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GENERAL ELECTRIC CO  
Form 13F-HR/A  
April 30, 2008

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, 2007

Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one.): [X] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06828

13F File Number: 028-01502

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: Robert R. DeGennaro  
Title: Assistant Controller  
Phone: (203) 373-2535

Signature, Place, and Date of Signing:

Robert R. DeGennaro	Fairfield, CT	06828	April 30, 2008
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(Signature)	(City, State)	(Zip)	(Date)

Report Type (Check only one.):

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

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 402

Form 13F Information Table Value Total: \$35,830,719  
(thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
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01	028-05827	GE Asset Management

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRET
-----	-----	-----	-----	-----	---	----	-----
ACE LTD	ORD	G0070K103	91701	1513967	SH		DEFI
ARCH CAP GROUP LTD	ORD	G0450A105	63405	852100	SH		DEFI
AXIS CAPITAL HOLDINGS	SHS	G0692U109	73734	1895000	SH		DEFI
COOPER INDS LTD	CL A	G24182100	113587	2223278	SH		DEFI
COVIDIEN LTD	COM	G2552X108	21606	520617	SH		DEFI
GENPACT LIMITED	SHS	G3922B107	2035	47947364	SH		S
GLOBALSANTAFE CORP	SHS	G3930E101	11109	146131	SH		DEFI
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	10936	668040	SH		DEFI
NABORS INDUSTRIES LTD	SHS	G6359F103	12809	416268	SH		DEFI
TRANSOCEAN INC	ORD	G90078109	543404	4806759	SH		DEFI
WEATHERFORD INTERNATIONAL LT	COM	G95089101	32735	487274	SH		DEFI
ALCON INC	COM SHS	H01301102	16086	111772	SH		DEFI
LOGITECH INTL S A	SHS	H50430232	1551	52500	SH		DEFI
ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	600	100000	SH		DEFI
ABB LTD	SPONSORED ADR	000375204	59170	2255819	SH		DEFI
AFLAC INC	COM	001055102	172552	3025103	SH		DEFI
AES CORP	COM	00130H105	1479	73822	SH		DEFI
AT&T INC	COM	00206R102	164920	3897889	SH		DEFI
ABBOTT LABS	COM	002824100	150978	2815706	SH		DEFI
ACCURAY INC	COM	004397105	10687	612098	SH		DEFI
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	452	69976	SH		S
ACTIVISION INC NEW	COM NEW	004930202	56116	2599187	SH		DEFI
ADAMS RESPIRATORY THERAPEUTI	COM	00635P107	382	9906	SH		S
ADVANCE AUTO PARTS INC	COM	00751Y106	2957	88107	SH		DEFI
AETNA INC NEW	COM	00817Y108	146702	2703182	SH		DEFI
AFFILIATED COMPUTER SERVICES	CL A	008190100	36799	732467	SH		DEFI
AFFILIATED MANAGERS GROUP	COM	008252108	18977	148824	SH		DEFI
AIR PRODS & CHEMS INC	COM	009158106	3229	33030	SH		DEFI
AKAMAI TECHNOLOGIES INC	COM	00971T101	2367	82400	SH		DEFI
ALBERTO CULVER CO NEW	COM	013078100	81903	3303884	SH		DEFI
ALLEGHANY CORP DEL	COM	017175100	21654	53334	SH		DEFI
ALLEGHENY ENERGY INC	COM	017361106	1766	33800	SH		DEFI

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ALLEGHENY TECHNOLOGIES INC	COM	01741R102	4090	37200	SH	DEFI
ALLERGAN INC	COM	018490102	2475	38388	SH	DEFI
ALLIANCE IMAGING INC	COM NEW	018606202	10149	1120160	SH	S
ALLSTATE CORP	COM	020002101	121708	2128131	SH	DEFI
ALLTEL CORP	COM	020039103	2109	30272	SH	DEFI
ALTRIA GROUP INC	COM	02209S103	19449	279718	SH	DEFI
ALTUS PHARMACEUTICALS INC	COM	02216N105	430	40957	SH	S
AMBAC FINL GROUP INC	COM	023139108	755	12000	SH	DEFI
AMBASSADORS GROUP INC	COM	023177108	15240	400000	SH	DEFI
AMBASSADORS INTL INC	COM	023178106	4906	200000	SH	DEFI
AMEREN CORP	COM	023608102	1322	25184	SH	DEFI
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	201365	3146323	SH	DEFI
AMERICAN ELEC PWR INC	COM	025537101	20724	449734	SH	DEFI
AMERICAN EXPRESS CO	COM	025816109	12252	206365	SH	DEFI
AMERICAN INTL GROUP INC	COM	026874107	772940	11425573	SH	DEFI
AMERICAN TOWER CORP	CL A	029912201	107076	2459248	SH	DEFI
AMERIPRISE FINL INC	COM	03076C106	5568	88222	SH	DEFI
AMGEN INC	COM	031162100	669284	11831070	SH	DEFI
AMYLIN PHARMACEUTICALS INC	COM	032346108	28348	566951	SH	DEFI
ANALOG DEVICES INC	COM	032654105	209657	5798028	SH	DEFI
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	4165	88830	SH	DEFI
ANHEUSER BUSCH COS INC	COM	035229103	4599	92000	SH	DEFI
AON CORP	COM	037389103	64042	1429190	SH	DEFI
APACHE CORP	COM	037411105	64210	712966	SH	DEFI
APPLE INC	COM	037833100	21512	140173	SH	DEFI
AUTOMATIC DATA PROCESSING IN	COM	053015103	97856	2130539	SH	DEFI
AVALONBAY CMNTYS INC	COM	053484101	10782	91329	SH	DEFI
BAKER HUGHES INC	COM	057224107	18978	210000	SH	DEFI
BANK OF AMERICA CORPORATION	COM	060505104	187739	3734623	SH	DEFI
BARRICK GOLD CORP	COM	067901108	170714	4238190	SH	DEFI
BARR PHARMACEUTICALS INC	COM	068306109	32068	563488	SH	DEFI
BAXTER INTL INC	COM	071813109	116580	2071422	SH	DEFI
BED BATH & BEYOND INC	COM	075896100	374752	10983355	SH	DEFI
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	61232	15494	SH	DEFI
BIGBAND NETWORKS INC	COM	089750509	6054	945877	SH	DEFI
BLACK & DECKER CORP	COM	091797100	805	9666	SH	DEFI
BLACKROCK INC	COM	09247X101	31569	182050	SH	DEFI
BOEING CO	COM	097023105	18657	177700	SH	DEFI
BOSTON PROPERTIES INC	COM	101121101	2213	21300	SH	DEFI
BOSTON SCIENTIFIC CORP	COM	101137107	32112	2301935	SH	DEFI
BRISTOL MYERS SQUIBB CO	COM	110122108	60307	2092538	SH	DEFI
BURLINGTON NORTHN SANTA FE C	COM	12189T104	2034	25055	SH	DEFI
CBS CORP NEW	CL B	124857202	7178	227873	SH	DEFI
CB RICHARD ELLIS GROUP INC	CL A	12497T101	239382	8598485	SH	DEFI
CSX CORP	COM	126408103	555	12977	SH	DEFI
CVB FINL CORP	COM	126600105	12847	1098020	SH	DEFI
CABOT CORP	COM	127055101	12419	349543	SH	DEFI
CANADIAN NAT RES LTD	COM	136385101	1089	14377	SH	DEFI
CAPITAL ONE FINL CORP	COM	14040H105	1474	22193	SH	DEFI
CARNIVAL CORP	PAIRED CTF	143658300	351375	7255315	SH	DEFI
CARTER INC	COM	146229109	470	23562	SH	S
CATALYTICA ENERGY SYS INC	COM	148884109	234	183120	SH	DEFI
CATERPILLAR INC DEL	COM	149123101	6902	88000	SH	DEFI
CENTENNIAL COMMUNCTNS CORP N	CL A NEW	15133V208	1652	163230	SH	S
CENTERPLATE INC	UNIT 99/99/9999	15200E204	14167	823641	SH	S
CHEESECAKE FACTORY INC	COM	163072101	51966	2214136	SH	DEFI
CHEVRON CORP NEW	COM	166764100	41709	445700	SH	DEFI
CHUBB CORP	COM	171232101	71704	1336760	SH	DEFI
CISCO SYS INC	COM	17275R102	891150	26898578	SH	DEFI
CITIGROUP INC	COM	172967101	609586	13061616	SH	DEFI
CITRIX SYS INC	COM	177376100	19172	475492	SH	DEFI
CLOROX CO DEL	COM	189054109	165527	2714005	SH	DEFI

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COACH INC	COM	189754104	13915	294366	SH	DEFI
COCA COLA CO	COM	191216100	57269	996506	SH	DEFI
COGENT INC	COM	19239Y108	17606	1122837	SH	DEFI
COLEY PHARMACEUTICAL GROUP I	COM	19388P106	437	139084	SH	S
COLGATE PALMOLIVE CO	COM	194162103	147768	2071902	SH	DEFI
COMCAST CORP NEW	CL A	20030N101	10627	439500	SH	DEFI
COMCAST CORP NEW	CL A SPL	20030N200	529143	22084418	SH	DEFI
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	471561	16575090	SH	DEFI
CONEXANT SYSTEMS INC	COM	207142100	32	26566	SH	S
CONOCOPHILLIPS	COM	20825C104	15553	177200	SH	DEFI
CONSTELLATION ENERGY GROUP I	COM	210371100	54752	638207	SH	DEFI
CORNING INC	COM	219350105	45434	1843165	SH	DEFI
CORPORATE EXECUTIVE BRD CO	COM	21988R102	23485	316335	SH	DEFI
COSTAR GROUP INC	COM	22160N109	7372	137929	SH	DEFI
COUNTRYWIDE FINANCIAL CORP	COM	222372104	28910	1520794	SH	DEFI
CRYOCOR INC	COM	229016100	141	33419	SH	S
CUMULUS MEDIA INC	CL A	231082108	2720	266109	SH	S
DPL INC	COM	233293109	829	31568	SH	DEFI
DST SYS INC DEL	COM	233326107	21042	245217	SH	DEFI
DTE ENERGY CO	COM	233331107	14446	298223	SH	DEFI
DANAHER CORP DEL	COM	235851102	2378	28754	SH	DEFI
DAVITA INC	COM	23918K108	93516	1480152	SH	DEFI
DEERE & CO	COM	244199105	96070	647284	SH	DEFI
DELL INC	COM	24702R101	21979	796335	SH	DEFI
DENTSPLY INTL INC NEW	COM	249030107	26487	636102	SH	DEFI
DEVON ENERGY CORP NEW	COM	25179M103	115823	1392109	SH	DEFI
DIAGEO P L C	SPON ADR NEW	25243Q205	40312	459498	SH	DEFI
DISNEY WALT CO	COM DISNEY	254687106	10817	314533	SH	DEFI
DOMINION RES INC VA NEW	COM	25746U109	221202	2623981	SH	DEFI
DOUGLAS EMMETT INC	COM	25960P109	11246	454758	SH	DEFI
DOVER CORP	COM	260003108	462647	9080411	SH	DEFI
DRESSER-RAND GROUP INC	COM	261608103	20102	470665	SH	DEFI
DUKE ENERGY CORP NEW	COM	26441C105	8155	436309	SH	DEFI
E M C CORP MASS	COM	268648102	60390	2903361	SH	DEFI
EOG RES INC	COM	26875P101	64101	886236	SH	DEFI
EATON CORP	COM	278058102	91291	921762	SH	DEFI
EBAY INC	COM	278642103	166564	4268695	SH	DEFI
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	468	10000	SH	DEFI
ECOLAB INC	COM	278865100	9582	203002	SH	DEFI
EDISON INTL	COM	281020107	51975	937332	SH	DEFI
EL PASO CORP	COM	28336L109	1572	92638	SH	DEFI
ELECTRONIC ARTS INC	COM	285512109	14243	254384	SH	DEFI
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	414	9431	SH	DEFI
EMCORE CORP	COM	290846104	2208	230020	SH	S
EMERSON ELEC CO	COM	291011104	155515	2922125	SH	DEFI
ENDEAVOR ACQUISITION CORP	COM	292577103	1641	138500	SH	DEFI
ENTERGY CORP NEW	COM	29364G103	72322	667856	SH	DEFI
EXELON CORP	COM	30161N101	7600	100844	SH	DEFI
EXPRESS SCRIPTS INC	COM	302182100	1675	30000	SH	DEFI
EXXON MOBIL CORP	COM	30231G102	867393	9371143	SH	DEFI
FPL GROUP INC	COM	302571104	45657	749951	SH	DEFI
FEDERAL HOME LN MTG CORP	COM	313400301	205116	3475960	SH	DEFI
FEDERAL NATL MTG ASSN	COM	313586109	247438	4069030	SH	DEFI
FIDELITY NATL INFORMATION SV	COM	31620M106	63263	1425812	SH	DEFI
FIRSTENERGY CORP	COM	337932107	3132	49442	SH	DEFI
FORTRESS INVESTMENT GROUP LL	CL A	34958B106	17539	822652	SH	DEFI
FORTUNE BRANDS INC	COM	349631101	1393	17089	SH	DEFI
FRANKLIN RES INC	COM	354613101	19784	155165	SH	DEFI
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	114640	1092951	SH	DEFI
GANNETT INC	COM	364730101	1359	31106	SH	DEFI
GEN-PROBE INC NEW	COM	36866T103	20339	305487	SH	DEFI
GENENTECH INC	COM NEW	368710406	36241	464513	SH	DEFI

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GENERAL DYNAMICS CORP	COM	369550108	126548	1498138	SH	DEFI
GENERAL ELECTRIC CO	COM	369604103	3907708	94389075	SH	DEFI
GENERAL MLS INC	COM	370334104	257949	4446632	SH	DEFI
GENERAL MTRS CORP	COM	370442105	29227	796381	SH	DEFI
GENESIS LEASE LTD	ADR	37183T107	98711	3967500	SH	S
GILEAD SCIENCES INC	COM	375558103	87821	2148797	SH	DEFI
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	42512	799091	SH	DEFI
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	5495	518859	SH	DEFI
GOLDCORP INC NEW	COM	380956409	2139	70000	SH	DEFI
GOLDMAN SACHS GROUP INC	COM	38141G104	100198	462294	SH	DEFI
GOOGLE INC	CL A	38259P508	16704	29446	SH	DEFI
GREENHILL & CO INC	COM	395259104	14682	240492	SH	DEFI
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	280	11596	SH	DEFI
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	3934	79276	SH	DEFI
HCC INS HLDGS INC	COM	404132102	52624	1837441	SH	DEFI
HALLIBURTON CO	COM	406216101	176985	4608997	SH	DEFI
HARMAN INTL INDS INC	COM	413086109	684	7900	SH	DEFI
HARRIS CORP DEL	COM	413875105	21815	377489	SH	DEFI
HARSCO CORP	COM	415864107	38155	643754	SH	DEFI
HARTFORD FINL SVCS GROUP INC	COM	416515104	48132	520066	SH	DEFI
HESS CORP	COM	42809H107	198188	2978927	SH	DEFI
HEWLETT PACKARD CO	COM	428236103	134098	2693266	SH	DEFI
HEXCEL CORP NEW	COM	428291108	54750	2410849	SH	DEFI
HITTITE MICROWAVE CORP	COM	43365Y104	24142	546809	SH	DEFI
HOLOGIC INC	COM	436440101	49626	813549	SH	DEFI
HOME DEPOT INC	COM	437076102	23859	735480	SH	DEFI
HOME INNS & HOTELS MGMT INC	SPON ADR	43713W107	2913	83711	SH	DEFI
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	11551	488600	SH	DEFI
ING PRIME RATE TR	SH BEN INT	44977W106	4933	702700	SH	S
ITT CORP NEW	COM	450911102	42888	631358	SH	DEFI
ICICI BK LTD	ADR	45104G104	5104	96807	SH	DEFI
IKANOS COMMUNICATIONS	COM	45173E105	311	55567	SH	S
INFINERA CORPORATION	COM	45667G103	866	43000	SH	DEFI
INTEL CORP	COM	458140100	399111	15433508	SH	DEFI
INTERNATIONAL BUSINESS MACHS	COM	459200101	206838	1755837	SH	DEFI
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	2643	50000	SH	DEFI
INTERNATIONAL GAME TECHNOLOG	COM	459902102	5225	121219	SH	DEFI
INTUIT	COM	461202103	330354	10902756	SH	DEFI
IROBOT CORP	COM	462726100	487	24494	SH	S
IRON MTN INC	COM	462846106	28029	919571	SH	DEFI
ISHARES TR	MSCI EMERG MKT	464287234	526	3517	SH	DEFI
ISHARES SILVER TRUST	ISHARES	46428Q109	11607	85000	SH	DEFI
ITC HLDGS CORP	COM	465685105	32366	653207	SH	DEFI
JP MORGAN CHASE & CO	COM	46625H100	27881	608479	SH	DEFI
JOHNSON & JOHNSON	COM	478160104	224700	3420090	SH	DEFI
JOY GLOBAL INC	COM	481165108	16903	332345	SH	DEFI
JUNIPER NETWORKS INC	COM	48203R104	31091	849257	SH	DEFI
KELLOGG CO	COM	487836108	7032	125579	SH	DEFI
KIMBERLY CLARK CORP	COM	494368103	297388	4232672	SH	DEFI
KINROSS GOLD CORP	COM NO PAR	496902404	12420	829124	SH	DEFI
KOHL'S CORP	COM	500255104	53534	933784	SH	DEFI
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	74565	1659206	SH	DEFI
KOOKMIN BK NEW	SPONSORED ADR	50049M109	15944	194465	SH	DEFI
KRAFT FOODS INC	CL A	50075N104	4688	135843	SH	DEFI
LSI CORPORATION	COM	502161102	6915	932000	SH	DEFI
LAM RESEARCH CORP	COM	512807108	19388	364026	SH	DEFI
LEGGETT & PLATT INC	COM	524660107	424	22115	SH	DEFI
LEGG MASON INC	COM	524901105	20072	238133	SH	DEFI
LIBERTY GLOBAL INC	COM SER C	530555309	266890	6903516	SH	DEFI
LIBERTY MEDIA HLDG CORP	INT COM SER A	53071M104	58562	3048533	SH	DEFI
LIBERTY MEDIA HLDG CORP	CAP COM SER A	53071M302	324551	2599944	SH	DEFI
LIFECCELL CORP	COM	531927101	19797	526944	SH	DEFI

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LIFE TIME FITNESS INC	COM	53217R207	28462	464003	SH	DEFI
LILLY ELI & CO	COM	532457108	3739	65670	SH	DEFI
LIMELIGHT NETWORKS INC	COM	53261M104	4827	544807	SH	DEFI
LINCARE HLDGS INC	COM	532791100	162603	4436647	SH	DEFI
LINEAR TECHNOLOGY CORP	COM	535678106	4041	115500	SH	DEFI
LOCKHEED MARTIN CORP	COM	539830109	1950	17971	SH	DEFI
LOEWS CORP	COM	540424108	2369	49000	SH	DEFI
LOWES COS INC	COM	548661107	312843	11164977	SH	DEFI
MACERICH CO	COM	554382101	1774	20255	SH	DEFI
MACROVISION CORP	COM	555904101	31226	1267793	SH	DEFI
MACYS INC	COM	55616P104	1125	34812	SH	DEFI
MANOR CARE INC NEW	COM	564055101	16525	256602	SH	DEFI
MARRIOTT INTL INC NEW	CL A	571903202	3066	70526	SH	DEFI
MARTIN MARIETTA MATLS INC	COM	573284106	20187	151158	SH	DEFI
MASIMO CORP	COM	574795100	34991	1363638	SH	S
MAXIM INTEGRATED PRODS INC	COM	57772K101	128922	4392572	SH	DEFI
MCCORMICK & CO INC	COM NON VTG	579780206	80298	2232366	SH	DEFI
MCDONALDS CORP	COM	580135101	13783	253033	SH	DEFI
MCGRAW HILL COS INC	COM	580645109	2314	45462	SH	DEFI
MCKESSON CORP	COM	58155Q103	96359	1639036	SH	DEFI
MEADWESTVACO CORP	COM	583334107	4485	151885	SH	DEFI
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	40840	451824	SH	DEFI
MEDICAL STAFFING NETWK HLDGS	COM	58463F104	5610	1095794	SH	DEFI
MEDTRONIC INC	COM	585055106	462315	8195619	SH	DEFI
MERCADOLIBRE INC	COM	58733R102	44545	1228487	SH	S
MERCK & CO INC	COM	589331107	18703	361832	SH	DEFI
MERRILL LYNCH & CO INC	COM	590188108	55284	775591	SH	DEFI
METLIFE INC	COM	59156R108	283137	4060470	SH	DEFI
METTLER TOLEDO INTERNATIONAL	COM	592688105	17494	171509	SH	DEFI
MICROSOFT CORP	COM	594918104	763618	25920498	SH	DEFI
MICROCHIP TECHNOLOGY INC	COM	595017104	116027	3194568	SH	DEFI
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	98478	1420836	SH	DEFI
MOLEX INC	CL A	608554200	216790	8548486	SH	DEFI
MONSANTO CO NEW	COM	61166W101	474955	5539482	SH	DEFI
MONSTER WORLDWIDE INC	COM	611742107	3607	105900	SH	DEFI
MORGAN STANLEY	COM NEW	617446448	6878	109168	SH	DEFI
NII HLDGS INC	CL B NEW	62913F201	105984	1290123	SH	DEFI
NATIONAL OILWELL VARCO INC	COM	637071101	4335	30000	SH	DEFI
NATIONAL SEMICONDUCTOR CORP	COM	637640103	59033	2176742	SH	DEFI
NAVTEQ CORP	COM	63936L100	6083	78023	SH	DEFI
NETWORK APPLIANCE INC	COM	64120L104	54492	2024990	SH	DEFI
NEUSTAR INC	CL A	64126X201	37375	1089972	SH	DEFI
NEWCASTLE INVT CORP	COM	65105M108	13215	750000	SH	DEFI
NEWELL RUBBERMAID INC	COM	651229106	862	29924	SH	DEFI
NEWMONT MINING CORP	COM	651639106	3153	70500	SH	DEFI
NEWS CORP	CL A	65248E104	88132	4007812	SH	DEFI
NEXEN INC	COM	65334H102	5192	170000	SH	DEFI
NORTHROP GRUMMAN CORP	COM	666807102	22162	284122	SH	DEFI
NORTHWEST AIRLS CORP	COM	667280408	510	28672	SH	S
NOVARTIS A G	SPONSORED ADR	66987V109	15576	283404	SH	DEFI
NUCOR CORP	COM	670346105	2640	44400	SH	DEFI
NVIDIA CORP	COM	67066G104	3300	91073	SH	DEFI
NUVEEN INVTS INC	CL A	67090F106	3097	50000	SH	DEFI
OCCIDENTAL PETE CORP DEL	COM	674599105	79633	1242712	SH	DEFI
OFFICEMAX INC DEL	COM	67622P101	10385	303034	SH	DEFI
OMNICOM GROUP INC	COM	681919106	300948	6258022	SH	DEFI
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	1064	39365	SH	DEFI
ORACLE CORP	COM	68389X105	486968	22492769	SH	DEFI
ORBCOMM INC	COM	68555P100	15060	2000001	SH	S
O REILLY AUTOMOTIVE INC	COM	686091109	30823	922564	SH	DEFI
PG&E CORP	COM	69331C108	39615	828757	SH	DEFI
POSCO	SPONSORED ADR	693483109	1690	9455	SH	DEFI

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PPL CORP	COM	69351T106	19954	430964	SH	DEFI
PAN AMERICAN SILVER CORP	COM	697900108	31356	1084969	SH	DEFI
PAYCHEX INC	COM	704326107	365662	8918575	SH	DEFI
PEABODY ENERGY CORP	COM	704549104	18418	384754	SH	DEFI
PENN NATL GAMING INC	COM	707569109	7487	126861	SH	DEFI
PENNEY J C INC	COM	708160106	5957	94000	SH	DEFI
PEPSICO INC	COM	713448108	763503	10421827	SH	DEFI
PERKINELMER INC	COM	714046109	350	11976	SH	DEFI
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	266109	4112970	SH	DEFI
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	16521	218816	SH	DEFI
PFIZER INC	COM	717081103	214233	8769253	SH	DEFI
PHARMION CORP	COM	71715B409	16140	349800	SH	DEFI
PITNEY BOWES INC	COM	724479100	29735	654670	SH	DEFI
PORTLAND GEN ELEC CO	COM NEW	736508847	1803	64869	SH	S
POTASH CORP SASK INC	COM	73755L107	18383	173916	SH	DEFI
PRAXAIR INC	COM	74005P104	137099	1636804	SH	DEFI
PROCTER & GAMBLE CO	COM	742718109	646334	9188711	SH	DEFI
PROGRESS ENERGY INC	COM	743263105	10499	224089	SH	DEFI
PROLOGIS	SH BEN INT	743410102	11988	180676	SH	DEFI
PRUDENTIAL FINL INC	COM	744320102	14181	145326	SH	DEFI
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	34355	874619	SH	DEFI
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	2762	31390	SH	DEFI
QUALCOMM INC	COM	747525103	469493	11109631	SH	DEFI
QUEST DIAGNOSTICS INC	COM	74834L100	4296	74356	SH	DEFI
RAYONIER INC	COM	754907103	10945	227836	SH	DEFI
REDIFF COM INDIA LTD	SPONSORED ADR	757479100	9461	530000	SH	S
REGAL ENTMT GROUP	CL A	758766109	14194	646638	SH	DEFI
REGENT COMMUNICATIONS INC DE	COM	758865109	2893	1099998	SH	S
RESMED INC	COM	761152107	85016	1983111	SH	DEFI
RESTORE MEDICAL INC	COM	76128C100	1360	872069	SH	DEFI
ROCKWELL COLLINS INC	COM	774341101	15791	216197	SH	DEFI
ROTECH HEALTHCARE INC	COM	778669101	3010	2551156	SH	S
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3698	45000	SH	DEFI
SAIC INC	COM	78390X101	16404	854799	SH	DEFI
SL GREEN RLTY CORP	COM	78440X101	17530	150122	SH	DEFI
SPDR TR	UNIT SER 1	78462F103	1241	8131	SH	DEFI
SAFEWAY INC	COM NEW	786514208	5794	175000	SH	DEFI
ST JUDE MED INC	COM	790849103	4649	105491	SH	DEFI
SALESFORCE COM INC	COM	79466L302	33628	655260	SH	DEFI
SALLY BEAUTY HLDGS INC	COM	79546E104	3382	400239	SH	DEFI
SARA LEE CORP	COM	803111103	29978	1796191	SH	DEFI
SCANA CORP NEW	COM	80589M102	19125	493674	SH	DEFI
SCHERING PLOUGH CORP	COM	806605101	949	30000	SH	DEFI
SCHLUMBERGER LTD	COM	806857108	648142	6172780	SH	DEFI
SCHWAB CHARLES CORP NEW	COM	808513105	10024	464066	SH	DEFI
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	9474	276050	SH	DEFI
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	39864	970397	SH	DEFI
SIMON PPTY GROUP INC NEW	COM	828806109	4886	48864	SH	DEFI
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	15701	256389	SH	DEFI
SNAP ON INC	COM	833034101	337	6804	SH	DEFI
SOHU COM INC	COM	83408W103	15309	405974	SH	DEFI
SOUTHERN CO	COM	842587107	6484	178712	SH	DEFI
SOUTHWEST AIRLS CO	COM	844741108	24541	1658160	SH	DEFI
SOUTHWESTERN ENERGY CO	COM	845467109	20165	481837	SH	DEFI
SPECTRA ENERGY CORP	COM	847560109	2073	84685	SH	DEFI
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	17978	461697	SH	DEFI
SPRINT NEXTEL CORP	COM FON	852061100	31956	1681897	SH	DEFI
STANLEY WKS	COM	854616109	556	9897	SH	DEFI
STAPLES INC	COM	855030102	72487	3373074	SH	DEFI
STARBUCKS CORP	COM	855244109	713	27215	SH	DEFI
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	51400	846092	SH	DEFI
STATE STR CORP	COM	857477103	678170	9949676	SH	DEFI

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STERICYCLE INC	COM	858912108	4578	80088	SH	DEFI
STREETTRACKS GOLD TR	GOLD SHS	863307104	10654	144939	SH	DEFI
SUN MICROSYSTEMS INC	COM	866810104	14812	2635578	SH	DEFI
SUNCOR ENERGY INC	COM	867229106	41647	439272	SH	DEFI
SUNTRUST BKS INC	COM	867914103	104316	1378564	SH	DEFI
THQ INC	COM NEW	872443403	674	27000	SH	DEFI
TXU CORP	COM	873168108	3531	51566	SH	DEFI
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	57149	5647125	SH	DEFI
TARGET CORP	COM	87612E106	149362	2349568	SH	DEFI
TEMPUR PEDIC INTL INC	COM	88023U101	200	5596	SH	S
TESCO CORP	COM	88157K101	4090	150658	SH	DEFI
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	14583	327919	SH	DEFI
TEXAS INSTRS INC	COM	882508104	93778	2562937	SH	DEFI
TEXTRON INC	COM	883203101	350771	5638491	SH	DEFI
THERMO FISHER SCIENTIFIC INC	COM	883556102	73842	1279321	SH	DEFI
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	241	27922	SH	S
3M CO	COM	88579Y101	108857	1163253	SH	DEFI
THRESHOLD PHARMACEUTICAL INC	COM	885807107	71	79824	SH	DEFI
TIME WARNER INC	COM	887317105	171409	9335985	SH	DEFI
TIVO INC	COM	888706108	7536	1186814	SH	S
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	3506	30000	SH	DEFI
TRAVELERS COMPANIES INC	COM	89417E109	2869	57000	SH	DEFI
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	4773	224281	SH	DEFI
US BANCORP DEL	COM NEW	902973304	32144	988141	SH	DEFI
UNITED PARCEL SERVICE INC	CL B	911312106	3702	49300	SH	DEFI
UNITED TECHNOLOGIES CORP	COM	913017109	364142	4524631	SH	DEFI
UNITEDHEALTH GROUP INC	COM	91324P102	479075	9892113	SH	DEFI
UNIVERSAL HLTH SVCS INC	CL B	913903100	2862	52584	SH	DEFI
VALUEVISION MEDIA INC	CL A	92047K107	47811	6452194	SH	S
VAN KAMPEN SENIOR INCOME TR	COM	920961109	10496	1320300	SH	S
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	2186	40000	SH	DEFI
VASOGEN INC	COM NEW	92232F202	120	55555	SH	DEFI
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	1723	20000	SH	DEFI
VERIZON COMMUNICATIONS	COM	92343V104	113775	2569450	SH	DEFI
VERTEX PHARMACEUTICALS INC	COM	92532F100	19937	519065	SH	DEFI
VIACOM INC NEW	CL B	92553P201	16023	411174	SH	DEFI
VIACELL INC	COM	92554J105	343	72751	SH	S
VIRTUALSCOPICS INC	COM	928269109	1473	1218467	SH	S
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	92881	2558711	SH	DEFI
VORNADO RLTY TR	SH BEN INT	929042109	2723	24900	SH	DEFI
WACHOVIA CORP NEW	COM	929903102	35524	708345	SH	DEFI
WAL MART STORES INC	COM	931142103	74224	1700445	SH	DEFI
WALGREEN CO	COM	931422109	5905	125000	SH	DEFI
WASHINGTON MUT INC	COM	939322103	2834	80250	SH	DEFI
WEIGHT WATCHERS INTL INC NEW	COM	948626106	15762	273833	SH	DEFI
WELLPOINT INC	COM	94973V107	3946	50000	SH	DEFI
WELLS FARGO & CO NEW	COM	949746101	24826	696981	SH	DEFI
WESCO INTL INC	COM	95082P105	12704	295851	SH	DEFI
WESTERN UN CO	COM	959802109	489374	23336845	SH	DEFI
WEYERHAEUSER CO	COM	962166104	1808	25000	SH	DEFI
WHIRLPOOL CORP	COM	963320106	761	8536	SH	DEFI
WINDSTREAM CORP	COM	97381W104	2894	204928	SH	DEFI
WISCONSIN ENERGY CORP	COM	976657106	815	18094	SH	DEFI
WYETH	COM	983024100	366367	8223722	SH	DEFI
XCEL ENERGY INC	COM	98389B100	4610	214026	SH	DEFI
XEROX CORP	COM	984121103	1041	60059	SH	DEFI
YAHOO INC	COM	984332106	337779	12583495	SH	DEFI
ZARLINK SEMICONDUCTOR INC	COM	989139100	20	14509	SH	S
ZIMMER HLDGS INC	COM	98956P102	173777	2145666	SH	DEFI
ZIONS BANCORPORATION	COM	989701107	13124	191115	SH	DEFI