

LIBERTY ALL STAR GROWTH FUND INC /MD/  
Form N-PX  
August 31, 2004

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

OMB APPROVAL

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**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number **811-4537**

**Liberty All Star Growth Fund, Inc.**

(Exact name of registrant as specified in charter)

**One Financial Center, Boston, Massachusetts**  
(Address of principal executive offices)

**02111**  
(Zip code)

**Vincent Pietropaolo, Esq.**

**Columbia Management Group, Inc.**

**One Financial Center Boston, MA 02111**  
(Name and address of agent for service)

Registrant's telephone number, including area code: **1-617-772-3698**

Date of fiscal year end: **12/31/04**

Date of reporting period: **7/1/2003 - 6/30/2004**

**Item 1. Proxy Voting Record.**

Disclose the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

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- (a) The name of the issuer of the portfolio security;
  - (b) The exchange ticker symbol of the portfolio security;
  - (c) The Council on Uniform Securities Identification Procedures ( CUSIP ) number for the portfolio security;
  - (d) The shareholder meeting date;
  - (e) A brief identification of the matter voted on;
  - (f) Whether the matter was proposed by the issuer or by a security holder;
  - (g) Whether the registrant cast its vote on the matter;
  - (h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors);  
and
  - (i) Whether the registrant cast its vote for or against management.
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FORM N-Px REPORT

ICA File Number: 811-04537

Reporting Period: 07/01/2003 - 06/30/2004

Liberty All-Star Growth Fund, Inc.

LIBERTY ALL-STAR GROWTH FUND

@ROAD INC

Ticker: ARDI Security ID: 04648K105  
 Meeting Date: JUN 18, 2004 Meeting Type: Annual  
 Record Date: APR 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Krish Panu	For	For	Management
1.2	Elect Director T. Peter Thomas	For	For	Management
2	Ratify Auditors	For	For	Management
3	Change Company Name	For	For	Management

AFFILIATED MANAGERS GROUP, INC.

Ticker: AMG Security ID: 008252108  
 Meeting Date: JUN 8, 2004 Meeting Type: Annual  
 Record Date: APR 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William J. Nutt	For	For	Management
1.2	Elect Director Sean M. Healey	For	For	Management
1.3	Elect Director Richard E. Floor	For	Withhold	Management
1.4	Elect Director Stephen J. Lockwood	For	For	Management
1.5	Elect Director Harold J. Meyerman	For	For	Management
1.6	Elect Director Robert C. Puff, Jr.	For	For	Management
1.7	Elect Director Dr. Rita M. Rodriguez	For	For	Management

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AFFYMETRIX INC.

Ticker: AFFX Security ID: 00826T108  
 Meeting Date: JUN 10, 2004 Meeting Type: Annual  
 Record Date: APR 16, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen P.A. Fodor, Ph.D.	For	Withhold	Management
1.2	Elect Director Paul Berg, Ph.D.	For	For	Management
1.3	Elect Director John D. Diekman, Ph.D.	For	Withhold	Management
1.4	Elect Director Vernon R. Loucks, Jr.	For	For	Management
1.5	Elect Director Susan E. Siegel	For	Withhold	Management
1.6	Elect Director David B. Singer	For	Withhold	Management
1.7	Elect Director John A. Young	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

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AGILE SOFTWARE CORP.

Ticker: AGIL Security ID: 00846X105  
 Meeting Date: OCT 9, 2003 Meeting Type: Annual  
 Record Date: AUG 20, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Klaus-Dieter Laidig	For	For	Management
1.2	Elect Director Gareth Chang	For	For	Management
2	Ratify Auditors	For	For	Management

ALCON INC

Ticker: ACL Security ID: H01301102  
 Meeting Date: APR 27, 2004 Meeting Type: Annual  
 Record Date: MAR 18, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE 2003 ANNUAL REPORT AND ACCOUNTS OF ALCON, INC. AND THE 2003 CONSOLIDATED FINANCIAL STATEMENTS OF ALCON, INC. AND SUBSIDIARIES	For	Did Not Vote	Management
2	APPROPRIATION OF AVAILABLE EARNINGS AND PROPOSED DIVIDEND TO SHAREHOLDERS FOR THE FINANCIAL YEAR 2003	For	Did Not Vote	Management
3	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS	For	Did Not Vote	Management
4	ELECTION TO THE BOARD OF DIRECTORS OF: WERNER J. BAUER	For	Did Not Vote	Management
5	ELECTION TO THE BOARD OF DIRECTORS OF: FRANCISCO CASTANER	For	Did Not Vote	Management
6	ELECTION TO THE BOARD OF DIRECTORS OF: LODEWIJK J.R. DE VINK	For	Did Not Vote	Management
7	ELECTION OF KPMG KLYNVELD PEAT MARWICK GOERDELER SA, ZURICH, AS GROUP AND PARENT COMPANY AUDITORS	For	Did Not Vote	Management
8	ELECTION OF ZENSOR REVISIONS AG, ZUG, AS SPECIAL AUDITORS	For	Did Not Vote	Management

ALTERA CORP.

Ticker: ALTR Security ID: 021441100  
 Meeting Date: MAY 11, 2004 Meeting Type: Annual  
 Record Date: MAR 16, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John P. Daane	For	For	Management
1.2	Elect Director Robert W. Reed	For	For	Management
1.3	Elect Director Charles M. Clough	For	For	Management
1.4	Elect Director Robert J. Finocchio Jr	For	For	Management
1.5	Elect Director Kevin Mcgarity	For	For	Management
1.6	Elect Director Paul Newhagen	For	For	Management
1.7	Elect Director William E. Terry	For	For	Management
1.8	Elect Director Susan Wang	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Approve Option Expensing	Against	For	Shareholder

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AMAZON.COM, INC.

Ticker: AMZN Security ID: 023135106  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: MAR 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey P. Bezos	For	For	Management
1.2	Elect Director Tom A. Alberg	For	For	Management
1.3	Elect Director L. John Doerr	For	For	Management
1.4	Elect Director William B. Gordon	For	For	Management
1.5	Elect Director Myrtle S. Potter	For	For	Management
1.6	Elect Director Thomas O. Ryder	For	For	Management
1.7	Elect Director Patricia Q. Stonesifer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	Against	Shareholder

AMGEN, INC.

Ticker: AMGN Security ID: 031162100  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 19, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank J. Biondi, Jr.	For	For	Management
1.2	Elect Director Jerry D. Choate	For	For	Management
1.3	Elect Director Frank C. Herringer	For	For	Management
1.4	Elect Director Gilbert S. Omenn	For	For	Management
2	Ratify Auditors	For	For	Management
3	Prepare Glass Ceiling Report	Against	Against	Shareholder
4	Expense Stock Options	Against	For	Shareholder

AVOCENT CORPORATION

Ticker: AVCT Security ID: 053893103  
 Meeting Date: JUN 10, 2004 Meeting Type: Annual  
 Record Date: APR 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director William H. McAleer	For	For	Management
1.2	Elect Director David P. Vieau	For	For	Management
1.3	Elect Director Doyle C. Weeks	For	For	Management
2	Ratify Auditors	For	For	Management



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AVON PRODUCTS, INC.

Ticker: AVP Security ID: 054303102  
 Meeting Date: MAY 6, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward T. Fogarty	For	For	Management
1.2	Elect Director Susan J. Kropf	For	For	Management
1.3	Elect Director Maria Elena Lagomasino	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder
5	Report on Feasibility of Removing Parabens from Company Products	Against	Against	Shareholder
6	Report on Feasibility of Removing Dibutyl Phthalate from Company Products	Against	Against	Shareholder

BEA SYSTEMS, INC.

Ticker: BEAS Security ID: 073325102  
 Meeting Date: JUN 11, 2004 Meeting Type: Annual  
 Record Date: APR 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dean O. Morton	For	For	Management
1.2	Elect Director George Reyes	For	For	Management
2	Ratify Auditors	For	Against	Management

BRIGHT HORIZONS FAMILY SOLUTIONS, INC.

Ticker: BFAM Security ID: 109195107  
 Meeting Date: MAY 27, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fred K. Foulkes	For	For	Management
1.2	Elect Director Linda A. Mason	For	For	Management
1.3	Elect Director Ian M. Rolland	For	For	Management
1.4	Elect Director Mary Ann Tocio	For	For	Management

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1.5	Elect Director David Gergen	For	For	Management
2	Increase Authorized Common Stock	For	Against	Management

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BROWN & BROWN, INC.

Ticker: BRO Security ID: 115236101  
 Meeting Date: APR 22, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Hyatt Brown	For	For	Management
1.2	Elect Director Samuel P. Bell, III	For	For	Management
1.3	Elect Director Hugh M. Brown	For	For	Management
1.4	Elect Director Bradley Currey, Jr.	For	For	Management
1.5	Elect Director Jim W. Henderson	For	For	Management
1.6	Elect Director Theodore J. Hoepner	For	For	Management
1.7	Elect Director David H. Hughes	For	For	Management
1.8	Elect Director John R. Riedman	For	For	Management
1.9	Elect Director Jan E. Smith	For	For	Management

CABLEVISION SYSTEMS CORP.

Ticker: CVC Security ID: 12686C109  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: APR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles D. Ferris	For	Withhold	Management
1.2	Elect Director Richard H. Hochman	For	For	Management
1.3	Elect Director Victor Oristano	For	For	Management
1.4	Elect Director Vincent Tese	For	For	Management
1.5	Elect Director Thomas V. Reifenheiser	For	For	Management
1.6	Elect Director John R. Ryan	For	For	Management
2	Ratify Auditors	For	For	Management

CAPITALSOURCE, INC

Ticker: CSE Security ID: 14055X102  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Andrew B. Fremder	For	For	Management
1.2	Elect Director Tully M. Friedman	For	For	Management
1.3	Elect Director Paul R. Wood	For	For	Management

CARBO CERAMICS INC.

Ticker: CRR Security ID: 140781105  
 Meeting Date: APR 13, 2004 Meeting Type: Annual  
 Record Date: FEB 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Claude E. Cooke, Jr.	For	For	Management
1.2	Elect Director Chad C. Deaton	For	For	Management
1.3	Elect Director H.E. Lentz, Jr.	For	For	Management
1.4	Elect Director William C. Morris	For	For	Management
1.5	Elect Director John J. Murphy	For	For	Management
1.6	Elect Director C. Mark Pearson	For	For	Management
1.7	Elect Director Robert S. Rubin	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

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CARMIKE CINEMAS, INC.

Ticker: CKEC Security ID: 143436400  
 Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: APR 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael W. Patrick	For	For	Management
1.2	Elect Director Elizabeth C. Fascitelli	For	For	Management
1.3	Elect Director Richard A. Friedman	For	For	Management
1.4	Elect Director Alan J. Hirschfield	For	For	Management
1.5	Elect Director John W. Jordan II	For	For	Management
1.6	Elect Director S. David Passman III	For	For	Management
1.7	Elect Director Carl L. Patrick, Jr.	For	For	Management
1.8	Elect Director Kenneth A. Pontarelli	For	For	Management
1.9	Elect Director Roland C. Smith	For	For	Management
1.10	Elect Director Patricia A. Wilson	For	For	Management
1.11	Elect Director David W. Zalaznick	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management

CHEESECAKE FACTORY, INC., THE

Ticker: CAKE Security ID: 163072101  
 Meeting Date: MAY 18, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas L. Gregory	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Non-Employee Director Stock Option Plan	For	For	Management

CHICAGO BRIDGE & IRON CO.

Ticker: CBI Security ID: 167250109  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	FIRST POSITION: BALLENGEE	For	Did Not Vote	Management
2	FIRST POSITION: BORDAGES	Against	Did Not Vote	Management
3	SECOND POSITION: SIMPSON	For	Did Not Vote	Management
4	SECOND POSITION: LEVENTRY	Against	Did Not Vote	Management
5	TO AUTHORIZE THE PREPARATION OF THE ANNUAL ACCOUNTS AND ANNUAL REPORT IN THE ENGLISH LANGUAGE AND ADOPT DUTCH STATUTORY ANNUAL ACCOUNTS	For	Did Not Vote	Management
6	TO DISCHARGE MANAGEMENT BOARD AND SUPERVISORY BOARD FROM LIABILITY IN EXERCISE OF THEIR DUTIES	For	Did Not Vote	Management
7	TO RESOLVE THE FINAL DIVIDEND	For	Did Not Vote	Management
8	TO REPURCHASE UP TO 30% OF THE ISSUED SHARE CAPITAL	For	Did Not Vote	Management
9	TO CANCEL SHARES TO BE ACQUIRED BY THE COMPANY IN ITS OWN SHARE CAPITAL	For	Did Not Vote	Management
10	TO APPROVE THE EXTENSION OF THE AUTHORITY TO ISSUE AND/OR GRANT RIGHTS ON SHARES AND TO LIMIT OR EXCLUDE PREEMPTIVE RIGHTS	For	Did Not Vote	Management
11	TO INCREASE THE AMOUNT OF THE AUTHORIZED SHARE CAPITAL	For	Did Not Vote	Management
12	TO APPOINT DELOITTE & TOUCHE AS THE COMPANY S INDEPENDENT PUBLIC ACCOUNTANTS	For	Did Not Vote	Management

## CHILDREN S PLACE RETAIL STORES, INC., THE

Ticker: PLCE Security ID: 168905107  
 Meeting Date: JUN 15, 2004 Meeting Type: Annual  
 Record Date: APR 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stanley Silverstein	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Stock Option Plan	For	Against	Management

## CIENA CORPORATION

Ticker: CIEN Security ID: 171779101  
 Meeting Date: MAR 10, 2004 Meeting Type: Annual  
 Record Date: JAN 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Patrick H. Nettles	For	For	Management
1.2	Elect Director John R. Dillon	For	For	Management
1.3	Elect Director Lawton W. Fitt	For	For	Management

## CINTAS CORP.

Ticker: CTAS Security ID: 172908105  
 Meeting Date: OCT 14, 2003 Meeting Type: Annual  
 Record Date: AUG 18, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Fix Number of Directors	For	For	Management
2.1	Elect Director Richard T. Farmer	For	Withhold	Management
2.2	Elect Director Robert J. Kohlhepp	For	For	Management
2.3	Elect Director Scott D. Farmer	For	For	Management
2.4	Elect Director Paul R. Carter	For	Withhold	Management
2.5	Elect Director Gerald V. Dirvin	For	Withhold	Management
2.6	Elect Director Robert J. Herbold	For	Withhold	Management
2.7	Elect Director Roger L. Howe	For	Withhold	Management
2.8	Elect Director David C. Phillips	For	Withhold	Management
3	Approve Non-Employee Director Stock Option Plan	For	For	Management

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4	Expense Stock Options	Against	For	Shareholder
5	Establish a Nominating Committee of Independent Directors	Against	For	Shareholder
6	Require Majority of Independent Directors on Board	Against	For	Shareholder
7	Report on Code of Conduct	Against	Against	Shareholder



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CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102  
 Meeting Date: NOV 11, 2003 Meeting Type: Annual  
 Record Date: SEP 12, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol A. Bartz	For	For	Management
1.2	Elect Director Larry R. Carter	For	For	Management
1.3	Elect Director John T. Chambers	For	For	Management
1.4	Elect Director Dr. James F. Gibbons	For	For	Management
1.5	Elect Director Dr. John L. Hennessy	For	For	Management
1.6	Elect Director Roderick C. McGeary	For	For	Management
1.7	Elect Director James C. Morgan	For	For	Management
1.8	Elect Director John P. Morgridge	For	For	Management
1.9	Elect Director Donald T. Valentine	For	For	Management
1.10	Elect Director Steven M. West	For	For	Management
1.11	Elect Director Jerry Yang	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Company Products Used by the Government to Monitor the Internet	Against	Against	Shareholder
5	Report on Pay Disparity	Against	Against	Shareholder

CITADEL BROADCASTING CORP

Ticker: CDL Security ID: 17285T106  
 Meeting Date: MAY 24, 2004 Meeting Type: Annual  
 Record Date: MAR 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Checketts	For	For	Management
1.2	Elect Director J. Anthony Forstmann	For	Withhold	Management
1.3	Elect Director Charles P. Rose, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

CLEAR CHANNEL COMMUNICATIONS, INC.

Ticker: CCU Security ID: 184502102  
 Meeting Date: APR 28, 2004 Meeting Type: Annual

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Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan D. Feld	For	Withhold	Management
1.2	Elect Director Thomas O. Hicks	For	For	Management
1.3	Elect Director Perry J. Lewis	For	For	Management
1.4	Elect Director L. Lowry Mays	For	For	Management
1.5	Elect Director Mark P. Mays	For	For	Management
1.6	Elect Director Randall T. Mays	For	For	Management
1.7	Elect Director B.J. Mccombs	For	For	Management
1.8	Elect Director Phyllis B. Riggins	For	For	Management
1.9	Elect Director Theordore H. Strauss	For	For	Management
1.10	Elect Director J.C. Watts	For	For	Management
1.11	Elect Director John H. Williams	For	For	Management
2	Ratify Auditors	For	For	Management

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COGNEX CORP.

Ticker: CGNX Security ID: 192422103  
 Meeting Date: APR 22, 2004 Meeting Type: Special  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Shillman	For	For	Management
1.2	Elect Director Anthony Sun	For	For	Management

COX COMMUNICATIONS, INC.

Ticker: COX Security ID: 224044107  
 Meeting Date: MAY 18, 2004 Meeting Type: Annual  
 Record Date: MAR 19, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G. Dennis Berry	For	Withhold	Management
1.2	Elect Director Janet M. Clarke	For	For	Management
1.3	Elect Director James C. Kennedy	For	Withhold	Management
1.4	Elect Director Robert C. O Leary	For	Withhold	Management
1.5	Elect Director James O. Robbins	For	Withhold	Management
1.6	Elect Director Rodney W. Schrock	For	For	Management
1.7	Elect Director Andrew J. Young	For	For	Management
2	Approve Employee Stock Purchase Plan	For	For	Management

COX RADIO, INC.

Ticker: CXR Security ID: 224051102  
 Meeting Date: MAY 11, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Juanita P. Baranco	For	For	Management
1.2	Elect Director G. Dennis Berry	For	Withhold	Management
1.3	Elect Director Richard A. Ferguson	For	Withhold	Management
1.4	Elect Director Paul M. Hughes	For	For	Management
1.5	Elect Director James C. Kennedy	For	Withhold	Management
1.6	Elect Director Marc W. Morgan	For	Withhold	Management

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1.7	Elect Director Robert F. Neil	For	Withhold	Management
1.8	Elect Director Nicholas D. Trigony	For	Withhold	Management
2	Approve Employee Stock Purchase Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

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DANAHER CORP.

Ticker: DHR Security ID: 235851102  
 Meeting Date: MAY 4, 2004 Meeting Type: Annual  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven M. Rales	For	For	Management
1.2	Elect Director John T. Schwieters	For	For	Management
1.3	Elect Director Alan G. Spoon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Develop Charter Language on Board Diversity	Against	Against	Shareholder

DOLLAR TREE STORES, INC.

Ticker: DLTR Security ID: 256747106  
 Meeting Date: JUN 17, 2004 Meeting Type: Annual  
 Record Date: APR 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Change Range for Size of the Board	For	For	Management
2.1	Elect Director H. Ray Compton	For	For	Management
2.2	Elect Director John F. Megrue	For	For	Management
2.3	Elect Director Alan L. Wurtzel	For	For	Management
2.4	Elect Director Bob Sasser	For	For	Management
2.5	Elect Director Thomas E. Whiddon	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management

E.PIPHANY, INC.

Ticker: EPNY Security ID: 26881V100  
 Meeting Date: JUN 2, 2004 Meeting Type: Annual  
 Record Date: APR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mohan Gyani	For	For	Management

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1.2	Elect Director Douglas J. Mackenzie	For	For	Management
1.3	Elect Director Karen A. Richardson	For	For	Management
2	Ratify Auditors	For	For	Management

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EBAY INC.

Ticker: EBAY Security ID: 278642103  
 Meeting Date: JUN 24, 2004 Meeting Type: Annual  
 Record Date: APR 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Philippe Bourguignon	For	For	Management
1.2	Elect Director Thomas J. Tierney	For	For	Management
1.3	Elect Director Margaret C. Whitman	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Increase Authorized Common Stock	For	Against	Management
5	Ratify Auditors	For	For	Management
6	Expense Stock Options	Against	For	Shareholder

ECHOSTAR COMMUNICATIONS CORP.

Ticker: DISH Security ID: 278762109  
 Meeting Date: MAY 6, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael T. Dugan	For	Withhold	Management
1.2	Elect Director James Defranco	For	Withhold	Management
1.3	Elect Director Cantey Ergen	For	Withhold	Management
1.4	Elect Director Charles W. Ergen	For	Withhold	Management
1.5	Elect Director Raymond L. Friedlob	For	For	Management
1.6	Elect Director Steven R. Goodbarn	For	For	Management
1.7	Elect Director David K. Moskowitz	For	Withhold	Management
1.8	Elect Director C. Michael Schroeder	For	For	Management
2	Ratify Auditors	For	For	Management
3	Other Business	For	Against	Management

ECOLAB, INC.

Ticker: ECL Security ID: 278865100  
 Meeting Date: MAY 7, 2004 Meeting Type: Annual  
 Record Date: MAR 16, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard U. De Schutter	For	For	Management
1.2	Elect Director William L. Jews	For	For	Management
1.3	Elect Director Joel W. Johnson	For	For	Management
1.4	Elect Director Ulrich Lehner	For	For	Management
1.5	Elect Director Beth M. Pritchard	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Approve Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

EDUCATION MANAGEMENT CORP.

Ticker: EDMC Security ID: 28139T101  
 Meeting Date: NOV 20, 2003 Meeting Type: Annual  
 Record Date: SEP 23, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert H. Atwell	For	For	Management
1.2	Elect Director William M. Campbell, III	For	For	Management
1.3	Elect Director Friedrich Teroerde	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management



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ELI LILLY AND CO.

Ticker: LLY Security ID: 532457108  
 Meeting Date: APR 19, 2004 Meeting Type: Annual  
 Record Date: FEB 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven C. Beering	For	For	Management
1.2	Elect Director Winfried Bischoff	For	For	Management
1.3	Elect Director Franklyn G. Prendergast	For	For	Management
1.4	Elect Director Kathi P. Seifert	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder
5	Report on Drug Pricing	Against	Against	Shareholder

EMC CORP.

Ticker: EMC Security ID: 268648102  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Egan	For	For	Management
1.2	Elect Director Michael C. Ruettgers	For	For	Management
1.3	Elect Director David N. Strohm	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Limit Executive Compensation	Against	Against	Shareholder

ENZON PHARMACEUTICALS, INC.

Ticker: ENZN Security ID: 293904108  
 Meeting Date: DEC 2, 2003 Meeting Type: Annual  
 Record Date: OCT 24, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dr. David W. Golde	For	For	Management

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1.2	Elect Director Robert L. Parkinson, Jr.	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

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EON LABS, INC.

Ticker: ELAB Security ID: 29412E100  
 Meeting Date: MAY 28, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas Strungmann, Ph.D.	For	Withhold	Management
2	Increase Authorized Common Stock	For	For	Management
3	Ratify Auditors	For	For	Management
4	Other Business	For	Against	Management

EXPRESS SCRIPTS, INC.

Ticker: ESRX Security ID: 302182100  
 Meeting Date: MAY 26, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gary G. Benanav	For	For	Management
1.2	Elect Director Frank J. Borelli	For	For	Management
1.3	Elect Director Nicholas J. LaHowchic	For	For	Management
1.4	Elect Director Thomas P. Mac Mahon	For	For	Management
1.5	Elect Director John O. Parker, Jr.	For	For	Management
1.6	Elect Director George Paz	For	For	Management
1.7	Elect Director Samuel K. Skinner	For	For	Management
1.8	Elect Director Seymour Sternberg	For	For	Management
1.9	Elect Director Barrett A. Toan	For	For	Management
1.10	Elect Director Howard L. Waltman	For	For	Management
2	Increase Authorized Common Stock	For	Against	Management
3	Ratify Auditors	For	For	Management

FAMILY DOLLAR STORES, INC.

Ticker: FDO Security ID: 307000109  
 Meeting Date: JAN 15, 2004 Meeting Type: Annual  
 Record Date: NOV 24, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Howard R. Levine	For	For	Management
1.2	Elect Director George R. Mahoney, Jr.	For	For	Management
1.3	Elect Director Mark R. Bernstein	For	For	Management
1.4	Elect Director Sharon Allred Decker	For	For	Management
1.5	Elect Director Edward C. Dolby	For	For	Management
1.6	Elect Director Glenn A. Eisenberg	For	For	Management
1.7	Elect Director James G. Martin	For	For	Management
2	Approve Non-Employee Director Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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FANNIE MAE

Ticker: FNM Security ID: 313586109  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: APR 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen B. Ashley	For	For	Management
1.2	Elect Director Kenneth M. Duberstein	For	For	Management
1.3	Elect Director Thomas P. Gerrity	For	For	Management
1.4	Elect Director Timothy Howard	For	For	Management
1.5	Elect Director Ann Korologos	For	For	Management
1.6	Elect Director Frederic V. Malek	For	For	Management
1.7	Elect Director Donald B. Marron	For	For	Management
1.8	Elect Director Daniel H. Mudd	For	For	Management
1.9	Elect Director Anne M. Mulcahy	For	For	Management
1.10	Elect Director Joe K. Pickett	For	For	Management
1.11	Elect Director Leslie Rahl	For	For	Management
1.12	Elect Director Franklin D. Raines	For	For	Management
1.13	Elect Director H. Patrick Swygert	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Provide for Cumulative Voting	Against	Against	Shareholder

FASTENAL CO.

Ticker: FAST Security ID: 311900104  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert A. Kierlin	For	Withhold	Management
1.2	Elect Director Stephen M. Slaggie	For	Withhold	Management
1.3	Elect Director Michael M. Gostomski	For	For	Management
1.4	Elect Director John D. Remick	For	For	Management
1.5	Elect Director Henry K. McConnon	For	For	Management
1.6	Elect Director Robert A. Hansen	For	For	Management
1.7	Elect Director Willard D. Oberton	For	Withhold	Management
1.8	Elect Director Michael J. Dolan	For	For	Management
1.9	Elect Director Reyne K. Wisecup	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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FINANCIAL FEDERAL CORP.

Ticker: FIF Security ID: 317492106  
 Meeting Date: DEC 9, 2003 Meeting Type: Annual  
 Record Date: OCT 22, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lawrence B. Fisher	For	For	Management
1.2	Elect Director William C. MacMillen, Jr.	For	For	Management
1.3	Elect Director Michael C. Palitz	For	For	Management
1.4	Elect Director Thomas F. Robards	For	For	Management
1.5	Elect Director Paul R. Sinsheimer	For	For	Management
1.6	Elect Director H. E. Timanus, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

FIRST DATA CORP.

Ticker: FDC Security ID: 319963104  
 Meeting Date: OCT 28, 2003 Meeting Type: Special  
 Record Date: SEP 8, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management

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FIRST DATA CORP.

Ticker: FDC Security ID: 319963104  
 Meeting Date: MAY 19, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Henry C. Duques	For	For	Management
1.2	Elect Director Charles T. Fote	For	For	Management
1.3	Elect Director Richard P. Kiphart	For	For	Management
1.4	Elect Director Joan E. Spero	For	For	Management
2	Ratify Auditors	For	For	Management

FORRESTER RESEARCH INC.

Ticker: FORR Security ID: 346563109  
 Meeting Date: MAY 11, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Henk W. Broeders	For	For	Management
1.2	Elect Director George R. Hornig	For	For	Management

GENENTECH, INC.

Ticker: DNA Security ID: 368710406  
 Meeting Date: APR 16, 2004 Meeting Type: Written Consent  
 Record Date: FEB 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend Articles/Bylaws/Charter-Non-Routine	For	For	Management
2.1	Elect Director Herbert W. Boyer	For	Withhold	Management
2.2	Elect Director Arthur D. Levinson	For	Withhold	Management
2.3	Elect Director Mark Richmond	For	For	Management
2.4	Elect Director Charles A. Sanders	For	For	Management
2.5	Elect Director William M. Burns	For	Withhold	Management
2.6	Elect Director Erich Hunziker	For	Withhold	Management
2.7	Elect Director Jonathan K.C. Knowles	For	Withhold	Management
3	Elect Director M. Burns	For	Withhold	Management

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4	Elect Director Erich Hunziker	For	Withhold	Management
5	Elect Director Jonathan K.C. Knowles	For	Withhold	Management
6	Increase Authorized Common Stock	For	For	Management
7	Approve Omnibus Stock Plan	For	Against	Management
8	Ratify Auditors	For	For	Management



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GETTY IMAGES, INC.

Ticker: GYI Security ID: 374276103  
 Meeting Date: MAY 17, 2004 Meeting Type: Annual  
 Record Date: MAR 19, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James N. Bailey	For	For	Management
1.2	Elect Director Andrew S. Garb	For	For	Management
1.3	Elect Director David Landau	For	For	Management
2	Ratify Auditors	For	For	Management

GLOBESPANVIRATA INC.

Ticker: GSPN Security ID: 37957V106  
 Meeting Date: FEB 25, 2004 Meeting Type: Special  
 Record Date: JAN 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management

GLOBESPANVIRATA INC.

Ticker: GSPN Security ID: 37957V106  
 Meeting Date: OCT 16, 2003 Meeting Type: Annual  
 Record Date: AUG 20, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Armando Geday	For	For	Management
1.2	Elect Director Bami Bastani	For	For	Management
1.3	Elect Director Steven J. Bilodeau	For	For	Management
1.4	Elect Director Gary Bloom	For	For	Management
1.5	Elect Director Dipanjan Deb	For	For	Management
1.6	Elect Director John Marren	For	For	Management
1.7	Elect Director Garry K. McGuire, Sr.	For	For	Management
1.8	Elect Director Giuseppe Zocco	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Approve Non-Employee Director Restricted Stock Plan	For	Against	Management
4	Ratify Auditors	For	For	Management

HARLEY-DAVIDSON, INC.

Ticker: HDI Security ID: 412822108  
 Meeting Date: APR 24, 2004 Meeting Type: Annual  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barry K. Allen	For	For	Management
1.2	Elect Director Richard I. Beattie	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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IAC / INTERACTIVECORP

Ticker: IACI Security ID: 45840Q101  
 Meeting Date: JUN 23, 2004 Meeting Type: Annual  
 Record Date: APR 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard N. Barton	For	For	Management
1.2	Elect Director Robert R. Bennett	For	Withhold	Management
1.3	Elect Director Edgar Bronfman, Jr.	For	For	Management
1.4	Elect Director Barry Diller	For	Withhold	Management
1.5	Elect Director Victor A. Kaufman	For	Withhold	Management
1.6	Elect Director Donald R. Keough	For	For	Management
1.7	Elect Director Marie-Josée Kravis	For	For	Management
1.8	Elect Director John C. Malone	For	For	Management
1.9	Elect Director Steven Rattner	For	For	Management
1.10	Elect Director Gen. H.N. Schwarzkopf	For	For	Management
1.11	Elect Director Alan G. Spoon	For	For	Management
1.12	Elect Director Diane Von Furstenberg	For	Withhold	Management
2	Ratify Auditors	For	For	Management

INTERSIL CORPORATION

Ticker: ISIL Security ID: 46069S109  
 Meeting Date: MAY 12, 2004 Meeting Type: Annual  
 Record Date: MAR 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory L. Williams	For	For	Management
1.2	Elect Director Richard M. Beyer	For	For	Management
1.3	Elect Director Dr. Robert W. Conn	For	For	Management
1.4	Elect Director James V. Diller	For	For	Management
1.5	Elect Director Gary E. Gist	For	For	Management
1.6	Elect Director Jan Peeters	For	For	Management
1.7	Elect Director Robert N. Pokelwaldt	For	For	Management
1.8	Elect Director James A. Urry	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

INTERWOVEN, INC.

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Ticker: IWOV Security ID: 46114T508  
Meeting Date: JUN 10, 2004 Meeting Type: Annual  
Record Date: APR 16, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank J. Fanzilli, Jr.	For	For	Management
1.2	Elect Director Thomas L. Thomas	For	For	Management
2	Ratify Auditors	For	For	Management

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INTERWOVEN, INC.

Ticker: IWOV Security ID: 46114T102  
 Meeting Date: NOV 18, 2003 Meeting Type: Special  
 Record Date: SEP 30, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Approve Reverse Stock Split	For	For	Management

INTUIT, INC.

Ticker: INTU Security ID: 461202103  
 Meeting Date: OCT 30, 2003 Meeting Type: Annual  
 Record Date: SEP 2, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen M. Bennett	For	For	Management
1.2	Elect Director Christopher W. Brody	For	For	Management
1.3	Elect Director William V. Campbell	For	For	Management
1.4	Elect Director Scott D. Cook	For	For	Management
1.5	Elect Director L. John Doerr	For	For	Management
1.6	Elect Director Donna L. Dubinsky	For	For	Management
1.7	Elect Director Michael R. Hallman	For	For	Management
1.8	Elect Director Stratton D. Sclavos	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management

INVERESK RESEARCH GROUP, INC

Ticker: IRGI Security ID: 461238107  
 Meeting Date: MAY 4, 2004 Meeting Type: Annual  
 Record Date: MAR 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Henderson	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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INVESTMENT TECHNOLOGY GROUP, INC.

Ticker: ITG Security ID: 46145F105  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. William Burdett	For	For	Management
1.2	Elect Director William I. Jacobs	For	For	Management
1.3	Elect Director Raymond L. Killian, Jr.	For	For	Management
1.4	Elect Director Robert L. King	For	For	Management
1.5	Elect Director Maureen O Hara	For	For	Management
1.6	Elect Director Robert J. Russel	For	For	Management
1.7	Elect Director Mark A. Wolfson	For	For	Management
2	Ratify Auditors	For	For	Management

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IXIA

Ticker: XXIA Security ID: 45071R109  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jean-Claude Asscher	For	For	Management
1.2	Elect Director Massoud Entekhabi	For	Withhold	Management
1.3	Elect Director Errol Ginsberg	For	Withhold	Management
1.4	Elect Director Jon F. Rager	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Amend Non-Employee Director Stock Option Plan	For	Against	Management
4	Ratify Auditors	For	Against	Management

JUNIPER NETWORKS, INC.

Ticker: JNPR Security ID: 48203R104  
 Meeting Date: MAY 19, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pradeep Sindhu	For	For	Management
1.2	Elect Director Robert M. Calderoni	For	For	Management
1.3	Elect Director Kenneth Levy	For	For	Management
2	Ratify Auditors	For	For	Management

JUNIPER NETWORKS, INC.

Ticker: JNPR Security ID: 48203R104  
 Meeting Date: APR 16, 2004 Meeting Type: Special  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with an Acquisition	For	For	Management

KOHL S CORP.

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Ticker: KSS Security ID: 500255104  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Wayne Embry	For	For	Management
1.2	Elect Director John F. Herma	For	Withhold	Management
1.3	Elect Director R. Lawrence Montgomery	For	Withhold	Management
1.4	Elect Director Frank V. Sica	For	For	Management
2	Ratify Auditors	For	For	Management
3	Performance-Based Stock/Index Options	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	For	Shareholder



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LINCARE HOLDINGS, INC.

Ticker: LNCR Security ID: 532791100  
 Meeting Date: MAY 17, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.P. Byrnes	For	For	Management
1.2	Elect Director S.H. Altman, Ph.D.	For	For	Management
1.3	Elect Director C.B. Black	For	For	Management
1.4	Elect Director F.D. Byrne, M.D.	For	For	Management
1.5	Elect Director F.T. Cary	For	For	Management
1.6	Elect Director W.F. Miller, III	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management

LINEAR TECHNOLOGY CORP.

Ticker: LLTC Security ID: 535678106  
 Meeting Date: NOV 5, 2003 Meeting Type: Annual  
 Record Date: SEP 8, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert H. Swanson, Jr.	For	For	Management
1.2	Elect Director David S. Lee	For	For	Management
1.3	Elect Director Leo T. McCarthy	For	For	Management
1.4	Elect Director Richard M. Moley	For	For	Management
1.5	Elect Director Thomas S. Volpe	For	For	Management
2	Ratify Auditors	For	For	Management

MARTEK BIOSCIENCES CORP.

Ticker: MATK Security ID: 572901106  
 Meeting Date: MAR 18, 2004 Meeting Type: Annual  
 Record Date: JAN 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Douglas J. MacMaster, Jr.	For	For	Management
1.2	Elect Director John H. Mahar	For	For	Management
1.3	Elect Director Eugene H. Rotberg	For	For	Management

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2 Approve Omnibus Stock Plan For For Management

MAXIM INTEGRATED PRODUCTS, INC.

Ticker: MXIM Security ID: 57772K101  
 Meeting Date: NOV 13, 2003 Meeting Type: Annual  
 Record Date: SEP 15, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Bergman	For	For	Management
1.2	Elect Director John F. Gifford	For	For	Management
1.3	Elect Director B. Kipling Hagopian	For	For	Management
1.4	Elect Director M. D. Sampels	For	For	Management
1.5	Elect Director A. R. Frank Wazzan	For	For	Management
2	Amend Stock Option Plan	For	Against	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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MEDICIS PHARMACEUTICAL CORP.

Ticker: MRX Security ID: 584690309  
 Meeting Date: NOV 19, 2003 Meeting Type: Annual  
 Record Date: OCT 10, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Arthur G. Altschul, Jr.	For	For	Management
1.2	Elect Director Philip S. Schein, M.D.	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Ratify Auditors	For	Against	Management

MEDIMMUNE, INC.

Ticker: MEDI Security ID: 584699102  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Wayne T. Hockmeyer	For	For	Management
1.2	Elect Director David M. Mott	For	For	Management
1.3	Elect Director David Baltimore	For	For	Management
1.4	Elect Director M. James Barrett	For	For	Management
1.5	Elect Director Melvin D. Booth	For	For	Management
1.6	Elect Director James H. Cavanaugh	For	For	Management
1.7	Elect Director Barbara Hackman Franklin	For	For	Management
1.8	Elect Director Gordon S. Macklin	For	For	Management
1.9	Elect Director Elizabeth H. S. Wyatt	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

MEDTRONIC, INC.

Ticker: MDT Security ID: 585055106  
 Meeting Date: AUG 28, 2003 Meeting Type: Annual  
 Record Date: JUL 3, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard H. Anderson	For	For	Management

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1.2	Elect Director Michael R. Bonsignore	For	For	Management
1.3	Elect Director Gordon M. Sprenger	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management

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MGI PHARMA, INC.

Ticker: MOGN Security ID: 552880106  
 Meeting Date: MAY 11, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andrew J. Ferrara	For	For	Management
1.2	Elect Director Gilla Kaplan, Ph.D.	For	For	Management
1.3	Elect Director Edward W. Mehrer	For	For	Management
1.4	Elect Director Hugh E. Miller	For	For	Management
1.5	Elect Director Leon O. Moulder, Jr.	For	For	Management
1.6	Elect Director Lee J. Schroeder	For	For	Management
1.7	Elect Director David B. Sharrock	For	For	Management
1.8	Elect Director Waneta C. Tuttle, Ph.D.	For	For	Management
1.9	Elect Director Arthur L. Weaver, M.D.	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 11, 2003 Meeting Type: Annual  
 Record Date: SEP 12, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H. Gates, III	For	For	Management
1.2	Elect Director Steven A. Ballmer	For	For	Management
1.3	Elect Director James I. Cash, Jr., Ph.D.	For	For	Management
1.4	Elect Director Raymond V. Gilmartin	For	For	Management
1.5	Elect Director Ann McLaughlin Korologos	For	For	Management
1.6	Elect Director David F. Marquardt	For	For	Management
1.7	Elect Director Charles H. Noski	For	For	Management
1.8	Elect Director Dr. Helmut Panke	For	For	Management
1.9	Elect Director Wm. G. Reed, Jr.	For	For	Management
1.10	Elect Director Jon A. Shirley	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Non-Employee Director Stock Option Plan	For	For	Management
4	Refrain from Giving Charitable Contributions	Against	Against	Shareholder

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MONTPELIER RE HOLDINGS LTD

Ticker: MRH Security ID: G62185106  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G. Thomas Hutton*	For	Did Not Vote	Management
1.2	Elect Director Kamil M. Salame*	For	Did Not Vote	Management
1.3	Elect Director Raymond M. Salter*	For	Did Not Vote	Management
1.4	Elect Director John F. Shettle, Jr.*	For	Did Not Vote	Management
1.5	Elect Director Anthony Taylor**	For	Did Not Vote	Management
1.6	Elect Director T.G. Story Busher**	For	Did Not Vote	Management
1.7	Elect Director C. R. Fletcher, III**	For	Did Not Vote	Management
2	TO APPROVE THE ADOPTION OF THE MONTPELIER LONG TERM INCENTIVE PLAN, WHICH WOULD GO INTO EFFECT ON JANUARY 1, 2005.	For	Did Not Vote	Management
3	Ratify Auditors	For	Did Not Vote	Management

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NATIONAL INSTRUMENTS CORP.

Ticker: NATI Security ID: 636518102  
 Meeting Date: MAY 11, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James J. Truchard	For	For	Management
1.2	Elect Director Charles J. Roesslein	For	For	Management
2	Amend Stock Option Plan	For	For	Management

NEKTAR THERAPEUTICS

Ticker: NKTR Security ID: 640268108  
 Meeting Date: JUN 17, 2004 Meeting Type: Annual  
 Record Date: APR 19, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Christopher A. Kuebler	For	For	Management
1.2	Elect Director Irwin Lerner	For	For	Management
1.3	Elect Director John S. Patton, Ph.D.	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

NETFLIX. INC

Ticker: NFLX Security ID: 64110L106  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 4, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Timothy Haley	For	For	Management
1.2	Elect Director Michael Ramsay	For	For	Management
1.3	Elect Director Michael Schuh	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	Against	Management





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NOVELLUS SYSTEMS, INC.

Ticker: NVLS Security ID: 670008101  
 Meeting Date: APR 16, 2004 Meeting Type: Annual  
 Record Date: FEB 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard S. Hill	For	For	Management
1.2	Elect Director Neil R. Bonke	For	For	Management
1.3	Elect Director Youssef A. El-Mansy	For	For	Management
1.4	Elect Director J. David Litster	For	For	Management
1.5	Elect Director Yoshio Nishi	For	For	Management
1.6	Elect Director Glen G. Possley	For	For	Management
1.7	Elect Director Ann D. Rhoads	For	For	Management
1.8	Elect Director William R. Spivey	For	For	Management
1.9	Elect Director Delbert A. Whitaker	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provision of Non-Audit Services by Independent Auditors	Against	Against	Shareholder
4	Limit Executive Compensation	Against	Against	Shareholder

OPSWARE INC.

Ticker: OPSW Security ID: 68383A101  
 Meeting Date: JUN 22, 2004 Meeting Type: Annual  
 Record Date: MAY 7, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Benjamin A. Horowitz	For	For	Management
1.2	Elect Director Simon M. Lorne	For	For	Management
2	Ratify Auditors	For	For	Management

ORBITZ, INC.

Ticker: ORBZ Security ID: 68556Y100  
 Meeting Date: JUN 2, 2004 Meeting Type: Annual  
 Record Date: APR 7, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Denise K. Fletcher	For	For	Management

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2 Ratify Auditors For For Management

OUTBACK STEAKHOUSE, INC.

Ticker: OSI Security ID: 689899102  
 Meeting Date: APR 21, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John A. Brabson, Jr.	For	For	Management
1.2	Elect Director Lee Roy Selmon	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Other Business	For	Against	Management

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P.F. CHANG S CHINA BISTRO INC

Ticker: PFCB Security ID: 69333Y108  
 Meeting Date: APR 23, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Federico	For	For	Management
1.2	Elect Director R. Michael Welborn	For	For	Management
1.3	Elect Director James D. Shennan, Jr.	For	For	Management
1.4	Elect Director F. Lane Cardwell, Jr.	For	For	Management
1.5	Elect Director Kenneth J. Wessels	For	For	Management
1.6	Elect Director M. Ann Rhoades	For	For	Management
1.7	Elect Director Lesley H. Howe	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Adjourn Meeting	For	Against	Management

PACKETEER, INC.

Ticker: PKTR Security ID: 695210104  
 Meeting Date: MAY 26, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dave Cote	For	For	Management
2	Ratify Auditors	For	For	Management

PATTERSON COS INC.

Ticker: PDCO Security ID: 703412106  
 Meeting Date: SEP 8, 2003 Meeting Type: Annual  
 Record Date: JUL 14, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Harold C. Slavkin	For	For	Management
1.2	Elect Director James W. Wiltz	For	For	Management
2	Ratify Auditors	For	For	Management

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PATTERSON-UTI ENERGY INC.

Ticker: PTEN Security ID: 703481101  
 Meeting Date: JUN 29, 2004 Meeting Type: Annual  
 Record Date: MAY 28, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mark S. Siegel	For	For	Management
1.2	Elect Director Cloyce A. Talbott	For	For	Management
1.3	Elect Director A. Glenn Patterson	For	For	Management
1.4	Elect Director Kenneth N. Berns	For	For	Management
1.5	Elect Director Robert C. Gist	For	For	Management
1.6	Elect Director Curtis W. Huff	For	For	Management
1.7	Elect Director Terry H. Hunt	For	For	Management
1.8	Elect Director Kenneth R. Peak	For	For	Management
1.9	Elect Director Nadine C. Smith	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Ratify Auditors	For	For	Management

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PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107  
 Meeting Date: OCT 2, 2003 Meeting Type: Annual  
 Record Date: AUG 4, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director B. Thomas Golisano	For	For	Management
1.2	Elect Director Betsy S. Atkins	For	For	Management
1.3	Elect Director G. Thomas Clark	For	For	Management
1.4	Elect Director David J. S. Flaschen	For	For	Management
1.5	Elect Director Phillip Horsley	For	For	Management
1.6	Elect Director Grant M. Inman	For	For	Management
1.7	Elect Director J. Robert Sebo	For	For	Management
1.8	Elect Director Joseph M. Tucci	For	For	Management

PEPSICO, INC.

Ticker: PEP Security ID: 713448108  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 12, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Akers	For	For	Management
1.2	Elect Director Robert E. Allen	For	For	Management
1.3	Elect Director Ray L. Hunt	For	For	Management
1.4	Elect Director Arthur C. Martinez	For	For	Management
1.5	Elect Director Indra K. Nooyi	For	For	Management
1.6	Elect Director Franklin D. Raines	For	For	Management
1.7	Elect Director Steven S. Reinemund	For	For	Management
1.8	Elect Director Sharon Percy Rockefeller	For	For	Management
1.9	Elect Director James J. Schiro	For	For	Management
1.10	Elect Director Franklin A. Thomas	For	For	Management
1.11	Elect Director Cynthia M. Trudell	For	For	Management
1.12	Elect Director Solomon D. Trujillo	For	For	Management
1.13	Elect Director Daniel Vasella	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Report on Political Contributions/Activities	Against	Against	Shareholder
5	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder

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PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 22, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael S. Brown	For	For	Management
1.2	Elect Director M. Anthony Burns	For	For	Management
1.3	Elect Director Robert N. Burt	For	For	Management
1.4	Elect Director W. Don Cornwell	For	For	Management
1.5	Elect Director William H. Gray III	For	For	Management
1.6	Elect Director Constance J. Horner	For	For	Management
1.7	Elect Director William R. Howell	For	For	Management
1.8	Elect Director Stanley O. Ikenberry	For	For	Management
1.9	Elect Director George A. Lorch	For	For	Management
1.10	Elect Director Henry A. Mckinnell	For	For	Management
1.11	Elect Director Dana G. Mead	For	For	Management
1.12	Elect Director Franklin D. Raines	For	For	Management
1.13	Elect Director Ruth J. Simmons	For	For	Management
1.14	Elect Director William C. Steere, Jr.	For	For	Management
1.15	Elect Director Jean-Paul Valles	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder
5	Cease Political Contributions/Activities	Against	Against	Shareholder
6	Report on Political Contributions/Activities	Against	Against	Shareholder
7	Establish Term Limits for Directors	Against	Against	Shareholder
8	Report on Drug Pricing	Against	Against	Shareholder
9	Limit Awards to Executives	Against	Against	Shareholder
10	Amend Animal Testing Policy	Against	Against	Shareholder

PLATINUM UNDERWRITERS HOLDINGS LTD

Ticker: PTP Security ID: G7127P100  
 Meeting Date: SEP 17, 2003 Meeting Type: Annual  
 Record Date: AUG 1, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect H. Baldwin, J. Bank, D. Carmichael, N. Currie, J. Fishman, G. Morrison, S. Newman, and P. Pruitt as Directors	For	For	Management
2a	Elect G. Morrison as Director of Platinum Underwriters Bermuda, Ltd.	For	For	Management
2b	Elect M. Price as Director of Platinum Underwriters Bermuda, Ltd.	For	For	Management
2c	Elect W. Robble as Director of Platinum Underwriters Bermuda, Ltd.	For	For	Management
3a	Elect G. Morrison as Director of Platinum Re (UK) Ltd.	For	For	Management
3b	Elect C. Pettengell as Director of Platinum Re (UK) Ltd.	For	For	Management
3c	Elect R. Porter as Director of Platinum Re (UK) Ltd.	For	For	Management
4	Approve Section 162(m) Performance Incentive Plan	For	For	Management

5 Ratify KPMG as Auditors For For Management

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PLATINUM UNDERWRITERS HOLDINGS LTD

Ticker: PTP Security ID: G7127P100  
 Meeting Date: MAY 6, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Furlong Baldwin	For	Did Not Vote	Management
1.2	Elect Director Jonathan F. Bank	For	Did Not Vote	Management
1.3	Elect Director Dan R. Carmichael	For	Did Not Vote	Management
1.4	Elect Director Neill A. Currie	For	Did Not Vote	Management
1.5	Elect Director Jay S. Fishman	For	Did Not Vote	Management
1.6	Elect Director Gregory E.A. Morrison	For	Did Not Vote	Management
1.7	Elect Director Steven H. Newman	For	Did Not Vote	Management
1.8	Elect Director Peter T. Pruitt	For	Did Not Vote	Management
2	THE PROPOSAL TO ELECT GREGORY E.A. MORRISON TO THE BOARD OF DIRECTORS OF PLATINUM UNDERWRITERS BERMUDA, LTD.	For	Did Not Vote	Management
3	THE PROPOSAL TO ELECT MICHAEL D. PRICE TO THE BOARD OF DIRECTORS OF PLATINUM UNDERWRITERS BERMUDA, LTD.	For	Did Not Vote	Management
4	THE PROPOSAL TO ELECT WILLIAM A. ROBBIE TO THE BOARD OF DIRECTORS OF PLATINUM UNDERWRITERS BERMUDA, LTD.	For	Did Not Vote	Management
5	THE PROPOSAL TO RATIFY THE APPOINTMENT OF WILLIAM A. ROBBIE TO THE BOARD OF DIRECTORS OF PLATINUM RE (UK) LIMITED.	For	Did Not Vote	Management
6	THE PROPOSAL TO RATIFY THE APPOINTMENT OF RUSSELL WORSLEY TO THE BOARD OF DIRECTORS OF PLATINUM RE (UK) LIMITED.	For	Did Not Vote	Management
7	THE PROPOSAL TO AMEND BYE-LAWS OF THE COMPANY BY REMOVING SECTION 44(2), WHICH REQUIRES THE SHAREHOLDERS OF THE COMPANY TO CONSIDER MATTERS THAT ARE SUBMITTED TO THE SHAREHOLDERS OF THE COMPANY S NON-U.S. SUBSIDIARIES.	For	Did Not Vote	Management
8	THE PROPOSAL TO APPROVE THE COMPANY S 2002 SHARE INCENTIVE PLAN.	For	Did Not Vote	Management
9	Ratify Auditors	For	Did Not Vote	Management

POLYCOM, INC.

Ticker: PLCM Security ID: 73172K104  
 Meeting Date: JUN 2, 2004 Meeting Type: Annual  
 Record Date: APR 9, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Betsy S. Atkins	For	For	Management
1.2	Elect Director John Seely Brown	For	For	Management
1.3	Elect Director Robert C. Hagerty	For	For	Management



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1.4	Elect Director John A. Kelley, Jr.	For	For	Management
1.5	Elect Director Michael R. Kourey	For	For	Management
1.6	Elect Director Stanley J. Meresman	For	For	Management
1.7	Elect Director William A. Owens	For	For	Management
1.8	Elect Director Durk I. Jager	For	For	Management
1.9	Elect Director Thomas G. Stenberg	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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POLYMEDICA CORP.

Ticker: PLMD Security ID: 731738100  
 Meeting Date: SEP 26, 2003 Meeting Type: Annual  
 Record Date: AUG 8, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel S. Bernstein, M.D.	For	For	Management
1.2	Elect Director Herbert A. Denton	For	For	Management
1.3	Elect Director Walter R. Maupay, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

POWER INTEGRATIONS, INC.

Ticker: POWI Security ID: 739276103  
 Meeting Date: JUN 3, 2004 Meeting Type: Annual  
 Record Date: APR 12, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Scott Brown	For	For	Management
1.2	Elect Director Steven J. Sharp	For	Withhold	Management
2	Amend Stock Option Plan	For	Against	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

QLT INC.

Ticker: QLT Security ID: 746927102  
 Meeting Date: MAY 26, 2004 Meeting Type: Annual  
 Record Date: APR 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Remuneration of Auditors	For	For	Management
2	Fix Number of Directors at Eight	For	For	Management
3.1	Elect E. Duff Scott as a Director	For	For	Management
3.2	Elect Paul J. Hastings as a Director	For	For	Management
3.3	Elect Julia G. Levy as a Director	For	For	Management
3.4	Elect C. Boyd Clarke as a Director	For	For	Management
3.5	Elect Peter A. Crossgrove as a Director	For	For	Management
3.6	Elect Ronald D. Henriksen as a Director	For	For	Management
3.7	Elect Alan C. Mendelson as a Director	For	For	Management
3.8	Elect L. Jack Wood as a Director	For	For	Management



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RESMED, INC.

Ticker: RMD Security ID: 761152107  
 Meeting Date: NOV 13, 2003 Meeting Type: Annual  
 Record Date: SEP 15, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter C. Farrell, Ph.D.	For	For	Management
1.2	Elect Director Gary W. Pace, Ph.D.	For	For	Management
2	Approve Employee Stock Purchase Plan	For	For	Management
3	Approve Increase in Non-Executive Director Fees	For	For	Management
4	Ratify Auditors	For	For	Management

RETEK INC.

Ticker: RETK Security ID: 76128Q109  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John Buchanan	For	For	Management
1.2	Elect Director N. Ross Buckenham	For	For	Management
2	Ratify Auditors	For	For	Management

RITE AID CORP.

Ticker: RAD Security ID: 767754104  
 Meeting Date: JUN 24, 2004 Meeting Type: Annual  
 Record Date: MAY 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary F. Sammons	For	For	Management
1.2	Elect Director George G. Golleher	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Prepare Diversity Report	Against	Against	Shareholder

ROBERT HALF INTERNATIONAL INC.

Ticker: RHI Security ID: 770323103  
 Meeting Date: MAY 4, 2004 Meeting Type: Annual

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Record Date: MAR 11, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andrew S. Berwick, Jr.	For	For	Management
1.2	Elect Director Frederick P. Furth	For	For	Management
1.3	Elect Director Edward W. Gibbons	For	For	Management
1.4	Elect Director Harold M. Messmer, Jr.	For	For	Management
1.5	Elect Director Thomas J. Ryan	For	For	Management
1.6	Elect Director J. Stephen Schaub	For	For	Management
1.7	Elect Director M. Keith Waddell	For	For	Management
2	Ratify Auditors	For	For	Management

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SAP AG

Ticker: SZXP10 Security ID: 803054204  
 Meeting Date: MAY 6, 2004 Meeting Type: Annual  
 Record Date: MAR 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	RESOLUTION ON THE APPROPRIATION OF THE RETAINED EARNINGS OF THE FISCAL YEAR 2003	For	Did Not Vote	Management
2	RESOLUTION ON THE FORMAL APPROVAL OF THE ACTS OF THE EXECUTIVE BOARD IN THE FISCAL YEAR 2003	For	Did Not Vote	Management
3	RESOLUTION ON THE FORMAL APPROVAL OF THE ACTS OF THE SUPERVISORY BOARD IN THE FISCAL YEAR 2003	For	Did Not Vote	Management
4	Ratify Auditors	For	Did Not Vote	Management
5	RESOLUTION ON ADJUSTMENTS TO SECTION 4 OF THE ARTICLES OF ASSOCIATION	For	Did Not Vote	Management
6	RESOLUTION ON THE AUTHORIZATION TO ACQUIRE AND USE TREASURY SHARES	For	Did Not Vote	Management
7	RESOLUTION ON THE AUTHORIZATION TO USE EQUITY DERIVATIVES IN CONNECTION WITH THE ACQUISITION OF TREASURY SHARES	For	Did Not Vote	Management

SEI INVESTMENT COMPANY

Ticker: SEIC Security ID: 784117103  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alfred P. West, Jr.	For	Withhold	Management
1.2	Elect Director William M. Doran	For	Withhold	Management
1.3	Elect Director Howard D. Ross	For	For	Management
1.4	Elect Director Thomas W. Smith	For	For	Management
2	Ratify Auditors	For	For	Management

SEMTECH CORP.

Ticker: SMTC Security ID: 816850101  
 Meeting Date: JUN 10, 2004 Meeting Type: Annual  
 Record Date: APR 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glen M. Antle	For	For	Management
1.2	Elect Director James P. Burra	For	For	Management

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1.3	Elect Director Jason L. Carlson	For	Withhold	Management
1.4	Elect Director Rockell N. Hankin	For	For	Management
1.5	Elect Director James T. Lindstrom	For	For	Management
1.6	Elect Director John L. Piotrowski	For	For	Management
1.7	Elect Director John D. Poe	For	Withhold	Management
1.8	Elect Director James T. Schraith	For	For	Management
2	Ratify Auditors	For	For	Management

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SIEBEL SYSTEMS, INC.

Ticker: SEBL Security ID: 826170102  
 Meeting Date: JUN 23, 2004 Meeting Type: Annual  
 Record Date: APR 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Scott Hartz	For	For	Management
1.2	Elect Director Charles R. Schwab	For	For	Management
1.3	Elect Director George T. Shaheen	For	For	Management
1.4	Elect Director John W. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Abstain	For	Shareholder

SLM CORP.

Ticker: SLM Security ID: 78442P106  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles L. Daley	For	For	Management
1.2	Elect Director William M. Diefenderfer, III	For	For	Management
1.3	Elect Director Thomas J. Fitzpatrick	For	For	Management
1.4	Elect Director Edward A. Fox	For	For	Management
1.5	Elect Director Diane Suitt Gilleland	For	For	Management
1.6	Elect Director Earl A. Goode	For	For	Management
1.7	Elect Director Ann Torre Grant	For	For	Management
1.8	Elect Director Ronald F. Hunt	For	For	Management
1.9	Elect Director Benjamin J. Lambert, III	For	For	Management
1.10	Elect Director Albert L. Lord	For	For	Management
1.11	Elect Director Barry A. Munitz	For	For	Management
1.12	Elect Director A. Alexander Porter, Jr.	For	For	Management
1.13	Elect Director Wolfgang Schoellkopf	For	For	Management
1.14	Elect Director Steven L. Shapiro	For	For	Management
1.15	Elect Director Barry L. Williams	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

SPRINT CORP.

Ticker: FON Security ID: 852061506  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 20, 2004



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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gordon M. Bethune	For	For	Management
1.2	Elect Director E. Linn Draper, Jr.	For	For	Management
1.3	Elect Director Deborah A. Henretta	For	For	Management
1.4	Elect Director Linda Koch Lorimer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Performance- Based/Indexing Options	Against	For	Shareholder
4	Limit Executive Compensation	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Report on Foreign Outsourcing	Against	Against	Shareholder

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SRA INTERNATIONAL, INC.

Ticker: SRX Security ID: 78464R105  
 Meeting Date: NOV 12, 2003 Meeting Type: Annual  
 Record Date: SEP 24, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William K. Brehm	For	For	Management
1.2	Elect Director Edward E. Legasey	For	For	Management
1.3	Elect Director Delbert C. Staley	For	For	Management
2	Ratify Auditors	For	For	Management

STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103  
 Meeting Date: APR 21, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kennett Burnes	For	For	Management
1.2	Elect Director David Gruber	For	For	Management
1.3	Elect Director Linda Hill	For	For	Management
1.4	Elect Director Charles Lamantia	For	For	Management
1.5	Elect Director Robert Weissman	For	For	Management
2	Exempt Board of Directors from Massachusetts General Laws, Chapter 156B, Section 50A(a)	Against	For	Shareholder

SUNCOR ENERGY INC

Ticker: SU Security ID: 867229106  
 Meeting Date: APR 29, 2004 Meeting Type: Annual/Special  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mel E. Benson	For	For	Management
1.2	Elect Director Brian A. Canfield	For	For	Management
1.3	Elect Director Susan E. Crocker	For	For	Management
1.4	Elect Director Bryan P. Davies	For	For	Management
1.5	Elect Director Brian A. Felesky	For	For	Management
1.6	Elect Director John T. Ferguson	For	For	Management
1.7	Elect Director W. Douglas Ford	For	For	Management
1.8	Elect Director Richard L. George	For	For	Management
1.9	Elect Director John R. Huff	For	For	Management
1.10	Elect Director Robert W. Korthals	For	For	Management

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1.11	Elect Director M. Ann McCaig	For	For	Management
1.12	Elect Director Michael W. O Brien	For	For	Management
1.13	Elect Director JR Shaw	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit New Participants in the Senior Executive Retirement Plan to a Shareholder Vote	Against	Against	Shareholder

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SUNGARD DATA SYSTEMS INC.

Ticker: SDS Security ID: 867363103  
 Meeting Date: MAY 14, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory S. Bentley	For	Withhold	Management
1.2	Elect Director Michael C. Brooks	For	For	Management
1.3	Elect Director Cristobal Conde	For	For	Management
1.4	Elect Director Ramon de Oliveira	For	For	Management
1.5	Elect Director Henry C. Duques	For	For	Management
1.6	Elect Director Albert A. Eisenstat	For	For	Management
1.7	Elect Director Bernard Goldstein	For	For	Management
1.8	Elect Director Janet Brutschea Haugen	For	For	Management
1.9	Elect Director James L. Mann	For	For	Management
1.10	Elect Director Malcolm I. Ruddock	For	For	Management
2	Ratify Auditors	For	For	Management

T. ROWE PRICE GROUP, INC.

Ticker: TROW Security ID: 74144T108  
 Meeting Date: APR 8, 2004 Meeting Type: Annual  
 Record Date: FEB 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward C. Bernard	For	For	Management
1.2	Elect Director James T. Brady	For	For	Management
1.3	Elect Director D. William J. Garrett	For	For	Management
1.4	Elect Director Donald B. Hebb, Jr.	For	For	Management
1.5	Elect Director James A.C. Kennedy	For	For	Management
1.6	Elect Director James S. Riepe	For	For	Management
1.7	Elect Director George A. Roche	For	For	Management
1.8	Elect Director Brian C. Rogers	For	For	Management
1.9	Elect Director Dr. Alfred Sommer	For	For	Management
1.10	Elect Director Dwight S. Taylor	For	For	Management
1.11	Elect Director Anne Marie Whittemore	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Other Business	For	Against	Management

TAIWAN SEMICONDUCTOR MANUFACTURING CO.

Ticker: TSM.P Security ID: 874039100  
 Meeting Date: MAY 11, 2004 Meeting Type: Annual

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Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO ACCEPT 2003 BUSINESS REPORT AND FINANCIAL STATEMENTS.	For	For	Management
2	TO APPROVE THE PROPOSAL FOR DISTRIBUTION OF 2003 PROFITS.	For	For	Management
3	TO APPROVE THE CAPITALIZATION OF 2003 DIVIDENDS AND EMPLOYEE PROFIT SHARING.	For	For	Management

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TELEPHONE AND DATA SYSTEMS, INC.

Ticker: TDS Security ID: 879433100  
 Meeting Date: JUN 29, 2004 Meeting Type: Annual  
 Record Date: MAY 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management
2.1	Elect Director K.A. Mundt	For	For	Management
2.2	Elect Director M.H. Saranow	For	For	Management
2.3	Elect Director K.A. Mundt	For	For	Management
2.4	Elect Director M.L. Solomon	For	For	Management
2.5	Elect Director H.S. Wander	For	For	Management
2.6	Elect Director M.H. Saranow	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Ratify Auditors	For	For	Management

TIME WARNER TELECOM, INC.

Ticker: TWTC Security ID: 887319101  
 Meeting Date: JUN 3, 2004 Meeting Type: Annual  
 Record Date: APR 7, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larissa L. Herda	For	Withhold	Management
1.2	Elect Director Glenn A. Britt	For	Withhold	Management
1.3	Elect Director Richard J. Davies	For	Withhold	Management
1.4	Elect Director Spencer B. Hays	For	Withhold	Management
1.5	Elect Director Robert D. Marcus	For	Withhold	Management
1.6	Elect Director Robert J. Miron	For	Withhold	Management
1.7	Elect Director Anthony R. Muller	For	For	Management
1.8	Elect Director Theodore H. Schell	For	For	Management
1.9	Elect Director Mary Agnes Wilderotter	For	For	Management
2	Approve Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management

UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102  
 Meeting Date: MAY 12, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William C. Ballard, Jr.	For	For	Management

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1.2	Elect Director Richard T. Burke	For	For	Management
1.3	Elect Director Stephen J. Hemsley	For	For	Management
1.4	Elect Director Donna E. Shalala	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder
4	Limit Awards to Executives	Against	Against	Shareholder

UNIVISION COMMUNICATIONS INC.

Ticker: UVN Security ID: 914906102  
 Meeting Date: MAY 12, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. Jerrold Perenchio	For	For	Management
1.2	Elect Director Fernando Aguirre	For	For	Management
1.3	Elect Director Harold Gaba	For	For	Management
1.4	Elect Director Alan F. Horn	For	For	Management
1.5	Elect Director John G. Perenchio	For	For	Management
1.6	Elect Director Ray Rodriguez	For	For	Management
1.7	Elect Director McHenry T. Tichenor, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

UTI WORLDWIDE INC.

Ticker: UTIW Security ID: G87210103  
 Meeting Date: FEB 27, 2004 Meeting Type: Special  
 Record Date: JAN 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO APPROVE THE UTI WORLDWIDE INC. 2004 LONG-TERM INCENTIVE PLAN.	For	Against	Management

UTI WORLDWIDE INC.

Ticker: UTIW Security ID: G87210103  
 Meeting Date: JUN 25, 2004 Meeting Type: Annual  
 Record Date: MAY 28, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan C. Draper	For	For	Management
1.2	Elect Director C. John Langley, Jr.	For	For	Management
1.3	Elect Director Allan M. Rosenzweig	For	For	Management
2	TO APPROVE THE 2004 UTI WORLDWIDE INC. NON-EMPLOYEE DIRECTORS SHARE INCENTIVE PLAN.	For	For	Management



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WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103  
 Meeting Date: JUN 4, 2004 Meeting Type: Annual  
 Record Date: APR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James W. Breyer	For	For	Management
1.2	Elect Director M. Michele Burns	For	For	Management
1.3	Elect Director Thomas M. Coughlin	For	For	Management
1.4	Elect Director David D. Glass	For	For	Management
1.5	Elect Director Roland A. Hernandez	For	For	Management
1.6	Elect Director Dawn G. Lepore	For	For	Management
1.7	Elect Director John D. Opie	For	For	Management
1.8	Elect Director J. Paul Reason	For	For	Management
1.9	Elect Director H. Lee Scott, Jr.	For	For	Management
1.10	Elect Director Jack C. Shewmaker	For	For	Management
1.11	Elect Director Jose H. Villarreal	For	For	Management
1.12	Elect Director John T. Walton	For	For	Management
1.13	Elect Director S. Robson Walton	For	For	Management
1.14	Elect Director Christopher J. Williams	For	For	Management
2	Approve Stock Option Plan	For	For	Management
3	Approve Stock Option Plan	For	For	Management
4	Amend Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Prepare Sustainability Report	Against	For	Shareholder
8	Report on Stock Option Distribution by Race and Gender	Against	Against	Shareholder
9	Report on Genetically Modified Organisms (GMO)	Against	Against	Shareholder
10	Prepare Diversity Report	Against	For	Shareholder
11	Submit Executive Compensation to Vote	Against	For	Shareholder

WALGREEN CO.

Ticker: WAG Security ID: 931422109  
 Meeting Date: JAN 14, 2004 Meeting Type: Annual  
 Record Date: NOV 17, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Bernauer	For	For	Management
1.2	Elect Director William C. Foote	For	For	Management
1.3	Elect Director James J. Howard	For	For	Management
1.4	Elect Director Alan G. McNally	For	For	Management
1.5	Elect Director Cordell Reed	For	For	Management
1.6	Elect Director Jeffrey A. Rein	For	For	Management
1.7	Elect Director David Y. Schwartz	For	For	Management
1.8	Elect Director John B. Schwemm	For	For	Management
1.9	Elect Director Marilou M. von Ferstel	For	For	Management
1.10	Elect Director Charles R. Walgreen III	For	For	Management

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2	Approve Non-Employee Director Omnibus Stock Plan	For	Against	Management
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WEBEX COMMUNICATIONS, INC.

Ticker: WEBX Security ID: 94767L109  
 Meeting Date: MAY 19, 2004 Meeting Type: Annual  
 Record Date: MAR 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael T. Flynn	For	For	Management
1.2	Elect Director Casimir Skrzypczak	For	For	Management
2	Ratify Auditors	For	For	Management

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WEST CORPORATION

Ticker: WSTC Security ID: 952355105  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary E. West	For	Withhold	Management
1.2	Elect Director George H. Krauss	For	Withhold	Management
2	Ratify Auditors	For	For	Management

WESTWOOD ONE, INC.

Ticker: WON Security ID: 961815107  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: APR 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Norman J. Pattiz	For	For	Management
1.2	Elect Director Mel Karmazin	For	For	Management
1.3	Elect Director Joseph B. Smith	For	For	Management
1.4	Elect Director Dennis F. Holt	For	For	Management
1.5	Elect Director Shane Coppola	For	For	Management
2	Ratify Auditors	For	For	Management

XL CAPITAL LTD (FORMERLY EXEL LTD.)

Ticker: XL Security ID: G98255105  
 Meeting Date: APR 30, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John Loudon	For	For	Management
1.2	Elect Director Robert S. Parker	For	For	Management
1.3	Elect Director Alan Z. Senter	For	For	Management
2	Ratify Auditors	For	For	Management

YAHOO!, INC.

Ticker: YHOO Security ID: 984332106

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Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: MAR 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Terry S. Semel	For	For	Management
1.2	Elect Director Jerry Yang	For	For	Management
1.3	Elect Director Roy J. Bostock	For	For	Management
1.4	Elect Director Ronald W. Burkle	For	For	Management
1.5	Elect Director Eric Hippeau	For	For	Management
1.6	Elect Director Arthur H. Kern	For	For	Management
1.7	Elect Director Robert A. Kotick	For	For	Management
1.8	Elect Director Edward R. Kozel	For	For	Management
1.9	Elect Director Gary L. Wilson	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Expense Stock Options	Against	For	Shareholder

ZEBRA TECHNOLOGIES CORP.

Ticker: ZBRA Security ID: 989207105  
 Meeting Date: JUN 3, 2004 Meeting Type: Annual  
 Record Date: APR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerhard Cless	For	For	Management
1.2	Elect Director Michael A. Smith	For	For	Management
2	Increase Authorized Common Stock	For	Against	Management
3	Ratify Auditors	For	For	Management
4	Adopt Charter Language on Board Diversity	Against	Against	Shareholder

**SIGNATURES**

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)	Liberty All Star Growth Fund, Inc.
By (Signature and Title)*	/s/ William R. Parmentier William R. Parmentier, President
Date	August 30, 2004

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\* Print the name and title of each signing officer under his or her signature.