

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, 2008

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 08, 2008  
- -----                      [City, State]                      [Date]  
[Signature]

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: 413 lines

Form 13F Information Table Value Total: 2,163,325  
(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.

<TABLE>

<CAPTION>

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

## VOTING AUTHORITY

NAME OF ISSUER SHARED NONE	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE
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3M CO COM 424,135	COM	88579Y101	29,516	424,135	SH		Sole	01	
ABB LTD SPONSORED ADR 850,870	SPONSORED ADR	000375204	24,097	850,870	SH		Sole	01	
ABRAXIS BIOSCIENCE INC NEW COM 17	COM	00383Y102	1	17	SH		Sole	01	
ACTUANT CORP CL A NEW 148	NEW	00508X203	5	148	SH		Sole	01	
ADAPTEC INC COM 3,101,833	COM	00651F108	9,926	3,101,833	SH		Sole	01	
ADOBE SYS INC COM 84	COM	00724F101	3	84	SH		Sole	01	
ADVANCE AUTO PARTS INC COM 21,380	COM	00751Y106	830	21,380	SH		Sole	01	
AES CORP COM 1,021,921	COM	00130H105	19,631	1,021,921	SH		Sole	01	
AFLAC INC COM 658,773	COM	001055102	41,371	658,773	SH		Sole	01	
AGILENT TECHNOLOGIES INC COM 628,158	COM	00846U101	22,325	628,158	SH		Sole	01	
ALBEMARLE CORP COM 109,452	COM	012653101	4,368	109,452	SH		Sole	01	
ALCOA INC COM 6,441	COM	013817101	229	6,441	SH		Sole	01	
ALLEGHENY ENERGY INC COM 138,003	COM	017361106	6,915	138,003	SH		Sole	01	
ALLERGAN INC COM 103	COM	018490102	5	103	SH		Sole	01	
ALLIANCE NEW YORK MUN INC FD COM 13,545	COM	018714105	184	13,545	SH		Sole	01	
ALLIANCE RES PARTNER L P UT LTD PART 500	PART	01877R108	28	500	SH		Sole	01	
ALLIED CAP CORP NEW COM 700	COM	01903Q108	10	700	SH		Sole	01	
ALPINE GLOBAL PREMIER PPTYS COM SBI 2,134	COM	02083A103	23	2,134	SH		Sole	01	
ALTRIA GROUP INC COM 155,771	COM	02209S103	3,203	155,771	SH		Sole	01	
AMAZON COM INC COM 91	COM	023135106	7	91	SH		Sole	01	
AMBAC FINL GROUP INC COM 1,114,395	COM	023139108	1,493	1,114,395	SH		Sole	01	
AMERICA MOVIL SAB DE CV SPON 63,743	ADR	02364W105	3,362	63,743	SH		Sole	01	
AMERICAN ELEC PWR INC COM 358,870	COM	025537101	14,437	358,870	SH		Sole	01	
AMERICAN EXPRESS CO COM 261,438	COM	025816109	9,848	261,438	SH		Sole	01	
AMERICAN INTL GROUP INC COM 354,388	COM	026874107	9,377	354,388	SH		Sole	01	
AMERICAN WOODMARK CORP COM 216,456	COM	030506109	4,574	216,456	SH		Sole	01	
AMERISAFE INC COM 354	COM	03071H100	6	354	SH		Sole	01	
ANADARKO PETE CORP COM 835	COM	032511107	62	835	SH		Sole	01	
ANGLO AMERN PLC ADR NEW 134	ADR	03485P201	5	134	SH		Sole	01	
ANHEUSER BUSCH COS INC COM 288,629	COM	035229103	17,930	288,629	SH		Sole	01	
ANSYS INC COM 141,800	COM	03662Q105	6,682	141,800	SH		Sole	01	

APP PHARMACEUTICALS INC COM 89	COM	00202H108	1	89	SH	Sole	01
APPLE INC COM 91	COM	037833100	15	91	SH	Sole	01
AQUILA INC COM 115,430	COM	03840P102	435	115,430	SH	Sole	01
ARKANSAS BEST CORP DEL COM 147,002	COM	040790107	5,386	147,002	SH	Sole	01

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VOTING AUTHORITY

NAME OF ISSUER SHARED    NONE	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
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ASTA FDG INC COM 104	COM	046220109	1	104	SH		Sole	01	
ASTRAZENECA PLC 589,433	SPONSORED ADR	046353108	25,069	589,433	SH		Sole	01	
ATHEROS COMMUNICATIONS INC COM 136	COM	04743P108	4	136	SH		Sole	01	
AU OPTRONICS CORP 2,053	SPONSORED ADR	002255107	33	2,053	SH		Sole	01	
AUTOMATIC DATA PROCESSING IN COM 198,646	COM	053015103	8,323	198,646	SH		Sole	01	
AXA SPONSORED ADR 616,767	SPONSORED ADR	054536107	18,145	616,767	SH		Sole	01	
AXCELIS TECHNOLOGIES INC COM 1,637,881	COM	054540109	7,993	1,637,881	SH		Sole	01	
BAIDU COM INC SPON ADR REP A 18	ADR	056752108	6	18	SH		Sole	01	
BANCO BRADESCO S A SP ADR PFD NEW 191,961	SPONSORED ADR	059460303	3,928	191,961	SH		Sole	01	
BANK OF NEW YORK MELLON CORP COM 120,638	COM	064058100	4,564	120,638	SH		Sole	01	
BARCLAYS BANK PLC ADS7.75%PFD S4 41,504	PFD	06739H511	940	41,504	SH		Sole	01	
BARD C R INC COM 144,655	COM	067383109	12,722	144,655	SH		Sole	01	
BARNES GROUP INC COM 16,338	COM	067806109	377	16,338	SH		Sole	01	
BAXTER INTL INC COM 218,256	COM	071813109	13,955	218,256	SH		Sole	01	
BECTON DICKINSON & CO COM 273,848	COM	075887109	22,264	273,848	SH		Sole	01	
BHP BILLITON LTD SPONSORED ADR 300,088	ADR	088606108	25,564	300,088	SH		Sole	01	
BIOTECH HOLDRS 33	TR DEPOSTR RCPTS	09067D201	6	33	SH		Sole	01	
BJS WHOLESALE CLUB INC COM 14,269	COM	05548J106	552	14,269	SH		Sole	01	
BLACKROCK FL INS MUN INC TR COM 963	COM	09250G102	12	963	SH		Sole	01	
BLACKROCK FLA MUN 2020 TERM COM SHS 972	COM SHS	09250M109	12	972	SH		Sole	01	
BLACKROCK INC COM 20	COM	09247X101	4	20	SH		Sole	01	
BLACKROCK MUNI N Y INTER DUR COM	COM	09255F109	283	23,232	SH		Sole	01	



SPONSORED ADR 174,930	ADR	16941M109	11,712	174,930	SH	Sole	01
CIMAREX ENERGY CO COM 4,809	COM	171798101	335	4,809	SH	Sole	01
CISCO SYS INC COM 552,085	COM	17275R102	12,841	552,085	SH	Sole	01
CITIGROUP INC COM 123,026	COM	172967101	2,062	123,026	SH	Sole	01
CLEVELAND CLIFFS INC COM 72	COM	185896107	9	72	SH	Sole	01
CME GROUP INC COM 19	COM	12572Q105	7	19	SH	Sole	01
CMS ENERGY CORP COM 463,878	COM	125896100	6,912	463,878	SH	Sole	01
CNOOC LTD SPONSORED ADR 27,756	SPONSORED ADR	126132109	4,817	27,756	SH	Sole	01
COCA COLA FEMSA S A B DE C V SPON 827	ADR	191241108	47	827	SH	Sole	01
COGNIZANT TECHNOLOGY SOLUTION CL A 208,943	CL A	192446102	6,793	208,943	SH	Sole	01
COHEN & STEERS SELECT UTIL F COM 597	COM	19248A109	15	597	SH	Sole	01
COLGATE PALMOLIVE CO COM 129,968	COM	194162103	8,981	129,968	SH	Sole	01
COLLECTIVE BRANDS INC COM 197	COM	19421W100	2	197	SH	Sole	01
COLUMBUS MCKINNON CORP N Y COM 142	COM	199333105	3	142	SH	Sole	01
COMCAST CORP NEW CL A 689,715	CL A	20030N101	13,084	689,715	SH	Sole	01
COMCAST CORP NEW CL A SPL 229,290	SPL	20030N200	4,301	229,290	SH	Sole	01
COMPANHIA VALE DO RIO DOCE 122,561	SPONSORED ADR	204412209	4,390	122,561	SH	Sole	01
COMPANIA CERVECERIAS UNIDAS 88,074	SPONSORED ADR	204429104	2,568	88,074	SH	Sole	01
COMPUCREDIT CORP COM 225	COM	20478N100	1	225	SH	Sole	01
COMTECH TELECOMMUNICATIONS 100	COM NEW	205826209	5	100	SH	Sole	01
CONAGRA FOODS INC COM 610,570	COM	205887102	11,772	610,570	SH	Sole	01
CONSECO INC DBCV 3.500% 9/3 2,000	DBCV	208464BH9	2	2,000	SH	Sole	01
CORE LABORATORIES N V COM 40,039	COM	N22717107	5,700	40,039	SH	Sole	01
CORUS BANKSHARES INC COM 281	COM	220873103	1	281	SH	Sole	01
COSTCO WHSL CORP NEW COM 257	COM	22160K105	18	257	SH	Sole	01
COVIDIEN LTD COM 304,003	COM	G2552X108	14,559	304,003	SH	Sole	01
CTRIIP COM INTL LTD ADR 80,591	SPONSORED ADR	22943F100	3,689	80,591	SH	Sole	01
D R HORTON INC COM 396	COM	23331A109	4	396	SH	Sole	01
DAIMLER AG REG SHS 44	SHS	D1668R123	3	44	SH	Sole	01
DELTA AIR LINES INC 11,466	COM	247361702	65	11,466	SH	Sole	01
DENTSPLY INTL INC NEW COM 431,191	COM	249030107	15,868	431,191	SH	Sole	01
DEVON ENERGY CORP NEW COM 289	COM	25179M103	35	289	SH	Sole	01
DIAMOND OFFSHORE DRILLING IN COM 91,766	COM	25271C102	12,768	91,766	SH	Sole	01

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COM 11,592 EXPRESSJET HOLDINGS INC	COM	302130109	498	11,592	SH	Sole	01
CL A 2,638,614 EXXON MOBIL CORP COM	CL A	30218U108	1,451	2,638,614	SH	Sole	01
338,606 FACTSET RESH SYS INC COM	COM	30231G102	29,841	338,606	SH	Sole	01
55,283 FAIRPOINT COMMUNICATIONS	COM	303075105	3,116	55,283	SH	Sole	01
15 FASTENAL CO COM	COM	305560104	0	15	SH	Sole	01
61,689 FEDERAL HOME LN MTG CORP	COM	311900104	2,662	61,689	SH	Sole	01
COM 270,023 FELCOR LODGING TR INC	COM	313400301	4,428	270,023	SH	Sole	01
COM 324 FIFTH STREET FINANCE	COM	31430F101	3	324	SH	Sole	01
CORP 1,473,379 FIRST NIAGARA FINL GP	COM	31678A103	15,161	1,473,379	SH	Sole	01
INC COM 1,216 FIRST TR/FOUR CRNRS SR	COM	33582V108	16	1,216	SH	Sole	01
FLOAT COM 139,088 FIRSTENERGY CORP COM	COM	33733U108	1,975	139,088	SH	Sole	01
28,513 FMC TECHNOLOGIES INC COM	COM	337932107	2,347	28,513	SH	Sole	01
62 </TABLE>	COM	30249U101	5	62	SH	Sole	01

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FORDING CDN COAL TR UNIT 600	UNIT	345425102	57	600	SH		Sole	01	
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	4,139	75,398	SH		Sole	01	
75,398 GENENTECH INC COM NEW	COM NEW	368710406	4	50	SH		Sole	01	
50 GENERAL DYNAMICS CORP	COM	369550108	23,354	277,365	SH		Sole	01	
277,365 GENERAL ELECTRIC CO COM	COM	369604103	11,330	424,493	SH		Sole	01	
424,493 GENERAL MLS INC COM	COM	370334104	14,826	243,961	SH		Sole	01	
243,961 GENZYME CORP COM	COM	372917104	7	101	SH		Sole	01	
101 GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	2	34	SH		Sole	01	
34 GOODRICH CORP COM	COM	382388106	17	356	SH		Sole	01	
356 GOOGLE INC CL A	CL A	38259P508	14	26	SH		Sole	01	
26 GRAINGER W W INC COM	COM	384802104	5	65	SH		Sole	01	
65 GREIF INC CL A	CL A	397624107	487	7,603	SH		Sole	01	
7,603 GREY WOLF INC COM	COM	397888108	704	77,990	SH		Sole	01	
77,990 GRIFFON CORP COM	COM	398433102	1,566	178,804	SH		Sole	01	
178,804 GROUPE CGI INC CL A SUB	CL A SUB VTG	39945C109	19,626	1,968,543	SH		Sole	01	
VTG 1,968,543 GRUPO TELEVISA SA DE CV	SPONSORED ADR	40049J206	2,798	118,470	SH		Sole	01	

118,470									
GSI COMMERCE INC COM	COM	36238G102	3	195	SH	Sole	01		
195									
GULFPORT ENERGY CORP COM									
NEW	COM	402635304	5	291	SH	Sole	01		
291									
HALLIBURTON CO COM	COM	406216101	18,837	354,939	SH	Sole	01		
354,939									
HANCOCK JOHN TAX-ADV DIV									
INC COM	COM	41013V100	0	17	SH	Sole	01		
17									
HANSEN NAT CORP COM	COM	411310105	2,935	101,829	SH	Sole	01		
101,829									
HARSCO CORP COM	COM	415864107	504	9,264	SH	Sole	01		
9,264									
HEWLETT PACKARD CO COM	COM	428236103	4	96	SH	Sole	01		
96									
HOLOGIC INC	COM	436440101	210	9,632	SH	Sole	01		
9,632									
HOLOGIC INC COM	COM	436440101	2	78	SH	Sole	01		
78									
HOME DEPOT INC COM	COM	437076102	9	393	SH	Sole	01		
393									
HSBC HLDGS PLC ADR A									
1/40PF A	SPONSORED ADR	404280604	925	44,957	SH	Sole	01		
44,957									
ICICI BK LTD ADR	SPONSORED ADR	45104G104	2,846	98,951	SH	Sole	01		
98,951									
IDEARC INC	COM	451663108	0	41	SH	Sole	01		
41									
IHS INC CL A	CL A	451734107	27,884	400,636	SH	Sole	01		
400,636									
ILLINOIS TOOL WKS INC									
COM	COM	452308109	7,787	163,908	SH	Sole	01		
163,908									
INFORMATICA CORP COM	COM	45666Q102	4	234	SH	Sole	01		
234									
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	4,864	111,924	SH	Sole	01		
111,924									
ING GLOBAL EQTY DIV &									
PREM O COM	COM	45684E107	4,041	255,259	SH	Sole	01		
255,259									
ING GROEP N V SPONSORED									
ADR	SPONSORED ADR	456837103	19,487	617,651	SH	Sole	01		
617,651									
ING PRIME RATE TR SH BEN									
INT	SH BEEN INT	44977W106	1,952	340,650	SH	Sole	01		
340,650									
INGERSOLL-RAND COMPANY									
LTD CL A	CL A	G4776G101	4,059	108,453	SH	Sole	01		
108,453									
INTEL CORP COM	COM	458140100	4	163	SH	Sole	01		
163									
INTERCONTINENTALEXCHANGE									
INC COM	COM	45865V100	5	41	SH	Sole	01		
41									
INTERNATIONAL BUSINESS									
MACHS COM	COM	459200101	14,191	119,723	SH	Sole	01		
119,723									

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INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	12,244	313,464	SH		Sole	01	
313,464									
INTUITIVE SURGICAL INC	COM	46120E602	5	17	SH		Sole	01	
COM NEW									
17									
INVENTIV HEALTH INC COM	COM	46122E105	3	109	SH		Sole	01	



109	INVITROGEN CORP COM	COM	46185R100	564	14,362	SH	Sole	01
14,362								
102	IRON MTN INC COM	COM	462846106	3	102	SH	Sole	01
1,315	ISHARES INC MSCI MALAYSIA	MSCI MALAYSIA	464286830	14	1,315	SH	Sole	01
776	ISHARES INC MSCI S KOREA	MSCI S KOREA	464286772	40	776	SH	Sole	01
1,203	ISHARES INC MSCI SINGAPORE	MSCI SINGAPORE	464286673	15	1,203	SH	Sole	01
2,275	ISHARES INC MSCI TAIWAN	MSCI TAIWAN	464286731	32	2,275	SH	Sole	01
147,226	ISHARES TR 1-3 YR TRS BD	ETF	464287457	12,204	147,226	SH	Sole	01
843	ISHARES TR 20+ YR TRS BD	ETF	464287432	78	843	SH	Sole	01
987	ISHARES TR DJ US REAL EST	REAL EST	464287739	60	987	SH	Sole	01
714	ISHARES TR LEHMAN 3-7 YR	ETF	464288661	76	714	SH	Sole	01
161,544	ISHARES TR LEHMAN SH TREA	TREA	464288679	17,791	161,544	SH	Sole	01
239,533	ISHARES TR MSCI EAFE IDX	ETF	464287465	16,449	239,533	SH	Sole	01
4,378	ISHARES TR MSCI EMERG MKT	MSCI EMERG MKT	464287234	594	4,378	SH	Sole	01
78,416	ISHARES TR MSCI GRW IDX	ETF	464288885	5,538	78,416	SH	Sole	01
70,149	ISHARES TR MSCI VAL IDX	ETF	464288877	4,273	70,149	SH	Sole	01
120	ISHARES TR RUSL 3000 VALU	ETF	464287663	11	120	SH	Sole	01
192,733	ISHARES TR RUSSELL 1000	ETF	464287622	13,580	192,733	SH	Sole	01
121	ISHARES TR RUSSELL MCP VL	MCP VL	464287473	16	121	SH	Sole	01
14,526	ISHARES TR RUSSELL1000GRW	ETF	464287614	802	14,526	SH	Sole	01
14,754	ISHARES TR RUSSELL1000VAL	ETF	464287598	1,019	14,754	SH	Sole	01
928	ISHARES TR S&P CALI ETF	ETF	464288356	95	928	SH	Sole	01
114,506	ISHARES TR S&P GBL ENER	S&P GBL ENER	464287341	17,474	114,506	SH	Sole	01
320,792	ISHARES TR S&P GL UTILITI	ETF	464288711	20,784	320,792	SH	Sole	01
250	ISHARES TR S&P NATL MUN B	ETF	464288414	25	250	SH	Sole	01
184	ISHARES TR S&P NY MUN ETF	ETF	464288323	18	184	SH	Sole	01
543,851	ISHARES TR S&P500 GRW	S&P GRW	464287309	34,714	543,851	SH	Sole	01
141,473	ISHARES TR US PFD STK IDX	ETF	464288687	5,674	141,473	SH	Sole	01
724	ISHARES TR US TIPS BD FD	TIPS	464287176	78	724	SH	Sole	01
314,684	JABIL CIRCUIT INC COM	COM	466313103	5,164	314,684	SH	Sole	01
15,133	JACK IN THE BOX INC COM	COM	466367109	339	15,133	SH	Sole	01
58	JACOBS ENGR GROUP INC DEL COM	COM	469814107	5	58	SH	Sole	01
147,110	JAKKS PAC INC COM	COM	47012E106	3,214	147,110	SH	Sole	01
30,020	JARDEN CORP COM	COM	471109108	548	30,020	SH	Sole	01
142,989	JOHNSON & JOHNSON COM	COM	478160104	9,200	142,989	SH	Sole	01
150	JOHNSON CTLS INC COM	COM	478366107	4	150	SH	Sole	01

JOS A BANK CLOTHIERS INC COM 106	COM	480838101	3	106	SH	Sole	01
JP MORGAN CHASE & CO 268,010	COM	46625H100	9,195	268,010	SH	Sole	01

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
KAISER ALUMINUM CORP PAR \$0.01 72	COM	483007704	4	72	SH		Sole	01	
KANSAS CITY SOUTHERN NEW 9,481	COM	485170302	417	9,481	SH		Sole	01	
KAYNE ANDERSON ENRGY RT COM 956	COM	48660P104	28	956	SH		Sole	01	
KENEXA CORP 224	COM	488879107	4	224	SH		Sole	01	
KENNAMETAL INC 143	COM	489170100	5	143	SH		Sole	01	
KONINKLIJKE PHILIPS ELECTRS NY REG 561,609	NEW	500472303	18,982	561,609	SH		Sole	01	
KOOKMIN BK NEW SPONSORED ADR 68,775	SPONSORED ADR	50049M109	4,024	68,775	SH		Sole	01	
KRAFT FOODS INC CL A 57	CL A	50075N104	2	57	SH		Sole	01	
KSW INC 3,150	COM	48268R106	15	3,150	SH		Sole	01	
K-SWISS INC CL A 311,716	CL A	482686102	4,582	311,716	SH		Sole	01	
LAS VEGAS SANDS CORP 37	COM	517834107	2	37	SH		Sole	01	
LEAR CORP 319,954	COM	521865105	4,537	319,954	SH		Sole	01	
LIFE TIME FITNESS INC COM 9,760	COM	53217R207	288	9,760	SH		Sole	01	
LKQ CORP 170,316	COM	501889208	3,078	170,316	SH		Sole	01	
LORILLARD INC COM ADDED 802	COM	544147101	55	802	SH		Sole	01	
LOWES COS INC 1,025,560	COM	548661107	21,280	1,025,560	SH		Sole	01	
M/I HOMES INC 276,816	COM	55305B101	4,354	276,816	SH		Sole	01	
MACQUARIE GLBL INFRA TOTL RE COM 143	COM	55608D101	3	143	SH		Sole	01	
MARINEMAX INC 675,662	COM	567908108	4,844	675,662	SH		Sole	01	
MARKET VECTORS ETF TR AGRIBUS ETF 819,737	ETF	57060U605	50,783	819,737	SH		Sole	01	
MATRIX SVC CO 121	COM	576853105	3	121	SH		Sole	01	
MBIA INC 580,964	COM	55262C100	2,550	580,964	SH		Sole	01	
MCDONALDS CORP 336,952	COM	580135101	18,943	336,952	SH		Sole	01	
MEDAREX INC 452	COM	583916101	3	452	SH		Sole	01	
MEDICINES CO 231	COM	584688105	5	231	SH		Sole	01	
MEMC ELECTR MATLS INC COM 164,918	COM	552715104	10,149	164,918	SH		Sole	01	

MERCK & CO INC COM 50	COM	589331107	2	50	SH	Sole	01
MICROSOFT CORP COM 480,352	COM	594918104	13,214	480,352	SH	Sole	01
mitsubishi UFJ FINL GROUP IN 3,036,036	SPONSORED ADR	606822104	26,717	3,036,036	SH	Sole	01
MONSANTO CO NEW COM 28	COM	61166W101	4	28	SH	Sole	01
MOODYS CORP COM 117	COM	615369105	4	117	SH	Sole	01
MORGAN STANLEY CA INSD MUN TR 97,835	CA INSD MUN TR	61745P502	1,272	97,835	SH	Sole	01
MORGAN STANLEY COM NEW 10	COM	617446448	0	10	SH	Sole	01
MORGAN STANLEY INSD CA MUN 98,340	INSD CA MUN	61745P825	1,299	98,340	SH	Sole	01
MORGAN STANLEY N Y QULTY MUN 23,366	N Y QULTY MUN	61745P528	294	23,366	SH	Sole	01
NALCO HOLDING COMPANY COM 587,636	COM	62985Q101	12,429	587,636	SH	Sole	01
NATIONAL FINL PARTNERS CORP COM 205	COM	63607P208	4	205	SH	Sole	01
NATIONAL GRID PLC SPON ADR NEW 379,335	SPONSORED ADR	636274300	25,025	379,335	SH	Sole	01
NATIONAL OILWELL VARCO INC COM 92	COM	637071101	8	92	SH	Sole	01
NAVIGANT CONSULTING INC COM 361	COM	63935N107	7	361	SH	Sole	01

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<CAPTION>

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

VOTING AUTHORITY

NAME OF ISSUER SHARED NONE	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
NEUBERGER BERMAN CA INT MUN COM 97,476	COM	64123C101	1,239	97,476	SH		Sole	01	
NEW YORK CMNTY BANCORP INC COM 37,938	COM	649445103	677	37,938	SH		Sole	01	
NEWS CORP CL A 486,329	CL A	65248E104	7,314	486,329	SH		Sole	01	
NEWTEK BUSINESS SERVICES INC 146,141	COM	652526104	148	146,141	SH		Sole		
NFJ DIVID INT & PREM STRGTG COM SHS 186,077	COM	65337H109	3,954	186,077	SH		Sole	01	
NIKE INC CL B 342,103	CL B	654106103	20,393	342,103	SH		Sole	01	
NISSAN MOTORS SPONSORED ADR 589	SPONSORED ADR	654744408	10	589	SH		Sole	01	
NOKIA CORP SPONSORED ADR 529,201	SPONSORED ADR	654902204	12,965	529,201	SH		Sole	01	
NORDSTROM INC COM 91	COM	655664100	3	91	SH		Sole	01	
NORTHEAST UTILS COM 26,818	COM	664397106	685	26,818	SH		Sole	01	
NOVARTIS A G SPONSORED ADR 454,059	SPONSORED ADR	66987V109	24,991	454,059	SH		Sole	01	
NRG ENERGY INC COM NEW	COM	629377508	13,689	319,092	SH		Sole	01	

319,092							
NSTAR COM	COM	67019E107	459	13,560	SH	Sole	01
13,560							
NTELOS HLDGS CORP COM	COM	67020Q107	898	35,380	SH	Sole	01
35,380							
NUVEEN EQTY PRM							
OPPORTUNITYF COM	COM	6706EM102	4,088	266,292	SH	Sole	01
266,292							
NUVEEN FLA QUALITY							
INCOME MU COM	COM	670978105	12	945	SH	Sole	01
945							
NUVEEN FLOATING RATE							
INCOME COM	COM	67072T108	1,957	181,176	SH	Sole	01
181,176							
NUVEEN INSD CA PREM							
INCOME 2 COM	COM	67061U108	244	19,278	SH	Sole	01
19,278							
NUVEEN INSD DIVID							
ADVANTAGE COM	COM	67071L106	2	192	SH	Sole	01
192							
NUVEEN INSD FLA PREM							
INCOME COM	COM	67101V108	2	145	SH	Sole	01
145							
NVIDIA CORP COM	COM	67066G104	2	100	SH	Sole	01
100							
OLD REP INTL CORP COM	COM	680223104	4,296	362,819	SH	Sole	01
362,819							
OMRIX BIOPHARMACEUTICALS							
INC COM	COM	681989109	4	247	SH	Sole	01
247							
OPEN JT STK CO-VIMPEL							
COMMUN	SPONSORED ADR	68370R109	3,652	123,035	SH	Sole	01
123,035							
ORACLE CORP COM	COM	68389X105	31,316	1,491,239	SH	Sole	01
1,491,239							
OYO GEOSPACE CORP COM	COM	671074102	6	107	SH	Sole	01
107							
PACCAR INC COM	COM	693718108	10,918	261,019	SH	Sole	01
261,019							
PALL CORP COM	COM	696429307	26,025	655,882	SH	Sole	01
655,882							
PEPSICO INC COM	COM	713448108	21,308	335,085	SH	Sole	01
335,085							
PERFICIENT INC COM	COM	71375U101	4	444	SH	Sole	01
444							
PETROLEO BRASILEIRO SA							
PETRO	SPONSORED ADR	71654V408	31,518	444,979	SH	Sole	01
444,979							
PETROQUEST ENERGY INC							
COM	COM	716748108	7	274	SH	Sole	01
274							
PG&E CORP COM	COM	69331C108	6,634	167,148	SH	Sole	01
167,148							
PHARMACEUTICAL PROD DEV							
INC COM	COM	717124101	7,249	168,980	SH	Sole	01
168,980							
PHILIP MORRIS INTL INC							
COM ADDED	COM	718172109	17,869	361,796	SH	Sole	01
361,796							
PIKE ELEC CORP COM	COM	721283109	3	200	SH	Sole	01
200							
PIONEER MUN & EQUITY							
INCOME COM	COM	723761102	7	585	SH	Sole	01
585							
PLUM CREEK TIMBER CO INC							
COM	COM	729251108	3	75	SH	Sole	01
75							
POPULAR INC COM	COM	733174106	4,729	717,610	SH	Sole	01
717,610							
PORTFOLIO RECOVERY							
ASSOCS IN COM	COM	73640Q105	3	93	SH	Sole	01
93							

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<CAPTION>

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

VOTING AUTHORITY

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TITLE    VALUE                      SHRS OR      SH/      PUT/      INVESTMENT                      OTHER

NAME OF ISSUER SHARED NONE	OF CLASS	CUSIP	(x\$1000)	PRN AMT	PRN	CALL	DISCRETION	MANAGERS	SOLE
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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
POSCO SPONSORED ADR 33,804	ADR	693483109	4,387	33,804	SH		Sole	01	
POWERSHS DB MULTI SECT COMM DB 1,207,585	ETF	73936B408	49,125	1,207,585	SH		Sole	01	
PPL CORP COM 157,085	COM	69351T106	8,211	157,085	SH		Sole	01	
PRAXAIR INC COM 108,591	COM	74005P104	10,234	108,591	SH		Sole	01	
PRECISION CASTPARTS CORP COM 16	COM	740189105	2	16	SH		Sole	01	
PRICE T ROWE GROUP INC COM 85	COM	74144T108	5	85	SH		Sole	01	
PROCTER & GAMBLE CO COM 726,917	COM	742718109	44,204	726,917	SH		Sole	01	
PROGRESS SOFTWARE CORP COM 116	COM	743312100	3	116	SH		Sole	01	
PROSHARES TR CONSUMR SVCS 403,062	SVCS	74347R636	41,233	403,062	SH		Sole	01	
PROSHARES TR ULTRA FINL PRO 1,000	PRO	74347R743	20	1,000	SH		Sole	01	
PROSHARES TR ULTRASHRT FINL 45,652	TR	74347R628	7,150	45,652	SH		Sole	01	
PUBLIC SVC ENTERPRISE GROUP COM 43,306	COM	744573106	1,989	43,306	SH		Sole	01	
QUALCOMM INC COM 282	COM	747525103	12	282	SH		Sole	01	
RAYMOND JAMES FINANCIAL INC COM 967	COM	754730109	26	967	SH		Sole	01	
REGAL BELOIT CORP COM 117	COM	758750103	5	117	SH		Sole	01	
RESEARCH IN MOTION LTD COM 218,132	COM	760975102	25,500	218,132	SH		Sole	01	
ROPER INDS INC NEW COM 102,579	COM	776696106	6,758	102,579	SH		Sole	01	
ROYAL BK SCOTLAND GROUP PLC SP ADR 42,441	SPONSORED ADR	780097739	790	42,441	SH		Sole	01	
SAFEWAY INC COM NEW 115,672	COM	786514208	3,302	115,672	SH		Sole	01	
SALESFORCE COM INC COM 150	COM	79466L302	10	150	SH		Sole	01	
SARA LEE CORP COM 314,345	COM	803111103	3,851	314,345	SH		Sole	01	
SCHEIN HENRY INC COM 83,729	COM	806407102	4,318	83,729	SH		Sole	01	
SCHLUMBERGER LTD COM 96	COM	806857108	10	96	SH		Sole	01	
SCHWAB CHARLES CORP NEW COM 107	COM	808513105	2	107	SH		Sole	01	
SCIELE PHARMA INC COM 183	COM	808627103	4	183	SH		Sole	01	
SECURE COMPUTING CORP COM 556	COM	813705100	2	556	SH		Sole	01	
SELECT SECTOR SPDR TR SBI INT-UTILS 140,946	COM	81369Y886	5,737	140,946	SH		Sole	01	
SEMPRA ENERGY COM 52,726	COM	816851109	2,976	52,726	SH		Sole	01	
SIEMENS A G SPONSORED ADR 35,246	SPONSORED ADR	826197501	3,882	35,246	SH		Sole	01	
SIGMA ALDRICH CORP COM 59	COM	826552101	3	59	SH		Sole	01	
SIGMA DESIGNS INC COM 95	COM	826565103	1	95	SH		Sole	01	
SINGAPORE FD INC COM 49	COM	82929L109	1	49	SH		Sole	01	



TREX INC COM 2	COM	89531P105	0	2	SH	Sole	01
TRUE RELIGION APPAREL INC COM 243	COM	89784N104	6	243	SH	Sole	01
TURKCELL ILETISIM HIZMETLERI 382	SPON ADR	900111204	6	382	SH	Sole	01
TYCO ELECTRONICS LTD COM NEW 414,107	NEW	G9144P105	14,833	414,107	SH	Sole	01
TYCO INTL LTD BERMUDA SHS 308,602	SHS	G9143X208	12,356	308,602	SH	Sole	01
UAL CORP 2,409	COM	902549807	13	2,409	SH	Sole	
UBS AG SHS NEW 427,855	NEW	H89231338	8,839	427,855	SH	Sole	01
UNITED MICROELECTRONICS CORP 1	ADR	910873405	0	1	SH	Sole	01
UNITED TECHNOLOGIES CORP COM 281,913	COM	913017109	17,394	281,913	SH	Sole	01
UNUM GROUP COM 40,359	COM	91529Y106	825	40,359	SH	Sole	01
VAN KAMPEN SENIOR INCOME TR COM 4,275	COM	920961109	25	4,275	SH	Sole	01
VAN KAMPEN TR INVT GRADE N Y COM 20,762	COM	920931102	288	20,762	SH	Sole	01
VANGUARD INDEX FDS STK MRK ETF 245,869	ETF	922908769	15,758	245,869	SH	Sole	01
VANGUARD TAX-MANAGED FD EUROPE PAC 62,996	ETF	921943858	2,704	62,996	SH	Sole	01
VARIAN MED SYS INC COM 9,355	COM	92220P105	485	9,355	SH	Sole	01
VCA ANTECH INC COM 133,560	COM	918194101	3,710	133,560	SH	Sole	01
VEOLIA ENVIRONNEMENT 162,781	SPONSORED ADR	92334N103	9,091	162,781	SH	Sole	01
VERIZON COMMUNICATIONS INC 832	COM	92343V104	29	832	SH	Sole	
VERIZON COMMUNICATIONS INC COM 162	COM	92343V104	6	162	SH	Sole	01
VODAFONE GROUP PLC NEW SPONS 833,249	ADR	92857W209	24,548	833,249	SH	Sole	01
VULCAN MATLS CO COM 267	COM	929160109	16	267	SH	Sole	01

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COLUMN 8

VOTING AUTHORITY

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE
WABCO HLDGS INC COM 156,418	COM	92927K102	7,267	156,418	SH		Sole	01	
WAL MART STORES INC COM 261,076	COM	931142103	14,672	261,076	SH		Sole	01	
WALGREEN CO COM 239,906	COM	931422109	7,799	239,906	SH		Sole	01	
WALTER INDS INC COM 6,378	COM	93317Q105	694	6,378	SH		Sole	01	
WASHINGTON FED INC COM 41,510	COM	938824109	751	41,510	SH		Sole	01	
WASHINGTON MUT INC COM	COM	939322103	2	341	SH		Sole	01	

341								
WESCO INTL INC COM	COM	95082P105	6	138	SH	Sole	01	
138								
WESTERN UN CO COM	COM	959802109	2	63	SH	Sole	01	
63								
WGL HLDGS INC COM	COM	92924F106	2	50	SH	Sole	01	
50								
WILLIAMS COS INC DEL COM	COM	969457100	8,243	204,487	SH	Sole	01	
204,487								
WIMM BILL DANN FOODS								
OJSC	ADR	97263M109	4,293	40,797	SH	Sole	01	
40,797								
WRIGLEY WM JR CO COM	COM	982526105	20,128	258,780	SH	Sole	01	
258,780								
WYETH COM	COM	983024100	29	614	SH	Sole	01	
614								
XTO ENERGY INC COM	COM	98385X106	47	687	SH	Sole	01	
687								
YAHOO INC COM	COM	984332106	10	479	SH	Sole	01	
479								
ZENITH NATL INS CORP COM	COM	989390109	44	1,238	SH	Sole	01	
1,238								
ZIMMER HLDGS INC COM	COM	98956P102	9	137	SH	Sole	01	
137								
ZUMIEZ INC COM	COM	989817101	193	11,641	SH	Sole	01	
11,641								

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