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EDWARDS A G INC  
Form 13F-HR  
November 13, 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:

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

Form 13F File Number: 28-4192

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

/s/ Joseph G. Porter St. Louis, MO 11/12/01  
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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

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

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

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 484

Form 13F Information Table Value Total: \$1,274,008  
(thousands)

List of Other Included Managers:

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

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

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

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	60	17245			DEFINED	1
D AFLAC INC	COM	001055102	1346	49838			DEFINED	1
D AGCO CORP	COM	001084102	188	20800			DEFINED	1
D AMB PROPERTY CORP	COM	00163T109	1710	69801			DEFINED	1
D AMR CORP	COM	001765106	520	27182			DEFINED	0
D AOL TIME WARNER INC (HLDG CO)	COM	00184A105	4233	127874			DEFINED	1
D AT&T CORP	COM	001957109	2102	108909			DEFINED	1
D * ATS MEDICAL INC	COM	002083103	50	12400			DEFINED	1
D ABBOTT LABORATORIES	COM	002824100	10260	197870			DEFINED	1
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	167	42145			DEFINED	1
D * AEROFLEX INC	COM	007768104	253	23000			DEFINED	1
D AEGON N V ORD	COM	007924103	625	23953			DEFINED	1
D AGERE SYSTEMS INC	COM	00845V100	207	50000			DEFINED	0
D AGILENT TECHNOLOGIES INC	COM	00846U101	292	14945			DEFINED	1
D AKAMAI TECHNOLOGIES INC	COM	00971T101	66	22800			DEFINED	1
D ALBERTSONS INC	COM	013104104	1003	31450			DEFINED	1
D ALCOA INC	COM	013817101	10995	354560			DEFINED	1
D ALCATEL SPON ADR	COM	013904305	214	18456			DEFINED	1
D ALLIANCE CAP MGMT HLDG L.P.	COM	01855A101	206	4500			DEFINED	1
D ALLIED CAPITAL CORP NEW	COM	01903Q108	785	34499			DEFINED	1
D ALLIED DOMEQ PLC	COM	019121102	67	12000			DEFINED	0
D ALLIED IRISH BANKS PLC	COM	019228402	275	15176			DEFINED	1

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D ALLSTATE CORP	COM	020002101	1392	37267	DEFINED	1
D ALLTEL CORP	COM	020039103	550	9499	DEFINED	1
D AMEREN CORP	COM	023608102	616	16039	DEFINED	1
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	724	26444	DEFINED	1
D AMERICAN ELEC POWER CO INC #	COM	025537101	819	18939	DEFINED	1
D AMERICAN EXPRESS CO	COM	025816109	12225	420674	DEFINED	1
D AMERICAN HOME PRODUCTS CORP.	COM	026609107	6575	112884	DEFINED	1
D AMERICAN INTL GROUP INC	COM	026874107	20128	258052	DEFINED	1
D AMERICAN POWER CONVERSION CORP	COM	029066107	2717	232623	DEFINED	1
D AMERICAN TOWER CORP	COM	029912201	264	18995	DEFINED	1
D AMERICAN WATER WORKS CO INC	COM	030411102	468	11838	DEFINED	1
D AMETEK INC NEW	COM	031100100	231	8800	DEFINED	0
D * AMGEN	COM	031162100	3078	52368	DEFINED	1
D AMSOUTH BANCORPORATION	COM	032165102	236	13053	DEFINED	1
D ANADARKO PETROLEUM CORP	COM	032511107	234	4861	DEFINED	1
D ANHEUSER-BUSCH COS INC	COM	035229103	8674	207114	DEFINED	1
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	208	14375	DEFINED	1
D AON CORP	COM	037389103	311	7405	DEFINED	1
D APACHE CORP	COM	037411105	1260	29297	DEFINED	1
D APOGENT TECHNOLOGIES INC	COM	03760A101	1930	80770	DEFINED	1
D * APPLE COMPUTER INC	COM	037833100	445	28688	DEFINED	1
D * APPLIED MATERIALS	COM	038222105	1156	40643	DEFINED	1
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	156	12419	DEFINED	1
D ARCHSTONE COMMUNITIES TRUST	COM	039581103	2635	100942	DEFINED	1
D ARGOSY GAMING COMPANY	COM	040228108	24884	949790	DEFINED	1
D AT HOME CORP	COM	045919107	5	36200	DEFINED	1
D ASTRAZENECA PLC	COM	046353108	467	10000	DEFINED	1
D * ATMEL CORP	COM	049513104	249	37294	DEFINED	1
D AUTODESK INC	COM	052769106	449	14000	DEFINED	1
D AUTOMATIC DATA PROCESSING INC	COM	053015103	9060	192597	DEFINED	1
D AVANT IMMUNOTHERAPEUTICS	COM	053491106	26	11000	DEFINED	1
D AVAYA INC	COM	053499109	99	10017	DEFINED	1
D BB&T CORP	COM	054937107	357	9789	DEFINED	1
D BASF AG	COM	055262505	230	6530	DEFINED	0
D BP P.L.C. SPONSORED ADR	COM	055622104	8449	171830	DEFINED	1
D BAKER HUGHES INC	COM	057224107	773	26700	DEFINED	1
D BANCO BILBAO VIZCAYA	COM	05946K101	292	27946	DEFINED	1
D BANK OF AMERICA CORP	COM	060505104	7030	120373	DEFINED	1
D BANK OF MONTREAL	COM	063671101	635	25551	DEFINED	0
D BANK OF NEW YORK CO	COM	064057102	1565	44703	DEFINED	1
D BANK ONE CORP	COM	06423A103	2169	68937	DEFINED	1
D * BEA SYSTEMS INC	COM	073325102	562	58559	DEFINED	1
D BELLSOUTH CORPORATION	COM	079860102	3844	92506	DEFINED	1
D BERKSHIRE HATHAWAY INC	COM	084670108	1190	17	DEFINED	1
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	28577	12265	DEFINED	1
D BIG LOTS INC	COM	089302103	127	15309	DEFINED	0
D BIOMET INC	COM	090613100	1025	35038	DEFINED	1
D H & R BLOCK INC	COM	093671105	319	8285	DEFINED	1
D BOEING COMPANY	COM	097023105	964	28773	DEFINED	1
D BORLAND SOFTWARE CORPORATION	COM	099849101	81	10000	DEFINED	1
D BOSTON SCIENTIFIC CORP	COM	101137107	533	26000	DEFINED	1
D BOWATER INC	COM	102183100	283	6430	DEFINED	1
D BOYKIN LODGING CO	COM	103430104	128	16000	DEFINED	1
D BRIGGS & STRATTON CP	COM	109043109	236	7566	DEFINED	1
D BRISTOL-MYERS SQUIBB CO	COM	110122108	19348	348239	DEFINED	1
D BRITESMILE INC	COM	110415106	84	14000	DEFINED	1
D BRITISH AMERN TOBACCO PLC NEW	COM	110448107	467	26358	DEFINED	1
D BRITISH ENERGY PLC	COM	110793304	359	23000	DEFINED	0
D BRITISH TELECOMMCTNS PLC ADR	COM	111021408	207	4043	DEFINED	1
D BRUNSWICK CORP	COM	117043109	1387	84239	DEFINED	1
D BUCKEYE PARTNERS L.P.	COM	118230101	258	7460	DEFINED	1
D BUCKEYE TECHNOLOGIES INC	COM	118255108	1522	153695	DEFINED	1

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D BURLINGTON NORTHERN SANTA FE	COM	12189T104	3606	134804	DEFINED	1
D CBL & ASSOCIATES PROPERTIES	COM	124830100	659	24172	DEFINED	1
D CNET NETWORKS INC	COM	12613R104	93	21700	DEFINED	1
D CSG SYSTEMS INTERNATIONAL INC	COM	126349109	533	13000	DEFINED	0
D CVS CORP	COM	126650100	1279	38517	DEFINED	1
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	15577	338414	DEFINED	1
D CARDINAL HEALTH INC	COM	14149Y108	4334	58606	DEFINED	1
D CARDIOTECH INTERNATIONAL INC	COM	14160C100	44	27500	DEFINED	1
D CATERPILLAR INC	COM	149123101	1018	22716	DEFINED	1
D CENTURY BUSINESS SERVICES INC	COM	156490104	25	10000	DEFINED	1
D * CHARTER CMMCTNS INC (DE)	COM	16117M107	666	53836	DEFINED	1
D CHATEAU CMNTYS INC	COM	161726104	373	12660	DEFINED	1
D CHECKFREE CORP NEW	COM	162813109	326	19200	DEFINED	0
D CHEVRON CORP	COM	166751107	4090	48265	DEFINED	1
D * CHIRON CORP	COM	170040109	443	9981	DEFINED	1
D CHUBB CORP	COM	171232101	364	5091	DEFINED	1
D CIENA CORP	COM	171779101	254	24650	DEFINED	1
D * CINCINNATI FINANCIAL CORP	COM	172062101	332	7965	DEFINED	1
D * CISCO SYSTEMS INC	COM	17275R102	4367	358500	DEFINED	1
D CITIGROUP INC	COM	172967101	5240	129378	DEFINED	1
D * CITRIX SYSTEMS INC	COM	177376100	1107	55930	DEFINED	1
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	687	17295	DEFINED	1
D CLOROX CO	COM	189054109	244	6595	DEFINED	1
D COCA-COLA CO	COM	191216100	8155	174075	DEFINED	1
D COLGATE-PALMOLIVE CO	COM	194162103	8024	137754	DEFINED	1
D COLLINS & AIKMAN CORP NEW	COM	194830105	455	74000	DEFINED	1
D * COMCAST CORP CL A SPECIAL	COM	200300200	685	19098	DEFINED	1
D COMDISCO INC	COM	200336105	14	24418	DEFINED	1
D COMERICA INC	COM	200340107	497	8979	DEFINED	1
D * COMMERCE BANCSHARES INC	COM	200525103	348	9239	DEFINED	1
D COMPANHIA DE BEBIDAS DAS	COM	20441W203	170	10600	DEFINED	1
D **COMPANIA ANONIMA NACIONAL	COM	204421101	254	11000	DEFINED	1
D COMPAQ COMPUTER CORP	COM	204493100	737	88706	DEFINED	1
D COMPUTER SCIENCES CORP	COM	205363104	239	7208	DEFINED	1
D * COMPUWARE CORP	COM	205638109	118	14128	DEFINED	1
D CONVERSE TECHNOLOGY INC #	COM	205862402	256	12514	DEFINED	0
D CONAGRA FOODS INC	COM	205887102	5667	252445	DEFINED	1
D * CONCORD EFS INC	COM	206197105	280	5725	DEFINED	1
D * CONEXANT SYSTEMS INC	COM	207142100	305	36713	DEFINED	1
D CONOCO INC	COM	208251405	1049	61630	DEFINED	1
D CONSOLIDATED EDISON INC	COM	209115104	836	20537	DEFINED	1
D CONVERGYS CORP	COM	212485106	202	7287	DEFINED	1
D COOPER INDS INC	COM	216669101	340	8193	DEFINED	1
D CORNING INC	COM	219350105	395	44807	DEFINED	1
D CORUS GROUP PLC	COM	22087M101	266	42400	DEFINED	1
D * COSTCO WHSL CORP NEW	COM	22160K105	1048	29485	DEFINED	1
D CROSSWALK.COM INC	COM	227685104	8	10000	DEFINED	1
D CYTYC CORP	COM	232946103	499	18600	DEFINED	1
D DTE ENERGY CO	COM	233331107	618	14355	DEFINED	1
D DANA CORP	COM	235811106	164	10500	DEFINED	1
D DANAHER CORP	COM	235851102	581	12315	DEFINED	1
D DATASCOPE CORP	COM	238113104	221	5700	DEFINED	1
D DEAN FOODS CO	COM	242361103	460	9939	DEFINED	1
D DEERE & CO	COM	244199105	559	14861	DEFINED	1
D * DELL COMPUTER CORP	COM	247025109	222	11995	DEFINED	1
D DELUXE CORP	COM	248019101	207	6000	DEFINED	1
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	2304	50163	DEFINED	1
D DEUTSCHE TELEKOM AG	COM	251566105	186	11981	DEFINED	1
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	273	15200	DEFINED	1
D DEVON ENERGY CORP NEW	COM	25179M103	384	11151	DEFINED	1
D DIAGEO PLC NEW	COM	25243Q205	22410	540004	DEFINED	1
D DIAMOND OFFSHORE DRILLING INC	COM	25271C102	557	22100	DEFINED	1

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D WALT DISNEY CO	COM	254687106	17496	939646	DEFINED	1
D DOMINION RES INC NEW (VA)	COM	25746U109	823	13859	DEFINED	1
D DOVER CORPORATION	COM	260003108	539	17900	DEFINED	1
D DOW CHEMICAL COMPANY	COM	260543103	3255	99352	DEFINED	1
D DREYFUS STRATEGIC MUNICIPALS	COM	261932107	142	14655	DEFINED	1
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	4956	132102	DEFINED	1
D DUKE ENERGY CORP	COM	264399106	1556	41113	DEFINED	1
D DYNEGY INC NEW	COM	26816Q101	295	8500	DEFINED	1
D EMC CORPORATION (MA)	COM	268648102	2052	174663	DEFINED	1
D ENI S.P.A.	COM	26874R108	490	8020	DEFINED	1
D EOG RESOURCES INC	COM	26875P101	553	19123	DEFINED	1
D E. ON AG	COM	268780103	267	5200	DEFINED	0
D * EPIQ SYSTEMS INC	COM	26882D109	256	10030	DEFINED	1
D EASTMAN KODAK CO	COM	277461109	256	7872	DEFINED	1
D ECHOSTAR COMMUNICATNS CORP NEW	COM	278762109	314	13500	DEFINED	0
D ECOLAB INC	COM	278865100	2585	71160	DEFINED	1
D A.G. EDWARDS, INC	COM	281760108	8727	248567	DEFINED	1
D EFUNDS CORP	COM	28224R101	167	10000	DEFINED	1
D EL PASO CORP	COM	28336L109	409	9844	DEFINED	1
D EL PASO ENERGY PARTNERS L.P.	COM	28368B102	364	10000	DEFINED	1
D ELAN CORP PLC ADR	COM	284131208	2589	53432	DEFINED	1
D ELECTROGLAS INC	COM	285324109	1438	115480	DEFINED	1
D EMERGING MARKETS INCOME FD II	COM	290920107	116	10000	DEFINED	1
D EMERSON ELECTRIC CO	COM	291011104	22114	469917	DEFINED	1
D * EMMIS COMMUNICATIONS CORP	COM	291525103	1516	105160	DEFINED	1
D ENERGEN CORP	COM	29265N108	214	9500	DEFINED	1
D ENERGIZER HOLDINGS INC	COM	29266R108	2111	127033	DEFINED	1
D ENRON CORP	COM	293561106	497	18234	DEFINED	1
D ENTERGY CORP NEW	COM	29364G103	590	16605	DEFINED	1
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	769	16600	DEFINED	1
D EQUITY RSDNTL PROPERTIES TR	COM	29476L107	311	5329	DEFINED	1
D L M ERICSSON TEL CO ADR NEW	COM	294821400	380	108903	DEFINED	1
D * ESOFIT INC	COM	296904105	11	13095	DEFINED	1
D ETHAN ALLEN INTERIORS INC	COM	297602104	1447	52602	DEFINED	1
D EXELON CORP	COM	30161N101	451	10123	DEFINED	1
D * EXPRESS SCRIPTS INC	COM	302182100	323	5837	DEFINED	1
D EXXON MOBIL CORP	COM	30231G102	38047	965662	DEFINED	1
D FPL GROUP INC	COM	302571104	350	6527	DEFINED	1
D FREDDIE MAC	COM	313400301	7413	114041	DEFINED	1
D FANNIE MAE	COM	313586109	6533	81604	DEFINED	1
D FEDEX CORP	COM	31428X106	358	9750	DEFINED	1
D * FIFTH THIRD BANCORP	COM	316773100	2378	38677	DEFINED	1
D FINANCIAL FEDERAL CORP	COM	317492106	1686	68825	DEFINED	1
D * FIRST CONSULTING GROUP INC	COM	31986R103	137	15219	DEFINED	1
D FIRST DATA CORP	COM	319963104	25412	436179	DEFINED	1
D * FISERV INC	COM	337738108	320	9352	DEFINED	1
D FIRSTENERGY CORP	COM	337932107	285	7914	DEFINED	1
D FLEETBOSTON FINANCIAL CORP	COM	339030108	2938	79945	DEFINED	1
D FLORIDA BANKS INC	COM	340560101	118	20000	DEFINED	1
D FLORIDA EAST COAST INDS INC	COM	340632207	822	38049	DEFINED	1
D FORD MOTOR CO (NEW)	COM	345370860	569	32770	DEFINED	1
D FOREST LABORATORIES INC	COM	345838106	228	3157	DEFINED	1
D FORTUNE BRANDS INC	COM	349631101	461	13761	DEFINED	1
D FRIEDE GOLDMAN HALTER INC	COM	358430106	31	66500	DEFINED	1
D GABELLI EQUITY TRUST INC	COM	362397101	107	10775	DEFINED	1
D GANNETT CO INC	COM	364730101	2239	37250	DEFINED	1
D GAP INC	COM	364760108	149	12481	DEFINED	1
D GENERAL DYNAMICS CORP	COM	369550108	713	8070	DEFINED	1
D GENERAL ELECTRIC CO	COM	369604103	55897	1502609	DEFINED	1
D GENERAL MILLS INC	COM	370334104	1025	22519	DEFINED	1
D GENERAL MOTORS CORP	COM	370442105	531	12380	DEFINED	1
D GENERAL MOTORS CORP NEW	COM	370442832	141	10608	DEFINED	1

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D GENUINE PARTS CO	COM	372460105	441	13849	DEFINED	1
D GERON CORP	COM	374163103	96	10000	DEFINED	1
D GILLETTE CO	COM	375766102	2664	89411	DEFINED	1
D GLAXOSMITHKLINE PLC	COM	37733W105	898	16003	DEFINED	1
D GLOBAL INDUSTRIES LTD	COM	379336100	64	11700	DEFINED	0
D GLOBAL MARINE INC NEW	COM	379352404	272	19400	DEFINED	1
D GOLDMAN SACHS GROUP INC	COM	38141G104	675	9455	DEFINED	1
D GOODRICH CORP	COM	382388106	197	10111	DEFINED	1
D GRACO INC	COM	384109104	1910	63242	DEFINED	1
D GRUPO TELEVISIA SA DE CV	COM	40049J206	264	9200	DEFINED	1
D GUIDANT CORP	COM	401698105	12225	317544	DEFINED	1
D HCA INC	COM	404119109	397	8963	DEFINED	1
D HRPT PROPERTIES TRUST	COM	40426W101	346	42530	DEFINED	1
D HSBC HLDGS PLC NEW	COM	404280406	391	7280	DEFINED	1
D HAIN CELESTIAL GROUP INC	COM	405217100	218	11815	DEFINED	1
D HALLIBURTON CO	COM	406216101	405	17955	DEFINED	1
D HARLEY DAVIDSON INC	COM	412822108	20833	514391	DEFINED	1
D HARTFORD FINL SVCS GROUP INC	COM	416515104	1214	20662	DEFINED	1
D HASBRO INC	COM	418056107	238	17026	DEFINED	1
D HEARST-ARGYLE TELEVISION INC	COM	422317107	600	34293	DEFINED	1
D H.J. HEINZ CO	COM	423074103	1295	30714	DEFINED	1
D HERSHEY FOODS CORP	COM	427866108	21289	325669	DEFINED	1
D HEWLETT-PACKARD CO	COM	428236103	1102	68644	DEFINED	1
D HITACHI LTD ADR (10 COM) NEW	COM	433578507	233	3480	DEFINED	0
D HOME DEPOT INC	COM	437076102	6074	158290	DEFINED	1
D HONEYWELL INTERNATIONAL INC	COM	438516106	611	23162	DEFINED	1
D HOOPER HOLMES INC	COM	439104100	114	18206	DEFINED	1
D HORMEL FOODS CORP	COM	440452100	501	21200	DEFINED	1
D HOSPITALITY PROPERTIES TRUST	COM	44106M102	221	9169	DEFINED	1
D HOST MARRIOTT CORP NEW (REIT)	COM	44107P104	1999	283546	DEFINED	1
D HOUSTON EXPLORATION CO	COM	442120101	213	8600	DEFINED	0
D HUBBELL INC CLASS B	COM	443510201	308	10565	DEFINED	1
D HUNTINGTON BANCSHARES INC	COM	446150104	324	18736	DEFINED	1
D ICN PHARMACEUTICALS INC NEW	COM	448924100	483	18323	DEFINED	1
D IMS HEALTH INC	COM	449934108	19132	763763	DEFINED	1
D ILL TOOL WORKS INC	COM	452308109	9504	175643	DEFINED	1
D **IMCLONE SYSTEMS INC**	COM	45245W109	566	10000	DEFINED	1
D INGERSOLL-RAND CO	COM	456866102	15714	464904	DEFINED	1
D * INSITUFORM TECHNOLOGIES INC	COM	457667103	2005	117580	DEFINED	1
D INTEL CORP	COM	458140100	6073	297127	DEFINED	1
D INTERNAP NETWORK SERVICES CORP	COM	45885A102	28	27900	DEFINED	0
D INTL BUSINESS MACHINES CORP	COM	459200101	10112	110250	DEFINED	1
D INTERNATIONAL PAPER COMPANY	COM	460146103	312	8948	DEFINED	1
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	3661	105098	DEFINED	1
D INTERPORE INTERNATIONAL	COM	46062W107	432	65400	DEFINED	0
D INTRUSION.COM INC	COM	46121E106	17	17000	DEFINED	1
D INVESTMENT TECH GROUP INC NEW	COM	46145F105	2169	39082	DEFINED	1
D * INVESTORS FINL SERVICES CORP	COM	461915100	231	4000	DEFINED	1
D KNIGHT RIDDER INC	COM	499040103	335	6000	DEFINED	1
D KOREA ELECTRIC POWER CO	COM	500631106	278	31400	DEFINED	1
D KROGER COMPANY	COM	501044101	675	27405	DEFINED	1
D L-3 COMMUNICATIONS HLDGS INC	COM	502424104	443	5070	DEFINED	1
D LEGGETT AND PLATT	COM	524660107	1785	91530	DEFINED	1
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	324	22101	DEFINED	1
D LIBERTY PROPERTY TRUST	COM	531172104	613	21358	DEFINED	1
D ELI LILLY AND CO	COM	532457108	4303	53319	DEFINED	1
D LIMITED INC	COM	532716107	159	16736	DEFINED	1
D LOCKHEED MARTIN CORP	COM	539830109	388	8875	DEFINED	1
D LOWE'S COMPANIES INC	COM	548661107	1852	58502	DEFINED	1
D LUCENT TECHNOLOGIES INC	COM	549463107	833	145437	DEFINED	1
D M&T BANK CORP	COM	55261F104	395	5341	DEFINED	1
D MBIA INC	COM	55262C100	534	10675	DEFINED	1

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D MBNA CORP	COM	55262L100	678	22393	DEFINED	1
D MFS INTERMEDIATE INCOME TR SBI	COM	55273C107	80	11625	DEFINED	1
D MOHAWK INDUSTRIES INC	COM	608190104	3591	97727	DEFINED	1
D MOODY'S CORP	COM	615369105	2654	71736	DEFINED	1
D MORGAN STANLEY DEAN WITTER&CO	COM	617446448	205	4432	DEFINED	1
D MOTOROLA INC	COM	620076109	1692	108483	DEFINED	1
D MUTUAL RISK MANAGEMENT LTD	COM	628351108	1626	213940	DEFINED	1
D NASDAQ 100 TRUST	COM	631100104	396	13675	DEFINED	1
D NATIONAL CITY CORP	COM	635405103	1478	49357	DEFINED	1
D NATIONAL COMMERCE FINL CORP	COM	63545P104	13859	530980	DEFINED	1
D NATIONWIDE HEALTH PROPERTIES	COM	638620104	361	18359	DEFINED	1
D NETEGRITY INC	COM	64110P107	104	12100	DEFINED	0
D NEW PLAN EXCEL REALTY TRUST	COM	648053106	442	25860	DEFINED	1
D NEWELL RUBBERMAID INC	COM	651229106	887	39069	DEFINED	1
D NIPPON TELEGRAPH & TEL CORP	COM	654624105	224	9670	DEFINED	1
D NOKIA CORP	COM	654902204	1241	79285	DEFINED	1
D NOBLE DRILLING CORP	COM	655042109	446	18600	DEFINED	0
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	270	29178	DEFINED	1
D OCCIDENTAL PETROLEUM CORP	COM	674599105	273	11200	DEFINED	1
D ONI SYSTEMS CORP	COM	68273F103	135	33600	DEFINED	1
D * ORACLE CORP	COM	68389X105	3410	271049	DEFINED	1
D PNC FINANCIAL SERVICES GROUP	COM	693475105	802	14010	DEFINED	1
D PPG INDUSTRIES	COM	693506107	652	14245	DEFINED	1
D * PALM INC	COM	696642107	38	26051	DEFINED	1
D PARKER-HANNIFIN CORPORATION	COM	701094104	644	18772	DEFINED	1
D * PAYCHEX INC	COM	704326107	388	12300	DEFINED	1
D PEABODY ENERGY CORP	COM	704549104	270	11200	DEFINED	1
D PENTON MEDIA INC	COM	709668107	494	139040	DEFINED	1
D PEOPLES BANK	COM	710198102	205	9250	DEFINED	1
D PEPSICO INC	COM	713448108	27404	565034	DEFINED	1
D PETROLEO BRASILEIRO SA	COM	71654V101	280	14560	DEFINED	0
D PFIZER INC	COM	717081103	40812	1017749	DEFINED	1
D PHARMACIA CORP	COM	71713U102	3421	84347	DEFINED	1
D PUBLIC STORAGE INC	COM	74460D109	241	7227	DEFINED	1
D PULITZER INC	COM	745769109	1096	24756	DEFINED	1
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	87	13335	DEFINED	1
D PUTNAM MASTER INTERMEDIATE -	COM	746909100	62	10225	DEFINED	1
D QUALCOMM INC	COM	747525103	1479	31102	DEFINED	1
D QWEST COMMUNICATIONS	COM	749121109	984	58902	DEFINED	1
D RPM INC	COM	749685103	186	19695	DEFINED	1
D RAINBOW TECHNOLOGIES	COM	750862104	66	18800	DEFINED	1
D RALCORP HOLDINGS INC NEW	COM	751028101	549	28213	DEFINED	0
D RALSTON-RALSTON PURINA GROUP	COM	751277302	4916	149876	DEFINED	1
D RAWLINGS SPORTING GOODS INC	COM	754459105	451	140934	DEFINED	1
D * REGIONS FINANCIAL CORP	COM	758940100	257	8905	DEFINED	1
D REINSURANCE GROUP OF AMERICA	COM	759351109	306	8973	DEFINED	1
D REPSOL YPF S A	COM	76026T205	424	29110	DEFINED	0
D REUTERS GROUP PLC	COM	76132M102	212	4061	DEFINED	1
D ROCKWELL INTL CORP NEW	COM	773903109	475	32365	DEFINED	1
D ROCKWELL COLLINS INC	COM	774341101	457	32165	DEFINED	0
D ROSS STORES INC	COM	778296103	293	10005	DEFINED	1
D SERVICE CORP INTL	COM	817565104	318	52864	DEFINED	1
D SERVICEMASTER CO	COM	81760N109	198	17888	DEFINED	1
D * SIGMA ALDRICH CORP	COM	826552101	8153	180382	DEFINED	1
D SIMULA INC	COM	829206101	32	11000	DEFINED	1
D SKY FINANCIAL GROUP INC	COM	83080P103	211	10586	DEFINED	1
D SNAP-ON INC	COM	833034101	4066	182078	DEFINED	1
D SOLECTRON CORP	COM	834182107	353	30324	DEFINED	1
D SOUTHERN COMPANY	COM	842587107	971	40487	DEFINED	1
D SOUTHWEST AIRLINES CO	COM	844741108	7238	487751	DEFINED	1
D SOVRAN SELF STORAGE INC	COM	84610H108	376	13635	DEFINED	1
D SPRINT CORP (FON GROUP)	COM	852061100	1175	48918	DEFINED	1

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D SPRINT CORP (PCS GROUP)	COM	852061506	495	18814	DEFINED	1
D * STAPLES INC	COM	855030102	240	17955	DEFINED	1
D STAR GAS PARTNERS L.P.	COM	85512C105	239	11946	DEFINED	1
D STATE STREET CORP	COM	857477103	1972	43346	DEFINED	1
D TELECOM ARGENTINA STET-FRANCE	COM	879273209	149	17100	DEFINED	1
D TELECOM CORP NEW ZEALAND LTD	COM	879278208	191	13720	DEFINED	1
D TELECOM ITALIA SPA	COM	87927W106	240	3150	DEFINED	1
D TELEFONICA S.A.	COM	879382208	266	7828	DEFINED	1
D TELEFONOS DE MEXICO S.A.	COM	879403780	352	10910	DEFINED	1
D * TELLABS INC	COM	879664100	235	23745	DEFINED	1
D TELUS CORP	COM	87971M202	150	13300	DEFINED	0
D TEMPLETON GLOBAL GOVERNMENTS -	COM	879929107	119	20000	DEFINED	1
D TEMPLETON GLOBAL INCOME FUND	COM	880198106	200	30000	DEFINED	1
D TEVA PHARMACEUTICAL INDS ADR	COM	881624209	1213	20060	DEFINED	1
D TEXACO INCORPORATED	COM	881694103	23530	362002	DEFINED	1
D TEXAS INSTRUMENTS INC	COM	882508104	2738	109598	DEFINED	1
D THERMOGENESIS CORP #	COM	883623209	34	18000	DEFINED	1
D TOTAL FINA ELF S A	COM	89151E109	315	4669	DEFINED	1
D TRI-CONTINENTAL CORP	COM	895436103	238	13000	DEFINED	1
D TRIBUNE CO NEW	COM	896047107	9057	288453	DEFINED	1
D TYCO INTERNATIONAL LTD NEW	COM	902124106	6551	143988	DEFINED	1
D * USA TRUCK INC	COM	902925106	325	44194	DEFINED	1
D WAL-MART STORES INC	COM	931142103	39875	805561	DEFINED	1
D WALGREEN COMPANY	COM	931422109	6220	180666	DEFINED	1
D WASHINGTON MUTUAL INC	COM	939322103	995	25848	DEFINED	1
D WASHINGTON POST CO CL B	COM	939640108	221	425	DEFINED	1
D WASTE MANAGEMENT INC NEW	COM	94106L109	428	16015	DEFINED	1
D WELLS FARGO & CO NEW	COM	949746101	29293	659009	DEFINED	1
D WEYERHAEUSER CO	COM	962166104	597	12252	DEFINED	1
D WILLIAMS COMPANIES INC	COM	969457100	929	34036	DEFINED	1
D WILLIAMS ENERGY PARTNERS L.P.	COM	969491109	265	7156	DEFINED	1
D WILMINGTON TRUST CORP	COM	971807102	563	10200	DEFINED	1
D * WORLDCOM INC GA NEW	COM	98157D106	1932	128429	DEFINED	1
D XO COMMUNICATIONS INC	COM	983764101	5	12337	DEFINED	1
D XCEL ENERGY INC	COM	98389B100	831	29524	DEFINED	1
D XEROX CORPORATION	COM	984121103	340	43857	DEFINED	1
D ZEBRA TECHNOLOGIES CORP	COM	989207105	1505	40173	DEFINED	1
D ZILA INC	COM	989513205	61	34328	DEFINED	1
D IRELAND BANK	COM	46267Q103	331	10500	DEFINED	0
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	2029	48940	DEFINED	1
D JDN REALTY CORP	COM	465917102	251	23650	DEFINED	1
D JDS UNIPHASE CORP	COM	46612J101	148	23400	DEFINED	1
D J NET ENTERPRISES INC	COM	46622V102	156	39000	DEFINED	1
D JP MORGAN CHASE & CO	COM	46625H100	17987	526713	DEFINED	1
D JEFFERSON PILOT CORP	COM	475070108	420	9449	DEFINED	1
D JOHNSON & JOHNSON	COM	478160104	28566	515638	DEFINED	1
D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	236	5959	DEFINED	1
D KELLOGG CO	COM	487836108	467	15572	DEFINED	1
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	215	4133	DEFINED	1
D KEY PRODUCTION CO	COM	493138101	173	15000	DEFINED	1
D KEYCORP NEW	COM	493267108	204	8452	DEFINED	1
D KIMBERLY CLARK CORP	COM	494368103	2126	34297	DEFINED	1
D KIMCO REALTY CORP	COM	49446R109	3500	72082	DEFINED	1
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	935	27010	DEFINED	1
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	2025	10386	DEFINED	1
D MARRIOTT INTL INC NEW	COM	571903202	323	9684	DEFINED	1
D MASCO CORPORATION	COM	574599106	254	12450	DEFINED	1
D MATSUSHITA ELEC INDL LTD ADR	COM	576879209	229	18965	DEFINED	0
D MAY DEPARTMENT STORES CO	COM	577778103	1606	55344	DEFINED	1
D MCDONALD'S CORP	COM	580135101	4357	160538	DEFINED	1
D MCKESSON CORP	COM	58155Q103	247	6533	DEFINED	1
D MEDTRONIC INC	COM	585055106	9425	216672	DEFINED	1



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D MELLON FINANCIAL CORP	COM	58551A108	521	16108	DEFINED	1
D MERCK & COMPANY INC	COM	589331107	26791	402262	DEFINED	1
D MERCURY COMPUTER SYS INC	COM	589378108	1647	43868	DEFINED	1
D MERRILL LYNCH & CO	COM	590188108	658	16200	DEFINED	1
D METRO GOLDWYN MAYER INC	COM	591610100	344	20300	DEFINED	1
D MICROSOFT CORP	COM	594918104	14404	281485	DEFINED	1
D * HERMAN MILLER INC	COM	600544100	1541	79162	DEFINED	1
D MINN MINING & MFG CO	COM	604059105	5520	56101	DEFINED	1
D MITSUBISHI TOKYO FINL GROUP	COM	606816106	322	41570	DEFINED	1
D NORFOLK SOUTHERN CORP	COM	655844108	357	22153	DEFINED	1
D NORTEL NETWORKS CORP NEW	COM	656568102	100	17763	DEFINED	1
D NORTH FORK BANCORPORATION (NY)	COM	659424105	202	6800	DEFINED	1
D NORTHERN BORDER PARTNERS L P	COM	664785102	1209	31117	DEFINED	1
D NORTHWEST AIRLINES CORPORATION	COM	667280101	114	10000	DEFINED	1
D NTELOS INC	COM	67019U101	167	20000	DEFINED	1
D NUVEEN CALIF MUNI VALUE FUND	COM	67062C107	170	17569	DEFINED	1
D NUVEEN CALIF PERFORMANCE PLUS-	COM	67062Q106	239	15640	DEFINED	1
D NUVEEN PREM INCOME MUN FD INC	COM	67062T100	226	16003	DEFINED	1
D NUVEEN SELECT TAX-FREE INCOME-	COM	67063C106	160	11385	DEFINED	1
D NUVEEN PREM INCM MUNI FD 2 INC	COM	67063W102	147	10042	DEFINED	1
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	176	11733	DEFINED	1
D * PHILADELPHIA CONS HOLDING CP	COM	717528103	2328	67013	DEFINED	1
D PHILIP MORRIS COMPANIES INC	COM	718154107	3303	68393	DEFINED	1
D PHILLIPS PETROLEUM	COM	718507106	205	3799	DEFINED	1
D PHOTOGEN TECHNOLOGIES INC	COM	71932A101	16	12000	DEFINED	1
D PLANTRONICS INC NEW	COM	727493108	1584	92887	DEFINED	1
D PLAYTEX PRODUCTS INC	COM	72813P100	2851	280915	DEFINED	1
D PLEXUS CORP (WI)	COM	729132100	672	28500	DEFINED	0
D PLUM CREEK TIMBER CO INC	COM	729251108	2310	86481	DEFINED	1
D POLARIS INDUSTRIES INC	COM	731068102	384	10000	DEFINED	1
D PORTUGAL TELECOM SGPS S.A.	COM	737273102	242	33762	DEFINED	1
D POTASH CP OF SASKATCHEWAN	COM	73755L107	205	3674	DEFINED	1
D PROCTER & GAMBLE CO	COM	742718109	12499	171710	DEFINED	1
D PROGRESS ENERGY INC	COM	743263105	862	20049	DEFINED	1
D PROVIDIAN FINANCIAL CORP	COM	74406A102	416	20624	DEFINED	1
D PUBLIC SVC ENTERPRISE GROUP	COM	744573106	741	17417	DEFINED	1
D ROYAL BANK OF CANADA	COM	780087102	325	10647	DEFINED	1
D ROYAL DUTCH PETROLEUM CO NEW	COM	780257804	4255	84670	DEFINED	1
D RUSS BERRIE & CO INC	COM	782233100	202	7590	DEFINED	1
D SBC COMMUNICATIONS INC	COM	78387G103	11724	248811	DEFINED	1
D STANDARD & POOR'S 500	COM	78462F103	668	6395	DEFINED	1
D S1 CORPORATION	COM	78463B101	289	34200	DEFINED	0
D SAFEWAY INC NEW	COM	786514208	1156	29110	DEFINED	1
D ST JOE COMPANY	COM	790148100	3508	135715	DEFINED	1
D ST. JUDE MEDICAL INC.	COM	790849103	240	3500	DEFINED	1
D SALOMON BROTHERS FUND INC	COM	795477108	532	44863	DEFINED	1
D SARA LEE CORP	COM	803111103	3616	169788	DEFINED	1
D SCHERING-PLOUGH CORP	COM	806605101	10926	294490	DEFINED	1
D SCHLUMBERGER LTD	COM	806857108	1670	36545	DEFINED	1
D SCHOLASTIC CORP	COM	807066105	296	6800	DEFINED	0
D SCOTTS COMPANY	COM	810186106	1528	44818	DEFINED	1
D E W SCRIPPS CO NEW CL A	COM	811054204	23542	386510	DEFINED	1
D SEALED AIR CORP NEW	COM	81211K100	238	6527	DEFINED	1
D STEWART ENTERPRISES INC	COM	860370105	281	48373	DEFINED	1
D STILWELL FINANCIAL INC	COM	860831106	2344	120200	DEFINED	1
D SUIZA FOODS CORP	COM	865077101	1733	27450	DEFINED	1
D SUN COMMUNITIES INC	COM	866674104	5527	150811	DEFINED	1
D SUN MICROSYSTEMS INC	COM	866810104	2182	263807	DEFINED	1
D SUNTRUST BANKS INC	COM	867914103	1034	15523	DEFINED	1
D SURMODICS INC	COM	868873100	394	9860	DEFINED	1
D SWITCHBOARD INC	COM	871045100	30	10200	DEFINED	0
D * SYMANTEC CORP	COM	871503108	422	12166	DEFINED	1

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D SYSCO CORPORATION	COM	871829107	5991	234582	DEFINED	1
D TCF FINANCIAL CORP	COM	872275102	230	5000	DEFINED	1
D TECO ENERGY INC	COM	872375100	1140	42071	DEFINED	1
D TII INDUSTRIES INC #	COM	872479209	11	20000	DEFINED	1
D TXU CORP	COM	873168108	468	10106	DEFINED	1
D TARGET CORP	COM	87612E106	1448	45601	DEFINED	1
D US BANCORP NEW	COM	902973304	710	32007	DEFINED	1
D * USA NETWORKS INC	COM	902984103	361	20100	DEFINED	1
D UNILEVER PLC NEW	COM	904767704	344	11480	DEFINED	1
D UNION PACIFIC CORP	COM	907818108	791	16862	DEFINED	1
D UNION PLANTERS CORP	COM	908068109	215	5007	DEFINED	1
D UNITED PARCEL SERVICE INC	COM	911312106	480	9231	DEFINED	1
D UNITED TECHNOLOGIES CORP	COM	913017109	1003	21566	DEFINED	1
D UNUMPROVIDENT CORP	COM	91529Y106	387	15308	DEFINED	1
D * VAIL BANKS INC	COM	918779109	687	62941	DEFINED	1
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	1854	28895	DEFINED	1
D VECTREN CORP	COM	92240G101	455	20315	DEFINED	1
D * VERITAS SOFTWARE CO	COM	923436109	286	15516	DEFINED	1
D * VERISIGN INC	COM	92343E102	1355	32338	DEFINED	1
D VERIZON COMMUNICATIONS	COM	92343V104	8794	162526	DEFINED	1
D VIACOM INC CL B	COM	925524308	9427	273258	DEFINED	1
D VODAFONE GROUP PLC NEW	COM	92857W100	949	43211	DEFINED	1
D ACE LIMITED ORD	COM	G0070K103	223	7733	DEFINED	1
D EVEREST RE GROUP LTD	COM	G3223R108	660	10199	DEFINED	1
D GLOBAL CROSSING LTD	COM	G3921A100	44	24679	DEFINED	1
D TRANSOCEAN SEDCO FOREX INC	COM	G90078109	956	36231	DEFINED	1
D XL CAPITAL LTD	COM	G98255105	423	5350	DEFINED	1
D MADGE NETWORKS N.V.	COM	N5424G106	3	10000	DEFINED	1
S REPORT SUMMARY	484 DATA RECORDS		1274008		2 OTHER MANAGERS	