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EDWARDS A G INC  
Form 13F-HR  
November 14, 2002

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2002

Check here if Amendment [ ] ; Amendment Number:  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: A.G. Edwards, Inc.  
Address: One North Jefferson  
St. Louis, MO 63103

Form 13F File Number: 28-4192

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Joseph G. Porter  
Assistant Treasurer  
314-955-3462

Signature, Place, and Date of Signing:

/s/ Joseph G. Porter St. Louis, MO 11/13/02  
[Signature] [City, State] [Date]

Report Type (Check only one.):

[ X ] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:  
[If there are no entries in this list, omit this section.]

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 503

Form 13F Information Table Value Total: \$1,336,577  
(thousands)

List of Other Included Managers:

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

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	28-3548	A.G. Edwards & Sons, Inc.
2	28-6731	A.G. Edwards Trust Company FSB

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	15	13234			DEFINED	01
D ABN AMRO HOLDING N V	COM	000937102	400	35835			DEFINED	02
D AFLAC INC	COM	001055102	1892	61658			DEFINED	01
D AES CORP	COM	00130H105	26	10415			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	6229	215540			DEFINED	01
D AMR CORP	COM	001765106	100	24032			DEFINED	01
D * AMX CORP NEW	COM	00180C105	58	25579			DEFINED	01
D AOL TIME WARNER INC (HLDG CO)	COM	00184A105	1072	91618			DEFINED	01
D AT&T CORP	COM	001957109	264	21950			DEFINED	01
D AT&T WIRELESS SERVICES INC	COM	00209A106	45	10889			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	6534	161736			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	135	29587			DEFINED	01
D * ABIOMED INC	COM	003654100	56	17020			DEFINED	01
D ADAPTEC INC	COM	00651F108	53	12000			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	561	29377			DEFINED	01
D AEGON N V ORD	COM	007924103	193	20507			DEFINED	01
D * ADVENT SOFTWARE INC	COM	007974108	1153	100705			DEFINED	01
D AETHER SYSTEMS	COM	00808V105	32	12000			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	1380	30930			DEFINED	01
D ALBERTSONS INC	COM	013104104	403	16685			DEFINED	01
D ALCOA INC	COM	013817101	12182	631200			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	561	25636			DEFINED	01
D ALLIED IRISH BANKS PLC	COM	019228402	309	12885			DEFINED	01
D ALLSTATE CORP	COM	020002101	780	21954			DEFINED	01
D ALLTEL CORP	COM	020039103	267	6660			DEFINED	01

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D AMBASSADORS GROUP INC	COM	023177108	2100	142645	DEFINED	01
D AMEREN CORP	COM	023608102	766	18396	DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	1354	71889	DEFINED	01
D AMERICAN ELEC POWER CO INC	COM	025537101	231	8118	DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	15784	506233	DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	19002	347394	DEFINED	01
D AMERICAN POWER CONVERSION CORP	COM	029066107	434	45417	DEFINED	01
D AMERICAN TOWER CORP	COM	029912201	40	25275	DEFINED	01
D AMERICAN WATER WORKS CO INC	COM	030411102	206	4605	DEFINED	01
D AMERIGROUP CORP	COM	03073T102	336	10000	DEFINED	01
D AMETEK INC NEW	COM	031100100	256	8800	DEFINED	01
D * AMGEN	COM	031162100	2368	56777	DEFINED	01
D AMSOUTH BANCORPORATION	COM	032165102	257	12372	DEFINED	01
D ANADARKO PETROLEUM CORP	COM	032511107	211	4743	DEFINED	01
D ANALOG DEVICES INC	COM	032654105	413	20982	DEFINED	01
D ANDRX CORP DEL	COM	034553107	222	10000	DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	7546	149139	DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	1639	88850	DEFINED	01
D APACHE CORP	COM	037411105	978	16456	DEFINED	01
D APOLLO GROUP INC	COM	037604105	739	17015	DEFINED	01
D * APPLE COMPUTER INC	COM	037833100	639	44036	DEFINED	01
D APPLERA CORP	COM	038020103	233	12727	DEFINED	01
D * APPLIED MATERIALS	COM	038222105	788	68247	DEFINED	01
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	149	11910	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	533	22337	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	20930	911568	DEFINED	01
D ASTRAZENECA PLC	COM	046353108	400	13081	DEFINED	01
D * ATMEL CORP	COM	049513104	26	24500	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	7605	218735	DEFINED	01
D AUTOZONE INC	COM	053332102	877	11125	DEFINED	01
D AVENTIS	COM	053561106	401	7641	DEFINED	01
D AXA	COM	054536107	429	42850	DEFINED	01
D BB&T CORP	COM	054937107	1088	31065	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	8579	215006	DEFINED	01
D BAKER HUGHES INC	COM	057224107	864	29763	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	7615	119350	DEFINED	01
D BANK OF NEW YORK CO	COM	064057102	1304	45356	DEFINED	01
D BANK ONE CORP	COM	06423A103	2437	65170	DEFINED	01
D BARCLAYS PLC ADR	COM	06738E204	544	22865	DEFINED	01
D BAXTER INTERNATIONAL INC	COM	071813109	1018	33314	DEFINED	01
D * BEA SYSTEMS INC	COM	073325102	135	26155	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	1639	50325	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1665	90665	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	1626	22	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	27362	11100	DEFINED	01
D * BIOMET INC	COM	090613100	954	35821	DEFINED	01
D BLACKROCK MUNI TARGET TERM TR	COM	09247M105	567	51588	DEFINED	01
D BLACKROCK MUNICIPAL INCOME TR	COM	09248F109	142	10000	DEFINED	02
D H & R BLOCK INC	COM	093671105	417	9923	DEFINED	01
D BOEING COMPANY	COM	097023105	987	28909	DEFINED	01
D BOWATER INC	COM	102183100	224	6358	DEFINED	01
D BOYKIN LODGING CO	COM	103430104	130	13501	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	7153	300552	DEFINED	01
D BRITESMILE INC	COM	110415106	13	17000	DEFINED	01
D * BROCADE COMMUNICATIONS SYS	COM	111621108	90	12003	DEFINED	01
D BRUNSWICK CORP	COM	117043109	4743	225405	DEFINED	01
D BUCKEYE PARTNERS L.P.	COM	118230101	310	8460	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	985	41195	DEFINED	01
D CBL & ASSOCIATES PROPERTIES	COM	124830100	4009	103465	DEFINED	01
D CIGNA CORP	COM	125509109	668	9438	DEFINED	01
D CSX CORP	COM	126408103	308	11668	DEFINED	01
D CADBURY SCHWEPPEES PLC ADR #	COM	127209302	489	18325	DEFINED	01

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D CALPINE CORP	COM	131347106	47	19000	DEFINED	01
D CANON INC ADR	COM	138006309	303	9515	DEFINED	02
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	17102	489748	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	3522	56618	DEFINED	01
D CARNIVAL CORP	COM	143658102	288	11481	DEFINED	01
D CATERPILLAR INC	COM	149123101	3909	105037	DEFINED	01
D CENDANT CORP	COM	151313103	286	26580	DEFINED	01
D CHAMPIONSHIP AUTO RACING TEAM	COM	158711101	1416	375680	DEFINED	01
D * CHARTER CMMCTNS INC (DE)	COM	16117M107	38	20685	DEFINED	01
D CHEVRONTEXACO CORP	COM	166764100	24192	349337	DEFINED	01
D CHUBB CORP	COM	171232101	251	4576	DEFINED	01
D CIENA CORP	COM	171779101	31	10519	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	261	7328	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	3988	380567	DEFINED	01
D CITIGROUP INC	COM	172967101	5207	175609	DEFINED	01
D * CITRIX SYSTEMS INC	COM	177376100	218	36184	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	18503	532469	DEFINED	01
D CLOROX CO	COM	189054109	366	9100	DEFINED	01
D COCA-COLA CO	COM	191216100	8959	186801	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	5972	110688	DEFINED	01
D COLLINS & AIKMAN CORP #	COM	194830204	1829	509600	DEFINED	01
D * COMCAST CORP CL A SPECIAL	COM	200300200	13585	651242	DEFINED	01
D COMERICA INC	COM	200340107	383	7936	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525103	341	8726	DEFINED	01
D * COMTECH TELECMNCTNS CORP #	COM	205826209	122	17302	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	2840	114279	DEFINED	01
D * CONCORD EFS INC	COM	206197105	846	53305	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	1861	40256	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	697	17334	DEFINED	01
D CORNING INC	COM	219350105	93	58428	DEFINED	01
D * COST PLUS INC (CA)	COM	221485105	787	29295	DEFINED	01
D * COSTCO WHSL CORP NEW	COM	22160K105	581	17935	DEFINED	01
D CROSSWALK.COM INC	COM	227685104	4	10000	DEFINED	01
D CROWN CASTLE INTL CORP	COM	228227104	52	23800	DEFINED	02
D CYBERGUARD CORP	COM	231910100	36	12000	DEFINED	01
D CYTYC CORP	COM	232946103	330	30800	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	104	10454	DEFINED	01
D DST SYSTEMS INC DEL	COM	233326107	215	7301	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	2380	59823	DEFINED	01
D DEERE & CO	COM	244199105	769	16929	DEFINED	01
D * DELL COMPUTER CORP	COM	247025109	1351	57447	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	1801	96127	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	801	19943	DEFINED	01
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	357	16201	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	23942	479705	DEFINED	01
D * DIAMETRICS MEDICAL INC	COM	252532106	26	11731	DEFINED	01
D WALT DISNEY CO	COM	254687106	14993	990258	DEFINED	01
D DOLLAR TREE STORES INC	COM	256747106	532	24140	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	670	13217	DEFINED	01
D DONALDSON CO INC	COM	257651109	656	19115	DEFINED	01
D DOUBLECLICK INC	COM	258609304	54	10500	DEFINED	01
D DOVER CORPORATION	COM	260003108	434	17100	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	6735	246623	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	2672	74091	DEFINED	01
D DUKE ENERGY CORP	COM	264399106	750	38351	DEFINED	01
D DYNEX CAPITAL INC #	COM	26817Q506	44	10000	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	462	101155	DEFINED	01
D ENI S.P.A.	COM	26874R108	581	8465	DEFINED	01
D * EXCO RESOURCES INC #	COM	269279204	1091	66450	DEFINED	01
D EATON CORP	COM	278058102	280	4400	DEFINED	02
D ECHOSTAR COMMUNICATNS CORP NEW	COM	278762109	213	12300	DEFINED	02
D ECOLAB INC	COM	278865100	2970	71161	DEFINED	01

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D A.G. EDWARDS, INC	COM	281760108	7330	229209	DEFINED	01
D EL PASO CORP	COM	28336L109	100	12146	DEFINED	01
D EL PASO ENERGY PARTNERS L.P.	COM	28368B102	296	10000	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	82	42737	DEFINED	01
D ELECTROGLAS INC	COM	285324109	416	208110	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	19732	449061	DEFINED	01
D ENDESA S.A.	COM	29258N107	396	43401	DEFINED	01
D ENERGEN CORP	COM	29265N108	253	10002	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	3727	122596	DEFINED	02
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	416	8780	DEFINED	02
D ENTERGY CORP NEW	COM	29364G103	746	17941	DEFINED	01
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	648	33200	DEFINED	01
D EQUITY RESIDENTIAL	COM	29476L107	260	10840	DEFINED	01
D L M ERICSSON TEL CO ADR NEW	COM	294821400	32	89620	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	2828	87393	DEFINED	01
D EXELON CORP	COM	30161N101	395	8320	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	6518	233289	DEFINED	01
D * EXPRESS SCRIPTS INC	COM	302182100	302	5546	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	34821	1091566	DEFINED	01
D FPL GROUP INC	COM	302571104	288	5356	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	605	22790	DEFINED	01
D FREDDIE MAC	COM	313400301	5217	93334	DEFINED	01
D FANNIE MAE	COM	313586109	4434	74469	DEFINED	01
D FEDEX CORP	COM	31428X106	650	12979	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2661	43457	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	6968	218788	DEFINED	02
D FIRST COMWLTH FINL CORP PA	COM	319829107	777	62745	DEFINED	01
D FIRST DATA CORP	COM	319963104	20658	739095	DEFINED	01
D FLEETBOSTON FINANCIAL CORP	COM	339030108	1348	66329	DEFINED	01
D FLORIDA BANKS INC	COM	340560101	159	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632207	549	25000	DEFINED	01
D FLUOR CORP NEW	COM	343412102	550	22504	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	198	20241	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	330	6976	DEFINED	01
D GANNETT CO INC	COM	364730101	886	12274	DEFINED	01
D GAP INC	COM	364760108	206	18967	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	36805	1493112	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1172	26395	DEFINED	01
D GENERAL MOTORS CORP	COM	370442105	446	11470	DEFINED	01
D GENERAL MOTORS CORP NEW	COM	370442832	232	25320	DEFINED	01
D GENUINE PARTS CO	COM	372460105	247	8077	DEFINED	01
D * GENVEC INC	COM	37246C109	32	11293	DEFINED	01
D GIANT INDUSTRIES INC	COM	374508109	45	12000	DEFINED	01
D GILLETTE CO	COM	375766102	2667	90093	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	1494	88495	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	1114	28997	DEFINED	01
D GLOBESPANVIRATA INC	COM	37957V106	25	10600	DEFINED	02
D * GOLD BANC CORP INC	COM	379907108	305	31401	DEFINED	01
D GOLDMAN SACHS GROUP INC	COM	38141G104	13112	198573	DEFINED	01
D GRACO INC	COM	384109104	234	9419	DEFINED	01
D GREATER BAY BANCORP	COM	391648102	2554	140415	DEFINED	01
D GUIDANT CORP	COM	401698105	219	6765	DEFINED	01
D HCA INC	COM	404119109	1026	21556	DEFINED	01
D HRPT PROPERTIES TRUST	COM	40426W101	114	13798	DEFINED	01
D HSBC HLDGS PLC NEW	COM	404280406	616	11970	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	12480	268675	DEFINED	01
D HARSCO CORP	COM	415864107	1281	47111	DEFINED	01
D HARTFORD FINL SVCS GROUP INC	COM	416515104	669	16312	DEFINED	01
D HASBRO INC	COM	418056107	119	10716	DEFINED	01
D HEALTHSOUTH CORPORATION	COM	421924101	48	11675	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	903	36346	DEFINED	01
D H.J. HEINZ CO	COM	423074103	1745	52304	DEFINED	01

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D * JACK HENRY & ASSOCIATES INC	COM	426281101	131	10523	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	14782	238235	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	350	30000	DEFINED	01
D * HIBBETT SPORTING GOODS INC	COM	428565105	210	10100	DEFINED	01
D HIGH INCOME OPPORTUNITY FUND	COM	42967Q105	3436	572647	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	12342	1084506	DEFINED	01
D HOME DEPOT INC	COM	437076102	6136	235107	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	518	23912	DEFINED	01
D HUBBELL INC CLASS B	COM	443510201	1452	49937	DEFINED	01
D IMC GLOBAL INC	COM	449669100	121	10002	DEFINED	01
D IMS HEALTH INC	COM	449934108	1331	88881	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	1575	56425	DEFINED	01
D ITT EDUCATIONAL SERVICES INC	COM	45068B109	1930	102810	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	10103	173201	DEFINED	01
D IMAGISTICS INTERNATIONAL INC	COM	45247T104	1833	105675	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	435	15001	DEFINED	01
D * INERGY L P	COM	456615103	4157	143352	DEFINED	01
D ING GROEP N V	COM	456837103	346	24610	DEFINED	01
D * INSITUFORM TECHNOLOGIES INC	COM	457667103	3913	272675	DEFINED	01
D * INTEL CORP	COM	458140100	3224	232122	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	5279	90538	DEFINED	01
D INTERNATIONAL PAPER COMPANY	COM	460146103	491	14705	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	4263	107290	DEFINED	01
D INTERPUBLIC GROUP OF COS INC	COM	460690100	178	11200	DEFINED	01
D INTRUSION INC	COM	46121E106	8	20000	DEFINED	01
D INVESTMENT TECH GROUP INC NEW	COM	46145F105	1786	61037	DEFINED	01
D * INVESTORS FINL SERVICES CORP	COM	461915100	266	9827	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	5602	224179	DEFINED	02
D ISHARES TRUST	COM	464287242	959	8933	DEFINED	01
D ISHARES TRUST	COM	464287457	3204	39040	DEFINED	01
D ISHARES TRUST	COM	464287465	21152	222188	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287580	4807	117125	DEFINED	01
D ISHARES INC	COM	464287606	14861	170206	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	481	10424	DEFINED	01
D ISHARES INC	COM	464287705	17467	230349	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	855	60914	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	4238	90971	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287812	3151	77681	DEFINED	01
D ISHARES INC	COM	464287879	16898	243837	DEFINED	01
D ISHARES INC	COM	464287887	14725	238532	DEFINED	01
D JDN REALTY CORP	COM	465917102	226	18712	DEFINED	01
D JDS UNIPHASE CORP	COM	46612J101	50	25700	DEFINED	01
D JLG INDUSTRIES INC.	COM	466210101	89	11000	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	1146	60374	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	311	7762	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	25647	474250	DEFINED	01
D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	270	7460	DEFINED	01
D KELLOGG CO	COM	487836108	396	11900	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	1510	34753	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	1761	31098	DEFINED	01
D KIMCO REALTY CORP	COM	49446R109	5889	189341	DEFINED	01
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	950	29745	DEFINED	01
D KNIGHT RIDDER INC	COM	499040103	338	6000	DEFINED	02
D KOHLS CORP	COM	500255104	635	10440	DEFINED	01
D KRAFT FOODS INC	COM	50075N104	899	24667	DEFINED	01
D KROGER COMPANY	COM	501044101	322	22840	DEFINED	01
D LNR PROPERTY CORP	COM	501940100	2113	63360	DEFINED	01
D LEAP WIRELESS INTL INC	COM	521863100	3	15000	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	747	37741	DEFINED	01
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	403	25050	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	14349	1998399	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	658	21211	DEFINED	01

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D ELI LILLY AND CO	COM	532457108	1468	26526	DEFINED	01
D LIMITED BRANDS INC	COM	532716107	314	21902	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	1028	33103	DEFINED	01
D LINCOLN NATL CONV SECS FD INC	COM	534183108	121	10001	DEFINED	01
D LOCKHEED MARTIN CORP	COM	539830109	950	14696	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	2754	66515	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	33	42831	DEFINED	01
D M&T BANK CORP	COM	55261F104	200	2541	DEFINED	02
D MBIA INC	COM	55262C100	400	10000	DEFINED	01
D MBNA CORP	COM	55262L100	1370	74559	DEFINED	01
D MFS INTERMEDIATE INCOME TR SBI	COM	55273C107	75	10500	DEFINED	01
D MALAN REALTY INVESTORS INC	COM	561063108	50	11001	DEFINED	01
D MANAGED MUNIS PORTFOLIO INC	COM	561662107	552	49463	DEFINED	01
D MANAGED HIGH INCOME PORTFOLIO	COM	56166C105	880	150357	DEFINED	01
D MARIMBA INC	COM	56781Q109	14	10000	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	2205	11070	DEFINED	01
D MARSH & MCLENNAN CO	COM	571748102	308	7393	DEFINED	01
D MASCO CORPORATION	COM	574599106	247	12610	DEFINED	01
D MASSEY ENERGY COMPANY	COM	576206106	145	22429	DEFINED	01
D MATTEL INC	COM	577081102	515	28592	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	1070	46997	DEFINED	01
D MAVERICK TUBE CORP	COM	577914104	107	12100	DEFINED	01
D MAYTAG CORP	COM	578592107	209	9000	DEFINED	01
D MCDONALD'S CORP	COM	580135101	2061	116728	DEFINED	01
D MCKESSON CORP	COM	58155Q103	558	19685	DEFINED	01
D MEDIACOM COMMUNICATIONS CORP	COM	58446K105	54	10000	DEFINED	01
D MEDTRONIC INC	COM	585055106	11422	271179	DEFINED	01
D MELLON FINANCIAL CORP	COM	58551A108	445	17145	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	24531	536669	DEFINED	01
D MERCURY COMPUTER SYS INC	COM	589378108	1872	79328	DEFINED	02
D MERRILL LYNCH & CO	COM	590188108	910	27625	DEFINED	01
D METRO GOLDWYN MAYER INC	COM	591610100	482	40300	DEFINED	01
D MICROSOFT CORP	COM	594918104	16206	370510	DEFINED	01
D MIRANT CORP	COM	604675108	41	18635	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	530	10675	DEFINED	02
D MONSANTO CO NEW	COM	61166W101	189	12357	DEFINED	01
D MORGAN STANLEY NEW	COM	617446448	289	8545	DEFINED	01
D MOTOROLA INC	COM	620076109	766	75272	DEFINED	01
D MYLAN LABORATORIES	COM	628530107	329	10036	DEFINED	01
D NANOPHASE TECHNOLOGIES CORP	COM	630079101	45	10310	DEFINED	02
D NARA BANCORP INC	COM	63080P105	423	24480	DEFINED	01
D NATIONAL CITY CORP	COM	635405103	1241	43501	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	12567	501676	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	3323	304270	DEFINED	02
D NEW YORK TIMES CL A	COM	650111107	300	6603	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	579	18744	DEFINED	01
D NIKE INC. CLASS B	COM	654106103	320	7401	DEFINED	01
D NOKIA CORP	COM	654902204	1502	113354	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	640	31724	DEFINED	01
D NORTEL NETWORKS CORP NEW	COM	656568102	7	12177	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	1519	40155	DEFINED	01
D NORTHERN BORDER PARTNERS L P	COM	664785102	1298	35236	DEFINED	01
D NORTHROP GRUMMAN CORP	COM	666807102	742	5986	DEFINED	01
D NORTHWEST AIRLINES CORPORATION	COM	667280101	69	10300	DEFINED	01
D NOVARTIS AG	COM	66987V109	648	16300	DEFINED	01
D * NOVAVAX INC	COM	670002104	59	13535	DEFINED	01
D NTELOS INC	COM	67019U101	3	12000	DEFINED	01
D NUVEEN SELECT TAX FREE INCOME	COM	67062F100	179	12422	DEFINED	01
D NUVEEN CALIF PERFORMANCE PLUS-	COM	67062Q106	203	13295	DEFINED	01
D NUVEEN PREM INCOME MUN FD INC	COM	67062T100	154	10359	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	641	41166	DEFINED	01
D NUVEEN QUALITY PFD INCOME FUND	COM	67071S101	245	15944	DEFINED	01

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D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	1465	150995	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	339	11940	DEFINED	01
D * ORACLE CORP	COM	68389X105	2412	306853	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	136	12000	DEFINED	01
D PMC COMMERCIAL TRUST SBI	COM	693434102	547	40125	DEFINED	01
D PMI GROUP INC	COM	69344M101	509	18700	DEFINED	01
D PPG INDUSTRIES	COM	693506107	625	13980	DEFINED	01
D * PALM INC	COM	696642107	9	12275	DEFINED	01
D PARKER-HANNIFIN CORPORATION	COM	701094104	891	23322	DEFINED	02
D * PAYCHEX INC	COM	704326107	289	11893	DEFINED	01
D PEOPLES BANK	COM	710198102	207	9251	DEFINED	01
D * PEOPLESOFT INC	COM	712713106	326	26350	DEFINED	01
D PEPSICO INC	COM	713448108	23234	628806	DEFINED	01
D PFIZER INC	COM	717081103	27041	931805	DEFINED	01
D PHARMACIA CORP	COM	71713U102	2843	73126	DEFINED	01
D PHILIP MORRIS COMPANIES INC	COM	718154107	2884	74339	DEFINED	01
D PHOTOGEN TECHNOLOGIES INC	COM	71932A101	5	12000	DEFINED	01
D PLAINS RESOURCES INC #	COM	726540503	1973	76525	DEFINED	01
D PLANTRONICS INC NEW	COM	727493108	1676	102804	DEFINED	01
D PLUM CREEK TIMBER CO INC	COM	729251108	4690	207423	DEFINED	01
D POLARIS INDUSTRIES INC	COM	731068102	620	10000	DEFINED	01
D POTASH CP OF SASKATCHEWAN	COM	73755L107	263	4234	DEFINED	01
D PRAXAIR INC	COM	74005P104	239	4668	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	14209	158976	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	476	11635	DEFINED	01
D PROVIDIAN FINANCIAL CORP	COM	74406A102	133	27101	DEFINED	01
D PUBLIC STORAGE INC	COM	74460D109	1943	60914	DEFINED	01
D PULITZER INC	COM	745769109	969	23257	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	78	11909	DEFINED	01
D PUTNAM MASTER INTERMEDIATE -	COM	746909100	66	10391	DEFINED	01
D QUAKER FABRIC CORP	COM	747399103	629	100000	DEFINED	01
D QUALCOMM INC	COM	747525103	1013	36683	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	40	17671	DEFINED	01
D RAINBOW TECHNOLOGIES	COM	750862104	53	18800	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	600	28213	DEFINED	02
D RATIONAL SOFTWARE CORP #	COM	75409P202	46	10700	DEFINED	02
D RAWLINGS SPORTING GOODS INC	COM	754459105	735	141431	DEFINED	01
D RAYONIER INC	COM	754907103	2995	71460	DEFINED	01
D REALTY INCOME CORP	COM	756109104	273	7990	DEFINED	01
D * REMEC INC	COM	759543101	34	10065	DEFINED	01
D ROSS STORES INC	COM	778296103	399	11203	DEFINED	01
D ROWAN COMPANIES INC	COM	779382100	210	11250	DEFINED	01
D ROYAL BANK OF CANADA	COM	780087102	705	21286	DEFINED	01
D ROYAL DUTCH PETROLEUM CO NEW	COM	780257804	3950	98322	DEFINED	01
D RUBY TUESDAY INC	COM	781182100	599	31885	DEFINED	01
D RUSS BERRIE & CO INC	COM	782233100	1464	48770	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	4561	226916	DEFINED	01
D SLM CORP	COM	78442P106	878	9433	DEFINED	01
D S1 CORPORATION	COM	78463B101	200	37400	DEFINED	02
D SAFEWAY INC NEW	COM	786514208	259	11601	DEFINED	01
D ST JOE COMPANY	COM	790148100	1888	68400	DEFINED	01
D ST JUDE MEDICAL INC	COM	790849103	237	6652	DEFINED	01
D SAN PAOLO-IMI S.P.A.	COM	799175104	243	21250	DEFINED	01
D SARA LEE CORP	COM	803111103	2314	126532	DEFINED	01
D SCANA CORP NEW	COM	80589M102	351	13499	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	5305	248816	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	1603	41676	DEFINED	01
D SCHOLASTIC CORP	COM	807066105	206	4600	DEFINED	02
D A. SCHULMAN INC	COM	808194104	1441	83130	DEFINED	01
D SCOTTS COMPANY	COM	810186106	2047	49091	DEFINED	02
D E W SCRIPPS CO NEW CL A	COM	811054204	7710	111259	DEFINED	01
D SEA CONTAINERS LTD CL A	COM	811371707	140	13110	DEFINED	01



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D SELECT SECTOR SPDR TRUST	COM	81369Y100	4302	243168	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	3040	134082	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	6134	289885	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	8536	412979	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	5202	266522	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	6022	509076	DEFINED	01
D SERVICE CORP INTL	COM	817565104	182	51991	DEFINED	01
D SIEMENS AKTIENGESELLSCHAFT	COM	826197501	371	11034	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	12252	248678	DEFINED	01
D SIMULA INC	COM	829206101	27	11750	DEFINED	01
D SIX CONTINENTS PLC	COM	830018107	1390	144180	DEFINED	02
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	1480	358395	DEFINED	01
D J.M. SMUCKER CO NEW	COM	832696405	3886	105893	DEFINED	01
D * SMURFIT-STONE CONTAINER CORP	COM	832727101	234	18627	DEFINED	01
D SNAP-ON INC	COM	833034101	4241	184547	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	2830	98334	DEFINED	01
D SPRINT CORP (FON GROUP)	COM	852061100	252	27582	DEFINED	01
D * STAPLES INC	COM	855030102	317	24807	DEFINED	01
D STAR GAS PARTNERS L.P.	COM	85512C105	191	10801	DEFINED	01
D STATE STREET CORP	COM	857477103	1967	50899	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	247	48374	DEFINED	01
D STILWELL FINANCIAL INC	COM	860831106	1289	106800	DEFINED	01
D STORAGENETWORKS INC	COM	86211E103	19	15000	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	2802	23806	DEFINED	01
D STRYKER CORP	COM	863667101	374	6501	DEFINED	01
D SUN COMMUNITIES INC	COM	866674104	7788	212214	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	512	197498	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	1188	61055	DEFINED	01
D SUNTRUST BANKS INC	COM	867914103	753	12249	DEFINED	01
D SURMODICS INC	COM	868873100	310	9760	DEFINED	01
D * SYMANTEC CORP	COM	871503108	374	11128	DEFINED	01
D SYNGENTA AG	COM	87160A100	108	10001	DEFINED	01
D SYSCO CORPORATION	COM	871829107	5632	198368	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	212	5001	DEFINED	01
D TECO ENERGY INC	COM	872375100	522	32884	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	6	20000	DEFINED	01
D TJX CO'S INC NEW	COM	872540109	385	22620	DEFINED	01
D TMP WORLDWIDE INC	COM	872941109	1198	133115	DEFINED	01
D TXU CORP	COM	873168108	230	5520	DEFINED	01
D TARGET CORP	COM	87612E106	1668	56502	DEFINED	01
D * TELLABS INC	COM	879664100	75	18456	DEFINED	01
D TEMPLETON DRAGON FUND INC	COM	88018T101	80	10500	DEFINED	01
D TEMPLETON GLOBAL INCOME FUND	COM	880198106	355	48767	DEFINED	01
D TERADYNE INC	COM	880770102	231	24100	DEFINED	01
D TEVA PHARMACEUTICAL INDS ADR	COM	881624209	1378	20561	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	1624	109978	DEFINED	01
D THERMOGENESIS CORP #	COM	883623209	26	18000	DEFINED	01
D * THORATEC CORP #	COM	885175307	237	30270	DEFINED	01
D THORNBURG MORTGAGE INC	COM	885218107	191	10150	DEFINED	01
D 3M COMPANY	COM	88579Y101	6463	58768	DEFINED	01
D TITAN CORP	COM	888266103	138	14370	DEFINED	01
D TOTAL FINA ELF S A	COM	89151E109	462	7019	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	4637	110895	DEFINED	02
D TUPPERWARE CORP	COM	899896104	403	24244	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	1448	102711	DEFINED	01
D * USA TRUCK INC	COM	902925106	198	28237	DEFINED	01
D US BANCORP NEW	COM	902973304	571	30717	DEFINED	01
D UNILEVER PLC NEW	COM	904767704	686	18821	DEFINED	01
D UNILEVER NV NEW	COM	904784709	571	9600	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	849	14679	DEFINED	01
D UNION PLANTERS CORP	COM	908068109	285	10371	DEFINED	01
D UNITED PARCEL SERVICE INC	COM	911312106	973	15569	DEFINED	01

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D UNITED TECHNOLOGIES CORP	COM	913017109	2142	37926	DEFINED	01
D UNITEDHEALTH GROUP INC	COM	91324P102	252	2886	DEFINED	01
D V.F. CORPORATION	COM	918204108	254	7046	DEFINED	02
D * VALENCE TECHNOLOGY INC	COM	918914102	46	65145	DEFINED	01
D VAN KAMPEN SENIOR INCOME TRUST	COM	920961109	2253	341873	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	6033	140330	DEFINED	02
D VECTREN CORP	COM	92240G101	1777	80782	DEFINED	01
D * VERITAS SOFTWARE CO	COM	923436109	192	13079	DEFINED	01
D * VERISIGN INC	COM	92343E102	90	17859	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	4321	157461	DEFINED	01
D VIACOM INC CL B	COM	925524308	1355	33405	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	315	24573	DEFINED	01
D WD-40 COMPANY	COM	929236107	208	7212	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	860	24261	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	1618	49490	DEFINED	01
D WAL-MART STORES INC	COM	931142103	43959	892756	DEFINED	01
D WALGREEN COMPANY	COM	931422109	5979	194367	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	1141	36263	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	276	425	DEFINED	02
D WASTE MANAGEMENT INC NEW	COM	94106L109	840	36011	DEFINED	01
D WELLPOINT HEALTH NETWORKS NEW	COM	94973H108	684	9332	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	31420	652419	DEFINED	01
D WENDY'S INTERNATIONAL INC	COM	950590109	770	23256	DEFINED	01
D WESTWOOD ONE INC	COM	961815107	7384	206555	DEFINED	01
D JOHN WILEY & SONS INC	COM	968223206	1777	80731	DEFINED	01
D WILLIAMS ENERGY PARTNERS L.P.	COM	969491109	325	9987	DEFINED	01
D WILMINGTON TRUST CORP	COM	971807102	590	20401	DEFINED	01
D WYETH	COM	983024100	3326	104585	DEFINED	01
D XEROX CORPORATION	COM	984121103	372	75136	DEFINED	01
D YUM BRANDS INC	COM	988498101	214	7709	DEFINED	01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	8547	162206	DEFINED	02
D ZILA INC	COM	989513205	30	25328	DEFINED	01
D ZIMMER HOLDINGS INC	COM	98956P102	861	22462	DEFINED	01
D * ZIONS BANCORP	COM	989701107	495	11374	DEFINED	01
D DEUTSCHE BANK AG NAMEN AKT	COM	D18190898	381	8385	DEFINED	01
D EVEREST RE GROUP LTD	COM	G3223R108	562	10250	DEFINED	01
D GLOBALSANTAFE CORPORATION	COM	G3930E101	200	8955	DEFINED	01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	15084	437987	DEFINED	01
D W.P. STEWART & CO LTD	COM	G84922106	3155	185052	DEFINED	02
D TRANSOCEAN INC	COM	G90078109	451	21706	DEFINED	01
D XL CAPITAL LTD	COM	G98255105	436	5938	DEFINED	01
D UBS AG NEW	COM	H8920M855	477	11625	DEFINED	02
D * CHECK POINT SOFTWARE	COM	M22465104	157	11410	DEFINED	01
D MADGE NETWORKS N.V.	COM	N5424G106	2	10000	DEFINED	01
S REPORT SUMMARY		503 DATA RECORDS		1336577		2 OTHER MANAGERS