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EDWARDS A G INC
Form 13F-HR
November 14, 2006

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, 2006

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

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28-4192

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

/s/ Joseph G. Porter St. Louis, MO 11/13/06
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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

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

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

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 3

Form 13F Information Table Entry Total: 368

Form 13F Information Table Value Total: \$7,247,364
(thousands)

List of Other Included Managers:

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

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

| No. | Form 13F File Number | Name |
|-----|----------------------|---------------------------------|
| 1 | 28-3548 | A.G. Edwards & Sons, Inc. |
| 2 | 28-6731 | A.G. Edwards Trust Company FSB |
| 3 | 28-11624 | Gallatin Asset Management, Inc. |

| NAME OF ISSUER | -TITLE OF CLASS- | --CUSIP-- | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | -M |
|----------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|----|
| D AFLAC INC | COM | 001055102 | 1192 | 26050 | | | DEFINED | 01 |
| D AT&T INC | COM | 00206R102 | 2970 | 91232 | | | DEFINED | 01 |
| D ABBOTT LABORATORIES | COM | 002824100 | 9167 | 188788 | | | DEFINED | 01 |
| D ADESA INCORPORATED | COM | 00686U104 | 24554 | 1062475 | | | DEFINED | 01 |
| D ADVANCED MICRO DEVICES | COM | 007903107 | 768 | 30900 | | | DEFINED | 01 |
| D AETNA INC NEW | COM | 00817Y108 | 411 | 10381 | | | DEFINED | 01 |
| D AFFILIATED COMPUTER | COM | 008190100 | 443 | 8540 | | | DEFINED | 01 |
| D AFFILIATED MANAGERS | COM | 008252108 | 7226 | 72179 | | | DEFINED | 02 |
| D ALCOA INC | COM | 013817101 | 626 | 22339 | | | DEFINED | 01 |
| D ALEXANDRIA REAL ESTATE | COM | 015271109 | 3837 | 40905 | | | DEFINED | 01 |
| D ALLIANCEBERNSTEIN | COM | 01881G106 | 293 | 4248 | | | DEFINED | 01 |
| D ALLIED CAPITAL | COM | 01903Q108 | 208 | 6893 | | | DEFINED | 01 |
| D ALLSTATE CORP | COM | 020002101 | 1833 | 29224 | | | DEFINED | 01 |
| D ALTRIA GROUP INC | COM | 02209S103 | 1306 | 17067 | | | DEFINED | 01 |
| D AMBASSADORS GROUP INC | COM | 023177108 | 4112 | 145391 | | | DEFINED | 01 |
| D AMEREN CORPORATION | COM | 023608102 | 927 | 17565 | | | DEFINED | 02 |
| D AMERN CAP STRATEGIES | COM | 024937104 | 361 | 9148 | | | DEFINED | 01 |
| D AMERICAN EXPRESS COMPANY | COM | 025816109 | 31711 | 565454 | | | DEFINED | 01 |
| D AMERICAN FINANCIAL GROUP | COM | 025932104 | 306 | 6532 | | | DEFINED | 01 |
| D AMERICAN INTERNATIONAL | COM | 026874107 | 2251 | 33969 | | | DEFINED | 01 |
| D AMERICAN STANDARD | COM | 029712106 | 239 | 5686 | | | DEFINED | 01 |
| D AMERIPRISE FINANCIAL INC | COM | 03076C106 | 1737 | 37045 | | | DEFINED | 01 |
| D AMGEN INC | COM | 031162100 | 3092 | 43226 | | | DEFINED | 01 |

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| D ANADARKO PETROLEUM CORP | COM | 032511107 | 736 | 16800 | DEFINED | 01 |
| D ANHEUSER BUSCH COMPANIES | COM | 035229103 | 60911 | 1282066 | DEFINED | 01 |
| D ANNALY CAPITAL | COM | 035710409 | 16476 | 1253888 | DEFINED | 01 |
| D APACHE CORP | COM | 037411105 | 394 | 6235 | DEFINED | 01 |
| D APOLLO INVESTMENT CORP | COM | 03761U106 | 25456 | 1241146 | DEFINED | 02 |
| D APPLIED MATERIALS INC | COM | 038222105 | 232 | 13104 | DEFINED | 01 |
| D ATMOS ENERGY CORP | COM | 049560105 | 3907 | 136851 | DEFINED | 01 |
| D AUTOMATIC DATA PROCESSNG | COM | 053015103 | 11179 | 236136 | DEFINED | 01 |
| D AVERY DENNISON CORP | COM | 053611109 | 27375 | 454963 | DEFINED | 01 |
| D AVON PRODUCTS INC | COM | 054303102 | 9455 | 308395 | DEFINED | 01 |
| D BB&T CORP | COM | 054937107 | 308 | 7037 | DEFINED | 01 |
| D BP PLC | COM | 055622104 | 25953 | 395742 | DEFINED | 01 |
| D BAKER HUGHES INC | COM | 057224107 | 441 | 6469 | DEFINED | 01 |
| D BANK OF AMERICA CORP | COM | 060505104 | 6467 | 120725 | DEFINED | 01 |
| D BAXTER INTL INC | COM | 071813109 | 561 | 12337 | DEFINED | 01 |
| D BECTON DICKINSON & | COM | 075887109 | 291 | 4123 | DEFINED | 01 |
| D BED BATH & BEYOND INC | COM | 075896100 | 1573 | 41110 | DEFINED | 01 |
| D BELLSOUTH CORP | COM | 079860102 | 989 | 23135 | DEFINED | 01 |
| D BEMIS COMPANY INC | COM | 081437105 | 304 | 9251 | DEFINED | 01 |
| D BERKSHIRE HATHAWAY INC | COM | 084670108 | 383 | 4 | DEFINED | 02 |
| D BERKSHIRE HATHAWAY INC | COM | 084670207 | 45785 | 14425 | DEFINED | 01 |
| D BIOMET INC | COM | 090613100 | 11182 | 347376 | DEFINED | 01 |
| D BLOCK H & R INC | COM | 093671105 | 234 | 10785 | DEFINED | 01 |
| D BOEING COMPANY | COM | 097023105 | 796 | 10095 | DEFINED | 01 |
| D BOSTON SCIENTIFIC CORP | COM | 101137107 | 396 | 26793 | DEFINED | 01 |
| D BRISTOL MYERS SQUIBB | COM | 110122108 | 745 | 29895 | DEFINED | 01 |
| D BROWN & BROWN INC | COM | 115236101 | 4561 | 149237 | DEFINED | 01 |
| D BURLINGTON NTHRN SANTA | COM | 12189T104 | 6802 | 92621 | DEFINED | 01 |
| D CBL & ASSOC PPTYS INC | COM | 124830100 | 3828 | 91331 | DEFINED | 01 |
| D C P I CORP | COM | 125902106 | 12580 | 259177 | DEFINED | 01 |
| D CADBURY SCHWEPPEES PLC | COM | 127209302 | 50759 | 1186783 | DEFINED | 01 |
| D CALIFORNIA PIZZA | COM | 13054D109 | 3588 | 119891 | DEFINED | 02 |
| D CANADIAN IMPERIAL BANK | COM | 136069101 | 303 | 4001 | DEFINED | 01 |
| D CANADIAN NATURAL | COM | 136385101 | 766 | 16801 | DEFINED | 01 |
| D CAPITAL ONE FINL CORP | COM | 14040H105 | 1131 | 14378 | DEFINED | 01 |
| D CARDICA INC | COM | 14141R101 | 197 | 47017 | DEFINED | 01 |
| D CARDINAL HEALTH INC | COM | 14149Y108 | 534 | 8121 | DEFINED | 01 |
| D CASS INFORMATION | COM | 14808P109 | 1211 | 36589 | DEFINED | 01 |
| D CATERPILLAR INC | COM | 149123101 | 1303 | 19797 | DEFINED | 01 |
| D CELL GENESYS INC | COM | 150921104 | 48 | 10511 | DEFINED | 01 |
| D CEMEX S A B DE CV SPONS | COM | 151290889 | 1211 | 40260 | DEFINED | 01 |
| D CHEVRON CORP | COM | 166764100 | 65891 | 1015902 | DEFINED | 01 |
| D CINCINNATI | COM | 172062101 | 4366 | 90732 | DEFINED | 01 |
| D CISCO SYSTEMS INC | COM | 17275R102 | 4715 | 205174 | DEFINED | 01 |
| D CINTAS CORP | COM | 172908105 | 235 | 5756 | DEFINED | 01 |
| D CITIGROUP INC | COM | 172967101 | 3885 | 78213 | DEFINED | 01 |
| D CLEAR CHANNEL | COM | 184502102 | 17773 | 616042 | DEFINED | 01 |
| D CLOROX COMPANY | COM | 189054109 | 4084 | 64827 | DEFINED | 01 |
| D COCA-COLA COMPANY | COM | 191216100 | 4279 | 95781 | DEFINED | 01 |
| D COLE KENNETH PRODCNTNS A | COM | 193294105 | 4778 | 196081 | DEFINED | 01 |
| D COLGATE-PALMOLIVE | COM | 194162103 | 6073 | 97791 | DEFINED | 01 |
| D COMCAST CORP CLASS A NEW | COM | 20030N101 | 317 | 8596 | DEFINED | 01 |
| D COMCAST CORP NEW CLASS A | COM | 20030N200 | 4037 | 109672 | DEFINED | 01 |
| D COMMERCE BANCORP INC | COM | 200519106 | 4099 | 111661 | DEFINED | 01 |
| D COMMERCE BANCSHARES INC | COM | 200525103 | 3832 | 75769 | DEFINED | 01 |
| D CONAGRA FOODS INC | COM | 205887102 | 21174 | 864953 | DEFINED | 01 |
| D CONOCOPHILLIPS | COM | 20825C104 | 7918 | 133009 | DEFINED | 01 |
| D CONSOLIDATED EDISON INC | COM | 209115104 | 1431 | 30967 | DEFINED | 01 |
| D CORPORATE OFFICE PPTYS | COM | 22002T108 | 4045 | 90379 | DEFINED | 01 |
| D DANAHER CORP | COM | 235851102 | 418 | 6080 | DEFINED | 01 |
| D DAWSON GEOPHYSICAL | COM | 239359102 | 297 | 10000 | DEFINED | 01 |
| D DEAN FOODS COMPANY NEW | COM | 242370104 | 294 | 6996 | DEFINED | 01 |

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|----------------------------|-----|-----------|-------|--------|---------|----|
| D DELTA & PINE LAND | COM | 247357106 | 5272 | 130183 | DEFINED | 01 |
| D DENTSPLY INTERNATIONAL | COM | 249030107 | 1404 | 46637 | DEFINED | 01 |
| D DEVELOPERS DIVERSIFIED | COM | 251591103 | 4173 | 74846 | DEFINED | 01 |
| D DEVON ENERGY CORPORATION | COM | 25179M103 | 3391 | 53690 | DEFINED | 01 |
| D DIAGEO PLC NEW SPN ADR | COM | 25243Q205 | 67631 | 952012 | DEFINED | 01 |
| D DIAMONDS TR UNIT SER 1 | COM | 252787106 | 767 | 6570 | DEFINED | 01 |
| D DISNEY WALT COMPANY | COM | 254687106 | 527 | 17036 | DEFINED | 01 |
| D DOMINION RES INC VA NEW | COM | 25746U109 | 2094 | 27371 | DEFINED | 01 |
| D DONALDSON COMPANY INC | COM | 257651109 | 1168 | 31655 | DEFINED | 01 |
| D DOW CHEMICAL COMPANY | COM | 260543103 | 904 | 23204 | DEFINED | 01 |
| D DU PONT E.I.DE NEMOUR | COM | 263534109 | 379 | 8857 | DEFINED | 01 |
| D DUKE ENERGY CORP NEW | COM | 26441C105 | 447 | 14804 | DEFINED | 01 |
| D E M C CORP MASS | COM | 268648102 | 351 | 29340 | DEFINED | 01 |
| D EATON CORP | COM | 278058102 | 687 | 9982 | DEFINED | 01 |
| D EATON VANCE CORP | COM | 278265103 | 4309 | 149306 | DEFINED | 01 |
| D A G EDWARDS INC | COM | 281760108 | 3408 | 63958 | DEFINED | 01 |
| D EMERSON ELECTRIC COMPANY | COM | 291011104 | 22670 | 270335 | DEFINED | 01 |
| D ENERGEN CORPORATION | COM | 29265N108 | 4128 | 98589 | DEFINED | 01 |
| D ENERGIZER HLDGS INC | COM | 29266R108 | 6740 | 93625 | DEFINED | 02 |
| D ENERGY TRANSFER PARTNERS | COM | 29273R109 | 520 | 11215 | DEFINED | 01 |
| D ENERPLUS RESOURCES FUND | COM | 29274D604 | 21536 | 428243 | DEFINED | 01 |
| D ENTERCOM COMMNS CORP | COM | 293639100 | 19357 | 768133 | DEFINED | 01 |
| D ENTERGY CORP NEW | COM | 29364G103 | 275 | 3516 | DEFINED | 01 |
| D ERICSSON L M TEL COMPANY | COM | 294821608 | 205 | 5956 | DEFINED | 01 |
| D EURONET WORLDWIDE INC | COM | 298736109 | 207 | 8448 | DEFINED | 01 |
| D EXELON CORPORATION | COM | 30161N101 | 389 | 6420 | DEFINED | 01 |
| D EXPEDITORS INTERNATIONAL | COM | 302130109 | 2073 | 46510 | DEFINED | 01 |
| D EXXON MOBIL CORP | COM | 30231G102 | 64669 | 963767 | DEFINED | 01 |
| D FPL GROUP INC | COM | 302571104 | 4658 | 103517 | DEFINED | 01 |
| D FACTSET RESEARCH SYSTEMS | COM | 303075105 | 1540 | 31708 | DEFINED | 01 |
| D FEDL HOME LOAN MTG CORP | COM | 313400301 | 703 | 10601 | DEFINED | 01 |
| D FANNIE MAE | COM | 313586109 | 1537 | 27499 | DEFINED | 01 |
| D FEDEX CORPORATION | COM | 31428X106 | 1237 | 11381 | DEFINED | 01 |
| D FIFTH THIRD BANCORP | COM | 316773100 | 825 | 21666 | DEFINED | 01 |
| D FINANCIAL FED CORP | COM | 317492106 | 17665 | 659124 | DEFINED | 01 |
| D FIRST DATA CORP | COM | 319963104 | 22214 | 971314 | DEFINED | 01 |
| D FISERV INC | COM | 337738108 | 1566 | 33257 | DEFINED | 01 |
| D FORD MOTOR COMPANY NEW | COM | 345370860 | 96 | 11914 | DEFINED | 01 |
| D FORTUNE BRANDS INC | COM | 349631101 | 983 | 13087 | DEFINED | 01 |
| D FORWARD AIR CORP | COM | 349853101 | 6531 | 197360 | DEFINED | 01 |
| D FRANKLIN ELECTRIC | COM | 353514102 | 251 | 4728 | DEFINED | 01 |
| D FRANKLIN RESOURCES INC | COM | 354613101 | 264 | 2494 | DEFINED | 01 |
| D GANNETT COMPANY INC DE | COM | 364730101 | 301 | 5291 | DEFINED | 01 |
| D GENERAL DYNAMICS | COM | 369550108 | 349 | 4866 | DEFINED | 01 |
| D GENERAL ELECTRIC COMPANY | COM | 369604103 | 25753 | 729544 | DEFINED | 01 |
| D GENERAL MILLS INC | COM | 370334104 | 1666 | 29437 | DEFINED | 01 |
| D GEOMET INC | COM | 37250U201 | 136 | 14421 | DEFINED | 01 |
| D GLADSTONE CAPITAL CORP | COM | 376535100 | 8907 | 404695 | DEFINED | 01 |
| D GLADSTONE COMMERCIAL | COM | 376536108 | 3739 | 185998 | DEFINED | 01 |
| D GLAXOSMITHKLINE PLC | COM | 37733W105 | 18093 | 339903 | DEFINED | 01 |
| D GOLDMAN SACHS GROUP INC | COM | 38141G104 | 213 | 1262 | DEFINED | 01 |
| D H&Q HEALTHCARE INVESTORS | COM | 404052102 | 222 | 13246 | DEFINED | 01 |
| D HARLEY DAVIDSON INC | COM | 412822108 | 12357 | 196925 | DEFINED | 01 |
| D HARMAN INTERNATIONAL | COM | 413086109 | 684 | 8196 | DEFINED | 01 |
| D HARTFORD FINL SVCS GROUP | COM | 416515104 | 904 | 10424 | DEFINED | 01 |
| D HEALTH CARE REIT INC | COM | 42217K106 | 225 | 5620 | DEFINED | 01 |
| D HEARST ARGYLE | COM | 422317107 | 631 | 27494 | DEFINED | 01 |
| D HEARTLAND EXPRESS INC | COM | 422347104 | 12304 | 784710 | DEFINED | 01 |
| D HEINZ HJ COMPANY | COM | 423074103 | 3122 | 74455 | DEFINED | 01 |
| D HENRY JACK & ASSOC INC | COM | 426281101 | 202 | 9269 | DEFINED | 01 |
| D HERSHEY COMPANY | COM | 427866108 | 14699 | 275010 | DEFINED | 01 |
| D HEWLETT-PACKARD COMPANY | COM | 428236103 | 230 | 6260 | DEFINED | 01 |

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|---------------------------|-----|-----------|--------|---------|---------|----|
| D HILTON HOTELS CORP | COM | 432848109 | 1307 | 46939 | DEFINED | 01 |
| D HOME DEPOT INC | COM | 437076102 | 6742 | 185880 | DEFINED | 01 |
| D HONDA MOTOR LTD NEW | COM | 438128308 | 297 | 8829 | DEFINED | 01 |
| D HONEYWELL INTL INC | COM | 438516106 | 443 | 10826 | DEFINED | 01 |
| D ISTAR FINANCIAL INC | COM | 45031U101 | 22257 | 533732 | DEFINED | 01 |
| D ILLINOIS TOOL WORKS INC | COM | 452308109 | 34068 | 758759 | DEFINED | 01 |
| D IMPERIAL OIL LTD NEW | COM | 453038408 | 1510 | 45001 | DEFINED | 01 |
| D INDYMAC BANCORP INC | COM | 456607100 | 255 | 6201 | DEFINED | 01 |
| D INERGY | COM | 456615103 | 223 | 8201 | DEFINED | 01 |
| D INFOSYS TECHNOLOGY | COM | 456788108 | 1851 | 38789 | DEFINED | 01 |
| D INTEL CORP | COM | 458140100 | 3810 | 185239 | DEFINED | 01 |
| D INTERNATIONAL BUSINESS | COM | 459200101 | 6677 | 81484 | DEFINED | 01 |
| D INTRNTL SPEEDWAY CORP | COM | 460335201 | 9971 | 200066 | DEFINED | 01 |
| D IRON MOUNTAIN INC DE | COM | 462846106 | 4301 | 100174 | DEFINED | 02 |
| D ISHARES INC | COM | 464286202 | 11771 | 372224 | DEFINED | 01 |
| D ISHARES INC | COM | 464286509 | 10842 | 451753 | DEFINED | 01 |
| D ISHARES INC | COM | 464286673 | 11488 | 1231255 | DEFINED | 01 |
| D ISHARES INC | COM | 464286772 | 11589 | 250580 | DEFINED | 01 |
| D ISHARES MSCI NETHRLANDS | COM | 464286814 | 11995 | 477905 | DEFINED | 01 |
| D ISHARES INC | COM | 464286822 | 12939 | 299450 | DEFINED | 01 |
| D ISHARES INC MSCI JAPAN | COM | 464286848 | 164 | 12144 | DEFINED | 01 |
| D ISHARES MSCI HONG KONG | COM | 464286871 | 11212 | 794061 | DEFINED | 01 |
| D ISHARES DOW JONES | COM | 464287168 | 3595 | 54124 | DEFINED | 01 |
| D ISHARES TR | COM | 464287176 | 8196 | 81032 | DEFINED | 01 |
| D ISHARES TRUST | COM | 464287192 | 1200 | 14988 | DEFINED | 01 |
| D ISHARES TR | COM | 464287200 | 721299 | 5392890 | DEFINED | 01 |
| D ISHARES LEHMAN AGGREGAT | COM | 464287226 | 10307 | 102907 | DEFINED | 01 |
| D ISHARES TR MSCI | COM | 464287234 | 944 | 9761 | DEFINED | 01 |
| D ISHARES TR GOLDMAN | COM | 464287242 | 306023 | 2864579 | DEFINED | 01 |
| D ISHARES TR S&P GLOBAL* | COM | 464287275 | 470 | 8140 | DEFINED | 01 |
| D ISHARES S&P 500 GROWTH | COM | 464287309 | 124983 | 2025640 | DEFINED | 01 |
| D ISHARES TR GOLDMN SACHS | COM | 464287374 | 1026 | 11024 | DEFINED | 01 |
| D ISHARES S&P 500 VALUE | COM | 464287408 | 123978 | 1726479 | DEFINED | 01 |
| D ISHARES TR 20+ TREAS | COM | 464287432 | 15993 | 178909 | DEFINED | 01 |
| D ISHARES TR 7 10YR TREAS | COM | 464287440 | 66077 | 795344 | DEFINED | 01 |
| D ISHARES TR 1 3 YR TREAS | COM | 464287457 | 146735 | 1826427 | DEFINED | 01 |
| D I SHARES TRUST MSCI | COM | 464287465 | 384853 | 5680486 | DEFINED | 01 |
| D ISHARES TR | COM | 464287473 | 855 | 6282 | DEFINED | 01 |
| D ISHARES TR | COM | 464287507 | 57528 | 762572 | DEFINED | 01 |
| D ISHARES TR | COM | 464287549 | 3562 | 74083 | DEFINED | 01 |
| D ISHARES TR | COM | 464287564 | 1217 | 13263 | DEFINED | 01 |
| D ISHARES TR | COM | 464287580 | 5726 | 91532 | DEFINED | 01 |
| D ISHARES TR | COM | 464287598 | 740 | 9605 | DEFINED | 01 |
| D ISHARES S&P MIDCAP 400 | COM | 464287606 | 247898 | 3288213 | DEFINED | 01 |
| D ISHARES TR | COM | 464287614 | 364 | 6991 | DEFINED | 01 |
| D ISHARES TR | COM | 464287630 | 859 | 11646 | DEFINED | 01 |
| D ISHARES TRUST | COM | 464287648 | 242 | 3341 | DEFINED | 01 |
| D ISHARES TR | COM | 464287697 | 77449 | 934467 | DEFINED | 01 |
| D ISHARES S&P MIDCAP 400 | COM | 464287705 | 249594 | 3372889 | DEFINED | 01 |
| D ISHARES TR | COM | 464287713 | 127461 | 4604819 | DEFINED | 01 |
| D ISHARES TR | COM | 464287721 | 9562 | 186221 | DEFINED | 03 |
| D ISHARES TR DOW JONES US | COM | 464287739 | 1902 | 24654 | DEFINED | 01 |
| D ISHARES TR DOW JONES US | COM | 464287754 | 12449 | 202987 | DEFINED | 01 |
| D ISHARES TR DOW JONES US | COM | 464287762 | 229996 | 3510317 | DEFINED | 01 |
| D ISHARES TR DOW JONES US | COM | 464287770 | 1176 | 9289 | DEFINED | 01 |
| D ISHARES TR | COM | 464287788 | 15740 | 141805 | DEFINED | 01 |
| D ISHARES TR DOW JONES US | COM | 464287796 | 5132 | 55330 | DEFINED | 01 |
| D ISHARES TR | COM | 464287804 | 11381 | 185695 | DEFINED | 01 |
| D ISHARES TR | COM | 464287812 | 20405 | 359996 | DEFINED | 01 |
| D ISHARES TR | COM | 464287838 | 1207 | 22627 | DEFINED | 01 |
| D ISHARES S&P SMALLCAP | COM | 464287879 | 15320 | 219638 | DEFINED | 01 |
| D ISHARES S&P SMALLCAP | COM | 464287887 | 14937 | 124994 | DEFINED | 01 |

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|----------------------------|-----|-----------|-------|---------|---------|----|
| D JPMORGAN CHASE & | COM | 46625H100 | 1470 | 31298 | DEFINED | 01 |
| D JABIL CIRCUIT INC | COM | 466313103 | 249 | 8727 | DEFINED | 01 |
| D JOHNSON & JOHNSON | COM | 478160104 | 71863 | 1106605 | DEFINED | 01 |
| D JOHNSON CONTROLS INC | COM | 478366107 | 431 | 6008 | DEFINED | 01 |
| D KELLOGG COMPANY | COM | 487836108 | 761 | 15369 | DEFINED | 01 |
| D KIMBERLY-CLARK CORP | COM | 494368103 | 1793 | 27440 | DEFINED | 01 |
| D KIMCO REALTY CORP | COM | 49446R109 | 4235 | 98778 | DEFINED | 01 |
| D KOHL'S CORP | COM | 500255104 | 1874 | 28860 | DEFINED | 01 |
| D KRAFT FOODS CL A | COM | 50075N104 | 4263 | 119551 | DEFINED | 01 |
| D LACLEDE GROUP INC | COM | 505597104 | 282 | 8787 | DEFINED | 01 |
| D LAM RESEARCH CORP | COM | 512807108 | 541 | 11943 | DEFINED | 01 |
| D LANDAUER INC | COM | 51476K103 | 5911 | 116479 | DEFINED | 01 |
| D LEGGETT&PLATT INC COM | COM | 524660107 | 4155 | 166014 | DEFINED | 01 |
| D LEHMAN BROTHERS HOLDINGS | COM | 524908100 | 402 | 5446 | DEFINED | 01 |
| D LIBERTY MEDIA HOLDING | COM | 53071M104 | 548 | 26894 | DEFINED | 01 |
| D LIBERTY MEDIA HOLDING | COM | 53071M302 | 443 | 5296 | DEFINED | 01 |
| D LILLY ELI & COMPANY | COM | 532457108 | 12969 | 227530 | DEFINED | 01 |
| D LINCOLN NATIONAL CORP | COM | 534187109 | 652 | 10497 | DEFINED | 01 |
| D LOWES COMPANIES INC | COM | 548661107 | 2694 | 96013 | DEFINED | 01 |
| D LUCENT TECHNOLOGIES INC | COM | 549463107 | 118 | 50458 | DEFINED | 01 |
| D MDU RESOURCES GROUP INC | COM | 552690109 | 3730 | 166988 | DEFINED | 01 |
| D MARATHON OIL CORP | COM | 565849106 | 376 | 4886 | DEFINED | 01 |
| D MARTEL CORP | COM | 570535104 | 28897 | 70368 | DEFINED | 02 |
| D MCDONALDS CORP | COM | 580135101 | 10601 | 270976 | DEFINED | 01 |
| D MEDCO HEALTH SOLUTIONS | COM | 58405U102 | 440 | 7323 | DEFINED | 01 |
| D MEDICAL ACTION INDS INC | COM | 58449L100 | 4530 | 168481 | DEFINED | 02 |
| D MEDTRONIC INC | COM | 585055106 | 3119 | 67170 | DEFINED | 01 |
| D MERCK & COMPANY INC | COM | 589331107 | 6587 | 157209 | DEFINED | 01 |
| D MERCURY GENERAL CORP NEW | COM | 589400100 | 23100 | 465623 | DEFINED | 01 |
| D MERRILL LYNCH & | COM | 590188108 | 274 | 3501 | DEFINED | 01 |
| D MICROSOFT CORP | COM | 594918104 | 66038 | 2414544 | DEFINED | 01 |
| D MIDCAP SPDR TR | COM | 595635103 | 8614 | 62562 | DEFINED | 01 |
| D MONSANTO COMPANY NEW | COM | 61166W101 | 2004 | 42625 | DEFINED | 01 |
| D MOTOROLA INCORPORATED | COM | 620076109 | 368 | 14707 | DEFINED | 01 |
| D NASDAQ STOCK MARKET INC | COM | 631103108 | 395 | 13050 | DEFINED | 01 |
| D NATIONAL FUEL GAS | COM | 636180101 | 4119 | 113323 | DEFINED | 01 |
| D NATIONWIDE FINANCIAL | COM | 638612101 | 284 | 5903 | DEFINED | 01 |
| D NETWORK APPLIANCE INC | COM | 64120L104 | 406 | 10972 | DEFINED | 01 |
| D NOKIA CORPORATION | COM | 654902204 | 806 | 40918 | DEFINED | 01 |
| D NORDSTROM INC | COM | 655664100 | 940 | 22217 | DEFINED | 01 |
| D NORFOLK SOUTHERN CORP | COM | 655844108 | 5009 | 113706 | DEFINED | 01 |
| D NORTHERN TRUST CORP | COM | 665859104 | 339 | 5801 | DEFINED | 01 |
| D NORTHWESTERN CORPORATION | COM | 668074305 | 28623 | 818255 | DEFINED | 01 |
| D NOVARTIS AG | COM | 66987V109 | 8648 | 147978 | DEFINED | 01 |
| D NUVEEN PREFERRED & | COM | 67073D102 | 140 | 10210 | DEFINED | 01 |
| D OGE ENERGY CORP | COM | 670837103 | 260 | 7206 | DEFINED | 01 |
| D NUVEEN TAX ADVANTAGED | COM | 67090H102 | 266 | 10906 | DEFINED | 01 |
| D OCCIDENTAL PETRO CORP | COM | 674599105 | 799 | 16600 | DEFINED | 01 |
| D OFFICEMAX INC DE | COM | 67622P101 | 754 | 18500 | DEFINED | 01 |
| D ONEOK PARTNERS | COM | 68268N103 | 688 | 12237 | DEFINED | 01 |
| D ORACLE CORP | COM | 68389X105 | 392 | 22105 | DEFINED | 01 |
| D OREGON STEEL MILLS INC | COM | 686079104 | 282 | 5778 | DEFINED | 01 |
| D O REILLY AUTOMOTIVE INC | COM | 686091109 | 1371 | 41284 | DEFINED | 01 |
| D PATTERSON COMPANIES INC | COM | 703395103 | 9941 | 295762 | DEFINED | 02 |
| D PAYCHEX INC | COM | 704326107 | 3851 | 104513 | DEFINED | 01 |
| D PENNEY J C COMPANY INC | COM | 708160106 | 1693 | 24759 | DEFINED | 01 |
| D PEPSI BOTTLING GROUP INC | COM | 713409100 | 229 | 6438 | DEFINED | 01 |
| D PEPSICO INC | COM | 713448108 | 70095 | 1074091 | DEFINED | 01 |
| D PFIZER INCORPORATED | COM | 717081103 | 58613 | 2066747 | DEFINED | 01 |
| D PIEDMONT NATURAL GAS | COM | 720186105 | 3899 | 154033 | DEFINED | 01 |
| D PIMCO HIGH INCOME FUND | COM | 722014107 | 196 | 12444 | DEFINED | 01 |
| D PLUM CREEK TIMBER | COM | 729251108 | 15780 | 463572 | DEFINED | 01 |

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|----------------------------|-----|-----------|--------|----------|---------|----|
| D POLARIS INDUSTRIES INC | COM | 731068102 | 3375 | 82005 | DEFINED | 01 |
| D PROCTER & GAMBLE COMPANY | COM | 742718109 | 24822 | 400483 | DEFINED | 01 |
| D PROGRESS ENERGY INC | COM | 743263105 | 292 | 6430 | DEFINED | 01 |
| D PRUDENTIAL FINANCIAL INC | COM | 744320102 | 1900 | 24922 | DEFINED | 01 |
| D RALCORP HOLDINGS INC NEW | COM | 751028101 | 1273 | 26387 | DEFINED | 01 |
| D RAYONIER INC | COM | 754907103 | 25105 | 664153 | DEFINED | 01 |
| D REGIONS FINANCIAL | COM | 7591EP100 | 268 | 7289 | DEFINED | 01 |
| D RESMED INC | COM | 761152107 | 1523 | 37830 | DEFINED | 01 |
| D ROBERT HALF INTL INC | COM | 770323103 | 220 | 6472 | DEFINED | 01 |
| D ROCKWELL AUTOMATION INC | COM | 773903109 | 856 | 14738 | DEFINED | 01 |
| D ROCKWELL COLLINS INC DE | COM | 774341101 | 1194 | 21776 | DEFINED | 01 |
| D ROSS STORES INC | COM | 778296103 | 4838 | 190414 | DEFINED | 01 |
| D ROYAL BANK CANADA | COM | 780087102 | 461 | 10364 | DEFINED | 01 |
| D ROYAL DUTCH SHELL PLC | COM | 780259206 | 5485 | 82982 | DEFINED | 01 |
| D RUBY TUESDAY INC | COM | 781182100 | 1372 | 48676 | DEFINED | 01 |
| D SLM CORP | COM | 78442P106 | 511 | 9841 | DEFINED | 01 |
| D STANDARD & POORS | COM | 78462F103 | 68119 | 509953 | DEFINED | 01 |
| D ST MARY LAND & | COM | 792228108 | 3761 | 102460 | DEFINED | 01 |
| D SARA LEE CORP | COM | 803111103 | 175 | 10865 | DEFINED | 01 |
| D SCANA CORP NEW | COM | 80589M102 | 4203 | 104381 | DEFINED | 01 |
| D SCHERING PLOUGH CORP | COM | 806605101 | 978 | 44253 | DEFINED | 01 |
| D SCHLUMBERGER LTD | COM | 806857108 | 475 | 7664 | DEFINED | 01 |
| D SCOTTS MIRACLE-GRO CO | COM | 810186106 | 5911 | 132860 | DEFINED | 01 |
| D SCRIPPS E W CO CL A NEW | COM | 811054204 | 2674 | 55795 | DEFINED | 01 |
| D SECTOR SPDR TR SHS BEN | COM | 81369Y100 | 2412 | 76224 | DEFINED | 02 |
| D SECTOR SPDR TR SHS BEN | COM | 81369Y209 | 209930 | 6325094 | DEFINED | 01 |
| D SECTOR SPDR TR SHS BEN | COM | 81369Y308 | 327462 | 12902371 | DEFINED | 01 |
| D SECTOR SPDR TR SBI | COM | 81369Y407 | 148100 | 4237470 | DEFINED | 01 |
| D SECTOR SPDR TR SBI | COM | 81369Y506 | 185258 | 3465997 | DEFINED | 01 |
| D SECTOR SPDR TR SBI | COM | 81369Y605 | 385313 | 11129785 | DEFINED | 01 |
| D SECTOR SPDR TR SBI | COM | 81369Y704 | 252672 | 7578638 | DEFINED | 01 |
| D SECTOR SPDR TR SBI | COM | 81369Y803 | 308931 | 14042330 | DEFINED | 01 |
| D SECTOR SPDR TR SBI | COM | 81369Y886 | 1702 | 50070 | DEFINED | 01 |
| D SIGMA ALDRICH CORP | COM | 826552101 | 25078 | 331410 | DEFINED | 01 |
| D SKYWEST INC | COM | 830879102 | 267 | 10880 | DEFINED | 01 |
| D SMITH & NEPHEW PLC NEW | COM | 83175M205 | 13077 | 285334 | DEFINED | 01 |
| D SNAP ON INC | COM | 833034101 | 17675 | 396742 | DEFINED | 01 |
| D SOUTH JERSEY IND INC | COM | 838518108 | 3943 | 131820 | DEFINED | 01 |
| D SOUTHERN COMPANY | COM | 842587107 | 23340 | 677305 | DEFINED | 01 |
| D SPRINT NEXTEL CORP | COM | 852061100 | 233 | 13564 | DEFINED | 01 |
| D STATE STREET CORP | COM | 857477103 | 4810 | 77090 | DEFINED | 01 |
| D STEEL DYNAMICS INC | COM | 858119100 | 225 | 4454 | DEFINED | 01 |
| D STORA ENSO CORP | COM | 86210M106 | 1027 | 67937 | DEFINED | 01 |
| D STREETTRACKS GOLD TRUST | COM | 863307104 | 214 | 3602 | DEFINED | 01 |
| D STREETTRACKS DOW JONES | COM | 86330E604 | 9149 | 111368 | DEFINED | 01 |
| D STRYKER CORP | COM | 863667101 | 2098 | 42303 | DEFINED | 01 |
| D SUN MICROSYSTEMS INC | COM | 866810104 | 136 | 27534 | DEFINED | 01 |
| D SYSCO CORPORATION | COM | 871829107 | 6022 | 180038 | DEFINED | 01 |
| D TCF FINANCIAL CORP | COM | 872275102 | 44987 | 1711166 | DEFINED | 01 |
| D TEPPCO PRTNRS UT INT | COM | 872384102 | 203 | 5460 | DEFINED | 01 |
| D TXU CORP | COM | 873168108 | 334 | 5347 | DEFINED | 01 |
| D TARGET CORP | COM | 87612E106 | 14302 | 258867 | DEFINED | 01 |
| D TEVA PHARMACEUTICAL | COM | 881624209 | 282 | 8270 | DEFINED | 01 |
| D TEXAS INSTRUMENTS INC | COM | 882508104 | 720 | 21645 | DEFINED | 01 |
| D 3M COMPANY | COM | 88579Y101 | 36113 | 485255 | DEFINED | 01 |
| D TIME WARNER INC NEW | COM | 887317105 | 252 | 13841 | DEFINED | 01 |
| D TRANSCANADA CORP | COM | 89353D107 | 346 | 11001 | DEFINED | 01 |
| D TRIBUNE CO NEW 10/83 | COM | 896047107 | 2102 | 64234 | DEFINED | 01 |
| D U S BANCORP DE NEW | COM | 902973304 | 1589 | 47830 | DEFINED | 01 |
| D UNILEVER PLC | COM | 904767704 | 267 | 10771 | DEFINED | 01 |
| D UNION PACIFIC CORP | COM | 907818108 | 614 | 6977 | DEFINED | 01 |
| D UNITED TECHNOLOGIES CORP | COM | 913017109 | 9270 | 146336 | DEFINED | 01 |

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|----------------------------|-----|------------------|-------|-----------|---------|-----------------|
| D VANGUARD SECTOR INDEX | COM | 92204A108 | 2356 | 42510 | DEFINED | 03 |
| D VANGUARD WORLD FUNDS | COM | 92204A207 | 7308 | 117652 | DEFINED | 01 |
| D VANGUARD WORLD FUNDS | COM | 92204A306 | 10868 | 139518 | DEFINED | 01 |
| D VANGUARD WORLD FUNDS | COM | 92204A405 | 5956 | 96865 | DEFINED | 01 |
| D VANGUARD WORLD FUNDS | COM | 92204A603 | 6708 | 108645 | DEFINED | 03 |
| D VANGUARD WORLD FUNDS | COM | 92204A702 | 8710 | 176146 | DEFINED | 03 |
| D VARIAN MEDICAL SYSTEMS | COM | 92220P105 | 5453 | 102141 | DEFINED | 01 |
| D VECTREN CORP | COM | 92240G101 | 16703 | 622097 | DEFINED | 01 |
| D VANGUARD INDEX FUNDS | COM | 922908553 | 1772 | 24643 | DEFINED | 01 |
| D VERIZON COMMUNICATIONS | COM | 92343V104 | 4316 | 116248 | DEFINED | 01 |
| D WPS RESOURCES CORP | COM | 92931B106 | 253 | 5102 | DEFINED | 01 |
| D WACHOVIA CORP NEW | COM | 929903102 | 6447 | 115542 | DEFINED | 01 |
| D WAL-MART STORES INC | COM | 931142103 | 51109 | 1036267 | DEFINED | 01 |
| D WALGREEN COMPANY | COM | 931422109 | 6647 | 149734 | DEFINED | 01 |
| D WASHINGTON MUTUAL INC | COM | 939322103 | 252 | 5795 | DEFINED | 01 |
| D WASTE MANAGEMENT INC DEL | COM | 94106L109 | 260 | 7080 | DEFINED | 01 |
| D WATERS CORP | COM | 941848103 | 25044 | 553082 | DEFINED | 02 |
| D WEIGHT WATCHERS INTL INC | COM | 948626106 | 15880 | 358133 | DEFINED | 01 |
| D WELLPOINT INC | COM | 94973V107 | 1856 | 24089 | DEFINED | 01 |
| D WELLS FARGO & CO NEW | COM | 949746101 | 54156 | 1496837 | DEFINED | 01 |
| D WESCO FINANCIAL CORP | COM | 950817106 | 4555 | 10425 | DEFINED | 01 |
| D WESTAMERICA | COM | 957090103 | 19959 | 395157 | DEFINED | 01 |
| D WHOLE FOODS MARKET INC | COM | 966837106 | 257 | 4321 | DEFINED | 01 |
| D WILEY JOHN & SONS CL A | COM | 968223206 | 4748 | 131861 | DEFINED | 01 |
| D WILMINGTON TRUST CORP | COM | 971807102 | 211 | 4739 | DEFINED | 01 |
| D WYETH | COM | 983024100 | 2770 | 54488 | DEFINED | 01 |
| D XCEL ENERGY INC | COM | 98389B100 | 301 | 14565 | DEFINED | 01 |
| D ZIMMER HOLDINGS INC | COM | 98956P102 | 722 | 10696 | DEFINED | 01 |
| D ENDURANCE SPECIALTY | COM | G30397106 | 5512 | 156326 | DEFINED | 01 |
| D INGERSOLL RAND COMPANY | COM | G4776G101 | 24252 | 638557 | DEFINED | 01 |
| D NABORS INDUSTRIES LTD | COM | G6359F103 | 643 | 21614 | DEFINED | 01 |
| D STEWART W P & CO LTD | COM | G84922106 | 14657 | 1176343 | DEFINED | 01 |
| D WHITE MOUNTAINS | COM | G9618E107 | 21021 | 42300 | DEFINED | 02 |
| D WILLIS GROUP HOLDINGS | COM | G96655108 | 8596 | 226205 | DEFINED | 01 |
| D UBS AG NEW | COM | H89231338 | 267 | 4510 | DEFINED | 01 |
| S REPORT SUMMARY | | 368 DATA RECORDS | | 7,247,364 | | 3 OTHER MANAGER |