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VERIZON COMMUNICATIONS INC  
Form 13F-HR  
February 14, 2012

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 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: Verizon Investment Management Corp.  
Address: 1 Verizon Way, Building 7, 1st Floor South  
Basking Ridge, New Jersey 07920

Form 13F File Number: 028-04063

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: David L. Beik  
-----  
Title: Chief Operating Officer  
-----  
Phone: 908 559-5890  
-----

Signature, Place, and Date of Signing:

/s/ David L. Beik ----- [Signature]	Basking Ridge, New Jersey ----- [City, State]	February 10, 2011 ----- [Date]
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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: 402  
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 Form 13F Information Table Value Total: 621,157.00  
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 (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.

Goldman Sachs Prime Brokerage

VERIZON INVESTMENT MANAGEMENT CORP.  
 FORM 13F-SOLE INSTR V. NONE AUTHORITY  
 31-DEC-11

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	990	18,606		
COVIDIEN PLC	SHS	G2554F113	343	7,629		
HERBALIFE LTD	COM USD SHS	G4412G101	901	17,436		
INGERSOLL-RAND PLC	SHS	G47791101	553	18,134		
MAIDEN HOLDINGS LTD	SHS	G5753U112	342	39,000		
WHITE MTNS INS GROUP LTD	COM	G9618E107	907	2,000		
CNH GLOBAL N V	SHS NEW	N20935206	356	9,900		
AFLAC INC	COM	001055102	549	12,700		
AOL INC	COM	00184X105	343	22,700		
AT&T INC	COM	00206R102	5,383	178,000		
ABBOTT LABS	COM	002824100	5,289	94,059		
ADOBE SYS INC	COM	00724F101	801	28,338		
ADVANCED MICRO DEVICES INC	COM	007903107	96	17,713		
AGILENT TECHNOLOGIES INC	COM	00846U101	350	10,029		
AIR PRODS & CHEMS INC	COM	009158106	1,210	14,206		
ALBEMARLE CORP	COM	012653101	419	8,142		
ALCOA INC	COM	013817101	450	52,000		
ALEXION PHARMACEUTICALS INC	COM	015351109	379	5,298		
ALLEGHANY CORP DEL	COM	017175100	428	1,500		
ALLERGAN INC	COM	018490102	3,034	34,583		

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ALLSTATE CORP	COM	020002101	370	13,500
ALTERA CORP	COM	021441100	901	24,286
ALTRIA GROUP INC	COM	02209S103	3,528	119,004
AMAZON COM INC	COM	023135106	4,167	24,074
AMERICAN ELEC PWR INC	COM	025537101	413	10,000
AMERICAN EXPRESS CO	COM	025816109	2,727	57,818
AMERICAN TOWER CORP	CL A	029912201	686	11,430
AMERISOURCEBERGEN CORP	COM	03073E105	723	19,445
AMETEK INC NEW	COM	031100100	877	20,834
AMGEN INC	COM	031162100	2,825	44,000
AMPHENOL CORP NEW	CL A	032095101	217	4,776
ANADARKO PETE CORP	COM	032511107	1,655	21,679
ANALOG DEVICES INC	COM	032654105	516	14,435
AON CORP	COM	037389103	318	6,800
APACHE CORP	COM	037411105	2,000	22,082
APPLE INC	COM	037833100	22,903	56,550
APPLIED MATLS INC	COM	038222105	2,883	269,194
ARCHER DANIELS MIDLAND CO	COM	039483102	504	17,626
ARROW ELECTRS INC	COM	042735100	523	13,972
ASHLAND INC NEW	COM	044209104	247	4,325
ATMEL CORP	COM	049513104	100	12,340
AUTODESK INC	COM	052769106	201	6,622
AUTOMATIC DATA PROCESSING IN	COM	053015103	1,939	35,901
AUTOZONE INC	COM	053332102	1,537	4,729
AVON PRODS INC	COM	054303102	358	20,497
BB&T CORP	COM	054937107	1,183	47,000
BMC SOFTWARE INC	COM	055921100	741	22,597
BAIDU INC	SPON ADR REP A	056752108	874	7,500
BAKER HUGHES INC	COM	057224107	753	15,485
BALL CORP	COM	058498106	476	13,340
BANK OF AMERICA CORPORATION	COM	060505104	973	175,000
BANK HAWAII CORP	COM	062540109	347	7,800
BANK OF NEW YORK MELLON CORP	COM	064058100	542	27,200
BARD C R INC	COM	067383109	211	2,468
BAXTER INTL INC	COM	071813109	1,415	28,593
BECTON DICKINSON & CO	COM	075887109	934	12,504
BED BATH & BEYOND INC	COM	075896100	706	12,179
BERKLEY W R CORP	COM	084423102	413	12,000
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	3,891	51,000
BEST BUY INC	COM	086516101	397	17,000
BIOGEN IDEC INC	COM	09062X103	766	6,963
BLACKROCK INC	COM	09247X101	1,378	7,729
BOEING CO	COM	097023105	3,181	43,371
BORGWARNER INC	COM	099724106	743	11,656
BOSTON PROPERTIES INC	COM	101121101	1,538	15,445
BRISTOL MYERS SQUIBB CO	COM	110122108	2,203	62,500
BROADCOM CORP	CL A	111320107	938	31,949
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	481	17,500
BROWN FORMAN CORP	CL B	115637209	203	2,520
CBS CORP NEW	CL A	124857103	248	8,963
CBS CORP NEW	CL B	124857202	1,207	44,487
CF INDS HLDGS INC	COM	125269100	953	6,573
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	961	13,771

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CME GROUP INC	COM	12572Q105	1,706	7,000
CMS ENERGY CORP	COM	125896100	331	15,000
CSX CORP	COM	126408103	1,118	53,079
CVS CAREMARK CORPORATION	COM	126650100	2,814	69,000
CABLEVISION SYS CORP	CL A NY			
	CABLVS	12686C109	199	13,987
CABOT OIL & GAS CORP	COM	127097103	229	3,011
CALPINE CORP	COM NEW	131347304	237	14,500
CAMERON INTERNATIONAL CORP	COM	13342B105	844	17,152
CAPITAL ONE FINL CORP	COM	14040H105	1,163	27,500
CARDINAL HEALTH INC	COM	14149Y108	1,058	26,052
CAREFUSION CORP	COM	14170T101	801	31,515
CARNIVAL CORP	PAIRED CTF	143658300	1,240	38,000
CATERPILLAR INC DEL	COM	149123101	3,477	38,379
CELANESE CORP DEL	COM SER A	150870103	753	17,002
CELGENE CORP	COM	151020104	3,538	52,337
CENTERPOINT ENERGY INC	COM	15189T107	492	24,500
CENTURYLINK INC	COM	156700106	647	17,400
CERNER CORP	COM	156782104	2,211	36,096
CHESAPEAKE ENERGY CORP	COM	165167107	495	22,200
CHEVRON CORP NEW	COM	166764100	7,267	68,302
CHIPOTLE MEXICAN GRILL INC	COM	169656105	305	903
CHUBB CORP	COM	171232101	692	10,000
CISCO SYS INC	COM	17275R102	2,260	125,000
CITIGROUP INC	COM NEW	172967424	1,579	60,000
CITRIX SYS INC	COM	177376100	875	14,418
CLIFFS NATURAL RESOURCES INC	COM	18683K101	443	7,108
COACH INC	COM	189754104	1,218	19,961
COCA COLA CO	COM	191216100	8,882	126,934
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	1,529	23,768
COLGATE PALMOLIVE CO	COM	194162103	1,174	12,708
COMCAST CORP NEW	CL A	20030N101	2,529	106,652
CONCHO RES INC	COM	20605P101	279	2,979
CONOCOPHILLIPS	COM	20825C104	3,461	47,500
CONSOL ENERGY INC	COM	20854P109	1,264	34,431
CONSOLIDATED EDISON INC	COM	209115104	868	14,000
CONSTELLATION ENERGY GROUP I	COM	210371100	270	6,800
CORN PRODS INTL INC	COM	219023108	1,750	33,277
CORNING INC	COM	219350105	701	54,000
COSTCO WHSL CORP NEW	COM	22160K105	3,265	39,189
CROWN CASTLE INTL CORP	COM	228227104	818	18,270
CROWN HOLDINGS INC	COM	228368106	571	16,994
CULLEN FROST BANKERS INC	COM	229899109	661	12,500
CUMBERLAND PHARMACEUTICALS I	COM	230770109	112	20,827
CUMMINS INC	COM	231021106	955	10,855
CYPRESS SEMICONDUCTOR CORP	COM	232806109	404	23,946
DTE ENERGY CO	COM	233331107	735	13,500
DANAHER CORP DEL	COM	235851102	1,920	40,826
DARDEN RESTAURANTS INC	COM	237194105	521	11,432
DAVITA INC	COM	23918K108	209	2,752
DECKERS OUTDOOR CORP	COM	243537107	576	7,622
DEERE & CO	COM	244199105	1,680	21,718
DELL INC	COM	24702R101	1,408	96,261
DELTA AIR LINES INC DEL	COM NEW	247361702	119	14,650
DEVON ENERGY CORP NEW	COM	25179M103	837	13,500

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DISNEY WALT CO	COM DISNEY	254687106	2,325	62,000
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	312	7,616
DISH NETWORK CORP	CL A	25470M109	693	24,331
DISCOVER FINL SVCS	COM	254709108	985	41,056
DIRECTV	COM CL A	25490A101	2,263	52,934
DOLLAR TREE INC	COM	256746108	293	3,524
DOMINION RES INC VA NEW	COM	25746U109	1,460	27,500
DONALDSON INC	COM	257651109	831	12,199
DOVER CORP	COM	260003108	881	15,183
DOW CHEM CO	COM	260543103	1,107	38,500
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	1,531	38,779
DU PONT E I DE NEMOURS & CO	COM	263534109	2,507	54,763
DUKE ENERGY CORP NEW	COM	26441C105	1,430	65,000
E M C CORP MASS	COM	268648102	2,731	126,795
EOG RES INC	COM	26875P101	1,915	19,436
EQT CORP	COM	26884L109	261	4,771
EASTMAN CHEM CO	COM	277432100	301	7,697
EATON CORP	COM	278058102	663	15,227
EBAY INC	COM	278642103	1,763	58,135
ECOLAB INC	COM	278865100	781	13,512
EDWARDS LIFESCIENCES CORP	COM	28176E108	234	3,305
EL PASO CORP	COM	28336L109	2,148	80,852
EL PASO ELEC CO	COM NEW	283677854	312	9,000
ELECTRONIC ARTS INC	COM	285512109	506	24,581
EMERSON ELEC CO	COM	291011104	2,407	51,662
ENERGIZER HLDGS INC	COM	29266R108	387	5,000
EXELON CORP	COM	30161N101	422	9,731
EXPEDITORS INTL WASH INC	COM	302130109	865	21,120
EXPRESS SCRIPTS INC	COM	302182100	1,837	41,103
EXXON MOBIL CORP	COM	30231G102	21,848	257,767
FMC TECHNOLOGIES INC	COM	30249U101	1,286	24,626
FAMILY DLR STORES INC	COM	307000109	203	3,524
FASTENAL CO	COM	311900104	371	8,497
FEDEX CORP	COM	31428X106	479	5,731
F5 NETWORKS INC	COM	315616102	248	2,337
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	342	21,500
FISERV INC	COM	337738108	659	11,215
FIRSTENERGY CORP	COM	337932107	443	10,000
FLUOR CORP NEW	COM	343412102	579	11,522
FLOWSERVE CORP	COM	34354P105	532	5,357
FOOT LOCKER INC	COM	344849104	417	17,500
FORD MTR CO DEL	COM PAR \$0.01	345370860	1,271	118,138
FOREST LABS INC	COM	345838106	399	13,200
FRANKLIN RES INC	COM	354613101	1,410	14,675
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	2,310	62,800
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	551	8,100
GENERAL DYNAMICS CORP	COM	369550108	631	9,500
GENERAL ELECTRIC CO	COM	369604103	6,071	339,000
GENERAL MLS INC	COM	370334104	1,470	36,372
GENERAL MTRS CO	COM	37045V100	322	15,900
GILEAD SCIENCES INC	COM	375558103	2,156	52,681
GOLDMAN SACHS GROUP INC	COM	38141G104	1,058	11,700
GOODRICH CORP	COM	382388106	986	7,968
GOOGLE INC	CL A	38259P508	10,498	16,253
GRAFTECH INTL LTD	COM	384313102	313	22,897

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GRAINGER W W INC	COM	384802104	307	1,641
GREAT PLAINS ENERGY INC	COM	391164100	394	18,100
GUESS INC	COM	401617105	294	9,867
HCP INC	COM	40414L109	547	13,200
HALLIBURTON CO	COM	406216101	2,463	71,369
HARLEY DAVIDSON INC	COM	412822108	929	23,909
HEINZ H J CO	COM	423074103	860	15,916
HERSHEY CO	COM	427866108	202	3,267
HEWLETT PACKARD CO	COM	428236103	1,582	61,400
HOME DEPOT INC	COM	437076102	4,047	96,270
HONEYWELL INTL INC	COM	438516106	2,836	52,180
HUMANA INC	COM	444859102	876	10,000
ITT EDUCATIONAL SERVICES INC	COM	45068B109	328	5,773
IDEX CORP	COM	45167R104	432	11,640
ILLINOIS TOOL WKS INC	COM	452308109	1,588	34,006
INTEL CORP	COM	458140100	2,886	119,000
INTEGRYS ENERGY GROUP INC	COM	45822P105	368	6,800
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1,461	12,119
INTERNATIONAL BUSINESS MACHS	COM	459200101	14,049	76,404
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	478	9,116
INTL PAPER CO	COM	460146103	348	11,771
INTUITIVE SURGICAL INC	COM NEW	46120E602	2,426	5,240
INTUIT	COM	461202103	1,247	23,720
ISHARES TR	RUSSELL1000GRW	464287614	1,164	20,139
ISHARES TR	RUSSELL 1000	464287622	6,256	90,178
JPMORGAN CHASE & CO	COM	46625H100	4,023	121,000
JOHNSON & JOHNSON	COM	478160104	7,353	112,115
JOHNSON CTLS INC	COM	478366107	761	24,347
JOY GLOBAL INC	COM	481165108	489	6,520
JUNIPER NETWORKS INC	COM	48203R104	314	15,362
KBR INC	COM	48242W106	496	17,786
KELLOGG CO	COM	487836108	335	6,629
KIMBERLY CLARK CORP	COM	494368103	1,796	24,418
KOHL'S CORP	COM	500255104	1,183	23,979
KRAFT FOODS INC	CL A	50075N104	2,223	59,500
KROGER CO	COM	501044101	1,626	67,138
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	248	2,888
LAM RESEARCH CORP	COM	512807108	418	11,288
LAS VEGAS SANDS CORP	COM	517834107	1,124	26,302
LAUDER ESTEE COS INC	CL A	518439104	365	3,252
LEUCADIA NATL CORP	COM	527288104	432	19,000
LIBERTY GLOBAL INC	COM SER A	530555101	328	7,988
LIFE TECHNOLOGIES CORP	COM	53217V109	990	25,451
LILLY ELI & CO	COM	532457108	2,317	55,751
LIMITED BRANDS INC	COM	532716107	908	22,503
LOCKHEED MARTIN CORP	COM	539830109	539	6,667
LOEWS CORP	COM	540424108	1,412	37,500
LOWES COS INC	COM	548661107	1,015	40,000
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	1,553	55,608
M & T BK CORP	COM	55261F104	916	12,000
MACYS INC	COM	55616P104	371	11,522
MAGNUM HUNTER RES CORP DEL	COM	55973B102	166	30,781
MARATHON OIL CORP	COM	565849106	2,001	68,362
MARSH & MCLENNAN COS INC	COM	571748102	569	18,000
MARRIOTT INTL INC NEW	CL A	571903202	218	7,475

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MASCO CORP	COM	574599106	108	10,319
MASTERCARD INC	CL A	57636Q104	3,016	8,091
MATTEL INC	COM	577081102	1,303	46,942
MAXIM INTEGRATED PRODS INC	COM	57772K101	222	8,512
MCDERMOTT INTL INC	COM	580037109	146	12,714
MCDONALDS CORP	COM	580135101	6,762	67,401
MCGRAW HILL COS INC	COM	580645109	797	17,727
MCKESSON CORP	COM	58155Q103	1,930	24,766
MEAD JOHNSON NUTRITION CO	COM	582839106	762	11,085
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	644	11,521
MEDTRONIC INC	COM	585055106	1,898	49,615
MERCK & CO INC NEW	COM	58933Y105	3,212	85,200
METLIFE INC	COM	59156R108	296	9,500
METROPICS COMMUNICATIONS INC	COM	591708102	256	29,502
MICROSOFT CORP	COM	594918104	11,496	442,854
MICROCHIP TECHNOLOGY INC	COM	595017104	201	5,489
MOHAWK INDS INC	COM	608190104	449	7,500
MONSANTO CO NEW	COM	61166W101	2,505	35,746
MONSTER WORLDWIDE INC	COM	611742107	92	11,624
MORGAN STANLEY	COM NEW	617446448	290	19,200
MOSAIC CO NEW	COM	61945C103	653	12,940
MYLAN INC	COM	628530107	246	11,456
NII HLDGS INC	CL B NEW	62913F201	279	13,092
NVR INC	COM	62944T105	549	800
NASDAQ OMX GROUP INC	COM	631103108	734	29,938
NATIONAL FUEL GAS CO N J	COM	636180101	325	5,850
NATIONAL OILWELL VARCO INC	COM	637071101	816	12,000
NETAPP INC	COM	64110D104	769	21,201
NETFLIX INC	COM	64110L106	457	6,595
NEWMONT MINING CORP	COM	651639106	1,032	17,200
NEWS CORP	CL A	65248E104	1,631	91,400
NIKE INC	CL B	654106103	1,473	15,289
NOBLE ENERGY INC	COM	655044105	663	7,029
NORDSTROM INC	COM	655664100	234	4,700
NORFOLK SOUTHERN CORP	COM	655844108	1,042	14,300
NOVELLUS SYS INC	COM	670008101	1,301	31,500
NSTAR	COM	67019E107	657	14,000
NUCOR CORP	COM	670346105	277	7,000
NVIDIA CORP	COM	67066G104	240	17,299
OGE ENERGY CORP	COM	670837103	567	10,000
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	296	3,698
OCCIDENTAL PETE CORP DEL	COM	674599105	3,921	41,847
OCEANEERING INTL INC	COM	675232102	956	20,728
OMNICOM GROUP INC	COM	681919106	1,106	24,801
ON SEMICONDUCTOR CORP	COM	682189105	99	12,816
ONEOK INC NEW	COM	682680103	714	8,233
ORACLE CORP	COM	68389X105	6,325	246,588
PG&E CORP	COM	69331C108	350	8,500
PNC FINL SVCS GROUP INC	COM	693475105	1,701	29,500
PNM RES INC	COM	69349H107	273	15,000
PPG INDS INC	COM	693506107	1,132	13,558
PACCAR INC	COM	693718108	702	18,732
PARKER HANNIFIN CORP	COM	701094104	899	11,796
PAYCHEX INC	COM	704326107	463	15,367
PEABODY ENERGY CORP	COM	704549104	258	7,802
PENNEY J C INC	COM	708160106	439	12,500

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PEPSICO INC	COM	713448108	6,672	100,551
PERRIGO CO	COM	714290103	233	2,392
PETROLEO BRASILEIRO SA				
PETRO	SP ADR NON VTG	71654V101	1,128	48,000
PFIZER INC	COM	717081103	5,194	240,000
PHARMASSET INC	COM	71715N106	275	2,143
PHILIP MORRIS INTL INC	COM	718172109	8,937	113,882
PINNACLE WEST CAP CORP	COM	723484101	434	9,000
PIONEER NAT RES CO	COM	723787107	244	2,729
PRAXAIR INC	COM	74005P104	1,629	15,243
PRECISION CASTPARTS CORP	COM	740189105	3,565	21,634
PRICE T ROWE GROUP INC	COM	74144T108	426	7,485
PRICELINE COM INC	COM NEW	741503403	1,656	3,540
PRINCIPAL FINL GROUP INC	COM	74251V102	325	13,200
PROCTER & GAMBLE CO	COM	742718109	6,697	100,390
PROGRESS ENERGY INC	COM	743263105	555	9,900
PROGRESSIVE CORP OHIO	COM	743315103	460	23,600
PRUDENTIAL FINL INC	COM	744320102	1,093	21,800
PUBLIC STORAGE	COM	74460D109	2,664	19,812
QEP RES INC	COM	74733V100	352	11,999
QUALCOMM INC	COM	747525103	6,734	123,113
QUEST DIAGNOSTICS INC	COM	74834L100	242	4,163
RALPH LAUREN CORP	CL A	751212101	250	1,810
RANGE RES CORP	COM	75281A109	1,674	27,031
RAYONIER INC	COM	754907103	659	14,757
RAYTHEON CO	COM NEW	755111507	847	17,500
RED HAT INC	COM	756577102	230	5,563
REPUBLIC SVCS INC	COM	760759100	290	10,542
ROCKWELL AUTOMATION INC	COM	773903109	1,186	16,159
ROCKWELL COLLINS INC	COM	774341101	844	15,239
ROPER INDS INC NEW	COM	776696106	240	2,764
ROSS STORES INC	COM	778296103	322	6,773
SLM CORP	COM	78442P106	704	52,500
ST JUDE MED INC	COM	790849103	325	9,477
SALESFORCE COM INC	COM	79466L302	1,000	9,859
SANDISK CORP	COM	80004C101	1,402	28,500
SANDRIDGE ENERGY INC	COM	80007P307	96	11,815
SARA LEE CORP	COM	803111103	265	13,995
SCHEIN HENRY INC	COM	806407102	310	4,806
SCHLUMBERGER LTD	COM	806857108	5,745	84,104
SCHWAB CHARLES CORP NEW	COM	808513105	553	49,108
SEMPRA ENERGY	COM	816851109	264	4,800
SHERWIN WILLIAMS CO	COM	824348106	231	2,586
SIGMA ALDRICH CORP	COM	826552101	781	12,511
SIMON PPTY GROUP INC NEW	COM	828806109	2,438	18,907
SIRIUS XM RADIO INC	COM	82967N108	207	113,729
SOTHEBYS	COM	835898107	285	10,000
SOUTHERN CO	COM	842587107	1,458	31,500
SOUTHWESTERN ENERGY CO	COM	845467109	420	13,162
SPECTRA ENERGY CORP	COM	847560109	753	24,500
SPRINT NEXTEL CORP	COM SER 1	852061100	350	149,500
STARBUCKS CORP	COM	855244109	2,719	59,102
STARWOOD HOTELS&RESORTS				
WRLD	COM	85590A401	869	18,122
STATE STR CORP	COM	857477103	1,088	27,000
STRYKER CORP	COM	863667101	449	9,035
SUNTRUST BKS INC	COM	867914103	664	37,500
SYMANTEC CORP	COM	871503108	723	46,173
SYSCO CORP	COM	871829107	493	16,815
TJX COS INC NEW	COM	872540109	1,664	25,779
TARGET CORP	COM	87612E106	1,591	31,059
TECH DATA CORP	COM	878237106	420	8,500

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TELE NORTE LESTE PART S					
A	SPON ADR PFD	879246106	395	41,568	
TERADATA CORP DEL	COM	88076W103	673	13,864	
TERADYNE INC	COM	880770102	532	39,000	
TESORO CORP	COM	881609101	444	19,000	
TEXAS INSTRS INC	COM	882508104	1,640	56,349	
THERMO FISHER SCIENTIFIC					
INC	COM	883556102	1,057	23,500	
THOMAS & BETTS CORP	COM	884315102	484	8,868	
3M CO	COM	88579Y101	3,636	44,482	
TIFFANY & CO NEW	COM	886547108	244	3,680	
TIME WARNER INC	COM NEW	887317303	1,265	35,000	
TIME WARNER CABLE INC	COM	88732J207	845	13,296	
TOLL BROTHERS INC	COM	889478103	296	14,500	
TORCHMARK CORP	COM	891027104	1,100	25,350	
TOWERS WATSON & CO	CL A	891894107	770	12,843	
TRAVELERS COMPANIES INC	COM	89417E109	1,183	20,000	
US BANCORP DEL	COM NEW	902973304	1,812	67,000	
UNION PAC CORP	COM	907818108	2,151	20,304	
UNITED CONTL HLDGS INC	COM	910047109	361	19,138	
UNITED PARCEL SERVICE					
INC	CL B	911312106	2,391	32,673	
UNITED STATES CELLULAR					
CORP	COM	911684108	353	8,100	
UNITED TECHNOLOGIES CORP	COM	913017109	4,294	58,752	
UNITEDHEALTH GROUP INC	COM	91324P102	3,157	62,300	
UNUM GROUP	COM	91529Y106	653	31,000	
VALERO ENERGY CORP NEW	COM	91913Y100	289	13,733	
VARIAN MED SYS INC	COM	92220P105	1,495	22,277	
VENTAS INC	COM	92276F100	244	4,434	
VERIZON COMMUNICATIONS					
INC	COM	92343V104	53,382	1,330,548	
VIACOM INC NEW	CL A	92553P102	325	6,100	
VIACOM INC NEW	CL B	92553P201	1,699	37,414	
VIRGIN MEDIA INC	COM	92769L101	409	19,145	
VISA INC	COM CL A	92826C839	1,916	18,868	
VIRTUSA CORP	COM	92827P102	229	15,830	
VMWARE INC	CL A COM	928563402	1,368	16,442	
VORNADO RLTY TR	SH BEN INT	929042109	483	6,288	
WAL MART STORES INC	COM	931142103	4,982	83,364	
WALGREEN CO	COM	931422109	2,708	81,904	
WASTE CONNECTIONS INC	COM	941053100	509	15,367	
WASTE MGMT INC DEL	COM	94106L109	458	14,000	
WATSON PHARMACEUTICALS					
INC	COM	942683103	207	3,437	
WELLPOINT INC	COM	94973V107	961	14,500	
WELLS FARGO & CO NEW	COM	949746101	3,994	144,923	
WESTERN DIGITAL CORP	COM	958102105	271	8,759	
WESTERN UN CO	COM	959802109	857	46,920	
WHOLE FOODS MKT INC	COM	966837106	310	4,456	
WISCONSIN ENERGY CORP	COM	976657106	437	12,500	
WYNN RESORTS LTD	COM	983134107	850	7,690	
XILINX INC	COM	983919101	245	7,655	
YAHOO INC	COM	984332106	273	16,900	
YUM BRANDS INC	COM	988498101	1,984	33,617	
TOTAL			621,157		