

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

GAMCO INVESTORS, INC. ET AL
 Form 13F-HR
 February 03, 2011

PORTVUE-SEC13F.LNP
 RUN DATE: 01/31/11 8:11 A.M.

GAMCO ASSET MGT. INC.

FORM 13F INFORMATION TABLE
 AS OF DATE: 12/31/10

| 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 | 1372 | 510000 | SH | | SOLE | |
| 3M CO. | COM | 88579Y101 | 1036 | 12000 | SH | | SOLE | |
| 99 CENTS ONLY STORES | COM | 65440K106 | 1514 | 95000 | SH | | SOLE | |
| A T & T INC (NEW) | COM | 00206R102 | 13855 | 471564 | SH | | SOLE | |
| AAR CORP COM | COM | 000361105 | 2060 | 75000 | SH | | SOLE | |
| AARON'S INC | COM | 002535300 | 12875 | 631430 | SH | | SOLE | |
| ABB LTD SPONSORED ADR | COM | 000375204 | 4528 | 201690 | SH | | SOLE | |
| ABBOTT LABS | COM | 002824100 | 4723 | 98585 | SH | | SOLE | |
| ABOVENET INC COM | COM | 00374N107 | 3069 | 52500 | SH | | SOLE | |
| ACCO BRANDS CORP COM | COM | 00081T108 | 1469 | 172378 | SH | | SOLE | |
| ACTIVISION BLIZZARD, INC | COM | 00507V109 | 833 | 67000 | SH | | SOLE | |
| ACUITY BRANDS INC (B:AYI) COM | COM | 00508Y102 | 1051 | 18220 | SH | | SOLE | |
| ADOBE SYSTEMS INC COM | COM | 00724F101 | 2192 | 71220 | SH | | SOLE | |
| AES CORP COM | COM | 00130H105 | 5078 | 416900 | SH | | SOLE | |
| AGL RES INC COM | COM | 001204106 | 2553 | 71200 | SH | | SOLE | |
| AGNICO-EAGLE MINES (USD) | COM | 008474108 | 4535 | 59120 | SH | | SOLE | |
| AIR PRODS & CHEMS INC COM | COM | 009158106 | 3010 | 33100 | SH | | SOLE | |
| AIRGAS INC COM | COM | 009363102 | 6202 | 99300 | SH | | SOLE | |
| AIRTRAN HLDGS INC COM | COM | 00949P108 | 74 | 10000 | SH | | SOLE | |
| ALBEMARLE CORP COM | COM | 012653101 | 1729 | 31000 | SH | | SOLE | |
| ALBERTO CULVER CO NEW COM | COM | 013078100 | 78263 | 2112920 | SH | | SOLE | |
| ALCOA INC COM | COM | 013817101 | 14205 | 923010 | SH | | SOLE | |
| ALCON INC COM SHS | COM | H01301102 | 7598 | 46500 | SH | | SOLE | |
| ALERE INC | COM | 01449J105 | 677 | 18500 | SH | | SOLE | |
| ALIGN TECHNOLOGY INC COM | COM | 016255101 | 1329 | 68000 | SH | | SOLE | |
| ALLEGHANY CORP DEL | COM | 017175100 | 1051 | 3429 | SH | | SOLE | |
| ALLEGHENY ENERGY INC COM | COM | 017361106 | 19793 | 816537 | SH | | SOLE | |
| ALLERGAN INC | COM | 018490102 | 10172 | 148128 | SH | | SOLE | |
| ALLETE INC COM NEW | COM | 018522300 | 1254 | 33650 | SH | | SOLE | |
| ALLIANCE BERNSTEIN HLDGS LP UN | COM | 01881G106 | 8178 | 350520 | SH | | SOLE | |
| ALLIANT ENERGY CORP COM | COM | 018802108 | 915 | 24880 | SH | | SOLE | |
| AMAZON.COM INC | COM | 023135106 | 679 | 3770 | SH | | SOLE | |
| AMERICA MOVIL S A DE C V SPONS | COM | 02364W105 | 3068 | 53500 | SH | | SOLE | |
| AMERICAN DENTAL PARTNERS INC | COM | 025353103 | 311 | 23000 | SH | | SOLE | |
| AMERICAN DG ENERGY INC COM | COM | 025398108 | 886 | 320000 | SH | | SOLE | |
| AMERICAN ELECTRIC POWER | COM | 025537101 | 270 | 7500 | SH | | SOLE | |
| AMERICAN EXPRESS CO | COM | 025816109 | 171589 | 3997870 | SH | | SOLE | |
| AMERICAN PUBLIC EDUCATION INCO | COM | 02913V103 | 305 | 8200 | SH | | SOLE | |
| AMERICAN WATER WORKS CO INC | COM | 030420103 | 2091 | 82700 | SH | | SOLE | |
| AMERIPRISE FINL INC COM | COM | 03076C106 | 3592 | 62412 | SH | | SOLE | |
| AMETEK INC NEW COM | COM | 031100100 | 139336 | 3549970 | SH | | SOLE | |

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| | | | | | | |
|---------------------------------|-----|-----------|-----------------------|---------|----|------|
| AMGEN INC | COM | 031162100 | 535 | 9750 | SH | SOLE |
| AMPCO PITTSBURGH CORP | COM | 032037103 | 33187 | 1183122 | SH | SOLE |
| ANADARKO PETE CORP COM | COM | 032511107 | 9946 | 130600 | SH | SOLE |
| ANGIODYNAMICS INC COM | COM | 03475V101 | 3836 | 249560 | SH | SOLE |
| ANGLOGOLD LTD SPONSORED ADR | COM | 035128206 | 226 | 4600 | SH | SOLE |
| ANIMAL HEALTH INTERNATIONAL | COM | 03525N109 | 949 | 329900 | SH | SOLE |
| ANIXTER INTL INC COM | COM | 035290105 | 358 | 6000 | SH | SOLE |
| AOL INC COM | COM | 00184X105 | 5005 | 211095 | SH | SOLE |
| APACHE CORP | COM | 037411105 | 3417 | 28658 | SH | SOLE |
| APPLE INC | COM | 037833100 | 9335 | 28939 | SH | SOLE |
| APPLIED MATLS INC COM | COM | 038222105 | 814 | 57930 | SH | SOLE |
| APPLIED SIGNAL TECHNOLOGY COM | COM | 038237103 | 10238 | 270200 | SH | SOLE |
| APPROACH RESOURCES INC COM | COM | 03834A103 | 705 | 30500 | SH | SOLE |
| ARBITRON INC COM | COM | 03875Q108 | 2659 | 64049 | SH | SOLE |
| ARCH CHEMICALS INC COM | COM | 03937R102 | 3102 | 81780 | SH | SOLE |
| ARCHER DANIELS MIDLAND | COM | 039483102 | 44447 | 1477629 | SH | SOLE |
| ARGO GROUP INTL HLDGS LTD COM | COM | G0464B107 | 2996 | 80000 | SH | SOLE |
| ART TECHNOLOGY GROUP INC COM | COM | 04289L107 | 6698 | 1120000 | SH | SOLE |
| ARTHROCARE CORP COM | COM | 043136100 | 13719 | 441700 | SH | SOLE |
| ARTIO GLOBAL INVESTORS INC | COM | 04315B107 | 3353 | 227300 | SH | SOLE |
| ASCENT MEDIA CORP COM SER A | COM | 043632108 | 48898 | 1261559 | SH | SOLE |
| ASHLAND INC NEW COM | COM | 044209104 | 13872 | 272749 | SH | SOLE |
| ASTEC INDS INC COM | COM | 046224101 | 1718 | 53000 | SH | SOLE |
| ASTRONICS CORP COM | COM | 046433108 | 210 | 10000 | SH | SOLE |
| ATLAS AMERICA INC COM | COM | 049298102 | 8447 | 192100 | SH | SOLE |
| AUTOMATIC DATA PROCESSING | COM | 053015103 | 278 | 6000 | SH | SOLE |
| AUTONATION INC | COM | 05329W102 | 73866 | 2619348 | SH | SOLE |
| AUTOZONE INC | COM | 053332102 | 9568 | 35100 | SH | SOLE |
| AVON PRODUCTS INC | COM | 054303102 | 8227 | 283100 | SH | SOLE |
| AZZ INC COM | COM | 002474104 | 232 | 5800 | SH | SOLE |
| BADGER METER INC COM | COM | 056525108 | 2828 | 63950 | SH | SOLE |
| BAKER HUGHES INC | COM | 057224107 | 229 | 4000 | SH | SOLE |
| BALDOR ELEC CO COM | COM | 057741100 | 103373 | 1639800 | SH | SOLE |
| BALDWIN TECHNOLOGY INC CL A | COM | 058264102 | 1323 | 994797 | SH | SOLE |
| BANK OF AMERICA | COM | 060505104 | 5946 | 445752 | SH | SOLE |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 139980 | 4635087 | SH | SOLE |
| BARNES GROUP INC COM | COM | 067806109 | 1075 | 51990 | SH | SOLE |
| BARNES & NOBLES | COM | 067774109 | 1755 | 124000 | SH | SOLE |
| BARRETT BILL CORP COM | COM | 06846N104 | 1152 | 28000 | SH | SOLE |
| BARRICK GOLD (R:ABX.N B:ABX US) | COM | 067901108 | 2717 | 51100 | SH | SOLE |
| BAXTER INTL INC COM | COM | 071813109 | 29174 | 576340 | SH | SOLE |
| BCE INC | COM | 05534B760 | 11634 | 328100 | SH | SOLE |
| BEASLEY BROADCAST GRP INC. | COM | 074014101 | 7857 | 1311651 | SH | SOLE |
| BECKMAN COULTER INC COM | COM | 075811109 | 40722 | 541303 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| | | | GAMCO ASSET MGT. INC. | | | |
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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| BECTION DICKINSON & CO COM | COM | 075887109 | 2306 | 27285 | SH | | SOLE | |
| BED BATH & BEYOND INC | COM | 075896100 | 5996 | 122000 | SH | | SOLE | |
| BEL FUSE INC CL A | COM | 077347201 | 4214 | 165241 | SH | | SOLE | |
| BELDEN CDT INC | COM | 077454106 | 3756 | 102000 | SH | | SOLE | |
| BELO CORP | COM | 080555105 | 3374 | 476601 | SH | | SOLE | |
| BERKSHIRE HATHAWAY INC DEL CL | COM | 084670702 | 7401 | 92387 | SH | | SOLE | |
| BERKSHIRE HATHAWAY INC-CL A | COM | 084670108 | 3614 | 30 | SH | | SOLE | |
| BEST BUY INC COM | COM | 086516101 | 1114 | 32500 | SH | | SOLE | |
| BIG 5 SPORTING GOODS CORP COM | COM | 08915P101 | 3085 | 202000 | SH | | SOLE | |

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|---------------------------------|-----|-----------|-----------------------|---------|----|------|
| BIGLARI HOLDINGS INC | COM | 08986R101 | 38538 | 93946 | SH | SOLE |
| BIO RAD LABS INC CL A | COM | 090572207 | 249 | 2400 | SH | SOLE |
| BIOGEN IDEC INC | COM | 09062X103 | 659 | 9829 | SH | SOLE |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 223 | 127500 | SH | SOLE |
| BIO-REFERENCE LABS INC COM \$.0 | COM | 09057G602 | 730 | 32900 | SH | SOLE |
| BLACK HILLS CORP COM | COM | 092113109 | 21078 | 702585 | SH | SOLE |
| BLACKROCK INC CL A | COM | 09247X101 | 690 | 3620 | SH | SOLE |
| BLACKSTONE GROUP L P COM UNIT | COM | 09253U108 | 505 | 35700 | SH | SOLE |
| BMP SUNSTONE CORP COM | COM | 05569C105 | 1388 | 140100 | SH | SOLE |
| BOEING CO | COM | 097023105 | 38614 | 591698 | SH | SOLE |
| BON-TON STORES INC COM | COM | 09776J101 | 7298 | 576500 | SH | SOLE |
| BORG WARNER INC | COM | 099724106 | 85121 | 1176352 | SH | SOLE |
| BOSTON BEER INC CL A | COM | 100557107 | 13408 | 141000 | SH | SOLE |
| BOSTON PRIVATE FINL HLDGS INCO | COM | 101119105 | 250 | 38200 | SH | SOLE |
| BOSTON SCIENTIFIC CORP COM | COM | 101137107 | 12694 | 1676885 | SH | SOLE |
| BOYD GAMING CORP | COM | 103304101 | 19124 | 1804150 | SH | SOLE |
| BRINKS CO COM | COM | 109696104 | 9991 | 371700 | SH | SOLE |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 18787 | 709485 | SH | SOLE |
| BROWN FORMAN CORP CL B | COM | 115637209 | 5394 | 77473 | SH | SOLE |
| BROWN-FORMAN CORP CLASS A | COM | 115637100 | 38593 | 555945 | SH | SOLE |
| BRUNSWICK CORP | COM | 117043109 | 1199 | 64000 | SH | SOLE |
| BRUSH ENGINEERED MATLS INC COM | COM | 117421107 | 28829 | 746100 | SH | SOLE |
| BUCYRUS INTL INC NEW CL A | COM | 118759109 | 59058 | 660600 | SH | SOLE |
| CABLEVISION SYS NY GROUP A | COM | 12686C109 | 319252 | 9434175 | SH | SOLE |
| CALAMOS ASSET MANAGEMENT-A | COM | 12811R104 | 1540 | 110000 | SH | SOLE |
| CALGON CARBON CORP COM | COM | 129603106 | 897 | 59300 | SH | SOLE |
| CAMBIUM LEARNING GRP INC COM | COM | 13201A107 | 1118 | 325073 | SH | SOLE |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 12713 | 250604 | SH | SOLE |
| CAMPBELL SOUP CO | COM | 134429109 | 24991 | 719178 | SH | SOLE |
| CANTERBURY PK HLDG CORP | COM | 13811E101 | 4882 | 420121 | SH | SOLE |
| CARMIKE CINEMAS INC COM | COM | 143436400 | 1158 | 150000 | SH | SOLE |
| CASELLA WASTE SYS INC CL A | COM | 147448104 | 980 | 138200 | SH | SOLE |
| CASEYS GEN STORES INC COM | COM | 147528103 | 19975 | 469881 | SH | SOLE |
| CASH AMER INTL INC COM | COM | 14754D100 | 222 | 6000 | SH | SOLE |
| CATERPILLAR INC | COM | 149123101 | 1458 | 15570 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CAVCO INDUSTRIES | COM | 149568107 | 21750 | 465848 | SH | | SOLE | |
| CBS CORP CLASS A | COM | 124857103 | 50433 | 2650201 | SH | | SOLE | |
| CBS CORP NEW CL B | COM | 124857202 | 12923 | 678354 | SH | | SOLE | |
| CELGENE CORP | COM | 151020104 | 1317 | 22270 | SH | | SOLE | |
| CENTRAL EUROPE AND RUSSIA FUND | MUTUAL FUNDS | 153436100 | 395 | 9441 | SH | | SOLE | |
| CENTRAL VT PUB SVC CORP COM | COM | 155771108 | 2555 | 116900 | SH | | SOLE | |
| CENTURYLINK, INC. | COM | 156700106 | 8450 | 183024 | SH | | SOLE | |
| CEPHALON INC COM | COM | 156708109 | 994 | 16100 | SH | | SOLE | |
| CEPHEID COM | COM | 15670R107 | 5892 | 259000 | SH | | SOLE | |
| CH ENERGY GROUP, INC. | COM | 12541M102 | 36994 | 756684 | SH | | SOLE | |
| CHEESECAKE FACTORY INC | COM | 163072101 | 10250 | 334300 | SH | | SOLE | |
| CHEMED CORPORATION | COM | 16359R103 | 45947 | 723455 | SH | | SOLE | |
| CHEMTURA CORP COM NEW | COM | 163893209 | 320 | 20010 | SH | | SOLE | |
| CHESAPEAKE ENERGY CORP COM | COM | 165167107 | 2329 | 89875 | SH | | SOLE | |
| CHESAPEAKE UTILS CORP COM | COM | 165303108 | 1283 | 30890 | SH | | SOLE | |
| CHEVRON CORP | COM | 166764100 | 17985 | 197099 | SH | | SOLE | |
| CHINA MOBILE LTD | COM | 16941M109 | 2878 | 58000 | SH | | SOLE | |
| CHURCH & DWIGHT CO | COM | 171340102 | 17333 | 251130 | SH | | SOLE | |
| CHURCHILL DOWNS INC COM | COM | 171484108 | 26320 | 606442 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|--------|----------|----|------|
| CINCINNATI BELL | COM | 171871106 | 32515 | 11612470 | SH | SOLE |
| CINCINNATI BELL PFD CVT 6.75% | CONVERTIBLE PREF | 171871403 | 477 | 11700 | SH | SOLE |
| CINEDIGM DIGITAL CINEMA CORPOR | COM | 172407108 | 50 | 30000 | SH | SOLE |
| CIRCOR INTL INC COM | COM | 17273K109 | 61590 | 1456715 | SH | SOLE |
| CISCO SYS INC | COM | 17275R102 | 3922 | 193885 | SH | SOLE |
| CITIGROUP INC. | COM | 172967101 | 1800 | 380600 | SH | SOLE |
| CLARCOR INC | COM | 179895107 | 81673 | 1904241 | SH | SOLE |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM | 18451C109 | 25688 | 1829600 | SH | SOLE |
| CLEARWIRE CORP-CLASS A | COM | 18538Q105 | 821 | 159370 | SH | SOLE |
| CME GROUP INC COM | COM | 12572Q105 | 2526 | 7850 | SH | SOLE |
| CMS ENERGY CORP COM | COM | 125896100 | 1707 | 91800 | SH | SOLE |
| CNA SURETY CORP COM | COM | 12612L108 | 24395 | 1030200 | SH | SOLE |
| CNH GLOBAL NV COM | COM | N20935206 | 153988 | 3225554 | SH | SOLE |
| COACH INC | COM | 189754104 | 517 | 9353 | SH | SOLE |
| COBALT INTL ENERGY INC COM | COM | 19075F106 | 366 | 30000 | SH | SOLE |
| COCA COLA CO | COM | 191216100 | 116607 | 1772948 | SH | SOLE |
| COHEN & STEERS INC COM | COM | 19247A100 | 28980 | 1110342 | SH | SOLE |
| COLDWATER CREEK INC COM | COM | 193068103 | 3604 | 1137000 | SH | SOLE |
| COLGATE PALMOLIVE CO | COM | 194162103 | 2145 | 26695 | SH | SOLE |
| COLLECTIVE BRANDS INC COM | COM | 19421W100 | 274 | 13000 | SH | SOLE |
| COMCAST CORP CL A SPL | COM | 20030N200 | 2021 | 97094 | SH | SOLE |
| COMCAST CORP NEW COM CL A | COM | 20030N101 | 2818 | 128284 | SH | SOLE |
| COMMSCOPE INC COM | COM | 203372107 | 13178 | 422100 | SH | SOLE |
| COMMUNICATIONS SYS | COM | 203900105 | 3759 | 267537 | SH | SOLE |
| COMPELLENT TECHNOLOGIES INC CO | COM | 20452A108 | 883 | 32000 | SH | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| CONAGRA INC | COM | 205887102 | 1152 | 51000 | SH | | SOLE | |
| CONMED CORP COM | COM | 207410101 | 2603 | 98500 | SH | | SOLE | |
| CONNECTICUT WTR SVC INC COM | COM | 207797101 | 238 | 8550 | SH | | SOLE | |
| CONOCOPHILLIPS COM | COM | 20825C104 | 13297 | 195264 | SH | | SOLE | |
| CONSOL ENERGY INC COM | COM | 20854P109 | 19515 | 400400 | SH | | SOLE | |
| CONSTELLATION BRANDS COM | COM | 21036P108 | 13069 | 590025 | SH | | SOLE | |
| CONSTELLATION ENERGY GROUP ICO | COM | 210371100 | 5397 | 176206 | SH | | SOLE | |
| CONTINUOCARE CORP COM | COM | 212172100 | 515 | 110000 | SH | | SOLE | |
| COOPER COS INC COM NEW | COM | 216648402 | 7888 | 140000 | SH | | SOLE | |
| COOPER INDUSTRIES PLC SHS | COM | G24140108 | 62982 | 1080490 | SH | | SOLE | |
| COPART INC COM | COM | 217204106 | 2540 | 68000 | SH | | SOLE | |
| CORE MOLDING TECH COM | COM | 218683100 | 2479 | 430300 | SH | | SOLE | |
| CORINTHIAN COLLEGES INC COM | COM | 218868107 | 3324 | 638000 | SH | | SOLE | |
| CORN PRODS INTL INC COM | COM | 219023108 | 27331 | 594151 | SH | | SOLE | |
| CORNING INC | COM | 219350105 | 7653 | 396129 | SH | | SOLE | |
| COSTCO WHSL CORP NEW COM | COM | 22160K105 | 9379 | 129885 | SH | | SOLE | |
| COVANCE INC COM | COM | 222816100 | 252 | 4900 | SH | | SOLE | |
| COVANTA HOLDING CORP | COM | 22282E102 | 4194 | 244000 | SH | | SOLE | |
| COVIDIEN PLC ORDINARY SHARE | COM | G2554F105 | 21542 | 471800 | SH | | SOLE | |
| CRANE CO | COM | 224399105 | 153799 | 3744800 | SH | | SOLE | |
| CROWN HOLDINGS INC COM | COM | 228368106 | 304 | 9100 | SH | | SOLE | |
| CROWN MEDIA HLDGS INC CL A | COM | 228411104 | 681 | 260000 | SH | | SOLE | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 17965 | 573397 | SH | | SOLE | |
| CTS CORP | COM | 126501105 | 39233 | 3547303 | SH | | SOLE | |
| CUMMINS ENGINE INC | COM | 231021106 | 1452 | 13195 | SH | | SOLE | |
| CURTISS WRIGHT CORP | COM | 231561101 | 86971 | 2619601 | SH | | SOLE | |
| CUTERA INC COM | COM | 232109108 | 3856 | 465085 | SH | | SOLE | |
| CVS CAREMARK CORP | COM | 126650100 | 35777 | 1028976 | SH | | SOLE | |
| CYMER INC COM | COM | 232572107 | 216 | 4800 | SH | | SOLE | |

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|--------------------------------|-----|-----------|--------|---------|----|------|
| CYNOSURE INC CL A | COM | 232577205 | 246 | 24000 | SH | SOLE |
| CYPRESS SEMICONDUCTOR CORP COM | COM | 232806109 | 7599 | 409000 | SH | SOLE |
| CYTEC INDS INC COM | COM | 232820100 | 318 | 6000 | SH | SOLE |
| DANA HOLDING CORP COM | COM | 235825205 | 36246 | 2106100 | SH | SOLE |
| DEAN FOODS (B:DF) | COM | 242370104 | 2665 | 301500 | SH | SOLE |
| DEERE & CO. | COM | 244199105 | 147660 | 1777968 | SH | SOLE |
| DEL MONTE FOODS CO COM | COM | 24522P103 | 32116 | 1708290 | SH | SOLE |
| DENNYS CORP COM | COM | 24869P104 | 2703 | 755000 | SH | SOLE |
| DENTSPLY INTL INC NEW COM | COM | 249030107 | 8918 | 261000 | SH | SOLE |
| DEUTSCHE BANK AG-REG (B:DB) | COM | D18190898 | 3737 | 71799 | SH | SOLE |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 17696 | 225394 | SH | SOLE |
| DEXCOM INC COM | COM | 252131107 | 1065 | 78000 | SH | SOLE |
| DIAGEO PLC SPONSORED ADR (B:DE | COM | 25243Q205 | 44169 | 594227 | SH | SOLE |
| DIAMOND FOODS INC COM | COM | 252603105 | 1542 | 29000 | SH | SOLE |
| DIAMOND OFFSHORE DRILLNG INCCO | COM | 25271C102 | 1090 | 16300 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| GAMCO ASSET MGT. INC. | | | | | | |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| DIEBOLD INC COM | COM | 253651103 | 126368 | 3942834 | SH | | SOLE | |
| DIONEX CORP COM | COM | 254546104 | 57011 | 483100 | SH | | SOLE | |
| DIRECTV-CLASS A | COM | 25490A101 | 242447 | 6071799 | SH | | SOLE | |
| DISCOVER FINANCIAL | COM | 254709108 | 3373 | 182028 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER A | COM | 25470F104 | 35857 | 859890 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER C | COM | 25470F302 | 30304 | 825939 | SH | | SOLE | |
| DISH NETWORK CORPORATION | COM | 25470M109 | 69980 | 3559500 | SH | | SOLE | |
| DISNEY WALT PRODTNS | COM | 254687106 | 6975 | 185952 | SH | | SOLE | |
| DOLLAR THRIFTY AUTOMOTIVE GRCO | COM | 256743105 | 236 | 5000 | SH | | SOLE | |
| DOMINION RES INC VA NEW COM | COM | 25746U109 | 4789 | 112100 | SH | | SOLE | |
| DONALDSON INC | COM | 257651109 | 76403 | 1310970 | SH | | SOLE | |
| DOVER DOWNS GAMING & ENTMT INC | COM | 260095104 | 579 | 170171 | SH | | SOLE | |
| DOVER MOTORSPORTS INC. (B:DVD) | COM | 260174107 | 1560 | 876500 | SH | | SOLE | |
| DOW CHEMICAL CORP | COM | 260543103 | 436 | 12780 | SH | | SOLE | |
| DPL INC COM | COM | 233293109 | 10868 | 422712 | SH | | SOLE | |
| DR HORTON 2.000% 05/15/14 | CONVERTIBLE BOND | 23331ABB4 | 217 | 190000 | PRN | | SOLE | |
| DR PEPPER SNAPPLE GROUP INC CO | COM | 26138E109 | 92910 | 2642500 | SH | | SOLE | |
| DRIL QUIP INC. | COM | 262037104 | 1119 | 14400 | SH | | SOLE | |
| DU PONT E I DE NEMOURS CO | COM | 263534109 | 5240 | 105060 | SH | | SOLE | |
| DUCOMMUN INC DEL COM | COM | 264147109 | 327 | 15000 | SH | | SOLE | |
| DUFF & PHELPS CORP-CL A | COM | 26433B107 | 927 | 55000 | SH | | SOLE | |
| DUKE ENERGY CORP | COM | 26441C105 | 4121 | 231382 | SH | | SOLE | |
| DYNAMEX INC COM | COM | 26784F103 | 230 | 9300 | SH | | SOLE | |
| DYNEGY INC | COM | 26817G300 | 348 | 62000 | SH | | SOLE | |
| E M C CORP MASS COM | COM | 268648102 | 4638 | 202537 | SH | | SOLE | |
| EASTERN CO COM | COM | 276317104 | 263 | 14748 | SH | | SOLE | |
| EASTMAN KODAK | COM | 277461109 | 2460 | 458950 | SH | | SOLE | |
| EATON CORP | COM | 278058102 | 3518 | 34652 | SH | | SOLE | |
| EATON VANCE CORP COM | COM | 278265103 | 363 | 12000 | SH | | SOLE | |
| EBAY INC | COM | 278642103 | 668 | 24000 | SH | | SOLE | |
| ECHOSTAR CORP-A | COM | 278768106 | 10053 | 402618 | SH | | SOLE | |
| ECOLAB INC | COM | 278865100 | 48013 | 952256 | SH | | SOLE | |
| EDGEWATER TECHNOLOGY INC COM | COM | 280358102 | 2614 | 1112300 | SH | | SOLE | |
| EL PASO CORPORATION | COM | 28336L109 | 24730 | 1797265 | SH | | SOLE | |
| EL PASO ELEC CO COM NEW | COM | 283677854 | 52825 | 1918824 | SH | | SOLE | |
| ELECTRONIC ARTS COM | COM | 285512109 | 1785 | 109000 | SH | | SOLE | |
| ELIZABETH ARDEN INC | COM | 28660G106 | 253 | 11000 | SH | | SOLE | |
| EMERSON ELEC CO | COM | 291011104 | 2590 | 45306 | SH | | SOLE | |
| EMMIS COMMUNICATIONS CORP | COM | 291525103 | 68 | 90000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|---------|----|------|
| EMULEX CORP COM NEW | COM | 292475209 | 2215 | 190000 | SH | SOLE |
| ENER1 INC COM NEW | COM | 29267A203 | 53 | 14000 | SH | SOLE |
| ENERGIZER HLDGS INC COM | COM | 29266R108 | 87789 | 1204240 | SH | SOLE |
| ENERGY TRANSFER PARTNERS L PUN | COM | 29273R109 | 363 | 7000 | SH | SOLE |
| ENTEGRIS INC COM | COM | 29362U104 | 905 | 121170 | 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 |
|---------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ENTERPRISE PRODS PARTNERS L CO | OIL & GAS PARTNE | 293792107 | 569 | 13668 | SH | | SOLE | |
| EOG RESOURCES INC | COM | 26875P101 | 1384 | 15140 | SH | | SOLE | |
| EPOCH HOLDING CORP | COM | 29428R103 | 8131 | 523540 | SH | | SOLE | |
| EQT CORP COM | COM | 26884L109 | 1121 | 25000 | SH | | SOLE | |
| EURAND N V SHS | COM | N31010106 | 118 | 10000 | SH | | SOLE | |
| EXACTECH INC COM | COM | 30064E109 | 11046 | 586915 | SH | | SOLE | |
| EXXON MOBIL CORP | COM | 30231G102 | 9487 | 129743 | SH | | SOLE | |
| EZCORP INC CL A NON VTG | COM | 302301106 | 540 | 19900 | SH | | SOLE | |
| FALCONSTOR SOFTWARE INC COM | COM | 306137100 | 358 | 107000 | SH | | SOLE | |
| FAMOUS DAVES AMER INC COM | COM | 307068106 | 152 | 13650 | SH | | SOLE | |
| FEDERAL MOGUL CORP CL A | COM | 313549404 | 25447 | 1232300 | SH | | SOLE | |
| FEIHE INTERNATIONAL INC COM | COM | 31429Y103 | 2820 | 265000 | SH | | SOLE | |
| FERRO CORP | COM | 315405100 | 91611 | 6257579 | SH | | SOLE | |
| FIDELITY SOUTHERN CORP | COM | 316394105 | 241 | 34484 | SH | | SOLE | |
| FIRSTENERGY CORP COM | COM | 337932107 | 1101 | 29751 | SH | | SOLE | |
| FIRSTMERIT CORP COM | COM | 337915102 | 443 | 22400 | SH | | SOLE | |
| FISHER COMMUNICATIONS INC COM | COM | 337756209 | 39852 | 1828054 | SH | | SOLE | |
| FLOWERS FOODS INC COM | COM | 343498101 | 29086 | 1080875 | SH | | SOLE | |
| FLOWERVE CORP COM | COM | 34354P105 | 147705 | 1238932 | SH | | SOLE | |
| FLUSHING FINL CORP COM | COM | 343873105 | 3651 | 260800 | SH | | SOLE | |
| FMC CORP COM NEW | COM | 302491303 | 1070 | 13390 | SH | | SOLE | |
| FOMENTO ECONOMICO MEXICANO SAD | COM | 344419106 | 14127 | 252635 | SH | | SOLE | |
| FORD CAP TRUST 6.5% 01/15/32 | CONVERTIBLE PREF | 345395206 | 10303 | 198400 | SH | | SOLE | |
| FORD MTR CO DEL COM PAR \$0.01 | COM | 345370860 | 27632 | 1645760 | SH | | SOLE | |
| FORTUNE BRANDS INC | COM | 349631101 | 98983 | 1642870 | SH | | SOLE | |
| FRANKLIN ELEC INC | COM | 353514102 | 8166 | 209809 | SH | | SOLE | |
| FRANKLIN RES INC COM | COM | 354613101 | 856 | 7700 | SH | | SOLE | |
| FREEMPORT MCMORAN COPPER&GOLD C | COM | 35671D857 | 24904 | 207376 | SH | | SOLE | |
| FREQUENCY ELECTRS INC COM | COM | 358010106 | 275 | 41000 | SH | | SOLE | |
| FRESENIUS KABI PHARMA-CVR | WARRANT AND RIGH | 35802M115 | 1 | 15000 | SH | | SOLE | |
| FULLER H B CO COM | COM | 359694106 | 9879 | 481450 | SH | | SOLE | |
| FURMANITE CORPORATION | COM | 361086101 | 11242 | 1626886 | SH | | SOLE | |
| GABELLI CV SECURITIES FUND | MUTUAL FUNDS | 36240B109 | 7221 | 1179893 | SH | | SOLE | |
| GABELLI DIV&INC TR COM | MUTUAL FUNDS | 36242H104 | 31991 | 2082741 | SH | | SOLE | |
| GABELLI EQUITY TRUST INC | MUTUAL FUNDS | 362397101 | 3575 | 630501 | SH | | SOLE | |
| GABELLI GLB GLD NAT RES & INCO | MUTUAL FUNDS | 36244N109 | 207 | 10738 | SH | | SOLE | |
| GABELLI GBL MULTIMEDIA TR COM | MUTUAL FUNDS | 36239Q109 | 3474 | 423088 | SH | | SOLE | |
| GABELLI GLOBAL DEAL FUND | MUTUAL FUNDS | 36245G103 | 17159 | 1283411 | SH | | SOLE | |
| GABELLI GLOBAL UTIL & INCOME CO | MUTUAL FUNDS | 36242L105 | 3508 | 171491 | SH | | SOLE | |
| GABELLI HLTHCARE & WELLNESS | MUTUAL FUNDS | 36246K103 | 611 | 86016 | SH | | SOLE | |
| GABELLI UTIL TR COM | MUTUAL FUNDS | 36240A101 | 1537 | 240592 | SH | | SOLE | |
| GARDNER DENVER INC | COM | 365558105 | 2202 | 32000 | SH | | SOLE | |
| GATX CORP | COM | 361448103 | 130911 | 3710641 | SH | | SOLE | |
| GATX CORP \$2.50 CV PFD | CONVERTIBLE PREF | 361448202 | 254 | 1300 | SH | | SOLE | |

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|---------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GAYLORD ENTERTAINMENT CO | COM | 367905106 | 139567 | 3883338 | SH | | SOLE | |
| GENCORP INC | COM | 368682100 | 25661 | 4963470 | SH | | SOLE | |
| GENERAL ELEC CO | COM | 369604103 | 28180 | 1540747 | SH | | SOLE | |
| GENERAL MILLS INC | COM | 370334104 | 99288 | 2789780 | SH | | SOLE | |
| GENERAL MTRS CO COM | COM | 37045V100 | 1777 | 48200 | SH | | SOLE | |
| GENESEE & WYOMING INC. | COM | 371559105 | 222 | 4200 | SH | | SOLE | |
| GENESIS ENERGY L P UNIT L P IN | OIL & GAS PARTNE | 371927104 | 2323 | 88000 | SH | | SOLE | |
| GENON ENERGY INC | COM | 37244E107 | 66 | 17430 | SH | | SOLE | |
| GENUINE PARTS CO | COM | 372460105 | 127710 | 2487531 | SH | | SOLE | |
| GENZYME CORP | COM | 372917104 | 10807 | 151778 | SH | | SOLE | |
| GEORESOURCES INC COM | COM | 372476101 | 235 | 10600 | SH | | SOLE | |
| GERBER SCIENTIFIC INSTR | COM | 373730100 | 10264 | 1304180 | SH | | SOLE | |
| GILEAD SCIENCES INC COM | COM | 375558103 | 1689 | 46600 | SH | | SOLE | |
| GLOBAL SOURCES LTD COM | COM | G39300101 | 2018 | 212000 | SH | | SOLE | |
| GOLDMAN SACHS GR | COM | 38141G104 | 1059 | 6300 | SH | | SOLE | |
| GOOGLE INC-CL A | COM | 38259P508 | 9539 | 16060 | SH | | SOLE | |
| GORMAN RUPP CO | COM | 383082104 | 11096 | 343317 | SH | | SOLE | |
| GRACO INC COM | COM | 384109104 | 8914 | 225950 | SH | | SOLE | |
| GRAFTECH INTERNATIONAL | COM | 384313102 | 110307 | 5559836 | SH | | SOLE | |
| GRAY TELEVISION, INC | COM | 389375106 | 2521 | 1348158 | SH | | SOLE | |
| GRAY TELEVISION, INC CL A | COM | 389375205 | 79 | 44700 | SH | | SOLE | |
| GREAT PLAINS ENERGY INC. (B: G | COM | 391164100 | 33676 | 1736777 | SH | | SOLE | |
| GREATBATCH INC | COM | 39153L106 | 3478 | 144000 | SH | | SOLE | |
| GREENBRIER COS INC | COM | 393657101 | 2603 | 124000 | SH | | SOLE | |
| GREIF INC CL A | COM | 397624107 | 63928 | 1032758 | SH | | SOLE | |
| GREIF INC CL B | COM | 397624206 | 435 | 7100 | SH | | SOLE | |
| GRIFFIN LAND & NUR | COM | 398231100 | 31323 | 967356 | SH | | SOLE | |
| GRIFFON CORP COM | COM | 398433102 | 76261 | 5985953 | SH | | SOLE | |
| GRUPO TELEVISIA SA DE CV ADR (B | COM | 40049J206 | 60003 | 2314026 | SH | | SOLE | |
| GSE SYS INC COM | COM | 36227K106 | 176 | 48527 | SH | | SOLE | |
| GTSI CORP COM | COM | 36238K103 | 59 | 12600 | SH | | SOLE | |
| GYRODYNE CO AMER INC COM | COM | 403820103 | 396 | 5000 | SH | | SOLE | |
| H R BLOCK INC | COM | 093671105 | 1488 | 124900 | SH | | SOLE | |
| HAIN CELESTIAL GROUP INC | COM | 405217100 | 5277 | 195000 | SH | | SOLE | |
| HALLIBURTON COMPANY | COM | 406216101 | 39960 | 978685 | SH | | SOLE | |
| HANESBRANDS INC COM | COM | 410345102 | 2616 | 103000 | SH | | SOLE | |
| HARLEY DAVIDSON INC | COM | 412822108 | 430 | 12400 | SH | | SOLE | |
| HARMAN INTL INDS INC NEW COM | COM | 413086109 | 9816 | 212000 | SH | | SOLE | |
| HAWAIIAN ELEC INDS INC COM | COM | 419870100 | 497 | 21800 | SH | | SOLE | |
| HAWKINS INC COM | COM | 420261109 | 8168 | 183967 | SH | | SOLE | |
| HEELYS INC COM | COM | 42279M107 | 49 | 16000 | SH | | SOLE | |
| HEICO CORP NEW COM | COM | 422806109 | 1786 | 35000 | SH | | SOLE | |
| HEINZ, H J COMPANY | COM | 423074103 | 39473 | 798082 | SH | | SOLE | |
| HERLEY INDS INC COM | COM | 427398102 | 49322 | 2847677 | SH | | SOLE | |

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GAMCO ASSET MGT. INC.

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|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| HERSHEY COMPANY (THE) | COM | 427866108 | 25543 | 541731 | SH | | SOLE | |
| HESS CORP | COM | 42809H107 | 9147 | 119510 | SH | | SOLE | |
| HEWLETT PACKARD CO | COM | 428236103 | 1768 | 41998 | SH | | SOLE | |
| HICKORY TECH CORP COM | COM | 429060106 | 550 | 57525 | SH | | SOLE | |
| HOME DEPOT INC | COM | 437076102 | 28439 | 811160 | SH | | SOLE | |
| HONEYWELL INT'L INC | COM | 438516106 | 143308 | 2695784 | SH | | SOLE | |
| HSN INC COM | COM | 404303109 | 2405 | 78480 | SH | | SOLE | |

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| | | | | | | |
|---------------------------------|-------|-----------|-------|---------|----|------|
| HUDSON CITY BANCORP INC COM | COM | 443683107 | 1357 | 106545 | SH | SOLE |
| HUDSON VALLEY HOLDING CORP COM | COM | 444172100 | 1325 | 53518 | SH | SOLE |
| HUNTSMAN CORP COM | COM | 447011107 | 14783 | 947000 | SH | SOLE |
| HYPERCOM CORP | COM | 44913M105 | 569 | 68000 | SH | SOLE |
| IAC INTERACTIVECORP COM PAR \$. | COM | 44919P508 | 4958 | 172745 | SH | SOLE |
| ICU MEDICAL INC | COM | 44930G107 | 584 | 16000 | SH | SOLE |
| IDEX CORP | COM | 45167R104 | 65449 | 1673041 | SH | SOLE |
| ILLINOIS TOOL WORKS INC | COM | 452308109 | 352 | 6600 | SH | SOLE |
| IMAX CORP COM | COM | 45245E109 | 1171 | 41700 | SH | SOLE |
| INERGY L P UNIT LTD PTNR | UNITS | 456615103 | 357 | 9100 | SH | SOLE |
| INGERSOLL-RAND PLC | COM | G47791101 | 376 | 7980 | SH | SOLE |
| INGLES MKTS INC CL A | COM | 457030104 | 23673 | 1232989 | SH | SOLE |
| INNERWORKINGS INC COM | COM | 45773Y105 | 66 | 10000 | SH | SOLE |
| INNOVATIVE SOLUTIONS & SUPPOCO | COM | 45769N105 | 85 | 15000 | SH | SOLE |
| INSITUFORM TECHNOLOGIES INC CL | COM | 457667103 | 2484 | 93700 | SH | SOLE |
| INTEGRYS ENERGY GROUP INC | COM | 45822P105 | 287 | 5925 | SH | SOLE |
| INTEL CORP | COM | 458140100 | 10407 | 494853 | SH | SOLE |
| INTERMEC INC | COM | 458786100 | 67450 | 5327820 | SH | SOLE |
| INTERNATIONAL BUSINESS | COM | 459200101 | 9294 | 63325 | SH | SOLE |
| INTERNATIONAL GAME TECH | COM | 459902102 | 19701 | 1113687 | SH | SOLE |
| INTERNATIONAL PAPER CO | COM | 460146103 | 1184 | 43460 | SH | SOLE |
| INTERNATIONAL RECTIFIER CORPCO | COM | 460254105 | 950 | 32000 | SH | SOLE |
| INTERNATIONAL SPEEDWAY A | COM | 460335201 | 994 | 38000 | SH | SOLE |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 12526 | 1179500 | SH | SOLE |
| INTERVAL LEISURE GROUP INC COM | COM | 46113M108 | 707 | 43804 | SH | SOLE |
| INTL FLAVORS & FRAGRANCES | COM | 459506101 | 62373 | 1122020 | SH | SOLE |
| INTRICON CORP COM | COM | 46121H109 | 184 | 47000 | SH | SOLE |
| INVESTMENT TECHNOLOGY GRP NECO | COM | 46145F105 | 253 | 15450 | SH | SOLE |
| IRIS INTL INC COM | COM | 46270W105 | 8628 | 843395 | SH | SOLE |
| ITT INDUSTRIES | COM | 450911102 | 93576 | 1795734 | SH | SOLE |
| J CREW GROUP INC COM | COM | 46612H402 | 852 | 19745 | SH | SOLE |
| J & J SNACK FOODS CORP | COM | 466032109 | 2475 | 51300 | SH | SOLE |
| J.P. MORGAN CHASE & CO | COM | 46625H100 | 55781 | 1314961 | SH | SOLE |
| JANUS CAP GROUP INC COM | COM | 47102X105 | 63419 | 4889680 | SH | SOLE |
| JOHNSON CONTROLS | COM | 478366107 | 30819 | 806792 | SH | SOLE |
| JOHNSON & JOHNSON | COM | 478160104 | 21730 | 351340 | SH | SOLE |
| JOURNAL COMM INC-A | COM | 481130102 | 25484 | 5046308 | SH | SOLE |

GAMCO ASSET MGT. INC.

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|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| JOY GLOBAL INC COM | COM | 481165108 | 1637 | 18875 | SH | | SOLE | |
| JO-ANN STORES INC COM | COM | 47758P307 | 1265 | 21000 | SH | | SOLE | |
| KAMAN CORP | COM | 483548103 | 73888 | 2541727 | SH | | SOLE | |
| KAR AUCTION SVCS INC COM | COM | 48238T109 | 6721 | 487000 | SH | | SOLE | |
| KBW INC | COM | 482423100 | 977 | 35000 | SH | | SOLE | |
| KELLOGG CO | COM | 487836108 | 5065 | 99150 | SH | | SOLE | |
| KEMET CORPORATION COME NEW | COM | 488360207 | 1166 | 80001 | SH | | SOLE | |
| KENNAMETAL INC COM | COM | 489170100 | 2742 | 69500 | SH | | SOLE | |
| KENSEY NASH CORP COM | COM | 490057106 | 2599 | 93400 | SH | | SOLE | |
| KEY ENERGY SVCS INC COM | COM | 492914106 | 1168 | 90000 | SH | | SOLE | |
| KEY TECHNOLOGY INC COM | COM | 493143101 | 193 | 11340 | SH | | SOLE | |
| KID BRANDS, INC. COM | COM | 49375T100 | 123 | 14400 | SH | | SOLE | |
| KIMBERLY CLARK CORP | COM | 494368103 | 23785 | 377305 | SH | | SOLE | |
| KINETIC CONCEPTS INC COM NEW | COM | 49460W208 | 1256 | 30000 | SH | | SOLE | |
| KING PHARMACEUTICALS INC COM | COM | 495582108 | 31592 | 2248563 | SH | | SOLE | |
| KINROSS GOLD CORP COM NO PAR | COM | 496902404 | 647 | 34100 | SH | | SOLE | |
| KKR & CO. L.P | COM | 48248M102 | 5175 | 364410 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----------|-----------|--------|---------|----|-----------------------|
| KOHLS CORP | COM | 500255104 | 446 | 8200 | SH | SOLE |
| KRAFT FOODS INC CL A COM | COM | 50075N104 | 84107 | 2669208 | SH | SOLE |
| LADISH INC COM NEW | COM | 505754200 | 972 | 20000 | SH | SOLE |
| LAKES ENTERTAINMENT INC COM | COM | 51206P109 | 271 | 95000 | SH | SOLE |
| LANDAUER INC | COM | 51476K103 | 4301 | 71720 | SH | SOLE |
| LAS VEGAS SANDS CORP | COM | 517834107 | 75235 | 1637320 | SH | SOLE |
| LAYNE CHRISTENSEN CO COM | COM | 521050104 | 16074 | 467000 | SH | SOLE |
| LEAR CORP COM NEW | COM | 521865204 | 2816 | 28525 | SH | SOLE |
| LEGG MASON INC COM | COM | 524901105 | 111507 | 3074351 | SH | SOLE |
| LGL GROUP INC | COM | 50186A108 | 720 | 40039 | SH | SOLE |
| LIBERTY GLOBAL INC COM SER A | COM | 530555101 | 40214 | 1136619 | SH | SOLE |
| LIBERTY GLOBAL INC COM SER C | COM | 530555309 | 26563 | 783789 | SH | SOLE |
| LIBERTY MEDIA CORP NEW LIB STA | COM | 53071M708 | 23203 | 349025 | SH | SOLE |
| LIBERTY MEDIA HLDG CORP INT CO | COM | 53071M104 | 26980 | 1710827 | SH | SOLE |
| LIBERTY MEDIA-CAP SER A | COM | 53071M302 | 72775 | 1163277 | SH | SOLE |
| LIFE TECHNOLOGIES CORP COM | COM | 53217V109 | 2953 | 53216 | SH | SOLE |
| LIFEWAY FOODS INC COM | COM | 531914109 | 2708 | 283605 | SH | SOLE |
| LILLY, ELI AND COMPANY | COM | 532457108 | 5492 | 156748 | SH | SOLE |
| LIN TV CORP CL A | COM | 532774106 | 18709 | 3530080 | SH | SOLE |
| LINCOLN ELEC HLDGS INC COM | COM | 533900106 | 3786 | 58000 | SH | SOLE |
| LINDSAY CORP | COM | 535555106 | 6098 | 102600 | SH | SOLE |
| LITTELFUSE INC | COM | 537008104 | 5883 | 125000 | SH | SOLE |
| LIVE NATION INC | COM | 538034109 | 2699 | 236310 | SH | SOLE |
| LOCKHEED MARTIN CORP COM | COM | 539830109 | 1012 | 14480 | SH | SOLE |
| LOEWS CORP | COM | 540424108 | 362 | 9300 | SH | SOLE |
| LOWES COS INC COM | COM | 548661107 | 527 | 21015 | SH | SOLE |
| LSI LOGIC CORP COM | COM | 502161102 | 961 | 160418 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GAMCO ASSET MGT. INC. |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| LUFKIN INDS INC COM | COM | 549764108 | 24083 | 386000 | SH | | SOLE | |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 15513 | 1302500 | SH | | SOLE | |
| M & T BK CORP COM | COM | 55261F104 | 14328 | 164600 | SH | | SOLE | |
| MACQUARIE INFRASTRUCTURE COMPA | COM | 55608B105 | 2096 | 98990 | SH | | SOLE | |
| MACY'S INC | COM | 55616P104 | 23091 | 912694 | SH | | SOLE | |
| MADISON SQUARE GARDEN A | COM | 55826P100 | 81228 | 3150824 | SH | | SOLE | |
| MAGNETEK INC COM | COM | 559424106 | 1800 | 1333133 | SH | | SOLE | |
| MARATHON OIL CORP COM | COM | 565849106 | 504 | 13603 | SH | | SOLE | |
| MARCUS CORP COM | COM | 566330106 | 3085 | 232500 | SH | | SOLE | |
| MARINE PRODS CORP COM | COM | 568427108 | 5075 | 762012 | SH | | SOLE | |
| MARKWEST ENERGY PARTNERS L PUN | OIL & GAS PARTNE | 570759100 | 429 | 9900 | SH | | SOLE | |
| MARSH & MCLENNAN COS INC COM | COM | 571748102 | 924 | 33800 | SH | | SOLE | |
| MARSHALL & ILSLEY CORP NEW COM | COM | 571837103 | 1079 | 155900 | SH | | SOLE | |
| MARTEK BIOSCIENCES CORP COM | COM | 572901106 | 1002 | 32000 | SH | | SOLE | |
| MARTHA STEWART LIVING OMNI | COM | 573083102 | 1520 | 344000 | SH | | SOLE | |
| MASTERCARD INC COM | COM | 57636Q104 | 7914 | 35315 | SH | | SOLE | |
| MATERIAL SCIENCES CORP COM | COM | 576674105 | 195 | 30500 | SH | | SOLE | |
| MATRIX INITIATIVES INC COM | COM | 57685L105 | 1491 | 176200 | SH | | SOLE | |
| MATTHEWS INTL CORP CL A | COM | 577128101 | 864 | 24700 | SH | | SOLE | |
| MCAFEE INC COM | COM | 579064106 | 122106 | 2636700 | SH | | SOLE | |
| MCCORMICK & CO INC COM VTG | COM | 579780107 | 423 | 9200 | SH | | SOLE | |
| MCGRAW HILL COMPANIES, INC. | COM | 580645109 | 5263 | 144550 | SH | | SOLE | |
| MCKESSON HBOC INC. | COM | 58155Q103 | 289 | 4100 | SH | | SOLE | |
| MEAD JOHNSON | COM | 582839106 | 18233 | 292900 | SH | | SOLE | |
| MEDALLION FINANCIAL CORP | COM | 583928106 | 1610 | 196400 | SH | | SOLE | |
| MEDIA GENERAL CL A | COM | 584404107 | 27276 | 4719066 | SH | | SOLE | |
| MEDIACOM COMMUNICATIONS CORPCL | COM | 58446K105 | 5086 | 600500 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|----|-----------------------|
| MENTOR GRAPHICS CORP COM | COM | 587200106 | 2712 | 226000 | SH | SOLE |
| MERCK & COMPANY | COM | 58933Y105 | 7361 | 204250 | SH | SOLE |
| MEREDITH CORP | COM | 589433101 | 9254 | 267083 | SH | SOLE |
| MET PRO CORP COM | COM | 590876306 | 1330 | 112655 | SH | SOLE |
| METHODE ELECTRS INC CL A | COM | 591520200 | 2756 | 212500 | SH | SOLE |
| MF GLOBAL HLDGS LTD COM | COM | 55277J108 | 376 | 45000 | SH | SOLE |
| MGE ENERGY INC | COM | 55277P104 | 460 | 10750 | SH | SOLE |
| MGM RESORTS INTERNATIONAL | COM | 552953101 | 5435 | 366000 | SH | SOLE |
| MICROSOFT CORP | COM | 594918104 | 14346 | 514013 | SH | SOLE |
| MIDAS GROUP INC COM | COM | 595626102 | 17650 | 2176268 | SH | SOLE |
| MIDDLESEX WTR CO COM | COM | 596680108 | 2123 | 115708 | SH | SOLE |
| MILlicom INTL CELLULAR S A SHS | COM | L6388F110 | 70913 | 741770 | SH | SOLE |
| MIRANT CORP NEW WT A EX 010311 | WARRANT AND RIGH | 60467R118 | 0 | 12446 | SH | SOLE |
| MODINE MFG CO | COM | 607828100 | 41761 | 2694278 | SH | SOLE |
| MOLYCORP INC DEL COM | COM | 608753109 | 6931 | 138900 | SH | SOLE |
| MONRO MUFFLER BRAKE INC | COM | 610236101 | 2916 | 84300 | SH | SOLE |
| MONSANTO CO NEW COM | COM | 61166W101 | 12540 | 180067 | 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 DISCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| MONSTER WORLDWIDE INC COM | COM | 611742107 | 1300 | 55000 | SH | | SOLE | |
| MOOG INC CL A | COM | 615394202 | 4920 | 123610 | SH | | SOLE | |
| MOOG INC CL B | COM | 615394301 | 1282 | 32200 | SH | | SOLE | |
| MORGAN STANLEY | COM | 617446448 | 39938 | 1467770 | SH | | SOLE | |
| MORGANS HOTEL GROUP CO COM | COM | 61748W108 | 793 | 87400 | SH | | SOLE | |
| MOSAIC CO/THE | COM | 61945A107 | 3353 | 43915 | SH | | SOLE | |
| MOSY INC | COM | 619718109 | 114 | 20000 | SH | | SOLE | |
| MOTOROLA INC | COM | 620076109 | 2152 | 237300 | SH | | SOLE | |
| MOVADO GROUP INC COM | COM | 624580106 | 1685 | 104400 | SH | | SOLE | |
| MUELLER INDS INC COM | COM | 624756102 | 360 | 11000 | SH | | SOLE | |
| MUELLER WATER PRODUCTS INC | COM | 624758108 | 347 | 83150 | SH | | SOLE | |
| MURPHY OIL CORP COM | COM | 626717102 | 2701 | 36235 | SH | | SOLE | |
| MVC CAP COM | COM | 553829102 | 1106 | 75750 | SH | | SOLE | |
| MWI VETERINARY SUPPLY INC | COM | 55402X105 | 5279 | 83600 | SH | | SOLE | |
| MYERS INDS INC | COM | 628464109 | 32256 | 3311755 | SH | | SOLE | |
| MYLAN LABS INC COM | COM | 628530107 | 424 | 20085 | SH | | SOLE | |
| NARA BANCORP INC COM | COM | 63080P105 | 6066 | 615500 | SH | | SOLE | |
| NATHANS FAMOUS INC NEW COM | COM | 632347100 | 2722 | 161526 | SH | | SOLE | |
| NATIONAL FUEL GAS CO N J COM | COM | 636180101 | 204369 | 3114438 | SH | | SOLE | |
| NATIONAL PRESTO INDS INC | COM | 637215104 | 689 | 5300 | SH | | SOLE | |
| NAVISTAR INTL CORP 3% 10/15/20 | CONVERTIBLE BOND | 63934EAL2 | 348 | 260000 | PRN | | SOLE | |
| NAVISTAR INTL CORP COM | COM | 63934E108 | 128770 | 2223630 | SH | | SOLE | |
| NCR CORP NEW COM | COM | 62886E108 | 37301 | 2426880 | SH | | SOLE | |
| NEOGEN CORP COM | COM | 640491106 | 451 | 11000 | SH | | SOLE | |
| NEUTRAL TANDEM INC COM | COM | 64128B108 | 348 | 24100 | SH | | SOLE | |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 16962 | 1132300 | SH | | SOLE | |
| NEW GERMANY FD COM (B:GF US) | MUTUAL FUNDS | 644465106 | 207 | 13178 | SH | | SOLE | |
| NEW YORK CMNTY BANCORP INC COM | COM | 649445103 | 752 | 39886 | SH | | SOLE | |
| NEWMARKET CORP COM | COM | 651587107 | 11029 | 89400 | SH | | SOLE | |
| NEWMONT MINING CORP HOLDING CO | COM | 651639106 | 21408 | 348490 | SH | | SOLE | |
| NEWS CORP CL A | COM | 65248E104 | 102779 | 7059016 | SH | | SOLE | |
| NEXTERA ENERGY INC COM | COM | 65339F101 | 19457 | 374254 | SH | | SOLE | |
| NICOR INC COM | COM | 654086107 | 2938 | 58863 | SH | | SOLE | |
| NIHD 3 1/8% 06/12 | CONVERTIBLE BOND | 62913FAJ1 | 1103 | 1120000 | PRN | | SOLE | |
| NII HLDGS INC CL B NEW | COM | 62913F201 | 21830 | 488800 | SH | | SOLE | |
| NIKE INC CL B | COM | 654106103 | 710 | 8310 | SH | | SOLE | |
| NISOURCE INC | COM | 65473P105 | 264 | 15000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|---------|----|-----------------------|
| NOBILITY HOMES INC COM | COM | 654892108 | 1511 | 186276 | SH | SOLE |
| NOBLE CORPORATION BAAR NAMEN - | COM | H5833N103 | 1188 | 33220 | SH | SOLE |
| NOBLE ENERGY INC COM | COM | 655044105 | 215 | 2500 | SH | SOLE |
| NORDSON CORP COM | COM | 655663102 | 1838 | 20000 | SH | SOLE |
| NORTHEAST UTILS COM | COM | 664397106 | 25793 | 809077 | SH | SOLE |
| NORTHERN TRUST CORP | COM | 665859104 | 61934 | 1117745 | SH | SOLE |
| NORTHROP GRUMMAN CORP (B:NOC) | COM | 666807102 | 1214 | 18742 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GAMCO ASSET MGT. INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-----------------------|---------|
| NORTHWESTERN CORP COM NEW | COM | 668074305 | 12031 | 417300 | SH | | SOLE | |
| NOVARTIS AG - ADR (B:NVS US) | COM | 66987V109 | 842 | 14290 | SH | | SOLE | |
| NOVELL INC | COM | 670006105 | 710 | 120000 | SH | | SOLE | |
| NOVO-NORDISK A S ADR | COM | 670100205 | 441 | 3920 | SH | | SOLE | |
| NRG ENERGY INC COM NEW | COM | 629377508 | 311 | 15900 | SH | | SOLE | |
| NSTAR COM | COM | 67019E107 | 34154 | 809525 | SH | | SOLE | |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 801 | 114800 | SH | | SOLE | |
| NUTRI SYS INC NEW COM | COM | 67069D108 | 1052 | 50000 | SH | | SOLE | |
| NUVASIVE INC COM | COM | 670704105 | 231 | 9000 | SH | | SOLE | |
| NYSE EURONEXT COM | COM | 629491101 | 2956 | 98585 | SH | | SOLE | |
| OCCIDENTAL PETE CORP | COM | 674599105 | 16914 | 172420 | SH | | SOLE | |
| OCEANEERING INTL INC COM | COM | 675232102 | 23797 | 323200 | SH | | SOLE | |
| OGE ENERGY CORP COM | COM | 670837103 | 205 | 4500 | SH | | SOLE | |
| OIL DRI CORP AMER COM | COM | 677864100 | 11875 | 552600 | SH | | SOLE | |
| OLIN CORP COM PAR \$1. | COM | 680665205 | 2257 | 110000 | SH | | SOLE | |
| OMNOVA SOLUTIONS INC COM | COM | 682129101 | 22450 | 2685450 | SH | | SOLE | |
| ONEOK INC NEW COM | COM | 682680103 | 12185 | 219668 | SH | | SOLE | |
| OPKO HEALTH INC COM | COM | 68375N103 | 55 | 15000 | SH | | SOLE | |
| ORACLE SYS CORP | COM | 68389X105 | 670 | 21400 | SH | | SOLE | |
| ORIENT-EXPRESS HOTELS LTD COM | COM | G67743107 | 7099 | 546500 | SH | | SOLE | |
| ORMAT TECHNOLOGIES INC | COM | 686688102 | 2426 | 82000 | SH | | SOLE | |
| ORTHOFIX INTL N V ORD | COM | N6748L102 | 3012 | 103850 | SH | | SOLE | |
| OTTER TAIL CORPORATION COM | COM | 689648103 | 6153 | 273000 | SH | | SOLE | |
| OWENS & MINOR INC NEW COM | COM | 690732102 | 3730 | 126725 | SH | | SOLE | |
| PACCAR INC | COM | 693718108 | 11506 | 200663 | SH | | SOLE | |
| PAIN THERAPEUTICS INC COM | COM | 69562K100 | 3341 | 495000 | SH | | SOLE | |
| PALOMAR MED TECHNOLOGIES INCCO | COM | 697529303 | 1589 | 111800 | SH | | SOLE | |
| PARAMETRIC TECHNOLOGY CORP COM | COM | 699173209 | 611 | 27100 | SH | | SOLE | |
| PARK ELECTROCHEMICAL CORP COM | COM | 700416209 | 17792 | 593072 | SH | | SOLE | |
| PARK OHIO HLDGS CORP COM | COM | 700666100 | 21853 | 1045102 | SH | | SOLE | |
| PARKER DRILLING CO COM | COM | 701081101 | 135 | 29600 | SH | | SOLE | |
| PARKER HANNIFIN CORP | COM | 701094104 | 207 | 2400 | SH | | SOLE | |
| PATTERSON COMPANIES INC | COM | 703395103 | 13128 | 428607 | SH | | SOLE | |
| PATTERSON-UTI ENERGY INC COM | COM | 703481101 | 431 | 20000 | SH | | SOLE | |
| PEABODY ENERGY CORP COM | COM | 704549104 | 275 | 4300 | SH | | SOLE | |
| PEETS COFFEE & TEA INC COM | COM | 705560100 | 3381 | 81000 | SH | | SOLE | |
| PENFORD CORP COM | COM | 707051108 | 122 | 20000 | SH | | SOLE | |
| PENN NATIONAL GAMING INC COM | COM | 707569109 | 3585 | 102000 | SH | | SOLE | |
| PENNICHUCK CORP COM NEW | COM | 708254206 | 8759 | 320151 | SH | | SOLE | |
| PENSKE AUTOMOTIVE GRP INC COM | COM | 70959W103 | 9203 | 528300 | SH | | SOLE | |
| PENTAIR INC COM | COM | 709631105 | 410 | 11220 | SH | | SOLE | |
| PEP BOYS MANNY MOE & JACK | COM | 713278109 | 9468 | 705000 | SH | | SOLE | |
| PEPSICO INC | COM | 713448108 | 26594 | 407067 | SH | | SOLE | |
| PERKINELMER INC | COM | 714046109 | 837 | 32400 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | GAMCO ASSET MGT. INC. | |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PETROBRAS BRASILEIRO ADR SPONS | COM | 71654V408 | 952 | 25150 | SH | | SOLE | |
| PETROBRAS BRASILEIRO SPON ADR | COM | 71654V101 | 932 | 27266 | SH | | SOLE | |
| PETROLEUM DEV CORP COM | COM | 716578109 | 1118 | 26450 | SH | | SOLE | |
| PETROQUEST ENERGY INC COM | COM | 716748108 | 166 | 22000 | SH | | SOLE | |
| PFIZER INC | COM | 717081103 | 17518 | 1000483 | SH | | SOLE | |
| PIEDMONT NAT GAS INC COM | COM | 720186105 | 305 | 10900 | SH | | SOLE | |
| PIER 1 IMPORTS INC SHS BEN INT | COM | 720279108 | 389 | 37000 | SH | | SOLE | |
| PINNACLE ENTMT INC COM | COM | 723456109 | 11548 | 823700 | SH | | SOLE | |
| PIONEER NAT RES CO COM | COM | 723787107 | 1589 | 18300 | SH | | SOLE | |
| PLANTRONICS | COM | 727493108 | 1675 | 45000 | SH | | SOLE | |
| PNC FINANCIAL CORP | COM | 693475105 | 5896 | 97100 | SH | | SOLE | |
| PNM RES INC | COM | 69349H107 | 48217 | 3703300 | SH | | SOLE | |
| POLO RALPH LAUREN CORP | COM | 731572103 | 737 | 6640 | SH | | SOLE | |
| PORTUGAL TELECOM ADR (B:PT US) | COM | 737273102 | 1455 | 127000 | SH | | SOLE | |
| POTASH CORP SASK INC | COM | 73755L107 | 619 | 4000 | SH | | SOLE | |
| PRECISION CASTPARTS CORP | COM | 740189105 | 155939 | 1120173 | SH | | SOLE | |
| PRIMEDIA INC COM NEW | COM | 74157K846 | 625 | 148778 | SH | | SOLE | |
| PROCTER & GAMBLE COMPANY | COM | 742718109 | 23911 | 371693 | SH | | SOLE | |
| PROSHARES TR ULTRASHT SP500 | COM | 74347R883 | 499 | 21000 | SH | | SOLE | |
| PROSHARES TR ULTRSHRT 20YRS | COM | 74347R297 | 637 | 17200 | SH | | SOLE | |
| PROSHARES TR ULTRSHRT 7-10Y | COM | 74347R313 | 699 | 16500 | SH | | SOLE | |
| PROVIDENCE & WORCESTER RR COCO | COM | 743737108 | 2399 | 143200 | SH | | SOLE | |
| PSS WORLD MED INC COM | COM | 69366A100 | 1311 | 58000 | SH | | SOLE | |
| PZENA INVESTMENT MGMT INC CLAS | COM | 74731Q103 | 103 | 14000 | SH | | SOLE | |
| QEP RES INC COM | COM | 74733V100 | 2614 | 72000 | SH | | SOLE | |
| QUAKER CHEM CORP COM | COM | 747316107 | 208 | 5000 | SH | | SOLE | |
| QUALCOMM INC COM | COM | 747525103 | 3673 | 74225 | SH | | SOLE | |
| QUEST SOFTWARE INC COM | COM | 74834T103 | 258 | 9300 | SH | | SOLE | |
| QUESTAR CORP COM | COM | 748356102 | 1254 | 72000 | SH | | SOLE | |
| QUIDEL CORP COM | COM | 74838J101 | 8033 | 555900 | SH | | SOLE | |
| QWEST COMMUNICATIONS INTL. | COM | 749121109 | 517 | 68000 | SH | | SOLE | |
| RAILAMERICA INC COM | COM | 750753402 | 492 | 38000 | SH | | SOLE | |
| RALCORP HOLDINGS INC | COM | 751028101 | 5370 | 82600 | SH | | SOLE | |
| READING INTL INC CL A | COM | 755408101 | 61 | 12000 | SH | | SOLE | |
| REGIS CORP MINN COM | COM | 758932107 | 936 | 56370 | SH | | SOLE | |
| REPUBLIC SVCS INC CL A | COM | 760759100 | 43507 | 1457024 | SH | | SOLE | |
| REVLON INC CL A | COM | 761525609 | 216 | 22000 | SH | | SOLE | |
| RIO TINTO LTD ADR SPONSORED (B | COM | 767204100 | 1361 | 18990 | SH | | SOLE | |
| ROBBINS & MYERS INC | COM | 770196103 | 10448 | 292000 | SH | | SOLE | |
| ROCHESTER MED CORP COM | COM | 771497104 | 6856 | 627804 | SH | | SOLE | |
| ROCK OF AGES CORP DEL COM | COM | 772632105 | 308 | 58900 | SH | | SOLE | |
| ROCKWELL AUTOMATION INC (B:ROK | COM | 773903109 | 50742 | 707599 | SH | | SOLE | |
| ROCKWELL COLLINS INC COM | COM | 774341101 | 770 | 13220 | SH | | SOLE | |
| ROCKWOOD HLDGS INC COM | COM | 774415103 | 4303 | 110000 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | | |

GAMCO ASSET MGT. INC.

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|----------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ROGERS COMMUNICATIONS CL B | COM | 775109200 | 25141 | 725977 | SH | | SOLE | |
| ROLLINS INC | COM | 775711104 | 77354 | 3916647 | SH | | SOLE | |
| ROPER 1.481% 01/15/34 | CONVERTIBLE BOND | 776696AA4 | 250 | 260000 | PRN | | SOLE | |
| ROPER INDS INC NEW | COM | 776696106 | 5109 | 66850 | SH | | SOLE | |
| ROWAN COS INC | COM | 779382100 | 29977 | 858700 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|--------|---------|----|-----------------------|
| ROYAL DUTCH SHELL PLC ADR-A(RD | COM | 780259206 | 1331 | 19926 | SH | SOLE |
| RPC INC. COMMON | COM | 749660106 | 131279 | 7244956 | SH | SOLE |
| RTI BIOLOGICS INC COM | COM | 74975N105 | 225 | 84400 | SH | SOLE |
| RUSH ENTERPRISES INC CL B | COM | 781846308 | 9849 | 545021 | SH | SOLE |
| SAFEGUARD SCIENTIFICS INC COM | COM | 786449207 | 215 | 12580 | SH | SOLE |
| SAFEWAY INC COM NEW | COM | 786514208 | 3490 | 155200 | SH | SOLE |
| SALEM COMMUNICATIONS CORP DECL | COM | 794093104 | 3659 | 1154237 | SH | SOLE |
| SALLY BEAUTY HLDGS INC COM | COM | 79546E104 | 21896 | 1506920 | SH | SOLE |
| SANDISK CORP COM | COM | 80004C101 | 299 | 6000 | SH | SOLE |
| SARA LEE CORP COM | COM | 803111103 | 52312 | 2987548 | SH | SOLE |
| SCANA CORP NEW COM | COM | 80589M102 | 625 | 15400 | SH | SOLE |
| SCHEIN HENRY INC COM | COM | 806407102 | 17711 | 288501 | SH | SOLE |
| SCHIFF NUTRITION INTL INC COM | COM | 806693107 | 18763 | 2066455 | SH | SOLE |
| SCHLUMBERGER | COM | 806857108 | 2424 | 29029 | SH | SOLE |
| SCHULMAN A INC COM | COM | 808194104 | 754 | 32950 | SH | SOLE |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 3050 | 178255 | SH | SOLE |
| SCHWEITZER-MAUDUIT INTL INC CO | COM | 808541106 | 2391 | 38000 | SH | SOLE |
| SCRIPPS E W CO OHIO CL A | COM | 811054402 | 6892 | 678967 | SH | SOLE |
| SCRIPPS NETWORKS INTERAC | COM | 811065101 | 74360 | 1436907 | SH | SOLE |
| SEARCHMEDIA HLDGS LTD WTS | WARRANT AND RIGH | G8005Y114 | 31 | 125000 | SH | SOLE |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 442 | 142000 | SH | SOLE |
| SECTOR SPDR TR SHS BEN INT-FIN | MUTUAL FUNDS | 81369Y605 | 670 | 42000 | SH | SOLE |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 65843 | 1792609 | SH | SOLE |
| SIEMENS AG SPONSORED ADR | COM | 826197501 | 1708 | 13745 | SH | SOLE |
| SINCLAIR BROADCAST GROUP INCCL | COM | 829226109 | 5424 | 663067 | SH | SOLE |
| SIRIUS XM RADIO INC COM | COM | 82967N108 | 1110 | 680800 | SH | SOLE |
| SJW CORP COM | COM | 784305104 | 10451 | 394841 | SH | SOLE |
| SKYLINE CORP | COM | 830830105 | 16464 | 631300 | SH | SOLE |
| SL INDS INC COM | COM | 784413106 | 12413 | 709723 | SH | SOLE |
| SLM CORP COM | COM | 78442P106 | 9830 | 780800 | SH | SOLE |
| SMART BALANCE INC COM | COM | 83169Y108 | 1061 | 245000 | SH | SOLE |
| SMITH A O CORP COM | COM | 831865209 | 1013 | 26600 | SH | SOLE |
| SMUCKER J M CO COM NEW | COM | 832696405 | 878 | 13380 | SH | SOLE |
| SNYDERS LANCE INC COM | COM | 833551104 | 792 | 33800 | SH | SOLE |
| SONESTA INTL HOTELS CORP CL A | COM | 835438409 | 11865 | 539463 | SH | SOLE |
| SONOCO PRODS CO COM | COM | 835495102 | 4882 | 145000 | SH | SOLE |
| SORL AUTO PTS INC COM | COM | 78461U101 | 521 | 61096 | SH | SOLE |
| SOUTH JERSEY INDS INC COM | COM | 838518108 | 317 | 6000 | SH | SOLE |
| SOUTHERN UN CO NEW COM | COM | 844030106 | 3493 | 145100 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| | | | | | | GAMCO ASSET MGT. INC. |
| RUN DATE: 01/31/11 | | | | | | 8:11 A.M. |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| SOUTHWEST GAS CORP | COM | 844895102 | 60630 | 1653406 | SH | | SOLE | |
| SOUTHWESTERN ENERGY CO COM | COM | 845467109 | 2377 | 63500 | SH | | SOLE | |
| SPARTAN MTRS INC COM | COM | 846819100 | 1766 | 290000 | SH | | SOLE | |
| SPDR GOLD TRUST GOLD SHS | COM | 78463V107 | 943 | 6800 | SH | | SOLE | |
| SPECTRA ENERGY CORP COM | COM | 847560109 | 6580 | 263309 | SH | | SOLE | |
| SPEEDWAY MOTORSPORTS INC COM | COM | 847788106 | 306 | 20000 | SH | | SOLE | |
| SPRINT NEXTEL CORP | COM | 852061100 | 54731 | 12938839 | SH | | SOLE | |
| ST JUDE MEDICAL CENTER INC | COM | 790849103 | 2867 | 67070 | SH | | SOLE | |
| ST. JOE COMPANY | COM | 790148100 | 544 | 24900 | SH | | SOLE | |
| STAMPS.COM INC (NEW) | COM | 852857200 | 1113 | 84000 | SH | | SOLE | |
| STANDARD MTR PRODS INC CLASS A | COM | 853666105 | 23677 | 1728250 | SH | | SOLE | |
| STANDEX INTL CORP | COM | 854231107 | 4143 | 138500 | SH | | SOLE | |
| STAPLES INC | COM | 855030102 | 228 | 10000 | SH | | SOLE | |
| STARBUCKS CORP COM | COM | 855244109 | 916 | 28500 | SH | | SOLE | |
| STARRETT L S CO CL A | COM | 855668109 | 1795 | 153700 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|-------|---------|----|-----------------------|
| STARWOOD HOTELS & RESORTS WRLD | COM | 85590A401 | 2857 | 47000 | SH | SOLE |
| STATE STREET CORP | COM | 857477103 | 43034 | 928660 | SH | SOLE |
| STATOIL ASA SPONSORED ADR | COM | 85771P102 | 487 | 20500 | SH | SOLE |
| STERLING BANCORP COM | COM | 859158107 | 8077 | 771395 | SH | SOLE |
| STEWART ENTERPRISES INC CL A | COM | 860370105 | 1840 | 275000 | SH | SOLE |
| STONERIDGE INC | COM | 86183P102 | 5803 | 367500 | SH | SOLE |
| STRATTEC SECURITY CORP. | COM | 863111100 | 7416 | 222249 | SH | SOLE |
| STRYKER CORP | COM | 863667101 | 763 | 14205 | SH | SOLE |
| STUDENT LN CORP COM | COM | 863902102 | 7315 | 225500 | SH | SOLE |
| SUBURBAN PROPANE PARTNERS LPUT | OIL & GAS PARTNE | 864482104 | 353 | 6300 | SH | SOLE |
| SUPERIOR INDS INTL INC | COM | 868168105 | 12486 | 588400 | SH | SOLE |
| SURMODICS INC COM | COM | 868873100 | 670 | 56450 | SH | SOLE |
| SWS GROUP INC | COM | 78503N107 | 4213 | 834250 | SH | SOLE |
| SYCAMORE NETWORKS INC COM NEW | COM | 871206405 | 2572 | 124900 | SH | SOLE |
| SYNAPTICS INC COM | COM | 87157D109 | 259 | 8800 | SH | SOLE |
| SYNERON MEDICAL LTD ORD SHS | COM | M87245102 | 306 | 30000 | SH | SOLE |
| SYNGENTA AG ADR SPONSORED | COM | 87160A100 | 732 | 12450 | SH | SOLE |
| SYNIVERSE HLDGS INC COM | COM | 87163F106 | 1404 | 45500 | SH | SOLE |
| SYSCO CORPORATION | COM | 871829107 | 2648 | 90079 | SH | SOLE |
| T ROWE PRICE GROUP INC | COM | 74144T108 | 8814 | 136569 | SH | SOLE |
| TAKE-TWO INTERACTIVE SOFTWARE | COM | 874054109 | 17121 | 1395895 | SH | SOLE |
| TALBOTS INC WARRANTS | WARRANT AND RIGH | 874161110 | 426 | 325000 | SH | SOLE |
| TALECRIS BIOTHERAPEUTICS | COM | 874227101 | 909 | 39000 | SH | SOLE |
| TALISMAN ENERGY INC COM | COM | 87425E103 | 894 | 40300 | SH | SOLE |
| TARGET CORP COM | COM | 87612E106 | 571 | 9500 | SH | SOLE |
| TECH OPS SEVCON INC | COM | 878293109 | 3650 | 508400 | SH | SOLE |
| TECO ENERGY INC COM | COM | 872375100 | 2267 | 127356 | SH | SOLE |
| TELECOMMUNICATION SYS INC CL A | COM | 87929J103 | 85 | 18300 | SH | SOLE |
| TELEFONICA DE ESPANA SA ADR (B | COM | 879382208 | 1095 | 48000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GAMCO ASSET MGT. INC. |
| RUN DATE: 01/31/11 8:11 A.M. | | | | | | |

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 DCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| TELEPHONE & DATA SYS INC SPL C | COM | 879433860 | 55985 | 1776158 | SH | | SOLE | |
| TELEPHONE & DATA SYSTEM INC. | COM | 879433100 | 118668 | 3246743 | SH | | SOLE | |
| TENARIS S A SPONSORED ADR | COM | 88031M109 | 1176 | 24000 | SH | | SOLE | |
| TENNANT CO | COM | 880345103 | 18936 | 492990 | SH | | SOLE | |
| TENNECO AUTOMOTIVE INC COM | COM | 880349105 | 41039 | 997060 | SH | | SOLE | |
| TEREX CORP NEW COM | COM | 880779103 | 4284 | 138000 | SH | | SOLE | |
| TERRITORIAL BANCORP INC COM | COM | 88145X108 | 273 | 13700 | SH | | SOLE | |
| TEXAS INDS INC COM | COM | 882491103 | 10597 | 231470 | SH | | SOLE | |
| TEXAS INSTRUMENTS INC | COM | 882508104 | 28979 | 891665 | SH | | SOLE | |
| TEXTRON INC | COM | 883203101 | 24061 | 1017800 | SH | | SOLE | |
| THE SCOTTS MIRACLE GRO CO | COM | 810186106 | 4874 | 96000 | SH | | SOLE | |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 10297 | 186000 | SH | | SOLE | |
| THOMAS & BETTS CORP | COM | 884315102 | 130591 | 2703743 | SH | | SOLE | |
| THOMSON CORP COM | COM | 884903105 | 671 | 18000 | SH | | SOLE | |
| TIER TECHNOLOGIES INC CL B | COM | 88650Q100 | 204 | 34140 | SH | | SOLE | |
| TIFFANY & CO NEW COM | COM | 886547108 | 1431 | 22980 | SH | | SOLE | |
| TIME WARNER CABLE INC COM | COM | 88732J207 | 15338 | 232288 | SH | | SOLE | |
| TIME WARNER INC COM | COM | 887317303 | 115514 | 3590725 | SH | | SOLE | |
| TIVO INC | COM | 888706108 | 6887 | 798080 | SH | | SOLE | |
| TOOTSIE ROLL INDS INC | COM | 890516107 | 36558 | 1261918 | SH | | SOLE | |
| TRACTOR SUPPLY CO COM | COM | 892356106 | 17699 | 365000 | SH | | SOLE | |
| TRANS LUX CORP | COM | 893247106 | 18 | 114500 | SH | | SOLE | |
| TRANSACT TECHNOLOGIES INC COM | COM | 892918103 | 1071 | 113700 | SH | | SOLE | |
| TRANSOCEAN LTD ZUG NAMEN AKT | COM | H8817H100 | 8095 | 116463 | SH | | SOLE | |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 673 | 12087 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----------|-----------|--------|---------|----|-----------------------|
| TREDEGAR INDS INC | COM | 894650100 | 48936 | 2525077 | SH | SOLE |
| TRIDENT MICROSYSTEMS INC COM | COM | 895919108 | 1032 | 580000 | SH | SOLE |
| TUPPERWARE CORP COM | COM | 899896104 | 2322 | 48700 | SH | SOLE |
| TWIN DISC INC COM | COM | 901476101 | 1302 | 43596 | SH | SOLE |
| TYCO ELECTRONICS LTD | COM | H8912P106 | 8677 | 245104 | SH | SOLE |
| TYCO INTERNATIONAL LTD SHS | COM | H89128104 | 41378 | 998503 | SH | SOLE |
| TYLER TECHNOLOGIES INC COM | COM | 902252105 | 7079 | 340970 | SH | SOLE |
| U S BANCORP | COM | 902973304 | 841 | 31165 | SH | SOLE |
| ULTRA PETROLEUM CORP COM | COM | 903914109 | 2461 | 51509 | SH | SOLE |
| UNION DRILLING INC COM | COM | 90653P105 | 837 | 115000 | SH | SOLE |
| UNISOURCE ENERGY CORP COM | COM | 909205106 | 6921 | 193100 | SH | SOLE |
| UNITED GUARDIAN INC COM | COM | 910571108 | 2597 | 185500 | SH | SOLE |
| UNITED NAT FOODS INC COM | COM | 911163103 | 3301 | 90000 | SH | SOLE |
| UNITED RENTALS INC COM | COM | 911363109 | 1820 | 80000 | SH | SOLE |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 155490 | 3113528 | SH | SOLE |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 5048 | 64129 | SH | SOLE |
| UNITEDHEALTH GROUP INC COM | COM | 91324P102 | 15206 | 421100 | SH | SOLE |
| UNIVERSAL DISPLAY CORP COM | COM | 91347P105 | 766 | 25000 | SH | SOLE |
| UNIVERSAL TECHNICAL INST INCCO | COM | 913915104 | 6619 | 300568 | 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 |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| VALLEY NATL BANCORP COM | COM | 919794107 | 526 | 36750 | SH | | SOLE | |
| VALMONT INDS INC | COM | 920253101 | 896 | 10100 | SH | | SOLE | |
| VALUECLICK INC COM | COM | 92046N102 | 4674 | 291600 | SH | | SOLE | |
| VANGUARD SCOTTSDALE FDS SHRT-T | ETF - EQUITY | 92206C409 | 254 | 3280 | SH | | SOLE | |
| VARIAN MED SYS INC COM | COM | 92220P105 | 806 | 11640 | SH | | SOLE | |
| VASCULAR SOLUTIONS INC COM | COM | 92231M109 | 4743 | 404696 | SH | | SOLE | |
| VERIGY LTD SHS | COM | Y93691106 | 130 | 10000 | SH | | SOLE | |
| VERISIGN INC COM | COM | 92343E102 | 264 | 8091 | SH | | SOLE | |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 22385 | 625637 | SH | | SOLE | |
| VIACOM INC NEW CL A | COM | 92553P102 | 174925 | 3814337 | SH | | SOLE | |
| VIACOM INC NEW CL B | COM | 92553P201 | 15247 | 384929 | SH | | SOLE | |
| VILLAGE SUPER MKT INC CL A NEW | COM | 927107409 | 4402 | 133387 | SH | | SOLE | |
| VIMPELCOM LTD-SPON ADR-W/I | COM | 92719A106 | 6400 | 425500 | SH | | SOLE | |
| VISA INC-CLASS A SHRS | COM | 92826C839 | 3601 | 51160 | SH | | SOLE | |
| VODAFONE GROUP PLC-ADR | COM | 92857W209 | 2322 | 87808 | SH | | SOLE | |
| W D 40 COMPANY | COM | 929236107 | 1893 | 47000 | SH | | SOLE | |
| WADDELL & REED FINL INC CL A | COM | 930059100 | 24227 | 686500 | SH | | SOLE | |
| WAL MART STORES INC | COM | 931142103 | 10504 | 194775 | SH | | SOLE | |
| WALGREEN COMPANY | COM | 931422109 | 16537 | 424465 | SH | | SOLE | |
| WALTER INDS INC COM | COM | 93317Q105 | 243 | 1900 | SH | | SOLE | |
| WASTE CONNECTIONS INC COM | COM | 941053100 | 619 | 22500 | SH | | SOLE | |
| WASTE MGMT INC DEL COM | COM | 94106L109 | 47279 | 1282307 | SH | | SOLE | |
| WATSON PHARMACEUTICALS INC COM | COM | 942683103 | 2066 | 40000 | SH | | SOLE | |
| WATTS WATER TECHNOLOGIES | COM | 942749102 | 86145 | 2354344 | SH | | SOLE | |
| WCA WASTE CORP COM | COM | 92926K103 | 483 | 100000 | SH | | SOLE | |
| WEATHERFORD INTERNATIONAL LTD | COM | H27013103 | 42939 | 1883290 | SH | | SOLE | |
| WEIS MKTS INC | COM | 948849104 | 3234 | 80200 | SH | | SOLE | |
| WELLS FARGO & CO NEW | COM | 949746101 | 42581 | 1374008 | SH | | SOLE | |
| WENDYS/ARBYS GROUP INC | COM | 950587105 | 549 | 118910 | SH | | SOLE | |
| WESCO FINL CORP COM | COM | 950817106 | 864 | 2346 | SH | | SOLE | |
| WESTAR ENERGY INC | COM | 95709T100 | 48742 | 1937274 | SH | | SOLE | |
| WESTWOOD HLDGS GROUP INC COM | COM | 961765104 | 37514 | 938800 | SH | | SOLE | |
| WHX CORP | COM | 929248607 | 6761 | 519253 | SH | | SOLE | |
| WILMINGTON TR CORP COM | COM | 971807102 | 1953 | 449900 | SH | | SOLE | |
| WIMM BILL DANN FOODS OJSC SPON | COM | 97263M109 | 3297 | 100000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|--------|----|-----------------------|
| WINN DIXIE STORES INC COM NEW | COM | 974280307 | 4491 | 625520 | SH | SOLE |
| WINNEBAGO INDS INC COM | COM | 974637100 | 638 | 42000 | SH | SOLE |
| WOLVERINE WORLD WIDE INC COM | COM | 978097103 | 4266 | 133799 | SH | SOLE |
| WOODWARD GOVERNOR CO COM | COM | 980745103 | 10689 | 284580 | SH | SOLE |
| WORLD WRESTLING ENTERTAINMENT | COM | 98156Q108 | 559 | 39260 | SH | SOLE |
| WRIGHT MED GROUP INC COM | COM | 98235T107 | 590 | 38000 | SH | SOLE |
| WUXI PHARMATECH CAYMAN INC SPO | COM | 929352102 | 10034 | 621700 | SH | SOLE |
| WYNDHAM WORLDWIDE CORP COM | COM | 98310W108 | 279 | 9320 | SH | SOLE |
| WYNN RESORTS LTD COM | COM | 983134107 | 11428 | 110050 | 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 |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| YAHOO INC. | COM | 984332106 | 8341 | 501565 | SH | | SOLE | |
| YORK WTR CO COM | COM | 987184108 | 911 | 52700 | SH | | SOLE | |
| YOUNG INNOVATIONS INC COM | COM | 987520103 | 7115 | 222260 | SH | | SOLE | |
| YUM BRANDS INC COM | COM | 988498101 | 765 | 15600 | SH | | SOLE | |
| ZEBRA TECHNOLOGIES CORP CL A | COM | 989207105 | 15451 | 406700 | SH | | SOLE | |
| ZEP INC | COM | 98944B108 | 52706 | 2651193 | SH | | SOLE | |
| ZIMMER HLDGS INC COM | COM | 98956P102 | 22923 | 427025 | SH | | SOLE | |
| ZOLL MED CORP COM | COM | 989922109 | 298 | 8000 | SH | | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 1329 | 151000 | SH | | SOLE | |
| ZYGO CORP COM | COM | 989855101 | 4447 | 363000 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|--------------------|
| 1 800 FLOWERS COM INC CL A | COM | 68243Q106 | 659 | 245000 | SH | | SOLE | |
| 3M CO. | COM | 88579Y101 | 432 | 5000 | SH | | SOLE | |
| 99 CENTS ONLY STORES | COM | 65440K106 | 1530 | 96010 | SH | | SOLE | |
| A T & T INC (NEW) | COM | 00206R102 | 52796 | 1797000 | SH | | SOLE | |
| A123 SYSTEMS INC | COM | 03739T108 | 234 | 24500 | SH | | SOLE | |
| AAR CORP COM | COM | 000361105 | 687 | 25000 | SH | | SOLE | |
| AARON'S INC | COM | 002535300 | 8180 | 401200 | SH | | SOLE | |
| ABB LTD SPONSORED ADR | COM | 000375204 | 14256 | 635000 | SH | | SOLE | |
| ABBOTT LABS | COM | 002824100 | 11978 | 250000 | SH | | SOLE | |
| ABOVENET INC COM | COM | 00374N107 | 6472 | 110700 | SH | | SOLE | |
| ACCO BRANDS CORP COM | COM | 00081T108 | 703 | 82500 | SH | | SOLE | |
| ACORDA THERAPEUTICS INC COM | COM | 00484M106 | 273 | 10000 | SH | | SOLE | |
| ACTIVE PWR INC COM | COM | 00504W100 | 221 | 90000 | SH | | SOLE | |
| ACTIVISION BLIZZARD, INC | COM | 00507V109 | 2836 | 228000 | SH | | SOLE | |
| ACUITY BRANDS INC (B:AYI) COM | COM | 00508Y102 | 2710 | 47000 | SH | | SOLE | |
| ADAMS GOLF INC COM NEW | COM | 006228209 | 69 | 14750 | SH | | SOLE | |
| ADOBE SYSTEMS INC COM | COM | 00724F101 | 3324 | 108000 | SH | | SOLE | |
| AES CORP COM | COM | 00130H105 | 14555 | 1195000 | SH | | SOLE | |
| AES TR III TR P CV SC 6.75 | CONVERTIBLE PREF | 00808N202 | 294 | 6000 | SH | | SOLE | |
| AETNA INC (B:AET) COM | COM | 00817Y108 | 1373 | 45000 | SH | | SOLE | |
| AFLAC INC COM | COM | 001055102 | 12020 | 213000 | SH | | SOLE | |
| AGL RES INC COM | COM | 001204106 | 1524 | 42500 | SH | | SOLE | |
| AGNICO-EAGLE MINES (USD) | COM | 008474108 | 103356 | 1347531 | SH | | SOLE | |
| AGRIUM INC COM | COM | 008916108 | 459 | 5000 | SH | | SOLE | |
| AIR PRODS & CHEMS INC COM | COM | 009158106 | 6003 | 66000 | SH | | SOLE | |
| AIR TRANSPORT SERVICES GRP ICO | COM | 00922R105 | 87 | 11000 | SH | | SOLE | |
| AIRGAS INC COM | COM | 009363102 | 8276 | 132500 | SH | | SOLE | |
| AIRTRAN HLDGS INC COM | COM | 00949P108 | 111 | 15000 | SH | | SOLE | |
| AKAMAI TECHNOLOGIES INC COM | COM | 00971T101 | 1059 | 22500 | SH | | SOLE | |
| ALBANY INTL CORP NEW CL A | COM | 012348108 | 1161 | 49000 | SH | | SOLE | |
| ALBEMARLE CORP COM | COM | 012653101 | 7084 | 127000 | SH | | SOLE | |
| ALBERTO CULVER CO NEW COM | COM | 013078100 | 86332 | 2330770 | SH | | SOLE | |
| ALCOA 5.250% 03/15/14 | CONVERTIBLE BOND | 013817AT8 | 493 | 200000 | PRN | | SOLE | |
| ALCOA INC COM | COM | 013817101 | 19468 | 1265000 | SH | | SOLE | |
| ALCON INC COM SHS | COM | H01301102 | 23938 | 146500 | SH | | SOLE | |
| ALERE INC | COM | 01449J105 | 2342 | 64000 | SH | | SOLE | |
| ALIGN TECHNOLOGY INC COM | COM | 016255101 | 977 | 50000 | SH | | SOLE | |
| ALLEGHANY CORP DEL | COM | 017175100 | 9975 | 32558 | SH | | SOLE | |
| ALLEGHENY ENERGY INC COM | COM | 017361106 | 33330 | 1375000 | SH | | SOLE | |
| ALLERGAN INC | COM | 018490102 | 13151 | 191514 | SH | | SOLE | |
| ALLETE INC COM NEW | COM | 018522300 | 13786 | 370000 | SH | | SOLE | |
| ALLIANCE BERNSTEIN HLDGS LP UN | COM | 01881G106 | 11215 | 480700 | SH | | SOLE | |
| ALLIANCE HOLDINGS GP LP COM UN | COM | 01861G100 | 1637 | 34000 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | | GABELLI FUNDS, LLC |

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|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ALLIANT ENERGY CORP COM | COM | 018802108 | 5699 | 155000 | SH | | SOLE | |
| ALLIED DEFENSE GROUP INC COM | COM | 019118108 | 261 | 78000 | SH | | SOLE | |
| ALLIED NEVADA GOLD CORP COM | COM | 019344100 | 2105 | 80000 | SH | | SOLE | |

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|--------------------------------|-----|-----------|--------|---------|----|--------------------|
| ALLIS CHALMERS ENERGY INC COM | COM | 019645506 | 284 | 40000 | SH | SOLE |
| ALTRIA GROUP INC COM | COM | 02209S103 | 2339 | 95000 | SH | SOLE |
| AMAZON.COM INC | COM | 023135106 | 1098 | 6100 | SH | SOLE |
| AMEDISYS INC COM | COM | 023436108 | 335 | 10000 | SH | SOLE |
| AMEREN CORP COM | COM | 023608102 | 10910 | 387000 | SH | SOLE |
| AMERICA MOVIL S A DE C V SPONS | COM | 02364W105 | 20505 | 357600 | SH | SOLE |
| AMERICAN ELECTRIC POWER | COM | 025537101 | 26805 | 745000 | SH | SOLE |
| AMERICAN EXPRESS CO | COM | 025816109 | 101506 | 2365000 | SH | SOLE |
| AMERICAN MED SYS HLDGS INC COM | COM | 02744M108 | 566 | 30000 | SH | SOLE |
| AMERICAN STS WTR CO COM | COM | 029899101 | 965 | 28000 | SH | SOLE |
| AMERICAN TOWER SYSTEMS CL A | COM | 029912201 | 594 | 11500 | SH | SOLE |
| AMERICAN WATER WORKS CO INC | COM | 030420103 | 14668 | 580000 | SH | SOLE |
| AMERIPRISE FINL INC COM | COM | 03076C106 | 806 | 14000 | SH | SOLE |
| AMERISOURCEBERGEN CORP COM | COM | 03073E105 | 1092 | 32000 | SH | SOLE |
| AMETEK INC NEW COM | COM | 031100100 | 68177 | 1737000 | SH | SOLE |
| AMGEN INC | COM | 031162100 | 4502 | 82000 | SH | SOLE |
| AMPCO PITTSBURGH CORP | COM | 032037103 | 11725 | 418000 | SH | SOLE |
| AMPHENOL CORP NEW CL A | COM | 032095101 | 707 | 13400 | SH | SOLE |
| AMR CORP | COM | 001765106 | 6762 | 868000 | SH | SOLE |
| ANADARKO PETE CORP COM | COM | 032511107 | 36625 | 480900 | SH | SOLE |
| ANGIODYNAMICS INC COM | COM | 03475V101 | 3151 | 205000 | SH | SOLE |
| ANGLOGOLD LTD SPONSORED ADR | COM | 035128206 | 57968 | 1177500 | SH | SOLE |
| ANIMAL HEALTH INTERNATIONAL | COM | 03525N109 | 934 | 324700 | SH | SOLE |
| ANIXTER INTL INC COM | COM | 035290105 | 657 | 11000 | SH | SOLE |
| AOL INC COM | COM | 00184X105 | 5490 | 231567 | SH | SOLE |
| APACHE CORP | COM | 037411105 | 36604 | 307000 | SH | SOLE |
| APPLE INC | COM | 037833100 | 30901 | 95800 | SH | SOLE |
| APPLIED SIGNAL TECHNOLOGY COM | COM | 038237103 | 29062 | 767000 | SH | SOLE |
| AQUA AMERICA INC | COM | 03836W103 | 6935 | 308499 | SH | SOLE |
| ARBITRON INC COM | COM | 03875Q108 | 3946 | 95033 | SH | SOLE |
| ARCH CHEMICALS INC COM | COM | 03937R102 | 1328 | 35000 | SH | SOLE |
| ARCHER DANIELS MIDLAND | COM | 039483102 | 30561 | 1016000 | SH | SOLE |
| ARGO GROUP INTL HLDGS LTD COM | COM | G0464B107 | 4334 | 115729 | SH | SOLE |
| ART TECHNOLOGY GROUP INC COM | COM | 04289L107 | 25117 | 4200200 | SH | SOLE |
| ARTESIAN RES CORP COM CL A | COM | 043113208 | 469 | 24750 | SH | SOLE |
| ARTHROCARE CORP COM | COM | 043136100 | 7144 | 230000 | SH | SOLE |
| ARTIO GLOBAL INVESTORS INC | COM | 04315B107 | 9868 | 669000 | SH | SOLE |
| ASCENT MEDIA CORP COM SER A | COM | 043632108 | 2339 | 60358 | SH | SOLE |
| ASHLAND INC NEW COM | COM | 044209104 | 14699 | 289000 | SH | SOLE |
| ASTEC INDS INC COM | COM | 046224101 | 1134 | 35000 | SH | SOLE |
| ASTRONICS CORP COM | COM | 046433108 | 210 | 10000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| ATLANTIC TELE NETWORK INC COM | COM | 049079205 | 2970 | 77400 | SH | | SOLE | |
| ATLAS AMERICA INC COM | COM | 049298102 | 39270 | 893100 | SH | | SOLE | |
| ATMOS ENERGY CORP COM | COM | 049560105 | 5460 | 175000 | SH | | SOLE | |
| AUTOMATIC DATA PROCESSING | COM | 053015103 | 1388 | 30000 | SH | | SOLE | |
| AUTONATION INC | COM | 05329W102 | 18302 | 649000 | SH | | SOLE | |
| AUTOZONE INC | COM | 053332102 | 5724 | 21000 | SH | | SOLE | |
| AVISTA CORP COM | COM | 05379B107 | 6565 | 291500 | SH | | SOLE | |
| AVON PRODUCTS INC | COM | 054303102 | 18686 | 643000 | SH | | SOLE | |
| AZZ INC COM | COM | 002474104 | 200 | 5000 | SH | | SOLE | |
| BADGER METER INC COM | COM | 056525108 | 2211 | 50000 | SH | | SOLE | |
| BAKER HUGHES INC | COM | 057224107 | 16369 | 286325 | SH | | SOLE | |
| BALDOR ELEC CO COM | COM | 057741100 | 109753 | 1741000 | SH | | SOLE | |
| BALDWIN TECHNOLOGY INC CL A | COM | 058264102 | 815 | 613000 | SH | | SOLE | |

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|--------------------------------|-----|-----------|--------|---------|----|--------------------|
| BANCO SANTANDER CENT HISP ADR(| COM | 05964H105 | 2481 | 233000 | SH | SOLE |
| BANK OF AMERICA | COM | 060505104 | 14085 | 1055876 | SH | SOLE |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 64311 | 2129500 | SH | SOLE |
| BARNES GROUP INC COM | COM | 067806109 | 248 | 12000 | SH | SOLE |
| BARNES & NOBLES | COM | 067774109 | 594 | 42000 | SH | SOLE |
| BARRICK GOLD(R:ABX.N B:ABX US) | COM | 067901108 | 112231 | 2110403 | SH | SOLE |
| BASSETT FURNITURE INDS | COM | 070203104 | 50 | 12000 | SH | SOLE |
| BAXTER INTL INC COM | COM | 071813109 | 15009 | 296500 | SH | SOLE |
| BCE INC | COM | 05534B760 | 54431 | 1535000 | SH | SOLE |
| BEASLEY BROADCAST GRP INC. | COM | 074014101 | 899 | 150000 | SH | SOLE |
| BECKMAN COULTER INC COM | COM | 075811109 | 19526 | 259550 | SH | SOLE |
| BECTON DICKINSON & CO COM | COM | 075887109 | 14681 | 173700 | SH | SOLE |
| BED BATH & BEYOND INC | COM | 075896100 | 2359 | 48000 | SH | SOLE |
| BEL FUSE INC CL A | COM | 077347201 | 8747 | 343000 | SH | SOLE |
| BELDEN CDT INC | COM | 077454106 | 1289 | 35000 | SH | SOLE |
| BELO CORP | COM | 080555105 | 1218 | 172000 | SH | SOLE |
| BERKSHIRE HATHAWAY INC-CL A | COM | 084670108 | 41073 | 341 | SH | SOLE |
| BEST BUY INC COM | COM | 086516101 | 2092 | 61000 | SH | SOLE |
| BHP BILLITON LTD SPONSORED ADR | COM | 088606108 | 11615 | 125000 | SH | SOLE |
| BIG 5 SPORTING GOODS CORP COM | COM | 08915P101 | 1756 | 115000 | SH | SOLE |
| BIG LOTS INC COM | COM | 089302103 | 213 | 7000 | SH | SOLE |
| BIGLARI HOLDINGS INC | COM | 08986R101 | 9025 | 22000 | SH | SOLE |
| BIO RAD LABS INC CL A | COM | 090572207 | 675 | 6500 | SH | SOLE |
| BIOGEN IDEC INC | COM | 09062X103 | 7369 | 109900 | SH | SOLE |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 88 | 50000 | SH | SOLE |
| BJS WHSL CLUB INC COM | COM | 05548J106 | 862 | 18000 | SH | SOLE |
| BLACK HILLS CORP COM | COM | 092113109 | 32760 | 1092000 | SH | SOLE |
| BLACKROCK INC CL A | COM | 09247X101 | 8100 | 42500 | SH | SOLE |
| BLACKSTONE GROUP L P COM UNIT | COM | 09253U108 | 2080 | 147000 | SH | SOLE |
| BMP SUNSTONE CORP COM | COM | 05569C105 | 3919 | 395500 | SH | SOLE |
| BOEING CO | COM | 097023105 | 41766 | 640000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
| RUN DATE: 01/31/11 11:14 A.M. | | | | | | |

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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 |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| BON-TON STORES INC COM | COM | 09776J101 | 4051 | 320000 | SH | | SOLE | |
| BORG WARNER INC | COM | 099724106 | 35095 | 485000 | SH | | SOLE | |
| BOSTON BEER INC CL A | COM | 100557107 | 4469 | 47000 | SH | | SOLE | |
| BOSTON SCIENTIFIC CORP COM | COM | 101137107 | 10220 | 1350000 | SH | | SOLE | |
| BOYD GAMING CORP | COM | 103304101 | 3487 | 329000 | SH | | SOLE | |
| BP PLC SPONS ADR | COM | 055622104 | 36613 | 828900 | SH | | SOLE | |
| BRASIL TELECOM SA SPONS ADR PF | COM | 10553M101 | 2029 | 92514 | SH | | SOLE | |
| BRASIL TELECOM SA-ADR | COM | 10553M200 | 367 | 40791 | SH | | SOLE | |
| BRINKS CO COM | COM | 109696104 | 9637 | 358527 | SH | | SOLE | |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 29075 | 1097987 | SH | | SOLE | |
| BROADRIDGE FINL SOLUTIONS INCO | COM | 11133T103 | 307 | 14000 | SH | | SOLE | |
| BROOKFIELD ASSET MANAGEMENT I | COM | 112585104 | 1364 | 41075 | SH | | SOLE | |
| BROWN FORMAN CORP CL B | COM | 115637209 | 7989 | 114750 | SH | | SOLE | |
| BROWN-FORMAN CORP CLASS A | COM | 115637100 | 35167 | 506600 | SH | | SOLE | |
| BRUKER BIOSCIENCES CORP | COM | 116794108 | 332 | 20000 | SH | | SOLE | |
| BRUNSWICK CORP | COM | 117043109 | 562 | 30000 | SH | | SOLE | |
| BRUSH ENGINEERED MATLS INC COM | COM | 117421107 | 11553 | 299000 | SH | | SOLE | |
| BT GROUP PLC SPON ADR | COM | 05577E101 | 2069 | 72500 | SH | | SOLE | |
| BUCYRUS INTL INC NEW CL A | COM | 118759109 | 70286 | 786200 | SH | | SOLE | |
| BUNGE LIMITED COM | COM | G16962105 | 262 | 4000 | SH | | SOLE | |
| CABLEVISION SYS NY GROUP A | COM | 12686C109 | 220315 | 6510500 | SH | | SOLE | |
| CADIZ INC | COM | 127537207 | 187 | 15000 | SH | | SOLE | |
| CALAMOS ASSET MANAGEMENT-A | COM | 12811R104 | 420 | 30000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|--------------|-----------|-------|---------|----|--------------------|
| CALIFORNIA WTR SVC GROUP COM | COM | 130788102 | 921 | 24700 | SH | SOLE |
| CALLON PETE CO DEL COM | COM | 13123X102 | 651 | 110000 | SH | SOLE |
| CAMBIUM LEARNING GRP INC COM | COM | 13201A107 | 172 | 50000 | SH | SOLE |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 6544 | 129000 | SH | SOLE |
| CAMPBELL SOUP CO | COM | 134429109 | 15464 | 445000 | SH | SOLE |
| CANTERBURY PK HLDG CORP | COM | 13811E101 | 1371 | 118000 | SH | SOLE |
| CAPSTONE TURBINE CORP COM | COM | 14067D102 | 139 | 145000 | SH | SOLE |
| CAREER EDUCATION CORP | COM | 141665109 | 1244 | 60000 | SH | SOLE |
| CARMIKE CINEMAS INC COM | COM | 143436400 | 772 | 100000 | SH | SOLE |
| CARPENTER TECHNOLOGY CORP COM | COM | 144285103 | 402 | 10000 | SH | SOLE |
| CASEYS GEN STORES INC COM | COM | 147528103 | 25843 | 607917 | SH | SOLE |
| CATERPILLAR INC | COM | 149123101 | 17421 | 186000 | SH | SOLE |
| CAVCO INDUSTRIES | COM | 149568107 | 5183 | 111000 | SH | SOLE |
| CBS CORP CLASS A | COM | 124857103 | 34749 | 1826000 | SH | SOLE |
| CELGENE CORP | COM | 151020104 | 2132 | 36046 | SH | SOLE |
| CENTRAL EUROPE AND RUSSIA FUND | MUTUAL FUNDS | 153436100 | 8410 | 201000 | SH | SOLE |
| CENTRAL VT PUB SVC CORP COM | COM | 155771108 | 5290 | 242000 | SH | SOLE |
| CENTURYLINK, INC. | COM | 156700106 | 2909 | 63000 | SH | SOLE |
| CEPHALON INC COM | COM | 156708109 | 1420 | 23000 | SH | SOLE |
| CEPHEID COM | COM | 15670R107 | 5278 | 232000 | SH | SOLE |
| CF INDS HLDGS INC COM | COM | 125269100 | 405 | 3000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
| RUN DATE: 01/31/11 11:14 A.M. | | | | | | |

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| CH ENERGY GROUP, INC. | COM | 12541M102 | 35821 | 732694 | SH | | SOLE | |
| CHECK POINT SOFTWARE TECH | COM | M22465104 | 463 | 10000 | SH | | SOLE | |
| CHEESECAKE FACTORY INC | COM | 163072101 | 6592 | 215000 | SH | | SOLE | |
| CHEMED CORP 1.875% 05/15/14 | CONVERTIBLE BOND | 16359RAC7 | 506 | 500000 | PRN | | SOLE | |
| CHEMED CORPORATION | COM | 16359R103 | 15071 | 237300 | SH | | SOLE | |
| CHESAPEAKE ENERGY CORP 2.250% | CONVERTIBLE BOND | 165167CB1 | 1169 | 1500000 | PRN | | SOLE | |
| CHESAPEAKE ENERGY CORP COM | COM | 165167107 | 9133 | 352500 | SH | | SOLE | |
| CHESAPEAKE UTILS CORP COM | COM | 165303108 | 4424 | 106550 | SH | | SOLE | |
| CHEVRON CORP | COM | 166764100 | 76486 | 838200 | SH | | SOLE | |
| CHILDRENS PLACE RETL STRS I CO | COM | 168905107 | 248 | 5000 | SH | | SOLE | |
| CHINA AUTOMOTIVE SYS INC COM | COM | 16936R105 | 1008 | 74022 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS | COM | 16949D101 | 222 | 30000 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS WAR | WARRANT AND RIGH | G2112E145 | 8 | 27000 | SH | | SOLE | |
| CHINA MOBILE LTD | COM | 16941M109 | 5309 | 107000 | SH | | SOLE | |
| CHINA TELECOM CORP LTD SPONS A | COM | 169426103 | 261 | 5000 | SH | | SOLE | |
| CHINA UNICOM ADR | COM | 16945R104 | 1513 | 106200 | SH | | SOLE | |
| CHINA YUCHAI INTL LTD ORD | COM | G21082105 | 1204 | 38000 | SH | | SOLE | |
| CHURCH & DWIGHT CO | COM | 171340102 | 18434 | 267085 | SH | | SOLE | |
| CHURCHILL DOWNS INC COM | COM | 171484108 | 6287 | 144865 | SH | | SOLE | |
| CIGNA CORP | COM | 125509109 | 733 | 20000 | SH | | SOLE | |
| CINCINNATI BELL | COM | 171871106 | 21482 | 7672100 | SH | | SOLE | |
| CINCINNATI BELL PFD CVT 6.75% | CONVERTIBLE PREF | 171871403 | 6156 | 151000 | SH | | SOLE | |
| CIRCOR INTL INC COM | COM | 17273K109 | 37502 | 887000 | SH | | SOLE | |
| CISCO SYS INC | COM | 17275R102 | 5422 | 268000 | SH | | SOLE | |
| CITIGROUP INC. | COM | 172967101 | 16497 | 3487700 | SH | | SOLE | |
| CLARCOR INC | COM | 179895107 | 32168 | 750000 | SH | | SOLE | |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM | 18451C109 | 27397 | 1951320 | SH | | SOLE | |
| CLEARWIRE CORP-CLASS A | COM | 18538Q105 | 352 | 68350 | SH | | SOLE | |
| CLECO CORP NEW COM | COM | 12561W105 | 1923 | 62500 | SH | | SOLE | |
| CLOROX CO | COM | 189054109 | 3101 | 49000 | SH | | SOLE | |
| CME GROUP INC COM | COM | 12572Q105 | 6435 | 20000 | SH | | SOLE | |
| CMS ENERGY CORP COM | COM | 125896100 | 5013 | 269500 | SH | | SOLE | |
| CNA SURETY CORP COM | COM | 12612L108 | 18812 | 794410 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|--------|---------|----|--------------------|
| CNH GLOBAL NV COM | COM | N20935206 | 55593 | 1164500 | SH | SOLE |
| COACH INC | COM | 189754104 | 1687 | 30500 | SH | SOLE |
| COCA COLA CO | COM | 191216100 | 110000 | 1672500 | SH | SOLE |
| COCA-COLA ENTERPRISES, INC. | COM | 19122T109 | 2878 | 115000 | SH | SOLE |
| COCA-COLA FEMSA S A DE C V ADR | COM | 191241108 | 1236 | 15000 | SH | SOLE |
| COCA-COLA HELLENIC BOTTLING SP | COM | 1912EP104 | 427 | 16500 | SH | SOLE |
| COHEN & STEERS INC COM | COM | 19247A100 | 2663 | 102046 | SH | SOLE |
| COINSTAR INC COM | COM | 19259P300 | 226 | 4000 | SH | SOLE |
| COLDWATER CREEK INC COM | COM | 193068103 | 3297 | 1040000 | SH | SOLE |
| COLGATE PALMOLIVE CO | COM | 194162103 | 6751 | 84000 | SH | SOLE |
| COMCAST CORP CL A SPL | COM | 20030N200 | 9822 | 472000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|----|
| COMCAST CORP NEW COM CL A | COM | 20030N101 | 6261 | 285000 | SH | | SOLE | |
| COMMSCOPE INC COM | COM | 203372107 | 12413 | 397605 | SH | | SOLE | |
| COMMUNICATIONS SYS | COM | 203900105 | 2252 | 160300 | SH | | SOLE | |
| COMPANIA DE MINAS BUENAVENTURA | FOREIGN COMMON S | 204448104 | 24637 | 503200 | SH | | SOLE | |
| COMPELLENT TECHNOLOGIES INC CO | COM | 20452A108 | 8111 | 294000 | SH | | SOLE | |
| COMPUCREDIT CVT 3.625% 05/30/2 | CONVERTIBLE BOND | 20478NAB6 | 163 | 200000 | PRN | | SOLE | |
| CONVERGE INC COM | COM | 205859101 | 225 | 32500 | SH | | SOLE | |
| CONAGRA INC | COM | 205887102 | 4290 | 190000 | SH | | SOLE | |
| CONMED CORP COM | COM | 207410101 | 2590 | 98000 | SH | | SOLE | |
| CONNECTICUT WTR SVC INC COM | COM | 207797101 | 1366 | 49000 | SH | | SOLE | |
| CONOCOPHILLIPS COM | COM | 20825C104 | 102017 | 1498050 | SH | | SOLE | |
| CONSOL ENERGY INC COM | COM | 20854P109 | 60584 | 1243000 | SH | | SOLE | |
| CONSOLIDATED EDISON INC COM | COM | 209115104 | 25231 | 509000 | SH | | SOLE | |
| CONSOLIDATED WATER CO LTD ORD | COM | G23773107 | 115 | 12500 | SH | | SOLE | |
| CONSTELLATION BRANDS COM | COM | 21036P108 | 18052 | 815000 | SH | | SOLE | |
| CONSTELLATION ENERGY GROUP ICO | COM | 210371100 | 44873 | 1465000 | SH | | SOLE | |
| CONTINUCARE CORP COM | COM | 212172100 | 1732 | 370000 | SH | | SOLE | |
| COOPER CAMERON 2.500% 06/15/26 | CONVERTIBLE BOND | 13342BAB1 | 291 | 200000 | PRN | | SOLE | |
| COOPER COS INC COM NEW | COM | 216648402 | 4226 | 75000 | SH | | SOLE | |
| COOPER INDUSTRIES PLC SHS | COM | G24140108 | 50887 | 873000 | SH | | SOLE | |
| COPART INC COM | COM | 217204106 | 5767 | 154400 | SH | | SOLE | |
| CORE MOLDING TECH COM | COM | 218683100 | 1901 | 330000 | SH | | SOLE | |
| CORINTHIAN COLLEGES INC COM | COM | 218868107 | 2772 | 532000 | SH | | SOLE | |
| CORN PRODS INTL INC COM | COM | 219023108 | 27738 | 603000 | SH | | SOLE | |
| CORNING INC | COM | 219350105 | 32303 | 1672000 | SH | | SOLE | |
| COSTCO WHSL CORP NEW COM | COM | 22160K105 | 30350 | 420300 | SH | | SOLE | |
| COVANTA HOLDING CORP | COM | 22282E102 | 2699 | 157000 | SH | | SOLE | |
| COVIDIEN PLC ORDINARY SHARE | COM | G2554F105 | 27944 | 612000 | SH | | SOLE | |
| CRANE CO | COM | 224399105 | 55408 | 1349100 | SH | | SOLE | |
| CROWN HOLDINGS INC COM | COM | 228368106 | 10448 | 313000 | SH | | SOLE | |
| CROWN MEDIA HLDGS INC CL A | COM | 228411104 | 1030 | 393000 | SH | | SOLE | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 19262 | 614800 | SH | | SOLE | |
| CTS CORP | COM | 126501105 | 8502 | 768708 | SH | | SOLE | |
| CUMMINS ENGINE INC | COM | 231021106 | 7866 | 71500 | SH | | SOLE | |
| CURTISS WRIGHT CORP | COM | 231561101 | 49269 | 1484000 | SH | | SOLE | |
| CUTERA INC COM | COM | 232109108 | 3341 | 403000 | SH | | SOLE | |
| CVS CAREMARK CORP | COM | 126650100 | 37691 | 1084000 | SH | | SOLE | |
| CYNOSURE INC CL A | COM | 232577205 | 123 | 12000 | SH | | SOLE | |
| CYPRESS BIOSCIENCES INC COM PA | COM | 232674507 | 1225 | 188976 | SH | | SOLE | |
| CYPRESS SEMICONDUCTOR CORP COM | COM | 232806109 | 1914 | 103000 | SH | | SOLE | |
| CYTEC INDS INC COM | COM | 232820100 | 584 | 11000 | SH | | SOLE | |
| DANA HOLDING CORP COM | COM | 235825205 | 25488 | 1481015 | SH | | SOLE | |
| DANAHER CORP 0.0% 1/22/2021 | CONVERTIBLE BOND | 235851AF9 | 275 | 200000 | PRN | | SOLE | |

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DANAHER CORP SHS BEN INT COM 235851102 1698 36000 SH SOLE
 PORTVUE-SEC13F.LNP GABELLI FUNDS, LLC
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DEAN FOODS (B:DF) | COM | 242370104 | 6957 | 787000 | SH | | SOLE | |
| DEERE & CO. | COM | 244199105 | 136576 | 1644500 | SH | | SOLE | |
| DEL MONTE FOODS CO COM | COM | 24522P103 | 10462 | 556500 | SH | | SOLE | |
| DELTA NAT GAS INC COM | COM | 247748106 | 2880 | 91800 | SH | | SOLE | |
| DENBURY RES INC COM NEW | COM | 247916208 | 9392 | 492000 | SH | | SOLE | |
| DENNYS CORP COM | COM | 24869P104 | 1557 | 435000 | SH | | SOLE | |
| DENTSPLY INTL INC NEW COM | COM | 249030107 | 376 | 11000 | SH | | SOLE | |
| DEUTSCHE BANK AG-REG (B:DB) | COM | D18190898 | 37827 | 726750 | SH | | SOLE | |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 47763 | 608372 | SH | | SOLE | |
| DEXCOM INC COM | COM | 252131107 | 1310 | 96000 | SH | | SOLE | |
| DG FASTCHANNEL INC COM | COM | 23326R109 | 1040 | 36000 | SH | | SOLE | |
| DIAGEO PLC SPONSORED ADR (B:DE | COM | 25243Q205 | 60653 | 816000 | SH | | SOLE | |
| DIAMOND FOODS INC COM | COM | 252603105 | 479 | 9000 | SH | | SOLE | |
| DIAMOND OFFSHORE DRILLNG INCCO | COM | 25271C102 | 6754 | 101000 | SH | | SOLE | |
| DIEBOLD INC COM | COM | 253651103 | 39454 | 1231000 | SH | | SOLE | |
| DIONEX CORP COM | COM | 254546104 | 53765 | 455600 | SH | | SOLE | |
| DIRECTV-CLASS A | COM | 25490A101 | 112882 | 2827001 | SH | | SOLE | |
| DISCOVER FINANCIAL | COM | 254709108 | 11952 | 645000 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER A | COM | 25470F104 | 26584 | 637500 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER C | COM | 25470F302 | 24729 | 674000 | SH | | SOLE | |
| DISH NETWORK CORPORATION | COM | 25470M109 | 36528 | 1858000 | SH | | SOLE | |
| DISNEY WALT PRODTNS | COM | 254687106 | 375 | 10000 | SH | | SOLE | |
| DOLE FOOD CO INC NEW COM | COM | 256603101 | 1081 | 80000 | SH | | SOLE | |
| DOLLAR THRIFTY AUTOMOTIVE GRCO | COM | 256743105 | 3062 | 64800 | SH | | SOLE | |
| DOMINION RES INC VA NEW COM | COM | 25746U109 | 19053 | 446000 | SH | | SOLE | |
| DOMTAR CORPORATION | COM | 257559203 | 304 | 4000 | SH | | SOLE | |
| DONALDSON INC | COM | 257651109 | 39106 | 671000 | SH | | SOLE | |
| DOVER DOWNS GAMING & ENTMT INC | COM | 260095104 | 609 | 179000 | SH | | SOLE | |
| DOVER MOTORSPORTS INC.(B:DVD) | COM | 260174107 | 1094 | 614874 | SH | | SOLE | |
| DOW CHEMICAL CORP | COM | 260543103 | 8330 | 244000 | SH | | SOLE | |
| DPL INC COM | COM | 233293109 | 24281 | 944400 | SH | | SOLE | |
| DR PEPPER SNAPPLE GROUP INC CO | COM | 26138E109 | 37297 | 1060780 | SH | | SOLE | |
| DREAMWORKS ANIMATION SKG-A | COM | 26153C103 | 1606 | 54500 | SH | | SOLE | |
| DREW INDS INC COM NEW | COM | 26168L205 | 341 | 15000 | SH | | SOLE | |
| DTE ENERGY CO COM | COM | 233331107 | 1813 | 40000 | SH | | SOLE | |
| DU PONT E I DE NEMOURS CO | COM | 263534109 | 17059 | 342000 | SH | | SOLE | |
| DUCOMMUN INC DEL COM | COM | 264147109 | 327 | 15000 | SH | | SOLE | |
| DUFF & PHELPS CORP-CL A | COM | 26433B107 | 674 | 40000 | SH | | SOLE | |
| DUKE ENERGY CORP | COM | 26441C105 | 19199 | 1078000 | SH | | SOLE | |
| DUN & BRADSTREET CORP | COM | 26483E100 | 1396 | 17000 | SH | | SOLE | |
| DYNAMEX INC COM | COM | 26784F103 | 413 | 16700 | SH | | SOLE | |
| DYNEGY INC | COM | 26817G300 | 2405 | 428000 | SH | | SOLE | |
| E M C CORP MASS COM | COM | 268648102 | 9481 | 414000 | SH | | SOLE | |
| EASTERN CO COM | COM | 276317104 | 179 | 10000 | SH | | SOLE | |

GABELLI FUNDS, LLC

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|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| EASTMAN KODAK | COM | 277461109 | 13722 | 2560000 | SH | | SOLE | |

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|--------------------------------|-----------------|-----------|-------|---------|-----|--------------------|
| EASTMAN KODAX 7.000% 04/01/17 | CORPORATE BONDS | 277461BJ7 | 530 | 500000 | PRN | SOLE |
| EATON CORP | COM | 278058102 | 15430 | 152000 | SH | SOLE |
| EBAY INC | COM | 278642103 | 2143 | 77000 | SH | SOLE |
| ECHOSTAR CORP-A | COM | 278768106 | 14479 | 579845 | SH | SOLE |
| ECOLAB INC | COM | 278865100 | 9580 | 190000 | SH | SOLE |
| EDGEWATER TECHNOLOGY INC COM | COM | 280358102 | 1229 | 523150 | SH | SOLE |
| EDISON INTL COM | COM | 281020107 | 25322 | 656000 | SH | SOLE |
| EL PASO CORPORATION | COM | 28336L109 | 49949 | 3630000 | SH | SOLE |
| EL PASO ELEC CO COM NEW | COM | 283677854 | 48987 | 1779400 | SH | SOLE |
| EL PASO ENERGY CAP TR I PFD CO | CONVERTIBLE PEF | 283678209 | 5026 | 129300 | SH | SOLE |
| ELECTRONIC ARTS COM | COM | 285512109 | 1646 | 100500 | SH | SOLE |
| EMBRAER SA SP ADR | COM | 29082A107 | 735 | 25000 | SH | SOLE |
| EMERSON ELEC CO | COM | 291011104 | 9719 | 170000 | SH | SOLE |
| EMMIS COMMUNICATIONS CORP PFD | CONVERTIBLE PEF | 291525202 | 205 | 14000 | SH | SOLE |
| EMPIRE DIST ELEC CO COM | COM | 291641108 | 7526 | 339000 | SH | SOLE |
| EMULEX CORP COM NEW | COM | 292475209 | 1842 | 158000 | SH | SOLE |
| ENER1 INC COM NEW | COM | 29267A203 | 76 | 20000 | SH | SOLE |
| ENERGEN CORP COM | COM | 29265N108 | 1110 | 23000 | SH | SOLE |
| ENERGIZER HLDGS INC COM | COM | 29266R108 | 37325 | 512000 | SH | SOLE |
| ENERGY RECOVERY INC | COM | 29270J100 | 110 | 30000 | SH | SOLE |
| ENERSIS S A | COM | 29274F104 | 673 | 29000 | SH | SOLE |
| ENI S P A ADR SPONSORED | COM | 26874R108 | 6167 | 141000 | SH | SOLE |
| ENTEGRIS INC COM | COM | 29362U104 | 1658 | 222000 | SH | SOLE |
| ENTERGY CORP NEW COM | COM | 29364G103 | 531 | 7500 | SH | SOLE |
| EOG RESOURCES INC | COM | 26875P101 | 24827 | 271600 | SH | SOLE |
| EPOCH HOLDING CORP | COM | 29428R103 | 3805 | 245000 | SH | SOLE |
| EQUINIX INC COM NEW | COM | 29444U502 | 3527 | 43400 | SH | SOLE |
| ESTEE LAUDER CO. INC. | COM | 518439104 | 202 | 2500 | SH | SOLE |
| EURAND N V SHS | COM | N31010106 | 302 | 25500 | SH | SOLE |
| EUROPEAN EQUITY FUND COM | MUTUAL FUNDS | 298768102 | 290 | 38225 | SH | SOLE |
| EXACTECH INC COM | COM | 30064E109 | 4632 | 246124 | SH | SOLE |
| EXELON CORP | COM | 30161N101 | 21861 | 525000 | SH | SOLE |
| EXPRESS SCRIPTS INC COM | COM | 302182100 | 757 | 14000 | SH | SOLE |
| EXXON MOBIL CORP | COM | 30231G102 | 69843 | 955180 | SH | SOLE |
| FALCONSTOR SOFTWARE INC COM | COM | 306137100 | 369 | 110000 | SH | SOLE |
| FARMER BROS CO | COM | 307675108 | 1727 | 97000 | SH | SOLE |
| FEDERAL MOGUL CORP CL A | COM | 313549404 | 9123 | 441800 | SH | SOLE |
| FEDERAL SIGNAL CORP COM | COM | 313855108 | 1887 | 275000 | SH | SOLE |
| FEDERATED INVESTORS INC-CL B | COM | 314211103 | 2673 | 102147 | SH | SOLE |
| FEIHE INTERNATIONAL INC COM | COM | 31429Y103 | 3724 | 350000 | SH | SOLE |
| FERRO CORP | COM | 315405100 | 59102 | 4037000 | SH | SOLE |
| FIDELITY NATL INFORMATION SVCO | COM | 31620M106 | 12983 | 474000 | SH | SOLE |
| FIDELITY NATL TITLE GROUP INCO | COM | 31620R105 | 1341 | 98000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
| RUN DATE: 01/31/11 11:14 A.M. | | | | | | |

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|--------------------------------|-----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| FIDELITY SOUTHERN CORP | COM | 316394105 | 251 | 35891 | SH | | SOLE | |
| FIRST MERCURY FINANCIAL CORP | COM | 320841109 | 200 | 12200 | SH | | SOLE | |
| FIRSTENERGY CORP COM | COM | 337932107 | 7034 | 190000 | SH | | SOLE | |
| FISHER COMMUNICATIONS INC COM | COM | 337756209 | 10311 | 473000 | SH | | SOLE | |
| FLOWERS FOODS INC COM | COM | 343498101 | 17895 | 665000 | SH | | SOLE | |
| FLOWSERVE CORP COM | COM | 34354P105 | 80664 | 676600 | SH | | SOLE | |
| FLUSHING FINL CORP COM | COM | 343873105 | 2660 | 190000 | SH | | SOLE | |
| FMC CORP COM NEW | COM | 302491303 | 1251 | 15660 | SH | | SOLE | |
| FOMENTO ECONOMICO MEXICANO SAD | COM | 344419106 | 22759 | 407000 | SH | | SOLE | |
| FORD CAP TRUST 6.5% 01/15/32 | CONVERTIBLE PEF | 345395206 | 11191 | 215500 | SH | | SOLE | |
| FORD MTR CO DEL COM PAR \$0.01 | COM | 345370860 | 24816 | 1478000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|--------|---------|-----|------|
| FORTRESS INVESTMENT GROUP CL A | COM | 34958B106 | 211 | 37000 | SH | SOLE |
| FORTUNE BRANDS INC | COM | 349631101 | 33246 | 551800 | SH | SOLE |
| FOSTER WHEELER AGR | COM | H27178104 | 621 | 18000 | SH | SOLE |
| FRANCE TELECOM SPONSORED ADR | COM | 35177Q105 | 2972 | 141000 | SH | SOLE |
| FRANKLIN ELEC INC | COM | 353514102 | 7648 | 196500 | SH | SOLE |
| FREEMONT MCMORAN COPPER&GOLD C | COM | 35671D857 | 101792 | 847631 | SH | SOLE |
| FRESENIUS KABI PHARMA-CVR | WARRANT AND RIGH | 35802M115 | 1 | 18000 | SH | SOLE |
| FRONTIER COMMUNICATIONS CORP | COM | 35906A108 | 1552 | 159541 | SH | SOLE |
| FULLER H B CO COM | COM | 359694106 | 11827 | 576350 | SH | SOLE |
| FURMANITE CORPORATION | COM | 361086101 | 3496 | 506000 | SH | SOLE |
| GARDNER DENVER INC | COM | 365558105 | 8190 | 119000 | SH | SOLE |
| GATX CORP | COM | 361448103 | 60276 | 1708500 | SH | SOLE |
| GATX CORP \$2.50 CV PFD | CONVERTIBLE PREF | 361448202 | 820 | 4200 | SH | SOLE |
| GAYLORD ENTERTAINMENT CO | COM | 367905106 | 39014 | 1085520 | SH | SOLE |
| GENCORP INC | COM | 368682100 | 13110 | 2535742 | SH | SOLE |
| GENCORP INC 2.250% 01/15/24 | CONVERTIBLE BOND | 368682AL4 | 2972 | 3000000 | PRN | SOLE |
| GENERAL COMMUNICATIONS INC CL | COM | 369385109 | 722 | 57000 | SH | SOLE |
| GENERAL ELEC CO | COM | 369604103 | 68606 | 3751000 | SH | SOLE |
| GENERAL MILLS INC | COM | 370334104 | 51250 | 1440000 | SH | SOLE |
| GENERAL MTRS CO COM | COM | 37045V100 | 767 | 20800 | SH | SOLE |
| GENON ENERGY INC | COM | 37244E107 | 1664 | 436618 | SH | SOLE |
| GENOPTIX INC | COM | 37243V100 | 723 | 38000 | SH | SOLE |
| GENTIVA HEALTH SERVICES INC CO | COM | 37247A102 | 213 | 8000 | SH | SOLE |
| GENUINE PARTS CO | COM | 372460105 | 84509 | 1646057 | SH | SOLE |
| GENZYME CORP | COM | 372917104 | 12887 | 181000 | SH | SOLE |
| GERBER SCIENTIFIC INSTR | COM | 373730100 | 4236 | 538200 | SH | SOLE |
| GILEAD SCIENCES INC COM | COM | 375558103 | 1087 | 30000 | SH | SOLE |
| GLAXOSMITHKLINE PLC ADR (B:GSK | COM | 37733W105 | 442 | 11276 | SH | SOLE |
| GLOBAL SOURCES LTD COM | COM | G39300101 | 2808 | 295000 | SH | SOLE |
| GLOBE SPECIALTY METALS INC COM | COM | 37954N206 | 555 | 32500 | SH | SOLE |
| GOLD FIELDS LTD NEW SPON ADR (| COM | 38059T106 | 75598 | 4169749 | SH | SOLE |
| GOLD RESOURCE CORP COM | COM | 38068T105 | 2499 | 85000 | SH | SOLE |
| GOLDCORP INC (US) | COM | 380956409 | 49999 | 1087408 | SH | SOLE |

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|---------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GOLDMAN SACHS GR | COM | 38141G104 | 4305 | 25600 | SH | | SOLE | |
| GOODRICH B F CO COM | COM | 382388106 | 881 | 10000 | SH | | SOLE | |
| GOOGLE INC-CL A | COM | 38259P508 | 30886 | 52000 | SH | | SOLE | |
| GORMAN RUPP CO | COM | 383082104 | 11958 | 370000 | SH | | SOLE | |
| GP STRATEGIES CORP COM | COM | 36225V104 | 1208 | 118000 | SH | | SOLE | |
| GRACO INC COM | COM | 384109104 | 6115 | 155000 | SH | | SOLE | |
| GRAFTECH INTERNATIONAL | COM | 384313102 | 28537 | 1438350 | SH | | SOLE | |
| GRAPHIC PACKAGING HLDG CO COM | COM | 388689101 | 78 | 20000 | SH | | SOLE | |
| GRAY TELEVISION, INC | COM | 389375106 | 727 | 389000 | SH | | SOLE | |
| GRAY TELEVISION, INC CL A | COM | 389375205 | 27 | 15000 | SH | | SOLE | |
| GREAT ATLA & PAC 5.125% 6/15/2 | CONVERTIBLE BOND | 390064AJ2 | 4288 | 13612000 | PRN | | SOLE | |
| GREAT ATLANTIC & PAC TEA INCCO | COM | 390064103 | 48 | 228000 | SH | | SOLE | |
| GREAT PLAINS ENERGY INC. (B: G | COM | 391164100 | 47176 | 2433000 | SH | | SOLE | |
| GREATBATCH INC | COM | 39153L106 | 966 | 40000 | SH | | SOLE | |
| GREEN MTN COFFEE ROASTERS INCO | COM | 393122106 | 2497 | 76000 | SH | | SOLE | |
| GREENBRIER COS INC | COM | 393657101 | 1784 | 85000 | SH | | SOLE | |
| GREIF INC CL A | COM | 397624107 | 26507 | 428224 | SH | | SOLE | |
| GREIF INC CL B | COM | 397624206 | 22503 | 367043 | SH | | SOLE | |
| GRIFFIN LAND & NUR | COM | 398231100 | 17877 | 552100 | SH | | SOLE | |
| GRIFFON CORP COM | COM | 398433102 | 18040 | 1415994 | SH | | SOLE | |
| GRUPO TELEVISIA SA DE CV ADR (B | COM | 40049J206 | 60671 | 2339800 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|---------|----|--------------------|
| GSE SYS INC COM | COM | 36227K106 | 129 | 35589 | SH | SOLE |
| GTSI CORP COM | COM | 36238K103 | 138 | 29200 | SH | SOLE |
| GYRODYNE CO AMER INC COM | COM | 403820103 | 792 | 10000 | SH | SOLE |
| H R BLOCK INC | COM | 093671105 | 6646 | 558000 | SH | SOLE |
| HAIN CELESTIAL GROUP INC | COM | 405217100 | 13746 | 508000 | SH | SOLE |
| HALLIBURTON COMPANY | COM | 406216101 | 81011 | 1984100 | SH | SOLE |
| HANESBRANDS INC COM | COM | 410345102 | 2921 | 115000 | SH | SOLE |
| HANSEN NAT CORP COM | COM | 411310105 | 627 | 12000 | SH | SOLE |
| HARLEY DAVIDSON INC | COM | 412822108 | 2323 | 67000 | SH | SOLE |
| HARMAN INTL INDS INC NEW COM | COM | 413086109 | 14353 | 310000 | SH | SOLE |
| HARMONY GOLD MINING CO LTD ADR | COM | 413216300 | 17625 | 1405500 | SH | SOLE |
| HARTE HANKS INC | COM | 416196103 | 230 | 18000 | SH | SOLE |
| HAWAIIAN ELEC INDS INC COM | COM | 419870100 | 13537 | 594000 | SH | SOLE |
| HAWKINS INC COM | COM | 420261109 | 4618 | 104000 | SH | SOLE |
| HEADWATERS INC COM | COM | 42210P102 | 550 | 120000 | SH | SOLE |
| HEALTHWAYS INC COM | COM | 422245100 | 335 | 30000 | SH | SOLE |
| HEELYS INC COM | COM | 42279M107 | 100 | 33000 | SH | SOLE |
| HEICO CORP NEW COM | COM | 422806109 | 214 | 4200 | SH | SOLE |
| HEINZ, H J COMPANY | COM | 423074103 | 21169 | 428000 | SH | SOLE |
| HELLENIC TELECOMMUNICATIONS AD | COM | 423325307 | 1159 | 281800 | SH | SOLE |
| HERLEY INDS INC COM | COM | 427398102 | 13361 | 771402 | SH | SOLE |
| HERSHEY COMPANY (THE) | COM | 427866108 | 24188 | 513000 | SH | SOLE |
| HESS CORP | COM | 42809H107 | 24324 | 317800 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| HEWLETT PACKARD CO | COM | 428236103 | 505 | 12000 | SH | | SOLE | |
| HICKORY TECH CORP COM | COM | 429060106 | 1122 | 117400 | SH | | SOLE | |
| HITACHI LTD ADR (B:HIT US) | COM | 433578507 | 213 | 4000 | SH | | SOLE | |
| HOLOGIC INC COM | COM | 436440101 | 659 | 35000 | SH | | SOLE | |
| HOME DEPOT INC | COM | 437076102 | 22824 | 651000 | SH | | SOLE | |
| HOME INNS & HOTELS MANAG-ADR | COM | 43713W107 | 1147 | 28000 | SH | | SOLE | |
| HONEYWELL INT'L INC | COM | 438516106 | 98931 | 1861000 | SH | | SOLE | |
| HOOPER HOLMES INC COM | COM | 439104100 | 42 | 60300 | SH | | SOLE | |
| HORSEHEAD HLDG CORP COM | COM | 440694305 | 587 | 45000 | SH | | SOLE | |
| HOSPIRA INC COM | COM | 441060100 | 6404 | 115000 | SH | | SOLE | |
| HOST HOTELS & RESORTS INC | COM | 44107P104 | 258 | 14422 | SH | | SOLE | |
| HSBC HLDGS PLC ADR SPON NEW | COM | 404280406 | 4492 | 88000 | SH | | SOLE | |
| HSN INC COM | COM | 404303109 | 9011 | 294000 | SH | | SOLE | |
| HUANENG PWR INTL INC SPON ADR | COM | 443304100 | 3902 | 182500 | SH | | SOLE | |
| HUDSON CITY BANCORP INC COM | COM | 443683107 | 1147 | 90000 | SH | | SOLE | |
| HUDSON VALLEY HOLDING CORP COM | COM | 444172100 | 867 | 35000 | SH | | SOLE | |
| HUNTSMAN CORP COM | COM | 447011107 | 14830 | 950000 | SH | | SOLE | |
| HYPERCOM CORP | COM | 44913M105 | 184 | 22000 | SH | | SOLE | |
| IAC INTERACTIVECORP COM PAR \$. | COM | 44919P508 | 9184 | 320000 | SH | | SOLE | |
| IAMGOLD CORP (USD) COM | COM | 450913108 | 12905 | 725000 | SH | | SOLE | |
| IBERO-AMERICA FUND INC | MUTUAL FUNDS | 45082X103 | 72 | 11000 | SH | | SOLE | |
| ICO GLOBAL COMM HLDGS LTD DECL | COM | 44930K108 | 36 | 24000 | SH | | SOLE | |
| ICU MEDICAL INC | COM | 44930G107 | 1241 | 34000 | SH | | SOLE | |
| IDEX CORP | COM | 45167R104 | 46788 | 1196000 | SH | | SOLE | |
| IMAX CORP COM | COM | 45245E109 | 660 | 23500 | SH | | SOLE | |
| IMMUCOR INC COM | COM | 452526106 | 595 | 30000 | SH | | SOLE | |
| INGERSOLL-RAND PLC | COM | G47791101 | 3343 | 71000 | SH | | SOLE | |
| INGLES MKTS INC CL A | COM | 457030104 | 18086 | 942000 | SH | | SOLE | |
| INSITUFORM TECHNOLOGIES INC CL | COM | 457667103 | 875 | 33000 | SH | | SOLE | |
| INSPIRE PHARMACEUTICALS INC CO | COM | 457733103 | 210 | 25000 | SH | | SOLE | |
| INTEGRYS ENERGY GROUP INC | COM | 45822P105 | 35243 | 726500 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| INTEL CORP | COM | 458140100 | 40838 | 1941900 | SH | SOLE |
| INTERACTIVE BROKERS | COM | 45841N107 | 1675 | 94000 | SH | SOLE |
| INTERMEC INC | COM | 458786100 | 9710 | 767000 | SH | SOLE |
| INTERNAP NETWORK SVCS CORP COM | COM | 45885A300 | 681 | 112000 | SH | SOLE |
| INTERNATIONAL BUSINESS | COM | 459200101 | 47961 | 326800 | SH | SOLE |
| INTERNATIONAL GAME TECH | COM | 459902102 | 7306 | 413000 | SH | SOLE |
| INTERNATIONAL PAPER CO | COM | 460146103 | 11305 | 415000 | SH | SOLE |
| INTERNATIONAL RECTIFIER CORPCO | COM | 460254105 | 1336 | 45000 | SH | SOLE |
| INTERNATIONAL SPEEDWAY A | COM | 460335201 | 445 | 17000 | SH | SOLE |
| INTERPUBLIC 4.250% 03/15/23 | CONVERTIBLE BOND | 460690BA7 | 3772 | 3400000 | PRN | SOLE |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 32869 | 3095000 | SH | SOLE |
| INTERVAL LEISURE GROUP INC COM | COM | 46113M108 | 1856 | 115000 | SH | SOLE |
| INTL FLAVORS & FRAGRANCES | COM | 459506101 | 27017 | 486000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| INVENTURE FOODS INC | COM | 461212102 | 104 | 24100 | SH | | SOLE | |
| INVESCO LTD | COM | G491BT108 | 3248 | 135000 | SH | | SOLE | |
| IPATH S&P 500 VIX S/T FU ETN | COM | 06740C261 | 470 | 12500 | SH | | SOLE | |
| IRIS INTL INC COM | COM | 46270W105 | 3120 | 305000 | SH | | SOLE | |
| ITRON INC | COM | 465741106 | 233 | 4200 | SH | | SOLE | |
| ITT EDUCATIONAL SVCS INC COM | COM | 45068B109 | 764 | 12000 | SH | | SOLE | |
| ITT INDUSTRIES | COM | 450911102 | 65346 | 1254000 | SH | | SOLE | |
| IVANHOE MINES LTD COM | COM | 46579N103 | 12199 | 532240 | SH | | SOLE | |
| J CREW GROUP INC COM | COM | 46612H402 | 475 | 11000 | SH | | SOLE | |
| J & J SNACK FOODS CORP | COM | 466032109 | 1206 | 25000 | SH | | SOLE | |
| J.P. MORGAN CHASE & CO | COM | 46625H100 | 47482 | 1119325 | SH | | SOLE | |
| JA SOLAR HOLD CO 4.500% 05/15/ | CONVERTIBLE BOND | 466090AA5 | 289 | 300000 | PRN | | SOLE | |
| JAMES RIVER COAL CO COM NEW | COM | 470355207 | 203 | 8000 | SH | | SOLE | |
| JANUS CAP GROUP INC COM | COM | 47102X105 | 20622 | 1590000 | SH | | SOLE | |
| JANUS CAPITAL 3.250% 07/15/14 | CONVERTIBLE BOND | 47102XAG0 | 2380 | 2000000 | PRN | | SOLE | |
| JARDEN CORPORATION | COM | 471109108 | 247 | 8000 | SH | | SOLE | |
| JOHNSON CONTROLS | COM | 478366107 | 33521 | 877500 | SH | | SOLE | |
| JOHNSON & JOHNSON | COM | 478160104 | 38687 | 625500 | SH | | SOLE | |
| JOURNAL COMM INC-A | COM | 481130102 | 5954 | 1179000 | SH | | SOLE | |
| JOY GLOBAL INC COM | COM | 481165108 | 7382 | 85100 | SH | | SOLE | |
| JO-ANN STORES INC COM | COM | 47758P307 | 2885 | 47900 | SH | | SOLE | |
| KAMAN CORP | COM | 483548103 | 26774 | 921020 | SH | | SOLE | |
| KANSAS CITY SOUTHERN | COM | 485170302 | 1149 | 24000 | SH | | SOLE | |
| KAR AUCTION SVCS INC COM | COM | 48238T109 | 2760 | 200000 | SH | | SOLE | |
| KBW INC | COM | 482423100 | 2094 | 75000 | SH | | SOLE | |
| KELLOGG CO | COM | 487836108 | 6079 | 119000 | SH | | SOLE | |
| KEMET CORPORATION COME NEW | COM | 488360207 | 1750 | 120000 | SH | | SOLE | |
| KENNAMETAL INC COM | COM | 489170100 | 1756 | 44500 | SH | | SOLE | |
| KEY ENERGY SVCS INC COM | COM | 492914106 | 909 | 70000 | SH | | SOLE | |
| KG 1 1/4% 04/26 | CONVERTIBLE BOND | 495582AJ7 | 995 | 1000000 | PRN | | SOLE | |
| KIMBERLY CLARK CORP | COM | 494368103 | 33285 | 528000 | SH | | SOLE | |
| KINDER MORGAN EGY PTNS L P UT | COM | 494550106 | 1405 | 20000 | SH | | SOLE | |
| KINETIC CONCEPTS INC COM NEW | COM | 49460W208 | 2178 | 52000 | SH | | SOLE | |
| KING PHARMACEUTICALS INC COM | COM | 495582108 | 61124 | 4350491 | SH | | SOLE | |
| KINROSS GOLD CORP COM NO PAR | COM | 496902404 | 50251 | 2650392 | SH | | SOLE | |
| KKR & CO. L.P | COM | 48248M102 | 12497 | 880072 | SH | | SOLE | |
| KONINKLIJKE PHILIPS ELECTRS SP | COM | 500472303 | 1167 | 38000 | SH | | SOLE | |
| KOREA ELEC PWR CO SPONSORED AD | COM | 500631106 | 8079 | 598000 | SH | | SOLE | |
| KRAFT FOODS INC CL A COM | COM | 50075N104 | 75395 | 2392728 | SH | | SOLE | |
| KROGER CO | COM | 501044101 | 2862 | 128000 | SH | | SOLE | |
| KT CORP SPON ADR | COM | 48268K101 | 208 | 10000 | SH | | SOLE | |

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KYOCERA CORP ADR COM 501556203 869 8500 SH SOLE
 L 3 COMMUNICATIONS COM 502424104 282 4000 SH SOLE
 LABORATORY CORP AMER HLDGS COM COM 50540R409 3341 38000 SH SOLE
 PORTVUE-SEC13F.LNP GABELLI FUNDS, LLC
 RUN DATE: 01/31/11 11:14 A.M.

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| LACLEDE GROUP INC | COM | 505597104 | 6493 | 177700 | SH | | SOLE | |
| LADISH INC COM NEW | COM | 505754200 | 2285 | 47000 | SH | | SOLE | |
| LAKES ENTERTAINMENT INC COM | COM | 51206P109 | 314 | 110000 | SH | | SOLE | |
| LAMAR ADVERTISING CO CL A | COM | 512815101 | 876 | 22000 | SH | | SOLE | |
| LANDAUER INC | COM | 51476K103 | 10315 | 172000 | SH | | SOLE | |
| LAS VEGAS SANDS CORP | COM | 517834107 | 38998 | 848700 | SH | | SOLE | |
| LASERCARD CORP COM | COM | 51807U101 | 1338 | 214000 | SH | | SOLE | |
| LAYNE CHRISTENSEN CO COM | COM | 521050104 | 12484 | 362700 | SH | | SOLE | |
| LECROY CORP 4.0% 10/15/2026 | CONVERTIBLE BOND | 52324WAB5 | 502 | 500000 | PRN | | SOLE | |
| LEGG MASON INC COM | COM | 524901105 | 47224 | 1302000 | SH | | SOLE | |
| LENDER PROCESSING SVCS INC COM | COM | 52602E102 | 1004 | 34000 | SH | | SOLE | |
| LEUCADIA NATL CORP COM | COM | 527288104 | 7067 | 242200 | SH | | SOLE | |
| LEVEL 3 COMMUNICATIONS INC COM | COM | 52729N100 | 39 | 40000 | SH | | SOLE | |
| LIBERTY GLOBAL INC COM SER A | COM | 530555101 | 36438 | 1029909 | SH | | SOLE | |
| LIBERTY GLOBAL INC COM SER C | COM | 530555309 | 19407 | 572644 | SH | | SOLE | |
| LIBERTY MEDIA CORP NEW LIB STA | COM | 53071M708 | 10737 | 161500 | SH | | SOLE | |
| LIBERTY MEDIA HLDG CORP INT CO | COM | 53071M104 | 15360 | 974000 | SH | | SOLE | |
| LIBERTY MEDIA-CAP SER A | COM | 53071M302 | 44918 | 718000 | SH | | SOLE | |
| LIFE TECHNOLOGIES CORP COM | COM | 53217V109 | 11267 | 203000 | SH | | SOLE | |
| LIFEWAY FOODS INC COM | COM | 531914109 | 3094 | 324000 | SH | | SOLE | |
| LILLY, ELI AND COMPANY | COM | 532457108 | 22180 | 633000 | SH | | SOLE | |
| LIN TV CORP CL A | COM | 532774106 | 4314 | 814000 | SH | | SOLE | |
| LINCOLN ELEC HLDGS INC COM | COM | 533900106 | 3198 | 49000 | SH | | SOLE | |
| LINDSAY CORP | COM | 535555106 | 4220 | 71000 | SH | | SOLE | |
| LITTELFUSE INC | COM | 537008104 | 1882 | 40000 | SH | | SOLE | |
| LIVE NATION INC | COM | 538034109 | 8353 | 731410 | SH | | SOLE | |
| LOCKHEED MARTIN CORP COM | COM | 539830109 | 1014 | 14500 | SH | | SOLE | |
| LOEWS CORP | COM | 540424108 | 8521 | 219000 | SH | | SOLE | |
| LSI LOGIC CORP COM | COM | 502161102 | 7805 | 1303000 | SH | | SOLE | |
| LUFKIN INDS INC COM | COM | 549764108 | 55153 | 884000 | SH | | SOLE | |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 15733 | 1321000 | SH | | SOLE | |
| M & T BK CORP COM | COM | 55261F104 | 16844 | 193500 | SH | | SOLE | |
| MACQUARIE INFRASTRUCTURE COMPA | COM | 55608B105 | 4564 | 215600 | SH | | SOLE | |
| MACY'S INC | COM | 55616P104 | 35344 | 1397000 | SH | | SOLE | |
| MADISON SQUARE GARDEN A | COM | 55826P100 | 42768 | 1658950 | SH | | SOLE | |
| MAGNETEK INC COM | COM | 559424106 | 1237 | 916432 | SH | | SOLE | |
| MANITOWOC CO COM | COM | 563571108 | 2674 | 204000 | SH | | SOLE | |
| MARATHON OIL CORP COM | COM | 565849106 | 29328 | 792000 | SH | | SOLE | |
| MARCUS CORP COM | COM | 566330106 | 2123 | 160000 | SH | | SOLE | |
| MARINE PRODS CORP COM | COM | 568427108 | 2398 | 360000 | SH | | SOLE | |
| MARSH & MCLENNAN COS INC COM | COM | 571748102 | 18728 | 685000 | SH | | SOLE | |
| MARSHALL & ILSLEY CORP NEW COM | COM | 571837103 | 1752 | 253214 | SH | | SOLE | |
| MARTEK BIOSCIENCES CORP COM | COM | 572901106 | 1189 | 38000 | SH | | SOLE | |
| MARTHA STEWART LIVING OMNI | COM | 573083102 | 774 | 175000 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | GABELLI FUNDS, LLC | |
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| | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|----|--------------------|
| MARTIN MARIETTA MTLs INC COM | COM | 573284106 | 590 | 6400 | SH | SOLE |
| MASSEY ENERGY CORP COM | COM | 576206106 | 268 | 5000 | SH | SOLE |
| MASTERCARD INC COM | COM | 57636Q104 | 25661 | 114500 | SH | SOLE |
| MATERIAL SCIENCES CORP COM | COM | 576674105 | 992 | 155000 | SH | SOLE |
| MATRIX INITIATIVES INC COM | COM | 57685L105 | 2140 | 253000 | SH | SOLE |
| MATTEL INC | COM | 577081102 | 814 | 32000 | SH | SOLE |
| MATTHEWS INTL CORP CL A | COM | 577128101 | 1119 | 32000 | SH | SOLE |
| MCAFEE INC COM | COM | 579064106 | 84171 | 1817547 | SH | SOLE |
| MCCORMICK & CO INC NON VOTING | COM | 579780206 | 838 | 18000 | SH | SOLE |
| MCGRAW HILL COMPANIES, INC. | COM | 580645109 | 12889 | 354000 | SH | SOLE |
| MCKESSON HBOC INC. | COM | 58155Q103 | 1619 | 23000 | SH | SOLE |
| MDU RES GROUP INC COM | COM | 552690109 | 608 | 30000 | SH | SOLE |
| MEAD JOHNSON | COM | 582839106 | 25046 | 402346 | SH | SOLE |
| MEDALLION FINANCIAL CORP | COM | 583928106 | 369 | 45000 | SH | SOLE |
| MEDCO HEALTH SOLUTIONS INC COM | COM | 58405U102 | 7475 | 122000 | SH | SOLE |
| MEDIA GENERAL CL A | COM | 584404107 | 10608 | 1835356 | SH | SOLE |
| MEDIACOM COMMUNICATIONS CORPCL | COM | 58446K105 | 11154 | 1316900 | SH | SOLE |
| MEDTRONIC INC COM | COM | 585055106 | 1113 | 30000 | SH | SOLE |
| MELCO PBL ENTERTAINMENT-ADR | COM | 585464100 | 572 | 90000 | SH | SOLE |
| MEMC ELECTRONICS | COM | 552715104 | 225 | 20000 | SH | SOLE |
| MENTOR GRAPHICS CORP COM | COM | 587200106 | 996 | 83000 | SH | SOLE |
| MERCK & COMPANY | COM | 58933Y105 | 25504 | 707650 | SH | SOLE |
| MEREDITH CORP | COM | 589433101 | 10014 | 289000 | SH | SOLE |
| MET PRO CORP COM | COM | 590876306 | 1795 | 152001 | SH | SOLE |
| METHODE ELECTRS INC CL A | COM | 591520200 | 1427 | 110000 | SH | SOLE |
| METTLER-TOLEDO INTL INC COM | COM | 592688105 | 575 | 3800 | SH | SOLE |
| MGE ENERGY INC | COM | 55277P104 | 16505 | 386000 | SH | SOLE |
| MGM RESORTS INTERNATIONAL | COM | 552953101 | 6371 | 429000 | SH | SOLE |
| MGP INGREDIENTS INC COM | COM | 55302G103 | 773 | 70000 | SH | SOLE |
| MICROSOFT CORP | COM | 594918104 | 33478 | 1199500 | SH | SOLE |
| MIDAS GROUP INC COM | COM | 595626102 | 6338 | 781500 | SH | SOLE |
| MIDDLEBY CORP COM | COM | 596278101 | 1942 | 23000 | SH | SOLE |
| MIDDLESEX WTR CO COM | COM | 596680108 | 2080 | 113333 | SH | SOLE |
| MILLICOM INTL CELLULAR S A SHS | COM | L6388F110 | 31099 | 325300 | SH | SOLE |
| MINE SAFETY APPLIANCES CO COM | COM | 602720104 | 207 | 6650 | 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 | 495 | 20187 | SH | SOLE |
| MOBILE TELESYSTEMS OJSC ADR SP | COM | 607409109 | 600 | 28750 | SH | SOLE |
| MODINE MFG CO | COM | 607828100 | 15547 | 1003000 | SH | SOLE |
| MOLEX INC CL A | COM | 608554200 | 1113 | 59000 | SH | SOLE |
| MOLYCORP INC DEL COM | COM | 608753109 | 5589 | 112000 | SH | SOLE |
| MONRO MUFFLER BRAKE INC | COM | 610236101 | 778 | 22500 | SH | SOLE |
| MONSANTO CO NEW COM | COM | 61166W101 | 27094 | 389058 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| MONSTER WORLDWIDE INC COM | COM | 611742107 | 3828 | 162000 | SH | SOLE | | |
| MOODYS CORP COM | COM | 615369105 | 2468 | 93000 | SH | SOLE | | |
| MOOG INC CL A | COM | 615394202 | 3542 | 89000 | SH | SOLE | | |
| MOOG INC CL B | COM | 615394301 | 641 | 16100 | SH | SOLE | | |
| MORGAN STANLEY | COM | 617446448 | 12435 | 457000 | SH | SOLE | | |
| MOSAIC CO/THE | COM | 61945A107 | 15348 | 201000 | SH | SOLE | | |
| MOSY INC | COM | 619718109 | 205 | 36000 | SH | SOLE | | |
| MOTOROLA INC | COM | 620076109 | 12991 | 1432300 | SH | SOLE | | |
| MOVADO GROUP INC COM | COM | 624580106 | 742 | 46000 | SH | SOLE | | |

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| | | | | | | |
|--------------------------------|------------------|-----------|--------|---------|-----|--------------------|
| MUELLER INDS INC COM | COM | 624756102 | 5592 | 171000 | SH | SOLE |
| MUELLER WATER PRODUCTS INC | COM | 624758108 | 242 | 58009 | SH | SOLE |
| MURPHY OIL CORP COM | COM | 626717102 | 37722 | 506000 | SH | SOLE |
| MVC CAP COM | COM | 553829102 | 1606 | 110000 | SH | SOLE |
| MWI VETERINARY SUPPLY INC | COM | 55402X105 | 2526 | 40000 | SH | SOLE |
| MYERS INDS INC | COM | 628464109 | 14813 | 1520867 | SH | SOLE |
| MYLAN LABS INC COM | COM | 628530107 | 1057 | 50000 | SH | SOLE |
| NABORS INDS INC 0.940% 05/15/1 | CONVERTIBLE BOND | 629568AP1 | 2000 | 2000000 | PRN | SOLE |
| NABORS INDUSTRIES LTD SHS | COM | G6359F103 | 7507 | 320000 | SH | SOLE |
| NARA BANCORP INC COM | COM | 63080P105 | 3252 | 330000 | SH | SOLE |
| NATHANS FAMOUS INC NEW COM | COM | 632347100 | 2477 | 147000 | SH | SOLE |
| NATIONAL FUEL GAS CO N J COM | COM | 636180101 | 174490 | 2659100 | SH | SOLE |
| NATIONAL GRID PLC | COM | 636274300 | 2569 | 57877 | SH | SOLE |
| NATIONAL PRESTO INDS INC | COM | 637215104 | 8685 | 66800 | SH | SOLE |
| NATIONAL-OILWELL INC COM | COM | 637071101 | 6725 | 100000 | SH | SOLE |
| NAVISTAR INTL CORP 3% 10/15/20 | CONVERTIBLE BOND | 63934EAL2 | 804 | 600000 | PRN | SOLE |
| NAVISTAR INTL CORP COM | COM | 63934E108 | 50359 | 869600 | SH | SOLE |
| NCR CORP NEW COM | COM | 62886E108 | 10344 | 673000 | SH | SOLE |
| NEOGEN CORP COM | COM | 640491106 | 328 | 8000 | SH | SOLE |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 13058 | 871700 | SH | SOLE |
| NEW GERMANY FD COM (B:GF US) | MUTUAL FUNDS | 644465106 | 1976 | 125695 | SH | SOLE |
| NEW YORK CMNTY BANCORP INC COM | COM | 649445103 | 3582 | 190000 | SH | SOLE |
| NEW YORK TIMES CO CLASS A | COM | 650111107 | 265 | 27000 | SH | SOLE |
| NEWMARKET CORP COM | COM | 651587107 | 5243 | 42500 | SH | SOLE |
| NEWMONT MINING 1.625% 07/15/17 | CONVERTIBLE BOND | 651639AJ5 | 7626 | 5250000 | PRN | SOLE |
| NEWMONT MINING CORP HOLDING CO | COM | 651639106 | 170153 | 2769871 | SH | SOLE |
| NEWS CORP CL A | COM | 65248E104 | 80357 | 5519000 | SH | SOLE |
| NEWS CORP CL B | COM | 65248E203 | 1478 | 90016 | SH | SOLE |
| NEXEN INC COM | COM | 65334H102 | 9389 | 410000 | SH | SOLE |
| NEXTERA ENERGY INC COM | COM | 65339F101 | 56981 | 1096000 | SH | SOLE |
| NEXXUS LIGHTING INC COM | COM | 65338E105 | 41 | 20000 | SH | SOLE |
| NICOR INC COM | COM | 654086107 | 23812 | 477000 | SH | SOLE |
| NIHD 3 1/8% 06/12 | CONVERTIBLE BOND | 62913FAJ1 | 2955 | 3000000 | PRN | SOLE |
| NII HLDGS INC CL B NEW | COM | 62913F201 | 10049 | 225000 | SH | SOLE |
| NIKE INC CL B | COM | 654106103 | 1128 | 13200 | SH | SOLE |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| NIPPON TELEG&TEL CORP ADR (B:N | COM | 654624105 | 275 | 12000 | SH | | SOLE | |
| NISOURCE INC | COM | 65473P105 | 9303 | 528000 | SH | | SOLE | |
| NOBILITY HOMES INC COM | COM | 654892108 | 629 | 77500 | SH | | SOLE | |
| NOBLE CORPORATION BAAR NAMEN - | COM | H5833N103 | 16243 | 454100 | SH | | SOLE | |
| NOKIA CORP SPONSORED ADR (B:NO | COM | 654902204 | 258 | 25000 | SH | | SOLE | |
| NORDION INC COM | COM | 65563C105 | 570 | 50000 | SH | | SOLE | |
| NORDSON CORP COM | COM | 655663102 | 276 | 3000 | SH | | SOLE | |
| NORTHEAST UTILS COM | COM | 664397106 | 42082 | 1320000 | SH | | SOLE | |
| NORTHERN DYNASTY MINERALS LTCO | COM | 66510M204 | 3358 | 235000 | SH | | SOLE | |
| NORTHERN TRUST CORP | COM | 665859104 | 15293 | 276000 | SH | | SOLE | |
| NORTHROP GRUMMAN CORP (B:NOC) | COM | 666807102 | 3369 | 52000 | SH | | SOLE | |
| NORTHWEST NAT GAS CO COM | COM | 667655104 | 3950 | 85000 | SH | | SOLE | |
| NORTHWESTERN CORP COM NEW | COM | 668074305 | 26598 | 922585 | SH | | SOLE | |
| NOVARTIS AG - ADR (B:NVS US) | COM | 66987V109 | 15150 | 257000 | SH | | SOLE | |
| NOVELL INC | COM | 670006105 | 124 | 21000 | SH | | SOLE | |
| NRG ENERGY INC COM NEW | COM | 629377508 | 9282 | 475000 | SH | | SOLE | |
| NSTAR COM | COM | 67019E107 | 52851 | 1252700 | SH | | SOLE | |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 2111 | 302500 | SH | | SOLE | |
| NV ENERGY INC COM | COM | 67073Y106 | 562 | 40000 | SH | | SOLE | |

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|--------------------------------|-----|-----------|-------|---------|----|------|
| NYSE EURONEXT COM | COM | 629491101 | 2398 | 80000 | SH | SOLE |
| OCCIDENTAL PETE CORP | COM | 674599105 | 73585 | 750100 | SH | SOLE |
| OCEANEERING INTL INC COM | COM | 675232102 | 13916 | 189000 | SH | SOLE |
| OCH ZIFF CAP MGMT GROUP CL A | COM | 67551U105 | 4565 | 293000 | SH | SOLE |
| ODYSSEY MARINE EXPLORATION ICO | COM | 676118102 | 64 | 23000 | SH | SOLE |
| OGE ENERGY CORP COM | COM | 670837103 | 41309 | 907100 | SH | SOLE |
| OIL DRI CORP AMER COM | COM | 677864100 | 3052 | 142000 | SH | SOLE |
| OLIN CORP COM PAR \$1. | COM | 680665205 | 4514 | 220000 | SH | SOLE |
| OMNOVA SOLUTIONS INC COM | COM | 682129101 | 11319 | 1354000 | SH | SOLE |
| ONEOK INC NEW COM | COM | 682680103 | 35834 | 646000 | SH | SOLE |
| OPKO HEALTH INC COM | COM | 68375N103 | 367 | 100000 | SH | SOLE |
| ORIENT-EXPRESS HOTELS LTD COM | COM | G67743107 | 3273 | 252000 | SH | SOLE |
| ORITANI FINL CORP DEL COM | COM | 68633D103 | 2754 | 225000 | SH | SOLE |
| ORMAT TECHNOLOGIES INC | COM | 686688102 | 2810 | 95000 | SH | SOLE |
| ORTHOFIX INTL N V ORD | COM | N6748L102 | 3103 | 107000 | SH | SOLE |
| OTTER TAIL CORPORATION COM | COM | 689648103 | 13691 | 607400 | SH | SOLE |
| OUTDOOR HLDGS INC (NEW) | COM | 690027206 | 258 | 36000 | SH | SOLE |
| OWENS ILL INC COM NEW | COM | 690768403 | 3715 | 121000 | SH | SOLE |
| OWENS & MINOR INC NEW COM | COM | 690732102 | 5231 | 177750 | SH | SOLE |
| PACCAR INC | COM | 693718108 | 16858 | 294000 | SH | SOLE |
| PAIN THERAPEUTICS INC COM | COM | 69562K100 | 2903 | 430000 | SH | SOLE |
| PALOMAR MED TECHNOLOGIES INCCO | COM | 697529303 | 4618 | 325000 | SH | SOLE |
| PARK ELECTROCHEMICAL CORP COM | COM | 700416209 | 9630 | 321000 | SH | SOLE |
| PARK OHIO HLDGS CORP COM | COM | 700666100 | 7695 | 368000 | SH | SOLE |
| PARKER HANNIFIN CORP | COM | 701094104 | 1036 | 12000 | SH | SOLE |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| PATTERSON COMPANIES INC | COM | 703395103 | 3492 | 114000 | SH | | SOLE | |
| PATTERSON-UTI ENERGY INC COM | COM | 703481101 | 1315 | 61000 | SH | | SOLE | |
| PEABODY ENERGY CORP COM | COM | 704549104 | 12591 | 196800 | SH | | SOLE | |
| PEETS COFFEE & TEA INC COM | COM | 705560100 | 3256 | 78000 | SH | | SOLE | |
| PENFORD CORP COM | COM | 707051108 | 409 | 67000 | SH | | SOLE | |
| PENN NATIONAL GAMING INC COM | COM | 707569109 | 4148 | 118000 | SH | | SOLE | |
| PENNICHUCK CORP COM NEW | COM | 708254206 | 10342 | 378000 | SH | | SOLE | |
| PENSKE AUTOMOTIVE GRP INC COM | COM | 70959W103 | 1810 | 103900 | SH | | SOLE | |
| PENTAIR INC COM | COM | 709631105 | 1935 | 53000 | SH | | SOLE | |
| PEP BOYS MANNY MOE & JACK | COM | 713278109 | 6178 | 460000 | SH | | SOLE | |
| PEPCO HLDGS INC COM | COM | 713291102 | 5028 | 275500 | SH | | SOLE | |
| PEPSICO INC | COM | 713448108 | 56382 | 863027 | SH | | SOLE | |
| PETROBRAS BRASILEIRO ADR SPONS | COM | 71654V408 | 26526 | 701000 | SH | | SOLE | |
| PETROBRAS BRASILEIRO SPON ADR | COM | 71654V101 | 6048 | 177000 | SH | | SOLE | |
| PETROCHINA CO LTD SPONSORED AD | COM | 71646E100 | 1880 | 14300 | SH | | SOLE | |
| PETROHAWK ENERGY CORP COM | COM | 716495106 | 4563 | 250000 | SH | | SOLE | |
| PFIZER INC | COM | 717081103 | 38834 | 2217790 | SH | | SOLE | |
| PG&E CORP COM | COM | 69331C108 | 4736 | 99000 | SH | | SOLE | |
| PHHM 3.25% 5/15/2024 | CONVERTIBLE BOND | 696639AB9 | 198 | 450000 | PRN | | SOLE | |
| PHILIP MORRIS INTL INC COM | COM | 718172109 | 5999 | 102500 | SH | | SOLE | |
| PHILLIPINE LONG DISTANCE TEL S | COM | 718252604 | 6270 | 107600 | SH | | SOLE | |
| PIEDMONT NAT GAS INC COM | COM | 720186105 | 3607 | 129000 | SH | | SOLE | |
| PIER 1 IMPORTS INC SHS BEN INT | COM | 720279108 | 882 | 84000 | SH | | SOLE | |
| PINNACLE ENTMT INC COM | COM | 723456109 | 7282 | 519400 | SH | | SOLE | |
| PINNACLE WEST CAP CORP COM | COM | 723484101 | 18487 | 446000 | SH | | SOLE | |
| PLANTRONICS | COM | 727493108 | 447 | 12000 | SH | | SOLE | |
| PNC FINANCIAL CORP | COM | 693475105 | 19673 | 324000 | SH | | SOLE | |
| PNM RES INC | COM | 69349H107 | 33945 | 2607179 | SH | | SOLE | |
| POLO RALPH LAUREN CORP | COM | 731572103 | 1442 | 13000 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| POLYPORE INTL INC COM | COM | 73179V103 | 367 | 9000 | SH | SOLE |
| POPULAR INC COM | COM | 733174106 | 7065 | 2250137 | SH | SOLE |
| PORTUGAL TELECOM ADR (B:PT US) | COM | 737273102 | 3203 | 279500 | SH | SOLE |
| POTASH CORP SASK INC | COM | 73755L107 | 3793 | 24500 | SH | SOLE |
| PPL CORP COM | COM | 69351T106 | 1321 | 50200 | SH | SOLE |
| PRECISION CASTPARTS CORP | COM | 740189105 | 79433 | 570600 | SH | SOLE |
| PRG-SCHULTZ INTERNATIONAL INCO | COM | 69357C503 | 81 | 12800 | SH | SOLE |
| PRIMEDIA INC COM NEW | COM | 74157K846 | 710 | 169000 | SH | SOLE |
| PRIVATEBANCORP INC COM | COM | 742962103 | 431 | 30000 | SH | SOLE |
| PROCTER & GAMBLE COMPANY | COM | 742718109 | 61853 | 961500 | SH | SOLE |
| PROGRESS ENERGY INC COM | COM | 743263105 | 31871 | 733000 | SH | SOLE |
| PROLOGIS SH BEN INT | COM | 743410102 | 520 | 36000 | SH | SOLE |
| PROSHARES TR ULTRSHRT 20YRS | COM | 74347R297 | 370 | 10000 | SH | SOLE |
| PROSHARES TR ULTRSHRT 7-10Y | COM | 74347R313 | 381 | 9000 | SH | SOLE |
| PROVIDENCE SERV 6.500% 05/15/1 | CONVERTIBLE BOND | 743815AB8 | 300 | 300000 | PRN | SOLE |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PROVIDENCE & WORCESTER RR COCO | COM | 743737108 | 2832 | 169100 | SH | | SOLE | |
| PSS WORLD MED INC COM | COM | 69366A100 | 994 | 44000 | SH | | SOLE | |
| PT INDOSAT TBK SPONSORED ADR | COM | 744383100 | 344 | 11800 | SH | | SOLE | |
| PT TELEKOMUNIKASI INDONESIA (B | COM | 715684106 | 797 | 22360 | SH | | SOLE | |
| PUBLIC SVC ENTERPRISES COM | COM | 744573106 | 12985 | 408200 | SH | | SOLE | |
| PULSE ELECTRONICS CORP COM | COM | 74586W106 | 291 | 54740 | SH | | SOLE | |
| QUAKER CHEM CORP COM | COM | 747316107 | 979 | 23500 | SH | | SOLE | |
| QUALCOMM INC COM | COM | 747525103 | 9453 | 191000 | SH | | SOLE | |
| QUIDEL CORP COM | COM | 74838J101 | 8128 | 562500 | SH | | SOLE | |
| QWEST COMMUNICATIONS INTL. | COM | 749121109 | 5350 | 703000 | SH | | SOLE | |
| RALCORP HOLDINGS INC | COM | 751028101 | 17033 | 262000 | SH | | SOLE | |
| RANDGOLD RES LTD ADR | COM | 752344309 | 110092 | 1337200 | SH | | SOLE | |
| RAYONIER INC COM | COM | 754907103 | 1627 | 30984 | SH | | SOLE | |
| RAYTHEON COMPANY | COM | 755111507 | 463 | 10000 | SH | | SOLE | |
| REGAL ENTERTAINMENT GROUP | COM | 758766109 | 423 | 36000 | SH | | SOLE | |
| REGIS CORP MINN COM | COM | 758932107 | 1044 | 62874 | SH | | SOLE | |
| REPSOL YPF S A ADR SPONSORED | COM | 76026T205 | 7069 | 253000 | SH | | SOLE | |
| REPUBLIC SVCS INC CL A | COM | 760759100 | 43954 | 1472000 | SH | | SOLE | |
| RGC RES INC COM | COM | 74955L103 | 438 | 14000 | SH | | SOLE | |
| RIO TINTO LTD ADR SPONSORED (B | COM | 767204100 | 27904 | 389400 | SH | | SOLE | |
| ROBBINS & MYERS INC | COM | 770196103 | 4749 | 132730 | SH | | SOLE | |
| ROCHESTER MED CORP COM | COM | 771497104 | 2738 | 250742 | SH | | SOLE | |
| ROCK OF AGES CORP DEL COM | COM | 772632105 | 527 | 100800 | SH | | SOLE | |
| ROCKWELL AUTOMATION INC (B:ROK | COM | 773903109 | 53567 | 747000 | SH | | SOLE | |
| ROCKWELL COLLINS INC COM | COM | 774341101 | 3379 | 58000 | SH | | SOLE | |
| ROCKWOOD HLDGS INC COM | COM | 774415103 | 3912 | 100000 | SH | | SOLE | |
| ROGERS COMMUNICATIONS CL B | COM | 775109200 | 90886 | 2624500 | SH | | SOLE | |
| ROLLINS INC | COM | 775711104 | 68144 | 3450345 | SH | | SOLE | |
| ROPER 1.481% 01/15/34 | CONVERTIBLE BOND | 776696AA4 | 1349 | 1400000 | PRN | | SOLE | |
| ROPER INDS INC NEW | COM | 776696106 | 2446 | 32000 | SH | | SOLE | |
| ROVI CORP COM | COM | 779376102 | 1426 | 23000 | SH | | SOLE | |
| ROWAN COS INC | COM | 779382100 | 38576 | 1105000 | SH | | SOLE | |
| ROYAL BK CDA MONTREAL QUE COM | COM | 780087102 | 3953 | 75500 | SH | | SOLE | |
| ROYAL DUTCH SHELL PLC ADR-A(RD | COM | 780259206 | 28048 | 420000 | SH | | SOLE | |
| ROYAL GOLD INC COM | COM | 780287108 | 26997 | 494174 | SH | | SOLE | |
| ROYCE VALUE TR INC | COM | 780910105 | 1598 | 109920 | SH | | SOLE | |
| RPC INC. COMMON | COM | 749660106 | 40779 | 2250500 | SH | | SOLE | |
| RTI BIOLOGICS INC COM | COM | 74975N105 | 726 | 272000 | SH | | SOLE | |
| RUSH ENTERPRISES INC CL B | COM | 781846308 | 5421 | 300000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|-------|----------|-----|--------------------|
| S1 CORP | COM | 78463B101 | 69 | 10000 | SH | SOLE |
| SAFEWAY INC COM NEW | COM | 786514208 | 19566 | 870000 | SH | SOLE |
| SALEM COMMUNICATIONS CORP DECL | COM | 794093104 | 2079 | 655800 | SH | SOLE |
| SALLY BEAUTY HLDGS INC COM | COM | 79546E104 | 13572 | 934100 | SH | SOLE |
| SANDISK CORP 1.000% 05/15/13 | CONVERTIBLE BOND | 80004CAC5 | 16046 | 16500000 | PRN | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SANDISK CORP COM | COM | 80004C101 | 3116 | 62500 | SH | | SOLE | |
| SANDRIDGE ENERGY INC COM | COM | 80007P307 | 175 | 23885 | SH | | SOLE | |
| SARA LEE CORP COM | COM | 803111103 | 63235 | 3611374 | SH | | SOLE | |
| SASOL LTD ADR SPONSORED | COM | 803866300 | 5205 | 100000 | SH | | SOLE | |
| SAUER INC | COM | 804137107 | 1102 | 39000 | SH | | SOLE | |
| SCANA CORP NEW COM | COM | 80589M102 | 19671 | 484500 | SH | | SOLE | |
| SCHEIN HENRY INC COM | COM | 806407102 | 9294 | 151400 | SH | | SOLE | |
| SCHIFF NUTRITION INTL INC COM | COM | 806693107 | 7981 | 879000 | SH | | SOLE | |
| SCHLUMBERGER | COM | 806857108 | 18637 | 223200 | SH | | SOLE | |
| SCHNITZER STL INDS CL A | COM | 806882106 | 465 | 7000 | SH | | SOLE | |
| SCHULMAN A INC COM | COM | 808194104 | 1470 | 64200 | SH | | SOLE | |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 4620 | 270000 | SH | | SOLE | |
| SCHWEITZER-MAUDUIT INTL INC CO | COM | 808541106 | 1573 | 25000 | SH | | SOLE | |
| SCRIPPS E W CO OHIO CL A | COM | 811054402 | 5968 | 588000 | SH | | SOLE | |
| SCRIPPS NETWORKS INTERAC | COM | 811065101 | 27997 | 541000 | SH | | SOLE | |
| SEAGATE TECHNOLOGY PLC SHS | COM | G7945M107 | 398 | 26500 | SH | | SOLE | |
| SEALED AIR CORP NEW | COM | 81211K100 | 560 | 22000 | SH | | SOLE | |
| SEARCHMEDIA HLDGS LTD WTS | WARRANT AND RIGH | G8005Y114 | 55 | 219500 | SH | | SOLE | |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 991 | 318500 | SH | | SOLE | |
| SEMPRA ENERGY COM | COM | 816851109 | 9111 | 173600 | SH | | SOLE | |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 32653 | 889000 | SH | | SOLE | |
| SHAW COMMUNICATIONS CL B NON V | COM | 82028K200 | 12678 | 593000 | SH | | SOLE | |
| SHENANDOAH TELECOMMUNICATIONCD | COM | 82312B106 | 1798 | 96000 | SH | | SOLE | |
| SIEMENS AG SPONSORED ADR | COM | 826197501 | 217 | 1750 | SH | | SOLE | |
| SINCLAIR BROADCAST GROUP INCCL | COM | 829226109 | 2429 | 297000 | SH | | SOLE | |
| SINO CLEAN ENERGY INC COM NEW | COM | 82936G200 | 165 | 25000 | SH | | SOLE | |
| SIRIUS XM RADIO INC COM | COM | 82967N108 | 734 | 450000 | SH | | SOLE | |
| SJW CORP COM | COM | 784305104 | 16639 | 628600 | SH | | SOLE | |
| SK TELECOM LTD SPONSORED ADR (| COM | 78440P108 | 4091 | 219600 | SH | | SOLE | |
| SKYLINE CORP | COM | 830830105 | 8320 | 319000 | SH | | SOLE | |
| SL INDS INC COM | COM | 784413106 | 1487 | 85000 | SH | | SOLE | |
| SLM CORP COM | COM | 78442P106 | 11709 | 930000 | SH | | SOLE | |
| SMART BALANCE INC COM | COM | 83169Y108 | 1342 | 310000 | SH | | SOLE | |
| SMITH A O CORP COM | COM | 831865209 | 1542 | 40500 | SH | | SOLE | |
| SMUCKER J M CO COM NEW | COM | 832696405 | 7425 | 113100 | SH | | SOLE | |
| SNYDERS LANCE INC COM | COM | 833551104 | 4128 | 176113 | SH | | SOLE | |
| SONESTA INTL HOTELS CORP CL A | COM | 835438409 | 3869 | 175900 | SH | | SOLE | |
| SONOCO PRODS CO COM | COM | 835495102 | 2761 | 82000 | SH | | SOLE | |
| SONY CORP-ADR (B:SNE US) | COM | 835699307 | 1786 | 50000 | SH | | SOLE | |
| SORL AUTO PTS INC COM | COM | 78461U101 | 1493 | 175000 | SH | | SOLE | |
| SOUTH JERSEY INDS INC COM | COM | 838518108 | 5335 | 101000 | SH | | SOLE | |
| SOUTHERN CO | COM | 842587107 | 18924 | 495000 | SH | | SOLE | |
| SOUTHERN UN CO NEW COM | COM | 844030106 | 37525 | 1559000 | SH | | SOLE | |
| SOUTHWEST GAS CORP | COM | 844895102 | 56200 | 1532596 | 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 |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| SOUTHWESTERN ENERGY CO COM | COM | 845467109 | 11042 | 295000 | SH | | SOLE | |
| SPARTAN MTRS INC COM | COM | 846819100 | 489 | 80375 | SH | | SOLE | |
| SPECTRA ENERGY CORP COM | COM | 847560109 | 46781 | 1872000 | SH | | SOLE | |
| SPRINT NEXTEL CORP | COM | 852061100 | 48505 | 11467000 | SH | | SOLE | |
| SPTN 3 3/8 5/27 | CONVERTIBLE BOND | 846822AE4 | 604 | 630000 | PRN | | SOLE | |
| ST JUDE MEDICAL CENTER INC | COM | 790849103 | 9264 | 216700 | SH | | SOLE | |
| ST. JOE COMPANY | COM | 790148100 | 14618 | 669000 | SH | | SOLE | |
| STAMPS.COM INC (NEW) | COM | 852857200 | 2107 | 158990 | SH | | SOLE | |
| STANDARD MTR PRODS INC CLASS A | COM | 853666105 | 12097 | 883000 | SH | | SOLE | |
| STANDEX INTL CORP | COM | 854231107 | 2991 | 100000 | SH | | SOLE | |
| STARRETT L S CO CL A | COM | 855668109 | 2920 | 250000 | SH | | SOLE | |
| STARWOOD HOTELS & RESORTS WRLD | COM | 85590A401 | 13287 | 218600 | SH | | SOLE | |
| STATE STREET CORP | COM | 857477103 | 23680 | 511000 | SH | | SOLE | |
| STATOIL ASA SPONSORED ADR | COM | 85771P102 | 22425 | 943400 | SH | | SOLE | |
| STERLING BANCORP COM | COM | 859158107 | 4397 | 420000 | SH | | SOLE | |
| STEWART ENTERPRISES INC CL A | COM | 860370105 | 1539 | 230000 | SH | | SOLE | |
| STILLWATER MINING | COM | 86074Q102 | 1112 | 52100 | SH | | SOLE | |
| STONERIDGE INC | COM | 86183P102 | 2842 | 180000 | SH | | SOLE | |
| STRATTEC SECURITY CORP. | COM | 863111100 | 6841 | 205000 | SH | | SOLE | |
| STRYKER CORP | COM | 863667101 | 3453 | 64300 | SH | | SOLE | |
| STUDENT LN CORP COM | COM | 863902102 | 11813 | 364145 | SH | | SOLE | |
| SUNCOR ENERGY INC | COM | 867224107 | 25754 | 672600 | SH | | SOLE | |
| SUNOCO INC COM | COM | 86764P109 | 4636 | 115000 | SH | | SOLE | |
| SUNTRUST BANKS INC | COM | 867914103 | 1535 | 52000 | SH | | SOLE | |
| SUPERIOR INDS INTL INC | COM | 868168105 | 9358 | 441000 | SH | | SOLE | |
| SUPERVALU INC COMMON | COM | 868536103 | 2600 | 270000 | SH | | SOLE | |
| SWS GROUP INC | COM | 78503N107 | 2172 | 430000 | SH | | SOLE | |
| SYCAMORE NETWORKS INC COM NEW | COM | 871206405 | 1812 | 88000 | SH | | SOLE | |
| SYMANTEC CORP COM | COM | 871503108 | 167 | 10000 | SH | | SOLE | |
| SYNERON MEDICAL LTD ORD SHS | COM | M87245102 | 143 | 14000 | SH | | SOLE | |
| SYNGENTA AG ADR SPONSORED | COM | 87160A100 | 882 | 15000 | SH | | SOLE | |
| SYNIVERSE HLDGS INC COM | COM | 87163F106 | 5507 | 178500 | SH | | SOLE | |
| T ROWE PRICE GROUP INC | COM | 74144T108 | 27946 | 433000 | SH | | SOLE | |
| TAKE-TWO INTERACTIVE SOFTWARE | COM | 874054109 | 14148 | 1153500 | SH | | SOLE | |
| TALBOTS INC WARRANTS | WARRANT AND RIGH | 874161110 | 524 | 400189 | SH | | SOLE | |
| TALECRIS BIOTHERAPEUTICS | COM | 874227101 | 1118 | 48000 | SH | | SOLE | |
| TALISMAN ENERGY INC COM | COM | 87425E103 | 13092 | 590000 | SH | | SOLE | |
| TD AMERITRADE HLDG CORP COM | COM | 87236Y108 | 4216 | 222000 | SH | | SOLE | |
| TECH OPS SEVCON INC | COM | 878293109 | 1725 | 240200 | SH | | SOLE | |
| TECO ENERGY INC COM | COM | 872375100 | 6319 | 355000 | SH | | SOLE | |
| TELE NORTE LESTE PARTICIPACO A | COM | 879246106 | 3992 | 271596 | SH | | SOLE | |
| TELECOM ARGENTINA SA ADR | COM | 879273209 | 4530 | 182000 | SH | | SOLE | |
| TELECOM ITALIA SPA ADR | COM | 87927Y102 | 4154 | 321000 | SH | | SOLE | |
| TELECOM NEW ZEALAND ADR(R:STVM | COM | 879278208 | 222 | 26400 | SH | | SOLE | |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| TELEFLEX INC | COM | 879369106 | 269 | 5000 | SH | | SOLE | |
| TELEFONICA DE ESPANA SA ADR (B | COM | 879382208 | 36858 | 1616085 | SH | | SOLE | |
| TELEFONOS DE MEXICO ADR REP (B | COM | 879403780 | 5665 | 351000 | SH | | SOLE | |
| TELEPHONE & DATA SYS INC SPL C | COM | 879433860 | 36257 | 1150300 | SH | | SOLE | |
| TELEPHONE & DATA SYSTEM INC. | COM | 879433100 | 66258 | 1812800 | SH | | SOLE | |
| TELUS CORP NON VTG SHS | COM | 87971M202 | 6103 | 140100 | SH | | SOLE | |
| TELVENT GIT SA SHS | COM | E90215109 | 264 | 10000 | SH | | SOLE | |

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|--------------------------------|-----|-----------|-------|---------|----|------|
| TENARIS S A SPONSORED ADR | COM | 88031M109 | 21277 | 434400 | SH | SOLE |
| TENET HEALTHCARE CORP COM | COM | 88033G100 | 8028 | 1200000 | SH | SOLE |
| TENNANT CO | COM | 880345103 | 11254 | 293000 | SH | SOLE |
| TENNECO AUTOMOTIVE INC COM | COM | 880349105 | 26408 | 641600 | SH | SOLE |
| TEREX CORP NEW COM | COM | 880779103 | 3539 | 114000 | SH | SOLE |
| TESORO PETE CORP COM | COM | 881609101 | 8603 | 464000 | SH | SOLE |
| TEVA PHARMACEUTICAL INDS LTDAD | COM | 881624209 | 1043 | 20000 | SH | SOLE |
| TEXAS INDS INC COM | COM | 882491103 | 3369 | 73600 | SH | SOLE |
| TEXAS INSTRUMENTS INC | COM | 882508104 | 41265 | 1269700 | SH | SOLE |
| TEXTRON INC | COM | 883203101 | 21746 | 919880 | SH | SOLE |
| THE SCOTTS MIRACLE GRO CO | COM | 810186106 | 1015 | 20000 | SH | SOLE |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 2768 | 50000 | SH | SOLE |
| THOMAS & BETTS CORP | COM | 884315102 | 65635 | 1358912 | SH | SOLE |
| THOR INDS INC COM | COM | 885160101 | 917 | 27000 | SH | SOLE |
| TIER TECHNOLOGIES INC CL B | COM | 88650Q100 | 106 | 17700 | SH | SOLE |
| TIFFANY & CO NEW COM | COM | 886547108 | 1831 | 29400 | SH | SOLE |
| TIM PARTICIPACOES SA-ADR | COM | 88706P106 | 2358 | 69066 | SH | SOLE |
| TIME WARNER CABLE INC COM | COM | 88732J207 | 18158 | 275000 | SH | SOLE |
| TIME WARNER INC COM | COM | 887317303 | 55940 | 1738899 | SH | SOLE |
| TIVO INC | COM | 888706108 | 6716 | 778200 | SH | SOLE |
| TOOTSIE ROLL INDS INC | COM | 890516107 | 19090 | 658946 | SH | SOLE |
| TOTAL SA ADR (B:TOT US) | COM | 89151E109 | 25003 | 467518 | SH | SOLE |
| TRACTOR SUPPLY CO COM | COM | 892356106 | 15032 | 310000 | SH | SOLE |
| TRANS LUX CORP | COM | 893247106 | 45 | 279000 | SH | SOLE |
| TRANSACT TECHNOLOGIES INC COM | COM | 892918103 | 422 | 44850 | SH | SOLE |
| TRANSOCEAN LTD ZUG NAMEN AKT | COM | H8817H100 | 26011 | 374200 | SH | SOLE |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 18067 | 324300 | SH | SOLE |
| TREDEGAR INDS INC | COM | 894650100 | 4944 | 255124 | SH | SOLE |
| TREE COM INC COM | COM | 894675107 | 802 | 84899 | SH | SOLE |
| TRIDENT MICROSYSTEMS INC COM | COM | 895919108 | 623 | 350000 | SH | SOLE |
| TRIMERIS INC COM | COM | 896263100 | 49 | 20000 | SH | SOLE |
| TRINITY INDS INC | COM | 896522109 | 4045 | 152000 | SH | SOLE |
| TUPPERWARE CORP COM | COM | 899896104 | 2717 | 57000 | SH | SOLE |
| TURKCELL ILETISIM HIZMETLERISP | COM | 900111204 | 6955 | 406000 | SH | SOLE |
| TW TELECOM INC | COM | 87311L104 | 9434 | 553300 | SH | SOLE |
| TWIN DISC INC COM | COM | 901476101 | 1941 | 65000 | SH | SOLE |
| TYCO ELECTRONICS LTD | COM | H8912P106 | 18762 | 530000 | SH | SOLE |

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GABELLI FUNDS, LLC

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| TYCO INTERNATIONAL LTD SHS | COM | H89128104 | 49479 | 1194000 | SH | | SOLE | |
| TYLER TECHNOLOGIES INC COM | COM | 902252105 | 6228 | 300000 | SH | | SOLE | |
| TYSON FOODS INC | COM | 902494103 | 6544 | 380000 | SH | | SOLE | |
| T-3 ENERGY SRVCS INC COM | COM | 87306E107 | 358 | 9000 | SH | | SOLE | |
| UGI CORP NEW COM | COM | 902681105 | 947 | 30000 | SH | | SOLE | |
| UIL HLDG CORP COM | COM | 902748102 | 2047 | 68331 | SH | | SOLE | |
| ULTRA PETROLEUM CORP COM | COM | 903914109 | 12167 | 254700 | SH | | SOLE | |
| UNILEVER N V NEW YORK SHS N | COM | 904784709 | 2449 | 78000 | SH | | SOLE | |
| UNION DRILLING INC COM | COM | 90653P105 | 182 | 25000 | SH | | SOLE | |
| UNISOURCE ENERGY CORP COM | COM | 909205106 | 17347 | 484000 | SH | | SOLE | |
| UNITED GUARDIAN INC COM | COM | 910571108 | 672 | 48000 | SH | | SOLE | |
| UNITED NAT FOODS INC COM | COM | 911163103 | 4768 | 130000 | SH | | SOLE | |
| UNITED RENTALS INC COM | COM | 911363109 | 1365 | 60000 | SH | | SOLE | |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 49366 | 988500 | SH | | SOLE | |
| UNITED STATES OIL FUND LP UNIT | MUTUAL FUNDS | 91232N108 | 2847 | 73000 | SH | | SOLE | |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 11572 | 147000 | SH | | SOLE | |
| UNITEDHEALTH GROUP INC COM | COM | 91324P102 | 14697 | 407000 | SH | | SOLE | |

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|--------------------------------|-----|-----------|-------|---------|----|--------------------|
| UNITIL CORP | COM | 913259107 | 1569 | 69000 | SH | SOLE |
| UNITRIN INC | COM | 913275103 | 1448 | 59000 | SH | SOLE |
| UNIVERSAL DISPLAY CORP COM | COM | 91347P105 | 1226 | 40000 | SH | SOLE |
| UNIVERSAL TECHNICAL INST INCCO | COM | 913915104 | 6606 | 300012 | SH | SOLE |
| UTILITIES HOLDERS TR DEP RCPT | COM | 918019100 | 1981 | 20000 | SH | SOLE |
| VALE S A ADR | COM | 91912E105 | 3810 | 110215 | SH | SOLE |
| VALERO ENERGY CORP COM | COM | 91913Y100 | 6961 | 301100 | SH | SOLE |
| VALMONT INDS INC | COM | 920253101 | 3363 | 37900 | SH | SOLE |
| VALUE LINE INC | COM | 920437100 | 246 | 17000 | SH | SOLE |
| VALUECLICK INC COM | COM | 92046N102 | 1843 | 115000 | SH | SOLE |
| VARIAN MED SYS INC COM | COM | 92220P105 | 2840 | 41000 | SH | SOLE |
| VASCULAR SOLUTIONS INC COM | COM | 92231M109 | 1479 | 126200 | SH | SOLE |
| VECTREN INC. | COM | 92240G101 | 14238 | 561000 | SH | SOLE |
| VERIGY LTD SHS | COM | Y93691106 | 312 | 24000 | SH | SOLE |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 95096 | 2657784 | SH | SOLE |
| VIACOM INC NEW CL A | COM | 92553P102 | 96503 | 2104300 | SH | SOLE |
| VIACOM INC NEW CL B | COM | 92553P201 | 1901 | 48000 | SH | SOLE |
| VIASAT INC COM | COM | 92552V100 | 489 | 11000 | SH | SOLE |
| VICOR CORP COM | COM | 925815102 | 1558 | 95000 | SH | SOLE |
| VILLAGE SUPER MKT INC CL A NEW | COM | 927107409 | 2145 | 65000 | SH | SOLE |
| VIMPELCOM LTD-SPON ADR-W/I | COM | 92719A106 | 29990 | 1994000 | SH | SOLE |
| VINA CONCHA Y TORO S A SPONSOR | COM | 927191106 | 216 | 4500 | SH | SOLE |
| VISA INC-CLASS A SHRS | COM | 92826C839 | 4237 | 60200 | SH | SOLE |
| VIVO PARTICIPACOES S A SPON AD | COM | 92855S200 | 8599 | 263852 | SH | SOLE |
| VODAFONE GROUP PLC-ADR | COM | 92857W209 | 37547 | 1420075 | SH | SOLE |
| W D 40 COMPANY | COM | 929236107 | 886 | 22000 | SH | SOLE |
| WADDELL & REED FINL INC CL A | COM | 930059100 | 45312 | 1284000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| WAL MART STORES INC | COM | 931142103 | 20979 | 389000 | SH | | SOLE | |
| WALGREEN COMPANY | COM | 931422109 | 28558 | 733000 | SH | | SOLE | |
| WARNER CHILCOTT PLC IRELAND SH | COM | G94368100 | 226 | 10000 | SH | | SOLE | |
| WASHINGTON POST CO CL B | COM | 939640108 | 352 | 800 | SH | | SOLE | |
| WASTE MGMT INC DEL COM | COM | 94106L109 | 50180 | 1361000 | SH | | SOLE | |
| WATERS CORP COM | COM | 941848103 | 738 | 9500 | SH | | SOLE | |
| WATSCO INC CL B | COM | 942622101 | 496 | 7875 | SH | | SOLE | |
| WATSON PHARMACEUTICALS INC COM | COM | 942683103 | 9814 | 190000 | SH | | SOLE | |
| WATTS WATER TECHNOLOGIES | COM | 942749102 | 28101 | 768000 | SH | | SOLE | |
| WAUSAU PAPER CORP | COM | 943315101 | 603 | 70000 | SH | | SOLE | |
| WEATHERFORD INTERNATIONAL LTD | COM | H27013103 | 49636 | 2177000 | SH | | SOLE | |
| WEIGHT WATCHERS INTL INC NEWCO | COM | 948626106 | 937 | 25000 | SH | | SOLE | |
| WEIS MKTS INC | COM | 948849104 | 2500 | 62000 | SH | | SOLE | |
| WELLS FARGO & CO NEW | COM | 949746101 | 65544 | 2115000 | SH | | SOLE | |
| WENDYS/ARBYS GROUP INC | COM | 950587105 | 776 | 168000 | SH | | SOLE | |
| WESCO FINL CORP COM | COM | 950817106 | 723 | 1962 | SH | | SOLE | |
| WESTAR ENERGY INC | COM | 95709T100 | 49943 | 1985000 | SH | | SOLE | |
| WEYERHAEUSER CO | COM | 962166104 | 7667 | 405000 | SH | | SOLE | |
| WGL HLDGS INC COM | COM | 92924F106 | 215 | 6000 | SH | | SOLE | |
| WHOLE FOODS MKT INC COM | COM | 966837106 | 15177 | 300000 | SH | | SOLE | |
| WHX CORP | COM | 929248607 | 5760 | 442400 | SH | | SOLE | |
| WILEY JOHN & SONS INC CL B | COM | 968223305 | 583 | 12800 | SH | | SOLE | |
| WILLAMETTE VY VINEYARD INC COM | COM | 969136100 | 35 | 10000 | SH | | SOLE | |
| WILLIAMS COS INC | COM | 969457100 | 11124 | 450000 | SH | | SOLE | |
| WILLIS GROUP HOLDINGS PUBLIC L | COM | G96666105 | 519 | 15000 | SH | | SOLE | |
| WILMINGTON TR CORP COM | COM | 971807102 | 5989 | 1380000 | SH | | SOLE | |
| WIMM BILL DANN FOODS OJSC SPON | COM | 97263M109 | 7154 | 217000 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| WINDSTREAM CORP COM | COM | 97381W104 | 697 | 50000 | SH | SOLE |
| WINN DIXIE STORES INC COM NEW | COM | 974280307 | 2356 | 328173 | SH | SOLE |
| WINNEBAGO INDS INC COM | COM | 974637100 | 456 | 30000 | SH | SOLE |
| WISCONSIN ENERGY CORP COM | COM | 976657106 | 24074 | 409000 | SH | SOLE |
| WOLVERINE WORLD WIDE INC COM | COM | 978097103 | 3411 | 107000 | SH | SOLE |
| WONDER AUTO TECHNOLOGY INC COM | COM | 978166106 | 377 | 50000 | SH | SOLE |
| WOODWARD GOVERNOR CO COM | COM | 980745103 | 2441 | 65000 | SH | SOLE |
| WORLD WRESTLING ENTERTAINMENT | COM | 98156Q108 | 1324 | 93000 | SH | SOLE |
| WRIGHT MED GROUP INC COM | COM | 98235T107 | 1553 | 100000 | SH | SOLE |
| WRIGHT MEDICAL 2.625% 12/01/14 | CONVERTIBLE BOND | 98235TAA5 | 378 | 400000 | PRN | SOLE |
| WUXI PHARMATECH CAYMAN INC SPO | COM | 929352102 | 11274 | 698500 | SH | SOLE |
| WYNDHAM WORLDWIDE CORP COM | COM | 98310W108 | 539 | 18000 | SH | SOLE |
| WYNN RESORTS LTD COM | COM | 983134107 | 8723 | 84000 | SH | SOLE |
| XCEL ENERGY INC COM | COM | 98389B100 | 13518 | 574000 | SH | SOLE |
| XEROX CORP | COM | 984121103 | 1267 | 110000 | SH | SOLE |
| YAHOO INC. | COM | 984332106 | 26625 | 1601000 | SH | SOLE |
| YAMANA GOLD INC COM | COM | 98462Y100 | 15552 | 1215000 | 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 |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| YORK WTR CO COM | COM | 987184108 | 2611 | 151000 | SH | | SOLE | |
| YOUNG INNOVATIONS INC COM | COM | 987520103 | 746 | 23300 | SH | | SOLE | |
| ZEBRA TECHNOLOGIES CORP CL A | COM | 989207105 | 7218 | 190000 | SH | | SOLE | |
| ZEP INC | COM | 98944B108 | 14948 | 751900 | SH | | SOLE | |
| ZHONGPIN INC COM | COM | 98952K107 | 510 | 25000 | SH | | SOLE | |
| ZIMMER HLDGS INC COM | COM | 98956P102 | 8642 | 161000 | SH | | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 2816 | 320000 | SH | | SOLE | |
| ZYGO CORP COM | COM | 989855101 | 3736 | 305000 | 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 |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ACTIVE PWR INC COM | COM | 00504W100 | 172 | 70000 | SH | | SOLE | |
| ADCT 3 1/2 07/17(ADCT17) | CONVERTIBLE BOND | 000886AF8 | 1001 | 1000000 | PRN | | SOLE | |
| AGNICO-EAGLE MINES (USD) | COM | 008474108 | 268 | 3500 | SH | | SOLE | |
| AIRGAS INC COM | COM | 009363102 | 2292 | 36700 | SH | | SOLE | |
| AIRTRAN HLDGS INC COM | COM | 00949P108 | 2752 | 372394 | SH | | SOLE | |
| ALBERTO CULVER CO NEW COM | COM | 013078100 | 20041 | 541057 | SH | | SOLE | |
| ALCON INC COM SHS | COM | H01301102 | 8088 | 49500 | SH | | SOLE | |
| ALLEGHENY ENERGY INC COM | COM | 017361106 | 2242 | 92500 | SH | | SOLE | |
| ALLIED DEFENSE GROUP INC COM | COM | 019118108 | 935 | 279048 | SH | | SOLE | |
| ALLIS CHALMERS ENERGY INC COM | COM | 019645506 | 1129 | 159303 | SH | | SOLE | |
| AMKOR TECHNOLOGY INC COM | COM | 031652100 | 74 | 10000 | SH | | SOLE | |
| APPLIED SIGNAL TECHNOLOGY COM | COM | 038237103 | 5058 | 133500 | SH | | SOLE | |
| ARENA PHARMACEUTICALS INC COM | COM | 040047102 | 22 | 13000 | SH | | SOLE | |
| ART TECHNOLOGY GROUP INC COM | COM | 04289L107 | 8023 | 1341633 | SH | | SOLE | |
| ATLAS AMERICA INC COM | COM | 049298102 | 8681 | 197426 | SH | | SOLE | |
| BALDOR ELEC CO COM | COM | 057741100 | 21326 | 338290 | SH | | SOLE | |
| BANK OF AMERICA | COM | 060505104 | 1450 | 108729 | SH | | SOLE | |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 302 | 10000 | SH | | SOLE | |
| BARRICK GOLD(R:ABX.N B:ABX US) | COM | 067901108 | 253 | 4750 | SH | | SOLE | |
| BAXTER INTL INC COM | COM | 071813109 | 228 | 4500 | SH | | SOLE | |
| BEAZER HOMES USA INC COM | COM | 07556Q105 | 158 | 29300 | SH | | SOLE | |
| BECKMAN COULTER INC COM | COM | 075811109 | 970 | 12900 | SH | | SOLE | |
| BELO CORP | COM | 080555105 | 257 | 36300 | SH | | SOLE | |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 18 | 10000 | SH | | SOLE | |
| BLUELINX HLDGS INC COM | COM | 09624H109 | 133 | 36318 | SH | | SOLE | |
| BMP SUNSTONE CORP COM | COM | 05569C105 | 6124 | 617920 | SH | | SOLE | |
| BOSTON SCIENTIFIC CORP COM | COM | 101137107 | 288 | 38000 | SH | | SOLE | |
| BUCYRUS INTL INC NEW CL A | COM | 118759109 | 17918 | 200429 | SH | | SOLE | |
| CABLEVISION SYS NY GROUP A | COM | 12686C109 | 321 | 9500 | SH | | SOLE | |
| CAPITAL GOLD CORP COM NEW | COM | 14018Y205 | 149 | 29400 | SH | | SOLE | |
| CARDIONET INC COM | COM | 14159L103 | 56 | 11900 | SH | | SOLE | |
| CASEYS GEN STORES INC COM | COM | 147528103 | 941 | 22137 | SH | | SOLE | |
| CBS CORP CLASS A | COM | 124857103 | 224 | 11750 | SH | | SOLE | |
| CELGENE CORP-RTS-W/I | WARRANT AND RIGH | 151020112 | 71 | 14495 | SH | | SOLE | |
| CENTRAL EUROPEAN 3.000% 03/15/ | CONVERTIBLE BOND | 153435AA0 | 928 | 1000000 | PRN | | SOLE | |
| CEPHALON INC COM | COM | 156708109 | 210 | 3400 | SH | | SOLE | |
| CHARLES RIVER LAB 2.250% 06/15 | CONVERTIBLE BOND | 159864AB3 | 1078 | 1075000 | PRN | | SOLE | |
| CHEMED CORP 1.875% 05/15/14 | CONVERTIBLE BOND | 16359RAC7 | 581 | 575000 | PRN | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS | COM | 16949D101 | 148 | 20000 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS WAR | WARRANT AND RIGH | G2112E145 | 8 | 25000 | SH | | SOLE | |
| CHIPOTLE MEXICAN GRILL INC CL | COM | 169656105 | 1659 | 7800 | SH | | SOLE | |
| CHIQUITA BRANDS INTL INC COM | COM | 170032809 | 368 | 26267 | SH | | SOLE | |
| CIENA CORP 0.25% 5/1/2013 | CONVERTIBLE BOND | 171779AB7 | 925 | 1000000 | PRN | | 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 | |
|--------------------------------|------------------|-----------|--------------------------|--------------------|------------|--------------|--------------------|---------|--|
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM | 18451C109 | 197 | 14000 | SH | | SOLE | | |
| CMS ENERGY 2.875% 12/01/24 | CONVERTIBLE BOND | 125896AW0 | 2996 | 2050000 | PRN | | SOLE | | |
| CNA SURETY CORP COM | COM | 12612L108 | 452 | 19100 | SH | | SOLE | | |
| COMCAST CORP CL A SPL | COM | 20030N200 | 1269 | 61000 | SH | | SOLE | | |
| COMMSCOPE INC COM | COM | 203372107 | 11959 | 383063 | SH | | SOLE | | |
| COMPELLENT TECHNOLOGIES INC CO | COM | 20452A108 | 4498 | 163042 | SH | | SOLE | | |
| COMVERGE INC COM | COM | 205859101 | 276 | 40000 | SH | | SOLE | | |
| COOPER INDUSTRIES PLC SHS | COM | G24140108 | 379 | 6500 | SH | | SOLE | | |
| CORCEPT THERAPEUTICS INC OC-CO | COM | 218352102 | 120 | 31000 | SH | | SOLE | | |
| CORNING INC | COM | 219350105 | 270 | 14000 | SH | | SOLE | | |
| CPI INTERNATIONAL INC COM | COM | 12618M100 | 553 | 28601 | SH | | SOLE | | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 1001 | 31944 | SH | | SOLE | | |
| CSIQ US 01/11 P 15 | OPTION - PUT | | 53 | 200 | SH | PUT | SOLE | | |
| CUTERA INC COM | COM | 232109108 | 101 | 12200 | SH | | SOLE | | |
| CYPRESS BIOSCIENCES INC COM PA | COM | 232674507 | 7482 | 1154619 | SH | | SOLE | | |
| DEL MONTE FOODS CO COM | COM | 24522P103 | 2871 | 152700 | SH | | SOLE | | |
| DELTA PETE CORP COM NEW | COM | 247907207 | 174 | 228800 | SH | | SOLE | | |
| DIGIRAD CORP COM | COM | 253827109 | 24 | 11200 | SH | | SOLE | | |
| DIONEX CORP COM | COM | 254546104 | 15817 | 134034 | SH | | SOLE | | |
| DIRECTV-CLASS A | COM | 25490A101 | 240 | 6000 | SH | | SOLE | | |
| DISCOVERY COMMS NEW SER C | COM | 25470F302 | 3174 | 86500 | SH | | SOLE | | |
| DOLLAR THRIFTY AUTOMOTIVE GRCO | COM | 256743105 | 1980 | 41900 | SH | | SOLE | | |
| DOVER MOTORSPORTS INC.(B:DVD) | COM | 260174107 | 67 | 37850 | SH | | SOLE | | |
| DYNAMEX INC COM | COM | 26784F103 | 3162 | 127696 | SH | | SOLE | | |
| DYNEGY INC | COM | 26817G300 | 244 | 43397 | SH | | SOLE | | |
| ENTRAVISION COMM CORP CL A | COM | 29382R107 | 26 | 10000 | SH | | SOLE | | |
| EURAND N V SHS | COM | N31010106 | 2141 | 180974 | SH | | SOLE | | |
| EXCO RESOURCES INC COM | COM | 269279402 | 1029 | 53000 | SH | | SOLE | | |
| FCX US 01/11 C 79 | OPTION - CALL | | 255 | 62 | SH | CALL | SOLE | | |
| FIDELITY NATL INFORMATION SVCO | COM | 31620M106 | 866 | 31614 | SH | | SOLE | | |
| FIRST MERCURY FINANCIAL CORPCO | COM | 320841109 | 3383 | 206296 | SH | | SOLE | | |
| FORD CAP TRUST 6.5% 01/15/32 | CONVERTIBLE PREF | 345395206 | 364 | 7000 | SH | | SOLE | | |
| FSLR US 01/11 P 135 | OPTION - PUT | | 89 | 125 | SH | PUT | SOLE | | |
| FUSHI COPPERWELD INC COM | COM | 36113E107 | 400 | 45000 | SH | | SOLE | | |
| GENERAL ELEC CO | COM | 369604103 | 183 | 10000 | SH | | SOLE | | |
| GENON ENERGY INC | COM | 37244E107 | 101 | 26400 | SH | | SOLE | | |
| GENOPTIX INC | COM | 37243V100 | 489 | 25700 | SH | | SOLE | | |
| GENZYME CORP | COM | 372917104 | 3033 | 42600 | SH | | SOLE | | |
| GILEAD SCIENCES INC COM | COM | 375558103 | 486 | 13400 | SH | | SOLE | | |
| GOLD FIELDS LTD NEW SPON ADR (| COM | 38059T106 | 236 | 13000 | SH | | SOLE | | |
| GREIF INC CL B | COM | 397624206 | 4151 | 67704 | SH | | SOLE | | |
| GRUPO TELEVISA SA DE CV ADR (B | COM | 40049J206 | 246 | 9500 | SH | | SOLE | | |
| GSM US 01/11 C 15 | OPTION - CALL | | 56 | 250 | SH | CALL | SOLE | | |
| GTSI CORP COM | COM | 36238K103 | 117 | 24752 | SH | | SOLE | | |
| PORTVUE-SEC13F.LNP | | | GABELLI SECURITIES, INC. | | | | | | |
| RUN DATE: 01/31/11 8:29 A.M. | | | | | | | | | |

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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 |
|-------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| HARBIN ELECTRIC INC COM | COM | 41145W109 | 524 | 30200 | SH | | SOLE | |
| HARDINGE INC COM | COM | 412324303 | 241 | 24703 | SH | | SOLE | |
| HEADWATERS INC COM | COM | 42210P102 | 435 | 95000 | SH | | SOLE | |
| HORSEHEAD HLDG CORP COM | COM | 440694305 | 326 | 25000 | SH | | SOLE | |
| HYPERCOM CORP | COM | 44913M105 | 3076 | 367500 | SH | | SOLE | |

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| | | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|-----|------|------|
| INFOLOGIX INC COM NEW | COM | 45668X204 | 53 | 11353 | SH | | SOLE |
| J CREW GROUP INC COM | COM | 46612H402 | 4936 | 114409 | SH | | SOLE |
| JASO US 01/11 P 8 | OPTION - PUT | | 72 | 600 | SH | PUT | SOLE |
| JO-ANN STORES INC COM | COM | 47758P307 | 783 | 13000 | SH | | SOLE |
| KINETIC CONCEPTS INC COM NEW | COM | 49460W208 | 264 | 6300 | SH | | SOLE |
| KING PHARMACEUTICALS INC COM | COM | 495582108 | 23667 | 1684511 | SH | | SOLE |
| LADISH INC COM NEW | COM | 505754200 | 1930 | 39700 | SH | | SOLE |
| LASERCARD CORP COM | COM | 51807U101 | 1208 | 193258 | SH | | SOLE |
| LUCENT TECH 2.750% 06/15/25 | CONVERTIBLE BOND | 549463AH0 | 951 | 1000000 | PRN | | SOLE |
| LULU US 01/11 C 65 | OPTION - CALL | | 72 | 150 | SH | CALL | SOLE |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 6871 | 576931 | SH | | SOLE |
| MARSHALL & ILSLEY CORP NEW COM | COM | 571837103 | 1664 | 240500 | SH | | SOLE |
| MARTEK BIOSCIENCES CORP COM | COM | 572901106 | 4985 | 159264 | SH | | SOLE |
| MASO 07/20/31 | CONVERTIBLE BOND | 574599BB1 | 1319 | 2500000 | PRN | | SOLE |
| MATRIX INITIATIVES INC COM | COM | 57685L105 | 1702 | 201126 | SH | | SOLE |
| MCAFEЕ INC COM | COM | 579064106 | 21071 | 455000 | SH | | SOLE |
| MEAD JOHNSON | COM | 582839106 | 426 | 6840 | SH | | SOLE |
| MEDIACOM COMMUNICATIONS CORPCL | COM | 58446K105 | 2420 | 285702 | SH | | SOLE |
| MEDTRONIC 1.625% 04/15/13 | CONVERTIBLE BOND | 585055AM8 | 2016 | 2000000 | PRN | | SOLE |
| MEE 3 1/4 08/15 | CONVERTIBLE BOND | 576203AJ2 | 985 | 1000000 | PRN | | SOLE |
| MERCER INS GROUP INC COM | COM | 587902107 | 841 | 30039 | SH | | SOLE |
| MICRON TECH 1.875% 06/01/14 | CONVERTIBLE BOND | 595112AH6 | 936 | 1000000 | PRN | | SOLE |
| NATIONAL FUEL GAS CO N J COM | COM | 636180101 | 459 | 7000 | SH | | SOLE |
| NAVISITE INC COM NEW | COM | 63935M208 | 56 | 15177 | SH | | SOLE |
| NEUROMETRIX INC COM | COM | 641255104 | 8 | 11200 | SH | | SOLE |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 2022 | 135000 | SH | | SOLE |
| NEW YORK TIMES CO CLASS A | COM | 650111107 | 225 | 23000 | SH | | SOLE |
| NEWMONT MINING CORP HOLDING CO | COM | 651639106 | 246 | 4000 | SH | | SOLE |
| NEXXUS LIGHTING INC COM | COM | 65338E105 | 31 | 15000 | SH | | SOLE |
| NII HLDGS INC CL B NEW | COM | 62913F201 | 201 | 4500 | SH | | SOLE |
| NOVELL INC | COM | 670006105 | 6497 | 1097394 | SH | | SOLE |
| NRG ENERGY INC COM NEW | COM | 629377508 | 297 | 15200 | SH | | SOLE |
| NSTAR COM | COM | 67019E107 | 253 | 6000 | SH | | SOLE |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 2057 | 294667 | SH | | SOLE |
| NUVASIVE INC COM | COM | 670704105 | 526 | 20500 | SH | | SOLE |
| OCCAM NETWORKS INC COM NEW | COM | 67457P309 | 914 | 105477 | SH | | SOLE |
| OFFICE DEPOT INC | COM | 676220106 | 319 | 59100 | SH | | SOLE |
| PANL US 01/11 C 30 | OPTION - CALL | | 20 | 100 | SH | CALL | SOLE |
| PANL US 01/11 C 35 | OPTION - CALL | | 19 | 500 | SH | CALL | SOLE |
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GABELLI SECURITIES, INC.

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|----|
| PENNICHUCK CORP COM NEW | COM | 708254206 | 1302 | 47593 | SH | | SOLE | |
| PEP BOYS MANNY MOE & JACK | COM | 713278109 | 154 | 11500 | SH | | SOLE | |
| POTASH CORP SASK INC | COM | 73755L107 | 1455 | 9400 | SH | | SOLE | |
| PPO US 01/11 C 40 | OPTION - CALL | | 41 | 200 | SH | CALL | SOLE | |
| PROMOTORA DE INFORMACIONES SAD | COM | 74343G204 | 869 | 108376 | SH | | SOLE | |
| PROMOTORA DE INFORMACIONES SAD | COM | 74343G303 | 1801 | 188770 | SH | | SOLE | |
| PWER US 01/11 C 11 | OPTION - CALL | | 4 | 250 | SH | CALL | SOLE | |
| QUICKSILVER RESOURCES INC COM | COM | 74837R104 | 183 | 12400 | SH | | SOLE | |
| QUIKSILVER INC COM | COM | 74838C106 | 166 | 32700 | SH | | SOLE | |
| QWEST COMMUNICATIONS INTL. | COM | 749121109 | 4438 | 583158 | SH | | SOLE | |
| RAE SYS INC COM | COM | 75061P102 | 549 | 340736 | SH | | SOLE | |
| RANDGOLD RES LTD ADR | COM | 752344309 | 231 | 2800 | SH | | SOLE | |
| SANDISK CORP 1.000% 05/15/13 | CONVERTIBLE BOND | 80004CAC5 | 1532 | 1575000 | PRN | | SOLE | |
| SARA LEE CORP COM | COM | 803111103 | 263 | 15000 | SH | | SOLE | |
| SATCON TECHNOLOGY CORP COM | COM | 803893106 | 135 | 30000 | SH | | SOLE | |

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|--------------------------------|--------------|-----------|------|--------|----|--------------------------|
| SCHNITZER STL INDS CL A | COM | 806882106 | 398 | 6000 | SH | SOLE |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 164 | 52610 | SH | SOLE |
| SINO CLEAN ENERGY INC COM NEW | COM | 82936G200 | 132 | 20000 | SH | SOLE |
| SIRIUS XM RADIO INC COM | COM | 82967N108 | 33 | 20000 | SH | SOLE |
| SOLTA MEDICAL INC | COM | 83438K103 | 56 | 18500 | SH | SOLE |
| SPRINT NEXTEL CORP | COM | 852061100 | 351 | 83000 | SH | SOLE |
| STP US 01/11 P 7.5 | OPTION - PUT | | 4 | 200 | SH | PUT SOLE |
| STUDENT LN CORP COM | COM | 863902102 | 6367 | 196282 | SH | SOLE |
| SYNIVERSE HLDGS INC COM | COM | 87163F106 | 8531 | 276520 | SH | SOLE |
| TALECRIS BIOTHERAPEUTICS | COM | 874227101 | 1513 | 64920 | SH | SOLE |
| TELEPHONE & DATA SYS INC SPL C | COM | 879433860 | 1970 | 62500 | SH | SOLE |
| TELEPHONE & DATA SYSTEM INC. | COM | 879433100 | 439 | 12000 | SH | SOLE |
| TELVENT GIT SA SHS | COM | E90215109 | 211 | 8000 | SH | SOLE |
| TENET HEALTHCARE CORP COM | COM | 88033G100 | 234 | 35000 | SH | SOLE |
| TEXAS INSTRUMENTS INC | COM | 882508104 | 341 | 10500 | SH | SOLE |
| TIME WARNER INC COM | COM | 887317303 | 365 | 11333 | SH | SOLE |
| TRANS1 INC COM | COM | 89385X105 | 26 | 12500 | SH | SOLE |
| TRINITY INDS INC | COM | 896522109 | 375 | 14100 | SH | SOLE |
| TSL US 01/11 P 24 | OPTION - PUT | | 39 | 300 | SH | PUT SOLE |
| T-3 ENERGY SRVCS INC COM | COM | 87306E107 | 2732 | 68600 | SH | SOLE |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 200 | 4000 | SH | SOLE |
| UNIVERSAL AMERN FINL CORP COM | COM | 913377107 | 307 | 15000 | SH | SOLE |
| UNIVERSAL DISPLAY CORP COM | COM | 91347P105 | 307 | 10000 | SH | SOLE |
| VERIGY LTD SHS | COM | Y93691106 | 2288 | 175700 | SH | SOLE |
| VERSO PAPER CORP COM | COM | 92531L108 | 257 | 75000 | SH | SOLE |
| VIACOM INC NEW CL A | COM | 92553P102 | 413 | 9000 | SH | SOLE |
| WELLS FARGO & CO NEW | COM | 949746101 | 2530 | 81628 | SH | SOLE |
| WESCO FINL CORP COM | COM | 950817106 | 521 | 1413 | SH | SOLE |
| WHITNEY HLDG CORP | COM | 966612103 | 587 | 41500 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | 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 |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| WILBER CORP COM | COM | 967797101 | 409 | 40074 | SH | | SOLE | |
| WILMINGTON TR CORP COM | COM | 971807102 | 1363 | 314162 | SH | | SOLE | |
| WIMM BILL DANN FOODS OJSC SPON | COM | 97263M109 | 359 | 10900 | SH | | SOLE | |
| WUXI PHARMATECH CAYMAN INC SPO | COM | 929352102 | 1958 | 121289 | SH | | SOLE | |
| YAHOO INC. | COM | 984332106 | 559 | 33600 | SH | | SOLE | |
| YGE US 01/11 P 11 | OPTION - PUT | | 30 | 250 | SH | PUT | SOLE | |
| ZINC US 01/11 C 12.5 | OPTION - CALL | | 32 | 350 | SH | CALL | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 277 | 31500 | SH | | SOLE | |

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TETON ADVISORS, 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 DCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| 1 800 FLOWERS COM INC CL A | COM | 68243Q106 | 1145 | 425500 | SH | | SOLE | |
| A123 SYSTEMS INC | COM | 03739T108 | 258 | 27000 | SH | | SOLE | |
| AAR CORP COM | COM | 000361105 | 427 | 15538 | SH | | SOLE | |
| AARON'S INC | COM | 002535300 | 693 | 34000 | SH | | SOLE | |
| ACERGY S A SPONSORED ADR | COM | 00443E104 | 231 | 9500 | SH | | SOLE | |
| ADAMS GOLF INC COM NEW | COM | 006228209 | 85 | 18000 | SH | | SOLE | |
| ADVANCED ANALOGIC TECHNOLOGICO | COM | 00752J108 | 586 | 146100 | SH | | SOLE | |
| AKAMAI TECHNOLOGIES INC COM | COM | 00971T101 | 505 | 10728 | SH | | SOLE | |
| ALLIS CHALMERS ENERGY INC COM | COM | 019645506 | 417 | 58800 | SH | | SOLE | |
| AMERICAN DG ENERGY INC COM | COM | 025398108 | 42 | 15242 | SH | | SOLE | |
| AMERICAN EAGLE OUTFITTERS INCO | COM | 02553E106 | 556 | 38010 | SH | | SOLE | |
| AMERICAN RAILCAR INDS INC COM | COM | 02916P103 | 978 | 44200 | SH | | SOLE | |
| AMN HEALTHCARE SVCS INC COM | COM | 001744101 | 64 | 10500 | SH | | SOLE | |
| AMPCO PITTSBURGH CORP | COM | 032037103 | 3714 | 132391 | SH | | SOLE | |
| ANGIODYNAMICS INC COM | COM | 03475V101 | 1001 | 65118 | SH | | SOLE | |
| APPLIED SIGNAL TECHNOLOGY COM | COM | 038237103 | 3581 | 94500 | SH | | SOLE | |
| ARCH CHEMICALS INC COM | COM | 03937R102 | 707 | 18638 | SH | | SOLE | |
| ARTHROCARE CORP COM | COM | 043136100 | 432 | 13900 | SH | | SOLE | |
| ASCENT MEDIA CORP COM SER A | COM | 043632108 | 41 | 1050 | SH | | SOLE | |
| ASTEC INDS INC COM | COM | 046224101 | 583 | 18000 | SH | | SOLE | |
| ASTRONICS CORP COM | COM | 046433108 | 235 | 11200 | SH | | SOLE | |
| ATLANTIC TELE NETWORK INC COM | COM | 049079205 | 1091 | 28439 | SH | | SOLE | |
| ATLAS AIR WORLDWIDE HLDGS INCO | COM | 049164205 | 242 | 4329 | SH | | SOLE | |
| ATMI INC COM | COM | 00207R101 | 405 | 20291 | SH | | SOLE | |
| AVNET INC | COM | 053807103 | 707 | 21410 | SH | | SOLE | |
| BALDWIN TECHNOLOGY INC CL A | COM | 058264102 | 236 | 177500 | SH | | SOLE | |
| BALLANTYNE STRONG INC COM | COM | 058516105 | 436 | 56151 | SH | | SOLE | |
| BEASLEY BROADCAST GRP INC. | COM | 074014101 | 1416 | 236400 | SH | | SOLE | |
| BEL FUSE INC CL A | COM | 077347201 | 2438 | 95600 | SH | | SOLE | |
| BELO CORP | COM | 080555105 | 1273 | 179800 | SH | | SOLE | |
| BERKSHIRE BANCORP INC DEL COM | COM | 084597202 | 88 | 16100 | SH | | SOLE | |
| BIG 5 SPORTING GOODS CORP COM | COM | 08915P101 | 764 | 50000 | SH | | SOLE | |
| BIGLARI HOLDINGS INC | COM | 08986R101 | 6227 | 15179 | SH | | SOLE | |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 587 | 335500 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|------|--------|----|----------------------|
| BON-TON STORES INC COM | COM | 09776J101 | 276 | 21800 | SH | SOLE |
| BOSTON BEER INC CL A | COM | 100557107 | 1835 | 19300 | SH | SOLE |
| BRIGHAM EXPLORATION CO COM | COM | 109178103 | 599 | 21998 | SH | SOLE |
| BROOKS AUTOMATION COM | COM | 114340102 | 212 | 23352 | SH | SOLE |
| BROWN & BROWN INC COM | COM | 115236101 | 339 | 14181 | SH | SOLE |
| BRUSH ENGINEERED MATLS INC COM | COM | 117421107 | 5583 | 144500 | SH | SOLE |
| BTU INTL INC COM | COM | 056032105 | 657 | 73950 | SH | SOLE |
| CADIZ INC | COM | 127537207 | 487 | 39174 | SH | SOLE |
| CALLAWAY GOLF CO COM | COM | 131193104 | 234 | 29000 | 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 |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|----------------------|---------|
| CALLON PETE CO DEL COM | COM | 13123X102 | 118 | 19900 | SH | | SOLE | |
| CAMBIUM LEARNING GRP INC COM | COM | 13201A107 | 356 | 103507 | SH | | SOLE | |
| CANTEL MEDICAL CORP COM | COM | 138098108 | 3454 | 147600 | SH | | SOLE | |
| CANTERBURY PK HLDG CORP | COM | 13811E101 | 331 | 28500 | SH | | SOLE | |
| CAPSTONE TURBINE CORP COM | COM | 14067D102 | 19 | 20000 | SH | | SOLE | |
| CARDIONET INC COM | COM | 14159L103 | 398 | 85000 | SH | | SOLE | |
| CARIBOU COFFEE INC COM | COM | 142042209 | 171 | 17000 | SH | | SOLE | |
| CASCADE MICROTECH INC COM | COM | 147322101 | 425 | 97700 | SH | | SOLE | |
| CASELLA WASTE SYS INC CL A | COM | 147448104 | 1263 | 178100 | SH | | SOLE | |
| CAVCO INDUSTRIES | COM | 149568107 | 700 | 15000 | SH | | SOLE | |
| CENVEO INC COM | COM | 15670S105 | 115 | 21500 | SH | | SOLE | |
| CEPHEID COM | COM | 15670R107 | 1422 | 62500 | SH | | SOLE | |
| CHASE CORP | COM | 16150R104 | 1100 | 67500 | SH | | SOLE | |
| CHEESECAKE FACTORY INC | COM | 163072101 | 1143 | 37268 | SH | | SOLE | |
| CHESAPEAKE UTILS CORP COM | COM | 165303108 | 1495 | 36000 | SH | | SOLE | |
| CHICAGO BRIDGE & IRON | COM | 167250109 | 244 | 7414 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS | COM | 16949D101 | 662 | 89590 | SH | | SOLE | |
| CHINA WIND SYSTEMS INC | COM | 16945F209 | 432 | 120720 | SH | | SOLE | |
| CHURCHILL DOWNS INC COM | COM | 171484108 | 2193 | 50540 | SH | | SOLE | |
| CINCINNATI BELL | COM | 171871106 | 140 | 50000 | SH | | SOLE | |
| CIRCOR INTL INC COM | COM | 17273K109 | 2347 | 55500 | SH | | SOLE | |
| CNA SURETY CORP COM | COM | 12612L108 | 900 | 38000 | SH | | SOLE | |
| COHEN & STEERS INC COM | COM | 19247A100 | 1775 | 68000 | SH | | SOLE | |
| COLDWATER CREEK INC COM | COM | 193068103 | 650 | 205000 | SH | | SOLE | |
| COLUMBIA BKG SYS INC COM | COM | 197236102 | 263 | 12501 | SH | | SOLE | |
| COMMUNICATIONS SYS | COM | 203900105 | 743 | 52900 | SH | | SOLE | |
| COMMUNITY HEALTH SYS INC NEWCO | COM | 203668108 | 448 | 11998 | SH | | SOLE | |
| COMPUTER TASK GROUP INC COM | COM | 205477102 | 729 | 67038 | SH | | SOLE | |
| COMVERGE INC COM | COM | 205859101 | 726 | 105080 | SH | | SOLE | |
| CONSOLIDATED WATER CO LTD ORD | COM | G23773107 | 367 | 40000 | SH | | SOLE | |
| CONTINUCARE CORP COM | COM | 212172100 | 2805 | 599300 | SH | | SOLE | |
| CORE MOLDING TECH COM | COM | 218683100 | 1409 | 244690 | SH | | SOLE | |
| CORINTHIAN COLLEGES INC COM | COM | 218868107 | 1459 | 280000 | SH | | SOLE | |
| COWEN GROUP INC NEW CL A | COM | 223622101 | 47 | 10000 | SH | | SOLE | |
| CROSS A T CO CL A | COM | 227478104 | 319 | 33063 | SH | | SOLE | |
| CROWN MEDIA HLDGS INC CL A | COM | 228411104 | 131 | 49900 | SH | | SOLE | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 1316 | 42000 | SH | | SOLE | |
| CTS CORP | COM | 126501105 | 2804 | 253500 | SH | | SOLE | |
| CUTERA INC COM | COM | 232109108 | 678 | 81800 | SH | | SOLE | |
| CYNOSURE INC CL A | COM | 232577205 | 626 | 61200 | SH | | SOLE | |
| CYPRESS BIOSCIENCES INC COM PA | COM | 232674507 | 1750 | 270000 | SH | | SOLE | |
| DANA HOLDING CORP COM | COM | 235825205 | 1807 | 105000 | SH | | SOLE | |
| DAWSON GEOPHYSICAL CO COM | COM | 239359102 | 2122 | 66528 | SH | | SOLE | |
| DELTA NAT GAS INC COM | COM | 247748106 | 888 | 28300 | 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 |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DENNYS CORP COM | COM | 24869P104 | 309 | 86200 | SH | | SOLE | |
| DOVER DOWNS GAMING & ENTMT INC | COM | 260095104 | 870 | 256000 | SH | | SOLE | |
| DOVER MOTORSPORTS INC.(B:DVD) | COM | 260174107 | 423 | 237500 | SH | | SOLE | |
| DU PONT E I DE NEMOURS CO | COM | 263534109 | 224 | 4500 | SH | | SOLE | |
| DUCOMMUN INC DEL COM | COM | 264147109 | 956 | 43889 | SH | | SOLE | |
| DXP ENTERPRISES INC NEW COM NE | COM | 233377407 | 475 | 19796 | SH | | SOLE | |
| EASTERN CO COM | COM | 276317104 | 571 | 32000 | SH | | SOLE | |
| EDGAR ONLINE INC | COM | 279765101 | 81 | 67500 | SH | | SOLE | |
| EDGEWATER TECHNOLOGY INC COM | COM | 280358102 | 1374 | 584686 | SH | | SOLE | |
| ELECTRO SCIENTIFIC INDS INC CO | COM | 285229100 | 1171 | 73049 | SH | | SOLE | |
| ENERGY RECOVERY INC | COM | 29270J100 | 128 | 35000 | SH | | SOLE | |
| ENTEGRIS INC COM | COM | 29362U104 | 1268 | 169807 | SH | | SOLE | |
| ENTERCOM COMMUNICATIONS CORPCL | COM | 293639100 | 855 | 73800 | SH | | SOLE | |
| ENTRAVISION COMM CORP CL A | COM | 29382R107 | 545 | 212141 | SH | | SOLE | |
| ENTROPIC COMMUNICATIONS INC CO | COM | 29384R105 | 957 | 79200 | SH | | SOLE | |
| EPOCH HOLDING CORP | COM | 29428R103 | 6363 | 409733 | SH | | SOLE | |
| ESTERLINE TECHNOLOGIES CORP CO | COM | 297425100 | 326 | 4759 | SH | | SOLE | |
| EXACTECH INC COM | COM | 30064E109 | 1982 | 105300 | SH | | SOLE | |
| FAIR ISAAC & CO INC COM | COM | 303250104 | 590 | 25258 | SH | | SOLE | |
| FAMOUS DAVES AMER INC COM | COM | 307068106 | 563 | 50500 | SH | | SOLE | |
| FARO TECHNOLOGIES INC COM | COM | 311642102 | 304 | 9262 | SH | | SOLE | |
| FEDERAL MOGUL CORP CL A | COM | 313549404 | 494 | 23900 | SH | | SOLE | |
| FEDERAL SIGNAL CORP COM | COM | 313855108 | 1328 | 193539 | SH | | SOLE | |
| FERRO CORP | COM | 315405100 | 8235 | 562469 | SH | | SOLE | |
| FIDELITY NATL TITLE GROUP INCO | COM | 31620R105 | 196 | 14331 | SH | | SOLE | |
| FIDELITY SOUTHERN CORP | COM | 316394105 | 73 | 10494 | SH | | SOLE | |
| FIRST NIAGARA FINL GP INC COM | COM | 33582V108 | 350 | 25000 | SH | | SOLE | |
| FISHER COMMUNICATIONS INC COM | COM | 337756209 | 2993 | 137300 | SH | | SOLE | |
| FLOW INTL CORP COM | COM | 343468104 | 627 | 153400 | SH | | SOLE | |
| FLUSHING FINL CORP COM | COM | 343873105 | 1770 | 126400 | SH | | SOLE | |
| FORMFACTOR INC COM | COM | 346375108 | 593 | 66736 | SH | | SOLE | |
| FSI INTL INC COM | COM | 302633102 | 66 | 15000 | SH | | SOLE | |
| FTI CONSULTING INC COM | COM | 302941109 | 771 | 20675 | SH | | SOLE | |
| FURMANITE CORPORATION | COM | 361086101 | 1920 | 277800 | SH | | SOLE | |
| GASTAR EXPL LTD COM NEW | COM | 367299203 | 412 | 95800 | SH | | SOLE | |
| GENCORP INC | COM | 368682100 | 4595 | 888800 | SH | | SOLE | |
| GENERAL MILLS INC | COM | 370334104 | 268 | 7522 | SH | | SOLE | |
| GERBER SCIENTIFIC INSTR | COM | 373730100 | 2242 | 284829 | SH | | SOLE | |
| GLOBAL SOURCES LTD COM | COM | G39300101 | 2791 | 293208 | SH | | SOLE | |
| GLOBE SPECIALTY METALS INC COM | COM | 37954N206 | 353 | 20638 | SH | | SOLE | |
| GOODRICH PETE CORP COM NEW | COM | 382410405 | 340 | 19263 | SH | | SOLE | |
| GORMAN RUPP CO | COM | 383082104 | 259 | 8000 | SH | | SOLE | |
| GP STRATEGIES CORP COM | COM | 36225V104 | 877 | 85631 | SH | | SOLE | |
| GRAFTECH INTERNATIONAL | COM | 384313102 | 351 | 17689 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | | |

TETON ADVISORS, INC.

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|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GRAHAM CORP COM | COM | 384556106 | 876 | 43800 | SH | | SOLE | |
| GRAY TELEVISION, INC | COM | 389375106 | 1138 | 608500 | SH | | SOLE | |
| GRAY TELEVISION, INC CL A | COM | 389375205 | 55 | 30832 | SH | | SOLE | |

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|--------------------------------|-----|-----------|------|---------|----|------|
| GREAT ATLANTIC & PAC TEA INCCO | COM | 390064103 | 72 | 343500 | SH | SOLE |
| GREENBRIER COS INC | COM | 393657101 | 304 | 14500 | SH | SOLE |
| GRIFFIN LAND & NUR | COM | 398231100 | 1781 | 55000 | SH | SOLE |
| GRIFFON CORP COM | COM | 398433102 | 3214 | 252288 | SH | SOLE |
| GSE SYS INC COM | COM | 36227K106 | 164 | 45300 | SH | SOLE |
| GULF ISLAND FABRICATION INC CO | COM | 402307102 | 634 | 22500 | SH | SOLE |
| HAIN CELESTIAL GROUP INC | COM | 405217100 | 1191 | 44000 | SH | SOLE |
| HALLIBURTON COMPANY | COM | 406216101 | 204 | 5000 | SH | SOLE |
| HALLMARK FINL SVCS INC ECCOM N | COM | 40624Q203 | 386 | 42439 | SH | SOLE |
| HAWKINS INC COM | COM | 420261109 | 1354 | 30500 | SH | SOLE |
| HEADWATERS INC COM | COM | 42210P102 | 830 | 181300 | SH | SOLE |
| HEELYS INC COM | COM | 42279M107 | 173 | 57000 | SH | SOLE |
| HERITAGE FINANCIAL GROUP (NEW) | COM | 42726X102 | 364 | 29319 | SH | SOLE |
| HERLEY INDS INC COM | COM | 427398102 | 4922 | 284200 | SH | SOLE |
| HICKORY TECH CORP COM | COM | 429060106 | 574 | 60000 | SH | SOLE |
| HOOPER HOLMES INC COM | COM | 439104100 | 52 | 73600 | SH | SOLE |
| HOT TOPIC INC | COM | 441339108 | 391 | 62200 | SH | SOLE |
| HUDSON VALLEY HOLDING CORP COM | COM | 444172100 | 1485 | 59970 | SH | SOLE |
| ICF INTL INC COM | COM | 44925C103 | 639 | 24859 | SH | SOLE |
| ICO GLOBAL COMM HLDGS LTD DECL | COM | 44930K108 | 34 | 22900 | SH | SOLE |
| IDEX CORP | COM | 45167R104 | 792 | 20247 | SH | SOLE |
| IMAX CORP COM | COM | 45245E109 | 1384 | 49300 | SH | SOLE |
| INGLES MKTS INC CL A | COM | 457030104 | 2423 | 126200 | SH | SOLE |
| INNOVATIVE SOLUTIONS & SUPPOCO | COM | 45769N105 | 790 | 139400 | SH | SOLE |
| INTEGRATED DEVICE TECH INC COM | COM | 458118106 | 246 | 36998 | SH | SOLE |
| INTERCLICK INC COM NEW | COM | 458483203 | 217 | 40400 | SH | SOLE |
| INTERNAP NETWORK SVCS CORP COM | COM | 45885A300 | 687 | 113000 | SH | SOLE |
| INTERNATIONAL RECTIFIER CORPCO | COM | 460254105 | 887 | 29861 | SH | SOLE |
| INTRICON CORP COM | COM | 46121H109 | 663 | 169500 | SH | SOLE |
| IRIS INTL INC COM | COM | 46270W105 | 4651 | 454601 | SH | SOLE |
| IXYS CORP DEL COM | COM | 46600W106 | 562 | 48400 | SH | SOLE |
| JONES GROUP INC COM | COM | 48020T101 | 179 | 11500 | SH | SOLE |
| JOURNAL COMM INC-A | COM | 481130102 | 5681 | 1124900 | SH | SOLE |
| KAISER FEDERAL BANK | COM | 483056107 | 347 | 30000 | SH | SOLE |
| KAMAN CORP | COM | 483548103 | 3384 | 116415 | SH | SOLE |
| KAR AUCTION SVCS INC COM | COM | 48238T109 | 338 | 24500 | SH | SOLE |
| KBW INC | COM | 482423100 | 627 | 22441 | SH | SOLE |
| KEY TECHNOLOGY INC COM | COM | 493143101 | 1036 | 60911 | SH | SOLE |
| KID BRANDS, INC. COM | COM | 49375T100 | 740 | 86500 | SH | SOLE |
| KKR & CO. L.P | COM | 48248M102 | 1290 | 90843 | SH | SOLE |
| KRAFT FOODS INC CL A COM | COM | 50075N104 | 221 | 7000 | SH | SOLE |

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|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| KRATOS DEFENSE & SEC SOLUTI | COM | 50077B207 | 827 | 62795 | SH | | SOLE | |
| LAKELAND INDS INC COM | COM | 511795106 | 134 | 15300 | SH | | SOLE | |
| LAWSON SOFTWARE INC NEW COM | COM | 52078P102 | 162 | 17501 | SH | | SOLE | |
| LAYNE CHRISTENSEN CO COM | COM | 521050104 | 1377 | 40000 | SH | | SOLE | |
| LECROY CORP COM | COM | 52324W109 | 2702 | 274561 | SH | | SOLE | |
| LEMAITRE VASCULAR INC COM | COM | 525558201 | 325 | 48000 | SH | | SOLE | |
| LIFEWAY FOODS INC COM | COM | 531914109 | 1942 | 203300 | SH | | SOLE | |
| LIMONEIRA CO COM | COM | 532746104 | 431 | 15000 | SH | | SOLE | |
| LIN TV CORP CL A | COM | 532774106 | 583 | 110000 | SH | | SOLE | |
| LINDSAY CORP | COM | 535555106 | 357 | 6000 | SH | | SOLE | |
| LITTELFUSE INC | COM | 537008104 | 413 | 8767 | SH | | SOLE | |
| LYDALL INC COM | COM | 550819106 | 216 | 26878 | SH | | SOLE | |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 2978 | 250000 | SH | | SOLE | |

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|--------------------------------|-----|-----------|------|--------|----|----------------------|
| MAGMA DESIGN AUTOMATION COM | COM | 559181102 | 516 | 103070 | SH | SOLE |
| MAGNETEK INC COM | COM | 559424106 | 746 | 552557 | SH | SOLE |
| MANITOWOC CO COM | COM | 563571108 | 250 | 19098 | SH | SOLE |
| MARCUS CORP COM | COM | 566330106 | 889 | 67000 | SH | SOLE |
| MARINE PRODS CORP COM | COM | 568427108 | 2294 | 344430 | SH | SOLE |
| MARINEMAX INC COM | COM | 567908108 | 117 | 12500 | SH | SOLE |
| MATERIAL SCIENCES CORP COM | COM | 576674105 | 1135 | 177400 | SH | SOLE |
| MATRIX SVC CO COM | COM | 576853105 | 133 | 10900 | SH | SOLE |
| MATRIX INITIATIVES INC COM | COM | 57685L105 | 423 | 50000 | SH | SOLE |
| MEADOWBROOK INS GROUP INC COM | COM | 58319P108 | 286 | 27900 | SH | SOLE |
| MEDALLION FINANCIAL CORP | COM | 583928106 | 492 | 60000 | SH | SOLE |
| MEDIA GENERAL CL A | COM | 584404107 | 4086 | 706900 | SH | SOLE |
| MEDIACOM COMMUNICATIONS CORPCL | COM | 58446K105 | 1355 | 160000 | SH | SOLE |
| MERCURY COMPUTER SYS INC COM | COM | 589378108 | 880 | 47876 | SH | SOLE |
| MESA LABS INC COM | COM | 59064R109 | 1425 | 47500 | SH | SOLE |
| MET PRO CORP COM | COM | 590876306 | 941 | 79700 | SH | SOLE |
| METHODE ELECTRS INC CL A | COM | 591520200 | 973 | 75000 | SH | SOLE |
| MGE ENERGY INC | COM | 55277P104 | 1304 | 30500 | SH | SOLE |
| MGP INGREDIENTS INC COM | COM | 55302G103 | 166 | 15000 | SH | SOLE |
| MICROSEMI CORP COM | COM | 595137100 | 285 | 12454 | SH | SOLE |
| MIDAS GROUP INC COM | COM | 595626102 | 2042 | 251800 | SH | SOLE |
| MIDDLEBY CORP COM | COM | 596278101 | 1249 | 14800 | SH | SOLE |
| MINE SAFETY APPLIANCES CO COM | COM | 602720104 | 759 | 24371 | SH | SOLE |
| MODINE MFG CO | COM | 607828100 | 1454 | 93800 | SH | SOLE |
| MOLEX INC | COM | 608554101 | 716 | 31511 | SH | SOLE |
| MORGANS HOTEL GROUP CO COM | COM | 61748W108 | 426 | 47000 | SH | SOLE |
| MOSY INC | COM | 619718109 | 395 | 69500 | SH | SOLE |
| MOVADO GROUP INC COM | COM | 624580106 | 207 | 12800 | SH | SOLE |
| MVC CAP COM | COM | 553829102 | 511 | 35000 | SH | SOLE |
| MYERS INDS INC | COM | 628464109 | 2707 | 277900 | SH | SOLE |
| NARA BANCORP INC COM | COM | 63080P105 | 484 | 49100 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | TETON ADVISORS, INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| NASDAQ STOCK MARKET INC COM | COM | 631103108 | 221 | 9329 | SH | | SOLE | |
| NATHANS FAMOUS INC NEW COM | COM | 632347100 | 2270 | 134729 | SH | | SOLE | |
| NCR CORP NEW COM | COM | 62886E108 | 236 | 15358 | SH | | SOLE | |
| NEOGEN CORP COM | COM | 640491106 | 3857 | 94000 | SH | | SOLE | |
| NEW YORK CMNTY BANCORP INC COM | COM | 649445103 | 208 | 11055 | SH | | SOLE | |
| NEWPORT CORP COM | COM | 651824104 | 1582 | 90754 | SH | | SOLE | |
| NOBILITY HOMES INC COM | COM | 654892108 | 287 | 35400 | SH | | SOLE | |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 907 | 130000 | SH | | SOLE | |
| OIL DRI CORP AMER COM | COM | 677864100 | 1597 | 74300 | SH | | SOLE | |
| OMNICELL INC COM | COM | 68213N109 | 254 | 17556 | SH | | SOLE | |
| OMNOVA SOLUTIONS INC COM | COM | 682129101 | 2257 | 270000 | SH | | SOLE | |
| ON SEMICONDUCTOR CORP COM | COM | 682189105 | 664 | 67202 | SH | | SOLE | |
| OPKO HEALTH INC COM | COM | 68375N103 | 163 | 44300 | SH | | SOLE | |
| ORITANI FINL CORP DEL COM | COM | 68633D103 | 490 | 40000 | SH | | SOLE | |
| ORTHOFIX INTL N V ORD | COM | N6748L102 | 508 | 17500 | SH | | SOLE | |
| OUTDOOR HLDGS INC (NEW) | COM | 690027206 | 90 | 12500 | SH | | SOLE | |
| PAIN THERAPEUTICS INC COM | COM | 69562K100 | 795 | 117800 | SH | | SOLE | |
| PALOMAR MED TECHNOLOGIES INCCO | COM | 697529303 | 288 | 20300 | SH | | SOLE | |
| PARAMETRIC TECHNOLOGY CORP COM | COM | 699173209 | 856 | 37999 | SH | | SOLE | |
| PARK ELECTROCHEMICAL CORP COM | COM | 700416209 | 1806 | 60216 | SH | | SOLE | |
| PARK OHIO HLDGS CORP COM | COM | 700666100 | 805 | 38500 | SH | | SOLE | |
| PATTERSON COMPANIES INC | COM | 703395103 | 745 | 24326 | SH | | SOLE | |
| PATTERSON-UTI ENERGY INC COM | COM | 703481101 | 295 | 13668 | SH | | SOLE | |

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|--------------------------------|-----|-----------|------|--------|----|----------------------|
| PEETS COFFEE & TEA INC COM | COM | 705560100 | 417 | 10000 | SH | SOLE |
| PENNICHUCK CORP COM NEW | COM | 708254206 | 2249 | 82200 | SH | SOLE |
| PEP BOYS MANNY MOE & JACK | COM | 713278109 | 537 | 40000 | SH | SOLE |
| PERICOM SEMICONDUCTOR CORP COM | COM | 713831105 | 841 | 76600 | SH | SOLE |
| PETROHAWK ENERGY CORP COM | COM | 716495106 | 596 | 32635 | SH | SOLE |
| PIER 1 IMPORTS INC SHS BEN INT | COM | 720279108 | 158 | 15000 | SH | SOLE |
| PINNACLE ENTMT INC COM | COM | 723456109 | 372 | 26500 | SH | SOLE |
| PREFORMED LINE PRODS CO COM | COM | 740444104 | 456 | 7788 | SH | SOLE |
| PRG-SCHULTZ INTERNATIONAL INCO | COM | 69357C503 | 764 | 120656 | SH | SOLE |
| PRIDE INTL INC COM | COM | 74153Q102 | 724 | 21926 | SH | SOLE |
| PRIMEDIA INC COM NEW | COM | 74157K846 | 840 | 200000 | SH | SOLE |
| PROGRESS SOFTWARE CORP COM | COM | 743312100 | 246 | 5803 | SH | SOLE |
| PROVIDENCE & WORCESTER RR COCO | COM | 743737108 | 1377 | 82200 | SH | SOLE |
| PULSE ELECTRONICS CORP COM | COM | 74586W106 | 2043 | 384100 | SH | SOLE |
| PZENA INVESTMENT MGMT INC CLAS | COM | 74731Q103 | 331 | 45000 | SH | SOLE |
| QLOGIC CORP COM | COM | 747277101 | 785 | 46132 | SH | SOLE |
| QUIDEL CORP COM | COM | 74838J101 | 2113 | 146261 | SH | SOLE |
| RAM ENERGY RESOURCES INC COM | COM | 75130P109 | 134 | 73000 | SH | SOLE |
| READING INTERNATIONAL INC CL B | COM | 755408200 | 353 | 39300 | SH | SOLE |
| READING INTL INC CL A | COM | 755408101 | 578 | 114500 | SH | SOLE |
| RGC RES INC COM | COM | 74955L103 | 554 | 17700 | SH | SOLE |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| ROCHESTER MED CORP COM | COM | 771497104 | 4006 | 366890 | SH | | SOLE | |
| ROCK OF AGES CORP DEL COM | COM | 772632105 | 616 | 117700 | SH | | SOLE | |
| RPC INC. COMMON | COM | 749660106 | 1087 | 60000 | SH | | SOLE | |
| RTI BIOLOGICS INC COM | COM | 74975N105 | 225 | 84400 | SH | | SOLE | |
| RUSH ENTERPRISES INC CL A | COM | 781846209 | 713 | 34900 | SH | | SOLE | |
| RUSH ENTERPRISES INC CL B | COM | 781846308 | 994 | 55000 | SH | | SOLE | |
| S1 CORP | COM | 78463B101 | 322 | 46700 | SH | | SOLE | |
| SALEM COMMUNICATIONS CORP DECL | COM | 794093104 | 881 | 278032 | SH | | SOLE | |
| SANDERS MORRIS HARRIS GROUP CO | COM | 80000Q104 | 524 | 72300 | SH | | SOLE | |
| SCHAWK INC CL A | COM | 806373106 | 774 | 37600 | SH | | SOLE | |
| SCHIFF NUTRITION INTL INC COM | COM | 806693107 | 3244 | 357314 | SH | | SOLE | |
| SCHMITT INDS INC ORE COM NEW | COM | 806870200 | 223 | 76100 | SH | | SOLE | |
| SCHULMAN A INC COM | COM | 808194104 | 209 | 9109 | SH | | SOLE | |
| SCRIPPS E W CO OHIO CL A | COM | 811054402 | 1472 | 145000 | SH | | SOLE | |
| SEALED AIR CORP NEW | COM | 81211K100 | 309 | 12122 | SH | | SOLE | |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 161 | 51700 | SH | | SOLE | |
| SHENANDOAH TELECOMMUNICATIONCD | COM | 82312B106 | 347 | 18500 | SH | | SOLE | |
| SILICON IMAGE INC COM | COM | 82705T102 | 96 | 13000 | SH | | SOLE | |
| SINCLAIR BROADCAST GROUP INCCL | COM | 829226109 | 409 | 50000 | SH | | SOLE | |
| SJW CORP COM | COM | 784305104 | 2443 | 92300 | SH | | SOLE | |
| SKYLINE CORP | COM | 830830105 | 556 | 21300 | SH | | SOLE | |
| SL INDS INC COM | COM | 784413106 | 3566 | 203900 | SH | | SOLE | |
| SMART BALANCE INC COM | COM | 83169Y108 | 195 | 45000 | SH | | SOLE | |
| SNYDERS LANCE INC COM | COM | 833551104 | 2344 | 100000 | SH | | SOLE | |
| SONESTA INTL HOTELS CORP CL A | COM | 835438409 | 3737 | 169900 | SH | | SOLE | |
| STAMPS.COM INC (NEW) | COM | 852857200 | 2908 | 219438 | SH | | SOLE | |
| STANDARD MTR PRODS INC CLASS A | COM | 853666105 | 3905 | 285036 | SH | | SOLE | |
| STANDEX INTL CORP | COM | 854231107 | 1077 | 36000 | SH | | SOLE | |
| STARRETT L S CO CL A | COM | 855668109 | 1619 | 138600 | SH | | SOLE | |
| STEC INC COM | COM | 784774101 | 193 | 10949 | SH | | SOLE | |
| STEINWAY MUSICAL INSTRS INC OR | COM | 858495104 | 766 | 38600 | SH | | SOLE | |
| STEWART ENTERPRISES INC CL A | COM | 860370105 | 769 | 115000 | SH | | SOLE | |
| STONERIDGE INC | COM | 86183P102 | 3289 | 208300 | SH | | SOLE | |

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|-------------------------------|-----|-----------|------|--------|----|------|
| STRATEGIC DIAGNOSTICS INC COM | COM | 862700101 | 376 | 213900 | SH | SOLE |
| STRATTEC SECURITY CORP. | COM | 863111100 | 4485 | 134400 | SH | SOLE |
| SUPERIOR INDS INTL INC | COM | 868168105 | 1477 | 69600 | SH | SOLE |
| SURMODICS INC COM | COM | 868873100 | 356 | 30000 | SH | SOLE |
| SVB FINL GROUP COM | COM | 78486Q101 | 771 | 14536 | SH | SOLE |
| SWS GROUP INC | COM | 78503N107 | 352 | 69800 | SH | SOLE |
| SYCAMORE NETWORKS INC COM NEW | COM | 871206405 | 429 | 20830 | SH | SOLE |
| SYMMETRICOM INC COM | COM | 871543104 | 1070 | 150850 | SH | SOLE |
| SYNERON MEDICAL LTD ORD SHS | COM | M87245102 | 979 | 96100 | SH | SOLE |
| TECH OPS SEVCON INC | COM | 878293109 | 1944 | 270700 | SH | SOLE |
| TELEFLEX INC | COM | 879369106 | 581 | 10792 | SH | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| TENNANT CO | COM | 880345103 | 2343 | 61004 | SH | | SOLE | |
| TENNECO AUTOMOTIVE INC COM | COM | 880349105 | 1646 | 40000 | SH | | SOLE | |
| TERADATA CORP DEL COM | COM | 88076W103 | 772 | 18746 | SH | | SOLE | |
| TESCO CORP COM | COM | 88157K101 | 1078 | 67900 | SH | | SOLE | |
| TIER TECHNOLOGIES INC CL B | COM | 88650Q100 | 1077 | 179861 | SH | | SOLE | |
| TIFFANY & CO NEW COM | COM | 886547108 | 598 | 9603 | SH | | SOLE | |
| TITAN MACHY INC COM | COM | 88830R101 | 725 | 37579 | SH | | SOLE | |
| TORO CO COM | COM | 891092108 | 688 | 11168 | SH | | SOLE | |
| TRANS LUX CORP | COM | 893247106 | 8 | 50000 | SH | | SOLE | |
| TRANSACT TECHNOLOGIES INC COM | COM | 892918103 | 2638 | 280000 | SH | | SOLE | |
| TREDEGAR INDS INC | COM | 894650100 | 915 | 47223 | SH | | SOLE | |
| TRIANGLE PETE CORP COM NEW | COM | 89600B201 | 228 | 35000 | SH | | SOLE | |
| TRIDENT MICROSYSTEMS INC COM | COM | 895919108 | 40 | 22300 | SH | | SOLE | |
| TRINITY INDS INC | COM | 896522109 | 451 | 16960 | SH | | SOLE | |
| TTM TECHNOLOGIES INC COM | COM | 87305R109 | 329 | 22071 | SH | | SOLE | |
| TWIN DISC INC COM | COM | 901476101 | 2988 | 100068 | SH | | SOLE | |
| U S ENERGY CORP WYO COM | COM | 911805109 | 123 | 20300 | SH | | SOLE | |
| ULTRA CLEAN HLDGS INC COM | COM | 90385V107 | 1514 | 162605 | SH | | SOLE | |
| ULTRALIFE BATTERIES INC COM | COM | 903899102 | 863 | 130550 | SH | | SOLE | |
| ULTRATECH INC COM | COM | 904034105 | 1210 | 60850 | SH | | SOLE | |
| UMPQUA HLDGS CORP COM | COM | 904214103 | 160 | 13136 | SH | | SOLE | |
| UNITED GUARDIAN INC COM | COM | 910571108 | 1147 | 81900 | SH | | SOLE | |
| UNIVERSAL TECHNICAL INST INCCO | COM | 913915104 | 2336 | 106100 | SH | | SOLE | |
| VALLEY NATL BANCORP COM | COM | 919794107 | 226 | 15805 | SH | | SOLE | |
| VALSPAR CORP COM | COM | 920355104 | 231 | 6714 | SH | | SOLE | |
| VARIAN SEMICONDUCTOR EQUIPTMCO | COM | 922207105 | 643 | 17404 | SH | | SOLE | |
| VASCULAR SOLUTIONS INC COM | COM | 92231M109 | 710 | 60600 | SH | | SOLE | |
| VCA ANTECH INC COM | COM | 918194101 | 405 | 17398 | SH | | SOLE | |
| VEECO INSTRS INC DEL COM | COM | 922417100 | 221 | 5139 | SH | | SOLE | |
| VICOR CORP COM | COM | 925815102 | 966 | 58900 | SH | | SOLE | |
| VILLAGE SUPER MKT INC CL A NEW | COM | 927107409 | 340 | 10300 | SH | | SOLE | |
| VISHAY INTERTECHNOLOGY INC | COM | 928298108 | 397 | 27010 | SH | | SOLE | |
| WABASH NATL CORP COM | COM | 929566107 | 1257 | 106100 | SH | | SOLE | |
| WABCO HLDGS INC COM | COM | 92927K102 | 375 | 6150 | SH | | SOLE | |
| WASHINGTON FED INC | COM | 938824109 | 453 | 26766 | SH | | SOLE | |
| WASHINGTON TR BANCORP COM | COM | 940610108 | 474 | 21671 | SH | | SOLE | |
| WEBSTER FINL CORP WATERBURY CO | COM | 947890109 | 199 | 10120 | SH | | SOLE | |
| WESTFIELD FINANCIAL INC NEW CO | COM | 96008P104 | 618 | 66850 | SH | | SOLE | |
| WET SEAL INC/THE-CLASS A | COM | 961840105 | 774 | 209100 | SH | | SOLE | |
| WHITNEY HLDG CORP | COM | 966612103 | 567 | 40039 | SH | | SOLE | |
| WHX CORP | COM | 929248607 | 4646 | 356800 | SH | | SOLE | |
| WILLAMETTE VY VINEYARD INC COM | COM | 969136100 | 64 | 18300 | SH | | SOLE | |
| WILLIAMS SONOMA INC COM | COM | 969904101 | 735 | 20594 | SH | | SOLE | |

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WILSHIRE BANCORP INC COM COM 97186T108 290 38100 SH SOLE
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|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| WINDSTREAM CORP COM | COM | 97381W104 | 249 | 17875 | SH | | SOLE | |
| WINNEBAGO INDS INC COM | COM | 974637100 | 654 | 43000 | SH | | SOLE | |
| YORK WTR CO COM | COM | 987184108 | 493 | 28500 | SH | | SOLE | |
| YOUNG INNOVATIONS INC COM | COM | 987520103 | 746 | 23300 | SH | | SOLE | |
| ZEBRA TECHNOLOGIES CORP CL A | COM | 989207105 | 793 | 20871 | SH | | SOLE | |
| ZEP INC | COM | 98944B108 | 3581 | 180150 | SH | | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 1115 | 126700 | SH | | SOLE | |
| ZYGO CORP COM | COM | 989855101 | 2499 | 204000 | SH | | SOLE | |