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GENWORTH FINANCIAL INC
Form 13F-HR/A
December 30, 2005

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

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2005

Check here if Amendment ; Amendment Number: 01

This Amendment (Check only one.): is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Genworth Financial, Inc.
Address: 6620 West Broad Street
Richmond, Virginia 23230

Form 13F File Number: 28-11523

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Patricia Merrill
Title: Senior Counsel
Phone: (804)662-2711

Signature, Place, and Date of Signing:

/s/ Patricia Merrill

Richmond, Virginia

December 29, 2005

[Signature]

[City, State]

[Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: NONE

FORM 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers:	1
Form 13F Information Table Entry Total:	518 lines
Form 13F Information Table Value Total:	1,533,122
	(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No. Form 13F File Number	Name
01 28-11546	GE Private Asset Management, Inc.

[Repeat as necessary.]

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER
3M CO	COM	88579Y101	4,964	67,672	SH	Sole	0
ABBAY NATL PLC	ADR PRF B7.375	002920700	451	16,908	SH	Sole	0
ACCENTURE LTD BERMUDA	CL A	G1150G111	3,735	146,713	SH	Sole	0
ACCO BRANDS CORP	COM	00081T108	112	3,976	SH	Sole	0
ACE LTD	ORD	G0070K103	3,745	79,564	SH	Sole	0
ACM MANAGED INCOME FD INC	COM	000919100	2,805	774,789	SH	Sole	0
ADVANCE AUTO PARTS INC	COM	00751Y106	502	12,979	SH	Sole	0
ADVANCED MICRO DEVICES INC	COM	007903107	6,754	267,998	SH	Sole	0
AEROPOSTALE	COM	007865108	306	14,422	SH	Sole	0
AES CORP	COM	00130H105	11,043	672,094	SH	Sole	0
AFFILIATED COMPUTER SERVICES	CL A	008190100	2,259	41,368	SH	Sole	0
AFFILIATED MANAGERS GROUP	COM	008252108	8,274	114,244	SH	Sole	0
AFLAC INC	COM	001055102	11,250	248,337	SH	Sole	0
AGCO CORP	COM	001084102	5,102	280,356	SH	Sole	0
AGILENT TECHNOLOGIES INC	COM	00846U101	1	38	SH	Sole	0
AGL RES INC	COM	001204106	152	4,101	SH	Sole	0
AGNICO EAGLE MINES LTD	COM	008474108	1	100	SH	Sole	0
ALCAN INC	COM	013716105	2,901	91,426	SH	Sole	0
ALCATEL	SPONSORED ADR	013904305	465	34,636	SH	Sole	0
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	1,692	54,610	SH	Sole	0
ALLERGAN INC	COM	018490102	2,696	29,431	SH	Sole	0
ALLIANCE WORLD DLR GV FD II	COM	01879R106	3,757	298,423	SH	Sole	0
ALLIANCE WORLD DLR GV FD INC	COM	018796102	159	12,626	SH	Sole	0
ALLIANZ AKTIENGESELLSCHAFT	SP ADR 1/10 SH	018805101	3,220	238,370	SH	Sole	0

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
ALTERA CORP	COM	021441100	4,259	222,874	SH		Sole	0
ALTRIA GROUP INC	COM	02209S103	10,716	145,378	SH		Sole	0
AMB PROPERTY CORP	COM	00163T109	3,244	72,239	SH		Sole	0
AMBAC FINL GROUP INC	COM	023139108	5,014	69,579	SH		Sole	0
AMCOR LTD	ADR NEW	02341R302	2,389	117,103	SH		Sole	0
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	4	170	SH		Sole	0
AMERICAN CAPITAL STRATEGIES	COM	024937104	433	11,818	SH		Sole	0
AMERICAN EXPRESS CO	COM	025816109	4,158	72,397	SH		Sole	0
AMERICAN INTL GROUP INC	COM	026874107	9,668	156,042	SH		Sole	0
AMGEN INC	COM	031162100	2,931	36,784	SH		Sole	0
ANALOG DEVICES INC	COM	032654105	4,200	113,094	SH		Sole	0
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	3,646	85,901	SH		Sole	0
ANHEUSER BUSCH COS INC	COM	035229103	6,487	150,713	SH		Sole	0
ANTEON INTL CORP	COM	03674E108	5,973	139,675	SH		Sole	0
APOLLO GROUP INC	CL A	037604105	8,419	126,811	SH		Sole	0
APPLIED MATLS INC	COM	038222105	4,139	244,071	SH		Sole	0
AQUILA INC	COM	03840P102	201	50,790	SH		Sole	0
ARCHSTONE SMITH TR	COM	039583109	4,575	114,741	SH		Sole	0
ARMOR HOLDINGS INC	COM	042260109	1,727	40,160	SH		Sole	0
ASA BERMUDA LIMITED	COM	G3156P103	5,466	116,813	SH		Sole	0
ASIA PAC FD INC	COM	044901106	2,337	144,151	SH		Sole	0
ASIA TIGERS FD INC	COM	04516T105	570	41,377	SH		Sole	0
ASTA FDG INC	COM	046220109	1,976	65,070	SH		Sole	0
ASTORIA FINL CORP	COM	046265104	1	45	SH		Sole	0
ASTRAZENECA PLC	SPONSORED ADR	046353108	1,587	33,684	SH		Sole	0
AT&T CORP	COM NEW	001957505	5,446	275,067	SH		Sole	0
AUTOLIV INC	COM	052800109	2,430	55,867	SH		Sole	0
AVALONBAY CMNTYS INC	COM	053484101	4,821	56,254	SH		Sole	0
AVAYA INC	COM	53499109	1,484	150,000	SH		Sole	0
AVON PRODS INC	COM	054303102	478	17,719	SH		Sole	0

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
BANK OF AMERICA CORPORATION	COM	060505104	7,010	166,505	SH		Sole	0
BANK NEW YORK INC	COM	064057102	5,061	172,090	SH		Sole	0
BAXTER INTL INC	COM	071813109	5,730	143,706	SH		Sole	0
BEAZER HOMES USA INC	COM	07556Q105	1,695	28,885	SH		Sole	0
BECTON DICKINSON & CO	COM	075887109	641	12,222	SH		Sole	0
BED BATH & BEYOND INC	COM	075896100	6,953	173,035	SH		Sole	0
BHP BILLITON LTD	SPONSORED ADR	088606108	4,833	141,400	SH		Sole	0
BIOGEN IDEC INC	COM	09062X103	3,520	89,157	SH		Sole	0

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BIOSITE INC	COM	090945106	857	13,847	SH	Sole	0
BJ SVCS CO	COM	055482103	1	34	SH	Sole	0
BLACKROCK CA MUN INCOME TR I	COM	09249S100	16	1,139	SH	Sole	0
BLACKROCK FL MUNICIPAL BOND	COM	09249K107	93	5,820	SH	Sole	0
BLACKROCK FLA MUN 2020 TERM	COM SHS	09250M109	90	6,455	SH	Sole	0
BLACKROCK NY MUN INCOME TR I	COM	09249R102	365	26,615	SH	Sole	0
BLOCK H & R INC	COM	093671105	3,681	153,498	SH	Sole	0
BOSTON PROPERTIES INC	COM	101121101	5,184	73,115	SH	Sole	0
BP PLC	SPONSORED ADR	055622104	4,114	58,063	SH	Sole	0
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	710	22,851	SH	Sole	0
BRISTOL MYERS SQUIBB CO	COM	110122108	2,577	107,120	SH	Sole	0
BROOKFIELD PPTYS CORP	COM	112900105	3,819	129,587	SH	Sole	0
C D W CORP	COM	12512N105	392	6,648	SH	Sole	0
CAL DIVE INTL INC	COM	127914109	1,535	24,215	SH	Sole	0
CAMBIOR INC	COM	13201L103	1	500	SH	Sole	0
CAMDEN PPTY TR	SH BEN INT	133131102	3,779	67,791	SH	Sole	0
CANADIAN PAC RY LTD	COM	13645T100	6,468	150,554	SH	Sole	0
CANON INC	ADR	138006309	7,600	140,070	SH	Sole	0
CAPITAL ONE FINL CORP	COM	14040H105	4,426	55,659	SH	Sole	0
CB RICHARD ELLIS GROUP INC	CL A	12497T101	1,070	21,756	SH	Sole	0
CENDANT CORP	COM	151313103	2,361	114,367	SH	Sole	0
CENTERPOINT ENERGY INC	COM	15189T107	4,372	293,987	SH	Sole	0

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
CENTURY ALUM CO	COM	156431108	1,267	56,362	SH		Sole	0
CENTURYTEL INC	COM	156700106	2,754	78,720	SH		Sole	0
CHARMING SHOPPES INC	COM	161133103	752	70,463	SH		Sole	0
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1,022	42,028	SH		Sole	0
CHESAPEAKE ENERGY CORP	COM	165167107	13,745	359,344	SH		Sole	0
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	2,288	6,782	SH		Sole	0
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M109	10	396	SH		Sole	0
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	2,068	54,860	SH		Sole	0
CHUNGHWA TELECOM CO LTD	SPONSORED ADR	17133Q205	1,724	93,128	SH		Sole	0
CIGNA CORP	COM	125509109	8,945	75,894	SH		Sole	0
CIMAREX ENERGY CO	COM	171798101	1,516	33,436	SH		Sole	0
CINERGY CORP	COM	172474108	485	10,912	SH		Sole	0
CISCO SYS INC	COM	17275R102	8,055	449,498	SH		Sole	0
CITIGROUP INC	COM	172967101	10,642	233,777	SH		Sole	0
CITRIX SYS INC	COM	177376100	1	53	SH		Sole	0
CITY NATL CORP	COM	178566105	23	331	SH		Sole	0
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	5,457	165,925	SH		Sole	0
CMS ENERGY CORP	COM	125896100	52	3,191	SH		Sole	0
CNOOC LTD	SPONSORED ADR	126132109	1,601	22,175	SH		Sole	0
COCA COLA CO	COM	191216100	4,229	97,906	SH		Sole	0
COCA-COLA FEMSA S A DE C V	SPON ADR REP L	191241108	2,188	81,905	SH		Sole	0
COHEN & STEERS REIT & UTIL I	COM	19247Y108	453	23,652	SH		Sole	0
COLDWATER CREEK INC	COM	193068103	359	14,226	SH		Sole	0
COLGATE PALMOLIVE CO	COM	194162103	2,996	56,752	SH		Sole	0
COLONIAL BANCGROUP INC	COM	195493309	2,325	103,807	SH		Sole	0
COMCAST CORP NEW	CL A	20030N101	6,717	228,610	SH		Sole	0
COMMERCE BANCORP INC NJ	COM	200519106	276	8,993	SH		Sole	0

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EDISON INTL	COM	281020107	1,523	32,202	SH	Sole	0
EDP ENERGIAS DE PORTUGAL S A	SPONSORED ADR	268353109	156	5,594	SH	Sole	0
EL PASO ELEC CO	COM NEW	283677854	65	3,132	SH	Sole	0
EMERGING MKTS TELECOMNC FD N	COM	290890102	102	9,096	SH	Sole	0
EMULEX CORP	COM NEW	292475209	1,102	54,505	SH	Sole	0
ENEL SOCIETA PER AZIONI	ADR	29265W108	452	10,535	SH	Sole	0
ENERGY PARTNERS LTD	COM	29270U105	1,903	60,963	SH	Sole	0
ENTERGY CORP NEW	COM	29364G103	6,979	93,906	SH	Sole	0
EOG RES INC	COM	26875P101	3	40	SH	Sole	0
EPICOR SOFTWARE CORP	COM	29426L108	1,026	78,898	SH	Sole	0
EQUIFAX INC	COM	294429105	6,238	178,543	SH	Sole	0
EQUITY RESIDENTIAL	SH BEN INT	29476L107	4,397	116,182	SH	Sole	0
EURONET WORLDWIDE INC	COM	298736109	2,113	71,421	SH	Sole	0
EVEREST RE GROUP LTD	COM	G3223R108	6,401	65,378	SH	Sole	0
EVERGREEN MANAGED INCOME FD	COM SHS	30024Y104	3,017	179,568	SH	Sole	0
EXELON CORP	COM	30161N101	2,351	43,992	SH	Sole	0
EXPEDITORS INTL WASH INC	COM	302130109	4,562	80,342	SH	Sole	0
EXPRESS SCRIPTS INC	COM	302182100	518	8,334	SH	Sole	0
EXXON MOBIL CORP	COM	30231G102	19,350	304,532	SH	Sole	0
FACTSET RESH SYS INC	COM	303075105	18	523	SH	Sole	0
FASTENAL CO	COM	311900104	425	6,957	SH	Sole	0
FEDERAL NATL MTG ASSN	COM	313586109	2,158	48,153	SH	Sole	0
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	2,628	43,126	SH	Sole	0
FIFTH THIRD BANCORP	COM	316773100	1,262	34,349	SH	Sole	0
FIRST DATA CORP	COM	319963104	4,706	117,642	SH	Sole	0
FISERV INC	COM	337738108	5,627	122,671	SH	Sole	0
FORT DEARBORN INCOME SECS IN	COM	347200107	1,633	110,766	SH	Sole	0

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
FORTUNE BRANDS INC	COM	349631101	5,252	64,581	SH	Sole	0
FPL GROUP INC	COM	302571104	976	20,501	SH	Sole	0
FREEMONT GEN CORP	COM	357288109	1,369	62,729	SH	Sole	0
GENENTECH INC	COM NEW	368710406	7,118	84,528	SH	Sole	0
GENERAL ELEC CO	COM	369604103	3	100	SH	Sole	0
GENERAL GROWTH PPTYS INC	COM	370021107	927	20,629	SH	Sole	0
GENLYTE GROUP INC	COM	372302109	6,595	137,168	SH	Sole	0
GENTEX CORP	COM	371901109	195	11,212	SH	Sole	0
GENZYME CORP	COM	372917104	3,987	55,654	SH	Sole	0
GOLDEN WEST FINL CORP DEL	COM	381317106	4,346	73,184	SH	Sole	0
GOOGLE INC	CL A	38259P508	6,891	21,776	SH	Sole	0
GREATER CHINA FD INC	COM	39167B102	2,569	153,584	SH	Sole	0
GRIFFON CORP	COM	398433102	1,444	58,683	SH	Sole	0
GROUPE CGI INC	CL A SUB VTG	39945C109	2,710	369,246	SH	Sole	0
GUILFORD PHARMACEUTICALS INC	COM	401829106	917	251,306	SH	Sole	0
GUITAR CTR MGMT INC	COM	402040109	15	278	SH	Sole	0
HALLIBURTON CO	COM	406216101	9,854	143,817	SH	Sole	0
HANCOCK JOHN PATRIOT SELCT D	COM	41013U102	1,453	109,438	SH	Sole	0
HANDLEMAN CO DEL	COM	410252100	810	64,124	SH	Sole	0
HARLEY DAVIDSON INC	COM	412822108	8,575	177,024	SH	Sole	0
HARMAN INTL INDS INC	COM	413086109	3,421	33,454	SH	Sole	0

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ISHARES TR	MSCI EAFE IDX	464287465	67	1,146	SH	Sole
IVAX CORP	COM	465823102	7	251	SH	Sole
J F CHINA REGION FD INC	COM	46614T107	2,714	197,553	SH	Sole
JABIL CIRCUIT INC	COM	466313103	5,830	188,567	SH	Sole
JAPAN EQUITY FD INC	COM	471057109	200	23,153	SH	Sole
JAPAN SMALLER CAPTLZTN FD IN	COM	47109U104	1	80	SH	Sole
JEFFERSON PILOT CORP	COM	475070108	3,271	63,918	SH	Sole
JOHNSON & JOHNSON	COM	478160104	13,025	205,825	SH	Sole
JOHNSON CTLS INC	COM	478366107	6,971	112,341	SH	Sole
JPMORGAN & CHASE & CO	COM	46625H100	4,502	132,690	SH	Sole
KENSEY NASH CORP	COM	490057106	1,224	39,930	SH	Sole
KERR MCGEE CORP	COM	492386107	3,981	40,998	SH	Sole
KILROY RLTY CORP	COM	49427F108	616	10,990	SH	Sole
KIMBERLY CLARK CORP	COM	494368103	4,672	78,478	SH	Sole
KKR FINL CORP	COM	482476306	1,982	89,106	SH	Sole
KLA-TENCOR CORP	COM	482480100	4,405	90,335	SH	Sole
KNIGHT CAPITAL GROUP INC	CL A	499005106	0	25	SH	Sole
KNIGHT TRANSN INC	COM	499064103	317	13,027	SH	Sole
KOHL'S CORP	COM	500255104	6,767	134,856	SH	Sole
KOMAG INC	COM NEW	500453204	1,230	38,486	SH	Sole
KOOKMIN BK NEW	SPONSORED ADR	50049M109	699	11,795	SH	Sole
KOREA EQUITY FD INC	COM	50063B104	587	69,512	SH	Sole
KOREA FD	COM	500634100	588	17,642	SH	Sole
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	5,371	67,921	SH	Sole
LAFARGE COPPEE S A	SPON ADR NEW	505861401	2,933	132,525	SH	Sole
LAUREATE EDUCATION INC	COM	518613104	4,474	91,358	SH	Sole
LG PHILIP LCD CO LTD	SPONS ADR REP	50186V102	827	40,234	SH	Sole
LIBERTY GLOBAL INC	COM SER A ADDED	530555101	1	23	SH	Sole
LIBERTY GLOBAL INC	COM SER C ADDED	530555309	1	23	SH	Sole
LIBERTY PPTY TR	SH BEN INT	531172104	4,400	103,430	SH	Sole

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	MA
LINCOLN NATL CORP IND	COM	534187109	2,943	56,574	SH	Sole	
LINEAR TECHNOLOGY CORP	COM	535678106	4,884	129,927	SH	Sole	
LOEWS CORP	CAROLNA GP STK	540424207	941	23,735	SH	Sole	
LOWES COS INC	COM	548661107	9,835	152,716	SH	Sole	
LUCENT TECHNOLOGIES INC	COM	549463107	3,520	1,082,986	SH	Sole	
M/I HOMES INC	COM	55305B101	1,642	30,256	SH	Sole	
MACERICH CO	COM	554382101	2,015	31,028	SH	Sole	
MAGYAR TELEKOM LTD	SPONSORED ADR	559776109	1,746	67,864	SH	Sole	
MANAGED HIGH INCOME PORTFOL	COM	56166C105	1,482	237,558	SH	Sole	
MANPOWER INC	COM	56418H100	3,846	86,630	SH	Sole	
MATTEL INC	COM	577081102	4,349	260,730	SH	Sole	
MAVERICK TUBE CORP	COM	577914104	1,458	48,606	SH	Sole	
MAXIM INTEGRATED PRODS INC	COM	57772K101	4,469	104,790	SH	Sole	
MBIA CAP CLAYMORE MNG DUR IN	COM	55266X100	808	62,333	SH	Sole	
MBIA INC	COM	55262C100	7,451	122,907	SH	Sole	
MBNA CORP	COM	55262L100	219	8,884	SH	Sole	
MCAFEE INC	COM	579064106	1,266	40,280	SH	Sole	

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MCCORMICK & CO INC	COM NON VTG	579780206	3	100 SH	Sole
MCDONALDS CORP	COM	580135101	5,969	178,234 SH	Sole
MCG CAPITAL CORP	COM	58047P107	3	207 SH	Sole
MEDAREX INC	COM	583916101	1,215	127,633 SH	Sole
MEDICINES CO	COM	584688105	387	16,829 SH	Sole
MEDTRONIC INC	COM	585055106	8,318	155,125 SH	Sole
MENTOR GRAPHICS CORP	COM	587200106	231	26,846 SH	Sole
MERCANTILE BANKSHARES CORP	COM	587405101	9	175 SH	Sole
MERCK & CO INC	COM	589331107	7,820	287,406 SH	Sole
METHANEX CORP	COM	59151K108	6,423	431,929 SH	Sole
MICROCHIP TECHNOLOGY INC	COM	595017104	407	13,504 SH	Sole
MICROSOFT CORP	COM	594918104	9,886	384,219 SH	Sole
MILLEA HOLDINGS INC	ADR	60032R106	14	173 SH	Sole

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
MITSUBISHI TOKYO FINL GROUP	SPONSORED ADR	606816106	10,473	803,775 SH		Sole	0
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	2,713	66,686 SH		Sole	0
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	146	5,720 SH		Sole	0
MOODYS CORP	COM	615369105	2,911	56,985 SH		Sole	0
MORGAN STANLEY	CA INSD MUN TR	61745P502	16	1,177 SH		Sole	0
MORGAN STANLEY	INSD CA MUN	61745P825	16	1,123 SH		Sole	0
MORGAN STANLEY	N Y QULTY MUN	61745P528	367	26,496 SH		Sole	0
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	2,367	160,778 SH		Sole	0
MORGAN STANLEY EMER MKTS DEB	COM	61744H105	1,116	107,650 SH		Sole	0
MRV COMMUNICATIONS INC	COM	553477100	1	500 SH		Sole	0
MUNICIPAL ADVANTAGE FD INC	COM	626189104	1,011	79,268 SH		Sole	0
MUNICIPAL MTG & EQUITY L L C	GROWTH SHS	62624B101	2	99 SH		Sole	0
MUNIYIELD CALIF FD INC	COM	626296107	16	1,169 SH		Sole	0
NASB FINL INC	COM	628968109	590	14,740 SH		Sole	0
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	4,690	590,695 SH		Sole	0
NATIONAL GRID TRANSCO PLC	SPON ADR NEW	636274300	657	13,988 SH		Sole	0
NATIONAL SEMICONDUCTOR CORP	COM	637640103	6,249	238,519 SH		Sole	0
NATIONWIDE FINL SVCS INC	CL A	638612101	2,834	70,772 SH		Sole	0
NEKTAR THERAPEUTICS	COM	640268108	1,050	61,933 SH		Sole	0
NETGEAR INC	COM	64111Q104	1,513	62,887 SH		Sole	0
NETWORK APPLIANCE INC	COM	64120L104	3,420	144,068 SH		Sole	0
NEUBERGER BERMAN INCOME OPP	COM SHS	64126L108	449	30,318 SH		Sole	0
NEW CENTURY FINANCIAL CORP M	COM	6435EV108	867	23,908 SH		Sole	0
NEWFIELD EXPL CO	COM	651290108	4,228	86,105 SH		Sole	0
NEWS CORP	CL B	65248E203	11,104	672,992 SH		Sole	0
NEWTEK BUSINESS SVCS INC	COM	652526104	159	70,750 SH		Sole	0
NII HLDGS INC	CL B NEW	62913F201	3,120	36,949 SH		Sole	0
NIKE INC	CL B	654106103	604	7,394 SH		Sole	0
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	3,155	127,125 SH		Sole	0
NISOURCE INC	COM	65473P105	3,470	143,100 SH		Sole	0

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
NOKIA CORP	SPONSORED ADR	654902204	5,741	339,505	SH	Sole	0
NORDSON CORP	COM	655663102	2,109	55,447	SH	Sole	0
NORTHROP GRUMMAN CORP	COM	666807102	5,937	109,229	SH	Sole	0
NOVARTIS A G	SPONSORED ADR	66987V109	4,006	78,543	SH	Sole	0
NOVELIS INC	COM	67000X106	0	1	SH	Sole	0
NOVO-NORDISK A S	ADR	670100205	4,177	84,250	SH	Sole	0
NRG ENERGY INC	COM NEW	629377508	912	21,412	SH	Sole	0
NUVEEN INS NY TX FR ADV MUN	COM	670656107	372	26,553	SH	Sole	0
NUVEEN NY QUALITY INCM MUN F	COM	670986108	366	25,220	SH	Sole	0
O REILLY AUTOMOTIVE INC	COM	686091109	415	14,712	SH	Sole	0
OLD REP INTL CORP	COM	680223104	1,854	69,518	SH	Sole	0
OMI CORP NEW	COM	Y6476W104	7,670	429,234	SH	Sole	0
OMNICARE INC	COM	681904108	506	8,997	SH	Sole	0
ONEOK INC NEW	COM	682680103	2,528	74,307	SH	Sole	0
OPTION CARE INC	COM	683948103	5,209	355,825	SH	Sole	0
ORACLE CORP	COM	68389X105	3,494	281,746	SH	Sole	0
ORIX CORP	SPONSORED ADR	686330101	4,523	49,924	SH	Sole	0
ORTHOFIX INTL N V	COM	N6748L102	1,442	33,084	SH	Sole	0
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	3,760	64,455	SH	Sole	0
PACER INTL INC TENN	COM	69373H106	2,948	111,847	SH	Sole	0
PALL CORP	COM	696429307	4,004	145,593	SH	Sole	0
PAR PHARMACEUTICAL COS INC	COM	69888P106	154	5,801	SH	Sole	0
PATTERSON COMPANIES INC	COM	703395103	1,719	42,950	SH	Sole	0
PCCW LTD	SPONS ADR NEW	70454G207	0	60	SH	Sole	0
PEPSICO INC	COM	713448108	5,318	93,778	SH	Sole	0
PERKINELMER INC	COM	714046109	354	17,365	SH	Sole	0
PETFUND ENERGY TRUST	TR UNIT	71648W108	1,320	67,201	SH	Sole	0
PETROKAZAKHSTAN INC	COM	71649P102	3	59	SH	Sole	0
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	2,756	38,554	SH	Sole	0
PETSMART INC	COM	716768106	239	10,963	SH	Sole	0

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PFIZER INC	COM	717081103	15,488	620,284	SH	Sole	0
PG&E CORP	COM	69331C108	4,590	116,949	SH	Sole	0
PHARMACEUTICAL HLDRS TR	DEPOSITRY RCPT	71712A206	6	91	SH	Sole	0
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	407	13,359	SH	Sole	0
PHILLIPS VAN HEUSEN CORP	COM	718592108	1,433	46,203	SH	Sole	0
PIONEER CORP JAPAN	SPONSORED ADR	723646105	1,068	75,034	SH	Sole	0
PLANTRONICS INC NEW	COM	727493108	283	9,187	SH	Sole	0
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	1,160	38,820	SH	Sole	0
PLUM CREEK TIMBER CO INC	COM	729251108	1,839	48,508	SH	Sole	0
PNM RES INC	COM	69349H107	1,792	62,508	SH	Sole	0
POSCO	SPONSORED ADR	693483109	3,560	62,950	SH	Sole	0
PPL CORP	COM	69351T106	1,338	41,375	SH	Sole	0

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PRAECIS PHARMACEUTICALS INC	COM	739421105	4	8,354	SH	Sole	0
PRENTISS PPTYS TR	SH BEN INT	740706106	2,891	71,205	SH	Sole	0
PRICE T ROWE GROUP INC	COM	74144T108	3,349	51,294	SH	Sole	0
PROCTER & GAMBLE CO	COM	742718109	11,685	196,525	SH	Sole	0
PROLOGIS	SH BEN INT	743410102	3,267	73,728	SH	Sole	0
PROVIDIAN FINL CORP	COM	74406A102	2,404	135,964	SH	Sole	0
PUBLIC STORAGE INC	COM	74460D109	3,843	57,365	SH	Sole	0
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	706	10,969	SH	Sole	0
PUTNAM CALIF INVT GRADE MUN	SH BEN INT	746446103	16	1,181	SH	Sole	0
PUTNAM MANAGED HIGH YIELD TR	SH BEN INT	746819101	3,537	436,166	SH	Sole	0
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	2,066	331,114	SH	Sole	0
PUTNAM TAX FREE HEALTH CARE	SH BEN INT	746920107	1,803	148,510	SH	Sole	0
QUALCOMM INC	COM	747525103	8,739	195,279	SH	Sole	0
QUEST DIAGNOSTICS INC	COM	74834L100	5,186	102,620	SH	Sole	0
QUILMES INDL QUINSA SOCIETE	SP ADR CL B	74838Y207	802	25,638	SH	Sole	0
R & G FINANCIAL CORP	CL B	749136107	1,144	83,223	SH	Sole	0
RADIAN GROUP INC	COM	750236101	5,895	111,015	SH	Sole	0
RADWARE LTD	ORD	M81873107	493	25,900	SH	Sole	0

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
REEBOK INTL LTD	COM	758110100	7,479	132,215	SH	Sole	0
REGENCY CTRS CORP	COM	758849103	3,556	61,899	SH	Sole	0
REPUBLIC SVCS INC	COM	760759100	3,123	88,506	SH	Sole	0
REYNOLDS AMERICAN INC	COM	761713106	3,650	43,963	SH	Sole	0
RINKER GROUP LTD	SPONSORED ADR	76687M101	5,485	86,235	SH	Sole	0
RIO TINTO PLC	SPONSORED ADR	767204100	4,512	27,463	SH	Sole	0
ROHM & HAAS CO	COM	775371107	3,836	93,267	SH	Sole	0
ROPER INDS INC NEW	COM	776696106	347	8,827	SH	Sole	0
ROYAL & SUN ALLIANCE INS	SPON ADR NEW	78004V202	7,928	916,587	SH	Sole	0
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF M	780097796	384	15,088	SH	Sole	0
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	7	100	SH	Sole	0
ROYCE MICRO-CAP TR INC	COM	780915104	1	95	SH	Sole	0
RUDDICK CORP	COM	781258108	1,615	70,074	SH	Sole	0
RYLAND GROUP INC	COM	783764103	7,410	108,298	SH	Sole	0
SAFENET INC	COM	78645R107	1,311	36,116	SH	Sole	0
SALOMON BR EMRG MKT FLT RTE	COM	794912105	983	75,772	SH	Sole	0
SALOMON BR EMRG MKTS INC II.	COM	794910109	1,032	75,949	SH	Sole	0
SALOMON BROS EMERG MKT DEBT	COM	79550E107	1,258	67,809	SH	Sole	0
SALOMON BROS HIGH INCOME FD	COM	79547Q106	443	47,026	SH	Sole	0
SANDERSON FARMS INC	COM	800013104	7,110	191,337	SH	Sole	0
SANDISK CORP	COM	80004C101	10,055	208,438	SH	Sole	0
SANOFI AVENTIS	SPONSORED ADR	80105N105	4,859	116,953	SH	Sole	0
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	3,534	81,559	SH	Sole	0
SAPPI LTD	SPON ADR NEW	803069202	219	18,610	SH	Sole	0
SATYAM COMPUTER SERVICES LTD	ADR	804098101	688	22,762	SH	Sole	0
SBC COMMUNICATIONS INC	COM	78387G103	900	37,554	SH	Sole	0
SCHERING A G	SPONSORED ADR	806585204	3,006	47,412	SH	Sole	0
SCOTTISH PWR PLC	SPON ADR FINAL	81013T705	3,507	87,160	SH	Sole	0
SCP POOL CORP	COM	784028102	357	10,220	SH	Sole	0
SCUDDER GLOBAL HIGH INCOME F	COM	81115E101	2,707	331,341	SH	Sole	0

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SCUDDER NEW ASIA FD INC	COM	811183102	2,149	112,952	SH	Sole	0
SEA CONTAINERS LTD	CL A	811371707	769	65,605	SH	Sole	0
SEALED AIR CORP NEW	COM	81211K100	5,326	112,229	SH	Sole	0
SEI INVESTMENTS CO	COM	784117103	2,844	75,676	SH	Sole	0
SELIGMAN QUALITY MUN FD INC	COM	816343107	815	64,814	SH	Sole	0
SEMCO ENERGY INC	COM	78412D109	150	22,753	SH	Sole	0
SHERWIN WILLIAMS CO	COM	824348106	5,570	126,380	SH	Sole	0
SHIRE PHARMACEUTICALS GRP PL	SPONSORED ADR	82481R106	5,504	148,803	SH	Sole	0
SHOPKO STORES INC	COM	824911101	6,616	259,232	SH	Sole	0
SIEMENS A G	SPONSORED ADR	826197501	4,035	52,184	SH	Sole	0
SIERRA PAC RES NEW	COM	826428104	1,192	80,264	SH	Sole	0
SIGMA ALDRICH CORP	COM	826552101	5,403	84,340	SH	Sole	0
SIMON PPTY GROUP INC NEW	COM	828806109	7,099	95,781	SH	Sole	0
SINGAPORE FD INC	COM	82929L109	2,280	242,772	SH	Sole	0
SMITH INTL INC	COM	832110100	227	6,800	SH	Sole	0
SONY CORP	ADR NEW	835699307	3,172	95,573	SH	Sole	0
SOUTHERN CO	COM	842587107	284	7,928	SH	Sole	0
SOUTHERN PERU COPPER CORP	COM	843611104	1,921	34,330	SH	Sole	0
SOUTHERN UN CO NEW	COM	844030106	302	11,700	SH	Sole	0
SPDR TR	UNIT SER 1	78462F103	77	625	SH	Sole	0
SPRINT NEXTEL CORP	COM FON	852061100	5	190	SH	Sole	0
ST PAUL TRAVELERS INC	COM	792860108	288	6,414	SH	Sole	0
STANLEY FURNITURE INC	COM NEW	854305208	1,533	58,538	SH	Sole	0
STAPLES INC	COM	855030102	3,345	156,911	SH	Sole	0
STARBUCKS CORP	COM	855244109	5,396	107,706	SH	Sole	0
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	2,371	41,471	SH	Sole	0
STERICYCLE INC	COM	858912108	359	6,284	SH	Sole	0
STRYKER CORP	COM	863667101	6,484	131,174	SH	Sole	0
SUPERIOR INDS INTL INC	COM	868168105	1,133	52,649	SH	Sole	0
SYMMETRY MED INC	COM	871546206	1,664	70,212	SH	Sole	0

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SYNAPTICS INC	COM	87157D109	1,188	63,180	SH	Sole	0
SYSCO CORP	COM	871829107	2	48	SH	Sole	0
TAIWAN FD INC	COM	874036106	2,675	197,859	SH	Sole	0
TAIWAN GREATER CHINA FD	SH BEN INT	874037104	1,298	265,981	SH	Sole	0
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	3,904	474,911	SH	Sole	0
TARGET CORP	COM	87612E106	5	100	SH	Sole	0
TATA MTRS LTD	SPONSORED ADR	876568502	3,082	249,999	SH	Sole	0

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TAUBMAN CTRS INC	COM	876664103	3,277	103,389	SH	Sole	0
TECHNIP NEW	SPONSORED ADR	878546209	4,735	79,642	SH	Sole	0
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	3,385	204,788	SH	Sole	0
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y102	190	5,821	SH	Sole	0
TELEFONICA S A	SPONSORED ADR	879382208	3,062	62,084	SH	Sole	0
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	239	11,223	SH	Sole	0
TELLABS INC	COM	879664100	2,900	275,682	SH	Sole	0
TEMPLETON DRAGON FD INC	COM	88018T101	2,698	137,995	SH	Sole	0
TENARIS S A	SPONSORED ADR	88031M109	3,505	25,425	SH	Sole	0
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	4,988	149,250	SH	Sole	0
TEXAS INSTRS INC	COM	882508104	11,575	341,449	SH	Sole	0
TEXTRON INC	COM	883203101	7,004	97,660	SH	Sole	0
TIME WARNER INC	COM	887317105	5,496	303,458	SH	Sole	0
TOTAL S A	SPONSORED ADR	89151E109	7,016	51,660	SH	Sole	0
TRACTOR SUPPLY CO	COM	892356106	314	6,889	SH	Sole	0
TREND MICRO INC	SPONS ADR NEW	89486M206	2,183	68,132	SH	Sole	0
TXU CORP	COM	873168108	2,249	19,920	SH	Sole	0
TYCO INTL LTD NEW	COM	902124106	9,661	346,882	SH	Sole	0
TYSON FOODS INC	CL A	902494103	2,427	134,473	SH	Sole	0
UBS AG	NAMEN AKT	H8920M855	3,561	41,652	SH	Sole	0
UNITED DOMINION REALTY TR IN	COM	910197102	588	24,823	SH	Sole	0
UNITED FIRE & CAS CO	COM	910331107	1,706	37,812	SH	Sole	0
UNITED TECHNOLOGIES CORP	COM	913017109	4,377	84,432	SH	Sole	0

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UNITED UTILS PLC	SPONSORED ADR	91311Q105	183	7,819	SH	Sole	0
UNITEDHEALTH GROUP INC	COM	91324P102	3,740	66,540	SH	Sole	0
UNIVISION COMMUNICATIONS INC	CL A	914906102	4,618	174,069	SH	Sole	0
UNUMPROVIDENT CORP	COM	91529Y106	4,177	203,752	SH	Sole	0
US BANCORP DEL	COM NEW	902973304	6,594	234,821	SH	Sole	0
UST INC	COM	902911106	4,287	102,415	SH	Sole	0
UTSTARCOM INC	COM	918076100	401	49,093	SH	Sole	0
V F CORP	COM	918204108	3,698	63,789	SH	Sole	0
VAN KAMPEN CALIF MUN TR	SH BEN INT	920910106	13	1,430	SH	Sole	0
VAN KAMPEN CALIF VALUE MUN I	COM	92112B107	16	1,043	SH	Sole	0
VAN KAMPEN FLA QUALITY MUN T	COM	920921103	89	6,109	SH	Sole	0
VAN KAMPEN INCOME TR	SH BEN INT	920957107	3,333	576,650	SH	Sole	0
VAN KAMPEN MUN INCOME TR	COM	920909108	982	111,966	SH	Sole	0
VAN KAMPEN MUN TR	SH BEN INT	920919107	1,825	127,001	SH	Sole	0
VAN KAMPEN N Y QUALITY MUN T	COM	920922101	364	24,239	SH	Sole	0
VAN KAMPEN N Y VALUE MUN INC	COM	92112Q104	362	24,445	SH	Sole	0
VAN KAMPEN SELECT SECTOR MUN	COM	92112M103	802	63,717	SH	Sole	0
VAN KAMPEN STRATEGIC SECTOR	COM	920943107	787	62,059	SH	Sole	0
VAN KAMPEN TR INVT FLA MUNS	COM	920932100	1,114	73,369	SH	Sole	0
VAN KAMPEN TR INVT GRADE N Y	COM	920931102	369	23,221	SH	Sole	0
VARIAN MED SYS INC	COM	92220P105	385	9,753	SH	Sole	0
VERIZON COMMUNICATIONS	COM	92343V104	2,170	66,372	SH	Sole	0
VIACOM INC	CL B	925524308	2,974	90,095	SH	Sole	0
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	11,904	458,386	SH	Sole	0
VORNADO RLTY TR	SH BEN INT	929042109	1,057	12,203	SH	Sole	0
WABASH NATL CORP	COM	929566107	734	37,335	SH	Sole	0

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WACHOVIA CORP 2ND NEW	COM	929903102	5,861	123,165	SH	Sole	0
WALGREEN CO	COM	931422109	2,084	47,955	SH	Sole	0
WATERS CORP	COM	941848103	696	16,733	SH	Sole	0
WATSON PHARMACEUTICALS INC	COM	942683103	7,198	196,609	SH	Sole	0

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WESCO INTL INC	COM	95082P105	2,996	88,467	SH	Sole	0
WESTLAKE CHEM CORP	COM	960413102	1,131	41,758	SH	Sole	0
WHIRLPOOL CORP	COM	963320106	3,737	49,323	SH	Sole	0
WHOLE FOODS MKT INC	COM	966837106	718	5,342	SH	Sole	0
WILLIAMS COS INC DEL	COM	969457100	559	22,304	SH	Sole	0
WINNEBAGO INDS INC	COM	974637100	5,229	180,503	SH	Sole	0
WORLD ACCEP CORP DEL	COM	981419104	1,539	60,552	SH	Sole	0
WPP GROUP PLC	SPON ADR NEW	929309300	4,245	83,045	SH	Sole	0
WYETH	COM	983024100	3,828	82,740	SH	Sole	0
XCEL ENERGY INC	COM	98389B100	2,929	149,373	SH	Sole	0
XL CAP LTD	CL A	G98255105	217	3,189	SH	Sole	0
YAHOO INC	COM	984332106	4,372	129,203	SH	Sole	0
YUM BRANDS INC	COM	988498101	5,956	123,039	SH	Sole	0
ZIMMER HLDGS INC	COM	98956P102	1,832	26,596	SH	Sole	0