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EDWARDS A G INC  
Form 13F-HR  
August 13, 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: June 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 08/13/02  
[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: 508

Form 13F Information Table Value Total: \$1,485,111  
(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	INVSTMT DSCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	25	10990			DEFINED	01
D ABN AMRO HOLDING N V	COM	000937102	311	17235			DEFINED	02
D AFLAC INC	COM	001055102	2088	65259			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	5825	187890			DEFINED	01
D AMR CORP	COM	001765106	297	17632			DEFINED	02
D * AMX CORP NEW	COM	00180C105	40	23950			DEFINED	01
D AOL TIME WARNER INC (HLDG CO)	COM	00184A105	1970	133890			DEFINED	01
D AT&T CORP	COM	001957109	290	27071			DEFINED	01
D * ATS MEDICAL INC	COM	002083103	7	11978			DEFINED	01
D AT&T WIRELESS SERVICES INC	COM	00209A106	74	12726			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	6565	174381			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	117	24458			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	1548	54317			DEFINED	01
D AEGON N V ORD	COM	007924103	415	20404			DEFINED	01
D * ADVENT SOFTWARE INC	COM	007974108	2451	95375			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	1904	30965			DEFINED	01
D AGERE SYS INC	COM	00845V209	15	10075			DEFINED	01
D AKAMAI TECHNOLOGIES INC	COM	00971T101	17	12900			DEFINED	01
D ALBERTSONS INC	COM	013104104	487	16001			DEFINED	01
D ALCOA INC	COM	013817101	19020	573770			DEFINED	01
D ALCATEL SPON ADR	COM	013904305	255	35835			DEFINED	01
D ALLIANCE NATIONAL MUNICIPAL	COM	01864U106	155	11329			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	618	27285			DEFINED	01

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D ALLIED IRISH BANKS PLC	COM	019228402	397	15080	DEFINED	02
D ALLSTATE CORP	COM	020002101	1094	29581	DEFINED	01
D ALLTEL CORP	COM	020039103	319	6781	DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	2071	144230	DEFINED	01
D AMEREN CORP	COM	023608102	799	18586	DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	879	31986	DEFINED	01
D AMERICAN ELEC POWER CO INC	COM	025537101	554	13840	DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	17824	490742	DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	22830	334611	DEFINED	01
D AMERICAN POWER CONVERSION CORP	COM	029066107	856	67785	DEFINED	01
D AMERICAN TOWER CORP	COM	029912201	112	32475	DEFINED	01
D AMERICAN WATER WORKS CO INC	COM	030411102	377	8729	DEFINED	01
D AMERIGROUP CORP	COM	03073T102	273	10000	DEFINED	01
D AMETEK INC NEW	COM	031100100	328	8800	DEFINED	01
D * AMGEN	COM	031162100	2239	53453	DEFINED	01
D AMSOUTH BANCORPORATION	COM	032165102	273	12208	DEFINED	01
D ANALOG DEVICES INC	COM	032654105	463	15582	DEFINED	01
D ANDRX CORP DEL	COM	034553107	270	10000	DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	7568	151361	DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	1266	65281	DEFINED	01
D AON CORP	COM	037389103	212	7188	DEFINED	01
D APACHE CORP	COM	037411105	1665	28960	DEFINED	01
D * APPLE COMPUTER INC	COM	037833100	460	25988	DEFINED	01
D * APPLIED MATERIALS	COM	038222105	1313	69024	DEFINED	01
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	146	11452	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	590	22087	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	25889	911568	DEFINED	01
D * ATMEL CORP	COM	049513104	227	36205	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	9712	223012	DEFINED	01
D AVANT IMMUNOTHERAPEUTICS	COM	053491106	12	11000	DEFINED	01
D BB&T CORP	COM	054937107	1067	27640	DEFINED	01
D BASF AG	COM	055262505	311	6680	DEFINED	02
D BJ'S WHOLESALE CLUB INC	COM	05548J106	334	8665	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	9978	197623	DEFINED	01
D BT GROUP PLC ADR	COM	05577E101	206	5400	DEFINED	01
D BAKER HUGHES INC	COM	057224107	875	26292	DEFINED	01
D BANCO BILBAO VIZCAYA	COM	05946K101	414	37066	DEFINED	02
D BANK OF AMERICA CORP	COM	060505104	7926	112647	DEFINED	01
D BANK OF NEW YORK CO	COM	064057102	1121	33229	DEFINED	01
D BANK ONE CORP	COM	06423A103	1629	42331	DEFINED	01
D BAXTER INTERNATIONAL INC	COM	071813109	1080	24290	DEFINED	01
D * BEA SYSTEMS INC	COM	073325102	96	10077	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	910	24100	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	2949	93619	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	1202	18	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	26401	11818	DEFINED	01
D * BIOMET INC	COM	090613100	927	34170	DEFINED	01
D BLACKROCK MUNI TARGET TERM TR	COM	09247M105	396	36846	DEFINED	01
D BLACKROCK MUNICIPAL INCOME TR	COM	09248F109	177	13190	DEFINED	01
D H & R BLOCK INC	COM	093671105	404	8752	DEFINED	01
D BOEING COMPANY	COM	097023105	1215	26992	DEFINED	01
D BOWATER INC	COM	102183100	335	6156	DEFINED	01
D BOYKIN LODGING CO	COM	103430104	158	14501	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	8380	326071	DEFINED	01
D BRITESMILE INC	COM	110415106	40	17000	DEFINED	01
D BRITISH AMERN TOBACCO PLC NEW	COM	110448107	313	14648	DEFINED	01
D BRITISH ENERGY PLC	COM	110793304	246	28900	DEFINED	02
D BRUNSWICK CORP	COM	117043109	5275	188394	DEFINED	01
D BUCKEYE PARTNERS L.P.	COM	118230101	300	8460	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	1506	50202	DEFINED	01
D CBL & ASSOCIATES PROPERTIES	COM	124830100	3046	75201	DEFINED	01
D CIGNA CORP	COM	125509109	937	9618	DEFINED	01

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D CNET NETWORKS INC	COM	12613R104	43	21700	DEFINED	01
D CSG SYSTEMS INTERNATIONAL INC	COM	126349I09	283	14760	DEFINED	02
D CSX CORP	COM	126408I03	379	10799	DEFINED	01
D CVS CORP	COM	126650I00	852	27831	DEFINED	01
D CABLE & WIRELESS PLC	COM	126830207	161	20801	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	25054	410380	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	2799	45587	DEFINED	01
D CATERPILLAR INC	COM	149123I01	3019	61685	DEFINED	01
D CENDANT CORP	COM	151313I03	297	18682	DEFINED	01
D CHATEAU CMNTYS INC	COM	161726I04	200	6538	DEFINED	01
D CHECKFREE CORP NEW	COM	162813I09	169	10800	DEFINED	02
D CHEVRONTEXACO CORP	COM	166764I00	30555	345259	DEFINED	01
D CHINA PETE & CHEMICAL CORP	COM	16941R108	327	18600	DEFINED	02
D CHUBB CORP	COM	171232I01	296	4175	DEFINED	01
D CIENA CORP	COM	171779I01	103	24519	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062I01	368	7907	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	4780	342633	DEFINED	01
D CITIGROUP INC	COM	172967I01	5867	151416	DEFINED	01
D * CITRIX SYSTEMS INC	COM	177376I00	379	62713	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502I02	12555	392102	DEFINED	01
D CLOROX CO	COM	189054I09	211	5101	DEFINED	01
D COCA-COLA CO	COM	191216I00	9468	169067	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162I03	5239	104674	DEFINED	01
D * COMCAST CORP CL A SPECIAL	COM	200300200	13995	587048	DEFINED	01
D COMERICA INC	COM	200340I07	336	5478	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525I03	392	8858	DEFINED	01
D COMPANHIA DE BEBIDAS DAS	COM	20441W203	165	10600	DEFINED	02
D COMPUTER SCIENCES CORP	COM	205363I04	275	5763	DEFINED	01
D CONAGRA FOODS INC	COM	205887I02	2741	99136	DEFINED	01
D * CONCORD EFS INC	COM	206197I05	825	27381	DEFINED	01
D CONOCO INC NEW	COM	208251504	1744	62742	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115I04	713	17084	DEFINED	01
D CORNING INC	COM	219350I05	109	30817	DEFINED	01
D CORUS GROUP PLC	COM	22087M101	538	42400	DEFINED	01
D * COSTCO WHSL CORP NEW	COM	22160K105	741	19199	DEFINED	01
D COUNTRYWIDE CREDIT INDUSTRIES	COM	222372I04	203	4201	DEFINED	01
D COUSINS PROPERTIES INC	COM	222795I06	203	8212	DEFINED	01
D CROWN CASTLE INTL CORP	COM	228227I04	94	23800	DEFINED	02
D CYBERGUARD CORP	COM	231910I00	33	12000	DEFINED	01
D CYTYC CORP	COM	232946I03	254	33300	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	127	12480	DEFINED	01
D DST SYSTEMS INC DEL	COM	233326I07	215	4701	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370I04	2306	61824	DEFINED	01
D DEERE & CO	COM	244199I05	766	15990	DEFINED	01
D * DELL COMPUTER CORP	COM	247025I09	1179	45111	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030I07	1979	53622	DEFINED	01
D DEUTSCHE TELEKOM AG	COM	251566I05	187	20130	DEFINED	01
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591I03	342	15201	DEFINED	01
D DEVON ENERGY CORP NEW	COM	25179M103	252	5108	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	24659	477429	DEFINED	01
D DIAMOND OFFSHORE DRILLING INC	COM	25271C102	259	9100	DEFINED	01
D WALT DISNEY CO	COM	254687I06	19064	1008657	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	1011	15266	DEFINED	01
D DOVER CORPORATION	COM	260003I08	599	17100	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543I03	5457	158740	DEFINED	01
D DREYFUS STRATEGIC MUNICIPALS	COM	261932I07	104	10500	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534I09	3263	73494	DEFINED	01
D DUKE ENERGY CORP	COM	264399I06	951	30585	DEFINED	01
D DYNEX CAPITAL INC #	COM	26817Q506	49	10000	DEFINED	01
D EMC CORPORATION (MA)	COM	268648I02	936	123990	DEFINED	01
D E. ON AG	COM	268780I03	317	5460	DEFINED	01
D * EXCO RESOURCES INC #	COM	269279204	546	36187	DEFINED	01

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D * ECHELON CORP	COM	27874N105	265	20580	DEFINED	01
D ECHOSTAR COMMUNICATNS CORP NEW	COM	278762109	208	11200	DEFINED	02
D ECOLAB INC	COM	278865100	3290	71160	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	9166	235812	DEFINED	01
D EL PASO ENERGY PARTNERS L.P.	COM	28368B102	319	10000	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	271	49457	DEFINED	01
D ELECTROGLAS INC	COM	285324109	1295	129525	DEFINED	01
D ELECTRONIC DATA SYS CORP NEW	COM	285661104	350	9421	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	23860	445893	DEFINED	01
D ENERGEN CORP	COM	29265N108	275	10001	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	3422	124806	DEFINED	01
D ENTERGY CORP NEW	COM	29364G103	774	18241	DEFINED	01
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	540	33201	DEFINED	01
D EQUITY RESIDENTIAL	COM	29476L107	312	10840	DEFINED	01
D L M ERICSSON TEL CO ADR NEW	COM	294821400	141	97851	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	3088	88614	DEFINED	01
D EXELON CORP	COM	30161N101	629	12022	DEFINED	01
D EXPEDITORS INTL WASHINGTON	COM	302130109	6292	189755	DEFINED	01
D * EXPRESS SCRIPTS INC	COM	302182100	267	5321	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	45285	1106667	DEFINED	01
D FPL GROUP INC	COM	302571104	270	4503	DEFINED	01
D FREDDIE MAC	COM	313400301	6219	101616	DEFINED	01
D FANNIE MAE	COM	313586109	5653	76650	DEFINED	01
D FEDEX CORP	COM	31428X106	638	11950	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2636	39551	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	7589	229283	DEFINED	02
D FIRST COMWLTH FINL CORP PA	COM	319829107	846	62744	DEFINED	01
D FIRST DATA CORP	COM	319963104	26469	711532	DEFINED	01
D * FISERV INC	COM	337738108	271	7379	DEFINED	01
D FLEETBOSTON FINANCIAL CORP	COM	339030108	1960	60589	DEFINED	01
D FLORIDA BANKS INC	COM	340560101	165	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632207	596	25049	DEFINED	01
D FLUOR CORP NEW	COM	343412102	875	22476	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	260	16243	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	409	7304	DEFINED	01
D ARTHUR J. GALLAGHER & CO	COM	363576109	308	8901	DEFINED	01
D GANNETT CO INC	COM	364730101	905	11920	DEFINED	01
D GAP INC	COM	364760108	242	17067	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	43083	1483060	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1144	25949	DEFINED	01
D GENERAL MOTORS CORP	COM	370442105	410	7670	DEFINED	01
D GENERAL MOTORS CORP NEW	COM	370442832	475	45646	DEFINED	01
D GENUINE PARTS CO	COM	372460105	286	8198	DEFINED	01
D GILLETTE CO	COM	375766102	3008	88800	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	1129	62540	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	683	15844	DEFINED	01
D GLOBESPANVIRATA INC	COM	37957V106	41	10600	DEFINED	02
D GOLDMAN SACHS GROUP INC	COM	38141G104	11965	163126	DEFINED	01
D GOODRICH CORP	COM	382388106	243	8889	DEFINED	01
D GRACO INC	COM	384109104	341	13547	DEFINED	01
D GRANITE CONSTRUCTION INC	COM	387328107	253	10001	DEFINED	01
D GREATER BAY BANCORP	COM	391648102	3011	97886	DEFINED	01
D GUIDANT CORP	COM	401698105	8465	280020	DEFINED	01
D HCA INC	COM	404119109	839	17656	DEFINED	01
D HRPT PROPERTIES TRUST	COM	40426W101	153	17300	DEFINED	01
D HSBC HLDGS PLC NEW	COM	404280406	449	7710	DEFINED	01
D HAIN CELESTIAL GROUP INC	COM	405217100	188	10170	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	14403	280927	DEFINED	01
D HARSCO CORP	COM	415864107	1164	31040	DEFINED	01
D HARTFORD FINL SVCS GROUP INC	COM	416515104	985	16559	DEFINED	01
D HASBRO INC	COM	418056107	169	12453	DEFINED	01
D HEALTHSOUTH CORPORATION	COM	421924101	195	15275	DEFINED	01

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D HEARST-ARGYLE TELEVISION INC	COM	422317107	797	35346	DEFINED	01
D H.J. HEINZ CO	COM	423074103	2135	51944	DEFINED	01
D * JACK HENRY & ASSOCIATES INC	COM	426281101	241	14444	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	15932	254920	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	607	39735	DEFINED	01
D * HIBBETT SPORTING GOODS INC	COM	428565105	257	10127	DEFINED	01
D HIGH INCOME OPPORTUNITY FUND	COM	42967Q105	2423	393334	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	14263	1026103	DEFINED	01
D HITACHI LTD ADR (10 COM) NEW	COM	433578507	411	6406	DEFINED	01
D HOME DEPOT INC	COM	437076102	6739	183480	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	1019	28921	DEFINED	01
D HOOVER HOLMES INC	COM	439104100	166	20716	DEFINED	01
D HOSPITALITY PROPERTIES TRUST	COM	44106M102	325	8900	DEFINED	01
D HOUSEHOLD INTERNATIONAL INC	COM	441815107	206	4146	DEFINED	01
D HUBBELL INC CLASS B	COM	443510201	1195	34982	DEFINED	01
D IMS HEALTH INC	COM	449934108	2157	120174	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	1162	40771	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	11929	174657	DEFINED	01
D IMPERIAL CHEM INDS ADR PLC #	COM	452704505	447	23236	DEFINED	01
D * INERGY L P	COM	456615103	1262	41587	DEFINED	01
D * INSITUFORM TECHNOLOGIES INC	COM	457667103	5766	272240	DEFINED	01
D INTEL CORP	COM	458140100	4845	265214	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	7089	98459	DEFINED	01
D INTERNATIONAL PAPER COMPANY	COM	460146103	483	11092	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	4437	110650	DEFINED	01
D INTRUSION INC	COM	46121E106	19	20000	DEFINED	01
D INVESTMENT TECH GROUP INC NEW	COM	46145F105	1967	60147	DEFINED	01
D * INVESTORS FINL SERVICES CORP	COM	461915100	275	8192	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	6524	211470	DEFINED	02
D ISHARES TRUST	COM	464287465	15609	131662	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287580	4069	81789	DEFINED	01
D ISHARES INC	COM	464287606	15030	147845	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	455	7726	DEFINED	01
D ISHARES INC	COM	464287705	19468	210151	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	827	44249	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	3419	67044	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287812	2586	56847	DEFINED	01
D ISHARES INC	COM	464287879	17549	195124	DEFINED	01
D ISHARES INC	COM	464287887	13867	191274	DEFINED	01
D JDN REALTY CORP	COM	465917102	233	18600	DEFINED	01
D JDS UNIPHASE CORP	COM	46612J101	89	33500	DEFINED	01
D J NET ENTERPRISES INC	COM	46622V102	31	39000	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	6685	197070	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	388	8262	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	24310	465179	DEFINED	01
D KT CORP	COM	48268K101	227	10500	DEFINED	02
D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	235	6249	DEFINED	01
D KELLOGG CO	COM	487836108	436	12161	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	1291	24110	DEFINED	01
D KEY PRODUCTION CO	COM	493138101	195	10000	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	2310	37259	DEFINED	01
D KIMCO REALTY CORP	COM	49446R109	5523	164915	DEFINED	01
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	905	28811	DEFINED	01
D KNIGHT RIDDER INC	COM	499040103	378	6000	DEFINED	01
D KOREA ELECTRIC POWER CO	COM	500631106	329	31400	DEFINED	01
D KRAFT FOODS INC	COM	50075N104	1325	32366	DEFINED	01
D KROGER COMPANY	COM	501044101	759	38143	DEFINED	01
D LNR PROPERTY CORP	COM	501940100	2234	64750	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	1250	53435	DEFINED	01
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	369	22374	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	15764	1576437	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	797	22778	DEFINED	01

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D ELI LILLY AND CO	COM	532457108	1714	30389	DEFINED	01
D LIMITED BRANDS INC	COM	532716107	366	17199	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	223	6900	DEFINED	02
D LINCOLN NATL CONV SECS FD INC	COM	534183108	133	10001	DEFINED	01
D LOCKHEED MARTIN CORP	COM	539830109	455	6547	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	2342	51581	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	126	76169	DEFINED	01
D M&T BANK CORP	COM	55261F104	458	5342	DEFINED	01
D MBIA INC	COM	55262C100	605	10701	DEFINED	01
D MBNA CORP	COM	55262L100	945	28567	DEFINED	01
D MFS INTERMEDIATE INCOME TR SBI	COM	55273C107	3708	517874	DEFINED	01
D * MACROVISION CORP	COM	555904101	163	12400	DEFINED	02
D MALAN REALTY INVESTORS INC	COM	561063108	60	11001	DEFINED	01
D MANAGED MUNIS PORTFOLIO INC	COM	561662107	311	29270	DEFINED	01
D MARIMBA INC	COM	56781Q109	15	10000	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	3049	15478	DEFINED	01
D MARSH & MCLENNAN CO	COM	571748102	211	4366	DEFINED	01
D MARRIOTT INTL INC NEW	COM	571903202	300	7892	DEFINED	01
D MASCO CORPORATION	COM	574599106	343	12665	DEFINED	01
D MASSEY ENERGY COMPANY	COM	576206106	285	22429	DEFINED	01
D MATSUSHITA ELEC INDL LTD ADR	COM	576879209	500	36175	DEFINED	01
D MATTEL INC	COM	577081102	595	28212	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	1419	43081	DEFINED	01
D MAYTAG CORP	COM	578592107	384	9001	DEFINED	01
D MCDONALD'S CORP	COM	580135101	3436	120789	DEFINED	01
D MCKESSON CORP	COM	58155Q103	643	19652	DEFINED	01
D MEDTRONIC INC	COM	585055106	11892	277524	DEFINED	01
D MELLON FINANCIAL CORP	COM	58551A108	352	11191	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	26801	529244	DEFINED	01
D MERCURY COMPUTER SYS INC	COM	589378108	1651	79743	DEFINED	02
D MERRILL LYNCH & CO	COM	590188108	1088	26853	DEFINED	01
D METRO GOLDWYN MAYER INC	COM	591610100	472	40300	DEFINED	01
D MICROSOFT CORP	COM	594918104	19553	357467	DEFINED	01
D MITSUBISHI TOKYO FINL GROUP	COM	606816106	407	59860	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	827	13440	DEFINED	02
D MOLEX INC	COM	608554101	206	6156	DEFINED	01
D MOODY'S CORP	COM	615369105	265	5331	DEFINED	01
D MORGAN STANLEY NEW	COM	617446448	346	8028	DEFINED	01
D MOTOROLA INC	COM	620076109	1492	102253	DEFINED	01
D MYLAN LABORATORIES	COM	628530107	255	8136	DEFINED	01
D NANOPHASE TECHNOLOGIES CORP	COM	630079101	60	10310	DEFINED	02
D NARA BANCORP INC	COM	63080P105	581	25240	DEFINED	01
D NATIONAL CITY CORP	COM	635405103	1436	43203	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	13834	525993	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	3923	258265	DEFINED	02
D NEW YORK TIMES CL A	COM	650111107	588	11412	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	663	18925	DEFINED	01
D NIPPON TELEGRAPH & TEL CORP	COM	654624105	507	24641	DEFINED	01
D NOKIA CORP	COM	654902204	1055	72859	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	690	29523	DEFINED	01
D NORTEL NETWORKS CORP NEW	COM	656568102	17	11704	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	1027	25796	DEFINED	01
D NORTHERN BORDER PARTNERS L P	COM	664785102	1235	34530	DEFINED	01
D NORTHROP GRUMMAN CORP	COM	666807102	679	5435	DEFINED	01
D NORTHWEST AIRLINES CORPORATION	COM	667280101	121	10000	DEFINED	01
D * NOVAVAX INC	COM	670002104	57	13535	DEFINED	01
D NTELOS INC	COM	67019U101	17	12000	DEFINED	01
D NUVEEN CALIF PERFORMANCE PLUS-	COM	67062Q106	193	13083	DEFINED	01
D NUVEEN PREM INCOME MUN FD INC	COM	67062T100	184	12714	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	394	26138	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE MUNI	COM	67070F100	165	11557	DEFINED	01
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	1087	113631	DEFINED	01

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D OCCIDENTAL PETROLEUM CORP	COM	674599105	349	11639	DEFINED	01
D * ORACLE CORP	COM	68389X105	3007	317554	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	165	12000	DEFINED	01
D PMC COMMERCIAL TRUST SBI	COM	693434102	542	38145	DEFINED	01
D PNC FINANCIAL SERVICES GROUP	COM	693475105	232	4429	DEFINED	01
D PPG INDUSTRIES	COM	693506107	865	13982	DEFINED	01
D * PALM INC	COM	696642107	19	10775	DEFINED	01
D PARKER-HANNIFIN CORPORATION	COM	701094104	1122	23473	DEFINED	01
D * PAYCHEX INC	COM	704326107	358	11434	DEFINED	01
D PEABODY ENERGY CORP	COM	704549104	725	25607	DEFINED	01
D PEOPLES BANK	COM	710198102	242	9251	DEFINED	01
D PEOPLESOFT INC	COM	712713106	157	10579	DEFINED	01
D PEPSICO INC	COM	713448108	29052	602736	DEFINED	01
D PETROLEO BRASILEIRO SA	COM	71654V101	260	14940	DEFINED	02
D PFIZER INC	COM	717081103	31797	908483	DEFINED	01
D PHARMACIA CORP	COM	71713U102	3239	86486	DEFINED	01
D PHILIP MORRIS COMPANIES INC	COM	718154107	3094	70833	DEFINED	01
D PHILLIPS PETROLEUM	COM	718507106	305	5186	DEFINED	01
D PHOTOGEN TECHNOLOGIES INC	COM	71932A101	12	12000	DEFINED	01
D PITNEY-BOWES INC	COM	724479100	208	5248	DEFINED	01
D PLAINS RESOURCES INC #	COM	726540503	2072	77470	DEFINED	01
D PLANTRONICS INC NEW	COM	727493108	1978	104064	DEFINED	01
D PLAYTEX PRODUCTS INC	COM	72813P100	2437	188200	DEFINED	02
D PLUM CREEK TIMBER CO INC	COM	729251108	5487	178737	DEFINED	01
D POLARIS INDUSTRIES INC	COM	731068102	706	10862	DEFINED	01
D PORTUGAL TELECOM SGPS S.A.	COM	737273102	240	33762	DEFINED	02
D POTASH CP OF SASKATCHEWAN	COM	73755L107	249	3734	DEFINED	02
D PROCTER & GAMBLE CO	COM	742718109	14061	157460	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	585	11251	DEFINED	01
D PROVIDIAN FINANCIAL CORP	COM	74406A102	88	15001	DEFINED	01
D PUBLIC SVC ENTERPRISE GROUP	COM	744573106	827	19095	DEFINED	01
D PUBLIC STORAGE INC	COM	74460D109	2618	70558	DEFINED	01
D PULITZER INC	COM	745769109	1233	23757	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	82	11795	DEFINED	01
D PUTNAM MASTER INTERMEDIATE -	COM	746909100	65	10307	DEFINED	01
D QUALCOMM INC	COM	747525103	855	31104	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	66	23735	DEFINED	01
D RAINBOW TECHNOLOGIES	COM	750862104	92	18800	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	882	28213	DEFINED	02
D RAWLINGS SPORTING GOODS INC	COM	754459105	751	141431	DEFINED	01
D RAYONIER INC	COM	754907103	3074	62560	DEFINED	01
D REALTY INCOME CORP	COM	756109104	307	8328	DEFINED	01
D REDWOOD TRUST INC	COM	758075402	202	6420	DEFINED	01
D REINSURANCE GROUP OF AMERICA	COM	759351109	227	7369	DEFINED	01
D * REMEC INC	COM	759543101	57	10225	DEFINED	01
D REPSOL YPF S A	COM	76026T205	719	60780	DEFINED	02
D REUTERS GROUP PLC	COM	76132M102	326	10121	DEFINED	01
D ROSS STORES INC	COM	778296103	410	10058	DEFINED	01
D ROYAL BANK OF CANADA	COM	780087102	393	11286	DEFINED	01
D ROYAL DUTCH PETROLEUM CO NEW	COM	780257804	4650	84133	DEFINED	01
D RUSS BERRIE & CO INC	COM	782233100	1247	35215	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	8040	263596	DEFINED	01
D SLM CORP	COM	78442P106	376	3885	DEFINED	01
D S1 CORPORATION	COM	78463B101	276	37400	DEFINED	02
D SAFEWAY INC NEW	COM	786514208	339	11601	DEFINED	01
D ST JOE COMPANY	COM	790148100	2348	78215	DEFINED	01
D ST JUDE MEDICAL INC	COM	790849103	258	6990	DEFINED	01
D SARA LEE CORP	COM	803111103	3101	150240	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	5656	229915	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	1857	39943	DEFINED	01
D SCHOLASTIC CORP	COM	807066105	424	11200	DEFINED	02
D A. SCHULMAN INC	COM	808194104	1308	60961	DEFINED	01



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D SCOTTS COMPANY	COM	810186106	2306	50786	DEFINED	02
D E W SCRIPPS CO NEW CL A	COM	811054204	9780	127007	DEFINED	01
D SEALED AIR CORP NEW	COM	81211K100	274	6795	DEFINED	01
D SECTOR SPDR TRUST	COM	81369Y100	4189	180647	DEFINED	01
D SECTOR SPDR TRUST	COM	81369Y407	2531	92151	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	5699	217533	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	7659	304652	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	4542	190425	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	5631	355930	DEFINED	01
D SENSIENT TECHNOLOGIES CORP	COM	81725T100	205	9017	DEFINED	01
D SERVICE CORP INTL	COM	817565104	251	51990	DEFINED	01
D SERVICEMASTER CO	COM	81760N109	166	12127	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	12101	241291	DEFINED	01
D SIMULA INC	COM	829206101	42	11750	DEFINED	01
D SIX CONTINENTS PLC	COM	830018107	996	95435	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	1851	326990	DEFINED	01
D J.M. SMUCKER CO NEW	COM	832696405	3162	92660	DEFINED	01
D SNAP-ON INC	COM	833034101	5095	171621	DEFINED	02
D SOLECTRON CORP	COM	834182107	108	17624	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	2225	81202	DEFINED	01
D SOUTHWEST AIRLINES CO	COM	844741108	7599	470266	DEFINED	01
D SOVRAN SELF STORAGE INC	COM	84610H108	262	7653	DEFINED	01
D SPRINT CORP (FON GROUP)	COM	852061100	253	23882	DEFINED	01
D SPRINT CORP (PCS GROUP)	COM	852061506	66	14658	DEFINED	01
D * STAPLES INC	COM	855030102	445	22601	DEFINED	01
D STAR GAS PARTNERS L.P.	COM	85512C105	190	10321	DEFINED	01
D STATE STREET CORP	COM	857477103	2124	47514	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	308	48373	DEFINED	01
D STILLWELL FINANCIAL INC	COM	860831106	1944	106801	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	3960	30227	DEFINED	01
D STRYKER CORP	COM	863667101	272	5085	DEFINED	01
D SUN COMMUNITIES INC	COM	866674104	8035	192445	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	1296	258691	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	699	26385	DEFINED	01
D SUNTRUST BANKS INC	COM	867914103	856	12637	DEFINED	01
D SURMODICS INC	COM	868873100	254	9760	DEFINED	01
D SWITCHBOARD INC	COM	871045100	34	10200	DEFINED	02
D SYSCO CORPORATION	COM	871829107	5508	202346	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	253	5151	DEFINED	01
D TECO ENERGY INC	COM	872375100	960	38794	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	8	20000	DEFINED	01
D TJX CO'S INC NEW	COM	872540109	448	22860	DEFINED	01
D TMP WORLDWIDE INC	COM	872941109	3143	146185	DEFINED	02
D TXU CORP	COM	873168108	324	6293	DEFINED	01
D TARGET CORP	COM	87612E106	1889	49588	DEFINED	01
D TELECOM ARGENTINA STET-FRANCE	COM	879273209	26	40100	DEFINED	01
D TELECOM CORP NEW ZEALAND LTD	COM	879278208	311	15921	DEFINED	01
D TELECOM ITALIA SPA	COM	87927W106	246	3150	DEFINED	01
D TELEFONICA S.A.	COM	879382208	275	11076	DEFINED	01
D TELEFONOS DE MEXICO S.A.	COM	879403780	350	10900	DEFINED	01
D * TELLABS INC	COM	879664100	122	19675	DEFINED	01
D TELUS CORP	COM	87971M202	176	25900	DEFINED	02
D TEMPLETON GLOBAL GOVERNMENTS -	COM	879929107	142	20001	DEFINED	01
D TEMPLETON GLOBAL INCOME FUND	COM	880198106	228	30000	DEFINED	01
D TERADYNE INC	COM	880770102	207	8800	DEFINED	01
D TEVA PHARMACEUTICAL INDS ADR	COM	881624209	1320	19760	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	2499	105437	DEFINED	01
D THERMOGENESIS CORP #	COM	883623209	38	18000	DEFINED	01
D * THORATEC CORP #	COM	885175307	272	30250	DEFINED	01
D THORNBURG MORTGAGE INC	COM	885218107	211	10702	DEFINED	01
D 3M COMPANY	COM	88579Y101	7109	57794	DEFINED	01
D TITAN CORP	COM	888266103	263	14370	DEFINED	01

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D TOTAL FINA ELF S A	COM	89151E109	392	4844	DEFINED	02
D TOUCH AMER HLDGS INC	COM	891539108	28	10070	DEFINED	01
D TRAVELERS PPTY CAS CORP NEW	COM	89420G109	828	46778	DEFINED	02
D TRIBUNE CO NEW	COM	896047107	5683	130641	DEFINED	01
D TUPPERWARE CORP	COM	899896104	1082	52045	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	1609	119114	DEFINED	01
D * USA TRUCK INC	COM	902925106	291	25286	DEFINED	01
D US BANCORP NEW	COM	902973304	937	40133	DEFINED	01
D UNILEVER PLC NEW	COM	904767704	443	12121	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	906	14316	DEFINED	01
D UNION PLANTERS CORP	COM	908068109	334	10333	DEFINED	01
D UNITED PARCEL SERVICE INC	COM	911312106	1187	19220	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	2598	38264	DEFINED	01
D UNUMPROVIDENT CORP	COM	91529Y106	237	9309	DEFINED	01
D V.F. CORPORATION	COM	918204108	239	6106	DEFINED	01
D * VALENCE TECHNOLOGY INC	COM	918914102	120	86748	DEFINED	01
D VAN KAMPEN SENIOR INCOME TRUST	COM	920961109	1780	247909	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	6967	171811	DEFINED	02
D VECTREN CORP	COM	92240G101	1375	54762	DEFINED	01
D * VERITAS SOFTWARE CO	COM	923436109	257	12986	DEFINED	01
D * VERISIGN INC	COM	92343E102	275	38192	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	6273	156228	DEFINED	01
D VIACOM INC CL B	COM	925524308	1471	33155	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	376	27533	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	1038	25434	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	2669	69901	DEFINED	01
D WAL-MART STORES INC	COM	931142103	46700	848937	DEFINED	01
D WALGREEN COMPANY	COM	931422109	7586	196378	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	1382	37228	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	232	425	DEFINED	02
D WASTE MANAGEMENT INC NEW	COM	94106L109	532	20425	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	31800	635244	DEFINED	01
D WESTWOOD ONE INC	COM	961815107	5939	177694	DEFINED	01
D JOHN WILEY & SONS INC	COM	968223206	1957	81618	DEFINED	01
D WILLIAMS ENERGY PARTNERS L.P.	COM	969491109	335	9987	DEFINED	01
D WILMINGTON TRUST CORP	COM	971807102	622	20400	DEFINED	01
D WISCONSIN ENERGY CORP	COM	976657106	227	9001	DEFINED	01
D * WORLDCOM INC GA NEW	COM	98157D106	0	53243	DEFINED	01
D WYETH	COM	983024100	5941	116031	DEFINED	01
D XEROX CORPORATION	COM	984121103	430	61738	DEFINED	01
D YUM BRANDS INC	COM	988498101	228	7809	DEFINED	01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	7482	155170	DEFINED	02
D ZILA INC	COM	989513205	32	31328	DEFINED	01
D ZIMMER HOLDINGS INC	COM	98956P102	804	22556	DEFINED	01
D EVEREST RE GROUP LTD	COM	G3223R108	573	10236	DEFINED	01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	20005	438134	DEFINED	01
D W.P. STEWART & CO LTD	COM	G84922106	3411	133660	DEFINED	02
D TRANSOCEAN INC	COM	G90078109	688	22094	DEFINED	01
D WILLIS GROUP HOLDINGS LTD	COM	G96655108	287	8710	DEFINED	02
D XL CAPITAL LTD	COM	G98255105	694	8200	DEFINED	01
D MADGE NETWORKS N.V.	COM	N5424G106	2	10000	DEFINED	01
S REPORT SUMMARY	508 DATA RECORDS		1485111			2 OTHER MANAGERS