

FIFTH THIRD BANCORP
Form 13F-HR
August 15, 2011

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: June 30, 2011

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: Fifth Third Bancorp
Address: 38 Fountain Square Plaza
Cincinnati, Ohio 45263

13F File Number - #28-03158

Name and Management numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

Name:	Manager #
-----	-----
Fifth Third Bank	9
Fifth Third Asset Management, Inc.	85

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: Richard W. Holmes, Jr.
Title: Counsel, Fifth Third Bancorp
Phone: 513-534-6030

Signature, Place, and Date of Signing:

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/s/ Richard W. Holmes, Jr. Cincinnati, Ohio August 15, 2011

 [Signature] [City, State] [Date]

Report Type (Check only one):

- 13F HOLDINGS REPORT
- 13F NOTICE
- 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

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Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 4

Form 13F Information Table Entry Total: 2,130

Form 13F Information Table Value Total (x\$1000): 8,805,971

List of Other Included Managers:

Name:	13F File No.:
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Fifth Third Bank	28-539
Fifth Third Asset Management, Inc.	28-10115

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 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
DEUTSCHE BANK AG	NAMEN AKT	D18190898	32	545	SH		DEFINED 5	
			32	545				

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TELVENT GIT SA	SHS	E90215109	94	2356	SH	DEFINED	5
			-----	-----			
			94	2356			
AMDOCS LTD	ORD	G02602103	899	29569	SH	DEFINED	5
			-----	-----			
			899	29569			
ASSURED GUARANTY LTD	COM	G0585R106	1	45	SH	DEFINED	5
			-----	-----			
			1	45			
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	25505	422130	SH	DEFINED	5
			-----	-----			
			25505	422130			
BUNGE LIMITED	COM	G16962105	425	6159	SH	DEFINED	5
			-----	-----			
			425	6159			
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	12	600	SH	DEFINED	5
			-----	-----			
			12	600			
CDC CORPORATION	SHS CLASS -A -	G2022L114	3	1200	SH	DEFINED	5
			-----	-----			
			3	1200			
CHINA YUCHAI INTL LTD	COM	G21082105	19	900	SH	DEFINED	5
			-----	-----			
			19	900			
COOPER INDUSTRIES PLC	SHS	G24140108	260	4352	SH	DEFINED	5
			-----	-----			
			260	4352			
COSAN LTD	SHS A	G25343107	4	300	SH	DEFINED	5
			-----	-----			
			4	300			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
COVIDIEN PLC	SHS	G2554F113	8543	160496	SH		DEFINED	5
			-----	-----				
			8543	160496				

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ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	135	3260	SH	DEFINED	5
			-----	-----			
			135	3260			
EVEREST RE GROUP LTD	COM	G3223R108	5	60	SH	DEFINED	5
			-----	-----			
			5	60			
FRESH DEL MONTE PRODUCE INC	ORD	G36738105	241	9051	SH	DEFINED	5
			-----	-----			
			241	9051			
FRONTLINE LTD	SHS	G3682E127	31	2100	SH	DEFINED	5
			-----	-----			
			31	2100			
GENPACT LIMITED	SHS	G3922B107	9	500	SH	DEFINED	5
			-----	-----			
			9	500			
HELEN OF TROY CORP LTD	COM	G4388N106	182	5277	SH	DEFINED	5
			-----	-----			
			182	5277			
HERBALIFE LTD	COM USD SHS	G4412G101	844	14635	SH	DEFINED	5
			-----	-----			
			844	14635			
INGERSOLL-RAND PLC	SHS	G47791101	1374	30266	SH	DEFINED	5
			-----	-----			
			1374	30266			
INVESCO LTD	SHS	G491BT108	3136	134032	SH	DEFINED	5
			-----	-----			
			3136	134032			
LAZARD LTD	SHS A	G54050102	49	1324	SH	DEFINED	5
			-----	-----			
			49	1324			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	9321	631261	SH		DEFINED	5
			-----	-----				
			9321	631261				
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	895	49726	SH		DEFINED	5

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			895	49726		
NABORS INDUSTRIES LTD	SHS	G6359F103	691	28029	SH	DEFINED 5
			691	28029		
NORDIC AMERICAN TANKER SHIPP	COM	G65773106	638	28078	SH	DEFINED 5
			638	28078		
PARTNERRE LTD	COM	G6852T105	79	1150	SH	DEFINED 5
			79	1150		
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	307	4390	SH	DEFINED 5
			307	4390		
SEADRILL LIMITED	SHS	G7945E105	24	694	SH	DEFINED 5
			24	694		
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	112	6958	SH	DEFINED 5
			112	6958		
SHIP FINANCE INTERNATIONAL L	SHS	G81075106	188	10433	SH	DEFINED 5
			188	10433		
SINA CORP	ORD	G81477104	5	46	SH	DEFINED 5
			5	46		
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	581	58136	SH	DEFINED 5
			581	58136		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
WHITE MTNS INS GROUP LTD	COM	G9618E107	718	1709	SH		DEFINED 5	
			718	1709				
WILLIS GROUP HOLDINGS PUBLIC	SHS	G96666105	10	243	SH		DEFINED 5	

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			10	243		
XOMA LTD	SHS	G9825R206	0	6	SH	DEFINED 5
			-----	-----		
				6		
XL GROUP PLC	SHS	G98290102	60	2719	SH	DEFINED 5
			-----	-----		
			60	2719		
ACE LTD	SHS	H0023R105	5537	84126	SH	DEFINED 5
			-----	-----		
			5537	84126		
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	3115	166150	SH	DEFINED 5
			-----	-----		
			3115	166150		
FOSTER WHEELER AG	COM	H27178104	5	155	SH	DEFINED 5
			-----	-----		
			5	155		
GARMIN LTD	SHS	H2906T109	5	160	SH	DEFINED 5
			-----	-----		
			5	160		
LOGITECH INTL S A	SHS	H50430232	4	391	SH	DEFINED 5
			-----	-----		
			4	391		
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	4789	121518	SH	DEFINED 5
			-----	-----		
			4789	121518		
TE CONNECTIVITY LTD	REG SHS	H84989104	74	2002	SH	DEFINED 5
			-----	-----		
			74	2002		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
TRANSOCEAN LTD	REG SHS	H8817H100	759	11761	SH		DEFINED 5	
			-----	-----				
			759	11761				
TYCO INTERNATIONAL LTD	SHS	H89128104	4048	81898	SH		DEFINED 5	
			-----	-----				
			4048	81898				

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UBS AG	SHS NEW	H89231338	390	21341	SH	DEFINED	5
			-----	-----			
			390	21341			
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	54	943	SH	DEFINED	5
			-----	-----			
			54	943			
GIVEN IMAGING	ORD SHS	M52020100	41	2000	SH	DEFINED	5
			-----	-----			
			41	2000			
ASML HOLDING N V	NY REG SHS	N07059186	1	28	SH	DEFINED	5
			-----	-----			
			1	28			
CNH GLOBAL N V	SHS NEW	N20935206	2	40	SH	DEFINED	5
			-----	-----			
			2	40			
CORE LABORATORIES N V	COM	N22717107	14	124	SH	DEFINED	5
			-----	-----			
			14	124			
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	39	1016	SH	DEFINED	5
			-----	-----			
			39	1016			
QIAGEN N V	ORD	N72482107	370	19459	SH	DEFINED	5
			-----	-----			
			370	19459			
SINOVAC BIOTECH LTD	SHS	P8696W104	14	4340	SH	DEFINED	5
			-----	-----			
			14	4340			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	10	261	SH	DEFINED	5	
			-----	-----				
			10	261				
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	3855	101439	SH	DEFINED	5	
			-----	-----				
			3855	101439				

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DIANA SHIPPING INC	COM	Y2066G104	23	2100	SH	DEFINED	5
			-----	-----			
			23	2100			
DIANA CONTAINERSHIPS INC	COM	Y2069P101	0	68	SH	DEFINED	5
			-----	-----			
				68			
EAGLE BULK SHIPPING INC	COM	Y2187A101	5	2000	SH	DEFINED	5
			-----	-----			
			5	2000			
FLEXTRONICS INTL LTD	ORD	Y2573F102	0	61	SH	DEFINED	5
			-----	-----			
				61			
TEEKAY CORPORATION	COM	Y8564W103	12	403	SH	DEFINED	5
			-----	-----			
			12	403			
VERIGY LTD	SHS	Y93691106	0	27	SH	DEFINED	5
			-----	-----			
				27			
AAR CORP	COM	000361105	776	28658	SH	DEFINED	5
			-----	-----			
			776	28658			
ABB LTD	SPONSORED ADR	000375204	801	30871	SH	DEFINED	5
			-----	-----			
			801	30871			
AFLAC INC	COM	001055102	13433	287767	SH	DEFINED	5
			-----	-----			
			13433	287767			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
AGCO CORP	COM	001084102	89	1811	SH	DEFINED	5
			-----	-----			
			89	1811			
AGIC CONV & INCOME FD	COM	001190107	59	5816	SH	DEFINED	5
			-----	-----			
			59	5816			
AGIC CONV & INCOME FD II	COM	001191105	6	644	SH	DEFINED	5

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			6	644		
AGL RES INC	COM	001204106	69	1694	SH	DEFINED 5
			69	1694		
AES CORP	COM	00130H105	111	8678	SH	DEFINED 5
			111	8678		
AK STL HLDG CORP	COM	001547108	40	2524	SH	DEFINED 5
			40	2524		
ALPS ETF TR	ALERIAN MLP	00162Q866	11	663	SH	DEFINED 5
			11	663		
AOL INC	COM	00184X105	592	29815	SH	DEFINED 5
			592	29815		
AT&T INC	COM	00206R102	67321	2143298	SH	DEFINED 5
			67321	2143298		
AVI BIOPHARMA INC	COM	002346104	7	5000	SH	DEFINED 5
			7	5000		
AVX CORP NEW	COM	002444107	22	1442	SH	DEFINED 5
			22	1442		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
ABAXIS INC	COM	002567105	102	3752	SH	DEFINED 5
			102	3752		
ABBOTT LABS	COM	002824100	79371	1508375	SH	DEFINED 5
			79371	1508375		
ABERCROMBIE & FITCH CO	CL A	002896207	23	350	SH	DEFINED 5

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			23	350			
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	3608	492287	SH	DEFINED	5
			-----	-----			
			3608	492287			
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	89	7200	SH	DEFINED	5
			-----	-----			
			89	7200			
ABERDEEN GLOBAL INCOME FD IN	COM	003013109	3	241	SH	DEFINED	5
			-----	-----			
			3	241			
ACCELRY'S INC	COM	00430U103	5	700	SH	DEFINED	5
			-----	-----			
			5	700			
ACETO CORP	COM	004446100	7	1000	SH	DEFINED	5
			-----	-----			
			7	1000			
ACME PACKET INC	COM	004764106	823	11738	SH	DEFINED	5
			-----	-----			
			823	11738			
ACTIVISION BLIZZARD INC	COM	00507V109	72	6206	SH	DEFINED	5
			-----	-----			
			72	6206			
ACUITY BRANDS INC	COM	00508Y102	11	190	SH	DEFINED	5
			-----	-----			
			11	190			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ADAMS EXPRESS CO	COM	006212104	834	74854	SH		DEFINED	5
			-----	-----				
			834	74854				
ADOBE SYS INC	COM	00724F101	190	6054	SH		DEFINED	5
			-----	-----				
			190	6054				
ADVANCE AUTO PARTS INC	COM	00751Y106	166	2844	SH		DEFINED	5
			-----	-----				
			166	2844				

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ADVANCED SEMICONDUCTOR ENGR	SPONSORED ADR	00756M404	2	346	SH	DEFINED	5
			-----	-----			
			2	346			
ADVENT CLAYMORE CV SECS & IN	COM	00764C109	62	3274	SH	DEFINED	5
			-----	-----			
			62	3274			
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	12779	467425	SH	DEFINED	5
			-----	-----			
			12779	467425			
AEROPOSTALE	COM	007865108	11	633	SH	DEFINED	5
			-----	-----			
			11	633			
ADVANCED MICRO DEVICES INC	COM	007903107	11	1602	SH	DEFINED	5
			-----	-----			
			11	1602			
AEGON N V	NY REGISTRY SH	007924103	2	292	SH	DEFINED	5
			-----	-----			
			2	292			
ADVENT SOFTWARE INC	COM	007974108	796	28243	SH	DEFINED	5
			-----	-----			
			796	28243			
AETERNA ZENTARIS INC	COM	007975204	220	100000	SH	DEFINED	5
			-----	-----			
			220	100000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
AETNA INC NEW	COM	00817Y108	74	1683	SH		DEFINED	5
			-----	-----				
			74	1683				
AFFILIATED MANAGERS GROUP	COM	008252108	849	8370	SH		DEFINED	5
			-----	-----				
			849	8370				
AGILENT TECHNOLOGIES INC	COM	00846U101	7037	137676	SH		DEFINED	5
			-----	-----				
			7037	137676				

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AGNICO EAGLE MINES LTD	COM	008474108	69	1089	SH	DEFINED	5
			-----	-----			
			69	1089			
AGRIUM INC	COM	008916108	751	8553	SH	DEFINED	5
			-----	-----			
			751	8553			
AIR PRODS & CHEMS INC	COM	009158106	21840	228495	SH	DEFINED	5
			-----	-----			
			21840	228495			
AIR TRANSPORT SERVICES GRP I	COM	00922R105	317	46288	SH	DEFINED	5
			-----	-----			
			317	46288			
AIRGAS INC	COM	009363102	83	1185	SH	DEFINED	5
			-----	-----			
			83	1185			
AKAMAI TECHNOLOGIES INC	COM	00971T101	938	29799	SH	DEFINED	5
			-----	-----			
			938	29799			
AKORN INC	COM	009728106	492	70351	SH	DEFINED	5
			-----	-----			
			492	70351			
ALASKA AIR GROUP INC	COM	011659109	1	10	SH	DEFINED	5
			-----	-----			
			1	10			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	825	93023	SH	DEFINED	5	
			-----	-----				
			825	93023				
ALBANY INTL CORP	CL A	012348108	172	6527	SH	DEFINED	5	
			-----	-----				
			172	6527				
ALBEMARLE CORP	COM	012653101	1890	27311	SH	DEFINED	5	
			-----	-----				
			1890	27311				
ALCOA INC	COM	013817101	2996	188896	SH	DEFINED	5	

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			-----	-----		
			2996	188896		
ALCATEL-LUCENT	SPONSORED ADR	013904305	578	100113	SH	DEFINED 5
			-----	-----		
			578	100113		
ALEXANDER & BALDWIN INC	COM	014482103	1312	27241	SH	DEFINED 5
			-----	-----		
			1312	27241		
ALERE INC	COM	01449J105	64	1754	SH	DEFINED 5
			-----	-----		
			64	1754		
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	780	10080	SH	DEFINED 5
			-----	-----		
			780	10080		
ALEXCO RESOURCE CORP	COM	01535P106	36	5000	SH	DEFINED 5
			-----	-----		
			36	5000		
ALEXION PHARMACEUTICALS INC	COM	015351109	3441	73162	SH	DEFINED 5
			-----	-----		
			3441	73162		
ALIGN TECHNOLOGY INC	COM	016255101	32	1400	SH	DEFINED 5
			-----	-----		
			32	1400		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
ALLEGHANY CORP DEL	COM	017175100	570	1710	SH		DEFINED 5	
			-----	-----				
			570	1710				
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	238	3750	SH		DEFINED 5	
			-----	-----				
			238	3750				
ALLERGAN INC	COM	018490102	921	11068	SH		DEFINED 5	
			-----	-----				
			921	11068				
ALLETE INC	COM NEW	018522300	12	301	SH		DEFINED 5	
			-----	-----				

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			12	301		
ALLIANCE DATA SYSTEMS CORP	COM	018581108	109	1156	SH	DEFINED 5
			-----	-----		
			109	1156		
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	76	975	SH	DEFINED 5
			-----	-----		
			76	975		
ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	56	3641	SH	DEFINED 5
			-----	-----		
			56	3641		
ALLIANT ENERGY CORP	COM	018802108	2099	51634	SH	DEFINED 5
			-----	-----		
			2099	51634		
ALLIANT TECHSYSTEMS INC	COM	018804104	4	50	SH	DEFINED 5
			-----	-----		
			4	50		
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	77	9791	SH	DEFINED 5
			-----	-----		
			77	9791		
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	134	6900	SH	DEFINED 5
			-----	-----		
			134	6900		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ALLIED IRISH BKS P L C	SPON ADR ORD	019228808	5	2210	SH		DEFINED 5	
			-----	-----				
			5	2210				
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	2247	115704	SH		DEFINED 5	
			-----	-----				
			2247	115704				
ALLSTATE CORP	COM	020002101	4581	150039	SH		DEFINED 5	
			-----	-----				
			4581	150039				
ALMOST FAMILY INC	COM	020409108	33	1200	SH		DEFINED 5	
			-----	-----				
			33	1200				

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ALPHA NATURAL RESOURCES INC	COM	02076X102	139	3052	SH	DEFINED	5
			-----	-----			
			139	3052			
ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	4	531	SH	DEFINED	5
			-----	-----			
			4	531			
ALTERA CORP	COM	021441100	23321	503138	SH	DEFINED	5
			-----	-----			
			23321	503138			
ALTRIA GROUP INC	COM	02209S103	31981	1210943	SH	DEFINED	5
			-----	-----			
			31981	1210943			
AMAZON COM INC	COM	023135106	9743	47644	SH	DEFINED	5
			-----	-----			
			9743	47644			
AMCON DISTRG CO	COM NEW	02341Q205	1	16	SH	DEFINED	5
			-----	-----			
			1	16			
AMEREN CORP	COM	023608102	257	8926	SH	DEFINED	5
			-----	-----			
			257	8926			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	760	14113	SH		DEFINED	5
			-----	-----				
			760	14113				
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	1615	141905	SH		DEFINED	5
			-----	-----				
			1615	141905				
AMERICAN CAMPUS CMNTYS INC	COM	024835100	2250	63355	SH		DEFINED	5
			-----	-----				
			2250	63355				
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	613	21067	SH		DEFINED	5
			-----	-----				
			613	21067				

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AMERICAN CAP LTD	COM	02503Y103	323	32507	SH	DEFINED	5
			-----	-----			
			323	32507			
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	46	3632	SH	DEFINED	5
			-----	-----			
			46	3632			
AMERICAN ELEC PWR INC	COM	025537101	2651	70348	SH	DEFINED	5
			-----	-----			
			2651	70348			
AMERICAN EQTY INVT LIFE HLD	COM	025676206	562	44245	SH	DEFINED	5
			-----	-----			
			562	44245			
AMERICAN EXPRESS CO	COM	025816109	10343	200064	SH	DEFINED	5
			-----	-----			
			10343	200064			
AMERICAN FINL GROUP INC OHIO	COM	025932104	48	1344	SH	DEFINED	5
			-----	-----			
			48	1344			
AMERICAN GREETINGS CORP	CL A	026375105	3	120	SH	DEFINED	5
			-----	-----			
			3	120			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
AMERICAN INTL GROUP INC	*W EXP 01/19/2	026874156	2	228	SH		DEFINED	5
			-----	-----				
			2	228				
AMERICAN INTL GROUP INC	COM NEW	026874784	62	2125	SH		DEFINED	5
			-----	-----				
			62	2125				
AMERICAN MUN INCOME PORTFOLI	COM	027649102	37	2788	SH		DEFINED	5
			-----	-----				
			37	2788				
AMERICAN NATL INS CO	COM	028591105	8	100	SH		DEFINED	5
			-----	-----				
			8	100				
AMERICAN SELECT PORTFOLIO IN	COM	029570108	5	500	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/INVSTMT	DEFINITION
AMERICAN TOWER CORP	CL A	029912201	1918	36657	SH	DEFINED 5
			1918	36657		
AMERN STRATEGIC INCOME PTFL	COM	030099105	60	6509	SH	DEFINED 5
			60	6509		
AMERICAN WTR WKS CO INC NEW	COM	030420103	34	1157	SH	DEFINED 5
			34	1157		
AMERISOURCEBERGEN CORP	COM	03073E105	6464	156129	SH	DEFINED 5
			6464	156129		
AMERIGROUP CORP	COM	03073T102	693	9829	SH	DEFINED 5
			693	9829		
AMERIPRISE FINL INC	COM	03076C106	9503	164758	SH	DEFINED 5
			9503	164758		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/INVSTMT	DEFINITION
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	23	500	SH	DEFINED 5
			23	500		
AMETEK INC NEW	COM	031100100	3879	86388	SH	DEFINED 5
			3879	86388		
AMGEN INC	NOTE	3 031162AE0	19875	250000	SH	DEFINED 5
			19875	250000		
AMGEN INC	COM	031162100	18405	315430	SH	DEFINED 5
			18405	315430		
AMKOR TECHNOLOGY INC	COM	031652100	5	750	SH	DEFINED 5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
AMPHENOL CORP NEW	CL A	032095101	66	1220	SH	DEFINED 5
			66	1220		
ANADARKO PETE CORP	COM	032511107	4047	52729	SH	DEFINED 5
			4047	52729		
ANALOG DEVICES INC	COM	032654105	7255	185351	SH	DEFINED 5
			7255	185351		
ANGIODYNAMICS INC	COM	03475V101	106	7439	SH	DEFINED 5
			106	7439		
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	39	933	SH	DEFINED 5
			39	933		
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	5055	87148	SH	DEFINED 5
			5055	87148		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
ANIXTER INTL INC	COM	035290105	443	6787	SH	DEFINED 5
			443	6787		
ANN INC	COM	035623107	20	750	SH	DEFINED 5
			20	750		
ANNALY CAP MGMT INC	COM	035710409	3678	203893	SH	DEFINED 5
			3678	203893		
ANSYS INC	COM	03662Q105	1374	25134	SH	DEFINED 5
			1374	25134		
ANWORTH MORTGAGE ASSET CP	COM	037347101	18	2334	SH	DEFINED 5
			18	2334		

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AON CORP	COM	037389103	1987	38733	SH	DEFINED	5
			-----	-----			
			1987	38733			
A123 SYS INC	COM	03739T108	11	2000	SH	DEFINED	5
			-----	-----			
			11	2000			
APACHE CORP	COM	037411105	28215	228663	SH	DEFINED	5
			-----	-----			
			28215	228663			
APACHE CORP	PFD CONV SER D	037411808	252	3817	SH	DEFINED	5
			-----	-----			
			252	3817			
APARTMENT INVT & MGMT CO	CL A	03748R101	53	2081	SH	DEFINED	5
			-----	-----			
			53	2081			
APOLLO GROUP INC	CL A	037604105	4	93	SH	DEFINED	5
			-----	-----			
			4	93			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
APOLLO INVT CORP	COM	03761U106	39	3777	SH	DEFINED	5
			-----	-----			
			39	3777			
APPLE INC	COM	037833100	84392	251413	SH	DEFINED	5
			-----	-----			
			84392	251413			
APPLIED MATLS INC	COM	038222105	2199	169014	SH	DEFINED	5
			-----	-----			
			2199	169014			
APTARGROUP INC	COM	038336103	651	12441	SH	DEFINED	5
			-----	-----			
			651	12441			
AQUA AMERICA INC	COM	03836W103	150	6835	SH	DEFINED	5
			-----	-----			
			150	6835			

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ARCH COAL INC	COM	039380100	23	848	SH	DEFINED	5
			-----	-----			
			23	848			
ARCHER DANIELS MIDLAND CO	NOTE 0.875% 2	039483AW2	528	5000	SH	DEFINED	5
			-----	-----			
			528	5000			
ARCHER DANIELS MIDLAND CO	COM	039483102	895	29678	SH	DEFINED	5
			-----	-----			
			895	29678			
ARES CAP CORP	COM	04010L103	61	3773	SH	DEFINED	5
			-----	-----			
			61	3773			
ARM HLDGS PLC	SPONSORED ADR	042068106	750	26389	SH	DEFINED	5
			-----	-----			
			750	26389			
ARRIS GROUP INC	COM	04269Q100	5	441	SH	DEFINED	5
			-----	-----			
			5	441			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ARROW ELECTRS INC	COM	042735100	847	20419	SH		DEFINED	5
			-----	-----				
			847	20419				
ARUBA NETWORKS INC	COM	043176106	2	74	SH		DEFINED	5
			-----	-----				
			2	74				
ASCENA RETAIL GROUP INC	COM	04351G101	1	39	SH		DEFINED	5
			-----	-----				
			1	39				
ASCENT MEDIA CORP	COM SER A	043632108	2	35	SH		DEFINED	5
			-----	-----				
			2	35				
ASHLAND INC NEW	COM	044209104	328	5080	SH		DEFINED	5
			-----	-----				
			328	5080				
ASIA TIGERS FD INC	COM	04516T105	10	515	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
			10	515		
ASSOCIATED ESTATES RLTY CORP	COM	045604105	340	20901	SH	DEFINED 5
			340	20901		
ASSURANT INC	COM	04621X108	30	834	SH	DEFINED 5
			30	834		
ASTRAZENECA PLC	SPONSORED ADR	046353108	2526	50440	SH	DEFINED 5
			2526	50440		
ATHENAHEALTH INC	COM	04685W103	89	2167	SH	DEFINED 5
			89	2167		
ATLAS ENERGY LP	COM UNITS LP	04930A104	42	1949	SH	DEFINED 5
			42	1949		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	40	1200	SH	DEFINED 5
			40	1200		
ATMEL CORP	COM	049513104	15061	1070404	SH	DEFINED 5
			15061	1070404		
ATWOOD OCEANICS INC	COM	050095108	3404	77133	SH	DEFINED 5
			3404	77133		
AURIZON MINES LTD	COM	05155P106	1	164	SH	DEFINED 5
			1	164		
AUTODESK INC	COM	052769106	1504	38951	SH	DEFINED 5
			1504	38951		
AUTOLIV INC	COM	052800109	18	234	SH	DEFINED 5

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			18	234		
AUTOMATIC DATA PROCESSING IN	COM	053015103	50890	966021	SH	DEFINED 5
			-----	-----		
			50890	966021		
AUTONATION INC	COM	05329W102	4	120	SH	DEFINED 5
			-----	-----		
			4	120		
AUTOZONE INC	COM	053332102	726	2463	SH	DEFINED 5
			-----	-----		
			726	2463		
AVANIR PHARMACEUTICALS INC	CL A NEW	05348P401	0	25	SH	DEFINED 5
			-----	-----		
				25		
AVALONBAY CMNTYS INC	COM	053484101	2056	16013	SH	DEFINED 5
			-----	-----		
			2056	16013		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
AVERY DENNISON CORP	COM	053611109	103	2663	SH	DEFINED 5	
			-----	-----			
			103	2663			
AVIAT NETWORKS INC	COM	05366Y102	3	705	SH	DEFINED 5	
			-----	-----			
			3	705			
AVIS BUDGET GROUP	COM	053774105	1	50	SH	DEFINED 5	
			-----	-----			
			1	50			
AVNET INC	COM	053807103	386	12101	SH	DEFINED 5	
			-----	-----			
			386	12101			
AVIVA PLC	ADR	05382A104	10	710	SH	DEFINED 5	
			-----	-----			
			10	710			
AVON PRODS INC	COM	054303102	282	10076	SH	DEFINED 5	
			-----	-----			
			282	10076			

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AXCELIS TECHNOLOGIES INC	COM	054540109	2	1028	SH	DEFINED	5
			-----	-----			
			2	1028			
BB&T CORP	COM	054937107	5142	191579	SH	DEFINED	5
			-----	-----			
			5142	191579			
BCE INC	COM NEW	05534B760	1417	36068	SH	DEFINED	5
			-----	-----			
			1417	36068			
BGC PARTNERS INC	CL A	05541T101	8	1000	SH	DEFINED	5
			-----	-----			
			8	1000			
BHP BILLITON PLC	SPONSORED ADR	05545E209	629	8026	SH	DEFINED	5
			-----	-----			
			629	8026			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
BP PLC	SPONSORED ADR	055622104	4288	96814	SH	DEFINED	5
			-----	-----			
			4288	96814			
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	796	7126	SH	DEFINED	5
			-----	-----			
			796	7126			
BRE PROPERTIES INC	CL A	05564E106	43	856	SH	DEFINED	5
			-----	-----			
			43	856			
BT GROUP PLC	ADR	05577E101	1050	32121	SH	DEFINED	5
			-----	-----			
			1050	32121			
BMC SOFTWARE INC	COM	055921100	837	15302	SH	DEFINED	5
			-----	-----			
			837	15302			
BABCOCK & WILCOX CO NEW	COM	05615F102	12	424	SH	DEFINED	5
			-----	-----			
			12	424			

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BAIDU INC	SPON ADR REP A	056752108	1959	13979	SH	DEFINED	5
			-----	-----			
			1959	13979			
BAKER HUGHES INC	COM	057224107	2172	29929	SH	DEFINED	5
			-----	-----			
			2172	29929			
BALL CORP	COM	058498106	46	1194	SH	DEFINED	5
			-----	-----			
			46	1194			
BALLY TECHNOLOGIES INC	COM	05874B107	61	1502	SH	DEFINED	5
			-----	-----			
			61	1502			
BANCFIRST CORP	COM	05945F103	611	15829	SH	DEFINED	5
			-----	-----			
			611	15829			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	247	21002	SH	DEFINED	5	
			-----	-----				
			247	21002				
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	19	936	SH	DEFINED	5	
			-----	-----				
			19	936				
BANCO SANTANDER SA	ADR	05964H105	53	4641	SH	DEFINED	5	
			-----	-----				
			53	4641				
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	3	240	SH	DEFINED	5	
			-----	-----				
			3	240				
BANK OF AMERICA CORPORATION	COM	060505104	9927	905703	SH	DEFINED	5	
			-----	-----				
			9927	905703				
BANK OF AMERICA CORPORATION	*W EXP 01/16/2	060505146	1	177	SH	DEFINED	5	
			-----	-----				
			1	177				
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	100	100	SH	DEFINED	5	

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			-----	-----		
			100	100		
BANK HAWAII CORP	COM	062540109	23	500	SH	DEFINED 5
			-----	-----		
			23	500		
BANK KY FINL CORP	COM	062896105	74	3345	SH	DEFINED 5
			-----	-----		
			74	3345		
BANK MONTREAL QUE	COM	063671101	43	671	SH	DEFINED 5
			-----	-----		
			43	671		
BANK OF NEW YORK MELLON CORP	COM	064058100	13269	517934	SH	DEFINED 5
			-----	-----		
			13269	517934		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
BANK NOVA SCOTIA HALIFAX	COM	064149107	14	225	SH		DEFINED	5
			-----	-----				
			14	225				
BARCLAYS BK PLC	DJUBS CMDT ETN	06738C778	59020	1249635	SH		DEFINED	5
			-----	-----				
			59020	1249635				
BARCLAYS BK PLC	IPSP CROIL ETN	06738C786	491	20054	SH		DEFINED	5
			-----	-----				
			491	20054				
BARCLAYS PLC	ADR	06738E204	374	22792	SH		DEFINED	5
			-----	-----				
			374	22792				
BARD C R INC	COM	067383109	10000	91025	SH		DEFINED	5
			-----	-----				
			10000	91025				
BARCLAYS BK PLC	IPMS INDIA ETN	06739F291	19	275	SH		DEFINED	5
			-----	-----				
			19	275				
BARCLAYS BANK PLC	ETN DJUBS AGRI	06739H206	29	500	SH		DEFINED	5
			-----	-----				

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			29	500		
BARCLAYS BANK PLC	ETN DJUBSALUMI	06739H321	13	410	SH	DEFINED 5
			-----	-----		
			13	410		
BARCLAYS BANK PLC	ADR PFD SR 5	06739H362	194	7350	SH	DEFINED 5
			-----	-----		
			194	7350		
BARCLAYS BANK PLC	CARRY ETN 38	06739H412	1216	26472	SH	DEFINED 5
			-----	-----		
			1216	26472		
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	51	2000	SH	DEFINED 5
			-----	-----		
			51	2000		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BARCLAYS BK PLC	IPTH S&P VIX N	06740C261	42	2009	SH		DEFINED 5	
			-----	-----				
			42	2009				
BARCLAYS BK PLC	S&P 500 VEQTOR	06740C337	8788	79483	SH		DEFINED 5	
			-----	-----				
			8788	79483				
BARRICK GOLD CORP	COM	067901108	30	660	SH		DEFINED 5	
			-----	-----				
			30	660				
BARRETT BILL CORP	COM	06846N104	1420	30644	SH		DEFINED 5	
			-----	-----				
			1420	30644				
BAXTER INTL INC	COM	071813109	7004	117340	SH		DEFINED 5	
			-----	-----				
			7004	117340				
BE AEROSPACE INC	COM	073302101	62	1521	SH		DEFINED 5	
			-----	-----				
			62	1521				
BEACON ROOFING SUPPLY INC	COM	073685109	147	6440	SH		DEFINED 5	
			-----	-----				
			147	6440				

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BECKMAN COULTER INC	COM	075811109	1708	20466	SH	DEFINED	5
			-----	-----			
			1708	20466			
BECTON DICKINSON & CO	COM	075887109	19134	222044	SH	DEFINED	5
			-----	-----			
			19134	222044			
BED BATH & BEYOND INC	COM	075896100	78	1332	SH	DEFINED	5
			-----	-----			
			78	1332			
BELDEN INC	COM	077454106	26	750	SH	DEFINED	5
			-----	-----			
			26	750			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
BEMIS INC	COM	081437105	176	5207	SH	DEFINED	5
			-----	-----			
			176	5207			
BENCHMARK ELECTRS INC	COM	08160H101	1126	68239	SH	DEFINED	5
			-----	-----			
			1126	68239			
BERKLEY W R CORP	COM	084423102	20	625	SH	DEFINED	5
			-----	-----			
			20	625			
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	42	SH	DEFINED	5
			-----	-----			
				42			
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	13348	172474	SH	DEFINED	5
			-----	-----			
			13348	172474			
BERKSHIRE HILLS BANCORP INC	COM	084680107	148	6590	SH	DEFINED	5
			-----	-----			
			148	6590			
BEST BUY INC	COM	086516101	1241	39509	SH	DEFINED	5
			-----	-----			
			1241	39509			

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BHP BILLITON LTD	SPONSORED ADR	088606108	3912	41344	SH	DEFINED	5
			-----	-----			
			3912	41344			
BIG LOTS INC	COM	089302103	70	2100	SH	DEFINED	5
			-----	-----			
			70	2100			
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G602	78	3709	SH	DEFINED	5
			-----	-----			
			78	3709			
BIO RAD LABS INC	CL A	090572207	875	7327	SH	DEFINED	5
			-----	-----			
			875	7327			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
BIOGEN IDEC INC	COM	09062X103	2321	21707	SH		DEFINED	5
			-----	-----				
			2321	21707				
BIOSCRIP INC	COM	09069N108	292	44986	SH		DEFINED	5
			-----	-----				
			292	44986				
BLACK DIAMOND INC	COM	09202G101	3	400	SH		DEFINED	5
			-----	-----				
			3	400				
BLACK HILLS CORP	COM	092113109	222	7383	SH		DEFINED	5
			-----	-----				
			222	7383				
BLACKROCK INVT QLTY MUN TR	COM	09247B109	12	1000	SH		DEFINED	5
			-----	-----				
			12	1000				
BLACKROCK NJ INVT QUALITY MU	COM	09247C107	37	3050	SH		DEFINED	5
			-----	-----				
			37	3050				
BLACKROCK INVT QUALITY MUN T	COM	09247D105	15	1071	SH		DEFINED	5
			-----	-----				
			15	1071				
BLACKROCK INCOME TR INC	COM	09247F100	34	4835	SH		DEFINED	5

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			-----	-----		
			34	4835		
BLACKROCK INC	COM	09247X101	4554	23740	SH	DEFINED 5
			-----	-----		
			4554	23740		
BLACKROCK INCOME OPP TRUST I	COM	092475102	39	4000	SH	DEFINED 5
			-----	-----		
			39	4000		
BLACKROCK MUNICIPL INC QLT	COM	092479104	13	923	SH	DEFINED 5
			-----	-----		
			13	923		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	227	14350	SH		DEFINED 5	
			-----	-----				
			227	14350				
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	19	1450	SH		DEFINED 5	
			-----	-----				
			19	1450				
BLACKROCK MUNIC INCM INVST T	SH BEN INT	09248H105	32	2402	SH		DEFINED 5	
			-----	-----				
			32	2402				
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	4	300	SH		DEFINED 5	
			-----	-----				
			4	300				
BLACKROCK MUNIC BD INVST TR	COM	09249K107	14	1000	SH		DEFINED 5	
			-----	-----				
			14	1000				
BLACKROCK MUNI INCOME TR II	COM	09249N101	21	1576	SH		DEFINED 5	
			-----	-----				
			21	1576				
BLACKROCK CREDIT ALL IN TR I	COM SHS	09249V103	3	250	SH		DEFINED 5	
			-----	-----				
			3	250				
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	37	2400	SH		DEFINED 5	
			-----	-----				

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				37	2400			
BLACKROCK STRAT EQUITY DIV T	COM	09249Y107		35	3300	SH	DEFINED	5
				-----	-----			
				35	3300			
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107		19	8816	SH	DEFINED	5
				-----	-----			
				19	8816			
BLACKROCK EQUITY DIV TRUST	COM	09250N107		39	3910	SH	DEFINED	5
				-----	-----			
				39	3910			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BLACKROCK ENERGY & RES TR	COM	09250U101	42	1450	SH		DEFINED	5
			-----	-----				
			42	1450				
BLACKROCK ENHANCED EQT DIV T	COM	09251A104	17	2012	SH		DEFINED	5
			-----	-----				
			17	2012				
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107	319	31630	SH		DEFINED	5
			-----	-----				
			319	31630				
BLACKROCK MUNIVEST FD INC	COM	09253R105	730	76439	SH		DEFINED	5
			-----	-----				
			730	76439				
BLACKROCK MUNIVEST FD II INC	COM	09253T101	4	300	SH		DEFINED	5
			-----	-----				
			4	300				
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	55	3300	SH		DEFINED	5
			-----	-----				
			55	3300				
BLACKROCK MUNI INTER DR FD I	COM	09253X102	57	4063	SH		DEFINED	5
			-----	-----				
			57	4063				
BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	67	6562	SH		DEFINED	5
			-----	-----				
			67	6562				

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BLACKROCK REAL ASSET EQUITY	COM	09254B109	142	9784	SH	DEFINED	5
			-----	-----			
			142	9784			
BLACKROCK MUNIYIELD QLTY FD	COM	09254E103	71	5632	SH	DEFINED	5
			-----	-----			
			71	5632			
BLACKROCK MUNIYIELD QUALITY	COM	09254F100	156	11552	SH	DEFINED	5
			-----	-----			
			156	11552			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BLACKROCK MUNIASSETS FD INC	COM	09254J102	8	663	SH		DEFINED	5
			-----	-----				
			8	663				
BLACKROCK MUNIHLDS INVSTM QL	COM	09254P108	9	650	SH		DEFINED	5
			-----	-----				
			9	650				
BLACKROCK MUNIYIELD INVST FD	COM	09254R104	13	1000	SH		DEFINED	5
			-----	-----				
			13	1000				
BLACKROCK MUNIYLD INVST QLTY	COM	09254T100	29	2300	SH		DEFINED	5
			-----	-----				
			29	2300				
BLACKROCK MUNIYLD MICH QLTY	COM	09254V105	89	6624	SH		DEFINED	5
			-----	-----				
			89	6624				
BLACKROCK MUNIYLD MICH QLTY	COM	09254W103	17	1375	SH		DEFINED	5
			-----	-----				
			17	1375				
BLACKROCK MUNIHLDS NJ QLTY	COM	09254X101	91	6615	SH		DEFINED	5
			-----	-----				
			91	6615				
BLACKROCK MUNIYIELD N J FD I	COM	09254Y109	48	3450	SH		DEFINED	5
			-----	-----				
			48	3450				

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BLACKROCK CORPOR HI YLD FD V	COM	09255N102	23	1851	SH	DEFINED	5
			-----	-----			
			23	1851			
BLACKROCK CORPOR HI YLD FD V	COM	09255P107	6	541	SH	DEFINED	5
			-----	-----			
			6	541			
BLACKROCK DEBT STRAT FD INC	COM	09255R103	9	2000	SH	DEFINED	5
			-----	-----			
			9	2000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK ENH CAP & INC FD I	COM	09256A109	6	403	SH	DEFINED	5	
			-----	-----				
			6	403				
BLOCK H & R INC	COM	093671105	57	3524	SH	DEFINED	5	
			-----	-----				
			57	3524				
BLUEGREEN CORP	COM	096231105	20	6900	SH	DEFINED	5	
			-----	-----				
			20	6900				
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	237	8144	SH	DEFINED	5	
			-----	-----				
			237	8144				
BOB EVANS FARMS INC	COM	096761101	317	9077	SH	DEFINED	5	
			-----	-----				
			317	9077				
BOEING CO	COM	097023105	12277	166062	SH	DEFINED	5	
			-----	-----				
			12277	166062				
BORGWARNER INC	COM	099724106	5698	70529	SH	DEFINED	5	
			-----	-----				
			5698	70529				
BOSTON PROPERTIES INC	COM	101121101	1692	15938	SH	DEFINED	5	
			-----	-----				
			1692	15938				
BOSTON SCIENTIFIC CORP	COM	101137107	34	4861	SH	DEFINED	5	

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			-----	-----		
			34	4861		
BOTTOMLINE TECH DEL INC	COM	101388106	1	38	SH	DEFINED 5
			-----	-----		
			1	38		
BRADY CORP	CL A	104674106	33	1034	SH	DEFINED 5
			-----	-----		
			33	1034		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	202	17440	SH	DEFINED 5	
			-----	-----			
			202	17440			
BRF-BRASIL FOODS S A	SPONSORED ADR	10552T107	1429	82481	SH	DEFINED 5	
			-----	-----			
			1429	82481			
BRIGGS & STRATTON CORP	COM	109043109	20	1015	SH	DEFINED 5	
			-----	-----			
			20	1015			
BRIGHAM EXPLORATION CO	COM	109178103	15	500	SH	DEFINED 5	
			-----	-----			
			15	500			
BRINKS CO	COM	109696104	11	358	SH	DEFINED 5	
			-----	-----			
			11	358			
BRISTOL MYERS SQUIBB CO	COM	110122108	21282	734892	SH	DEFINED 5	
			-----	-----			
			21282	734892			
BRISTOW GROUP INC	NOTE 3.000% 6	110394AC7	728	7000	SH	DEFINED 5	
			-----	-----			
			728	7000			
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	2981	33871	SH	DEFINED 5	
			-----	-----			
			2981	33871			
BROADCOM CORP	CL A	111320107	474	14080	SH	DEFINED 5	
			-----	-----			

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				474	14080		
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	1080	44864	SH	DEFINED	5
			-----	-----			
			1080	44864			
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	109	16819	SH	DEFINED	5
			-----	-----			
			109	16819			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	324	9776	SH		DEFINED	5
			-----	-----				
			324	9776				
BROOKFIELD OFFICE PPTYS INC	COM	112900105	3	133	SH		DEFINED	5
			-----	-----				
			3	133				
BROWN FORMAN CORP	CL B	115637209	2487	33296	SH		DEFINED	5
			-----	-----				
			2487	33296				
BRUNSWICK CORP	COM	117043109	899	44090	SH		DEFINED	5
			-----	-----				
			899	44090				
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	225	3483	SH		DEFINED	5
			-----	-----				
			225	3483				
BUFFALO WILD WINGS INC	COM	119848109	541	8160	SH		DEFINED	5
			-----	-----				
			541	8160				
CBIZ INC	COM	124805102	787	106925	SH		DEFINED	5
			-----	-----				
			787	106925				
CBL & ASSOC PPTYS INC	COM	124830100	19	1064	SH		DEFINED	5
			-----	-----				
			19	1064				
CBS CORP NEW	CL B	124857202	1320	46331	SH		DEFINED	5
			-----	-----				
			1320	46331				

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CB RICHARD ELLIS GROUP INC	CL A	12497T101	2970	118285	SH	DEFINED	5
			-----	-----			
			2970	118285			
CBOE HLDGS INC	COM	12503M108	1	30	SH	DEFINED	5
			-----	-----			
			1	30			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
CF INDS HLDGS INC	COM	125269100	794	5607	SH		DEFINED	5
			-----	-----				
			794	5607				
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	15249	193418	SH		DEFINED	5
			-----	-----				
			15249	193418				
CIGNA CORP	COM	125509109	6988	135874	SH		DEFINED	5
			-----	-----				
			6988	135874				
CIT GROUP INC	COM NEW	125581801	73	1642	SH		DEFINED	5
			-----	-----				
			73	1642				
CME GROUP INC	COM	12572Q105	2532	8685	SH		DEFINED	5
			-----	-----				
			2532	8685				
CMS ENERGY CORP	COM	125896100	183	9284	SH		DEFINED	5
			-----	-----				
			183	9284				
CNA FINL CORP	COM	126117100	6	221	SH		DEFINED	5
			-----	-----				
			6	221				
CNOOC LTD	SPONSORED ADR	126132109	1881	7972	SH		DEFINED	5
			-----	-----				
			1881	7972				
CP HOLDERS	DEP RCPTS CP	12616K106	39	300	SH		DEFINED	5
			-----	-----				
			39	300				

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CNO FINL GROUP INC	COM	12621E103	1801	227740	SH	DEFINED	5
			-----	-----			
			1801	227740			
CRH PLC	ADR	12626K203	1	30	SH	DEFINED	5
			-----	-----			
			1	30			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
CSX CORP	COM	126408103	12428	473984	SH		DEFINED	5
			-----	-----				
			12428	473984				
CTC MEDIA INC	COM	12642X106	10	483	SH		DEFINED	5
			-----	-----				
			10	483				
CVS CAREMARK CORPORATION	COM	126650100	21019	559309	SH		DEFINED	5
			-----	-----				
			21019	559309				
CA INC	COM	12673P105	209	9171	SH		DEFINED	5
			-----	-----				
			209	9171				
CABELAS INC	COM	126804301	1391	51247	SH		DEFINED	5
			-----	-----				
			1391	51247				
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	199	5501	SH		DEFINED	5
			-----	-----				
			199	5501				
CABOT CORP	COM	127055101	66	1664	SH		DEFINED	5
			-----	-----				
			66	1664				
CABOT MICROELECTRONICS CORP	COM	12709P103	155	3331	SH		DEFINED	5
			-----	-----				
			155	3331				
CABOT OIL & GAS CORP	COM	127097103	1923	29001	SH		DEFINED	5
			-----	-----				
			1923	29001				
CACI INTL INC	CL A	127190304	39	625	SH		DEFINED	5

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				-----	-----		
				39	625		
CADENCE DESIGN SYSTEM INC	COM	127387108		19	1824	SH	DEFINED 5
				-----	-----		
				19	1824		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	24	2503	SH		DEFINED 5	
			-----	-----				
			24	2503				
CALGON CARBON CORP	COM	129603106	1951	114785	SH		DEFINED 5	
			-----	-----				
			1951	114785				
CALIFORNIA WTR SVC GROUP	COM	130788102	245	13076	SH		DEFINED 5	
			-----	-----				
			245	13076				
CALLIDUS SOFTWARE INC	COM	13123E500	3	525	SH		DEFINED 5	
			-----	-----				
			3	525				
CALPINE CORP	COM NEW	131347304	47	2905	SH		DEFINED 5	
			-----	-----				
			47	2905				
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	839	39000	SH		DEFINED 5	
			-----	-----				
			839	39000				
CAMDEN PPTY TR	SH BEN INT	133131102	627	9860	SH		DEFINED 5	
			-----	-----				
			627	9860				
CAMECO CORP	COM	13321L108	11	400	SH		DEFINED 5	
			-----	-----				
			11	400				
CAMERON INTERNATIONAL CORP	COM	13342B105	140	2775	SH		DEFINED 5	
			-----	-----				
			140	2775				
CAMPBELL SOUP CO	COM	134429109	1196	34621	SH		DEFINED 5	
			-----	-----				

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			1196	34621		
CAMPUS CREST CMNTYS INC	COM	13466Y105	173	13397	SH	DEFINED 5
			-----	-----		
			173	13397		

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
CANADIAN NATL RY CO	COM	136375102	2640	33042	SH		DEFINED	5
			-----	-----				
			2640	33042				
CANADIAN NAT RES LTD	COM	136385101	179	4276	SH		DEFINED	5
			-----	-----				
			179	4276				
CANADIAN PAC RY LTD	COM	13645T100	2538	40726	SH		DEFINED	5
			-----	-----				
			2538	40726				
CANON INC	ADR	138006309	1166	24509	SH		DEFINED	5
			-----	-----				
			1166	24509				
CAPELLA EDUCATION COMPANY	COM	139594105	664	15870	SH		DEFINED	5
			-----	-----				
			664	15870				
CAPITAL ONE FINL CORP	COM	14040H105	800	15480	SH		DEFINED	5
			-----	-----				
			800	15480				
CAPSTEAD MTG CORP	PFD B CV \$1.26	14067E308	4	300	SH		DEFINED	5
			-----	-----				
			4	300				
CAPSTEAD MTG CORP	COM NO PAR	14067E506	20	1500	SH		DEFINED	5
			-----	-----				
			20	1500				
CARBO CERAMICS INC	COM	140781105	491	3013	SH		DEFINED	5
			-----	-----				
			491	3013				
CARDINAL HEALTH INC	COM	14149Y108	4284	94320	SH		DEFINED	5
			-----	-----				
			4284	94320				

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CARDTRONICS INC	COM	14161H108	543	23175	SH	DEFINED	5
			-----	-----			
			543	23175			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
CAREFUSION CORP	COM	14170T101	344	12662	SH		DEFINED	5
			-----	-----				
			344	12662				
CARLISLE COS INC	COM	142339100	48	967	SH		DEFINED	5
			-----	-----				
			48	967				
CARMAX INC	COM	143130102	39	1191	SH		DEFINED	5
			-----	-----				
			39	1191				
CARNIVAL PLC	ADR	14365C103	261	6729	SH		DEFINED	5
			-----	-----				
			261	6729				
CARNIVAL CORP	PAIRED CTF	143658300	527	13992	SH		DEFINED	5
			-----	-----				
			527	13992				
CARRIAGE SVCS INC	COM	143905107	240	42340	SH		DEFINED	5
			-----	-----				
			240	42340				
CARPENTER TECHNOLOGY CORP	COM	144285103	459	7958	SH		DEFINED	5
			-----	-----				
			459	7958				
CASH AMER INTL INC	COM	14754D100	618	10685	SH		DEFINED	5
			-----	-----				
			618	10685				
CASS INFORMATION SYS INC	COM	14808P109	84	2237	SH		DEFINED	5
			-----	-----				
			84	2237				
CATERPILLAR INC DEL	COM	149123101	18920	177722	SH		DEFINED	5
			-----	-----				
			18920	177722				

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CEDAR FAIR L P	DEPOSITRY UNIT	150185106	447	22180	SH	DEFINED	5
			-----	-----			
			447	22180			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
CEDAR SHOPPING CTRS INC	COM NEW	150602209	156	30321	SH		DEFINED	5
			-----	-----				
			156	30321				
CELANESE CORP DEL	COM SER A	150870103	129	2419	SH		DEFINED	5
			-----	-----				
			129	2419				
CELL THERAPEUTICS INC	COM NO PAR NEW	150934602	7	4363	SH		DEFINED	5
			-----	-----				
			7	4363				
CELGENE CORP	COM	151020104	14470	239886	SH		DEFINED	5
			-----	-----				
			14470	239886				
CELGENE CORP	RIGHT 12/31/20	151020112	0	52	SH		DEFINED	5
			-----	-----				
				52				
CEMEX SAB DE CV	SPON ADR NEW	151290889	35	4073	SH		DEFINED	5
			-----	-----				
			35	4073				
CENOVUS ENERGY INC	COM	15135U109	120	3194	SH		DEFINED	5
			-----	-----				
			120	3194				
CENTERPOINT ENERGY INC	COM	15189T107	221	11435	SH		DEFINED	5
			-----	-----				
			221	11435				
CENTRAL EUROPEAN DIST CORP	COM	153435102	2	198	SH		DEFINED	5
			-----	-----				
			2	198				
CENTRAL FD CDA LTD	CL A	153501101	37	1800	SH		DEFINED	5
			-----	-----				
			37	1800				
CEPHEID	COM	15670R107	320	9238	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CENTURYLINK INC	COM	156700106	14751	364859	SH		DEFINED	5
			14751	364859				
CEPHALON INC	COM	156708109	20	247	SH		DEFINED	5
			20	247				
CERADYNE INC	COM	156710105	12	302	SH		DEFINED	5
			12	302				
CERNER CORP	COM	156782104	4018	65756	SH		DEFINED	5
			4018	65756				
CERUS CORP	COM	157085101	30	10000	SH		DEFINED	5
			30	10000				
CHARLES & COLVARD LTD	COM	159765106	2	850	SH		DEFINED	5
			2	850				
CHARLES RIV LABS INTL INC	NOTE 2.250% 6	159864AB3	734	7000	SH		DEFINED	5
			734	7000				
CHART INDS INC	COM PAR \$0.01	16115Q308	2493	46189	SH		DEFINED	5
			2493	46189				
CHEESECAKE FACTORY INC	COM	163072101	176	5610	SH		DEFINED	5
			176	5610				
CHEMED CORP NEW	NOTE 1.875% 5	16359RAC7	721	7000	SH		DEFINED	5
			721	7000				
CHEMED CORP NEW	COM	16359R103	677	10335	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
CHEMICAL FINL CORP	COM	163731102	169	8984	SH		DEFINED	5
			169	8984				
CHEROKEE INC DEL NEW	COM	16444H102	36	2121	SH		DEFINED	5
			36	2121				
CHESAPEAKE ENERGY CORP	NOTE 2.750%11	165167BW6	602	7000	SH		DEFINED	5
			602	7000				
CHESAPEAKE ENERGY CORP	COM	165167107	1662	55966	SH		DEFINED	5
			1662	55966				
CHESAPEAKE MIDSTREAM PARTNER	UNIT	16524K108	57	2000	SH		DEFINED	5
			57	2000				
CHESAPEAKE UTILS CORP	COM	165303108	16	405	SH		DEFINED	5
			16	405				
CHEVRON CORP NEW	COM	166764100	120380	1170558	SH		DEFINED	5
			120380	1170558				
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	156	4000	SH		DEFINED	5
			156	4000				
CHICOS FAS INC	COM	168615102	370	24300	SH		DEFINED	5
			370	24300				
CHIMERA INVT CORP	COM	16934Q109	694	200584	SH		DEFINED	5
			694	200584				
CHINA FD INC	COM	169373107	272	8713	SH		DEFINED	5
			272	8713				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	92	1958	SH		DEFINED	5
			92	1958				
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1576	15538	SH		DEFINED	5
			1576	15538				
CHINACAST EDU CORP	COM	16946T109	167	32226	SH		DEFINED	5
			167	32226				
CHIPOTLE MEXICAN GRILL INC	COM	169656105	814	2641	SH		DEFINED	5
			814	2641				
CHIQUITA BRANDS INTL INC	NOTE 4.250% 8	170032AT3	389	4000	SH		DEFINED	5
			389	4000				
CHIQUITA BRANDS INTL INC	COM	170032809	146	11200	SH		DEFINED	5
			146	11200				
CHUBB CORP	COM	171232101	17239	275339	SH		DEFINED	5
			17239	275339				
CHURCH & DWIGHT INC	COM	171340102	133	3280	SH		DEFINED	5
			133	3280				
CIMAREX ENERGY CO	COM	171798101	1848	20554	SH		DEFINED	5
			1848	20554				
CINCINNATI BELL INC NEW	COM	171871106	178	53500	SH		DEFINED	5
			178	53500				
CINCINNATI FINL CORP	COM	172062101	31063	1064515	SH		DEFINED	5
			31063	1064515				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CISCO SYS INC	COM	17275R102	27151	1739327	SH		DEFINED	5
			27151	1739327				
CINTAS CORP	COM	172908105	1491	45151	SH		DEFINED	5
			1491	45151				
CITIGROUP INC	COM NEW	172967424	12611	302860	SH		DEFINED	5
			12611	302860				
CITIGROUP FDG INC	C TRAC ETN0%20	17316G727	382	13962	SH		DEFINED	5
			382	13962				
CITIZENS REPUBLIC BANCORP IN	COM	174420109	71	102529	SH		DEFINED	5
			71	102529				
CITIZENS INC	CL A	174740100	0	67	SH		DEFINED	5
				67				
CITRIX SYS INC	COM	177376100	3758	46972	SH		DEFINED	5
			3758	46972				
CLARCOR INC	COM	179895107	5	100	SH		DEFINED	5
			5	100				
CLAYMORE EXCHANGE TRD FD TR	GUGG BRIC ETF	18383M100	449	9820	SH		DEFINED	5
			449	9820				
CLAYMORE EXCHANGE TRD FD TR	GUG MULTI ASSE	18383M506	17	800	SH		DEFINED	5
			17	800				
CLAYMORE EXCHANGE TRD FD TR	GUGG S&P GBL W	18383Q507	11	500	SH		DEFINED	5
			11	500				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CLAYMORE EXCHANGE TRD FD TR	GUGG CA ENRG I	18383Q606	10	500	SH		DEFINED	5
			10	500				
CLAYMORE EXCHANGE TRD FD TR	GUGG FRNTR MKT	18383Q838	1904	81238	SH		DEFINED	5
			1904	81238				
CLAYMORE EXCHANGE TRD FD TR	GUGG TIMBER ET	18383Q879	4	200	SH		DEFINED	5
			4	200				
CLEAN HARBORS INC	COM	184496107	148	1433	SH		DEFINED	5
			148	1433				
CLEAN ENERGY FUELS CORP	COM	184499101	1	100	SH		DEFINED	5
			1	100				
CLIFFS NATURAL RESOURCES INC	COM	18683K101	3269	35363	SH		DEFINED	5
			3269	35363				
CLOROX CO DEL	COM	189054109	874	12966	SH		DEFINED	5
			874	12966				
COACH INC	COM	189754104	774	12101	SH		DEFINED	5
			774	12101				
COBIZ FINANCIAL INC	COM	190897108	7	1000	SH		DEFINED	5
			7	1000				
COCA COLA BOTTLING CO CONS	COM	191098102	135	2000	SH		DEFINED	5
			135	2000				
COCA COLA CO	COM	191216100	81170	1206271	SH		DEFINED	5
			81170	1206271				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
COCA COLA ENTERPRISES INC NE	COM	19122T109	834	28587	SH		DEFINED	5
			834	28587				
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	1193	12822	SH		DEFINED	5
			1193	12822				
COEUR D ALENE MINES CORP IDA	COM NEW	192108504	503	20715	SH		DEFINED	5
			503	20715				
COGENT COMM GROUP INC	COM NEW	19239V302	500	29379	SH		DEFINED	5
			500	29379				
COGNEX CORP	COM	192422103	18	500	SH		DEFINED	5
			18	500				
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	3898	53143	SH		DEFINED	5
			3898	53143				
COHEN & STEERS TOTAL RETURN	COM	19247R103	14	1040	SH		DEFINED	5
			14	1040				
COHEN & STEERS REIT & PFD IN	COM	19247X100	8	500	SH		DEFINED	5
			8	500				
COHEN & STEERS INFRASTRUCTUR	COM	19248A109	26	1470	SH		DEFINED	5
			26	1470				
COLFAX CORP	COM	194014106	419	16907	SH		DEFINED	5
			419	16907				
COLGATE PALMOLIVE CO	COM	194162103	20817	238153	SH		DEFINED	5
			20817	238153				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
COLLECTORS UNIVERSE INC	COM NEW	19421R200	4	300	SH		DEFINED	5
			4	300				
COMCAST CORP NEW	CL A	20030N101	9206	363279	SH		DEFINED	5
			9206	363279				
COMCAST CORP NEW	CL A SPL	20030N200	152	6286	SH		DEFINED	5
			152	6286				
COMERICA INC	COM	200340107	2163	62579	SH		DEFINED	5
			2163	62579				
COMMERCE BANCSHARES INC	COM	200525103	4117	95753	SH		DEFINED	5
			4117	95753				
COMMERCIAL VEH GROUP INC	COM	202608105	7	500	SH		DEFINED	5
			7	500				
COMMONWEALTH REIT	COM SH BEN INT	203233101	2	62	SH		DEFINED	5
			2	62				
COMMVAULT SYSTEMS INC	COM	204166102	551	12407	SH		DEFINED	5
			551	12407				
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	100	2970	SH		DEFINED	5
			100	2970				
COMPASS MINERALS INTL INC	COM	20451N101	8	89	SH		DEFINED	5
			8	89				
COMPUTER SCIENCES CORP	COM	205363104	161	4247	SH		DEFINED	5
			161	4247				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
COMPUWARE CORP	COM	205638109	1	147	SH		DEFINED	5
			1	147				
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	151	5368	SH		DEFINED	5
			151	5368				
CONAGRA FOODS INC	COM	205887102	1489	57695	SH		DEFINED	5
			1489	57695				
CONCHO RES INC	COM	20605P101	2196	23911	SH		DEFINED	5
			2196	23911				
CONCUR TECHNOLOGIES INC	COM	206708109	68	1352	SH		DEFINED	5
			68	1352				
CONMED CORP	NOTE 2.500%11	207410AD3	704	7000	SH		DEFINED	5
			704	7000				
CONOCOPHILLIPS	COM	20825C104	65501	871133	SH		DEFINED	5
			65501	871133				
CONSOL ENERGY INC	COM	20854P109	160	3294	SH		DEFINED	5
			160	3294				
CONSOLIDATED EDISON INC	COM	209115104	3210	60300	SH		DEFINED	5
			3210	60300				
CONSOLIDATED GRAPHICS INC	COM	209341106	193	3508	SH		DEFINED	5
			193	3508				
CONSTANT CONTACT INC	COM	210313102	373	14685	SH		DEFINED	5
			373	14685				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CONSTELLATION BRANDS INC	CL A	21036P108	2853	137022	SH		DEFINED	5
			2853	137022				
CONSTELLATION ENERGY GROUP I	COM	210371100	177	4669	SH		DEFINED	5
			177	4669				
CONTANGO OIL & GAS COMPANY	COM NEW	21075N204	67	1150	SH		DEFINED	5
			67	1150				
CONTINENTAL RESOURCES INC	COM	212015101	19	300	SH		DEFINED	5
			19	300				
CONVERGYS CORP	COM	212485106	92	6712	SH		DEFINED	5
			92	6712				
COOPER COS INC	COM NEW	216648402	3445	43478	SH		DEFINED	5
			3445	43478				
COOPER TIRE & RUBR CO	COM	216831107	106	5346	SH		DEFINED	5
			106	5346				
COPANO ENERGY L L C	COM UNITS	217202100	23	667	SH		DEFINED	5
			23	667				
CORN PRODS INTL INC	COM	219023108	467	8454	SH		DEFINED	5
			467	8454				
CORNING INC	COM	219350105	4941	272232	SH		DEFINED	5
			4941	272232				
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	47	1500	SH		DEFINED	5
			47	1500				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	906	41844	SH		DEFINED	5
			906	41844				
CORVEL CORP	COM	221006109	7	150	SH		DEFINED	5
			7	150				
COSTCO WHSL CORP NEW	COM	22160K105	9143	112537	SH		DEFINED	5
			9143	112537				
COSTAR GROUP INC	COM	22160N109	87	1465	SH		DEFINED	5
			87	1465				
COURIER CORP	COM	222660102	2	225	SH		DEFINED	5
			2	225				
COVANCE INC	COM	222816100	1239	20867	SH		DEFINED	5
			1239	20867				
COVANTA HLDG CORP	COM	22282E102	1	40	SH		DEFINED	5
			1	40				
COVENTRY HEALTH CARE INC	COM	222862104	4	101	SH		DEFINED	5
			4	101				
CRACKER BARREL OLD CTRY STOR	COM	22410J106	8	154	SH		DEFINED	5
			8	154				
CRANE CO	COM	224399105	22	453	SH		DEFINED	5
			22	453				
CREDIT SUISSE ASSET MGMT INC	COM	224916106	45	11711	SH		DEFINED	5
			45	11711				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	13	325	SH		DEFINED	5
			13	325				
CREDIT SUISSE NASSAU BRH	ETN LKD 30MLP	22542D852	115	4700	SH		DEFINED	5
			115	4700				
CREDIT SUISSE HIGH YLD BND F	SH BEN INT	22544F103	9	2906	SH		DEFINED	5
			9	2906				
CREE INC	COM	225447101	47	1388	SH		DEFINED	5
			47	1388				
CROCS INC	COM	227046109	39	1500	SH		DEFINED	5
			39	1500				
CROSS TIMBERS RTY TR	TR UNIT	22757R109	313	7000	SH		DEFINED	5
			313	7000				
CROWN CASTLE INTL CORP	COM	228227104	97	2370	SH		DEFINED	5
			97	2370				
CROWN HOLDINGS INC	COM	228368106	61	1563	SH		DEFINED	5
			61	1563				
CUBIST PHARMACEUTICALS INC	NOTE 2.500%11	229678AD9	1253	9000	SH		DEFINED	5
			1253	9000				
CULLEN FROST BANKERS INC	COM	229899109	2636	46360	SH		DEFINED	5
			2636	46360				
CUMMINS INC	COM	231021106	6132	59256	SH		DEFINED	5
			6132	59256				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
CURRENCYSHARES AUSTRALIAN DL	AUSTRALIAN DOL	23129U101	16	150	SH		DEFINED	5
			16	150				
CURRENCYSHARES SWISS FRANC T	SWISS FRANC SH	23129V109	135	1147	SH		DEFINED	5
			135	1147				
CURRENCYSHS JAPANESE YEN TR	JAPANESE YEN	23130A102	26	215	SH		DEFINED	5
			26	215				
CURRENCYSHARES EURO TR	EURO SHS	23130C108	14	100	SH		DEFINED	5
			14	100				
CYMER INC	COM	232572107	5	100	SH		DEFINED	5
			5	100				
CYTORI THERAPEUTICS INC	COM	23283K105	13	2800	SH		DEFINED	5
			13	2800				
DNP SELECT INCOME FD	COM	23325P104	466	46553	SH		DEFINED	5
			466	46553				
DPL INC	COM	233293109	2539	84187	SH		DEFINED	5
			2539	84187				
D R HORTON INC	COM	23331A109	1204	104498	SH		DEFINED	5
			1204	104498				
DTE ENERGY CO	COM	233331107	590	11802	SH		DEFINED	5
			590	11802				
DWS HIGH INCOME TR	SHS NEW	23337C208	16	1495	SH		DEFINED	5
			16	1495				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DWS MUN INCOME TR	COM	23338M106	65	5425	SH		DEFINED	5
			65	5425				
DWS STRATEGIC INCOME TR	SHS	23338N104	23	1672	SH		DEFINED	5
			23	1672				
DWS GLOBAL HIGH INCOME FD	COM	23338W104	18	2299	SH		DEFINED	5
			18	2299				
DANA HLDG CORP	COM	235825205	38	2100	SH		DEFINED	5
			38	2100				
DANAHER CORP DEL	NOTE	1 235851AF9	923	6000	SH		DEFINED	5
			923	6000				
DANAHER CORP DEL	COM	235851102	9379	177002	SH		DEFINED	5
			9379	177002				
DARDEN RESTAURANTS INC	COM	237194105	1923	38647	SH		DEFINED	5
			1923	38647				
DAVITA INC	COM	23918K108	194	2244	SH		DEFINED	5
			194	2244				
DEALERTRACK HLDGS INC	COM	242309102	104	4510	SH		DEFINED	5
			104	4510				
DEAN FOODS CO NEW	COM	242370104	2	123	SH		DEFINED	5
			2	123				
DECKERS OUTDOOR CORP	COM	243537107	415	4703	SH		DEFINED	5
			415	4703				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DEERE & CO	COM	244199105	21774	264087	SH		DEFINED	5
			21774	264087				
DELAWARE INVT NAT MUNI INC F	SH BEN INT	24610T108	21	1642	SH		DEFINED	5
			21	1642				
DELL INC	COM	24702R101	284	17055	SH		DEFINED	5
			284	17055				
DELTA AIR LINES INC DEL	COM NEW	247361702	19	2032	SH		DEFINED	5
			19	2032				
DENBURY RES INC	COM NEW	247916208	45	2230	SH		DEFINED	5
			45	2230				
DELUXE CORP	COM	248019101	826	33441	SH		DEFINED	5
			826	33441				
DENDREON CORP	COM	24823Q107	2	39	SH		DEFINED	5
			2	39				
DENTSPLY INTL INC NEW	COM	249030107	1161	30499	SH		DEFINED	5
			1161	30499				
DESARROLLADORA HOMEX S A DE	SPONSORED ADR	25030W100	11	420	SH		DEFINED	5
			11	420				
DEUTSCHE BK AG LDN BRH	PS AGRI LG ETN	25154H533	9	450	SH		DEFINED	5
			9	450				
DEUTSCHE BK AG LDN BRH	PS AGRI DL ETN	25154H558	162	13400	SH		DEFINED	5
			162	13400				

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DEVON ENERGY CORP NEW	COM	25179M103	698	8852	SH		DEFINED	5
			698	8852				
DEVRY INC DEL	COM	251893103	361	6111	SH		DEFINED	5
			361	6111				
DEXCOM INC	COM	252131107	1	82	SH		DEFINED	5
			1	82				
DIAGEO P L C	SPON ADR NEW	25243Q205	2241	27375	SH		DEFINED	5
			2241	27375				
DIAMOND FOODS INC	COM	252603105	472	6186	SH		DEFINED	5
			472	6186				
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	2426	34449	SH		DEFINED	5
			2426	34449				
DIAMONDROCK HOSPITALITY CO	COM	252784301	18	1638	SH		DEFINED	5
			18	1638				
DICKS SPORTING GOODS INC	COM	253393102	104	2699	SH		DEFINED	5
			104	2699				
DIEBOLD INC	COM	253651103	78	2512	SH		DEFINED	5
			78	2512				
DIGI INTL INC	COM	253798102	136	10465	SH		DEFINED	5
			136	10465				
DIGITAL RLTY TR INC	COM	253868103	619	10015	SH		DEFINED	5
			619	10015				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DIGITAL RIV INC	COM	25388B104	5	155	SH		DEFINED	5
			5	155				
DIME CMNTY BANCSHARES	COM	253922108	178	12256	SH		DEFINED	5
			178	12256				
DILLARDS INC	CL A	254067101	100	1918	SH		DEFINED	5
			100	1918				
DISNEY WALT CO	COM DISNEY	254687106	29634	759065	SH		DEFINED	5
			29634	759065				
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	29	713	SH		DEFINED	5
			29	713				
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	46	1246	SH		DEFINED	5
			46	1246				
DISH NETWORK CORP	CL A	25470M109	23	750	SH		DEFINED	5
			23	750				
DISCOVER FINL SVCS	COM	254709108	8199	306490	SH		DEFINED	5
			8199	306490				
DIRECTV	COM CL A	25490A101	583	11468	SH		DEFINED	5
			583	11468				
DR REDDYS LABS LTD	ADR	256135203	2	55	SH		DEFINED	5
			2	55				
DOLBY LABORATORIES INC	COM	25659T107	87	2055	SH		DEFINED	5
			87	2055				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DOLLAR TREE INC	COM	256746108	2039	30612	SH		DEFINED	5
			2039	30612				
DOMINION RES INC VA NEW	COM	25746U109	13205	273575	SH		DEFINED	5
			13205	273575				
DONALDSON INC	COM	257651109	619	10200	SH		DEFINED	5
			619	10200				
DONNELLEY R R & SONS CO	COM	257867101	148	7531	SH		DEFINED	5
			148	7531				
DOUGLAS EMMETT INC	COM	25960P109	476	23923	SH		DEFINED	5
			476	23923				
DOVER CORP	COM	260003108	2938	43332	SH		DEFINED	5
			2938	43332				
DOW CHEM CO	COM	260543103	8800	244439	SH		DEFINED	5
			8800	244439				
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	277	6597	SH		DEFINED	5
			277	6597				
DREAMWORKS ANIMATION SKG INC	CL A	26153C103	1	45	SH		DEFINED	5
			1	45				
DRESSER-RAND GROUP INC	COM	261608103	567	10558	SH		DEFINED	5
			567	10558				
DREYFUS STRATEGIC MUNS INC	COM	261932107	65	7929	SH		DEFINED	5
			65	7929				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
DU PONT E I DE NEMOURS & CO	COM	263534109	47040	870305	SH	DEFINED	5
			47040	870305			
DUKE ENERGY CORP NEW	COM	26441C105	31295	1661993	SH	DEFINED	5
			31295	1661993			
DUKE REALTY CORP	COM NEW	264411505	260	18531	SH	DEFINED	5
			260	18531			
DUN & BRADSTREET CORP DEL NE	COM	26483E100	65	858	SH	DEFINED	5
			65	858			
DUOYUAN GLOBAL WTR INC	SPONSORED ADR	266043108	0	70	SH	DEFINED	5
				70			
DYNASIL CORP AMER	COM	268102100	0	100	SH	DEFINED	5
				100			
DYNEX CAP INC	COM NEW	26817Q506	29	3000	SH	DEFINED	5
			29	3000			
E M C CORP MASS	COM	268648102	40265	1461506	SH	DEFINED	5
			40265	1461506			
ENI S P A	SPONSORED ADR	26874R108	26	552	SH	DEFINED	5
			26	552			
EOG RES INC	COM	26875P101	2088	19970	SH	DEFINED	5
			2088	19970			
EQT CORP	COM	26884L109	118	2247	SH	DEFINED	5
			118	2247			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
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E TRADE FINANCIAL CORP	COM NEW	269246401	3	194	SH	DEFINED	5
			3	194			
EAGLE CAP GROWTH FD INC	COM	269451100	4	619	SH	DEFINED	5
			4	619			
EARTHLINK INC	COM	270321102	15	2000	SH	DEFINED	5
			15	2000			
EAST WEST BANCORP INC	COM	27579R104	7980	394831	SH	DEFINED	5
			7980	394831			
EASTGROUP PPTY INC	COM	277276101	447	10514	SH	DEFINED	5
			447	10514			
EASTMAN CHEM CO	COM	277432100	2006	19656	SH	DEFINED	5
			2006	19656			
EASTMAN KODAK CO	COM	277461109	1	230	SH	DEFINED	5
			1	230			
EASYLINK SERVICES INTL CORP	CL A	277858106	152	26000	SH	DEFINED	5
			152	26000			
EATON CORP	COM	278058102	4688	91118	SH	DEFINED	5
			4688	91118			
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	26	2000	SH	DEFINED	5
			26	2000			
EATON VANCE MUNI INCOME TRUS	SH BEN INT	27826U108	13	1076	SH	DEFINED	5
			13	1076			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
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EATON VANCE CORP	COM NON VTG	278265103	1600	52928	SH	DEFINED	5
			-----	-----			
			1600	52928			
EATON VANCE MUN BD FD	COM	27827X101	70	5653	SH	DEFINED	5
			-----	-----			
			70	5653			
EATON VANCE ENH EQTY INC FD	COM	278277108	71	6000	SH	DEFINED	5
			-----	-----			
			71	6000			
EATON VANCE TAX ADVT DIV INC	COM	27828G107	103	5944	SH	DEFINED	5
			-----	-----			
			103	5944			
EATON VANCE LTD DUR INCOME F	COM	27828H105	65	3957	SH	DEFINED	5
			-----	-----			
			65	3957			
EATON VANCE TX MGD DIV EQ IN	COM	27828N102	306	28030	SH	DEFINED	5
			-----	-----			
			306	28030			
EATON VANCE SR FLTNG RTE TR	COM	27828Q105	18	1100	SH	DEFINED	5
			-----	-----			
			18	1100			
EATON VANCE TX MNG BY WRT OP	COM	27828Y108	10	775	SH	DEFINED	5
			-----	-----			
			10	775			
EATON VANCE TXMGD GL BUYWR O	COM	27829C105	752	62012	SH	DEFINED	5
			-----	-----			
			752	62012			
EATON VANCE TAX MNG GBL DV E	COM	27829F108	353	33669	SH	DEFINED	5
			-----	-----			
			353	33669			
EATON VANCE RISK MNGD DIV EQ	COM	27829G106	38	2988	SH	DEFINED	5
			-----	-----			
			38	2988			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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EATON VANCE NATL MUN OPPORT	COM SHS	27829L105	6	300	SH	DEFINED	5
			-----	-----			
			6	300			
EBAY INC	COM	278642103	767	23782	SH	DEFINED	5
			-----	-----			
			767	23782			
EBIX INC	COM NEW	278715206	100	5256	SH	DEFINED	5
			-----	-----			
			100	5256			
ECHELON CORP	COM	27874N105	78	8600	SH	DEFINED	5
			-----	-----			
			78	8600			
ECHO GLOBAL LOGISTICS INC	COM	27875T101	91	5142	SH	DEFINED	5
			-----	-----			
			91	5142			
ECHOSTAR CORP	CL A	278768106	5	150	SH	DEFINED	5
			-----	-----			
			5	150			
ECOLAB INC	COM	278865100	22517	399386	SH	DEFINED	5
			-----	-----			
			22517	399386			
EDISON INTL	COM	281020107	3855	99478	SH	DEFINED	5
			-----	-----			
			3855	99478			
EDUCATION RLTY TR INC	COM	28140H104	6	711	SH	DEFINED	5
			-----	-----			
			6	711			
EDWARDS LIFESCIENCES CORP	COM	28176E108	1835	21045	SH	DEFINED	5
			-----	-----			
			1835	21045			
EL PASO CORP	COM	28336L109	162	8040	SH	DEFINED	5
			-----	-----			
			162	8040			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ELAN PLC	ADR	284131208	7	633	SH		DEFINED	5

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				7	633		
ELDORADO GOLD CORP NEW	COM	284902103	12	790	SH	DEFINED	5
			12	790			
ELECTRONIC ARTS INC	COM	285512109	705	29876	SH	DEFINED	5
			705	29876			
EMCOR GROUP INC	COM	29084Q100	29	988	SH	DEFINED	5
			29	988			
EMERSON ELEC CO	COM	291011104	84280	1498300	SH	DEFINED	5
			84280	1498300			
EMPIRE DIST ELEC CO	COM	291641108	13	674	SH	DEFINED	5
			13	674			
ENBRIDGE INC	COM	29250N105	1530	47124	SH	DEFINED	5
			1530	47124			
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	66	2200	SH	DEFINED	5
			66	2200			
ENCANA CORP	COM	292505104	467	15160	SH	DEFINED	5
			467	15160			
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	944	23512	SH	DEFINED	5
			944	23512			
ENERGEN CORP	COM	29265N108	161	2850	SH	DEFINED	5
			161	2850			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ENERGIZER HLDGS INC	COM	29266R108	3349	46278	SH		DEFINED	5

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			3349	46278		
ENDOLOGIX INC	COM	29266S106	411	44155	SH	DEFINED 5
			-----	-----		
			411	44155		
ENERGY INCOME & GROWTH FD	COM	292697109	31	1060	SH	DEFINED 5
			-----	-----		
			31	1060		
ENERGY TRANSFER PRTRNS L P	UNIT LTD PARTN	29273R109	654	13387	SH	DEFINED 5
			-----	-----		
			654	13387		
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	7	150	SH	DEFINED 5
			-----	-----		
			7	150		
ENERSYS	COM	29275Y102	240	6969	SH	DEFINED 5
			-----	-----		
			240	6969		
ENERNOC INC	COM	292764107	37	2362	SH	DEFINED 5
			-----	-----		
			37	2362		
ENERPLUS CORP	COM	292766102	436	13783	SH	DEFINED 5
			-----	-----		
			436	13783		
ENPRO INDS INC	COM	29355X107	22	454	SH	DEFINED 5
			-----	-----		
			22	454		
ENSCO PLC	SPONSORED ADR	29358Q109	4096	76855	SH	DEFINED 5
			-----	-----		
			4096	76855		
ENTEGRIS INC	COM	29362U104	201	19829	SH	DEFINED 5
			-----	-----		
			201	19829		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
ENTERCOM COMMUNICATIONS CORP	CL A	293639100	18	2078	SH		DEFINED 5	MA
			-----	-----				
			18	2078				

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ENERGY CORP NEW	COM	29364G103	406	5952	SH	DEFINED	5
			-----	-----			
			406	5952			
ENTERPRISE PRODS PARTNERS L	COM	293792107	1435	33219	SH	DEFINED	5
			-----	-----			
			1435	33219			
ENTERTAINMENT PPTYS TR	COM SH BEN INT	29380T105	855	18314	SH	DEFINED	5
			-----	-----			
			855	18314			
ENTROPIC COMMUNICATIONS INC	COM	29384R105	439	49424	SH	DEFINED	5
			-----	-----			
			439	49424			
ENVESTNET INC	COM	29404K106	407	27387	SH	DEFINED	5
			-----	-----			
			407	27387			
EQUIFAX INC	COM	294429105	666	19182	SH	DEFINED	5
			-----	-----			
			666	19182			
EQUINIX INC	NOTE 3.000%10	29444UAG1	893	8000	SH	DEFINED	5
			-----	-----			
			893	8000			
EQUINIX INC	COM NEW	29444U502	164	1628	SH	DEFINED	5
			-----	-----			
			164	1628			
EQUITY RESIDENTIAL	SH BEN INT	29476L107	4009	66818	SH	DEFINED	5
			-----	-----			
			4009	66818			
ERICSSON L M TEL CO	ADR B SEK 10	294821608	1	66	SH	DEFINED	5
			-----	-----			
			1	66			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ERIE INDY CO	CL A	29530P102	21	303	SH	DEFINED	5	
			-----	-----				
			21	303				

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ESCALADE INC	COM	296056104	21	3450	SH	DEFINED	5
			-----	-----			
			21	3450			
ESSEX PPTY TR INC	COM	297178105	452	3344	SH	DEFINED	5
			-----	-----			
			452	3344			
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	14	190	SH	DEFINED	5
			-----	-----			
			14	190			
EVERCORE PARTNERS INC	CLASS A	29977A105	339	10162	SH	DEFINED	5
			-----	-----			
			339	10162			
EXAMWORKS GROUP INC	COM	30066A105	390	15344	SH	DEFINED	5
			-----	-----			
			390	15344			
EXELON CORP	COM	30161N101	909	21220	SH	DEFINED	5
			-----	-----			
			909	21220			
EXPEDIA INC DEL	COM	30212P105	51	1758	SH	DEFINED	5
			-----	-----			
			51	1758			
EXPEDITORS INTL WASH INC	COM	302130109	194	3799	SH	DEFINED	5
			-----	-----			
			194	3799			
EXPRESS SCRIPTS INC	COM	302182100	2928	54243	SH	DEFINED	5
			-----	-----			
			2928	54243			
EXXON MOBIL CORP	COM	30231G102	298497	3667942	SH	DEFINED	5
			-----	-----			
			298497	3667942			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
FEI CO	COM	30241L109	102	2676	SH		DEFINED	5
			-----	-----				
			102	2676				
FLIR SYS INC	COM	302445101	54	1607	SH		DEFINED	5

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			54	1607		
FBR & CO	COM	30247C301	1	302	SH	DEFINED 5
			1	302		
FMC TECHNOLOGIES INC	COM	30249U101	750	16747	SH	DEFINED 5
			750	16747		
F M C CORP	COM NEW	302491303	2835	32957	SH	DEFINED 5
			2835	32957		
FNB CORP PA	COM	302520101	425	41094	SH	DEFINED 5
			425	41094		
FACTSET RESH SYS INC	COM	303075105	2977	29096	SH	DEFINED 5
			2977	29096		
FAIR ISAAC CORP	COM	303250104	9	305	SH	DEFINED 5
			9	305		
FAMILY DLR STORES INC	COM	307000109	1046	19895	SH	DEFINED 5
			1046	19895		
FARO TECHNOLOGIES INC	COM	311642102	103	2351	SH	DEFINED 5
			103	2351		
FASTENAL CO	COM	311900104	5613	155967	SH	DEFINED 5
			5613	155967		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	494	5796	SH		DEFINED 5	
			494	5796				
FEDERAL SIGNAL CORP	COM	313855108	378	57655	SH		DEFINED 5	

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			378	57655		
FEDERATED INVS INC PA	CL B	314211103	18	751	SH	DEFINED 5
			-----	-----		
			18	751		
FEDEX CORP	COM	31428X106	12752	134440	SH	DEFINED 5
			-----	-----		
			12752	134440		
FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	271	12022	SH	DEFINED 5
			-----	-----		
			271	12022		
F5 NETWORKS INC	COM	315616102	971	8811	SH	DEFINED 5
			-----	-----		
			971	8811		
FIBRIA CELULOSE S A	SP ADR REP COM	31573A109	1	107	SH	DEFINED 5
			-----	-----		
			1	107		
FIDELITY NATL INFORMATION SV	COM	31620M106	524	17003	SH	DEFINED 5
			-----	-----		
			524	17003		
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	9	586	SH	DEFINED 5
			-----	-----		
			9	586		
FIFTH THIRD BANCORP	COM	316773100	34278	2688440	SH	DEFINED 5
			-----	-----		
			34278	2688440		
FIFTH THIRD BANCORP	CNV PFD DEP1/2	316773209	1193	8430	SH	DEFINED 5
			-----	-----		
			1193	8430		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
FINANCIAL ENGINES INC	COM	317485100	64	2477	SH		DEFINED 5	
			-----	-----				
			64	2477				
FIRST AMERN FINL CORP	COM	31847R102	6	361	SH		DEFINED 5	
			-----	-----				
			6	361				

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FIRST CTZNS BANCSHARES INC N	CL A	31946M103	24	127	SH	DEFINED	5
			-----	-----			
			24	127			
FIRST FINL BANCORP OH	COM	320209109	106	6347	SH	DEFINED	5
			-----	-----			
			106	6347			
FIRST HORIZON NATL CORP	COM	320517105	450	47172	SH	DEFINED	5
			-----	-----			
			450	47172			
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	647	56519	SH	DEFINED	5
			-----	-----			
			647	56519			
FIRST MIDWEST BANCORP DEL	COM	320867104	8	618	SH	DEFINED	5
			-----	-----			
			8	618			
FIRST NIAGARA FINL GP INC	COM	33582V108	1	49	SH	DEFINED	5
			-----	-----			
			1	49			
FIRST PACTRUST BANCORP INC	COM	33589V101	127	8580	SH	DEFINED	5
			-----	-----			
			127	8580			
FIRST POTOMAC RLTY TR	COM	33610F109	334	21805	SH	DEFINED	5
			-----	-----			
			334	21805			
FIRST SOLAR INC	COM	336433107	162	1226	SH	DEFINED	5
			-----	-----			
			162	1226			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
FIRST TR/ABERDEEN EMERG OPT	COM	33731K102	12	552	SH	DEFINED	5	
			-----	-----				
			12	552				
FIRST TR ISE CHINDIA INDEX F	COM	33733A102	7	293	SH	DEFINED	5	
			-----	-----				
			7	293				

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FIRST TRUST SPECIALTY FINANC	COM BEN INTR	33733G109	4	500	SH	DEFINED	5
			-----	-----			
			4	500			
FIRST TR S&P REIT INDEX FD	COM	33734G108	29	1830	SH	DEFINED	5
			-----	-----			
			29	1830			
FIRST TR VALUE LINE DIVID IN	SHS	33734H106	31	1900	SH	DEFINED	5
			-----	-----			
			31	1900			
FIRST TR EXCHANGE TRADED FD	ENERGY ALPHADX	33734X127	14	600	SH	DEFINED	5
			-----	-----			
			14	600			
FIRST TR EXCHANGE TRADED FD	MATERIALS ALPH	33734X168	25	1000	SH	DEFINED	5
			-----	-----			
			25	1000			
FIRST TR EXCHANGE TRADED FD	TECH ALPHADEX	33734X176	31	1300	SH	DEFINED	5
			-----	-----			
			31	1300			
FIRST TR STRTGC HIGH INCM FD	COM	337347108	8	2000	SH	DEFINED	5
			-----	-----			
			8	2000			
FIRST TR LRG CP VL ALPHADEX	COM SHS	33735J101	32	1114	SH	DEFINED	5
			-----	-----			
			32	1114			
FIRST TR LRG CP GRWTH ALPHAD	COM SHS	33735K108	34	1107	SH	DEFINED	5
			-----	-----			
			34	1107			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
FISERV INC	COM	337738108	9646	154009	SH	DEFINED	5
			-----	-----			
			9646	154009			
FIRSTMERIT CORP	COM	337915102	25	1538	SH	DEFINED	5
			-----	-----			
			25	1538			
FIRSTENERGY CORP	COM	337932107	2538	57490	SH	DEFINED	5

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			2538	57490		
FLAHERTY & CRUMRINE PFD INC	COM	33848E106	8394	763426	SH	DEFINED 5
			8394	763426		
FLAHERTY & CRUMRINE PFD INC	COM	338480106	2	145	SH	DEFINED 5
			2	145		
FLUOR CORP NEW	COM	343412102	1577	24390	SH	DEFINED 5
			1577	24390		
FLOWSERVE CORP	COM	34354P105	768	6992	SH	DEFINED 5
			768	6992		
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	462	14858	SH	DEFINED 5
			462	14858		
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	370	5562	SH	DEFINED 5
			370	5562		
FOOT LOCKER INC	COM	344849104	4	173	SH	DEFINED 5
			4	173		
FORD MTR CO DEL	COM PAR \$0.01	345370860	8597	623445	SH	DEFINED 5
			8597	623445		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
FOREST CITY ENTERPRISES INC	CL A	345550107	13	700	SH		DEFINED 5	
			13	700				
FOREST LABS INC	COM	345838106	249	6324	SH		DEFINED 5	
			249	6324				
FORRESTER RESH INC	COM	346563109	101	3057	SH		DEFINED 5	

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			101	3057		
FORTINET INC	COM	34959E109	587	21522	SH	DEFINED 5
			-----	-----		
			587	21522		
FORTUNE BRANDS INC	COM	349631101	8756	137300	SH	DEFINED 5
			-----	-----		
			8756	137300		
FORWARD AIR CORP	COM	349853101	1915	56663	SH	DEFINED 5
			-----	-----		
			1915	56663		
FOSSIL INC	COM	349882100	3737	31741	SH	DEFINED 5
			-----	-----		
			3737	31741		
FRANCE TELECOM	SPONSORED ADR	35177Q105	182	8555	SH	DEFINED 5
			-----	-----		
			182	8555		
FRANKLIN ELEC INC	COM	353514102	68	1456	SH	DEFINED 5
			-----	-----		
			68	1456		
FRANKLIN RES INC	COM	354613101	948	7224	SH	DEFINED 5
			-----	-----		
			948	7224		
FRANKLIN STREET PPTYS CORP	COM	35471R106	16	1205	SH	DEFINED 5
			-----	-----		
			16	1205		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	10	666	SH		DEFINED 5	
			-----	-----				
			10	666				
FREDS INC	CL A	356108100	232	16107	SH		DEFINED 5	
			-----	-----				
			232	16107				
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	20472	386994	SH		DEFINED 5	
			-----	-----				
			20472	386994				

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FREIGHTCAR AMER INC	COM	357023100	275	10850	SH	DEFINED	5
			-----	-----			
			275	10850			
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	754	10098	SH	DEFINED	5
			-----	-----			
			754	10098			
FRISCHS RESTAURANTS INC	COM	358748101	121	5138	SH	DEFINED	5
			-----	-----			
			121	5138			
FRONTIER COMMUNICATIONS CORP	COM	35906A108	577	71528	SH	DEFINED	5
			-----	-----			
			577	71528			
FRONTIER OIL CORP	COM	35914P105	33	1022	SH	DEFINED	5
			-----	-----			
			33	1022			
FROZEN FOOD EXPRESS INDS INC	COM	359360104	3	880	SH	DEFINED	5
			-----	-----			
			3	880			
FUEL SYS SOLUTIONS INC	COM	35952W103	1053	42193	SH	DEFINED	5
			-----	-----			
			1053	42193			
FULLER H B CO	COM	359694106	14	584	SH	DEFINED	5
			-----	-----			
			14	584			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
FURMANITE CORPORATION	COM	361086101	330	41499	SH		DEFINED	5
			-----	-----				
			330	41499				
FUSION-IO INC	COM	36112J107	4	123	SH		DEFINED	5
			-----	-----				
			4	123				
G & K SVCS INC	CL A	361268105	10	297	SH		DEFINED	5
			-----	-----				
			10	297				

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GATX CORP	COM	361448103	1945	52403	SH	DEFINED	5
			-----	-----			
			1945	52403			
GSI GROUP INC CDA NEW	COM NEW	36191C205	4	332	SH	DEFINED	5
			-----	-----			
			4	332			
GABELLI EQUITY TR INC	COM	362397101	49	8040	SH	DEFINED	5
			-----	-----			
			49	8040			
GABELLI UTIL TR	COM	36240A101	22	3050	SH	DEFINED	5
			-----	-----			
			22	3050			
GABELLI DIVD & INCOME TR	COM	36242H104	39	2334	SH	DEFINED	5
			-----	-----			
			39	2334			
GABELLI HLTHCARE & WELLNESS	SHS	36246K103	1	85	SH	DEFINED	5
			-----	-----			
			1	85			
GAFISA S A	SPONS ADR	362607301	2	250	SH	DEFINED	5
			-----	-----			
			2	250			
GALLAGHER ARTHUR J & CO	COM	363576109	177	6200	SH	DEFINED	5
			-----	-----			
			177	6200			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
GAMESTOP CORP NEW	CL A	36467W109	50	1891	SH	DEFINED	5	
			-----	-----				
			50	1891				
GANNETT INC	COM	364730101	543	37901	SH	DEFINED	5	
			-----	-----				
			543	37901				
GAP INC DEL	COM	364760108	94	5204	SH	DEFINED	5	
			-----	-----				
			94	5204				
GARDNER DENVER INC	COM	365558105	1182	14066	SH	DEFINED	5	

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				-----	-----			
				1182	14066			
GASCO ENERGY INC	COM		367220100	0	2000	SH	DEFINED	5
				-----	-----			
					2000			
GENCO SHIPPING & TRADING LTD	NOTE	5.000% 8	36869MAA3	668	8000	SH	DEFINED	5
				-----	-----			
				668	8000			
GENERAL AMERN INVS INC	COM		368802104	913	32523	SH	DEFINED	5
				-----	-----			
				913	32523			
GENERAL CABLE CORP DEL NEW	NOTE	0.875%11	369300AD0	864	8000	SH	DEFINED	5
				-----	-----			
				864	8000			
GENERAL CABLE CORP DEL NEW	COM		369300108	324	7600	SH	DEFINED	5
				-----	-----			
				324	7600			
GENERAL DYNAMICS CORP	COM		369550108	10472	140524	SH	DEFINED	5
				-----	-----			
				10472	140524			
GENERAL ELECTRIC CO	COM		369604103	108153	5734512	SH	DEFINED	5
				-----	-----			
				108153	5734512			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----			-----	-----	-----	-----	-----	-----
GENERAL GROWTH PPTYS INC NEW	COM	370023103	17	1035	SH	DEFINED	5	
			-----	-----				
			17	1035				
GENERAL MLS INC	COM	370334104	12917	347045	SH	DEFINED	5	
			-----	-----				
			12917	347045				
GENERAL MTRS CO	COM	37045V100	183	6019	SH	DEFINED	5	
			-----	-----				
			183	6019				
GENERAL MTRS CO	*W EXP 07/10/2	37045V118	10	488	SH	DEFINED	5	
			-----	-----				

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			10	488		
GENERAL MTRS CO	*W EXP 07/10/2	37045V126	8	488	SH	DEFINED 5
			-----	-----		
			8	488		
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	4	85	SH	DEFINED 5
			-----	-----		
			4	85		
GENTEX CORP	COM	371901109	5968	197420	SH	DEFINED 5
			-----	-----		
			5968	197420		
GENOMIC HEALTH INC	COM	37244C101	9	333	SH	DEFINED 5
			-----	-----		
			9	333		
GENON ENERGY INC	COM	37244E107	115	29683	SH	DEFINED 5
			-----	-----		
			115	29683		
GENUINE PARTS CO	COM	372460105	16571	304605	SH	DEFINED 5
			-----	-----		
			16571	304605		
GENWORTH FINL INC	COM CL A	37247D106	10	993	SH	DEFINED 5
			-----	-----		
			10	993		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GERMAN AMERN BANCORP INC	COM	373865104	147	8878	SH		DEFINED 5	
			-----	-----				
			147	8878				
GERON CORP	COM	374163103	128	31872	SH		DEFINED 5	
			-----	-----				
			128	31872				
GETTY RLTY CORP NEW	COM	374297109	20	808	SH		DEFINED 5	
			-----	-----				
			20	808				
GILEAD SCIENCES INC	COM	375558103	27268	658486	SH		DEFINED 5	
			-----	-----				
			27268	658486				

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GLACIER BANCORP INC NEW	COM	37637Q105	195	14484	SH	DEFINED	5
			-----	-----			
			195	14484			
GLADSTONE INVT CORP	COM	376546107	19	2666	SH	DEFINED	5
			-----	-----			
			19	2666			
GLATFELTER	COM	377316104	288	18725	SH	DEFINED	5
			-----	-----			
			288	18725			
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	4149	96711	SH	DEFINED	5
			-----	-----			
			4149	96711			
GLOBALSTAR INC	COM	378973408	200	162700	SH	DEFINED	5
			-----	-----			
			200	162700			
GLIMCHER RLTY TR	SH BEN INT	379302102	4	400	SH	DEFINED	5
			-----	-----			
			4	400			
GLOBAL INDS LTD	DBCV 2.750% 8	379336AE0	515	7000	SH	DEFINED	5
			-----	-----			
			515	7000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
GLOBAL PMTS INC	COM	37940X102	712	13958	SH		DEFINED	5
			-----	-----				
			712	13958				
GLOBAL GEOPHYSICAL SVCS INC	COM	37946S107	564	31664	SH		DEFINED	5
			-----	-----				
			564	31664				
GLOBAL X FDS	GLB X LITHIUM	37950E762	4	215	SH		DEFINED	5
			-----	-----				
			4	215				
GLOBAL X FDS	SILVER MNR ETF	37950E853	82	3470	SH		DEFINED	5
			-----	-----				
			82	3470				

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GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	85	7000	SH	DEFINED	5
			-----	-----			
			85	7000			
GOLDCORP INC NEW	COM	380956409	1200	24865	SH	DEFINED	5
			-----	-----			
			1200	24865			
GOLDEN MINERALS CO	COM	381119106	36	2000	SH	DEFINED	5
			-----	-----			
			36	2000			
GOLDMAN SACHS GROUP INC	COM	38141G104	24877	186916	SH	DEFINED	5
			-----	-----			
			24877	186916			
GOODRICH CORP	COM	382388106	1446	15140	SH	DEFINED	5
			-----	-----			
			1446	15140			
GOODYEAR TIRE & RUBR CO	COM	382550101	86	5121	SH	DEFINED	5
			-----	-----			
			86	5121			
GOOGLE INC	CL A	38259P508	28088	55468	SH	DEFINED	5
			-----	-----			
			28088	55468			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
GRACO INC	COM	384109104	677	13360	SH		DEFINED	5
			-----	-----				
			677	13360				
GRAINGER W W INC	COM	384802104	3990	25969	SH		DEFINED	5
			-----	-----				
			3990	25969				
GRAND CANYON ED INC	COM	38526M106	59	4132	SH		DEFINED	5
			-----	-----				
			59	4132				
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	21	200	SH		DEFINED	5
			-----	-----				
			21	200				
GREAT PLAINS ENERGY INC	COM	391164100	57	2736	SH		DEFINED	5

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				57	2736		
GREAT PLAINS ENERGY INC	UNIT 06/15/204	391164803		6	95	SH	DEFINED 5
				6	95		
GREATBATCH INC	SDCV 2.250% 6	39153LAB2		908	9000	SH	DEFINED 5
				908	9000		
GREEN MTN COFFEE ROASTERS IN	COM	393122106		23	260	SH	DEFINED 5
				23	260		
GREENBRIER COS INC	COM	393657101		231	11682	SH	DEFINED 5
				231	11682		
GROUP 1 AUTOMOTIVE INC	FRNT 2.250% 6	398905AE9		912	9000	SH	DEFINED 5
				912	9000		
GROUPE CGI INC	CL A SUB VTG	39945C109		12	500	SH	DEFINED 5
				12	500		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	1	25	SH	DEFINED 5	
			1	25			
GUIDANCE SOFTWARE INC	COM	401692108	40	4951	SH	DEFINED 5	
			40	4951			
HCC INS HLDGS INC	COM	404132102	2	48	SH	DEFINED 5	
			2	48			
HCP INC	COM	40414L109	13332	363358	SH	DEFINED 5	
			13332	363358			
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2991	16957	SH	DEFINED 5	

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			2991	16957			
HMS HLDGS CORP	COM	40425J101	927	12053	SH	DEFINED	5
			-----	-----			
			927	12053			
HNI CORP	COM	404251100	615	24500	SH	DEFINED	5
			-----	-----			
			615	24500			
HSBC HLDGS PLC	SPON ADR NEW	404280406	1377	27759	SH	DEFINED	5
			-----	-----			
			1377	27759			
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	1185	48450	SH	DEFINED	5
			-----	-----			
			1185	48450			
HSN INC	COM	404303109	3	85	SH	DEFINED	5
			-----	-----			
			3	85			
HAIN CELESTIAL GROUP INC	COM	405217100	23	684	SH	DEFINED	5
			-----	-----			
			23	684			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
HALLIBURTON CO	COM	406216101	1102	21609	SH	DEFINED	5
			-----	-----			
			1102	21609			
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT NEW	409735206	88	5374	SH	DEFINED	5
			-----	-----			
			88	5374			
HANCOCK HLDG CO	COM	410120109	1096	35363	SH	DEFINED	5
			-----	-----			
			1096	35363			
HANCOCK JOHN INCOME SECS TR	COM	410123103	5	343	SH	DEFINED	5
			-----	-----			
			5	343			
HANCOCK JOHN INV TRUST	TAX ADV GLB SH	41013P749	7	500	SH	DEFINED	5
			-----	-----			
			7	500			

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HANCOCK JOHN PREMUIIM DIV FD	COM SH BEN INT	41013T105	95	7561	SH	DEFINED	5
			-----	-----			
			95	7561			
HANCOCK JOHN TAX-ADV DIV INC	COM	41013V100	28	1700	SH	DEFINED	5
			-----	-----			
			28	1700			
HANCOCK JOHN INVS TR	COM	410142103	45	2048	SH	DEFINED	5
			-----	-----			
			45	2048			
HANCOCK JOHN PFD INCOME FD I	COM	41021P103	100	5721	SH	DEFINED	5
			-----	-----			
			100	5721			
HANESBRANDS INC	COM	410345102	106	3714	SH	DEFINED	5
			-----	-----			
			106	3714			
HANOVER INS GROUP INC	COM	410867105	17	462	SH	DEFINED	5
			-----	-----			
			17	462			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
HANSEN MEDICAL INC	COM	411307101	3	800	SH	DEFINED	5	
			-----	-----				
			3	800				
HANSEN NAT CORP	COM	411310105	607	7493	SH	DEFINED	5	
			-----	-----				
			607	7493				
HARLEY DAVIDSON INC	COM	412822108	165	4022	SH	DEFINED	5	
			-----	-----				
			165	4022				
HARMAN INTL INDS INC	COM	413086109	39	853	SH	DEFINED	5	
			-----	-----				
			39	853				
HARMONIC INC	COM	413160102	1368	189183	SH	DEFINED	5	
			-----	-----				
			1368	189183				

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HARRIS & HARRIS GROUP INC	COM	413833104	15	3000	SH	DEFINED	5
			-----	-----			
			15	3000			
HARRIS CORP DEL	COM	413875105	4598	102041	SH	DEFINED	5
			-----	-----			
			4598	102041			
HARSCO CORP	COM	415864107	848	26013	SH	DEFINED	5
			-----	-----			
			848	26013			
HARRY WINSTON DIAMOND CORP	COM	41587B100	58	3500	SH	DEFINED	5
			-----	-----			
			58	3500			
HARTFORD FINL SVCS GROUP INC	COM	416515104	2901	110025	SH	DEFINED	5
			-----	-----			
			2901	110025			
HASBRO INC	COM	418056107	3746	85281	SH	DEFINED	5
			-----	-----			
			3746	85281			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
HATTERAS FINL CORP	COM	41902R103	678	24002	SH		DEFINED	5
			-----	-----				
			678	24002				
HAWAIIAN ELEC INDUSTRIES	COM	419870100	29	1217	SH		DEFINED	5
			-----	-----				
			29	1217				
HEALTHSOUTH CORP	COM NEW	421924309	5	200	SH		DEFINED	5
			-----	-----				
			5	200				
HEALTH MGMT ASSOC INC NEW	CL A	421933102	5	463	SH		DEFINED	5
			-----	-----				
			5	463				
HEALTH CARE REIT INC	COM	42217K106	5837	111333	SH		DEFINED	5
			-----	-----				
			5837	111333				
HEALTH NET INC	COM	42222G108	87	2702	SH		DEFINED	5

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				87	2702		
HECLA MNG CO	COM	422704106	745	96937	SH	DEFINED	5
			745	96937			
HECLA MNG CO	PFD CV SER B	422704205	16	300	SH	DEFINED	5
			16	300			
HEINZ H J CO	COM	423074103	5550	104170	SH	DEFINED	5
			5550	104170			
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1463	88342	SH	DEFINED	5
			1463	88342			
HELMERICH & PAYNE INC	COM	423452101	1575	23814	SH	DEFINED	5
			1575	23814			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
HERCULES TECH GROWTH CAP INC	COM	427096508	777	73878	SH	DEFINED	5
			777	73878			
HERITAGE CRYSTAL CLEAN INC	COM	42726M106	38	2000	SH	DEFINED	5
			38	2000			
HERSHEY CO	COM	427866108	2413	42447	SH	DEFINED	5
			2413	42447			
HERTZ GLOBAL HOLDINGS INC	COM	42805T105	90	5656	SH	DEFINED	5
			90	5656			
HESS CORP	COM	42809H107	217	2909	SH	DEFINED	5
			217	2909			
HEWLETT PACKARD CO	COM	428236103	22800	626373	SH	DEFINED	5

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			22800	626373		
HEXCEL CORP NEW	COM	428291108	397	18139	SH	DEFINED 5
			-----	-----		
			397	18139		
HIGHLAND CR STRATEGIES FD	COM	43005Q107	2	294	SH	DEFINED 5
			-----	-----		
			2	294		
HIGHWOODS PPTYS INC	COM	431284108	166	5000	SH	DEFINED 5
			-----	-----		
			166	5000		
HILL ROM HLDGS INC	COM	431475102	6528	141784	SH	DEFINED 5
			-----	-----		
			6528	141784		
HILLENBRAND INC	COM	431571108	3523	148962	SH	DEFINED 5
			-----	-----		
			3523	148962		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	4	2000	SH	DEFINED 5	
			-----	-----			
			4	2000			
HITACHI LIMITED	ADR 10 COM	433578507	1880	31561	SH	DEFINED 5	
			-----	-----			
			1880	31561			
HOKU CORP	COM	434711107	4	2450	SH	DEFINED 5	
			-----	-----			
			4	2450			
HOLLY CORP	COM PAR \$0.01	435758305	150	2166	SH	DEFINED 5	
			-----	-----			
			150	2166			
HOLLY ENERGY PARTNERS L P	COM UT LTD PTN	435763107	136	2500	SH	DEFINED 5	
			-----	-----			
			136	2500			
HOLOGIC INC	FRNT 2.000%12	436440AA9	776	8000	SH	DEFINED 5	
			-----	-----			
			776	8000			

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HOLOGIC INC	COM	436440101	957	47447	SH	DEFINED	5
			-----	-----			
			957	47447			
HOME DEPOT INC	COM	437076102	28048	774372	SH	DEFINED	5
			-----	-----			
			28048	774372			
HOME PROPERTIES INC	COM	437306103	37	600	SH	DEFINED	5
			-----	-----			
			37	600			
HONDA MOTOR LTD	AMERN SHS	438128308	4500	116552	SH	DEFINED	5
			-----	-----			
			4500	116552			
HONEYWELL INTL INC	COM	438516106	28293	474797	SH	DEFINED	5
			-----	-----			
			28293	474797			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
HORMEL FOODS CORP	COM	440452100	1029	34506	SH	DEFINED	5
			-----	-----			
			1029	34506			
HORNBECK OFFSHORE SVCS INC N	COM	440543106	94	3400	SH	DEFINED	5
			-----	-----			
			94	3400			
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	483	19915	SH	DEFINED	5
			-----	-----			
			483	19915			
HOSPIRA INC	COM	441060100	2896	51111	SH	DEFINED	5
			-----	-----			
			2896	51111			
HOST HOTELS & RESORTS INC	COM	44107P104	692	40844	SH	DEFINED	5
			-----	-----			
			692	40844			
HOT TOPIC INC	COM	441339108	9	1158	SH	DEFINED	5
			-----	-----			
			9	1158			

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HOWARD HUGHES CORP	COM	44267D107	6	99	SH	DEFINED	5
			-----	-----			
			6	99			
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	11	500	SH	DEFINED	5
			-----	-----			
			11	500			
HUBBELL INC	CL A	443510102	131	2200	SH	DEFINED	5
			-----	-----			
			131	2200			
HUBBELL INC	CL B	443510201	1767	27213	SH	DEFINED	5
			-----	-----			
			1767	27213			
HUDSON CITY BANCORP	COM	443683107	432	52710	SH	DEFINED	5
			-----	-----			
			432	52710			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	39	1700	SH		DEFINED	5
			-----	-----				
			39	1700				
HUMANA INC	COM	444859102	3556	44157	SH		DEFINED	5
			-----	-----				
			3556	44157				
HUMAN GENOME SCIENCES INC	COM	444903108	25	1000	SH		DEFINED	5
			-----	-----				
			25	1000				
HUNT J B TRANS SVCS INC	COM	445658107	2124	45097	SH		DEFINED	5
			-----	-----				
			2124	45097				
HUNTINGTON BANCSHARES INC	COM	446150104	706	107587	SH		DEFINED	5
			-----	-----				
			706	107587				
HUNTINGTON INGALLS INDS INC	COM	446413106	292	8472	SH		DEFINED	5
			-----	-----				
			292	8472				
HUNTSMAN CORP	COM	447011107	38	2000	SH		DEFINED	5

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			-----	-----		
			38	2000		
HYATT HOTELS CORP	COM CL A	448579102	1	34 SH	DEFINED	5
			-----	-----		
			1	34		
HYPERDYNAMICS CORP	COM	448954107	4	1000 SH	DEFINED	5
			-----	-----		
			4	1000		
ICAD INC	COM	44934S107	3	2500 SH	DEFINED	5
			-----	-----		
			3	2500		
IGO INC	COM	449593102	8	5000 SH	DEFINED	5
			-----	-----		
			8	5000		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ING PRIME RATE TR	SH BEN INT	44977W106	209	34100	SH		DEFINED	5
			-----	-----				
			209	34100				
IPG PHOTONICS CORP	COM	44980X109	31	420	SH		DEFINED	5
			-----	-----				
			31	420				
ING CLARION GLB RE EST INCM	COM	44982G104	33	3901	SH		DEFINED	5
			-----	-----				
			33	3901				
IPC THE HOSPITALIST CO INC	COM	44984A105	115	2491	SH		DEFINED	5
			-----	-----				
			115	2491				
ITT EDUCATIONAL SERVICES INC	COM	45068B109	7	84	SH		DEFINED	5
			-----	-----				
			7	84				
ITT CORP NEW	COM	450911102	1789	30358	SH		DEFINED	5
			-----	-----				
			1789	30358				
ICON PUB LTD CO	SPONSORED ADR	45103T107	1	23	SH		DEFINED	5
			-----	-----				

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			1	23		
ICICI BK LTD	ADR	45104G104	714	14490	SH	DEFINED 5
			-----	-----		
			714	14490		
IDACORP INC	COM	451107106	16	417	SH	DEFINED 5
			-----	-----		
			16	417		
IDEX CORP	COM	45167R104	801	17464	SH	DEFINED 5
			-----	-----		
			801	17464		
IGATE CORP	COM	45169U105	304	18616	SH	DEFINED 5
			-----	-----		
			304	18616		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ILLINOIS TOOL WKS INC	COM	452308109	31793	562809	SH		DEFINED 5	
			-----	-----				
			31793	562809				
ILLUMINA INC	COM	452327109	93	1233	SH		DEFINED 5	
			-----	-----				
			93	1233				
IMATION CORP	COM	45245A107	1	100	SH		DEFINED 5	
			-----	-----				
			1	100				
IMAX CORP	COM	45245E109	316	9735	SH		DEFINED 5	
			-----	-----				
			316	9735				
IMMUCOR INC	COM	452526106	127	6225	SH		DEFINED 5	
			-----	-----				
			127	6225				
IMMUNOGEN INC	COM	45253H101	25	2064	SH		DEFINED 5	
			-----	-----				
			25	2064				
IMMUNOMEDICS INC	COM	452907108	34	8423	SH		DEFINED 5	
			-----	-----				
			34	8423				

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IMPERIAL OIL LTD	COM NEW	453038408	447	9592	SH	DEFINED	5
			-----	-----			
			447	9592			
IMPERIAL SUGAR CO NEW	COM NEW	453096208	1	37	SH	DEFINED	5
			-----	-----			
			1	37			
INCYTE CORP	COM	45337C102	19	1000	SH	DEFINED	5
			-----	-----			
			19	1000			
INDEPENDENT BANK CORP MASS	COM	453836108	178	6776	SH	DEFINED	5
			-----	-----			
			178	6776			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
INDEPENDENT BANK CORP MICH	COM NEW	453838609	3	1713	SH	DEFINED	5
			-----	-----			
			3	1713			
INDIA FD INC	COM	454089103	66	2179	SH	DEFINED	5
			-----	-----			
			66	2179			
INERGY L P	UNIT LTD PTNR	456615103	311	8800	SH	DEFINED	5
			-----	-----			
			311	8800			
INFORMATICA CORP	COM	45666Q102	805	13774	SH	DEFINED	5
			-----	-----			
			805	13774			
INFOSPACE INC	COM PAR \$.0001	45678T300	182	19961	SH	DEFINED	5
			-----	-----			
			182	19961			
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	14	219	SH	DEFINED	5
			-----	-----			
			14	219			
ING GROEP N V	SPONSORED ADR	456837103	19	1513	SH	DEFINED	5
			-----	-----			
			19	1513			

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INNERWORKINGS INC	COM	45773Y105	81	9733	SH	DEFINED	5
			-----	-----			
			81	9733			
INNOVARO INC	COM	45777T102	9	4000	SH	DEFINED	5
			-----	-----			
			9	4000			
INTEL CORP	COM	458140100	71614	3231694	SH	DEFINED	5
			-----	-----			
			71614	3231694			
INTEGRYS ENERGY GROUP INC	COM	45822P105	1114	21489	SH	DEFINED	5
			-----	-----			
			1114	21489			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
INTERCONTINENTAL HTLS GRP PL	SPONS ADR NEW	45857P301	298	14396	SH	DEFINED	5
			-----	-----			
			298	14396			
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1473	11813	SH	DEFINED	5
			-----	-----			
			1473	11813			
INTERDIGITAL INC	COM	45867G101	1369	33522	SH	DEFINED	5
			-----	-----			
			1369	33522			
INTERNATIONAL BUSINESS MACHS	COM	459200101	128791	750745	SH	DEFINED	5
			-----	-----			
			128791	750745			
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	4402	68531	SH	DEFINED	5
			-----	-----			
			4402	68531			
INTERNATIONAL GAME TECHNOLOG	COM	459902102	769	43771	SH	DEFINED	5
			-----	-----			
			769	43771			
INTL PAPER CO	COM	460146103	164	5506	SH	DEFINED	5
			-----	-----			
			164	5506			
INTERNATIONAL RECTIFIER CORP	COM	460254105	1147	40996	SH	DEFINED	5

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			-----	-----		
			1147	40996		
INTERSIL CORP	CL A	46069S109	2	147	SH	DEFINED 5
			-----	-----		
			2	147		
INTERPUBLIC GROUP COS INC	COM	460690100	63	5079	SH	DEFINED 5
			-----	-----		
			63	5079		
INTEROIL CORP	COM	460951106	57	967	SH	DEFINED 5
			-----	-----		
			57	967		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
INTUITIVE SURGICAL INC	COM NEW	46120E602	779	2094	SH		DEFINED 5	
			-----	-----				
			779	2094				
INTUIT	COM	461202103	2902	55951	SH		DEFINED 5	
			-----	-----				
			2902	55951				
INTREPID POTASH INC	COM	46121Y102	15	447	SH		DEFINED 5	
			-----	-----				
			15	447				
INVESCO VAN KAMPEN SR INC TR	COM	46131H107	25	5000	SH		DEFINED 5	
			-----	-----				
			25	5000				
INVESCO VAN KAMPEN MUNI TRST	COM	46131J103	8	633	SH		DEFINED 5	
			-----	-----				
			8	633				
INVESCO VAN KAMPEN OHIO QUAL	COM	46131K100	81	5495	SH		DEFINED 5	
			-----	-----				
			81	5495				
INVESCO VAN KAMPEN TR INVT G	COM	46131M106	106	7720	SH		DEFINED 5	
			-----	-----				
			106	7720				
INVESCO VAN KAMPEN TR INVT G	COM	46131R105	43	2850	SH		DEFINED 5	
			-----	-----				

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				43	2850			
INVESCO VAN KAMPEN MUNI OPP	COM	46132C107	55	4054	SH	DEFINED	5	
			-----	-----				
			55	4054				
INVESCO VAN KAMPEN SELECT MU	SH BEN INT	46132G108	25	2200	SH	DEFINED	5	
			-----	-----				
			25	2200				
INVESCO INSRD MUNI INCM TRST	COM	46132P108	11	775	SH	DEFINED	5	
			-----	-----				
			11	775				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
INVESCO MUNI INCM OPP TRST I	COM	46133A100	28	4034	SH		DEFINED	5
			-----	-----				
			28	4034				
INVESCO MUNI PREM INC TRST	COM	46133E102	30	3890	SH		DEFINED	5
			-----	-----				
			30	3890				
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	681	48560	SH		DEFINED	5
			-----	-----				
			681	48560				
ION GEOPHYSICAL CORP	COM	462044108	2	200	SH		DEFINED	5
			-----	-----				
			2	200				
IRELAND BK	SPONSORED ADR	46267Q103	4	3844	SH		DEFINED	5
			-----	-----				
			4	3844				
IRON MTN INC	COM	462846106	44	1284	SH		DEFINED	5
			-----	-----				
			44	1284				
ISHARES SILVER TRUST	ISHARES	46428Q109	573	16941	SH		DEFINED	5
			-----	-----				
			573	16941				
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	5573	163389	SH		DEFINED	5
			-----	-----				
			5573	163389				

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ISHARES GOLD TRUST	ISHARES	464285105	5939	405686	SH	DEFINED	5
			-----	-----			
			5939	405686			
ISHARES INC	MSCI AUSTRALIA	464286103	68	2600	SH	DEFINED	5
			-----	-----			
			68	2600			
ISHARES INC	MSCI BRAZIL	464286400	553	7542	SH	DEFINED	5
			-----	-----			
			553	7542			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ISHARES INC	MSCI CDA INDEX	464286509	129	4066	SH		DEFINED	5
			-----	-----				
			129	4066				
ISHARES INC	MSCI EMU INDEX	464286608	176	4535	SH		DEFINED	5
			-----	-----				
			176	4535				
ISHARES INC	MSCI BRIC INDX	464286657	120	2509	SH		DEFINED	5
			-----	-----				
			120	2509				
ISHARES INC	MSCI PAC J IDX	464286665	555	11652	SH		DEFINED	5
			-----	-----				
			555	11652				
ISHARES INC	MSCI SINGAPORE	464286673	14	1000	SH		DEFINED	5
			-----	-----				
			14	1000				
ISHARES INC	MSCI TURKEY FD	464286715	60	1000	SH		DEFINED	5
			-----	-----				
			60	1000				
ISHARES INC	MSCI TAIWAN	464286731	46	3050	SH		DEFINED	5
			-----	-----				
			46	3050				
ISHARES INC	MSCI SWITZERLD	464286749	29	1090	SH		DEFINED	5
			-----	-----				
			29	1090				

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ISHARES INC	MSCI SWEDEN	464286756	32	1000	SH	DEFINED	5
			-----	-----			
			32	1000			
ISHARES INC	MSCI S KOREA	464286772	33	500	SH	DEFINED	5
			-----	-----			
			33	500			
ISHARES INC	MSCI STH AFRCA	464286780	39	550	SH	DEFINED	5
			-----	-----			
			39	550			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ISHARES INC	MSCI GERMANY	464286806	52	1931	SH	DEFINED	5
			-----	-----			
			52	1931			
ISHARES INC	MSCI NETHR INV	464286814	25	1150	SH	DEFINED	5
			-----	-----			
			25	1150			
ISHARES INC	MSCI JAPAN	464286848	10	911	SH	DEFINED	5
			-----	-----			
			10	911			
ISHARES INC	MSCI HONG KONG	464286871	43	2300	SH	DEFINED	5
			-----	-----			
			43	2300			
ISHARES TR	S&P 100 IDX FD	464287101	175	2980	SH	DEFINED	5
			-----	-----			
			175	2980			
ISHARES TR	LRGE GRW INDX	464287119	94	1381	SH	DEFINED	5
			-----	-----			
			94	1381			
ISHARES TR	LRGE CORE INDX	464287127	20	275	SH	DEFINED	5
			-----	-----			
			20	275			
ISHARES TR	DJ SEL DIV INX	464287168	21513	406511	SH	DEFINED	5
			-----	-----			
			21513	406511			
ISHARES TR	BARCLYS TIPS B	464287176	155894	1409016	SH	DEFINED	5

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			-----	-----		
			155894	1409016		
ISHARES TR	FTSE CHINA25 I	464287184	539	12547	SH	DEFINED 5
			-----	-----		
			539	12547		
ISHARES TR	S&P 500 INDEX	464287200	84516	638245	SH	DEFINED 5
			-----	-----		
			84516	638245		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	BARCLY USAGG B	464287226	39435	369687	SH		DEFINED	5
			-----	-----				
			39435	369687				
ISHARES TR	MSCI EMERG MKT	464287234	123104	2586221	SH		DEFINED	5
			-----	-----				
			123104	2586221				
ISHARES TR	IBOXX INV CPBD	464287242	62006	563027	SH		DEFINED	5
			-----	-----				
			62006	563027				
ISHARES TR	S&P GBL TELCM	464287275	8851	146074	SH		DEFINED	5
			-----	-----				
			8851	146074				
ISHARES TR	S&P GBL INF	464287291	8336	136545	SH		DEFINED	5
			-----	-----				
			8336	136545				
ISHARES TR	S&P500 GRW	464287309	11964	172190	SH		DEFINED	5
			-----	-----				
			11964	172190				
ISHARES TR	S&P GBL HLTHCR	464287325	8770	150866	SH		DEFINED	5
			-----	-----				
			8770	150866				
ISHARES TR	S&P GBL FIN	464287333	8084	176090	SH		DEFINED	5
			-----	-----				
			8084	176090				
ISHARES TR	S&P GBL ENER	464287341	8098	193973	SH		DEFINED	5
			-----	-----				

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8098 193973

ISHARES TR	S&P NA NAT RES	464287374	5775	132281	SH	DEFINED	5
			-----	-----			
			5775	132281			
ISHARES TR	S&P LTN AM 40	464287390	147	2853	SH	DEFINED	5
			-----	-----			
			147	2853			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ISHARES TR	S&P 500 VALUE	464287408	9371	151152	SH		DEFINED	5
			-----	-----				
			9371	151152				
ISHARES TR	BARCLYS 20+ YR	464287432	1962	20854	SH		DEFINED	5
			-----	-----				
			1962	20854				
ISHARES TR	BARCLYS 7-10 Y	464287440	1995	20809	SH		DEFINED	5
			-----	-----				
			1995	20809				
ISHARES TR	BARCLYS 1-3 YR	464287457	23812	282466	SH		DEFINED	5
			-----	-----				
			23812	282466				
ISHARES TR	MSCI EAFE INDE	464287465	132311	2200042	SH		DEFINED	5
			-----	-----				
			132311	2200042				
ISHARES TR	RUSSELL MCP VL	464287473	35025	733506	SH		DEFINED	5
			-----	-----				
			35025	733506				
ISHARES TR	RUSSELL MCP GR	464287481	29073	470201	SH		DEFINED	5
			-----	-----				
			29073	470201				
ISHARES TR	RUSSELL MIDCAP	464287499	120528	1102323	SH		DEFINED	5
			-----	-----				
			120528	1102323				
ISHARES TR	S&P MIDCAP 400	464287507	81429	833460	SH		DEFINED	5
			-----	-----				
			81429	833460				

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ISHARES TR	S&P NA TECH FD	464287549	56	900	SH	DEFINED	5
			-----	-----			
			56	900			
ISHARES TR	NASDQ BIO INDX	464287556	539	5050	SH	DEFINED	5
			-----	-----			
			539	5050			

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 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	COHEN&ST RLTY	464287564	72814	1004195	SH		DEFINED	5
			-----	-----				
			72814	1004195				
ISHARES TR	S&P GLB100INDX	464287572	33	500	SH		DEFINED	5
			-----	-----				
			33	500				
ISHARES TR	CONS SRVC IDX	464287580	29	400	SH		DEFINED	5
			-----	-----				
			29	400				
ISHARES TR	RUSSELL1000VAL	464287598	18753	274642	SH		DEFINED	5
			-----	-----				
			18753	274642				
ISHARES TR	S&P MC 400 GRW	464287606	13450	121221	SH		DEFINED	5
			-----	-----				
			13450	121221				
ISHARES TR	RUSSELL1000GRW	464287614	14733	242008	SH		DEFINED	5
			-----	-----				
			14733	242008				
ISHARES TR	RUSSELL 1000	464287622	27974	378585	SH		DEFINED	5
			-----	-----				
			27974	378585				
ISHARES TR	RUSL 2000 VALU	464287630	15924	216918	SH		DEFINED	5
			-----	-----				
			15924	216918				
ISHARES TR	RUSL 2000 GROW	464287648	12582	132651	SH		DEFINED	5
			-----	-----				
			12582	132651				

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ISHARES TR	RUSSELL 2000	464287655	114275	1380129	SH	DEFINED	5
			-----	-----			
			114275	1380129			
ISHARES TR	RUSSELL 3000	464287689	588	7419	SH	DEFINED	5
			-----	-----			
			588	7419			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P MIDCP VALU	464287705	6942	82645	SH		DEFINED	5
			-----	-----				
			6942	82645				
ISHARES TR	DJ US TELECOMM	464287713	291	11681	SH		DEFINED	5
			-----	-----				
			291	11681				
ISHARES TR	DJ US TECH SEC	464287721	49	750	SH		DEFINED	5
			-----	-----				
			49	750				
ISHARES TR	DJ US REAL EST	464287739	311	5158	SH		DEFINED	5
			-----	-----				
			311	5158				
ISHARES TR	DJ US INDUSTRL	464287754	25	350	SH		DEFINED	5
			-----	-----				
			25	350				
ISHARES TR	DJ US HEALTHCR	464287762	59	800	SH		DEFINED	5
			-----	-----				
			59	800				
ISHARES TR	DJ US ENERGY	464287796	72	1667	SH		DEFINED	5
			-----	-----				
			72	1667				
ISHARES TR	S&P SMLCAP 600	464287804	41331	563705	SH		DEFINED	5
			-----	-----				
			41331	563705				
ISHARES TR	DJ US BAS MATL	464287838	102	1290	SH		DEFINED	5
			-----	-----				
			102	1290				
ISHARES TR	S&P EURO PLUS	464287861	28	675	SH		DEFINED	5

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				-----	-----		
				28	675		
ISHARES TR	S&P SMLCP VALU	464287879	2237	30117	SH	DEFINED	5
			-----	-----			
			2237	30117			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P SMLCP GROW	464287887	4097	50961	SH	DEFINED	5	
			-----	-----				
			4097	50961				
ISHARES TR	S&P CITINT TBD	464288117	2940	27596	SH	DEFINED	5	
			-----	-----				
			2940	27596				
ISHARES TR	S&P SH NTL AMT	464288158	3595	33899	SH	DEFINED	5	
			-----	-----				
			3595	33899				
ISHARES TR	MSCI ACJPN IDX	464288182	332	5359	SH	DEFINED	5	
			-----	-----				
			332	5359				
ISHARES TR	FTSE CHINA ETF	464288190	6	126	SH	DEFINED	5	
			-----	-----				
			6	126				
ISHARES TR	S&P EMRG INFERS	464288216	9	266	SH	DEFINED	5	
			-----	-----				
			9	266				
ISHARES TR	MSCI ACWI INDX	464288257	16	325	SH	DEFINED	5	
			-----	-----				
			16	325				
ISHARES TR	MSCI SMALL CAP	464288273	10340	236991	SH	DEFINED	5	
			-----	-----				
			10340	236991				
ISHARES TR	JPMORGAN USD	464288281	255	2337	SH	DEFINED	5	
			-----	-----				
			255	2337				
ISHARES TR	S&P AMTFREE MU	464288323	102	970	SH	DEFINED	5	
			-----	-----				

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ISHARES TR	S&P GLO INFRAS	464288372	4	110	SH	DEFINED	5
			-----	-----			
			4	110			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P NTL AMTFRE	464288414	21028	203147	SH		DEFINED	5
			-----	-----				
			21028	203147				
ISHARES TR	SMLL CORE INDX	464288505	17	175	SH		DEFINED	5
			-----	-----				
			17	175				
ISHARES TR	HIGH YLD CORP	464288513	59376	650265	SH		DEFINED	5
			-----	-----				
			59376	650265				
ISHARES TR	MRTG PLS CAP I	464288539	43	2900	SH		DEFINED	5
			-----	-----				
			43	2900				
ISHARES TR	INDL OFF CAP I	464288554	55	1900	SH		DEFINED	5
			-----	-----				
			55	1900				
ISHARES TR	MSCI KLD400 SO	464288570	59	1209	SH		DEFINED	5
			-----	-----				
			59	1209				
ISHARES TR	BARCLYS MBS BD	464288588	6633	62161	SH		DEFINED	5
			-----	-----				
			6633	62161				
ISHARES TR	BARCLYS INTER	464288612	5242	48032	SH		DEFINED	5
			-----	-----				
			5242	48032				
ISHARES TR	BARCLYS CR BD	464288620	80	760	SH		DEFINED	5
			-----	-----				
			80	760				
ISHARES TR	BARCLYS INTER	464288638	1709	16031	SH		DEFINED	5
			-----	-----				
			1709	16031				

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ISHARES TR	BARCLYS 1-3YR	464288646	51418	489926	SH	DEFINED	5
			-----	-----			
			51418	489926			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	BARCLYS 10-20Y	464288653	9	81	SH		DEFINED	5
			-----	-----				
			9	81				
ISHARES TR	BARCLYS 3-7 YR	464288661	1	10	SH		DEFINED	5
			-----	-----				
			1	10				
ISHARES TR	BARCLYS SH TRE	464288679	22378	202940	SH		DEFINED	5
			-----	-----				
			22378	202940				
ISHARES TR	US PFD STK IDX	464288687	129948	3276550	SH		DEFINED	5
			-----	-----				
			129948	3276550				
ISHARES TR	S&P GLB MTRLS	464288695	8165	111260	SH		DEFINED	5
			-----	-----				
			8165	111260				
ISHARES TR	S&P GL UTILITI	464288711	8381	182468	SH		DEFINED	5
			-----	-----				
			8381	182468				
ISHARES TR	S&P GL INDUSTR	464288729	8371	147120	SH		DEFINED	5
			-----	-----				
			8371	147120				
ISHARES TR	S&P GL C STAPL	464288737	8589	128854	SH		DEFINED	5
			-----	-----				
			8589	128854				
ISHARES TR	S&P GL CONSUME	464288745	8665	152483	SH		DEFINED	5
			-----	-----				
			8665	152483				
ISHARES TR	DJ REGIONAL BK	464288778	15	650	SH		DEFINED	5
			-----	-----				
			15	650				

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ISHARES TR	MSCI ESG SEL S	464288802	172	2989	SH	DEFINED	5
			-----	-----			
			172	2989			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	RSSL MCRCP IDX	464288869	108	2100	SH		DEFINED	5
			-----	-----				
			108	2100				
ISHARES TR	MSCI VAL IDX	464288877	1384	26443	SH		DEFINED	5
			-----	-----				
			1384	26443				
ISHARES TR	MSCI GRW IDX	464288885	706	11194	SH		DEFINED	5
			-----	-----				
			706	11194				
ISHARES TR	MSCI EM MK FNL	464289172	9	306	SH		DEFINED	5
			-----	-----				
			9	306				
ISHARES TR	2013 S&P AMTFR	464289388	4789	93941	SH		DEFINED	5
			-----	-----				
			4789	93941				
ISHARES TR	2012 S&P AMTFR	464289412	6807	133454	SH		DEFINED	5
			-----	-----				
			6807	133454				
ISHARES TR	S&P INDIA 50	464289529	7	250	SH		DEFINED	5
			-----	-----				
			7	250				
ISHARES TR	S&P AGGR ALL	464289859	201	5604	SH		DEFINED	5
			-----	-----				
			201	5604				
ISHARES TR	S&P GRWTH ALL	464289867	229	7023	SH		DEFINED	5
			-----	-----				
			229	7023				
ISHARES TR	S&P MODERATE	464289875	41	1349	SH		DEFINED	5
			-----	-----				
			41	1349				
ISHARES TR	S&P CONSR ALL	464289883	206	7013	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ISIS PHARMACEUTICALS INC	COM	464330109	2	235	SH		DEFINED	5
			2	235				
ITAU UNIBANCO HLDG SA	SPON ADR REP P	465562106	387	16454	SH		DEFINED	5
			387	16454				
ITRON INC	COM	465741106	1134	23549	SH		DEFINED	5
			1134	23549				
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	21	1271	SH		DEFINED	5
			21	1271				
JDA SOFTWARE GROUP INC	COM	46612K108	270	8741	SH		DEFINED	5
			270	8741				
JPMORGAN CHASE & CO	COM	46625H100	92764	2265837	SH		DEFINED	5
			92764	2265837				
JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	8214	221217	SH		DEFINED	5
			8214	221217				
JABIL CIRCUIT INC	COM	466313103	463	22945	SH		DEFINED	5
			463	22945				
JACOBS ENGR GROUP INC DEL	COM	469814107	880	20354	SH		DEFINED	5
			880	20354				
JAMES RIVER COAL CO	COM NEW	470355207	6	300	SH		DEFINED	5
			6	300				
JANUS CAP GROUP INC	COM	47102X105	38	4025	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
JARDEN CORP	COM	471109108	7	192	SH		DEFINED	5
			7	192				
JEFFERIES GROUP INC NEW	COM	472319102	652	31943	SH		DEFINED	5
			652	31943				
JOHN BEAN TECHNOLOGIES CORP	COM	477839104	14	718	SH		DEFINED	5
			14	718				
JOHNSON & JOHNSON	COM	478160104	109996	1653575	SH		DEFINED	5
			109996	1653575				
JOHNSON CTLS INC	COM	478366107	10063	241562	SH		DEFINED	5
			10063	241562				
JONES LANG LASALLE INC	COM	48020Q107	1188	12595	SH		DEFINED	5
			1188	12595				
JOY GLOBAL INC	COM	481165108	13330	139964	SH		DEFINED	5
			13330	139964				
JUNIPER NETWORKS INC	COM	48203R104	453	14365	SH		DEFINED	5
			453	14365				
KBR INC	COM	48242W106	126	3346	SH		DEFINED	5
			126	3346				
KKR & CO L P DEL	COM UNITS	48248M102	166	10163	SH		DEFINED	5
			166	10163				
KLA-TENCOR CORP	COM	482480100	30	740	SH		DEFINED	5
			30	740				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
KMG CHEMICALS INC	COM	482564101	17	1000	SH		DEFINED	5
			17	1000				
KAMAN CORP	COM	483548103	366	10316	SH		DEFINED	5
			366	10316				
KANSAS CITY SOUTHERN	COM NEW	485170302	1714	28890	SH		DEFINED	5
			1714	28890				
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	24	800	SH		DEFINED	5
			24	800				
KELLOGG CO	COM	487836108	12738	230253	SH		DEFINED	5
			12738	230253				
KELLY SVCS INC	CL A	488152208	258	15606	SH		DEFINED	5
			258	15606				
KENDLE INTERNATIONAL INC	COM	48880L107	8	500	SH		DEFINED	5
			8	500				
KENNAMETAL INC	COM	489170100	7978	188996	SH		DEFINED	5
			7978	188996				
KEYCORP NEW	COM	493267108	952	114232	SH		DEFINED	5
			952	114232				
KFORCE INC	COM	493732101	338	25862	SH		DEFINED	5
			338	25862				
KILROY RLTY CORP	COM	49427F108	26	655	SH		DEFINED	5
			26	655				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
KIMBALL INTL INC	CL B	494274103	524	81451	SH		DEFINED	5
			524	81451				
KIMBERLY CLARK CORP	COM	494368103	6655	99989	SH		DEFINED	5
			6655	99989				
KIMCO RLTY CORP	COM	49446R109	206	11067	SH		DEFINED	5
			206	11067				
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	1041	15879	SH		DEFINED	5
			1041	15879				
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	4345	59849	SH		DEFINED	5
			4345	59849				
KINETIC CONCEPTS INC	COM NEW	49460W208	82	1425	SH		DEFINED	5
			82	1425				
KINROSS GOLD CORP	NOTE 1.750% 3	496902AD9	498	5000	SH		DEFINED	5
			498	5000				
KINROSS GOLD CORP	COM NO PAR	496902404	6	400	SH		DEFINED	5
			6	400				
KNOLL INC	COM NEW	498904200	389	19392	SH		DEFINED	5
			389	19392				
KOHL'S CORP	COM	500255104	4923	98438	SH		DEFINED	5
			4923	98438				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	368	14311	SH		DEFINED	5
			368	14311				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
KOPIN CORP	COM	500600101	0	100	SH		DEFINED	5
				100				
KRAFT FOODS INC	CL A	50075N104	15805	448635	SH		DEFINED	5
			15805	448635				
KRISPY KREME DOUGHNUTS INC	COM	501014104	10	1000	SH		DEFINED	5
			10	1000				
KROGER CO	COM	501044101	9454	381220	SH		DEFINED	5
			9454	381220				
KRONOS WORLDWIDE INC	COM	50105F105	3	102	SH		DEFINED	5
			3	102				
KUBOTA CORP	ADR	501173207	40	888	SH		DEFINED	5
			40	888				
KYOCERA CORP	ADR	501556203	26	250	SH		DEFINED	5
			26	250				
L & L ENERGY INC	COM	50162D100	3	500	SH		DEFINED	5
			3	500				
LG DISPLAY CO LTD	SPONS ADR REP	50186V102	22	1536	SH		DEFINED	5
			22	1536				
LKQ CORP	COM	501889208	182	6980	SH		DEFINED	5
			182	6980				
LSI CORPORATION	COM	502161102	6	805	SH		DEFINED	5
			6	805				

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LTC PPTYS INC	COM	502175102	1195	42950	SH		DEFINED	5
			-----	-----				
			1195	42950				
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	4102	46905	SH		DEFINED	5
			-----	-----				
			4102	46905				
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	8853	91463	SH		DEFINED	5
			-----	-----				
			8853	91463				
LACLEDE GROUP INC	COM	505597104	15	400	SH		DEFINED	5
			-----	-----				
			15	400				
LAKELAND FINL CORP	COM	511656100	893	40138	SH		DEFINED	5
			-----	-----				
			893	40138				
LAM RESEARCH CORP	COM	512807108	79	1793	SH		DEFINED	5
			-----	-----				
			79	1793				
LANDEC CORP	COM	514766104	44	6643	SH		DEFINED	5
			-----	-----				
			44	6643				
LANDSTAR SYS INC	COM	515098101	48	1038	SH		DEFINED	5
			-----	-----				
			48	1038				
LAS VEGAS SANDS CORP	COM	517834107	15	345	SH		DEFINED	5
			-----	-----				
			15	345				
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	248	9430	SH		DEFINED	5
			-----	-----				
			248	9430				
LAUDER ESTEE COS INC	CL A	518439104	4671	44408	SH		DEFINED	5
			-----	-----				
			4671	44408				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
LAYNE CHRISTENSEN CO	COM	521050104	1520	50108	SH		DEFINED	5
			1520	50108				
LEGGETT & PLATT INC	COM	524660107	165	6761	SH		DEFINED	5
			165	6761				
LEGG MASON INC	COM	524901105	1074	32796	SH		DEFINED	5
			1074	32796				
LEGG MASON INC	UNIT 99/99/999	524901303	58	2000	SH		DEFINED	5
			58	2000				
LENDER PROCESSING SVCS INC	COM	52602E102	87	4138	SH		DEFINED	5
			87	4138				
LENNAR CORP	CL A	526057104	20	1118	SH		DEFINED	5
			20	1118				
LENNOX INTL INC	COM	526107107	34	800	SH		DEFINED	5
			34	800				
LEUCADIA NATL CORP	COM	527288104	80	2341	SH		DEFINED	5
			80	2341				
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	12	5000	SH		DEFINED	5
			12	5000				
LEXMARK INTL NEW	CL A	529771107	11	372	SH		DEFINED	5
			11	372				
LIBERTY ALL STAR EQUITY FD	SH BEN INT	530158104	5	1000	SH		DEFINED	5
			5	1000				

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LIBERTY GLOBAL INC	COM SER A	530555101	2	40	SH		DEFINED	5
			2	40				
LIBERTY GLOBAL INC	COM SER C	530555309	85	2000	SH		DEFINED	5
			85	2000				
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	7	420	SH		DEFINED	5
			7	420				
LIBERTY MEDIA CORP NEW	CAP COM SER A	53071M302	17	200	SH		DEFINED	5
			17	200				
LIBERTY MEDIA CORP NEW	LIB STAR COM A	53071M708	9	126	SH		DEFINED	5
			9	126				
LIBERTY PPTY TR	SH BEN INT	531172104	592	18170	SH		DEFINED	5
			592	18170				
LIFE TECHNOLOGIES CORP	COM	53217V109	534	10258	SH		DEFINED	5
			534	10258				
LIFEPOINT HOSPITALS INC	NOTE 3.500% 5	53219LAH2	535	5000	SH		DEFINED	5
			535	5000				
LIGHTBRIDGE CORP	COM	53224K104	16	4374	SH		DEFINED	5
			16	4374				
LILLY ELI & CO	COM	532457108	8639	230183	SH		DEFINED	5
			8639	230183				
LIMITED BRANDS INC	COM	532716107	1484	38588	SH		DEFINED	5
			1484	38588				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
LINCARE HLDGS INC	COM	532791100	2	75	SH		DEFINED	5
			2	75				
LINCOLN ELEC HLDGS INC	COM	533900106	3606	100592	SH		DEFINED	5
			3606	100592				
LINCOLN NATL CORP IND	COM	534187109	1775	62313	SH		DEFINED	5
			1775	62313				
LINEAR TECHNOLOGY CORP	COM	535678106	179	5432	SH		DEFINED	5
			179	5432				
LINN ENERGY LLC	UNIT LTD LIAB	536020100	241	6178	SH		DEFINED	5
			241	6178				
LIVE NATION ENTERTAINMENT IN	COM	538034109	1	46	SH		DEFINED	5
			1	46				
LIZ CLAIBORNE INC	COM	539320101	22	4037	SH		DEFINED	5
			22	4037				
LLOYDS BANKING GROUP PLC	SPONSORED ADR	539439109	3	1000	SH		DEFINED	5
			3	1000				
LOCKHEED MARTIN CORP	COM	539830109	4343	53633	SH		DEFINED	5
			4343	53633				
LOEWS CORP	COM	540424108	471	11192	SH		DEFINED	5
			471	11192				
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	61	3200	SH		DEFINED	5
			61	3200				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
LORILLARD INC	COM	544147101	246	2262	SH		DEFINED	5
			-----	-----				
			246	2262				
LOUISIANA PAC CORP	COM	546347105	19	2300	SH		DEFINED	5
			-----	-----				
			19	2300				
LOWES COS INC	COM	548661107	10758	461531	SH		DEFINED	5
			-----	-----				
			10758	461531				
LUBRIZOL CORP	COM	549271104	986	7347	SH		DEFINED	5
			-----	-----				
			986	7347				
LUMINEX CORP DEL	COM	55027E102	394	18864	SH		DEFINED	5
			-----	-----				
			394	18864				
M & T BK CORP	COM	55261F104	41	462	SH		DEFINED	5
			-----	-----				
			41	462				
MBIA INC	COM	55262C100	872	100328	SH		DEFINED	5
			-----	-----				
			872	100328				
MDU RES GROUP INC	COM	552690109	3769	167492	SH		DEFINED	5
			-----	-----				
			3769	167492				
MDC PARTNERS INC	CL A SUB VTG	552697104	421	23298	SH		DEFINED	5
			-----	-----				
			421	23298				
MEMC ELECTR MATLS INC	COM	552715104	7	875	SH		DEFINED	5
			-----	-----				
			7	875				
MFA FINANCIAL INC	COM	55272X102	16	2000	SH		DEFINED	5
			-----	-----				
			16	2000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MFS CHARTER INCOME TR	SH BEN INT	552727109	30	3250	SH		DEFINED	5
			30	3250				
MFS INTER INCOME TR	SH BEN INT	55273C107	32	5000	SH		DEFINED	5
			32	5000				
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	32	4633	SH		DEFINED	5
			32	4633				
MFS MUN INCOME TR	SH BEN INT	552738106	10	1560	SH		DEFINED	5
			10	1560				
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	511	75193	SH		DEFINED	5
			511	75193				
MI DEVS INC	CL A SUB VTG	55304X104	1	48	SH		DEFINED	5
			1	48				
MLP & STRATEGIC EQUITY FD IN	COM	55312N106	4	200	SH		DEFINED	5
			4	200				
MSC INDL DIRECT INC	CL A	553530106	133	2000	SH		DEFINED	5
			133	2000				
MVC CAPITAL INC	COM	553829102	453	34257	SH		DEFINED	5
			453	34257				
MACATAWA BK CORP	COM	554225102	33	11815	SH		DEFINED	5
			33	11815				
MACERICH CO	COM	554382101	57	1068	SH		DEFINED	5
			57	1068				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
MACQUARIE GLBL INFRA TOTL RE	COM	55608D101	2	100	SH		DEFINED	5
			2	100				
MACYS INC	COM	55616P104	2484	84940	SH		DEFINED	5
			2484	84940				
MADISON SQUARE GARDEN CO	CL A	55826P100	7	262	SH		DEFINED	5
			7	262				
MAGELLAN MIDSTREAM PRNRS LP	COM UNIT RP LP	559080106	257	4306	SH		DEFINED	5
			257	4306				
MAGNA INTL INC	COM	559222401	100	1856	SH		DEFINED	5
			100	1856				
MALAYSIA FD INC	COM	560905101	87	7728	SH		DEFINED	5
			87	7728				
MANHATTAN ASSOCS INC	COM	562750109	2	55	SH		DEFINED	5
			2	55				
MANITOWOC INC	COM	563571108	352	20926	SH		DEFINED	5
			352	20926				
MANNKIND CORP	COM	56400P201	19	5000	SH		DEFINED	5
			19	5000				
MANPOWERGROUP INC	COM	56418H100	78	1452	SH		DEFINED	5
			78	1452				
MANULIFE FINL CORP	COM	56501R106	1009	57127	SH		DEFINED	5
			1009	57127				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MARATHON OIL CORP	COM	565849106	11603	220250	SH		DEFINED	5
			11603	220250				
MARINE PETE TR	UNIT BEN INT	568423107	2	100	SH		DEFINED	5
			2	100				
MARKEL CORP	COM	570535104	132	332	SH		DEFINED	5
			132	332				
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	60	1094	SH		DEFINED	5
			60	1094				
MARKET VECTORS ETF TR	MINOR METALS	57060U472	8	305	SH		DEFINED	5
			8	305				
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	65	1200	SH		DEFINED	5
			65	1200				
MARKET VECTORS ETF TR	URAN NUCLR ENR	57060U704	9	400	SH		DEFINED	5
			9	400				
MARKET VECTORS ETF TR	MKTVEC INTMUET	57060U845	8	360	SH		DEFINED	5
			8	360				
MARKET VECTORS ETF TR	HG YLD MUN ETF	57060U878	379	12991	SH		DEFINED	5
			379	12991				
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	137	2836	SH		DEFINED	5
			137	2836				
MARSH & MCLENNAN COS INC	COM	571748102	954	30595	SH		DEFINED	5
			954	30595				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MARSHALL & ILSLEY CORP NEW	COM	571837103	120	15102	SH		DEFINED	5
			120	15102				
MARRIOTT INTL INC NEW	CL A	571903202	5652	159255	SH		DEFINED	5
			5652	159255				
MARTEN TRANS LTD	COM	573075108	289	13375	SH		DEFINED	5
			289	13375				
MARTHA STEWART LIVING OMNIME	CL A	573083102	2	499	SH		DEFINED	5
			2	499				
MARTIN MARIETTA MATLS INC	COM	573284106	543	6795	SH		DEFINED	5
			543	6795				
MASCO CORP	COM	574599106	137	11385	SH		DEFINED	5
			137	11385				
MASIMO CORP	COM	574795100	342	11519	SH		DEFINED	5
			342	11519				
MASSEY ENERGY CO	NOTE 3.250% 8	576203AJ2	637	6000	SH		DEFINED	5
			637	6000				
MASTERCARD INC	CL A	57636Q104	9454	31373	SH		DEFINED	5
			9454	31373				
MATERION CORP	COM	576690101	26	700	SH		DEFINED	5
			26	700				
MATTEL INC	COM	577081102	4398	159985	SH		DEFINED	5
			4398	159985				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MATTSON TECHNOLOGY INC	COM	577223100	1	286	SH		DEFINED	5
			1	286				
MAXIM INTEGRATED PRODS INC	COM	57772K101	2449	95831	SH		DEFINED	5
			2449	95831				
MAXWELL TECHNOLOGIES INC	COM	577767106	10	600	SH		DEFINED	5
			10	600				
MAXIMUS INC	COM	577933104	170	2058	SH		DEFINED	5
			170	2058				
MBT FINL CORP	COM	578877102	1	500	SH		DEFINED	5
			1	500				
MCCORMICK & CO INC	COM NON VTG	579780206	1947	39273	SH		DEFINED	5
			1947	39273				
MCDERMOTT INTL INC	COM	580037109	426	21482	SH		DEFINED	5
			426	21482				
MCDONALDS CORP	COM	580135101	85829	1017899	SH		DEFINED	5
			85829	1017899				
MCGRAW HILL COS INC	COM	580645109	2977	71029	SH		DEFINED	5
			2977	71029				
MCKESSON CORP	COM	58155Q103	10927	130624	SH		DEFINED	5
			10927	130624				
MCMORAN EXPLORATION CO	COM	582411104	2	95	SH		DEFINED	5
			2	95				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MEAD JOHNSON NUTRITION CO	COM	582839106	4162	61613	SH		DEFINED	5
			4162	61613				
MEADOWBROOK INS GROUP INC	COM	58319P108	810	81734	SH		DEFINED	5
			810	81734				
MEADWESTVACO CORP	COM	583334107	17	513	SH		DEFINED	5
			17	513				
MEDCATH CORP	COM	58404W109	3	220	SH		DEFINED	5
			3	220				
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	21645	382965	SH		DEFINED	5
			21645	382965				
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	29	770	SH		DEFINED	5
			29	770				
MEDTOX SCIENTIFIC INC	COM NEW	584977201	36	2057	SH		DEFINED	5
			36	2057				
MEDIVATION INC	COM	58501N101	28	1300	SH		DEFINED	5
			28	1300				
MEDNAX INC	COM	58502B106	188	2611	SH		DEFINED	5
			188	2611				
MEDTRONIC INC	COM	585055106	23898	620239	SH		DEFINED	5
			23898	620239				
MERCANTILE BANK CORP	COM	587376104	9	1055	SH		DEFINED	5
			9	1055				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MERCK & CO INC NEW	COM	58933Y105	30912	875953	SH		DEFINED	5
			30912	875953				
MERCURY GENL CORP NEW	COM	589400100	29	737	SH		DEFINED	5
			29	737				
MERIDIAN BIOSCIENCE INC	COM	589584101	2069	85812	SH		DEFINED	5
			2069	85812				
MERIT MED SYS INC	COM	589889104	2176	121117	SH		DEFINED	5
			2176	121117				
METLIFE INC	COM	59156R108	8271	188532	SH		DEFINED	5
			8271	188532				
METLIFE INC	UNIT 99/99/999	59156R116	4	50	SH		DEFINED	5
			4	50				
METROPCS COMMUNICATIONS INC	COM	591708102	1360	79036	SH		DEFINED	5
			1360	79036				
METTLER TOLEDO INTERNATIONAL	COM	592688105	3111	18444	SH		DEFINED	5
			3111	18444				
MFS INVT GRADE MUN TR	SH BEN INT	59318B108	50	5393	SH		DEFINED	5
			50	5393				
MFS HIGH YIELD MUN TR	SH BEN INT	59318E102	9	2000	SH		DEFINED	5
			9	2000				
MICREL INC	COM	594793101	620	58555	SH		DEFINED	5
			620	58555				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
MICROS SYS INC	COM	594901100	4	79	SH		DEFINED	5
			4	79				
MICROSOFT CORP	COM	594918104	75438	2901444	SH		DEFINED	5
			75438	2901444				
MICROCHIP TECHNOLOGY INC	COM	595017104	19894	524768	SH		DEFINED	5
			19894	524768				
MICRON TECHNOLOGY INC	NOTE 1.875% 6	595112AH6	878	9000	SH		DEFINED	5
			878	9000				
MICRON TECHNOLOGY INC	COM	595112103	52	6898	SH		DEFINED	5
			52	6898				
MIDDLEBURG FINANCIAL CORP	COM	596094102	4	300	SH		DEFINED	5
			4	300				
MILLER HERMAN INC	COM	600544100	155	5696	SH		DEFINED	5
			155	5696				
MINDSPEED TECHNOLOGIES INC	COM NEW	602682205	0	26	SH		DEFINED	5
				26				
MINE SAFETY APPLIANCES CO	COM	602720104	255	6825	SH		DEFINED	5
			255	6825				
MINERALS TECHNOLOGIES INC	COM	603158106	26	395	SH		DEFINED	5
			26	395				
MIPS TECHNOLOGIES INC	COM	604567107	3	400	SH		DEFINED	5
			3	400				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
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MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	31	6371	SH	DEFINED	5
			31	6371			
MIZUHO FINL GROUP INC	SPONSORED ADR	60687Y109	1	288	SH	DEFINED	5
			1	288			
MOBILE MINI INC	COM	60740F105	64	3015	SH	DEFINED	5
			64	3015			
MOLINA HEALTHCARE INC	NOTE 3.750%10	60855RAA8	922	8000	SH	DEFINED	5
			922	8000			
MOLEX INC	COM	608554101	21	827	SH	DEFINED	5
			21	827			
MOLEX INC	CL A	608554200	26	1213	SH	DEFINED	5
			26	1213			
MOLSON COORS BREWING CO	CL B	60871R209	907	20271	SH	DEFINED	5
			907	20271			
MOLYCORP INC DEL	COM	608753109	153	2500	SH	DEFINED	5
			153	2500			
MOLYCORP INC DEL	PFD CONV SER A	608753208	174	1500	SH	DEFINED	5
			174	1500			
MONMOUTH REAL ESTATE INVT CO	CL A	609720107	607	71880	SH	DEFINED	5
			607	71880			
MONRO MUFFLER BRAKE INC	COM	610236101	361	9681	SH	DEFINED	5
			361	9681			

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MONSANTO CO NEW	COM	61166W101	7422	102321	SH	DEFINED	5
			-----	-----			
			7422	102321			
MONSTER WORLDWIDE INC	COM	611742107	90	6155	SH	DEFINED	5
			-----	-----			
			90	6155			
MOODYS CORP	COM	615369105	703	18341	SH	DEFINED	5
			-----	-----			
			703	18341			
MORGAN STANLEY EMER MKTS DEB	COM	61744H105	1	68	SH	DEFINED	5
			-----	-----			
			1	68			
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	14	812	SH	DEFINED	5
			-----	-----			
			14	812			
MORGAN STANLEY	COM NEW	617446448	3550	154287	SH	DEFINED	5
			-----	-----			
			3550	154287			
MOSAIC CO NEW	COM	61945C103	31	455	SH	DEFINED	5
			-----	-----			
			31	455			
MOTOROLA SOLUTIONS INC	COM NEW	620076307	435	9455	SH	DEFINED	5
			-----	-----			
			435	9455			
MOTOROLA MOBILITY HLDGS INC	COM	620097105	132	6006	SH	DEFINED	5
			-----	-----			
			132	6006			
MURPHY OIL CORP	COM	626717102	287	4364	SH	DEFINED	5
			-----	-----			
			287	4364			
MYLAN INC	COM	628530107	10301	417540	SH	DEFINED	5
			-----	-----			
			10301	417540			

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NCR CORP NEW	COM	62886E108	20	1048	SH	DEFINED	5
			-----	-----			
			20	1048			
NII HLDGS INC	CL B NEW	62913F201	164	3865	SH	DEFINED	5
			-----	-----			
			164	3865			
NRG ENERGY INC	COM NEW	629377508	199	8079	SH	DEFINED	5
			-----	-----			
			199	8079			
NTN BUZZTIME INC	COM NEW	629410309	0	1040	SH	DEFINED	5
			-----	-----			
				1040			
NVR INC	COM	62944T105	1	2	SH	DEFINED	5
			-----	-----			
			1	2			
NVE CORP	COM NEW	629445206	12	200	SH	DEFINED	5
			-----	-----			
			12	200			
NYSE EURONEXT	COM	629491101	1173	34222	SH	DEFINED	5
			-----	-----			
			1173	34222			
NALCO HOLDING COMPANY	COM	62985Q101	28	1006	SH	DEFINED	5
			-----	-----			
			28	1006			
NAPCO SEC TECHNOLOGIES INC	COM	630402105	11	3537	SH	DEFINED	5
			-----	-----			
			11	3537			
NASDAQ OMX GROUP INC	COM	631103108	2704	106866	SH	DEFINED	5
			-----	-----			
			2704	106866			
NASH FINCH CO	FRNT 1.631% 3	631158AD4	833	18000	SH	DEFINED	5
			-----	-----			
			833	18000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NASH FINCH CO	COM	631158102	230	6419	SH		DEFINED	5

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			230	6419		
NATIONAL FUEL GAS CO N J	COM	636180101	202	2771	SH	DEFINED 5
			202	2771		
NATIONAL GRID PLC	SPON ADR NEW	636274300	529	10710	SH	DEFINED 5
			529	10710		
NATIONAL HEALTH INVS INC	COM	63633D104	1064	23951	SH	DEFINED 5
			1064	23951		
NATIONAL INSTRS CORP	COM	636518102	249	8398	SH	DEFINED 5
			249	8398		
NATIONAL OILWELL VARCO INC	COM	637071101	27147	347098	SH	DEFINED 5
			27147	347098		
NATIONAL RETAIL PROPERTIES I	COM	637417106	367	14964	SH	DEFINED 5
			367	14964		
NATIONAL SEMICONDUCTOR CORP	COM	637640103	6	226	SH	DEFINED 5
			6	226		
NATIONWIDE HEALTH PPTYS INC	COM	638620104	416	10052	SH	DEFINED 5
			416	10052		
NAVIGATORS GROUP INC	COM	638904102	1262	26853	SH	DEFINED 5
			1262	26853		
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	209	6311	SH	DEFINED 5
			209	6311		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NAVIGANT CONSULTING INC	COM	63935N107	515	49123	SH		DEFINED 5	

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			515	49123			
NEOGEN CORP	COM	640491106	938	20748	SH	DEFINED	5
			-----	-----			
			938	20748			
NETAPP INC	COM	64110D104	175	3315	SH	DEFINED	5
			-----	-----			
			175	3315			
NETFLIX INC	COM	64110L106	22	84	SH	DEFINED	5
			-----	-----			
			22	84			
NETGEAR INC	COM	64111Q104	446	10197	SH	DEFINED	5
			-----	-----			
			446	10197			
NEUSTAR INC	CL A	64126X201	19	726	SH	DEFINED	5
			-----	-----			
			19	726			
NEUTRAL TANDEM INC	COM	64128B108	695	39874	SH	DEFINED	5
			-----	-----			
			695	39874			
NEW JERSEY RES	COM	646025106	117	2619	SH	DEFINED	5
			-----	-----			
			117	2619			
NEW YORK CMNTY BANCORP INC	COM	649445103	2238	149313	SH	DEFINED	5
			-----	-----			
			2238	149313			
NEWELL RUBBERMAID INC	COM	651229106	593	37599	SH	DEFINED	5
			-----	-----			
			593	37599			
NEWFIELD EXPL CO	COM	651290108	1893	27835	SH	DEFINED	5
			-----	-----			
			1893	27835			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
NEWMARKET CORP	COM	651587107	1376	8059	SH		DEFINED	5
			-----	-----				
			1376	8059				

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NEWMONT MINING CORP	COM	651639106	184	3405	SH	DEFINED	5
			-----	-----			
			184	3405			
NEWPARK RES INC	NOTE 4.000%10	651718AC2	1050	9000	SH	DEFINED	5
			-----	-----			
			1050	9000			
NEWS CORP	CL A	65248E104	248	14030	SH	DEFINED	5
			-----	-----			
			248	14030			
NEWS CORP	CL B	65248E203	69	3795	SH	DEFINED	5
			-----	-----			
			69	3795			
NFJ DIVID INT & PREM STRTGY	COM SHS	65337H109	9	500	SH	DEFINED	5
			-----	-----			
			9	500			
NEXTERA ENERGY INC	COM	65339F101	40152	698774	SH	DEFINED	5
			-----	-----			
			40152	698774			
NICOR INC	COM	654086107	67	1230	SH	DEFINED	5
			-----	-----			
			67	1230			
NIDEC CORP	SPONSORED ADR	654090109	34	1464	SH	DEFINED	5
			-----	-----			
			34	1464			
NIKE INC	CL B	654106103	27499	305613	SH	DEFINED	5
			-----	-----			
			27499	305613			
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	27	1114	SH	DEFINED	5
			-----	-----			
			27	1114			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
NISOURCE INC	COM	65473P105	1000	49392	SH		DEFINED	5
			-----	-----				
			1000	49392				

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NOKIA CORP	SPONSORED ADR	654902204	42	6503	SH	DEFINED	5
			-----	-----			
			42	6503			
NOBLE ENERGY INC	COM	655044105	123	1373	SH	DEFINED	5
			-----	-----			
			123	1373			
NOMURA HLDGS INC	SPONSORED ADR	65535H208	25	5143	SH	DEFINED	5
			-----	-----			
			25	5143			
NORDSTROM INC	COM	655664100	3362	71623	SH	DEFINED	5
			-----	-----			
			3362	71623			
NORFOLK SOUTHERN CORP	COM	655844108	31108	415159	SH	DEFINED	5
			-----	-----			
			31108	415159			
NORTH AMERN ENERGY PARTNERS	COM	656844107	792	103339	SH	DEFINED	5
			-----	-----			
			792	103339			
NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	6	168	SH	DEFINED	5
			-----	-----			
			6	168			
NORTHEAST UTILS	COM	664397106	886	25182	SH	DEFINED	5
			-----	-----			
			886	25182			
NORTHERN TR CORP	COM	665859104	6198	134852	SH	DEFINED	5
			-----	-----			
			6198	134852			
NORTHGATE MINERALS CORP	COM	666416102	164	62986	SH	DEFINED	5
			-----	-----			
			164	62986			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
NORTHROP GRUMMAN CORP	COM	666807102	3806	54876	SH		DEFINED	5
			-----	-----				
			3806	54876				
NOVARTIS A G	SPONSORED ADR	66987V109	35352	578501	SH		DEFINED	5

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			35352	578501		
NOVELLUS SYS INC	COM	670008101	4	118	SH	DEFINED 5
			4	118		
NOVO-NORDISK A S	ADR	670100205	5118	40851	SH	DEFINED 5
			5118	40851		
NU SKIN ENTERPRISES INC	CL A	67018T105	1115	29681	SH	DEFINED 5
			1115	29681		
NSTAR	COM	67019E107	649	14105	SH	DEFINED 5
			649	14105		
NUANCE COMMUNICATIONS INC	COM	67020Y100	263	12260	SH	DEFINED 5
			263	12260		
NUCOR CORP	COM	670346105	4839	117387	SH	DEFINED 5
			4839	117387		
NUSTAR ENERGY LP	UNIT COM	67058H102	279	4314	SH	DEFINED 5
			279	4314		
NUVEEN INSD PREM INCOME MUN	COM	6706D8104	9	751	SH	DEFINED 5
			9	751		
NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	34	2755	SH	DEFINED 5
			34	2755		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NUVEEN EQUITY PREM INCOME FD	COM	6706ER101	24	1904	SH		DEFINED 5	
			24	1904				
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	42	3400	SH		DEFINED 5	

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			42	3400			
NUVEEN PA PREM INCOME MUN FD	COM	67061F101	26	2000	SH	DEFINED	5
			-----	-----			
			26	2000			
NUVEEN SELECT MAT MUN FD	SH BEN INT	67061T101	26	2500	SH	DEFINED	5
			-----	-----			
			26	2500			
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	59	4199	SH	DEFINED	5
			-----	-----			
			59	4199			
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67062F100	3	200	SH	DEFINED	5
			-----	-----			
			3	200			
NUVEEN MUN ADVANTAGE FD INC	COM	67062H106	101	7228	SH	DEFINED	5
			-----	-----			
			101	7228			
NUVEEN INSD QUALITY MUN FD I	COM	67062N103	57	4277	SH	DEFINED	5
			-----	-----			
			57	4277			
NUVEEN PERFORMANCE PLUS MUN	COM	67062P108	51	3700	SH	DEFINED	5
			-----	-----			
			51	3700			
NUVEEN PREM INCOME MUN FD	COM	67062T100	229	17277	SH	DEFINED	5
			-----	-----			
			229	17277			
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	22	1722	SH	DEFINED	5
			-----	-----			
			22	1722			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106	74	5800	SH		DEFINED	5
			-----	-----				
			74	5800				
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	1175	86574	SH		DEFINED	5
			-----	-----				
			1175	86574				

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NUVEEN TAX FREE ADV MUN FD	COM	670657105	123	8974	SH	DEFINED	5
			-----	-----			
			123	8974			
NVIDIA CORP	COM	67066G104	36	2272	SH	DEFINED	5
			-----	-----			
			36	2272			
NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	11	800	SH	DEFINED	5
			-----	-----			
			11	800			
NUVEEN SR INCOME FD	COM	67067Y104	14	1800	SH	DEFINED	5
			-----	-----			
			14	1800			
NUVEEN MUN HIGH INCOME OPP F	COM	670682103	4	300	SH	DEFINED	5
			-----	-----			
			4	300			
NUVEEN MUN HIGH INC OPPTY FD	COM	670683101	37	3333	SH	DEFINED	5
			-----	-----			
			37	3333			
NUVEEN MUN VALUE FD 2	COM	670695105	64	4000	SH	DEFINED	5
			-----	-----			
			64	4000			
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	114	8044	SH	DEFINED	5
			-----	-----			
			114	8044			
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	35	2500	SH	DEFINED	5
			-----	-----			
			35	2500			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	29	2120	SH		DEFINED	5
			-----	-----				
			29	2120				
NUVEEN MI DIV ADV MUNI FD	COM SH BEN INT	67070W103	18	1360	SH		DEFINED	5
			-----	-----				
			18	1360				

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NUVEEN DIV ADV MUNI FD 3	COM SH BEN INT	67070X101	10	733	SH	DEFINED	5
			-----	-----			
			10	733			
NUVASIVE INC	NOTE 2.250% 3	670704AB1	628	6000	SH	DEFINED	5
			-----	-----			
			628	6000			
NUVEEN INSD DIVID ADVANTAGE	COM	67071L106	18	1333	SH	DEFINED	5
			-----	-----			
			18	1333			
NUVEEN QUALITY PFD INCOME FD	COM	67071S101	48	6069	SH	DEFINED	5
			-----	-----			
			48	6069			
NXSTAGE MEDICAL INC	COM	67072V103	406	19497	SH	DEFINED	5
			-----	-----			
			406	19497			
NUVEEN MULTI STRAT INC & GR	COM	67073B106	38	4365	SH	DEFINED	5
			-----	-----			
			38	4365			
NUVEEN GLB GOVT ENHANCED IN	COM	67073C104	5	350	SH	DEFINED	5
			-----	-----			
			5	350			
NUVEEN MULT STRAT INCM GR FD	COM SHS	67073D102	23	2500	SH	DEFINED	5
			-----	-----			
			23	2500			
NV ENERGY INC	COM	67073Y106	77	5000	SH	DEFINED	5
			-----	-----			
			77	5000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
OGE ENERGY CORP	COM	670837103	329	6534	SH	DEFINED	5
			-----	-----			
			329	6534			
OM GROUP INC	COM	670872100	163	4004	SH	DEFINED	5
			-----	-----			
			163	4004			
NUVEEN MUN VALUE FD INC	COM	670928100	461	49819	SH	DEFINED	5

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			-----	-----			
			461	49819			
NUVEEN SELECT QUALITY MUN FD	COM	670973106	42	3000	SH	DEFINED	5
			-----	-----			
			42	3000			
NUVEEN QUALITY INCOME MUN FD	COM	670977107	15	1100	SH	DEFINED	5
			-----	-----			
			15	1100			
NUVEEN MICH QUALITY INCOME M	COM	670979103	97	7082	SH	DEFINED	5
			-----	-----			
			97	7082			
NUVEEN OHIO QUALITY INCOME M	COM	670980101	579	37262	SH	DEFINED	5
			-----	-----			
			579	37262			
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	337	24993	SH	DEFINED	5
			-----	-----			
			337	24993			
NUVEEN PREMIER INSD MUN INCO	COM	670987106	37	2500	SH	DEFINED	5
			-----	-----			
			37	2500			
NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	37	2646	SH	DEFINED	5
			-----	-----			
			37	2646			
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	44	3202	SH	DEFINED	5
			-----	-----			
			44	3202			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN INSD NY PREM INCOME F	COM	67101R107	24	1701	SH		DEFINED	5
			-----	-----				
			24	1701				
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	265	4048	SH		DEFINED	5
			-----	-----				
			265	4048				
OCCIDENTAL PETE CORP DEL	COM	674599105	15130	145420	SH		DEFINED	5
			-----	-----				

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			15130	145420		
OCEANEERING INTL INC	COM	675232102	5	120	SH	DEFINED 5
			-----	-----		
			5	120		
OFFICEMAX INC DEL	COM	67622P101	536	68325	SH	DEFINED 5
			-----	-----		
			536	68325		
OHIO VY BANC CORP	COM	677719106	45	2591	SH	DEFINED 5
			-----	-----		
			45	2591		
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	30	200	SH	DEFINED 5
			-----	-----		
			30	200		
OLD DOMINION FGHT LINES INC	COM	679580100	1149	30799	SH	DEFINED 5
			-----	-----		
			1149	30799		
OLD NATL BANCORP IND	COM	680033107	924	85528	SH	DEFINED 5
			-----	-----		
			924	85528		
OLD REP INTL CORP	NOTE 3.750% 3	680223AH7	792	8000	SH	DEFINED 5
			-----	-----		
			792	8000		
OLD REP INTL CORP	COM	680223104	40	3394	SH	DEFINED 5
			-----	-----		
			40	3394		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
OLIN CORP	COM PAR \$1	680665205	1729	76280	SH		DEFINED 5	
			-----	-----				
			1729	76280				
OLYMPIC STEEL INC	COM	68162K106	34	1250	SH		DEFINED 5	
			-----	-----				
			34	1250				
OMNICARE INC	COM	681904108	566	17736	SH		DEFINED 5	
			-----	-----				
			566	17736				

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OMNICOM GROUP INC	COM	681919106	13255	275224	SH	DEFINED	5
			-----	-----			
			13255	275224			
OMEGA HEALTHCARE INVS INC	COM	681936100	15	720	SH	DEFINED	5
			-----	-----			
			15	720			
OMNIVISION TECHNOLOGIES INC	COM	682128103	1507	43282	SH	DEFINED	5
			-----	-----			
			1507	43282			
OMNICELL INC	COM	68213N109	142	9105	SH	DEFINED	5
			-----	-----			
			142	9105			
ONCOLYTICS BIOTECH INC	COM	682310107	8	1500	SH	DEFINED	5
			-----	-----			
			8	1500			
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	661	7744	SH	DEFINED	5
			-----	-----			
			661	7744			
ONEOK INC NEW	COM	682680103	3390	45798	SH	DEFINED	5
			-----	-----			
			3390	45798			
ONYX PHARMACEUTICALS INC	COM	683399109	18	500	SH	DEFINED	5
			-----	-----			
			18	500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ORACLE CORP	COM	68389X105	54556	1657726	SH		DEFINED	5
			-----	-----				
			54556	1657726				
ORBITAL SCIENCES CORP	NOTE 2.438% 1	685564AN6	515	5000	SH		DEFINED	5
			-----	-----				
			515	5000				
ORIX CORP	SPONSORED ADR	686330101	364	7456	SH		DEFINED	5
			-----	-----				
			364	7456				

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OSHKOSH CORP	COM	688239201	34	1186	SH	DEFINED	5
			-----	-----			
			34	1186			
OTTER TAIL CORP	COM	689648103	30	1400	SH	DEFINED	5
			-----	-----			
			30	1400			
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	1	30	SH	DEFINED	5
			-----	-----			
			1	30			
OWENS & MINOR INC NEW	COM	690732102	550	15939	SH	DEFINED	5
			-----	-----			
			550	15939			
OWENS CORNING NEW	COM	690742101	125	3346	SH	DEFINED	5
			-----	-----			
			125	3346			
OWENS ILL INC	COM NEW	690768403	129	5015	SH	DEFINED	5
			-----	-----			
			129	5015			
PG&E CORP	COM	69331C108	1365	32486	SH	DEFINED	5
			-----	-----			
			1365	32486			
PHH CORP	COM NEW	693320202	1	50	SH	DEFINED	5
			-----	-----			
			1	50			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
PMC-SIERRA INC	COM	69344F106	4	473	SH	DEFINED	5	
			-----	-----				
			4	473				
PNC FINL SVCS GROUP INC	COM	693475105	24739	415014	SH	DEFINED	5	
			-----	-----				
			24739	415014				
POSCO	SPONSORED ADR	693483109	40	372	SH	DEFINED	5	
			-----	-----				
			40	372				
PPG INDS INC	COM	693506107	3974	43774	SH	DEFINED	5	

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			-----	-----		
			3974	43774		
PPL CORP	COM	69351T106	452	16225	SH	DEFINED 5
			-----	-----		
			452	16225		
PVF CAPITAL CORP	COM	693654105	7	3700	SH	DEFINED 5
			-----	-----		
			7	3700		
PACCAR INC	COM	693718108	158	3102	SH	DEFINED 5
			-----	-----		
			158	3102		
PACHOLDER HIGH YIELD FD INC	COM	693742108	32	3234	SH	DEFINED 5
			-----	-----		
			32	3234		
PACKAGING CORP AMER	COM	695156109	9964	356000	SH	DEFINED 5
			-----	-----		
			9964	356000		
PACWEST BANCORP DEL	COM	695263103	218	10620	SH	DEFINED 5
			-----	-----		
			218	10620		
PAIN THERAPEUTICS INC	COM	69562K100	6	1500	SH	DEFINED 5
			-----	-----		
			6	1500		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
PALL CORP	COM	696429307	1197	21293	SH		DEFINED 5	
			-----	-----				
			1197	21293				
PAN AMERICAN SILVER CORP	COM	697900108	3	100	SH		DEFINED 5	
			-----	-----				
			3	100				
PANASONIC CORP	ADR	69832A205	16	1300	SH		DEFINED 5	
			-----	-----				
			16	1300				
PANERA BREAD CO	CL A	69840W108	196	1560	SH		DEFINED 5	
			-----	-----				

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			196	1560		
PAPA JOHNS INTL INC	COM	698813102	10	300	SH	DEFINED 5
			-----	-----		
			10	300		
PAREXEL INTL CORP	COM	699462107	1948	82680	SH	DEFINED 5
			-----	-----		
			1948	82680		
PARK NATL CORP	COM	700658107	615	9332	SH	DEFINED 5
			-----	-----		
			615	9332		
PARKER DRILLING CO	COM	701081101	151	25819	SH	DEFINED 5
			-----	-----		
			151	25819		
PARKER HANNIFIN CORP	COM	701094104	1682	18748	SH	DEFINED 5
			-----	-----		
			1682	18748		
PARTNER COMMUNICATIONS CO LT	ADR	70211M109	31	2100	SH	DEFINED 5
			-----	-----		
			31	2100		
PATRIOT COAL CORP	COM	70336T104	14	610	SH	DEFINED 5
			-----	-----		
			14	610		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PATTERSON COMPANIES INC	COM	703395103	8	239	SH		DEFINED 5	
			-----	-----				
			8	239				
PAYCHEX INC	COM	704326107	8962	291741	SH		DEFINED 5	
			-----	-----				
			8962	291741				
PEABODY ENERGY CORP	COM	704549104	8455	143527	SH		DEFINED 5	
			-----	-----				
			8455	143527				
PENGROWTH ENERGY CORP	COM	70706P104	85	6725	SH		DEFINED 5	
			-----	-----				
			85	6725				

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PENN NATL GAMING INC	COM	707569109	102	2532	SH	DEFINED	5
			-----	-----			
			102	2532			
PENN VA CORP	COM	707882106	168	12695	SH	DEFINED	5
			-----	-----			
			168	12695			
PENN VA RESOURCES PARTNERS L	COM	707884102	135	5000	SH	DEFINED	5
			-----	-----			
			135	5000			
PENN WEST PETE LTD NEW	COM	707887105	121	5250	SH	DEFINED	5
			-----	-----			
			121	5250			
PENNEY J C INC	COM	708160106	312	9023	SH	DEFINED	5
			-----	-----			
			312	9023			
PENTAIR INC	COM	709631105	77	1905	SH	DEFINED	5
			-----	-----			
			77	1905			
PEOPLES BANCORP INC	COM	709789101	341	30300	SH	DEFINED	5
			-----	-----			
			341	30300			

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FORM 13F

NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
PEOPLES UNITED FINANCIAL INC	COM	712704105	13	996	SH		DEFINED	5
			-----	-----				
			13	996				
PEP BOYS MANNY MOE & JACK	COM	713278109	1	100	SH		DEFINED	5
			-----	-----				
			1	100				
PEPCO HOLDINGS INC	COM	713291102	678	34540	SH		DEFINED	5
			-----	-----				
			678	34540				
PEPSICO INC	COM	713448108	84287	1196745	SH		DEFINED	5
			-----	-----				
			84287	1196745				

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PERKINELMER INC	COM	714046109	153	5676	SH	DEFINED	5
			-----	-----			
			153	5676			
PERRIGO CO	COM	714290103	4834	55009	SH	DEFINED	5
			-----	-----			
			4834	55009			
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684106	5	156	SH	DEFINED	5
			-----	-----			
			5	156			
PETROCHINA CO LTD	SPONSORED ADR	71646E100	73	500	SH	DEFINED	5
			-----	-----			
			73	500			
PETROHAWK ENERGY CORP	COM	716495106	212	8609	SH	DEFINED	5
			-----	-----			
			212	8609			
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	992	32318	SH	DEFINED	5
			-----	-----			
			992	32318			
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	1427	42137	SH	DEFINED	5
			-----	-----			
			1427	42137			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PETROLEUM & RES CORP	COM	716549100	58	1971	SH		DEFINED	5
			-----	-----				
			58	1971				
PETROQUEST ENERGY INC	COM	716748108	174	24755	SH		DEFINED	5
			-----	-----				
			174	24755				
PETSMART INC	COM	716768106	54	1190	SH		DEFINED	5
			-----	-----				
			54	1190				
PFIZER INC	COM	717081103	69505	3374018	SH		DEFINED	5
			-----	-----				
			69505	3374018				
PHARMACEUTICAL HLDERS TR	DEPOSITRY RCPT	71712A206	7	100	SH		DEFINED	5

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			-----	-----		
			7	100		
PHARMACEUTICAL PROD DEV INC	COM	717124101	803	29911	SH	DEFINED 5
			-----	-----		
			803	29911		
PHARMERICA CORP	COM	71714F104	24	1857	SH	DEFINED 5
			-----	-----		
			24	1857		
PHARMASSET INC	COM	71715N106	578	5148	SH	DEFINED 5
			-----	-----		
			578	5148		
PHILIP MORRIS INTL INC	COM	718172109	84076	1259185	SH	DEFINED 5
			-----	-----		
			84076	1259185		
PHILLIPS VAN HEUSEN CORP	COM	718592108	111	1689	SH	DEFINED 5
			-----	-----		
			111	1689		
PHOTRONICS INC	COM	719405102	440	51982	SH	DEFINED 5
			-----	-----		
			440	51982		

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
PIEDMONT NAT GAS INC	COM	720186105	183	6060	SH	DEFINED 5	
			-----	-----			
			183	6060			
PIEDMONT OFFICE REALTY TR IN	COM CL A	720190206	836	41016	SH	DEFINED 5	
			-----	-----			
			836	41016			
PIKE ELEC CORP	COM	721283109	192	21669	SH	DEFINED 5	
			-----	-----			
			192	21669			
PIMCO MUN INCOME FD II	COM	72200W106	745	70770	SH	DEFINED 5	
			-----	-----			
			745	70770			
PIMCO INCOME STRATEGY FUND I	COM	72201J104	81	7500	SH	DEFINED 5	
			-----	-----			

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			81	7500		
PIMCO HIGH INCOME FD	COM SHS	722014107	186	13662	SH	DEFINED 5
			-----	-----		
			186	13662		
PINNACLE WEST CAP CORP	COM	723484101	68	1523	SH	DEFINED 5
			-----	-----		
			68	1523		
PIONEER DRILLING CO	COM	723655106	38	2500	SH	DEFINED 5
			-----	-----		
			38	2500		
PIONEER MUN HIGH INCOME ADV	COM	723762100	55	4000	SH	DEFINED 5
			-----	-----		
			55	4000		
PIONEER NAT RES CO	COM	723787107	686	7657	SH	DEFINED 5
			-----	-----		
			686	7657		
PIONEER SOUTHWST ENRG PRTNR	UNIT LP INT	72388B106	6	200	SH	DEFINED 5
			-----	-----		
			6	200		

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
PIPER JAFFRAY COS	COM	724078100	265	9182	SH	DEFINED 5	
			-----	-----			
			265	9182			
PITNEY BOWES INC	COM	724479100	5396	234728	SH	DEFINED 5	
			-----	-----			
			5396	234728			
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	454	7090	SH	DEFINED 5	
			-----	-----			
			454	7090			
PLANAR SYS INC	COM	726900103	14	5000	SH	DEFINED 5	
			-----	-----			
			14	5000			
PLEXUS CORP	COM	729132100	1	37	SH	DEFINED 5	
			-----	-----			
			1	37			

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PLUM CREEK TIMBER CO INC	COM	729251108	5989	147722	SH	DEFINED	5
			-----	-----			
			5989	147722			
POLARIS INDS INC	COM	731068102	734	6606	SH	DEFINED	5
			-----	-----			
			734	6606			
POLO RALPH LAUREN CORP	CL A	731572103	95	719	SH	DEFINED	5
			-----	-----			
			95	719			
POLYCOM INC	COM	73172K104	4129	64207	SH	DEFINED	5
			-----	-----			
			4129	64207			
POLYPORE INTL INC	COM	73179V103	378	5579	SH	DEFINED	5
			-----	-----			
			378	5579			
POLYMET MINING CORP	COM	731916102	7	4000	SH	DEFINED	5
			-----	-----			
			7	4000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	2064	24338	SH	DEFINED	5	
			-----	-----				
			2064	24338				
PORTLAND GEN ELEC CO	COM NEW	736508847	25	1000	SH	DEFINED	5	
			-----	-----				
			25	1000				
POTASH CORP SASK INC	COM	73755L107	182	3190	SH	DEFINED	5	
			-----	-----				
			182	3190				
POTLATCH CORP NEW	COM	737630103	1943	55076	SH	DEFINED	5	
			-----	-----				
			1943	55076				
POWER INTEGRATIONS INC	COM	739276103	134	3487	SH	DEFINED	5	
			-----	-----				
			134	3487				

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POWER ONE INC NEW	COM	73930R102	16	2000	SH	DEFINED	5
			-----	-----			
			16	2000			
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	692	12127	SH	DEFINED	5
			-----	-----			
			692	12127			
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	13462	464863	SH	DEFINED	5
			-----	-----			
			13462	464863			
POWERSHARES ETF TRUST	GBL LSTD PVT E	73935X195	5046	473316	SH	DEFINED	5
			-----	-----			
			5046	473316			
POWERSHARES ETF TRUST	FINL PFD PTFL	73935X229	181	10015	SH	DEFINED	5
			-----	-----			
			181	10015			
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	192	6750	SH	DEFINED	5
			-----	-----			
			192	6750			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
POWERSHARES ETF TRUST	WNDRHLL CLN EN	73935X500	73	8137	SH		DEFINED	5
			-----	-----				
			73	8137				
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	15	800	SH		DEFINED	5
			-----	-----				
			15	800				
POWERSHARES ETF TRUST	FTSE RAFI 1000	73935X583	10	167	SH		DEFINED	5
			-----	-----				
			10	167				
POWERSHARES ETF TRUST	DYNM LRG CP GR	73935X609	11	620	SH		DEFINED	5
			-----	-----				
			11	620				
POWERSHARES DB G10 CURCY HAR	COM UT BEN INT	73935Y102	2070	83525	SH		DEFINED	5
			-----	-----				
			2070	83525				
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	377	11890	SH		DEFINED	5

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			-----	-----		
			377	11890		
POWERSHS DB US DOLLAR INDEX	DOLL INDX BEAR	73936D206	549	19100	SH	DEFINED 5
			-----	-----		
			549	19100		
POWERSHARES ETF TRUST II	COMPLTN PORTFL	73936Q306	68	5700	SH	DEFINED 5
			-----	-----		
			68	5700		
POWERSHARES ETF TRUST II	GLOBAL STL ETF	73936Q868	4	196	SH	DEFINED 5
			-----	-----		
			4	196		
POWERSHARES GLOBAL ETF TRUST	FDM HG YLD RAF	73936T557	92	4950	SH	DEFINED 5
			-----	-----		
			92	4950		
POWERSHARES GLOBAL ETF TRUST	AGG PFD PORT	73936T565	48	3353	SH	DEFINED 5
			-----	-----		
			48	3353		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
POWERSHARES GLOBAL ETF TRUST	GBL CLEAN ENER	73936T615	8	615	SH		DEFINED 5	
			-----	-----				
			8	615				
POWERSHARES GLOBAL ETF TRUST	GBL WTR PORT	73936T623	57	2811	SH		DEFINED 5	
			-----	-----				
			57	2811				
POWERSHARES ETF TR II	S&P SMCP HC PO	73937B886	20	600	SH		DEFINED 5	
			-----	-----				
			20	600				
PRAXAIR INC	COM	74005P104	44702	412419	SH		DEFINED 5	
			-----	-----				
			44702	412419				
PRECISION CASTPARTS CORP	COM	740189105	499	3032	SH		DEFINED 5	
			-----	-----				
			499	3032				
PRECISION DRILLING CORP	COM 2010	74022D308	711	49520	SH		DEFINED 5	
			-----	-----				

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			711	49520			
PRESTIGE BRANDS HLDGS INC	COM	74112D101	1447	112690	SH	DEFINED	5
			-----	-----			
			1447	112690			
PRICE T ROWE GROUP INC	COM	74144T108	6594	109279	SH	DEFINED	5
			-----	-----			
			6594	109279			
PRICELINE COM INC	COM NEW	741503403	3331	6507	SH	DEFINED	5
			-----	-----			
			3331	6507			
PRICESMART INC	COM	741511109	1648	32167	SH	DEFINED	5
			-----	-----			
			1648	32167			
PRIMO WTR CORP	COM	74165N105	553	38462	SH	DEFINED	5
			-----	-----			
			553	38462			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
PRINCIPAL FINL GROUP INC	COM	74251V102	68	2227	SH	DEFINED	5	
			-----	-----				
			68	2227				
PROASSURANCE CORP	COM	74267C106	9	135	SH	DEFINED	5	
			-----	-----				
			9	135				
PROCTER & GAMBLE CO	COM	742718109	571921	8996705	SH	DEFINED	5	
			-----	-----				
			571921	8996705				
PRIVATEBANCORP INC	COM	742962103	2	151	SH	DEFINED	5	
			-----	-----				
			2	151				
PROGENICS PHARMACEUTICALS IN	COM	743187106	36	5000	SH	DEFINED	5	
			-----	-----				
			36	5000				
PROGRESS ENERGY INC	COM	743263105	14764	307523	SH	DEFINED	5	
			-----	-----				
			14764	307523				

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PROGRESSIVE CORP OHIO	COM	743315103	4212	197022	SH	DEFINED	5
			-----	-----			
			4212	197022			
PROLOGIS INC	COM	74340W103	919	25646	SH	DEFINED	5
			-----	-----			
			919	25646			
PROSHARES TR	PSHS ULT S&P 5	74347R107	55	1034	SH	DEFINED	5
			-----	-----			
			55	1034			
PROSHARES TR	PSHS SHRT S&P5	74347R503	4	100	SH	DEFINED	5
			-----	-----			
			4	100			
PROSHARES TR	PSHS ULSHT SP5	74347R883	62	2999	SH	DEFINED	5
			-----	-----			
			62	2999			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
PROSHARES TR	ULTRA FNCLS NE	74347X633	229	3625	SH	DEFINED	5
			-----	-----			
			229	3625			
PROSHARES TR	PSHS ULSHRUS20	74348A202	1	30	SH	DEFINED	5
			-----	-----			
			1	30			
PROSPECT CAPITAL CORPORATION	COM	74348T102	13	1274	SH	DEFINED	5
			-----	-----			
			13	1274			
PROSPERITY BANCSHARES INC	COM	743606105	9	215	SH	DEFINED	5
			-----	-----			
			9	215			
PRUDENTIAL FINL INC	COM	744320102	7359	115718	SH	DEFINED	5
			-----	-----			
			7359	115718			
PRUDENTIAL PLC	ADR	74435K204	15	639	SH	DEFINED	5
			-----	-----			
			15	639			

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PUBLIC SVC ENTERPRISE GROUP	COM	744573106	456	13958	SH	DEFINED	5
			-----	-----			
			456	13958			
PUBLIC STORAGE	COM	74460D109	4303	37745	SH	DEFINED	5
			-----	-----			
			4303	37745			
PULTE GROUP INC	COM	745867101	1248	162913	SH	DEFINED	5
			-----	-----			
			1248	162913			
PUTMAN HIGH INCOME SEC FUND	SHS BEN INT	746779107	20	2224	SH	DEFINED	5
			-----	-----			
			20	2224			
PUTNAM MANAGED MUN INCOM TR	COM	746823103	7	990	SH	DEFINED	5
			-----	-----			
			7	990			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	21	3228	SH	DEFINED	5	
			-----	-----				
			21	3228				
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	2	300	SH	DEFINED	5	
			-----	-----				
			2	300				
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	28	2539	SH	DEFINED	5	
			-----	-----				
			28	2539				
QLT INC	COM	746927102	144	19928	SH	DEFINED	5	
			-----	-----				
			144	19928				
QUAKER CHEM CORP	COM	747316107	163	3800	SH	DEFINED	5	
			-----	-----				
			163	3800				
QLIK TECHNOLOGIES INC	COM	74733T105	524	15388	SH	DEFINED	5	
			-----	-----				
			524	15388				
QEP RES INC	COM	74733V100	8610	205828	SH	DEFINED	5	

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			-----	-----		
			8610	205828		
QUALCOMM INC	COM	747525103	34636	609893	SH	DEFINED 5
			-----	-----		
			34636	609893		
QUALITY SYS INC	COM	747582104	165	1889	SH	DEFINED 5
			-----	-----		
			165	1889		
QUANTA SVCS INC	COM	74762E102	29	1420	SH	DEFINED 5
			-----	-----		
			29	1420		
QUEST DIAGNOSTICS INC	COM	74834L100	302	5112	SH	DEFINED 5
			-----	-----		
			302	5112		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
QUESTAR CORP	COM	748356102	4416	249364	SH		DEFINED 5	
			-----	-----				
			4416	249364				
RCM TECHNOLOGIES INC	COM NEW	749360400	5	1000	SH		DEFINED 5	
			-----	-----				
			5	1000				
RPM INTL INC	COM	749685103	1045	45376	SH		DEFINED 5	
			-----	-----				
			1045	45376				
RTI INTL METALS INC	NOTE 3.000%12	74973WAA5	771	6000	SH		DEFINED 5	
			-----	-----				
			771	6000				
RF MICRODEVICES INC	COM	749941100	62	10085	SH		DEFINED 5	
			-----	-----				
			62	10085				
RACKSPACE HOSTING INC	COM	750086100	544	12733	SH		DEFINED 5	
			-----	-----				
			544	12733				
RADIOSHACK CORP	COM	750438103	34	2586	SH		DEFINED 5	
			-----	-----				

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				34	2586		
RALCORP HLDGS INC NEW	COM	751028101	974	11244	SH	DEFINED	5
			-----	-----			
			974	11244			
RANGE RES CORP	COM	75281A109	250	4509	SH	DEFINED	5
			-----	-----			
			250	4509			
RARE ELEMENT RES LTD	COM	75381M102	11	1000	SH	DEFINED	5
			-----	-----			
			11	1000			
RAYMOND JAMES FINANCIAL INC	COM	754730109	995	30940	SH	DEFINED	5
			-----	-----			
			995	30940			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
RAYONIER INC	COM	754907103	109	1665	SH		DEFINED	5
			-----	-----				
			109	1665				
RAYTHEON CO	COM NEW	755111507	6559	131577	SH		DEFINED	5
			-----	-----				
			6559	131577				
REACHLOCAL INC	COM	75525F104	464	22287	SH		DEFINED	5
			-----	-----				
			464	22287				
REALNETWORKS INC	COM	75605L104	3	800	SH		DEFINED	5
			-----	-----				
			3	800				
REALTY INCOME CORP	COM	756109104	7857	234603	SH		DEFINED	5
			-----	-----				
			7857	234603				
RED HAT INC	COM	756577102	29	630	SH		DEFINED	5
			-----	-----				
			29	630				
REDWOOD TR INC	COM	758075402	63	4169	SH		DEFINED	5
			-----	-----				
			63	4169				

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REGAL BELOIT CORP	COM	758750103	21	320	SH	DEFINED	5
			-----	-----			
			21	320			
REGAL ENTMT GROUP	CL A	758766109	97	7828	SH	DEFINED	5
			-----	-----			
			97	7828			
REGENCY CTRS CORP	COM	758849103	7	156	SH	DEFINED	5
			-----	-----			
			7	156			
REGIS CORP MINN	COM	758932107	179	11668	SH	DEFINED	5
			-----	-----			
			179	11668			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
REGIONS FINANCIAL CORP NEW	COM	7591EP100	69	11203	SH	DEFINED	5
			-----	-----			
			69	11203			
REINSURANCE GROUP AMER INC	COM NEW	759351604	4964	81559	SH	DEFINED	5
			-----	-----			
			4964	81559			
RELIANCE STEEL & ALUMINUM CO	COM	759509102	53	1070	SH	DEFINED	5
			-----	-----			
			53	1070			
RENASANT CORP	COM	75970E107	132	9136	SH	DEFINED	5
			-----	-----			
			132	9136			
RENT A CTR INC NEW	COM	76009N100	238	7795	SH	DEFINED	5
			-----	-----			
			238	7795			
REPUBLIC SVCS INC	COM	760759100	1695	54932	SH	DEFINED	5
			-----	-----			
			1695	54932			
RESEARCH IN MOTION LTD	COM	760975102	16	564	SH	DEFINED	5
			-----	-----			
			16	564			

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RESMED INC	COM	761152107	202	6520	SH	DEFINED	5
			-----	-----			
			202	6520			
RESOURCES CONNECTION INC	COM	76122Q105	76	6341	SH	DEFINED	5
			-----	-----			
			76	6341			
REYNOLDS AMERICAN INC	COM	761713106	782	21117	SH	DEFINED	5
			-----	-----			
			782	21117			
RIO TINTO PLC	SPONSORED ADR	767204100	792	10951	SH	DEFINED	5
			-----	-----			
			792	10951			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
RITCHIE BROS AUCTIONEERS	COM	767744105	202	7339	SH	DEFINED	5
			-----	-----			
			202	7339			
RIVUS BOND FUND	COM	769667106	1	63	SH	DEFINED	5
			-----	-----			
			1	63			
ROBERT HALF INTL INC	COM	770323103	19	709	SH	DEFINED	5
			-----	-----			
			19	709			
ROCHESTER MED CORP	COM	771497104	1	80	SH	DEFINED	5
			-----	-----			
			1	80			
ROCKWELL AUTOMATION INC	COM	773903109	1691	19495	SH	DEFINED	5
			-----	-----			
			1691	19495			
ROCKWELL COLLINS INC	COM	774341101	711	11528	SH	DEFINED	5
			-----	-----			
			711	11528			
ROCKWOOD HLDGS INC	COM	774415103	15902	287604	SH	DEFINED	5
			-----	-----			
			15902	287604			
ROGERS COMMUNICATIONS INC	CL B	775109200	7941	200938	SH	DEFINED	5

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			7941	200938		
ROLLINS INC	COM	775711104	252	12383	SH	DEFINED 5
			252	12383		
ROPER INDS INC NEW	COM	776696106	1697	20374	SH	DEFINED 5
			1697	20374		
ROSS STORES INC	COM	778296103	1153	14389	SH	DEFINED 5
			1153	14389		

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ROVI CORP	COM	779376102	4	74	SH		DEFINED 5	
			4	74				
ROWAN COS INC	COM	779382100	6	152	SH		DEFINED 5	
			6	152				
ROYAL BK CDA MONTREAL QUE	COM	780087102	1567	27479	SH		DEFINED 5	
			1567	27479				
ROYAL BK SCOTLAND GROUP PLC	SPONS ADR 20 O	780097689	13	1045	SH		DEFINED 5	
			13	1045				
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	5981	83364	SH		DEFINED 5	
			5981	83364				
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	34732	488292	SH		DEFINED 5	
			34732	488292				
ROYAL GOLD INC	COM	780287108	6	100	SH		DEFINED 5	
			6	100				
RUBICON TECHNOLOGY INC	COM	78112T107	167	9881	SH		DEFINED 5	

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			167	9881		
RUDOLPH TECHNOLOGIES INC	COM	781270103	0	45	SH	DEFINED 5
			-----	-----		
				45		
RUSH ENTERPRISES INC	CL A	781846209	347	18258	SH	DEFINED 5
			-----	-----		
			347	18258		
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	6	200	SH	DEFINED 5
			-----	-----		
			6	200		

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
Ryder Sys Inc	COM	783549108	2	34	SH		DEFINED 5	
			-----	-----				
			2	34				
Rydex ETF Trust	S&P 500 EQ TRD	78355W106	15	300	SH		DEFINED 5	
			-----	-----				
			15	300				
Rydex ETF Trust	S&PMC400 PURGR	78355W601	541	6100	SH		DEFINED 5	
			-----	-----				
			541	6100				
Rydex ETF Trust	S&PSC600 PURVL	78355W700	14	350	SH		DEFINED 5	
			-----	-----				
			14	350				
SAIC Inc	COM	78390X101	69	4111	SH		DEFINED 5	
			-----	-----				
			69	4111				
SL Green Rlty Corp	COM	78440X101	756	9124	SH		DEFINED 5	
			-----	-----				
			756	9124				
SLM Corp	COM	78442P106	15	907	SH		DEFINED 5	
			-----	-----				
			15	907				
SM Energy Co	COM	78454L100	62	850	SH		DEFINED 5	
			-----	-----				
			62	850				

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SPDR S&P 500 ETF TR	TR UNIT	78462F103	45783	346921	SH	DEFINED	5
			-----	-----			
			45783	346921			
SPS COMM INC	COM	78463M107	385	21641	SH	DEFINED	5
			-----	-----			
			385	21641			
SPDR GOLD TRUST	GOLD SHS	78463V107	41738	285874	SH	DEFINED	5
			-----	-----			
			41738	285874			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
SPDR INDEX SHS FDS	EURO STOXX 50	78463X202	20	489	SH		DEFINED	5
			-----	-----				
			20	489				
SPDR INDEX SHS FDS	S&P CHINA ETF	78463X400	11	141	SH		DEFINED	5
			-----	-----				
			11	141				
SPDR INDEX SHS FDS	INTL TECH ETF	78463X657	9	326	SH		DEFINED	5
			-----	-----				
			9	326				
SPDR INDEX SHS FDS	LATIN AMER ETF	78463X707	31	353	SH		DEFINED	5
			-----	-----				
			31	353				
SPDR INDEX SHS FDS	S&P INTL ETF	78463X772	592	10032	SH		DEFINED	5
			-----	-----				
			592	10032				
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	15	555	SH		DEFINED	5
			-----	-----				
			15	555				
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	18943	469111	SH		DEFINED	5
			-----	-----				
			18943	469111				
SPDR INDEX SHS FDS	S&P INTL SMLCP	78463X871	214	6750	SH		DEFINED	5
			-----	-----				
			214	6750				

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SPX CORP	COM	784635104	3327	40255	SH	DEFINED	5
			-----	-----			
			3327	40255			
SPDR SERIES TRUST	MORGAN TECH ET	78464A102	21	321	SH	DEFINED	5
			-----	-----			
			21	321			
SPDR SERIES TRUST	WELLS FG PFD E	78464A292	23	500	SH	DEFINED	5
			-----	-----			
			23	500			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	209	5186	SH	DEFINED	5
			-----	-----			
			209	5186			
SPDR SERIES TRUST	NUVN BR SHT MU	78464A425	251	10372	SH	DEFINED	5
			-----	-----			
			251	10372			
SPDR SERIES TRUST	DB INT GVT ETF	78464A490	55	895	SH	DEFINED	5
			-----	-----			
			55	895			
SPDR SERIES TRUST	BRCLYS INTL ET	78464A516	2617	42363	SH	DEFINED	5
			-----	-----			
			2617	42363			
SPDR SERIES TRUST	DJ REIT ETF	78464A607	184	2766	SH	DEFINED	5
			-----	-----			
			184	2766			
SPDR SERIES TRUST	BRCLYS INTER E	78464A672	22	364	SH	DEFINED	5
			-----	-----			
			22	364			
SPDR SERIES TRUST	BRCLYS 1-3MT E	78464A680	154	3350	SH	DEFINED	5
			-----	-----			
			154	3350			
SPDR SERIES TRUST	KBW REGN BK ET	78464A698	43	1700	SH	DEFINED	5
			-----	-----			
			43	1700			
SPDR SERIES TRUST	S&P METALS MNG	78464A755	21	300	SH	DEFINED	5

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			-----	-----			
			21	300			
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	5891	108976	SH	DEFINED	5
			-----	-----			
			5891	108976			
SPDR SERIES TRUST	SPDR KBW BK ET	78464A797	281	11713	SH	DEFINED	5
			-----	-----			
			281	11713			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	2712	21904	SH	DEFINED	5
			-----	-----			
			2712	21904			
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	2337	13170	SH	DEFINED	5
			-----	-----			
			2337	13170			
STEC INC	COM	784774101	68	4000	SH	DEFINED	5
			-----	-----			
			68	4000			
SWS GROUP INC	COM	78503N107	209	34869	SH	DEFINED	5
			-----	-----			
			209	34869			
SXC HEALTH SOLUTIONS CORP	COM	78505P100	635	10775	SH	DEFINED	5
			-----	-----			
			635	10775			
S Y BANCORP INC	COM	785060104	242	10423	SH	DEFINED	5
			-----	-----			
			242	10423			
SABINE ROYALTY TR	UNIT BEN INT	785688102	255	4000	SH	DEFINED	5
			-----	-----			
			255	4000			
SAFEGUARD SCIENTIFICS INC	COM NEW	786449207	28	1500	SH	DEFINED	5
			-----	-----			
			28	1500			
SAFEWAY INC	COM NEW	786514208	74	3178	SH	DEFINED	5
			-----	-----			

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			74	3178		
ST JOE CO	COM	790148100	2	95	SH	DEFINED 5
			-----	-----		
			2	95		
ST JUDE MED INC	COM	790849103	1804	37846	SH	DEFINED 5
			-----	-----		
			1804	37846		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SALESFORCE COM INC	COM	79466L302	183	1231	SH		DEFINED 5	
			-----	-----				
			183	1231				
SALIX PHARMACEUTICALS INC	NOTE 2.750% 5	795435AC0	805	7000	SH		DEFINED 5	
			-----	-----				
			805	7000				
SALLY BEAUTY HLDGS INC	COM	79546E104	2906	169963	SH		DEFINED 5	
			-----	-----				
			2906	169963				
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	22	910	SH		DEFINED 5	
			-----	-----				
			22	910				
SANDISK CORP	NOTE 1.000% 5	80004CAC5	676	7000	SH		DEFINED 5	
			-----	-----				
			676	7000				
SANDISK CORP	COM	80004C101	11126	268101	SH		DEFINED 5	
			-----	-----				
			11126	268101				
SANDRIDGE ENERGY INC	COM	80007P307	56	5232	SH		DEFINED 5	
			-----	-----				
			56	5232				
SANOFI	SPONSORED ADR	80105N105	842	20964	SH		DEFINED 5	
			-----	-----				
			842	20964				
SANOFI	RIGHT 12/31/20	80105N113	3	1333	SH		DEFINED 5	
			-----	-----				
			3	1333				

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SAP AG	SPON ADR	803054204	785	12942	SH	DEFINED	5
			-----	-----			
			785	12942			
SARA LEE CORP	COM	803111103	3398	178955	SH	DEFINED	5
			-----	-----			
			3398	178955			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
SASOL LTD	SPONSORED ADR	803866300	287	5425	SH		DEFINED	5
			-----	-----				
			287	5425				
SCANA CORP NEW	COM	80589M102	194	4929	SH		DEFINED	5
			-----	-----				
			194	4929				
SCHAWK INC	CL A	806373106	168	10173	SH		DEFINED	5
			-----	-----				
			168	10173				
SCHEIN HENRY INC	COM	806407102	86	1201	SH		DEFINED	5
			-----	-----				
			86	1201				
SCHLUMBERGER LTD	COM	806857108	78522	908824	SH		DEFINED	5
			-----	-----				
			78522	908824				
SCHNITZER STL INDS	CL A	806882106	1558	27044	SH		DEFINED	5
			-----	-----				
			1558	27044				
SCHWAB CHARLES CORP NEW	COM	808513105	6307	383399	SH		DEFINED	5
			-----	-----				
			6307	383399				
SCIQUEST INC NEW	COM	80908T101	417	24376	SH		DEFINED	5
			-----	-----				
			417	24376				
SCOTTS MIRACLE GRO CO	CL A	810186106	1306	25457	SH		DEFINED	5
			-----	-----				
			1306	25457				

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SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	291	5944	SH	DEFINED	5
			-----	-----			
			291	5944			
SEACOR HOLDINGS INC	COM	811904101	104	1044	SH	DEFINED	5
			-----	-----			
			104	1044			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SEALED AIR CORP NEW	COM	81211K100	29	1208	SH		DEFINED	5
			-----	-----				
			29	1208				
SEARS HLDGS CORP	COM	812350106	15	214	SH		DEFINED	5
			-----	-----				
			15	214				
SEATTLE GENETICS INC	COM	812578102	410	19976	SH		DEFINED	5
			-----	-----				
			410	19976				
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	2126	53995	SH		DEFINED	5
			-----	-----				
			2126	53995				
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	1095	30812	SH		DEFINED	5
			-----	-----				
			1095	30812				
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	421	13496	SH		DEFINED	5
			-----	-----				
			421	13496				
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	1364	33918	SH		DEFINED	5
			-----	-----				
			1364	33918				
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	2673	35472	SH		DEFINED	5
			-----	-----				
			2673	35472				
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	5546	361283	SH		DEFINED	5
			-----	-----				
			5546	361283				
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	500	13417	SH		DEFINED	5

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		-----	-----				
			500	13417			
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	7229	281287	SH	DEFINED	5
			7229	281287			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	988	29522	SH	DEFINED	5
			988	29522			
SEMTECH CORP	COM	816850101	2258	82592	SH	DEFINED	5
			2258	82592			
SEMPRA ENERGY	COM	816851109	98	1846	SH	DEFINED	5
			98	1846			
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	36	1525	SH	DEFINED	5
			36	1525			
SENSIENT TECHNOLOGIES CORP	COM	81725T100	147	3956	SH	DEFINED	5
			147	3956			
SEQUENOM INC	COM NEW	817337405	11	1500	SH	DEFINED	5
			11	1500			
SERVICE CORP INTL	COM	817565104	1174	100477	SH	DEFINED	5
			1174	100477			
SHAW GROUP INC	COM	820280105	31	1021	SH	DEFINED	5
			31	1021			
SHERWIN WILLIAMS CO	COM	824348106	6628	79027	SH	DEFINED	5
			6628	79027			
SHILOH INDS INC	COM	824543102	234	21667	SH	DEFINED	5

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234 21667

SHIRE PLC	SPONSORED ADR	82481R106	806	8556	SH	DEFINED	5
			-----	-----			
			806	8556			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
SHUFFLE MASTER INC	COM	825549108	47	5000	SH		DEFINED	5
			-----	-----				
			47	5000				
SIEMENS A G	SPONSORED ADR	826197501	2337	16991	SH		DEFINED	5
			-----	-----				
			2337	16991				
SIGMA ALDRICH CORP	COM	826552101	807	10992	SH		DEFINED	5
			-----	-----				
			807	10992				
SILVER WHEATON CORP	COM	828336107	64	1925	SH		DEFINED	5
			-----	-----				
			64	1925				
SIMON PPTY GROUP INC NEW	COM	828806109	5624	48384	SH		DEFINED	5
			-----	-----				
			5624	48384				
SIRONA DENTAL SYSTEMS INC	COM	82966C103	421	7930	SH		DEFINED	5
			-----	-----				
			421	7930				
SIRIUS XM RADIO INC	COM	82967N108	31	14000	SH		DEFINED	5
			-----	-----				
			31	14000				
SKYWORKS SOLUTIONS INC	COM	83088M102	92	4001	SH		DEFINED	5
			-----	-----				
			92	4001				
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	37	675	SH		DEFINED	5
			-----	-----				
			37	675				
SMITH A O	COM	831865209	12	273	SH		DEFINED	5
			-----	-----				
			12	273				

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SMITHFIELD FOODS INC	COM	832248108	36	1626	SH	DEFINED	5
			-----	-----			
			36	1626			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
SMUCKER J M CO	COM NEW	832696405	4620	60435	SH		DEFINED	5
			-----	-----				
			4620	60435				
SNAP ON INC	COM	833034101	7068	113119	SH		DEFINED	5
			-----	-----				
			7068	113119				
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	1660	25655	SH		DEFINED	5
			-----	-----				
			1660	25655				
SOLAZYME INC	COM	83415T101	23	1000	SH		DEFINED	5
			-----	-----				
			23	1000				
SOLUTIA INC	COM NEW	834376501	1	27	SH		DEFINED	5
			-----	-----				
			1	27				
SONOCO PRODS CO	COM	835495102	174	4900	SH		DEFINED	5
			-----	-----				
			174	4900				
SONY CORP	ADR NEW	835699307	502	19007	SH		DEFINED	5
			-----	-----				
			502	19007				
SOTHEBYS	COM	835898107	2	51	SH		DEFINED	5
			-----	-----				
			2	51				
SOURCE CAP INC	COM	836144105	7	127	SH		DEFINED	5
			-----	-----				
			7	127				
SOUTHERN CO	COM	842587107	4406	109125	SH		DEFINED	5
			-----	-----				
			4406	109125				

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SOUTHERN COPPER CORP	COM	84265V105	218	6635	SH	DEFINED	5
			-----	-----			
			218	6635			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
SOUTHERN UN CO NEW	COM	844030106	7	185	SH		DEFINED	5
			-----	-----				
			7	185				
SOUTHWEST AIRLS CO	COM	844741108	180	15787	SH		DEFINED	5
			-----	-----				
			180	15787				
SOUTHWEST BANCORP INC OKLA	COM	844767103	632	64570	SH		DEFINED	5
			-----	-----				
			632	64570				
SOUTHWEST GAS CORP	COM	844895102	27	700	SH		DEFINED	5
			-----	-----				
			27	700				
SOUTHWESTERN ENERGY CO	COM	845467109	162	3780	SH		DEFINED	5
			-----	-----				
			162	3780				
SPARTAN STORES INC	COM	846822104	395	20234	SH		DEFINED	5
			-----	-----				
			395	20234				
SPECTRA ENERGY PARTNERS LP	COM	84756N109	16	500	SH		DEFINED	5
			-----	-----				
			16	500				
SPECTRA ENERGY CORP	COM	847560109	25023	912925	SH		DEFINED	5
			-----	-----				
			25023	912925				
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	114	5188	SH		DEFINED	5
			-----	-----				
			114	5188				
SPRINT NEXTEL CORP	COM SER 1	852061100	32	6024	SH		DEFINED	5
			-----	-----				
			32	6024				
STAGE STORES INC	COM NEW	85254C305	181	10771	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
STANDARD REGISTER CO	COM	853887107	16277	5167224	SH		DEFINED	5
			----- 16277	----- 5167224				
STANLEY BLACK & DECKER INC	COM	854502101	5831	80933	SH		DEFINED	5
			----- 5831	----- 80933				
STAPLES INC	COM	855030102	241	15274	SH		DEFINED	5
			----- 241	----- 15274				
STAR SCIENTIFIC INC	COM	85517P101	1	200	SH		DEFINED	5
			----- 1	----- 200				
STARBUCKS CORP	COM	855244109	11105	281200	SH		DEFINED	5
			----- 11105	----- 281200				
STATE AUTO FINL CORP	COM	855707105	61	3504	SH		DEFINED	5
			----- 61	----- 3504				
STARWOOD PPTY TR INC	COM	85571B105	87	4250	SH		DEFINED	5
			----- 87	----- 4250				
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	137	2447	SH		DEFINED	5
			----- 137	----- 2447				
STATE STR CORP	COM	857477103	6585	146030	SH		DEFINED	5
			----- 6585	----- 146030				
STATOIL ASA	SPONSORED ADR	85771P102	2	68	SH		DEFINED	5
			----- 2	----- 68				
STEEL DYNAMICS INC	NOTE 5.125% 6	858119AP5	4651	39000	SH		DEFINED	5
			----- 4651	----- 39000				

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STEEL DYNAMICS INC	COM	858119100	83	5123	SH		DEFINED	5
			83	5123				
STEELCASE INC	CL A	858155203	40336	3541351	SH		DEFINED	5
			40336	3541351				
STERICYCLE INC	COM	858912108	7516	84332	SH		DEFINED	5
			7516	84332				
STERIS CORP	COM	859152100	1586	45328	SH		DEFINED	5
			1586	45328				
STERLITE INDS INDIA LTD	NOTE 4.000%10	859737AB4	785	8000	SH		DEFINED	5
			785	8000				
STIFEL FINL CORP	COM	860630102	349	9720	SH		DEFINED	5
			349	9720				
STMICROELECTRONICS N V	NY REGISTRY	861012102	1149	115320	SH		DEFINED	5
			1149	115320				
STRATASYS INC	COM	862685104	83	2463	SH		DEFINED	5
			83	2463				
STRATEGIC GLOBAL INCOME FD	COM	862719101	11	1000	SH		DEFINED	5
			11	1000				
STRAYER ED INC	COM	863236105	2	12	SH		DEFINED	5
			2	12				
STRYKER CORP	COM	863667101	8927	152096	SH		DEFINED	5
			8927	152096				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
STURM RUGER & CO INC	COM	864159108	411	18741	SH		DEFINED	5
			411	18741				
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	110	2106	SH		DEFINED	5
			110	2106				
SUCCESSFACTORS INC	COM	864596101	337	11473	SH		DEFINED	5
			337	11473				
SUMITOMO MITSUI FINL GROUP I	SPONSORED ADR	86562M209	2	272	SH		DEFINED	5
			2	272				
SUMMIT FINANCIAL GROUP INC	COM	86606G101	36	11248	SH		DEFINED	5
			36	11248				
SUN COMMUNITIES INC	COM	866674104	761	20400	SH		DEFINED	5
			761	20400				
SUN LIFE FINL INC	COM	866796105	945	31408	SH		DEFINED	5
			945	31408				
SUN HYDRAULICS CORP	COM	866942105	1498	31340	SH		DEFINED	5
			1498	31340				
SUNAMERICA FOCUSE ALPHA LC F	COM	867038101	79	4125	SH		DEFINED	5
			79	4125				
SUNCOR ENERGY INC NEW	COM	867224107	435	11124	SH		DEFINED	5
			435	11124				
SUNOPTA INC	COM	8676EP108	9	1250	SH		DEFINED	5
			9	1250				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SUNOCO LOGISTICS PRTNRS L P	COM UNITS	86764L108	9	100	SH		DEFINED	5
			9	100				
SUNOCO INC	COM	86764P109	23	541	SH		DEFINED	5
			23	541				
SUNPOWER CORP	DBCV 4.750% 4	867652AC3	954	9000	SH		DEFINED	5
			954	9000				
SUNPOWER CORP	COM CL A	867652109	6	331	SH		DEFINED	5
			6	331				
SUNTRUST BKS INC	COM	867914103	735	28471	SH		DEFINED	5
			735	28471				
SUPERIOR ENERGY SVCS INC	COM	868157108	1529	41173	SH		DEFINED	5
			1529	41173				
SUPERVALU INC	COM	868536103	106	11243	SH		DEFINED	5
			106	11243				
SUPPORT COM INC	COM	86858W101	237	49317	SH		DEFINED	5
			237	49317				
SURMODICS INC	COM	868873100	0	25	SH		DEFINED	5
				25				
SUSQUEHANNA BANCSHARES INC P	COM	869099101	12	1500	SH		DEFINED	5
			12	1500				
SWIFT TRANSN CO	CL A	87074U101	333	24563	SH		DEFINED	5
			333	24563				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SYMANTEC CORP	COM	871503108	207	10520	SH		DEFINED	5
			207	10520				
SYMMETRICOM INC	COM	871543104	72	12359	SH		DEFINED	5
			72	12359				
SYMMETRY MED INC	COM	871546206	443	49371	SH		DEFINED	5
			443	49371				
SYNAPTICS INC	COM	87157D109	955	37087	SH		DEFINED	5
			955	37087				
SYNGENTA AG	SPONSORED ADR	87160A100	5107	75599	SH		DEFINED	5
			5107	75599				
SYNOVUS FINL CORP	COM	87161C105	28	13400	SH		DEFINED	5
			28	13400				
SYNNEX CORP	COM	87162W100	19	600	SH		DEFINED	5
			19	600				
SYPRIS SOLUTIONS INC	COM	871655106	19	4677	SH		DEFINED	5
			19	4677				
SYSCO CORP	COM	871829107	17068	547393	SH		DEFINED	5
			17068	547393				
SYSTEMAX INC	COM	871851101	111	7400	SH		DEFINED	5
			111	7400				
TCF FINL CORP	COM	872275102	196	14184	SH		DEFINED	5
			196	14184				

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TD AMERITRADE HLDG CORP	COM	87236Y108	19	995	SH		DEFINED	5
			-----	-----				
			19	995				
TECO ENERGY INC	COM	872375100	2723	144137	SH		DEFINED	5
			-----	-----				
			2723	144137				
THQ INC	COM NEW	872443403	17	4684	SH		DEFINED	5
			-----	-----				
			17	4684				
TJX COS INC NEW	COM	872540109	13720	261179	SH		DEFINED	5
			-----	-----				
			13720	261179				
TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	553	9373	SH		DEFINED	5
			-----	-----				
			553	9373				
TTM TECHNOLOGIES INC	COM	87305R109	1950	121705	SH		DEFINED	5
			-----	-----				
			1950	121705				
TW TELECOM INC	COM	87311L104	1	66	SH		DEFINED	5
			-----	-----				
			1	66				
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	508	40270	SH		DEFINED	5
			-----	-----				
			508	40270				
TALISMAN ENERGY INC	COM	87425E103	21	1002	SH		DEFINED	5
			-----	-----				
			21	1002				
TANGER FACTORY OUTLET CTRS I	COM	875465106	329	12297	SH		DEFINED	5
			-----	-----				
			329	12297				
TARGET CORP	COM	87612E106	31040	661684	SH		DEFINED	5
			-----	-----				
			31040	661684				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
TASEKO MINES LTD	COM	876511106	5	1000	SH		DEFINED	5
			5	1000				
TATA MTRS LTD	SPONSORED ADR	876568502	8	347	SH		DEFINED	5
			8	347				
TECH DATA CORP	COM	878237106	27	555	SH		DEFINED	5
			27	555				
TECHNE CORP	COM	878377100	796	9547	SH		DEFINED	5
			796	9547				
TECK RESOURCES LTD	CL B	878742204	67	1315	SH		DEFINED	5
			67	1315				
TEJON RANCH CO	COM	879080109	876	25696	SH		DEFINED	5
			876	25696				
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	2	115	SH		DEFINED	5
			2	115				
TELECOM HLDRS TR	DEPOSITRY RCPT	87927P200	9	300	SH		DEFINED	5
			9	300				
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	550	54422	SH		DEFINED	5
			550	54422				
TELECOMUNICACOES DE SAO PAUL	SPON ADR PFD	87929A102	1146	38593	SH		DEFINED	5
			1146	38593				
TELEDYNE TECHNOLOGIES INC	COM	879360105	15	304	SH		DEFINED	5
			15	304				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
TELEFLEX INC	NOTE 3.875% 8	879369AA4	922	8000	SH		DEFINED	5
			922	8000				
TELEFLEX INC	COM	879369106	497	8146	SH		DEFINED	5
			497	8146				
TELEFONICA S A	SPONSORED ADR	879382208	902	36830	SH		DEFINED	5
			902	36830				
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	16	950	SH		DEFINED	5
			16	950				
TELLABS INC	COM	879664100	30	6597	SH		DEFINED	5
			30	6597				
TELUS CORP	NON-VTG SHS	87971M202	152	2895	SH		DEFINED	5
			152	2895				
TEMPLE INLAND INC	COM	879868107	39	1324	SH		DEFINED	5
			39	1324				
TEMPLETON DRAGON FD INC	COM	88018T101	302	9936	SH		DEFINED	5
			302	9936				
TEMPLETON EMERG MKTS INCOME	COM	880192109	54	3159	SH		DEFINED	5
			54	3159				
TEMPLETON GLOBAL INCOME FD	COM	880198106	25	2295	SH		DEFINED	5
			25	2295				
TEMPUR PEDIC INTL INC	COM	88023U101	65	963	SH		DEFINED	5
			65	963				

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TENARIS S A	SPONSORED ADR	88031M109	68	1480	SH		DEFINED	5
			68	1480				
TENET HEALTHCARE CORP	COM	88033G100	897	143789	SH		DEFINED	5
			897	143789				
TENNECO INC	COM	880349105	394	8932	SH		DEFINED	5
			394	8932				
TERADATA CORP DEL	COM	88076W103	4166	69202	SH		DEFINED	5
			4166	69202				
TERADYNE INC	COM	880770102	122	8234	SH		DEFINED	5
			122	8234				
TEREX CORP NEW	COM	880779103	102	3600	SH		DEFINED	5
			102	3600				
TERRA NITROGEN CO L P	COM UNIT	881005201	28	200	SH		DEFINED	5
			28	200				
TESLA MTRS INC	COM	88160R101	178	6119	SH		DEFINED	5
			178	6119				
TESORO CORP	COM	881609101	2	96	SH		DEFINED	5
			2	96				
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	16070	333274	SH		DEFINED	5
			16070	333274				
TEUCRIUM COMMODITY TR	CORN FD SHS	88166A102	54	1344	SH		DEFINED	5
			54	1344				

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TEXAS INSTRS INC	COM	882508104	5859	178469	SH		DEFINED	5
			5859	178469				
TEXTRON INC	COM	883203101	54	2286	SH		DEFINED	5
			54	2286				
THERMO FISHER SCIENTIFIC INC	COM	883556102	9466	147010	SH		DEFINED	5
			9466	147010				
THOMAS & BETTS CORP	COM	884315102	15	275	SH		DEFINED	5
			15	275				
THOMPSON CREEK METALS CO INC	COM	884768102	22	2212	SH		DEFINED	5
			22	2212				
THOMSON REUTERS CORP	COM	884903105	6	156	SH		DEFINED	5
			6	156				
THORATEC CORP	COM NEW	885175307	1212	36914	SH		DEFINED	5
			1212	36914				
3M CO	COM	88579Y101	57907	610511	SH		DEFINED	5
			57907	610511				
TIDEWATER INC	COM	886423102	54	997	SH		DEFINED	5
			54	997				
TIFFANY & CO NEW	COM	886547108	3346	42619	SH		DEFINED	5
			3346	42619				
TIM HORTONS INC	COM	88706M103	186	3811	SH		DEFINED	5
			186	3811				

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TIME WARNER INC	COM NEW	887317303	8946	245971	SH		DEFINED	5
			8946	245971				
TIME WARNER CABLE INC	COM	88732J207	560	7174	SH		DEFINED	5
			560	7174				
TIMKEN CO	COM	887389104	1723	34193	SH		DEFINED	5
			1723	34193				
TITANIUM METALS CORP	COM NEW	888339207	59	3195	SH		DEFINED	5
			59	3195				
TOOTSIE ROLL INDS INC	COM	890516107	43	1486	SH		DEFINED	5
			43	1486				
TORCHMARK CORP	COM	891027104	146	2270	SH		DEFINED	5
			146	2270				
TORO CO	COM	891092108	2270	37520	SH		DEFINED	5
			2270	37520				
TORONTO DOMINION BK ONT	COM NEW	891160509	40	467	SH		DEFINED	5
			40	467				
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	8491	223385	SH		DEFINED	5
			8491	223385				
TORTOISE NORTH AMRN ENRGY CO	COM	89147T103	78	3214	SH		DEFINED	5
			78	3214				
TORTOISE ENERGY CAP CORP	COM	89147U100	19	720	SH		DEFINED	5
			19	720				

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TOTAL S A	SPONSORED ADR	89151E109	1685	29127	SH		DEFINED	5
			-----	-----				
			1685	29127				
TOTAL SYS SVCS INC	COM	891906109	2	109	SH		DEFINED	5
			-----	-----				
			2	109				
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	49	592	SH		DEFINED	5
			-----	-----				
			49	592				
TRACTOR SUPPLY CO	COM	892356106	728	10890	SH		DEFINED	5
			-----	-----				
			728	10890				
TRANSCANADA CORP	COM	89353D107	44	1000	SH		DEFINED	5
			-----	-----				
			44	1000				
TRANSDIGM GROUP INC	COM	893641100	208	2279	SH		DEFINED	5
			-----	-----				
			208	2279				
TRANSCEND SERVICES INC	COM NEW	893929208	6	200	SH		DEFINED	5
			-----	-----				
			6	200				
TRAVELERS COMPANIES INC	COM	89417E109	1461	25027	SH		DEFINED	5
			-----	-----				
			1461	25027				
TREDEGAR CORP	COM	894650100	945	51494	SH		DEFINED	5
			-----	-----				
			945	51494				
TREEHOUSE FOODS INC	COM	89469A104	904	16553	SH		DEFINED	5
			-----	-----				
			904	16553				
TRI CONTL CORP	COM	895436103	635	42533	SH		DEFINED	5
			-----	-----				
			635	42533				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
TRIANGLE CAP CORP	COM	895848109	42	2300	SH		DEFINED	5
			42	2300				
TRIMBLE NAVIGATION LTD	COM	896239100	3	76	SH		DEFINED	5
			3	76				
TRINITY INDS INC	NOTE 3.875% 6	896522AF6	522	5000	SH		DEFINED	5
			522	5000				
TRINITY INDS INC	COM	896522109	122	3507	SH		DEFINED	5
			122	3507				
TRIUMPH GROUP INC NEW	COM	896818101	107	1075	SH		DEFINED	5
			107	1075				
TUPPERWARE BRANDS CORP	COM	899896104	16111	238850	SH		DEFINED	5
			16111	238850				
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	36	2646	SH		DEFINED	5
			36	2646				
II VI INC	COM	902104108	26	1000	SH		DEFINED	5
			26	1000				
TYSON FOODS INC	CL A	902494103	33	1707	SH		DEFINED	5
			33	1707				
UBS AG JERSEY BRH	LNG SHT VIX	902641596	4169	164911	SH		DEFINED	5
			4169	164911				
UDR INC	COM	902653104	695	28295	SH		DEFINED	5
			695	28295				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
UMB FINL CORP	COM	902788108	494	11799	SH		DEFINED	5
			494	11799				
US BANCORP DEL	COM NEW	902973304	71686	2810118	SH		DEFINED	5
			71686	2810118				
URS CORP NEW	COM	903236107	1017	22731	SH		DEFINED	5
			1017	22731				
USANA HEALTH SCIENCES INC	COM	90328M107	1	35	SH		DEFINED	5
			1	35				
U S G CORP	COM NEW	903293405	8	536	SH		DEFINED	5
			8	536				
USEC INC	COM	90333E108	112	33529	SH		DEFINED	5
			112	33529				
ULTA SALON COSMETCS & FRAG I	COM	90384S303	2043	31629	SH		DEFINED	5
			2043	31629				
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	653	11988	SH		DEFINED	5
			653	11988				
ULTRA PETROLEUM CORP	COM	903914109	3	55	SH		DEFINED	5
			3	55				
UNIFIRST CORP MASS	COM	904708104	11	200	SH		DEFINED	5
			11	200				
UNILEVER PLC	SPON ADR NEW	904767704	891	27515	SH		DEFINED	5
			891	27515				

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UNILEVER N V	N Y SHS NEW	904784709	2036	61978	SH		DEFINED	5
			2036	61978				
UNION PAC CORP	COM	907818108	9867	94509	SH		DEFINED	5
			9867	94509				
UNITED CMNTY FINL CORP OHIO	COM	909839102	40	31887	SH		DEFINED	5
			40	31887				
UNITED BANKSHARES INC WEST V	COM	909907107	374	15285	SH		DEFINED	5
			374	15285				
UNITED CONTL HLDGS INC	COM	910047109	12	518	SH		DEFINED	5
			12	518				
UNITED NAT FOODS INC	COM	911163103	2008	47052	SH		DEFINED	5
			2008	47052				
UNITED ONLINE INC	COM	911268100	1	181	SH		DEFINED	5
			1	181				
UNITED PARCEL SERVICE INC	CL B	911312106	11493	157587	SH		DEFINED	5
			11493	157587				
UNITED STATES NATL GAS FUND	UNIT NEW	912318110	16	1462	SH		DEFINED	5
			16	1462				
U STORE IT TR	COM	91274F104	209	19857	SH		DEFINED	5
			209	19857				
UNITED STATES STL CORP NEW	COM	912909108	338	7338	SH		DEFINED	5
			338	7338				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
UNITED TECHNOLOGIES CORP	COM	913017109	100326	1133501	SH		DEFINED	5
			100326	1133501				
UNITEDHEALTH GROUP INC	COM	91324P102	16897	327595	SH		DEFINED	5
			16897	327595				
UNITIL CORP	COM	913259107	206	7838	SH		DEFINED	5
			206	7838				
UNIVERSAL CORP VA	COM	913456109	18	466	SH		DEFINED	5
			18	466				
UNIVERSAL FST PRODS INC	COM	913543104	2	100	SH		DEFINED	5
			2	100				
UNIVERSAL HLTH SVCS INC	CL B	913903100	84	1622	SH		DEFINED	5
			84	1622				
UNIVERSAL TECHNICAL INST INC	COM	913915104	41	2056	SH		DEFINED	5
			41	2056				
UNUM GROUP	COM	91529Y106	928	36430	SH		DEFINED	5
			928	36430				
URBAN OUTFITTERS INC	COM	917047102	2	86	SH		DEFINED	5
			2	86				
UTILITIES HOLDRS TR	DEPOSITRY RCPT	918019100	13	125	SH		DEFINED	5
			13	125				
V F CORP	COM	918204108	15111	139194	SH		DEFINED	5
			15111	139194				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
VIST FINANCIAL CORP	COM	918255100	34	4854	SH		DEFINED	5
			34	4854				
VAIL RESORTS INC	COM	91879Q109	5	100	SH		DEFINED	5
			5	100				
VALE S A	ADR	91912E105	4335	135692	SH		DEFINED	5
			4335	135692				
VALE S A	ADR REPSTG PFD	91912E204	564	19468	SH		DEFINED	5
			564	19468				
VALERO ENERGY CORP NEW	COM	91913Y100	584	22821	SH		DEFINED	5
			584	22821				
VALLEY NATL BANCORP	COM	919794107	4	262	SH		DEFINED	5
			4	262				
VALSPAR CORP	COM	920355104	4069	112841	SH		DEFINED	5
			4069	112841				
VALUECLICK INC	COM	92046N102	978	58914	SH		DEFINED	5
			978	58914				
VALUEVISION MEDIA INC	CL A	92047K107	390	50986	SH		DEFINED	5
			390	50986				
VANGUARD SPECIALIZED PORTFOL	DIV APP ETF	921908844	34733	620344	SH		DEFINED	5
			34733	620344				
VANGUARD WORLD FD	EXTENDED DUR	921910709	94	1150	SH		DEFINED	5
			94	1150				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
VANGUARD BD INDEX FD INC	LONG TERM BOND	921937793	13	160	SH		DEFINED	5
			13	160				
VANGUARD BD INDEX FD INC	INTERMED TERM	921937819	10773	128327	SH		DEFINED	5
			10773	128327				
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	48902	603507	SH		DEFINED	5
			48902	603507				
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	48018	591645	SH		DEFINED	5
			48018	591645				
VANGUARD TAX-MANAGED INTL FD	MSCI EAFE ETF	921943858	17468	458713	SH		DEFINED	5
			17468	458713				
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	839	18649	SH		DEFINED	5
			839	18649				
VANGUARD WORLD FDS	CONSUM DIS ETF	92204A108	308	4711	SH		DEFINED	5
			308	4711				
VANGUARD WORLD FDS	CONSUM STP ETF	92204A207	345	4317	SH		DEFINED	5
			345	4317				
VANGUARD WORLD FDS	ENERGY ETF	92204A306	993	8986	SH		DEFINED	5
			993	8986				
VANGUARD WORLD FDS	FINANCIALS ETF	92204A405	201	6266	SH		DEFINED	5
			201	6266				
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	121	1883	SH		DEFINED	5
			121	1883				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
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VANGUARD WORLD FDS	INDUSTRIAL ETF	92204A603	964	13896	SH	DEFINED	5
			964	13896			
VANGUARD WORLD FDS	INF TECH ETF	92204A702	1319	20825	SH	DEFINED	5
			1319	20825			
VANGUARD WORLD FDS	MATERIALS ETF	92204A801	346	4017	SH	DEFINED	5
			346	4017			
VANGUARD WORLD FDS	UTILITIES ETF	92204A876	1840	25569	SH	DEFINED	5
			1840	25569			
VANGUARD WORLD FDS	TELCOMM ETF	92204A884	24	330	SH	DEFINED	5
			24	330			
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	3734	74960	SH	DEFINED	5
			3734	74960			
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT E	922042858	101396	2085474	SH	DEFINED	5
			101396	2085474			
VANGUARD INTL EQUITY INDEX F	MSCI PAC ETF	922042866	51	895	SH	DEFINED	5
			51	895			
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ET	922042874	18	345	SH	DEFINED	5
			18	345			
VARIAN MED SYS INC	COM	92220P105	1468	20969	SH	DEFINED	5
			1468	20969			
VECTREN CORP	COM	92240G101	7645	274399	SH	DEFINED	5
			7645	274399			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
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VECTOR GROUP LTD	COM	92240M108	230	12918	SH	DEFINED	5
			-----	-----			
			230	12918			
VEECO INSTRS INC DEL	COM	922417100	44	900	SH	DEFINED	5
			-----	-----			
			44	900			
VENTAS INC	COM	92276F100	617	11708	SH	DEFINED	5
			-----	-----			
			617	11708			
VANGUARD INDEX FDS	S&P 500 ETF SH	922908413	392	6500	SH	DEFINED	5
			-----	-----			
			392	6500			
VANGUARD INDEX FDS	MCAP VL IDXVIP	922908512	3488	61643	SH	DEFINED	5
			-----	-----			
			3488	61643			
VANGUARD INDEX FDS	MCAP GR IDXVIP	922908538	3023	44437	SH	DEFINED	5
			-----	-----			
			3023	44437			
VANGUARD INDEX FDS	REIT ETF	922908553	115470	1921297	SH	DEFINED	5
			-----	-----			
			115470	1921297			
VANGUARD INDEX FDS	SML CP GRW ETF	922908595	4667	54327	SH	DEFINED	5
			-----	-----			
			4667	54327			
VANGUARD INDEX FDS	SM CP VAL ETF	922908611	6808	97147	SH	DEFINED	5
			-----	-----			
			6808	97147			
VANGUARD INDEX FDS	MID CAP ETF	922908629	24338	302638	SH	DEFINED	5
			-----	-----			
			24338	302638			
VANGUARD INDEX FDS	LARGE CAP ETF	922908637	14502	239344	SH	DEFINED	5
			-----	-----			
			14502	239344			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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VANGUARD INDEX FDS	EXTEND MKT ETF	922908652	23	400	SH	DEFINED	5
			-----	-----			
			23	400			
VANGUARD INDEX FDS	GROWTH ETF	922908736	8089	125046	SH	DEFINED	5
			-----	-----			
			8089	125046			
VANGUARD INDEX FDS	VALUE ETF	922908744	10996	196176	SH	DEFINED	5
			-----	-----			
			10996	196176			
VANGUARD INDEX FDS	SMALL CP ETF	922908751	15112	193618	SH	DEFINED	5
			-----	-----			
			15112	193618			
VANGUARD INDEX FDS	STK MRK ETF	922908769	7172	104860	SH	DEFINED	5
			-----	-----			
			7172	104860			
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	648	22859	SH	DEFINED	5
			-----	-----			
			648	22859			
VERENIUM CORP	COM NEW	92340P209	3	1666	SH	DEFINED	5
			-----	-----			
			3	1666			
VERISIGN INC	SDCV 3.250% 8	92343EAD4	577	5000	SH	DEFINED	5
			-----	-----			
			577	5000			
VERISIGN INC	COM	92343E102	150	4495	SH	DEFINED	5
			-----	-----			
			150	4495			
VERIZON COMMUNICATIONS INC	COM	92343V104	33589	902195	SH	DEFINED	5
			-----	-----			
			33589	902195			
VERINT SYS INC	COM	92343X100	136	3685	SH	DEFINED	5
			-----	-----			
			136	3685			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
VERISK ANALYTICS INC	CL A	92345Y106	4	122	SH		DEFINED	5

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			4	122		
VERTEX PHARMACEUTICALS INC	COM	92532F100	504	9688	SH	DEFINED 5
			504	9688		
VIASAT INC	COM	92552V100	4	98	SH	DEFINED 5
			4	98		
VIACOM INC NEW	CL B	92553P201	6533	128095	SH	DEFINED 5
			6533	128095		
VIEWPOINT FINL GROUP INC MD	COM	92672A101	175	12688	SH	DEFINED 5
			175	12688		
VIRGIN MEDIA INC	COM	92769L101	63	2095	SH	DEFINED 5
			63	2095		
VIRGINIA COMM BANCORP INC	COM	92778Q109	739	124972	SH	DEFINED 5
			739	124972		
VIROPHARMA INC	COM	928241108	6	300	SH	DEFINED 5
			6	300		
VISA INC	COM CL A	92826C839	419	4978	SH	DEFINED 5
			419	4978		
VISHAY INTERTECHNOLOGY INC	COM	928298108	14	928	SH	DEFINED 5
			14	928		
VISHAY PRECISION GROUP INC	COM	92835K103	1	66	SH	DEFINED 5
			1	66		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
VISTEON CORP	COM NEW	92839U206	81	1188	SH	DEFINED 5

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			81	1188		
VIVUS INC	COM	928551100	9	1100	SH	DEFINED 5
			-----	-----		
			9	1100		
VMWARE INC	CL A COM	928563402	20	200	SH	DEFINED 5
			-----	-----		
			20	200		
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	9203	344410	SH	DEFINED 5
			-----	-----		
			9203	344410		
VORNADO RLTY TR	SH BEN INT	929042109	2405	25809	SH	DEFINED 5
			-----	-----		
			2405	25809		
VULCAN MATLS CO	COM	929160109	266	6894	SH	DEFINED 5
			-----	-----		
			266	6894		
WD-40 CO	COM	929236107	20	500	SH	DEFINED 5
			-----	-----		
			20	500		
WGL HLDGS INC	COM	92924F106	60	1560	SH	DEFINED 5
			-----	-----		
			60	1560		
WABCO HLDGS INC	COM	92927K102	687	9949	SH	DEFINED 5
			-----	-----		
			687	9949		
WMS INDS INC	COM	929297109	1089	35450	SH	DEFINED 5
			-----	-----		
			1089	35450		
W P CAREY & CO LLC	COM	92930Y107	58	1438	SH	DEFINED 5
			-----	-----		
			58	1438		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
WPP PLC	ADR	92933H101	791	12608	SH		DEFINED 5	
			-----	-----				
			791	12608				

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WABTEC CORP	COM	929740108	2	31	SH	DEFINED	5
			-----	-----			
			2	31			
WADDELL & REED FINL INC	CL A	930059100	55	1506	SH	DEFINED	5
			-----	-----			
			55	1506			
WAL MART STORES INC	COM	931142103	33708	634323	SH	DEFINED	5
			-----	-----			
			33708	634323			
WALGREEN CO	COM	931422109	27712	652666	SH	DEFINED	5
			-----	-----			
			27712	652666			
WALTER ENERGY INC	COM	93317Q105	11895	102723	SH	DEFINED	5
			-----	-----			
			11895	102723			
WARNACO GROUP INC	COM NEW	934390402	324	6200	SH	DEFINED	5
			-----	-----			
			324	6200			
WASHINGTON POST CO	CL B	939640108	1	3	SH	DEFINED	5
			-----	-----			
			1	3			
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	4622	142127	SH	DEFINED	5
			-----	-----			
			4622	142127			
WASTE CONNECTIONS INC	COM	941053100	5	142	SH	DEFINED	5
			-----	-----			
			5	142			
WASTE MGMT INC DEL	COM	94106L109	11530	309373	SH	DEFINED	5
			-----	-----			
			11530	309373			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
WATERS CORP	COM	941848103	587	6127	SH	DEFINED	5	
			-----	-----				
			587	6127				

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WATSON PHARMACEUTICALS INC	COM	942683103	4461	64900	SH	DEFINED	5
			-----	-----			
			4461	64900			
WAUSAU PAPER CORP	COM	943315101	24	3500	SH	DEFINED	5
			-----	-----			
			24	3500			
WEBSense INC	COM	947684106	5	200	SH	DEFINED	5
			-----	-----			
			5	200			
WEBMD HEALTH CORP	COM	94770V102	2	44	SH	DEFINED	5
			-----	-----			
			2	44			
WEINGARTEN RLTY INVS	SH BEN INT	948741103	2330	92607	SH	DEFINED	5
			-----	-----			
			2330	92607			
WELLPOINT INC	COM	94973V107	10047	127547	SH	DEFINED	5
			-----	-----			
			10047	127547			
WELLS FARGO & CO NEW	COM	949746101	45486	1621025	SH	DEFINED	5
			-----	-----			
			45486	1621025			
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	64	60	SH	DEFINED	5
			-----	-----			
			64	60			
WELLS FARGO ADVANTAGE INCOME	COM SHS	94987B105	14	1400	SH	DEFINED	5
			-----	-----			
			14	1400			
WENDYS ARBYS GROUP INC	COM	950587105	55	10922	SH	DEFINED	5
			-----	-----			
			55	10922			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----
WERNER ENTERPRISES INC	COM	950755108	260	10388	SH		DEFINED	5
			-----	-----				
			260	10388				
WESBANCO INC	COM	950810101	69	3500	SH		DEFINED	5

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			69	3500		
WESCO INTL INC	COM	95082P105	21	381	SH	DEFINED 5
			21	381		
WESTAR ENERGY INC	COM	95709T100	98	3630	SH	DEFINED 5
			98	3630		
WESTERN ASSET EMRG MKT INCM	COM	95766E103	4	283	SH	DEFINED 5
			4	283		
WESTERN ASSET HIGH INCM FD I	COM	95766J102	6	640	SH	DEFINED 5
			6	640		
WESTERN ASSETT MGD HI INCM F	COM	95766L107	2	300	SH	DEFINED 5
			2	300		
WESTERN ASST MNG MUN FD INC	COM	95766M105	66	5351	SH	DEFINED 5
			66	5351		
WESTERN ASSET MUN HI INCM FD	COM	95766N103	12	1662	SH	DEFINED 5
			12	1662		
WESTERN ASSET CLYM INFL OPP	COM	95766R104	18	1476	SH	DEFINED 5
			18	1476		
WESTERN ASSET VAR RT STRG FD	COM	957667108	21	1287	SH	DEFINED 5
			21	1287		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
WESTERN ASSET INVT GRADE DEF	COM	95790A101	104	5000	SH		DEFINED 5	
			104	5000				
WESTERN DIGITAL CORP	COM	958102105	38	1046	SH		DEFINED 5	

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			38	1046			
WESTERN ASSET INTM MUNI FD I	COM	958435109	12	1235	SH	DEFINED	5
			-----	-----			
			12	1235			
WESTERN REFNG INC	COM	959319104	11	605	SH	DEFINED	5
			-----	-----			
			11	605			
WESTERN UN CO	COM	959802109	1590	79370	SH	DEFINED	5
			-----	-----			
			1590	79370			
WESTPAC BKG CORP	SPONSORED ADR	961214301	1428	11886	SH	DEFINED	5
			-----	-----			
			1428	11886			
WEYERHAEUSER CO	COM	962166104	235	10752	SH	DEFINED	5
			-----	-----			
			235	10752			
WHIRLPOOL CORP	COM	963320106	3602	44295	SH	DEFINED	5
			-----	-----			
			3602	44295			
WHITESTONE REIT	CL B SBI	966084204	175	13788	SH	DEFINED	5
			-----	-----			
			175	13788			
WHITING PETE CORP NEW	COM	966387102	107	1882	SH	DEFINED	5
			-----	-----			
			107	1882			
WHOLE FOODS MKT INC	COM	966837106	177	2793	SH	DEFINED	5
			-----	-----			
			177	2793			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
WILLIAMS COS INC DEL	COM	969457100	477	15781	SH		DEFINED	5
			-----	-----				
			477	15781				
WILLIAMS SONOMA INC	COM	969904101	1834	50258	SH		DEFINED	5
			-----	-----				
			1834	50258				

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WINDSTREAM CORP	COM	97381W104	17680	1364170	SH	DEFINED	5
			-----	-----			
			17680	1364170			
WINN DIXIE STORES INC	COM NEW	974280307	845	99950	SH	DEFINED	5
			-----	-----			
			845	99950			
WISCONSIN ENERGY CORP	COM	976657106	7958	253833	SH	DEFINED	5
			-----	-----			
			7958	253833			
WISDOMTREE TRUST	DRYFS CURR ETF	97717W133	23	1000	SH	DEFINED	5
			-----	-----			
			23	1000			
WISDOMTREE TRUST	EMG MKTS SMCAP	97717W281	1964	37395	SH	DEFINED	5
			-----	-----			
			1964	37395			
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	39	633	SH	DEFINED	5
			-----	-----			
			39	633			
WISDOMTREE TRUST	INTL REAL EST	97717W331	7	255	SH	DEFINED	5
			-----	-----			
			7	255			
WISDOMTREE TRUST	DIV EX-FINL FD	97717W406	518	10080	SH	DEFINED	5
			-----	-----			
			518	10080			
WISDOMTREE TRUST	MIDCAP DIVI FD	97717W505	48	879	SH	DEFINED	5
			-----	-----			
			48	879			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
WISDOMTREE TRUST	SMLCAP EARN FD	97717W562	42	771	SH		DEFINED	5
			-----	-----				
			42	771				
WISDOMTREE TRUST	DEFA FD	97717W703	65	1288	SH		DEFINED	5
			-----	-----				
			65	1288				

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WISDOMTREE TRUST	INTL SMCAP DIV	97717W760	31	601	SH	DEFINED	5
			-----	-----			
			31	601			
WISDOMTREE TRUST	INTL LRGCAP DV	97717W794	6	117	SH	DEFINED	5
			-----	-----			
			6	117			
WISDOMTREE TRUST	DEFA EQT INC E	97717W802	6870	155296	SH	DEFINED	5
			-----	-----			
			6870	155296			
WISDOMTREE TRUST	PAC EX-JAP ETF	97717W810	14	223	SH	DEFINED	5
			-----	-----			
			14	223			
WISDOMTREE TRUST	JP TOTAL DIVID	97717W851	26	728	SH	DEFINED	5
			-----	-----			
			26	728			
WISDOMTREE TR	EM LCL DEBT FD	97717X867	21	400	SH	DEFINED	5
			-----	-----			
			21	400			
WOLVERINE WORLD WIDE INC	COM	978097103	576	13800	SH	DEFINED	5
			-----	-----			
			576	13800			
WORLD FUEL SVCS CORP	COM	981475106	22	600	SH	DEFINED	5
			-----	-----			
			22	600			
WORLD WRESTLING ENTMT INC	CL A	98156Q108	3	274	SH	DEFINED	5
			-----	-----			
			3	274			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
WORTHINGTON INDS INC	COM	981811102	69490	3008227	SH	DEFINED	5
			-----	-----			
			69490	3008227			
WRIGHT MED GROUP INC	COM	98235T107	157	10494	SH	DEFINED	5
			-----	-----			
			157	10494			
WYNDHAM WORLDWIDE CORP	COM	98310W108	133	3960	SH	DEFINED	5

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			-----	-----		
			133	3960		
WYNN RESORTS LTD	COM	983134107	791	5514	SH	DEFINED 5
			-----	-----		
			791	5514		
X-RITE INC	COM	983857103	212	42591	SH	DEFINED 5
			-----	-----		
			212	42591		
XCEL ENERGY INC	COM	98389B100	244	10022	SH	DEFINED 5
			-----	-----		
			244	10022		
XILINX INC	COM	983919101	3405	93359	SH	DEFINED 5
			-----	-----		
			3405	93359		
XEROX CORP	COM	984121103	3735	358756	SH	DEFINED 5
			-----	-----		
			3735	358756		
YAHOO INC	COM	984332106	86	5698	SH	DEFINED 5
			-----	-----		
			86	5698		
YOUNG INNOVATIONS INC	COM	987520103	3	100	SH	DEFINED 5
			-----	-----		
			3	100		
YUM BRANDS INC	COM	988498101	37559	679930	SH	DEFINED 5
			-----	-----		
			37559	679930		

PAGE 194 OF 194 FORM 13F NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ZEBRA TECHNOLOGIES CORP	CL A	989207105	156	3698	SH		DEFINED 5	
			-----	-----				
			156	3698				
ZEP INC	COM	98944B108	2	110	SH		DEFINED 5	
			-----	-----				
			2	110				
ZIMMER HLDGS INC	COM	98956P102	4789	75769	SH		DEFINED 5	
			-----	-----				

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			4789	75769		
ZIONS BANCORPORATION	COM	989701107	105	4388 SH	DEFINED	5
			-----	-----		
			105	4388		
ZOLTEK COS INC	COM	98975W104	4	376 SH	DEFINED	5
			-----	-----		
			4	376		
ZWEIG TOTAL RETURN FD INC	COM	989837109	24	7140 SH	DEFINED	5
			-----	-----		
			24	7140		
ZOLL MED CORP	COM	989922109	546	9645 SH	DEFINED	5
			-----	-----		
			546	9645		
GRAND TOTAL			8805971	TOTAL ENTRIES		2130