

# GENWORTH FINANCIAL INC

## FORM 13F-HR (Form 13F Holdings Report)

Filed 11/02/07 for the Period Ending 09/30/07

Address	6620 WEST BROAD STREET RICHMOND, VA 23230
Telephone	804-281-6000
CIK	0001276520
Symbol	GNW
SIC Code	6311 - Life Insurance
Industry	Insurance (Life)
Sector	Financial
Fiscal Year	12/31

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

**Form 13F**

**FORM 13F COVER PAGE**

Report for the Calendar Year or Quarter Ended: September 30, 2007

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

Form 13F File Number: 28-11523

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

**Person Signing this Report on Behalf of Reporting Manager:**

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

**Signature, Place, and Date of Signing:**

<i>/s/ Patricia Merrill</i>	<i>Richmond, VA</i>	<i>November 2, 2007</i>
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<i>[Signature]</i>	<i>[City, State]</i>	<i>[Date]</i>

**Report Type (Check only one.):**

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

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

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

List of Other Managers Reporting for this Manager: NONE

# FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	1
Form 13F Information Table Entry Total:	574 lines
Form 13F Information Table Value Total:	2,464,982 (thousands)

## List of Other Included Managers:

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

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

**FORM 13F INFORMATION TABLE**

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8		
							VOTING AUTHORITY		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED NONE
3M Company	COM	88579Y101	35,481	379,147	SH		01	379,147	
ABB Ltd ADR	SPONSORED ADR	000375204	20,367	776,464	SH		01	776,464	
Abraxis Bioscience Inc	COM	00383E106	50	2,186	SH		01	2,186	
Accenture Ltd	CL A	G1150G111	2	56	SH		01	56	
Ace Ltd Ord Shs	COM	G0070K103	1	16	SH		01	16	
Actuant Corp Cl A New	NEW	00508X203	85	1,315	SH		01	1,315	
Adapttec Inc	COM	00651F108	6,666	1,745,088	SH		01	1,745,088	
Advanced Micro Device	ADR	007903107	1	51	SH		01	51	
Advantage Energy Inc Fd Tr Unit	TR UNIT	00762L101	90	7,324	SH		01	7,324	
Aeropostale Inc.	COM	007865108	1,728	90,676	SH		01	90,676	
AES Corporation	COM	00130H105	8,194	408,862	SH		01	408,862	
Aetna Inc	COM	00817Y108	4	67	SH		01	67	
Affiliated Computer Svcs Inc Cl A	CL A	008190100	1	22	SH		01	22	
Affiliated Managers Group	COM	008252108	4	28	SH		01	28	
Aflac Inc	COM	001055102	27,053	474,274	SH		01	474,274	
AGCO Corporation	ADR	001084102	3	66	SH		01	66	
ALASKA AIR GROUP INC	COM	011659109	2	100	SH		01	100	
Alcan Aluminium Ltd	ADR	013716105	1	8	SH		01	8	
Alcoa Inc	COM	013817101	6,238	159,466	SH		01	159,466	
Alexander & Balwin	COM	014482103	2,271	45,302	SH		01	45,302	
Allegheny Energy Inc	COM	017361106	1,260	24,117	SH		01	24,117	
Allergan Inc	COM	018490102	264	4,102	SH		01	4,102	
Alliance New York Muni Income Fund	COM	018714105	621	44,845	SH		01	44,845	
Allianz SE	ADR	018805101	1	54	SH		01	54	
Allstate Corporation	COM	020002101	3	55	SH		01	55	
Altera Corp	ADR NEW	021441100	1	43	SH		01	43	
Altria Group Inc	COM	02209S103	16,817	241,861	SH		01	241,861	
AMB Property Corp.	COM	00163T109	65	1,084	SH		01	1,084	
AMBAC Financial Group	COM	023139108	4,375	69,550	SH		01	69,550	
America Movil SAB DE CV ADR L Shares	SHS	02364W105	5,303	82,853	SH		01	82,853	
American Axle & Manufacturing	COM	024061103	16,325	646,520	SH		01	646,520	
American Capital Strategies Ltd	COM	024937104	1	29	SH		01	29	
American Electric Power	COM	025537101	9,517	206,528	SH		01	206,528	
American Equity Inv Life Holding Co	COM	025676206	94	8,789	SH		01	8,789	

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							VOTING AUTHORITY		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED NONE
American Express Co	COM	025816109	20,498	345,265	SH		01	345,265	
American International Group Inc	COM	026874107	18,140	268,138	SH		01	268,138	
American National Ins	COM	028591105	197	1,494	SH		01	1,494	
American Standard Co	COM	029712106	1	31	SH		01	31	
Ameriprise Financial Inc	COM	03076C106	7,975	126,372	SH		01	126,372	
Amerisafe Inc	COM	03071H100	60	3,626	SH		01	3,626	
Amgen Inc	COM	031162100	1	10	SH		01	10	
Anadarko Petroleum	COM	032511107	16	306	SH		01	306	
Analog Devices Inc	CA INSD MUN TR	032654105	1	22	SH		01	22	
Anglo American PLC	DDED	03485P201	7,141	213,497	SH		01	213,497	
AngloGold Ashanti ADR	SPONSORED ADR	035128206	1	30	SH		01	30	
Anheuser Busch Co	COM	035229103	2	35	SH		01	35	
Ansys Inc	COM	03662Q105	2,905	85,007	SH		01	85,007	
AOL Time Warner Inc.	COM	887317105	7,872	428,783	SH		01	428,783	
Apollo Group Inc	CL A	037604105	1	9	SH		01	9	
Apple Inc.	COM	037833100	284	1,850	SH		01	1,850	
Applied Materials	CAROLNA GP STK	038222105	6	279	SH		01	279	
Aquila Inc.	COM	03840P102	618	154,116	SH		01	154,116	
Archstone-Smith Trust	COM	039583109	314	5,213	SH		01	5,213	
Argo Group Intl	DDED	G0464B107	9,689	222,695	SH		01	222,695	
Arkansas Best Corp Del	COM	040790107	8,494	260,081	SH		01	260,081	
Arris Group Inc	COM	04269Q100	3,194	258,599	SH		01	258,599	
Arthocare Corp	COM	043136100	2,371	42,426	SH		01	42,426	
ASA Limited	COM	G3156P103	0	4	SH		01	4	
Asia Pacific Fund Closed	COM	044901106	1	44	SH		01	44	
ASM Lithography Holding	SHS	N07059111	2	49	SH		01	49	
Asta Funding Inc	COM	046220109	98	2,550	SH		01	2,550	
AstraZeneca PLC	SPONSORED ADR	046353108	17,349	346,488	SH		01	346,488	
AT & T Inc new	COM	00206R102	10	228	SH		01	228	
ATHEROS COMMUNICATIONS INC	COM	04743P108	86	2,864	SH		01	2,864	

AU Optronics Corp ADR	ADR	002255107	309	18,252 SH	Sole	01	18,252
Autodesk Inc	COM	052769106	7	150 SH	Sole	01	150
Automatic Data Proc	COM	053015103	7,775	169,273 SH	Sole	01	169,273
AvalonBay Communities Inc	COM	053484101	286	2,426 SH	Sole	01	2,426
AXA UAP Spons ADR	SPONSORED ADR	054536107	14,244	319,299 SH	Sole	01	319,299
Axcelis Technologies	COM	054540109	5,154	1,008,514 SH	Sole	01	1,008,514
Banco Bradesco ADR	NEW	059460303	6,905	235,117 SH	Sole	01	235,117
Banco Itau Hldg Fin S A	PFD	059602201	314	6,204 SH	Sole	01	6,204
Banco Santander S.A.	ADR	05964H105	10	505 SH	Sole	01	505
Bank of America Corp	COM	060505104	29	569 SH	Sole	01	569

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Bank of New York Mellon Corp	DDED	064058100	11,061	250,595	SH		Sole	01	250,595		
BankUnited Financial Corp	CL A	06652B103	44	2,849	SH		Sole	01	2,849		
Baxter International Inc.	COM	071813109	19,045	338,403	SH		Sole	01	338,403		
Becton Dickinson & Co	COM	075887109	8,108	98,822	SH		Sole	01	98,822		
Bed Bath & Beyond	COM	075896100	1	18	SH		Sole	01	18		
BHP Billiton Limited	CL A	088606108	23,039	293,122	SH		Sole	01	293,122		
BJ's Wholesale Club	COM	05548J106	2,299	69,342	SH		Sole	01	69,342		
BlackRock FL Ins Muni Inc Tr	COM	09250G102	24	1,707	SH		Sole	01	1,707		
BlackRock Florida Muni 2020 Term Trust	COM SHS	09250M109	23	1,723	SH		Sole	01	1,723		
BlackRock Mini Hldgs New York Ins Fund	COM	09255C106	631	46,467	SH		Sole	01	46,467		
BlackRock Muni CA Insured	COM	09254N103	1,456	109,705	SH		Sole	01	109,705		
BlackRock Muni NY Intermed Dur Fund	DDED	09255F109	1,111	83,432	SH		Sole	01	83,432		
Blackrock Muni Yield Fla Inc	COM	09254R104	13	951	SH		Sole	01	951		
BlackRock Muniyld CA Fund Inc	DDED	09254M105	1,389	104,341	SH		Sole	01	104,341		
BlackRock NY Muni Income Trust II	COM	09249R102	1,196	82,091	SH		Sole	01	82,091		
Blount International Inc	COM	095180105	9,659	850,290	SH		Sole	01	850,290		
Boston Properties, Inc.	COM	101121101	369	3,548	SH		Sole	01	3,548		
Bowne & Co Inc	COM	103043105	11,192	671,816	SH		Sole	01	671,816		
BP AMOCO PLC	CL A	055622104	1	11	SH		Sole	01	11		
Brandywine Realty Trust	SH BEN INT NEW	105368203	87	3,433	SH		Sole	01	3,433		
Brasil Distr Pao Acu SP ADR	COM	20440T201	1	29	SH		Sole	01	29		
Briggs & Stratton Corp	COM	109043109	12,719	505,142	SH		Sole	01	505,142		
Bristol Myers- Squibb	COM	110122108	5,625	195,173	SH		Sole	01	195,173		
British American Tobacco	SPONSORED ADR	110448107	15,954	221,651	SH		Sole	01	221,651		
Broadcom Corp Cl A	CL A	111320107	254	6,973	SH		Sole	01	6,973		
Brookdale Sr Living Inc	COM	112463104	90	2,261	SH		Sole	01	2,261		
Brookfield PPTYS	COM	112900105	222	8,913	SH		Sole	01	8,913		
Build-A-Bear Workshop Inc.	COM	120076104	49	2,750	SH		Sole	01	2,750		
C R Bard Inc NJ	COM	067383109	13,142	149,022	SH		Sole	01	149,022		
Camden Property Trust	SH BEN INT	133131102	206	3,210	SH		Sole	01	3,210		
Campbell Soup Co	COM	134429109	4	97	SH		Sole	01	97		
Canadian Pacific Railway	COM	13645T100	3	43	SH		Sole	01	43		
Canon Inc ADR	ADR	138006309	13,770	253,647	SH		Sole	01	253,647		
Caterpillar Inc	COM	149123101	4,344	55,381	SH		Sole	01	55,381		
CBS Corporation	CL B	124857202	3	108	SH		Sole	01	108		
Celanese Corp Del Com Ser A	ER A	150870103	4,895	125,588	SH		Sole	01	125,588		
Centene Corp Del	COM	15135B101	73	3,414	SH		Sole	01	3,414		
CenterPoint Energy	CL A	15189T107	1	63	SH		Sole	01	63		
Century Aluminum Co	COM	156431108	96	1,830	SH		Sole	01	1,830		
Cerner Corporation	COM	156782104	87	1,461	SH		Sole	01	1,461		

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CGI Group Inc	CL A SUB VTG	39945C109	22,799	1,999,909	SH		Sole	01	1,999,909		
Charles Schwab Corp	COM	808513105	12	550	SH		Sole	01	550		
Chattem, Inc.	COM	162456107	2,863	40,592	SH		Sole	01	40,592		
Check Point Software Tech	ORD	M22465104	0	17	SH		Sole	01	17		
Chesapeake Energy Corporation	CL A	165167107	3	84	SH		Sole	01	84		
Chevron Corp	COM	166764100	51	550	SH		Sole	01	550		
China Life Insurance Co Ltd ADR	SPON ADR REP H	16939P106	283	3,279	SH		Sole	01	3,279		
China Mobile Limited	ADR	16941M109	372	4,539	SH		Sole	01	4,539		
China Petroleum and Chemical Corp	SPON ADR H SHS	16941R108	1	6	SH		Sole	01	6		
China Telecom Corp ADR H Shares	CL A SUB VTG	169426103	1	18	SH		Sole	01	18		
Chung HWA Telecom Co Ltd	CL B	17133Q205	1	31	SH		Sole	01	31		
CIGNA Corporation	COM	125509109	2	39	SH		Sole	01	39		
Cincinnati Bell Inc	COM	171871106	4	800	SH		Sole	01	800		
Cisco Systems Inc	COM	17275R102	14,811	447,054	SH		Sole	01	447,054		
CIT Group Inc.	COM	125581108	1	20	SH		Sole	01	20		
Citigroup Inc	COM	172967101	8,753	187,541	SH		Sole	01	187,541		
Clear Channel Communications	CL B	184502102	5	144	SH		Sole	01	144		
Cleco Corp	COM	12561W105	1,168	46,203	SH		Sole	01	46,203		
Cleveland-Cliffs Inc.	COM	185896107	75	848	SH		Sole	01	848		
CME Group, Inc	DDED	12572Q105	277	471	SH		Sole	01	471		
CMS Energy Corp	COM	125896100	1,141	67,848	SH		Sole	01	67,848		
CNOOC Limited	SPONSORED ADR	126132109	387	2,327	SH		Sole	01	2,327		
Coca Cola Femsa ADR	CL B NEW	191241108	10	238	SH		Sole	01	238		
Coca-Cola Company	COM	191216100	1	19	SH		Sole	01	19		
Coca-Cola Hellenic Bottling Co	ADR	1912EP104	6,174	105,531	SH		Sole	01	105,531		
Colgate- Palmolive Company	COM	194162103	7,973	111,796	SH		Sole	01	111,796		
Columbus McKinnon Corp	COM	199333105	66	2,634	SH		Sole	01	2,634		

Comcast Corp Class A	CL A	20030N101	8,196	338,956 SH	Sole	01	338,956
Comcast Corp Class A Special	SPL	20030N200	5,482	228,797 SH	Sole	01	228,797
Companhia Vale Do Rio Doce	ADR	204412209	8,947	263,702 SH	Sole	01	263,702
Compania Cervecerias Unidas ADR	SPONSORED ADR	204429104	6,121	158,982 SH	Sole	01	158,982
Compania de Minas Buenaventu ADR B Shs	SPONSORED ADR	204448104	1	13 SH	Sole	01	13
CompuCredit Corp.	COM	20478N100	73	3,357 SH	Sole	01	3,357
Comtech Telecom Corp	COM NEW	205826209	111	2,068 SH	Sole	01	2,068
ConAgra Inc.	COM	205887102	9,383	359,081 SH	Sole	01	359,081
Conseco Inc	EXP	208464BH9	2	2,000 SH	Sole	01	2,000
Constellation Energy	COM	210371100	7	76 SH	Sole	01	76
Convergys Corp	COM	212485106	19	1,100 SH	Sole	01	1,100
Cooper Companies	NEW	216648402	14,834	282,991 SH	Sole	01	282,991
Corning Incorporated	COM	219350105	7	270 SH	Sole	01	270





Gold Stk B	CL B	35671D857	22,708	216,494 SH	Sole	01	216,494
Fremont General Corp	COM	357288109	0	24 SH	Sole	01	24
Fresenius Med Care Aktiengesellschaft	ADR	358029106	5,783	108,984 SH	Sole	01	108,984
Frontier Oil Corp	COM	35914P105	3,306	79,386 SH	Sole	01	79,386
Genentech Inc	COM NEW	368710406	272	3,485 SH	Sole	01	3,485
General Cable Corp	COM	369300108	1	19 SH	Sole	01	19
General Dynamics	COM	369550108	21,275	251,865 SH	Sole	01	251,865
General Electric Co.	COM	369604103	7,366	177,933 SH	Sole	01	177,933
General Growth Properties Inc.	COM	370021107	106	1,969 SH	Sole	01	1,969
General Mills Inc	COM	370334104	180	3,105 SH	Sole	01	3,105
General Motors Corp	COM	370442105	36	984 SH	Sole	01	984
Genlyte Group Inc.	COM	372302109	2	31 SH	Sole	01	31
Genzyme Corp	COM	372917104	250	4,035 SH	Sole	01	4,035
Gilead Sciences Inc	COM	375558103	1	26 SH	Sole	01	26
Goldman Sachs Group	COM	38141G104	5	25 SH	Sole	01	25

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Goodrich Corporation	COM	382388106	3,857	56,534	SH		Sole	01	56,534		
Google Inc Class A	CL A	38259P508	432	762	SH		Sole	01	762		
Grant Prideco, Inc	COM	38821G101	1	16	SH		Sole	01	16		
Greater China Fund Closed End	COM	39167B102	2	53	SH		Sole	01	53		
Griffon Corporation	COM	398433102	4,817	318,977	SH		Sole	01	318,977		
Grupo Televisa SA DE CV ADR	ADR REP ORD	40049J206	3,813	157,757	SH		Sole	01	157,757		
GSI Commerce Inc	COM	36238G102	70	2,620	SH		Sole	01	2,620		
Gulfport Energy Corp	NEW	402635304	138	5,833	SH		Sole	01	5,833		
H&R Block Inc	COM	093671105	0	15	SH		Sole	01	15		
Halliburton Company	COM	406216101	2	47	SH		Sole	01	47		
Harley Davidson Inc	COM	412822108	1	26	SH		Sole	01	26		
Harman Intl Indust	COM	413086109	1	6	SH		Sole	01	6		
Harsco Corporation	COM	415864107	2,075	35,010	SH		Sole	01	35,010		
Hartford Financial Services Group	COM	416515104	4	45	SH		Sole	01	45		
Harvest Energy Trust	TR UNIT	41752X101	42	1,560	SH		Sole	01	1,560		
Healthcare Realty Trust Inc	COM	421946104	46	1,724	SH		Sole	01	1,724		
Hewlett- Packard Co	COM	428236103	67	1,345	SH		Sole	01	1,345		
Highwoods Properties Inc.	COM	431284108	105	2,864	SH		Sole	01	2,864		
Hilton Hotel Corp	COM	432848109	313	6,738	SH		Sole	01	6,738		
Hitachi Ltd	COM	433578507	67	1,012	SH		Sole	01	1,012		
Holdrs Pharmaceuticals	COM	71712A206	7	91	SH		Sole	01	91		
Honda Motor Co Ltd	COM	438128308	12,130	363,620	SH		Sole	01	363,620		
Host Hotels & Resort Inc	COM	44107P104	243	10,817	SH		Sole	01	10,817		
HSBC Holdings PLC	NEW	404280406	7	80	SH		Sole	01	80		
Hutchinson Technology	COM	448407106	4,025	163,608	SH		Sole	01	163,608		
IBM	COM	459200101	19	165	SH		Sole	01	165		
ICICI Bank LTD	SPONSORED ADR	45104G104	24,367	462,201	SH		Sole	01	462,201		
Idearc Inc	COM	451663108	12	375	SH		Sole	01	375		
IDEARC Inc.	Com	451663108	1	41	SH		Sole	01	41		
Illinois Tool Works	COM	452308109	8,511	142,708	SH		Sole	01	142,708		
Imperial Tobacco Group PLC	SPONSORED ADR	453142101	181	1,967	SH		Sole	01	1,967		
IMS Health Inc	COM	449934108	1	30	SH		Sole	01	30		
IndyMac Bancorp Inc	COM	456607100	18	771	SH		Sole	01	771		
Infosys Technologies Ltd.	ADR	456788108	301	6,227	SH		Sole	01	6,227		
ING Groep NV	SPONSORED ADR	456837103	22,283	502,890	SH		Sole	01	502,890		
Integrated Device Technology	COM	458118106	2	98	SH		Sole	01	98		
Intel Corp	COM	458140100	18	713	SH		Sole	01	713		
Intercontinental Exchange	COM	45865V100	257	1,692	SH		Sole	01	1,692		
International Paper Company	COM	460146103	32	892	SH		Sole	01	892		
Int'l Flavors and Fragrances	COM	459506101	17,234	326,030	SH		Sole	01	326,030		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	NONE
Intuitive Surgical Inc	COM	46120E602	223	968	SH		Sole	01	968		
Inventiv Health Inc	COM	46122E105	104	2,382	SH		Sole	01	2,382		
Invest Gr Muni	COM	461368102	5,005	368,026	SH		Sole	01	368,026		
Invitrogen Corp.	COM	46185R100	2,837	34,713	SH		Sole	01	34,713		
Iron Mountain Inc	COM	462846106	107	3,512	SH		Sole	01	3,512		
iShares Lehman 20+ Year Treasury Bd Fd	S BD	464287432	335	3,781	SH		Sole	01	3,781		
iShares Lehman Short Treasury Bond Fund	TREA	464288679	141	1,281	SH		Sole	01	1,281		
iShares Midcap Value	P VL	464287473	294	1,945	SH		Sole	01	1,945		
iShares Russell 1000 Growth	OGRW	464287614	70	1,134	SH		Sole	01	1,134		
iShares Russell 1000 Value	OVAL	464287598	169	1,967	SH		Sole	01	1,967		
iShares Russell 2000 Index	2000	464287655	33	413	SH		Sole	01	413		
iShares Russell 3000 Value Index	VALU	464287663	1	11	SH		Sole	01	11		
iShares S&P US Pref Stock Index Fund	IDX	464288687	1,310	27,813	SH		Sole	01	27,813		
iShares Tr Lehman 1-3 Year Treasury Bd	S BD	464287457	300,173	3,693,984	SH		Sole	01	3,693,984		
iShares Tr Msci Eafe Index Fund	IDX	464287465	15,439	186,939	SH		Sole	01	186,939		
iShares Tr MSCI Grw Idx	IDX	464288885	6	79	SH		Sole	01	79		
iShares Tr MSCI Value Index Fd	IDX	464288877	12	159	SH		Sole	01	159		
iSharesMSCI Japan Index	MSCI JAPAN	464286848	2	132	SH		Sole	01	132		
Jabil Circuit Inc	COM	466313103	2,021	88,480	SH		Sole	01	88,480		
Jack in the Box Corp	COM	466367109	4,536	69,959	SH		Sole	01	69,959		
Jakks Pacific Inc	COM	47012E106	26,585	995,322	SH		Sole	01	995,322		
Janus Capital Group Inc	COM	47102X105	4	131	SH		Sole	01	131		
JDS Uniphase Corp	.001	46612J507	0	0	SH		Sole	01	0		
JF China Region Fund Closed end	COM	46614T107	2	53	SH		Sole	01	53		
Johnson & Johnson	COM	478160104	20,764	316,042	SH		Sole	01	316,042		
Johnson Controls Inc	COM	478366107	14	115	SH		Sole	01	115		

Jones Lang Lasalle Inc	COM	48020Q107	1	12 SH	Sole	01	12
JP Morgan Chase & Co	COM	46625H100	35	772 SH	Sole	01	772
Kellogg	COM	487836108	8	137 SH	Sole	01	137
Kenexa Corp	COM	488879107	85	2,746 SH	Sole	01	2,746
Kforce Inc	COM	493732101	76	5,942 SH	Sole	01	5,942
Kilroy Realty Corp.	COM	49427F108	63	1,039 SH	Sole	01	1,039
Kimberly- Clark Corp	COM	494368103	84	1,196 SH	Sole	01	1,196
KLA-Tencor Corp	COM	482480100	1	17 SH	Sole	01	17
Knight Transportation	COM	499064103	2,267	131,738 SH	Sole	01	131,738
Kohl's Corporation	COM	500255104	7	122 SH	Sole	01	122
Koninklijke Philips Electronics	NEW	500472303	22,747	506,165 SH	Sole	01	506,165
Kookmin Bank ADR	SPONSORED ADR	50049M109	5,237	63,878 SH	Sole	01	63,878
Korea Equity Fund Closed End	COM	50063B104	1	80 SH	Sole	01	80
Korea Fund Closed End	COM	500634100	1	21 SH	Sole	01	21



Inc	Com	652526104	246	146,141 SH	Sole		146,141
NICE Systems LTD ADR	SPONSORED ADR	653656108	0	8 SH	Sole	01	8
NII Holdings Inc. Cl B	CL B NEW	62913F201	20,797	253,157 SH	Sole	01	253,157
Nike, Inc.	CL B	654106103	24,110	411,021 SH	Sole	01	411,021
Nippon Telephone	COM	654624105	10	443 SH	Sole	01	443
NiSource Inc	COM	65473P105	1	31 SH	Sole	01	31
Nissan Motor Ltd ADR	SPONSORED ADR	654744408	17,215	860,314 SH	Sole	01	860,314
Nobel Energy Inc	COM	655044105	4	61 SH	Sole	01	61
Nokia Corporation	SPONSORED ADR	654902204	32,453	855,598 SH	Sole	01	855,598
Northeast Utilities	COM	664397106	2,801	98,043 SH	Sole	01	98,043
Northern Trust Corp	COM	665859104	7	110 SH	Sole	01	110
Novartis AG	SPONSORED ADR	66987V109	18,784	341,778 SH	Sole	01	341,778
Novo-Nordisk A/S	COM	670100205	1	10 SH	Sole	01	10
NRG Energy Inc	COM NEW	629377508	8,773	207,440 SH	Sole	01	207,440
NTELOS Holdings Corp	COM	67020Q107	4,317	146,525 SH	Sole	01	146,525
NTT DoCoMo Inc Spons ADR	ADR	62942M201	15,618	1,096,784 SH	Sole	01	1,096,784
Nuveen Fl Qual Inc Muni Tr	COM	670978105	22	1,674 SH	Sole	01	1,674

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Nuveen Mult- Strategy Income & Growth FD 2	SHS	67073D102	2,005	165,702	SH		Sole	01	165,702		
Nuveen Mult- Strategy Income & Growth Fund	COM	67073B106	2,017	168,046	SH		Sole	01	168,046		
Old Republic Int'l	COM	680223104	116	6,194	SH		Sole	01	6,194		
Oracle Corporation	COM	68389X105	26,261	1,212,969	SH		Sole	01	1,212,969		
O'Reilly Automotive, Inc.	COM	686091109	2,235	66,898	SH		Sole	01	66,898		
Orix Corp	SPONSORED ADR	686330101	9	82	SH		Sole	01	82		
Overseas Shipholding Group Inc	COM	690368105	1	13	SH		Sole	01	13		
Owens- Illinois Inc	NEW	690768403	19,310	465,868	SH		Sole	01	465,868		
OYO Geospace Corp	COM	671074102	114	1,228	SH		Sole	01	1,228		
Paine Webber Insured Muni Income Fund	COM	45809F104	4,999	381,625	SH		Sole	01	381,625		
Pall Corporation	COM	696429307	17,116	439,997	SH		Sole	01	439,997		
Pengrowth Emery Tr Units Cl A	NEW	706902509	137	7,267	SH		Sole	01	7,267		
PepsiCo Inc	COM	713448108	22,454	306,503	SH		Sole	01	306,503		
Perficient Inc	COM	71375U101	82	3,738	SH		Sole	01	3,738		
Petroleo Brasileiro	SPONSORED ADR	71654V408	31,471	416,830	SH		Sole	01	416,830		
Pfizer Inc	COM	717081103	21	845	SH		Sole	01	845		
PG&E Corporation	COM	69331C108	1,600	33,472	SH		Sole	01	33,472		
Philippine Long Dist Telephone Co	SPONSORED ADR	718252604	8,029	124,786	SH		Sole	01	124,786		
Phillips-Van Heusen Corp	COM	718592108	3,431	65,382	SH		Sole	01	65,382		
Pilgrims Pride Corp	COM	721467108	1	18	SH		Sole	01	18		
Pimco Municipal Advantage Fund	ADDED	722015104	5,103	390,708	SH		Sole	01	390,708		
Pitney Bowes Inc	COM	724479100	192	4,236	SH		Sole	01	4,236		
Plum Creek Timber Co	COM	729251108	0	9	SH		Sole	01	9		
PMI Group Inc	COM	69344M101	2,487	76,054	SH		Sole	01	76,054		
Polaris Inds Inc	COM	731068102	0	10	SH		Sole	01	10		
Popular, Inc.	COM	733174106	9,475	771,565	SH		Sole	01	771,565		
POSCO ADR	COM	693483109	332	1,857	SH		Sole	01	1,857		
PPL Corporation	COM	69351T106	1,758	37,963	SH		Sole	01	37,963		
Praxair Inc	COM	74005P104	25,532	304,824	SH		Sole	01	304,824		
Procter & Gamble Co	COM	742718109	39,210	557,430	SH		Sole	01	557,430		
ProLogis Trust	SH BEN INT	743410102	449	6,761	SH		Sole	01	6,761		
Provident Energy Tru st	TR UNIT	74386K104	152	11,996	SH		Sole	01	11,996		
Prudential PLC	ADR	74435K204	11	350	SH		Sole	01	350		
Prudential PLC 6.5% Exchg Perp	.50%	G7293H189	147	6,367	SH		Sole	01	6,367		
Public Service Ent Group	COM	744573106	1,015	11,538	SH		Sole	01	11,538		
Public Storage	COM	74460D109	251	3,191	SH		Sole	01	3,191		
Publicis Groupe S.A.	ADR	74463M106	16,596	403,305	SH		Sole	01	403,305		
Puget Energy Inc	COM	745310102	213	8,723	SH		Sole	01	8,723		
Putnam Invest Gr Mun Tr	COM	746805100	3,393	352,696	SH		Sole	01	352,696		
Putnam Managed Mun Income Tr	COM	746823103	2,242	308,322	SH		Sole	01	308,322		

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Qualcomm Inc	COM	747525103	214	5,071	SH		Sole	01	5,071		
Quest Diagnostics Inc	COM	74834L100	2	31	SH		Sole	01	31		
Qwest Communications Intl	COM	749121109	5	600	SH		Sole	01	600		
Radian Group Inc	COM	750236101	1	37	SH		Sole	01	37		
Radware Ltd	ORD	M81873107	0	18	SH		Sole	01	18		
Regal Entertainment Group	CL A	758766109	35	1,594	SH		Sole	01	1,594		
Regal-Beloit Corporation	COM	758750103	60	1,256	SH		Sole	01	1,256		
Regency Centers Corp.	COM	758849103	226	2,945	SH		Sole	01	2,945		
Rent-A-Center, Inc.	COM	76009N100	6,508	358,986	SH		Sole	01	358,986		
Rexam PLC Spons ADR New 2001	2001	761655406	8	145	SH		Sole	01	145		
Reynolds Amern Inc	COM	761713106	35	550	SH		Sole	01	550		
Rio Tinto PLC-Gbp	SPONSORED ADR	767204100	3	9	SH		Sole	01	9		
Rockwell Collins Inc	COM	774341101	14	193	SH		Sole	01	193		
Rockwell Intl Corp	COM	773903109	5	75	SH		Sole	01	75		
Roper Industries Inc	COM	776696106	3,335	50,918	SH		Sole	01	50,918		
Rudolph Technologies Inc.	COM	781270103	85	6,151	SH		Sole	01	6,151		
Russell/Nomura Small Cap Japan ETF	DDED	78463X822	15	313	SH		Sole	01	313		
Ryland Group Inc	COM	783764103	1	35	SH		Sole	01	35		
Safeway Inc	NEW	786514208	15	452	SH		Sole	01	452		
SalesForce.com Inc	COM	79466L302	163	3,174	SH		Sole	01	3,174		
Sanderson Farms, Inc	COM	800013104	2	36	SH		Sole	01	36		
SanDisk Corporation	COM	80004C101	3	49	SH		Sole	01	49		
Sanmina Corporation	COM	800907107	6,061	2,858,946	SH		Sole	01	2,858,946		
Sanofi-Aventis Spons ADR	SPONSORED ADR	80105N105	12	286	SH		Sole	01	286		
SAP AG	COM	803054204	1	15	SH		Sole	01	15		
Satyam Computer Svcs ADR	ADR	804098101	5,210	201,227	SH		Sole	01	201,227		
Schering Plough Corp.	COM	806605101	8	264	SH		Sole	01	264		
Schlumberger Ltd	COM	806857108	352	3,356	SH		Sole	01	3,356		
Sealed Air Corp	COM	81211K100	6,962	272,388	SH		Sole	01	272,388		

Secure Computing Crp	COM	813705100	93	9,577 SH	Sole	01	9,577
Select Comfort Corp	COM	81616X103	60	4,279 SH	Sole	01	4,279
Shire PLC	COM	82481R106	1	18 SH	Sole	01	18
Siemens AG	SPONSORED ADR	826197501	23,896	174,106 SH	Sole	01	174,106
Sigma Aldrich Corp	COM	826552101	3	64 SH	Sole	01	64
Sigma Designs Inc	COM	826565103	92	1,913 SH	Sole	01	1,913
Silicon Image, Inc.	COM	82705T102	2,247	436,404 SH	Sole	01	436,404
Siliconware Precis Inds ADR	SPL	827084864	6,208	513,044 SH	Sole	01	513,044
Simon Pty Group Inc New	COM	828806109	521	5,212 SH	Sole	01	5,212
Sina Corporation	ORD	G81477104	1	18 SH	Sole	01	18
Singapore Fund Inc	COM	82929L109	3	175 SH	Sole	01	175

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Smith International Inc	COM	832110100	3,844	53,840	SH		Sole	01	53,840		
Smithfield Foods Inc	COM	832248108	11,995	380,802	SH		Sole	01	380,802		
Sonic Corp.	COM	835451105	87	3,700	SH		Sole	01	3,700		
Sony Corp ADR	COM	835699307	0	10	SH		Sole	01	10		
Southern Union	COM	844030106	3	106	SH		Sole	01	106		
Sprint Nextel Corp Comm	FON	852061100	9,226	485,603	SH		Sole	01	485,603		
Staples Inc	COM	855030102	9	440	SH		Sole	01	440		
Starbucks Corp	COM	855244109	272	10,389	SH		Sole	01	10,389		
Starwood Hotels & Resorts Wldwde New	COM	85590A401	88	1,448	SH		Sole	01	1,448		
State Street Corp	COM	857477103	19,783	290,241	SH		Sole	01	290,241		
Statoil ASA	SPONSORED ADR	85771P102	1	41	SH		Sole	01	41		
Steiner Leisure Ltd	ORD	P8744Y102	1	15	SH		Sole	01	15		
Stericycle, Inc	COM	858912108	3,270	57,212	SH		Sole	01	57,212		
Stewart Information Services	COM	860372101	15,450	450,821	SH		Sole	01	450,821		
Stryker Corporation	COM	863667101	161	2,348	SH		Sole	01	2,348		
Sun Microsystems Inc	COM	866810104	89	15,858	SH		Sole	01	15,858		
Superior Industries Intl	COM	868168105	15,234	702,365	SH		Sole	01	702,365		
Symantec Corp	COM	871503108	10,261	529,478	SH		Sole	01	529,478		
Syngenta AG ADR	ADR	87160A100	16,100	371,571	SH		Sole	01	371,571		
Taiwan Semiconductor Mfg Co Ltd Spr ADR	SPONSORED ADR	874039100	4,451	439,812	SH		Sole	01	439,812		
Target Corporation	COM	87612E106	20,060	315,560	SH		Sole	01	315,560		
Tata Motors Ltd ADR	COM	876568502	1	59	SH		Sole	01	59		
Taubman Centers, Inc.	COM	876664103	120	2,185	SH		Sole	01	2,185		
Tele Norte Leste	SPON ADR PFD	879246106	1	53	SH		Sole	01	53		
Telefonica S.A.	COM	879382208	1	11	SH		Sole	01	11		
Telekomunikas Indonesia ADR	ADR	715684106	7,787	159,509	SH		Sole	01	159,509		
Templeton Dragon Fd	COM	88018T101	1	37	SH		Sole	01	37		
Templeton Emerging Mrks Income Fund Inc	COM	880192109	2	117	SH		Sole	01	117		
Tenaris SA ADR	COM	88031M109	2	45	SH		Sole	01	45		
Teva Pharmaceutical Indus	ADR	881624209	167	3,760	SH		Sole	01	3,760		
Texas Instruments	COM	882508104	9	246	SH		Sole	01	246		
The Directv Group Inc	COM	25459L106	1	43	SH		Sole	01	43		
Thor Industries Inc	COM	885160101	1	14	SH		Sole	01	14		
Tidewater Inc	COM	886423102	6,998	111,363	SH		Sole	01	111,363		
Tomkins PLC ADR	RED ADR	890030208	17,290	928,077	SH		Sole	01	928,077		
Torchmark Corp	COM	891027104	1	18	SH		Sole	01	18		
Toro Company	COM	891092108	1	11	SH		Sole	01	11		
Total Fina S.A.	SPONSORED ADR	89151E109	26,045	321,429	SH		Sole	01	321,429		
Tower Group Inc	COM	891777104	87	3,335	SH		Sole	01	3,335		
Tradestation Group	COM	89267P105	99	8,479	SH		Sole	01	8,479		

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Trex Company Inc	COM	89531P105	8,539	767,893	SH		Sole	01	767,893		
Trident Microsystems Inc.	COM	895919108	79	4,962	SH		Sole	01	4,962		
Tronox Inc Cl B sh	COM	897051207	0	1	SH		Sole	01	1		
True Religion Apparel Inc	COM	89784N104	103	5,830	SH		Sole	01	5,830		
Turkcell Iletisim Hizmet - ADR	SPON ADR	900111204	235	11,064	SH		Sole	01	11,064		
TXU Corporation	COM	873168108	1,741	25,424	SH		Sole	01	25,424		
Tyco Electronics Ltd Common S	NEW	G9144P105	2,588	73,044	SH		Sole	01	73,044		
Tyco International Ltd	SHS	G9143X208	3,115	70,262	SH		Sole	01	70,262		
UAL Corp.	Com	902549807	88	1,885	SH		Sole		1,885		
UBS AG Ordinary Shs	NEW	H89231338	2	32	SH		Sole	01	32		
UDR Inc	ADDED	902653104	61	2,518	SH		Sole	01	2,518		
Unilever PLC	SPON ADR	904767704	214	6,754	SH		Sole	01	6,754		
United Microelectronics	SPONSORED ADR	910873207	0	110	SH		Sole	01	110		
United Parcel Svc	CL B	911312106	4	48	SH		Sole	01	48		
United Technologies	COM	913017109	26,456	328,729	SH		Sole	01	328,729		
UnitedHealth Group	COM	91324P102	15	302	SH		Sole	01	302		
Unum Group	COM	91529Y106	1	40	SH		Sole	01	40		
US Bancorp (New)	COM NEW	902973304	5,449	167,511	SH		Sole	01	167,511		
UST Inc.	COM	902911106	1	14	SH		Sole	01	14		
Van Kampen Inv Grade NY Muni	COM	920931102	1,116	74,559	SH		Sole	01	74,559		
Van Kampen Trust for Invest Grade Muni	COM	920929106	4,857	329,750	SH		Sole	01	329,750		
Vanguard Trust Index VIPERS	ETF	922908769	17,226	113,931	SH		Sole	01	113,931		
Varian Medical Systems	COM	92220P105	1,927	46,001	SH		Sole	01	46,001		
VCA Antech Inc.	COM	918194101	2,581	61,822	SH		Sole	01	61,822		
Veolia Environnement	SPONSORED ADR	92334N103	16,387	190,235	SH		Sole	01	190,235		
VeriSign Inc	COM	92343E102	6	172	SH		Sole	01	172		
Verizon Communications	COM	92343V104	12	280	SH		Sole	01	280		
VERIZON COMMUNICATIONS INC	Com	92343V104	37	832	SH		Sole		832		
VF Corporation	COM	918204108	3	31	SH		Sole	01	31		
Viacom Corp Class B	CL B	92553P201	4	108	SH		Sole	01	108		



Vimpel- Communication	ADR	68370R109	210	7,779 SH	Sole	01	7,779
Vodafone Group New Plc Spons							
Adr	ADDED	92857W209	24,854	684,685 SH	Sole	01	684,685
Vornado Realty Trust	SH BEN INT	929042109	133	1,220 SH	Sole	01	1,220
W Holding Co. Inc	COM	929251106	4,300	1,919,751 SH	Sole	01	1,919,751
Wabco Hldgs Inc	DDED	92927K102	0	10 SH	Sole	01	10
Wachovia Corporation 2nd	COM	929903102	3	62 SH	Sole	01	62
Walgreen Company	COM	931422109	20,171	426,987 SH	Sole	01	426,987
Walmart	COM	931142103	6,970	159,688 SH	Sole	01	159,688
Washington Mutual	COM	939322103	28	800 SH	Sole	01	800
Watson Pharmaceutic	COM	942683103	2	47 SH	Sole	01	47

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Wells Fargo & Co New	COM	949746101	12	341	SH	Sole	01	341	
WESCO International Inc	COM	95082P105	71	1,655	SH	Sole	01	1,655	
Western Assets Emerg Mkts Floating Rt Fd	ADDED	95766C107	0	15	SH	Sole	01	15	
Western Assets Emerg Mkts Debt Fund	ADDED	95766A101	2	92	SH	Sole	01	92	
Western Assets Emerg Mkts Inc Fd II	ADDED	95766E103	2	126	SH	Sole	01	126	
Western Union Corp	ADDED	959802109	17,526	835,756	SH	Sole	01	835,756	
Whirlpool Corp	COM	963320106	1	10	SH	Sole	01	10	
Williams Companies	COM	969457100	7,830	229,879	SH	Sole	01	229,879	
Wimm-Bill- Dann Foods ADR	ADR	97263M109	9,295	85,014	SH	Sole	01	85,014	
Winnebago Industries	COM	974637100	1	33	SH	Sole	01	33	
WPP Group	SPON ADR 0905 ADDED	929309409	16,640	246,524	SH	Sole	01	246,524	
Wrigley Wm Jr Co	COM	982526105	32,730	509,568	SH	Sole	01	509,568	
Wyeth	COM	983024100	4,574	102,680	SH	Sole	01	102,680	
Xerium Technologies Inc	COM	98416J100	4,186	775,151	SH	Sole	01	775,151	
Yahoo! Inc	COM	984332106	121	4,509	SH	Sole	01	4,509	
Yum Brands Inc	COM	988498101	8,641	255,423	SH	Sole	01	255,423	
Zenith National Insurance	COM	989390109	5,419	120,712	SH	Sole	01	120,712	
Zimmer Holdings Inc	COM	98956P102	72	889	SH	Sole	01	889	
Zions Bancorporation	COM	989701107	3	43	SH	Sole	01	43	
Zumiez Inc	COM	989817101	2,194	49,452	SH	Sole	01	49,452	