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[Expires: August 31,
[Estimated average
[hours per

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2011

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: Soros Fund Management LLC
Address: 888 Seventh Avenue
New York, New York 10106

Form 13F File Number: 028-06420

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: Jodye M. Anzalotta
Title: Assistant General Counsel
Phone: 212-320-5531

Signature, Place, and Date of Signing:

/s/ Jodye M. Anzalotta New York, New York May 16,
2011

[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 744

Form 13F Information Table Value Total: \$8,400,555

(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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1.	028-10418	George Soros

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Table
2011

Soros Fund Management
Form 13F Information
Quarter ended March 31,

<TABLE>
<CAPTION>

VOTING AUTHORITY

SHRS OR ISSUER PRN AMT	SH/ PRN	PUT/ CALL	INV. DISC.	OTHER TITLE OF CLASS MGR**	SOLE	SHARED	CUSIP NONE	VALUE (X\$1000)
-----	-----	-----	-----	-----	-----	-----	-----	-----
<S>								<C>
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AAR CORP				COM			000361105	\$ 324
11,700	SH		SOLE	1	X			
A C MOORE ARTS & CRAFTS INC				COM			00086T103	\$
61	22,175	SH		SOLE		1	X	
AFLAC INC				COM			001055102	\$ 1,056
20,000	SH		SOLE	1	X			
AGCO CORP				COM			001084102	\$ 401

7,300	SH	SOLE	1	X			
AES CORP			COM		00130H105	\$	395
30,400	SH	SOLE	1	X			
AT&T INC			COM		00206R102	\$	
48,917	1,598,608	SH	SOLE		1	X	
AT&T INC			COM		00206R102	\$	
13,468	440,000	SH	CALL	SOLE	1	X	
ABBOTT LABS			COM		002824100	\$	6,170
125,800	SH	SOLE	1	X			
ABERCROMBIE & FITCH CO			CL	A	002896207	\$	
200	3,400	SH	SOLE		1	X	
ABITIBIBOWATER INC			COM	NEW	003687209	\$	320
11,900	SH	SOLE	1	X			
ABRAXAS PETE CORP			COM		003830106	\$	62
10,600	SH	SOLE	1	X			
ACACIA RESH CORP			ACACIA	TCH	COM	003881307	\$ 51,122
1,493,919	SH	SOLE	1	X			
ACI WORLDWIDE INC			COM		004498101	\$	305
9,300	SH	SOLE	1	X			
ACTIVISION BLIZZARD INC			COM		00507V109	\$	502
45,800	SH	SOLE	1	X			
ACTUATE CORP			COM		00508B102	\$	57
11,000	SH	SOLE	1	X			
ACXIOM CORP			COM		005125109	\$	171
11,900	SH	SOLE	1	X			
ADOBE SYS INC			COM		00724F101	\$	2,703
81,518	SH	SOLE	1	X			
AEROFLEX HLDG CORP			COM		007767106	\$	29,399
1,614,436	SH	SOLE	1	X			
AIR TRANSPORT SERVICES GRP INC			COM		00922R105	\$	493
58,300	SH	SOLE	1	X			
AKAMAI TECHNOLOGIES INC			COM		00971T101	\$	34
900	SH	SOLE	1	X			
AKAMAI TECHNOLOGIES INC			COM		00971T101	\$	1,292
34,000	SH	CALL	SOLE	1	X		
ALASKA AIR GROUP INC			COM		011659109	\$	311
4,900	SH	SOLE	1	X			

SHARED							
ALEXANDER & BALDWIN INC			COM		014482103	\$	
1,750	38,337	SH	(OTHER)		1	X	
ALERE INC			COM		01449J105	\$	548
14,000	SH	SOLE	1	X			
ALEXION PHARMACEUTICALS INC			COM		015351109	\$	395
4,000	SH	SOLE	1	X			
ALIGN TECHNOLOGY INC			COM		016255101	\$	293
14,300	SH	SOLE	1	X			
ALLEGIANT TRAVEL CO			COM		01748X102	\$	399
9,100	SH	SOLE	1	X			
ALLERGAN INC			COM		018490102	\$	3,061
43,100	SH	SOLE	1	X			

ALLIANCE DATA SYSTEMS CORP			COM		018581108	\$	283
3,300 SH	SOLE		1 X				
ALLIANCE ONE INTL INC			COM		018772103	\$	204
50,700 SH	SOLE		1 X				
ALLOS THERAPEUTICS INC			COM		019777101	\$	1,200
378,500 SH	SOLE		1 X				
ALLSCRIPTS HEALTHCARE SOLUTNS			COM		01988P108	\$	230
11,000 SH	SOLE		1 X				
ALPHA NATURAL RESOURCES INC			COM		02076X102	\$	4,916
82,800 SH	SOLE		1 X				
AMARIN CORP PLC			SPONS ADR NEW		023111206	\$	4,745
650,000 SH	SOLE		1 X				
AMAZON COM INC			COM		023135106	\$	52,850
293,400 SH	SOLE		1 X				
AMERICAN CAP LTD			COM		02503Y103	\$	8,797
888,600 SH	SOLE		1 X				
AMERICAN EAGLE OUTFITTERS NEW			COM		02553E106	\$	385
24,200 SH	SOLE		1 X				
AMERICAN EQTY INVT LIFE							
HLD CO			COM		025676206	\$	240
18,300 SH	SOLE		1 X				
AMERICAN MED SYS HLDGS INC			COM		02744M108	\$	2,705
125,000 SH	SOLE		1 X				
AMERICAN SCIENCE & ENGR INC			COM		029429107	\$	
15,399	166,726 SH		SOLE	1 X			
AMERICAN SUPERCONDUCTOR CORP			COM		030111108	\$	13,465
541,400 SH	SOLE		1 X				
AMERICAN WTR WKS CO INC NEW			COM		030420103	\$	286
10,200 SH	SOLE		1 X				
AMERISTAR CASINOS INC			COM		03070Q101	\$	197
11,100 SH	SOLE		1 X				
AMKOR TECHNOLOGY INC			COM		031652100	\$	96
14,200 SH	SOLE		1 X				
ANADARKO PETE CORP			COM		032511107	\$	369
4,500 SH	SOLE		1 X				
ANCESTRY COM INC			COM		032803108	\$	510
14,400 SH	SOLE		1 X				
AON CORP			COM		037389103	\$	281
5,300 SH	SOLE		1 X				
APACHE CORP			COM		037411105	\$	6,899
52,700 SH	SOLE		1 X				
APPLE INC			COM		037833100	\$	80,308
230,433 SH	SOLE		1 X				
APPLE INC			COM		037833100	\$	73,186
210,000 SH	CALL SOLE		1 X				
APPLE INC			COM		037833100	\$	97,582
280,000 SH	PUT SOLE		1 X				
APPLIED INDL TECHNOLOGIES INC			COM		03820C105	\$	486
14,600 SH	SOLE		1 X				
APPLIED MATLS INC			COM		038222105	\$	219
14,000 SH	SOLE		1 X				

APPLIED MICRO CIRCUITS CORP			COM NEW	03822W406	\$	184
17,700 SH	SOLE		1 X			
APPROACH RESOURCES INC			COM	03834A103	\$	218
6,500 SH	SOLE		1 X			
ARBITRON INC			COM	03875Q108	\$	296
7,400 SH	SOLE		1 X			
ARQULE INC			COM	04269E107	\$	87
12,200 SH	SOLE		1 X			
ARRIS GROUP INC			COM	04269Q100	\$	327
25,700 SH	SOLE		1 X			
ARRIS GROUP INC			SR NT CV 2%26	04269QAC4	\$	119,255
109,408,000 PRN	SOLE		1 X			
ARRAY BIOPHARMA INC			COM	04269X105	\$	44
14,400 SH	SOLE		1 X			
ARROW ELECTRS INC			COM	042735100	\$	410
9,800 SH	SOLE		1 X			
ARTHROCARE CORP			COM	043136100	\$	4,711
141,304 SH	SOLE		1 X			
ASBURY AUTOMOTIVE GROUP INC			COM	043436104	\$	194
10,500 SH	SOLE		1 X			
ASIAINFO-LINKAGE INC			COM	04518A104	\$	210
9,700 SH	SOLE		1 X			
ASPEN TECHNOLOGY INC			COM	045327103	\$	165
11,000 SH	SOLE		1 X			
ATLAS AIR WORLDWIDE HLDGS INC			COM NEW	049164205	\$	418
6,000 SH	SOLE		1 X			
ATMEL CORP			COM	049513104	\$	264
19,400 SH	SOLE		1 X			
ATWOOD OCEANICS INC			COM	050095108	\$	223
4,800 SH	SOLE		1 X			
AUTOLIV INC			COM	052800109	\$	297
4,000 SH	SOLE		1 X			
SHARED						
AUTOZONE INC			COM	053332102	\$	263
963 SH	(OTHER)	1	X			
AVIS BUDGET GROUP			COM	053774105	\$	528
29,500 SH	SOLE		1 X			
AVNET INC			COM	053807103	\$	324
9,500 SH	SOLE		1 X			
SHARED						
BCE INC			COM NEW	05534B760	\$	690
19,000 SH	(OTHER)		1 X			
BP PLC			SPONSORED ADR	055622104	\$	265
6,000 SH	SOLE		1 X			
BPZ RESOURCES INC			COM	055639108	\$	14,040
2,644,005 SH	SOLE		1 X			
BPZ RESOURCES INC			SR NT CV 6.5%15	055639AB4	\$	56,341
48,675,000 PRN	SOLE		1 X			

BMC SOFTWARE INC				COM	055921100	\$	308
6,200 SH	SOLE		1 X				
BABCOCK & WILCOX CO NEW				COM	05615F102	\$	
2,405	72,050 SH			SOLE			1 X
BAIDU INC				SPON ADR REP A	056752108	\$	19,252
139,700 SH	SOLE		1 X				
BALLY TECHNOLOGIES INC				COM	05874B107	\$	303
8,000 SH	SOLE		1 X				
BANCO SANTANDER BRASIL S A				ADS REP 1 UNIT	05967A107	\$	199
16,200 SH	SOLE		1 X				
BANK OF AMERICA CORPORATION				COM	060505104	\$	392
29,400 SH	SOLE		1 X				
BARD C R INC				COM	067383109	\$	338
3,400 SH	SOLE		1 X				
BARRICK GOLD CORP				COM	067901108	\$	441
8,500 SH	SOLE		1 X				
BAXTER INTL INC				COM	071813109	\$	3,511
65,300 SH	SOLE		1 X				
BE AEROSPACE INC				COM	073302101	\$	18,035
507,600 SH	SOLE		1 X				
BEBE STORES INC				COM	075571109	\$	77
13,200 SH	SOLE		1 X				
BELDEN INC				COM	077454106	\$	364
9,700 SH	SOLE		1 X				
BERKSHIRE HATHAWAY INC DEL				CL A	084670108	\$	376
3 SH	SOLE	1	X				
BERKSHIRE HATHAWAY INC DEL				CL B NEW	084670702	\$	184
2,200 SH	SOLE		1 X				
BIO RAD LABS INC				CL A	090572207	\$	469
3,900 SH	SOLE		1 X				
BIOMARIN PHARMACEUTICAL INC				COM	09061G101	\$	500
19,900 SH	SOLE		1 X				
BIOFUEL ENERGY CORP				COM	09064Y109	\$	19
23,576 SH	SOLE		1 X				
BLACKBOARD INC				SR NT CV 3.25%27	091935AA4	\$	124,402
123,170,000 PRN	SOLE		1 X				
BLACKROCK INC				COM	09247X101	\$	4,663
23,200 SH	SOLE		1 X				
BLOCK H & R INC				COM	093671105	\$	
44	2,600 SH			SOLE			1 X
SHARED							
BLOCK H & R INC				COM	093671105	\$	
1,779	106,269 SH			(OTHER)			1 X
BLUEFLY INC				COM NEW	096227301	\$	17,655
5,924,515 SH	SOLE		1 X				
BOB EVANS FARMS INC				COM	096761101	\$	264
8,100 SH	SOLE		1 X				
BOISE INC				COM	09746Y105	\$	191
20,800 SH	SOLE		1 X				
BOSTON SCIENTIFIC CORP				COM	101137107	\$	139

19,400	SH	SOLE	1	X				
BRANDYWINE	RLTY	TR	SH	BEN	INT	NEW	105368203	\$ 205
16,900	SH	SOLE	1	X				
BRIDGEPOINT	ED	INC	COM				10807M105	\$ 344
20,100	SH	SOLE	1	X				
BRISTOL MYERS	SQUIBB	CO	COM				110122108	\$ 34
1,300	SH	SOLE	1	X				
BRISTOL MYERS	SQUIBB	CO	COM				110122108	\$ 5,286
200,000	SH	CALL	SOLE	1	X			
BROADCOM	CORP		CL	A			111320107	\$ 11,129
282,598	SH	SOLE	1	X				
BROADSOFT	INC		COM				11133B409	\$ 5,953
125,000	SH	SOLE	1	X				
BROADRIDGE	FINL	SOLUTIONS	INC	COM			11133T103	\$ 238
10,500	SH	SOLE	1	X				
BROOKFIELD	ASSET	MGMT	INC	CL	A	LTD	VT	SH
1,200	SH	SOLE	1	X			112585104	\$ 39
SHARED								
BROOKFIELD	ASSET	MGMT	INC	CL	A	LTD	VT	SH
38,250	SH	(OTHER)	1				X	
BROOKFIELD	PPTYS	CORP	COM				112900105	\$ 1,811
102,300	SH	SOLE	1	X				
SHARED								
CBOE	HLDGS	INC	COM				12503M108	\$ 840
29,001	SH	(OTHER)	1				X	
CIGNA	CORP		COM				125509109	\$ 615
13,900	SH	SOLE	1	X				
CIT	GROUP	INC	COM	NEW			125581801	\$ 664
15,600	SH	SOLE	1	X				
CME	GROUP	INC	COM				12572Q105	\$ 6,031
20,000	SH	SOLE	1	X				
CNO	FINL	GROUP	INC	COM			12621E103	\$ 225
29,900	SH	SOLE	1	X				
CSX	CORP		COM				126408103	\$ 13,684
174,100	SH	SOLE	1	X				
CVS	CAREMARK	CORPORATION	COM				126650100	\$ 100,444
2,926,676	SH	SOLE		1	X			
CABELAS	INC		COM				126804301	\$ 203
8,100	SH	SOLE	1	X				
CABLEVISION	SYS	CORP	CL	A	NY	CABLVS	12686C109	\$ 6,087
175,861	SH	SOLE	1	X				
CABOT	CORP		COM				127055101	\$ 421
9,100	SH	SOLE	1	X				
CACI	INTL	INC	CL	A			127190304	\$ 319
5,200	SH	SOLE	1	X				
SHARED								
CADENCE	DESIGN	SYSTEM	INC	COM			127387108	\$ 488
50,000	SH	(OTHER)	1				X	

CADENCE DESIGN SYSTEM INC	SR NT	CV1.375%11	127387AD0	\$	126,992
127,508,000 PRN SOLE		1 X			
CADENCE DESIGN SYSTEM INC	SR NT	CV 1.5%13	127387AF5	\$	99,743
103,361,000 PRN SOLE		1 X			
CALIPER LIFE SCIENCES INC	COM		130872104	\$	85
12,500 SH SOLE		1 X			
CALLAWAY GOLF CO	COM		131193104	\$	74
10,800 SH SOLE		1 X			
CALLIDUS SOFTWARE INC	COM		13123E500	\$	78
11,300 SH SOLE		1 X			
CALPINE CORP	COM NEW		131347304	\$	159
10,000 SH SOLE		1 X			
CAMECO CORP	COM		13321L108	\$	337
11,200 SH SOLE		1 X			
CAMELOT INFORMATION SYS INC	ADS RP	ORD SHS	13322V105	\$	2,074
125,000 SH SOLE		1 X			
CANADIAN NAT RES LTD	COM		136385101	\$	687
13,900 SH SOLE		1 X			
CAPITAL ONE FINL CORP	COM		14040H105	\$	2,458
47,300 SH SOLE		1 X			
CAPITALSOURCE INC	COM		14055X102	\$	665
94,400 SH SOLE		1 X			
CAPITOL FED FINL INC	COM		14057J101	\$	256
22,700 SH SOLE		1 X			
CARDINAL HEALTH INC	COM		14149Y108	\$	383
9,300 SH SOLE		1 X			
SHARED					
CARDIOVASCULAR SYS INC DEL	COM		141619106	\$	1,611
148,780 SH (OTHER)		1 X			
CAREER EDUCATION CORP	COM		141665109	\$	364
16,000 SH SOLE		1 X			
CAREFUSION CORP	COM		14170T101	\$	787
27,900 SH SOLE		1 X			
CARTER INC	COM		146229109	\$	853
29,800 SH SOLE		1 X			
CASEYS GEN STORES INC	COM		147528103	\$	316
8,100 SH SOLE		1 X			
CASUAL MALE RETAIL GRP INC	COM NEW		148711302	\$	110
22,400 SH SOLE		1 X			
CENTURYLINK INC	COM		156700106	\$	13,057
314,236 SH SOLE		1 X			
CEPHEID	COM		15670R107	\$	375
13,400 SH SOLE		1 X			
CENVEO INC	COM		15670S105	\$	127
19,500 SH SOLE		1 X			
CERADYNE INC	SR SUB	NT CV 35	156710AA3	\$	74,965
74,085,000 PRN SOLE		1 X			
CHARLES RIV LABS INTL INC	COM		159864107	\$	257
6,700 SH SOLE		1 X			
CHARTER COMMUNICATIONS					

INC DEL			CL A NEW	16117M305	\$	38,003
750,609	SH	SOLE	1 X			
CHEMTURA CORP			COM NEW	163893209	\$	3,734
217,082	SH	SOLE	1 X			
CHESAPEAKE ENERGY CORP			COM	165167107	\$	650
19,400	SH	SOLE	1 X			
CHINA KANGHUI HLDGS			SPONSORED ADR	16890V100	\$	10,366
592,000	SH	SOLE	1 X			
CHIMERA INVT CORP			COM	16934Q109	\$	80
20,300	SH	SOLE	1 X			
CHINA MEDIAEXPRESS HLDGS INC			COM	169442100	\$	261
22,200	SH	SOLE	1 X			
CHINA MING YANG WIND PWR GROUP			SPONSORED ADR	16951C108	\$	3,093
300,000	SH	SOLE	1 X			
CHUBB CORP			COM	171232101	\$	258
4,200	SH	SOLE	1 X			
CIENA CORP			COM NEW	171779309	\$	249
9,600	SH	SOLE	1 X			
CIENA CORP			SR NT CV 0.25%13	171779AB7	\$	53,591
52,380,000	PRN	SOLE	1 X			
CIMAREX ENERGY CO			COM	171798101	\$	219
1,900	SH	SOLE	1 X			
CISCO SYS INC			COM	17275R102	\$	5,292
308,600	SH	SOLE	1 X			
CITIGROUP INC			COM	172967101	\$	129,882
29,385,033	SH	SOLE	1 X			
CITIGROUP INC			COM	172967101	\$	44,200
10,000,000	SH	CALL SOLE	1 X			
CLEAN HARBORS INC			COM	184496107	\$	316
3,200	SH	SOLE	1 X			
CLEARWIRE CORP NEW			CL A	18538Q105	\$	1,511
270,271	SH	SOLE	1 X			
CLEARWATER PAPER CORP			COM	18538R103	\$	212
2,600	SH	SOLE	1 X			
COACH INC			COM	189754104	\$	45,573
875,737	SH	SOLE	1 X			
CNINSURE INC			SPONSORED ADR	18976M103	\$	11,066
853,850	SH	SOLE	1 X			
COCA COLA ENTERPRISES INC NEW			COM	19122T109	\$	1,444
52,900	SH	SOLE	1 X			
COGNEX CORP			COM	192422103	\$	582
20,600	SH	SOLE	1 X			
COGNIZANT TECHNOLOGY SOLUTIONS			CL A	192446102	\$	5,438
66,800	SH	SOLE	1 X			
SHARED						
COGNIZANT TECHNOLOGY SOLUTIONS			CL A	192446102	\$	2,165
26,600	SH	(OTHER)	1 X			
SHARED						

COHEN & STEERS INC	COM	19247A100	\$
687 23,160 SH	(OTHER)	1 X	
COINSTAR INC	COM	19259P300	\$ 15,484
337,200 SH	SOLE	1 X	
COLLECTIVE BRANDS INC	COM	19421W100	\$ 220
10,200 SH	SOLE	1 X	
COLONIAL PPTYS TR	COM SH BEN INT	195872106	\$ 202
10,500 SH	SOLE	1 X	
COMCAST CORP NEW	CL A	20030N101	\$ 78,951
3,193,798 SH	SOLE	1 X	
COMCAST CORP NEW	CL A SPL	20030N200	\$ 346
14,900 SH	SOLE	1 X	
COMMUNITY HEALTH SYS INC			
NEWCO	COM	203668108	\$ 744
18,600 SH	SOLE	1 X	
COMTECH TELECOMMUNICATIONS CP	COM NEW	205826209	\$ 269
9,900 SH	SOLE	1 X	
CONEXANT SYSTEMS INC	COM NEW	207142308	\$ 1,349
566,666 SH	SOLE	1 X	
CONOCOPHILLIPS	COM	20825C104	\$ 343
4,300 SH	SOLE	1 X	
CONSOL ENERGY INC	COM	20854P109	\$ 445
8,300 SH	SOLE	1 X	
CONVERGYS CORP	COM	212485106	\$ 549
38,200 SH	SOLE	1 X	
CORN PRODS INTL INC	COM	219023108	\$ 554
10,700 SH	SOLE	1 X	
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	\$ 737
30,200 SH	SOLE	1 X	
COTT CORP QUE	COM	22163N106	\$ 129
15,400 SH	SOLE	1 X	
COVANCE INC	COM	222816100	\$ 454
8,300 SH	SOLE	1 X	
COVANTA HLDG CORP	COM	22282E102	\$ 17,909
1,048,508 SH	SOLE	1 X	
COWEN GROUP INC NEW	CL A	223622101	\$ 61
15,100 SH	SOLE	1 X	
CROWN CASTLE INTL CORP	COM	228227104	\$ 2,276
53,500 SH	SOLE	1 X	
CROWN HOLDINGS INC	COM	228368106	\$ 2,226
57,700 SH	SOLE	1 X	
CTRIIP COM INTL LTD	AMERICAN DEP SHS	22943F100	\$ 10,121
243,950 SH	SOLE	1 X	
CUBIST PHARMACEUTICALS INC	COM	229678107	\$ 3,786
150,000 SH	SOLE	1 X	
CYPRESS SEMICONDUCTOR CORP	COM	232806109	\$ 234
12,100 SH	SOLE	1 X	
DANA HLDG CORP	COM	235825205	\$ 216
12,400 SH	SOLE	1 X	
DANAHER CORP DEL	COM	235851102	\$ 97,145
1,871,770 SH	SOLE	1 X	

DAVITA INC			COM	23918K108	\$	43,490
508,600 SH	SOLE		1 X			
DECKERS OUTDOOR CORP			COM	243537107	\$	207
2,400 SH	SOLE		1 X			
DELTA AIR LINES INC DEL			COM NEW	247361702	\$	17,280
1,763,300 SH	SOLE		1 X			
DELTA AIR LINES INC DEL			COM NEW	247361702	\$	9,800
1,000,000 SH	CALL SOLE		1 X			
DEMANDTEC INC			COM NEW	24802R506	\$	10,468
795,430 SH	SOLE		1 X			
DENDREON CORP			COM	24823Q107	\$	174,862
4,671,699 SH	SOLE		1 X			
DENDREON CORP			SR NT CV2.875%14	24823QAC1	\$	18,080
17,000,000 PRN	SOLE		1 X			
DEVON ENERGY CORP NEW			COM	25179M103	\$	4,442
48,400 SH	SOLE		1 X			
DIODES INC			SR CV NT 2.25%26	254543AA9	\$	105,101
101,059,000 PRN	SOLE		1 X			
DISCOVERY COMMUNICATNS NEW			COM SER A	25470F104	\$	88
2,200 SH	SOLE		1 X			
DISCOVERY COMMUNICATNS NEW			COM SER C	25470F302	\$	655
18,600 SH	SOLE		1 X			
DISH NETWORK CORP			CL A	25470M109	\$	45,063
1,849,890 SH	SOLE		1 X			
DIRECTV			COM CL A	25490A101	\$	43,208
923,253 SH	SOLE		1 X			
DOLLAR THRIFTY AUTOMOTIVE GP			COM	256743105	\$	928
13,900 SH	SOLE		1 X			
DONNELLEY R R & SONS CO			COM	257867101	\$	
2,036 107,600 SH			SOLE			1 X
E HOUSE CHINA HLDGS LTD			ADR	26852W103	\$	5,843
497,263 SH	SOLE		1 X			
E TRADE FINANCIAL CORP			COM NEW	269246401	\$	9,392
600,900 SH	SOLE		1 X			
EARTHLINK INC			COM	270321102	\$	156
19,900 SH	SOLE		1 X			
EATON CORP			COM	278058102	\$	72
1,300 SH	SOLE		1 X			
EATON CORP			COM	278058102	\$	13,472
243,000 SH	CALL SOLE		1 X			
EBAY INC			COM	278642103	\$	540
17,400 SH	SOLE		1 X			
ECHOSTAR CORP			CL A	278768106	\$	3,919
103,548 SH	SOLE		1 X			
EDWARDS LIFESCIENCES CORP			COM	28176E108	\$	35
400 SH	SOLE	1	X			
SHARED						
EDWARDS LIFESCIENCES CORP			COM	28176E108	\$	909
10,450 SH	(OTHER)		1 X			
EL PASO CORP			COM	28336L109	\$	430

23,900	SH	SOLE	1	X		
ELDORADO GOLD CORP NEW			COM		284902103	\$ 347
21,300	SH	SOLE	1	X		
ELECTRONIC ARTS INC			COM		285512109	\$ 195
10,000	SH	SOLE	1	X		
EMDEON INC			CL A		29084T104	\$ 115,219
7,152,018	SH	SOLE	1	X		
EMULEX CORP			COM NEW		292475209	\$ 420
39,366	SH	SOLE	1	X		
ENCORE CAP GROUP INC			COM		292554102	\$ 341
14,400	SH	SOLE	1	X		
ENERGIZER HLDGS INC			COM		29266R108	\$ 263
3,700	SH	SOLE	1	X		
ENERGY PARTNERS LTD			COM NEW		29270U303	\$ 617
34,300	SH	SOLE	1	X		
ENSCO PLC			SPONSORED ADR		29358Q109	\$ 6,333
109,500	SH	SOLE	1	X		
ENTROPIC COMMUNICATIONS INC			COM		29384R105	\$ 147
17,400	SH	SOLE	1	X		
ENZON PHARMACEUTICALS INC			COM		293904108	\$ 331
30,400	SH	SOLE	1	X		
EPICOR SOFTWARE CORP			COM		29426L108	\$ 3,758
339,489	SH	SOLE	1	X		
EPICOR SOFTWARE CORP			SR NT CV2.375%27		29426LAA6	\$ 165,272
160,458,000	PRN	SOLE	1	X		
EQUINIX INC			COM NEW		29444U502	\$ 328
3,600	SH	SOLE	1	X		
EURONET WORLDWIDE INC			SR DB CV 3.5% 25		298736AF6	\$ 23,507
23,376,000	PRN	SOLE	1	X		
EXAR CORP			COM		300645108	\$ 39,748
6,613,666	SH	SOLE	1	X		
EXELON CORP			COM		30161N101	\$ 37
900	SH	SOLE	1	X		
SHARED						
EXELON CORP			COM		30161N101	\$ 856
20,758	SH	(OTHER)	1	X		
EXIDE TECHNOLOGIES			COM NEW		302051206	\$ 154
13,800	SH	SOLE	1	X		
EXPEDIA INC DEL			COM		30212P105	\$ 283
12,500	SH	SOLE	1	X		
EXPRESS SCRIPTS INC			COM		302182100	\$ 73,333
1,318,700	SH	SOLE	1	X		
EXTREME NETWORKS INC			COM		30226D106	\$ 30,963
8,846,666	SH	SOLE	1	X		
FTI CONSULTING INC			COM		302941109	\$ 429
11,200	SH	SOLE	1	X		
FAIRCHILD SEMICONDUCTOR INTL			COM		303726103	\$ 369
20,300	SH	SOLE	1	X		
FEDERAL MOGUL CORP			COM		313549404	\$ 31,125
1,250,000	SH	SOLE	1	X		

FEDEX CORP			COM		31428X106	\$	15,623
167,000 SH	SOLE		1	X			
FEDEX CORP			COM		31428X106	\$	57,066
610,000 SH	CALL SOLE		1	X			
FERRO CORP			COM		315405100	\$	16,950
1,021,700 SH	SOLE		1	X			

SHARED

F5 NETWORKS INC			COM		315616102	\$	877
8,550 SH	(OTHER)		1	X			
FIDELITY NATL INFORMATION SVCS			COM		31620M106	\$	3,128
95,700 SH	SOLE		1	X			
FIFTH THIRD BANCORP			COM		316773100	\$	146
10,500 SH	SOLE		1	X			
FIRST SOLAR INC			COM		336433107	\$	225
1,400 SH	SOLE		1	X			
FISERV INC			COM		337738108	\$	420
6,700 SH	SOLE		1	X			
FLAGSTAR BANCORP INC			COM NEW		337930507	\$	59
39,600 SH	SOLE		1	X			
FLOW INTL CORP			COM		343468104	\$	210
47,800 SH	SOLE		1	X			
FLOWSERVE CORP			COM		34354P105	\$	22,888
177,700 SH	SOLE		1	X			
FOCUS MEDIA HLDG LTD			SPONSORED ADR		34415V109	\$	12,268
400,000 SH	SOLE		1	X			
FORCE PROTECTION INC			COM NEW		345203202	\$	72
14,600 SH	SOLE		1	X			
FORD MTR CO DEL			COM PAR	\$0.01	345370860	\$	392
26,300 SH	SOLE		1	X			

SHARED

FOREST CITY ENTERPRISES INC			CL A		345550107	\$	1,597
84,822 SH	(OTHER)		1	X			
FORTUNE BRANDS INC			COM		349631101	\$	1,040
16,800 SH	SOLE		1	X			
FREDS INC			CL A		356108100	\$	238
17,900 SH	SOLE		1	X			
FREEPORT-MCMORAN COPPER & GOLD			COM		35671D857	\$	
16,737 301,300 SH	SOLE		1	X			
GARTNER INC			COM		366651107	\$	513
12,300 SH	SOLE		1	X			
GENERAL CABLE CORP DEL NEW			COM		369300108	\$	4,269
98,600 SH	SOLE		1	X			

SHARED

GENERAL GROWTH PPTYS INC NEW			COM		370023103	\$	453
29,248 SH	(OTHER)		1	X			
GENERAL MTRS CO			COM		37045V100	\$	3,838
123,700 SH	SOLE		1	X			

GENERAL MTRS CO			JR	PFD	CNV	SRB	37045V209	\$	21,831
450,700 PRN	SOLE		1	X					
GENWORTH FINL INC			COM	CL	A		37247D106	\$	171
12,700 SH	SOLE		1	X					
GILEAD SCIENCES INC			COM				375558103	\$	58,428
1,375,736 SH	SOLE		1	X					
GLOBAL CASH ACCESS HLDGS INC			COM				378967103	\$	70
21,400 SH	SOLE		1	X					
GLOBE SPECIALTY METALS INC			COM				37954N206	\$	203
8,900 SH	SOLE		1	X					
GOLDCORP INC NEW			COM				380956409	\$	379
7,600 SH	SOLE		1	X					
GOLDMAN SACHS GROUP INC			COM				38141G104	\$	1,791
11,300 SH	SOLE		1	X					
GOODRICH CORP			COM				382388106	\$	4,841
56,600 SH	SOLE		1	X					
GOODYEAR TIRE & RUBR CO				COM			382550101	\$	
150 10,000 SH	SOLE					1	X		
GOOGLE INC			CL	A			38259P508	\$	68,186
116,208 SH	SOLE		1	X					
GOOGLE INC			CL	A			38259P508	\$	13,202
22,500 SH CALL	SOLE		1	X					
GRAFTECH INTL LTD			COM				384313102	\$	215
10,400 SH	SOLE		1	X					
GRAND CANYON ED INC			COM				38526M106	\$	151
10,400 SH	SOLE		1	X					
GREAT BASIN GOLD LTD			COM				390124105	\$	15,806
6,000,000 SH	SOLE		1	X					
GREAT LAKES DREDGE &									
DOCK CORP			COM				390607109	\$	278
36,500 SH	SOLE		1	X					
GREENBRIER COS INC			COM				393657101	\$	10,677
376,200 SH	SOLE		1	X					
HCA HOLDINGS INC			COM				40412C101	\$	23,709
700,000 SH	SOLE		1	X					
HSN INC			COM				404303109	\$	423
13,200 SH	SOLE		1	X					
HAEMONETICS CORP			COM				405024100	\$	341
5,200 SH	SOLE		1	X					
HALLIBURTON CO			COM				406216101	\$	7,621
152,900 SH	SOLE		1	X					
HARMONIC INC			COM				413160102	\$	389
41,500 SH	SOLE		1	X					
HARSCO CORP			COM				415864107	\$	342
9,700 SH	SOLE		1	X					
HARVEST NATURAL RESOURCES INC			COM				41754V103	\$	36,623
2,403,068 SH	SOLE		1	X					
HARVEST NATURAL RESOURCES INC			COM				41754V103	\$	1,524
100,000 SH CALL	SOLE		1	X					
HAWAIIAN HOLDINGS INC			COM				419879101	\$	341
56,800 SH	SOLE		1	X					

HEALTHSOUTH CORP			COM NEW	421924309	\$	3,947
158,000 SH	SOLE		1 X			
HEALTH MGMT ASSOC INC NEW			CL A	421933102	\$	6,857
629,085 SH	SOLE		1 X			
HEALTH NET INC			COM	42222G108	\$	549
16,800 SH	SOLE		1 X			
HEALTHSPRING INC			COM	42224N101	\$	209
5,600 SH	SOLE		1 X			
HERTZ GLOBAL HOLDINGS INC			COM	42805T105	\$	671
42,900 SH	SOLE		1 X			
HESS CORP			COM	42809H107	\$	3,255
38,200 SH	SOLE		1 X			
HEWLETT PACKARD CO			COM	428236103	\$	3,274
79,900 SH	SOLE		1 X			
HIGHER ONE HLDGS INC			COM	42983D104	\$	152
10,500 SH	SOLE		1 X			
HILL ROM HLDGS INC			COM	431475102	\$	547
14,400 SH	SOLE		1 X			
HOME DEPOT INC			COM	437076102	\$	200
5,400 SH	SOLE		1 X			
HORNBECK OFFSHORE SVCS						
INC NEW			COM	440543106	\$	697
22,600 SH	SOLE		1 X			
HORSEHEAD HLDG CORP			COM	440694305	\$	228
13,400 SH	SOLE		1 X			
HOSPIRA INC			COM	441060100	\$	38,756
702,103 SH	SOLE		1 X			
HOSPIRA INC			COM	441060100	\$	11,040
200,000 SH	CALL SOLE		1 X			
HOWARD HUGHES CORP			COM	44267D107	\$	205
2,900 SH	SOLE		1 X			
HUNTINGTON BANCSHARES INC			COM	446150104	\$	67
10,100 SH	SOLE		1 X			
HUNTSMAN CORP			COM	447011107	\$	222
12,800 SH	SOLE		1 X			
HYATT HOTELS CORP			COM CL A	448579102	\$	267
6,200 SH	SOLE		1 X			
IAC INTERACTIVECORP			COM PAR \$.001	44919P508	\$	522
16,900 SH	SOLE		1 X			
IXIA			COM	45071R109	\$	192
12,100 SH	SOLE		1 X			
ITT CORP NEW			COM	450911102	\$	401
6,670 SH	SOLE		1 X			
IMMUCOR INC			COM	452526106	\$	415
21,000 SH	SOLE		1 X			
IMPAX LABORATORIES INC			COM	45256B101	\$	346
13,600 SH	SOLE		1 X			
INGRAM MICRO INC			CL A	457153104	\$	793
37,700 SH	SOLE		1 X			
INNOPHOS HOLDINGS INC			COM	45774N108	\$	281
6,100 SH	SOLE		1 X			

INTEGRA LIFESCIENCES									
HLDGS CP					COM NEW	457985208	\$		275
5,800 SH		SOLE			1 X				
INTEGRATED DEVICE TECHNOLOGY									
42,600 SH		SOLE			COM	458118106	\$		314
					1 X				
INTEL CORP									
142,092 SH		SOLE			COM	458140100	\$		2,867
					1 X				
INTERMUNE INC									
125,000 SH		SOLE			COM	45884X103	\$		5,899
					1 X				
INTERNAP NETWORK SVCS CORP									
20,100 SH		SOLE			COM PAR \$.001	45885A300	\$		132
					1 X				
INTL PAPER CO									
12,500 SH		SOLE			COM	460146103	\$		377
					1 X				
INTERNATIONAL RECTIFIER CORP									
10,500 SH		SOLE			COM	460254105	\$		347
					1 X				
INTEROIL CORP									
4,047,322 SH		SOLE			COM	460951106	\$		302,092
					1 X				
INTEROIL CORP									
500,000 SH	CALL	SOLE			COM	460951106	\$		37,320
					1 X				
INTERVAL LEISURE GROUP INC									
11,714 SH		SOLE			COM	46113M108	\$		192
					1 X				
INVACARE CORP									
6,600 SH		SOLE			COM	461203101	\$		205
					1 X				
IRIDIUM COMMUNICATIONS INC									
33,900 SH		SOLE			COM	46269C102	\$		270
					1 X				
ISHARES INC									
910,500 SH	CALL	SOLE			MSCI JAPAN	464286848	\$		9,392
					1 X				
ISHARES TR									
150,000 SH		SOLE			FTSE CHINA25 IDX	464287184	\$		6,737
					1 X				
ISHARES TR									
3,328,000 SH	PUT	SOLE			MSCI EMERG MKT	464287234	\$		161,974
					1 X				
ISHARES TR									
122,500 SH	CALL	SOLE			RUSSELL 2000	464287655	\$		10,311
					1 X				
ISHARES TR									
1,391,300 SH	PUT	SOLE			RUSSELL 2000	464287655	\$		117,106
					1 X				
ISIS PHARMACEUTICALS INC									
22,300 SH		SOLE			COM	464330109	\$		202
					1 X				
ISOFTSTONE HLDGS LTD									
690,345 SH		SOLE			SPONSORED ADS	46489B108	\$		12,778
					1 X				
					SPON ADR				
ITAU UNIBANCO HLDG SA									
1,351,950 SH		SOLE			REP PFD	465562106	\$		32,514
					1 X				
ITC HLDGS CORP									
2,900 SH		SOLE			COM	465685105	\$		203
					1 X				
JA SOLAR HOLDINGS CO LTD									
300,000 SH		SOLE			SPON ADR	466090107	\$		2,103
					1 X				
JDS UNIPHASE CORP									
141,728,000 PRN		SOLE			SR NT CV 1%26	46612JAD3	\$		152,824
					1 X				
JPMORGAN CHASE & CO									
28,794	624,600 SH				COM	46625H100	\$		
					SOLE			1 X	

J2 GLOBAL COMMUNICATIONS INC			COM NEW	46626E205	\$	239
8,100 SH	SOLE		1 X			
JACK IN THE BOX INC			COM	466367109	\$	231
10,200 SH	SOLE		1 X			
JAMBA INC			COM	47023A101	\$	66
30,100 SH	SOLE		1 X			
JARDEN CORP			COM	471109108	\$	427
12,000 SH	SOLE		1 X			
KAR AUCTION SVCS INC			COM	48238T109	\$	178
11,600 SH	SOLE		1 X			
KBR INC			COM	48242W106	\$	325
8,600 SH	SOLE		1 X			
K V PHARMACEUTICAL CO			CL A	482740206	\$	1,198
200,000 SH	SOLE		1 X			
KAPSTONE PAPER & PACKAGING						
CRP			COM	48562P103	\$	220
12,800 SH	SOLE		1 X			
KAYDON CORP			COM	486587108	\$	415
10,600 SH	SOLE		1 X			
KEMET CORP			COM NEW	488360207	\$	191
12,900 SH	SOLE		1 X			
KENNAMETAL INC			COM	489170100	\$	546
14,000 SH	SOLE		1 X			
KEYCORP NEW			COM	493267108	\$	2,522
284,000 SH	SOLE		1 X			
KINETIC CONCEPTS INC			COM NEW	49460W208	\$	321
5,900 SH	SOLE		1 X			
KINROSS GOLD CORP			COM NO PAR	496902404	\$	21,726
1,379,400 SH	SOLE		1 X			
KNIGHT CAP GROUP INC			CL A COM	499005106	\$	241
18,000 SH	SOLE		1 X			
KORN FERRY INTL			COM NEW	500643200	\$	272
12,200 SH	SOLE		1 X			
KRAFT FOODS INC			CL A	50075N104	\$	555
17,700 SH	SOLE		1 X			
KROGER CO			COM	501044101	\$	530
22,100 SH	SOLE		1 X			
KRONOS WORLDWIDE INC			COM	50105F105	\$	222
3,800 SH	SOLE		1 X			
KULICKE & SOFFA INDS INC			COM	501242101	\$	
292 31,200 SH	SOLE		1 X			
LA Z BOY INC			COM	505336107	\$	104
10,900 SH	SOLE		1 X			
LAM RESEARCH CORP			COM	512807108	\$	323
5,700 SH	SOLE		1 X			
LAS VEGAS SANDS CORP			COM	517834107	\$	11,695
277,000 SH	SOLE		1 X			
LATTICE SEMICONDUCTOR CORP			COM	518415104	\$	540
91,500 SH	SOLE		1 X			
LAUDER ESTEE COS INC			CL A	518439104	\$	328
3,400 SH	SOLE		1 X			

LAWSON SOFTWARE INC NEW	COM	52078P102	\$	75,755
6,260,757 SH SOLE	1 X			
LAWSON SOFTWARE INC NEW	SR NT CV 2.5%12	52078PAA0	\$	249,510
215,095,000 PRN SOLE	1 X			
LEAR CORP	COM NEW	521865204	\$	1,183
24,200 SH SOLE	1 X			
LENDER PROCESSING SVCS INC	COM	52602E102	\$	222
6,900 SH SOLE	1 X			
LIBERTY GLOBAL INC	COM SER A	530555101	\$	302
7,300 SH SOLE	1 X			
LIBERTY GLOBAL INC	COM SER C	530555309	\$	108
2,700 SH SOLE	1 X			
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	\$	233
14,500 SH SOLE	1 X			
LIBERTY MEDIA CORP NEW	CAP COM SER A	53071M302	\$	759
10,300 SH SOLE	1 X			
SHARED				
LIBERTY MEDIA CORP NEW	CAP COM SER A	53071M302	\$	865
11,744 SH (OTHER)	1 X			
LIBERTY MEDIA CORP NEW	LIB STAR COM A	53071M708	\$	16,603
213,950 SH SOLE	1 X			
LIFE TECHNOLOGIES CORP	COM	53217V109	\$	419
8,000 SH SOLE	1 X			
LIFEPOINT HOSPITALS INC	COM	53219L109	\$	362
9,000 SH SOLE	1 X			
LINCARE HLDGS INC	COM	532791100	\$	436
14,700 SH SOLE	1 X			
LINCOLN ELEC HLDGS INC	COM	533900106	\$	228
3,000 SH SOLE	1 X			
LIONBRIDGE TECHNOLOGIES INC	COM	536252109	\$	83
24,300 SH SOLE	1 X			
LIVE NATION ENTERTAINMENT INC	COM	538034109	\$	478
47,800 SH SOLE	1 X			
LIZ CLAIBORNE INC	COM	539320101	\$	68
12,700 SH SOLE	1 X			
LOCKHEED MARTIN CORP	COM	539830109	\$	4,221
52,500 SH SOLE	1 X			
LONGTOP FINL TECHNOLOGIES LTD	ADR	54318P108	\$	1,027
32,700 SH SOLE	1 X			
LORAL SPACE & COMMUNICATNS INC	COM	543881106	\$	6,976
89,957 SH SOLE	1 X			
MBIA INC	COM	55262C100	\$	407
40,500 SH SOLE	1 X			
MF GLOBAL HLDGS LTD	COM	55277J108	\$	1,739
210,000 SH SOLE	1 X			
MI DEVS INC	CL A SUB VTG	55304X104	\$	310
10,700 SH SOLE	1 X			
MPG OFFICE TR INC	COM	553274101	\$	390
105,000 SH SOLE	1 X			

SHARED			
MSCI INC		CL A	55354G100 \$ 619
16,825 SH	(OTHER)	1 X	
MACK CALI RLTY CORP		COM	554489104 \$ 200
5,900 SH	SOLE	1 X	
MACQUARIE INFRASTR CO LLC		MEMBERSHIP INT	55608B105 \$ 272
11,400 SH	SOLE	1 X	
MACYS INC		COM	55616P104 \$ 17,589
725,000 SH	SOLE	1 X	
MADISON SQUARE GARDEN INC		CL A	55826P100 \$ 3,594
133,175 SH	SOLE	1 X	
MAGMA DESIGN AUTOMATION		COM	559181102 \$ 71
10,400 SH	SOLE	1 X	
MAGNA INTL INC		COM	559222401 \$ 268
5,600 SH	SOLE	1 X	
MAKO SURGICAL CORP		COM	560879108 \$ 237
9,800 SH	SOLE	1 X	
MANPOWER INC		COM	56418H100 \$ 421
6,700 SH	SOLE	1 X	

SHARED			
MAP PHARMACEUTICALS INC		COM	56509R108 \$ 11,394
826,258 SH	(OTHER)	1 X	
MAP PHARMACEUTICALS INC		COM	56509R108 \$ 3,080
223,342 SH	SOLE	1 X	
MARKET VECTORS ETF TR		GOLD MINER ETF	57060U100 \$ 589
9,800 SH	SOLE	1 X	
MARKET VECTORS ETF TR		JR GOLD MINERS E	57060U589 \$ 51
1,300 SH	SOLE	1 X	
MASTEC INC		COM	576323109 \$ 297
14,300 SH	SOLE	1 X	
MASTERCARD INC		CL A	57636Q104 \$ 275
1,094 SH	SOLE	1 X	

SHARED			
MASTERCARD INC		CL A	57636Q104 \$ 977
3,881 SH	(OTHER)	1 X	
MAXIM INTEGRATED PRODS INC		COM	57772K101 \$ 282
11,000 SH	SOLE	1 X	
MAXIMUS INC		COM	577933104 \$ 471
5,800 SH	SOLE	1 X	
MCDONALDS CORP		COM	580135101 \$ 723
9,500 SH	SOLE	1 X	
MCG CAPITAL CORP		COM	58047P107 \$ 75
11,600 SH	SOLE	1 X	
MCKESSON CORP		COM	58155Q103 \$ 490
6,200 SH	SOLE	1 X	
MEAD JOHNSON NUTRITION CO		COM	582839106 \$ 284
4,900 SH	SOLE	1 X	

SHARED						
MEAD JOHNSON NUTRITION CO		COM			582839106	\$ 1,319
22,771 SH (OTHER)		1		X		
MEDCO HEALTH SOLUTIONS INC		COM			58405U102	\$ 5,863
104,400 SH SOLE		1		X		
MENTOR GRAPHICS CORP		COM			587200106	\$ 5,364
366,666 SH SOLE		1		X		
MENTOR GRAPHICS CORP		SB DB CV	6.25%	26	587200AF3	\$ 95,525
93,537,000 PRN SOLE				1 X		
MERCADOLIBRE INC		COM			58733R102	\$ 269
3,300 SH SOLE		1		X		
MERCER INTL INC		COM			588056101	\$ 291
21,500 SH SOLE		1		X		
MERCK & CO INC NEW				COM	58933Y105	\$
208 6,300 SH	SOLE			1 X		
MERCURY COMPUTER SYS		COM			589378108	\$ 35,267
1,666,666 SH SOLE				1 X		
MERGE HEALTHCARE INC		COM			589499102	\$ 91
18,600 SH SOLE		1		X		
MERITAGE HOMES CORP		COM			59001A102	\$ 338
14,000 SH SOLE		1		X		
METALICO INC		COM			591176102	\$ 75
12,000 SH SOLE		1		X		
METLIFE INC		COM			59156R108	\$ 3,180
71,100 SH SOLE		1		X		
METROPCS COMMUNICATIONS INC		COM			591708102	\$ 2,680
165,000 SH SOLE		1		X		
MICROS SYS INC		COM			594901100	\$ 326
6,600 SH SOLE		1		X		
MICROSOFT CORP		COM			594918104	\$ 1,221
48,100 SH SOLE		1		X		
MICROSTRATEGY INC		CL A NEW			594972408	\$ 45,506
338,384 SH SOLE		1		X		
MICROMET INC		COM			59509C105	\$ 89
15,800 SH SOLE		1		X		
MICRON TECHNOLOGY INC		COM			595112103	\$ 7,216
629,700 SH SOLE		1		X		
MICRON TECHNOLOGY INC		SR CV	1.875%	14	595112AH6	\$ 9,084
8,500,000 PRN SOLE				1 X		
MICROSEMI CORP		COM			595137100	\$ 2,979
143,866 SH SOLE		1		X		
MINDSPEED TECHNOLOGIES INC		COM NEW			602682205	\$ 264
31,200 SH SOLE		1		X		
MINERALS TECHNOLOGIES INC		COM			603158106	\$ 898
13,100 SH SOLE		1		X		
MOLINA HEALTHCARE INC		COM			60855R100	\$ 200
5,000 SH SOLE		1		X		
MONOLITHIC PWR SYS INC		COM			609839105	\$ 238
16,800 SH SOLE		1		X		
MONSANTO CO NEW		COM			61166W101	\$ 192,139
2,658,998 SH SOLE				1 X		

MOODYS CORP			COM		615369105	\$	24,937
735,400 SH	SOLE		1 X				
MORGAN STANLEY			COM NEW		617446448	\$	475
17,400 SH	SOLE		1 X				
MOTOROLA SOLUTIONS INC			COM NEW		620076307	\$	200,238
4,480,610 SH	SOLE		1 X				
MOTOROLA SOLUTIONS INC			COM NEW		620076307	\$	2,561
57,300 SH	CALL SOLE		1 X				
MOTOROLA MOBILITY HLDGS INC			COM		620097105	\$	9,047
370,772 SH	SOLE		1 X				
MOVE INC COM			COM		62458M108	\$	463
193,600 SH	SOLE		1 X				
MUELLER WTR PRODS INC			COM SER A		624758108	\$	76
17,000 SH	SOLE		1 X				
MULTIMEDIA GAMES HLDG CO INC			COM		625453105	\$	61
10,701 SH	SOLE		1 X				
MURPHY OIL CORP			COM		626717102	\$	1,395
19,000 SH	SOLE		1 X				
NCR CORP NEW			COM		62886E108	\$	307
16,300 SH	SOLE		1 X				
NII HLDGS INC			CL B NEW		62913F201	\$	50,566
1,213,498 SH	SOLE		1 X				
NII HLDGS INC			NT CV 3.125%12		62913FAJ1	\$	174,487
172,759,000 PRN	SOLE		1 X				
NPS PHARMACEUTICALS INC			COM		62936P103	\$	7,409
773,400 SH	SOLE		1 X				
NVR INC			COM		62944T105	\$	476
629 SH	SOLE	1	X				
NALCO HOLDING COMPANY			COM		62985Q101	\$	249
9,100 SH	SOLE		1 X				
NAVISTAR INTL CORP NEW			COM		63934E108	\$	229
3,300 SH	SOLE		1 X				
NEOGEN CORP			COM		640491106	\$	2,473
59,768 SH	SOLE		1 X				
NETAPP INC			COM		64110D104	\$	87
1,800 SH	SOLE		1 X				
SHARED							
NETAPP INC			COM		64110D104	\$	915
19,000 SH	(OTHER)		1 X				
NETFLIX INC			COM		64110L106	\$	3,662
15,400 SH	SOLE		1 X				
NETEASE COM INC			SPONSORED ADR		64110W102	\$	4,368
88,225 SH	SOLE		1 X				
NETSCOUT SYS INC			COM		64115T104	\$	301
11,000 SH	SOLE		1 X				
NEUROCRINE BIOSCIENCES INC			COM		64125C109	\$	93
12,300 SH	SOLE		1 X				
NEW YORK & CO INC			COM		649295102	\$	
79 11,200 SH	SOLE		1 X				
NEWPORT CORP			SB NT CV 2.5%12		651824AB0	\$	55,974

54,344,000	PRN	SOLE	1	X		
NOKIA CORP			SPONSORED	ADR	654902204	\$ 3,267
383,852	SH	SOLE	1	X		
NOBLE ENERGY INC			COM		655044105	\$ 17,397
180,000	SH	SOLE	1	X		
NORTH AMERN ENERGY PARTNERS			COM		656844107	\$ 182
14,800	SH	SOLE	1	X		
NORTH AMERN PALLADIUM LTD			COM		656912102	\$ 12,980
2,000,000	SH	SOLE	1	X		
NORTHERN DYNASTY MINERALS LTD			COM	NEW	66510M204	\$ 316
21,000	SH	SOLE	1	X		
NORTHROP GRUMMAN CORP			COM		666807102	\$ 6,499
103,629	SH	SOLE	1	X		
NOVAGOLD RES INC			COM	NEW	66987E206	\$ 45,397
3,492,100	SH	SOLE	1	X		
NVIDIA CORP			COM		67066G104	\$ 7,774
421,124	SH	SOLE	1	X		
NUTRI SYS INC NEW			COM		67069D108	\$ 325
22,400	SH	SOLE	1	X		
OSI SYSTEMS INC			COM		671044105	\$ 285
7,600	SH	SOLE	1	X		
OCCIDENTAL PETE CORP DEL			COM		674599105	\$ 669
6,400	SH	SOLE	1	X		
OCEANEERING INTL INC			COM		675232102	\$ 233
2,600	SH	SOLE	1	X		
OCWEN FINL CORP			COM	NEW	675746309	\$ 215
19,500	SH	SOLE	1	X		
OIL SVC HOLDRS TR			DEPOSTRY	RCPT	678002106	\$ 12,327
75,000	SH	SOLE	1	X		
OLD NATL BANCORP IND			COM		680033107	\$ 139
13,000	SH	SOLE	1	X		
OLYMPIC STEEL INC			COM		68162K106	\$ 4,593
140,000	SH	SOLE	1	X		
OMEGA PROTEIN CORP			COM		68210P107	\$ 192
14,200	SH	SOLE	1	X		
OMNIVISION TECHNOLOGIES INC			COM		682128103	\$ 3,198
90,000	SH	SOLE	1	X		
ON SEMICONDUCTOR CORP			COM		682189105	\$ 522
52,900	SH	SOLE	1	X		
ONEOK INC NEW			COM		682680103	\$ 308
4,600	SH	SOLE	1	X		
ONYX PHARMACEUTICALS INC			COM		683399109	\$ 5,425
154,200	SH	SOLE	1	X		
OPENWAVE SYS INC			COM	NEW	683718308	\$ 101
47,300	SH	SOLE	1	X		
OPENTABLE INC			COM		68372A104	\$ 2,127
20,000	SH	SOLE	1	X		
ORACLE CORP			COM		68389X105	\$ 17,889
536,074	SH	SOLE	1	X		
ORBITAL SCIENCES CORP			SR	SUB NT CV 27	685564AN6	\$ 76,906
71,667,000	PRN	SOLE	1	X		

ORBITZ WORLDWIDE INC			COM		68557K109	\$	155
43,300 SH	SOLE		1 X				
OSHKOSH CORP			COM		688239201	\$	230
6,500 SH	SOLE		1 X				
OWENS CORNING NEW			COM		690742101	\$	238
6,600 SH	SOLE		1 X				
PDL BIOPHARMA INC			COM		69329Y104	\$	97
16,700 SH	SOLE		1 X				
PHH CORP			COM NEW		693320202	\$	455
20,900 SH	SOLE		1 X				
PMC-SIERRA INC			COM		69344F106	\$	6,509
866,666 SH	SOLE		1 X				
PNC FINL SVCS GROUP INC			COM		693475105	\$	6,576
104,400 SH	SOLE		1 X				
POSCO			SPONSORED ADR		693483109	\$	251
2,200 SH	SOLE		1 X				
PACKAGING CORP AMER			COM		695156109	\$	953
33,000 SH	SOLE		1 X				
PALL CORP			COM		696429307	\$	328
5,700 SH	SOLE		1 X				
PARAMETRIC TECHNOLOGY CORP			COM NEW		699173209	\$	13,343
593,299 SH	SOLE		1 X				
PENN NATL GAMING INC			COM		707569109	\$	545
14,700 SH	SOLE		1 X				
PENN WEST PETE LTD NEW			COM		707887105	\$	14,186
512,100 SH	SOLE		1 X				
PENNEY J C INC			COM		708160106	\$	693
19,300 SH	SOLE		1 X				
PEP BOYS MANNY MOE & JACK			COM		713278109	\$	
600 47,200 SH	SOLE		1 X				
PEREGRINE PHARMACEUTICALS INC			COM NEW		713661304	\$	44
18,700 SH	SOLE		1 X				
PETROHAWK ENERGY CORP			COM		716495106	\$	361
14,700 SH	SOLE		1 X				
PETROLEO BRASILEIRO SA PETROBR			SP ADR NON VTG		71654V101	\$	32
900 SH	SOLE		1 X				
PETROLEO BRASILEIRO SA PETROBR			SPONSORED ADR		71654V408	\$	44,885
1,110,200 SH	SOLE		1 X				
PETROLEO BRASILEIRO SA PETROBR			SPONSORED ADR		71654V408	\$	20,215
500,000 SH CALL SOLE			1 X				
PETSMART INC			COM		716768106	\$	377
9,200 SH	SOLE		1 X				
PFIZER INC			COM		717081103	\$	11,595
570,900 SH	SOLE		1 X				
PHILIP MORRIS INTL INC			COM		718172109	\$	394
6,000 SH	SOLE		1 X				
PHILIPPINE LONG DISTANCE TEL			SPONSORED ADR		718252604	\$	2,461
46,000 SH	SOLE		1 X				
PHILLIPS VAN HEUSEN CORP			COM		718592108	\$	1,600
24,600 SH	SOLE		1 X				
PHOENIX COS INC NEW			COM		71902E109	\$	81

29,700	SH	SOLE	1	X		
PINNACLE AIRL CORP			COM		723443107	\$ 99
17,200	SH	SOLE	1	X		
PINNACLE ENTMT INC			COM		723456109	\$ 330
24,200	SH	SOLE	1	X		
PIONEER DRILLING CO			COM		723655106	\$ 207
15,000	SH	SOLE	1	X		
PIONEER NAT RES CO			COM		723787107	\$ 234
2,300	SH	SOLE	1	X		
PLANTRONICS INC NEW			COM		727493108	\$ 267
7,300	SH	SOLE	1	X		
PLATINUM GROUP METALS LTD			COM NEW		72765Q205	\$ 16,491
8,420,800	SH	SOLE	1	X		
POLO RALPH LAUREN CORP			CL A		731572103	\$ 61,376
496,368	SH	SOLE	1	X		
POLYONE CORP			COM		73179P106	\$ 716
50,400	SH	SOLE	1	X		
POPULAR INC			COM		733174106	\$ 407
139,300	SH	SOLE	1	X		
POTASH CORP SASK INC			COM		73755L107	\$ 10,862
184,325	SH	SOLE	1	X		
POWER ONE INC NEW			COM		73930R102	\$ 24,810
2,835,450	SH	SOLE	1	X		
PRECISION CASTPARTS CORP			COM		740189105	\$ 456
3,100	SH	SOLE	1	X		
PRICELINE COM INC			COM NEW		741503403	\$ 23,566
46,532	SH	SOLE	1	X		
PRICESMART INC			COM		741511109	\$ 315
8,600	SH	SOLE	1	X		
QLIK TECHNOLOGIES INC			COM		74733T105	\$ 4,550
175,000	SH	SOLE	1	X		
QUALCOMM INC			COM		747525103	\$ 21,748
396,651	SH	SOLE	1	X		
QUANEX BUILDING PRODUCTS CORP			COM		747619104	\$ 381
19,400	SH	SOLE	1	X		
QUANTUM CORP			COM DSSG		747906204	\$ 42
16,500	SH	SOLE	1	X		
QUEST SOFTWARE INC			COM		74834T103	\$ 561
22,100	SH	SOLE	1	X		
QUESTAR CORP			COM		748356102	\$ 260
14,900	SH	SOLE	1	X		
QUICKSILVER RESOURCES INC			COM		74837R104	\$ 222
15,500	SH	SOLE	1	X		
QUIKSILVER INC			COM		74838C106	\$ 112
25,300	SH	SOLE	1	X		
QWEST COMMUNICATIONS INTL INC			COM		749121109	\$ 3,093
452,792	SH	SOLE	1	X		
RDA MICROELECTRONICS INC			SPONSORED ADR		749394102	\$ 6,907
482,336	SH	SOLE	1	X		
RF MICRODEVICES INC			COM		749941100	\$ 27,990
4,366,666	SH	SOLE	1	X		

RF MICRODEVICES INC				SUB NT	CV0.75%12	749941AG5	\$	35,474
33,387,000	PRN	SOLE		1	X			
RF MICRODEVICES INC				SUB NT	CV 1%14	749941AJ9	\$	51,443
47,413,000	PRN	SOLE		1	X			
RAILAMERICA INC				COM		750753402	\$	305
17,900	SH	SOLE		1	X			
RANGE RES CORP				COM		75281A109	\$	3,198
54,700	SH	SOLE		1	X			
RAYTHEON CO				WT EXP	061611	755111119	\$	3
259	SH	SOLE	1	X				
RAYTHEON CO				COM NEW		755111507	\$	3,337
65,600	SH	SOLE		1	X			
REGAL BELOIT CORP				COM		758750103	\$	288
3,900	SH	SOLE		1	X			
REGIONS FINANCIAL CORP NEW				COM		7591EP100	\$	340
46,900	SH	SOLE		1	X			
RENTRAK CORP				COM		760174102	\$	9,208
342,054	SH	SOLE		1	X			
RESEARCH IN MOTION LTD				COM		760975102	\$	40
700	SH	SOLE	1	X				
RESEARCH IN MOTION LTD				COM		760975102	\$	1,696
30,000	SH	CALL	SOLE	1	X			
RETAIL OPPORTUNITY INVTS CORP				COM		76131N101	\$	183
16,700	SH	SOLE		1	X			
REX ENERGY CORPORATION				COM		761565100	\$	148
12,700	SH	SOLE		1	X			
RITE AID CORP				COM		767754104	\$	41
39,000	SH	SOLE		1	X			
ROCKWOOD HLDGS INC				COM		774415103	\$	384
7,800	SH	SOLE		1	X			
ROVI CORP				COM		779376102	\$	14,772
275,337	SH	SOLE		1	X			
RUBICON MINERALS CORP				COM		780911103	\$	219
42,400	SH	SOLE		1	X			
RUBY TUESDAY INC				COM		781182100	\$	535
40,800	SH	SOLE		1	X			
SFN GROUP INC				COM		784153108	\$	286
20,300	SH	SOLE		1	X			
SLM CORP				COM		78442P106	\$	493
32,200	SH	SOLE		1	X			
SM ENERGY CO				COM		78454L100	\$	364
4,900	SH	SOLE		1	X			
SPDR S&P 500 ETF TR					TR UNIT	78462F103	\$	
278,969	2,104,000	SH	PUT	SOLE		1	X	
SPDR S&P 500 ETF TR					TR UNIT	78462F103	\$	
37,125	280,000	SH	CALL	SOLE		1	X	
SPDR GOLD TRUST				GOLD SHS		78463V107	\$	6,909
49,400	SH	SOLE		1	X			
SALIX PHARMACEUTICALS INC				COM		795435106	\$	200
5,700	SH	SOLE		1	X			
SALLY BEAUTY HLDGS INC				COM		79546E104	\$	563

40,200	SH	SOLE	1	X		
SANDERSON FARMS INC			COM		800013104	\$ 413
9,000	SH	SOLE	1	X		
SANDISK CORP			SR NT CV 1%13		80004CAC5	\$ 24,656
25,000,000	PRN	SOLE	1	X		
SANMINA SCI CORP			COM NEW		800907206	\$ 120
10,700	SH	SOLE	1	X		
SANTARUS INC			COM		802817304	\$ 66
19,200	SH	SOLE	1	X		
SAPIENT CORP			COM		803062108	\$ 436
38,100	SH	SOLE	1	X		
SARA LEE CORP			COM		803111103	\$ 504
28,500	SH	SOLE	1	X		
SATCON TECHNOLOGY CORP			COM		803893106	\$ 9,650
2,500,000	SH	SOLE	1	X		
SAVVIS INC			COM NEW		805423308	\$ 389
10,500	SH	SOLE	1	X		
SCHLUMBERGER LTD			COM		806857108	\$ 410
4,400	SH	SOLE	1	X		
SCHWAB CHARLES CORP NEW			COM		808513105	\$ 505
28,000	SH	SOLE	1	X		
SCHWEITZER-MAUDUIT INTL INC			COM		808541106	\$ 445
8,800	SH	SOLE	1	X		
SCIENTIFIC GAMES CORP			CL A		80874P109	\$ 127
14,500	SH	SOLE	1	X		
SEABRIGHT HOLDINGS INC			COM		811656107	\$ 110
10,700	SH	SOLE	1	X		
SEACOAST BKG CORP FLA			COM		811707306	\$ 24
15,100	SH	SOLE	1	X		
SEALY CORP			COM		812139301	\$ 42
16,500	SH	SOLE	1	X		
SELECT COMFORT CORP			COM		81616X103	\$ 338
28,000	SH	SOLE	1	X		
SEMPRA ENERGY			COM		816851109	\$ 401
7,500	SH	SOLE	1	X		
SERVICE CORP INTL			COM		817565104	\$ 170
15,400	SH	SOLE	1	X		
SHAW GROUP INC			COM		820280105	\$ 1,303
36,800	SH	SOLE	1	X		
SHERWIN WILLIAMS CO			COM		824348106	\$ 353
4,200	SH	SOLE	1	X		
SIGMA DESIGNS INC			COM		826565103	\$ 240
18,500	SH	SOLE	1	X		
SINCLAIR BROADCAST GROUP INC			CL A		829226109	\$ 598
47,700	SH	SOLE	1	X		
SINOTECH ENERGY LTD			SPONSORED ADS		829359108	\$ 11,372
1,425,000	SH	SOLE	1	X		
SKYWORKS SOLUTIONS INC			COM		83088M102	\$ 3,685
113,737	SH	SOLE	1	X		
SMITH MICRO SOFTWARE INC			COM		832154108	\$ 695
74,300	SH	SOLE	1	X		

SNAP ON INC			COM	833034101	\$	234
3,900 SH	SOLE		1 X			
SOLUTIA INC			COM NEW	834376501	\$	434
17,100 SH	SOLE		1 X			
SONIC AUTOMOTIVE INC			CL A	83545G102	\$	422
30,100 SH	SOLE		1 X			
SOUTHERN CO			COM	842587107	\$	210
5,514 SH	SOLE		1 X			
SOUTHERN UN CO NEW			COM	844030106	\$	409
14,300 SH	SOLE		1 X			
SOUTHWEST AIRLS CO			COM	844741108	\$	279
22,100 SH	SOLE		1 X			
SPRINT NEXTEL CORP			COM SER 1	852061100	\$	5,532
1,192,289 SH	SOLE		1 X			
SPRINT NEXTEL CORP			COM SER 1	852061100	\$	9,280
2,000,000 SH	CALL SOLE		1 X			
STAGE STORES INC			COM NEW	85254C305	\$	311
16,200 SH	SOLE		1 X			
STANDARD MICROSYSTEMS CORP			COM	853626109	\$	7,209
292,342 SH	SOLE		1 X			
STANDARD PAC CORP NEW			COM	85375C101	\$	251
67,400 SH	SOLE		1 X			
STANLEY BLACK & DECKER INC			COM	854502101	\$	
37,626	491,200 SH		SOLE	1 X		
STATE STR CORP			COM	857477103	\$	7,253
161,400 SH	SOLE		1 X			
STEEL DYNAMICS INC			COM	858119100	\$	278
14,800 SH	SOLE		1 X			
STEELCASE INC			CL A	858155203	\$	171
15,000 SH	SOLE		1 X			
STEWART ENTERPRISES INC			CL A	860370105	\$	169
22,100 SH	SOLE		1 X			
SUN LIFE FINL INC			COM	866796105	\$	321
10,200 SH	SOLE		1 X			
SUNCOR ENERGY INC NEW			COM	867224107	\$	439
9,800 SH	SOLE		1 X			
SUNTRUST BKS INC			COM	867914103	\$	7,977
276,600 SH	SOLE		1 X			
SUSQUEHANNA BANCSHARES INC PA			COM	869099101	\$	191
20,400 SH	SOLE		1 X			
SWIFT TRANSN CO			CL A	87074U101	\$	14,700
1,000,000 SH	SOLE		1 X			
SYMANTEC CORP			SR NT CV 0.75%11	871503AD0	\$	3,124
3,000,000 PRN	SOLE		1 X			
SYNOVUS FINL CORP			COM	87161C105	\$	133
55,600 SH	SOLE		1 X			
TD AMERITRADE HLDG CORP			COM	87236Y108	\$	707
33,900 SH	SOLE		1 X			
THL CR INC			COM	872438106	\$	190
13,889 SH	SOLE		1 X			
TRW AUTOMOTIVE HLDGS CORP			COM	87264S106	\$	121

2,200	SH	SOLE	1	X			
SHARED							
TRW AUTOMOTIVE HLDGS CORP			COM		87264S106	\$	576
10,450	SH	(OTHER)	1	X			
TNS INC			COM		872960109	\$	156
10,000	SH	SOLE	1	X			
TAKE-TWO INTERACTIVE SOFTWARE			COM		874054109	\$	381
24,800	SH	SOLE	1	X			
TALBOTS INC			COM		874161102	\$	181
29,952	SH	SOLE	1	X			
TARGET CORP			COM		87612E106	\$	435
8,700	SH	SOLE	1	X			
TEKELEC			COM		879101103	\$	114
14,000	SH	SOLE	1	X			
TEMPLE INLAND INC			COM		879868107	\$	374
16,000	SH	SOLE	1	X			
TELETECH HOLDINGS INC			COM		879939106	\$	287
14,800	SH	SOLE	1	X			
TENET HEALTHCARE CORP			COM		88033G100	\$	24,585
3,300,000	SH	SOLE	1	X			
TERADATA CORP DEL			COM		88076W103	\$	15,696
309,578	SH	SOLE	1	X			
TEVA PHARMACEUTICAL INDS LTD			ADR		881624209	\$	107,063
2,134,000	SH	SOLE	1	X			
TESSERA TECHNOLOGIES INC			COM		88164L100	\$	329
18,000	SH	SOLE	1	X			
TEXAS INSTRS INC			COM		882508104	\$	2,454
71,004	SH	SOLE	1	X			
THERMO FISHER SCIENTIFIC INC			COM		883556102	\$	25,275
455,000	SH	SOLE	1	X			
THOMAS & BETTS CORP			COM		884315102	\$	
297	5,000	SH	SOLE	1	X		
TIDEWATER INC			COM		886423102	\$	2,753
46,000	SH	SOLE	1	X			
TIME WARNER INC			COM NEW		887317303	\$	336
9,400	SH	SOLE	1	X			
TIME WARNER CABLE INC			COM		88732J207	\$	4,860
68,131	SH	SOLE	1	X			
TIMKEN CO			COM		887389104	\$	554
10,600	SH	SOLE	1	X			
TIVO INC			COM		888706108	\$	5,469
625,000	SH	SOLE	1	X			
TORONTO DOMINION BK ONT			COM NEW		891160509	\$	345
3,900	SH	SOLE	1	X			
TRACTOR SUPPLY CO			COM		892356106	\$	371
6,200	SH	SOLE	1	X			
SHARED							
TRACTOR SUPPLY CO			COM		892356106	\$	2,002
33,440	SH	(OTHER)	1	X			

TPC GROUP INC			COM	89236Y104	\$	254
8,800 SH	SOLE		1 X			
TRANSCANADA CORP			COM	89353D107	\$	340
8,400 SH	SOLE		1 X			
TRANSDIGM GROUP INC			COM	893641100	\$	612
7,300 SH	SOLE		1 X			
TRAVELERS COMPANIES INC			COM	89417E109	\$	4,092
68,800 SH	SOLE		1 X			
TRUE RELIGION APPAREL INC			COM	89784N104	\$	296
12,600 SH	SOLE		1 X			
TURKCELL ILETISIM HIZMETLERI			SPON ADR NEW	900111204	\$	1,300
86,500 SH	SOLE		1 X			
TWO HBRS INVT CORP			COM	90187B101	\$	137
13,100 SH	SOLE		1 X			
URS CORP NEW			COM	903236107	\$	50,424
1,094,989 SH	SOLE		1 X			
UMPQUA HLDGS CORP			COM	904214103	\$	190
16,600 SH	SOLE		1 X			
UNION PAC CORP			COM	907818108	\$	482
4,900 SH	SOLE		1 X			
UNITED CONTL HLDGS INC			COM	910047109	\$	18,066
785,800 SH	SOLE		1 X			
UNITED PARCEL SERVICE INC			CL B	911312106	\$	416
5,600 SH	SOLE		1 X			
UNITED STATIONERS INC			COM	913004107	\$	313
4,400 SH	SOLE		1 X			
UNITED THERAPEUTICS CORP DEL			COM	91307C102	\$	7,218
107,700 SH	SOLE		1 X			
UNITEDHEALTH GROUP INC			COM	91324P102	\$	14,202
314,200 SH	SOLE		1 X			
UNIVERSAL HLTH SVCS INC			CL B	913903100	\$	707
14,300 SH	SOLE		1 X			
VALASSIS COMMUNICATIONS INC			COM	918866104	\$	490
16,800 SH	SOLE		1 X			
VALMONT INDS INC			COM	920253101	\$	532
5,100 SH	SOLE		1 X			
VALUECLICK INC			COM	92046N102	\$	600
41,500 SH	SOLE		1 X			
VERIFONE SYS INC			COM	92342Y109	\$	7,495
136,393 SH	SOLE		1 X			
VERISIGN INC			COM	92343E102	\$	301
8,300 SH	SOLE		1 X			
VERIZON COMMUNICATIONS INC			COM	92343V104	\$	64,954
1,685,376 SH	SOLE		1 X			
VERINT SYS INC			COM	92343X100	\$	7,120
198,650 SH	SOLE		1 X			
VERIGY LTD			SR NT CV 5.25%14	92345XAB4	\$	82,896
66,135,000 PRN	SOLE		1 X			
VERISK ANALYTICS INC			CL A	92345Y106	\$	495
15,100 SH	SOLE		1 X			

SHARED							
VERISK ANALYTICS INC			CL A		92345Y106	\$	443
13,527 SH	(OTHER)		1	X			
VERTEX PHARMACEUTICALS INC			COM		92532F100	\$	9,586
200,000 SH	SOLE		1	X			
VIASAT INC			COM		92552V100	\$	1,155
29,000 SH	SOLE		1	X			
VIACOM INC NEW			CL B		92553P201	\$	3,768
81,000 SH	SOLE		1	X			
VISA INC			COM CL A		92826C839	\$	574
7,800 SH	SOLE		1	X			

SHARED							
VISA INC			COM CL A		92826C839	\$	699
9,500 SH	(OTHER)		1	X			
VISTEON CORP			COM NEW		92839U206	\$	133,360
2,134,106 SH	SOLE		1	X			
VITACOST COM INC			COM		92847A200	\$	72
12,700 SH	SOLE		1	X			
VODAFONE GROUP PLC NEW			SPONS ADR NEW		92857W209	\$	5,126
178,300 SH	SOLE		1	X			
VONAGE HLDGS CORP			COM		92886T201	\$	280
61,500 SH	SOLE		1	X			
VOYAGER OIL & GAS INC			COM		92911K100	\$	
4,400 1,000,000 SH			SOLE	1 X			
WABCO HLDGS INC			COM		92927K102	\$	12,328
200,000 SH	SOLE		1	X			

SHARED							
WABCO HLDGS INC			COM		92927K102	\$	324
5,249 SH	(OTHER)		1	X			
WMS INDS INC			COM		929297109	\$	417
11,800 SH	SOLE		1	X			
WUXI PHARMATECH CAYMAN INC			SPONS ADR SHS		929352102	\$	3,865
250,000 SH	SOLE		1	X			
WABASH NATL CORP			COM		929566107	\$	22,002
1,900,000 SH	SOLE		1	X			
WASHINGTON FED INC			COM		938824109	\$	201
11,600 SH	SOLE		1	X			
WASTE CONNECTIONS INC			COM		941053100	\$	354
12,300 SH	SOLE		1	X			
WATTS WATER TECHNOLOGIES INC			CL A		942749102	\$	271
7,100 SH	SOLE		1	X			
WEBMD HEALTH CORP			COM		94770V102	\$	1,261
23,600 SH	SOLE		1	X			
WELLPOINT INC			COM		94973V107	\$	824
11,800 SH	SOLE		1	X			
WELLS FARGO & CO NEW			COM		949746101	\$	
111,112 3,505,100 SH			SOLE	1 X			
WENDYS ARBYS GROUP INC			COM		950587105	\$	423
84,000 SH	SOLE		1	X			

WESTERN DIGITAL CORP			COM		958102105	\$	21,308
571,414 SH	SOLE		1	X			
WESTERN REFNG INC			COM		959319104	\$	453
26,700 SH	SOLE		1	X			
WESTERN UN CO			COM		959802109	\$	285
13,700 SH	SOLE		1	X			
WESTPORT INNOVATIONS INC			COM NEW		960908309	\$	121,936
5,547,604 SH	SOLE			1 X			
WESTPORT INNOVATIONS INC			COM NEW		960908309	\$	725
33,000 SH	CALL SOLE		1	X			
WILLIAMS COS INC DEL			COM		969457100	\$	1,465
47,000 SH	SOLE		1	X			
WINNEBAGO INDS INC			COM		974637100	\$	8,022
600,000 SH	SOLE		1	X			
WRIGHT MED GROUP INC			COM		98235T107	\$	287
16,900 SH	SOLE		1	X			
WYNDHAM WORLDWIDE CORP			COM		98310W108	\$	452
14,200 SH	SOLE		1	X			
XEROX CORP			COM		984121103	\$	424
39,800 SH	SOLE		1	X			
YAHOO INC			COM		984332106	\$	1,109
66,500 SH	SOLE		1	X			
YOUKU COM INC			SPONSORED ADR		98742U100	\$	2,376
50,000 SH	SOLE		1	X			
YUM BRANDS INC			COM		988498101	\$	375
7,300 SH	SOLE		1	X			
SHARED							
YUM BRANDS INC			COM		988498101	\$	854
16,625 SH	(OTHER)		1	X			
ZORAN CORP			COM		98975F101	\$	1,820
175,184 SH	SOLE		1	X			
ZOLL MED CORP			COM		989922109	\$	457
10,200 SH	SOLE		1	X			
AMDOCS LTD			ORD		G02602103	\$	565
19,600 SH	SOLE		1	X			
ASPEN INSURANCE HOLDINGS LTD			SHS		G05384105	\$	386
14,000 SH	SOLE		1	X			
ASSURED GUARANTY LTD			COM		G0585R106	\$	475
31,900 SH	SOLE		1	X			
AXIS CAPITAL HOLDINGS			SHS		G0692U109	\$	1,896
54,300 SH	SOLE		1	X			
ACCENTURE PLC IRELAND			SHS CLASS A		G1151C101	\$	4,991
90,800 SH	SOLE		1	X			
CREDICORP LTD			COM		G2519Y108	\$	4,995
47,600 SH	SOLE		1	X			
EVEREST RE GROUP LTD			COM		G3223R108	\$	4,083
46,300 SH	SOLE		1	X			
FRESH DEL MONTE PRODUCE INC			ORD		G36738105	\$	287
11,000 SH	SOLE		1	X			
HERBALIFE LTD			COM USD SHS		G4412G101	\$	366

4,500	SH	SOLE	1	X			
SHARED							
HERBALIFE LTD			COM	USD	SHS	G4412G101	\$ 1,403
17,244	SH	(OTHER)	1		X		
INGERSOLL-RAND PLC			SHS			G47791101	\$ 1,551
32,100	SH	SOLE	1	X			
INVESCO LTD			SHS			G491BT108	\$ 250
9,800	SH	SOLE	1	X			
LAZARD LTD			SHS	A		G54050102	\$ 3,792
91,200	SH	SOLE	1	X			
MAIDEN HOLDINGS LTD			SHS			G5753U112	\$ 213
28,400	SH	SOLE	1	X			
MARVELL TECHNOLOGY GROUP LTD			ORD			G5876H105	\$ 3,412
219,445	SH	SOLE	1	X			
MONTPELIER RE HOLDINGS LTD			SHS			G62185106	\$ 198
11,200	SH	SOLE	1	X			
PARTNERRE LTD			COM			G6852T105	\$ 4,160
52,500	SH	SOLE	1	X			
SEAGATE TECHNOLOGY PLC			SHS			G7945M107	\$ 7,868
546,357	SH	SOLE	1	X			
SEACUBE CONTAINER LEASING LT			SHS			G79978105	\$ 221
13,800	SH	SOLE	1	X			
SIGNET JEWELERS LIMITED			SHS			G81276100	\$ 787
17,100	SH	SOLE	1	X			
SMART MODULAR TECHNOLOGIES INC			ORD	SHS		G82245104	\$ 280
36,000	SH	SOLE	1	X			
UTI WORLDWIDE INC			ORD			G87210103	\$ 210
10,400	SH	SOLE	1	X			
GOLAR LNG LTD BERMUDA			SHS			G9456A100	\$ 4,477
175,000	SH	SOLE	1	X			

SHARED							
WHITE MTNS INS GROUP LTD			COM			G9618E107	\$ 1,336
3,667	SH	(OTHER)	1		X		
WILLIS GROUP HOLDINGS PUBLIC L			SHS			G96666105	\$ 343
8,500	SH	SOLE	1	X			
XL GROUP PLC			SHS			G98290102	\$ 2,337
95,000	SH	SOLE	1	X			
YUCHENG TECHNOLOGIES LTD			COM			G98777108	\$ 650
162,000	SH	SOLE	1	X			
ACE LTD			SHS			H0023R105	\$ 1,553
24,000	SH	SOLE	1	X			
WEATHERFORD INTERNATIONAL LTD			REG	SHS		H27013103	\$ 79,071
3,498,700	SH	SOLE		1	X		
TYCO INTERNATIONAL LTD			SHS			H89128104	\$ 219
4,900	SH	SOLE	1	X			
ADECOAGRO S A			COM			L00849106	\$ 366,099
27,158,693	SH	SOLE		1	X		
MILLICOM INTL CELLULAR S A			SHS	NEW		L6388F110	\$ 307
3,200	SH	SOLE	1	X			

CLICKSOFTWARE TECHNOLOGIES LTD	ORD		M25082104	\$	11,110
1,293,367 SH	SOLE	1 X			
CNH GLOBAL N V	SHS NEW		N20935206	\$	320
6,600 SH	SOLE	1 X			
LYONDELLBASELL INDUSTRIES N V	SHS - A -		N53745100	\$	1,167
29,500 SH	SOLE	1 X			
NIELSEN HOLDINGS N V	COM		N63218106	\$	4,097
150,000 SH	SOLE	1 X			
NXP SEMICONDUCTORS N V	COM		N6596X109	\$	333
11,100 SH	SOLE	1 X			
SENSATA TECHNOLOGIES HLDG BV A	SHS		N7902X106	\$	1,128
32,490 SH	SOLE	1 X			
VISTAPRINT N V	SHS		N93540107	\$	488
9,400 SH	SOLE	1 X			
DIANA SHIPPING INC	COM		Y2066G104	\$	184
15,500 SH	SOLE	1 X			
DRYSHIPS INC	SHS		Y2109Q101	\$	106
21,400 SH	SOLE	1 X			
FLEXTRONICS INTL LTD	ORD		Y2573F102	\$	790
105,800 SH	SOLE	1 X			
VERIGY LTD	SHS		Y93691106	\$	86
6,100 SH	SOLE	1 X			
					\$8,400,555

</TABLE>

The following investment managers that are required to file a report pursuant to Section 13 (f) of the Securities and Exchange Act of 1934 ("Section 13 (f)") exercise investment discretion with respect to certain securities held in accounts for which Soros Fund Management LLC ("SFM LLC") acts as principal investment manager, and certain limited partnerships in which such accounts are directly or indirectly partners, and such managers will report such positions on their reports:

028-14061 Bristol Investment Partners LLC
028-12212 Discovery Capital Management, LLC
028-11106 EAC Management LP
028-10354 FrontPoint Partners LLC
028-06256 Martin Currie Investment Management Ltd.
028-13693 Realm Partners LLC
028-13383 Round Table Investment Management Company, LP
028-10804 RR Partners LP

028-05395 Select Equity Group, Inc.
028-05369 Sirios Capital Management, L.P.

** Certain securities reported herein are managed by investment managers that are not required to file a report pursuant to Section 13(f). The inclusion of such securities herein shall not be deemed an admission that George Soros or SFM LLC has investment discretion or voting authority over such securities.

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