#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [FEE REQUIRED]

For the fiscal year ended December 30, 2003

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[ ] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the transition period from to

Commission file number 1-87

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN

B. Name of the issuer of the securities held pursuant to the plan and the address of its principal executive office:

EASTMAN KODAK COMPANY 343 STATE STREET ROCHESTER, NEW YORK 14650

### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN

### INDEX TO FINANCIAL STATEMENTS, SCHEDULES AND EXHIBITS DECEMBER 30, 2003

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### (d) Exhibits

- (23.1) Consent of Independent Registered Public Accounting Firm
- (23.2) Consent of Independent Registered Public Accounting Firm

<sup>\*</sup> Prepared in accordance with the filing requirements of ERISA.
Other Schedules required by Section 2520.103-10 of the Department
Of Labor Rules and Regulations for Reporting and Disclosure under
ERISA have been omitted because they are not applicable.

#### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Savings and Investment Plan Committee and the Participants of the Eastman Kodak Employees' Savings and Investment Plan

We have audited the financial statements and related schedule listed in the index appearing on page 2 of this Annual Report of Form 11-K, as of and for the year ended December 30, 2003. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit of these statements in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Eastman Kodak Employees' Savings and Investment Plan as of December 30, 2003, and the changes in net assets available for benefits for the year ended December 30, 2003, in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets (held at end of year) as of December 30, 2003 is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Respectfully Submitted,

/s/ Insero, Kasperski, Ciaccia & Co., P.C. Insero, Kasperski, Ciaccia & Co., P.C. Certified Public Accountants

Rochester, New York May 21, 2004

#### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Savings and Investment Plan Committee and the Participants of the Eastman Kodak Employees' Savings and Investment Plan

In our opinion, the financial statements listed in the index appearing on page 2 of this Annual Report on Form 11-K present fairly, in all material respects, the net assets available for benefits of the Eastman Kodak Employees' Savings and Investment Plan at December 30, 2002, and the changes in net assets available for benefits for the year ended December 30, 2002, in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Plan's management; our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit of these statements in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

/s/ PricewaterhouseCoopers LLP PricewaterhouseCoopers LLP

Rochester, New York June 20, 2003

### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS (in thousands)

	December 30,	
	2003	2002
ASSETS Investments at Fair Value:     Eastman Kodak Company common stock     Other common and preferred stocks     Mutual funds     Interest in common/collective         trusts (pooled) funds U.S. government securities	\$ 104,920 321,418 884,149 506,869 399	<b>\$</b> 150,389
Loans to participants  Investments at Contract Value:	59,029	59,728
Group annuity and other investment contracts	4,227,291	3,931,026
Other Assets:     Cash     Dividends and interest receivable     Employer contributions receivable     Receivables for securities sold	57 244 1,537 130	319 - 289
Total assets	6,106,043	5,410,750
LIABILITIES Payables for securities purchased Payable to T. Rowe Price Accrued expenses	470 1,456 326	347 - 292
Total liabilities	2,252	639
Net assets available for benefits	\$6,103,791 =======	\$5,410,111 ======

(See accompanying notes to financial statements)

### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS (in thousands)

For the fiscal year ended December 30, 2003 2002 --------ADDITIONS TO NET ASSETS: Dividends on Eastman Kodak 4,630 \$ 9,563 11,621 10,764 269,464 262,766 Company common stock Other dividends Interest Net realized and unrealized gains (losses) from investments 372,416 (283,475) Employer contributions 16,101 15,263 313,644 Participants' contributions 249,946 Total Additions 987,876 264,827 ----------DEDUCTIONS FROM NET ASSETS: (290,223) (303,894)Distributions to participants (4,120) Administrative expenses (3,973) 308,014 **Total Deductions** 294,196 ----------Increase (decrease) in net assets 693,680 (43, 187)Net assets available for benefits at beginning of year 5,410,111 5,453,298 -----Net assets available for benefits at end of year \$6,103,791 \$5,410,111 ======== =======

(See accompanying notes to financial statements)

#### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN

#### NOTES TO FINANCIAL STATEMENTS

#### NOTE 1: DESCRIPTION OF PLAN

#### General

The Eastman Kodak Employees' Savings and Investment Plan (the Plan or SIP) is a defined contribution plan of a controlled group of corporations consisting of Eastman Kodak Company and certain United States subsidiaries operating in the United States (Kodak or the Company). The principal provisions of the Plan are described below and are provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions. Regular full-time, regular part-time, supplementary or conditional employees of Kodak are eligible to participate in the Plan. Kodak Ambassadors, co-ops and special program employees are not eligible to participate in the Plan. The Plan is subject to the Employee Retirement Income Security Act of 1974.

The Plan is administered by the Savings and Investment Plan Committee (SIPCO), which is the Plan Administrator and named fiduciary. The Trust is administered by Boston Safe Deposit and Trust Company (Boston Safe) (the Plan Trustee).

Plan participants are able to direct the investment of their Plan holdings (employer and employee) into various investment options offered under the Plan on a daily basis. The investment options consist of thirty-six funds comprised of common and preferred stocks, mutual funds, common/collective trusts (pooled) funds, group annuity and other investment contracts, and U.S. government securities.

#### Investment Option Changes

Effective April 1, 2004, the Putnam Voyager, Putnam Vista and MSIF Trust Value Funds were no longer available as investment options under the Plan, and participant's balances remaining in these funds on March 31, 2004, if any, were transferred into the Fixed Income Fund.

Effective March 1, 2004, the MSIF Trust High Yield and Time Horizon Funds were no longer available as investment options under the Plan, and participant's balances remaining in these funds on February 29, 2004, if any, were transferred into the Fixed Income Fund.

Effective February 2, 2004, the Putnam Voyager and MSIF Trust Value Funds were replaced with the America Funds Growth Fund of America and the Hotchkis and Wiley Mid-Cap Value Fund, respectively.

Effective January 1, 2004, new investment options were added to the Plan. Those options are the Salomon Brothers Institutional High Yield Bond and T. Rowe Price Retirement Funds.

Effective December 1, 2003, the Putnam Investors, PBHG Growth, Putnam OTC & Emerging Growth, SSgA Emerging Markets Index, Matthews Pacific Tiger and Scudder Latin America Funds were no longer available as investment options under the Plan, and participant's balances remaining in these funds on November 30, 2003, if any, were transferred into the Fixed Income Fund. Effective February 1, 2003, new contributions of any kind were not allowed to these funds.

Effective January 1, 2003, new investment options were added to the Plan. Those options are the Turner Midcap Growth Equity Fund, PIMCO Opportunity Fund, Batterymarch U.S. Small Cap Equity Fund, MFS International New Discovery Fund, and American Century Emerging Markets Fund.

#### Administrative Expenses

The Plan provides for the payment of certain administrative expenses by the Trust, including fees for investment advisors, the recordkeeper, the Plan Trustee, attorneys and accountants. The recordkeeper is T. Rowe Price Retirement Plan Services, Inc.

#### Contributions

The Plan includes a salary reduction provision allowing eligible Kodak participants to defer up to a certain percentage of qualifying compensation as defined in the Plan. The maximum deferral for Plan years 2003 and 2002 was limited to 75% and 30%, respectively, of the aggregate of qualifying compensation and wage dividend, but not more than the statutory limit. Effective January 1, 2000, the Company began to match SIP contributions for an amount up to 3% of wages for employees who contributed up to 5% of their wages to SIP and who also participated in the Cash Balance Plus portion of the Kodak Retirement Income Plan. All contributions to the Plan are immediately vested. Boston Safe invests participant and employer contributions to the Plan into the investment funds, as directed by the participant. Participants are eligible to make transfers between investment funds on a daily basis. Company match funds cannot be used for loans or hardship withdrawals.

### Loans

The Plan Administrator may grant a loan to a participant provided that the aggregate of the participant's outstanding loans will not exceed the lesser of: 1) \$50,000 less the highest outstanding loan balance during the previous 12 months, or 2) 50% of the current value of the participant's account excluding any Company match funds. A new loan must be at least \$1,000 and repaid within five years of the date of the loan. In accordance with the Plan provisions, the rate of interest is fixed at the discretion of the Plan Administrator. Interest is charged at the lesser of the maximum legal rate or the prime rate. The loans are secured by the balance in the participant's account and bear interest at rates that range from 4.00% to 9.5% in 2003 and 4.25% to 9.5% in 2002, which are commensurate with local prevailing rates as determined by the Plan Administrator.

### Distributions

Distributions from the Plan are made under the following circumstances:

1. Approval of hardship withdrawals is made by the Plan Administrator or its designee. Hardship withdrawals will only be granted a) in order to meet obligations relating to the payment of substantial out-of-pocket medical (or dental) bills for the participant, the participant's spouse or any of the participant's dependents, b) for the purchase or construction of a primary residence, c) for tuition, room and board or other post-secondary educational expenses, or d) for payments to prevent eviction/foreclosure.

- 2. Upon attaining age 59 1/2, a participant may elect to receive a lump sum cash distribution from the Plan while still actively employed.
- 3. Upon separation from service for any reason except death, the full value of a participant's account is distributed as a lump sum if the account balance is less than a certain amount as defined in the Plan and the participant is not retirement eligible. Otherwise, the full value of the account is distributed when and as designated by the participant in a lump sum payment, or in monthly or annual installments. If an appropriate designation is not made by the participant, the account is paid in a lump sum cash payment in February following the year the participant turns age 65.
- 4. In the event of death, the value of a participant's account is paid in a lump sum to a designated beneficiary, if any, or to the decedent's estate, except that if there is a surviving spouse, then the entire sum will be paid to such spouse unless the spouse consents to the beneficiary designation of the participant.
- 5. The Plan Trustee is authorized to honor "qualified domestic relations orders" issued and served in accordance with Section 414(p) of the Internal Revenue Code.

#### Participant Accounts

Each participant's account is credited with the participant's contribution, the Company's contribution, if applicable, and an allocation of Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

### Plan Termination

While Kodak expects to continue the Plan, it has the right to discontinue contributions and amend or terminate the Plan at any time. In the event that contributions to the Plan are discontinued, the Plan Trustee will continue to administer the Trust. In the event of the termination of the Trust as a result of or incident to termination of the Plan, the pro rata value of the participants' accounts will be paid in accordance with the provisions of the Plan.

### NOTE 2: SUMMARY OF ACCOUNTING POLICIES

Basis of Accounting

The Plan operates on a fiscal year ending December 30.

The Plan's financial statements have been prepared on the accrual basis of accounting. Distributions to participants are recorded when paid.

Investment Valuation and Income Recognition

The group annuity and other investment contracts are included in the financial statements at contract value because they are fully benefit responsive. In aggregate, the recorded value of the group annuity and other investment contracts approximates their fair value. Interest rates on these contracts remain fixed and are not reset until a contract matures. There are no minimum crediting interest rates under the terms of the contracts. Effective annual yields on these contracts ranged between 3.72% and 8.39% in 2003, and between 3.72% and 8.39% in 2002, depending on the date of the contribution, transfer or rollover. The blended rate of return on the Fixed Income Fund was approximately 6.6% in 2003 and 7.6% in 2002.

Interest in common/collective trusts (pooled) funds reflects market values based upon the net asset value of the underlying funds. Shares of mutual funds are valued at the net asset value of shares held by the Plan at December 30. Current values of all other investments are based upon active market quotations on national exchanges, if available, at December 30, or, if not available, upon amounts believed by the Plan Administrator to be realizable at that time. Loans to participants are valued at principal plus accrued interest which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

#### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at year end and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### Risks and Uncertainties

Investment securities are exposed to various risks, such as interest rate and market. Due to the level of risk associated with certain investments and the level of uncertainty related to changes in the value of investments, it is at least reasonably possible that changes in risk in the near term could have materially affected participants' account balances and the amounts reported in the statement of net assets available for benefits and the statement of changes in net assets available for benefits.

In the normal course of business, the Plan enters into agreements that contain a variety of representations and warranties, which provide general indemnifications. The Plan's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Plan that have not yet occurred. However, based on experience, the Plan expects the risk of loss to be remote.

#### NOTE 3: INVESTMENTS

The Plan Trustee is not required to furnish a bond in connection with the custody of investments or other assets of the Plan.

The Plan Trustee is authorized to keep any portion of any of the foregoing funds in cash or liquid investments as it may deem advisable.

All dividends, interest or gains derived from investments in each Fund are reinvested in the respective Fund by the Plan Trustee.

### NOTE 4: NET REALIZED AND UNREALIZED GAINS (LOSSES) FROM INVESTMENTS

Net realized and unrealized gains (losses) from investments for the fiscal year ended on December 30 are:

(in thousands)	Net Realized and Unrealized gains (losses) from investments	
	2003	2002
Eastman Kodak Company common stock Other common and preferred stocks Mutual funds Interest in common/collective trusts	\$ (42,615) 101,839 205,526	\$ 22,575 (62,925) (179,407)
(pooled) funds Pre-mixed portfolio of other funds	82,923 24,743  \$ 372,416	(70,064) 6,346  \$(283,475)

#### NOTE 5: SIGNIFICANT INVESTMENTS

The following table represents investments having a value equal to or greater than 5% of net assets at December 30, 2003 and 2002:

#### (in thousands)

Investment	•		Principal Amount	Current Value
2003				
John Hancock Mutual Life Ins. GAC #15187	04/01/2011	6.79%	\$ 309,266	\$309,266
Principal Mutual Life Ins. #4-20445-2	11/15/2007	7.70%	567,921	567,921
TOTAL				\$877,187 ======
2002				
John Hancock Mutual Life Ins. GAC #15187	04/01/2011	6.79%	\$ 289,602	\$289,602
Principal Mutual Life Ins. #4-20445-2	11/15/2007	7.70%	527,335	527,335
TOTAL				\$816,937 ======

#### NOTE 6: FEDERAL INCOME TAX STATUS

In November 2002, the Plan received a favorable tax determination letter from the Internal Revenue Service (IRS) in which the IRS stated that the Plan is in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving such letter. The Plan Administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

#### NOTE 7: RELATED PARTY TRANSACTIONS

During 2003 and 2002, certain Plan investments were shares of mutual funds managed by T. Rowe Price. T. Rowe Price Retirement Plan Services, Inc. was the recordkeeper since January 1, 2002; therefore, these transactions constitute related party transactions. Fees paid by the Plan to T. Rowe Price for management services amounted to \$1,279,837 and \$1,616,474 for the fiscal years ended December 30, 2003 and 2002, respectively.

The Kodak Stock Fund, the SIP Smaller Stock Fund, and the Fixed Income Fund hold small amounts of cash invested in short-term investments. Mellon Trust, the Parent of Boston Safe Deposit and Trust Company, the Plan Trustee, manages these short-term investments; therefore, these transactions constitute related party transactions.

The Kodak Stock Fund is not actively managed, but Boston Safe Deposit and Trust Company, the Plan Trustee, buys, sells and holds the assets for this fund including the cash that is necessary to maintain liquidity. During the years ended December 30, 2003 and 2002, the Plan purchased shares in the Fund in the amount of \$22,154,800 and \$72,833,844, sold shares in the Fund in the amount of \$24,582,394 and \$31,685,986, and had net depreciation and net appreciation in the Fund in the amount of \$42,615,416 and \$22,574,733, respectively. The total value of the Plan's investment in the Fund was \$108,322,084 and \$156,947,036 at December 30, 2003 and 2002, respectively.

Description	Principal Amount or Shares/Units	Current Value
5 TO 8 YEAR TIME HORIZON FUND - Pre-mixed portfolio of other funds		
Fixed Income Fund* - group annuity contract Russell 2000 Fund - com./collective trust EAFE Equity Index - com./collective trust Lehman Aggregate Fund - com./collective trust S&P 500 Fund - com./collective trust Emerging Mkts. Index - com./collective tru	88 197 ust 478 316	\$ 7,740 1,473 2,379 7,794 8,789 589  \$ 28,764 =======
8 TO 20 YEAR TIME HORIZON FUND - Pre-mixed portfolio of other funds		
Fixed Income Fund* - group annuity contract Russell 2000 Fund - com./collective trust EAFE Equity Index - com./collective trust Lehman Aggregate Fund - com./collective trust S&P 500 Fund - com./collective trust Emerging Mkts. Index - com./collective tru	267 745 ust 329 638	\$ 5,320 4,450 8,984 5,350 17,704 2,226  \$ 44,034
20 OR MORE YEAR TIME HORIZON FUND - Pre-mi portfolio of other funds	xed	
Russell 2000 Fund - com./collective trust EAFE Equity Index - com./collective trust S&P 500 Fund - com./collective trust Emerging Mkts. Index - com./collective tru	346 804 689 st 417	\$ 5,756 9,686 19,085 3,841  \$ 38,368 =======

 $<sup>^{\</sup>star}$  Comprised of funds listed on pages 14-29

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND			
Group Annuity Contracts CDC Capital John Hancock Mutual Life	03/31/04	6.21%	\$ 12,655
Insurance Co. Metropolitan Life Insurance Co Monumental Life Insurance Co. New York Life Insurance Co. Principal Mutual Life	3/31/04-04/01/11 . 1/15/05-01/15/08 02/15/06 12/31/04-10/01/07	6.21%- 6.79% 7.27%- 7.34% 5.72% 7.15%- 8.39%	606,300 308,115 72,935 335,697
Insurance Co. The Prudential Life Insurance	1/01/04-11/01/08	6.31%- 7.70%	846,813
Co. of America Travelers Insurance Company	12/31/03-10/02/06 07/01/10	7.75%- 7.97% 7.60%	567,616 100,720
Total			\$2,850,851 ======
Investment Contracts NISA/AEGON (Wrapper)	10/01/75	3.72%	\$ -12,963
U.S. Government Securities: Farm Cr Sys Finl Assist Corp. Federal Home Ln Mtg Corp Mtn Federal Home Ln Bks Cons BD Federal Home Ln Mtg Corp Debs Federal Home Ln Mtg Prin Federal Natl Mtg Assn Debs Federal Natl Mtg Assn FHLMC Multiclass Mtg FHLMC Multiclass CTFS Student Ln Mktg Assn Mtn U.S. Treasury Bonds U.S. Treasury Notes	6/10/05 12/30/05-10/06/06 4/15/04-7/15/08 1/15/05-6/15/11 12/15/06 2/15/06-10/15/13 11/15/11 2/25/42 11/15/16 7/15/04 11/15/10-2/15/31 6/30/04-11/15/13	2.50%- 3.75% 2.125%-6.875% 2.875% 2.250%-6.00% 5.375% 5.50% 3.00% 3.375% 5.375%-12.75%	1,428 7,945 32,386 13,501 2,710 13,342 1,275 667 1,995 3,329 8,131 90,210
Corporate Debt Instruments: ABN AMRO Bk N V Amsterdam AEP Tex Cent Co Sr Nt Ser A AEP Tex North Co Sr Nt AOL Time Warner Inc Gl Nt AOL Time Warner Inc Deb AOL Time Warner Inc Deb AOL Time Warner Inc Nt AT&T Corps Bonds AT&T Corps Sr Nt AT&T Corp Sr Nt	6/04/18 2/15/13 3/01/13 4/15/06 4/15/31 5/01/32 5/01/07-5/01/12 3/15/09 6/01/06 11/15/11-11/15/31 11/15/06	4.65% 5.50% 5.50% 6.125% 7.625% 7.70% 6.150%- 6.875% 6.00% 7.50% Var Step	1,713 1,360 307 1,076 4,508 2,684 4,883 63 497 3,260 1,216

	Description	Maturity Dates	Interest Rates	Current Value
FIXED INC	COME FUND (Cont'd.)			
Corpora AT&T Wi AT&T Wi Abbey N African Alabama Alberts Alcan I Alcoa I Alcoa I Altria America	Atte Debt Instruments: Areless Svcs Inc Nt Areless Svcs Inc Sr Nt Attl PLC Mtn Dev Bk Global NT A Pwr Co Sr Nt Ser X A A A A A A A A A A A A A A A A A A A	5/01/07 3/01/06-3/01/31 10/17/05 8/01/08 5/01/08 8/01/29 5/15/13-12/15/33 8/01/10 1/15/13 1/15/12 11/04/13 8/15/11-8/15/31 5/15/06 6/01/15 9/12/06 2/15/29 3/15/07 10/01/12 5/15/13 11/06/08 11/03/06 5/01/11-5/01/31 3/01/07 3/15/29 3/15/11 1/15/13-2/01/43 8/01/12 4/15/12 2/01/31 6/15/08 2/15/04 7/15/06 6/01/13 1/15/13	7.375% 5.375% 6.00% 7.00% 6.65%- 7.30% 6.125% 5.25% 5.50% 6.625% 5.75% 5.375% Step 3.85% 2.82% 6.75%- 7.50% 6.75% 4.375%-6.50% 6.80% 6.25% 7.00% 3.00% 5.50% 6.80% 4.375% 4.875%	3,641 1,842 373 2,029 1,121 1,095 2,088 1,170 2,188 2,174 1,771 1,690 1,324 333 2,850 531 2,173 783 1,790 1,182 1,355 1,684 641 676 442 1,621 987 1,471 2,273 386 7,235 1,619 325 248 2415
BAE Sys	US\$ Sub Nt Hldgs Inc Gtd Nt Mkts PLC Gtd Nt	12/15/30 12/15/11 12/29/06	8.60% 6.40% 2.75%	2,415 2,474 1,921
BP Cap BB&T	Mkts PLC Gtd Nt	3/15/07 12/23/15	2.625% 5.20%	4,177 2,255
RHL RII	liton Fin USA Ltd Gtd	4/15/13	4.80%	300

Schedule I (Cont'd)

Description	Maturity	Interest	Current
	Dates	Rates	Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: BRE PPTYS Inc Nt BSCH Issuances Ltd Sub Nt Bank Amer Corp Nt	3/15/07 9/14/10 2/15/10	5.95% 7.625% 7.80%	1,890 2,190 4,673
Bank Amer Corp Global Nt	2/01/07		3,635
Bank Amer Corp Sr Nt	1/15/08-12/1/10		2,844
Bank Amer Corp Sub Nt	1/15/11-12/1/15		9,210
Bank Amer Corp Sub Global Nt	8/15/13	4.75%	435
Bankamerica Corp Sub Nt	4/15/06	7.20%	5,946
Bankamerica Corp Sub Nt	2/15/06	6.20%	216
Bank New York Inc Sr Hldg Co	7/01/07	5.20%	803
Bank One Corp Nt	9/01/07	4.125%	3,211
Bank One Corp Sub Nt	1/30/13	5.25%	1,587
Bank One N A Mtn # TR	1/15/08	3.70%	2,021
Bear Stearns Cos Inc Nt	7/02/08	2.875%	325
Bear Stearns Cos Inc Global Nt	1/15/07-10/28/10	4.00%-5.70%	7,575
Bellsouth Cap Funding Corp	2/15/10	7.75%	590
Bellsouth Corp Nt	10/15/06	5.00%	1,485
Bellsouth Telecommunicat Bnds	6/01/28	6.375	391
Berkshire Hathaway Fin 144A	10/15/08	3.375%	2,776
Boeing Co.	8/15/24	7.95%	3,965
Boeing Cap Corp Global Nt	1/15/13	5.80%	2,734
Boeing Cap Corp Sr Nt	2/15/12	6.50%	437
Bottling Group LLC Sr Nt	11/15/13	5.00%	4,338
Bristol Myers Squibb	6/15/23	7.15%	2,177
Bristol Myers Squibb Co Nt	12/15/10	4.75%- 5.75%	2,779
British Telecommunications Nt		Step Up	2,827
British Telecommunications PLC		Var	2,327
Bunge Ltd Fin Corp Gtd Sr 144A		4.375%	518
Burlington North Santa Fe		7.082%	1,120
Burlington North Santa Fe Ry	1/02/20	7.16%	545
Burlington Northn Santa Fe Nt	7/15/11	6.75%	1,698
Burlington Northn Santa Fe 001	1/15/21	8.251%	501
Burlingotn Res Inc Deb	2/15/26	6.875%	739
Burlington Resources Finance	12/01/06-12/01/31		4,013
CBA Cap TR I TR Pfd Secs	12/31/49	5.805%	1,863
CBS Corp Cr Nt	5/20/05	7.15%	830
CIT Group Inc Sr Nt	2/07/06	6.50%	1,624
CIT Group Inc ST Nt CIT Group Inc Global Sr Nt CIT Group Inc Reorganized Sr	2/07/06 2/21/06 11/03/08	4.125% 3.875%	1,624 3,273 1,155
CRH Amer Inc Nt	10/15/13	5.30%	3,567

Schedule I (Cont'd)

Description	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: CXS Corp Sr Nts Camden PPTY Tr Nt Campbell Soup Co Nt Canadian National Railway Co Canadian National Railway Co Canadian Pacific Railway Co Canadian Pacific Railway Co Capital Auto Rec 02 2 Cl Capital Auto Rec 03-3 A-34 Capital Auto Rec Asset Tr Capital One Bk Mtn #TR 00112 Capital One Bk Mtn #TR 00177 Capital One Bk Mtn Sr #TR00174 Capital One Bk Mtn Sr #TR00176 Carramerica Rlty Corp Nts Caterpillar Finl Svcs Tr#00741 Caterpillar Inc Nt Cendant Corp Sr Nt Centerpoint Energy Houston Centerpoint Energy LLC 144A Centex Corp Sr Nt Champion Intl Corp Deb Chase Manhattan Auto	3/15/11 12/15/13 12/03/12 10/15/11 10/15/31 10/15/11-10/15/31 7/15/05 1/15/08 9/15/05 2/01/06 12/01/08 5/15/08 9/15/10 7/01/04 1/30/06 5/01/11 1/15/08-3/15/10 3/15/33 7/01/23 10/01/13 11/01/25 3/15/06	6.75% 5.375% 5.00% 6.375% 7.375% 6.25%- 7.125% 3.82% 2.96% Var 6.875% 4.25% 4.25% 4.875% 5.75% 7.20% 2.65% 6.55% 6.25% 6.95% 5.60% 5.125% 7.35% 3.49%	1,854 743 754 871 1,032 2,857 837 1,874 3,275 757 1,024 1,707 739 1,258 554 533 1,208 2,147 641 502 1,555 2,408
Chevrontexaco Cap Co Gtd Nt Chrysler Corp Sr Nts Cincinnati Gas & Elec Co Deb Cingular Wireless LLC Sr Nt Citigroup Inc Global Sub Nt Citigroup Inc Global Sr Nt Citigroup Inc Nts Citigroup Inc Nts Citibank Cr Card 03 A5 Int Citibank Cr Card Master TR991A Citizens Communications Co B Citizens Communications Co Nt Clear Channel Comm Inc Nt Clear Channel Comm Inc Sr Nt Cleveland Elec Illum Co 144A Coca-Cola Co Nts	9/17/07 3/01/27 6/15/33 12/15/11 8/27/12-2/22/33 5/10/06-2/01/08 1/18/11 2/01/08 6/30/05-3/06/07 6/01/25-2/15/98 4/07/08	3.50% 7.45% 5.375% 6.50% 5.625%-6.625% 3.50%- 5.75% 6.50% 3.50% 4.125%-5.00% 6.875% 2.50% 5.50% 9.00% 8.50% 6.00% 4.40% 5.65% 5.75%	1,648 345 224 546 8,490 6,591 8,425 1,017 3,581 1,222 2,445 1,181 680 819 540 907 973 5,074

Description 	Maturity Dates 	Interest Rates 	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: Coca-Cola Enterprises Coca-Cola Enterprises Inc Nt Coca-Cola HBC Fin B V Nt 144A Columbus Southn Pwr Co Sr Nt Comcast Cable Communs Inc Nt Comcast Corp New Nt Commerce Group Inc MASS Sr Nt Compaq Computer Corp Nt Conagra Inc Sr Nts Conagra Foods Inc. Nt Conoco Phillips Nt Conoco Fdg Co Nt Conoco Inc Sr Nts Consolidated Nat Gas 01 Ser A Continental Airls 97-4 CL 4A Continental Airls 99-2 CL A-1 Continental Cablevision Inc Corporate PPTY Invs Nt Costco Whsl Corp New Sr Nt Countrywide Home Lns Mtn Countrywide Home Lns Mtn Cox Communications Inc New Nt Cox Communications Inc New Nt Cox Enterprises Inc Nt 144A Credit Suisse FB Inc Nt Credit Suisse FB USA Inc Sr Nt Credit Suisse FB USA Inc Sr Nt Credit Suisse FB USA Nts DTE Energy Co Nt DTE Energy Co Sr Nt Daimlerchrysler Auto Daimlerchrysler Auto Daimlerchrysler Auto Tr Daimlerchrysler No The	9/15/28 5/15/07 9/17/15 3/01/33 1/30/11 1/15/10-3/15/33 12/09/13 8/01/05 8/01/27 9/15/11 10/15/07-10/15/32 10/15/11-10/15/31 4/15/29 4/15/11 1/02/18 3/15/20 9/15/05 3/15/16 3/15/07 8/01/06 5/21/08 11/01/10 10/01/12 5/0/08 11/15/11 1/15/12 1/15/09 8/01/06 6/01/06 4/15/33 9/06/06 12/06/06 11/08/06 10/08/09 9/01/09	6.75% 5.25% 5.50% 6.60% 6.75% 5.50%-7.05% 5.95% 7.65% 6.70% 6.75% 3.625%-5.90% 6.35%-7.25% 6.95% 6.85% 6.90% 7.256% 8.875% 7.875% 5.50% 5.50% 5.50% 3.25% 7.75% 7.125% 4.375% 6.125% 6.50% 3.875% 6.50% 3.875% 5.875% 5.875% 6.45% 6.375% 5.32% 4.63% 2.56% 2.88% 7.20%	1,682 1,297 954 1,279 5,626 8,625 2,025 648 1,492 979 5,064 8,387 804 1,688 751 562 1,103 2,870 269 2,642 1,344 951 2,166 2,618 267 689 10,417 2,159 432 989 1,975 1,131 1,041 1,331 1,338
Daimlerchrysler NA Hldg Corp Daimlerchrysler NA Hldg Corp Daimlerchrysler N A Hldg Sr Nt	6/04/08 1/15/12 11/15/13	4.05% 7.30% 6.50%	2,065 2,975 4,450
Daimler Chrysler NA Hldg Corp Daimler Chrysler NA Hldg Nt Daimler Chrylser Hldg Corp Nt Deere John Cap Corp Nt	1/20/05 5/15/06 1/18/31 3/15/12	7.40% 6.40% 8.50% 7.00%	1,913 1,885 1,074 1,381

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: Deere & Co Global Nt John Deere Capital Corp Notes Delphi Corporation Del Nt Delta Airlines Inc Detroit Edison Co Sr Nt Deutsche Telekom Intl Fin BV Deutsche Telekom Intl Fin BV Developers Diversified Corp Devon Energy Corp New Sr Nt Devon Fing Corp ULC Nt Devon Fing Corp ULC Nt Devon Fing Corp ULC Deb Diageo PLC Nt Discover Card Mstr 95-1 CL Disney Global Bonds Disney Walt Co Mtn Dominion Res Inc Del Nt Dominion Res Inc Del Sr Nt Dominion Res Inc Del Sr Nt Dominion Res Inc VA New Sr Nt Dominion Res Inc VA Ser A Dow Chem Co Nt DuPont EI de Nemours & Co Nt DuPont EI de Nemours & Co Nt DuPont EI de Nemours & Co Nt Duke Energy Corp Sr Nt Duke Energy Corp Sr Nt Duke Energy Corp Sr Nt Duke Energy Corp St Nt	4/25/14 8/22/07 8/15/13 11/18/10-9/18/11 10/01/10-10/15/12 6/15/05-6/15/30 7/22/13-6/01/32 8/01/10 8/01/06 4/15/32 9/30/11 9/30/31 11/19/07 2/16/07 3/30/06 3/01/12 9/17/12 8/01/33 12/15/09 7/15/05 6/15/10 2/01/11-10/01/12 12/15/08 10/15/09 11/15/12 2/15/13-2/15/32 12/08/05 1/15/12-11/30/12 4/01/10 3/05/08 8/16/10 3/15/05 1/15/04 3/15/06 7/15/11	5.75% 6.875% 4.75% 6.25%-6.75% Var	1,424 1,733 812 630 1,235
EOP Operating LP Nts ERP Oper L P ERP Operating LP Nts	2/15/12 8/15/26 4/13/15	6.75% 7.57% 6.63%	2,835 1,393 1,139

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments:			
Electronic Data Sys Corp Nt	10/15/09-10/15/29	7.125%-7.45%	1,062
Electronic Data Sys Corp New	8/01/13	6.00%	244
Entergy Miss Inc 1st Mtg Bds	4/01/08	4.35%	1,221
Emerson Elec Co Nt	11/01/05	6.30%	866
Emerson Elec Co Nt	6/01/05	7.875%	1,733
Emerson Electric Co Nt	8/15/32	6.00%	723
Evans Withcombe Res Nts	4/15/04	7.50%	1,036
Exelon Corp Sr Nt	5/01/11	6.75%	2,723
Exelon Generation Co LLC	1/15/14	5.35%	1,805
FMR Corp Debs	6/15/29	7.57%	1,044
Federated Dept Stores Inc Del	9/01/08-4/01/29	6.625%- 6.90%	1,791
First Chicago Corp Sub Nt	1/30/09	6.375%	1,657
First Sec Corp Del Sr Nt	11/15/06	6.875%	5,025
First Un Natl Bk Mtn	8/18/10	7.80%	747
Firstar Bk Na Cincinnati Oh Nt	12/01/09	7.125%	2,733
First Energy Corp Nt Ser A	11/15/06	5.50%	1,268
First Energy Corp Nt Ser B	11/15/11	6.45%	331
First Energy Corp Nt Ser C	11/15/31	7.375%	3,312
First USA CR CD Mstr 99-3 CL A	12/19/06	Var	1,300
First USA Cr Ser 97-5 CL A	4/17/07	Var	1,300
FleetBoston Finl Corp Sr Nt	9/15/05	7.25%	1,169
FleetBoston Finl Corp Sr Nt	12/01/06	4.875%	3,652
FleetBoston Finl Corp Sr Nt	2/15/08	3.85%	1,269
Florida Pwr Corp 1st Mtg Bd	12/01/15	5.10%	377
Ford Mtr Co Del Deb	10/01/28	6.625%	2,915
Ford Mtr Co Del Gbl Landmark	7/16/31	7.45%	4,527
Ford Mtr Cr Co Gbl Landmark	2/01/06	6.875%	4,279
Ford Mtr Cr Co Gbl Landmark Ford Mtr Cr Co Gbl Landmark	10/25/11	7.25%	3,191 1,933
Ford Mtr Cr Co Gbl Landmark	6/15/10 10/01/08	7.875% 5.625%	2,766
Ford Mtr Cr Co Global Land Sec	10/01/08	7.375%	4,836
Ford Mtr Cr Co Global Secs	1/25/07	6.50%	6,677
France Telecom SA Nt	3/01/11	Step	994
France Telecom SA Nt	3/01/06	Step	2,305
France Telecom SA Nt	3/01/31	Var	3,083
Fuji Fin Cayman Ltd Sub 144A	4/15/10	8.625%	848
Fund Amern Cos Inc Gtd Sr Nt	5/15/13	5.875%	1,008
GE Global Ins Hldg	6/15/30	7.75%	578
GE Global Ins Hldg Corp	2/15/26	7.00%	377
<b>.</b>			

Description	Maturity	Interest	Current
	Dates	Rates	Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: GG1B Fdg Corp Secd Lease Oblig GMAC Deb GMAC Nt GTE Corp General Dynamics Corp Nt General Elec Cap Mtn General Elec Cap Mtn General Elec Corp Mtn General Elec Corp Mtn General Mts Inc Nt General Mtrs Accep Corp Nt General Mtrs Accep Corp Nt General Mtrs Accep Corp Sr Nt General Mtrs Corp Sr Deb General Mtrs Corp Sr Nt General Mtrs Corp Sr Nt Gettu Paul J TR Taxable SER Gillette Co Nt Golden West Finl Corp Del Sr Goldman Sachs Group Inc	1/15/11 12/01/12 1/19/10 4/15/28 5/15/06-5/15/08 2/22/11 1/15/08-3/15/32 2/01/13 5/01/08 2/15/07-2/15/12 1/15/06-9/15/11 1/15/06-11/01/31 8/28/07-2/01/12 7/15/23-7/15/33 7/15/13-3/01/21 10/01/33 3/15/08 8/15/07 10/15/13 8/17/05-1/15/11 9/01/12 1/15/12 7/15/13 2/15/33 6/06/08 9/13/11 1/12/07 9/30/08 12/29/49 1/15/09 6/01/07 3/01/31 9/12/12 3/15/32 6/01/12 8/15/13 9/15/04	7.43% Zerocpn 7.75% 6.94% 2.125%-3.00% 6.125% 4.25%-6.75% 5.00% 3.50% 5.125%-6.00% 6.75%-8.00% 6.125%-7.00% 8.25%-8.375% 7.125%-8.80% 5.875% 2.875% 4.125% 5.25% 6.875%-7.625% 5.70% 6.60% 4.75% 6.125% 3.20% 8.00% 3.125% 3.75% Var 5.27% 7.50% 7.125% 7.375% Var 5.27% 7.50% 7.125% 7.375% 8.00% Var 7.625% 6.80% 6.50%	252 903 2,069 1,410 3,598 824 3,946 17,800 6,803 3,815 4,411 12,687 6,813 4,299 1,447 939 405 1,037 1,823 4,352 2,578 5,702 1,068 1,187 483 397 2,997 1,209 2,410 610 636 601 140 1,151 791 2,269 2,370 684
Household Fin Corp	12/15/08	4.125%	2,015
Household Fin Corp Global Nt	7/15/13	4.75%	1,941

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: Household Fin Corp Nt Household Fin Corp Nt Household Finance Corp Sr Nts Household Intl Inc Sr Nt Huntington Natl Mtn Husky Energy Inc Hutchison Whampoa Intl 144A Hydro-Quebec Ing Bank N V Sub Nt 144A Imperial TOB Overseas BV Intelsat Ltd Sr Nt 144A Inter Amern Bk Mtn International Bk Recon & Dev	5/15/11-10/15/11 1/24/06-5/15/12 9/25/04 2/15/06 10/16/06 6/15/12 11/24/33 4/01/16 5/01/15 4/01/09 11/01/13 1/18/06 1/27/05	6.375%-6.75% 5.75%-7.00% 5.875% 8.875% 2.75% 6.25% 7.45% 7.50% 5.125% 7.125% 6.50% 5.375% 7.00%	10,513 8,277 434 1,584 956 1,076 1,612 2,586 489 887 511 4,727 6,363
IBM Corp International Business Machs	10/30/25 10/01/06-11/29/32	7.00% 4.875%-5.875%	1,648 2,153
International Business Machs Corp International Lease Fin Corp International Paper Co Nt International Paper Co Nt International Paper Co Sr Nt J P Morgan Chase & Co Gbb Nt J P Morgan Chase & Co Global S J P Morgan Chase & Co Nt J P Morgan Chase & Co Sr Nt J P Morgan Chase & Co Sr Nt J P Morgan Chase & Co Sub Nt J P Morgan Chase & Co Sub Nt Jersey Cent Pwr & Lt Co	11/29/12 9/15/08 7/08/05 10/30/12 1/15/09 2/01/11 r 5/30/07 3/01/07 5/01/08-5/01/15 1/02/13 6/15/18	4.75% 4.35% 8.125% Var 4.25% 6.750% 5.25% 5.35% 3.625%-5.25% 5.75% 4.80%	1,549 4,918 817 1,993 500 1,289 3,199 7,208 3,558 2,839 1,201
Johnson Ctls Inc Nt Kellogg Co Nt Ser B Kellogg Co Nt Ser B Kellogg Co Deb Ser B Key Bk Na Mtn #SB 00004 Kimberly Clark Corp Bd Kinder Morgan Energy Partners Korea Dev Bk Nt Korea Dev Bk Nt Korea Elec Pwr Corp Nt Kraft Foods Inc Global Nt Kraft Foods Inc Global Nt	9/15/13 4/01/06 4/01/11 4/01/31 2/01/11 2/15/12 8/15/33 11/16/06 9/10/13 9/12/07 11/01/06 11/01/11	4.875% 6.00% 6.60% 7.45% 7.00% 5.625% 7.30% 5.25% 5.75% 4.25% 4.625% 5.625% 6.500%	502 2,517 973 2,300 1,254 640 2,326 699 2,526 814 1,565 2,807 1,670

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments:			
Kraft Foods Inc Nt	6/01/07	5.25%	1,701
Kraft Foods Inc Nt	6/01/12	6.25%	2,226
Kraft Foods Inc Nt	10/01/08	4.00%	1,647
Kroger Co Sr Deb	9/15/25	8.00%	2,886
Kroger Co Sr Nt Ser B	6/01/09	7.25%	1,888
Kroger Co Sr Nt Ser B	6/01/29	7.70%	<sup>′</sup> 349
Lehman Bros Hldgs Inc Gbl Nt	1/22/08	4.00%	2,186
Lehman Bros Hldgs Inc Nt	5/15/06	6.25%	2,345
Lehman Brothers Hldgs Tr	1/18/12	6.625%	5,191
Lehman Brothers Holding Nts	2/05/06	6.625%	815
Liberty Media Corp Sr Deb	2/01/30	8.25%	1,393
Liberty Media Corp Sr Nt	7/15/29	8.50%	932
Liberty Media Corp New Sr Nt	9/25/06	3.50%	753
Liberty Media Corp New Sr Nt	5/15/13	5.70%	303
Liberty Media Corp New Sr Nt	9/17/06	Var	2,877
Lockheed Martin Corp Deb	12/01/29	8.50%	5,837
Loews Corp	6/01/23	7.625%	513
Loral Corp Deb	9/15/23	7.00%	1,096
MBNA Amer Bk Natl Assn MBNA Amer Bk Mtn	6/15/12 9/15/05	6.625% 7.75%	551 1,636
MBNA Corp Sr Mtn	6/15/15	7.75% 5.00%	901
MBNA Master Cr Cd 97-C CL A	8/15/06	Fltq	1,300
Marathon Oil Corp Nt	6/01/07	5.375%	1,326
Massmutual Global Fdg II 144A	7/15/08	2.55%	974
Maytag Corp Mtn	5/15/15	5.00%	1,665
McDonalds Corp Mtn	4/30/07	5.375%	536
Meadwestvaco Corp Nt	4/01/12	6.85%	3,422
Mercantile Bankshares Corp Nt	4/15/13	4.625%	1,771
Merck & Co Inc Mtns Tr	5/13/37	5.76%	550
Merrill Lynch & Co Inc Nts	2/17/09	6.00%	3,101
Merrill Lynch & Co Mtn	4/21/08	3.70%	5,283
Metropolitan Edison Co Nt	3/15/13	4.95%	635
Meyer Fred Inc Del New Nts	3/01/05	7.375%	1,060
Meyer Fred Inc Del New Nts	3/01/08	7.45%	876
Mexico United Mexican Sts Bd	12/30/19	8.125%	1,675
Midamerican Energy Hldgs Co	10/01/12	5.875%	1,218
Morgan Stanley DW & Co Gl Nt	4/15/06-4/15/11	6.10%- 6.75%	7,630
Morgan Stanley DW & Co Nt	4/01/12	6.60%	2,092

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments:			
Morgan Stanley Nt	4/01/07	5.80%	4,814
Motorola Inc Nts	11/15/10	7.625%	1,177
Nabisco Inc Debs	6/15/15	7.55%	1,171
National City Bk Mtn	2/15/11	6.30%	425
National City Corp Sub Deb	5/15/19	6.875%	1,844
National Rural Utils Coop	2/15/08	3.875%	1,793
National Rural Utils Coop Fin	3/01/12	7.25%	2,409
News America Hldgs Bds	10/17/36	8.15%	372
News Amer Hldgs	2/01/13	9.25%	1,172
News Amer Hldgs Inc	12/01/45	7.75%	177
News Amer Hldgs Inc Sr Deb	10/30/25	7.70%	582
News Amer Inc Gtd Sr Deb	11/30/28	7.625%	2,054
News Amer Inc Gtd Sr Debs	4/08/28	7.125%	1,094
News Amer Inc Gtd Sr Debs	4/30/28	7.30%	45
News Amer Inc Gtd Sr Nt	3/15/33	6.55%	130
News Amer Inc Sr Debs	6/30/28	7.28%	724
New York St Elec & Gas Corp	5/01/23	5.75%	1,711
Newell Rubbermaid Inc Nt	5/01/10	4.00%	773
Nexen Inc Nt	11/20/13	5.05%	1,644
Niagara Mohawk Pwr Corp Sr Nts	10/01/08	7.75%	864
Nisource Fin Corp Gtd Nt	11/01/06	3.20%	1,204
Nissan Auto Rec	2/15/07	4.80%	966
Nissan Auto Receivables 03C A3	3/15/07	2.23%	1,956
Norfolk Southn Corp Unsecd Deb	3/01/21	9.00%	457
Norfolk Southn Corp Sr Nt	2/15/31	7.25%	1,278
Northrup Grumman Corp Deb	2/15/31	7.75%	607
Northrup Grumman Corp Deb	3/01/26	7.875%	1,328
Northrup Grumman Corp Nt	2/15/11	7.125%	1,097
Northwest Airls Passthru 99-2	9/01/20 4/01/28	7.575% 7.20%	165 378
Occidental Pete Corp Sr Debs		7.20% 5.875%	376
Occidental Pete Corp Nt Occidental Pete Corp Nt	1/15/07 1/15/12	6.75%	960
Occidental Petroleum Nts	2/15/29	8.45%	524
Oil Ins Ltd Deferrable 144A	8/15/33	Var	719
Oncor Elec Delivery Co Deb	9/01/22	7.00%	3,015
Oncor Elec Delivery Co Sr Secd	1/15/15	6.375%	868
PSEG PWr LLC Sr Nt	4/15/31	8.625%	656
Panhandle Eastn Pipe Line 144A	8/15/08	4.80%	1,416
Peco Energy 99-A CL A-4	3/01/07	5.80%	3,071
Peco Energy Co 1st & Ref Mtg	5/01/08	3.50%	1,265
1 COO LINE GY OU TOL W INCH TILY	3,01,00	3.30%	1,203

Description	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Dobt Instruments			
Corporate Debt Instruments: Pemex Proj Fdg Master Tr Gtd	11/15/11	Step	8,162
Pemex Proj Fdg Master Tr Gtd	2/01/22	Var	1,086
Pepsi Bottling Grp Inc Gtd Sr	3/01/29	7.00%	979
Pepsi Bottling Hldgs Nt	2/17/04	5.375%	1,130
Petrobas Intl Fin Co Sr Nt	7/06/11	9.75%	1,293
Petro CDA Sr Nt	7/15/33	5.35%	267
Petroliam Nasional Bhd Bd	10/18/06	7.125%	1,559
Petroliam Nasional Bhd Bd	10/15/26	7.625%	1,151
Petronas Cap Ltd Euro Gtd	5/22/22	7.875%	1,274
Philip Morris Cos Inc	2/01/06	6.375%	1,067
Philip Morris Debs	1/15/27	7.75%	623
Phillips Pete Co Nt	5/25/10	8.75%	761
Placer Dome Inc Deb	10/15/35	6.45%	1,745
Procter & Gamble Co Deb	9/01/24	8.00%	2,042
Procter & Gamble ESOP Deb Sr	1/01/21	9.36%	3,275
Procter & Gamble Co Sr Nt	8/15/08	4.30%	745
Progress Energy Inc Sr Nt	3/01/31	7.75%	1,274
Progress Energy Inc Sr Nt	3/01/06	6.75%	504
Progress Energy Inc Sr Nt	3/01/11	7.10%	1,649
Progress Energy Inc Sr Nt	10/30/31	7.00%	1,024
Protective Life Mtn	11/24/08	3.70%	413
Provident Co Bds	7/15/18	7.00%	672
Public Svc Co Colo 1st Ser 14	10/01/08	4.375%	2,306
Public Svc Co New Mexico Sr Nt	9/15/08	4.40%	1,042
Pulte Homes Inc Sr Nt	2/15/13	6.25%	494
Pulte Homes Inc Sr Nt	6/15/32	7.875%	998
Raytheon Co Bonds	8/15/27	7.20%	1,174
Raytheon Co Nts	8/15/07	6.75%	28
Raytheon Co Nts	11/01/08	6.15%	3,695
Reed Elsevier Capital Bonds	8/01/11	6.75%	687
Republic Svcs Inc Nt	8/15/11	6.75%	658
Rio Tinto Fin USA Ltd	9/30/08	2.625%	476
Rohm & Haas Co Deb	7/15/29	7.85%	1,375
Royal Bk Scotland Sub Nts	10/01/14	5.00%	825
Royal KPN NV Nt	10/01/30	8.375%	1,076
Royal KPN NV Nt	10/01/10	8.00%	869
SBC Commn Inc Global Nt	8/15/12	5.875%	3,752
SBC Communications Inc Gl Nt	3/15/11	6.25%	5,616
SLM Corp Mtn	3/17/08	3.625%	1,392
SLM Corp Mtn	1/15/09	4.00%	5,580

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: SLM Corp Mtn SP Powerassets Ltd Safeway Inc Nt Salomon Smith Barney Hldgs Nt Santander Finl Sub Nts Scana Corp Mtn Trnahce Science Application Intl Corp Shopping Ctr Assocs Sr Nt Signet Bk Mtn Sub Bk Simon PPTY Group LP Nt Southern Calif Edison Co Sprint Cap Corp Sprint Cap Corp Nt Sprint Cap Corp Standard Chartered Bk Sumitomo Mitsui Bk Corp Sub Nt Sunamerica Inc Debs Suncor Energy Inc Nt Suntrust Bks Inc Sub Nts Sysco Corp Sr Nt TCI Commun Inc TCI Communications Inc Debs TIAA Global Mkts Inc Nt TXU Australia Hldgs TXU Energy Co LLC Sr Nt Tampa Elec Co Nt Target Corp Nt Telecom Italia Cap Gtd Sr Telecom Italia Sr Nt Tele Norte Leste Partici Telefonica Europe BV US Nt Telefonos De Mexico S A Texaco Cap Inc	8/01/33 10/22/08 8/15/12 2/15/08 2/15/11 5/15/11 7/01/33 1/15/04 9/15/06 11/15/07 2/15/07 5/01/19 3/15/12-3/15/32 1/15/07 5/30/31 6/15/12 7/31/97 12/01/34 2/15/26 6/15/05 8/01/05 8/01/15 2/15/06 2/15/28 2/15/26 1/22/08 11/15/13 3/15/13 8/15/12 3/01/12 11/15/13 11/15/13 11/15/13 11/15/13 11/15/13 11/15/13 11/15/13	5.625% 3.80% 5.80% 6.50% 6.375% 6.875% 5.50% 6.75% 7.80% 6.375% 8.0% 6.90% 8.00% 8.00% 8.00% 5.60% 5.95% 6.00% 8.00% 6.50% 8.00% 6.50% 8.00% 6.55% 7.125%	488 1,078 816 733 670 1,140 1,238 601 2,875 1,454 1,144 2,389 6,481 3,842 1,147 923 440 595 2,079 1,067 1,685 1,984 1,406 1,229 438 1,833 3,247 1,237 493 2,114 1,455 1,533 1,289 1,071 2,122 1,816
Texas Eastn Transmission Corp Thomson Corp Time Warner Cos Inc Time Warner Entmt Co LP	7/15/07 2/01/08 6/15/05 7/15/33	5.25% 5.75% 7.75% 8.375%	1,242 444 2,373 2,310
	-,,		_,

Description	Maturity	Interest	Current
	Dates	Rates	Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: Time Warner Inc Bnds Time Warner Inc Nt Toyota Motor Credit Nts Toyota Motor Cr Corp Nt Toys R Us Inc Nt Transocean Sedco Forex Inc Nt Turner Broadcasting Systems Tyson Foods Inc Bonds UFJ Fin Aruba A E C Gtd Nt US Bancorp Mtn US Bancorp Mtn US Bk Natl Assn Mtn USA Ed Inc Mtn USA Networks Inc/Usani LLC Nt Unilever Cap Corp Union Bancal Corp Sub Nt Union Pac Corp Nt Union Pac Corp Nt Union Pac Res Group Inc Deb Union Pac Res Group Inc Nt Union Pac Res Group Inc Nt Union Pac Res Group Inc Nt United States Cellular Corp Sr United Technologies Corp Deb United Technologies Corp Nt Valero Energy Corp Nt Verizon Global Fdg Corp Nt	5/15/29 5/01/05 12/15/08 8/01/08 12/15/10 4/15/13 4/15/31 7/01/13 1/15/28 7/15/13 7/15/07 8/23/07 8/01/11 4/10/07 11/15/05 11/01/10 12/16/13 2/01/29 1/15/11 4/15/12 5/15/28 5/15/28 5/15/05 1/27/22 1/17/07 12/15/33 9/15/29 9/15/06 3/01/11 4/15/07 9/01/12 12/01/05 6/15/07 1/15/08 12/01/30 6/15/32	6.625% 5.625% 5.50% 2.875% 4.35% 7.875% 7.50% 8.375% 7.00% 6.75% 5.10% 3.95% 6.375% 5.625% 6.75% 6.875% 7.125% 5.25% 6.625% 6.65% 6.50% 7.15% 6.50% 7.15% 6.50% 7.15% 6.50% 7.15% 6.75% 6.75% 6.75% 6.75% 6.75% 6.75% 6.75% 7.75% 6.75%	871 565 601 1,759 126 935 1,144 1,651 962 3,626 649 2,056 1,245 271 378 3,058 929 958 1,168 1,985 876 2,718 530 1,424 802 1,637 1,418 834 1,896 521 2,082 1,895 3,270 509 1,462 380
Verizon Global Fdg Corp Bd	6/15/12	6.875%	1,774
Verizon New Eng Inc Deb	9/15/11	6.50%	3,908
Verizon New York Inc Deb Ser A	4/01/12	6.875%	1,442
Verizon New York Inc Deb Ser A	4/01/32	7.375%	1,469
Verizon PA Inc Deb Ser A	11/15/11	5.65%	3,499

Description 	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Corporate Debt Instruments: Verizon Wireless Cap LLC Nt Viacom Inc Sr Nt Virginia Elec & Pwr Co Sr Nt Virginia Elec & Pwr Co Sr Nt Vodafone Airtouch PLC Nt Vodafone Group PLC New Nt Wachovia Corp 2nd New Global Wachovia Corp 2nd New Nt Wachovia Corp New Wal Mart Stores Inc Nt Wal Mart Stores Inc Slobal Bd Washington Mut Bk Mtn Washington Mut Inc Sr Nt Waste Mgmt Inc Del Sr Nt Waste Mgmt Inc Del Sr Nt Weste Mgmt Inc Del Sr Nt Wells Fargo & Co New Nt Wells Fargo & Co New Global Nt Wells Fargo & Co New Sub Nt Wells Fargo Bk NA Nt Westinghouse Cr Corp Nt Weyerhaeuser Co Nt Weyerhaeuser Co Nts Weyerhaeuser Co Nts Wyeth Sr Nt Wyeth Sr Nt	12/15/06 1/30/06-8/15/12 2/01/07 3/01/13 2/15/10 1/30/08 11/01/06 8/15/08 10/01/25 5/01/13 2/15/30 7/12/07 6/15/11 1/15/13 1/15/07 8/01/10 5/15/32 2/15/07 9/10/12 4/04/08 11/15/14 8/01/11 2/01/11 6/14/14 7/15/23 3/15/07 12/15/09 3/15/12 3/15/32 2/01/14 2/01/24 2/01/34	5.375% 5.625%- 6.40% 5.375% 4.75% 7.75% 3.95% 4.95% 3.50% 6.605% 4.55% 7.55% 4.375% 6.875% 5.50% 5.625% 7.375% 7.75% 5.125% 4.00% 3.50% 5.00% 6.375% 6.45% 8.875% 7.125% 6.125% 5.25% 6.75% 7.375% 6.45% 8.875% 7.125% 6.45% 8.875% 7.125% 6.50%	704 2,562 1,679 738 2,029 979 5,352 3,192 1,189 2,832 2,575 1,221 1,979 718 3,737 981 4,438 8,134 1,405 1,552 1,106 557 3,068 2,582 904 4,271 1,327 2,271 1,813 2,352 1,172 201
XCEL Energy Inc Minn Sr Nt XL Cap Fin Europe PLC Sr Nt	12/01/10 1/15/12	7.00% 6.50%	1,402 907
Other Investments: Financement Quebec Illinois St Txbl Illinois St Taxable Pension Italy Rep Global Nt	10/25/12 6/01/33 6/01/23 3/31/06	5.00% 5.10% 4.95% 2.50%	1,644 3,493 1,272 1,932

Description	Maturity Dates	Interest Rates	Current Value
FIXED INCOME FUND (Cont'd.)			
Other Investments:			
Italy Rep Nt	12/15/06	2.75%	5,875
Italy Rep Nt	9/14/07	3.625%	2,088
Malaysia Nt	7/15/11	7.50%	656
Mexico United Mexican Sts US\$	5/15/26	11.50%	10,075
New Jersey St Tpk Auth Tpk Rev	1/01/16	4.252%	604
Ontario Prov CDA Nt	5/02/08	3.125%	4,607
Oregon St Taxable-Pension	6/01/23	5.762%	1,625
Prov of British Columbia	10/03/06	4.625%	4,430
Prov of New Brunswick	10/23/07	3.50%	1,520
Prov of Nova Scotia	2/27/12	5.75%	2,357
Prov of Ontario	7/17/12	5.125%	1,772
Prov of Quebec	1/22/11	6.125%	3,245
Prov of Quebec Prov of Quebec	2/09/24	7.125%	2,031
Prov of Quebec	7/22/36 9/15/29	Step 7.50%	1,439 2,396
South Africa Rep Nt	4/25/12	7.375%	2,390 892
United Mexican Sts Mtn	1/14/11	8.375%	5,807
United Mexican Sts Mtn	9/24/22	8.00%	11,810
Wisconsin St Gen Rev Txb-Ser A		4.80%	463
Wisconsin St Gen Rev Txb-Ser A		5.70%	1,267
Common/Collective Trust:			
TBC Inc. Pooled Emp Daily	12/31/99	Var	48,066
Total Investment Contracts			\$1,363,380 ======
	Principal		
	Amount or		Current
Description	Shares/Units		Value
**Common/Collective Trusts			
TBC Inc. Daily Liquidity Fund	\$22,291		\$ 22,291 ======

<sup>\*\*</sup> Parties-in-interest

### Schedule I (Cont'd)

### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003 (in thousands)

Principal
Amount or Current
Description Shares/Units Value
-----LEHMAN BROTHERS AGGREGATE BOND
INDEX FUND - Common/collective
trust
Lehman Aggregate Fund 1,394 \$ 22,683

S&P 500 LARGE STOCK INDEX FUND -

Common/collective trust

S&P 500 Fund 9,303 \$257,837 ======

SIP MANAGED INTERNATIONAL STOCK FUND - Common/collective trust

EAFE Equity Index 600 \$ 7,231
Emerging Mkts. Index 83 761
Total \$ 7,992

RUSSELL 2000 FUND - Common/collective trust

Russell 2000 Fund 3,268 \$ 54,388

\*\*KODAK STOCK FUND - Common stock

Eastman Kodak Company Common

Stock 4,141 \$104,920 ======

\*\*Common/Collective Trust

TBC Inc. Daily Liquidity Fund \$ 3,402 \$ 3,402 ======

PIMCO TOTAL RETURN FUND - Mutual fund

PIMCO Total Return

Fd. - Inst. 2,983 \$32,000 ======

\*\* Parties-in-interest

Principal

Description 	Amount or Shares/Units	Current Value
MSIF TRUST HIGH YIELD FUND - Mutual fund		
MSIF High Yield Portfolio	2,985	\$ 16,176 ======
FIDELITY PURITAN FUND - Mutual fund		
Fidelity Puritan Tr Puritan Fund	3,612	\$ 66,572 ======
**T. ROWE PRICE EQUITY INCOME FUND - Mutual fund		
T. Rowe Price Equity Income Fund	2,319	\$ 55,839 ======
FIDELITY GROWTH AND INCOME FUND - Mutual fund		
Fidelity Securities Fund Growth & Income Portfolio	1,561	\$ 55,468 ======
PUTNAM VISTA FUND - Mutual fund		
Putnam Vista Fund Inc. CL	2,674	\$ 22,141 ======

<sup>\*\*</sup> Parties-in-interest

### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003 (in thousands)

Principal

Description	Amount or Shares/Units	Current Value
**T. ROWE PRICE SMALL-CAP VALUE FUND - Mutual fund		
T. Rowe Price Small Cap. Value Fund Inc. Cap. Stk.	3,407	\$101,559 ======
SKYLINE SPECIAL EQUITY FUND - Mutual fund		
Skyline Fund Special Equities Portfolio	1,518	\$ 42,529 ======
MSIF TRUST VALUE FUND - Mutual fund		
MSIF Trust Value Portfolio	1,822	\$ 28,103 ======

<sup>\*\*</sup> Parties-in-interest

### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003 (in thousands)

Principal Amount or Current Description Shares/Units Value ----------С

SIP MANAGED SMALLER STOCK FUND - Common or preferred stocks		
Preferred Stocks		
Angelo & Maxies Inc.		
Pfd. Ser. A	11	\$ 29
News Corp Ltd Repstg.		Ψ 20
Pfd. Ltd.	20	600
		\$ 629
		======
Common Stocks		
AAR Corp.	51	\$ 825
ASV Inc.	1	8
ATMI Inc. Com.	21	478
Aaron Rents Inc. Com.	52	1,079
Accredo Health Inc. Com.	17	565
Ace Cash Express Inc.	5	102
Actel Corp. Com.	12	284
Activision Inc.	73	1,346
Acxiom Corp. Com.	26	485
Adams Res. & Energy Inc. New	1	7
Adaptec Inc. Com.	7	67
Adtran Inc.	18	583
Advance PCS Com.	5	279
Advanced Neuromodulation Sys.		
Inc. Com.	5	223
Advanta Corp. Cl. A	9	117
Advisory Board Co. Com.	17	596
Aeroflex Inc.	33	403
Affiliated Managers Group Inc.		
Com.	16	1,126
Affymetrix Inc. OC Cap. Stk.	11	287
Agile Software Corp. Del. Com.	11	114
Agrium Inc. Com.	3	49
Airgas Inc.	65	1,402
Air Methods Corp. New	1	3
Airnet Sys. Inc. Com.	2	6
Alaris Medical Systems Inc.	8	121
Alaska Air Group Inc.	9 5	245
Albany Intl. Corp. CL A	5	172

Principal

	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Alexion Pharmaceuticals Inc.	7	124
Align Technology Inc. Com.	2	35
Alkermes Inc. Com.	19	255
Alliance Atlantic Commns. Inc.		100
CL B	8	126
Alliance Data Sys. Corp. Com. Alliance Gaming Corp. Com. New	11 39	290 989
Allied Defense Group Inc. Com.	2	45
Allied Healthcare Intl. Inc. Com		16
Allied Motion Tech. Inc. Com.	1	4
Allied Waste Inds. Inc. New Com.	. 44	605
Almost Family Inc. Com.	1	4
Alpharma Inc. CL A Com.	9	182
Altiris Inc. Com.	1	12
Amedisys Inc.	14	207
American Biltrite Inc.	2	11
American Dental Partners Inc. Co		16
American Eagle Outfitters New	18	291
American Financial Group Inc. Of Com.	16	436
American Healthways Inc.	26	648
American Home Mtg. Invt. Corp.	6	131
American Italian Pasta Co. CL A	3	120
American Locker Group Inc.	1	6
American Med. Sec. Grp. Inc. Con	n. 5	103
American Mgmt. Sys. Inc. Com.	1	2
American PAC Corp.	3	30
American Residential Invt. Tr.	4	25
American Safety Ins. Hldgs. Ltd.		
Com.	1	1
American Shared Hosp. Svcs.	2	10
American Software Inc.	7	46
American Tower Corp. Americas Car Mart Inc. Com.	25 1	272 11
Amerigroup Corp.	7	282
Ameron International Corp.	5	171
Amerus Group Co. Com.	1	21
•		

Principal Amount or

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Amli Residential PPTYS. Tr.		
Sh. Ben. Int.	1	35
Amn. Healthcare Sycs. Inc. Com	. 8	133
Amrep Corp.	1	14
Anaren Inc.	16	232
Andersons Inc. Com.	3	48
Andrew Corp. Com.	26	308
Angelica Corp. Com.	2	33
AnnTaylor Stores Corp. Com.	1	39
Aon Corp. Com.	115	2,745
Apogent Technologies Inc. Com.	45	1,039
Applied Films Corp. Com.	2	73
Ark Restaurants Corp.	1	4
Armor Hldgs. Inc.	10	255
Arris Group Inc. Com.	15	112
Artisan Components Inc.	9	177 761
Ascential Software Corp. Com. Ashland Inc.	29 20	902
Ask Jeeves Inc. OC Com.	37	689
Aspen Technology Inc. Com.	32	321
Asta Fdg. Inc. Com.	2	51
Astoria Finl. Corp. Com.	4	148
Astro Med. Inc. New	1	3
Asyst Technologies Inc.	22	388
Atherogenics Inc. Com.	16	249
Atlantic Coast Airls. Hldgs.		
Inc. Com.	11	106
Atlantic Tele-Network Inc.		
Com. New	1	23
Atlantis Plastics Inc. CL A Co	m. 1	5
Auburn Natl. Bancorp Com.	1	23
August Technology Corp. Com.	11	206
Autobytel Inc.	36	336
Autodesk Inc. Com.	9	214
Avatar Hldgs. Inc. Com.	1	42
Avaya Inc. Com.	38	489
Aviall Inc. New Com.	7	115

Schedule I

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(Cont'd)

Boyd Gaming Corp.

#### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003 (in thousands)

Principal Amount or Current Description Shares/Units Value SIP MANAGED SMALLER STOCK FUND (Cont'd) Common Stocks (Cont'd) Avid Technology Inc. Com. 11 519 Avocent Corp. Com. 19 706 Axcan Pharma. Inc. Com. 687 87 Axcelis Technologies Inc. Com. 910 1 1 Aztar Corporation 5 B & H Ocean Carriers Ltd. Com 2 BISYS Group Inc. Com. 19 278 BNCCORP Inc. BSB Bancorp Inc. 3 114 1 Bancorp Rhode Island Inc. Com. 3 Bank of Hawaii Corp. 51 Bankunited Fin. Corp. CL A 20 526 Banner Corp. Com. 1 5 Barns & Noble Inc. Com. 11 358 Barns Group Inc. Com. 6 180 Barnwell Inds. Inc. 1 16 Bausch & Lomb Inc. Com. 1,336 BEA Sys. Inc. Com. 26 49 605 4 357 Belden Inc. Com. 14 309 Bell Microproducts Inc. Com. 23 204 Berkley W. R. Corp. Com. . 1 1 11 Berkshire Bancorp Inc. Del. Com. 44 Beverly Enterprises Inc. Com. New 12 104 Big Lots Inc. Com. 15 207 Bio Rad Labs Inc. CL A 205 4 Bio Logic Sys. Corp. 1 1 Blair Corp. 3 83 Blockbuster Inc. CL A Com. 17 309 Bluegreen Corp. 2 11 Blyth Inc. Com. 25 810 Boise Cascade Corp. Com. 18 579 Bon Ton Stores Inc. Com. 2 26 Bonso Electrs. Intl. Inc. 7 4 Borders Group Inc. Com. 77 Borg Warner Inc. Com. Bowne & Co. Inc. Com. 2 204

37

35

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Brandywine Rlty Tr. Sh. Ben.		
New	18	488
Brigham Expl. Co. Com.	3 1	24 14
Brinks Co. Com. Brookham Tech. PLC	85	194
Brookline Bancorp. Inc. Del.		125
Brooks Automation Inc. Com.	19	462
Brookstone Inc.	5	116
Brown Shoe Inc. New Com.	3	119
Brown Tom Inc. New Com.	11	349
Brunswick Corp. Com.	51	1,628
Burlington Coat Factory Whse.		,
Corp. Com.	13	277
CB Bancshares Inc.	1	14
CBL & Assoc. PPTYS Inc. Com.	10	580
CBRL Group Inc. Com.	25	955
CDI Corp. Com.	7	218
C D W Corp. Com.	22	1,292
CFS Bancorp Inc. Com.	6	88
C H Robinson Worlwide Inc.	22	828
CPAC Inc.	3	18
CPI Corp.	5	107
CPI Aerostructures Inc. Com.		19
CSS Inds. Inc.	4 28	128 334
CTS Corp. Cable Design Technologies Cor	_ <del></del>	334
Com.	ρ. 32	303
Cabot Corp. Com.	5	144
Cabot Oil & Gas Corp. Com.	3	81
California First Natl. Bancor	-	0-
Com.	3	44
California Pizza Kitchen Inc.		258
Callaway Golf Co. Com.	33	556
Callidus Software Inc. Com.	1	9
Cal Maine Foods Inc. Com. New	1	8
Cambrex Corp. Com.	13	330
Cameco Corp.	5	315
Capital Corp. of the West Com		16
Capital Crossing Bk. Com.	2	72

Description	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Capital Source Inc. Com.	12	263
Capital Sr. Living Corp. Com.	9	49
Capital Title Group Inc. Com.	1	5
Capital TR Inc. Md. CL A	2	47
Captiva Software Corp. Com.	1	4
Career Ed. Corp. Com.	13	535
Caremark RX Inc. Com.	16	411
Carlisle Cos. Inc. Com.	9	551
Carmax Inc. Com.	25	779
Carver Bancorp Inc. Com.	2	57
Cascade Corp.	9	210
Cascade Finl. Corp.	1	5
Cass Information Sys. Inc. Com.	1	31
Casual Male Retail Group Inc.	_	
Com.	4	29
Cellstar Corp. Com. New	2	27
Celgene Corp.	13	604
Centex Constr. Prods. Inc.	1	12
Centex Corp. Com.	8	834
Central Vt. Bub. Svo. Corp.	8 1	188
Central Vt. Pub. Svc. Corp. Centure Finl. Corp. Com.	1	14 28
Cereadyne Inc. Calif.	1	26 7
Ceres Group Inc. Com.	14	, 80
Cerner Corp.	7	284
Charming Shoppes Inc. PA Com.	34	185
Checkers Drive-In Restaurant	0.1	100
Inc. Com.	4	39
Checkfree Corp. New Com.	9	255
Checkpoint Sys Inc. Com.	5	87
Chesapeake Corp. VA Com.	4	120
Chesapeake Energy Corp. Com.	20	267
Chesapeake Utils. Corp.	1	13
Chicago Rivet & Mach. Co.	1	16
Chicos Fas. Inc. Com.	3	127
China Yuchai Intl. Ltd. Com.	2	51
Chiquita Brands Intl. Inc. Com.		151
Chittenden Corp.	7	227
Choice Hotels Intl. Inc. Com.	1	40
Choicepoint Inc. Com.	16	616

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Chronimed Inc.	2	19
Ciber Inc. Com.	24	222
Ciphergen Biosystems Inc. Com.		109
Cintas Corp.	22	1,114
Circor Intl. Inc. Com.	1	24
Circuit City Group Com.	16	160
Cirrus Logic Inc. Com.	26	207
Citadel Broadcasting Corp. Con		104
Claires Stores Inc. Com.	3 7	52 129
Coachmen Inds. Inc.	, 1	7
Cobra Electrs. Corp. Cognos Inc. Com.	15	461
Cognizant Tech. Solutions CL A	_	594
Coherent Inc. Com.	13	309
Colonial Bancgroup Inc. Com.	40	702
Comcast Corp. New CL A	14	453
Comcast Corp. New CL A SPL	76	2,348
Commerce Group Inc. MASS	10	384
Commonwealth Inds. Inc. Del. (	Com. 4	32
Commscope Inc. Com.	17	277
Community TR Bancorp Inc. Com	. 1	24
Compex Technologies Inc. Com.	3	27
Compucom Sys. Inc. Com.	10	52
Compucredit Corp. Com.	6	134
Computer Task Group Inc. Com.	24	89
Comstock Res. Inc. New Comtech Telecommunications Cor	1	14
New	. 2	55
Conceptus Inc. Com.	11	119
Conns Inc. Com.	1	1
Conmed Corp. Com.	6	143
Continental Matls. Corp. Com.	1	24
Copart Inc.	61	1,016
Core Laboratories N V	15	256
Corinthian Colleges Inc. Com.	4	227
Corn Prods. Intl. Inc. Com.	5	183
Cornell Companies Inc.	4	56
Corporate Executive Bd. Co. Co		1,172
Corporate Office PPTYS TR Com	. 6	124

SIP MANAGED SMALLER STOCK FUND (Cont'd)  Common Stocks (Cont'd)  Corus Bankshares Inc. 16  Cost Plus Inc. Calif. 11  Costar Group Inc. Com. 3  Cousins PPTYS Inc. Com. 1	499
Corus Bankshares Inc. 16 Cost Plus Inc. Calif. 11 Costar Group Inc. Com. 3	499
Cost Plus Inc. Calif. 11 Costar Group Inc. Com. 3	499
Costar Group Inc. Com. 3	
	463
Cousing PPTVS Inc. Com. 1	122
OUGSTIS TELLS THE COM.	31
Covansys Corp. Com. 3	28
Covenant Trans. Inc. CL A 8	156
Coventry Health Care Inc. Com. 22	1,436
Cowlitz Bancorp Longview Wash.	
CDT-Com. 3	33
Cox Radio Inc. CL A 45	1,125
Cray Inc. Com. 1	8
Credence Sys. Corp. 32	430
Crescent Bkg. Co. Cmt. Com. 1	6
Crompton Corp. Com. 10	71
Cross Ctry. Healthcare Inc. Com. 18	279
Cumulus Media Inc. CL A 37	824
Curtiss Wright Corp. 1	18
Cymer Inc. Com. 7	334
Cypress Semiconductor Corp. 20	429
Cytec Inds. Inc. Com. 1	31
DJ Orthopedics Inc. Com. 3	93
Danaher Corp. Com. 9	788
Datascope Corp. 1	37
Dave & Busters Inc. 1	14
Deckers Outdoor Corp. Com. 2	31
Del Labs Inc. Com. 2	50
Delphi Finl. Group Inc. CL A Com. 2	66
Denbury Res. Inc. Com. New 13	186
Dendrite International Inc. 8	126
Department 56 Inc. Com. 4	48
Devry Inc. Del. Com. 33	826
Digi Intl. Inc. 2	20
Diodes Inc. 4	85
Discovery Partners Intl. Inc.	40
Com. 2	13
Disney Walt Co. Com. 145	3,379
Dominion Homes Inc. Com. 2	76
Dominion Resources Black Warrior	4.4
TR VA Unit Ben. Int. 1	14

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Doral Financial Corp.	30	963
Dot Hill Sys Corp. Com.	22	336
Duquesne Lt. Hldgs. Inc. Com. Duratek Inc. Com.	22 4	395 49
EGL Inc. Com.	15	271
EMC Corp. MASS	1	10
Epix Med. Inc. Com.	8	136
E Piphany Inc. Com.	26	197
ESB Finl. Corp. Com.	2	30
EXX Inc.	1	2
E-Z-EM Inc. Com. New	10	125
Earthlink Inc. Com.	4	45
East West Bancorp Inc. Com.	5	288
Ebay Inc. Com.	13	824
Ecollege Com.	9	156
Edelbrock Corp. Edge Pete Corp. Del. Com.	2 4	27 45
Edgewater Technology Inc. Com.	5	22
Education Mgmt. Corp.	36	1,127
Efunds Corp. Com.	9	167
Electro Rent Corp.	14	183
Electro Scientific Inds. Inc.	16	382
Elizabeth Arden Inc. Com.	1	2
Elkcorp Com.	28	765
Elmira Svgs. Bk. FSB Elmira NY	1	13
Embarcadero Technologies	10	157
Emcor Group Inc. Com.	7	303
Emmis Communications Corp. Com	. 43	1,180
Endo Pharmaceuticals Hldgs. Inc. Com.	6	124
Energy Partners Ltd. OC Com.	10	136
Engineered Support Sys Inc.	1	6
Enesco Group Inc. Com.	_ 7	68
Entercom Communications Corp.	19	1,019
Entravision Communications Cor		,
CL A	26	290
Epicor Software Corp. Com.	29	379
E Plus Inc. Com.	1	16
Equity Marketing Inc.	3	46

	Amount or	Current
Description	Shares/Units	Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Eresearch Technology Inc.	2	43
Escalon Med. Corp. Com. New	_ 1	1
Esco Technologies Inc. Com.	19	859
Espeed Inc.	12	281
Espey Mfg. & Electrs. Corp.	1	17
Esterline Technologies Corp.	15	409
Evans & Sutherland Computer	23	101
Exar Corp. Com.	14	249
Excel Technology Inc.	8	265
Expeditors Intl. Wash. Inc. Com	ı. 18	694
Exponent Inc. Com.	5	95
Express Scripts Inc. Com.	13	891
Extended Stay America Inc.	19	283
Ezcorp Inc. CL A	1	9
FBL Fin'l Group Inc. CL A	5	127
FEI Company	8	176
FFW Corp.	1	25
FFLC Bancorp Inc. Com.	1	4
FMC Technologies Inc. Com.	8	183
FMC Corp. New Com.	14	488
FPIC Ins. Group Inc. Com.	4	112
FSF Financial Corp.	2	45
FSI Int'l. Inc.	30	224
Fairchild Semiconductor Intl.	27	011
Inc. Com. Fastenal Co.	37 30	911
Federal Screw Wks. Com.	1	1,504 24
	43	766
Federal Signal Corp. Fedex Corp. Com.	33	2,277
Ferro Corp. Com.	11	309
Filenet Corp.	10	264
Finlay Enterprises Inc. Com. Ne		46
First American Corp. Com.	25	744
First Citizens Bancshares	23	7
Inc. N C CL A	5	572
First Franklin Corp.	1	21
First Health Group Corp. Com	16	315
First Kans. Finl. Corp. Com.	1	15
First Marblehead Corp. Com.	6	141
	•	<u> </u>

Description 	Principal Amount or Shares/Units	Current Value 
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
First Niagara Finl. Group Inc.		
Com. New	13	206
Firstservice Corp. Fiserv Inc. Com.	58 22	1,197 873
Flagstar Bancorp Inc. Com.	9	204
Fisher Scientific Intl. Inc. Co	•	204
New	5	225
Flexsteel Inds. Inc.	1	16
Florida East Coast Inds. Inc.	_	
CL A Com.	6	195
Florida Rock Inds. Inc. Flowers Food Inc. Com.	2 3	101 80
Flowserve Corp. Com.	40	824
Fog Cutter Cap Group Inc. Com.	1	1
Foodarama Supermarkets Inc.	1	22
Foot Locker Inc. Com.	102	2,394
Forest Oil Corp. Com.	13	369
Foster L. B. Co. CL A Fresh Brands Inc. Com.	5 3	30 28
Friedmans Inc. CL A	3 5	34
Frischs Restaurants Inc.	1	23
Frontline Ltd.	26	667
Fuller H B Co. Com.	7	201
Fulton Finl. Corp. PA	7	153
Furniture Brands Intl. Inc. Com		1,019
G & K Svcs. Inc. CL A G III Apparel Group Ltd.	5 3	183 26
Game Stop Corp. Com.	4	57
Gardner Denver Inc. Com.	6	141
Gartner Inc.	53	606
Gehl Co.	4	61
Gen. Probe Inc. New Com.	9	331
Genencore Intl. Inc. Com. General Cable Corp. Del. Com. N	3 ew 16	49 130
General Motors Corp. Com.	63	3,374
General Maritime Co. Com. Stk.	11	192
Genesis Health Care Corp. Com.	7	160
Gentex Corp. Com.	26	1,151
Genlyte Group Inc. Com.	6	369

•	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd) Gerber Scientific Inc. Com. Gibraltar Stl. Corp. Globespanvirata Inc. Com. Gold Banc Corp. Inc. Com. Golden Telecom Inc. Goodys Family Clothing Inc. Com. Grant Prideco Inc. Com. Great Lakes Chem. Corp. Com. Great Plains Energy Inc. Com. Greater Bay Bancorp Com. Green Mountain Power Corp. Grey Global Group Inc. Com. Griffon Corp. Com. Gtech Hldgs. Corp. Com. Guess Inc. Com. Gundle/Slt. Environmental Inc. HCC Ins. Hldgs. Inc. Com. HMN Finl. Inc. HRPT Pptys. Tr. Com. SBI Haggar Corp. Com. Hallwood Group Inc. Com. New Hampshire Group Ltd. Handleman Co. Del. Hardinge Inc. Harman Intl. Inds. Inc. New Com. Healthcare Svcs. Group Inc. Hector Communications Corp. Helix Technology Corp. Hemlock Fed. Finl. Corp. Com. Hewitt Assocs. Inc. Com. Hibernia Corp. CL A Com. Hilenbrand Inds. Inc. Com. Hillenbrand Inds. Inc. Com. Hillenbrand Inds. Inc. Com.	18 12 30 8 2 1 24 25 1 2 19 1 6 2 1 2 8 4	150 1 114 304 102 82 240 333 949 241 56 206 502 1,244 11 51 617 2 61 39 4 64 165 50 3,207 35 13 7 6 22 335 3 446 790 569 801 2,555 649
Home Properties Inc. Com.	14	577

•	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd) Horizon Health Corp. Com.	4	91
Host Marriott Corp. New Com.	1	4
Hovnanian Enterprises Inc. CL A	6	503
Hub Group Inc. CL A	1	17
Hughes Electronics Corp. Com.	181	2,983
Hugoton Royalty Trust	3	76
Humana Inc. Com.	48 7	1,121
Hutchinson Technology Inc. Com. Hyperion Solutions Corp. Com.	7 19	223 567
ICU Med. Inc.	4	150
IDX Sys. Corp. Com.	8	219
IMCO Recycling Inc.	5	53
ISTAR Fin'l. Inc.	18	702
ITLA Cap. Corp.	5	237
ITT EDL Svcs. Inc. Com.	4	174
Idex Corp.	3	125
Impax Laboratories Inc. Com.	10	146
Imperial Pkg. Corp.	1	15
Inamed Corp.	6	278
Independence Cmnty. Bk. Corp. Co	om. 30 3	1,078
Independence Hldg. Co. New Com. Industrial Distr. Group Inc. Co	_	73 20
Inet Technologies Inc. Com.	22	267
Infocus Corp. Com.	18	175
Insight Enterprises Inc. Com.	11	218
Insituform Technologies Inc. CL	A 10	169
Integra Lifesciences Hldg. Corp		1,030
Integrated Circuit Sys. Inc.		
Com. New	5	143
Integrated Device Tech. Inc.	12	210
Integrated Silicon Solution In	29	466
International Alum Corp.	2 1	51
International Bancshares Corp. International Game Technology Co	<del>-</del>	64 241
International Rectifier Corp. Co		1,919
International Rectifier corp. Co	1	1,919
Interpool Inc. Com.	17	216
Intersil Corp. CL A	17	423
·		

Description 	Principal Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Intertan Inc.	10	106
Intervest Banshares Corp. CL	A 2	26
Interwoven Inc. Com.	15	194
Intrawest Corp. Com. New	10	173
Invacare Corp.	12	505
Inverness Medical Innovations	Inc.	
Com.	6	120
Invitrogen Corp. Com.	16	1,121
Invivo Corp.	1	11
Investors Financial Svcs. CP	32	1,231
Ionics Inc.	5	166
Ipsco Inc.	1	15
Iron Mtn. Inc. PA Com.	33	1,303
Irwin Finl. Corp.	8	246
J Jill Group Inc. Com.	11	149
Jabil Circuit Inc. Com.	42	1,192
Jack In The Box Inc. Com.	8	178
Jefferies Group Inc. New Com.	14	447
Jo Ann Stores Inc. Com.	24	504
Journal Register Co. Com.	5	111
Juno Ltg. Inc. Com. New	1	2
KCS Energy Inc. New Com.	16	168
K2 Inc. Com.	10	160
Kaman Corp. CL A	6	83
Kansas City Life Ins. Co.	2	99
Kaydon Corp.	10	254
KB Home Com.	4	277
Keithley Instrs. Inc. Com.	13	245
Kellwood Co.	3	140
Kelly Svcs. Inc. CL A	6	168
Kemet Corp. Com. Kennametal Inc. Com.	73 34	1,013 1,362
	35	809
Kensey Nash Corp. Kerzner Intl. Ltd. Com.	1	23
Kewaunee Scientific Corp.	1	8
Key Technology Inc.	2	28
Keystone PPTY TR Corp. Com.	8	175
Kimball Intl. Inc. CL B	15	242
Kindred Healthcare Inc. Com.	6	303
Kirklands Inc. Com.	5	91
	=	0-1

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd) Knight Ridder Inc. Knight Trading Group Inc. Com. Knight Transn. Inc. Com. Koninklijke Philips Electrs NV KOS Pharmeceuticals Inc. Com. Krispy Kreme Doughnuts Inc. Com. Kroll Inc. Com. Kronos Inc. Kulicke & Soffa Inds. Inc. LCA Vision Inc. Com. LKQ Corp. Com. LNR PPTY Corp. Com. LTC PPTYS Inc. Com. LTX Corp. La Quinta PPTYS Inc. Paired CTF La Z Boy Inc. Labor Ready Inc. Ladish Inc. Com. New Lam Resh Corp. Com. Landamerica Finl. Group Inc. Collandry's Restaurants Inc.	18 12 56 1 9 9 6 6 6 5 25 6 91 4 23	2,550 201 797 2,160 9 199 475 499 822 11 154 427 91 88 161 121 1,208 33 757 869 503
Lasalle Hotel PPTYS Cum Sh Ben Int Lattice Semiconductor Corp. Con Layne Christensen Company Leapfrog Enterprises Inc. CL A Learning Tree Int'l. Inc. Lecroy Corp. Com. Lennox Int'l. Inc. Com. Lesco Inc. Ohio Lifepoint Hosps. Inc. Com. Lifetime Hoan Corp. Lightbridge Inc. Linens N Things Inc. Com. Liz Claiborne Inc. Com. Local Finl. Corp. Com. Lone Star Steakhouse Saloon Lone Star Technologies Inc. Long Is. Finl. Corp. Com.	9 n. 35 1 7 22 18 36 2 3 1 3 17 6 3 6 1	167 346 4 180 383 322 626 26 80 19 24 397 600 124 69 104 15

rincipal mount or ares/Units 	Current Value 
_	447
	390
	36 10
<del>-</del>	135
-	92
	520
	400
14	563
33	945
65	618
13	354
1	16
1	1
21	719
· · · · · · · · · · · · · · · · · · ·	186
	1,253
<del>=</del> :	379
	10
	138
	115
	16
<del>-</del>	13 570
_	2
<del>-</del>	2,911
	2,911
_	92
	1,554
	309
	574
	73
	47
<del>-</del>	1 80
	660
_	353
	501
5	35
	mount or ares/Units  18 22 2 1 5 9 12 6 14 33 65 13 1 1 21 4 30 17 1 6 17 2 2 13 1 63 3 6 33 11 15 2 3 1 6 13 16 45

	Principal	Current
Doggarintion	Amount or	Current
Description	Shares/Units	Value
SIP MANAGED SMALLER STOCK FUND		
(Cont'd)		
Common Stocks (Cont.d)		
Common Stocks (Cont'd) Maverick Tube Corp. Com.	22	428
Mcdata Corp. CL A	15	144
Mcrae Inds. Inc. CL A	15	3
Media Gen. Inc. CL A	12	792
Medicines Co. Com.	13	395
Medstone Intl. Inc.	3	13
Mentor Graphics Corp. Com.	7	104
Mercury Interactive Corp.	9	444
Merix Corp.	4	89
Mesa Air Group Inc.	1	18
Mesa Labs Inc.	3	26
Metal Mgmt. Inc. Com. New	4	155
Methanex Corp.	<del>-</del> 57	649
Metrologic Instrs. Inc.	7	200
Mettler-Toledo Intl. Inc.	9	381
Michaels Stores Inc. Com.	22	1,009
Micrel Inc.	19	296
Microchip Technology Inc. Com.	36	1,218
Middleby Corp.	4	160
Herman Miller Inc. Com.	15	353
Mindspeed Tech. Inc. Com.	47	341
Mine Safety Appliances Co.	7	602
Minerals Technologies Inc.	·	332
Com.	24	1,482
Minuteman Intl. Inc.	2	14
Mobility Electronics Inc. Com.	34	306
Modem Media Inc.	10	78
Molex Inc. CL A	28	823
Molina Healthcare Inc. Com.	6	143
Monaco Coach Corp. Com.	9	220
Mondavi Robert Corp. CL A Com.	1	4
Monolithic Sys. Technology Inc		
Com.	64	571
Monro Muffler Brake Inc.	5	94
Monster Worldwide Inc. Com.	12	267
Moore Med. Corp.	1	1
Movado Group Inc. Com.	5	150
Mueller Paul Co.	1	24
Mueller Inds. Inc. Com.	27	956
Mykrolis Corp. Com.	38	605

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
NBTY Inc.	8	220
NCO Group Inc.	17	378
NCR Corp. New	1	39
NTN Communications Inc.	22	78
NWH Inc. Com.	1	2
NYMAGIC Inc.	4	94
Nabi Biopharmaceuticals Com.	11	142
Nashua Corp.	2	15
National Beverage Corp. Com.	1	13
National Dentex Corp. Com.	1	28
National Fuel Gas Co. N.J.	24	581
National Home Health Care	_	
Corp.	4	37
National Westn. Life Ins. Co.	2	298
Natures Sunshine Prods. Inc.	2	18
Navigant Consulting Inc. Com.	2	31
Navigant Int'l. Inc. Com.	2	34
Navistar Intl. Corp. New Com.	3	141
Neighborcare Inc. Com.	14	284
Neiman-Marcus Group Inc. Nelnet Inc. CL A	2 8	101 171
Nelson Thomas Inc.	o 13	260
Networks Associates Inc.	16	242
Netflix Com. Inc. Com.	5	272
Netig Corp. Com.	12	168
Network Equip. Technologies	13	138
Neurocrine Biosciences Inc. Com	_	127
New Centy Finl. Corp. Com.	14	545
Newfield Expl. Co. Com.	5	224
Newport Corp. Com.	15	257
New York Cmnty. Bancorp Inc. Co		412
99 Cents Only Stores	22	598
Noland Co.	 1	54
Nordic Amer. Tanker Shipping	4	57
North Cent Bancshares Inc.	1	19
Northeast Ind. Bancorp Inc. Con	ı. 1	14
Northeast PA Finl. Corp. Com.	1	4
Northway Finl. Inc. Com.	1	4
Novastar Finl. Inc. Com.	1	53

	Amount or	Current
Description	Shares/Units	Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Nptest Hldg. Corp. Ćom.	18	187
Nuevo Energy Co. Com.	5	126
Nutraceutical Intl. Corp. Com.	1	2
O I Corp. Com.	3	22
Oakley Inc. Com.	12	171
Octel Corp. Com.	2	31
Ocular Sciences Inc. Com.	1	6
Offshore Logistics Inc. Com.	15	378
Ohio Cas. Corp.	1	11
Oil Dri Corp. Amer.	1	2
Oil Sts. Intl. Inc. Com.	8	112
Old Rep. Intl. Corp. Com.	1	4
Olin Corp. Com.	8	156
Olympic Stl. Inc.	3	26
Omega Protein Corp. Com.	3	22
Omnicare Inc. Com.	30	1,221
Omnivision Technologies Inc. C		670
Omnova Solutions Inc. Com.	81	385
Omnicell Inc. Com.	2	24
On Semiconductor Corp. Com.	29	187
One Liberty PPTYS Inc.	1	18
1-800 Flowers Com. Inc. CL A C Oneida Ltd.	om. 6 21	69 121
	1	2
Onyx Accep. Corp. Onyx Pharmaceuticals Inc.	11	319
Opinion Resh Corp.	4	25
Opnet Technologies Inc. Com.	66	1,136
Opsware Inc. Com.	32	232
Optimal Robotics Corp. CL A Ne		328
Orbit Intl. Corp. Com.	1	1
O'Reilly Automotive Inc.	23	892
Orleans Homebuilders Inc. Com.	1	26
Outlook Group Corp.	3	15
Overseas Shipholding Grp. Inc.	13	439
Oxford Inds. Inc. Com.	9	315
P & F Inds. Inc. CL A New	3	22
PC Mall Inc. Com.	1	3
PFF Bancorp Inc. Com.	3	98
PF Changs China Bistro Inc. Co	m. 4	219

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
	om. 13 el. 2 10 om. 52 11 5 47 12 n. 11 43 10 4 15 12 4 16 13 2 19	390 3 152 9 157 6 272 121 169 207 185 215 353 618 374 592 409 26 257 132 48 54 242 119 880 104 33 7
Perrigo Co. Com. Petrokazahstan Inc. Com. Petsmart Inc. Pharmion Corp. Com. Phillips Van Heusen Corp. Com Phoenix Footwear Group Inc. Co Phoenix Technology Ltd. Com.	38 1 27 20 . 5 Om. 1 26	613 2 659 311 96 7 221
Photon Dynamics Inc. Com. Photronics Inc. Com. Pier 1 Imports Inc. Com.	6 6 12	237 110 260

•	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd) Pioneer Nat. Res. Co.	87	2,849
Plantronics Inc.	6	194
Plato Learning Inc. Com.	1	7
Pocahontas Bancorp Inc. Com.	1	2
Polycom Inc.	51	966
Pomeroy IT Solutions Inc.	1	18
Powell Inds. Inc. Com.	1	12
Power Integrations Inc.	9	312
Precision Castparts Corp.	9	411
Prentiss PPTYS TR Sh. Ben. Int.		
Com.	2	75
Pride Int'l. Inc. Com.	13	245
Prime Hospitality Corp. Com.	27	285
Princeton Review Inc. Com.	103	1,024
Printronix Inc. Com.	4	66
Priority Healthcare Corp. B	11	264
Proquest Co. Com.	29	847
Provident Finl. Group Inc. Com.	15	477
Provident Finl. Hldgs. Inc. Com		158
Psychiatric Solutions Inc. Com.	10	192
Pxre Group Ltd.	1	5
QAD Inc. Com.	1	2
Q E P Inc. Com.	1 8	13 229
Quaker Chem. Corp. Com.	9	174
Quality Distr. Inc. FLA Com. Quest Software Inc. Com.	42	607
Quicklogic Corp. CDT-Com.	6	29
R & B Inc.	6	96
R & G Financial	5	209
RCM Technologies Inc. Com. New	1	1
RC2 Corp. Com.	2	32
RGC Res. Inc. Com.	_ 1	32
RLI Corp.	7	267
Radio One Inc. CL A	20	403
Radio One Inc. CL D	25	490
Ralcorp Hldgs. Inc. New Com.	3	98
Range Res. Corp. Com.	15	145
Rayovac Corp. Com.	23	482
Readers Digest Assn. Inc. Com.	16	238

Description 	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Red Hat Inc. Com.	19	355
Redenvelope Inc. Com.	7	117
Regal Beloit Corp.	4	94
Regis Corp. Minn.	18	702
Remec Inc. Com.	24	204
Rent A Ctr. Inc. New Com.	12	351
Resmed Inc.	24	1,006
Resource Amer. Inc. New	10	147
Resources Connection Inc. Com.	7	207
Respironics Inc. Com.	10	476
Restoration Hardware Inc. Com.	22	106
Retek Inc. Com.	28	271
Reynolds & Reynolds Co. CL A	37	1,084
Richardson Electrs. Ltd.	1	6
Riggs Natl. Corp. Wash DC Com.	7	126
Robert Half Intl. Inc. Com.	41	937
Rowan Cos. Inc. Com.	15	358
Ruddick Corp. Com.	15	265
Rush Enterprises Inc. CL A	6	56
Rush Enterprises Inc. CL B	6	57
Russ Berrie & Co. Inc. Com.	7	234
Russell Corp.	59	1,047
Ryanair Holdings PLC	16	791
Ryans Family Steak Houses Inc.		
Com.	40	621
Ryder Sys Inc. Com.	26	891
Ryerson Tull Inc. Com.	2	25
Ryland Group Inc.	4	341
SBS Technologies Inc.	7	101
SCPIE Hldgs. Inc. Com.	2	20
SEI Investment Co. Com.	8	247
SJW Corp.	1	45
SL Green Realty Corp.	2	90
SL Inds. Inc.	1	2
SPSS Inc.	6	111
SM & A Inc.	1	11
ST Mary Ld. & Expl. Co.	1	32
Sandisk Corp.	15	935
Sanfilippo John B. & Son Inc.	5	243

Description 	Principal Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd) Sauer-Danfoss Inc. Savient Pharmaceuticals Inc. Com. Schein Henry Inc. Com. Schein Henry Inc. Com. Scholastic Corp. Com. School Specialty Inc. Com. Schulman A Inc. Com. Sea Containers Ltd. CL A Seaboard Corp. Del. Seacoast Finl. Svcs. Corp. Com Security Cap. Corp Del. CL A No Security Natl. Finl. Corp. CL A New Select Med. Corp. OC Com. Selective Ins. Group Inc. Com. Semtech Corp. Service Corp. Intl. Com. Sharper Image Corp. Sherwin Williams Co. Com. Shuffle Master Inc. Siebel Sys. Inc. Silicon Laboratories Inc. OC Co Silicon Storage Technology Inc Sirva Inc. Com. Skyline Corp. Skillsoft Pub. Ltd. Co. Smith Intl. Inc. Com. Sonap On Inc. Com. Sola Intl. Inc. Com. Sonesta Intl. Hotel Corp. Sothebys Hldgs. Inc. CL A Ltd. South Finl. Group Inc. Com. South Jersey Ind. Southern Mo. Bancorp Inc. Com.	2 7 4 12 20 1 1 1 1 1 1 22 1 8 33 2 15 12 8 33 0m. 11 . 35 12 8 33 0m. 11 . 35 12 12 13 82 20 3 82 20 3 5 1 22 10 1 1	8 10 41 450 269 390 670 2 7 56 6 7 5364 13 175 4 15 50 496 187 267 457 468 388 228 121 697 847 100 86 6 313 280 16 19
Southern Peru Copper Corp. Southwest Bancorp Tex. Inc. Co	7 m. 5	332 205

<b>-</b>	Principal Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd) Southwestern Energy Co. Com. Span Amer. Med. Sys. Inc. Sparton Corp. Spectralink Corp. Spectralink Corp. Sport Chalet Inc. Stage Stores Inc. Com. New Standard Microsystems Corp. Standex Intl. Corp. Com. Startek Inc. Com. Station Casinos Inc. Steiner Leisure Ltd. Stepan Chem. Co. Com. Stericycle Inc. Com. Stericycle Inc. Com. Stericycle Inc. Com. Sterling Finl. Corp/Spokane Stewart Information Svcs. Corp. Stifel Finl. Corp. Storage Technology Corp. Com. Stratex Networks Inc. Com. Stratus PPTYS Inc. Com. New Strayer Ed. Inc. Stride Rite Corp. Com. Sungard Data Sys. Inc. Com. Sungard Data Sys. Inc. Com. Superior Uniform Group Inc. Com. Sybase Inc. Com. Sylvan Learning Sys. Inc. Com. Sylvan Learning Sys. Inc. Com. Symmetricom Inc. Synalloy Corp. Systemax Inc. Com. Systemax Inc. Com. Systems & Computer Technology TBC Corp. TEL Offshore TR Unit Ben. Int. THQ Inc. TRC Cos. Inc. TTM Technologies Inc. Com. Talbots Inc. Technical Olympic USA Inc. Com.	5 3 16 3 5 4 4 23 10 5 3 17 5 5 1 41 30 1 4 13 16 23 3 67 55 8 1 1 9 8 1 9 8 1 9 8 1 9 8 9 9 9 8 9 9 9 8 9 9 9 9 9 9 9 9 9 9 9 9 9	121 31 28 323 26 148 108 122 983 294 71 82 817 167 198 18 1,063 130 1 389 148 456 1,175 51 1,395 1,610 56 2 1 139 212 1 137 84 52 186 41
Technitrol Inc. Technology Solutions Co. Tecumseh Prods. Co. CL B Com.	3 24 6	65 30 262

•	Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Teekay Shipping Corp. Com.	17	984
Tekelec Com.	8	120
Tektronix Inc. Com.	6	193
Teleflex Inc. Com.	15	728
Telephone & Data Sys. Inc. Com.	54	3,386
Telik Inc. Com.	8	181
Tempur Pedic Intl. Inc. Com.	3	44
Teradyne Inc. Com.	24 30	613 141
Terayon Communication Sys. Com. Terex Corp. New	5	136
Tesoro Pete Corp.	3	41
Tetra Technologies Inc. Del. Co	_	248
Tetra Tech. Inc. New	33	829
Tesma Intl. Inc. CL A	1	5
Texas Cap. Bancshares Inc. Com.		240
3Com Corp. Com.	23	188
Tidewater Inc. Com.	8	248
Timco Aviation Svcs. Inc.	1	Θ
Time Warner Telecom Inc. CL A C	om. 24	244
Tommy Hilfiger Corp. Com.	38	553
Torch Offshore Inc. Com.	5	29
Toro Co.	1	47
Tractor Supply Co.	12	475
Trans World Entmt. Corp.	6	48
Transaction Sys. Architects Inc	3	70
Transmontaigne Inc. Com.	11	70
Trimble Nav. Ltd.	13	489
Trizec Properties Inc. Com.	153	2,373
Trover Solutions Inc. Com.	1	-, -: - 6
Tufco Technologies Inc.	1	7
UICI	1	9
UMB Finl. Corp.	12	591
US Concrete Inc. Com.	1	1
US Xpress Enterprises Inc. CL A	4	54
US Oncology Inc. Com.	23	249
Ultimate Electrs. Inc.	7	53
Ultra Pete Corp.	1	18
Ultratech Inc. Com.	8	235
Unionbancorp Inc.	1	4
United Cmnty Finl. Corp. OH Com	. 1	7

	Amount or hares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
United Fire & Casualty	4	144
United Rentals Inc. Com.	10	199
United States Cellular Corp.	2	58
United Stationers Inc. Com.	16	678
United Surgical Partners Intl.		
Inc. Com.	9	290
Universal Fst. Prods. Inc.	3	86
Unova Inc. Com.	10	229
Ut Starcom Inc. Com.	9	340
VCA Antech Inc. Com.	5	146
Vail Bks. Inc. OC Com.	3	38
Vail Resorts Inc. Com.	1	10
Valeant Pharmaceuticals Intl. Co	m. 35	900
Valueclick Inc. Com.	30	277
Valuevision Media Inc. CL A	9	157
Vans Inc. Com.	4	45
Varco International Inc. Com.	16	333
Varian Inc. Com.	6	241
Varian Semiconductor Equipment		
Assocs. Inc.	19	853
Variflex Inc.	1	1
Veeco Instrs. Inc. Del. Com.	11	305
Ventiv Health Inc. Com.	30	273
Verisign Inc. Com.	12	188
Viad Corp. Com.	39	982
Viasys Healthcare Inc. Com.	3	62
Vicuron Pharmaceuticals Inc.	16	304
Village Super Mkt. Inc. CL A		
New	1	37
Virologic Inc. OC Com.	8	31
Vishay Intertechnology Inc. Com.	92	2,104
Vistacare Inc. CL A	17	599
Visx Inc. Del.	7	159
Vitalworks Inc. Com.	132	611
Vivendi Universal New	189	4,549
Volt Information Sciences Inc.	3	66
WFS Financial Inc.	1	57
WH Energy Svcs. Inc. Com.	12	198
WSFS Finl. Corp.	2	93

Total

\$320,789 ======

# EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003 (in thousands)

Description 	Principal Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
Common Stocks (Cont'd)		
Wabash Natl. Corp. Ćom.	4	131
Wabtec Com.	7	127
Wainwright Bk. & TR Co. Boston	n	
Mass	4	62
Warnaco Group Inc. Com. New	25	411
Washington Bkg. Co. Oak HBR		
Wash Com.	1	12
Waste Mgmt. Inc. Del. Com.	130	3,827
Water Pik Technologies Inc. Co		13
Watsco Inc. CL B Conv.	1	2
Webex Commns Inc. Com.	8	160
Weight Watchers Intl. Inc. Cor		
New	12	439
Wells Finl. Corp.	1	32
Wesco Finl. Corp.	1	36
West Corp. Com.	1	12
West Pharmaceutical Svcs. Inc		-
Com.	1	7
Westar Energy Inc. Com.	1	12
Westcorp.	6	223
Western Wireless Corp. CL A Westwood One Inc. Com.	22 23	402 777
Wet Seal Inc. CL A Com.	23 18	180
Whole Foods Mkt. Inc.	9	589
Wild Oats Mkts. Inc.	15	192
Wiley John & Sons Inc. CL A	10	268
Williams Clayton Energy Inc.	2	54
Williams Sonoma Inc. Com.	8	287
Willis Lease Fin. Corp.	4	31
Winston Hotels Inc. Com.	6	61
Xicor Inc.	25	289
Yellow Roadway Corp. Com.	55	2,008
York Intl Corp. New Com.	19	<sup>′</sup> 720
Yum Brands Inc. Com.	105	3,615
Zale Corp. New Com.	14	750
Zapata Corp. Com.	1	11
Zebra Technologies Corp. CL A	15	999
Zoran Corp.	10	182
Zoll Med. Corp.	5	190
<b>-</b>		<b>****</b>

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#### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003

(in thousands)

Description 	Principal Amount or Shares/Units	Current Value
SIP MANAGED SMALLER STOCK FUND (Cont'd)		
U.S. Government Securities	400	\$ 399 ======
**Common/Collective Trusts TBC Inc. Daily Liquidity Fund	\$12,388	\$ 12,388 ======
MFS INSTITUTIONAL RESEARCH FUND - Mutual fund		
MFS Institutional Tr Research Fund	846	\$ 7,546 ======
PUTNAM VOYAGER FUND - Mutual fund		
Putnam Voyager Fund Inc. CL	1,774	\$ 28,920

\*\* Parties-in-interest

Description 	Amount or Shares/Units	Current Value
COHEN & STEERS REALTY FUND - Mutual fund		
Cohen & Steers Realty Shares Fund Com.	679	\$ 37,978 ======
FIRST EAGLE FUND OF AMERICA - Mutual fund		
First Eagle Funds Inc. First Eagle Fd. Amer. CL	1,608	\$ 38,570 ======
**T. ROWE PRICE BLUE CHIP GROWT FUND - Mutual fund	н	
T. Rowe Price Blue Chip Growth Fund Inc. Com.	2,057	\$ 58,467 ======
**T. ROWE PRICE NEW ERA FUND - Mutual fund		
T. Rowe Price New Era Fund Inc. Com.	427	\$ 11,694 ======
**T. ROWE PRICE SCIENCE & TECHNOLOGY FUND - Mutual fund		
T. Rowe Price Science & Tech. Fund Inc. Cap. Stk.	6,081	\$114,448

<sup>\*\*</sup> Parties-in-interest

Schedule I

\$ 16,742 ======

(Cont'd)

# EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003 (in thousands)

Principal

Description S	Amount or Shares/Units	Current Value
MORGAN STANLEY INSTITUTIONAL INT'L EQUITY FUND - Mutual fund  Morgan Stanley Institutional Fund Inc. Intl. Equity Portfolio CL		\$ 57,685 ======
NON-US INTERNATIONAL STOCK FUND - Common/collective trust		
Common/Collective Trusts		
Aim Int'l. CL Fund	2,000	\$ 27,782 ======
ARTISAN INTERNATIONAL FUND - Mutual fund		
Artisan Funds Inc. International Fund	934	\$ 17,571 ======
TEMPLETON DEVELOPING MARKETS FUND - Mutual fund		

Templeton Developing Mkts. Tr 1,121

Schedule I

(Cont'd)

PARTICIPANT LOANS

#### EASTMAN KODAK EMPLOYEES' SAVINGS AND INVESTMENT PLAN SCHEDULE OF ASSETS (HELD AT END OF YEAR) December 30, 2003 (in thousands)

(in thousands)					
Description 	Principal Amount or Shares/Unit		Current Value		
TURNER MIDCAP GROWTH EQU - Mutual Fund	JITY FUND				
Turner Funds Midcap Fund CL	Instl 950		\$ 20,982 ======		
BATTERYMARCH SMALL CAP E - Mutual Fund	QUITY FUND				
Lm Instl Fund Adv II Inc Batterymarch US Sm Cap			\$ 2,403 ======		
PIMCO OPPORTUNITY FUND - Fund	Mutual				
Pimco Funds Multi Manage Opportunity Fund Instl			\$ 19,602 ======		
MFS INTERNATIONAL NEW DIFUND - Mutual Fund	SCOVERY				
MFS Ser Tr V Intl. New Discovery Fund CL	730		\$ 13,316 ======		
AMERICAN CENTURY EMERGIN FUND - Mutual Fund	IG MARKETS				
American Century World M Funds Inc. Emerging Mk			\$ 17,838 ======		
Current	Maturit	y Interest			
Description	Dates 				

Participant Loans	2003-2007	4.00%-9.5%	\$ 59,029 ======
Total Plan Investments			\$6,104,075

#### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Administrative Committee of the Eastman Kodak Employees' Savings and Investment Plan has caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

Eastman Kodak Employees' Savings and Investment Plan

By: /s/ Robert H. Brust

Robert H. Brust

Date: June 1, 2004

#### CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in the Registration Statement of Eastman Kodak Company on Form S-8 (No. 333-43524) of our report, dated May 21, 2004, relating to the financial statements of Eastman Kodak Employees' Savings and Investment Plan, which appears in this Annual Report on Form 11-K.

Respectfully Submitted,

/s/ Insero, Kasperski, Ciaccia & Co., P.C. Insero, Kasperski, Ciaccia & Co., P.C. Certified Public Accountants

Rochester, New York June 1, 2004

#### CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statement on Form S-8 (No. 333-43524) of Eastman Kodak Company of our report dated June 20, 2003 relating to the financial statements of Eastman Kodak Employees' Savings and Investment Plan, which appears in this Form 11-K.

/s/ PricewaterhouseCoopers LLP PricewaterhouseCoopers LLP

Rochester, New York May 28, 2004