

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

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: SEPTEMBER 30, 2004

Check here if Amendment ; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: ALLSTATE LIFE INSURANCE COMPANY  
Address: 3075 SANDERS ROAD, SUITE G4A  
NORTHBROOK, IL. 60062-7127

Form 13F File Number: 28-01037

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

Person Signing this Report on Behalf of Reporting Manager:

Name: DOUG WELCH  
Title: ASSISTANT VICE PRESIDENT INVESTMENT OPERATIONS  
Phone: 847-402-2170

Signature, Place, and Date of Signing:

/s/ Doug Welch	NORTHBROOK, IL.	11/9/2004
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[Signature]	[City, State]	[Date]

Report Type (Check only one.):

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

List of Other Managers Reporting for this Manager:

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: ONE  
Form 13F Information Table Entry Total: 203  
Form 13F Information Table Value Total: 387,751 (THOUSAND)

List of Other Included Managers:

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

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	028-10298	ALLSTATE INVESTMENTS LLC

## FORM 13F REPORT

NAME OF REPORTING MANAGER: ALLSTATE LIFE INSURANCE COMPANY

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	OTHER MANAGERS	VOTING AUTHORITY		
									SOLE	SHARED	NONE
3M COMPANY	COMMON	88579Y101	408	5,100	SH		DEFINED	1	X		
ABBOTT LABORATORIES	COMMON	002824100	530	12,500	SH		DEFINED	1	X		
ACCENTURE LTD	COMMON										
	FOREIGN	G1150G111	1,014	37,500	SH		DEFINED	1	X		
ACE LIMITED	COMMON										
	FOREIGN	G0070K103	449	11,200	SH		DEFINED	1	X		
ADOBE SYSTEMS INC	COMMON	00724F101	757	15,300	SH		DEFINED	1	X		
ALCOA INC	COMMON	013817101	648	19,300	SH		DEFINED	1	X		
ALLERGAN, INC.	COMMON	018490102	421	5,800	SH		DEFINED	1	X		
AMBC FINANCIAL GROUP	COMMON	023139108	360	4,500	SH		DEFINED	1	X		
AMERICAN EXPRESS CO.	COMMON	025816109	870	16,900	SH		DEFINED	1	X		
AMERICAN INTERNATIONAL GROUP, INC.	COMMON	026874107	1,992	29,300	SH		DEFINED	1	X		
AMERITRADE HLDG CORP	COMMON	03074K100	305	25,400	SH		DEFINED	1	X		
AMGEN, INC.	COMMON	031162100	964	17,000	SH		DEFINED	1	X		
ANALOG DEVICES, INC.	COMMON	032654105	799	20,600	SH		DEFINED	1	X		
APACHE CORP.	COMMON	037411105	671	13,400	SH		DEFINED	1	X		
ARCHER-DANIELS-MIDLAND CO.	COMMON	039483102	615	36,200	SH		DEFINED	1	X		
AVON PRODUCTS, INC.	COMMON	054303102	581	13,300	SH		DEFINED	1	X		
BANK OF AMERICA CORP	COMMON	060505104	3,475	80,206	SH		DEFINED	1	X		
BED BATH & BEYOND INC	COMMON	075896100	724	19,500	SH		DEFINED	1	X		
BEST BUY, INC.	COMMON	086516101	781	14,400	SH		DEFINED	1	X		
BIOGEN IDEC INC	COMMON	09062X103	263	4,300	SH		DEFINED	1	X		
BOSTON SCIENTIFIC CORP	COMMON	101137107	326	8,200	SH		DEFINED	1	X		
CATERPILLAR, INC.	COMMON	149123101	370	4,600	SH		DEFINED	1	X		
CHEVRONTXACO CORP	COMMON	166764100	939	17,500	SH		DEFINED	1	X		
CISCO SYSTEMS, INC.	COMMON	17275R102	1,434	79,200	SH		DEFINED	1	X		
CITIGROUP INC	COMMON	172967101	3,547	80,400	SH		DEFINED	1	X		
COMCAST CORP CLASS A	COMMON	20030N101	291	10,300	SH		DEFINED	1	X		
COMCAST CORP. CLASS A SPECIAL	COMMON	20030N200	204	7,300	SH		DEFINED	1	X		
COMPUTER ASSOCIATES INTERNATIONAL, INC.	COMMON	204912109	492	18,700	SH		DEFINED	1	X		
CONOCOPHILLIPS	COMMON	20825C104	663	8,000	SH		DEFINED	1	X		
DANAHER CORP.	COMMON	235851102	1,538	30,000	SH		DEFINED	1	X		
DEERE & CO., INC.	COMMON	244199105	846	13,100	SH		DEFINED	1	X		
DELL INC	COMMON	24702R101	1,755	49,300	SH		DEFINED	1	X		
DEVON ENERGY CORP	COMMON	25179M103	618	8,700	SH		DEFINED	1	X		
DOMINION RESOURCES, INC.	COMMON	25746U109	457	7,000	SH		DEFINED	1	X		
DOW CHEMICAL CO.	COMMON	260543103	809	17,900	SH		DEFINED	1	X		
DU PONT (E.I.) DE NEMOURS & CO., INC.	COMMON	263534109	308	7,200	SH		DEFINED	1	X		
E M C CORP.	COMMON	268648102	957	82,900	SH		DEFINED	1	X		
EBAY INC	COMMON	278642103	579	6,300	SH		DEFINED	1	X		
EDISON INTL	COMMON	281020107	284	10,700	SH		DEFINED	1	X		
ENTERGY CORP.	COMMON	29364G103	642	10,600	SH		DEFINED	1	X		
ESTEE LAUDER COMPANIES CL -A	COMMON	518439104	577	13,800	SH		DEFINED	1	X		
EXELON CORP	COMMON	30161N101	572	15,600	SH		DEFINED	1	X		
EXXON MOBIL CORPORATION	COMMON	30231G102	4,069	84,200	SH		DEFINED	1	X		
FEDERATED DEPARTMENT STORES	COMMON	31410H101	295	6,502	SH		DEFINED	1	X		
FEDEX CORPORATION	COMMON	31428X106	891	10,400	SH		DEFINED	1	X		
FOREST LABORATORIES, INC.	COMMON	345838106	810	18,000	SH		DEFINED	1	X		
FRANKLIN RESOURCES, INC.	COMMON	354613101	942	16,900	SH		DEFINED	1	X		
FREDDIE MAC	COMMON	313400301	829	12,700	SH		DEFINED	1	X		
GENERAL ELECTRIC CO.	COMMON	369604103	5,242	156,100	SH		DEFINED	1	X		
GENERAL MILLS, INC.	COMMON	370334104	350	7,800	SH		DEFINED	1	X		
GENERAL MOTORS CORP	REDEEMABLE P/S	370442717	4,223	150,000	SH		DEFINED	1	X		
GENERAL MOTORS SERIES A	REDEEMABLE P/S	370442741	3,557	140,000	SH		DEFINED	1	X		
GENERAL MOTORS SERIES B	REDEEMABLE P/S	370442733	1,793	75,000	SH		DEFINED	1	X		
GENETECH INC	COMMON	368710406	346	6,600	SH		DEFINED	1	X		
GILEAD	COMMON	375558103	314	8,400	SH		DEFINED	1	X		
GILLETTE CO.	COMMON	375766102	1,114	26,700	SH		DEFINED	1	X		
GOLDMAN SACHS	COMMON	38141G104	876	9,400	SH		DEFINED	1	X		
GUIDANT CORP	COMMON	401698105	859	13,000	SH		DEFINED	1	X		
HARTFORD FINANCIAL SERVICES GROUP	COMMON	416515104	588	9,500	SH		DEFINED	1	X		
HEWLETT-PACKARD CO.	COMMON	428236103	690	36,800	SH		DEFINED	1	X		
HOME DEPOT, INC. (THE)	COMMON	437076102	1,446	36,900	SH		DEFINED	1	X		
HONEYWELL INTERNATIONAL INC	COMMON	438516106	914	25,500	SH		DEFINED	1	X		
ILLINOIS TOOL WORKS, INC.	COMMON	452308109	876	9,400	SH		DEFINED	1	X		
INCO, LTD.	COMMON										
	FOREIGN	453258402	422	10,800	SH		DEFINED	1	X		
INTEL CORP.	COMMON	458140100	1,167	58,200	SH		DEFINED	1	X		
INTERNATIONAL BUSINESS MACHINE	COMMON	459200101	1,886	22,000	SH		DEFINED	1	X		
INTUIT INC	COMMON	461202103	241	5,300	SH		DEFINED	1	X		
iSHARES TRUST RUSSELL 1000 GROWTH INDEX	COMMON	464287614	669	14,800	SH		DEFINED	1	X		
iSHARES TRUST S&P 500 BARRA GROWTH	COMMON	464287309	668	12,400	SH		DEFINED	1	X		
ITT INDUSTRIES, INC.	COMMON	450911102	288	3,600	SH		DEFINED	1	X		

JOHNSON & JOHNSON	COMMON	478160104	4,399	78,100	SH	DEFINED	1	X
JPMORGAN CHASE & COMPANY	COMMON	46625H100	2,814	70,820	SH	DEFINED	1	X
KIMBERLY-CLARK CORP.	COMMON	494368103	439	6,800	SH	DEFINED	1	X
KRAFT FOODS INC	COMMON	50075N104	295	9,300	SH	DEFINED	1	X
LEHMAN BROTHERS HOLDING INC	COMMON	524908100	590	7,400	SH	DEFINED	1	X
LILLY (ELI) & CO.	COMMON	532457108	667	11,100	SH	DEFINED	1	X
LIMITED BRAND INC	COMMON	532716107	303	13,600	SH	DEFINED	1	X
LINEAR TECHNOLOGY CORP.	COMMON	535678106	725	20,000	SH	DEFINED	1	X
LOWE'S COS., INC.	COMMON	548661107	810	14,900	SH	DEFINED	1	X
LUCENT TECHNOLOGIES INC	COMMON	549463107	288	90,900	SH	DEFINED	1	X
MAXIM INTEGRATED PRODUCTS MBNA CORP.	COMMON	57772K101	770	18,200	SH	DEFINED	1	X
55262L100	COMMON	585	585	23,200	SH	DEFINED	1	X
MCDONALD'S CORP.	COMMON	580135101	586	20,900	SH	DEFINED	1	X
MCGRAW-HILL CO.	COMMON	580645109	207	2,600	SH	DEFINED	1	X
MELLON FINANCIAL CORP	COMMON	58551A108	296	10,700	SH	DEFINED	1	X
MERCK & CO., INC.	COMMON	589331107	1,515	45,900	SH	DEFINED	1	X
MERRILL LYNCH & CO., INC.	COMMON	590188108	283	5,700	SH	DEFINED	1	X
MICROSOFT CORP.	COMMON	594918104	3,561	128,800	SH	DEFINED	1	X
MORGAN STANLEY	COMMON	617446448	917	18,600	SH	DEFINED	1	X
MOTOROLA, INC.	COMMON	620076109	649	36,000	SH	DEFINED	1	X
NAVISTAR INTERNATIONAL CORP.	COMMON	63934E108	602	16,200	SH	DEFINED	1	X
OCCIDENTAL PETROLEUM CORP.	COMMON	674599105	554	9,900	SH	DEFINED	1	X
OMNICOM GROUP, INC.	COMMON	681919106	278	3,800	SH	DEFINED	1	X
P G & E CORP	COMMON	69331C108	669	22,000	SH	DEFINED	1	X
PEPSICO, INC.	COMMON	713448108	1,163	23,900	SH	DEFINED	1	X
PFIZER, INC.	COMMON	717081103	3,063	100,100	SH	DEFINED	1	X
PNC FINANCIAL SERVICES GROUP	COMMON	693475105	444	8,200	SH	DEFINED	1	X
PRAXAIR INC.	COMMON	74005P104	603	14,100	SH	DEFINED	1	X
PRINCIPAL FINANCIAL GROUP INC	COMMON	74251V102	291	8,100	SH	DEFINED	1	X
PROCTER & GAMBLE CO.	COMMON	742718109	2,306	42,600	SH	DEFINED	1	X
PRUDENTIAL FINANCIAL INC	COMMON	744320102	880	18,700	SH	DEFINED	1	X
QUALCOM	COMMON	747525103	882	22,600	SH	DEFINED	1	X
REGIONS FINANCIAL CORP	COMMON	7591EP100	443	13,400	SH	DEFINED	1	X
SAFEWAY INC	COMMON	786514208	292	15,100	SH	DEFINED	1	X
SBC COMMUNICATIONS INC.	COMMON	78387G103	1,762	67,900	SH	DEFINED	1	X
SCHLUMBERGER, LTD.	COMMON	806857108	1,084	16,100	SH	DEFINED	1	X
SPRINT CORP	COMMON	852061100	630	31,300	SH	DEFINED	1	X
ST JUDE MEDICAL, INC.	COMMON	790849103	768	10,200	SH	DEFINED	1	X
STATE STREET CORP	COMMON	857477103	295	6,900	SH	DEFINED	1	X
T ROWE PRICE GROUP	COMMON	74144T108	295	5,800	SH	DEFINED	1	X
TARGET CORP	COMMON	87612E106	1,131	25,000	SH	DEFINED	1	X
TEXAS INSTRUMENTS, INC.	COMMON	882508104	1,115	52,400	SH	DEFINED	1	X
TIME WARNER INC	COMMON	887317105	1,162	72,000	SH	DEFINED	1	X
TXU CORPORATION (HLDG)	COMMON	873168108	455	9,500	SH	DEFINED	1	X
TYCO INTERNATIONAL LTD	COMMON	902124106	2,036	66,400	SH	DEFINED	1	X
UNITED TECHNOLOGIES CORP.	COMMON	913017109	1,195	12,800	SH	DEFINED	1	X
UNITEDHEALTH GROUP INC	COMMON	91324P102	1,143	15,500	SH	DEFINED	1	X
US AIRWAYS GROUP INC, CLASS A	COMMON	911905503	10	12,550	SH	DEFINED	1	X
VANGUARD GROWTH VIPERS	COMMON	922908736	336	7,100	SH	DEFINED	1	X
VERIZON COMMUNICATIONS	COMMON	92343V104	1,733	44,000	SH	DEFINED	1	X
VIACOM - CLASS B	COMMON	925524308	903	26,900	SH	DEFINED	1	X
VODAFONE AIRTOUCH ADR	COMMON							
	FOREIGN	92857W100	395	16,400	SH	DEFINED	1	X
WALGREEN CO.	COMMON	931422109	484	13,500	SH	DEFINED	1	X
WAL-MART STORES, INC.	COMMON	931142103	1,947	36,600	SH	DEFINED	1	X
WASTE MANAGEMENT INC	COMMON	94106L109	714	26,100	SH	DEFINED	1	X
WELLPOINT HEALTH NETWORKS - A	COMMON	94973H108	862	8,200	SH	DEFINED	1	X
WELLS FARGO & CO	COMMON	949746101	596	10,000	SH	DEFINED	1	X
WILLIAMS COS., INC.	COMMON	969457100	583	48,200	SH	DEFINED	1	X
WYETH	COMMON	983024100	1,092	29,200	SH	DEFINED	1	X
ZIMMER HOLDINGS	COMMON	98956P102	451	5,700	SH	DEFINED	1	X
3M COMPANY	DEBT	88579YAB7	3,650	4,050,000	PRN	DEFINED	1	X
AFFILIATED MANAGERS	DEBT	008252AC2	1,033	1,000,000	PRN	DEFINED	1	X
ALLERGAN INC	DEBT	018490AE2	548	600,000	PRN	DEFINED	1	X
ALZA CORP.	DEBT	02261WAB5	3,172	4,100,000	PRN	DEFINED	1	X
AMERICA ONLINE	DEBT	02364JAC8	5,993	9,400,000	PRN	DEFINED	1	X
AMERICAN INTERNATIONAL GROUP	DEBT	026874AN7	3,343	3,500,000	PRN	DEFINED	1	X
AMERICAN INTL GROUP	DEBT	026874AP2	4,914	7,375,000	PRN	DEFINED	1	X
AMGEN INC	DEBT	031162AE0	2,738	3,750,000	PRN	DEFINED	1	X
AON CORP	DEBT	037389AT0	423	300,000	PRN	DEFINED	1	X
ARROW ELECTRONIC	DEBT	042735AY6	3,710	7,000,000	PRN	DEFINED	1	X
AXCAN PHARMA INC	DEBT	054923AB3	799	600,000	PRN	DEFINED	1	X
BJ SERVICES CO	DEBT	055482AF0	3,921	4,500,000	PRN	DEFINED	1	X
BRINKER INTERNATIONAL	DEBT	109641AC4	1,290	2,000,000	PRN	DEFINED	1	X
CARNIVAL CORP	DEBT	143658AN2	3,007	2,300,000	PRN	DEFINED	1	X
CARNIVAL CORP	DEBT	143658AS1	3,651	4,500,000	PRN	DEFINED	1	X
CBRL GROUP INC	DEBT	12489VAB2	3,079	6,500,000	PRN	DEFINED	1	X
CENDANT CORP	DEBT	151313AN3	6,138	6,100,000	PRN	DEFINED	1	X
CENTURYTEL INC	DEBT	156700AH9	2,208	2,000,000	PRN	DEFINED	1	X
CHIRON CORP	DEBT	170040AG4	2,944	3,000,000	PRN	DEFINED	1	X
COMPUTER ASSOCIATES INC	DEBT	204912AR0	1,160	1,000,000	PRN	DEFINED	1	X
COSTCO	DEBT	22160QAC6	4,725	5,000,000	PRN	DEFINED	1	X
CSX CORP	DEBT	126408GA5	6,328	7,500,000	PRN	DEFINED	1	X
DEVON ENERGY CORP	DEBT	25179MAA1	7,586	7,000,000	PRN	DEFINED	1	X
DEVON ENERGY CORP.	DEBT	25179MAB9	1,084	1,000,000	PRN	DEFINED	1	X
DIAMOND OFFSHORE DRILL	DEBT	25271CAE2	2,989	3,000,000	PRN	DEFINED	1	X
DOMINION RESOURCES INC	DEBT	25746UAP4	4,596	4,500,000	PRN	DEFINED	1	X
DUKE ENERGY CORP	DEBT	264399EJ1	3,195	3,000,000	PRN	DEFINED	1	X
EASTMAN KODAK CO	DEBT	277461BE8	6,300	5,000,000	PRN	DEFINED	1	X
ELECTRONICIS FOR IMAGING	DEBT	286082AA0	1,431	1,500,000	PRN	DEFINED	1	X
FLUOR CORP	DEBT	343412AA0	2,088	2,000,000	PRN	DEFINED	1	X
GATX CORP	DEBT	361448AC7	568	500,000	PRN	DEFINED	1	X

GENERAL MILLS INC	DEBT	370334AU8	1,052	1,500,000	PRN	DEFINED	1	X
HARRIS CORP	DEBT	413875AH8	539	400,000	PRN	DEFINED	1	X
HCC INSURANCE HOLDINGS	DEBT	404132AB8	2,578	2,500,000	PRN	DEFINED	1	X
HEWLETT PACKARD CO CONV	DEBT	428236AC7	3,101	5,500,000	PRN	DEFINED	1	X
HORACE MANN EDUCATORS	DEBT	440327AG9	2,632	5,600,000	PRN	DEFINED	1	X
INCO LTD	DEBT	453258AT2	4,428	3,250,000	PRN	DEFINED	1	X
INCO LTD.	DEBT	453258AM7	3,180	3,000,000	PRN	DEFINED	1	X
INTL GAME TECHNOLOGY	DEBT	459902AL6	4,266	5,400,000	PRN	DEFINED	1	X
INTL PAPER CO	DEBT	460146BM4	6,848	12,450,000	PRN	DEFINED	1	X
IVAX CORP	DEBT	465823AG7	6,435	6,500,000	PRN	DEFINED	1	X
KERR-MCGEE	DEBT	492386AP2	2,138	2,000,000	PRN	DEFINED	1	X
LEGG MASON INC	DEBT	524901AG0	2,570	4,000,000	PRN	DEFINED	1	X
LEHMAN BROTHERS HOLDINGS	DEBT	524908JJ0	4,594	5,000,000	PRN	DEFINED	1	X
LEHMAN BROTHERS HOLDINGS	DEBT	524908LS7	2,102	2,000,000	PRN	DEFINED	1	X
LIBERTY MEDIA	DEBT	530715AR2	3,231	3,565,000	PRN	DEFINED	1	X
LIBERTY MEDIA / AT&T CORP	DEBT	530715AG6	3,002	4,250,000	PRN	DEFINED	1	X
LIBERTY MEDIA CORP	DEBT	530715AN1	2,056	2,250,000	PRN	DEFINED	1	X
LOCKHEED MARTIN CORP	DEBT	539830AP4	5,146	5,000,000	PRN	DEFINED	1	X
LOWES COMPANIES	DEBT	548661CF2	4,050	4,500,000	PRN	DEFINED	1	X
LOWE'S COMPANIES INC	DEBT	548661CG0	6,919	6,750,000	PRN	DEFINED	1	X
MASCO CORP	DEBT	574599AW6	7,313	15,000,000	PRN	DEFINED	1	X
MEDIMMUNE INC	DEBT	584699AE2	3,800	4,000,000	PRN	DEFINED	1	X
MEDTRONIC INC	DEBT	585055AB2	11,583	11,300,000	PRN	DEFINED	1	X
MERRILL LYNCH & CO	DEBT	590188AT3	3,778	3,800,000	PRN	DEFINED	1	X
MORGAN STANLEY	DEBT	617446GR4	2,272	2,500,000	PRN	DEFINED	1	X
ODYSSEY RE HOLDINGS	DEBT	67612WAB4	2,353	2,000,000	PRN	DEFINED	1	X
OMNICOM GROUP	DEBT	681919AP1	6,313	6,500,000	PRN	DEFINED	1	X
PLACER DOME INC	DEBT	725906AK7	927	750,000	PRN	DEFINED	1	X
PMI GROUP INC	DEBT	69344MAE1	3,830	3,450,000	PRN	DEFINED	1	X
PPL ENERGY SUPPLY LLC	DEBT	69352JAE7	2,650	2,500,000	PRN	DEFINED	1	X
RADIAN GROUP INC	DEBT	750236AF8	1,504	1,500,000	PRN	DEFINED	1	X
TEVA PHARMACEUT FIN BV	DEBT	88164MAB4	4,768	3,700,000	PRN	DEFINED	1	X
TEVA PHARMACEUT FIN BV	DEBT	88164RAB3	951	1,000,000	PRN	DEFINED	1	X
TJX COMPANIES	DEBT	872540AL3	1,635	2,000,000	PRN	DEFINED	1	X
TRANSOCEAN SEDCO FOREX	DEBT	893830AD1	3,964	4,050,000	PRN	DEFINED	1	X
TYCO INTL GROUP SA	DEBT	902118BF4	8,337	5,950,000	PRN	DEFINED	1	X
UNIV HEALTH SVCS	DEBT	913903AL4	4,466	7,700,000	PRN	DEFINED	1	X
WALT DISNEY COMPANY	DEBT	254687AU0	10,263	10,000,000	PRN	DEFINED	1	X
WATSON PHARMACEUTICALS	DEBT	942683AC7	1,241	1,250,000	PRN	DEFINED	1	X
WEATHERFORD INT'L	DEBT	947074AB6	4,263	6,700,000	PRN	DEFINED	1	X
WORLD COLOR PRESS, INC., CONVERTIBLE	DEBT	981443AA2	1,020	1,000,000	PRN	DEFINED	1	X
YOUNG & RUBICAM	DEBT	987425AC9	3,509	3,500,000	PRN	DEFINED	1	X

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"STOCK"			130	127,543			3,524,378	
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DEBT			73	260,208			299,140,000	
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REPORT TOTALS			203	387,751			302,664,378	
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