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INTEL CORP
Form 13F-HR
November 14, 2001

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30,
2001

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

Institutional Investment Manager Filing this Report:

Intel Corporation
2200 Mission College Boulevard
Santa Clara, CA 95052-8119

Form 13F File Number: 28-5160

Person Signing this Report on Behalf of Reporting Manager:

Arvind Sodhani, Vice President and Treasurer (408) 765-1240

ATTENTION--Intentional misstatements or omissions of facts
constitute Federal Criminal Violations. See 18 U.S.C. 1001 and
15 U.S.C. 78ff(a)

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.

Signature, Place and Date of Signing:

/S/Arvind Sodhani Santa Clara, California November 14, 2001

Report Type (Check only one):

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

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Form 13F SUMMARY PAGE

REPORTING MANAGER: INTEL CORPORATION

Report Summary:

Number of Other Included Managers: -3-
 Form 13F Information Table Entry Total: 535
 Form 13F Information Table Value Total: \$3,112,322

*Confidential Treatment Requested: Confidential information has been omitted from this Form 13F and filed separately with the Commission.

List of Other Included Managers:

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

1. MORGAN STANLEY DEAN WITTER & CO., File No: 28-3432
2. HEWLETT PACKARD & CO. INC., File No: 28-2187
3. INTEL PACIFIC, INC., File No: Not yet assigned

Note: items marked with "***" on Information Table reflect shares held in the Intel 64 Fund LLC, with Manager 1's and Manager 2's indirect pro rata interest reported separately. All fund investors participating in this investment (including Manager 1, Manager 2 and the Reporting Person) share investment discretion and voting authority over the combined shares shown as Shared-Other. Manager 1 and Manager 2 have informed the Reporting Person that they are required to file Forms 13F for fund holdings. The remaining fund investors have informed the reporting person that they are not separately required to file reports on Form 13F.

9/30/01

FORM 13F INFORMATION TABLE
 REPORTING MANAGER: INTEL CORPORATION

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE (000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: SH INVESTMENT PR DISCRETION N	ITEM 7: MANAGE
ABBOTT LABS	COM	002824100	25,019	482,534	SH SOLE	
ADC TELECOMMUNICATIONS INC	COM	000886101	850	243,500	SH SOLE	
ADOBE SYS INC	COM	00724F101	1,789	74,600	SH SOLE	

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ADVANCED MICRO DEVICES INC	COM	007903107	873	107,158	SH SOLE
AES CORP	COM	00130H105	2,126	165,800	SH SOLE
AETNA INC NEW	COM	00817Y108	1,281	44,345	SH SOLE
AFLAC INC	COM	001055102	4,423	163,800	SH SOLE
AGILENT TECHNOLOGIES INC	COM	00846U101	2,782	142,323	SH SOLE
AIR PRODS & CHEMS INC	COM	009158106	2,739	71,000	SH SOLE
ALBERTO CULVER CO	CL B CONV	013068101	684	17,600	SH SOLE
ALBERTSONS INC	COM	013104104	4,021	126,141	SH SOLE
ALCAN INC	COM	013716105	2,983	99,449	SH SOLE
ALCOA INC	COM	013817101	8,338	268,892	SH SOLE
ALLEGHENY ENERGY INC	COM	017361106	1,424	38,800	SH SOLE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	333	24,964	SH SOLE
ALLERGAN INC	COM	018490102	2,718	41,000	SH SOLE
ALLIED WASTE INDS INC	NEW COM	019589308	784	61,500	SH SOLE
ALLSTATE CORP	COM PAR	020002101	8,428	225,660	SH SOLE
	\$.01 NEW				
ALLTEL CORP	COM	020039103	5,650	97,500	SH SOLE

Fair Market Value

77,245

ALTERA CORP	COM	021441100	1,986	120,500	SH SOLE
AMBAC FINANCIAL GROUP INC	COM	023139108	1,805	33,000	SH SOLE
AMERADA HESS CORP	COM	023551104	1,765	27,800	SH SOLE
AMEREN CORP	COM	023608102	1,638	42,650	SH SOLE
AMERICAN ELEC PWR INC	COM	025537101	4,337	100,332	SH SOLE
AMERICAN EXPRESS CO	COM	025816109	11,978	412,184	SH SOLE
AMERICAN GREETINGS CORP	CL A	026375105	263	19,845	SH SOLE
AMERICAN HOME PRODS CORP	COM	026609107	23,850	409,436	SH SOLE
AMERICAN INTL GROUP INC	COM	026874107	63,672	816,306	SH SOLE
AMERICAN PWR CONVERSION CORP	COM	029066107	710	60,800	SH SOLE
AMERICAN TOWER CORP	CL A	029912201	205	14,743	SH SOLE
AMGEN INC	COM	031162100	19,091	324,900	SH SOLE
AMR CORP	COM	001765106	917	47,900	SH SOLE
AMSOUTH BANCORPORATION	COM	032165102	2,085	115,400	SH SOLE
ANADARKO PETE CORP	COM	032511107	3,754	78,076	SH SOLE
ANALOG DEVICES INC	COM	032654105	3,669	112,200	SH SOLE
ANDREW CORP	COM	034425108	462	25,425	SH SOLE
ANHEUSER BUSCH COS INC	COM	035229103	11,710	279,600	SH SOLE
AOL TIME WARNER INC	COM	00184A105	45,689	1,380,346	SH SOLE
AON CORP	COM	037389103	3,427	81,590	SH SOLE
APACHE CORP	COM	037411105	1,681	39,100	SH SOLE
APPLE COMPUTER INC	COM	037833100	1,687	108,800	SH SOLE
APPLERA CORP	COM	038020103	1,606	65,800	SH SOLE
APPLIED MATLS INC	COM	038222105	7,204	253,300	SH SOLE
APPLIED MICRO CIRCUITS CORP	COM	03822W109	655	93,700	SH SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	2,603	206,736	SH SOLE
ASHLAND INC	COM	044204105	837	21,700	SH SOLE
ASIACONTENT.COM LTD	SHS CL A	G05354116	505	561,134	SH DEFINED
	NEW				
ASIAINFO HOLDINGS INC	COM	04518A104	8,085	680,000	SH DEFINED
AT&T CORP	COM	001957109	20,747	1,074,972	SH SOLE
AT&T WIRELESS SVCS INC	COM	00209A106	11,776	788,243	SH SOLE
AUTODESK INC	COM	052769106	542	16,900	SH SOLE
AUTOMATIC DATA PROCESSING INC	COM	053015103	9,145	194,402	SH SOLE
AUTOZONE INC	COM	053332102	1,805	34,800	SH SOLE

FAIR MARKET VALUE

271,891

AVAYA INC	COM	053499109	875	88,336	SH SOLE
AVERY DENNISON CORP	COM	053611109	1,627	34,400	SH SOLE

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AVON PRODS INC	COM	054303102	3,419	73,914	SH SOLE
BAKER HUGHES INC	COM	057224107	3,029	104,630	SH SOLE
BALL CORP	COM	058498106	509	8,500	SH SOLE
BANK NEW YORK INC	COM	064057102	8,019	229,104	SH SOLE
BANK OF AMERICA CORPORATION	COM	060505104	29,163	499,363	SH SOLE
BANK ONE CORP	COM	06423A103	11,428	363,138	SH SOLE
BARD C R INC	COM	067383109	812	15,800	SH SOLE
BARRICK GOLD CORP	COM	067901108	2,141	123,400	SH SOLE
BAUSCH & LOMB INC	COM	071707103	475	16,800	SH SOLE
BAXTER INTL INC	COM	071813109	10,159	184,540	SH SOLE
BB&T CORP	COM	054937107	4,644	127,400	SH SOLE
BEAR STEARNS COS INC	COM	073902108	1,638	32,761	SH SOLE
BECTON DICKINSON & CO	COM	075887109	2,967	80,200	SH SOLE
BED BATH & BEYOND INC	COM	075896100	2,289	89,900	SH SOLE
BELLSOUTH CORP	COM	079860102	24,259	583,844	SH SOLE
BEMIS INC	COM	081437105	654	16,400	SH SOLE
BEST BUY INC	COM	086516101	2,963	65,200	SH SOLE
BIG LOTS INC	COM	089302103	293	35,400	SH SOLE
BIOGEN INC	COM	090597105	2,579	46,400	SH SOLE
BIOMET INC	COM	090613100	2,445	83,600	SH SOLE
BLACK & DECKER CORP	COM	091797100	789	25,300	SH SOLE
BLOCK H & R INC	COM	093671105	2,190	56,800	SH SOLE
BMC SOFTWARE INC	COM	055921100	964	75,900	SH SOLE
BOEING CO	COM	097023105	9,104	271,761	SH SOLE
BOISE CASCADE CORP	COM	097383103	527	17,855	SH SOLE
BOSTON SCIENTIFIC CORP	COM	101137107	2,565	125,104	SH SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	33,641	605,484	SH SOLE
BROADCOM CORP	CL A	111320107	1,646	81,100	SH SOLE
BROADVISION INC	COM	111412102	73	79,800	SH SOLE
BROWN FORMAN CORP	CL B	115637209	1,352	21,400	SH SOLE
BRUNSWICK CORP	COM	117043109	448	27,200	SH SOLE
BURLINGTON NORTH SANTA FE CP	COM	12189T104	3,265	122,073	SH SOLE
BURLINGTON RES INC	COM	122014103	2,254	65,880	SH SOLE

FAIR MARKET VALUE

175,205

CADENCE DESIGN SYSTEMS INC	COM	127387108	415	24,901	SH SOLE
CALPINE CORP	COM	131347106	2,121	93,000	SH SOLE
CAMPBELL SOUP CO	COM	134429109	3,562	127,200	SH SOLE
CAPITAL ONE FINL CORP	COM	14040H105	2,987	64,900	SH SOLE
CARDINAL HEALTH INC	COM	14149Y108	10,275	138,950	SH SOLE
CARNIVAL CORP	COM	143658102	4,010	182,100	SH SOLE
CATERPILLAR INC DEL	COM	149123101	4,791	106,944	SH SOLE
CENDANT CORP	COM	151313103	3,396	265,336	SH SOLE
CENTEX CORP	COM	152312104	624	18,500	SH SOLE
CENTURYTEL INC	COM	156700106	1,471	43,900	SH SOLE
CHARTER ONE FINL INC	COM	160903100	1,907	67,573	SH SOLE
CHEVRON CORP	COM	166751107	16,942	199,900	SH SOLE
CHIRON CORP	COM	170040109	2,625	59,100	SH SOLE
CHUBB CORP	COM	171232101	3,897	54,577	SH SOLE
CIGNA CORP	COM	125509109	3,874	46,700	SH SOLE
CINCINNATI FINL CORP	COM	172062101	2,081	50,000	SH SOLE
CINERGY CORP	COM	172474108	1,531	49,600	SH SOLE
CINTAS CORP	COM	172908105	2,124	52,700	SH SOLE
CIRCUIT CITY STORE INC	CIRCUIT CITY GRP	172737108	778	64,800	SH SOLE
CISCO SYS INC	COM	17275R102	28,149	2,311,101	SH SOLE
CITIGROUP INC	COM	172967101	63,448	1,566,610	SH SOLE
CITIZENS COMMUNICATIONS CO	COM	17453B101	836	88,900	SH SOLE
CITRIX SYS INC	COM	177376100	1,140	57,600	SH SOLE
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	7,278	183,100	SH SOLE

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CLOROX CO DEL	COM	189054109	2,727	73,700	SH SOLE
CMS ENERGY CORP	COM	125896100	822	41,100	SH SOLE
COCA COLA CO	COM	191216100	36,304	774,904	SH SOLE
COCA COLA ENTERPRISES INC	COM	191219104	2,128	138,700	SH SOLE
COLGATE PALMOLIVE CO	COM	194162103	10,182	174,800	SH SOLE
COMCAST CORP	CL A SPL	200300200	10,560	294,400	SH SOLE
COMERICA INC	COM	200340107	3,078	55,567	SH SOLE
COMPAQ COMPUTER CORP	COM	204493100	4,373	526,200	SH SOLE
COMPUTER ASSOC INTL INC	COM	204912109	4,624	179,625	SH SOLE

FAIR MARKET VALUE 245,060

COMPUTER SCIENCES CORP	COM	205363104	1,745	52,600	SH SOLE
COMPUWARE CORP	COM	205638109	955	114,600	SH SOLE
COMVERSE TECHNOLOGY INC	COM PAR	205862402	1,098	53,600	SH SOLE

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CONAGRA FOODS INC	COM	205887102	3,756	167,314	SH SOLE
CONCORD EFS INC	COM	206197105	3,671	75,000	SH SOLE
CONEXANT SYSTEMS INC	COM	207142100	639	77,000	SH SOLE
CONOCO INC	CL B	208251405	4,931	194,600	SH SOLE
CONSECO INC	COM	208464107	764	105,245	SH SOLE
CONSOLIDATED EDISON INC	COM	209115104	2,688	66,000	SH SOLE
CONSTELLATION ENERGY GROUP INC	CL A	210371100	1,234	51,000	SH SOLE
CONVERA CORP	COM	211919105	66,533	27,156,422	SH SOLE
CONVERGYS CORP	COM	212485106	1,479	53,300	SH SOLE
COOPER INDS INC	COM	216669101	1,211	29,200	SH SOLE
COOPER TIRE & RUBR CO	COM	216831107	320	22,500	SH SOLE
COORS ADOLPH CO	CL B	217016104	518	11,500	SH SOLE
CORNING INC	COM	219350105	2,556	289,800	SH SOLE
COSTCO WHSL CORP NEW	COM	22160K105	4,986	140,200	SH SOLE
COUNTRYWIDE CR INDS INC DEL	COM	222372104	1,621	36,900	SH SOLE
CRANE CO	COM	224399105	408	18,600	SH SOLE
CROSSROADS SYSTEMS INC	COM	22765D100	3,370	1,021,146	SH SOLE
CROSSWORLDS SOFTWARE INC	COM	22769P109	793	333,333	SH SOLE
CSX CORP	COM	126408103	2,095	66,500	SH SOLE
CUMMINS INC	COM	231021106	422	12,800	SH SOLE
CVS CORP	COM	126650100	4,067	122,500	SH SOLE
DANA CORP	COM	235811106	718	46,010	SH SOLE
DANAHER CORP DEL	COM	235851102	2,095	44,400	SH SOLE
DARDEN RESTAURANTS INC	COM	237194105	963	36,700	SH SOLE
DEERE & CO	COM	244199105	2,749	73,100	SH SOLE
DELL COMPUTER CORP	COM	247025109	15,015	810,300	SH SOLE
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	2,049	174,375	SH SOLE
DELTA AIR LINES INC DEL	COM	247361108	1,009	38,300	SH SOLE
DELUXE CORP	COM	248019101	760	22,000	SH SOLE
DEVON ENERGY CORP NEW	COM	25179M103	1,390	40,400	SH SOLE

FAIR MARKET VALUE 138,608

DILLARDS INC	CL A	254067101	349	26,500	SH SOLE
DISNEY WALT CO	COM	254687106	12,122	651,042	SH SOLE
	DISNEY				
DOLLAR GEN CORP	COM	256669102	1,206	103,111	SH SOLE
DOMINION RES INC VA NEW	COM	25746U109	4,569	76,984	SH SOLE
DONNELLEY R R & SONS CO	COM	257867101	987	36,500	SH SOLE
DOVER CORP	COM	260003108	1,906	63,300	SH SOLE
DOW CHEM CO	COM	260543103	9,158	279,559	SH SOLE
DOW JONES & CO INC	COM	260561105	1,222	26,900	SH SOLE

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DTE ENERGY CO	COM	233331107	2,213	51,400	SH SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	12,186	324,794	SH SOLE
DUKE ENERGY CORP	COM	264399106	9,099	240,394	SH SOLE
DYNEGY INC NEW	CL A	26816Q101	3,517	101,500	SH SOLE
EASTMAN CHEM CO	COM	277432100	862	23,946	SH SOLE
EASTMAN KODAK CO	COM	277461109	2,938	90,331	SH SOLE
EATON CORP	COM	278058102	1,273	21,500	SH SOLE
ECOLAB INC	COM	278865100	1,442	39,700	SH SOLE
EDISON INTL	COM	281020107	1,336	101,500	SH SOLE
EL PASO CORP	COM	28336L109	6,589	158,580	SH SOLE
ELECTRONIC DATA SYS NEW	COM	285661104	8,395	145,800	SH SOLE
EMC CORP MASS	COM	268648102	8,078	687,506	SH SOLE
EMERSON ELEC CO	COM	291011104	6,283	133,500	SH SOLE
EMULEX CORPORATION	COM NEW	292475209	742	78,016	SH SOLE
ENGAGE INC	COM	292827102	4	17,919	SH SOLE
ENGELHARD CORP	COM	292845104	940	40,700	SH SOLE
ENRON CORP	COM	293561106	6,330	232,472	SH SOLE
ENTERASYS NETWORKS INC	COM	293637104	355	55,100	SH SOLE
ENTERGY CORP NEW	COM	29364G103	2,447	68,800	SH SOLE
EOG RES INC	COM	26875P101	1,044	36,100	SH SOLE
EQUIFAX INC	COM	294429105	977	44,600	SH SOLE
ESOFT INC	COM	296904105	226	266,403	SH SOLE
EXELON CORP	COM	30161N101	4,455	99,887	SH SOLE
EXXON MOBIL CORP	COM	30231G102	84,695	2,149,618	SH SOLE
FEDERAL NATL MTG ASSN	COM	313586109	24,955	311,700	SH SOLE
FEDERATED DEPT STORES INC DEL	COM	31410H101	1,734	61,502	SH SOLE

FAIR MARKET VALUE

224,634

FEDEX CORP	COM	31428X106	3,518	95,740	SH SOLE
FIFTH THIRD BANCORP	COM	316773100	11,022	179,273	SH SOLE
FIRST DATA CORP	COM	319963104	7,114	122,100	SH SOLE
FIRSTENERGY CORP	COM	337932107	2,509	69,800	SH SOLE
FISERV INC	COM	337738108	1,979	58,000	SH SOLE
FLEETBOSTON FINL CORP	COM	339030108	12,245	337,321	SH SOLE
FLUOR CORP NEW	COM	343412102	951	24,700	SH SOLE
FMC CORP	COM NEW	302491303	475	9,700	SH SOLE
FORD MTR CO DEL	COM PAR	345370860	9,890	570,043	SH SOLE

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FOREST LABS INC	COM	345838106	3,960	54,900	SH SOLE
FORTUNE BRANDS INC	COM	349631101	1,594	47,576	SH SOLE
FPL GROUP INC	COM	302571104	2,931	54,735	SH SOLE
FRANKLIN RES INC	COM	354613101	2,857	82,400	SH SOLE
FEDERAL HOME LN MTG CORP	COM	313400301	14,029	215,832	SH SOLE
FREPORT MCMORAN COPPER & GOLD	CL B	35671D857	493	44,880	SH SOLE
GANNETT INC	COM	364730101	4,953	82,400	SH SOLE
GAP INC DEL	COM	364760108	3,200	267,774	SH SOLE
GATEWAY INC	COM	367626108	548	100,600	SH SOLE
GENERAL DYNAMICS CORP	COM	369550108	5,529	62,600	SH SOLE
GENERAL ELEC CO	COM	369604103	115,118	3,094,580	SH SOLE
GENERAL MLS INC	COM	370334104	4,036	88,700	SH SOLE
GENERAL MTRS CORP	COM	370442105	7,330	170,870	SH SOLE
GENUINE PARTS CO	COM	372460105	1,706	53,550	SH SOLE
GEORGIA PAC CORP	COM	373298108	2,024	70,306	SH SOLE
GILLETTE CO COM	COM	375766102	9,792	328,600	SH SOLE
GLOBAL CROSSING LTD	COM	G3921A100	497	276,195	SH SOLE
GOLDEN WEST FINL CORP DEL	COM	381317106	2,876	49,500	SH SOLE
GOODRICH CORP	COM	382388106	629	32,300	SH SOLE
GOODYEAR TIRE & RUBR CO	COM	382550101	912	49,500	SH SOLE
GPU INC	COM	36225X100	1,505	37,300	SH SOLE
GRAINGER W W INC	COM	384802104	1,150	29,600	SH SOLE

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GREAT LAKES CHEM CORP	COM	390568103	345	15,600	SH SOLE
GUIDANT CORP	COM	401698105	3,684	95,700	SH SOLE
HALLIBURTON CO	COM	406216101	3,014	133,650	SH SOLE

FAIR MARKET VALUE 244,415

HANCOCK JOHN FINL SVCS INC	COM	410148106	3,835	96,000	SH SOLE
HARLEY DAVIDSON INC	COM	412822108	3,815	94,200	SH SOLE
HARRAHS ENTMT INC	COM	413619107	985	36,450	SH SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	4,337	73,836	SH SOLE
HASBRO INC	COM	418056107	751	53,650	SH SOLE
HCA INC	COM	404119109	7,424	167,550	SH SOLE
HEALTHSOUTH CORP	COM	421924101	1,974	121,400	SH SOLE
HEINZ H J CO	COM	423074103	4,577	108,600	SH SOLE
HERCULES INC	COM	427056106	277	33,604	SH SOLE
HERSHEY FOODS CORP	COM	427866108	2,778	42,500	SH SOLE
HEWLETT PACKARD CO	COM	428236103	9,742	605,276	SH SOLE
HILTON HOTELS CORP	COM	432848109	902	114,900	SH SOLE
HOME DEPOT INC	COM	437076102	27,897	727,050	SH SOLE
HOMESTAKE MNG CO	COM	437614100	763	82,004	SH SOLE
HONEYWELL INTL INC	COM	438516106	6,657	252,144	SH SOLE
HOUSEHOLD INTL INC	COM	441815107	8,150	144,548	SH SOLE
HUMANA INC	COM	444859102	638	52,900	SH SOLE
HUNTINGTON BANCSHARES INC	COM	446150104	1,354	78,222	SH SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	49,921	541,196	SH SOLE
ILLINOIS TOOL WKS INC	COM	452308109	5,124	94,700	SH SOLE
IMMUNEX CORP NEW	COM	452528102	198	10,600	SH SOLE
IMS HEALTH INC	COM	449934108	2,302	91,900	SH SOLE
INCO LTD	COM	453258402	703	56,642	SH SOLE
INGERSOLL RAND CO	COM	456866102	1,688	49,950	SH SOLE
INTEGRATED TELECOM EXPRESS INC	COM	458170101	1,429	1,428,571	SH SOLE
INTEL CORP	COM	458140100	39,185	1,921,772	SH SOLE
INTERACTIVE INTELLIGENCE INC	COM	45839M103	3,000	600,000	SH DEFINED
INTL PAPER CO	COM	460146103	5,240	150,565	SH SOLE
INTERPUBLIC GROUP COS INC	COM	460690100	2,387	117,000	SH SOLE
INTERNATIONAL FLAVORS & FRAGRANCES	COM	459506101	826	29,843	SH SOLE
INTUIT	COM	461202103	2,323	64,900	SH SOLE
ITT INDS INC IND	COM	450911102	1,222	27,285	SH SOLE
ITXC CORPORATION	COM	45069F109	2,418	948,376	SH SOLE
J P MORGAN CHASE & CO	COM	46625H100	21,118	618,377	SH SOLE

FAIR MARKET VALUE 225,940

JABIL CIRCUIT INC	COM	466313103	1,067	59,600	SH SOLE
JDS UNIPHASE CORP	COM	46612J101	2,592	410,100	SH SOLE
JEFFERSON PILOT CORP	COM	475070108	2,109	47,412	SH SOLE
JOHNSON & JOHNSON	COM	478160104	52,263	943,380	SH SOLE
JOHNSON CTLS INC	COM	478366107	1,768	27,100	SH SOLE
K MART CORP	COM	482584109	1,066	152,573	SH SOLE
KANA SOFTWARE INC	COM	483600102	48	133,291	SH SOLE
KB HOME	COM	48666K109	394	13,874	SH SOLE
KELLOGG CO	COM	487836108	3,794	126,478	SH SOLE
KERR MCGEE CORP	COM	492386107	1,540	29,667	SH SOLE
KEYCORP NEW	COM	493267108	3,191	132,182	SH SOLE
KEYSPAN CORP	COM	49337W100	1,419	42,700	SH SOLE
KIMBERLY CLARK CORP	COM	494368103	10,280	165,800	SH SOLE
KINDER MORGAN INC KANS	COM	49455P101	1,757	35,700	SH SOLE
KING PHARMACEUTICALS INC	COM	495582108	2,985	71,166	SH SOLE
KLA-A367TENCOR CORP	COM	482480100	1,825	57,800	SH SOLE

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KNIGHT RIDDER INC	COM	499040103	1,279	22,900	SH	SOLE
KOHL'S CORP	COM	500255104	4,982	103,800	SH	SOLE
KROGER CO	COM	501044101	6,224	252,600	SH	SOLE
LASTMINUTE COM PLC	SPONSORED	518129101	1,339	4,487,710	SH	SOLE
	ADR					
LEGGETT & PLATT INC	COM	524660107	1,191	61,100	SH	SOLE
LEHMAN BROS HLDGS INC	COM	524908100	4,366	76,800	SH	SOLE
LEXMARK INTL INC	CL A	529771107	1,788	40,000	SH	SOLE
LIGHTSPAN INC	COM	53226T103	381	319,867	SH	SOLE
LILLY ELI & CO	COM	532457108	28,251	350,070	SH	SOLE
LIMITED INC	COM	532716107	1,262	132,866	SH	SOLE
LINCOLN NATL CORP IND	COM	534187109	2,728	58,500	SH	SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	3,247	99,000	SH	SOLE
LIZ CLAIRBORNE INC	COM	539320101	615	16,300	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	5,917	135,244	SH	SOLE
LOEWS CORP	COM	540424108	2,846	61,500	SH	SOLE
LOUISIANA PAC CORP	COM	546347105	211	32,500	SH	SOLE
LOWES COS INC	COM	548661107	7,587	239,700	SH	SOLE
LSI LOGIC CORP	COM	502161102	1,323	112,580	SH	SOLE

FAIR MARKET VALUE

163,635

LUCENT TECHNOLOGIES INC	COM	549463107	6,080	1,061,046	SH	SOLE
MANOR CARE INC NEW	COM	564055101	899	32,000	SH	SOLE
MARRIOTT INTL INC NEW+A393	CL A	571903202	2,536	75,934	SH	SOLE
MARSH & MCLENNAN COS INC	COM	571748102	8,304	85,879	SH	SOLE
MASCO CORP	COM	574599106	2,929	143,300	SH	SOLE
MATTEL INC	COM	577081102	2,103	134,316	SH	SOLE
MAXIM INTEGRATED PRODS INC	COM	57772K101	3,571	102,200	SH	SOLE
MAY DEPT STORES CO	COM	577778103	2,702	93,100	SH	SOLE
MAYTAG CORP	COM	578592107	583	23,673	SH	SOLE
MBIA INC	COM	55262C100	2,308	46,150	SH	SOLE
MBNA CORP	COM	55262L100	8,037	265,330	SH	SOLE
MCDERMOTT INTL INC	COM	580037109	158	19,100	SH	SOLE
MCDONALDS CORP	COM	580135101	10,935	402,928	SH	SOLE
MCGRAW HILL COS INC	COM	580645109	3,539	60,816	SH	SOLE
MCKESSON CORP	COM	58155Q103	3,357	88,838	SH	SOLE
MEAD CORP	COM	582834107	858	31,000	SH	SOLE
MEDIMMUNE INC	COM	584699102	2,362	66,300	SH	SOLE
MEDTRONIC INC	COM	585055106	16,378	376,512	SH	SOLE
MELLON FINL CORP	COM	58551A108	4,806	148,660	SH	SOLE
MERCK & CO INC	COM	589331107	47,583	714,458	SH	SOLE
MERCURY INTERACTIVE CORP	COM	589405109	489	25,700	SH	SOLE
MEREDITH CORP	COM	589433101	498	15,500	SH	SOLE
MERRILL LYNCH & CO INC	COM	590188108	10,616	261,488	SH	SOLE
METLIFE INC	COM	59156R108	6,938	233,600	SH	SOLE
MGIC INVT CORP WIS	COM	552848103	2,176	33,300	SH	SOLE
MICRON TECHNOLOGY INC	COM	595112103	3,497	185,700	SH	SOLE
MICROSOFT CORP	COM	594918104	85,802	1,676,800	SH	SOLE
MILLIPORE CORP	COM	601073109	778	14,700	SH	SOLE
MINNESOTA MNG & MFG CO	COM	604059105	12,143	123,400	SH	SOLE
MIRANT CORP	COM	604675108	2,314	105,682	SH	SOLE
MOLEX INC	COM	608554101	1,712	60,900	SH	SOLE
MOODYS CORP	COM	615369105	1,817	49,100	SH	SOLE
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	16,068	346,658	SH	SOLE
MOTOROLA INC	COM	620076109	10,672	684,105	SH	SOLE
NABORS INDS INC	COM	629568106	958	45,700	SH	SOLE

FAIR MARKET VALUE

286,506

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NATIONAL CITY CORP	COM	635405103	5,604	187,126	SH SOLE
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1,188	53,900	SH SOLE
NATIONAL SVC INDS INC	COM	637657107	264	12,800	SH SOLE
NAVISTAR INTL CORP NEW	COM	63934E108	521	18,460	SH SOLE
NCR CORP	COM	62886E108	892	30,100	SH SOLE
NETWORK APPLIANCE INC	COM	64120L104	690	101,400	SH SOLE
NEW YORK TIMES CO	CL A	650111107	1,936	49,600	SH SOLE
NEWELL RUBBERMAID INC	COM	651229106	1,887	83,106	SH SOLE
NEWMONT MINING CORP	COM	651639106	1,438	60,914	SH SOLE
NEXTEL COMMUNICATIONS INC	CL A	65332V103	2,064	238,400	SH SOLE
NIAGARA MOHAWK HLDGS INC	COM	653520106	847	49,900	SH SOLE
NICOR INC	COM	654086107	546	14,100	SH SOLE
NIKE INC	CL B	654106103	3,955	84,500	SH SOLE
NISOURCE INC	COM	65473P105	1,501	64,400	SH SOLE
NOBLE DRILLING CORP	COM	655042109	1,003	41,800	SH SOLE
NORDSTROM INC WASH	COM	655664100	603	41,700	SH SOLE
NORFOLK SOUTHERN CORP	COM	655844108	1,930	119,724	SH SOLE
NORTEL NETWORKS CORP NEW	COM	656568102	5,562	992,636	SH SOLE
NORTHERN TR CORP	COM	665859104	3,642	69,400	SH SOLE
NORTHROP GRUMMAN CORP	COM	666807102	2,677	26,509	SH SOLE
NOVATEL WIRELESS INC	COM	66987M109	170	434,782	SH SOLE
NOVELL INC	COM	670006105	411	112,195	SH SOLE
NOVELLUS SYS INC	COM	670008101	1,268	44,400	SH SOLE
NUCOR CORP	COM	670346105	957	24,100	SH SOLE
OCCIDENTAL PETE CORP DEL	COM	674599105	2,809	115,400	SH SOLE
OFFICE DEPOT INC	COM	676220106	1,261	92,700	SH SOLE
OMNICOM GROUP INC	COM	681919106	3,745	57,700	SH SOLE
ONEOK INC	COM	682680103	286	17,300	SH SOLE
ORACLE CORP	COM	68389X105	22,000	1,748,784	SH SOLE
PACCAR INC	COM	693718108	1,173	23,900	SH SOLE
PACTIV CORP	COM	695257105	718	49,530	SH SOLE
PALL CORP	COM	696429307	743	38,200	SH SOLE
PALM INC	COM	696642107	258	176,767	SH SOLE
PARAMETRIC TECHNOLOGY CORP	COM	699173100	427	82,200	SH SOLE
PARKER HANNIFIN CORP	COM	701094104	1,252	36,350	SH SOLE

FAIR MARKET VALUE

76,228

PAYCHEX INC	COM	704326107	3,664	116,275	SH SOLE
PENNEY J C INC	COM	708160106	1,795	81,978	SH SOLE
PEOPLES ENERGY CORP	COM	711030106	435	10,949	SH SOLE
PEOPLESOFT INC	COM	712713106	1,652	91,600	SH SOLE
PEPSI BOTTLING GROUP INC	COM	713409100	2,064	44,800	SH SOLE
PEPSICO INC	COM	713448108	26,719	550,902	SH SOLE
PEREGRINE SYSTEMS INC	COM	71366Q101	157	12,512	SH SOLE
PEREGRINE SYSTEMS INC	COM	71366Q101	52	4,183	SH DEFINED
PERKINELMER INC	COM	714046109	824	31,396	SH SOLE
PFIZER INC	COM	717081103	78,863	1,966,670	SH SOLE
PG&E CORP	COM	69331C108	1,833	120,598	SH SOLE
PHARMACIA CORP	COM	71713U102	16,436	405,229	SH SOLE
PHELPS DODGE CORP	COM	717265102	677	24,618	SH SOLE
PHILIP MORRIS COS INC	COM	718154107	33,089	685,209	SH SOLE
PHILLIPS PETE CO	COM	718507106	6,375	118,180	SH SOLE
PINNACLE SYSTEMS	COM	723481107	60	20,749	SH SOLE
PINNACLE WEST CAP CORP	COM	723484101	1,048	26,400	SH SOLE
PITNEY BOWES INC	COM	724479100	2,941	76,900	SH SOLE
PLACER DOME INC	COM	725906101	1,306	102,100	SH SOLE
PNC FINANCIAL SVCS GROUP INC	COM	693475105	5,153	90,000	SH SOLE
POLYCOM INC	COM	73172K104	5,137	210,777	SH SOLE
POWER-ONE INC	COM	739308104	151	24,500	SH SOLE
PPG INDS INC	COM	693506107	2,396	52,372	SH SOLE

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PPL CORP	COM	69351T106	1,483	45,500	SH	SOLE
PRAXAIR INC	COM	74005P104	2,103	50,078	SH	SOLE
PRICE T ROWE GROUP INC	COM	74144T108	1,122	38,300	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	29,370	403,490	SH	SOLE
PROGRESS ENERGY INC	COM	743263105	2,768	64,376	SH	SOLE
PROGRESSIVE CORP OHIO	COM	743315103	3,093	23,100	SH	SOLE
PROVIDIAN FINL CORP	COM	74406A102	1,793	89,000	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	2,759	64,844	SH	SOLE
PULTE HOMES INC	COM	745867101	414	13,500	SH	SOLE
QLOGIC CORP	COM	747277101	1,947	102,450	SH	SOLE
QUALCOMM INC	COM	747525103	11,215	235,900	SH	SOLE
QUINTILES TRANSNATIONAL CORP	COM	748767100	530	36,300	SH	SOLE

FAIR MARKET VALUE 251,424

QWEST COMMUNICATIONS INTL INC	COM	749121109	8,642	517,487	SH	SOLE
RADIOSHACK CORP	COM	750438103	1,402	57,800	SH	SOLE
RADISYS CORPORATION	COM	750459109	14,826	1,235,511	SH	SOLE
RALSTON PURINA CO	COM	751277302	3,165	96,500	SH	SOLE
RAYTHEON CO	COM NEW	755111507	3,849	110,756	SH	SOLE
RED HAT SOFTWARE INC	COM	756577102	2,114	603,878	SH	SOLE
REEBOK INTL LTD	COM	758110100	379	18,300	SH	SOLE
REGIONS FINL CORP	COM	758940100	2,043	70,800	SH	SOLE
RELIANT ENERGY INC	COM	75952J108	2,438	92,645	SH	SOLE
RIVERSTONE NETWORKS INC	COM	769320102	148	28,272	SH	SOLE
ROBERT HALF INTL INC	COM	770323103	1,095	54,700	SH	SOLE
ROCKWELL COLLINS INC	COM	774341101	808	56,900	SH	SOLE
ROCKWELL INTL CORP NEW	NEW COM	773903109	835	56,900	SH	SOLE
ROGUE WAVE SOFTWARE INC	COM	775369101	23	9,201	SH	DEFINED
ROHM & HAAS CO	COM	775371107	2,247	68,605	SH	SOLE
ROWAN COS INC	COM	779382100	364	29,400	SH	SOLE
ROYAL DUTCH PETE CO	NY REG	780257804	33,573	668,120	SH	SOLE
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RYDER SYS INC	COM	783549108	376	18,800	SH	SOLE
SABRE HLDGS CORP	CL A	785905100	1,106	41,363	SH	SOLE
SAFECO CORP	COM	786429100	1,204	39,700	SH	SOLE
SAFEWAY INC	COM NEW	786514208	6,252	157,400	SH	SOLE
SANMINA CORP	COM	800907107	1,353	99,600	SH	SOLE
SAPIENT CORP	COM	803062108	147	38,300	SH	SOLE
SARA LEE CORP	COM	803111103	5,219	245,000	SH	SOLE
SBC COMMUNICATIONS INC	COM	78387G103	49,441	1,049,256	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	16,912	455,840	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	8,162	178,600	SH	SOLE
SCHWAB CHARLES CORP NEW	COM	808513105	4,965	431,750	SH	SOLE
SCIENTIFIC ATLANTA INC	COM	808655104	890	50,700	SH	SOLE
SEALED AIR CORP	NEW COM	81211K100	951	26,062	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	3,544	102,300	SH	SOLE
SELECTICA INC	COM	816288104	190	79,227	SH	SOLE
SELECTICA INC	COM	816288104	100	41,989	SH	OTHER

FAIR MARKET VALUE 178,763

SELECTICA INC	COM	816288104	38	15,844	SH	OTHER
SELECTICA INC	COM	816288104	114	47,533	SH	OTHER*
SEMPRA ENERGY	COM	816851109	1,588	64,172	SH	SOLE
SHARPER IMAGE CORP	COM	820013100	122	13,282	SH	SOLE
SHERWIN WILLIAMS CO	COM	824348106	1,084	48,800	SH	SOLE
SIEBEL SYS INC	COM	826170102	1,837	141,200	SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	1,062	23,500	SH	SOLE

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UNION PLANTERS CORP	COM	908068109	1,832	42,700	SH SOLE
UNISYS CORP	COM	909214108	855	98,700	SH SOLE
UNITEDHEALTH GROUP INC	COM	91324P102	6,570	98,796	SH SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	6,822	146,700	SH SOLE
UNIVISION COMMUNICATIONS INC	CL A	914906102	1,489	64,900	SH SOLE

FAIR MARKET VALUE 135,294

UNOCAL CORP	COM	915289102	2,464	75,800	SH SOLE
UNUMPROVIDENT CORP	COM	91529Y106	1,898	75,176	SH SOLE
US AIRWAYS GROUP INC	COM	911905107	97	20,900	SH SOLE
US BANCORP DEL	COM NEW	902973304	13,168	593,679	SH SOLE
USA ED INC	COM	90390U102	4,204	50,700	SH SOLE
UST INC	COM	902911106	1,690	50,893	SH SOLE
USX MARATHON GROUP	COM NEW	902905827	2,571	96,100	SH SOLE
USX-U S STL	COM	90337T101	387	27,700	SH SOLE
V F CORP	COM	918204108	1,019	34,800	SH SOLE
VERITAS SOFTWARE CO	COM	923436109	2,283	123,780	SH SOLE
VERIZON COMMUNICATIONS	COM	92343V104	45,593	842,603	SH SOLE
VIACOM INC	CL B	925524308	19,136	554,670	SH SOLE
VISTEON CORP	COM	92839U107	520	40,808	SH SOLE
VITESSE SEMICONDUCTOR CORP	COM	928497106	442	57,000	SH SOLE
VULCAN MATLS CO	COM	929160109	1,361	31,500	SH SOLE
WACHOVIA CORP 2ND NEW	COM	929903102	13,544	436,906	SH SOLE
WAL MART STORES INC	COM	931142103	68,952	1,392,966	SH SOLE
WALGREEN CO	COM	931422109	10,918	317,100	SH SOLE
WASHINGTON MUTUAL INC	COM	939322103	10,522	273,434	SH SOLE
WASTE MGMT INC DEL	COM	94106L109	5,211	194,871	SH SOLE
WATSON PHARMACEUTICALS INC	COM	942683103	1,805	33,000	SH SOLE
WELLPOINT HEALTH NETWORK INC NEW	COM	94973H108	2,161	19,800	SH SOLE
WELLS FARGO & CO	COM	949746101	23,766	534,674	SH SOLE
WENDYS INTL INC	COM	950590109	946	35,485	SH SOLE
WESTVACO CORP	COM	961548104	806	31,350	SH SOLE
WEYERHAEUSER CO	COM	962166104	3,267	67,070	SH SOLE
WHIRLPOOL CORP	COM	963320106	1,151	20,800	SH SOLE
WILLAMETTE INDS INC	COM	969133107	1,539	34,200	SH SOLE
WILLIAMS COMMUNICATIONS GROUP	CL A	969455104	10,733	9,096,093	SH SOLE
WILLIAMS COS INC	COM	969457100	4,136	151,492	SH SOLE
WIND RIVER SYSTEMS INC	COM	973149107	134	12,807	SH SOLE
WINN DIXIE STORES INC	COM	974280109	500	43,700	SH SOLE
WORLDCOM INC GA NEW	COM	98157D106	13,533	899,768	SH SOLE
WORTHINGTON INDS INC	COM	981811102	299	26,600	SH SOLE
WRIGLEY WM JR CO	COM	982526105	3,612	70,400	SH SOLE

FAIR MARKET VALUE 274,368

XCEL ENERGY INC	COM	98389B100	3,009	106,905	SH SOLE
XEROX CORP	COM	984121103	1,676	216,300	SH SOLE
XILINX INC	COM	983919101	3,595	152,788	SH SOLE
YAHOO INC	COM	984332106	1,557	176,700	SH SOLE
ZIMMER HLDGS INC	COM	98956P102	1,681	60,588	SH SOLE
ZIONS BANCORPORATION	COM	989701107	1,535	28,600	SH SOLE

FAIR MARKET VALUE 13,053

FAIR MARKET VALUE REPORT TOTAL: 3,112,322

