

FIFTH THIRD BANCORP
Form 13F-HR
August 14, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: June 30, 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. ----- [Signature]	Cincinnati, Ohio ----- [City, State]	August 14, 2012 ----- [Date]
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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
 28-10115

 Fifth Third Bank
 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: 2,158

Form 13F Information Table Value Total (x\$1000): 8,767,710

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/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
	DEUTSCHE BANK AG	NAMEN AKT	D18190898	185	5119	SH		DEFINED	5
				185	5119				
	AMDOCS LTD	ORD	G02602103	915	30773	SH		DEFINED	5
				915	30773				
	AON PLC	SHS CL A	G0408V102	2672	57122	SH		DEFINED	5
				2672	57122				
	ARCH CAP GROUP LTD	ORD	G0450A105	52	1306	SH		DEFINED	5
				52	1306				
	ARCOS DORADOS HOLDINGS INC	SHS CLASS -A -	G0457F107	9	630	SH		DEFINED	5
				9	630				
	ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	342	11837	SH		DEFINED	5
				342	11837				
	ASSURED GUARANTY LTD	COM	G0585R106	29	2028	SH		DEFINED	5

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			-----	-----		
			29	2028		
ENERGY XXI (BERMUDA) LTD	USD UNRS SHS	G10082140	16	500	SH	DEFINED 5
			-----	-----		
			16	500		
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	27627	459755	SH	DEFINED 5
			-----	-----		
			27627	459755		
BUNGE LIMITED	COM	G16962105	570	9078	SH	DEFINED 5
			-----	-----		
			570	9078		
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	3	600	SH	DEFINED 5
			-----	-----		
			3	600		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
COOPER INDUSTRIES PLC	SHS	G24140108	227	3334	SH		DEFINED 5	
			-----	-----				
			227	3334				
COSAN LTD	SHS A	G25343107	4	300	SH		DEFINED 5	
			-----	-----				
			4	300				
COVIDIEN PLC	SHS	G2554F113	4750	88793	SH		DEFINED 5	
			-----	-----				
			4750	88793				
DELPHI AUTOMOTIVE PLC	SHS	G27823106	1	29	SH		DEFINED 5	
			-----	-----				
			1	29				
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	1060	27668	SH		DEFINED 5	
			-----	-----				
			1060	27668				
ENSTAR GROUP LIMITED	SHS	G3075P101	3	30	SH		DEFINED 5	
			-----	-----				
			3	30				
ENSCO PLC	SHS CLASS A	G3157S106	464	9878	SH		DEFINED 5	
			-----	-----				
			464	9878				
EVEREST RE GROUP LTD	COM	G3223R108	1	12	SH		DEFINED 5	
			-----	-----				
			1	12				

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FRESH DEL MONTE PRODUCE INC	ORD	G36738105	201	8559	SH	DEFINED	5
			-----	-----			
			201	8559			
GENPACT LIMITED	SHS	G3922B107	17	1000	SH	DEFINED	5
			-----	-----			
			17	1000			
HELEN OF TROY CORP LTD	COM	G4388N106	10	300	SH	DEFINED	5
			-----	-----			
			10	300			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
HERBALIFE LTD	COM USD SHS	G4412G101	10	200	SH	DEFINED	5	
			-----	-----				
			10	200				
INGERSOLL-RAND PLC	SHS	G47791101	972	23033	SH	DEFINED	5	
			-----	-----				
			972	23033				
INVESCO LTD	SHS	G491BT108	5923	262099	SH	DEFINED	5	
			-----	-----				
			5923	262099				
LAZARD LTD	SHS A	G54050102	1	26	SH	DEFINED	5	
			-----	-----				
			1	26				
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	6927	614128	SH	DEFINED	5	
			-----	-----				
			6927	614128				
MICHAEL KORS HLDGS LTD	SHS	G60754101	1	13	SH	DEFINED	5	
			-----	-----				
			1	13				
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	1834	86135	SH	DEFINED	5	
			-----	-----				
			1834	86135				
NABORS INDUSTRIES LTD	SHS	G6359F103	1016	70523	SH	DEFINED	5	
			-----	-----				
			1016	70523				
PARTNERRE LTD	COM	G6852T105	6	75	SH	DEFINED	5	
			-----	-----				
			6	75				
ROWAN COMPANIES PLC	SHS CL A	G7665A101	3	79	SH	DEFINED	5	

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		-----		-----			
		3	79				
SEADRILL LIMITED	SHS	G7945E105	1035	29143	SH	DEFINED	5
			-----	-----			
			1035	29143			

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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	
-----		-----		-----		-----		
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	3179	128529	SH	DEFINED	5	
			-----	-----				
			3179	128529				
SIGNET JEWELERS LIMITED	SHS	G81276100	1	18	SH	DEFINED	5	
			-----	-----				
			1	18				
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	20	619	SH	DEFINED	5	
			-----	-----				
			20	619				
WARNER CHILCOTT PLC IRELAND	SHS A	G94368100	80	4479	SH	DEFINED	5	
			-----	-----				
			80	4479				
WHITE MTNS INS GROUP LTD	COM	G9618E107	1690	3239	SH	DEFINED	5	
			-----	-----				
			1690	3239				
WILLIS GROUP HOLDINGS PUBLIC	SHS	G96666105	2	66	SH	DEFINED	5	
			-----	-----				
			2	66				
XL GROUP PLC	SHS	G98290102	4	203	SH	DEFINED	5	
			-----	-----				
			4	203				
ACE LTD	SHS	H0023R105	5802	78270	SH	DEFINED	5	
			-----	-----				
			5802	78270				
ALLIED WRLD ASSUR COM HLDG A	SHS	H01531104	75	944	SH	DEFINED	5	
			-----	-----				
			75	944				
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	977	77343	SH	DEFINED	5	
			-----	-----				
			977	77343				
FOSTER WHEELER AG	COM	H27178104	0	24	SH	DEFINED	5	
			-----	-----				
				24				

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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
GARMIN LTD	SHS	H2906T109	3	75	SH		DEFINED	5
			3	75				
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	4264	131077	SH		DEFINED	5
			4264	131077				
TE CONNECTIVITY LTD	REG SHS	H84989104	225	7060	SH		DEFINED	5
			225	7060				
TRANSOCEAN LTD	REG SHS	H8817H100	350	7819	SH		DEFINED	5
			350	7819				
TYCO INTERNATIONAL LTD	SHS	H89128104	552	10443	SH		DEFINED	5
			552	10443				
UBS AG	SHS NEW	H89231338	1906	162728	SH		DEFINED	5
			1906	162728				
ADECOAGRO S A	COM	L00849106	5	500	SH		DEFINED	5
			5	500				
ALTISOURCE PORTFOLIO SOLNS S	REG SHS	L0175J104	9	118	SH		DEFINED	5
			9	118				
ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	589	21139	SH		DEFINED	5
			589	21139				
CAESARSTONE SDOT-YAM LTD	ORD SHS	M20598104	234	19238	SH		DEFINED	5
			234	19238				
CERAGON NETWORKS LTD	ORD	M22013102	43	5000	SH		DEFINED	5
			43	5000				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP									
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	558	11244	SH		DEFINED	5	
			558	11244					
EZCHIP SEMICONDUCTOR LIMITED	ORD	M4146Y108	20	500	SH		DEFINED	5	
			20	500					
MELLANOX TECHNOLOGIES LTD	SHS	M51363113	1176	16605	SH		DEFINED	5	
			1176	16605					
ASML HOLDING N V	NY REG SHS	N07059186	1	28	SH		DEFINED	5	
			1	28					
CORE LABORATORIES N V	COM	N22717107	35	300	SH		DEFINED	5	
			35	300					
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	5	115	SH		DEFINED	5	
			5	115					
NXP SEMICONDUCTORS N V	COM	N6596X109	0	12	SH		DEFINED	5	
				12					
QIAGEN NV	REG SHS	N72482107	601	36001	SH		DEFINED	5	
			601	36001					
COPA HOLDINGS SA	CL A	P31076105	182	2203	SH		DEFINED	5	
			182	2203					
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	4	161	SH		DEFINED	5	
			4	161					
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	17	471	SH		DEFINED	5	
			17	471					

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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		

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DIANA CONTAINERSHIPS INC	COM	Y2069P101	1	74	SH	DEFINED	5
			-----	-----			
			1	74			
FLEXTRONICS INTL LTD	ORD	Y2573F102	38	6056	SH	DEFINED	5
			-----	-----			
			38	6056			
NAVIOS MARITIME HOLDINGS INC	COM	Y62196103	3	1000	SH	DEFINED	5
			-----	-----			
			3	1000			
TEEKAY CORPORATION	COM	Y8564W103	12	403	SH	DEFINED	5
			-----	-----			
			12	403			
TEEKAY OFFSHORE PARTNERS L P	PARTNERSHIP UN	Y8565J101	5	175	SH	DEFINED	5
			-----	-----			
			5	175			
AAR CORP	COM	000361105	536	39792	SH	DEFINED	5
			-----	-----			
			536	39792			
ABB LTD	SPONSORED ADR	000375204	433	26527	SH	DEFINED	5
			-----	-----			
			433	26527			
ACCO BRANDS CORP	COM	00081T108	4	435	SH	DEFINED	5
			-----	-----			
			4	435			
AFLAC INC	COM	001055102	5350	125618	SH	DEFINED	5
			-----	-----			
			5350	125618			
AGCO CORP	COM	001084102	86	1876	SH	DEFINED	5
			-----	-----			
			86	1876			
AGIC CONV & INCOME FD	COM	001190107	18	2021	SH	DEFINED	5
			-----	-----			
			18	2021			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
AGIC CONV & INCOME FD II	COM	001191105	5	644	SH	DEFINED	5	
			-----	-----				
			5	644				
AGL RES INC	COM	001204106	23	585	SH	DEFINED	5	

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			23	585		
AES CORP	COM	00130H105	198	15427	SH	DEFINED 5
			198	15427		
AK STL HLDG CORP	COM	001547108	29	4950	SH	DEFINED 5
			29	4950		
ALPS ETF TR	ALERIAN MLP	00162Q866	50	3123	SH	DEFINED 5
			50	3123		
AMC NETWORKS INC	CL A	00164V103	16	460	SH	DEFINED 5
			16	460		
AOL INC	COM	00184X105	2	57	SH	DEFINED 5
			2	57		
AT&T INC	COM	00206R102	88046	2469025	SH	DEFINED 5
			88046	2469025		
AVX CORP NEW	COM	002444107	15	1442	SH	DEFINED 5
			15	1442		
AARONS INC	COM PAR \$0.50	002535300	1	35	SH	DEFINED 5
			1	35		
ABAXIS INC	COM	002567105	122	3306	SH	DEFINED 5
			122	3306		

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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
ABBOTT LABS	COM	002824100	100898	1565027	SH		DEFINED 5	
			100898	1565027				
ABERCROMBIE & FITCH CO	CL A	002896207	4	105	SH		DEFINED 5	
			4	105				
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	3745	490245	SH		DEFINED 5	
			3745	490245				

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ABERDEEN ISRAEL FUND INC	COM	00301L109	70	5600	SH	DEFINED	5
			-----	-----			
			70	5600			
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	229	22901	SH	DEFINED	5
			-----	-----			
			229	22901			
ABIOMED INC	COM	003654100	375	16448	SH	DEFINED	5
			-----	-----			
			375	16448			
ACCELRY'S INC	COM	00430U103	4	500	SH	DEFINED	5
			-----	-----			
			4	500			
ACETO CORP	COM	004446100	74	8208	SH	DEFINED	5
			-----	-----			
			74	8208			
ACME PACKET INC	COM	004764106	27	1428	SH	DEFINED	5
			-----	-----			
			27	1428			
ACTIVISION BLIZZARD INC	COM	00507V109	838	69871	SH	DEFINED	5
			-----	-----			
			838	69871			
ACUITY BRANDS INC	COM	00508Y102	9	185	SH	DEFINED	5
			-----	-----			
			9	185			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
ADA ES INC	COM	005208103	3	100	SH	DEFINED	5	
			-----	-----				
			3	100				
ADAMS EXPRESS CO	COM	006212104	853	80871	SH	DEFINED	5	
			-----	-----				
			853	80871				
ADOBE SYS INC	COM	00724F101	35	1085	SH	DEFINED	5	
			-----	-----				
			35	1085				
ADVANCE AUTO PARTS INC	COM	00751Y106	72	1050	SH	DEFINED	5	
			-----	-----				
			72	1050				
ADVENT CLAY CONV SEC INC FD	COM	007639107	19	3000	SH	DEFINED	5	

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				19	3000		
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	681	41383	SH	DEFINED	5
			681	41383			
AEGION CORP	COM	00770F104	57	3200	SH	DEFINED	5
			57	3200			
ADVANCED MICRO DEVICES INC	COM	007903107	8	1471	SH	DEFINED	5
			8	1471			
ADVENT SOFTWARE INC	COM	007974108	1366	50379	SH	DEFINED	5
			1366	50379			
AETERNA ZENTARIS INC	COM	007975204	51	100000	SH	DEFINED	5
			51	100000			
AETNA INC NEW	COM	00817Y108	44	1147	SH	DEFINED	5
			44	1147			

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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	
AFFILIATED MANAGERS GROUP	COM	008252108	884	8073	SH	DEFINED	5	
			884	8073				
AFFYMETRIX INC	COM	00826T108	5	1000	SH	DEFINED	5	
			5	1000				
AGILENT TECHNOLOGIES INC	COM	00846U101	4970	126648	SH	DEFINED	5	
			4970	126648				
AGNICO EAGLE MINES LTD	COM	008474108	36	900	SH	DEFINED	5	
			36	900				
AGRIUM INC	COM	008916108	297	3355	SH	DEFINED	5	
			297	3355				
AIR METHODS CORP	COM PAR \$.06	009128307	3	35	SH	DEFINED	5	
			3	35				

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AIR PRODS & CHEMS INC	COM	009158106	17854	221158	SH	DEFINED	5
			-----	-----			
			17854	221158			
AIRGAS INC	COM	009363102	3794	45162	SH	DEFINED	5
			-----	-----			
			3794	45162			
AKAMAI TECHNOLOGIES INC	COM	00971T101	987	31080	SH	DEFINED	5
			-----	-----			
			987	31080			
AKORN INC	COM	009728106	465	29499	SH	DEFINED	5
			-----	-----			
			465	29499			
ALBEMARLE CORP	COM	012653101	2732	45807	SH	DEFINED	5
			-----	-----			
			2732	45807			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
ALCOA INC	COM	013817101	2153	246070	SH	DEFINED	5	
			-----	-----				
			2153	246070				
ALCATEL-LUCENT	SPONSORED ADR	013904305	1	778	SH	DEFINED	5	
			-----	-----				
			1	778				
ALEXANDER & BALDWIN HLDGS IN	COM	014481105	2792	52434	SH	DEFINED	5	
			-----	-----				
			2792	52434				
ALERE INC	COM	01449J105	3	142	SH	DEFINED	5	
			-----	-----				
			3	142				
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	1861	25592	SH	DEFINED	5	
			-----	-----				
			1861	25592				
ALEXION PHARMACEUTICALS INC	COM	015351109	4036	40641	SH	DEFINED	5	
			-----	-----				
			4036	40641				
ALLEGHANY CORP DEL	COM	017175100	1033	3039	SH	DEFINED	5	
			-----	-----				
			1033	3039				
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	122	3826	SH	DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA
ALLERGAN INC	COM	018490102	1116	12054	SH	DEFINED	5
			1116	12054			
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1687	12498	SH	DEFINED	5
			1687	12498			
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	38	675	SH	DEFINED	5
			38	675			

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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	MA
ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	61	4066	SH	DEFINED	5
			61	4066			
ALLIANT ENERGY CORP	COM	018802108	6260	137374	SH	DEFINED	5
			6260	137374			
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	27	3291	SH	DEFINED	5
			27	3291			
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	43	3400	SH	DEFINED	5
			43	3400			
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	10	878	SH	DEFINED	5
			10	878			
ALLSTATE CORP	COM	020002101	4081	116307	SH	DEFINED	5
			4081	116307			
ALMOST FAMILY INC	COM	020409108	27	1200	SH	DEFINED	5
			27	1200			
ALPHA NATURAL RESOURCES INC	COM	02076X102	52	5935	SH	DEFINED	5
			52	5935			
ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	3	531	SH	DEFINED	5
			3	531			

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ALPINE TOTAL DYNAMIC DIVID F	COM SBI	021060108	3	700	SH	DEFINED	5
			-----	-----			
			3	700			
ALTERA CORP	COM	021441100	10748	317600	SH	DEFINED	5
			-----	-----			
			10748	317600			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ALTRIA GROUP INC	COM	02209S103	41428	1199074	SH	DEFINED	5		
			-----	-----					
			41428	1199074					
AMAZON COM INC	COM	023135106	10545	46177	SH	DEFINED	5		
			-----	-----					
			10545	46177					
AMEREN CORP	COM	023608102	700	20867	SH	DEFINED	5		
			-----	-----					
			700	20867					
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	1021	39169	SH	DEFINED	5		
			-----	-----					
			1021	39169					
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	1489	141905	SH	DEFINED	5		
			-----	-----					
			1489	141905					
AMERICAN CAMPUS CMNTYS INC	COM	024835100	4718	104896	SH	DEFINED	5		
			-----	-----					
			4718	104896					
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	2837	84404	SH	DEFINED	5		
			-----	-----					
			2837	84404					
AMERICAN CAP LTD	COM	02503Y103	312	30975	SH	DEFINED	5		
			-----	-----					
			312	30975					
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	1835	92993	SH	DEFINED	5		
			-----	-----					
			1835	92993					
AMERICAN ELEC PWR INC	COM	025537101	3025	75822	SH	DEFINED	5		
			-----	-----					
			3025	75822					
AMERICAN EQTY INVT LIFE HLD	COM	025676206	503	45720	SH	DEFINED	5		

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PAGE 15 OF 197	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT	O
				VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	DSCRETN		
	AMERICAN EXPRESS CO	COM	025816109	18547	318615	SH	DEFINED	5	
				18547	318615				
	AMERICAN FINL GROUP INC OHIO	COM	025932104	7	191	SH	DEFINED	5	
				7	191				
	AMERICAN INTL GROUP INC	*W EXP 01/19/2	026874156	1	114	SH	DEFINED	5	
				1	114				
	AMERICAN INTL GROUP INC	COM NEW	026874784	58	1804	SH	DEFINED	5	
				58	1804				
	AMERICAN MIDSTREAM PARTNERS	COM UNITS	02752P100	25	1300	SH	DEFINED	5	
				25	1300				
	AMERICAN NATL INS CO	COM	028591105	7	100	SH	DEFINED	5	
				7	100				
	AMERICAN RLTY CAP TR INC	COM	02917L101	180	16476	SH	DEFINED	5	
				180	16476				
	AMERICAN SELECT PORTFOLIO IN	COM	029570108	5	500	SH	DEFINED	5	
				5	500				
	AMERICAN TOWER CORP NEW	COM	03027X100	3012	43082	SH	DEFINED	5	
				3012	43082				
	AMERICAN WTR WKS CO INC NEW	COM	030420103	40	1157	SH	DEFINED	5	
				40	1157				
	AMERICAS CAR MART INC	COM	03062T105	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/ PUT/ PRN CALL	INVSTMT DSCRETN	5	O MA
AMERISOURCEBERGEN CORP	COM	03073E105	4475	113722	SH	DEFINED	5	
			4475	113722				
AMERIGROUP CORP	COM	03073T102	3	39	SH	DEFINED	5	
			3	39				
AMERIPRISE FINL INC	COM	03076C106	3919	74988	SH	DEFINED	5	
			3919	74988				
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	22	550	SH	DEFINED	5	
			22	550				
AMETEK INC NEW	COM	031100100	3510	70335	SH	DEFINED	5	
			3510	70335				
AMGEN INC	COM	031162100	19742	270767	SH	DEFINED	5	
			19742	270767				
AMPHENOL CORP NEW	CL A	032095101	61	1108	SH	DEFINED	5	
			61	1108				
AMYLIN PHARMACEUTICALS INC	COM	032346108	72	2551	SH	DEFINED	5	
			72	2551				
ANADARKO PETE CORP	COM	032511107	1016	15345	SH	DEFINED	5	
			1016	15345				
ANALOG DEVICES INC	COM	032654105	5889	156331	SH	DEFINED	5	
			5889	156331				
ANGIODYNAMICS INC	COM	03475V101	79	6542	SH	DEFINED	5	
			79	6542				

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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	5	O MA

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	4	115	SH	DEFINED	5
			4	115			
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	5617	70526	SH	DEFINED	5
			5617	70526			
ANNALY CAP MGMT INC	COM	035710409	1486	88572	SH	DEFINED	5
			1486	88572			
ANSYS INC	COM	03662Q105	941	14906	SH	DEFINED	5
			941	14906			
A123 SYS INC	COM	03739T108	13	10000	SH	DEFINED	5
			13	10000			
APACHE CORP	COM	037411105	19528	222183	SH	DEFINED	5
			19528	222183			
APACHE CORP	PFD CONV SER D	037411808	50	1000	SH	DEFINED	5
			50	1000			
APARTMENT INVT & MGMT CO	CL A	03748R101	56	2090	SH	DEFINED	5
			56	2090			
APOLLO GROUP INC	CL A	037604105	2	64	SH	DEFINED	5
			2	64			
APOLLO INVT CORP	COM	03761U106	20	2549	SH	DEFINED	5
			20	2549			
APPLE INC	COM	037833100	142550	244093	SH	DEFINED	5
			142550	244093			

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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
APPLIED MATLS INC	COM	038222105	1716	149942	SH	DEFINED	5
			1716	149942			

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APTARGROUP INC	COM	038336103	711	13918	SH	DEFINED	5
			-----	-----			
			711	13918			
AQUA AMERICA INC	COM	03836W103	147	5876	SH	DEFINED	5
			-----	-----			
			147	5876			
ARCH COAL INC	COM	039380100	1	150	SH	DEFINED	5
			-----	-----			
			1	150			
ARCHER DANIELS MIDLAND CO	COM	039483102	415	14067	SH	DEFINED	5
			-----	-----			
			415	14067			
ARENA PHARMACEUTICALS INC	COM	040047102	10	1000	SH	DEFINED	5
			-----	-----			
			10	1000			
ARES CAP CORP	COM	04010L103	46	2885	SH	DEFINED	5
			-----	-----			
			46	2885			
ARIAD PHARMACEUTICALS INC	COM	04033A100	566	32894	SH	DEFINED	5
			-----	-----			
			566	32894			
ARIBA INC	COM NEW	04033V203	5	113	SH	DEFINED	5
			-----	-----			
			5	113			
ARKANSAS BEST CORP DEL	COM	040790107	46	3623	SH	DEFINED	5
			-----	-----			
			46	3623			
ARLINGTON ASSET INVT CORP	CL A NEW	041356205	11	500	SH	DEFINED	5
			-----	-----			
			11	500			

		FORM 13F						
PAGE 19 OF 197		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
-----	-----	-----	-----	-----	-----	-----	-----	-----
ARM HLDGS PLC	SPONSORED ADR	042068106	1581	66437	SH		DEFINED	5
			-----	-----				
			1581	66437				
ARROW ELECTRS INC	COM	042735100	2	57	SH		DEFINED	5
			-----	-----				
			2	57				
ASHFORD HOSPITALITY TR INC	9% CUM PFD SER	044103505	278	10607	SH		DEFINED	5

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			278	10607		
ASHLAND INC NEW	COM	044209104	266	3838	SH	DEFINED 5
			266	3838		
ASIA TIGERS FD INC	COM	04516T105	8	616	SH	DEFINED 5
			8	616		
ASSOCIATED ESTATES RLTY CORP	COM	045604105	679	45436	SH	DEFINED 5
			679	45436		
ASSURANT INC	COM	04621X108	89	2549	SH	DEFINED 5
			89	2549		
ASTRAZENECA PLC	SPONSORED ADR	046353108	976	21807	SH	DEFINED 5
			976	21807		
ATHENAHEALTH INC	COM	04685W103	152	1920	SH	DEFINED 5
			152	1920		
ATHERSYS INC	COM	04744L106	2	1000	SH	DEFINED 5
			2	1000		
ATLANTIC PWR CORP	COM NEW	04878Q863	5	400	SH	DEFINED 5
			5	400		

		FORM 13F						
PAGE 20 OF 197		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
ATLAS AIR WORLDWIDE HLDGS IN	COM NEW	049164205	52	1184	SH		DEFINED 5	
			52	1184				
ATLAS ENERGY LP	COM UNITS LP	04930A104	59	1949	SH		DEFINED 5	
			59	1949				
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	61	1950	SH		DEFINED 5	
			61	1950				
ATLAS RESOURCE PARTNERS LP	COM UNT LTD PR	04941A101	5	198	SH		DEFINED 5	
			5	198				

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ATMEL CORP	COM	049513104	8287	1235004	SH	DEFINED	5
			-----	-----			
			8287	1235004			
ATMOS ENERGY CORP	COM	049560105	249	7086	SH	DEFINED	5
			-----	-----			
			249	7086			
ATWOOD OCEANICS INC	COM	050095108	3543	93621	SH	DEFINED	5
			-----	-----			
			3543	93621			
AURICO GOLD INC	COM	05155C105	370	46175	SH	DEFINED	5
			-----	-----			
			370	46175			
AUTODESK INC	COM	052769106	965	27584	SH	DEFINED	5
			-----	-----			
			965	27584			
AUTOLIV INC	COM	052800109	6	102	SH	DEFINED	5
			-----	-----			
			6	102			
AUTOMATIC DATA PROCESSING IN	COM	053015103	51592	926909	SH	DEFINED	5
			-----	-----			
			51592	926909			

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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
-----	-----	-----	-----	-----	-----	-----	-----
AUTONATION INC	COM	05329W102	1	30	SH	DEFINED	5
			-----	-----			
			1	30			
AUTOZONE INC	COM	053332102	824	2245	SH	DEFINED	5
			-----	-----			
			824	2245			
AVALONBAY CMNTYS INC	COM	053484101	2711	19159	SH	DEFINED	5
			-----	-----			
			2711	19159			
AVERY DENNISON CORP	COM	053611109	114	4167	SH	DEFINED	5
			-----	-----			
			114	4167			
AVIAT NETWORKS INC	COM	05366Y102	2	694	SH	DEFINED	5
			-----	-----			
			2	694			
AVIS BUDGET GROUP	COM	053774105	1	50	SH	DEFINED	5

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			-----	-----		
			1	50		
AVISTA CORP	COM	05379B107	212	7942	SH	DEFINED 5
			-----	-----		
			212	7942		
AVNET INC	COM	053807103	297	9628	SH	DEFINED 5
			-----	-----		
			297	9628		
AVIVA PLC	ADR	05382A104	6	710	SH	DEFINED 5
			-----	-----		
			6	710		
AVON PRODS INC	COM	054303102	92	5687	SH	DEFINED 5
			-----	-----		
			92	5687		
AXCELIS TECHNOLOGIES INC	COM	054540109	1	1028	SH	DEFINED 5
			-----	-----		
			1	1028		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
BB&T CORP	COM	054937107	8429	273217	SH		DEFINED	5
			-----	-----				
			8429	273217				
BCE INC	COM NEW	05534B760	2392	58067	SH		DEFINED	5
			-----	-----				
			2392	58067				
BHP BILLITON PLC	SPONSORED ADR	05545E209	419	7321	SH		DEFINED	5
			-----	-----				
			419	7321				
BP PLC	SPONSORED ADR	055622104	7413	182858	SH		DEFINED	5
			-----	-----				
			7413	182858				
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	868	7450	SH		DEFINED	5
			-----	-----				
			868	7450				
BRE PROPERTIES INC	CL A	05564E106	43	856	SH		DEFINED	5
			-----	-----				
			43	856				
BOFI HLDG INC	COM	05566U108	90	4559	SH		DEFINED	5
			-----	-----				
			90	4559				

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BT GROUP PLC	ADR	05577E101	683	20599	SH	DEFINED	5
			-----	-----			
			683	20599			
BMC SOFTWARE INC	COM	055921100	159	3729	SH	DEFINED	5
			-----	-----			
			159	3729			
BABCOCK & WILCOX CO NEW	COM	05615F102	10	424	SH	DEFINED	5
			-----	-----			
			10	424			
BAIDU INC	SPON ADR REP A	056752108	1236	10749	SH	DEFINED	5
			-----	-----			
			1236	10749			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
BAKER MICHAEL CORP	COM	057149106	73	2800	SH	DEFINED	5	
			-----	-----				
			73	2800				
BAKER HUGHES INC	COM	057224107	773	18801	SH	DEFINED	5	
			-----	-----				
			773	18801				
BALCHEM CORP	COM	057665200	117	3600	SH	DEFINED	5	
			-----	-----				
			117	3600				
BALL CORP	COM	058498106	29	715	SH	DEFINED	5	
			-----	-----				
			29	715				
BALLY TECHNOLOGIES INC	COM	05874B107	66	1424	SH	DEFINED	5	
			-----	-----				
			66	1424				
BANCFIRST CORP	COM	05945F103	525	12535	SH	DEFINED	5	
			-----	-----				
			525	12535				
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	984	66156	SH	DEFINED	5	
			-----	-----				
			984	66156				
BANCO SANTANDER SA	ADR	05964H105	16	2406	SH	DEFINED	5	
			-----	-----				
			16	2406				
BANK OF AMERICA CORPORATION	COM	060505104	5586	682875	SH	DEFINED	5	

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			5586	682875		
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	98	100	SH	DEFINED 5
			98	100		
BANK HAWAII CORP	COM	062540109	23	500	SH	DEFINED 5
			23	500		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
BANK KY FINL CORP	COM	062896105	89	3345	SH		DEFINED 5	
			89	3345				
BANK MONTREAL QUE	COM	063671101	105	1893	SH		DEFINED 5	
			105	1893				
BANK OF NEW YORK MELLON CORP	COM	064058100	7984	363737	SH		DEFINED 5	
			7984	363737				
BANKRATE INC DEL	COM	06647F102	302	16409	SH		DEFINED 5	
			302	16409				
BARCLAYS BK PLC	DJUBS CMDT ETN	06738C778	20329	505948	SH		DEFINED 5	
			20329	505948				
BARCLAYS BK PLC	IPSP CROIL ETN	06738C786	414	20000	SH		DEFINED 5	
			414	20000				
BARCLAYS PLC	ADR	06738E204	236	22874	SH		DEFINED 5	
			236	22874				
BARCLAYS BK PLC	ETN DJUBS IND	06738G407	87	2597	SH		DEFINED 5	
			87	2597				
BARD C R INC	COM	067383109	7495	69759	SH		DEFINED 5	
			7495	69759				
BARCLAYS BK PLC	ETN DJUBS COPR	06739F101	42	944	SH		DEFINED 5	
			42	944				

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BARCLAYS BK PLC	ADR 2 PEF 2	06739F390	1	37	SH	DEFINED	5
			-----	-----			
			1	37			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
BARCLAYS BANK PLC	ETN DJUBS AGRI	06739H206	126	2232	SH	DEFINED	5	
			-----	-----				
			126	2232				
BARCLAYS BANK PLC	ETN DJUBSALUMI	06739H321	5	220	SH	DEFINED	5	
			-----	-----				
			5	220				
BARCLAYS BANK PLC	ADR PFD SR 5	06739H362	198	7815	SH	DEFINED	5	
			-----	-----				
			198	7815				
BARCLAYS BANK PLC	CARRY ETN 38	06739H412	256	5461	SH	DEFINED	5	
			-----	-----				
			256	5461				
BARCLAYS BANK PLC	ADS7.75%PFD S4	06739H511	1	34	SH	DEFINED	5	
			-----	-----				
			1	34				
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	41	1653	SH	DEFINED	5	
			-----	-----				
			41	1653				
BARCLAYS BK PLC	IPTH S&P VIX N	06740C261	1189	78167	SH	DEFINED	5	
			-----	-----				
			1189	78167				
BARCLAYS BK PLC	S&P 500 VEQTOR	06740C337	10294	78941	SH	DEFINED	5	
			-----	-----				
			10294	78941				
BARCLAYS BK PLC	IPTH PURE BRD	06740P114	12	300	SH	DEFINED	5	
			-----	-----				
			12	300				
BARCLAYS BK PLC	IPATH DYNM VIX	06741L609	3303	58014	SH	DEFINED	5	
			-----	-----				
			3303	58014				
BARRICK GOLD CORP	COM	067901108	50	1322	SH	DEFINED	5	
			-----	-----				
			50	1322				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O MA
BARRETT BILL CORP	COM	06846N104	531	24788	SH		DEFINED	5	
			531	24788					
BARRETT BUSINESS SERVICES IN	COM	068463108	69	3287	SH		DEFINED	5	
			69	3287					
BASIC ENERGY SVCS INC NEW	COM	06985P100	10	982	SH		DEFINED	5	
			10	982					
BASSETT FURNITURE INDS INC	COM	070203104	4	412	SH		DEFINED	5	
			4	412					
BAXTER INTL INC	COM	071813109	4048	76167	SH		DEFINED	5	
			4048	76167					
BAYTEX ENERGY CORP	COM	07317Q105	6	150	SH		DEFINED	5	
			6	150					
BE AEROSPACE INC	COM	073302101	38	870	SH		DEFINED	5	
			38	870					
BEACON ROOFING SUPPLY INC	COM	073685109	145	5741	SH		DEFINED	5	
			145	5741					
BEAM INC	COM	073730103	10678	170876	SH		DEFINED	5	
			10678	170876					
BECTON DICKINSON & CO	COM	075887109	10021	134058	SH		DEFINED	5	
			10021	134058					
BED BATH & BEYOND INC	COM	075896100	33	532	SH		DEFINED	5	
			33	532					

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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
BELO CORP	COM SER A	080555105	2	285	SH		DEFINED	5
			2	285				
BEMIS INC	COM	081437105	143	4565	SH		DEFINED	5
			143	4565				
BENCHMARK ELECTRS INC	COM	08160H101	755	54105	SH		DEFINED	5
			755	54105				
BERKLEY W R CORP	COM	084423102	9	225	SH		DEFINED	5
			9	225				
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	40	SH		DEFINED	5
				40				
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	15586	187041	SH		DEFINED	5
			15586	187041				
BERKSHIRE HILLS BANCORP INC	COM	084680107	247	11231	SH		DEFINED	5
			247	11231				
BERRY PETE CO	CL A	085789105	2	44	SH		DEFINED	5
			2	44				
BEST BUY INC	COM	086516101	251	11976	SH		DEFINED	5
			251	11976				
BHP BILLITON LTD	SPONSORED ADR	088606108	2657	40683	SH		DEFINED	5
			2657	40683				
BIG LOTS INC	COM	089302103	58	1425	SH		DEFINED	5
			58	1425				

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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
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G602	1395	53085	SH		DEFINED	5

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			-----	-----		
			1395	53085		
BIO RAD LABS INC	CL A	090572207	617	6173	SH	DEFINED 5
			-----	-----		
			617	6173		
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	4	89	SH	DEFINED 5
			-----	-----		
			4	89		
BIOGEN IDEC INC	COM	09062X103	2486	17219	SH	DEFINED 5
			-----	-----		
			2486	17219		
BIOSCRIP INC	COM	09069N108	303	40732	SH	DEFINED 5
			-----	-----		
			303	40732		
BLACK DIAMOND INC	COM	09202G101	335	35426	SH	DEFINED 5
			-----	-----		
			335	35426		
BLACK HILLS CORP	COM	092113109	229	7126	SH	DEFINED 5
			-----	-----		
			229	7126		
BLACKBAUD INC	COM	09227Q100	1	49	SH	DEFINED 5
			-----	-----		
			1	49		
BLACKROCK NJ INVT QUALITY MU	COM	09247C107	43	3050	SH	DEFINED 5
			-----	-----		
			43	3050		
BLACKROCK INVT QUALITY MUN T	COM	09247D105	18	1071	SH	DEFINED 5
			-----	-----		
			18	1071		
BLACKROCK INC	COM	09247X101	3538	20836	SH	DEFINED 5
			-----	-----		
			3538	20836		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK INCOME OPP TRUST I	COM	092475102	76	7000	SH		DEFINED 5	
			-----	-----				
			76	7000				
BLACKROCK MUNICIPL INC QLTY	COM	092479104	15	923	SH		DEFINED 5	
			-----	-----				
			15	923				

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BLACKROCK MUNI 2018 TERM TR	COM	09248C106	56	3302	SH	DEFINED	5
			-----	-----			
			56	3302			
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	23	1450	SH	DEFINED	5
			-----	-----			
			23	1450			
BLACKROCK MUNIC INCM INVST T	SH BEN INT	09248H105	60	3802	SH	DEFINED	5
			-----	-----			
			60	3802			
BLACKROCK STRATEGIC MUN TR	COM	09248T109	29	2000	SH	DEFINED	5
			-----	-----			
			29	2000			
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	5	300	SH	DEFINED	5
			-----	-----			
			5	300			
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	39	2400	SH	DEFINED	5
			-----	-----			
			39	2400			
BLACKROCK LONG-TERM MUNI ADV	COM	09250B103	19	1500	SH	DEFINED	5
			-----	-----			
			19	1500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	20	8816	SH	DEFINED	5	
			-----	-----				
			20	8816				
BLACKROCK ENERGY & RES TR	COM	09250U101	33	1450	SH	DEFINED	5	
			-----	-----				
			33	1450				
BLACKROCK GLOBAL OPP EQTY TR	COM	092501105	6	486	SH	DEFINED	5	
			-----	-----				
			6	486				
BLACKROCK ENHANCED EQT DIV T	COM	09251A104	76	10484	SH	DEFINED	5	

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				76	10484		
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107	2	275	SH	DEFINED	5
			2	275			
BLACKROCK MUNIVEST FD INC	COM	09253R105	841	77039	SH	DEFINED	5
			841	77039			
BLACKROCK MUNIVEST FD II INC	COM	09253T101	76	4445	SH	DEFINED	5
			76	4445			
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	43	3300	SH	DEFINED	5
			43	3300			
BLACKROCK MUNI INTER DR FD I	COM	09253X102	67	4063	SH	DEFINED	5
			67	4063			
BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	78	6562	SH	DEFINED	5
			78	6562			
BLACKROCK REAL ASSET EQUITY	COM	09254B109	57	5583	SH	DEFINED	5
			57	5583			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
BLACKROCK MUNIYIELD QLTY FD	COM	09254E103	113	7537	SH	DEFINED	5
			113	7537			
BLACKROCK MUNIYIELD QUALITY	COM	09254F100	173	10552	SH	DEFINED	5
			173	10552			
BLACKROCK MUNIASSETS FD INC	COM	09254J102	9	663	SH	DEFINED	5
			9	663			
BLACKROCK MUNIHLDS INVSTM QL	COM	09254P108	10	650	SH	DEFINED	5
			10	650			
BLACKROCK MUNIYIELD INVST FD	COM	09254R104	16	1000	SH	DEFINED	5
			16	1000			

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BLACKROCK MUNIYLD INVST QLT	COM	09254T100	22	1470	SH	DEFINED	5
			-----	-----			
			22	1470			
BLACKROCK MUNIYLD MICH QLT	COM	09254V105	31	1999	SH	DEFINED	5
			-----	-----			
			31	1999			
BLACKROCK MUNIYLD MICH QLT	COM	09254W103	20	1375	SH	DEFINED	5
			-----	-----			
			20	1375			
BLACKROCK MUNIHLDGS NJ QLT	COM	09254X101	103	6615	SH	DEFINED	5
			-----	-----			
			103	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			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK CORPOR HI YLD FD V	COM	09255N102	21	1681	SH	DEFINED	5
			-----	-----			
			21	1681			
BLACKROCK CORPOR HI YLD FD V	COM	09255P107	5	371	SH	DEFINED	5
			-----	-----			
			5	371			
BLACKROCK DEBT STRAT FD INC	COM	09255R103	8	2000	SH	DEFINED	5
			-----	-----			
			8	2000			
BLOCK H & R INC	COM	093671105	28	1744	SH	DEFINED	5
			-----	-----			
			28	1744			
BLUEGREEN CORP	COM	096231105	17	3450	SH	DEFINED	5
			-----	-----			
			17	3450			
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	225	8144	SH	DEFINED	5
			-----	-----			
			225	8144			
BOB EVANS FARMS INC	COM	096761101	227	5643	SH	DEFINED	5

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			-----	-----		
			227	5643		
BOEING CO	COM	097023105	10968	147623	SH	DEFINED 5
			-----	-----		
			10968	147623		
BORGWARNER INC	COM	099724106	1731	26395	SH	DEFINED 5
			-----	-----		
			1731	26395		
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	3	381	SH	DEFINED 5
			-----	-----		
			3	381		
BOSTON PROPERTIES INC	COM	101121101	2435	22472	SH	DEFINED 5
			-----	-----		
			2435	22472		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
BOSTON SCIENTIFIC CORP	COM	101137107	10	1844	SH		DEFINED 5	
			-----	-----				
			10	1844				
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	1342	108778	SH		DEFINED 5	
			-----	-----				
			1342	108778				
BRF-BRASIL FOODS S A	SPONSORED ADR	10552T107	950	62553	SH		DEFINED 5	
			-----	-----				
			950	62553				
BRAVO BRIO RESTAURANT GROUP	COM	10567B109	290	16252	SH		DEFINED 5	
			-----	-----				
			290	16252				
BRIGGS & STRATTON CORP	COM	109043109	9	500	SH		DEFINED 5	
			-----	-----				
			9	500				
BRINKS CO	COM	109696104	43	1848	SH		DEFINED 5	
			-----	-----				
			43	1848				
BRISTOL MYERS SQUIBB CO	COM	110122108	36346	1011021	SH		DEFINED 5	
			-----	-----				
			36346	1011021				
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	2167	21224	SH		DEFINED 5	
			-----	-----				
			2167	21224				

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BROADCOM CORP	CL A	111320107	98	2895	SH	DEFINED	5
			-----	-----			
			98	2895			
BROADSOFT INC	COM	11133B409	1	24	SH	DEFINED	5
			-----	-----			
			1	24			
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	42	1986	SH	DEFINED	5
			-----	-----			
			42	1986			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	7	1495	SH	DEFINED	5	
			-----	-----				
			7	1495				
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	184	5548	SH	DEFINED	5	
			-----	-----				
			184	5548				
BROWN FORMAN CORP	CL A	115637100	10	100	SH	DEFINED	5	
			-----	-----				
			10	100				
BROWN FORMAN CORP	CL B	115637209	3188	32916	SH	DEFINED	5	
			-----	-----				
			3188	32916				
BRUKER CORP	COM	116794108	0	22	SH	DEFINED	5	
			-----	-----				
				22				
BRUNSWICK CORP	COM	117043109	980	44090	SH	DEFINED	5	
			-----	-----				
			980	44090				
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	182	3483	SH	DEFINED	5	
			-----	-----				
			182	3483				
C&J ENERGY SVCS INC	COM	12467B304	1	50	SH	DEFINED	5	
			-----	-----				
			1	50				
CBIZ INC	COM	124805102	154	25845	SH	DEFINED	5	
			-----	-----				
			154	25845				
CBL & ASSOC PPTYS INC	COM	124830100	1113	56982	SH	DEFINED	5	

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		-----		-----			
		1113	56982				
CBS CORP NEW	CL B	124857202	169	5160	SH	DEFINED	5

		169	5160				

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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	
-----		-----		-----		-----		-----	
CBOE HLDGS INC	COM	12503M108	260	9387	SH	DEFINED	5		

		260	9387						
CBRE CLARION GLOBAL REAL EST	COM	12504G100	28	3500	SH	DEFINED	5		

		28	3500						
CBRE GROUP INC	CL A	12504L109	961	58726	SH	DEFINED	5		

		961	58726						
CECO ENVIRONMENTAL CORP	COM	125141101	70	8852	SH	DEFINED	5		

		70	8852						
CFS BANCORP INC	COM	12525D102	50	10000	SH	DEFINED	5		

		50	10000						
CF INDS HLDGS INC	COM	125269100	159	823	SH	DEFINED	5		

		159	823						
CH ENERGY GROUP INC	COM	12541M102	7	100	SH	DEFINED	5		

		7	100						
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	9285	158640	SH	DEFINED	5		

		9285	158640						
CIGNA CORPORATION	COM	125509109	4659	105875	SH	DEFINED	5		

		4659	105875						
CIT GROUP INC	COM NEW	125581801	71	2003	SH	DEFINED	5		

		71	2003						
CLECO CORP NEW	COM	12561W105	29	700	SH	DEFINED	5		

		29	700						

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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	5	O MA
CME GROUP INC	COM	12572Q105	52	195	SH	DEFINED	5	
			52	195				
CMS ENERGY CORP	COM	125896100	215	9140	SH	DEFINED	5	
			215	9140				
CNA FINL CORP	COM	126117100	76	2757	SH	DEFINED	5	
			76	2757				
CNOOC LTD	SPONSORED ADR	126132109	1170	5812	SH	DEFINED	5	
			1170	5812				
CNO FINL GROUP INC	COM	12621E103	1608	206107	SH	DEFINED	5	
			1608	206107				
CSR PLC	SPONSORED ADR	12640Y205	1	39	SH	DEFINED	5	
			1	39				
CSX CORP	COM	126408103	7916	354039	SH	DEFINED	5	
			7916	354039				
CTC MEDIA INC	COM	12642X106	4	483	SH	DEFINED	5	
			4	483				
CTS CORP	COM	126501105	56	5960	SH	DEFINED	5	
			56	5960				
CVS CAREMARK CORPORATION	COM	126650100	26426	565505	SH	DEFINED	5	
			26426	565505				
CA INC	COM	12673P105	1437	53027	SH	DEFINED	5	
			1437	53027				

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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		
CABELAS INC	COM	126804301	2756	72891	SH		DEFINED	5	
			2756	72891					
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	36	2681	SH		DEFINED	5	
			36	2681					
CABOT MICROELECTRONICS CORP	COM	12709P103	76	2613	SH		DEFINED	5	
			76	2613					
CABOT OIL & GAS CORP	COM	127097103	85	2169	SH		DEFINED	5	
			85	2169					
CACHE INC	COM NEW	127150308	38	8327	SH		DEFINED	5	
			38	8327					
CACI INTL INC	CL A	127190304	34	625	SH		DEFINED	5	
			34	625					
CADENCE DESIGN SYSTEM INC	COM	127387108	20	1824	SH		DEFINED	5	
			20	1824					
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	23	2403	SH		DEFINED	5	
			23	2403					
CALGON CARBON CORP	COM	129603106	1292	90839	SH		DEFINED	5	
			1292	90839					
CALIFORNIA WTR SVC GROUP	COM	130788102	25	1342	SH		DEFINED	5	
			25	1342					
CALLIDUS SOFTWARE INC	COM	13123E500	3	525	SH		DEFINED	5	
			3	525					

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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		

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CALPINE CORP	COM NEW	131347304	48	2905	SH	DEFINED	5
			-----	-----			
			48	2905			
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	939	39500	SH	DEFINED	5
			-----	-----			
			939	39500			
CAMBREX CORP	COM	132011107	58	6205	SH	DEFINED	5
			-----	-----			
			58	6205			
CAMDEN PPTY TR	SH BEN INT	133131102	1359	20079	SH	DEFINED	5
			-----	-----			
			1359	20079			
CAMECO CORP	COM	13321L108	7	330	SH	DEFINED	5
			-----	-----			
			7	330			
CAMERON INTERNATIONAL CORP	COM	13342B105	137	3218	SH	DEFINED	5
			-----	-----			
			137	3218			
CAMPBELL SOUP CO	COM	134429109	1515	45396	SH	DEFINED	5
			-----	-----			
			1515	45396			
CDN IMPERIAL BK OF COMMERCE	COM	136069101	28	400	SH	DEFINED	5
			-----	-----			
			28	400			
CANADIAN NATL RY CO	COM	136375102	2870	34011	SH	DEFINED	5
			-----	-----			
			2870	34011			
CANADIAN NAT RES LTD	COM	136385101	429	15986	SH	DEFINED	5
			-----	-----			
			429	15986			
CANADIAN PAC RY LTD	COM	13645T100	3078	42019	SH	DEFINED	5
			-----	-----			
			3078	42019			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CANON INC	ADR	138006309	1172	29342	SH		DEFINED	5	
			-----	-----					
			1172	29342					
CAPELLA EDUCATION COMPANY	COM	139594105	39	1123	SH		DEFINED	5	

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				39	1123		
CAPLEASE INC	COM	140288101	62	14827	SH	DEFINED	5
			62	14827			
CAPITAL ONE FINL CORP	COM	14040H105	7641	139783	SH	DEFINED	5
			7641	139783			
CAPSTONE TURBINE CORP	COM	14067D102	5	5000	SH	DEFINED	5
			5	5000			
CAPSTEAD MTG CORP	PFD B CV \$1.26	14067E308	1	100	SH	DEFINED	5
			1	100			
CAPSTEAD MTG CORP	COM NO PAR	14067E506	90	6500	SH	DEFINED	5
			90	6500			
CARBO CERAMICS INC	COM	140781105	107	1400	SH	DEFINED	5
			107	1400			
CARDINAL HEALTH INC	COM	14149Y108	2494	59380	SH	DEFINED	5
			2494	59380			
CARDTRONICS INC	COM	14161H108	472	15639	SH	DEFINED	5
			472	15639			
CAREFUSION CORP	COM	14170T101	176	6860	SH	DEFINED	5
			176	6860			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DCRETN	O MA
CARLISLE COS INC	COM	142339100	546	10302	SH	DEFINED 5
			546	10302		
CARMAX INC	COM	143130102	50	1940	SH	DEFINED 5
			50	1940		
CARNIVAL PLC	ADR	14365C103	144	4202	SH	DEFINED 5
			144	4202		

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CARNIVAL CORP	PAIRED CTF	143658300	82	2401	SH	DEFINED	5
			-----	-----			
			82	2401			
CARRIAGE SVCS INC	COM	143905107	50	5993	SH	DEFINED	5
			-----	-----			
			50	5993			
CARRIZO OIL & CO INC	COM	144577103	12	500	SH	DEFINED	5
			-----	-----			
			12	500			
CARTER INC	COM	146229109	6	116	SH	DEFINED	5
			-----	-----			
			6	116			
CASH AMER INTL INC	COM	14754D100	433	9834	SH	DEFINED	5
			-----	-----			
			433	9834			
CASS INFORMATION SYS INC	COM	14808P109	88	2196	SH	DEFINED	5
			-----	-----			
			88	2196			
CASUAL MALE RETAIL GRP INC	COM NEW	148711302	38	10447	SH	DEFINED	5
			-----	-----			
			38	10447			
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	5	52	SH	DEFINED	5
			-----	-----			
			5	52			

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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	
-----			-----					-----
CATERPILLAR INC DEL	COM	149123101	17142	201885	SH	DEFINED	5	
			-----	-----				
			17142	201885				
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	587	19580	SH	DEFINED	5	
			-----	-----				
			587	19580				
CELADON GROUP INC	COM	150838100	71	4342	SH	DEFINED	5	
			-----	-----				
			71	4342				
CELANESE CORP DEL	COM SER A	150870103	89	2563	SH	DEFINED	5	
			-----	-----				
			89	2563				
CELL THERAPEUTICS INC	COM NO PAR NEW	150934602	3	4363	SH	DEFINED	5	

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			3	4363		
CELGENE CORP	COM	151020104	19606	305586	SH	DEFINED 5
			19606	305586		
CELGENE CORP	RIGHT 12/31/20	151020112	0	52	SH	DEFINED 5
				52		
CELSION CORPORATION	COM NEW	15117N305	0	20	SH	DEFINED 5
				20		
CEMEX SAB DE CV	SPON ADR NEW	151290889	9	1283	SH	DEFINED 5
			9	1283		
CENOVUS ENERGY INC	COM	15135U109	51	1591	SH	DEFINED 5
			51	1591		
CENTER BANCORP INC	COM	151408101	58	5184	SH	DEFINED 5
			58	5184		

		FORM 13F						
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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	
CENTERPOINT ENERGY INC	COM	15189T107	188	9085	SH	DEFINED 5		
			188	9085				
CENTRAL FD CDA LTD	CL A	153501101	36	1800	SH	DEFINED 5		
			36	1800				
CEPHEID	COM	15670R107	266	5968	SH	DEFINED 5		
			266	5968				
CENTURYLINK INC	COM	156700106	24003	607813	SH	DEFINED 5		
			24003	607813				
CERNER CORP	COM	156782104	5904	71426	SH	DEFINED 5		
			5904	71426				
CHARLES & COLVARD LTD	COM	159765106	3	850	SH	DEFINED 5		
			3	850				

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CHARLES RIV LABS INTL INC	COM	159864107	2	74	SH	DEFINED	5
			-----	-----			
			2	74			
CHART INDS INC	COM PAR \$0.01	16115Q308	2211	32153	SH	DEFINED	5
			-----	-----			
			2211	32153			
CHARTER COMMUNICATIONS INC D	CL A NEW	16117M305	64	903	SH	DEFINED	5
			-----	-----			
			64	903			
CHEESECAKE FACTORY INC	COM	163072101	158	4956	SH	DEFINED	5
			-----	-----			
			158	4956			
CHEMED CORP NEW	COM	16359R103	487	8058	SH	DEFINED	5
			-----	-----			
			487	8058			

		FORM 13F						
PAGE 43 OF 197		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
-----	-----	-----	-----	-----	-----	-----	-----	-----
CHEMICAL FINL CORP	COM	163731102	193	8984	SH		DEFINED	5
			-----	-----				
			193	8984				
CHEROKEE INC DEL NEW	COM	16444H102	29	2074	SH		DEFINED	5
			-----	-----				
			29	2074				
CHESAPEAKE ENERGY CORP	COM	165167107	698	37513	SH		DEFINED	5
			-----	-----				
			698	37513				
CHESAPEAKE MIDSTREAM PARTNER	UNIT	16524K108	82	3000	SH		DEFINED	5
			-----	-----				
			82	3000				
CHESAPEAKE UTILS CORP	COM	165303108	98	2250	SH		DEFINED	5
			-----	-----				
			98	2250				
CHEVRON CORP NEW	COM	166764100	122035	1156730	SH		DEFINED	5
			-----	-----				
			122035	1156730				
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	199	5245	SH		DEFINED	5
			-----	-----				
			199	5245				
CHICOS FAS INC	COM	168615102	361	24300	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA
			361	24300			
CHIMERA INVT CORP	COM	16934Q109	524	221915	SH	DEFINED	5
			524	221915			
CHINA FD INC	COM	169373107	88	4000	SH	DEFINED	5
			88	4000			
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	294	5384	SH	DEFINED	5
			294	5384			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1099	12324	SH	DEFINED	5
			1099	12324			
CHINACAST EDU CORP	COM	16946T109	15	22597	SH	DEFINED	5
			15	22597			
CHIPOTLE MEXICAN GRILL INC	COM	169656105	863	2272	SH	DEFINED	5
			863	2272			
CHIQUITA BRANDS INTL INC	COM	170032809	0	65	SH	DEFINED	5
				65			
CHUBB CORP	COM	171232101	20689	284112	SH	DEFINED	5
			20689	284112			
CHURCH & DWIGHT INC	COM	171340102	406	7315	SH	DEFINED	5
			406	7315			
CIBER INC	COM	17163B102	40	9346	SH	DEFINED	5
			40	9346			
CIMAREX ENERGY CO	COM	171798101	128	2322	SH	DEFINED	5
			128	2322			
CINCINNATI BELL INC NEW	COM	171871106	106	28500	SH	DEFINED	5
			106	28500			

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CINCINNATI FINL CORP	COM	172062101	36102	948303	SH	DEFINED	5
			-----	-----			
			36102	948303			
CISCO SYS INC	COM	17275R102	30615	1783068	SH	DEFINED	5
			-----	-----			
			30615	1783068			

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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
-----	-----	-----	-----	-----	-----	-----	-----
CIRRUS LOGIC INC	COM	172755100	1104	36982	SH	DEFINED	5
			-----	-----			
			1104	36982			
CINTAS CORP	COM	172908105	1588	41119	SH	DEFINED	5
			-----	-----			
			1588	41119			
CITIGROUP INC	COM NEW	172967424	10185	371594	SH	DEFINED	5
			-----	-----			
			10185	371594			
CITIZENS REPUBLIC BANCORP IN	COM NEW	174420307	381	22227	SH	DEFINED	5
			-----	-----			
			381	22227			
CITIZENS INC	CL A	174740100	1	67	SH	DEFINED	5
			-----	-----			
			1	67			
CITRIX SYS INC	COM	177376100	91	1082	SH	DEFINED	5
			-----	-----			
			91	1082			
CITY NATL CORP	COM	178566105	1	18	SH	DEFINED	5
			-----	-----			
			1	18			
CLARCOR INC	COM	179895107	5	100	SH	DEFINED	5
			-----	-----			
			5	100			
CLAYMORE EXCHANGE TRD FD TR	GUGG BRIC ETF	18383M100	323	9470	SH	DEFINED	5
			-----	-----			
			323	9470			
CLAYMORE EXCHANGE TRD FD TR	GUGG INSDR SEN	18383M209	3	107	SH	DEFINED	5
			-----	-----			
			3	107			
CLAYMORE EXCHANGE TRD FD TR	GUG MULTI ASSE	18383M506	45	2100	SH	DEFINED	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/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
CLAYMORE EXCHANGE TRD FD TR	GUGG SPINOFF E	18383M605	4	143	SH		DEFINED	5	
			4	143					
CLAYMORE EXCHANGE TRD FD TR	GUG RAYM JAMES	18383M613	4	168	SH		DEFINED	5	
			4	168					
CLAYMORE EXCHANGE TRD FD TR	GUGG CA ENRG I	18383Q606	7	500	SH		DEFINED	5	
			7	500					
CLAYMORE EXCHANGE TRD FD TR	GUGG FRNTR MKT	18383Q838	2679	137229	SH		DEFINED	5	
			2679	137229					
CLAYMORE EXCHANGE TRD FD TR	GUGG TIMBER ET	18383Q879	3	200	SH		DEFINED	5	
			3	200					
CLEAN HARBORS INC	COM	184496107	169	3000	SH		DEFINED	5	
			169	3000					
CLEARBRIDGE ENERGY MLP FD IN	COM	184692101	12	563	SH		DEFINED	5	
			12	563					
CLIFFS NATURAL RESOURCES INC	COM	18683K101	140	2836	SH		DEFINED	5	
			140	2836					
CLOROX CO DEL	COM	189054109	1441	19884	SH		DEFINED	5	
			1441	19884					
COACH INC	COM	189754104	2669	45640	SH		DEFINED	5	
			2669	45640					
COBALT INTL ENERGY INC	COM	19075F106	338	14399	SH		DEFINED	5	
			338	14399					

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PAGE 47 OF 197		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	5	O
COCA COLA BOTTLING CO CONS	COM	191098102	129	2000	SH		DEFINED	5	
			-----	-----					
			129	2000					
COCA COLA CO	COM	191216100	95142	1216798	SH		DEFINED	5	
			-----	-----					
			95142	1216798					
COCA COLA ENTERPRISES INC NE	COM	19122T109	53	1876	SH		DEFINED	5	
			-----	-----					
			53	1876					
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	1206	9211	SH		DEFINED	5	
			-----	-----					
			1206	9211					
COEUR D ALENE MINES CORP IDA	COM NEW	192108504	436	24820	SH		DEFINED	5	
			-----	-----					
			436	24820					
COGENT COMM GROUP INC	COM NEW	19239V302	345	17917	SH		DEFINED	5	
			-----	-----					
			345	17917					
COGNEX CORP	COM	192422103	16	500	SH		DEFINED	5	
			-----	-----					
			16	500					
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	187	3116	SH		DEFINED	5	
			-----	-----					
			187	3116					
COHEN & STEERS QUALITY RLTY	COM	19247L106	24	2285	SH		DEFINED	5	
			-----	-----					
			24	2285					
COHEN & STEERS TOTAL RETURN	COM	19247R103	14	1040	SH		DEFINED	5	
			-----	-----					
			14	1040					
COHEN & STEERS REIT & PFD IN	COM	19247X100	8	500	SH		DEFINED	5	
			-----	-----					
			8	500					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
			VALUE	SHARES/	SH/	PUT/	INVSTMT		O

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
COHEN & STEERS INFRASTRUCTUR	COM	19248A109	4	220	SH			DEFINED	5
			4	220					
COINSTAR INC	COM	19259P300	1722	25081	SH			DEFINED	5
			1722	25081					
COLFAX CORP	COM	194014106	396	14358	SH			DEFINED	5
			396	14358					
COLGATE PALMOLIVE CO	COM	194162103	19295	185353	SH			DEFINED	5
			19295	185353					
COLLECTORS UNIVERSE INC	COM NEW	19421R200	4	300	SH			DEFINED	5
			4	300					
COMCAST CORP NEW	CL A	20030N101	19627	613926	SH			DEFINED	5
			19627	613926					
COMCAST CORP NEW	CL A SPL	20030N200	141	4491	SH			DEFINED	5
			141	4491					
COMERICA INC	COM	200340107	2224	72424	SH			DEFINED	5
			2224	72424					
COMMERCE BANCSHARES INC	COM	200525103	1943	51266	SH			DEFINED	5
			1943	51266					
COMMONWEALTH REIT	CV PFD-E 7.25%	203233606	0	8	SH			DEFINED	5
				8					
COMMUNITY HEALTH SYS INC NEW	COM	203668108	14	510	SH			DEFINED	5
			14	510					

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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
COMMVAULT SYSTEMS INC	COM	204166102	525	10591	SH			DEFINED	5
			525	10591					

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CGG VERITAS	SPONSORED ADR	204386106	2	88	SH	DEFINED	5
			-----	-----			
			2	88			
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	3	147	SH	DEFINED	5
			-----	-----			
			3	147			
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	165	4304	SH	DEFINED	5
			-----	-----			
			165	4304			
COMPASS MINERALS INTL INC	COM	20451N101	2	21	SH	DEFINED	5
			-----	-----			
			2	21			
COMPRESSCO PARTNERS L P	COM UNIT	20467A101	94	7600	SH	DEFINED	5
			-----	-----			
			94	7600			
COMPUTER SCIENCES CORP	COM	205363104	35	1398	SH	DEFINED	5
			-----	-----			
			35	1398			
COMPUWARE CORP	COM	205638109	5	500	SH	DEFINED	5
			-----	-----			
			5	500			
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	101	3536	SH	DEFINED	5
			-----	-----			
			101	3536			
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	5	814	SH	DEFINED	5
			-----	-----			
			5	814			
CONAGRA FOODS INC	COM	205887102	1964	75735	SH	DEFINED	5
			-----	-----			
			1964	75735			

		FORM 13F						
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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
CON-WAY INC	COM	205944101	2	66	SH	DEFINED	5	
			-----	-----				
			2	66				
CONCEPTUS INC	COM	206016107	357	17988	SH	DEFINED	5	
			-----	-----				
			357	17988				
CONCHO RES INC	COM	20605P101	689	8090	SH	DEFINED	5	

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		-----		-----			
		689	8090				
CONCUR TECHNOLOGIES INC	COM	206708109	137	2011	SH	DEFINED	5
		-----	-----				
		137	2011				
CONOCOPHILLIPS	COM	20825C104	44126	789650	SH	DEFINED	5
		-----	-----				
		44126	789650				
CONSOL ENERGY INC	COM	20854P109	31	1014	SH	DEFINED	5
		-----	-----				
		31	1014				
CONSOLIDATED EDISON INC	COM	209115104	2499	40188	SH	DEFINED	5
		-----	-----				
		2499	40188				
CONSOLIDATED GRAPHICS INC	COM	209341106	231	7952	SH	DEFINED	5
		-----	-----				
		231	7952				
CONSTANT CONTACT INC	COM	210313102	37	2049	SH	DEFINED	5
		-----	-----				
		37	2049				
CONSTELLATION BRANDS INC	CL A	21036P108	121	4456	SH	DEFINED	5
		-----	-----				
		121	4456				
CONTINENTAL RESOURCES INC	COM	212015101	416	6243	SH	DEFINED	5
		-----	-----				
		416	6243				

				FORM 13F					
PAGE 51 OF 197		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
-----		-----	-----	-----	-----	-----	-----	-----	-----
CONVERGYS CORP	COM	212485106	93	6275	SH	DEFINED	5		
		-----	-----						
		93	6275						
COOPER COS INC	COM NEW	216648402	2413	30255	SH	DEFINED	5		
		-----	-----						
		2413	30255						
COOPER TIRE & RUBR CO	COM	216831107	85	4846	SH	DEFINED	5		
		-----	-----						
		85	4846						
COPANO ENERGY L L C	COM UNITS	217202100	21	767	SH	DEFINED	5		
		-----	-----						
		21	767						

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CORNING INC	COM	219350105	471	36454	SH	DEFINED	5
			-----	-----			
			471	36454			
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	870	36986	SH	DEFINED	5
			-----	-----			
			870	36986			
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	2231	75750	SH	DEFINED	5
			-----	-----			
			2231	75750			
CORVEL CORP	COM	221006109	7	150	SH	DEFINED	5
			-----	-----			
			7	150			
COSTCO WHSL CORP NEW	COM	22160K105	7774	81831	SH	DEFINED	5
			-----	-----			
			7774	81831			
COSTAR GROUP INC	COM	22160N109	105	1290	SH	DEFINED	5
			-----	-----			
			105	1290			
COURIER CORP	COM	222660102	3	225	SH	DEFINED	5
			-----	-----			
			3	225			

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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
-----	-----	-----	-----	-----	-----	-----	-----
COVANCE INC	COM	222816100	1061	22183	SH	DEFINED	5
			-----	-----			
			1061	22183			
COVENTRY HEALTH CARE INC	COM	222862104	3	92	SH	DEFINED	5
			-----	-----			
			3	92			
CRACKER BARREL OLD CTRY STOR	COM	22410J106	20	324	SH	DEFINED	5
			-----	-----			
			20	324			
CRANE CO	COM	224399105	16	453	SH	DEFINED	5
			-----	-----			
			16	453			
CREDIT SUISSE ASSET MGMT INC	COM	224916106	46	11711	SH	DEFINED	5
			-----	-----			
			46	11711			
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	6	322	SH	DEFINED	5

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			-----	-----			
			6	322			
CREDIT SUISSE NASSAU BRH	ETN LKD 30MLP	22542D852	294	12700	SH		DEFINED 5
			-----	-----			
			294	12700			
CREDIT SUISSE HIGH YLD BND F	SH BEN INT	22544F103	9	2906	SH		DEFINED 5
			-----	-----			
			9	2906			
CREE INC	COM	225447101	58	2250	SH		DEFINED 5
			-----	-----			
			58	2250			
CROSS CTRY HEALTHCARE INC	COM	227483104	49	11129	SH		DEFINED 5
			-----	-----			
			49	11129			
CROSS TIMBERS RTY TR	TR UNIT	22757R109	245	7000	SH		DEFINED 5
			-----	-----			
			245	7000			

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CROWN CASTLE INTL CORP	COM	228227104	125	2127	SH		DEFINED 5	
			-----	-----				
			125	2127				
CROWN HOLDINGS INC	COM	228368106	52	1505	SH		DEFINED 5	
			-----	-----				
			52	1505				
CUBESMART	COM	229663109	219	18748	SH		DEFINED 5	
			-----	-----				
			219	18748				
CULLEN FROST BANKERS INC	COM	229899109	897	15600	SH		DEFINED 5	
			-----	-----				
			897	15600				
CUMMINS INC	COM	231021106	9606	99122	SH		DEFINED 5	
			-----	-----				
			9606	99122				
CURRENCYSHARES AUSTRALIAN DL	AUSTRALIAN DOL	23129U101	15	150	SH		DEFINED 5	
			-----	-----				
			15	150				
CURRENCYSHS JAPANESE YEN TR	JAPANESE YEN	23130A102	26	215	SH		DEFINED 5	
			-----	-----				
			26	215				

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CURRENCYSHARES EURO TR	EURO SHS	23130C108	13	100	SH	DEFINED	5
			-----	-----			
			13	100			
CUTWATER SELECT INCOME FD	COM	232229104	1	63	SH	DEFINED	5
			-----	-----			
			1	63			
CYMER INC	COM	232572107	6	100	SH	DEFINED	5
			-----	-----			
			6	100			
CYPRESS SEMICONDUCTOR CORP	COM	232806109	40	3024	SH	DEFINED	5
			-----	-----			
			40	3024			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
DDR CORP	COM	23317H102	252	17220	SH	DEFINED	5	
			-----	-----				
			252	17220				
DNP SELECT INCOME FD	COM	23325P104	540	48604	SH	DEFINED	5	
			-----	-----				
			540	48604				
D R HORTON INC	COM	23331A109	1641	89275	SH	DEFINED	5	
			-----	-----				
			1641	89275				
DTE ENERGY CO	COM	233331107	425	7162	SH	DEFINED	5	
			-----	-----				
			425	7162				
DSW INC	CL A	23334L102	928	17058	SH	DEFINED	5	
			-----	-----				
			928	17058				
DWS HIGH INCOME TR	SHS NEW	23337C208	25	2481	SH	DEFINED	5	
			-----	-----				
			25	2481				
DXP ENTERPRISES INC NEW	COM NEW	233377407	337	8121	SH	DEFINED	5	
			-----	-----				
			337	8121				
DWS MULTI MKT INCOME TR	SHS	23338L108	5	500	SH	DEFINED	5	
			-----	-----				
			5	500				
DWS MUN INCOME TR	COM	23338M106	79	5484	SH	DEFINED	5	

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			-----	-----		
			79	5484		
DWS STRATEGIC INCOME TR	SHS	23338N104	24	1672	SH	DEFINED 5
			-----	-----		
			24	1672		
DWS GLOBAL HIGH INCOME FD	COM	23338W104	19	2299	SH	DEFINED 5
			-----	-----		
			19	2299		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
DANA HLDG CORP	COM	235825205	27	2100	SH		DEFINED 5	
			-----	-----				
			27	2100				
DANAHER CORP DEL	NOTE	1 235851AF9	908	6000	SH		DEFINED 5	
			-----	-----				
			908	6000				
DANAHER CORP DEL	COM	235851102	7710	148039	SH		DEFINED 5	
			-----	-----				
			7710	148039				
DARDEN RESTAURANTS INC	COM	237194105	1739	34346	SH		DEFINED 5	
			-----	-----				
			1739	34346				
DARLING INTL INC	COM	237266101	9	544	SH		DEFINED 5	
			-----	-----				
			9	544				
DAVITA INC	COM	23918K108	171	1746	SH		DEFINED 5	
			-----	-----				
			171	1746				
DEALERTRACK HLDGS INC	COM	242309102	118	3904	SH		DEFINED 5	
			-----	-----				
			118	3904				
DEAN FOODS CO NEW	COM	242370104	29	1715	SH		DEFINED 5	
			-----	-----				
			29	1715				
DECKERS OUTDOOR CORP	COM	243537107	5	119	SH		DEFINED 5	
			-----	-----				
			5	119				
DEERE & CO	COM	244199105	29486	364604	SH		DEFINED 5	
			-----	-----				
			29486	364604				

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DELAWARE INVT NAT MUNI INC F	SH BEN INT	24610T108	22	1642	SH	DEFINED	5
			-----	-----			
			22	1642			

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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	

DELL INC	COM	24702R101	1964	156976	SH	DEFINED	5	
			-----	-----				
			1964	156976				
DELTA AIR LINES INC DEL	COM NEW	247361702	1195	109096	SH	DEFINED	5	
			-----	-----				
			1195	109096				
DENBURY RES INC	COM NEW	247916208	17	1139	SH	DEFINED	5	
			-----	-----				
			17	1139				
DELUXE CORP	COM	248019101	834	33441	SH	DEFINED	5	
			-----	-----				
			834	33441				
DENDREON CORP	COM	24823Q107	8	1125	SH	DEFINED	5	
			-----	-----				
			8	1125				
DENTSPLY INTL INC NEW	COM	249030107	1218	32225	SH	DEFINED	5	
			-----	-----				
			1218	32225				
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	119	10600	SH	DEFINED	5	
			-----	-----				
			119	10600				
DEUTSCHE BK AG LDN BRH	PS GOLD DS ETN	25154H756	11	2200	SH	DEFINED	5	
			-----	-----				
			11	2200				
DEVON ENERGY CORP NEW	COM	25179M103	143	2470	SH	DEFINED	5	
			-----	-----				
			143	2470				
DEVRY INC DEL	COM	251893103	4	138	SH	DEFINED	5	
			-----	-----				
			4	138				

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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		
DIAGEO P L C	SPON ADR NEW	25243Q205	2607	25295	SH		DEFINED	5	
			2607	25295					
DIAMOND FOODS INC	COM	252603105	4	250	SH		DEFINED	5	
			4	250					
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1323	22376	SH		DEFINED	5	
			1323	22376					
DICKS SPORTING GOODS INC	COM	253393102	2	50	SH		DEFINED	5	
			2	50					
DIEBOLD INC	COM	253651103	55	1500	SH		DEFINED	5	
			55	1500					
DIGI INTL INC	COM	253798102	87	8491	SH		DEFINED	5	
			87	8491					
DIGITAL RLTY TR INC	COM	253868103	4607	61365	SH		DEFINED	5	
			4607	61365					
DIME CMNTY BANCSHARES	COM	253922108	239	18013	SH		DEFINED	5	
			239	18013					
DILLARDS INC	CL A	254067101	32	504	SH		DEFINED	5	
			32	504					
DINEEQUITY INC	COM	254423106	10	215	SH		DEFINED	5	
			10	215					
DIREXION SHS ETF TR	DLY FIN BULL N	25459Y694	54	600	SH		DEFINED	5	
			54	600					

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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
DISNEY WALT CO	COM DISNEY	254687106	28189	581216	SH		DEFINED	5
			28189	581216				
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	77	1424	SH		DEFINED	5
			77	1424				
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	47	933	SH		DEFINED	5
			47	933				
DISH NETWORK CORP	CL A	25470M109	2229	78062	SH		DEFINED	5
			2229	78062				
DISCOVER FINL SVCS	COM	254709108	8375	242180	SH		DEFINED	5
			8375	242180				
DIRECTV	COM CL A	25490A101	338	6925	SH		DEFINED	5
			338	6925				
DOLAN CO	COM	25659P402	46	6894	SH		DEFINED	5
			46	6894				
DOLBY LABORATORIES INC	COM	25659T107	7	180	SH		DEFINED	5
			7	180				
DOLE FOOD CO INC NEW	COM	256603101	1	140	SH		DEFINED	5
			1	140				
DOLLAR GEN CORP NEW	COM	256677105	164	3014	SH		DEFINED	5
			164	3014				
DOLLAR TREE INC	COM	256746108	4325	80392	SH		DEFINED	5
			4325	80392				

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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
DOMINION RES INC VA NEW	COM	25746U109	13614	252102	SH		DEFINED	5

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			-----	-----		
			13614	252102		
DOMINOS PIZZA INC	COM	25754A201	18	591	SH	DEFINED 5
			-----	-----		
			18	591		
DOMTAR CORP	COM NEW	257559203	75	978	SH	DEFINED 5
			-----	-----		
			75	978		
DONALDSON INC	COM	257651109	1432	42908	SH	DEFINED 5
			-----	-----		
			1432	42908		
DONNELLEY R R & SONS CO	COM	257867101	63	5387	SH	DEFINED 5
			-----	-----		
			63	5387		
DOUGLAS EMMETT INC	COM	25960P109	1201	52004	SH	DEFINED 5
			-----	-----		
			1201	52004		
DOVER CORP	COM	260003108	2396	44690	SH	DEFINED 5
			-----	-----		
			2396	44690		
DOW CHEM CO	COM	260543103	5191	164806	SH	DEFINED 5
			-----	-----		
			5191	164806		
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	85	1943	SH	DEFINED 5
			-----	-----		
			85	1943		
DRESSER-RAND GROUP INC	COM	261608103	116	2602	SH	DEFINED 5
			-----	-----		
			116	2602		
DREYFUS STRATEGIC MUNS INC	COM	261932107	86	9110	SH	DEFINED 5
			-----	-----		
			86	9110		

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PAGE 60 OF 197		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
-----	-----	-----	-----	-----	-----	-----	-----	-----
DRIL-QUIP INC	COM	262037104	2	29	SH		DEFINED	5
			-----	-----				
			2	29				
DU PONT E I DE NEMOURS & CO	COM	263534109	47226	933864	SH		DEFINED	5
			-----	-----				
			47226	933864				

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DUCOMMUN INC DEL	COM	264147109	76	7719	SH	DEFINED	5
			-----	-----			
			76	7719			
DUKE ENERGY CORP NEW	COM	26441C105	38355	1663264	SH	DEFINED	5
			-----	-----			
			38355	1663264			
DUKE REALTY CORP	COM NEW	264411505	234	15981	SH	DEFINED	5
			-----	-----			
			234	15981			
DUN & BRADSTREET CORP DEL NE	COM	26483E100	61	856	SH	DEFINED	5
			-----	-----			
			61	856			
DYNASIL CORP AMER	COM	268102100	0	100	SH	DEFINED	5
			-----	-----			
				100			
DYNAVAX TECHNOLOGIES CORP	COM	268158102	26	6000	SH	DEFINED	5
			-----	-----			
			26	6000			
DYNEX CAP INC	COM NEW	26817Q506	27	2600	SH	DEFINED	5
			-----	-----			
			27	2600			
E M C CORP MASS	COM	268648102	39205	1529640	SH	DEFINED	5
			-----	-----			
			39205	1529640			
EMC INS GROUP INC	COM	268664109	59	2903	SH	DEFINED	5
			-----	-----			
			59	2903			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
ENI S P A	SPONSORED ADR	26874R108	18	425	SH	DEFINED	5	
			-----	-----				
			18	425				
EOG RES INC	COM	26875P101	3016	33471	SH	DEFINED	5	
			-----	-----				
			3016	33471				
EQT CORP	COM	26884L109	84	1573	SH	DEFINED	5	
			-----	-----				
			84	1573				
ETF5 PRECIOUS METALS BASKET	PHYS PM BSKT	26922W109	17	200	SH	DEFINED	5	

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			-----	-----			
			17	200			
E TRADE FINANCIAL CORP	COM NEW	269246401	2	241	SH		DEFINED 5
			-----	-----			
			2	241			
EAGLE CAP GROWTH FD INC	COM	269451100	4	619	SH		DEFINED 5
			-----	-----			
			4	619			
EAST WEST BANCORP INC	COM	27579R104	10344	440904	SH		DEFINED 5
			-----	-----			
			10344	440904			
EASTGROUP PPTY INC	COM	277276101	1118	20980	SH		DEFINED 5
			-----	-----			
			1118	20980			
EASTMAN CHEM CO	COM	277432100	1131	22461	SH		DEFINED 5
			-----	-----			
			1131	22461			
EASYLINK SERVICES INTL CORP	CL A	277858106	188	26000	SH		DEFINED 5
			-----	-----			
			188	26000			
EATON CORP	COM	278058102	8009	202103	SH		DEFINED 5
			-----	-----			
			8009	202103			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	30	2000	SH		DEFINED 5	
			-----	-----				
			30	2000				
EATON VANCE MUNI INCOME TRUS	SH BEN INT	27826U108	15	1076	SH		DEFINED 5	
			-----	-----				
			15	1076				
EATON VANCE CORP	COM NON VTG	278265103	3656	135666	SH		DEFINED 5	
			-----	-----				
			3656	135666				
EATON VANCE MUN BD FD	COM	27827X101	46	3464	SH		DEFINED 5	
			-----	-----				
			46	3464				
EATON VANCE ENH EQTY INC FD	COM	278277108	64	6000	SH		DEFINED 5	
			-----	-----				
			64	6000				

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EATON VANCE TAX ADVT DIV INC	COM	27828G107	95	5944	SH	DEFINED	5
			-----	-----			
			95	5944			
EATON VANCE LTD DUR INCOME F	COM	27828H105	39	2372	SH	DEFINED	5
			-----	-----			
			39	2372			
EATON VANCE OHIO MUN BD FD	COM	27828L106	31	2050	SH	DEFINED	5
			-----	-----			
			31	2050			
EATON VANCE SR FLTNG RTE TR	COM	27828Q105	2	100	SH	DEFINED	5
			-----	-----			
			2	100			
EATON VANCE TXMGD GL BUYWR O	COM	27829C105	1043	99570	SH	DEFINED	5
			-----	-----			
			1043	99570			
EATON VANCE TAX MNGD GBL DV	COM	27829F108	25	3069	SH	DEFINED	5
			-----	-----			
			25	3069			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
EATON VANCE RISK MNGD DIV EQ	COM	27829G106	31	2988	SH	DEFINED	5
			-----	-----			
			31	2988			
EATON VANCE NATL MUN OPPORT	COM SHS	27829L105	7	300	SH	DEFINED	5
			-----	-----			
			7	300			
EBAY INC	COM	278642103	1250	29763	SH	DEFINED	5
			-----	-----			
			1250	29763			
EBIX INC	COM NEW	278715206	265	13279	SH	DEFINED	5
			-----	-----			
			265	13279			
ECHO GLOBAL LOGISTICS INC	COM	27875T101	89	4690	SH	DEFINED	5
			-----	-----			
			89	4690			
ECHOSTAR CORP	CL A	278768106	17	627	SH	DEFINED	5
			-----	-----			
			17	627			
ECOLAB INC	COM	278865100	27864	406592	SH	DEFINED	5

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			27864	406592		
EDISON INTL	COM	281020107	1208	26150	SH	DEFINED 5
			1208	26150		
EDWARDS LIFESCIENCES CORP	COM	28176E108	720	6972	SH	DEFINED 5
			720	6972		
EL PASO ELEC CO	COM NEW	283677854	164	4951	SH	DEFINED 5
			164	4951		
EL PASO PIPELINE PARTNERS L	COM UNIT LPI	283702108	5	136	SH	DEFINED 5
			5	136		

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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 PRN CALL DSCRETN	O MA
ELAN PLC	ADR	284131208	0	20	SH	DEFINED 5
				20		
ELDORADO GOLD CORP NEW	COM	284902103	10	790	SH	DEFINED 5
			10	790		
ELECTRONIC ARTS INC	COM	285512109	5	440	SH	DEFINED 5
			5	440		
ELIZABETH ARDEN INC	COM	28660G106	213	5500	SH	DEFINED 5
			213	5500		
EMCOR GROUP INC	COM	29084Q100	0	4	SH	DEFINED 5
				4		
EMERSON ELEC CO	COM	291011104	66150	1420126	SH	DEFINED 5
			66150	1420126		
EMULEX CORP	COM NEW	292475209	4	500	SH	DEFINED 5
			4	500		
ENBRIDGE INC	COM	29250N105	3379	84653	SH	DEFINED 5
			3379	84653		

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ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	84	2745	SH	DEFINED	5
			-----	-----			
			84	2745			
ENCANA CORP	COM	292505104	82	3958	SH	DEFINED	5
			-----	-----			
			82	3958			
ENDEAVOUR INTL CORP	COM NEW	29259G200	229	27235	SH	DEFINED	5
			-----	-----			
			229	27235			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
ENDO HEALTH SOLUTIONS INC	COM	29264F205	29	931	SH	DEFINED	5	
			-----	-----				
			29	931				
ENERGEN CORP	COM	29265N108	102	2265	SH	DEFINED	5	
			-----	-----				
			102	2265				
ENERGIZER HLDGS INC	COM	29266R108	1306	17360	SH	DEFINED	5	
			-----	-----				
			1306	17360				
ENDOLOGIX INC	COM	29266S106	837	54225	SH	DEFINED	5	
			-----	-----				
			837	54225				
ENERGY SVCS OF AMERICA CORP	COM	29271Q103	4	1852	SH	DEFINED	5	
			-----	-----				
			4	1852				
ENERGY TRANSFER PRTNRS L P	UNIT LTD PARTN	29273R109	584	13210	SH	DEFINED	5	
			-----	-----				
			584	13210				
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	7	182	SH	DEFINED	5	
			-----	-----				
			7	182				
ENERPLUS CORP	COM	292766102	116	9017	SH	DEFINED	5	
			-----	-----				
			116	9017				
ENTEGRIS INC	COM	29362U104	162	18916	SH	DEFINED	5	
			-----	-----				
			162	18916				
ENTERCOM COMMUNICATIONS CORP	CL A	293639100	13	2078	SH	DEFINED	5	

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			-----	-----			
			13	2078			
ENTERGY CORP NEW	COM	29364G103	296	4363	SH		DEFINED 5
			-----	-----			
			296	4363			

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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
-----			-----	-----	-----	-----	-----	-----
ENTERPRISE PRODS PARTNERS L	COM	293792107	1823	35574	SH		DEFINED 5	
			-----	-----				
			1823	35574				
ENTERTAINMENT PPTYS TR	COM SH BEN INT	29380T105	1978	48116	SH		DEFINED 5	
			-----	-----				
			1978	48116				
ENVESTNET INC	COM	29404K106	290	24179	SH		DEFINED 5	
			-----	-----				
			290	24179				
EQUIFAX INC	COM	294429105	606	13009	SH		DEFINED 5	
			-----	-----				
			606	13009				
EQUINIX INC	COM NEW	29444U502	1008	5738	SH		DEFINED 5	
			-----	-----				
			1008	5738				
EQUITY RESIDENTIAL	SH BEN INT	29476L107	2956	47404	SH		DEFINED 5	
			-----	-----				
			2956	47404				
ERICSSON	ADR B SEK 10	294821608	7	718	SH		DEFINED 5	
			-----	-----				
			7	718				
ERIE INDY CO	CL A	29530P102	22	303	SH		DEFINED 5	
			-----	-----				
			22	303				
ESCALADE INC	COM	296056104	25	4450	SH		DEFINED 5	
			-----	-----				
			25	4450				
ESSEX PPTY TR INC	COM	297178105	1979	12859	SH		DEFINED 5	
			-----	-----				
			1979	12859				
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	6	170	SH		DEFINED 5	
			-----	-----				
			6	170				

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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		
EVERCORE PARTNERS INC	CLASS A	29977A105	210	8984	SH	DEFINED	5	
			210	8984				
EXACTTARGET INC	COM	30064K105	3	120	SH	DEFINED	5	
			3	120				
EXCHANGE TRADED CONCEPTS TR	YORK HIINC MLP	301505103	55	3000	SH	DEFINED	5	
			55	3000				
EXELON CORP	COM	30161N101	3526	93732	SH	DEFINED	5	
			3526	93732				
EXELIS INC	COM	30162A108	89	9031	SH	DEFINED	5	
			89	9031				
EXFO INC	SUB VTG SHS	302046107	26	5171	SH	DEFINED	5	
			26	5171				
EXPEDIA INC DEL	COM NEW	30212P303	125	2605	SH	DEFINED	5	
			125	2605				
EXPEDITORS INTL WASH INC	COM	302130109	132	3398	SH	DEFINED	5	
			132	3398				
EXPRESS INC	COM	30219E103	242	13341	SH	DEFINED	5	
			242	13341				
EXPRESS SCRIPTS HLDG CO	COM	30219G108	12242	219275	SH	DEFINED	5	
			12242	219275				
EXTERRAN PARTNERS LP	COM UNITS	30225N105	33	1700	SH	DEFINED	5	
			33	1700				

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

EXTRA SPACE STORAGE INC	COM	30225T102	539	17628	SH		DEFINED	5	
			-----	-----					
			539	17628					
EXXON MOBIL CORP	COM	30231G102	288195	3367945	SH		DEFINED	5	
			-----	-----					
			288195	3367945					
FEI CO	COM	30241L109	427	8930	SH		DEFINED	5	
			-----	-----					
			427	8930					
FLIR SYS INC	COM	302445101	19	999	SH		DEFINED	5	
			-----	-----					
			19	999					
FMC TECHNOLOGIES INC	COM	30249U101	66	1678	SH		DEFINED	5	
			-----	-----					
			66	1678					
F M C CORP	COM NEW	302491303	3691	69009	SH		DEFINED	5	
			-----	-----					
			3691	69009					
FNB CORP PA	COM	302520101	343	31523	SH		DEFINED	5	
			-----	-----					
			343	31523					
FACEBOOK INC	CL A	30303M102	35	1120	SH		DEFINED	5	
			-----	-----					
			35	1120					
FACTSET RESH SYS INC	COM	303075105	94	1008	SH		DEFINED	5	
			-----	-----					
			94	1008					
FAIR ISAAC CORP	COM	303250104	2	37	SH		DEFINED	5	
			-----	-----					
			2	37					
FAMILY DLR STORES INC	COM	307000109	480	7220	SH		DEFINED	5	
			-----	-----					
			480	7220					

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

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FARO TECHNOLOGIES INC	COM	311642102	85	2031	SH	DEFINED	5
			-----	-----			
			85	2031			
FASTENAL CO	COM	311900104	3625	89925	SH	DEFINED	5
			-----	-----			
			3625	89925			
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	1747	16786	SH	DEFINED	5
			-----	-----			
			1747	16786			
FEDERATED INVS INC PA	CL B	314211103	11	489	SH	DEFINED	5
			-----	-----			
			11	489			
FEDEX CORP	COM	31428X106	8474	92501	SH	DEFINED	5
			-----	-----			
			8474	92501			
F5 NETWORKS INC	COM	315616102	5747	57726	SH	DEFINED	5
			-----	-----			
			5747	57726			
FIDELITY NATL INFORMATION SV	COM	31620M106	478	14040	SH	DEFINED	5
			-----	-----			
			478	14040			
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	11	586	SH	DEFINED	5
			-----	-----			
			11	586			
FIFTH & PAC COS INC	COM	316645100	38	3557	SH	DEFINED	5
			-----	-----			
			38	3557			
FIFTH THIRD BANCORP	COM	316773100	28064	2094355	SH	DEFINED	5
			-----	-----			
			28064	2094355			
FIFTH THIRD BANCORP	CNV PFD DEP1/2	316773209	5038	36830	SH	DEFINED	5
			-----	-----			
			5038	36830			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
FINANCIAL ENGINES INC	COM	317485100	78	3647	SH	DEFINED	5
			-----	-----			
			78	3647			
FIRST AMERN FINL CORP	COM	31847R102	6	361	SH	DEFINED	5

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			-----	-----			
			6	361			
FIRST CTZNS BANCSHARES INC N	CL A	31946M103	21	127	SH	DEFINED	5
			-----	-----			
			21	127			
FIRST FINL BANCORP OH	COM	320209109	45	2795	SH	DEFINED	5
			-----	-----			
			45	2795			
FIRST FINL SVC CORP	COM	32022D108	2	847	SH	DEFINED	5
			-----	-----			
			2	847			
FIRST HORIZON NATL CORP	COM	320517105	1	167	SH	DEFINED	5
			-----	-----			
			1	167			
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	1170	92746	SH	DEFINED	5
			-----	-----			
			1170	92746			
FIRST NIAGARA FINL GP INC	COM	33582V108	123	16122	SH	DEFINED	5
			-----	-----			
			123	16122			
FIRST PACTRUST BANCORP INC	COM	33589V101	102	8580	SH	DEFINED	5
			-----	-----			
			102	8580			
FIRST POTOMAC RLTY TR	COM	33610F109	122	10329	SH	DEFINED	5
			-----	-----			
			122	10329			
FIRST REP BK SAN FRANCISCO C	COM	33616C100	0	7	SH	DEFINED	5
			-----	-----			
				7			

			FORM 13F				
PAGE 71 OF 197		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
			-----	-----			
FIRST SOLAR INC	COM	336433107	10	672	SH		DEFINED 5
			-----	-----			
			10	672			
FIRST TR/ABERDEEN EMERG OPT	COM	33731K102	11	552	SH		DEFINED 5
			-----	-----			
			11	552			
FIRST TR ACTIVE DIVID INCOME	COM	33731L100	19	2500	SH		DEFINED 5
			-----	-----			
			19	2500			

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FIRST TR ISE CHINDIA INDEX F	COM	33733A102	6	293	SH	DEFINED	5
			-----	-----			
			6	293			
FIRST TR EXCHANGE TRADED FD	NY ARCA BIOTEC	33733E203	5	107	SH	DEFINED	5
			-----	-----			
			5	107			
FIRST TR S&P REIT INDEX FD	COM	33734G108	32	1830	SH	DEFINED	5
			-----	-----			
			32	1830			
FIRST TR LRGE CP CORE ALPHA	COM SHS	33734K109	9	333	SH	DEFINED	5
			-----	-----			
			9	333			
FIRST TR MID CAP CORE ALPHAD	COM SHS	33735B108	15	425	SH	DEFINED	5
			-----	-----			
			15	425			
FIRST TR LRG CP VL ALPHADEX	COM SHS	33735J101	19	684	SH	DEFINED	5
			-----	-----			
			19	684			
FIRST TR LRG CP GRWTH ALPHAD	COM SHS	33735K108	32	1107	SH	DEFINED	5
			-----	-----			
			32	1107			
FIRST TR STRATEGIC HIGH INC	COM SHS NEW	337353304	8	497	SH	DEFINED	5
			-----	-----			
			8	497			

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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
			-----	-----			
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	8662	119944	SH	DEFINED	5
			-----	-----			
			8662	119944			
FIRSTMERIT CORP	COM	337915102	3	205	SH	DEFINED	5
			-----	-----			
			3	205			
FIRSTENERGY CORP	COM	337932107	1448	29446	SH	DEFINED	5

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			1448	29446		
FLAHERTY & CRUMRINE PFD INC	COM	33848E106	6646	583008	SH	DEFINED 5
			6646	583008		
FLUOR CORP NEW	COM	343412102	1379	27942	SH	DEFINED 5
			1379	27942		
FLOWERS FOODS INC	COM	343498101	52	2250	SH	DEFINED 5
			52	2250		
FLOWSERVE CORP	COM	34354P105	947	8252	SH	DEFINED 5
			947	8252		
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	4	173	SH	DEFINED 5
			4	173		
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	1559	17469	SH	DEFINED 5
			1559	17469		

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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
FOOT LOCKER INC	COM	344849104	1168	38210	SH		DEFINED 5	
			1168	38210				
FORD MTR CO DEL	COM PAR \$0.01	345370860	7491	781071	SH		DEFINED 5	
			7491	781071				
FOREST CITY ENTERPRISES INC	CL A	345550107	11	769	SH		DEFINED 5	
			11	769				
FOREST LABS INC	COM	345838106	170	4854	SH		DEFINED 5	
			170	4854				
FORRESTER RESH INC	COM	346563109	47	1392	SH		DEFINED 5	
			47	1392				
FORTINET INC	COM	34959E109	374	16114	SH		DEFINED 5	
			374	16114				

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FORTUNE BRANDS HOME & SEC IN	COM	34964C106	338	15162	SH	DEFINED	5
			-----	-----			
			338	15162			
FORUM ENERGY TECHNOLOGIES IN	COM	34984V100	262	13305	SH	DEFINED	5
			-----	-----			
			262	13305			
FORWARD AIR CORP	COM	349853101	1446	44814	SH	DEFINED	5
			-----	-----			
			1446	44814			
FOSSIL INC	COM	349882100	3	40	SH	DEFINED	5
			-----	-----			
			3	40			
FRANCE TELECOM	SPONSORED ADR	35177Q105	132	10055	SH	DEFINED	5
			-----	-----			
			132	10055			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
FRANCESCAS HLDGS CORP	COM	351793104	366	13553	SH		DEFINED	5
			-----	-----				
			366	13553				
FRANCO NEVADA CORP	COM	351858105	45	1000	SH		DEFINED	5
			-----	-----				
			45	1000				
FRANKLIN ELEC INC	COM	353514102	39	756	SH		DEFINED	5
			-----	-----				
			39	756				
FRANKLIN RES INC	COM	354613101	980	8834	SH		DEFINED	5
			-----	-----				
			980	8834				
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	9	666	SH		DEFINED	5
			-----	-----				
			9	666				
FREDS INC	CL A	356108100	249	16282	SH		DEFINED	5
			-----	-----				
			249	16282				
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	9933	291552	SH		DEFINED	5
			-----	-----				
			9933	291552				
FREIGHTCAR AMER INC	COM	357023100	2	85	SH		DEFINED	5

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GABELLI UTIL TR	COM	36240A101	24	3050	SH	DEFINED	5
			-----	-----			
			24	3050			
GABELLI DIVD & INCOME TR	COM	36242H104	36	2334	SH	DEFINED	5
			-----	-----			
			36	2334			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O	
-----	-----	-----	-----	-----	-----	-----	-----	
GABELLI HLTHCARE & WELLNESS	SHS	36246K103	1	85	SH	DEFINED	5	
			-----	-----				
			1	85				
GAFISA S A	SPONS ADR	362607301	1	319	SH	DEFINED	5	
			-----	-----				
			1	319				
GALLAGHER ARTHUR J & CO	COM	363576109	123	3500	SH	DEFINED	5	
			-----	-----				
			123	3500				
GAMESTOP CORP NEW	CL A	36467W109	5	252	SH	DEFINED	5	
			-----	-----				
			5	252				
GANNETT INC	COM	364730101	1341	91017	SH	DEFINED	5	
			-----	-----				
			1341	91017				
GAP INC DEL	COM	364760108	607	22202	SH	DEFINED	5	
			-----	-----				
			607	22202				
GARDNER DENVER INC	COM	365558105	22	420	SH	DEFINED	5	
			-----	-----				
			22	420				
GARTNER INC	COM	366651107	1	30	SH	DEFINED	5	
			-----	-----				
			1	30				
GENERAL AMERN INVS INC	COM	368802104	625	22878	SH	DEFINED	5	
			-----	-----				
			625	22878				
GENERAL CABLE CORP DEL NEW	COM	369300108	5	180	SH	DEFINED	5	
			-----	-----				
			5	180				
GENERAL DYNAMICS CORP	COM	369550108	7650	115985	SH	DEFINED	5	

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7650 115985

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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
GENERAL ELECTRIC CO	COM	369604103	117801	5652653	SH		DEFINED			5
			117801	5652653						
GENERAL GROWTH PPTYS INC NEW	COM	370023103	19	1035	SH		DEFINED			5
			19	1035						
GENERAL MLS INC	COM	370334104	13364	346756	SH		DEFINED			5
			13364	346756						
GENERAL MTRS CO	COM	37045V100	1837	93160	SH		DEFINED			5
			1837	93160						
GENERAL MTRS CO	*W EXP 07/10/2	37045V118	5	460	SH		DEFINED			5
			5	460						
GENERAL MTRS CO	*W EXP 07/10/2	37045V126	3	460	SH		DEFINED			5
			3	460						
GENTEX CORP	COM	371901109	2324	111379	SH		DEFINED			5
			2324	111379						
GENESIS ENERGY L P	UNIT LTD PARTN	371927104	5	175	SH		DEFINED			5
			5	175						
GENOMIC HEALTH INC	COM	37244C101	20	601	SH		DEFINED			5
			20	601						
GENON ENERGY INC	COM	37244E107	0	8	SH		DEFINED			5
				8						
GENUINE PARTS CO	COM	372460105	19254	319559	SH		DEFINED			5
			19254	319559						

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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	
GENWORTH FINL INC	COM CL A	37247D106	17	2960	SH	DEFINED	5	
			-----	-----				
			17	2960				
GERDAU S A	SPONSORED ADR	373737105	4	455	SH	DEFINED	5	
			-----	-----				
			4	455				
GERMAN AMERN BANCORP INC	COM	373865104	182	8878	SH	DEFINED	5	
			-----	-----				
			182	8878				
GERON CORP	COM	374163103	54	31672	SH	DEFINED	5	
			-----	-----				
			54	31672				
GILEAD SCIENCES INC	COM	375558103	34077	664531	SH	DEFINED	5	
			-----	-----				
			34077	664531				
GLACIER BANCORP INC NEW	COM	37637Q105	159	10297	SH	DEFINED	5	
			-----	-----				
			159	10297				
GLADSTONE CAPITAL CORP	COM	376535100	45	5740	SH	DEFINED	5	
			-----	-----				
			45	5740				
GLADSTONE COML CORP	COM	376536108	57	3445	SH	DEFINED	5	
			-----	-----				
			57	3445				
GLADSTONE INVT CORP	COM	376546107	20	2666	SH	DEFINED	5	
			-----	-----				
			20	2666				
GLATFELTER	COM	377316104	277	16930	SH	DEFINED	5	
			-----	-----				
			277	16930				
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	4826	105901	SH	DEFINED	5	
			-----	-----				
			4826	105901				

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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	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	248	34347	SH		DEFINED	5
			248	34347				
GLOBALSTAR INC	COM	378973408	37	116600	SH		DEFINED	5
			37	116600				
GLIMCHER RLTY TR	SH BEN INT	379302102	4	400	SH		DEFINED	5
			4	400				
GLOBAL PMTS INC	COM	37940X102	491	11355	SH		DEFINED	5
			491	11355				
GLOBAL GEOPHYSICAL SVCS INC	COM	37946S107	228	37306	SH		DEFINED	5
			228	37306				
GLOBAL X FDS	GLB X CDA PFD	37950E481	674	47231	SH		DEFINED	5
			674	47231				
GLOBAL X FDS	GLB X LITHIUM	37950E762	3	215	SH		DEFINED	5
			3	215				
GLOBAL X FDS	SILVER MNR ETF	37950E853	71	3800	SH		DEFINED	5
			71	3800				
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	38	3000	SH		DEFINED	5
			38	3000				
GOLDCORP INC NEW	COM	380956409	1160	30866	SH		DEFINED	5
			1160	30866				
GOLDMAN SACHS GROUP INC	COM	38141G104	9832	102561	SH		DEFINED	5
			9832	102561				

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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
GOODRICH CORP	COM	382388106	1609	12681	SH		DEFINED 5
			1609	12681			

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GOODYEAR TIRE & RUBR CO	COM	382550101	31	2648	SH	DEFINED	5
			-----	-----			
			31	2648			
GOOGLE INC	CL A	38259P508	31381	54099	SH	DEFINED	5
			-----	-----			
			31381	54099			
GRACO INC	COM	384109104	136	2949	SH	DEFINED	5
			-----	-----			
			136	2949			
GRAFTECH INTL LTD	COM	384313102	22	2282	SH	DEFINED	5
			-----	-----			
			22	2282			
GRAINGER W W INC	COM	384802104	4366	22831	SH	DEFINED	5
			-----	-----			
			4366	22831			
GRAND CANYON ED INC	COM	38526M106	549	26212	SH	DEFINED	5
			-----	-----			
			549	26212			
GREAT LAKES DREDGE & DOCK CO	COM	390607109	214	30078	SH	DEFINED	5
			-----	-----			
			214	30078			
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	15	200	SH	DEFINED	5
			-----	-----			
			15	200			
GREAT PANTHER SILVER LTD	COM	39115V101	43	25576	SH	DEFINED	5
			-----	-----			
			43	25576			
GREAT PLAINS ENERGY INC	COM	391164100	59	2736	SH	DEFINED	5
			-----	-----			
			59	2736			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
GREATBATCH INC	COM	39153L106	119	5237	SH	DEFINED	5	
			-----	-----				
			119	5237				
GREEN MTN COFFEE ROASTERS IN	COM	393122106	4	168	SH	DEFINED	5	
			-----	-----				
			4	168				
GREENBRIER COS INC	COM	393657101	467	26547	SH	DEFINED	5	

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			-----	-----		
			467	26547		
GREENHAVEN CONT CMDTY INDEX	UNIT BEN INT	395258106	12	440	SH	DEFINED 5
			-----	-----		
			12	440		
GREENHILL & CO INC	COM	395259104	0	5	SH	DEFINED 5
			-----	-----		
				5		
GREENWAY MED TECHNOLOGIES IN	COM	39679B103	387	23730	SH	DEFINED 5
			-----	-----		
			387	23730		
GUANGSHEN RY LTD	SPONSORED ADR	40065W107	19	1283	SH	DEFINED 5
			-----	-----		
			19	1283		
H & E EQUIPMENT SERVICES INC	COM	404030108	265	17618	SH	DEFINED 5
			-----	-----		
			265	17618		
HCC INS HLDGS INC	COM	404132102	2	59	SH	DEFINED 5
			-----	-----		
			2	59		
HCP INC	COM	40414L109	16253	368132	SH	DEFINED 5
			-----	-----		
			16253	368132		
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2354	72200	SH	DEFINED 5
			-----	-----		
			2354	72200		

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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
-----			-----	-----	-----	-----	-----
HNI CORP	COM	404251100	633	24600	SH	DEFINED 5	
			-----	-----			
			633	24600			
HSBC HLDGS PLC	SPON ADR NEW	404280406	2328	52752	SH	DEFINED 5	
			-----	-----			
			2328	52752			
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	1332	53136	SH	DEFINED 5	
			-----	-----			
			1332	53136			
HALLIBURTON CO	COM	406216101	626	22045	SH	DEFINED 5	
			-----	-----			
			626	22045			

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JOHN HANCOCK BK &THRIFT OPP	SH BEN INT NEW	409735206	177	10750	SH	DEFINED	5
			-----	-----			
			177	10750			
HANCOCK HLDG CO	COM	410120109	852	27974	SH	DEFINED	5
			-----	-----			
			852	27974			
HANCOCK JOHN INCOME SECS TR	COM	410123103	5	343	SH	DEFINED	5
			-----	-----			
			5	343			
HANCOCK JOHN PREMUIIM DIV FD	COM SH BEN INT	41013T105	116	7561	SH	DEFINED	5
			-----	-----			
			116	7561			
HANCOCK JOHN INVS TR	COM	410142103	52	2148	SH	DEFINED	5
			-----	-----			
			52	2148			
HANCOCK JOHN PFD INCOME FD I	COM	41021P103	109	5721	SH	DEFINED	5
			-----	-----			
			109	5721			
HANESBRANDS INC	COM	410345102	87	3133	SH	DEFINED	5
			-----	-----			
			87	3133			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
HANMI FINL CORP	COM NEW	410495204	56	5381	SH		DEFINED	5
			-----	-----				
			56	5381				
HARLEY DAVIDSON INC	COM	412822108	214	4681	SH		DEFINED	5
			-----	-----				
			214	4681				
HARMAN INTL INDS INC	COM	413086109	34	850	SH		DEFINED	5
			-----	-----				
			34	850				
HARMONIC INC	COM	413160102	637	149535	SH		DEFINED	5
			-----	-----				
			637	149535				
HARRIS & HARRIS GROUP INC	COM	413833104	11	3000	SH		DEFINED	5
			-----	-----				
			11	3000				
HARRIS CORP DEL	COM	413875105	3411	81511	SH		DEFINED	5

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		-----		-----			
		3411	81511				
HARSCO CORP	COM	415864107	500	24515	SH	DEFINED	5
		-----	-----				
		500	24515				
HARTFORD FINL SVCS GROUP INC	COM	416515104	857	48610	SH	DEFINED	5
		-----	-----				
		857	48610				
HASBRO INC	COM	418056107	453	13380	SH	DEFINED	5
		-----	-----				
		453	13380				
HATTERAS FINL CORP	COM	41902R103	1442	50404	SH	DEFINED	5
		-----	-----				
		1442	50404				
HAWAIIAN ELEC INDUSTRIES	COM	419870100	22	781	SH	DEFINED	5
		-----	-----				
		22	781				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----		-----		-----		-----		-----	
HEALTH MGMT ASSOC INC NEW	CL A	421933102	1	100	SH	DEFINED	5		
		-----	-----						
			1	100					
HEADWATERS INC	COM	42210P102	21	4000	SH	DEFINED	5		
		-----	-----						
			21	4000					
HEALTH CARE REIT INC	COM	42217K106	3625	62183	SH	DEFINED	5		
		-----	-----						
			3625	62183					
HEALTH NET INC	COM	42222G108	66	2702	SH	DEFINED	5		
		-----	-----						
			66	2702					
HECLA MNG CO	COM	422704106	517	108869	SH	DEFINED	5		
		-----	-----						
			517	108869					
HEINZ H J CO	COM	423074103	6013	110579	SH	DEFINED	5		
		-----	-----						
			6013	110579					
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1257	76595	SH	DEFINED	5		
		-----	-----						
			1257	76595					

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HELMERICH & PAYNE INC	COM	423452101	281	6469	SH	DEFINED	5
			-----	-----			
			281	6469			
HENRY JACK & ASSOC INC	COM	426281101	1	29	SH	DEFINED	5
			-----	-----			
			1	29			
HERCULES TECH GROWTH CAP INC	COM	427096508	1345	118576	SH	DEFINED	5
			-----	-----			
			1345	118576			
HERITAGE CRYSTAL CLEAN INC	COM	42726M106	33	2000	SH	DEFINED	5
			-----	-----			
			33	2000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
HERSHEY CO	COM	427866108	4297	59659	SH	DEFINED	5	
			-----	-----				
			4297	59659				
HERTZ GLOBAL HOLDINGS INC	COM	42805T105	71	5509	SH	DEFINED	5	
			-----	-----				
			71	5509				
HESS CORP	COM	42809H107	500	11499	SH	DEFINED	5	
			-----	-----				
			500	11499				
HEWLETT PACKARD CO	COM	428236103	5040	250642	SH	DEFINED	5	
			-----	-----				
			5040	250642				
HEXCEL CORP NEW	COM	428291108	361	14013	SH	DEFINED	5	
			-----	-----				
			361	14013				
HIGHWOODS PPTYS INC	COM	431284108	168	5000	SH	DEFINED	5	
			-----	-----				
			168	5000				
HILL ROM HLDGS INC	COM	431475102	3995	129494	SH	DEFINED	5	
			-----	-----				
			3995	129494				
HILLENBRAND INC	COM	431571108	2709	147363	SH	DEFINED	5	
			-----	-----				
			2709	147363				
HILLSHIRE BRANDS CO	COM	432589109	1207	41620	SH	DEFINED	5	

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			-----	-----			
			1207	41620			
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	4	2000	SH		DEFINED 5
			-----	-----			
			4	2000			
HOLLY ENERGY PARTNERS L P	COM UT LTD PTN	435763107	142	2500	SH		DEFINED 5
			-----	-----			
			142	2500			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
HOLLYFRONTIER CORP	COM	436106108	183	5159	SH		DEFINED 5	
			-----	-----				
			183	5159				
HOLOGIC INC	COM	436440101	157	8704	SH		DEFINED 5	
			-----	-----				
			157	8704				
HOME DEPOT INC	COM	437076102	47120	889220	SH		DEFINED 5	
			-----	-----				
			47120	889220				
HOMEOWNERS CHOICE INC	COM	43741E103	61	3484	SH		DEFINED 5	
			-----	-----				
			61	3484				
HONDA MOTOR LTD	AMERN SHS	438128308	1762	50837	SH		DEFINED 5	
			-----	-----				
			1762	50837				
HONEYWELL INTL INC	COM	438516106	38510	689655	SH		DEFINED 5	
			-----	-----				
			38510	689655				
HOOKER FURNITURE CORP	COM	439038100	61	5145	SH		DEFINED 5	
			-----	-----				
			61	5145				
HORMEL FOODS CORP	COM	440452100	236	7759	SH		DEFINED 5	
			-----	-----				
			236	7759				
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	3117	125842	SH		DEFINED 5	
			-----	-----				
			3117	125842				
HOSPIRA INC	COM	441060100	212	6063	SH		DEFINED 5	
			-----	-----				
			212	6063				

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HOST HOTELS & RESORTS INC	COM	44107P104	1469	92883	SH	DEFINED	5
			-----	-----			
			1469	92883			

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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	

HOT TOPIC INC	COM	441339108	5	500	SH	DEFINED	5	
			-----	-----				
			5	500				
HOWARD HUGHES CORP	COM	44267D107	6	99	SH	DEFINED	5	
			-----	-----				
			6	99				
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	15	500	SH	DEFINED	5	
			-----	-----				
			15	500				
HUBBELL INC	CL B	443510201	2052	26333	SH	DEFINED	5	
			-----	-----				
			2052	26333				
HUDSON CITY BANCORP	COM	443683107	2	335	SH	DEFINED	5	
			-----	-----				
			2	335				
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	4	500	SH	DEFINED	5	
			-----	-----				
			4	500				
HUMANA INC	COM	444859102	2057	26557	SH	DEFINED	5	
			-----	-----				
			2057	26557				
HUMAN GENOME SCIENCES INC	COM	444903108	0	38	SH	DEFINED	5	
			-----	-----				
				38				
HUNT J B TRANS SVCS INC	COM	445658107	592	9927	SH	DEFINED	5	
			-----	-----				
			592	9927				
HUNTINGTON BANCSHARES INC	COM	446150104	532	83162	SH	DEFINED	5	
			-----	-----				
			532	83162				
HUNTINGTON INGALLS INDS INC	COM	446413106	1	37	SH	DEFINED	5	
			-----	-----				
			1	37				

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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	
HUNTSMAN CORP	COM	447011107	32	2448	SH		DEFINED	5	
			32	2448					
HYPERDYNAMICS CORP	COM	448954107	1	1000	SH		DEFINED	5	
			1	1000					
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	8	170	SH		DEFINED	5	
			8	170					
ING PRIME RATE TR	SH BEN INT	44977W106	88	15300	SH		DEFINED	5	
			88	15300					
ING ASIA PAC HGH DIVID EQ IN	COM	44983J107	12	750	SH		DEFINED	5	
			12	750					
IPC THE HOSPITALIST CO INC	COM	44984A105	99	2187	SH		DEFINED	5	
			99	2187					
ITT EDUCATIONAL SERVICES INC	COM	45068B109	2	30	SH		DEFINED	5	
			2	30					
IXIA	COM	45071R109	638	53086	SH		DEFINED	5	
			638	53086					
ITT CORP NEW	COM NEW	450911201	78	4440	SH		DEFINED	5	
			78	4440					
ICICI BK LTD	ADR	45104G104	871	26867	SH		DEFINED	5	
			871	26867					
IDEX CORP	COM	45167R104	693	17779	SH		DEFINED	5	
			693	17779					

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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
ILLINOIS TOOL WKS INC	COM	452308109	26977	510058	SH		DEFINED	5
			26977	510058				
IMATION CORP	COM	45245A107	1	100	SH		DEFINED	5
			1	100				
IMMUNOGEN INC	COM	45253H101	68	4064	SH		DEFINED	5
			68	4064				
IMMUNOMEDICS INC	COM	452907108	30	8423	SH		DEFINED	5
			30	8423				
IMPERIAL OIL LTD	COM NEW	453038408	748	17920	SH		DEFINED	5
			748	17920				
INCYTE CORP	COM	45337C102	23	1000	SH		DEFINED	5
			23	1000				
INDEPENDENT BANK CORP MASS	COM	453836108	222	7600	SH		DEFINED	5
			222	7600				
INDEPENDENT BANK CORP MICH	COM NEW	453838609	2	641	SH		DEFINED	5
			2	641				
INDIA FD INC	COM	454089103	27	1346	SH		DEFINED	5
			27	1346				
INERGY L P	UNIT LTD PTNR	456615103	2	100	SH		DEFINED	5
			2	100				
INFORMATICA CORP	COM	45666Q102	70	1664	SH		DEFINED	5
			70	1664				

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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
ING GROEP N V	SPONSORED ADR	456837103	7	1115	SH		DEFINED	5

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				7	1115		
INGREDION INC	COM	457187102	1470	29681	SH	DEFINED	5
			1470	29681			
INNOTRAC CORP	COM	45767M109	27	20350	SH	DEFINED	5
			27	20350			
INNERWORKINGS INC	COM	45773Y105	114	8447	SH	DEFINED	5
			114	8447			
INTEL CORP	COM	458140100	98519	3696754	SH	DEFINED	5
			98519	3696754			
INTEGRYS ENERGY GROUP INC	COM	45822P105	1473	25895	SH	DEFINED	5
			1473	25895			
INTERCONTINENTAL HTLS GRP PL	SPONS ADR NEW	45857P301	213	8826	SH	DEFINED	5
			213	8826			
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1369	10069	SH	DEFINED	5
			1369	10069			
INTERDIGITAL INC	COM	45867G101	452	15313	SH	DEFINED	5
			452	15313			
INTERMEC INC	COM	458786100	1	140	SH	DEFINED	5
			1	140			
INTERNATIONAL BUSINESS MACHS	COM	459200101	135483	692724	SH	DEFINED	5
			135483	692724			

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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 PRN CALL	DSCRETN	O MA
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	351	6408	SH	DEFINED	5
			351	6408			
INTERNATIONAL GAME TECHNOLOG	COM	459902102	785	49817	SH	DEFINED	5
			785	49817			

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INTL PAPER CO	COM	460146103	1246	43107	SH	DEFINED	5
			-----	-----			
			1246	43107			
INTERNATIONAL RECTIFIER CORP	COM	460254105	703	35179	SH	DEFINED	5
			-----	-----			
			703	35179			
INTERPUBLIC GROUP COS INC	COM	460690100	153	14096	SH	DEFINED	5
			-----	-----			
			153	14096			
INTEROIL CORP	COM	460951106	71	1017	SH	DEFINED	5
			-----	-----			
			71	1017			
INTL FCSTONE INC	COM	46116V105	4	220	SH	DEFINED	5
			-----	-----			
			4	220			
INTUITIVE SURGICAL INC	COM NEW	46120E602	3148	5685	SH	DEFINED	5
			-----	-----			
			3148	5685			
INTUIT	COM	461202103	2386	40199	SH	DEFINED	5
			-----	-----			
			2386	40199			
INVACARE CORP	COM	461203101	6	400	SH	DEFINED	5
			-----	-----			
			6	400			
INTREPID POTASH INC	COM	46121Y102	11	499	SH	DEFINED	5
			-----	-----			
			11	499			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----					-----
INVENTURE FOODS INC	COM	461212102	37	5951	SH	DEFINED	5	
			-----	-----				
			37	5951				
INVESCO VAN KAMPEN MUNI TRST	COM	46131J103	25	1633	SH	DEFINED	5	
			-----	-----				
			25	1633				
INVESCO VAN KAMPEN OHIO QUAL	COM	46131K100	91	5495	SH	DEFINED	5	
			-----	-----				
			91	5495				
INVESCO VAN KAMPEN TR INV MU	COM	46131M106	102	6680	SH	DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
			102	6680		
INVESCO VAN KAMPEN TR INVT G	COM	46131R105	53	2850	SH	DEFINED 5
			53	2850		
INVESCO VAN KAMPEN MUNI OPP	COM	46132C107	62	4054	SH	DEFINED 5
			62	4054		
INVESCO VAN KAMPEN SELECT MU	SH BEN INT	46132G108	29	2200	SH	DEFINED 5
			29	2200		
INVESCO VALUE MUN SECS	COM	46132T100	10	697	SH	DEFINED 5
			10	697		
INVESCO MUNI INCM OPP TRST I	COM	46133A100	32	4034	SH	DEFINED 5
			32	4034		
INVESCO MUNI PREM INC TRST	COM	46133E102	36	3890	SH	DEFINED 5
			36	3890		
ION GEOPHYSICAL CORP	COM	462044108	1	200	SH	DEFINED 5
			1	200		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
IRIDIUM COMMUNICATIONS INC	COM	46269C102	1	82	SH	DEFINED 5
			1	82		
IRON MTN INC	COM	462846106	36	1107	SH	DEFINED 5
			36	1107		
ISHARES SILVER TRUST	ISHARES	46428Q109	555	20825	SH	DEFINED 5
			555	20825		
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	4826	158528	SH	DEFINED 5
			4826	158528		
ISHARES GOLD TRUST	ISHARES	464285105	5673	364567	SH	DEFINED 5
			5673	364567		

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ISHARES INC	MSCI AUSTRALIA	464286103	19	885 SH	DEFINED 5
			-----	-----	
			19	885	
ISHARES INC	MSCI AUSTRIA I	464286202	1	87 SH	DEFINED 5
			-----	-----	
			1	87	
ISHARES INC	MSCI BELG INVE	464286301	1	117 SH	DEFINED 5
			-----	-----	
			1	117	
ISHARES INC	MSCI BRAZIL	464286400	386	7464 SH	DEFINED 5
			-----	-----	
			386	7464	
ISHARES INC	MSCI CDA INDEX	464286509	111	4277 SH	DEFINED 5
			-----	-----	
			111	4277	
ISHARES INC	MSCI EMU INDEX	464286608	111	4035 SH	DEFINED 5
			-----	-----	
			111	4035	

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ISHARES INC	MSCI THAILAND	464286624	2	24 SH	DEFINED 5		
			-----	-----			
			2	24			
ISHARES INC	MSCI ISRAEL FD	464286632	69	1882 SH	DEFINED 5		
			-----	-----			
			69	1882			
ISHARES INC	MSCI CHILE INV	464286640	6	91 SH	DEFINED 5		
			-----	-----			
			6	91			
ISHARES INC	MSCI BRIC INDX	464286657	82	2295 SH	DEFINED 5		
			-----	-----			
			82	2295			
ISHARES INC	MSCI PAC J IDX	464286665	502	12327 SH	DEFINED 5		
			-----	-----			
			502	12327			
ISHARES INC	MSCI SINGAPORE	464286673	73	5918 SH	DEFINED 5		
			-----	-----			
			73	5918			
ISHARES INC	MSCI UTD KINGD	464286699	7	455 SH	DEFINED 5		

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			-----	-----		
			7	455		
ISHARES INC	MSCI TAIWAN	464286731	39	3155	SH	DEFINED 5
			-----	-----		
			39	3155		
ISHARES INC	MSCI SWITZERLD	464286749	25	1090	SH	DEFINED 5
			-----	-----		
			25	1090		
ISHARES INC	MSCI SWEDEN	464286756	27	1056	SH	DEFINED 5
			-----	-----		
			27	1056		
ISHARES INC	MSCI SPAIN	464286764	3	103	SH	DEFINED 5
			-----	-----		
			3	103		

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES INC	MSCI S KOREA	464286772	26	475	SH	DEFINED 5			
			-----	-----					
			26	475					
ISHARES INC	MSCI STH AFRCA	464286780	37	572	SH	DEFINED 5			
			-----	-----					
			37	572					
ISHARES INC	MSCI GERMAN	464286806	38	1940	SH	DEFINED 5			
			-----	-----					
			38	1940					
ISHARES INC	MSCI NETHR INV	464286814	20	1150	SH	DEFINED 5			
			-----	-----					
			20	1150					
ISHARES INC	MSCI MALAYSIA	464286830	59	4137	SH	DEFINED 5			
			-----	-----					
			59	4137					
ISHARES INC	MSCI JAPAN	464286848	11	1196	SH	DEFINED 5			
			-----	-----					
			11	1196					
ISHARES INC	MSCI HONG KONG	464286871	39	2391	SH	DEFINED 5			
			-----	-----					
			39	2391					
ISHARES TR	S&P 100 IDX FD	464287101	9160	146637	SH	DEFINED 5			
			-----	-----					
			9160	146637					

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ISHARES TR	LRGE GRW INDX	464287119	108	1461	SH	DEFINED	5
			-----	-----			
			108	1461			
ISHARES TR	DJ SEL DIV INX	464287168	29677	528153	SH	DEFINED	5
			-----	-----			
			29677	528153			
ISHARES TR	BARCLYS TIPS B	464287176	136952	1144127	SH	DEFINED	5
			-----	-----			
			136952	1144127			

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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	FTSE CHINA25 I	464287184	498	14781	SH	DEFINED	5	
			-----	-----				
			498	14781				
ISHARES TR	S&P 500 INDEX	464287200	73281	535877	SH	DEFINED	5	
			-----	-----				
			73281	535877				
ISHARES TR	BARCLY USAGG B	464287226	37793	339561	SH	DEFINED	5	
			-----	-----				
			37793	339561				
ISHARES TR	MSCI EMERG MKT	464287234	108552	2773785	SH	DEFINED	5	
			-----	-----				
			108552	2773785				
ISHARES TR	IBOXX INV CPBD	464287242	67782	576428	SH	DEFINED	5	
			-----	-----				
			67782	576428				
ISHARES TR	S&P GBL TELCM	464287275	7572	131512	SH	DEFINED	5	
			-----	-----				
			7572	131512				
ISHARES TR	S&P GBL INF	464287291	7186	110973	SH	DEFINED	5	
			-----	-----				
			7186	110973				
ISHARES TR	S&P500 GRW	464287309	10774	146560	SH	DEFINED	5	
			-----	-----				
			10774	146560				
ISHARES TR	S&P GBL HLTHCR	464287325	7208	119960	SH	DEFINED	5	
			-----	-----				
			7208	119960				
ISHARES TR	S&P GBL ENER	464287341	7380	203463	SH	DEFINED	5	

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		7380	203463		
ISHARES TR	S&P NA NAT RES	464287374	4924	139021	SH DEFINED 5
			4924	139021	

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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 PRN CALL DSCRETN	O MA
ISHARES TR	S&P LTN AM 40	464287390	131	3153	SH	DEFINED 5
			131	3153		
ISHARES TR	S&P 500 VALUE	464287408	8409	135026	SH	DEFINED 5
			8409	135026		
ISHARES TR	BARCLYS 20+ YR	464287432	4941	39465	SH	DEFINED 5
			4941	39465		
ISHARES TR	BARCLYS 7-10 Y	464287440	2046	18957	SH	DEFINED 5
			2046	18957		
ISHARES TR	BARCLYS 1-3 YR	464287457	26399	312891	SH	DEFINED 5
			26399	312891		
ISHARES TR	MSCI EAFE INDE	464287465	92609	1853666	SH	DEFINED 5
			92609	1853666		
ISHARES TR	RUSSELL MCP VL	464287473	24170	521806	SH	DEFINED 5
			24170	521806		
ISHARES TR	RUSSELL MCP GR	464287481	22056	372628	SH	DEFINED 5
			22056	372628		
ISHARES TR	RUSSELL MIDCAP	464287499	87771	833059	SH	DEFINED 5
			87771	833059		
ISHARES TR	S&P MIDCAP 400	464287507	68797	730561	SH	DEFINED 5
			68797	730561		
ISHARES TR	S&P NA TECH FD	464287549	1437	21913	SH	DEFINED 5
			1437	21913		

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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	NASDQ BIO INDX	464287556	671	5166	SH		DEFINED	5
			671	5166				
ISHARES TR	COHEN&ST RLTY	464287564	108730	1382630	SH		DEFINED	5
			108730	1382630				
ISHARES TR	S&P GLB100INDX	464287572	29	500	SH		DEFINED	5
			29	500				
ISHARES TR	CONS SRVC IDX	464287580	34	416	SH		DEFINED	5
			34	416				
ISHARES TR	RUSSELL1000VAL	464287598	11980	175608	SH		DEFINED	5
			11980	175608				
ISHARES TR	S&P MC 400 GRW	464287606	10477	98973	SH		DEFINED	5
			10477	98973				
ISHARES TR	RUSSELL1000GRW	464287614	12060	190738	SH		DEFINED	5
			12060	190738				
ISHARES TR	RUSSELL 1000	464287622	35149	467338	SH		DEFINED	5
			35149	467338				
ISHARES TR	RUSL 2000 VALU	464287630	12999	184664	SH		DEFINED	5
			12999	184664				
ISHARES TR	RUSL 2000 GROW	464287648	10151	110971	SH		DEFINED	5
			10151	110971				
ISHARES TR	RUSSELL 2000	464287655	89404	1123727	SH		DEFINED	5
			89404	1123727				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O MA
ISHARES TR	RUSL 3000 GROW	464287671	6	113	SH		DEFINED	5	
			6	113					
ISHARES TR	RUSSELL 3000	464287689	1568	19506	SH		DEFINED	5	
			1568	19506					
ISHARES TR	DJ US UTILS	464287697	1	11	SH		DEFINED	5	
			1	11					
ISHARES TR	S&P MIDCP VALU	464287705	4727	57910	SH		DEFINED	5	
			4727	57910					
ISHARES TR	DJ US TELECOMM	464287713	76	3380	SH		DEFINED	5	
			76	3380					
ISHARES TR	DJ US TECH SEC	464287721	44	623	SH		DEFINED	5	
			44	623					
ISHARES TR	DJ US REAL EST	464287739	325	5078	SH		DEFINED	5	
			325	5078					
ISHARES TR	DJ US INDUSTRL	464287754	24	350	SH		DEFINED	5	
			24	350					
ISHARES TR	DJ US FINL SVC	464287770	6	114	SH		DEFINED	5	
			6	114					
ISHARES TR	DJ US ENERGY	464287796	23	600	SH		DEFINED	5	
			23	600					
ISHARES TR	S&P SMLCAP 600	464287804	34425	469835	SH		DEFINED	5	
			34425	469835					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O MA

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ISHARES TR	DJ US BAS MATL	464287838	77	1185	SH	DEFINED	5
			-----	-----			
			77	1185			
ISHARES TR	S&P SMLCP VALU	464287879	2638	35491	SH	DEFINED	5
			-----	-----			
			2638	35491			
ISHARES TR	S&P SMLCP GROW	464287887	3215	39824	SH	DEFINED	5
			-----	-----			
			3215	39824			
ISHARES TR	S&P CITINT TBD	464288117	1942	19767	SH	DEFINED	5
			-----	-----			
			1942	19767			
ISHARES TR	S&P SH NTL AMT	464288158	5421	50733	SH	DEFINED	5
			-----	-----			
			5421	50733			
ISHARES TR	AGENCY BD FD	464288166	594	5236	SH	DEFINED	5
			-----	-----			
			594	5236			
ISHARES TR	MSCI ACJPN IDX	464288182	260	4948	SH	DEFINED	5
			-----	-----			
			260	4948			
ISHARES TR	FTSE CHINA ETF	464288190	5	126	SH	DEFINED	5
			-----	-----			
			5	126			
ISHARES TR	MSCI ACWI INDX	464288257	14	325	SH	DEFINED	5
			-----	-----			
			14	325			
ISHARES TR	MSCI SMALL CAP	464288273	7001	193728	SH	DEFINED	5
			-----	-----			
			7001	193728			
ISHARES TR	JPMORGAN USD	464288281	30	265	SH	DEFINED	5
			-----	-----			
			30	265			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MA	
-----			-----	-----	-----	-----	-----	-----	
ISHARES TR	S&P AMTFREE MU	464288323	132	1195	SH		DEFINED	5	
			-----	-----					
			132	1195					
ISHARES TR	S&P NTL AMTFRE	464288414	26165	237716	SH		DEFINED	5	

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			26165	237716		
ISHARES TR	S&P DEV EX-US	464288422	2	70	SH	DEFINED 5
			2	70		
ISHARES TR	DJ INTL SEL DI	464288448	3521	117078	SH	DEFINED 5
			3521	117078		
ISHARES TR	EPRA/NAR DEV A	464288463	2108	74596	SH	DEFINED 5
			2108	74596		
ISHARES TR	EPRA/NAR DEV E	464288471	983	36249	SH	DEFINED 5
			983	36249		
ISHARES TR	SMLL CORE INDX	464288505	14	157	SH	DEFINED 5
			14	157		
ISHARES TR	HIGH YLD CORP	464288513	83454	914161	SH	DEFINED 5
			83454	914161		
ISHARES TR	MRTG PLS CAP I	464288539	39	2772	SH	DEFINED 5
			39	2772		
ISHARES TR	INDL OFF CAP I	464288554	54	1900	SH	DEFINED 5
			54	1900		
ISHARES TR	MSCI KLD400 SO	464288570	60	1209	SH	DEFINED 5
			60	1209		

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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
ISHARES TR	BARCLYS MBS BD	464288588	9167	84532	SH		DEFINED 5	
			9167	84532				
ISHARES TR	BARCLYS INTER	464288612	5996	53477	SH		DEFINED 5	
			5996	53477				
ISHARES TR	BARCLYS CR BD	464288620	84	760	SH		DEFINED 5	
			84	760				

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ISHARES TR	BARCLYS INTER	464288638	1487	13604	SH	DEFINED	5
			-----	-----			
			1487	13604			
ISHARES TR	BARCLYS 1-3YR	464288646	46434	443450	SH	DEFINED	5
			-----	-----			
			46434	443450			
ISHARES TR	BARCLYS 10-20Y	464288653	10	76	SH	DEFINED	5
			-----	-----			
			10	76			
ISHARES TR	BARCLYS 3-7 YR	464288661	515	4187	SH	DEFINED	5
			-----	-----			
			515	4187			
ISHARES TR	US PFD STK IDX	464288687	142384	3648056	SH	DEFINED	5
			-----	-----			
			142384	3648056			
ISHARES TR	S&P GLB MTRLS	464288695	9794	175174	SH	DEFINED	5
			-----	-----			
			9794	175174			
ISHARES TR	S&P GL UTILITI	464288711	7284	173274	SH	DEFINED	5
			-----	-----			
			7284	173274			
ISHARES TR	S&P GL INDUSTR	464288729	7232	144784	SH	DEFINED	5
			-----	-----			
			7232	144784			

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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 GL C STAPL	464288737	7078	100717	SH	DEFINED	5	
			-----	-----				
			7078	100717				
ISHARES TR	S&P GL CONSUME	464288745	7176	130064	SH	DEFINED	5	
			-----	-----				
			7176	130064				
ISHARES TR	DJ HOME CONSTN	464288752	0	29	SH	DEFINED	5	
			-----	-----				
				29				
ISHARES TR	DJ REGIONAL BK	464288778	16	650	SH	DEFINED	5	
			-----	-----				
			16	650				
ISHARES TR	MSCI ESG SEL S	464288802	171	2989	SH	DEFINED	5	

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			-----	-----		
			171	2989		
ISHARES TR	DJ PHARMA INDX	464288836	2	24	SH	DEFINED 5
			-----	-----		
			2	24		
ISHARES TR	RSSL MCRCP IDX	464288869	5	100	SH	DEFINED 5
			-----	-----		
			5	100		
ISHARES TR	MSCI VAL IDX	464288877	45	1060	SH	DEFINED 5
			-----	-----		
			45	1060		
ISHARES TR	2014 S&P AMTFR	464289362	4563	87945	SH	DEFINED 5
			-----	-----		
			4563	87945		
ISHARES TR	2013 S&P AMTFR	464289388	6585	129375	SH	DEFINED 5
			-----	-----		
			6585	129375		
ISHARES TR	2012 S&P AMTFR	464289412	6572	129863	SH	DEFINED 5
			-----	-----		
			6572	129863		

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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	S&P INDIA 50	464289529	5	250	SH		DEFINED	5	
			-----	-----					
			5	250					
ISHARES TR	MSCI PERU CAP	464289842	0	6	SH		DEFINED	5	
			-----	-----					
				6					
ISHARES TR	S&P AGGR ALL	464289859	145	4145	SH		DEFINED	5	
			-----	-----					
			145	4145					
ISHARES TR	S&P GRWTH ALL	464289867	125	3858	SH		DEFINED	5	
			-----	-----					
			125	3858					
ISHARES TR	S&P MODERATE	464289875	10	330	SH		DEFINED	5	
			-----	-----					
			10	330					
ISHARES TR	S&P CONSR ALL	464289883	180	6003	SH		DEFINED	5	
			-----	-----					
			180	6003					

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ISHARES TR	HGH DIV EQT FD	46429B663	1	25	SH	DEFINED	5
			-----	-----			
			1	25			
ISHARES TR	BRC 0-5 YR TIP	46429B747	3358	32852	SH	DEFINED	5
			-----	-----			
			3358	32852			
ISIS PHARMACEUTICALS INC	COM	464330109	2	194	SH	DEFINED	5
			-----	-----			
			2	194			
ITAU UNIBANCO HLDG SA	SPON ADR REP P	465562106	424	30459	SH	DEFINED	5
			-----	-----			
			424	30459			
ITC HLDGS CORP	COM	465685105	2	22	SH	DEFINED	5
			-----	-----			
			2	22			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
ITRON INC	COM	465741106	798	19355	SH		DEFINED	5
			-----	-----				
			798	19355				
IVANHOE MINES LTD	COM	46579N103	7	700	SH		DEFINED	5
			-----	-----				
			7	700				
IVANHOE MINES LTD	RIGHT 07/19/20	46579N152	1	700	SH		DEFINED	5
			-----	-----				
			1	700				
IXYS CORP	COM	46600W106	37	3313	SH		DEFINED	5
			-----	-----				
			37	3313				
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	80	7240	SH		DEFINED	5
			-----	-----				
			80	7240				
JPMORGAN CHASE & CO	COM	46625H100	70800	1981536	SH		DEFINED	5
			-----	-----				
			70800	1981536				
JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	89222	2301902	SH		DEFINED	5
			-----	-----				
			89222	2301902				
JMP GROUP INC	COM	46629U107	37	6046	SH		DEFINED	5

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			37	6046			
JABIL CIRCUIT INC	COM	466313103	180	8877	SH	DEFINED	5
			180	8877			
JACOBS ENGR GROUP INC DEL	COM	469814107	415	10963	SH	DEFINED	5
			415	10963			
JANUS CAP GROUP INC	COM	47102X105	1	82	SH	DEFINED	5
			1	82			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
JARDEN CORP	COM	471109108	8	192	SH	DEFINED	5	
			8	192				
JEFFERIES GROUP INC NEW	COM	472319102	582	44783	SH	DEFINED	5	
			582	44783				
JOHN BEAN TECHNOLOGIES CORP	COM	477839104	10	718	SH	DEFINED	5	
			10	718				
JOHNSON & JOHNSON	COM	478160104	111763	1654278	SH	DEFINED	5	
			111763	1654278				
JOHNSON CTLS INC	COM	478366107	4717	170239	SH	DEFINED	5	
			4717	170239				
JONES LANG LASALLE INC	COM	48020Q107	63	893	SH	DEFINED	5	
			63	893				
JOS A BANK CLOTHIERS INC	COM	480838101	21	502	SH	DEFINED	5	
			21	502				
JOY GLOBAL INC	COM	481165108	13281	234100	SH	DEFINED	5	
			13281	234100				
JUNIPER NETWORKS INC	COM	48203R104	19	1169	SH	DEFINED	5	
			19	1169				

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KAR AUCTION SVCS INC	COM	48238T109	186	10840	SH	DEFINED	5
			-----	-----			
			186	10840			
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	2	48	SH	DEFINED	5
			-----	-----			
			2	48			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O	
-----	-----	-----	-----	-----	-----	-----	-----	
KBR INC	COM	48242W106	70	2852	SH	DEFINED	5	
			-----	-----				
			70	2852				
KLA-TENCOR CORP	COM	482480100	1195	24269	SH	DEFINED	5	
			-----	-----				
			1195	24269				
KMG CHEMICALS INC	COM	482564101	19	1000	SH	DEFINED	5	
			-----	-----				
			19	1000				
KADANT INC	COM	48282T104	3	126	SH	DEFINED	5	
			-----	-----				
			3	126				
KAMAN CORP	COM	483548103	1431	46237	SH	DEFINED	5	
			-----	-----				
			1431	46237				
KANSAS CITY SOUTHERN	COM NEW	485170302	1540	22141	SH	DEFINED	5	
			-----	-----				
			1540	22141				
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	25	800	SH	DEFINED	5	
			-----	-----				
			25	800				
KELLOGG CO	COM	487836108	10137	205494	SH	DEFINED	5	
			-----	-----				
			10137	205494				
KEMPER CORP DEL	COM	488401100	222	7223	SH	DEFINED	5	
			-----	-----				
			222	7223				
KENNAMETAL INC	COM	489170100	1497	45143	SH	DEFINED	5	
			-----	-----				
			1497	45143				
KEY ENERGY SVCS INC	COM	492914106	10	1297	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	
KEYCORP NEW	COM	493267108	4728	610798	SH		DEFINED	5		
			4728	610798						
KILROY RLTY CORP	COM	49427F108	32	655	SH		DEFINED	5		
			32	655						
KIMBALL INTL INC	CL B	494274103	994	129047	SH		DEFINED	5		
			994	129047						
KIMBERLY CLARK CORP	COM	494368103	11425	136383	SH		DEFINED	5		
			11425	136383						
KIMCO RLTY CORP	COM	49446R109	12	627	SH		DEFINED	5		
			12	627						
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	1386	18881	SH		DEFINED	5		
			1386	18881						
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	4286	54540	SH		DEFINED	5		
			4286	54540						
KINDER MORGAN INC DEL	COM	49456B101	104	3231	SH		DEFINED	5		
			104	3231						
KINDER MORGAN INC DEL	*W EXP 05/25/2	49456B119	10	4407	SH		DEFINED	5		
			10	4407						
KIRBY CORP	COM	497266106	2	34	SH		DEFINED	5		
			2	34						
KNOLL INC	COM NEW	498904200	455	33872	SH		DEFINED	5		
			455	33872						

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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
KOHL'S CORP	COM	500255104	2973	65357	SH		DEFINED	5
			2973	65357				
KONAMI CORP	SPONSORED ADR	50046R101	947	41922	SH		DEFINED	5
			947	41922				
KONA GRILL INC	COM	50047H201	6	623	SH		DEFINED	5
			6	623				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	315	16002	SH		DEFINED	5
			315	16002				
KOPPERS HOLDINGS INC	COM	50060P106	136	4000	SH		DEFINED	5
			136	4000				
KRAFT FOODS INC	CL A	50075N104	17719	458806	SH		DEFINED	5
			17719	458806				
KROGER CO	COM	501044101	12479	538118	SH		DEFINED	5
			12479	538118				
KUBOTA CORP	ADR	501173207	32	687	SH		DEFINED	5
			32	687				
KYOCERA CORP	ADR	501556203	26	305	SH		DEFINED	5
			26	305				
LCNB CORP	COM	50181P100	545	40860	SH		DEFINED	5
			545	40860				
LG DISPLAY CO LTD	SPONS ADR REP	50186V102	22	2377	SH		DEFINED	5
			22	2377				

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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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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
LKQ CORP	COM	501889208	202	6067	SH			DEFINED	5
			202	6067					
LSI CORPORATION	COM	502161102	7	1101	SH			DEFINED	5
			7	1101					
LTC PPTYS INC	COM	502175102	2493	68705	SH			DEFINED	5
			2493	68705					
LTX-CREDENCE CORP	COM NEW	502403207	3	483	SH			DEFINED	5
			3	483					
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2245	30334	SH			DEFINED	5
			2245	30334					
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	6782	73229	SH			DEFINED	5
			6782	73229					
LAKELAND FINL CORP	COM	511656100	852	31762	SH			DEFINED	5
			852	31762					
LAM RESEARCH CORP	COM	512807108	56	1483	SH			DEFINED	5
			56	1483					
LANCASTER COLONY CORP	COM	513847103	172	2422	SH			DEFINED	5
			172	2422					
LAS VEGAS SANDS CORP	COM	517834107	18	417	SH			DEFINED	5
			18	417					
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	607	20844	SH			DEFINED	5
			607	20844					

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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
LAUDER ESTEE COS INC	CL A	518439104	2578	47640	SH			DEFINED	5
			2578	47640					

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LEAR CORP	COM NEW	521865204	4	100	SH	DEFINED	5
			-----	-----			
			4	100			
LEGGETT & PLATT INC	COM	524660107	143	6751	SH	DEFINED	5
			-----	-----			
			143	6751			
LEGG MASON INC	COM	524901105	61	2315	SH	DEFINED	5
			-----	-----			
			61	2315			
LENDER PROCESSING SVCS INC	COM	52602E102	66	2613	SH	DEFINED	5
			-----	-----			
			66	2613			
LENNAR CORP	CL A	526057104	593	19191	SH	DEFINED	5
			-----	-----			
			593	19191			
LENNOX INTL INC	COM	526107107	28	600	SH	DEFINED	5
			-----	-----			
			28	600			
LEUCADIA NATL CORP	COM	527288104	4	201	SH	DEFINED	5
			-----	-----			
			4	201			
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	25	1136	SH	DEFINED	5
			-----	-----			
			25	1136			
LEXINGTON REALTY TRUST	COM	529043101	1075	126880	SH	DEFINED	5
			-----	-----			
			1075	126880			
LEXMARK INTL NEW	CL A	529771107	6	227	SH	DEFINED	5
			-----	-----			
			6	227			

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PAGE 112 OF 197		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
-----	-----	-----	-----	-----	-----	-----	-----	-----
LIBERTY ALL STAR EQUITY FD	SH BEN INT	530158104	5	1000	SH		DEFINED	5
			-----	-----				
			5	1000				
LIBERTY MEDIA CORPORATION	LIB CAP COM A	530322106	57	653	SH		DEFINED	5
			-----	-----				
			57	653				
LIBERTY GLOBAL INC	COM SER A	530555101	0	8	SH		DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA
LIBERTY GLOBAL INC	COM SER C	530555309	0	8	SH	DEFINED	5
				8			
LIBERTY INTERACTIVE CORPORAT	INT COM SER A	53071M104	5	288	SH	DEFINED	5
			5	288			
LIBERTY PPTY TR	SH BEN INT	531172104	30	805	SH	DEFINED	5
			30	805			
LIFE TECHNOLOGIES CORP	COM	53217V109	377	8373	SH	DEFINED	5
			377	8373			
LIGHTBRIDGE CORP	COM	53224K104	9	4374	SH	DEFINED	5
			9	4374			
LILLY ELI & CO	COM	532457108	9614	224043	SH	DEFINED	5
			9614	224043			
LIMITED BRANDS INC	COM	532716107	673	15830	SH	DEFINED	5
			673	15830			
LINCARE HLDGS INC	COM	532791100	3	86	SH	DEFINED	5
			3	86			

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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	MA
LINCOLN ELEC HLDGS INC	COM	533900106	4907	112068	SH	DEFINED	5
			4907	112068			
LINCOLN NATL CORP IND	COM	534187109	894	40880	SH	DEFINED	5
			894	40880			
LINDSAY CORP	COM	535555106	1524	23475	SH	DEFINED	5
			1524	23475			
LINEAR TECHNOLOGY CORP	COM	535678106	5	144	SH	DEFINED	5
			5	144			

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LINKEDIN CORP	COM CL A	53578A108	540	5077	SH	DEFINED	5
			-----	-----			
			540	5077			
LINN ENERGY LLC	UNIT LTD LIAB	536020100	194	5097	SH	DEFINED	5
			-----	-----			
			194	5097			
LIVE NATION ENTERTAINMENT IN	COM	538034109	1	60	SH	DEFINED	5
			-----	-----			
			1	60			
LOCKHEED MARTIN CORP	COM	539830109	6893	79154	SH	DEFINED	5
			-----	-----			
			6893	79154			
LOEWS CORP	COM	540424108	225	5495	SH	DEFINED	5
			-----	-----			
			225	5495			
LORILLARD INC	COM	544147101	3198	24235	SH	DEFINED	5
			-----	-----			
			3198	24235			
LOWES COS INC	COM	548661107	9957	350091	SH	DEFINED	5
			-----	-----			
			9957	350091			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
LULULEMON ATHLETICA INC	COM	550021109	840	14091	SH		DEFINED	5
			-----	-----				
			840	14091				
LUMINEX CORP DEL	COM	55027E102	66	2698	SH		DEFINED	5
			-----	-----				
			66	2698				
M & T BK CORP	COM	55261F104	73	880	SH		DEFINED	5
			-----	-----				
			73	880				
MBIA INC	COM	55262C100	1878	173770	SH		DEFINED	5
			-----	-----				
			1878	173770				
MDU RES GROUP INC	COM	552690109	1911	88413	SH		DEFINED	5
			-----	-----				
			1911	88413				
MFA FINANCIAL INC	COM	55272X102	53	6700	SH		DEFINED	5

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			-----	-----		
			53	6700		
MFS CHARTER INCOME TR	SH BEN INT	552727109	32	3250	SH	DEFINED 5
			-----	-----		
			32	3250		
MFS INTER INCOME TR	SH BEN INT	55273C107	55	8400	SH	DEFINED 5
			-----	-----		
			55	8400		
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	33	4633	SH	DEFINED 5
			-----	-----		
			33	4633		
MFS MUN INCOME TR	SH BEN INT	552738106	4	560	SH	DEFINED 5
			-----	-----		
			4	560		
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	835	120539	SH	DEFINED 5
			-----	-----		
			835	120539		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
MGM RESORTS INTERNATIONAL	COM	552953101	6	575	SH			DEFINED	5
			-----	-----					
			6	575					
MLP & STRATEGIC EQUITY FD IN	COM	55312N106	3	200	SH			DEFINED	5
			-----	-----					
			3	200					
MSC INDL DIRECT INC	CL A	553530106	146	2220	SH			DEFINED	5
			-----	-----					
			146	2220					
MSCI INC	COM	55354G100	3	94	SH			DEFINED	5
			-----	-----					
			3	94					
MTS SYS CORP	COM	553777103	27	692	SH			DEFINED	5
			-----	-----					
			27	692					
MVC CAPITAL INC	COM	553829102	612	47251	SH			DEFINED	5
			-----	-----					
			612	47251					
MWI VETERINARY SUPPLY INC	COM	55402X105	3	32	SH			DEFINED	5
			-----	-----					
			3	32					

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MYR GROUP INC DEL	COM	55405W104	208	12171	SH	DEFINED	5
			-----	-----			
			208	12171			
MA COM TECHNOLOGY SOLUTIONS	COM	55405Y100	300	16232	SH	DEFINED	5
			-----	-----			
			300	16232			
MACATAWA BK CORP	COM	554225102	18	5197	SH	DEFINED	5
			-----	-----			
			18	5197			
MACERICH CO	COM	554382101	67	1129	SH	DEFINED	5
			-----	-----			
			67	1129			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
MACK CALI RLTY CORP	COM	554489104	305	10500	SH	DEFINED	5	
			-----	-----				
			305	10500				
MACQUARIE GLBL INFRA TOTL RE	COM	55608D101	2	100	SH	DEFINED	5	
			-----	-----				
			2	100				
MACYS INC	COM	55616P104	3896	113423	SH	DEFINED	5	
			-----	-----				
			3896	113423				
MADDEN STEVEN LTD	COM	556269108	3	97	SH	DEFINED	5	
			-----	-----				
			3	97				
MADISON SQUARE GARDEN CO	CL A	55826P100	8	205	SH	DEFINED	5	
			-----	-----				
			8	205				
MAGELLAN MIDSTREAM PRNRS LP	COM UNIT RP LP	559080106	304	4300	SH	DEFINED	5	
			-----	-----				
			304	4300				
MAGNA INTL INC	COM	559222401	58	1479	SH	DEFINED	5	
			-----	-----				
			58	1479				
MAGNUM HUNTER RES CORP DEL	COM	55973B102	2	500	SH	DEFINED	5	
			-----	-----				
			2	500				
MAINSOURCE FINANCIAL GP INC	COM	56062Y102	76	6421	SH	DEFINED	5	

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			-----	-----		
			76	6421		
MALAYSIA FD INC	COM	560905101	71	7828	SH	DEFINED 5
			-----	-----		
			71	7828		
MANITOWOC INC	COM	563571108	229	19549	SH	DEFINED 5
			-----	-----		
			229	19549		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
MANPOWERGROUP INC	COM	56418H100	9	252	SH		DEFINED 5	
			-----	-----				
			9	252				
MANULIFE FINL CORP	COM	56501R106	213	19568	SH		DEFINED 5	
			-----	-----				
			213	19568				
MARATHON OIL CORP	COM	565849106	3970	155268	SH		DEFINED 5	
			-----	-----				
			3970	155268				
MARATHON PETE CORP	COM	56585A102	3969	88364	SH		DEFINED 5	
			-----	-----				
			3969	88364				
MARINE PETE TR	UNIT BEN INT	568423107	2	100	SH		DEFINED 5	
			-----	-----				
			2	100				
MARKEL CORP	COM	570535104	149	337	SH		DEFINED 5	
			-----	-----				
			149	337				
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	104	2316	SH		DEFINED 5	
			-----	-----				
			104	2316				
MARKET VECTORS ETF TR	MKTVEC MORNSTR	57060U134	14	700	SH		DEFINED 5	
			-----	-----				
			14	700				
MARKET VECTORS ETF TR	PHARMACEUTICAL	57060U217	8	200	SH		DEFINED 5	
			-----	-----				
			8	200				
MARKET VECTORS ETF TR	MV STEEL INDEX	57060U308	45	1000	SH		DEFINED 5	
			-----	-----				
			45	1000				

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MARKET VECTORS ETF TR	MINOR METALS	57060U472	8	605 SH	DEFINED 5
			-----	-----	
			8	605	

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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
-----	-----	-----	-----	-----	-----	-----	-----
MARKET VECTORS ETF TR	EM LC CURR DBT	57060U522	10	401 SH	DEFINED 5		
			-----	-----			
			10	401			
MARKET VECTORS ETF TR	JR GOLD MINERS	57060U589	19	1000 SH	DEFINED 5		
			-----	-----			
			19	1000			
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	39	790 SH	DEFINED 5		
			-----	-----			
			39	790			
MARKET VECTORS ETF TR	URAN NUCLR ENR	57060U704	6	400 SH	DEFINED 5		
			-----	-----			
			6	400			
MARKET VECTORS ETF TR	HG YLD MUN ETF	57060U878	444	13775 SH	DEFINED 5		
			-----	-----			
			444	13775			
MARKET VECTORS ETF TR	MKTVEC LMUNETF	57060U886	9	445 SH	DEFINED 5		
			-----	-----			
			9	445			
MARKET VECTORS ETF TR	INTL HI YLD BD	57061R205	5	200 SH	DEFINED 5		
			-----	-----			
			5	200			
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	98	1980 SH	DEFINED 5		
			-----	-----			
			98	1980			
MARRIOTT VACATIONS WRLDWDE C	COM	57164Y107	442	14283 SH	DEFINED 5		
			-----	-----			
			442	14283			
MARSH & MCLENNAN COS INC	COM	571748102	884	27440 SH	DEFINED 5		
			-----	-----			
			884	27440			
MARRIOTT INTL INC NEW	CL A	571903202	1716	43768 SH	DEFINED 5		
			-----	-----			
			1716	43768			

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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	5	O MA
MARTEN TRANS LTD	COM	573075108	438	20585	SH		DEFINED	5	
			438	20585					
MARTHA STEWART LIVING OMNIME	CL A	573083102	2	466	SH		DEFINED	5	
			2	466					
MARTIN MARIETTA MATLS INC	COM	573284106	926	11748	SH		DEFINED	5	
			926	11748					
MASCO CORP	COM	574599106	18	1284	SH		DEFINED	5	
			18	1284					
MASTERCARD INC	CL A	57636Q104	20512	47690	SH		DEFINED	5	
			20512	47690					
MATERIAL SCIENCES CORP	COM	576674105	0	47	SH		DEFINED	5	
				47					
MATERION CORP	COM	576690101	5	200	SH		DEFINED	5	
			5	200					
MATTEL INC	COM	577081102	2126	65536	SH		DEFINED	5	
			2126	65536					
MATTERSIGHT CORP	COM	577097108	8	1000	SH		DEFINED	5	
			8	1000					
MATTRESS FIRM HLDG CORP	COM	57722W106	76	2500	SH		DEFINED	5	
			76	2500					
MAXIM INTEGRATED PRODS INC	COM	57772K101	1880	73327	SH		DEFINED	5	
			1880	73327					

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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
MAXWELL TECHNOLOGIES INC	COM	577767106	138	21039	SH	DEFINED	5
			138	21039			
MAXIMUS INC	COM	577933104	181	3500	SH	DEFINED	5
			181	3500			
MBT FINL CORP	COM	578877102	1	500	SH	DEFINED	5
			1	500			
MCCORMICK & CO INC	COM NON VTG	579780206	2122	34985	SH	DEFINED	5
			2122	34985			
MCDERMOTT INTL INC	COM	580037109	9	848	SH	DEFINED	5
			9	848			
MCDONALDS CORP	COM	580135101	84372	953032	SH	DEFINED	5
			84372	953032			
MCGRAW HILL COS INC	COM	580645109	2921	64919	SH	DEFINED	5
			2921	64919			
MCKESSON CORP	COM	58155Q103	14865	158558	SH	DEFINED	5
			14865	158558			
MCMORAN EXPLORATION CO	COM	582411104	1	95	SH	DEFINED	5
			1	95			
MEAD JOHNSON NUTRITION CO	COM	582839106	5691	70682	SH	DEFINED	5
			5691	70682			
MEADOWBROOK INS GROUP INC	COM	58319P108	341	38777	SH	DEFINED	5
			341	38777			

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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
MEADWESTVACO CORP	COM	583334107	15	508	SH	DEFINED	5

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				15	508		
MEDASSETS INC	COM	584045108	179	13338	SH	DEFINED	5
			179	13338			
MEDICAL ACTION INDS INC	COM	58449L100	40	11448	SH	DEFINED	5
			40	11448			
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	24	700	SH	DEFINED	5
			24	700			
MEDIDATA SOLUTIONS INC	COM	58471A105	10	300	SH	DEFINED	5
			10	300			
MEDIVATION INC	COM	58501N101	690	7553	SH	DEFINED	5
			690	7553			
MEDNAX INC	COM	58502B106	169	2469	SH	DEFINED	5
			169	2469			
MEDTRONIC INC	NOTE 1.625% 4	585055AM8	22556	225000	SH	DEFINED	5
			22556	225000			
MEDTRONIC INC	COM	585055106	21171	546618	SH	DEFINED	5
			21171	546618			
MELCO CROWN ENTMT LTD	ADR	585464100	15	1300	SH	DEFINED	5
			15	1300			
MENTOR GRAPHICS CORP	COM	587200106	1	37	SH	DEFINED	5
			1	37			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
MERCADOLIBRE INC	COM	58733R102	1	10	SH	DEFINED	5	
			1	10				
MERCANTILE BANK CORP	COM	587376104	33	1804	SH	DEFINED	5	
			33	1804				

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MERCK & CO INC NEW	COM	58933Y105	48815	1169211	SH	DEFINED	5
			-----	-----			
			48815	1169211			
MERCURY COMPUTER SYS	COM	589378108	4	280	SH	DEFINED	5
			-----	-----			
			4	280			
MERCURY GENL CORP NEW	COM	589400100	29	692	SH	DEFINED	5
			-----	-----			
			29	692			
MERIDIAN BIOSCIENCE INC	COM	589584101	2389	116787	SH	DEFINED	5
			-----	-----			
			2389	116787			
MERIT MED SYS INC	COM	589889104	1099	79568	SH	DEFINED	5
			-----	-----			
			1099	79568			
METLIFE INC	COM	59156R108	1408	45635	SH	DEFINED	5
			-----	-----			
			1408	45635			
METROPCS COMMUNICATIONS INC	COM	591708102	33	5508	SH	DEFINED	5
			-----	-----			
			33	5508			
METTLER TOLEDO INTERNATIONAL	COM	592688105	1902	12201	SH	DEFINED	5
			-----	-----			
			1902	12201			
MFS INVT GRADE MUN TR	SH BEN INT	59318B108	59	5393	SH	DEFINED	5
			-----	-----			
			59	5393			

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PAGE 123 OF 197		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	
-----	-----	-----	-----	-----	-----	-----	-----	
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	
			-----	-----				
			10	2000				
MICREL INC	COM	594793101	1538	161370	SH	DEFINED	5	
			-----	-----				
			1538	161370				
MICROSOFT CORP	COM	594918104	89531	2926805	SH	DEFINED	5	

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			-----	-----		
			89531	2926805		
MICROCHIP TECHNOLOGY INC	COM	595017104	15952	482220	SH	DEFINED 5
			-----	-----		
			15952	482220		
MICRON TECHNOLOGY INC	COM	595112103	9	1476	SH	DEFINED 5
			-----	-----		
			9	1476		
MILLER HERMAN INC	COM	600544100	96	5196	SH	DEFINED 5
			-----	-----		
			96	5196		
MINE SAFETY APPLIANCES CO	COM	602720104	194	4825	SH	DEFINED 5
			-----	-----		
			194	4825		
MIPS TECHNOLOGIES INC	COM	604567107	5	800	SH	DEFINED 5
			-----	-----		
			5	800		
MISSION WEST PPTYS INC	COM	605203108	862	100001	SH	DEFINED 5
			-----	-----		
			862	100001		
MITCHAM INDS INC	COM	606501104	21	1217	SH	DEFINED 5
			-----	-----		
			21	1217		

				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	29	6049	SH			DEFINED	5
			-----	-----					
			29	6049					
MOBILE MINI INC	COM	60740F105	38	2657	SH			DEFINED	5
			-----	-----					
			38	2657					
MODUSLINK GLOBAL SOLUTIONS I	COM	60786L107	0	40	SH			DEFINED	5
			-----	-----					
				40					
MOLEX INC	COM	608554101	23	951	SH			DEFINED	5
			-----	-----					
			23	951					
MOLSON COORS BREWING CO	CL B	60871R209	384	9218	SH			DEFINED	5
			-----	-----					
			384	9218					

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MOLYCORP INC DEL	PFD CONV SER A	608753208	146	2800	SH	DEFINED	5
			-----	-----			
			146	2800			
MONMOUTH REAL ESTATE INVT CO	CL A	609720107	819	69879	SH	DEFINED	5
			-----	-----			
			819	69879			
MONSANTO CO NEW	COM	61166W101	5329	64374	SH	DEFINED	5
			-----	-----			
			5329	64374			
MONSTER BEVERAGE CORP	COM	611740101	1065	14951	SH	DEFINED	5
			-----	-----			
			1065	14951			
MOODYS CORP	COM	615369105	6549	179170	SH	DEFINED	5
			-----	-----			
			6549	179170			
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	11	812	SH	DEFINED	5
			-----	-----			
			11	812			

		FORM 13F						
PAGE 125 OF 197		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	
-----	-----	-----	-----	-----	-----	-----	-----	
MORGAN STANLEY	COM NEW	617446448	2108	144468	SH	DEFINED	5	
			-----	-----				
			2108	144468				
MORGAN STANLEY INDIA INVS FD	COM	61745C105	3	200	SH	DEFINED	5	
			-----	-----				
			3	200				
MORNINGSTAR INC	COM	617700109	2	29	SH	DEFINED	5	
			-----	-----				
			2	29				
MOSAIC CO NEW	COM	61945C103	34	630	SH	DEFINED	5	
			-----	-----				
			34	630				
MOTORCAR PTS AMER INC	COM	620071100	36	8088	SH	DEFINED	5	
			-----	-----				
			36	8088				
MOTOROLA SOLUTIONS INC	COM NEW	620076307	1523	31651	SH	DEFINED	5	
			-----	-----				
			1523	31651				
MULTI COLOR CORP	COM	625383104	33	1490	SH	DEFINED	5	

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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
			33	1490			
MURPHY OIL CORP	COM	626717102	762	15155	SH	DEFINED	5
			762	15155			
MYLAN INC	COM	628530107	16021	749695	SH	DEFINED	5
			16021	749695			
MYRIAD GENETICS INC	COM	62855J104	800	33636	SH	DEFINED	5
			800	33636			
NCR CORP NEW	COM	62886E108	9	412	SH	DEFINED	5
			9	412			

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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	O MA
NGP CAP RES CO	COM	62912R107	53	7549	SH	DEFINED	5
			53	7549			
NII HLDGS INC	CL B NEW	62913F201	402	39336	SH	DEFINED	5
			402	39336			
NRG ENERGY INC	COM NEW	629377508	27	1536	SH	DEFINED	5
			27	1536			
NTT DOCOMO INC	SPONS ADR	62942M201	5	314	SH	DEFINED	5
			5	314			
NVR INC	COM	62944T105	3	3	SH	DEFINED	5
			3	3			
NYSE EURONEXT	COM	629491101	379	14801	SH	DEFINED	5
			379	14801			
NASDAQ OMX GROUP INC	COM	631103108	1380	60860	SH	DEFINED	5
			1380	60860			
NASH FINCH CO	COM	631158102	63	2913	SH	DEFINED	5
			63	2913			

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NATIONAL FUEL GAS CO N J	COM	636180101	122	2605	SH	DEFINED	5
			-----	-----			
			122	2605			
NATIONAL GRID PLC	SPON ADR NEW	636274300	1368	25818	SH	DEFINED	5
			-----	-----			
			1368	25818			
NATIONAL HEALTH INVS INC	COM	63633D104	1836	36057	SH	DEFINED	5
			-----	-----			
			1836	36057			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
NATIONAL INSTRS CORP	COM	636518102	196	7301	SH	DEFINED	5
			-----	-----			
			196	7301			
NATIONAL OILWELL VARCO INC	COM	637071101	27312	423836	SH	DEFINED	5
			-----	-----			
			27312	423836			
NATIONAL RETAIL PPTYS INC	COM	637417106	874	30896	SH	DEFINED	5
			-----	-----			
			874	30896			
NAVIGATORS GROUP INC	COM	638904102	1051	21001	SH	DEFINED	5
			-----	-----			
			1051	21001			
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	51	2296	SH	DEFINED	5
			-----	-----			
			51	2296			
NAVISTAR INTL CORP NEW	COM	63934E108	2486	87631	SH	DEFINED	5
			-----	-----			
			2486	87631			
NAVIGANT CONSULTING INC	COM	63935N107	470	37185	SH	DEFINED	5
			-----	-----			
			470	37185			
NEOGEN CORP	COM	640491106	916	19819	SH	DEFINED	5
			-----	-----			
			916	19819			
NETAPP INC	COM	64110D104	125	3939	SH	DEFINED	5
			-----	-----			
			125	3939			
NETFLIX INC	COM	64110L106	2	35	SH	DEFINED	5

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			-----	-----			
			2	35			
NETGEAR INC	COM	64111Q104	308	8920	SH		DEFINED 5
			-----	-----			
			308	8920			

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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	
-----			-----	-----	-----	-----	-----	
NEUBERGER BERMAN INTER MUNI	COM	64124P101	1	67	SH		DEFINED 5	
			-----	-----				
			1	67				
NEUSTAR INC	CL A	64126X201	24	726	SH		DEFINED 5	
			-----	-----				
			24	726				
NEUTRAL TANDEM INC	COM	64128B108	538	40816	SH		DEFINED 5	
			-----	-----				
			538	40816				
NEW AMER HIGH INCOME FD INC	COM NEW	641876800	5	466	SH		DEFINED 5	
			-----	-----				
			5	466				
NEW GOLD INC CDA	COM	644535106	8	893	SH		DEFINED 5	
			-----	-----				
			8	893				
NEW YORK CMNTY BANCORP INC	COM	649445103	40	3220	SH		DEFINED 5	
			-----	-----				
			40	3220				
NEW YORK TIMES CO	CL A	650111107	4	483	SH		DEFINED 5	
			-----	-----				
			4	483				
NEWELL RUBBERMAID INC	COM	651229106	570	31413	SH		DEFINED 5	
			-----	-----				
			570	31413				
NEWFIELD EXPL CO	COM	651290108	701	23924	SH		DEFINED 5	
			-----	-----				
			701	23924				
NEWMARKET CORP	COM	651587107	2782	12844	SH		DEFINED 5	
			-----	-----				
			2782	12844				
NEWMONT MINING CORP	COM	651639106	91	1879	SH		DEFINED 5	
			-----	-----				
			91	1879				

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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	
NEWPARK RES INC	COM PAR \$.01NE	651718504	0	20	SH	DEFINED	5	
				20				
NEWS CORP	CL A	65248E104	174	7826	SH	DEFINED	5	
			174	7826				
NEWS CORP	CL B	65248E203	84	3750	SH	DEFINED	5	
			84	3750				
NEXTERA ENERGY INC	COM	65339F101	49141	714150	SH	DEFINED	5	
			49141	714150				
NIDEC CORP	SPONSORED ADR	654090109	31	1621	SH	DEFINED	5	
			31	1621				
NIKE INC	CL B	654106103	25081	285729	SH	DEFINED	5	
			25081	285729				
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	169	7313	SH	DEFINED	5	
			169	7313				
NISOURCE INC	COM	65473P105	1070	43227	SH	DEFINED	5	
			1070	43227				
NOKIA CORP	SPONSORED ADR	654902204	75	36062	SH	DEFINED	5	
			75	36062				
NOBLE ENERGY INC	COM	655044105	112	1315	SH	DEFINED	5	
			112	1315				
NORDSTROM INC	COM	655664100	1875	37741	SH	DEFINED	5	
			1875	37741				

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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	5	O

NORFOLK SOUTHERN CORP	COM	655844108	32489	452685	SH		DEFINED	5	
			-----	-----					
			32489	452685					
NORTH AMERN ENERGY PARTNERS	COM	656844107	245	94821	SH		DEFINED	5	
			-----	-----					
			245	94821					
NORTHEAST UTILS	COM	664397106	2324	59873	SH		DEFINED	5	
			-----	-----					
			2324	59873					
NORTHERN OIL & GAS INC NEV	COM	665531109	235	14753	SH		DEFINED	5	
			-----	-----					
			235	14753					
NORTHERN TR CORP	COM	665859104	4986	108337	SH		DEFINED	5	
			-----	-----					
			4986	108337					
NORTHRIM BANCORP INC	COM	666762109	41	1888	SH		DEFINED	5	
			-----	-----					
			41	1888					
NORTHROP GRUMMAN CORP	COM	666807102	3087	48387	SH		DEFINED	5	
			-----	-----					
			3087	48387					
NOVARTIS A G	SPONSORED ADR	66987V109	28021	501271	SH		DEFINED	5	
			-----	-----					
			28021	501271					
NOVO-NORDISK A S	ADR	670100205	4658	32052	SH		DEFINED	5	
			-----	-----					
			4658	32052					
NU SKIN ENTERPRISES INC	CL A	67018T105	2390	50967	SH		DEFINED	5	
			-----	-----					
			2390	50967					
NUANCE COMMUNICATIONS INC	COM	67020Y100	133	5603	SH		DEFINED	5	
			-----	-----					
			133	5603					

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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	5	O

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NUCOR CORP	COM	670346105	2890	76251	SH	DEFINED	5
			-----	-----			
			2890	76251			
NUSTAR ENERGY LP	UNIT COM	67058H102	204	3780	SH	DEFINED	5
			-----	-----			
			204	3780			
NUVEEN PREM INCOME MUN OPPTY	COM	6706D8104	11	751	SH	DEFINED	5
			-----	-----			
			11	751			
NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	24	2000	SH	DEFINED	5
			-----	-----			
			24	2000			
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	36	2500	SH	DEFINED	5
			-----	-----			
			36	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			
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	206	13677	SH	DEFINED	5
			-----	-----			
			206	13677			
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	25	1722	SH	DEFINED	5
			-----	-----			
			25	1722			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106	82	5800	SH	DEFINED	5
			-----	-----			
			82	5800			
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	1240	80289	SH	DEFINED	5

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			-----	-----			
			1240	80289			
NUVEEN NY AMT-FREE MUN INCOM	COM	670656107	44	3000	SH	DEFINED	5
			-----	-----			
			44	3000			
NUVEEN AMT-FREE MUN INCOME F	COM	670657105	133	8974	SH	DEFINED	5
			-----	-----			
			133	8974			
NVIDIA CORP	COM	67066G104	34	2492	SH	DEFINED	5
			-----	-----			
			34	2492			
NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	12	800	SH	DEFINED	5
			-----	-----			
			12	800			
NUVEEN SR INCOME FD	COM	67067Y104	5	720	SH	DEFINED	5
			-----	-----			
			5	720			
NUVEEN MUN HIGH INCOME OPP F	COM	670682103	4	300	SH	DEFINED	5
			-----	-----			
			4	300			
NUVEEN MUN HIGH INC OPPTY FD	COM	670683101	43	3333	SH	DEFINED	5
			-----	-----			
			43	3333			
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	152	9711	SH	DEFINED	5
			-----	-----			
			152	9711			
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	38	2500	SH	DEFINED	5
			-----	-----			
			38	2500			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	127	8334	SH		DEFINED	5
			-----	-----				
			127	8334				
NUVEEN MI DIV ADV MUNI FD	COM SH BEN INT	67070W103	20	1360	SH		DEFINED	5
			-----	-----				
			20	1360				
NUVEEN DIV ADV MUNI FD 3	COM SH BEN INT	67070X101	11	733	SH		DEFINED	5
			-----	-----				
			11	733				

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NUVEEN QUALITY PFD INCOME FD	COM	67071S101	67	8069	SH	DEFINED	5
			-----	-----			
			67	8069			
NXSTAGE MEDICAL INC	COM	67072V103	344	20543	SH	DEFINED	5
			-----	-----			
			344	20543			
NUVEEN PFD INCOME OPPRTNY FD	COM	67073B106	39	4365	SH	DEFINED	5
			-----	-----			
			39	4365			
NUVEEN CR STRATEGIES INC FD	COM SHS	67073D102	23	2500	SH	DEFINED	5
			-----	-----			
			23	2500			
NV ENERGY INC	COM	67073Y106	16	882	SH	DEFINED	5
			-----	-----			
			16	882			
NUVEEN ENERGY MLP TOTL RTRNF	COM	67074U103	10	537	SH	DEFINED	5
			-----	-----			
			10	537			
OGE ENERGY CORP	COM	670837103	200	3853	SH	DEFINED	5
			-----	-----			
			200	3853			
OI S.A.	SPONSORED ADR	670851104	0	81	SH	DEFINED	5
			-----	-----			
				81			

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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
-----	-----	-----	-----	-----	-----	-----	-----
OI S.A.	SPN ADR REP PF	670851203	3	223	SH	DEFINED	5
			-----	-----			
			3	223			
NUVEEN MUN VALUE FD INC	COM	670928100	255	24765	SH	DEFINED	5
			-----	-----			
			255	24765			
NUVEEN SELECT QUALITY MUN FD	COM	670973106	16	1000	SH	DEFINED	5
			-----	-----			
			16	1000			
NUVEEN QUALITY INCOME MUN FD	COM	670977107	53	3427	SH	DEFINED	5
			-----	-----			
			53	3427			
NUVEEN MICH QUALITY INCOME M	COM	670979103	111	7082	SH	DEFINED	5

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			-----	-----			
			111	7082			
NUVEEN OHIO QUALITY INCOME M	COM	670980101	774	42762	SH	DEFINED	5
			-----	-----			
			774	42762			
NUVEEN MUN OPPORTUNITY FD IN	COM	670984103	374	24993	SH	DEFINED	5
			-----	-----			
			374	24993			
NUVEEN PREMIER OPPURTUNITY F	COM	670987106	39	2500	SH	DEFINED	5
			-----	-----			
			39	2500			
NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	43	2646	SH	DEFINED	5
			-----	-----			
			43	2646			
NUVEEN N Y PREM INCOME MUN F	COM	67101R107	28	1701	SH	DEFINED	5
			-----	-----			
			28	1701			
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	995	11873	SH	DEFINED	5
			-----	-----			
			995	11873			

			FORM 13F					
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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	
-----			-----					-----
OASIS PETE INC NEW	COM	674215108	2	79	SH	DEFINED	5	
			-----	-----				
			2	79				
OCCIDENTAL PETE CORP DEL	COM	674599105	17873	208383	SH	DEFINED	5	
			-----	-----				
			17873	208383				
OCEANEERING INTL INC	COM	675232102	574	12003	SH	DEFINED	5	
			-----	-----				
			574	12003				
OFFICEMAX INC DEL	COM	67622P101	501	99027	SH	DEFINED	5	
			-----	-----				
			501	99027				
OIL STS INTL INC	COM	678026105	1009	15245	SH	DEFINED	5	
			-----	-----				
			1009	15245				
OLD DOMINION FGHT LINES INC	COM	679580100	2662	61492	SH	DEFINED	5	
			-----	-----				
			2662	61492				

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OLD NATL BANCORP IND	COM	680033107	854	71147	SH	DEFINED	5
			-----	-----			
			854	71147			
OLD REP INTL CORP	COM	680223104	11	1278	SH	DEFINED	5
			-----	-----			
			11	1278			
OLIN CORP	COM PAR \$1	680665205	2305	110339	SH	DEFINED	5
			-----	-----			
			2305	110339			
OLYMPIC STEEL INC	COM	68162K106	21	1250	SH	DEFINED	5
			-----	-----			
			21	1250			
OMNICOM GROUP INC	COM	681919106	8656	178115	SH	DEFINED	5
			-----	-----			
			8656	178115			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
OMEGA HEALTHCARE INVS INC	COM	681936100	2162	96078	SH		DEFINED	5
			-----	-----				
			2162	96078				
OMNIVISION TECHNOLOGIES INC	COM	682128103	535	40088	SH		DEFINED	5
			-----	-----				
			535	40088				
OMNICELL INC	COM	68213N109	70	4766	SH		DEFINED	5
			-----	-----				
			70	4766				
ONCOLYTICS BIOTECH INC	COM	682310107	5	1500	SH		DEFINED	5
			-----	-----				
			5	1500				
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	800	14885	SH		DEFINED	5
			-----	-----				
			800	14885				
ONEOK INC NEW	COM	682680103	4602	108763	SH		DEFINED	5
			-----	-----				
			4602	108763				
ORACLE CORP	COM	68389X105	41306	1390782	SH		DEFINED	5
			-----	-----				
			41306	1390782				
ORASURE TECHNOLOGIES INC	COM	68554V108	300	26727	SH		DEFINED	5

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			300	26727			
ORCHARD SUPPLY HARDWARE STOR	CL A	685691404	0	4	SH	DEFINED	5
				4			
ORION MARINE GROUP INC	COM	68628V308	65	9354	SH	DEFINED	5
			65	9354			
ORIX CORP	SPONSORED ADR	686330101	209	4491	SH	DEFINED	5
			209	4491			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
OSHKOSH CORP	COM	688239201	49	2323	SH	DEFINED	5
			49	2323			
OTTER TAIL CORP	COM	689648103	32	1400	SH	DEFINED	5
			32	1400			
OVERHILL FARMS INC	COM	690212105	62	15842	SH	DEFINED	5
			62	15842			
OWENS & MINOR INC NEW	COM	690732102	673	21965	SH	DEFINED	5
			673	21965			
OWENS CORNING NEW	COM	690742101	11	400	SH	DEFINED	5
			11	400			
OWENS ILL INC	COM NEW	690768403	86	4490	SH	DEFINED	5
			86	4490			
PAA NAT GAS STORAGE L P	COM UNIT LTD	693139107	12	685	SH	DEFINED	5
			12	685			
PG&E CORP	COM	69331C108	1197	26436	SH	DEFINED	5
			1197	26436			
PHH CORP	COM NEW	693320202	1	50	SH	DEFINED	5
			1	50			

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PNC FINL SVCS GROUP INC	COM	693475105	31946	522765	SH	DEFINED	5
			-----	-----			
			31946	522765			
POSCO	SPONSORED ADR	693483109	4	50	SH	DEFINED	5
			-----	-----			
			4	50			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PPG INDS INC	COM	693506107	4892	46103	SH	DEFINED	5	
			-----	-----				
			4892	46103				
PPL CORP	COM	69351T106	685	24638	SH	DEFINED	5	
			-----	-----				
			685	24638				
PVF CAPITAL CORP	COM	693654105	8	3700	SH	DEFINED	5	
			-----	-----				
			8	3700				
PVH CORP	COM	693656100	2377	30551	SH	DEFINED	5	
			-----	-----				
			2377	30551				
PACCAR INC	COM	693718108	81	2065	SH	DEFINED	5	
			-----	-----				
			81	2065				
PACHOLDER HIGH YIELD FD INC	COM	693742108	49	5234	SH	DEFINED	5	
			-----	-----				
			49	5234				
PACKAGING CORP AMER	COM	695156109	8052	285114	SH	DEFINED	5	
			-----	-----				
			8052	285114				
PACWEST BANCORP DEL	COM	695263103	133	5620	SH	DEFINED	5	
			-----	-----				
			133	5620				
PAIN THERAPEUTICS INC	COM	69562K100	7	1500	SH	DEFINED	5	
			-----	-----				
			7	1500				
PALL CORP	COM	696429307	1166	21271	SH	DEFINED	5	
			-----	-----				
			1166	21271				
PANASONIC CORP	ADR	69832A205	2	282	SH	DEFINED	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/ PRN CALL	PUT/ DSCRETN	INVSTMT			
PANERA BREAD CO	CL A	69840W108	231	1660	SH		DEFINED	5		
			231	1660						
PAPA JOHNS INTL INC	COM	698813102	14	300	SH		DEFINED	5		
			14	300						
PAREXEL INTL CORP	COM	699462107	1295	45883	SH		DEFINED	5		
			1295	45883						
PARK NATL CORP	COM	700658107	311	4464	SH		DEFINED	5		
			311	4464						
PARKER DRILLING CO	COM	701081101	148	32860	SH		DEFINED	5		
			148	32860						
PARKER HANNIFIN CORP	COM	701094104	1725	22435	SH		DEFINED	5		
			1725	22435						
PARTNER COMMUNICATIONS CO LT	ADR	70211M109	8	2100	SH		DEFINED	5		
			8	2100						
PATRIOT COAL CORP	COM	70336T104	1	622	SH		DEFINED	5		
			1	622						
PATTERSON COMPANIES INC	COM	703395103	2	56	SH		DEFINED	5		
			2	56						
PAYCHEX INC	COM	704326107	8994	286340	SH		DEFINED	5		
			8994	286340						
PEABODY ENERGY CORP	COM	704549104	1034	42189	SH		DEFINED	5		
			1034	42189						

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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	
PEARSON PLC	SPONSORED ADR	705015105	6	300	SH	DEFINED	5	
			6	300				
PEBBLEBROOK HOTEL TR	COM	70509V100	0	16	SH	DEFINED	5	
				16				
PEGASYSTEMS INC	COM	705573103	86	2597	SH	DEFINED	5	
			86	2597				
PENGROWTH ENERGY CORP	COM	70706P104	49	7725	SH	DEFINED	5	
			49	7725				
PENN NATL GAMING INC	COM	707569109	73	1629	SH	DEFINED	5	
			73	1629				
PENN VA RESOURCES PARTNERS L	COM	707884102	167	6800	SH	DEFINED	5	
			167	6800				
PENN WEST PETE LTD NEW	COM	707887105	87	6533	SH	DEFINED	5	
			87	6533				
PENNEY J C INC	COM	708160106	183	7870	SH	DEFINED	5	
			183	7870				
PENTAIR INC	COM	709631105	91	2365	SH	DEFINED	5	
			91	2365				
PEOPLES BANCORP INC	COM	709789101	666	30300	SH	DEFINED	5	
			666	30300				
PEOPLES UNITED FINANCIAL INC	COM	712704105	10	894	SH	DEFINED	5	
			10	894				

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

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
PEPCO HOLDINGS INC	COM	713291102	657	33575	SH			DEFINED	5
			657	33575					
PEPSICO INC	COM	713448108	72789	1030133	SH			DEFINED	5
			72789	1030133					
PERFICIENT INC	COM	71375U101	57	5084	SH			DEFINED	5
			57	5084					
PERICOM SEMICONDUCTOR CORP	COM	713831105	33	3615	SH			DEFINED	5
			33	3615					
PERKINELMER INC	COM	714046109	74	2872	SH			DEFINED	5
			74	2872					
PERRIGO CO	COM	714290103	2792	23674	SH			DEFINED	5
			2792	23674					
PETROCHINA CO LTD	SPONSORED ADR	71646E100	93	717	SH			DEFINED	5
			93	717					
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	489	26940	SH			DEFINED	5
			489	26940					
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	80	4239	SH			DEFINED	5
			80	4239					
PETROLEUM & RES CORP	COM	716549100	18	744	SH			DEFINED	5
			18	744					
PETROQUEST ENERGY INC	COM	716748108	322	64373	SH			DEFINED	5
			322	64373					

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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
PETSMART INC	COM	716768106	92	1353	SH			DEFINED	5
			92	1353					

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PFIZER INC	COM	717081103	79437	3453777	SH	DEFINED	5
			-----	-----			
			79437	3453777			
PHARMERICA CORP	COM	71714F104	0	45	SH	DEFINED	5
			-----	-----			
				45			
PHILIP MORRIS INTL INC	COM	718172109	108065	1238427	SH	DEFINED	5
			-----	-----			
			108065	1238427			
PHILLIPS 66	COM	718546104	10457	314599	SH	DEFINED	5
			-----	-----			
			10457	314599			
PHOTRONICS INC	COM	719405102	395	64687	SH	DEFINED	5
			-----	-----			
			395	64687			
PIEDMONT NAT GAS INC	COM	720186105	88	2733	SH	DEFINED	5
			-----	-----			
			88	2733			
PIEDMONT OFFICE REALTY TR IN	COM CL A	720190206	409	23788	SH	DEFINED	5
			-----	-----			
			409	23788			
PIKE ELEC CORP	COM	721283109	191	24759	SH	DEFINED	5
			-----	-----			
			191	24759			
PIMCO MUN INCOME FD II	COM	72200W106	966	74395	SH	DEFINED	5
			-----	-----			
			966	74395			
PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	6	500	SH	DEFINED	5
			-----	-----			
			6	500			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
PIMCO CORPORATE & INCOME OPP	COM	72201B101	0	9	SH		DEFINED	5
			-----	-----				
				9				
PIMCO INCOME STRATEGY FUND I	COM	72201J104	89	8500	SH		DEFINED	5
			-----	-----				
			89	8500				
PIMCO ETF TR	INV GRD CRP BD	72201R817	183	1730	SH		DEFINED	5

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			183	1730		
PIMCO ETF TR	ENHAN SHRT MAT	72201R833	485	4800	SH	DEFINED 5
			485	4800		
PIMCO HIGH INCOME FD	COM SHS	722014107	171	12606	SH	DEFINED 5
			171	12606		
PINNACLE WEST CAP CORP	COM	723484101	48	919	SH	DEFINED 5
			48	919		
PIONEER DRILLING CO	COM	723655106	20	2500	SH	DEFINED 5
			20	2500		
PIONEER MUN HIGH INCOME ADV	COM	723762100	60	4000	SH	DEFINED 5
			60	4000		
PIONEER NAT RES CO	COM	723787107	694	7872	SH	DEFINED 5
			694	7872		
PIONEER SOUTHWST ENRG PRTNR	UNIT LP INT	72388B106	5	200	SH	DEFINED 5
			5	200		
PIPER JAFFRAY COS	COM	724078100	81	3448	SH	DEFINED 5
			81	3448		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
PITNEY BOWES INC	COM	724479100	1792	119699	SH	DEFINED 5	
			1792	119699			
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	463	5730	SH	DEFINED 5	
			463	5730			
PLAINS EXPL& PRODTN CO	COM	726505100	33	947	SH	DEFINED 5	
			33	947			
PLANAR SYS INC	COM	726900103	8	5000	SH	DEFINED 5	
			8	5000			

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PLANTRONICS INC NEW	COM	727493108	0	3	SH	DEFINED	5
			-----	-----			
				3			
PLUM CREEK TIMBER CO INC	COM	729251108	5624	141657	SH	DEFINED	5
			-----	-----			
			5624	141657			
POLARIS INDS INC	COM	731068102	1769	24743	SH	DEFINED	5
			-----	-----			
			1769	24743			
POLYPORE INTL INC	COM	73179V103	386	9545	SH	DEFINED	5
			-----	-----			
			386	9545			
POLYMET MINING CORP	COM	731916102	4	5000	SH	DEFINED	5
			-----	-----			
			4	5000			
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	1843	20192	SH	DEFINED	5
			-----	-----			
			1843	20192			
PORTLAND GEN ELEC CO	COM NEW	736508847	27	1000	SH	DEFINED	5
			-----	-----			
			27	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
-----	-----	-----	-----	-----	-----	-----	-----
POST HLDGS INC	COM	737446104	0	5	SH	DEFINED	5
			-----	-----			
				5			
POTASH CORP SASK INC	COM	73755L107	538	12305	SH	DEFINED	5
			-----	-----			
			538	12305			
POTLATCH CORP NEW	COM	737630103	8	250	SH	DEFINED	5
			-----	-----			
			8	250			
POWER INTEGRATIONS INC	COM	739276103	115	3096	SH	DEFINED	5
			-----	-----			
			115	3096			
POWER ONE INC NEW	COM	73930R102	9	2000	SH	DEFINED	5
			-----	-----			
			9	2000			
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	853	13290	SH	DEFINED	5

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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	76	15297	SH	DEFINED	5
			-----	-----			
			76	15297			
POWERSHARES ETF TRUST II	COMPLTN PORTFL	73936Q306	58	5267	SH	DEFINED	5
			-----	-----			
			58	5267			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
POWERSHARES ETF TRUST II	SENIOR LN PORT	73936Q769	875	35895	SH	DEFINED	5	
			-----	-----				
			875	35895				
POWERSHARES GLOBAL ETF TRUST	INSUR NATL MUN	73936T474	56	2216	SH	DEFINED	5	
			-----	-----				
			56	2216				
POWERSHARES GLOBAL ETF TRUST	FDM HG YLD RAF	73936T557	119	6360	SH	DEFINED	5	
			-----	-----				
			119	6360				
POWERSHARES GLOBAL ETF TRUST	AGG PFD PORT	73936T565	852	58654	SH	DEFINED	5	
			-----	-----				
			852	58654				
POWERSHARES GLOBAL ETF TRUST	SOVEREIGN DEBT	73936T573	23180	804024	SH	DEFINED	5	
			-----	-----				
			23180	804024				
POWERSHARES GLOBAL ETF TRUST	GBL CLEAN ENER	73936T615	5	615	SH	DEFINED	5	
			-----	-----				
			5	615				
POWERSHARES GLOBAL ETF TRUST	GBL WTR PORT	73936T623	17	1000	SH	DEFINED	5	
			-----	-----				
			17	1000				
PRAXAIR INC	COM	74005P104	41019	377256	SH	DEFINED	5	
			-----	-----				
			41019	377256				
PRECISION CASTPARTS CORP	COM	740189105	2580	15687	SH	DEFINED	5	

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			-----	-----			
			2580	15687			
PRECISION DRILLING CORP	COM 2010	74022D308	61	8880	SH		DEFINED 5
			-----	-----			
			61	8880			
PREMIERE GLOBAL SVCS INC	COM	740585104	222	26461	SH		DEFINED 5
			-----	-----			
			222	26461			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
PRESTIGE BRANDS HLDGS INC	COM	74112D101	1267	80109	SH		DEFINED 5	
			-----	-----				
			1267	80109				
PRICE T ROWE GROUP INC	COM	74144T108	5145	81723	SH		DEFINED 5	
			-----	-----				
			5145	81723				
PRICELINE COM INC	COM NEW	741503403	2426	3651	SH		DEFINED 5	
			-----	-----				
			2426	3651				
PRICESMART INC	COM	741511109	2545	37695	SH		DEFINED 5	
			-----	-----				
			2545	37695				
PRINCIPAL FINL GROUP INC	COM	74251V102	2502	95404	SH		DEFINED 5	
			-----	-----				
			2502	95404				
PROASSURANCE CORP	COM	74267C106	12	135	SH		DEFINED 5	
			-----	-----				
			12	135				
PROCERA NETWORKS INC	COM NEW	74269U203	29	1200	SH		DEFINED 5	
			-----	-----				
			29	1200				
PROCTER & GAMBLE CO	COM	742718109	474683	7749919	SH		DEFINED 5	
			-----	-----				
			474683	7749919				
PROGENICS PHARMACEUTICALS IN	COM	743187106	49	5000	SH		DEFINED 5	
			-----	-----				
			49	5000				
PROGRESS ENERGY INC	COM	743263105	14793	245848	SH		DEFINED 5	
			-----	-----				
			14793	245848				

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PROGRESS SOFTWARE CORP	COM	743312100	3	141	SH	DEFINED	5
			-----	-----			
			3	141			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT 5	

PROGRESSIVE CORP OHIO	COM	743315103	3288	157870	SH	DEFINED	5	
			-----	-----				
			3288	157870				
PROLOGIS INC	COM	74340W103	260	7822	SH	DEFINED	5	
			-----	-----				
			260	7822				
PROSHARES TR	PSHS ULT S&P 5	74347R107	5	90	SH	DEFINED	5	
			-----	-----				
			5	90				
PROSHARES TR	PSHS ULTSH 20Y	74347R297	8	500	SH	DEFINED	5	
			-----	-----				
			8	500				
PROSHARES TR	PSHS SH MSCI E	74347R370	0	5	SH	DEFINED	5	
			-----	-----				
				5				
PROSHARES TR	PSHS SHRT S&P5	74347R503	1	25	SH	DEFINED	5	
			-----	-----				
			1	25				
PROSHARES TR	PSHS ULTRA TEC	74347R693	61	850	SH	DEFINED	5	
			-----	-----				
			61	850				
PROSHARES TR	PSHS ULSHT SP5	74347R883	2	135	SH	DEFINED	5	
			-----	-----				
			2	135				
PROSHARES TR II	ULTRASHRT EURO	74347W882	20	940	SH	DEFINED	5	
			-----	-----				
			20	940				
PROSHARES TR	SHRT 20+YR TRE	74347X849	3	100	SH	DEFINED	5	
			-----	-----				
			3	100				
PROSHARES TR	PSHS ULSHRUS20	74348A202	1	30	SH	DEFINED	5	
			-----	-----				
			1	30				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O MA
PROSPECT CAPITAL CORPORATION	COM	74348T102	15	1274	SH		DEFINED	5	
			15	1274					
PROTECTIVE LIFE CORP	COM	743674103	226	7678	SH		DEFINED	5	
			226	7678					
PRUDENTIAL FINL INC	COM	744320102	4885	100867	SH		DEFINED	5	
			4885	100867					
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	837	25740	SH		DEFINED	5	
			837	25740					
PUBLIC STORAGE	COM	74460D109	6031	41764	SH		DEFINED	5	
			6031	41764					
PULTE GROUP INC	COM	745867101	1499	140097	SH		DEFINED	5	
			1499	140097					
PUTMAN HIGH INCOME SEC FUND	SHS BEN INT	746779107	18	2224	SH		DEFINED	5	
			18	2224					
PUTNAM MANAGED MUN INCOM TR	COM	746823103	24	2990	SH		DEFINED	5	
			24	2990					
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					

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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
QEP RES INC	COM	74733V100	5007	167068	SH		DEFINED	5
			5007	167068				
QUALCOMM INC	COM	747525103	45750	821655	SH		DEFINED	5
			45750	821655				
QUALITY SYS INC	COM	747582104	32	1160	SH		DEFINED	5
			32	1160				
QUANTA SVCS INC	COM	74762E102	113	4688	SH		DEFINED	5
			113	4688				
QUEST DIAGNOSTICS INC	COM	74834L100	379	6327	SH		DEFINED	5
			379	6327				
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	351	6591	SH		DEFINED	5
			351	6591				
QUESTAR CORP	COM	748356102	5061	242632	SH		DEFINED	5
			5061	242632				
RCM TECHNOLOGIES INC	COM NEW	749360400	6	1000	SH		DEFINED	5
			6	1000				
RPM INTL INC	COM	749685103	1377	50626	SH		DEFINED	5
			1377	50626				
RPX CORP	COM	74972G103	7	497	SH		DEFINED	5
			7	497				
RTI INTL METALS INC	COM	74973W107	3	140	SH		DEFINED	5
			3	140				

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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
RF MICRODEVICES INC	COM	749941100	21	5000	SH		DEFINED	5

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				21	5000		
RACKSPACE HOSTING INC	COM	750086100	471	10713	SH	DEFINED	5
			471	10713			
RALCORP HLDGS INC NEW	COM	751028101	1304	19544	SH	DEFINED	5
			1304	19544			
RALPH LAUREN CORP	CL A	751212101	66	469	SH	DEFINED	5
			66	469			
RANGE RES CORP	COM	75281A109	271	4383	SH	DEFINED	5
			271	4383			
RAYMOND JAMES FINANCIAL INC	COM	754730109	1005	29350	SH	DEFINED	5
			1005	29350			
RAYONIER INC	COM	754907103	3096	68964	SH	DEFINED	5
			3096	68964			
RAYTHEON CO	COM NEW	755111507	6044	106804	SH	DEFINED	5
			6044	106804			
REALNETWORKS INC	COM NEW	75605L708	3	325	SH	DEFINED	5
			3	325			
REALTY INCOME CORP	COM	756109104	9433	225826	SH	DEFINED	5
			9433	225826			
RED HAT INC	COM	756577102	23	405	SH	DEFINED	5
			23	405			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
REDWOOD TR INC	COM	758075402	50	4000	SH	DEFINED	5	
			50	4000				
REED ELSEVIER P L C	SPONS ADR NEW	758205207	32	1001	SH	DEFINED	5	
			32	1001				

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REGAL ENTMT GROUP	CL A	758766109	81	5858	SH	DEFINED	5
			-----	-----			
			81	5858			
REGENCY CTRS CORP	COM	758849103	7	156	SH	DEFINED	5
			-----	-----			
			7	156			
REGENCY ENERGY PARTNERS L P	COM UNITS L P	75885Y107	5	190	SH	DEFINED	5
			-----	-----			
			5	190			
REGENERON PHARMACEUTICALS	COM	75886F107	507	4439	SH	DEFINED	5
			-----	-----			
			507	4439			
REGIONS FINANCIAL CORP NEW	COM	7591EP100	2251	333484	SH	DEFINED	5
			-----	-----			
			2251	333484			
REINSURANCE GROUP AMER INC	COM NEW	759351604	991	18617	SH	DEFINED	5
			-----	-----			
			991	18617			
RELIANCE STEEL & ALUMINUM CO	COM	759509102	56	1110	SH	DEFINED	5
			-----	-----			
			56	1110			
RENASANT CORP	COM	75970E107	242	15394	SH	DEFINED	5
			-----	-----			
			242	15394			
RENT A CTR INC NEW	COM	76009N100	197	5844	SH	DEFINED	5
			-----	-----			
			197	5844			

		FORM 13F						
PAGE 154 OF 197		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	
-----	-----	-----	-----	-----	-----	-----	-----	
RENTECH INC	COM	760112102	16	8000	SH	DEFINED	5	
			-----	-----				
			16	8000				
REPUBLIC BANCORP KY	CL A	760281204	10	463	SH	DEFINED	5	
			-----	-----				
			10	463				
REPUBLIC SVCS INC	COM	760759100	1238	46787	SH	DEFINED	5	
			-----	-----				
			1238	46787				
RESEARCH IN MOTION LTD	COM	760975102	15	1994	SH	DEFINED	5	

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			-----	-----		
			15	1994		
RESMED INC	COM	761152107	143	4590	SH	DEFINED 5
			-----	-----		
			143	4590		
RESOURCES CONNECTION INC	COM	76122Q105	69	5603	SH	DEFINED 5
			-----	-----		
			69	5603		
REYNOLDS AMERICAN INC	COM	761713106	1945	43352	SH	DEFINED 5
			-----	-----		
			1945	43352		
RIO TINTO PLC	SPONSORED ADR	767204100	456	9538	SH	DEFINED 5
			-----	-----		
			456	9538		
RITCHIE BROS AUCTIONEERS	COM	767744105	166	7800	SH	DEFINED 5
			-----	-----		
			166	7800		
RITE AID CORP	COM	767754104	0	200	SH	DEFINED 5
			-----	-----		
				200		
RIVERBED TECHNOLOGY INC	COM	768573107	43	2682	SH	DEFINED 5
			-----	-----		
			43	2682		

				FORM 13F					
PAGE 155 OF 197		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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ROBERT HALF INTL INC	COM	770323103	18	644	SH			DEFINED	5
			-----	-----					
			18	644					
ROCKWELL AUTOMATION INC	COM	773903109	2706	40967	SH			DEFINED	5
			-----	-----					
			2706	40967					
ROCKWELL COLLINS INC	COM	774341101	564	11430	SH			DEFINED	5
			-----	-----					
			564	11430					
ROCKWOOD HLDGS INC	COM	774415103	14968	337502	SH			DEFINED	5
			-----	-----					
			14968	337502					
ROGERS COMMUNICATIONS INC	CL B	775109200	4980	137520	SH			DEFINED	5
			-----	-----					
			4980	137520					

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ROLLINS INC	COM	775711104	241	10782	SH	DEFINED	5
			-----	-----			
			241	10782			
ROPER INDS INC NEW	COM	776696106	2856	28971	SH	DEFINED	5
			-----	-----			
			2856	28971			
ROSETTA RESOURCES INC	COM	777779307	2	58	SH	DEFINED	5
			-----	-----			
			2	58			
ROSS STORES INC	COM	778296103	1135	18173	SH	DEFINED	5
			-----	-----			
			1135	18173			
ROUSE PPTYS INC	COM	779287101	1	38	SH	DEFINED	5
			-----	-----			
			1	38			
ROVI CORP	COM	779376102	0	25	SH	DEFINED	5
			-----	-----			
				25			

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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
-----	-----	-----	-----	-----	-----	-----	-----
ROYAL BK CDA MONTREAL QUE	COM	780087102	1351	26380	SH	DEFINED	5
			-----	-----			
			1351	26380			
ROYAL BK SCOTLAND GROUP PLC	SPONS ADR 20 O	780097689	3	500	SH	DEFINED	5
			-----	-----			
			3	500			
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	2	107	SH	DEFINED	5
			-----	-----			
			2	107			
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	6678	95501	SH	DEFINED	5
			-----	-----			
			6678	95501			
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	35082	520271	SH	DEFINED	5
			-----	-----			
			35082	520271			
ROYAL GOLD INC	COM	780287108	8	100	SH	DEFINED	5
			-----	-----			
			8	100			
RUDOLPH TECHNOLOGIES INC	COM	781270103	23	2649	SH	DEFINED	5

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			23	2649		
RUSH ENTERPRISES INC	CL A	781846209	328	20076	SH	DEFINED 5
			328	20076		
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	6	200	SH	DEFINED 5
			6	200		
RYDER SYS INC	COM	783549108	6	157	SH	DEFINED 5
			6	157		
RYDEX ETF TRUST	GUG S&P500 EQ	78355W106	214	4321	SH	DEFINED 5
			214	4321		

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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
RYDEX ETF TRUST	GUG RUSS TOP 5	78355W205	1	8	SH	DEFINED 5	
			1	8			
RYDEX ETF TRUST	GUG S&P500 PU	78355W304	10	340	SH	DEFINED 5	
			10	340			
SBA COMMUNICATIONS CORP	COM	78388J106	8	143	SH	DEFINED 5	
			8	143			
SAIC INC	COM	78390X101	2	175	SH	DEFINED 5	
			2	175			
SL GREEN RLTY CORP	COM	78440X101	254	3170	SH	DEFINED 5	
			254	3170			
SLM CORP	COM	78442P106	3997	254436	SH	DEFINED 5	
			3997	254436			
SM ENERGY CO	COM	78454L100	32	650	SH	DEFINED 5	
			32	650			
SPDR S&P 500 ETF TR	TR UNIT	78462F103	55854	410372	SH	DEFINED 5	
			55854	410372			

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SPS COMM INC	COM	78463M107	448	14746	SH	DEFINED	5
			-----	-----			
			448	14746			
SPDR GOLD TRUST	GOLD SHS	78463V107	103452	666611	SH	DEFINED	5
			-----	-----			
			103452	666611			
SPDR INDEX SHS FDS	DJ GLB RL ES E	78463X749	197	4962	SH	DEFINED	5
			-----	-----			
			197	4962			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	12	555	SH	DEFINED	5	
			-----	-----				
			12	555				
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	22580	613923	SH	DEFINED	5	
			-----	-----				
			22580	613923				
SPX CORP	COM	784635104	2318	35491	SH	DEFINED	5	
			-----	-----				
			2318	35491				
SPDR SERIES TRUST	MORGAN TECH ET	78464A102	20	321	SH	DEFINED	5	
			-----	-----				
			20	321				
SPDR SERIES TRUST	BRCLY INTL CRP	78464A151	11	340	SH	DEFINED	5	
			-----	-----				
			11	340				
SPDR SERIES TRUST	WELLS FG PFD E	78464A292	32	700	SH	DEFINED	5	
			-----	-----				
			32	700				
SPDR SERIES TRUST	BRCLYS CAP CON	78464A359	4	113	SH	DEFINED	5	
			-----	-----				
			4	113				
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	7878	199654	SH	DEFINED	5	
			-----	-----				
			7878	199654				
SPDR SERIES TRUST	BARC CAPTL ETF	78464A474	15	502	SH	DEFINED	5	
			-----	-----				
			15	502				
SPDR SERIES TRUST	BRCLYS INTL ET	78464A516	4728	79967	SH	DEFINED	5	

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		-----		-----			
		4728	79967				
SPDR SERIES TRUST	DJ REIT ETF	78464A607	165	2266	SH	DEFINED	5
		-----	-----				
		165	2266				

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PAGE 159 OF 197		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
-----		-----	-----	-----	-----	-----	-----
SPDR SERIES TRUST	BARCL CAP TIPS	78464A656	4	71	SH	DEFINED	5
		-----	-----				
		4	71				
SPDR SERIES TRUST	S&P REGL BKG	78464A698	47	1700	SH	DEFINED	5
		-----	-----				
		47	1700				
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	4	70	SH	DEFINED	5
		-----	-----				
		4	70				
SPDR SERIES TRUST	OILGAS EQUIP	78464A748	15	500	SH	DEFINED	5
		-----	-----				
		15	500				
SPDR SERIES TRUST	S&P METALS MNG	78464A755	12	300	SH	DEFINED	5
		-----	-----				
		12	300				
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	7429	133488	SH	DEFINED	5
		-----	-----				
		7429	133488				
SPDR SERIES TRUST	S&P BK ETF	78464A797	192	8713	SH	DEFINED	5
		-----	-----				
		192	8713				
SPDR SERIES TRUST	S&P BIOTECH	78464A870	18	200	SH	DEFINED	5
		-----	-----				
		18	200				
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	4	208	SH	DEFINED	5
		-----	-----				
		4	208				
SSGA ACTIVE ETF TR	INCOM ALLO ETF	78467V202	9	300	SH	DEFINED	5
		-----	-----				
		9	300				
SSGA ACTIVE ETF TR	GLOBL ALLO ETF	78467V400	9	300	SH	DEFINED	5
		-----	-----				
		9	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/ PUT/ PRN CALL	INVSTMT DSCRETN			
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	2777	21616	SH		DEFINED	5	
			2777	21616					
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	1922	11218	SH		DEFINED	5	
			1922	11218					
STEC INC	COM	784774101	31	4000	SH		DEFINED	5	
			31	4000					
SWS GROUP INC	COM	78503N107	138	25944	SH		DEFINED	5	
			138	25944					
SXC HEALTH SOLUTIONS CORP	COM	78505P100	1415	14261	SH		DEFINED	5	
			1415	14261					
S Y BANCORP INC	COM	785060104	60	2500	SH		DEFINED	5	
			60	2500					
SABINE ROYALTY TR	UNIT BEN INT	785688102	200	4000	SH		DEFINED	5	
			200	4000					
SAFEGUARD SCIENTIFICS INC	COM NEW	786449207	77	4990	SH		DEFINED	5	
			77	4990					
SAFEWAY INC	COM NEW	786514208	31	1732	SH		DEFINED	5	
			31	1732					
SAIA INC	COM	78709Y105	30	1348	SH		DEFINED	5	
			30	1348					
ST JUDE MED INC	COM	790849103	204	5102	SH		DEFINED	5	
			204	5102					

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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		
SALESFORCE COM INC	COM	79466L302	87	627	SH		DEFINED	5	
			87	627					
SALIX PHARMACEUTICALS INC	COM	795435106	372	6838	SH		DEFINED	5	
			372	6838					
SALLY BEAUTY HLDGS INC	COM	79546E104	5275	204923	SH		DEFINED	5	
			5275	204923					
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	20	1325	SH		DEFINED	5	
			20	1325					
SANDERSON FARMS INC	COM	800013104	157	3437	SH		DEFINED	5	
			157	3437					
SANDISK CORP	COM	80004C101	12682	347649	SH		DEFINED	5	
			12682	347649					
SANOFI	SPONSORED ADR	80105N105	3918	103718	SH		DEFINED	5	
			3918	103718					
SANOFI	RIGHT 12/31/20	80105N113	0	100	SH		DEFINED	5	
				100					
SAP AG	SPON ADR	803054204	1658	27926	SH		DEFINED	5	
			1658	27926					
SARA LEE CORP	COM	803111103	11	375	SH		DEFINED	5	
			11	375					
SASOL LTD	SPONSORED ADR	803866300	413	9732	SH		DEFINED	5	
			413	9732					

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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		

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SCANA CORP NEW	COM	80589M102	228	4773	SH	DEFINED	5
			-----	-----			
			228	4773			
SCHAWK INC	CL A	806373106	256	20129	SH	DEFINED	5
			-----	-----			
			256	20129			
SCHEIN HENRY INC	COM	806407102	68	871	SH	DEFINED	5
			-----	-----			
			68	871			
SCHLUMBERGER LTD	COM	806857108	58985	908712	SH	DEFINED	5
			-----	-----			
			58985	908712			
SCHNITZER STL INDS	CL A	806882106	585	20873	SH	DEFINED	5
			-----	-----			
			585	20873			
SCHOLASTIC CORP	COM	807066105	1	49	SH	DEFINED	5
			-----	-----			
			1	49			
SCHWAB CHARLES CORP NEW	COM	808513105	1543	119326	SH	DEFINED	5
			-----	-----			
			1543	119326			
SCICLONE PHARMACEUTICALS INC	COM	80862K104	20	2843	SH	DEFINED	5
			-----	-----			
			20	2843			
SCIQUEST INC NEW	COM	80908T101	449	25015	SH	DEFINED	5
			-----	-----			
			449	25015			
SCOTTS MIRACLE GRO CO	CL A	810186106	654	15905	SH	DEFINED	5
			-----	-----			
			654	15905			
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	399	7018	SH	DEFINED	5
			-----	-----			
			399	7018			

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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
-----	-----	-----	-----	-----	-----	-----	-----
SEABRIGHT HOLDINGS INC	COM	811656107	68	7702	SH	DEFINED	5
			-----	-----			
			68	7702			
SEALED AIR CORP NEW	COM	81211K100	7	444	SH	DEFINED	5

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			-----	-----		
			7	444		
SEARS HLDGS CORP	COM	812350106	26	436	SH	DEFINED 5
			-----	-----		
			26	436		
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	1342	38023	SH	DEFINED 5
			-----	-----		
			1342	38023		
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	1605	42238	SH	DEFINED 5
			-----	-----		
			1605	42238		
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	927	26659	SH	DEFINED 5
			-----	-----		
			927	26659		
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	1042	23792	SH	DEFINED 5
			-----	-----		
			1042	23792		
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	1633	24608	SH	DEFINED 5
			-----	-----		
			1633	24608		
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	11924	814786	SH	DEFINED 5
			-----	-----		
			11924	814786		
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	349	9798	SH	DEFINED 5
			-----	-----		
			349	9798		
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	5969	207797	SH	DEFINED 5
			-----	-----		
			5969	207797		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1488	40230	SH		DEFINED 5	
			-----	-----				
			1488	40230				
SELECT COMFORT CORP	COM	81616X103	208	9928	SH		DEFINED 5	
			-----	-----				
			208	9928				
SEMTECH CORP	COM	816850101	1585	65189	SH		DEFINED 5	
			-----	-----				
			1585	65189				

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SEMPRA ENERGY	COM	816851109	91	1319	SH	DEFINED	5
			-----	-----			
			91	1319			
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	801	35887	SH	DEFINED	5
			-----	-----			
			801	35887			
SEQUENOM INC	COM NEW	817337405	22	5500	SH	DEFINED	5
			-----	-----			
			22	5500			
SERVICE CORP INTL	COM	817565104	2352	190161	SH	DEFINED	5
			-----	-----			
			2352	190161			
SERVICESOURCE INTL LLC	COM	81763U100	372	26887	SH	DEFINED	5
			-----	-----			
			372	26887			
SHAW GROUP INC	COM	820280105	55	2012	SH	DEFINED	5
			-----	-----			
			55	2012			
SHERWIN WILLIAMS CO	COM	824348106	10342	78141	SH	DEFINED	5
			-----	-----			
			10342	78141			
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	5	75	SH	DEFINED	5
			-----	-----			
			5	75			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
SHIRE PLC	SPONSORED ADR	82481R106	183	2116	SH	DEFINED	5	
			-----	-----				
			183	2116				
SHUFFLE MASTER INC	COM	825549108	69	5000	SH	DEFINED	5	
			-----	-----				
			69	5000				
SIEMENS A G	SPONSORED ADR	826197501	1340	15942	SH	DEFINED	5	
			-----	-----				
			1340	15942				
SIGMA ALDRICH CORP	COM	826552101	573	7752	SH	DEFINED	5	
			-----	-----				
			573	7752				
SILVER WHEATON CORP	COM	828336107	35	1300	SH	DEFINED	5	

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			35	1300		
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	38	1639	SH	DEFINED 5
			38	1639		
SIMON PPTY GROUP INC NEW	COM	828806109	9880	63470	SH	DEFINED 5
			9880	63470		
SIRONA DENTAL SYSTEMS INC	COM	82966C103	158	3511	SH	DEFINED 5
			158	3511		
SIRIUS XM RADIO INC	COM	82967N108	21	11190	SH	DEFINED 5
			21	11190		
SKYWORKS SOLUTIONS INC	COM	83088M102	23	850	SH	DEFINED 5
			23	850		
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	40	809	SH	DEFINED 5
			40	809		

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
SMITH A O	COM	831865209	13	273	SH	DEFINED 5	
			13	273			
SMITHFIELD FOODS INC	COM	832248108	35	1626	SH	DEFINED 5	
			35	1626			
SMUCKER J M CO	COM NEW	832696405	3412	45174	SH	DEFINED 5	
			3412	45174			
SNAP ON INC	COM	833034101	3117	50075	SH	DEFINED 5	
			3117	50075			
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	1086	19501	SH	DEFINED 5	
			1086	19501			
SOLAR CAP LTD	COM	83413U100	5	240	SH	DEFINED 5	
			5	240			

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SONOCO PRODS CO	COM	835495102	148	4900	SH	DEFINED	5
			-----	-----			
			148	4900			
SONY CORP	ADR NEW	835699307	2	162	SH	DEFINED	5
			-----	-----			
			2	162			
SOTHEBYS	COM	835898107	0	2	SH	DEFINED	5
			-----	-----			
				2			
SONUS NETWORKS INC	COM	835916107	2	1036	SH	DEFINED	5
			-----	-----			
			2	1036			
SOURCE CAP INC	COM	836144105	6	127	SH	DEFINED	5
			-----	-----			
			6	127			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
SOURCEFIRE INC	COM	83616T108	549	10682	SH		DEFINED	5
			-----	-----				
			549	10682				
SOUTHERN CO	COM	842587107	5991	129389	SH		DEFINED	5
			-----	-----				
			5991	129389				
SOUTHERN COPPER CORP	COM	84265V105	161	5107	SH		DEFINED	5
			-----	-----				
			161	5107				
SOUTHWEST AIRLS CO	COM	844741108	88	9539	SH		DEFINED	5
			-----	-----				
			88	9539				
SOUTHWEST GAS CORP	COM	844895102	52	1200	SH		DEFINED	5
			-----	-----				
			52	1200				
SOUTHWESTERN ENERGY CO	COM	845467109	36	1134	SH		DEFINED	5
			-----	-----				
			36	1134				
SPARTAN STORES INC	COM	846822104	467	25746	SH		DEFINED	5
			-----	-----				
			467	25746				
SPECTRA ENERGY PARTNERS LP	COM	84756N109	15	500	SH		DEFINED	5

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		-----		-----			
		15	500				
SPECTRA ENERGY CORP	COM	847560109	27791	956315	SH	DEFINED	5
		-----	-----				
		27791	956315				
SPECTRUM PHARMACEUTICALS INC	COM	84763A108	16	1000	SH	DEFINED	5
		-----	-----				
		16	1000				
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	726	30470	SH	DEFINED	5
		-----	-----				
		726	30470				

				FORM 13F					
PAGE 168 OF 197		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	

SPRINT NEXTEL CORP	COM SER 1	852061100	40	12302	SH	DEFINED	5		
		-----	-----						
		40	12302						
STAGE STORES INC	COM NEW	85254C305	285	15531	SH	DEFINED	5		
		-----	-----						
		285	15531						
STANDARD REGISTER CO	COM	853887107	3100	5167224	SH	DEFINED	5		
		-----	-----						
		3100	5167224						
STANLEY BLACK & DECKER INC	COM	854502101	2900	45061	SH	DEFINED	5		
		-----	-----						
		2900	45061						
STAPLES INC	COM	855030102	43	3286	SH	DEFINED	5		
		-----	-----						
		43	3286						
STARBUCKS CORP	COM	855244109	18312	343437	SH	DEFINED	5		
		-----	-----						
		18312	343437						
STATE AUTO FINL CORP	COM	855707105	49	3504	SH	DEFINED	5		
		-----	-----						
		49	3504						
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	1475	27802	SH	DEFINED	5		
		-----	-----						
		1475	27802						
STATE STR CORP	COM	857477103	2511	56256	SH	DEFINED	5		
		-----	-----						
		2511	56256						

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STATOIL ASA	SPONSORED ADR	85771P102	5	198	SH	DEFINED	5
			-----	-----			
			5	198			
STEEL DYNAMICS INC	COM	858119100	49	4202	SH	DEFINED	5
			-----	-----			
			49	4202			

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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
-----	-----	-----	-----	-----	-----	-----	-----
STEELCASE INC	CL A	858155203	21228	2350817	SH	DEFINED	5
			-----	-----			
			21228	2350817			
STEIN MART INC	COM	858375108	50	6242	SH	DEFINED	5
			-----	-----			
			50	6242			
STERICYCLE INC	COM	858912108	6525	71183	SH	DEFINED	5
			-----	-----			
			6525	71183			
STERIS CORP	COM	859152100	77	2441	SH	DEFINED	5
			-----	-----			
			77	2441			
STERLING BANCORP	COM	859158107	78	7833	SH	DEFINED	5
			-----	-----			
			78	7833			
STMICROELECTRONICS N V	NY REGISTRY	861012102	24	4393	SH	DEFINED	5
			-----	-----			
			24	4393			
STRATASYS INC	COM	862685104	130	2621	SH	DEFINED	5
			-----	-----			
			130	2621			
STRATEGIC DIAGNOSTICS INC	COM	862700101	2	1969	SH	DEFINED	5
			-----	-----			
			2	1969			
STRYKER CORP	COM	863667101	10104	183372	SH	DEFINED	5
			-----	-----			
			10104	183372			
STUDENT TRANSN INC	COM	86388A108	3	437	SH	DEFINED	5
			-----	-----			
			3	437			
STURM RUGER & CO INC	COM	864159108	905	22548	SH	DEFINED	5

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905 22548

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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			
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	52	1262	SH		DEFINED	5		
			52	1262						
SUMITOMO MITSUI FINL GROUP I	SPONSORED ADR	86562M209	4	675	SH		DEFINED	5		
			4	675						
SUMMIT FINANCIAL GROUP INC	COM	86606G101	54	11248	SH		DEFINED	5		
			54	11248						
SUN COMMUNITIES INC	COM	866674104	902	20400	SH		DEFINED	5		
			902	20400						
SUN LIFE FINL INC	COM	866796105	67	3066	SH		DEFINED	5		
			67	3066						
SUN HYDRAULICS CORP	COM	866942105	905	37276	SH		DEFINED	5		
			905	37276						
SUNCOKE ENERGY INC	COM	86722A103	0	2	SH		DEFINED	5		
				2						
SUNCOR ENERGY INC NEW	COM	867224107	323	11156	SH		DEFINED	5		
			323	11156						
SUNOCO LOGISTICS PRTNRS L P	COM UNITS	86764L108	11	300	SH		DEFINED	5		
			11	300						
SUNOCO INC	COM	86764P109	3	73	SH		DEFINED	5		
			3	73						
SUNTRUST BKS INC	COM	867914103	376	15508	SH		DEFINED	5		
			376	15508						

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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	5	O MA
SUPERIOR ENERGY SVCS INC	COM	868157108	655	32367	SH	DEFINED	5	
			655	32367				
SUPERIOR INDS INTL INC	COM	868168105	6	364	SH	DEFINED	5	
			6	364				
SUPERVALU INC	COM	868536103	26	5000	SH	DEFINED	5	
			26	5000				
SUSQUEHANNA BANCSHARES INC P	COM	869099101	15	1500	SH	DEFINED	5	
			15	1500				
SWIFT TRANSN CO	CL A	87074U101	284	30068	SH	DEFINED	5	
			284	30068				
SYCAMORE NETWORKS INC	COM NEW	871206405	0	18	SH	DEFINED	5	
				18				
SYMANTEC CORP	COM	871503108	101	6903	SH	DEFINED	5	
			101	6903				
SYMMETRY MED INC	COM	871546206	655	76314	SH	DEFINED	5	
			655	76314				
SYNAPTICS INC	COM	87157D109	1282	44778	SH	DEFINED	5	
			1282	44778				
SYNGENTA AG	SPONSORED ADR	87160A100	2374	34685	SH	DEFINED	5	
			2374	34685				
SYNOVUS FINL CORP	COM	87161C105	10	5000	SH	DEFINED	5	
			10	5000				

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	5	O MA

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
SYNNEX CORP	COM	87162W100	31	900	SH		DEFINED	5
			31	900				
SYPRIS SOLUTIONS INC	COM	871655106	8	1077	SH		DEFINED	5
			8	1077				
SYSCO CORP	COM	871829107	14202	476408	SH		DEFINED	5
			14202	476408				
TCF FINL CORP	COM	872275102	54	4700	SH		DEFINED	5
			54	4700				
TD AMERITRADE HLDG CORP	COM	87236Y108	29	1705	SH		DEFINED	5
			29	1705				
TECO ENERGY INC	COM	872375100	1831	101404	SH		DEFINED	5
			1831	101404				
TJX COS INC NEW	COM	872540109	20006	466023	SH		DEFINED	5
			20006	466023				
TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	3	90	SH		DEFINED	5
			3	90				
TTM TECHNOLOGIES INC	COM	87305R109	897	95541	SH		DEFINED	5
			897	95541				
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	557	39916	SH		DEFINED	5
			557	39916				
TANGER FACTORY OUTLET CTRS I	COM	875465106	1329	41463	SH		DEFINED	5
			1329	41463				

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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
TANGOE INC	COM	87582Y108	328	15402	SH		DEFINED	5
			328	15402				

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TARGET CORP	COM	87612E106	34789	597846	SH	DEFINED	5
			-----	-----			
			34789	597846			
TAUBMAN CTRS INC	COM	876664103	503	6524	SH	DEFINED	5
			-----	-----			
			503	6524			
TECH DATA CORP	COM	878237106	65	1342	SH	DEFINED	5
			-----	-----			
			65	1342			
TECHNE CORP	COM	878377100	582	7841	SH	DEFINED	5
			-----	-----			
			582	7841			
TECK RESOURCES LTD	CL B	878742204	2	71	SH	DEFINED	5
			-----	-----			
			2	71			
TEJON RANCH CO	COM	879080109	1437	50208	SH	DEFINED	5
			-----	-----			
			1437	50208			
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	811	86045	SH	DEFINED	5
			-----	-----			
			811	86045			
TELEFONICA BRASIL SA	SPONSORED ADR	87936R106	2556	103326	SH	DEFINED	5
			-----	-----			
			2556	103326			
TELEDYNE TECHNOLOGIES INC	COM	879360105	15	247	SH	DEFINED	5
			-----	-----			
			15	247			
TELEFLEX INC	COM	879369106	71	1170	SH	DEFINED	5
			-----	-----			
			71	1170			

		FORM 13F						
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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
TELEFONICA S A	SPONSORED ADR	879382208	209	15956	SH		DEFINED	5
			-----	-----				
			209	15956				
TELEPHONE & DATA SYS INC	COM NEW	879433829	2	102	SH		DEFINED	5
			-----	-----				
			2	102				
TELLABS INC	COM	879664100	16	4903	SH		DEFINED	5

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		-----		-----			
		16	4903				
TELUS CORP	NON-VTG SHS	87971M202	193	3300	SH	DEFINED	5
		-----	-----				
		193	3300				
TEMPLETON DRAGON FD INC	COM	88018T101	253	9561	SH	DEFINED	5
		-----	-----				
		253	9561				
TEMPLETON EMERG MKTS INCOME	COM	880192109	32	2014	SH	DEFINED	5
		-----	-----				
		32	2014				
TEMPLETON GLOBAL INCOME FD	COM	880198106	21	2295	SH	DEFINED	5
		-----	-----				
		21	2295				
TEMPUR PEDIC INTL INC	COM	88023U101	84	3604	SH	DEFINED	5
		-----	-----				
		84	3604				
TENARIS S A	SPONSORED ADR	88031M109	4	117	SH	DEFINED	5
		-----	-----				
		4	117				
TENET HEALTHCARE CORP	COM	88033G100	1493	284983	SH	DEFINED	5
		-----	-----				
		1493	284983				
TENNECO INC	COM	880349105	281	10469	SH	DEFINED	5
		-----	-----				
		281	10469				

				FORM 13F					
PAGE 175 OF 197		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
-----		-----		-----		-----		-----	
TERADATA CORP DEL	COM	88076W103	5690	79016	SH	DEFINED	5		
		-----	-----						
		5690	79016						
TERADYNE INC	COM	880770102	42	3001	SH	DEFINED	5		
		-----	-----						
		42	3001						
TEREX CORP NEW	COM	880779103	21	1195	SH	DEFINED	5		
		-----	-----						
		21	1195						
TERRA NITROGEN CO L P	COM UNIT	881005201	42	200	SH	DEFINED	5		
		-----	-----						
		42	200						

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TESLA MTRS INC	COM	88160R101	153	4903	SH	DEFINED	5
			-----	-----			
			153	4903			
TESORO CORP	COM	881609101	2	90	SH	DEFINED	5
			-----	-----			
			2	90			
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	8830	223897	SH	DEFINED	5
			-----	-----			
			8830	223897			
TEXAS CAPITAL BANCSHARES INC	COM	88224Q107	594	14706	SH	DEFINED	5
			-----	-----			
			594	14706			
TEXAS INSTRS INC	COM	882508104	3953	137787	SH	DEFINED	5
			-----	-----			
			3953	137787			
TEXTRON INC	COM	883203101	512	20598	SH	DEFINED	5
			-----	-----			
			512	20598			
THERMO FISHER SCIENTIFIC INC	COM	883556102	4111	79197	SH	DEFINED	5
			-----	-----			
			4111	79197			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
THERMON GROUP HLDGS INC	COM	88362T103	220	10644	SH		DEFINED	5
			-----	-----				
			220	10644				
THOMPSON CREEK METALS CO INC	COM	884768102	1	396	SH		DEFINED	5
			-----	-----				
			1	396				
THOR INDS INC	COM	885160101	6	230	SH		DEFINED	5
			-----	-----				
			6	230				
THORATEC CORP	COM NEW	885175307	984	29314	SH		DEFINED	5
			-----	-----				
			984	29314				
3-D SYS CORP DEL	COM NEW	88554D205	629	18411	SH		DEFINED	5
			-----	-----				
			629	18411				
3M CO	COM	88579Y101	43348	483798	SH		DEFINED	5

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			43348	483798		
TIBCO SOFTWARE INC	COM	88632Q103	2439	81515	SH	DEFINED 5
			2439	81515		
TIDEWATER INC	COM	886423102	14	301	SH	DEFINED 5
			14	301		
TIFFANY & CO NEW	COM	886547108	4088	77200	SH	DEFINED 5
			4088	77200		
TIM HORTONS INC	COM	88706M103	130	2472	SH	DEFINED 5
			130	2472		
TIM PARTICIPACOES S A	SPONSORED ADR	88706P205	1	31	SH	DEFINED 5
			1	31		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
TIME WARNER INC	COM NEW	887317303	7817	203046	SH	DEFINED 5	
			7817	203046			
TIME WARNER CABLE INC	COM	88732J207	816	9943	SH	DEFINED 5	
			816	9943			
TIMKEN CO	COM	887389104	1108	24200	SH	DEFINED 5	
			1108	24200			
TITANIUM METALS CORP	COM NEW	888339207	14	1257	SH	DEFINED 5	
			14	1257			
TOLL BROTHERS INC	COM	889478103	9	300	SH	DEFINED 5	
			9	300			
TOOTSIE ROLL INDS INC	COM	890516107	13	530	SH	DEFINED 5	
			13	530			
TORCHMARK CORP	COM	891027104	1339	26480	SH	DEFINED 5	
			1339	26480			

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TORO CO	COM	891092108	2331	31806	SH	DEFINED	5
			-----	-----			
			2331	31806			
TORONTO DOMINION BK ONT	COM NEW	891160509	27	344	SH	DEFINED	5
			-----	-----			
			27	344			
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	5933	148695	SH	DEFINED	5
			-----	-----			
			5933	148695			
TORTOISE ENERGY CAP CORP	COM	89147U100	19	720	SH	DEFINED	5
			-----	-----			
			19	720			

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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	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
TORTOISE MLP FD INC	COM	89148B101	14	550	SH	DEFINED	5	
			-----	-----				
			14	550				
TOTAL S A	SPONSORED ADR	89151E109	1278	28441	SH	DEFINED	5	
			-----	-----				
			1278	28441				
TOWER FINANCIAL CORP	COM	891769101	8	750	SH	DEFINED	5	
			-----	-----				
			8	750				
TOTAL SYS SVCS INC	COM	891906109	2	103	SH	DEFINED	5	
			-----	-----				
			2	103				
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	70	864	SH	DEFINED	5	
			-----	-----				
			70	864				
TRACTOR SUPPLY CO	COM	892356106	2516	30295	SH	DEFINED	5	
			-----	-----				
			2516	30295				
TRANSCANADA CORP	COM	89353D107	59	1400	SH	DEFINED	5	
			-----	-----				
			59	1400				
TRANSDIGM GROUP INC	COM	893641100	1776	13226	SH	DEFINED	5	
			-----	-----				
			1776	13226				
TRAVELERS COMPANIES INC	COM	89417E109	4183	65516	SH	DEFINED	5	

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			-----	-----		
			4183	65516		
TREDEGAR CORP	COM	894650100	1156	79365	SH	DEFINED 5
			-----	-----		
			1156	79365		
TREEHOUSE FOODS INC	COM	89469A104	491	7879	SH	DEFINED 5
			-----	-----		
			491	7879		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----
TRI CONTL CORP	COM	895436103	39	2500	SH		DEFINED 5	
			-----	-----				
			39	2500				
TRIMBLE NAVIGATION LTD	COM	896239100	640	13912	SH		DEFINED 5	
			-----	-----				
			640	13912				
TRIUMPH GROUP INC NEW	COM	896818101	85	1517	SH		DEFINED 5	
			-----	-----				
			85	1517				
TRIPADVISOR INC	COM	896945201	644	14421	SH		DEFINED 5	
			-----	-----				
			644	14421				
TRUSTCO BK CORP N Y	COM	898349105	3	531	SH		DEFINED 5	
			-----	-----				
			3	531				
TUPPERWARE BRANDS CORP	COM	899896104	15162	276889	SH		DEFINED 5	
			-----	-----				
			15162	276889				
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	24	1944	SH		DEFINED 5	
			-----	-----				
			24	1944				
TURKISH INVT FD INC	COM	900145103	4	275	SH		DEFINED 5	
			-----	-----				
			4	275				
II VI INC	COM	902104108	257	15400	SH		DEFINED 5	
			-----	-----				
			257	15400				
TYLER TECHNOLOGIES INC	COM	902252105	101	2500	SH		DEFINED 5	
			-----	-----				
			101	2500				

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TYSON FOODS INC	CL A	902494103	47	2514	SH	DEFINED	5
			-----	-----			
			47	2514			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
UBS AG JERSEY BRH	LNG SHT VIX	902641596	2563	108358	SH	DEFINED	5	
			-----	-----				
			2563	108358				
UBS AG JERSEY BRH	ALERIAN INFRST	902641646	414	13034	SH	DEFINED	5	
			-----	-----				
			414	13034				
UDR INC	COM	902653104	1308	50621	SH	DEFINED	5	
			-----	-----				
			1308	50621				
USA TRUCK INC	COM	902925106	32	6673	SH	DEFINED	5	
			-----	-----				
			32	6673				
US BANCORP DEL	COM NEW	902973304	87501	2720817	SH	DEFINED	5	
			-----	-----				
			87501	2720817				
U M H PROPERTIES INC	COM	903002103	64	5932	SH	DEFINED	5	
			-----	-----				
			64	5932				
URS CORP NEW	COM	903236107	643	18428	SH	DEFINED	5	
			-----	-----				
			643	18428				
U S G CORP	COM NEW	903293405	10	536	SH	DEFINED	5	
			-----	-----				
			10	536				
U S PHYSICAL THERAPY INC	COM	90337L108	52	2034	SH	DEFINED	5	
			-----	-----				
			52	2034				
USA MOBILITY INC	COM	90341G103	28	2181	SH	DEFINED	5	
			-----	-----				
			28	2181				
ULTA SALON COSMETCS & FRAG I	COM	90384S303	1780	19064	SH	DEFINED	5	
			-----	-----				
			1780	19064				

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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	
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	695	7819	SH		DEFINED	5	
			695	7819					
UNDER ARMOUR INC	CL A	904311107	4	44	SH		DEFINED	5	
			4	44					
UNIFIRST CORP MASS	COM	904708104	13	200	SH		DEFINED	5	
			13	200					
UNILEVER PLC	SPON ADR NEW	904767704	1439	42673	SH		DEFINED	5	
			1439	42673					
UNILEVER N V	N Y SHS NEW	904784709	9821	294494	SH		DEFINED	5	
			9821	294494					
UNION PAC CORP	COM	907818108	10365	86872	SH		DEFINED	5	
			10365	86872					
UNISYS CORP	COM NEW	909214306	3	152	SH		DEFINED	5	
			3	152					
UNITED BANKSHARES INC WEST V	COM	909907107	528	20384	SH		DEFINED	5	
			528	20384					
UNITED NAT FOODS INC	COM	911163103	2030	37003	SH		DEFINED	5	
			2030	37003					
UNITED ONLINE INC	COM	911268100	0	58	SH		DEFINED	5	
				58					
UNITED PARCEL SERVICE INC	CL B	911312106	15040	190961	SH		DEFINED	5	
			15040	190961					

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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
UNITED RENTALS INC	COM	911363109	693	20365	SH		DEFINED	5
			693	20365				
UNITED STS BRENT OIL FD LP	UNIT	91167Q100	884	12780	SH		DEFINED	5
			884	12780				
UNITED STATES NATL GAS FUND	UNIT PAR \$0.00	912318201	9	490	SH		DEFINED	5
			9	490				
UNITED STATES STL CORP NEW	COM	912909108	155	7513	SH		DEFINED	5
			155	7513				
UNITED TECHNOLOGIES CORP	COM	913017109	78719	1042214	SH		DEFINED	5
			78719	1042214				
UNITEDHEALTH GROUP INC	COM	91324P102	14378	245781	SH		DEFINED	5
			14378	245781				
UNITIL CORP	COM	913259107	291	10989	SH		DEFINED	5
			291	10989				
UNIVERSAL FST PRODS INC	COM	913543104	3	78	SH		DEFINED	5
			3	78				
UNIVERSAL HLTH SVCS INC	CL B	913903100	76	1762	SH		DEFINED	5
			76	1762				
UNUM GROUP	COM	91529Y106	1903	99490	SH		DEFINED	5
			1903	99490				
URBAN OUTFITTERS INC	COM	917047102	2	80	SH		DEFINED	5
			2	80				

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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
V F CORP	COM	918204108	13443	100733	SH		DEFINED	5

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			-----	-----		
			13443	100733		
VIST FINANCIAL CORP	COM	918255100	56	4854	SH	DEFINED 5
			-----	-----		
			56	4854		
VOXX INTL CORP	CL A	91829F104	25	2649	SH	DEFINED 5
			-----	-----		
			25	2649		
VALEANT PHARMACEUTICALS INTL	COM	91911K102	0	9	SH	DEFINED 5
			-----	-----		
				9		
VALE S A	ADR	91912E105	1001	50432	SH	DEFINED 5
			-----	-----		
			1001	50432		
VALE S A	ADR REPSTG PFD	91912E204	137	7021	SH	DEFINED 5
			-----	-----		
			137	7021		
VALERO ENERGY CORP NEW	COM	91913Y100	427	17676	SH	DEFINED 5
			-----	-----		
			427	17676		
VALLEY NATL BANCORP	COM	919794107	3	275	SH	DEFINED 5
			-----	-----		
			3	275		
VALMONT INDS INC	COM	920253101	413	3414	SH	DEFINED 5
			-----	-----		
			413	3414		
VALSPAR CORP	COM	920355104	6129	116759	SH	DEFINED 5
			-----	-----		
			6129	116759		
VALUECLICK INC	COM	92046N102	1885	114984	SH	DEFINED 5
			-----	-----		
			1885	114984		

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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 SPECIALIZED PORTFOL	DIV APP ETF	921908844	43648	769946	SH		DEFINED	5
			-----	-----				
			43648	769946				
VANGUARD STAR FD	INTL STK IDXFD	921909768	261	6170	SH		DEFINED	5
			-----	-----				
			261	6170				

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VANGUARD WORLD FD	EXTENDED DUR	921910709	146	1150	SH	DEFINED	5
			-----	-----			
			146	1150			
VANGUARD BD INDEX FD INC	LONG TERM BOND	921937793	186	1958	SH	DEFINED	5
			-----	-----			
			186	1958			
VANGUARD BD INDEX FD INC	INTERMED TERM	921937819	12328	138799	SH	DEFINED	5
			-----	-----			
			12328	138799			
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	9886	121857	SH	DEFINED	5
			-----	-----			
			9886	121857			
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	63774	755790	SH	DEFINED	5
			-----	-----			
			63774	755790			
VANGUARD TAX MANAGED INTL FD	MSCI EAFE ETF	921943858	16337	517489	SH	DEFINED	5
			-----	-----			
			16337	517489			
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	878	18244	SH	DEFINED	5
			-----	-----			
			878	18244			
VANGUARD WORLD FDS	CONSUM DIS ETF	92204A108	130	1875	SH	DEFINED	5
			-----	-----			
			130	1875			
VANGUARD WORLD FDS	CONSUM STP ETF	92204A207	1084	12293	SH	DEFINED	5
			-----	-----			
			1084	12293			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
VANGUARD WORLD FDS	ENERGY ETF	92204A306	427	4391	SH	DEFINED	5	
			-----	-----				
			427	4391				
VANGUARD WORLD FDS	FINANCIALS ETF	92204A405	123	3959	SH	DEFINED	5	
			-----	-----				
			123	3959				
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	136	1968	SH	DEFINED	5	
			-----	-----				
			136	1968				
VANGUARD WORLD FDS	INDUSTRIAL ETF	92204A603	450	6766	SH	DEFINED	5	

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			-----	-----		
			450	6766		
VANGUARD WORLD FDS	INF TECH ETF	92204A702	836	12167	SH	DEFINED 5
			-----	-----		
			836	12167		
VANGUARD WORLD FDS	MATERIALS ETF	92204A801	157	2024	SH	DEFINED 5
			-----	-----		
			157	2024		
VANGUARD WORLD FDS	UTILITIES ETF	92204A876	2511	31982	SH	DEFINED 5
			-----	-----		
			2511	31982		
VANGUARD WORLD FDS	TELCOMM ETF	92204A884	75	1111	SH	DEFINED 5
			-----	-----		
			75	1111		
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	2565	62583	SH	DEFINED 5
			-----	-----		
			2565	62583		
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT E	922042858	81164	2032655	SH	DEFINED 5
			-----	-----		
			81164	2032655		
VANGUARD INTL EQUITY INDEX F	MSCI PAC ETF	922042866	11	215	SH	DEFINED 5
			-----	-----		
			11	215		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ET	922042874	21	495	SH			DEFINED	5
			-----	-----					
			21	495					
VANGUARD NATURAL RESOURCES L	COM UNIT	92205F106	13	500	SH			DEFINED	5
			-----	-----					
			13	500					
VANTIV INC	CL A	92210H105	6	250	SH			DEFINED	5
			-----	-----					
			6	250					
VARIAN MED SYS INC	COM	92220P105	848	13950	SH			DEFINED	5
			-----	-----					
			848	13950					
VECTREN CORP	COM	92240G101	8081	273741	SH			DEFINED	5
			-----	-----					
			8081	273741					

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VEECO INSTRS INC DEL	COM	922417100	38	1100	SH	DEFINED	5
			-----	-----			
			38	1100			
VENTAS INC	COM	92276F100	2520	39930	SH	DEFINED	5
			-----	-----			
			2520	39930			
VANGUARD INDEX FDS	S&P 500 ETF SH	922908413	144	2305	SH	DEFINED	5
			-----	-----			
			144	2305			
VANGUARD INDEX FDS	MCAP VL IDXVIP	922908512	2204	40098	SH	DEFINED	5
			-----	-----			
			2204	40098			
VANGUARD INDEX FDS	MCAP GR IDXVIP	922908538	2606	40492	SH	DEFINED	5
			-----	-----			
			2606	40492			
VANGUARD INDEX FDS	REIT ETF	922908553	198493	3033670	SH	DEFINED	5
			-----	-----			
			198493	3033670			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----
VANGUARD INDEX FDS	SML CP GRW ETF	922908595	3096	36956	SH	DEFINED	5
			-----	-----			
			3096	36956			
VANGUARD INDEX FDS	SM CP VAL ETF	922908611	5390	79036	SH	DEFINED	5
			-----	-----			
			5390	79036			
VANGUARD INDEX FDS	MID CAP ETF	922908629	23452	303784	SH	DEFINED	5
			-----	-----			
			23452	303784			
VANGUARD INDEX FDS	LARGE CAP ETF	922908637	16234	261419	SH	DEFINED	5
			-----	-----			
			16234	261419			
VANGUARD INDEX FDS	GROWTH ETF	922908736	9057	133165	SH	DEFINED	5
			-----	-----			
			9057	133165			
VANGUARD INDEX FDS	VALUE ETF	922908744	10463	187032	SH	DEFINED	5
			-----	-----			
			10463	187032			
VANGUARD INDEX FDS	SMALL CP ETF	922908751	15763	207296	SH	DEFINED	5

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			-----	-----		
			15763	207296		
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	8734	125308	SH	DEFINED 5
			-----	-----		
			8734	125308		
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	8	614	SH	DEFINED 5
			-----	-----		
			8	614		
VERIFONE SYS INC	COM	92342Y109	43	1285	SH	DEFINED 5
			-----	-----		
			43	1285		
VERISIGN INC	SDCV 3.250% 8	92343EAD4	696	5000	SH	DEFINED 5
			-----	-----		
			696	5000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
VERISIGN INC	COM	92343E102	71	1622	SH		DEFINED	5	
			-----	-----					
			71	1622					
VERIZON COMMUNICATIONS INC	COM	92343V104	42807	963253	SH		DEFINED	5	
			-----	-----					
			42807	963253					
VERINT SYS INC	COM	92343X100	95	3225	SH		DEFINED	5	
			-----	-----					
			95	3225					
VERTEX PHARMACEUTICALS INC	COM	92532F100	413	7388	SH		DEFINED	5	
			-----	-----					
			413	7388					
VIACOM INC NEW	CL B	92553P201	4301	91475	SH		DEFINED	5	
			-----	-----					
			4301	91475					
VICAL INC	COM	925602104	0	100	SH		DEFINED	5	
			-----	-----					
				100					
VIEWPOINT FINL GROUP INC MD	COM	92672A101	220	14076	SH		DEFINED	5	
			-----	-----					
			220	14076					
VIRGIN MEDIA INC	COM	92769L101	51	2095	SH		DEFINED	5	
			-----	-----					
			51	2095					

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VIRGINIA COMM BANCORP INC	COM	92778Q109	4	530	SH	DEFINED	5
			-----	-----			
			4	530			
VIROPHARMA INC	COM	928241108	14	600	SH	DEFINED	5
			-----	-----			
			14	600			
VISA INC	COM CL A	92826C839	1751	14161	SH	DEFINED	5
			-----	-----			
			1751	14161			

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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
-----	-----	-----	-----	-----	-----	-----	-----
VITRAN CORP INC	COM	92850E107	57	9193	SH	DEFINED	5
			-----	-----			
			57	9193			
VIVUS INC	COM	928551100	21	750	SH	DEFINED	5
			-----	-----			
			21	750			
VMWARE INC	CL A COM	928563402	17	190	SH	DEFINED	5
			-----	-----			
			17	190			
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	8975	318488	SH	DEFINED	5
			-----	-----			
			8975	318488			
VORNADO RLTY TR	SH BEN INT	929042109	1431	17035	SH	DEFINED	5
			-----	-----			
			1431	17035			
VULCAN MATLS CO	COM	929160109	191	4809	SH	DEFINED	5
			-----	-----			
			191	4809			
W & T OFFSHORE INC	COM	92922P106	322	21043	SH	DEFINED	5
			-----	-----			
			322	21043			
WD-40 CO	COM	929236107	25	500	SH	DEFINED	5
			-----	-----			
			25	500			
WGL HLDGS INC	COM	92924F106	60	1500	SH	DEFINED	5
			-----	-----			
			60	1500			
WABCO HLDGS INC	COM	92927K102	5	86	SH	DEFINED	5

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		-----		-----	
		5	86		
WMS INDS INC	COM	929297109	557	27942	SH DEFINED 5
			-----	-----	
			557	27942	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN
-----		-----	-----	-----	-----
W P CAREY & CO LLC	COM	92930Y107	66	1438	SH DEFINED 5
			-----	-----	
			66	1438	
WSFS FINL CORP	COM	929328102	64	1582	SH DEFINED 5
			-----	-----	
			64	1582	
WPP PLC	ADR	92933H101	2243	36851	SH DEFINED 5
			-----	-----	
			2243	36851	
WABTEC CORP	COM	929740108	616	7895	SH DEFINED 5
			-----	-----	
			616	7895	
WADDELL & REED FINL INC	CL A	930059100	36	1200	SH DEFINED 5
			-----	-----	
			36	1200	
WAL-MART STORES INC	COM	931142103	44118	632783	SH DEFINED 5
			-----	-----	
			44118	632783	
WALGREEN CO	COM	931422109	17393	588000	SH DEFINED 5
			-----	-----	
			17393	588000	
WALTER ENERGY INC	COM	93317Q105	8386	189909	SH DEFINED 5
			-----	-----	
			8386	189909	
WASHINGTON POST CO	CL B	939640108	1	3	SH DEFINED 5
			-----	-----	
			1	3	
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	2646	93004	SH DEFINED 5
			-----	-----	
			2646	93004	
WASHINGTON TR BANCORP	COM	940610108	64	2640	SH DEFINED 5
			-----	-----	
			64	2640	

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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
WASTE CONNECTIONS INC	COM	941053100	4	117	SH		DEFINED	5
			4	117				
WASTE MGMT INC DEL	COM	94106L109	5434	162696	SH		DEFINED	5
			5434	162696				
WATERS CORP	COM	941848103	146	1833	SH		DEFINED	5
			146	1833				
WATSON PHARMACEUTICALS INC	COM	942683103	911	12312	SH		DEFINED	5
			911	12312				
WAUSAU PAPER CORP	COM	943315101	24	2500	SH		DEFINED	5
			24	2500				
WEB COM GROUP INC	COM	94733A104	420	23002	SH		DEFINED	5
			420	23002				
WEBSense INC	COM	947684106	4	200	SH		DEFINED	5
			4	200				
WEBMD HEALTH CORP	COM	94770V102	4	200	SH		DEFINED	5
			4	200				
WEINGARTEN RLTY INVS	SH BEN INT	948741103	2655	100788	SH		DEFINED	5
			2655	100788				
WELLPOINT INC	COM	94973V107	9001	141100	SH		DEFINED	5
			9001	141100				
WELLS FARGO & CO NEW	COM	949746101	66379	1985003	SH		DEFINED	5
			66379	1985003				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O
WELLS FARGO ADVANTAGE INCOME	COM SHS	94987B105	14	1400	SH		DEFINED	5	
			14	1400					
WELLS FARGO ADVANTAGE MULTI	COM SHS	94987D101	8	540	SH		DEFINED	5	
			8	540					
WENDYS CO	COM	95058W100	10	2125	SH		DEFINED	5	
			10	2125					
WERNER ENTERPRISES INC	COM	950755108	263	11013	SH		DEFINED	5	
			263	11013					
WESBANCO INC	COM	950810101	51	2408	SH		DEFINED	5	
			51	2408					
WESCO INTL INC	COM	95082P105	2019	35086	SH		DEFINED	5	
			2019	35086					
WESTELL TECHNOLOGIES INC	CL A	957541105	71	29968	SH		DEFINED	5	
			71	29968					
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 MNG MUN FD INC	COM	95766M105	79	5351	SH		DEFINED	5	
			79	5351					

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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	5	O

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WESTERN ASSET MUN HI INCM FD	COM	95766N103	13	1662	SH	DEFINED	5
			-----	-----			
			13	1662			
WESTERN ASSET CLYM INFL OPP	COM	95766R104	23	1800	SH	DEFINED	5
			-----	-----			
			23	1800			
WESTERN ASSET INVT GRADE DEF	COM	95790A101	113	5000	SH	DEFINED	5
			-----	-----			
			113	5000			
WESTERN DIGITAL CORP	COM	958102105	77	2540	SH	DEFINED	5
			-----	-----			
			77	2540			
WESTERN GAS PARTNERS LP	COM UNIT LP IN	958254104	17	400	SH	DEFINED	5
			-----	-----			
			17	400			
WESTERN UN CO	COM	959802109	432	25676	SH	DEFINED	5
			-----	-----			
			432	25676			
WESTPAC BKG CORP	SPONSORED ADR	961214301	34	311	SH	DEFINED	5
			-----	-----			
			34	311			
WEYERHAEUSER CO	COM	962166104	309	13831	SH	DEFINED	5
			-----	-----			
			309	13831			
WHIRLPOOL CORP	COM	963320106	2422	39594	SH	DEFINED	5
			-----	-----			
			2422	39594			
WHITING PETE CORP NEW	COM	966387102	183	4444	SH	DEFINED	5
			-----	-----			
			183	4444			
WHOLE FOODS MKT INC	COM	966837106	812	8521	SH	DEFINED	5
			-----	-----			
			812	8521			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
WILEY JOHN & SONS INC	CL A	968223206	2	32	SH	DEFINED	5
			-----	-----			
			2	32			
WILLIAMS COS INC DEL	COM	969457100	1213	42082	SH	DEFINED	5

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			-----	-----		
			1213	42082		
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	15	296	SH	DEFINED 5
			-----	-----		
			15	296		
WINDSTREAM CORP	COM	97381W104	13051	1351037	SH	DEFINED 5
			-----	-----		
			13051	1351037		
WISCONSIN ENERGY CORP	COM	976657106	13537	342092	SH	DEFINED 5
			-----	-----		
			13537	342092		
WISDOMTREE TRUST	AUST NEW ZEAL	97717W216	22	1000	SH	DEFINED 5
			-----	-----		
			22	1000		
WISDOMTREE TRUST	EMG MKTS SMCAP	97717W281	3591	82886	SH	DEFINED 5
			-----	-----		
			3591	82886		
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	45	870	SH	DEFINED 5
			-----	-----		
			45	870		
WISDOMTREE TRUST	MIDCAP DIVI FD	97717W505	21	387	SH	DEFINED 5
			-----	-----		
			21	387		
WISDOMTREE TRUST	DEFA FD	97717W703	37	900	SH	DEFINED 5
			-----	-----		
			37	900		
WISDOMTREE TRUST	INTL SMCAP DIV	97717W760	5	101	SH	DEFINED 5
			-----	-----		
			5	101		

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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
WISDOMTREE TRUST	DEFA EQT INC E	97717W802	10742	298169	SH		DEFINED 5	
			-----	-----				
			10742	298169				
WISDOMTREE TRUST	AUSTRALIA DIV	97717W810	11	223	SH		DEFINED 5	
			-----	-----				
			11	223				
WISDOMTREE TRUST	JP SMALLCP DIV	97717W836	4	100	SH		DEFINED 5	
			-----	-----				
			4	100				

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WISDOMTREE TR	EM LCL DEBT FD	97717X867	25	500	SH	DEFINED	5
			-----	-----			
			25	500			
WOLVERINE WORLD WIDE INC	COM	978097103	506	13050	SH	DEFINED	5
			-----	-----			
			506	13050			
WORLD FUEL SVCS CORP	COM	981475106	1785	46924	SH	DEFINED	5
			-----	-----			
			1785	46924			
WORTHINGTON INDS INC	COM	981811102	49854	2435445	SH	DEFINED	5
			-----	-----			
			49854	2435445			
WPX ENERGY INC	COM	98212B103	40	2446	SH	DEFINED	5
			-----	-----			
			40	2446			
WYNDHAM WORLDWIDE CORP	COM	98310W108	1659	31460	SH	DEFINED	5
			-----	-----			
			1659	31460			
WYNN RESORTS LTD	COM	983134107	177	1703	SH	DEFINED	5
			-----	-----			
			177	1703			
XCEL ENERGY INC	COM	98389B100	1647	57975	SH	DEFINED	5
			-----	-----			
			1647	57975			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
XILINX INC	COM	983919101	2821	84019	SH	DEFINED	5	
			-----	-----				
			2821	84019				
XEROX CORP	COM	984121103	2024	257137	SH	DEFINED	5	
			-----	-----				
			2024	257137				
XYLEM INC	COM	98419M100	230	9148	SH	DEFINED	5	
			-----	-----				
			230	9148				
YAHOO INC	COM	984332106	97	6155	SH	DEFINED	5	
			-----	-----				
			97	6155				
YAMANA GOLD INC	COM	98462Y100	80	5218	SH	DEFINED	5	

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		-----		-----			
			80	5218			
YOUNG INNOVATIONS INC	COM	987520103	3	100	SH	DEFINED	5
			-----	-----			
			3	100			
YUM BRANDS INC	COM	988498101	44435	689772	SH	DEFINED	5
			-----	-----			
			44435	689772			
ZAGG INC	COM	98884U108	312	28639	SH	DEFINED	5
			-----	-----			
			312	28639			
ZEBRA TECHNOLOGIES CORP	CL A	989207105	8	222	SH	DEFINED	5
			-----	-----			
			8	222			
ZEP INC	COM	98944B108	2	110	SH	DEFINED	5
			-----	-----			
			2	110			
ZIMMER HLDGS INC	COM	98956P102	5337	82917	SH	DEFINED	5
			-----	-----			
			5337	82917			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----		-----		-----		-----		-----	
ZIONS BANCORPORATION	COM	989701107	191	9841	SH	DEFINED	5		
			-----	-----					
			191	9841					
ZYNGA INC	CL A	98986T108	22	4074	SH	DEFINED	5		
			-----	-----					
			22	4074					
GRAND TOTAL			8767710	TOTAL ENTRIES					2158