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FIFTH THIRD BANCORP
Form 13F-HR
November 14, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: September 30, 2012

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: Fifth Third Bancorp
Address: 38 Fountain Square Plaza
Cincinnati, Ohio 45263

13F File Number - #28-03158

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: Richard W. Holmes, Jr.
Title: Counsel
Phone: 513-534-6030

Signature, Place, and Date of Signing:

/s/ Richard W. Holmes, Jr. Cincinnati, Ohio November 14, 2012

[Signature] [City, State] [Date]

Report Type (Check only one):

- 13F HOLDINGS REPORT
- 13F NOTICE
- 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

Name and Management numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

13 F File Number: Name:

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 28-539 Fifth Third Bank
 28-10115 Fifth Third Asset Management, Inc.
 =====

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2
 Form 13F Information Table Entry Total: 2,205
 Form 13F Information Table Value Total (x\$1000): 9,164,109

List of Other Included Managers:

No.	13F File No.	Name
5	28-539	Fifth Third Bank
85	28-10115	Fifth Third Asset Management, Inc.

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN	O MA
			DEUTSCHE BANK AG	NAMEN AKT	D18190898	163	4109	SH	DEFINED	5
						163	4109			
			AMDOCS LTD	ORD	G02602103	975	29566	SH	DEFINED	5
						975	29566			
			AON PLC	SHS CL A	G0408V102	2761	52806	SH	DEFINED	5
						2761	52806			
			ARCH CAP GROUP LTD	ORD	G0450A105	37	893	SH	DEFINED	5
						37	893			
			ARCOS DORADOS HOLDINGS INC	SHS CLASS -A -	G0457F107	10	630	SH	DEFINED	5
						10	630			
			ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	403	13232	SH	DEFINED	5
						403	13232			

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ASSURED GUARANTY LTD	COM	G0585R106	28	2028	SH	DEFINED	5
			-----	-----			
			28	2028			
ENERGY XXI (BERMUDA) LTD	USD UNRS SHS	G10082140	17	500	SH	DEFINED	5
			-----	-----			
			17	500			
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	31491	449674	SH	DEFINED	5
			-----	-----			
			31491	449674			
BUNGE LIMITED	COM	G16962105	712	10624	SH	DEFINED	5
			-----	-----			
			712	10624			
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	6	850	SH	DEFINED	5
			-----	-----			
			6	850			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----			-----	-----	-----	-----	-----	-----	-----	-----
COOPER INDUSTRIES PLC	SHS	G24140108	250	3337	SH	DEFINED	5			
			-----	-----						
			250	3337						
COSAN LTD	SHS A	G25343107	5	300	SH	DEFINED	5			
			-----	-----						
			5	300						
COVIDIEN PLC	SHS	G2554F113	7171	120678	SH	DEFINED	5			
			-----	-----						
			7171	120678						
DELPHI AUTOMOTIVE PLC	SHS	G27823106	1	43	SH	DEFINED	5			
			-----	-----						
			1	43						
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	898	23333	SH	DEFINED	5			
			-----	-----						
			898	23333						
ENSCO PLC	SHS CLASS A	G3157S106	459	8410	SH	DEFINED	5			
			-----	-----						
			459	8410						
EVEREST RE GROUP LTD	COM	G3223R108	1	12	SH	DEFINED	5			
			-----	-----						
			1	12						
FRESH DEL MONTE PRODUCE INC	ORD	G36738105	299	11672	SH	DEFINED	5			
			-----	-----						

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			299	11672		
FRONTLINE LTD	SHS	G3682E127	1	200	SH	DEFINED 5
			-----	-----		
			1	200		
GENPACT LIMITED	SHS	G3922B107	17	1000	SH	DEFINED 5
			-----	-----		
			17	1000		
HELEN OF TROY CORP LTD	COM	G4388N106	10	300	SH	DEFINED 5
			-----	-----		
			10	300		

			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
HERBALIFE LTD	COM USD SHS	G4412G101	9	200	SH		DEFINED 5		
			-----	-----					
			9	200					
INGERSOLL-RAND PLC	SHS	G47791101	1025	22874	SH		DEFINED 5		
			-----	-----					
			1025	22874					
INVESCO LTD	SHS	G491BT108	6289	251658	SH		DEFINED 5		
			-----	-----					
			6289	251658					
LAZARD LTD	SHS A	G54050102	1	26	SH		DEFINED 5		
			-----	-----					
			1	26					
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	4500	491557	SH		DEFINED 5		
			-----	-----					
			4500	491557					
MICHAEL KORS HLDGS LTD	SHS	G60754101	66	1237	SH		DEFINED 5		
			-----	-----					
			66	1237					
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	2338	105658	SH		DEFINED 5		
			-----	-----					
			2338	105658					
NABORS INDUSTRIES LTD	SHS	G6359F103	1024	72974	SH		DEFINED 5		
			-----	-----					
			1024	72974					
ONEBEACON INSURANCE GROUP LT	CL A	G67742109	48	3560	SH		DEFINED 5		
			-----	-----					
			48	3560					

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PARTNERRE LTD	COM	G6852T105	6	75	SH	DEFINED	5
			-----	-----			
			6	75			
ROWAN COMPANIES PLC	SHS CL A	G7665A101	4	115	SH	DEFINED	5
			-----	-----			
			4	115			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	MA	
SEADRILL LIMITED	SHS	G7945E105	1158	29527	SH	DEFINED	5
			-----	-----			
			1158	29527			
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	3623	117013	SH	DEFINED	5
			-----	-----			
			3623	117013			
SIGNET JEWELERS LIMITED	SHS	G81276100	1	18	SH	DEFINED	5
			-----	-----			
			1	18			
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	23	668	SH	DEFINED	5
			-----	-----			
			23	668			
WARNER CHILCOTT PLC IRELAND	SHS A	G94368100	41	3055	SH	DEFINED	5
			-----	-----			
			41	3055			
WHITE MTNS INS GROUP LTD	COM	G9618E107	2037	3968	SH	DEFINED	5
			-----	-----			
			2037	3968			
XL GROUP PLC	SHS	G98290102	14	567	SH	DEFINED	5
			-----	-----			
			14	567			
ACE LTD	SHS	H0023R105	5620	74345	SH	DEFINED	5
			-----	-----			
			5620	74345			
ALLIED WRLD ASSUR COM HLDG A	SHS	H01531104	1272	16464	SH	DEFINED	5
			-----	-----			
			1272	16464			
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	904	71320	SH	DEFINED	5
			-----	-----			
			904	71320			
FOSTER WHEELER AG	COM	H27178104	1	24	SH	DEFINED	5
			-----	-----			

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
GARMIN LTD	SHS	H2906T109	3	75	SH		DEFINED	5	
			3	75					
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	6259	174927	SH		DEFINED	5	
			6259	174927					
TE CONNECTIVITY LTD	REG SHS	H84989104	273	8030	SH		DEFINED	5	
			273	8030					
TRANSOCEAN LTD	REG SHS	H8817H100	314	6997	SH		DEFINED	5	
			314	6997					
TYCO INTERNATIONAL LTD	SHS	H89128104	559	9936	SH		DEFINED	5	
			559	9936					
UBS AG	SHS NEW	H89231338	1876	154045	SH		DEFINED	5	
			1876	154045					
ADECOAGRO S A	COM	L00849106	5	500	SH		DEFINED	5	
			5	500					
ALTISOURCE PORTFOLIO SOLNS S	REG SHS	L0175J104	10	118	SH		DEFINED	5	
			10	118					
ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	505	19035	SH		DEFINED	5	
			505	19035					
CERAGON NETWORKS LTD	ORD	M22013102	29	5000	SH		DEFINED	5	
			29	5000					
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	467	9706	SH		DEFINED	5	
			467	9706					

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
			EZCHIP SEMICONDUCTOR LIMITED	ORD	M4146Y108	15	500	SH	DEFINED	5
						15	500			
			MELLANOX TECHNOLOGIES LTD	SHS	M51363113	720	7094	SH	DEFINED	5
						720	7094			
			ASML HOLDING N V	NY REG SHS	N07059186	292	5434	SH	DEFINED	5
						292	5434			
			CORE LABORATORIES N V	COM	N22717107	36	300	SH	DEFINED	5
						36	300			
			LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	18	346	SH	DEFINED	5
						18	346			
			NIELSEN HOLDINGS N V	COM	N63218106	3	99	SH	DEFINED	5
						3	99			
			QIAGEN NV	REG SHS	N72482107	673	36342	SH	DEFINED	5
						673	36342			
			COPA HOLDINGS SA	CL A	P31076105	145	1789	SH	DEFINED	5
						145	1789			
			ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	5	161	SH	DEFINED	5
						5	161			
			AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	16	471	SH	DEFINED	5
						16	471			
			DIANA CONTAINERSHIPS INC	COM	Y2069P101	0	74	SH	DEFINED	5
							74			

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN

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FLEXTRONICS INTL LTD	ORD	Y2573F102	37	6114	SH	DEFINED	5
			-----	-----			
			37	6114			
TEEKAY CORPORATION	COM	Y8564W103	13	403	SH	DEFINED	5
			-----	-----			
			13	403			
AAR CORP	COM	000361105	669	40735	SH	DEFINED	5
			-----	-----			
			669	40735			
ABB LTD	SPONSORED ADR	000375204	322	17209	SH	DEFINED	5
			-----	-----			
			322	17209			
ACCO BRANDS CORP	COM	00081T108	3	419	SH	DEFINED	5
			-----	-----			
			3	419			
AFLAC INC	COM	001055102	4502	94034	SH	DEFINED	5
			-----	-----			
			4502	94034			
AGCO CORP	COM	001084102	89	1876	SH	DEFINED	5
			-----	-----			
			89	1876			
AGIC CONV & INCOME FD	COM	001190107	19	2021	SH	DEFINED	5
			-----	-----			
			19	2021			
AGIC CONV & INCOME FD II	COM	001191105	6	644	SH	DEFINED	5
			-----	-----			
			6	644			
AGL RES INC	COM	001204106	24	587	SH	DEFINED	5
			-----	-----			
			24	587			
AES CORP	COM	00130H105	165	15040	SH	DEFINED	5
			-----	-----			
			165	15040			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT MA
AK STL HLDG CORP	COM	001547108	14	3000	SH	DEFINED	5
			-----	-----			
			14	3000			

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ALPS ETF TR	ALERIAN MLP	00162Q866	61	3695	SH	DEFINED	5
			-----	-----			
			61	3695			
AMC NETWORKS INC	CL A	00164V103	14	330	SH	DEFINED	5
			-----	-----			
			14	330			
AOL INC	COM	00184X105	497	14108	SH	DEFINED	5
			-----	-----			
			497	14108			
AT&T INC	COM	00206R102	91452	2425777	SH	DEFINED	5
			-----	-----			
			91452	2425777			
AVX CORP NEW	COM	002444107	14	1442	SH	DEFINED	5
			-----	-----			
			14	1442			
AARONS INC	COM PAR \$0.50	002535300	714	25687	SH	DEFINED	5
			-----	-----			
			714	25687			
ABAXIS INC	COM	002567105	151	4190	SH	DEFINED	5
			-----	-----			
			151	4190			
ABBOTT LABS	COM	002824100	100606	1467413	SH	DEFINED	5
			-----	-----			
			100606	1467413			
ABERCROMBIE & FITCH CO	CL A	002896207	3	103	SH	DEFINED	5
			-----	-----			
			3	103			
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	3602	463026	SH	DEFINED	5
			-----	-----			
			3602	463026			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	238	22901	SH		DEFINED	5	
			-----	-----					
			238	22901					
ABIOMED INC	COM	003654100	132	6287	SH		DEFINED	5	
			-----	-----					
			132	6287					
ACACIA RESH CORP	ACACIA TCH COM	003881307	59	2155	SH		DEFINED	5	
			-----	-----					

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			59	2155		
ACCELRY'S INC	COM	00430U103	4	500	SH	DEFINED 5
			4	500		
ACCESS MIDSTREAM PARTNERS L	UNIT	00434L109	33	1000	SH	DEFINED 5
			33	1000		
ACETO CORP	COM	004446100	65	6901	SH	DEFINED 5
			65	6901		
ACTIVISION BLIZZARD INC	COM	00507V109	771	68348	SH	DEFINED 5
			771	68348		
ACTUANT CORP	CL A NEW	00508X203	1	39	SH	DEFINED 5
			1	39		
ACUITY BRANDS INC	COM	00508Y102	11	171	SH	DEFINED 5
			11	171		
ADA ES INC	COM	005208103	2	100	SH	DEFINED 5
			2	100		
ADAMS EXPRESS CO	COM	006212104	917	80871	SH	DEFINED 5
			917	80871		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
ADOBE SYS INC	COM	00724F101	36	1113	SH	DEFINED 5			
			36	1113					
ADVISORY BRD CO	COM	00762W107	111	2313	SH	DEFINED 5			
			111	2313					
ADVENT CLAY CONV SEC INC FD	COM	007639107	20	3000	SH	DEFINED 5			
			20	3000					
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	703	33208	SH	DEFINED 5			
			703	33208					

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AEGION CORP	COM		00770F104	61	3200	SH	DEFINED	5
				-----	-----			
				61	3200			
ADVANCED MICRO DEVICES INC	NOTE	6.000% 5	007903AL1	15955	157000	SH	DEFINED	5
				-----	-----			
				15955	157000			
ADVANCED MICRO DEVICES INC	COM		007903107	5	1488	SH	DEFINED	5
				-----	-----			
				5	1488			
ADVENT SOFTWARE INC	COM		007974108	1520	61846	SH	DEFINED	5
				-----	-----			
				1520	61846			
AETERNA ZENTARIS INC	COM		007975204	70	100000	SH	DEFINED	5
				-----	-----			
				70	100000			
AETNA INC NEW	COM		00817Y108	45	1140	SH	DEFINED	5
				-----	-----			
				45	1140			
AFFILIATED MANAGERS GROUP	COM		008252108	657	5338	SH	DEFINED	5
				-----	-----			
				657	5338			

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
AFFYMETRIX INC	COM	00826T108	5	1048	SH	DEFINED	5		
			-----	-----					
			5	1048					
AGILENT TECHNOLOGIES INC	COM	00846U101	7111	184943	SH	DEFINED	5		
			-----	-----					
			7111	184943					
AGNICO EAGLE MINES LTD	COM	008474108	52	1000	SH	DEFINED	5		
			-----	-----					
			52	1000					
AGRIUM INC	COM	008916108	289	2798	SH	DEFINED	5		
			-----	-----					
			289	2798					
AIR PRODS & CHEMS INC	COM	009158106	18593	224820	SH	DEFINED	5		
			-----	-----					
			18593	224820					
AIRGAS INC	COM	009363102	89	1078	SH	DEFINED	5		
			-----	-----					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA
AKAMAI TECHNOLOGIES INC	COM	00971T101	1151	30083	SH	DEFINED	5
			-----	-----			
			1151	30083			
AKORN INC	COM	009728106	173	13088	SH	DEFINED	5
			-----	-----			
			173	13088			
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	5	2000	SH	DEFINED	5
			-----	-----			
			5	2000			
ALBEMARLE CORP	COM	012653101	2946	55927	SH	DEFINED	5
			-----	-----			
			2946	55927			
ALCOA INC	COM	013817101	2250	254117	SH	DEFINED	5
			-----	-----			
			2250	254117			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA		
ALCATEL-LUCENT	SPONSORED ADR	013904305	0	9	SH	DEFINED	5		
			-----	-----					
				9					
ALERE INC	COM	01449J105	5	253	SH	DEFINED	5		
			-----	-----					
			5	253					
ALEXANDER & BALDWIN INC NEW	COM	014491104	1897	64247	SH	DEFINED	5		
			-----	-----					
			1897	64247					
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	2019	27467	SH	DEFINED	5		
			-----	-----					
			2019	27467					
ALEXION PHARMACEUTICALS INC	COM	015351109	4139	36182	SH	DEFINED	5		
			-----	-----					
			4139	36182					
ALLEGHANY CORP DEL	COM	017175100	1284	3723	SH	DEFINED	5		
			-----	-----					
			1284	3723					
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	130	4080	SH	DEFINED	5		
			-----	-----					
			130	4080					

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ALLERGAN INC	COM	018490102	1071	11698	SH	DEFINED	5
			-----	-----			
			1071	11698			
ALLIANCE DATA SYSTEMS CORP	COM	018581108	2049	14435	SH	DEFINED	5
			-----	-----			
			2049	14435			
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	75	1255	SH	DEFINED	5
			-----	-----			
			75	1255			
ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	90	5646	SH	DEFINED	5
			-----	-----			
			90	5646			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ALLIANT ENERGY CORP	COM	018802108	6198	142838	SH	DEFINED	5	
			-----	-----				
			6198	142838				
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	28	3291	SH	DEFINED	5	
			-----	-----				
			28	3291				
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	52	3400	SH	DEFINED	5	
			-----	-----				
			52	3400				
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	1	50	SH	DEFINED	5	
			-----	-----				
			1	50				
ALLSTATE CORP	COM	020002101	6788	171376	SH	DEFINED	5	
			-----	-----				
			6788	171376				
ALMOST FAMILY INC	COM	020409108	26	1200	SH	DEFINED	5	
			-----	-----				
			26	1200				
ALPHA NATURAL RESOURCES INC	COM	02076X102	14	2142	SH	DEFINED	5	
			-----	-----				
			14	2142				
ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	4	531	SH	DEFINED	5	
			-----	-----				
			4	531				
ALTERA CORP	COM	021441100	10279	302332	SH	DEFINED	5	
			-----	-----				

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			10279	302332		
ALTRIA GROUP INC	COM	02209S103	39244	1175336	SH	DEFINED 5
			-----	-----		
			39244	1175336		
AMAZON COM INC	COM	023135106	11690	45964	SH	DEFINED 5
			-----	-----		
			11690	45964		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
AMEREN CORP	COM	023608102	682	20870	SH	DEFINED 5		
			-----	-----				
			682	20870				
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	1378	54185	SH	DEFINED 5		
			-----	-----				
			1378	54185				
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	1601	142029	SH	DEFINED 5		
			-----	-----				
			1601	142029				
AMERICAN CAMPUS CMNTYS INC	COM	024835100	4283	97603	SH	DEFINED 5		
			-----	-----				
			4283	97603				
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	2594	74973	SH	DEFINED 5		
			-----	-----				
			2594	74973				
AMERICAN CAP LTD	COM	02503Y103	359	31650	SH	DEFINED 5		
			-----	-----				
			359	31650				
AMERICAN CAP MTG INVT CORP	COM	02504A104	574	22847	SH	DEFINED 5		
			-----	-----				
			574	22847				
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	2359	111898	SH	DEFINED 5		
			-----	-----				
			2359	111898				
AMERICAN ELEC PWR INC	COM	025537101	3774	85885	SH	DEFINED 5		
			-----	-----				
			3774	85885				
AMERICAN EQTY INVT LIFE HLD	COM	025676206	561	48240	SH	DEFINED 5		
			-----	-----				
			561	48240				

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AMERICAN EXPRESS CO	COM	025816109	18399	323581	SH	DEFINED	5
			-----	-----			
			18399	323581			

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PAGE 15 OF 201		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
AMERICAN FINL GROUP INC OHIO	COM	025932104	7	186	SH	DEFINED	5	
			-----	-----				
			7	186				
AMERICAN GREETINGS CORP	CL A	026375105	8	500	SH	DEFINED	5	
			-----	-----				
			8	500				
AMERICAN INTL GROUP INC	*W EXP 01/19/2	026874156	2	149	SH	DEFINED	5	
			-----	-----				
			2	149				
AMERICAN INTL GROUP INC	COM NEW	026874784	3439	104868	SH	DEFINED	5	
			-----	-----				
			3439	104868				
AMERICAN MIDSTREAM PARTNERS	COM UNITS	02752P100	25	1300	SH	DEFINED	5	
			-----	-----				
			25	1300				
AMERICAN NATL INS CO	COM	028591105	22	300	SH	DEFINED	5	
			-----	-----				
			22	300				
AMERICAN RLTY CAP TR INC	COM	02917L101	243	20690	SH	DEFINED	5	
			-----	-----				
			243	20690				
AMERICAN SELECT PORTFOLIO IN	COM	029570108	6	500	SH	DEFINED	5	
			-----	-----				
			6	500				
AMERICAN TOWER CORP NEW	COM	03027X100	4498	63010	SH	DEFINED	5	
			-----	-----				
			4498	63010				
AMERICAN WTR WKS CO INC NEW	COM	030420103	73	1958	SH	DEFINED	5	
			-----	-----				
			73	1958				
AMERICAS CAR MART INC	COM	03062T105	9	200	SH	DEFINED	5	
			-----	-----				
			9	200				

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NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
AMERISOURCEBERGEN CORP	COM	03073E105	4377	113068	SH		DEFINED	5	
			4377	113068					
AMERIPRISE FINL INC	COM	03076C106	4817	84974	SH		DEFINED	5	
			4817	84974					
AMETEK INC NEW	COM	031100100	3279	92485	SH		DEFINED	5	
			3279	92485					
AMGEN INC	COM	031162100	25900	307266	SH		DEFINED	5	
			25900	307266					
AMPHENOL CORP NEW	CL A	032095101	106	1807	SH		DEFINED	5	
			106	1807					
AMTRUST FINANCIAL SERVICES I	COM	032359309	2	77	SH		DEFINED	5	
			2	77					
ANADARKO PETE CORP	COM	032511107	1039	14857	SH		DEFINED	5	
			1039	14857					
ANALOG DEVICES INC	COM	032654105	7487	191125	SH		DEFINED	5	
			7487	191125					
ANDERSONS INC	COM	034164103	75	2000	SH		DEFINED	5	
			75	2000					
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	4	115	SH		DEFINED	5	
			4	115					
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	6840	79622	SH		DEFINED	5	
			6840	79622					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ANNALY CAP MGMT INC	COM	035710409	1507	89519	SH		DEFINED	5
			1507	89519				
ANSYS INC	COM	03662Q105	1055	14367	SH		DEFINED	5
			1055	14367				
APACHE CORP	COM	037411105	17303	200099	SH		DEFINED	5
			17303	200099				
APACHE CORP	PFD CONV SER D	037411808	49	1000	SH		DEFINED	5
			49	1000				
APARTMENT INVT & MGMT CO	CL A	03748R101	54	2096	SH		DEFINED	5
			54	2096				
APOLLO GROUP INC	CL A	037604105	2	65	SH		DEFINED	5
			2	65				
APPLE INC	COM	037833100	160092	239980	SH		DEFINED	5
			160092	239980				
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	734	17718	SH		DEFINED	5
			734	17718				
APPLIED MATLS INC	COM	038222105	1622	145294	SH		DEFINED	5
			1622	145294				
APTARGROUP INC	COM	038336103	475	9191	SH		DEFINED	5
			475	9191				
AQUA AMERICA INC	COM	03836W103	145	5876	SH		DEFINED	5
			145	5876				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ARCH COAL INC	COM	039380100	1	150	SH		DEFINED	5

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			1	150		
ARCHER DANIELS MIDLAND CO	COM	039483102	1662	61161	SH	DEFINED 5
			-----	-----		
			1662	61161		
ARES CAP CORP	COM	04010L103	49	2835	SH	DEFINED 5
			-----	-----		
			49	2835		
ARIAD PHARMACEUTICALS INC	COM	04033A100	644	26607	SH	DEFINED 5
			-----	-----		
			644	26607		
ARIBA INC	COM NEW	04033V203	2	49	SH	DEFINED 5
			-----	-----		
			2	49		
ARLINGTON ASSET INVT CORP	CL A NEW	041356205	12	500	SH	DEFINED 5
			-----	-----		
			12	500		
ARM HLDGS PLC	SPONSORED ADR	042068106	2071	74026	SH	DEFINED 5
			-----	-----		
			2071	74026		
ARMOUR RESIDENTIAL REIT INC	COM	042315101	42	5500	SH	DEFINED 5
			-----	-----		
			42	5500		
ARRIS GROUP INC	COM	04269Q100	19	1485	SH	DEFINED 5
			-----	-----		
			19	1485		
ARROW ELECTRS INC	COM	042735100	2	57	SH	DEFINED 5
			-----	-----		
			2	57		
ASCENT CAP GROUP INC	COM SER A	043632108	0	4	SH	DEFINED 5
			-----	-----		
				4		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
ASHFORD HOSPITALITY TR INC	9% CUM PFD SER	044103505	339	12626	SH	DEFINED 5			
			-----	-----					
			339	12626					
ASHLAND INC NEW	COM	044209104	691	9651	SH	DEFINED 5			
			-----	-----					
			691	9651					

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ASSOCIATED ESTATES RLTY CORP	COM	045604105	948	62527	SH	DEFINED	5
			-----	-----			
			948	62527			
ASSURANT INC	COM	04621X108	95	2545	SH	DEFINED	5
			-----	-----			
			95	2545			
ASTRAZENECA PLC	SPONSORED ADR	046353108	1491	31143	SH	DEFINED	5
			-----	-----			
			1491	31143			
ATHENAHEALTH INC	COM	04685W103	327	3563	SH	DEFINED	5
			-----	-----			
			327	3563			
ATHERSYS INC	COM	04744L106	1	1000	SH	DEFINED	5
			-----	-----			
			1	1000			
ATLANTIC PWR CORP	COM NEW	04878Q863	6	400	SH	DEFINED	5
			-----	-----			
			6	400			
ATLAS AIR WORLDWIDE HLDGS IN	COM NEW	049164205	61	1184	SH	DEFINED	5
			-----	-----			
			61	1184			
ATLAS ENERGY LP	COM UNITS LP	04930A104	67	1949	SH	DEFINED	5
			-----	-----			
			67	1949			
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	66	1950	SH	DEFINED	5
			-----	-----			
			66	1950			

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PAGE 20 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ATLAS RESOURCE PARTNERS LP	COM UNT LTD PR	04941A101	5	198	SH	DEFINED	5		
			-----	-----					
			5	198					
ATMEL CORP	COM	049513104	5951	1131309	SH	DEFINED	5		
			-----	-----					
			5951	1131309					
ATMOS ENERGY CORP	COM	049560105	222	6194	SH	DEFINED	5		
			-----	-----					
			222	6194					
ATWOOD OCEANICS INC	COM	050095108	4909	108016	SH	DEFINED	5		
			-----	-----					

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			4909	108016		
AURICO GOLD INC	COM	05155C105	635	90905	SH	DEFINED 5
			-----	-----		
			635	90905		
AUTODESK INC	COM	052769106	890	26698	SH	DEFINED 5
			-----	-----		
			890	26698		
AUTOLIV INC	COM	052800109	487	7861	SH	DEFINED 5
			-----	-----		
			487	7861		
AUTOMATIC DATA PROCESSING IN	COM	053015103	53816	917415	SH	DEFINED 5
			-----	-----		
			53816	917415		
AUTONATION INC	COM	05329W102	1	25	SH	DEFINED 5
			-----	-----		
			1	25		
AUTOZONE INC	COM	053332102	657	1778	SH	DEFINED 5
			-----	-----		
			657	1778		
AVALONBAY CMNTYS INC	COM	053484101	2957	21742	SH	DEFINED 5
			-----	-----		
			2957	21742		

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PAGE	21 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA

	AVERY DENNISON CORP	COM	053611109	112	3516	SH		DEFINED	5
				-----	-----				
				112	3516				
	AVIAT NETWORKS INC	COM	05366Y102	2	670	SH		DEFINED	5
				-----	-----				
				2	670				
	AVIS BUDGET GROUP	COM	053774105	2	151	SH		DEFINED	5
				-----	-----				
				2	151				
	AVISTA CORP	COM	05379B107	215	8357	SH		DEFINED	5
				-----	-----				
				215	8357				
	AVNET INC	COM	053807103	252	8659	SH		DEFINED	5
				-----	-----				
				252	8659				

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AVIVA PLC	ADR	05382A104	7	710	SH	DEFINED	5
			-----	-----			
			7	710			
AVON PRODS INC	COM	054303102	79	4979	SH	DEFINED	5
			-----	-----			
			79	4979			
BB&T CORP	COM	054937107	8838	266516	SH	DEFINED	5
			-----	-----			
			8838	266516			
BCE INC	COM NEW	05534B760	2940	66908	SH	DEFINED	5
			-----	-----			
			2940	66908			
BHP BILLITON PLC	SPONSORED ADR	05545E209	376	6015	SH	DEFINED	5
			-----	-----			
			376	6015			
BP PLC	SPONSORED ADR	055622104	7750	182958	SH	DEFINED	5
			-----	-----			
			7750	182958			

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PAGE	22 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	690	7350	SH	DEFINED	5		
			-----	-----					
			690	7350					
BRE PROPERTIES INC	CL A	05564E106	40	856	SH	DEFINED	5		
			-----	-----					
			40	856					
BOFI HLDG INC	COM	05566U108	104	4007	SH	DEFINED	5		
			-----	-----					
			104	4007					
BT GROUP PLC	ADR	05577E101	644	17314	SH	DEFINED	5		
			-----	-----					
			644	17314					
BMC SOFTWARE INC	COM	055921100	150	3609	SH	DEFINED	5		
			-----	-----					
			150	3609					
BABCOCK & WILCOX CO NEW	COM	05615F102	13	506	SH	DEFINED	5		
			-----	-----					
			13	506					
BAIDU INC	SPON ADR REP A	056752108	1430	12231	SH	DEFINED	5		
			-----	-----					

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			1430	12231		
BAKER HUGHES INC	COM	057224107	361	7983	SH	DEFINED 5
			-----	-----		
			361	7983		
BALCHEM CORP	COM	057665200	133	3621	SH	DEFINED 5
			-----	-----		
			133	3621		
BALL CORP	COM	058498106	233	5512	SH	DEFINED 5
			-----	-----		
			233	5512		
BALLY TECHNOLOGIES INC	COM	05874B107	37	750	SH	DEFINED 5
			-----	-----		
			37	750		

			FORM 13F				
PAGE	23 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA
-----	-----	-----	-----	-----	-----	-----	-----
BANCFIRST CORP	COM	05945F103	419	9752	SH	DEFINED	5
			-----	-----			
			419	9752			
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	1061	66043	SH	DEFINED	5
			-----	-----			
			1061	66043			
BANCO SANTANDER SA	ADR	05964H105	11	1500	SH	DEFINED	5
			-----	-----			
			11	1500			
BANK OF AMERICA CORPORATION	COM	060505104	6051	685243	SH	DEFINED	5
			-----	-----			
			6051	685243			
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	109	100	SH	DEFINED	5
			-----	-----			
			109	100			
BANK HAWAII CORP	COM	062540109	23	500	SH	DEFINED	5
			-----	-----			
			23	500			
BANK KY FINL CORP	COM	062896105	93	3345	SH	DEFINED	5
			-----	-----			
			93	3345			
BANK MONTREAL QUE	COM	063671101	111	1879	SH	DEFINED	5
			-----	-----			
			111	1879			

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BANK OF THE OZARKS INC	COM	063904106	2	62	SH	DEFINED	5
			-----	-----			
			2	62			
BANK OF NEW YORK MELLON CORP	COM	064058100	7720	341311	SH	DEFINED	5
			-----	-----			
			7720	341311			
BANK NOVA SCOTIA HALIFAX	COM	064149107	21	388	SH	DEFINED	5
			-----	-----			
			21	388			

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PAGE	24 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BARCLAYS BK PLC	DJUBS CMDT ETN	06738C778	19756	446869	SH		DEFINED	5	
			-----	-----					
			19756	446869					
BARCLAYS BK PLC	IPSP CROIL ETN	06738C786	446	20000	SH		DEFINED	5	
			-----	-----					
			446	20000					
BARCLAYS PLC	ADR	06738E204	148	10691	SH		DEFINED	5	
			-----	-----					
			148	10691					
BARCLAYS BK PLC	ETN DJUBS IND	06738G407	94	2597	SH		DEFINED	5	
			-----	-----					
			94	2597					
BARD C R INC	COM	067383109	5335	50979	SH		DEFINED	5	
			-----	-----					
			5335	50979					
BARCLAYS BK PLC	ETN DJUBS COPR	06739F101	45	944	SH		DEFINED	5	
			-----	-----					
			45	944					
BARCLAYS BK PLC	ADR 2 PEF 2	06739F390	25	1000	SH		DEFINED	5	
			-----	-----					
			25	1000					
BARCLAYS BANK PLC	ETN DJUBS AGRI	06739H206	138	2232	SH		DEFINED	5	
			-----	-----					
			138	2232					
BARCLAYS BANK PLC	ETN DJUBSALUMI	06739H321	5	220	SH		DEFINED	5	
			-----	-----					
			5	220					
BARCLAYS BANK PLC	ADR PFD SR 5	06739H362	216	8350	SH		DEFINED	5	
			-----	-----					

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			216	8350		
BARCLAYS BANK PLC	CARRY ETN 38	06739H412	48	1024	SH	DEFINED 5
			-----	-----		
			48	1024		

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	91	3609	SH	DEFINED 5	
			-----	-----			
			91	3609			
BARCLAYS BK PLC	S&P 500 VEQTOR	06740C337	10168	77903	SH	DEFINED 5	
			-----	-----			
			10168	77903			
BARCLAYS BK PLC	IPATH DYNM VIX	06741L609	3061	58019	SH	DEFINED 5	
			-----	-----			
			3061	58019			
BARNES & NOBLE INC	COM	067774109	3	200	SH	DEFINED 5	
			-----	-----			
			3	200			
BARRICK GOLD CORP	COM	067901108	51	1230	SH	DEFINED 5	
			-----	-----			
			51	1230			
BARRETT BILL CORP	COM	06846N104	480	19398	SH	DEFINED 5	
			-----	-----			
			480	19398			
BARRETT BUSINESS SERVICES IN	COM	068463108	16	587	SH	DEFINED 5	
			-----	-----			
			16	587			
BASIC ENERGY SVCS INC NEW	COM	06985P100	40	3574	SH	DEFINED 5	
			-----	-----			
			40	3574			
BASSETT FURNITURE INDS INC	COM	070203104	5	412	SH	DEFINED 5	
			-----	-----			
			5	412			
BAXTER INTL INC	COM	071813109	4882	80999	SH	DEFINED 5	
			-----	-----			
			4882	80999			
BAYTEX ENERGY CORP	COM	07317Q105	4	80	SH	DEFINED 5	
			-----	-----			
			4	80			

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
B/E AEROSPACE INC	COM	073302101	89	2110	SH		DEFINED	5	
			89	2110					
BEACON ROOFING SUPPLY INC	COM	073685109	209	7336	SH		DEFINED	5	
			209	7336					
BEAM INC	COM	073730103	9820	170669	SH		DEFINED	5	
			9820	170669					
BECTON DICKINSON & CO	COM	075887109	8849	112641	SH		DEFINED	5	
			8849	112641					
BED BATH & BEYOND INC	COM	075896100	544	8628	SH		DEFINED	5	
			544	8628					
BEMIS INC	COM	081437105	156	4967	SH		DEFINED	5	
			156	4967					
BENCHMARK ELECTRS INC	COM	08160H101	642	42020	SH		DEFINED	5	
			642	42020					
BERKLEY W R CORP	COM	084423102	8	225	SH		DEFINED	5	
			8	225					
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	37	SH		DEFINED	5	
				37					
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	17013	192896	SH		DEFINED	5	
			17013	192896					
BERKSHIRE HILLS BANCORP INC	COM	084680107	301	13162	SH		DEFINED	5	
			301	13162					

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
BEST BUY INC	COM	086516101	193	11203	SH		DEFINED	5	
			193	11203					
BHP BILLITON LTD	SPONSORED ADR	088606108	1349	19659	SH		DEFINED	5	
			1349	19659					
BIG LOTS INC	COM	089302103	42	1421	SH		DEFINED	5	
			42	1421					
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G602	1255	43916	SH		DEFINED	5	
			1255	43916					
BIO RAD LABS INC	CL A	090572207	643	6024	SH		DEFINED	5	
			643	6024					
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	1	23	SH		DEFINED	5	
			1	23					
BIOGEN IDEC INC	COM	09062X103	2492	16702	SH		DEFINED	5	
			2492	16702					
BIOSCRIP INC	COM	09069N108	438	48120	SH		DEFINED	5	
			438	48120					
BJS RESTAURANTS INC	COM	09180C106	135	2976	SH		DEFINED	5	
			135	2976					
BLACK DIAMOND INC	COM	09202G101	9	1000	SH		DEFINED	5	
			9	1000					
BLACK HILLS CORP	COM	092113109	198	5574	SH		DEFINED	5	
			198	5574					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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BLACKROCK INVT QUALITY MUN T	COM	09247D105	18	1071	SH	DEFINED	5
			-----	-----			
			18	1071			
BLACKROCK INCOME TR INC	COM	09247F100	3	442	SH	DEFINED	5
			-----	-----			
			3	442			
BLACKROCK INC	COM	09247X101	3864	21671	SH	DEFINED	5
			-----	-----			
			3864	21671			
BLACKROCK INCOME OPP TRUST I	COM	092475102	46	4000	SH	DEFINED	5
			-----	-----			
			46	4000			
BLACKROCK MUNICIPL INC QLT	COM	092479104	16	923	SH	DEFINED	5
			-----	-----			
			16	923			
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	57	3302	SH	DEFINED	5
			-----	-----			
			57	3302			
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	73	4450	SH	DEFINED	5
			-----	-----			
			73	4450			
BLACKROCK MUNIC INCM INVST T	SH BEN INT	09248H105	61	3802	SH	DEFINED	5
			-----	-----			
			61	3802			
BLACKROCK STRATEGIC MUN TR	COM	09248T109	32	2000	SH	DEFINED	5
			-----	-----			
			32	2000			
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	27	1516	SH	DEFINED	5
			-----	-----			
			27	1516			
BLACKROCK MUNIC BD INVST TR	COM	09249K107	17	1000	SH	DEFINED	5
			-----	-----			
			17	1000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
BLACKROCK MUNI INCOME TR II	COM	09249N101	27	1576	SH	DEFINED	5			
			-----	-----						
			27	1576						
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	41	2400	SH	DEFINED	5			
			-----	-----						

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				41	2400			
BLACKROCK LONG-TERM MUNI ADV	COM	09250B103	20	1500	SH	DEFINED	5	
			20	1500				
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	22	8816	SH	DEFINED	5	
			22	8816				
BLACKROCK GLOBAL OPP EQTY TR	COM	092501105	7	486	SH	DEFINED	5	
			7	486				
BLACKROCK ENHANCED EQT DIV T	COM	09251A104	82	10784	SH	DEFINED	5	
			82	10784				
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107	28	3841	SH	DEFINED	5	
			28	3841				
BLACKROCK MUNIVEST FD INC	COM	09253R105	926	80039	SH	DEFINED	5	
			926	80039				
BLACKROCK MUNIVEST FD II INC	COM	09253T101	82	4445	SH	DEFINED	5	
			82	4445				
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	48	3362	SH	DEFINED	5	
			48	3362				
BLACKROCK MUNI INTER DR FD I	COM	09253X102	71	4063	SH	DEFINED	5	
			71	4063				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O	MA			
BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	86	6562	SH	DEFINED	5				
			86	6562							
BLACKROCK REAL ASSET EQUITY	COM	09254B109	47	4383	SH	DEFINED	5				
			47	4383							
BLACKROCK MUNIYIELD QLTY FD	COM	09254E103	120	7537	SH	DEFINED	5				
			120	7537							

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BLACKROCK MUNIYIELD QUALITY	COM	09254F100	186	10452	SH	DEFINED	5
			-----	-----			
			186	10452			
BLACKROCK MUNIASSETS FD INC	COM	09254J102	9	663	SH	DEFINED	5
			-----	-----			
			9	663			
BLACKROCK MUNIHLDS INVSTM QL	COM	09254P108	11	650	SH	DEFINED	5
			-----	-----			
			11	650			
BLACKROCK MUNIYIELD INVST FD	COM	09254R104	17	1000	SH	DEFINED	5
			-----	-----			
			17	1000			
BLACKROCK MUNIYLD INVST QLT	COM	09254T100	23	1470	SH	DEFINED	5
			-----	-----			
			23	1470			
BLACKROCK MUNIYLD MICH QLT	COM	09254V105	118	7225	SH	DEFINED	5
			-----	-----			
			118	7225			
BLACKROCK MUNIYLD MICH QLT	COM	09254W103	20	1375	SH	DEFINED	5
			-----	-----			
			20	1375			
BLACKROCK MUNIHLDGS NJ QLT	COM	09254X101	109	6615	SH	DEFINED	5
			-----	-----			
			109	6615			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
BLACKROCK MUNIYIELD N J FD I	COM	09254Y109	60	3450	SH	DEFINED	5
			-----	-----			
			60	3450			
BLACKROCK CORPOR HIGH YLD FD	COM	09255L106	15	1850	SH	DEFINED	5
			-----	-----			
			15	1850			
BLACKROCK CORPOR HI YLD FD V	COM	09255N102	22	1681	SH	DEFINED	5
			-----	-----			
			22	1681			
BLACKROCK CORPOR HI YLD FD V	COM	09255P107	5	371	SH	DEFINED	5
			-----	-----			
			5	371			
BLACKROCK DEBT STRAT FD INC	COM	09255R103	9	2000	SH	DEFINED	5
			-----	-----			

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			9	2000		
BLOCK H & R INC	COM	093671105	84	4875	SH	DEFINED 5
			-----	-----		
			84	4875		
BLOUNT INTL INC NEW	COM	095180105	12	910	SH	DEFINED 5
			-----	-----		
			12	910		
BLUEGREEN CORP	COM	096231105	22	3450	SH	DEFINED 5
			-----	-----		
			22	3450		
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	223	7994	SH	DEFINED 5
			-----	-----		
			223	7994		
BOB EVANS FARMS INC	COM	096761101	230	5868	SH	DEFINED 5
			-----	-----		
			230	5868		
BOEING CO	COM	097023105	11117	159741	SH	DEFINED 5
			-----	-----		
			11117	159741		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BORGWARNER INC	COM	099724106	1759	25453	SH		DEFINED 5		
			-----	-----					
			1759	25453					
BOSTON BEER INC	CL A	100557107	419	3739	SH		DEFINED 5		
			-----	-----					
			419	3739					
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	4	381	SH		DEFINED 5		
			-----	-----					
			4	381					
BOSTON PROPERTIES INC	COM	101121101	2473	22362	SH		DEFINED 5		
			-----	-----					
			2473	22362					
BOSTON SCIENTIFIC CORP	COM	101137107	28	4877	SH		DEFINED 5		
			-----	-----					
			28	4877					
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	1262	103507	SH		DEFINED 5		
			-----	-----					
			1262	103507					

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BRIGGS & STRATTON CORP	COM	109043109	9	500	SH	DEFINED	5
			-----	-----			
			9	500			
BRINKS CO	COM	109696104	47	1848	SH	DEFINED	5
			-----	-----			
			47	1848			
BRISTOL MYERS SQUIBB CO	COM	110122108	39537	1171476	SH	DEFINED	5
			-----	-----			
			39537	1171476			
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	1855	18073	SH	DEFINED	5
			-----	-----			
			1855	18073			
BROADCOM CORP	CL A	111320107	185	5338	SH	DEFINED	5
			-----	-----			
			185	5338			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BROADSOFT INC	COM	11133B409	1	24	SH	DEFINED	5		
			-----	-----					
			1	24					
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	43	1826	SH	DEFINED	5		
			-----	-----					
			43	1826					
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	4	695	SH	DEFINED	5		
			-----	-----					
			4	695					
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	156	4509	SH	DEFINED	5		
			-----	-----					
			156	4509					
BROWN & BROWN INC	COM	115236101	19	730	SH	DEFINED	5		
			-----	-----					
			19	730					
BROWN FORMAN CORP	CL A	115637100	147	2350	SH	DEFINED	5		
			-----	-----					
			147	2350					
BROWN FORMAN CORP	CL B	115637209	4118	63108	SH	DEFINED	5		
			-----	-----					
			4118	63108					
BRUNSWICK CORP	COM	117043109	998	44090	SH	DEFINED	5		
			-----	-----					

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			998	44090		
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	63	1303	SH	DEFINED 5
			-----	-----		
			63	1303		
BUFFALO WILD WINGS INC	COM	119848109	114	1324	SH	DEFINED 5
			-----	-----		
			114	1324		
BURGER KING WORLDWIDE INC	COM	121220107	46	3300	SH	DEFINED 5
			-----	-----		
			46	3300		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
C&J ENERGY SVCS INC	COM	12467B304	1	50	SH	DEFINED 5		
			-----	-----				
			1	50				
CBIZ INC	COM	124805102	95	15798	SH	DEFINED 5		
			-----	-----				
			95	15798				
CBL & ASSOC PPTYS INC	COM	124830100	1109	51975	SH	DEFINED 5		
			-----	-----				
			1109	51975				
CBS CORP NEW	CL B	124857202	628	17277	SH	DEFINED 5		
			-----	-----				
			628	17277				
CBOE HLDGS INC	COM	12503M108	262	8917	SH	DEFINED 5		
			-----	-----				
			262	8917				
CBRE CLARION GLOBAL REAL EST	COM	12504G100	22	2500	SH	DEFINED 5		
			-----	-----				
			22	2500				
CBRE GROUP INC	CL A	12504L109	1097	59613	SH	DEFINED 5		
			-----	-----				
			1097	59613				
CECO ENVIRONMENTAL CORP	COM	125141101	66	6731	SH	DEFINED 5		
			-----	-----				
			66	6731				
CF INDS HLDGS INC	COM	125269100	1301	5853	SH	DEFINED 5		
			-----	-----				
			1301	5853				

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CH ENERGY GROUP INC	COM	12541M102	7	100	SH	DEFINED	5
			-----	-----			
			7	100			
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	8452	144280	SH	DEFINED	5
			-----	-----			
			8452	144280			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CIGNA CORPORATION	COM	125509109	4919	104278	SH	DEFINED	5	
			-----	-----				
			4919	104278				
CIT GROUP INC	COM NEW	125581801	50	1261	SH	DEFINED	5	
			-----	-----				
			50	1261				
CLECO CORP NEW	COM	12561W105	29	700	SH	DEFINED	5	
			-----	-----				
			29	700				
CME GROUP INC	COM	12572Q105	51	888	SH	DEFINED	5	
			-----	-----				
			51	888				
CMS ENERGY CORP	COM	125896100	217	9213	SH	DEFINED	5	
			-----	-----				
			217	9213				
CNA FINL CORP	COM	126117100	74	2757	SH	DEFINED	5	
			-----	-----				
			74	2757				
CNOOC LTD	SPONSORED ADR	126132109	1154	5692	SH	DEFINED	5	
			-----	-----				
			1154	5692				
CPFL ENERGIA S A	SPONSORED ADR	126153105	19	850	SH	DEFINED	5	
			-----	-----				
			19	850				
CNO FINL GROUP INC	COM	12621E103	1971	204270	SH	DEFINED	5	
			-----	-----				
			1971	204270				
CSR PLC	SPONSORED ADR	12640Y205	1	39	SH	DEFINED	5	
			-----	-----				
			1	39				
CSX CORP	COM	126408103	7680	370110	SH	DEFINED	5	
			-----	-----				

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7680 370110

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
CTC MEDIA INC	COM	12642X106	4	483	SH		DEFINED	5	
			4	483					
CTS CORP	COM	126501105	60	5960	SH		DEFINED	5	
			60	5960					
CVS CAREMARK CORPORATION	COM	126650100	27720	572482	SH		DEFINED	5	
			27720	572482					
CA INC	COM	12673P105	1356	52643	SH		DEFINED	5	
			1356	52643					
CABELAS INC	COM	126804301	4632	84710	SH		DEFINED	5	
			4632	84710					
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	36	2285	SH		DEFINED	5	
			36	2285					
CABOT MICROELECTRONICS CORP	COM	12709P103	117	3341	SH		DEFINED	5	
			117	3341					
CABOT OIL & GAS CORP	COM	127097103	69	1540	SH		DEFINED	5	
			69	1540					
CACHE INC	COM NEW	127150308	31	9728	SH		DEFINED	5	
			31	9728					
CACI INTL INC	CL A	127190304	32	625	SH		DEFINED	5	
			32	625					
CADENCE DESIGN SYSTEM INC	COM	127387108	42	3287	SH		DEFINED	5	
			42	3287					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
CALAMOS GBL DYN INCOME FUND	COM	128111L107	16	1860	SH	DEFINED	5		
			16	1860					
CALAMOS CONV OPP AND INC FD	SH BEN INT	128117108	1	115	SH	DEFINED	5		
			1	115					
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	24	2403	SH	DEFINED	5		
			24	2403					
CALGON CARBON CORP	COM	129603106	1014	70828	SH	DEFINED	5		
			1014	70828					
CALIFORNIA WTR SVC GROUP	COM	130788102	25	1342	SH	DEFINED	5		
			25	1342					
CALLIDUS SOFTWARE INC	COM	13123E500	3	525	SH	DEFINED	5		
			3	525					
CALPINE CORP	COM NEW	131347304	50	2905	SH	DEFINED	5		
			50	2905					
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	1251	39100	SH	DEFINED	5		
			1251	39100					
CAMBREX CORP	COM	132011107	42	3577	SH	DEFINED	5		
			42	3577					
CAMDEN PPTY TR	SH BEN INT	133131102	1258	19503	SH	DEFINED	5		
			1258	19503					
CAMECO CORP	COM	13321L108	6	330	SH	DEFINED	5		
			6	330					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			

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CAMERON INTERNATIONAL CORP	COM	13342B105	1251	22320	SH	DEFINED	5
			1251	22320			
CAMPBELL SOUP CO	COM	134429109	1519	43631	SH	DEFINED	5
			1519	43631			
CANADIAN NATL RY CO	COM	136375102	2894	32798	SH	DEFINED	5
			2894	32798			
CANADIAN NAT RES LTD	COM	136385101	492	15986	SH	DEFINED	5
			492	15986			
CANADIAN PAC RY LTD	COM	13645T100	3438	41473	SH	DEFINED	5
			3438	41473			
CANON INC	ADR	138006309	20	638	SH	DEFINED	5
			20	638			
CAPLEASE INC	COM	140288101	85	16437	SH	DEFINED	5
			85	16437			
CAPITAL ONE FINL CORP	COM	14040H105	8844	155129	SH	DEFINED	5
			8844	155129			
CAPSTONE TURBINE CORP	COM	14067D102	5	5000	SH	DEFINED	5
			5	5000			
CAPSTEAD MTG CORP	PFD B CV \$1.26	14067E308	2	100	SH	DEFINED	5
			2	100			
CAPSTEAD MTG CORP	COM NO PAR	14067E506	88	6500	SH	DEFINED	5
			88	6500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
CARBO CERAMICS INC	COM	140781105	88	1400	SH	DEFINED	5
			88	1400			

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CARDINAL FINL CORP	COM	14149F109	8	540	SH	DEFINED	5
			-----	-----			
			8	540			
CARDINAL HEALTH INC	COM	14149Y108	2382	61123	SH	DEFINED	5
			-----	-----			
			2382	61123			
CARDTRONICS INC	COM	14161H108	129	4337	SH	DEFINED	5
			-----	-----			
			129	4337			
CAREFUSION CORP	COM	14170T101	126	4426	SH	DEFINED	5
			-----	-----			
			126	4426			
CARLISLE COS INC	COM	142339100	502	9664	SH	DEFINED	5
			-----	-----			
			502	9664			
CARMAX INC	COM	143130102	53	1887	SH	DEFINED	5
			-----	-----			
			53	1887			
CARNIVAL PLC	ADR	14365C103	126	3416	SH	DEFINED	5
			-----	-----			
			126	3416			
CARNIVAL CORP	PAIRED CTF	143658300	83	2289	SH	DEFINED	5
			-----	-----			
			83	2289			
CARRIAGE SVCS INC	COM	143905107	40	4164	SH	DEFINED	5
			-----	-----			
			40	4164			
CARRIZO OIL & CO INC	COM	144577103	6	250	SH	DEFINED	5
			-----	-----			
			6	250			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
CARTER INC	COM	146229109	6	116	SH		DEFINED	5		
			-----	-----						
			6	116						
CASELLA WASTE SYS INC	CL A	147448104	16	3770	SH		DEFINED	5		
			-----	-----						
			16	3770						
CASH AMER INTL INC	COM	14754D100	245	6347	SH		DEFINED	5		
			-----	-----						

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			245	6347		
CASS INFORMATION SYS INC	COM	14808P109	117	2784	SH	DEFINED 5
			-----	-----		
			117	2784		
CASUAL MALE RETAIL GRP INC	COM NEW	148711302	37	8025	SH	DEFINED 5
			-----	-----		
			37	8025		
CATAMARAN CORP	COM	148887102	1210	12350	SH	DEFINED 5
			-----	-----		
			1210	12350		
CATERPILLAR INC DEL	COM	149123101	17023	197853	SH	DEFINED 5
			-----	-----		
			17023	197853		
CATHAY GENERAL BANCORP	COM	149150104	9	540	SH	DEFINED 5
			-----	-----		
			9	540		
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	655	19580	SH	DEFINED 5
			-----	-----		
			655	19580		
CELADON GROUP INC	COM	150838100	9739	606057	SH	DEFINED 5
			-----	-----		
			9739	606057		
CELANESE CORP DEL	COM SER A	150870103	103	2723	SH	DEFINED 5
			-----	-----		
			103	2723		

		FORM 13F							
PAGE 41 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CELL THERAPEUTICS INC	COM NPV NEW 20	150934883	2	872	SH	DEFINED 5			
			-----	-----					
			2	872					
CELGENE CORP	COM	151020104	23590	308774	SH	DEFINED 5			
			-----	-----					
			23590	308774					
CELGENE CORP	RIGHT 12/31/20	151020112	0	52	SH	DEFINED 5			
			-----	-----					
				52					
CEMEX SAB DE CV	SPON ADR NEW	151290889	10	1199	SH	DEFINED 5			
			-----	-----					
			10	1199					

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CENOVUS ENERGY INC	COM	15135U109	50	1430	SH	DEFINED	5
			-----	-----			
			50	1430			
CENTER BANCORP INC	COM	151408101	62	5184	SH	DEFINED	5
			-----	-----			
			62	5184			
CENTERPOINT ENERGY INC	COM	15189T107	194	9091	SH	DEFINED	5
			-----	-----			
			194	9091			
CENTRAL FD CDA LTD	CL A	153501101	43	1800	SH	DEFINED	5
			-----	-----			
			43	1800			
CEPHEID	COM	15670R107	363	10508	SH	DEFINED	5
			-----	-----			
			363	10508			
CENTURYLINK INC	COM	156700106	26061	645078	SH	DEFINED	5
			-----	-----			
			26061	645078			
CERNER CORP	COM	156782104	4517	58370	SH	DEFINED	5
			-----	-----			
			4517	58370			

PAGE 42 OF 201		FORM 13F							
NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CHARLES & COLVARD LTD	COM	159765106	3	850	SH	DEFINED	5		
			-----	-----					
			3	850					
CHART INDS INC	COM PAR \$0.01	16115Q308	1807	24465	SH	DEFINED	5		
			-----	-----					
			1807	24465					
CHARTER COMMUNICATIONS INC D	CL A NEW	16117M305	517	6884	SH	DEFINED	5		
			-----	-----					
			517	6884					
CHEESECAKE FACTORY INC	COM	163072101	219	6120	SH	DEFINED	5		
			-----	-----					
			219	6120					
CHEMED CORP NEW	COM	16359R103	618	8919	SH	DEFINED	5		
			-----	-----					
			618	8919					
CHEMICAL FINL CORP	COM	163731102	205	8476	SH	DEFINED	5		
			-----	-----					

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			205	8476			
CHEROKEE INC DEL NEW	COM	16444H102	30	2074	SH	DEFINED	5
			-----	-----			
			30	2074			
CHESAPEAKE ENERGY CORP	COM	165167107	482	25569	SH	DEFINED	5
			-----	-----			
			482	25569			
CHESAPEAKE UTILS CORP	COM	165303108	113	2379	SH	DEFINED	5
			-----	-----			
			113	2379			
CHEVRON CORP NEW	COM	166764100	130151	1116601	SH	DEFINED	5
			-----	-----			
			130151	1116601			
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	188	4924	SH	DEFINED	5
			-----	-----			
			188	4924			

		FORM 13F						
PAGE 43 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CHICOS FAS INC	COM	168615102	694	38340	SH	DEFINED	5	
			-----	-----				
			694	38340				
CHIMERA INVT CORP	COM	16934Q109	6	2302	SH	DEFINED	5	
			-----	-----				
			6	2302				
CHINA FD INC	COM	169373107	65	2901	SH	DEFINED	5	
			-----	-----				
			65	2901				
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	290	5238	SH	DEFINED	5	
			-----	-----				
			290	5238				
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1136	12290	SH	DEFINED	5	
			-----	-----				
			1136	12290				
CHIPOTLE MEXICAN GRILL INC	COM	169656105	66	209	SH	DEFINED	5	
			-----	-----				
			66	209				
CHIQUITA BRANDS INTL INC	COM	170032809	67	8826	SH	DEFINED	5	
			-----	-----				
			67	8826				

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CHUBB CORP	COM	171232101	20818	272920	SH	DEFINED	5
			-----	-----			
			20818	272920			
CHURCH & DWIGHT INC	COM	171340102	924	17123	SH	DEFINED	5
			-----	-----			
			924	17123			
CIBER INC	COM	17163B102	39	11165	SH	DEFINED	5
			-----	-----			
			39	11165			
CIMAREX ENERGY CO	COM	171798101	73	1240	SH	DEFINED	5
			-----	-----			
			73	1240			

PAGE		44 OF 201		FORM 13F					
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CINCINNATI BELL INC NEW	COM	171871106	167	29283	SH	DEFINED	5		
			-----	-----					
			167	29283					
CINCINNATI FINL CORP	COM	172062101	35330	932923	SH	DEFINED	5		
			-----	-----					
			35330	932923					
CINEMARK HOLDINGS INC	COM	17243V102	2	109	SH	DEFINED	5		
			-----	-----					
			2	109					
CISCO SYS INC	COM	17275R102	32805	1717993	SH	DEFINED	5		
			-----	-----					
			32805	1717993					
CIRRUS LOGIC INC	COM	172755100	728	18972	SH	DEFINED	5		
			-----	-----					
			728	18972					
CINTAS CORP	COM	172908105	1946	46978	SH	DEFINED	5		
			-----	-----					
			1946	46978					
CITIGROUP INC	COM NEW	172967424	11693	357369	SH	DEFINED	5		
			-----	-----					
			11693	357369					
CITIZENS REPUBLIC BANCORP IN	COM NEW	174420307	430	22227	SH	DEFINED	5		
			-----	-----					
			430	22227					
CITIZENS INC	CL A	174740100	1	67	SH	DEFINED	5		
			-----	-----					

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			1	67		
CITRIX SYS INC	COM	177376100	123	1608	SH	DEFINED 5
			-----	-----		
			123	1608		
CLARCOR INC	COM	179895107	4	100	SH	DEFINED 5
			-----	-----		
			4	100		

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
CLAYMORE EXCHANGE TRD FD TR	GUGG BRIC ETF	18383M100	336	9470	SH	DEFINED 5	
			-----	-----			
			336	9470			
CLAYMORE EXCHANGE TRD FD TR	GUGG INSDR SEN	18383M209	4	107	SH	DEFINED 5	
			-----	-----			
			4	107			
CLAYMORE EXCHANGE TRD FD TR	GUGG BULL 2015	18383M423	45	1710	SH	DEFINED 5	
			-----	-----			
			45	1710			
CLAYMORE EXCHANGE TRD FD TR	GUG MULTI ASSE	18383M506	29	1300	SH	DEFINED 5	
			-----	-----			
			29	1300			
CLAYMORE EXCHANGE TRD FD TR	GUGG SPINOFF E	18383M605	4	143	SH	DEFINED 5	
			-----	-----			
			4	143			
CLAYMORE EXCHANGE TRD FD TR	GUG RAYM JAMES	18383M613	4	168	SH	DEFINED 5	
			-----	-----			
			4	168			
CLAYMORE EXCHANGE TRD FD TR	GUGG S&P GBL W	18383Q507	34	1575	SH	DEFINED 5	
			-----	-----			
			34	1575			
CLAYMORE EXCHANGE TRD FD TR	GUGG FRNTR MKT	18383Q838	2725	135498	SH	DEFINED 5	
			-----	-----			
			2725	135498			
CLAYMORE EXCHANGE TRD FD TR	GUGG TIMBER ET	18383Q879	4	200	SH	DEFINED 5	
			-----	-----			
			4	200			
CLEAN HARBORS INC	COM	184496107	156	3200	SH	DEFINED 5	
			-----	-----			
			156	3200			

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CLEARBRIDGE ENERGY MLP FD IN	COM	184692101	14	563	SH	DEFINED	5
			-----	-----			
			14	563			

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PAGE 46 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CLIFFS NATURAL RESOURCES INC	COM	18683K101	89	2262	SH	DEFINED	5	
			-----	-----				
			89	2262				
CLOROX CO DEL	COM	189054109	1533	21276	SH	DEFINED	5	
			-----	-----				
			1533	21276				
COACH INC	COM	189754104	5664	101106	SH	DEFINED	5	
			-----	-----				
			5664	101106				
COCA COLA BOTTLING CO CONS	COM	191098102	136	2000	SH	DEFINED	5	
			-----	-----				
			136	2000				
COCA COLA CO	COM	191216100	92683	2443534	SH	DEFINED	5	
			-----	-----				
			92683	2443534				
COCA COLA ENTERPRISES INC NE	COM	19122T109	58	1869	SH	DEFINED	5	
			-----	-----				
			58	1869				
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	1185	9186	SH	DEFINED	5	
			-----	-----				
			1185	9186				
COEUR D ALENE MINES CORP IDA	COM NEW	192108504	420	14573	SH	DEFINED	5	
			-----	-----				
			420	14573				
COGNEX CORP	COM	192422103	17	500	SH	DEFINED	5	
			-----	-----				
			17	500				
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	242	3466	SH	DEFINED	5	
			-----	-----				
			242	3466				
COHEN & STEERS TOTAL RETURN	COM	19247R103	15	1040	SH	DEFINED	5	
			-----	-----				
			15	1040				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
COHEN & STEERS REIT & PFD IN	COM	19247X100	9	500	SH		DEFINED	5	
			9	500					
COHEN & STEERS INFRASTRUCTUR	COM	19248A109	4	220	SH		DEFINED	5	
			4	220					
COINSTAR INC	COM	19259P300	900	20003	SH		DEFINED	5	
			900	20003					
COLFAX CORP	COM	194014106	472	12867	SH		DEFINED	5	
			472	12867					
COLGATE PALMOLIVE CO	COM	194162103	19906	185653	SH		DEFINED	5	
			19906	185653					
COLLECTORS UNIVERSE INC	COM NEW	19421R200	4	300	SH		DEFINED	5	
			4	300					
COLUMBIA BKG SYS INC	COM	197236102	10	520	SH		DEFINED	5	
			10	520					
COLUMBIA SPORTSWEAR CO	COM	198516106	570	10577	SH		DEFINED	5	
			570	10577					
COMCAST CORP NEW	CL A	20030N101	22434	627618	SH		DEFINED	5	
			22434	627618					
COMCAST CORP NEW	CL A SPL	20030N200	156	4495	SH		DEFINED	5	
			156	4495					
COMERICA INC	COM	200340107	1668	53709	SH		DEFINED	5	
			1668	53709					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
COMMERCE BANCSHARES INC	COM	200525103	1842	45675	SH		DEFINED	5
			1842	45675				
COMMUNITY HEALTH SYS INC NEW	COM	203668108	18	621	SH		DEFINED	5
			18	621				
COMMVAULT SYSTEMS INC	COM	204166102	505	8610	SH		DEFINED	5
			505	8610				
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	0	31	SH		DEFINED	5
				31				
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	29	755	SH		DEFINED	5
			29	755				
COMPASS MINERALS INTL INC	COM	20451N101	2	21	SH		DEFINED	5
			2	21				
COMPRESSCO PARTNERS L P	COM UNIT	20467A101	128	7600	SH		DEFINED	5
			128	7600				
COMPUTER SCIENCES CORP	COM	205363104	45	1400	SH		DEFINED	5
			45	1400				
COMPUTER TASK GROUP INC	COM	205477102	58	3604	SH		DEFINED	5
			58	3604				
COMPUWARE CORP	COM	205638109	5	500	SH		DEFINED	5
			5	500				
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	123	4432	SH		DEFINED	5
			123	4432				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	5	762	SH		DEFINED	5

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			5	762		
CONAGRA FOODS INC	COM	205887102	2051	74336	SH	DEFINED 5
			-----	-----		
			2051	74336		
CON-WAY INC	COM	205944101	13	485	SH	DEFINED 5
			-----	-----		
			13	485		
CONCHO RES INC	COM	20605P101	604	6374	SH	DEFINED 5
			-----	-----		
			604	6374		
CONCUR TECHNOLOGIES INC	COM	206708109	367	4981	SH	DEFINED 5
			-----	-----		
			367	4981		
CONMED CORP	COM	207410101	96	3375	SH	DEFINED 5
			-----	-----		
			96	3375		
CONOCOPHILLIPS	COM	20825C104	41811	731225	SH	DEFINED 5
			-----	-----		
			41811	731225		
CONSOL ENERGY INC	COM	20854P109	31	1017	SH	DEFINED 5
			-----	-----		
			31	1017		
CONSOLIDATED EDISON INC	COM	209115104	2146	35834	SH	DEFINED 5
			-----	-----		
			2146	35834		
CONSOLIDATED GRAPHICS INC	COM	209341106	291	11152	SH	DEFINED 5
			-----	-----		
			291	11152		
CONSTANT CONTACT INC	COM	210313102	45	2595	SH	DEFINED 5
			-----	-----		
			45	2595		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CONSTELLATION BRANDS INC	CL A	21036P108	40	1234	SH	DEFINED	5		
			-----	-----					
			40	1234					
CONTANGO OIL & GAS COMPANY	COM NEW	21075N204	1	19	SH	DEFINED	5		
			-----	-----					
			1	19					

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CONTINENTAL RESOURCES INC	COM	212015101	430	5587	SH	DEFINED	5
			-----	-----			
			430	5587			
CONVERGYS CORP	COM	212485106	112	7151	SH	DEFINED	5
			-----	-----			
			112	7151			
COOPER COS INC	COM NEW	216648402	2364	25024	SH	DEFINED	5
			-----	-----			
			2364	25024			
COOPER TIRE & RUBR CO	COM	216831107	160	8335	SH	DEFINED	5
			-----	-----			
			160	8335			
COPANO ENERGY L L C	COM UNITS	217202100	35	1067	SH	DEFINED	5
			-----	-----			
			35	1067			
COPART INC	COM	217204106	125	4500	SH	DEFINED	5
			-----	-----			
			125	4500			
CORNERSTONE ONDEMAND INC	COM	21925Y103	116	3785	SH	DEFINED	5
			-----	-----			
			116	3785			
CORNING INC	COM	219350105	469	35666	SH	DEFINED	5
			-----	-----			
			469	35666			
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	3113	93071	SH	DEFINED	5
			-----	-----			
			3113	93071			

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PAGE	51 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA

	CORVEL CORP	COM	221006109	7	150	SH	DEFINED	5
				-----	-----			
				7	150			
	COSTCO WHSL CORP NEW	COM	22160K105	8716	87022	SH	DEFINED	5
				-----	-----			
				8716	87022			
	COSTAR GROUP INC	COM	22160N109	370	4543	SH	DEFINED	5
				-----	-----			
				370	4543			
	COURIER CORP	COM	222660102	3	225	SH	DEFINED	5
				-----	-----			

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			3	225		
COVANCE INC	COM	222816100	1018	21806	SH	DEFINED 5
			-----	-----		
			1018	21806		
COVENTRY HEALTH CARE INC	COM	222862104	4	86	SH	DEFINED 5
			-----	-----		
			4	86		
CRACKER BARREL OLD CTRY STOR	COM	22410J106	22	324	SH	DEFINED 5
			-----	-----		
			22	324		
CRANE CO	COM	224399105	18	453	SH	DEFINED 5
			-----	-----		
			18	453		
CREDIT SUISSE ASSET MGMT INC	COM	224916106	47	11711	SH	DEFINED 5
			-----	-----		
			47	11711		
CREDIT ACCEP CORP MICH	COM	225310101	1	11	SH	DEFINED 5
			-----	-----		
			1	11		
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	20	956	SH	DEFINED 5
			-----	-----		
			20	956		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
CREDIT SUISSE NASSAU BRH	ETN LKD 30 MLP	22542D852	318	12700	SH		DEFINED 5	
			-----	-----				
			318	12700				
CREDIT SUISSE HIGH YLD BND F	SH BEN INT	22544F103	10	2906	SH		DEFINED 5	
			-----	-----				
			10	2906				
CREE INC	COM	225447101	57	2237	SH		DEFINED 5	
			-----	-----				
			57	2237				
CROSS CTRY HEALTHCARE INC	COM	227483104	58	12231	SH		DEFINED 5	
			-----	-----				
			58	12231				
CROSS TIMBERS RTY TR	TR UNIT	22757R109	220	7000	SH		DEFINED 5	
			-----	-----				
			220	7000				

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CROWN CASTLE INTL CORP	COM	228227104	976	15228	SH	DEFINED	5
			-----	-----			
			976	15228			
CROWN HOLDINGS INC	COM	228368106	55	1505	SH	DEFINED	5
			-----	-----			
			55	1505			
CUBESMART	COM	229663109	302	23482	SH	DEFINED	5
			-----	-----			
			302	23482			
CULLEN FROST BANKERS INC	COM	229899109	899	15659	SH	DEFINED	5
			-----	-----			
			899	15659			
CUMMINS INC	COM	231021106	8379	90865	SH	DEFINED	5
			-----	-----			
			8379	90865			
CURRENCYSHARES AUSTRALIAN DL	AUSTRALIAN DOL	23129U101	16	150	SH	DEFINED	5
			-----	-----			
			16	150			

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PAGE	53 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CURRENCYSHS JAPANESE YEN TR	JAPANESE YEN	23130A102	27	215	SH	DEFINED	5		
			-----	-----					
			27	215					
CURRENCYSHARES EURO TR	EURO SHS	23130C108	13	100	SH	DEFINED	5		
			-----	-----					
			13	100					
CUSHING MLP TOTAL RETURN FD	COM SHS	231631102	4	500	SH	DEFINED	5		
			-----	-----					
			4	500					
CUTWATER SELECT INCOME FD	COM	232229104	1	63	SH	DEFINED	5		
			-----	-----					
			1	63					
CYMER INC	COM	232572107	5	100	SH	DEFINED	5		
			-----	-----					
			5	100					
CYPRESS SEMICONDUCTOR CORP	COM	232806109	34	3199	SH	DEFINED	5		
			-----	-----					
			34	3199					
DDR CORP	COM	23317H102	317	20610	SH	DEFINED	5		
			-----	-----					

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				317	20610		
DNP SELECT INCOME FD	COM	23325P104	478	48504	SH	DEFINED	5
			-----	-----			
			478	48504			
DNP SELECT INCOME FD	RIGHT 99/99/99	23325P112	2	32386	SH	DEFINED	5
			-----	-----			
			2	32386			
D R HORTON INC	COM	23331A109	1795	87030	SH	DEFINED	5
			-----	-----			
			1795	87030			
DTE ENERGY CO	COM	233331107	403	6721	SH	DEFINED	5
			-----	-----			
			403	6721			

			FORM 13F					
PAGE 54 OF 201			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----	-----	-----	-----	-----	-----	-----	-----	
DSW INC	CL A	23334L102	2758	41343	SH	DEFINED	5	
			-----	-----				
			2758	41343				
DWS HIGH INCOME TR	SHS NEW	23337C208	16	1495	SH	DEFINED	5	
			-----	-----				
			16	1495				
DWS MUN INCOME TR	COM	23338M106	83	5484	SH	DEFINED	5	
			-----	-----				
			83	5484				
DWS STRATEGIC INCOME TR	SHS	23338N104	25	1672	SH	DEFINED	5	
			-----	-----				
			25	1672				
DWS GLOBAL HIGH INCOME FD	COM	23338W104	20	2299	SH	DEFINED	5	
			-----	-----				
			20	2299				
DANA HLDG CORP	COM	235825205	27	2200	SH	DEFINED	5	
			-----	-----				
			27	2200				
DANAHER CORP DEL	NOTE	1 235851AF9	962	6000	SH	DEFINED	5	
			-----	-----				
			962	6000				
DANAHER CORP DEL	COM	235851102	7510	136174	SH	DEFINED	5	
			-----	-----				
			7510	136174				

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DARDEN RESTAURANTS INC	COM	237194105	1994	35772	SH	DEFINED	5
			-----	-----			
			1994	35772			
DARLING INTL INC	COM	237266101	11	625	SH	DEFINED	5
			-----	-----			
			11	625			
DATALINK CORP	COM	237934104	11	1288	SH	DEFINED	5
			-----	-----			
			11	1288			

				FORM 13F					
PAGE	55 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
DAVITA INC	COM	23918K108	180	1738	SH	DEFINED	5		
			-----	-----					
			180	1738					
DEALERTRACK HLDGS INC	COM	242309102	182	6543	SH	DEFINED	5		
			-----	-----					
			182	6543					
DEAN FOODS CO NEW	COM	242370104	18	1119	SH	DEFINED	5		
			-----	-----					
			18	1119					
DECKERS OUTDOOR CORP	COM	243537107	2	60	SH	DEFINED	5		
			-----	-----					
			2	60					
DEERE & CO	COM	244199105	26152	317106	SH	DEFINED	5		
			-----	-----					
			26152	317106					
DELAWARE INVT NAT MUNI INC F	SH BEN INT	24610T108	23	1642	SH	DEFINED	5		
			-----	-----					
			23	1642					
DELL INC	COM	24702R101	1384	140432	SH	DEFINED	5		
			-----	-----					
			1384	140432					
DELTA AIR LINES INC DEL	COM NEW	247361702	993	108446	SH	DEFINED	5		
			-----	-----					
			993	108446					
DENBURY RES INC	COM NEW	247916208	4	253	SH	DEFINED	5		
			-----	-----					
			4	253					
DELUXE CORP	COM	248019101	1022	33441	SH	DEFINED	5		
			-----	-----					

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1022 33441

DENDREON CORP	COM	24823Q107	1	125	SH	DEFINED	5
			-----	-----			
			1	125			

FORM 13F

PAGE	56 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
	-----	-----	-----	-----	-----	-----	-----	-----
	DENTSPLY INTL INC NEW	COM	249030107	1300	34096	SH	DEFINED	5
				-----	-----			
				1300	34096			
	DEUTSCHE BK AG LDN BRH	PS AGRI LG ETN	25154H533	10	450	SH	DEFINED	5
				-----	-----			
				10	450			
	DEUTSCHE BK AG LDN BRH	PS AGRI DL ETN	25154H558	140	10600	SH	DEFINED	5
				-----	-----			
				140	10600			
	DEUTSCHE BK AG LDN BRH	PS GOLD DS ETN	25154H756	9	2200	SH	DEFINED	5
				-----	-----			
				9	2200			
	DEVON ENERGY CORP NEW	COM	25179M103	246	4059	SH	DEFINED	5
				-----	-----			
				246	4059			
	DEVRY INC DEL	COM	251893103	1	37	SH	DEFINED	5
				-----	-----			
				1	37			
	DEXCOM INC	COM	252131107	66	4402	SH	DEFINED	5
				-----	-----			
				66	4402			
	DIAGEO P L C	SPON ADR NEW	25243Q205	4769	42304	SH	DEFINED	5
				-----	-----			
				4769	42304			
	DIAMOND FOODS INC	COM	252603105	5	250	SH	DEFINED	5
				-----	-----			
				5	250			
	DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1217	18487	SH	DEFINED	5
				-----	-----			
				1217	18487			
	DICKS SPORTING GOODS INC	COM	253393102	3	50	SH	DEFINED	5
				-----	-----			
				3	50			

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PAGE	57 OF	201	FORM 13F						
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
DIEBOLD INC	COM	253651103	51	1500	SH		DEFINED	5	
			51	1500					
DIGI INTL INC	COM	253798102	109	10770	SH		DEFINED	5	
			109	10770					
DIGITAL RLTY TR INC	COM	253868103	4173	59744	SH		DEFINED	5	
			4173	59744					
DIME CMNTY BANCSHARES	COM	253922108	304	21026	SH		DEFINED	5	
			304	21026					
DILLARDS INC	CL A	254067101	36	504	SH		DEFINED	5	
			36	504					
DINEEQUITY INC	COM	254423106	12	215	SH		DEFINED	5	
			12	215					
DIREXION SHS ETF TR	20YR TRES BEAR	25459Y678	6	120	SH		DEFINED	5	
			6	120					
DIREXION SHS ETF TR	DLY FIN BULL N	25459Y694	22	210	SH		DEFINED	5	
			22	210					
DISNEY WALT CO	COM DISNEY	254687106	33110	633327	SH		DEFINED	5	
			33110	633327					
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	61	1021	SH		DEFINED	5	
			61	1021					
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	53	944	SH		DEFINED	5	
			53	944					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O
DISH NETWORK CORP	CL A	25470M109	2116	69127	SH		DEFINED	5	
			2116	69127					
DISCOVER FINL SVCS	COM	254709108	8921	224551	SH		DEFINED	5	
			8921	224551					
DIRECTV	COM	25490A309	548	10443	SH		DEFINED	5	
			548	10443					
DOLAN CO	COM	25659P402	83	15478	SH		DEFINED	5	
			83	15478					
DOLE FOOD CO INC NEW	COM	256603101	2	140	SH		DEFINED	5	
			2	140					
DOLLAR GEN CORP NEW	COM	256677105	338	6558	SH		DEFINED	5	
			338	6558					
DOLLAR TREE INC	COM	256746108	3733	77301	SH		DEFINED	5	
			3733	77301					
DOMINION RES INC VA NEW	COM	25746U109	13339	251964	SH		DEFINED	5	
			13339	251964					
DOMTAR CORP	COM NEW	257559203	77	978	SH		DEFINED	5	
			77	978					
DONALDSON INC	COM	257651109	1432	41270	SH		DEFINED	5	
			1432	41270					
DONNELLEY R R & SONS CO	COM	257867101	57	5384	SH		DEFINED	5	
			57	5384					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O

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DORMAN PRODUCTS INC	COM	258278100	1	36	SH	DEFINED	5
			-----	-----			
			1	36			
DOUBLELINE OPPORTUNISTIC CR	COM	258623107	54	2000	SH	DEFINED	5
			-----	-----			
			54	2000			
DOUGLAS EMMETT INC	COM	25960P109	1258	54537	SH	DEFINED	5
			-----	-----			
			1258	54537			
DOVER CORP	COM	260003108	2715	45633	SH	DEFINED	5
			-----	-----			
			2715	45633			
DOW CHEM CO	COM	260543103	4517	156015	SH	DEFINED	5
			-----	-----			
			4517	156015			
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	177	3976	SH	DEFINED	5
			-----	-----			
			177	3976			
DRESSER-RAND GROUP INC	COM	261608103	134	2432	SH	DEFINED	5
			-----	-----			
			134	2432			
DREYFUS STRATEGIC MUNS INC	COM	261932107	37	3681	SH	DEFINED	5
			-----	-----			
			37	3681			
DREYFUS HIGH YIELD STRATEGIE	SH BEN INT	26200S101	2	351	SH	DEFINED	5
			-----	-----			
			2	351			
DREYFUS MUN INCOME INC	COM	26201R102	33	2961	SH	DEFINED	5
			-----	-----			
			33	2961			
DU PONT E I DE NEMOURS & CO	COM	263534109	45705	909188	SH	DEFINED	5
			-----	-----			
			45705	909188			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
DUCOMMUN INC DEL	COM	264147109	105	7719	SH	DEFINED	5			
			-----	-----						
			105	7719						
DUFF & PHELPS UTIL CORP BD T	COM	26432K108	2	146	SH	DEFINED	5			
			-----	-----						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			2	146			
DUKE ENERGY CORP NEW	COM NEW	26441C204	46764	721782	SH	DEFINED	5
			46764	721782			
DUKE REALTY CORP	COM NEW	264411505	235	15981	SH	DEFINED	5
			235	15981			
DUN & BRADSTREET CORP DEL NE	COM	26483E100	68	854	SH	DEFINED	5
			68	854			
DYCOM INDS INC	COM	267475101	9	640	SH	DEFINED	5
			9	640			
DYNASIL CORP AMER	COM	268102100	0	100	SH	DEFINED	5
				100			
DYNEX CAP INC	COM NEW	26817Q506	39	3600	SH	DEFINED	5
			39	3600			
E M C CORP MASS	COM	268648102	41350	1516318	SH	DEFINED	5
			41350	1516318			
EMC INS GROUP INC	COM	268664109	66	3155	SH	DEFINED	5
			66	3155			
ENI S P A	SPONSORED ADR	26874R108	1	13	SH	DEFINED	5
			1	13			

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NAME OF ISSUER		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA	O	MA
EOG RES INC	COM	26875P101	3693	32961	SH	DEFINED	5		
			3693	32961					
EQT CORP	COM	26884L109	65	1100	SH	DEFINED	5		
			65	1100					
EAGLE BANCORP INC MD	COM	268948106	1	33	SH	DEFINED	5		
			1	33					

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ETF SER SOLUTIONS	ALPCLONE ALTER	26922A305	11	400	SH	DEFINED	5
			-----	-----			
			11	400			
ETFs PRECIOUS METALS BASKET	PHYS PM BSKT	26922W109	20	200	SH	DEFINED	5
			-----	-----			
			20	200			
E TRADE FINANCIAL CORP	COM NEW	269246401	20	2254	SH	DEFINED	5
			-----	-----			
			20	2254			
EXCO RESOURCES INC	COM	269279402	3	405	SH	DEFINED	5
			-----	-----			
			3	405			
EAGLE CAP GROWTH FD INC	COM	269451100	4	619	SH	DEFINED	5
			-----	-----			
			4	619			
EARTHLINK INC	COM	270321102	12	1648	SH	DEFINED	5
			-----	-----			
			12	1648			
EAST WEST BANCORP INC	COM	27579R104	9862	466948	SH	DEFINED	5
			-----	-----			
			9862	466948			
EASTGROUP PPTY INC	COM	277276101	1104	20745	SH	DEFINED	5
			-----	-----			
			1104	20745			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
EASTMAN CHEM CO	COM	277432100	1248	21882	SH	DEFINED	5		
			-----	-----					
			1248	21882					
EATON CORP	COM	278058102	9273	196174	SH	DEFINED	5		
			-----	-----					
			9273	196174					
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	32	2000	SH	DEFINED	5		
			-----	-----					
			32	2000					
EATON VANCE MUNI INCOME TRUS	SH BEN INT	27826U108	29	2076	SH	DEFINED	5		
			-----	-----					
			29	2076					
EATON VANCE CORP	COM NON VTG	278265103	4561	157484	SH	DEFINED	5		
			-----	-----					

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		4561		157484			
EATON VANCE MUN BD FD	COM	27827X101	50	3464	SH	DEFINED	5
			-----	-----			
			50	3464			
EATON VANCE ENH EQTY INC FD	COM	278277108	66	6000	SH	DEFINED	5
			-----	-----			
			66	6000			
EATON VANCE TAX ADVT DIV INC	COM	27828G107	102	5944	SH	DEFINED	5
			-----	-----			
			102	5944			
EATON VANCE LTD DUR INCOME F	COM	27828H105	40	2372	SH	DEFINED	5
			-----	-----			
			40	2372			
EATON VANCE OHIO MUN BD FD	COM	27828L106	31	2050	SH	DEFINED	5
			-----	-----			
			31	2050			
EATON VANCE SR FLTNG RTE TR	COM	27828Q105	2	100	SH	DEFINED	5
			-----	-----			
			2	100			

				FORM 13F					
PAGE	63 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
EATON VANCE TAX MNGED BUY WR	COM	27828X100	15	1000	SH	DEFINED	5		
			-----	-----					
			15	1000					
EATON VANCE TXMGD GL BUYWR O	COM	27829C105	1193	107459	SH	DEFINED	5		
			-----	-----					
			1193	107459					
EATON VANCE TAX MNGD GBL DV	COM	27829F108	39	4419	SH	DEFINED	5		
			-----	-----					
			39	4419					
EATON VANCE RISK MNGD DIV EQ	COM	27829G106	77	7285	SH	DEFINED	5		
			-----	-----					
			77	7285					
EATON VANCE NATL MUN OPPORT	COM SHS	27829L105	7	300	SH	DEFINED	5		
			-----	-----					
			7	300					
EBAY INC	COM	278642103	4798	99185	SH	DEFINED	5		
			-----	-----					
			4798	99185					

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EBIX INC	COM NEW	278715206	394	16696	SH	DEFINED	5
			-----	-----			
			394	16696			
ECHO GLOBAL LOGISTICS INC	COM	27875T101	111	6454	SH	DEFINED	5
			-----	-----			
			111	6454			
ECHOSTAR CORP	CL A	278768106	18	627	SH	DEFINED	5
			-----	-----			
			18	627			
ECOLAB INC	COM	278865100	25663	395971	SH	DEFINED	5
			-----	-----			
			25663	395971			
EDISON INTL	COM	281020107	1080	23639	SH	DEFINED	5
			-----	-----			
			1080	23639			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
EDWARDS LIFESCIENCES CORP	COM	28176E108	667	6214	SH	DEFINED	5		
			-----	-----					
			667	6214					
EL PASO ELEC CO	COM NEW	283677854	172	5036	SH	DEFINED	5		
			-----	-----					
			172	5036					
EL PASO PIPELINE PARTNERS L	COM UNIT LPI	283702108	5	136	SH	DEFINED	5		
			-----	-----					
			5	136					
ELDORADO GOLD CORP NEW	COM	284902103	25	1640	SH	DEFINED	5		
			-----	-----					
			25	1640					
ELECTRONIC ARTS INC	COM	285512109	4	324	SH	DEFINED	5		
			-----	-----					
			4	324					
ELIZABETH ARDEN INC	COM	28660G106	203	4300	SH	DEFINED	5		
			-----	-----					
			203	4300					
ELLIS PERRY INTL INC	COM	288853104	238	10800	SH	DEFINED	5		
			-----	-----					
			238	10800					
EMERSON ELEC CO	COM	291011104	66657	1380912	SH	DEFINED	5		
			-----	-----					

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66657 1380912

EMULEX CORP	COM NEW	292475209	4	500	SH	DEFINED	5
			-----	-----			
			4	500			
ENBRIDGE INC	COM	29250N105	2781	71257	SH	DEFINED	5
			-----	-----			
			2781	71257			
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	81	2755	SH	DEFINED	5
			-----	-----			
			81	2755			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ENBRIDGE ENERGY MANAGEMENT L	SHS UNITS LLI	29250X103	53	1688	SH	DEFINED	5		
			-----	-----					
			53	1688					
ENCANA CORP	COM	292505104	59	2677	SH	DEFINED	5		
			-----	-----					
			59	2677					
ENCORE CAP GROUP INC	COM	292554102	1	20	SH	DEFINED	5		
			-----	-----					
			1	20					
ENDEAVOUR INTL CORP	COM NEW	29259G200	333	34483	SH	DEFINED	5		
			-----	-----					
			333	34483					
ENDO HEALTH SOLUTIONS INC	COM	29264F205	28	867	SH	DEFINED	5		
			-----	-----					
			28	867					
ENERGEN CORP	COM	29265N108	113	2153	SH	DEFINED	5		
			-----	-----					
			113	2153					
ENERGIZER HLDGS INC	COM	29266R108	1506	20190	SH	DEFINED	5		
			-----	-----					
			1506	20190					
ENDOLOGIX INC	COM	29266S106	168	12155	SH	DEFINED	5		
			-----	-----					
			168	12155					
ENDOCYTE INC	COM	29269A102	5	500	SH	DEFINED	5		
			-----	-----					
			5	500					

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ENERGY TRANSFER PRTNRS L P	UNIT LTD PARTN	29273R109	528	12413	SH	DEFINED	5
			-----	-----			
			528	12413			
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	8	182	SH	DEFINED	5
			-----	-----			
			8	182			

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN	MA	
			ENERSYS	COM	29275Y102	1	41	SH	DEFINED	5
						-----	-----			
						1	41			
			ENERPLUS CORP	COM	292766102	150	9017	SH	DEFINED	5
						-----	-----			
						150	9017			
			ENGILITY HLDGS INC	COM	29285W104	41	2235	SH	DEFINED	5
						-----	-----			
						41	2235			
			ENTEGRIS INC	COM	29362U104	193	23697	SH	DEFINED	5
						-----	-----			
						193	23697			
			ENTERCOM COMMUNICATIONS CORP	CL A	293639100	19	2713	SH	DEFINED	5
						-----	-----			
						19	2713			
			ENERGY CORP NEW	COM	29364G103	257	3705	SH	DEFINED	5
						-----	-----			
						257	3705			
			ENTERPRISE PRODS PARTNERS L	COM	293792107	1888	35224	SH	DEFINED	5
						-----	-----			
						1888	35224			
			ENTERTAINMENT PPTYS TR	COM SH BEN INT	29380T105	2318	52183	SH	DEFINED	5
						-----	-----			
						2318	52183			
			EQUIFAX INC	COM	294429105	396	8509	SH	DEFINED	5
						-----	-----			
						396	8509			
			EQUINIX INC	COM NEW	29444U502	2525	12253	SH	DEFINED	5
						-----	-----			
						2525	12253			
			EQUITY RESIDENTIAL	SH BEN INT	29476L107	2622	45569	SH	DEFINED	5
						-----	-----			

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2622 45569

PAGE	67 OF	201	FORM 13F						
			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
ERICSSON	ADR B SEK 10	294821608	8	841	SH	DEFINED	5		
			8	841					
ERIE INDTY CO	CL A	29530P102	19	303	SH	DEFINED	5		
			19	303					
ESCALADE INC	COM	296056104	24	4450	SH	DEFINED	5		
			24	4450					
ESSEX PPTY TR INC	COM	297178105	1969	13282	SH	DEFINED	5		
			1969	13282					
ESTERLINE TECHNOLOGIES CORP	COM	297425100	1	17	SH	DEFINED	5		
			1	17					
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	12	310	SH	DEFINED	5		
			12	310					
EXACTTARGET INC	COM	30064K105	2	100	SH	DEFINED	5		
			2	100					
EXCHANGE TRADED CONCEPTS TR	YORK HIINC MLP	301505103	57	3000	SH	DEFINED	5		
			57	3000					
EXELON CORP	COM	30161N101	4258	119682	SH	DEFINED	5		
			4258	119682					
EXELIS INC	COM	30162A108	57	5470	SH	DEFINED	5		
			57	5470					
EXFO INC	SUB VTG SHS	302046107	31	6353	SH	DEFINED	5		
			31	6353					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
EXPEDIA INC DEL	COM NEW	30212P303	151	2605	SH		DEFINED	5	
			151	2605					
EXPEDITORS INTL WASH INC	COM	302130109	124	3398	SH		DEFINED	5	
			124	3398					
EXPRESS SCRIPTS HLDG CO	COM	30219G108	14302	228359	SH		DEFINED	5	
			14302	228359					
EXTERRAN PARTNERS LP	COM UNITS	30225N105	37	1700	SH		DEFINED	5	
			37	1700					
EXTRA SPACE STORAGE INC	COM	30225T102	308	9250	SH		DEFINED	5	
			308	9250					
EZCORP INC	CL A NON VTG	302301106	11	485	SH		DEFINED	5	
			11	485					
EXXON MOBIL CORP	COM	30231G102	303701	3320943	SH		DEFINED	5	
			303701	3320943					
FEI CO	COM	30241L109	430	8040	SH		DEFINED	5	
			430	8040					
FLIR SYS INC	COM	302445101	28	1395	SH		DEFINED	5	
			28	1395					
FMC TECHNOLOGIES INC	COM	30249U101	74	1608	SH		DEFINED	5	
			74	1608					
F M C CORP	COM NEW	302491303	2823	50980	SH		DEFINED	5	
			2823	50980					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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FNB CORP PA	COM	302520101	394	35181	SH	DEFINED	5
			394	35181			
FACEBOOK INC	CL A	30303M102	201	9295	SH	DEFINED	5
			201	9295			
FACTSET RESH SYS INC	COM	303075105	96	1000	SH	DEFINED	5
			96	1000			
FAMILY DLR STORES INC	COM	307000109	594	8960	SH	DEFINED	5
			594	8960			
FARO TECHNOLOGIES INC	COM	311642102	165	4000	SH	DEFINED	5
			165	4000			
FASTENAL CO	COM	311900104	3604	83831	SH	DEFINED	5
			3604	83831			
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	1902	18061	SH	DEFINED	5
			1902	18061			
FEDERATED INVS INC PA	CL B	314211103	1	61	SH	DEFINED	5
			1	61			
FEDEX CORP	COM	31428X106	7151	84503	SH	DEFINED	5
			7151	84503			
F5 NETWORKS INC	COM	315616102	6932	66250	SH	DEFINED	5
			6932	66250			
FIDELITY NATL INFORMATION SV	COM	31620M106	440	14086	SH	DEFINED	5
			440	14086			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	14	672	SH	DEFINED	5
			14	672			

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FIFTH & PAC COS INC	COM	316645100	64	5015	SH	DEFINED	5
			-----	-----			
			64	5015			
FIFTH THIRD BANCORP	COM	316773100	31972	2062011	SH	DEFINED	5
			-----	-----			
			31972	2062011			
FIFTH THIRD BANCORP	CNV PFD DEP1/2	316773209	1181	8430	SH	DEFINED	5
			-----	-----			
			1181	8430			
FINANCIAL ENGINES INC	COM	317485100	196	8231	SH	DEFINED	5
			-----	-----			
			196	8231			
FIRST AMERN FINL CORP	COM	31847R102	10	466	SH	DEFINED	5
			-----	-----			
			10	466			
FIRST CTZNS BANCSHARES INC N	CL A	31946M103	21	127	SH	DEFINED	5
			-----	-----			
			21	127			
FIRST COMWLTH FINL CORP PA	COM	319829107	14	2000	SH	DEFINED	5
			-----	-----			
			14	2000			
FIRST FINL BANCORP OH	COM	320209109	47	2795	SH	DEFINED	5
			-----	-----			
			47	2795			
FIRST HORIZON NATL CORP	COM	320517105	42	4404	SH	DEFINED	5
			-----	-----			
			42	4404			
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	1496	113848	SH	DEFINED	5
			-----	-----			
			1496	113848			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
FIRST NIAGARA FINL GP INC	COM	33582V108	489	60582	SH	DEFINED	5		
			-----	-----					
			489	60582					
FIRST PACTRUST BANCORP INC	COM	33589V101	107	8580	SH	DEFINED	5		
			-----	-----					
			107	8580					
FIRST POTOMAC RLTY TR	COM	33610F109	165	12846	SH	DEFINED	5		
			-----	-----					

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			165	12846		
FIRST SOLAR INC	COM	336433107	1	39 SH	DEFINED	5
			-----	-----		
			1	39		
FIRST TR/ABERDEEN EMERG OPT	COM	33731K102	12	552 SH	DEFINED	5
			-----	-----		
			12	552		
FIRST TR ACTIVE DIVID INCOME	COM	33731L100	21	2500 SH	DEFINED	5
			-----	-----		
			21	2500		
FIRST TR EXCHANGE TRADED FD	NY ARCA BIOTEC	33733E203	3	55 SH	DEFINED	5
			-----	-----		
			3	55		
FIRST TR S&P REIT INDEX FD	COM	33734G108	32	1830 SH	DEFINED	5
			-----	-----		
			32	1830		
FIRST TR LRGE CP CORE ALPHA	COM SHS	33734K109	5	171 SH	DEFINED	5
			-----	-----		
			5	171		
FIRST TR LRG CP VL ALPHADEX	COM SHS	33735J101	14	454 SH	DEFINED	5
			-----	-----		
			14	454		
FIRST TR LRG CP GRWTH ALPHAD	COM SHS	33735K108	33	1107 SH	DEFINED	5
			-----	-----		
			33	1107		

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
FIRST TR STRATEGIC HIGH INC	COM SHS NEW	337353304	9	497 SH	DEFINED	5				
			-----	-----						
			9	497						
FIRST TR EXCHANGE-TRADED FD	NO AMER ENERGY	33738D101	6	300 SH	DEFINED	5				
			-----	-----						
			6	300						
FIRST TR HIGH INCOME L/S FD	COM	33738E109	25	1350 SH	DEFINED	5				
			-----	-----						
			25	1350						
FIRST TR ENERGY INCOME & GRW	COM	33738G104	15	500 SH	DEFINED	5				
			-----	-----						
			15	500						

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FIRSTSERVICE CORP	SUB VTG SH	33761N109	1	24	SH	DEFINED	5
			-----	-----			
			1	24			
FISERV INC	COM	337738108	8318	112355	SH	DEFINED	5
			-----	-----			
			8318	112355			
FIRSTMERIT CORP	COM	337915102	32	2205	SH	DEFINED	5
			-----	-----			
			32	2205			
FIRSTENERGY CORP	COM	337932107	1319	29916	SH	DEFINED	5
			-----	-----			
			1319	29916			
FIVE BELOW INC	COM	33829M101	361	9228	SH	DEFINED	5
			-----	-----			
			361	9228			
FLAHERTY & CRUMRINE PFD INC	COM	33848E106	6972	574195	SH	DEFINED	5
			-----	-----			
			6972	574195			
FLUOR CORP NEW	COM	343412102	1397	24818	SH	DEFINED	5
			-----	-----			
			1397	24818			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
FLOWERS FOODS INC	COM	343498101	45	2250	SH	DEFINED	5		
			-----	-----					
			45	2250					
FLOWSERVE CORP	COM	34354P105	1042	8156	SH	DEFINED	5		
			-----	-----					
			1042	8156					
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	4	173	SH	DEFINED	5		
			-----	-----					
			4	173					
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	1548	16827	SH	DEFINED	5		
			-----	-----					
			1548	16827					
FOOT LOCKER INC	COM	344849104	1650	46483	SH	DEFINED	5		
			-----	-----					
			1650	46483					
FORD MTR CO DEL	COM PAR \$0.01	345370860	7097	719760	SH	DEFINED	5		
			-----	-----					

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			7097	719760		
FOREST LABS INC	COM	345838106	138	3865	SH	DEFINED 5
			-----	-----		
			138	3865		
FORRESTER RESH INC	COM	346563109	51	1769	SH	DEFINED 5
			-----	-----		
			51	1769		
FORTINET INC	COM	34959E109	400	16591	SH	DEFINED 5
			-----	-----		
			400	16591		
FORTUNE BRANDS HOME & SEC IN	COM	34964C106	1297	48018	SH	DEFINED 5
			-----	-----		
			1297	48018		
FORWARD AIR CORP	COM	349853101	1093	35953	SH	DEFINED 5
			-----	-----		
			1093	35953		

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PAGE	74 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
FOSSIL INC	COM	349882100	3	41	SH	DEFINED	5		
			-----	-----					
			3	41					
FRANCE TELECOM	SPONSORED ADR	35177Q105	122	9955	SH	DEFINED	5		
			-----	-----					
			122	9955					
FRANCESSCAS HLDGS CORP	COM	351793104	182	5934	SH	DEFINED	5		
			-----	-----					
			182	5934					
FRANCO NEVADA CORP	COM	351858105	59	1000	SH	DEFINED	5		
			-----	-----					
			59	1000					
FRANKLIN ELEC INC	COM	353514102	46	756	SH	DEFINED	5		
			-----	-----					
			46	756					
FRANKLIN RES INC	COM	354613101	1132	9052	SH	DEFINED	5		
			-----	-----					
			1132	9052					
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	10	666	SH	DEFINED	5		
			-----	-----					
			10	666					

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FREDS INC	CL A	356108100	255	17928	SH	DEFINED	5
			-----	-----			
			255	17928			
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	9861	249133	SH	DEFINED	5
			-----	-----			
			9861	249133			
FREIGHTCAR AMER INC	COM	357023100	2	85	SH	DEFINED	5
			-----	-----			
			2	85			
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1306	17789	SH	DEFINED	5
			-----	-----			
			1306	17789			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
FRESH MKT INC	COM	35804H106	308	5143	SH	DEFINED	5		
			-----	-----					
			308	5143					
FRISCHS RESTAURANTS INC	COM	358748101	40	2000	SH	DEFINED	5		
			-----	-----					
			40	2000					
FRONTIER COMMUNICATIONS CORP	COM	35906A108	67	13548	SH	DEFINED	5		
			-----	-----					
			67	13548					
FUEL SYS SOLUTIONS INC	COM	35952W103	447	25982	SH	DEFINED	5		
			-----	-----					
			447	25982					
FULLER H B CO	COM	359694106	18	584	SH	DEFINED	5		
			-----	-----					
			18	584					
G & K SVCS INC	CL A	361268105	8	252	SH	DEFINED	5		
			-----	-----					
			8	252					
GATX CORP	COM	361448103	2820	66448	SH	DEFINED	5		
			-----	-----					
			2820	66448					
GSI GROUP INC CDA NEW	COM NEW	36191C205	3	332	SH	DEFINED	5		
			-----	-----					
			3	332					
GP STRATEGIES CORP	COM	36225V104	59	3057	SH	DEFINED	5		
			-----	-----					

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			59	3057		
GABELLI EQUITY TR INC	COM	362397101	45	8040	SH	DEFINED 5
			-----	-----		
			45	8040		
GABELLI UTIL TR	COM	36240A101	25	3050	SH	DEFINED 5
			-----	-----		
			25	3050		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
GABELLI DIVD & INCOME TR	COM	36242H104	40	2334	SH	DEFINED 5	
			-----	-----			
			40	2334			
GABELLI HLTHCARE & WELLNESS	SHS	36246K103	1	85	SH	DEFINED 5	
			-----	-----			
			1	85			
GAFISA S A	SPONS ADR	362607301	1	250	SH	DEFINED 5	
			-----	-----			
			1	250			
GALLAGHER ARTHUR J & CO	COM	363576109	128	3562	SH	DEFINED 5	
			-----	-----			
			128	3562			
GAMESTOP CORP NEW	CL A	36467W109	5	244	SH	DEFINED 5	
			-----	-----			
			5	244			
GANNETT INC	COM	364730101	1782	100377	SH	DEFINED 5	
			-----	-----			
			1782	100377			
GAP INC DEL	COM	364760108	849	23719	SH	DEFINED 5	
			-----	-----			
			849	23719			
GARDNER DENVER INC	COM	365558105	25	420	SH	DEFINED 5	
			-----	-----			
			25	420			
GARTNER INC	COM	366651107	1	30	SH	DEFINED 5	
			-----	-----			
			1	30			
GENERAL AMERN INVS INC	COM	368802104	562	19342	SH	DEFINED 5	
			-----	-----			
			562	19342			

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GENERAL CABLE CORP DEL NEW	COM	369300108	3	100	SH	DEFINED	5
			-----	-----			
			3	100			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
GENERAL DYNAMICS CORP	COM	369550108	7183	108635	SH	DEFINED	5	
			-----	-----				
			7183	108635				
GENERAL ELECTRIC CO	COM	369604103	128188	5644547	SH	DEFINED	5	
			-----	-----				
			128188	5644547				
GENERAL GROWTH PPTYS INC NEW	COM	370023103	20	1035	SH	DEFINED	5	
			-----	-----				
			20	1035				
GENERAL MLS INC	COM	370334104	13733	344609	SH	DEFINED	5	
			-----	-----				
			13733	344609				
GENERAL MTRS CO	COM	37045V100	3246	142696	SH	DEFINED	5	
			-----	-----				
			3246	142696				
GENERAL MTRS CO	*W EXP 07/10/2	37045V118	6	460	SH	DEFINED	5	
			-----	-----				
			6	460				
GENERAL MTRS CO	*W EXP 07/10/2	37045V126	4	460	SH	DEFINED	5	
			-----	-----				
			4	460				
GENESEEE & WYO INC	CL A	371559105	1	13	SH	DEFINED	5	
			-----	-----				
			1	13				
GENTEX CORP	COM	371901109	1686	99217	SH	DEFINED	5	
			-----	-----				
			1686	99217				
GENESIS ENERGY L P	UNIT LTD PARTN	371927104	6	175	SH	DEFINED	5	
			-----	-----				
			6	175				
GENOMIC HEALTH INC	COM	37244C101	21	601	SH	DEFINED	5	
			-----	-----				
			21	601				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
GENUINE PARTS CO	COM	372460105	19226	315022	SH		DEFINED	5	
			19226	315022					
GENWORTH FINL INC	COM CL A	37247D106	2	318	SH		DEFINED	5	
			2	318					
GERMAN AMERN BANCORP INC	COM	373865104	226	9378	SH		DEFINED	5	
			226	9378					
GERON CORP	COM	374163103	54	31672	SH		DEFINED	5	
			54	31672					
GILEAD SCIENCES INC	COM	375558103	42674	643362	SH		DEFINED	5	
			42674	643362					
GLACIER BANCORP INC NEW	COM	37637Q105	196	12594	SH		DEFINED	5	
			196	12594					
GLADSTONE CAPITAL CORP	COM	376535100	50	5740	SH		DEFINED	5	
			50	5740					
GLADSTONE COML CORP	COM	376536108	63	3445	SH		DEFINED	5	
			63	3445					
GLADSTONE INVT CORP	COM	376546107	21	2666	SH		DEFINED	5	
			21	2666					
GLATFELTER	COM	377316104	355	19911	SH		DEFINED	5	
			355	19911					
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	5297	114563	SH		DEFINED	5	
			5297	114563					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	327	40640	SH		DEFINED	5
			327	40640				
GLOBALSTAR INC	COM	378973408	54	116600	SH		DEFINED	5
			54	116600				
GLIMCHER RLTY TR	SH BEN INT	379302102	4	400	SH		DEFINED	5
			4	400				
GLOBAL PMTS INC	COM	37940X102	703	16801	SH		DEFINED	5
			703	16801				
GLOBAL X FDS	GLBX SUPRINC E	37950E333	5	300	SH		DEFINED	5
			5	300				
GLOBAL X FDS	GLB X FTSE NOR	37950E341	5	300	SH		DEFINED	5
			5	300				
GLOBAL X FDS	GLB X CDA PFD	37950E481	733	49547	SH		DEFINED	5
			733	49547				
GLOBAL X FDS	SILVER MNR ETF	37950E853	95	3800	SH		DEFINED	5
			95	3800				
GOLDCORP INC NEW	COM	380956409	1441	31435	SH		DEFINED	5
			1441	31435				
GOLDMAN SACHS GROUP INC	COM	38141G104	10972	96515	SH		DEFINED	5
			10972	96515				
GOLUB CAP BDC INC	COM	38173M102	3	195	SH		DEFINED	5
			3	195				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GOODYEAR TIRE & RUBR CO	COM	382550101	32	2651	SH		DEFINED	5

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			32	2651		
GOOGLE INC	CL A	38259P508	41908	55544	SH	DEFINED 5
			-----	-----		
			41908	55544		
GRACE W R & CO DEL NEW	COM	38388F108	2	30	SH	DEFINED 5
			-----	-----		
			2	30		
GRAINGER W W INC	COM	384802104	4714	22625	SH	DEFINED 5
			-----	-----		
			4714	22625		
GRAND CANYON ED INC	COM	38526M106	362	15383	SH	DEFINED 5
			-----	-----		
			362	15383		
GREAT LAKES DREDGE & DOCK CO	COM	390607109	314	40835	SH	DEFINED 5
			-----	-----		
			314	40835		
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	16	200	SH	DEFINED 5
			-----	-----		
			16	200		
GREAT PANTHER SILVER LTD	COM	39115V101	83	36004	SH	DEFINED 5
			-----	-----		
			83	36004		
GREAT PLAINS ENERGY INC	COM	391164100	61	2736	SH	DEFINED 5
			-----	-----		
			61	2736		
GREEN MTN COFFEE ROASTERS IN	COM	393122106	4	168	SH	DEFINED 5
			-----	-----		
			4	168		
GREENBRIER COS INC	COM	393657101	457	28343	SH	DEFINED 5
			-----	-----		
			457	28343		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
GREENHAVEN CONT CMDTY INDEX	UNIT BEN INT	395258106	5	172	SH	DEFINED 5		
			-----	-----				
			5	172				
GRUPO TELEVIS SA	SPON ADR REP O	40049J206	1	60	SH	DEFINED 5		
			-----	-----				
			1	60				

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GUANGSHEN RY LTD	SPONSORED ADR	40065W107	12	774	SH	DEFINED	5
			-----	-----			
			12	774			
GUIDEWIRE SOFTWARE INC	COM	40171V100	202	6521	SH	DEFINED	5
			-----	-----			
			202	6521			
H & E EQUIPMENT SERVICES INC	COM	404030108	53	4407	SH	DEFINED	5
			-----	-----			
			53	4407			
HCC INS HLDGS INC	COM	404132102	18	540	SH	DEFINED	5
			-----	-----			
			18	540			
HCP INC	COM	40414L109	15855	356455	SH	DEFINED	5
			-----	-----			
			15855	356455			
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2578	68593	SH	DEFINED	5
			-----	-----			
			2578	68593			
HMS HLDGS CORP	COM	40425J101	81	2434	SH	DEFINED	5
			-----	-----			
			81	2434			
HNI CORP	COM	404251100	628	24600	SH	DEFINED	5
			-----	-----			
			628	24600			
HSBC HLDGS PLC	SPON ADR NEW	404280406	2401	51686	SH	DEFINED	5
			-----	-----			
			2401	51686			

PAGE		82 OF 201		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	1419	56136	SH	DEFINED	5
			-----	-----			
			1419	56136			
HSN INC	COM	404303109	1	27	SH	DEFINED	5
			-----	-----			
			1	27			
HAEMONETICS CORP	COM	405024100	2	25	SH	DEFINED	5
			-----	-----			
			2	25			
HALLIBURTON CO	COM	406216101	2263	67158	SH	DEFINED	5
			-----	-----			

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				2263	67158		
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT NEW	409735206	194	10547	SH	DEFINED	5
				-----	-----		
				194	10547		
HANCOCK HLDG CO	COM	410120109	774	24984	SH	DEFINED	5
				-----	-----		
				774	24984		
HANCOCK JOHN INCOME SECS TR	COM	410123103	6	343	SH	DEFINED	5
				-----	-----		
				6	343		
HANCOCK JOHN PREMUIM DIV FD	COM SH BEN INT	41013T105	107	7561	SH	DEFINED	5
				-----	-----		
				107	7561		
HANCOCK JOHN INVS TR	COM	410142103	52	2148	SH	DEFINED	5
				-----	-----		
				52	2148		
HANCOCK JOHN PFD INCOME FD I	COM	41021P103	115	5721	SH	DEFINED	5
				-----	-----		
				115	5721		
HANESBRANDS INC	COM	410345102	92	2883	SH	DEFINED	5
				-----	-----		
				92	2883		

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	-----	
HANMI FINL CORP	COM NEW	410495204	69	5381	SH		DEFINED	5	
			-----	-----					
			69	5381					
HARLEY DAVIDSON INC	COM	412822108	376	8881	SH		DEFINED	5	
			-----	-----					
			376	8881					
HARMAN INTL INDS INC	COM	413086109	39	849	SH		DEFINED	5	
			-----	-----					
			39	849					
HARMONIC INC	COM	413160102	528	116226	SH		DEFINED	5	
			-----	-----					
			528	116226					
HARRIS & HARRIS GROUP INC	COM	413833104	11	3000	SH		DEFINED	5	
			-----	-----					
			11	3000					

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HARRIS CORP DEL	COM	413875105	4140	80820	SH	DEFINED	5
			4140	80820			
HARSCO CORP	COM	415864107	490	23876	SH	DEFINED	5
			490	23876			
HARTFORD FINL SVCS GROUP INC	COM	416515104	3193	164260	SH	DEFINED	5
			3193	164260			
HASBRO INC	COM	418056107	273	7144	SH	DEFINED	5
			273	7144			
HATTERAS FINL CORP	COM	41902R103	1754	62217	SH	DEFINED	5
			1754	62217			
HAWAIIAN ELEC INDUSTRIES	COM	419870100	31	1181	SH	DEFINED	5
			31	1181			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

PAGE	84 OF	201	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
			HEALTHCARE RLTY TR	COM	421946104	463	20079	SH	DEFINED	5
						463	20079			
			HEALTH CARE REIT INC	COM	42217K106	3924	67962	SH	DEFINED	5
						3924	67962			
			HEALTH NET INC	COM	42222G108	61	2702	SH	DEFINED	5
						61	2702			
			HEALTHWAYS INC	COM	422245100	35	2969	SH	DEFINED	5
						35	2969			
			HECLA MNG CO	COM	422704106	555	84676	SH	DEFINED	5
						555	84676			
			HEICO CORP NEW	COM	422806109	1	22	SH	DEFINED	5
						1	22			
			HEINZ H J CO	COM	423074103	6982	124782	SH	DEFINED	5

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			6982	124782			
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1416	77502	SH	DEFINED	5
			-----	-----			
			1416	77502			
HELMERICH & PAYNE INC	COM	423452101	167	3504	SH	DEFINED	5
			-----	-----			
			167	3504			
HERCULES TECH GROWTH CAP INC	COM	427096508	1342	121879	SH	DEFINED	5
			-----	-----			
			1342	121879			
HERITAGE CRYSTAL CLEAN INC	COM	42726M106	40	2000	SH	DEFINED	5
			-----	-----			
			40	2000			

			FORM 13F					
PAGE	85 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----	-----	-----	-----	-----	-----	-----	-----	
HERSHEY CO	COM	427866108	5798	81792	SH	DEFINED	5	
			-----	-----				
			5798	81792				
HESS CORP	COM	42809H107	969	18038	SH	DEFINED	5	
			-----	-----				
			969	18038				
HEWLETT PACKARD CO	COM	428236103	3666	214875	SH	DEFINED	5	
			-----	-----				
			3666	214875				
HEXCEL CORP NEW	COM	428291108	55	2289	SH	DEFINED	5	
			-----	-----				
			55	2289				
HIGHWOODS PPTYS INC	COM	431284108	163	5000	SH	DEFINED	5	
			-----	-----				
			163	5000				
HILL ROM HLDGS INC	COM	431475102	3130	107724	SH	DEFINED	5	
			-----	-----				
			3130	107724				
HILLENBRAND INC	COM	431571108	2371	130363	SH	DEFINED	5	
			-----	-----				
			2371	130363				
HILLSHIRE BRANDS CO	COM	432589109	814	30413	SH	DEFINED	5	
			-----	-----				
			814	30413				

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HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	4	2000	SH	DEFINED	5
			-----	-----			
			4	2000			
HOLLY ENERGY PARTNERS L P	COM UT LTD PTN	435763107	166	2500	SH	DEFINED	5
			-----	-----			
			166	2500			
HOLLYFRONTIER CORP	COM	436106108	217	5246	SH	DEFINED	5
			-----	-----			
			217	5246			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
HOLOGIC INC	COM	436440101	118	5856	SH	DEFINED	5	
			-----	-----				
			118	5856				
HOME BANCSHARES INC	COM	436893200	1	32	SH	DEFINED	5	
			-----	-----				
			1	32				
HOME DEPOT INC	COM	437076102	52245	865407	SH	DEFINED	5	
			-----	-----				
			52245	865407				
HOMEAWAY INC	COM	43739Q100	7	282	SH	DEFINED	5	
			-----	-----				
			7	282				
HONDA MOTOR LTD	AMERN SHS	438128308	1385	44812	SH	DEFINED	5	
			-----	-----				
			1385	44812				
HONEYWELL INTL INC	COM	438516106	44890	751300	SH	DEFINED	5	
			-----	-----				
			44890	751300				
HOOKER FURNITURE CORP	COM	439038100	60	4632	SH	DEFINED	5	
			-----	-----				
			60	4632				
HORMEL FOODS CORP	COM	440452100	229	7824	SH	DEFINED	5	
			-----	-----				
			229	7824				
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	3099	130338	SH	DEFINED	5	
			-----	-----				
			3099	130338				
HOSPIRA INC	COM	441060100	206	6262	SH	DEFINED	5	
			-----	-----				

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			206	6262		
HOST HOTELS & RESORTS INC	COM	44107P104	1545	96268	SH	DEFINED 5
			-----	-----		
			1545	96268		

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			NAME OF REPORTING MANAGER:	FIFTH THIRD BANCORP	VALUE	SHARES/		SH/ PUT/
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
	-----	-----	-----	-----	-----	-----	-----	-----
	HOT TOPIC INC	COM	441339108	4	500	SH	DEFINED 5	
				-----	-----			
				4	500			
	HOWARD BANCORP INC	COM	442496105	3	500	SH	DEFINED 5	
				-----	-----			
				3	500			
	HOWARD HUGHES CORP	COM	44267D107	7	99	SH	DEFINED 5	
				-----	-----			
				7	99			
	HUANENG PWR INTL INC	SPON ADR H SHS	443304100	15	500	SH	DEFINED 5	
				-----	-----			
				15	500			
	HUBBELL INC	CL B	443510201	2126	26333	SH	DEFINED 5	
				-----	-----			
				2126	26333			
	HUDSON CITY BANCORP	COM	443683107	4	494	SH	DEFINED 5	
				-----	-----			
				4	494			
	HUDSON GLOBAL INC	COM	443787106	0	54	SH	DEFINED 5	
				-----	-----			
					54			
	HUGOTON RTY TR TEX	UNIT BEN INT	444717102	3	500	SH	DEFINED 5	
				-----	-----			
				3	500			
	HUMANA INC	COM	444859102	1433	20429	SH	DEFINED 5	
				-----	-----			
				1433	20429			
	HUNT J B TRANS SVCS INC	COM	445658107	17	325	SH	DEFINED 5	
				-----	-----			
				17	325			
	HUNTINGTON BANCSHARES INC	COM	446150104	593	86006	SH	DEFINED 5	
				-----	-----			
				593	86006			

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN			
HUNTINGTON INGALLS INDS INC	COM	446413106	14	343	SH		DEFINED	5		
			14	343						
HUNTSMAN CORP	COM	447011107	37	2448	SH		DEFINED	5		
			37	2448						
HYATT HOTELS CORP	COM CL A	448579102	17	421	SH		DEFINED	5		
			17	421						
HYPERDYNAMICS CORP	COM	448954107	1	1000	SH		DEFINED	5		
			1	1000						
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	9	170	SH		DEFINED	5		
			9	170						
ING PRIME RATE TR	SH BEN INT	44977W106	84	13500	SH		DEFINED	5		
			84	13500						
IPG PHOTONICS CORP	COM	44980X109	76	1328	SH		DEFINED	5		
			76	1328						
ING ASIA PAC HGH DIVID EQ IN	COM	44983J107	8	500	SH		DEFINED	5		
			8	500						
IPC THE HOSPITALIST CO INC	COM	44984A105	172	3771	SH		DEFINED	5		
			172	3771						
IXIA	COM	45071R109	664	41290	SH		DEFINED	5		
			664	41290						
IBERIABANK CORP	COM	450828108	19	420	SH		DEFINED	5		
			19	420						

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
ITT CORP NEW	COM NEW	450911201	55	2735	SH		DEFINED	5	
			55	2735					
IAMGOLD CORP	COM	450913108	16	1000	SH		DEFINED	5	
			16	1000					
ICICI BK LTD	ADR	45104G104	1085	27034	SH		DEFINED	5	
			1085	27034					
IDEX CORP	COM	45167R104	672	16088	SH		DEFINED	5	
			672	16088					
IDEXX LABS INC	COM	45168D104	466	4695	SH		DEFINED	5	
			466	4695					
IHS INC	CL A	451734107	2	22	SH		DEFINED	5	
			2	22					
ILLINOIS TOOL WKS INC	COM	452308109	29922	503144	SH		DEFINED	5	
			29922	503144					
ILLUMINA INC	COM	452327109	20	407	SH		DEFINED	5	
			20	407					
IMATION CORP	COM	45245A107	1	100	SH		DEFINED	5	
			1	100					
IMMUNOGEN INC	COM	45253H101	68	4650	SH		DEFINED	5	
			68	4650					
IMPAX LABORATORIES INC	COM	45256B101	693	26704	SH		DEFINED	5	
			693	26704					

			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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IMPERIAL OIL LTD	COM NEW	453038408	830	18024	SH	DEFINED	5
			-----	-----			
			830	18024			
IMPERVA INC	COM	45321L100	128	3449	SH	DEFINED	5
			-----	-----			
			128	3449			
INCYTE CORP	COM	45337C102	18	1000	SH	DEFINED	5
			-----	-----			
			18	1000			
INDEPENDENT BANK CORP MASS	COM	453836108	269	8946	SH	DEFINED	5
			-----	-----			
			269	8946			
INDEPENDENT BANK CORP MICH	COM NEW	453838609	2	641	SH	DEFINED	5
			-----	-----			
			2	641			
INDIA FD INC	COM	454089103	72	3083	SH	DEFINED	5
			-----	-----			
			72	3083			
INDEXIQ ETF TR	US RL EST SMCP	45409B628	7	300	SH	DEFINED	5
			-----	-----			
			7	300			
INERGY L P	UNIT LTD PTNR	456615103	2	100	SH	DEFINED	5
			-----	-----			
			2	100			
INFORMATICA CORP	COM	45666Q102	62	1771	SH	DEFINED	5
			-----	-----			
			62	1771			
INFOSYS LTD	SPONSORED ADR	456788108	1	18	SH	DEFINED	5
			-----	-----			
			1	18			
ING GROEP N V	SPONSORED ADR	456837103	16	1988	SH	DEFINED	5
			-----	-----			
			16	1988			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
INGREDION INC	COM	457187102	1632	29595	SH	DEFINED	5			
			-----	-----						
			1632	29595						
INNOTRAC CORP	COM	45767M109	15	7675	SH	DEFINED	5			
			-----	-----						

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				15	7675		
INNERWORKINGS INC	COM	45773Y105	140	10755	SH	DEFINED	5
			-----	-----			
			140	10755			
INTEL CORP	COM	458140100	82214	3628958	SH	DEFINED	5
			-----	-----			
			82214	3628958			
INTEGRYS ENERGY GROUP INC	COM	45822P105	1366	26161	SH	DEFINED	5
			-----	-----			
			1366	26161			
INTERCONTINENTAL HTLS GRP PL	SPONS ADR NEW	45857P301	7	259	SH	DEFINED	5
			-----	-----			
			7	259			
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1308	9808	SH	DEFINED	5
			-----	-----			
			1308	9808			
INTERDIGITAL INC	COM	45867G101	443	11884	SH	DEFINED	5
			-----	-----			
			443	11884			
INTERMEC INC	COM	458786100	1	140	SH	DEFINED	5
			-----	-----			
			1	140			
INTERNATIONAL BUSINESS MACHS	COM	459200101	141272	680990	SH	DEFINED	5
			-----	-----			
			141272	680990			
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	431	7233	SH	DEFINED	5
			-----	-----			
			431	7233			

			FORM 13F						
PAGE	92 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA

	INTERNATIONAL GAME TECHNOLOG	COM	459902102	647	49394	SH		DEFINED	5
				-----	-----				
				647	49394				
	INTL PAPER CO	COM	460146103	1506	41461	SH		DEFINED	5
				-----	-----				
				1506	41461				
	INTERNATIONAL RECTIFIER CORP	COM	460254105	572	34294	SH		DEFINED	5
				-----	-----				
				572	34294				

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INTERNATIONAL SPEEDWAY CORP	CL A	460335201	12	416	SH	DEFINED	5
			-----	-----			
			12	416			
INTERPUBLIC GROUP COS INC	COM	460690100	103	9288	SH	DEFINED	5
			-----	-----			
			103	9288			
INTEROIL CORP	COM	460951106	79	1017	SH	DEFINED	5
			-----	-----			
			79	1017			
INTL FCSTONE INC	COM	46116V105	4	220	SH	DEFINED	5
			-----	-----			
			4	220			
INTUITIVE SURGICAL INC	COM NEW	46120E602	1594	3217	SH	DEFINED	5
			-----	-----			
			1594	3217			
INTUIT	COM	461202103	2312	39265	SH	DEFINED	5
			-----	-----			
			2312	39265			
INTREPID POTASH INC	COM	46121Y102	10	447	SH	DEFINED	5
			-----	-----			
			10	447			
INVESCO VAN KAMPEN MUNI TRST	COM	46131J103	36	2333	SH	DEFINED	5
			-----	-----			
			36	2333			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
INVESCO VAN KAMPEN OHIO QUAL	COM	46131K100	95	5495	SH	DEFINED	5			
			-----	-----						
			95	5495						
INVESCO VAN KAMPEN TR INV MU	COM	46131M106	109	6680	SH	DEFINED	5			
			-----	-----						
			109	6680						
INVESCO VAN KAMPEN TR INVT G	COM	46131R105	52	2850	SH	DEFINED	5			
			-----	-----						
			52	2850						
INVESCO VAN KAMPEN MUNI OPP	COM	46132C107	67	4227	SH	DEFINED	5			
			-----	-----						
			67	4227						
INVESCO VAN KAMPEN SELECT MU	SH BEN INT	46132G108	30	2200	SH	DEFINED	5			
			-----	-----						

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					30	2200		
INVESCO MUNI INCOME OPP TRST	COM	46132X101	33	4414 SH	33	4414	DEFINED	5
					-----	-----		
			33	4414				
INVESCO MUNI PREM INC TRST	COM	46133E102	38	3890 SH	38	3890	DEFINED	5
					-----	-----		
			38	3890				
INVESCO QUALITY MUN SECS	COM	46133J101	6	368 SH	6	368	DEFINED	5
					-----	-----		
			6	368				
INVESTORS BANCORP INC	COM	46146P102	5	300 SH	5	300	DEFINED	5
					-----	-----		
			5	300				
IRON MTN INC	COM	462846106	37	1098 SH	37	1098	DEFINED	5
					-----	-----		
			37	1098				
ISHARES SILVER TRUST	ISHARES	46428Q109	1444	43130 SH	1444	43130	DEFINED	5
					-----	-----		
			1444	43130				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----			
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	3199	94642	SH	DEFINED	5		
			-----	-----					
			3199	94642					
ISHARES GOLD TRUST	ISHARES	464285105	6522	377645	SH	DEFINED	5		
			-----	-----					
			6522	377645					
ISHARES INC	MSCI AUSTRALIA	464286103	34	1435	SH	DEFINED	5		
			-----	-----					
			34	1435					
ISHARES INC	MSCI AUSTRIA I	464286202	1	87	SH	DEFINED	5		
			-----	-----					
			1	87					
ISHARES INC	MSCI BELG INVE	464286301	1	117	SH	DEFINED	5		
			-----	-----					
			1	117					
ISHARES INC	MSCI BRAZIL	464286400	393	7264	SH	DEFINED	5		
			-----	-----					
			393	7264					

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ISHARES INC	MSCI CDA INDEX	464286509	140	4899	SH	DEFINED	5
			-----	-----			
			140	4899			
ISHARES INC	MSCI EMU INDEX	464286608	121	4035	SH	DEFINED	5
			-----	-----			
			121	4035			
ISHARES INC	MSCI THAILAND	464286624	2	24	SH	DEFINED	5
			-----	-----			
			2	24			
ISHARES INC	MSCI ISRAEL FD	464286632	1	32	SH	DEFINED	5
			-----	-----			
			1	32			
ISHARES INC	MSCI CHILE INV	464286640	4	59	SH	DEFINED	5
			-----	-----			
			4	59			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----			-----	-----	-----	-----	-----	-----	-----	-----
ISHARES INC			MSCI BRIC INDX	464286657	87	2295	SH		DEFINED	5
					-----	-----				
					87	2295				
ISHARES INC			MSCI PAC J IDX	464286665	616	13815	SH		DEFINED	5
					-----	-----				
					616	13815				
ISHARES INC			MSCI SINGAPORE	464286673	82	6149	SH		DEFINED	5
					-----	-----				
					82	6149				
ISHARES INC			MSCI UTD KINGD	464286699	8	455	SH		DEFINED	5
					-----	-----				
					8	455				
ISHARES INC			MSCI FRANCE	464286707	2	100	SH		DEFINED	5
					-----	-----				
					2	100				
ISHARES INC			MSCI TURKEY FD	464286715	42	747	SH		DEFINED	5
					-----	-----				
					42	747				
ISHARES INC			MSCI TAIWAN	464286731	44	3276	SH		DEFINED	5
					-----	-----				
					44	3276				
ISHARES INC			MSCI SWITZERLD	464286749	27	1090	SH		DEFINED	5
					-----	-----				

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				27	1090		
ISHARES INC	MSCI SWEDEN	464286756	32	1131	SH	DEFINED	5
			-----	-----			
			32	1131			
ISHARES INC	MSCI SPAIN	464286764	3	103	SH	DEFINED	5
			-----	-----			
			3	103			
ISHARES INC	MSCI S KOREA	464286772	25	430	SH	DEFINED	5
			-----	-----			
			25	430			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
ISHARES INC	MSCI STH AFRCA	464286780	38	572	SH	DEFINED	5		
			-----	-----					
			38	572					
ISHARES INC	MSCI GERMAN	464286806	44	1931	SH	DEFINED	5		
			-----	-----					
			44	1931					
ISHARES INC	MSCI NETHR INV	464286814	21	1150	SH	DEFINED	5		
			-----	-----					
			21	1150					
ISHARES INC	MSCI MALAYSIA	464286830	60	4137	SH	DEFINED	5		
			-----	-----					
			60	4137					
ISHARES INC	MSCI JAPAN	464286848	11	1170	SH	DEFINED	5		
			-----	-----					
			11	1170					
ISHARES INC	MSCI HONG KONG	464286871	44	2391	SH	DEFINED	5		
			-----	-----					
			44	2391					
ISHARES TR	S&P 100 IDX FD	464287101	8299	124876	SH	DEFINED	5		
			-----	-----					
			8299	124876					
ISHARES TR	LRGE GRW INDX	464287119	71	892	SH	DEFINED	5		
			-----	-----					
			71	892					
ISHARES TR	DJ SEL DIV INX	464287168	30042	520833	SH	DEFINED	5		
			-----	-----					
			30042	520833					

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ISHARES TR	BARCLYS TIPS B	464287176	135369	1111766	SH	DEFINED	5
			-----	-----			
			135369	1111766			
ISHARES TR	FTSE CHINA25 I	464287184	502	14496	SH	DEFINED	5
			-----	-----			
			502	14496			

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NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
			-----	-----	-----	-----	-----	
ISHARES TR	TRANSP AVE IDX	464287192	4	43	SH	DEFINED	5	
			-----	-----				
			4	43				
ISHARES TR	S&P 500 INDEX	464287200	81533	564636	SH	DEFINED	5	
			-----	-----				
			81533	564636				
ISHARES TR	BARCLY USAGG B	464287226	39360	350032	SH	DEFINED	5	
			-----	-----				
			39360	350032				
ISHARES TR	MSCI EMERG MKT	464287234	112653	2726014	SH	DEFINED	5	
			-----	-----				
			112653	2726014				
ISHARES TR	IBOXX INV CPBD	464287242	71551	587588	SH	DEFINED	5	
			-----	-----				
			71551	587588				
ISHARES TR	S&P GBL TELCM	464287275	9231	151836	SH	DEFINED	5	
			-----	-----				
			9231	151836				
ISHARES TR	S&P GBL INF	464287291	9025	130536	SH	DEFINED	5	
			-----	-----				
			9025	130536				
ISHARES TR	S&P500 GRW	464287309	11078	142303	SH	DEFINED	5	
			-----	-----				
			11078	142303				
ISHARES TR	S&P GBL HLTHCR	464287325	9127	142236	SH	DEFINED	5	
			-----	-----				
			9127	142236				
ISHARES TR	S&P GBL ENER	464287341	9203	233999	SH	DEFINED	5	
			-----	-----				
			9203	233999				
ISHARES TR	S&P NA NAT RES	464287374	6035	152740	SH	DEFINED	5	
			-----	-----				

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6035 152740

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
ISHARES TR	S&P LTN AM 40	464287390	137	3211	SH		DEFINED	5	
			-----	-----					
			137	3211					
ISHARES TR	S&P 500 VALUE	464287408	8701	132257	SH		DEFINED	5	
			-----	-----					
			8701	132257					
ISHARES TR	BARCLYS 20+ YR	464287432	5516	44404	SH		DEFINED	5	
			-----	-----					
			5516	44404					
ISHARES TR	BARCLYS 7-10 Y	464287440	1937	17862	SH		DEFINED	5	
			-----	-----					
			1937	17862					
ISHARES TR	BARCLYS 1-3 YR	464287457	23039	272649	SH		DEFINED	5	
			-----	-----					
			23039	272649					
ISHARES TR	MSCI EAFE INDE	464287465	95315	1798396	SH		DEFINED	5	
			-----	-----					
			95315	1798396					
ISHARES TR	RUSSELL MCP VL	464287473	24209	496896	SH		DEFINED	5	
			-----	-----					
			24209	496896					
ISHARES TR	RUSSELL MCP GR	464287481	22682	364956	SH		DEFINED	5	
			-----	-----					
			22682	364956					
ISHARES TR	RUSSELL MIDCAP	464287499	91447	825701	SH		DEFINED	5	
			-----	-----					
			91447	825701					
ISHARES TR	S&P MIDCAP 400	464287507	71838	727989	SH		DEFINED	5	
			-----	-----					
			71838	727989					
ISHARES TR	S&P NA TECH FD	464287549	42	600	SH		DEFINED	5	
			-----	-----					
			42	600					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
ISHARES TR	NASDQ BIO INDX	464287556	680	4766	SH	DEFINED	5		
			680	4766					
ISHARES TR	COHEN&ST RLTY	464287564	114062	1465154	SH	DEFINED	5		
			114062	1465154					
ISHARES TR	S&P GLB100INDX	464287572	31	500	SH	DEFINED	5		
			31	500					
ISHARES TR	CONS SRVC IDX	464287580	35	400	SH	DEFINED	5		
			35	400					
ISHARES TR	RUSSELL1000VAL	464287598	14257	197518	SH	DEFINED	5		
			14257	197518					
ISHARES TR	S&P MC 400 GRW	464287606	11076	98926	SH	DEFINED	5		
			11076	98926					
ISHARES TR	RUSSELL1000GRW	464287614	12635	189430	SH	DEFINED	5		
			12635	189430					
ISHARES TR	RUSSELL 1000	464287622	37829	475957	SH	DEFINED	5		
			37829	475957					
ISHARES TR	RUSL 2000 VALU	464287630	13090	177039	SH	DEFINED	5		
			13090	177039					
ISHARES TR	RUSL 2000 GROW	464287648	10278	107504	SH	DEFINED	5		
			10278	107504					
ISHARES TR	RUSSELL 2000	464287655	104497	1252355	SH	DEFINED	5		
			104497	1252355					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			

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ISHARES TR	RUSL 3000 GROW	464287671	3	58	SH	DEFINED	5
			-----	-----			
			3	58			
ISHARES TR	RUSSELL 3000	464287689	2340	27582	SH	DEFINED	5
			-----	-----			
			2340	27582			
ISHARES TR	S&P MIDCP VALU	464287705	4859	57153	SH	DEFINED	5
			-----	-----			
			4859	57153			
ISHARES TR	DJ US TELECOMM	464287713	77	3000	SH	DEFINED	5
			-----	-----			
			77	3000			
ISHARES TR	DJ US TECH SEC	464287721	36	479	SH	DEFINED	5
			-----	-----			
			36	479			
ISHARES TR	DJ US REAL EST	464287739	299	4639	SH	DEFINED	5
			-----	-----			
			299	4639			
ISHARES TR	DJ US INDUSTRL	464287754	25	350	SH	DEFINED	5
			-----	-----			
			25	350			
ISHARES TR	DJ US HEALTHCR	464287762	16	187	SH	DEFINED	5
			-----	-----			
			16	187			
ISHARES TR	DJ US FINL SVC	464287770	6	114	SH	DEFINED	5
			-----	-----			
			6	114			
ISHARES TR	DJ US ENERGY	464287796	25	600	SH	DEFINED	5
			-----	-----			
			25	600			
ISHARES TR	S&P SMLCAP 600	464287804	35626	462257	SH	DEFINED	5
			-----	-----			
			35626	462257			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----			-----	-----	-----	-----	-----	-----	
ISHARES TR	DJ US BAS MATL	464287838	80	1185	SH		DEFINED	5	
			-----	-----					
			80	1185					

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ISHARES TR	S&P SMLCP VALU	464287879	2758	34914	SH	DEFINED	5
			-----	-----			
			2758	34914			
ISHARES TR	S&P SMLCP GROW	464287887	3341	39961	SH	DEFINED	5
			-----	-----			
			3341	39961			
ISHARES TR	S&P CITINT TBD	464288117	1004	9764	SH	DEFINED	5
			-----	-----			
			1004	9764			
ISHARES TR	S&P SH NTL AMT	464288158	2711	25361	SH	DEFINED	5
			-----	-----			
			2711	25361			
ISHARES TR	AGENCY BD FD	464288166	597	5236	SH	DEFINED	5
			-----	-----			
			597	5236			
ISHARES TR	MSCI ACJPN IDX	464288182	269	4783	SH	DEFINED	5
			-----	-----			
			269	4783			
ISHARES TR	FTSE CHINA ETF	464288190	5	126	SH	DEFINED	5
			-----	-----			
			5	126			
ISHARES TR	MSCI ACWI INDX	464288257	15	325	SH	DEFINED	5
			-----	-----			
			15	325			
ISHARES TR	MSCI SMALL CAP	464288273	7623	196988	SH	DEFINED	5
			-----	-----			
			7623	196988			
ISHARES TR	JPMORGAN USD	464288281	41	335	SH	DEFINED	5
			-----	-----			
			41	335			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P AMTFREE MU	464288323	135	1195	SH	DEFINED	5	
			-----	-----				
			135	1195				
ISHARES TR	S&P NTL AMTFRE	464288414	27331	244030	SH	DEFINED	5	
			-----	-----				
			27331	244030				
ISHARES TR	S&P DEV EX-US	464288422	2	70	SH	DEFINED	5	
			-----	-----				

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			2	70		
ISHARES TR	DJ INTL SEL DI	464288448	3822	120879	SH	DEFINED 5
			-----	-----		
			3822	120879		
ISHARES TR	EPRA/NAR DEV A	464288463	3022	96744	SH	DEFINED 5
			-----	-----		
			3022	96744		
ISHARES TR	EPRA/NAR DEV E	464288471	1225	43103	SH	DEFINED 5
			-----	-----		
			1225	43103		
ISHARES TR	SMLL CORE INDX	464288505	17	187	SH	DEFINED 5
			-----	-----		
			17	187		
ISHARES TR	HIGH YLD CORP	464288513	93360	1011479	SH	DEFINED 5
			-----	-----		
			93360	1011479		
ISHARES TR	MRTG PLS CAP I	464288539	42	2772	SH	DEFINED 5
			-----	-----		
			42	2772		
ISHARES TR	INDL OFF CAP I	464288554	54	1900	SH	DEFINED 5
			-----	-----		
			54	1900		
ISHARES TR	MSCI KLD400 SO	464288570	63	1209	SH	DEFINED 5
			-----	-----		
			63	1209		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	BARCLYS MBS BD	464288588	9073	83121	SH	DEFINED 5		
			-----	-----				
			9073	83121				
ISHARES TR	BARCLYS INTER	464288612	6008	53127	SH	DEFINED 5		
			-----	-----				
			6008	53127				
ISHARES TR	BARCLYS CR BD	464288620	90	788	SH	DEFINED 5		
			-----	-----				
			90	788				
ISHARES TR	BARCLYS INTER	464288638	1881	16879	SH	DEFINED 5		
			-----	-----				
			1881	16879				

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ISHARES TR	BARCLYS 1-3YR	464288646	44585	421564	SH	DEFINED	5
			-----	-----			
			44585	421564			
ISHARES TR	BARCLYS 10-20Y	464288653	16	116	SH	DEFINED	5
			-----	-----			
			16	116			
ISHARES TR	BARCLYS 3-7 YR	464288661	530	4287	SH	DEFINED	5
			-----	-----			
			530	4287			
ISHARES TR	US PFD STK IDX	464288687	153757	3857412	SH	DEFINED	5
			-----	-----			
			153757	3857412			
ISHARES TR	S&P GLB MTRLS	464288695	12115	204273	SH	DEFINED	5
			-----	-----			
			12115	204273			
ISHARES TR	S&P GL UTILITI	464288711	8622	204454	SH	DEFINED	5
			-----	-----			
			8622	204454			
ISHARES TR	S&P GL INDUSTR	464288729	8841	170174	SH	DEFINED	5
			-----	-----			
			8841	170174			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P GL C STAPL	464288737	8895	120331	SH	DEFINED	5
			-----	-----			
			8895	120331			
ISHARES TR	S&P GL CONSUME	464288745	8919	153666	SH	DEFINED	5
			-----	-----			
			8919	153666			
ISHARES TR	DJ HOME CONSTN	464288752	6	300	SH	DEFINED	5
			-----	-----			
			6	300			
ISHARES TR	DJ REGIONAL BK	464288778	17	650	SH	DEFINED	5
			-----	-----			
			17	650			
ISHARES TR	MSCI ESG SEL S	464288802	179	2989	SH	DEFINED	5
			-----	-----			
			179	2989			
ISHARES TR	RSSL MCRCP IDX	464288869	5	100	SH	DEFINED	5
			-----	-----			

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				5	100		
ISHARES TR	MSCI VAL IDX	464288877	48	1060	SH	DEFINED	5
			-----	-----			
			48	1060			
ISHARES TR	MSCI GRW IDX	464288885	8	150	SH	DEFINED	5
			-----	-----			
			8	150			
ISHARES TR	2014 S&P AMTFR	464289362	3102	60135	SH	DEFINED	5
			-----	-----			
			3102	60135			
ISHARES TR	2013 S&P AMTFR	464289388	3119	61518	SH	DEFINED	5
			-----	-----			
			3119	61518			
ISHARES TR	10+ YR CR BD	464289511	11	170	SH	DEFINED	5
			-----	-----			
			11	170			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	S&P INDIA 50	464289529	6	250	SH	DEFINED	5		
			-----	-----					
			6	250					
ISHARES TR	S&P AGGR ALL	464289859	243	6636	SH	DEFINED	5		
			-----	-----					
			243	6636					
ISHARES TR	S&P GRWTH ALL	464289867	78	2325	SH	DEFINED	5		
			-----	-----					
			78	2325					
ISHARES TR	S&P MODERATE	464289875	95	3018	SH	DEFINED	5		
			-----	-----					
			95	3018					
ISHARES TR	S&P CONSR ALL	464289883	180	5894	SH	DEFINED	5		
			-----	-----					
			180	5894					
ISHARES TR	POLND INVT MKT	46429B606	2	80	SH	DEFINED	5		
			-----	-----					
			2	80					
ISHARES TR	BRC 0-5 YR TIP	46429B747	3816	37016	SH	DEFINED	5		
			-----	-----					
			3816	37016					

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ISIS PHARMACEUTICALS INC	COM	464330109	2	175	SH	DEFINED	5
			-----	-----			
			2	175			
ITAU UNIBANCO HLDG SA	SPON ADR REP P	465562106	772	50498	SH	DEFINED	5
			-----	-----			
			772	50498			
ITRON INC	COM	465741106	660	15296	SH	DEFINED	5
			-----	-----			
			660	15296			
IXYS CORP	COM	46600W106	45	4558	SH	DEFINED	5
			-----	-----			
			45	4558			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	54	4373	SH	DEFINED	5	
			-----	-----				
			54	4373				
JPMORGAN CHASE & CO	COM	46625H100	80430	1986906	SH	DEFINED	5	
			-----	-----				
			80430	1986906				
JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	84816	2097063	SH	DEFINED	5	
			-----	-----				
			84816	2097063				
JMP GROUP INC	COM	46629U107	33	6046	SH	DEFINED	5	
			-----	-----				
			33	6046				
JABIL CIRCUIT INC	COM	466313103	96	5132	SH	DEFINED	5	
			-----	-----				
			96	5132				
JACOBS ENGR GROUP INC DEL	COM	469814107	415	10261	SH	DEFINED	5	
			-----	-----				
			415	10261				
JANUS CAP GROUP INC	COM	47102X105	1	82	SH	DEFINED	5	
			-----	-----				
			1	82				
JARDEN CORP	COM	471109108	15	287	SH	DEFINED	5	
			-----	-----				
			15	287				
JEFFERIES GROUP INC NEW	COM	472319102	597	43579	SH	DEFINED	5	
			-----	-----				

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			597	43579		
JIVE SOFTWARE INC	COM	47760A108	89	5647	SH	DEFINED 5
			-----	-----		
			89	5647		
JOHN BEAN TECHNOLOGIES CORP	COM	477839104	28	1703	SH	DEFINED 5
			-----	-----		
			28	1703		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
JOHNSON & JOHNSON	COM	478160104	115352	1673945	SH			DEFINED	5
			-----	-----					
			115352	1673945					
JOHNSON CTLS INC	COM	478366107	4535	165504	SH			DEFINED	5
			-----	-----					
			4535	165504					
JONES LANG LASALLE INC	COM	48020Q107	67	884	SH			DEFINED	5
			-----	-----					
			67	884					
JONES GROUP INC	COM	48020T101	13	1025	SH			DEFINED	5
			-----	-----					
			13	1025					
JOS A BANK CLOTHIERS INC	COM	480838101	24	502	SH			DEFINED	5
			-----	-----					
			24	502					
JOY GLOBAL INC	COM	481165108	14087	251280	SH			DEFINED	5
			-----	-----					
			14087	251280					
JUNIPER NETWORKS INC	COM	48203R104	22	1273	SH			DEFINED	5
			-----	-----					
			22	1273					
KAR AUCTION SVCS INC	COM	48238T109	166	8403	SH			DEFINED	5
			-----	-----					
			166	8403					
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	1	17	SH			DEFINED	5
			-----	-----					
			1	17					
KBR INC	COM	48242W106	75	2517	SH			DEFINED	5
			-----	-----					
			75	2517					

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KLA-TENCOR CORP	COM	482480100	1146	24032	SH	DEFINED	5
			-----	-----			
			1146	24032			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
KMG CHEMICALS INC	COM	482564101	19	1000	SH	DEFINED	5	
			-----	-----				
			19	1000				
KADANT INC	COM	48282T104	3	126	SH	DEFINED	5	
			-----	-----				
			3	126				
KAMAN CORP	COM	483548103	2036	56787	SH	DEFINED	5	
			-----	-----				
			2036	56787				
KANSAS CITY SOUTHERN	COM NEW	485170302	1522	20080	SH	DEFINED	5	
			-----	-----				
			1522	20080				
KAPSTONE PAPER & PACKAGING C	COM	48562P103	10	455	SH	DEFINED	5	
			-----	-----				
			10	455				
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	38	1225	SH	DEFINED	5	
			-----	-----				
			38	1225				
KB HOME	COM	48666K109	7	500	SH	DEFINED	5	
			-----	-----				
			7	500				
KELLOGG CO	COM	487836108	8878	171853	SH	DEFINED	5	
			-----	-----				
			8878	171853				
KELLY SVCS INC	CL A	488152208	16	1290	SH	DEFINED	5	
			-----	-----				
			16	1290				
KEMPER CORP DEL	COM	488401100	216	7041	SH	DEFINED	5	
			-----	-----				
			216	7041				
KENNAMETAL INC	COM	489170100	1541	41565	SH	DEFINED	5	
			-----	-----				
			1541	41565				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
KEY ENERGY SVCS INC	COM	492914106	1	97	SH		DEFINED	5	
			1	97					
KEYCORP NEW	COM	493267108	5262	602039	SH		DEFINED	5	
			5262	602039					
KILROY RLTY CORP	COM	49427F108	29	655	SH		DEFINED	5	
			29	655					
KIMBALL INTL INC	CL B	494274103	8	650	SH		DEFINED	5	
			8	650					
KIMBERLY CLARK CORP	COM	494368103	11370	132553	SH		DEFINED	5	
			11370	132553					
KIMCO RLTY CORP	COM	49446R109	13	632	SH		DEFINED	5	
			13	632					
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	1122	14682	SH		DEFINED	5	
			1122	14682					
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	4204	50963	SH		DEFINED	5	
			4204	50963					
KINDER MORGAN INC DEL	COM	49456B101	116	3279	SH		DEFINED	5	
			116	3279					
KINDER MORGAN INC DEL	*W EXP 05/25/2	49456B119	0	73	SH		DEFINED	5	
				73					
KIRBY CORP	COM	497266106	64	1158	SH		DEFINED	5	
			64	1158					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
KITE RLTY GROUP TR	COM	49803T102	8	1600	SH		DEFINED	5
			8	1600				
KNOLL INC	COM NEW	498904200	528	37819	SH		DEFINED	5
			528	37819				
KNIGHT CAP GROUP INC	CL A COM	499005106	1	200	SH		DEFINED	5
			1	200				
KOHL'S CORP	COM	500255104	2863	55887	SH		DEFINED	5
			2863	55887				
KONAMI CORP	SPONSORED ADR	50046R101	948	41875	SH		DEFINED	5
			948	41875				
KONA GRILL INC	COM	50047H201	6	623	SH		DEFINED	5
			6	623				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	349	14869	SH		DEFINED	5
			349	14869				
KOPPERS HOLDINGS INC	COM	50060P106	140	4000	SH		DEFINED	5
			140	4000				
KRAFT FOODS INC	CL A	50075N104	18841	455636	SH		DEFINED	5
			18841	455636				
KRATON PERFORMANCE POLYMERS	COM	50077C106	413	15828	SH		DEFINED	5
			413	15828				
KROGER CO	COM	501044101	13011	552729	SH		DEFINED	5
			13011	552729				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
KRONOS WORLDWIDE INC	COM	50105F105	15	1000	SH		DEFINED	5

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			15	1000		
KYOCERA CORP	ADR	501556203	16	184	SH	DEFINED 5
			-----	-----		
			16	184		
LCNB CORP	COM	50181P100	548	40860	SH	DEFINED 5
			-----	-----		
			548	40860		
LG DISPLAY CO LTD	SPONS ADR REP	50186V102	18	1432	SH	DEFINED 5
			-----	-----		
			18	1432		
LKQ CORP	COM	501889208	288	15580	SH	DEFINED 5
			-----	-----		
			288	15580		
LSI CORPORATION	COM	502161102	6	832	SH	DEFINED 5
			-----	-----		
			6	832		
LTC PPTYS INC	COM	502175102	2174	68272	SH	DEFINED 5
			-----	-----		
			2174	68272		
LTX-CREDENCE CORP	COM NEW	502403207	3	483	SH	DEFINED 5
			-----	-----		
			3	483		
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1927	26877	SH	DEFINED 5
			-----	-----		
			1927	26877		
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	5989	64771	SH	DEFINED 5
			-----	-----		
			5989	64771		
LAKELAND FINL CORP	COM	511656100	676	24509	SH	DEFINED 5
			-----	-----		
			676	24509		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
LAM RESEARCH CORP	COM	512807108	53	1664	SH	DEFINED 5		
			-----	-----				
			53	1664				
LANCASTER COLONY CORP	COM	513847103	225	3067	SH	DEFINED 5		
			-----	-----				
			225	3067				

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LAS VEGAS SANDS CORP	COM	517834107	18	388	SH	DEFINED	5
			-----	-----			
			18	388			
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	619	23192	SH	DEFINED	5
			-----	-----			
			619	23192			
LAUDER ESTEE COS INC	CL A	518439104	2211	35911	SH	DEFINED	5
			-----	-----			
			2211	35911			
LEAR CORP	COM NEW	521865204	4	100	SH	DEFINED	5
			-----	-----			
			4	100			
LEGGETT & PLATT INC	COM	524660107	169	6754	SH	DEFINED	5
			-----	-----			
			169	6754			
LEGG MASON INC	COM	524901105	55	2209	SH	DEFINED	5
			-----	-----			
			55	2209			
LENDER PROCESSING SVCS INC	COM	52602E102	4	132	SH	DEFINED	5
			-----	-----			
			4	132			
LENNAR CORP	CL A	526057104	607	17462	SH	DEFINED	5
			-----	-----			
			607	17462			
LENNOX INTL INC	COM	526107107	29	600	SH	DEFINED	5
			-----	-----			
			29	600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
-----			-----					-----
LEUCADIA NATL CORP	COM	527288104	5	203	SH	DEFINED	5	
			-----	-----				
			5	203				
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	22	941	SH	DEFINED	5	
			-----	-----				
			22	941				
LEXINGTON REALTY TRUST	COM	529043101	1333	138018	SH	DEFINED	5	
			-----	-----				
			1333	138018				
LEXMARK INTL NEW	CL A	529771107	3	144	SH	DEFINED	5	
			-----	-----				

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			3	144		
LIBBEY INC	COM	529898108	16	1000 SH	DEFINED	5
			-----	-----		
			16	1000		
LIBERTY ALL-STAR GROWTH FD I	COM	529900102	12	2862 SH	DEFINED	5
			-----	-----		
			12	2862		
LIBERTY MEDIA CORPORATION	LIB CAP COM A	530322106	55	527 SH	DEFINED	5
			-----	-----		
			55	527		
LIBERTY GLOBAL INC	COM SER A	530555101	0	8 SH	DEFINED	5
			-----	-----		
				8		
LIBERTY GLOBAL INC	COM SER C	530555309	0	8 SH	DEFINED	5
			-----	-----		
				8		
LIBERTY INTERACTIVE CORP	INT COM SER A	53071M104	9	467 SH	DEFINED	5
			-----	-----		
			9	467		
LIBERTY INTERACTIVE CORP	RIGHT 99/99/99	53071M112	0	9 SH	DEFINED	5
			-----	-----		
				9		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
LIBERTY INTERACTIVE CORP	LBT VENT COM A	53071M880	1	23 SH	DEFINED	5		
			-----	-----				
			1	23				
LIBERTY PPTY TR	SH BEN INT	531172104	29	805 SH	DEFINED	5		
			-----	-----				
			29	805				
LIFE TIME FITNESS INC	COM	53217R207	2	42 SH	DEFINED	5		
			-----	-----				
			2	42				
LIFE TECHNOLOGIES CORP	COM	53217V109	409	8373 SH	DEFINED	5		
			-----	-----				
			409	8373				
LIFEVANTAGE CORP	COM	53222K106	17	5000 SH	DEFINED	5		
			-----	-----				
			17	5000				

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LIGHTBRIDGE CORP	COM	53224K104	9	4374	SH	DEFINED	5
			-----	-----			
			9	4374			
LILLY ELI & CO	COM	532457108	11287	238070	SH	DEFINED	5
			-----	-----			
			11287	238070			
LIMITED BRANDS INC	COM	532716107	845	17144	SH	DEFINED	5
			-----	-----			
			845	17144			
LINCOLN ELEC HLDGS INC	COM	533900106	4089	104709	SH	DEFINED	5
			-----	-----			
			4089	104709			
LINCOLN NATL CORP IND	COM	534187109	987	40812	SH	DEFINED	5
			-----	-----			
			987	40812			
LINDSAY CORP	COM	535555106	1314	18262	SH	DEFINED	5
			-----	-----			
			1314	18262			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
LINEAR TECHNOLOGY CORP	COM	535678106	10	301	SH	DEFINED	5	
			-----	-----				
			10	301				
LINKEDIN CORP	COM CL A	53578A108	595	4939	SH	DEFINED	5	
			-----	-----				
			595	4939				
LINN ENERGY LLC	UNIT LTD LIAB	536020100	253	6129	SH	DEFINED	5	
			-----	-----				
			253	6129				
LIQUIDITY SERVICES INC	COM	53635B107	62	1225	SH	DEFINED	5	
			-----	-----				
			62	1225				
LIVE NATION ENTERTAINMENT IN	COM	538034109	1	60	SH	DEFINED	5	
			-----	-----				
			1	60				
LOCKHEED MARTIN CORP	COM	539830109	7498	80295	SH	DEFINED	5	
			-----	-----				
			7498	80295				
LOEWS CORP	COM	540424108	216	5233	SH	DEFINED	5	
			-----	-----				

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			216	5233		
LORILLARD INC	COM	544147101	4675	40148	SH	DEFINED 5
			-----	-----		
			4675	40148		
LOWES COS INC	COM	548661107	10240	338636	SH	DEFINED 5
			-----	-----		
			10240	338636		
LULULEMON ATHLETICA INC	COM	550021109	1157	15642	SH	DEFINED 5
			-----	-----		
			1157	15642		
LUMINEX CORP DEL	COM	55027E102	67	3422	SH	DEFINED 5
			-----	-----		
			67	3422		

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PAGE	116 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
M & T BK CORP	COM	55261F104	92	963	SH	DEFINED 5	
			-----	-----			
			92	963			
MBIA INC	COM	55262C100	2140	211256	SH	DEFINED 5	
			-----	-----			
			2140	211256			
MDU RES GROUP INC	COM	552690109	1739	78893	SH	DEFINED 5	
			-----	-----			
			1739	78893			
MFA FINANCIAL INC	COM	55272X102	80	9400	SH	DEFINED 5	
			-----	-----			
			80	9400			
MFS CHARTER INCOME TR	SH BEN INT	552727109	33	3250	SH	DEFINED 5	
			-----	-----			
			33	3250			
MFS INTER INCOME TR	SH BEN INT	55273C107	54	8400	SH	DEFINED 5	
			-----	-----			
			54	8400			
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	36	4893	SH	DEFINED 5	
			-----	-----			
			36	4893			
MFS MUN INCOME TR	SH BEN INT	552738106	5	560	SH	DEFINED 5	
			-----	-----			
			5	560			

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MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	900	126463	SH	DEFINED	5
			-----	-----			
			900	126463			
MGM RESORTS INTERNATIONAL	COM	552953101	6	575	SH	DEFINED	5
			-----	-----			
			6	575			
MSC INDL DIRECT INC	CL A	553530106	150	2220	SH	DEFINED	5
			-----	-----			
			150	2220			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
MTS SYS CORP	COM	553777103	37	692	SH	DEFINED	5	
			-----	-----				
			37	692				
MVC CAPITAL INC	COM	553829102	486	37961	SH	DEFINED	5	
			-----	-----				
			486	37961				
MWI VETERINARY SUPPLY INC	COM	55402X105	5	47	SH	DEFINED	5	
			-----	-----				
			5	47				
MACATAWA BK CORP	COM	554225102	16	5197	SH	DEFINED	5	
			-----	-----				
			16	5197				
MACERICH CO	COM	554382101	61	1068	SH	DEFINED	5	
			-----	-----				
			61	1068				
MACK CALI RLTY CORP	COM	554489104	279	10500	SH	DEFINED	5	
			-----	-----				
			279	10500				
MACQUARIE GLBL INFRA TOTL RE	COM	55608D101	2	100	SH	DEFINED	5	
			-----	-----				
			2	100				
MACYS INC	COM	55616P104	3987	105982	SH	DEFINED	5	
			-----	-----				
			3987	105982				
MADDEN STEVEN LTD	COM	556269108	672	15362	SH	DEFINED	5	
			-----	-----				
			672	15362				
MADISON SQUARE GARDEN CO	CL A	55826P100	10	241	SH	DEFINED	5	
			-----	-----				

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					10	241		
MAGELLAN MIDSTREAM PRTNRS LP	COM UNIT RP LP	559080106	372	4255	SH		DEFINED	5
			-----	-----				
			372	4255				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
MAGNA INTL INC	COM	559222401	47	1095	SH		DEFINED	5
			-----	-----				
			47	1095				
MAGNUM HUNTER RES CORP DEL	COM	55973B102	9	2000	SH		DEFINED	5
			-----	-----				
			9	2000				
MAINSOURCE FINANCIAL GP INC	COM	56062Y102	82	6421	SH		DEFINED	5
			-----	-----				
			82	6421				
MANHATTAN ASSOCS INC	COM	562750109	1	12	SH		DEFINED	5
			-----	-----				
			1	12				
MANITOWOC INC	COM	563571108	234	17549	SH		DEFINED	5
			-----	-----				
			234	17549				
MANPOWERGROUP INC	COM	56418H100	7	200	SH		DEFINED	5
			-----	-----				
			7	200				
MANULIFE FINL CORP	COM	56501R106	236	19562	SH		DEFINED	5
			-----	-----				
			236	19562				
MARATHON OIL CORP	COM	565849106	4370	147786	SH		DEFINED	5
			-----	-----				
			4370	147786				
MARATHON PETE CORP	COM	56585A102	6086	111487	SH		DEFINED	5
			-----	-----				
			6086	111487				
MARINE PETE TR	UNIT BEN INT	568423107	2	100	SH		DEFINED	5
			-----	-----				
			2	100				
MARKEL CORP	COM	570535104	155	337	SH		DEFINED	5
			-----	-----				
			155	337				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	137	2552	SH		DEFINED	5	
			137	2552					
MARKET VECTORS ETF TR	MKTVEC MORNSTR	57060U134	22	1000	SH		DEFINED	5	
			22	1000					
MARKET VECTORS ETF TR	MV STEEL INDEX	57060U308	44	1000	SH		DEFINED	5	
			44	1000					
MARKET VECTORS ETF TR	MTG REIT ETF	57060U324	6	200	SH		DEFINED	5	
			6	200					
MARKET VECTORS ETF TR	MINOR METALS	57060U472	4	300	SH		DEFINED	5	
			4	300					
MARKET VECTORS ETF TR	EM LC CURR DBT	57060U522	8	306	SH		DEFINED	5	
			8	306					
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	28	547	SH		DEFINED	5	
			28	547					
MARKET VECTORS ETF TR	INDONESIA ETF	57060U753	3	90	SH		DEFINED	5	
			3	90					
MARKET VECTORS ETF TR	HG YLD MUN ETF	57060U878	454	13775	SH		DEFINED	5	
			454	13775					
MARKET VECTORS ETF TR	MKTVEC LMUNETF	57060U886	9	445	SH		DEFINED	5	
			9	445					
MARKET VECTORS ETF TR	INTL HI YLD BD	57061R205	10	400	SH		DEFINED	5	
			10	400					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MARKET VECTORS ETF TR	PFD SEC EXFINL	57061R791	6	300	SH		DEFINED	5	
			6	300					
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	33	600	SH		DEFINED	5	
			33	600					
MARRIOTT VACATIONS WRLDWDE C	COM	57164Y107	503	13961	SH		DEFINED	5	
			503	13961					
MARSH & MCLENNAN COS INC	COM	571748102	904	26651	SH		DEFINED	5	
			904	26651					
MARRIOTT INTL INC NEW	CL A	571903202	1330	34024	SH		DEFINED	5	
			1330	34024					
MARTEN TRANS LTD	COM	573075108	397	22588	SH		DEFINED	5	
			397	22588					
MARTHA STEWART LIVING OMNIME	CL A	573083102	1	466	SH		DEFINED	5	
			1	466					
MARTIN MARIETTA MATLS INC	COM	573284106	1190	14354	SH		DEFINED	5	
			1190	14354					
MASCO CORP	COM	574599106	16	1038	SH		DEFINED	5	
			16	1038					
MASTERCARD INC	CL A	57636Q104	22001	48730	SH		DEFINED	5	
			22001	48730					
MATERIAL SCIENCES CORP	COM	576674105	0	47	SH		DEFINED	5	
				47					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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MATERION CORP	COM	576690101	5	200	SH	DEFINED	5
			-----	-----			
			5	200			
MATSON INC	COM	57686G105	1273	60876	SH	DEFINED	5
			-----	-----			
			1273	60876			
MATTEL INC	COM	577081102	2855	80500	SH	DEFINED	5
			-----	-----			
			2855	80500			
MATTERSIGHT CORP	COM	577097108	6	1000	SH	DEFINED	5
			-----	-----			
			6	1000			
MATTRESS FIRM HLDG CORP	COM	57722W106	70	2500	SH	DEFINED	5
			-----	-----			
			70	2500			
MAXIM INTEGRATED PRODS INC	COM	57772K101	1919	72072	SH	DEFINED	5
			-----	-----			
			1919	72072			
MAXWELL TECHNOLOGIES INC	COM	577767106	51	6255	SH	DEFINED	5
			-----	-----			
			51	6255			
MAXIMUS INC	COM	577933104	265	4445	SH	DEFINED	5
			-----	-----			
			265	4445			
MBT FINL CORP	COM	578877102	1	500	SH	DEFINED	5
			-----	-----			
			1	500			
MCCORMICK & CO INC	COM NON VTG	579780206	2170	34977	SH	DEFINED	5
			-----	-----			
			2170	34977			
MCDERMOTT INTL INC	COM	580037109	10	848	SH	DEFINED	5
			-----	-----			
			10	848			

		FORM 13F							
PAGE 122 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
MCDONALDS CORP	COM	580135101	88872	968627	SH	DEFINED	5		
			-----	-----					
			88872	968627					
MCGRAW HILL COS INC	COM	580645109	3255	59633	SH	DEFINED	5		
			-----	-----					

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				3255	59633		
MCKESSON CORP	COM	58155Q103	13514	157089	SH	DEFINED	5
			-----	-----			
			13514	157089			
MCMORAN EXPLORATION CO	COM	582411104	1	95	SH	DEFINED	5
			-----	-----			
			1	95			
MEAD JOHNSON NUTRITION CO	COM	582839106	2423	33066	SH	DEFINED	5
			-----	-----			
			2423	33066			
MEADOWBROOK INS GROUP INC	COM	58319P108	377	49019	SH	DEFINED	5
			-----	-----			
			377	49019			
MEADWESTVACO CORP	COM	583334107	16	512	SH	DEFINED	5
			-----	-----			
			16	512			
MEDASSETS INC	COM	584045108	358	20099	SH	DEFINED	5
			-----	-----			
			358	20099			
MEDICAL ACTION INDS INC	COM	58449L100	46	13059	SH	DEFINED	5
			-----	-----			
			46	13059			
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	30	700	SH	DEFINED	5
			-----	-----			
			30	700			
MEDIDATA SOLUTIONS INC	COM	58471A105	12	300	SH	DEFINED	5
			-----	-----			
			12	300			

				FORM 13F					
PAGE	123 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O
-----			-----	-----	-----	-----	-----	-----	-----
MEDIVATION INC	COM	58501N101	671	11914	SH	DEFINED	5		
			-----	-----					
			671	11914					
MEDNAX INC	COM	58502B106	877	11785	SH	DEFINED	5		
			-----	-----					
			877	11785					
MEDTRONIC INC	NOTE	1.625% 4	585055AM8	26282	262000	SH	DEFINED	5	
			-----	-----					
			26282	262000					

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MEDTRONIC INC	COM	585055106	24148	560028	SH	DEFINED	5
			-----	-----			
			24148	560028			
MENS WEARHOUSE INC	COM	587118100	4	130	SH	DEFINED	5
			-----	-----			
			4	130			
MERCADOLIBRE INC	COM	58733R102	1	10	SH	DEFINED	5
			-----	-----			
			1	10			
MERCANTILE BANK CORP	COM	587376104	78	4555	SH	DEFINED	5
			-----	-----			
			78	4555			
MERCK & CO INC NEW	COM	58933Y105	51366	1139057	SH	DEFINED	5
			-----	-----			
			51366	1139057			
MERCURY COMPUTER SYS	COM	589378108	3	280	SH	DEFINED	5
			-----	-----			
			3	280			
MERCURY GENL CORP NEW	COM	589400100	27	692	SH	DEFINED	5
			-----	-----			
			27	692			
MERIDIAN BIOSCIENCE INC	COM	589584101	2240	116787	SH	DEFINED	5
			-----	-----			
			2240	116787			

				FORM 13F					
PAGE	124 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
MERIT MED SYS INC	COM	589889104	913	61152	SH	DEFINED	5		
			-----	-----					
			913	61152					
MERITAGE HOMES CORP	COM	59001A102	184	4850	SH	DEFINED	5		
			-----	-----					
			184	4850					
METLIFE INC	COM	59156R108	1438	41735	SH	DEFINED	5		
			-----	-----					
			1438	41735					
METROPCS COMMUNICATIONS INC	COM	591708102	20	1691	SH	DEFINED	5		
			-----	-----					
			20	1691					
METTLER TOLEDO INTERNATIONAL	COM	592688105	1972	11551	SH	DEFINED	5		
			-----	-----					

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			1972	11551		
MFS INVT GRADE MUN TR	SH BEN INT	59318B108	61	5393	SH	DEFINED 5
			-----	-----		
			61	5393		
MFS HIGH INCOME MUN TR	SH BEN INT	59318D104	8	1250	SH	DEFINED 5
			-----	-----		
			8	1250		
MFS HIGH YIELD MUN TR	SH BEN INT	59318E102	11	2000	SH	DEFINED 5
			-----	-----		
			11	2000		
MICREL INC	COM	594793101	2061	197773	SH	DEFINED 5
			-----	-----		
			2061	197773		
MICROSOFT CORP	COM	594918104	86178	2895773	SH	DEFINED 5
			-----	-----		
			86178	2895773		
MICROCHIP TECHNOLOGY INC	COM	595017104	16444	502263	SH	DEFINED 5
			-----	-----		
			16444	502263		

		FORM 13F							
PAGE 125 OF 201		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
MICRON TECHNOLOGY INC	COM	595112103	23	3801	SH		DEFINED 5		
			-----	-----					
			23	3801					
MILLENNIAL MEDIA INC	COM	60040N105	97	6742	SH		DEFINED 5		
			-----	-----					
			97	6742					
MILLER HERMAN INC	COM	600544100	95	4876	SH		DEFINED 5		
			-----	-----					
			95	4876					
MINE SAFETY APPLIANCES CO	COM	602720104	180	4825	SH		DEFINED 5		
			-----	-----					
			180	4825					
MIPS TECHNOLOGIES INC	COM	604567107	6	800	SH		DEFINED 5		
			-----	-----					
			6	800					
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	17	3638	SH		DEFINED 5		
			-----	-----					
			17	3638					

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MOBILE MINI INC	COM	60740F105	122	7276	SH	DEFINED	5
			-----	-----			
			122	7276			
MODUSLINK GLOBAL SOLUTIONS I	COM	60786L107	0	40	SH	DEFINED	5
			-----	-----			
				40			
MOLEX INC	COM	608554101	24	906	SH	DEFINED	5
			-----	-----			
			24	906			
MOLSON COORS BREWING CO	CL B	60871R209	248	5502	SH	DEFINED	5
			-----	-----			
			248	5502			
MOLYCORP INC DEL	PFD CONV SER A	608753208	126	2800	SH	DEFINED	5
			-----	-----			
			126	2800			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
MONMOUTH REAL ESTATE INVT CO	CL A	609720107	855	76380	SH	DEFINED	5		
			-----	-----					
			855	76380					
MONSANTO CO NEW	COM	61166W101	7486	82241	SH	DEFINED	5		
			-----	-----					
			7486	82241					
MONSTER BEVERAGE CORP	COM	611740101	72	1338	SH	DEFINED	5		
			-----	-----					
			72	1338					
MONSTER WORLDWIDE INC	COM	611742107	3	361	SH	DEFINED	5		
			-----	-----					
			3	361					
MOODYS CORP	COM	615369105	7507	169954	SH	DEFINED	5		
			-----	-----					
			7507	169954					
MORGAN STANLEY	COM NEW	617446448	2389	142686	SH	DEFINED	5		
			-----	-----					
			2389	142686					
MORGAN STANLEY INDIA INVS FD	COM	61745C105	3	200	SH	DEFINED	5		
			-----	-----					
			3	200					
MOSAIC CO NEW	COM	61945C103	501	8702	SH	DEFINED	5		
			-----	-----					

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			501	8702		
MOTORCAR PTS AMER INC	COM	620071100	54	11180	SH	DEFINED 5
			-----	-----		
			54	11180		
MOTOROLA SOLUTIONS INC	COM NEW	620076307	263	5211	SH	DEFINED 5
			-----	-----		
			263	5211		
MUELLER WTR PRODS INC	COM SER A	624758108	2	400	SH	DEFINED 5
			-----	-----		
			2	400		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
MULTI COLOR CORP	COM	625383104	35	1490	SH		DEFINED 5	
			-----	-----				
			35	1490				
MURPHY OIL CORP	COM	626717102	796	14819	SH		DEFINED 5	
			-----	-----				
			796	14819				
MYLAN INC	COM	628530107	19964	819117	SH		DEFINED 5	
			-----	-----				
			19964	819117				
MYRIAD GENETICS INC	COM	62855J104	688	25540	SH		DEFINED 5	
			-----	-----				
			688	25540				
NCR CORP NEW	COM	62886E108	10	412	SH		DEFINED 5	
			-----	-----				
			10	412				
NGP CAP RES CO	COM	62912R107	63	8406	SH		DEFINED 5	
			-----	-----				
			63	8406				
NII HLDGS INC	CL B NEW	62913F201	7	905	SH		DEFINED 5	
			-----	-----				
			7	905				
NRG ENERGY INC	COM NEW	629377508	40	1867	SH		DEFINED 5	
			-----	-----				
			40	1867				
NTT DOCOMO INC	SPONS ADR	62942M201	5	314	SH		DEFINED 5	
			-----	-----				
			5	314				

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NVR INC	COM	62944T105	3	3	SH	DEFINED	5
			-----	-----			
			3	3			
NYSE EURONEXT	COM	629491101	368	14924	SH	DEFINED	5
			-----	-----			
			368	14924			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
NACCO INDS INC	CL A	629579103	63	500	SH	DEFINED	5	
			-----	-----				
			63	500				
NASDAQ OMX GROUP INC	COM	631103108	1311	56296	SH	DEFINED	5	
			-----	-----				
			1311	56296				
NASH FINCH CO	COM	631158102	271	13288	SH	DEFINED	5	
			-----	-----				
			271	13288				
NATIONAL FUEL GAS CO N J	COM	636180101	122	2255	SH	DEFINED	5	
			-----	-----				
			122	2255				
NATIONAL GRID PLC	SPON ADR NEW	636274300	1557	28120	SH	DEFINED	5	
			-----	-----				
			1557	28120				
NATIONAL HEALTH INVS INC	COM	63633D104	1897	36878	SH	DEFINED	5	
			-----	-----				
			1897	36878				
NATIONAL INSTRS CORP	COM	636518102	236	9380	SH	DEFINED	5	
			-----	-----				
			236	9380				
NATIONAL OILWELL VARCO INC	COM	637071101	35907	448221	SH	DEFINED	5	
			-----	-----				
			35907	448221				
NATIONAL RETAIL PPTYS INC	COM	637417106	1123	36832	SH	DEFINED	5	
			-----	-----				
			1123	36832				
NAVIGATORS GROUP INC	COM	638904102	803	16311	SH	DEFINED	5	
			-----	-----				
			803	16311				
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	52	2504	SH	DEFINED	5	
			-----	-----				

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
NAVISTAR INTL CORP NEW	COM	63934E108	46	2200	SH		DEFINED	5	
			46	2200					
NAVIGANT CONSULTING INC	COM	63935N107	429	38804	SH		DEFINED	5	
			429	38804					
NEOGEN CORP	COM	640491106	888	20806	SH		DEFINED	5	
			888	20806					
NETAPP INC	COM	64110D104	103	3126	SH		DEFINED	5	
			103	3126					
NETFLIX INC	COM	64110L106	2	36	SH		DEFINED	5	
			2	36					
NETSUITE INC	COM	64118Q107	243	3804	SH		DEFINED	5	
			243	3804					
NEUBERGER BERMAN INTER MUNI	COM	64124P101	1	67	SH		DEFINED	5	
			1	67					
NEUSTAR INC	CL A	64126X201	29	726	SH		DEFINED	5	
			29	726					
NEUTRAL TANDEM INC	COM	64128B108	369	39296	SH		DEFINED	5	
			369	39296					
NEW AMER HIGH INCOME FD INC	COM NEW	641876800	5	466	SH		DEFINED	5	
			5	466					
NEW GOLD INC CDA	COM	644535106	6	495	SH		DEFINED	5	
			6	495					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
NEW YORK CMNTY BANCORP INC	COM	649445103	52	3675	SH		DEFINED	5	
			52	3675					
NEWELL RUBBERMAID INC	COM	651229106	593	31066	SH		DEFINED	5	
			593	31066					
NEWFIELD EXPL CO	COM	651290108	730	23308	SH		DEFINED	5	
			730	23308					
NEWMARKET CORP	COM	651587107	3874	15718	SH		DEFINED	5	
			3874	15718					
NEWMONT MINING CORP	COM	651639106	122	2186	SH		DEFINED	5	
			122	2186					
NEWPARK RES INC	COM PAR \$.01NE	651718504	0	20	SH		DEFINED	5	
				20					
NEWS CORP	CL A	65248E104	226	9227	SH		DEFINED	5	
			226	9227					
NEWS CORP	CL B	65248E203	70	2820	SH		DEFINED	5	
			70	2820					
NEXEN INC	COM	65334H102	2	85	SH		DEFINED	5	
			2	85					
NFJ DIVID INT & PREM STRTGY	COM SHS	65337H109	45	2659	SH		DEFINED	5	
			45	2659					
NEXTERA ENERGY INC	COM	65339F101	49134	698623	SH		DEFINED	5	
			49134	698623					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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NICE SYS LTD	SPONSORED ADR	653656108	1	40	SH	DEFINED	5
			-----	-----			
			1	40			
NIDEC CORP	SPONSORED ADR	654090109	19	1058	SH	DEFINED	5
			-----	-----			
			19	1058			
NIKE INC	CL B	654106103	26725	281577	SH	DEFINED	5
			-----	-----			
			26725	281577			
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	135	5676	SH	DEFINED	5
			-----	-----			
			135	5676			
NISOURCE INC	COM	65473P105	1246	48904	SH	DEFINED	5
			-----	-----			
			1246	48904			
NOKIA CORP	SPONSORED ADR	654902204	103	39887	SH	DEFINED	5
			-----	-----			
			103	39887			
NOBLE ENERGY INC	COM	655044105	121	1310	SH	DEFINED	5
			-----	-----			
			121	1310			
NORDSTROM INC	COM	655664100	1973	35762	SH	DEFINED	5
			-----	-----			
			1973	35762			
NORFOLK SOUTHERN CORP	COM	655844108	28355	445626	SH	DEFINED	5
			-----	-----			
			28355	445626			
NORTH AMERN ENERGY PARTNERS	COM	656844107	163	56491	SH	DEFINED	5
			-----	-----			
			163	56491			
NORTHEAST UTILS	COM	664397106	4010	104879	SH	DEFINED	5
			-----	-----			
			4010	104879			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----		-----	-----	-----	-----	-----	-----	-----
NORTHERN TR CORP	COM	665859104	4233	91207	SH		DEFINED	5
			-----	-----				
			4233	91207				

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NORTHRIM BANCORP INC	COM	666762109	38	1888	SH	DEFINED	5
			-----	-----			
			38	1888			
NORTHROP GRUMMAN CORP	COM	666807102	2578	38805	SH	DEFINED	5
			-----	-----			
			2578	38805			
NOVARTIS A G	SPONSORED ADR	66987V109	31620	516152	SH	DEFINED	5
			-----	-----			
			31620	516152			
NOVO-NORDISK A S	ADR	670100205	5059	32059	SH	DEFINED	5
			-----	-----			
			5059	32059			
NU SKIN ENTERPRISES INC	CL A	67018T105	2425	62449	SH	DEFINED	5
			-----	-----			
			2425	62449			
NUANCE COMMUNICATIONS INC	COM	67020Y100	136	5470	SH	DEFINED	5
			-----	-----			
			136	5470			
NUCOR CORP	COM	670346105	2601	67988	SH	DEFINED	5
			-----	-----			
			2601	67988			
NUSTAR ENERGY LP	UNIT COM	67058H102	178	3499	SH	DEFINED	5
			-----	-----			
			178	3499			
NUVEEN PREM INCOME MUN OPPTY	COM	6706D8104	12	751	SH	DEFINED	5
			-----	-----			
			12	751			
NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	52	4114	SH	DEFINED	5
			-----	-----			
			52	4114			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NUVEEN EQUITY PREM INCOME FD	COM	6706ER101	27	2112	SH	DEFINED	5		
			-----	-----					
			27	2112					
NUVEEN EQUITY PREM ADV FD	COM	6706ET107	26	2059	SH	DEFINED	5		
			-----	-----					
			26	2059					
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	37	2500	SH	DEFINED	5		
			-----	-----					

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					37	2500			
NUVEEN INVT QUALITY MUN FD I	COM	67062E103			37	2199	SH	DEFINED	5
					-----	-----			
					37	2199			
NUVEEN MUN ADVANTAGE FD INC	COM	67062H106			113	7228	SH	DEFINED	5
					-----	-----			
					113	7228			
NUVEEN QUALITY MUN FD INC	COM	67062N103			50	3277	SH	DEFINED	5
					-----	-----			
					50	3277			
NUVEEN PERFORMANCE PLUS MUN	COM	67062P108			12	700	SH	DEFINED	5
					-----	-----			
					12	700			
NUVEEN PREM INCOME MUN FD	COM	67062T100			215	13677	SH	DEFINED	5
					-----	-----			
					215	13677			
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103			26	1722	SH	DEFINED	5
					-----	-----			
					26	1722			
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106			86	5800	SH	DEFINED	5
					-----	-----			
					86	5800			
NUVEEN PREM INCOME MUN FD 2	COM	67063W102			1256	80289	SH	DEFINED	5
					-----	-----			
					1256	80289			

						FORM 13F			
PAGE	134 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
NUVEEN NY AMT-FREE MUN INCOM	COM	670656107	46	3000	SH	DEFINED	5		
			-----	-----					
			46	3000					
NUVEEN AMT-FREE MUN INCOME F	COM	670657105	142	8974	SH	DEFINED	5		
			-----	-----					
			142	8974					
NVIDIA CORP	COM	67066G104	30	2250	SH	DEFINED	5		
			-----	-----					
			30	2250					
NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	13	800	SH	DEFINED	5		
			-----	-----					
			13	800					

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NUVEEN MUN HIGH INCOME OPP F	COM	670682103	4	300	SH	DEFINED	5
			-----	-----			
			4	300			
NUVEEN MUN HIGH INC OPPTY FD	COM	670683101	39	2944	SH	DEFINED	5
			-----	-----			
			39	2944			
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	131	8044	SH	DEFINED	5
			-----	-----			
			131	8044			
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	40	2500	SH	DEFINED	5
			-----	-----			
			40	2500			
NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	133	8334	SH	DEFINED	5
			-----	-----			
			133	8334			
NUVEEN MI DIV ADV MUNI FD	COM SH BEN INT	67070W103	20	1360	SH	DEFINED	5
			-----	-----			
			20	1360			
NUVEEN DIV ADV MUNI FD 3	COM SH BEN INT	67070X101	12	733	SH	DEFINED	5
			-----	-----			
			12	733			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NUVEEN QUALITY PFD INCOME FD	COM	67071S101	39	4369	SH		DEFINED	5	
			-----	-----					
			39	4369					
NUVEEN QUALITY PFD INCOME FD	COM	67072C105	15	1600	SH		DEFINED	5	
			-----	-----					
			15	1600					
NXSTAGE MEDICAL INC	COM	67072V103	5	400	SH		DEFINED	5	
			-----	-----					
			5	400					
NUVEEN PFD INCOME OPPRTNY FD	COM	67073B106	63	6365	SH		DEFINED	5	
			-----	-----					
			63	6365					
NUVEEN CR STRATEGIES INCM FD	COM SHS	67073D102	24	2500	SH		DEFINED	5	
			-----	-----					
			24	2500					
NUVEEN TAX ADVANTAGED DIV GR	COM	67073G105	15	1000	SH		DEFINED	5	
			-----	-----					

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			15	1000		
NV ENERGY INC	COM	67073Y106	4	225	SH	DEFINED 5
			-----	-----		
			4	225		
NUVEEN ENERGY MLP TOTL RTRNF	COM	67074U103	14	742	SH	DEFINED 5
			-----	-----		
			14	742		
OGE ENERGY CORP	COM	670837103	226	4081	SH	DEFINED 5
			-----	-----		
			226	4081		
OI S.A.	SPONSORED ADR	670851104	0	81	SH	DEFINED 5
			-----	-----		
				81		
OI S.A.	SPN ADR REP PF	670851203	3	669	SH	DEFINED 5
			-----	-----		
			3	669		

			FORM 13F						
PAGE 136 OF 201			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NUVEEN MUN VALUE FD INC	COM	670928100	258	24765	SH		DEFINED	5	
			-----	-----					
			258	24765					
NUVEEN SELECT QUALITY MUN FD	COM	670973106	16	1000	SH		DEFINED	5	
			-----	-----					
			16	1000					
NUVEEN QUALITY INCOME MUN FD	COM	670977107	55	3427	SH		DEFINED	5	
			-----	-----					
			55	3427					
NUVEEN MICH QUALITY INCOME M	COM	670979103	220	13732	SH		DEFINED	5	
			-----	-----					
			220	13732					
NUVEEN OHIO QUALITY INCOME M	COM	670980101	809	42762	SH		DEFINED	5	
			-----	-----					
			809	42762					
NUVEEN MUN OPPORTUNITY FD IN	COM	670984103	390	24993	SH		DEFINED	5	
			-----	-----					
			390	24993					
NUVEEN PREMIER OPPURTUNITY F	COM	670987106	40	2500	SH		DEFINED	5	
			-----	-----					
			40	2500					

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NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	45	2646	SH	DEFINED	5
			-----	-----			
			45	2646			
NUVEEN N Y PREM INCOME MUN F	COM	67101R107	28	1701	SH	DEFINED	5
			-----	-----			
			28	1701			
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	270	3232	SH	DEFINED	5
			-----	-----			
			270	3232			
OSI SYSTEMS INC	COM	671044105	53	679	SH	DEFINED	5
			-----	-----			
			53	679			

		FORM 13F						
PAGE 137 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
OAKTREE CAP GROUP LLC	UNIT 99/99/999	674001201	33	800	SH	DEFINED	5	
			-----	-----				
			33	800				
OCCIDENTAL PETE CORP DEL	COM	674599105	19435	225828	SH	DEFINED	5	
			-----	-----				
			19435	225828				
OCEANEERING INTL INC	COM	675232102	569	10306	SH	DEFINED	5	
			-----	-----				
			569	10306				
OFFICEMAX INC DEL	COM	67622P101	704	90108	SH	DEFINED	5	
			-----	-----				
			704	90108				
OIL STS INTL INC	COM	678026105	1198	15071	SH	DEFINED	5	
			-----	-----				
			1198	15071				
OLD DOMINION FGHT LINES INC	COM	679580100	3431	113825	SH	DEFINED	5	
			-----	-----				
			3431	113825				
OLD NATL BANCORP IND	COM	680033107	968	71159	SH	DEFINED	5	
			-----	-----				
			968	71159				
OLD REP INTL CORP	COM	680223104	8	833	SH	DEFINED	5	
			-----	-----				
			8	833				
OLIN CORP	COM PAR \$1	680665205	2556	117617	SH	DEFINED	5	
			-----	-----				

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2556 117617

OLYMPIC STEEL INC	COM	68162K106	21	1250	SH	DEFINED	5
			-----	-----			
			21	1250			
OMNICOM GROUP INC	COM	681919106	7811	151486	SH	DEFINED	5
			-----	-----			
			7811	151486			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
OMEGA HEALTHCARE INVS INC	COM	681936100	2191	96402	SH	DEFINED	5	
			-----	-----				
			2191	96402				
OMEGA PROTEIN CORP	COM	68210P107	48	7056	SH	DEFINED	5	
			-----	-----				
			48	7056				
OMNIVISION TECHNOLOGIES INC	COM	682128103	435	31152	SH	DEFINED	5	
			-----	-----				
			435	31152				
OMNICELL INC	COM	68213N109	65	4690	SH	DEFINED	5	
			-----	-----				
			65	4690				
ON SEMICONDUCTOR CORP	COM	682189105	17	2775	SH	DEFINED	5	
			-----	-----				
			17	2775				
ONCOLYTICS BIOTECH INC	COM	682310107	3	1500	SH	DEFINED	5	
			-----	-----				
			3	1500				
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	804	13518	SH	DEFINED	5	
			-----	-----				
			804	13518				
ONEOK INC NEW	COM	682680103	5162	106847	SH	DEFINED	5	
			-----	-----				
			5162	106847				
ONYX PHARMACEUTICALS INC	COM	683399109	450	5331	SH	DEFINED	5	
			-----	-----				
			450	5331				
OPEN TEXT CORP	COM	683715106	1	15	SH	DEFINED	5	
			-----	-----				
			1	15				

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ORACLE CORP	COM	68389X105	44147	1403271	SH	DEFINED	5
			-----	-----			
			44147	1403271			

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PAGE 139 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ORCHARD SUPPLY HARDWARE STOR	CL A	685691404	0	4	SH	DEFINED	5	
			-----	-----				
				4				
OREXIGEN THERAPEUTICS INC	COM	686164104	1	211	SH	DEFINED	5	
			-----	-----				
			1	211				
ORION MARINE GROUP INC	COM	68628V308	70	9354	SH	DEFINED	5	
			-----	-----				
			70	9354				
ORIX CORP	SPONSORED ADR	686330101	184	3672	SH	DEFINED	5	
			-----	-----				
			184	3672				
OSHKOSH CORP	COM	688239201	63	2309	SH	DEFINED	5	
			-----	-----				
			63	2309				
OTTER TAIL CORP	COM	689648103	33	1400	SH	DEFINED	5	
			-----	-----				
			33	1400				
OVERHILL FARMS INC	COM	690212105	73	15842	SH	DEFINED	5	
			-----	-----				
			73	15842				
OWENS & MINOR INC NEW	COM	690732102	6	200	SH	DEFINED	5	
			-----	-----				
			6	200				
OWENS CORNING NEW	COM	690742101	41	1227	SH	DEFINED	5	
			-----	-----				
			41	1227				
OWENS ILL INC	COM NEW	690768403	69	3693	SH	DEFINED	5	
			-----	-----				
			69	3693				
PAA NAT GAS STORAGE L P	COM UNIT LTD	693139107	14	685	SH	DEFINED	5	
			-----	-----				
			14	685				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
PG&E CORP	COM	69331C108	835	19563	SH		DEFINED	5	
			835	19563					
PHH CORP	COM NEW	693320202	1	50	SH		DEFINED	5	
			1	50					
PNC FINL SVCS GROUP INC	COM	693475105	31924	505933	SH		DEFINED	5	
			31924	505933					
PPG INDS INC	COM	693506107	5229	45532	SH		DEFINED	5	
			5229	45532					
PPL CORP	COM	69351T106	773	26625	SH		DEFINED	5	
			773	26625					
PVF CAPITAL CORP	COM	693654105	8	3700	SH		DEFINED	5	
			8	3700					
PVH CORP	COM	693656100	2489	26561	SH		DEFINED	5	
			2489	26561					
PVR PARTNERS L P	COM UNIT REPTG	693665101	71	2800	SH		DEFINED	5	
			71	2800					
PACCAR INC	COM	693718108	83	2066	SH		DEFINED	5	
			83	2066					
PACHOLDER HIGH YIELD FD INC	COM	693742108	35	3550	SH		DEFINED	5	
			35	3550					
PACKAGING CORP AMER	COM	695156109	11513	317149	SH		DEFINED	5	
			11513	317149					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PACWEST BANCORP DEL	COM	695263103	131	5620	SH		DEFINED	5
			131	5620				
PAIN THERAPEUTICS INC	COM	69562K100	8	1500	SH		DEFINED	5
			8	1500				
PALL CORP	COM	696429307	1345	21190	SH		DEFINED	5
			1345	21190				
PALO ALTO NETWORKS INC	COM	697435105	211	3427	SH		DEFINED	5
			211	3427				
PANERA BREAD CO	CL A	69840W108	369	2160	SH		DEFINED	5
			369	2160				
PAPA JOHNS INTL INC	COM	698813102	16	300	SH		DEFINED	5
			16	300				
PAREXEL INTL CORP	COM	699462107	478	15531	SH		DEFINED	5
			478	15531				
PARK NATL CORP	COM	700658107	310	4427	SH		DEFINED	5
			310	4427				
PARKER HANNIFIN CORP	COM	701094104	1772	21198	SH		DEFINED	5
			1772	21198				
PATTERSON COMPANIES INC	COM	703395103	3	100	SH		DEFINED	5
			3	100				
PAYCHEX INC	COM	704326107	9599	288340	SH		DEFINED	5
			9599	288340				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PEABODY ENERGY CORP	COM	704549104	764	34278	SH		DEFINED	5

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			764	34278		
PEARSON PLC	SPONSORED ADR	705015105	6	300	SH	DEFINED 5
			-----	-----		
			6	300		
PEGASYSTEMS INC	COM	705573103	94	3243	SH	DEFINED 5
			-----	-----		
			94	3243		
PENGROWTH ENERGY CORP	COM	70706P104	45	6725	SH	DEFINED 5
			-----	-----		
			45	6725		
PENN NATL GAMING INC	COM	707569109	42	983	SH	DEFINED 5
			-----	-----		
			42	983		
PENN WEST PETE LTD NEW	COM	707887105	71	4994	SH	DEFINED 5
			-----	-----		
			71	4994		
PENNEY J C INC	COM	708160106	194	7982	SH	DEFINED 5
			-----	-----		
			194	7982		
PENTAIR INC	COM	709631105	85	1905	SH	DEFINED 5
			-----	-----		
			85	1905		
PEOPLES BANCORP INC	COM	709789101	687	30000	SH	DEFINED 5
			-----	-----		
			687	30000		
PEOPLES UNITED FINANCIAL INC	COM	712704105	11	892	SH	DEFINED 5
			-----	-----		
			11	892		
PEPCO HOLDINGS INC	COM	713291102	543	28726	SH	DEFINED 5
			-----	-----		
			543	28726		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN	O MA	

PEPSICO INC	COM	713448108	71833	1015012	SH		DEFINED 5		
			-----	-----					
			71833	1015012					
PERFICIENT INC	COM	71375U101	61	5084	SH		DEFINED 5		
			-----	-----					
			61	5084					

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PERICOM SEMICONDUCTOR CORP	COM	713831105	48	5555	SH	DEFINED	5
			-----	-----			
			48	5555			
PERKINELMER INC	COM	714046109	85	2874	SH	DEFINED	5
			-----	-----			
			85	2874			
PERRIGO CO	COM	714290103	2005	17257	SH	DEFINED	5
			-----	-----			
			2005	17257			
PETROCHINA CO LTD	SPONSORED ADR	71646E100	92	713	SH	DEFINED	5
			-----	-----			
			92	713			
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	598	27096	SH	DEFINED	5
			-----	-----			
			598	27096			
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	122	5300	SH	DEFINED	5
			-----	-----			
			122	5300			
PETROLEUM & RES CORP	COM	716549100	20	744	SH	DEFINED	5
			-----	-----			
			20	744			
PETROQUEST ENERGY INC	COM	716748108	432	64408	SH	DEFINED	5
			-----	-----			
			432	64408			
PETSMART INC	COM	716768106	82	1190	SH	DEFINED	5
			-----	-----			
			82	1190			

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PAGE	144 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT DSCRETN	MA

	PFIZER INC	COM	717081103	89665	3608254	SH	DEFINED	5
				-----	-----			
				89665	3608254			
	PHARMERICA CORP	COM	71714F104	1	45	SH	DEFINED	5
				-----	-----			
				1	45			
	PHILIP MORRIS INTL INC	COM	718172109	109732	1220058	SH	DEFINED	5
				-----	-----			
				109732	1220058			
	PHILLIPS 66	COM	718546104	10207	220121	SH	DEFINED	5
				-----	-----			

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			10207	220121		
PHOTRONICS INC	COM	719405102	410	76362	SH	DEFINED 5
			-----	-----		
			410	76362		
PIEDMONT NAT GAS INC	COM	720186105	89	2733	SH	DEFINED 5
			-----	-----		
			89	2733		
PIEDMONT OFFICE REALTY TR IN	COM CL A	720190206	421	24296	SH	DEFINED 5
			-----	-----		
			421	24296		
PIKE ELEC CORP	COM	721283109	229	28765	SH	DEFINED 5
			-----	-----		
			229	28765		
PIMCO CORPORATE INCOME STRAT	COM	72200U100	74	4000	SH	DEFINED 5
			-----	-----		
			74	4000		
PIMCO MUN INCOME FD II	COM	72200W106	1000	75614	SH	DEFINED 5
			-----	-----		
			1000	75614		
PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	6	500	SH	DEFINED 5
			-----	-----		
			6	500		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
PIMCO MUN INCOME FD III	COM	72201A103	67	5000	SH		DEFINED	5	
			-----	-----					
			67	5000					
PIMCO CORPORATE & INCOME OPP	COM	72201B101	50	2509	SH		DEFINED	5	
			-----	-----					
			50	2509					
PIMCO INCOME STRATEGY FUND	COM	72201H108	26	2000	SH		DEFINED	5	
			-----	-----					
			26	2000					
PIMCO INCOME STRATEGY FUND I	COM	72201J104	97	8500	SH		DEFINED	5	
			-----	-----					
			97	8500					
PIMCO ETF TR	TOTL RETN ETF	72201R775	22	200	SH		DEFINED	5	
			-----	-----					
			22	200					

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PIMCO ETF TR	INV GRD CRP BD	72201R817	188	1730	SH	DEFINED	5
			-----	-----			
			188	1730			
PIMCO HIGH INCOME FD	COM SHS	722014107	176	12606	SH	DEFINED	5
			-----	-----			
			176	12606			
PINNACLE WEST CAP CORP	COM	723484101	49	921	SH	DEFINED	5
			-----	-----			
			49	921			
PIONEER ENERGY SVCS CORP	COM	723664108	19	2500	SH	DEFINED	5
			-----	-----			
			19	2500			
PIONEER MUN HIGH INCOME ADV	COM	723762100	64	4000	SH	DEFINED	5
			-----	-----			
			64	4000			
PIONEER NAT RES CO	COM	723787107	767	7349	SH	DEFINED	5
			-----	-----			
			767	7349			

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PAGE	146 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
PIONEER SOUTHWST ENRG PRNTR	UNIT LP INT	72388B106	5	200	SH	DEFINED	5		
			-----	-----					
			5	200					
PIPER JAFFRAY COS	COM	724078100	88	3448	SH	DEFINED	5		
			-----	-----					
			88	3448					
PITNEY BOWES INC	COM	724479100	1633	118164	SH	DEFINED	5		
			-----	-----					
			1633	118164					
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	505	5730	SH	DEFINED	5		
			-----	-----					
			505	5730					
PLUM CREEK TIMBER CO INC	COM	729251108	4785	109147	SH	DEFINED	5		
			-----	-----					
			4785	109147					
POLARIS INDS INC	COM	731068102	2046	25297	SH	DEFINED	5		
			-----	-----					
			2046	25297					
POLYCOM INC	COM	73172K104	17	1757	SH	DEFINED	5		
			-----	-----					

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			17	1757		
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	1503	14390	SH	DEFINED 5
			-----	-----		
			1503	14390		
PORTLAND GEN ELEC CO	COM NEW	736508847	230	8495	SH	DEFINED 5
			-----	-----		
			230	8495		
POST HLDGS INC	COM	737446104	0	5	SH	DEFINED 5
			-----	-----		
				5		
POTASH CORP SASK INC	COM	73755L107	563	12976	SH	DEFINED 5
			-----	-----		
			563	12976		

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PAGE	147 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
POTLATCH CORP NEW	COM	737630103	9	250	SH	DEFINED 5	
			-----	-----			
			9	250			
POWER INTEGRATIONS INC	COM	739276103	118	3874	SH	DEFINED 5	
			-----	-----			
			118	3874			
POWER ONE INC NEW	COM	73930R102	11	2000	SH	DEFINED 5	
			-----	-----			
			11	2000			
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	826	12047	SH	DEFINED 5	
			-----	-----			
			826	12047			
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	12255	427299	SH	DEFINED 5	
			-----	-----			
			12255	427299			
POWERSHARES ETF TRUST	GBL LSTD PVT E	73935X195	2457	260228	SH	DEFINED 5	
			-----	-----			
			2457	260228			
POWERSHARES ETF TRUST	FINL PFD PTFL	73935X229	109	5901	SH	DEFINED 5	
			-----	-----			
			109	5901			
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	92	4250	SH	DEFINED 5	
			-----	-----			
			92	4250			

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POWERSHARES ETF TRUST	HI YLD EQ DVDN	73935X302	5	500	SH	DEFINED	5
			-----	-----			
			5	500			
POWERSHARES ETF TRUST	WDRHLL CLN EN	73935X500	23	5576	SH	DEFINED	5
			-----	-----			
			23	5576			
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	47	2400	SH	DEFINED	5
			-----	-----			
			47	2400			

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PAGE	148 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
POWERSHARES ETF TRUST	FTSE RAFI 1000	73935X583	10	167	SH	DEFINED	5		
			-----	-----					
			10	167					
POWERSHARES ETF TRUST	DYNM LRG CP GR	73935X609	9	500	SH	DEFINED	5		
			-----	-----					
			9	500					
POWERSHARES ETF TRUST	LX NANOTCH PTF	73935X633	14	2300	SH	DEFINED	5		
			-----	-----					
			14	2300					
POWERSHARES ETF TRUST	DYNM LRG CP VL	73935X708	537	24586	SH	DEFINED	5		
			-----	-----					
			537	24586					
POWERSHARES DB G10 CURCY HAR	COM UT BEN INT	73935Y102	842	33172	SH	DEFINED	5		
			-----	-----					
			842	33172					
POWERSHS DB MULTI SECT COMM	PS DB AGRICUL	73936B408	332	11282	SH	DEFINED	5		
			-----	-----					
			332	11282					
POWERSHS DB MULTI SECT COMM	DB OIL FUND	73936B507	5	200	SH	DEFINED	5		
			-----	-----					
			5	200					
POWERSHS DB US DOLLAR INDEX	DOLL INDX BULL	73936D107	2	77	SH	DEFINED	5		
			-----	-----					
			2	77					
POWERSHARES GLOBAL ETF FD	S&P 500 BUYWRT	73936G308	1	48	SH	DEFINED	5		
			-----	-----					
			1	48					
POWERSECURE INTL INC	COM	73936N105	103	17118	SH	DEFINED	5		
			-----	-----					

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				103	17118		
POWERSHARES ETF TRUST II	SENIOR LN PORT	73936Q769	2805	112414	SH	DEFINED	5
			2805	112414			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT MA	
POWERSHARES ETF TRUST II	KBW YIELD REIT	73936Q819	5	200	SH	DEFINED	5	
			5	200				
POWERSHARES GLOBAL ETF TRUST	INSUR NATL MUN	73936T474	57	2216	SH	DEFINED	5	
			57	2216				
POWERSHARES GLOBAL ETF TRUST	FDM HG YLD RAF	73936T557	89	4660	SH	DEFINED	5	
			89	4660				
POWERSHARES GLOBAL ETF TRUST	AGG PFD PORT	73936T565	837	56604	SH	DEFINED	5	
			837	56604				
POWERSHARES GLOBAL ETF TRUST	SOVEREIGN DEBT	73936T573	30345	988755	SH	DEFINED	5	
			30345	988755				
POWERSHARES GLOBAL ETF TRUST	GBL CLEAN ENER	73936T615	5	615	SH	DEFINED	5	
			5	615				
POWERSHARES GLOBAL ETF TRUST	GBL WTR PORT	73936T623	17	1000	SH	DEFINED	5	
			17	1000				
POWERSHARES ETF TR II	BUILD AMER ETF	73937B407	45	1500	SH	DEFINED	5	
			45	1500				
POWERSHARES ETF TR II	INTL DEV LOWVL	73937B688	7	240	SH	DEFINED	5	
			7	240				
POWERSHARES ETF TR II	S&P500 LOW VOL	73937B779	1398	49625	SH	DEFINED	5	
			1398	49625				
PRAXAIR INC	COM	74005P104	38014	365938	SH	DEFINED	5	
			38014	365938				

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PRECISION CASTPARTS CORP	COM	740189105	446	2729	SH		DEFINED	5	
			446	2729					
PRECISION DRILLING CORP	COM 2010	74022D308	68	8622	SH		DEFINED	5	
			68	8622					
PREMIERE GLOBAL SVCS INC	COM	740585104	352	37597	SH		DEFINED	5	
			352	37597					
PRESTIGE BRANDS HLDGS INC	COM	74112D101	1004	59210	SH		DEFINED	5	
			1004	59210					
PRICE T ROWE GROUP INC	COM	74144T108	5194	82049	SH		DEFINED	5	
			5194	82049					
PRICELINE COM INC	COM NEW	741503403	2110	3409	SH		DEFINED	5	
			2110	3409					
PRICESMART INC	COM	741511109	3497	46182	SH		DEFINED	5	
			3497	46182					
PRINCIPAL FINL GROUP INC	COM	74251V102	2554	94811	SH		DEFINED	5	
			2554	94811					
PROASSURANCE CORP	COM	74267C106	12	135	SH		DEFINED	5	
			12	135					
PROCERA NETWORKS INC	COM NEW	74269U203	28	1200	SH		DEFINED	5	
			28	1200					
PROCTER & GAMBLE CO	COM	742718109	517378	7459308	SH		DEFINED	5	
			517378	7459308					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PROGENICS PHARMACEUTICALS IN	COM	743187106	15	5219	SH		DEFINED	5	
			15	5219					
PROGRESS SOFTWARE CORP	COM	743312100	3	141	SH		DEFINED	5	
			3	141					
PROGRESSIVE CORP OHIO	COM	743315103	3120	150419	SH		DEFINED	5	
			3120	150419					
PROGRESSIVE WASTE SOLUTIONS	COM	74339G101	8	390	SH		DEFINED	5	
			8	390					
PROLOGIS INC	COM	74340W103	475	13572	SH		DEFINED	5	
			475	13572					
PROSHARES TR	PSHS ULTRA QQQ	74347R206	2	31	SH		DEFINED	5	
			2	31					
PROSHARES TR	PSHS ULTSH 20Y	74347R297	10	625	SH		DEFINED	5	
			10	625					
PROSHARES TR	PSHS SHRT S&P5	74347R503	1	25	SH		DEFINED	5	
			1	25					
PROSHARES TR	PSHS ULTRUSS20	74347R842	4	85	SH		DEFINED	5	
			4	85					
PROSHARES TR	PSHS ULSHT SP5	74347R883	2	135	SH		DEFINED	5	
			2	135					
PROSHARES TR	SHRT 20+YR TRE	74347X849	5	172	SH		DEFINED	5	
			5	172					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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PROSHARES TR	PSHS ULSHRUS20	74348A202	1	30	SH	DEFINED	5
			-----	-----			
			1	30			
PROSHARES TR	ULSH MSCI EURP	74348A301	3	96	SH	DEFINED	5
			-----	-----			
			3	96			
PROSPERITY BANCSHARES INC	COM	743606105	1	18	SH	DEFINED	5
			-----	-----			
			1	18			
PROTECTIVE LIFE CORP	COM	743674103	247	9415	SH	DEFINED	5
			-----	-----			
			247	9415			
PRUDENTIAL FINL INC	COM	744320102	4538	83259	SH	DEFINED	5
			-----	-----			
			4538	83259			
PRUDENTIAL PLC	ADR	74435K204	1	35	SH	DEFINED	5
			-----	-----			
			1	35			
PRUDENTIAL SHT DURATION HG Y	COM	74442F107	10	503	SH	DEFINED	5
			-----	-----			
			10	503			
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	796	24730	SH	DEFINED	5
			-----	-----			
			796	24730			
PUBLIC STORAGE	COM	74460D109	6034	43354	SH	DEFINED	5
			-----	-----			
			6034	43354			
PULTE GROUP INC	COM	745867101	2117	136560	SH	DEFINED	5
			-----	-----			
			2117	136560			
PUTMAN HIGH INCOME SEC FUND	SHS BEN INT	746779107	19	2224	SH	DEFINED	5
			-----	-----			
			19	2224			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
PUTNAM MANAGED MUN INCOM TR	COM	746823103	25	2990	SH	DEFINED	5		
			-----	-----					
			25	2990					
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	9	1530	SH	DEFINED	5		
			-----	-----					

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			9	1530		
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	2	300	SH	DEFINED 5
			-----	-----		
			2	300		
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	34	2539	SH	DEFINED 5
			-----	-----		
			34	2539		
QLIK TECHNOLOGIES INC	COM	74733T105	41	1823	SH	DEFINED 5
			-----	-----		
			41	1823		
QEP RES INC	COM	74733V100	5225	165027	SH	DEFINED 5
			-----	-----		
			5225	165027		
QUALCOMM INC	COM	747525103	49212	787771	SH	DEFINED 5
			-----	-----		
			49212	787771		
QUALITY SYS INC	COM	747582104	7	360	SH	DEFINED 5
			-----	-----		
			7	360		
QUANTA SVCS INC	COM	74762E102	90	3629	SH	DEFINED 5
			-----	-----		
			90	3629		
QUEST DIAGNOSTICS INC	COM	74834L100	388	6120	SH	DEFINED 5
			-----	-----		
			388	6120		
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	93	5032	SH	DEFINED 5
			-----	-----		
			93	5032		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
QUESTAR CORP	COM	748356102	4859	239023	SH		DEFINED 5	
			-----	-----				
			4859	239023				
RAIT FINANCIAL TRUST	COM NEW	749227609	11	2100	SH		DEFINED 5	
			-----	-----				
			11	2100				
RCM TECHNOLOGIES INC	COM NEW	749360400	6	1000	SH		DEFINED 5	
			-----	-----				
			6	1000				

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RLI CORP	COM	749607107	1	17	SH	DEFINED	5
			-----	-----			
			1	17			
RPM INTL INC	COM	749685103	1439	50426	SH	DEFINED	5
			-----	-----			
			1439	50426			
RPX CORP	COM	74972G103	6	497	SH	DEFINED	5
			-----	-----			
			6	497			
RTI INTL METALS INC	COM	74973W107	3	140	SH	DEFINED	5
			-----	-----			
			3	140			
RACKSPACE HOSTING INC	COM	750086100	574	8682	SH	DEFINED	5
			-----	-----			
			574	8682			
RALCORP HLDGS INC NEW	COM	751028101	8	115	SH	DEFINED	5
			-----	-----			
			8	115			
RALPH LAUREN CORP	CL A	751212101	127	840	SH	DEFINED	5
			-----	-----			
			127	840			
RANGE RES CORP	COM	75281A109	306	4377	SH	DEFINED	5
			-----	-----			
			306	4377			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
RAYMOND JAMES FINANCIAL INC	COM	754730109	1077	29373	SH	DEFINED	5		
			-----	-----					
			1077	29373					
RAYONIER INC	COM	754907103	3771	76941	SH	DEFINED	5		
			-----	-----					
			3771	76941					
RAYTHEON CO	COM NEW	755111507	5854	102421	SH	DEFINED	5		
			-----	-----					
			5854	102421					
RBC BEARINGS INC	COM	75524B104	111	2317	SH	DEFINED	5		
			-----	-----					
			111	2317					
REALNETWORKS INC	COM NEW	75605L708	3	325	SH	DEFINED	5		
			-----	-----					

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			3	325		
REALPAGE INC	COM	75606N109	52	2310	SH	DEFINED 5
			-----	-----		
			52	2310		
REALTY INCOME CORP	COM	756109104	9011	220373	SH	DEFINED 5
			-----	-----		
			9011	220373		
RED HAT INC	COM	756577102	23	400	SH	DEFINED 5
			-----	-----		
			23	400		
REED ELSEVIER P L C	SPONS ADR NEW	758205207	25	654	SH	DEFINED 5
			-----	-----		
			25	654		
REGAL BELOIT CORP	COM	758750103	1	15	SH	DEFINED 5
			-----	-----		
			1	15		
REGAL ENTMT GROUP	CL A	758766109	58	4088	SH	DEFINED 5
			-----	-----		
			58	4088		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
REGENCY CTRS CORP	COM	758849103	8	156	SH		DEFINED 5	
			-----	-----				
			8	156				
REGENERON PHARMACEUTICALS	COM	75886F107	764	5002	SH		DEFINED 5	
			-----	-----				
			764	5002				
REGIONS FINANCIAL CORP NEW	COM	7591EP100	1177	163619	SH		DEFINED 5	
			-----	-----				
			1177	163619				
REINSURANCE GROUP AMER INC	COM NEW	759351604	1037	17916	SH		DEFINED 5	
			-----	-----				
			1037	17916				
RELIANCE STEEL & ALUMINUM CO	COM	759509102	58	1110	SH		DEFINED 5	
			-----	-----				
			58	1110				
RENASANT CORP	COM	75970E107	355	18096	SH		DEFINED 5	
			-----	-----				
			355	18096				

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RENT A CTR INC NEW	COM	76009N100	262	7467	SH	DEFINED	5
			-----	-----			
			262	7467			
RENTECH INC	COM	760112102	7	3000	SH	DEFINED	5
			-----	-----			
			7	3000			
REPUBLIC BANCORP KY	CL A	760281204	10	463	SH	DEFINED	5
			-----	-----			
			10	463			
REPUBLIC SVCS INC	COM	760759100	1300	47238	SH	DEFINED	5
			-----	-----			
			1300	47238			
RESEARCH IN MOTION LTD	COM	760975102	15	1994	SH	DEFINED	5
			-----	-----			
			15	1994			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----			-----	-----	-----	-----	-----	-----
RESMED INC	COM	761152107	186	4590	SH	DEFINED	5	
			-----	-----				
			186	4590				
RETAIL PPTYS AMER INC	CL A	76131V202	27	2407	SH	DEFINED	5	
			-----	-----				
			27	2407				
REYNOLDS AMERICAN INC	COM	761713106	2130	49148	SH	DEFINED	5	
			-----	-----				
			2130	49148				
RIO TINTO PLC	SPONSORED ADR	767204100	464	9924	SH	DEFINED	5	
			-----	-----				
			464	9924				
RITCHIE BROS AUCTIONEERS	COM	767744105	568	29532	SH	DEFINED	5	
			-----	-----				
			568	29532				
RITE AID CORP	COM	767754104	0	200	SH	DEFINED	5	
			-----	-----				
				200				
RIVERBED TECHNOLOGY INC	COM	768573107	64	2758	SH	DEFINED	5	
			-----	-----				
			64	2758				
ROBBINS & MYERS INC	COM	770196103	1	10	SH	DEFINED	5	
			-----	-----				

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			1	10		
ROBERT HALF INTL INC	COM	770323103	13	486 SH	DEFINED	5
			-----	-----		
			13	486		
ROCK-TENN CO	CL A	772739207	26	366 SH	DEFINED	5
			-----	-----		
			26	366		
ROCKWELL AUTOMATION INC	COM	773903109	940	13516 SH	DEFINED	5
			-----	-----		
			940	13516		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ROCKWELL COLLINS INC	COM	774341101	561	10466 SH			DEFINED	5	
			-----	-----					
			561	10466					
ROCKWOOD HLDGS INC	COM	774415103	16542	354984 SH			DEFINED	5	
			-----	-----					
			16542	354984					
ROGERS COMMUNICATIONS INC	CL B	775109200	4671	115620 SH			DEFINED	5	
			-----	-----					
			4671	115620					
ROLLINS INC	COM	775711104	322	13775 SH			DEFINED	5	
			-----	-----					
			322	13775					
ROPER INDS INC NEW	COM	776696106	3243	29514 SH			DEFINED	5	
			-----	-----					
			3243	29514					
ROSS STORES INC	COM	778296103	1285	19900 SH			DEFINED	5	
			-----	-----					
			1285	19900					
ROUSE PPTYS INC	COM	779287101	1	38 SH			DEFINED	5	
			-----	-----					
			1	38					
ROVI CORP	COM	779376102	14	947 SH			DEFINED	5	
			-----	-----					
			14	947					
ROYAL BK CDA MONTREAL QUE	COM	780087102	1615	28126 SH			DEFINED	5	
			-----	-----					
			1615	28126					

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ROYAL BK SCOTLAND GROUP PLC	SPONS ADR 20 O	780097689	4	500	SH	DEFINED	5
			-----	-----			
			4	500			
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF S	780097739	41	2000	SH	DEFINED	5
			-----	-----			
			41	2000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	6881	96510	SH	DEFINED	5	
			-----	-----				
			6881	96510				
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	35691	514202	SH	DEFINED	5	
			-----	-----				
			35691	514202				
RUDOLPH TECHNOLOGIES INC	COM	781270103	47	4523	SH	DEFINED	5	
			-----	-----				
			47	4523				
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	6	200	SH	DEFINED	5	
			-----	-----				
			6	200				
RYDER SYS INC	COM	783549108	1	33	SH	DEFINED	5	
			-----	-----				
			1	33				
RYDEX ETF TRUST	GUG S&P500 EQ	78355W106	230	4400	SH	DEFINED	5	
			-----	-----				
			230	4400				
RYDEX ETF TRUST	GUG RUSS TOP 5	78355W205	116	1085	SH	DEFINED	5	
			-----	-----				
			116	1085				
RYDEX ETF TRUST	GUG S&P500 PU	78355W304	11	340	SH	DEFINED	5	
			-----	-----				
			11	340				
SAIC INC	COM	78390X101	2	183	SH	DEFINED	5	
			-----	-----				
			2	183				
SLM CORP	COM	78442P106	4876	310197	SH	DEFINED	5	
			-----	-----				
			4876	310197				
SM ENERGY CO	COM	78454L100	35	650	SH	DEFINED	5	
			-----	-----				

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SPDR S&P 500 ETF TR	TR UNIT	78462F103	57799	401464	SH		DEFINED	5	
			57799	401464					
SPS COMM INC	COM	78463M107	172	4484	SH		DEFINED	5	
			172	4484					
SPDR GOLD TRUST	GOLD SHS	78463V107	127542	741994	SH		DEFINED	5	
			127542	741994					
SPDR INDEX SHS FDS	EURO STOXX 50	78463X202	47	1500	SH		DEFINED	5	
			47	1500					
SPDR INDEX SHS FDS	GLB NAT RESRCE	78463X541	5	100	SH		DEFINED	5	
			5	100					
SPDR INDEX SHS FDS	DJ GLB RL ES E	78463X749	4223	104223	SH		DEFINED	5	
			4223	104223					
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	13	555	SH		DEFINED	5	
			13	555					
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	24898	634346	SH		DEFINED	5	
			24898	634346					
SPX CORP	COM	784635104	2079	31785	SH		DEFINED	5	
			2079	31785					
SPDR SERIES TRUST	MORGAN TECH ET	78464A102	22	321	SH		DEFINED	5	
			22	321					
SPDR SERIES TRUST	BRCLY INTL CRP	78464A151	12	340	SH		DEFINED	5	
			12	340					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SPDR SERIES TRUST	WELLS FG PFD E	78464A292	23	500	SH		DEFINED	5	
			23	500					
SPDR SERIES TRUST	BRCLYS CAP CON	78464A359	2	58	SH		DEFINED	5	
			2	58					
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	8096	201334	SH		DEFINED	5	
			8096	201334					
SPDR SERIES TRUST	BARC CAPTL ETF	78464A474	15	502	SH		DEFINED	5	
			15	502					
SPDR SERIES TRUST	BRCLYS INTL ET	78464A516	4866	79014	SH		DEFINED	5	
			4866	79014					
SPDR SERIES TRUST	DJ REIT ETF	78464A607	163	2266	SH		DEFINED	5	
			163	2266					
SPDR SERIES TRUST	BARCL CAP TIPS	78464A656	4	71	SH		DEFINED	5	
			4	71					
SPDR SERIES TRUST	S&P REGL BKG	78464A698	49	1700	SH		DEFINED	5	
			49	1700					
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	9	136	SH		DEFINED	5	
			9	136					
SPDR SERIES TRUST	OILGAS EQUIP	78464A748	17	500	SH		DEFINED	5	
			17	500					
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	5736	98723	SH		DEFINED	5	
			5736	98723					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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SPDR SERIES TRUST	S&P BK ETF	78464A797	205	8713	SH	DEFINED	5
			-----	-----			
			205	8713			
SPDR SERIES TRUST	S&P BIOTECH	78464A870	19	200	SH	DEFINED	5
			-----	-----			
			19	200			
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	9	357	SH	DEFINED	5
			-----	-----			
			9	357			
SSGA ACTIVE ETF TR	MULT ASS RLRTN	78467V103	21	700	SH	DEFINED	5
			-----	-----			
			21	700			
SSGA ACTIVE ETF TR	INCOM ALLO ETF	78467V202	15	500	SH	DEFINED	5
			-----	-----			
			15	500			
SSGA ACTIVE ETF TR	GLOBL ALLO ETF	78467V400	15	500	SH	DEFINED	5
			-----	-----			
			15	500			
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	2862	21352	SH	DEFINED	5
			-----	-----			
			2862	21352			
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	2037	11322	SH	DEFINED	5
			-----	-----			
			2037	11322			
STEC INC	COM	784774101	27	4000	SH	DEFINED	5
			-----	-----			
			27	4000			
SWS GROUP INC	COM	78503N107	186	30406	SH	DEFINED	5
			-----	-----			
			186	30406			
S Y BANCORP INC	COM	785060104	43	1800	SH	DEFINED	5
			-----	-----			
			43	1800			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----			-----	-----	-----	-----	-----	-----
SABINE ROYALTY TR	UNIT BEN INT	785688102	207	4000	SH		DEFINED	5
			-----	-----				
			207	4000				

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SAFEGUARD SCIENTIFICS INC	COM NEW	786449207	78	4990	SH	DEFINED	5
			-----	-----			
			78	4990			
SAFEWAY INC	COM NEW	786514208	25	1578	SH	DEFINED	5
			-----	-----			
			25	1578			
SAIA INC	COM	78709Y105	27	1348	SH	DEFINED	5
			-----	-----			
			27	1348			
ST JUDE MED INC	COM	790849103	299	7104	SH	DEFINED	5
			-----	-----			
			299	7104			
SALESFORCE COM INC	COM	79466L302	162	1061	SH	DEFINED	5
			-----	-----			
			162	1061			
SALIX PHARMACEUTICALS INC	COM	795435106	138	3259	SH	DEFINED	5
			-----	-----			
			138	3259			
SALLY BEAUTY HLDGS INC	COM	79546E104	3751	149489	SH	DEFINED	5
			-----	-----			
			3751	149489			
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	19	1325	SH	DEFINED	5
			-----	-----			
			19	1325			
SANDERSON FARMS INC	COM	800013104	240	5415	SH	DEFINED	5
			-----	-----			
			240	5415			
SANDISK CORP	COM	80004C101	14537	334729	SH	DEFINED	5
			-----	-----			
			14537	334729			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
SANMINA SCI CORP	COM NEW	800907206	0	1	SH		DEFINED	5	
			-----	-----					
				1					
SANOFI	SPONSORED ADR	80105N105	4015	93239	SH		DEFINED	5	
			-----	-----					
			4015	93239					
SANOFI	RIGHT 12/31/20	80105N113	1	463	SH		DEFINED	5	
			-----	-----					

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			1	463		
SAP AG	SPON ADR	803054204	2171	30436	SH	DEFINED 5
			-----	-----		
			2171	30436		
SASOL LTD	SPONSORED ADR	803866300	436	9789	SH	DEFINED 5
			-----	-----		
			436	9789		
SCANA CORP NEW	COM	80589M102	239	4943	SH	DEFINED 5
			-----	-----		
			239	4943		
SCHAWK INC	CL A	806373106	238	18257	SH	DEFINED 5
			-----	-----		
			238	18257		
SCHEIN HENRY INC	COM	806407102	73	926	SH	DEFINED 5
			-----	-----		
			73	926		
SCHLUMBERGER LTD	COM	806857108	65064	899534	SH	DEFINED 5
			-----	-----		
			65064	899534		
SCHNITZER STL INDS	CL A	806882106	435	15442	SH	DEFINED 5
			-----	-----		
			435	15442		
SCHWAB CHARLES CORP NEW	COM	808513105	1005	78632	SH	DEFINED 5
			-----	-----		
			1005	78632		

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PAGE	165 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
SCHWAB STRATEGIC TR	US TIPS ETF	808524870	6	96	SH	DEFINED 5			
			-----	-----					
			6	96					
SCHWEITZER-MAUDUIT INTL INC	COM	808541106	3	80	SH	DEFINED 5			
			-----	-----					
			3	80					
SCIQUEST INC NEW	COM	80908T101	124	6826	SH	DEFINED 5			
			-----	-----					
			124	6826					
SCOTTS MIRACLE GRO CO	CL A	810186106	673	15493	SH	DEFINED 5			
			-----	-----					
			673	15493					

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SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	429	7012	SH	DEFINED	5
			-----	-----			
			429	7012			
SEALED AIR CORP NEW	COM	81211K100	7	435	SH	DEFINED	5
			-----	-----			
			7	435			
SEARS HLDGS CORP	COM	812350106	23	412	SH	DEFINED	5
			-----	-----			
			23	412			
SEARS HLDGS CORP	RIGHT 10/08/20	812350114	1	412	SH	DEFINED	5
			-----	-----			
			1	412			
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	1366	37116	SH	DEFINED	5
			-----	-----			
			1366	37116			
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	1408	35098	SH	DEFINED	5
			-----	-----			
			1408	35098			
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	667	18624	SH	DEFINED	5
			-----	-----			
			667	18624			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	768	16412	SH	DEFINED	5		
			-----	-----					
			768	16412					
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	1646	22412	SH	DEFINED	5		
			-----	-----					
			1646	22412					
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	13864	889268	SH	DEFINED	5		
			-----	-----					
			13864	889268					
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	343	9383	SH	DEFINED	5		
			-----	-----					
			343	9383					
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	6298	204307	SH	DEFINED	5		
			-----	-----					
			6298	204307					
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1155	31727	SH	DEFINED	5		
			-----	-----					

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			1155	31727			
SEMTECH CORP	COM	816850101	1359	54063	SH	DEFINED	5
			-----	-----			
			1359	54063			
SEMPRA ENERGY	COM	816851109	54	834	SH	DEFINED	5
			-----	-----			
			54	834			
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	962	44181	SH	DEFINED	5
			-----	-----			
			962	44181			
SEQUENOM INC	COM NEW	817337405	19	5500	SH	DEFINED	5
			-----	-----			
			19	5500			
SERVICE CORP INTL	COM	817565104	3169	235414	SH	DEFINED	5
			-----	-----			
			3169	235414			

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PAGE	167 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
SERVICENOW INC	COM	81762P102	103	2663	SH		DEFINED	5	
			-----	-----					
			103	2663					
SHAW GROUP INC	COM	820280105	44	1012	SH		DEFINED	5	
			-----	-----					
			44	1012					
SHERWIN WILLIAMS CO	COM	824348106	12127	81438	SH		DEFINED	5	
			-----	-----					
			12127	81438					
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	4	55	SH		DEFINED	5	
			-----	-----					
			4	55					
SHIRE PLC	SPONSORED ADR	82481R106	154	1735	SH		DEFINED	5	
			-----	-----					
			154	1735					
SHUFFLE MASTER INC	COM	825549108	79	5000	SH		DEFINED	5	
			-----	-----					
			79	5000					
SIEMENS A G	SPONSORED ADR	826197501	351	3506	SH		DEFINED	5	
			-----	-----					
			351	3506					

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SIGMA ALDRICH CORP	COM	826552101	555	7715	SH	DEFINED	5
			-----	-----			
			555	7715			
SILVER WHEATON CORP	COM	828336107	73	1840	SH	DEFINED	5
			-----	-----			
			73	1840			
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	54	2235	SH	DEFINED	5
			-----	-----			
			54	2235			
SIMON PPTY GROUP INC NEW	COM	828806109	9410	61985	SH	DEFINED	5
			-----	-----			
			9410	61985			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SIRONA DENTAL SYSTEMS INC	COM	82966C103	666	11698	SH	DEFINED	5	
			-----	-----				
			666	11698				
SIRIUS XM RADIO INC	COM	82967N108	52	20163	SH	DEFINED	5	
			-----	-----				
			52	20163				
SKYWORKS SOLUTIONS INC	COM	83088M102	642	27259	SH	DEFINED	5	
			-----	-----				
			642	27259				
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	27	485	SH	DEFINED	5	
			-----	-----				
			27	485				
SMITH A O	COM	831865209	41	714	SH	DEFINED	5	
			-----	-----				
			41	714				
SMITHFIELD FOODS INC	COM	832248108	32	1626	SH	DEFINED	5	
			-----	-----				
			32	1626				
SMUCKER J M CO	COM NEW	832696405	3887	45028	SH	DEFINED	5	
			-----	-----				
			3887	45028				
SNAP ON INC	COM	833034101	4416	61445	SH	DEFINED	5	
			-----	-----				
			4416	61445				
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	1196	19400	SH	DEFINED	5	
			-----	-----				

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			1196	19400		
SOLAR CAP LTD	COM	83413U100	6	240	SH	DEFINED 5
			-----	-----		
			6	240		
SOLARWINDS INC	COM	83416B109	470	8435	SH	DEFINED 5
			-----	-----		
			470	8435		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----						
SOMERSET HILLS BANCORP	COM	834728107	5	600	SH		DEFINED 5		
			-----	-----					
			5	600					
SONOCO PRODS CO	COM	835495102	79	2560	SH		DEFINED 5		
			-----	-----					
			79	2560					
SONY CORP	ADR NEW	835699307	2	162	SH		DEFINED 5		
			-----	-----					
			2	162					
SONUS NETWORKS INC	COM	835916107	2	1036	SH		DEFINED 5		
			-----	-----					
			2	1036					
SOURCE CAP INC	COM	836144105	7	127	SH		DEFINED 5		
			-----	-----					
			7	127					
SOURCEFIRE INC	COM	83616T108	535	10912	SH		DEFINED 5		
			-----	-----					
			535	10912					
SOUTHERN CO	COM	842587107	6581	142795	SH		DEFINED 5		
			-----	-----					
			6581	142795					
SOUTHERN COPPER CORP	COM	84265V105	177	5137	SH		DEFINED 5		
			-----	-----					
			177	5137					
SOUTHWEST AIRLS CO	COM	844741108	112	12755	SH		DEFINED 5		
			-----	-----					
			112	12755					
SOUTHWEST GAS CORP	COM	844895102	53	1200	SH		DEFINED 5		
			-----	-----					
			53	1200					

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SOUTHWESTERN ENERGY CO	COM	845467109	99	2859	SH	DEFINED	5
			-----	-----			
			99	2859			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SPARTAN STORES INC	COM	846822104	423	27625	SH	DEFINED	5	
			-----	-----				
			423	27625				
SPECTRA ENERGY PARTNERS LP	COM	84756N109	16	500	SH	DEFINED	5	
			-----	-----				
			16	500				
SPECTRA ENERGY CORP	COM	847560109	26977	918852	SH	DEFINED	5	
			-----	-----				
			26977	918852				
SPECTRUM PHARMACEUTICALS INC	COM	84763A108	12	1000	SH	DEFINED	5	
			-----	-----				
			12	1000				
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	519	23383	SH	DEFINED	5	
			-----	-----				
			519	23383				
SPLUNK INC	COM	848637104	482	13125	SH	DEFINED	5	
			-----	-----				
			482	13125				
SPRINT NEXTEL CORP	COM SER 1	852061100	109	19744	SH	DEFINED	5	
			-----	-----				
			109	19744				
STANDARD MTR PRODS INC	COM	853666105	49	2642	SH	DEFINED	5	
			-----	-----				
			49	2642				
STANDARD REGISTER CO	COM	853887107	3669	5167224	SH	DEFINED	5	
			-----	-----				
			3669	5167224				
STANLEY BLACK & DECKER INC	COM	854502101	3465	45439	SH	DEFINED	5	
			-----	-----				
			3465	45439				
STAPLES INC	COM	855030102	67	5780	SH	DEFINED	5	
			-----	-----				
			67	5780				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
STARBUCKS CORP	COM	855244109	15266	301047	SH		DEFINED	5	
			-----	-----					
			15266	301047					
STATE AUTO FINL CORP	COM	855707105	57	3504	SH		DEFINED	5	
			-----	-----					
			57	3504					
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	1631	28148	SH		DEFINED	5	
			-----	-----					
			1631	28148					
STATE STR CORP	COM	857477103	1936	46138	SH		DEFINED	5	
			-----	-----					
			1936	46138					
STATOIL ASA	SPONSORED ADR	85771P102	5	198	SH		DEFINED	5	
			-----	-----					
			5	198					
STEEL DYNAMICS INC	COM	858119100	47	4202	SH		DEFINED	5	
			-----	-----					
			47	4202					
STEELCASE INC	CL A	858155203	26985	2739593	SH		DEFINED	5	
			-----	-----					
			26985	2739593					
STEIN MART INC	COM	858375108	53	6242	SH		DEFINED	5	
			-----	-----					
			53	6242					
STERICYCLE INC	COM	858912108	6475	71559	SH		DEFINED	5	
			-----	-----					
			6475	71559					
STERIS CORP	COM	859152100	81	2275	SH		DEFINED	5	
			-----	-----					
			81	2275					
STERLING BANCORP	COM	859158107	78	7833	SH		DEFINED	5	
			-----	-----					
			78	7833					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
STIFEL FINL CORP	COM	860630102	8	225	SH		DEFINED	5
			8	225				
STMICROELECTRONICS N V	NY REGISTRY	861012102	14	2651	SH		DEFINED	5
			14	2651				
STONE ENERGY CORP	COM	861642106	4	150	SH		DEFINED	5
			4	150				
STRATASYS INC	COM	862685104	171	3141	SH		DEFINED	5
			171	3141				
STRATEGIC DIAGNOSTICS INC	COM	862700101	3	1969	SH		DEFINED	5
			3	1969				
STRYKER CORP	COM	863667101	7312	131367	SH		DEFINED	5
			7312	131367				
STUDENT TRANSN INC	COM	86388A108	3	445	SH		DEFINED	5
			3	445				
STURM RUGER & CO INC	COM	864159108	1371	27693	SH		DEFINED	5
			1371	27693				
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	63	1522	SH		DEFINED	5
			63	1522				
SUMMIT FINANCIAL GROUP INC	COM	86606G101	56	11248	SH		DEFINED	5
			56	11248				
SUN COMMUNITIES INC	COM	866674104	443	10040	SH		DEFINED	5
			443	10040				

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PAGE 173 OF 201 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SUN LIFE FINL INC	COM	866796105	60	2574	SH		DEFINED	5

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			60	2574			
SUN HYDRAULICS CORP	COM	866942105	769	28942	SH	DEFINED	5
			-----	-----			
			769	28942			
SUNCOR ENERGY INC NEW	COM	867224107	330	10036	SH	DEFINED	5
			-----	-----			
			330	10036			
SUNOCO LOGISTICS PRTNRS L P	COM UNITS	86764L108	14	300	SH	DEFINED	5
			-----	-----			
			14	300			
SUNOCO INC	COM	86764P109	3	68	SH	DEFINED	5
			-----	-----			
			3	68			
SUNTRUST BKS INC	COM	867914103	691	24449	SH	DEFINED	5
			-----	-----			
			691	24449			
SUPERIOR ENERGY SVCS INC	COM	868157108	516	25154	SH	DEFINED	5
			-----	-----			
			516	25154			
SUPERIOR INDS INTL INC	COM	868168105	6	364	SH	DEFINED	5
			-----	-----			
			6	364			
SUPERVALU INC	COM	868536103	12	5000	SH	DEFINED	5
			-----	-----			
			12	5000			
SUSQUEHANNA BANCSHARES INC P	COM	869099101	16	1500	SH	DEFINED	5
			-----	-----			
			16	1500			
SWEDISH EXPT CR CORP	ROG AGRI ETN22	870297603	5	509	SH	DEFINED	5
			-----	-----			
			5	509			

		FORM 13F						
PAGE 174 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
SWEDISH EXPT CR CORP	ROG TTL ETN 22	870297801	5	523	SH		DEFINED	5
			-----	-----				
			5	523				
SWIFT ENERGY CO	COM	870738101	1	28	SH		DEFINED	5
			-----	-----				
			1	28				

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SYCAMORE NETWORKS INC	COM NEW	871206405	0	18	SH	DEFINED	5
			-----	-----			
				18			
SYKES ENTERPRISES INC	COM	871237103	15	1085	SH	DEFINED	5
			-----	-----			
			15	1085			
SYMANTEC CORP	COM	871503108	78	4367	SH	DEFINED	5
			-----	-----			
			78	4367			
SYMMETRY MED INC	COM	871546206	668	67536	SH	DEFINED	5
			-----	-----			
			668	67536			
SYNAPTICS INC	COM	87157D109	824	34310	SH	DEFINED	5
			-----	-----			
			824	34310			
SYNGENTA AG	SPONSORED ADR	87160A100	2731	36485	SH	DEFINED	5
			-----	-----			
			2731	36485			
SYNOVUS FINL CORP	COM	87161C105	12	5000	SH	DEFINED	5
			-----	-----			
			12	5000			
SYNTEL INC	COM	87162H103	85	1369	SH	DEFINED	5
			-----	-----			
			85	1369			
SYNNEX CORP	COM	87162W100	50	1540	SH	DEFINED	5
			-----	-----			
			50	1540			

		FORM 13F						
PAGE 175 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
-----			-----					-----
SYPRIS SOLUTIONS INC	COM	871655106	8	1077	SH	DEFINED	5	
			-----	-----				
			8	1077				
SYSCO CORP	COM	871829107	14799	473256	SH	DEFINED	5	
			-----	-----				
			14799	473256				
TCF FINL CORP	COM	872275102	54	4500	SH	DEFINED	5	
			-----	-----				
			54	4500				
TD AMERITRADE HLDG CORP	COM	87236Y108	26	1686	SH	DEFINED	5	
			-----	-----				

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				26	1686		
TECO ENERGY INC	COM	872375100	1778	100243	SH	DEFINED	5
			-----	-----			
			1778	100243			
THL CR INC	COM	872438106	18	1310	SH	DEFINED	5
			-----	-----			
			18	1310			
TJX COS INC NEW	COM	872540109	21240	474216	SH	DEFINED	5
			-----	-----			
			21240	474216			
TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	6	140	SH	DEFINED	5
			-----	-----			
			6	140			
TTM TECHNOLOGIES INC	COM	87305R109	699	74178	SH	DEFINED	5
			-----	-----			
			699	74178			
TW TELECOM INC	COM	87311L104	8	290	SH	DEFINED	5
			-----	-----			
			8	290			
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	868	54883	SH	DEFINED	5
			-----	-----			
			868	54883			

		FORM 13F						
PAGE 176 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
TANGER FACTORY OUTLET CTRS I	COM	875465106	1404	43432	SH	DEFINED	5	
			-----	-----				
			1404	43432				
TANGOE INC	COM	87582Y108	69	5285	SH	DEFINED	5	
			-----	-----				
			69	5285				
TARGET CORP	COM	87612E106	35935	566167	SH	DEFINED	5	
			-----	-----				
			35935	566167				
TATA MTRS LTD	SPONSORED ADR	876568502	2	62	SH	DEFINED	5	
			-----	-----				
			2	62				
TAUBMAN CTRS INC	COM	876664103	598	7790	SH	DEFINED	5	
			-----	-----				
			598	7790				

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TEAVANA HLDGS INC	COM	87819P102	39	2986	SH	DEFINED	5
			-----	-----			
			39	2986			
TECH DATA CORP	COM	878237106	41	917	SH	DEFINED	5
			-----	-----			
			41	917			
TECHNE CORP	COM	878377100	657	9134	SH	DEFINED	5
			-----	-----			
			657	9134			
TECK RESOURCES LTD	CL B	878742204	1	24	SH	DEFINED	5
			-----	-----			
			1	24			
TEJON RANCH CO	COM	879080109	1850	61598	SH	DEFINED	5
			-----	-----			
			1850	61598			
TELEFONICA BRASIL SA	SPONSORED ADR	87936R106	2276	104697	SH	DEFINED	5
			-----	-----			
			2276	104697			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
TELEDYNE TECHNOLOGIES INC	COM	879360105	16	247	SH	DEFINED	5
			-----	-----			
			16	247			
TELEFLEX INC	COM	879369106	94	1370	SH	DEFINED	5
			-----	-----			
			94	1370			
TELEFONICA S A	SPONSORED ADR	879382208	208	15655	SH	DEFINED	5
			-----	-----			
			208	15655			
TELEPHONE & DATA SYS INC	COM NEW	879433829	4	163	SH	DEFINED	5
			-----	-----			
			4	163			
TELLABS INC	COM	879664100	17	4903	SH	DEFINED	5
			-----	-----			
			17	4903			
TELUS CORP	NON-VTG SHS	87971M202	206	3300	SH	DEFINED	5
			-----	-----			
			206	3300			
TELETECH HOLDINGS INC	COM	879939106	20	1190	SH	DEFINED	5
			-----	-----			

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				20	1190		
TEMPLETON DRAGON FD INC	COM	88018T101	168	6549	SH	DEFINED	5
			-----	-----			
			168	6549			
TEMPLETON EMERG MKTS INCOME	COM	880192109	31	1850	SH	DEFINED	5
			-----	-----			
			31	1850			
TEMPLETON GLOBAL INCOME FD	COM	880198106	22	2295	SH	DEFINED	5
			-----	-----			
			22	2295			
TEMPUR PEDIC INTL INC	COM	88023U101	103	3434	SH	DEFINED	5
			-----	-----			
			103	3434			

			FORM 13F					
PAGE	178 OF	201	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----	-----	-----	-----	-----	-----	-----	-----	
TENARIS S A	SPONSORED ADR	88031M109	5	117	SH	DEFINED	5	
			-----	-----				
			5	117				
TENET HEALTHCARE CORP	COM	88033G100	2204	351572	SH	DEFINED	5	
			-----	-----				
			2204	351572				
TENNECO INC	COM	880349105	9	305	SH	DEFINED	5	
			-----	-----				
			9	305				
TERADATA CORP DEL	COM	88076W103	5882	77994	SH	DEFINED	5	
			-----	-----				
			5882	77994				
TERADYNE INC	COM	880770102	43	3005	SH	DEFINED	5	
			-----	-----				
			43	3005				
TEREX CORP NEW	COM	880779103	42	1880	SH	DEFINED	5	
			-----	-----				
			42	1880				
TERRA NITROGEN CO L P	COM UNIT	881005201	43	200	SH	DEFINED	5	
			-----	-----				
			43	200				
TESLA MTRS INC	COM	88160R101	143	4890	SH	DEFINED	5	
			-----	-----				
			143	4890				

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TESORO CORP	COM	881609101	11	265	SH	DEFINED	5
			-----	-----			
			11	265			
TETRA TECHNOLOGIES INC DEL	COM	88162F105	272	45000	SH	DEFINED	5
			-----	-----			
			272	45000			
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	7073	170807	SH	DEFINED	5
			-----	-----			
			7073	170807			

				FORM 13F					
PAGE	179 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
TEXAS CAPITAL BANCSHARES INC	COM	88224Q107	634	12764	SH	DEFINED	5		
			-----	-----					
			634	12764					
TEXAS INSTRS INC	COM	882508104	3683	133671	SH	DEFINED	5		
			-----	-----					
			3683	133671					
TEXTRON INC	COM	883203101	549	20993	SH	DEFINED	5		
			-----	-----					
			549	20993					
THERMO FISHER SCIENTIFIC INC	COM	883556102	4594	78094	SH	DEFINED	5		
			-----	-----					
			4594	78094					
THOMPSON CREEK METALS CO INC	COM	884768102	1	396	SH	DEFINED	5		
			-----	-----					
			1	396					
THOR INDS INC	COM	885160101	1594	43898	SH	DEFINED	5		
			-----	-----					
			1594	43898					
THORATEC CORP	COM NEW	885175307	788	22772	SH	DEFINED	5		
			-----	-----					
			788	22772					
3-D SYS CORP DEL	COM NEW	88554D205	518	15767	SH	DEFINED	5		
			-----	-----					
			518	15767					
3M CO	COM	88579Y101	42736	462408	SH	DEFINED	5		
			-----	-----					
			42736	462408					
TIBCO SOFTWARE INC	COM	88632Q103	2604	86154	SH	DEFINED	5		
			-----	-----					

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2604 86154

TIDEWATER INC	COM	886423102	40	831	SH	DEFINED	5
			-----	-----			
			40	831			

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PAGE	180 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
	-----	-----	-----	-----	-----	-----	-----	-----
	TIFFANY & CO NEW	COM	886547108	4755	76835	SH	DEFINED	5
				-----	-----			
				4755	76835			
	TIM HORTONS INC	COM	88706M103	123	2372	SH	DEFINED	5
				-----	-----			
				123	2372			
	TIM PARTICIPACOES S A	SPONSORED ADR	88706P205	1	31	SH	DEFINED	5
				-----	-----			
				1	31			
	TIME WARNER INC	COM NEW	887317303	8094	178547	SH	DEFINED	5
				-----	-----			
				8094	178547			
	TIME WARNER CABLE INC	COM	88732J207	862	9068	SH	DEFINED	5
				-----	-----			
				862	9068			
	TIMKEN CO	COM	887389104	861	23177	SH	DEFINED	5
				-----	-----			
				861	23177			
	TITANIUM METALS CORP	COM NEW	888339207	21	1652	SH	DEFINED	5
				-----	-----			
				21	1652			
	TOLL BROTHERS INC	COM	889478103	321	9647	SH	DEFINED	5
				-----	-----			
				321	9647			
	TOOTSIE ROLL INDS INC	COM	890516107	14	530	SH	DEFINED	5
				-----	-----			
				14	530			
	TORCHMARK CORP	COM	891027104	1354	26369	SH	DEFINED	5
				-----	-----			
				1354	26369			
	TORO CO	COM	891092108	2111	53077	SH	DEFINED	5
				-----	-----			
				2111	53077			

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
TORONTO DOMINION BK ONT	COM NEW	891160509	42	508	SH		DEFINED	5	
			42	508					
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	6265	154771	SH		DEFINED	5	
			6265	154771					
TORTOISE ENERGY CAP CORP	COM	89147U100	20	720	SH		DEFINED	5	
			20	720					
TORTOISE MLP FD INC	COM	89148B101	6	250	SH		DEFINED	5	
			6	250					
TOTAL S A	SPONSORED ADR	89151E109	1719	34303	SH		DEFINED	5	
			1719	34303					
TOWER FINANCIAL CORP	COM	891769101	9	750	SH		DEFINED	5	
			9	750					
TOTAL SYS SVCS INC	COM	891906109	2	104	SH		DEFINED	5	
			2	104					
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	62	787	SH		DEFINED	5	
			62	787					
TRACTOR SUPPLY CO	COM	892356106	2643	26725	SH		DEFINED	5	
			2643	26725					
TRANSCANADA CORP	COM	89353D107	27	600	SH		DEFINED	5	
			27	600					
TRANSDIGM GROUP INC	COM	893641100	1543	10875	SH		DEFINED	5	
			1543	10875					

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			FORM 13F						
PAGE 182 OF 201			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
TRAVELERS COMPANIES INC	COM	89417E109	4446	65128	SH		DEFINED	5	
			4446	65128					
TREDEGAR CORP	COM	894650100	1680	94701	SH		DEFINED	5	
			1680	94701					
TREEHOUSE FOODS INC	COM	89469A104	19	370	SH		DEFINED	5	
			19	370					
TRI CONTL CORP	COM	895436103	41	2500	SH		DEFINED	5	
			41	2500					
TRIANGLE CAP CORP	COM	895848109	3	120	SH		DEFINED	5	
			3	120					
TRIMAS CORP	COM NEW	896215209	12	508	SH		DEFINED	5	
			12	508					
TRIUMPH GROUP INC NEW	COM	896818101	66	1057	SH		DEFINED	5	
			66	1057					
TRIPADVISOR INC	COM	896945201	27	814	SH		DEFINED	5	
			27	814					
TRUSTCO BK CORP N Y	COM	898349105	3	537	SH		DEFINED	5	
			3	537					
TUMI HLDGS INC	COM	89969Q104	78	3327	SH		DEFINED	5	
			78	3327					
TUPPERWARE BRANDS CORP	COM	899896104	16651	310711	SH		DEFINED	5	
			16651	310711					

			FORM 13F						
PAGE 183 OF 201			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	29	1944	SH	DEFINED	5
			-----	-----			
			29	1944			
TURKISH INVT FD INC	COM	900145103	4	275	SH	DEFINED	5
			-----	-----			
			4	275			
TURQUOISE HILL RES LTD	COM	900435108	8	945	SH	DEFINED	5
			-----	-----			
			8	945			
TWO HBRS INVT CORP	COM	90187B101	5	400	SH	DEFINED	5
			-----	-----			
			5	400			
II VI INC	COM	902104108	186	9800	SH	DEFINED	5
			-----	-----			
			186	9800			
TYLER TECHNOLOGIES INC	COM	902252105	112	2535	SH	DEFINED	5
			-----	-----			
			112	2535			
TYSON FOODS INC	CL A	902494103	127	7911	SH	DEFINED	5
			-----	-----			
			127	7911			
UBS AG JERSEY BRH	LNG SHT VIX	902641596	2470	108368	SH	DEFINED	5
			-----	-----			
			2470	108368			
UBS AG JERSEY BRH	ALERIAN INFRST	902641646	32565	956676	SH	DEFINED	5
			-----	-----			
			32565	956676			
UDR INC	COM	902653104	1040	41912	SH	DEFINED	5
			-----	-----			
			1040	41912			
USA TRUCK INC	COM	902925106	19	5133	SH	DEFINED	5
			-----	-----			
			19	5133			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
US BANCORP DEL	COM NEW	902973304	93035	2712401	SH	DEFINED	5		
			-----	-----					
			93035	2712401					
U M H PROPERTIES INC	COM	903002103	71	5932	SH	DEFINED	5		
			-----	-----					

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			71	5932		
URS CORP NEW	COM	903236107	626	17733	SH	DEFINED 5
			-----	-----		
			626	17733		
U S G CORP	COM NEW	903293405	12	536	SH	DEFINED 5
			-----	-----		
			12	536		
U S PHYSICAL THERAPY INC	COM	90337L108	73	2650	SH	DEFINED 5
			-----	-----		
			73	2650		
USA MOBILITY INC	COM	90341G103	186	15640	SH	DEFINED 5
			-----	-----		
			186	15640		
ULTA SALON COSMETCS & FRAG I	COM	90384S303	1848	19189	SH	DEFINED 5
			-----	-----		
			1848	19189		
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	656	6429	SH	DEFINED 5
			-----	-----		
			656	6429		
ULTRA PETROLEUM CORP	COM	903914109	1	31	SH	DEFINED 5
			-----	-----		
			1	31		
UMPQUA HLDGS CORP	COM	904214103	25	1916	SH	DEFINED 5
			-----	-----		
			25	1916		
UNDER ARMOUR INC	CL A	904311107	511	9150	SH	DEFINED 5
			-----	-----		
			511	9150		

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PAGE 185 OF 201		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA			
-----	-----	-----	-----	-----	-----	-----	-----			
UNIFIRST CORP MASS	COM	904708104	13	200	SH	DEFINED 5				
			-----	-----						
			13	200						
UNILEVER PLC	SPON ADR NEW	904767704	1581	43292	SH	DEFINED 5				
			-----	-----						
			1581	43292						
UNILEVER N V	N Y SHS NEW	904784709	10339	291395	SH	DEFINED 5				
			-----	-----						
			10339	291395						

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UNION PAC CORP	COM	907818108	11475	96676	SH	DEFINED	5
			-----	-----			
			11475	96676			
UNITED BANKSHARES INC WEST V	COM	909907107	697	27993	SH	DEFINED	5
			-----	-----			
			697	27993			
UNITED NAT FOODS INC	COM	911163103	1796	30732	SH	DEFINED	5
			-----	-----			
			1796	30732			
UNITED ONLINE INC	COM	911268100	0	58	SH	DEFINED	5
			-----	-----			
				58			
UNITED PARCEL SERVICE INC	CL B	911312106	12742	178039	SH	DEFINED	5
			-----	-----			
			12742	178039			
UNITED RENTALS INC	COM	911363109	245	7500	SH	DEFINED	5
			-----	-----			
			245	7500			
UNITED STATES NATL GAS FUND	UNIT PAR \$0.00	912318201	10	490	SH	DEFINED	5
			-----	-----			
			10	490			
UNITED STATES STL CORP NEW	COM	912909108	130	6833	SH	DEFINED	5
			-----	-----			
			130	6833			

				FORM 13F					
PAGE	186 OF	201	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
UNITED STATIONERS INC	COM	913004107	250	9600	SH		DEFINED	5	
			-----	-----					
			250	9600					
UNITED TECHNOLOGIES CORP	COM	913017109	77955	995719	SH		DEFINED	5	
			-----	-----					
			77955	995719					
UNITEDHEALTH GROUP INC	COM	91324P102	10376	187255	SH		DEFINED	5	
			-----	-----					
			10376	187255					
UNITIL CORP	COM	913259107	293	10762	SH		DEFINED	5	
			-----	-----					
			293	10762					
UNIVERSAL FST PRODS INC	COM	913543104	190	4578	SH		DEFINED	5	
			-----	-----					

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			190	4578		
UNIVERSAL HLTH SVCS INC	CL B	913903100	53	1169	SH	DEFINED 5
			-----	-----		
			53	1169		
UNUM GROUP	COM	91529Y106	1805	93928	SH	DEFINED 5
			-----	-----		
			1805	93928		
URBAN OUTFITTERS INC	COM	917047102	3	71	SH	DEFINED 5
			-----	-----		
			3	71		
V F CORP	COM	918204108	15926	99939	SH	DEFINED 5
			-----	-----		
			15926	99939		
VOXX INTL CORP	CL A	91829F104	64	8502	SH	DEFINED 5
			-----	-----		
			64	8502		
VALEANT PHARMACEUTICALS INTL	COM	91911K102	2	34	SH	DEFINED 5
			-----	-----		
			2	34		

		FORM 13F							
PAGE 187 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
VALE S A	ADR	91912E105	819	45764	SH		DEFINED 5		
			-----	-----					
			819	45764					
VALE S A	ADR REPSTG PFD	91912E204	98	5654	SH		DEFINED 5		
			-----	-----					
			98	5654					
VALERO ENERGY CORP NEW	COM	91913Y100	934	29468	SH		DEFINED 5		
			-----	-----					
			934	29468					
VALLEY NATL BANCORP	COM	919794107	3	275	SH		DEFINED 5		
			-----	-----					
			3	275					
VALMONT INDS INC	COM	920253101	33	250	SH		DEFINED 5		
			-----	-----					
			33	250					
VALSPAR CORP	COM	920355104	5824	103811	SH		DEFINED 5		
			-----	-----					
			5824	103811					

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VALUECLICK INC	COM	92046N102	2435	141887	SH	DEFINED	5
			-----	-----			
			2435	141887			
VANGUARD SPECIALIZED PORTFOL	DIV APP ETF	921908844	44574	746876	SH	DEFINED	5
			-----	-----			
			44574	746876			
VANGUARD STAR FD	INTL STK IDXFD	921909768	273	6170	SH	DEFINED	5
			-----	-----			
			273	6170			
VANGUARD WORLD FD	EXTENDED DUR	921910709	144	1150	SH	DEFINED	5
			-----	-----			
			144	1150			
VANGUARD BD INDEX FD INC	LONG TERM BOND	921937793	278	2879	SH	DEFINED	5
			-----	-----			
			278	2879			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
VANGUARD BD INDEX FD INC	INTERMED TERM	921937819	13606	150724	SH	DEFINED	5		
			-----	-----					
			13606	150724					
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	10381	127447	SH	DEFINED	5		
			-----	-----					
			10381	127447					
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	34371	403651	SH	DEFINED	5		
			-----	-----					
			34371	403651					
VANGUARD TAX MANAGED INTL FD	MSCI EAFE ETF	921943858	17594	535089	SH	DEFINED	5		
			-----	-----					
			17594	535089					
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	919	18244	SH	DEFINED	5		
			-----	-----					
			919	18244					
VANGUARD WORLD FDS	CONSUM DIS ETF	92204A108	111	1475	SH	DEFINED	5		
			-----	-----					
			111	1475					
VANGUARD WORLD FDS	CONSUM STP ETF	92204A207	1038	11334	SH	DEFINED	5		
			-----	-----					
			1038	11334					
VANGUARD WORLD FDS	ENERGY ETF	92204A306	470	4391	SH	DEFINED	5		
			-----	-----					

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			470	4391		
VANGUARD WORLD FDS	FINANCIALS ETF	92204A405	141	4300	SH	DEFINED 5
			-----	-----		
			141	4300		
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	219	2989	SH	DEFINED 5
			-----	-----		
			219	2989		
VANGUARD WORLD FDS	INDUSTRIAL ETF	92204A603	399	5774	SH	DEFINED 5
			-----	-----		
			399	5774		

			FORM 13F					
PAGE	189 OF	201	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
VANGUARD WORLD FDS	INF TECH ETF	92204A702	1025	13965	SH	DEFINED 5		
			-----	-----				
			1025	13965				
VANGUARD WORLD FDS	MATERIALS ETF	92204A801	164	1979	SH	DEFINED 5		
			-----	-----				
			164	1979				
VANGUARD WORLD FDS	UTILITIES ETF	92204A876	2197	28176	SH	DEFINED 5		
			-----	-----				
			2197	28176				
VANGUARD WORLD FDS	TELCOMM ETF	92204A884	80	1064	SH	DEFINED 5		
			-----	-----				
			80	1064				
VANGUARD INTL EQUITY INDEX F	GLB EX US ETF	922042676	1	15	SH	DEFINED 5		
			-----	-----				
			1	15				
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	2588	60236	SH	DEFINED 5		
			-----	-----				
			2588	60236				
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT E	922042858	88132	2112474	SH	DEFINED 5		
			-----	-----				
			88132	2112474				
VANGUARD INTL EQUITY INDEX F	MSCI PAC ETF	922042866	11	215	SH	DEFINED 5		
			-----	-----				
			11	215				
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ET	922042874	22	495	SH	DEFINED 5		
			-----	-----				
			22	495				

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VANGUARD NATURAL RESOURCES L	COM UNIT	92205F106	29	1000	SH	DEFINED	5
			-----	-----			
			29	1000			
VANTIV INC	CL A	92210H105	5	250	SH	DEFINED	5
			-----	-----			
			5	250			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
VARIAN MED SYS INC	COM	92220P105	876	14519	SH	DEFINED	5	
			-----	-----				
			876	14519				
VECTREN CORP	COM	92240G101	7645	267304	SH	DEFINED	5	
			-----	-----				
			7645	267304				
VEECO INSTRS INC DEL	COM	922417100	33	1100	SH	DEFINED	5	
			-----	-----				
			33	1100				
VENTAS INC	COM	92276F100	2230	35818	SH	DEFINED	5	
			-----	-----				
			2230	35818				
VANGUARD INDEX FDS	S&P 500 ETF SH	922908413	698	10594	SH	DEFINED	5	
			-----	-----				
			698	10594				
VANGUARD INDEX FDS	MCAP VL IDXVIP	922908512	2290	39534	SH	DEFINED	5	
			-----	-----				
			2290	39534				
VANGUARD INDEX FDS	MCAP GR IDXVIP	922908538	2778	40999	SH	DEFINED	5	
			-----	-----				
			2778	40999				
VANGUARD INDEX FDS	REIT ETF	922908553	211211	3250951	SH	DEFINED	5	
			-----	-----				
			211211	3250951				
VANGUARD INDEX FDS	SML CP GRW ETF	922908595	3151	35710	SH	DEFINED	5	
			-----	-----				
			3151	35710				
VANGUARD INDEX FDS	SM CP VAL ETF	922908611	5186	72132	SH	DEFINED	5	
			-----	-----				
			5186	72132				
VANGUARD INDEX FDS	MID CAP ETF	922908629	24642	303627	SH	DEFINED	5	
			-----	-----				

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24642 303627

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
VANGUARD INDEX FDS	LARGE CAP ETF	922908637	17690	269288	SH		DEFINED	5	
			17690	269288					
VANGUARD INDEX FDS	GROWTH ETF	922908736	10429	144047	SH		DEFINED	5	
			10429	144047					
VANGUARD INDEX FDS	VALUE ETF	922908744	10798	183885	SH		DEFINED	5	
			10798	183885					
VANGUARD INDEX FDS	SMALL CP ETF	922908751	16921	211139	SH		DEFINED	5	
			16921	211139					
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	9378	127336	SH		DEFINED	5	
			9378	127336					
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	7	614	SH		DEFINED	5	
			7	614					
VERIFONE SYS INC	COM	92342Y109	7	260	SH		DEFINED	5	
			7	260					
VERISIGN INC	SDCV 3.250% 8	92343EAD4	762	5000	SH		DEFINED	5	
			762	5000					
VERISIGN INC	COM	92343E102	456	9372	SH		DEFINED	5	
			456	9372					
VERIZON COMMUNICATIONS INC	COM	92343V104	42573	934237	SH		DEFINED	5	
			42573	934237					
VERINT SYS INC	COM	92343X100	112	4084	SH		DEFINED	5	
			112	4084					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
VERTEX PHARMACEUTICALS INC	COM	92532F100	30	535	SH		DEFINED	5	
			30	535					
VIACOM INC NEW	CL B	92553P201	4688	87475	SH		DEFINED	5	
			4688	87475					
VICAL INC	COM	925602104	0	100	SH		DEFINED	5	
				100					
VIEWPOINT FINL GROUP INC MD	COM	92672A101	289	15089	SH		DEFINED	5	
			289	15089					
VIRGIN MEDIA INC	COM	92769L101	62	2095	SH		DEFINED	5	
			62	2095					
VIROPHARMA INC	COM	928241108	18	600	SH		DEFINED	5	
			18	600					
VISA INC	COM CL A	92826C839	2639	19653	SH		DEFINED	5	
			2639	19653					
VIRTUS INVT PARTNERS INC	COM	92828Q109	2	23	SH		DEFINED	5	
			2	23					
VISHAY INTERTECHNOLOGY INC	COM	928298108	8	805	SH		DEFINED	5	
			8	805					
VITRAN CORP INC	COM	92850E107	53	9009	SH		DEFINED	5	
			53	9009					
VMWARE INC	CL A COM	928563402	89	922	SH		DEFINED	5	
			89	922					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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VOCERA COMMUNICATIONS INC	COM	92857F107	62	2006	SH	DEFINED	5
			62	2006			
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	9268	325202	SH	DEFINED	5
			9268	325202			
VORNADO RLTY TR	SH BEN INT	929042109	1345	16590	SH	DEFINED	5
			1345	16590			
VULCAN MATLS CO	COM	929160109	226	4786	SH	DEFINED	5
			226	4786			
W & T OFFSHORE INC	COM	92922P106	531	28286	SH	DEFINED	5
			531	28286			
WD-40 CO	COM	929236107	26	500	SH	DEFINED	5
			26	500			
WGL HLDGS INC	COM	92924F106	60	1500	SH	DEFINED	5
			60	1500			
WABCO HLDGS INC	COM	92927K102	5	86	SH	DEFINED	5
			5	86			
WMS INDS INC	COM	929297109	351	21430	SH	DEFINED	5
			351	21430			
W P CAREY & CO LLC	COM	92930Y107	70	1438	SH	DEFINED	5
			70	1438			
WSFS FINL CORP	COM	929328102	65	1582	SH	DEFINED	5
			65	1582			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
WPP PLC	ADR	92933H101	2514	36897	SH	DEFINED	5	
			2514	36897				

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WABASH NATL CORP	COM	929566107	79	11136	SH	DEFINED	5
			-----	-----			
			79	11136			
WABTEC CORP	COM	929740108	569	7086	SH	DEFINED	5
			-----	-----			
			569	7086			
WADDELL & REED FINL INC	CL A	930059100	39	1200	SH	DEFINED	5
			-----	-----			
			39	1200			
WAL-MART STORES INC	COM	931142103	47069	637792	SH	DEFINED	5
			-----	-----			
			47069	637792			
WALGREEN CO	COM	931422109	26973	740208	SH	DEFINED	5
			-----	-----			
			26973	740208			
WALTER ENERGY INC	COM	93317Q105	7158	220524	SH	DEFINED	5
			-----	-----			
			7158	220524			
WASHINGTON POST CO	CL B	939640108	1	3	SH	DEFINED	5
			-----	-----			
			1	3			
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	2329	86831	SH	DEFINED	5
			-----	-----			
			2329	86831			
WASHINGTON TR BANCORP	COM	940610108	85	3244	SH	DEFINED	5
			-----	-----			
			85	3244			
WASTE MGMT INC DEL	COM	94106L109	4614	143842	SH	DEFINED	5
			-----	-----			
			4614	143842			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
WATERS CORP	COM	941848103	166	1990	SH	DEFINED	5		
			-----	-----					
			166	1990					
WATSON PHARMACEUTICALS INC	COM	942683103	1182	13883	SH	DEFINED	5		
			-----	-----					
			1182	13883					
WAUSAU PAPER CORP	COM	943315101	23	2500	SH	DEFINED	5		
			-----	-----					

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			23	2500			
WEBSense INC	COM	947684106	3	200	SH	DEFINED	5
			-----	-----			
			3	200			
WEBMD HEALTH CORP	COM	94770V102	3	200	SH	DEFINED	5
			-----	-----			
			3	200			
WEINGARTEN RLTY INVS	SH BEN INT	948741103	2712	96493	SH	DEFINED	5
			-----	-----			
			2712	96493			
WELLPOINT INC	COM	94973V107	3312	57100	SH	DEFINED	5
			-----	-----			
			3312	57100			
WELLS FARGO & CO NEW	COM	949746101	76183	2206279	SH	DEFINED	5
			-----	-----			
			76183	2206279			
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	12	10	SH	DEFINED	5
			-----	-----			
			12	10			
WELLS FARGO ADVANTAGE INCOME	COM SHS	94987B105	15	1400	SH	DEFINED	5
			-----	-----			
			15	1400			
WELLS FARGO ADVANTAGE MULTI	COM SHS	94987D101	9	540	SH	DEFINED	5
			-----	-----			
			9	540			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
WENDYS CO	COM	95058W100	10	2125	SH	DEFINED	5	
			-----	-----				
			10	2125				
WERNER ENTERPRISES INC	COM	950755108	247	11583	SH	DEFINED	5	
			-----	-----				
			247	11583				
WESBANCO INC	COM	950810101	50	2408	SH	DEFINED	5	
			-----	-----				
			50	2408				
WESCO INTL INC	COM	95082P105	22	381	SH	DEFINED	5	
			-----	-----				
			22	381				

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WESTAR ENERGY INC	COM	95709T100	3	107	SH	DEFINED	5
			-----	-----			
			3	107			
WESTELL TECHNOLOGIES INC	CL A	957541105	64	29968	SH	DEFINED	5
			-----	-----			
			64	29968			
WESTERN ASSET EMRG MKT INCM	COM	95766E103	5	283	SH	DEFINED	5
			-----	-----			
			5	283			
WESTERN ASSET HIGH INCM FD I	COM	95766J102	6	595	SH	DEFINED	5
			-----	-----			
			6	595			
WESTERN ASSET MGD HI INCM FD	COM	95766L107	2	300	SH	DEFINED	5
			-----	-----			
			2	300			
WESTERN ASST MNG MUN FD INC	COM	95766M105	82	5351	SH	DEFINED	5
			-----	-----			
			82	5351			
WESTERN ASSET MUN HI INCM FD	COM	95766N103	15	1662	SH	DEFINED	5
			-----	-----			
			15	1662			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
WESTERN ASSET CLYM INFL OPP	COM	95766R104	24	1800	SH	DEFINED	5		
			-----	-----					
			24	1800					
WESTERN ASSET INVT GRADE DEF	COM	95790A101	120	5000	SH	DEFINED	5		
			-----	-----					
			120	5000					
WESTERN DIGITAL CORP	COM	958102105	103	2661	SH	DEFINED	5		
			-----	-----					
			103	2661					
WESTERN GAS PARTNERS LP	COM UNIT LP IN	958254104	71	1400	SH	DEFINED	5		
			-----	-----					
			71	1400					
WESTERN UN CO	COM	959802109	460	25234	SH	DEFINED	5		
			-----	-----					
			460	25234					
WESTPAC BKG CORP	SPONSORED ADR	961214301	22	175	SH	DEFINED	5		
			-----	-----					

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			22	175			
WEYERHAEUSER CO	COM	962166104	341	13061	SH	DEFINED	5
			-----	-----			
			341	13061			
WHIRLPOOL CORP	COM	963320106	3058	36880	SH	DEFINED	5
			-----	-----			
			3058	36880			
WHITING PETE CORP NEW	COM	966387102	990	20887	SH	DEFINED	5
			-----	-----			
			990	20887			
WHOLE FOODS MKT INC	COM	966837106	1199	12314	SH	DEFINED	5
			-----	-----			
			1199	12314			
WILLIAMS COS INC DEL	COM	969457100	6863	196254	SH	DEFINED	5
			-----	-----			
			6863	196254			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	11	200	SH	DEFINED	5	
			-----	-----				
			11	200				
WILLIAMS SONOMA INC	COM	969904101	1	32	SH	DEFINED	5	
			-----	-----				
			1	32				
WINDSTREAM CORP	COM	97381W104	10956	1085823	SH	DEFINED	5	
			-----	-----				
			10956	1085823				
WINTRUST FINANCIAL CORP	COM	97650W108	16	420	SH	DEFINED	5	
			-----	-----				
			16	420				
WISCONSIN ENERGY CORP	COM	976657106	12126	321894	SH	DEFINED	5	
			-----	-----				
			12126	321894				
WISDOMTREE TRUST	AUST NEW ZEAL	97717W216	23	1000	SH	DEFINED	5	
			-----	-----				
			23	1000				
WISDOMTREE TRUST	EMG MKTS SMCAP	97717W281	4671	101843	SH	DEFINED	5	
			-----	-----				
			4671	101843				

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WISDOMTREE TRUST	LARGECAP DIVID	97717W307	37	680	SH	DEFINED	5
			-----	-----			
			37	680			
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	134	2505	SH	DEFINED	5
			-----	-----			
			134	2505			
WISDOMTREE TRUST	MIDCAP DIVI FD	97717W505	22	387	SH	DEFINED	5
			-----	-----			
			22	387			
WISDOMTREE TRUST	DEFA FD	97717W703	39	900	SH	DEFINED	5
			-----	-----			
			39	900			

		FORM 13F						
PAGE 199 OF 201		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
WISDOMTREE TRUST	INTL SMCAP DIV	97717W760	5	101	SH	DEFINED	5	
			-----	-----				
			5	101				
WISDOMTREE TRUST	DEFA EQT INC E	97717W802	10047	262335	SH	DEFINED	5	
			-----	-----				
			10047	262335				
WISDOMTREE TRUST	AUSTRALIA DIV	97717W810	12	223	SH	DEFINED	5	
			-----	-----				
			12	223				
WISDOMTREE TR	EM LCL DEBT FD	97717X867	26	500	SH	DEFINED	5	
			-----	-----				
			26	500				
WOLVERINE WORLD WIDE INC	COM	978097103	580	13071	SH	DEFINED	5	
			-----	-----				
			580	13071				
WOODWARD INC	COM	980745103	90	2661	SH	DEFINED	5	
			-----	-----				
			90	2661				
WORLD ACCEP CORP DEL	COM	981419104	1	13	SH	DEFINED	5	
			-----	-----				
			1	13				
WORLD FUEL SVCS CORP	COM	981475106	2049	57545	SH	DEFINED	5	
			-----	-----				
			2049	57545				
WORTHINGTON INDS INC	COM	981811102	203	9383	SH	DEFINED	5	
			-----	-----				

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			203	9383		
WPX ENERGY INC	COM	98212B103	47	2828	SH	DEFINED 5
			-----	-----		
			47	2828		
WRIGHT EXPRESS CORP	COM	98233Q105	1	20	SH	DEFINED 5
			-----	-----		
			1	20		

			FORM 13F						
PAGE 200 OF 201			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----						
WYNDHAM WORLDWIDE CORP	COM	98310W108	1805	34385	SH		DEFINED 5		
			-----	-----					
			1805	34385					
WYNN RESORTS LTD	COM	983134107	129	1119	SH		DEFINED 5		
			-----	-----					
			129	1119					
XCEL ENERGY INC	COM	98389B100	1750	63156	SH		DEFINED 5		
			-----	-----					
			1750	63156					
XILINX INC	COM	983919101	2820	84394	SH		DEFINED 5		
			-----	-----					
			2820	84394					
XEROX CORP	COM	984121103	1574	214395	SH		DEFINED 5		
			-----	-----					
			1574	214395					
XYLEM INC	COM	98419M100	141	5590	SH		DEFINED 5		
			-----	-----					
			141	5590					
YAHOO INC	COM	984332106	93	5843	SH		DEFINED 5		
			-----	-----					
			93	5843					
YAMANA GOLD INC	COM	98462Y100	105	5518	SH		DEFINED 5		
			-----	-----					
			105	5518					
YOUNG INNOVATIONS INC	COM	987520103	4	100	SH		DEFINED 5		
			-----	-----					
			4	100					
YUM BRANDS INC	COM	988498101	45595	687296	SH		DEFINED 5		
			-----	-----					
			45595	687296					

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ZEBRA TECHNOLOGIES CORP	CL A	989207105	6	150	SH	DEFINED	5
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			6	150			

PAGE 201 OF 201		FORM 13F						
		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ZEP INC	COM	98944B108	2	110	SH	DEFINED	5	
			-----	-----				
			2	110				
ZIMMER HLDGS INC	COM	98956P102	5729	84717	SH	DEFINED	5	
			-----	-----				
			5729	84717				
ZIONS BANCORPORATION	COM	989701107	183	8861	SH	DEFINED	5	
			-----	-----				
			183	8861				
ZWEIG FD	COM NEW	989834205	13	1000	SH	DEFINED	5	
			-----	-----				
			13	1000				
ZYNGA INC	CL A	98986T108	1	500	SH	DEFINED	5	
			-----	-----				
			1	500				
GRAND TOTAL			9164109	TOTAL ENTRIES			2205	