

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

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 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: Genworth Financial, Inc.
Address: 6620 West Broad Street
Richmond, Virginia 23230

Form 13F File Number: 28-11523

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: Patricia Merrill
Title: Senior Counsel
Phone: (804) 662-2711

Signature, Place, and Date of Signing:

/s/ Patricia Merrill Richmond, VA August 1, 2006

[Signature] [City, State] [Date]

Report Type (Check only one.):

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: NONE

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 565 lines

Form 13F Information Table Value Total: 1,902,890
(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.

No. Form 13F File Number Name

01 28-11546 Genworth Financial Asset Management, Inc. (Formerly
known as GE Private Asset Management, Inc.)

FORM 13F INFORMATION TABLE

<TABLE>
<CAPTION>
COLUMN 1 COLUMN 2 COLUMN 3 COLUMN 4 COLUMN 5 COLUMN 6 COLUMN 7 COLUMN 8
VOTING AUTHORITY

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
3M Company	COM	88579Y101	15,891	196,745	SH					
40/86 Strategic Income Fund	SH BEN INT	349739102	1,882	208,166	SH					
ABB Ltd ADR	SPONSORED ADR	000375204	9,027	696,544	SH					
Abbey National Ser B	ADR PRF B7.375	002920700	339	12,951	SH					
Ace Ltd Ord Shs	COM	G0070K103	5	102	SH					
Advanced Micro Device	ADR	007903107	1	51	SH					
AES Corporation	COM	00130H105	10,509	569,588	SH					
Affiliated Computer Svcs Inc Cl A	CL A	008190100	4,487	86,949	SH					
Affiliated Managers Group	COM	008252108	6,284	72,327	SH					
Aflac Inc	COM	001055102	28,083	605,885	SH					
AGCO Corporation	ADR	001084102	2	66	SH					
Agilent Technologies	COM	00846U101	2,386	75,602	SH					
Airgas Inc.	COM	009363102	2,505	67,241	SH					
Akzo Nobel NV	SPONSORED ADR	010199305	3,334	62,011	SH					
Alcan Aluminium Ltd	ADR	013716105	0	8	SH					
Alcatel Alsthom SA	SPONSORED ADR	013904305	4,407	349,487	SH					
Allegheny Tech New	COM	01741R102	141	2,035	SH					
Allergan Inc	COM	018490102	1,955	18,229	SH					
Allianz AG	ADR	018805101	1	54	SH					
Allstate Corporation	COM	020002101	5,494	100,384	SH					
Altera Corp	ADR NEW	021441100	1	43	SH					
Altria Group Inc	COM	02209S103	17,871	243,379	SH					
AMB Property Corp.	COM	00163T109	485	9,604	SH					
AMBAC Financial Group	COM	023139108	9,753	120,264	SH					
Amcor Limited	ADR NEW	02341R302	306	15,416	SH					
Amdocs Limited	ORD	G02602103	290	7,922	SH					
Amer Coml Lines Inc	COM	025195207	3,646	60,511	SH					
American Capital Strategies Ltd	COM	024937104	8,444	252,211	SH					
American Equity Inv Life Holding Co	COM	025676206	511	47,923	SH					
American Express Co	COM	025816109	15,656	294,170	SH					
American Finl Group Inc Corp Bond	ADR PRF B7.375	025932AD6	1	2,000	SH					
American International Group Inc	COM	026874107	18,260	309,221	SH					
Ameriprise Financial Inc	COM	03076C106	10,098	226,065	SH					
Amgen Inc	COM	031162100	7,438	114,032	SH					

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
AmSouth Bankcorp	COM	032165102	0	10	SH					
Analog Devices Inc	CA INSD MUN TR	032654105	1	22	SH					
AngloGold Ashanti ADR	SPONSORED ADR	035128206	4,178	86,832	SH					
Anheuser- Busch Co	COM	035229103	10,559	231,611	SH					
Ansys, Inc	COM	03662Q105	427	8,926	SH					
Aon Corporation	COM	037389103	3,793	108,944	SH					
Apollo Group Inc	CL A	037604105	2,141	41,428	SH					
Apple Computers	COM	037833100	957	16,714	SH					
Applied Materials	CAROLNA GP STK	038222105	1	47	SH					
Aquila, Inc.	COM	03840P102	261	61,952	SH					
Archstone- Smith Trust	COM	039583109	9,629	189,291	SH					
Arkansas Best Corp Del	COM	040790107	611	12,170	SH					
Armor Holdings Inc	COM	042260109	2,947	53,757	SH					
ASA Limited	COM	G3156P103	2,636	41,283	SH					
Asia Pacific Fund Closed	COM	044901106	4,437	234,758	SH					
ASM Lithography Holding	Y SHS	N07059111	6,940	343,244	SH					
Asta Funding Inc	COM	046220109	407	10,892	SH					
AstraZeneca PLC	SPONSORED ADR	046353108	439	7,336	SH					
AT & T Inc new	COM	00206R102	246	8,818	SH					
Autoliv Inc.	COM	052800109	388	6,862	SH					
AvalonBay Communities, Inc.	COM	053484101	10,011	90,499	SH					
Avista Corporation	CL A	05379B107	179	7,854	SH					
Avon Products Inc	CL A	054303102	4	119	SH					
AXA UAP Spons ADR	SPONSORED ADR	054536107	7,464	227,697	SH					
Bancroft Fund Ltd	COM	059695106	1,146	62,164	SH					
Bank of America Corp	COM	060505104	8,452	175,707	SH					
Baxter International Inc.	COM	071813109	9,713	264,230	SH					

Beazer Homes USA, Inc.	COM	07556Q105	596	12,992	SH	Sole	01	12,992
Becton Dickinson & Co	CL A	075887109	5	81	SH	Sole	01	81
Bed Bath & Beyond	COM	075896100	1,115	33,602	SH	Sole	01	33,602
BellSouth Corp	COM	079860102	4	111	SH	Sole	01	111
BHP Billiton Limited	CL A	088606108	1	26	SH	Sole	01	26
Biogen Idec	COM	09062X103	4,509	97,346	SH	Sole	01	97,346
Black Hills Corp	COM	092113109	2,650	77,180	SH	Sole	01	77,180
Blackrock Fl Ins Muni Inc Tr	COM	09250G102	137	10,439	SH	Sole	01	10,439
Blackrock Florida Mu ni 2020 Term Trust	COM SHS	09250M109	137	10,455	SH	Sole	01	10,455
Blackrock NY Muni In come Trust II	COM	09249R102	805	59,174	SH	Sole	01	59,174
Block H&R Inc	COM	093671105	2,020	84,642	SH	Sole	01	84,642
Boston Properties, Inc.	COM	101121101	10,706	118,429	SH	Sole	01	118,429
Boyd Gaming Corp	CL A	103304101	732	18,143	SH	Sole	01	18,143

<TABLE>
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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$x1000)	SHRS OR SH/ PRN AMT	PUT/ INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY			
							SOLE	SHARED	NONE	
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BP PLC	CL A	055622104	4	54	SH	Sole	01	54		
Brandywine Realty Trust	SH BEN INT NEW	105368203	775	24,088	SH	Sole	01	24,088		
Bristol Myers- Squibb	COM	110122108	3,001	116,047	SH	Sole	01	116,047		
British American Tobacco	SPONSORED ADR	110448107	8,454	166,707	SH	Sole	01	166,707		
Bronco Drilling Co	COM	112211107	208	9,944	SH	Sole	01	9,944		
Brookfield PPTYS	COM	112900105	2,007	62,378	SH	Sole	01	62,378		
Cadence Design Sys	COM	127387108	2,757	161,033	SH	Sole	01	161,033		
Camden Property Trust	SH BEN INT	133131102	1,975	26,850	SH	Sole	01	26,850		
Canadian Pacific Railway	COM	13645T100	12,290	240,317	SH	Sole	01	240,317		
Canon Inc ADR	ADR	138006309	13,366	182,422	SH	Sole	01	182,422		
Capital One Fincl	CL A	14040H105	348	4,073	SH	Sole	01	4,073		
Caremark Rx Inc.	COM	141705103	13	263	SH	Sole	01	263		
Carnival Corp	CL A	143658300	2	48	SH	Sole	01	48		
Carpenter Technology Corporation	COM	144285103	4,354	37,699	SH	Sole	01	37,699		
Castle Convertible Fund	COM	148443104	626	27,313	SH	Sole	01	27,313		
CB Richard Ellis	CL A	12497T101	5	186	SH	Sole	01	186		
Centene Corp Del	COM	15135B101	635	26,969	SH	Sole	01	26,969		
CenterPoint Energy	CL A	15189T107	1	63	SH	Sole	01	63		
Century Aluminum Co	COM	156431108	633	17,730	SH	Sole	01	17,730		
Centurytel Inc	COM	156700106	3,166	85,222	SH	Sole	01	85,222		
Charming Shoppes Inc	CL A	161133103	349	31,060	SH	Sole	01	31,060		
Check Point Software Tech	COM	M22465104	0	17	SH	Sole	01	17		
Chesapeake Energy Corporation	CL A	165167107	3	84	SH	Sole	01	84		
Chicago Mercantile Exchange Holdings	CL A	167760107	3,932	8,006	SH	Sole	01	8,006		
China Life Insurance Co Ltd ADR	SPON ADR REP H	16939P106	6,592	104,141	SH	Sole	01	104,141		
China Petroleum and Chemical Corp	SPON ADR H SHS	16941R108	3,997	69,822	SH	Sole	01	69,822		
China Telecom Corp ADR H Shares	CL A SUB VTG	169426103	1	18	SH	Sole	01	18		
Chubb Corporation	CL B	171232101	2	50	SH	Sole	01	50		
Chung HWA Telecom Co Ltd	CL B	17133Q205	1	31	SH	Sole	01	31		
CIGNA Corporation	COM	125509109	10,986	111,521	SH	Sole	01	111,521		
Cimarex Energy Co	CL B	171798101	265	6,162	SH	Sole	01	6,162		
Cisco Systems Inc	COM	17275R102	1,358	69,538	SH	Sole	01	69,538		
CIT Group Inc.	COM	125581108	8,008	153,142	SH	Sole	01	153,142		
Citigroup Inc	COM	172967101	7,728	160,176	SH	Sole	01	160,176		
Clear Channel Communications	CL B	184502102	1	22	SH	Sole	01	22		
CMS Energy Corp	COM	125896100	813	62,844	SH	Sole	01	62,844		
CNOOC Limited	SPONSORED ADR	126132109	4,225	52,558	SH	Sole	01	52,558		
Coca Cola Femsa ADR	CL B NEW	191241108	1	28	SH	Sole	01	28		
Coca-Cola Company	COM	191216100	1	19	SH	Sole	01	19		
Cohen & Steers Sel Utility Fund	COM	19248A109	1,239	59,954	SH	Sole	01	59,954		

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$x1000)	SHRS OR SH/ PRN AMT	PUT/ INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY		
							SOLE	SHARED	NONE

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Coldwater Creek Inc	COM	193068103	1,025	38,302	SH		Sole	01	38,302		
Colgate- Palmolive Company	COM	194162103	23	391	SH		Sole	01	391		
Colonial BancGroup Inc	COM	195493309	4,444	173,047	SH		Sole	01	173,047		
Comcast Corp Class A	CL A	20030N101	19,682	601,159	SH		Sole	01	601,159		
Commercial Vehicle Group Inc	COM	202608105	745	36,003	SH		Sole	01	36,003		
Companhia Brasileira De Dist	ADR	20440T201	1	29	SH		Sole	01	29		
Compania Cervecerias Unidas	ADR	SPONSORED ADR 204429104	3,518	159,252	SH		Sole	01	159,252		
Compania de Minas Buenaventu	ADR B Shs	SPONSORED ADR 204448104	4,099	150,267	SH		Sole	01	150,267		
Computer Sciences	COM	205363104	2,956	60,883	SH		Sole	01	60,883		
Comtech Telecom Corp	COM NEW	205826209	5,539	189,224	SH		Sole	01	189,224		
ConAgra Inc.	COM	205887102	10,083	456,047	SH		Sole	01	456,047		
Constellation Energy	COM	210371100	996	18,266	SH		Sole	01	18,266		
Costco Wholesale Corp New	COM	22160K105	1	13	SH		Sole	01	13		
Coventry Health Care Inc.	COM	222862104	4,090	74,448	SH		Sole	01	74,448		
CV Therapeutics, Inc.	COM	126667104	382	27,309	SH		Sole	01	27,309		
CVS Corporation	COM	126650100	8,965	292,035	SH		Sole	01	292,035		
CYTYC Corp	COM	232946103	235	9,262	SH		Sole		9,262		
Dade Behring Hldgs Inc	COM	23342J206	8	189	SH		Sole	01	189		
Danaher Corporation	COM	235851102	14,815	230,329	SH		Sole	01	230,329		
Deckers Outdoor Corp	COM	243537107	534	13,842	SH		Sole	01	13,842		
Dell, Inc (New)	COM	24702R101	281	11,478	SH		Sole	01	11,478		
Deluxe Corporation	COM	248019101	3,703	211,852	SH		Sole	01	211,852		
Dentsply Intl Inc	COM	249030107	10,772	177,763	SH		Sole	01	177,763		
Deutsche Bank AG	ORD	D18190898	5,248	46,652	SH		Sole	01	46,652		
Deutsche Telekom AG	COM	251566105	0	24	SH		Sole	01	24		
Developers Diversified Rlty	COM	251591103	1,995	38,228	SH		Sole	01	38,228		
Diamond Offshore Drilling	COM	25271C102	12,294	146,476	SH		Sole	01	146,476		
Direct General Corp	COM	25456W204	5	318	SH		Sole	01	318		
Directv Group Inc	COM	25459L106	1	43	SH		Sole	01	43		
Disney Walt Co	COM DISNEY	254687106	17,115	570,516	SH		Sole	01	570,516		
Dominion Resources	COM	25746U109	1,255	16,783	SH		Sole	01	16,783		
Doral Financial Corporation	COM	25811P100	345	53,800	SH		Sole	01	53,800		
Dow Chemical Company	COM	260543103	4,542	116,368	SH		Sole	01	116,368		
DPL Inc	COM	233293109	338	12,610	SH		Sole	01	12,610		
DST Systems Inc Del											
Convt Bond	COM	233326AD9	1	1,000	SH		Sole	01	1,000		
Duke Energy Corp New	COM	26441C105	1,304	44,405	SH		Sole	01	44,405		
Dun & Bradstreet Corp	COM	26483E100	1	13	SH		Sole	01	13		
Dupont De Nemours	COM	263534109	17,734	426,301	SH		Sole	01	426,301		
DWS Global High Inc Fund Inc	COM ADDED	23338W104	6,298	825,407	SH		Sole	01	825,407		
E*Trade Group Inc	COM	269246104	9,689	424,600	SH		Sole	01	424,600		

<TABLE>
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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR SH/ PRN AMT	PUT/ INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED NONE
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E.ON AG	SPONSORED ADR	268780103	1,269	33,077	SH	Sole	01	33,077
East West Bankcorp Inc	COM	27579R104	1,246	32,864	SH	Sole	01	32,864
Eastman Chemical Co	COM	277432100	1,086	20,114	SH	Sole	01	20,114
Eastman Kodak Co	COM	277461109	1,969	82,801	SH	Sole	01	82,801
Eaton Corporation	COM	278058102	5,602	74,303	SH	Sole	01	74,303
Eaton Vance FL Muni Inc Tr	SH BEN INT	27826B100	135	10,083	SH	Sole	01	10,083
eBay Inc	COM	278642103	8,423	287,562	SH	Sole	01	287,562
Edison International	COM	281020107	788	20,216	SH	Sole	01	20,216
EDP Energias de Portugal SASA	SPONSORED ADR	268353109	238	6,050	SH	Sole	01	6,050
Embarq Corp	COM	29078E105	1	16	SH	Sole	01	16
Embraer- Empresa Brasileir	SP ADR PFD SHS	29081M102	4,121	113,002	SH	Sole	01	113,002
EMC Corporation	COM	268648102	3,297	300,529	SH	Sole	01	300,529
Emerson Electric Co	COM	291011104	17	203	SH	Sole	01	203
Emulex Corporation	COM	292475209	2	125	SH	Sole	01	125
Endo Pharmaceuticals Holdings Inc	COM	29264F205	6,744	204,473	SH	Sole	01	204,473
Enel Sociata Per Azioni	ADR	29265W108	488	11,355	SH	Sole	01	11,355
Energy Partners Ltd	COM	29270U105	231	12,167	SH	Sole	01	12,167

ENI S.P.A.	SPONSORED ADR	26874R108	56	948	SH	Sole	01	948
EnSCO International Inc	COM	26874Q100	1	22	SH	Sole	01	22
Energy Corporation	COM	29364G103	9,595	135,621	SH	Sole	01	135,621
Epicor Software Corp	COM	29426L108	3	292	SH	Sole	01	292
Equifax Incorporated	COM	294429105	12,765	371,729	SH	Sole	01	371,729
Equity Residential Property Trust	SH BEN INT	29476L107	9,452	211,307	SH	Sole	01	211,307
Euronet Worldwide, Inc.	COM	298736109	7,116	185,468	SH	Sole	01	185,468
Everest Re Group Ltd	COM	G3223R108	1	15	SH	Sole	01	15
Exelon Corporation	COM	30161N101	2,512	44,200	SH	Sole	01	44,200
Expedia Inc	COM	30212P105	0	1	SH	Sole	01	1
Expeditors Int'l of Washington, Inc.	COM	302130109	1,786	31,892	SH	Sole	01	31,892
Express Scripts Inc	COM	302182100	7,564	105,431	SH	Sole	01	105,431
Exxon Mobil Corp	COM	30231G102	25,428	414,475	SH	Sole	01	414,475
FactSet Research Systems	COM	303075105	1,423	30,087	SH	Sole	01	30,087
Fastenal Company	COM	311900104	591	14,674	SH	Sole	01	14,674
Federal National Mortgage Association	COM	313586109	2	41	SH	Sole	01	41
Federal Realty Investment Trust	SH BEN INT NEW	313747206	685	9,781	SH	Sole	01	9,781
Federated Department Stores Inc Del	COM	31410H101	1	34	SH	Sole	01	34
Fidelity National Financial	COM	316326107	9,511	244,192	SH	Sole	01	244,192
Fifth Third Bancorp	COM	316773100	9	238	SH	Sole	01	238
First Data Corp	COM	319963104	4,269	94,782	SH	Sole	01	94,782
FirstEnergy Corp	COM	337932107	590	10,891	SH	Sole	01	10,891
Fiserv Inc	COM	337738108	8,368	184,486	SH	Sole	01	184,486

</TABLE>

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8 VOTING		
AUTHORITY	TITLE OF	VALUE	SHRS OR	SH/	PUT/	INVESTMENT	OTHER	-----	
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NAME OF ISSUER	CLASS	CUSIP	(x\$1000)	PRN AMT	PRN CALL	DISCRETION	MANAGERS	SOLE	SHARED
NONE	---	---	---	---	---	---	---	---	---
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Fortune Brands Inc	COM	349631101	1	9	SH	Sole	01	9	
FPL Group Inc	COM	302571104	1,018	24,611	SH	Sole	01	24,611	
Freeport McMoran Copper & Gold Stk B	CL B	35671D857	10,645	192,118	SH	Sole	01	192,118	
Fremont General Corp	COM	357288109	4,528	243,955	SH	Sole	01	243,955	
Gallager Arthur J & Co.	COM	363576109	2	94	SH	Sole	01	94	
Genentech Inc	COM NEW	368710406	3,153	38,545	SH	Sole	01	38,545	
General Growth Properties Inc.	COM	370021107	6,423	142,539	SH	Sole	01	142,539	
Genesis Microchip Inc.	COM	37184C103	101	8,738	SH	Sole	01	8,738	
Genlyte Group Inc.	COM	372302109	5,324	73,507	SH	Sole	01	73,507	
Genzyme Corp	COM	372917104	2,248	36,825	SH	Sole	01	36,825	
Gilead Sciences Inc	COM	375558103	7,903	133,587	SH	Sole	01	133,587	
Golden West Financial	COM	381317106	6,064	81,730	SH	Sole	01	81,730	
Goldman Sachs Group	COM	38141G104	2	10	SH	Sole	01	10	
Google Inc Class A	CL A	38259P508	4,651	11,091	SH	Sole	01	11,091	
Grant Prideco, Inc	COM	38821G101	6,098	136,266	SH	Sole	01	136,266	
Greater China Fund Closed End	COM	39167B102	4,774	267,010	SH	Sole	01	267,010	
Griffon Corporation	COM	398433102	3	133	SH	Sole	01	133	
Group CGI Inc	CL A SUB VTG	39945C109	9,345	1,512,152	SH	Sole	01	1,512,152	
Grupo Televisa SA DE CV ADR	ADR REP ORD	40049J206	574	29,701	SH	Sole	01	29,701	
Halliburton Company	COM	406216101	7,838	105,618	SH	Sole	01	105,618	
Hancock John Patriot Select Div'd Trust	COM	41013U102	3	223	SH	Sole	01	223	
Harley Davidson Inc	COM	412822108	6,118	111,458	SH	Sole	01	111,458	
Harman Intl Indust	COM	413086109	1	6	SH	Sole	01	6	
Hartford Financial Services Group	COM	416515104	1	10	SH	Sole	01	10	
Healthcare Realty Trust Inc	COM	421946104	622	19,521	SH	Sole	01	19,521	
Helen of Troy Limited	COM	G4388N106	644	34,996	SH	Sole	01	34,996	
Hewlett-Packard Co	COM	428236103	1	17	SH	Sole	01	17	
Highwoods Properties Inc.	COM	431284108	784	21,660	SH	Sole	01	21,660	
Hilb, Rogal & Hamilton Co	COM	431294107	740	19,850	SH	Sole	01	19,850	
Hillenbrand Industries	COM	431573104	2,322	47,882	SH	Sole	01	47,882	
Hilton Hotel Corp	COM	432848109	2,084	73,674	SH	Sole	01	73,674	
Hitachi Ltd	COM	433578507	130	1,968	SH	Sole	01	1,968	
Home Depot Inc	COM	437076102	9,871	275,794	SH	Sole	01	275,794	

Honda Motor Co Ltd	COM	438128308	1	19	SH	Sole	01	19
Host Hotels & Resort Inc	COM	44107P104	9,489	433,885	SH	Sole	01	433,885
Hubbell Inc	CL B	443510201	1,791	37,593	SH	Sole	01	37,593
Huntington Bancshares	COM	446150104	2,656	112,649	SH	Sole	01	112,649
Hutchinson Technology	COM	448407106	3,925	181,476	SH	Sole	01	181,476
IAC Interactive-New	COM	44919P300	0	1	SH	Sole	01	1
ICICI Bank LTD	SPONSORED ADR	45104G104	545	23,028	SH	Sole	01	23,028

<TABLE>											
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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY			
								SOLE	SHARED	NONE	

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IDT Corporation	COM	448947101	93	7,028	SH	Sole	01	7,028			
Illinois Tool Works	COM	452308109	3,552	74,784	SH	Sole	01	74,784			
Imation Corp	COM	45245A107	2,495	60,786	SH	Sole	01	60,786			
Imperial Tobacco Group PLC	SPONSORED ADR	453142101	473	7,663	SH	Sole	01	7,663			
IMS Health Inc	COM	449934108	1	30	SH	Sole	01	30			
IndyMac Bancorp Inc	COM	456607100	7,438	162,215	SH	Sole	01	162,215			
ING Clarion Global Real Estate Inc Fund	COM	44982G104	5,833	326,397	SH	Sole	01	326,397			
ING Groep N.V.	SPONSORED ADR	456837103	12,751	324,277	SH	Sole	01	324,277			
Innovative Solutions & Support Inc	COM	45769N105	3	236	SH	Sole	01	236			
Insured Muni Income Fund	COM	45809F104	2,569	206,042	SH	Sole	01	206,042			
Integrated Device Technology	COM	458118106	1	98	SH	Sole	01	98			
Intel Corp	COM	458140100	1	65	SH	Sole	01	65			
Intercontinental Exchange	COM	45865V100	427	7,368	SH	Sole	01	7,368			
Interline Brands Inc	COM	458743101	294	12,579	SH	Sole	01	12,579			
International Business Machs	COM	459200101	16,328	212,549	SH	Sole	01	212,549			
International Power PLC	SPONSORED ADR	46018M104	438	8,213	SH	Sole	01	8,213			
Int'l Flavors and Fragrances	COM	459506101	5,887	167,042	SH	Sole	01	167,042			
Intuitive Surgical Inc	COM	46120E602	622	5,412	SH	Sole	01	5,412			
Invest Gr Muni	COM	461368102	2,566	199,572	SH	Sole	01	199,572			
Iron Mountain Inc	COM	462846106	802	21,453	SH	Sole	01	21,453			
ISHARES Inc MSCI Japan Index	MSCI JAPAN	464286848	9,553	700,359	SH	Sole	01	700,359			
ISHARES Silver Trust	COM	46428Q109	1,500	13,470	SH	Sole	01	13,470			
ISHARES Tr Dow Jones Select Dividend Indx	COM	464287168	5	84	SH	Sole	01	84			
ISHARES Tr Dow Jones US Utils Sector Index	COM	464287697	1	10	SH	Sole	01	10			
ISHARES Tr Midcap Value	COM	464287473	0	3	SH	Sole	01	3			
ISHARES TR MSCI EAFE Index Fund	TR UNIT	464287465	18	279	SH	Sole	01	279			
ISHARES Tr Russell 2000 Index	COM	464287655	3	35	SH	Sole	01	35			
ISHARES Tr Russell 2000 Value Index	COM	464287630	10	137	SH	Sole	01	137			
ISHARES Tr S&P 500 Barra Growth Index	TR UNIT	464287309	10	170	SH	Sole	01	170			
ISHARES Tr S&P 500 Barra Value Index	COM	464287408	36	519	SH	Sole	01	519			
J2 Global Communications	COM	46626E205	371	11,876	SH	Sole	01	11,876			
Jabil Circuit Inc	COM	466313103	960	37,514	SH	Sole	01	37,514			
Jakks Pacific Inc	COM	47012E106	3	138	SH	Sole	01	138			
JF China Region Fund Closed end	COM	46614T107	4,462	280,797	SH	Sole	01	280,797			
Johnson & Johnson	COM	478160104	14,347	239,438	SH	Sole	01	239,438			
Johnson Controls Inc	COM	478366107	6	78	SH	Sole	01	78			
JP Morgan Chase & Co	COM	46625H100	15,211	362,165	SH	Sole	01	362,165			
Kerr McGee Corp	COM	492386107	14	206	SH	Sole	01	206			
Kilroy Realty Corp.	COM	49427F108	390	5,402	SH	Sole	01	5,402			
Kimberly-Clark Corp	COM	494368103	1	21	SH	Sole	01	21			

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8				
AUTHORITY	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY			
								SOLE	SHARED	NONE	

NAME OF ISSUER	CLASS	CUSIP	(x\$1000)	PRN	AMT	PRN	CALL	DISCRETION	MANAGERS	SOLE	SHARED

Sec	INSD CA MUN	61745P825	233	17,196	SH	Sole	01	17,196
Morgan Stanley NY Qual Muni Sec	N Y QULTY MUN	61745P528	815	60,123	SH	Sole	01	60,123
Multi Fineline Elect ronix Inc	COM	62541B101	419	12,610	SH	Sole	01	12,610
Muni NY Intermediate Duration Fund	COM	62618T100	786	60,949	SH	Sole	01	60,949
Municipal Advantge Fund MuniYield Calif Inc	COM	626189104	2,529	209,865	SH	Sole	01	209,865
Common Stock	COM	626296107	226	17,586	SH	Sole	01	17,586
NASB Financial Inc	COM	628968109	46	1,372	SH	Sole	01	1,372
National Bank Of Greece	COM	633643408	22	2,719	SH	Sole	01	2,719
National Grid New Transco PLC	SPON ADR NEW	636274300	867	16,029	SH	Sole	01	16,029
National Semiconductor	COM	637640103	1	45	SH	Sole	01	45
Nationwide Fncl Svcs	CL A	638612101	3,388	76,862	SH	Sole	01	76,862
Nektar Therapeutics	COM	640268108	612	33,346	SH	Sole	01	33,346
Nelnet Inc.	CL A	64031N108	1,317	32,475	SH	Sole	01	32,475
Neoware Inc.	COM	64065P102	366	29,794	SH	Sole	01	29,794
NESS TECHNOLOGIES INC	COM	64104X108	65	6,000	SH	Sole		6,000
Netgear Inc	COM	64111Q104	725	33,509	SH	Sole	01	33,509
Network Appliance	COM	64120L104	9,123	258,445	SH	Sole	01	258,445
Neuberger Berman CA Inter Muni Fund	COM	64123C101	235	17,153	SH	Sole	01	17,153
Neuberger Berman Inc ome Opportunity	COM SHS	64126L108	1,979	130,630	SH	Sole	01	130,630
Neuberger Berman Rlty Income Fd Inc	COM	64126G109	1,272	63,750	SH	Sole	01	63,750
Newfield Exploration Co.	COM	651290108	5,212	106,493	SH	Sole	01	106,493
News Corp Ltd Class B New	CL B	65248E203	5,617	278,322	SH	Sole	01	278,322
Newtek Business Services Inc	COM	652526104	261	156,111	SH	Sole		156,111

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COLUMN 1 COLUMN 2 COLUMN 3 COLUMN 4 COLUMN 5 COLUMN 6 COLUMN 7 COLUMN 8

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY		
								SOLE	SHARED	NONE
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NICE Systems LTD ADR	SPONSORED ADR	653656108	3,816	135,623	SH	Sole	01	135,623		
NII Holdings Inc. Cl B	CL B NEW	62913F201	13,318	236,222	SH	Sole	01	236,222		
Nike, Inc.	CL B	654106103	5,729	70,725	SH	Sole	01	70,725		
Nippon Telephone	COM	654624105	1	23	SH	Sole	01	23		
NiSource Inc	COM	65473P105	1	31	SH	Sole	01	31		
Nissan Motor Ltd ADR	SPONSORED ADR	654744408	11,199	509,504	SH	Sole	01	509,504		
Nokia Corporation	SPONSORED ADR	654902204	12,283	606,287	SH	Sole	01	606,287		
Northrop Grumman Cor	COM	666807102	4	65	SH	Sole	01	65		
Novartis AG	SPONSORED ADR	66987V109	17,475	324,099	SH	Sole	01	324,099		
Novo-Nordisk A/S	COM	670100205	1	10	SH	Sole	01	10		
NRG Energy Inc	COM NEW	629377508	1,043	21,639	SH	Sole	01	21,639		
Nucor Corporation	COM	670346105	0	6	SH	Sole	01	6		
Nuveen Fl Qual Inc Muni Tr	COM	670978105	132	10,116	SH	Sole	01	10,116		
Old Republic Int'l	COM	680223104	1,286	60,169	SH	Sole	01	60,169		
OMI Corp.	COM	Y6476W104	885	40,889	SH	Sole	01	40,889		
Omicare Inc	COM	681904108	936	19,737	SH	Sole	01	19,737		
Oneok Inc	COM	682680103	1,345	39,524	SH	Sole	01	39,524		
Option Care, Inc.	COM	683948103	2	140	SH	Sole	01	140		
Oracle Corporation	COM	68389X105	11,277	778,227	SH	Sole	01	778,227		
O'Reilly Automotive, Inc.	COM	686091109	1,264	40,526	SH	Sole	01	40,526		
Orix Corp	SPONSORED ADR	686330101	7,317	59,860	SH	Sole	01	59,860		
Orthofix Intl N.V.	COM	N6748L102	533	13,977	SH	Sole	01	13,977		
Overseas Shipholding Group Inc	COM	690368105	12,424	210,040	SH	Sole	01	210,040		
Pacer International Inc.	COM	69373H106	488	14,976	SH	Sole	01	14,976		
Pall Corporation	COM	696429307	11,779	420,691	SH	Sole	01	420,691		
Palm Inc	COM	696643105	0	29	SH	Sole	01	29		
Pan Pacific Retail Prop	COM	69806L104	499	7,190	SH	Sole	01	7,190		
Parlux Fragrances Inc	COM	701645103	359	37,085	SH	Sole	01	37,085		
Patterson Cos Inc	COM	703395103	805	23,057	SH	Sole	01	23,057		
Pearson Plc ADR	COM	705015105	2	140	SH	Sole	01	140		
PepsiCo Inc	COM	713448108	10,144	168,959	SH	Sole	01	168,959		
Petrofund Energy Trust	COM	71648W108	180	7,214	SH	Sole	01	7,214		
Petroleo Brasileiro	SPONSORED ADR	71654V408	5,878	65,819	SH	Sole	01	65,819		
PetroQuest Energy Inc	COM	716748108	436	35,538	SH	Sole	01	35,538		
Pfizer Inc	COM	717081103	19,375	825,524	SH	Sole	01	825,524		
PG&E Corporation	COM	69331C108	1,976	50,304	SH	Sole	01	50,304		
Pharmaceutical Holders Tr	COM	71712A206	6	91	SH	Sole	01	91		
Pharmaceutical Product Development	COM	717124101	4	120	SH	Sole	01	120		

Philippine Long Distance Telephone Co	SPONSORED ADR	718252604	5,733	166,089	SH	Sole	01	166,089
Phillips-Van Heusen Corp	COM	718592108	3,726	97,629	SH	Sole	01	97,629

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x\$1000)	COLUMN 5 SHRS OR PRN	COLUMN 6 SH/ PUT/ CALL	COLUMN 7 INVESTMENT DISCRETION	COLUMN 8 OTHER MANAGERS	COLUMN 8 VOTING AUTHORITY		
								SOLE	SHARED	NONE
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Pilgram Pride Corp	COM	721467108	4,497	174,316	SH	Sole	01	174,316		
Platinum Underwriters Hldgs	COM	G7127P100	193	6,889	SH	Sole	01	6,889		
Plum Creek Timber Co	COM	729251108	0	9	SH	Sole	01	9		
PMI Group Inc	COM	69344M101	8,408	188,610	SH	Sole	01	188,610		
Polaris Inds Inc	COM	731068102	3,542	81,812	SH	Sole	01	81,812		
Pool Corp	COM	73278L105	1,338	30,678	SH	Sole	01	30,678		
Portal Player Inc	COM	736187204	76	7,731	SH	Sole	01	7,731		
Portfolio Recovery Associates Inc	COM	73640Q105	534	11,675	SH	Sole	01	11,675		
POSCO ADR	COM	693483109	1	18	SH	Sole	01	18		
PPL Corporation	COM	69351T106	1,094	33,868	SH	Sole	01	33,868		
Price T.Rowe Group Inc	COM	74144T108	7,879	208,373	SH	Sole	01	208,373		
Procter & Gamble Co	COM	742718109	6,757	121,521	SH	Sole	01	121,521		
ProLogis Trust	SH BEN INT	743410102	10,474	200,952	SH	Sole	01	200,952		
Prospect St High Inc Port	COM NEW	743586406	1,982	631,348	SH	Sole	01	631,348		
Provident Energy Tru st	TR UNIT	74386K104	414	33,438	SH	Sole	01	33,438		
Public Service Ent Group	COM	744573106	682	10,318	SH	Sole	01	10,318		
Public Storage Inc	COM	74460D109	9,362	123,348	SH	Sole	01	123,348		
Putnam CA Invest Grade Muni Trust	SH BEN INT	746446103	229	17,639	SH	Sole	01	17,639		
Putnam Invest Gr Mun Tr	COM	746805100	2,357	249,990	SH	Sole	01	249,990		
Putnam Managed Mun Income Tr	COM	746823103	2,583	360,245	SH	Sole	01	360,245		
Putnam NY Inv Gr Muni Tr	SH BEN INT	746921105	779	68,480	SH	Sole	01	68,480		
Putnam Tax-Free Health Care Fund	SH BEN INT	746920107	2,634	217,108	SH	Sole	01	217,108		
Qualcomm Inc	COM	747525103	8,441	210,664	SH	Sole	01	210,664		
Quest Diagnostics Inc	COM	74834L100	9,710	162,051	SH	Sole	01	162,051		
Quilmes Industrial SA ADR	SP ADR CL B	74838Y207	95	1,940	SH	Sole	01	1,940		
R&G Financial Corp	COM	749136107	166	19,361	SH	Sole	01	19,361		
Radian Group Inc	COM	750236101	5,821	94,220	SH	Sole	01	94,220		
Radware Ltd	ORD	M81873107	3,501	272,672	SH	Sole	01	272,672		
Red Hat, Inc.	COM	756577102	1,091	46,632	SH	Sole	01	46,632		
Regency Centers Corp.	COM	758849103	1,648	26,511	SH	Sole	01	26,511		
Republic Services, Inc.	COM	760759100	3,886	96,337	SH	Sole	01	96,337		
Reynolds Amern Inc	COM	761713106	1,168	10,129	SH	Sole	01	10,129		
Rinker Group Limited	COM	76687M101	1	16	SH	Sole	01	16		
Rio Tinto PLC-Gbp	SPONSORED ADR	767204100	7,899	37,667	SH	Sole	01	37,667		
Roper Industries Inc	COM	776696106	750	16,051	SH	Sole	01	16,051		
Royal & Sun Alliance Ins	COM	78004V202	3	212	SH	Sole	01	212		
Royal BK of Scotland 6.40% Ser M Pref	SP ADR PEF M	780097796	278	11,565	SH	Sole	01	11,565		
Ruth's Chris Steak House Inc	COM	783332109	280	13,732	SH	Sole	01	13,732		
Ryland Group Inc	COM	783764103	3,321	76,218	SH	Sole	01	76,218		
Safenet Inc	COM	78645R107	3,402	191,964	SH	Sole	01	191,964		

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x\$1000)	COLUMN 5 SHRS OR PRN	COLUMN 6 SH/ PUT/ CALL	COLUMN 7 INVESTMENT DISCRETION	COLUMN 8 OTHER MANAGERS	COLUMN 8 VOTING AUTHORITY		
								SOLE	SHARED	NONE
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Salomon Bros Emergin g Market Debt Fund	COM	79550E107	11,370	686,170	SH	Sole	01	686,170		
Salomon Bros Emergin g Mkts Floating Rate	COM	794912105	8,480	676,782	SH	Sole	01	676,782		
Salomon Brothers Emerging Markets	COM	794910109	9,247	738,021	SH	Sole	01	738,021		
San Paolo-IMI S P A	SPONSORED ADR	799175104	5,084	144,194	SH	Sole	01	144,194		
Sanderson Farms, Inc	COM	800013104	6	198	SH	Sole	01	198		
SanDisk Corporation	COM	80004C101	2	49	SH	Sole	01	49		
Sanofi- Aventis Spons	ADR SPONSORED ADR	80105N105	14,155	290,648	SH	Sole	01	290,648		
SAP AG	COM	803054204	1	15	SH	Sole	01	15		

Satyam Computer Svcs ADR	ADR	804098101	7,096	214,120	SH	Sole	01	214,120
Saxon Capital Inc	COM	80556T106	908	79,330	SH	Sole	01	79,330
Schawk Inc	CL A	806373106	714	40,819	SH	Sole	01	40,819
Schering AG	COM	806585204	1	9	SH	Sole	01	9
Schlumberger Ltd	COM	806857108	1,273	19,551	SH	Sole	01	19,551
Scottish Power New PLC	ADR	81013T804	981	22,749	SH	Sole	01	22,749
Sea Containers Ltd								
Class A	CL A	811371707	173	36,396	SH	Sole	01	36,396
Sealed Air Corp	COM	81211K100	13,542	260,030	SH	Sole	01	260,030
SEI Investments Co	COM	784117103	3,992	81,665	SH	Sole	01	81,665
Semco Energy Inc	COM	78412D109	125	22,407	SH	Sole	01	22,407
Sherwin Williams Co	COM	824348106	95	1,992	SH	Sole	01	1,992
Shire PLC	COM	82481R106	1	18	SH	Sole	01	18
Siemens AG	SPONSORED ADR	826197501	4,665	53,734	SH	Sole	01	53,734
Sierra Pacific Resources								
NEW	COM	826428104	2	154	SH	Sole	01	154
Sigma Aldrich Corp	COM	826552101	16,197	222,971	SH	Sole	01	222,971
Simon Ppty Group Inc New	COM	828806109	10,640	128,283	SH	Sole	01	128,283
Sina Corporation	ORD	G81477104	5,736	229,623	SH	Sole	01	229,623
Singapore Fund Inc	COM	82929L109	4,484	383,596	SH	Sole	01	383,596
Smith International Inc	COM	832110100	929	20,881	SH	Sole	01	20,881
Sonoco Products Co	COM	835495102	190	6,004	SH	Sole	01	6,004
Sony Corp ADR	COM	835699307	0	10	SH	Sole	01	10
Southern Company	COM	842587107	289	9,027	SH	Sole	01	9,027
Southern Copper Corp	COM	84265V105	88	983	SH	Sole	01	983
Southern Union	COM	844030106	348	12,844	SH	Sole	01	12,844
St. Paul Travelers								
Companies, Inc.	COM	792860108	737	16,543	SH	Sole	01	16,543
Stanley Furniture	COM NEW	854305208	639	26,640	SH	Sole	01	26,640
Staples Inc	COM	855030102	8,507	349,363	SH	Sole	01	349,363
Starbucks Corp	COM	855244109	4,230	112,024	SH	Sole	01	112,024
Starwood Hotels &								
Resorts Wldwde New	COM	85590A401	3	56	SH	Sole	01	56
Statoil ASA	SPONSORED ADR	85771P102	8,177	286,723	SH	Sole	01	286,723
Steiner Leisure Lmtd	ORD	P8744Y102	5,046	127,647	SH	Sole	01	127,647
Stericycle, Inc	COM	858912108	1,256	19,298	SH	Sole	01	19,298

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY		
								SOLE	SHARED	NONE
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Streettracks Gold Tr	GOLD SHS	863307104	2,400	39,195	SH	Sole	01	39,195		
Stryker Corporation	COM	863667101	7,933	188,388	SH	Sole	01	188,388		
Superior Industries Intl	COM	868168105	128	7,004	SH	Sole	01	7,004		
Symantec Corp	COM	871503108	8,962	576,736	SH	Sole	01	576,736		
Synaptics, Inc	COM	87157D109	179	8,352	SH	Sole	01	8,352		
Taiwan Fund Inc	COM	874036106	274	17,513	SH	Sole	01	17,513		
Taiwan Semiconductor Mfg										
Co Ltd Spr ADR	SPONSORED ADR	874039100	4,996	544,270	SH	Sole	01	544,270		
Tata Motors Ltd ADR	COM	876568502	1	59	SH	Sole	01	59		
Taubman Centers, Inc.	COM	876664103	1,538	37,610	SH	Sole	01	37,610		
TD Banknorth Inc	COM	87235A101	9,046	307,173	SH	Sole	01	307,173		
Technical Olympic USA Inc	COM	878483106	576	40,119	SH	Sole	01	40,119		
Technip SA	SPONSORED ADR	878546209	6,277	113,882	SH	Sole	01	113,882		
Tele Norte Leste	SPON ADR PFD	879246106	445	34,898	SH	Sole	01	34,898		
Telecom Italia SPA ADR	COM	87927Y102	0	1	SH	Sole	01	1		
Telefonica S.A.	COM	879382208	1	11	SH	Sole	01	11		
Tellabs Inc	COM	879664100	3	213	SH	Sole	01	213		
Telstra Corporation Ltd.	SPONSORED ADR	87969N204	8,920	651,086	SH	Sole	01	651,086		
Templeton Dragon Fd	COM	88018T101	4,075	197,537	SH	Sole	01	197,537		
Templeton Emerging Mrks										
Income Fund Inc	COM	880192109	10,805	900,379	SH	Sole	01	900,379		
Tenaris SA ADR	COM	88031M109	2	45	SH	Sole	01	45		
Tenneco Automotive Inc	COM	880349105	466	17,908	SH	Sole	01	17,908		
Teva Pharmaceutical Indus	ADR	881624209	9,013	285,317	SH	Sole	01	285,317		
Texas Instruments	COM	882508104	15,408	508,691	SH	Sole	01	508,691		
Textron Inc	COM	883203101	4,298	46,628	SH	Sole	01	46,628		
Thor Industries Inc	COM	885160101	5,939	122,574	SH	Sole	01	122,574		
Time Warner Inc.	COM	887317105	13,718	792,924	SH	Sole	01	792,924		
Torchmark Corp	COM	891027104	8,710	143,453	SH	Sole	01	143,453		
Toro Company	COM	891092108	4,433	94,917	SH	Sole	01	94,917		
TOTAL Fina S.A.	SPONSORED ADR	89151E109	8,996	137,305	SH	Sole	01	137,305		
Toyota Motor Corp	COM	892331307	4	37	SH	Sole	01	37		
Tractor Supply Co.	COM	892356106	1,133	20,502	SH	Sole	01	20,502		
Trend Micro	COM	89486M206	1,434	42,302	SH	Sole	01	42,302		
Tronox Inc Cl B sh	COM	897051207	1	51	SH	Sole	01	51		
True Religion Appare 1										
Inc	COM	89784N104	409	23,129	SH	Sole	01	23,129		

Tupperware Corp.	COM	899896104	0	1 SH	Sole	01	1
Turkcell Iletisim Hizmet - ADR	SPON ADR	900111204	194	16,379 SH	Sole	01	16,379
TXU Corporation	COM	873168108	1,244	20,799 SH	Sole	01	20,799
Tyco Intl Ltd	COM	902124106	18,289	665,069 SH	Sole	01	665,069
Tyson Foods, Inc.	CL A	902494103	2,184	146,994 SH	Sole	01	146,994
UAL CORP	COM NEW	902549807	0	8,039 SH	Sole		8,039

<TABLE> <CAPTION>										
COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8			
AUTHORITY	TITLE OF	VALUE	SHRS OR	SH/ PUT/	INVESTMENT	OTHER	VOTING			
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NAME OF ISSUER	CLASS	CUSIP	(x\$1000)	PRN AMT	PRN CALL	DISCRETION	MANAGERS	SOLE	SHARED	
NONE										
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UBS AG	NAMEN AKT	H8920M855	7,697	70,161 SH		Sole	01	70,161		
Unilever NV New York shs	COM	904784709	3	117 SH		Sole	01	117		
Unilever PLC	SPON ADR	904767704	97	4,321 SH		Sole	01	4,321		
Unisource Energy Co	COM	909205106	289	9,290 SH		Sole	01	9,290		
United Dominion Realty Trust Inc	COM	910197102	488	17,437 SH		Sole	01	17,437		
United Microelectronics	SPONSORED ADR	910873207	5,752	1,849,558 SH		Sole	01	1,849,558		
United Natural Foods Inc	COM	911163103	1	41 SH		Sole	01	41		
United Technologies	COM	913017109	5,112	80,604 SH		Sole	01	80,604		
United Utilities PLC ADR	SPONSORED ADR	91311Q105	201	8,461 SH		Sole	01	8,461		
UnitedHealth Group	COM	91324P102	6,105	136,326 SH		Sole	01	136,326		
Universal Health Svc Inc	CL B	913903100	3,999	79,560 SH		Sole	01	79,560		
Univision Communicat	CL A	914906102	8,534	254,741 SH		Sole	01	254,741		
UNUMProvident Corp	COM	91529Y106	685	37,762 SH		Sole	01	37,762		
US Bancorp (New)	COM NEW	902973304	1,104	35,767 SH		Sole	01	35,767		
UST Inc.	COM	902911106	1,177	26,054 SH		Sole	01	26,054		
Van Kampen Inv Grade NY Muni	COM	920931102	767	53,565 SH		Sole	01	53,565		
Van Kampen Trust for Inv FL Muni	COM	920932100	140	9,794 SH		Sole	01	9,794		
Van Kampen Trust for Investm. Grade Muni	COM	920929106	2,543	178,615 SH		Sole	01	178,615		
Varian Medical Systems	COM	92220P105	2,156	45,531 SH		Sole	01	45,531		
VCA Antech Inc.	COM	918194101	1,452	45,463 SH		Sole	01	45,463		
Veolia Environment	SPONSORED ADR	92334N103	7,609	147,112 SH		Sole	01	147,112		
Verizon Communications VERIZON COMMUNICATIONS INC	COM	92343V104	2,406	71,840 SH		Sole	01	71,840		
VF Corporation	COM	92343V104	28	832 SH		Sole		832		
Viacom Corp Class B	COM	918204108	9,742	143,433 SH		Sole	01	143,433		
Vodafone Group PLC	COM	92553P201	4	100 SH		Sole	01	100		
Vornado Realty Trust	SPONSORED ADR	92857W100	11,723	550,358 SH		Sole	01	550,358		
Wabash National Corp	SH BEN INT	929042109	8,526	87,398 SH		Sole	01	87,398		
Wachovia Corporation 2nd	COM	929566107	114	7,415 SH		Sole	01	7,415		
Walgreen Company	COM	929903102	813	15,041 SH		Sole	01	15,041		
Walmart	COM	931422109	1,801	40,161 SH		Sole	01	40,161		
Watson Pharmaceutic	COM	931142103	1	28 SH		Sole	01	28		
Wells Fargo & Co New	COM	942683103	1,519	65,250 SH		Sole	01	65,250		
WESCO International Inc	COM	949746101	2,357	35,133 SH		Sole	01	35,133		
Westlake Chemical Co	COM	95082P105	1,070	15,504 SH		Sole	01	15,504		
Whirlpool Corp	COM	960413102	2	82 SH		Sole	01	82		
Whiting Petroleum Corp	COM	963320106	5	64 SH		Sole	01	64		
Whole Foods Market, Inc.	COM	966387102	464	11,090 SH		Sole	01	11,090		
Williams Companies	COM	966837106	423	6,548 SH		Sole	01	6,548		
Winnebago Industries	COM	969457100	481	20,591 SH		Sole	01	20,591		
	COM	974637100	1	33 SH		Sole	01	33		

<TABLE> <CAPTION>											
COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8				
NAME OF ISSUER	TITLE OF	VALUE	SHRS OR	SH/ PUT/	INVESTMENT	OTHER	VOTING AUTHORITY				
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	CLASS	CUSIP	(x\$1000)	PRN AMT	PRN CALL	DISCRETION	MANAGERS	SOLE	SHARED	NONE	
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World Acceptance Corp	COM	981419104	272	7,651 SH		Sole	01	7,651			
WPP Group	SPON ADR 0905 ADDED	929309409	12,015	199,286 SH		Sole	01	199,286			
Wrigley Wm. Jr. Co	COM	982526105	1	20 SH		Sole	01	20			
WYETH	COM	983024100	5,202	117,132 SH		Sole	01	117,132			

Xcel Energy Inc	COM	98389B100	3,073	160,195	SH	Sole	01	160,195
XL Capital Limited	COM	G98255105	3	51	SH	Sole	01	51
Yahoo! Inc	COM	984332106	9,522	288,558	SH	Sole	01	288,558
Yum Brands Inc	COM	988498101	14,468	287,804	SH	Sole	01	287,804
Zenith National Insurance	COM	989390109	2,759	69,553	SH	Sole	01	69,553
Zimmer Holdings Inc	COM	98956P102	914	16,123	SH	Sole	01	16,123
Zoran Corporation	COM	98975F101	519	21,316	SH	Sole	01	21,316

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