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GENERAL ELECTRIC CO
Form 13F-HR/A
March 12, 2001

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 1999

Check here if Amendment [x]; Amendment Number: 2

This Amendment (Check only one.): [x] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Mitchell A. Danaher
Title: Assistant Comptroller
Phone: (203) 373-3563

13F File Number: 28-01502

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: Mitchell A. Danaher
Title: Assistant Comptroller
Phone: (203) 373-3563

Signature, Place, and Date of Signing:

Mitchell A. Danaher Fairfield, CT 06431 March 9, 2001

Report Type (Check only one.):

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 01
 Form 13F Information Table Entry Total: 429
 Form 13F Information Table Value Total: 8696786
 (thousands)

List of Other Included Managers:

| No. | Form 13F File Number | Name |
|-----|----------------------|-----------------------------------|
| -- | ----- | ---- |
| 01 | | Employers Reinsurance Corporation |

FROM 13F INFORMATION TABLE

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
|--------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| TEEKAY SHIPPING | COM | V89564104 | 300 | 20000 | SH | | SOLE |
| ROYAL CARIBBEAN CRUISES LTD | COM | V7780T103 | 1382 | 29100 | SH | | SOLE |
| GLOBALSTAR | COM | G3930H104 | 177969 | 4044760 | SH | | SOLE |
| BANK OF BERMUDA | COM | G07644100 | 241 | 7650 | SH | | SOLE |
| AT&T CORPORATION | COM | 001957109 | 1207 | 22991 | SH | | SOLE |
| ABBOTT LABORATORIES | COM | 002824100 | 927 | 25000 | SH | | SOLE |
| ABERCROMBIE & FITCH | COM | 002896207 | 1135 | 45400 | SH | | SOLE |
| AC NIELSEN CORP | COM | 004833109 | 908 | 40462 | SH | | SOLE |
| ACTIVISION, INC. | COM | 004930202 | 190 | 12380 | SH | | SOLE |
| ACXIOM CORPORATION | COM | 005125109 | 768 | 32500 | SH | | SOLE |
| AETNA INC | COM | 008117103 | 2579 | 47600 | SH | | SOLE |
| ALBERTSON'S INC | COM | 013104104 | 2088 | 65000 | SH | | SOLE |
| ALLEGIANCE TELECOM INC | COM | 01747T102 | 1063 | 13612 | SH | | SOLE |
| ALLERGAN INC | COM | 018490102 | 1887 | 37600 | SH | | SOLE |
| ALLOY ONLINE | COM | 019855105 | 573 | 36400 | SH | | SOLE |
| ALLSTATE CORP | COM | 020002101 | 430 | 17500 | SH | | SOLE |
| ALTERA CORPORATION | COM | 021441100 | 2004 | 39200 | SH | | SOLE |
| ALTEON WEBSYSTEMS | COM | 02145A109 | 109815 | 1251450 | SH | | SOLE |
| AMAZON.COM, INC | COM | 023135106 | 2835 | 31500 | SH | | SOLE |
| AMERICA ONLINE INC | COM | 02364J104 | 16266 | 200500 | SH | | SOLE |
| AMERICA WEST | COM | 023657203 | 433 | 20892 | SH | | SOLE |
| AMERICAN EXPRESS | COM | 025816109 | 1035 | 6500 | SH | | SOLE |
| AMERICAN INTL GROUP | COM | 026874107 | 2697 | 24633 | SH | | SOLE |
| AMGEN INC | COM | 031162100 | 4936 | 91100 | SH | | SOLE |
| ANALOG DEVICES INC | COM | 032654105 | 4606 | 56602 | SH | | SOLE |
| ANHEUSER-BUSCH COS INC | COM | 035229103 | 2356 | 35000 | SH | | SOLE |
| ANNTAYLOR STORES CORP | COM | 036115103 | 1214 | 35500 | SH | | SOLE |
| AIMCO | COM | 03748R101 | 1860 | 46728 | SH | | SOLE |
| AON CORP | COM | 037389103 | 1003 | 25000 | SH | | SOLE |
| APPLE COMPUTER INC | COM | 037833100 | 1490 | 14400 | SH | | SOLE |
| APPLIED MATERIALS | COM | 038222105 | 1997 | 16422 | SH | | SOLE |
| ARCHSTONE CMNTYS TR | PFD | 039581202 | 2376 | 88000 | SH | | SOLE |
| ASSOCIATES FIRST CAPITAL | COM | 046008108 | 456 | 16000 | SH | | SOLE |
| ATLANTIC GULF COMMUNITIES CORP | COM | 048556104 | 10 | 20395 | SH | | SOLE |
| AUTOBYTEL.COM | COM | 05275N106 | 28960 | 1906502 | SH | | SOLE |
| AVERY DENNISON CORP | COM | 053611109 | 342 | 5000 | SH | | SOLE |
| AVNET INC | COM | 053807103 | 318 | 5827 | SH | | SOLE |
| AVON PRODUCTS INC | COM | 054303102 | 1072 | 32844 | SH | | SOLE |
| BJ WHOLESALE CLUB | COM | 05548J106 | 1768 | 49900 | SH | | SOLE |

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|--------------------------------|-----|-----------|--------|---------|----|------|
| BANK OF AMERICA CORP | COM | 060505104 | 2533 | 51308 | SH | SOLE |
| BANK OF NEW YORK CO INC | COM | 064057102 | 992 | 25000 | SH | SOLE |
| BANK ONE CORP | COM | 06423A103 | 2682 | 81900 | SH | SOLE |
| BAXTER INTERNATIONAL INC | COM | 071813109 | 532 | 8500 | SH | SOLE |
| BEA SYSTEMS INC | COM | 073325102 | 1034 | 14600 | SH | SOLE |
| BELL ATLANTIC CORP | COM | 077853109 | 3071 | 48034 | SH | SOLE |
| BERKSHIRE HATWY | COM | 084670108 | 2862 | 53 | SH | SOLE |
| BLUESTONE SOFTWARE | COM | 09623P102 | 296341 | 2576875 | SH | SOLE |
| BREAKAWAY SOLUTIONS | COM | 106372105 | 44940 | 615611 | SH | SOLE |
| BRISTOL-MYERS SQUIBB CO | COM | 110122108 | 1267 | 19000 | SH | SOLE |
| BURLINGTON NORTHERN SANTA FE | COM | 12189T104 | 796 | 33254 | SH | SOLE |
| BURLINGTON RESOURCES | COM | 122014103 | 1271 | 40200 | SH | SOLE |
| CNET | COM | 125945105 | 184506 | 3251200 | SH | SOLE |
| CABLETRON SYSTEMS | COM | 126920107 | 2937 | 109800 | SH | SOLE |
| CAREER BUILDER | COM | 141684100 | 5906 | 917431 | SH | SOLE |
| CAREMARK RX INC | COM | 141705103 | 1047 | 232700 | SH | SOLE |
| CHAMPION INTERNATIONAL | COM | 158525105 | 1819 | 30381 | SH | SOLE |
| CHARTER ONE FINANCIAL INC | COM | 160903100 | 631 | 33100 | SH | SOLE |
| CHASE MANHATTAN CORP NEW | COM | 16161A108 | 5820 | 75100 | SH | SOLE |
| CHECKFREE HOLDINGS CORP | COM | 162816102 | 423 | 4300 | SH | SOLE |
| CIRCUIT CITY STORES | COM | 172737108 | 1289 | 30500 | SH | SOLE |
| CISCO SYSTEMS | COM | 17275R102 | 1852 | 17736 | SH | SOLE |
| CINTAS CORP | COM | 172908105 | 1395 | 27620 | SH | SOLE |
| CITIGROUP INC | COM | 172967101 | 8696 | 155279 | SH | SOLE |
| COASTAL CORP | COM | 190441105 | 1024 | 29900 | SH | SOLE |
| COMMERCE ONE | COM | 200693109 | 455015 | 2315598 | SH | SOLE |
| COMVERSE TECHNOLOGY INC | COM | 205862402 | 2802 | 21350 | SH | SOLE |
| CONOCO INC | COM | 208251306 | 502 | 22000 | SH | SOLE |
| CONSOLIDATED NATURAL GAS | COM | 209615103 | 1131 | 17500 | SH | SOLE |
| CONSOLIDATED STORES CORP | COM | 210149100 | 1967 | 138000 | SH | SOLE |
| CONVERGYS CORP | COM | 212485106 | 1935 | 69100 | SH | SOLE |
| COOPER CAMERON CORP | COM | 216640102 | 1228 | 27100 | SH | SOLE |
| CORSAIR | COM | 220406102 | 3984 | 490355 | SH | SOLE |
| CYBERSOURCE | COM | 23251J106 | 68507 | 1323802 | SH | SOLE |
| DANAHER CORP | COM | 235851102 | 994 | 22000 | SH | SOLE |
| DARDEN RESTAURANTS INC | COM | 237194105 | 943 | 53700 | SH | SOLE |
| DAYTON HUDSON CORP | COM | 239753106 | 3165 | 42204 | SH | SOLE |
| DELL COMPUTER CORP | COM | 247025108 | 8715 | 165400 | SH | SOLE |
| DEVON ENERGY | COM | 25179M103 | 928 | 28000 | SH | SOLE |
| DOUBLECLICK INC | COM | 258609304 | 635 | 3000 | SH | SOLE |
| DOVER CORP | COM | 260003108 | 1215 | 27000 | SH | SOLE |
| DUPONT E I DE NEMOURS & CO | COM | 263534108 | 708 | 11000 | SH | SOLE |
| DUKE ENERGY CORP | COM | 264399106 | 1327 | 26275 | SH | SOLE |
| DYCOM INDUSTRIES INC | COM | 267475101 | 1323 | 31400 | SH | SOLE |
| EMC CORP/MASS | COM | 268648102 | 910 | 9000 | SH | SOLE |
| E-STAMP | COM | 269154100 | 4316 | 193986 | SH | SOLE |
| EATON CORP | COM | 278058102 | 881 | 12500 | SH | SOLE |
| ECOLAB INC | COM | 278865100 | 1505 | 41600 | SH | SOLE |
| EMERSON ELECTRIC CO | COM | 291011104 | 1467 | 25043 | SH | SOLE |
| ENHANCE FINANCIAL SVCS GROUP | COM | 293310108 | 2422 | 153800 | SH | SOLE |
| ENRON CORP | COM | 293561106 | 1414 | 35307 | SH | SOLE |
| ENTERCOM COMMUNICATIONS CORP [| COM | 293639100 | 1084 | 17300 | SH | SOLE |
| EQUITY RESIDENTIAL PROPERTIES | COM | 29476L107 | 461 | 10800 | SH | SOLE |
| EURONET SERVICES INC. | COM | 298736109 | 3159 | 417900 | SH | SOLE |
| EXXON MOBIL CORPORATION | COM | 30231G102 | 4542 | 54192 | SH | SOLE |
| FAMILY DOLLAR STORES | COM | 307000109 | 1078 | 71300 | SH | SOLE |
| FANNIE MAE | COM | 313586109 | 4115 | 66100 | SH | SOLE |
| FEDERATED DEPT STORES INC NEW | COM | 31410H101 | 1656 | 33665 | SH | SOLE |
| FINOVA GROUP INC | COM | 317928109 | 4169 | 122400 | SH | SOLE |
| FIRST DATA CORP | COM | 319963104 | 2373 | 47500 | SH | SOLE |
| FIRSERV INC | COM | 337738108 | 1711 | 43650 | SH | SOLE |
| FLEET BOSTON FINANCIAL CORP | COM | 339030108 | 3622 | 101260 | SH | SOLE |

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|--------------------------------|---------|-----------|---------|----------|-----|------|
| FORD MOTOR CO DEL | COM | 345370100 | 1171 | 22170 | SH | SOLE |
| FOUNDATION HEALTH SYSTEMS | COM | 350404109 | 1065 | 110700 | SH | SOLE |
| FURNITURE BRANDS INTL INC | COM | 360921100 | 1248 | 60500 | SH | SOLE |
| GANNETT CO | COM | 364730101 | 1576 | 19871 | SH | SOLE |
| GATEWAY INC | COM | 367626108 | 7784 | 110900 | SH | SOLE |
| GENERAL DYNAMICS | COM | 369550108 | 950 | 18500 | SH | SOLE |
| GENERAL MOTORS CORP | COM | 370442105 | 2643 | 36300 | SH | SOLE |
| GREENPOINT FINANCIAL CORP | COM | 395384100 | 1294 | 53900 | SH | SOLE |
| HEALTH & REHABILITATION | COM | 40426W101 | 310 | 34000 | SH | SOLE |
| HADCO CORP | COM | 404681108 | 1487 | 30900 | SH | SOLE |
| HALLIBURTON COMPANY | COM | 406216101 | 646 | 16422 | SH | SOLE |
| HARLEY-DAVIDSON INC | COM | 412822105 | 960 | 15600 | SH | SOLE |
| HARRAHS ENTERTAINMENT INC | COM | 413619107 | 1514 | 59800 | SH | SOLE |
| HARTFORD LIFE-CL A | COM | 416592103 | 1326 | 33100 | SH | SOLE |
| HEALTHSOUTH CORPORATION | CV BOND | 421924AF8 | 18624 | 24750000 | P | SOLE |
| HEINZ (H J) CO | COM | 423074103 | 911 | 22500 | SH | SOLE |
| HEWLETT PACKARD CO | COM | 428236103 | 2127 | 18885 | SH | SOLE |
| HOLLYWOOD ENTERTAINMENT CORP | COM | 436141105 | 2182 | 146100 | SH | SOLE |
| HOLLYWOOD PARK INC | COM | 436255103 | 2555 | 121300 | SH | SOLE |
| HOME DEPOT INC | COM | 437076102 | 12013 | 123688 | SH | SOLE |
| HOMESTORE | COM | 437852106 | 295277 | 2952774 | SH | SOLE |
| HONEYWELL INTERNATIONAL INC | COM | 438516106 | 826 | 15000 | SH | SOLE |
| ICG COMMUNICATIONS INC | COM | 449246107 | 2483 | 138400 | SH | SOLE |
| IMS HEALTH INC | COM | 449934108 | 286 | 11000 | SH | SOLE |
| IXL ENTERPRISES | COM | 450718101 | 177625 | 3200458 | SH | SOLE |
| IDEXX LABORATORIES INC | COM | 45168D104 | 575 | 33800 | SH | SOLE |
| IMMUNEX CORP | COM | 452528102 | 1478 | 14800 | SH | SOLE |
| INSIGHT COMMUNICATIONS INC | COM | 45768V108 | 1059 | 38700 | SH | SOLE |
| INTEL CORP | COM | 458140100 | 3076 | 37000 | SH | SOLE |
| INTERACTIVE PICTURES | COM | 45839N101 | 26717 | 1119029 | SH | SOLE |
| INTERNATIONL BUSINESS MACHINES | COM | 459200101 | 6300 | 58000 | SH | SOLE |
| INTERNET CAPITAL GROUP | COM | 46059C106 | 1808959 | 10640934 | SH | SOLE |
| INTERPUBLIC GROUP COS | COM | 460690100 | 420 | 8000 | SH | SOLE |
| INTEVAC INC | CV BOND | 461148AC2 | 569 | 1000000 | PRN | SOLE |
| INTUIT INC | COM | 461202103 | 2202 | 37600 | SH | SOLE |
| I 2 TECHNOLOGY INC | COM | 465754109 | 1147 | 5800 | SH | SOLE |
| JABIL CIRCUIT INC | COM | 466313103 | 3053 | 40500 | SH | SOLE |
| JAZZTEL | COM | 47214R152 | 74123 | 1138159 | SH | SOLE |
| JUNIPER NETWORKS INC | COM | 48203R104 | 680 | 2104 | SH | SOLE |
| KEYNOTE SYSTEMS | COM | 493308100 | 116799 | 1583710 | SH | SOLE |
| LSI LOGIC CORP | COM | 502161102 | 826 | 12800 | SH | SOLE |
| LADISH COMPANY INC | COM | 505754200 | 419 | 59833 | SH | SOLE |
| LAM RESEARCH CORPORATION | COM | 512807108 | 963 | 8900 | SH | SOLE |
| LAUDER ESTEE COMPANY | COM | 518439104 | 1078 | 22000 | SH | SOLE |
| LAUNCH MEDIA | COM | 518567102 | 14855 | 784313 | SH | SOLE |
| LEGATO SYSTEMS INC | COM | 524651106 | 991 | 12500 | SH | SOLE |
| LILLY (ELI) & CO | COM | 532457108 | 411 | 6000 | SH | SOLE |
| LINENS 'N THINGS | COM | 535679104 | 1059 | 42800 | SH | SOLE |
| LODGIAN | COM | 54021P106 | 78 | 15672 | SH | SOLE |
| LOWES CO INC | COM | 548661107 | 1539 | 26275 | SH | SOLE |
| M&T BANK CORPORATION | COM | 55261F104 | 1191 | 2850 | SH | SOLE |
| MBNA CORP | COM | 55262L100 | 2386 | 90250 | SH | SOLE |
| MCI WORLDCOM INC | COM | 55268B106 | 5188 | 64055 | SH | SOLE |
| MGIC INVESTMENT CORP | COM | 552848103 | 3485 | 56900 | SH | SOLE |
| MACROMEDIA INC | COM | 556100105 | 933 | 11500 | SH | SOLE |
| MAGNA INTERNATIONAL | COM | 559222401 | 453 | 10000 | SH | SOLE |
| MANDALAY RESORT GROUP | COM | 562567107 | 3320 | 152200 | SH | SOLE |
| MARKETING SERVICES | COM | 570907105 | 72213 | 4311220 | SH | SOLE |
| MARSH & MCLENNAN COS | COM | 571748102 | 1637 | 17000 | SH | SOLE |
| MARSHALL & ILSLEY CORP | COM | 571834100 | 864 | 14200 | SH | SOLE |
| MARTIN MARIETTA MATERIALS | COM | 573284106 | 826 | 20000 | SH | SOLE |
| MATTEL INC | COM | 577081102 | 1319 | 102920 | SH | SOLE |

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|-------------------------------|---------|-----------|---------|----------|-----|------|
| MAXIM INTEGRATED PRODUCTS | COM | 57772K101 | 1167 | 25100 | SH | SOLE |
| MCDONALD'S CORPORATION | COM | 580135101 | 810 | 20000 | SH | SOLE |
| MCKESSON HBOC INC | COM | 58155Q103 | 2278 | 108800 | SH | SOLE |
| MCLEOD INC | COM | 582266102 | 1207 | 20400 | SH | SOLE |
| MEDIMMUNE INC | COM | 584699102 | 2205 | 14700 | SH | SOLE |
| MERCK & CO. INC | COM | 589331107 | 2617 | 37524 | SH | SOLE |
| METAMOR WORLDWIDE | COM | 59133P100 | 33958 | 1186300 | SH | SOLE |
| MICROFIELD GRAPHICS | COM | 59506W104 | 4 | 34239 | SH | SOLE |
| MICROSOFT CORP | COM | 594918104 | 2661 | 22662 | SH | SOLE |
| MODCOAST ENERGY RESOURCES | COM | 59563W104 | 202 | 12383 | SH | SOLE |
| MODIS PROFESSIONAL SERVICES | COM | 607830106 | 2394 | 163700 | SH | SOLE |
| MORGAN STANLEY DEAN WITTER | COM | 617446448 | 993 | 7554 | SH | SOLE |
| MURPHY OIL CORP | COM | 626717102 | 844 | 14800 | SH | SOLE |
| NABI INC | CV BOND | 628716AB8 | 1213 | 1500000 | PRN | SOLE |
| NTL INCORPORATED | COM | 629407107 | 1088 | 8600 | SH | SOLE |
| NATL COMMERCE BANCORPORATION | COM | 635449101 | 1084 | 46200 | SH | SOLE |
| NATIONAL SERVICE INDS INC | COM | 637657107 | 285 | 9853 | SH | SOLE |
| NET2PHONE | COM | 64108N106 | 106682 | 2322333 | SH | SOLE |
| NEWMONT MINING | COM | 651639106 | 295 | 12500 | SH | SOLE |
| NEXTEL COMMUNICATIONS INC A | COM | 65332V103 | 6111 | 58200 | SH | SOLE |
| NOBLE AFFILIATES INC | COM | 654894104 | 691 | 27285 | SH | SOLE |
| NOBLE DRILLING CORP | COM | 655042109 | 1528 | 49300 | SH | SOLE |
| NORTH FORK BANCORPORATION | COM | 659424105 | 1053 | 60600 | SH | SOLE |
| NOVASTAR FINANCIAL | COM | 669947400 | 2083 | 666666 | SH | SOLE |
| OMNICOM GROUP CV | COM | 681919106 | 1330 | 13000 | SH | SOLE |
| OMNIPOINT CORP | COM | 68212D102 | 1246 | 12000 | SH | SOLE |
| ON COMMAND (SPECTRAVISION) | COM | 682160106 | 17244 | 932117 | SH | SOLE |
| ON COMMAND (SPECTRAVISION) | WTS | 682160122 | 1818 | 296900 | SH | SOLE |
| PE CORP | COM | 69332S102 | 1737 | 15700 | SH | SOLE |
| PMC - SIERRA INC | COM | 69344F106 | 1656 | 11400 | SH | SOLE |
| PNC BANK CORP | COM | 693475105 | 1388 | 31500 | SH | SOLE |
| PAINE WEBBER GROUP INC | COM | 695629105 | 1223500 | 31523600 | SH | SOLE |
| PEREGRINE SYSTEMS INC | COM | 71366Q101 | 839 | 11200 | SH | SOLE |
| PERKINELMER INC | COM | 714046109 | 1155 | 28738 | SH | SOLE |
| PHARMACIA & UPJOHN INC | COM | 716941109 | 1650 | 34919 | SH | SOLE |
| PHARMOR | WTS | 717113112 | 74 | 131664 | SH | SOLE |
| PHARMOR | COM | 717113203 | 273 | 99299 | SH | SOLE |
| PHILIP MORRIS COS INC | COM | 718154107 | 527 | 22500 | SH | SOLE |
| PHONE.COM INC | COM | 71920Q100 | 733 | 6200 | SH | SOLE |
| PILOT NETWORKS | COM | 721596104 | 7200 | 300000 | SH | SOLE |
| PITNEY BOWES INC | COM | 724479100 | 789 | 17500 | SH | SOLE |
| SWING-N-SLIDE CORP | COM | 72811G102 | 285 | 40388 | SH | SOLE |
| PRAXAIR INC | COM | 74005P104 | 1056 | 22300 | SH | SOLE |
| PRIME RETAIL INC | COM | 741570105 | 693 | 87264 | SH | SOLE |
| PROCTER & GAMBLE CO | COM | 742718109 | 2661 | 24304 | SH | SOLE |
| PROXICOM | COM | 744282104 | 61313 | 493224 | SH | SOLE |
| QUINTUS | COM | 748798105 | 26126 | 569509 | SH | SOLE |
| RADIAN GROUP INC | COM | 750236101 | 1508 | 31500 | SH | SOLE |
| RADIO ONE INC | COM | 75040P108 | 867 | 9800 | SH | SOLE |
| RATIONAL SOFTWARE CORPORATION | COM | 75409P202 | 2467 | 50100 | SH | SOLE |
| RECKSON | COM | 75621K106 | 1597 | 77938 | SH | SOLE |
| REPUBLIC SERVICES INC. | COM | 760759100 | 1394 | 111500 | SH | SOLE |
| ROCHESTER G & E | COM | 771367109 | 390 | 15000 | SH | SOLE |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 2795 | 55000 | SH | SOLE |
| SCI SYSTEMS INC | COM | 783890106 | 1436 | 17300 | SH | SOLE |
| SANMINA CORP | COM | 800907107 | 1192 | 11400 | SH | SOLE |
| SARA LEE CORP | COM | 803111103 | 1891 | 86215 | SH | SOLE |
| SAWTEK INC | COM | 805468105 | 258 | 4100 | SH | SOLE |
| SCHLUMBERGER LTD | COM | 806857108 | 1315 | 22170 | SH | SOLE |
| SEALED AIR CORP | COM | 81211K100 | 760 | 15400 | SH | SOLE |
| SIEBEL SYSTEMS INC | COM | 826170102 | 2583 | 29000 | SH | SOLE |
| SMITH INTERNATIONAL INC | COM | 832110100 | 1211 | 24800 | SH | SOLE |

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|------------------------------|---------|-----------|--------|----------|-----|------|
| SOLITRON DEVICES, INC. | COM | 834256208 | 31 | 33048 | SH | SOLE |
| SPANISH BROADCASTING SYS | COM | 846425882 | 1676 | 44400 | SH | SOLE |
| SPEEDWAY MOTORSPORTS INC | COM | 847788106 | 476 | 17700 | SH | SOLE |
| STANDARD CHEMICAL CORP | CV BOND | 853258AA9 | 332 | 644000 | PRN | SOLE |
| STAR MEDIA | COM | 855546107 | 59942 | 1496213 | SH | SOLE |
| STARWOOD HOTELS & RESORTS | COM | 85590A203 | 790 | 36300 | SH | SOLE |
| STEEL DYNAMICS | COM | 858119100 | 69499 | 4310000 | SH | SOLE |
| STORAGE TECHNOLOGY CORP | COM | 862111200 | 1475 | 86151 | SH | SOLE |
| SUN INC | CV BOND | 866762AG2 | 433 | 500000 | PRN | SOLE |
| SUN MICROSYSTEMS | COM | 866810104 | 1061 | 14000 | SH | SOLE |
| SUNGARD DATA SYSTEMS INC | COM | 867363103 | 3107 | 135100 | SH | SOLE |
| SYBASE INC | COM | 871130100 | 723 | 46300 | SH | SOLE |
| SYKES ENTERPRISES INC | COM | 871237103 | 996 | 23000 | SH | SOLE |
| SYMANTEC CORP | COM | 871503108 | 733 | 11500 | SH | SOLE |
| SYMBOL TECHNOLOGIES INC | COM | 871508107 | 2980 | 50400 | SH | SOLE |
| SYNOPSIS INC | COM | 871607107 | 1613 | 25454 | SH | SOLE |
| TMP WORLDWIDE INC | COM | 872941109 | 1045 | 7200 | SH | SOLE |
| TALK.COM INC | COM | 874264104 | 3428 | 191800 | SH | SOLE |
| TELEPHONE AND DATA SYSTEMS | COM | 879433100 | 1565 | 13000 | SH | SOLE |
| TELESCAN | COM | 879516102 | 57555 | 2331348 | SH | SOLE |
| TELLABS INC | COM | 879664100 | 302 | 4500 | SH | SOLE |
| TERADYNE INC | COM | 880770102 | 1594 | 27900 | SH | SOLE |
| TEXACO INC | COM | 881694103 | 901 | 16422 | SH | SOLE |
| TEXTRON INC | COM | 883203101 | 584 | 8000 | SH | SOLE |
| TIFFANY & CO | COM | 886547108 | 1623 | 19500 | SH | SOLE |
| TOSCO CORP | COM | 891490302 | 686 | 26000 | SH | SOLE |
| TOYS "R" US INC | COM | 892335100 | 2400 | 171400 | SH | SOLE |
| U. S. BANCORP | COM | 902973106 | 707 | 30000 | SH | SOLE |
| U. S. FOODSERVICE | COM | 90331R101 | 2077 | 136200 | SH | SOLE |
| UNIROYAL TECHNOLOGY CORP | COM | 909163107 | 651 | 25534 | SH | SOLE |
| UNISYS CORP | COM | 909214108 | 999 | 32500 | SH | SOLE |
| UNITED HEALTHCARE CORP | COM | 910581107 | 4279 | 84000 | SH | SOLE |
| US WEST INC | COM | 91273H101 | 1168 | 16000 | SH | SOLE |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 978 | 16422 | SH | SOLE |
| UNIVISION COMMUNICATIONS - A | COM | 914906102 | 1732 | 17400 | SH | SOLE |
| UNUMPROVIDENT CORP | COM | 91529Y106 | 1030 | 34466 | SH | SOLE |
| VALASSIS COMMUNICATIONS INC | COM | 918866104 | 735 | 17500 | SH | SOLE |
| VALUEVISION | COM | 92047K107 | 611751 | 10674418 | SH | SOLE |
| VERITAS SOFTWARE CORPORATION | COM | 923436109 | 730 | 5100 | SH | SOLE |
| VISX INC | COM | 92844S105 | 541 | 10100 | SH | SOLE |
| VITESSE SEMICONDUCTOR CORP | COM | 928497106 | 1626 | 31500 | SH | SOLE |
| WMF GROUP | COM | 929289106 | 120 | 20833 | SH | SOLE |
| WMX TECHNOLOGIES | CV BOND | 92929QAF4 | 2449 | 3000000 | PRN | SOLE |
| WALMART STORES INC | COM | 931142103 | 2235 | 33172 | SH | SOLE |
| WASHINGTON MUTUAL INC | COM | 939322103 | 2761 | 106180 | SH | SOLE |
| WASTE MANAGEMENT | COM | 94106L109 | 2760 | 185517 | SH | SOLE |
| WATERS CORPORATION | COM | 941848103 | 593 | 12500 | SH | SOLE |
| WELLPOINT HEALTH NETWORKS | COM | 94973H108 | 2391 | 37000 | SH | SOLE |
| WELLS FARGO COMPANY | COM | 949746101 | 415 | 10000 | SH | SOLE |
| WESTVACO CORP | COM | 961548104 | 1307 | 41000 | SH | SOLE |
| WORLD WRESTLING FED ENTMNT | COM | 98156Q108 | 234 | 15400 | SH | SOLE |
| YOUNG & RUBICAM INC | COM | 987425105 | 2227 | 37700 | SH | SOLE |
| ZIFF DAVIS INC | COM | 989511209 | 623 | 27600 | SH | SOLE |
| ZIONS BANCORPORATION | COM | 989701107 | 1882 | 28200 | SH | SOLE |
| BULL RUN | COM | 120182100 | 9448 | 1608251 | SH | SOLE |
| CNET | COM | 12613R104 | 184506 | 3251200 | SH | SOLE |
| DIGITAL ISLAND | COM | 25385N101 | 88911 | 934678 | SH | SOLE |
| HOOVER'S | COM | 439321100 | 1803 | 206045 | SH | SOLE |
| I-VILLAGE | COM | 46588H105 | 37220 | 1838009 | SH | SOLE |
| LYCOS | COM | 550818108 | 580 | 10594 | SH | SOLE |
| MAIL.COM | CL A | 560311102 | 13500 | 720000 | SH | SOLE |
| WHITTMAN-HART | COM | 566244109 | 24791 | 462295 | SH | SOLE |

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| PREVIEW TRAVEL | COM | 74137R101 | 448 | 8591 | SH | SOLE |
| PROMOTION.COM | COM | 74341U106 | 3292 | 166667 | SH | SOLE |
| TODAYS MAN | COM | 888910205 | 14 | 22140 | SH | SOLE |
| WINK | COM | 974168106 | 66441 | 1106250 | SH | SOLE |
| GEMSTAR INTL GROUP LTD | COM | G3788V106 | 650 | 10130 | SH | SOLE |
| ROYAL CARIBBEAN CRUISE LINE | COM | V7780T103 | 515 | 11102 | SH | SOLE |
| AT AND T CORP | COM | 001957109 | 26380 | 494250 | SH | SOLE |
| AT AND T CORP | COM | 001957208 | 8389 | 174770 | SH | SOLE |
| ABBOTT LABORATORIES | COM | 002824100 | 21783 | 599879 | SH | SOLE |
| ADOBE SYSTEMS INC | COM | 00724F101 | 534 | 8374 | SH | SOLE |
| AIR PRODUCTS AND CHEMICALS INC | COM | 009158106 | 13473 | 435500 | SH | SOLE |
| AMERICAN ONLINE | COM | 02364J104 | 586 | 6864 | SH | SOLE |
| AMERICAN EXPRESS COMPANY | COM | 025816109 | 17105 | 111800 | SH | SOLE |
| AMERICAN HOME PRODUCTS CORP | COM | 026609107 | 12315 | 272900 | SH | SOLE |
| AMERICAN INTERNATIONAL GROUP | COM | 026874107 | 20340 | 190200 | SH | SOLE |
| ANALOG DEVICES | COM | 032654105 | 7948 | 105100 | SH | SOLE |
| ANHEUSER BUSCH COS. INC | COM | 035229103 | 23003 | 320600 | SH | SOLE |
| APPLE COMPUTER INC. | COM | 037833100 | 513 | 5221 | SH | SOLE |
| APPLIED MATERIALS INC | COM | 038222105 | 634 | 5732 | SH | SOLE |
| ASSOCIATES FIRST CAPITAL CORP | COM | 046008108 | 1882 | 65456 | SH | SOLE |
| AUTOMATIC DATA PROCESSING INC | COM | 053015103 | 38484 | 758300 | SH | SOLE |
| AVON PRODUCTS INC | COM | 054303102 | 6283 | 204744 | SH | SOLE |
| BANK OF AMERICA CORP | COM | 060505104 | 29522 | 589700 | SH | SOLE |
| BELL ATLANTIC CORP | COM | 077853109 | 8562 | 133000 | SH | SOLE |
| BERKSHIRE HATHAWAY | COM | 084670207 | 12666 | 7313 | SH | SOLE |
| BRISTOL-MYERS SQUIBB COMPANY | COM | 110122108 | 34121 | 532100 | SH | SOLE |
| BURLINGTON NORTHERN SANTA FE | COM | 12189T104 | 14081 | 506297 | SH | SOLE |
| BURLINGTON RESOURCES INC | COM | 122014103 | 8181 | 251725 | SH | SOLE |
| CBS CORPORATION | COM | 12490K107 | 18585 | 328944 | SH | SOLE |
| CMGI INC | COM | 125750109 | 690 | 3112 | SH | SOLE |
| CSC HOLDINGS INC SERIES M | PFD | 126304401 | 2658 | 24211 | SH | SOLE |
| CVS CORPORATION | COM | 126650100 | 2804 | 88500 | SH | SOLE |
| CARDINAL HEALTH INC | COM | 14149Y108 | 22654 | 488500 | SH | SOLE |
| CENDANT CORPORATION | COM | 151313103 | 1479 | 65383 | SH | SOLE |
| CHASE MANHATTAN CORP | COM | 16161A108 | 23917 | 318100 | SH | SOLE |
| CHINA TELECOM | COM | 169428109 | 432 | 5600 | SH | SOLE |
| CISCO SYSTEMS INC | COM | 17275R102 | 34105 | 348457 | SH | SOLE |
| CITIGROUP INC. | COM | 172967101 | 45343 | 841641 | SH | SOLE |
| COFLEXIP SAADR | COM | 192384105 | 998 | 30266 | SH | SOLE |
| COLGATE-PALMOLIVE COMPANY | COM | 194162103 | 9767 | 167310 | SH | SOLE |
| COMCAST CORPORATION | COM | 200300200 | 29995 | 592500 | SH | SOLE |
| COMVERSE TECHNOLOGY INC | COM | 205862402 | 2729 | 21489 | SH | SOLE |
| COX COMMUNICATIONS | COM | 224044107 | 592 | 12168 | SH | SOLE |
| DANIELSON HOLDING CORP | COM | 236274106 | 87 | 17489 | SH | SOLE |
| DAYTON HUDSON CORPORATION | COM | 239753106 | 19871 | 266283 | SH | SOLE |
| DELL COMPUTER | COM | 247025109 | 5258 | 117000 | SH | SOLE |
| DESC SA DE C.V.ADR | COM | 250309101 | 639 | 32938 | SH | SOLE |
| DEUTSCHE TELEKOM | COM | 251566105 | 578 | 9999 | SH | SOLE |
| DOVER CORPORATION | COM | 260003108 | 23636 | 504900 | SH | SOLE |
| DUPONT EI DE NEMOURS CO. | COM | 263534109 | 12083 | 185000 | SH | SOLE |
| ECI TELECOMMUNICATIONS | COM | 268258100 | 2779 | 92633 | SH | SOLE |
| EMC CORPORATION | COM | 268648102 | 8028 | 84393 | SH | SOLE |
| EL PASO ENERGY CORP | COM | 283905107 | 3245 | 89222 | SH | SOLE |
| EMERSON ELECTRIC COMPANY | COM | 291011104 | 25030 | 422000 | SH | SOLE |
| EQUIFAX INC | COM | 294429105 | 27330 | 1260182 | SH | SOLE |
| ERICSSON | COM | 294821400 | 338 | 9262 | SH | SOLE |
| EXXON CORPORATION | COM | 302290101 | 54940 | 656005 | SH | SOLE |
| FANNIE MAE | COM | 313586109 | 30682 | 506100 | SH | SOLE |
| FIRST DATA CORPORATION | COM | 319963104 | 50848 | 1116000 | SH | SOLE |
| GTE CORPORATION | COM | 362320103 | 4560 | 61619 | SH | SOLE |
| GANNETT CO. INC | COM | 364730101 | 21675 | 282875 | SH | SOLE |
| GLOBAL TELESYSTEMS GROUP | COM | 37936U104 | 342 | 10600 | SH | SOLE |

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| GOLDMAN SACHS GP | COM | 38141G104 | 589 | 7494 | SH | SOLE |
| GRUPO CARSO SA DE CVADR | COM | 400485207 | 1081 | 109056 | SH | SOLE |
| GRUPO TELEVISIA SA-SPONS GDR | COM | 40049J206 | 1159 | 30692 | SH | SOLE |
| HALLIBURTON CO | COM | 406216101 | 2747 | 74000 | SH | SOLE |
| HELLENIC TELECOMMUNICATION ADR | COM | 423325307 | 590 | 43799 | SH | SOLE |
| HOME DEPOT INC | COM | 437076102 | 14056 | 145371 | SH | SOLE |
| HONEYWELLLL INTL INC | COM | 438516106 | 34277 | 555100 | SH | SOLE |
| HUBBELL INC | COM | 443510201 | 17623 | 639395 | SH | SOLE |
| INFINITY BROADCASTING CORP | COM | 45662S102 | 586 | 15722 | SH | SOLE |
| INTEL CORPORATION | COM | 458140100 | 40286 | 502000 | SH | SOLE |
| IBM CORP | COM | 459200101 | 33938 | 311000 | SH | SOLE |
| INTERNET CAPITAL GROUP | COM | 46059C106 | 573 | 5096 | SH | SOLE |
| INTERPUBLIC GROUP OF COS. INC | COM | 460690100 | 29108 | 509000 | SH | SOLE |
| ISPAT INTL NV | COM | 464899103 | 526 | 42153 | SH | SOLE |
| JDS UNIPHASE CORP | COM | 46612J101 | 611 | 2447 | SH | SOLE |
| JOHNSON AND JOHNSON | COM | 478160104 | 27451 | 290100 | SH | SOLE |
| JUNIPER NETWORKS INC. | COM | 48203R104 | 606 | 1915 | SH | SOLE |
| KANSAS CITY SOUTHERN | COM | 485170104 | 544 | 9083 | SH | SOLE |
| KIMBERLY-CLARK | COM | 494368103 | 27215 | 424400 | SH | SOLE |
| KNIGHT-RIDDER INC | COM | 499040103 | 9307 | 162388 | SH | SOLE |
| KOREA TELECOM | COM | 50063P103 | 757 | 22556 | SH | SOLE |
| LEHMAN BROTHERS HOLDINGS | COM | 524908100 | 577 | 7312 | SH | SOLE |
| LIBERTY DIGITAL INC. | COM | 530436104 | 622 | 10720 | SH | SOLE |
| LOEWS CORPORATION | COM | 540424108 | 7840 | 130945 | SH | SOLE |
| MCI WORLDCOM INC | COM | 55268B106 | 17332 | 223638 | SH | SOLE |
| MANDALAY RESORT GROUP | COM | 562567107 | 2471 | 113593 | SH | SOLE |
| MARSH AND MCLENNAN COS. INC | COM | 571748102 | 36399 | 438548 | SH | SOLE |
| MARTIN MARIETTA MATERIALS INC | COM | 573284106 | 4177 | 109742 | SH | SOLE |
| MASCO CORPORATION | COM | 574599106 | 14860 | 592931 | SH | SOLE |
| MASSTOR SYSTEMS CORP | COM | 576300107 | 1 | 12785 | SH | SOLE |
| MCDONALD'S CORPORATION | COM | 580135101 | 9528 | 227867 | SH | SOLE |
| MCLEOD USA | COM | 58319P108 | 777 | 13392 | SH | SOLE |
| MEADOWBROOK INSURANCE GROUP | COM | 58319P108 | 1355 | 246448 | SH | SOLE |
| MERCK AND CO. INC | COM | 589331107 | 32814 | 473000 | SH | SOLE |
| MERRILL LYNCH | COM | 590188108 | 581 | 7402 | SH | SOLE |
| MICROSOFT CORPORATION | COM | 594918104 | 43519 | 382792 | SH | SOLE |
| MOLEX INCORPORATED | COM | 608554200 | 4151 | 97246 | SH | SOLE |
| MORGAN STANLEY DEAN WITTER | COM | 617446448 | 568 | 4543 | SH | SOLE |
| NTL INC | COM | 629407107 | 47494 | 439000 | SH | SOLE |
| NABORS INDUSTRIES INC | COM | 629568106 | 14589 | 531700 | SH | SOLE |
| NEXTEL COMMUNICATIONS | COM | 65332V103 | 511 | 5499 | SH | SOLE |
| NIPPON TELEGRAPH & TELEPHONE | COM | 654624105 | 542 | 6795 | SH | SOLE |
| NORTEL NETWORK CORP | COM | 656569100 | 1363 | 15142 | SH | SOLE |
| NORTHERN TELECOM LIMITED | COM | 665815106 | 2998 | 33312 | SH | SOLE |
| ORACLE CORPORATION | COM | 68389X105 | 786 | 8776 | SH | SOLE |
| PEPSICO INC | COM | 713448108 | 17092 | 500856 | SH | SOLE |
| PHARMACIA AND UPJOHN INC | COM | 716941109 | 4500 | 84913 | SH | SOLE |
| PFIZER INC | COM | 717081103 | 14831 | 439432 | SH | SOLE |
| PHILIP MORRIS COMPANIES INC | COM | 718154107 | 7608 | 326365 | SH | SOLE |
| PITNEY BOWES INC | COM | 724479100 | 28031 | 644400 | SH | SOLE |
| POHANG IRON & STEEL | COM | 730450103 | 568 | 15720 | SH | SOLE |
| PROCTER AND GAMBLE COMPANY | COM | 742718109 | 15945 | 145121 | SH | SOLE |
| QUALCOMM INC | COM | 747525103 | 676 | 1540 | SH | SOLE |
| REALNETWORK, INC | COM | 75605L104 | 597 | 3872 | SH | SOLE |
| SBC COMMUNICATIONS | COM | 78387G103 | 29125 | 568300 | SH | SOLE |
| SARA LEE CORP | COM | 803111103 | 5058 | 226034 | SH | SOLE |
| SCHLUMBERGER LIMITED | COM | 806857108 | 26135 | 457000 | SH | SOLE |
| SEARS ROEBUCK AND CO | COM | 812387108 | 5296 | 169822 | SH | SOLE |
| SIEBEL SYSTEMS INC. | COM | 826170102 | 693 | 8150 | SH | SOLE |
| SONY CORP | COM | 835699307 | 501 | 3184 | SH | SOLE |
| SPRINT CORPORATIONPCS GROUP | COM | 852061506 | 628 | 6318 | SH | SOLE |
| ST MICROELECTRONICS | COM | 861012102 | 1105 | 7958 | SH | SOLE |

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| SUN MICROSYSTEMS INC | COM | 866810104 | 635 | 8468 | SH | SOLE |
| SYBRON INTERNATIONAL CORP | COM | 87114F106 | 1716 | 74591 | SH | SOLE |
| TAIWAN SEMICONDUCTOR MFG LTDADR | COM | 874039100 | 4185 | 158640 | SH | SOLE |
| TANDY CORP | COM | 875382103 | 497 | 7529 | SH | SOLE |
| TEKSCAN INC. | COM | 879128205 | 3688 | 625000 | SH | SOLE |
| TEVA PHARMACEUTICAL INDUSTRIES | COM | 881624209 | 1593 | 34750 | SH | SOLE |
| TIME WARNER INC | COM | 887315109 | 13552 | 206500 | SH | SOLE |
| UNIBANCO-UNIAO DE BANCOS BRASL | COM | 90458E107 | 988 | 41386 | SH | SOLE |
| UNISYS CORPORATION | COM | 909214108 | 19755 | 658500 | SH | SOLE |
| UNITED PAN EUROPE | COM | 911300200 | 501 | 6064 | SH | SOLE |
| UNIVISION COMMUNICATIONS | COM | 914906102 | 608 | 6589 | SH | SOLE |
| UNOCAL CORPORATION | COM | 915289102 | 1331 | 38800 | SH | SOLE |
| VERITAS SOFTWARE CORP | COM | 923436109 | 664 | 5872 | SH | SOLE |
| VODAPHONE GROUP PLC ADR | COM | 92857T107 | 11576 | 253300 | SH | SOLE |
| WAL-MART STORES | COM | 931142103 | 38625 | 566975 | SH | SOLE |
| WASTE MANAGEMENT INC | COM | 94106L109 | 7020 | 475939 | SH | SOLE |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 26367 | 760140 | SH | SOLE |
| XEROX CORP | COM | 984121103 | 2803 | 127408 | SH | SOLE |