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FIFTH THIRD BANCORP
Form 13F-HR
February 14, 2013

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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: December 31, 2012

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

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
Phone: 513-534-6030

Signature, Place, and Date of Signing:

/s/ Richard W. Holmes, Jr. Cincinnati, Ohio February 14, 2013

[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:

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

13 F File Number: Name:

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 28-539 Fifth Third Bank
 28-10115 Fifth Third Asset Management, Inc.
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Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2
 Form 13F Information Table Entry Total: 2,227
 Form 13F Information Table Value Total (x\$1000): 8,989,608

List of Other Included Managers:

No.	13F File No.	Name
5	28-539	Fifth Third Bank
85	28-10115	Fifth Third Asset Management, Inc.

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN	O MA
			DEUTSCHE BANK AG	NAMEN AKT	D18190898	180	4074	SH	DEFINED	5
						180	4074			
			AMDOCS LTD	ORD	G02602103	857	25224	SH	DEFINED	5
						857	25224			
			AON PLC	SHS CL A	G0408V102	483	8691	SH	DEFINED	5
						483	8691			
			ARCOS DORADOS HOLDINGS INC	SHS CLASS -A -	G0457F107	8	630	SH	DEFINED	5
						8	630			
			ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	413	12875	SH	DEFINED	5
						413	12875			
			ASSURED GUARANTY LTD	COM	G0585R106	29	2028	SH	DEFINED	5
						29	2028			

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AXIS CAPITAL HOLDINGS INV	SHS	G0692U109	5	130	SH	DEFINED	5
			-----	-----			
			5	130			
ENERGY XXI (BERMUDA) LTD	USD UNRS SHS	G10082140	6	200	SH	DEFINED	5
			-----	-----			
			6	200			
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	33000	496243	SH	DEFINED	5
			-----	-----			
			33000	496243			
BUNGE LIMITED	COM	G16962105	794	10927	SH	DEFINED	5
			-----	-----			
			794	10927			
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	5	850	SH	DEFINED	5
			-----	-----			
			5	850			

PAGE		2 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CREDICORP LTD	COM	G2519Y108	3	23	SH		DEFINED	5	
			-----	-----					
			3	23					
COSAN LTD	SHS A	G25343107	5	300	SH		DEFINED	5	
			-----	-----					
			5	300					
COVIDIEN PLC	SHS	G2554F113	5992	103775	SH		DEFINED	5	
			-----	-----					
			5992	103775					
DELPHI AUTOMOTIVE PLC	SHS	G27823106	602	15738	SH		DEFINED	5	
			-----	-----					
			602	15738					
EATON CORP PLC	SHS	G29183103	13588	250790	SH		DEFINED	5	
			-----	-----					
			13588	250790					
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	1016	25609	SH		DEFINED	5	
			-----	-----					
			1016	25609					
ENSCO PLC	SHS CLASS A	G3157S106	1536	25911	SH		DEFINED	5	
			-----	-----					
			1536	25911					
EVEREST RE GROUP LTD	COM	G3223R108	3	26	SH		DEFINED	5	
			-----	-----					

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			3	26		
FRESH DEL MONTE PRODUCE INC	ORD	G36738105	272	10306	SH	DEFINED 5
			-----	-----		
			272	10306		
FRONTLINE LTD	SHS	G3682E127	2	500	SH	DEFINED 5
			-----	-----		
			2	500		
FREESCALE SEMICONDUCTOR LTD	SHS	G3727Q101	38	3425	SH	DEFINED 5
			-----	-----		
			38	3425		

			FORM 13F						
PAGE 3 OF 203			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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
GENPACT LIMITED	SHS	G3922B107	16	1000	SH		DEFINED 5		
			-----	-----					
			16	1000					
HELEN OF TROY CORP LTD	COM	G4388N106	10	300	SH		DEFINED 5		
			-----	-----					
			10	300					
HERBALIFE LTD	COM USD SHS	G4412G101	22	666	SH		DEFINED 5		
			-----	-----					
			22	666					
INGERSOLL-RAND PLC	SHS	G47791101	2524	52634	SH		DEFINED 5		
			-----	-----					
			2524	52634					
INVESCO LTD	SHS	G491BT108	6305	241656	SH		DEFINED 5		
			-----	-----					
			6305	241656					
JAZZ PHARMACEUTICALS PLC	SHS USD	G50871105	8	141	SH		DEFINED 5		
			-----	-----					
			8	141					
LAZARD LTD	SHS A	G54050102	1	26	SH		DEFINED 5		
			-----	-----					
			1	26					
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	2688	370238	SH		DEFINED 5		
			-----	-----					
			2688	370238					
MICHAEL KORS HLDGS LTD	SHS	G60754101	557	10912	SH		DEFINED 5		
			-----	-----					
			557	10912					

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MONTPELIER RE HOLDINGS LTD	SHS	G62185106	2306	100861	SH	DEFINED	5
			-----	-----			
			2306	100861			
ALPHA & OMEGA SEMICONDUCTOR	SHS	G6331P104	48	5713	SH	DEFINED	5
			-----	-----			
			48	5713			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA				
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
NABORS INDUSTRIES LTD	SHS	G6359F103	774	53572	SH	DEFINED	5				
			-----	-----							
			774	53572							
ONEBEACON INSURANCE GROUP LT	CL A	G67742109	49	3500	SH	DEFINED	5				
			-----	-----							
			49	3500							
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	1	55	SH	DEFINED	5				
			-----	-----							
			1	55							
PARTNERRE LTD	COM	G6852T105	14	177	SH	DEFINED	5				
			-----	-----							
			14	177							
ROWAN COMPANIES PLC	SHS CL A	G7665A101	5	175	SH	DEFINED	5				
			-----	-----							
			5	175							
SEADRILL LIMITED	SHS	G7945E105	1437	39049	SH	DEFINED	5				
			-----	-----							
			1437	39049							
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	3588	117949	SH	DEFINED	5				
			-----	-----							
			3588	117949							
SIGNET JEWELERS LIMITED	SHS	G81276100	2	36	SH	DEFINED	5				
			-----	-----							
			2	36							
SINA CORP	ORD	G81477104	2	45	SH	DEFINED	5				
			-----	-----							
			2	45							
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	8	240	SH	DEFINED	5				
			-----	-----							
			8	240							
WARNER CHILCOTT PLC IRELAND	SHS A	G94368100	1	86	SH	DEFINED	5				
			-----	-----							

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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	
WHITE MTNS INS GROUP LTD	COM	G9618E107	1950	3787	SH		DEFINED	5	
			1950	3787					
WILLIS GROUP HOLDINGS PUBLIC	SHS	G96666105	4	107	SH		DEFINED	5	
			4	107					
XL GROUP PLC	SHS	G98290102	24	938	SH		DEFINED	5	
			24	938					
ACE LTD	SHS	H0023R105	7385	92542	SH		DEFINED	5	
			7385	92542					
ALLIED WRLD ASSUR COM HLDG A	SHS	H01531104	2040	25889	SH		DEFINED	5	
			2040	25889					
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	463	41345	SH		DEFINED	5	
			463	41345					
FOSTER WHEELER AG	COM	H27178104	1	24	SH		DEFINED	5	
			1	24					
GARMIN LTD	SHS	H2906T109	8	197	SH		DEFINED	5	
			8	197					
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	7559	217101	SH		DEFINED	5	
			7559	217101					
PENTAIR LTD	SHS	H6169Q108	172	3504	SH		DEFINED	5	
			172	3504					
TE CONNECTIVITY LTD	REG SHS	H84989104	47	1265	SH		DEFINED	5	
			47	1265					

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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
			TRANSOCEAN LTD	REG SHS	H8817H100	351	7862	SH	DEFINED	5
						351	7862			
			TYCO INTERNATIONAL LTD	SHS	H89128104	94	3229	SH	DEFINED	5
						94	3229			
			UBS AG	SHS NEW	H89231338	3497	222192	SH	DEFINED	5
						3497	222192			
			ADECOAGRO S A	COM	L00849106	4	500	SH	DEFINED	5
						4	500			
			ALTISOURCE PORTFOLIO SOLNS S	REG SHS	L0175J104	11	130	SH	DEFINED	5
						11	130			
			PACIFIC DRILLING SA LUXEMBOU	REG SHS	L7257P106	0	51	SH	DEFINED	5
							51			
			ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	29	1600	SH	DEFINED	5
						29	1600			
			CHECK POINT SOFTWARE TECH LT	ORD	M22465104	201	4212	SH	DEFINED	5
						201	4212			
			EZCHIP SEMICONDUCTOR LIMITED	ORD	M4146Y108	18	535	SH	DEFINED	5
						18	535			
			STRATASYS LTD	SHS	M85548101	242	3016	SH	DEFINED	5
						242	3016			
			AERCAP HOLDINGS NV	SHS	N00985106	7	542	SH	DEFINED	5
						7	542			

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN

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ASML HOLDING N V	N Y REGISTRY S	N07059210	281	4363	SH	DEFINED	5
			-----	-----			
			281	4363			
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	54	944	SH	DEFINED	5
			-----	-----			
			54	944			
QIAGEN NV	REG SHS	N72482107	6	311	SH	DEFINED	5
			-----	-----			
			6	311			
COPA HOLDINGS SA	CL A	P31076105	171	1719	SH	DEFINED	5
			-----	-----			
			171	1719			
STEINER LEISURE LTD	ORD	P8744Y102	5	105	SH	DEFINED	5
			-----	-----			
			5	105			
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	5	161	SH	DEFINED	5
			-----	-----			
			5	161			
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	17	527	SH	DEFINED	5
			-----	-----			
			17	527			
CAPITAL PRODUCT PARTNERS L P	COM UNIT LP	Y11082107	5	749	SH	DEFINED	5
			-----	-----			
			5	749			
DIANA CONTAINERSHIPS INC	COM	Y2069P101	0	74	SH	DEFINED	5
			-----	-----			
				74			
FLEXTRONICS INTL LTD	ORD	Y2573F102	13	2131	SH	DEFINED	5
			-----	-----			
			13	2131			
GIGAMEDIA LTD	ORD	Y2711Y104	5	5000	SH	DEFINED	5
			-----	-----			
			5	5000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
SAFE BULKERS INC	COM	Y7388L103	4	1100	SH	DEFINED	5
			-----	-----			
			4	1100			

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SEASPAN CORP	SHS	Y75638109	4	280	SH	DEFINED	5
			-----	-----			
			4	280			
TEEKAY CORPORATION	COM	Y8564W103	13	403	SH	DEFINED	5
			-----	-----			
			13	403			
TEEKAY TANKERS LTD	CL A	Y8565N102	2	520	SH	DEFINED	5
			-----	-----			
			2	520			
AAR CORP	COM	000361105	417	22307	SH	DEFINED	5
			-----	-----			
			417	22307			
ABB LTD	SPONSORED ADR	000375204	368	17717	SH	DEFINED	5
			-----	-----			
			368	17717			
ACCO BRANDS CORP	COM	00081T108	4	513	SH	DEFINED	5
			-----	-----			
			4	513			
THE ADT CORPORATION	COM	00101J106	58	1245	SH	DEFINED	5
			-----	-----			
			58	1245			
AFLAC INC	COM	001055102	10019	188607	SH	DEFINED	5
			-----	-----			
			10019	188607			
AGCO CORP	COM	001084102	2682	54595	SH	DEFINED	5
			-----	-----			
			2682	54595			
AGL RES INC	COM	001204106	26	643	SH	DEFINED	5
			-----	-----			
			26	643			

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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		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
AES CORP	COM	00130H105	53	4933	SH		DEFINED	5		
			-----	-----						
			53	4933						
AK STL HLDG CORP	COM	001547108	14	3000	SH		DEFINED	5		
			-----	-----						
			14	3000						
ALPS ETF TR	ALERIAN MLP	00162Q866	7292	457200	SH		DEFINED	5		
			-----	-----						

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			7292	457200		
AMC NETWORKS INC	CL A	00164V103	448	9042	SH	DEFINED 5
			-----	-----		
			448	9042		
AOL INC	COM	00184X105	6	189	SH	DEFINED 5
			-----	-----		
			6	189		
AT&T INC	COM	00206R102	79618	2361852	SH	DEFINED 5
			-----	-----		
			79618	2361852		
AVX CORP NEW	COM	002444107	16	1442	SH	DEFINED 5
			-----	-----		
			16	1442		
AARONS INC	COM PAR \$0.50	002535300	734	25947	SH	DEFINED 5
			-----	-----		
			734	25947		
ABAXIS INC	COM	002567105	159	4297	SH	DEFINED 5
			-----	-----		
			159	4297		
ABBOTT LABS	COM	002824100	93382	1425678	SH	DEFINED 5
			-----	-----		
			93382	1425678		
ABBVIE INC	COM	00287Y109	46729	1367938	SH	DEFINED 5
			-----	-----		
			46729	1367938		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ABERCROMBIE & FITCH CO	CL A	002896207	7	139	SH	DEFINED 5			
			-----	-----					
			7	139					
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	3793	490026	SH	DEFINED 5			
			-----	-----					
			3793	490026					
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	239	22901	SH	DEFINED 5			
			-----	-----					
			239	22901					
ACCELRYIS INC	COM	00430U103	5	500	SH	DEFINED 5			
			-----	-----					
			5	500					

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ACCESS MIDSTREAM PARTNERS L	UNIT	00434L109	34	1000	SH	DEFINED	5
			-----	-----			
			34	1000			
ACETO CORP	COM	004446100	49	4827	SH	DEFINED	5
			-----	-----			
			49	4827			
ACORDA THERAPEUTICS INC	COM	00484M106	1	21	SH	DEFINED	5
			-----	-----			
			1	21			
ACTIVISION BLIZZARD INC	COM	00507V109	725	68231	SH	DEFINED	5
			-----	-----			
			725	68231			
ACUITY BRANDS INC	COM	00508Y102	14	213	SH	DEFINED	5
			-----	-----			
			14	213			
ADA ES INC	COM	005208103	2	100	SH	DEFINED	5
			-----	-----			
			2	100			
ADAMS EXPRESS CO	COM	006212104	859	81155	SH	DEFINED	5
			-----	-----			
			859	81155			

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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
ADOBE SYS INC			COM	00724F101	417	11071	SH		DEFINED	5
					-----	-----				
					417	11071				
ADVANCE AUTO PARTS INC			COM	00751Y106	1	7	SH		DEFINED	5
					-----	-----				
					1	7				
ADVISORY BRD CO			COM	00762W107	117	2493	SH		DEFINED	5
					-----	-----				
					117	2493				
ADVENT CLAY CONV SEC INC FD			COM	007639107	19	3000	SH		DEFINED	5
					-----	-----				
					19	3000				
AECOM TECHNOLOGY CORP DELAWA			COM	00766T100	249	10461	SH		DEFINED	5
					-----	-----				
					249	10461				
ADVISORSHARES TR			PERITUS HG YLD	00768Y503	501	10000	SH		DEFINED	5
					-----	-----				

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				501	10000		
AEGION CORP	COM	00770F104	142	6400	SH	DEFINED	5
			-----	-----			
			142	6400			
ADVANCED MICRO DEVICES INC	NOTE 6.000% 5	007903AL1	14229	153000	SH	DEFINED	5
			-----	-----			
			14229	153000			
ADVANCED MICRO DEVICES INC	COM	007903107	294	122378	SH	DEFINED	5
			-----	-----			
			294	122378			
ADVENT SOFTWARE INC	COM	007974108	1262	59025	SH	DEFINED	5
			-----	-----			
			1262	59025			
AETERNA ZENTARIS INC	COM NEW	007975303	40	16666	SH	DEFINED	5
			-----	-----			
			40	16666			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
AETNA INC NEW	COM	00817Y108	3690	79683	SH	DEFINED	5	
			-----	-----				
			3690	79683				
AFFILIATED MANAGERS GROUP	COM	008252108	713	5480	SH	DEFINED	5	
			-----	-----				
			713	5480				
AGILENT TECHNOLOGIES INC	COM	00846U101	9079	221752	SH	DEFINED	5	
			-----	-----				
			9079	221752				
AGNICO EAGLE MINES LTD	COM	008474108	39	750	SH	DEFINED	5	
			-----	-----				
			39	750				
AGRIUM INC	COM	008916108	263	2632	SH	DEFINED	5	
			-----	-----				
			263	2632				
AIR METHODS CORP	COM PAR \$.06	009128307	2	45	SH	DEFINED	5	
			-----	-----				
			2	45				
AIR PRODS & CHEMS INC	COM	009158106	16662	198315	SH	DEFINED	5	
			-----	-----				
			16662	198315				

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AIRGAS INC	COM	009363102	82	893	SH	DEFINED	5
			-----	-----			
			82	893			
AKAMAI TECHNOLOGIES INC	COM	00971T101	1268	30995	SH	DEFINED	5
			-----	-----			
			1268	30995			
ALBEMARLE CORP	COM	012653101	3318	53418	SH	DEFINED	5
			-----	-----			
			3318	53418			
ALCOA INC	COM	013817101	1958	225618	SH	DEFINED	5
			-----	-----			
			1958	225618			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ALCATEL-LUCENT	SPONSORED ADR	013904305	1	657	SH		DEFINED	5
			-----	-----				
			1	657				
ALERE INC	COM	01449J105	2	130	SH		DEFINED	5
			-----	-----				
			2	130				
ALEXANDER & BALDWIN INC NEW	COM	014491104	1810	61632	SH		DEFINED	5
			-----	-----				
			1810	61632				
ALEXANDERS INC	COM	014752109	0	1	SH		DEFINED	5
			-----	-----				
				1				
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	2167	31255	SH		DEFINED	5
			-----	-----				
			2167	31255				
ALEXION PHARMACEUTICALS INC	COM	015351109	1717	18321	SH		DEFINED	5
			-----	-----				
			1717	18321				
ALLEGHANY CORP DEL	COM	017175100	1192	3554	SH		DEFINED	5
			-----	-----				
			1192	3554				
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	892	29388	SH		DEFINED	5
			-----	-----				
			892	29388				
ALLERGAN INC	COM	018490102	1455	15862	SH		DEFINED	5
			-----	-----				

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			1455	15862		
ALLIANCE DATA SYSTEMS CORP	COM	018581108	2314	15983	SH	DEFINED 5
			-----	-----		
			2314	15983		
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	73	1255	SH	DEFINED 5
			-----	-----		
			73	1255		

PAGE	14 OF	203	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
	-----	-----	-----	-----	-----	-----	-----	-----	-----
	ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	93	5921	SH		DEFINED	5
				-----	-----				
				93	5921				
	ALLIANT ENERGY CORP	COM	018802108	6848	155964	SH		DEFINED	5
				-----	-----				
				6848	155964				
	ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	27	3291	SH		DEFINED	5
				-----	-----				
				27	3291				
	ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	42	2400	SH		DEFINED	5
				-----	-----				
				42	2400				
	ALLIANCE BANCORP INC PA NEW	COM	01890A108	21	1640	SH		DEFINED	5
				-----	-----				
				21	1640				
	ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	1	157	SH		DEFINED	5
				-----	-----				
				1	157				
	ALLSTATE CORP	COM	020002101	6286	156494	SH		DEFINED	5
				-----	-----				
				6286	156494				
	ALMOST FAMILY INC	COM	020409108	24	1200	SH		DEFINED	5
				-----	-----				
				24	1200				
	ALPHA NATURAL RESOURCES INC	COM	02076X102	19	2000	SH		DEFINED	5
				-----	-----				
				19	2000				
	ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	99	13631	SH		DEFINED	5
				-----	-----				
				99	13631				

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ALPINE TOTAL DYNAMIC DIVID F	COM SBI	021060108	37	9114	SH	DEFINED	5
			-----	-----			
			37	9114			

		FORM 13F						
PAGE 15 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
ALTERA CORP	COM	021441100	8570	249212	SH	DEFINED	5	
			-----	-----				
			8570	249212				
ALTISOURCE RESIDENTIAL CORP	CL B	02153W100	0	4	SH	DEFINED	5	
			-----	-----				
				4				
ALTRIA GROUP INC	COM	02209S103	36165	1150286	SH	DEFINED	5	
			-----	-----				
			36165	1150286				
AMAZON COM INC	COM	023135106	12026	47938	SH	DEFINED	5	
			-----	-----				
			12026	47938				
AMEREN CORP	COM	023608102	605	19695	SH	DEFINED	5	
			-----	-----				
			605	19695				
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	1203	52002	SH	DEFINED	5	
			-----	-----				
			1203	52002				
AMERICAN ASSETS TR INC	COM	024013104	1	28	SH	DEFINED	5	
			-----	-----				
			1	28				
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	32	2855	SH	DEFINED	5	
			-----	-----				
			32	2855				
AMERICAN CAMPUS CMNTYS INC	COM	024835100	4994	108267	SH	DEFINED	5	
			-----	-----				
			4994	108267				
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	2599	89934	SH	DEFINED	5	
			-----	-----				
			2599	89934				
AMERICAN CAP LTD	COM	02503Y103	1818	151253	SH	DEFINED	5	
			-----	-----				
			1818	151253				

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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 CAP MTG INVT CORP	COM	02504A104	504	21385	SH		DEFINED	5	
			504	21385					
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	1634	79644	SH		DEFINED	5	
			1634	79644					
AMERICAN ELEC PWR INC	COM	025537101	3515	82351	SH		DEFINED	5	
			3515	82351					
AMERICAN EQTY INVT LIFE HLD	COM	025676206	577	47256	SH		DEFINED	5	
			577	47256					
AMERICAN EXPRESS CO	COM	025816109	19896	346133	SH		DEFINED	5	
			19896	346133					
AMERICAN FINL GROUP INC OHIO	COM	025932104	7	186	SH		DEFINED	5	
			7	186					
AMERICAN INTL GROUP INC	*W EXP 01/19/2	026874156	1	68	SH		DEFINED	5	
			1	68					
AMERICAN INTL GROUP INC	COM NEW	026874784	10519	297990	SH		DEFINED	5	
			10519	297990					
AMERICAN NATL INS CO	COM	028591105	7	100	SH		DEFINED	5	
			7	100					
AMERICAN SELECT PORTFOLIO IN	COM	029570108	5	500	SH		DEFINED	5	
			5	500					
AMERICAN STS WTR CO	COM	029899101	14	300	SH		DEFINED	5	
			14	300					

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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
AMERICAN TOWER CORP NEW	COM	03027X100	5446	70482	SH		DEFINED	5
			5446	70482				
AMERICAN WTR WKS CO INC NEW	COM	030420103	51	1382	SH		DEFINED	5
			51	1382				
AMERICAS CAR MART INC	COM	03062T105	8	200	SH		DEFINED	5
			8	200				
AMERISOURCEBERGEN CORP	COM	03073E105	4670	108143	SH		DEFINED	5
			4670	108143				
AMERIPRISE FINL INC	COM	03076C106	9770	156000	SH		DEFINED	5
			9770	156000				
AMETEK INC NEW	COM	031100100	3002	79907	SH		DEFINED	5
			3002	79907				
AMGEN INC	COM	031162100	36481	423214	SH		DEFINED	5
			36481	423214				
AMPHENOL CORP NEW	CL A	032095101	122	1882	SH		DEFINED	5
			122	1882				
AMREIT INC NEW	CL B	03216B208	597	34782	SH		DEFINED	5
			597	34782				
ANADARKO PETE CORP	COM	032511107	1022	13750	SH		DEFINED	5
			1022	13750				
ANALOG DEVICES INC	COM	032654105	8565	203641	SH		DEFINED	5
			8565	203641				

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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
ANDERSONS INC	COM	034164103	99	2300	SH		DEFINED	5

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				99	2300		
ANGLOGOLD ASHANTI HLDGS FIN	MAND BD CV 13	03512Q206	135	3600	SH	DEFINED	5
			-----	-----			
			135	3600			
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	7360	84198	SH	DEFINED	5
			-----	-----			
			7360	84198			
ANNALY CAP MGMT INC	COM	035710409	1251	89091	SH	DEFINED	5
			-----	-----			
			1251	89091			
ANSYS INC	COM	03662Q105	1021	15169	SH	DEFINED	5
			-----	-----			
			1021	15169			
APACHE CORP	COM	037411105	9211	117333	SH	DEFINED	5
			-----	-----			
			9211	117333			
APACHE CORP	PFD CONV SER D	037411808	119	2600	SH	DEFINED	5
			-----	-----			
			119	2600			
APARTMENT INVT & MGMT CO	CL A	03748R101	1222	45168	SH	DEFINED	5
			-----	-----			
			1222	45168			
APOLLO GROUP INC	CL A	037604105	2	112	SH	DEFINED	5
			-----	-----			
			2	112			
APPLE INC	COM	037833100	135732	255053	SH	DEFINED	5
			-----	-----			
			135732	255053			
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	744	17718	SH	DEFINED	5
			-----	-----			
			744	17718			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN			
APPLIED MATLS INC	COM	038222105	1545	135037	SH		DEFINED	5		
			-----	-----						
			1545	135037						
APTARGROUP INC	COM	038336103	9	197	SH		DEFINED	5		
			-----	-----						
			9	197						

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AQUA AMERICA INC	COM	03836W103	159	6267	SH	DEFINED	5
			-----	-----			
			159	6267			
ARCHER DANIELS MIDLAND CO	COM	039483102	82	2997	SH	DEFINED	5
			-----	-----			
			82	2997			
ARES CAP CORP	COM	04010L103	81	4644	SH	DEFINED	5
			-----	-----			
			81	4644			
ARIAD PHARMACEUTICALS INC	COM	04033A100	11	549	SH	DEFINED	5
			-----	-----			
			11	549			
ARM HLDGS PLC	SPONSORED ADR	042068106	2329	61566	SH	DEFINED	5
			-----	-----			
			2329	61566			
ARMOUR RESIDENTIAL REIT INC	COM	042315101	36	5500	SH	DEFINED	5
			-----	-----			
			36	5500			
ASHLAND INC NEW	COM	044209104	280	3483	SH	DEFINED	5
			-----	-----			
			280	3483			
ASIAINFO-LINKAGE INC	COM	04518A104	1	100	SH	DEFINED	5
			-----	-----			
			1	100			
ASSOCIATED ESTATES RLTY CORP	COM	045604105	1131	70174	SH	DEFINED	5
			-----	-----			
			1131	70174			

		FORM 13F						
PAGE 20 OF 203		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	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ASSURANT INC	COM	04621X108	29	828	SH	DEFINED	5	
			-----	-----				
			29	828				
ASTRAZENECA PLC	SPONSORED ADR	046353108	1654	34980	SH	DEFINED	5	
			-----	-----				
			1654	34980				
ATHENAHEALTH INC	COM	04685W103	185	2529	SH	DEFINED	5	
			-----	-----				
			185	2529				
ATHERSYS INC	COM	04744L106	1	1000	SH	DEFINED	5	
			-----	-----				

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			1	1000		
ATLANTIC PWR CORP	COM NEW	04878Q863	5	400	SH	DEFINED 5
			5	400		
ATLAS AIR WORLDWIDE HLDGS IN	COM NEW	049164205	53	1197	SH	DEFINED 5
			53	1197		
ATLAS ENERGY LP	COM UNITS LP	04930A104	68	1949	SH	DEFINED 5
			68	1949		
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	62	1950	SH	DEFINED 5
			62	1950		
ATLAS RESOURCE PARTNERS LP	COM UNT LTD PR	04941A101	4	198	SH	DEFINED 5
			4	198		
ATMEL CORP	COM	049513104	6734	1028139	SH	DEFINED 5
			6734	1028139		
ATMOS ENERGY CORP	COM	049560105	263	7495	SH	DEFINED 5
			263	7495		

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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	
ATWOOD OCEANICS INC	COM	050095108	4248	92762	SH	DEFINED 5		
			4248	92762				
AURICO GOLD INC	COM	05155C105	457	55872	SH	DEFINED 5		
			457	55872				
AUTODESK INC	COM	052769106	926	26196	SH	DEFINED 5		
			926	26196				
AUTOLIV INC	COM	052800109	8	126	SH	DEFINED 5		
			8	126				
AUTOMATIC DATA PROCESSING IN	COM	053015103	51614	906614	SH	DEFINED 5		
			51614	906614				

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AUTONATION INC	COM	05329W102	2	44	SH	DEFINED	5
			-----	-----			
			2	44			
AUTOZONE INC	COM	053332102	631	1780	SH	DEFINED	5
			-----	-----			
			631	1780			
AVALONBAY CMNTYS INC	COM	053484101	2508	18499	SH	DEFINED	5
			-----	-----			
			2508	18499			
AVERY DENNISON CORP	COM	053611109	53	1511	SH	DEFINED	5
			-----	-----			
			53	1511			
AVIAT NETWORKS INC	COM	05366Y102	2	571	SH	DEFINED	5
			-----	-----			
			2	571			
AVIS BUDGET GROUP	COM	053774105	1	50	SH	DEFINED	5
			-----	-----			
			1	50			

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PAGE	22 OF	203	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
AVISTA CORP	COM	05379B107	270	11212	SH	DEFINED	5		
			-----	-----					
			270	11212					
AVIVA PLC	ADR	05382A104	12	996	SH	DEFINED	5		
			-----	-----					
			12	996					
AVON PRODS INC	COM	054303102	59	4083	SH	DEFINED	5		
			-----	-----					
			59	4083					
BB&T CORP	COM	054937107	7597	260968	SH	DEFINED	5		
			-----	-----					
			7597	260968					
B & G FOODS INC NEW	COM	05508R106	2	69	SH	DEFINED	5		
			-----	-----					
			2	69					
BCE INC	COM NEW	05534B760	2660	61950	SH	DEFINED	5		
			-----	-----					
			2660	61950					
BHP BILLITON PLC	SPONSORED ADR	05545E209	409	5814	SH	DEFINED	5		
			-----	-----					

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			409	5814		
BP PLC	SPONSORED ADR	055622104	8083	194114	SH	DEFINED 5
			-----	-----		
			8083	194114		
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	476	6950	SH	DEFINED 5
			-----	-----		
			476	6950		
BRE PROPERTIES INC	CL A	05564E106	44	856	SH	DEFINED 5
			-----	-----		
			44	856		
BOFI HLDG INC	COM	05566U108	111	4007	SH	DEFINED 5
			-----	-----		
			111	4007		

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PAGE	23 OF	203	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
	BSB BANCORP INC MD	COM	05573H108	32	2636	SH	DEFINED 5
				-----	-----		
				32	2636		
	BT GROUP PLC	ADR	05577E101	640	16823	SH	DEFINED 5
				-----	-----		
				640	16823		
	BMC SOFTWARE INC	COM	055921100	65	1629	SH	DEFINED 5
				-----	-----		
				65	1629		
	BABCOCK & WILCOX CO NEW	COM	05615F102	11	424	SH	DEFINED 5
				-----	-----		
				11	424		
	BAIDU INC	SPON ADR REP A	056752108	1483	14790	SH	DEFINED 5
				-----	-----		
				1483	14790		
	BAKER HUGHES INC	COM	057224107	241	5906	SH	DEFINED 5
				-----	-----		
				241	5906		
	BALCHEM CORP	COM	057665200	131	3600	SH	DEFINED 5
				-----	-----		
				131	3600		
	BALL CORP	COM	058498106	296	6604	SH	DEFINED 5
				-----	-----		
				296	6604		

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BALLY TECHNOLOGIES INC	COM	05874B107	34	768	SH	DEFINED	5
			-----	-----			
			34	768			
BANCFIRST CORP	COM	05945F103	373	8816	SH	DEFINED	5
			-----	-----			
			373	8816			
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	5	300	SH	DEFINED	5
			-----	-----			
			5	300			

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PAGE	24 OF 203	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----
BANCO SANTANDER SA	ADR	05964H105	13	1539	SH	DEFINED	5
			-----	-----			
			13	1539			
BANK OF AMERICA CORPORATION	COM	060505104	7519	647591	SH	DEFINED	5
			-----	-----			
			7519	647591			
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	114	100	SH	DEFINED	5
			-----	-----			
			114	100			
BANK HAWAII CORP	COM	062540109	4	100	SH	DEFINED	5
			-----	-----			
			4	100			
BANK KY FINL CORP	COM	062896105	87	3530	SH	DEFINED	5
			-----	-----			
			87	3530			
BANK MONTREAL QUE	COM	063671101	98	1604	SH	DEFINED	5
			-----	-----			
			98	1604			
BANK NEW YORK MELLON CORP	COM	064058100	8017	311938	SH	DEFINED	5
			-----	-----			
			8017	311938			
BANK NOVA SCOTIA HALIFAX	COM	064149107	6	104	SH	DEFINED	5
			-----	-----			
			6	104			
BARCLAYS BK PLC	DJUBS CMDT ETN	06738C778	15770	381383	SH	DEFINED	5
			-----	-----			
			15770	381383			
BARCLAYS BK PLC	IPSP CROIL ETN	06738C786	436	20000	SH	DEFINED	5
			-----	-----			

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			436	20000		
BARCLAYS PLC	ADR	06738E204	171	9858	SH	DEFINED 5
			-----	-----		
			171	9858		

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PAGE	25 OF	203	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
-----	-----	-----	-----	-----	-----	-----	-----
BARCLAYS BK PLC	ETN DJUBS IND	06738G407	91	2597	SH	DEFINED 5	
			-----	-----			
			91	2597			
BARCLAYS BK PLC	COM	067383109	3213	32877	SH	DEFINED 5	
			-----	-----			
			3213	32877			
BARCLAYS BK PLC	ETN DJUBS COPR	06739F101	43	944	SH	DEFINED 5	
			-----	-----			
			43	944			
BARCLAYS BK PLC	ADR 2 PEF 2	06739F390	25	1000	SH	DEFINED 5	
			-----	-----			
			25	1000			
BARCLAYS BANK PLC	ETN DJUBS AGRI	06739H206	100	1817	SH	DEFINED 5	
			-----	-----			
			100	1817			
BARCLAYS BANK PLC	ETN DJUBSALUMI	06739H321	5	220	SH	DEFINED 5	
			-----	-----			
			5	220			
BARCLAYS BANK PLC	ADR PFD SR 5	06739H362	127	5000	SH	DEFINED 5	
			-----	-----			
			127	5000			
BARCLAYS BANK PLC	CARRY ETN 38	06739H412	9	200	SH	DEFINED 5	
			-----	-----			
			9	200			
BARCLAYS BANK PLC	ADS7.75%PFD S4	06739H511	25	1000	SH	DEFINED 5	
			-----	-----			
			25	1000			
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	65	2609	SH	DEFINED 5	
			-----	-----			
			65	2609			
BARCLAYS BK PLC	IPATH S&P500 V	06740C188	33	1037	SH	DEFINED 5	
			-----	-----			
			33	1037			

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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	
BARCLAYS BK PLC	S&P 500 VEQTOR	06740C337	4984	38558	SH		DEFINED	5	
			4984	38558					
BARCLAYS BK PLC	IPATH S&P MT E	06740C519	561	20073	SH		DEFINED	5	
			561	20073					
BARCLAYS BK PLC	IPTH PURE BRD	06740P114	1474	33037	SH		DEFINED	5	
			1474	33037					
BARCLAYS BK PLC	IPATH DYNM VIX	06741L609	5436	118064	SH		DEFINED	5	
			5436	118064					
BARNES & NOBLE INC	COM	067774109	7	452	SH		DEFINED	5	
			7	452					
BARRICK GOLD CORP	COM	067901108	29	827	SH		DEFINED	5	
			29	827					
BARRETT BILL CORP	COM	06846N104	302	16984	SH		DEFINED	5	
			302	16984					
BASIC ENERGY SVCS INC NEW	COM	06985P100	59	5188	SH		DEFINED	5	
			59	5188					
BASSETT FURNITURE INDS INC	COM	070203104	5	412	SH		DEFINED	5	
			5	412					
BAXTER INTL INC	COM	071813109	11175	167646	SH		DEFINED	5	
			11175	167646					
BEACON ROOFING SUPPLY INC	COM	073685109	228	6853	SH		DEFINED	5	
			228	6853					

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			FORM 13F						
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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	
BEAM INC	COM	073730103	9896	161994	SH		DEFINED	5	
			9896	161994					
BECTON DICKINSON & CO	COM	075887109	6675	85365	SH		DEFINED	5	
			6675	85365					
BED BATH & BEYOND INC	COM	075896100	509	9110	SH		DEFINED	5	
			509	9110					
BEMIS INC	COM	081437105	131	3915	SH		DEFINED	5	
			131	3915					
BENCHMARK ELECTRS INC	COM	08160H101	630	37922	SH		DEFINED	5	
			630	37922					
BERKLEY W R CORP	COM	084423102	8	225	SH		DEFINED	5	
			8	225					
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	36	SH		DEFINED	5	
				36					
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	16810	187406	SH		DEFINED	5	
			16810	187406					
BERKSHIRE HILLS BANCORP INC	COM	084680107	414	17336	SH		DEFINED	5	
			414	17336					
BERRY PLASTICS GROUP INC	COM	08579W103	2	100	SH		DEFINED	5	
			2	100					
BEST BUY INC	COM	086516101	115	9672	SH		DEFINED	5	
			115	9672					

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PAGE 28 OF 203			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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BHP BILLITON LTD	SPONSORED ADR	088606108	1635	20845	SH	DEFINED	5
			-----	-----			
			1635	20845			
BIG LOTS INC	COM	089302103	41	1447	SH	DEFINED	5
			-----	-----			
			41	1447			
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G602	1144	39974	SH	DEFINED	5
			-----	-----			
			1144	39974			
BIO RAD LABS INC	CL A	090572207	652	6204	SH	DEFINED	5
			-----	-----			
			652	6204			
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	1	12	SH	DEFINED	5
			-----	-----			
			1	12			
BIOGEN IDEC INC	COM	09062X103	2051	14015	SH	DEFINED	5
			-----	-----			
			2051	14015			
BIOMED REALTY TRUST INC	COM	09063H107	1	43	SH	DEFINED	5
			-----	-----			
			1	43			
BIOTIME INC	COM	09066L105	13	4200	SH	DEFINED	5
			-----	-----			
			13	4200			
BIOSCRIP INC	COM	09069N108	331	30689	SH	DEFINED	5
			-----	-----			
			331	30689			
BJS RESTAURANTS INC	COM	09180C106	2	47	SH	DEFINED	5
			-----	-----			
			2	47			
BLACK DIAMOND INC	COM	09202G101	8	1000	SH	DEFINED	5
			-----	-----			
			8	1000			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BLACK HILLS CORP	COM	092113109	6	155	SH	DEFINED	5		
			-----	-----					
			6	155					
BLACKBAUD INC	COM	09227Q100	8	331	SH	DEFINED	5		
			-----	-----					

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				8	331		
BLACKROCK INVT QUALITY MUN T	COM	09247D105	18	1071	SH	DEFINED	5
			-----	-----			
			18	1071			
BLACKROCK INC	COM	09247X101	6015	29100	SH	DEFINED	5
			-----	-----			
			6015	29100			
BLACKROCK INCOME OPP TRUST I	COM	092475102	45	4000	SH	DEFINED	5
			-----	-----			
			45	4000			
BLACKROCK MUNICIPL INC QLT	COM	092479104	15	923	SH	DEFINED	5
			-----	-----			
			15	923			
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	41	2500	SH	DEFINED	5
			-----	-----			
			41	2500			
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	69	4450	SH	DEFINED	5
			-----	-----			
			69	4450			
BLACKROCK MUNIC INCM INVST T	SH BEN INT	09248H105	60	3802	SH	DEFINED	5
			-----	-----			
			60	3802			
BLACKROCK STRATEGIC MUN TR	COM	09248T109	30	2000	SH	DEFINED	5
			-----	-----			
			30	2000			
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	26	1516	SH	DEFINED	5
			-----	-----			
			26	1516			

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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 DCRETN	O	MA		
BLACKROCK MUNIC BD INVST TR	COM	09249K107	17	1000	SH	DEFINED	5			
			-----	-----						
			17	1000						
BLACKROCK MUNI INCOME TR II	COM	09249N101	26	1576	SH	DEFINED	5			
			-----	-----						
			26	1576						
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	40	2400	SH	DEFINED	5			
			-----	-----						
			40	2400						

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BLACKROCK LONG-TERM MUNI ADV	COM	09250B103	19	1500	SH	DEFINED	5
			-----	-----			
			19	1500			
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	21	8816	SH	DEFINED	5
			-----	-----			
			21	8816			
BLACKROCK MUNI INCOME INV QL	COM	09250G102	8	500	SH	DEFINED	5
			-----	-----			
			8	500			
BLACKROCK GLOBAL OPP EQTY TR	COM	092501105	12	936	SH	DEFINED	5
			-----	-----			
			12	936			
BLACKROCK ENHANCED EQT DIV T	COM	09251A104	75	10484	SH	DEFINED	5
			-----	-----			
			75	10484			
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107	28	3841	SH	DEFINED	5
			-----	-----			
			28	3841			
BLACKROCK MUNIVEST FD INC	COM	09253R105	883	80039	SH	DEFINED	5
			-----	-----			
			883	80039			
BLACKROCK MUNIVEST FD II INC	COM	09253T101	78	4445	SH	DEFINED	5
			-----	-----			
			78	4445			

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PAGE	31 OF 203	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA
	-----	-----	-----	-----	-----	-----	-----	-----	-----
	BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	51	3300	SH		DEFINED	5
				-----	-----				
				51	3300				
	BLACKROCK MUNI INTER DR FD I	COM	09253X102	68	4063	SH		DEFINED	5
				-----	-----				
				68	4063				
	BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	81	6562	SH		DEFINED	5
				-----	-----				
				81	6562				
	BLACKROCK REAL ASSET EQUITY	COM	09254B109	45	4383	SH		DEFINED	5
				-----	-----				
				45	4383				
	BLACKROCK MUNIYIELD QLTY FD	COM	09254E103	94	6171	SH		DEFINED	5
				-----	-----				

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				94	6171		
BLACKROCK MUNIYIELD QUALITY	COM	09254F100	232	13136	SH	DEFINED	5
			-----	-----			
			232	13136			
BLACKROCK MUNIY QUALITY FD I	COM	09254G108	43	2982	SH	DEFINED	5
			-----	-----			
			43	2982			
BLACKROCK MUNIASSETS FD INC	COM	09254J102	9	663	SH	DEFINED	5
			-----	-----			
			9	663			
BLACKROCK MUNIHLDS INVSTM QL	COM	09254P108	53	3303	SH	DEFINED	5
			-----	-----			
			53	3303			
BLACKROCK MUNIYIELD INVST FD	COM	09254R104	17	1000	SH	DEFINED	5
			-----	-----			
			17	1000			
BLACKROCK MUNIYLD INVST QLTY	COM	09254T100	23	1470	SH	DEFINED	5
			-----	-----			
			23	1470			

		FORM 13F							
PAGE 32 OF 203		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 MUNIYLD MICH QLTY	COM	09254V105	97	6226	SH	DEFINED	5		
			-----	-----					
			97	6226					
BLACKROCK MUNIYLD MICH QLTY	COM	09254W103	20	1375	SH	DEFINED	5		
			-----	-----					
			20	1375					
BLACKROCK MUNIHLDS NJ QLTY	COM	09254X101	110	6615	SH	DEFINED	5		
			-----	-----					
			110	6615					
BLACKROCK MUNIYIELD N J FD I	COM	09254Y109	57	3450	SH	DEFINED	5		
			-----	-----					
			57	3450					
BLACKROCK CORPOR HIGH YLD FD	COM	09255L106	14	1850	SH	DEFINED	5		
			-----	-----					
			14	1850					
BLACKROCK CORPOR HI YLD FD V	COM	09255N102	17	1320	SH	DEFINED	5		
			-----	-----					
			17	1320					

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BLACKROCK DEBT STRAT FD INC	COM	09255R103	9	2000	SH	DEFINED	5
			-----	-----			
			9	2000			
BLOCK H & R INC	COM	093671105	29	1564	SH	DEFINED	5
			-----	-----			
			29	1564			
BLOOMIN BRANDS INC	COM	094235108	439	28046	SH	DEFINED	5
			-----	-----			
			439	28046			
BLUEGREEN CORP	COM	096231105	32	3450	SH	DEFINED	5
			-----	-----			
			32	3450			
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	204	8194	SH	DEFINED	5
			-----	-----			
			204	8194			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
BOB EVANS FARMS INC	COM	096761101	239	5957	SH	DEFINED	5	
			-----	-----				
			239	5957				
BOEING CO	COM	097023105	12138	161071	SH	DEFINED	5	
			-----	-----				
			12138	161071				
BONA FILM GROUP LTD	SPONSORED ADS	09777B107	3	600	SH	DEFINED	5	
			-----	-----				
			3	600				
BORGWARNER INC	COM	099724106	1766	24660	SH	DEFINED	5	
			-----	-----				
			1766	24660				
BOSTON BEER INC	CL A	100557107	13	100	SH	DEFINED	5	
			-----	-----				
			13	100				
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	3	381	SH	DEFINED	5	
			-----	-----				
			3	381				
BOSTON PROPERTIES INC	COM	101121101	3143	29704	SH	DEFINED	5	
			-----	-----				
			3143	29704				
BOSTON SCIENTIFIC CORP	COM	101137107	15	2704	SH	DEFINED	5	
			-----	-----				

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				15	2704		
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	1378	113022	SH	DEFINED	5
			-----	-----			
			1378	113022			
BREITBURN ENERGY PARTNERS LP	COM UT LTD PTN	106776107	5	250	SH	DEFINED	5
			-----	-----			
			5	250			
BRIGGS & STRATTON CORP	COM	109043109	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/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BRIGUS GOLD CORP	COM	109490102	2	1800	SH	DEFINED	5		
			-----	-----					
			2	1800					
BRINKER INTL INC	COM	109641100	2	58	SH	DEFINED	5		
			-----	-----					
			2	58					
BRINKS CO	COM	109696104	53	1848	SH	DEFINED	5		
			-----	-----					
			53	1848					
BRISTOL MYERS SQUIBB CO	COM	110122108	38885	1193170	SH	DEFINED	5		
			-----	-----					
			38885	1193170					
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	1757	17357	SH	DEFINED	5		
			-----	-----					
			1757	17357					
BROADCOM CORP	CL A	111320107	96	2879	SH	DEFINED	5		
			-----	-----					
			96	2879					
BROADSOFT INC	COM	11133B409	4	116	SH	DEFINED	5		
			-----	-----					
			4	116					
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	40	1738	SH	DEFINED	5		
			-----	-----					
			40	1738					
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	4	695	SH	DEFINED	5		
			-----	-----					
			4	695					

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BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	159	4335 SH	DEFINED	5
			-----	-----		
			159	4335		
BROOKFIELD OFFICE PPTYS INC	COM	112900105	1	67 SH	DEFINED	5
			-----	-----		
			1	67		

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)			SHARES/ PRN AMT
			BROWN & BROWN INC	COM	115236101	9	363 SH	DEFINED	5
						-----	-----		
						9	363		
			BROWN FORMAN CORP	CL A	115637100	145	2350 SH	DEFINED	5
						-----	-----		
						145	2350		
			BROWN FORMAN CORP	CL B	115637209	3391	53610 SH	DEFINED	5
						-----	-----		
						3391	53610		
			BRUNSWICK CORP	COM	117043109	1679	57720 SH	DEFINED	5
						-----	-----		
						1679	57720		
			BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	59	1303 SH	DEFINED	5
						-----	-----		
						59	1303		
			BUFFALO WILD WINGS INC	COM	119848109	1	14 SH	DEFINED	5
						-----	-----		
						1	14		
			BURGER KING WORLDWIDE INC	COM	121220107	54	3300 SH	DEFINED	5
						-----	-----		
						54	3300		
			CBIZ INC	COM	124805102	65	10931 SH	DEFINED	5
						-----	-----		
						65	10931		
			CBL & ASSOC PPTYS INC	COM	124830100	1235	58246 SH	DEFINED	5
						-----	-----		
						1235	58246		
			CBS CORP NEW	CL B	124857202	2268	59611 SH	DEFINED	5
						-----	-----		
						2268	59611		
			CBOE HLDGS INC	COM	12503M108	18	617 SH	DEFINED	5
						-----	-----		

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			FORM 13F								
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP								
PAGE	36 OF	203	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O

			CBRE CLARION GLOBAL REAL EST	COM	12504G100	22	2500	SH		DEFINED	5
						-----	-----				
						22	2500				
			CBRE GROUP INC	CL A	12504L109	1206	60589	SH		DEFINED	5
						-----	-----				
						1206	60589				
			CECO ENVIRONMENTAL CORP	COM	125141101	67	6731	SH		DEFINED	5
						-----	-----				
						67	6731				
			CF INDS HLDGS INC	COM	125269100	690	3394	SH		DEFINED	5
						-----	-----				
						690	3394				
			C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	6604	104455	SH		DEFINED	5
						-----	-----				
						6604	104455				
			CIGNA CORPORATION	COM	125509109	3794	70977	SH		DEFINED	5
						-----	-----				
						3794	70977				
			CIT GROUP INC	COM NEW	125581801	63	1620	SH		DEFINED	5
						-----	-----				
						63	1620				
			CLECO CORP NEW	COM	12561W105	30	760	SH		DEFINED	5
						-----	-----				
						30	760				
			CME GROUP INC	COM	12572Q105	82	1612	SH		DEFINED	5
						-----	-----				
						82	1612				
			CMS ENERGY CORP	COM	125896100	226	9271	SH		DEFINED	5
						-----	-----				
						226	9271				
			CNOOC LTD	SPONSORED ADR	126132109	1486	6755	SH		DEFINED	5
						-----	-----				
						1486	6755				

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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	
CNO FINL GROUP INC	COM	12621E103	1639	175657	SH		DEFINED	5	
			1639	175657					
CSR PLC	SPONSORED ADR	12640Y205	1	39	SH		DEFINED	5	
			1	39					
CSX CORP	COM	126408103	4897	248213	SH		DEFINED	5	
			4897	248213					
CTC MEDIA INC	COM	12642X106	4	483	SH		DEFINED	5	
			4	483					
CTS CORP	COM	126501105	63	5960	SH		DEFINED	5	
			63	5960					
CVS CAREMARK CORPORATION	COM	126650100	30275	626169	SH		DEFINED	5	
			30275	626169					
CA INC	COM	12673P105	142	6454	SH		DEFINED	5	
			142	6454					
CABELAS INC	COM	126804301	3381	80976	SH		DEFINED	5	
			3381	80976					
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	34	2262	SH		DEFINED	5	
			34	2262					
CABOT MICROELECTRONICS CORP	COM	12709P103	115	3228	SH		DEFINED	5	
			115	3228					
CABOT OIL & GAS CORP	COM	127097103	618	12417	SH		DEFINED	5	
			618	12417					

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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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CACHE INC	COM NEW	127150308	30	12424	SH	DEFINED	5
			30	12424			
CACI INTL INC	CL A	127190304	34	625	SH	DEFINED	5
			34	625			
CADENCE DESIGN SYSTEM INC	COM	127387108	52	3843	SH	DEFINED	5
			52	3843			
CALAMOS GBL DYN INCOME FUND	COM	12811L107	16	1860	SH	DEFINED	5
			16	1860			
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	3	300	SH	DEFINED	5
			3	300			
CALGON CARBON CORP	COM	129603106	909	64079	SH	DEFINED	5
			909	64079			
CALIFORNIA WTR SVC GROUP	COM	130788102	18	1000	SH	DEFINED	5
			18	1000			
CALLIDUS SOFTWARE INC	COM	13123E500	2	525	SH	DEFINED	5
			2	525			
CALPINE CORP	COM NEW	131347304	78	4280	SH	DEFINED	5
			78	4280			
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	1188	39100	SH	DEFINED	5
			1188	39100			
CAMBREX CORP	COM	132011107	50	4436	SH	DEFINED	5
			50	4436			

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NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA			
CAMDEN PPTY TR		SH BEN INT	133131102	1483	21743	SH	DEFINED	5					
				1483	21743								

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CAMECO CORP	COM	13321L108	7	330	SH	DEFINED	5
			-----	-----			
			7	330			
CAMERON INTERNATIONAL CORP	COM	13342B105	1078	19087	SH	DEFINED	5
			-----	-----			
			1078	19087			
CAMPBELL SOUP CO	COM	134429109	1320	37846	SH	DEFINED	5
			-----	-----			
			1320	37846			
CANADIAN NATL RY CO	COM	136375102	3045	33463	SH	DEFINED	5
			-----	-----			
			3045	33463			
CANADIAN NAT RES LTD	COM	136385101	438	15186	SH	DEFINED	5
			-----	-----			
			438	15186			
CANADIAN PAC RY LTD	COM	13645T100	4207	41399	SH	DEFINED	5
			-----	-----			
			4207	41399			
CANON INC	ADR	138006309	34	859	SH	DEFINED	5
			-----	-----			
			34	859			
CAPLEASE INC	COM	140288101	92	16437	SH	DEFINED	5
			-----	-----			
			92	16437			
CAPITAL ONE FINL CORP	COM	14040H105	8630	148969	SH	DEFINED	5
			-----	-----			
			8630	148969			
CAPSTEAD MTG CORP	PFD B CV \$1.26	14067E308	1	100	SH	DEFINED	5
			-----	-----			
			1	100			

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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
-----			-----	-----	-----	-----	-----	-----	-----	-----
CARBO CERAMICS INC	COM	140781105	110	1400	SH	DEFINED	5			
			-----	-----						
			110	1400						
CARDINAL HEALTH INC	COM	14149Y108	1060	25747	SH	DEFINED	5			
			-----	-----						
			1060	25747						
CARDTRONICS INC	COM	14161H108	1	55	SH	DEFINED	5			
			-----	-----						

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			1	55		
CAREFUSION CORP	COM	14170T101	1778	62216	SH	DEFINED 5
			-----	-----		
			1778	62216		
CARLISLE COS INC	COM	142339100	565	9613	SH	DEFINED 5
			-----	-----		
			565	9613		
CARMAX INC	COM	143130102	77	2054	SH	DEFINED 5
			-----	-----		
			77	2054		
CARNIVAL PLC	ADR	14365C103	128	3301	SH	DEFINED 5
			-----	-----		
			128	3301		
CARNIVAL CORP	PAIRED CTF	143658300	215	5852	SH	DEFINED 5
			-----	-----		
			215	5852		
CARRIAGE SVCS INC	COM	143905107	40	3343	SH	DEFINED 5
			-----	-----		
			40	3343		
CARTER INC	COM	146229109	6	116	SH	DEFINED 5
			-----	-----		
			6	116		
CASH AMER INTL INC	COM	14754D100	244	6148	SH	DEFINED 5
			-----	-----		
			244	6148		

			FORM 13F						
PAGE 41 OF 203			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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CASS INFORMATION SYS INC	COM	14808P109	122	2889	SH	DEFINED 5			
			-----	-----					
			122	2889					
CASUAL MALE RETAIL GRP INC	COM NEW	148711302	34	8025	SH	DEFINED 5			
			-----	-----					
			34	8025					
CATAMARAN CORP	COM	148887102	1276	27089	SH	DEFINED 5			
			-----	-----					
			1276	27089					
CATERPILLAR INC DEL	COM	149123101	16779	187247	SH	DEFINED 5			
			-----	-----					
			16779	187247					

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CAVIUM INC	COM	14964U108	33	1067	SH	DEFINED	5
			-----	-----			
			33	1067			
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	622	18580	SH	DEFINED	5
			-----	-----			
			622	18580			
CELADON GROUP INC	COM	150838100	4384	242632	SH	DEFINED	5
			-----	-----			
			4384	242632			
CELANESE CORP DEL	COM SER A	150870103	120	2694	SH	DEFINED	5
			-----	-----			
			120	2694			
CELL THERAPEUTICS INC	COM NPV NEW 20	150934883	1	872	SH	DEFINED	5
			-----	-----			
			1	872			
CELGENE CORP	COM	151020104	26837	342007	SH	DEFINED	5
			-----	-----			
			26837	342007			
CELGENE CORP	RIGHT 12/31/20	151020112	0	52	SH	DEFINED	5
			-----	-----			
				52			

PAGE 42 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
CEMEX SAB DE CV	SPON ADR NEW	151290889	12	1199	SH	DEFINED	5	
			-----	-----				
			12	1199				
CENOVUS ENERGY INC	COM	15135U109	25	753	SH	DEFINED	5	
			-----	-----				
			25	753				
CENTER BANCORP INC	COM	151408101	73	6335	SH	DEFINED	5	
			-----	-----				
			73	6335				
CENTERPOINT ENERGY INC	COM	15189T107	152	7917	SH	DEFINED	5	
			-----	-----				
			152	7917				
CENTRAL FED CORP	COM NEW	15346Q202	97	66666	SH	DEFINED	5	
			-----	-----				
			97	66666				
CENTURY ALUM CO	COM	156431108	6	700	SH	DEFINED	5	
			-----	-----				

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			6	700		
CEPHEID	COM	15670R107	243	7186	SH	DEFINED 5
			-----	-----		
			243	7186		
CENTURYLINK INC	COM	156700106	25423	649869	SH	DEFINED 5
			-----	-----		
			25423	649869		
CERNER CORP	COM	156782104	4153	53578	SH	DEFINED 5
			-----	-----		
			4153	53578		
CHARLES & COLVARD LTD	COM	159765106	3	850	SH	DEFINED 5
			-----	-----		
			3	850		
CHART INDS INC	COM PAR \$0.01	16115Q308	1322	19830	SH	DEFINED 5
			-----	-----		
			1322	19830		

			FORM 13F						
PAGE 43 OF 203			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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CHEESECAKE FACTORY INC	COM	163072101	183	5607	SH	DEFINED 5			
			-----	-----					
			183	5607					
CHEMED CORP NEW	COM	16359R103	461	6723	SH	DEFINED 5			
			-----	-----					
			461	6723					
CHEMICAL FINL CORP	COM	163731102	203	8556	SH	DEFINED 5			
			-----	-----					
			203	8556					
CHEMTURA CORP	COM NEW	163893209	1	32	SH	DEFINED 5			
			-----	-----					
			1	32					
CHENIERE ENERGY INC	COM NEW	16411R208	6	330	SH	DEFINED 5			
			-----	-----					
			6	330					
CHESAPEAKE ENERGY CORP	COM	165167107	333	20046	SH	DEFINED 5			
			-----	-----					
			333	20046					
CHESAPEAKE ENERGY CORP	PFD CONV	165167842	40	500	SH	DEFINED 5			
			-----	-----					
			40	500					

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CHESAPEAKE LODGING TR	SH BEN INT	165240102	1	29	SH	DEFINED	5
			-----	-----			
			1	29			
CHESAPEAKE UTILS CORP	COM	165303108	90	1974	SH	DEFINED	5
			-----	-----			
			90	1974			
CHEVRON CORP NEW	COM	166764100	116503	1077335	SH	DEFINED	5
			-----	-----			
			116503	1077335			
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	185	4000	SH	DEFINED	5
			-----	-----			
			185	4000			

		FORM 13F						
PAGE 44 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
CHICOS FAS INC	COM	168615102	684	37035	SH	DEFINED	5	
			-----	-----				
			684	37035				
CHIMERA INVT CORP	COM	16934Q109	4	1402	SH	DEFINED	5	
			-----	-----				
			4	1402				
CHINA FD INC	COM	169373107	5	222	SH	DEFINED	5	
			-----	-----				
			5	222				
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	7	150	SH	DEFINED	5	
			-----	-----				
			7	150				
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	330	5620	SH	DEFINED	5	
			-----	-----				
			330	5620				
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1476	12840	SH	DEFINED	5	
			-----	-----				
			1476	12840				
CHIPOTLE MEXICAN GRILL INC	COM	169656105	49	166	SH	DEFINED	5	
			-----	-----				
			49	166				
CHIQUITA BRANDS INTL INC	COM	170032809	73	8826	SH	DEFINED	5	
			-----	-----				
			73	8826				
CHUBB CORP	COM	171232101	19657	260986	SH	DEFINED	5	
			-----	-----				

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			19657	260986		
CHURCH & DWIGHT INC	COM	171340102	934	17429	SH	DEFINED 5
			-----	-----		
			934	17429		
CIBER INC	COM	17163B102	59	17753	SH	DEFINED 5
			-----	-----		
			59	17753		

			FORM 13F						
PAGE	45 OF	203	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 DISCRETN	O MA

	CIMAREX ENERGY CO	COM	171798101	44	770	SH		DEFINED	5
				-----	-----				
				44	770				
	CINCINNATI BELL INC NEW	COM	171871106	110	20000	SH		DEFINED	5
				-----	-----				
				110	20000				
	CINCINNATI FINL CORP	COM	172062101	36074	921199	SH		DEFINED	5
				-----	-----				
				36074	921199				
	CINEMARK HOLDINGS INC	COM	17243V102	25	966	SH		DEFINED	5
				-----	-----				
				25	966				
	CISCO SYS INC	COM	17275R102	33693	1714745	SH		DEFINED	5
				-----	-----				
				33693	1714745				
	CIRRUS LOGIC INC	COM	172755100	15	525	SH		DEFINED	5
				-----	-----				
				15	525				
	CINTAS CORP	COM	172908105	1917	46874	SH		DEFINED	5
				-----	-----				
				1917	46874				
	CITIGROUP INC	COM NEW	172967424	13438	339696	SH		DEFINED	5
				-----	-----				
				13438	339696				
	CITI TRENDS INC	COM	17306X102	40	2876	SH		DEFINED	5
				-----	-----				
				40	2876				
	CITIZENS REPUBLIC BANCORP IN	COM NEW	174420307	421	22217	SH		DEFINED	5
				-----	-----				
				421	22217				

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CITIZENS INC	CL A	174740100	1	67	SH	DEFINED	5
			-----	-----			
			1	67			

PAGE 46 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
CITRIX SYS INC	COM	177376100	521	7942	SH	DEFINED	5	
			-----	-----				
			521	7942				
CITY NATL CORP	COM	178566105	3	55	SH	DEFINED	5	
			-----	-----				
			3	55				
CLARCOR INC	COM	179895107	10	205	SH	DEFINED	5	
			-----	-----				
			10	205				
CLAYMORE EXCHANGE TRD FD TR	GUGG BRIC ETF	18383M100	322	8945	SH	DEFINED	5	
			-----	-----				
			322	8945				
CLAYMORE EXCHANGE TRD FD TR	GUGG BULL 2015	18383M423	45	1710	SH	DEFINED	5	
			-----	-----				
			45	1710				
CLAYMORE EXCHANGE TRD FD TR	GUGG FRNTR MKT	18383Q838	2125	107526	SH	DEFINED	5	
			-----	-----				
			2125	107526				
CLAYMORE EXCHANGE TRD FD TR	GUGG TIMBER ET	18383Q879	4	200	SH	DEFINED	5	
			-----	-----				
			4	200				
CLEAN HARBORS INC	COM	184496107	163	2958	SH	DEFINED	5	
			-----	-----				
			163	2958				
CLEARBRIDGE ENERGY MLP FD IN	COM	184692101	221	9599	SH	DEFINED	5	
			-----	-----				
			221	9599				
CLIFFS NATURAL RESOURCES INC	COM	18683K101	84	2170	SH	DEFINED	5	
			-----	-----				
			84	2170				
CLOROX CO DEL	COM	189054109	1700	23220	SH	DEFINED	5	
			-----	-----				
			1700	23220				

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PAGE 47 OF 203			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	
COACH INC	COM	189754104	6865	123665	SH		DEFINED	5	
			6865	123665					
COCA COLA BOTTLING CO CONS	COM	191098102	133	2000	SH		DEFINED	5	
			133	2000					
COCA COLA CO	COM	191216100	85348	2354417	SH		DEFINED	5	
			85348	2354417					
COCA COLA ENTERPRISES INC NE	COM	19122T109	467	14713	SH		DEFINED	5	
			467	14713					
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	1426	9569	SH		DEFINED	5	
			1426	9569					
COEUR D ALENE MINES CORP IDA	COM NEW	192108504	285	11594	SH		DEFINED	5	
			285	11594					
COGNEX CORP	COM	192422103	21	571	SH		DEFINED	5	
			21	571					
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	165	2230	SH		DEFINED	5	
			165	2230					
COHEN & STEERS INC	COM	19247A100	9	299	SH		DEFINED	5	
			9	299					
COHEN & STEERS TOTAL RETURN	COM	19247R103	15	1040	SH		DEFINED	5	
			15	1040					
COHEN & STEERS REIT & PFD IN	COM	19247X100	18	1035	SH		DEFINED	5	
			18	1035					

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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
COHERENT INC	COM	192479103	1	29	SH		DEFINED	5
			1	29				
COHU INC	COM	192576106	1	65	SH		DEFINED	5
			1	65				
COINSTAR INC	COM	19259P300	918	17643	SH		DEFINED	5
			918	17643				
COLFAX CORP	COM	194014106	513	12716	SH		DEFINED	5
			513	12716				
COLGATE PALMOLIVE CO	COM	194162103	18753	179390	SH		DEFINED	5
			18753	179390				
COLLECTORS UNIVERSE INC	COM NEW	19421R200	3	300	SH		DEFINED	5
			3	300				
COLONIAL PPTYS TR	COM SH BEN INT	195872106	1	53	SH		DEFINED	5
			1	53				
COLUMBIA SPORTSWEAR CO	COM	198516106	1477	27684	SH		DEFINED	5
			1477	27684				
COMCAST CORP NEW	CL A	20030N101	18360	491434	SH		DEFINED	5
			18360	491434				
COMCAST CORP NEW	CL A SPL	20030N200	133	3700	SH		DEFINED	5
			133	3700				
COMERICA INC	COM	200340107	1050	34623	SH		DEFINED	5
			1050	34623				

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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
COMMERCE BANCSHARES INC	COM	200525103	1349	38478	SH		DEFINED	5

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			1349	38478			
COMMUNITY HEALTH SYS INC NEW	COM	203668108	16	510	SH	DEFINED	5
			-----	-----			
			16	510			
COMMUNICATIONS SYS INC	COM	203900105	10	974	SH	DEFINED	5
			-----	-----			
			10	974			
COMMVAULT SYSTEMS INC	COM	204166102	592	8500	SH	DEFINED	5
			-----	-----			
			592	8500			
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	58	1390	SH	DEFINED	5
			-----	-----			
			58	1390			
COMPASS MINERALS INTL INC	COM	20451N101	3	36	SH	DEFINED	5
			-----	-----			
			3	36			
COMPASS DIVERSIFIED HOLDINGS	SH BEN INT	20451Q104	48	3232	SH	DEFINED	5
			-----	-----			
			48	3232			
COMPUTER PROGRAMS & SYS INC	COM	205306103	11	221	SH	DEFINED	5
			-----	-----			
			11	221			
COMPUTER SCIENCES CORP	COM	205363104	70	1747	SH	DEFINED	5
			-----	-----			
			70	1747			
COMPUTER TASK GROUP INC	COM	205477102	74	4033	SH	DEFINED	5
			-----	-----			
			74	4033			
COMPUWARE CORP	COM	205638109	5	500	SH	DEFINED	5
			-----	-----			
			5	500			

PAGE		50 OF 203		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 DCRETN	O	MA		
			-----	-----	-----	-----	-----	-----		
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	208	8212	SH	DEFINED	5			
			-----	-----						
			208	8212						
COMVERSE INC	COM	20585P105	0	17	SH	DEFINED	5			
			-----	-----						
				17						

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COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	1	180	SH	DEFINED	5
			-----	-----			
			1	180			
CONAGRA FOODS INC	COM	205887102	2057	69730	SH	DEFINED	5
			-----	-----			
			2057	69730			
CONCHO RES INC	COM	20605P101	260	3227	SH	DEFINED	5
			-----	-----			
			260	3227			
CONCUR TECHNOLOGIES INC	COM	206708109	167	2467	SH	DEFINED	5
			-----	-----			
			167	2467			
CONOCOPHILLIPS	COM	20825C104	42128	726470	SH	DEFINED	5
			-----	-----			
			42128	726470			
CONSOL ENERGY INC	COM	20854P109	26	820	SH	DEFINED	5
			-----	-----			
			26	820			
CONSOLIDATED COMM HLDGS INC	COM	209034107	2	100	SH	DEFINED	5
			-----	-----			
			2	100			
CONSOLIDATED EDISON INC	COM	209115104	2426	43674	SH	DEFINED	5
			-----	-----			
			2426	43674			
CONSOLIDATED GRAPHICS INC	COM	209341106	468	13402	SH	DEFINED	5
			-----	-----			
			468	13402			

		FORM 13F						
PAGE 51 OF 203		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	MA	
-----			-----					-----
CONSOLIDATED TOMOKA LD CO	COM	210226106	5	150	SH	DEFINED	5	
			-----	-----				
			5	150				
CONSTANT CONTACT INC	COM	210313102	35	2453	SH	DEFINED	5	
			-----	-----				
			35	2453				
CONSTELLATION BRANDS INC	CL A	21036P108	76	2153	SH	DEFINED	5	
			-----	-----				
			76	2153				
CONTANGO OIL & GAS COMPANY	COM NEW	21075N204	0	4	SH	DEFINED	5	
			-----	-----				

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CONTINENTAL RESOURCES INC	COM	212015101	55	743	SH	DEFINED	5
			-----	-----			
			55	743			
CONVERGYS CORP	COM	212485106	100	6075	SH	DEFINED	5
			-----	-----			
			100	6075			
COOPER COS INC	COM NEW	216648402	1552	16780	SH	DEFINED	5
			-----	-----			
			1552	16780			
COOPER TIRE & RUBR CO	COM	216831107	148	5846	SH	DEFINED	5
			-----	-----			
			148	5846			
COPANO ENERGY L L C	COM UNITS	217202100	24	767	SH	DEFINED	5
			-----	-----			
			24	767			
COPART INC	COM	217204106	146	4938	SH	DEFINED	5
			-----	-----			
			146	4938			
CORNING INC	COM	219350105	499	39523	SH	DEFINED	5
			-----	-----			
			499	39523			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CORPORATE EXECUTIVE BRD CO	COM	21988R102	2	35	SH		DEFINED	5	
			-----	-----					
			2	35					
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	2	68	SH		DEFINED	5	
			-----	-----					
			2	68					
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	3152	88861	SH		DEFINED	5	
			-----	-----					
			3152	88861					
COSTCO WHSL CORP NEW	COM	22160K105	7685	77841	SH		DEFINED	5	
			-----	-----					
			7685	77841					
COSTAR GROUP INC	COM	22160N109	208	2331	SH		DEFINED	5	
			-----	-----					
			208	2331					

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COVANCE INC	COM	222816100	1253	21685	SH	DEFINED	5
			-----	-----			
			1253	21685			
COVENTRY HEALTH CARE INC	COM	222862104	7	150	SH	DEFINED	5
			-----	-----			
			7	150			
CRACKER BARREL OLD CTRY STOR	COM	22410J106	21	324	SH	DEFINED	5
			-----	-----			
			21	324			
CRANE CO	COM	224399105	21	453	SH	DEFINED	5
			-----	-----			
			21	453			
CREDIT SUISSE ASSET MGMT INC	COM	224916106	47	11711	SH	DEFINED	5
			-----	-----			
			47	11711			
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	24	980	SH	DEFINED	5
			-----	-----			
			24	980			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CREDIT SUISSE NASSAU BRH	ETN LKD 30 MLP	22542D852	82	3400	SH	DEFINED	5		
			-----	-----					
			82	3400					
CREDIT SUISSE HIGH YLD BND F	SH BEN INT	22544F103	9	2906	SH	DEFINED	5		
			-----	-----					
			9	2906					
CREE INC	COM	225447101	479	14085	SH	DEFINED	5		
			-----	-----					
			479	14085					
CROSS CTRY HEALTHCARE INC	COM	227483104	63	13156	SH	DEFINED	5		
			-----	-----					
			63	13156					
CROWN CASTLE INTL CORP	COM	228227104	1048	14527	SH	DEFINED	5		
			-----	-----					
			1048	14527					
CROWN HOLDINGS INC	COM	228368106	55	1505	SH	DEFINED	5		
			-----	-----					
			55	1505					
CUBESMART	COM	229663109	436	29934	SH	DEFINED	5		
			-----	-----					

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			436	29934		
CUBIST PHARMACEUTICALS INC	COM	229678107	3	71	SH	DEFINED 5
			-----	-----		
			3	71		
CULLEN FROST BANKERS INC	COM	229899109	1081	19924	SH	DEFINED 5
			-----	-----		
			1081	19924		
CUMMINS INC	COM	231021106	8891	82060	SH	DEFINED 5
			-----	-----		
			8891	82060		
CURRENCYSHARES AUSTRALIAN DL	AUSTRALIAN DOL	23129U101	579	5560	SH	DEFINED 5
			-----	-----		
			579	5560		

			FORM 13F						
PAGE	54 OF	203	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
	-----	-----	-----	-----	-----	-----	-----	-----	-----
	CURRENCYSHARES EURO TR	EURO SHS	23130C108	13	100	SH		DEFINED 5	
				-----	-----				
				13	100				
	CYMER INC	COM	232572107	9	100	SH		DEFINED 5	
				-----	-----				
				9	100				
	CYTEC INDS INC	COM	232820100	14	200	SH		DEFINED 5	
				-----	-----				
				14	200				
	DCP MIDSTREAM PARTNERS LP	COM UT LTD PTN	23311P100	4	100	SH		DEFINED 5	
				-----	-----				
				4	100				
	DCT INDUSTRIAL TRUST INC	COM	233153105	1	118	SH		DEFINED 5	
				-----	-----				
				1	118				
	DDR CORP	COM	23317H102	543	34655	SH		DEFINED 5	
				-----	-----				
				543	34655				
	DNP SELECT INCOME FD	COM	23325P104	393	41522	SH		DEFINED 5	
				-----	-----				
				393	41522				
	D R HORTON INC	COM	23331A109	1776	89800	SH		DEFINED 5	
				-----	-----				
				1776	89800				

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DTE ENERGY CO	COM	233331107	533	8881	SH	DEFINED	5
			-----	-----			
			533	8881			
DSW INC	CL A	23334L102	2276	34649	SH	DEFINED	5
			-----	-----			
			2276	34649			
DWS HIGH INCOME TR	SHS NEW	23337C208	15	1495	SH	DEFINED	5
			-----	-----			
			15	1495			

				FORM 13F					
PAGE	55 OF	203	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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
DWS MUN INCOME TR	COM	23338M106	79	5484	SH		DEFINED	5	
			-----	-----					
			79	5484					
DWS STRATEGIC INCOME TR	SHS	23338N104	24	1672	SH		DEFINED	5	
			-----	-----					
			24	1672					
DWS GLOBAL HIGH INCOME FD	COM	23338W104	20	2299	SH		DEFINED	5	
			-----	-----					
			20	2299					
DANA HLDG CORP	COM	235825205	34	2200	SH		DEFINED	5	
			-----	-----					
			34	2200					
DANAHER CORP DEL	NOTE	1 235851AF9	975	6000	SH		DEFINED	5	
			-----	-----					
			975	6000					
DANAHER CORP DEL	COM	235851102	7087	126782	SH		DEFINED	5	
			-----	-----					
			7087	126782					
DARDEN RESTAURANTS INC	COM	237194105	1620	35944	SH		DEFINED	5	
			-----	-----					
			1620	35944					
DAVITA HEALTHCARE PARTNERS I	COM	23918K108	669	6051	SH		DEFINED	5	
			-----	-----					
			669	6051					
DEALERTRACK TECHNOLOGIES INC	COM	242309102	177	6149	SH		DEFINED	5	
			-----	-----					
			177	6149					
DEAN FOODS CO NEW	COM	242370104	20	1208	SH		DEFINED	5	
			-----	-----					

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20 1208

DECKERS OUTDOOR CORP	COM	243537107	2	60	SH	DEFINED	5
			-----	-----			
			2	60			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
DEERE & CO	COM	244199105	28761	332807	SH	DEFINED	5	
			-----	-----				
			28761	332807				
DEL FRISCOS RESTAURANT GROUP	COM	245077102	0	32	SH	DEFINED	5	
			-----	-----				
				32				
DELAWARE INVT NAT MUNI INC F	SH BEN INT	24610T108	23	1642	SH	DEFINED	5	
			-----	-----				
			23	1642				
DELL INC	COM	24702R101	784	77360	SH	DEFINED	5	
			-----	-----				
			784	77360				
DELTA AIR LINES INC DEL	COM NEW	247361702	68	5766	SH	DEFINED	5	
			-----	-----				
			68	5766				
DENBURY RES INC	COM NEW	247916208	8	518	SH	DEFINED	5	
			-----	-----				
			8	518				
DELUXE CORP	COM	248019101	1080	33511	SH	DEFINED	5	
			-----	-----				
			1080	33511				
DENDREON CORP	COM	24823Q107	1	125	SH	DEFINED	5	
			-----	-----				
			1	125				
DENTSPLY INTL INC NEW	COM	249030107	1202	30340	SH	DEFINED	5	
			-----	-----				
			1202	30340				
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	125	10600	SH	DEFINED	5	
			-----	-----				
			125	10600				

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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	
DEUTSCHE BK AG LDN BRH	PS GOLD DS ETN	25154H756	10	2200	SH		DEFINED	5	
			10	2200					
DEVON ENERGY CORP NEW	COM	25179M103	254	4878	SH		DEFINED	5	
			254	4878					
DEVRY INC DEL	COM	251893103	1	25	SH		DEFINED	5	
			1	25					
DIAGEO P L C	SPON ADR NEW	25243Q205	3137	26907	SH		DEFINED	5	
			3137	26907					
DIAMOND FOODS INC	COM	252603105	3	250	SH		DEFINED	5	
			3	250					
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1065	15673	SH		DEFINED	5	
			1065	15673					
DICKS SPORTING GOODS INC	COM	253393102	2	50	SH		DEFINED	5	
			2	50					
DIEBOLD INC	COM	253651103	46	1500	SH		DEFINED	5	
			46	1500					
DIGI INTL INC	COM	253798102	96	10179	SH		DEFINED	5	
			96	10179					
DIGITAL RLTY TR INC	COM	253868103	4263	62788	SH		DEFINED	5	
			4263	62788					
DIME CMNTY BANCSHARES	COM	253922108	405	29128	SH		DEFINED	5	
			405	29128					

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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	
DIREXION SHS ETF TR	20YR TRES BEAR	25459Y678	7	120	SH		DEFINED	5	
			7	120					
DIREXION SHS ETF TR	DLY FIN BULL N	25459Y694	25	210	SH		DEFINED	5	
			25	210					
DISNEY WALT CO	COM DISNEY	254687106	31601	634681	SH		DEFINED	5	
			31601	634681					
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	71	1122	SH		DEFINED	5	
			71	1122					
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	53	904	SH		DEFINED	5	
			53	904					
DISH NETWORK CORP	CL A	25470M109	1970	54117	SH		DEFINED	5	
			1970	54117					
DISCOVER FINL SVCS	COM	254709108	8360	216857	SH		DEFINED	5	
			8360	216857					
DIRECTV	COM	25490A309	327	6520	SH		DEFINED	5	
			327	6520					
DR REDDYS LABS LTD	ADR	256135203	13	400	SH		DEFINED	5	
			13	400					
DOLAN CO	COM	25659P402	53	13673	SH		DEFINED	5	
			53	13673					
DOLLAR GEN CORP NEW	COM	256677105	313	7088	SH		DEFINED	5	
			313	7088					

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PAGE 59 OF 203			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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DOLLAR TREE INC	COM	256746108	2570	63367	SH	DEFINED	5
			-----	-----			
			2570	63367			
DOMINION RES INC VA NEW	COM	25746U109	12899	249021	SH	DEFINED	5
			-----	-----			
			12899	249021			
DOMINOS PIZZA INC	COM	25754A201	1	16	SH	DEFINED	5
			-----	-----			
			1	16			
DOMTAR CORP	COM NEW	257559203	2	23	SH	DEFINED	5
			-----	-----			
			2	23			
DONALDSON INC	COM	257651109	1059	32241	SH	DEFINED	5
			-----	-----			
			1059	32241			
DONNELLEY R R & SONS CO	COM	257867101	40	4407	SH	DEFINED	5
			-----	-----			
			40	4407			
DOUBLELINE OPPORTUNISTIC CR	COM	258623107	54	2000	SH	DEFINED	5
			-----	-----			
			54	2000			
DOUGLAS EMMETT INC	COM	25960P109	1436	61615	SH	DEFINED	5
			-----	-----			
			1436	61615			
DOVER CORP	COM	260003108	2871	43693	SH	DEFINED	5
			-----	-----			
			2871	43693			
DOVER MOTORSPORTS INC	COM	260174107	0	50	SH	DEFINED	5
			-----	-----			
				50			
DOW CHEM CO	COM	260543103	4895	151421	SH	DEFINED	5
			-----	-----			
			4895	151421			

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PAGE	60 OF	203	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	103	2333	SH	DEFINED	5		
			-----	-----					
			103	2333					
DRESSER-RAND GROUP INC	COM	261608103	39	698	SH	DEFINED	5		
			-----	-----					

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				39	698		
DREYFUS STRATEGIC MUNS INC	COM	261932107	24	2500	SH	DEFINED	5
			-----	-----			
			24	2500			
DREYFUS MUN INCOME INC	COM	26201R102	31	2961	SH	DEFINED	5
			-----	-----			
			31	2961			
DRIL-QUIP INC	COM	262037104	3	44	SH	DEFINED	5
			-----	-----			
			3	44			
DU PONT E I DE NEMOURS & CO	COM	263534109	37942	843544	SH	DEFINED	5
			-----	-----			
			37942	843544			
DUCOMMUN INC DEL	COM	264147109	91	5634	SH	DEFINED	5
			-----	-----			
			91	5634			
DUFF & PHELPS UTIL CORP BD T	COM	26432K108	11	859	SH	DEFINED	5
			-----	-----			
			11	859			
DUFF & PHELPS CORP NEW	CL A	26433B107	1	36	SH	DEFINED	5
			-----	-----			
			1	36			
DUKE ENERGY CORP NEW	COM NEW	26441C204	44862	703165	SH	DEFINED	5
			-----	-----			
			44862	703165			
DUKE REALTY CORP	COM NEW	264411505	139	10031	SH	DEFINED	5
			-----	-----			
			139	10031			

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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		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
DUN & BRADSTREET CORP DEL NE	COM	26483E100	20	249	SH	DEFINED	5			
			-----	-----						
			20	249						
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	1	24	SH	DEFINED	5			
			-----	-----						
			1	24						
DYNEX CAP INC	COM NEW	26817Q506	3	300	SH	DEFINED	5			
			-----	-----						
			3	300						

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EGA EMERGING GLOBAL SHS TR	EGS EMKTCNS E	268461779	23	850	SH	DEFINED	5
			-----	-----			
			23	850			
E M C CORP MASS	COM	268648102	40344	1594621	SH	DEFINED	5
			-----	-----			
			40344	1594621			
EMC INS GROUP INC	COM	268664109	86	3597	SH	DEFINED	5
			-----	-----			
			86	3597			
EOG RES INC	COM	26875P101	3645	30176	SH	DEFINED	5
			-----	-----			
			3645	30176			
EPL OIL & GAS INC	COM	26883D108	133	5911	SH	DEFINED	5
			-----	-----			
			133	5911			
EQT CORP	COM	26884L109	72	1223	SH	DEFINED	5
			-----	-----			
			72	1223			
EPR PPTYS	COM SH BEN INT	26884U109	2585	56071	SH	DEFINED	5
			-----	-----			
			2585	56071			
ETF5 PLATINUM TR	SH BEN INT	26922V101	5	30	SH	DEFINED	5
			-----	-----			
			5	30			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
ETF5 PRECIOUS METALS BASKET	PHYS PM BSKT	26922W109	19	200	SH	DEFINED	5	
			-----	-----				
			19	200				
E TRADE FINANCIAL CORP	COM NEW	269246401	21	2377	SH	DEFINED	5	
			-----	-----				
			21	2377				
EAGLE MATERIALS INC	COM	26969P108	537	9173	SH	DEFINED	5	
			-----	-----				
			537	9173				
EAST WEST BANCORP INC	COM	27579R104	11914	554402	SH	DEFINED	5	
			-----	-----				
			11914	554402				
EASTGROUP PPTY INC	COM	277276101	1254	23304	SH	DEFINED	5	
			-----	-----				

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			1254	23304			
EASTMAN CHEM CO	COM	277432100	3327	48888	SH	DEFINED	5
			-----	-----			
			3327	48888			
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	33	2000	SH	DEFINED	5
			-----	-----			
			33	2000			
EATON VANCE MUNI INCOME TRUS	SH BEN INT	27826U108	29	2076	SH	DEFINED	5
			-----	-----			
			29	2076			
EATON VANCE CORP	COM NON VTG	278265103	4874	153039	SH	DEFINED	5
			-----	-----			
			4874	153039			
EATON VANCE MUN BD FD	COM	27827X101	48	3464	SH	DEFINED	5
			-----	-----			
			48	3464			
EATON VANCE ENH EQTY INC FD	COM	278277108	63	6000	SH	DEFINED	5
			-----	-----			
			63	6000			

		FORM 13F						
PAGE 63 OF 203		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
-----	-----	-----	-----	-----	-----	-----	-----	-----
EATON VANCE TAX ADVT DIV INC	COM	27828G107	65	3944	SH	DEFINED	5	
			-----	-----				
			65	3944				
EATON VANCE LTD DUR INCOME F	COM	27828H105	40	2372	SH	DEFINED	5	
			-----	-----				
			40	2372				
EATON VANCE SR FLTNG RTE TR	COM	27828Q105	2	100	SH	DEFINED	5	
			-----	-----				
			2	100				
EATON VANCE SH TM DR DIVR IN	COM	27828V104	46	2664	SH	DEFINED	5	
			-----	-----				
			46	2664				
EATON VANCE TAX MNGED BUY WR	COM	27828X100	14	1000	SH	DEFINED	5	
			-----	-----				
			14	1000				
EATON VANCE TXMGD GL BUYWR O	COM	27829C105	1175	109936	SH	DEFINED	5	
			-----	-----				
			1175	109936				

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EATON VANCE TAX MNGD GBL DV	COM	27829F108	36	4069	SH	DEFINED	5
			-----	-----			
			36	4069			
EATON VANCE RISK MNGD DIV EQ	COM	27829G106	76	7285	SH	DEFINED	5
			-----	-----			
			76	7285			
EATON VANCE NATL MUN OPPORT	COM SHS	27829L105	7	300	SH	DEFINED	5
			-----	-----			
			7	300			
EBAY INC	COM	278642103	4930	96668	SH	DEFINED	5
			-----	-----			
			4930	96668			
EBIX INC	COM NEW	278715206	289	17922	SH	DEFINED	5
			-----	-----			
			289	17922			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ECHO GLOBAL LOGISTICS INC	COM	27875T101	110	6127	SH	DEFINED	5		
			-----	-----					
			110	6127					
EHOSTAR CORP	CL A	278768106	21	627	SH	DEFINED	5		
			-----	-----					
			21	627					
ECOLAB INC	COM	278865100	27695	385191	SH	DEFINED	5		
			-----	-----					
			27695	385191					
ECOPETROL S A	SPONSORED ADS	279158109	2	37	SH	DEFINED	5		
			-----	-----					
			2	37					
EDISON INTL	COM	281020107	592	13095	SH	DEFINED	5		
			-----	-----					
			592	13095					
EDUCATION RLTY TR INC	COM	28140H104	1	95	SH	DEFINED	5		
			-----	-----					
			1	95					
EDWARDS LIFESCIENCES CORP	COM	28176E108	160	1776	SH	DEFINED	5		
			-----	-----					
			160	1776					
8X8 INC NEW	COM	282914100	13	1806	SH	DEFINED	5		
			-----	-----					

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			13	1806		
EL PASO ELEC CO	COM NEW	283677854	218	6841	SH	DEFINED 5
			-----	-----		
			218	6841		
ELAN PLC	ADR	284131208	3	250	SH	DEFINED 5
			-----	-----		
			3	250		
ELDORADO GOLD CORP NEW	COM	284902103	21	1640	SH	DEFINED 5
			-----	-----		
			21	1640		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ELECTRONIC ARTS INC	COM	285512109	16	1092	SH		DEFINED 5		
			-----	-----					
			16	1092					
ELIZABETH ARDEN INC	COM	28660G106	103	2295	SH		DEFINED 5		
			-----	-----					
			103	2295					
ELLIS PERRY INTL INC	COM	288853104	404	20250	SH		DEFINED 5		
			-----	-----					
			404	20250					
EMERSON ELEC CO	COM	291011104	70594	1332971	SH		DEFINED 5		
			-----	-----					
			70594	1332971					
EMULEX CORP	COM NEW	292475209	4	500	SH		DEFINED 5		
			-----	-----					
			4	500					
ENBRIDGE INC	COM	29250N105	3626	83703	SH		DEFINED 5		
			-----	-----					
			3626	83703					
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	79	2814	SH		DEFINED 5		
			-----	-----					
			79	2814					
ENCANA CORP	COM	292505104	127	6432	SH		DEFINED 5		
			-----	-----					
			127	6432					
ENDEAVOUR SILVER CORP	COM	29258Y103	12	1500	SH		DEFINED 5		
			-----	-----					
			12	1500					

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ENDEAVOUR INTL CORP	COM NEW	29259G200	76	14687	SH	DEFINED	5
			-----	-----			
			76	14687			
ENDO HEALTH SOLUTIONS INC	COM	29264F205	23	867	SH	DEFINED	5
			-----	-----			
			23	867			

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			ENERGEN CORP	COM	29265N108	96	2121	SH	DEFINED	5
						-----	-----			
						96	2121			
			ENERGIZER HLDGS INC	COM	29266R108	1522	19031	SH	DEFINED	5
						-----	-----			
						1522	19031			
			ENDOCYTE INC	COM	29269A102	4	500	SH	DEFINED	5
						-----	-----			
						4	500			
			ENERGY TRANSFER PRTRNS L P	UNIT LTD PARTN	29273R109	473	11013	SH	DEFINED	5
						-----	-----			
						473	11013			
			ENERSIS S A	SPONSORED ADR	29274F104	12	684	SH	DEFINED	5
						-----	-----			
						12	684			
			ENERPLUS CORP	COM	292766102	184	14192	SH	DEFINED	5
						-----	-----			
						184	14192			
			ENGILITY HLDGS INC	COM	29285W104	37	1915	SH	DEFINED	5
						-----	-----			
						37	1915			
			ENTEGRIS INC	COM	29362U104	210	22828	SH	DEFINED	5
						-----	-----			
						210	22828			
			ENTERCOM COMMUNICATIONS CORP	CL A	293639100	15	2078	SH	DEFINED	5
						-----	-----			
						15	2078			
			ENERGY CORP NEW	COM	29364G103	129	2024	SH	DEFINED	5
						-----	-----			
						129	2024			
			ENTERPRISE PRODS PARTNERS L	COM	293792107	1550	30950	SH	DEFINED	5
						-----	-----			

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1550 30950

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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	
EQUIFAX INC	COM	294429105	389	7193	SH		DEFINED	5	
			-----	-----					
			389	7193					
EQUINIX INC	COM NEW	29444U502	2607	12643	SH		DEFINED	5	
			-----	-----					
			2607	12643					
EQUITY RESIDENTIAL	SH BEN INT	29476L107	2681	47302	SH		DEFINED	5	
			-----	-----					
			2681	47302					
ERICSSON	ADR B SEK 10	294821608	3	290	SH		DEFINED	5	
			-----	-----					
			3	290					
ERIE INDY CO	CL A	29530P102	21	303	SH		DEFINED	5	
			-----	-----					
			21	303					
ESCALADE INC	COM	296056104	23	4450	SH		DEFINED	5	
			-----	-----					
			23	4450					
ESSEX PPTY TR INC	COM	297178105	1532	10447	SH		DEFINED	5	
			-----	-----					
			1532	10447					
EVERBANK FINL CORP	COM	29977G102	1	68	SH		DEFINED	5	
			-----	-----					
			1	68					
EXACTTARGET INC	COM	30064K105	2	100	SH		DEFINED	5	
			-----	-----					
			2	100					
EXELON CORP	COM	30161N101	2695	90627	SH		DEFINED	5	
			-----	-----					
			2695	90627					
EXELIS INC	COM	30162A108	64	5698	SH		DEFINED	5	
			-----	-----					
			64	5698					

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PAGE	68 OF	203	FORM 13F							O
			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		MA	
	EXFO INC	SUB VTG SHS	302046107	76	14189	SH	DEFINED	5		
				76	14189					
	EXPEDIA INC DEL	COM NEW	30212P303	52	847	SH	DEFINED	5		
				52	847					
	EXPEDITORS INTL WASH INC	COM	302130109	107	2696	SH	DEFINED	5		
				107	2696					
	EXPONENT INC	COM	30214U102	11	197	SH	DEFINED	5		
				11	197					
	EXPRESS SCRIPTS HLDG CO	COM	30219G108	6649	123127	SH	DEFINED	5		
				6649	123127					
	EXTRA SPACE STORAGE INC	COM	30225T102	391	10740	SH	DEFINED	5		
				391	10740					
	EZCORP INC	CL A NON VTG	302301106	1	61	SH	DEFINED	5		
				1	61					
	EXXON MOBIL CORP	COM	30231G102	272954	3153708	SH	DEFINED	5		
				272954	3153708					
	FEI CO	COM	30241L109	443	7986	SH	DEFINED	5		
				443	7986					
	FLIR SYS INC	COM	302445101	25	1102	SH	DEFINED	5		
				25	1102					
	FMC TECHNOLOGIES INC	COM	30249U101	72	1678	SH	DEFINED	5		
				72	1678					

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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		MA	

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F M C CORP	COM NEW	302491303	1657	28313	SH	DEFINED	5
			-----	-----			
			1657	28313			
FNB CORP PA	COM	302520101	314	29565	SH	DEFINED	5
			-----	-----			
			314	29565			
FTI CONSULTING INC	COM	302941109	207	6275	SH	DEFINED	5
			-----	-----			
			207	6275			
FACEBOOK INC	CL A	30303M102	301	11315	SH	DEFINED	5
			-----	-----			
			301	11315			
FACTSET RESH SYS INC	COM	303075105	100	1131	SH	DEFINED	5
			-----	-----			
			100	1131			
FAIR ISAAC CORP	COM	303250104	3	78	SH	DEFINED	5
			-----	-----			
			3	78			
FAMILY DLR STORES INC	COM	307000109	473	7465	SH	DEFINED	5
			-----	-----			
			473	7465			
FARO TECHNOLOGIES INC	COM	311642102	87	2432	SH	DEFINED	5
			-----	-----			
			87	2432			
FASTENAL CO	COM	311900104	3121	66896	SH	DEFINED	5
			-----	-----			
			3121	66896			
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	2131	20487	SH	DEFINED	5
			-----	-----			
			2131	20487			
FEDERATED INVS INC PA	CL B	314211103	9	458	SH	DEFINED	5
			-----	-----			
			9	458			

PAGE		70 OF 203		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
FEDEX CORP	COM	31428X106	6038	65828	SH	DEFINED	5
			-----	-----			
			6038	65828			

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FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	25	1490	SH	DEFINED	5
			-----	-----			
			25	1490			
F5 NETWORKS INC	COM	315616102	9919	102101	SH	DEFINED	5
			-----	-----			
			9919	102101			
FIDELITY NATL INFORMATION SV	COM	31620M106	506	14529	SH	DEFINED	5
			-----	-----			
			506	14529			
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	26	1101	SH	DEFINED	5
			-----	-----			
			26	1101			
FIFTH & PAC COS INC	COM	316645100	52	4157	SH	DEFINED	5
			-----	-----			
			52	4157			
FIFTH THIRD BANCORP	COM	316773100	29545	1943762	SH	DEFINED	5
			-----	-----			
			29545	1943762			
FIFTH THIRD BANCORP	CNV PFD DEP1/2	316773209	1177	8430	SH	DEFINED	5
			-----	-----			
			1177	8430			
FINANCIAL ENGINES INC	COM	317485100	123	4424	SH	DEFINED	5
			-----	-----			
			123	4424			
FIRST AMERN FINL CORP	COM	31847R102	9	361	SH	DEFINED	5
			-----	-----			
			9	361			
FIRST CTZNS BANCSHARES INC N	CL A	31946M103	21	127	SH	DEFINED	5
			-----	-----			
			21	127			

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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/ INVSTMT	DSCRETN	O MA	
			-----	-----	-----	-----	-----	-----	
FIRST FINL BANCORP OH	COM	320209109	45	3100	SH	DEFINED	5		
			-----	-----					
			45	3100					
FIRST FINL HLDGS INC	COM	320239106	44	3397	SH	DEFINED	5		
			-----	-----					
			44	3397					
FIRST HORIZON NATL CORP	COM	320517105	20	1990	SH	DEFINED	5		
			-----	-----					

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			20	1990		
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	1531	108752	SH	DEFINED 5
			-----	-----		
			1531	108752		
FIRST NIAGARA FINL GP INC	COM	33582V108	1	189	SH	DEFINED 5
			-----	-----		
			1	189		
FIRST PACTRUST BANCORP INC	COM	33589V101	168	13665	SH	DEFINED 5
			-----	-----		
			168	13665		
FIRST POTOMAC RLTY TR	COM	33610F109	225	18216	SH	DEFINED 5
			-----	-----		
			225	18216		
FIRST SOLAR INC	COM	336433107	2	67	SH	DEFINED 5
			-----	-----		
			2	67		
FIRST TR/ABERDEEN EMERG OPT	COM	33731K102	25	1112	SH	DEFINED 5
			-----	-----		
			25	1112		
FIRST TR EXCHANGE TRADED FD	DJ INTERNT IDX	33733E302	11	275	SH	DEFINED 5
			-----	-----		
			11	275		
FIRST TR ISE GLOBL COPPR IND	COM	33733J103	7	245	SH	DEFINED 5
			-----	-----		
			7	245		

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PAGE	72 OF	203	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
FIRST TR S&P REIT INDEX FD	COM	33734G108	25	1430	SH	DEFINED 5			
			-----	-----					
			25	1430					
FIRST TR EXCHANGE TRADED FD	CONSUMR DISCRE	33734X101	10	455	SH	DEFINED 5			
			-----	-----					
			10	455					
FIRST TR EXCHANGE TRADED FD	MATERIALS ALPH	33734X168	10	395	SH	DEFINED 5			
			-----	-----					
			10	395					
FIRST TR NASDAQ100 TECH INDE	SHS	337345102	10	375	SH	DEFINED 5			
			-----	-----					
			10	375					

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FIRST TR LRG CP VL ALPHAD	COM SHS	33735J101	14	454	SH	DEFINED	5
			-----	-----			
			14	454			
FIRST TR LRG CP GRWTH ALPHAD	COM SHS	33735K108	33	1107	SH	DEFINED	5
			-----	-----			
			33	1107			
FIRST TR STRATEGIC HIGH INC	COM SHS NEW	337353304	8	497	SH	DEFINED	5
			-----	-----			
			8	497			
FIRST TR HIGH INCOME L/S FD	COM	33738E109	24	1350	SH	DEFINED	5
			-----	-----			
			24	1350			
FIRST TR ENERGY INCOME & GRW	COM	33738G104	15	500	SH	DEFINED	5
			-----	-----			
			15	500			
FISERV INC	COM	337738108	7842	99226	SH	DEFINED	5
			-----	-----			
			7842	99226			
FIRSTMERIT CORP	COM	337915102	31	2205	SH	DEFINED	5
			-----	-----			
			31	2205			

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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
FIRSTENERGY CORP			COM	337932107	1297	31060	SH	DEFINED	5	
					-----	-----				
					1297	31060				
FIVE BELOW INC			COM	33829M101	2	50	SH	DEFINED	5	
					-----	-----				
					2	50				
FLAHERTY & CRUMRINE PFD INC			COM	33848E106	6292	560742	SH	DEFINED	5	
					-----	-----				
					6292	560742				
FLEETCOR TECHNOLOGIES INC			COM	339041105	499	9294	SH	DEFINED	5	
					-----	-----				
					499	9294				
FLEXSHARES TR			IBOXX 3R TARGT	33939L506	11	419	SH	DEFINED	5	
					-----	-----				
					11	419				
FLEXSHARES TR			IBOXX 5YR TRGT	33939L605	11	411	SH	DEFINED	5	
					-----	-----				

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			11	411		
FLUOR CORP NEW	COM	343412102	4425	75327	SH	DEFINED 5
			-----	-----		
			4425	75327		
FLOWSERVE CORP	COM	34354P105	3050	20774	SH	DEFINED 5
			-----	-----		
			3050	20774		
FLY LEASING LTD	SPONSORED ADR	34407D109	7	560	SH	DEFINED 5
			-----	-----		
			7	560		
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	4	173	SH	DEFINED 5
			-----	-----		
			4	173		
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	1647	16357	SH	DEFINED 5
			-----	-----		
			1647	16357		

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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	INVTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
FOOT LOCKER INC	COM	344849104	2649	82481	SH	DEFINED	5		
			-----	-----					
			2649	82481					
FORD MTR CO DEL	COM PAR \$0.01	345370860	6029	465539	SH	DEFINED	5		
			-----	-----					
			6029	465539					
FOREST CITY ENTERPRISES INC	CL A	345550107	3	203	SH	DEFINED	5		
			-----	-----					
			3	203					
FOREST LABS INC	COM	345838106	35	997	SH	DEFINED	5		
			-----	-----					
			35	997					
FORTINET INC	COM	34959E109	10	493	SH	DEFINED	5		
			-----	-----					
			10	493					
FORTUNE BRANDS HOME & SEC IN	COM	34964C106	2754	94261	SH	DEFINED	5		
			-----	-----					
			2754	94261					
FORWARD AIR CORP	COM	349853101	1145	32692	SH	DEFINED	5		
			-----	-----					
			1145	32692					

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FOSSIL INC	COM	349882100	6	60	SH	DEFINED	5
			-----	-----			
			6	60			
FORTUNA SILVER MINES INC	COM	349915108	3	600	SH	DEFINED	5
			-----	-----			
			3	600			
FRANCE TELECOM	SPONSORED ADR	35177Q105	90	8155	SH	DEFINED	5
			-----	-----			
			90	8155			
FRANCESCAS HLDGS CORP	COM	351793104	26	1000	SH	DEFINED	5
			-----	-----			
			26	1000			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
FRANCO NEVADA CORP	COM	351858105	57	1000	SH	DEFINED	5	
			-----	-----				
			57	1000				
FRANKLIN RES INC	COM	354613101	1161	9237	SH	DEFINED	5	
			-----	-----				
			1161	9237				
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	10	666	SH	DEFINED	5	
			-----	-----				
			10	666				
FREDS INC	CL A	356108100	410	30821	SH	DEFINED	5	
			-----	-----				
			410	30821				
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	8034	234916	SH	DEFINED	5	
			-----	-----				
			8034	234916				
FREIGHTCAR AMER INC	COM	357023100	2	85	SH	DEFINED	5	
			-----	-----				
			2	85				
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1404	40937	SH	DEFINED	5	
			-----	-----				
			1404	40937				
FRESH MKT INC	COM	35804H106	137	2858	SH	DEFINED	5	
			-----	-----				
			137	2858				
FRISCHS RESTAURANTS INC	COM	358748101	37	2000	SH	DEFINED	5	
			-----	-----				

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				37	2000		
FRONTIER COMMUNICATIONS CORP	COM	35906A108	66	15355	SH	DEFINED	5
			-----	-----			
			66	15355			
FUEL SYS SOLUTIONS INC	COM	35952W103	345	23447	SH	DEFINED	5
			-----	-----			
			345	23447			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
FUSION-IO INC	COM	36112J107	2	98	SH	DEFINED	5	
			-----	-----				
			2	98				
G & K SVCS INC	CL A	361268105	9	252	SH	DEFINED	5	
			-----	-----				
			9	252				
GATX CORP	COM	361448103	2881	66541	SH	DEFINED	5	
			-----	-----				
			2881	66541				
GEO GROUP INC	COM	36159R103	2	56	SH	DEFINED	5	
			-----	-----				
			2	56				
GNC HLDGS INC	COM CL A	36191G107	4	121	SH	DEFINED	5	
			-----	-----				
			4	121				
GT ADVANCED TECHNOLOGIES INC	COM	36191U106	0	50	SH	DEFINED	5	
			-----	-----				
				50				
GP STRATEGIES CORP	COM	36225V104	63	3057	SH	DEFINED	5	
			-----	-----				
			63	3057				
GABELLI EQUITY TR INC	COM	362397101	45	8040	SH	DEFINED	5	
			-----	-----				
			45	8040				
GABELLI UTIL TR	COM	36240A101	19	3050	SH	DEFINED	5	
			-----	-----				
			19	3050				
GABELLI DIVD & INCOME TR	COM	36242H104	38	2334	SH	DEFINED	5	
			-----	-----				
			38	2334				

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GABELLI HLTHCARE & WELLNESS	SHS	36246K103	1	85	SH	DEFINED	5
			-----	-----			
			1	85			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
GALLAGHER ARTHUR J & CO	COM	363576109	121	3500	SH	DEFINED	5	
			-----	-----				
			121	3500				
GAMESTOP CORP NEW	CL A	36467W109	178	7099	SH	DEFINED	5	
			-----	-----				
			178	7099				
GANNETT INC	COM	364730101	684	38002	SH	DEFINED	5	
			-----	-----				
			684	38002				
GAP INC DEL	COM	364760108	149	4813	SH	DEFINED	5	
			-----	-----				
			149	4813				
GARDNER DENVER INC	COM	365558105	29	420	SH	DEFINED	5	
			-----	-----				
			29	420				
GARTNER INC	COM	366651107	2	54	SH	DEFINED	5	
			-----	-----				
			2	54				
GENERAL AMERN INVS INC	COM	368802104	437	15711	SH	DEFINED	5	
			-----	-----				
			437	15711				
GENERAL CABLE CORP DEL NEW	COM	369300108	5	171	SH	DEFINED	5	
			-----	-----				
			5	171				
GENERAL DYNAMICS CORP	COM	369550108	7370	106401	SH	DEFINED	5	
			-----	-----				
			7370	106401				
GENERAL ELECTRIC CO	COM	369604103	119325	5684847	SH	DEFINED	5	
			-----	-----				
			119325	5684847				
GENERAL GROWTH PPTYS INC NEW	COM	370023103	24	1212	SH	DEFINED	5	
			-----	-----				
			24	1212				

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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	INVTMT DSCRETN	O MA	
GENERAL MLS INC	COM	370334104	13630	337210	SH		DEFINED	5	
			-----	-----					
			13630	337210					
GENERAL MTRS CO	COM	37045V100	3775	130949	SH		DEFINED	5	
			-----	-----					
			3775	130949					
GENERAL MTRS CO	*W EXP 07/10/2	37045V118	9	458	SH		DEFINED	5	
			-----	-----					
			9	458					
GENERAL MTRS CO	*W EXP 07/10/2	37045V126	6	458	SH		DEFINED	5	
			-----	-----					
			6	458					
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	126	2850	SH		DEFINED	5	
			-----	-----					
			126	2850					
GENESCO INC	COM	371532102	312	5673	SH		DEFINED	5	
			-----	-----					
			312	5673					
GENTEX CORP	COM	371901109	1103	58509	SH		DEFINED	5	
			-----	-----					
			1103	58509					
GENOMIC HEALTH INC	COM	37244C101	5	200	SH		DEFINED	5	
			-----	-----					
			5	200					
GENUINE PARTS CO	COM	372460105	19530	307167	SH		DEFINED	5	
			-----	-----					
			19530	307167					
GENTIVA HEALTH SERVICES INC	COM	37247A102	1	100	SH		DEFINED	5	
			-----	-----					
			1	100					
GENWORTH FINL INC	COM CL A	37247D106	4	550	SH		DEFINED	5	
			-----	-----					
			4	550					

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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
GEOSPACE TECHNOLOGIES CORP	COM	37364X109	2	22	SH		DEFINED	5
			2	22				
GERMAN AMERN BANCORP INC	COM	373865104	204	9378	SH		DEFINED	5
			204	9378				
GERON CORP	COM	374163103	28	19900	SH		DEFINED	5
			28	19900				
GILEAD SCIENCES INC	COM	375558103	87958	1197522	SH		DEFINED	5
			87958	1197522				
GLACIER BANCORP INC NEW	COM	37637Q105	163	11065	SH		DEFINED	5
			163	11065				
GLADSTONE CAPITAL CORP	COM	376535100	47	5740	SH		DEFINED	5
			47	5740				
GLADSTONE COML CORP	COM	376536108	80	4465	SH		DEFINED	5
			80	4465				
GLADSTONE INVT CORP	COM	376546107	19	2666	SH		DEFINED	5
			19	2666				
GLATFELTER	COM	377316104	339	19381	SH		DEFINED	5
			339	19381				
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	6151	141510	SH		DEFINED	5
			6151	141510				
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	388	49515	SH		DEFINED	5
			388	49515				

FORM 13F

PAGE	80 OF	203	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						O MA
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
GLOBALSTAR INC	COM	378973408	36	116600	SH		DEFINED	5	

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			36	116600		
GLIMCHER RLTY TR	SH BEN INT	379302102	6	522	SH	DEFINED 5
			-----	-----		
			6	522		
GLOBAL PMTS INC	COM	37940X102	767	16926	SH	DEFINED 5
			-----	-----		
			767	16926		
GLOBAL X FDS	GLB X CDA PFD	37950E481	743	50712	SH	DEFINED 5
			-----	-----		
			743	50712		
GLOBAL X FDS	GLB X SUPERDIV	37950E549	44	2000	SH	DEFINED 5
			-----	-----		
			44	2000		
GLOBAL X FDS	GLB X ASEAN 40	37950E648	10	605	SH	DEFINED 5
			-----	-----		
			10	605		
GLOBAL X FDS	SILVER MNR ETF	37950E853	86	3800	SH	DEFINED 5
			-----	-----		
			86	3800		
GOLDCORP INC NEW	COM	380956409	1189	32411	SH	DEFINED 5
			-----	-----		
			1189	32411		
GOLDMAN SACHS GROUP INC	COM	38141G104	10482	82173	SH	DEFINED 5
			-----	-----		
			10482	82173		
GOODYEAR TIRE & RUBR CO	COM	382550101	44	3167	SH	DEFINED 5
			-----	-----		
			44	3167		
GOOGLE INC	CL A	38259P508	39739	56178	SH	DEFINED 5
			-----	-----		
			39739	56178		

PAGE		81 OF 203		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA				
GRACO INC		COM	384109104	2	41	SH		DEFINED	5				
				-----	-----								
				2	41								
GRAINGER W W INC		COM	384802104	3323	16422	SH		DEFINED	5				
				-----	-----								
				3323	16422								

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GRAN TIERRA ENERGY INC	COM	38500T101	48	8700	SH	DEFINED	5
			-----	-----			
			48	8700			
GRAND CANYON ED INC	COM	38526M106	232	9883	SH	DEFINED	5
			-----	-----			
			232	9883			
GREAT LAKES DREDGE & DOCK CO	COM	390607109	335	37548	SH	DEFINED	5
			-----	-----			
			335	37548			
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	13	200	SH	DEFINED	5
			-----	-----			
			13	200			
GREAT PANTHER SILVER LTD	COM	39115V101	69	45287	SH	DEFINED	5
			-----	-----			
			69	45287			
GREAT PLAINS ENERGY INC	COM	391164100	33	1634	SH	DEFINED	5
			-----	-----			
			33	1634			
GREEN MTN COFFEE ROASTERS IN	COM	393122106	15	360	SH	DEFINED	5
			-----	-----			
			15	360			
GREENWAY MED TECHNOLOGIES IN	COM	39679B103	79	5122	SH	DEFINED	5
			-----	-----			
			79	5122			
GROUP 1 AUTOMOTIVE INC	COM	398905109	3	45	SH	DEFINED	5
			-----	-----			
			3	45			

		FORM 13F						
PAGE 82 OF 203		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	MA	
-----			-----	-----	-----	-----	-----	
GRUPO TELEVISA SA	SPON ADR REP O	40049J206	2	60	SH	DEFINED	5	
			-----	-----				
			2	60				
GULFPORT ENERGY CORP	COM NEW	402635304	1206	31567	SH	DEFINED	5	
			-----	-----				
			1206	31567				
HCA HOLDINGS INC	COM	40412C101	2	68	SH	DEFINED	5	
			-----	-----				
			2	68				
HCC INS HLDGS INC	COM	404132102	5	122	SH	DEFINED	5	
			-----	-----				

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			5	122		
HCP INC	COM	40414L109	16135	357293	SH	DEFINED 5
			-----	-----		
			16135	357293		
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2704	66403	SH	DEFINED 5
			-----	-----		
			2704	66403		
HMS HLDGS CORP	COM	40425J101	2	70	SH	DEFINED 5
			-----	-----		
			2	70		
HNI CORP	COM	404251100	739	24600	SH	DEFINED 5
			-----	-----		
			739	24600		
HSBC HLDGS PLC	SPON ADR NEW	404280406	3093	58280	SH	DEFINED 5
			-----	-----		
			3093	58280		
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	1327	53016	SH	DEFINED 5
			-----	-----		
			1327	53016		
HAEMONETICS CORP	COM	405024100	14	352	SH	DEFINED 5
			-----	-----		
			14	352		

				FORM 13F					
PAGE	83 OF	203	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		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
HALLIBURTON CO	COM	406216101	2387	68805	SH		DEFINED	5	
			-----	-----					
			2387	68805					
HANCOCK HLDG CO	COM	410120109	726	22883	SH		DEFINED	5	
			-----	-----					
			726	22883					
HANCOCK JOHN INCOME SECS TR	COM	410123103	6	343	SH		DEFINED	5	
			-----	-----					
			6	343					
HANCOCK JOHN PREMUJIM DIV FD	COM SH BEN INT	41013T105	103	7561	SH		DEFINED	5	
			-----	-----					
			103	7561					
HANCOCK JOHN INVS TR	COM	410142103	48	2148	SH		DEFINED	5	
			-----	-----					
			48	2148					

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HANCOCK JOHN PFD INCOME FD I	COM	41021P103	107	5721	SH	DEFINED	5
			-----	-----			
			107	5721			
HANESBRANDS INC	COM	410345102	1155	32245	SH	DEFINED	5
			-----	-----			
			1155	32245			
HANGER INC	COM NEW	41043F208	2	70	SH	DEFINED	5
			-----	-----			
			2	70			
HANMI FINL CORP	COM NEW	410495204	70	5158	SH	DEFINED	5
			-----	-----			
			70	5158			
HARLEY DAVIDSON INC	COM	412822108	82	1677	SH	DEFINED	5
			-----	-----			
			82	1677			
HARMAN INTL INDS INC	COM	413086109	39	882	SH	DEFINED	5
			-----	-----			
			39	882			

PAGE		84 OF 203		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	
-----			-----	-----	-----	-----	-----	-----	-----	
HARMONIC INC			COM	413160102	532	105007	SH	DEFINED	5	
					-----	-----				
					532	105007				
HARRIS & HARRIS GROUP INC			COM	413833104	10	3000	SH	DEFINED	5	
					-----	-----				
					10	3000				
HARRIS CORP DEL			COM	413875105	3565	72808	SH	DEFINED	5	
					-----	-----				
					3565	72808				
HARRIS TEETER SUPERMARKETS I			COM	414585109	2	45	SH	DEFINED	5	
					-----	-----				
					2	45				
HARSCO CORP			COM	415864107	576	24502	SH	DEFINED	5	
					-----	-----				
					576	24502				
HARTFORD FINL SVCS GROUP INC			COM	416515104	3308	147415	SH	DEFINED	5	
					-----	-----				
					3308	147415				
HARTFORD FINL SVCS GROUP INC			DEP CONV PFD	416515708	2	100	SH	DEFINED	5	
					-----	-----				

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			2	100		
HASBRO INC	COM	418056107	12	330	SH	DEFINED 5
			-----	-----		
			12	330		
HATTERAS FINL CORP	COM	41902R103	1420	57225	SH	DEFINED 5
			-----	-----		
			1420	57225		
HAWAIIAN ELEC INDUSTRIES	COM	419870100	20	781	SH	DEFINED 5
			-----	-----		
			20	781		
HEALTHCARE SVCS GRP INC	COM	421906108	2	75	SH	DEFINED 5
			-----	-----		
			2	75		

				FORM 13F					
PAGE	85 OF	203	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 MA
-----			-----	-----	-----	-----	-----	-----	-----
HEALTHCARE RLTY TR	COM	421946104	551	22929	SH	DEFINED 5			
			-----	-----					
			551	22929					
HEALTH CARE REIT INC	COM	42217K106	4363	71192	SH	DEFINED 5			
			-----	-----					
			4363	71192					
HEALTH NET INC	COM	42222G108	70	2892	SH	DEFINED 5			
			-----	-----					
			70	2892					
HEALTHWAYS INC	COM	422245100	54	5049	SH	DEFINED 5			
			-----	-----					
			54	5049					
HEARTLAND EXPRESS INC	COM	422347104	2	130	SH	DEFINED 5			
			-----	-----					
			2	130					
HECLA MNG CO	COM	422704106	446	76563	SH	DEFINED 5			
			-----	-----					
			446	76563					
HEINZ H J CO	COM	423074103	6939	120301	SH	DEFINED 5			
			-----	-----					
			6939	120301					
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1516	73460	SH	DEFINED 5			
			-----	-----					
			1516	73460					

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HELMERICH & PAYNE INC	COM	423452101	199	3549	SH	DEFINED	5
			-----	-----			
			199	3549			
HENRY JACK & ASSOC INC	COM	426281101	15	392	SH	DEFINED	5
			-----	-----			
			15	392			
HERCULES TECH GROWTH CAP INC	COM	427096508	1396	125405	SH	DEFINED	5
			-----	-----			
			1396	125405			

		FORM 13F						
PAGE 86 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
HERITAGE CRYSTAL CLEAN INC	COM	42726M106	30	2000	SH	DEFINED	5	
			-----	-----				
			30	2000				
HERSHA HOSPITALITY TR	SH BEN INT A	427825104	1	199	SH	DEFINED	5	
			-----	-----				
			1	199				
HERSHEY CO	COM	427866108	5744	79537	SH	DEFINED	5	
			-----	-----				
			5744	79537				
HERTZ GLOBAL HOLDINGS INC	COM	42805T105	557	34227	SH	DEFINED	5	
			-----	-----				
			557	34227				
HESS CORP	COM	42809H107	2681	50629	SH	DEFINED	5	
			-----	-----				
			2681	50629				
HEWLETT PACKARD CO	COM	428236103	1121	78633	SH	DEFINED	5	
			-----	-----				
			1121	78633				
HEXCEL CORP NEW	COM	428291108	1	36	SH	DEFINED	5	
			-----	-----				
			1	36				
HHGREGG INC	COM	42833L108	43	6108	SH	DEFINED	5	
			-----	-----				
			43	6108				
HIBBETT SPORTS INC	COM	428567101	2	30	SH	DEFINED	5	
			-----	-----				
			2	30				
HIGHWOODS PPTYS INC	COM	431284108	168	5033	SH	DEFINED	5	
			-----	-----				

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				168	5033		
HILL ROM HLDGS INC	COM	431475102	2995	105103	SH	DEFINED	5
			-----	-----			
			2995	105103			

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PAGE 87 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
HILLENBRAND INC	COM	431571108	2948	130363	SH	DEFINED	5	
			-----	-----				
			2948	130363				
HILLSHIRE BRANDS CO	COM	432589109	840	29844	SH	DEFINED	5	
			-----	-----				
			840	29844				
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	5	2000	SH	DEFINED	5	
			-----	-----				
			5	2000				
HITTITE MICROWAVE CORP	COM	43365Y104	16	261	SH	DEFINED	5	
			-----	-----				
			16	261				
HOLLY ENERGY PARTNERS L P	COM UT LTD PTN	435763107	329	5000	SH	DEFINED	5	
			-----	-----				
			329	5000				
HOLLYFRONTIER CORP	COM	436106108	237	5101	SH	DEFINED	5	
			-----	-----				
			237	5101				
HOLOGIC INC	COM	436440101	110	5521	SH	DEFINED	5	
			-----	-----				
			110	5521				
HOME DEPOT INC	COM	437076102	49774	804752	SH	DEFINED	5	
			-----	-----				
			49774	804752				
HOME FED BANCORP INC MD	COM	43710G105	4	300	SH	DEFINED	5	
			-----	-----				
			4	300				
HOME PROPERTIES INC	COM	437306103	1	11	SH	DEFINED	5	
			-----	-----				
			1	11				
HONDA MOTOR LTD	AMERN SHS	438128308	1502	40659	SH	DEFINED	5	
			-----	-----				
			1502	40659				

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PAGE	88 OF	203	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			
HONEYWELL INTL INC	COM	438516106	48429	763017	SH		DEFINED	5		
			48429	763017						
HOOKER FURNITURE CORP	COM	439038100	60	4154	SH		DEFINED	5		
			60	4154						
HORIZON TECHNOLOGY FIN CORP	COM	44045A102	7	500	SH		DEFINED	5		
			7	500						
HORMEL FOODS CORP	COM	440452100	134	4289	SH		DEFINED	5		
			134	4289						
HORSEHEAD HLDG CORP	COM	440694305	342	33534	SH		DEFINED	5		
			342	33534						
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	3293	140594	SH		DEFINED	5		
			3293	140594						
HOSPIRA INC	COM	441060100	196	6278	SH		DEFINED	5		
			196	6278						
HOST HOTELS & RESORTS INC	COM	44107P104	1717	109573	SH		DEFINED	5		
			1717	109573						
HOWARD BANCORP INC	COM	442496105	3	500	SH		DEFINED	5		
			3	500						
HOWARD HUGHES CORP	COM	44267D107	7	99	SH		DEFINED	5		
			7	99						
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	21	569	SH		DEFINED	5		
			21	569						

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			FORM 13F						
PAGE 89 OF 203			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	
HUBBELL INC	CL A	443510102	16	200	SH		DEFINED	5	
			16	200					
HUBBELL INC	CL B	443510201	2173	25678	SH		DEFINED	5	
			2173	25678					
HUDSON CITY BANCORP	COM	443683107	4	532	SH		DEFINED	5	
			4	532					
HUDSON PAC PPTYS INC	COM	444097109	1	64	SH		DEFINED	5	
			1	64					
HUMANA INC	COM	444859102	1172	17077	SH		DEFINED	5	
			1172	17077					
HUNT J B TRANS SVCS INC	COM	445658107	7	113	SH		DEFINED	5	
			7	113					
HUNTINGTON BANCSHARES INC	COM	446150104	554	86685	SH		DEFINED	5	
			554	86685					
HUNTINGTON INGALLS INDS INC	COM	446413106	13	292	SH		DEFINED	5	
			13	292					
HUNTSMAN CORP	COM	447011107	41	2555	SH		DEFINED	5	
			41	2555					
HYATT HOTELS CORP	COM CL A	448579102	2	43	SH		DEFINED	5	
			2	43					
HYSTER YALE MATLS HANDLING I	CL A	449172105	49	1000	SH		DEFINED	5	
			49	1000					

			FORM 13F						
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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	

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IAC INTERACTIVECORP	COM PAR \$.001	44919P508	8	170	SH	DEFINED	5
			-----	-----			
			8	170			
ICG GROUP INC	COM	44928D108	0	5	SH	DEFINED	5
			-----	-----			
				5			
ICU MED INC	COM	44930G107	2	35	SH	DEFINED	5
			-----	-----			
			2	35			
ING PRIME RATE TR	SH BEN INT	44977W106	84	13500	SH	DEFINED	5
			-----	-----			
			84	13500			
IPG PHOTONICS CORP	COM	44980X109	1	18	SH	DEFINED	5
			-----	-----			
			1	18			
IPC THE HOSPITALIST CO INC	COM	44984A105	155	3907	SH	DEFINED	5
			-----	-----			
			155	3907			
IXIA	COM	45071R109	634	37327	SH	DEFINED	5
			-----	-----			
			634	37327			
IBERIABANK CORP	COM	450828108	2	35	SH	DEFINED	5
			-----	-----			
			2	35			
ITT CORP NEW	COM NEW	450911201	22	950	SH	DEFINED	5
			-----	-----			
			22	950			
IAMGOLD CORP	COM	450913108	11	1000	SH	DEFINED	5
			-----	-----			
			11	1000			
ICICI BK LTD	ADR	45104G104	1355	31081	SH	DEFINED	5
			-----	-----			
			1355	31081			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
IDEX CORP	COM	45167R104	763	16402	SH	DEFINED	5		
			-----	-----					
			763	16402					
IDEXX LABS INC	COM	45168D104	18	189	SH	DEFINED	5		
			-----	-----					

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			18	189		
ILLINOIS TOOL WKS INC	COM	452308109	27487	452012	SH	DEFINED 5
			-----	-----		
			27487	452012		
ILLUMINA INC	COM	452327109	445	7998	SH	DEFINED 5
			-----	-----		
			445	7998		
IMMUNOGEN INC	COM	45253H101	58	4550	SH	DEFINED 5
			-----	-----		
			58	4550		
IMPAX LABORATORIES INC	COM	45256B101	494	24121	SH	DEFINED 5
			-----	-----		
			494	24121		
IMPERIAL OIL LTD	COM NEW	453038408	891	20729	SH	DEFINED 5
			-----	-----		
			891	20729		
INCYTE CORP	COM	45337C102	20	1200	SH	DEFINED 5
			-----	-----		
			20	1200		
INDEPENDENT BANK CORP MASS	COM	453836108	254	8776	SH	DEFINED 5
			-----	-----		
			254	8776		
INDEPENDENT BANK CORP MICH	COM NEW	453838609	2	641	SH	DEFINED 5
			-----	-----		
			2	641		
INDIA FD INC	COM	454089103	103	4928	SH	DEFINED 5
			-----	-----		
			103	4928		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
INERGY L P	UNIT LTD PTNR	456615103	11	607	SH	DEFINED 5			
			-----	-----					
			11	607					
INFORMATICA CORP	COM	45666Q102	6	200	SH	DEFINED 5			
			-----	-----					
			6	200					
ING GROEP N V	SPONSORED ADR	456837103	8	859	SH	DEFINED 5			
			-----	-----					
			8	859					

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INGLES MKTS INC	CL A	457030104	11	656	SH	DEFINED	5
			-----	-----			
			11	656			
INGREDION INC	COM	457187102	1891	29347	SH	DEFINED	5
			-----	-----			
			1891	29347			
INNERWORKINGS INC	COM	45773Y105	142	10288	SH	DEFINED	5
			-----	-----			
			142	10288			
INTEL CORP	COM	458140100	66876	3243279	SH	DEFINED	5
			-----	-----			
			66876	3243279			
INTEGRYS ENERGY GROUP INC	COM	45822P105	1398	26766	SH	DEFINED	5
			-----	-----			
			1398	26766			
INTERCONTINENTAL HTLS GRP PL	SPON ADR NEW 1	45857P400	7	241	SH	DEFINED	5
			-----	-----			
			7	241			
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1315	10620	SH	DEFINED	5
			-----	-----			
			1315	10620			
INTERDIGITAL INC	COM	45867G101	443	10773	SH	DEFINED	5
			-----	-----			
			443	10773			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
INTERNATIONAL BUSINESS MACHS	COM	459200101	126115	658390	SH	DEFINED	5		
			-----	-----					
			126115	658390					
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	436	6549	SH	DEFINED	5		
			-----	-----					
			436	6549					
INTERNATIONAL GAME TECHNOLOG	COM	459902102	707	49910	SH	DEFINED	5		
			-----	-----					
			707	49910					
INTL PAPER CO	COM	460146103	1938	48649	SH	DEFINED	5		
			-----	-----					
			1938	48649					
INTERNATIONAL RECTIFIER CORP	COM	460254105	623	35128	SH	DEFINED	5		
			-----	-----					

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			623	35128		
INTERNATIONAL SPEEDWAY CORP	CL A	460335201	6	200	SH	DEFINED 5
			-----	-----		
			6	200		
INTERPUBLIC GROUP COS INC	COM	460690100	54	4936	SH	DEFINED 5
			-----	-----		
			54	4936		
INTERVEST BANCSHARES CORP	COM	460927106	4	1000	SH	DEFINED 5
			-----	-----		
			4	1000		
INTEROIL CORP	COM	460951106	56	1017	SH	DEFINED 5
			-----	-----		
			56	1017		
INTERSECTIONS INC	COM	460981301	13	1324	SH	DEFINED 5
			-----	-----		
			13	1324		
INTL FCSTONE INC	COM	46116V105	4	220	SH	DEFINED 5
			-----	-----		
			4	220		

			FORM 13F					
PAGE 94 OF 203			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
-----	-----	-----	-----	-----	-----	-----	-----	-----
INTUITIVE SURGICAL INC	COM NEW	46120E602	584	1191	SH		DEFINED 5	
			-----	-----				
			584	1191				
INTUIT	COM	461202103	2383	40065	SH		DEFINED 5	
			-----	-----				
			2383	40065				
INTREPID POTASH INC	COM	46121Y102	10	475	SH		DEFINED 5	
			-----	-----				
			10	475				
INVESCO MUN TR	COM	46131J103	169	11767	SH		DEFINED 5	
			-----	-----				
			169	11767				
INVESCO TR INVT GRADE MUNS	COM	46131M106	102	6680	SH		DEFINED 5	
			-----	-----				
			102	6680				
INVESCO MUN OPPORTUNITY TR	COM	46132C107	126	8628	SH		DEFINED 5	
			-----	-----				
			126	8628				

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INVESCO MUNI INCOME OPP TRST	COM	46132X101	32	4414	SH	DEFINED	5
			-----	-----			
			32	4414			
INVESTORS REAL ESTATE TR	SH BEN INT	461730103	8	915	SH	DEFINED	5
			-----	-----			
			8	915			
IRON MTN INC	COM	462846106	43	1382	SH	DEFINED	5
			-----	-----			
			43	1382			
ISHARES SILVER TRUST	ISHARES	46428Q109	1467	49958	SH	DEFINED	5
			-----	-----			
			1467	49958			
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	3893	118739	SH	DEFINED	5
			-----	-----			
			3893	118739			

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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 GOLD TRUST	ISHARES	464285105	6111	375404	SH	DEFINED	5		
			-----	-----					
			6111	375404					
ISHARES INC	MSCI AUSTRALIA	464286103	29	1150	SH	DEFINED	5		
			-----	-----					
			29	1150					
ISHARES INC	MSCI BRAZIL	464286400	410	7332	SH	DEFINED	5		
			-----	-----					
			410	7332					
ISHARES INC	MSCI CDA INDEX	464286509	164	5781	SH	DEFINED	5		
			-----	-----					
			164	5781					
ISHARES INC	MSCI EMU INDEX	464286608	575	17185	SH	DEFINED	5		
			-----	-----					
			575	17185					
ISHARES INC	MSCI CHILE INV	464286640	10	165	SH	DEFINED	5		
			-----	-----					
			10	165					
ISHARES INC	MSCI BRIC INDX	464286657	94	2295	SH	DEFINED	5		
			-----	-----					
			94	2295					
ISHARES INC	MSCI PAC J IDX	464286665	644	13665	SH	DEFINED	5		
			-----	-----					

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644 13665

ISHARES INC	MSCI SINGAPORE	464286673	82	6000	SH	DEFINED	5
			-----	-----			
			82	6000			
ISHARES INC	MSCI FRANCE	464286707	2	100	SH	DEFINED	5
			-----	-----			
			2	100			
ISHARES INC	MSCI TURKEY FD	464286715	47	700	SH	DEFINED	5
			-----	-----			
			47	700			

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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		
ISHARES INC	MSCI TAIWAN	464286731	42	3050	SH	DEFINED	5		
			-----	-----					
			42	3050					
ISHARES INC	MSCI SWITZERLD	464286749	29	1090	SH	DEFINED	5		
			-----	-----					
			29	1090					
ISHARES INC	MSCI SWEDEN	464286756	32	1075	SH	DEFINED	5		
			-----	-----					
			32	1075					
ISHARES INC	MSCI S KOREA	464286772	22	343	SH	DEFINED	5		
			-----	-----					
			22	343					
ISHARES INC	MSCI STH AFRCA	464286780	39	550	SH	DEFINED	5		
			-----	-----					
			39	550					
ISHARES INC	MSCI GERMAN	464286806	48	1931	SH	DEFINED	5		
			-----	-----					
			48	1931					
ISHARES INC	MSCI NETHR INV	464286814	24	1150	SH	DEFINED	5		
			-----	-----					
			24	1150					
ISHARES INC	MSCI MEX INVES	464286822	11	155	SH	DEFINED	5		
			-----	-----					
			11	155					
ISHARES INC	MSCI MALAYSIA	464286830	61	4000	SH	DEFINED	5		
			-----	-----					
			61	4000					

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ISHARES INC	MSCI JAPAN	464286848	11	1092	SH	DEFINED	5
			-----	-----			
			11	1092			
ISHARES INC	MSCI HONG KONG	464286871	48	2450	SH	DEFINED	5
			-----	-----			
			48	2450			

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NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT 5	
-----			-----					
ISHARES TR	S&P 100 IDX FD	464287101	4148	64117	SH		DEFINED	
			-----	-----				
			4148	64117				
ISHARES TR	LRGE GRW INDX	464287119	65	851	SH		DEFINED	
			-----	-----				
			65	851				
ISHARES TR	DJ SEL DIV INX	464287168	26214	457968	SH		DEFINED	
			-----	-----				
			26214	457968				
ISHARES TR	BARCLYS TIPS B	464287176	125659	1034993	SH		DEFINED	
			-----	-----				
			125659	1034993				
ISHARES TR	FTSE CHINA25 I	464287184	579	14303	SH		DEFINED	
			-----	-----				
			579	14303				
ISHARES TR	CORE S&P500 ET	464287200	82656	577445	SH		DEFINED	
			-----	-----				
			82656	577445				
ISHARES TR	CORE TOTUSBD E	464287226	36951	332656	SH		DEFINED	
			-----	-----				
			36951	332656				
ISHARES TR	MSCI EMERG MKT	464287234	126564	2853759	SH		DEFINED	
			-----	-----				
			126564	2853759				
ISHARES TR	IBOXX INV CPBD	464287242	67116	554725	SH		DEFINED	
			-----	-----				
			67116	554725				
ISHARES TR	S&P GBL TELCM	464287275	7971	139431	SH		DEFINED	
			-----	-----				
			7971	139431				
ISHARES TR	S&P GBL INF	464287291	7432	110421	SH		DEFINED	
			-----	-----				

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7432 110421

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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	
ISHARES TR	S&P500 GRW	464287309	10143	133915	SH		DEFINED	5	
			-----	-----					
			10143	133915					
ISHARES TR	S&P GBL HLTHCR	464287325	7059	109434	SH		DEFINED	5	
			-----	-----					
			7059	109434					
ISHARES TR	S&P GBL ENER	464287341	7352	192202	SH		DEFINED	5	
			-----	-----					
			7352	192202					
ISHARES TR	S&P NA NAT RES	464287374	5838	152980	SH		DEFINED	5	
			-----	-----					
			5838	152980					
ISHARES TR	S&P LTN AM 40	464287390	129	2953	SH		DEFINED	5	
			-----	-----					
			129	2953					
ISHARES TR	S&P 500 VALUE	464287408	8633	130034	SH		DEFINED	5	
			-----	-----					
			8633	130034					
ISHARES TR	BARCLYS 20+ YR	464287432	5765	47576	SH		DEFINED	5	
			-----	-----					
			5765	47576					
ISHARES TR	BARCLYS 7-10 Y	464287440	1817	16903	SH		DEFINED	5	
			-----	-----					
			1817	16903					
ISHARES TR	BARCLYS 1-3 YR	464287457	21188	250980	SH		DEFINED	5	
			-----	-----					
			21188	250980					
ISHARES TR	MSCI EAFE INDE	464287465	102570	1803895	SH		DEFINED	5	
			-----	-----					
			102570	1803895					
ISHARES TR	RUSSELL MCP VL	464287473	12366	246139	SH		DEFINED	5	
			-----	-----					
			12366	246139					

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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	
ISHARES TR	RUSSELL MCP GR	464287481	20278	322906	SH		DEFINED	5	
			20278	322906					
ISHARES TR	RUSSELL MIDCAP	464287499	88444	781993	SH		DEFINED	5	
			88444	781993					
ISHARES TR	CORE S&P MCP E	464287507	69735	685696	SH		DEFINED	5	
			69735	685696					
ISHARES TR	S&P NA TECH FD	464287549	13	200	SH		DEFINED	5	
			13	200					
ISHARES TR	NASDQ BIO INDX	464287556	654	4766	SH		DEFINED	5	
			654	4766					
ISHARES TR	COHEN&ST RLTY	464287564	113710	1447794	SH		DEFINED	5	
			113710	1447794					
ISHARES TR	S&P GLB100INDX	464287572	32	500	SH		DEFINED	5	
			32	500					
ISHARES TR	CONS SRVC IDX	464287580	35	400	SH		DEFINED	5	
			35	400					
ISHARES TR	RUSSELL1000VAL	464287598	17837	244953	SH		DEFINED	5	
			17837	244953					
ISHARES TR	S&P MC 400 GRW	464287606	10129	88531	SH		DEFINED	5	
			10129	88531					
ISHARES TR	RUSSELL1000GRW	464287614	12775	195064	SH		DEFINED	5	
			12775	195064					

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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	

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ISHARES TR	RUSSELL 1000	464287622	41569	525187	SH	DEFINED	5
			41569	525187			
ISHARES TR	RUSL 2000 VALU	464287630	13526	179122	SH	DEFINED	5
			13526	179122			
ISHARES TR	RUSL 2000 GROW	464287648	12080	126742	SH	DEFINED	5
			12080	126742			
ISHARES TR	RUSSELL 2000	464287655	93541	1109380	SH	DEFINED	5
			93541	1109380			
ISHARES TR	RUSSELL 3000	464287689	4650	54915	SH	DEFINED	5
			4650	54915			
ISHARES TR	S&P MIDCP VALU	464287705	4608	52283	SH	DEFINED	5
			4608	52283			
ISHARES TR	DJ US TECH SEC	464287721	32	450	SH	DEFINED	5
			32	450			
ISHARES TR	DJ US REAL EST	464287739	296	4571	SH	DEFINED	5
			296	4571			
ISHARES TR	DJ US INDUSTRL	464287754	26	350	SH	DEFINED	5
			26	350			
ISHARES TR	DJ US HEALTHCR	464287762	16	187	SH	DEFINED	5
			16	187			
ISHARES TR	DJ US FINL SVC	464287770	7	114	SH	DEFINED	5
			7	114			

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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 DCRETN			
ISHARES TR	DJ US ENERGY	464287796	12	300	SH	DEFINED	5		
			12	300					

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ISHARES TR	CORE S&P SCP E	464287804	33410	427789	SH	DEFINED	5
			-----	-----			
			33410	427789			
ISHARES TR	DJ US BAS MATL	464287838	75	1085	SH	DEFINED	5
			-----	-----			
			75	1085			
ISHARES TR	S&P SMLCP VALU	464287879	2366	29241	SH	DEFINED	5
			-----	-----			
			2366	29241			
ISHARES TR	S&P SMLCP GROW	464287887	3225	38378	SH	DEFINED	5
			-----	-----			
			3225	38378			
ISHARES TR	S&P CITINT TBD	464288117	805	7816	SH	DEFINED	5
			-----	-----			
			805	7816			
ISHARES TR	S&P SH NTL AMT	464288158	2263	21306	SH	DEFINED	5
			-----	-----			
			2263	21306			
ISHARES TR	MSCI ACJPN IDX	464288182	277	4583	SH	DEFINED	5
			-----	-----			
			277	4583			
ISHARES TR	FTSE CHINA ETF	464288190	11	226	SH	DEFINED	5
			-----	-----			
			11	226			
ISHARES TR	MSCI ACWI INDX	464288257	16	325	SH	DEFINED	5
			-----	-----			
			16	325			
ISHARES TR	MSCI SMALL CAP	464288273	7448	182946	SH	DEFINED	5
			-----	-----			
			7448	182946			

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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/ INVSTMT	DSCRETN	O MA
			-----	-----	-----	-----	-----	-----
ISHARES TR	JPMORGAN USD	464288281	50	408	SH	DEFINED	5	
			-----	-----				
			50	408				
ISHARES TR	S&P AMTFREE MU	464288323	108	970	SH	DEFINED	5	
			-----	-----				
			108	970				
ISHARES TR	S&P NTL AMTFRE	464288414	31191	281915	SH	DEFINED	5	
			-----	-----				

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			31191	281915		
ISHARES TR	DJ INTL SEL DI	464288448	3817	113356	SH	DEFINED 5
			-----	-----		
			3817	113356		
ISHARES TR	EPRA/NAR DEV A	464288463	3704	109998	SH	DEFINED 5
			-----	-----		
			3704	109998		
ISHARES TR	EPRA/NAR DEV E	464288471	1531	49800	SH	DEFINED 5
			-----	-----		
			1531	49800		
ISHARES TR	HIGH YLD CORP	464288513	89424	957941	SH	DEFINED 5
			-----	-----		
			89424	957941		
ISHARES TR	INDL OFF CAP I	464288554	55	1900	SH	DEFINED 5
			-----	-----		
			55	1900		
ISHARES TR	MSCI KLD400 SO	464288570	63	1209	SH	DEFINED 5
			-----	-----		
			63	1209		
ISHARES TR	BARCLYS MBS BD	464288588	9156	84790	SH	DEFINED 5
			-----	-----		
			9156	84790		
ISHARES TR	BARCLYS INTER	464288612	6283	55896	SH	DEFINED 5
			-----	-----		
			6283	55896		

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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 TR	BARCLYS CR BD	464288620	79	700	SH	DEFINED 5			
			-----	-----					
			79	700					
ISHARES TR	BARCLYS INTER	464288638	1224	10997	SH	DEFINED 5			
			-----	-----					
			1224	10997					
ISHARES TR	BARCLYS 1-3YR	464288646	46956	445166	SH	DEFINED 5			
			-----	-----					
			46956	445166					
ISHARES TR	BARCLYS 10-20Y	464288653	5	40	SH	DEFINED 5			
			-----	-----					
			5	40					

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ISHARES TR	BARCLYS 3-7 YR	464288661	12	98	SH	DEFINED	5
			-----	-----			
			12	98			
ISHARES TR	US PFD STK IDX	464288687	148224	3741138	SH	DEFINED	5
			-----	-----			
			148224	3741138			
ISHARES TR	S&P GLB MTRLS	464288695	7882	126218	SH	DEFINED	5
			-----	-----			
			7882	126218			
ISHARES TR	S&P GL UTILITI	464288711	8143	197496	SH	DEFINED	5
			-----	-----			
			8143	197496			
ISHARES TR	S&P GL INDUSTR	464288729	7166	130544	SH	DEFINED	5
			-----	-----			
			7166	130544			
ISHARES TR	S&P GL C STAPL	464288737	7170	97379	SH	DEFINED	5
			-----	-----			
			7170	97379			
ISHARES TR	S&P GL CONSUME	464288745	7140	115707	SH	DEFINED	5
			-----	-----			
			7140	115707			

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NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----						
ISHARES TR	DJ REGIONAL BK	464288778	16	650	SH		DEFINED	5	
			-----	-----					
			16	650					
ISHARES TR	MSCI ESG SEL S	464288802	177	2989	SH		DEFINED	5	
			-----	-----					
			177	2989					
ISHARES TR	MSCI VAL IDX	464288877	290	5970	SH		DEFINED	5	
			-----	-----					
			290	5970					
ISHARES TR	MSCI GRW IDX	464288885	233	3888	SH		DEFINED	5	
			-----	-----					
			233	3888					
ISHARES TR	ZEALAND INVST	464289123	10	290	SH		DEFINED	5	
			-----	-----					
			10	290					
ISHARES TR	2014 S&P AMTFR	464289362	2624	50773	SH		DEFINED	5	
			-----	-----					

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			2624	50773		
ISHARES TR	2013 S&P AMTFR	464289388	2634	51938	SH	DEFINED 5
			-----	-----		
			2634	51938		
ISHARES TR	10+ YR CR BD	464289511	11	170	SH	DEFINED 5
			-----	-----		
			11	170		
ISHARES TR	S&P INDIA 50	464289529	6	250	SH	DEFINED 5
			-----	-----		
			6	250		
ISHARES TR	S&P AGGR ALL	464289859	229	6155	SH	DEFINED 5
			-----	-----		
			229	6155		
ISHARES TR	S&P GRWTH ALL	464289867	303	8921	SH	DEFINED 5
			-----	-----		
			303	8921		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	S&P MODERATE	464289875	234	7377	SH	DEFINED 5			
			-----	-----					
			234	7377					
ISHARES TR	S&P CONSR ALL	464289883	198	6491	SH	DEFINED 5			
			-----	-----					
			198	6491					
ISHARES TR	POLND INVT MKT	46429B606	2	80	SH	DEFINED 5			
			-----	-----					
			2	80					
ISHARES TR	BRC 0-5 YR TIP	46429B747	3218	31214	SH	DEFINED 5			
			-----	-----					
			3218	31214					
ISHARES DIVERSIFIED ALTR TR	SH BEN INT	464294107	24	483	SH	DEFINED 5			
			-----	-----					
			24	483					
ITAU UNIBANCO HLDG SA	SPON ADR REP P	465562106	1406	85427	SH	DEFINED 5			
			-----	-----					
			1406	85427					
ITRON INC	COM	465741106	617	13857	SH	DEFINED 5			
			-----	-----					
			617	13857					

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IXYS CORP	COM	46600W106	42	4558	SH	DEFINED	5
			-----	-----			
			42	4558			
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	59	4389	SH	DEFINED	5
			-----	-----			
			59	4389			
JPMORGAN CHASE & CO	COM	46625H100	91143	2072884	SH	DEFINED	5
			-----	-----			
			91143	2072884			
JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	72254	1878682	SH	DEFINED	5
			-----	-----			
			72254	1878682			

		FORM 13F						
PAGE 106 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
JMP GROUP INC	COM	46629U107	37	6046	SH	DEFINED	5	
			-----	-----				
			37	6046				
JABIL CIRCUIT INC	COM	466313103	101	5251	SH	DEFINED	5	
			-----	-----				
			101	5251				
JACOBS ENGR GROUP INC DEL	COM	469814107	164	3862	SH	DEFINED	5	
			-----	-----				
			164	3862				
JANUS CAP GROUP INC	COM	47102X105	1	82	SH	DEFINED	5	
			-----	-----				
			1	82				
JARDEN CORP	COM	471109108	17	325	SH	DEFINED	5	
			-----	-----				
			17	325				
JEFFERIES GROUP INC NEW	COM	472319102	830	44699	SH	DEFINED	5	
			-----	-----				
			830	44699				
JETBLUE AIRWAYS CORP	COM	477143101	1	120	SH	DEFINED	5	
			-----	-----				
			1	120				
JIVE SOFTWARE INC	COM	47760A108	4	262	SH	DEFINED	5	
			-----	-----				
			4	262				
JOHN BEAN TECHNOLOGIES CORP	COM	477839104	13	718	SH	DEFINED	5	
			-----	-----				

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JOHNSON & JOHNSON	COM	478160104	117450	1675455	SH	DEFINED	5
			-----	-----			
			117450	1675455			
JOHNSON CTLS INC	COM	478366107	3177	103599	SH	DEFINED	5
			-----	-----			
			3177	103599			

PAGE 107 OF 203		FORM 13F							
		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
JONES LANG LASALLE INC	COM	48020Q107	73	874	SH	DEFINED	5		
			-----	-----					
			73	874					
JOS A BANK CLOTHIERS INC	COM	480838101	2	52	SH	DEFINED	5		
			-----	-----					
			2	52					
JOY GLOBAL INC	COM	481165108	14568	228412	SH	DEFINED	5		
			-----	-----					
			14568	228412					
JUNIPER NETWORKS INC	COM	48203R104	23	1155	SH	DEFINED	5		
			-----	-----					
			23	1155					
JUST ENERGY GROUP INC	COM	48213W101	10	1000	SH	DEFINED	5		
			-----	-----					
			10	1000					
KAR AUCTION SVCS INC	COM	48238T109	284	14029	SH	DEFINED	5		
			-----	-----					
			284	14029					
KBR INC	COM	48242W106	51	1697	SH	DEFINED	5		
			-----	-----					
			51	1697					
KLA-TENCOR CORP	COM	482480100	1675	35076	SH	DEFINED	5		
			-----	-----					
			1675	35076					
KT CORP	SPONSORED ADR	48268K101	8	480	SH	DEFINED	5		
			-----	-----					
			8	480					
KADANT INC	COM	48282T104	3	126	SH	DEFINED	5		
			-----	-----					
			3	126					

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KAMAN CORP	COM	483548103	1995	54222	SH	DEFINED	5
			-----	-----			
			1995	54222			

		FORM 13F						
PAGE 108 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
KANSAS CITY SOUTHERN	COM NEW	485170302	1519	18195	SH	DEFINED	5	
			-----	-----				
			1519	18195				
KAYNE ANDERSON ENRGY TTL RT	COM	48660P104	20	833	SH	DEFINED	5	
			-----	-----				
			20	833				
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	25	835	SH	DEFINED	5	
			-----	-----				
			25	835				
KEEGAN RES INC	COM	487275109	6	1500	SH	DEFINED	5	
			-----	-----				
			6	1500				
KELLOGG CO	COM	487836108	8631	154538	SH	DEFINED	5	
			-----	-----				
			8631	154538				
KEMET CORP	COM NEW	488360207	2	400	SH	DEFINED	5	
			-----	-----				
			2	400				
KENNAMETAL INC	COM	489170100	959	23969	SH	DEFINED	5	
			-----	-----				
			959	23969				
KEYCORP NEW	COM	493267108	4182	496726	SH	DEFINED	5	
			-----	-----				
			4182	496726				
KILROY RLTY CORP	COM	49427F108	31	655	SH	DEFINED	5	
			-----	-----				
			31	655				
KIMBALL INTL INC	CL B	494274103	2	170	SH	DEFINED	5	
			-----	-----				
			2	170				
KIMBERLY CLARK CORP	COM	494368103	12598	149211	SH	DEFINED	5	
			-----	-----				
			12598	149211				

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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	INVTMT DSCRETN	O MA	
KIMCO RLTY CORP	COM	49446R109	11	561	SH		DEFINED	5	
			11	561					
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	207	2742	SH		DEFINED	5	
			207	2742					
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	3647	45704	SH		DEFINED	5	
			3647	45704					
KINDER MORGAN INC DEL	COM	49456B101	155	4380	SH		DEFINED	5	
			155	4380					
KINDER MORGAN INC DEL	*W EXP 05/25/2	49456B119	0	73	SH		DEFINED	5	
				73					
KIRBY CORP	COM	497266106	84	1351	SH		DEFINED	5	
			84	1351					
KITE RLTY GROUP TR	COM	49803T102	9	1600	SH		DEFINED	5	
			9	1600					
KNOLL INC	COM NEW	498904200	4	278	SH		DEFINED	5	
			4	278					
KNIGHT CAP GROUP INC	CL A COM	499005106	1	200	SH		DEFINED	5	
			1	200					
KOHL'S CORP	COM	500255104	1922	44722	SH		DEFINED	5	
			1922	44722					
KONAMI CORP	SPONSORED ADR	50046R101	1239	55241	SH		DEFINED	5	
			1239	55241					

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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
KONA GRILL INC	COM	50047H201	5	623	SH		DEFINED	5
			5	623				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	393	14790	SH		DEFINED	5
			393	14790				
KOPPERS HOLDINGS INC	COM	50060P106	153	4000	SH		DEFINED	5
			153	4000				
KRAFT FOODS GROUP INC	COM	50076Q106	5285	116239	SH		DEFINED	5
			5285	116239				
KRATON PERFORMANCE POLYMERS	COM	50077C106	1541	64130	SH		DEFINED	5
			1541	64130				
KROGER CO	COM	501044101	13970	536884	SH		DEFINED	5
			13970	536884				
KRONOS WORLDWIDE INC	COM	50105F105	4	200	SH		DEFINED	5
			4	200				
KYOCERA CORP	ADR	501556203	19	206	SH		DEFINED	5
			19	206				
LCNB CORP	COM	50181P100	560	40860	SH		DEFINED	5
			560	40860				
LKQ CORP	COM	501889208	830	39338	SH		DEFINED	5
			830	39338				
LSI CORPORATION	COM	502161102	7	1035	SH		DEFINED	5
			7	1035				

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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
LTC PPTYS INC	COM	502175102	2545	72331	SH		DEFINED	5

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			2545	72331		
LTX-CREDENCE CORP	COM NEW	502403207	3	483	SH	DEFINED 5
			-----	-----		
			3	483		
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1976	25786	SH	DEFINED 5
			-----	-----		
			1976	25786		
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	5308	61282	SH	DEFINED 5
			-----	-----		
			5308	61282		
LACLEDE GROUP INC	COM	505597104	12	300	SH	DEFINED 5
			-----	-----		
			12	300		
LAKELAND FINL CORP	COM	511656100	571	22110	SH	DEFINED 5
			-----	-----		
			571	22110		
LAM RESEARCH CORP	COM	512807108	63	1738	SH	DEFINED 5
			-----	-----		
			63	1738		
LANCASTER COLONY CORP	COM	513847103	285	4123	SH	DEFINED 5
			-----	-----		
			285	4123		
LANDAUER INC	COM	51476K103	1	15	SH	DEFINED 5
			-----	-----		
			1	15		
LANDSTAR SYS INC	COM	515098101	9	169	SH	DEFINED 5
			-----	-----		
			9	169		
LAREDO PETE HLDGS INC	COM	516806106	3	150	SH	DEFINED 5
			-----	-----		
			3	150		

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PAGE	112 OF	203	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
LAS VEGAS SANDS CORP	COM	517834107	18	385	SH			DEFINED	5
			-----	-----					
			18	385					
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	220	8680	SH			DEFINED	5
			-----	-----					
			220	8680					

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LAUDER ESTEE COS INC	CL A	518439104	3090	51624	SH	DEFINED	5
			-----	-----			
			3090	51624			
LEAR CORP	COM NEW	521865204	5	100	SH	DEFINED	5
			-----	-----			
			5	100			
LEGGETT & PLATT INC	COM	524660107	40	1458	SH	DEFINED	5
			-----	-----			
			40	1458			
LEGG MASON INC	COM	524901105	58	2262	SH	DEFINED	5
			-----	-----			
			58	2262			
LENDER PROCESSING SVCS INC	COM	52602E102	3	113	SH	DEFINED	5
			-----	-----			
			3	113			
LENNAR CORP	CL A	526057104	601	15538	SH	DEFINED	5
			-----	-----			
			601	15538			
LENNOX INTL INC	COM	526107107	32	600	SH	DEFINED	5
			-----	-----			
			32	600			
LEUCADIA NATL CORP	COM	527288104	7	297	SH	DEFINED	5
			-----	-----			
			7	297			
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	8	333	SH	DEFINED	5
			-----	-----			
			8	333			

		FORM 13F						
PAGE 113 OF 203		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	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
LEXINGTON REALTY TRUST	COM	529043101	1674	160208	SH	DEFINED	5	
			-----	-----				
			1674	160208				
LEXMARK INTL NEW	CL A	529771107	456	19673	SH	DEFINED	5	
			-----	-----				
			456	19673				
LIBBEY INC	COM	529898108	19	1000	SH	DEFINED	5	
			-----	-----				
			19	1000				
LIBERTY ALL-STAR GROWTH FD I	COM	529900102	12	2862	SH	DEFINED	5	
			-----	-----				

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			12	2862		
LIBERTY GLOBAL INC	COM SER A	530555101	1	8 SH	DEFINED	5
			-----	-----		
			1	8		
LIBERTY GLOBAL INC	COM SER C	530555309	0	8 SH	DEFINED	5
			-----	-----		
				8		
LIBERTY INTERACTIVE CORP	INT COM SER A	53071M104	1	43 SH	DEFINED	5
			-----	-----		
			1	43		
LIBERTY INTERACTIVE CORP	LBT VENT COM A	53071M880	0	2 SH	DEFINED	5
			-----	-----		
				2		
LIBERTY PPTY TR	SH BEN INT	531172104	29	805 SH	DEFINED	5
			-----	-----		
			29	805		
LIFE TIME FITNESS INC	COM	53217R207	2	40 SH	DEFINED	5
			-----	-----		
			2	40		
LIFE TECHNOLOGIES CORP	COM	53217V109	358	7304 SH	DEFINED	5
			-----	-----		
			358	7304		

		FORM 13F							
PAGE 114 OF 203		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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
LIFEPOINT HOSPITALS INC	COM	53219L109	57	1509 SH		DEFINED	5		
			-----	-----					
			57	1509					
LIFEVANTAGE CORP	COM	53222K106	11	5000 SH		DEFINED	5		
			-----	-----					
			11	5000					
LIGHTBRIDGE CORP	COM	53224K104	6	4374 SH		DEFINED	5		
			-----	-----					
			6	4374					
LILLY ELI & CO	COM	532457108	11043	223903 SH		DEFINED	5		
			-----	-----					
			11043	223903					
LIMITED BRANDS INC	COM	532716107	551	11703 SH		DEFINED	5		
			-----	-----					
			551	11703					

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LINCOLN ELEC HLDGS INC	COM	533900106	4904	100737	SH	DEFINED	5
			-----	-----			
			4904	100737			
LINCOLN NATL CORP IND	COM	534187109	1035	39980	SH	DEFINED	5
			-----	-----			
			1035	39980			
LINDSAY CORP	COM	535555106	1323	16515	SH	DEFINED	5
			-----	-----			
			1323	16515			
LINEAR TECHNOLOGY CORP	COM	535678106	12	358	SH	DEFINED	5
			-----	-----			
			12	358			
LINKEDIN CORP	COM CL A	53578A108	455	3960	SH	DEFINED	5
			-----	-----			
			455	3960			
LINNCO LLC	COMSHS LTD INT	535782106	36	1000	SH	DEFINED	5
			-----	-----			
			36	1000			

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PAGE	115 OF	203	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
LINN ENERGY LLC	UNIT LTD LIAB	536020100	174	4945	SH	DEFINED	5		
			-----	-----					
			174	4945					
LIQUIDITY SERVICES INC	COM	53635B107	1	15	SH	DEFINED	5		
			-----	-----					
			1	15					
LIVE NATION ENTERTAINMENT IN	COM	538034109	1	60	SH	DEFINED	5		
			-----	-----					
			1	60					
LOCKHEED MARTIN CORP	COM	539830109	10392	112599	SH	DEFINED	5		
			-----	-----					
			10392	112599					
LOEWS CORP	COM	540424108	107	2629	SH	DEFINED	5		
			-----	-----					
			107	2629					
LONGWEI PETROLEUM INV HLDG L	COM	543354104	14	6750	SH	DEFINED	5		
			-----	-----					
			14	6750					
LORILLARD INC	COM	544147101	20645	176951	SH	DEFINED	5		
			-----	-----					

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			20645	176951		
LOUISIANA PAC CORP	COM	546347105	3	139	SH	DEFINED 5
			-----	-----		
			3	139		
LOWES COS INC	COM	548661107	12130	341503	SH	DEFINED 5
			-----	-----		
			12130	341503		
LUFKIN INDS INC	COM	549764108	2	34	SH	DEFINED 5
			-----	-----		
			2	34		
LULULEMON ATHLETICA INC	COM	550021109	1245	16335	SH	DEFINED 5
			-----	-----		
			1245	16335		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
LUMINEX CORP DEL	COM	55027E102	1	47	SH		DEFINED 5		
			-----	-----					
			1	47					
M & T BK CORP	COM	55261F104	525	5330	SH		DEFINED 5		
			-----	-----					
			525	5330					
MBIA INC	COM	55262C100	1587	202186	SH		DEFINED 5		
			-----	-----					
			1587	202186					
MDU RES GROUP INC	COM	552690109	1484	69856	SH		DEFINED 5		
			-----	-----					
			1484	69856					
MFA FINANCIAL INC	COM	55272X102	40	4900	SH		DEFINED 5		
			-----	-----					
			40	4900					
MFS CHARTER INCOME TR	SH BEN INT	552727109	23	2250	SH		DEFINED 5		
			-----	-----					
			23	2250					
MFS INTER INCOME TR	SH BEN INT	55273C107	54	8400	SH		DEFINED 5		
			-----	-----					
			54	8400					
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	34	4633	SH		DEFINED 5		
			-----	-----					
			34	4633					

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MFS MUN INCOME TR	SH BEN INT	552738106	4	560	SH	DEFINED	5
			-----	-----			
			4	560			
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	885	129233	SH	DEFINED	5
			-----	-----			
			885	129233			
MGM RESORTS INTERNATIONAL	COM	552953101	74	6321	SH	DEFINED	5
			-----	-----			
			74	6321			

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PAGE	117 OF	203	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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
MGM RESORTS INTERNATIONAL	NOTE 4.250% 4	55303QAE0	9629	91000	SH		DEFINED	5	
			-----	-----					
			9629	91000					
MPLX LP	COM UNIT REP L	55336V100	41	1300	SH		DEFINED	5	
			-----	-----					
			41	1300					
MSB FINANCIAL CORPORATION	COM	55352P102	27	4000	SH		DEFINED	5	
			-----	-----					
			27	4000					
MSC INDL DIRECT INC	CL A	553530106	151	2000	SH		DEFINED	5	
			-----	-----					
			151	2000					
MTS SYS CORP	COM	553777103	37	731	SH		DEFINED	5	
			-----	-----					
			37	731					
MVC CAPITAL INC	COM	553829102	424	34870	SH		DEFINED	5	
			-----	-----					
			424	34870					
MWI VETERINARY SUPPLY INC	COM	55402X105	1	7	SH		DEFINED	5	
			-----	-----					
			1	7					
MACATAWA BK CORP	COM	554225102	15	5197	SH		DEFINED	5	
			-----	-----					
			15	5197					
MACERICH CO	COM	554382101	62	1068	SH		DEFINED	5	
			-----	-----					
			62	1068					
MACK CALI RLTY CORP	COM	554489104	281	10776	SH		DEFINED	5	
			-----	-----					

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281 10776

MACQUARIE GBL INFRA TOTL RE	COM	55608D101	2	100	SH	DEFINED	5
			-----	-----			
			2	100			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
MACYS INC	COM	55616P104	6172	158187	SH	DEFINED	5
			-----	-----			
			6172	158187			
MADDEN STEVEN LTD	COM	556269108	589	13926	SH	DEFINED	5
			-----	-----			
			589	13926			
MADISON SQUARE GARDEN CO	CL A	55826P100	57	1296	SH	DEFINED	5
			-----	-----			
			57	1296			
MAGELLAN MIDSTREAM PRTNRS LP	COM UNIT RP LP	559080106	277	6412	SH	DEFINED	5
			-----	-----			
			277	6412			
MAGNA INTL INC	COM	559222401	61	1213	SH	DEFINED	5
			-----	-----			
			61	1213			
MAIN STREET CAPITAL CORP	COM	56035L104	3	100	SH	DEFINED	5
			-----	-----			
			3	100			
MAINSOURCE FINANCIAL GP INC	COM	56062Y102	81	6421	SH	DEFINED	5
			-----	-----			
			81	6421			
MANAGED DURATION INVT GRD FU	COM	56165R103	47	3073	SH	DEFINED	5
			-----	-----			
			47	3073			
MANHATTAN ASSOCS INC	COM	562750109	6	100	SH	DEFINED	5
			-----	-----			
			6	100			
MANITOWOC INC	COM	563571108	275	17549	SH	DEFINED	5
			-----	-----			
			275	17549			
MANPOWERGROUP INC	COM	56418H100	8	200	SH	DEFINED	5
			-----	-----			
			8	200			

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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
MANULIFE FINL CORP	COM	56501R106	267	19659	SH		DEFINED	5	
			267	19659					
MARATHON OIL CORP	COM	565849106	4095	133576	SH		DEFINED	5	
			4095	133576					
MARATHON PETE CORP	COM	56585A102	8552	135750	SH		DEFINED	5	
			8552	135750					
MARINE PETE TR	UNIT BEN INT	568423107	1	100	SH		DEFINED	5	
			1	100					
MARKEL CORP	COM	570535104	135	312	SH		DEFINED	5	
			135	312					
MARKETAXESS HLDGS INC	COM	57060D108	2	60	SH		DEFINED	5	
			2	60					
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	95	2058	SH		DEFINED	5	
			95	2058					
MARKET VECTORS ETF TR	GBL ALTER ENRG	57060U407	6	500	SH		DEFINED	5	
			6	500					
MARKET VECTORS ETF TR	MINOR METALS	57060U472	4	300	SH		DEFINED	5	
			4	300					
MARKET VECTORS ETF TR	EM LC CURR DBT	57060U522	8	306	SH		DEFINED	5	
			8	306					
MARKET VECTORS ETF TR	CHINA A SHS ET	57060U597	15	400	SH		DEFINED	5	
			15	400					

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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	
MARKET VECTORS ETF TR	HG YLD MUN ETF	57060U878	427	12991	SH		DEFINED	5	
			427	12991					
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	23	456	SH		DEFINED	5	
			23	456					
MARRIOTT VACATIONS WRLDWDE C	COM	57164Y107	625	14993	SH		DEFINED	5	
			625	14993					
MARSH & MCLENNAN COS INC	COM	571748102	874	25341	SH		DEFINED	5	
			874	25341					
MARRIOTT INTL INC NEW	CL A	571903202	928	24895	SH		DEFINED	5	
			928	24895					
MARTEN TRANS LTD	COM	573075108	378	20564	SH		DEFINED	5	
			378	20564					
MARTIN MARIETTA MATLS INC	COM	573284106	1292	13708	SH		DEFINED	5	
			1292	13708					
MASCO CORP	COM	574599106	27	1606	SH		DEFINED	5	
			27	1606					
MASTERCARD INC	CL A	57636Q104	23228	47281	SH		DEFINED	5	
			23228	47281					
MATERIAL SCIENCES CORP	COM	576674105	0	47	SH		DEFINED	5	
				47					
MATERION CORP	COM	576690101	5	200	SH		DEFINED	5	
			5	200					

			FORM 13F						
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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	

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MATSON INC	COM	57686G105	2278	92138	SH	DEFINED	5
			-----	-----			
			2278	92138			
MATTEL INC	COM	577081102	2928	79946	SH	DEFINED	5
			-----	-----			
			2928	79946			
MATTERSIGHT CORP	COM	577097108	5	1000	SH	DEFINED	5
			-----	-----			
			5	1000			
MATTRESS FIRM HLDG CORP	COM	57722W106	61	2500	SH	DEFINED	5
			-----	-----			
			61	2500			
MAXIM INTEGRATED PRODS INC	COM	57772K101	1924	65449	SH	DEFINED	5
			-----	-----			
			1924	65449			
MAXWELL TECHNOLOGIES INC	COM	577767106	50	5999	SH	DEFINED	5
			-----	-----			
			50	5999			
MAXIMUS INC	COM	577933104	270	4267	SH	DEFINED	5
			-----	-----			
			270	4267			
MBT FINL CORP	COM	578877102	1	500	SH	DEFINED	5
			-----	-----			
			1	500			
MCCORMICK & CO INC	COM NON VTG	579780206	1825	28725	SH	DEFINED	5
			-----	-----			
			1825	28725			
MCDERMOTT INTL INC	COM	580037109	9	848	SH	DEFINED	5
			-----	-----			
			9	848			
MCDONALDS CORP	COM	580135101	83899	951130	SH	DEFINED	5
			-----	-----			
			83899	951130			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
MCGRAW HILL COS INC	COM	580645109	3128	57223	SH	DEFINED	5		
			-----	-----					
			3128	57223					
MCKESSON CORP	COM	58155Q103	15315	157949	SH	DEFINED	5		
			-----	-----					

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			15315	157949		
MCMORAN EXPLORATION CO	COM	582411104	2	95	SH	DEFINED 5
			-----	-----		
			2	95		
MEAD JOHNSON NUTRITION CO	COM	582839106	782	11867	SH	DEFINED 5
			-----	-----		
			782	11867		
MEADOWBROOK INS GROUP INC	COM	58319P108	416	71982	SH	DEFINED 5
			-----	-----		
			416	71982		
MEADWESTVACO CORP	COM	583334107	35	1096	SH	DEFINED 5
			-----	-----		
			35	1096		
MEDASSETS INC	COM	584045108	238	14182	SH	DEFINED 5
			-----	-----		
			238	14182		
MEDICAL PPTYS TRUST INC	COM	58463J304	12	1000	SH	DEFINED 5
			-----	-----		
			12	1000		
MEDIDATA SOLUTIONS INC	COM	58471A105	313	7985	SH	DEFINED 5
			-----	-----		
			313	7985		
MEDIVATION INC	COM	58501N101	450	8804	SH	DEFINED 5
			-----	-----		
			450	8804		
MEDNAX INC	COM	58502B106	927	11660	SH	DEFINED 5
			-----	-----		
			927	11660		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	CALL	DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
MEDTRONIC INC	COM	585055106	21183	516416	SH		DEFINED 5			
			-----	-----						
			21183	516416						
MERCANTILE BANK CORP	COM	587376104	75	4555	SH		DEFINED 5			
			-----	-----						
			75	4555						
MERCK & CO INC NEW	COM	58933Y105	44999	1099145	SH		DEFINED 5			
			-----	-----						
			44999	1099145						

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MERCURY SYS INC	COM	589378108	3	280	SH	DEFINED	5
			-----	-----			
			3	280			
MERCURY GENL CORP NEW	COM	589400100	27	692	SH	DEFINED	5
			-----	-----			
			27	692			
MERIDIAN BIOSCIENCE INC	COM	589584101	2811	138831	SH	DEFINED	5
			-----	-----			
			2811	138831			
MERIT MED SYS INC	COM	589889104	465	33474	SH	DEFINED	5
			-----	-----			
			465	33474			
MERITOR INC	COM	59001K100	1	249	SH	DEFINED	5
			-----	-----			
			1	249			
MESABI TR	CTF BEN INT	590672101	3	100	SH	DEFINED	5
			-----	-----			
			3	100			
METLIFE INC	COM	59156R108	1488	45160	SH	DEFINED	5
			-----	-----			
			1488	45160			
METLIFE INC	UNIT 99/99/999	59156R116	96	2150	SH	DEFINED	5
			-----	-----			
			96	2150			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
METROPCS COMMUNICATIONS INC	COM	591708102	11	1141	SH	DEFINED	5	
			-----	-----				
			11	1141				
METTLER TOLEDO INTERNATIONAL	COM	592688105	1959	10134	SH	DEFINED	5	
			-----	-----				
			1959	10134				
MFS INVT GRADE MUN TR	SH BEN INT	59318B108	56	5393	SH	DEFINED	5	
			-----	-----				
			56	5393				
MFS HIGH INCOME MUN TR	SH BEN INT	59318D104	7	1250	SH	DEFINED	5	
			-----	-----				
			7	1250				
MFS HIGH YIELD MUN TR	SH BEN INT	59318E102	10	2000	SH	DEFINED	5	
			-----	-----				

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			10	2000		
MICREL INC	COM	594793101	1793	188782	SH	DEFINED 5
			-----	-----		
			1793	188782		
MICROSOFT CORP	COM	594918104	70516	2640060	SH	DEFINED 5
			-----	-----		
			70516	2640060		
MICROCHIP TECHNOLOGY INC	COM	595017104	12026	368999	SH	DEFINED 5
			-----	-----		
			12026	368999		
MICRON TECHNOLOGY INC	COM	595112103	24	3818	SH	DEFINED 5
			-----	-----		
			24	3818		
MID-AMER APT CMNTYS INC	COM	59522J103	4	62	SH	DEFINED 5
			-----	-----		
			4	62		
MIDDLEBY CORP	COM	596278101	3	22	SH	DEFINED 5
			-----	-----		
			3	22		

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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	MA	
	-----	-----	-----	-----	-----	-----	-----	-----	
	MILLER HERMAN INC	COM	600544100	105	4876	SH	DEFINED 5		
				-----	-----				
				105	4876				
	MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	1219	37265	SH	DEFINED 5		
				-----	-----				
				1219	37265				
	MINE SAFETY APPLIANCES CO	COM	602720104	206	4825	SH	DEFINED 5		
				-----	-----				
				206	4825				
	MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	19	3435	SH	DEFINED 5		
				-----	-----				
				19	3435				
	MOBILE MINI INC	COM	60740F105	146	6980	SH	DEFINED 5		
				-----	-----				
				146	6980				
	MODUSLINK GLOBAL SOLUTIONS I	COM	60786L107	0	60	SH	DEFINED 5		
				-----	-----				
					60				

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MOLEX INC	COM	608554101	24	889	SH	DEFINED	5
			-----	-----			
			24	889			
MOLSON COORS BREWING CO	CL B	60871R209	230	5384	SH	DEFINED	5
			-----	-----			
			230	5384			
MONDELEZ INTL INC	CL A	609207105	8926	350671	SH	DEFINED	5
			-----	-----			
			8926	350671			
MONMOUTH REAL ESTATE INVT CO	CL A	609720107	845	81605	SH	DEFINED	5
			-----	-----			
			845	81605			
MONRO MUFFLER BRAKE INC	COM	610236101	1	20	SH	DEFINED	5
			-----	-----			
			1	20			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
MONSANTO CO NEW	COM	61166W101	7888	83337	SH	DEFINED	5		
			-----	-----					
			7888	83337					
MONSTER BEVERAGE CORP	COM	611740101	19	360	SH	DEFINED	5		
			-----	-----					
			19	360					
MONSTER WORLDWIDE INC	COM	611742107	1	230	SH	DEFINED	5		
			-----	-----					
			1	230					
MOODYS CORP	COM	615369105	8298	164897	SH	DEFINED	5		
			-----	-----					
			8298	164897					
MORGAN STANLEY	COM NEW	617446448	1069	55936	SH	DEFINED	5		
			-----	-----					
			1069	55936					
MORGAN STANLEY INDIA INVS FD	COM	61745C105	4	200	SH	DEFINED	5		
			-----	-----					
			4	200					
MORNINGSTAR INC	COM	617700109	5	73	SH	DEFINED	5		
			-----	-----					
			5	73					
MOSAIC CO NEW	COM	61945C103	485	8573	SH	DEFINED	5		
			-----	-----					

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			485	8573		
MOTORCAR PTS AMER INC	COM	620071100	69	10440	SH	DEFINED 5
			-----	-----		
			69	10440		
MOTOROLA SOLUTIONS INC	COM NEW	620076307	241	4329	SH	DEFINED 5
			-----	-----		
			241	4329		
MULTI COLOR CORP	COM	625383104	57	2365	SH	DEFINED 5
			-----	-----		
			57	2365		

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PAGE 127 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
MURPHY OIL CORP	COM	626717102	828	13902	SH	DEFINED 5		
			-----	-----				
			828	13902				
MYLAN INC	COM	628530107	24856	905493	SH	DEFINED 5		
			-----	-----				
			24856	905493				
MYRIAD GENETICS INC	COM	62855J104	629	23094	SH	DEFINED 5		
			-----	-----				
			629	23094				
NB & T FINL GROUP INC	COM	62874M104	236	13865	SH	DEFINED 5		
			-----	-----				
			236	13865				
NBT BANCORP INC	COM	628778102	51	2522	SH	DEFINED 5		
			-----	-----				
			51	2522				
NCR CORP NEW	COM	62886E108	13	513	SH	DEFINED 5		
			-----	-----				
			13	513				
NGP CAP RES CO	COM	62912R107	61	8406	SH	DEFINED 5		
			-----	-----				
			61	8406				
NII HLDGS INC	CL B NEW	62913F201	11	1554	SH	DEFINED 5		
			-----	-----				
			11	1554				
NIC INC	COM	62914B100	1	85	SH	DEFINED 5		
			-----	-----				
			1	85				

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NRG ENERGY INC	COM NEW	629377508	38	1651	SH	DEFINED	5
			-----	-----			
			38	1651			
NTT DOCOMO INC	SPONS ADR	62942M201	9	658	SH	DEFINED	5
			-----	-----			
			9	658			

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PAGE 128 OF 203	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	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
NVR INC	COM	62944T105	3	3	SH	DEFINED	5	
			-----	-----				
			3	3				
NYSE EURONEXT	COM	629491101	43	1372	SH	DEFINED	5	
			-----	-----				
			43	1372				
NACCO INDS INC	CL A	629579103	30	500	SH	DEFINED	5	
			-----	-----				
			30	500				
NASDAQ OMX GROUP INC	COM	631103108	804	32162	SH	DEFINED	5	
			-----	-----				
			804	32162				
NASH FINCH CO	COM	631158102	275	12940	SH	DEFINED	5	
			-----	-----				
			275	12940				
NATIONAL FUEL GAS CO N J	COM	636180101	116	2280	SH	DEFINED	5	
			-----	-----				
			116	2280				
NATIONAL GRID PLC	SPON ADR NEW	636274300	1761	30657	SH	DEFINED	5	
			-----	-----				
			1761	30657				
NATIONAL HEALTH INVS INC	COM	63633D104	2141	37877	SH	DEFINED	5	
			-----	-----				
			2141	37877				
NATIONAL INSTRS CORP	COM	636518102	230	8895	SH	DEFINED	5	
			-----	-----				
			230	8895				
NATIONAL OILWELL VARCO INC	COM	637071101	30243	442467	SH	DEFINED	5	
			-----	-----				
			30243	442467				
NATIONAL PRESTO INDS INC	COM	637215104	7	100	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 MA	
NATIONAL RETAIL PPTYS INC	COM	637417106	1292	41416	SH		DEFINED	5	
			-----	-----					
			1292	41416					
NAVIGATORS GROUP INC	COM	638904102	751	14714	SH		DEFINED	5	
			-----	-----					
			751	14714					
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	38	2046	SH		DEFINED	5	
			-----	-----					
			38	2046					
NAVISTAR INTL CORP NEW	COM	63934E108	1	31	SH		DEFINED	5	
			-----	-----					
			1	31					
NAVIGANT CONSULTING INC	COM	63935N107	394	35319	SH		DEFINED	5	
			-----	-----					
			394	35319					
NEOGENOMICS INC	COM NEW	64049M209	7	2800	SH		DEFINED	5	
			-----	-----					
			7	2800					
NEOGEN CORP	COM	64049I106	901	19886	SH		DEFINED	5	
			-----	-----					
			901	19886					
NETAPP INC	COM	64110D104	527	15694	SH		DEFINED	5	
			-----	-----					
			527	15694					
NETFLIX INC	COM	64110L106	6	62	SH		DEFINED	5	
			-----	-----					
			6	62					
NETSUITE INC	COM	64118Q107	530	7879	SH		DEFINED	5	
			-----	-----					
			530	7879					
NEUBERGER BERMAN INTER MUNI	COM	64124P101	1	67	SH		DEFINED	5	
			-----	-----					
			1	67					

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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
			NEUSTAR INC	CL A	64126X201	30	726	SH	DEFINED	5
						30	726			
			NEUTRAL TANDEM INC	COM	64128B108	100	38777	SH	DEFINED	5
						100	38777			
			NEW AMER HIGH INCOME FD INC	COM NEW	641876800	5	466	SH	DEFINED	5
						5	466			
			NEW GOLD INC CDA	COM	644535106	34	3049	SH	DEFINED	5
						34	3049			
			NEW YORK CMNTY BANCORP INC	COM	649445103	92	7000	SH	DEFINED	5
						92	7000			
			NEWELL RUBBERMAID INC	COM	651229106	422	18964	SH	DEFINED	5
						422	18964			
			NEWFIELD EXPL CO	COM	651290108	637	23789	SH	DEFINED	5
						637	23789			
			NEWMARKET CORP	COM	651587107	3935	15007	SH	DEFINED	5
						3935	15007			
			NEWMONT MINING CORP	COM	651639106	75	1620	SH	DEFINED	5
						75	1620			
			NEWPARK RES INC	COM PAR \$.01NE	651718504	0	20	SH	DEFINED	5
							20			
			NEWS CORP	CL A	65248E104	230	9015	SH	DEFINED	5
						230	9015			

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN

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NEWS CORP	CL B	65248E203	22	820	SH	DEFINED	5
			-----	-----			
			22	820			
NEXTERA ENERGY INC	COM	65339F101	46767	675919	SH	DEFINED	5
			-----	-----			
			46767	675919			
NICE SYS LTD	SPONSORED ADR	653656108	2	55	SH	DEFINED	5
			-----	-----			
			2	55			
NIDEC CORP	SPONSORED ADR	654090109	17	1191	SH	DEFINED	5
			-----	-----			
			17	1191			
NIKE INC	CL B	654106103	25454	493289	SH	DEFINED	5
			-----	-----			
			25454	493289			
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	120	5714	SH	DEFINED	5
			-----	-----			
			120	5714			
NISOURCE INC	COM	65473P105	1214	48774	SH	DEFINED	5
			-----	-----			
			1214	48774			
NOKIA CORP	SPONSORED ADR	654902204	79	20000	SH	DEFINED	5
			-----	-----			
			79	20000			
NOBLE ENERGY INC	COM	655044105	211	2071	SH	DEFINED	5
			-----	-----			
			211	2071			
NORDSON CORP	COM	655663102	2	30	SH	DEFINED	5
			-----	-----			
			2	30			
NORDSTROM INC	COM	655664100	1798	33603	SH	DEFINED	5
			-----	-----			
			1798	33603			

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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 DCRETN	O MA	
-----		-----		-----		-----		
NORFOLK SOUTHERN CORP	COM	655844108	26247	424438	SH	DEFINED	5	
			-----	-----				
			26247	424438				

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NORTH AMERN ENERGY PARTNERS	COM	656844107	136	39945	SH	DEFINED	5
			-----	-----			
			136	39945			
NORTHEAST UTILS	COM	664397106	4547	116364	SH	DEFINED	5
			-----	-----			
			4547	116364			
NORTHERN TR CORP	COM	665859104	4005	79850	SH	DEFINED	5
			-----	-----			
			4005	79850			
NORTHRIM BANCORP INC	COM	666762109	43	1888	SH	DEFINED	5
			-----	-----			
			43	1888			
NORTHROP GRUMMAN CORP	COM	666807102	2425	35883	SH	DEFINED	5
			-----	-----			
			2425	35883			
NORTHWEST PIPE CO	COM	667746101	1	25	SH	DEFINED	5
			-----	-----			
			1	25			
NORTHWESTERN CORP	COM NEW	668074305	1	35	SH	DEFINED	5
			-----	-----			
			1	35			
NOVARTIS A G	SPONSORED ADR	66987V109	32311	510440	SH	DEFINED	5
			-----	-----			
			32311	510440			
NOVO-NORDISK A S	ADR	670100205	4599	28180	SH	DEFINED	5
			-----	-----			
			4599	28180			
NU SKIN ENTERPRISES INC	CL A	67018T105	2208	59608	SH	DEFINED	5
			-----	-----			
			2208	59608			

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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	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NUANCE COMMUNICATIONS INC	COM	67020Y100	124	5542	SH		DEFINED	5	
			-----	-----					
			124	5542					
NUCOR CORP	COM	670346105	2465	57108	SH		DEFINED	5	
			-----	-----					
			2465	57108					
NUSTAR ENERGY LP	UNIT COM	67058H102	116	2732	SH		DEFINED	5	
			-----	-----					

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					116	2732			
NUVEEN PREM INCOME MUN OPPTY	COM	6706D8104	11	751	SH		DEFINED	5	
			-----	-----					
			11	751					
NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	26	2114	SH		DEFINED	5	
			-----	-----					
			26	2114					
NUVEEN FLTNG RTE INCM OPP FD	COM SHS	6706EN100	9	700	SH		DEFINED	5	
			-----	-----					
			9	700					
NUVEEN EQUITY PREM INCOME FD	COM	6706ER101	25	2112	SH		DEFINED	5	
			-----	-----					
			25	2112					
NUVEEN EQUITY PREM ADV FD	COM	6706ET107	25	2059	SH		DEFINED	5	
			-----	-----					
			25	2059					
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	35	2500	SH		DEFINED	5	
			-----	-----					
			35	2500					
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	35	2199	SH		DEFINED	5	
			-----	-----					
			35	2199					
NUVEEN MUN ADVANTAGE FD INC	COM	67062H106	110	7228	SH		DEFINED	5	
			-----	-----					
			110	7228					

PAGE 134 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN QUALITY MUN FD INC	COM	67062N103	49	3277	SH		DEFINED	5	
			-----	-----					
			49	3277					
NUVEEN PERFORMANCE PLUS MUN	COM	67062P108	11	700	SH		DEFINED	5	
			-----	-----					
			11	700					
NUVEEN PREM INCOME MUN FD	COM	67062T100	205	13677	SH		DEFINED	5	
			-----	-----					
			205	13677					
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	25	1722	SH		DEFINED	5	
			-----	-----					
			25	1722					

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NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106	82	5800	SH	DEFINED	5
			-----	-----			
			82	5800			
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	1220	80289	SH	DEFINED	5
			-----	-----			
			1220	80289			
NUVEEN AMT-FREE MUN INCOME F	COM	670657105	133	8974	SH	DEFINED	5
			-----	-----			
			133	8974			
NVIDIA CORP	COM	67066G104	28	2299	SH	DEFINED	5
			-----	-----			
			28	2299			
NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	12	800	SH	DEFINED	5
			-----	-----			
			12	800			
NUVEEN MUN HIGH INCOME OPP F	COM	670682103	4	300	SH	DEFINED	5
			-----	-----			
			4	300			
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	131	8044	SH	DEFINED	5
			-----	-----			
			131	8044			

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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 DIV ADVANTAGE MUN FD	COM	67070F100	38	2500	SH	DEFINED	5		
			-----	-----					
			38	2500					
NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	132	8334	SH	DEFINED	5		
			-----	-----					
			132	8334					
NUVEEN DIV ADV MUNI FD 3	COM SH BEN INT	67070X101	11	733	SH	DEFINED	5		
			-----	-----					
			11	733					
NUVEEN QUALITY PFD INCOME FD	COM	67071S101	38	4369	SH	DEFINED	5		
			-----	-----					
			38	4369					
NUVEEN QUALITY PFD INCOME FD	COM	67072C105	15	1600	SH	DEFINED	5		
			-----	-----					
			15	1600					
NUVEEN PFD INCOME OPPRTNY FD	COM	67073B106	66	6778	SH	DEFINED	5		
			-----	-----					

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				66	6778		
NUVEEN CR STRATEGIES INCM FD	COM SHS	67073D102	24	2500	SH	DEFINED	5
			-----	-----			
			24	2500			
NUVEEN TAX ADVANTAGED DIV GR	COM	67073G105	15	1000	SH	DEFINED	5
			-----	-----			
			15	1000			
NV ENERGY INC	COM	67073Y106	21	1140	SH	DEFINED	5
			-----	-----			
			21	1140			
NUVEEN ENERGY MLP TOTL RTRNF	COM	67074U103	4	205	SH	DEFINED	5
			-----	-----			
			4	205			
OGE ENERGY CORP	COM	670837103	208	3700	SH	DEFINED	5
			-----	-----			
			208	3700			

				FORM 13F					
PAGE	136 OF	203	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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
OI S.A.	SPONSORED ADR	670851104	0	81	SH	DEFINED	5		
			-----	-----					
				81					
OI S.A.	SPN ADR REP PF	670851203	3	669	SH	DEFINED	5		
			-----	-----					
			3	669					
NUVEEN MUN VALUE FD INC	COM	670928100	203	19819	SH	DEFINED	5		
			-----	-----					
			203	19819					
NUVEEN SELECT QUALITY MUN FD	COM	670973106	16	1000	SH	DEFINED	5		
			-----	-----					
			16	1000					
NUVEEN QUALITY INCOME MUN FD	COM	670977107	52	3427	SH	DEFINED	5		
			-----	-----					
			52	3427					
NUVEEN MICH QUALITY INCOME M	COM	670979103	230	15032	SH	DEFINED	5		
			-----	-----					
			230	15032					
NUVEEN OHIO QUALITY INCOME M	COM	670980101	761	39929	SH	DEFINED	5		
			-----	-----					
			761	39929					

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NUVEEN MUN OPPORTUNITY FD IN	COM	670984103	383	24993	SH	DEFINED	5
			-----	-----			
			383	24993			
NUVEEN PREMIER OPPURTUNITY F	COM	670987106	38	2500	SH	DEFINED	5
			-----	-----			
			38	2500			
NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	44	2646	SH	DEFINED	5
			-----	-----			
			44	2646			
NUVEEN N Y PREM INCOME MUN F	COM	67101R107	27	1701	SH	DEFINED	5
			-----	-----			
			27	1701			

		FORM 13F						
PAGE 137 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	221	2468	SH	DEFINED	5	
			-----	-----				
			221	2468				
OAKTREE CAP GROUP LLC	UNIT 99/99/999	674001201	36	800	SH	DEFINED	5	
			-----	-----				
			36	800				
OASIS PETE INC NEW	COM	674215108	1	35	SH	DEFINED	5	
			-----	-----				
			1	35				
OCCIDENTAL PETE CORP DEL	COM	674599105	17234	224956	SH	DEFINED	5	
			-----	-----				
			17234	224956				
OCEAN PWR TECHNOLOGIES INC	COM NEW	674870308	12	5400	SH	DEFINED	5	
			-----	-----				
			12	5400				
OCEANEERING INTL INC	COM	675232102	551	10236	SH	DEFINED	5	
			-----	-----				
			551	10236				
OCWEN FINL CORP	COM NEW	675746309	7	199	SH	DEFINED	5	
			-----	-----				
			7	199				
OFFICEMAX INC DEL	COM	67622P101	561	57526	SH	DEFINED	5	
			-----	-----				
			561	57526				
OIL STS INTL INC	COM	678026105	1682	23508	SH	DEFINED	5	
			-----	-----				

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			1682	23508		
OLD DOMINION FGHT LINES INC	COM	679580100	4037	117765	SH	DEFINED 5
			-----	-----		
			4037	117765		
OLD NATL BANCORP IND	COM	680033107	955	80473	SH	DEFINED 5
			-----	-----		
			955	80473		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
OLD REP INTL CORP	COM	680223104	16	1518	SH	DEFINED 5		
			-----	-----				
			16	1518				
OLIN CORP	COM PAR \$1	680665205	2609	120861	SH	DEFINED 5		
			-----	-----				
			2609	120861				
OLYMPIC STEEL INC	COM	68162K106	28	1250	SH	DEFINED 5		
			-----	-----				
			28	1250				
OMNICARE INC	COM	681904108	7	191	SH	DEFINED 5		
			-----	-----				
			7	191				
OMNICOM GROUP INC	COM	681919106	6482	129734	SH	DEFINED 5		
			-----	-----				
			6482	129734				
OMEGA HEALTHCARE INVS INC	COM	681936100	2359	98930	SH	DEFINED 5		
			-----	-----				
			2359	98930				
OMEGA PROTEIN CORP	COM	68210P107	55	8911	SH	DEFINED 5		
			-----	-----				
			55	8911				
OMNIVISION TECHNOLOGIES INC	COM	682128103	396	28119	SH	DEFINED 5		
			-----	-----				
			396	28119				
ON ASSIGNMENT INC	COM	682159108	340	16777	SH	DEFINED 5		
			-----	-----				
			340	16777				
ONCOLYTICS BIOTECH INC	COM	682310107	6	1500	SH	DEFINED 5		
			-----	-----				
			6	1500				

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ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	699	12951	SH	DEFINED	5
			-----	-----			
			699	12951			

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PAGE 139 OF 203		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	

ONEOK INC NEW	COM	682680103	3611	84459	SH	DEFINED	5	
			-----	-----				
			3611	84459				
ONYX PHARMACEUTICALS INC	COM	683399109	531	7032	SH	DEFINED	5	
			-----	-----				
			531	7032				
ORACLE CORP	COM	68389X105	50641	1519845	SH	DEFINED	5	
			-----	-----				
			50641	1519845				
ORCHARD SUPPLY HARDWARE STOR	CL A	685691404	0	4	SH	DEFINED	5	
			-----	-----				
				4				
OREXIGEN THERAPEUTICS INC	COM	686164104	1	211	SH	DEFINED	5	
			-----	-----				
			1	211				
ORION MARINE GROUP INC	COM	68628V308	82	11259	SH	DEFINED	5	
			-----	-----				
			82	11259				
ORIX CORP	SPONSORED ADR	686330101	304	5364	SH	DEFINED	5	
			-----	-----				
			304	5364				
ORMAT TECHNOLOGIES INC	COM	686688102	1	37	SH	DEFINED	5	
			-----	-----				
			1	37				
OSHKOSH CORP	COM	688239201	45	1509	SH	DEFINED	5	
			-----	-----				
			45	1509				
OTELCO INC	UNIT 99/99/999	688823202	1	1000	SH	DEFINED	5	
			-----	-----				
			1	1000				
OTTER TAIL CORP	COM	689648103	35	1400	SH	DEFINED	5	
			-----	-----				
			35	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	PUT/ CALL	INVTMT DSCRETN	O MA	
OVERHILL FARMS INC	COM	690212105	69	15842	SH		DEFINED	5	
			69	15842					
OWENS & MINOR INC NEW	COM	690732102	17	612	SH		DEFINED	5	
			17	612					
OWENS CORNING NEW	COM	690742101	50	1346	SH		DEFINED	5	
			50	1346					
OWENS ILL INC	COM NEW	690768403	29	1343	SH		DEFINED	5	
			29	1343					
PAA NAT GAS STORAGE L P	COM UNIT LTD	693139107	42	2185	SH		DEFINED	5	
			42	2185					
PG&E CORP	COM	69331C108	562	13985	SH		DEFINED	5	
			562	13985					
PHH CORP	COM NEW	693320202	1	50	SH		DEFINED	5	
			1	50					
PNC FINL SVCS GROUP INC	COM	693475105	24320	417072	SH		DEFINED	5	
			24320	417072					
PPG INDS INC	COM	693506107	4313	31865	SH		DEFINED	5	
			4313	31865					
PPL CORP	COM	69351T106	874	30531	SH		DEFINED	5	
			874	30531					
PPL CORP	UNIT 99/99/999	69351T114	102	1900	SH		DEFINED	5	
			102	1900					

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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
PVF CAPITAL CORP	COM	693654105	8	3700	SH		DEFINED	5
			8	3700				
PVH CORP	COM	693656100	2840	25585	SH		DEFINED	5
			2840	25585				
PVR PARTNERS L P	COM UNIT REPTG	693665101	73	2800	SH		DEFINED	5
			73	2800				
PACCAR INC	COM	693718108	103	2271	SH		DEFINED	5
			103	2271				
PACHOLDER HIGH YIELD FD INC	COM	693742108	49	5550	SH		DEFINED	5
			49	5550				
PACKAGING CORP AMER	COM	695156109	14438	375313	SH		DEFINED	5
			14438	375313				
PACWEST BANCORP DEL	COM	695263103	139	5620	SH		DEFINED	5
			139	5620				
PALL CORP	COM	696429307	1206	20012	SH		DEFINED	5
			1206	20012				
PANERA BREAD CO	CL A	69840W108	291	1835	SH		DEFINED	5
			291	1835				
PANTRY INC	COM	698657103	1	58	SH		DEFINED	5
			1	58				
PAPA JOHNS INTL INC	COM	698813102	16	300	SH		DEFINED	5
			16	300				

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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
PAREXEL INTL CORP	COM	699462107	419	14159	SH		DEFINED	5

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			419	14159			
PARK NATL CORP	COM	700658107	286	4427	SH	DEFINED	5
			-----	-----			
			286	4427			
PARKER HANNIFIN CORP	COM	701094104	1507	17712	SH	DEFINED	5
			-----	-----			
			1507	17712			
PARTNER COMMUNICATIONS CO LT	ADR	70211M109	2	342	SH	DEFINED	5
			-----	-----			
			2	342			
PATTERSON COMPANIES INC	COM	703395103	3	93	SH	DEFINED	5
			-----	-----			
			3	93			
PAYCHEX INC	COM	704326107	8887	285756	SH	DEFINED	5
			-----	-----			
			8887	285756			
PEABODY ENERGY CORP	COM	704549104	937	35209	SH	DEFINED	5
			-----	-----			
			937	35209			
PEARSON PLC	SPONSORED ADR	705015105	6	300	SH	DEFINED	5
			-----	-----			
			6	300			
PEGASYSTEMS INC	COM	705573103	70	3103	SH	DEFINED	5
			-----	-----			
			70	3103			
PENGROWTH ENERGY CORP	COM	70706P104	36	7325	SH	DEFINED	5
			-----	-----			
			36	7325			
PENN NATL GAMING INC	COM	707569109	31	627	SH	DEFINED	5
			-----	-----			
			31	627			

				FORM 13F					
PAGE	143 OF	203	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	INVTMT DSCRETN	O	MA
PENN WEST PETE LTD NEW	COM	707887105	76	6960	SH		DEFINED	5	
			-----	-----					
			76	6960					
PENNEY J C INC	COM	708160106	96	4889	SH		DEFINED	5	
			-----	-----					
			96	4889					

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PENSKE AUTOMOTIVE GRP INC	COM	70959W103	52	1716	SH	DEFINED	5
			-----	-----			
			52	1716			
PEOPLES BANCORP INC	COM	709789101	596	29191	SH	DEFINED	5
			-----	-----			
			596	29191			
PEOPLES UNITED FINANCIAL INC	COM	712704105	56	4617	SH	DEFINED	5
			-----	-----			
			56	4617			
PEPCO HOLDINGS INC	COM	713291102	128	6531	SH	DEFINED	5
			-----	-----			
			128	6531			
PEPSICO INC	COM	713448108	66096	965883	SH	DEFINED	5
			-----	-----			
			66096	965883			
PERFICIENT INC	COM	71375U101	60	5084	SH	DEFINED	5
			-----	-----			
			60	5084			
PERICOM SEMICONDUCTOR CORP	COM	713831105	53	6551	SH	DEFINED	5
			-----	-----			
			53	6551			
PERKINELMER INC	COM	714046109	75	2370	SH	DEFINED	5
			-----	-----			
			75	2370			
PERRIGO CO	COM	714290103	895	8607	SH	DEFINED	5
			-----	-----			
			895	8607			

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NAME OF ISSUER			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	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PETROCHINA CO LTD	SPONSORED ADR	71646E100	129	900	SH	DEFINED	5	
			-----	-----				
			129	900				
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	4	195	SH	DEFINED	5	
			-----	-----				
			4	195				
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	778	39978	SH	DEFINED	5	
			-----	-----				
			778	39978				
PETROLEUM & RES CORP	COM	716549100	19	778	SH	DEFINED	5	
			-----	-----				

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			19	778		
PETROQUEST ENERGY INC	COM	716748108	275	55627	SH	DEFINED 5
			-----	-----		
			275	55627		
PETSMART INC	COM	716768106	1319	19301	SH	DEFINED 5
			-----	-----		
			1319	19301		
PFIZER INC	COM	717081103	90337	3602076	SH	DEFINED 5
			-----	-----		
			90337	3602076		
PHARMERICA CORP	COM	71714F104	1	45	SH	DEFINED 5
			-----	-----		
			1	45		
PHILIP MORRIS INTL INC	COM	718172109	96115	1149149	SH	DEFINED 5
			-----	-----		
			96115	1149149		
PHILLIPS 66	COM	718546104	9249	174185	SH	DEFINED 5
			-----	-----		
			9249	174185		
PHOTRONICS INC	COM	719405102	370	62046	SH	DEFINED 5
			-----	-----		
			370	62046		

				FORM 13F					
PAGE	145 OF	203	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	O
	-----	-----	-----	-----	-----	-----	-----	-----	MA
	PIEDMONT NAT GAS INC	COM	720186105	86	2733	SH		DEFINED	5
				-----	-----				
				86	2733				
	PIEDMONT OFFICE REALTY TR IN	COM CL A	720190206	164	9096	SH		DEFINED	5
				-----	-----				
				164	9096				
	PIKE ELEC CORP	COM	721283109	268	28062	SH		DEFINED	5
				-----	-----				
				268	28062				
	PIMCO CORPORATE INCOME STRAT	COM	72200U100	71	4000	SH		DEFINED	5
				-----	-----				
				71	4000				
	PIMCO MUN INCOME FD II	COM	72200W106	995	75614	SH		DEFINED	5
				-----	-----				
				995	75614				

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PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	6	500	SH	DEFINED	5
			-----	-----			
			6	500			
PIMCO MUN INCOME FD III	COM	72201A103	62	5000	SH	DEFINED	5
			-----	-----			
			62	5000			
PIMCO CORPORATE & INCOME OPP	COM	72201B101	49	2500	SH	DEFINED	5
			-----	-----			
			49	2500			
PIMCO INCOME STRATEGY FUND	COM	72201H108	25	2000	SH	DEFINED	5
			-----	-----			
			25	2000			
PIMCO INCOME STRATEGY FUND I	COM	72201J104	94	8500	SH	DEFINED	5
			-----	-----			
			94	8500			
PIMCO ETF TR	TOTL RETN ETF	72201R775	22	200	SH	DEFINED	5
			-----	-----			
			22	200			

		FORM 13F						
PAGE 146 OF 203		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
-----	-----	-----	-----	-----	-----	-----	-----	-----
PIMCO ETF TR	0-5 HIGH YIELD	72201R783	26	250	SH	DEFINED	5	
			-----	-----				
			26	250				
PIMCO ETF TR	INV GRD CRP BD	72201R817	1	10	SH	DEFINED	5	
			-----	-----				
			1	10				
PIMCO ETF TR	25YR+ ZERO U S	72201R882	2	18	SH	DEFINED	5	
			-----	-----				
			2	18				
PIMCO HIGH INCOME FD	COM SHS	722014107	128	12206	SH	DEFINED	5	
			-----	-----				
			128	12206				
PINNACLE ENTMT INC	COM	723456109	1	46	SH	DEFINED	5	
			-----	-----				
			1	46				
PINNACLE WEST CAP CORP	COM	723484101	80	1562	SH	DEFINED	5	
			-----	-----				
			80	1562				
PIONEER ENERGY SVCS CORP	COM	723664108	11	1500	SH	DEFINED	5	
			-----	-----				

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				11	1500		
PIONEER MUN HIGH INCOME ADV	COM	723762100	62	4000	SH	DEFINED	5
			-----	-----			
			62	4000			
PIONEER NAT RES CO	COM	723787107	830	7787	SH	DEFINED	5
			-----	-----			
			830	7787			
PIONEER SOUTHWST ENRG PRTNR	UNIT LP INT	72388B106	5	200	SH	DEFINED	5
			-----	-----			
			5	200			
PIPER JAFFRAY COS	COM	724078100	118	3674	SH	DEFINED	5
			-----	-----			
			118	3674			

			FORM 13F				
PAGE	147 OF	203	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
-----	-----	-----	-----	-----	-----	-----	-----
PITNEY BOWES INC	COM	724479100	1146	107691	SH	DEFINED	5
			-----	-----			
			1146	107691			
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	218	4829	SH	DEFINED	5
			-----	-----			
			218	4829			
PLUM CREEK TIMBER CO INC	COM	729251108	3753	84576	SH	DEFINED	5
			-----	-----			
			3753	84576			
POLARIS INDS INC	COM	731068102	1525	18118	SH	DEFINED	5
			-----	-----			
			1525	18118			
POLYCOM INC	COM	73172K104	18	1757	SH	DEFINED	5
			-----	-----			
			18	1757			
POLYONE CORP	COM	73179P106	468	22905	SH	DEFINED	5
			-----	-----			
			468	22905			
POOL CORPORATION	COM	73278L105	12	281	SH	DEFINED	5
			-----	-----			
			12	281			
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	1307	12228	SH	DEFINED	5
			-----	-----			
			1307	12228			

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PORTLAND GEN ELEC CO	COM NEW	736508847	343	12524	SH	DEFINED	5
			-----	-----			
			343	12524			
POST PPTYS INC	COM	737464107	367	7349	SH	DEFINED	5
			-----	-----			
			367	7349			
POTASH CORP SASK INC	COM	73755L107	1719	42256	SH	DEFINED	5
			-----	-----			
			1719	42256			

		FORM 13F						
PAGE 148 OF 203		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
POTLATCH CORP NEW	COM	737630103	10	250	SH	DEFINED	5	
			-----	-----				
			10	250				
POWER INTEGRATIONS INC	COM	739276103	125	3727	SH	DEFINED	5	
			-----	-----				
			125	3727				
POWER ONE INC NEW	COM	73930R102	8	2000	SH	DEFINED	5	
			-----	-----				
			8	2000				
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	672	10325	SH	DEFINED	5	
			-----	-----				
			672	10325				
POWERSHARES INDIA ETF TR	INDIA PORT	73935L100	14	750	SH	DEFINED	5	
			-----	-----				
			14	750				
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	9189	330762	SH	DEFINED	5	
			-----	-----				
			9189	330762				
POWERSHARES ETF TRUST	GBL LSTD PVT E	73935X195	2231	220470	SH	DEFINED	5	
			-----	-----				
			2231	220470				
POWERSHARES ETF TRUST	FINL PFD PTFL	73935X229	108	5901	SH	DEFINED	5	
			-----	-----				
			108	5901				
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	98	4250	SH	DEFINED	5	
			-----	-----				
			98	4250				
POWERSHARES ETF TRUST	BASIC MAT SECT	73935X427	12	300	SH	DEFINED	5	
			-----	-----				

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				12	300		
POWERSHARES ETF TRUST	WNRHLL CLN EN	73935X500	23	5576	SH	DEFINED	5
			-----	-----			
			23	5576			

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PAGE 149 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	58	2781	SH	DEFINED	5	
			-----	-----				
			58	2781				
POWERSHARES ETF TRUST	FTSE RAFI 1000	73935X583	10	167	SH	DEFINED	5	
			-----	-----				
			10	167				
POWERSHARES ETF TRUST	DYNM LRG CP GR	73935X609	9	500	SH	DEFINED	5	
			-----	-----				
			9	500				
POWERSHARES ETF TRUST	LX NANOTCH PTF	73935X633	14	2300	SH	DEFINED	5	
			-----	-----				
			14	2300				
POWERSHARES DB G10 CURCY HAR	COM UT BEN INT	73935Y102	922	35251	SH	DEFINED	5	
			-----	-----				
			922	35251				
POWERSHS DB MULTI SECT COMM	PS DB AGRICUL	73936B408	296	10600	SH	DEFINED	5	
			-----	-----				
			296	10600				
POWERSHS DB MULTI SECT COMM	DB OIL FUND	73936B507	5	200	SH	DEFINED	5	
			-----	-----				
			5	200				
POWERSHS DB US DOLLAR INDEX	DOLL INDX BULL	73936D107	2	77	SH	DEFINED	5	
			-----	-----				
			2	77				
POWERSECURE INTL INC	COM	73936N105	111	14254	SH	DEFINED	5	
			-----	-----				
			111	14254				
POWERSHARES ETF TRUST II	SENIOR LN PORT	73936Q769	2864	114638	SH	DEFINED	5	
			-----	-----				
			2864	114638				
POWERSHARES GLOBAL ETF TRUST	INSUR NATL MUN	73936T474	57	2216	SH	DEFINED	5	
			-----	-----				
			57	2216				

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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	FDM HG YLD RAF	73936T557	65	3360	SH		DEFINED	5	
			65	3360					
POWERSHARES GLOBAL ETF TRUST	AGG PFD PORT	73936T565	797	54304	SH		DEFINED	5	
			797	54304					
POWERSHARES GLOBAL ETF TRUST	SOVEREIGN DEBT	73936T573	33883	1077501	SH		DEFINED	5	
			33883	1077501					
POWERSHARES GLOBAL ETF TRUST	GBL CLEAN ENER	73936T615	5	615	SH		DEFINED	5	
			5	615					
POWERSHARES GLOBAL ETF TRUST	GBL WTR PORT	73936T623	18	1000	SH		DEFINED	5	
			18	1000					
POWERSHARES ETF TR II	BUILD AMER ETF	73937B407	45	1500	SH		DEFINED	5	
			45	1500					
POWERSHARES ETF TR II	S&P500 LOW VOL	73937B779	624	22561	SH		DEFINED	5	
			624	22561					
POWERSHARES ETF TR II	S&P SMCP HC PO	73937B886	52	1463	SH		DEFINED	5	
			52	1463					
PRAXAIR INC	COM	74005P104	36087	329714	SH		DEFINED	5	
			36087	329714					
PRECISION CASTPARTS CORP	COM	740189105	959	5062	SH		DEFINED	5	
			959	5062					
PRECISION DRILLING CORP	COM 2010	74022D308	70	8467	SH		DEFINED	5	
			70	8467					

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			FORM 13F						
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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	
PREMIERE GLOBAL SVCS INC	COM	740585104	341	34844	SH		DEFINED	5	
			341	34844					
PRESTIGE BRANDS HLDGS INC	COM	74112D101	1090	54438	SH		DEFINED	5	
			1090	54438					
PRICE T ROWE GROUP INC	COM	74144T108	5050	77553	SH		DEFINED	5	
			5050	77553					
PRICELINE COM INC	COM NEW	741503403	2152	3469	SH		DEFINED	5	
			2152	3469					
PRICESMART INC	COM	741511109	3394	44089	SH		DEFINED	5	
			3394	44089					
PRINCIPAL FINL GROUP INC	COM	74251V102	1911	66989	SH		DEFINED	5	
			1911	66989					
PROASSURANCE CORP	COM	74267C106	2	58	SH		DEFINED	5	
			2	58					
PROCTER & GAMBLE CO	COM	742718109	481407	7090988	SH		DEFINED	5	
			481407	7090988					
PROGENICS PHARMACEUTICALS IN	COM	743187106	15	5000	SH		DEFINED	5	
			15	5000					
PROGRESS SOFTWARE CORP	COM	743312100	3	141	SH		DEFINED	5	
			3	141					
PROGRESSIVE CORP OHIO	COM	743315103	2879	136442	SH		DEFINED	5	
			2879	136442					

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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	

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PROLOGIS INC	COM	74340W103	780	21384	SH	DEFINED	5
			-----	-----			
			780	21384			
PROS HOLDINGS INC	COM	74346Y103	1	60	SH	DEFINED	5
			-----	-----			
			1	60			
PROSHARES TR	PSHS ULTSH 20Y	74347B201	17	275	SH	DEFINED	5
			-----	-----			
			17	275			
PROSHARES TR	PSHS SHRT S&P5	74347R503	1	25	SH	DEFINED	5
			-----	-----			
			1	25			
PROSHARES TR	ULTSHT OIL NEW	74347X591	1	26	SH	DEFINED	5
			-----	-----			
			1	26			
PROSHARES TR	SHRT 20+YR TRE	74347X849	3	100	SH	DEFINED	5
			-----	-----			
			3	100			
PROSHARES TR	PSHS ULSHRUS20	74348A202	6	251	SH	DEFINED	5
			-----	-----			
			6	251			
PROTECTIVE LIFE CORP	COM	743674103	260	9097	SH	DEFINED	5
			-----	-----			
			260	9097			
PROVIDENCE SVC CORP	COM	743815102	40	2359	SH	DEFINED	5
			-----	-----			
			40	2359			
PRUDENTIAL FINL INC	COM	744320102	2974	55769	SH	DEFINED	5
			-----	-----			
			2974	55769			
PRUDENTIAL PLC	ADR	74435K204	3	115	SH	DEFINED	5
			-----	-----			
			3	115			

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PAGE 153 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	736	24052	SH	DEFINED	5		
			-----	-----					
			736	24052					
PUBLIC STORAGE	COM	74460D109	6471	44641	SH	DEFINED	5		
			-----	-----					

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		6471		44641			
PULTE GROUP INC	COM	745867101	1436	79097	SH	DEFINED	5
			-----	-----			
			1436	79097			
PURE BIOSCIENCE INC	COM NEW	74621T209	1	1000	SH	DEFINED	5
			-----	-----			
			1	1000			
PUTMAN HIGH INCOME SEC FUND	SHS BEN INT	746779107	18	2224	SH	DEFINED	5
			-----	-----			
			18	2224			
PUTNAM MANAGED MUN INCOM TR	COM	746823103	8	990	SH	DEFINED	5
			-----	-----			
			8	990			
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	8	1530	SH	DEFINED	5
			-----	-----			
			8	1530			
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	2	300	SH	DEFINED	5
			-----	-----			
			2	300			
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	33	2539	SH	DEFINED	5
			-----	-----			
			33	2539			
QUAKER CHEM CORP	COM	747316107	1	12	SH	DEFINED	5
			-----	-----			
			1	12			
QLIK TECHNOLOGIES INC	COM	74733T105	69	3171	SH	DEFINED	5
			-----	-----			
			69	3171			

				FORM 13F				
PAGE	154 OF	203	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----
QEP RES INC	COM	74733V100	4248	140342	SH	DEFINED	5	
			-----	-----				
			4248	140342				
QUALCOMM INC	COM	747525103	50983	824169	SH	DEFINED	5	
			-----	-----				
			50983	824169				
QUALITY SYS INC	COM	747582104	9	510	SH	DEFINED	5	
			-----	-----				
			9	510				

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QUANTA SVCS INC	COM	74762E102	102	3733	SH	DEFINED	5
			-----	-----			
			102	3733			
QUEST DIAGNOSTICS INC	COM	74834L100	2007	34448	SH	DEFINED	5
			-----	-----			
			2007	34448			
QUESTAR CORP	COM	748356102	4040	204474	SH	DEFINED	5
			-----	-----			
			4040	204474			
RAIT FINANCIAL TRUST	COM NEW	749227609	12	2100	SH	DEFINED	5
			-----	-----			
			12	2100			
RLI CORP	COM	749607107	8	119	SH	DEFINED	5
			-----	-----			
			8	119			
RPM INTL INC	COM	749685103	1418	48298	SH	DEFINED	5
			-----	-----			
			1418	48298			
RPX CORP	COM	74972G103	4	430	SH	DEFINED	5
			-----	-----			
			4	430			
RTI INTL METALS INC	COM	74973W107	5	168	SH	DEFINED	5
			-----	-----			
			5	168			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
RACKSPACE HOSTING INC	COM	750086100	500	6726	SH		DEFINED	5	
			-----	-----					
			500	6726					
RALPH LAUREN CORP	CL A	751212101	63	419	SH		DEFINED	5	
			-----	-----					
			63	419					
RANDGOLD RES LTD	ADR	752344309	3	29	SH		DEFINED	5	
			-----	-----					
			3	29					
RANGE RES CORP	COM	75281A109	798	12704	SH		DEFINED	5	
			-----	-----					
			798	12704					
RAYMOND JAMES FINANCIAL INC	COM	754730109	1596	41421	SH		DEFINED	5	
			-----	-----					

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			1596	41421		
RAYONIER INC	COM	754907103	4240	81811	SH	DEFINED 5
			-----	-----		
			4240	81811		
RAYTHEON CO	COM NEW	755111507	6131	106512	SH	DEFINED 5
			-----	-----		
			6131	106512		
RBC BEARINGS INC	COM	75524B104	8	153	SH	DEFINED 5
			-----	-----		
			8	153		
REALNETWORKS INC	COM NEW	75605L708	2	325	SH	DEFINED 5
			-----	-----		
			2	325		
REALOGY HLDGS CORP	COM	75605Y106	460	10960	SH	DEFINED 5
			-----	-----		
			460	10960		
REALTY INCOME CORP	COM	756109104	8505	211522	SH	DEFINED 5
			-----	-----		
			8505	211522		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
RED HAT INC	COM	756577102	27	514	SH		DEFINED 5	
			-----	-----				
			27	514				
REDWOOD TR INC	COM	758075402	33	1980	SH		DEFINED 5	
			-----	-----				
			33	1980				
REED ELSEVIER P L C	SPONS ADR NEW	758205207	19	457	SH		DEFINED 5	
			-----	-----				
			19	457				
REGAL BELOIT CORP	COM	758750103	2	23	SH		DEFINED 5	
			-----	-----				
			2	23				
REGAL ENTMT GROUP	CL A	758766109	29	2068	SH		DEFINED 5	
			-----	-----				
			29	2068				
REGENCY CTRS CORP	COM	758849103	10	210	SH		DEFINED 5	
			-----	-----				
			10	210				

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REGENERON PHARMACEUTICALS	COM	75886F107	863	5047	SH	DEFINED	5
			-----	-----			
			863	5047			
REGIONS FINL CORP NEW	COM	7591EP100	1449	203167	SH	DEFINED	5
			-----	-----			
			1449	203167			
REINSURANCE GROUP AMER INC	COM NEW	759351604	838	15653	SH	DEFINED	5
			-----	-----			
			838	15653			
RELIANCE STEEL & ALUMINUM CO	COM	759509102	68	1099	SH	DEFINED	5
			-----	-----			
			68	1099			
RENASANT CORP	COM	75970E107	315	16449	SH	DEFINED	5
			-----	-----			
			315	16449			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
RENREN INC	SPONSORED ADR	759892102	12	3500	SH	DEFINED	5		
			-----	-----					
			12	3500					
RENT A CTR INC NEW	COM	76009N100	358	10412	SH	DEFINED	5		
			-----	-----					
			358	10412					
REPUBLIC BANCORP KY	CL A	760281204	10	463	SH	DEFINED	5		
			-----	-----					
			10	463					
REPUBLIC SVCS INC	COM	760759100	1421	48437	SH	DEFINED	5		
			-----	-----					
			1421	48437					
RESEARCH IN MOTION LTD	COM	760975102	149	12527	SH	DEFINED	5		
			-----	-----					
			149	12527					
RESMED INC	COM	761152107	250	6008	SH	DEFINED	5		
			-----	-----					
			250	6008					
RETAIL PPTYS AMER INC	CL A	76131V202	58	4814	SH	DEFINED	5		
			-----	-----					
			58	4814					
REYNOLDS AMERICAN INC	COM	761713106	2350	56720	SH	DEFINED	5		
			-----	-----					

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2350 56720

RICHARDSON ELECTRS LTD	COM	763165107	4	375	SH	DEFINED	5
			-----	-----			
			4	375			
RIO TINTO PLC	SPONSORED ADR	767204100	724	12465	SH	DEFINED	5
			-----	-----			
			724	12465			
RITCHIE BROS AUCTIONEERS	COM	767744105	1664	79644	SH	DEFINED	5
			-----	-----			
			1664	79644			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
RIVERBED TECHNOLOGY INC	COM	768573107	45	2273	SH	DEFINED	5		
			-----	-----					
			45	2273					
ROBERT HALF INTL INC	COM	770323103	27	852	SH	DEFINED	5		
			-----	-----					
			27	852					
ROCKWELL AUTOMATION INC	COM	773903109	1622	19312	SH	DEFINED	5		
			-----	-----					
			1622	19312					
ROCKWELL COLLINS INC	COM	774341101	646	11102	SH	DEFINED	5		
			-----	-----					
			646	11102					
ROCKWOOD HLDGS INC	COM	774415103	13355	270012	SH	DEFINED	5		
			-----	-----					
			13355	270012					
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	1	55	SH	DEFINED	5		
			-----	-----					
			1	55					
ROGERS COMMUNICATIONS INC	CL B	775109200	4905	107754	SH	DEFINED	5		
			-----	-----					
			4905	107754					
ROLLINS INC	COM	775711104	294	13339	SH	DEFINED	5		
			-----	-----					
			294	13339					
ROPER INDS INC NEW	COM	776696106	3240	29059	SH	DEFINED	5		
			-----	-----					
			3240	29059					

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ROSS STORES INC	COM	778296103	83	1538	SH	DEFINED	5
			-----	-----			
			83	1538			
ROUSE PPTYS INC	COM	779287101	1	38	SH	DEFINED	5
			-----	-----			
			1	38			

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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	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ROVI CORP	COM	779376102	7	480	SH	DEFINED	5	
			-----	-----				
			7	480				
ROYAL BK CDA MONTREAL QUE	COM	780087102	1847	30628	SH	DEFINED	5	
			-----	-----				
			1847	30628				
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	6640	93666	SH	DEFINED	5	
			-----	-----				
			6640	93666				
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	35684	517528	SH	DEFINED	5	
			-----	-----				
			35684	517528				
ROYAL GOLD INC	COM	780287108	18	225	SH	DEFINED	5	
			-----	-----				
			18	225				
RUCKUS WIRELESS INC	COM	781220108	484	21499	SH	DEFINED	5	
			-----	-----				
			484	21499				
RUDOLPH TECHNOLOGIES INC	COM	781270103	316	23514	SH	DEFINED	5	
			-----	-----				
			316	23514				
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	7	200	SH	DEFINED	5	
			-----	-----				
			7	200				
RYDER SYS INC	COM	783549108	1720	34452	SH	DEFINED	5	
			-----	-----				
			1720	34452				
RYDEX ETF TRUST	GUG S&P500 EQ	78355W106	229	4300	SH	DEFINED	5	
			-----	-----				
			229	4300				
RYLAND GROUP INC	COM	783764103	4	99	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 MA	
SBA COMMUNICATIONS CORP	COM	78388J106	1469	20699	SH		DEFINED	5	
			-----	-----					
			1469	20699					
SAIC INC	COM	78390X101	4	317	SH		DEFINED	5	
			-----	-----					
			4	317					
SEI INVESTMENTS CO	COM	784117103	4	167	SH		DEFINED	5	
			-----	-----					
			4	167					
SHFL ENTMT INC	COM	78423R105	74	5085	SH		DEFINED	5	
			-----	-----					
			74	5085					
SL GREEN RLTY CORP	COM	78440X101	3	34	SH		DEFINED	5	
			-----	-----					
			3	34					
SLM CORP	COM	78442P106	4802	280329	SH		DEFINED	5	
			-----	-----					
			4802	280329					
SM ENERGY CO	COM	78454L100	34	650	SH		DEFINED	5	
			-----	-----					
			34	650					
SPDR S&P 500 ETF TR	TR UNIT	78462F103	57142	401252	SH		DEFINED	5	
			-----	-----					
			57142	401252					
SPS COMM INC	COM	78463M107	160	4292	SH		DEFINED	5	
			-----	-----					
			160	4292					
SPDR GOLD TRUST	GOLD SHS	78463V107	150979	931854	SH		DEFINED	5	
			-----	-----					
			150979	931854					
SPDR INDEX SHS FDS	EURO STOXX 50	78463X202	52	1500	SH		DEFINED	5	
			-----	-----					
			52	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	
SPDR INDEX SHS FDS	DJ GLB RL ES E	78463X749	6304	149646	SH		DEFINED	5	
			6304	149646					
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	30124	728521	SH		DEFINED	5	
			30124	728521					
SPX CORP	COM	784635104	1821	25962	SH		DEFINED	5	
			1821	25962					
SPDR SERIES TRUST	BRCLY INTL CRP	78464A151	12	340	SH		DEFINED	5	
			12	340					
SPDR SERIES TRUST	BRC HGH YLD BD	78464A417	297	7294	SH		DEFINED	5	
			297	7294					
SPDR SERIES TRUST	NUVN BRCLY MUN	78464A458	107	4420	SH		DEFINED	5	
			107	4420					
SPDR SERIES TRUST	BARC SHT TR CP	78464A474	74	2395	SH		DEFINED	5	
			74	2395					
SPDR SERIES TRUST	BRCLYS INTL ET	78464A516	5806	95161	SH		DEFINED	5	
			5806	95161					
SPDR SERIES TRUST	DJ REIT ETF	78464A607	96	1316	SH		DEFINED	5	
			96	1316					
SPDR SERIES TRUST	S&P REGL BKG	78464A698	53	1900	SH		DEFINED	5	
			53	1900					
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	6	100	SH		DEFINED	5	
			6	100					

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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	

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SPDR SERIES TRUST	OILGAS EQUIP	78464A748	17	500	SH	DEFINED	5
			-----	-----			
			17	500			
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	7273	125046	SH	DEFINED	5
			-----	-----			
			7273	125046			
SPDR SERIES TRUST	S&P BK ETF	78464A797	191	8013	SH	DEFINED	5
			-----	-----			
			191	8013			
SPDR SERIES TRUST	S&P BIOTECH	78464A870	18	200	SH	DEFINED	5
			-----	-----			
			18	200			
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	93	3500	SH	DEFINED	5
			-----	-----			
			93	3500			
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	420	3218	SH	DEFINED	5
			-----	-----			
			420	3218			
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	2003	10784	SH	DEFINED	5
			-----	-----			
			2003	10784			
STEC INC	COM	784774101	20	4000	SH	DEFINED	5
			-----	-----			
			20	4000			
SVB FINL GROUP	COM	78486Q101	2	30	SH	DEFINED	5
			-----	-----			
			2	30			
S Y BANCORP INC	COM	785060104	40	1800	SH	DEFINED	5
			-----	-----			
			40	1800			
SABINE ROYALTY TR	UNIT BEN INT	785688102	159	4000	SH	DEFINED	5
			-----	-----			
			159	4000			

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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
-----			-----	-----	-----	-----	-----	-----
SAFEGUARD SCIENTIFICS INC	COM NEW	786449207	74	4990	SH	DEFINED	5	
			-----	-----				
			74	4990				

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SAFETY INS GROUP INC	COM	78648T100	2	50	SH	DEFINED	5
			-----	-----			
			2	50			
SAFEWAY INC	COM NEW	786514208	20	1086	SH	DEFINED	5
			-----	-----			
			20	1086			
ST JOE CO	COM	790148100	7	300	SH	DEFINED	5
			-----	-----			
			7	300			
ST JUDE MED INC	COM	790849103	175	4845	SH	DEFINED	5
			-----	-----			
			175	4845			
SALESFORCE COM INC	COM	79466L302	1030	6129	SH	DEFINED	5
			-----	-----			
			1030	6129			
SALIX PHARMACEUTICALS INC	COM	795435106	1	27	SH	DEFINED	5
			-----	-----			
			1	27			
SALLY BEAUTY HLDGS INC	COM	79546E104	1546	65605	SH	DEFINED	5
			-----	-----			
			1546	65605			
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	2	125	SH	DEFINED	5
			-----	-----			
			2	125			
SANDERSON FARMS INC	COM	800013104	320	6726	SH	DEFINED	5
			-----	-----			
			320	6726			
SANDISK CORP	COM	80004C101	14141	325081	SH	DEFINED	5
			-----	-----			
			14141	325081			

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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/ INVSTMT	DSCRETN	MA	O

SANOFI	SPONSORED ADR	80105N105	4808	101481	SH		DEFINED	5	
			-----	-----					
			4808	101481					
SANOFI	RIGHT 12/31/20	80105N113	1	463	SH		DEFINED	5	
			-----	-----					
			1	463					
SANMINA CORPORATION	COM	801056102	3	300	SH		DEFINED	5	
			-----	-----					

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			3	300		
SAP AG	SPON ADR	803054204	2811	34976	SH	DEFINED 5
			-----	-----		
			2811	34976		
SAPIENT CORP	COM	803062108	1	48	SH	DEFINED 5
			-----	-----		
			1	48		
SASOL LTD	SPONSORED ADR	803866300	496	11464	SH	DEFINED 5
			-----	-----		
			496	11464		
SCANA CORP NEW	COM	80589M102	221	4848	SH	DEFINED 5
			-----	-----		
			221	4848		
SCHAWK INC	CL A	806373106	33	2519	SH	DEFINED 5
			-----	-----		
			33	2519		
SCHEIN HENRY INC	COM	806407102	63	778	SH	DEFINED 5
			-----	-----		
			63	778		
SCHLUMBERGER LTD	COM	806857108	62096	896053	SH	DEFINED 5
			-----	-----		
			62096	896053		
SCHNITZER STL INDS	CL A	806882106	423	13954	SH	DEFINED 5
			-----	-----		
			423	13954		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
SCHULMAN A INC	COM	808194104	2	75	SH		DEFINED 5	
			-----	-----				
			2	75				
SCHWAB CHARLES CORP NEW	COM	808513105	931	64853	SH		DEFINED 5	
			-----	-----				
			931	64853				
SCIQUEST INC NEW	COM	80908T101	104	6562	SH		DEFINED 5	
			-----	-----				
			104	6562				
SCOTTS MIRACLE GRO CO	CL A	810186106	703	15962	SH		DEFINED 5	
			-----	-----				
			703	15962				

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SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	412	7108	SH	DEFINED	5
			-----	-----			
			412	7108			
SEALED AIR CORP NEW	COM	81211K100	875	49986	SH	DEFINED	5
			-----	-----			
			875	49986			
SEARS HLDGS CORP	COM	812350106	9	212	SH	DEFINED	5
			-----	-----			
			9	212			
SEATTLE GENETICS INC	COM	812578102	1	27	SH	DEFINED	5
			-----	-----			
			1	27			
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	3692	98337	SH	DEFINED	5
			-----	-----			
			3692	98337			
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	1352	33896	SH	DEFINED	5
			-----	-----			
			1352	33896			
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	730	20911	SH	DEFINED	5
			-----	-----			
			730	20911			

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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 CONS DISCR	81369Y407	749	15798	SH	DEFINED	5	
			-----	-----				
			749	15798				
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	1676	23461	SH	DEFINED	5	
			-----	-----				
			1676	23461				
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	11885	725129	SH	DEFINED	5	
			-----	-----				
			11885	725129				
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	345	9105	SH	DEFINED	5	
			-----	-----				
			345	9105				
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	5620	194807	SH	DEFINED	5	
			-----	-----				
			5620	194807				
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1757	50300	SH	DEFINED	5	
			-----	-----				

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			1757	50300			
SEMTECH CORP	COM	816850101	1431	49428	SH	DEFINED	5
			-----	-----			
			1431	49428			
SEMPRA ENERGY	COM	816851109	416	5865	SH	DEFINED	5
			-----	-----			
			416	5865			
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	1179	49859	SH	DEFINED	5
			-----	-----			
			1179	49859			
SEQUENOM INC	COM NEW	817337405	33	7000	SH	DEFINED	5
			-----	-----			
			33	7000			
SERVICE CORP INTL	COM	817565104	3072	222454	SH	DEFINED	5
			-----	-----			
			3072	222454			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SHAW GROUP INC	COM	820280105	50	1082	SH	DEFINED	5	
			-----	-----				
			50	1082				
SHERWIN WILLIAMS CO	COM	824348106	12516	81367	SH	DEFINED	5	
			-----	-----				
			12516	81367				
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	6	164	SH	DEFINED	5	
			-----	-----				
			6	164				
SHIRE PLC	SPONSORED ADR	82481R106	181	1961	SH	DEFINED	5	
			-----	-----				
			181	1961				
SIEMENS A G	SPONSORED ADR	826197501	354	3235	SH	DEFINED	5	
			-----	-----				
			354	3235				
SIGMA ALDRICH CORP	COM	826552101	420	5710	SH	DEFINED	5	
			-----	-----				
			420	5710				
SIGNATURE BK NEW YORK N Y	COM	82669G104	3	40	SH	DEFINED	5	
			-----	-----				
			3	40				

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SILGAN HOLDINGS INC	COM	827048109	2	50	SH	DEFINED	5
			-----	-----			
			2	50			
SILVER WHEATON CORP	COM	828336107	70	1933	SH	DEFINED	5
			-----	-----			
			70	1933			
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	65	2565	SH	DEFINED	5
			-----	-----			
			65	2565			
SIMON PPTY GROUP INC NEW	COM	828806109	10974	69415	SH	DEFINED	5
			-----	-----			
			10974	69415			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SIRONA DENTAL SYSTEMS INC	COM	82966C103	1858	28829	SH	DEFINED	5	
			-----	-----				
			1858	28829				
SIRIUS XM RADIO INC	COM	82967N108	64	22213	SH	DEFINED	5	
			-----	-----				
			64	22213				
SKYWORKS SOLUTIONS INC	COM	83088M102	17	850	SH	DEFINED	5	
			-----	-----				
			17	850				
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	23	418	SH	DEFINED	5	
			-----	-----				
			23	418				
SMITH & WESSON HLDG CORP	COM	831756101	8	1000	SH	DEFINED	5	
			-----	-----				
			8	1000				
SMITH A O	COM	831865209	63	993	SH	DEFINED	5	
			-----	-----				
			63	993				
SMITHFIELD FOODS INC	COM	832248108	28	1304	SH	DEFINED	5	
			-----	-----				
			28	1304				
SMUCKER J M CO	COM NEW	832696405	3490	40463	SH	DEFINED	5	
			-----	-----				
			3490	40463				
SNAP ON INC	COM	833034101	5844	73979	SH	DEFINED	5	
			-----	-----				

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				5844	73979		
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	1164	20189	SH	DEFINED	5
			-----	-----			
			1164	20189			
SOLAR CAP LTD	COM	83413U100	6	240	SH	DEFINED	5
			-----	-----			
			6	240			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
SOLARWINDS INC	COM	83416B109	441	8402	SH	DEFINED	5	
			-----	-----				
			441	8402				
SOLERA HOLDINGS INC	COM	83421A104	5	91	SH	DEFINED	5	
			-----	-----				
			5	91				
SONIC AUTOMOTIVE INC	CL A	83545G102	6	300	SH	DEFINED	5	
			-----	-----				
			6	300				
SONOCO PRODS CO	COM	835495102	86	2900	SH	DEFINED	5	
			-----	-----				
			86	2900				
SONY CORP	ADR NEW	835699307	2	162	SH	DEFINED	5	
			-----	-----				
			2	162				
SOTHEBYS	COM	835898107	1	30	SH	DEFINED	5	
			-----	-----				
			1	30				
SONUS NETWORKS INC	COM	835916107	2	1036	SH	DEFINED	5	
			-----	-----				
			2	1036				
SOURCE CAP INC	COM	836144105	19	357	SH	DEFINED	5	
			-----	-----				
			19	357				
SOURCEFIRE INC	COM	83616T108	15	325	SH	DEFINED	5	
			-----	-----				
			15	325				
SOUTH JERSEY INDS INC	COM	838518108	158	3134	SH	DEFINED	5	
			-----	-----				
			158	3134				

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SOUTHERN CO	COM	842587107	6099	142475	SH	DEFINED	5
			-----	-----			
			6099	142475			

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-----	-----	-----	-----	-----	-----	-----	-----	
SOUTHERN COPPER CORP	COM	84265V105	183	4834	SH	DEFINED	5	
			-----	-----				
			183	4834				
SOUTHWEST AIRLS CO	COM	844741108	54	5282	SH	DEFINED	5	
			-----	-----				
			54	5282				
SOUTHWEST GAS CORP	COM	844895102	51	1200	SH	DEFINED	5	
			-----	-----				
			51	1200				
SOUTHWESTERN ENERGY CO	COM	845467109	48	1447	SH	DEFINED	5	
			-----	-----				
			48	1447				
SOVRAN SELF STORAGE INC	COM	84610H108	1	15	SH	DEFINED	5	
			-----	-----				
			1	15				
SPARTAN MTRS INC	COM	846819100	46	9388	SH	DEFINED	5	
			-----	-----				
			46	9388				
SPARTAN STORES INC	COM	846822104	415	26988	SH	DEFINED	5	
			-----	-----				
			415	26988				
SPECTRA ENERGY PARTNERS LP	COM	84756N109	16	500	SH	DEFINED	5	
			-----	-----				
			16	500				
SPECTRA ENERGY CORP	COM	847560109	24628	899479	SH	DEFINED	5	
			-----	-----				
			24628	899479				
SPECTRUM PHARMACEUTICALS INC	COM	84763A108	11	1000	SH	DEFINED	5	
			-----	-----				
			11	1000				
SPECTRUM BRANDS HLDGS INC	COM	84763R101	1	21	SH	DEFINED	5	
			-----	-----				
			1	21				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	282	16594	SH		DEFINED	5	
			282	16594					
SPRINT NEXTEL CORP	COM SER 1	852061100	80	14089	SH		DEFINED	5	
			80	14089					
SPROTT PHYSICAL SILVER TR	TR UNIT	85207K107	4	300	SH		DEFINED	5	
			4	300					
STANDARD MTR PRODS INC	COM	853666105	72	3259	SH		DEFINED	5	
			72	3259					
STANDARD REGISTER CO	COM	853887107	3255	5167224	SH		DEFINED	5	
			3255	5167224					
STANLEY BLACK & DECKER INC	COM	854502101	3339	45135	SH		DEFINED	5	
			3339	45135					
STAPLES INC	COM	855030102	51	4475	SH		DEFINED	5	
			51	4475					
STARBUCKS CORP	COM	855244109	20567	383501	SH		DEFINED	5	
			20567	383501					
STARWOOD PPTY TR INC	COM	85571B105	543	23639	SH		DEFINED	5	
			543	23639					
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	1303	22711	SH		DEFINED	5	
			1303	22711					
STATE STR CORP	COM	857477103	1730	36801	SH		DEFINED	5	
			1730	36801					

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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
STATOIL ASA	SPONSORED ADR	85771P102	5	198	SH		DEFINED	5
			5	198				
STEEL DYNAMICS INC	COM	858119100	62	4502	SH		DEFINED	5
			62	4502				
STEELCASE INC	CL A	858155203	21913	1720001	SH		DEFINED	5
			21913	1720001				
STEIN MART INC	COM	858375108	49	6564	SH		DEFINED	5
			49	6564				
STERICYCLE INC	COM	858912108	6214	66616	SH		DEFINED	5
			6214	66616				
STERIS CORP	COM	859152100	79	2275	SH		DEFINED	5
			79	2275				
STERLING BANCORP	COM	859158107	80	8817	SH		DEFINED	5
			80	8817				
STIFEL FINL CORP	COM	860630102	2	70	SH		DEFINED	5
			2	70				
STMICROELECTRONICS N V	NY REGISTRY	861012102	21	2969	SH		DEFINED	5
			21	2969				
STONE ENERGY CORP	COM	861642106	3	150	SH		DEFINED	5
			3	150				
STRATEGIC DIAGNOSTICS INC	COM	862700101	2	1969	SH		DEFINED	5
			2	1969				

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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
STRATEGIC HOTELS & RESORTS I	COM	86272T106	0	54	SH		DEFINED	5

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STRYKER CORP	COM	863667101	5176	94416	SH	DEFINED	5
			-----	-----			
			5176	94416			
STUDENT TRANSN INC	COM	86388A108	3	457	SH	DEFINED	5
			-----	-----			
			3	457			
STURM RUGER & CO INC	COM	864159108	1200	26440	SH	DEFINED	5
			-----	-----			
			1200	26440			
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	36	917	SH	DEFINED	5
			-----	-----			
			36	917			
SUMMIT FINANCIAL GROUP INC	COM	86606G101	54	11248	SH	DEFINED	5
			-----	-----			
			54	11248			
SUN CMNTYS INC	COM	866674104	399	10000	SH	DEFINED	5
			-----	-----			
			399	10000			
SUN LIFE FINL INC	COM	866796105	66	2480	SH	DEFINED	5
			-----	-----			
			66	2480			
SUN HYDRAULICS CORP	COM	866942105	683	26182	SH	DEFINED	5
			-----	-----			
			683	26182			
SUNCOR ENERGY INC NEW	COM	867224107	251	7607	SH	DEFINED	5
			-----	-----			
			251	7607			
SUNOCO LOGISTICS PRTNRS L P	COM UNITS	86764L108	15	300	SH	DEFINED	5
			-----	-----			
			15	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/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
SUNTRUST BKS INC	COM	867914103	267	9421	SH		DEFINED	5	
			-----	-----					
			267	9421					
SUPERIOR ENERGY SVCS INC	COM	868157108	471	22755	SH		DEFINED	5	
			-----	-----					
			471	22755					

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SUPERIOR INDS INTL INC	COM	868168105	7	364	SH	DEFINED	5
			-----	-----			
			7	364			
SUPERTEX INC	COM	868532102	49	2820	SH	DEFINED	5
			-----	-----			
			49	2820			
SUSQUEHANNA BANCSHARES INC P	COM	869099101	104	9948	SH	DEFINED	5
			-----	-----			
			104	9948			
SWEDISH EXPT CR CORP	RG ENRGY ETN22	870297306	10	1500	SH	DEFINED	5
			-----	-----			
			10	1500			
SWEDISH EXPT CR CORP	ROG AGRI ETN22	870297603	14	1500	SH	DEFINED	5
			-----	-----			
			14	1500			
SWIFT ENERGY CO	COM	870738101	0	8	SH	DEFINED	5
			-----	-----			
				8			
SYCAMORE NETWORKS INC	COM NEW	871206405	0	18	SH	DEFINED	5
			-----	-----			
				18			
SYMANTEC CORP	COM	871503108	67	3574	SH	DEFINED	5
			-----	-----			
			67	3574			
SYMMETRY MED INC	COM	871546206	687	65288	SH	DEFINED	5
			-----	-----			
			687	65288			

		FORM 13F						
PAGE 175 OF 203		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	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SYNAPTICS INC	COM	87157D109	932	31091	SH	DEFINED	5	
			-----	-----				
			932	31091				
SYNGENTA AG	SPONSORED ADR	87160A100	2813	34816	SH	DEFINED	5	
			-----	-----				
			2813	34816				
SYNERGETICS USA INC	COM	87160G107	38	7885	SH	DEFINED	5	
			-----	-----				
			38	7885				
SYNOPSIS INC	COM	871607107	896	28158	SH	DEFINED	5	
			-----	-----				

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			896	28158		
SYNOVUS FINL CORP	COM	87161C105	12	5000	SH	DEFINED 5
			-----	-----		
			12	5000		
SYNNEX CORP	COM	87162W100	35	1010	SH	DEFINED 5
			-----	-----		
			35	1010		
SYPRIS SOLUTIONS INC	COM	871655106	4	1077	SH	DEFINED 5
			-----	-----		
			4	1077		
SYSCO CORP	COM	871829107	14507	458203	SH	DEFINED 5
			-----	-----		
			14507	458203		
TCF FINL CORP	COM	872275102	55	4500	SH	DEFINED 5
			-----	-----		
			55	4500		
TD AMERITRADE HLDG CORP	COM	87236Y108	27	1634	SH	DEFINED 5
			-----	-----		
			27	1634		
TECO ENERGY INC	COM	872375100	1703	101624	SH	DEFINED 5
			-----	-----		
			1703	101624		

				FORM 13F					
PAGE	176 OF	203	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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
THQ INC	COM PAR \$.01	872443601	1	4130	SH		DEFINED	5	
			-----	-----					
			1	4130					
TJX COS INC NEW	COM	872540109	23246	547617	SH		DEFINED	5	
			-----	-----					
			23246	547617					
TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	531	9910	SH		DEFINED	5	
			-----	-----					
			531	9910					
TTM TECHNOLOGIES INC	COM	87305R109	954	103812	SH		DEFINED	5	
			-----	-----					
			954	103812					
TW TELECOM INC	COM	87311L104	8	330	SH		DEFINED	5	
			-----	-----					
			8	330					

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TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1486	86619	SH	DEFINED	5
			-----	-----			
			1486	86619			
TANGER FACTORY OUTLET CTRS I	COM	875465106	1676	49018	SH	DEFINED	5
			-----	-----			
			1676	49018			
TARGET CORP	COM	87612E106	31408	530803	SH	DEFINED	5
			-----	-----			
			31408	530803			
TATA MTRS LTD	SPONSORED ADR	876568502	26	900	SH	DEFINED	5
			-----	-----			
			26	900			
TAUBMAN CTRS INC	COM	876664103	635	8064	SH	DEFINED	5
			-----	-----			
			635	8064			
TECHNE CORP	COM	878377100	382	5587	SH	DEFINED	5
			-----	-----			
			382	5587			

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PAGE 177 OF 203		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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
TECK RESOURCES LTD	CL B	878742204	6	159	SH	DEFINED	5		
			-----	-----					
			6	159					
TEJON RANCH CO	COM	879080109	1651	58800	SH	DEFINED	5		
			-----	-----					
			1651	58800					
TELEFONICA BRASIL SA	SPONSORED ADR	87936R106	1553	64538	SH	DEFINED	5		
			-----	-----					
			1553	64538					
TELEDYNE TECHNOLOGIES INC	COM	879360105	16	247	SH	DEFINED	5		
			-----	-----					
			16	247					
TELEFLEX INC	COM	879369106	92	1290	SH	DEFINED	5		
			-----	-----					
			92	1290					
TELEFONICA S A	SPONSORED ADR	879382208	194	14398	SH	DEFINED	5		
			-----	-----					
			194	14398					
TELEPHONE & DATA SYS INC	COM NEW	879433829	2	102	SH	DEFINED	5		
			-----	-----					

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			2	102		
TELLABS INC	COM	879664100	0	50	SH	DEFINED 5
			-----	-----		
				50		
TELUS CORP	NON-VTG SHS	87971M202	215	3300	SH	DEFINED 5
			-----	-----		
			215	3300		
TEMPLETON DRAGON FD INC	COM	88018T101	153	5392	SH	DEFINED 5
			-----	-----		
			153	5392		
TEMPLETON EMERG MKTS INCOME	COM	880192109	32	1850	SH	DEFINED 5
			-----	-----		
			32	1850		

			FORM 13F					
PAGE 178 OF 203	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP			VALUE	SHARES/	SH/ PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
TEMPLETON GLOBAL INCOME FD	COM	880198106	22	2295	SH		DEFINED 5	
			-----	-----				
			22	2295				
TEMPUR PEDIC INTL INC	COM	88023U101	7	234	SH		DEFINED 5	
			-----	-----				
			7	234				
TENARIS S A	SPONSORED ADR	88031M109	1318	31435	SH		DEFINED 5	
			-----	-----				
			1318	31435				
TENET HEALTHCARE CORP	COM NEW	88033G407	2726	83959	SH		DEFINED 5	
			-----	-----				
			2726	83959				
TENNECO INC	COM	880349105	1	25	SH		DEFINED 5	
			-----	-----				
			1	25				
TERADATA CORP DEL	COM	88076W103	2799	45221	SH		DEFINED 5	
			-----	-----				
			2799	45221				
TERADYNE INC	COM	880770102	53	3153	SH		DEFINED 5	
			-----	-----				
			53	3153				
TEREX CORP NEW	COM	880779103	73	2583	SH		DEFINED 5	
			-----	-----				
			73	2583				

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TERRA NITROGEN CO L P	COM UNIT	881005201	43	200	SH	DEFINED	5
			-----	-----			
			43	200			
TESCO CORP	COM	88157K101	1	80	SH	DEFINED	5
			-----	-----			
			1	80			
TESLA MTRS INC	COM	88160R101	172	5070	SH	DEFINED	5
			-----	-----			
			172	5070			

				FORM 13F				
PAGE	179 OF	203	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
TESORO CORP	COM	881609101	15	332	SH	DEFINED	5	
			-----	-----				
			15	332				
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	6510	174338	SH	DEFINED	5	
			-----	-----				
			6510	174338				
TEXAS INDS INC	COM	882491103	1	14	SH	DEFINED	5	
			-----	-----				
			1	14				
TEXAS INSTRS INC	COM	882508104	3308	107080	SH	DEFINED	5	
			-----	-----				
			3308	107080				
TEXAS ROADHOUSE INC	COM	882681109	2	95	SH	DEFINED	5	
			-----	-----				
			2	95				
TEXTRON INC	COM	883203101	67	2704	SH	DEFINED	5	
			-----	-----				
			67	2704				
THERMO FISHER SCIENTIFIC INC	COM	883556102	4483	70289	SH	DEFINED	5	
			-----	-----				
			4483	70289				
THERMON GROUP HLDGS INC	COM	88362T103	0	22	SH	DEFINED	5	
			-----	-----				
				22				
THOMPSON CREEK METALS CO INC	COM	884768102	2	396	SH	DEFINED	5	
			-----	-----				
			2	396				
THOR INDS INC	COM	885160101	937	25025	SH	DEFINED	5	
			-----	-----				

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			937	25025		
THORATEC CORP	COM NEW	885175307	484	12902	SH	DEFINED 5
			-----	-----		
			484	12902		

		FORM 13F					
PAGE 180 OF 203		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
-----	-----	-----	-----	-----	-----	-----	-----
3-D SYS CORP DEL	COM NEW	88554D205	602	11286	SH	DEFINED 5	
			-----	-----			
			602	11286			
3M CO	COM	88579Y101	40896	440453	SH	DEFINED 5	
			-----	-----			
			40896	440453			
TIBCO SOFTWARE INC	COM	88632Q103	12	555	SH	DEFINED 5	
			-----	-----			
			12	555			
TIDEWATER INC	COM	886423102	4	99	SH	DEFINED 5	
			-----	-----			
			4	99			
TIFFANY & CO NEW	COM	886547108	4293	74865	SH	DEFINED 5	
			-----	-----			
			4293	74865			
TIM HORTONS INC	COM	88706M103	120	2437	SH	DEFINED 5	
			-----	-----			
			120	2437			
TIM PARTICIPACOES S A	SPONSORED ADR	88706P205	1	31	SH	DEFINED 5	
			-----	-----			
			1	31			
TIME WARNER INC	COM NEW	887317303	6707	140221	SH	DEFINED 5	
			-----	-----			
			6707	140221			
TIME WARNER CABLE INC	COM	88732J207	816	8400	SH	DEFINED 5	
			-----	-----			
			816	8400			
TIMKEN CO	COM	887389104	52	1083	SH	DEFINED 5	
			-----	-----			
			52	1083			
TITAN INTL INC ILL	COM	88830M102	39	1800	SH	DEFINED 5	
			-----	-----			
			39	1800			

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			FORM 13F							
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
PAGE	181 OF	203	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			TITANIUM METALS CORP	COM NEW	888339207	20	1205	SH	DEFINED	5
						20	1205			
			TOLL BROTHERS INC	COM	889478103	324	10032	SH	DEFINED	5
						324	10032			
			TOOTSIE ROLL INDS INC	COM	890516107	15	582	SH	DEFINED	5
						15	582			
			TORCHMARK CORP	COM	891027104	104	2016	SH	DEFINED	5
						104	2016			
			TORO CO	COM	891092108	2132	49616	SH	DEFINED	5
						2132	49616			
			TORONTO DOMINION BK ONT	COM NEW	891160509	41	489	SH	DEFINED	5
						41	489			
			TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	6233	164460	SH	DEFINED	5
						6233	164460			
			TORTOISE ENERGY CAP CORP	COM	89147U100	243	8529	SH	DEFINED	5
						243	8529			
			TORTOISE PWR & ENERGY INFRAS	COM	89147X104	2	80	SH	DEFINED	5
						2	80			
			TORTOISE ENERGY INDEPENDENC	COM	89148K101	2	90	SH	DEFINED	5
						2	90			
			TOTAL S A	SPONSORED ADR	89151E109	2340	44984	SH	DEFINED	5
						2340	44984			

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			FORM 13F						
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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	
TOWER FINANCIAL CORP	COM	891769101	9	750	SH		DEFINED	5	
			9	750					
TOWERS WATSON & CO	CL A	891894107	2	35	SH		DEFINED	5	
			2	35					
TOTAL SYS SVCS INC	COM	891906109	4	179	SH		DEFINED	5	
			4	179					
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	265	2841	SH		DEFINED	5	
			265	2841					
TRACTOR SUPPLY CO	COM	892356106	1565	17708	SH		DEFINED	5	
			1565	17708					
TRANSCANADA CORP	COM	89353D107	12	250	SH		DEFINED	5	
			12	250					
TRANSDIGM GROUP INC	COM	893641100	1158	8489	SH		DEFINED	5	
			1158	8489					
TRAVELERS COMPANIES INC	COM	89417E109	6869	95638	SH		DEFINED	5	
			6869	95638					
TREDEGAR CORP	COM	894650100	1542	75505	SH		DEFINED	5	
			1542	75505					
TREEHOUSE FOODS INC	COM	89469A104	5	103	SH		DEFINED	5	
			5	103					
TRI CONTL CORP	COM	895436103	40	2500	SH		DEFINED	5	
			40	2500					

			FORM 13F						
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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	

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TRIMBLE NAVIGATION LTD	COM	896239100	455	7611	SH	DEFINED	5
			-----	-----			
			455	7611			
TRIUMPH GROUP INC NEW	COM	896818101	63	972	SH	DEFINED	5
			-----	-----			
			63	972			
TRIPADVISOR INC	COM	896945201	36	866	SH	DEFINED	5
			-----	-----			
			36	866			
TRUSTCO BK CORP N Y	COM	898349105	3	537	SH	DEFINED	5
			-----	-----			
			3	537			
TUMI HLDGS INC	COM	89969Q104	1	34	SH	DEFINED	5
			-----	-----			
			1	34			
TUPPERWARE BRANDS CORP	COM	899896104	20687	322732	SH	DEFINED	5
			-----	-----			
			20687	322732			
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	31	1944	SH	DEFINED	5
			-----	-----			
			31	1944			
TURKISH INVT FD INC	COM	900145103	5	275	SH	DEFINED	5
			-----	-----			
			5	275			
TURQUOISE HILL RES LTD	COM	900435108	7	945	SH	DEFINED	5
			-----	-----			
			7	945			
TWO HBRS INVT CORP	COM	90187B101	1	107	SH	DEFINED	5
			-----	-----			
			1	107			
II VI INC	COM	902104108	180	9865	SH	DEFINED	5
			-----	-----			
			180	9865			

		FORM 13F							
PAGE 184 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
TYLER TECHNOLOGIES INC	COM	902252105	123	2545	SH	DEFINED	5		
			-----	-----					
			123	2545					
TYSON FOODS INC	CL A	902494103	31	1580	SH	DEFINED	5		
			-----	-----					

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			31	1580		
UBS AG JERSEY BRH	LNG SHT VIX	902641596	202	10399	SH	DEFINED 5
			-----	-----		
			202	10399		
UBS AG JERSEY BRH	ALERIAN INFRST	902641646	61198	1880708	SH	DEFINED 5
			-----	-----		
			61198	1880708		
UDR INC	COM	902653104	12	495	SH	DEFINED 5
			-----	-----		
			12	495		
UMB FINL CORP	COM	902788108	0	11	SH	DEFINED 5
			-----	-----		
				11		
US BANCORP DEL	COM NEW	902973304	81918	2564758	SH	DEFINED 5
			-----	-----		
			81918	2564758		
URS CORP NEW	COM	903236107	713	18157	SH	DEFINED 5
			-----	-----		
			713	18157		
U S G CORP	COM NEW	903293405	77	2727	SH	DEFINED 5
			-----	-----		
			77	2727		
U S PHYSICAL THERAPY INC	COM	90337L108	65	2363	SH	DEFINED 5
			-----	-----		
			65	2363		
USA MOBILITY INC	COM	90341G103	208	17805	SH	DEFINED 5
			-----	-----		
			208	17805		

		FORM 13F						
PAGE 185 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
U S AIRWAYS GROUP INC	COM	90341W108	5	379	SH	DEFINED 5		
			-----	-----				
			5	379				
ULTA SALON COSMETCS & FRAG I	COM	90384S303	1831	18634	SH	DEFINED 5		
			-----	-----				
			1831	18634				
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	373	3954	SH	DEFINED 5		
			-----	-----				
			373	3954				

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UMPQUA HLDGS CORP	COM	904214103	3	254	SH	DEFINED	5
			-----	-----			
			3	254			
UNDER ARMOUR INC	CL A	904311107	6	132	SH	DEFINED	5
			-----	-----			
			6	132			
UNIFIRST CORP MASS	COM	904708104	15	200	SH	DEFINED	5
			-----	-----			
			15	200			
UNILEVER PLC	SPON ADR NEW	904767704	1382	35690	SH	DEFINED	5
			-----	-----			
			1382	35690			
UNILEVER N V	N Y SHS NEW	904784709	10031	261898	SH	DEFINED	5
			-----	-----			
			10031	261898			
UNION PAC CORP	COM	907818108	13773	109550	SH	DEFINED	5
			-----	-----			
			13773	109550			
UNITED BANKSHARES INC WEST V	COM	909907107	608	24999	SH	DEFINED	5
			-----	-----			
			608	24999			
UNITED CONTL HLDGS INC	COM	910047109	4	150	SH	DEFINED	5
			-----	-----			
			4	150			

				FORM 13F					
PAGE	186 OF	203	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
UNITED INS HLDGS CORP	COM	910710102	35	5835	SH	DEFINED	5		
			-----	-----					
			35	5835					
UNITED NAT FOODS INC	COM	911163103	1502	28032	SH	DEFINED	5		
			-----	-----					
			1502	28032					
UNITED ONLINE INC	COM	911268100	0	58	SH	DEFINED	5		
			-----	-----					
				58					
UNITED PARCEL SERVICE INC	CL B	911312106	13438	182254	SH	DEFINED	5		
			-----	-----					
			13438	182254					
UNITED RENTALS INC	COM	911363109	343	7541	SH	DEFINED	5		
			-----	-----					

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			343	7541		
UNITED STATES NATL GAS FUND	UNIT PAR \$0.00	912318201	3	165	SH	DEFINED 5
			-----	-----		
			3	165		
UNITED STATES STL CORP NEW	COM	912909108	129	5401	SH	DEFINED 5
			-----	-----		
			129	5401		
UNITED TECHNOLOGIES CORP	COM	913017109	74236	905205	SH	DEFINED 5
			-----	-----		
			74236	905205		
UNITED TECHNOLOGIES CORP	UNIT 99/99/999	913017117	100	1800	SH	DEFINED 5
			-----	-----		
			100	1800		
UNITED THERAPEUTICS CORP DEL	COM	91307C102	3	60	SH	DEFINED 5
			-----	-----		
			3	60		
UNITEDHEALTH GROUP INC	COM	91324P102	10213	188287	SH	DEFINED 5
			-----	-----		
			10213	188287		

		FORM 13F							
PAGE 187 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
UNITIL CORP	COM	913259107	314	12098	SH		DEFINED 5		
			-----	-----					
			314	12098					
UNIVERSAL ELECTRS INC	COM	913483103	1	39	SH		DEFINED 5		
			-----	-----					
			1	39					
UNIVERSAL FST PRODS INC	COM	913543104	175	4613	SH		DEFINED 5		
			-----	-----					
			175	4613					
UNIVERSAL HLTH SVCS INC	CL B	913903100	37	759	SH		DEFINED 5		
			-----	-----					
			37	759					
UNUM GROUP	COM	91529Y106	1800	86445	SH		DEFINED 5		
			-----	-----					
			1800	86445					
URANIUM ENERGY CORP	COM	916896103	3	1200	SH		DEFINED 5		
			-----	-----					
			3	1200					

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URBAN OUTFITTERS INC	COM	917047102	560	14223	SH	DEFINED	5
			-----	-----			
			560	14223			
US ECOLOGY INC	COM	91732J102	1	40	SH	DEFINED	5
			-----	-----			
			1	40			
VCA ANTECH INC	COM	918194101	594	28221	SH	DEFINED	5
			-----	-----			
			594	28221			
V F CORP	COM	918204108	15830	104855	SH	DEFINED	5
			-----	-----			
			15830	104855			
VOXX INTL CORP	CL A	91829F104	57	8502	SH	DEFINED	5
			-----	-----			
			57	8502			

				FORM 13F					
PAGE	188 OF	203	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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
VALEANT PHARMACEUTICALS INTL	COM	91911K102	2	41	SH	DEFINED	5		
			-----	-----					
			2	41					
VALE S A	ADR	91912E105	882	42091	SH	DEFINED	5		
			-----	-----					
			882	42091					
VALE S A	ADR REPSTG PFD	91912E204	112	5501	SH	DEFINED	5		
			-----	-----					
			112	5501					
VALERO ENERGY CORP NEW	COM	91913Y100	988	28947	SH	DEFINED	5		
			-----	-----					
			988	28947					
VALLEY NATL BANCORP	COM	919794107	7	800	SH	DEFINED	5		
			-----	-----					
			7	800					
VALMONT INDS INC	COM	920253101	34	250	SH	DEFINED	5		
			-----	-----					
			34	250					
VALSPAR CORP	COM	920355104	6051	96973	SH	DEFINED	5		
			-----	-----					
			6051	96973					
VALUECLICK INC	COM	92046N102	2615	134706	SH	DEFINED	5		
			-----	-----					

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				2615	134706		
VANGUARD SPECIALIZED PORTFOL	DIV APP ETF	921908844	36713	616297	SH	DEFINED	5
			-----	-----			
			36713	616297			
VANGUARD STAR FD	VG TL INTL STK	921909768	290	6170	SH	DEFINED	5
			-----	-----			
			290	6170			
VANGUARD WORLD FD	EXTENDED DUR	921910709	133	1150	SH	DEFINED	5
			-----	-----			
			133	1150			

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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
-----	-----	-----	-----	-----	-----	-----	-----
VANGUARD WORLD FD	MEGA VALUE 300	921910840	38	900	SH	DEFINED	5
			-----	-----			
			38	900			
VANGUARD WORLD FD	MEGA CAP INDEX	921910873	20	400	SH	DEFINED	5
			-----	-----			
			20	400			
VANGUARD BD INDEX FD INC	LONG TERM BOND	921937793	270	2879	SH	DEFINED	5
			-----	-----			
			270	2879			
VANGUARD BD INDEX FD INC	INTERMED TERM	921937819	12620	142998	SH	DEFINED	5
			-----	-----			
			12620	142998			
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	9604	118579	SH	DEFINED	5
			-----	-----			
			9604	118579			
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	32265	383972	SH	DEFINED	5
			-----	-----			
			32265	383972			
VANGUARD TAX MANAGED INTL FD	MSCI EAFE ETF	921943858	19178	544377	SH	DEFINED	5
			-----	-----			
			19178	544377			
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	3366	68171	SH	DEFINED	5
			-----	-----			
			3366	68171			
VANGUARD WORLD FDS	CONSUM DIS ETF	92204A108	120	1585	SH	DEFINED	5
			-----	-----			
			120	1585			

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VANGUARD WORLD FDS	CONSUM STP ETF	92204A207	801	9109	SH	DEFINED	5
			-----	-----			
			801	9109			
VANGUARD WORLD FDS	ENERGY ETF	92204A306	493	4825	SH	DEFINED	5
			-----	-----			
			493	4825			

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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 MA	
-----	-----	-----	-----	-----	-----	-----	-----	
VANGUARD WORLD FDS	FINANCIALS ETF	92204A405	154	4515	SH	DEFINED	5	
			-----	-----				
			154	4515				
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	189	2639	SH	DEFINED	5	
			-----	-----				
			189	2639				
VANGUARD WORLD FDS	INDUSTRIAL ETF	92204A603	433	6074	SH	DEFINED	5	
			-----	-----				
			433	6074				
VANGUARD WORLD FDS	INF TECH ETF	92204A702	885	12810	SH	DEFINED	5	
			-----	-----				
			885	12810				
VANGUARD WORLD FDS	MATERIALS ETF	92204A801	152	1809	SH	DEFINED	5	
			-----	-----				
			152	1809				
VANGUARD WORLD FDS	UTILITIES ETF	92204A876	2725	36195	SH	DEFINED	5	
			-----	-----				
			2725	36195				
VANGUARD WORLD FDS	TELCOMM ETF	92204A884	70	993	SH	DEFINED	5	
			-----	-----				
			70	993				
VANGUARD INTL EQUITY INDEX F	GLB EX US ETF	922042676	28	515	SH	DEFINED	5	
			-----	-----				
			28	515				
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	2612	57083	SH	DEFINED	5	
			-----	-----				
			2612	57083				
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT E	922042858	91608	2057223	SH	DEFINED	5	
			-----	-----				
			91608	2057223				
VANGUARD INTL EQUITY INDEX F	MSCI PAC ETF	922042866	11	215	SH	DEFINED	5	
			-----	-----				

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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	
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ET	922042874	37	765	SH		DEFINED	5	
			37	765					
VANGUARD NATURAL RESOURCES L	COM UNIT	92205F106	26	1000	SH		DEFINED	5	
			26	1000					
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	99	1228	SH		DEFINED	5	
			99	1228					
VANGUARD SCOTTSDALE FDS	INT-TERM CORP	92206C870	44	506	SH		DEFINED	5	
			44	506					
VANTIV INC	CL A	92210H105	5	250	SH		DEFINED	5	
			5	250					
VARIAN MED SYS INC	COM	92220P105	1002	14261	SH		DEFINED	5	
			1002	14261					
VECTREN CORP	COM	92240G101	7770	264277	SH		DEFINED	5	
			7770	264277					
VEECO INSTRS INC DEL	COM	922417100	27	924	SH		DEFINED	5	
			27	924					
VENTAS INC	COM	92276F100	2650	40949	SH		DEFINED	5	
			2650	40949					
VANGUARD INDEX FDS	S&P 500 ETF SH	922908413	543	8330	SH		DEFINED	5	
			543	8330					
VANGUARD INDEX FDS	MCAP VL IDXVIP	922908512	1775	30190	SH		DEFINED	5	
			1775	30190					

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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	
VANGUARD INDEX FDS	MCAP GR IDXVIP	922908538	1983	28912	SH		DEFINED	5	
			1983	28912					
VANGUARD INDEX FDS	REIT ETF	922908553	227109	3451504	SH		DEFINED	5	
			227109	3451504					
VANGUARD INDEX FDS	SML CP GRW ETF	922908595	2607	29283	SH		DEFINED	5	
			2607	29283					
VANGUARD INDEX FDS	SM CP VAL ETF	922908611	4526	62303	SH		DEFINED	5	
			4526	62303					
VANGUARD INDEX FDS	MID CAP ETF	922908629	24238	294011	SH		DEFINED	5	
			24238	294011					
VANGUARD INDEX FDS	LARGE CAP ETF	922908637	18022	276574	SH		DEFINED	5	
			18022	276574					
VANGUARD INDEX FDS	GROWTH ETF	922908736	10683	150091	SH		DEFINED	5	
			10683	150091					
VANGUARD INDEX FDS	VALUE ETF	922908744	9803	166718	SH		DEFINED	5	
			9803	166718					
VANGUARD INDEX FDS	SMALL CP ETF	922908751	16140	199500	SH		DEFINED	5	
			16140	199500					
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	10088	137657	SH		DEFINED	5	
			10088	137657					
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	8	614	SH		DEFINED	5	
			8	614					

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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	

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VERISIGN INC	SDCV	3.250% 8	92343EAD4	631	5000	SH	DEFINED	5
				631	5000			
VERISIGN INC	COM		92343E102	64	1656	SH	DEFINED	5
				64	1656			
VERIZON COMMUNICATIONS INC	COM		92343V104	41581	960966	SH	DEFINED	5
				41581	960966			
VERINT SYS INC	COM		92343X100	115	3909	SH	DEFINED	5
				115	3909			
VERISK ANALYTICS INC	CL A		92345Y106	9	178	SH	DEFINED	5
				9	178			
VERTEX PHARMACEUTICALS INC	COM		92532F100	43	1024	SH	DEFINED	5
				43	1024			
VIACOM INC NEW	CL B		92553P201	3173	60169	SH	DEFINED	5
				3173	60169			
VICAL INC	COM		925602104	0	100	SH	DEFINED	5
					100			
VIEWPOINT FINL GROUP INC MD	COM		92672A101	294	14047	SH	DEFINED	5
				294	14047			
VIRGIN MEDIA INC	COM		92769L101	77	2095	SH	DEFINED	5
				77	2095			
VIROPHARMA INC	COM		928241108	14	600	SH	DEFINED	5
				14	600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
VISA INC	COM CL A	92826C839	2720	17945	SH	DEFINED	5		
			2720	17945					

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VITAMIN SHOPPE INC	COM	92849E101	3	46	SH	DEFINED	5
			-----	-----			
			3	46			
VITRAN CORP INC	COM	92850E107	44	9009	SH	DEFINED	5
			-----	-----			
			44	9009			
VIVUS INC	COM	928551100	3	233	SH	DEFINED	5
			-----	-----			
			3	233			
VMWARE INC	CL A COM	928563402	14	147	SH	DEFINED	5
			-----	-----			
			14	147			
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	8002	317679	SH	DEFINED	5
			-----	-----			
			8002	317679			
VORNADO RLTY TR	SH BEN INT	929042109	759	9484	SH	DEFINED	5
			-----	-----			
			759	9484			
VULCAN MATLS CO	COM	929160109	225	4322	SH	DEFINED	5
			-----	-----			
			225	4322			
W & T OFFSHORE INC	COM	92922P106	305	19021	SH	DEFINED	5
			-----	-----			
			305	19021			
WD-40 CO	COM	929236107	25	525	SH	DEFINED	5
			-----	-----			
			25	525			
WGL HLDGS INC	COM	92924F106	116	2950	SH	DEFINED	5
			-----	-----			
			116	2950			

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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/ INVSTMT	DSCRETN	O	MA
			-----	-----	-----	-----	-----		
WABCO HLDGS INC	COM	92927K102	7	108	SH	DEFINED	5		
			-----	-----					
			7	108					
WMS INDS INC	COM	929297109	339	19365	SH	DEFINED	5		
			-----	-----					
			339	19365					
WSFS FINL CORP	COM	929328102	77	1817	SH	DEFINED	5		
			-----	-----					

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			77	1817			
W P CAREY INC	COM	92936U109	75	1438	SH	DEFINED	5
			-----	-----			
			75	1438			
WABTEC CORP	COM	929740108	613	7004	SH	DEFINED	5
			-----	-----			
			613	7004			
WADDELL & REED FINL INC	CL A	930059100	165	4748	SH	DEFINED	5
			-----	-----			
			165	4748			
WAL-MART STORES INC	COM	931142103	43127	632087	SH	DEFINED	5
			-----	-----			
			43127	632087			
WALGREEN CO	COM	931422109	28534	770991	SH	DEFINED	5
			-----	-----			
			28534	770991			
WALTER ENERGY INC	COM	93317Q105	4528	126190	SH	DEFINED	5
			-----	-----			
			4528	126190			
WASHINGTON FED INC	COM	938824109	11	643	SH	DEFINED	5
			-----	-----			
			11	643			
WASHINGTON POST CO	CL B	939640108	2	5	SH	DEFINED	5
			-----	-----			
			2	5			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	2112	80768	SH	DEFINED	5	
			-----	-----				
			2112	80768				
WASHINGTON TR BANCORP	COM	940610108	85	3244	SH	DEFINED	5	
			-----	-----				
			85	3244				
WASTE CONNECTIONS INC	COM	941053100	2	52	SH	DEFINED	5	
			-----	-----				
			2	52				
WASTE MGMT INC DEL	COM	94106L109	3007	89115	SH	DEFINED	5	
			-----	-----				
			3007	89115				

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WATERS CORP	COM	941848103	78	893	SH	DEFINED	5
			-----	-----			
			78	893			
WAUSAU PAPER CORP	COM	943315101	22	2500	SH	DEFINED	5
			-----	-----			
			22	2500			
WEB COM GROUP INC	COM	94733A104	0	32	SH	DEFINED	5
			-----	-----			
				32			
WEBSense INC	COM	947684106	3	200	SH	DEFINED	5
			-----	-----			
			3	200			
WEBMD HEALTH CORP	COM	94770V102	3	200	SH	DEFINED	5
			-----	-----			
			3	200			
WEINGARTEN RLTY INVS	SH BEN INT	948741103	2289	85499	SH	DEFINED	5
			-----	-----			
			2289	85499			
WELLCARE HEALTH PLANS INC	COM	94946T106	1	27	SH	DEFINED	5
			-----	-----			
			1	27			

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PAGE 197 OF 203		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	
-----	-----	-----	-----	-----	-----	-----	-----	
WELLPOINT INC	COM	94973V107	2660	43664	SH	DEFINED	5	
			-----	-----				
			2660	43664				
WELLS FARGO & CO NEW	COM	949746101	74436	2177761	SH	DEFINED	5	
			-----	-----				
			74436	2177761				
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	12	10	SH	DEFINED	5	
			-----	-----				
			12	10				
WELLS FARGO ADVANTAGE INCOME	COM SHS	94987B105	14	1400	SH	DEFINED	5	
			-----	-----				
			14	1400				
WENDYS CO	COM	95058W100	10	2125	SH	DEFINED	5	
			-----	-----				
			10	2125				
WERNER ENTERPRISES INC	COM	950755108	65	3000	SH	DEFINED	5	
			-----	-----				

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				65	3000		
WESBANCO INC	COM	950810101	52	2333	SH	DEFINED	5
			-----	-----			
			52	2333			
WESCO INTL INC	COM	95082P105	27	402	SH	DEFINED	5
			-----	-----			
			27	402			
WEST PHARMACEUTICAL SVSC INC	COM	955306105	2	35	SH	DEFINED	5
			-----	-----			
			2	35			
WESTAR ENERGY INC	COM	95709T100	3	107	SH	DEFINED	5
			-----	-----			
			3	107			
WESTELL TECHNOLOGIES INC	CL A	957541105	77	41458	SH	DEFINED	5
			-----	-----			
			77	41458			

			FORM 13F						
PAGE 198 OF 203			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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
WESTERN ASSET EMRG MKT INCM	COM	95766E103	4	283	SH		DEFINED	5	
			-----	-----					
			4	283					
WESTERN ASSET HIGH INCM FD I	COM	95766J102	6	595	SH		DEFINED	5	
			-----	-----					
			6	595					
WESTERN ASSET MGD HI INCM FD	COM	95766L107	2	300	SH		DEFINED	5	
			-----	-----					
			2	300					
WESTERN ASST MNGD MUN FD INC	COM	95766M105	77	5351	SH		DEFINED	5	
			-----	-----					
			77	5351					
WESTERN ASSET MUN HI INCM FD	COM	95766N103	13	1662	SH		DEFINED	5	
			-----	-----					
			13	1662					
WESTERN ASSET CLYM INFL OPP	COM	95766R104	19	1410	SH		DEFINED	5	
			-----	-----					
			19	1410					
WESTERN ASSET INVT GRADE DEF	COM	95790A101	115	5000	SH		DEFINED	5	
			-----	-----					
			115	5000					

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WESTERN DIGITAL CORP	COM	958102105	67	1584	SH	DEFINED	5
			-----	-----			
			67	1584			
WESTERN GAS PARTNERS LP	COM UNIT LP IN	958254104	48	1000	SH	DEFINED	5
			-----	-----			
			48	1000			
WESTERN UN CO	COM	959802109	217	15980	SH	DEFINED	5
			-----	-----			
			217	15980			
WESTFIELD FINANCIAL INC NEW	COM	96008P104	14	2000	SH	DEFINED	5
			-----	-----			
			14	2000			

		FORM 13F						
PAGE 199 OF 203		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
-----	-----	-----	-----	-----	-----	-----	-----	-----
WESTPAC BKG CORP	SPONSORED ADR	961214301	23	168	SH	DEFINED	5	
			-----	-----				
			23	168				
WEX INC	COM	96208T104	1	19	SH	DEFINED	5	
			-----	-----				
			1	19				
WEYERHAEUSER CO	COM	962166104	911	32743	SH	DEFINED	5	
			-----	-----				
			911	32743				
WHIRLPOOL CORP	COM	963320106	2697	26510	SH	DEFINED	5	
			-----	-----				
			2697	26510				
WHITING PETE CORP NEW	COM	966387102	1047	24137	SH	DEFINED	5	
			-----	-----				
			1047	24137				
WHOLE FOODS MKT INC	COM	966837106	1005	11023	SH	DEFINED	5	
			-----	-----				
			1005	11023				
WILEY JOHN & SONS INC	CL A	968223206	6	149	SH	DEFINED	5	
			-----	-----				
			6	149				
WILLIAMS COS INC DEL	COM	969457100	9938	303544	SH	DEFINED	5	
			-----	-----				
			9938	303544				
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	10	200	SH	DEFINED	5	
			-----	-----				

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			10	200		
WINDSTREAM CORP	COM	97381W104	7717	932016	SH	DEFINED 5
			-----	-----		
			7717	932016		
WISCONSIN ENERGY CORP	COM	976657106	11315	307065	SH	DEFINED 5
			-----	-----		
			11315	307065		

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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	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
WISDOMTREE INVTS INC	COM	97717P104	1	100	SH	DEFINED 5		
			-----	-----				
			1	100				
WISDOMTREE TRUST	FUTRE STRAT FD	97717W125	46	1146	SH	DEFINED 5		
			-----	-----				
			46	1146				
WISDOMTREE TRUST	AUST NEW ZEAL	97717W216	23	1000	SH	DEFINED 5		
			-----	-----				
			23	1000				
WISDOMTREE TRUST	EMG MKTS SMCAP	97717W281	5711	115517	SH	DEFINED 5		
			-----	-----				
			5711	115517				
WISDOMTREE TRUST	MIDCAP DIVI FD	97717W505	6	112	SH	DEFINED 5		
			-----	-----				
			6	112				
WISDOMTREE TRUST	SMALLCAP DIVID	97717W604	38	745	SH	DEFINED 5		
			-----	-----				
			38	745				
WISDOMTREE TRUST	DEFA FD	97717W703	42	900	SH	DEFINED 5		
			-----	-----				
			42	900				
WISDOMTREE TRUST	INTL SMCAP DIV	97717W760	5	101	SH	DEFINED 5		
			-----	-----				
			5	101				
WISDOMTREE TRUST	DEFA EQT INC E	97717W802	11797	291782	SH	DEFINED 5		
			-----	-----				
			11797	291782				
WISDOMTREE TRUST	AUSTRALIA DIV	97717W810	13	223	SH	DEFINED 5		
			-----	-----				
			13	223				

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WISDOMTREE TRUST	JP SMALLCP DIV	97717W836	17	400	SH	DEFINED	5
			-----	-----			
			17	400			

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PAGE 201 OF 203		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 MA	
-----	-----	-----	-----	-----	-----	-----	-----	
WISDOMTREE TRUST	JAPN HEDGE EQT	97717W851	18	500	SH	DEFINED	5	
			-----	-----				
			18	500				
WISDOMTREE TR	ASIA LC DBT FD	97717X842	89	1700	SH	DEFINED	5	
			-----	-----				
			89	1700				
WISDOMTREE TR	EM LCL DEBT FD	97717X867	27	500	SH	DEFINED	5	
			-----	-----				
			27	500				
WOLVERINE WORLD WIDE INC	COM	978097103	535	13050	SH	DEFINED	5	
			-----	-----				
			535	13050				
WOODWARD INC	COM	980745103	101	2661	SH	DEFINED	5	
			-----	-----				
			101	2661				
WORKDAY INC	CL A	98138H101	1	21	SH	DEFINED	5	
			-----	-----				
			1	21				
WORLD FUEL SVCS CORP	COM	981475106	2269	55111	SH	DEFINED	5	
			-----	-----				
			2269	55111				
WORTHINGTON INDS INC	COM	981811102	162	6233	SH	DEFINED	5	
			-----	-----				
			162	6233				
WPX ENERGY INC	COM	98212B103	38	2544	SH	DEFINED	5	
			-----	-----				
			38	2544				
WYNDHAM WORLDWIDE CORP	COM	98310W108	2104	39540	SH	DEFINED	5	
			-----	-----				
			2104	39540				
WYNN RESORTS LTD	COM	983134107	104	926	SH	DEFINED	5	
			-----	-----				
			104	926				

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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	INVTMT DSCRETN	O MA	
XPO LOGISTICS INC	COM	983793100	54	3108	SH		DEFINED	5	
			54	3108					
XCEL ENERGY INC	COM	98389B100	1984	74269	SH		DEFINED	5	
			1984	74269					
XILINX INC	COM	983919101	3078	85824	SH		DEFINED	5	
			3078	85824					
XEROX CORP	COM	984121103	45	6625	SH		DEFINED	5	
			45	6625					
XYLEM INC	COM	98419M100	114	4208	SH		DEFINED	5	
			114	4208					
YRC WORLDWIDE INC	COM PAR \$.01	984249607	0	4	SH		DEFINED	5	
				4					
YAHOO INC	COM	984332106	1771	88999	SH		DEFINED	5	
			1771	88999					
YAMANA GOLD INC	COM	98462Y100	64	3708	SH		DEFINED	5	
			64	3708					
YUM BRANDS INC	COM	988498101	44540	670780	SH		DEFINED	5	
			44540	670780					
ZEBRA TECHNOLOGIES CORP	CL A	989207105	6	150	SH		DEFINED	5	
			6	150					
ZEP INC	COM	98944B108	114	7910	SH		DEFINED	5	
			114	7910					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA
ZILLOW INC	CL A	98954A107	0	16	SH		DEFINED	5
			-----	-----				
				16				
ZIMMER HLDGS INC	COM	98956P102	4432	66489	SH		DEFINED	5
			-----	-----				
			4432	66489				
ZIONS BANCORPORATION	COM	989701107	180	8417	SH		DEFINED	5
			-----	-----				
			180	8417				
ZWEIG FD	COM NEW	989834205	12	1000	SH		DEFINED	5
			-----	-----				
			12	1000				
ZYNGA INC	CL A	98986T108	1	500	SH		DEFINED	5
			-----	-----				
			1	500				
	GRAND TOTAL		8989608	TOTAL ENTRIES				2227