

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

LEGG MASON INC
Form 13F-HR/A
November 20, 2006

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2006

Check here if Amendment [X]; Amendment Number: 2
This Amendment (Check only one.): [X] is a restatement for Brandywine Global
Investment Management, LLC
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Legg Mason, Inc.
Address: 100 Light Street
Baltimore, MD 21202

13F File Number: 28-1700

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Peter L. Bain
Title: Executive Vice Prsident
Phone: 410-454-3227

Signature, Place, and Date of Signing:

Peter L. Bain Baltimore, MD November 20, 2006

Report Type (Check only one.):

[] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[X] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

| Form 13F File Number | Name |
|----------------------|----------------------------------|
| 28-3428 | Private Capital Management, L.P. |
| 28-3780 | Royce & Associates, LLC |

FORM 13F SUMMARY PAGE

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

Report Summary:

Number of Other Included Managers: 1
 Form13F Information Table Entry Total: 998
 Form13F Information Table Value Total: \$13,176,252 (thousands)

List of Other Included Managers:

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

| No. | 13F File Number | Name |
|-----|-----------------|--|
| 6 | 28-2204 | Brandywine Global Investment Management, LLC |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | FORM 13F INFORMATION TABLE | | | | PUT/ CALL | INVSTMT DSCRETN | OTH MANA |
|------------------------------|----------------|-----------|----------------------------|----------------|------------|------------|--------------|--------------------|-------------|
| | | | VALUE (x\$1000) | SHARES/ PRN | SH/ PRN | SH/ PRN | | | |
| 21ST CENTY INS GROUP | COM | 90130N103 | 16913 | 1131300 | SH | | DEFINED | 6 | |
| 3COM CORP | COM | 885535104 | 242 | 54730 | SH | | DEFINED | 6 | |
| 3M CO | COM | 88579Y101 | 49133 | 665900 | SH | | DEFINED | 6 | |
| AAR CORP | COM | 000361105 | 6105 | 256100 | SH | | DEFINED | 6 | |
| ABN AMRO HLDG NV | SPONSORED ADR | 000937102 | 374 | 12800 | SH | | DEFINED | 6 | |
| ABX AIR INC | COM | 00080S101 | 3851 | 685170 | SH | | DEFINED | 6 | |
| ACCURIDE CORP | COM | 004398103 | 4112 | 373450 | SH | | DEFINED | 6 | |
| ACE CASH EXPRESS INC | COM | 004403101 | 8182 | 273751 | SH | | DEFINED | 6 | |
| ACE LTD | ORD | G0070K103 | 87273 | 1594600 | SH | | DEFINED | 6 | |
| ACXIOM CORP | COM | 005125109 | 9423 | 382124 | SH | | DEFINED | 6 | |
| ADVANTAGE TECHNOLOGIES GP I | COM NEW | 006743306 | 100 | 23900 | SH | | DEFINED | 6 | |
| ADECCO SA | SPONSORED ADR | 006754105 | 36311 | 2451291 | SH | | DEFINED | 6 | |
| ADESA INC | COM | 00686U104 | 22 | 950 | SH | | DEFINED | 6 | |
| ADVANCE AMER CASH ADVANCE CT | COM | 00739W107 | 14249 | 988161 | SH | | DEFINED | 6 | |
| ADVANCE AUTO PARTS INC | COM | 00751Y106 | 6413 | 194690 | SH | | DEFINED | 6 | |
| ADVANCED SEMICONDUCTOR ENGR | SPONSORED ADR | 00756M404 | 9860 | 2111400 | SH | | DEFINED | 6 | |
| ADVANTA CORP | CL A | 007942105 | 4410 | 129820 | SH | | DEFINED | 6 | |
| AES CORP | COM | 00130H105 | 1321 | 64800 | SH | | DEFINED | 6 | |
| AFFIRMATIVE INS HLDGS INC | COM | 008272106 | 2747 | 187480 | SH | | DEFINED | 6 | |
| AFLAC INC | COM | 001055102 | 135 | 2950 | SH | | DEFINED | 6 | |
| AFTERMARKET TECHNOLOGY CORP | COM | 008318107 | 8254 | 464732 | SH | | DEFINED | 6 | |
| AGCO CORP | COM | 001084102 | 51318 | 2024380 | SH | | DEFINED | 6 | |
| AGERE SYS INC | COM | 00845V308 | 158 | 10550 | SH | | DEFINED | 6 | |
| AGILYSYS INC | COM | 00847J105 | 9600 | 685752 | SH | | DEFINED | 6 | |
| AGL RES INC | COM | 001204106 | 33088 | 906510 | SH | | DEFINED | 6 | |
| AGRIUM INC | COM | 008916108 | 55771 | 2066388 | SH | | DEFINED | 6 | |
| AIR PRODS & CHEMS INC | COM | 009158106 | 42940 | 646975 | SH | | DEFINED | 6 | |
| AIRTRAN HLDGS INC | COM | 00949P108 | 129 | 13000 | SH | | DEFINED | 6 | |
| AKZO NOBEL NV | SPONSORED ADR | 010199305 | 37669 | 629612 | SH | | DEFINED | 6 | |
| ALCAN INC | COM | 013716105 | 8899 | 223200 | SH | | DEFINED | 6 | |
| ALCATEL | SPONSORED ADR | 013904305 | 31089 | 2629574 | SH | | DEFINED | 6 | |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|----------------|-----------|--------|---------|----|---------|---|
| ALCOA INC | COM | 013817101 | 10818 | 385785 | SH | DEFINED | 6 |
| ALFA CORP | COM | 015385107 | 14560 | 843106 | SH | DEFINED | 6 |
| ALLEGHANY CORP DEL | COM | 017175100 | 7651 | 26475 | SH | DEFINED | 6 |
| ALLIANCEBERNSTEIN HOLDING LP | UNIT LTD PARTN | 01881G106 | 283 | 4100 | SH | DEFINED | 6 |
| ALLIANT ENERGY CORP | COM | 018802108 | 8168 | 228610 | SH | DEFINED | 6 |
| ALLIANZ AKTIENGESELLSCHAFT | SP ADR 1/10 SH | 018805101 | 11466 | 661631 | SH | DEFINED | 6 |
| ALLIED HEALTHCARE INTL INC | COM | 01923A109 | 64 | 32200 | SH | DEFINED | 6 |
| ALLIED IRISH BKS P L C | SPON ADR ORD | 019228402 | 2708 | 50100 | SH | DEFINED | 6 |
| ALLSTATE CORP | COM | 020002101 | 3342 | 53275 | SH | DEFINED | 6 |
| ALLTEL CORP | COM | 020039103 | 6 | 100 | SH | DEFINED | 6 |
| ALON USA ENERGY INC | COM | 020520102 | 1817 | 61600 | SH | DEFINED | 6 |
| ALTRIA GROUP INC | COM | 02209S103 | 21744 | 284046 | SH | DEFINED | 6 |
| AMAZON COM INC | COM | 023135106 | 204 | 6350 | SH | DEFINED | 6 |
| AMBAC FINL GROUP INC | COM | 023139108 | 681 | 8235 | SH | DEFINED | 6 |
| AMDOCS LTD | ORD | G02602103 | 141126 | 3599352 | SH | DEFINED | 6 |
| AMEREN CORP | COM | 023608102 | 748 | 14160 | SH | DEFINED | 6 |
| AMERICAN AXLE & MFG HLDGS IN | COM | 024061103 | 23744 | 1422660 | SH | DEFINED | 6 |
| AMERICAN ELEC PWR INC | COM | 025537101 | 1128 | 31020 | SH | DEFINED | 6 |
| AMERICAN EQTY INVT LIFE HLD | COM | 025676206 | 12765 | 1040310 | SH | DEFINED | 6 |
| AMERICAN FINL GROUP INC OHIO | COM | 025932104 | 30240 | 644370 | SH | DEFINED | 6 |
| AMERICAN GREETINGS CORP | CL A | 026375105 | 36786 | 1591085 | SH | DEFINED | 6 |
| AMERICAN INTL GROUP INC | COM | 026874107 | 69620 | 1050715 | SH | DEFINED | 6 |
| AMERICAN NATL BANKSHARES INC | COM | 027745108 | 1713 | 72332 | SH | DEFINED | 6 |
| AMERICAN NATL INS CO | COM | 028591105 | 5492 | 47387 | SH | DEFINED | 6 |
| AMERICAN SAFETY INS HLDGS LT | ORD | G02995101 | 37 | 2000 | SH | DEFINED | 6 |
| AMERICAS CAR MART INC | COM | 03062T105 | 7958 | 483730 | SH | DEFINED | 6 |
| AMERICREDIT CORP | COM | 03060R101 | 42 | 1670 | SH | DEFINED | 6 |
| AMERIPRISE FINL INC | COM | 03076C106 | 1379 | 29400 | SH | DEFINED | 6 |
| AMERIS BANCORP | COM | 03076K108 | 566 | 20801 | SH | DEFINED | 6 |
| AMERISOURCEBERGEN CORP | COM | 03073E105 | 723 | 15990 | SH | DEFINED | 6 |
| AMERON INTL INC | COM | 030710107 | 13127 | 197580 | SH | DEFINED | 6 |
| AMERUS GROUP CO | COM | 03072M108 | 52735 | 775406 | SH | DEFINED | 6 |
| AMGEN INC | COM | 031162100 | 2057 | 31047 | SH | DEFINED | 6 |
| AMSOUTH BANCORPORATION | COM | 032165102 | 908 | 31252 | SH | DEFINED | 6 |
| AMVESCAP PLC | SPONSORED ADR | 03235E100 | 34885 | 1623783 | SH | DEFINED | 6 |
| ANADARKO PETE CORP | COM | 032511107 | 4826 | 110108 | SH | DEFINED | 6 |
| ANCHOR BANCORP WIS INC | COM | 032839102 | 12572 | 439423 | SH | DEFINED | 6 |
| ANGLO AMERN PLC | ADR | 03485P102 | 22941 | 1118183 | SH | DEFINED | 6 |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 9538 | 205513 | SH | DEFINED | 6 |
| ANNALY CAP MGMT INC | COM | 035710409 | 12887 | 980750 | SH | DEFINED | 6 |
| AON CORP | COM | 037389103 | 29615 | 874366 | SH | DEFINED | 6 |
| APACHE CORP | COM | 037411105 | 1909 | 30208 | SH | DEFINED | 6 |
| APPLIX INC | COM | 038316105 | 202 | 22470 | SH | DEFINED | 6 |
| APRIA HEALTHCARE GROUP INC | COM | 037933108 | 33526 | 1698375 | SH | DEFINED | 6 |
| ARCADIS N V | NY REGISTRY SH | 03923E107 | 748 | 17154 | SH | DEFINED | 6 |
| ARCH CAP GROUP LTD | ORD | G0450A105 | 22364 | 352243 | SH | DEFINED | 6 |
| ARCH CHEMICALS INC | COM | 03937R102 | 13749 | 483274 | SH | DEFINED | 6 |
| ARCH COAL INC | COM | 039380100 | 8801 | 304444 | SH | DEFINED | 6 |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 678 | 17909 | SH | DEFINED | 6 |
| ARCTIC CAT INC | COM | 039670104 | 613 | 36925 | SH | DEFINED | 6 |
| ARGONAUT GROUP INC | COM | 040157109 | 13032 | 419973 | SH | DEFINED | 6 |
| ARROW ELECTRS INC | COM | 042735100 | 10954 | 399330 | SH | DEFINED | 6 |
| ARROW FINL CORP | COM | 042744102 | 2161 | 85232 | SH | DEFINED | 6 |
| ARVINMERITOR INC | COM | 043353101 | 28860 | 2026685 | SH | DEFINED | 6 |
| ASBURY AUTOMOTIVE GROUP INC | COM | 043436104 | 14369 | 697510 | SH | DEFINED | 6 |
| ASHLAND INC NEW | COM | 044209104 | 128 | 2000 | SH | DEFINED | 6 |
| ASSET ACCEP CAP CORP | COM | 04543P100 | 11708 | 720463 | SH | DEFINED | 6 |
| ASSOCIATED BANC CORP | COM | 045487105 | 89 | 2745 | SH | DEFINED | 6 |
| ASTEC INDS INC | COM | 046224101 | 2495 | 98830 | SH | DEFINED | 6 |
| ASTORIA FINL CORP | COM | 046265104 | 11998 | 389285 | SH | DEFINED | 6 |
| AT&T INC | COM | 00206R102 | 72015 | 2211766 | SH | DEFINED | 6 |
| ATMOS ENERGY CORP | COM | 049560105 | 27121 | 949930 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|----------------|-----------|--------|---------|----|---------|---|
| ATRION CORP | COM | 049904105 | 360 | 4632 | SH | DEFINED | 6 |
| AUDIOVOX CORP | CL A | 050757103 | 25 | 1800 | SH | DEFINED | 6 |
| AUTONATION INC | COM | 05329W102 | 354 | 16920 | SH | DEFINED | 6 |
| AUTOZONE INC | COM | 053332102 | 11147 | 107912 | SH | DEFINED | 6 |
| AVIS BUDGET GROUP | COM | 053774105 | 0 | 9 | SH | DEFINED | 6 |
| AVNET INC | COM | 053807103 | 19120 | 974540 | SH | DEFINED | 6 |
| AVON PRODS INC | COM | 054303102 | 213 | 6950 | SH | DEFINED | 6 |
| AVX CORP NEW | COM | 002444107 | 138 | 7820 | SH | DEFINED | 6 |
| AXA | SPONSORED ADR | 054536107 | 26589 | 735424 | SH | DEFINED | 6 |
| AXIS CAPITAL HOLDINGS | SHS | G0692U109 | 25203 | 726529 | SH | DEFINED | 6 |
| BAKERS FOOTWEAR GROUP INC | COM | 057465106 | 948 | 71860 | SH | DEFINED | 6 |
| BANCFIRST CORP | COM | 05945F103 | 5345 | 114414 | SH | DEFINED | 6 |
| BANCO BILBAO VIZCAYA ARGENTA | SPONSORED ADR | 05946K101 | 397 | 17170 | SH | DEFINED | 6 |
| BANCO LATINOAMERICANO DE EXP | CL E | P16994132 | 3 | 200 | SH | DEFINED | 6 |
| BANCORPSOUTH INC | COM | 059692103 | 14897 | 536640 | SH | DEFINED | 6 |
| BANDAG INC | COM | 059815100 | 7309 | 178100 | SH | DEFINED | 6 |
| BANDAG INC | CL A | 059815308 | 4364 | 125580 | SH | DEFINED | 6 |
| BANK NEW YORK INC | COM | 064057102 | 414 | 11750 | SH | DEFINED | 6 |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 224355 | 4193924 | SH | DEFINED | 6 |
| BANKFINANCIAL CORP | COM | 06643P104 | 2073 | 118552 | SH | DEFINED | 6 |
| BARCLAYS PLC | ADR | 06738E204 | 56349 | 1138873 | SH | DEFINED | 6 |
| BARNES & NOBLE INC | COM | 067774109 | 8525 | 224700 | SH | DEFINED | 6 |
| BARNES GROUP INC | COM | 067806109 | 8823 | 502460 | SH | DEFINED | 6 |
| BARRICK GOLD CORP | COM | 067901108 | 19673 | 640400 | SH | DEFINED | 6 |
| BB&T CORP | COM | 054937107 | 355 | 8100 | SH | DEFINED | 6 |
| BCE INC | COM NEW | 05534B760 | 2285 | 84335 | SH | DEFINED | 6 |
| BEAR STEARNS COS INC | COM | 073902108 | 65180 | 466501 | SH | DEFINED | 6 |
| BEARINGPOINT INC | COM | 074002106 | 19024 | 2420312 | SH | DEFINED | 6 |
| BEAZER HOMES USA INC | COM | 07556Q105 | 11242 | 287963 | SH | DEFINED | 6 |
| BELL MICROPRODUCTS INC | COM | 078137106 | 2376 | 457880 | SH | DEFINED | 6 |
| BELLSOUTH CORP | COM | 079860102 | 46674 | 1091800 | SH | DEFINED | 6 |
| BELO CORP | COM SER A | 080555105 | 6160 | 389630 | SH | DEFINED | 6 |
| BERKLEY W R CORP | COM | 084423102 | 120 | 3397 | SH | DEFINED | 6 |
| BERRY PETE CO | CL A | 085789105 | 492 | 17470 | SH | DEFINED | 6 |
| BG PLC | ADR FIN INST N | 055434203 | 896 | 14697 | SH | DEFINED | 6 |
| BHP BILLITON LTD | SPONSORED ADR | 088606108 | 370 | 9760 | SH | DEFINED | 6 |
| BIG 5 SPORTING GOODS CORP | COM | 08915P101 | 11520 | 505250 | SH | DEFINED | 6 |
| BIG LOTS INC | COM | 089302103 | 68 | 3450 | SH | DEFINED | 6 |
| BIOGEN IDEC INC | COM | 09062X103 | 183 | 4100 | SH | DEFINED | 6 |
| BJS WHOLESALE CLUB INC | COM | 05548J106 | 39795 | 1363799 | SH | DEFINED | 6 |
| BLACK & DECKER CORP | COM | 091797100 | 655 | 8260 | SH | DEFINED | 6 |
| BLOCK H & R INC | COM | 093671105 | 393 | 18070 | SH | DEFINED | 6 |
| BLOUNT INTL INC NEW | COM | 095180105 | 1173 | 117100 | SH | DEFINED | 6 |
| BLUEGREEN CORP | COM | 096231105 | 2753 | 239980 | SH | DEFINED | 6 |
| BLUELINX HLDGS INC | COM | 09624H109 | 3342 | 351040 | SH | DEFINED | 6 |
| BLYTH INC | COM | 09643P108 | 27051 | 1111820 | SH | DEFINED | 6 |
| BOEING CO | COM | 097023105 | 75656 | 959488 | SH | DEFINED | 6 |
| BORDERS GROUP INC | COM | 099709107 | 32574 | 1596750 | SH | DEFINED | 6 |
| BORG WARNER INC | COM | 099724106 | 28189 | 493070 | SH | DEFINED | 6 |
| BORLAND SOFTWARE CORP | COM | 099849101 | 9140 | 1595059 | SH | DEFINED | 6 |
| BOSTON SCIENTIFIC CORP | COM | 101137107 | 19733 | 1339987 | SH | DEFINED | 6 |
| BP PLC | SPONSORED ADR | 055622104 | 48905 | 761731 | SH | DEFINED | 6 |
| BRASIL TELECOM PARTICIPACOES | SPON ADR PFD | 105530109 | 174 | 5800 | SH | DEFINED | 6 |
| BRIGGS & STRATTON CORP | COM | 109043109 | 37545 | 1362780 | SH | DEFINED | 6 |
| BRIGHAM EXPLORATION CO | COM | 109178103 | 3877 | 572600 | SH | DEFINED | 6 |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 24410 | 987298 | SH | DEFINED | 6 |
| BRISTOL WEST HLDGS INC | COM | 11037M105 | 6438 | 442500 | SH | DEFINED | 6 |
| BRISTOW GROUP INC | COM | 110394103 | 17535 | 509750 | SH | DEFINED | 6 |
| BRITISH SKY BROADCASTING GRO | SPONSORED ADR | 111013108 | 53588 | 1335423 | SH | DEFINED | 6 |
| BROOKFIELD ASSET MGMT INC | CL A LTD VT SH | 112585104 | 1663 | 37510 | SH | DEFINED | 6 |
| BROWN SHOE INC NEW | COM | 115736100 | 7307 | 203885 | SH | DEFINED | 6 |
| BRUNSWICK CORP | COM | 117043109 | 13614 | 436490 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|----------------|-----------|--------|---------|----|---------|---|
| BUCKLE INC | COM | 118440106 | 7831 | 206400 | SH | DEFINED | 6 |
| BUILDING MATLS HLDG CORP | COM | 120113105 | 9913 | 380978 | SH | DEFINED | 6 |
| BUNGE LIMITED | COM | G16962105 | 6224 | 110073 | SH | DEFINED | 6 |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 88163 | 1200475 | SH | DEFINED | 6 |
| CA INC | COM | 12673P105 | 6111 | 257947 | SH | DEFINED | 6 |
| CABOT CORP | COM | 127055101 | 89 | 2400 | SH | DEFINED | 6 |
| CADBURY SCHWEPPEES PLC | ADR | 127209302 | 1994 | 46620 | SH | DEFINED | 6 |
| CADMUS COMMUNICATIONS CORP | COM | 127587103 | 243 | 16296 | SH | DEFINED | 6 |
| CALIFORNIA FIRST NTNL BANCOR | COM | 130222102 | 547 | 36740 | SH | DEFINED | 6 |
| CAMDEN NATL CORP | COM | 133034108 | 4290 | 106720 | SH | DEFINED | 6 |
| CAMPBELL SOUP CO | COM | 134429109 | 420 | 11500 | SH | DEFINED | 6 |
| CANTEL MEDICAL CORP | COM | 138098108 | 2690 | 193700 | SH | DEFINED | 6 |
| CAREER EDUCATION CORP | COM | 141665109 | 11193 | 497680 | SH | DEFINED | 6 |
| CARNIVAL CORP | PAIRED CTF | 143658300 | 174 | 3700 | SH | DEFINED | 6 |
| CASCADE CORP | COM | 147195101 | 2028 | 44430 | SH | DEFINED | 6 |
| CASH AMER INTL INC | COM | 14754D100 | 22666 | 579990 | SH | DEFINED | 6 |
| CATERPILLAR INC DEL | COM | 149123101 | 60753 | 923300 | SH | DEFINED | 6 |
| CATO CORP NEW | CL A | 149205106 | 1351 | 61645 | SH | DEFINED | 6 |
| CBRL GROUP INC | COM | 12489V106 | 23601 | 583746 | SH | DEFINED | 6 |
| CBS CORP NEW | CL B | 124857202 | 39768 | 1417144 | SH | DEFINED | 6 |
| CEC ENTMT INC | COM | 125137109 | 25845 | 820213 | SH | DEFINED | 6 |
| CELANESE CORP DEL | COM SER A | 150870103 | 6720 | 375420 | SH | DEFINED | 6 |
| CENTEX CORP | COM | 152312104 | 600 | 11400 | SH | DEFINED | 6 |
| CENTURY ALUM CO | COM | 156431108 | 4002 | 118935 | SH | DEFINED | 6 |
| CENTURYTEL INC | COM | 156700106 | 9786 | 246690 | SH | DEFINED | 6 |
| CHARMING SHOPPES INC | COM | 161133103 | 13152 | 921020 | SH | DEFINED | 6 |
| CHARTERED SEMICONDUCTOR MFG | ADR | 16133R106 | 4 | 500 | SH | DEFINED | 6 |
| CHECKPOINT SYS INC | COM | 162825103 | 1823 | 110390 | SH | DEFINED | 6 |
| CHEMICAL FINL CORP | COM | 163731102 | 17268 | 581809 | SH | DEFINED | 6 |
| CHEMTURA CORP | COM | 163893100 | 19630 | 2264095 | SH | DEFINED | 6 |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 16159 | 557600 | SH | DEFINED | 6 |
| CHEVRON CORP NEW | COM | 166764100 | 105906 | 1632840 | SH | DEFINED | 6 |
| CHICOS FAS INC | COM | 168615102 | 482 | 22400 | SH | DEFINED | 6 |
| CHIQUITA BRANDS INTL INC | COM | 170032809 | 14092 | 1053180 | SH | DEFINED | 6 |
| CHITTENDEN CORP | COM | 170228100 | 7934 | 276550 | SH | DEFINED | 6 |
| CHROMCRAFT REVINGTON INC | COM | 171117104 | 969 | 98070 | SH | DEFINED | 6 |
| CHUBB CORP | COM | 171232101 | 2579 | 49636 | SH | DEFINED | 6 |
| CHUNGHWA TELECOM CO LTD | SPONSORED ADR | 17133Q205 | 127 | 7344 | SH | DEFINED | 6 |
| CIBA SPECIALTY CHEMICALS HLD | SPONSORED ADR | 17162W206 | 21721 | 733341 | SH | DEFINED | 6 |
| CIGNA CORP | COM | 125509109 | 74130 | 637293 | SH | DEFINED | 6 |
| CIMAREX ENERGY CO | COM | 171798101 | 10175 | 289141 | SH | DEFINED | 6 |
| CINCINNATI FINL CORP | COM | 172062101 | 731 | 15182 | SH | DEFINED | 6 |
| CISCO SYS INC | COM | 17275R102 | 10148 | 451336 | SH | DEFINED | 6 |
| CIT GROUP INC | COM | 125581108 | 1505 | 30940 | SH | DEFINED | 6 |
| CITIGROUP INC | COM | 172967101 | 218547 | 4405512 | SH | DEFINED | 6 |
| CITIZENS BKG CORP MICH | COM | 174420109 | 17294 | 658575 | SH | DEFINED | 6 |
| CITY NATL CORP | COM | 178566105 | 9659 | 144030 | SH | DEFINED | 6 |
| CLAIRES STORES INC | COM | 179584107 | 7126 | 244380 | SH | DEFINED | 6 |
| CLARK INC | COM | 181457102 | 8506 | 754722 | SH | DEFINED | 6 |
| CLEAR CHANNEL COMMUNICATIONS | COM | 184502102 | 335 | 11600 | SH | DEFINED | 6 |
| CLECO CORP NEW | COM | 12561W105 | 13651 | 540860 | SH | DEFINED | 6 |
| CMS ENERGY CORP | COM | 125896100 | 36 | 2520 | SH | DEFINED | 6 |
| CNA FINL CORP | COM | 126117100 | 492 | 13660 | SH | DEFINED | 6 |
| CNA SURETY CORP | COM | 12612L108 | 11609 | 574700 | SH | DEFINED | 6 |
| COCA COLA CO | COM | 191216100 | 3838 | 91007 | SH | DEFINED | 6 |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 380 | 18230 | SH | DEFINED | 6 |
| COCA-COLA FEMSA S A DE C V | SPON ADR REP L | 191241108 | 59 | 1900 | SH | DEFINED | 6 |
| COHU INC | COM | 192576106 | 5241 | 293937 | SH | DEFINED | 6 |
| COLE KENNETH PRODTNS INC | CL A | 193294105 | 1105 | 45350 | SH | DEFINED | 6 |
| COLONIAL BANCGROUP INC | COM | 195493309 | 6740 | 275090 | SH | DEFINED | 6 |
| COLUMBIA BKG SYS INC | COM | 197236102 | 8593 | 268445 | SH | DEFINED | 6 |
| COLUMBIA SPORTSWEAR CO | COM | 198516106 | 19925 | 356880 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------------|-----------|--------|---------|----|---------|---|
| COMCAST CORP NEW | CL A SPL | 20030N200 | 343 | 9325 | SH | DEFINED | 6 |
| COMCAST CORP NEW | CL A | 20030N101 | 40648 | 1109253 | SH | DEFINED | 6 |
| COMERICA INC | COM | 200340107 | 874 | 15360 | SH | DEFINED | 6 |
| COMMERCE BANCSHARES INC | COM | 200525103 | 3 | 58 | SH | DEFINED | 6 |
| COMMERCE GROUP INC MASS | COM | 200641108 | 39039 | 1299140 | SH | DEFINED | 6 |
| COMMERCIAL VEH GROUP INC | COM | 202608105 | 6262 | 325120 | SH | DEFINED | 6 |
| COMMONWEALTH TEL ENTERPRISES | COM | 203349105 | 21770 | 528010 | SH | DEFINED | 6 |
| COMMUNITY BK SYS INC | COM | 203607106 | 16690 | 753180 | SH | DEFINED | 6 |
| COMMUNITY TR BANCORP INC | COM | 204149108 | 6076 | 161371 | SH | DEFINED | 6 |
| COMPUTER SCIENCES CORP | COM | 205363104 | 27653 | 562960 | SH | DEFINED | 6 |
| COMPUWARE CORP | COM | 205638109 | 143 | 18300 | SH | DEFINED | 6 |
| COMTECH TELECOMMUNICATIONS C | COM NEW | 205826209 | 32246 | 963128 | SH | DEFINED | 6 |
| CON-WAY INC | COM | 205944101 | 16466 | 367390 | SH | DEFINED | 6 |
| CONAGRA FOODS INC | COM | 205887102 | 209 | 8550 | SH | DEFINED | 6 |
| CONMED CORP | COM | 207410101 | 29892 | 1416036 | SH | DEFINED | 6 |
| CONNS INC | COM | 208242107 | 4817 | 230830 | SH | DEFINED | 6 |
| CONOCOPHILLIPS | COM | 20825C104 | 166203 | 2791923 | SH | DEFINED | 6 |
| CONSECO INC | COM NEW | 208464883 | 25875 | 1232727 | SH | DEFINED | 6 |
| CONSOLIDATED EDISON INC | COM | 209115104 | 1435 | 31050 | SH | DEFINED | 6 |
| CONSTELLATION BRANDS INC | CL A | 21036P108 | 11322 | 393400 | SH | DEFINED | 6 |
| CONSTELLATION ENERGY GROUP I | COM | 210371100 | 288 | 4860 | SH | DEFINED | 6 |
| CONVERGYS CORP | COM | 212485106 | 19322 | 935710 | SH | DEFINED | 6 |
| COOPER INDS LTD | CL A | G24182100 | 5499 | 64525 | SH | DEFINED | 6 |
| CORE MARK HOLDING CO INC | COM | 218681104 | 197 | 6290 | SH | DEFINED | 6 |
| CORINTHIAN COLLEGES INC | COM | 218868107 | 15647 | 1447444 | SH | DEFINED | 6 |
| CORRECTIONS CORP AMER NEW | COM NEW | 22025Y407 | 16175 | 373992 | SH | DEFINED | 6 |
| CORUS BANKSHARES INC | COM | 220873103 | 25812 | 1154367 | SH | DEFINED | 6 |
| COST-U-LESS INC | COM | 221492101 | 54 | 6200 | SH | DEFINED | 6 |
| COUNTRYWIDE FINANCIAL CORP | COM | 222372104 | 11903 | 339688 | SH | DEFINED | 6 |
| COVANSYS CORP | COM | 22281W103 | 2532 | 147748 | SH | DEFINED | 6 |
| CRAFTMADE INTL INC | COM | 22413E104 | 1384 | 80810 | SH | DEFINED | 6 |
| CREDIT SUISSE GROUP | SPONSORED ADR | 225401108 | 49651 | 877805 | SH | DEFINED | 6 |
| CROWN HOLDINGS INC | COM | 228368106 | 582 | 31295 | SH | DEFINED | 6 |
| CRYSTAL RIV CAP INC | COM | 229393301 | 2224 | 97200 | SH | DEFINED | 6 |
| CSS INDS INC | COM | 125906107 | 5127 | 172500 | SH | DEFINED | 6 |
| CSX CORP | COM | 126408103 | 7568 | 230530 | SH | DEFINED | 6 |
| CYTEC INDS INC | COM | 232820100 | 9014 | 162160 | SH | DEFINED | 6 |
| D R HORTON INC | COM | 23331A109 | 896 | 37400 | SH | DEFINED | 6 |
| DATARAM CORP | COM PAR \$1 | 238108203 | 382 | 80671 | SH | DEFINED | 6 |
| DEB SHOPS INC | COM | 242728103 | 2416 | 94238 | SH | DEFINED | 6 |
| DEERE & CO | COM | 244199105 | 7563 | 90125 | SH | DEFINED | 6 |
| DEL MONTE FOODS CO | COM | 24522P103 | 85447 | 8176686 | SH | DEFINED | 6 |
| DELL INC | COM | 24702R101 | 9754 | 437477 | SH | DEFINED | 6 |
| DELPHI FINL GROUP INC | CL A | 247131105 | 44516 | 1116242 | SH | DEFINED | 6 |
| DELUXE CORP | COM | 248019101 | 24273 | 1419480 | SH | DEFINED | 6 |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 116992 | 1855250 | SH | DEFINED | 6 |
| DIAGEO P L C | SPON ADR NEW | 25243Q205 | 56921 | 821825 | SH | DEFINED | 6 |
| DIME CMNTY BANCSHARES | COM | 253922108 | 4028 | 273430 | SH | DEFINED | 6 |
| DIRECT GEN CORP | COM | 25456W204 | 17110 | 1271125 | SH | DEFINED | 6 |
| DISNEY WALT CO | COM DISNEY | 254687106 | 74810 | 2428572 | SH | DEFINED | 6 |
| DIXIE GROUP INC | CL A | 255519100 | 26 | 1730 | SH | DEFINED | 6 |
| DOLLAR GEN CORP | COM | 256669102 | 55 | 4030 | SH | DEFINED | 6 |
| DOLLAR TREE STORES INC | COM | 256747106 | 4681 | 151200 | SH | DEFINED | 6 |
| DOMINION RES INC VA NEW | COM | 25746U109 | 1157 | 15121 | SH | DEFINED | 6 |
| DONEGAL GROUP INC | CL B | 257701300 | 627 | 34806 | SH | DEFINED | 6 |
| DONEGAL GROUP INC | CL A | 257701201 | 2229 | 110242 | SH | DEFINED | 6 |
| DONNELLEY R R & SONS CO | COM | 257867101 | 9143 | 277390 | SH | DEFINED | 6 |
| DORMAN PRODUCTS INC | COM | 258278100 | 1377 | 136310 | SH | DEFINED | 6 |
| DOW CHEM CO | COM | 260543103 | 41099 | 1054365 | SH | DEFINED | 6 |
| DOWNEY FINL CORP | COM | 261018105 | 40620 | 610460 | SH | DEFINED | 6 |
| DTE ENERGY CO | COM | 233331107 | 43740 | 1053720 | SH | DEFINED | 6 |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 57436 | 1340703 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------|-----------|-------|---------|----|---------|---|
| DUCOMMUN INC DEL | COM | 264147109 | 1832 | 98176 | SH | DEFINED | 6 |
| DUKE ENERGY CORP NEW | COM | 26441C105 | 1322 | 43774 | SH | DEFINED | 6 |
| DUQUESNE LT HLDGS INC | COM | 266233105 | 24664 | 1254550 | SH | DEFINED | 6 |
| DYCOM INDS INC | COM | 267475101 | 8452 | 393100 | SH | DEFINED | 6 |
| DYNAMICS RESH CORP | COM | 268057106 | 1411 | 141834 | SH | DEFINED | 6 |
| DYNEGY INC NEW | CL A | 26816Q101 | 5968 | 1077301 | SH | DEFINED | 6 |
| EARTHLINK INC | COM | 270321102 | 26009 | 3572694 | SH | DEFINED | 6 |
| EASTMAN CHEM CO | COM | 277432100 | 185 | 3420 | SH | DEFINED | 6 |
| EASTMAN KODAK CO | COM | 277461109 | 66 | 2950 | SH | DEFINED | 6 |
| EATON CORP | COM | 278058102 | 131 | 1900 | SH | DEFINED | 6 |
| EDISON INTL | COM | 281020107 | 284 | 6820 | SH | DEFINED | 6 |
| EDO CORP | COM | 281347104 | 27 | 1200 | SH | DEFINED | 6 |
| EDWARDS AG INC | COM | 281760108 | 184 | 3450 | SH | DEFINED | 6 |
| ELECTRO RENT CORP | COM | 285218103 | 400 | 23494 | SH | DEFINED | 6 |
| ELECTRONIC DATA SYS NEW | COM | 285661104 | 361 | 14730 | SH | DEFINED | 6 |
| ELECTRONICS FOR IMAGING INC | COM | 286082102 | 6744 | 294756 | SH | DEFINED | 6 |
| ELIZABETH ARDEN INC | COM | 28660G106 | 2365 | 146349 | SH | DEFINED | 6 |
| ELKCORP | COM | 287456107 | 12113 | 446150 | SH | DEFINED | 6 |
| ELLIS PERRY INTL INC | COM | 288853104 | 4155 | 134552 | SH | DEFINED | 6 |
| EMBARQ CORP | COM | 29078E105 | 233 | 4814 | SH | DEFINED | 6 |
| EMC INS GROUP INC | COM | 268664109 | 458 | 15879 | SH | DEFINED | 6 |
| EMERSON ELEC CO | COM | 291011104 | 841 | 10030 | SH | DEFINED | 6 |
| ENCORE ACQUISITION CO | COM | 29255W100 | 10089 | 414503 | SH | DEFINED | 6 |
| ENERGEN CORP | COM | 29265N108 | 16266 | 388480 | SH | DEFINED | 6 |
| ENERGIZER HLDGS INC | COM | 29266R108 | 9 | 120 | SH | DEFINED | 6 |
| ENERGY EAST CORP | COM | 29266M109 | 6582 | 277470 | SH | DEFINED | 6 |
| ENERGY PARTNERS LTD | COM | 29270U105 | 6446 | 261510 | SH | DEFINED | 6 |
| ENNIS INC | COM | 293389102 | 5595 | 258432 | SH | DEFINED | 6 |
| ENTERGY CORP NEW | COM | 29364G103 | 586 | 7490 | SH | DEFINED | 6 |
| EPICOR SOFTWARE CORP | COM | 29426L108 | 14675 | 1119413 | SH | DEFINED | 6 |
| EQUITY OFFICE PROPERTIES TRU | COM | 294741103 | 1952 | 49100 | SH | DEFINED | 6 |
| ESCALADE INC | COM | 296056104 | 154 | 15442 | SH | DEFINED | 6 |
| ETHAN ALLEN INTERIORS INC | COM | 297602104 | 30797 | 888540 | SH | DEFINED | 6 |
| EVEREST RE GROUP LTD | COM | G3223R108 | 14425 | 147900 | SH | DEFINED | 6 |
| EXCHANGE NATL BANCSHARES INC | COM | 301309100 | 132 | 4357 | SH | DEFINED | 6 |
| EXELON CORP | COM | 30161N101 | 18 | 296 | SH | DEFINED | 6 |
| EXPEDIA INC DEL | COM | 30212P105 | 9786 | 624125 | SH | DEFINED | 6 |
| EXPRESSJET HOLDINGS INC | CL A | 30218U108 | 6048 | 914940 | SH | DEFINED | 6 |
| EXXON MOBIL CORP | COM | 30231G102 | 18969 | 282700 | SH | DEFINED | 6 |
| F M C CORP | COM NEW | 302491303 | 23291 | 363520 | SH | DEFINED | 6 |
| F N B CORP VA | COM | 302930102 | 3489 | 96880 | SH | DEFINED | 6 |
| F N B UNITED CORP | COM | 302519103 | 1767 | 94845 | SH | DEFINED | 6 |
| FBL FINL GROUP INC | CL A | 30239F106 | 25918 | 774370 | SH | DEFINED | 6 |
| FEATHERLITE INC | COM | 313054108 | 886 | 137608 | SH | DEFINED | 6 |
| FEDERAL HOME LN MTG CORP | COM | 313400301 | 567 | 8550 | SH | DEFINED | 6 |
| FEDERAL NATL MTG ASSN | COM | 313586109 | 49086 | 877945 | SH | DEFINED | 6 |
| FEDERATED DEPT STORES INC DE | COM | 31410H101 | 81465 | 1885332 | SH | DEFINED | 6 |
| FEDEX CORP | COM | 31428X106 | 28013 | 257760 | SH | DEFINED | 6 |
| FIDELITY NATL FINL INC | COM | 316326107 | 126 | 3024 | SH | DEFINED | 6 |
| FIDELITY NATL TITLE GROUP IN | CL A | 31620R105 | 10 | 488 | SH | DEFINED | 6 |
| FIFTH THIRD BANCORP | COM | 316773100 | 446 | 11700 | SH | DEFINED | 6 |
| FINISH LINE INC | CL A | 317923100 | 7527 | 596451 | SH | DEFINED | 6 |
| FINLAY ENTERPRISES INC | COM NEW | 317884203 | 1150 | 176050 | SH | DEFINED | 6 |
| FIRST AMERN CORP CALIF | COM | 318522307 | 9855 | 232750 | SH | DEFINED | 6 |
| FIRST BANCORP N C | COM | 318910106 | 3079 | 151100 | SH | DEFINED | 6 |
| FIRST CMNTY BANCSHARES INC N | COM | 31983A103 | 5395 | 161669 | SH | DEFINED | 6 |
| FIRST COMWLTH FINL CORP PA | COM | 319829107 | 1930 | 148100 | SH | DEFINED | 6 |
| FIRST DATA CORP | COM | 319963104 | 1680 | 40000 | SH | DEFINED | 6 |
| FIRST DEFIANCE FINL CORP | COM | 32006W106 | 1852 | 64919 | SH | DEFINED | 6 |
| FIRST FINL CORP IND | COM | 320218100 | 569 | 17847 | SH | DEFINED | 6 |
| FIRST FINL HLDGS INC | COM | 320239106 | 6541 | 191136 | SH | DEFINED | 6 |
| FIRST FINL SVC CORP | COM | 32022D108 | 1420 | 46314 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|----------------|-----------|-------|---------|----|---------|---|
| FIRST HORIZON NATL CORP | COM | 320517105 | 36097 | 949660 | SH | DEFINED | 6 |
| FIRST M & F CORP | COM | 320744105 | 1730 | 94646 | SH | DEFINED | 6 |
| FIRST MERCHANTS CORP | COM | 320817109 | 1750 | 73994 | SH | DEFINED | 6 |
| FIRST MUTUAL BANCSHARES INC | COM | 32190E102 | 873 | 32034 | SH | DEFINED | 6 |
| FIRST PL FINL CORP | COM | 33610T109 | 4553 | 200923 | SH | DEFINED | 6 |
| FIRST UTD CORP | COM | 33741H107 | 1798 | 84592 | SH | DEFINED | 6 |
| FIRSTBANK CORP MICH | COM | 33761G104 | 905 | 38168 | SH | DEFINED | 6 |
| FIRSTENERGY CORP | COM | 337932107 | 1080 | 19329 | SH | DEFINED | 6 |
| FIRSTFED FINL CORP | COM | 337907109 | 14254 | 251300 | SH | DEFINED | 6 |
| FLAGSTAR BANCORP INC | COM | 337930101 | 31890 | 2191761 | SH | DEFINED | 6 |
| FLEETWOOD ENTERPRISES INC | COM | 339099103 | 3938 | 585200 | SH | DEFINED | 6 |
| FLEXSTEEL INDS INC | COM | 339382103 | 512 | 39415 | SH | DEFINED | 6 |
| FLEXTRONICS INTL LTD | ORD | Y2573F102 | 42095 | 3358798 | SH | DEFINED | 6 |
| FLUSHING FINL CORP | COM | 343873105 | 4700 | 268591 | SH | DEFINED | 6 |
| FNB CORP PA | COM | 302520101 | 19626 | 1178040 | SH | DEFINED | 6 |
| FOOT LOCKER INC | COM | 344849104 | 7848 | 310810 | SH | DEFINED | 6 |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 277 | 34300 | SH | DEFINED | 6 |
| FOREST LABS INC | COM | 345838106 | 288 | 5700 | SH | DEFINED | 6 |
| FOREST OIL CORP | COM PAR \$0.01 | 346091705 | 11151 | 352980 | SH | DEFINED | 6 |
| FORTUNE BRANDS INC | COM | 349631101 | 58443 | 778100 | SH | DEFINED | 6 |
| FOUNDRY NETWORKS INC | COM | 35063R100 | 23974 | 1823157 | SH | DEFINED | 6 |
| FPIC INS GROUP INC | COM | 302563101 | 384 | 9700 | SH | DEFINED | 6 |
| FPL GROUP INC | COM | 302571104 | 664 | 14760 | SH | DEFINED | 6 |
| FRANCE TELECOM | SPONSORED ADR | 35177Q105 | 42886 | 1878647 | SH | DEFINED | 6 |
| FRANKLIN BK CORP DEL | COM | 352451108 | 3828 | 192539 | SH | DEFINED | 6 |
| FRANKLIN ELECTR PUBLISHERS I | COM | 353515109 | 38 | 19870 | SH | DEFINED | 6 |
| FREMONT GEN CORP | COM | 357288109 | 13706 | 979730 | SH | DEFINED | 6 |
| FRESENIUS MED CARE AG&CO KGA | SPONSORED ADR | 358029106 | 38378 | 909701 | SH | DEFINED | 6 |
| FRISCHS RESTAURANTS INC | COM | 358748101 | 1431 | 59520 | SH | DEFINED | 6 |
| FULLER H B CO | COM | 359694106 | 9889 | 421900 | SH | DEFINED | 6 |
| FULTON FINL CORP PA | COM | 360271100 | 6 | 370 | SH | DEFINED | 6 |
| FURNITURE BRANDS INTL INC | COM | 360921100 | 26447 | 1389047 | SH | DEFINED | 6 |
| GALLAGHER ARTHUR J & CO | COM | 363576109 | 2622 | 98300 | SH | DEFINED | 6 |
| GALLAHER GROUP PLC | SPONSORED ADR | 363595109 | 28835 | 441100 | SH | DEFINED | 6 |
| GANNETT INC | COM | 364730101 | 534 | 9400 | SH | DEFINED | 6 |
| GAP INC DEL | COM | 364760108 | 549 | 28980 | SH | DEFINED | 6 |
| GEHL CO | COM | 368483103 | 1188 | 44370 | SH | DEFINED | 6 |
| GEMSTAR-TV GUIDE INTL INC | COM | 36866W106 | 6598 | 1987200 | SH | DEFINED | 6 |
| GENERAL DYNAMICS CORP | COM | 369550108 | 817 | 11400 | SH | DEFINED | 6 |
| GENERAL ELECTRIC CO | COM | 369604103 | 83357 | 2367203 | SH | DEFINED | 6 |
| GENERAL MLS INC | COM | 370334104 | 44112 | 779360 | SH | DEFINED | 6 |
| GENESCO INC | COM | 371532102 | 16653 | 483110 | SH | DEFINED | 6 |
| GENZYME CORP | COM | 372917104 | 270 | 4000 | SH | DEFINED | 6 |
| GEORGIA GULF CORP | COM PAR \$0.01 | 373200203 | 17159 | 625800 | SH | DEFINED | 6 |
| GERMAN AMERN BANCORP INC | COM | 373865104 | 1965 | 139243 | SH | DEFINED | 6 |
| GIBRALTAR INDS INC | COM | 374689107 | 16016 | 722077 | SH | DEFINED | 6 |
| GLAXOSMITHKLINE PLC | SPONSORED ADR | 37733W105 | 61125 | 1176259 | SH | DEFINED | 6 |
| GLOBAL IMAGING SYSTEMS | COM | 37934A100 | 4491 | 203490 | SH | DEFINED | 6 |
| GLOBAL POWER EQUIPMENT INC | COM | 37941P108 | 1313 | 1711132 | SH | DEFINED | 6 |
| GLOBALSANTAFE CORP | SHS | G3930E101 | 5284 | 105707 | SH | DEFINED | 6 |
| GOLAR LNG LTD BERMUDA | SHS | G9456A100 | 4 | 300 | SH | DEFINED | 6 |
| GOLD KIST INC | COM | 380614107 | 3265 | 156650 | SH | DEFINED | 6 |
| GOLDCORP INC NEW | COM | 380956409 | 4673 | 198000 | SH | DEFINED | 6 |
| GOLDEN WEST FINL CORP DEL | COM | 381317106 | 346 | 4480 | SH | DEFINED | 6 |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 68456 | 404654 | SH | DEFINED | 6 |
| GOODYEAR TIRE & RUBR CO | COM | 382550101 | 20028 | 1381211 | SH | DEFINED | 6 |
| GRAFTECH INTL LTD | COM | 384313102 | 11421 | 1955680 | SH | DEFINED | 6 |
| GREAT AMERN FINL RES INC | COM | 389915109 | 11503 | 549580 | SH | DEFINED | 6 |
| GREAT PLAINS ENERGY INC | COM | 391164100 | 52400 | 1689240 | SH | DEFINED | 6 |
| GREATER BAY BANCORP | COM | 391648102 | 7382 | 261690 | SH | DEFINED | 6 |
| GREATER COMMUNITY BANCORP | COM | 39167M108 | 308 | 19993 | SH | DEFINED | 6 |
| GREEN MOUNTAIN PWR CORP | COM | 393154109 | 1708 | 51170 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------------|-----------|-------|---------|----|---------|---|
| GRIFFON CORP | COM | 398433102 | 1198 | 50200 | SH | DEFINED | 6 |
| GROUP 1 AUTOMOTIVE INC | COM | 398905109 | 29790 | 596991 | SH | DEFINED | 6 |
| GULFMARK OFFSHORE INC | COM | 402629109 | 5006 | 157230 | SH | DEFINED | 6 |
| HANDLEMAN CO DEL | COM | 410252100 | 2608 | 343600 | SH | DEFINED | 6 |
| HANESBRANDS INC | COM | 410345102 | 88 | 3896 | SH | DEFINED | 6 |
| HANOVER INS GROUP INC | COM | 410867105 | 26849 | 601580 | SH | DEFINED | 6 |
| HARLAND JOHN H CO | COM | 412693103 | 24129 | 661980 | SH | DEFINED | 6 |
| HARLEY DAVIDSON INC | COM | 412822108 | 299 | 4760 | SH | DEFINED | 6 |
| HARLEYSVILLE GROUP INC | COM | 412824104 | 13177 | 376584 | SH | DEFINED | 6 |
| HARLEYSVILLE NATL CORP PA | COM | 412850109 | 5630 | 280108 | SH | DEFINED | 6 |
| HARRINGTON WEST FINL GROUP I | COM | 41383L104 | 1106 | 67635 | SH | DEFINED | 6 |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 5839 | 67310 | SH | DEFINED | 6 |
| HARTMARX CORP | COM | 417119104 | 3247 | 479650 | SH | DEFINED | 6 |
| HASTINGS ENTMT INC | COM | 418365102 | 1178 | 174521 | SH | DEFINED | 6 |
| HAWAIIAN ELEC INDUSTRIES | COM | 419870100 | 105 | 3890 | SH | DEFINED | 6 |
| HAWKINS INC | COM | 420261109 | 176 | 12409 | SH | DEFINED | 6 |
| HCA INC | COM | 404119109 | 38543 | 772550 | SH | DEFINED | 6 |
| HEADWATERS INC | COM | 42210P102 | 14713 | 630110 | SH | DEFINED | 6 |
| HEALTH MGMT ASSOC INC NEW | CL A | 421933102 | 10 | 490 | SH | DEFINED | 6 |
| HEALTH NET INC | COM | 42222G108 | 7986 | 183500 | SH | DEFINED | 6 |
| HEINZ H J CO | COM | 423074103 | 367 | 8750 | SH | DEFINED | 6 |
| HELEN OF TROY CORP LTD | COM | G4388N106 | 3182 | 181190 | SH | DEFINED | 6 |
| HERCULES INC | COM | 427056106 | 3840 | 243480 | SH | DEFINED | 6 |
| HESS CORP | COM | 42809H107 | 619 | 14950 | SH | DEFINED | 6 |
| HEWITT ASSOCS INC | COM | 42822Q100 | 34 | 1400 | SH | DEFINED | 6 |
| HEWLETT PACKARD CO | COM | 428236103 | 95411 | 2607156 | SH | DEFINED | 6 |
| HICKORY TECH CORP | COM | 429060106 | 1444 | 206353 | SH | DEFINED | 6 |
| HITACHI LIMITED | ADR 10 COM | 433578507 | 25932 | 454112 | SH | DEFINED | 6 |
| HMN FINL INC | COM | 40424G108 | 1107 | 31840 | SH | DEFINED | 6 |
| HOME DEPOT INC | COM | 437076102 | 67308 | 1860023 | SH | DEFINED | 6 |
| HONDA MOTOR LTD | AMERN SHS | 438128308 | 3790 | 112700 | SH | DEFINED | 6 |
| HONEYWELL INTL INC | COM | 438516106 | 65184 | 1593752 | SH | DEFINED | 6 |
| HOOVER FURNITURE CORP | COM | 439038100 | 2377 | 162175 | SH | DEFINED | 6 |
| HORACE MANN EDUCATORS CORP N | COM | 440327104 | 20087 | 1044570 | SH | DEFINED | 6 |
| HOUSTON EXPL CO | COM | 442120101 | 34067 | 617709 | SH | DEFINED | 6 |
| HSBC HLDGS PLC | SPON ADR NEW | 404280406 | 288 | 3150 | SH | DEFINED | 6 |
| HUDSON CITY BANCORP | COM | 443683107 | 582 | 43900 | SH | DEFINED | 6 |
| HUDSON HIGHLAND GROUP INC | COM | 443792106 | 45 | 4600 | SH | DEFINED | 6 |
| HUGOTON RTY TR TEX | UNIT BEN INT | 444717102 | 0 | 15 | SH | DEFINED | 6 |
| HUMANA INC | COM | 444859102 | 6047 | 91500 | SH | DEFINED | 6 |
| HUNT J B TRANS SVCS INC | COM | 445658107 | 3325 | 160100 | SH | DEFINED | 6 |
| HUNTINGTON BANCSHARES INC | COM | 446150104 | 474 | 19822 | SH | DEFINED | 6 |
| HUNTSMAN CORP | COM | 447011107 | 10402 | 571515 | SH | DEFINED | 6 |
| HUTCHINSON TECHNOLOGY INC | COM | 448407106 | 2053 | 97580 | SH | DEFINED | 6 |
| IAC INTERACTIVECORP | COM NEW | 44919P300 | 726 | 25235 | SH | DEFINED | 6 |
| IBERIABANK CORP | COM | 450828108 | 6619 | 108512 | SH | DEFINED | 6 |
| IDACORP INC | COM | 451107106 | 3318 | 87760 | SH | DEFINED | 6 |
| IKON OFFICE SOLUTIONS INC | COM | 451713101 | 5220 | 388370 | SH | DEFINED | 6 |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 2468 | 54960 | SH | DEFINED | 6 |
| INDUSTRIAL SVCS AMER INC FLA | COM | 456314103 | 94 | 16226 | SH | DEFINED | 6 |
| INDYMAC BANCORP INC | COM | 456607100 | 46802 | 1137070 | SH | DEFINED | 6 |
| INFINEON TECHNOLOGIES AG | SPONSORED ADR | 45662N103 | 10013 | 869260 | SH | DEFINED | 6 |
| INFINITY PPTY & CAS CORP | COM | 45665Q103 | 29720 | 722598 | SH | DEFINED | 6 |
| INFOSPACE INC | COM NEW | 45678T201 | 4043 | 219244 | SH | DEFINED | 6 |
| INFOUSA INC NEW | COM | 456818301 | 7778 | 937126 | SH | DEFINED | 6 |
| ING GROEP N V | SPONSORED ADR | 456837103 | 5810 | 140889 | SH | DEFINED | 6 |
| INGLES MKTS INC | CL A | 457030104 | 4009 | 151985 | SH | DEFINED | 6 |
| INGRAM MICRO INC | CL A | 457153104 | 27710 | 1446250 | SH | DEFINED | 6 |
| INTEGRA BK CORP | COM | 45814P105 | 2076 | 82109 | SH | DEFINED | 6 |
| INTEL CORP | COM | 458140100 | 54949 | 2671337 | SH | DEFINED | 6 |
| INTER TEL INC | COM | 458372109 | 1528 | 70713 | SH | DEFINED | 6 |
| INTERNATIONAL BANCSHARES COR | COM | 459044103 | 20280 | 683303 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------------|-----------|--------|---------|----|---------|---|
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 149526 | 1824815 | SH | DEFINED | 6 |
| INTERNATIONAL PWR PLC | SPONSORED ADR | 46018M104 | 44918 | 775536 | SH | DEFINED | 6 |
| INTERNATIONAL RECTIFIER CORP | COM | 460254105 | 30 | 850 | SH | DEFINED | 6 |
| INTERPOOL INC | COM | 46062R108 | 5881 | 261840 | SH | DEFINED | 6 |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 245 | 24797 | SH | DEFINED | 6 |
| INTERSECTIONS INC | COM | 460981301 | 2400 | 260027 | SH | DEFINED | 6 |
| INTERSIL CORP | CL A | 46069S109 | 227 | 9240 | SH | DEFINED | 6 |
| INTERSTATE HOTELS & RESRTS I | COM | 46088S106 | 17 | 1600 | SH | DEFINED | 6 |
| INTERVIDEO INC | COM | 46114Y101 | 2317 | 181740 | SH | DEFINED | 6 |
| INTERVOICE INC NEW | COM | 461142101 | 681 | 107338 | SH | DEFINED | 6 |
| INTL PAPER CO | COM | 460146103 | 260 | 7500 | SH | DEFINED | 6 |
| INVESTMENT TECHNOLOGY GRP NE | COM | 46145F105 | 8570 | 191500 | SH | DEFINED | 6 |
| IOWA TELECOMM SERVICES INC | COM | 462594201 | 13057 | 659760 | SH | DEFINED | 6 |
| IRWIN FINL CORP | COM | 464119106 | 3136 | 160335 | SH | DEFINED | 6 |
| ISHARES TR | MSCI EAFE IDX | 464287465 | 1883 | 27780 | SH | DEFINED | 6 |
| ITLA CAP CORP | COM | 450565106 | 3354 | 62390 | SH | DEFINED | 6 |
| ITT EDUCATIONAL SERVICES INC | COM | 45068B109 | 9928 | 149748 | SH | DEFINED | 6 |
| J & J SNACK FOODS CORP | COM | 466032109 | 9661 | 310668 | SH | DEFINED | 6 |
| JACK IN THE BOX INC | COM | 466367109 | 33860 | 648900 | SH | DEFINED | 6 |
| JAKKS PAC INC | COM | 47012E106 | 9948 | 558236 | SH | DEFINED | 6 |
| JANUS CAP GROUP INC | COM | 47102X105 | 169 | 8580 | SH | DEFINED | 6 |
| JARDEN CORP | COM | 471109108 | 34347 | 1041787 | SH | DEFINED | 6 |
| JOHNSON & JOHNSON | COM | 478160104 | 43657 | 677218 | SH | DEFINED | 6 |
| JOHNSON CTLS INC | COM | 478366107 | 6 | 80 | SH | DEFINED | 6 |
| JONES APPAREL GROUP INC | COM | 480074103 | 9307 | 286910 | SH | DEFINED | 6 |
| JOS A BANK CLOTHIERS INC | COM | 480838101 | 2479 | 82748 | SH | DEFINED | 6 |
| JOURNAL COMMUNICATIONS INC | CL A | 481130102 | 11735 | 1041290 | SH | DEFINED | 6 |
| JOURNAL REGISTER CO | COM | 481138105 | 2077 | 366400 | SH | DEFINED | 6 |
| JP MORGAN CHASE & CO | COM | 46625H100 | 60376 | 1285687 | SH | DEFINED | 6 |
| JUNIPER NETWORKS INC | COM | 48203R104 | 78 | 4530 | SH | DEFINED | 6 |
| K-SWISS INC | CL A | 482686102 | 14204 | 472517 | SH | DEFINED | 6 |
| KB HOME | COM | 48666K109 | 44 | 1010 | SH | DEFINED | 6 |
| KENNAMETAL INC | COM | 489170100 | 10494 | 185250 | SH | DEFINED | 6 |
| KEY TRONICS CORP | COM | 493144109 | 885 | 150802 | SH | DEFINED | 6 |
| KEYCORP NEW | COM | 493267108 | 36356 | 971050 | SH | DEFINED | 6 |
| KEYSPAN CORP | COM | 49337W100 | 539 | 13110 | SH | DEFINED | 6 |
| KIMBERLY CLARK CORP | COM | 494368103 | 951 | 14550 | SH | DEFINED | 6 |
| KINDER MORGAN MANAGEMENT LLC | SHS | 49455U100 | 244 | 5778 | SH | DEFINED | 6 |
| KINDRED HEALTHCARE INC | COM | 494580103 | 27577 | 927590 | SH | DEFINED | 6 |
| KINETIC CONCEPTS INC | COM NEW | 49460W208 | 16565 | 526552 | SH | DEFINED | 6 |
| KING PHARMACEUTICALS INC | COM | 495582108 | 7375 | 433030 | SH | DEFINED | 6 |
| KINROSS GOLD CORP | COM NO PAR | 496902404 | 5290 | 422502 | SH | DEFINED | 6 |
| KONA GRILL INC | COM | 50047H201 | 25 | 1700 | SH | DEFINED | 6 |
| KONAMI CORP | SPONSORED ADR | 50046R101 | 20068 | 799846 | SH | DEFINED | 6 |
| KONINKLIJKE AHOLD N V | SPON ADR NEW | 500467303 | 15805 | 1519491 | SH | DEFINED | 6 |
| KONINKLIJKE PHILIPS ELECTRS | NY REG SH NEW | 500472303 | 103782 | 2996249 | SH | DEFINED | 6 |
| KOOKMIN BK NEW | SPONSORED ADR | 50049M109 | 47514 | 614075 | SH | DEFINED | 6 |
| KRAFT FOODS INC | CL A | 50075N104 | 1389 | 38950 | SH | DEFINED | 6 |
| KROGER CO | COM | 501044101 | 10023 | 433160 | SH | DEFINED | 6 |
| KT CORP | SPONSORED ADR | 48268K101 | 10206 | 475345 | SH | DEFINED | 6 |
| KULICKE & SOFFA INDS INC | COM | 501242101 | 5322 | 602040 | SH | DEFINED | 6 |
| LABOR READY INC | COM NEW | 505401208 | 4374 | 274550 | SH | DEFINED | 6 |
| LACLEDE GROUP INC | COM | 505597104 | 11612 | 361960 | SH | DEFINED | 6 |
| LAKELAND FINL CORP | COM | 511656100 | 1888 | 80290 | SH | DEFINED | 6 |
| LAKELAND INDS INC | COM | 511795106 | 686 | 56383 | SH | DEFINED | 6 |
| LANDAMERICA FINL GROUP INC | COM | 514936103 | 21798 | 331330 | SH | DEFINED | 6 |
| LANDRYS RESTAURANTS INC | COM | 51508L103 | 4603 | 152660 | SH | DEFINED | 6 |
| LEAR CORP | COM | 521865105 | 2078 | 100400 | SH | DEFINED | 6 |
| LECROY CORP | COM | 52324W109 | 897 | 65072 | SH | DEFINED | 6 |
| LEE ENTERPRISES INC | COM | 523768109 | 7015 | 277925 | SH | DEFINED | 6 |
| LEGGETT & PLATT INC | COM | 524660107 | 51 | 2030 | SH | DEFINED | 6 |
| LEHMAN BROS HLDGS INC | COM | 524908100 | 5734 | 77630 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|-------------------------------|---------------|-----------|-------|---------|----|---------|---|
| LENNOX INTL INC | COM | 526107107 | 21772 | 950730 | SH | DEFINED | 6 |
| LENOX GROUP INC | COM | 526262100 | 706 | 116670 | SH | DEFINED | 6 |
| LEUCADIA NATL CORP | COM | 527288104 | 76 | 2920 | SH | DEFINED | 6 |
| LEVITT CORP | CL A | 52742P108 | 15112 | 1285031 | SH | DEFINED | 6 |
| LEXMARK INTL NEW | CL A | 529771107 | 6269 | 108731 | SH | DEFINED | 6 |
| LIFEPOINT HOSPITALS INC | COM | 53219L109 | 9720 | 275200 | SH | DEFINED | 6 |
| LILLY ELI & CO | COM | 532457108 | 10289 | 180500 | SH | DEFINED | 6 |
| LIMITED BRANDS INC | COM | 532716107 | 151 | 5700 | SH | DEFINED | 6 |
| LINCOLN NATL CORP IND | COM | 534187109 | 1671 | 26921 | SH | DEFINED | 6 |
| LITHIA MTRS INC | CL A | 536797103 | 6653 | 269130 | SH | DEFINED | 6 |
| LIZ CLAIBORNE INC | COM | 539320101 | 41631 | 1053675 | SH | DEFINED | 6 |
| LLOYDS TSB GROUP PLC | SPONSORED ADR | 539439109 | 1132 | 27950 | SH | DEFINED | 6 |
| LMI AEROSPACE INC | COM | 502079106 | 19 | 1000 | SH | DEFINED | 6 |
| LOEWS CORP | COM | 540424108 | 5737 | 157132 | SH | DEFINED | 6 |
| LONE STAR STEAKHOUSE SALOON | COM | 542307103 | 4061 | 146239 | SH | DEFINED | 6 |
| LOUISIANA PAC CORP | COM | 546347105 | 12942 | 689520 | SH | DEFINED | 6 |
| LSI LOGIC CORP | COM | 502161102 | 153 | 18580 | SH | DEFINED | 6 |
| LUBRIZOL CORP | COM | 549271104 | 26234 | 573680 | SH | DEFINED | 6 |
| LUCENT TECHNOLOGIES INC | COM | 549463107 | 112 | 47770 | SH | DEFINED | 6 |
| LYONDELL CHEMICAL CO | COM | 552078107 | 4602 | 181410 | SH | DEFINED | 6 |
| M & F WORLDWIDE CORP | COM | 552541104 | 1093 | 74385 | SH | DEFINED | 6 |
| M D C HLDGS INC | COM | 552676108 | 865 | 18632 | SH | DEFINED | 6 |
| MAF BANCORP INC | COM | 55261R108 | 24358 | 589914 | SH | DEFINED | 6 |
| MAGELLAN HEALTH SVCS INC | COM NEW | 559079207 | 27868 | 654182 | SH | DEFINED | 6 |
| MAINSOURCE FINANCIAL GP INC | COM | 56062Y102 | 3460 | 203887 | SH | DEFINED | 6 |
| MAIR HOLDINGS INC | COM | 560635104 | 1867 | 326960 | SH | DEFINED | 6 |
| MARATHON OIL CORP | COM | 565849106 | 673 | 8750 | SH | DEFINED | 6 |
| MARINEMAX INC | COM | 567908108 | 5009 | 196810 | SH | DEFINED | 6 |
| MARLIN BUSINESS SVCS CORP | COM | 571157106 | 1422 | 68040 | SH | DEFINED | 6 |
| MARSH & MCLENNAN COS INC | COM | 571748102 | 21135 | 750768 | SH | DEFINED | 6 |
| MARSHALL & ILSLEY CORP | COM | 571834100 | 335 | 6960 | SH | DEFINED | 6 |
| MARTIN MARIETTA MATLS INC | COM | 573284106 | 7836 | 92600 | SH | DEFINED | 6 |
| MASCO CORP | COM | 574599106 | 6917 | 252240 | SH | DEFINED | 6 |
| MATTEL INC | COM | 577081102 | 273 | 13840 | SH | DEFINED | 6 |
| MAUI LD & PINEAPPLE INC | COM | 577345101 | 1432 | 48280 | SH | DEFINED | 6 |
| MBIA INC | COM | 55262C100 | 681 | 11080 | SH | DEFINED | 6 |
| MBT FINL CORP | COM | 578877102 | 371 | 25033 | SH | DEFINED | 6 |
| MCDONALDS CORP | COM | 580135101 | 32934 | 848372 | SH | DEFINED | 6 |
| MCGRATH RENTCORP | COM | 580589109 | 23 | 887 | SH | DEFINED | 6 |
| MDU RES GROUP INC | COM | 552690109 | 8680 | 388540 | SH | DEFINED | 6 |
| MEADE INSTRUMENTS CORP | COM | 583062104 | 51 | 22800 | SH | DEFINED | 6 |
| MEADOWBROOK INS GROUP INC | COM | 58319P108 | 4901 | 435300 | SH | DEFINED | 6 |
| MEADWESTVACO CORP | COM | 583334107 | 2446 | 92275 | SH | DEFINED | 6 |
| MEDIACOM COMMUNICATIONS CORP | CL A | 58446K105 | 19734 | 2771649 | SH | DEFINED | 6 |
| MELLON FINL CORP | COM | 58551A108 | 342 | 8750 | SH | DEFINED | 6 |
| MERCANTILE BANKSHARES CORP | COM | 587405101 | 3 | 75 | SH | DEFINED | 6 |
| MERCHANTS BANCSHARES | COM | 588448100 | 1554 | 65750 | SH | DEFINED | 6 |
| MERCK & CO INC | COM | 589331107 | 43257 | 1032381 | SH | DEFINED | 6 |
| MERCURY GENL CORP NEW | COM | 589400100 | 15994 | 322390 | SH | DEFINED | 6 |
| MERIDIAN RESOURCE CORP | COM | 58977Q109 | 3287 | 1074130 | SH | DEFINED | 6 |
| MERRILL LYNCH & CO INC | COM | 590188108 | 80606 | 1030502 | SH | DEFINED | 6 |
| MESA AIR GROUP INC | COM | 590479101 | 4359 | 561670 | SH | DEFINED | 6 |
| METLIFE INC | COM | 59156R108 | 66966 | 1181477 | SH | DEFINED | 6 |
| MEXCO ENERGY CORP | COM | 592770101 | 21 | 3400 | SH | DEFINED | 6 |
| MGIC INVT CORP WIS | COM | 552848103 | 524 | 8740 | SH | DEFINED | 6 |
| MICRON TECHNOLOGY INC | COM | 595112103 | 822 | 47220 | SH | DEFINED | 6 |
| MICROSOFT CORP | COM | 594918104 | 9010 | 335723 | SH | DEFINED | 6 |
| MIDAS GROUP INC | COM | 595626102 | 12423 | 600735 | SH | DEFINED | 6 |
| MIDLAND CO | COM | 597486109 | 8396 | 193824 | SH | DEFINED | 6 |
| MILLEA HOLDINGS INC | ADR | 60032R106 | 50930 | 575226 | SH | DEFINED | 6 |
| MILLENNIUM PHARMACEUTICALS I | COM | 599902103 | 41 | 4120 | SH | DEFINED | 6 |
| MINITUBISHI UFJ FINL GROUP IN | SPONSORED ADR | 606822104 | 49986 | 4001154 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------------|-----------|--------|----------|----|---------|---|
| MITY ENTERPRISES INC | COM | 606850105 | 702 | 38580 | SH | DEFINED | 6 |
| MODINE MFG CO | COM | 607828100 | 14113 | 580046 | SH | DEFINED | 6 |
| MOHAWK INDS INC | COM | 608190104 | 54 | 720 | SH | DEFINED | 6 |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 8 | 120 | SH | DEFINED | 6 |
| MORGAN STANLEY | COM NEW | 617446448 | 111903 | 1539691 | SH | DEFINED | 6 |
| MOSAIC CO | COM | 61945A107 | 80 | 4720 | SH | DEFINED | 6 |
| MURPHY OIL CORP | COM | 626717102 | 13343 | 280600 | SH | DEFINED | 6 |
| NACCO INDS INC | CL A | 629579103 | 13678 | 100638 | SH | DEFINED | 6 |
| NASH FINCH CO | COM | 631158102 | 26283 | 1117005 | SH | DEFINED | 6 |
| NATIONAL CITY CORP | COM | 635405103 | 648 | 17700 | SH | DEFINED | 6 |
| NATIONAL FUEL GAS CO N J | COM | 636180101 | 19066 | 524500 | SH | DEFINED | 6 |
| NATIONAL HOME HEALTH CARE CO | COM | 636380107 | 624 | 63803 | SH | DEFINED | 6 |
| NATIONAL INTERSTATE CORP | COM | 63654U100 | 1413 | 57445 | SH | DEFINED | 6 |
| NATIONAL MED HEALTH CARD SYS | COM NEW | 636918302 | 595 | 38270 | SH | DEFINED | 6 |
| NATIONAL PENN BANCSHARES INC | COM | 637138108 | 1603 | 81718 | SH | DEFINED | 6 |
| NATIONAL WESTN LIFE INS CO | CL A | 638522102 | 8676 | 37741 | SH | DEFINED | 6 |
| NATIONWIDE FINL SVCS INC | CL A | 638612101 | 7755 | 161230 | SH | DEFINED | 6 |
| NAVISTAR INTL CORP NEW | COM | 63934E108 | 29470 | 1141360 | SH | DEFINED | 6 |
| NBT BANCORP INC | COM | 628778102 | 17019 | 731674 | SH | DEFINED | 6 |
| NBTY INC | COM | 628782104 | 3553 | 121400 | SH | DEFINED | 6 |
| NCI BUILDING SYS INC | COM | 628852105 | 25329 | 435431 | SH | DEFINED | 6 |
| NCO GROUP INC | COM | 628858102 | 745 | 28430 | SH | DEFINED | 6 |
| NEENAH PAPER INC | COM | 640079109 | 20122 | 587865 | SH | DEFINED | 6 |
| NEKTAR THERAPEUTICS | COM | 640268108 | 450 | 31200 | SH | DEFINED | 6 |
| NELNET INC | CL A | 64031N108 | 2668 | 86800 | SH | DEFINED | 6 |
| NESS TECHNOLOGIES INC | COM | 64104X108 | 15908 | 1191616 | SH | DEFINED | 6 |
| NEW JERSEY RES | COM | 646025106 | 20144 | 408610 | SH | DEFINED | 6 |
| NEW YORK & CO INC | COM | 649295102 | 4562 | 348800 | SH | DEFINED | 6 |
| NEW YORK CMNTY BANCORP INC | COM | 649445103 | 225 | 13715 | SH | DEFINED | 6 |
| NEW YORK TIMES CO | CL A | 650111107 | 5880 | 255890 | SH | DEFINED | 6 |
| NEWALLIANCE BANCSHARES INC | COM | 650203102 | 4654 | 317700 | SH | DEFINED | 6 |
| NEWELL RUBBERMAID INC | COM | 651229106 | 24667 | 871000 | SH | DEFINED | 6 |
| NEWFIELD EXPL CO | COM | 651290108 | 63 | 1640 | SH | DEFINED | 6 |
| NEWS CORP | CL B | 65248E203 | 8226 | 410218 | SH | DEFINED | 6 |
| NEWS CORP | CL A | 65248E104 | 956 | 48660 | SH | DEFINED | 6 |
| NICOR INC | COM | 654086107 | 1678 | 39240 | SH | DEFINED | 6 |
| NISOURCE INC | COM | 65473P105 | 498 | 22890 | SH | DEFINED | 6 |
| NN INC | COM | 629337106 | 2538 | 214564 | SH | DEFINED | 6 |
| NOBLE INTL LTD | COM | 655053106 | 77 | 6150 | SH | DEFINED | 6 |
| NOKIA CORP | SPONSORED ADR | 654902204 | 86629 | 4441869 | SH | DEFINED | 6 |
| NOMURA HLDGS INC | SPONSORED ADR | 65535H208 | 40360 | 2346396 | SH | DEFINED | 6 |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 8 | 180 | SH | DEFINED | 6 |
| NORTEL NETWORKS CORP NEW | COM | 656568102 | 38425 | 16706558 | SH | DEFINED | 6 |
| NORTH CENT BANCSHARES INC | COM | 658418108 | 412 | 10090 | SH | DEFINED | 6 |
| NORTH FORK BANCORPORATION NY | COM | 659424105 | 166 | 5800 | SH | DEFINED | 6 |
| NORTH PITTSBURGH SYS INC | COM | 661562108 | 782 | 31058 | SH | DEFINED | 6 |
| NORTH VALLEY BANCORP | COM | 66304M105 | 1574 | 89231 | SH | DEFINED | 6 |
| NORTHEAST UTILS | COM | 664397106 | 3559 | 152960 | SH | DEFINED | 6 |
| NORTHRIM BANCORP INC | COM | 666762109 | 5409 | 205735 | SH | DEFINED | 6 |
| NORTHROP GRUMMAN CORP | COM | 666807102 | 568 | 8344 | SH | DEFINED | 6 |
| NORTHWEST PIPE CO | COM | 667746101 | 2778 | 92597 | SH | DEFINED | 6 |
| NOVARTIS A G | SPONSORED ADR | 66987V109 | 72737 | 1270470 | SH | DEFINED | 6 |
| NOVELL INC | COM | 670006105 | 95 | 15500 | SH | DEFINED | 6 |
| NOVELLUS SYS INC | COM | 670008101 | 59 | 2130 | SH | DEFINED | 6 |
| NOVO-NORDISK A S | ADR | 670100205 | 37325 | 513797 | SH | DEFINED | 6 |
| NRG ENERGY INC | COM NEW | 629377508 | 15306 | 341141 | SH | DEFINED | 6 |
| NSTAR | COM | 67019E107 | 31655 | 948880 | SH | DEFINED | 6 |
| NTL INC DEL | COM | 62941W101 | 13555 | 533016 | SH | DEFINED | 6 |
| NTT DOCOMO INC | SPONS ADR | 62942M201 | 980 | 63575 | SH | DEFINED | 6 |
| NUCOR CORP | COM | 670346105 | 8 | 160 | SH | DEFINED | 6 |
| NUTRACEUTICAL INTL CORP | COM | 67060Y101 | 1678 | 122850 | SH | DEFINED | 6 |
| NYMAGIC INC | COM | 629484106 | 3579 | 112910 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------------|-----------|-------|---------|----|---------|---|
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 152 | 3160 | SH | DEFINED | 6 |
| OCEANFIRST FINL CORP | COM | 675234108 | 4148 | 193373 | SH | DEFINED | 6 |
| ODYSSEY RE HLDGS CORP | COM | 67612W108 | 55091 | 1630880 | SH | DEFINED | 6 |
| OFFICEMAX INC DEL | COM | 67622P101 | 127 | 3120 | SH | DEFINED | 6 |
| OGE ENERGY CORP | COM | 670837103 | 24061 | 666340 | SH | DEFINED | 6 |
| OHIO CAS CORP | COM | 677240103 | 29044 | 1122677 | SH | DEFINED | 6 |
| OILGEAR CO | COM | 678042102 | 295 | 19990 | SH | DEFINED | 6 |
| OLD POINT FINL CORP | COM | 680194107 | 168 | 5811 | SH | DEFINED | 6 |
| OLD REP INTL CORP | COM | 680223104 | 3655 | 165025 | SH | DEFINED | 6 |
| OLIN CORP | COM PAR \$1 | 680665205 | 25524 | 1661740 | SH | DEFINED | 6 |
| OMEGA NAVIGATION ENTERPRISES | CLASS A | Y6476R105 | 35 | 2300 | SH | DEFINED | 6 |
| OMI CORP NEW | COM | Y6476W104 | 19844 | 914025 | SH | DEFINED | 6 |
| OMNICARE INC | COM | 681904108 | 840 | 19500 | SH | DEFINED | 6 |
| OMNIVISION TECHNOLOGIES INC | COM | 682128103 | 30629 | 2146368 | SH | DEFINED | 6 |
| ONEOK INC NEW | COM | 682680103 | 8615 | 227980 | SH | DEFINED | 6 |
| OPENWAVE SYS INC | COM NEW | 683718308 | 16712 | 1785405 | SH | DEFINED | 6 |
| ORACLE CORP | COM | 68389X105 | 1219 | 68700 | SH | DEFINED | 6 |
| ORIENTAL FINL GROUP INC | COM | 68618W100 | 3790 | 317941 | SH | DEFINED | 6 |
| ORIX CORP | SPONSORED ADR | 686330101 | 443 | 3210 | SH | DEFINED | 6 |
| OTTER TAIL CORP | COM | 689648103 | 2789 | 95370 | SH | DEFINED | 6 |
| OUTDOOR CHANNEL HLDGS INC | COM NEW | 690027206 | 32 | 2984 | SH | DEFINED | 6 |
| OVERLAND STORAGE INC | COM | 690310107 | 54 | 8405 | SH | DEFINED | 6 |
| OWENS ILL INC | COM NEW | 690768403 | 23371 | 1515655 | SH | DEFINED | 6 |
| PAB BANKSHARES INC | COM | 69313P101 | 2327 | 117184 | SH | DEFINED | 6 |
| PACIFIC CAP BANCORP NEW | COM | 69404P101 | 7213 | 267450 | SH | DEFINED | 6 |
| PACIFIC SUNWEAR CALIF INC | COM | 694873100 | 26526 | 1759040 | SH | DEFINED | 6 |
| PALM INC NEW | COM | 696643105 | 3644 | 252445 | SH | DEFINED | 6 |
| PAR TECHNOLOGY CORP | COM | 698884103 | 1344 | 148140 | SH | DEFINED | 6 |
| PARK NATL CORP | COM | 700658107 | 6145 | 61390 | SH | DEFINED | 6 |
| PARKER HANNIFIN CORP | COM | 701094104 | 118 | 1520 | SH | DEFINED | 6 |
| PARKVALE FINL CORP | COM | 701492100 | 2028 | 63285 | SH | DEFINED | 6 |
| PATHMARK STORES INC NEW | COM | 70322A101 | 6069 | 609977 | SH | DEFINED | 6 |
| PEARSON PLC | SPONSORED ADR | 705015105 | 11898 | 837660 | SH | DEFINED | 6 |
| PENNEY J C INC | COM | 708160106 | 5469 | 79970 | SH | DEFINED | 6 |
| PENNS WOODS BANCORP INC | COM | 708430103 | 1597 | 41795 | SH | DEFINED | 6 |
| PEOPLES BANCORP INC | COM | 709789101 | 4680 | 160123 | SH | DEFINED | 6 |
| PEOPLES ENERGY CORP | COM | 711030106 | 11068 | 272280 | SH | DEFINED | 6 |
| PEPCO HOLDINGS INC | COM | 713291102 | 286 | 11840 | SH | DEFINED | 6 |
| PEPSI BOTTLING GROUP INC | COM | 713409100 | 114 | 3220 | SH | DEFINED | 6 |
| PEPSIAMERICAS INC | COM | 71343P200 | 86 | 4010 | SH | DEFINED | 6 |
| PEPSICO INC | COM | 713448108 | 458 | 7020 | SH | DEFINED | 6 |
| PERCEPTRON INC | COM | 71361F100 | 34 | 4000 | SH | DEFINED | 6 |
| PERKINELMER INC | COM | 714046109 | 43 | 2250 | SH | DEFINED | 6 |
| PERVASIVE SOFTWARE INC | COM | 715710109 | 27 | 7132 | SH | DEFINED | 6 |
| PETCO ANIMAL SUPPLIES | COM NEW | 716016209 | 6422 | 224300 | SH | DEFINED | 6 |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V101 | 415 | 5550 | SH | DEFINED | 6 |
| PFF BANCORP INC | COM | 69331W104 | 9896 | 267180 | SH | DEFINED | 6 |
| PFIZER INC | COM | 717081103 | 93050 | 3287639 | SH | DEFINED | 6 |
| PG&E CORP | COM | 69331C108 | 5835 | 140090 | SH | DEFINED | 6 |
| PHARMANET DEV GROUP INC | COM | 717148100 | 34964 | 1799467 | SH | DEFINED | 6 |
| PHOENIX COS INC NEW | COM | 71902E109 | 7712 | 550890 | SH | DEFINED | 6 |
| PHOTRONICS INC | COM | 719405102 | 6589 | 466318 | SH | DEFINED | 6 |
| PINNACLE WEST CAP CORP | COM | 723484101 | 277 | 6150 | SH | DEFINED | 6 |
| PITNEY BOWES INC | COM | 724479100 | 2481 | 55905 | SH | DEFINED | 6 |
| PLANTRONICS INC NEW | COM | 727493108 | 13387 | 763690 | SH | DEFINED | 6 |
| PLATINUM UNDERWRITER HLDGS L | COM | G7127P100 | 11344 | 367975 | SH | DEFINED | 6 |
| PMI GROUP INC | COM | 69344M101 | 1859 | 42430 | SH | DEFINED | 6 |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 3284 | 45340 | SH | DEFINED | 6 |
| POGO PRODUCING CO | COM | 730448107 | 17038 | 416060 | SH | DEFINED | 6 |
| POLARIS INDS INC | COM | 731068102 | 21361 | 519100 | SH | DEFINED | 6 |
| POLYONE CORP | COM | 73179P106 | 16375 | 1965768 | SH | DEFINED | 6 |
| POPULAR INC | COM | 733174106 | 38 | 1980 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------------|-----------|-------|---------|----|---------|---|
| PORTALPLAYER INC | COM | 736187204 | 517 | 45870 | SH | DEFINED | 6 |
| POSCO | SPONSORED ADR | 693483109 | 1030 | 15865 | SH | DEFINED | 6 |
| PPG INDS INC | COM | 693506107 | 32354 | 482320 | SH | DEFINED | 6 |
| PPL CORP | COM | 69351T106 | 765 | 23250 | SH | DEFINED | 6 |
| PRAXAIR INC | COM | 74005P104 | 2953 | 49916 | SH | DEFINED | 6 |
| PRE PAID LEGAL SVCS INC | COM | 740065107 | 11500 | 289890 | SH | DEFINED | 6 |
| PREMIERE GLOBAL SVCS INC | COM | 740585104 | 8641 | 995530 | SH | DEFINED | 6 |
| PREMIUM STD FARMS INC | COM | 74060C105 | 3576 | 187740 | SH | DEFINED | 6 |
| PRESIDENTIAL LIFE CORP | COM | 740884101 | 10802 | 482875 | SH | DEFINED | 6 |
| PRINCIPAL FINANCIAL GROUP IN | COM | 74251V102 | 903 | 16630 | SH | DEFINED | 6 |
| PROCENTURY CORP | COM | 74268T108 | 2421 | 161427 | SH | DEFINED | 6 |
| PROGRESS ENERGY INC | COM | 743263105 | 1030 | 22707 | SH | DEFINED | 6 |
| PROTECTIVE LIFE CORP | COM | 743674103 | 24423 | 533840 | SH | DEFINED | 6 |
| PROVIDENT BANKSHARES CORP | COM | 743859100 | 13141 | 354694 | SH | DEFINED | 6 |
| PRUDENTIAL FINL INC | COM | 744320102 | 450 | 5900 | SH | DEFINED | 6 |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 22879 | 373900 | SH | DEFINED | 6 |
| PUBLICIS S A NEW | SPONSORED ADR | 74463M106 | 2559 | 64665 | SH | DEFINED | 6 |
| PUGET ENERGY INC NEW | COM | 745310102 | 33572 | 1477010 | SH | DEFINED | 6 |
| PULTE HOMES INC | COM | 745867101 | 85 | 2660 | SH | DEFINED | 6 |
| R H DONNELLEY CORP | COM NEW | 74955W307 | 19696 | 372332 | SH | DEFINED | 6 |
| RADIAN GROUP INC | COM | 750236101 | 77 | 1290 | SH | DEFINED | 6 |
| RAILAMERICA INC | COM | 750753105 | 4631 | 424120 | SH | DEFINED | 6 |
| RAYTHEON CO | COM NEW | 755111507 | 66632 | 1387880 | SH | DEFINED | 6 |
| RCM TECHNOLOGIES INC | COM NEW | 749360400 | 49 | 9700 | SH | DEFINED | 6 |
| REALOGY CORP | COM | 75605E100 | 0 | 22 | SH | DEFINED | 6 |
| REED ELSEVIER P L C | SPONSORED ADR | 758205108 | 923 | 20735 | SH | DEFINED | 6 |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 836 | 22724 | SH | DEFINED | 6 |
| REINHOLD INDS INC N Y | CL A | 75935A109 | 35 | 2815 | SH | DEFINED | 6 |
| REINSURANCE GROUP AMER INC | COM | 759351109 | 26562 | 511490 | SH | DEFINED | 6 |
| RELIANT ENERGY INC | COM | 75952B105 | 60351 | 4902566 | SH | DEFINED | 6 |
| RENAISSANCERE HOLDINGS LTD | COM | G7496G103 | 14389 | 258800 | SH | DEFINED | 6 |
| RENASANT CORP | COM | 75970E107 | 2592 | 92340 | SH | DEFINED | 6 |
| RENT A CTR INC NEW | COM | 76009N100 | 69582 | 2375623 | SH | DEFINED | 6 |
| REPSOL YPF S A | SPONSORED ADR | 76026T205 | 1795 | 60170 | SH | DEFINED | 6 |
| REPUBLIC AWYS HLDGS INC | COM | 760276105 | 9648 | 621660 | SH | DEFINED | 6 |
| REPUBLIC BANCORP INC | COM | 760282103 | 25638 | 1923328 | SH | DEFINED | 6 |
| REPUBLIC FIRST BANCORP INC | COM | 760416107 | 797 | 60089 | SH | DEFINED | 6 |
| RESOURCE AMERICA INC | CL A | 761195205 | 8166 | 392577 | SH | DEFINED | 6 |
| RESOURCE CAP CORP | COM | 76120W302 | 4091 | 264800 | SH | DEFINED | 6 |
| REX STORES CORP | COM | 761624105 | 3046 | 215998 | SH | DEFINED | 6 |
| REYNOLDS AMERICAN INC | COM | 761713106 | 12 | 200 | SH | DEFINED | 6 |
| RF MICRODEVICES INC | COM | 749941100 | 630 | 83055 | SH | DEFINED | 6 |
| ROCK-TENN CO | CL A | 772739207 | 14209 | 717647 | SH | DEFINED | 6 |
| ROCKY BRANDS INC | COM | 774515100 | 669 | 55870 | SH | DEFINED | 6 |
| ROHM & HAAS CO | COM | 775371107 | 277 | 5840 | SH | DEFINED | 6 |
| ROYAL & SUN ALLIANCE INS | SPON ADR NEW | 78004V202 | 27914 | 2040305 | SH | DEFINED | 6 |
| ROYAL DUTCH SHELL PLC | SPONS ADR A | 780259206 | 24820 | 381014 | SH | DEFINED | 6 |
| RUBY TUESDAY INC | COM | 781182100 | 3509 | 124470 | SH | DEFINED | 6 |
| RUDDICK CORP | COM | 781258108 | 28267 | 1085930 | SH | DEFINED | 6 |
| RUSS BERRIE & CO | COM | 782233100 | 1422 | 93300 | SH | DEFINED | 6 |
| RYANAIR HLDGS PLC | SPONSORED ADR | 783513104 | 99994 | 1595508 | SH | DEFINED | 6 |
| RYANS RESTAURANT GROUP INC | COM | 783520109 | 5283 | 332890 | SH | DEFINED | 6 |
| RYDER SYS INC | COM | 783549108 | 21060 | 407510 | SH | DEFINED | 6 |
| S & T BANCORP INC | COM | 783859101 | 1652 | 50829 | SH | DEFINED | 6 |
| SABRE HLDGS CORP | CL A | 785905100 | 72192 | 3086466 | SH | DEFINED | 6 |
| SAFECO CORP | COM | 786429100 | 344 | 5840 | SH | DEFINED | 6 |
| SAFETY INS GROUP INC | COM | 78648T100 | 17123 | 351890 | SH | DEFINED | 6 |
| SAFEWAY INC | COM NEW | 786514208 | 5897 | 194285 | SH | DEFINED | 6 |
| SAGA COMMUNICATIONS | CL A | 786598102 | 436 | 56304 | SH | DEFINED | 6 |
| SAKS INC | COM | 79377W108 | 126 | 7290 | SH | DEFINED | 6 |
| SANMINA SCI CORP | COM | 800907107 | 79 | 21010 | SH | DEFINED | 6 |
| SANOFI AVENTIS | SPONSORED ADR | 80105N105 | 36856 | 850525 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|----------------|-----------|-------|---------|----|---------|---|
| SAPPI LTD | SPON ADR NEW | 803069202 | 25363 | 1992334 | SH | DEFINED | 6 |
| SARA LEE CORP | COM | 803111103 | 535 | 33280 | SH | DEFINED | 6 |
| SCANA CORP NEW | COM | 80589M102 | 285 | 7070 | SH | DEFINED | 6 |
| SCHIFF NUTRITION INTL INC | COM | 806693107 | 945 | 135740 | SH | DEFINED | 6 |
| SCHOLASTIC CORP | COM | 807066105 | 11658 | 374261 | SH | DEFINED | 6 |
| SEABRIGHT INSURANCE HLDGS IN | COM | 811656107 | 2849 | 203910 | SH | DEFINED | 6 |
| SEAGATE TECHNOLOGY | SHS | G7945J104 | 14653 | 634573 | SH | DEFINED | 6 |
| SEARS HLDGS CORP | COM | 812350106 | 7 | 47 | SH | DEFINED | 6 |
| SEMPRA ENERGY | COM | 816851109 | 678 | 13490 | SH | DEFINED | 6 |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 25924 | 1324670 | SH | DEFINED | 6 |
| SERVICE CORP INTL | COM | 817565104 | 13 | 1410 | SH | DEFINED | 6 |
| SHAW COMMUNICATIONS INC | CL B CONV | 82028K200 | 2417 | 80519 | SH | DEFINED | 6 |
| SHERWIN WILLIAMS CO | COM | 824348106 | 9156 | 164150 | SH | DEFINED | 6 |
| SHIRE PLC | SPONSORED ADR | 82481R106 | 163 | 3300 | SH | DEFINED | 6 |
| SIEMENS A G | SPONSORED ADR | 826197501 | 38211 | 450147 | SH | DEFINED | 6 |
| SIERRA BANCORP | COM | 82620P102 | 1831 | 58588 | SH | DEFINED | 6 |
| SIERRA PAC RES NEW | COM | 826428104 | 34 | 2340 | SH | DEFINED | 6 |
| SIGMATRON INTL INC | COM | 82661L101 | 444 | 53276 | SH | DEFINED | 6 |
| SILGAN HOLDINGS INC | COM | 827048109 | 53073 | 1413021 | SH | DEFINED | 6 |
| SILICON MOTION TECHNOLOGY CO | SPONSORED ADR | 82706C108 | 48015 | 2939035 | SH | DEFINED | 6 |
| SILICONWARE PRECISION INDS L | SPONSD ADR SPL | 827084864 | 31976 | 5467666 | SH | DEFINED | 6 |
| SIMMONS 1ST NATL CORP | CL A \$1 PAR | 828730200 | 4583 | 157990 | SH | DEFINED | 6 |
| SIMPSON MANUFACTURING CO INC | COM | 829073105 | 5484 | 202900 | SH | DEFINED | 6 |
| SK TELECOM LTD | SPONSORED ADR | 78440P108 | 84102 | 3599705 | SH | DEFINED | 6 |
| SKY FINL GROUP INC | COM | 83080P103 | 16079 | 645747 | SH | DEFINED | 6 |
| SKYWEST INC | COM | 830879102 | 24023 | 979711 | SH | DEFINED | 6 |
| SMART & FINAL INC | COM | 831683107 | 807 | 47295 | SH | DEFINED | 6 |
| SMITH & NEPHEW PLC | SPDN ADR NEW | 83175M205 | 987 | 21546 | SH | DEFINED | 6 |
| SMITHFIELD FOODS INC | COM | 832248108 | 31280 | 1157640 | SH | DEFINED | 6 |
| SMUCKER J M CO | COM NEW | 832696405 | 5147 | 107350 | SH | DEFINED | 6 |
| SMURFIT-STONE CONTAINER CORP | COM | 832727101 | 85 | 7610 | SH | DEFINED | 6 |
| SOLECTRON CORP | COM | 834182107 | 86 | 26270 | SH | DEFINED | 6 |
| SONIC AUTOMOTIVE INC | CL A | 83545G102 | 18629 | 806780 | SH | DEFINED | 6 |
| SONY CORP | ADR NEW | 835699307 | 45689 | 1158988 | SH | DEFINED | 6 |
| SOURCE INTERLINK COS INC | COM NEW | 836151209 | 8328 | 876608 | SH | DEFINED | 6 |
| SOUTH JERSEY INDS INC | COM | 838518108 | 3784 | 126520 | SH | DEFINED | 6 |
| SOUTHERN CO | COM | 842587107 | 600 | 17400 | SH | DEFINED | 6 |
| SOUTHERN UN CO NEW | COM | 844030106 | 35 | 1330 | SH | DEFINED | 6 |
| SOUTHWEST AIRLS CO | COM | 844741108 | 356 | 21350 | SH | DEFINED | 6 |
| SOUTHWEST BANCORP INC OKLA | COM | 844767103 | 2823 | 109340 | SH | DEFINED | 6 |
| SOVEREIGN BANCORP INC | COM | 845905108 | 124 | 5745 | SH | DEFINED | 6 |
| SPECTRALINK CORP | COM | 847580107 | 7155 | 871425 | SH | DEFINED | 6 |
| SPECTRUM BRANDS INC | COM | 84762L105 | 8209 | 972640 | SH | DEFINED | 6 |
| SPEEDWAY MOTORSPORTS INC | COM | 847788106 | 14304 | 392850 | SH | DEFINED | 6 |
| SPRINT NEXTEL CORP | COM FON | 852061100 | 5215 | 304089 | SH | DEFINED | 6 |
| SPX CORP | COM | 784635104 | 9897 | 185200 | SH | DEFINED | 6 |
| ST JOE CO | COM | 790148100 | 982 | 17900 | SH | DEFINED | 6 |
| ST PAUL TRAVELERS INC | COM | 792860108 | 51425 | 1096708 | SH | DEFINED | 6 |
| STAGE STORES INC | COM NEW | 85254C305 | 22250 | 758366 | SH | DEFINED | 6 |
| STANCORP FINL GROUP INC | COM | 852891100 | 14235 | 318960 | SH | DEFINED | 6 |
| STANDARD MICROSYSTEMS CORP | COM | 853626109 | 20 | 700 | SH | DEFINED | 6 |
| STANDARD PAC CORP NEW | COM | 85375C101 | 5336 | 227080 | SH | DEFINED | 6 |
| STANDEX INTL CORP | COM | 854231107 | 5605 | 201030 | SH | DEFINED | 6 |
| STANLEY FURNITURE INC | COM NEW | 854305208 | 3256 | 152800 | SH | DEFINED | 6 |
| STANLEY WKS | COM | 854616109 | 1645 | 32990 | SH | DEFINED | 6 |
| STEAK N SHAKE CO | COM | 857873103 | 2245 | 132910 | SH | DEFINED | 6 |
| STEELCASE INC | CL A | 858155203 | 142 | 9070 | SH | DEFINED | 6 |
| STEINWAY MUSICAL INSTRS INC | COM | 858495104 | 666 | 23770 | SH | DEFINED | 6 |
| STERLING FINL CORP WASH | COM | 859319105 | 823 | 25382 | SH | DEFINED | 6 |
| STEWART INFORMATION SVCS COR | COM | 860372101 | 9509 | 273470 | SH | DEFINED | 6 |
| STONE ENERGY CORP | COM | 861642106 | 37012 | 914340 | SH | DEFINED | 6 |
| STRATTEC SEC CORP | COM | 863111100 | 2424 | 63220 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|----------------|-----------|-------|---------|----|---------|---|
| SUMMA INDS | COM | 86562T105 | 849 | 57341 | SH | DEFINED | 6 |
| SUN MICROSYSTEMS INC | COM | 866810104 | 7040 | 1458113 | SH | DEFINED | 6 |
| SUNOCO INC | COM | 86764P109 | 179 | 2880 | SH | DEFINED | 6 |
| SUNTRUST BKS INC | COM | 867914103 | 676 | 8750 | SH | DEFINED | 6 |
| SUPERIOR ESSEX INC | COM | 86815V105 | 1033 | 30155 | SH | DEFINED | 6 |
| SUPERVALU INC | COM | 868536103 | 332 | 11209 | SH | DEFINED | 6 |
| SUPPORTSOFT INC | COM | 868587106 | 37 | 8500 | SH | DEFINED | 6 |
| SUPREME INDS INC | CL A | 868607102 | 924 | 139570 | SH | DEFINED | 6 |
| SUREWEST COMMUNICATIONS | COM | 868733106 | 27 | 1400 | SH | DEFINED | 6 |
| SUSQUEHANNA BANCSHARES INC P | COM | 869099101 | 14593 | 597078 | SH | DEFINED | 6 |
| SWIFT TRANSN CO | COM | 870756103 | 9368 | 394933 | SH | DEFINED | 6 |
| SWS GROUP INC | COM | 78503N107 | 3644 | 146420 | SH | DEFINED | 6 |
| SYMANTEC CORP | COM | 871503108 | 209 | 9800 | SH | DEFINED | 6 |
| SYNERON MEDICAL LTD | ORD SHS | M87245102 | 10714 | 463794 | SH | DEFINED | 6 |
| SYNNEX CORP | COM | 87162W100 | 11430 | 496750 | SH | DEFINED | 6 |
| SYNOPSIS INC | COM | 871607107 | 11245 | 570210 | SH | DEFINED | 6 |
| SYNOVUS FINL CORP | COM | 87161C105 | 87 | 2950 | SH | DEFINED | 6 |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 2463 | 256484 | SH | DEFINED | 6 |
| TALBOTS INC | COM | 874161102 | 8616 | 316200 | SH | DEFINED | 6 |
| TALK AMERICA HLDGS INC | COM NEW | 87426R202 | 1066 | 112212 | SH | DEFINED | 6 |
| TARGET CORP | COM | 87612E106 | 53752 | 972892 | SH | DEFINED | 6 |
| TAYLOR CAP GROUP INC | COM | 876851106 | 3179 | 107582 | SH | DEFINED | 6 |
| TCF FINL CORP | COM | 872275102 | 6311 | 240040 | SH | DEFINED | 6 |
| TD BANKNORTH INC | COM | 87235A101 | 76 | 2644 | SH | DEFINED | 6 |
| TECH DATA CORP | COM | 878237106 | 141 | 3870 | SH | DEFINED | 6 |
| TECHNIP NEW | SPONSORED ADR | 878546209 | 31247 | 563287 | SH | DEFINED | 6 |
| TECHNOLOGY RESH CORP | COM NEW | 878727304 | 145 | 34196 | SH | DEFINED | 6 |
| TECO ENERGY INC | COM | 872375100 | 22706 | 1450880 | SH | DEFINED | 6 |
| TELEFLEX INC | COM | 879369106 | 473 | 8500 | SH | DEFINED | 6 |
| TELEFONICA S A | SPONSORED ADR | 879382208 | 1546 | 29842 | SH | DEFINED | 6 |
| TELEPHONE & DATA SYS INC | COM | 879433100 | 130 | 3090 | SH | DEFINED | 6 |
| TELEPHONE & DATA SYS INC | SPL COM | 879433860 | 78 | 1900 | SH | DEFINED | 6 |
| TELLABS INC | COM | 879664100 | 4457 | 406700 | SH | DEFINED | 6 |
| TEMPLE INLAND INC | COM | 879868107 | 1717 | 42805 | SH | DEFINED | 6 |
| TEMPUR PEDIC INTL INC | COM | 88023U101 | 39306 | 2289220 | SH | DEFINED | 6 |
| TENET HEALTHCARE CORP | COM | 88033G100 | 7415 | 910905 | SH | DEFINED | 6 |
| TESSCO TECHNOLOGIES INC | COM | 872386107 | 2296 | 77944 | SH | DEFINED | 6 |
| TEXTRON INC | COM | 883203101 | 47899 | 547419 | SH | DEFINED | 6 |
| THERMO ELECTRON CORP | COM | 883556102 | 331 | 8410 | SH | DEFINED | 6 |
| TIDEWATER INC | COM | 886423102 | 23109 | 526475 | SH | DEFINED | 6 |
| TIFFANY & CO NEW | COM | 886547108 | 14018 | 425722 | SH | DEFINED | 6 |
| TIMBERLAND BANCORP INC | COM | 887098101 | 1495 | 42600 | SH | DEFINED | 6 |
| TIMBERLAND CO | CL A | 887100105 | 29797 | 1035700 | SH | DEFINED | 6 |
| TIME WARNER INC | COM | 887317105 | 680 | 37300 | SH | DEFINED | 6 |
| TIMKEN CO | COM | 887389104 | 15239 | 511720 | SH | DEFINED | 6 |
| TJX COS INC NEW | COM | 872540109 | 328 | 11700 | SH | DEFINED | 6 |
| TORCHMARK CORP | COM | 891027104 | 9827 | 155720 | SH | DEFINED | 6 |
| TOTAL S A | SPONSORED ADR | 89151E109 | 3220 | 48831 | SH | DEFINED | 6 |
| TOYOTA MOTOR CORP | SP ADR REP2COM | 892331307 | 27504 | 252560 | SH | DEFINED | 6 |
| TRAFFIC COM INC | COM | 892717109 | 34 | 6800 | SH | DEFINED | 6 |
| TRANSATLANTIC HLDGS INC | COM | 893521104 | 149 | 2460 | SH | DEFINED | 6 |
| TRANSOCEAN INC | ORD | G90078109 | 16537 | 225815 | SH | DEFINED | 6 |
| TRIAD GTY INC | COM | 895925105 | 18491 | 361356 | SH | DEFINED | 6 |
| TRIAD HOSPITALS INC | COM | 89579K109 | 6917 | 157090 | SH | DEFINED | 6 |
| TRIBUNE CO NEW | COM | 896047107 | 467 | 14260 | SH | DEFINED | 6 |
| TRICO BANCSHARES | COM | 896095106 | 1413 | 57111 | SH | DEFINED | 6 |
| TRINITY INDS INC | COM | 896522109 | 203 | 6300 | SH | DEFINED | 6 |
| TRONOX INC | COM CL B | 897051207 | 893 | 69926 | SH | DEFINED | 6 |
| TRUSTCO BK CORP N Y | COM | 898349105 | 2382 | 219700 | SH | DEFINED | 6 |
| TRUSTMARK CORP | COM | 898402102 | 37222 | 1184273 | SH | DEFINED | 6 |
| TRW AUTOMOTIVE HLDGS CORP | COM | 87264S106 | 20351 | 845490 | SH | DEFINED | 6 |
| TSR INC | COM | 872885108 | 291 | 70600 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|----------------|-----------|-------|---------|----|---------|---|
| TUESDAY MORNING CORP | COM NEW | 899035505 | 12588 | 906930 | SH | DEFINED | 6 |
| TUPPERWARE BRANDS CORP | COM | 899896104 | 31979 | 1643340 | SH | DEFINED | 6 |
| TXU CORP | COM | 873168108 | 688 | 11000 | SH | DEFINED | 6 |
| TYCO INTL LTD NEW | COM | 902124106 | 347 | 12400 | SH | DEFINED | 6 |
| TYSON FOODS INC | CL A | 902494103 | 216 | 13620 | SH | DEFINED | 6 |
| U S CONCRETE INC | COM | 90333L102 | 1845 | 283367 | SH | DEFINED | 6 |
| UAP HLDG CORP | COM | 903441103 | 2022 | 94600 | SH | DEFINED | 6 |
| UMB FINL CORP | COM | 902788108 | 3467 | 94804 | SH | DEFINED | 6 |
| UNIBANCO-UNIAO DE BANCOS BRA | GDR REP PFD UT | 90458E107 | 270 | 3645 | SH | DEFINED | 6 |
| UNICO AMERN CORP | COM | 904607108 | 591 | 57088 | SH | DEFINED | 6 |
| UNIFIRST CORP MASS | COM | 904708104 | 1886 | 60360 | SH | DEFINED | 6 |
| UNILEVER N V | N Y SHS NEW | 904784709 | 1721 | 70130 | SH | DEFINED | 6 |
| UNION PAC CORP | COM | 907818108 | 986 | 11200 | SH | DEFINED | 6 |
| UNIONBANCAL CORP | COM | 908906100 | 114 | 1880 | SH | DEFINED | 6 |
| UNITED AUTO GROUP INC | COM | 909440109 | 26504 | 1132660 | SH | DEFINED | 6 |
| UNITED BANKSHARES INC WEST V | COM | 909907107 | 11070 | 297413 | SH | DEFINED | 6 |
| UNITED CMNTY FINL CORP OHIO | COM | 909839102 | 5693 | 462090 | SH | DEFINED | 6 |
| UNITED FIRE & CAS CO | COM | 910331107 | 6594 | 210676 | SH | DEFINED | 6 |
| UNITED INDL CORP | COM | 910671106 | 4811 | 89930 | SH | DEFINED | 6 |
| UNITED MICROELECTRONICS CORP | SPONSORED ADR | 910873207 | 28782 | 9506803 | SH | DEFINED | 6 |
| UNITED ONLINE INC | COM | 911268100 | 34806 | 2857691 | SH | DEFINED | 6 |
| UNITED RENTALS INC | COM | 911363109 | 4626 | 198970 | SH | DEFINED | 6 |
| UNITED SEC BANCSHARES INC | SHS | 911459105 | 1685 | 60379 | SH | DEFINED | 6 |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 143 | 2400 | SH | DEFINED | 6 |
| UNITED STATIONERS INC | COM | 913004107 | 1874 | 40300 | SH | DEFINED | 6 |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 57148 | 902106 | SH | DEFINED | 6 |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 22560 | 458520 | SH | DEFINED | 6 |
| UNITRIN INC | COM | 913275103 | 7652 | 173250 | SH | DEFINED | 6 |
| UNIVERSAL CORP VA | COM | 913456109 | 14942 | 409030 | SH | DEFINED | 6 |
| UNIVERSAL FST PRODS INC | COM | 913543104 | 5349 | 109048 | SH | DEFINED | 6 |
| UNIVEST CORP PA | COM | 915271100 | 2770 | 95871 | SH | DEFINED | 6 |
| UNIVISION COMMUNICATIONS INC | CL A | 914906102 | 305 | 8880 | SH | DEFINED | 6 |
| UNUMPROVIDENT CORP | COM | 91529Y106 | 535 | 27579 | SH | DEFINED | 6 |
| UPM KYMMENE CORP | SPONSORED ADR | 915436109 | 20120 | 867245 | SH | DEFINED | 6 |
| US BANCORP DEL | COM NEW | 902973304 | 76545 | 2304184 | SH | DEFINED | 6 |
| USEC INC | COM | 90333E108 | 2752 | 285500 | SH | DEFINED | 6 |
| UST INC | COM | 902911106 | 25 | 460 | SH | DEFINED | 6 |
| V F CORP | COM | 918204108 | 743 | 10180 | SH | DEFINED | 6 |
| VALASSIS COMMUNICATIONS INC | COM | 918866104 | 2112 | 119670 | SH | DEFINED | 6 |
| VECTREN CORP | COM | 92240G101 | 19119 | 712060 | SH | DEFINED | 6 |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 62437 | 1681582 | SH | DEFINED | 6 |
| VERTRUE INC | COM | 92534N101 | 6057 | 154050 | SH | DEFINED | 6 |
| VIACOM INC NEW | CL B | 92553P201 | 494 | 13275 | SH | DEFINED | 6 |
| VIMICRO INTL CORP | ADR | 92718N109 | 5959 | 540700 | SH | DEFINED | 6 |
| VISHAY INTERTECHNOLOGY INC | COM | 928298108 | 103 | 7350 | SH | DEFINED | 6 |
| VNUS MED TECHNOLOGIES INC | COM | 928566108 | 51 | 7700 | SH | DEFINED | 6 |
| VODAFONE GROUP PLC NEW | SPONS ADR NEW | 92857W209 | 41657 | 1865579 | SH | DEFINED | 6 |
| WABASH NATL CORP | COM | 929566107 | 8527 | 622890 | SH | DEFINED | 6 |
| WACHOVIA CORP 2ND NEW | COM | 929903102 | 91953 | 1647911 | SH | DEFINED | 6 |
| WADDELL & REED FINL INC | CL A | 930059100 | 7697 | 310985 | SH | DEFINED | 6 |
| WAL MART STORES INC | COM | 931142103 | 21224 | 430340 | SH | DEFINED | 6 |
| WASHINGTON BKG CO OAK HBR WA | COM | 937303105 | 1089 | 60989 | SH | DEFINED | 6 |
| WASHINGTON FED INC | COM | 938824109 | 59946 | 2671408 | SH | DEFINED | 6 |
| WASHINGTON MUT INC | COM | 939322103 | 46069 | 1059781 | SH | DEFINED | 6 |
| WASHINGTON TR BANCORP | COM | 940610108 | 1087 | 41000 | SH | DEFINED | 6 |
| WASTE MGMT INC DEL | COM | 94106L109 | 310 | 8450 | SH | DEFINED | 6 |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 6023 | 230140 | SH | DEFINED | 6 |
| WCI CMNTYS INC | COM | 92923C104 | 1349 | 77330 | SH | DEFINED | 6 |
| WEBSTER FINL CORP CONN | COM | 947890109 | 31232 | 662950 | SH | DEFINED | 6 |
| WELLMAN INC | COM | 949702104 | 509 | 127580 | SH | DEFINED | 6 |
| WELLS FARGO & CO NEW | COM | 949746101 | 17898 | 494700 | SH | DEFINED | 6 |
| WELLSFORD REAL PPTYS INC | COM NEW | 950240200 | 332 | 45099 | SH | DEFINED | 6 |

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

| | | | | | | | |
|------------------------------|---------------|-----------|-------|---------|----|---------|---|
| WERNER ENTERPRISES INC | COM | 950755108 | 9687 | 517760 | SH | DEFINED | 6 |
| WESBANCO INC | COM | 950810101 | 6177 | 211385 | SH | DEFINED | 6 |
| WEST BANCORPORATION INC | CAP STK | 95123P106 | 1084 | 63360 | SH | DEFINED | 6 |
| WEST COAST BANCORP ORE NEW | COM | 952145100 | 2519 | 82490 | SH | DEFINED | 6 |
| WESTAR ENERGY INC | COM | 95709T100 | 28875 | 1228220 | SH | DEFINED | 6 |
| WESTELL TECHNOLOGIES INC | CL A | 957541105 | 1840 | 880289 | SH | DEFINED | 6 |
| WESTERN DIGITAL CORP | COM | 958102105 | 8455 | 467100 | SH | DEFINED | 6 |
| WESTLAKE CHEM CORP | COM | 960413102 | 5081 | 158727 | SH | DEFINED | 6 |
| WEYERHAEUSER CO | COM | 962166104 | 351 | 5700 | SH | DEFINED | 6 |
| WGL HLDGS INC | COM | 92924F106 | 31968 | 1020030 | SH | DEFINED | 6 |
| WHIRLPOOL CORP | COM | 963320106 | 2877 | 34210 | SH | DEFINED | 6 |
| WHITING PETE CORP NEW | COM | 966387102 | 19005 | 473942 | SH | DEFINED | 6 |
| WHITTIER ENERGY CORP | COM NEW | 966785305 | 509 | 81500 | SH | DEFINED | 6 |
| WILLIAMS COS INC DEL | COM | 969457100 | 11343 | 475195 | SH | DEFINED | 6 |
| WILSONS THE LEATHER EXPERTS | COM | 972463103 | 868 | 327540 | SH | DEFINED | 6 |
| WINDSTREAM CORP | COM | 97381W104 | 1 | 103 | SH | DEFINED | 6 |
| WIRELESS TELECOM GROUP INC | COM | 976524108 | 792 | 347170 | SH | DEFINED | 6 |
| WISCONSIN ENERGY CORP | COM | 976657106 | 273 | 6320 | SH | DEFINED | 6 |
| WORLD ACCEP CORP DEL | COM | 981419104 | 6363 | 144689 | SH | DEFINED | 6 |
| WORTHINGTON INDS INC | COM | 981811102 | 39752 | 2330130 | SH | DEFINED | 6 |
| WPP GROUP PLC | SPON ADR 0905 | 929309409 | 1456 | 39259 | SH | DEFINED | 6 |
| WPS RESOURCES CORP | COM | 92931B106 | 53986 | 1087760 | SH | DEFINED | 6 |
| WSFS FINL CORP | COM | 929328102 | 1768 | 28430 | SH | DEFINED | 6 |
| WYETH | COM | 983024100 | 62572 | 1237652 | SH | DEFINED | 6 |
| WYNDHAM WORLDWIDE CORP | COM | 98310W108 | 1 | 18 | SH | DEFINED | 6 |
| XCEL ENERGY INC | COM | 98389B100 | 770 | 37270 | SH | DEFINED | 6 |
| XERIUM TECHNOLOGIES INC | COM | 98416J100 | 23399 | 2111852 | SH | DEFINED | 6 |
| XEROX CORP | COM | 984121103 | 161 | 10330 | SH | DEFINED | 6 |
| XL CAP LTD | CL A | G98255105 | 25 | 364 | SH | DEFINED | 6 |
| YADKIN VALLEY FINANCIAL CORP | COM | 984314104 | 838 | 53922 | SH | DEFINED | 6 |
| YAMANA GOLD INC | COM | 98462Y100 | 549 | 59400 | SH | DEFINED | 6 |
| YANKEE CANDLE INC | COM | 984757104 | 15049 | 514150 | SH | DEFINED | 6 |
| YRC WORLDWIDE INC | COM | 984249102 | 30555 | 824930 | SH | DEFINED | 6 |
| YUM BRANDS INC | COM | 988498101 | 154 | 2950 | SH | DEFINED | 6 |
| ZALE CORP NEW | COM | 988858106 | 37846 | 1364310 | SH | DEFINED | 6 |
| ZENITH NATL INS CORP | COM | 989390109 | 21365 | 535584 | SH | DEFINED | 6 |
| ZIONS BANCORPORATION | COM | 989701107 | 211 | 2640 | SH | DEFINED | 6 |