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FIFTH THIRD BANCORP  
Form 13F-HR  
May 15, 2008

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: March 31, 2008

Check here if Amendment ; Amendment Number:   
This Amendment (Check only one):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

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

13F File Number - #28-03158

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

Name: -----	Manager # -----
Fifth Third Bank	9
Fifth Third Bank, a Michigan banking corporation	3
Fifth Third Bank, N.A.	8
Fifth Third Asset Management, Inc.	85

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: Charles Drucker  
Title: Executive Vice President  
Phone: 513-534-5005

Signature, Place, and Date of Signing:

/s/ Charles Drucker -----	Cincinnati, Ohio -----	May 15, 2008 -----
[Signature]	[City, State]	[Date]

Report Type (Check only one):

13F HOLDINGS REPORT

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[ ] 13F NOTICE

[X] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:  
None.

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 4

Form 13F Information Table Entry Total: 3,767

Form 13F Information Table Value Total (x\$1000): 10,099,272

List of Other Included Managers:

Name:	13F File No.:
-----	-----
Fifth Third Bank	28-539
Fifth Third Asset Management, Inc.	28-10115
Fifth Third Bank, N.A.	28-10993
Fifth Third Bank, a Michigan Banking Corporation	28-10119

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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	
-----			-----	-----	-----	-----	-----	-----	-----	
DAIMLER AG			REG SHS	D1668R123	69	808 SH		DEFINED 9		
					803	9390 SH		DEFINED 3		
					-----	-----				
					872	10198				
DEUTSCHE BANK AG			NAMEN AKT	D18190898	22	195 SH		DEFINED 9		
					12	109 SH		DEFINED 3		
					-----	-----				
					34	304				
ACE LTD			ORD	G0070K103	8327	151243 SH		DEFINED 9		
					633	11495 SH		DEFINED 3		
					-----	-----				
					8960	162738				
AMDOCS LTD			ORD	G02602103	1647	58075 SH		DEFINED 9		
					340	11989 SH		DEFINED 3		
					-----	-----				
					1987	70064				

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ARLINGTON TANKERS LTD	COM	G04899103	4	200	SH	DEFINED	3
			-----	-----			
			4	200			
AXIS CAPITAL HOLDINGS	SHS	G0692U109	5	135	SH	DEFINED	9
			-----	-----			
			5	135			
ACCENTURE LTD BERMUDA	CL A	G1150G111	10446	297017	SH	DEFINED	9
			7355	209126	SH	DEFINED	3
			-----	-----			
			17801	506143			
BROOKFIELD INFRAST PARTNERS	LP INT UNIT	G16252101	3	148	SH	DEFINED	9
			0	20	SH	DEFINED	3
			-----	-----			
			3	168			
BUNGE LIMITED	COM	G16962105	61	700	SH	DEFINED	9
			-----	-----			
			61	700			
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	89	1050	SH	DEFINED	9
			-----	-----			
			89	1050			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
COOPER INDS LTD	CL A	G24182100	61	1510	SH	DEFINED	9	
			541	13476	SH	DEFINED	3	
			-----	-----				
			602	14986				
COVIDIEN LTD	COM	G2552X108	195	4413	SH	DEFINED	9	
			16	369	SH	DEFINED	3	
			-----	-----				
			212	4782				
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	42	1147	SH	DEFINED	9	
			20	559	SH	DEFINED	3	
			-----	-----				
			62	1706				
EVEREST RE GROUP LTD	COM	G3223R108	1	13	SH	DEFINED	3	
			-----	-----				
			1	13				
FLAGSTONE REINSURANCE HLDGS	SHS	G3529T105	65	5336	SH	DEFINED	9	
			-----	-----				
			65	5336				
FOSTER WHEELER LTD	SHS NEW	G36535139	276	4880	SH	DEFINED	9	

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			72	1276	SH	DEFINED	3
			-----	-----			
			349	6156			
FRONTLINE LTD	SHS	G3682E127	60	1300	SH	DEFINED	3
			-----	-----			
			60	1300			
GARMIN LTD	ORD	G37260109	76	1400	SH	DEFINED	9
			26	485	SH	DEFINED	3
			-----	-----			
			102	1885			
HELEN OF TROY CORP LTD	COM	G4388N106	5	300	SH	DEFINED	3
			-----	-----			
			5	300			
HERBALIFE LTD	COM USD SHS	G4412G101	1324	27882	SH	DEFINED	9
			877	18468	SH	DEFINED	3
			-----	-----			
			2202	46350			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	251	5625	SH		DEFINED	9	
			132	2959	SH		DEFINED	3	
			-----	-----					
			383	8584					
IPC HLDGS LTD	ORD	G4933P101	2	79	SH		DEFINED	3	
			-----	-----					
			2	79					
LAZARD LTD	SHS A	G54050102	488	12764	SH		DEFINED	9	
			169	4432	SH		DEFINED	3	
			-----	-----					
			657	17196					
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	18	1640	SH		DEFINED	3	
			-----	-----					
			18	1640					
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	66	4092	SH		DEFINED	9	
			83	5182	SH		DEFINED	3	
			-----	-----					
			149	9274					
NABORS INDUSTRIES LTD	SHS	G6359F103	2071	61323	SH		DEFINED	9	
			2034	60219	SH		DEFINED	3	
			-----	-----					
			4104	121542					
NOBLE CORPORATION	SHS	G65422100	5851	117796	SH		DEFINED	9	

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			8184	164758	SH	DEFINED	3
			10	200	SH	DEFINED	8
			-----	-----			
			14044	282754			
NORDIC AMERICAN TANKER SHIPP	COM	G65773106	53	1900	SH	DEFINED	3
			-----	-----			
			53	1900			
PARTNERRE LTD	COM	G6852T105	15	200	SH	DEFINED	9
			1	15	SH	DEFINED	3
			-----	-----			
			16	215			

				FORM 13F				
PAGE	4 OF	236	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	
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	55	1681	SH	DEFINED	9	
			27	819	SH	DEFINED	3	
			-----	-----				
			81	2500				
PRUDENTIAL PLC	6.75%SUB REG S	G7293H114	24	1000	SH	DEFINED	3	
			-----	-----				
			24	1000				
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	16	300	SH	DEFINED	9	
			-----	-----				
			16	300				
SEAGATE TECHNOLOGY	SHS	G7945J104	11614	554645	SH	DEFINED	9	
			2488	118808	SH	DEFINED	3	
			-----	-----				
			14102	673453				
SHIP FINANCE INTERNATIONAL L	SHS	G81075106	26	1000	SH	DEFINED	9	
			6	225	SH	DEFINED	3	
			-----	-----				
			32	1225				
TRANSOCEAN INC NEW	SHS	G90073100	6325	46780	SH	DEFINED	9	
			2311	17095	SH	DEFINED	3	
			-----	-----				
			8636	63875				
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	38	1220	SH	DEFINED	9	
			18	592	SH	DEFINED	3	
			-----	-----				
			56	1812				
TYCO INTL LTD BERMUDA	SHS	G9143X208	163	3710	SH	DEFINED	9	
			21	472	SH	DEFINED	3	
			-----	-----				
			184	4182				

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TYCO ELECTRONICS LTD	COM NEW	G9144P105	139	4045	SH	DEFINED	9
			23	669	SH	DEFINED	3
			-----	-----			
			162	4714			
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	71	3049	SH	DEFINED	9
			-----	-----			
			71	3049			

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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
GOLAR LNG LTD BERMUDA	SHS	G9456A100	9	500	SH		DEFINED	9
			-----	-----				
			9	500				
WEATHERFORD INTERNATIONAL LT	COM	G95089101	21383	295065	SH		DEFINED	9
			23834	328875	SH		DEFINED	3
			-----	-----				
			45217	623940				
WHITE MTNS INS GROUP LTD	COM	G9618E107	67	139	SH		DEFINED	9
			85	177	SH		DEFINED	3
			-----	-----				
			152	316				
XL CAP LTD	CL A	G98255105	65	2200	SH		DEFINED	9
			1	31	SH		DEFINED	3
			-----	-----				
			66	2231				
ALCON INC	COM SHS	H01301102	569	4000	SH		DEFINED	9
			770	5412	SH		DEFINED	3
			-----	-----				
			1339	9412				
LOGITECH INTL S A	SHS	H50430232	5695	223846	SH		DEFINED	9
			1828	71866	SH		DEFINED	3
			9	336	SH		DEFINED	8
			-----	-----				
			7531	296048				
UBS AG	SHS NEW	H89231338	20	700	SH		DEFINED	9
			1	40	SH		DEFINED	3
			-----	-----				
			21	740				
CERAGON NETWORKS LTD	ORD	M22013102	28	3000	SH		DEFINED	9
			-----	-----				
			28	3000				
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	26	1180	SH		DEFINED	3
			-----	-----				

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			26	1180		
ECTEL LTD	ORD	M29925100	0	57 SH	DEFINED	9
			-----	-----		
				57		

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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
-----			-----	-----	-----	-----	-----	-----
RRSAT GLOBAL COMM NTRK LTD	SHS	M8183P102	508	33494	SH		DEFINED	9
			109	7152	SH		DEFINED	3
			-----	-----				
			617	40646				
CNH GLOBAL N V	SHS NEW	N20935206	18	340	SH		DEFINED	3
			-----	-----				
			18	340				
CORE LABORATORIES N V	COM	N22717107	688	5765	SH		DEFINED	9
			122	1024	SH		DEFINED	3
			-----	-----				
			810	6789				
QIAGEN N V	ORD	N72482107	503	24176	SH		DEFINED	9
			185	8878	SH		DEFINED	3
			-----	-----				
			688	33054				
ULTRAPETROL BAHAMAS LTD	COM	P94398107	28	2721	SH		DEFINED	9
			55	5397	SH		DEFINED	3
			-----	-----				
			83	8118				
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	98	2968	SH		DEFINED	3
			-----	-----				
			98	2968				
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	335	9805	SH		DEFINED	9
			98	2851	SH		DEFINED	3
			-----	-----				
			433	12656				
DIANA SHIPPING INC	COM	Y2066G104	226	8600	SH		DEFINED	3
			-----	-----				
			226	8600				
DOUBLE HULL TANKERS INC	COM	Y21110104	23	2200	SH		DEFINED	3
			-----	-----				
			23	2200				
EAGLE BULK SHIPPING INC	COM	Y2187A101	77	3000	SH		DEFINED	3
			26	1000	SH		DEFINED	8
			-----	-----				
			103	4000				

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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			
FLEXTRONICS INTL LTD	ORD	Y2573F102	11	1200	SH		DEFINED	9		
			26	2743	SH		DEFINED	3		
			37	3943						
GENCO SHIPPING & TRADING LTD	SHS	Y2685T107	119	2100	SH		DEFINED	3		
			119	2100						
GENERAL MARITIME CORP	SHS	Y2692M103	99	4200	SH		DEFINED	3		
			99	4200						
SEASPAN CORP	SHS	Y75638109	7	250	SH		DEFINED	9		
			3	100	SH		DEFINED	3		
			10	350						
VERIGY LTD	SHS	Y93691106	9	456	SH		DEFINED	9		
			3	149	SH		DEFINED	3		
			11	605						
AAR CORP	COM	000361105	492	18050	SH		DEFINED	9		
			150	5484	SH		DEFINED	3		
			642	23534						
ABB LTD	SPONSORED ADR	000375204	130	4836	SH		DEFINED	9		
			317	11770	SH		DEFINED	3		
			447	16606						
ABX HOLDINGS INC	COM	00080S101	3	1000	SH		DEFINED	3		
			3	1000						
ACCO BRANDS CORP	COM	00081T108	6	423	SH		DEFINED	9		
			4	297	SH		DEFINED	3		
			10	720						
A D C TELECOMMUNICATIONS	COM NEW	000886309	62	5116	SH		DEFINED	9		
			16	1351	SH		DEFINED	3		
			78	6467						



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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 CALL	PUT/ DSCRETN	INVSTMT	O MA	
ABN AMRO HLDG NV	SPONSORED ADR	000937102	31	513	SH		DEFINED	3	
			31	513					
AFLAC INC	COM	001055102	12800	197077	SH		DEFINED	9	
			5318	81874	SH		DEFINED	3	
			18118	278951					
AGCO CORP	COM	001084102	51	850	SH		DEFINED	9	
			5	88	SH		DEFINED	3	
			56	938					
AGL RES INC	COM	001204106	76	2224	SH		DEFINED	9	
			17	500	SH		DEFINED	3	
			93	2724					
AES CORP	COM	00130H105	188	11287	SH		DEFINED	9	
			39	2346	SH		DEFINED	3	
			227	13633					
AMB PROPERTY CORP	COM	00163T109	237	4350	SH		DEFINED	9	
			1754	32225	SH		DEFINED	3	
			1990	36575					
APP PHARMACEUTICALS INC	COM	00202H108	3	210	SH		DEFINED	3	
			3	210					
AT&T INC	COM	00206R102	65213	1702677	SH		DEFINED	9	
			41878	1093426	SH		DEFINED	3	
			344	8975	SH		DEFINED	8	
			107435	2805078					
A S DAMPSKIBSSELSKABET TORM	SPONSORED ADR	00208W109	33	1100	SH		DEFINED	3	
			33	1100					
AU OPTRONICS CORP	SPONSORED ADR	002255107	0	8	SH		DEFINED	3	
				8					

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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
AVX CORP NEW	COM	002444107	2	155	SH		DEFINED	3
			2	155				
AZZ INC	COM	002474104	500	14056	SH		DEFINED	9
			138	3866	SH		DEFINED	3
			638	17922				
ABAXIS INC	COM	002567105	9	404	SH		DEFINED	9
			5	230	SH		DEFINED	3
			15	634				
ABBOTT LABS	COM	002824100	77076	1397563	SH		DEFINED	9
			46129	836428	SH		DEFINED	3
			269	4875	SH		DEFINED	8
			123474	2238866				
ABERCROMBIE & FITCH CO	CL A	002896207	299	4094	SH		DEFINED	9
			367	5017	SH		DEFINED	3
			666	9111				
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	271	43717	SH		DEFINED	9
			2760	445222	SH		DEFINED	3
			19	3000	SH		DEFINED	8
			3050	491939				
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	240	15810	SH		DEFINED	3
			30	2000	SH		DEFINED	8
			271	17810				
ABERDEEN GLOBAL INCOME FD IN	COM	003013109	3	241	SH		DEFINED	3
			3	241				
ABRAXIS BIOSCIENCE INC NEW	COM	00383Y102	3	52	SH		DEFINED	3
			3	52				

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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				
ACADIA RLTY TR	COM SH BEN INT	004239109	47	1950	SH		DEFINED	3				
			47	1950								

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ACERGY S A	SPONSORED ADR	00443E104	135 269	6319 SH 12577 SH	DEFINED 9 DEFINED 3
			-----	-----	
			403	18896	
ACTIVISION INC NEW	COM NEW	004930202	3177 551	116317 SH 20190 SH	DEFINED 9 DEFINED 3
			-----	-----	
			3728	136507	
ACTUANT CORP	CL A NEW	00508X203	2	76 SH	DEFINED 3
			-----	-----	
			2	76	
ACUITY BRANDS INC	COM	00508Y102	30 23	700 SH 527 SH	DEFINED 9 DEFINED 3
			-----	-----	
			53	1227	
ADAMS EXPRESS CO	COM	006212104	4 64	329 SH 5122 SH	DEFINED 9 DEFINED 3
			-----	-----	
			68	5451	
ADAMS RES & ENERGY INC	COM NEW	006351308	55	2000 SH	DEFINED 3
			-----	-----	
			55	2000	
ADOBE SYS INC	COM	00724F101	162 274 14	4563 SH 7703 SH 400 SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----	
			451	12666	
ADOLOR CORP	COM	00724X102	46	10000 SH	DEFINED 9
			-----	-----	
			46	10000	
ADTRAN INC	COM	00738A106	8	420 SH	DEFINED 3
			-----	-----	
			8	420	

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA		
-----			-----	-----	-----	-----	-----	-----		
ADVANCE AUTO PARTS INC	COM	00751Y106	167 263	4915 SH 7732 SH	DEFINED 9 DEFINED 3					
			-----	-----						
			431	12647						
ADVANTAGE ENERGY INCOME FD	TR UNIT	00762L101	57	5000 SH	DEFINED 3					
			-----	-----						
			57	5000						

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ADVANCED MEDICAL OPTICS INC	COM	00763M108	2	102	SH	DEFINED	3
			-----	-----			
			2	102			
ADVENT CLAY GBL CONV SEC INC	COM BENE INTER	007639107	27	2000	SH	DEFINED	3
			-----	-----			
			27	2000			
ADVENT CLAYMORE CV SECS & IN	COM	00764C109	76	3570	SH	DEFINED	9
			-----	-----			
			76	3570			
AEROPOSTALE	COM	007865108	530	19547	SH	DEFINED	9
			109	4013	SH	DEFINED	3
			-----	-----			
			639	23560			
ADVANCED MICRO DEVICES INC	COM	007903107	103	17489	SH	DEFINED	9
			3	500	SH	DEFINED	3
			-----	-----			
			106	17989			
AEGON N V	NY REGISTRY SH	007924103	29	1967	SH	DEFINED	9
			712	48642	SH	DEFINED	3
			-----	-----			
			741	50609			
ADVANTA CORP	CL B	007942204	2	330	SH	DEFINED	3
			-----	-----			
			2	330			
AEROVIRONMENT INC	COM	008073108	2	100	SH	DEFINED	8
			-----	-----			
			2	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	PUT/ CALL	INVTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----	-----	-----
AETNA INC NEW			COM	00817Y108	242	5743	SH		DEFINED	9
					376	8927	SH		DEFINED	3
					-----	-----				
					617	14670				
AFFILIATED COMPUTER SERVICES			CL A	008190100	127	2532	SH		DEFINED	9
					191	3803	SH		DEFINED	3
					-----	-----				
					317	6335				
AFFILIATED MANAGERS GROUP			COM	008252108	1795	19777	SH		DEFINED	9
					2399	26435	SH		DEFINED	3
					-----	-----				
					4193	46212				

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AFFYMETRIX INC	COM	00826T108	10	561	SH	DEFINED 9
			-----	-----		
			10	561		
AGILENT TECHNOLOGIES INC	COM	00846U101	1416	47473	SH	DEFINED 9
			53	1763	SH	DEFINED 3
			-----	-----		
			1469	49236		
AGILYSYS INC	COM	00847J105	43	3688	SH	DEFINED 9
			15	1309	SH	DEFINED 3
			-----	-----		
			58	4997		
AGNICO EAGLE MINES LTD	COM	008474108	7	100	SH	DEFINED 9
			14	200	SH	DEFINED 3
			-----	-----		
			20	300		
AGREE REALTY CORP	COM	008492100	144	5243	SH	DEFINED 3
			-----	-----		
			144	5243		
AGRIUM INC	COM	008916108	107	1724	SH	DEFINED 9
			212	3417	SH	DEFINED 3
			-----	-----		
			319	5141		
AIR METHODS CORP	COM PAR \$.06	009128307	9	180	SH	DEFINED 3
			-----	-----		
			9	180		

PAGE 13 OF 236		FORM 13F							
		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
AIR PRODS & CHEMS INC	COM	009158106	26166	284409	SH	DEFINED 9			
			17523	190462	SH	DEFINED 3			
			31	340	SH	DEFINED 8			
			-----	-----					
			43719	475211					
AIRGAS INC	COM	009363102	16	351	SH	DEFINED 3			
			-----	-----					
			16	351					
AIRVANA INC	COM	00950V101	12	2200	SH	DEFINED 3			
			-----	-----					
			12	2200					
AKAMAI TECHNOLOGIES INC	COM	00971T101	564	20011	SH	DEFINED 9			
			421	14957	SH	DEFINED 3			
			-----	-----					
			985	34968					

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ALBANY INTL CORP	CL A	012348108	52 25	1428 694	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			77	2122		
ALBEMARLE CORP	COM	012653101	23 33	640 912	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			57	1552		
ALBERTO CULVER CO NEW	COM	013078100	334 579	12173 21127	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			913	33300		
ALCOA INC	COM	013817101	6181 4206 4	171414 116631 100	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----		
			10391	288145		
ALCATEL-LUCENT	SPONSORED ADR	013904305	6 17	1061 2905	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			23	3966		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----
ALEXANDER & BALDWIN INC	COM	014482103	86 88	1996 2048	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			174	4044			
ALLEGHANY CORP DEL	COM	017175100	30 37	88 109	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			67	197			
ALLEGHENY ENERGY INC	COM	017361106	654 24	12957 468	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			678	13425			
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	358 1844	5019 25838	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			2202	30857			
ALLERGAN INC	COM	018490102	2561 1310	45424 23225	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			3871	68649			

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ALLETE INC	COM NEW	018522300	23	588	SH	DEFINED	3
			-----	-----			
			23	588			
ALLIANCE DATA SYSTEMS CORP	COM	018581108	923	19425	SH	DEFINED	9
			123	2594	SH	DEFINED	3
			-----	-----			
			1046	22019			
ALLIANCEBERNSTEIN NATL MUNI	COM	01864U106	15	1100	SH	DEFINED	9
			-----	-----			
			15	1100			
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	46	1300	SH	DEFINED	3
			-----	-----			
			46	1300			
ALLIANCE ONE INTL INC	COM	018772103	65	10770	SH	DEFINED	3
			-----	-----			
			65	10770			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	45	3441	SH	DEFINED	9		
			97	7419	SH	DEFINED	3		
			-----	-----					
			142	10860					
ALLIANT ENERGY CORP	COM	018802108	70	2000	SH	DEFINED	9		
			32	928	SH	DEFINED	3		
			-----	-----					
			103	2928					
ALLIANT TECHSYSTEMS INC	COM	018804104	471	4550	SH	DEFINED	9		
			406	3917	SH	DEFINED	3		
			-----	-----					
			877	8467					
ALLIANZ SE	SP ADR 1/10 SH	018805101	28	1440	SH	DEFINED	9		
			30	1548	SH	DEFINED	3		
			-----	-----					
			59	2988					
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	29	3491	SH	DEFINED	9		
			235	28569	SH	DEFINED	3		
			-----	-----					
			264	32060					
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	248	3910	SH	DEFINED	9		
			1424	22460	SH	DEFINED	3		
			-----	-----					
			1671	26370					

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ALLIED CAP CORP NEW	COM	01903Q108	9 67	500 3650	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			76	4150		
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	32 9	735 200	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			40	935		
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	156 215	14417 19909	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			371	34326		

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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 DISCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	12 11	1120 1042	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			22	2162					
ALLSTATE CORP	COM	020002101	6015 17242 2	125146 358750 50	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		
			-----	-----					
			23258	483946					
ALON USA ENERGY INC	COM	020520102	4	235	SH		DEFINED 3		
			-----	-----					
			4	235					
ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	7	514	SH		DEFINED 9		
			-----	-----					
			7	514					
ALPINE TOTAL DYNAMIC DIVID F	COM SBI	021060108	17 3	1084 200	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			21	1284					
ALTERA CORP	COM	021441100	162 747	8814 40510	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			909	49324					
ALTRIA GROUP INC	COM	02209S103	7403 21298 9	333450 959369 400	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		
			-----	-----					
			28709	1293219					
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276109	285	7050	SH		DEFINED 3		



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			-----	-----		
			285	7050		
AMAZON COM INC	COM	023135106	132	1847	SH	DEFINED 9
			40	560	SH	DEFINED 3
			-----	-----		
			172	2407		

			FORM 13F				
PAGE	17 OF	236	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
	AMBAC FINL GROUP INC	COM	023139108	5	928	SH	DEFINED 9
				2	277	SH	DEFINED 3
				-----	-----		
				7	1205		
	AMDOCS LTD	NOTE 0.500% 3	02342TAD1	99	1000	SH	DEFINED 3
				-----	-----		
				99	1000		
	AMEREN CORP	COM	023608102	179	4057	SH	DEFINED 9
				922	20934	SH	DEFINED 3
				-----	-----		
				1101	24991		
	AMERICA FIRST TAX EX IVS L P	BEN UNIT CTF	02364V107	9	1500	SH	DEFINED 3
				-----	-----		
				9	1500		
	AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	31	490	SH	DEFINED 9
				274	4306	SH	DEFINED 3
				-----	-----		
				305	4796		
	AMCORE FINL INC	COM	023912108	350	17178	SH	DEFINED 3
				-----	-----		
				350	17178		
	AMERICAN AXLE & MFG HLDGS IN	COM	024061103	36	1780	SH	DEFINED 3
				-----	-----		
				36	1780		
	AMERICAN CAPITAL STRATEGIES	COM	024937104	4750	139044	SH	DEFINED 9
				6646	194557	SH	DEFINED 3
				96	2800	SH	DEFINED 8
				-----	-----		
				11491	336401		
	AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	8	460	SH	DEFINED 3
				-----	-----		
				8	460		
	AMERICAN ELEC PWR INC	COM	025537101	4130	99201	SH	DEFINED 9
				2354	56534	SH	DEFINED 3

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4 89 SH DEFINED 8  
 -----  
 6487 155824

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVTMT DCRETN	MA		
AMERICAN EXPRESS CO	COM	025816109	2907	66491	SH		DEFINED	9		
			1857	42477	SH		DEFINED	3		
			4764	108968						
AMERICAN FINL GROUP INC OHIO	COM	025932104	1121	43864	SH		DEFINED	9		
			2	96	SH		DEFINED	3		
			1124	43960						
AMERICAN GREETINGS CORP	CL A	026375105	22	1200	SH		DEFINED	9		
			22	1200						
AMERICAN INCOME FD INC	COM	02672T109	76	10000	SH		DEFINED	9		
			76	10000						
AMERICAN INTL GROUP INC	COM	026874107	37024	856041	SH		DEFINED	9		
			18059	417554	SH		DEFINED	3		
			55083	1273595						
AMERICAN MED SYS HLDGS INC	COM	02744M108	7	500	SH		DEFINED	9		
			154	10886	SH		DEFINED	3		
			162	11386						
AMERICAN MUN INCOME PORTFOLI	COM	027649102	35	2788	SH		DEFINED	3		
			35	2788						
AMERICAN OIL & GAS INC NEW	COM	028723104	10	3000	SH		DEFINED	3		
			10	3000						
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	382	12571	SH		DEFINED	9		
			80	2626	SH		DEFINED	3		
			462	15197						
AMERICAN RAILCAR INDS INC	COM	02916P103	2	100	SH		DEFINED	3		
			2	100						

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PAGE	19 OF	236	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	
AMERICAN REPROGRAPHICS CO	COM	029263100	41	2744	SH		DEFINED	9	
			41	2744					
AMERICAN SOFTWARE INC	CL A	029683109	6	1000	SH		DEFINED	9	
			6	1000					
AMERICAN STS WTR CO	COM	029899101	11	300	SH		DEFINED	9	
			11	300					
AMERICAN TOWER CORP	CL A	029912201	588	14993	SH		DEFINED	9	
			506	12907	SH		DEFINED	3	
			1094	27900					
AMERN STRATEGIC INCOME PTFL	COM	030099105	70	6509	SH		DEFINED	9	
			70	6509					
AMERICAN SUPERCONDUCTOR CORP	COM	030111108	162	7000	SH		DEFINED	9	
			162	7000					
AMERICREDIT CORP	COM	03060R101	40	3953	SH		DEFINED	9	
			40	3953					
AMERISOURCEBERGEN CORP	COM	03073E105	320	7797	SH		DEFINED	9	
			7	172	SH		DEFINED	3	
			327	7969					
AMERIPRISE FINL INC	COM	03076C106	853	16452	SH		DEFINED	9	
			454	8756	SH		DEFINED	3	
			1307	25208					
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	21	700	SH		DEFINED	9	
			21	700					
AMETEK INC NEW	COM	031100100	4	100	SH		DEFINED	3	
			4	100					

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PAGE	20 OF	236	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	
AMGEN INC	COM	031162100	13314 9136 ----- 22450	318667 218679 ----- 537346	SH SH		DEFINED 9 DEFINED 3		
AMPHENOL CORP NEW	CL A	032095101	322 349 ----- 671	8631 9382 ----- 18013	SH SH		DEFINED 9 DEFINED 3		
AMYLIN PHARMACEUTICALS INC	COM	032346108	6 12 ----- 18	200 400 ----- 600	SH SH		DEFINED 9 DEFINED 3		
ANADARKO PETE CORP	COM	032511107	7167 6165 63 ----- 13394	113703 97806 1000 ----- 212509	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		
ANADIGICS INC	COM	032515108	16 ----- 16	2500 ----- 2500	SH		DEFINED 9		
ANALOG DEVICES INC	COM	032654105	1506 1557 ----- 3063	51014 52745 ----- 103759	SH SH		DEFINED 9 DEFINED 3		
ANDERSONS INC	COM	034164103	7 ----- 7	150 ----- 150	SH		DEFINED 9		
ANGIODYNAMICS INC	COM	03475V101	29 17 ----- 46	2532 1450 ----- 3982	SH SH		DEFINED 9 DEFINED 3		
ANGLO AMERN PLC	ADR NEW	03485P201	2255 1551 10 ----- 3816	75747 52092 338 ----- 128177	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		

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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	
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	4	2000	SH		DEFINED 9		

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		-----		-----			
		4		2000			
ANHEUSER BUSCH COS INC	COM	035229103	25276	532683	SH	DEFINED	9
			6269	132124	SH	DEFINED	3
			-----	-----			
			31545	664807			
ANIXTER INTL INC	COM	035290105	170	2657	SH	DEFINED	9
			252	3937	SH	DEFINED	3
			-----	-----			
			422	6594			
ANNALY CAP MGMT INC	COM	035710409	287	18738	SH	DEFINED	9
			269	17578	SH	DEFINED	3
			-----	-----			
			556	36316			
ANSOFT CORP	COM	036384105	35	1158	SH	DEFINED	9
			20	664	SH	DEFINED	3
			-----	-----			
			56	1822			
AON CORP	COM	037389103	41	1023	SH	DEFINED	9
			559	13906	SH	DEFINED	3
			-----	-----			
			600	14929			
APACHE CORP	COM	037411105	28442	235412	SH	DEFINED	9
			11415	94480	SH	DEFINED	3
			3	25	SH	DEFINED	8
			-----	-----			
			39861	329917			
APARTMENT INVT & MGMT CO	CL A	03748R101	8	215	SH	DEFINED	9
			39	1084	SH	DEFINED	3
			-----	-----			
			47	1299			
APOLLO GROUP INC	CL A	037604105	213	4932	SH	DEFINED	9
			149	3444	SH	DEFINED	3
			-----	-----			
			362	8376			

				FORM 13F					
PAGE 22 OF 236		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
-----		-----		-----		-----		-----	
APOLLO INVT CORP	COM	03761U106	23	1440	SH	DEFINED	9		
			39	2449	SH	DEFINED	3		
			-----	-----					
			62	3889					
APPLE INC	COM	037833100	25293	176255	SH	DEFINED	9		
			11355	79131	SH	DEFINED	3		

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			36648	255386			
APPLERA CORP	COM AP BIO GRP	038020103	45	1377	SH	DEFINED	9
			45	1377			
APPLERA CORP	COM CELERA GRP	038020202	9	600	SH	DEFINED	9
			9	600			
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	115	3862	SH	DEFINED	9
			115	3862			
APPLIED MATLS INC	COM	038222105	7501	384466	SH	DEFINED	9
			4099	210121	SH	DEFINED	3
			11600	594587			
AQUA AMERICA INC	COM	03836W103	49	2601	SH	DEFINED	9
			104	5524	SH	DEFINED	3
			153	8125			
AQUILA INC	COM	03840P102	2	750	SH	DEFINED	9
			7	2144	SH	DEFINED	3
			9	2894			
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496204	123	1800	SH	DEFINED	9
			39	570	SH	DEFINED	3
			162	2370			
ARCH CHEMICALS INC	COM	03937R102	2	52	SH	DEFINED	9
			4	100	SH	DEFINED	3
			6	152			

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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	
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	65	800	SH	DEFINED	9		
			65	800					
ARCH COAL INC	COM	039380100	213	4902	SH	DEFINED	9		
			13	294	SH	DEFINED	3		
			226	5196					
ARCHER DANIELS MIDLAND CO	COM	039483102	607	14751	SH	DEFINED	9		
			1659	40295	SH	DEFINED	3		

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			2266	55046		
ARES CAP CORP	COM	04010L103	39	3075	SH	DEFINED 3
			39	3075		
ARKANSAS BEST CORP DEL	COM	040790107	12	380	SH	DEFINED 3
			12	380		
ARRIS GROUP INC	COM	04269Q100	4	741	SH	DEFINED 9
			4	741		
ARROW ELECTRS INC	COM	042735100	3	76	SH	DEFINED 3
			3	76		
ART TECHNOLOGY GROUP INC	COM	04289L107	27	7000	SH	DEFINED 9
			27	7000		
ARTES MEDICAL INC	COM	04301Q100	1	1000	SH	DEFINED 3
			1	1000		
ARTHROCARE CORP	COM	043136100	22	654	SH	DEFINED 9
			13	376	SH	DEFINED 3
			34	1030		

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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	
ARVINMERITOR INC	COM	043353101	2	199	SH	DEFINED 9		
			50	4000	SH	DEFINED 3		
			53	4199				
ASHFORD HOSPITALITY TR INC	COM SHS	044103109	34	6040	SH	DEFINED 9		
			22	3869	SH	DEFINED 3		
			56	9909				
ASHLAND INC NEW	COM	044209104	628	13282	SH	DEFINED 9		
			103	2170	SH	DEFINED 3		
			731	15452				
ASIA PAC FD INC	COM	044901106	14	695	SH	DEFINED 9		
			14	695				

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ASIA TIGERS FD INC	COM	04516T105	12	515	SH	DEFINED	3
			-----	-----			
			12	515			
ASSOCIATED BANC CORP	COM	045487105	303	11386	SH	DEFINED	9
			532	19992	SH	DEFINED	3
			-----	-----			
			836	31378			
ASSURANT INC	COM	04621X108	398	6538	SH	DEFINED	9
			1	19	SH	DEFINED	3
			-----	-----			
			399	6557			
ASTEC INDS INC	COM	046224101	6	160	SH	DEFINED	3
			-----	-----			
			6	160			
ASTORIA FINL CORP	COM	046265104	123	4524	SH	DEFINED	9
			179	6599	SH	DEFINED	3
			-----	-----			
			302	11123			

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PAGE	25 OF	236	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN			
-----									
ASTRAZENECA PLC	SPONSORED ADR	046353108	347	9122	SH	DEFINED	9		
			1641	43183	SH	DEFINED	3		
			6	163	SH	DEFINED	8		
			-----	-----					
			1993	52468					
ATHEROS COMMUNICATIONS INC	COM	04743P108	252	12111	SH	DEFINED	9		
			27	1284	SH	DEFINED	3		
			-----	-----					
			279	13395					
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	20	500	SH	DEFINED	3		
			-----	-----					
			20	500					
ATMOS ENERGY CORP	COM	049560105	72	2809	SH	DEFINED	3		
			-----	-----					
			72	2809					
ATRION CORP	COM	049904105	49	500	SH	DEFINED	9		
			-----	-----					
			49	500					
ATWOOD OCEANICS INC	COM	050095108	134	1458	SH	DEFINED	9		
			408	4452	SH	DEFINED	3		
			-----	-----					
			542	5910					



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AURORA OIL & GAS CORP	COM	052036100	1	2000	SH	DEFINED	3
			-----	-----			
			1	2000			
AUTODESK INC	COM	052769106	1450	46049	SH	DEFINED	9
			1575	50028	SH	DEFINED	3
			-----	-----			
			3025	96077			
AUTOLIV INC	COM	052800109	426	8481	SH	DEFINED	9
			153	3040	SH	DEFINED	3
			-----	-----			
			578	11521			

				FORM 13F					
PAGE	26 OF	236	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DCRETN	MA		
-----	-----	-----	-----	-----	-----	-----	-----		
AUTOMATIC DATA PROCESSING IN	COM	053015103	30242	713431	SH	DEFINED	9		
			17069	402668	SH	DEFINED	3		
			8	200	SH	DEFINED	8		
			-----	-----					
			47320	1116299					
AUTONATION INC	COM	05329W102	5	339	SH	DEFINED	9		
			4	281	SH	DEFINED	3		
			-----	-----					
			9	620					
AUTOZONE INC	COM	053332102	87	768	SH	DEFINED	9		
			-----	-----					
			87	768					
AVANEX CORP	COM	05348W109	2	3000	SH	DEFINED	3		
			-----	-----					
			2	3000					
AVALONBAY CMNTYS INC	COM	053484101	60	619	SH	DEFINED	9		
			225	2336	SH	DEFINED	3		
			-----	-----					
			285	2955					
AVANT IMMUNOTHERAPEUTICS INC	COM NEW	053491205	0	41	SH	DEFINED	3		
			-----	-----					
				41					
AVERY DENNISON CORP	COM	053611109	1058	21492	SH	DEFINED	9		
			317	6442	SH	DEFINED	3		
			14	275	SH	DEFINED	8		
			-----	-----					
			1389	28209					
AVID TECHNOLOGY INC	COM	05367P100	9	350	SH	DEFINED	3		
			-----	-----					
			9	350					

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AVIGEN INC	COM	053690103	1	200	SH	DEFINED	9
			-----	-----			
			1	200			
AVIS BUDGET GROUP	COM	053774105	3	250	SH	DEFINED	3
			-----	-----			
			3	250			

				FORM 13F			
PAGE	27 OF	236	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----
AVISTA CORP	COM	05379B107	198	10140	SH	DEFINED	9
			1	32	SH	DEFINED	3
			-----	-----			
			199	10172			
AVNET INC	COM	053807103	320	9788	SH	DEFINED	9
			77	2355	SH	DEFINED	3
			-----	-----			
			397	12143			
AVON PRODS INC	COM	054303102	200	5062	SH	DEFINED	9
			583	14756	SH	DEFINED	3
			-----	-----			
			784	19818			
AXA	SPONSORED ADR	054536107	170	4695	SH	DEFINED	9
			306	8486	SH	DEFINED	3
			-----	-----			
			476	13181			
AXCELIS TECHNOLOGIES INC	COM	054540109	6	1028	SH	DEFINED	9
			142	25280	SH	DEFINED	3
			-----	-----			
			147	26308			
BB&T CORP	COM	054937107	18206	567874	SH	DEFINED	9
			11626	362643	SH	DEFINED	3
			-----	-----			
			29832	930517			
BHP BILLITON PLC	SPONSORED ADR	05545E209	19	323	SH	DEFINED	3
			-----	-----			
			19	323			
BJS WHOLESALE CLUB INC	COM	05548J106	4	100	SH	DEFINED	3
			-----	-----			
			4	100			
BJ SVCS CO	COM	055482103	773	27113	SH	DEFINED	9
			1235	43326	SH	DEFINED	3
			-----	-----			
			2008	70439			

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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		
BP PLC	SPONSORED ADR	055622104	33112	545951	SH		DEFINED	9	
			23508	387602	SH		DEFINED	3	
			81	1330	SH		DEFINED	8	
			56701	934883					
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	355	3800	SH		DEFINED	9	
			16	170	SH		DEFINED	3	
			371	3970					
BRE PROPERTIES INC	CL A	05564E106	18	400	SH		DEFINED	9	
			18	400					
BT GROUP PLC	ADR	05577E101	132	3071	SH		DEFINED	9	
			151	3511	SH		DEFINED	3	
			284	6582					
BMC SOFTWARE INC	COM	055921100	1083	33305	SH		DEFINED	9	
			378	11630	SH		DEFINED	3	
			1461	44935					
BAKER HUGHES INC	COM	057224107	1532	22366	SH		DEFINED	9	
			881	12867	SH		DEFINED	3	
			2413	35233					
BALDOR ELEC CO	COM	057741100	6	200	SH		DEFINED	3	
			6	200					
BALL CORP	COM	058498106	57	1230	SH		DEFINED	9	
			24	525	SH		DEFINED	3	
			81	1755					
BALLARD PWR SYS INC	COM	05858H104	0	50	SH		DEFINED	9	
			21	5050	SH		DEFINED	3	
			21	5100					

FORM 13F

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PAGE 29 OF 236			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	
BALLY TECHNOLOGIES INC	COM	05874B107	27	774	SH		DEFINED	9	
			53	1552	SH		DEFINED	3	
			80	2326					
BANCFIRST CORP	COM	05945F103	78	1700	SH		DEFINED	9	
			269	5868	SH		DEFINED	3	
			346	7568					
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	593	26973	SH		DEFINED	9	
			6629	301439	SH		DEFINED	3	
			9	396	SH		DEFINED	8	
			7231	328808					
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	2	89	SH		DEFINED	3	
			2	89					
BANCO SANTANDER SA	ADR	05964H105	284	14219	SH		DEFINED	9	
			1438	72115	SH		DEFINED	3	
			11	528	SH		DEFINED	8	
			1732	86862					
BANK OF AMERICA CORPORATION	COM	060505104	57348	1512750	SH		DEFINED	9	
			30531	805358	SH		DEFINED	3	
			325	8575	SH		DEFINED	8	
			88205	2326683					
BANK FLA CORP NAPLES	COM	062128103	45	4500	SH		DEFINED	3	
			45	4500					
BANK HAWAII CORP	COM	062540109	26	518	SH		DEFINED	3	
			26	518					
BANK OF THE OZARKS INC	COM	063904106	24	1000	SH		DEFINED	9	
			24	1000					

PAGE 30 OF 236			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	
BANK OF NEW YORK MELLON CORP	COM	064058100	31255	748974	SH		DEFINED	9	
			11047	264713	SH		DEFINED	3	

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		42301	1013687			
BANK NOVA SCOTIA HALIFAX	COM	064149107	2	49	SH	DEFINED 3
			2	49		
BARCLAYS BK PLC	DJAIG CMDTY 36	06738C778	141	2300	SH	DEFINED 9
			1685	27438	SH	DEFINED 3
			1826	29738		
BARCLAYS PLC	ADR	06738E204	180	4962	SH	DEFINED 9
			1024	28279	SH	DEFINED 3
			6	160	SH	DEFINED 8
			1209	33401		
BARD C R INC	COM	067383109	161	1669	SH	DEFINED 9
			600	6229	SH	DEFINED 3
			761	7898		
BARCLAYS BK PLC	IP MSCI IND 36	06739F291	2	25	SH	DEFINED 3
			2	25		
BARCLAYS BK PLC	ADR 2 PEF 2	06739F390	9	400	SH	DEFINED 9
			9	400		
BARCLAYS BANK PLC	ETN IPH AGRI	06739H206	77	1325	SH	DEFINED 3
			77	1325		
BARCLAYS BANK PLC	ADS7.75%PFD S4	06739H511	25	1000	SH	DEFINED 3
			25	1000		
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	29	1200	SH	DEFINED 9
			29	1200		

				FORM 13F					
PAGE	31 OF	236	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	
BARNES & NOBLE INC	COM	067774109	8	270	SH	DEFINED	3		
			8	270					
BARRICK GOLD CORP	COM	067901108	16	371	SH	DEFINED	9		
			80	1840	SH	DEFINED	3		
			96	2211					

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BARR PHARMACEUTICALS INC	COM	068306109	478 251	9899 SH 5189 SH	DEFINED 9 DEFINED 3
			----- 729	----- 15088	
BAXTER INTL INC	COM	071813109	7053 2080	121982 SH 35970 SH	DEFINED 9 DEFINED 3
			----- 9133	----- 157952	
BE AEROSPACE INC	COM	073302101	946	27076 SH	DEFINED 9
			----- 946	----- 27076	
BEA SYS INC	COM	073325102	77 111	4015 SH 5800 SH	DEFINED 9 DEFINED 3
			----- 188	----- 9815	
BEACH FIRST NATL BANCSHARES	COM	073334104	40	3000 SH	DEFINED 9
			----- 40	----- 3000	
BEAR STEARNS COS INC	COM	073902108	3 2	268 SH 200 SH	DEFINED 9 DEFINED 3
			----- 5	----- 468	
BECKMAN COULTER INC	COM	075811109	247 472	3828 SH 7316 SH	DEFINED 9 DEFINED 3
			----- 719	----- 11144	
BECTON DICKINSON & CO	COM	075887109	36145 14908	421028 SH 173648 SH	DEFINED 9 DEFINED 3
			----- 51053	----- 594676	

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PAGE 32 OF 236		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		
-----			-----							
BED BATH & BEYOND INC	COM	075896100	18 34	604 SH 1150 SH	DEFINED 9 DEFINED 3					
			----- 52	----- 1754						
BELDEN INC	COM	077454106	38 84	1080 SH 2376 SH	DEFINED 9 DEFINED 3					
			----- 122	----- 3456						
BEMIS INC	COM	081437105	258 100	10135 SH 3920 SH	DEFINED 9 DEFINED 3					

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			357	14055		
BENCHMARK ELECTRS INC	COM	08160H101	85	4762 SH	DEFINED	9
			295	16431 SH	DEFINED	3
			380	21193		
BERKLEY W R CORP	COM	084423102	723	26107 SH	DEFINED	9
			2285	82514 SH	DEFINED	3
			3008	108621		
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	39 SH	DEFINED	9
			0	9 SH	DEFINED	3
				48		
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	2429	543 SH	DEFINED	9
			7890	1764 SH	DEFINED	3
			10319	2307		
BEST BUY INC	COM	086516101	7445	179582 SH	DEFINED	9
			4429	106834 SH	DEFINED	3
			11875	286416		
BHP BILLITON LTD	SPONSORED ADR	088606108	109	1650 SH	DEFINED	9
			581	8820 SH	DEFINED	3
			689	10470		

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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/ INVSTMT	CALL DSCRETN	MA	
BIG LOTS INC	COM	089302103	5	223 SH	DEFINED	9		
			5	223				
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	782	22106 SH	DEFINED	9		
			123	3464 SH	DEFINED	3		
			904	25570				
BIOHEART INC	COM	09062F201	3	666 SH	DEFINED	3		
			3	666				
BIOGEN IDEC INC	COM	09062X103	61	981 SH	DEFINED	9		
			124	2015 SH	DEFINED	3		
			185	2996				

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BIOFUEL ENERGY CORP	COM	09064Y109	18	4000	SH	DEFINED	3
			-----	-----			
			18	4000			
BIOTECH HOLDERS TR	DEPOSTRY RCPTS	09067D201	17	100	SH	DEFINED	9
			26	150	SH	DEFINED	3
			-----	-----			
			43	250			
BIOVAIL CORP	COM	09067J109	41	3817	SH	DEFINED	9
			66	6181	SH	DEFINED	3
			-----	-----			
			106	9998			
BLACK & DECKER CORP	COM	091797100	1602	24234	SH	DEFINED	9
			1420	21490	SH	DEFINED	3
			-----	-----			
			3022	45724			
BLACK HILLS CORP	COM	092113109	40	1125	SH	DEFINED	3
			-----	-----			
			40	1125			
BLACKROCK NJ INVT QUALITY MU	COM	09247C107	43	3050	SH	DEFINED	3
			-----	-----			
			43	3050			

PAGE		34 OF 236		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					
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK INVT QUALITY MUN T	COM	09247D105	54	3400	SH	DEFINED	3				
			-----	-----							
			54	3400							
BLACKROCK INCOME TR INC	COM	09247F100	70	12000	SH	DEFINED	9				
			-----	-----							
			70	12000							
BLACKROCK INC	COM	09247X101	2598	12726	SH	DEFINED	9				
			313	1532	SH	DEFINED	3				
			-----	-----							
			2911	14258							
BLACKROCK INSD MUN TERM TR I	COM	092474105	31	3104	SH	DEFINED	9				
			-----	-----							
			31	3104							
BLACKROCK INCOME OPP TRUST I	COM	092475102	98	10000	SH	DEFINED	9				
			14	1415	SH	DEFINED	3				
			-----	-----							
			111	11415							
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	21	1450	SH	DEFINED	3				
			-----	-----							



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				21	1450			
BLACKROCK FLA MUN INCOME TR	SH BEN INT	09248H105	14	1000	SH	DEFINED	3	
			-----	-----				
			14	1000				
BLACKROCK PA STRATEGIC MUN T	COM	09248R103	7	500	SH	DEFINED	3	
			-----	-----				
			7	500				
BLACKROCK STRATEGIC MUN TR	COM	09248T109	30	2100	SH	DEFINED	3	
			-----	-----				
			30	2100				
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	52	3500	SH	DEFINED	3	
			-----	-----				
			52	3500				
BLACKROCK MUNI INCOME TR II	COM	09249N101	18	1276	SH	DEFINED	3	
			-----	-----				
			18	1276				

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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/ INVSTMT	CALL DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BLACKROCK PFD OPPORTUNITY TR	COM SHS	09249V103	26	1600	SH	DEFINED	3		
			-----	-----					
			26	1600					
BLACKROCK LTD DURATION INC T	COM SHS	09249W101	11	750	SH	DEFINED	9		
			-----	-----					
			11	750					
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	35	2400	SH	DEFINED	3		
			-----	-----					
			35	2400					
BLACKROCK STRAT DIVD ACHIEVE	COM	09249Y107	38	3300	SH	DEFINED	3		
			-----	-----					
			38	3300					
BLACKROCK S&P QLTY RK EQ MD	SHS BEN INT	09250D109	9	590	SH	DEFINED	3		
			-----	-----					
			9	590					
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	3	1700	SH	DEFINED	3		
			-----	-----					
			3	1700					
BLACKROCK DIVID ACHIEVRS TM	COM	09250N107	46	4050	SH	DEFINED	3		
			-----	-----					
			46	4050					
BLACKROCK GLBL ENRGY & RES T	COM	09250U101	24	800	SH	DEFINED	9		

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				18	600	SH	DEFINED	3
				-----	-----			
				42	1400			
BLACKROCK GLOBAL OPP EQTY TR	COM	092501105		15	618	SH	DEFINED	9
				-----	-----			
				15	618			
BLACKROCK ENHANCED DIV ACHV	COM	09251A104		22	2000	SH	DEFINED	8
				-----	-----			
				22	2000			
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107		15	992	SH	DEFINED	9
				58	3750	SH	DEFINED	3
				-----	-----			
				74	4742			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BLACKROCK MUNIHOLDINGS FD IN	COM	09253N104	21	1400	SH	DEFINED	9		
			-----	-----					
			21	1400					
BLACKROCK MUNIVEST FD INC	COM	09253R105	54	6248	SH	DEFINED	3		
			-----	-----					
			54	6248					
BLACKROCK MUNIYIELD FD INC	COM	09253W104	102	7585	SH	DEFINED	3		
			-----	-----					
			102	7585					
BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	90	9000	SH	DEFINED	3		
			-----	-----					
			90	9000					
BLACKROCK REAL ASSET EQUITY	COM	09254B109	49	3042	SH	DEFINED	3		
			-----	-----					
			49	3042					
BLACKROCK MUNYIELD INSD FD I	COM	09254E103	14	1132	SH	DEFINED	9		
			133	10700	SH	DEFINED	3		
			-----	-----					
			147	11832					
BLACKROCK MUNIYIELD QUALITY	COM	09254F100	6	453	SH	DEFINED	9		
			244	18744	SH	DEFINED	3		
			-----	-----					
			250	19197					
BLACKROCK APEX MUN FD INC	COM	09254H106	59	6200	SH	DEFINED	3		
			-----	-----					
			59	6200					

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BLACKROCK MUNIASSETS FD INC	COM	09254J102	9 13	663 979	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			23	1642		
BLACKROCK MUNIHOLDINGS FLA I	COM	09254P108	8	650	SH	DEFINED 3
			-----	-----		
			8	650		
BLACKROCK MUNIYIELD FLA INC	COM	09254R104	137	10995	SH	DEFINED 3
			-----	-----		
			137	10995		

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PAGE	37 OF 236	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK MUNIYIELD FLA INSD	COM	09254T100	33	2779	SH	DEFINED 3			
			-----	-----					
			33	2779					
BLACKROCK MUNIYIELD MICH INS	COM	09254V105	445	33885	SH	DEFINED 3			
			-----	-----					
			445	33885					
BLACKROCK MUNIYIELD MICH INS	COM	09254W103	100	8134	SH	DEFINED 3			
			-----	-----					
			100	8134					
BLACKROCK MUNIHOLDINGS N J I	COM	09254X101	48	3625	SH	DEFINED 3			
			-----	-----					
			48	3625					
BLACKROCK MUNIYIELD N J FD I	COM	09254Y109	47	3450	SH	DEFINED 3			
			-----	-----					
			47	3450					
BLACKROCK MUNIYIELD PA INSD	COM	09255G107	39	3000	SH	DEFINED 3			
			-----	-----					
			39	3000					
BLACKROCK CORPOR HIGH YLD FD	COM	09255L106	1	111	SH	DEFINED 3			
			-----	-----					
			1	111					
BLACKROCK CORPOR HI YLD FD V	COM	09255N102	78 22	7200 2000	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			100	9200					
BLACKROCK CORPOR HI YLD FD V	COM	09255P107	69	6400	SH	DEFINED 9			
			-----	-----					
			69	6400					
BLACKROCK DEBT STRAT FD INC	COM	09255R103	11	2000	SH	DEFINED 9			

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				26	5000	SH	DEFINED	3
				37	7000			
BLACKROCK SR HIGH INCOME FD	COM	09255T109		11	2300	SH	DEFINED	3
				11	2300			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN		
BLACKROCK ENH EQ YLD FD INC	COM	09256C105	8	500	SH	DEFINED	9	
			8	500				
BLACKROCK ENHAN EQ YLD & PRE	COM	09256E101	22	1500	SH	DEFINED	3	
			22	1500				
BLDRS INDEX FDS TR	ASIA 50 ADR	09348R102	11	377	SH	DEFINED	3	
			11	377				
BLDRS INDEX FDS TR	EMER MK 50 ADR	09348R300	13	270	SH	DEFINED	3	
			13	270				
BLDRS INDEX FDS TR	EUR 100 ADR	09348R409	18	631	SH	DEFINED	3	
			18	631				
BLOCK H & R INC	COM	093671105	360	17364	SH	DEFINED	9	
			536	25831	SH	DEFINED	3	
			897	43195				
BLUE CHIP VALUE FD INC	COM	095333100	5	1135	SH	DEFINED	9	
			5	1135				
BLUE COAT SYSTEMS INC	COM NEW	09534T508	22	1000	SH	DEFINED	3	
			22	1000				
BLUEGREEN CORP	COM	096231105	28	4175	SH	DEFINED	9	
			14	2037	SH	DEFINED	3	
			42	6212				
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	25	1000	SH	DEFINED	3	
			25	1000				
BOB EVANS FARMS INC	COM	096761101	1272	46118	SH	DEFINED	9	

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228 8278 SH DEFINED 3  
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 1501 54396

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP									
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	CALL DCRETN					
BOEING CO	COM	097023105	10533	141625	SH	DEFINED	9				
			3631	48829	SH	DEFINED	3				
			-----	-----							
			14164	190454							
BON-TON STORES INC	COM	09776J101	5	1000	SH	DEFINED	9				
			-----	-----							
			5	1000							
BORGWARNER INC	COM	099724106	3118	72457	SH	DEFINED	9				
			1261	29310	SH	DEFINED	3				
			-----	-----							
			4379	101767							
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	5	500	SH	DEFINED	9				
			-----	-----							
			5	500							
BOSTON PROPERTIES INC	COM	101121101	186	2023	SH	DEFINED	9				
			202	2190	SH	DEFINED	3				
			-----	-----							
			388	4213							
BOSTON SCIENTIFIC CORP	COM	101137107	237	18430	SH	DEFINED	9				
			27	2121	SH	DEFINED	3				
			-----	-----							
			264	20551							
BOTTOMLINE TECH DEL INC	COM	101388106	1	75	SH	DEFINED	3				
			-----	-----							
			1	75							
BOWNE & CO INC	COM	103043105	93	6096	SH	DEFINED	9				
			-----	-----							
			93	6096							
BRADY CORP	CL A	104674106	87	2600	SH	DEFINED	3				
			-----	-----							
			87	2600							
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	3	197	SH	DEFINED	9				
			-----	-----							
			3	197							

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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		
BRIGGS & STRATTON CORP	COM	109043109	9	500	SH		DEFINED	9	
			54	3000	SH		DEFINED	3	
			63	3500					
BRIGHT HORIZON FAMILY SOLUTI	COM	109195107	29	672	SH		DEFINED	9	
			25	581	SH		DEFINED	3	
			54	1253					
BRIGHTPOINT INC	COM NEW	109473405	3	300	SH		DEFINED	3	
			3	300					
BRINKER INTL INC	COM	109641100	76	4121	SH		DEFINED	9	
			94	5085	SH		DEFINED	3	
			171	9206					
BRINKS CO	COM	109696104	34	502	SH		DEFINED	9	
			44	648	SH		DEFINED	3	
			77	1150					
BRISTOL MYERS SQUIBB CO	COM	110122108	15399	722948	SH		DEFINED	9	
			8299	389634	SH		DEFINED	3	
			44	2050	SH		DEFINED	8	
			23742	1114632					
BRISTOL MYERS SQUIBB CO	PFD CV \$2	110122207	23	60	SH		DEFINED	3	
			23	60					
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	166	2197	SH		DEFINED	9	
			332	4386	SH		DEFINED	3	
			499	6583					
BRITISH SKY BROADCASTING GRO	SPONSORED ADR	111013108	21	464	SH		DEFINED	3	
			21	464					

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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		

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BROADCOM CORP	CL A	111320107	862 989	44709 51336	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			1851	96045		
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	428 890 1	24292 50576 50	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----		
			1319	74918		
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	162 57	22154 7818	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			219	29972		
BRONCO DRILLING CO INC	COM	112211107	48	3000	SH	DEFINED 3
			-----	-----		
			48	3000		
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	99 13	3685 500	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			112	4185		
BROWN & BROWN INC	COM	115236101	313	18000	SH	DEFINED 3
			-----	-----		
			313	18000		
BROWN FORMAN CORP	CL A	115637100	210	3034	SH	DEFINED 3
			-----	-----		
			210	3034		
BROWN FORMAN CORP	CL B	115637209	26 794	398 11990	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			820	12388		
BRUNSWICK CORP	COM	117043109	830 33	51993 2069	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			863	54062		
BRUSH ENGINEERED MATLS INC	COM	117421107	18	700	SH	DEFINED 3
			-----	-----		
			18	700		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN			
-----			-----						
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	123 39	2678 854	SH SH				DEFINED 9 DEFINED 3
			-----	-----					
			163	3532					

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BUCYRUS INTL INC NEW	CL A	118759109	39 79	383 778	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			118	1161		
BUILDERS FIRSTSOURCE INC	COM	12008R107	54	7500	SH	DEFINED 9
			-----	-----		
			54	7500		
BUILDING MATLS HLDG CORP	COM	120113105	9 7	2000 1490	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			15	3490		
BURGER KING HLDGS INC	COM	121208201	2955 612	106838 22128	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			3567	128966		
BURLINGTON NORTHN SANTA FE C	COM	12189T104	1099 1080	11913 11716	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			2179	23629		
CBL & ASSOC PPTYS INC	COM	124830100	13 24	550 1025	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			37	1575		
CBS CORP NEW	CL A	124857103	4	176	SH	DEFINED 3
			-----	-----		
			4	176		
CBS CORP NEW	CL B	124857202	237 90	10756 4080	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			328	14836		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CBRL GROUP INC	COM	12489V106	4 54	100 1516	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			58	1616					
CB RICHARD ELLIS GROUP INC	CL A	12497T101	58 9	2678 433	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			67	3111					
CF INDS HLDGS INC	COM	125269100	189 144	1828 1392	SH SH	DEFINED 9 DEFINED 3			



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		-----		-----			
		334	3220				
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	9601	176498	SH	DEFINED	9
			2090	38414	SH	DEFINED	3
			-----	-----			
			11691	214912			
CIGNA CORP	COM	125509109	2577	63510	SH	DEFINED	9
			413	10192	SH	DEFINED	3
			-----	-----			
			2990	73702			
CIT GROUP INC	COM	125581108	33	2748	SH	DEFINED	9
			25	2085	SH	DEFINED	3
			-----	-----			
			57	4833			
CLECO CORP NEW	COM	12561W105	216	9754	SH	DEFINED	9
			21	938	SH	DEFINED	3
			-----	-----			
			237	10692			
CME GROUP INC	COM	12572Q105	2125	4529	SH	DEFINED	9
			2147	4577	SH	DEFINED	3
			-----	-----			
			4272	9106			
CMGI INC	COM NEW	125750307	0	5	SH	DEFINED	9
			-----	-----			
				5			

				FORM 13F					
PAGE 44 OF 236		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----		-----		-----		-----		-----	
CMS ENERGY CORP	COM	125896100	191	14092	SH	DEFINED	9		
			66	4908	SH	DEFINED	3		
			-----	-----					
			257	19000					
CNA FINL CORP	COM	126117100	309	12000	SH	DEFINED	9		
			1	36	SH	DEFINED	3		
			-----	-----					
			310	12036					
CNA SURETY CORP	COM	12612L108	3	192	SH	DEFINED	9		
			-----	-----					
			3	192					
CNET NETWORKS INC	COM	12613R104	1	100	SH	DEFINED	3		
			-----	-----					
			1	100					
CNOOC LTD	SPONSORED ADR	126132109	29	200	SH	DEFINED	3		

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			-----	-----		
			29	200		
CPFL ENERGIA S A	SPONSORED ADR	126153105	12	200 SH	DEFINED	3
			-----	-----		
			12	200		
CP HOLDERS	DEP RCPTS CP	12616K106	48	300 SH	DEFINED	3
			-----	-----		
			48	300		
CRH PLC	ADR	12626K203	2	65 SH	DEFINED	3
			-----	-----		
			2	65		
CSX CORP	COM	126408103	2320	41374 SH	DEFINED	9
			1149	20487 SH	DEFINED	3
			-----	-----		
			3469	61861		
CTS CORP	COM	126501105	29	2713 SH	DEFINED	9
			14	1323 SH	DEFINED	3
			-----	-----		
			43	4036		

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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/ INVSTMT PRN CALL	DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CVS CAREMARK CORPORATION	COM	126650100	18814	464435 SH	DEFINED	9			
			9286	229236 SH	DEFINED	3			
			-----	-----					
			28101	693671					
CA INC	COM	12673P105	49	2157 SH	DEFINED	9			
			94	4165 SH	DEFINED	3			
			-----	-----					
			142	6322					
CABELAS INC	COM	126804301	24	1700 SH	DEFINED	3			
			-----	-----					
			24	1700					
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	24	1100 SH	DEFINED	3			
			-----	-----					
			24	1100					
CABOT MICROELECTRONICS CORP	COM	12709P103	227	7064 SH	DEFINED	9			
			286	8907 SH	DEFINED	3			
			-----	-----					
			513	15971					
CACI INTL INC	CL A	127190304	70	1529 SH	DEFINED	3			
			-----	-----					
			70	1529					

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CADBURY SCHWEPPES PLC	ADR	127209302	2975	67274	SH	DEFINED	9
			2070	46818	SH	DEFINED	3
			-----	-----			
			5045	114092			
CADENCE DESIGN SYSTEM INC	COM	127387108	281	26341	SH	DEFINED	9
			9	878	SH	DEFINED	3
			-----	-----			
			291	27219			
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	61	5000	SH	DEFINED	3
			-----	-----			
			61	5000			
CALIFORNIA WTR SVC GROUP	COM	130788102	57	1500	SH	DEFINED	9
			-----	-----			
			57	1500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
CALLIDUS SOFTWARE INC	COM	13123E500	3	525	SH	DEFINED	3		
			-----	-----					
			3	525					
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	1786	76012	SH	DEFINED	3		
			-----	-----					
			1786	76012					
CAMDEN PPTY TR	SH BEN INT	133131102	12896	256900	SH	DEFINED	9		
			34	687	SH	DEFINED	3		
			-----	-----					
			12931	257587					
CAMECO CORP	COM	13321L108	13	400	SH	DEFINED	9		
			91	2755	SH	DEFINED	3		
			-----	-----					
			104	3155					
CAMERON INTERNATIONAL CORP	COM	13342B105	2647	63558	SH	DEFINED	9		
			607	14587	SH	DEFINED	3		
			-----	-----					
			3254	78145					
CAMPBELL SOUP CO	COM	134429109	1797	52921	SH	DEFINED	9		
			5984	176252	SH	DEFINED	3		
			-----	-----					
			7780	229173					
CANADIAN NATL RY CO	COM	136375102	33	680	SH	DEFINED	9		
			46	958	SH	DEFINED	3		
			-----	-----					
			79	1638					

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CANADIAN NAT RES LTD	COM	136385101	96	1400	SH	DEFINED	9
			121	1775	SH	DEFINED	3
			-----	-----			
			217	3175			
CANADIAN PAC RY LTD	COM	13645T100	4703	73160	SH	DEFINED	9
			834	12970	SH	DEFINED	3
			-----	-----			
			5537	86130			

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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			
-----			-----	-----	-----	-----	-----	-----	-----
CANDELA CORP	COM	136907102	13	3790	SH	DEFINED	9		
			45	13123	SH	DEFINED	3		
			-----	-----					
			58	16913					
CANON INC	ADR	138006309	86	1858	SH	DEFINED	9		
			946	20402	SH	DEFINED	3		
			9	190	SH	DEFINED	8		
			-----	-----					
			1041	22450					
CANTERBURY PARK HOLDING CORP	COM	13811E101	4	375	SH	DEFINED	3		
			-----	-----					
			4	375					
CAPITAL ONE FINL CORP	COM	14040H105	573	11639	SH	DEFINED	9		
			229	4646	SH	DEFINED	3		
			-----	-----					
			802	16285					
CAPITALSOURCE INC	COM	14055X102	335	34654	SH	DEFINED	9		
			327	33821	SH	DEFINED	3		
			-----	-----					
			662	68475					
CAPITOL BANCORP LTD	COM	14056D105	268	12661	SH	DEFINED	3		
			-----	-----					
			268	12661					
CARAUSTAR INDS INC	COM	140909102	11	8180	SH	DEFINED	3		
			-----	-----					
			11	8180					
CARDINAL FINL CORP	COM	14149F109	185	20881	SH	DEFINED	9		
			-----	-----					
			185	20881					
CARDINAL HEALTH INC	COM	14149Y108	3988	75948	SH	DEFINED	9		
			4664	88815	SH	DEFINED	3		
			-----	-----					

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8652 164763

CARDTRONICS INC	COM	14161H108	316	45401	SH	DEFINED 9
			67	9552	SH	DEFINED 3
			-----	-----		
			383	54953		

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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/ INVSTMT	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CARLISLE COS INC	COM	142339100	168	5029	SH	DEFINED 9		
			27	800	SH	DEFINED 3		
			-----	-----				
			195	5829				
CARMAX INC	COM	143130102	154	7938	SH	DEFINED 9		
			240	12350	SH	DEFINED 3		
			-----	-----				
			394	20288				
CARNIVAL CORP	PAIRED CTF	143658300	18051	445921	SH	DEFINED 9		
			5125	126612	SH	DEFINED 3		
			-----	-----				
			23176	572533				
CARRIZO OIL & CO INC	COM	144577103	696	11743	SH	DEFINED 9		
			94	1590	SH	DEFINED 3		
			-----	-----				
			790	13333				
CARTER INC	COM	146229109	14	850	SH	DEFINED 9		
			1	80	SH	DEFINED 3		
			-----	-----				
			15	930				
CASEYS GEN STORES INC	COM	147528103	43	1918	SH	DEFINED 9		
			21	934	SH	DEFINED 3		
			-----	-----				
			64	2852				
CATERPILLAR INC DEL	COM	149123101	8568	109442	SH	DEFINED 9		
			7820	99884	SH	DEFINED 3		
			-----	-----				
			16388	209326				
CATHAY GENERAL BANCORP	COM	149150104	6	290	SH	DEFINED 3		
			-----	-----				
			6	290				
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	814	34997	SH	DEFINED 9		
			87	3732	SH	DEFINED 3		
			-----	-----				
			900	38729				

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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	
CELADON GROUP INC	COM	150838100	5816	600815	SH		DEFINED	3	
			5816	600815					
CELGENE CORP	COM	151020104	7024	114608	SH		DEFINED	9	
			4513	73641	SH		DEFINED	3	
			11538	188249					
CELSION CORPORATION	COM NEW	15117N305	0	20	SH		DEFINED	9	
				20					
CEMEX SAB DE CV	SPON ADR NEW	151290889	53	2029	SH		DEFINED	9	
			41	1572	SH		DEFINED	3	
			94	3601					
CENTERPOINT ENERGY INC	COM	15189T107	82	5762	SH		DEFINED	9	
			34	2403	SH		DEFINED	3	
			117	8165					
CENTEX CORP	COM	152312104	6	268	SH		DEFINED	9	
			1	30	SH		DEFINED	3	
			7	298					
CENTRAL EUROPE AND RUSSIA FD	COM	153436100	2	38	SH		DEFINED	9	
			201	4233	SH		DEFINED	3	
			203	4271					
CENTRAL SECS CORP	COM	155123102	11	444	SH		DEFINED	9	
			40	1626	SH		DEFINED	3	
			51	2070					
CEPHEID	COM	15670R107	57	2352	SH		DEFINED	9	
			33	1350	SH		DEFINED	3	
			90	3702					

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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	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
CENTURYTEL INC	COM	156700106	747	22473	SH			DEFINED	9
			23	691	SH			DEFINED	3
			770	23164					
CEPHALON INC	COM	156708109	1896	29434	SH			DEFINED	9
			80	1238	SH			DEFINED	3
			1975	30672					
CERADYNE INC	COM	156710105	3	100	SH			DEFINED	3
			3	100					
CERNER CORP	COM	156782104	421	11300	SH			DEFINED	9
			499	13390	SH			DEFINED	3
			920	24690					
CHARLES & COLVARD LTD	COM	159765106	371	301245	SH			DEFINED	9
			371	301245					
CHARLES RIV LABS INTL INC	COM	159864107	86	1462	SH			DEFINED	9
			404	6849	SH			DEFINED	3
			490	8311					
CHATTEM INC	COM	162456107	265	4000	SH			DEFINED	9
			265	4000					
CHEESECAKE FACTORY INC	COM	163072101	50	2304	SH			DEFINED	9
			28	1278	SH			DEFINED	3
			78	3582					
CHEMED CORP NEW	COM	16359R103	51	1204	SH			DEFINED	9
			35	835	SH			DEFINED	3
			86	2039					
CHEMICAL FINL CORP	COM	163731102	358	15016	SH			DEFINED	3
			358	15016					

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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
CHEMTURA CORP	COM	163893100	15	2000	SH			DEFINED	9

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				15	2000		
CHEROKEE INC DEL NEW	COM	16444H102	70	2074	SH	DEFINED	3
			-----	-----			
			70	2074			
CHESAPEAKE CORP	COM	165159104	1	300	SH	DEFINED	9
			-----	-----			
			1	300			
CHESAPEAKE ENERGY CORP	COM	165167107	390	8451	SH	DEFINED	9
			1038	22497	SH	DEFINED	3
			-----	-----			
			1428	30948			
CHEVRON CORP NEW	COM	166764100	112799	1321456	SH	DEFINED	9
			37299	436960	SH	DEFINED	3
			416	4875	SH	DEFINED	8
			-----	-----			
			150515	1763291			
CHEVIOT FINL CORP	COM	166774109	78	8700	SH	DEFINED	9
			-----	-----			
			78	8700			
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	22	565	SH	DEFINED	9
			-----	-----			
			22	565			
CHICOS FAS INC	COM	168615102	95	13400	SH	DEFINED	9
			37	5184	SH	DEFINED	3
			-----	-----			
			132	18584			
CHINA FD INC	COM	169373107	125	3942	SH	DEFINED	3
			-----	-----			
			125	3942			
CHINA FIRE & SEC GROUP INC	COM	16938R103	14	2000	SH	DEFINED	9
			-----	-----			
			14	2000			

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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/ INVSTMT	CALL DCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	34	651	SH	DEFINED	9		
			75	1450	SH	DEFINED	3		
			-----	-----					
			109	2101					
CHINA NETCOM GROUP CORP HK L	SPONSORED ADR	16940Q101	9	150	SH	DEFINED	3		
			-----	-----					
			9	150					



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CHINA PRECISION STEEL INC	COM	16941J106	12	3150	SH	DEFINED	3
			-----	-----			
			12	3150			
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	3323	44299	SH	DEFINED	9
			3559	47449	SH	DEFINED	3
			6	76	SH	DEFINED	8
			-----	-----			
			6888	91824			
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1331	15479	SH	DEFINED	9
			1738	20209	SH	DEFINED	3
			10	122	SH	DEFINED	8
			-----	-----			
			3079	35810			
CHINA UNICOM LTD	SPONSORED ADR	16945R104	4	200	SH	DEFINED	3
			-----	-----			
			4	200			
CHINA MED TECHNOLOGIES INC	SPONSORED ADR	169483104	2	49	SH	DEFINED	3
			-----	-----			
			2	49			
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	1898	16737	SH	DEFINED	9
			246	2173	SH	DEFINED	3
			-----	-----			
			2145	18910			
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	49	500	SH	DEFINED	9
			-----	-----			
			49	500			
CHIQUITA BRANDS INTL INC	*W EXP 03/19/2	170032114	0	29	SH	DEFINED	9
			-----	-----			
				29			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
			-----	-----	-----	-----	-----	
CHOICEPOINT INC	COM	170388102	164	3450	SH	DEFINED	9	
			619	13000	SH	DEFINED	3	
			-----	-----				
			783	16450				
CHUBB CORP	COM	171232101	1103	22286	SH	DEFINED	9	
			5882	118886	SH	DEFINED	3	
			-----	-----				
			6985	141172				
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	56	2140	SH	DEFINED	9	
			16	619	SH	DEFINED	3	
			-----	-----				
			72	2759				

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CHURCH & DWIGHT INC	COM	171340102	570 168	10500 3090	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			737	13590		
CHURCHILL DOWNS INC	COM	171484108	47	1000	SH	DEFINED 3
			-----	-----		
			47	1000		
CIBER INC	COM	17163B102	1	266	SH	DEFINED 9
			-----	-----		
			1	266		
CIENA CORP	COM NEW	171779309	6	191	SH	DEFINED 9
			-----	-----		
			6	191		
CINCINNATI BELL INC NEW	COM	171871106	42 2	9852 400	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			44	10252		
CINCINNATI FINL CORP	COM	172062101	71704 1949	1884965 51241	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			73653	1936206		
CIRCUIT CITY STORE INC	COM	172737108	1 108	375 27080	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			109	27455		

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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	
			-----	-----	-----	-----	-----	-----	
CISCO SYS INC	COM	17275R102	51076 35177 155	2120200 1460221 6430	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8			
			-----	-----					
			86407	3586851					
CITADEL BROADCASTING CORP	COM	17285T106	3 4	2091 2431	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			8	4522					
CINTAS CORP	COM	172908105	6284 430	220198 15061	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			6714	235259					
CITIGROUP INC	COM	172967101	12944 8785	604275 410127	SH SH	DEFINED 9 DEFINED 3			

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			120	5625	SH	DEFINED	8
			-----	-----			
			21849	1020027			
CITIZENS REPUBLIC BANCORP IN	COM	174420109	405	32554	SH	DEFINED	3
			-----	-----			
			405	32554			
CITIZENS COMMUNICATIONS CO	COM	17453B101	359	34182	SH	DEFINED	9
			48	4540	SH	DEFINED	3
			-----	-----			
			406	38722			
CITRIX SYS INC	COM	177376100	98	3336	SH	DEFINED	9
			1837	62637	SH	DEFINED	3
			-----	-----			
			1935	65973			
CITY BK LYNNWOOD WASH	COM	17770A109	43	1925	SH	DEFINED	9
			150	6724	SH	DEFINED	3
			-----	-----			
			193	8649			
CITY HLDG CO	COM	177835105	4	100	SH	DEFINED	9
			-----	-----			
			4	100			

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PAGE 55 OF 236		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	
-----	-----	-----	-----	-----	-----	-----	-----	
CITY NATL CORP	COM	178566105	2	43	SH	DEFINED	3	
			-----	-----				
			2	43				
CLARCOR INC	COM	179895107	960	27000	SH	DEFINED	9	
			25	700	SH	DEFINED	3	
			-----	-----				
			985	27700				
CLAYMORE EXCHANGE TRADED FD	BNY BRI&C PTF	18383M100	113	2470	SH	DEFINED	3	
			-----	-----				
			113	2470				
CLAYMORE ETF TRUST 2	S&P GBL WATER	18383Q507	68	2900	SH	DEFINED	9	
			168	7150	SH	DEFINED	3	
			-----	-----				
			236	10050				
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	1531	52395	SH	DEFINED	9	
			28	965	SH	DEFINED	3	
			-----	-----				
			1559	53360				
CLEVELAND CLIFFS INC	COM	185896107	26	218	SH	DEFINED	3	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN	SH/PUT/INVTMT	DEFINITION
CLOROX CO DEL	COM	189054109	26	218		
			249	4400	SH	DEFINED 9
			1186	20941	SH	DEFINED 3
			1435	25341		
COACH INC	COM	189754104	2522	83661	SH	DEFINED 9
			2001	66357	SH	DEFINED 3
						4523
COCA COLA HELLENIC BTTLG CO	SPONSORED ADR	1912EP104	45	963	SH	DEFINED 9
			1085	23166	SH	DEFINED 3
			12	261	SH	DEFINED 8
						1142

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN	SH/PUT/INVTMT	DEFINITION
COCA COLA CO	COM	191216100	75215	1235666	SH	DEFINED 9
			37692	619225	SH	DEFINED 3
			96	1575	SH	DEFINED 8
						113003
COCA COLA ENTERPRISES INC	COM	191219104	780	32251	SH	DEFINED 9
			304	12582	SH	DEFINED 3
						1085
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	186	3300	SH	DEFINED 3
						186
COEUR D ALENE MINES CORP IDA	COM	192108108	56	13879	SH	DEFINED 9
			25	6245	SH	DEFINED 3
						81
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	892	30951	SH	DEFINED 9
			927	32152	SH	DEFINED 3
						1819
COHEN & STEERS QUALITY RLTY	COM	19247L106	4	260	SH	DEFINED 9
						4
COHEN & STEERS TOTAL RETURN	COM	19247R103	25	1630	SH	DEFINED 3
						25

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COHEN & STEERS PREM INC RLTY	COM	19247V104	73	4700	SH	DEFINED	3
			-----	-----			
			73	4700			
COHEN & STEERS REIT & PFD IN	COM	19247X100	12	600	SH	DEFINED	9
			-----	-----			
			12	600			
COHEN & STEERS REIT & UTIL I	COM	19247Y108	21	1240	SH	DEFINED	9
			5	300	SH	DEFINED	3
			-----	-----			
			27	1540			

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PAGE	57 OF	236	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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
COHEN & STEERS SELECT UTIL F	COM	19248A109	0	1	SH	DEFINED	9		
			208	9100	SH	DEFINED	3		
			-----	-----					
			208	9101					
COHEN & STEERS WRLDWD RLT IN	COM	19248J100	6	430	SH	DEFINED	9		
			-----	-----					
			6	430					
COLGATE PALMOLIVE CO	COM	194162103	15879	203812	SH	DEFINED	9		
			4520	58013	SH	DEFINED	3		
			8	100	SH	DEFINED	8		
			-----	-----					
			20407	261925					
COLLECTIVE BRANDS INC	COM	19421W100	1	99	SH	DEFINED	3		
			-----	-----					
			1	99					
COLONIAL BANCGROUP INC	COM	195493309	19	2000	SH	DEFINED	9		
			-----	-----					
			19	2000					
COLONIAL PPTYS TR	COM SH BEN INT	195872106	120	5000	SH	DEFINED	9		
			-----	-----					
			120	5000					
COLUMBIA SPORTSWEAR CO	COM	198516106	1	27	SH	DEFINED	3		
			-----	-----					
			1	27					
COMCAST CORP NEW	CL A	20030N101	727	37571	SH	DEFINED	9		
			502	25939	SH	DEFINED	3		
			-----	-----					
			1228	63510					
COMCAST CORP NEW	CL A SPL	20030N200	39	2077	SH	DEFINED	9		

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			426	22453	SH	DEFINED	3
			-----	-----			
			465	24530			
COMERICA INC	COM	200340107	898	25612	SH	DEFINED	9
			2022	57626	SH	DEFINED	3
			-----	-----			
			2920	83238			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ PRN	CALL	INVTMT DSCRETN	MA			
COMMERCE BANCORP INC NJ	COM	200519106	0	945	SH		DEFINED	9			
			-----	-----							
				945							
COMMERCE BANCSHARES INC	COM	200525103	26	625	SH		DEFINED	3			
			-----	-----							
			26	625							
COMMSCOPE INC	COM	203372107	0	9	SH		DEFINED	3			
			-----	-----							
				9							
COMMUNITY BK SYS INC	COM	203607106	64	2596	SH		DEFINED	9			
			31	1266	SH		DEFINED	3			
			-----	-----							
			95	3862							
COMMUNITY CENTRAL BANK CORP	COM	20363J107	290	44276	SH		DEFINED	3			
			-----	-----							
			290	44276							
COMMUNITY HEALTH SYS INC NEW	COM	203668108	67	2000	SH		DEFINED	9			
			-----	-----							
			67	2000							
COMMVAULT SYSTEMS INC	COM	204166102	162	13055	SH		DEFINED	9			
			50	3995	SH		DEFINED	3			
			-----	-----							
			211	17050							
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	37	2032	SH		DEFINED	3			
			-----	-----							
			37	2032							
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	8	100	SH		DEFINED	3			
			-----	-----							
			8	100							
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	118	4058	SH		DEFINED	9			
			239	8187	SH		DEFINED	3			
			-----	-----							
			357	12245							

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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	
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	5576	160965	SH		DEFINED	9	
			5789	167129	SH		DEFINED	3	
			14	418	SH		DEFINED	8	
			-----	-----					
			11380	328512					
COMPLETE PRODUCTION SERVICES	COM	20453E109	311	13558	SH		DEFINED	9	
			121	5294	SH		DEFINED	3	
			-----	-----					
			432	18852					
COMPUTER SCIENCES CORP	COM	205363104	2298	56326	SH		DEFINED	9	
			1409	34549	SH		DEFINED	3	
			-----	-----					
			3707	90875					
COMPUWARE CORP	COM	205638109	5	630	SH		DEFINED	9	
			15	2000	SH		DEFINED	3	
			-----	-----					
			19	2630					
COMSCORE INC	COM	20564W105	309	15420	SH		DEFINED	9	
			65	3228	SH		DEFINED	3	
			-----	-----					
			374	18648					
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	2	47	SH		DEFINED	3	
			-----	-----					
			2	47					
CONAGRA FOODS INC	COM	205887102	5481	228831	SH		DEFINED	9	
			4290	179122	SH		DEFINED	3	
			-----	-----					
			9771	407953					
CONCUR TECHNOLOGIES INC	COM	206708109	334	10756	SH		DEFINED	9	
			65	2086	SH		DEFINED	3	
			-----	-----					
			399	12842					
CONEXANT SYSTEMS INC	COM	207142100	0	800	SH		DEFINED	9	
			-----	-----					
				800					

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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
CONOCOPHILLIPS	COM	20825C104	50475	662315	SH		DEFINED	9
			30350	398244	SH		DEFINED	3
			82	1075	SH		DEFINED	8