

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

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2007

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 May 8, 2007

[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: 606 lines

Form 13F Information Table Value Total: 2,224,917
(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.

FORM 13F INFORMATION TABLE

<TABLE>
<CAPTION>

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

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ AMT	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
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3M Company	COM	88579Y101	26,144	342,066	SH		Sole	01	342,066		
ABB Ltd ADR	SPONSORED ADR	000375204	11,497	669,209	SH		Sole	01	669,209		
Abbott Laboratories	COM	002824100	4	80	SH		Sole	01	80		
Abrixis Bioscience Inc	COM	00383E106	164	6,146	SH		Sole	01	6,146		
Ace Ltd Ord Shs	COM	G0070K103	1	16	SH		Sole	01	16		
Actuant Corp Cl A New	NEW	00508X203	72	1,410	SH		Sole	01	1,410		
Advanced Med Optics Inc Conv Bond	7/1	00763MAG3	4	4,000	SH		Sole	01	4,000		
Advanced Micro Device	ADR	007903107	1	51	SH		Sole	01	51		
Advantage Energy Inc Fd Tr Unit	TR UNIT	00762L101	77	7,464	SH		Sole	01	7,464		
Aeropostale Inc.	COM	007865108	2,030	50,448	SH		Sole	01	50,448		
AES Corporation	COM	00130H105	7,722	358,834	SH		Sole	01	358,834		
Affiliated Computer Svcs Inc Cl A	CL A	008190100	2	34	SH		Sole	01	34		
Affiliated Managers Group	COM	008252108	4	36	SH		Sole	01	36		
Aflac Inc	COM	001055102	22,422	476,452	SH		Sole	01	476,452		
AGCO Corporation	ADR	001084102	2	66	SH		Sole	01	66		
Agilent Technologies	COM	00846U101	4,520	134,169	SH		Sole	01	134,169		
AGL Resources Inc	COM	001204106	1,666	39,000	SH		Sole	01	39,000		
Akzo Nobel NV	SPONSORED ADR	010199305	4,790	63,093	SH		Sole	01	63,093		
Alcan Aluminium Ltd	ADR	013716105	0	8	SH		Sole	01	8		
Alcoa Inc	COM	013817101	4,183	123,407	SH		Sole	01	123,407		
Allergan Inc	COM	018490102	723	6,520	SH		Sole	01	6,520		
Alliant Techsystems Inc Conv Bond	2/1	018804AH7	4	3,000	SH		Sole	01	3,000		
Allianz SE	ADR	018805101	1	54	SH		Sole	01	54		
Allstate Corporation	COM	020002101	2	30	SH		Sole	01	30		
Alltel Corporation	COM	020039103	4	60	SH		Sole	01	60		
Altera Corp	ADR NEW	021441100	1	43	SH		Sole	01	43		
Altria Group Inc	COM	02209S103	18,808	214,189	SH		Sole	01	214,189		
Alza Corp	7/2	02261WAB5	2	2,000	SH		Sole	01	2,000		
AMB Property Corp.	COM	00163T109	74	1,254	SH		Sole	01	1,254		
AMBAC Financial Group	COM	023139108	12	134	SH		Sole	01	134		
Amdocs Ltd Sr Notes Conv Bond	3/1	02342TAD1	3	3,000	SH		Sole	01	3,000		
Amer International Group Inc	COM	026874107	15,216	226,362	SH		Sole	01	226,362		
America Movil SAB DE CV ADR L Shares	SHS	02364W105	6,578	137,637	SH		Sole	01	137,637		
American Axle & Manufacturing	COM	024061103	15,786	577,194	SH		Sole	01	577,194		

<TABLE>
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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	SH/ AMT	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
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American Capital Strategies Ltd	COM	024937104	3	60	SH		Sole	01	60		
American Electric Power	COM	025537101	6,600	135,384	SH		Sole	01	135,384		
American Equity Inv Life Holding Co	COM	025676206	139	10,613	SH		Sole	01	10,613		
American Express Co	COM	025816109	17,871	316,856	SH		Sole	01	316,856		
American Finl Group Inc Corp Bond	6/0	025932AD6	2	3,000	SH		Sole	01	3,000		
American Home Mortgage Inv	COM	02660R107	113	4,203	SH		Sole	01	4,203		
American National Ins	COM	028591105	200	1,563	SH		Sole	01	1,563		
Ameriprise Financial Inc	COM	03076C106	6,317	110,552	SH		Sole	01	110,552		
Amgen Inc	COM	031162100	6	102	SH		Sole	01	102		
Anadarko Petroleum	COM	032511107	1	30	SH		Sole	01	30		
Analog Devices Inc	CA INSD MUN TR	032654105	1	22	SH		Sole	01	22		
AngloGold Ashanti ADR	SPONSORED ADR	035128206	2	36	SH		Sole	01	36		
Anheuser- Busch Co	COM	035229103	5	94	SH		Sole	01	94		

Ansys, Inc	COM	03662Q105	1,773	34,928	SH	Sole	01	34,928
Apache Corporation	COM	037411105	5	70	SH	Sole	01	70
Apollo Group Inc	CL A	037604105	0	9	SH	Sole	01	9
Apple, Inc.	COM	037833100	843	9,071	SH	Sole	01	9,071
Applied Materials	CAROLNA GP STK	038222105	1	47	SH	Sole	01	47
Aquila, Inc.	COM	03840P102	604	144,447	SH	Sole	01	144,447
Archstone- Smith Trust	COM	039583109	307	5,656	SH	Sole	01	5,656
Arkansas Best Corp Del	COM	040790107	11,671	328,302	SH	Sole	01	328,302
Armor Holdings Inc	COM	042260109	141	2,099	SH	Sole	01	2,099
ASA Limited	COM	G3156P103	5,885	90,970	SH	Sole	01	90,970
Asia Pacific Fund Closed	COM	044901106	13	621	SH	Sole	01	621
ASM Lithography Holding	Y SHS	N07059111	2	99	SH	Sole	01	99
Asta Funding Inc	COM	046220109	184	4,253	SH	Sole	01	4,253
AstraZeneca PLC	SPONSORED ADR	046353108	15,517	289,233	SH	Sole	01	289,233
AT & T Inc new	COM	00206R102	3	86	SH	Sole	01	86
AvalonBay Communities, Inc.	COM	053484101	342	2,628	SH	Sole	01	2,628
Avon Products Inc	COM	054303102	4	100	SH	Sole	01	100
AXA UAP Spons ADR	SPONSORED ADR	054536107	11,684	274,273	SH	Sole	01	274,273
Banco Bradesco ADR	NEW	059460303	8,637	213,564	SH	Sole	01	213,564
Bank of America Corp	COM	060505104	44	862	SH	Sole	01	862
Bausch & Lomb Inc	COM	071707103	5,268	102,967	SH	Sole	01	102,967
Baxter International Inc.	COM	071813109	16,571	314,624	SH	Sole	01	314,624
Beacon Roofing Supply Inc.	COM	073685109	79	4,898	SH	Sole	01	4,898
Beckman Coulter Inc	COM	075811109	6,092	95,346	SH	Sole	01	95,346
Becton Dickinson & Co	COM	075887109	6,650	86,484	SH	Sole	01	86,484
Bed Bath & Beyond	COM	075896100	1	18	SH	Sole	01	18
Best Buy Inc Sub Deb Convt Bond	1/1	086516AF8	3	3,000	SH	Sole	01	3,000

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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/ INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE

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BHP Billiton Limited	CL A	088606108	12,450	256,961	SH	Sole	01	256,961	
Black & Decker Corp	COM	091797100	0	1	SH	Sole	01	1	
BlackRock Fl Ins Muni Inc Tr	COM	09250G102	13	891	SH	Sole	01	891	
BlackRock Florida Mu ni 2020 Term Trust	COM SHS	09250M109	13	893	SH	Sole	01	893	
BlackRock Muni NY Intermed Dur Fund	DDED	09255F109	913	65,005	SH	Sole	01	65,005	
BlackRock Muniyld CA Fund Inc	DDED	09254M105	1,375	97,226	SH	Sole	01	97,226	
BlackRock NY Muni In come Trust II	COM	09249R102	978	63,359	SH	Sole	01	63,359	
Blount International Inc	COM	095180105	14,331	1,151,058	SH	Sole	01	1,151,058	
Boston Properties, Inc.	COM	101121101	453	3,856	SH	Sole	01	3,856	
Bowne & Co Inc	COM	103043105	9,437	599,959	SH	Sole	01	599,959	
BP AMOCO PLC	CL A	055622104	12	192	SH	Sole	01	192	
Brandywine Realty Trust	SH BEN INT NEW	105368203	132	3,953	SH	Sole	01	3,953	
Brasil Distr Pao Acu SP ADR	COM	20440T201	1	29	SH	Sole	01	29	
Briggs & Stratton Corp	COM	109043109	15,269	494,941	SH	Sole	01	494,941	
Bristol Myers-Squibb	COM	110122108	7,221	260,117	SH	Sole	01	260,117	
British American Tobacco	SPONSORED ADR	110448107	12,135	192,495	SH	Sole	01	192,495	
Broadcom Corp Cl A	CL A	111320107	657	20,474	SH	Sole	01	20,474	
Brookfield PPTYS Build-A-Bear Workshop Inc.	COM	112900105	258	6,401	SH	Sole	01	6,401	
C H Robinson Wldwide Inc Com	COM	120076104	92	3,336	SH	Sole	01	3,336	
C R Bard Inc NJ	COM	12541W209	38	795	SH	Sole	01	795	
	COM	067383109	11,115	139,791	SH	Sole	01	139,791	

Conv Bond	Conv Bond	216640AE2	6	3,000	SH	Sole	01	3,000
Cooper Companies	NEW	216648402	15,076	310,068	SH	Sole	01	310,068
Corus Bankshares Inc	COM	220873103	62	3,611	SH	Sole	01	3,611
Costco Wholesale Corp New	COM	22160K105	1	13	SH	Sole	01	13
Covanta Holdings Corp	COM	22282E102	4,306	194,149	SH	Sole	01	194,149
Coventry Health Care Inc.	COM	222862104	3	57	SH	Sole	01	57
CSS Industries Inc.	COM	125906107	14,305	381,669	SH	Sole	01	381,669
CVS/Caremark Corp.	COM	126650100	3	90	SH	Sole	01	90
CYTYC Corp	COM	232946103	317	9,262	SH	Sole		9,262

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
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Danaher Corp Del Lyon	1/2	235851AF9	3	3,000	SH	Sole	01	3,000		
Danaher Corporation	COM	235851102	27	372	SH	Sole	01	372		
Deere & Company	COM	244199105	2	20	SH	Sole	01	20		
Dell, Inc (New)	COM	24702R101	2	83	SH	Sole	01	83		
Deluxe Corporation	COM	248019101	2	72	SH	Sole	01	72		
Dentsply Intl Inc	COM	249030107	12,310	375,890	SH	Sole	01	375,890		
Deutsche Bank AG	ORD	D18190898	5,115	38,017	SH	Sole	01	38,017		
Deutsche Telekom AG	COM	251566105	0	24	SH	Sole	01	24		
Developers Div Rlty	COM	251591103	272	4,331	SH	Sole	01	4,331		
Devon Energy Corp	COM	25179M103	5,952	85,991	SH	Sole	01	85,991		
Diageo PLC spon ADR (New)	NEW	25243Q205	135	1,662	SH	Sole	01	1,662		
Diamond Offshore Drilling	COM	25271C102	14,294	176,576	SH	Sole	01	176,576		
Diamond Offshore Drilling Inc Conv	Conv	25271CAE2	5	3,000	SH	Sole	01	3,000		
Disney, Inc.	COM DISNEY	254687106	5	138	SH	Sole	01	138		
Dominion Resources	COM	25746U109	994	11,197	SH	Sole	01	11,197		
Donnelley R R & Sons Co.	COM	257867101	2	50	SH	Sole	01	50		
Doral Financial Corporation	COM	25811P100	0	32	SH	Sole	01	32		
Dow Chemical Company	COM	260543103	19	405	SH	Sole	01	405		
DPL Inc	COM	233293109	989	31,799	SH	Sole	01	31,799		
Dr. Reddy's Labs Ltd	ADR	256135203	8,504	516,621	SH	Sole	01	516,621		
DST Systems Inc Del Conv Bond	8/1	233326AD9	5	3,000	SH	Sole	01	3,000		
Duke Energy Corp New	COM	26441C105	880	43,370	SH	Sole	01	43,370		
Duke-Weeks Realty Corp	NEW	264411505	2	46	SH	Sole	01	46		
Dun & Bradstreet Corp	COM	26483E100	1	13	SH	Sole	01	13		
Dupont De Nemours	COM	263534109	3	57	SH	Sole	01	57		
DWS Global High Inc Fund Inc	COM ADDED	23338W104	1	148	SH	Sole	01	148		
E.ON AG	SPONSORED ADR	268780103	1,642	36,355	SH	Sole	01	36,355		
East West Bankcorp Inc	COM	27579R104	1,456	39,589	SH	Sole	01	39,589		
Eastman Chemical Co	COM	277432100	39	621	SH	Sole	01	621		
Eaton Corporation	COM	278058102	2	18	SH	Sole	01	18		
Eaton Vance FL Muni Inc Tr	SH BEN INT	27826B100	12	868	SH	Sole	01	868		
eBay Inc	COM	278642103	2	52	SH	Sole	01	52		
Edison International	COM	281020107	805	16,385	SH	Sole	01	16,385		
EDP Energias de Portugal SASA	SPONSORED ADR	268353109	323	6,016	SH	Sole	01	6,016		
Electronic Data Sys Conv Bond	7/1	285661AF1	3	3,000	SH	Sole	01	3,000		
Embarq Corp	COM	29078E105	37	657	SH	Sole	01	657		
Embraer- Empresa Brasileir	SP ADR PFD SHS	29081M102	8,536	186,129	SH	Sole	01	186,129		
Emergency Medical Services LP	CL A	29100P102	94	3,192	SH	Sole	01	3,192		
Emerson Electric Co	COM	291011104	14,902	345,825	SH	Sole	01	345,825		
Endo Pharmaceuticals Holdings Inc	COM	29264F205	1	49	SH	Sole	01	49		

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Enel Sociata Per Azioni	ADR	29265W108	759	14,180	SH		Sole	01	14,180		
ENI S.p.A.	SPONSORED ADR	26874R108	94	1,449	SH		Sole	01	1,449		
Energy Corporation	COM	29364G103	1,502	14,318	SH		Sole	01	14,318		
Equifax Incorporated	COM	294429105	6,321	173,418	SH		Sole	01	173,418		
Equity Investor Fund	-ATT	294700703	8	68	SH		Sole	01	68		
Equity Residential Property Trust	SH BEN INT	29476L107	315	6,537	SH		Sole	01	6,537		
Euronet Worldwide, Inc.	COM	298736109	13,953	519,457	SH		Sole	01	519,457		
Everest Re Group Ltd	COM	G3223R108	1	15	SH		Sole	01	15		
Exelon Corporation	COM	30161N101	2,141	31,158	SH		Sole	01	31,158		
Expeditors Int'l of Washington, Inc.	COM	302130109	2,155	52,148	SH		Sole	01	52,148		
Express Jet Holdings Inc.	CL A	30218U108	10,704	1,832,961	SH		Sole	01	1,832,961		
Express Scripts Inc	COM	302182100	1,547	19,160	SH		Sole	01	19,160		
Exxon Mobil Corp	COM	30231G102	27,413	363,321	SH		Sole	01	363,321		
FactSet Research Systems	COM	303075105	2,427	38,618	SH		Sole	01	38,618		
Family Dollar Stores, Inc.	COM	307000109	2	75	SH		Sole	01	75		
Fastenal Company	COM	311900104	4	112	SH		Sole	01	112		
Federal Home Ln Mtg Corp	COM	313400301	1	25	SH		Sole	01	25		
Federal National Mortgage Association	COM	313586109	1	10	SH		Sole	01	10		
Federal Realty Investment Trust	SH BEN INT NEW	313747206	127	1,398	SH		Sole	01	1,398		
Fei Co	6/0	30241LAF6	3	2,000	SH		Sole	01	2,000		
Fidelity National Financial Inc.	CL A	31620R105	39	1,640	SH		Sole	01	1,640		
Fidelity National Info Services	COM	31620M106	1	14	SH		Sole	01	14		
First American Corp	COM	318522307	10,308	203,238	SH		Sole	01	203,238		
FirstEnergy Corp	COM	337932107	10	144	SH		Sole	01	144		
FirstFed Financial Corp.	COM	337907109	91	1,597	SH		Sole	01	1,597		
Fiserv Inc	COM	337738108	3	56	SH		Sole	01	56		
Fisher Scientific Intl Conv Bond	3/0	338032AX3	4	3,000	SH		Sole	01	3,000		
Ford Motor Co Capital	6.5%	345395206	4	125	SH		Sole	01	125		
Fortune Brands Inc	COM	349631101	1	9	SH		Sole	01	9		
FPL Group Inc	COM	302571104	7	119	SH		Sole	01	119		
Freeport McMoran Copper & Gold Stk B	CL B	35671D857	13,857	209,351	SH		Sole	01	209,351		
Fremont General Corp	COM	357288109	54	7,857	SH		Sole	01	7,857		
Fulton Financial Corp.	COM	360271100	16	1,070	SH		Sole	01	1,070		
Genentech Inc	COM NEW	368710406	880	10,721	SH		Sole	01	10,721		
General Dynamics	COM	369550108	17,069	223,413	SH		Sole	01	223,413		
General Electric Co.	COM	369604103	6,150	173,936	SH		Sole	01	173,936		
General Growth Properties Inc.	COM	370021107	148	2,292	SH		Sole	01	2,292		
General Mills Inc	COM	370334104	177	3,038	SH		Sole	01	3,038		
General Motors Corp	COM	370442105	33	1,070	SH		Sole	01	1,070		
General Mtrs Corp Sr Deb Conv Ser C	C 33	370442717	3	150	SH		Sole	01	150		

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Genlyte Group Inc.	COM	372302109	2	31	SH		Sole	01	31		

Fd	S BD	464287432	122,554	1,388,240	SH	Sole	01	1,388,240
IShares Lehman Short Treasury Bond Fund								
ADDED	464288679	83,437	763,512	SH	Sole	01	763,512	
IShares S&P Global Energy								
ENER	464287341	46,533	417,522	SH	Sole	01	417,522	
IShares Silver Trust								
COM	46428Q109	5,583	41,811	SH	Sole	01	41,811	
Jabil Circuit Inc								
COM	466313103	1,235	57,665	SH	Sole	01	57,665	
Jakks Pacific Inc								
COM	47012E106	17,010	711,723	SH	Sole	01	711,723	
JF China Region Fund Closed end								
COM	46614T107	5	231	SH	Sole	01	231	
Johnson & Johnson								
COM	478160104	17,485	290,155	SH	Sole	01	290,155	
Johnson Controls Inc								
COM	478366107	1	11	SH	Sole	01	11	
Jones Lang Lasalle Inc								
COM	48020Q107	2,107	20,210	SH	Sole	01	20,210	
JP Morgan Chase & Co								
COM	46625H100	12	258	SH	Sole	01	258	
Juniper Networks Inc								
6/1	48203RAC8	3	3,000	SH	Sole	01	3,000	
Kenexa Corp								
COM	488879107	104	3,347	SH	Sole	01	3,347	
Keycorp Common Stock								
COM	493267108	2	43	SH	Sole	01	43	
KeySpan Corporation								
COM	49337W100	1	30	SH	Sole	01	30	
Kilroy Realty Corp.								
COM	49427F108	90	1,222	SH	Sole	01	1,222	
Kimberly-Clark Corp								
COM	494368103	82	1,197	SH	Sole	01	1,197	
KLA-Tencor Corp								
COM	482480100	1	17	SH	Sole	01	17	
Knight Transportation								
COM	499064103	1,984	111,331	SH	Sole	01	111,331	
Kohl's Corporation								
COM	500255104	4	52	SH	Sole	01	52	
Komag Inc								
COM NEW	500453204	101	3,097	SH	Sole	01	3,097	
Koninklijke Philips Electronics								
NEW	500472303	16,050	421,263	SH	Sole	01	421,263	
Kookmin Bank ADR								
SPONSORED ADR	50049M109	9,958	110,463	SH	Sole	01	110,463	
Korea Equity Fund Closed End								
COM	50063B104	10	958	SH	Sole	01	958	
Korea Fund Closed End								
COM	500634100	9	272	SH	Sole	01	272	
Kraft Foods Inc.								
CL A	50075N104	120	3,796	SH	Sole	01	3,796	
L-3 Communications Holdings Inc								
COM	502424104	2	26	SH	Sole	01	26	
Laboratory Corp Amer Hlds								
9/1	50540RAG7	4	4,000	SH	Sole	01	4,000	
Laboratory Corp of America								
COM NEW	50540R409	1	20	SH	Sole	01	20	
Lafarge ADR								
COM	505861401	1	15	SH	Sole	01	15	

<TABLE>
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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 SH/ PRN AMT	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
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Lamson & Sessions Co	COM	513696104	114	4,110	SH	Sole	01	4,110		
Lear Corporation	COM	521865105	34,117	934,467	SH	Sole	01	934,467		
Lehman Brothers Holdings	COM	524908100	22	319	SH	Sole	01	319		
Lennar Corp	CL A	526057104	2	36	SH	Sole	01	36		
Liberty Property Trust	SH BEN INT	531172104	292	5,995	SH	Sole	01	5,995		
Lincoln National Corp	COM	534187109	2	31	SH	Sole	01	31		
Linear Technology Corp	COM	535678106	1	20	SH	Sole	01	20		
Lockheed Martin Corp Conv Bond	8/1	539830AP4	4	3,000	SH	Sole	01	3,000		
Loews Corp Carolina Group	CAROLNA GP STK	540424207	4,489	59,368	SH	Sole	01	59,368		
Louisiana- Pacific Corp.	COM	546347105	13,335	664,760	SH	Sole	01	664,760		
Lowe's Companies Inc	COM	548661107	17,788	564,877	SH	Sole	01	564,877		
LSI Logic Corp	5/1	502161AJ1	2	2,000	SH	Sole	01	2,000		
Lyondell Chemical Co	COM	552078107	1	30	SH	Sole	01	30		
Macerich Company	COM	554382101	118	1,273	SH	Sole	01	1,273		
Magyar Telekom Telecommunications PLC	COM	559776109	1	23	SH	Sole	01	23		
Manor Care Inc	6/0	564055AP6	4	3,000	SH	Sole	01	3,000		
Manpower Inc.	COM	56418H100	1	17	SH	Sole	01	17		
Marathon Oil Corp	COM	565849106	4	41	SH	Sole	01	41		
Market Vectors Gold Miners	ETF	57060U100	5,700	144,043	SH	Sole	01	144,043		
Marvell Technology Group	ORD	G5876H105	0	28	SH	Sole	01	28		
Masco Corporation	COM	574599106	1	50	SH	Sole	01	50		

Mattel Inc	COM	577081102	3,208	116,350	SH	Sole	01	116,350
Maxim Integrated Products	COM	57772K101	1	20	SH	Sole	01	20
MBIA Incorporated	COM	55262C100	1	11	SH	Sole	01	11
MBIA/ Claymore Manage d Duration Muni	COM	55266X100	4,592	345,296	SH	Sole	01	345,296
McDonalds Corp	COM	580135101	26,644	591,427	SH	Sole	01	591,427
McGraw-Hill Co	COM	580645109	10,825	172,155	SH	Sole	01	172,155
MDC Holdings Inc	COM	552676108	2	33	SH	Sole	01	33
Medarex Inc	COM	583916101	107	8,293	SH	Sole	01	8,293
Medicines Company	COM	584688105	93	3,700	SH	Sole	01	3,700
Medicis Pharmaceutical Corp	6/0	584690AB7	2	2,000	SH	Sole	01	2,000
Medtronic Inc	COM	585055106	5,620	114,553	SH	Sole	01	114,553
Mellon Financial Corp	COM	58551A108	11,535	267,374	SH	Sole	01	267,374
MEMC Electronic Materials	COM	552715104	2	40	SH	Sole	01	40
Merck & Co.	COM	589331107	125	2,841	SH	Sole	01	2,841
Meritage Homes Corp	COM	59001A102	58	1,798	SH	Sole	01	1,798
Methanex Corporation	COM	59151K108	3	146	SH	Sole	01	146
MGI Pharma Inc	COM	552880106	113	5,020	SH	Sole	01	5,020
MI Schottenstein Homes Inc	COM	55305B101	12,550	472,703	SH	Sole	01	472,703
Microchip Technology Inc	COM	595017104	1,741	48,993	SH	Sole	01	48,993

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

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED
NONE									
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Micro Technology	COM	595112103	1	104	SH	Sole	01	104	
Microsoft Corp.	COM	594918104	11,135	399,540	SH	Sole	01	399,540	
MicroStrategy Inc Cl A	NEW	594972408	122	962	SH	Sole	01	962	
Millipore Corp.	COM	601073109	2,477	34,173	SH	Sole	01	34,173	
Mitsubishi UFJ Fin Group	SPONSORED ADR ADDED	606822104	16,411	1,457,422	SH	Sole	01	1,457,422	
MKS Instruments, Inc	COM	55306N104	152	5,975	SH	Sole	01	5,975	
Mobile Telesystems OJSC	COM	607409109	1	16	SH	Sole	01	16	
Molson Coors Brewing Co Cl B	CL B	60871R209	2,271	24,004	SH	Sole	01	24,004	
Moody's Corporation	COM	615369105	538	8,672	SH	Sole	01	8,672	
Morgan Stanley Asia Pacific Fund Clsdend	COM	61744U106	7	355	SH	Sole	01	355	
Morgan Stanley CA Insured Muni Inc	CA INSD MUN TR	61745P502	1,377	94,241	SH	Sole	01	94,241	
Morgan Stanley CA Muni Sec	INSD CA MUN	61745P825	1,419	95,053	SH	Sole	01	95,053	
Morgan Stanley Dean Witter Co	NEW	617446448	2	29	SH	Sole	01	29	
Morgan Stanley NY Qual Muni Sec	N Y QULTY MUN	61745P528	915	64,993	SH	Sole	01	64,993	
MSCI Japan Index	MSCI JAPAN	464286848	13	910	SH	Sole	01	910	
Municipal Advantge Fund	COM	626189104	4,781	348,435	SH	Sole	01	348,435	
Nabors Inds Inc Conv Exch0B Bond	6/1	629568AL0	3	3,000	SH	Sole	01	3,000	
National Bank Of Greece	ADR	633643408	4,955	462,207	SH	Sole	01	462,207	
National Grid New Transco PLC	SPON ADR NEW	636274300	1,573	19,960	SH	Sole	01	19,960	
Nationwide Health Props	COM	638620104	117	3,741	SH	Sole	01	3,741	
Natl Semiconductor	COM	637640103	1	45	SH	Sole	01	45	
Nektar Therapeutics	COM	640268108	89	6,842	SH	Sole	01	6,842	
Neoware Inc.	COM	64065P102	46	4,541	SH	Sole	01	4,541	
Netgear Inc	COM	64111Q104	136	4,750	SH	Sole	01	4,750	
Network Appliance	COM	64120L104	3	75	SH	Sole	01	75	

Neuberger Berman CA									
Inter Muni Fund	COM	64123C101	1,372	92,486	SH	Sole	01	92,486	
Newell Rubbermaid	COM	651229106	0	1	SH	Sole	01	1	
News Corp Ltd Class									
B New	CL B	65248E203	6	230	SH	Sole	01	230	
Newtek Business									
Services Inc	COM	652526104	297	146,141	SH	Sole		146,141	
NICE Systems LTD ADR	SPONSORED ADR	653656108	1	16	SH	Sole	01	16	
NII Holdings Inc.									
CL B	CL B NEW	62913F201	17,369	234,140	SH	Sole	01	234,140	
Nike, Inc.	CL B	654106103	20,664	194,470	SH	Sole	01	194,470	
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	15,180	709,361	SH	Sole	01	709,361	
Noble Corporation	SHS	G65422100	4	50	SH	Sole	01	50	
Nokia Corporation	SPONSORED ADR	654902204	16,461	718,179	SH	Sole	01	718,179	
Northeast Utilities	COM	664397106	2,133	65,105	SH	Sole	01	65,105	
Novartis AG	SPONSORED ADR	66987V109	19,216	351,747	SH	Sole	01	351,747	
Novo-Nordisk A/S	COM	670100205	1	10	SH	Sole	01	10	

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								SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
NRG Energy Inc	COM NEW	629377508	7,066	98,079	SH	Sole	01	98,079		
NTT DoCoMo Inc										
Spons ADR	ADR	62942M201	16,780	910,485	SH	Sole	01	910,485		
Nuveen Fl Qual Inc										
Muni Tr	COM	670978105	12	866	SH	Sole	01	866		
Occidental										
Petroleum Corp	COM	674599105	2	38	SH	Sole	01	38		
OfficeMax Inc	COM	67622P101	1,582	29,987	SH	Sole	01	29,987		
Old Republic Int'l	COM	680223104	149	6,742	SH	Sole	01	6,742		
OMI Corp.	COM	Y6476W104	125	4,659	SH	Sole	01	4,659		
Omnicom Group Inc	7/0	681919AT3	5	5,000	SH	Sole	01	5,000		
Oneok Inc	COM	682680103	2	49	SH	Sole	01	49		
Option Care, Inc.	COM	683948103	1	84	SH	Sole	01	84		
Oracle Corporation	COM	68389X105	20,295	1,119,395	SH	Sole	01	1,119,395		
O'Reilly										
Automotive, Inc.	COM	686091109	1,856	56,076	SH	Sole	01	56,076		
Orix Corp	SPONSORED ADR	686330101	4	29	SH	Sole	01	29		
Orthofix Intl N.V.	COM	N6748L102	98	1,929	SH	Sole	01	1,929		
Overseas										
Shipholding Group										
Inc	COM	690368105	4	67	SH	Sole	01	67		
Owens- Illinois Inc	NEW	690768403	16,984	659,044	SH	Sole	01	659,044		
Paine Webber										
Insured Muni										
Income Fund	COM	45809F104	4,607	341,760	SH	Sole	01	341,760		
Pall Corporation	COM	696429307	22,469	591,299	SH	Sole	01	591,299		
Parlux Fragrances										
Inc	COM	701645103	72	12,979	SH	Sole	01	12,979		
Patterson Cos Inc	COM	703395103	254	7,146	SH	Sole	01	7,146		
Pengrowth Eneyr Tr										
Units Cl a	NEW	706902509	147	8,714	SH	Sole	01	8,714		
PepsiCo Inc	COM	713448108	17,887	281,414	SH	Sole	01	281,414		
PetroChina Company	ADR	71646E100	3	25	SH	Sole	01	25		
Petroleo Brasileiro	SPONSORED ADR	71654V408	22,984	230,968	SH	Sole	01	230,968		
PetroQuest Energy										
Inc	COM	716748108	128	10,967	SH	Sole	01	10,967		
Pfizer Inc	COM	717081103	26	1,030	SH	Sole	01	1,030		
PG&E Corporation	COM	69331C108	1,513	31,336	SH	Sole	01	31,336		
Philippine Long										
Dist ance										
Telephone Co	SPONSORED ADR	718252604	11,707	221,731	SH	Sole	01	221,731		
Phillips-Van Heusen										
Corp	COM	718592108	7,433	126,411	SH	Sole	01	126,411		
Pilgram Pride Corp	COM	721467108	1	38	SH	Sole	01	38		
Pitney Bowes Inc	COM	724479100	189	4,153	SH	Sole	01	4,153		
Plum Creek Timber Co	COM	729251108	0	9	SH	Sole	01	9		
PMI Group Inc	COM	69344M101	2	49	SH	Sole	01	49		
Polaris Inds Inc	COM	731068102	1	21	SH	Sole	01	21		
Pool Corp	COM	73278L105	1,683	47,024	SH	Sole	01	47,024		
Popular, Inc.	COM	733174106	13,900	839,356	SH	Sole	01	839,356		
POSCO ADR	COM	693483109	2	18	SH	Sole	01	18		
PPL Corporation	COM	69351T106	1,068	26,118	SH	Sole	01	26,118		
Praxair Inc	COM	74005P104	17,688	280,938	SH	Sole	01	280,938		

Pharmaceuticals Conv Bond	2/0	88164RAB3	3	3,000 SH	Sole	01	3,000
Teva Pharmaceuticals Conv Bond	2/0	88165FAA0	1	1,000 SH	Sole	01	1,000
Texas Instruments	COM	882508104	3	102 SH	Sole	01	102
Textron Inc	COM	883203101	3	30 SH	Sole	01	30
The Directv Group Inc	COM	25459L106	1	43 SH	Sole	01	43
Thor Industries Inc	COM	885160101	1	30 SH	Sole	01	30
Time Warner Inc.	COM	887317105	7,379	374,207 SH	Sole	01	374,207
TJX Companies, Inc	COM	872540109	19	715 SH	Sole	01	715
Tomkins PLC ADR	RED ADR	890030208	16,322	776,140 SH	Sole	01	776,140
Tootsie Roll Industries, Inc.	COM	890516107	4	127 SH	Sole	01	127
Torchmark Corp	COM	891027104	2	38 SH	Sole	01	38
Toro Company	COM	891092108	1	23 SH	Sole	01	23
Total Fina S.A.	SPONSORED ADR	89151E109	18,535	265,619 SH	Sole	01	265,619
Travelers Companies Inc.	ADDED	89417E109	31	601 SH	Sole	01	601
Travelers Property Casualty 4.5% Conv	2032	89420G307	3	125 SH	Sole	01	125
Trend Micro	COM	89486M206	0	12 SH	Sole	01	12
Trex Company Inc	COM	89531P105	13,688	635,765 SH	Sole	01	635,765
Triad Guaranty Inc	COM	895925105	70	1,698 SH	Sole	01	1,698
Tronox Inc Cl B sh	COM	897051207	0	1 SH	Sole	01	1
True Religion Appare l Inc	COM	89784N104	100	6,166 SH	Sole	01	6,166
Turkcell Iletisim Hizmet - ADR	SPON ADR	900111204	224	16,909 SH	Sole	01	16,909
TXU Corporation	COM	873168108	1,548	24,149 SH	Sole	01	24,149
Tyco Intl Ltd	COM	902124106	8,044	254,972 SH	Sole	01	254,972
UAL Corp.	COM	902549807	24	622 SH	Sole		622
UBS AG Ordinary Shs	ADDED	H89231338	3	54 SH	Sole	01	54
UDR Inc	ADDED	902653104	89	2,901 SH	Sole	01	2,901

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE	
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Unilever PLC	SPON ADR	904767704	198	6,599 SH		Sole	01	6,599			
Unisource Energy Co	COM	909205106	66	1,749 SH		Sole	01	1,749			
United Auto Group United	4/0	909440AH2	2	2,000 SH		Sole	01	2,000			
Microelectronics United Parcel Svc	SPONSORED ADR CL B	910873207 911312106	443 6,117	139,308 SH 87,254 SH		Sole	01	139,308 87,254			
United Technologies United Utilities	COM	913017109	18,336	282,092 SH		Sole	01	282,092			
PLC ADR UnitedHealth Group	SPONSORED ADR COM	91311Q105 91324P102	293 9	9,870 SH 166 SH		Sole	01	9,870 166			
Unum Group	COM	91529Y106	1	40 SH		Sole	01	40			
US Bancorp (New) UST Inc.	COM NEW COM	902973304 902911106	8,359 1	239,026 SH 14 SH		Sole	01	239,026 14			
Van Kampen Inv Grade NY Muni	COM	920931102	902	57,575 SH		Sole	01	57,575			
Van Kampen Trust for Inv FL Muni	COM	920932100	13	836 SH		Sole	01	836			
Van Kampen Trust for Investm. Grade Muni	COM	920929106	4,651	296,076 SH		Sole	01	296,076			
Varian Medical Systems	COM	92220P105	2,148	45,036 SH		Sole	01	45,036			
VCA Antech Inc. Veolia Envrinment	COM SPONSORED ADR	918194101 92334N103	1,884 12,153	51,891 SH 163,528 SH		Sole	01	51,891 163,528			
Verizon Communications	COM	92343V104	9	245 SH		Sole	01	245			
Verizon Communications Inc.	COM	92343V104	32	832 SH		Sole		832			
VF Corporation	COM	918204108	6	76 SH		Sole	01	76			
Vodafone Group New Plc Spons Adr	ADDED	92857W209	15,328	570,655 SH		Sole	01	570,655			
Vornado Realty Trust W Holding Co. Inc	SH BEN INT COM	929042109 929251106	170 12,674	1,424 SH 2,534,899 SH		Sole	01	1,424 2,534,899			
Wachovia Corporation 2nd	COM	929903102	2	31 SH		Sole	01	31			
Walgreen Company	COM	931422109	18,559	404,415 SH		Sole	01	404,415			

Walmart	COM	931142103	11,783	250,965	SH	Sole	01	250,965
Walt Disney Co Cv								
Sr Notes	4/1	254687AU0	5	4,000	SH	Sole	01	4,000
Washington Mutual	COM	939322103	36	894	SH	Sole	01	894
Watson Pharmaceutic	COM	942683103	1	47	SH	Sole	01	47
Webster Financial	COM	947890109	5,689	118,491	SH	Sole	01	118,491
Wells Fargo & Co New	COM	949746101	27	786	SH	Sole	01	786
WESCO International								
Inc	COM	95082P105	135	2,153	SH	Sole	01	2,153
Western Asset Emerg								
Mkts Floating Rt								
Fd	ADDED	95766C107	3,388	249,826	SH	Sole	01	249,826
Western Assets Emrg								
Mkts Debt Fund	ADDED	95766A101	3	149	SH	Sole	01	149
Western Assets Emrg								
Mkts Inc Fd II	ADDED	95766E103	3	226	SH	Sole	01	226
Western Refining Inc	COM	959319104	5	137	SH	Sole	01	137
Western Union Corp	ADDED	959802109	17,503	797,422	SH	Sole	01	797,422
Whirlpool Corp	COM	963320106	2	29	SH	Sole	01	29
Williams Companies	COM	969457100	8,922	313,505	SH	Sole	01	313,505
Wimm-Bill- Dann								
Foods ADR	ADR	97263M109	11,391	142,639	SH	Sole	01	142,639

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ AMT	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE

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Windstream Corp	COM	97381W104	2	120	SH		Sole	01	120		
Winnebago Industries	COM	974637100	1	33	SH		Sole	01	33		
WPP Group	SPON ADR 0905	ADDED 929309409	15,752	207,286	SH		Sole	01	207,286		
Wrigley Wm. Jr. Co	COM	982526105	24,629	483,584	SH		Sole	01	483,584		
Wyeth	COM	983024100	5	90	SH		Sole	01	90		
Wyeth Senior Debt											
Conv Bond	1/1	983024AD2	3	3,000	SH		Sole	01	3,000		
Yahoo! Inc	COM	984332106	548	17,520	SH		Sole	01	17,520		
Youbet.com Inc	COM	987413101	84	28,135	SH		Sole	01	28,135		
Yum Brands Inc	COM	988498101	6,489	112,341	SH		Sole	01	112,341		
Zenith National											
Insurance	COM	989390109	3,747	79,261	SH		Sole	01	79,261		
Zimmer Holdings Inc	COM	98956P102	512	5,997	SH		Sole	01	5,997		
Zumiez Inc	COM	989817101	1,447	36,069	SH		Sole	01	36,069		

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