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VERIZON COMMUNICATIONS INC  
Form 13F-HR  
November 14, 2011

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2011  
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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: Verizon Investment Management Corp.  
-----  
Address: 1 Verizon Way, Building 7, 1st Floor South  
-----  
Basking Ridge, New Jersey 07920  
-----

Form 13F File Number: 28-04063  
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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: David L. Beik  
-----  
Title: Chief Operating Officer  
-----  
Phone: 908 559-5890  
-----

Signature, Place, and Date of Signing:

/s/ David L. Beik                                  Basking Ridge, New Jersey                  November 7, 2011  
-----  
                                [Signature]                                  [City, State]                                  [Date]

Report Type (Check only one.):

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

/ / 13F NOTICE. (Check here if no holdings reported are in this report,

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and all holdings are reported by other reporting manager(s).)

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

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

Form 13F File Number	Name
28- -----	-----
[Repeat as necessary.]	

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	1
	-----
Form 13F Information Table Entry Total:	391
	-----
Form 13F Information Table Value Total:	566,074.00
	-----
	(thousands)

List of Other Included Managers:

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

Goldman Sachs Prime Brokerage

Verizon Investment Management Corp.  
FORM 13F-SOLE INSTR V. NONE AUTHORITY  
30-Sep-11

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	CO	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION	MA
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	1,001	19,006			
COVIDIEN PLC	SHS	G2554F113	344	7,792			
HERBALIFE LTD	COM USD SHS	G4412G101	939	17,510			
INGERSOLL-RAND PLC	SHS	G47791101	526	18,732			
MAIDEN HOLDINGS LTD	SHS	G5753U112	288	39,000			
WHITE MTNS INS GROUP LTD	COM	G9618E107	812	2,000			
CNH GLOBAL N V	SHS NEW	N20935206	260	9,900			

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AFLAC INC	COM	001055102	444	12,700
AOL INC	COM	00184X105	272	22,700
AT&T INC	COM	00206R102	5,077	178,000
ABBOTT LABS	COM	002824100	4,856	94,958
ADOBE SYS INC	COM	00724F101	692	28,644
ADVANCED MICRO DEVICES INC	COM	007903107	92	18,103
AGILENT TECHNOLOGIES INC	COM	00846U101	320	10,245
AIR PRODS & CHEMS INC	COM	009158106	1,095	14,337
ALBEMARLE CORP	COM	012653101	331	8,197
ALCOA INC	COM	013817101	498	52,000
ALEXION PHARMACEUTICALS INC	COM	015351109	347	5,415
ALLEGHANY CORP DEL	COM	017175100	433	1,500
ALLERGAN INC	COM	018490102	2,865	34,773
ALLSTATE CORP	COM	020002101	320	13,500
ALTERA CORP	COM	021441100	772	24,483
ALTRIA GROUP INC	COM	02209S103	3,216	119,970
AMAZON COM INC	COM	023135106	5,254	24,297
AMERICAN ELEC PWR INC	COM	025537101	380	10,000
AMERICAN EXPRESS CO	COM	025816109	2,614	58,212
AMERICAN TOWER CORP	CL A	029912201	628	11,674
AMERISOURCEBERGEN CORP	COM	03073E105	748	20,063
AMETEK INC NEW	COM	031100100	690	20,932
AMGEN INC	COM	031162100	2,418	44,000
AMPHENOL CORP NEW	CL A	032095101	211	5,186
ANADARKO PETE CORP	COM	032511107	1,370	21,725
ANALOG DEVICES INC	COM	032654105	457	14,619
AON CORP	COM	037389103	285	6,800
APACHE CORP	COM	037411105	1,777	22,152
APPLE INC	COM	037833100	21,783	57,125
APPLIED MATLS INC	COM	038222105	2,788	269,244
ARCHER DANIELS MIDLAND CO	COM	039483102	437	17,626
ARROW ELECTRS INC	COM	042735100	388	13,977
ATMEL CORP	COM	049513104	102	12,619
AUTOMATIC DATA PROCESSING IN	COM	053015103	1,707	36,206
AUTOZONE INC	COM	053332102	1,527	4,785
AVON PRODS INC	COM	054303102	407	20,763
BB&T CORP	COM	054937107	1,003	47,000
BMC SOFTWARE INC	COM	055921100	876	22,708
BAIDU INC	SPON ADR REP A	056752108	802	7,500
BAKER HUGHES INC	COM	057224107	720	15,592
BALL CORP	COM	058498106	417	13,445
BANK OF AMERICA CORPORATION	COM	060505104	1,071	175,000
BANK HAWAII CORP	COM	062540109	284	7,800
BANK OF NEW YORK MELLON CORP	COM	064058100	506	27,200
BARD C R INC	COM	067383109	221	2,521
BAXTER INTL INC	COM	071813109	1,623	28,910
BECTON DICKINSON & CO	COM	075887109	927	12,637
BED BATH & BEYOND INC	COM	075896100	707	12,334
BERKLEY W R CORP	COM	084423102	356	12,000
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	3,623	51,000
BEST BUY INC	COM	086516101	396	17,000
BIOGEN IDEC INC	COM	09062X103	663	7,114
BLACKROCK INC	COM	09247X101	1,160	7,838
BOEING CO	COM	097023105	2,649	43,774
BORGWARNER INC	COM	099724106	710	11,722

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BOSTON PROPERTIES INC	COM	101121101	1,383	15,519
BRISTOL MYERS SQUIBB CO	COM	110122108	1,961	62,500
BROADCOM CORP	CL A	111320107	1,075	32,281
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	482	17,500
CBS CORP NEW	CL B	124857202	908	44,551
CF INDS HLDGS INC	COM	125269100	834	6,756
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	950	13,873
CME GROUP INC	COM	12572Q105	1,725	7,000
CMS ENERGY CORP	COM	125896100	297	15,000
CSX CORP	COM	126408103	1,004	53,757
CVS CAREMARK CORPORATION	COM	126650100	2,318	69,000
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	222	14,121
CALPINE CORP	COM NEW	131347304	204	14,500
CAMERON INTERNATIONAL CORP	COM	13342B105	717	17,264
CAPITAL ONE FINL CORP	COM	14040H105	1,090	27,500
CARDINAL HEALTH INC	COM	14149Y108	1,096	26,162
CAREFUSION CORP	COM	14170T101	756	31,562
CARNIVAL CORP	PAIRED CTF	143658300	1,151	38,000
CATERPILLAR INC DEL	COM	149123101	2,863	38,778
CELANESE CORP DEL	COM SER A	150870103	556	17,097
CELGENE CORP	COM	151020104	3,258	52,622
CENTERPOINT ENERGY INC	COM	15189T107	481	24,500
CENTURYLINK INC	COM	156700106	576	17,400
CERNER CORP	COM	156782104	2,479	36,183
CHESAPEAKE ENERGY CORP	COM	165167107	567	22,200
CHEVRON CORP NEW	COM	166764100	6,331	68,373
CHIPOTLE MEXICAN GRILL INC	COM	169656105	277	915
CHUBB CORP	COM	171232101	600	10,000
CISCO SYS INC	COM	17275R102	1,938	125,000
CITIGROUP INC	COM NEW	172967424	1,537	60,000
CITRIX SYS INC	COM	177376100	792	14,533
CLIFFS NATURAL RESOURCES INC	COM	18683K101	353	6,894
COACH INC	COM	189754104	1,044	20,143
COCA COLA CO	COM	191216100	8,658	128,151
COGNIZANT TECHNOLOGY SOLUTION	CL A	192446102	1,502	23,956
COLGATE PALMOLIVE CO	COM	194162103	1,151	12,981
COMCAST CORP NEW	CL A	20030N101	2,246	107,384
CONCHO RES INC	COM	20605P101	216	3,042
CONOCOPHILLIPS	COM	20825C104	3,008	47,500
CONSOL ENERGY INC	COM	20854P109	1,173	34,571
CONSOLIDATED EDISON INC	COM	209115104	798	14,000
CONSTELLATION ENERGY GROUP I	COM	210371100	259	6,800
CORN PRODS INTL INC	COM	219023108	1,307	33,313
CORNING INC	COM	219350105	667	54,000
COSTCO WHSL CORP NEW	COM	22160K105	3,241	39,458
CROWN CASTLE INTL CORP	COM	228227104	750	18,450
CROWN HOLDINGS INC	COM	228368106	523	17,089
CULLEN FROST BANKERS INC	COM	229899109	573	12,500
CUMMINS INC	COM	231021106	896	10,976
CYPRESS SEMICONDUCTOR CORP	COM	232806109	366	24,448
DPL INC	COM	233293109	285	9,461
DTE ENERGY CO	COM	233331107	662	13,500
DANAHER CORP DEL	COM	235851102	1,727	41,166
DARDEN RESTAURANTS INC	COM	237194105	492	11,514

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DECKERS OUTDOOR CORP	COM	243537107	711	7,637
DEERE & CO	COM	244199105	1,419	21,976
DELL INC	COM	24702R101	1,372	97,009
DELTA AIR LINES INC DEL	COM NEW	247361702	112	14,970
DEVON ENERGY CORP NEW	COM	25179M103	748	13,500
DISNEY WALT CO	COM DISNEY	254687106	1,870	62,000
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	308	8,198
DISH NETWORK CORP	CL A	25470M109	612	24,423
DISCOVER FINL SVCS	COM	254709108	943	41,091
DIRECTV	COM CL A	25490A101	2,333	55,199
DOLLAR TREE INC	COM	256746108	271	3,600
DOMINION RES INC VA NEW	COM	25746U109	1,396	27,500
DONALDSON INC	COM	257651109	671	12,245
DOVER CORP	COM	260003108	712	15,272
DOW CHEM CO	COM	260543103	865	38,500
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	1,509	38,918
DU PONT E I DE NEMOURS & CO	COM	263534109	2,212	55,338
DUKE ENERGY CORP NEW	COM	26441C105	1,299	65,000
E M C CORP MASS	COM	268648102	2,688	128,066
EOG RES INC	COM	26875P101	1,392	19,601
EQT CORP	COM	26884L109	256	4,792
EASTMAN CHEM CO	COM	277432100	267	3,892
EATON CORP	COM	278058102	543	15,307
EBAY INC	COM	278642103	1,726	58,522
ECOLAB INC	COM	278865100	572	11,693
EDWARDS LIFESCIENCES CORP	COM	28176E108	241	3,378
EL PASO CORP	COM	28336L109	1,421	81,302
EL PASO ELEC CO	COM NEW	283677854	289	9,000
ELECTRONIC ARTS INC	COM	285512109	507	24,787
EMERSON ELEC CO	COM	291011104	2,153	52,127
ENERGIZER HLDGS INC	COM	29266R108	332	5,000
EXELON CORP	COM	30161N101	415	9,731
EXPEDIA INC DEL	COM	30212P105	357	13,848
EXPEDITORS INTL WASH INC	COM	302130109	862	21,251
EXPRESS SCRIPTS INC	COM	302182100	1,579	42,605
EXXON MOBIL CORP	COM	30231G102	18,884	260,008
FMC TECHNOLOGIES INC	COM	30249U101	932	24,775
FASTENAL CO	COM	311900104	289	8,681
FEDEX CORP	COM	31428X106	388	5,738
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	326	21,500
FIRST SOLAR INC	COM	336433107	357	5,653
FISERV INC	COM	337738108	573	11,286
FIRSTENERGY CORP	COM	337932107	449	10,000
FLUOR CORP NEW	COM	343412102	541	11,630
FLOWSERVE CORP	COM	34354P105	399	5,389
FOOT LOCKER INC	COM	344849104	352	17,500
FORD MTR CO DEL	COM PAR \$0.01	345370860	1,155	119,434
FOREST LABS INC	COM	345838106	406	13,200
FRANKLIN RES INC	COM	354613101	1,412	14,765
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	1,930	63,387
GENERAL DYNAMICS CORP	COM	369550108	540	9,500
GENERAL ELECTRIC CO	COM	369604103	5,160	339,000
GENERAL MLS INC	COM	370334104	1,411	36,670
GENERAL MTRS CO	COM	37045V100	321	15,900
GILEAD SCIENCES INC	COM	375558103	2,063	53,169
GOLDMAN SACHS GROUP INC	COM	38141G104	1,106	11,700

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GOODRICH CORP	COM	382388106	964	7,991
GOOGLE INC	CL A	38259P508	8,451	16,408
GRAFTECH INTL LTD	COM	384313102	291	22,902
GRAINGER W W INC	COM	384802104	251	1,676
GREAT PLAINS ENERGY INC	COM	391164100	349	18,100
GREEN MTN COFFEE ROASTERS IN	COM	393122106	336	3,617
GUESS INC	COM	401617105	282	9,910
HCP INC	COM	40414L109	463	13,200
HALLIBURTON CO	COM	406216101	2,195	71,932
HARLEY DAVIDSON INC	COM	412822108	826	24,054
HEINZ H J CO	COM	423074103	809	16,033
HEWLETT PACKARD CO	COM	428236103	1,378	61,400
HOME DEPOT INC	COM	437076102	3,184	96,864
HONEYWELL INTL INC	COM	438516106	2,313	52,666
HUMANA INC	COM	444859102	727	10,000
ITT EDUCATIONAL SERVICES INC	COM	45068B109	336	5,827
IDEX CORP	COM	45167R104	364	11,687
ILLINOIS TOOL WKS INC	COM	452308109	1,425	34,263
INTEL CORP	COM	458140100	2,539	119,000
INTEGRYS ENERGY GROUP INC	COM	45822P105	331	6,800
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1,439	12,165
INTERNATIONAL BUSINESS MACHS	COM	459200101	13,491	77,151
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	515	9,167
INTL PAPER CO	COM	460146103	275	11,828
INTUITIVE SURGICAL INC	COM NEW	46120E602	1,915	5,256
INTUIT	COM	461202103	1,134	23,906
ISHARES TR	RUSSELL 1000	464287622	9,197	147,065
JPMORGAN CHASE & CO	COM	46625H100	3,645	121,000
JOHNSON & JOHNSON	COM	478160104	7,162	112,458
JOHNSON CTLS INC	COM	478366107	645	24,453
JOY GLOBAL INC	COM	481165108	411	6,584
JUNIPER NETWORKS INC	COM	48203R104	271	15,691
KBR INC	COM	48242W106	420	17,788
KELLOGG CO	COM	487836108	360	6,771
KIMBERLY CLARK CORP	COM	494368103	1,749	24,630
KOHL'S CORP	COM	500255104	1,229	25,031
KRAFT FOODS INC	CL A	50075N104	1,998	59,500
KROGER CO	COM	501044101	1,497	68,172
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	233	2,950
LAM RESEARCH CORP	COM	512807108	432	11,362
LAS VEGAS SANDS CORP	COM	517834107	1,018	26,544
LAUDER ESTEE COS INC	CL A	518439104	292	3,322
LEUCADIA NATL CORP	COM	527288104	431	19,000
LIBERTY GLOBAL INC	COM SER A	530555101	261	7,220
LIFE TECHNOLOGIES CORP	COM	53217V109	978	25,457
LILLY ELI & CO	COM	532457108	2,069	55,958
LIMITED BRANDS INC	COM	532716107	892	23,154
LOCKHEED MARTIN CORP	COM	539830109	534	7,355
LOEWS CORP	COM	540424108	1,296	37,500
LOWES COS INC	COM	548661107	774	40,000
M & T BK CORP	COM	55261F104	839	12,000
MACYS INC	COM	55616P104	304	11,550
MARATHON OIL CORP	COM	565849106	1,475	68,362
MARSH & MCLENNAN COS INC	COM	571748102	478	18,000
MARRIOTT INTL INC NEW	CL A	571903202	223	8,190

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MASCO CORP	COM	574599106	75	10,541
MASTERCARD INC	CL A	57636Q104	2,587	8,156
MATTEL INC	COM	577081102	1,219	47,100
MAXIM INTEGRATED PRODS INC	COM	57772K101	203	8,693
MCDERMOTT INTL INC	COM	580037109	138	12,844
MCDONALDS CORP	COM	580135101	5,975	68,042
MCGRAW HILL COS INC	COM	580645109	733	17,880
MCKESSON CORP	COM	58155Q103	1,812	24,922
MEAD JOHNSON NUTRITION CO	COM	582839106	764	11,099
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	552	11,770
MEDTRONIC INC	COM	585055106	1,668	50,186
MERCK & CO INC NEW	COM	58933Y105	2,786	85,200
METLIFE INC	COM	59156R108	266	9,500
METROPCS COMMUNICATIONS INC	COM	591708102	258	29,670
MICROSOFT CORP	COM	594918104	11,176	449,013
MOHAWK INDS INC	COM	608190104	322	7,500
MONSANTO CO NEW	COM	61166W101	2,166	36,076
MONSTER WORLDWIDE INC	COM	611742107	83	11,624
MORGAN STANLEY	COM NEW	617446448	259	19,200
MOSAIC CO NEW	COM	61945C103	642	13,111
MYLAN INC	COM	628530107	199	11,706
NII HLDGS INC	CL B NEW	62913F201	355	13,184
NVR INC	COM	62944T105	483	800
NASDAQ OMX GROUP INC	COM	631103108	693	29,946
NATIONAL FUEL GAS CO N J	COM	636180101	285	5,855
NATIONAL OILWELL VARCO INC	COM	637071101	615	12,000
NETAPP INC	COM	64110D104	727	21,430
NETFLIX INC	COM	64110L106	741	6,545
NEWMONT MINING CORP	COM	651639106	1,083	17,200
NEWS CORP	CL A	65248E104	1,415	91,400
NIKE INC	CL B	654106103	1,326	15,508
NOBLE ENERGY INC	COM	655044105	499	7,044
NORDSTROM INC	COM	655664100	219	4,800
NORFOLK SOUTHERN CORP	COM	655844108	873	14,300
NOVELLUS SYS INC	COM	670008101	859	31,500
NSTAR	COM	67019E107	627	14,000
NUCOR CORP	COM	670346105	221	7,000
NVIDIA CORP	COM	67066G104	221	17,672
OGE ENERGY CORP	COM	670837103	478	10,000
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	270	4,059
OCCIDENTAL PETE CORP DEL	COM	674599105	3,002	41,991
OCEANEERING INTL INC	COM	675232102	735	20,796
OMNICOM GROUP INC	COM	681919106	920	24,975
ON SEMICONDUCTOR CORP	COM	682189105	94	13,099
ONEOK INC NEW	COM	682680103	544	8,238
ORACLE CORP	COM	68389X105	7,154	248,920
PG&E CORP	COM	69331C108	360	8,500
PNC FINL SVCS GROUP INC	COM	693475105	1,422	29,500
PNM RES INC	COM	69349H107	246	15,000
PPG INDS INC	COM	693506107	965	13,655
PACCAR INC	COM	693718108	641	18,955
PARKER HANNIFIN CORP	COM	701094104	755	11,967
PAYCHEX INC	COM	704326107	410	15,547
PEABODY ENERGY CORP	COM	704549104	270	7,967
PENNEY J C INC	COM	708160106	335	12,500
PEPSICO INC	COM	713448108	6,285	101,527

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PERRIGO CO	COM	714290103	237	2,444
PFIZER INC	COM	717081103	4,243	240,000
PHILIP MORRIS INTL INC	COM	718172109	7,166	114,873
PINNACLE WEST CAP CORP	COM	723484101	386	9,000
POTASH CORP SASK INC	COM	73755L107	666	15,400
PRAXAIR INC	COM	74005P104	1,442	15,430
PRECISION CASTPARTS CORP	COM	740189105	3,377	21,723
PRICE T ROWE GROUP INC	COM	74144T108	365	7,646
PRICELINE COM INC	COM NEW	741503403	1,600	3,560
PRINCIPAL FINL GROUP INC	COM	74251V102	299	13,200
PROCTER & GAMBLE CO	COM	742718109	6,350	100,505
PROGRESS ENERGY INC	COM	743263105	512	9,900
PROGRESSIVE CORP OHIO	COM	743315103	419	23,600
PRUDENTIAL FINL INC	COM	744320102	1,022	21,800
PUBLIC STORAGE	COM	74460D109	2,215	19,895
QEP RES INC	COM	74733V100	327	12,083
QUALCOMM INC	COM	747525103	6,037	124,142
QUEST DIAGNOSTICS INC	COM	74834L100	210	4,254
RALPH LAUREN CORP	CL A	751212101	240	1,849
RANGE RES CORP	COM	75281A109	1,586	27,131
RAYONIER INC	COM	754907103	546	14,832
RAYTHEON CO	COM NEW	755111507	715	17,500
RED HAT INC	COM	756577102	240	5,682
REPUBLIC SVCS INC	COM	760759100	296	10,542
ROCKWELL AUTOMATION INC	COM	773903109	910	16,247
ROCKWELL COLLINS INC	COM	774341101	809	15,335
ROSS STORES INC	COM	778296103	272	3,458
SLM CORP	COM	78442P106	654	52,500
ST JUDE MED INC	COM	790849103	350	9,680
SALESFORCE COM INC	COM	79466L302	1,136	9,941
SANDISK CORP	COM	80004C101	1,150	28,500
SANDRIDGE ENERGY INC	COM	80007P307	67	12,060
SARA LEE CORP	COM	803111103	234	14,294
SCHEIN HENRY INC	COM	806407102	300	4,837
SCHLUMBERGER LTD	COM	806857108	5,074	84,941
SCHWAB CHARLES CORP NEW	COM	808513105	546	48,478
SEMPRA ENERGY	COM	816851109	247	4,800
SIGMA ALDRICH CORP	COM	826552101	778	12,585
SIMON PPTY GROUP INC NEW	COM	828806109	2,096	19,054
SIRIUS XM RADIO INC	COM	82967N108	176	116,433
SOTHEBYS	COM	835898107	276	10,000
SOUTHERN CO	COM	842587107	1,335	31,500
SOUTHWESTERN ENERGY CO	COM	845467109	446	13,377
SPECTRA ENERGY CORP	COM	847560109	601	24,500
SPRINT NEXTEL CORP	COM SER 1	852061100	454	149,500
STARBUCKS CORP	COM	855244109	2,221	59,562
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	708	18,241
STATE STR CORP	COM	857477103	868	27,000
STERICYCLE INC	COM	858912108	204	2,527
STRYKER CORP	COM	863667101	435	9,227
SUNTRUST BKS INC	COM	867914103	673	37,500
SYMANTEC CORP	COM	871503108	760	46,638
SYSCO CORP	COM	871829107	445	17,174
TJX COS INC NEW	COM	872540109	1,443	26,017
TARGET CORP	COM	87612E106	1,524	31,076
TECH DATA CORP	COM	878237106	367	8,500
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	507	53,200
TELECOMUNICACOES DE SAO PAUL	SPON ADR PFD	87929A102	1,177	44,485
TERADATA CORP DEL	COM	88076W103	748	13,970



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TERADYNE INC	COM	880770102	429	39,000
TESORO CORP	COM	881609101	370	19,000
TEXAS INSTRS INC	COM	882508104	1,514	56,803
THERMO FISHER SCIENTIFIC INC	COM	883556102	1,190	23,500
THOMAS & BETTS CORP	COM	884315102	354	8,874
3M CO	COM	88579Y101	3,221	44,868
TIFFANY & CO NEW	COM	886547108	229	3,759
TIM PARTICIPACOE S A	SPONSORED ADR	88706P205	1,002	42,534
TIME WARNER INC	COM NEW	887317303	1,049	35,000
TIME WARNER CABLE INC	COM	88732J207	878	14,003
TOLL BROTHERS INC	COM	889478103	209	14,500
TORCHMARK CORP	COM	891027104	884	25,350
TOWERS WATSON & CO	CL A	891894107	768	12,848
TRAVELERS COMPANIES INC	COM	89417E109	975	20,000
US BANCORP DEL	COM NEW	902973304	1,577	67,000
UNION PAC CORP	COM	907818108	1,662	20,352
UNITED CONTL HLDGS INC	COM	910047109	374	19,315
UNITED PARCEL SERVICE INC	CL B	911312106	2,092	33,128
UNITED STATES CELLULAR CORP	COM	911684108	321	8,100
UNITED TECHNOLOGIES CORP	COM	913017109	4,171	59,287
UNITEDHEALTH GROUP INC	COM	91324P102	2,873	62,300
UNUM GROUP	COM	91529Y106	650	31,000
VALEANT PHARMACEUTICALS INTL	COM	91911K102	490	13,200
VALERO ENERGY CORP NEW	COM	91913Y100	244	13,733
VARIAN MED SYS INC	COM	92220P105	1,166	22,348
VENTAS INC	COM	92276F100	224	4,528
VERIZON COMMUNICATIONS INC	COM	92343V104	48,964	1,330,548
VERTEX PHARMACEUTICALS INC	COM	92532F100	239	5,366
VIACOM INC NEW	CL B	92553P201	1,500	38,722
VIRGIN MEDIA INC	COM	92769L101	483	19,839
VISA INC	COM CL A	92826C839	1,626	18,972
VMWARE INC	CL A COM	928563402	1,326	16,494
VORNADO RLTY TR	SH BEN INT	929042109	470	6,297
WAL MART STORES INC	COM	931142103	4,370	84,195
WALGREEN CO	COM	931422109	2,711	82,437
WASTE CONNECTIONS INC	COM	941053100	522	15,428
WASTE MGMT INC DEL	COM	94106L109	456	14,000
WATERS CORP	COM	941848103	204	2,697
WATSON PHARMACEUTICALS INC	COM	942683103	240	3,512
WELLPOINT INC	COM	94973V107	947	14,500
WELLS FARGO & CO NEW	COM	949746101	3,501	145,136
WESTERN DIGITAL CORP	COM	958102105	225	8,759
WESTERN UN CO	COM	959802109	723	47,308
WHOLE FOODS MKT INC	COM	966837106	297	4,551
WISCONSIN ENERGY CORP	COM	976657106	391	12,500
WYNN RESORTS LTD	COM	983134107	890	7,738
XILINX INC	COM	983919101	215	7,818
YAHOO INC	COM	984332106	223	16,900
YUM BRANDS INC	COM	988498101	1,674	33,903

TOTAL

566,074