM	846425882	1676	44400	SH	SOLE
SPEEDWAY MOTORSPORTS INC	COM	847788106	476	17700	SH	SOLE
STANDARD CHEMICAL CORP	CV BOND	853258AA9	332	644000	PRN	SOLE
STAR MEDIA	COM	855546107	59942	1496213	SH	SOLE
STARWOOD HOTELS & RESORTS	COM	85590A203	790	36300	SH	SOLE
STEEL DYNAMICS	COM	858119100	69499	4310000	SH	SOLE
STORAGE TECHNOLOGY CORP	COM	862111200	1475	86151	SH	SOLE
SUN INC	CV BOND	866762AG2	433	500000	PRN	SOLE
SUN MICROSYSTEMS	COM	866810104	1061	14000	SH	SOLE
SUNGARD DATA SYSTEMS INC	COM	867363103	3107	135100	SH	SOLE
SYBASE INC	COM	871130100	723	46300	SH	SOLE
SYKES ENTERPRISES INC	COM	871237103	996	23000	SH	SOLE
SYMANTEC CORP	COM	871503108	733	11500	SH	SOLE
SYMBOL TECHNOLOGIES INC	COM	871508107	2980	50400	SH	SOLE
SYNOPSIS INC	COM	871607107	1613	25454	SH	SOLE
TMP WORLDWIDE INC	COM	872941109	1045	7200	SH	SOLE
TALK.COM INC	COM	874264104	3428	191800	SH	SOLE
TELEPHONE AND DATA SYSTEMS	COM	879433100	1565	13000	SH	SOLE
TELESCAN	COM	879516102	57555	2331348	SH	SOLE
TELLABS INC	COM	879664100	302	4500	SH	SOLE
TERADYNE INC	COM	880770102	1594	27900	SH	SOLE
TEXACO INC	COM	881694103	901	16422	SH	SOLE
TEXTRON INC	COM	883203101	584	8000	SH	SOLE
TIFFANY & CO	COM	886547108	1623	19500	SH	SOLE
TOSCO CORP	COM	891490302	686	26000	SH	SOLE
TOYS "R" US INC	COM	892335100	2400	171400	SH	SOLE
U. S. BANCORP	COM	902973106	707	30000	SH	SOLE
U. S. FOODSERVICE	COM	90331R101	2077	136200	SH	SOLE
UNIROYAL TECHNOLOGY CORP	COM	909163107	651	25534	SH	SOLE
UNISYS CORP	COM	909214108	999	32500	SH	SOLE
UNITED HEALTHCARE CORP	COM	910581107	4279	84000	SH	SOLE
US WEST INC	COM	91273H101	1168	16000	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	978	16422	SH	SOLE
UNIVISION COMMUNICATIONS - A	COM	914906102	1732	17400	SH	SOLE
UNUMPROVIDENT CORP	COM	91529Y106	1030	34466	SH	SOLE
VALASSIS COMMUNICATIONS INC	COM	918866104	735	17500	SH	SOLE
VALUEVISION	COM	92047K107	611751	10674418	SH	SOLE
VERITAS SOFTWARE CORPORATION	COM	923436109	730	5100	SH	SOLE
VISX INC	COM	92844S105	541	10100	SH	SOLE
VITESSE SEMICONDUCTOR CORP	COM	928497106	1626	31500	SH	SOLE
WMF GROUP	COM	929289106	120	20833	SH	SOLE
WMX TECHNOLOGIES	CV BOND	92929QAF4	2449	3000000	PRN	SOLE
WALMART STORES INC	COM	931142103	2235	33172	SH	SOLE
WASHINGTON MUTUAL INC	COM	939322103	2761	106180	SH	SOLE
WASTE MANAGEMENT	COM	94106L109	2760	185517	SH	SOLE
WATERS CORPORATION	COM	941848103	593	12500	SH	SOLE
WELLPOINT HEALTH NETWORKS	COM	94973H108	2391	37000	SH	SOLE
WELLS FARGO COMPANY	COM	949746101	415	10000	SH	SOLE
WESTVACO CORP	COM	961548104	1307	41000	SH	SOLE
WORLD WRESTLING FED ENTMNT	COM	98156Q108	234	15400	SH	SOLE
YOUNG & RUBICAM INC	COM	987425105	2227	37700	SH	SOLE
ZIFF DAVIS INC	COM	989511209	623	27600	SH	SOLE
ZIONS BANCORPORATION	COM	989701107	1882	28200	SH	SOLE
BULL RUN	COM	120182100	9448	1608251	SH	SOLE
CNET	COM	12613R104	184506	3251200	SH	SOLE
DIGITAL ISLAND	COM	25385N101	88911	934678	SH	SOLE
HOOVER'S	COM	439321100	1803	206045	SH	SOLE
I-VILLAGE	COM	46588H105	37220	1838009	SH	SOLE
LYCOS	COM	550818108	580	10594	SH	SOLE
MAIL.COM	CL A	560311102	13500	720000	SH	SOLE
WHITTMAN-HART	COM	566244109	24791	462295	SH	SOLE

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PREVIEW TRAVEL	COM	74137R101	448	8591	SH	SOLE
PROMOTION.COM	COM	74341U106	3292	166667	SH	SOLE
TODAYS MAN	COM	888910205	14	22140	SH	SOLE
WINK	COM	974168106	66441	1106250	SH	SOLE
GEMSTAR INTL GROUP LTD	COM	G3788V106	650	10130	SH	SOLE
ROYAL CARIBBEAN CRUISE LINE	COM	V7780T103	515	11102	SH	SOLE
AT AND T CORP	COM	001957109	26380	494250	SH	SOLE
AT AND T CORP	COM	001957208	8389	174770	SH	SOLE
ABBOTT LABORATORIES	COM	002824100	21783	599879	SH	SOLE
ADOBE SYSTEMS INC	COM	00724F101	534	8374	SH	SOLE
AIR PRODUCTS AND CHEMICALS INC	COM	009158106	13473	435500	SH	SOLE
AMERICAN ONLINE	COM	02364J104	586	6864	SH	SOLE
AMERICAN EXPRESS COMPANY	COM	025816109	17105	111800	SH	SOLE
AMERICAN HOME PRODUCTS CORP	COM	026609107	12315	272900	SH	SOLE
AMERICAN INTERNATIONAL GROUP	COM	026874107	20340	190200	SH	SOLE
ANALOG DEVICES	COM	032654105	7948	105100	SH	SOLE
ANHEUSER BUSCH COS. INC	COM	035229103	23003	320600	SH	SOLE
APPLE COMPUTER INC.	COM	037833100	513	5221	SH	SOLE
APPLIED MATERIALS INC	COM	038222105	634	5732	SH	SOLE
ASSOCIATES FIRST CAPITAL CORP	COM	046008108	1882	65456	SH	SOLE
AUTOMATIC DATA PROCESSING INC	COM	053015103	38484	758300	SH	SOLE
AVON PRODUCTS INC	COM	054303102	6283	204744	SH	SOLE
BANK OF AMERICA CORP	COM	060505104	29522	589700	SH	SOLE
BELL ATLANTIC CORP	COM	077853109	8562	133000	SH	SOLE
BERKSHIRE HATHAWAY	COM	084670207	12666	7313	SH	SOLE
BRISTOL-MYERS SQUIBB COMPANY	COM	110122108	34121	532100	SH	SOLE
BURLINGTON NORTHERN SANTA FE	COM	12189T104	14081	506297	SH	SOLE
BURLINGTON RESOURCES INC	COM	122014103	8181	251725	SH	SOLE
CBS CORPORATION	COM	12490K107	18585	328944	SH	SOLE
CMGI INC	COM	125750109	690	3112	SH	SOLE
CSC HOLDINGS INC SERIES M	PFD	126304401	2658	24211	SH	SOLE
CVS CORPORATION	COM	126650100	2804	88500	SH	SOLE
CARDINAL HEALTH INC	COM	14149Y108	22654	488500	SH	SOLE
CENDANT CORPORATION	COM	151313103	1479	65383	SH	SOLE
CHASE MANHATTAN CORP	COM	16161A108	23917	318100	SH	SOLE
CHINA TELECOM	COM	169428109	432	5600	SH	SOLE
CISCO SYSTEMS INC	COM	17275R102	34105	348457	SH	SOLE
CITIGROUP INC.	COM	172967101	45343	841641	SH	SOLE
COFLEXIP SAADR	COM	192384105	998	30266	SH	SOLE
COLGATE-PALMOLIVE COMPANY	COM	194162103	9767	167310	SH	SOLE
COMCAST CORPORATION	COM	200300200	29995	592500	SH	SOLE
COMVERSE TECHNOLOGY INC	COM	205862402	2729	21489	SH	SOLE
COX COMMUNICATIONS	COM	224044107	592	12168	SH	SOLE
DANIELSON HOLDING CORP	COM	236274106	87	17489	SH	SOLE
DAYTON HUDSON CORPORATION	COM	239753106	19871	266283	SH	SOLE
DELL COMPUTER	COM	247025109	5258	117000	SH	SOLE
DESC SA DE C.V.ADR	COM	250309101	639	32938	SH	SOLE
DEUTSCHE TELEKOM	COM	251566105	578	9999	SH	SOLE
DOVER CORPORATION	COM	260003108	23636	504900	SH	SOLE
DUPONT EI DE NEMOURS CO.	COM	263534109	12083	185000	SH	SOLE
ECI TELECOMMUNICATIONS	COM	268258100	2779	92633	SH	SOLE
EMC CORPORATION	COM	268648102	8028	84393	SH	SOLE
EL PASO ENERGY CORP	COM	283905107	3245	89222	SH	SOLE
EMERSON ELECTRIC COMPANY	COM	291011104	25030	422000	SH	SOLE
EQUIFAX INC	COM	294429105	27330	1260182	SH	SOLE
ERICSSON	COM	294821400	338	9262	SH	SOLE
EXXON CORPORATION	COM	302290101	54940	656005	SH	SOLE
FANNIE MAE	COM	313586109	30682	506100	SH	SOLE
FIRST DATA CORPORATION	COM	319963104	50848	1116000	SH	SOLE
GTE CORPORATION	COM	362320103	4560	61619	SH	SOLE
GANNETT CO. INC	COM	364730101	21675	282875	SH	SOLE
GLOBAL TELESYSTEMS GROUP	COM	37936U104	342	10600	SH	SOLE

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GOLDMAN SACHS GP	COM	38141G104	589	7494	SH	SOLE
GRUPO CARSO SA DE CVADR	COM	400485207	1081	109056	SH	SOLE
GRUPO TELEVISIA SA-SPONS GDR	COM	40049J206	1159	30692	SH	SOLE
HALLIBURTON CO	COM	406216101	2747	74000	SH	SOLE
HELLENIC TELECOMMUNICATION ADR	COM	423325307	590	43799	SH	SOLE
HOME DEPOT INC	COM	437076102	14056	145371	SH	SOLE
HONEYWELLLL INTL INC	COM	438516106	34277	555100	SH	SOLE
HUBBELL INC	COM	443510201	17623	639395	SH	SOLE
INFINITY BROADCASTING CORP	COM	45662S102	586	15722	SH	SOLE
INTEL CORPORATION	COM	458140100	40286	502000	SH	SOLE
IBM CORP	COM	459200101	33938	311000	SH	SOLE
INTERNET CAPITAL GROUP	COM	46059C106	573	5096	SH	SOLE
INTERPUBLIC GROUP OF COS. INC	COM	460690100	29108	509000	SH	SOLE
ISPAT INTL NV	COM	464899103	526	42153	SH	SOLE
JDS UNIPHASE CORP	COM	46612J101	611	2447	SH	SOLE
JOHNSON AND JOHNSON	COM	478160104	27451	290100	SH	SOLE
JUNIPER NETWORKS INC.	COM	48203R104	606	1915	SH	SOLE
KANSAS CITY SOUTHERN	COM	485170104	544	9083	SH	SOLE
KIMBERLY-CLARK	COM	494368103	27215	424400	SH	SOLE
KNIGHT-RIDDER INC	COM	499040103	9307	162388	SH	SOLE
KOREA TELECOM	COM	50063P103	757	22556	SH	SOLE
LEHMAN BROTHERS HOLDINGS	COM	524908100	577	7312	SH	SOLE
LIBERTY DIGITAL INC.	COM	530436104	622	10720	SH	SOLE
LOEWS CORPORATION	COM	540424108	7840	130945	SH	SOLE
MCI WORLDCOM INC	COM	55268B106	17332	223638	SH	SOLE
MANDALAY RESORT GROUP	COM	562567107	2471	113593	SH	SOLE
MARSH AND MCLENNAN COS. INC	COM	571748102	36399	438548	SH	SOLE
MARTIN MARIETTA MATERIALS INC	COM	573284106	4177	109742	SH	SOLE
MASCO CORPORATION	COM	574599106	14860	592931	SH	SOLE
MASSTOR SYSTEMS CORP	COM	576300107	1	12785	SH	SOLE
MCDONALD'S CORPORATION	COM	580135101	9528	227867	SH	SOLE
MCLEOD USA	COM	58319P108	777	13392	SH	SOLE
MEADOWBROOK INSURANCE GROUP	COM	58319P108	1355	246448	SH	SOLE
MERCK AND CO. INC	COM	589331107	32814	473000	SH	SOLE
MERRILL LYNCH	COM	590188108	581	7402	SH	SOLE
MICROSOFT CORPORATION	COM	594918104	43519	382792	SH	SOLE
MOLEX INCORPORATED	COM	608554200	4151	97246	SH	SOLE
MORGAN STANLEY DEAN WITTER	COM	617446448	568	4543	SH	SOLE
NTL INC	COM	629407107	47494	439000	SH	SOLE
NABORS INDUSTRIES INC	COM	629568106	14589	531700	SH	SOLE
NEXTEL COMMUNICATIONS	COM	65332V103	511	5499	SH	SOLE
NIPPON TELEGRAPH & TELEPHONE	COM	654624105	542	6795	SH	SOLE
NORTEL NETWORK CORP	COM	656569100	1363	15142	SH	SOLE
NORTHERN TELECOM LIMITED	COM	665815106	2998	33312	SH	SOLE
ORACLE CORPORATION	COM	68389X105	786	8776	SH	SOLE
PEPSICO INC	COM	713448108	17092	500856	SH	SOLE
PHARMACIA AND UPJOHN INC	COM	716941109	4500	84913	SH	SOLE
PFIZER INC	COM	717081103	14831	439432	SH	SOLE
PHILIP MORRIS COMPANIES INC	COM	718154107	7608	326365	SH	SOLE
PITNEY BOWES INC	COM	724479100	28031	644400	SH	SOLE
POHANG IRON & STEEL	COM	730450103	568	15720	SH	SOLE
PROCTER AND GAMBLE COMPANY	COM	742718109	15945	145121	SH	SOLE
QUALCOMM INC	COM	747525103	676	1540	SH	SOLE
REALNETWORK, INC	COM	75605L104	597	3872	SH	SOLE
SBC COMMUNICATIONS	COM	78387G103	29125	568300	SH	SOLE
SARA LEE CORP	COM	803111103	5058	226034	SH	SOLE
SCHLUMBERGER LIMITED	COM	806857108	26135	457000	SH	SOLE
SEARS ROEBUCK AND CO	COM	812387108	5296	169822	SH	SOLE
SIEBEL SYSTEMS INC.	COM	826170102	693	8150	SH	SOLE
SONY CORP	COM	835699307	501	3184	SH	SOLE
SPRINT CORPORATIONPCS GROUP	COM	852061506	628	6318	SH	SOLE
ST MICROELECTRONICS	COM	861012102	1105	7958	SH	SOLE



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SUN MICROSYSTEMS INC	COM	866810104	635	8468	SH	SOLE
SYBRON INTERNATIONAL CORP	COM	87114F106	1716	74591	SH	SOLE
TAIWAN SEMICONDUCTOR MFG LTDADR	COM	874039100	4185	158640	SH	SOLE
TANDY CORP	COM	875382103	497	7529	SH	SOLE
TEKSCAN INC.	COM	879128205	3688	625000	SH	SOLE
TEVA PHARMACEUTICAL INDUSTRIES	COM	881624209	1593	34750	SH	SOLE
TIME WARNER INC	COM	887315109	13552	206500	SH	SOLE
UNIBANCO-UNIAO DE BANCOS BRASL	COM	90458E107	988	41386	SH	SOLE
UNISYS CORPORATION	COM	909214108	19755	658500	SH	SOLE
UNITED PAN EUROPE	COM	911300200	501	6064	SH	SOLE
UNIVISION COMMUNICATIONS	COM	914906102	608	6589	SH	SOLE
UNOCAL CORPORATION	COM	915289102	1331	38800	SH	SOLE
VERITAS SOFTWARE CORP	COM	923436109	664	5872	SH	SOLE
VODAPHONE GROUP PLC ADR	COM	92857T107	11576	253300	SH	SOLE
WAL-MART STORES	COM	931142103	38625	566975	SH	SOLE
WASTE MANAGEMENT INC	COM	94106L109	7020	475939	SH	SOLE
WATSON PHARMACEUTICALS INC	COM	942683103	26367	760140	SH	SOLE
XEROX CORP	COM	984121103	2803	127408	SH	SOLE