

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, 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 August 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: 571 lines
Form 13F Information Table Value Total: 2,374,501
(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
VOTING AUTHORITY

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
24/7 Real Media Inc	NEW	901314203	5	446	SH	Sole	01	446		
3M Company	COM	88579Y101	32,586	375,455	SH	Sole	01	375,455		
ABB Ltd ADR	SPONSORED ADR	000375204	16,727	740,120	SH	Sole	01	740,120		
Abraxis Bioscience Inc	COM	00383E106	124	5,592	SH	Sole	01	5,592		
Ace Ltd Ord Shs	COM	G0070K103	1	16	SH	Sole	01	16		
Actuant Corp Cl A New	NEW	00508X203	101	1,605	SH	Sole	01	1,605		
Advanced Med Optics Inc Convt 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	111	7,899	SH	Sole	01	7,899		
Aeropostale Inc.	COM	007865108	2,420	58,050	SH	Sole	01	58,050		
AES Corporation	COM	00130H105	8,655	395,556	SH	Sole	01	395,556		
Affiliated Computer Svcs Inc Cl A	CL A	008190100	1	23	SH	Sole	01	23		
Affiliated Managers Group	COM	008252108	4	29	SH	Sole	01	29		
Aflac Inc	COM	001055102	24,938	485,168	SH	Sole	01	485,168		
AGCO Corporation	ADR	001084102	3	66	SH	Sole	01	66		
Agilent Technologies	COM	00846U101	5,480	142,553	SH	Sole	01	142,553		
Akzo Nobel NV	SPONSORED ADR	010199305	5,864	68,324	SH	Sole	01	68,324		
Alcan Aluminium Ltd	ADR	013716105	1	8	SH	Sole	01	8		
Alcoa Inc	COM	013817101	4,043	99,756	SH	Sole	01	99,756		
Allergan Inc	COM	018490102	684	11,870	SH	Sole	01	11,870		
Alliance New York Muni Income Fund	COM	018714105	528	36,561	SH	Sole	01	36,561		
Alliant Techsystems Inc Convt Bond	2/1	018804AH7	4	3,000	SH	Sole	01	3,000		
Allianz SE	ADR	018805101	1	54	SH	Sole	01	54		
Altera Corp	ADR NEW	021441100	1	43	SH	Sole	01	43		
Altria Group Inc	COM	02209S103	17,215	245,438	SH	Sole	01	245,438		
Alza Corp	7/2	02261WAB5	2	2,000	SH	Sole	01	2,000		
AMB Property Corp.	COM	00163T109	55	1,026	SH	Sole	01	1,026		
AMBAC Financial Group	COM	023139108	1	17	SH	Sole	01	17		
Amdocs Ltd Sr Notes Convt Bond	3/1	02342TAD1	3	3,000	SH	Sole	01	3,000		
America Movil SAB DE CV ADR L Shares	SHS	02364W105	9,471	152,926	SH	Sole	01	152,926		
American Axle & Manufacturing	COM	024061103	18,632	629,047	SH	Sole	01	629,047		
American Capital Strategies Ltd	COM	024937104	3	59	SH	Sole	01	59		
American Electric Power	COM	025537101	8,148	180,910	SH	Sole	01	180,910		
American Equity Inv Life Holding Co	COM	025676206	106	8,755	SH	Sole	01	8,755		

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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
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
American Express Co	COM	025816109	21,299	348,133	SH	Sole	01	348,133		
American Finl Group Inc Corp Bond	6/0	025932AD6	2	3,000	SH	Sole	01	3,000		
American Home Mortgage Inv	COM	02660R107	89	4,817	SH	Sole	01	4,817		
American International Group Inc	COM	026874107	17,789	254,021	SH	Sole	01	254,021		
American National Ins	COM	028591105	260	1,702	SH	Sole	01	1,702		
Ameriprise Financial Inc	COM	03076C106	7,762	122,094	SH	Sole	01	122,094		
Amgen Inc	COM	031162100	1	12	SH	Sole	01	12		
Analog Devices Inc	CA INSD MUN TR	032654105	1	22	SH	Sole	01	22		

Corp	COM	199333105	106	3,294	SH	Sole	01	3,294	
Comcast Corp Class A	CL A	20030N101	9,173	326,195	SH	Sole	01	326,195	
Companhia Vale Do Rio Doce	ADR	204412209	11,085	248,826	SH	Sole	01	248,826	
Compania Cervecerias Unidas	ADR	SPONSORED ADR	204429104	11,064	300,068	SH	Sole	01	300,068
Compania de Minas Buenaventu	ADR B								
Shs	SPONSORED ADR	204448104	0	13	SH	Sole	01	13	
CompuCredit Corp.	COM	20478N100	116	3,317	SH	Sole	01	3,317	
Comtech Telecom Corp	COM NEW	205826209	140	3,019	SH	Sole	01	3,019	
ConAgra Inc.	COM	205887102	9,295	346,063	SH	Sole	01	346,063	
Conseco Inc	9/3	208464BH9	2	2,000	SH	Sole	01	2,000	
Constellation Energy	COM	210371100	7	85	SH	Sole	01	85	
Cooper Cameron Corp									
Conv Bond	CONVT BOND	216640AE2	6	3,000	SH	Sole	01	3,000	
Cooper Companies	NEW	216648402	18,388	344,858	SH	Sole	01	344,858	
Corus Bankshares Inc	COM	220873103	86	4,963	SH	Sole	01	4,963	
Costco Wholesale Corp New	COM	22160K105	4,260	72,794	SH	Sole	01	72,794	
Covanta Holdings Corp	COM	22282E102	4,973	201,754	SH	Sole	01	201,754	
Coventry Health Care Inc.	COM	222862104	3	49	SH	Sole	01	49	
CSS Industries Inc.	COM	125906107	18,007	454,596	SH	Sole	01	454,596	
CVS Caremark Corp.	COM	126650100	2	63	SH	Sole	01	63	
CYTYC Corp	COM	232946103	377	9,262	SH	Sole		9,262	
Danaher Corp Del Lyon	1/2	235851AF9	3	3,000	SH	Sole	01	3,000	
Danaher Corporation	COM	235851102	4	52	SH	Sole	01	52	
Del Monte Foods Co	COM	24522P103	2,742	225,516	SH	Sole	01	225,516	

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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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Deluxe Corporation	COM	248019101	2	47	SH		Sole	01	47		
Dentsply Intl Inc	COM	249030107	16,261	425,010	SH		Sole	01	425,010		
Deutsche Bank AG	ORD	D18190898	4,787	33,072	SH		Sole	01	33,072		
Deutsche Telekom AG	COM	251566105	0	24	SH		Sole	01	24		
Developers Div Rlty	COM	251591103	201	3,816	SH		Sole	01	3,816		
Devon Energy Corp	COM	25179M103	7,138	91,170	SH		Sole	01	91,170		
Diageo PLC spon (New)	ADR	NEW	25243Q205	233	2,802	SH	Sole	01	2,802		
Diamond Offshore Drilling	COM	25271C102	19,559	192,588	SH		Sole	01	192,588		
Diamond Offshore Drilling Inc Conv	Conv	25271CAE2	6	3,000	SH		Sole	01	3,000		
Directv Group Inc	COM	25459L106	1	43	SH		Sole	01	43		
Disney, Inc.	COM DISNEY	254687106	3	88	SH		Sole	01	88		
Dominion Resources	COM	25746U109	1,084	12,565	SH		Sole	01	12,565		
Doral Financial Corporation	COM	25811P100	0	32	SH		Sole	01	32		
Dow Chemical Company	COM	260543103	2	35	SH		Sole	01	35		
DPL Inc	COM	233293109	971	34,271	SH		Sole	01	34,271		
Dr. Reddy's Labs Ltd	ADR	256135203	9,101	563,875	SH		Sole	01	563,875		
DST Systems Inc Del											
Conv Bond	8/1	233326AD9	5	3,000	SH		Sole	01	3,000		
Duke Energy Corp New	COM	26441C105	851	46,501	SH		Sole	01	46,501		
Dun & Bradstreet Corp	COM	26483E100	1	13	SH		Sole	01	13		
Dupont De Nemours	COM	263534109	2	31	SH		Sole	01	31		
DWS Global High Inc Fund Inc	COM ADDED	23338W104	0	41	SH		Sole	01	41		
E.ON AG	SPONSORED ADR	268780103	2,170	38,994	SH		Sole	01	38,994		
East West Bankcorp Inc	COM	27579R104	1,786	45,948	SH		Sole	01	45,948		
Eastman Chemical Co	COM	277432100	39	610	SH		Sole	01	610		
Eaton Corporation	COM	278058102	1	10	SH		Sole	01	10		
Eaton Vance FL Muni Inc Tr	SH BEN INT	27826B100	12	868	SH		Sole	01	868		
Eaton Vance Insured Florida Muni Bd Fund	COM	27828E102	6	436	SH		Sole	01	436		
eBay Inc	COM	278642103	1	35	SH		Sole	01	35		

Edison International	COM	281020107	994	17,705 SH	Sole	01	17,705
Electronic Data Sys Conv Bond	7/1	285661AF1	3	3,000 SH	Sole	01	3,000
Electronics For Imaging	COM	286082102	2,512	89,023 SH	Sole	01	89,023
Embarq Corp	COM	29078E105	40	635 SH	Sole	01	635
Embraer- Empresa Brasileir	SP ADR PFD SHS	29081M102	9,407	195,117 SH	Sole	01	195,117
Emerson Electric Co Endo	COM	291011104	18,010	384,822 SH	Sole	01	384,822
Pharmaceuticals Holdings Inc	COM	29264F205	1	26 SH	Sole	01	26
Enel Sociata Per Azioni	ADR	29265W108	1,347	25,075 SH	Sole	01	25,075
ENI S.P.A.	SPONSORED ADR	26874R108	120	1,656 SH	Sole	01	1,656
Entergy Corporation	COM	29364G103	1,672	15,573 SH	Sole	01	15,573
Equifax Incorporated	COM	294429105	8,511	191,609 SH	Sole	01	191,609
Equity Residential Property Trust	SH BEN INT	29476L107	261	5,727 SH	Sole	01	5,727

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$X1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE	

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Esterline Technology	COM	297425100	94	1,952 SH		Sole	01	1,952			
eTelecare Global Solutions ADR	ADDED	29759R102	252	15,602 SH		Sole	01	15,602			
Euronet Worldwide, Inc.	COM	298736109	11,751	402,968 SH		Sole	01	402,968			
Exelon Corporation	COM	30161N101	2,022	27,849 SH		Sole	01	27,849			
Expedia Inc	COM	30212P105	0	1 SH		Sole	01	1			
Expeditors Int'l of Washington, Inc.	COM	302130109	2,403	58,183 SH		Sole	01	58,183			
Express Jet Holdings Inc.	CL A	30218U108	17,199	2,876,115 SH		Sole	01	2,876,115			
Express Scripts Inc	COM	302182100	2,348	46,944 SH		Sole	01	46,944			
Exxon Mobil Corp	COM	30231G102	32,224	384,170 SH		Sole	01	384,170			
FactSet Research Systems	COM	303075105	3,066	44,854 SH		Sole	01	44,854			
Federal National Mortgage Association	COM	313586109	1	10 SH		Sole	01	10			
Federal Realty Investment Trust	SH BEN INT NEW	313747206	89	1,147 SH		Sole	01	1,147			
Fei Co	6/0	30241LAF6	3	2,000 SH		Sole	01	2,000			
Fidelity National Financial Inc.	CL A	31620R105	37	1,563 SH		Sole	01	1,563			
Fidelity National Info Services	COM	31620M106	1	13 SH		Sole	01	13			
First American Corp	COM	318522307	10,984	221,902 SH		Sole	01	221,902			
FirstEnergy Corp	COM	337932107	13	204 SH		Sole	01	204			
FirstFed Financial Corp.	COM	337907109	76	1,347 SH		Sole	01	1,347			
Fiserv Inc	COM	337738108	2	39 SH		Sole	01	39			
Fisher Scientific Intl Conv Bond	3/0	338032AX3	4	3,000 SH		Sole	01	3,000			
Focus Media Holding LTD	ADR	34415V109	418	8,289 SH		Sole	01	8,289			
Ford Motor Co Capital	6.5%	345395206	5	125 SH		Sole	01	125			
Ford Motor Company	0.01	345370860	1	133 SH		Sole	01	133			
Fortune Brands Inc	COM	349631101	1	9 SH		Sole	01	9			
FPL Group Inc	COM	302571104	10	172 SH		Sole	01	172			
Freeport McMoran Copper & Gold Stk B	CL B	35671D857	18,629	224,930 SH		Sole	01	224,930			
Fremont General Corp	COM	357288109	0	26 SH		Sole	01	26			
Fresenius Med Care Aktiengesellschaft	ADR	358029106	4,559	99,236 SH		Sole	01	99,236			
Frontier Oil Corp	COM	35914P105	2,706	61,823 SH		Sole	01	61,823			
Gafisa SA--ADR	ADDED	362607301	341	10,930 SH		Sole	01	10,930			
Genentech Inc	COM NEW	368710406	757	10,010 SH		Sole	01	10,010			
General Cable Corp	COM	369300108	2,078	27,437 SH		Sole	01	27,437			
General Dynamics	COM	369550108	19,550	249,930 SH		Sole	01	249,930			

General Electric Co. General Growth Properties Inc.	COM	369604103	7,045	184,045 SH	Sole	01	184,045
General Mills Inc	COM	370021107	99	1,864 SH	Sole	01	1,864
General Motors Corp	COM	370334104	204	3,487 SH	Sole	01	3,487
General Mtrs Corp Sr Deb Conv Ser C	COM	370442105	43	1,139 SH	Sole	01	1,139
Genlyte Group Inc.	C33	370442717	4	150 SH	Sole	01	150
Genworth Financial	COM	372302109	2	31 SH	Sole	01	31
	CL A	37247D106	3	95 SH	Sole	01	95

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<TABLE>

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR SH/ PRN AMT	PUT/ CALL DISCRETION	INVESTMENT OTHER MANAGERS	SOLE	SHARED	NONE
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Genzyme Corp	COM	372917104	669	10,393 SH		Sole	01	10,393	
Genzyme Corp Sr Note Conv Bond	12/0	372917AN4	5	5,000 SH		Sole	01	5,000	
Gilead Sciences Inc	COM	375558103	4	95 SH		Sole	01	95	
Gilead Sciences Inc	5/0	375558AH6	3	3,000 SH		Sole	01	3,000	
Goodrich Corporation	COM	382388106	2,651	44,503 SH		Sole	01	44,503	
Google Inc Class A	CL A	38259P508	1,267	2,424 SH		Sole	01	2,424	
Grant Prideco, Inc	COM	38821G101	1	17 SH		Sole	01	17	
Greater China Fund Closed End	COM	39167B102	1	53 SH		Sole	01	53	
Grupo Televisa SA DE CV ADR	ADR REP ORD	40049J206	8,306	300,847 SH		Sole	01	300,847	
H&R Block Inc	COM	093671105	0	15 SH		Sole	01	15	
Halliburton Company	COM	406216101	2	59 SH		Sole	01	59	
Harley Davidson Inc	COM	412822108	2	26 SH		Sole	01	26	
Harman Intl Indust	COM	413086109	1	6 SH		Sole	01	6	
Harsco Corporation	COM	415864107	1,744	33,546 SH		Sole	01	33,546	
Hartford Financial Services Group	COM	416515104	1	10 SH		Sole	01	10	
Harvest Energy Trust	TR UNIT	41752X101	53	1,724 SH		Sole	01	1,724	
Healthcare Realty Trust Inc	COM	421946104	47	1,680 SH		Sole	01	1,680	
Hercules Offshore Inc	COM	427093109	108	3,329 SH		Sole	01	3,329	
Hewlett Packard Co Sub Lyon Conv Bond	10/1	428236AC7	4	5,000 SH		Sole	01	5,000	
Hewlett-Packard Co Highwoods	COM	428236103	1	17 SH		Sole	01	17	
Highwoods Properties Inc.	COM	431284108	102	2,726 SH		Sole	01	2,726	
Hilton Hotel Corp	COM	432848109	4,591	137,160 SH		Sole	01	137,160	
Hitachi Ltd	COM	433578507	79	1,120 SH		Sole	01	1,120	
Holdrs Pharmaceuticals	COM	71712A206	7	91 SH		Sole	01	91	
Home Depot Inc	COM	437076102	0	8 SH		Sole	01	8	
Honda Motor Co Ltd	COM	438128308	12,540	345,557 SH		Sole	01	345,557	
Host Hotels & Resort Inc	COM	44107P104	240	10,400 SH		Sole	01	10,400	
Hutchinson Technology	COM	448407106	3,138	166,817 SH		Sole	01	166,817	
IAC Interactive-New	NEW	44919P300	0	1 SH		Sole	01	1	
IBM	COM	459200101	3	28 SH		Sole	01	28	
ICICI Bank LTD	SPONSORED ADR	45104G104	26,781	544,888 SH		Sole	01	544,888	
IDEARC Inc.	Com	451663108	1	41 SH		Sole		41	
Illinois Tool Works	COM	452308109	7,373	136,053 SH		Sole	01	136,053	
Imperial Tobacco Group PLC	SPONSORED ADR	453142101	199	2,163 SH		Sole	01	2,163	
IMS Health Inc	COM	449934108	1	30 SH		Sole	01	30	
IndyMac Bancorp Inc	COM	456607100	31	1,077 SH		Sole	01	1,077	
ING Groep NV	SPONSORED ADR	456837103	20,370	463,270 SH		Sole	01	463,270	
Insured Muni Income Fund	COM	45809F104	4,936	374,813 SH		Sole	01	374,813	
Integrated Device Technology	COM	458118106	1	98 SH		Sole	01	98	
Intel Corp	COM	458140100	2	65 SH		Sole	01	65	

FORM 13F INFORMATION TABLE

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Laboratory Corp of America	COM NEW	50540R409	1	11 SH	Sole	01	11
Lafarge ADR	COM	505861401	1	15 SH	Sole	01	15
Lear Corporation	COM	521865105	35,807	1,005,530 SH	Sole	01	1,005,530
Lehman Brothers Holdings	COM	524908100	2	21 SH	Sole	01	21
Lennar Corp	CL A	526057104	1	19 SH	Sole	01	19
Liberty Property Trust	SH BEN INT	531172104	229	5,210 SH	Sole	01	5,210
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	4,830	62,512 SH	Sole	01	62,512
Louisiana- Pacific Corp.	COM	546347105	15,222	804,540 SH	Sole	01	804,540
Lowe's Companies Inc	COM	548661107	18,801	612,619 SH	Sole	01	612,619
LSI Corporation 4% Conv Sub Notes	5/1	502161AJ1	2	2,000 SH	Sole	01	2,000
Macerich Company	COM	554382101	87	1,051 SH	Sole	01	1,051
Macy's Inc.	ADDED	55616P104	2	44 SH	Sole	01	44
Magyar Telekom Telecommun PLC	COM	559776109	1	23 SH	Sole	01	23
Maidenform Brands Inc	COM	560305104	71	3,556 SH	Sole	01	3,556
Manor Care Inc	6/0	564055AP6	4	3,000 SH	Sole	01	3,000
Manpower Inc.	COM	56418H100	2	17 SH	Sole	01	17
Marathon Oil Corp	COM	565849106	4	66 SH	Sole	01	66
Market Vectors Gold Miners	ETF	57060U100	18,118	478,170 SH	Sole	01	478,170
Matria Healthcare Inc--New	NEW	576817209	91	3,006 SH	Sole	01	3,006
Mattel Inc	COM	577081102	1	37 SH	Sole	01	37
Maxim Integrated Products	COM	57772K101	1	20 SH	Sole	01	20
MBIA Incorporated	COM	55262C100	1	11 SH	Sole	01	11
MBIA/ Claymore Mangd Duration Muni	COM	55266X100	4,808	378,860 SH	Sole	01	378,860
McDonalds Corp	COM	580135101	30,480	600,471 SH	Sole	01	600,471
McGraw-Hill Co	COM	580645109	12,830	188,454 SH	Sole	01	188,454
MDC Holdings Inc	COM	552676108	1	17 SH	Sole	01	17
Medarex Inc	COM	583916101	101	7,093 SH	Sole	01	7,093
Medicines Company Medicis Pharmaceutical Corp	6/0	584690AB7	2	2,000 SH	Sole	01	2,000
Medtronic Inc	COM	585055106	5	96 SH	Sole	01	96
Mellon Financial Corp	COM	58551A108	12,443	282,785 SH	Sole	01	282,785
Merck & Co.	COM	589331107	1	22 SH	Sole	01	22
Meritage Homes Corp	COM	59001A102	60	2,245 SH	Sole	01	2,245
Methanex Corporation	COM	59151K108	3	118 SH	Sole	01	118
MGI Pharma Inc	COM	552880106	71	3,178 SH	Sole	01	3,178
MI Schottenstein Homes Inc	COM	55305B101	13,767	517,561 SH	Sole	01	517,561
Microchip Technology Inc	COM	595017104	2,078	56,115 SH	Sole	01	56,115
Micron Technology	COM	595112103	1	56 SH	Sole	01	56

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/ PRN CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	

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Microsoft Corp.	COM	594918104	12,909	438,035 SH		Sole	01	438,035		
MicroStrategy Inc Cl A	NEW	594972408	78	822 SH		Sole	01	822		
Millipore Corp.	COM	601073109	2,746	36,567 SH		Sole	01	36,567		
Mitsubishi UFJ Fin Group	SPONSORED ADR ADDED	606822104	18,376	1,667,505 SH		Sole	01	1,667,505		

Conv Stock	MAND	806605606	4	60	SH	Sole	01	60
Schlumberger Ltd	COM	806857108	895	10,539	SH	Sole	01	10,539
Sealed Air Corp	COM	81211K100	8,210	264,663	SH	Sole	01	264,663
Select Comfort Corp	COM	81616X103	71	4,348	SH	Sole	01	4,348
Semco Energy Inc	COM	78412D109	0	28	SH	Sole	01	28
Shire PLC	COM	82481R106	1	18	SH	Sole	01	18
Siemens AG	SPONSORED ADR	826197501	23,568	164,743	SH	Sole	01	164,743
Sigma Aldrich Corp	COM	826552101	3	70	SH	Sole	01	70
Silicon Image, Inc.	COM	82705T102	3,818	445,002	SH	Sole	01	445,002
Siliconware Precis Inds ADR	SPL	827084864	10,580	961,811	SH	Sole	01	961,811
Simon Ppty Group Inc New	COM	828806109	465	4,996	SH	Sole	01	4,996
Singapore Fund Inc	COM	82929L109	3	181	SH	Sole	01	181
Smith International Inc	COM	832110100	3,026	51,605	SH	Sole	01	51,605
Smithfield Foods Inc	COM	832248108	16,510	536,221	SH	Sole	01	536,221
Sonic Corp.	COM	835451105	83	3,760	SH	Sole	01	3,760
Sony Corp ADR	COM	835699307	1	10	SH	Sole	01	10
Southern Company	COM	842587107	0	9	SH	Sole	01	9
Southern Union	COM	844030106	4	116	SH	Sole	01	116
SPDR Russell/ Nomura Small Cap Japan ETF	MLCP	863308789	60,717	1,190,998	SH	Sole	01	1,190,998
Sprint Nextel Corp Comm	FON	852061100	9,659	466,379	SH	Sole	01	466,379

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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	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Staples Inc	COM	855030102	1	62	SH		Sole	01	62		
Starbucks Corp	COM	855244109	752	28,655	SH		Sole	01	28,655		
Starwood Hotels & Resorts Wldwde New	COM	85590A401	92	1,366	SH		Sole	01	1,366		
State Street Corp	COM	857477103	19,910	291,080	SH		Sole	01	291,080		
Statoil ASA	SPONSORED ADR	85771P102	1	44	SH		Sole	01	44		
Stericycle, Inc	COM	858912108	2,441	54,904	SH		Sole	01	54,904		
Stewart Information Services	COM	860372101	16,319	409,721	SH		Sole	01	409,721		
Streetworks Gold Tr	GOLD SHS	863307104	6,398	99,544	SH		Sole	01	99,544		
Stryker Corporation	COM	863667101	378	5,988	SH		Sole	01	5,988		
Superior Industries Intl	COM	868168105	16,145	741,957	SH		Sole	01	741,957		
Swisscom AG	ADR	871013108	153	4,498	SH		Sole	01	4,498		
Symantec Corp	COM	871503108	10,327	511,253	SH		Sole	01	511,253		
Syngenta AG ADR	ADR	87160A100	13,844	355,609	SH		Sole	01	355,609		
Sysco Corporation	COM	871829107	0	2	SH		Sole	01	2		
Taiwan Semiconductor Mfg Co Ltd Spr ADR	SPONSORED ADR	874039100	8,891	798,863	SH		Sole	01	798,863		
Target Corporation	COM	87612E106	20,057	315,363	SH		Sole	01	315,363		
Tata Motors Ltd ADR	COM	876568502	1	59	SH		Sole	01	59		
Taubman Centers, Inc.	COM	876664103	106	2,131	SH		Sole	01	2,131		
Technip SA	SPONSORED ADR	878546209	3	32	SH		Sole	01	32		
Tekelec	COM	879101103	81	5,600	SH		Sole	01	5,600		
Tele Norte Leste	SPON ADR PFD	879246106	1	53	SH		Sole	01	53		
Telefonica S.A.	COM	879382208	1	11	SH		Sole	01	11		
Telekomunikas Indonesia ADR	ADR	715684106	13,414	311,229	SH		Sole	01	311,229		
Templeton Dragon Fd	COM	88018T101	1	37	SH		Sole	01	37		
Templeton Emerging Mrks Income Fund Inc	COM	880192109	2	117	SH		Sole	01	117		
Tenaris SA ADR	COM	88031M109	2	45	SH		Sole	01	45		
Teva Pharmaceutical Indus	ADR	881624209	2	56	SH		Sole	01	56		
Teva Pharmaceuticals Conv Bond	2/0	88164RAB3	4	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	71	SH		Sole	01	71		
Thor Industries Inc	COM	885160101	1	15	SH		Sole	01	15		

Time Warner Inc.	COM	887317105	8,697	413,358	SH	Sole	01	413,358
TJX Companies, Inc	COM	872540109	2	58	SH	Sole	01	58
Tomkins PLC ADR	RED ADR	890030208	17,874	860,563	SH	Sole	01	860,563
Torchmark Corp	COM	891027104	1	20	SH	Sole	01	20
Toro Company	COM	891092108	1	12	SH	Sole	01	12
Total Fina S.A.	SPONSORED ADR	89151E109	23,958	295,855	SH	Sole	01	295,855
Tower Group Inc	COM	891777104	108	3,395	SH	Sole	01	3,395
Travelers Companies Inc.	ADDED	89417E109	25	475	SH	Sole	01	475
Trex Company Inc	COM	89531P105	13,092	666,963	SH	Sole	01	666,963

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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	VOTING AUTHORITY		
									SOLE	SHARED	NONE

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<S>											
Triad Guaranty Inc	COM	895925105	87	2,168	SH		Sole	01	2,168		
Trident Microsystems Inc.	COM	895919108	74	4,011	SH		Sole	01	4,011		
Tronox Inc Cl B sh	COM	897051207	0	1	SH		Sole	01	1		
True Religion Apparel Inc	COM	89784N104	113	5,577	SH		Sole	01	5,577		
Turkcell Iletisim Hizmet--ADR	SPON ADR	900111204	216	12,973	SH		Sole	01	12,973		
TXU Corporation	COM	873168108	1,725	25,628	SH		Sole	01	25,628		
Tyco Intl Ltd	COM	902124106	9,510	281,454	SH		Sole	01	281,454		
UAL Corp.	COM	902549807	77	1,885	SH		Sole		1,885		
UDR Inc	ADDED	902653104	63	2,378	SH		Sole	01	2,378		
Unilever PLC	SPON ADR	904767704	238	7,387	SH		Sole	01	7,387		
Unisource Energy Co	COM	909205106	47	1,423	SH		Sole	01	1,423		
United Auto Group United	4/0	909440AH2	2	2,000	SH		Sole	01	2,000		
United Microelectronics	SPONSORED ADR	910873207	0	110	SH		Sole	01	110		
United Parcel Svc	CL B	911312106	6,791	93,025	SH		Sole	01	93,025		
United Technologies	COM	913017109	23,166	326,603	SH		Sole	01	326,603		
United Utilities PLC ADR	SPONSORED ADR	91311Q105	322	11,409	SH		Sole	01	11,409		
UnitedHealth Group	COM	91324P102	1	24	SH		Sole	01	24		
Unum Group	COM	91529Y106	1	40	SH		Sole	01	40		
US Bancorp (New)	COM NEW	902973304	6,358	192,967	SH		Sole	01	192,967		
UST Inc.	COM	902911106	2	36	SH		Sole	01	36		
Van Kampen Inv Grade NY Muni	COM	920931102	984	63,513	SH		Sole	01	63,513		
Van Kampen Trust for Invest Grade Muni	COM	920929106	4,865	322,160	SH		Sole	01	322,160		
Varian Medical Systems	COM	92220P105	2,128	50,054	SH		Sole	01	50,054		
VCA Antech Inc.	COM	918194101	2,236	59,317	SH		Sole	01	59,317		
Veolia Environment	SPONSORED ADR	92334N103	14,169	180,939	SH		Sole	01	180,939		
VERIZON COMMUNICATIONS INC	Com	92343V104	36	832	SH		Sole		832		
VF Corporation	COM	918204108	3	33	SH		Sole	01	33		
Vodafone Group New Plc Spons Adr	ADDED	92857W209	21,301	633,384	SH		Sole	01	633,384		
Vornado Realty Trust	SH BEN INT	929042109	127	1,156	SH		Sole	01	1,156		
W Holding Co. Inc	COM	929251106	6,486	2,456,730	SH		Sole	01	2,456,730		
Wachovia Corporation 2nd	COM	929903102	0	1	SH		Sole	01	1		
Walgreen Company	COM	931422109	18,991	436,177	SH		Sole	01	436,177		
Walmart	COM	931142103	7,429	154,424	SH		Sole	01	154,424		
Walt Disney Co Cv Sr Notes	4/1	254687AU0	5	4,000	SH		Sole	01	4,000		
Washington Mutual	COM	939322103	33	778	SH		Sole	01	778		
Watson Pharmaceutic	COM	942683103	2	47	SH		Sole	01	47		
Webster Financial	COM	947890109	17	389	SH		Sole	01	389		
Wells Fargo & Co New	COM	949746101	2	47	SH		Sole	01	47		
WESCO International Inc	COM	95082P105	109	1,796	SH		Sole	01	1,796		
Western Assets Emerg Mkts Floating Rt Fd	ADDED	95766C107	3,513	268,954	SH		Sole	01	268,954		

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FORM 13F INFORMATION TABLE

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 VOTING AUTHORITY

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Western Assets Emrg Mkts Debt Fund	ADDED	95766A101	2	92	SH	Sole	01	92		
Western Assets Emrg Mkts Inc Fd II	ADDED	95766E103	2	126	SH	Sole	01	126		
Western Union Corp	ADDED	959802109	17,962	862,309	SH	Sole	01	862,309		
Whirlpool Corp	COM	963320106	1	10	SH	Sole	01	10		
Williams Companies	COM	969457100	10,550	333,656	SH	Sole	01	333,656		
Wimm-Bill- Dann Foods ADR	ADR	97263M109	16,365	157,337	SH	Sole	01	157,337		
Winnebago Industries	COM	974637100	1	33	SH	Sole	01	33		
WPP Group	SPON ADR 0905 ADDED	929309409	17,110	228,892	SH	Sole	01	228,892		
Wrigley Wm Jr Co	COM	982526105	28,944	523,313	SH	Sole	01	523,313		
Wyeth	COM	983024100	6,231	108,666	SH	Sole	01	108,666		
Wyeth Senior Debt Convrt Bond	1/1	983024AD2	3	3,000	SH	Sole	01	3,000		
Xerium Technologies Inc	COM	98416J100	5,566	730,383	SH	Sole	01	730,383		
Yahoo! Inc	COM	984332106	445	16,396	SH	Sole	01	16,396		
Yum Brands Inc	COM	988498101	8,120	248,157	SH	Sole	01	248,157		
Zenith National Insurance	COM	989390109	3,895	82,721	SH	Sole	01	82,721		
Zimmer Holdings Inc	COM	98956P102	213	2,509	SH	Sole	01	2,509		
Zumiez Inc	COM	989817101	1,556	41,195	SH	Sole	01	41,195		

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