

Edgar Filing: GAMCO INVESTORS, INC. ET AL - Form 13F-HR

GAMCO INVESTORS, INC. ET AL
 Form 13F-HR
 November 12, 2010

PORTVUE-SEC13F.LNP
 RUN DATE: 10/25/10 1:51 P.M.

GAMCO ASSET MGT. INC.

FORM 13F INFORMATION TABLE
 AS OF DATE: 09/30/10

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
1 800 FLOWERS COM INC CL A	COM	68243Q106	945	500000	SH		SOLE	
3M CO.	COM	88579Y101	1041	12000	SH		SOLE	
99 CENTS ONLY STORES	COM	65440K106	1605	85000	SH		SOLE	
A D C TELECOMMUNICATIONS NEW	COM	000886309	58839	4644000	SH		SOLE	
A T & T INC (NEW)	COM	00206R102	13550	473773	SH		SOLE	
AAR CORP COM	COM	000361105	1400	75000	SH		SOLE	
AARON RENTS INC COM	COM	002535201	249	13500	SH		SOLE	
AARON'S INC	COM	002535300	9530	517930	SH		SOLE	
ABB LTD SPONSORED ADR	COM	000375204	4824	228394	SH		SOLE	
ABBOTT LABS	COM	002824100	6340	121360	SH		SOLE	
ABOVENET INC COM	COM	00374N107	2240	43000	SH		SOLE	
ABRAXIS BIOSCIENCE INC NEW COM	COM	00383Y102	387	5000	SH		SOLE	
ACCO BRANDS CORP COM	COM	00081T108	934	162378	SH		SOLE	
ACTIVISION BLIZZARD, INC	COM	00507V109	671	62000	SH		SOLE	
ACUITY BRANDS INC (B:AYI) COM	COM	00508Y102	886	20020	SH		SOLE	
ADOBE SYSTEMS INC COM	COM	00724F101	2436	93170	SH		SOLE	
AES CORP COM	COM	00130H105	4732	416900	SH		SOLE	
AGL RES INC COM	COM	001204106	3080	80300	SH		SOLE	
AGNICO-EAGLE MINES (USD)	COM	008474108	4953	69730	SH		SOLE	
AIR PRODS & CHEMS INC COM	COM	009158106	2965	35800	SH		SOLE	
AIRGAS INC COM	COM	009363102	1257	18500	SH		SOLE	
ALBEMARLE CORP COM	COM	012653101	1451	31000	SH		SOLE	
ALBERTO CULVER CO NEW COM	COM	013078100	43660	1159630	SH		SOLE	
ALCOA INC COM	COM	013817101	11726	968310	SH		SOLE	
ALCON INC COM SHS	COM	H01301102	6438	38600	SH		SOLE	
ALERE INC	COM	01449J105	572	18500	SH		SOLE	
ALIGN TECHNOLOGY INC COM	COM	016255101	1273	65000	SH		SOLE	
ALLEGHANY CORP DEL	COM	017175100	1039	3429	SH		SOLE	
ALLEGHENY ENERGY INC COM	COM	017361106	22448	915506	SH		SOLE	
ALLERGAN INC	COM	018490102	9855	148128	SH		SOLE	
ALLETE INC COM NEW	COM	018522300	1226	33650	SH		SOLE	
ALLIANCE BERNSTEIN HLDGS LP UN	COM	01881G106	8648	327440	SH		SOLE	
ALLIANT ENERGY CORP COM	COM	018802108	959	26380	SH		SOLE	
AMAZON.COM INC	COM	023135106	576	3670	SH		SOLE	
AMERICA MOVIL S A DE C V SPONS	COM	02364W105	2933	55000	SH		SOLE	
AMERICAN DAIRY INC COM	COM	025334103	2613	250000	SH		SOLE	
AMERICAN DENTAL PARTNERS INC	COM	025353103	241	20000	SH		SOLE	
AMERICAN DG ENERGY INC COM	COM	025398108	945	317000	SH		SOLE	
AMERICAN ELECTRIC POWER	COM	025537101	272	7500	SH		SOLE	
AMERICAN EXPRESS CO	COM	025816109	161127	3833629	SH		SOLE	
AMERICAN OIL & GAS INC NEW COM	COM	028723104	486	60000	SH		SOLE	

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AMERICAN PHYSICIANS CAP INC CO	COM	028884104	10207	246200	SH	SOLE
AMERICAN PUBLIC EDUCATION INCO	COM	02913V103	276	8400	SH	SOLE
AMERICAN SUPERCONDUCTOR CORPCO	COM	030111108	243	7800	SH	SOLE
AMERICAN WATER WORKS CO INC	COM	030420103	1971	84700	SH	SOLE
AMERICREDIT CORP COM	COM	03060R101	82447	3370700	SH	SOLE
AMERIPRISE FINL INC COM	COM	03076C106	3136	66263	SH	SOLE
AMETEK INC NEW COM	COM	031100100	116931	2447782	SH	SOLE
AMGEN INC	COM	031162100	537	9750	SH	SOLE
AMPCO PITTSBURGH CORP	COM	032037103	29024	1169387	SH	SOLE
ANADARKO PETE CORP COM	COM	032511107	7713	135200	SH	SOLE
ANGIODYNAMICS INC COM	COM	03475V101	3979	261060	SH	SOLE
ANGLOGOLD LTD SPONSORED ADR	COM	035128206	213	4600	SH	SOLE
ANIMAL HEALTH INTERNATIONAL	COM	03525N109	865	315600	SH	SOLE
ANIXTER INTL INC COM	COM	035290105	324	6000	SH	SOLE
AOL INC COM	COM	00184X105	5299	214082	SH	SOLE
APACHE CORP	COM	037411105	2485	25422	SH	SOLE
APPLE INC	COM	037833100	8203	28910	SH	SOLE
APPLIED MATLS INC COM	COM	038222105	729	62390	SH	SOLE
APPROACH RESOURCES INC COM	COM	03834A103	475	42500	SH	SOLE
ARBITRON INC COM	COM	03875Q108	392	14000	SH	SOLE
ARCH CHEMICALS INC COM	COM	03937R102	2870	81780	SH	SOLE
ARCHER DANIELS MIDLAND	COM	039483102	48514	1519856	SH	SOLE
ARCSIGHT INC COM	COM	039666102	11405	261903	SH	SOLE
ARGO GROUP INTL HLDGS LTD COM	COM	G0464B107	2779	80000	SH	SOLE
ARTHROCARE CORP COM	COM	043136100	12114	445700	SH	SOLE
ARTIO GLOBAL INVESTORS INC	COM	04315B107	2875	187900	SH	SOLE
ASCENT MEDIA CORP COM SER A	COM	043632108	33114	1239745	SH	SOLE
ASHLAND INC NEW COM	COM	044209104	13302	272749	SH	SOLE
ASTEC INDS INC COM	COM	046224101	1312	46000	SH	SOLE
ASTRONICS CORP COM	COM	046433108	175	10000	SH	SOLE
ATC TECHNOLOGY CORP	COM	00211W104	272	11000	SH	SOLE
AUTOMATIC DATA PROCESSING	COM	053015103	462	11000	SH	SOLE
AUTONATION INC	COM	05329W102	61394	2640584	SH	SOLE
AUTOZONE INC	COM	053332102	8676	37900	SH	SOLE
AVON PRODUCTS INC	COM	054303102	2405	74900	SH	SOLE
AZZ INC COM	COM	002474104	206	4800	SH	SOLE
BADGER METER INC COM	COM	056525108	2734	67550	SH	SOLE
BALDOR ELEC CO COM	COM	057741100	28316	700900	SH	SOLE
BALDWIN TECHNOLOGY INC CL A	COM	058264102	1231	1009147	SH	SOLE
BANK OF AMERICA	COM	060505104	6537	498895	SH	SOLE
BANK OF NEW YORK MELLON CORP	COM	064058100	113337	4337434	SH	SOLE
BARNES GROUP INC COM	COM	067806109	1006	57190	SH	SOLE
BARNES & NOBLES	COM	067774109	2269	140000	SH	SOLE
BARRETT BILL CORP COM	COM	06846N104	1332	37000	SH	SOLE
PORTVUE-SEC13F.LNP						GAMCO ASSET MGT. INC.
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BARRICK GOLD(R:ABX.N B:ABX US)	COM	067901108	2194	47400	SH		SOLE	
BAXTER INTL INC COM	COM	071813109	30632	642040	SH		SOLE	
BCE INC	COM	05534B760	12084	371800	SH		SOLE	
BEASLEY BROADCAST GRP INC.	COM	074014101	6768	1279320	SH		SOLE	
BECTON DICKINSON & CO COM	COM	075887109	2007	27085	SH		SOLE	
BED BATH & BEYOND INC	COM	075896100	5426	125000	SH		SOLE	
BEL FUSE INC CL A	COM	077347201	2927	139841	SH		SOLE	
BELDEN CDT INC	COM	077454106	2638	100000	SH		SOLE	
BELO CORP	COM	080555105	3073	495601	SH		SOLE	

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BERKSHIRE HATHAWAY INC DEL CL	COM	084670702	10744	129950	SH	SOLE
BERKSHIRE HATHAWAY INC-CL A	COM	084670108	3735	30	SH	SOLE
BEST BUY INC COM	COM	086516101	1645	40300	SH	SOLE
BIG 5 SPORTING GOODS CORP COM	COM	08915P101	1959	146000	SH	SOLE
BIGLARI HOLDINGS INC	COM	08986R101	31528	95931	SH	SOLE
BIO RAD LABS INC CL A	COM	090572207	281	3100	SH	SOLE
BIOGEN IDEC INC	COM	09062X103	692	12329	SH	SOLE
BIOLASE TECHNOLOGY INC COM	COM	090911108	158	135000	SH	SOLE
BIO-REFERENCE LABS INC COM \$.0	COM	09057G602	761	36500	SH	SOLE
BLACK HILLS CORP COM	COM	092113109	22905	734125	SH	SOLE
BLACKROCK INC CL A	COM	09247X101	582	3420	SH	SOLE
BLACKSTONE GROUP L P COM UNIT	COM	09253U108	437	34400	SH	SOLE
BOEING CO	COM	097023105	39194	589028	SH	SOLE
BON-TON STORES INC COM	COM	09776J101	5863	576500	SH	SOLE
BORG WARNER INC	COM	099724106	67504	1282852	SH	SOLE
BOSTON BEER INC CL A	COM	100557107	9977	149200	SH	SOLE
BOSTON SCIENTIFIC CORP COM	COM	101137107	10888	1776165	SH	SOLE
BOWNE & CO INC COM	COM	103043105	7087	625500	SH	SOLE
BOYD GAMING CORP	COM	103304101	13382	1845850	SH	SOLE
BRINKS CO COM	COM	109696104	6318	274700	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	19731	727805	SH	SOLE
BROWN FORMAN CORP CL B	COM	115637209	4914	79723	SH	SOLE
BROWN-FORMAN CORP CLASS A	COM	115637100	33885	550440	SH	SOLE
BRUNSWICK CORP	COM	117043109	974	64000	SH	SOLE
BRUSH ENGINEERED MATLS INC COM	COM	117421107	21666	761800	SH	SOLE
BRYN MAWR BK CORP COM	COM	117665109	207	12024	SH	SOLE
BURGER KING HOLDING INC	COM	121208201	3507	146840	SH	SOLE
CABLEVISION SYS NY GROUP A	COM	12686C109	262980	10041235	SH	SOLE
CALAMOS ASSET MANAGEMENT-A	COM	12811R104	1265	110000	SH	SOLE
CALGON CARBON CORP COM	COM	129603106	954	65800	SH	SOLE
CAMBIUM LEARNING GRP INC COM	COM	13201A107	1008	315073	SH	SOLE
CAMERON INTERNATIONAL CORP	COM	13342B105	11019	256504	SH	SOLE
CAMPBELL SOUP CO	COM	134429109	27806	777797	SH	SOLE
CANTERBURY PK HLDG CORP	COM	13811E101	3126	411269	SH	SOLE
CAPELLA EDUCATION COMPANY COM	COM	139594105	202	2600	SH	SOLE
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CARMIKE CINEMAS INC COM	COM	143436400	1291	148000	SH		SOLE	
CASELLA WASTE SYS INC CL A	COM	147448104	546	130000	SH		SOLE	
CASEYS GEN STORES INC COM	COM	147528103	13674	327523	SH		SOLE	
CASH AMER INTL INC COM	COM	14754D100	280	8000	SH		SOLE	
CAVCO INDUSTRIES	COM	149568107	16951	472048	SH		SOLE	
CBS CORP CLASS A	COM	124857103	43793	2754284	SH		SOLE	
CBS CORP NEW CL B	COM	124857202	11389	718111	SH		SOLE	
CELGENE CORP	COM	151020104	1289	22370	SH		SOLE	
CELLU TISSUE HLDGS INC COM	COM	151169109	913	76500	SH		SOLE	
CENTRAL EUROPE AND RUSSIA FUND	MUTUAL FUNDS	153436100	353	9441	SH		SOLE	
CENTRAL VT PUB SVC CORP COM	COM	155771108	2229	110500	SH		SOLE	
CENTURYLINK, INC.	COM	156700106	8881	225063	SH		SOLE	
CEPHALON INC COM	COM	156708109	1018	16300	SH		SOLE	
CEPHEID COM	COM	15670R107	4752	254000	SH		SOLE	
CH ENERGY GROUP, INC.	COM	12541M102	33537	759451	SH		SOLE	
CHEESECAKE FACTORY INC	COM	163072101	4881	184400	SH		SOLE	
CHEMED CORPORATION	COM	16359R103	41964	736605	SH		SOLE	
CHESAPEAKE ENERGY CORP COM	COM	165167107	2013	88880	SH		SOLE	
CHESAPEAKE UTILS CORP COM	COM	165303108	1467	40501	SH		SOLE	

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CHEVRON CORP	COM	166764100	16485	203391	SH	SOLE
CHINA MOBILE LTD	COM	16941M109	2966	58000	SH	SOLE
CHURCH & DWIGHT CO	COM	171340102	16646	256330	SH	SOLE
CHURCHILL DOWNS INC COM	COM	171484108	21884	612642	SH	SOLE
CINCINNATI BELL	COM	171871106	24062	9012059	SH	SOLE
CINCINNATI BELL PFD CVT 6.75% CONVERTIBLE PEF	COM	171871403	491	12600	SH	SOLE
CINEDIGM DIGITAL CINEMA CORPOR	COM	172407108	39	30000	SH	SOLE
CIRCOR INTL INC COM	COM	17273K109	45211	1430713	SH	SOLE
CISCO SYS INC	COM	17275R102	5056	230864	SH	SOLE
CITIGROUP INC.	COM	172967101	1469	375600	SH	SOLE
CLARCOR INC	COM	179895107	73291	1897267	SH	SOLE
CLEAR CHANNEL OUTDOOR HLDGS CL	COM	18451C109	19319	1690200	SH	SOLE
CLEARWIRE CORP-CLASS A	COM	18538Q105	1411	174370	SH	SOLE
CME GROUP INC COM	COM	12572Q105	2097	8050	SH	SOLE
CMS ENERGY CORP COM	COM	125896100	1796	99675	SH	SOLE
CNA SURETY CORP COM	COM	12612L108	18515	1033200	SH	SOLE
CNH GLOBAL NV COM	COM	N20935206	123249	3363780	SH	SOLE
COACH INC	COM	189754104	389	9058	SH	SOLE
COBALT INTL ENERGY INC COM	COM	19075F106	287	30000	SH	SOLE
COCA COLA CO	COM	191216100	103755	1772988	SH	SOLE
COCA COLA ENTERPRISES INC	COM	191219104	7406	238900	SH	SOLE
COGENT INC COM	COM	19239Y108	581	54600	SH	SOLE
COHEN & STEERS INC COM	COM	19247A100	16229	747871	SH	SOLE
COLDWATER CREEK INC COM	COM	193068103	5871	1114000	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	1991	25900	SH	SOLE

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COLLECTIVE BRANDS INC COM	COM	19421W100	210	13000	SH		SOLE	
COMCAST CORP CL A SPL	COM	20030N200	1123	66044	SH		SOLE	
COMCAST CORP NEW COM CL A	COM	20030N101	2253	124602	SH		SOLE	
COMMUNICATIONS SYS	COM	203900105	3045	267537	SH		SOLE	
CONAGRA INC	COM	205887102	1119	51000	SH		SOLE	
CONMED CORP COM	COM	207410101	2212	98700	SH		SOLE	
CONNECTICUT WTR SVC INC COM	COM	207797101	205	8550	SH		SOLE	
CONOCOPHILLIPS COM	COM	20825C104	10936	190422	SH		SOLE	
CONSOL ENERGY INC COM	COM	20854P109	7074	191400	SH		SOLE	
CONSTELLATION BRANDS COM	COM	21036P108	10823	611825	SH		SOLE	
CONSTELLATION ENERGY GROUP ICO	COM	210371100	5294	164206	SH		SOLE	
CONTINUACARE CORP COM	COM	212172100	462	110000	SH		SOLE	
COOPER COS INC COM NEW	COM	216648402	6471	140000	SH		SOLE	
COOPER INDUSTRIES PLC SHS	COM	G24140108	54452	1112857	SH		SOLE	
COPART INC COM	COM	217204106	1665	50500	SH		SOLE	
CORE MOLDING TECH COM	COM	218683100	1893	430300	SH		SOLE	
CORINTHIAN COLLEGES INC COM	COM	218868107	3689	525500	SH		SOLE	
CORN PRODS INTL INC COM	COM	219023108	28778	767401	SH		SOLE	
CORNING INC	COM	219350105	7828	428202	SH		SOLE	
COSTCO WHSL CORP NEW COM	COM	22160K105	8396	130191	SH		SOLE	
COVANCE INC COM	COM	222816100	267	5700	SH		SOLE	
COVANTA HOLDING CORP	COM	22282E102	3843	244000	SH		SOLE	
COVIDIEN PLC ORDINARY SHARE	COM	G2554F105	18356	456740	SH		SOLE	
CRANE CO	COM	224399105	140875	3713094	SH		SOLE	
CROWN HOLDINGS INC COM	COM	228368106	281	9800	SH		SOLE	
CROWN MEDIA HLDGS INC CL A	COM	228411104	694	290189	SH		SOLE	
CRUCCELL N V SPONSORED ADR	COM	228769105	20910	628697	SH		SOLE	
CTS CORP	COM	126501105	33704	3503543	SH		SOLE	
CUMMINS ENGINE INC	COM	231021106	1173	12945	SH		SOLE	

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CURTISS WRIGHT CORP	COM	231561101	77522	2558471	SH	SOLE
CUTERA INC COM	COM	232109108	3483	430000	SH	SOLE
CVS CAREMARK CORP	COM	126650100	33285	1057676	SH	SOLE
CYMER INC COM	COM	232572107	252	6800	SH	SOLE
CYNOSURE INC CL A	COM	232577205	245	24000	SH	SOLE
CYPRESS SEMICONDUCTOR CORP COM	COM	232806109	5271	419000	SH	SOLE
CYTEC INDS INC COM	COM	232820100	338	6000	SH	SOLE
C&D TECHNOLOGIES INC COM	COM	124661109	3	11290	SH	SOLE
DANA HOLDING CORP COM	COM	235825205	23824	1933800	SH	SOLE
DEAN FOODS (B:DF)	COM	242370104	3365	329600	SH	SOLE
DEERE & CO.	COM	244199105	126256	1809337	SH	SOLE
DEL MONTE FOODS CO COM	COM	24522P103	25453	1941527	SH	SOLE
DELTIC TIMBER CORP COM	COM	247850100	309	6900	SH	SOLE
DENNYS CORP COM	COM	24869P104	2504	805000	SH	SOLE
DENTSPLY INTL INC NEW COM	COM	249030107	8594	268800	SH	SOLE
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DEUTSCHE BANK AG-REG (B:DB)	COM	D18190898	2895	52700	SH		SOLE	
DEUTSCHE TELEKOM AG-SPON ADR (COM	251566105	7398	538649	SH		SOLE	
DEVON ENERGY CORP NEW	COM	25179M103	14654	226358	SH		SOLE	
DEXCOM INC COM	COM	252131107	1031	78000	SH		SOLE	
DIAGEO PLC SPONSORED ADR (B:DE	COM	25243Q205	40201	582532	SH		SOLE	
DIAMOND FOODS INC COM	COM	252603105	1066	26000	SH		SOLE	
DIAMOND MGMT & TECHNOLOGY COCO	COM	25269L106	1006	80500	SH		SOLE	
DIAMOND OFFSHORE DRILLNG INCCO	COM	25271C102	1125	16600	SH		SOLE	
DIEBOLD INC COM	COM	253651103	121550	3909625	SH		SOLE	
DIRECTV-CLASS A	COM	25490A101	278396	6687383	SH		SOLE	
DISCOVER FINANCIAL	COM	254709108	3190	191268	SH		SOLE	
DISCOVERY COMMS NEW SER A	COM	25470F104	40662	933693	SH		SOLE	
DISCOVERY COMMS NEW SER C	COM	25470F302	33909	887898	SH		SOLE	
DISH NETWORK CORPORATION	COM	25470M109	46917	2442300	SH		SOLE	
DISNEY WALT PRODTNS	COM	254687106	6811	205763	SH		SOLE	
DOMINION RES INC VA NEW COM	COM	25746U109	5200	119100	SH		SOLE	
DONALDSON INC	COM	257651109	62092	1317470	SH		SOLE	
DOVER DOWNS GAMING & ENTMT INC	COM	260095104	593	174542	SH		SOLE	
DOVER MOTORSPORTS INC.(B:DVD)	COM	260174107	1566	865000	SH		SOLE	
DOW CHEMICAL CORP	COM	260543103	351	12780	SH		SOLE	
DPL INC COM	COM	233293109	11228	429712	SH		SOLE	
DR HORTON 2.000% 05/15/14	CONVERTIBLE BOND	23331ABB4	210	190000	PRN		SOLE	
DR PEPPER SNAPPLE GROUP INC CO	COM	26138E109	92727	2610571	SH		SOLE	
DRIL QUIP INC.	COM	262037104	1000	16100	SH		SOLE	
DU PONT E I DE NEMOURS CO	COM	263534109	3435	76990	SH		SOLE	
DUCOMMUN INC DEL COM	COM	264147109	218	10000	SH		SOLE	
DUFF & PHELPS CORP-CL A	COM	26433B107	606	45000	SH		SOLE	
DUKE ENERGY CORP	COM	26441C105	4154	234542	SH		SOLE	
DYNEGY INC	COM	26817G300	302	62000	SH		SOLE	
E M C CORP MASS COM	COM	268648102	3593	176915	SH		SOLE	
EASTMAN KODAK	COM	277461109	1755	417950	SH		SOLE	
EATON CORP	COM	278058102	2834	34355	SH		SOLE	
EATON VANCE CORP COM	COM	278265103	348	12000	SH		SOLE	
EBAY INC	COM	278642103	659	27000	SH		SOLE	
ECHOSTAR CORP-A	COM	278768106	7756	406498	SH		SOLE	
ECOLAB INC	COM	278865100	48815	962056	SH		SOLE	
EDGEWATER TECHNOLOGY INC COM	COM	280358102	2923	1074727	SH		SOLE	
EL PASO CORPORATION	COM	28336L109	23978	1936795	SH		SOLE	
EL PASO ELEC CO COM NEW	COM	283677854	46114	1939174	SH		SOLE	

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ELECTRONIC ARTS COM	COM	285512109	1942	118068	SH	SOLE
ELIZABETH ARDEN INC	COM	28660G106	220	11000	SH	SOLE
EMERSON ELEC CO	COM	291011104	2396	45506	SH	SOLE
EMMIS COMMUNICATIONS CORP	COM	291525103	70	90000	SH	SOLE
EMULEX CORP COM NEW	COM	292475209	1707	163500	SH	SOLE
PORTVUE-SEC13F.LNP						GAMCO ASSET MGT. INC.

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ENER1 INC COM NEW	COM	29267A203	52	14000	SH		SOLE	
ENERGIZER HLDGS INC COM	COM	29266R108	80439	1196479	SH		SOLE	
ENERGY TRANSFER PARTNERS L PUN	COM	29273R109	338	7000	SH		SOLE	
ENTEGRIS INC COM	COM	29362U104	566	121170	SH		SOLE	
ENTERPRISE GP HLDGS L P UNIT L	COM	293716106	317	5400	SH		SOLE	
ENTERPRISE PRODS PARTNERS L CO	OIL & GAS PARTNE	293792107	574	14468	SH		SOLE	
EOG RESOURCES INC	COM	26875P101	1269	13645	SH		SOLE	
EPIQ SYS INC COM	COM	26882D109	175	14300	SH		SOLE	
EPOCH HOLDING CORP	COM	29428R103	6741	523340	SH		SOLE	
EQT CORP COM	COM	26884L109	902	25000	SH		SOLE	
EXACTECH INC COM	COM	30064E109	9502	582215	SH		SOLE	
EXPRESSJET HOLDINGS INC COM NE	COM	30218U306	966	144800	SH		SOLE	
EXXON MOBIL CORP	COM	30231G102	9739	157615	SH		SOLE	
EZCORP INC CL A NON VTG	COM	302301106	545	27200	SH		SOLE	
FALCONSTOR SOFTWARE INC COM	COM	306137100	327	107000	SH		SOLE	
FAMOUS DAVES AMER INC COM	COM	307068106	205	21650	SH		SOLE	
FEDERAL MOGUL CORP CL A	COM	313549404	22176	1172690	SH		SOLE	
FERRO CORP	COM	315405100	78755	6109759	SH		SOLE	
FIDELITY SOUTHERN CORP	COM	316394105	230	35864	SH		SOLE	
FIRST NIAGARA FINL GP INC COM	COM	33582V108	117	10000	SH		SOLE	
FIRSTENERGY CORP COM	COM	337932107	1197	31051	SH		SOLE	
FIRSTMERIT CORP COM	COM	337915102	484	26400	SH		SOLE	
FISHER COMMUNICATIONS INC COM	COM	337756209	32025	1837332	SH		SOLE	
FLIR SYS INC COM	COM	302445101	565	21990	SH		SOLE	
FLOWERS FOODS INC COM	COM	343498101	29128	1172619	SH		SOLE	
FLOWERVE CORP COM	COM	34354P105	153647	1404192	SH		SOLE	
FLUSHING FINL CORP COM	COM	343873105	2506	216800	SH		SOLE	
FMC CORP COM NEW	COM	302491303	232	3390	SH		SOLE	
FOMENTO ECONOMICO MEXICANO SAD	COM	344419106	13567	267435	SH		SOLE	
FORD CAP TRUST 6.5% 01/15/32	CONVERTIBLE PREF	345395206	6774	141400	SH		SOLE	
FORD MTR CO DEL COM PAR \$0.01	COM	345370860	19610	1602122	SH		SOLE	
FORTUNE BRANDS INC	COM	349631101	78255	1589581	SH		SOLE	
FRANKLIN ELEC INC	COM	353514102	6891	207800	SH		SOLE	
FRANKLIN RES INC COM	COM	354613101	1090	10200	SH		SOLE	
FREEMPORT MCMORAN COPPER&GOLD C	COM	35671D857	18280	214071	SH		SOLE	
FREQUENCY ELECTRS INC COM	COM	358010106	147	24400	SH		SOLE	
FRESENIUS KABI PHARMA-CVR	WARRANT AND RIGH	35802M115	1	15000	SH		SOLE	
FRONTIER COMMUNICATIONS CORP	COM	35906A108	202	24667	SH		SOLE	
FULLER H B CO COM	COM	359694106	9654	485850	SH		SOLE	
FURMANITE CORPORATION	COM	361086101	8056	1650784	SH		SOLE	
GABELLI CV SECURITIES FUND	MUTUAL FUNDS	36240B109	7192	1227225	SH		SOLE	
GABELLI DIV&INC TR COM	MUTUAL FUNDS	36242H104	29034	2085741	SH		SOLE	
GABELLI EQUITY TRUST INC	MUTUAL FUNDS	362397101	3357	667421	SH		SOLE	
GABELLI GLB GLD NAT RES & INCO	MUTUAL FUNDS	36244N109	184	10531	SH		SOLE	
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GABELLI GBL MULTIMEDIA TR COM	MUTUAL FUNDS	36239Q109	3293	432668	SH		SOLE	
GABELLI GLOBAL DEAL FUND	MUTUAL FUNDS	36245G103	17825	1286078	SH		SOLE	
GABELLI GLOBAL UTIL & INCOME	MUTUAL FUNDS	36242L105	3450	171491	SH		SOLE	
GABELLI HLTHCARE & WELLNESS	MUTUAL FUNDS	36246K103	562	87860	SH		SOLE	
GABELLI UTIL TR COM	MUTUAL FUNDS	36240A101	1614	255840	SH		SOLE	
GARDNER DENVER INC	COM	365558105	1718	32000	SH		SOLE	
GATX CORP	COM	361448103	96892	3304651	SH		SOLE	
GAYLORD ENTERTAINMENT CO	COM	367905106	119720	3925258	SH		SOLE	
GENCORP INC	COM	368682100	22949	4664504	SH		SOLE	
GENERAL ELEC CO	COM	369604103	23869	1468843	SH		SOLE	
GENERAL MILLS INC	COM	370334104	103508	2832738	SH		SOLE	
GENESE & WYOMING INC.	COM	371559105	226	5200	SH		SOLE	
GENESIS ENERGY L P UNIT L P IN	OIL & GAS PARTNE	371927104	2587	110000	SH		SOLE	
GENUINE PARTS CO	COM	372460105	104482	2343166	SH		SOLE	
GENZYME CORP	COM	372917104	4385	61950	SH		SOLE	
GEORESOURCES INC COM	COM	372476101	184	11600	SH		SOLE	
GERBER SCIENTIFIC INSTR	COM	373730100	8370	1356579	SH		SOLE	
GILEAD SCIENCES INC COM	COM	375558103	1702	47800	SH		SOLE	
GLG PARTNERS INC COM	COM	37929X107	968	215000	SH		SOLE	
GLOBAL SOURCES LTD COM	COM	G39300101	1602	212152	SH		SOLE	
GOLDMAN SACHS GR	COM	38141G104	911	6300	SH		SOLE	
GOOGLE INC-CL A	COM	38259P508	8386	15950	SH		SOLE	
GORMAN RUPP CO	COM	383082104	9554	346675	SH		SOLE	
GRACO INC COM	COM	384109104	7201	226950	SH		SOLE	
GRAFTECH INTERNATIONAL	COM	384313102	88576	5667026	SH		SOLE	
GRAY TELEVISION, INC	COM	389375106	2782	1384308	SH		SOLE	
GRAY TELEVISION, INC CL A	COM	389375205	81	44500	SH		SOLE	
GREAT ATLANTIC & PAC TEA INCCO	COM	390064103	9814	2478200	SH		SOLE	
GREAT PLAINS ENERGY INC. (B: G	COM	391164100	33603	1777950	SH		SOLE	
GREATBATCH INC	COM	39153L106	3339	144000	SH		SOLE	
GREENBRIER COS INC	COM	393657101	1933	124000	SH		SOLE	
GREIF INC CL A	COM	397624107	61609	1047058	SH		SOLE	
GREIF INC CL B	COM	397624206	408	7100	SH		SOLE	
GRIFFIN LAND & NUR	COM	398231100	25041	947101	SH		SOLE	
GRIFFON CORP COM	COM	398433102	66991	5495539	SH		SOLE	
GRUPO TELEVIS SA DE CV ADR (B	COM	40049J206	37681	1991618	SH		SOLE	
GSE SYS INC COM	COM	36227K106	165	49233	SH		SOLE	
GYRODYNE CO AMER INC COM	COM	403820103	384	5000	SH		SOLE	
H R BLOCK INC	COM	093671105	1656	127909	SH		SOLE	
HAIN CELESTIAL GROUP INC	COM	405217100	4436	185000	SH		SOLE	
HALLIBURTON COMPANY	COM	406216101	31803	961685	SH		SOLE	
HANESBRANDS INC COM	COM	410345102	2277	88062	SH		SOLE	
HARLEY DAVIDSON INC	COM	412822108	353	12400	SH		SOLE	
HARMAN INTL INDS INC NEW COM	COM	413086109	6959	208300	SH		SOLE	

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HARSCO CORP COM	COM	415864107	243	9870	SH		SOLE	
HAWAIIAN ELEC INDS INC COM	COM	419870100	543	24100	SH		SOLE	
HAWK CORP CL A	COM	420089104	43736	1010775	SH		SOLE	
HAWKINS INC COM	COM	420261109	7678	216767	SH		SOLE	
HEELYS INC COM	COM	42279M107	43	18000	SH		SOLE	
HEICO CORP NEW COM	COM	422806109	1597	35000	SH		SOLE	
HEINZ, H J COMPANY	COM	423074103	43400	916182	SH		SOLE	

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HERLEY INDS INC COM	COM	427398102	47006	2848857	SH	SOLE
HERSHEY COMPANY (THE)	COM	427866108	26828	563731	SH	SOLE
HESKA CORP COM NEW RESTRICTED	COM	42805E207	64	142000	SH	SOLE
HESS CORP	COM	42809H107	6794	114911	SH	SOLE
HEWITT ASSOCS INC COM	COM	42822Q100	1708	33859	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	2385	56698	SH	SOLE
HICKORY TECH CORP COM	COM	429060106	491	57525	SH	SOLE
HOME DEPOT INC	COM	437076102	21106	666225	SH	SOLE
HONEYWELL INT'L INC	COM	438516106	120200	2735544	SH	SOLE
HSN INC COM	COM	404303109	2337	78225	SH	SOLE
HUDSON CITY BANCORP INC COM	COM	443683107	1325	108045	SH	SOLE
HUDSON VALLEY HOLDING CORP COM	COM	444172100	644	33000	SH	SOLE
HUNTSMAN CORP COM	COM	447011107	11387	985000	SH	SOLE
IAC INTERACTIVECORP COM PAR \$.	COM	44919P508	4729	179999	SH	SOLE
ICU MEDICAL INC	COM	44930G107	634	17000	SH	SOLE
ICX TECHNOLOGIES INC COM	COM	44934T105	83	11000	SH	SOLE
IDEX CORP	COM	45167R104	60391	1700687	SH	SOLE
ILLINOIS TOOL WORKS INC	COM	452308109	324	6900	SH	SOLE
IMAX CORP COM	COM	45245E109	771	45700	SH	SOLE
INERGY L P UNIT LTD PTNR	UNITS	456615103	361	9100	SH	SOLE
INGERSOLL-RAND PLC	COM	G47791101	453	12680	SH	SOLE
INGLES MKTS INC CL A	COM	457030104	20337	1224389	SH	SOLE
INNERWORKINGS INC COM	COM	45773Y105	66	10000	SH	SOLE
INNOVATIVE SOLUTIONS & SUPPOCO	COM	45769N105	73	15000	SH	SOLE
INSITUFORM TECHNOLOGIES INC CL	COM	457667103	2402	99200	SH	SOLE
INTEGRYS ENERGY GROUP INC	COM	45822P105	308	5925	SH	SOLE
INTEL CORP	COM	458140100	10962	570953	SH	SOLE
INTERMEC INC	COM	458786100	69183	5642968	SH	SOLE
INTERNATIONAL BUSINESS	COM	459200101	11463	85455	SH	SOLE
INTERNATIONAL GAME TECH	COM	459902102	16659	1152862	SH	SOLE
INTERNATIONAL RECTIFIER CORP CO	COM	460254105	865	41000	SH	SOLE
INTERNATIONAL SPEEDWAY A	COM	460335201	610	25000	SH	SOLE
INTERPUBLIC GROUP COS INC	COM	460690100	12432	1239500	SH	SOLE
INTERVAL LEISURE GROUP INC COM	COM	46113M108	612	45429	SH	SOLE
INTL FLAVORS & FRAGRANCES	COM	459506101	55004	1133640	SH	SOLE
INTRICON CORP COM	COM	46121H109	195	47000	SH	SOLE
IRIS INTL INC COM	COM	46270W105	7561	787595	SH	SOLE

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ITT INDUSTRIES	COM	450911102	84438	1803079	SH		SOLE	
J & J SNACK FOODS CORP	COM	466032109	2151	51300	SH		SOLE	
J.P. MORGAN CHASE & CO	COM	46625H100	41234	1083391	SH		SOLE	
JANUS CAP GROUP INC COM	COM	47102X105	50418	4604380	SH		SOLE	
JOHNSON CONTROLS	COM	478366107	23808	780576	SH		SOLE	
JOHNSON & JOHNSON	COM	478160104	22268	359400	SH		SOLE	
JOURNAL COMM INC-A	COM	481130102	22561	5002408	SH		SOLE	
JOY GLOBAL INC COM	COM	481165108	995	14150	SH		SOLE	
KAMAN CORP	COM	483548103	68639	2618826	SH		SOLE	
KAR AUCTION SVCS INC COM	COM	48238T109	3468	275000	SH		SOLE	
KEITHLEY INSTRS INC COM	COM	487584104	2882	134000	SH		SOLE	
KELLOGG CO	COM	487836108	3806	75350	SH		SOLE	
KEMET CORP COM	COM	488360108	835	250000	SH		SOLE	
KENNAMETAL INC COM	COM	489170100	2150	69500	SH		SOLE	
KENSEY NASH CORP COM	COM	490057106	2704	93600	SH		SOLE	
KEY ENERGY SVCS INC COM	COM	492914106	856	90000	SH		SOLE	
KID BRANDS, INC. COM	COM	49375T100	179	20800	SH		SOLE	

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KIMBERLY CLARK CORP	COM	494368103	24855	382095	SH	SOLE
KINETIC CONCEPTS INC COM NEW	COM	49460W208	1097	30000	SH	SOLE
KINROSS GOLD CORP COM NO PAR	COM	496902404	616	32800	SH	SOLE
KKR & CO. L.P	COM	48248M102	3852	363410	SH	SOLE
KOHL'S CORP	COM	500255104	432	8200	SH	SOLE
KRAFT FOODS INC CL A COM	COM	50075N104	82663	2678648	SH	SOLE
LAKES ENTERTAINMENT INC COM	COM	51206P109	162	95000	SH	SOLE
LANDAUER INC	COM	51476K103	4492	71720	SH	SOLE
LAS VEGAS SANDS CORP	COM	517834107	80336	2305200	SH	SOLE
LAYNE CHRISTENSEN CO COM	COM	521050104	12085	466800	SH	SOLE
LEAR CORP COM NEW	COM	521865204	2409	30525	SH	SOLE
LEGG MASON INC COM	COM	524901105	95431	3148501	SH	SOLE
LGL GROUP INC	COM	50186A108	871	39689	SH	SOLE
LIBERTY GLOBAL INC COM SER A	COM	530555101	38331	1244124	SH	SOLE
LIBERTY GLOBAL INC COM SER C	COM	530555309	25207	824835	SH	SOLE
LIBERTY MEDIA CORP NEW LIB STA	COM	53071M708	24590	378714	SH	SOLE
LIBERTY MEDIA HLDG CORP INT CO	COM	53071M104	24031	1752786	SH	SOLE
LIBERTY MEDIA-CAP SER A	COM	53071M302	62113	1193103	SH	SOLE
LIFE TECHNOLOGIES CORP COM	COM	53217V109	2485	53216	SH	SOLE
LIFEWAY FOODS INC COM	COM	531914109	2952	280605	SH	SOLE
LILLY, ELI AND COMPANY	COM	532457108	5872	160748	SH	SOLE
LIN TV CORP CL A	COM	532774106	16895	3805164	SH	SOLE
LINCOLN ELEC HLDGS INC COM	COM	533900106	3354	58000	SH	SOLE
LINDSAY CORP	COM	535555106	4488	103600	SH	SOLE
LITTELFUSE INC	COM	537008104	5463	125000	SH	SOLE
LIVE NATION INC	COM	538034109	151	15240	SH	SOLE
LOCKHEED MARTIN CORP COM	COM	539830109	1201	16852	SH	SOLE
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LOEWS CORP	COM	540424108	352	9300	SH		SOLE	
LOWES COS INC COM	COM	548661107	468	21015	SH		SOLE	
LSI LOGIC CORP COM	COM	502161102	797	175218	SH		SOLE	
LUFKIN INDS INC COM	COM	549764108	17033	388000	SH		SOLE	
L-1 IDENTITY SOLUTIONS INC	COM	50212A106	9220	786000	SH		SOLE	
M & T BK CORP COM	COM	55261F104	9858	120500	SH		SOLE	
MACQUARIE INFRASTRUCTURE COMPA	COM	55608B105	1178	76000	SH		SOLE	
MACY'S INC	COM	55616P104	21280	922004	SH		SOLE	
MADISON SQUARE GARDEN A	COM	55826P100	62851	2980137	SH		SOLE	
MAGNETEK INC COM	COM	559424106	1766	1337773	SH		SOLE	
MAINE & MARITIMES CORP	COM	560377103	5195	115700	SH		SOLE	
MARATHON OIL CORP COM	COM	565849106	550	16619	SH		SOLE	
MARCUS CORP COM	COM	566330106	2453	207000	SH		SOLE	
MARINE PRODS CORP COM	COM	568427108	4547	740612	SH		SOLE	
MARINER ENERGY INC COM	COM	56845T305	1510	62320	SH		SOLE	
MARKWEST ENERGY PARTNERS L PUN	OIL & GAS PARTNE	570759100	384	10700	SH		SOLE	
MARSH & MCLENNAN COS INC COM	COM	571748102	876	36300	SH		SOLE	
MARTHA STEWART LIVING OMNI	COM	573083102	1631	344000	SH		SOLE	
MASTERCARD INC COM	COM	57636Q104	10075	44976	SH		SOLE	
MATRIX INITIATIVES INC COM	COM	57685L105	491	96200	SH		SOLE	
MATTHEWS INTL CORP CL A	COM	577128101	838	23700	SH		SOLE	
MCAFEE INC COM	COM	579064106	111066	2350100	SH		SOLE	
MCCORMICK & CO INC COM VTG	COM	579780107	423	10000	SH		SOLE	
MCGRAW HILL COMPANIES, INC.	COM	580645109	5007	151450	SH		SOLE	
MCKESSON HBOC INC.	COM	58155Q103	278	4500	SH		SOLE	
MEAD JOHNSON	COM	582839106	17155	301441	SH		SOLE	
MEDALLION FINANCIAL CORP	COM	583928106	1764	226500	SH		SOLE	

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MEDIA GENERAL CL A	COM	584404107	36154	4034993	SH	SOLE
MEDIACOM COMMUNICATIONS CORPCL	COM	58446K105	633	95500	SH	SOLE
MEDTRONIC INC COM	COM	585055106	437	13000	SH	SOLE
MENTOR GRAPHICS CORP COM	COM	587200106	2283	216000	SH	SOLE
MERCK & COMPANY	COM	58933Y105	6263	170150	SH	SOLE
MEREDITH CORP	COM	589433101	9043	271483	SH	SOLE
MET PRO CORP COM	COM	590876306	1227	121655	SH	SOLE
METHODE ELECTRS INC CL A	COM	591520200	1961	216000	SH	SOLE
MF GLOBAL HLDGS LTD COM	COM	55277J108	324	45000	SH	SOLE
MGE ENERGY INC	COM	55277P104	944	23850	SH	SOLE
MGM RESORTS INTERNATIONAL	COM	552953101	6124	542900	SH	SOLE
MICROSOFT CORP	COM	594918104	16038	654873	SH	SOLE
MIDAS GROUP INC COM	COM	595626102	16896	2220297	SH	SOLE
MIDDLESEX WTR CO COM	COM	596680108	2055	122041	SH	SOLE
MILLICOM INTL CELLULAR S A SHS	COM	L6388F110	63005	656639	SH	SOLE
MIRANT CORP NEW COM	COM	60467R100	103	10370	SH	SOLE
MIRANT CORP NEW WT A EX 010311	WARRANT AND RIGH	60467R118	0	12446	SH	SOLE
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MODINE MFG CO	COM	607828100	33481	2581422	SH		SOLE	
MOLYCORP INC DEL COM	COM	608753109	3598	127200	SH		SOLE	
MONRO MUFFLER BRAKE INC	COM	610236101	2780	60300	SH		SOLE	
MONSANTO CO NEW COM	COM	61166W101	8034	167610	SH		SOLE	
MONSTER WORLDWIDE INC COM	COM	611742107	713	55000	SH		SOLE	
MOOG INC CL A	COM	615394202	4524	127410	SH		SOLE	
MOOG INC CL B	COM	615394301	1159	32200	SH		SOLE	
MORGAN STANLEY	COM	617446448	32980	1336285	SH		SOLE	
MORGANS HOTEL GROUP CO COM	COM	61748W108	640	87400	SH		SOLE	
MOSAIC CO/THE	COM	61945A107	1082	18420	SH		SOLE	
MOSY INC	COM	619718109	98	20000	SH		SOLE	
MOTOROLA INC	COM	620076109	318	37300	SH		SOLE	
MOVADO GROUP INC COM	COM	624580106	1136	104400	SH		SOLE	
MUELLER INDS INC COM	COM	624756102	265	10000	SH		SOLE	
MUELLER WATER PRODUCTS INC	COM	624758108	254	84150	SH		SOLE	
MURPHY OIL CORP COM	COM	626717102	1189	19210	SH		SOLE	
MVC CAP COM	COM	553829102	982	75750	SH		SOLE	
MWI VETERINARY SUPPLY INC	COM	55402X105	4883	84600	SH		SOLE	
MYERS INDS INC	COM	628464109	25922	3017660	SH		SOLE	
MYLAN LABS INC COM	COM	628530107	378	20085	SH		SOLE	
NARA BANCORP INC COM	COM	63080P105	4085	579500	SH		SOLE	
NATHANS FAMOUS INC NEW COM	COM	632347100	2453	153880	SH		SOLE	
NATIONAL FUEL GAS CO N J COM	COM	636180101	146152	2820918	SH		SOLE	
NATIONAL PRESTO INDS INC	COM	637215104	852	8000	SH		SOLE	
NAVISTAR INTL CORP 3% 10/15/20	CONVERTIBLE BOND	63934EAL2	296	260000	PRN		SOLE	
NAVISTAR INTL CORP COM	COM	63934E108	98055	2246912	SH		SOLE	
NBTY INC COM	COM	628782104	11144	202700	SH		SOLE	
NCR CORP NEW COM	COM	62886E108	33746	2475880	SH		SOLE	
NEOGEN CORP COM	COM	640491106	339	10000	SH		SOLE	
NETEZZA CORP COM	COM	64111N101	6030	223765	SH		SOLE	
NEUTRAL TANDEM INC COM	COM	64128B108	388	32500	SH		SOLE	
NEW ALLIANCE BANCSHARES INC CO	COM	650203102	7145	566200	SH		SOLE	
NEW GERMANY FD COM (B:GF US)	MUTUAL FUNDS	644465106	190	13178	SH		SOLE	
NEW YORK CMNTY BANCORP INC COM	COM	649445103	648	39886	SH		SOLE	
NEWMARKET CORP COM	COM	651587107	9890	87000	SH		SOLE	
NEWMONT MINING CORP HOLDING CO	COM	651639106	22017	350540	SH		SOLE	
NEWS CORP CL A	COM	65248E104	94697	7250883	SH		SOLE	

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NEXTERA ENERGY INC COM	COM	65339F101	20916	384554	SH	SOLE
NICOR INC COM	COM	654086107	1987	43363	SH	SOLE
NIGHTHAWK RADIOLOGY HLDGS INCO	COM	65411N105	83	13000	SH	SOLE
NIKE INC CL B	COM	654106103	694	8660	SH	SOLE
NISOURCE INC	COM	65473P105	261	15000	SH	SOLE
NOBILITY HOMES INC COM	COM	654892108	1835	194223	SH	SOLE
NOBLE CORPORATION BAAR NAMEN -	COM	H5833N103	1139	33720	SH	SOLE

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GAMCO ASSET MGT. INC.

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NORDSON CORP COM	COM	655663102	1474	20000	SH		SOLE	
NORTHEAST UTILS COM	COM	664397106	25953	877677	SH		SOLE	
NORTHERN TRUST CORP	COM	665859104	9725	201605	SH		SOLE	
NORTHROP GRUMMAN CORP (B:NOC)	COM	666807102	1223	20170	SH		SOLE	
NORTHWESTERN CORP COM NEW	COM	668074305	10896	382300	SH		SOLE	
NOVARTIS AG - ADR (B:NVS US)	COM	66987V109	824	14290	SH		SOLE	
NOVELL INC	COM	670006105	299	50000	SH		SOLE	
NOVO-NORDISK A S ADR	COM	670100205	435	4420	SH		SOLE	
NRG ENERGY INC COM NEW	COM	629377508	335	16100	SH		SOLE	
NSTAR COM	COM	67019E107	32469	825125	SH		SOLE	
NU HORIZONS ELECTRS CORP COM	COM	669908105	97	14000	SH		SOLE	
NUTRI SYS INC NEW COM	COM	67069D108	866	45000	SH		SOLE	
NYMAGIC INC COM	COM	629484106	590	23000	SH		SOLE	
NYSE EURONEXT COM	COM	629491101	2833	99152	SH		SOLE	
O REILLY AUTOMOTIVE INC COM	COM	686091109	78399	1473670	SH		SOLE	
OCCIDENTAL PETE CORP	COM	674599105	13712	175125	SH		SOLE	
OCEANEERING INTL INC COM	COM	675232102	18614	345600	SH		SOLE	
OIL DRI CORP AMER COM	COM	677864100	11904	553400	SH		SOLE	
OLIN CORP COM PAR \$1.	COM	680665205	1512	75000	SH		SOLE	
OMNOVA SOLUTIONS INC COM	COM	682129101	19725	2743450	SH		SOLE	
ONEOK INC NEW COM	COM	682680103	9941	220718	SH		SOLE	
OPKO HEALTH INC COM	COM	68375N103	34	15000	SH		SOLE	
ORACLE SYS CORP	COM	68389X105	575	21400	SH		SOLE	
ORIENT-EXPRESS HOTELS LTD COM	COM	G67743107	6038	541500	SH		SOLE	
ORMAT TECHNOLOGIES INC	COM	686688102	2392	82000	SH		SOLE	
ORTHOFIX INTL N V ORD	COM	N6748L102	3455	109950	SH		SOLE	
OSTEOTECH INC COM	COM	688582105	393	60900	SH		SOLE	
OTIX GLOBAL INC	COM	68906N200	634	61400	SH		SOLE	
OTTER TAIL CORPORATION COM	COM	689648103	4792	235000	SH		SOLE	
OWENS & MINOR INC NEW COM	COM	690732102	3428	120450	SH		SOLE	
PACCAR INC	COM	693718108	9664	200713	SH		SOLE	
PACTIV CORP COM	COM	695257105	20616	625100	SH		SOLE	
PAIN THERAPEUTICS INC COM	COM	69562K100	3059	495000	SH		SOLE	
PALOMAR MED TECHNOLOGIES INCCO	COM	697529303	1155	111800	SH		SOLE	
PARAMETRIC TECHNOLOGY CORP COM	COM	699173209	676	34600	SH		SOLE	
PARK ELECTROCHEMICAL CORP COM	COM	700416209	15583	591600	SH		SOLE	
PARK OHIO HLDGS CORP COM	COM	700666100	13966	1050102	SH		SOLE	
PARKER DRILLING CO COM	COM	701081101	129	29600	SH		SOLE	
PATTERSON COMPANIES INC	COM	703395103	12285	428807	SH		SOLE	
PEABODY ENERGY CORP COM	COM	704549104	225	4600	SH		SOLE	
PEETS COFFEE & TEA INC COM	COM	705560100	753	22000	SH		SOLE	
PENFORD CORP COM	COM	707051108	92	20000	SH		SOLE	
PENN NATIONAL GAMING INC COM	COM	707569109	3020	102000	SH		SOLE	
PENNICHUCK CORP COM NEW	COM	708254206	7661	333086	SH		SOLE	

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GAMCO ASSET MGT. INC.

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PENSKE AUTOMOTIVE GRP INC COM	COM	70959W103	6974	528300	SH		SOLE	
PENTAIR INC COM	COM	709631105	424	12620	SH		SOLE	
PEP BOYS MANNY MOE & JACK	COM	713278109	7512	710000	SH		SOLE	
PEPSICO INC	COM	713448108	27290	410742	SH		SOLE	
PERKINELMER INC	COM	714046109	759	32800	SH		SOLE	
PETROBRAS BRASILEIRO ADR SPONS	COM	71654V408	990	27300	SH		SOLE	
PETROBRAS BRASILEIRO SPON ADR	COM	71654V101	898	27369	SH		SOLE	
PETROLEUM DEV CORP COM	COM	716578109	940	34050	SH		SOLE	
PETROQUEST ENERGY INC COM	COM	716748108	134	22000	SH		SOLE	
PFIZER INC	COM	717081103	16319	950431	SH		SOLE	
PHOENIX TECHNOLOGIES LTD COM	COM	719153108	156	40000	SH		SOLE	
PIEDMONT NAT GAS INC COM	COM	720186105	342	11800	SH		SOLE	
PIER 1 IMPORTS INC SHS BEN INT	COM	720279108	180	22000	SH		SOLE	
PINNACLE ENTMT INC COM	COM	723456109	10344	927700	SH		SOLE	
PIONEER NAT RES CO COM	COM	723787107	1372	21100	SH		SOLE	
PLANTRONICS	COM	727493108	1520	45000	SH		SOLE	
PNC FINANCIAL CORP	COM	693475105	2746	52900	SH		SOLE	
PNM RES INC	COM	69349H107	42043	3691200	SH		SOLE	
POLO RALPH LAUREN CORP	COM	731572103	596	6635	SH		SOLE	
PORTUGAL TELECOM ADR (B:PT US)	COM	737273102	1680	127000	SH		SOLE	
POTASH CORP SASK INC	COM	73755L107	1402	9735	SH		SOLE	
PRECISION CASTPARTS CORP	COM	740189105	153212	1203078	SH		SOLE	
PRG-SCHULTZ INTERNATIONAL INCO	COM	69357C503	71	12500	SH		SOLE	
PRIMEDIA INC COM NEW	COM	74157K846	587	154503	SH		SOLE	
PROCTER & GAMBLE COMPANY	COM	742718109	22785	379943	SH		SOLE	
PROSHARES TR PSHS ULSH1000	ETF/ISHARE - EQU	74347R461	293	10000	SH		SOLE	
PROSHARES TR ULTRASHT SP500	COM	74347R883	1154	39000	SH		SOLE	
PROSHARES TR ULTRSHRT 20YRS	COM	74347R297	538	17200	SH		SOLE	
PROSHARES TR ULTRSHRT 7-10Y	COM	74347R313	648	16500	SH		SOLE	
PROVIDENCE & WORCESTER RR COCO	COM	743737108	1648	133400	SH		SOLE	
PSS WORLD MED INC COM	COM	69366A100	1240	58000	SH		SOLE	
PSYCHIATRIC SOLUTIONS INC COM	COM	74439H108	3909	116500	SH		SOLE	
PZENA INVESTMENT MGMT INC CLAS	COM	74731Q103	96	14000	SH		SOLE	
QEP RES INC COM	COM	74733V100	2261	75000	SH		SOLE	
QUALCOMM INC COM	COM	747525103	3274	72550	SH		SOLE	
QUEST SOFTWARE INC COM	COM	74834T103	278	11300	SH		SOLE	
QUESTAR CORP COM	COM	748356102	1315	75000	SH		SOLE	
QUIDEL CORP COM	COM	74838J101	3707	337300	SH		SOLE	
QWEST COMMUNICATIONS INTL.	COM	749121109	577	92000	SH		SOLE	
RAILAMERICA INC COM	COM	750753402	221	23000	SH		SOLE	
RALCORP HOLDINGS INC	COM	751028101	4848	82900	SH		SOLE	
READING INTL INC CL A	COM	755408101	54	12000	SH		SOLE	
REPUBLIC SVCS INC CL A	COM	760759100	50881	1668774	SH		SOLE	
RES-CARE INC COM	COM	760943100	1377	103800	SH		SOLE	
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REVLON INC CL A	COM	761525609	278	22000	SH		SOLE	
RIO TINTO LTD ADR SPONSORED (B	COM	767204100	678	11550	SH		SOLE	
ROBBINS & MYERS INC	COM	770196103	7820	292000	SH		SOLE	
ROCHESTER MED CORP COM	COM	771497104	6511	596753	SH		SOLE	
ROCKWELL AUTOMATION INC (B:ROK	COM	773903109	48205	780899	SH		SOLE	

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ROCKWELL COLLINS INC COM	COM	774341101	785	13470	SH	SOLE
ROCKWOOD HLDGS INC COM	COM	774415103	3462	110000	SH	SOLE
ROGERS COMMUNICATIONS CL B	COM	775109200	27435	732977	SH	SOLE
ROLLINS INC	COM	775711104	63453	2713995	SH	SOLE
ROPER 1.481% 01/15/34	CONVERTIBLE BOND	776696AA4	207	260000	PRN	SOLE
ROPER INDS INC NEW	COM	776696106	4488	68850	SH	SOLE
ROWAN COS INC	COM	779382100	27011	889700	SH	SOLE
ROYAL DUTCH SHELL PLC ADR-A(RD)	COM	780259206	1208	20026	SH	SOLE
RPC INC. COMMON	COM	749660106	119020	5624758	SH	SOLE
RTI BIOLOGICS INC COM	COM	74975N105	336	127700	SH	SOLE
RUSH ENTERPRISES INC CL B	COM	781846308	7494	545021	SH	SOLE
SAFEGUARD SCIENTIFICS INC COM	COM	786449207	220	17580	SH	SOLE
SAFEWAY INC COM NEW	COM	786514208	3125	147700	SH	SOLE
SALEM COMMUNICATIONS CORP DECL	COM	794093104	3250	1090736	SH	SOLE
SALLY BEAUTY HLDGS INC COM	COM	79546E104	17001	1517920	SH	SOLE
SANDISK CORP COM	COM	80004C101	220	6000	SH	SOLE
SARA LEE CORP COM	COM	803111103	27033	2012848	SH	SOLE
SCANA CORP NEW COM	COM	80589M102	645	16000	SH	SOLE
SCHEIN HENRY INC COM	COM	806407102	17521	299101	SH	SOLE
SCHIFF NUTRITION INTL INC COM	COM	806693107	16936	2065405	SH	SOLE
SCHLUMBERGER	COM	806857108	2189	35529	SH	SOLE
SCHULMAN A INC COM	COM	808194104	299	14850	SH	SOLE
SCHWAB CHARLES CORP NEW	COM	808513105	2443	175765	SH	SOLE
SCHWEITZER-MAUDUIT INTL INC CO	COM	808541106	2216	38000	SH	SOLE
SCRIPPS E W CO OHIO CL A	COM	811054402	5201	659967	SH	SOLE
SCRIPPS NETWORKS INTERAC	COM	811065101	69332	1457165	SH	SOLE
SEARCHMEDIA HLDGS LTD WTS	WARRANT AND RIGH	G8005Y114	48	125000	SH	SOLE
SEARCHMEDIA HOLDINGS LTD	COM	G8005Y106	354	136000	SH	SOLE
SECTOR SPDR TR SHS BEN INT-FIN	MUTUAL FUNDS	81369Y605	1449	101000	SH	SOLE
SENSIENT TECHNOLOGIES CORP	COM	81725T100	55109	1807459	SH	SOLE
SIEMENS AG SPONSORED ADR	COM	826197501	1427	13540	SH	SOLE
SINCLAIR BROADCAST GROUP INCCL	COM	829226109	7028	1001092	SH	SOLE
SIRIUS XM RADIO INC COM	COM	82967N108	817	680800	SH	SOLE
SJW CORP COM	COM	784305104	9306	377841	SH	SOLE
SKYLINE CORP	COM	830830105	13295	656200	SH	SOLE
SL INDS INC COM	COM	784413106	18946	1350497	SH	SOLE
SLM CORP COM	COM	78442P106	9007	779800	SH	SOLE
SMART BALANCE INC COM	COM	83169Y108	932	240100	SH	SOLE
SMITH A O CORP COM	COM	831865209	868	15000	SH	SOLE
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SMUCKER J M CO COM NEW	COM	832696405	810	13380	SH		SOLE	
SONESTA INTL HOTELS CORP CL A	COM	835438409	7732	531017	SH		SOLE	
SONOCO PRODS CO COM	COM	835495102	3511	105000	SH		SOLE	
SORL AUTO PTS INC COM	COM	78461U101	303	35000	SH		SOLE	
SOUTH JERSEY INDS INC COM	COM	838518108	297	6000	SH		SOLE	
SOUTHERN UN CO NEW COM	COM	844030106	3587	149100	SH		SOLE	
SOUTHWEST GAS CORP	COM	844895102	55773	1660404	SH		SOLE	
SOUTHWESTERN ENERGY CO COM	COM	845467109	2073	62005	SH		SOLE	
SPARTAN MTRS INC COM	COM	846819100	1346	290000	SH		SOLE	
SPDR GOLD TRUST GOLD SHS	COM	78463V107	870	6800	SH		SOLE	
SPECTRA ENERGY CORP COM	COM	847560109	6308	279715	SH		SOLE	
SPRINT NEXTEL CORP	COM	852061100	60398	13045021	SH		SOLE	
ST JUDE MEDICAL CENTER INC	COM	790849103	3225	81970	SH		SOLE	
ST. JOE COMPANY	COM	790148100	361	14500	SH		SOLE	
STAMPS.COM INC (NEW)	COM	852857200	988	76000	SH		SOLE	

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STANDARD MTR PRODS INC CLASS A COM	COM	853666105	17601	1671475	SH	SOLE
STANDEX INTL CORP	COM	854231107	2879	119000	SH	SOLE
STAPLES INC	COM	855030102	209	10000	SH	SOLE
STARBUCKS CORP COM	COM	855244109	728	28500	SH	SOLE
STARRETT L S CO CL A	COM	855668109	1491	142700	SH	SOLE
STARWOOD HOTELS & RESORTS WRLD COM	COM	85590A401	2470	47000	SH	SOLE
STATE STREET CORP	COM	857477103	3213	85310	SH	SOLE
STATOIL ASA SPONSORED ADR	COM	85771P102	430	20500	SH	SOLE
STERLING BANCORP COM	COM	859158107	7227	831695	SH	SOLE
STEWART ENTERPRISES INC CL A	COM	860370105	1294	240000	SH	SOLE
STONERIDGE INC	COM	86183P102	3810	362500	SH	SOLE
STRATTEC SECURITY CORP.	COM	863111100	5350	214349	SH	SOLE
STRYKER CORP	COM	863667101	911	18209	SH	SOLE
STUDENT LN CORP COM	COM	863902102	653	22000	SH	SOLE
SUBURBAN PROPANE PARTNERS LPUT	OIL & GAS PARTNE	864482104	365	6700	SH	SOLE
SUNCOR ENERGY INC	COM	867224107	225	6900	SH	SOLE
SUPERIOR INDS INTL INC	COM	868168105	10254	593400	SH	SOLE
SURMODICS INC COM	COM	868873100	235	19750	SH	SOLE
SWS GROUP INC	COM	78503N107	7412	1033700	SH	SOLE
SYCAMORE NETWORKS INC COM NEW	COM	871206405	4242	130900	SH	SOLE
SYNAPTICS INC COM	COM	87157D109	332	11800	SH	SOLE
SYNERON MEDICAL LTD ORD SHS	COM	M87245102	298	30000	SH	SOLE
SYNGENTA AG ADR SPONSORED	COM	87160A100	620	12450	SH	SOLE
SYSCO CORPORATION	COM	871829107	2569	90079	SH	SOLE
T ROWE PRICE GROUP INC	COM	74144T108	6932	138469	SH	SOLE
TAKE-TWO INTERACTIVE SOFTWARE CO	COM	874054109	14548	1434695	SH	SOLE
TALBOTS INC WARRANTS	WARRANT AND RIGH	874161110	910	325000	SH	SOLE
TALECRIS BIOTHERAPEUTICS	COM	874227101	892	39000	SH	SOLE
TARGET CORP COM	COM	87612E106	508	9500	SH	SOLE
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TECH OPS SEVCON INC	COM	878293109	2509	483500	SH		SOLE	
TECO ENERGY INC COM	COM	872375100	2242	129456	SH		SOLE	
TELECOMMUNICATION SYS INC CL A	COM	87929J103	83	21100	SH		SOLE	
TELEFONICA DE ESPANA SA ADR (B	COM	879382208	1186	16000	SH		SOLE	
TELEPHONE & DATA SYS INC SPL C	COM	879433860	52156	1839713	SH		SOLE	
TELEPHONE & DATA SYSTEM INC.	COM	879433100	106083	3234243	SH		SOLE	
TENARIS S A SPONSORED ADR	COM	88031M109	1114	29000	SH		SOLE	
TENNANT CO	COM	880345103	15589	504490	SH		SOLE	
TENNECO AUTOMOTIVE INC COM	COM	880349105	29203	1008060	SH		SOLE	
TEREX CORP NEW COM	COM	880779103	3278	143000	SH		SOLE	
TERRITORIAL BANCORP INC COM	COM	88145X108	328	19500	SH		SOLE	
TEXAS INDS INC COM	COM	882491103	6316	200370	SH		SOLE	
TEXAS INSTRUMENTS INC	COM	882508104	21023	774595	SH		SOLE	
TEXTRON INC	COM	883203101	21039	1023300	SH		SOLE	
THE SCOTTS MIRACLE GRO CO	COM	810186106	4811	93000	SH		SOLE	
THERMADYNE HLDGS CORP NEW COM	COM	883435307	2539	179699	SH		SOLE	
THERMO FISHER SCIENTIFIC INC	COM	883556102	6607	138000	SH		SOLE	
THOMAS & BETTS CORP	COM	884315102	97361	2373493	SH		SOLE	
THOMSON CORP COM	COM	884903105	691	18400	SH		SOLE	
TIER TECHNOLOGIES INC CL B	COM	88650Q100	255	46040	SH		SOLE	
TIFFANY & CO NEW COM	COM	886547108	1103	23480	SH		SOLE	
TIME WARNER CABLE INC COM	COM	88732J207	13287	246108	SH		SOLE	
TIME WARNER INC COM	COM	887317303	102569	3346457	SH		SOLE	
TIVO INC	COM	888706108	7004	773080	SH		SOLE	
TOOTSIE ROLL INDS INC	COM	890516107	31721	1274950	SH		SOLE	

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TRACTOR SUPPLY CO COM	COM	892356106	15071	380000	SH	SOLE
TRANS LUX CORP	COM	893247106	57	114100	SH	SOLE
TRANSACT TECHNOLOGIES INC COM	COM	892918103	966	120700	SH	SOLE
TRANSOCEAN LTD ZUG NAMEN AKT	COM	H8817H100	7816	121569	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E109	630	12087	SH	SOLE
TREDEGAR INDS INC	COM	894650100	47791	2517976	SH	SOLE
TRIDENT MICROSYSTEMS INC COM	COM	895919108	1009	590000	SH	SOLE
TRIMBLE NAV LTD COM	COM	896239100	676	19300	SH	SOLE
TUPPERWARE CORP COM	COM	899896104	947	20700	SH	SOLE
TWIN DISC INC COM	COM	901476101	517	37096	SH	SOLE
TYCO ELECTRONICS LTD	COM	H8912P106	8280	283354	SH	SOLE
TYCO INTERNATIONAL LTD SHS	COM	H89128104	31634	861258	SH	SOLE
TYLER TECHNOLOGIES INC COM	COM	902252105	6878	341170	SH	SOLE
U S BANCORP	COM	902973304	501	23165	SH	SOLE
ULTRA PETROLEUM CORP COM	COM	903914109	2083	49610	SH	SOLE
UNICA CORP COM	COM	904583101	12110	577200	SH	SOLE
UNION DRILLING INC COM	COM	90653P105	547	122000	SH	SOLE
UNISOURCE ENERGY CORP COM	COM	909205106	6629	198294	SH	SOLE
UNITED GUARDIAN INC COM	COM	910571108	2690	188500	SH	SOLE
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UNITED NAT FOODS INC COM	COM	911163103	2981	90000	SH		SOLE	
UNITED RENTALS INC COM	COM	911363109	1187	80000	SH		SOLE	
UNITED STATES CELLULAR CORP	COM	911684108	136382	2966753	SH		SOLE	
UNITED TECHNOLOGIES CORP	COM	913017109	4454	62534	SH		SOLE	
UNITEDHEALTH GROUP INC COM	COM	91324P102	15469	440600	SH		SOLE	
UNIVERSAL TECHNICAL INST INCCO	COM	913915104	4583	234400	SH		SOLE	
VALLEY NATL BANCORP COM	COM	919794107	474	36750	SH		SOLE	
VALMONT INDS INC	COM	920253101	731	10100	SH		SOLE	
VALUECLICK INC COM	COM	92046N102	4337	331600	SH		SOLE	
VANGUARD SCOTTSDALE FDS SHRT-T	ETF/ISHARE - EQU	92206C409	257	3280	SH		SOLE	
VARIAN MED SYS INC COM	COM	92220P105	729	12045	SH		SOLE	
VASCULAR SOLUTIONS INC COM	COM	92231M109	4766	415196	SH		SOLE	
VERISIGN INC COM	COM	92343E102	257	8091	SH		SOLE	
VERIZON COMMUNICATIONS	COM	92343V104	21042	645647	SH		SOLE	
VIACOM INC NEW CL A	COM	92553P102	151905	3789103	SH		SOLE	
VIACOM INC NEW CL B	COM	92553P201	16266	449456	SH		SOLE	
VILLAGE SUPER MKT INC CL A NEW	COM	927107409	3727	133387	SH		SOLE	
VIMPELCOM LTD-SPON ADR-W/I	COM	92719A106	6334	426500	SH		SOLE	
VISA INC-CLASS A SHRS	COM	92826C839	4027	54223	SH		SOLE	
VODAFONE GROUP PLC-ADR	COM	92857W209	2124	85608	SH		SOLE	
W D 40 COMPANY	COM	929236107	1521	40000	SH		SOLE	
WADDELL & REED FINL INC CL A	COM	930059100	23893	873300	SH		SOLE	
WAL MART STORES INC	COM	931142103	10703	199975	SH		SOLE	
WALGREEN COMPANY	COM	931422109	15919	475192	SH		SOLE	
WASTE CONNECTIONS INC COM	COM	941053100	595	15000	SH		SOLE	
WASTE MGMT INC DEL COM	COM	94106L109	47177	1320007	SH		SOLE	
WATSON PHARMACEUTICALS INC COM	COM	942683103	1692	40000	SH		SOLE	
WATTS WATER TECHNOLOGIES	COM	942749102	83658	2456911	SH		SOLE	
WCA WASTE CORP COM	COM	92926K103	480	100000	SH		SOLE	
WEATHERFORD INTERNATIONAL LTD	COM	H27013103	32979	1928580	SH		SOLE	
WEIS MKTS INC	COM	948849104	3170	81000	SH		SOLE	
WELLS FARGO & CO NEW	COM	949746101	29069	1157435	SH		SOLE	
WENDYS/ARBYS GROUP INC	COM	950587105	543	119810	SH		SOLE	
WESCO FINL CORP COM	COM	950817106	339	946	SH		SOLE	
WESTAR ENERGY INC	COM	95709T100	54239	2238513	SH		SOLE	

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WESTWOOD HLDGS GROUP INC COM	COM	961765104	31975	945177	SH	SOLE
WHX CORP	COM	929248607	4327	517584	SH	SOLE
WILMINGTON TR CORP COM	COM	971807102	1560	173700	SH	SOLE
WINDSTREAM CORP COM	COM	97381W104	659	53617	SH	SOLE
WINN DIXIE STORES INC COM NEW	COM	974280307	4274	599500	SH	SOLE
WINNEBAGO INDS INC COM	COM	974637100	406	39000	SH	SOLE
WOLVERINE WORLD WIDE INC COM	COM	978097103	4080	140624	SH	SOLE
WOODWARD GOVERNOR CO COM	COM	980745103	11774	363180	SH	SOLE
WORLD WRESTLING ENTERTAINMENT	COM	98156Q108	605	43460	SH	SOLE
PORTVUE-SEC13F.LNP						GAMCO ASSET MGT. INC.
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
WRIGHT MED GROUP INC COM	COM	98235T107	375	26000	SH		SOLE	
WUXI PHARMATECH CAYMAN INC SPO	COM	929352102	13270	773300	SH		SOLE	
WYNDHAM WORLDWIDE CORP COM	COM	98310W108	282	10280	SH		SOLE	
WYNN RESORTS LTD COM	COM	983134107	14846	171100	SH		SOLE	
XEROX CORP	COM	984121103	212	20500	SH		SOLE	
YAHOO INC.	COM	984332106	4743	334695	SH		SOLE	
YORK WTR CO COM	COM	987184108	845	52700	SH		SOLE	
YOUNG INNOVATIONS INC COM	COM	987520103	6459	225765	SH		SOLE	
YUM BRANDS INC COM	COM	988498101	737	16000	SH		SOLE	
ZEBRA TECHNOLOGIES CORP CL A	COM	989207105	15044	447200	SH		SOLE	
ZEP INC	COM	98944B108	42079	2412793	SH		SOLE	
ZIMMER HLDGS INC COM	COM	98956P102	22726	434275	SH		SOLE	
ZOLL MED CORP COM	COM	989922109	384	11900	SH		SOLE	
ZORAN CORP COM	COM	98975F101	1154	151000	SH		SOLE	
ZYGO CORP COM	COM	989855101	3489	356000	SH		SOLE	
ZYMOGENETICS INC COM	COM	98985T109	4875	500000	SH		SOLE	

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GABELLI FUNDS, LLC

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
1 800 FLOWERS COM INC CL A	COM	68243Q106	454	240300	SH		SOLE	
3M CO.	COM	88579Y101	434	5000	SH		SOLE	
99 CENTS ONLY STORES	COM	65440K106	661	35000	SH		SOLE	
A D C TELECOMMUNICATIONS NEW	COM	000886309	37034	2923000	SH		SOLE	
A T & T INC (NEW)	COM	00206R102	50765	1775000	SH		SOLE	
A123 SYSTEMS INC	COM	03739T108	242	27000	SH		SOLE	
AAR CORP COM	COM	000361105	467	25000	SH		SOLE	
AARON'S INC	COM	002535300	6563	356700	SH		SOLE	
ABB LTD SPONSORED ADR	COM	000375204	13749	651000	SH		SOLE	
ABBOTT LABS	COM	002824100	16492	315700	SH		SOLE	
ABOVENET INC COM	COM	00374N107	4230	81200	SH		SOLE	
ABRAXIS BIOSCIENCE INC NEW COM	COM	00383Y102	1005	13000	SH		SOLE	
ACCO BRANDS CORP COM	COM	00081T108	426	74000	SH		SOLE	
ACTIVE PWR INC COM	COM	00504W100	60	45000	SH		SOLE	
ACTIVISION BLIZZARD, INC	COM	00507V109	1277	118000	SH		SOLE	
ACUITY BRANDS INC (B:AYI) COM	COM	00508Y102	2079	47000	SH		SOLE	
ADAMS GOLF INC COM NEW	COM	006228209	65	14750	SH		SOLE	
ADOBE SYSTEMS INC COM	COM	00724F101	4001	153000	SH		SOLE	
AES CORP COM	COM	00130H105	13620	1200000	SH		SOLE	
AES TR III TR P CV SC 6.75	CONVERTIBLE PREF	00808N202	293	6000	SH		SOLE	
AETNA INC (B:AET) COM	COM	00817Y108	1328	42000	SH		SOLE	
AFLAC INC COM	COM	001055102	8584	166000	SH		SOLE	
AGL RES INC COM	COM	001204106	2206	57500	SH		SOLE	
AGNICO-EAGLE MINES (USD)	COM	008474108	100659	1417131	SH		SOLE	
AIR PRODS & CHEMS INC COM	COM	009158106	663	8000	SH		SOLE	
AIRGAS INC COM	COM	009363102	2820	41500	SH		SOLE	
AKAMAI TECHNOLOGIES INC COM	COM	00971T101	1104	22000	SH		SOLE	
AKAMI TECH 1% 12/15/2033 CV	CONVERTIBLE BOND	00971TAE1	327	100000	PRN		SOLE	
ALBANY INTL CORP NEW CL A	COM	012348108	700	37000	SH		SOLE	
ALBEMARLE CORP COM	COM	012653101	5945	127000	SH		SOLE	
ALBERTO CULVER CO NEW COM	COM	013078100	14731	391270	SH		SOLE	
ALCOA 5.250% 03/15/14	CONVERTIBLE BOND	013817AT8	399	200000	PRN		SOLE	
ALCOA INC COM	COM	013817101	14023	1158000	SH		SOLE	
ALCON INC COM SHS	COM	H01301102	17847	107000	SH		SOLE	
ALERE INC	COM	01449J105	1980	64000	SH		SOLE	
ALIGN TECHNOLOGY INC COM	COM	016255101	901	46000	SH		SOLE	
ALLEGHANY CORP DEL	COM	017175100	9866	32558	SH		SOLE	
ALLEGHENY ENERGY INC COM	COM	017361106	36785	1500200	SH		SOLE	
ALLERGAN INC	COM	018490102	12741	191514	SH		SOLE	
ALLETE INC COM NEW	COM	018522300	12495	343000	SH		SOLE	
ALLIANCE BERNSTEIN HLDGS LP UN	COM	01881G106	11462	434000	SH		SOLE	
ALLIANCE HOLDINGS GP LP COM UN	COM	01861G100	1474	34000	SH		SOLE	
ALLIANCE ONE INTL INC COM	COM	018772103	50	12000	SH		SOLE	
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GABELLI FUNDS, LLC

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ALLIANT ENERGY CORP COM	COM	018802108	5634	155000	SH		SOLE	
ALLIED DEFENSE GROUP INC COM	COM	019118108	181	75000	SH		SOLE	
ALLIED NEVADA GOLD CORP COM	COM	019344100	2120	80000	SH		SOLE	

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ALLIS CHALMERS ENERGY INC COM	COM	019645506	167	40000	SH	SOLE
ALTRIA GROUP INC COM	COM	02209S103	2402	100000	SH	SOLE
AMAZON.COM INC	COM	023135106	958	6100	SH	SOLE
AMEDISYS INC COM	COM	023436108	238	10000	SH	SOLE
AMEREN CORP COM	COM	023608102	10849	382000	SH	SOLE
AMERICA MOVIL S A DE C V SPONS	COM	02364W105	20351	381600	SH	SOLE
AMERICAN DAIRY INC COM	COM	025334103	3783	362000	SH	SOLE
AMERICAN ELECTRIC POWER	COM	025537101	24564	678000	SH	SOLE
AMERICAN EXPRESS CO	COM	025816109	87675	2086000	SH	SOLE
AMERICAN MED SYS HLDGS INC COM	COM	02744M108	490	25000	SH	SOLE
AMERICAN PHYSICIANS CAP INC CO	COM	028884104	4664	112500	SH	SOLE
AMERICAN STS WTR CO COM	COM	029899101	1002	28000	SH	SOLE
AMERICAN TOWER SYSTEMS CL A	COM	029912201	589	11500	SH	SOLE
AMERICAN WATER WORKS CO INC	COM	030420103	11984	515000	SH	SOLE
AMERICREDIT CORP COM	COM	03060R101	84606	3458961	SH	SOLE
AMERIPRISE FINL INC COM	COM	03076C106	947	20000	SH	SOLE
AMERISOURCEBERGEN CORP COM	COM	03073E105	767	25000	SH	SOLE
AMETEK INC NEW COM	COM	031100100	56464	1182000	SH	SOLE
AMGEN INC	COM	031162100	4519	82000	SH	SOLE
AMPCO PITTSBURGH CORP	COM	032037103	10002	403000	SH	SOLE
AMPHENOL CORP NEW CL A	COM	032095101	656	13400	SH	SOLE
AMR CORP	COM	001765106	3781	603000	SH	SOLE
AMTECH SYS INC COM PAR \$0.01N	COM	032332504	251	14000	SH	SOLE
ANADARKO PETE CORP COM	COM	032511107	19990	350400	SH	SOLE
ANGIODYNAMICS INC COM	COM	03475V101	3200	210000	SH	SOLE
ANGLOGOLD LTD SPONSORED ADR	COM	035128206	53985	1167500	SH	SOLE
ANIMAL HEALTH INTERNATIONAL	COM	03525N109	822	300000	SH	SOLE
ANIXTER INTL INC COM	COM	035290105	594	11000	SH	SOLE
AOL INC COM	COM	00184X105	5731	231567	SH	SOLE
APACHE CORP	COM	037411105	29817	305000	SH	SOLE
APPLE INC	COM	037833100	31127	109700	SH	SOLE
AQUA AMERICA INC	COM	03836W103	6273	307499	SH	SOLE
ARBITRON INC COM	COM	03875Q108	1827	65333	SH	SOLE
ARCH CHEMICALS INC COM	COM	03937R102	1228	35000	SH	SOLE
ARCHER DANIELS MIDLAND	COM	039483102	32590	1021000	SH	SOLE
ARCSIGHT INC COM	COM	039666102	27262	626020	SH	SOLE
ARGO GROUP INTL HLDGS LTD COM	COM	G0464B107	4020	115729	SH	SOLE
ARTESIAN RES CORP COM CL A	COM	043113208	586	30750	SH	SOLE
ARTHROCARE CORP COM	COM	043136100	6251	230000	SH	SOLE
ARTIO GLOBAL INVESTORS INC	COM	04315B107	9853	644000	SH	SOLE
ASCENT MEDIA CORP COM SER A	COM	043632108	1460	54658	SH	SOLE
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
ASHLAND INC NEW COM	COM	044209104	13899	285000	SH		SOLE	
ASTEC INDS INC COM	COM	046224101	608	21300	SH		SOLE	
ASTORIA FINL CORP COM	COM	046265104	136	10000	SH		SOLE	
ASTRONICS CORP COM	COM	046433108	175	10000	SH		SOLE	
ATC TECHNOLOGY CORP	COM	00211W104	1534	62000	SH		SOLE	
ATLANTIC TELE NETWORK INC COM	COM	049079205	3270	66400	SH		SOLE	
ATLAS AMERICA INC COM	COM	049298102	2148	75000	SH		SOLE	
ATMOS ENERGY CORP COM	COM	049560105	4914	168000	SH		SOLE	
AUTOMATIC DATA PROCESSING	COM	053015103	1261	30000	SH		SOLE	
AUTONATION INC	COM	05329W102	15089	649000	SH		SOLE	
AUTOZONE INC	COM	053332102	4922	21500	SH		SOLE	
AVISTA CORP COM	COM	05379B107	5773	276500	SH		SOLE	
AVON PRODUCTS INC	COM	054303102	7706	240000	SH		SOLE	

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AZZ INC COM	COM	002474104	214	5000	SH	SOLE
BADGER METER INC COM	COM	056525108	2024	50000	SH	SOLE
BAKER HUGHES INC	COM	057224107	8789	206325	SH	SOLE
BALDOR ELEC CO COM	COM	057741100	30987	767000	SH	SOLE
BALDWIN TECHNOLOGY INC CL A	COM	058264102	748	613000	SH	SOLE
BANCO SANTANDER CENT HISP ADR (	COM	05964H105	3140	248000	SH	SOLE
BANK OF AMERICA	COM	060505104	15079	1150876	SH	SOLE
BANK OF NEW YORK MELLON CORP	COM	064058100	55057	2107038	SH	SOLE
BARNES GROUP INC COM	COM	067806109	211	12000	SH	SOLE
BARNES & NOBLES	COM	067774109	892	55000	SH	SOLE
BARRICK GOLD (R:ABX.N B:ABX US)	COM	067901108	95024	2052803	SH	SOLE
BASSETT FURNITURE INDS	COM	070203104	59	12000	SH	SOLE
BAXTER INTL INC COM	COM	071813109	13263	278000	SH	SOLE
BCE INC	COM	05534B760	50960	1568000	SH	SOLE
BEASLEY BROADCAST GRP INC.	COM	074014101	730	138000	SH	SOLE
BECTON DICKINSON & CO COM	COM	075887109	13242	178700	SH	SOLE
BED BATH & BEYOND INC	COM	075896100	2084	48000	SH	SOLE
BEL FUSE INC CL A	COM	077347201	7125	340400	SH	SOLE
BELDEN CDT INC	COM	077454106	923	35000	SH	SOLE
BELO CORP	COM	080555105	1066	172000	SH	SOLE
BERKSHIRE HATHAWAY INC-CL A	COM	084670108	43202	347	SH	SOLE
BEST BUY INC COM	COM	086516101	2286	56000	SH	SOLE
BHP BILLITON LTD SPONSORED ADR	COM	088606108	12784	167500	SH	SOLE
BIG 5 SPORTING GOODS CORP COM	COM	08915P101	1007	75000	SH	SOLE
BIGLARI HOLDINGS INC	COM	08986R101	7230	22000	SH	SOLE
BIO RAD LABS INC CL A	COM	090572207	588	6500	SH	SOLE
BIOGEN IDEC INC	COM	09062X103	6314	112500	SH	SOLE
BIOLASE TECHNOLOGY INC COM	COM	090911108	59	50000	SH	SOLE
BLACK HILLS CORP COM	COM	092113109	33509	1074000	SH	SOLE
BLACKROCK INC CL A	COM	09247X101	10011	58800	SH	SOLE
BLACKSTONE GROUP L P COM UNIT	COM	09253U108	1485	117000	SH	SOLE
PORTVUE-SEC13F.LNP						GABELLI FUNDS, LLC
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
BOEING CO	COM	097023105	37395	562000	SH		SOLE	
BON-TON STORES INC COM	COM	09776J101	3254	320000	SH		SOLE	
BORG WARNER INC	COM	099724106	25258	480000	SH		SOLE	
BOSTON BEER INC CL A	COM	100557107	3143	47000	SH		SOLE	
BOSTON SCIENTIFIC CORP COM	COM	101137107	8643	1410000	SH		SOLE	
BOWNE & CO INC COM	COM	103043105	13539	1195000	SH		SOLE	
BOYD GAMING CORP	COM	103304101	2516	347000	SH		SOLE	
BP PLC SPONS ADR	COM	055622104	26345	639900	SH		SOLE	
BRASIL TELECOM SA SPONS ADR PF	COM	10553M101	1836	92514	SH		SOLE	
BRASIL TELECOM SA-ADR	COM	10553M200	352	40791	SH		SOLE	
BRINKS CO COM	COM	109696104	4502	195720	SH		SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	28411	1047987	SH		SOLE	
BROADRIDGE FINL SOLUTIONS INCO	COM	11133T103	320	14000	SH		SOLE	
BROOKFIELD ASSET MANAGEMENT I	COM	112585104	1194	41075	SH		SOLE	
BROWN FORMAN CORP CL B	COM	115637209	7073	114750	SH		SOLE	
BROWN-FORMAN CORP CLASS A	COM	115637100	31217	507100	SH		SOLE	
BRUKER BIOSCIENCES CORP	COM	116794108	281	20000	SH		SOLE	
BRUNSWICK CORP	COM	117043109	457	30000	SH		SOLE	
BRUSH ENGINEERED MATLS INC COM	COM	117421107	8504	299000	SH		SOLE	
BT GROUP PLC SPON ADR	COM	05577E101	1754	80000	SH		SOLE	
BUNGE LIMITED COM	COM	G16962105	237	4000	SH		SOLE	
BURGER KING HOLDING INC	COM	121208201	8986	376300	SH		SOLE	
CABLEVISION SYS NY GROUP A	COM	12686C109	174674	6669500	SH		SOLE	

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CADIZ INC	COM	127537207	154	15000	SH	SOLE
CALAMOS ASSET MANAGEMENT-A	COM	12811R104	288	25000	SH	SOLE
CALIFORNIA WTR SVC GROUP COM	COM	130788102	1024	27700	SH	SOLE
CALLON PETE CO DEL COM	COM	13123X102	545	110000	SH	SOLE
CAMBIUM LEARNING GRP INC COM	COM	13201A107	80	25000	SH	SOLE
CAMERON INTERNATIONAL CORP	COM	13342B105	5542	129000	SH	SOLE
CAMPBELL SOUP CO	COM	134429109	16624	465000	SH	SOLE
CANADIAN SOLAR INC COM	COM	136635109	196	12000	SH	SOLE
CANTERBURY PK HLDG CORP	COM	13811E101	821	108000	SH	SOLE
CAPSTONE TURBINE CORP COM	COM	14067D102	112	145000	SH	SOLE
CAREER EDUCATION CORP	COM	141665109	1159	54000	SH	SOLE
CARMIKE CINEMAS INC COM	COM	143436400	872	100000	SH	SOLE
CARPENTER TECHNOLOGY CORP COM	COM	144285103	337	10000	SH	SOLE
CASEYS GEN STORES INC COM	COM	147528103	16713	400317	SH	SOLE
CATERPILLAR INC	COM	149123101	12274	156000	SH	SOLE
CAVCO INDUSTRIES	COM	149568107	3986	111000	SH	SOLE
CBS CORP CLASS A	COM	124857103	28541	1795000	SH	SOLE
CBS CORP NEW CL B	COM	124857202	825	52000	SH	SOLE
CELGENE CORP	COM	151020104	2535	44000	SH	SOLE
CELLU TISSUE HLDGS INC COM	COM	151169109	3418	286480	SH	SOLE
CENTRAL EUROPE AND RUSSIA FUND	MUTUAL FUNDS	153436100	7549	202000	SH	SOLE
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	O MA
CENTRAL VT PUB SVC CORP COM	COM	155771108	4760	236000	SH		SOLE	
CENTURYLINK, INC.	COM	156700106	4064	103000	SH		SOLE	
CEPHALON INC COM	COM	156708109	1655	26500	SH		SOLE	
CEPHEID COM	COM	15670R107	3742	200000	SH		SOLE	
CH ENERGY GROUP, INC.	COM	12541M102	30130	682300	SH		SOLE	
CHECK POINT SOFTWARE TECH	COM	M22465104	369	10000	SH		SOLE	
CHEESECAKE FACTORY INC	COM	163072101	3348	126500	SH		SOLE	
CHEMED CORP 1.875% 05/15/14	CONVERTIBLE BOND	16359RAC7	484	500000	PRN		SOLE	
CHEMED CORPORATION	COM	16359R103	13519	237300	SH		SOLE	
CHESAPEAKE ENERGY CORP 2.250%	CONVERTIBLE BOND	165167CB1	1178	1500000	PRN		SOLE	
CHESAPEAKE ENERGY CORP COM	COM	165167107	13642	602274	SH		SOLE	
CHESAPEAKE UTILS CORP COM	COM	165303108	4131	114050	SH		SOLE	
CHEVRON CORP	COM	166764100	76025	938000	SH		SOLE	
CHINA ARMCO METALS INC COM	COM	16936C108	35	10000	SH		SOLE	
CHINA AUTOMOTIVE SYS INC COM	COM	16936R105	1131	74022	SH		SOLE	
CHINA HYDROELECTRIC CP-ADS	COM	16949D101	88	15000	SH		SOLE	
CHINA HYDROELECTRIC CP-ADS WAR	WARRANT AND RIGH	G2112E145	12	27000	SH		SOLE	
CHINA MOBILE LTD	COM	16941M109	5522	108000	SH		SOLE	
CHINA TELECOM CORP LTD SPONS A	COM	169426103	274	5000	SH		SOLE	
CHINA UNICOM ADR	COM	16945R104	1546	106200	SH		SOLE	
CHINA WIND SYSTEMS INC	COM	16945F209	123	28000	SH		SOLE	
CHINA YUCHAI INTL LTD ORD	COM	G21082105	727	38000	SH		SOLE	
CHURCH & DWIGHT CO	COM	171340102	18448	284085	SH		SOLE	
CHURCHILL DOWNS INC COM	COM	171484108	4925	137865	SH		SOLE	
CIGNA CORP	COM	125509109	716	20000	SH		SOLE	
CINCINNATI BELL	COM	171871106	17607	6594344	SH		SOLE	
CINCINNATI BELL PFD CVT 6.75%	CONVERTIBLE PREF	171871403	5889	151000	SH		SOLE	
CIRCOR INTL INC COM	COM	17273K109	28219	893000	SH		SOLE	
CISCO SYS INC	COM	17275R102	13068	596700	SH		SOLE	
CITIGROUP INC.	COM	172967101	14584	3730000	SH		SOLE	
CLARCOR INC	COM	179895107	29204	756000	SH		SOLE	
CLEAR CHANNEL OUTDOOR HLDGS CL	COM	18451C109	17266	1510600	SH		SOLE	
CLEARWIRE CORP-CLASS A	COM	18538Q105	693	85717	SH		SOLE	

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CLECO CORP NEW COM	COM	12561W105	1851	62500	SH	SOLE
CLOROX CO	COM	189054109	3338	50000	SH	SOLE
CME GROUP INC COM	COM	12572Q105	5209	20000	SH	SOLE
CMS ENERGY CORP COM	COM	125896100	4856	269500	SH	SOLE
CNA SURETY CORP COM	COM	12612L108	14031	783000	SH	SOLE
CNH GLOBAL NV COM	COM	N20935206	44657	1218800	SH	SOLE
COACH INC	COM	189754104	1310	30500	SH	SOLE
COCA COLA CO	COM	191216100	96763	1653500	SH	SOLE
COCA COLA ENTERPRISES INC	COM	191219104	5580	180000	SH	SOLE
COCA-COLA FEMSA S A DE C V ADR	COM	191241108	1252	16000	SH	SOLE
COCA-COLA HELLENIC BOTTLING SP	COM	1912EP104	429	16500	SH	SOLE
PORTVUE-SEC13F.LNP						GABELLI FUNDS, LLC

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	MA
COGENT INC COM	COM	19239Y108	2209	207600	SH		SOLE	
COHEN & STEERS INC COM	COM	19247A100	1736	80000	SH		SOLE	
COLDWATER CREEK INC COM	COM	193068103	5323	1010000	SH		SOLE	
COLGATE PALMOLIVE CO	COM	194162103	6456	84000	SH		SOLE	
COMCAST CORP CL A SPL	COM	20030N200	4338	255000	SH		SOLE	
COMCAST CORP NEW COM CL A	COM	20030N101	3544	196000	SH		SOLE	
COMMUNICATIONS SYS	COM	203900105	1821	160000	SH		SOLE	
COMPANIA DE MINAS BUENAVENTURA	FOREIGN COMMON S	204448104	19572	433200	SH		SOLE	
COMPUCREDIT CVT 3.625% 05/30/2	CONVERTIBLE BOND	20478NAB6	155	200000	PRN		SOLE	
COMVERGE INC COM	COM	205859101	314	40000	SH		SOLE	
CONAGRA INC	COM	205887102	5156	235000	SH		SOLE	
CONMED CORP COM	COM	207410101	2196	98000	SH		SOLE	
CONNECTICUT WTR SVC INC COM	COM	207797101	1174	49000	SH		SOLE	
CONOCOPHILLIPS COM	COM	20825C104	78625	1369050	SH		SOLE	
CONSOL ENERGY INC COM	COM	20854P109	29531	799000	SH		SOLE	
CONSOLIDATED EDISON INC COM	COM	209115104	24448	507000	SH		SOLE	
CONSOLIDATED WATER CO LTD ORD	COM	G23773107	133	14000	SH		SOLE	
CONSTELLATION BRANDS COM	COM	21036P108	14709	831500	SH		SOLE	
CONSTELLATION ENERGY GROUP ICO	COM	210371100	40622	1260000	SH		SOLE	
CONTINUCARE CORP COM	COM	212172100	1554	370000	SH		SOLE	
COOPER CAMERON 2.500% 06/15/26	CONVERTIBLE BOND	13342BAB1	255	200000	PRN		SOLE	
COOPER COS INC COM NEW	COM	216648402	3467	75000	SH		SOLE	
COOPER INDUSTRIES PLC SHS	COM	G24140108	44428	908000	SH		SOLE	
COPART INC COM	COM	217204106	3660	111000	SH		SOLE	
CORE MOLDING TECH COM	COM	218683100	1452	330000	SH		SOLE	
CORINTHIAN COLLEGES INC COM	COM	218868107	3342	476000	SH		SOLE	
CORN PRODS INTL INC COM	COM	219023108	24525	654000	SH		SOLE	
CORNING INC	COM	219350105	32173	1760000	SH		SOLE	
CORUS ENTMT INC CL B NON VTG	COM	220874101	1817	87000	SH		SOLE	
COSTCO WHSL CORP NEW COM	COM	22160K105	27750	430300	SH		SOLE	
COVANTA HOLDING CORP	COM	22282E102	2473	157000	SH		SOLE	
COVIDIEN PLC ORDINARY SHARE	COM	G2554F105	24194	602000	SH		SOLE	
CRANE CO	COM	224399105	49174	1296100	SH		SOLE	
CROWN HOLDINGS INC COM	COM	228368106	8971	313000	SH		SOLE	
CROWN MEDIA HLDGS INC CL A	COM	228411104	968	405000	SH		SOLE	
CRUCCELL N V SPONSORED ADR	COM	228769105	21662	651300	SH		SOLE	
CTS CORP	COM	126501105	6975	725000	SH		SOLE	
CUMMINS ENGINE INC	COM	231021106	6476	71500	SH		SOLE	
CURTISS WRIGHT CORP	COM	231561101	43996	1452000	SH		SOLE	
CUTERA INC COM	COM	232109108	3062	378000	SH		SOLE	
CVS CAREMARK CORP	COM	126650100	33641	1069000	SH		SOLE	
CYNOSURE INC CL A	COM	232577205	123	12000	SH		SOLE	
CYPRESS BIOSCIENCES INC COM PA	COM	232674507	193	50000	SH		SOLE	

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E M C CORP MASS COM	COM	268648102	6601	325000	SH	SOLE
EASTERN CO COM	COM	276317104	164	10000	SH	SOLE
EASTMAN KODAK	COM	277461109	10702	2548000	SH	SOLE
EATON CORP	COM	278058102	14452	175200	SH	SOLE
EBAY INC	COM	278642103	1879	77000	SH	SOLE
EHOSTAR CORP-A	COM	278768106	10478	549145	SH	SOLE
ECOLAB INC	COM	278865100	9641	190000	SH	SOLE
EDGEWATER TECHNOLOGY INC COM	COM	280358102	1328	488150	SH	SOLE
EDISON INTL COM	COM	281020107	19465	566000	SH	SOLE
EL PASO CORPORATION	COM	28336L109	44754	3615000	SH	SOLE
EL PASO ELEC CO COM NEW	COM	283677854	42219	1775400	SH	SOLE
EL PASO ENERGY CAP TR I PFD CO	CONVERTIBLE PEF	283678209	4946	129300	SH	SOLE
ELECTRONIC ARTS COM	COM	285512109	1694	103000	SH	SOLE
EMBRAER-EMPRESA BRASIL AERONAD	COM	29081M102	710	25000	SH	SOLE
EMERSON ELEC CO	COM	291011104	10269	195000	SH	SOLE
EMMIS COMMUNICATIONS CORP PFD	CONVERTIBLE PEF	291525202	250	15266	SH	SOLE
EMPIRE DIST ELEC CO COM	COM	291641108	6589	327000	SH	SOLE
EMULEX CORP COM NEW	COM	292475209	1347	129000	SH	SOLE
ENER1 INC COM NEW	COM	29267A203	74	20000	SH	SOLE
ENERGEN CORP COM	COM	29265N108	1326	29000	SH	SOLE
ENERGIZER HLDGS INC COM	COM	29266R108	33010	491000	SH	SOLE
ENERGY RECOVERY INC	COM	29270J100	108	30000	SH	SOLE
ENERSIS S A	COM	29274F104	682	29000	SH	SOLE
ENI S P A ADR SPONSORED	COM	26874R108	7254	168000	SH	SOLE
ENTEGRIS INC COM	COM	29362U104	1037	222000	SH	SOLE
ENTERGY CORP NEW COM	COM	29364G103	574	7500	SH	SOLE
EOG RESOURCES INC	COM	26875P101	15489	166600	SH	SOLE
EPOCH HOLDING CORP	COM	29428R103	2803	217600	SH	SOLE
EUROPEAN EQUITY FUND COM	MUTUAL FUNDS	298768102	265	38225	SH	SOLE
EXACTECH INC COM	COM	30064E109	4017	246124	SH	SOLE
EXELON CORP	COM	30161N101	18735	440000	SH	SOLE
EXPRESS SCRIPTS INC COM	COM	302182100	682	14000	SH	SOLE
EXPRESSJET HOLDINGS INC COM NE	COM	30218U306	1901	285000	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	59453	962180	SH	SOLE
FALCONSTOR SOFTWARE INC COM	COM	306137100	337	110000	SH	SOLE
FARMER BROS CO	COM	307675108	1552	97000	SH	SOLE
FEDERAL MOGUL CORP CL A	COM	313549404	6936	366800	SH	SOLE
FEDERAL NAT MORTGAGE ASSN-FANN	COM	313586109	25	90000	SH	SOLE
FEDERAL NATL MTG ASSN PFD CNV	CONVERTIBLE PEF	313586745	9	20000	SH	SOLE
FEDERAL SIGNAL CORP COM	COM	313855108	1240	230000	SH	SOLE
FEDERATED INVESTORS INC-CL B	COM	314211103	1889	83000	SH	SOLE
FERRO CORP	COM	315405100	52488	4072000	SH	SOLE
FIDELITY NATL INFORMATION SVCO	COM	31620M106	12412	457500	SH	SOLE
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FIDELITY NATL TITLE GROUP INCO	COM	31620R105	1114	70909	SH		SOLE	
FIDELITY SOUTHERN CORP	COM	316394105	229	35714	SH		SOLE	
FIRSTENERGY CORP COM	COM	337932107	8517	221000	SH		SOLE	
FISHER COMMUNICATIONS INC COM	COM	337756209	8332	478000	SH		SOLE	
FLIR SYS INC COM	COM	302445101	2030	79000	SH		SOLE	
FLOWERS FOODS INC COM	COM	343498101	17264	695000	SH		SOLE	
FLOWSERVE CORP COM	COM	34354P105	77699	710100	SH		SOLE	
FLUSHING FINL CORP COM	COM	343873105	2196	190000	SH		SOLE	
FMC CORP COM NEW	COM	302491303	1071	15660	SH		SOLE	
FOMENTO ECONOMICO MEXICANO SAD	COM	344419106	21002	414000	SH		SOLE	
FORD CAP TRUST 6.5% 01/15/32	CONVERTIBLE PEF	345395206	11187	233500	SH		SOLE	

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FORD MTR CO DEL COM PAR \$0.01	COM	345370860	14027	1146000	SH	SOLE
FORTRESS INVESTMENT GROUP CL A	COM	34958B106	133	37000	SH	SOLE
FORTUNE BRANDS INC	COM	349631101	26880	546000	SH	SOLE
FOSTER WHEELER AGR	COM	H27178104	440	18000	SH	SOLE
FRANCE TELECOM SPONSORED ADR	COM	35177Q105	3100	144000	SH	SOLE
FRANKLIN ELEC INC	COM	353514102	6533	197000	SH	SOLE
FREEMPORT MCMORAN COPPER&GOLD C	COM	35671D857	75709	886631	SH	SOLE
FRESENIUS KABI PHARMA-CVR	WARRANT AND RIGH	35802M115	1	24000	SH	SOLE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	3092	378429	SH	SOLE
FULLER H B CO COM	COM	359694106	11452	576350	SH	SOLE
FURMANITE CORPORATION	COM	361086101	2484	509000	SH	SOLE
GARDNER DENVER INC	COM	365558105	6656	124000	SH	SOLE
GATX CORP	COM	361448103	45209	1541900	SH	SOLE
GATX CORP \$2.50 CV PFD	CONVERTIBLE PREF	361448202	616	4200	SH	SOLE
GAYLORD ENTERTAINMENT CO	COM	367905106	33261	1090520	SH	SOLE
GENCORP INC	COM	368682100	11906	2420000	SH	SOLE
GENCORP INC 2.250% 01/15/24	CONVERTIBLE BOND	368682AL4	2908	3000000	PRN	SOLE
GENERAL COMMUNICATIONS INC CL	COM	369385109	568	57000	SH	SOLE
GENERAL ELEC CO	COM	369604103	44671	2749000	SH	SOLE
GENERAL MILLS INC	COM	370334104	53166	1455000	SH	SOLE
GENOPTIX INC	COM	37243V100	540	38000	SH	SOLE
GENUINE PARTS CO	COM	372460105	70854	1589000	SH	SOLE
GENZYME CORP	COM	372917104	5557	78500	SH	SOLE
GERBER SCIENTIFIC INSTR	COM	373730100	3540	573700	SH	SOLE
GILEAD SCIENCES INC COM	COM	375558103	890	25000	SH	SOLE
GLAXOSMITHKLINE PLC ADR (B:GSK	COM	37733W105	446	11276	SH	SOLE
GLG PARTNERS INC COM	COM	37929X107	900	200000	SH	SOLE
GLOBAL SOURCES LTD COM	COM	G39300101	2190	290000	SH	SOLE
GLOBE SPECIALTY METALS INC COM	COM	37954N206	246	17500	SH	SOLE
GOLD FIELDS LTD NEW SPON ADR (	COM	38059T106	59931	3924749	SH	SOLE
GOLD RESOURCE CORP COM	COM	38068T105	1586	85000	SH	SOLE
GOLDCORP INC (US)	COM	380956409	40361	927408	SH	SOLE
GOLDMAN SACHS GR	COM	38141G104	3701	25600	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GOODRICH B F CO COM	COM	382388106	737	10000	SH		SOLE	
GOOGLE INC-CL A	COM	38259P508	32284	61400	SH		SOLE	
GORMAN RUPP CO	COM	383082104	10197	370000	SH		SOLE	
GP STRATEGIES CORP COM	COM	36225V104	1073	118000	SH		SOLE	
GRACO INC COM	COM	384109104	4918	155000	SH		SOLE	
GRAFTECH INTERNATIONAL	COM	384313102	23028	1473350	SH		SOLE	
GRAPHIC PACKAGING HLDG CO COM	COM	388689101	67	20000	SH		SOLE	
GRAY TELEVISION, INC	COM	389375106	802	399000	SH		SOLE	
GRAY TELEVISION, INC CL A	COM	389375205	38	21000	SH		SOLE	
GREAT ATLA & PAC 5.125% 6/15/2	CONVERTIBLE BOND	390064AJ2	10350	14300000	PRN		SOLE	
GREAT ATLANTIC & PAC TEA INCCO	COM	390064103	3810	962000	SH		SOLE	
GREAT PLAINS ENERGY INC. (B: G	COM	391164100	42846	2267000	SH		SOLE	
GREATBATCH INC	COM	39153L106	928	40000	SH		SOLE	
GREEN MTN COFFEE ROASTERS INCO	COM	393122106	1279	41000	SH		SOLE	
GREENBRIER COS INC	COM	393657101	1325	85000	SH		SOLE	
GREIF INC CL A	COM	397624107	25373	431224	SH		SOLE	
GREIF INC CL B	COM	397624206	21413	373043	SH		SOLE	
GRIFFIN LAND & NUR	COM	398231100	14162	535617	SH		SOLE	
GRIFFON CORP COM	COM	398433102	16944	1389994	SH		SOLE	
GRUPO TELEVISIVA SA DE CV ADR (B	COM	40049J206	41772	2207800	SH		SOLE	
GSE SYS INC COM	COM	36227K106	129	38419	SH		SOLE	

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GYRODYNE CO AMER INC COM	COM	403820103	768	10000	SH	SOLE
H R BLOCK INC	COM	093671105	6915	534000	SH	SOLE
HAIN CELESTIAL GROUP INC	COM	405217100	11894	496000	SH	SOLE
HALLIBURTON COMPANY	COM	406216101	62320	1884500	SH	SOLE
HANESBRANDS INC COM	COM	410345102	2974	115000	SH	SOLE
HANSEN NAT CORP COM	COM	411310105	559	12000	SH	SOLE
HARLEY DAVIDSON INC	COM	412822108	1905	67000	SH	SOLE
HARMAN INTL INDS INC NEW COM	COM	413086109	10447	312700	SH	SOLE
HARMONY GOLD MINING CO LTD ADR	COM	413216300	15762	1396100	SH	SOLE
HARTE HANKS INC	COM	416196103	210	18000	SH	SOLE
HAWAIIAN ELEC INDS INC COM	COM	419870100	13682	607000	SH	SOLE
HAWK CORP CL A	COM	420089104	65	1500	SH	SOLE
HAWKINS INC COM	COM	420261109	4357	123000	SH	SOLE
HEADWATERS INC COM	COM	42210P102	360	100000	SH	SOLE
HEALTH GRADES INC COM	COM	42218Q102	5735	700200	SH	SOLE
HEALTHWAYS INC COM	COM	422245100	349	30000	SH	SOLE
HEELYS INC COM	COM	42279M107	79	33000	SH	SOLE
HEICO CORP NEW COM	COM	422806109	228	5000	SH	SOLE
HEINZ, H J COMPANY	COM	423074103	20416	431000	SH	SOLE
HELLENIC TELECOMMUNICATIONS AD	COM	423325307	1016	281800	SH	SOLE
HERLEY INDS INC COM	COM	427398102	12623	765002	SH	SOLE
HERSHEY COMPANY (THE)	COM	427866108	24794	521000	SH	SOLE
HESKA CORP COM NEW RESTRICTED	COM	42805E207	18	40000	SH	SOLE
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HESS CORP	COM	42809H107	20385	344800	SH		SOLE	
HEWITT ASSOCS INC COM	COM	42822Q100	7927	157183	SH		SOLE	
HEWLETT PACKARD CO	COM	428236103	505	12000	SH		SOLE	
HICKORY TECH CORP COM	COM	429060106	1001	117400	SH		SOLE	
HOLOGIC INC COM	COM	436440101	560	35000	SH		SOLE	
HOME DEPOT INC	COM	437076102	19166	605000	SH		SOLE	
HOME INNS & HOTELS MANAG-ADR	COM	43713W107	1386	28000	SH		SOLE	
HONEYWELL INT'L INC	COM	438516106	81772	1861000	SH		SOLE	
HOOPER HOLMES INC COM	COM	439104100	43	60300	SH		SOLE	
HOSPIRA INC COM	COM	441060100	6556	115000	SH		SOLE	
HOST HOTELS & RESORTS INC	COM	44107P104	209	14422	SH		SOLE	
HSBC HLDGS PLC ADR SPON NEW	COM	404280406	4401	87000	SH		SOLE	
HSN INC COM	COM	404303109	6544	219000	SH		SOLE	
HUANENG PWR INTL INC SPON ADR	COM	443304100	4147	167500	SH		SOLE	
HUDSON CITY BANCORP INC COM	COM	443683107	1103	90000	SH		SOLE	
HUDSON VALLEY HOLDING CORP COM	COM	444172100	254	13000	SH		SOLE	
HUNTSMAN CORP COM	COM	447011107	10982	950000	SH		SOLE	
IAC INTERACTIVECORP COM PAR \$.	COM	44919P508	8774	334000	SH		SOLE	
IAMGOLD CORP (USD) COM	COM	450913108	12840	725000	SH		SOLE	
IBERO-AMERICA FUND INC	MUTUAL FUNDS	45082X103	72	11000	SH		SOLE	
ICU MEDICAL INC	COM	44930G107	895	24000	SH		SOLE	
ICX TECHNOLOGIES INC COM	COM	44934T105	272	36000	SH		SOLE	
IDEX CORP	COM	45167R104	42612	1200000	SH		SOLE	
IMAX CORP COM	COM	45245E109	396	23500	SH		SOLE	
IMMUCOR INC COM	COM	452526106	775	39100	SH		SOLE	
INGERSOLL-RAND PLC	COM	G47791101	2535	71000	SH		SOLE	
INGLES MKTS INC CL A	COM	457030104	15633	941200	SH		SOLE	
INSITUFORM TECHNOLOGIES INC CL	COM	457667103	799	33000	SH		SOLE	
INSPIRE PHARMACEUTICALS INC CO	COM	457733103	149	25000	SH		SOLE	
INTEGRYS ENERGY GROUP INC	COM	45822P105	40893	785500	SH		SOLE	
INTEL CORP	COM	458140100	42240	2200000	SH		SOLE	

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INTERACTIVE BROKERS	COM	45841N107	1514	88000	SH	SOLE
INTERMEC INC	COM	458786100	9612	784000	SH	SOLE
INTERNAP NETWORK SVCS CORP COM	COM	45885A300	187	38000	SH	SOLE
INTERNATIONAL BUSINESS	COM	459200101	44239	329800	SH	SOLE
INTERNATIONAL GAME TECH	COM	459902102	6329	438000	SH	SOLE
INTERNATIONAL PAPER CO	COM	460146103	8700	400000	SH	SOLE
INTERNATIONAL RECTIFIER CORPCO	COM	460254105	1012	48000	SH	SOLE
INTERNATIONAL SPEEDWAY A	COM	460335201	390	16000	SH	SOLE
INTERPUBLIC 4.250% 03/15/23	CONVERTIBLE BOND	460690BA7	3740	3400000	PRN	SOLE
INTERPUBLIC GROUP COS INC	COM	460690100	32096	3200000	SH	SOLE
INTERVAL LEISURE GROUP INC COM	COM	46113M108	1549	115000	SH	SOLE
INTL FLAVORS & FRAGRANCES	COM	459506101	22853	471000	SH	SOLE
INVESCO LTD	COM	G491BT108	2654	125000	SH	SOLE
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IRIS INTL INC COM	COM	46270W105	2832	295000	SH		SOLE	
ITRON INC	COM	465741106	245	4000	SH		SOLE	
ITT EDUCATIONAL SVCS INC COM	COM	45068B109	773	11000	SH		SOLE	
ITT INDUSTRIES	COM	450911102	59661	1274000	SH		SOLE	
IVANHOE MINES LTD COM	COM	46579N103	18006	769140	SH		SOLE	
J & J SNACK FOODS CORP	COM	466032109	1048	25000	SH		SOLE	
J.P. MORGAN CHASE & CO	COM	46625H100	38834	1020325	SH		SOLE	
JA SOLAR HOLD CO 4.500% 05/15/	CONVERTIBLE BOND	466090AA5	284	300000	PRN		SOLE	
JA SOLAR HOLDINGS CO LTD SPON	COM	466090107	233	25000	SH		SOLE	
JANUS CAP GROUP INC COM	COM	47102X105	15132	1381900	SH		SOLE	
JANUS CAPITAL 3.250% 07/15/14	CONVERTIBLE BOND	47102XAG0	2271	2000000	PRN		SOLE	
JARDEN CORPORATION	COM	471109108	249	8000	SH		SOLE	
JOHNSON CONTROLS	COM	478366107	27709	908500	SH		SOLE	
JOHNSON & JOHNSON	COM	478160104	37176	600000	SH		SOLE	
JOURNAL COMM INC-A	COM	481130102	5254	1165000	SH		SOLE	
JOY GLOBAL INC COM	COM	481165108	4676	66500	SH		SOLE	
KAMAN CORP	COM	483548103	24719	943119	SH		SOLE	
KANSAS CITY SOUTHERN	COM	485170302	898	24000	SH		SOLE	
KAR AUCTION SVCS INC COM	COM	48238T109	1135	90000	SH		SOLE	
KBW INC	COM	482423100	1280	50000	SH		SOLE	
KEITHLEY INSTRS INC COM	COM	487584104	2280	106000	SH		SOLE	
KELLOGG CO	COM	487836108	6061	120000	SH		SOLE	
KEMET CORP COM	COM	488360108	1186	355000	SH		SOLE	
KENNAMETAL INC COM	COM	489170100	1376	44500	SH		SOLE	
KEY ENERGY SVCS INC COM	COM	492914106	666	70000	SH		SOLE	
KID BRANDS, INC. COM	COM	49375T100	100	11600	SH		SOLE	
KIMBERLY CLARK CORP	COM	494368103	34477	530000	SH		SOLE	
KINDER MORGAN EGY PTNS L P UT	COM	494550106	1370	20000	SH		SOLE	
KINETIC CONCEPTS INC COM NEW	COM	49460W208	1829	50000	SH		SOLE	
KING PHARMACEUTICALS INC COM	COM	495582108	100	10000	SH		SOLE	
KINROSS GOLD CORP COM NO PAR	COM	496902404	60555	3222722	SH		SOLE	
KKR & CO. L.P	COM	48248M102	9170	865072	SH		SOLE	
KONINKLIJKE PHILIPS ELECTRS SP	COM	500472303	1190	38000	SH		SOLE	
KOREA ELEC PWR CO SPONSORED AD	COM	500631106	6762	523000	SH		SOLE	
KRAFT FOODS INC CL A COM	COM	50075N104	74148	2402728	SH		SOLE	
KROGER CO	COM	501044101	2556	118000	SH		SOLE	
KT CORP SPON ADR	COM	48268K101	205	10000	SH		SOLE	
KYOCERA CORP ADR	COM	501556203	904	9500	SH		SOLE	
L 3 COMMUNICATIONS	COM	502424104	289	4000	SH		SOLE	
LABORATORY CORP AMER HLDGS COM	COM	50540R409	3059	39000	SH		SOLE	
LACLEDE GROUP INC	COM	505597104	6127	178000	SH		SOLE	

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LAKES ENTERTAINMENT INC COM COM 51206P109 197 116000 SH SOLE
 LAMAR ADVERTISING CO CL A COM 512815101 700 22000 SH SOLE
 LANCE INC COM COM 514606102 2130 100013 SH SOLE
 PORTVUE-SEC13F.LNP GABELLI FUNDS, LLC
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FORM 13F INFORMATION TABLE
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
LANDAUER INC	COM	51476K103	10898	174000	SH		SOLE	
LAS VEGAS SANDS CORP	COM	517834107	35338	1014000	SH		SOLE	
LAWSON SOFTWARE INC NEW COM	COM	52078P102	88	10410	SH		SOLE	
LAYNE CHRISTENSEN CO COM	COM	521050104	9336	360600	SH		SOLE	
LDK SOLAR CO LTD SPONSORED ADR	COM	50183L107	278	27000	SH		SOLE	
LEAR CORP COM NEW	COM	521865204	316	4000	SH		SOLE	
LEGG MASON INC COM	COM	524901105	39767	1312000	SH		SOLE	
LENDER PROCESSING SVCS INC COM	COM	52602E102	1130	34000	SH		SOLE	
LEUCADIA NATL CORP COM	COM	527288104	5792	245200	SH		SOLE	
LEVEL 3 COMMUNICATIONS INC COM	COM	52729N100	33	35000	SH		SOLE	
LIBERTY GLOBAL INC COM SER A	COM	530555101	36915	1198150	SH		SOLE	
LIBERTY GLOBAL INC COM SER C	COM	530555309	18325	599645	SH		SOLE	
LIBERTY MEDIA CORP NEW LIB STA	COM	53071M708	11103	171000	SH		SOLE	
LIBERTY MEDIA HLDG CORP INT CO	COM	53071M104	13011	949000	SH		SOLE	
LIBERTY MEDIA-CAP SER A	COM	53071M302	38420	738000	SH		SOLE	
LIFE TECHNOLOGIES CORP COM	COM	53217V109	9525	204000	SH		SOLE	
LIFEWAY FOODS INC COM	COM	531914109	2893	275000	SH		SOLE	
LILLY, ELI AND COMPANY	COM	532457108	22758	623000	SH		SOLE	
LIN TV CORP CL A	COM	532774106	3774	850000	SH		SOLE	
LINCOLN ELEC HLDGS INC COM	COM	533900106	2833	49000	SH		SOLE	
LINDSAY CORP	COM	535555106	3076	71000	SH		SOLE	
LITTELFUSE INC	COM	537008104	1748	40000	SH		SOLE	
LIVE NATION INC	COM	538034109	345	34910	SH		SOLE	
LOCKHEED MARTIN CORP COM	COM	539830109	1034	14500	SH		SOLE	
LOEWS CORP	COM	540424108	8035	212000	SH		SOLE	
LSI LOGIC CORP COM	COM	502161102	6156	1353000	SH		SOLE	
LUFKIN INDS INC COM	COM	549764108	38764	883000	SH		SOLE	
L-1 IDENTITY SOLUTIONS INC	COM	50212A106	10498	895000	SH		SOLE	
M & T BK CORP COM	COM	55261F104	12926	158000	SH		SOLE	
MACQUARIE INFRASTRUCTURE COMPA	COM	55608B105	2677	172700	SH		SOLE	
MACROVISION CORP 2.625% 08/15/	CONVERTIBLE BOND	555904AB7	562	300000	PRN		SOLE	
MACY'S INC	COM	55616P104	32243	1397000	SH		SOLE	
MADISON SQUARE GARDEN A	COM	55826P100	34751	1647750	SH		SOLE	
MAGNETEK INC COM	COM	559424106	1165	882300	SH		SOLE	
MAINE & MARITIMES CORP	COM	560377103	1715	38190	SH		SOLE	
MANITOWOC CO COM	COM	563571108	2470	204000	SH		SOLE	
MARATHON OIL CORP COM	COM	565849106	23236	702000	SH		SOLE	
MARCUS CORP COM	COM	566330106	1789	151000	SH		SOLE	
MARINE PRODS CORP COM	COM	568427108	2210	360000	SH		SOLE	
MARSH & MCLENNAN COS INC COM	COM	571748102	17463	724000	SH		SOLE	
MARTHA STEWART LIVING OMNI	COM	573083102	830	175000	SH		SOLE	
MARTIN MARIETTA MTLs INC COM	COM	573284106	493	6400	SH		SOLE	
MASTERCARD INC COM	COM	57636Q104	28157	125700	SH		SOLE	
MATRIX INITIATIVES INC COM	COM	57685L105	117	23000	SH		SOLE	
PORTVUE-SEC13F.LNP							GABELLI FUNDS, LLC	
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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MATTEL INC	COM	577081102	751	32000	SH	SOLE
MATTHEWS INTL CORP CL A	COM	577128101	1132	32000	SH	SOLE
MCAFFEE INC COM	COM	579064106	81264	1719500	SH	SOLE
MCCORMICK & CO INC NON VOTING	COM	579780206	757	18000	SH	SOLE
MCGRAW HILL COMPANIES, INC.	COM	580645109	12414	375500	SH	SOLE
MCKESSON HBOC INC.	COM	58155Q103	1143	18500	SH	SOLE
MDS INC COM	COM	55269P302	505	50000	SH	SOLE
MDU RES GROUP INC COM	COM	552690109	599	30000	SH	SOLE
MEAD JOHNSON	COM	582839106	23068	405346	SH	SOLE
MEDALLION FINANCIAL CORP	COM	583928106	296	38000	SH	SOLE
MEDCO HEALTH SOLUTIONS INC COM	COM	58405U102	6508	125000	SH	SOLE
MEDIA GENERAL CL A	COM	584404107	16451	1836000	SH	SOLE
MEDIACOM COMMUNICATIONS CORPCL	COM	58446K105	945	142500	SH	SOLE
MEDTRONIC INC COM	COM	585055106	1007	30000	SH	SOLE
MELCO PBL ENTERTAINMENT-ADR	COM	585464100	456	90000	SH	SOLE
MEMC ELECTRONICS	COM	552715104	238	20000	SH	SOLE
MENTOR GRAPHICS CORP COM	COM	587200106	856	81000	SH	SOLE
MERCK & COMPANY	COM	58933Y105	22294	605650	SH	SOLE
MEREDITH CORP	COM	589433101	9727	292000	SH	SOLE
MET PRO CORP COM	COM	590876306	1534	152001	SH	SOLE
METHODE ELECTRS INC CL A	COM	591520200	908	100000	SH	SOLE
MGE ENERGY INC	COM	55277P104	15876	401000	SH	SOLE
MGM RESORTS INTERNATIONAL	COM	552953101	5877	521000	SH	SOLE
MGP INGREDIENTS INC COM	COM	55302G103	550	70000	SH	SOLE
MICROSOFT CORP	COM	594918104	34947	1427000	SH	SOLE
MIDAS GROUP INC COM	COM	595626102	5909	776500	SH	SOLE
MIDDLEBY CORP COM	COM	596278101	1585	25000	SH	SOLE
MIDDLESEX WTR CO COM	COM	596680108	2010	119333	SH	SOLE
MILLICOM INTL CELLULAR S A SHS	COM	L6388F110	29054	302800	SH	SOLE
MIRANT CORP NEW COM	COM	60467R100	1750	175732	SH	SOLE
MIRANT CORP NEW WT A EX 010311	WARRANT AND RIGH	60467R118	1	74535	SH	SOLE
MIRANT CORP NEW WT B EX 010311	WARRANT AND RIGH	60467R126	1	38363	SH	SOLE
MKS INSTRS INC COM	COM	55306N104	363	20187	SH	SOLE
MOBILE TELESYSTEMS OJSC ADR SP	COM	607409109	610	28750	SH	SOLE
MODINE MFG CO	COM	607828100	11115	857000	SH	SOLE
MOLEX INC CL A	COM	608554200	769	44000	SH	SOLE
MOLYCORP INC DEL COM	COM	608753109	2900	102500	SH	SOLE
MONRO MUFFLER BRAKE INC	COM	610236101	692	15000	SH	SOLE
MONSANTO CO NEW COM	COM	61166W101	20038	418058	SH	SOLE
MONSTER WORLDWIDE INC COM	COM	611742107	2177	168000	SH	SOLE
MOODYS CORP COM	COM	615369105	2448	98000	SH	SOLE
MOOG INC CL A	COM	615394202	3196	90000	SH	SOLE
MOOG INC CL B	COM	615394301	580	16100	SH	SOLE
MORGAN STANLEY	COM	617446448	10440	423000	SH	SOLE
PORTVUE-SEC13F.LNP						
GABELLI FUNDS, LLC						
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MOSAIC CO/THE	COM	61945A107	6904	117500	SH		SOLE	
MOSY INC	COM	619718109	176	36000	SH		SOLE	
MOTOROLA INC	COM	620076109	3113	365000	SH		SOLE	
MOVADO GROUP INC COM	COM	624580106	500	46000	SH		SOLE	
MUELLER INDS INC COM	COM	624756102	4000	151000	SH		SOLE	
MUELLER WATER PRODUCTS INC	COM	624758108	154	51009	SH		SOLE	
MURPHY OIL CORP COM	COM	626717102	28359	458000	SH		SOLE	
MVC CAP COM	COM	553829102	1297	100000	SH		SOLE	
MWI VETERINARY SUPPLY INC	COM	55402X105	2309	40000	SH		SOLE	

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MYERS INDS INC	COM	628464109	12863	1497467	SH	SOLE
MYLAN LABS INC COM	COM	628530107	941	50000	SH	SOLE
NABORS INDS INC 0.940% 05/15/1	CONVERTIBLE BOND	629568AP1	1986	2000000	PRN	SOLE
NABORS INDUSTRIES LTD SHS	COM	G6359F103	5870	325000	SH	SOLE
NARA BANCORP INC COM	COM	63080P105	2009	285000	SH	SOLE
NATHANS FAMOUS INC NEW COM	COM	632347100	2232	140000	SH	SOLE
NATIONAL FUEL GAS CO N J COM	COM	636180101	114604	2212000	SH	SOLE
NATIONAL GRID PLC	COM	636274300	2431	56877	SH	SOLE
NATIONAL PRESTO INDS INC	COM	637215104	7453	70000	SH	SOLE
NAVISTAR INTL CORP 3% 10/15/20	CONVERTIBLE BOND	63934EAL2	684	600000	PRN	SOLE
NAVISTAR INTL CORP COM	COM	63934E108	37928	869100	SH	SOLE
NBTY INC COM	COM	628782104	11018	200400	SH	SOLE
NCR CORP NEW COM	COM	62886E108	9309	683000	SH	SOLE
NEOGEN CORP COM	COM	640491106	271	8000	SH	SOLE
NETEZZA CORP COM	COM	64111N101	30063	1115500	SH	SOLE
NETFLIX COM INC COM	COM	64110L106	324	2000	SH	SOLE
NEW ALLIANCE BANCSHARES INC CO	COM	650203102	7593	601700	SH	SOLE
NEW GERMANY FD COM (B:GF US)	MUTUAL FUNDS	644465106	1811	125695	SH	SOLE
NEW YORK CMNTY BANCORP INC COM	COM	649445103	3088	190000	SH	SOLE
NEW YORK TIMES CO CLASS A	COM	650111107	232	30000	SH	SOLE
NEWMARKET CORP COM	COM	651587107	4672	41100	SH	SOLE
NEWMONT MINING 1.625% 07/15/17	CONVERTIBLE BOND	651639AJ5	7691	5250000	PRN	SOLE
NEWMONT MINING CORP HOLDING CO	COM	651639106	168794	2687371	SH	SOLE
NEWS CORP CL A	COM	65248E104	74102	5674000	SH	SOLE
NEWS CORP CL B	COM	65248E203	1356	90016	SH	SOLE
NEXEN INC COM	COM	65334H102	2211	110000	SH	SOLE
NEXTERA ENERGY INC COM	COM	65339F101	56022	1030000	SH	SOLE
NICOR INC COM	COM	654086107	14983	327000	SH	SOLE
NIGHTHAWK RADIOLOGY HLDGS INCO	COM	65411N105	1860	291600	SH	SOLE
NII HLDGS INC CL B NEW	COM	62913F201	370	9000	SH	SOLE
NIKE INC CL B	COM	654106103	1058	13200	SH	SOLE
NIPPON TELEG&TEL CORP ADR (B:N	COM	654624105	263	12000	SH	SOLE
NISOURCE INC	COM	65473P105	9361	538000	SH	SOLE
NOBILITY HOMES INC COM	COM	654892108	732	77500	SH	SOLE
NOBLE CORPORATION BAAR NAMEN -	COM	H5833N103	15952	472100	SH	SOLE
PORTVUE-SEC13F.LNP						
						GABELLI FUNDS, LLC
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NOKIA CORP SPONSORED ADR (B:NO	COM	654902204	251	25000	SH		SOLE	
NORDSON CORP COM	COM	655663102	221	3000	SH		SOLE	
NORTHEAST UTILS COM	COM	664397106	39624	1340000	SH		SOLE	
NORTHERN DYNASTY MINERALS LTCO	COM	66510M204	2000	235000	SH		SOLE	
NORTHERN TRUST CORP	COM	665859104	3329	69000	SH		SOLE	
NORTHROP GRUMMAN CORP (B:NOC)	COM	666807102	3638	60000	SH		SOLE	
NORTHWEST NAT GAS CO COM	COM	667655104	1186	25000	SH		SOLE	
NORTHWESTERN CORP COM NEW	COM	668074305	23735	832800	SH		SOLE	
NOVARTIS AG - ADR (B:NVS US)	COM	66987V109	14879	258000	SH		SOLE	
NOVELL INC	COM	670006105	119	20000	SH		SOLE	
NRG ENERGY INC COM NEW	COM	629377508	9890	475000	SH		SOLE	
NSTAR COM	COM	67019E107	50840	1292000	SH		SOLE	
NU HORIZONS ELECTRS CORP COM	COM	669908105	1059	152400	SH		SOLE	
NV ENERGY INC COM	COM	67073Y106	460	35000	SH		SOLE	
NYMAGIC INC COM	COM	629484106	442	17200	SH		SOLE	
NYSE EURONEXT COM	COM	629491101	2286	80000	SH		SOLE	
O REILLY AUTOMOTIVE INC COM	COM	686091109	52429	985500	SH		SOLE	
OCCIDENTAL PETE CORP	COM	674599105	50034	639000	SH		SOLE	
OCEANEERING INTL INC COM	COM	675232102	10395	193000	SH		SOLE	

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OCH ZIFF CAP MGMT GROUP CL A	COM	67551U105	4261	286000	SH	SOLE
OGE ENERGY CORP COM	COM	670837103	36142	906500	SH	SOLE
OIL DRI CORP AMER COM	COM	677864100	3018	140300	SH	SOLE
OIL SVC HOLDRS TR OIL SVC HOLD	MUTUAL FUNDS	678002106	7185	63500	SH	SOLE
OLIN CORP COM PAR \$1.	COM	680665205	4435	220000	SH	SOLE
OMNOVA SOLUTIONS INC COM	COM	682129101	9814	1365000	SH	SOLE
ONEOK INC NEW COM	COM	682680103	28736	638000	SH	SOLE
OPKO HEALTH INC COM	COM	68375N103	224	100000	SH	SOLE
ORIENT-EXPRESS HOTELS LTD COM	COM	G67743107	2921	262000	SH	SOLE
ORITANI FINL CORP DEL COM	COM	68633D103	2096	210000	SH	SOLE
ORMAT TECHNOLOGIES INC	COM	686688102	2771	95000	SH	SOLE
ORTHOFIX INTL N V ORD	COM	N6748L102	3283	104500	SH	SOLE
OSTEOTECH INC COM	COM	688582105	2968	459504	SH	SOLE
OTIX GLOBAL INC	COM	68906N200	1648	159500	SH	SOLE
OTTER TAIL CORPORATION COM	COM	689648103	10621	520900	SH	SOLE
OUTDOOR HLDGS INC (NEW)	COM	690027206	199	36000	SH	SOLE
OWENS ILL INC COM NEW	COM	690768403	3536	126000	SH	SOLE
OWENS & MINOR INC NEW COM	COM	690732102	5059	177750	SH	SOLE
PACCAR INC	COM	693718108	14589	303000	SH	SOLE
PACTIV CORP COM	COM	695257105	21734	659000	SH	SOLE
PAIN THERAPEUTICS INC COM	COM	69562K100	2688	435000	SH	SOLE
PALOMAR MED TECHNOLOGIES INCCO	COM	697529303	3357	325000	SH	SOLE
PARK ELECTROCHEMICAL CORP COM	COM	700416209	8060	306000	SH	SOLE
PARK OHIO HLDGS CORP COM	COM	700666100	4562	343000	SH	SOLE
PARKER HANNIFIN CORP	COM	701094104	841	12000	SH	SOLE
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						GABELLI FUNDS, LLC
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PATTERSON COMPANIES INC	COM	703395103	3023	105500	SH		SOLE	
PATTERSON-UTI ENERGY INC COM	COM	703481101	769	45000	SH		SOLE	
PEABODY ENERGY CORP COM	COM	704549104	9645	196800	SH		SOLE	
PEETS COFFEE & TEA INC COM	COM	705560100	1466	42840	SH		SOLE	
PENFORD CORP COM	COM	707051108	323	70000	SH		SOLE	
PENN NATIONAL GAMING INC COM	COM	707569109	3494	118000	SH		SOLE	
PENNICHUCK CORP COM NEW	COM	708254206	8924	388000	SH		SOLE	
PENTAIR INC COM	COM	709631105	1782	53000	SH		SOLE	
PEP BOYS MANNY MOE & JACK	COM	713278109	4867	460000	SH		SOLE	
PEPCO HLDGS INC COM	COM	713291102	5124	275500	SH		SOLE	
PEPSICO INC	COM	713448108	55473	834927	SH		SOLE	
PETROBRAS BRASILEIRO ADR SPONS	COM	71654V408	29955	825900	SH		SOLE	
PETROBRAS BRASILEIRO SPON ADR	COM	71654V101	5809	177000	SH		SOLE	
PETROCHINA CO LTD SPONSORED AD	COM	71646E100	2061	17700	SH		SOLE	
PFIZER INC	COM	717081103	33117	1928790	SH		SOLE	
PG&E CORP COM	COM	69331C108	4042	89000	SH		SOLE	
PHH CORP COM NEW	COM	693320202	379	18000	SH		SOLE	
PHHM 3.25% 5/15/2024	CONVERTIBLE BOND	696639AB9	289	450000	PRN		SOLE	
PHILIP MORRIS INTL INC COM	COM	718172109	5742	102500	SH		SOLE	
PHILLIPINE LONG DISTANCE TEL S	COM	718252604	6381	106600	SH		SOLE	
PHOENIX COS INC NEW COM	COM	71902E109	50	24000	SH		SOLE	
PHOENIX TECHNOLOGIES LTD COM	COM	719153108	234	60000	SH		SOLE	
PIEDMONT NAT GAS INC COM	COM	720186105	3741	129000	SH		SOLE	
PIER 1 IMPORTS INC SHS BEN INT	COM	720279108	442	54000	SH		SOLE	
PINNACLE ENTMT INC COM	COM	723456109	6683	599400	SH		SOLE	
PINNACLE WEST CAP CORP COM	COM	723484101	18737	454000	SH		SOLE	
PLANTRONICS	COM	727493108	405	12000	SH		SOLE	
PNC FINANCIAL CORP	COM	693475105	15521	299000	SH		SOLE	
PNM RES INC	COM	69349H107	27564	2420000	SH		SOLE	

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POLO RALPH LAUREN CORP	COM	731572103	1168	13000	SH	SOLE
POLYPORE INTL INC COM	COM	73179V103	498	16500	SH	SOLE
POPULAR INC COM	COM	733174106	1827	630137	SH	SOLE
PORTUGAL TELECOM ADR (B:PT US)	COM	737273102	5345	404000	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	7778	54000	SH	SOLE
PPL CORP COM	COM	69351T106	1367	50200	SH	SOLE
PRECISION CASTPARTS CORP	COM	740189105	74793	587300	SH	SOLE
PRG-SCHULTZ INTERNATIONAL INCO	COM	69357C503	73	12800	SH	SOLE
PRIMEDIA INC COM NEW	COM	74157K846	661	174000	SH	SOLE
PRIVATEBANCORP INC COM	COM	742962103	171	15000	SH	SOLE
PROCTER & GAMBLE COMPANY	COM	742718109	57661	961500	SH	SOLE
PROGRESS ENERGY INC COM	COM	743263105	32515	732000	SH	SOLE
PROLOGIS SH BEN INT	COM	743410102	424	36000	SH	SOLE
PROSHARES TR ULTRASHT DOW30	MUTUAL FUNDS	74347R867	4900	200000	SH	SOLE
PROSHARES TR ULTRSHRT 20YRS	COM	74347R297	313	10000	SH	SOLE
PORTVUE-SEC13F.LNP						
						GABELLI FUNDS, LLC
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PROSHARES TR ULTRSHRT 7-10Y	COM	74347R313	354	9000	SH		SOLE	
PROSHARES TRUST ULTRA FNCLS NE	ETF/ISHARE - EQU	74347X633	1359	25000	SH		SOLE	
PROVIDENCE SERV 6.500% 05/15/1	CONVERTIBLE BOND	743815AB8	284	300000	PRN		SOLE	
PROVIDENCE & WORCESTER RR COCO	COM	743737108	1902	154000	SH		SOLE	
PSS WORLD MED INC COM	COM	69366A100	941	44000	SH		SOLE	
PSYCHIATRIC SOLUTIONS INC COM	COM	74439H108	4529	135000	SH		SOLE	
PT INDOSAT TBK SPONSORED ADR	COM	744383100	359	11800	SH		SOLE	
PT TELEKOMUNIKASI INDONESIA (B	COM	715684106	923	22360	SH		SOLE	
PUBLIC SVC ENTERPRISES COM	COM	744573106	14959	452200	SH		SOLE	
QUAKER CHEM CORP COM	COM	747316107	765	23500	SH		SOLE	
QUALCOMM INC COM	COM	747525103	7718	171000	SH		SOLE	
QUIDEL CORP COM	COM	74838J101	4396	400000	SH		SOLE	
QWEST COMMUNICATIONS INTL.	COM	749121109	5850	933000	SH		SOLE	
RALCORP HOLDINGS INC	COM	751028101	15322	262000	SH		SOLE	
RANDGOLD RES LTD ADR	COM	752344309	119439	1177200	SH		SOLE	
RAYONIER INC COM	COM	754907103	1553	30984	SH		SOLE	
RAYTHEON COMPANY	COM	755111507	457	10000	SH		SOLE	
REGAL ENTERTAINMENT GROUP	COM	758766109	472	36000	SH		SOLE	
RENESOLA LTD SPONS ADS	COM	75971T103	875	70000	SH		SOLE	
REPSOL YPF S A ADR SPONSORED	COM	76026T205	7796	303000	SH		SOLE	
REPUBLIC SVCS INC CL A	COM	760759100	44942	1474000	SH		SOLE	
RESEARCH IN MOTION LTD COM	COM	760975102	243	5000	SH		SOLE	
RES-CARE INC COM	COM	760943100	11954	900865	SH		SOLE	
RGC RES INC COM	COM	74955L103	287	9500	SH		SOLE	
RIO TINTO LTD ADR SPONSORED (B	COM	767204100	20473	348600	SH		SOLE	
ROBBINS & MYERS INC	COM	770196103	3555	132730	SH		SOLE	
ROCHESTER MED CORP COM	COM	771497104	2408	220742	SH		SOLE	
ROCKWELL AUTOMATION INC (B:ROK	COM	773903109	48952	793000	SH		SOLE	
ROCKWELL COLLINS INC COM	COM	774341101	3379	58000	SH		SOLE	
ROCKWOOD HLDGS INC COM	COM	774415103	3147	100000	SH		SOLE	
ROGERS COMMUNICATIONS CL B	COM	775109200	99845	2667500	SH		SOLE	
ROLLINS INC	COM	775711104	55469	2372500	SH		SOLE	
ROPER 1.481% 01/15/34	CONVERTIBLE BOND	776696AA4	1117	1400000	PRN		SOLE	
ROPER INDS INC NEW	COM	776696106	2086	32000	SH		SOLE	
ROVI CORP COM	COM	779376102	1210	24000	SH		SOLE	
ROWAN COS INC	COM	779382100	30724	1012000	SH		SOLE	
ROYAL BK CDA MONTREAL QUE COM	COM	780087102	2867	55000	SH		SOLE	
ROYAL DUTCH SHELL PLC ADR-A(RD	COM	780259206	23396	388000	SH		SOLE	
ROYAL GOLD INC COM	COM	780287108	22237	446174	SH		SOLE	

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ROYCE VALUE TR INC	COM	780910105	1353	111420	SH	SOLE
RPC INC. COMMON	COM	749660106	33560	1586000	SH	SOLE
RTI BIOLOGICS INC COM	COM	74975N105	763	290000	SH	SOLE
RUSH ENTERPRISES INC CL B	COM	781846308	3988	290000	SH	SOLE
S1 CORP	COM	78463B101	52	10000	SH	SOLE
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SAFeway INC COM NEW	COM	786514208	16611	785000	SH		SOLE	
SALEM COMMUNICATIONS CORP DECL	COM	794093104	1894	635700	SH		SOLE	
SALLY BEAUTY HLDGS INC COM	COM	79546E104	10518	939100	SH		SOLE	
SANDERS MORRIS HARRIS GROUP CO	COM	80000Q104	66	11600	SH		SOLE	
SANDISK CORP 1.000% 05/15/13	CONVERTIBLE BOND	80004CAC5	15242	16500000	PRN		SOLE	
SANDISK CORP COM	COM	80004C101	2895	79000	SH		SOLE	
SANDRIDGE ENERGY INC COM	COM	80007P307	136	23885	SH		SOLE	
SARA LEE CORP COM	COM	803111103	38994	2903500	SH		SOLE	
SASOL LTD ADR SPONSORED	COM	803866300	6772	151200	SH		SOLE	
SAUER INC	COM	804137107	852	40000	SH		SOLE	
SCANA CORP NEW COM	COM	80589M102	15503	384500	SH		SOLE	
SCHEIN HENRY INC COM	COM	806407102	8869	151400	SH		SOLE	
SCHIFF NUTRITION INTL INC COM	COM	806693107	6979	851100	SH		SOLE	
SCHLUMBERGER	COM	806857108	10282	166896	SH		SOLE	
SCHULMAN A INC COM	COM	808194104	1294	64200	SH		SOLE	
SCHWAB CHARLES CORP NEW	COM	808513105	6047	435000	SH		SOLE	
SCHWEITZER-MAUDUIT INTL INC CO	COM	808541106	1458	25000	SH		SOLE	
SCRIPPS E W CO OHIO CL A	COM	811054402	4633	588000	SH		SOLE	
SCRIPPS NETWORKS INTERAC	COM	811065101	26264	552000	SH		SOLE	
SEALED AIR CORP NEW	COM	81211K100	495	22000	SH		SOLE	
SEARCHMEDIA HLDGS LTD WTS	WARRANT AND RIGH	G8005Y114	84	219500	SH		SOLE	
SEARCHMEDIA HOLDINGS LTD	COM	G8005Y106	863	331900	SH		SOLE	
SEMPRA ENERGY COM	COM	816851109	9684	180000	SH		SOLE	
SENSIENT TECHNOLOGIES CORP	COM	81725T100	27258	894000	SH		SOLE	
SHAW COMMUNICATIONS CL B NON V	COM	82028K200	13162	598000	SH		SOLE	
SHENANDOAH TELECOMMUNICATIONCD	COM	82312B106	1744	96000	SH		SOLE	
SINCLAIR BROAD 6.000% 09/15/12	CONVERTIBLE BOND	829226AV1	16098	16200000	PRN		SOLE	
SINCLAIR BROADCAST GROUP INCCL	COM	829226109	2176	310000	SH		SOLE	
SIRIUS XM RADIO INC COM	COM	82967N108	540	450000	SH		SOLE	
SJW CORP COM	COM	784305104	15113	613600	SH		SOLE	
SK TELECOM LTD SPONSORED ADR (	COM	78440P108	3138	179600	SH		SOLE	
SKYLINE CORP	COM	830830105	6607	326100	SH		SOLE	
SL INDS INC COM	COM	784413106	2694	192000	SH		SOLE	
SLM CORP COM	COM	78442P106	10568	915000	SH		SOLE	
SMART BALANCE INC COM	COM	83169Y108	1048	270000	SH		SOLE	
SMITH A O CORP COM	COM	831865209	1563	27000	SH		SOLE	
SMUCKER J M CO COM NEW	COM	832696405	6725	111100	SH		SOLE	
SONESTA INTL HOTELS CORP CL A	COM	835438409	2551	175200	SH		SOLE	
SONOCO PRODS CO COM	COM	835495102	2675	80000	SH		SOLE	
SONY CORP-ADR (B:SNE US)	COM	835699307	1546	50000	SH		SOLE	
SORL AUTO PTS INC COM	COM	78461U101	1386	160000	SH		SOLE	
SOUTH JERSEY INDS INC COM	COM	838518108	5194	105000	SH		SOLE	
SOUTHERN CO	COM	842587107	16944	455000	SH		SOLE	
SOUTHERN UN CO NEW COM	COM	844030106	34261	1424000	SH		SOLE	
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SOUTHWEST GAS CORP	COM	844895102	47577	1416400	SH		SOLE	
SOUTHWESTERN ENERGY CO COM	COM	845467109	9865	295000	SH		SOLE	
SPARTAN MTRS INC COM	COM	846819100	373	80375	SH		SOLE	
SPECTRA ENERGY CORP COM	COM	847560109	41199	1827000	SH		SOLE	
SPRINT NEXTEL CORP	COM	852061100	54435	11757000	SH		SOLE	
SPTN 3 3/8 5/27	CONVERTIBLE BOND	846822AE4	561	630000	PRN		SOLE	
ST JUDE MEDICAL CENTER INC	COM	790849103	8643	219700	SH		SOLE	
ST. JOE COMPANY	COM	790148100	16041	645000	SH		SOLE	
STAMPS.COM INC (NEW)	COM	852857200	2067	158990	SH		SOLE	
STANDARD MTR PRODS INC CLASS A	COM	853666105	9245	878000	SH		SOLE	
STANDEX INTL CORP	COM	854231107	1693	70000	SH		SOLE	
STARRETT L S CO CL A	COM	855668109	2226	213000	SH		SOLE	
STARWOOD HOTELS & RESORTS WRLD	COM	85590A401	11487	218600	SH		SOLE	
STATE STREET CORP	COM	857477103	11599	308000	SH		SOLE	
STATOIL ASA SPONSORED ADR	COM	85771P102	19793	943400	SH		SOLE	
STERLING BANCORP COM	COM	859158107	3459	398000	SH		SOLE	
STEWART ENTERPRISES INC CL A	COM	860370105	1240	230000	SH		SOLE	
STILLWATER MINING	COM	86074Q102	877	52100	SH		SOLE	
STONERIDGE INC	COM	86183P102	1892	180000	SH		SOLE	
STRATTEC SECURITY CORP.	COM	863111100	4867	195000	SH		SOLE	
STRYKER CORP	COM	863667101	3218	64300	SH		SOLE	
STUDENT LN CORP COM	COM	863902102	1886	63500	SH		SOLE	
SUNCOR ENERGY INC	COM	867224107	18863	579500	SH		SOLE	
SUNOCO INC COM	COM	86764P109	5475	150000	SH		SOLE	
SUNPOWER CORP COM CL B	COM	867652307	180	13000	SH		SOLE	
SUNTRUST BANKS INC	COM	867914103	1343	52000	SH		SOLE	
SUPERIOR INDS INTL INC	COM	868168105	7603	440000	SH		SOLE	
SUPERVALU INC COMMON	COM	868536103	3171	275000	SH		SOLE	
SWS GROUP INC	COM	78503N107	3406	475000	SH		SOLE	
SYCAMORE NETWORKS INC COM NEW	COM	871206405	2852	88000	SH		SOLE	
SYNERON MEDICAL LTD ORD SHS	COM	M87245102	139	14000	SH		SOLE	
SYNGENTA AG ADR SPONSORED	COM	87160A100	747	15000	SH		SOLE	
T ROWE PRICE GROUP INC	COM	74144T108	19025	380000	SH		SOLE	
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	12569	1239500	SH		SOLE	
TALBOTS INC WARRANTS	WARRANT AND RIGH	874161110	1176	420000	SH		SOLE	
TALECRIS BIOTHERAPEUTICS	COM	874227101	1098	48000	SH		SOLE	
TD AMERITRADE HLDG CORP COM	COM	87236Y108	2584	160000	SH		SOLE	
TECH OPS SEVCON INC	COM	878293109	1246	240000	SH		SOLE	
TECHNITROL INC COM	COM	878555101	263	59740	SH		SOLE	
TECO ENERGY INC COM	COM	872375100	5889	340000	SH		SOLE	
TELE NORTE LESTE PARTICIPACO A	COM	879246106	4176	296596	SH		SOLE	
TELECOM ARGENTINA SA ADR	COM	879273209	4300	203000	SH		SOLE	
TELECOM ITALIA SPA ADR	COM	87927Y102	5363	385000	SH		SOLE	
TELECOM NEW ZEALAND ADR(R:STVM	COM	879278208	199	26400	SH		SOLE	

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TELEFLEX INC	COM	879369106	284	5000	SH		SOLE	
TELEFONICA DE ESPANA SA ADR (B	COM	879382208	38743	522495	SH		SOLE	
TELEFONOS DE MEXICO ADR REP (B	COM	879403780	5464	366000	SH		SOLE	
TELEPHONE & DATA SYS INC SPL C	COM	879433860	34085	1202300	SH		SOLE	
TELEPHONE & DATA SYSTEM INC.	COM	879433100	55983	1706800	SH		SOLE	
TELUS CORP NON VTG SHS	COM	87971M202	5976	141100	SH		SOLE	
TENARIS S A SPONSORED ADR	COM	88031M109	18841	490400	SH		SOLE	

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TENET HEALTHCARE CORP COM	COM	88033G100	4814	1020000	SH	SOLE
TENNANT CO	COM	880345103	9054	293000	SH	SOLE
TENNECO AUTOMOTIVE INC COM	COM	880349105	18587	641600	SH	SOLE
TEREX CORP NEW COM	COM	880779103	2753	120100	SH	SOLE
TESORO PETE CORP COM	COM	881609101	6065	454000	SH	SOLE
TEVA PHARMACEUTICAL INDS LTDAD	COM	881624209	791	15000	SH	SOLE
TEXAS INDS INC COM	COM	882491103	2005	63600	SH	SOLE
TEXAS INSTRUMENTS INC	COM	882508104	32079	1182000	SH	SOLE
TEXTRON INC	COM	883203101	19900	967880	SH	SOLE
THE SCOTTS MIRACLE GRO CO	COM	810186106	1035	20000	SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	2011	42000	SH	SOLE
THOMAS & BETTS CORP	COM	884315102	53326	1300000	SH	SOLE
THOR INDS INC COM	COM	885160101	902	27000	SH	SOLE
TIER TECHNOLOGIES INC CL B	COM	88650Q100	89	16000	SH	SOLE
TIFFANY & CO NEW COM	COM	886547108	1382	29400	SH	SOLE
TIM PARTICIPACOE SA-ADR	COM	88706P106	2278	69066	SH	SOLE
TIME WARNER CABLE INC COM	COM	88732J207	15225	282000	SH	SOLE
TIME WARNER INC COM	COM	887317303	48427	1580000	SH	SOLE
TIVO INC	COM	888706108	7214	796200	SH	SOLE
TOOTSIE ROLL INDS INC	COM	890516107	16454	661324	SH	SOLE
TOTAL SA ADR (B:TOT US)	COM	89151E109	14320	277518	SH	SOLE
TRACTOR SUPPLY CO COM	COM	892356106	12929	326000	SH	SOLE
TRANS LUX CORP	COM	893247106	150	299000	SH	SOLE
TRANSACT TECHNOLOGIES INC COM	COM	892918103	359	44850	SH	SOLE
TRANSOCEAN INC 1.625% 12/15/20	CONVERTIBLE BOND	893830AU3	3285	3300000	PRN	SOLE
TRANSOCEAN LTD ZUG NAMEN AKT	COM	H8817H100	16600	258200	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E109	18548	356000	SH	SOLE
TREDEGAR INDS INC	COM	894650100	3701	195000	SH	SOLE
TREE COM INC COM	COM	894675107	555	84886	SH	SOLE
TRIDENT MICROSYSTEMS INC COM	COM	895919108	599	350000	SH	SOLE
TRIMBLE NAV LTD COM	COM	896239100	2383	68000	SH	SOLE
TRIMERIS INC COM	COM	896263100	50	20000	SH	SOLE
TRINA SOLAR LIMITED SPON ADR	COM	89628E104	453	15000	SH	SOLE
TRINITY INDS INC	COM	896522109	4053	182000	SH	SOLE
TUPPERWARE CORP COM	COM	899896104	229	5000	SH	SOLE
TURKCELL ILETISIM HIZMETLERISP	COM	900111204	6721	401000	SH	SOLE
TW TELECOM INC	COM	87311L104	6221	335000	SH	SOLE

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TWIN DISC INC COM	COM	901476101	725	52000	SH		SOLE	
TYCO ELECTRONICS LTD	COM	H8912P106	16692	571250	SH		SOLE	
TYCO INTERNATIONAL LTD SHS	COM	H89128104	41683	1134860	SH		SOLE	
TYLER TECHNOLOGIES INC COM	COM	902252105	6048	300000	SH		SOLE	
TYSON FOODS INC	COM	902494103	6328	395000	SH		SOLE	
UIL HLDG CORP COM	COM	902748102	1924	68331	SH		SOLE	
ULTRA PETROLEUM CORP COM	COM	903914109	11280	268700	SH		SOLE	
UNICA CORP COM	COM	904583101	23326	1111835	SH		SOLE	
UNILEVER N V NEW YORK SHS N	COM	904784709	2331	78000	SH		SOLE	
UNION DRILLING INC COM	COM	90653P105	112	25000	SH		SOLE	
UNISOURCE ENERGY CORP COM	COM	909205106	17785	532000	SH		SOLE	
UNITED GUARDIAN INC COM	COM	910571108	685	48000	SH		SOLE	
UNITED NAT FOODS INC COM	COM	911163103	4306	130000	SH		SOLE	
UNITED RENTALS INC COM	COM	911363109	890	60000	SH		SOLE	
UNITED STATES CELLULAR CORP	COM	911684108	41690	906900	SH		SOLE	
UNITED STATES OIL FUND LP UNIT	MUTUAL FUNDS	91232N108	2543	73000	SH		SOLE	
UNITED TECHNOLOGIES CORP	COM	913017109	11610	163000	SH		SOLE	

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UNITEDHEALTH GROUP INC COM	COM	91324P102	14553	414500	SH	SOLE
UNITIL CORP	COM	913259107	1822	83000	SH	SOLE
UNITRIN INC	COM	913275103	1439	59000	SH	SOLE
UNIVERSAL DISPLAY CORP COM	COM	91347P105	776	33000	SH	SOLE
UNIVERSAL TECHNICAL INST INCCO	COM	913915104	4307	220300	SH	SOLE
UTILITIES HOLDERS TR DEP RCPT	COM	918019100	2359	24000	SH	SOLE
VALE S A ADR	COM	91912E105	6577	210315	SH	SOLE
VALERO ENERGY CORP COM	COM	91913Y100	5272	301100	SH	SOLE
VALMONT INDS INC	COM	920253101	2744	37900	SH	SOLE
VALUE LINE INC	COM	920437100	277	20000	SH	SOLE
VALUECLICK INC COM	COM	92046N102	1635	125000	SH	SOLE
VARIAN MED SYS INC COM	COM	92220P105	2541	42000	SH	SOLE
VASCULAR SOLUTIONS INC COM	COM	92231M109	1435	125000	SH	SOLE
VECTREN INC.	COM	92240G101	15108	584000	SH	SOLE
VERIZON COMMUNICATIONS	COM	92343V104	85607	2626784	SH	SOLE
VIACOM INC NEW CL A	COM	92553P102	84522	2108300	SH	SOLE
VIACOM INC NEW CL B	COM	92553P201	1773	49000	SH	SOLE
VIASAT INC COM	COM	92552V100	452	11000	SH	SOLE
VICOR CORP COM	COM	925815102	1388	95000	SH	SOLE
VILLAGE SUPER MKT INC CL A NEW	COM	927107409	1816	65000	SH	SOLE
VIMPELCOM LTD-SPON ADR-W/I	COM	92719A106	28868	1944000	SH	SOLE
VISA INC-CLASS A SHRS	COM	92826C839	6126	82500	SH	SOLE
VIVO PARTICIPACOES S A SPON AD	COM	92855S200	7179	264230	SH	SOLE
VODAFONE GROUP PLC-ADR	COM	92857W209	27003	1088375	SH	SOLE
W D 40 COMPANY	COM	929236107	837	22000	SH	SOLE
WADDELL & REED FINL INC CL A	COM	930059100	35459	1296000	SH	SOLE
WAL MART STORES INC	COM	931142103	22050	412000	SH	SOLE
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WALGREEN COMPANY	COM	931422109	24053	718000	SH		SOLE	
WASHINGTON POST CO CL B	COM	939640108	320	800	SH		SOLE	
WASTE MGMT INC DEL COM	COM	94106L109	46605	1304000	SH		SOLE	
WATSCO INC CL B	COM	942622101	431	7875	SH		SOLE	
WATSON PHARMACEUTICALS INC COM	COM	942683103	7447	176000	SH		SOLE	
WATTS WATER TECHNOLOGIES	COM	942749102	27478	807000	SH		SOLE	
WAUSAU PAPER CORP	COM	943315101	580	70000	SH		SOLE	
WEATHERFORD INTERNATIONAL LTD	COM	H27013103	37398	2187000	SH		SOLE	
WEBSTER FINL CORP WATERBURY CO	COM	947890109	176	10000	SH		SOLE	
WEIGHT WATCHERS INTL INC NEWCO	COM	948626106	624	20000	SH		SOLE	
WEIS MKTS INC	COM	948849104	2426	62000	SH		SOLE	
WELLS FARGO & CO NEW	COM	949746101	52114	2075000	SH		SOLE	
WENDYS/ARBYS GROUP INC	COM	950587105	761	168000	SH		SOLE	
WESCO FINL CORP COM	COM	950817106	345	962	SH		SOLE	
WESTAR ENERGY INC	COM	95709T100	51246	2115000	SH		SOLE	
WEYERHAEUSER CO	COM	962166104	6304	400000	SH		SOLE	
WHOLE FOODS MKT INC COM	COM	966837106	10947	295000	SH		SOLE	
WHX CORP	COM	929248607	3698	442400	SH		SOLE	
WILEY JOHN & SONS INC CL B	COM	968223305	528	12800	SH		SOLE	
WILLAMETTE VY VINEYARD INC COM	COM	969136100	35	10000	SH		SOLE	
WILLIAMS COS INC	COM	969457100	4984	260800	SH		SOLE	
WILLIS GROUP HOLDINGS PUBLIC L	COM	G96666105	655	21260	SH		SOLE	
WILMINGTON TR CORP COM	COM	971807102	3799	423000	SH		SOLE	
WIMM BILL DANN FOODS OJSC SPON	COM	97263M109	1629	72000	SH		SOLE	
WINDSTREAM CORP COM	COM	97381W104	786	64000	SH		SOLE	
WINN DIXIE STORES INC COM NEW	COM	974280307	2567	360000	SH		SOLE	
WINNEBAGO INDS INC COM	COM	974637100	240	23000	SH		SOLE	

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WISCONSIN ENERGY CORP COM	COM	976657106	23929	414000	SH	SOLE
WOLVERINE WORLD WIDE INC COM	COM	978097103	3104	107000	SH	SOLE
WONDER AUTO TECHNOLOGY INC COM	COM	978166106	391	46000	SH	SOLE
WOODWARD GOVERNOR CO COM	COM	980745103	2269	70000	SH	SOLE
WORLD WRESTLING ENTERTAINMENT	COM	98156Q108	1377	99000	SH	SOLE
WRIGHT MED GROUP INC COM	COM	98235T107	1441	100000	SH	SOLE
WRIGHT MEDICAL 2.625% 12/01/14	CONVERTIBLE BOND	98235TAA5	356	400000	PRN	SOLE
WUXI PHARMATECH CAYMAN INC SPO	COM	929352102	12304	717000	SH	SOLE
WYNDHAM WORLDWIDE CORP COM	COM	98310W108	494	18000	SH	SOLE
WYNN RESORTS LTD COM	COM	983134107	7983	92000	SH	SOLE
XCEL ENERGY INC COM	COM	98389B100	13139	572000	SH	SOLE
XEROX CORP	COM	984121103	1087	105000	SH	SOLE
YAHOO INC.	COM	984332106	17124	1208500	SH	SOLE
YAMANA GOLD INC COM	COM	98462Y100	15815	1387300	SH	SOLE
YORK WTR CO COM	COM	987184108	2421	151000	SH	SOLE
YOUNG INNOVATIONS INC COM	COM	987520103	415	14500	SH	SOLE
ZEBRA TECHNOLOGIES CORP CL A	COM	989207105	6122	182000	SH	SOLE
PORTVUE-SEC13F.LNP						GABELLI FUNDS, LLC
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FORM 13F INFORMATION TABLE
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ZEP INC	COM	98944B108	12888	739000	SH		SOLE	
ZHONGPIN INC COM	COM	98952K107	326	20000	SH		SOLE	
ZIMMER HLDGS INC COM	COM	98956P102	7536	144000	SH		SOLE	
ZORAN CORP COM	COM	98975F101	2445	320000	SH		SOLE	
ZYGO CORP COM	COM	989855101	2202	224700	SH		SOLE	
ZYMOGENETICS INC COM	COM	98985T109	15470	1586651	SH		SOLE	

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GABELLI SECURITIES, INC.

FORM 13F INFORMATION TABLE
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
A D C TELECOMMUNICATIONS NEW	COM	000886309	14007	1105558	SH		SOLE	
ABRAXIS BIOSCIENCE INC NEW COM	COM	00383Y102	1276	16495	SH		SOLE	
ACCELRY'S INC COM	COM	00430U103	126	18120	SH		SOLE	
ACTIVE PWR INC COM	COM	00504W100	67	50000	SH		SOLE	
ADCT 3 1/2 07/17(ADCT17)	CONVERTIBLE BOND	000886AF8	992	1000000	PRN		SOLE	
AES CORP COM	COM	00130H105	278	24500	SH		SOLE	
AGNICO-EAGLE MINES (USD)	COM	008474108	249	3500	SH		SOLE	
AIRGAS INC COM	COM	009363102	1590	23400	SH		SOLE	
AIRTRAN HLDGS INC COM	COM	00949P108	681	92700	SH		SOLE	
ALBERTO CULVER CO NEW COM	COM	013078100	753	20000	SH		SOLE	
ALCON INC COM SHS	COM	H01301102	3920	23500	SH		SOLE	
ALLEGHENY ENERGY INC COM	COM	017361106	1814	74000	SH		SOLE	
ALLIED DEFENSE GROUP INC COM	COM	019118108	666	276548	SH		SOLE	
ALLIS CHALMERS ENERGY INC COM	COM	019645506	1651	395881	SH		SOLE	
AMERICAN OIL & GAS INC NEW COM	COM	028723104	2592	320000	SH		SOLE	
AMERICAN PHYSICIANS CAP INC CO	COM	028884104	3672	88574	SH		SOLE	
AMERICAN PHYSICIANS SVC GROUCO	COM	028882108	271	8372	SH		SOLE	
AMERICREDIT CORP COM	COM	03060R101	17231	704469	SH		SOLE	
AMKOR TECHNOLOGY INC COM	COM	031652100	66	10000	SH		SOLE	
AMSC US 10/10 C 31	OPTION - CALL		9	100	SH	CALL	SOLE	
AMSC US 10/10 C 32	OPTION - CALL		5	100	SH	CALL	SOLE	
AMTECH SYS INC COM PAR \$0.01N	COM	032332504	287	16000	SH		SOLE	
ARCSIGHT INC COM	COM	039666102	8932	205100	SH		SOLE	
ASCENT SOLAR TECHNOLOGIES INCO	COM	043635101	38	12000	SH		SOLE	
ATC TECHNOLOGY CORP	COM	00211W104	2746	111000	SH		SOLE	
BANK OF AMERICA	COM	060505104	1425	108729	SH		SOLE	
BANK OF NEW YORK MELLON CORP	COM	064058100	314	12000	SH		SOLE	
BAXTER INTL INC COM	COM	071813109	358	7500	SH		SOLE	
BEAZER HOMES USA INC COM	COM	07556Q105	133	32200	SH		SOLE	
BECKMAN COULTER INC COM	COM	075811109	395	8100	SH		SOLE	
BELO CORP	COM	080555105	238	38400	SH		SOLE	
BIOLASE TECHNOLOGY INC COM	COM	090911108	12	10000	SH		SOLE	
BLUELINK HLDGS INC COM	COM	09624H109	145	36318	SH		SOLE	
BOSTON SCIENTIFIC CORP COM	COM	101137107	233	38000	SH		SOLE	
BOWNE & CO INC COM	COM	103043105	4662	411500	SH		SOLE	
BURGER KING HOLDING INC	COM	121208201	7146	299259	SH		SOLE	
CABLEVISION SYS NY GROUP A	COM	12686C109	249	9500	SH		SOLE	
CANADIAN SOLAR INC COM	COM	136635109	293	18000	SH		SOLE	
CARDIAC SCIENCE CORP COM	COM	14141A108	46	25700	SH		SOLE	
CARNIVAL CORP CL A	COM	143658300	955	25000	SH		SOLE	
CASEYS GEN STORES INC COM	COM	147528103	1008	24137	SH		SOLE	
CBS CORP CLASS A	COM	124857103	187	11750	SH		SOLE	
CELLU TISSUE HLDGS INC COM	COM	151169109	1830	153356	SH		SOLE	

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GABELLI SECURITIES, INC.

FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CENTRAL EUROPEAN 3.000% 03/15/	CONVERTIBLE BOND	153435AA0	906	1000000	PRN		SOLE	
CEPHALON INC COM	COM	156708109	306	4900	SH		SOLE	
CHEMED CORP 1.875% 05/15/14	CONVERTIBLE BOND	16359RAC7	557	575000	PRN		SOLE	
CHINA ARMCO METALS INC COM	COM	16936C108	52	15000	SH		SOLE	
CHINA HYDROELECTRIC CP-ADS WAR	WARRANT AND RIGH	G2112E145	12	25000	SH		SOLE	
CHIPOTLE MEXICAN GRILL INC CL	COM	169656105	1342	7800	SH		SOLE	
CHIQUITA BRANDS INTL INC COM	COM	170032809	370	27967	SH		SOLE	
CIENA CORP 0.25% 5/1/2013	CONVERTIBLE BOND	171779AB7	888	1000000	PRN		SOLE	
CLEAR CHANNEL OUTDOOR HLDGS CL	COM	18451C109	160	14000	SH		SOLE	
CMS ENERGY 2.875% 12/01/24	CONVERTIBLE BOND	125896AW0	2855	2050000	PRN		SOLE	
COGENT INC COM	COM	19239Y108	1154	108500	SH		SOLE	
COMCAST CORP CL A SPL	COM	20030N200	902	53000	SH		SOLE	
COMVERGE INC COM	COM	205859101	393	50000	SH		SOLE	
CORCEPT THERAPEUTICS INC OC-CO	COM	218352102	125	32200	SH		SOLE	
CPI INTERNATIONAL INC COM	COM	12618M100	424	30235	SH		SOLE	
CREE-US 10/10 C 60	OPTION - CALL		7	100	SH	CALL	SOLE	
CRUCCELL N V SPONSORED ADR	COM	228769105	1013	30444	SH		SOLE	
CUTERA INC COM	COM	232109108	99	12200	SH		SOLE	
CYPRESS BIOSCIENCES INC COM PA	COM	232674507	1199	311329	SH		SOLE	
DELTA PETE CORP COM NEW	COM	247907207	180	228800	SH		SOLE	
DIAMOND MGMT & TECHNOLOGY COCO	COM	25269L106	2410	192816	SH		SOLE	
DIGIRAD CORP COM	COM	253827109	23	11200	SH		SOLE	
DIRECTV-CLASS A	COM	25490A101	250	6000	SH		SOLE	
DISCOVERY COMMS NEW SER C	COM	25470F302	2731	71500	SH		SOLE	
DIVX INC COM	COM	255413106	1388	145667	SH		SOLE	
DOLLAR THRIFTY AUTOMOTIVE GRCO	COM	256743105	1865	37200	SH		SOLE	
DOVER MOTORSPORTS INC.(B:DVD)	COM	260174107	46	25200	SH		SOLE	
DYNEGY INC	COM	26817G300	1205	247500	SH		SOLE	
EMMIS COMMUNICATIONS CORP	COM	291525103	18	22571	SH		SOLE	
EXPRESSJET HOLDINGS INC COM NE	COM	30218U306	1416	212256	SH		SOLE	
FIDELITY NATL INFORMATION SVCO	COM	31620M106	1156	42614	SH		SOLE	
FORD CAP TRUST 6.5% 01/15/32	CONVERTIBLE PREF	345395206	240	5000	SH		SOLE	
GENERAL ELEC CO	COM	369604103	163	10000	SH		SOLE	
GENERAL GROWTH PPTYS INC COM	COM	370021107	314	20100	SH		SOLE	
GENOPTIX INC	COM	37243V100	227	16000	SH		SOLE	
GENZYME CORP	COM	372917104	1203	17000	SH		SOLE	
GILEAD SCIENCES INC COM	COM	375558103	520	14600	SH		SOLE	
GLG PARTNERS INC COM	COM	37929X107	2218	492996	SH		SOLE	
GLOBE SPECIALTY METALS INC COM	COM	37954N206	225	16000	SH		SOLE	
GOLD FIELDS LTD NEW SPON ADR (	COM	38059T106	177	11600	SH		SOLE	
GREIF INC CL B	COM	397624206	3866	67360	SH		SOLE	
GTSI CORP COM	COM	36238K103	149	21200	SH		SOLE	
HARDINGE INC COM	COM	412324303	135	17644	SH		SOLE	
HEADWATERS INC COM	COM	42210P102	315	87500	SH		SOLE	

GABELLI SECURITIES, INC.

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
HEALTH GRADES INC COM	COM	42218Q102	3867	472189	SH		SOLE	
HEWITT ASSOCS INC COM	COM	42822Q100	9153	181500	SH		SOLE	
ICX TECHNOLOGIES INC COM	COM	44934T105	829	109834	SH		SOLE	
INTERNET BRANDS INC COM CLASS	COM	460608102	2193	165149	SH		SOLE	
JA SOLAR HOLDINGS CO LTD SPON	COM	466090107	187	20000	SH		SOLE	

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KEITHLEY INSTRS INC COM	COM	487584104	2374	110359	SH	SOLE
KINETIC CONCEPTS INC COM NEW	COM	49460W208	267	7300	SH	SOLE
KKR & CO. L.P	COM	48248M102	680	64129	SH	SOLE
LDK SOLAR CO LTD SPONSORED ADR	COM	50183L107	206	20000	SH	SOLE
LIBERTY ACQUISITION HLDGS	COM	53015Y107	3005	292027	SH	SOLE
LIBERTY ACQUISITION HLDGS COWT	WARRANT AND RIGH	53015Y115	82	50000	SH	SOLE
LUCENT TECH 2.750% 06/15/25	CONVERTIBLE BOND	549463AH0	913	1000000	PRN	SOLE
L-1 IDENTITY SOLUTIONS INC	COM	50212A106	3874	330300	SH	SOLE
MARINER ENERGY INC COM	COM	56845T305	12034	496673	SH	SOLE
MARKET VECTORS ETF TR GOLD MIN	MUTUAL FUNDS	57060U100	246	4400	SH	SOLE
MAS0 07/20/31	CONVERTIBLE BOND	574599BB1	1303	2500000	PRN	SOLE
MCAFFEE INC COM	COM	579064106	15378	325400	SH	SOLE
MEAD JOHNSON	COM	582839106	247	4340	SH	SOLE
MEDIACOM COMMUNICATIONS CORPCL	COM	58446K105	386	58259	SH	SOLE
MICRON TECH 1.875% 06/01/14	CONVERTIBLE BOND	595112AH6	893	1000000	PRN	SOLE
MICROTUNE INC.	COM	59514P109	956	329691	SH	SOLE
MIRANT CORP NEW COM	COM	60467R100	483	48500	SH	SOLE
NATIONAL FUEL GAS CO N J COM	COM	636180101	363	7000	SH	SOLE
NAVISITE INC COM NEW	COM	63935M208	51	15177	SH	SOLE
NBTY INC COM	COM	628782104	11040	200800	SH	SOLE
NETEZZA CORP COM	COM	64111N101	2700	100200	SH	SOLE
NEUROMETRIX INC COM	COM	641255104	7	11200	SH	SOLE
NEW ALLIANCE BANCSHARES INC CO	COM	650203102	1540	122000	SH	SOLE
NEW YORK TIMES CO CLASS A	COM	650111107	262	33900	SH	SOLE
NEWMONT MINING CORP HOLDING CO	COM	651639106	251	4000	SH	SOLE
NEWS CORP CL A	COM	65248E104	131	10000	SH	SOLE
NIGHTHAWK RADIOLOGY HLDGS INCO	COM	65411N105	1814	284351	SH	SOLE
NOVELL INC	COM	670006105	1570	263000	SH	SOLE
NRG ENERGY INC COM NEW	COM	629377508	306	14700	SH	SOLE
NU HORIZONS ELECTRS CORP COM	COM	669908105	764	109944	SH	SOLE
NUVASIVE INC COM	COM	670704105	299	8500	SH	SOLE
NYMAGIC INC COM	COM	629484106	2114	82343	SH	SOLE
O I CORP COM	COM	670841105	701	56529	SH	SOLE
OFFICE DEPOT INC	COM	676220106	276	59900	SH	SOLE
OMNI ENERGY SERVICES COM NEW	COM	68210T208	413	151278	SH	SOLE
OSTEOTECH INC COM	COM	688582105	2397	371127	SH	SOLE
OTIX GLOBAL INC	COM	68906N200	1370	132660	SH	SOLE
PACTIV CORP COM	COM	695257105	11111	336900	SH	SOLE
PENWEST PHARMACEUTICALS CO COM	COM	709754105	50	10088	SH	SOLE

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GABELLI SECURITIES, INC.

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	MA
PEP BOYS MANNY MOE & JACK	COM	713278109	236	22300	SH		SOLE	
PHOENIX TECHNOLOGIES LTD COM	COM	719153108	1249	320194	SH		SOLE	
POLYPORE INTL INC COM	COM	73179V103	377	12500	SH		SOLE	
POTASH CORP SASK INC	COM	73755L107	1181	8200	SH		SOLE	
PROSPECT MEDICAL HOLDINGS INCO	COM	743494106	89	10500	SH		SOLE	
PSYCHIATRIC SOLUTIONS INC COM	COM	74439H108	8579	255700	SH		SOLE	
PWER US 10/10 P 9	OPTION - PUT		8	200	SH	PUT	SOLE	
QQQQ US 10/10 P 48	OPTION - PUT		19	400	SH	PUT	SOLE	
QUAD / GRAPHICS INC COM CL A	COM	747301109	213	4566	SH		SOLE	
QUICKSILVER RESOURCES INC COM	COM	74837R104	195	15500	SH		SOLE	
QUIKSILVER INC COM	COM	74838C106	235	60200	SH		SOLE	
QWEST COMMUNICATIONS INTL.	COM	749121109	3402	542658	SH		SOLE	
RAE SYS INC COM	COM	75061P102	262	166622	SH		SOLE	
RANDGOLD RES LTD ADR	COM	752344309	304	3000	SH		SOLE	
READY MIX INC	COM	755747102	0	18185	SH		SOLE	

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RENESOLA LTD SPONS ADS	COM	75971T103	313	25000	SH	SOLE
RES-CARE INC COM	COM	760943100	3929	296068	SH	SOLE
RRI ENERGY INC COM	COM	74971X107	91	25500	SH	SOLE
SALARY COM INC COM	COM	794006106	645	158599	SH	SOLE
SANDISK CORP 1.000% 05/15/13	CONVERTIBLE BOND	80004CAC5	1455	1575000	PRN	SOLE
SANDRIDGE ENERGY INC COM	COM	80007P307	602	105930	SH	SOLE
SARA LEE CORP COM	COM	803111103	134	10000	SH	SOLE
SEARCHMEDIA HOLDINGS LTD	COM	G8005Y106	343	131980	SH	SOLE
SOLTA MEDICAL INC	COM	83438K103	43	21500	SH	SOLE
SOUTH FINL GROUP INC COM	COM	837841105	359	1264381	SH	SOLE
SPRINT NEXTEL CORP	COM	852061100	384	83000	SH	SOLE
STUDENT LN CORP COM	COM	863902102	2298	77385	SH	SOLE
SUNPOWER CORP COM CL B	COM	867652307	152	11000	SH	SOLE
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	101	10000	SH	SOLE
TALECRIS BIOTHERAPEUTICS	COM	874227101	1119	48920	SH	SOLE
TELEPHONE & DATA SYS INC SPL C	COM	879433860	1752	61800	SH	SOLE
TELEPHONE & DATA SYSTEM INC.	COM	879433100	394	12000	SH	SOLE
TELVENT GIT SA SHS	COM	E90215109	226	10000	SH	SOLE
TENET HEALTHCARE CORP COM	COM	88033G100	173	36700	SH	SOLE
TESORO PETE CORP COM	COM	881609101	279	20900	SH	SOLE
TEX US 10/10 C 22	OPTION - CALL		35	250	SH	CALL SOLE
TEXAS INSTRUMENTS INC	COM	882508104	285	10500	SH	SOLE
TIME WARNER INC COM	COM	887317303	317	10333	SH	SOLE
TRANS1 INC COM	COM	89385X105	31	12500	SH	SOLE
TRINA SOLAR LIMITED SPON ADR	COM	89628E104	392	13000	SH	SOLE
TRINITY INDS INC	COM	896522109	374	16800	SH	SOLE
UNICA CORP COM	COM	904583101	3971	189291	SH	SOLE
UNIVERSAL DISPLAY CORP COM	COM	91347P105	447	19000	SH	SOLE
VERSO PAPER CORP COM	COM	92531L108	216	75000	SH	SOLE
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
VIACOM INC NEW CL A	COM	92553P102	441	11000	SH		SOLE	
WELLS FARGO & CO NEW	COM	949746101	2050	81628	SH		SOLE	
WESCO FINL CORP COM	COM	950817106	487	1361	SH		SOLE	
WFR US 10/10 C 12	OPTION - CALL		11	300	SH	CALL	SOLE	
WHITE ENERGY CO. RIGHTS EXP 10	WARRANT AND RIGH		14	10170	SH		SOLE	
WUXI PHARMATECH CAYMAN INC SPO	COM	929352102	3411	198800	SH		SOLE	
YAHOO INC.	COM	984332106	346	24400	SH		SOLE	
YINGLI GREEN 0% 12/15/2012	CONVERTIBLE BOND	98584BAA1	1152	1000000	PRN		SOLE	
ZORAN CORP COM	COM	98975F101	309	40500	SH		SOLE	
ZYGO CORP COM	COM	989855101	102	10400	SH		SOLE	
ZYMOGENETICS INC COM	COM	98985T109	7091	727331	SH		SOLE	

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TETON ADVISORS, INC.

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
1 800 FLOWERS COM INC CL A	COM	68243Q106	769	407100	SH		SOLE	
A D C TELECOMMUNICATIONS NEW	COM	000886309	1267	100000	SH		SOLE	
A123 SYSTEMS INC	COM	03739T108	242	27000	SH		SOLE	
AARON'S INC	COM	002535300	258	14000	SH		SOLE	
ADAMS GOLF INC COM NEW	COM	006228209	79	18000	SH		SOLE	
ADVANCED ANALOGIC TECHNOLOGICO	COM	00752J108	513	146100	SH		SOLE	
AKAMAI TECHNOLOGIES INC COM	COM	00971T101	645	12844	SH		SOLE	
ALLIS CHALMERS ENERGY INC COM	COM	019645506	224	53800	SH		SOLE	
AMERICAN EAGLE OUTFITTERS INCO	COM	02553E106	572	38207	SH		SOLE	
AMERICAN RAILCAR INDS INC COM	COM	02916P103	693	44200	SH		SOLE	
AMERICREDIT CORP COM	COM	03060R101	1223	50000	SH		SOLE	
AMPCO PITTSBURGH CORP	COM	032037103	2926	117900	SH		SOLE	
AMTECH SYS INC COM PAR \$0.01N	COM	032332504	769	42800	SH		SOLE	
ANGIODYNAMICS INC COM	COM	03475V101	1077	70671	SH		SOLE	
APPLIED SIGNAL TECHNOLOGY COM	COM	038237103	460	18500	SH		SOLE	
ARCH CHEMICALS INC COM	COM	03937R102	697	19857	SH		SOLE	
ARTHROCARE CORP COM	COM	043136100	378	13900	SH		SOLE	
ASCENT MEDIA CORP COM SER A	COM	043632108	28	1050	SH		SOLE	
ASCENT SOLAR TECHNOLOGIES INCO	COM	043635101	110	34700	SH		SOLE	
ASTEC INDS INC COM	COM	046224101	285	10000	SH		SOLE	
ASTRONICS CORP COM	COM	046433108	195	11200	SH		SOLE	
ATLANTIC TELE NETWORK INC COM	COM	049079205	1256	25500	SH		SOLE	
ATLAS AIR WORLDWIDE HLDGS INCO	COM	049164205	236	4700	SH		SOLE	
ATMI INC COM	COM	00207R101	204	13760	SH		SOLE	
AVNET INC	COM	053807103	632	23393	SH		SOLE	
BALDWIN TECHNOLOGY INC CL A	COM	058264102	210	172500	SH		SOLE	
BALLANTYNE STRONG INC COM	COM	058516105	652	75400	SH		SOLE	
BEASLEY BROADCAST GRP INC.	COM	074014101	706	133400	SH		SOLE	
BEL FUSE INC CL A	COM	077347201	1833	87600	SH		SOLE	
BELO CORP	COM	080555105	1115	179800	SH		SOLE	
BERKSHIRE BANCORP INC DEL COM	COM	084597202	67	16100	SH		SOLE	
BIG 5 SPORTING GOODS CORP COM	COM	08915P101	631	47000	SH		SOLE	
BIGLARI HOLDINGS INC	COM	08986R101	4956	15079	SH		SOLE	
BIOLASE TECHNOLOGY INC COM	COM	090911108	393	335500	SH		SOLE	

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BON-TON STORES INC COM	COM	09776J101	222	21800	SH	SOLE
BOSTON BEER INC CL A	COM	100557107	1304	19500	SH	SOLE
BOWNE & CO INC COM	COM	103043105	2719	240000	SH	SOLE
BRIGHAM EXPLORATION CO COM	COM	109178103	497	26500	SH	SOLE
BROOKS AUTOMATION COM	COM	114340102	164	24504	SH	SOLE
BROWN & BROWN INC COM	COM	115236101	308	15270	SH	SOLE
BRUSH ENGINEERED MATLS INC COM	COM	117421107	4110	144500	SH	SOLE
BTU INTL INC COM	COM	056032105	550	79500	SH	SOLE
BUCYRUS INTL INC NEW CL A	COM	118759109	400	5766	SH	SOLE
PORTVUE-SEC13F.LNP						TETON ADVISORS, INC.
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
CADIZ INC	COM	127537207	402	39174	SH		SOLE	
CALLAWAY GOLF CO COM	COM	131193104	203	29000	SH		SOLE	
CAMBIUM LEARNING GRP INC COM	COM	13201A107	274	85507	SH		SOLE	
CANTEL MEDICAL CORP COM	COM	138098108	609	37600	SH		SOLE	
CANTERBURY PK HLDG CORP	COM	13811E101	168	22100	SH		SOLE	
CAPSTONE TURBINE CORP COM	COM	14067D102	15	20000	SH		SOLE	
CARDIONET INC COM	COM	14159L103	383	85000	SH		SOLE	
CARIBOU COFFEE INC COM	COM	142042209	177	17000	SH		SOLE	
CASCADE MICROTECH INC COM	COM	147322101	371	97700	SH		SOLE	
CASELLA WASTE SYS INC CL A	COM	147448104	701	167000	SH		SOLE	
CAVCO INDUSTRIES	COM	149568107	478	13300	SH		SOLE	
CELLU TISSUE HLDGS INC COM	COM	151169109	239	20000	SH		SOLE	
CENVEO INC COM	COM	15670S105	73	14500	SH		SOLE	
CEPHEID COM	COM	15670R107	1169	62500	SH		SOLE	
CHASE CORP	COM	16150R104	985	67500	SH		SOLE	
CHESAPEAKE UTILS CORP COM	COM	165303108	1304	36000	SH		SOLE	
CHINA HYDROELECTRIC CP-ADS	COM	16949D101	436	74290	SH		SOLE	
CHINA WIND SYSTEMS INC	COM	16945F209	467	106214	SH		SOLE	
CHURCHILL DOWNS INC COM	COM	171484108	1698	47540	SH		SOLE	
CIRCOR INTL INC COM	COM	17273K109	1659	52500	SH		SOLE	
CLARIENT INC COM	COM	180489106	513	151700	SH		SOLE	
COHEN & STEERS INC COM	COM	19247A100	1237	57000	SH		SOLE	
COLDWATER CREEK INC COM	COM	193068103	870	165000	SH		SOLE	
COLUMBIA BKG SYS INC COM	COM	197236102	264	13425	SH		SOLE	
COMMSCOPE INC COM	COM	203372107	1091	45948	SH		SOLE	
COMMUNICATIONS SYS	COM	203900105	580	51000	SH		SOLE	
COMPUTER TASK GROUP INC COM	COM	205477102	512	67038	SH		SOLE	
COMVERGE INC COM	COM	205859101	699	88880	SH		SOLE	
CONSOLIDATED WATER CO LTD ORD	COM	G23773107	379	40000	SH		SOLE	
CONTINUCARE CORP COM	COM	212172100	2433	579300	SH		SOLE	
CORE MOLDING TECH COM	COM	218683100	1016	231000	SH		SOLE	
CORINTHIAN COLLEGES INC COM	COM	218868107	1309	186400	SH		SOLE	
COWEN GROUP INC NEW CL A	COM	223622101	33	10000	SH		SOLE	
CROWN MEDIA HLDGS INC CL A	COM	228411104	124	51900	SH		SOLE	
CRUCELL N V SPONSORED ADR	COM	228769105	1397	42000	SH		SOLE	
CTS CORP	COM	126501105	2227	231500	SH		SOLE	
CUTERA INC COM	COM	232109108	640	79000	SH		SOLE	
CYNOSURE INC CL A	COM	232577205	625	61200	SH		SOLE	
CYPRESS BIOSCIENCES INC COM PA	COM	232674507	847	220000	SH		SOLE	
DANA HOLDING CORP COM	COM	235825205	1232	100000	SH		SOLE	
DAWSON GEOPHYSICAL CO COM	COM	239359102	453	17000	SH		SOLE	
DELTA NAT GAS INC COM	COM	247748106	554	18000	SH		SOLE	
DENNYS CORP COM	COM	24869P104	251	80700	SH		SOLE	
DIAMOND MGMT & TECHNOLOGY COCO	COM	25269L106	1250	100000	SH		SOLE	
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DOVER DOWNS GAMING & ENTMT INC	COM	260095104	870	256000	SH		SOLE	
DOVER MOTORSPORTS INC.(B:DVD)	COM	260174107	398	220000	SH		SOLE	
DU PONT E I DE NEMOURS CO	COM	263534109	201	4500	SH		SOLE	
DUCOMMUN INC DEL COM	COM	264147109	699	32100	SH		SOLE	
DXP ENTERPRISES INC NEW COM NE	COM	233377407	387	20386	SH		SOLE	
EASTERN CO COM	COM	276317104	410	25000	SH		SOLE	
EDGAR ONLINE INC	COM	279765101	82	67500	SH		SOLE	
EDGEWATER TECHNOLOGY INC COM	COM	280358102	1045	384286	SH		SOLE	
ELECTRO SCIENTIFIC INDS INC CO	COM	285229100	782	70349	SH		SOLE	
ENERGY RECOVERY INC	COM	29270J100	126	35000	SH		SOLE	
ENTEGRIS INC COM	COM	29362U104	903	193390	SH		SOLE	
ENTERCOM COMMUNICATIONS CORPCL	COM	293639100	580	73800	SH		SOLE	
ENTROPIC COMMUNICATIONS INC CO	COM	29384R105	760	79200	SH		SOLE	
EPOCH HOLDING CORP	COM	29428R103	5049	392005	SH		SOLE	
ESTERLINE TECHNOLOGIES CORP CO	COM	297425100	298	5211	SH		SOLE	
EXACTECH INC COM	COM	30064E109	1511	92600	SH		SOLE	
FAIR ISAAC & CO INC COM	COM	303250104	692	28047	SH		SOLE	
FAMOUS DAVES AMER INC COM	COM	307068106	477	50500	SH		SOLE	
FARO TECHNOLOGIES INC COM	COM	311642102	219	10048	SH		SOLE	
FEDERAL MOGUL CORP CL A	COM	313549404	414	21900	SH		SOLE	
FEDERAL SIGNAL CORP COM	COM	313855108	670	124381	SH		SOLE	
FERRO CORP	COM	315405100	7366	571469	SH		SOLE	
FIDELITY NATL TITLE GROUP INCO	COM	31620R105	281	17904	SH		SOLE	
FIDELITY SOUTHERN CORP	COM	316394105	67	10442	SH		SOLE	
FIRST NIAGARA FINL GP INC COM	COM	33582V108	291	25000	SH		SOLE	
FISHER COMMUNICATIONS INC COM	COM	337756209	2034	116714	SH		SOLE	
FLOW INTL CORP COM	COM	343468104	403	153400	SH		SOLE	
FLUSHING FINL CORP COM	COM	343873105	983	85000	SH		SOLE	
FORMFACTOR INC COM	COM	346375108	573	66595	SH		SOLE	
FTI CONSULTING INC COM	COM	302941109	269	7753	SH		SOLE	
FURMANITE CORPORATION	COM	361086101	1356	277800	SH		SOLE	
GENCORP INC	COM	368682100	3782	768800	SH		SOLE	
GENERAL MILLS INC	COM	370334104	275	7522	SH		SOLE	
GERBER SCIENTIFIC INSTR	COM	373730100	1695	274770	SH		SOLE	
GLOBAL SOURCES LTD COM	COM	G39300101	2146	284208	SH		SOLE	
GOODRICH PETE CORP COM NEW	COM	382410405	276	18940	SH		SOLE	
GP STRATEGIES CORP COM	COM	36225V104	789	86770	SH		SOLE	
GRAFTECH INTERNATIONAL	COM	384313102	289	18500	SH		SOLE	
GRAHAM CORP COM	COM	384556106	672	43300	SH		SOLE	
GRAY TELEVISION, INC	COM	389375106	1220	606800	SH		SOLE	
GREAT ATLANTIC & PAC TEA INCCO	COM	390064103	297	75100	SH		SOLE	
GREENBRIER COS INC	COM	393657101	226	14500	SH		SOLE	
GRIFFIN LAND & NUR	COM	398231100	1073	40600	SH		SOLE	
GRIFFON CORP COM	COM	398433102	2344	192288	SH		SOLE	
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GSE SYS INC COM	COM	36227K106	152	45300	SH		SOLE	
HAIN CELESTIAL GROUP INC	COM	405217100	815	34000	SH		SOLE	
HAWKINS INC COM	COM	420261109	1187	33500	SH		SOLE	

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HEADWATERS INC COM	COM	42210P102	653	181300	SH	SOLE
HEELYS INC COM	COM	42279M107	130	54000	SH	SOLE
HERLEY INDS INC COM	COM	427398102	4153	251700	SH	SOLE
HESKA CORP COM NEW RESTRICTED	COM	42805E207	13	28700	SH	SOLE
HICKORY TECH CORP COM	COM	429060106	478	56000	SH	SOLE
HOOPER HOLMES INC COM	COM	439104100	52	73600	SH	SOLE
HOT TOPIC INC	COM	441339108	150	25000	SH	SOLE
HUDSON VALLEY HOLDING CORP COM	COM	444172100	839	43000	SH	SOLE
ICF INTL INC COM	COM	44925C103	637	25400	SH	SOLE
IDEX CORP	COM	45167R104	783	22056	SH	SOLE
IMAX CORP COM	COM	45245E109	831	49300	SH	SOLE
INGLES MKTS INC CL A	COM	457030104	2096	126200	SH	SOLE
INNOVATIVE SOLUTIONS & SUPPOCO	COM	45769N105	682	139400	SH	SOLE
INTEGRATED DEVICE TECH INC COM	COM	458118106	228	39057	SH	SOLE
INTERNAP NETWORK SVCS CORP COM	COM	45885A300	491	100000	SH	SOLE
INTERNATIONAL RECTIFIER CORP CO	COM	460254105	784	37194	SH	SOLE
INTRICON CORP COM	COM	46121H109	704	169500	SH	SOLE
IRIS INTL INC COM	COM	46270W105	4068	423800	SH	SOLE
IXYS CORP DEL COM	COM	46600W106	462	48400	SH	SOLE
JOURNAL COMM INC-A	COM	481130102	4956	1098900	SH	SOLE
KAMAN CORP	COM	483548103	3069	117080	SH	SOLE
KBW INC	COM	482423100	577	22527	SH	SOLE
KEITHLEY INSTRS INC COM	COM	487584104	5012	233000	SH	SOLE
KEY TECHNOLOGY INC COM	COM	493143101	770	59565	SH	SOLE
KID BRANDS, INC. COM	COM	49375T100	593	68900	SH	SOLE
KKR & CO. L.P	COM	48248M102	963	90843	SH	SOLE
KRAFT FOODS INC CL A COM	COM	50075N104	216	7000	SH	SOLE
KRATOS DEFENSE & SEC SOLUTIOCO	COM	50077B207	589	55295	SH	SOLE
LAKELAND INDS INC COM	COM	511795106	140	15300	SH	SOLE
LAWSON SOFTWARE INC NEW COM	COM	52078P102	159	18726	SH	SOLE
LAYNE CHRISTENSEN CO COM	COM	521050104	1036	40000	SH	SOLE
LECROY CORP COM	COM	52324W109	2198	278186	SH	SOLE
LIFEWAY FOODS INC COM	COM	531914109	1455	138300	SH	SOLE
LIMONEIRA CO COM	COM	532746104	292	14500	SH	SOLE
LIN TV CORP CL A	COM	532774106	488	110000	SH	SOLE
LINDSAY CORP	COM	535555106	260	6000	SH	SOLE
LITTELFUSE INC	COM	537008104	426	9753	SH	SOLE
LYDALL INC COM	COM	550819106	208	28312	SH	SOLE
L-1 IDENTITY SOLUTIONS INC	COM	50212A106	2933	250000	SH	SOLE
MAGMA DESIGN AUTOMATION COM	COM	559181102	410	110792	SH	SOLE
MAGNETEK INC COM	COM	559424106	578	437500	SH	SOLE
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MANITOWOC CO COM	COM	563571108	248	20500	SH		SOLE	
MARCUS CORP COM	COM	566330106	687	58000	SH		SOLE	
MARINE PRODS CORP COM	COM	568427108	1654	269400	SH		SOLE	
MARINEMAX INC COM	COM	567908108	88	12500	SH		SOLE	
MATRIX INITIATIVES INC COM	COM	57685L105	51	10000	SH		SOLE	
MEADOWBROOK INS GROUP INC COM	COM	58319P108	250	27900	SH		SOLE	
MEDALLION FINANCIAL CORP	COM	583928106	390	50000	SH		SOLE	
MEDIA GENERAL CL A	COM	584404107	4135	461547	SH		SOLE	
MERCURY COMPUTER SYS INC COM	COM	589378108	585	48653	SH		SOLE	
MESA LABS INC COM	COM	59064R109	844	36700	SH		SOLE	
MET PRO CORP COM	COM	590876306	804	79700	SH		SOLE	
METHODE ELECTRS INC CL A	COM	591520200	681	75000	SH		SOLE	
MGE ENERGY INC	COM	55277P104	1247	31500	SH		SOLE	

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MGP INGREDIENTS INC COM	COM	55302G103	118	15000	SH	SOLE
MICROSEMI CORP COM	COM	595137100	293	17084	SH	SOLE
MICROTUNE INC.	COM	59514P109	680	234400	SH	SOLE
MIDAS GROUP INC COM	COM	595626102	1467	192800	SH	SOLE
MIDDLEBY CORP COM	COM	596278101	938	14800	SH	SOLE
MINE SAFETY APPLIANCES CO COM	COM	602720104	549	20269	SH	SOLE
MODINE MFG CO	COM	607828100	1087	83800	SH	SOLE
MOLEX INC	COM	608554101	716	34229	SH	SOLE
MORGANS HOTEL GROUP CO COM	COM	61748W108	337	46000	SH	SOLE
MOSY INC	COM	619718109	339	69500	SH	SOLE
MVC CAP COM	COM	553829102	429	33100	SH	SOLE
MYERS INDS INC	COM	628464109	1657	192900	SH	SOLE
NARA BANCORP INC COM	COM	63080P105	290	41100	SH	SOLE
NATHANS FAMOUS INC NEW COM	COM	632347100	1916	120229	SH	SOLE
NCR CORP NEW COM	COM	62886E108	224	16400	SH	SOLE
NEOGEN CORP COM	COM	640491106	3182	94000	SH	SOLE
NEW ALLIANCE BANCSHARES INC CO	COM	650203102	131	10386	SH	SOLE
NEW YORK CMNTY BANCORP INC COM	COM	649445103	180	11055	SH	SOLE
NEWPORT CORP COM	COM	651824104	1050	92558	SH	SOLE
NIGHTHAWK RADIOLOGY HLDGS INCO	COM	65411N105	383	60000	SH	SOLE
NOBILITY HOMES INC COM	COM	654892108	248	26200	SH	SOLE
NU HORIZONS ELECTRS CORP COM	COM	669908105	553	79500	SH	SOLE
NYMAGIC INC COM	COM	629484106	513	20000	SH	SOLE
OIL DRI CORP AMER COM	COM	677864100	1327	61700	SH	SOLE
OMNICELL INC COM	COM	68213N109	145	11054	SH	SOLE
OMNOVA SOLUTIONS INC COM	COM	682129101	1941	270000	SH	SOLE
ON SEMICONDUCTOR CORP COM	COM	682189105	530	73503	SH	SOLE
OPKO HEALTH INC COM	COM	68375N103	99	44300	SH	SOLE
ORITANI FINL CORP DEL COM	COM	68633D103	374	37500	SH	SOLE
ORTHOFIX INTL N V ORD	COM	N6748L102	550	17500	SH	SOLE
OTIX GLOBAL INC	COM	68906N200	1183	114480	SH	SOLE
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OUTDOOR HLDGS INC (NEW)	COM	690027206	69	12500	SH		SOLE	
PAIN THERAPEUTICS INC COM	COM	69562K100	728	117800	SH		SOLE	
PALOMAR MED TECHNOLOGIES INCCO	COM	697529303	210	20300	SH		SOLE	
PARAMETRIC TECHNOLOGY CORP COM	COM	699173209	859	43972	SH		SOLE	
PARK ELECTROCHEMICAL CORP COM	COM	700416209	1603	60841	SH		SOLE	
PARK OHIO HLDGS CORP COM	COM	700666100	273	20500	SH		SOLE	
PATTERSON COMPANIES INC	COM	703395103	334	11643	SH		SOLE	
PC GROUP INC	COM	70455G107	4	22550	SH		SOLE	
PENNICHUCK CORP COM NEW	COM	708254206	1891	82200	SH		SOLE	
PERICOM SEMICONDUCTOR CORP COM	COM	713831105	666	76600	SH		SOLE	
PETROHAWK ENERGY CORP COM	COM	716495106	558	34600	SH		SOLE	
PHOENIX TECHNOLOGIES LTD COM	COM	719153108	606	155500	SH		SOLE	
PINNACLE ENTMT INC COM	COM	723456109	281	25200	SH		SOLE	
PREFORMED LINE PRODS CO COM	COM	740444104	272	7788	SH		SOLE	
PRIDE INTL INC COM	COM	74153Q102	703	23877	SH		SOLE	
PRIMEDIA INC COM NEW	COM	74157K846	760	200000	SH		SOLE	
PRINCETON REVIEW INC COM	COM	742352107	487	238800	SH		SOLE	
PROGRESS SOFTWARE CORP COM	COM	743312100	204	6160	SH		SOLE	
PROVIDENCE & WORCESTER RR COCO	COM	743737108	992	80300	SH		SOLE	
PZENA INVESTMENT MGMT INC CLAS	COM	74731Q103	309	45000	SH		SOLE	
QLOGIC CORP COM	COM	747277101	845	47921	SH		SOLE	
QUIDEL CORP COM	COM	74838J101	830	75500	SH		SOLE	
READING INTERNATIONAL INC CL B	COM	755408200	268	31900	SH		SOLE	

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READING INTL INC CL A	COM	755408101	518	114500	SH	SOLE
RGC RES INC COM	COM	74955L103	504	16700	SH	SOLE
ROCHESTER MED CORP COM	COM	771497104	3684	337695	SH	SOLE
RPC INC. COMMON	COM	749660106	846	40000	SH	SOLE
RTI BIOLOGICS INC COM	COM	74975N105	222	84400	SH	SOLE
RUSH ENTERPRISES INC CL A	COM	781846209	535	34900	SH	SOLE
RUSH ENTERPRISES INC CL B	COM	781846308	688	50000	SH	SOLE
S1 CORP	COM	78463B101	191	36700	SH	SOLE
SALEM COMMUNICATIONS CORP DECL	COM	794093104	635	213000	SH	SOLE
SANDERS MORRIS HARRIS GROUP CO	COM	80000Q104	409	72300	SH	SOLE
SCHAWK INC CL A	COM	806373106	694	37600	SH	SOLE
SCHIFF NUTRITION INTL INC COM	COM	806693107	2696	328765	SH	SOLE
SCHMITT INDS INC ORE COM NEW	COM	806870200	75	30300	SH	SOLE
SCRIPPS E W CO OHIO CL A	COM	811054402	1024	130000	SH	SOLE
SEALED AIR CORP NEW	COM	81211K100	292	12971	SH	SOLE
SEARCHMEDIA HOLDINGS LTD	COM	G8005Y106	134	51700	SH	SOLE
SHENANDOAH TELECOMMUNICATIONCD	COM	82312B106	327	18000	SH	SOLE
SILICON IMAGE INC COM	COM	82705T102	88	18400	SH	SOLE
SINCLAIR BROADCAST GROUP INCCL	COM	829226109	351	50000	SH	SOLE
SJW CORP COM	COM	784305104	1562	63400	SH	SOLE
SKYLINE CORP	COM	830830105	432	21300	SH	SOLE
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SL INDS INC COM	COM	784413106	2824	201300	SH		SOLE	
SMART BALANCE INC COM	COM	83169Y108	175	45000	SH		SOLE	
SONESTA INTL HOTELS CORP CL A	COM	835438409	2346	161100	SH		SOLE	
STAMPS.COM INC (NEW)	COM	852857200	2801	215438	SH		SOLE	
STANDARD MTR PRODS INC CLASS A	COM	853666105	2348	223000	SH		SOLE	
STARRETT L S CO CL A	COM	855668109	1135	108600	SH		SOLE	
STEC INC COM	COM	784774101	143	11500	SH		SOLE	
STEINWAY MUSICAL INSTRS INC OR	COM	858495104	603	35000	SH		SOLE	
STEWART ENTERPRISES INC CL A	COM	860370105	485	90000	SH		SOLE	
STONERIDGE INC	COM	86183P102	2179	207300	SH		SOLE	
STRATEGIC DIAGNOSTICS INC COM	COM	862700101	347	213900	SH		SOLE	
STRATTEC SECURITY CORP.	COM	863111100	2870	115000	SH		SOLE	
SUPERIOR INDS INTL INC	COM	868168105	1203	69600	SH		SOLE	
SVB FINL GROUP COM	COM	78486Q101	670	15831	SH		SOLE	
SWS GROUP INC	COM	78503N107	429	59800	SH		SOLE	
SYCAMORE NETWORKS INC COM NEW	COM	871206405	675	20830	SH		SOLE	
SYMMETRICOM INC COM	COM	871543104	863	150850	SH		SOLE	
SYNERON MEDICAL LTD ORD SHS	COM	M87245102	953	96100	SH		SOLE	
TECH OPS SEVCON INC	COM	878293109	1309	252300	SH		SOLE	
TECHNITROL INC COM	COM	878555101	1562	354200	SH		SOLE	
TELEFLEX INC	COM	879369106	629	11082	SH		SOLE	
TENNANT CO	COM	880345103	1954	63241	SH		SOLE	
TENNECO AUTOMOTIVE INC COM	COM	880349105	1159	40000	SH		SOLE	
TERADATA CORP DEL COM	COM	88076W103	795	20621	SH		SOLE	
TESCO CORP COM	COM	88157K101	817	67900	SH		SOLE	
THERMADYNE HLDGS CORP NEW COM	COM	883435307	281	19900	SH		SOLE	
TIER TECHNOLOGIES INC CL B	COM	88650Q100	976	176261	SH		SOLE	
TIFFANY & CO NEW COM	COM	886547108	597	12705	SH		SOLE	
TITAN MACHY INC COM	COM	88830R101	613	37579	SH		SOLE	
TORO CO COM	COM	891092108	746	13267	SH		SOLE	
TRANS LUX CORP	COM	893247106	25	50000	SH		SOLE	
TRANSACT TECHNOLOGIES INC COM	COM	892918103	2283	285400	SH		SOLE	
TREDEGAR INDS INC	COM	894650100	337	17738	SH		SOLE	

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TREE COM INC COM	COM	894675107	65	10000	SH	SOLE
TRIDENT MICROSYSTEMS INC COM	COM	895919108	38	22300	SH	SOLE
TRINITY INDS INC	COM	896522109	248	11135	SH	SOLE
TTM TECHNOLOGIES INC COM	COM	87305R109	229	23404	SH	SOLE
TWIN DISC INC COM	COM	901476101	1144	82000	SH	SOLE
U S ENERGY CORP WYO COM	COM	911805109	92	20300	SH	SOLE
ULTRA CLEAN HLDGS INC COM	COM	90385V107	1483	172064	SH	SOLE
ULTRALIFE BATTERIES INC COM	COM	903899102	567	130300	SH	SOLE
ULTRATECH INC COM	COM	904034105	1041	60850	SH	SOLE
UMPQUA HLDGS CORP COM	COM	904214103	158	13908	SH	SOLE
UNICA CORP COM	COM	904583101	1049	50000	SH	SOLE

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TETON ADVISORS, INC.

RUN DATE: 10/25/10 2:15 P.M.

FORM 13F INFORMATION TABLE
AS OF DATE: 09/30/10

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	MA
UNITED GUARDIAN INC COM	COM	910571108	1133	79400	SH		SOLE	
UNIVERSAL TECHNICAL INST INCCO	COM	913915104	608	31100	SH		SOLE	
VALLEY NATL BANCORP COM	COM	919794107	212	16471	SH		SOLE	
VALSPAR CORP COM	COM	920355104	230	7217	SH		SOLE	
VARIAN SEMICONDUCTOR EQUIPTMCO	COM	922207105	538	18707	SH		SOLE	
VASCULAR SOLUTIONS INC COM	COM	92231M109	696	60600	SH		SOLE	
VERIGY LTD SHS	COM	Y93691106	84	10300	SH		SOLE	
VICOR CORP COM	COM	925815102	787	53900	SH		SOLE	
VILLAGE SUPER MKT INC CL A NEW	COM	927107409	246	8800	SH		SOLE	
VISHAY INTERTECHNOLOGY INC	COM	928298108	406	41913	SH		SOLE	
WABASH NATL CORP COM	COM	929566107	1085	134100	SH		SOLE	
WABCO HLDGS INC COM	COM	92927K102	287	6835	SH		SOLE	
WASHINGTON FED INC	COM	938824109	238	15600	SH		SOLE	
WASHINGTON TR BANCORP COM	COM	940610108	403	21093	SH		SOLE	
WEBSTER FINL CORP WATERBURY CO	COM	947890109	189	10768	SH		SOLE	
WESTFIELD FINANCIAL INC NEW CO	COM	96008P104	521	66850	SH		SOLE	
WET SEAL INC/THE-CLASS A	COM	961840105	520	153500	SH		SOLE	
WHITNEY HLDG CORP	COM	966612103	321	39239	SH		SOLE	
WHX CORP	COM	929248607	2582	308800	SH		SOLE	
WILLAMETTE VY VINEYARD INC COM	COM	969136100	59	17000	SH		SOLE	
WILLIAMS SONOMA INC COM	COM	969904101	773	24375	SH		SOLE	
WILSHIRE BANCORP INC COM	COM	97186T108	249	38100	SH		SOLE	
WINDSTREAM CORP COM	COM	97381W104	220	17875	SH		SOLE	
WINNEBAGO INDS INC COM	COM	974637100	313	30000	SH		SOLE	
YORK WTR CO COM	COM	987184108	457	28500	SH		SOLE	
YOUNG INNOVATIONS INC COM	COM	987520103	581	20300	SH		SOLE	
ZEBRA TECHNOLOGIES CORP CL A	COM	989207105	880	26149	SH		SOLE	
ZEP INC	COM	98944B108	2880	165150	SH		SOLE	
ZORAN CORP COM	COM	98975F101	662	86700	SH		SOLE	
ZYGO CORP COM	COM	989855101	1688	172200	SH		SOLE	