

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

LEGG MASON INC
Form 13F-HR/A
August 15, 2001

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

FORM 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2001

Check here if Amendment []; Amendment Number: 1
This Amendment: (Check only one.): [] is a restatement
[] 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 the Reporting Manager:

Name: Timothy C. Scheve
Title: Sr. Ex. Vice President
Phone: 410-454-3232

Signature, Date, and Place of Signing

Timothy C. Scheve Baltimore, MD August 15, 2001

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

Report Type (Check only one.):

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

Legg Mason, Inc. ('Legg Mason') is the parent company of a number of operating subsidiaries that qualify as 'institutional investment managers' for purposes of the reporting requirements under Section 13(f) of the Securities Exchange Act of 1934 (the 'Act') and the rules promulgated thereunder. Legg Mason itself does not in fact exercise, and therefore disclaims, investment discretion with respect to any Section 13(f) securities positions over which its subsidiaries exercise investment discretion. To the extent, however, that Legg Mason's

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

ownership interest in its subsidiaries gives rise to a Form 13F filing obligation on behalf of Legg Mason, the information required by Form 13F is reported herein on behalf of certain of Legg Mason's subsidiaries which are themselves institutional investment managers subject to Section 13(f) of the Act. The Section 13(f) securities positions of Arthur Karafin Investment Advisers, Inc., Barrett Associates, Inc., Bartlett & Co., Batterymarch Financial Management, Inc., Berkshire Asset Management, Inc., Bingham Legg Advisors LLC, Brandywine Asset Management, Inc., Gray Seifert & Co., Inc., Legg Mason Capital Management, Inc., Legg Mason Funds Management, Inc., Legg Mason Trust, fsb, Legg Mason Wood Walker, Incorporated, LeggMason Investors Asset Managers, plc, LMM, LLC, and Perigee Investment Counsel, Inc., all of which are subsidiaries of Legg Mason, are included in this Form 13F report. This report sets forth the total holdings of each subsidiary independently and in alphabetical order by subsidiary.

List of other managers reporting for this Manager:

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	15
Form 13F Information Table Entry Total:	6,241
Form 13F Information Table Value Total:	46,736,590,000

List of Other Included Managers:

No.	13F File No.	Manager Name
1	28-6485	Arthur Karafin Investment Advisers, Inc.
2	28-3658	Barrett Associates, Inc.
3	28-1891	Bartlett & Co.
4	28-0377	Batterymarch Financial Management, Inc.
5	28-5034	Berkshire Asset Management, Inc.
6	28-6393	Bingham Legg Advisors LLC
7	28-2204	Brandywine Asset Management, Inc.
8	28-1062	Gray, Seifert & Co., Inc.
9	28-1701	Legg Mason Capital Management, Inc.
10	28-6395	Legg Mason Funds Management, Inc.
11	28-6397	Legg Mason Trust, fsb
12	28-5474	Legg Mason Wood Walker, Incorporated
13	28-	LeggMason Investors Asset Managers, plc
14	28-6399	LMM, LLC
15	28-7412	Perigee Investment Counsel, Inc.

FORM 13F Name of Reporting Manager: Legg Mason, Inc.
(On Behalf of Arthur Karafin Inve
For Positions Held As Of 6/30/200

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr	(a)
-----------------------	-----------------------	--------------	-----------------------	---------------	--------------------------------	---------------------	-----

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

Abbott Labs	Com	002824100	368	7660	x	1
Aflac Corp. New	Com	001055102	1,714	54424	x	1
Airborne Inc Com	Com	009269101	132	11400	x	1
Ameren Corp.	Com	023608102	1,260	29500	x	1
American Express Co.	Com	025816109	1,559	40192	x	1
American General Corp.	Com	026351106	267	5742	x	1
American Home Products Corp	Com	026609107	362	6162	x	1
American International Group ICom	Com	026874107	2,243	26381	x	1
Amerigas Partners L P LTD Part	P4030975106		174	7500	x	1
Amgen Inc.	Com	031162100	876	14430	x	1
Amr Corp	PFD QTR	30/3001765866	357	9887	x	1
AOL Time Warner Inc	Com	00184A105	4,414	83288	x	1
Applied Materials Inc	Com	038222105	241	4900	x	1
AT & T Corp.	Com	001957109	1,745	79298	x	1
AT&T Corp - Liberty Media - A	Com	001957208	1,477	84472	x	1
AT&T Corp Wireless Tracking	Com	001957406	1,597	97686	x	1
Bank of America Corp.	Com	060505104	224	3726	x	1
Bank One Corp.	Com	06423A103	175	4900	x	1
Bausch & Lomb Inc.	Com	071707103	1,015	27994	x	1
Bedford Property Investors	Com	076446301	1,644	78450	x	1
BellSouth Corp.	Com	079860102	239	5932	x	1
Beverly Enterprises Inc. New	Com	087851309	562	52500	x	1
Biogen Inc.	Com	090597105	1,305	24000	x	1
Black & Decker Corp.	Com	091797100	2,245	56900	x	1
Block H & R Inc.	Com	093671105	1,211	18760	x	1
Boeing Co.	Com	097023105	673	12101	x	1
Boston Scientific Corp.	Com	101137107	236	13900	x	1
BRE Properties Inc. Cl A	Com	05564E106	1,779	58700	x	1
Bristol-Myers Squibb Co.	Com	110122108	3,415	65297	x	1
Camden Property Trust	Com	133131102	2,167	59050	x	1
Capitol Federal Financial	Com	14057C106	191	9900	x	1
Caterpillar Inc.	Com	149123101	608	12150	x	1
Champion Enterprises Inc.	Com	158496109	142	12500	x	1
Chevron Corp.	Com	166751107	299	3307	x	1
Chubb Corp.	Com	171232101	155	2000	x	1
Cisco Systems Inc.	Com	17275R102	513	28188	x	1
Citigroup Inc	PFD QTR	30/3172967507	5,724	108331	x	1
Claire's Stores, Inc.	Com	179584107	492	25400	x	1
Clorox Co.	Com	189054109	344	10154	x	1
Coach Inc	Com	189754104	458	12037	x	1
Coca Cola Co.	Com	191216100	396	8805	x	1
Colonial Properties Trust	Com	195872106	333	10800	x	1
Compaq Computer Corp.	Com	204493100	577	37680	x	1
Conagra Inc.	Com	205887102	834	42085	x	1
Conoco Inc	Com	208251405	337	11652	x	1
Constellation Energy Group	Com	210371100	230	5400	x	1
Cornerstone Bancorp Inc.	Com	218925105	142	9033	x	1
CVS Corp	Com	126650100	436	11300	x	1
DaimlerChrysler A.G.	ADR	D1668R123	1,635	35467	x	1
Dell Computer Corp.	Com	247025109	871	33300	x	1
Dial Corp.	Com	25247D101	241	16900	x	1
Dow Jones & Co	Com	260561105	920	15400	x	1
DPL Inc.	Com	233293109	226	7796	x	1
Du Pont (EI) de Nemours and Co	Com	263534109	1,350	27987	x	1
Duke Energy Corp.	Com	264399106	198	5088	x	1
Eastman Kodak Co.	Com	277461109	1,072	22959	x	1
EMC Corp.	Com	268648102	1,040	35560	x	1
Equity Residential Properties	Comst	29476L107	1,680	29704	x	1
Exelon Corp	Com	30161N101	304	4746	x	1
Exxon Mobil Corp.	Com	30231G102	1,630	18663	x	1
Fannie Mae	Com	313586109	12,529	147348	x	1

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

Federal Realty Investment Trus	Com	313747206	874	42150	x	1
Federal Signal Corp.	Com	313855108	534	22732	x	1
First Tennessee	Com	337162101	1,454	41900	x	1
First Union Corp.	Com	337358105	1,877	53728	x	1
Fleet Boston Financial Corp.	Com	339030108	1,833	46467	x	1
Ford Motor Co.	Com	345370860	680	27691	x	1
FPL Group Inc.	Com	302571104	1,704	28298	x	1
Fulton Financial Corp.	Com	360271100	437	21547	x	1
Gateway Inc.	Com	367626108	946	57500	x	1
General Dynamics Corp.	Com	369550108	624	8014	x	1
General Electric Co.	Com	369604103	10,481	214997	x	1
Gillette Co.	Com	375766102	1,712	59050	x	1
Glaxosmithkline PLC - Spons	ADADR	37733W105	367	6530	x	1
Goodyear Tire & Rubber Co	Com	382550101	464	16559	x	1
H J Heinz Co	Com	423074103	434	10624	x	1
Harley Davidson, Inc.	Com	412822108	519	11030	x	1
Hartford Financial Services Gr	Com	I416515104	498	7278	x	1
Health Care Property Investors	Com	421915109	3,111	90448	x	1
Health Care REIT, Inc.	Com	42217K106	310	13050	x	1
Home Depot Inc.	Com	437076102	866	18604	x	1
Honeywell International Inc.	Com	438516106	2,714	77575	x	1
Hospitality Properties Trust	Com	44106M102	412	14450	x	1
Ingersoll-Rand Co.	Com	456866102	973	23605	x	1
Inkeepers USA Trust	Com	4576J0104	537	44800	x	1
Inkine Pharmaceutical Co Inc.	Com	457214104	206	42000	x	1
Intel Corp.	Com	458140100	7,159	244743	x	1
International Business Machine	Com	459200101	2,921	25849	x	1
J P Morgan Chase & Co	Com	46625H100	3,646	81749	x	1
Jefferson-Pilot Corp.	Com	475070108	184	3802	x	1
Johnson & Johnson	Com	478160104	1,726	34527	x	1
Kellogg Co	Com	487836108	177	6100	x	1
Keycorp New	Com	493267108	1,011	38800	x	1
Keyspan Corporation	Com	49337W100	388	10648	x	1
Kimberly-Clark Corp.	Com	494368103	2,745	49102	x	1
Kinder Morgan Energy Partners	Com	494550106	960	13961	x	1
Kramont Realty Trust	Com	50075Q107	174	12700	x	1
Lilly (Eli) & Co.	Com	532457108	2,309	31200	x	1
LSI Logic Corp.	Com	502161102	1,542	82000	x	1
Lubrizol Corp.	Com	549271104	537	17300	x	1
Lucent Technologies Inc.	Com	GS 549463107	504	81236	x	1
Macromedia Inc.	Com	556100105	218	12100	x	1
Magna International Inc.	ADR	559222401	186	3019	x	1
Manor Care Inc	Com	564055101	254	8000	x	1
Marsh & McLennan Cos Inc	Com	571748102	1,384	13700	x	1
May Department Stores	Com	577778103	1,900	55471	x	1
MBIA, Inc.	Com	55262C100	2,307	40695	x	1
McDonalds Corp.	Com	580135101	1,395	51550	x	1
McKesson HBOC Inc.	Com	58155Q103	174	4700	x	1
Mellon Finl Corp	Com	58551A108	6,240	139255	x	1
Merck & Co., Inc.	Com	589331107	1,748	27345	x	1
Merrill Lynch & Co., Inc.	Com	590188108	1,087	18340	x	1
Microsoft Corp.	Com	594918104	4,213	57711	x	1
Minnesota Mining & Manufacturi	Com	Co604059105	155	1360	x	1
Mirant Corp	Com	604675108	180	5221	x	1
Motorola Inc.	Com	620076109	1,439	86878	x	1
Nationwide Health Properties	ICom	638620104	234	11600	x	1
Novartis AG-ADR	ADR	66987V109	506	14000	x	1
Oracle Corp	Com	68389X105	1,691	89000	x	1
Owens & Minor Inc. New	Com	690732102	302	15900	x	1
Pall Corp.	Com	696429307	393	16700	x	1
Parker Hannifin Corp.	Com	701094104	221	5200	x	1
Paychex Inc.	Com	704326107	229	5717	x	1

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

Pentair Inc.	Com	709631105	1,095	32400	x	1
Pep Boys Manny Moe & Jack	Com	713278109	219	19508	x	1
PepsiCo, Inc.	Com	713448108	2,863	64777	x	1
Pfizer Inc.	Com	717081103	4,226	105530	x	1
Pharmacopeia Inc.	Com	71713B104	1,452	60500	x	1
Pitney-Bowes, Inc.	Com	724479100	2,338	55500	x	1
PNC Financial Services Group	Com	693475105	2,051	31170	x	1
Procter & Gamble Co.	Com	742718109	1,602	25115	x	1
Progress Energy Inc	Com	743263105	294	6550	x	1
Public Service Enterprise Grou	Com	744573106	592	12107	x	1
Qwest Communications Internati	Com	749121109	564	17712	x	1
R.H. Donnelly Corp.	Com	74955W307	490	15300	x	1
Rayonier Inc.	Com	754907103	228	4900	x	1
RFS Hotel Investors Inc.	Com	74955J108	617	39100	x	1
Royal Dutch Petroleum Co ADR	ADR	780257804	746	12796	x	1
Sara Lee Corp.	Com	803111103	1,656	87413	x	1
SBC Communications Inc.	Com	78387G103	287	7173	x	1
Schering-Plough Corp.	Com	806605101	194	5353	x	1
Schlumberger Limited	Com	806857108	2,014	38255	x	1
Schwab Charles Corp.	Com	808513105	1,430	90804	x	1
Servicemaster Co	Com	81760N109	463	38624	x	1
Simon Property Group Inc	Com	828806109	1,262	42100	x	1
Southern Co	Com	842587107	306	13148	x	1
Sprint Corp. (FON Group)	Com	852061100	318	14900	x	1
SPX Corp	Com	784635104	220	1761	x	1
Summit Properties Inc.	Com	866239106	1,835	68400	x	1
Sun Microsystems Inc.	Com	866810104	920	58540	x	1
T R W Inc.	Com	872649108	1,439	35100	x	1
Tasty Baking Co.	Com	876553306	284	16125	x	1
Tellabs Inc.	Com	879664100	1,017	52500	x	1
Texaco Inc.	Com	881694103	2,625	39375	x	1
The Walt Disney Co.	Com	254687106	2,474	85649	x	1
Toys 'R' Us Inc.	Com	892335100	669	27031	x	1
Tyco International Ltd	Com	902124106	1,510	27704	x	1
Unisys Corp.	Com	909214108	309	21034	x	1
United Dominion Realty Trust	Com	910197102	1,009	70300	x	1
United Parcel Service Inc	Com	911312106	1,364	23603	x	1
Veritas Software Corp	Com	923436109	894	13439	x	1
Verizon Communications	Com	92343V104	5,765	107748	x	1
Viacom Inc Class B	Com	925524308	537	10372	x	1
Vivendi Universal ADR	ADR	92851S204	958	16520	x	1
W P S Resources Corp.	Com	92931B106	133	3780	x	1
Wal-Mart Stores Inc.	Com	931142103	2,433	49854	x	1
Washington Mutual Inc.	Com	939322103	1,419	37777	x	1
Waste Management Inc.	Com	94106L109	422	13700	x	1
Weingarten Realty Investors	Com	948741103	2,002	45650	x	1
WorldCom, Inc. - MCI Group	Com	98157D304	18	1145	x	1
WorldCom, Inc. - WorldCom Grou	Com	98157D106	1,415	99634	x	1
Yardville National Bancorp N J	Com	985021104	192	13725	x	1

FORM 13F Name of Reporting Manager:

Legg Mason, Inc.

(On Behalf of Barrett Associates

For Positions Held As Of 6/30/01

(1)	(2)	(3)	(4)	(5)	(6)	(7)	
Name of Issuer	Title of Class	CUSIP	FMV (x1000)	Shares	Inv Disc	Other	(a) (b) (c) Mgr (a)

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

AOL Time Warner, Inc.	Com	00184A105	32426	611803	x	2	1
Abbott Laboratories	Com	002824100	7493	156106	x	2	
American Express Co.	Com	025816109	388	10000	x	2	
American Home Products	Com	026609107	4932	83952	x	2	
American International Group	Com	026874107	38500	452889	x	2	
Amgen, Inc.	Com	031162100	2595	42759	x	2	
Anadarko Petroleum	Com	032511107	19210	356333	x	2	1
Armstrong World Industries, In	Com	042476101	66	18634	x	2	
Automatic Data Processing	Com	053015103	29713	597841	x	2	1
BNY Hamilton Funds Equity Inco	Com	05561M408	153	10867	x	2	
BP PLC	Com	055622104	19235	385858	x	2	1
Bank of New York, Inc.	Com	064057102	1814	37790	x	2	
BankAmerica Corp.	Com	060505104	413	6885	x	2	
Bellsouth Corp.	Com	079860102	1273	31608	x	2	
Berkshire Hathaway, Inc. Cl B	Com	084670207	531	231	x	2	
Biogen, Inc.	Com	090597105	426	7835	x	2	
Bristol-Myers Squibb	Com	110122108	4819	92135	x	2	
CVS Corp.	Com	126650100	7095	183800	x	2	
Carnival Corp.	Com	143658102	1087	35400	x	2	
Charles Schwab Corp.	Com	808513105	7424	471345	x	2	2
Chevron Corp.	Com	166751107	1904	21042	x	2	
Chubb Corp.	Com	171232101	705	9100	x	2	
Cisco Systems	Com	17275R102	39736	2183275	x	2	4
Citigroup	Com	172967101	5669	107286	x	2	
Coca Cola Co.	Com	191216100	1953	43409	x	2	
Colgate-Palmolive Co.	Com	194162103	23836	404070	x	2	1
Computer Associates Internatio	Com	204912109	4464	123994	x	2	
Computer Sciences Corp.	Com	205363104	21084	609370	x	2	1
Corning, Inc.	Com	219350105	333	19900	x	2	
Developers Diversified Realty	Com	251591103	1934	105200	x	2	
DuPont de Nemours	Com	263534109	1770	36692	x	2	
EMC Corp.	Com	268648102	15235	520851	x	2	1
East River Ventures I LP	Com	000000000	176	107028	x	2	
Eli Lilly & Co.	Com	532457108	11609	156875	x	2	
Emerson Electric Co.	Com	291011104	968	16000	x	2	
Enron Corp.	Com	293561106	397	8091	x	2	
Equifax, Inc.	Com	294429105	4244	115700	x	2	
Equity Residential Properties	Com	29476L107	18782	332125	x	2	
Exxon Mobil Corp.	Com	30231G102	40508	463738	x	2	
Fannie Mae	Com	313586109	8908	104760	x	2	
First Commonwealth Financial	Com	319829107	150	10000	x	2	
First Data Corp.	Com	319963104	28207	438344	x	2	1
FleetBoston Financial Corp.	Com	338915101	288	7305	x	2	
Franklin Resources, Inc.	Com	354613101	462	10093	x	2	
Freddie Mac	Com	313400301	401	5900	x	2	
General Electric Co.	Com	369604103	35959	737628	x	2	1
Gillette Co.	Com	375766102	1959	67573	x	2	
Goldman Sachs Group	Com	38141G104	6482	75550	x	2	
Halliburton Co.	Com	406216101	6286	176568	x	2	
Healthsouth Corp.	Com	421924101	263	16464	x	2	
Heinz Company	Com	423074103	307	7500	x	2	
Hewlett-Packard Co.	Com	428236103	1473	51512	x	2	
Home Depot, Inc.	Com	437076102	3361	72197	x	2	
Honeywell Int'l, Inc.	Com	438516106	11218	320605	x	2	
Household International	Com	441815107	1587	23800	x	2	
Illinois Tool Works, Inc.	Com	452308109	203	3200	x	2	
Intel Corp.	Com	458140100	56148	1919576	x	2	3
International Business Machine	Com	459200101	4633	41001	x	2	
JP Morgan Chase & Co.	Com	46625H100	1496	33542	x	2	
Johnson & Johnson	Com	478160104	16145	322900	x	2	

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

Kimberly-Clark Corp.	Com	494368103	250	4465	x	2	
Liberty Media Group	Com	001957208	11678	667700	x	2	2
Marsh & McLennan Co.	Com	571748102	629	6225	x	2	
McDonalds Corp.	Com	580135101	993	36700	x	2	
Medtronic, Inc.	Com	585055106	38024	826437	x	2	1
Mellon Financial Corp.	Com	58551A108	224	5000	x	2	
Merck & Co., Inc.	Com	589331107	13044	204104	x	2	
Microsoft Corp.	Com	594918104	64102	878109	x	2	1
Minnesota Mining & Manufacturi	Com	604059105	1080	9462	x	2	
National City Corp.	Com	635405103	217	7056	x	2	
Network Appliance, Inc.	Com	64120L104	5120	373725	x	2	
Nokia Corp. Spons ADR	Com	654902204	9397	423473	x	2	1
Nortel Networks Corp.	Com	656568102	372	41200	x	2	
Oracle Corp.	Com	68389X105	21038	1107256	x	2	3
PPG Industries, Inc.	Com	693506107	280	5332	x	2	
Paychex, Inc.	Com	704326107	5502	137550	x	2	
Peapack-Gladstone Financial Co	Com	704692102	1272	33693	x	2	
Peoplesoft, Inc.	Com	712713106	1497	30400	x	2	
PepsiCo	Com	713448108	1663	37619	x	2	
Pfizer, Inc.	Com	717081103	46380	1158059	x	2	3
Pharmacia Corp.	Com	71713U102	345	7509	x	2	
Philip Morris Cos.	Com	718154107	1284	25300	x	2	
Procter & Gamble Co.	Com	742718109	1244	19500	x	2	
Providian Financial Corp. (New	Com	74406A102	1199	20250	x	2	
Quaker Oats Co.	Com	747402105	730	8000	x	2	
Qualcomm, Inc.	Com	747525103	246	4200	x	2	
Reuters Group PLC ADR	Com	76132m102	246	3160	x	2	
Royal Dutch Pete Co NY Reg	GLD	780257804	963	16530	x	2	
SBC Communications, Inc.	Com	78387G103	1825	45551	x	2	
ST Microelectronics NV	Com	861012102	224	6700	x	2	
Sanmina Corp.	Com	800907107	2830	120900	x	2	
Schering-Plough Corp.	Com	806605101	14577	402226	x	2	1
Schlumberger Ltd.	Com	806857108	1045	19850	x	2	
Seligman Common Stock Fund	Com	816332100	501	40000	x	2	
Staples, Inc.	Com	855030102	273	17083	x	2	
State Street Corp.	Com	857477103	44109	891280	x	2	1
Stryker Corp.	Com	863667101	483	8800	x	2	
Sun Microsystems, Inc.	Com	866810104	5579	354900	x	2	1
Symbol Technologies	Com	871508107	5784	260550	x	2	
Target Corp.	Com	87612E106	10345	299001	x	2	1
Texaco, Inc.	Com	881694103	243	3638	x	2	
Unilever N.V.	Com	904784709	713	11961	x	2	
United Parcel Service CL B	Com	911312106	2500	43257	x	2	
United Technologies Corp.	Com	913017109	474	6473	x	2	
Verizon	Com	92343v104	3450	64485	x	2	
Viacom, Inc. Cl B	Com	925524308	287	5541	x	2	
Vodafone AirTouch PLC ADS	Com	92857W100	14062	629184	x	2	2
Wal-Mart Stores	Com	931142103	819	16774	x	2	
Walt Disney Co.	Com	254687106	7544	261126	x	2	
Wells Fargo & Co.	Com	949746101	738	15895	x	2	
Westwood One, Inc.	Com	961815107	368	10000	x	2	
Weyerhaeuser Co.	Com	962166104	1249	22708	x	2	
Yahoo, Inc.	Com	984332106	249	12475	x	2	
Zions Bancorp	Com	989701107	19668	333350	x	2	

FORM 13F Name of Reporting Manager: Legg Mason, Inc.
(On Behalf of Bartlett & Co.
For Positions Held As Of 6/30/01

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

(1) Name of Issuer	(2) Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv.Disc (a) (b) (c)	(7) Other Mgr	(a)
3 Cities Fm Inc. Cl B	Com	9990269A7	0	975	x	3	
3 Com Corp.	Com	885535104	1	225	x	3	
Abbott Laboratories	Com	002824100	14,017	291,955	x	3	2
ACCEL International	CorCom	004299103	7	93,620	x	3	
Aceto Corp.	Com	004446100	25	2,500	x	3	
ADC Telecommunications	Com.	000886101	39	5,852	x	3	
Adobe Systems Inc.	Com	00724F101	433	9,205	x	3	
Advanced Micro Devices	Com.	007903107	1,011	35,000	x	3	3
Aegon NV - ORD	ADR	007924103	198	6,968	x	3	
Aetna Inc.	Com	00817Y108	5	200	x	3	
AFFLAC INCORPORATED	Com	001055102	104	3,300	x	3	
Affymetrix Inc.	Com	00826T108	181	8,210	x	3	
Agilent Technologies	InCom	00846U101	3,003	92,411	x	3	
AKZO Nobel NV Spons	ADRADR	010199305	248	5,826	x	3	
Alabama National Ban	CorComation	010317105	279	8,603	x	3	
Alberta Energy Co Ltd	Com	012873105	173	4,200	x	3	
Albertson's, Inc.	Com	013104104	139	4,625	x	3	
Alcatel Alsthom Sponsor	ADRADR	013904305	1,734	83,621	x	3	1
Alcoa Inc	Pfd	013817200	30	500	x	3	
Alcoa Inc.	Com	013817101	72	1,840	x	3	
Allegheny Energy Inc.	Com	017361106	361	7,475	x	3	
Allen Telecom Inc.	Com	018091108	15	1,000	x	3	
Allergan Inc.	Com	018490102	325	3,800	x	3	
Allete, Inc.	Com	018522102	40	1,790	x	3	
Alliance Financial	CorpCom	019205103	21	1,100	x	3	
Alliant Techsystem	Com	018804104	1	15	x	3	
Allied Irish Banks Plc	ADR	019228402	890	39,550	x	3	
Allstate Financing I 7.	Pfd Cum	020013207	25	1,000	x	3	
Alltel Corp.	Com	020039103	332	5,422	x	3	
Amazon.com, Inc.	Com	023135106	69	4,845	x	3	
Amcort Limited	ADR	02341R302	213	15,500	x	3	
Ameren Corp.	Com	023608102	37	866	x	3	
America Movil S. A. de	ADRV.	02364W105	119	5,724	x	3	
American Electric Power	Com	025537101	660	14,301	x	3	
American Express Compan	Com	025816109	1,348	34,731	x	3	
American General Corp.	Com	026351106	615	13,240	x	3	
American Greetings Corp	Comclass A	026375105	3	300	x	3	
American Home Products	Comp.	026609107	7,311	125,110	x	3	
American International	Comup, Inc.	026874107	1,443	16,779	x	3	
American Tower System	CCom Cl A	029912201	203	9,800	x	3	
Ames Department Stores	Com.	030789507	4	3,050	x	3	
Amgen Inc.	Com	031162100	1,298	21,395	x	3	
Ampal Amern Israel Corp	Pfd	032015307	40	2,228	x	3	
AMR Corp.	Com	001765106	145	4,000	x	3	
AMREP Corp.	Com	032159105	0	54	x	3	
Amylin Pharmaceuticals	Com.	032346108	14	1,200	x	3	
Anadarko Pete Corp.	Com	032511107	1,802	33,349	x	3	
Analog Devices Inc.	Com	032654105	199	4,598	x	3	
Angelica Corp.	Com	034663104	19	1,750	x	3	
Anglo American PLC	ADR	03485P102	3	182	x	3	
Anglogold Ltd (New)	ADR	035128206	25	1,400	x	3	
Anheuser-Busch Companie	Comnc.	035229103	24,193	587,199	x	3	1
Anixter International	ICom	035290105	68	2,200	x	3	

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

Antex Corp.	Com	036730109	0	2,000	x	3
AOL Time Warner Inc.	Com	00184A105	31,253	589,677	x	3
Apache Corp.	Com	037411105	2,000	39,400	x	3
Apartment Investment & Com Co Clas	03748R101	40	829	x	3	
Apple Computer	Com	037833100	351	15,104	x	3
Applera Corp-Celera GenComcs	038020202	87	2,202	x	3	
Applera Corporation-AppComd Biosys	038020103	105	3,917	x	3	
Applied Innovation Inc.	Com	037916103	3	400	x	3
Applied Materials Inc.	Com	038222105	5,412	110,225	x	3
Applied Micro Circuits Comp	03822W109	1	50	x	3	
APT Satellite Holdings	ADR ADR	00203R105	140	36,400	x	3
APW Ltd.	Com	G04397108	1,610	158,625	x	3
Arbitron Inc.	Com	03875Q108	2	100	x	3
Archer-Daniels-Midland	Com	039483102	139	10,671	x	3
Ariba Inc	Com	04033V104	4	800	x	3
Ashworth, Inc.	Com	04516H101	15	2,800	x	3
Astoria Financial Corp.	Com	046265104	110	2,000	x	3
Astrazena PLC -Spons	ADADR	046353108	56	1,200	x	3
AT & T Corp.	Com	001957109	4,728	214,918	x	3
AT&T Corp - Liberty MedCom- A	001957208	84	4,808	x	3	
AT&T Corp Wireless GrouComracking	001957406	64	3,931	x	3	
Atmos Energy Corporatio	Com	049560105	50	2,064	x	3
Autolliv, Inc.	Com	052800109	11	613	x	3
Automatic Data Processi	Com	053015103	4,973	100,055	x	3
Autozone Inc.	Com	053332102	405	10,800	x	3
Avaya Inc	Com	053499109	70	5,099	x	3
Aventis	ADR	053561106	232	2,900	x	3
Avery Dennison Corp.	Com	053611109	61	1,200	x	3
Avici Sys Inc	Com	05367L109	2	200	x	3
AXA-UAP - Sponsored	ADRADR	054536107	201	7,146	x	3
Axcelis Technologies	InCom	054540109	42	2,827	x	3
B A S F A G	ADR	055262505	3	80	x	3
Bae Systems Plc	ADR	05523R107	9	476	x	3
Banco Bilbao Vizcaya ArADRtina SA	05946K101	6	499	x	3	
Banco Bilbao Vizcaya InPfd	059456400	25	1,000	x	3	
Banco Bradesco SA SponsADRd Adr Re	059460105	3	540	x	3	
Banco Comercial PortuguADRSA ADS	059479303	519	27,047	x	3	
Bancwest Corporation	Com	059790105	777	22,600	x	3
Bank of America CorporaComn	060505104	1,032	17,184	x	3	
Bank of Ireland S.A.	ADR	46267Q103	4	110	x	3
Bank of New York Co. InCom	064057102	255	5,306	x	3	
Bank One Corporation	Com	06423A103	303	8,474	x	3
Bank United Capital II-Pfd0% Cum T	06651W207	62	2,500	x	3	
Barnes & Noble Inc.	Com	067774109	14	350	x	3
Barrick Gold Corp.	For	067901108	15	1,000	x	3
Baxter Intl Inc	Com	071813109	1,058	21,592	x	3
Bayer A G Ord	For	D07112119	25	650	x	3
Bayer AG Spons	ADR	072730302	326	8,370	x	3
Bayerische Motoren WerkFor G	D12096109	43	1,300	x	3	
BB&T Corp.	Com	054937107	2,558	69,702	x	3
BCE Inc.	Com	05534B109	121	4,600	x	3
BEA Systems Inc.	Com	073325102	18	600	x	3
BellSouth Corp.	Com	079860102	1,283	31,872	x	3
Belo A H Com Ser A	Com	080555105	3,228	171,320	x	3
Berkshire Hathaway Inc.Comass A	084670108	28,176	406	x	3	
Berkshire Hathaway Inc.Comass B	084670207	1,093	475	x	3	
Best Buy Inc.	Com	086516101	10	150	x	3
Big Lots, Inc.	Com	089302103	1	100	x	3
Biogen Inc.	Com	090597105	68	1,250	x	3
Biomet Inc.	Com	090613100	1,299	27,025	x	3
Biotech HOLDRS Tr	Com	09067D201	596	4,500	x	3
Bio-Technology General Comp.	090578105	33	2,500	x	3	

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

Black & Decker Corp.	Com	091797100	371	9,404	x	3
Block H & R Inc.	Com	093671105	2,112	32,715	x	3
Blue Fish Clothing Inc.	Com	095480109	0	100	x	3
BMC Software, Inc.	Com	055921100	130	5,765	x	3
Bob Evans Farms Inc.	Com	096761101	7	400	x	3
Boeing Co.	Com	097023105	1,173	21,098	x	3
Bombardier Inc. Cl B	Com	097751200	105	7,000	x	3
Boots Company PLC - ORDFor		G12488113	42	5,000	x	3
Borders Group Inc.	Com	099709107	141	6,300	x	3
Boston Properties Inc.	Com	101121101	514	12,566	x	3
Boston Scientific Corp.	Com	101137107	1,071	63,000	x	3
BP p.l.c. Sponsored ADR	ADR	055622104	18,142	363,934	x	3
BP Prudhoe Bay Rty Tr UCom	Ben Int	055630107	14	1,000	x	3
Brambles Industries LTDFor		Q17481104	242	9,900	x	3
Bristol-Myers Squibb Co	Com	110122108	11,975	228,966	x	3
British Energy PLC	ADR	110793304	3	210	x	3
British Telecommunicati	ADR	111021408	255	3,939	x	3
Broadband Holders Trust	Com	11130P104	6	300	x	3
Broadcom Corp Cl A	Com	111320107	71	1,650	x	3
Broadwing Inc	Com	111620100	33,690	1,377,913	x	3
Brown Forman Corp. CL B	Com	115637209	47	729	x	3
Brown Forman Corp. Clas	Com	115637100	51	771	x	3
Brown Shoe Company Inc	Com	115736100	0	2	x	3
Buckeye Partners L P Un	Com	118230101	21	600	x	3
Buderus AG	For	D14224105	214	9,276	x	3
Burlington Northern SanCom	Fe Corp.	12189T104	909	30,125	x	3
Burlington Resources	Com	122014103	241	6,040	x	3
C S X Corp.	Com	126408103	1,094	30,186	x	3
Cable Design Technologi	Com	126924109	12	750	x	3
Cabot Oil & Gas Corp	Com	127097103	220	9,000	x	3
Cadbury Schweppes P L	CADR	127209302	1,117	41,050	x	3
Calpine Corp.	Com	131347106	465	12,295	x	3
Camco Finl Corp	Com	132618109	1	122	x	3
Canadian Intl Power Ltd	Com	136159100	0	1,000	x	3
Canadian Pacific Limite	Com	135923100	244	6,300	x	3
Cancer Diagnostics	Com	137385100	0	3,000	x	3
Canon Inc. - Spon ADR	ADR	138006309	1,140	27,675	x	3
Capital One Financial C	Com.	14040H105	72	1,200	x	3
Cardinal Health Inc.	Com	14149Y108	180	2,609	x	3
Cardo AB	For	W1991F100	253	16,100	x	3
Caremark Rx, Inc.	Com	141705103	8	476	x	3
Carnival Corp.	Com	143658102	104	3,400	x	3
Carrier Access Corp.	Com	144460102	3	425	x	3
Catalina Marketing Corp	Com	148867104	128	4,200	x	3
Catellus Dev Corp.	Com	149111106	36	2,050	x	3
Caterpillar Inc.	Com	149123101	205	4,100	x	3
CBRL Group Inc.	Com	12489V106	3	200	x	3
Cedar Fair, L.P. Dep Re	Com	150185106	36	1,600	x	3
Cendant Corp.	Com	151313103	107	5,486	x	3
CenterBank	Com	8S01605	375	25,000	x	3
Centerpoint Properties	Comp.	151895109	50	1,000	x	3
Centrais Eletricas Bras	ADR	Riras S.A15234Q207	3	460	x	3
Centrais Geradoras do S	ADR	Rdo Brasi15235B100	0	18	x	3
Central Vermont Pub Svc	Comp.	155771108	23	1,200	x	3
Ceridian Corporation	Com	156779100	10	500	x	3
Cerner Corp.	Com	156782104	168	4,000	x	3
Cerus Corporation	Com	157085101	7	100	x	3
Charter Communications	Com Del	16117M107	47	2,000	x	3
Charter One Financial I	Com	160903100	13,592	426,087	x	3
Chateau Communities Inc	Com	161726104	13,449	428,310	x	3
Checkers Drive-In Resta	Com	mts Inc.162809305	4	750	x	3
Chemed Corp.	Com	163596109	20	540	x	3

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

Cheung Kong Hong Kong AADR	166744201	643	59,032	x	3
Chevron Corp. Com	166751107	5,033	55,608	x	3
Chiquita Brands \$3.75 SPfdB	170032502	13	1,700	x	3
Chiron Corp.Del Com	170040109	1	16	x	3
Choice Hotels Intl Inc.Com	169905106	20	1,350	x	3
Choicecare Inc. Com	170383103	2	208	x	3
Chubb Corp. Com	171232101	3,082	39,801	x	3
Ciena Corp. Com	171779101	8	212	x	3
Cigna Corp. Com	125509109	431	4,500	x	3
Cincinnati Financial CoCom	172062101	18,716	473,819	x	3
Cincinnati Inter Term RPFdo	172124109	4	100	x	3
Cincinnati Microwave InCom	172167108	0	304	x	3
Cinergy Corp. Com	172474108	940	26,886	x	3
Cintas Corp. Com	172908105	25,885	559,684	x	3
Circor Intl Inc Com	17273K109	3	150	x	3
Cisco Systems Inc. Com	17275R102	7,627	419,086	x	3
Citigroup Capital I Tr Pfd Sec 8.0	17305F201	15	606	x	3
Citigroup Inc. Com	172967101	22,869	432,806	x	3
Citizens Bkg Corp. Com	174420109	36	1,236	x	3
Citizens CommunicationsCom	17453B101	179	14,881	x	3
Citrix Systems Inc. Com	177376100	98	2,800	x	3
City Investing Co Liq TComnit Ben	177900107	1	500	x	3
Claire's Stores, Inc. Com	179584107	12	600	x	3
Clarcor Inc. Com	179895107	34	1,248	x	3
Clarus Corp. Com	182707109	14	2,200	x	3
Clayton Homes Inc. Com	184190106	215	13,700	x	3
Clear Channel CommunicaComns	184502102	236	3,762	x	3
Clorox Co. Com	189054109	63	1,850	x	3
CLP Holdings Ltd. SponsADRd ADR	18946Q101	6	1,416	x	3
CMGI Inc. Com	125750109	5	1,600	x	3
CNET Networks, Inc. Com	12613R104	3	200	x	3
Coca Cola Co. Com	191216100	9,048	201,060	x	3
Colgate-Palmolive Co. Com	194162103	5,933	100,569	x	3
Comcast Corp. Class A Com	200300101	99	2,300	x	3
Comcast Corp. Class A SComial	200300200	260	6,001	x	3
Comerica Inc. Com	200340107	113	1,958	x	3
Community Trust BancorpComc.	204149108	22	931	x	3
Companhia Paranaense DeADRergia	20441B407	6	800	x	3
Compania Anonima NacionADRTelefono	204421101	4	170	x	3
Compaq Computer Corp. Com	204493100	43	2,772	x	3
Computer Sciences Corp.Com	205363104	15	425	x	3
Conagra Inc. Com	205887102	329	16,593	x	3
Conectiv Inc. Com	206829103	38	1,750	x	3
Conectiv Inc.- Cl A Com	206829202	5	275	x	3
Conexant Systems Inc. Com	207142100	11	1,224	x	3
Conoco Inc. Com	208251306	25	900	x	3
Conoco Inc. Com	208251405	11	365	x	3
Consolidated Edison Co Pfd Inc.	209111301	14	200	x	3
Consolidated Edison IncCom	209115104	24	600	x	3
Constellation Energy GrCom	210371100	32	750	x	3
Convergys Corp Com	212485106	27,774	918,153	x	3
Cooper Industries Com	216669101	152	3,834	x	3
Cooper Tire & Rubber CoCom	216831107	91	6,400	x	3
Corn Products InternatiComl Inc.	219023108	73	2,276	x	3
Corning Incorporated Com	219350105	1,094	65,448	x	3
Corus Group Plc ADR	22087M101	4	480	x	3
Costco Whsl Corp New Com	22160K105	64	1,570	x	3
Covanta Energy CorporatCom	22281N103	0	10	x	3
Credit Suisse Group - SADR ADR	225401108	49	1,200	x	3
Cree Research, Inc. Com	225447101	39	1,500	x	3
CRH-PLC For	X01827041	145	8,500	x	3
CryoLife, Inc. Com	228903100	184	4,500	x	3

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

CTS Corporation	Com	126501105	2	100	x	3
CVS Corp.	Com	126650100	2,519	65,255	x	3
Cyber-Care Inc	Com	23243T105	0	50	x	3
DaimlerChrysler A.G.	ADR	D1668R123	283	6,149	x	3
Danone	For	399449107	274	10,000	x	3
Darden Restaurants Inc.Com		237194105	102	3,668	x	3
Dave & Busters Inc.	Com	23833N104	18	2,151	x	3
Dayton & Michigan RR	Pfd	239649205	12	357	x	3
Dayton & Michigan RR CoCom		239649106	16	608	x	3
DBS Group Hldgs Ltd	ADR	23304Y100	5	173	x	3
Decora Industries, Inc.Com		243593308	0	400	x	3
Deere & Co	Com	244199105	347	9,175	x	3
Dell Computer CorporatiCom		247025109	11,948	456,900	x	3
Delphi Automotive Sys CCom		247126105	47	2,977	x	3
Delta Air Lines Inc.	Com	247361108	280	6,350	x	3
Den Danske Bank SA	ADR	236363107	7	400	x	3
Detroit Mtg & Rlty Co	Com	251273108	0	11,046	x	3
Deutsche Bank SponsoredADRR		251525309	71	1,000	x	3
Deutsche Lufthansa A G ADR		251561304	212	13,350	x	3
Deutsche Lufthansa New For		D1908N106	204	13,000	x	3
Diageo PLC-Sponsored ADADRew		25243Q205	259	5,903	x	3
Dial Corp.	Com	25247D101	64	4,500	x	3
Dice Inc.	Com	25301P107	0	200	x	3
Diebold Inc.	Com	253651103	272	8,455	x	3
Direct Insite Corp.	Com	25457C207	1	240	x	3
Div Reinvest Plan SBC CComun Inc		SSBC9ZZZZ	25	632	x	3
Dole Food Company	Com	256605106	34	1,800	x	3
Dollar General Corp.	Com	256669102	294	15,079	x	3
Dominion Res Inc Va NewCom		25746U109	83	1,380	x	3
Donaldson Inc.	Com	257651109	1,807	58,020	x	3
Donnelley (R R) & Sons Com		257867101	95	3,200	x	3
Dover Corp.	Com	260003108	17,964	477,140	x	3
Dow Chemical Co	Com	260543103	1,674	50,356	x	3
Dow Jones & Co	Com	260561105	799	13,380	x	3
DPL Inc.	Com	233293109	1,064	36,724	x	3
Dresdner Bank AG New ADADR		261561302	46	1,000	x	3
DTE Energy Company	Com	233331107	186	4,015	x	3
DTM Corp	Com	23333L103	7	1,500	x	3
Du Pont (EI) de NemoursComd Co.		263534109	1,754	36,352	x	3
Du Pont E I De Nemours Pfdo		263534307	29	420	x	3
Duke Energy Corp.	Com	264399106	552	14,144	x	3
Duke Realty CorporationCom		264411505	1,405	56,550	x	3
Duke Weeks Realty Corp Pfd		264411810	52	2,000	x	3
Dun & Bradstreet Corp. Com		26483E100	165	5,863	x	3
Dusa Pharmaceuticals InCom		266898105	6	400	x	3
Dycap Inc.	Com	267850998	0	100	x	3
Eagle-Picher IndustriesComnc.		269803102	0	5,000	x	3
Earthlink Inc	Com	270321102	11	800	x	3
Eastman Kodak Company	Com	277461109	298	6,376	x	3
Eaton Corp.	Com	278058102	168	2,400	x	3
Ecolab	Com	278865100	84	2,050	x	3
Edison International	Com	281020107	9	800	x	3
El Paso Corporation	Com	28336L109	506	9,636	x	3
Elan Corp. ADR	ADR	284131208	207	3,400	x	3
Electrolux AB ADR	ADR	010198208	50	1,800	x	3
Electronic Data SystemsCom		285661104	29	460	x	3
EMC Corp.	Com	268648102	469	16,140	x	3
Emerson Electric Co.	Com	291011104	20,190	333,722	x	3
Endesa S.A. ADR	ADR	29258N107	467	29,400	x	3
Energizer Hldgs Inc	Com	29266R108	9	403	x	3
ENI S.p.A.	ADR	26874R108	4	60	x	3
Ennis Business Forms InCom		293389102	160	20,250	x	3

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

Enron Capital ResourcesPfd 9.0% Cu29357D208	99	3,700	x	3
Enron Corp Com 293561106	467	9,534	x	3
Ensco International IncCom 26874Q100	1,093	46,700	x	3
Equitable Resources IncCom 294549100	33	1,000	x	3
Equity Office PropertieComrust 294741103	32	1,000	x	3
Equity Residential IntePfdt Trust 29476L883	97	3,100	x	3
Equity Residential PptyPfdrust Ser29476L859	38	1,500	x	3
Equity Residential PropComies Trus29476L107	890	15,742	x	3
Ericsson L M Tel Co ADRADR B 294821400	261	48,129	x	3
Eshare Technologies IncCom 296428105	1	1,000	x	3
Estee Lauder Companies Com 518439104	46	1,065	x	3
Exodus Communications, Com. 302088109	7	3,600	x	3
Exxon Mobil Corp. Com 30231G102	41,047	469,913	x	3
Family Dollar Stores InCom 307000109	538	21,000	x	3
Fannie Mae Com 313586109	27,506	323,034	x	3
Farmer Brothers Co Com 307675108	128	550	x	3
Fastenal Co. Com 311900104	12	200	x	3
Federal Realty InvestmeComTrust 313747206	67	3,225	x	3
Federal Signal Corp. Com 313855108	25	1,066	x	3
Federated Department StComs 31410H101	312	7,350	x	3
Ferro Corp. Com 315405100	2,172	99,575	x	3
Fifth Third Bancorp Com 316773100	64,358	1,071,735	x	3
Finger Lakes Bancorp InCom 31787C107	18	1,735	x	3
Finova Group Inc. Com 317928109	35	9,375	x	3
Fired Up Inc. Com 8S00969	5	2,000	x	3
First Bell Bancorp Inc.Com 319301107	184	12,600	x	3
First Data Corp. Com 319963104	308	4,800	x	3
First Franklin Corp. Com 320272107	9	900	x	3
First Oak Brook BancshaCom, Inc. 335847208	38	1,700	x	3
First Tennessee Com 337162101	7,338	211,401	x	3
First Un Real Estate EqComy & 337400105	2	750	x	3
First Union Corp. Com 337358105	206	5,910	x	3
First VA Banks Inc. Com 337477103	52	1,100	x	3
Firstenergy Corp. Com 337932107	59	1,850	x	3
Fiserv Inc. Com 337738108	18	275	x	3
FleetBoston Financial CComoration 339030108	569	14,419	x	3
Fleetwood Enterprises ICom 339099103	1,326	94,180	x	3
Flextronics InternationComLtd Y2573F102	54	2,086	x	3
Florida Banks, Inc. Com 340560101	7	1,100	x	3
FMC Corp. Com 302491303	178	2,600	x	3
Ford Motor Co. Com 345370860	5,813	236,766	x	3
Fortune Brands Inc. Com 349631101	175	4,552	x	3
FPL Group Inc. Com 302571104	200	3,318	x	3
Franchise Finance Corp.Com America351807102	78	3,094	x	3
Freddie Mac Com 313400301	17,996	257,090	x	3
Freeport McMoran CopperComd Gold 35671D857	17	1,563	x	3
Fremont General Corp. Com 357288109	6	990	x	3
Friedman Billings RamseComrp Inc. 358433100	11	1,500	x	3
Fujitsu Ltd ADR 359590304	189	3,600	x	3
Fujitsu Ltd Ord For J15708159	107	10,200	x	3
Gallaher Group PLC-SponADRR 363595109	40	1,617	x	3
Gannett Co Com 364730101	927	14,060	x	3
Gap Inc. Com 364760108	5	168	x	3
Garden Fresh RestaurantComrp. 365235100	4	500	x	3
Gartner, Inc. Com 366651206	22	2,439	x	3
Gateway, Inc. Com 367626108	300	18,250	x	3
Gatx Corp. Com 361448103	3,643	90,858	x	3
Genentech Inc Com 368710406	1	25	x	3
General Electric Co. Com 369604103	52,449	1,075,869	x	3
General Magic Inc Com 370253106	0	400	x	3
General Mills Inc. Com 370334104	382	8,721	x	3
General Motors CorporatCom 370442105	3,682	57,213	x	3

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

General Motors CorporatCom - Class	370442832	153	7,542	x	3
Genome Therapeutics CorCom	372430108	36	2,400	x	3
Genuine Parts Co. Com	372460105	143	4,555	x	3
Genzyme Corp.-General DComsion	372917104	64	1,048	x	3
Genzyme Corporation-BioComgery Div	372917708	0	30	x	3
Genzyme-Molecular OncolCom	372917500	0	30	x	3
Georgia Pacific Corp. (Comber Grou	373298702	60	1,674	x	3
Georgia-Pacific Corp. Com	373298108	138	4,086	x	3
Gerber Scientific Inc. Com	373730100	13	1,200	x	3
Gillette Co. Com	375766102	232	8,020	x	3
Glacier Bancorp Inc Com	37637Q105	165	8,677	x	3
Glaxo Smithkline SponsoADR PLC ADR	37733W105	610	10,849	x	3
Global Crossing Ltd. Com	G3921A100	18	2,100	x	3
Golden West Finl Corp. Com	381317106	116	1,800	x	3
Goldman Sachs Group, InCom	38141G104	47	545	x	3
GPU Inc. Com	36225X100	37	1,060	x	3
Grainger WW Inc. Com	384802104	41	1,000	x	3
Guidant Corp. Com	401698105	7,357	204,362	x	3
H J Heinz Co Com	423074103	2,503	61,208	x	3
Halliburton Co. Com	406216101	637	17,883	x	3
Hancock John Finl ServiCom Inc.	41014S106	60	1,481	x	3
Harcourt General Inc. Com	41163G101	66	1,132	x	3
Harley Davidson, Inc. Com	412822108	598	12,700	x	3
Harris Corp. Com	413875105	35	1,300	x	3
Hartford Financial ServComs Group	416515104	1,296	18,950	x	3
Hasbro Inc. Com	418056107	39	2,687	x	3
Hawaiian Elec Inds Inc.Com	419870100	76	2,000	x	3
HCA Inc Com	404119109	117	2,600	x	3
Health Management AssocComes, Inc.	421933102	133	6,300	x	3
Hearst-Argyle TelevisioComnc.	422317107	292	14,602	x	3
Helix Technology Inc. Com	423319102	735	24,100	x	3
Helmerich & Payne Com	423452101	369	11,900	x	3
Henry Schein Inc. Com	806407102	2	55	x	3
Hershey Foods Corp. Com	427866108	526	8,520	x	3
Hewlett-Packard Co. Com	428236103	15,295	534,777	x	3
Hewlett-Packard Co. Com	431284108	91	3,400	x	3
Hillenbrand Industries Com.	431573104	1,117	19,553	x	3
Hilton Hotels Corp. Com	432848109	174	15,000	x	3
Hitachi Ltd ADR 10 Com ADR	433578507	6	60	x	3
HL&P Capital Trust I-8.Pfd% Tr PFD	404202202	49	2,000	x	3
Holly Corp. Com Par \$0.Com	435758305	0	8	x	3
Homestake Mining Co Com	437614100	12	1,500	x	3
HON Industries Inc. Com	438092108	1,210	49,950	x	3
Honeywell InternationalComc.	438516106	395	11,295	x	3
Hospitality Properties Comst	44106M102	3	100	x	3
Household InternationalComc.	441815107	239	3,580	x	3
HRPT Proprties Trust Com	40426W101	21	2,200	x	3
HSBC Holdings (Hong KonForeg)	H008111	428	36,125	x	3
HSBC Holdings PLC -SponADRDR	404280406	4	65	x	3
Hubbell Inc. CL B Com	443510201	259	8,922	x	3
Huffy Corp. Com	444356109	12	1,200	x	3
Human Genome Sciences ICom	444903108	675	11,200	x	3
Hunkar Laboratories IncCom	8S02052	0	3	x	3
Huntington Bancshares ICom	446150104	4,413	269,897	x	3
Hutchinson Whampoa - UnADRADR	448415208	56	1,100	x	3
Hyseq Inc Com	449163302	19	1,630	x	3
iBasis, Inc. Com	450732102	10	2,000	x	3
IBP Inc. Com	449223106	25	1,000	x	3
IDEC Pharmaceutical CorCom	449370105	24	350	x	3
Identix Inc. Com	451906101	2	300	x	3
IFCO Systems N.V. For	N43961106	1	393	x	3
Illinois Tool Works Com	452308109	8,482	133,999	x	3

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

Imation Corp.	Com	45245A107	2	90	x	3
Imclone Systems Inc	Com	45245W109	153	2,900	x	3
Immunex Corporation	Com	452528102	49	2,750	x	3
Imperial Chemical Inds	ADR ADR	452704505	2	70	x	3
Imperial Pkg Corp	Com	453077109	1	37	x	3
IMS Health Inc.	Com	449934108	634	22,254	x	3
Imx Pharmaceuticals Inc	Com	449730209	0	84,010	x	3
Incyte Pharmaceuticals	Com.	45337C102	42	1,700	x	3
Information Architects	Comp	45669R107	2	1,500	x	3
Infospace Com Inc.	Com	45678T102	0	1	x	3
Ing Groep NV Spons	ADR ADR	456837103	68	1,033	x	3
Inhale Therapeutic Sys	Com	457191104	23	982	x	3
Integral Technologies	ICom	45810J103	0	700	x	3
Intel Corp.	Com	458140100	34,596	1,182,754	x	3
International Business Comhines	Co	459200101	26,695	236,242	x	3
International Flavors &Comagrances	4595506101		38	1,500	x	3
International Paper	CapPfd	460137300	2,385	55,300	x	3
International Paper Co.	Com	460146103	1,199	33,592	x	3
International Rectifier	Comrporatio	460254105	7	200	x	3
International Speedway	Comporation	460335201	38	900	x	3
International Total Svc	Comnc	460499106	4	17,000	x	3
Internet Architecture	HComr Tr	46060A107	13	300	x	3
Internet Cap Group Inc	Com	46059C106	1	280	x	3
Internet Infrastructr	HComs Tr	46059V104	12	1,000	x	3
Internet Sec Sys Inc	Com	46060X107	10	211	x	3
Interpublic Group Compa	Coms Inc.	460690100	1,516	51,640	x	3
Invacare Corp.	Com	461203101	309	8,000	x	3
Invensys PLC Spons	Adr ADR	461204109	168	44,541	x	3
Ionics Inc.	Com	462218108	16	500	x	3
IRT Property Co	Com	450058102	26	2,400	x	3
Iscor Limited S.A.	ADR	464272202	1	400	x	3
Ito Yokado Ltd	ADR - NeADR	465714301	236	5,125	x	3
ITT Industries, Inc.	Com	450911102	199	4,500	x	3
Ixl Enterprises Inc	Com	450718101	0	200	x	3
J P Morgan Chase & Co	Pfd	46625H209	1,121	12,450	x	3
J.P. Morgan Chase & Co.	Com	46625H100	14,382	322,471	x	3
Jakks Pacific, Inc.	Com	47012E106	42	2,250	x	3
Jardine Matheson Holdin	ADRLtd. Spo	471115303	4	570	x	3
Jardine Strategic Holdi	For Ltd	G50764102	376	131,328	x	3
JDS Uniphase Corp	Com	46612J101	36	2,795	x	3
Jefferson-Pilot Corp.	Com	475070108	2,901	60,036	x	3
Johnson & Johnson	Com	478160104	24,971	499,411	x	3
Johnson Controls Inc.	Com	478366107	1,710	23,600	x	3
K Mart Corp.	Com	482584109	2	150	x	3
Kansas City Power & Lig	ComCo	485134100	1,325	53,975	x	3
Kansas City Southn Inds	Comc	485170302	8,985	568,654	x	3
Kaydon Corp.	Com	486587108	1,926	75,100	x	3
Kellwood Co	Com	488044108	58	2,500	x	3
KEMET Corp.	Com	488360108	10	500	x	3
Kendle International	InCom	48880L107	31	1,541	x	3
Kerr-McGee Corp.	Com	492386107	642	9,684	x	3
Keycorp New	Com	493267108	897	34,450	x	3
Keyspan Corporation	Com	49337W100	164	4,493	x	3
Kimberly-Clark Corp.	Com	494368103	1,203	21,520	x	3
KIMCO Realty 8.5% Cumul	Pfdve	49446R505	50	2,000	x	3
KIMCO Realty Corp.	Com	49446R109	47	1,000	x	3
Kinder Morgan Energy Pa	Comers LP	494550106	1,448	21,060	x	3
KMart Financing I 7.75%	Pfdnv	498778208	9	200	x	3
Kohls Corp.	Com	500255104	162	2,580	x	3
KOMATSU LTD. S.A.	ADR	500458401	5	260	x	3
Koninklijke Philips Ele	ADRONics N.	500472303	233	8,807	x	3
Korea Electric Power Co	ADR ADR	500631106	278	29,220	x	3

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

Kroll-O'Gara Co.	Com	501050108	5	500	x	3
LaCleda Gas Co	Com	505588103	74	2,900	x	3
Laidlaw Inc. New	Com	50730K503	0	800	x	3
LAM Research Corp.	Com	512807108	9	300	x	3
Lancaster Colony Corp.	Com	513847103	1,382	41,900	x	3
Lawson Products Inc.	Com	520776105	22	750	x	3
LCA-Vision Inc.	Com	501803209	5	2,000	x	3
Legg Mason, Inc.	Com	524901105	91	1,832	x	3
Leggett & Platt Inc.	Com	524660107	958	43,500	x	3
Lehman Brothers HoldingComnc		524908100	77	990	x	3
Lexmark International, Com.		529771107	17	250	x	3
Lilly (Eli) & Co.	Com	532457108	1,303	17,606	x	3
Lincoln National Corp.	Com.	534187109	4,779	92,350	x	3
Linens 'N Things, Inc	Com	535679104	57	2,100	x	3
Littlefuse Inc.	Com	537008104	59	2,200	x	3
Lockheed Martin Corp.	Com	539830109	2,807	75,766	x	3
Loews Corp.	Com	540424108	3,057	47,450	x	3
Losantiville Cnty Club	Comd	8S02062	4	15	x	3
Louisiana Pacific Corp.	Com	546347105	37	3,170	x	3
Lowe's Companies, Inc.	Com	548661107	1,581	21,790	x	3
LSI Industries Inc	Com	50216C108	56	2,400	x	3
LSI Logic Corp.	Com	502161102	71	3,766	x	3
Lubys Cafeterias Inc.	Com	549282101	25	2,535	x	3
Lucent Technologies IncCom		549463107	1,369	220,731	x	3
LVMH Moet Hennessy LouiADRuitton		502441207	10	1,000	x	3
M D U Resources Group, Com.		552690109	57	1,800	x	3
Madison Oil Co Del	Com	558131108	0	1	x	3
MAF Bancorp	Com	55261R108	71	2,299	x	3
Main Street Banks, Inc.	Com	56034R102	10	586	x	3
Mandalay Resort Group	Com	562567107	4	150	x	3
Manitowoc Co Inc.	Com	563571108	21	700	x	3
Manor Care Inc	Com	564055101	271	8,550	x	3
Manulife Finl Corp	Com	56501R106	45	1,600	x	3
Marconi Plc	ADR	566306205	11	1,500	x	3
Markel Corp.	Com	570535104	39	200	x	3
Marks & Spencer Ltd SpoADRred		570697607	4	200	x	3
Marriott International ComA		571903202	65	1,383	x	3
Marsh & McLennan Cos InCom		571748102	247	2,448	x	3
Marshall & Ilsley Corp.	Com	571834100	846	15,700	x	3
Martin Lawrence Ltd EdiComns Inc.		573269107	0	200	x	3
Martin Marietta MateriaCom		573284106	6,436	130,041	x	3
Masco Corp.	Com	574599106	176	7,052	x	3
MascoTech, Inc.	Com	574670998	0	3,000	x	3
Matsushita Elec Ind	ADR	576879209	337	21,300	x	3
Matsushita Electric IndForo		J41121104	122	7,800	x	3
Mattel Inc.	Com	577081102	49	2,596	x	3
Maxim Integrated ProducCom Inc.		57772K101	4	100	x	3
May Department Stores	Com	577778103	968	28,267	x	3
MBIA, Inc.	Com	55262C100	459	8,235	x	3
McCormick & Co.	Com	579780206	2,911	69,278	x	3
McDATA Corporation Cl ACom		580031201	5	293	x	3
McDonald's Corporation	Com	580135101	18,818	695,428	x	3
McGraw-Hill Companies ICom		580645109	3	40	x	3
McKesson HBOC, Inc.	Com	58155Q103	56	1,500	x	3
McMoran Exploration Co	Com	582411104	0	5	x	3
Mead Corp.	Com	582834107	104	3,821	x	3
Media General Inc. ClasCom		584404107	37	800	x	3
Medimmune Inc.	Com	584699102	788	16,705	x	3
Medtronic Inc.	Com	585055106	6,886	149,662	x	3
Mellon Finl Corp	Com	58551A108	21,503	467,465	x	3
Mercantile Bankshares CCom.		587405101	141	3,600	x	3
MerchantOnline.com, IncCom		588200105	0	2,500	x	3

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

Merck & Co., Inc.	Com	589331107	31,510	493,034	x	3
Mercury Interactive CorComation		589405109	6	95	x	3
Meridian Bioscience, InCom		589584101	11	2,173	x	3
Meritor Svgs Bk PA in RComivership		590007100	3	1,750	x	3
MERL Holdings Inc.Com	Com	590086104	0	1,000	x	3
Merrill Lynch & Co 9% CPfdPfd		590188819	29	1,000	x	3
Merrill Lynch & Co., InCom		590188108	878	14,815	x	3
Merrill Lynch Capt TrusPfdI		59021C203	16	600	x	3
Merry Land Properties ICom		590441101	1	87	x	3
Metlife Inc	Com	59156R108	3	100	x	3
Metricom Inc.	Com	591596101	0	50	x	3
MGIC Investment CorporaComn		552848103	107	1,475	x	3
Michelin S A, Cie GenerFor Des		F61824144	235	7,410	x	3
Micron Technology Inc. Com		595112103	3	70	x	3
Microsoft Corp.	Com	594918104	39,325	538,700	x	3
Midas Inc.	Com	595626102	1	95	x	3
Milacron Inc	Com	598709103	388	24,753	x	3
Milacron Inc 4% PFD	Pfd	598709202	4	108	x	3
Millennium PharmaceuticCom Inc		599902103	117	3,300	x	3
Miller Herman Inc.	Com	600544100	58	2,400	x	3
Millipore Corp.	Com	601073109	53	850	x	3
Mineral Mountain MiningCom		602873101	0	333	x	3
Minnesota Mining & ManuComturing		C604059105	2,591	22,712	x	3
Mirant Corporation	Com	604675108	139	4,031	x	3
Mitsubishi Heavy IndustFors, Ltd.		J44002129	5	1,000	x	3
Mitsubishi Tokyo FinancADR Group,		606816106	50	5,860	x	3
Molex Inc.	Com	608554101	1,032	28,254	x	3
Molex Inc. Cl A	Com	608554200	10,901	365,550	x	3
Moodys Corp	Com	615369105	393	11,727	x	3
Morgan St Dean Witter DComover &		C617446448	985	15,329	x	3
Motorola Inc.	Com	620076109	973	58,740	x	3
Murray Global Retu Ord For		M004265	128	99,624	x	3
Murray Global Retu ZeroPfdv Pfd		M004280	174	99,624	x	3
Myriad Genetics Inc	Com	62855J104	95	1,500	x	3
Nabors Industries Inc. Com		629568106	1,136	30,540	x	3
Nasdaq 100 Shares	Com	631100104	334	7,260	x	3
National Australia BankADR Spon		A632525408	847	9,570	x	3
National City Corp.	Com	635405103	5,043	163,852	x	3
National Service IndustComs Inc.		637657107	32	1,400	x	3
Navistar International Comp.		63934E108	1	20	x	3
NCR Corp.	Com	62886E108	34	727	x	3
Neiman Marcus Group IncCom		640204301	5	156	x	3
Nestle SA Sponsored ADRADR		641069406	2,658	50,030	x	3
Net2000 Communications Com		64122G103	0	75	x	3
Network Appliance Inc Com		64120L104	1	100	x	3
New England Business SeComce		643872104	38	2,000	x	3
New York Times Co.	Com	650111107	57	1,350	x	3
Newell Rubbermaid Inc. Com		651229106	428	17,053	x	3
Newmont Mining Corp.	Com	651639106	82	4,408	x	3
Newpark Resources Inc. Com Par \$0.		651718504	388	34,932	x	3
Nextel Communications, Com.		65332V103	14	800	x	3
Nicor Inc.	Com	654086107	19	500	x	3
Nike Inc.	Com	654106103	290	6,900	x	3
Niku Corp	Com	654113109	0	100	x	3
Nippon Telegraph & TeleForne Corp.		654624105	3	110	x	3
Nisource Inc.	Com	65473P105	79	2,890	x	3
Nokia Oyj Sponsored ADRADR		654902204	1,545	70,085	x	3
Nordstrom Inc.	Com	655664100	19	1,000	x	3
Norfolk Southern Corp. Com		655844108	3,806	183,887	x	3
Norfolk Southern RailwaPfd.		655855203	5	118	x	3
Norsk Hydro As Adr	ADR	656531605	614	14,375	x	3
Nortel Networks Corp.	Com	656568102	1,579	173,750	x	3

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

North European Oil RoyCom Trust	659310106	6	315	x	3
North Fork Bancorp, IncComEL	659424105	47	1,500	x	3
North Star Inc. Com	990186918	27	2,000	x	3
Northern Mineral Co Com	665415105	0	38	x	3
Northern Trust Corp. Com	665859104	177	2,825	x	3
Northrop Grumman Corp. Com	666807102	32	400	x	3
Northwest Natural Gas CComany	667655104	21	825	x	3
Novartis AG For	H5820Q150	196	5,400	x	3
Novartis AG-ADR ADR	66987V109	666	18,420	x	3
Novell, Inc. Com	670006105	7	1,200	x	3
Novo-Nordisk A/S ADR ADR	670100205	405	9,000	x	3
NSP Financing I-7.875% PfdPFD	629384207	25	1,000	x	3
Nucor Corp. Com	670346105	40	822	x	3
Ocwen Financial Corp. Com	675746101	43	4,188	x	3
Ohio Casualty Corp. Com	677240103	232	17,896	x	3
On Command Corp. Com	682160106	3	580	x	3
Oneida Ltd Com	682505102	255	12,546	x	3
Oneida Valley Secs CorpCom	682607106	0	20	x	3
Openwave Systems Inc. Com	683718100	3	100	x	3
Oracle Corp Com	68389X105	1,120	58,947	x	3
Oshkosh Truck Corp. ClaComB	688239201	192	4,350	x	3
Paccar Inc. Com	693718108	118	2,300	x	3
Pacific Century FinanciComCorp.	694058108	15	600	x	3
Pacific WebWorks Inc. Com	69506E103	0	30	x	3
Pall Corp. Com	696429307	56	2,400	x	3
Palm, Inc. Com	696642107	54	8,869	x	3
Panda Project Inc. Com	69833F104	0	5	x	3
Park Ohio Inds Inc OhioCom	700677107	2	370	x	3
Parker Hannifin Corp. Com	701094104	49	1,162	x	3
Payless Shoesource Inc.Com	704379106	10	160	x	3
Peet's Coffee & Tea IncCom	705560100	35	4,200	x	3
Penney (J C) Co Inc. Com	708160106	63	2,400	x	3
Penton Media Inc. Com	709668107	5	300	x	3
Peoples Energy Corp. Com	711030106	24	600	x	3
PepsiAmericas, Inc. Com	71343P200	24	1,767	x	3
PepsiCo, Inc. Com	713448108	4,426	100,135	x	3
Peregrine Systems Inc Com	71366Q101	0	10	x	3
PerkinElmer, Inc. Com	714046109	5	176	x	3
Perlis Plantations-UnspADRR	713900207	13	11,000	x	3
Perrigo Company Com	714290103	8	500	x	3
Petroleo Brasileiro S.AADR Petrobra	71654V101	6	250	x	3
Pfizer Inc. Com	717081103	35,101	876,439	x	3
Pharmacia Corp Com	71713U102	4,557	99,171	x	3
Phelps Dodge Com	717265102	10	240	x	3
Philip Morris CompaniesComc.	718154107	3,767	74,225	x	3
Phillips Petroleum CompCom	718507106	4,278	75,053	x	3
Piedmont Natural Gas CoCom	720186105	28	800	x	3
Pier 1 Imports Inc. Com	720279108	12	1,000	x	3
Pierre Foods, Inc. Com	720830108	1	500	x	3
Pioneer Standard Com	723877106	682	53,300	x	3
Pitney-Bowes, Inc. Com	724479100	697	16,537	x	3
Placer Dome Inc. Com	725906101	20	2,042	x	3
Plains Resources Inc. NCom	726540503	48	2,000	x	3
PLC Capital Trust I 8.2Pfd	693406209	50	2,000	x	3
Plum Creek Timber Co L Com	729251108	67	2,400	x	3
PMC Capital Inc. Com	693430100	32	4,100	x	3
PMI Group Inc. Com	69344M101	761	10,625	x	3
PNC Financial Services Comup	693475105	4,724	71,799	x	3
Pohang Iron & Steel Co,ADRd ADS	730450103	284	14,400	x	3
Polyone Corp Com	73179P106	4	375	x	3
Pomeroy Computer ResourCom Inc.	731822102	41	2,750	x	3
Portal Software Inc Com	736126103	1	300	x	3

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

Portugal Telecom, SGPS,ADRA.	737273102	3	500	x	3
Post Properties Inc. Com	737464107	810	21,400	x	3
Potash Corp. of SaskatcForan	73755L107	2,032	35,400	x	3
Potomac Electric Power Com	737679100	36	1,710	x	3
Powergen PLC-Sponsored ADR Final	738905405	61	1,500	x	3
PPG Industries, Inc. Com	693506107	515	9,800	x	3
PPL Corporation Com	69351T106	12	210	x	3
Praxair Inc. Com	74005P104	47	1,000	x	3
Pride International IncCom	741932107	95	5,000	x	3
Procter & Gamble Co. Com	742718109	35,744	560,248	x	3
Progress Energy Inc. Com	743263105	635	14,130	x	3
Progress Energy, Inc Com	743263AA3	0	937	x	3
Prologis Trust Com	743410102	23	1,000	x	3
Provident Financial GRPCom	743866105	175	5,321	x	3
Providian Financial CorCom	74406A102	401	6,770	x	3
Public Service EnterpriComGroup	744573106	30	615	x	3
Pulitzer Inc Com	745769109	48	917	x	3
QLogic Corp. Com	747277101	26	400	x	3
Quaker Chemical Corp. Com	747316107	6	342	x	3
Quaker Oats Com	747402105	137	1,502	x	3
Qualcomm Inc. Com	747525103	1,006	17,205	x	3
Qualstar Corporation Com	74758R109	13	2,000	x	3
Questar Corp. Com	748356102	40	1,600	x	3
Qwest Communications InComnational	749121109	1,735	54,438	x	3
R.H. Donnelly Corp. Com	74955W307	71	2,224	x	3
Ralston-Ralston Purina Comup	751277302	104	3,462	x	3
Rambus Inc. Com	750917106	63	5,100	x	3
Ramtron International CComoration	751907304	1	400	x	3
Rand McNally & Company Comcrow)	752210971	0	50	x	3
Raymond James FinancialComc.	754730109	34	1,125	x	3
Rayonier Inc. Com	754907103	22	475	x	3
Raytheon Company Com	755111507	262	9,860	x	3
Reebok International LtCom	758110100	24	755	x	3
Regions Financial Corp.Com	758940100	279	8,720	x	3
Reliant Energy Inc Com	75952J108	437	13,554	x	3
Repsol S.A. ADR	76026T205	773	46,400	x	3
Reuters Holdings PLC SpADRADR	76132M102	54	693	x	3
Reynolds & Reynolds Co ComA	761695105	13	575	x	3
Reynolds R J Tob Hldgs Com	76182K105	9	160	x	3
Rio Tinto PLC - SponsorADRADR	767204100	476	6,555	x	3
Rite Aid Corp. Com	767754104	36	4,000	x	3
Roche Holding AG ADR	771195104	79	1,100	x	3
Rockwell International Comp.	773903109	47	1,224	x	3
Rohm & Haas Com	775371107	208	6,325	x	3
Rohm Co Ltd For	J65328122	156	1,000	x	3
Rolls-Royce plc S.A. ADR	775781206	5	330	x	3
Royal & Sun Alliance InForance GrpG	8566X133	5	657	x	3
Royal Dutch Petroleum CADRDR	780257804	4,700	80,660	x	3
Royal KPN Nederland NV ADRn ADR	780641205	12	2,063	x	3
Ruby Tuesday Inc. Com	781182100	63	3,680	x	3
S C I Systems Inc. Com	783890106	99	3,900	x	3
Sabre Group Holdings InCom	785905100	43	866	x	3
Safeguard Scientifics ICom	786449108	31	6,000	x	3
Safeway Inc. Com	786514208	2,797	58,274	x	3
Saipem SPA- Ord IL 1000Forr	T82000117	181	33,000	x	3
Salton Inc. Com	795757103	9	500	x	3
San Paolo-imi S P A ADR	799175104	620	23,785	x	3
Sandisk Corp. Com	80004C101	5	165	x	3
SAP AG Sponsored ADR ADR	803054204	70	2,000	x	3
Sara Lee Corp. Com	803111103	254	13,431	x	3
SBC Communications Inc.Com	78387G103	13,259	330,984	x	3
Schering-Plough Corp. Com	806605101	19,004	524,388	x	3

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

Schlumberger Limited	Com	806857108	8,966	170,293	x	3
Schwab Charles Corp.	Com	808513105	4,661	304,640	x	3
Schweitzer-Mauduit Intl	Com	808541106	2	84	x	3
Scientific-Atlanta Inc.	Com	808655104	524	12,900	x	3
Scripps Co E W Cl A	Com	811054204	173	2,500	x	3
Scriptel Holdings Inc.	Com	811075100	0	18,000	x	3
Seagate Technology Inc.	Com	811804988	0	370	x	3
Sealed Air Corp.	Com	81211K100	63	1,700	x	3
Sears Roebuck & Co	Com	812387108	180	4,264	x	3
Secom Co Ltd - Ord	For	J69972107	218	3,900	x	3
Secom Co Ltd Adr	ADR	813113206	22	200	x	3
Semiconductor HLDRS Tr	Com	816636203	5	100	x	3
Sensient Technologies	Com	81725T100	29	1,400	x	3
Service Corp. Internati	Com	817565104	48	7,500	x	3
ServiceMaster Co	Com	81760N109	371	30,878	x	3
Shell Transport & Tradi	ADR	822703609	786	15,612	x	3
Sherwin Williams Corp.	Com	824348106	18	800	x	3
Shopsmith Inc	Com	825098106	0	750	x	3
Siemens AG Sponsored	ADR	826197501	167	2,700	x	3
Sigma-Aldrich Corp.	Com	826552101	100	2,600	x	3
Singapore Telecommunica	ADR	82929R106	15	1,400	x	3
Sinopec Shanghai - Spon	ADR	82935M109	6	400	x	3
SK Telecom Co., Ltd. Sp	ADR	82935M109	5	319	x	3
Sky Financial Group Inc	Com	83080P103	51	2,696	x	3
Smucker J M Co	Com	832696306	117	4,500	x	3
Softbank Corp	For	J75963108	7	200	x	3
Solelectron Corp.	Com	834182107	124	6,800	x	3
Solutia Inc.	Com	834376105	25	1,924	x	3
Sony Corp. - Sponsored	ADR	835699307	1,861	28,290	x	3
Southern Pacific Petrol	ADR	843581307	1	1,375	x	3
Southwest Airlines Co.	Com	844741108	33	1,800	x	3
Spieker Properties, Inc	Com	848497103	90	1,500	x	3
Sprint Corp. (PCS Group)	Com	852061506	232	9,622	x	3
Sprint Corporation (FONC	Com	852061100	1,068	50,013	x	3
St Gobain	For	F80343100	340	2,500	x	3
St Jude Medical Inc.	Com	790849103	636	10,600	x	3
St. Mary Land & Explora	Com	792228108	313	13,400	x	3
St. Paul Companies Inc.	Com	792860108	167	3,300	x	3
Standard & Poors DEP Re	Com	78462F103	232	1,882	x	3
Staples Inc.	Com	855030102	118	7,400	x	3
Starbucks Corp.	Com	855244109	55	2,400	x	3
Starwood Hotels & Resor	Com	85590A203	55	1,468	x	3
State Street Corp.	Com	857477103	299	6,040	x	3
Station Casinos, Inc.	Com	857689103	163	10,200	x	3
Steris Corp.	Com	859152100	12	600	x	3
Stilwell Financial Inc	Com	860831106	26,542	790,895	x	3
Stmicroelectronics NV -	For	861012102	61	1,800	x	3
Stone Energy Corp.	Com	861642106	1,644	37,106	x	3
Strattec Security Corp.	Com	863111100	17	500	x	3
Stride Rite Corp.	Com	863314100	1	59	x	3
Structural Dynamics Res	Com	863555108	15	600	x	3
Stryker Corp.	Com	863667101	176	3,200	x	3
Student Loan Mkting	Pfd	863871208	44	900	x	3
Sun Microsystems Inc.	Com	866810104	4,130	262,706	x	3
Sunoco Inc.	Com	86764P109	8	228	x	3
Suntrust Banks Inc.	Com	867914103	726	11,208	x	3
Superior Energy Service	Com	868157108	16	2,000	x	3
Supervalu Inc.	Com	868536103	423	24,100	x	3
Swire Pacific Ltd Ord C	For	Y83310105	119	23,000	x	3
Swire Pacific Ltd Spons	ADR	870794302	13	2,460	x	3
Switchboard Inc	Com	871045100	1	100	x	3

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

Symantec Corporation	Com	871503108	35	800	x	3
Symbol Technologies Inc	Com	871508107	28	1,282	x	3
Symons Intl Group Inc	Com	87154P105	3	8,310	x	3
Synavant Inc	Com	87157A105	1	174	x	3
Syngenta AG - Sponsored	ADRR	87160A100	178	16,480	x	3
Synovus Financial Corp.	Com	87161C105	32	1,012	x	3
Sysco Corp.	Com	871829107	17,493	644,294	x	3
Systems & Computer Tech	Comogy Corp	871873105	13	1,437	x	3
T R W Inc.	Com	872649108	228	5,560	x	3
Taiwan Semiconductor Co	ADRTD Spons	874039100	123	8,102	x	3
Target Corp	Com	87612E106	8,810	254,610	x	3
Taubman Centers, Inc.	Com	876664103	63	4,500	x	3
Teco Energy Inc.	Com	872375100	12	400	x	3
Telebras - Spon	ADR	879287100	0	350	x	3
Telecom Corp. of New	ADR	879278208	2	110	x	3
Telecom Italia SpA S.A.	ADR	87927W106	2	20	x	3
Telecominicaoes Brasile	ADRS SA ADR	879287308	2	50	x	3
Teleflex Inc.	Com	879369106	44	1,000	x	3
Telefonica SA Spons	ADRADR	879382208	1,568	42,117	x	3
Telefonos de Mexico SA	ADRns ADR	879403780	208	5,924	x	3
Telephone & Data System	ComInc.	879433100	551	5,065	x	3
Tellabs, Inc.	Com	879664100	7	350	x	3
Temple Inland Inc.	Com	879868107	107	2,000	x	3
Tenet Healthcare Corp.	Com	88033G100	52	1,000	x	3
Tennant Co	Com	880345103	36	900	x	3
Teraforce Technology Co	Comration	88077T109	0	1,000	x	3
Terra Networks, S. A.	ADR	88100W103	0	8	x	3
Terumo Corp.	Com	J83173104	211	11,500	x	3
Teva Pharmaceutical-SP	ADR	881624209	10	160	x	3
Texaco Inc.	Com	881694103	9,770	146,698	x	3
Texas Instruments Inc.	Com	882508104	14,143	448,985	x	3
Textron Capital I Trust	Pfdd	883198202	25	1,000	x	3
Textron Inc.	Com	883203101	272	4,950	x	3
The AES Corporation	Com	00130H105	204	4,749	x	3
The Allstate Corp.	Com	020002101	520	11,810	x	3
The Bear Stearns Compan	Com Inc.	073902108	352	5,975	x	3
The Cincinnati Gas & El	PfdCo	172070831	5	200	x	3
The Home Depot, Inc.	Com	437076102	24,133	518,439	x	3
The Kroger Co.	Com	501044101	5,471	218,852	x	3
The Royal Bank of Scotl	Pfd Grp Plc	780097507	13	500	x	3
The Scotts Co Class A	Com	810186106	240	5,800	x	3
The Southern Company	Com	842587107	236	10,145	x	3
The Town and Country Tr	Com	892081100	296	14,500	x	3
The Valspar Corp.	Com	920355104	7,387	208,085	x	3
The Walt Disney Co.	Com	254687106	7,878	272,678	x	3
Thermo Electron Corp.	Com	883556102	55	2,490	x	3
Time Warner Telecom Inc	Com A	887319101	161	4,800	x	3
Timken Co	Com	887389104	34	2,000	x	3
Tokio Marine & Fire Ins	ADRnce Co.,	889090403	6	130	x	3
Tomkins PLC Sponsored	AADR	890030208	5	500	x	3
Tootsie Roll Industries	Comc.	890516107	2,517	65,316	x	3
Topps Inc.	Com	890786106	0	1	x	3
Tosco Corp. Com New	Com	891490302	432	9,800	x	3
Total Fina Elf S.A.	ADRADR	89151E109	10,985	156,486	x	3
Trans World Airlines	Com	893349837	0	1	x	3
Transcanada Pipelines	LPfd	893526756	44	1,750	x	3
Transocean Sedco Forex	Com	G90078109	171	4,134	x	3
Tri City Bank Shares Co	Com- Wisc	895364107	1	15	x	3
Tribune Co	Com	896047107	128	3,200	x	3
Tricon Global Restaura	ComInc.	895953107	169	3,840	x	3
Tupperware Corp.	Com	899896104	10	420	x	3
TXU Corp	Com	873168108	450	9,332	x	3

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

TXU Electric Capital IIPfd.00%	Cu87316Q207	25	1,000	x	3
Tyco International LTD For	902124106	23,778	436,293	x	3
U.S. Bancorp (new) Com	902973304	23,280	1,021,516	x	3
Ubs Ag For	H8920G155	158	1,114	x	3
Ucar International Inc.Com	90262K109	1,636	136,900	x	3
Uni Charm Corp For	J94104114	198	6,100	x	3
Unilever PLC ADR	904767704	45	1,310	x	3
Union Pacific Capital TPfdt Term	907824403	29	600	x	3
Union Pacific Corp. Com	907818108	6,221	113,293	x	3
United Dominion Realty Comst	910197102	753	53,200	x	3
United Dominion Realty Pfdst	910197300	15	600	x	3
United Overseas Bank LtFor	V96194127	126	20,000	x	3
United Overseas Bank LTADRpons ADR	911271302	4	316	x	3
United Parcel Service ICom	911312106	509	8,810	x	3
United Technologies CorCom	913017109	2,900	39,591	x	3
UnitedHealth Group IncoComrated	91324P102	142	2,300	x	3
Universal Display Corp Com	91347P105	10	500	x	3
Universal Hlth Rlty IncCom Tr	91359E105	13	613	x	3
Unocal Capital Trust Pfd	91528T207	19	400	x	3
Unocal Corp. Com	915289102	3,199	93,685	x	3
UnumProvident CorporatiCom	91529Y106	4	115	x	3
US Air Group Com	911905107	12	500	x	3
USA Education, Inc. Com	90390U102	204	2,800	x	3
USX MARATHON GROUP Com	902905827	13	425	x	3
USX-U.S. Steel Group Com	90337T101	0	19	x	3
Utilicorp United Inc. Com	918005109	14	450	x	3
V F Corp. Com	918204108	58	1,600	x	3
Valmont Ind Inc Com	920253101	18	1,000	x	3
Valuevision InternationComInc. Cl	92047K107	67	3,100	x	3
Varian Inc Com	922206107	19	600	x	3
Varian Medical Systems Com	92220P105	43	600	x	3
Varian Semiconductor EqCom	922207105	25	600	x	3
Vectren Corp Com	92240G101	124	5,982	x	3
Verizon Communications Com	92343V104	15,538	290,438	x	3
Vertex Pharmaceuticals Com.	92532F100	54	1,100	x	3
Viacom Inc Class A Com	925524100	53	1,000	x	3
Viacom Inc Class B Com	925524308	247	4,780	x	3
Vina Concha Y Toro SA SADRs ADR	927191106	4	100	x	3
Vion Pharmaceuticals InCom	927624106	4	500	x	3
Vishay Intertechnology Com.	928298108	47	2,032	x	3
Visteon Corp Com	92839U107	311	16,947	x	3
Vitesse Semiconductor CCom.	928497106	70	3,325	x	3
Vodafone Group Plc New ADR	92857W100	197	8,820	x	3
Vornado Realty Trust CoComn Shares	929042109	1,228	31,466	x	3
Wachovia Corp. Com	929771103	256	3,600	x	3
Walgreen Co Com	931422109	1,638	47,956	x	3
Wal-Mart Stores, Inc. Com	931142103	2,752	56,399	x	3
Walnut Capital PartnersCom	WLNTLPZZZ	400	16	x	3
Washington Federal Inc.Com	938824109	3,812	155,485	x	3
Washington Mutual, Inc.Com	939322103	726	19,326	x	3
Washington Real Estate Comestors	T939653101	229	9,700	x	3
Waste Management, Inc. Com	94106L109	199	6,450	x	3
Waterford Wedgewood - UFor	G94697102	226	245,000	x	3
Watts Industries Inc CComs A	942749102	5	300	x	3
Webmd Corporation Com	94769M105	0	52	x	3
Weingarten Realty InvesComs	948741103	58	1,318	x	3
Weis Markets Inc Com	948849104	51	1,441	x	3
Wells Fargo Company Com	949746101	1,473	31,719	x	3
Wendy's International ICom	950590109	3	108	x	3
Western Resources Inc Com	959425109	1,357	63,100	x	3
Westvaco Corp. Com	961548104	160	6,579	x	3
Weyerhaeuser Co. Com	962166104	528	9,600	x	3

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

White Mountains Inc GroComLtd Com	G9618E107	1,117	2,970	x	3
Whole Foods Market, IncCom	966837106	54	2,000	x	3
Wild Oats Markets Inc. Com	96808B107	22	2,100	x	3
Willamette Inds Com	969133107	347	7,010	x	3
Williams CommunicationsComoup, Inc	969455104	11	3,669	x	3
Williams Companies Inc.Com	969457100	147	4,464	x	3
Williams Sonoma Inc. Com	969904101	253	6,508	x	3
Wind River Systems Inc Com	973149107	21	1,187	x	3
Winstar Communications,Comc.	975515107	0	2,000	x	3
Winton Finl Corp Com	976446104	12	1,400	x	3
Wolters Kluwer NV SponsADRR	977874205	348	12,955	x	3
World Television Inc Com	98151F305	0	23	x	3
WorldCom, Inc. - MCI GrCom	98157D304	166	10,287	x	3
WorldCom, Inc. - WorldCComGroup	98157D106	8,451	595,175	x	3
Worthington Industries,Comc.	981811102	41	3,000	x	3
WPP Group plc SponsoredADRR	929309300	63	1,252	x	3
Wrigley (WM) Jr. CompanCom	982526105	67	1,440	x	3
WSFS Financial Corp. Com	929328102	731	42,500	x	3
Xcel Energy Inc Com	98389B100	87	3,052	x	3
Xerox Corp. Com	984121103	237	24,800	x	3
Xilinx Inc. Com	983919101	30	739	x	3
XL Capital Ltd - Class Com	G98255105	172	2,100	x	3
XO Communications Inc. Com	983764101	6	3,000	x	3
Yahoo Inc Com	984332106	159	7,948	x	3
York International Inc Com	986670107	121	3,450	x	3
Zurich Financial ServicADRAG ADR	98982M107	4	109	x	3

FORM 13F Name of Reporting Manager:

Legg Mason, Inc.

(On Behalf of Batterymarch Financial
For Positions Held 6/30/2001)

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr	(8) (9)
3TEC ENERGY CORP	Com	88575R308	299	18,700	x	4	1
ABBOTT LABS COM	Com	002824100	19,205	400,100	x	4	38
ACTRADE FINANCIAL TECHNOLOGIES	Com	D00507P102	104	4,400	x	4	4
ACTUATE CORPORATION	Com	00508B102	407	42,600	x	4	4
ADVANCED DIGITAL INFORMATION	CCom	007525108	12	700	x	4	4
ADVANCED MICRO DEVICES INC	COCom	007903107	4,841	167,500	x	4	16
AES CORP	Com	00130H105	112	2,600	x	4	4
AFFILIATED COMPUTER SERVICES	CCom	008190100	10,564	146,900	x	4	14
AIRGAS INC COM	Com	009363102	92	7,700	x	4	4
AIRTRAN HOLDINGS INC	Com	00949P108	164	16,000	x	4	1
ALBANY INTL CORP CL A	Com	012348108	1,523	80,600	x	4	6
ALBEMARLE CORP	Com	012653101	6,831	294,810	x	4	26
ALBERTA ENERGY CO. LTD	Com	012873105	767	18,600	x	4	1
ALBERTO CULVER CO CL B CONV	Com	013068101	11,321	269,300	x	4	24
ALCOA INC	Com	013817101	10,839	275,100	x	4	26
ALLEGHENY ENERGY INC COM	Com	017361106	1,129	23,400	x	4	1
ALLERGAN INC COM	Com	018490102	3,067	36,500	x	4	3
ALLETE COM	Com	018522102	947	42,100	x	4	4
ALLIANCE GAMING CORP COM	Com	01859P609	3,884	98,900	x	4	9
ALLIANT TECHSYSTEMS INC COM	Com	018804104	2,776	30,875	x	4	2

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

ALLSTATE CORP	Com	020002101	9,203	209,200	x	4	20
ALLTEL CORP COM	Com	020039103	3,535	57,700	x	4	5
AMB PROPERTY CORP	Com	00163T109	1,600	62,100	x	4	6
AMERADA HESS CORP COM	Com	023551104	4,129	51,100	x	4	5
AMERICAN ELEC PWR INC COM	Com	025537101	54,056	1,170,800	x	4	1,14
AMERICAN EXPRESS CO COM	Com	025816109	5,513	142,100	x	4	13
AMERICAN FINANCIAL HLDGS INC	Com	026075101	861	36,500	x	4	3
AMERICAN GENERAL CORP COM	Com	026351106	4,873	104,900	x	4	9
AMERICAN HOME PRODS CORP COM	Com	026609107	8,672	147,600	x	4	14
AMERICAN INTL GROUP INC COM	Com	026874107	30,136	354,500	x	4	33
AMERICAN SAFETY CLOSURE	Com	029351400	0	5,087	x	4	
AMERICAN STAND COS INC COM	Com	029712106	45,838	762,700	x	4	73
AMERICREDIT CORP COM	Com	03060R101	29,819	574,000	x	4	53
AMERISOURCE HEALTH CORP CL A	Com	03071P102	18,226	329,289	x	4	29
AMERN EAGLE OUTFITTERS INC	Com	02553E106	46	1,300	x	4	
AMERUS LIFE HLDGS INC COM	Com	03072M108	5,150	145,200	x	4	13
AMETEK INC NEW COM	Com	031100100	3,040	99,500	x	4	7
AMGEN INC COM NASD INDL	Com	031162100	6,833	112,600	x	4	10
AMPHENOL CORP NEW CL A	Com	032095101	765	19,100	x	4	1
AMSOUTH BANCORPORATION COM	Com	032165102	333	18,000	x	4	
ANALOG DEVICES INC COM	Com	032654105	13	300	x	4	
ANCHOR GAMING	Com	033037102	2,837	43,900	x	4	4
ANHEUSER BUSCH COS INC COM	Com	035229103	4,557	110,600	x	4	10
AOL TIME WARNER INC	Com	00184A105	39,313	741,750	x	4	70
APHTON CORP	Com	03759P101	830	37,900	x	4	3
APOGEE ENTERPRISES INC COM	NCom	037598109	461	36,900	x	4	3
APOGENT TECHNOLOGIES INC	Com	03760A101	2,994	121,700	x	4	10
APOLLO GROUP INC -CL A	Com	037604105	12,777	301,000	x	4	29
APPLEBEES INTL INC	Com	037899101	4,968	155,250	x	4	14
APPLIED MATERIALS	Com	038222105	5,382	109,600	x	4	10
APRIA HEALTHCARE GROUP	Com	037933108	1,999	69,300	x	4	6
APTARGROUP INC COM	Com	038336103	188	5,800	x	4	
ARCH CHEMICALS INC	Com	03937R102	269	12,300	x	4	1
ARDEN RLTY GROUP INC COM	Com	039793104	32	1,200	x	4	
AREMISSOFT CORP/DE	Com	040026106	7,981	492,700	x	4	45
ARGOSY GAMING CORP	Com	040228108	1,549	55,800	x	4	4
ASIAINFO HOLDINGS INC	Com	04518A104	20,388	1,032,300	x	4	99
ASSOCIATED BANC CORP.	Com	045487105	2,987	83,000	x	4	8
ASTORIA FINL CORP	Com	046265104	34,777	632,300	x	4	61
AT&T	Com	001957109	14,822	673,705	x	4	64
AT&T CORP - LIBERTY MEDIA A SH	Com	001957208	4,178	238,900	x	4	22
ATMEL CORP	Com	049513104	309	22,900	x	4	1
ATMOS ENERGY CORP COM	Com	049560105	413	16,900	x	4	1
AUTODESK INC COM NASD INDL	Com	052769106	27,119	727,040	x	4	69
AUTOMATIC DATA PROCESSING INC	Com	M053015103	3,250	65,400	x	4	6
AUTOZONE INC	Com	053332102	10,984	292,900	x	4	27
AVANT CORP COM	Com	053487104	3,858	290,085	x	4	26
AVID TECHNOLOGY INC	Com	05367P100	465	29,600	x	4	2
AZTAR CORP COM	Com	054802103	4,581	378,600	x	4	36
BALL CORP COM	Com	058498106	11,086	233,100	x	4	22
BANK NEW YORK INC COM	Com	064057102	8,342	173,800	x	4	16
BANK OF AMERICA CORP	Com	060505104	25,424	423,517	x	4	40
BANK ONE CORP	Com	06423A103	5,901	164,828	x	4	15
BARR LABORATORIES INC	Com	068306109	30,638	442,750	x	4	42
BARRA INC	Com	068313105	538	13,750	x	4	
BAXTER INTL INC COM	Com	071813109	7,989	158,200	x	4	15
BCE INC COM	Com	05534B109	5,741	218,300	x	4	21
BEA SYSTEMS INC	Com	073325102	3,633	118,300	x	4	11
BEAZER HOMES USA INC	Com	07556Q105	1,035	16,300	x	4	1
BECKMAN COULTER INC	Com	075811109	5,663	138,800	x	4	13
BECTON DICKINSON & CO COM	Com	075887109	1,961	54,800	x	4	5
BEDFORD PPTY INVS INC	Com	076446301	7,268	346,900	x	4	32

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

BELLSOUTH CORP COM	Com 079860102	12,182	302,500	x	4	28
BERGEN BRUNSWIG CORP CL A	Com 083739102	22,555	1,173,500	x	4	1,10
BERKLEY W R CORP COM	Com 084423102	460	11,100	x	4	
BIOGEN, N.V.	Com 090597105	3,642	67,000	x	4	6
BJ SVCS CO COM	Com 055482103	447	15,400	x	4	
BJS WHOLESALE CLUB INC CO	Com 05548J106	229	4,300	x	4	
BLACKROCK INC	Com 09247X101	5,733	167,200	x	4	14
BLOCK (H&R)	Com 093671105	5,016	77,700	x	4	7
BLOCKBUSTER INC CL A	Com 093679108	6,776	371,300	x	4	35
BOB EVANS FARMS INC COM NASD	ComD096761101	472	26,200	x	4	1
BOEING CO COM	Com 097023105	17,030	306,300	x	4	29
BORDERS GROUP INC COM	Com 099709107	2,881	128,600	x	4	10
BORLAND SOFTWARE CORPORATION	Com 099849101	4,105	263,100	x	4	21
BOSTON COMMUNICATIONS GROUP	Com 100582105	86	6,000	x	4	
BRINKER INTL INC COM	Com 109641100	8,728	337,650	x	4	32
BRISTOL MYERS SQUIBB CO COM	Com 110122108	24,487	468,200	x	4	44
BROWN SHOE COMPANY INC	Com 115736100	1,254	69,500	x	4	6
BURLINGTON COAT FACTORY COM	Com 121579106	3,284	164,200	x	4	15
CABLETRON SYS INC COM	Com 126920107	3,261	142,700	x	4	13
CABOT CORP COM	Com 127055101	15,780	438,100	x	4	41
CABOT INDUSTRIAL TRUST	Com 127072106	46	2,200	x	4	
CACI INTL INC -CL A	Com 127190304	4,061	86,400	x	4	7
CADENCE DESIGN SYSTEM INC COM	ComA127387108	1,179	63,300	x	4	6
CANADIAN NATURAL RESOURCES LTDC	Com 136385101	279	9,400	x	4	
CANADIAN PACIFIC LTD	Com 135923100	22,250	574,200	x	4	53
CARDINAL HEALTH INC COM NASD	ComL14149Y108	7,062	102,350	x	4	9
CATELLUS DEVELOPMENT CORP COM	Com 149111106	5,739	328,900	x	4	31
CENTEX CORP COM	Com 152312104	839	20,600	x	4	2
CEPHALON INC	Com 156708109	20,847	295,700	x	4	28
CERNER CORP COM NASD INDL	Com 156782104	97	2,300	x	4	
CH ENERGY GROUP INC	Com 12541M102	272	6,200	x	4	
CHEAP TICKETS INC	Com 162672109	121	8,000	x	4	
CHECK POINT SOFTWARE TECHN	Com M22465104	8,117	160,500	x	4	16
CHECKPOINT SYS INC COM NASD	ComL162825103	389	22,100	x	4	1
CHELSEA PROPERTY GROUP INC	Com 163421100	7,204	153,600	x	4	14
CHEMED CORP COM	Com 163596109	1,395	38,600	x	4	3
CHEMFIRST INC COM	Com 16361A106	901	34,400	x	4	3
CHEVRON CORPORATION COM	Com 166751107	14,643	161,800	x	4	15
CHICOS FAS INC	Com 168615102	179	6,000	x	4	
CHIEFTAIN INTL INC	Com 16867C101	1,035	36,000	x	4	2
CHINA MOBILE HK LTD - SP ADR	ADR 16941M109	7,871	293,800	x	4	27
CHIRON CORP COM NASD INDL	Com 170040109	102	2,000	x	4	
CHRISTOPHER & BANKS CORPORATIO	Com 171046105	7,321	224,575	x	4	20
CHURCH & DWIGHT INC COM NASD	ComD171340102	196	7,700	x	4	
CIA BRAS DISTRB PAO ACUCAR	ADRADRA20440T201	3,275	141,100	x	4	14
CINERGY CORP	Com 172474108	43,156	1,234,800	x	4	1,19
CIRRUS LOGIC CORP COM NASD	INDCOM 172755100	4,892	212,400	x	4	19
CISCO SYSTEMS	Com 17275R102	13,415	737,100	x	4	71
CITIGROUP INC	Com 172967101	59,174	1,119,867	x	4	1,06
CITIZENS UTILS CO DEL CL B	NCOM 17453B101	4,380	363,500	x	4	36
CLEAR CHANNEL COMMUNICATIONS	Com 184502102	3,505	55,900	x	4	5
COCA COLA CO COM	Com 191216100	12,123	269,400	x	4	24
COGNIZANT TECH SOLUTIONS	Com 192446102	2,415	56,900	x	4	4
COLGATE PALMOLIVE CO COM	Com 194162103	6,052	102,600	x	4	9
COLONIAL PROPERTIES TRUST	Com 195872106	2,359	76,600	x	4	7
COMCAST CORP CL A SPL NASD	ICOM 200300200	4,214	97,100	x	4	9
COMMERCE BANCSHARES INC COM	ComD200525103	5,122	138,800	x	4	12
COMML NET LEASE RLTY INC	Com 202218103	425	29,800	x	4	2
COMMUNITY FIRST BANK	Com 203902101	4,444	193,200	x	4	18
COMP PARANAENSE ENERG (COPEL)	ADR 20441B407	4,503	599,600	x	4	59
COMPAQ COMPUTER CORP COM	Com 204493100	2,958	193,102	x	4	18
COMPASS BANCSHARES INC COM	Com 20449H109	896	33,800	x	4	3

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

COMPUWARE CORP	Com	205638109	16,884	1,207,000	x	4	1,18
COMSTOCK RESOURCES INC (CMRE)	Com	205768203	5,322	519,200	x	4	49
CONMED CORP	Com	207410101	240	9,200	x	4	
CONSECO INC COM	Com	208464107	8,584	619,800	x	4	61
CONSOLIDATED GRAPHICS INC COM	Com	209341106	71	4,200	x	4	
COOPER COS INC COM NEW	Com	216648402	853	16,600	x	4	1
CORUS BANKSHARES INC	Com	220873103	2,645	43,900	x	4	3
COSTCO COMPANIES COM	Com	22160K105	325	7,900	x	4	
COUNTRYWIDE CREDIT IND	Com	222372104	34,070	742,600	x	4	71
COVENTRY HEALTH CARE	Com	222862104	7,759	384,100	x	4	34
CRACKER BARREL OLD CTR	Com	12489V106	447	26,400	x	4	
CRANE CO COM	Com	224399105	871	28,100	x	4	2
CRESCENT R E EQUITIES INC	Com	225756105	18,342	746,500	x	4	72
CROSSMAN COMMUNITIES INC	Com	22764E109	64	1,600	x	4	
CRYPTOLOGIC INC	Com	228906103	123	5,400	x	4	
CSG SYSTEMS INTL INC COM	Com	126349109	9,649	170,000	x	4	16
CVS CORP COM	Com	126650100	93	2,400	x	4	
CYTEC INDS INC COM	Com	232820100	334	8,800	x	4	
D R HORTON INC	Com	23331A109	5,390	237,457	x	4	23
D&K HEALTHCARE RESOURCES	Com	232861104	321	8,700	x	4	
DAIMLERCHRYSLER AG	Com	D1668R123	2,914	63,200	x	4	5
DAL-TILE INTL INC COM	Com	23426R108	2,808	151,400	x	4	13
DARDEN RESTAURANTS INC COM	Com	237194105	18,269	654,800	x	4	64
DATASCOPE CORP COM NASD INDL	Com	238113104	452	9,800	x	4	
DAVITA INC	Com	23918K108	5,194	255,500	x	4	21
DDI CORP	Com	233162106	1,806	90,300	x	4	8
DEL MONTE FOODS COMPANY	Com	24522P103	151	18,000	x	4	1
DELL COMPUTER CORP COM NASD IN	Com	247025109	12,104	462,900	x	4	44
DELUXE CORP COM	Com	248019101	7,763	268,600	x	4	25
DENBURY RESOURCES INC	Com	247916208	854	90,800	x	4	8
DIAGNOSTIC PRODS CORP COM	Com	252450101	4,615	139,000	x	4	13
DIME BANCORP INC	Com	25429Q102	16,841	452,100	x	4	40
DIME CMNTY BANCORP INC COM	Com	253922108	753	22,200	x	4	2
DIRECT FOCUS INC	Com	254931108	16,598	349,425	x	4	31
DISNEY WALT CO DEL COM	Com	254687106	13,775	476,800	x	4	45
DOLLAR THRIFTY AUTOMOTIVE GP	Com	256743105	398	16,600	x	4	1
DORAL FINL CORP COM	Com	25811P100	3,787	110,400	x	4	10
DOW CHEM CO COM	Com	260543103	1,756	52,800	x	4	4
DOWNEY SVGS & LN ASSN GTEE ST	Com	261018105	4,698	99,400	x	4	9
DRESS BARN INC COM NASD INDL	Com	261570105	3,526	155,000	x	4	14
DRS TECHNOLOGIES INC	Com	23330X100	604	26,300	x	4	2
DST SYSTEMS INC COM NASDQ	Com	233326107	875	16,600	x	4	
DTE ENERGY CO COM	Com	233331107	316	6,800	x	4	
DU PONT E I DE NEMOURS & CO	Com	263534109	4,572	94,775	x	4	8
DUKE ENERGY CORP COM	Com	264399106	4,498	115,300	x	4	11
DUN & BRADSTREET CORP	Com	26483E100	8,688	308,100	x	4	29
DUN & BRADSTREET CORP COM	Com	615369105	1,045	31,200	x	4	3
E M C CORP MASS COM	Com	268648102	12,095	413,500	x	4	39
EAGLE GEOPHYSICAL INC	Com	269524104	0	1	x	4	
EARTHGRAINS COMPANY	Com	270319106	122	4,700	x	4	
EDWARDS LIFESCIENCES CP	Com	28176E108	4,233	160,600	x	4	14
EFUNDS CORP	Com	28224R101	1,416	76,100	x	4	6
EL PASO CORPORATION	Com	28336L109	2,753	52,400	x	4	4
EL PASO ELECTRIC CO COM NEW	Com	283677854	3,140	196,400	x	4	18
ELECTRO SCIENTIFIC INDS COM	Com	D285229100	4,172	109,500	x	4	9
ELECTRONIC ARTS	Com	285512109	423	7,300	x	4	
ELECTRONIC DATA SYS NW COM	Com	285661104	8,450	135,200	x	4	12
ELECTRONICS FOR IMAG	Com	286082102	2,257	76,500	x	4	6
EMBARCADERO TECHNOLOGIES INC	Com	290787100	433	19,400	x	4	1
EMCOR GROUP INC	Com	29084Q100	4,107	113,600	x	4	10
EMERSON ELEC CO COM	Com	291011104	5,282	87,300	x	4	8
ENERGEN CORP COM	Com	29265N108	5,136	186,100	x	4	17

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

ENGELHARD CORP COM	Com	292845104	1,083	42,000	x	4	3
ENRON CORP COM	Com	293561106	4,198	85,500	x	4	8
ENERGY CORP NEW COM	Com	29364G103	24,593	640,600	x	4	59
EQUIFAX INC COM	Com	294429105	2,615	71,300	x	4	6
EQUITABLE RES INC COM	Com	294549100	8,927	268,000	x	4	24
ESCO ELECTRONICS CORP	Com	296315104	461	15,300	x	4	
ESTERLINE TECHNOLOGIES COM	Com	297425100	1,046	48,100	x	4	4
EXELON CORP	Com	30161N101	122	1,900	x	4	
EXXON MOBIL CORPORATION	Com	30231G102	91,183	1,043,879	x	4	99
F M C CORP COM NEW	Com	302491303	19,228	280,455	x	4	27
FAIR ISAAC & CO INC COM NASD	ComD	303250104	723	11,700	x	4	1
FAIRCHILD SEMICONDUCTOR INTL	CCom	303726103	5,037	219,000	x	4	21
FANNIE MAE	Com	313586109	36,665	431,200	x	4	41
FEDERATED DEPT STORES COM	Com	31410H101	1,879	44,200	x	4	3
FEDERATED INVESTORS INC	Com	314211103	23,871	741,350	x	4	70
FEI COMPANY	Com	30241L109	562	13,700	x	4	1
FIDELITY NATIONAL FINL INC	Com	316326107	13,850	563,700	x	4	52
FIFTH THIRD BANCORP COM NASD	Com	316773100	5,837	97,200	x	4	9
FIRST AMERN FINL CORP COM NASD	Com	318522307	4,813	254,100	x	4	23
FIRST BANCORP P R COM	Com	318672102	313	11,600	x	4	1
FIRST CITIZENS BANCSH	Com	31946M103	2,137	19,700	x	4	1
FIRST DATA CORP	Com	319963104	9,183	142,700	x	4	13
FIRST HEALTH GROUP CORP	Com	320960107	8,167	338,600	x	4	31
FIRST INDL REALTY TRUST INC	Com	32054K103	1,736	54,000	x	4	5
FIRST TENN NATL CORP COM NAS	ComK	337162101	19,434	559,900	x	4	54
FIRST UN CORP COM	Com	337358105	4,759	136,200	x	4	13
FIRSTENERGY CORP COM	Com	337932107	39	1,200	x	4	
FISERV INC COM NASD INDL	Com	337738108	12,291	192,100	x	4	17
FLEET BOSTON FINANCIAL CORP	Com	339030108	10,154	257,400	x	4	24
FLEMING COS INC COM	Com	339130106	10,253	287,190	x	4	26
FLORIDA ROCK INDS INC COM	Com	341140101	1,210	25,800	x	4	2
FNB CORP/PA	Com	302520101	243	8,225	x	4	
FOMENTO ECONOMICO MEX-SP ADR	ADS	344419106	13,969	326,300	x	4	32
FORD MTR CO DEL COM	Com	345370860	5,908	240,665	x	4	23
FOREST OIL CORP COM NEW	Com	346091705	2,548	91,000	x	4	8
FOSTER WHEELER CORP COM	Com	G36535105	385	42,500	x	4	4
FREDDIE MAC COM	Com	313400301	11,446	168,200	x	4	16
FREEMPORT-MCMORAN COPPER-B	Com	35671D857	439	39,700	x	4	3
FRONTIER AIRLINES INC	Com	359065109	263	21,450	x	4	
GABLES RESIDENTIAL T	Com	362418105	9,713	324,300	x	4	31
GALILEO INTERNATIONAL INC COM	Com	363547100	9,198	283,000	x	4	25
GENCORP INC COM	Com	368682100	1,640	128,100	x	4	12
GENENTECH INC	Com	368710406	5,069	92,000	x	4	9
GENERAL COMMUNICATION INC	Com	369385109	350	28,900	x	4	2
GENERAL DYNAMICS CORP COM	Com	369550108	6,349	81,600	x	4	8
GENERAL ELEC CO COM	Com	369604103	88,998	1,825,600	x	4	1,73
GENERAL MTRS CORP COM	Com	370442105	4,768	74,100	x	4	7
GENESCO INC COM	Com	371532102	3,746	111,500	x	4	10
GENZYME CORP COM GENL DIV	Com	372917104	1,269	20,800	x	4	1
GILLETTE CO COM	Com	375766102	2,774	95,700	x	4	9
GLENBOROUGH RLTY TR INC COM	Com	37803P105	2,133	110,500	x	4	9
GOLDEN WEST FINL CORP DEL	COMCom	381317106	1,060	16,500	x	4	1
GOODRICH B F CO COM	Com	382388106	775	20,400	x	4	2
GRACO INC COM	Com	384109104	1,393	42,200	x	4	3
GRANITE CONSTRUCTION INC	Com	387328107	1,457	57,300	x	4	5
GREENPOINT FINANCIAL CORP	Com	395384100	47,378	1,233,800	x	4	1,18
GREY WOLF INC COM	Com	397888108	1,702	425,500	x	4	38
GROUP 1 AUTOMOTIVE INC	Com	398905109	24	800	x	4	
GRUPO TELEVIS SA DE CV SPN ADR	RE	40049J206	5,756	143,870	x	4	14
GTECH HOLDINGS CORP	Com	400518106	5,603	157,800	x	4	13
GUITAR CENTER INC	Com	402040109	85	4,000	x	4	
HAEMONETICS CORPORATION	Com	405024100	1,019	33,400	x	4	3

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

HANCOCK FABRICS INC COM	Com 409900107	166	18,600	x	4	1
HANDLEMAN CO DEL COM	Com 410252100	442	26,400	x	4	2
HARLAND JOHN H CO COM	Com 412693103	3,889	166,900	x	4	15
HARRAHS ENTMT INC COM	Com 413619107	5,482	155,300	x	4	14
HARRIS CORP DEL COM	Com 413875105	11,957	439,450	x	4	41
HCA - THE HEALTHCARE COMPANY	Com 404119109	6,087	134,700	x	4	12
HEALTH NET INC	Com 422226108	31,163	1,791,000	x	4	1,71
HEALTHSOUTH CORP COM	Com 421924101	11,163	699,000	x	4	65
HELLER FINANCIAL INC	Com 423328103	8,480	212,000	x	4	19
HELMERICH & PAYNE INC COM	Com 423452101	20,233	656,500	x	4	61
HENRY SCHEIN INC	Com 806407102	9,101	227,200	x	4	22
HEWLETT PACKARD CO COM	Com 428236103	6,621	231,500	x	4	22
HIBERNIA CORP CL A	Com 428656102	5,541	311,300	x	4	29
HILLENBRAND INDS INC COM	Com 431573104	12,119	212,200	x	4	19
HNC SOFTWARE INC	Com 40425P107	1,297	66,500	x	4	6
HOLLINGER INTL INC CL A	Com 435569108	1,326	96,400	x	4	9
HOME DEPOT INC COM	Com 437076102	12,592	270,500	x	4	25
HONEYWELL INTERNATIONAL INC	Com 438516106	2,943	84,100	x	4	8
HOSPITALITY PPTYS TR COM SH BEComN	44106M102	2,001	70,200	x	4	6
HOTEL RESERVATIONS NETWORK	Com 441451101	316	6,800	x	4	
HOUSEHOLD INTL INC COM	Com 441815107	7,597	113,900	x	4	10
HOUSTON EXPL CO COM	Com 442120101	7,403	236,900	x	4	21
HUGHES SUPPLY INC COM	Com 444482103	478	20,200	x	4	2
HUMANA INC COM	Com 444859102	6,628	672,900	x	4	63
ICOS CORPORATION	Com 449295104	4,109	64,200	x	4	6
IDEC PHARMACEUTICALS CORP COM	Com 449370105	399	5,900	x	4	
IDEXX LABS INC	Com 45168D104	30,932	989,818	x	4	90
IKON OFFICE SOLUTIONS	Com 451713101	2,867	292,500	x	4	25
IMMUNOMEDICS INC COM NASD INCom	452907108	9,803	458,100	x	4	42
INDYMAC BANCORP INC	Com 456607100	6,866	256,200	x	4	23
INFORMATION RES INC COM NASDComD	456905108	229	22,100	x	4	2
INTEGRATED ELECTRICAL SERVICESCom	45811E103	538	55,200	x	4	5
INTEL CORP COM NASD INDL	Com 458140100	37,063	1,267,100	x	4	1,20
INTER TEL INC COM NASD INDL	Com 458372109	91	7,600	x	4	
INTERNATIONAL BUSINESS MACHINEComO	459200101	57,331	507,350	x	4	48
INTERNATIONAL RECTIFIER CORP	Com 460254105	25,046	734,500	x	4	70
INTERNET SECURITY SYSTEMS INC	Com 46060X107	2,934	60,420	x	4	5
INTERVOICE-BRITE INC COM NASD	ComL461142101	172	15,600	x	4	1
INVACARE CORP COM NASD INDL	Com 461203101	5,710	147,800	x	4	12
INVITROGEN CORP	Com 46185R100	6,850	95,400	x	4	9
IRT PPTY CO COM	Com 450058102	339	31,100	x	4	1
ITRON INC	Com 465741106	1,368	72,100	x	4	7
ITT EDUCATIONAL SVCS INC	Com 45068B109	3,798	84,400	x	4	7
ITT INDUSTRIES INC IND COM	Com 450911102	3,624	81,900	x	4	6
IVAX CORP COM	Com 465823102	461	11,825	x	4	
IVEX PACKAGING CORP DEL COM	Com 465855104	1,072	56,400	x	4	4
JD EDWARDS & CO	Com 281667105	23	1,600	x	4	
JOHN NUVEEN CO -CL	Com 478035108	249	4,400	x	4	
JOHNSON & JOHNSON COM	Com 478160104	47,488	949,762	x	4	90
JOHNSON CTLS INC COM	Com 478366107	1,399	19,300	x	4	1
JP MORGAN CHASE & CO	Com 46625H100	15,234	341,580	x	4	32
JP REALTY INC	Com 46624A106	3,330	135,900	x	4	12
KB HOME COM	Com 48666K109	4,992	165,455	x	4	15
KCS ENERGY INC	Com 482434206	358	54,300	x	4	4
KEITHLEY INSTRS INC COM	Com 487584104	1,521	71,400	x	4	6
KENNAMETAL INC COM	Com 489170100	675	18,300	x	4	1
KEY PRODUCTION COMPANY INC	Com 493138101	2,582	155,100	x	4	14
KIMBERLY CLARK CORP COM	Com 494368103	7,133	127,600	x	4	12
KNIGHTSBRIDGE TANKERS LTD	Com G5299G106	2,864	143,200	x	4	12
KONINKLIJKE PHILIPS ELECTRS NVComO	500472303	1,797	68,000	x	4	6
KOREA ELECTRIC POWER (KEPCO) ADR	500631106	7,771	818,000	x	4	81
KROGER CO COM	Com 501044101	16,043	641,700	x	4	62

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

KRONOS INC	Com	501052104	242	5,900	x	4	
K-SWISS INC -CL A	Com	482686102	251	10,400	x	4	1
LAFARGE CORP COM	Com	505862102	157	4,700	x	4	
LANDRYS RESTAURANTS INC	Com	51508L103	281	16,500	x	4	1
LEE ENTERPRISES INC COM	Com	523768109	201	6,100	x	4	
LENNAR CORP COM	Com	526057104	571	13,700	x	4	
LEUCADIA NATL CORP COM	Com	527288104	2,090	64,400	x	4	5
LEXMARK INTL GROUP INC CL A	Com	529771107	4,526	67,300	x	4	6
LIBERTY FINANCIAL COS INC	Com	530512102	1,941	59,800	x	4	5
LIGHTBRIDGE INC	Com	532226107	737	38,000	x	4	3
LILLY ELI & CO COM	Com	532457108	18,692	252,600	x	4	24
LINCARE HOLDINGS INC	Com	532791100	18	600	x	4	
LINCOLN ELECTRIC HLDGS INC	Com	533900106	1,553	60,900	x	4	5
LINEAR TECHNOLOGY CORP COM	NCom	535678106	2,198	49,700	x	4	4
LIZ CLAIRBORNE INC COM NASD	ICom	539320101	9,757	193,400	x	4	18
LOEWS CORP COM	Com	540424108	33,310	517,000	x	4	50
LONE STAR STEAKHOUSE	Com	542307103	768	59,100	x	4	5
LONGS DRUG STORES CORP COM	Com	543162101	394	18,300	x	4	1
LOUIS DREYFUS NAT GAS CORP	Com	546011107	512	14,700	x	4	
LOWES COS INC COM	Com	548661107	3,910	53,900	x	4	5
LUBRIZOL CORP COM	Com	549271104	1,956	63,000	x	4	5
LUCENT TECHNOLOGIES INC COM	Com	549463107	1,937	311,900	x	4	29
LUKOIL OIL CO SPONSORED ADR	RUSSE	677862104	9,483	198,600	x	4	19
M D C HLDGS INC COM	Com	552676108	6,132	173,210	x	4	15
M&T BANK CORPORATION	Com	55261F104	717	9,500	x	4	
M/I SCHOTTENSTEIN HOMES INC	Com	55305B101	553	14,000	x	4	1
MACERICH CO	Com	554382101	114	4,600	x	4	
MAGNA INTL INC CL A NASD INDL	Com	559222401	473	7,700	x	4	
MANDALAY RESORT GROUP	Com	562567107	3,288	120,000	x	4	11
MANOR CARE INC	Com	564055101	7,566	238,300	x	4	22
MANUFACTURED HOME CM	Com	564682102	791	28,150	x	4	2
MAPINFO CORP	Com	565105103	40	1,800	x	4	
MARINE DRILLING COS COM PAR 0.	Com	568240204	11,346	593,700	x	4	55
MARRIOTT INTERNATIONAL CL A	Com	571903202	5,146	108,700	x	4	10
MARSH & MCLENNAN COS INC COM	Com	571748102	2,868	28,400	x	4	2
MATRIXONE INC	Com	57685P304	703	30,300	x	4	2
MAY DEPT STORES CO COM	Com	577778103	11,206	327100	x	4	32
MBNA CORP	Com	55262L100	7,884	238,900	x	4	22
MCDERMOTT INTL INC COM	Com	580037109	394	33,800	x	4	3
MCDONALDS CORP COM	Com	580135101	6,356	234,900	x	4	22
MDU RES GROUP INC COM	Com	552690109	2,512	79,400	x	4	7
MEDIACOM COMMUNICATIONS CORP	Com	58446K105	186	13,300	x	4	
MEDICIS PHARMACEUTICAL CORP CL	Com	N584690309	848	16,000	x	4	1
MEDTRONIC INC COM	Com	585055106	5,714	124,200	x	4	11
MELLON FINL CORP COM	Com	58551A108	10,620	237,000	x	4	23
MENTOR CORP MINN COM NASD	INCom	587188103	482	16,900	x	4	1
MENTOR GRAPHICS CORP COM NAS	Com	N587200106	2,623	149,900	x	4	13
MERCK & CO INC COM	Com	589331107	23,647	370,000	x	4	35
MERCURY COMPUTER SYSTEMS INC	Com	589378108	278	6,300	x	4	
MERIX CORP	Com	590049102	652	37,300	x	4	3
MERRILL LYNCH & CO INC COM	Com	590188108	5,895	99,500	x	4	9
METHANEX CORP	Com	59151K108	986	187,800	x	4	17
METHODE ELECTRONICS INC CL A	Com	D591520200	538	62,600	x	4	5
METLIFE INC	Com	59156R108	14,647	472,800	x	4	45
MGIC INVT CORP WIS COM	Com	552848103	24,908	342,900	x	4	33
MICRON TECHNOLOGY INC COM	Com	595112103	2,544	61,900	x	4	5
MICROSEMI CORP COM NASD INDL	Com	595137100	5,630	79,300	x	4	6
MICROSOFT CORP COM NASD INDL	Com	594918104	72,193	988,950	x	4	94
MID ATLANTIC MEDICAL SVCS	Com	59523C107	5,981	333,600	x	4	28
MILLENNIUM PHARMACEUTICALS IN	Com	M599902103	463	13,000	x	4	
MINNESOTA MNG & MFG CO COM	Com	604059105	7,953	69,700	x	4	6
MITCHELL ENERGY & DEV CL A	Com	606592202	16,385	351,620	x	4	33

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

MOHAWK INDUSTRIES IN	Com	608190104	169	4,800	x	4	
MORGAN ST DEAN WITTER & CO	Com	617446448	13,102	203,990	x	4	19
MOTOROLA INC COM	Com	620076109	4,009	242,100	x	4	23
MYLAN LABS INC COM	Com	628530107	219	7,800	x	4	
NABI INC COM	Com	628716102	27	3,400	x	4	
NABORS INDS INC COM	Com	629568106	197	5,300	x	4	
NAMIBIAN MINERALS CORP COM	Com	629913104	809	1,775,000	x	4	1,77
NASH FINCH CO COM NASD INDL	Com	631158102	486	20,600	x	4	1
NATIONAL CITY CORP	Com	635405103	120	3,900	x	4	
NATIONAL DATA CORP COM	Com	635621105	2,249	69,400	x	4	6
NATIONAL GOLF PPTYS INC	Com	63623G109	1,785	65,500	x	4	6
NATIONAL PROCESSING INC	Com	637229105	2,856	102,000	x	4	8
NATIONAL SVC INDS INC COM	Com	637657107	370	16,400	x	4	1
NATIONAWIDE FINL SVCS INC CL ACom	Com	638612101	52	1,200	x	4	
NAUTICA ENTERPRISES COM NASD ICom	Com	639089101	325	15,900	x	4	1
NBTY INC COM	Com	628782104	121	9,700	x	4	
NCR CORP NEW COM	Com	62886E108	9,644	205,200	x	4	19
NETEGRITY INC	Com	64110P107	1,028	34,250	x	4	2
NEUBERGER BERMAN INC	Com	641234109	3,835	56,400	x	4	5
NEUROCRINE BIOSCIENCIES INC	Com	64125C109	296	7,400	x	4	
NEW ENGLAND BUSINESS SVC INC	Com	643872104	113	5,900	x	4	
NEWPORT CORP COM NASD INDL	Com	651824104	101	3,800	x	4	
NEWPORT NEWS SHIPBUILDING INC	Com	652228107	12,973	211,800	x	4	18
NISOURCE INC	Com	65473P105	11,085	405,600	x	4	40
NL INDS INC COM NEW	Com	629156407	241	17,400	x	4	1
NOBLE DRILLING CORP COM NASDComD	Com	655042109	1,169	35,700	x	4	2
NORTEL NETWORKS CORP	Com	656568102	2,608	288,800	x	4	27
NORTH FORK BANCORPORATION, INCCom	Com	659424105	16,991	548,100	x	4	52
NORTHROP GRUMMAN CORP COM	Com	666807102	1,025	12,800	x	4	1
NPS PHARMACEUTICALS INC	Com	62936P103	595	14,800	x	4	1
NS GROUP INC	Com	628916108	176	13,200	x	4	
NVIDIA CORP	Com	67066G104	22,826	246,100	x	4	24
NVR INC	Com	62944T105	22,144	149,620	x	4	13
OCCIDENTAL PETE CORP DEL COM	Com	674599105	973	36,600	x	4	3
OCULAR SCIENCES INC COM	Com	675744106	917	36,100	x	4	3
OFFSHORE LOGISTICS INC COM NCom	Com	676255102	5,305	279,200	x	4	26
OLD REPUBLIC INTL CORP	Com	680223104	19,659	677,900	x	4	64
OMI CORP (NEW)	Com	Y6476W104	1,500	267,400	x	4	25
OMNICARE INC COM	Com	681904108	4,042	200,100	x	4	16
OPTICNET INC	Com	683868103	0	2,400	x	4	
ORACLE CORP COM	Com	68389X105	20,028	1,054,100	x	4	1,00
OSHKOSH B GOSH INC CL A NASDComD	Com	688222207	90	2,700	x	4	
OVERSEAS SHIPHOLDING GROUP INCComO	Com	690368105	3,201	104,800	x	4	9
OWENS & MINOR INC NEW COM	Com	690732102	4,079	214,700	x	4	20
OXFORD HEALTH PLANS	Com	691471106	5,405	189,000	x	4	18
P P & L RES INC COM	Com	69351T106	1,716	31,200	x	4	3
PACKAGING CORP OF AMERICA	Com	695156109	151	9,700	x	4	
PACTIV CORPORATION	Com	695257105	456	34,000	x	4	3
PAPA JOHNS INTERNATIONAL INC	Com	698813102	378	14,900	x	4	1
PARAMETRIC TECHNOLOGY CORP COMComS	Com	699173100	27,039	1,933,000	x	4	1,88
PARK ELECTROCHEMICAL CORP COMCom	Com	700416209	45	1,700	x	4	
PATTERSON-UTI ENERGY INC	Com	703481101	1,810	101,300	x	4	8
PAXAR CORP	Com	704227107	1,398	97,100	x	4	9
PAYLESS SHOESOURCE INC COM	Com	704379106	9,789	151,300	x	4	14
PEC SOLUTIONS INC	Com	705107100	1,306	59,100	x	4	5
PEDIATRIX MED GROUP COM	Com	705324101	867	26,100	x	4	2
PENN NATIONAL GAMING INC	Com	707569109	584	23,000	x	4	2
PENNEY J C INC COM	Com	708160106	7,349	278,800	x	4	27
PEOPLESOFT INC	Com	712713106	1,078	21,900	x	4	2
PEPSI BOTTLING GROUP	Com	713409100	26,510	661,100	x	4	64
PEPSICO INC COM	Com	713448108	25,437	575,500	x	4	55
PERRIGO CO COM NASD INDL	Com	714290103	9,753	584,300	x	4	54

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

PFIZER INC COM	Com 717081103	44,102	1,101,175	x	4	1,04
PHARMACIA CORPORATION	Com 71713U102	6,038	131,404	x	4	12
PHILIP MORRIS COS INC COM	Com 718154107	45,623	898,980	x	4	86
PHILLIPS VAN HEUSEN CORP COM	Com 718592108	1,758	122,100	x	4	11
PHOENIX TECHNOLOGIES LTD	Com 719153108	29	2,000	x	4	
PHOTRONICS INC	Com 719405102	529	20,600	x	4	1
PIER 1 IMPORTS INC DEL COM	Com 720279108	772	67,100	x	4	5
PINNACLE WEST CAP CORP COM	Com 723484101	820	17,300	x	4	1
PITTSTON CO COM BRINKS GRP	Com 725701106	771	34,600	x	4	3
PLANTRONICS INC	Com 727493108	556	24,000	x	4	1
PMI GROUP INC	Com 69344M101	38,970	543,900	x	4	52
PNC BK CORP COM	Com 693475105	2,941	44,700	x	4	4
POHANG IRON & STEEL ADR	ADR 730450103	3,254	165,000	x	4	16
POLARIS INDS INC COM	Com 731068102	3,458	75,500	x	4	7
POLO RALPH LAUREN CL A	Com 731572103	2,879	111,600	x	4	9
POPULAR INC COM	Com 733174106	5,093	154,600	x	4	14
PRECISION CASTPARTS CORP COM	Com 740189105	12,188	325,700	x	4	31
PROCTER & GAMBLE CO COM	Com 742718109	16,409	257,200	x	4	24
PROVIDENT BANKSHARES	Com 743859100	1,454	58,300	x	4	5
PS BUSINESS PARKS INC	Com 69360J107	1,341	47,900	x	4	4
PT TELEKOMUNIK INDONESIA ADR	ADR 715684106	99	17,800	x	4	1
PUBLIC STORAGE INC COM	Com 74460D109	17,167	579,000	x	4	55
PUBLIC SVC CO N MEX COM	Com 744499104	21,777	678,200	x	4	62
PULTE HOMES INC	Com 745867101	13,720	321,831	x	4	29
QUALCOMM	Com 747525103	4,643	79,400	x	4	7
QUANEX CORP COM	Com 747620102	243	9,400	x	4	
QUANTUM CORP COM DSSG	Com 747906204	244	24,200	x	4	1
RADIAN GROUP INC	Com 750236101	48,190	1,191,346	x	4	1,13
REALTY INCOME CORP COM	Com 756109104	5,678	192,100	x	4	17
REEBOK INTL LTD COM	Com 758110100	7,133	222,900	x	4	20
REGIS CORP MINN COM NASD INDL	Com 758932107	527	25,100	x	4	2
REINSURANCE GROUP AMER INC	Com 759351109	2,767	73,000	x	4	7
RELIANCE STEEL & ALUMINUM CO	Com 759509102	2,060	81,600	x	4	7
RELIANT ENERGY INC	Com 75952J108	20,444	634,700	x	4	61
RENAISSANCERE HOLDINGS LTD	Com G7496G103	11,404	154,000	x	4	14
RENT-A-CENTER INC	Com 76009N100	9,847	187,200	x	4	17
REPUBLIC SERVICES INC CL A	Com 760759100	7,757	390,800	x	4	38
RESPIRONICS INC	Com 761230101	4,631	155,600	x	4	14
RETEK INC	Com 76128Q109	4,909	102,400	x	4	8
REYNOLDS & REYNOLDS CO CL A	Com 761695105	3,861	175,900	x	4	16
RH DONNELLEY CORP	Com 74955W307	9,286	290,200	x	4	27
RIGHTCHOICE MANAGER CARE	Com 76657T102	1,407	31,700	x	4	3
RJ REYNOLDS TOBACCO HLDGS	Com 76182K105	30,685	562,000	x	4	54
ROSLYN BANCORP INC COM	Com 778162107	13,450	511,400	x	4	44
ROUSE CO COM NASD INDL	Com 779273101	8,429	294,200	x	4	28
ROYAL DUTCH PETE CO NY REG GLD	Com 5780257804	31,804	545,800	x	4	52
RUBY TUESDAY INC	Com 781182100	2,729	159,600	x	4	14
RUSS BERRIE & CO COM	Com 782233100	62	2,100	x	4	
RYANS FAMILY STEAK HOUSE INC	Com 783519101	430	35,100	x	4	3
RYDER SYS INC COM	Com 783549108	880	44,900	x	4	2
RYLAND GROUP INC COM	Com 783764103	5,030	99,400	x	4	9
SABRE GROUP HLDGS INC CL A	Com 785905100	7,530	150,600	x	4	15
SAFEWAY INC	Com 786514208	5,318	110,800	x	4	10
SBC COMMUNICATIONS INC	Com 78387G103	31,503	786,398	x	4	74
SCHERING PLOUGH CORP COM	Com 806605101	10,105	278,840	x	4	26
SCHLUMBERGER LTD COM	Com 806857108	3,012	57,200	x	4	5
SCHOLASTIC CORP	Com 807066105	7,245	161,000	x	4	15
SCHULMAN A INC COM NASD INDL	Com 808194104	69	5,100	x	4	
SCIENTIFIC ATLANTA INC COM	Com 808655104	13,629	335,700	x	4	32
SCP POOL CORP COM	Com 784028102	1,202	34,900	x	4	3
SEITEL INC COM NEW	Com 816074306	2,142	163,500	x	4	16
SEMPRA ENERGY	Com 816851109	13,038	476,900	x	4	46

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

SENIOR HOUSING PROP TRUST	Com	81721M109	216	16,600	x	4	1
SENSORMATIC ELECTRS CORP	COM	ComS817265101	92	5,400	x	4	
SERENA SOFTWARE INC	Com	817492101	2,355	64,800	x	4	6
SICOR INC	Com	825846108	18,902	818,200	x	4	75
SK TELECOM ADR	ADR	78440P108	3,887	230,000	x	4	23
SKECHERS USA INC	Com	830566105	5,220	178,600	x	4	16
SMITH A O COM	Com	831865209	163	9,100	x	4	
SMITHFIELD FOODS INC	COM	NASComN832248108	4,344	107,800	x	4	9
SMUCKER J M CO	Com	832696306	169	6,500	x	4	
SOMERA COMMUNICATIONS INC	Com	834458101	112	15,600	x	4	1
SOUTHTRUST CORP	COM	NASD BK Com 844730101	8,089	311,100	x	4	26
SOVRAN SELF STORAGE INC	COM	Com 84610H108	1,670	61,000	x	4	5
SPECTRALINK INC	Com	847580107	195	15,000	x	4	1
SPECTRIAN CORP	Com	847608106	280	17,500	x	4	1
SPS TECHNOLOGIES INC	COM	Com 784626103	156	3,300	x	4	
ST JUDE MED INC	COM	NASD INDCOM 790849103	17,736	295,600	x	4	28
STANCORP FINL GROUP INC	Com	852891100	16,136	340,500	x	4	31
STANDARD PAC CORP NEW COM	Com	85375C101	8,290	358,100	x	4	32
STATE STREET BOSTON COR	Com	857477103	3,276	66,200	x	4	6
STATEN ISLAND BANCORP INC	Com	857550107	7,199	258,500	x	4	24
STERIS CORP	Com	859152100	1,297	64,700	x	4	5
STORAGE TECHNOLOGY CORP	COM	PCom0862111200	3,370	244,900	x	4	21
STORAGE USA INC	Com	861907103	457	12,700	x	4	1
STRIDE RITE CORP	COM	Com 863314100	82	9,600	x	4	
SUIZA FOODS CORP	Com	865077101	2,905	54,700	x	4	4
SUN MICROSYSTEMS INC	COM	NASComN866810104	5,231	332,800	x	4	31
SUNGARD DATA SYS INC	COM	NASComN867363103	756	25,200	x	4	1
SUNOCO INC	Com	86764P109	4,740	129,400	x	4	11
SUPERIOR ENERGY SERVICES INC	Com	868157108	374	47,300	x	4	4
SURGUTNEFTEGAZ JSC SPON ADR	ADR	868861204	71	5,600	x	4	
SYBASE INC	Com	871130100	9,564	581,400	x	4	52
SYBRON DENTAL SPECIALTIES INC	Com	871142105	2,961	144,500	x	4	12
SYKES ENTERPRISES INC	Com	871237103	24	2,200	x	4	
SYMANTEC CORP	COM	NASD INDL Com 871503108	10,565	241,800	x	4	23
SYMMETRICOM INC	COM	NASD INDL Com 871543104	4,476	305,700	x	4	28
SYNOPSIS INC	Com	871607107	8,396	173,500	x	4	16
SYSCO CORP	COM	Com 871829107	1,472	54,200	x	4	4
TARGET CORP	Com	87612E106	6,432	185,900	x	4	17
TCF FINANCIAL CORP	Com	872275102	3,010	65,000	x	4	6
TECHNE CORP	Com	878377100	10,394	319,800	x	4	28
TECUMSEH PRODUCTS CO	-CL A	Com 878895200	124	2,500	x	4	
TEEKAY SHIPPING CORP	Com	Y8564W103	10,526	263,017	x	4	25
TEKELEC	COM	NASD INDL Com 879101103	84	3,100	x	4	
TEKTRONIX INC	COM	Com 879131100	7,920	291,700	x	4	28
TELEFONOS DE MEXICO S	AADRRRepOrdR	879403780	2,176	62,000	x	4	6
TELEPHONE & DATA SYS INC	COM	Com 879433100	1,599	14,700	x	4	
TENET HEALTHCARE CORP	Com	88033G100	15,016	291,000	x	4	28
TESORO PETE CORP	COM	Com 881609101	698	55,400	x	4	5
TETRA TECHNOLOGIES INC	DEL	Com 88162F105	257	10,500	x	4	
TEXACO INC	COM	Com 881694103	8,712	130,700	x	4	12
TEXAS INSTRS INC	COM	Com 882508104	5,716	179,200	x	4	17
THERAGENICS CORP	COM	Com 883375107	21	1,900	x	4	
THERMO ELECTRON CORP	COM	Com 883556102	1,955	88,800	x	4	8
THORNBURG MTG ASSET CORP	Com	885218107	751	48,400	x	4	4
TIDewater INC	COM	Com 886423102	6,164	163,500	x	4	15
TJX COS INC NEW	COM	Com 872540109	3,158	99,100	x	4	9
TOLL BROTHERS INC	COM	Com 889478103	9,497	241,600	x	4	23
TOMMY HILFIGER CORP	Com	G8915Z102	472	33,700	x	4	3
TORCHMARK CORP	COM	Com 891027104	229	5,700	x	4	
TORO CO	COM	Com 891092108	665	14,800	x	4	1
TOTAL SYS SVCS INC	COM	Com 891906109	474	16,700	x	4	1
TOYS R US	COM	Com 892335100	2,183	88,200	x	4	7

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

TRIGON HEALTHCARE INC	Com	89618L100	40,914	630,900	x	4	60
TRIZEC HAHN CORP	Com	896938107	2,683	147,500	x	4	14
TUBOS DE ACERO DE MEXICO SADR	NewE	898592506	105	8,300	x	4	
TV AZTECA S.A. DE C.V. ADS MEX	ADS	901145102	26	4,000	x	4	
TXU CORPORATION	Com	873168108	7,836	162,600	x	4	15
TYCO INTL LTD NEW COM	Com	902124106	16,244	298,000	x	4	28
ULTRAMAR DIAMOND SHAMROCK CO	CCom	904000106	13,438	284,400	x	4	26
ULTRATECH STEPPER INC	Com	904034105	513	20,000	x	4	1
UNIFIED ENERGY SYS GDR RUSSIA	GDR	904688207		600,000	x	4	60
UNIFIED ENERGY SYSTEMS SPONS	AADR	904688108	855	76,000	x	4	7
UNILEVER N.V. NEW YORK SHARES	Com	904784709	5,641	94,700	x	4	8
UNION PLANTERS CORP COM	Com	908068109	6,684	153,300	x	4	14
UNIONBANCAL CORP COM	Com	908906100	650	19,300	x	4	
UNISOURCE ENERGY CORP COM	Com	909205106	5,053	220,000	x	4	19
UNIT CORP COM	Com	909218109	1,245	78,532	x	4	7
UNITED BANKSHARES INC	Com	909907107	1,978	73,800	x	4	5
UNITED DOMINION REALTY TR INC	ComM9	10197102	2,800	195,100	x	4	19
UNITED RENTALS INC	Com	911363109	96	3,700	x	4	
UNITED STATIONERS INC COM	NAComI	913004107	562	17,800	x	4	1
UNITED TECHNOLOGIES CORP COM	Com	913017109	15,157	206,900	x	4	20
UNITEDHEALTH GROUP INC	Com	91324P102	24,354	394,400	x	4	38
UNIVERSAL CORP COM	Com	913456109	5,529	139,400	x	4	12
UNIVERSAL HEALTH REALTY INCOME	ComU9	1359E105	1,668	77,200	x	4	6
UNIVERSAL HEALTH SVCS INC CL	ComN9	13903100	19,665	432,200	x	4	41
UNUM CORP	Com	91529Y106	5,907	183,900	x	4	17
US BANCORP	Com	902973304	4,476	196,405	x	4	18
US CELLULAR CORP	Com	911684108	4,024	69,800	x	4	6
US ONCOLOGY INC	Com	90338W103	101	11,400	x	4	
USA NETWORKS INC COM	Com	902984103	2,853	101,900	x	4	9
USEC INC	Com	90333E108	664	78,800	x	4	7
USX MARATHON GROUP COM NEW	Com	902905827	6,454	218,700	x	4	21
UTILICORP UTD INC DEL COM	Com	918005109	89	2,900	x	4	
UTSTARCOM INC	Com	918076100	17,797	763,800	x	4	72
V F CORP COM	Com	918204108	720	19,800	x	4	1
VALERO ENERGY CORP COM NEW	Com	91913Y100	4,306	117,072	x	4	11
VARIAN MEDICAL SYSTEMS INC	Com	92220P105	27,242	381,000	x	4	35
VEECO INSTRS INC DEL COM	Com	922417100	469	11,800	x	4	1
VENATOR GROUP INC	Com	922944103	6,920	452,300	x	4	42
VERIZON COMMUNICATIONS INC	Com	92343V104	38,243	714,822	x	4	68
VIACOM INC CL B	Com	925524308	8,988	173,681	x	4	16
VIAD CORP	Com	92552R109	2,210	83,700	x	4	7
VISTEON CORP	Com	92839U107	3,523	191,700	x	4	18
VITAL SIGNS INC	Com	928469105	317	9,600	x	4	
VORNADO RLTY TR SH BEN INT	Com	929042109	1,378	35,300	x	4	3
WAL MART STORES INC COM	Com	931142103	23,087	473,100	x	4	45
WALGREEN CO COM	Com	931422109	5,937	172,300	x	4	16
WALLACE COMPUTER SERVICES INC	ComM9	932270101	2,544	153,800	x	4	12
WASHINGTON FED INC COM	Com	938824109	4,414	180,000	x	4	15
WASHINGTON MUTUAL INC	Com	939322103	4,123	109,800	x	4	10
WATERS CORP COM	Com	941848103	359	13,000	x	4	
WELLPOINT HLTH NETWORKS NEW	CCom	94973H108	13,608	144,400	x	4	13
WELLS FARGO & CO COM	Com	949746101	8,636	186,000	x	4	17
WEST CORPORATION	Com	952355105	2,459	111,700	x	4	10
WET SEAL INC -CL A	Com	961840105	3,766	108,800	x	4	10
WINN DIXIE STORES INC COM	Com	974280109	5,537	211,900	x	4	20
WINSTON HOTELS INC	Com	97563A102	156	14,900	x	4	1
WOODWARD GOVERNOR CO	Com	980745103	2,396	28,400	x	4	2
WORLDCOM INC - WORLDCOM GROUP	Com	98157D106	7,991	562,780	x	4	54
WPS RESOURCES CORP COM	Com	92931B106	190	5,400	x	4	
XCEL ENERGY INC	Com	98389B100	19,116	671,900	x	4	64
XTO ENERGY INC	Com	98385X106	15,458	1,077,200	x	4	1,02
XTRA CORP COM	Com	984138107	303	6,100	x	4	

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

YANG MING MARINE 144A	GDRGRDI144A	984749101	1	419	x	4
YORK INTL	Com	986670107	553	15,800	x	4
ZEBRA TECHNOLOGIES C	Com	989207105	467	9,509	x	4

Form 13F

Name of Reporting Manager:

(On Behalf of Berkshire Asset Management, Inc.
For Positions Held As Of 6/30/01)

ITEM 1 Name of Issuer	ITEM 2 Class	ITEM 3 CUSIP	ITEM 4 FMV (x1000)	ITEM 5 Shares	ITEM 6 Inv Disc (a) (b) (c)	ITEM 7 Other Mgrs	(a)
Abbott Laboratories	Com	002824100	8,313	173,193	x	5	17
Adelphia Communications	Com	006848105	6,412	156,397	x	5	15
Alltel	Com	020039103	13,634	222,564	x	5	22
American Express	Com	025816109	3,833	98,800	x	5	9
American International Group	Com	026874107	4,295	50,525	x	5	5
AT&T	Com	001957109	426	19,400	x	5	1
Berkshire Hathaway Cl A	Com	084670108	555	8	x	5	
Berkshire Hathaway Cl B	Com	084670207	2,143	932	x	5	
BSB Bancorp	Com	55652101	279	12,125	x	5	1
Charter One	Com	160903100	13,008	407,805	x	5	40
Cisco Systems	Com	17275R102	10,881	597,881	x	5	59
Coca Cola	Com	191216100	225	5,000	x	5	
Commonwealth Telephone	Com	203349105	14,166	335,305	x	5	33
Computer Associates	Com	204912109	18,195	505,436	x	5	50
Dell Computer	Com	247025109	7,101	271,565	x	5	27
Disney	Com	254687106	230	7,977	x	5	
DuPont	Com	263534109	4,439	92,025	x	5	9
EMC Corp	Com	268648102	266	9,108	x	5	
Exxon Mobil	Com	30231G102	233	2,678	x	5	
Fannie Mae	Com	313586109	12,181	143,260	x	5	14
Federal Home Loan	Com	313400301	12,211	179,443	x	5	17
First Bell Bancorp	Com	319301107	297	20,400	x	5	2
First Union	Com	337358105	15,304	438,036	x	5	43
Ford Motor	Com	345370860	381	15,524	x	5	1
Gap Stores	Com	364760108	694	23,937	x	5	2
Gateway	Com	367626108	2,719	165,290	x	5	16
General Electric	Com	369604103	6,269	128,603	x	5	12
Gillette	Com	375766102	5,056	174,408	x	5	17
Hewlett Packard	Com	428236103	858	30,000	x	5	3
Honeywell	Com	438516106	5,386	153,951	x	5	15
IBM	Com	459200101	14,206	125,719	x	5	12
Intel	Com	458140100	897	30,691	x	5	3
Interpublic Group	Com	460690100	897	30,591	x	5	3
Johnson & Johnson	Com	478160104	13,056	261,130	x	5	26
KB Home	Com	48666K109	1,116	37,000	x	5	3
Land's End	Com	515086106	240	6,000	x	5	
Leggett & Platt	Com	524660107	7,499	340,400	x	5	34
M&T Bank	Com	55261F104	23,206	307,373	x	5	30
MAF Bancorp	Com	55261R108	11,415	371,827	x	5	37
Mellon Financial	Com	58551A108	15,364	342,888	x	5	34
Merck	Com	589331107	18,689	292,442	x	5	29
Microsoft	Com	594918104	8,845	121,166	x	5	12
Morgan Stanley Dean Witter D	Com	617446448	879	13,700	x	5	1

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

Office Depot Inc.	Com	676220106	311	30,000	x	5	3
Omnicom Group	Com	681919106	627	7,300	x	5	
Pfizer	Com	707081103	308	7,715	x	5	
PNC Bank	Com	693475105	548	8,336	x	5	
Provident Financial Group	Com	743866105	662	20,129	x	5	2
Royal Dutch	Com	780257804	2,028	34,810	x	5	3
Schering-Plough	Com	806605101	5,600	154,535	x	5	15
Southern Union	Com	844030106	468	22,957	x	5	2
Southwest Airlines	Com	844741108	328	17,775	x	5	1
Sovereign Bancorp	Com	845905108	8,350	642,377	x	5	64
Steelcase Inc. Cl A	Com	858155203	240	20,100	x	5	2
Texas Instruments	Com	882508104	11,704	366,908	x	5	36
Tribune	Com	896047107	7,558	188,916	x	5	18
Unisys	Com	909214108	6,856	466,120	x	5	46
Washington Federal	Com	938824109	866	35,332	x	5	3
Washington Mutual	Com	939322103	1,968	52,427	x	5	5
Waste Management	Com	941061109	5,448	176,770	x	5	17
Wells Fargo	Com	949746101	4,228	91,083	x	5	9

FORM 13F Name of Reporting Manager: Legg Mason, Inc.
(On Behalf of Bingham Legg Advise
For Positions Held As Of 6/30/01)

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr
AES CORP	COM	00130H105	1760	41844	x	6
AOL TIME WARNER	COM	00184A105	5955	115963	x	6
AOL TIME WARNER	COM	00184A105	200	3904	x	6
AT&T CORP	COM	001957109	1613	73407	x	6
AT&T CORP	COM	001957109	133	6083	x	6
ABBOTT LABORATORIES COM	COM	002824100	3265	66733	x	6
ABBOTT LABORATORIES COM	COM	002824100	489	10000	x	6
ACCESS PHARMACEUTICALS INC	COM	00431M209	18	5000	x	6
ACCESS PHARMACEUTICALS INC	COM	00431M209	327	88333	x	6
AETNA INC-NEW	COM	00817Y108	420	16675	x	6
AETNA INC-NEW	COM	00817Y108	91	3650	x	6
AGILENT TECHNOLOGIES INC	COM	00846U101	612	19033	x	6
AGILENT TECHNOLOGIES INC	COM	00846U101	504	15689	x	6
ALBERTSONS INC COM	COM	013104104	326	11100	x	6
ALBERTSONS INC COM	COM	013104104	141	4800	x	6
ALCATEL	COM	013904305	1531	87690	x	6
ALCATEL	COM	013904305	24	1390	x	6
ALLMERICA FINANCIAL CORP COM	COM	019754100	250	4498	x	6
ALLMERICA FINANCIAL CORP COM	COM	019754100	11	200	x	6
ALLSTATE CORP	COM	020002101	1235	28511	x	6
ALLSTATE CORP	COM	020002101	66	1540	x	6
AMERADA HESS CORP COM	COM	023551104	743	9150	x	6
AMERADA HESS CORP COM	COM	023551104	99	1225	x	6
AMERICAN ELECTRIC PWR CO INC	CCOM	025537101	1445	30767	x	6
AMERICAN ELECTRIC PWR CO INC	CCOM	025537101	308	6570	x	6
AMERICAN EXPRESS CO COM	COM	025816109	291	7380	x	6
AMERICAN EXPRESS CO COM	COM	025816109	34	875	x	6

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

AMERICAN GENERAL CORP COM	COM	026351106	1142	24600	x	6
AMERICAN GENERAL CORP COM	COM	026351106	710	15300	x	6
AMERICAN HOME PRODS CORP COM	COM	026609107	3688	62090	x	6
AMERICAN HOME PRODS CORP COM	COM	026609107	579	9758	x	6
AMERICAN INTL GROUP INC COM	COM	026874107	2585	30309	x	6
AMERICAN INTL GROUP INC COM	COM	026874107	1412	16558	x	6
AMERICAN MANAGEMENT SYSTEMS INCOM	INCOM	027352103	10	500	x	6
AMERICAN MANAGEMENT SYSTEMS INCOM	INCOM	027352103	193	9100	x	6
AMER PWR CONVERSION CORP	COM	029066107	482	32300	x	6
AMER PWR CONVERSION CORP	COM	029066107	11	750	x	6
AMERICAN WATER WORKS COMPANY ICOM	ICOM	030411102	330	10368	x	6
AMGEN INC	COM	031162100	1118	19220	x	6
AMGEN INC	COM	031162100	76	1311	x	6
ANADARKO PETROLEUM CORP COM	COM	032511107	314	5786	x	6
ANADARKO PETROLEUM CORP COM	COM	032511107	258	4753	x	6
ANALOG DEVICES INC	COM	032654105	303	6940	x	6
ANALOG DEVICES INC	COM	032654105	66	1526	x	6
ANHEUSER BUSCH COS INC COM	COM	035229103	5876	141187	x	6
ANHEUSER BUSCH COS INC COM	COM	035229103	57	1384	x	6
APPLIED MATERIALS INC	COM	038222105	1707	35070	x	6
APPLIED MATERIALS INC	COM	038222105	79	1630	x	6
ARCH COAL INC	COM	039380100	333	12700	x	6
ARROW ELECTRONICS INC	COM	042735100	232	9550	x	6
ARROW ELECTRONICS INC	COM	042735100	110	4550	x	6
AUTOMATIC DATA PROCESSING INC	COM	053015103	1022	19790	x	6
AUTOMATIC DATA PROCESSING INC	COM	053015103	150	2921	x	6
AVALONBAY COMMUNITIES INC	COM	053484101	677	14250	x	6
AVALONBAY COMMUNITIES INC	COM	053484101	510	10740	x	6
AVNET INC COM	COM	053807103	232	10450	x	6
AVNET INC COM	COM	053807103	30	1350	x	6
BJS WHOLESALE CLUB INC COM	COM	05548J106	3177	59013	x	6
BJS WHOLESALE CLUB INC COM	COM	05548J106	670	12450	x	6
BP AMOCO PLC	COM	055622104	19370	396118	x	6
BP AMOCO PLC	COM	055622104	1594	32606	x	6
BAKER HUGHES INC COM	COM	057224107	721	21780	x	6
BAKER HUGHES INC COM	COM	057224107	97	2950	x	6
BANK OF AMERICA CORPORATION	COM	060505104	2452	40684	x	6
BANK OF AMERICA CORPORATION	COM	060505104	443	7350	x	6
BANK NEW YORK INC COM	COM	064057102	932	19800	x	6
BANK NEW YORK INC COM	COM	064057102	164	3500	x	6
BANK ONE CORPORATION	COM	06423A103	717	19895	x	6
BANK ONE CORPORATION	COM	06423A103	246	6825	x	6
BARD C R INC COM	COM	067383109	222	3870	x	6
BECTON DICKINSON & CO	COM	075887109	413	11470	x	6
BELLSOUTH CORP COM	COM	079860102	665	16291	x	6
BELLSOUTH CORP COM	COM	079860102	196	4800	x	6
BEMIS COMPANY INC	COM	081437105	683	16813	x	6
BERKSHIRE HATHAWAY INC DEL	COM	084670108	2263	33	x	6
BERKSHIRE HATHAWAY INC DEL	COM	084670207	3167	1384	x	6
BERKSHIRE HATHAWAY INC DEL	COM	084670207	313	137	x	6
BIOMET INC	COM	090613100	1392	30865	x	6
BIOMET INC	COM	090613100	990	21950	x	6
BLACK & DECKER MFG CO COM	COM	091797100	160	4005	x	6
BLACK & DECKER MFG CO COM	COM	091797100	64	1600	x	6
BOEING CO COM	COM	097023105	473	8565	x	6
BOEING CO COM	COM	097023105	13	250	x	6
BOSTON PRIVATE FINL HOLDING INCOM	INCOM	101119105	217	10000	x	6
BOSTON PROPERTIES INC	COM	101121101	20	500	x	6
BOSTON PROPERTIES INC	COM	101121101	429	10400	x	6
BOSTON SCIENTIFIC CORP	COM	101137107	643	37000	x	6
BOSTON SCIENTIFIC CORP	COM	101137107	107	6188	x	6
BRISTOL MYERS SQUIBB CO	COM	110122108	2443	45945	x	6

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

BRISTOL MYERS SQUIBB CO	COM	110122108	224	4225	x	6
BROADWING INC	COM	111620100	2760	111550	x	6
BROADWING INC	COM	111620100	118	4800	x	6
BURLINGTON NORTHERN SANTA FE	CCOM	12189T104	1463	48854	x	6
BURLINGTON NORTHERN SANTA FE	CCOM	12189T104	262	8775	x	6
BURLINGTON RESOURCES	COM	122014103	376	9250	x	6
BURLINGTON RESOURCES	COM	122014103	97	2400	x	6
CBRL GROUP INC	COM	12489V106	200	11785	x	6
CSX CORP COM	COM	126408103	339	9664	x	6
CSX CORP COM	COM	126408103	200	5700	x	6
CVS CORP COM	COM	126650100	5832	153290	x	6
CVS CORP COM	COM	126650100	313	8250	x	6
CABLETRON SYSTEMS INC	COM	126920107	456	21000	x	6
CABOT CORP	COM	127055101	338	9350	x	6
CABOT CORP	COM	127055101	34	950	x	6
CALPINE CORPORATION	COM	131347106	418	11190	x	6
CALPINE CORPORATION	COM	131347106	12	322	x	6
CAMBRIDGE TECHNOLOGY PARTNER	COM	132524109	247	71600	x	6
CAMDEN PROPERTY TRUST	COM	133131102	209	5725	x	6
CAPITAL ONE FINANCIAL INC	COM	14040H105	347	5600	x	6
CAPSTONE TURBINE CORP	COM	14067D102	285	13620	x	6
CARNIVAL CORPORATION	COM	143658102	1162	38300	x	6
CARNIVAL CORPORATION	COM	143658102	1083	35700	x	6
CATERPILLAR TRACTOR CO COM	COM	149123101	331	6417	x	6
CATERPILLAR TRACTOR CO COM	COM	149123101	10	200	x	6
CHARTER ONE FINL INC	COM	160903100	2643	83417	x	6
CHARTER ONE FINL INC	COM	160903100	123	3900	x	6
CHEVRON CORP COM	COM	166751107	4074	44614	x	6
CHEVRON CORP COM	COM	166751107	1768	19366	x	6
CHUBB CORP COM	COM	171232101	375	4895	x	6
CHUBB CORP COM	COM	171232101	410	5350	x	6
CIPHERGEN BIOSYSTEMS INC	COM	17252Y104	88	14602	x	6
CISCO SYSTEMS INC	COM	17275R102	1260	71711	x	6
CISCO SYSTEMS INC	COM	17275R102	165	9387	x	6
CITIGROUP INC	COM	172967101	7320	140017	x	6
CITIGROUP INC	COM	172967101	842	16115	x	6
CLOROX CO COM	COM	189054109	55	1600	x	6
CLOROX CO COM	COM	189054109	157	4500	x	6
COCA COLA CO COM	COM	191216100	1246	27561	x	6
COCA COLA CO COM	COM	191216100	32	722	x	6
COLGATE PALMOLIVE CO COM	COM	194162103	755	12670	x	6
COLGATE PALMOLIVE CO COM	COM	194162103	178	3000	x	6
COMCAST CORP CL A SPL	COM	200300200	426	10000	x	6
COMPAQ COMPUTER CORP COM	COM	204493100	906	59575	x	6
COMPAQ COMPUTER CORP COM	COM	204493100	496	32600	x	6
COMPUTER SCIENCES CORP	COM	205363104	266	7800	x	6
COMPUTER SCIENCES CORP	COM	205363104	81	2400	x	6
CONAGRA FOODS INC	COM	205887102	1008	50750	x	6
CONAGRA FOODS INC	COM	205887102	310	15600	x	6
CONEXANT SYS INC COM	COM	207142100	112	14000	x	6
CONOCO INC	COM	208251306	700	24225	x	6
CONOCO INC	COM	208251306	283	9800	x	6
CONOCO INC CL B	COM	208251405	245	8265	x	6
CONOCO INC CL B	COM	208251405	84	2835	x	6
CONSOLIDATED EDISON INC COM	COM	209115104	793	19550	x	6
CONSOLIDATED EDISON INC COM	COM	209115104	210	5200	x	6
CONVERGYS CORPORATION	COM	212485106	371	12850	x	6
COOPER CAMERON CORP COM	COM	216640102	419	7500	x	6
COOPER INDUSTRIES INC COM	COM	216669101	497	12275	x	6
COOPER INDUSTRIES INC COM	COM	216669101	182	4500	x	6
COOPER TIRE & RUBBER CO	COM	216831107	130	9150	x	6
COOPER TIRE & RUBBER CO	COM	216831107	25	1775	x	6

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

CORNING INC	COM	219350105	187	12160	x	6
CORNING INC	COM	219350105	172	11143	x	6
COSTCO WHOLESALE CORPORATION	COM	22160K105	805	19500	x	6
COSTCO WHOLESALE CORPORATION	COM	22160K105	866	20984	x	6
CROWN CORK & SEAL INC	COM	228255105	35	11265	x	6
CROWN CORK & SEAL INC	COM	228255105	8	2800	x	6
DTE ENERGY CO COM	COM	233331107	568	12180	x	6
DANA CORP	COM	235811106	446	19000	x	6
DANA CORP	COM	235811106	98	4200	x	6
DELL COMPUTER CORP	COM	247025109	3835	146350	x	6
DELL COMPUTER CORP	COM	247025109	198	7570	x	6
DELPHI FINANCIAL GROUP INC.	COM	247131105	665	17992	x	6
DEVRY INC DEL	COM	251893103	674	18000	x	6
DIEBOLD INC	COM	253651103	208	6550	x	6
DIEBOLD INC	COM	253651103	92	2900	x	6
DISNEY WALT PRODTNS COM	COM	254687106	844	29945	x	6
DOMINION RESOURCES INC/VA	COM	25746U109	438	7113	x	6
DOVER CORP COM	COM	260003108	3232	84275	x	6
DOVER CORP COM	COM	260003108	1221	31850	x	6
DOW CHEMICAL CO COM	COM	260543103	2296	66829	x	6
DOW CHEMICAL CO COM	COM	260543103	539	15703	x	6
DU PONT E I DE NEMOURS & CO COCOM	COM	263534109	714	15230	x	6
DU PONT E I DE NEMOURS & CO COCOM	COM	263534109	212	4528	x	6
DUKE ENERGY CORP	COM	264399106	3090	76889	x	6
DUKE ENERGY CORP	COM	264399106	99	2464	x	6
DYNEGY INC CLASS A	COM	26816Q101	253	5530	x	6
EMC CORPORATION	COM	268648102	2351	78303	x	6
EMC CORPORATION	COM	268648102	744	24799	x	6
ENSCO INTERNATIONAL INC	COM	26874Q100	1775	80380	x	6
ENSCO INTERNATIONAL INC	COM	26874Q100	34	1555	x	6
EOG RESOURCES INC	COM	26875P101	219	6075	x	6
E INK CORPORATION	CONV PFD	269990206	15	8064	x	6
E INK CORPORATION	CONV PFD	269990206	25	13440	x	6
E INK CORPORATION	CONV PFD	269990305	87	7250	x	6
E INK CORPORATION	CONV PFD	269990305	162	13501	x	6
EASTMAN CHEMICAL CO INC	COM	277432100	248	5314	x	6
EASTMAN CHEMICAL CO INC	COM	277432100	9	200	x	6
EDISON SCHOOLS INC	COM	281033100	334	14950	x	6
ELAN CORP PLC	COM	284131208	132	2200	x	6
ELAN CORP PLC	COM	284131208	1203	19964	x	6
ELECTRONIC DATA SYSTEMS CORP	NCOM	285661104	346	5575	x	6
ELECTRONIC DATA SYSTEMS CORP	NCOM	285661104	136	2200	x	6
EMERSON ELEC CO COM	COM	291011104	3187	50559	x	6
EMERSON ELEC CO COM	COM	291011104	123	1955	x	6
ENRON CORP	COM	293561106	49	1000	x	6
ENRON CORP	COM	293561106	164	3300	x	6
EQUITY OFFICE PROPERTY TR	COM	294741103	227	7409	x	6
EQUITY OFFICE PROPERTY TR	COM	294741103	101	3300	x	6
L M ERICSSON TEL CO	COM	294821400	53	10800	x	6
EXPLORE HOLDINGS LLC SHARES	COM	30214H929	46	19234	x	6
EXXON MOBIL CORPORATION	COM	30231G102	39100	449426	x	6
EXXON MOBIL CORPORATION	COM	30231G102	13212	151863	x	6
FMC CORP	COM	302491303	214	3075	x	6
FMC CORP	COM	302491303	71	1025	x	6
FPL GROUP INC COM	COM	302571104	973	16157	x	6
FAMILY DOLLAR STORES INC	COM	307000109	1628	62210	x	6
FAMILY DOLLAR STORES INC	COM	307000109	40	1550	x	6
FAR WEST GROUP INC	COM	30735F105	0	20000	x	6
FREDDIE MAC	COM	313400301	6294	92155	x	6
FREDDIE MAC	COM	313400301	34	500	x	6
FANNIE MAE	COM	313586109	5859	68661	x	6
FANNIE MAE	COM	313586109	305	3574	x	6

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

FEDERATED DEPARTMENT STORES INCOM	31410H101	89	2350	x	6	
FEDERATED DEPARTMENT STORES INCOM	31410H101	163	4300	x	6	
FIRST TENNESSEE NATIONAL CORP COM	337162101	937	26250	x	6	
FIRST TENNESSEE NATIONAL CORP COM	337162101	28	795	x	6	
FIRST UNION CORP	COM	337358105	495	14384	x	6
FIRST UNION CORP	COM	337358105	215	6250	x	6
FIRSTENERGY CORP	COM	337932107	237	7300	x	6
FIRSTENERGY CORP	COM	337932107	95	2950	x	6
FLEETBOSTON FINANCIAL CORPORATCOM	339030108	4415	113293	x	6	
FLEETBOSTON FINANCIAL CORPORATCOM	339030108	889	22824	x	6	
GPU INC	COM	36225X100	282	7850	x	6
GPU INC	COM	36225X100	41	1150	x	6
GANNETT INC COM	COM	364730101	199	3000	x	6
GANNETT INC COM	COM	364730101	230	3475	x	6
GENENTECH INC	COM	368710406	271	4975	x	6
GENENTECH INC	COM	368710406	59	1090	x	6
GENERAL ELECTRIC CO COM	COM	369604103	22123	456427	x	6
GENERAL ELECTRIC CO COM	COM	369604103	5202	107340	x	6
GENERAL GROWTH PPTYS INC	COM	370021107	104	2750	x	6
GENERAL GROWTH PPTYS INC	COM	370021107	338	8900	x	6
GENERAL MILLS INC COM	COM	370334104	196	4500	x	6
GENERAL MILLS INC COM	COM	370334104	158	3625	x	6
GENERAL MOTORS CORP CLASS H COCOM	370442832	843	40338	x	6	
GENERAL MOTORS CORP CLASS H COCOM	370442832	587	28100	x	6	
GENUINE PARTS CO	COM	372460105	583	18035	x	6
GENUINE PARTS CO	COM	372460105	116	3600	x	6
GENZYME CORPORATION-BIOSURGERYCOM	372917708	16	2313	x	6	
GENZYME CORPORATION-BIOSURGERYCOM	372917708	123	17173	x	6	
GEORGIA PACIFIC CORP COM	COM	373298108	550	16281	x	6
GEORGIA PACIFIC CORP COM	COM	373298108	134	3964	x	6
GILLETTE CO COM	COM	375766102	102	3500	x	6
GILLETTE CO COM	COM	375766102	191	6500	x	6
GLAXO SMITHKLINE PLC ADR	COM	37733W105	389	6995	x	6
GLAXO SMITHKLINE PLC ADR	COM	37733W105	33	600	x	6
GOODYEAR TIRE & RUBBER CO COM	COM	382550101	584	20575	x	6
GOODYEAR TIRE & RUBBER CO COM	COM	382550101	133	4700	x	6
GRANT PRIDECO INC	COM	38821G101	225	14100	x	6
GUIDANT CORP	COM	401698105	1635	46161	x	6
GUIDANT CORP	COM	401698105	116	3290	x	6
HARTFORD FINL SVCS GROUP INC	COM	416515104	295	4335	x	6
HARTFORD FINL SVCS GROUP INC	COM	416515104	26	388	x	6
HEARTLAND EXPRESS INC	COM	422347104	272	12125	x	6
HEINZ H J CO	COM	423074103	254	6050	x	6
HELLER FINANCIAL INC	COM	423328103	435	10800	x	6
HEWLETT PACKARD CO COM	COM	428236103	1133	41041	x	6
HEWLETT PACKARD CO COM	COM	428236103	1175	42530	x	6
HOME DEPOT INC COM	COM	437076102	947	20312	x	6
HOME DEPOT INC COM	COM	437076102	150	3220	x	6
HONEYWELL INTERNATIONAL INC	COM	438516106	1238	33945	x	6
HONEYWELL INTERNATIONAL INC	COM	438516106	104	2850	x	6
IMS HEALTH INC	COM	449934108	116	4176	x	6
IMS HEALTH INC	COM	449934108	94	3400	x	6
iBELONG.COM INC SER A PFPREFERRED	450999917	48	15298	x	6	
ILLINOIS TOOL WORKS INC COM	COM	452308109	2147	32445	x	6
ILLINOIS TOOL WORKS INC COM	COM	452308109	104	1575	x	6
INCO LTD COM	COM	453258402	338	19700	x	6
INDYMAC BANCORP INC	COM	456607100	396	15000	x	6
INGRAM MICRO INC	COM	457153104	104	7550	x	6
INGRAM MICRO INC	COM	457153104	40	2900	x	6
INTEL CORP COM	COM	458140100	4224	141586	x	6
INTEL CORP COM	COM	458140100	517	17354	x	6
INTL BUSINESS MACHINES CORP COCOM	459200101	6624	59094	x	6	

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

INTL BUSINESS MACHINES CORP	COCOM	459200101	1414	12619	x	6
INTERNATIONAL PAPER CO	COM	460146103	3783	105096	x	6
INTERNATIONAL PAPER CO	COM	460146103	370	10291	x	6
IVAX CORP	COM	465823102	358	9700	x	6
JDS UNIPHASE CORP	COM	46612J101	37	3250	x	6
JDS UNIPHASE CORP	COM	46612J101	130	11255	x	6
J.P. MORGAN CHASE & CO	COM	46625H100	5141	112920	x	6
J.P. MORGAN CHASE & CO	COM	46625H100	511	11243	x	6
JEFFERSON-PILOT CORP	COM	475070108	671	13802	x	6
JEFFERSON-PILOT CORP	COM	475070108	54	1125	x	6
JOHNSON & JOHNSON COM	COM	478160104	8089	158900	x	6
JOHNSON & JOHNSON COM	COM	478160104	1023	20110	x	6
JONES APPAREL GROUP INC.	COM	480074103	235	6000	x	6
KEYCORP NEW	COM	493267108	495	19211	x	6
KEYCORP NEW	COM	493267108	221	8610	x	6
KIMBERLY CLARK CORP COM	COM	494368103	1726	30015	x	6
KIMBERLY CLARK CORP COM	COM	494368103	89	1555	x	6
KINDER MORGAN INC	COM	49455P101	243	4570	x	6
KROGER CO COM	COM	501044101	284	11140	x	6
L-3 COMMUNICATIONS HOLDINGS	INCOM	502424104	400	5180	x	6
THE LATIN AMERN DISCOVERY	FD ICOM	51828C106	156	15000	x	6
LEGGETT & PLATT INC	COM	524660107	922	42725	x	6
LEGGETT & PLATT INC	COM	524660107	645	29900	x	6
LIBERTY FINANCIAL COMPANIC	CONVNPFD	530512201	3753	73047	x	6
LIBERTY FINANCIAL COMPANIC	CONVNPFD	530512201	3775	73468	x	6
LIFEF/X INC	COM	53218N106	265	403000	x	6
LILLY ELI & CO COM	COM	532457108	1228	16248	x	6
LILLY ELI & CO COM	COM	532457108	192	2550	x	6
LINCOLN NATL CORP IND COM	COM	534187109	2968	57705	x	6
LINCOLN NATL CORP IND COM	COM	534187109	115	2240	x	6
LUBRIZOL CORP COM	COM	549271104	202	6225	x	6
LUBRIZOL CORP COM	COM	549271104	39	1225	x	6
LUCENT TECHNOLOGIES INC	COM	549463107	404	64219	x	6
LUCENT TECHNOLOGIES INC	COM	549463107	22	3624	x	6
MBIA INC	COM	55262C100	556	9936	x	6
MBIA INC	COM	55262C100	268	4800	x	6
MANULIFE FINANCIAL CORP	COM	56501R106	1109	39999	x	6
MARSH & MCCLENNAN COS INC	COM	571748102	1030	10170	x	6
MARSH & MCCLENNAN COS INC	COM	571748102	35	350	x	6
MARTIN MARIETTA MATERIALS	INC COM	573284106	198	3960	x	6
MARTIN MARIETTA MATERIALS	INC COM	573284106	19	385	x	6
MAY DEPT STORES CO COM	COM	577778103	464	14475	x	6
MAY DEPT STORES CO COM	COM	577778103	215	6710	x	6
MCDONALDS CORP COM	COM	580135101	3984	147265	x	6
MCDONALDS CORP COM	COM	580135101	39	1460	x	6
MCKESSON HBOC INC	COM	58155Q103	577	15995	x	6
MEAD CORP COM	COM	582834107	451	16210	x	6
MEAD CORP COM	COM	582834107	47	1700	x	6
MEDTRONIC INC COM	COM	585055106	4842	103179	x	6
MEDTRONIC INC COM	COM	585055106	882	18802	x	6
MELLON FINANCIAL CORP.	COM	58551A108	1129	24755	x	6
MELLON FINANCIAL CORP.	COM	58551A108	5	130	x	6
MERCK & CO INC COM	COM	589331107	7289	113648	x	6
MERCK & CO INC COM	COM	589331107	2334	36399	x	6
METLIFE INC	COM	59156R108	427	13401	x	6
METLIFE INC	COM	59156R108	10	324	x	6
MICROSOFT CORP	COM	594918104	10298	150324	x	6
MICROSOFT CORP	COM	594918104	352	5150	x	6
MICRON TECHNOLOGY INC	COM	595112103	356	8500	x	6
MILLENNIUM PHARMACEUTICALS	INCCOM	599902103	92	2884	x	6
MILLENNIUM PHARMACEUTICALS	INCCOM	599902103	128	4000	x	6
MINNESOTA MNG & MFG CO	COM	604059105	6629	56933	x	6

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

MINNESOTA MNG & MFG CO COM	COM	604059105	239	2055	x	6
MIRANT CORPORATION	COM	604675108	807	22647	x	6
MONADNOCK PAPER MILLS INC	COM	608990107	245	3171	x	6
MORGAN STANLEY DEAN WITTER EASCOM	COM	616988101	223	16100	x	6
MORGAN STANLEY	COM	617446448	1383	21850	x	6
MORGAN STANLEY	COM	617446448	805	12725	x	6
MORGAN STANLEY DEAN WITTER	COM	61744G107	79	9300	x	6
MORGAN STANLEY DEAN WITTER	COM	61744G107	4111	478040	x	6
MORGAN STANLEY DEAN WITTER	COM	61745C105	179	21800	x	6
NCO GROUP INC COM	COM	628858102	201	6800	x	6
NCR CORP NEW	COM	62886E108	6	140	x	6
NCR CORP NEW	COM	62886E108	456	9800	x	6
NABORS INDUSTRIES INC	COM	629568106	1805	49255	x	6
NABORS INDUSTRIES INC	COM	629568106	45	1235	x	6
NATIONAL CITY CORP COM	COM	635405103	838	27153	x	6
NATIONAL CITY CORP COM	COM	635405103	168	5450	x	6
NATURAL CHEMISTRY INC CONV PFD	COM	63884L201	8	16600	x	6
NATURAL CHEMISTRY INC	COM	63884L904	8	16589	x	6
NEW ENGLAND BUSINESS SVC INC CCOM	COM	643872104	3770	200017	x	6
NEW YORK TIMES CO CL A	COM	650111107	29820	704136	x	6
NEW YORK TIMES CO CL A	COM	650111107	162	3840	x	6
NEWELL RUBBERMAID INC	COM	651229106	587	23475	x	6
NEWELL RUBBERMAID INC	COM	651229106	132	5300	x	6
NOKIA CORPORATION	COM	654902204	146	7200	x	6
NOKIA CORPORATION	COM	654902204	53	2650	x	6
NORFOLK SOUTHN CORP COM	COM	655844108	2135	104260	x	6
NORFOLK SOUTHN CORP COM	COM	655844108	235	11505	x	6
NUCOR CORP	COM	670346105	240	4925	x	6
NUCOR CORP	COM	670346105	110	2275	x	6
OAO TECHNOLOGY SOLUTIONS INC	COM	67082B105	374	228310	x	6
OCCIDENTAL PETE CORP COM	COM	674599105	1558	58000	x	6
OCCIDENTAL PETE CORP COM	COM	674599105	362	13500	x	6
OFFICE DEPOT COM	COM	676220106	140	14000	x	6
OMNICOM GROUP INC COM	COM	681919106	964	11350	x	6
OMNICOM GROUP INC COM	COM	681919106	1762	20740	x	6
OPEN MARKET INC COM	COM	68370M100	35	30000	x	6
OPEN MARKET INC COM	COM	68370M100	1	1625	x	6
OPENWAVE SYSTEMS INC	COM	683718100	130539	4512265	x	6
OPENWAVE SYSTEMS INC	COM	683718100	759	26267	x	6
ORACLE SYSTEMS CORP	COM	68389X105	185	9802	x	6
ORACLE SYSTEMS CORP	COM	68389X105	293	15502	x	6
ORION POWER HOLDINGS INC	COM	686286105	340	13370	x	6
OWENS ILLINOIS INC COM	COM	690768403	96	13300	x	6
OWENS ILLINOIS INC COM	COM	690768403	36	5000	x	6
THE PMI GROUP	COM	69344M101	5555	78810	x	6
THE PMI GROUP	COM	69344M101	163	2325	x	6
PALM INC	COM	696642107	75	12800	x	6
PARKER HANNIFIN CORP COM	COM	701094104	236	5300	x	6
PARKER HANNIFIN CORP COM	COM	701094104	58	1300	x	6
PECO II INC	COM	705221109	125	19760	x	6
PEPSICO INC COM	COM	713448108	2874	63910	x	6
PEPSICO INC COM	COM	713448108	311	6931	x	6
PFIZER INC COM	COM	717081103	7328	184327	x	6
PFIZER INC COM	COM	717081103	1221	30733	x	6
PHARMACIA CORPORATION	COM	71713U102	2464	52990	x	6
PHARMACIA CORPORATION	COM	71713U102	119	2563	x	6
PHILIP MORRIS COS INC COM	COM	718154107	1089	23300	x	6
PHILIP MORRIS COS INC COM	COM	718154107	245	5250	x	6
PHILLIPS PETROLEUM CO COM	COM	718507106	1665	28973	x	6
PHILLIPS PETROLEUM CO COM	COM	718507106	457	7950	x	6
PHYCOGEN INC COM	COM	7194099A4	200	10288	x	6
PLUM CREEK TIMBER COMPANY, INCCOM	COM	729251108	395	13700	x	6

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

PRAXAIR INC	COM	74005P104	1928	41030	x	6
PROCTER & GAMBLE CO COM	COM	742718109	11085	171796	x	6
PROCTER & GAMBLE CO COM	COM	742718109	100	1550	x	6
PROTEIN DESIGN LABS INC	COM	74369L103	274	3505	x	6
QUESTAR CORP	COM	748356102	359	14485	x	6
QUESTAR CORP	COM	748356102	161	6500	x	6
QWEST COMMUNICATIONS INTERNATICOM	COM	749121109	354	11766	x	6
QWEST COMMUNICATIONS INTERNATICOM	COM	749121109	163	5425	x	6
R H INVESTMENT COMPANY INC	COM	749550992	3176	14908	x	6
RATIONAL SOFTWARE CORP COM	COM	75409P202	585	26313	x	6
REGIONS FINANCIAL CORP	COM	758940100	219	6899	x	6
REGIONS FINANCIAL CORP	COM	758940100	146	4590	x	6
RELIANT ENERGY INCORPORATED	COM	75952J108	181	5759	x	6
RELIANT ENERGY INCORPORATED	COM	75952J108	78	2500	x	6
REYNOLDS & REYNOLDS CO CL A	COM	761695105	251	11100	x	6
REYNOLDS & REYNOLDS CO CL A	COM	761695105	337	14900	x	6
ROCKWELL INTL CORP NEW	COM	773903109	274	18000	x	6
ROYAL DUTCH PETROLEUM CO	COM	780257804	1298	22625	x	6
ROYAL DUTCH PETROLEUM CO	COM	780257804	183	3200	x	6
SBC COMMUNICATIONS INC	COM	78387G103	4634	112207	x	6
SBC COMMUNICATIONS INC	COM	78387G103	44	1070	x	6
SCI SYSTEMS INC	COM	783890106	741	29820	x	6
SCI SYSTEMS INC	COM	783890106	748	30100	x	6
STANDARD & POOR'S DEPOSITARY RCOM	COM	78462F103	334	2750	x	6
SAFeway INC NEW	COM	786514208	786	16070	x	6
SAFeway INC NEW	COM	786514208	18	375	x	6
ST PAUL COS INC COM	COM	792860108	826	16400	x	6
ST PAUL COS INC COM	COM	792860108	133	2650	x	6
SANCHEZ COMPUTER ASSOCIATES	COM	799702105	251	20110	x	6
SARA LEE CORP COM	COM	803111103	290	15000	x	6
SARA LEE CORP COM	COM	803111103	632	32644	x	6
SCHERING PLOUGH CORP COM	COM	806605101	3330	91820	x	6
SCHERING PLOUGH CORP COM	COM	806605101	256	7059	x	6
SCHLUMBERGER LTD COM	COM	806857108	3587	66676	x	6
SCHLUMBERGER LTD COM	COM	806857108	287	5350	x	6
SEARS ROEBUCK & CO COM	COM	812387108	1111	26650	x	6
SEARS ROEBUCK & CO COM	COM	812387108	129	3100	x	6
SENSIENT TECHNOLOGIES CORP	COM	81725T100	363	18200	x	6
SERONO SA - ADR	COM	81752M101	221	9280	x	6
SHERWIN-WILLIAMS CO	COM	824348106	447	20100	x	6
SHERWIN-WILLIAMS CO	COM	824348106	560	25175	x	6
SMURFIT-STONE CONTAINER CORP	COM	832727101	295	18600	x	6
SMURFIT-STONE CONTAINER CORP	COM	832727101	73	4600	x	6
SONOCO PRODS CO COM	COM	835495102	255	10223	x	6
SONOCO PRODS CO COM	COM	835495102	126	5050	x	6
SOUTHERN CO COM	COM	842587107	409	17569	x	6
SPRINT CORP	COM	852061100	350	16020	x	6
SPRINT CORP	COM	852061100	46	2125	x	6
STATE STREET CORP	COM	857477103	290	5700	x	6
STATE STREET CORP	COM	857477103	112	2200	x	6
SUN MICROSYSTEMS INC COM	COM	866810104	3387	223290	x	6
SUN MICROSYSTEMS INC COM	COM	866810104	697	46009	x	6
SUNOCO INC	COM	86764P109	213	5948	x	6
SUNOCO INC	COM	86764P109	12	350	x	6
SUNTRUST BANKS INC	COM	867914103	1296	19900	x	6
SUNTRUST BANKS INC	COM	867914103	96	1475	x	6
SUPERVALU INC	COM	868536103	189	10450	x	6
SUPERVALU INC	COM	868536103	41	2300	x	6
SUREFIRE COMMERCE INC	COM	86866Q104	33	26674	x	6
SYSCO CORP	COM	871829107	402	14500	x	6
SYSCO CORP	COM	871829107	111	4000	x	6
TJX COMPANIES (NEW)	COM	872540109	364	11400	x	6

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

TJX COMPANIES (NEW)	COM	872540109	212	6650	x	6
TARGET CORP	COM	87612E106	3709	104860	x	6
TARGET CORP	COM	87612E106	49	1386	x	6
TEMPLE INLAND INC COM	COM	879868107	285	5250	x	6
TEMPLE INLAND INC COM	COM	879868107	36	675	x	6
TEXACO INC COM	COM	881694103	2034	29785	x	6
TEXACO INC COM	COM	881694103	301	4418	x	6
TEXAS INSTRUMENTS INC COM	COM	882508104	4438	141523	x	6
TEXAS INSTRUMENTS INC COM	COM	882508104	281	8985	x	6
TEXTRON INC COM	COM	883203101	100	1800	x	6
TEXTRON INC COM	COM	883203101	173	3100	x	6
THOMAS & BETTS CORP TENNESSEE	COM	884315102	175	7900	x	6
THOMAS & BETTS CORP TENNESSEE	COM	884315102	32	1450	x	6
TYCO INTERNATIONAL LTD	COM	902124106	5976	109312	x	6
TYCO INTERNATIONAL LTD	COM	902124106	1247	22823	x	6
US BANCORP	COM	902973304	1156	49614	x	6
US BANCORP	COM	902973304	20	884	x	6
UNILEVER NV NY SHARES NEW F	COM	904784709	261	4404	x	6
UNILEVER NV NY SHARES NEW F	COM	904784709	52	892	x	6
UNION PACIFIC CORP COM	COM	907818108	1682	30750	x	6
UNION PACIFIC CORP COM	COM	907818108	383	7000	x	6
UNITED TECHNOLOGIES CORP COM	COM	913017109	1520	20934	x	6
UNITED TECHNOLOGIES CORP COM	COM	913017109	560	7721	x	6
UNOCAL CORP COM	COM	915289102	350	10200	x	6
UNUMPROVIDENT CORP	COM	91529Y106	276	8636	x	6
USDATA CORPORATION	COM	917294100	15	34175	x	6
V F CORP COM	COM	918204108	418	11725	x	6
V F CORP COM	COM	918204108	83	2350	x	6
VERIZON COMMUNICATIONS	COM	92343V104	3147	58279	x	6
VERIZON COMMUNICATIONS	COM	92343V104	157	2909	x	6
VIRAGEN INC	COM	927638106	37	30300	x	6
VODAFONE GROUP PLC-SP ADR	COM	92857W100	679	31260	x	6
VODAFONE GROUP PLC-SP ADR	COM	92857W100	65	3000	x	6
VOICESTREAM WIRELESS CORP	COM	928615103	638	7152	x	6
WAL MART STORES INC	COM	931142103	2022	41605	x	6
WAL MART STORES INC	COM	931142103	354	7304	x	6
WALGREEN CO COM	COM	931422109	171	5000	x	6
WALGREEN CO COM	COM	931422109	1659	48445	x	6
WASHINGTON MUTUAL INC COM	COM	939322103	3866	101920	x	6
WASHINGTON MUTUAL INC COM	COM	939322103	446	11770	x	6
WATSON PHARMACEUTICALS	COM	942683103	1420	23500	x	6
WATSON PHARMACEUTICALS	COM	942683103	459	7600	x	6
WEATHERFORD INTERNATIONAL INC	COM	947074100	648	14100	x	6
WELLS FARGO & COMPANY NEW	COM	949746101	3852	82765	x	6
WELLS FARGO & COMPANY NEW	COM	949746101	1334	28675	x	6
WESTVACO CORP COM	COM	961548104	360	14600	x	6
WESTVACO CORP COM	COM	961548104	93	3800	x	6
WHIRLPOOL CORP	COM	963320106	600	9450	x	6
WHIRLPOOL CORP	COM	963320106	98	1550	x	6
WILLAMETTE INDS INC COM	COM	969133107	210	4175	x	6
WILLAMETTE INDS INC COM	COM	969133107	63	1250	x	6
WILLIAMS COS COM	COM	969457100	503	14820	x	6
WILLIAMS COS COM	COM	969457100	78	2300	x	6
WISCONSIN ENERGY CORP COM	COM	976657106	223	9200	x	6
WISCONSIN ENERGY CORP COM	COM	976657106	76	3150	x	6
WORLDCOM INC	COM	98157D106	6311	442014	x	6
WORLDCOM INC	COM	98157D106	135	9500	x	6
WORLDCOM INC/MCI GROUP	COM	98157D304	273	16059	x	6
WORLDCOM INC/MCI GROUP	COM	98157D304	6	380	x	6
XCEL ENERGY INC	COM	98389B100	1177	40800	x	6
XCEL ENERGY INC	COM	98389B100	35	1225	x	6
ZING NETWORKS INC	PREFERRED	9896119A8	42	100000	x	6

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

ZING NETWORKS INC PREFERRED 9896119B6 11 26661 x 6

FORM 13F Name of Reporting Manager: Legg Mason, Inc.
 (On Behalf of Brandywine Asset Ma
 For Positions Held As Of 6/30/01)

(1) Name of Issuer	(2) Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr	
AAON INC	COMMON	000360206	8	300	x	7	3
A A R CORPORATION	COMMON	000361105	130	7600	x	7	76
ABC BANCORP	COMMON	000400101	134	12000	x	7	120
A C MOORE ARTS & CRAFTS	COMMON	00086T103	1449	96600	x	7	939
ABN AMRO HLDG N V ADR	COMMON	000937102	5797	306362	x	7	2629
ACT MFG INC	COMMON	000973107	2652	242400	x	7	2407
AG SVCS AMER INC	COMMON	001250109	43	3200	x	7	32
AHL SVCS INC	COMMON	001296102	141	17600	x	7	176
AK STL HLDG CORP	COMMON	001547108	25368	2022956	x	7	19755
AMR CORP	COMMON	001765106	1104	30550	x	7	305
AT&T CORP	COMMON	001957109	57	2600	x	7	26
AT&T CORP LIBERTY MEDIA	COMMON	001957208	5606	320500	x	7	3205
AZZ INC	COMMON	002474104	1490	59600	x	7	596
ABBOTT LABS	COMMON	002824100	24591	512295	x	7	5005
ABBEY NATL PLC ADR SP	COMMON	002920106	305	8470	x	7	7
ABIGAIL ADAMS NATL BAN	COMMON	003390101	66	4900	x	7	49
ABINGTON BANCORP INC	COMMON	00350P100	296	18800	x	7	188
ABITIBI-CONSOLIDATED	COMMON	003924107	215	28125	x	7	9
ACCLAIM ENTMT INC	COMMON	004325205	1366	280000	x	7	2800
ACETO CORP	COMMON	004446100	955	95260	x	7	927
ACTUANT CORP	COMMON	00508X203	1320	80220	x	7	782
ACXIOM CORP	COMMON	005125109	1665	127180	x	7	1271
ADAMS RES & ENERGY INC	COMMON	006351308	931	70300	x	7	678
ADVANTA CORP	COMMON	007942105	6423	401419	x	7	3902
ADVANTA CORP	COMMON	007942204	69	4907	x	7	49
AETNA INC NEW	COMMON	00817Y108	4	150	x	7	1
AGERE SYS INC	COMMON	00845V100	22065	3022600	x	7	28415
AGILENT TECHNOLOGIES	COMMON	00846U101	17217	529750	x	7	5093
AIR METHODS CORP	COMMON	009128307	437	110900	x	7	1091
AIR PRODS & CHEMS INC	COMMON	009158106	1652	36100	x	7	301
AIRNET SYS INC	COMMON	009417106	1765	263400	x	7	2561
ALBANY INTL CORP	COMMON	012348108	4039	213716	x	7	2068
ALBEMARLE CORP	COMMON	012653101	1666	71900	x	7	719
ALBERTSONS INC	COMMON	013104104	20337	678115	x	7	6139
ALCAN ALUMINIUM LTD	COMMON	013716105	39935	950380	x	7	9083
ALCOA INC	COMMON	013817101	6490	164710	x	7	1647
ALEXANDER & BALDWIN	COMMON	014482103	1913	74300	x	7	640
ALFA CORP	COMMON	015385107	254	10274	x	7	102
ALL AMERICAN SEMICONDU	COMMON	016557407	496	81500	x	7	791
ALLEGHENY ENERGY INC	COMMON	017361106	1691	35050	x	7	290
ALLEGHENY TECHNOLOGIES	COMMON	01741R102	3130	173000	x	7	1730
ALLEGIANT BANCORP INC	COMMON	017476102	577	45900	x	7	429
CENTRICA PLC	COMMON	0183901	19	11000	x	7	
ALLIANCE BANCORP NEW	COMMON	01852Q109	160	12800	x	7	128
ALLIANCE SEMICONDUCTO	COMMON	01877H100	1738	144600	x	7	1393
ALLIED HLDGS INC	COMMON	019223106	136	53300	x	7	533

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

ALLIED IRISH BKS PLC	COMMON	019228402	7624	338831	x	7	3008
ALLIED RESH CORP	COMMON	019483106	771	95800	x	7	929
ALLOU HEALTH & BEAUTY	CCOMMON	019782101	451	110100	x	7	1067
ALLSTATE CORP	COMMON	020002101	760	17276	x	7	172
ALLTRISTA CORP	COMMON	020040101	300	25400	x	7	254
ALPHA TECHNOLOGIES	GROUCOMMON	020781100	695	138900	x	7	1356
ALPHARMA INC CL A	COMMON	020813101	6330	232295	x	7	2190
AMBAC INC	COMMON	023139108	11778	202370	x	7	1819
AMERADA HESS CORP	COMMON	023551104	8	100	x	7	1
AMERCO	COMMON	023586100	9767	438000	x	7	4286
AMEREN CORP	COMMON	023608102	6	150	x	7	1
AMERICA WEST HLDG CORP	COMMON	023657208	1449	145300	x	7	1453
AMERICAN BK CONN WATERB	COMMON	024327108	247	10100	x	7	101
AMERICAN BILTRITE INC	COMMON	024591109	289	20800	x	7	192
AMERICAN BUSINESS FINL	COMMON	02476B106	342	23900	x	7	227
AMERICAN ELECTRIC POW	COMMON	025537101	23140	501195	x	7	4902
AMERICAN EXPRESS CO	COMMON	025816109	12990	334800	x	7	3348
AMERICAN FINL GROUP	INCCOMMON	025932104	66	2200	x	7	22
AMERICAN GENERAL CORP	COMMON	026351106	28771	619395	x	7	5918
AMERICAN GREETINGS CORP	COMMON	026375105	15458	1405300	x	7	13734
AMERICAN HOME PRODS C	COMMON	026609107	11614	197960	x	7	1880
AMERICAN PAC CORP	COMMON	028740108	295	45800	x	7	434
AMERICAN PHYSICIANS SV	COMMON	028882108	45	20400	x	7	204
AMERICAN PHYSICIANS C	COMMON	028884104	4910	251795	x	7	2392
AMERICAN TECHNICNAL	CERCOMMON	030137103	738	75200	x	7	732
AMERICAN VANGUARD CORP	COMMON	030371108	424	28622	x	7	272
AMERICAN WOODMARK CORP	COMMON	030506109	131	3400	x	7	34
AMERICANWEST BANCORP	ORACOMMON	03058P109	636	58330	x	7	574
AMERON INTL INC	COMMON	030710107	5186	77700	x	7	767
AMERUS GROUP CO	COMMON	03072M108	14354	404694	x	7	4045
AMERISERV FINL INC	COMMON	03074A102	1083	210200	x	7	2046
AMETEK INC NEW	COMMON	031100100	220	7200	x	7	72
AMPCO-PITTSBURGH CORP	COMMON	032037103	2023	179000	x	7	1746
AMSOUTH BANCORPORATION	COMMON	032165102	8	412	x	7	4
AMTRAN INC	COMMON	03234G106	1318	60200	x	7	572
ANADARKO PETE CORP	COMMON	032511107	15264	283134	x	7	2580
ANDERSONS INC	COMMON	034164103	1231	143100	x	7	1406
ANDOVER BANCORP INC	DELCOMMON	034258103	774	15400	x	7	154
ANN TAYLOR STORES CORP	COMMON	036115103	7	200	x	7	2
ANSWERTHINK INC	COMMON	036916104	2906	290900	x	7	2909
AON CORP	COMMON	037389103	11	300	x	7	3
APACHE CORP	COMMON	037411105	480	9450	x	7	94
APASCO S A DE C V ADR	COMMON	037488103	204	7730	x	7	8
APPLE COMPUTER INC	COMMON	037833100	1	50	x	7	
APPLERA CORP	COMMON	038020103	6730	251600	x	7	2207
APPLICA INC	COMMON	03815A106	545	68500	x	7	571
APPLIED SIGNAL TECHNO	LOCOMMON	038237103	19	3800	x	7	38
ARBITRON INC	COMMON	03875Q108	16	682	x	7	6
ARCH CHEMICALS INC	COMMON	03937R102	2092	95815	x	7	958
ARCHER DANIELS MIDLAND	COMMON	039483102	10	771	x	7	7
ARCTIC CAT INC	COMMON	039670104	741	51100	x	7	511
AREA BANCSHARES CORP	NECOMMON	039872106	438	26550	x	7	265
ARGONAUT GROUP	COMMON	040157109	1904	94697	x	7	907
ARIBA INC	COMMON	04033V104	2	400	x	7	4
ARK RESTAURANTS CORP	COMMON	040712101	174	18300	x	7	151
ARKANSAS BEST CORP	DELCOMMON	040790107	10054	436200	x	7	4275
ARNOLD INDS INC	COMMON	042595108	7683	396830	x	7	3845
ARROW FINL CORP	COMMON	042744102	692	27400	x	7	264
ARVINMERITOR, INC.	COMMON	043353101	27916	1667622	x	7	16242
ASSOCIATED MATLS INC	COMMON	045709102	1630	85800	x	7	825
ASTEC INDS INC	COMMON	046224101	6038	350000	x	7	3385
ASTRA AB ESCROW	COMMON	046298972	0	2400	x	7	24

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

ASYST TECHNOLOGY CORP	COMMON	04648X107	9667	716085	x	7	6960
ATLANTIC AMERN CORP	COMMON	048209100	27	16600	x	7	166
ATLANTIS PLASTICS INC	COMMON	049156102	21	6600	x	7	66
ATLAS AIR WORLDWIDE HLD	COMMON	049164106	884	62400	x	7	624
AUDIOVOX CORP	COMMON	050757103	5067	456500	x	7	4445
AULT INC	COMMON	051503100	215	39700	x	7	397
AUTODESK INC COM	COMMON	052769106	1328	35600	x	7	286
AUTOZONE INC	COMMON	053332102	6	150	x	7	1
AVANT CORP	COMMON	053487104	9341	702300	x	7	6859
AVISTA CORP	COMMON	05379B107	10906	545870	x	7	5378
AVNET INC	COMMON	053807103	3946	176000	x	7	1760
AXA-UAP SPONSORED ADR	COMMON	054536107	6782	240220	x	7	2204
AXCELIS TECHNOLOGIES	INCOMMON	054540109	1	58	x	7	
AXYS PHARMACEUTICALS	INCOMMON	054635107	1	200	x	7	2
BAA PLC SPONSORED ADR	COMMON	05518L206	398	43372	x	7	12
BCE INC	COMMON	05534B109	1706	64861	x	7	575
BCT INTL INC	COMMON	055355101	37	36200	x	7	337
BG PLC ADR FNL INSTLL	COMMON	055434203	276	13955	x	7	20
BMC INDS INC MINN	COMMON	055607105	1915	319100	x	7	3031
BOC GROUP PLC ADR	COMMON	055617609	4802	162579	x	7	1421
BP AMOCO ADS	COMMON	055622104	27922	560185	x	7	4986
BSB BANCORP	COMMON	055652101	244	10600	x	7	106
BTU INTL INC	COMMON	056032105	409	67000	x	7	670
BYL BANCORP	COMMON	056064108	305	17100	x	7	171
BAIRNCO CORP	COMMON	057097107	956	152900	x	7	1481
BALL CORP	COMMON	058498106	27790	584313	x	7	5683
BALLY TOTAL FITNESS HLD	COMMON	05873K108	1706	57600	x	7	576
BALTEK CORP	COMMON	058822107	131	16700	x	7	165
BANCFIRST CORP ZANESVIL	COMMON	059450106	1741	76885	x	7	740
BANCINSURANCE CORP	COMMON	05945K102	44	9040	x	7	90
BANCO BILBAO VIZCAYA	COMMON	05946K101	480	37135	x	7	7
BANDAG INC	COMMON	059815100	1390	50900	x	7	509
BANDAG INC	COMMON	059815308	1709	73047	x	7	730
BANGOR HYDRO ELEC CO	COMMON	060077104	911	34263	x	7	323
BANK OF AMERICA	COMMON	060505104	74860	1247040	x	7	12017
BANK OF THE OZARKS INC	COMMON	063904106	1388	69400	x	7	678
BANK ONE CORP	COMMON	06423A103	43	1200	x	7	12
BANNER CORP	COMMON	06652V109	3504	159250	x	7	1569
BARNES GROUP INC	COMMON	067806109	2549	103200	x	7	1030
BASSETT FURNITURE INDS	COMMON	070203104	3034	241200	x	7	2342
BE SEMICONDUCTOR INDS	COMMON	073320103	2359	354622	x	7	3134
BEAR STEARNS COS INC	COMMON	073902108	31672	537085	x	7	5322
BEAZER HOMES USA INC	COMMON	07556Q105	9506	149721	x	7	1459
BECKMAN COULTER INC C	COMMON	075811109	3471	85081	x	7	818
BEL FUSE INC	COMMON	077347300	1174	35300	x	7	353
BELDEN INC	COMMON	077459105	4050	151400	x	7	1488
BELLSOUTH CORP	COMMON	079860102	13134	326150	x	7	3261
BENIHANA INC	COMMON	082047200	56	4200	x	7	32
BERKSHIRE HATHAWAY INC	COMMON	084670207	10552	4588	x	7	45
BERRY PETE CO	COMMON	085789105	7866	542500	x	7	5299
BIG LOTS INC	COMMON	089302103	1763	128900	x	7	1289
BIO RAD LABS INC	COMMON	090572207	1775	35650	x	7	356
BLACK & DECKER CORP	COMMON	091797100	4	100	x	7	1
BLACK HAWK GAMING & DEV	COMMON	092067107	575	54100	x	7	531
BLAIR CORP	COMMON	092828102	2776	170300	x	7	1655
BLONDER TONGUE LABS INC	COMMON	093698108	565	141300	x	7	1368
BOEING CO	COMMON	097023105	26794	481915	x	7	4616
BON-TON STORES INC	COMMON	09776J101	798	262500	x	7	2552
BOMBAY CO INC	COMMON	097924104	360	133000	x	7	1291
BOOKS-A-MILLION INC	COMMON	098570104	112	40900	x	7	409
BOOTS PLC ADR	COMMON	099491201	6976	405156	x	7	3577
BORG WARNER INC	COMMON	099724106	28559	575550	x	7	5645

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

BOSTON ACOUSTICS INC	COMMON	100534106	984	96950	x	7	940
BOSTONFED BANCORP INC	COMMON	101178101	639	27900	x	7	279
BOYD BROS TRANSPORTATIOCOMMON		103255105	51	24000	x	7	240
BOYD GAMING CORP	COMMON	103304101	5508	957957	x	7	9357
BRANDYWINE RLTY TR SH	COMMON	105368203	3166	141015	x	7	1341
BRASCAN CORP LTD VTG	COMMON	10549P606	419	24490	x	7	20
BRASS EAGLE INC	COMMON	10553F106	1342	145900	x	7	1418
BRIGGS & STRATTON COR	COMMON	109043109	20662	490775	x	7	4778
BRIGHTPOINT INC	COMMON	109473108	3561	1227800	x	7	11953
BRISTOL MYERS SQUIBB COCOMMON		110122108	21286	407000	x	7	4070
BRITISH AWYS (110419306COMMON		110419306	44	900	x	7	9
BROOKSTONE INC	COMMON	114537103	3076	173800	x	7	1697
BROOKTROUT INC	COMMON	114580103	24	3100	x	7	31
BROWN SHOE INC NEW	COMMON	115736100	6540	362300	x	7	3521
BRUNSWICK CORP	COMMON	117043109	11784	490400	x	7	4904
BUCKEYE TECHNOLOGIES INCOMMON		118255108	12745	885100	x	7	8646
BUCKLE INC	COMMON	118440106	1554	82200	x	7	822
BUILDING MATLS HLDG CORCOMMON		120113105	4312	283500	x	7	2759
BURLINGTON COAT FACTORYCOMMON		121579106	8394	419700	x	7	4085
BURLINGTON NORTHN SANTACOMMON		12189T104	22167	731600	x	7	7316
BURLINGTON RES INC	COMMON	122014103	18447	464080	x	7	4320
BUSH INDS INC	COMMON	123164105	3034	230700	x	7	2253
BUTLER INTL INC NEW	COMMON	123649105	407	130600	x	7	1259
BUTLER MFG CO DEL	COMMON	123655102	3295	131800	x	7	1283
CBL MED INC	COMMON	124831108	0	900	x	7	9
CBRL GROUP INC COM	COMMON	12489V106	4837	285366	x	7	2752
CCBT FINL COS INC	COMMON	12500Q102	2198	73300	x	7	708
C D I CORP	COMMON	125071100	7883	464000	x	7	4561
CIGNA CORP	COMMON	125509109	24	250	x	7	2
CMS ENERGY CORP	COMMON	125896100	3	100	x	7	1
CPI CORP	COMMON	125902106	2215	90400	x	7	904
CTB INTL CORP	COMMON	125960104	1106	125700	x	7	1247
CSK AUTO CORP	COMMON	125965103	5240	635200	x	7	6190
CNF TRANSN INC COM	COMMON	12612W104	32115	1136810	x	7	11197
CNOOC LTD	COMMON	126132109	341	18000	x	7	180
CPAC INC	COMMON	126145101	666	108300	x	7	1051
CSX CORP	COMMON	126408103	14067	388150	x	7	3881
CTS CORP	COMMON	126501105	4781	233200	x	7	2214
CVS CORP	COMMON	126650100	31	800	x	7	8
CABLETRON SYS INC	COMMON	126920107	25842	1130930	x	7	10503
CABLE DESIGN TECHNOLOGICOMMON		126924109	2773	171600	x	7	1716
CACHE INC	COMMON	127150308	21	5300	x	7	53
CADBURY SCHWEPPE P L	COMMON	127209302	6726	247244	x	7	2176
CADMUS COMMUNICATIONS CCOMMON		127587103	2085	187700	x	7	1833
CALIFORNIA FIRST NTNLCOMMON		130222102	697	56000	x	7	505
CALLON PETE CO DEL	COMMON	13123X102	1883	158900	x	7	1485
CAMCO FINL CORP	COMMON	132618109	166	13800	x	7	138
CAMPBELL SOUP CO	COMMON	134429109	3	100	x	7	1
CANADIAN PAC LTD NEW	COMMON	135923100	47	1200	x	7	12
CANDELA CORP	COMMON	136907102	1341	204800	x	7	1992
CANNONDALE CORP	COMMON	137798104	11	2800	x	7	28
CANON INC (138006309)COMMON		138006309	74	1800	x	7	18
CAPITAL CORP OF THE WESCOMMON		140065103	322	22175	x	7	221
CAPITAL CROSSING BK	COMMON	140071101	1598	95000	x	7	933
CAPITAL SR LIVING CORP	COMMON	140475104	555	362900	x	7	3531
CARAUSTAR INDS INC	COMMON	140909102	1133	123200	x	7	1175
RESTRICTED CARECENTRIC	COMMON	14166Y106	28	9368	x	7	87
CARLTON COMMUNICATION	COMMON	142872209	5994	248754	x	7	2238
CARNIVAL CRUISE LINE	COMMON	143658102	36233	1180220	x	7	10833
CASCADE CORP COM	COMMON	147195101	4080	408035	x	7	3975
CASUAL MALE CORP MASS	COMMON	148710106	0	400	x	7	4
CATERPILLAR INC	COMMON	149123101	33993	679185	x	7	6568

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

CATO CORP NEW	COMMON	149205106	7228	370300	x	7	3601
CENDANT CORP	COMMON	151313103	7036	360800	x	7	3608
CENIT BANCORP INC	COMMON	15131W109	313	10600	x	7	106
CENTENNIAL BANCORP	COMMON	15133T104	605	73370	x	7	733
CENTEX CONSTRUCTION PROCOMMON		15231R109	14794	455193	x	7	4430
CENTRAL GARDEN & PET COCOMMON		153527106	2943	355400	x	7	3414
CENTURY ALUM CO COM	COMMON	156431108	4006	249771	x	7	2366
CENTURYTEL INC	COMMON	156700106	2103	69410	x	7	694
CERES GROUP INC	COMMON	156772105	559	102500	x	7	1015
CERIDIAN CORP NEW	COMMON	156779100	65	3410	x	7	34
CHANNELL COML CORP	COMMON	159186105	975	177200	x	7	1727
CHARLES RIVER ASSOCIATECOMMON		159852102	3038	173600	x	7	1682
CHARTER ONE FINL INC	COMMON	160903100	3376	105830	x	7	1058
CHARMING SHOPPES INC	COMMON	161133103	321	53500	x	7	535
CHASE INDS INC	COMMON	161568100	2291	245250	x	7	2385
CHATTEM INC	COMMON	162456107	1544	145700	x	7	1418
CHEROKEE INC DEL NEW	COMMON	16444H102	915	96400	x	7	941
CHEVRON CORPORATION	COMMON	166751107	27547	304390	x	7	2819
CHICAGO RIVET & MACH COCOMMON		168088102	109	5600	x	7	56
CHILDRENS COMPREHENSIVECOMMON		16875K202	676	135100	x	7	1323
CHINA UNICOM LTD ADR	COMMON	16945R104	2521	142488	x	7	1397
CHROMCRAFT REVINGTON INCOMMON		171117104	1642	173800	x	7	1700
CHUBB CORP	COMMON	171232101	1146	14798	x	7	107
CINCINNATI FINL CORP	COMMON	172062101	8	200	x	7	2
CINERGY CORP	COMMON	172474108	171	4900	x	7	49
CITIGROUP INC	COMMON	172967101	19958	377708	x	7	3777
CITIZENS BKG CORP MICH	COMMON	174420109	5865	200500	x	7	2005
CLARK / BARDES INC	COMMON	180668105	413	18500	x	7	185
CLAYTON HOMES INC	COMMON	184190106	4084	259773	x	7	2508
COACH INC	COMMON	189754104	12929	339799	x	7	3397
COACHMEN INDS INC	COMMON	189873102	297	22400	x	7	160
COASTAL BANCORP INC	COMMON	19041P105	2029	63500	x	7	615
COBRA ELECTRS CORP	COMMON	191042100	847	107200	x	7	1043
COFLEXIP SPONSORED AD	COMMON	192384105	555	7615	x	7	7
COGNITRONICS CORP	COMMON	192432102	527	87800	x	7	878
COHU INC	COMMON	192576106	8696	386500	x	7	3765
COLLINS INDS INC	COMMON	194858106	263	65700	x	7	637
COLONIAL BANCGROUP INC	COMMON	195493309	6570	456900	x	7	4541
COLONIAL PROPERTIES T	COMMON	195872106	4387	142436	x	7	1332
COLUMBIA BANCORP	COMMON	197227101	598	45800	x	7	458
COLUMBUS MCKINNON CORP	COMMON	199333105	3849	342100	x	7	3332
COMFORT SYS USA INC	COMMON	199908104	1415	390900	x	7	3744
COMMERCE GROUP INC MASSCOMMON		200641108	23154	629353	x	7	6149
COMMERCIAL FEDERAL CO	COMMON	201647104	6594	285464	x	7	2750
COMMERCIAL METALS CO	COMMON	201723103	10251	320054	x	7	3123
COMMERZBANK A G ADR S	COMMON	202597308	4368	171638	x	7	1545
COMMONWEALTH BANCORP INCOMMON		20268X102	279	15600	x	7	156
COMMONWEALTH INDS INC DCOMMON		203004106	279	62200	x	7	556
COMMUNITY BK SYS INC	COMMON	203607106	3875	138400	x	7	1354
COMMUNITY FIRST BANKSHACOMMON		203902101	513	22300	x	7	223
COMMUNITY TR BANCORP INCOMMON		204149108	1258	52400	x	7	520
COMPUCOM SYS INC	COMMON	204780100	628	232500	x	7	2268
COMPUTER ASSOC INTL I	COMMON	204912109	25020	695007	x	7	6455
COMPX INTERNATIONAL INCOMMON		20563P101	1533	128300	x	7	1259
COMSTOCK RES INC	COMMON	205768203	1281	125000	x	7	1250
CONAGRA FOODS INC	COMMON	205887102	3033	153111	x	7	1531
CONOCO INC CL A	Common	208251306	30	1050	x	7	10
CONOCO INC CL B	COMMON	208251405	32061	1109380	x	7	10769
CONSOLIDATED EDISON INCOMMON		209115104	12	300	x	7	3
CONSOLIDATED GRAPHICS ICOMMON		209341106	4813	283100	x	7	2749
CONSTELLATION ENERGY	COMMON	210371100	25282	593470	x	7	5541
CONTINENTAL AIRLS INC	COMMON	210795308	79	1600	x	7	16

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

COOPER INDS INC COM	COMMON	216669101	31678	800160	x	7	7760
COOPER TIRE & RUBR CO	COMMON	216831107	25804	1817200	x	7	17866
CORNELL COMPANIES INC	COMMON	219141108	1555	111500	x	7	1069
CORNING INC	COMMON	219350105	33909	2029240	x	7	19331
CORRECTIONAL SVCS CORP	COMMON	219921103	431	200300	x	7	1956
CORUS BANKSHARES INC	COMMON	220873103	15965	264974	x	7	2568
COTTON STS LIFE INS CO	COMMON	221774102	399	39937	x	7	373
COUNTRYWIDE CREDIT IN	COMMON	222372104	13978	304665	x	7	2771
COURIER CORP	COMMON	222660102	1221	30150	x	7	294
COVANTA ENERGY CORPOR	COMMON	22281N103	10003	541864	x	7	5265
COVENANT TRANS INC	COMMON	22284P105	159	12800	x	7	128
CRAFTMADE INTL INC	COMMON	22413E104	113	10100	x	7	101
CREDIT ACCEP CORP MICH	COMMON	225310101	239	31000	x	7	310
CROMPTON CORP	COMMON	227116100	172	15800	x	7	158
CROSSMANN CMNTYS INC	COMMON	22764E109	4449	112100	x	7	1082
CROWN CORK & SEAL INC	COMMON	228255105	431	115000	x	7	950
CUMMINS INC	COMMON	231021106	232	6000	x	7	60
CURATIVE HEALTH SVCS	INCOMMON	231264102	113	17900	x	7	157
CUTTER & BUCK INC	COMMON	232217109	1117	210800	x	7	2046
CYBEX INTL INC	COMMON	23252E106	4	2500	x	7	25
CYMER INC	COMMON	232572107	1265	50000	x	7	500
CYTEC INDS INC	COMMON	232820100	2951	77669	x	7	741
D & K HEALTHCARE RES	INCOMMON	232861104	1607	43600	x	7	415
D R HORTON INC	COMMON	23331A109	4866	214349	x	7	2143
DTE ENERGY CO	COMMON	233331107	17854	384450	x	7	3844
DVI INC	COMMON	233343102	3817	216900	x	7	2099
DAISYTEK INTL CORP	COMMON	234053106	713	45300	x	7	431
DAL-TILE INTL INC	COMMON	23426R108	12182	656700	x	7	6340
DAN RIV INC GA	COMMON	235774106	910	337100	x	7	3254
DANA CORP	COMMON	235811106	5	200	x	7	2
DAVE & BUSTERS INC	COMMON	23833N104	2161	256900	x	7	2569
DEB SHOPS INC	COMMON	242728103	4482	238795	x	7	2260
DECKERS OUTDOOR CORP	COMMON	243537107	416	105800	x	7	1058
DECORATOR INDS INC	COMMON	243631207	95	32672	x	7	316
DEERE & CO.	COMMON	244199105	28489	752680	x	7	7163
DEL GLOBAL TECHNOLOGIES	COMMON	245073101	64	51100	x	7	511
DELL COMPUTER CORP	COMMON	247025109	3253	124415	x	7	1244
DELPHI AUTOMOTIVE SYS	COMMON	247126105	8	489	x	7	4
DELPHI FINL GROUP INC	COMMON	247131105	15885	412596	x	7	4039
DELTA AIR LINES INC	DELCOMMON	247361108	7	150	x	7	1
DELTEK SYS INC	COMMON	24785A108	2461	345600	x	7	3366
DELUXE CORP	COMMON	248019101	22949	794100	x	7	7941
DEPARTMENT 56 INC	COMMON	249509100	4189	547614	x	7	5291
DESERT CMNTY BK VICTORV	COMMON	25037Y109	24	900	x	7	9
DEVON ENERGY CORP NEW	COMMON	25179M103	11149	212362	x	7	2123
DEWOLFE COS INC	COMMON	252115100	239	30600	x	7	292
DIAGEO PLC ADR SPONSO	COMMON	25243Q205	3498	79501	x	7	779
DIME CMNTY BANCSHARES	COMMON	253922108	4284	126300	x	7	1216
DIMON INC	COMMON	254394109	1297	129700	x	7	1297
DIODES INC	COMMON	254543101	1633	175600	x	7	1717
DISCOUNT AUTO PTS INC	COMMON	254642101	3664	337700	x	7	3278
DISNEY WALT CO	COMMON	254687106	3444	119200	x	7	1192
DOLLAR THRIFTY AUTOMOTI	COMMON	256743105	12672	527982	x	7	5158
DOMINION HOMES INC	COMMON	257386102	686	72200	x	7	694
DOMINION RES INC VA NEW	COMMON	25746U109	19	321	x	7	3
DONEGAL GROUP CL A	COMMON	257701201	1248	96350	x	7	938
DONEGAL GROUP CL B	COMMON	257701300	561	48775	x	7	475
DONNA KARAN INTL INC	COMMON	257826107	125	11800	x	7	118
DONNELLEY R R & SONS	COCOMMON	257867101	2465	82985	x	7	829
DONNELLY CORP	COMMON	257870105	1224	86200	x	7	856
DOVER CORP	COMMON	260003108	2	50	x	7	
DOW CHEMICAL CORP	COMMON	260543103	6445	193826	x	7	1815

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

DRESS BARN INC	COMMON	261570105	1288	56600	x	7	566
DU PONT E I DE NEMOURS	COMMON	263534109	19261	399280	x	7	3992
DUCKWALL-ALCO STORES	INCOMMON	264142100	752	94600	x	7	925
DUCOMMUN INC DEL	COMMON	264147109	1417	109000	x	7	1064
DUKE ENERGY CORP	COMMON	264399106	31	800	x	7	8
DURA AUTOMOTIVE SYSTEMS	COMMON	265903104	5404	337726	x	7	3292
DYCOM INDS INC	COMMON	267475101	13955	608600	x	7	5970
DYNEGY INC NEW	COMMON	26816Q101	137	3000	x	7	30
ECI TELECOM (268258100)	COMMON	268258100	1743	348530	x	7	3148
ELXSI CORP	COMMON	268613205	262	32700	x	7	303
E M C CORP MASS	COMMON	268648102	70	2398	x	7	23
ENI S P A SPONSORED A	COMMON	26874R108	7033	114010	x	7	1110
ESS TECHNOLOGY INC	COMMON	269151106	1989	187600	x	7	1780
EAGLE BANCSHARES INC	COMMON	26942C109	104	6900	x	7	69
EASTERN CO	COMMON	276317104	934	60800	x	7	591
EASTGROUP PPTYS INC C	COMMON	277276101	3476	153810	x	7	1465
EASTMAN KODAK CO	COMMON	277461109	12963	277700	x	7	2777
EATON CORP	COMMON	278058102	4	50	x	7	
EDELROCK CORP	COMMON	279434104	431	38800	x	7	377
EDISON INTL	COMMON	281020107	4	400	x	7	4
EDWARDS LIFESCIENCES	COMMON	28176E108	5155	195545	x	7	1867
EIDOS PLC SPONSORED A	COMMON	282485101	2477	641764	x	7	6150
EL PASO CORP	COMMON	28336L109	5254	100000	x	7	1000
EL PASO ELEC CO COM N	COMMON	283677854	3267	204298	x	7	1962
ELECTRO RENT CORP	COMMON	285218103	10	600	x	7	6
ELECTROGLAS INC	COMMON	285324109	5011	283100	x	7	2831
ELECTRONICS FOR IMAGI	COMMON	286082102	21301	722060	x	7	6737
ELIZABETH ARDEN INC	COMMON	28660G106	1374	56300	x	7	518
ELLIS PERRY INTL INC	COMMON	288853104	1151	144741	x	7	1407
EMCOR GROUP INC	COMMON	29084Q100	412	11400	x	7	114
EMERSON ELEC CO	COMMON	291011104	5176	85550	x	7	855
ENCOMPASS SVCS CORP	COMMON	29255U104	13677	1528118	x	7	14905
ENDESA SA ADR SPONSOR	COMMON	29258N107	2881	181368	x	7	1772
ENERGEN CORP	COMMON	29265N108	774	28040	x	7	280
ENERGYSOUTH INC	COMMON	292970100	421	19300	x	7	193
ENESCO GROUP INC	COMMON	292973104	948	156700	x	7	1542
ENNIS BUSINESS FORMS	INCOMMON	293389102	2984	377700	x	7	3690
ENTERGY CORP NEW	COMMON	29364G103	12	300	x	7	3
EQUITABLE RES INC	COMMON	294549100	11312	339600	x	7	3396
EQUITY MARKETING INC	COMMON	294724109	1384	124700	x	7	1210
EQUITY OIL CO	COMMON	294749106	77	25400	x	7	254
ESCALADE INC	COMMON	296056104	170	7400	x	7	74
ETABLISSEMENTS DELHAIZE	COMMON	29759W101	5	80	x	7	
ETHYL CORP	COMMON	297659104	2262	1675447	x	7	16292
EXELON CORP	COMMON	30161N101	12674	197657	x	7	1899
EXIDE CORP	COMMON	302051107	968	84170	x	7	841
EXPONENT INC	COMMON	30214U102	1379	127900	x	7	1241
EXXON CORPORATION	COMMON	30231G102	1682	19260	x	7	192
FBL FINL GROUP INC	COMMON	30239F106	74	4137	x	7	41
FPIC INS GROUP INC	COMMON	302563101	912	69800	x	7	698
FPL GROUP INC	COMMON	302571104	12	200	x	7	2
FTI CONSULTING INC	COMMON	302941109	582	26700	x	7	267
FAIRCHILD SEMICONDUCTOR	COMMON	303726103	6330	275200	x	7	2752
FALCON PRODS INC	COMMON	306075102	586	82500	x	7	825
FANSTEEL INC DEL	COMMON	307260109	513	123800	x	7	1238
FEATHERLITE INC	COMMON	313054108	94	51000	x	7	510
FEDDERS CORP	COMMON	313135105	2052	394600	x	7	3794
FEDERAL NATL MTG ASSN	COMMON	313586109	6573	77300	x	7	773
FEDERAL SIGNAL CORP	COMMON	313855108	2985	127187	x	7	1216
FEDERATED DEPARTMENT	COMMON	31410H101	42193	992760	x	7	9654
FEDEX CORP	COMMON	31428X106	11970	297760	x	7	2873
FIBERMARK INC	COMMON	315646109	1899	143350	x	7	1398

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

FIDELITY BANCORP INC DECOMMON	31583B105	145	6500	x	7	65
FIDELITY NATL CORP GA COMMON	316320100	631	86400	x	7	858
FIDELITY NATL FINL INC COMMON	316326107	2966	120700	x	7	1207
FINANCIAL INDS CORP COMMON	317574101	72	5700	x	7	57
FINLAY ENTERPRISES INC COMMON	317884203	2577	229100	x	7	2231
FINISH LINE INC COMMON	317923100	985	78900	x	7	789
FIRST BELL BANCORP INC COMMON	319301107	1362	93300	x	7	913
FIRST CASH FINL SVCS INCOMMON	31942D107	1100	161800	x	7	1582
FIRST CHARTER CORP COMMON	319439105	594	31700	x	7	317
FIRST CTZNS BANCSHARES COMMON	31946M103	11065	101980	x	7	966
FIRST FED CAP CORP COMMON	319960100	633	39100	x	7	356
FIRST DEFIANCE FINL CORCOMMON	32006W106	1330	91700	x	7	876
FIRST ESSEX BANCORP INCOMMON	320103104	1503	60800	x	7	576
FIRST FED BANCSHARES ARCOMMON	32020F105	121	5800	x	7	58
FIRST FED BANKSHARES INCOMMON	32020V100	153	12100	x	7	121
FIRST FINL CORP IND COMMON	320218100	29	600	x	7	6
FIRST INTL BANCORP INC COMMON	32054Q100	34	4000	x	7	40
FIRST MERCHANTS ACCEP CCOMMON	320816101	0	2300	x	7	7
FIRST NATL CORP ORANGEBCOMMON	320942105	108	5800	x	7	58
FIRST MUTUAL BANCSHARESCOMMON	32190E102	464	38700	x	7	387
FIRST OAK BROOK BANCSHACOMMON	335847208	550	24700	x	7	235
FIRST REP BK SAN FRANCICOMMON	336158100	794	32400	x	7	324
1ST SOURCE CORP COMMON	336901103	2006	71630	x	7	706
FIRST TENN NATL CORP COMMON	337162101	3	100	x	7	1
FIRST UNION CORP COMMON	337358105	52969	1516010	x	7	14653
FIRST UTD CORP COMMON	33741H107	194	14400	x	7	144
FIRST VA BANKS INC COMMON	337477103	40	850	x	7	8
FIRST YRS INC COMMON	337610109	973	86900	x	7	848
FIRSTFED FINL CORP COMMON	337907109	313	10500	x	7	105
FIRSTFED AMER BANCORP ICOMMON	337929103	369	20600	x	7	206
FLAGSTAR BANCORP INC COMMON	337930101	4475	214100	x	7	2096
FIRSTENERGY CORP COMMON	337932107	10	300	x	7	3
FLEETBOSTON FINANCIAL COMMON	339030108	46312	1173930	x	7	11290
FLEXSTEEL INDS INC COMMON	339382103	1480	123500	x	7	1211
FLOUR CITY INTERNATIONALCOMMON	343858205	4	1300	x	7	13
FOAMEX INTL INC COMMON	344123104	2954	399200	x	7	3888
FOOTHILL INDPT BANCORP COMMON	344905104	85	6800	x	7	68
FORD MTR CO DEL COMMON	345370860	11239	457805	x	7	4578
FOREST OIL CORP COMMON	346091705	3259	116400	x	7	1164
FORTUNE BRANDS INC CO COMMON	349631101	23202	604860	x	7	5924
FOSTER L B CO COMMON	350060109	113	29100	x	7	281
FRANCE TELECOM SA SPONSCOMMON	35177Q105	4	80	x	7	
FRANKLIN BK NA SOUTHFIECOMMON	352456107	111	7300	x	7	73
FRANKLIN RES INC COMMON	354613101	14	300	x	7	3
FRESH CHOICE INC COMMON	358032100	22	7600	x	7	76
FRESH BRANDS INC COMMON	35803U108	193	13900	x	7	139
FRIEDMAN INDS INC COMMON	358435105	326	103437	x	7	1007
FRIEDMANS INC COMMON	358438109	3554	309000	x	7	3013
FRONTIER AIRLINES INC NCOMMON	359065109	5919	483200	x	7	4667
FULLER H B CO COM COMMON	359694106	8367	167682	x	7	1574
FURNITURE BRANDS INTL ICOMMON	360921100	26300	939300	x	7	9190
GA FINL INC COMMON	361437106	206	13400	x	7	134
GBC BANCORP CALIF COMMON	361475106	4491	157300	x	7	1505
GPU INC COMMON	36225X100	5	150	x	7	1
GTSI CORP COMMON	36238K103	195	33000	x	7	330
GADZOOKS INC COMMON	362553109	161	12300	x	7	123
GALILEO INTERNATIONAL ICOMMON	363547100	7927	243900	x	7	2439
GALLAHER GROUP PLC COMMON	363595109	19571	786000	x	7	7860
GAMETECH INTERNATIONAL COMMON	36466D102	1138	206200	x	7	1995
GANNETT INC COMMON	364730101	7	100	x	7	1
GARAN INC COMMON	364802108	2220	65000	x	7	628
GARDEN FRESH RESTAURANTCOMMON	365235100	865	113800	x	7	1105

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

GART SPORTS CO	COMMON	366630101	1307	59400	x	7	569
GATEWAY INC	COMMON	367626108	392	23800	x	7	238
GEHL CO	COMMON	368483103	1143	63500	x	7	614
GENCORP INC	COMMON	368682100	11771	919600	x	7	9023
GENERAL CABLE CORP DEL	COMMON	369300108	14330	772500	x	7	7560
GENERAL DYNAMICS CORP	COMMON	369550108	892	11460	x	7	114
GENERAL EMPLOYMENT ENTE	COMMON	369730106	172	68675	x	7	667
GENERAL MTRS CORP	COMMON	370442105	3466	53863	x	7	538
GENERAL SEMICONDUCTOR I	COMMON	370787103	6905	660100	x	7	6377
GENESE & WYO INC	COMMON	371559105	2486	127500	x	7	1240
GENLYTE GROUP INC	COMMON	372302109	847	27400	x	7	250
GENTEK INC	COMMON	37245X104	2592	489000	x	7	4769
GENUINE PARTS CO	COMMON	372460105	1198	38025	x	7	380
GEORGIA GULF CORP	COMMON	373200203	6862	442700	x	7	4300
GEORGIA PAC CORP	COMMON	373298108	333	9852	x	7	98
GERBER CHILDRENSWEAR I	COMMON	373701101	1581	245100	x	7	2379
GERBER SCIENTIFIC INC	COMMON	373730100	88	8000	x	7	
GIANT INDS INC	COMMON	374508109	1362	154800	x	7	1496
GIBRALTAR STL CORP	COMMON	37476F103	1723	87900	x	7	850
GLACIER BANCORP INC N	COMMON	37637Q105	2492	131165	x	7	1246
GLATFELTER P H CO	COMMON	377316104	66	4600	x	7	46
GLAXOSMITHKLINE PLC	COMMON	37733W105	84	1500	x	7	15
GLOBAL IMAGING SYSTEMS	COMMON	37934A100	2891	275300	x	7	2663
GLOBAL MARINE INC	COMMON	379352404	457	24550	x	7	245
GOLDEN WEST FINL CORP D	COMMON	381317106	10	150	x	7	1
GOLDMAN SACHS GROUP I	COMMON	38141G104	13432	156550	x	7	1483
GOODMAN FIELDER LTD S	COMMON	382382208	4512	1885459	x	7	16697
GOODYEAR TIRE & RUBR C	COMMON	382550101	6	200	x	7	2
GORMAN RUPP CO	COMMON	383082104	335	13900	x	7	114
GOTTSCHALKS INC	COMMON	383485109	928	281300	x	7	2738
GRACO INC	COMMON	384109104	609	18450	x	7	184
GRAINGER W W INC	COMMON	384802104	4	100	x	7	1
GRANITE ST BANKSHARES I	COMMON	387472103	221	9600	x	7	96
GREAT AMERN FINL RES I	COMMON	389915109	23	1300	x	7	13
GREENBRIER COS INC	COMMON	393657101	4131	444655	x	7	4312
GREIF BROS CORP	COMMON	397624107	225	7400	x	7	64
GRIFFON CORP	COMMON	398433102	7201	654623	x	7	6399
GROUP 1 SOFTWARE INC N	COMMON	39943Y103	175	9600	x	7	96
GRUBB & ELLIS CO	COMMON	400095204	433	78767	x	7	767
HMN FINL INC	COMMON	40424G108	19	1100	x	7	11
HSBC HOLDINGS PLC	COMMON	404280406	6877	114729	x	7	1068
HAGGAR CORP	COMMON	405173105	1403	135600	x	7	1317
HALL KINION ASSOCIATES	COMMON	406069104	644	79900	x	7	799
HAMILTON BANCORP INC F	COMMON	407013101	1472	210300	x	7	2043
HAMPSHIRE GROUP LTD	COMMON	408859106	131	13100	x	7	121
HANCOCK FABRICS INC	COMMON	409900107	1845	206100	x	7	1987
HANCOCK JOHN FINL SVCS	COMMON	41014S106	8579	213100	x	7	2131
HANDLEMAN CO DEL	COMMON	410252100	11646	695300	x	7	6793
HARLAND JOHN H CO	COMMON	412693103	10492	450300	x	7	4416
HARMAN INTL INDS INC	COMMON	413086109	328	8600	x	7	86
HARSCO CORP	COMMON	415864107	601	22140	x	7	221
HARTFORD FINL SVCS GR	COMMON	416515104	19247	281385	x	7	2522
HARTMARX CORP	COMMON	417119104	617	245700	x	7	2335
HASBRO INC	COMMON	418056107	2165	149825	x	7	1498
HAVERTY FURNITURE INC	COMMON	419596101	4824	322700	x	7	3151
HAWK CORP	COMMON	420089104	33	5300	x	7	53
HAWKINS INC	COMMON	420261109	274	31300	x	7	313
HAWTHORNE FINL CORP	COMMON	420542102	857	47200	x	7	472
HAYES LEMMERZ INTL INC	COMMON	420781106	2045	319600	x	7	3070
HEALTHCARE SVCS GRP I	COMMON	421906108	869	122396	x	7	1175
HEALTHSTH REHABILITAT	COMMON	421924101	4377	274100	x	7	2708
HEADWAY CORPORATE RESO	COMMON	422101105	200	182100	x	7	1788

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

HEALTH MGMT SYS INC	COMMON	42219M100	65	32900	x	7	329
HEALTHCARE RECOVERIES	ICOMMON	42220K101	1158	226100	x	7	2204
HEINZ H J CO	COMMON	423074103	6	150	x	7	1
HELLER FINANCIAL INC	COMMON	423328103	80	2000	x	7	20
HELMERICH & PAYNE INC	COMMON	423452101	80	2600	x	7	26
HERBALIFE INTL INC	COMMON	426908208	3919	392326	x	7	3782
HERBALIFE INTL INC	COMMON	426908307	311	35630	x	7	318
HERCULES INC	COMMON	427056106	12184	1078200	x	7	10782
HERLEY INDS INC DEL	COMMON	427398102	1522	86000	x	7	831
HEWLETT PACKARD CO	COMMON	428236103	12155	425000	x	7	4250
HI-TECH PHARMACAL INC	COMMON	42840B101	330	32800	x	7	311
HINES HORTICULTURE INC	COMMON	433245107	1	300	x	7	3
HOLLY CORP	COMMON	435758305	5299	144200	x	7	1410
HOME FED BANCORP	COMMON	436926109	56	2600	x	7	26
HONDA MTR LTD	COMMON	438128308	7243	82216	x	7	732
HONEYWELL INTL INC	COMMON	438516106	21	600	x	7	6
HORACE MANN EDUCATORS	COMMON	440327104	2803	130089	x	7	1244
HORIZON FINL CORP WASH	COMMON	44041F105	240	22655	x	7	204
HORIZON HEALTH CORP	COMMON	44041Y104	1307	103200	x	7	1006
HOVNANIAN ENTERPRISES	ICOMMON	442487203	7167	493955	x	7	4793
HUFFY CORP	COMMON	444356109	1958	203100	x	7	1971
HUGHES SUPPLY INC	COMMON	444482103	14733	622950	x	7	6089
HUMANA INC COM	COMMON	444859102	10880	1104615	x	7	9982
HUNGRY MINDS INC	COMMON	445549108	12	1700	x	7	17
HUNTER DOUGLAS N V AD	COMMON	445681208	5008	695550	x	7	6597
HUNTINGTON BANCSHARES	ICOMMON	446150104	5	302	x	7	3
HURCO COMPANIES INC	COMMON	447324104	220	79300	x	7	793
HUTCHINSON TECHNOLOGY	COMMON	448407106	2550	133861	x	7	1284
ICN PHARMACEUTICAL IN	COMMON	448924100	11735	369950	x	7	3330
IBP INC	COMMON	449223106	2002	79300	x	7	793
I C H CORP NEW	COMMON	44926L300	32	7600	x	7	76
IHOP CORP	COMMON	449623107	1418	52800	x	7	528
IMC GLOBAL INC	COMMON	449669100	6036	591795	x	7	5735
IMCO RECYCLING INC	COMMON	449681105	16	2200	x	7	22
ITLA CAP CORP	COMMON	450565106	2470	137200	x	7	1334
IBERIABANK CORP	COMMON	450828108	2787	94300	x	7	921
ITT INDS INC IND	COMMON	450911102	4	100	x	7	1
IDACORP INC	COMMON	451107106	1366	39150	x	7	391
IGATE CAPITAL CORP	COMMON	45169U105	1	200	x	7	2
IKON OFFICE SOLUTIONS	ICOMMON	451713101	33	3400	x	7	34
IKOS SYS INC	COMMON	451716203	293	39800	x	7	398
ILLINOIS TOOL WKS INC	COMMON	452308109	3	50	x	7	
IMAGE ENTMT INC	COMMON	452439201	13	3900	x	7	39
IMPERIAL CHEM INDS PLC	COMMON	452704505	20211	851000	x	7	8510
INCO LTD	COMMON	453258402	759	43980	x	7	439
INDEPENDENCE HLDG CO	NECOMMON	453440307	261	17385	x	7	154
INDEPENDENT BANK CORP	MCOMMON	453836108	247	12500	x	7	103
INDEPENDENT BANK CORP	MCOMMON	453838104	534	21735	x	7	217
INDIANA UTD BANCORP	COMMON	455149104	41	2500	x	7	25
INDUSTRIAL BANCORP INC	COMMON	455882100	71	3500	x	7	35
ING GROEP N V ADR SPO	COMMON	456837103	6836	103675	x	7	971
INGERSOLL-RAND CO	COMMON	456866102	8	200	x	7	2
INSTINET GROUP INC	COMMON	457750107	652	35000	x	7	350
INSURANCE AUTO AUCTION	COMMON	457875102	6532	384209	x	7	3683
INTEGRATED ELECTRICAL	SCOMMON	45811E103	6471	663700	x	7	6477
INTEL CORP	COMMON	458140100	38	1300	x	7	13
INTERCHANGE FINL SVCS	SCOMMON	458447109	39	2200	x	7	22
INTERFACE INC	COMMON	458665106	1493	199000	x	7	1990
INTERLOTT TECHNOLOGIES	COMMON	458764107	376	75200	x	7	732
INTERMET CORP	COMMON	45881K104	3091	547000	x	7	5356
INTERNATIONAL AIRCRAFT	COMMON	458860103	95	25900	x	7	243
INTERNATIONAL BANCSHARE	COMMON	459044103	315	7500	x	7	75

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

INTERNATIONAL BUSINESS COMMON	459200101	27855	246500	x	7	2465
INTL PAPER CO COMMON	460146103	4302	120494	x	7	1204
INTL REMOTE IMAG SYS INCOMMON	460259500	4	2000	x	7	20
INTL SPECIALTY PRODS INCOMMON	460337108	9612	906800	x	7	8727
INTERPOOL INC COMMON	46062R108	8977	571779	x	7	5590
INTERPUBLIC GROUP COS ICOMMON	460690100	56	1900	x	7	19
INTERSTATE BAKERIES CORCOMMON	46072H108	1406	87900	x	7	879
INTERSTATE NATL DEALER COMMON	46102P104	180	33600	x	7	336
INTEST CORP COMMON	461147100	958	152100	x	7	1478
INTIMATE BRANDS INC COMMON	461156101	2	100	x	7	1
INVIVO CORP COMMON	461858102	224	23400	x	7	234
INVESTORS FINL SERVICESCOMMON	461915100	0	6	x	7	
IOMEGA CORP COMMON	462030107	10932	4573875	x	7	44657
ISLE OF CAPRI CASINOS ICOMMON	464592104	5590	594700	x	7	5819
IT GROUP INC COMMON	465266104	3131	493000	x	7	4800
ITOCHU CORP ADR COMMON	465717106	2450	59955	x	7	587
I2 TECHNOLOGIES INC COMMON	465754109	6830	344950	x	7	3258
IVEX PACKAGING CORP DELCOMMON	465855104	1613	84900	x	7	823
JLG INDS INC COMMON	466210101	13662	1106200	x	7	10803
JPS INDUSTRIES INC COMMON	46624E405	11	1900	x	7	19
J.P. MORGAN CHASE & C COMMON	46625H100	66558	1492329	x	7	14267
JACKSONVILLE BANCORP INCOMMON	469248108	616	32200	x	7	311
JACO ELECTRS INC COMMON	469783104	489	79700	x	7	773
JAKKS PAC INC COMMON	47012E106	7099	379600	x	7	3700
JEFFERIES GROUP INC NEWCOMMON	472319102	233	7200	x	7	72
JEFFERSON PILOT CORP COMMON	475070108	7	150	x	7	1
JEFFERSON SMURFIT GRO COMMON	47508W107	1986	103455	x	7	928
JO-ANN STORES INC COMMON	47758P109	590	145600	x	7	1391
JOHNSON & JOHNSON COMMON	478160104	25179	503570	x	7	5001
JOHNSON CTLS INC COMMON	478366107	7	100	x	7	1
JOHNSON OUTDOORS INC COMMON	479167108	949	140800	x	7	1368
JONES APPAREL GROUP INCOMMON	480074103	1032	23880	x	7	232
JOS A BANK CLOTHIERS INCOMMON	480838101	651	131600	x	7	1290
JOURNAL REGISTER CO C COMMON	481138105	3674	228181	x	7	2176
K MART CORP COMMON	482584109	7	600	x	7	6
KPMG CONSULTING INC COMMON	48265R109	15593	1015810	x	7	9946
K TRON INTL INC COMMON	482730108	524	41900	x	7	409
K2 INC COMMON	482732104	4497	393400	x	7	3864
KAMAN CORP COMMON	483548103	7728	436600	x	7	4238
KANSAS CITY LIFE INS COCOMMON	484836101	123	3078	x	7	30
KEANE INC COMMON	486665102	16943	770125	x	7	7472
KB HOME COMMON	48666K109	18132	601000	x	7	5885
KELLSTROM INDS INC COMMON	488035106	408	211200	x	7	2041
KELLWOOD CO COMMON	488044108	13525	585481	x	7	5719
KELLY SVCS INC COMMON	488152208	1610	66400	x	7	655
KEMET CORP COMMON	488360108	6756	336100	x	7	3361
KENNEDY-WILSON INC COMMON	489399204	273	67400	x	7	674
KERR MCGEE CORP COMMON	492386107	1499	22627	x	7	226
KEYCORP COMMON	493267108	21708	833300	x	7	8186
KEYSPAN CORP COMMON	49337W100	7	200	x	7	2
KIDDE PLC SPONSORED A COMMON	493793103	2077	174840	x	7	1712
KIMBERLY CLARK CORP COMMON	494368103	14	250	x	7	2
KINDER MORGAN ENERGY PACCOMMON	494550106	206	3000	x	7	30
KINDER MORGAN INC KANS COMMON	49455P101	7471	148670	x	7	1368
KNIGHT RIDDER INC COMMON	499040103	6	100	x	7	1
KOALA CORP COMMON	499866101	188	46900	x	7	469
KONINKLIJKE PHILIPS E COMMON	500472303	32795	1240834	x	7	11796
KOREA TELECOM ADR SPO COMMON	50063P103	9080	413553	x	7	3845
KOSS CORP COMMON	500692108	684	21900	x	7	204
KULICKE & SOFFA INDS INCOMMON	501242101	15300	891600	x	7	8674
LTV CORP NEW COMMON	501921100	0	1000	x	7	10
LA QUINTA PROPERTIES COMMON	50419Q409	6010	1160151	x	7	11120

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

LA Z BOY INC	COMMON	505336107	1121	60612	x	7	606
LADISH INC	COMMON	505754200	2643	197700	x	7	1953
LAFARGE CORP	COMMON	505862102	9014	268980	x	7	2689
LAKELAND INDS INC	COMMON	511795106	158	23300	x	7	221
LAKES GAMING INC	COMMON	51206P109	770	104037	x	7	991
LAMSON & SESSIONS CO	COMMON	513696104	1928	287700	x	7	2798
LANCASTER COLONY CORP	COMMON	513847103	11203	339675	x	7	3325
LANDAMERICA FINL GROUP	COMMON	514936103	4115	129200	x	7	1292
LANDSTAR SYS INC	COMMON	515098101	4024	59163	x	7	571
LAWSON PRODS INC	COMMON	520776105	1834	62600	x	7	590
LEAR CORP	COMMON	521865105	8659	248100	x	7	2481
LEGGETT & PLATT INC	COMMON	524660107	6	250	x	7	2
LEHMAN BROS HLDGS INC	COMMON	524908100	62	800	x	7	8
LENNAR CORP	COMMON	526057104	2014	48300	x	7	483
LENNOX INTL INC	COMMON	526107107	1109	101253	x	7	921
LESCO INC OHIO	COMMON	526872106	154	12900	x	7	129
LIBBEY INC	COMMON	529898108	2788	70200	x	7	702
LIFETIME HOAN CORP	COMMON	531926103	96	13500	x	7	135
LIGHTBRIDGE INC	COMMON	532226107	14	717	x	7	7
LILLY, ELI AND COMPAN	COMMON	532457108	6297	85095	x	7	797
LINCOLN ELEC HLDGS INC	COMMON	533900106	14767	579090	x	7	5577
LINCOLN NATL CORP IND	COMMON	534187109	10	200	x	7	2
LITHIA MTRS INC	COMMON	536797103	2908	173100	x	7	1681
LIZ CLAIBORNE INC	COMMON	539320101	3602	71400	x	7	714
LO-JACK CORP	COMMON	539451104	144	25200	x	7	227
LOCAL FINL CORP	COMMON	539553107	3700	286800	x	7	2788
LOCKHEED MARTIN CORP	COMMON	539830109	17	450	x	7	4
LOEWS CORP	COMMON	540424108	14986	232600	x	7	2326
LONE STAR STEAKHOUSE	COMMON	542307103	4027	310015	x	7	2959
LOUIS DREYFUS NAT GAS	COMMON	546011107	3448	98950	x	7	946
LOUISIANA PAC CORP	COMMON	546347105	344	29300	x	7	293
LOWRANCE ELECTRS INC	COMMON	548900109	87	31600	x	7	316
LUCENT TECHNOLOGIES I	COMMON	549463107	417	67150	x	7	574
LYON WILLIAM HOMES	COMMON	552074106	172	13800	x	7	138
LYONDELL CHEMICAL CO	COMMON	552078107	7592	493660	x	7	4463
M & F WORLDWIDE CORP	COMMON	552541104	2	600	x	7	6
MAF BANCORP INC	COMMON	55261R108	7425	241866	x	7	2371
MBIA INC	COMMON	55262C100	12907	231800	x	7	2318
M D C HLDGS INC	COMMON	552676108	6840	193230	x	7	1863
MGIC INVT CORP WIS	COMMON	552848103	7	100	x	7	1
M H MEYERSON & CO INC	COMMON	55301Q102	88	70000	x	7	661
M/I SCHOTTENSTEIN HOMES	COMMON	55305B101	5917	149800	x	7	1457
ML DIRECT INC	Common	55306M106	0	600	x	7	6
ML DIRECT INC WTS A	Common	55306M114	0	1600	x	7	16
MKS INSTRUMENT INC	COMMON	55306N104	150	5200	x	7	52
MADDEN STEVEN LTD	COMMON	556269108	3519	192600	x	7	1872
MAIL-WELL INC	COMMON	560321200	5126	1206100	x	7	11778
MAINE PUB SVC CO	COMMON	560483109	329	11400	x	7	114
MANCHESTER TECHNOLOGIES	COMMON	562398107	402	154450	x	7	1496
MANITOWOC INC	COMMON	563571108	9679	328100	x	7	3175
MARINEMAX INC	COMMON	567908108	2955	328700	x	7	3196
MARKWEST HYDROCARBON IN	COMMON	570762104	91	12500	x	7	125
MARSH SUPERMARKETS INC	COMMON	571783307	398	28000	x	7	247
MARRIOTT INTL INC NEW	COMMON	571903202	12	250	x	7	2
MARTIN MARIETTA MATLS I	COMMON	573284106	2026	40930	x	7	409
MASCO CORP	COMMON	574599106	2	100	x	7	1
MASCOTECH ESCROW	COMMON	574670998	0	927200	x	7	9049
MASTEC INC	COMMON	576323109	13241	1003100	x	7	9773
MATRIX BANCORP INC	COMMON	576819106	392	37600	x	7	376
MATRIX SVC CO	COMMON	576853105	15	2100	x	7	21
MATSUSHITA ELEC CO	COMMON	576879209	3574	226191	x	7	1919
MATTEL INC	COMMON	577081102	899	47535	x	7	475

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

MAXWELL SHOE INC	COMMON	577766108	644	37900	x	7	340
MAY DEPT STORES CO	COMMON	577778103	13	375	x	7	3
MCDATA CORP	COMMON	580031201	2	87	x	7	
MCDONALDS CORP	COMMON	580135101	14	500	x	7	5
MCGRATH RENTCORP	COMMON	580589109	5482	227100	x	7	2201
MEAD CORP	COMMON	582834107	1049	38669	x	7	386
MEADE INSTRUMENTS CORP	COMMON	583062104	431	64000	x	7	620
MEADOW VY CORP	COMMON	583185103	9	3800	x	7	38
MEDFORD BANCORP INC	COMMON	584131106	188	9200	x	7	92
MEDIA ARTS GROUP INC	COMMON	58439C102	602	240000	x	7	2350
MEDIALINK WORLDWIDE INC	COMMON	58445P105	13	3400	x	7	34
MEDICAL ACTION INDS INC	COMMON	58449L100	479	57600	x	7	553
MEDSTONE INTL INC NEW	COMMON	58505C101	40	8700	x	7	87
MERCHANTS BANCSHARES	COMMON	588448100	1630	53000	x	7	513
MERCHANTS GROUP INC	COMMON	588539106	207	9800	x	7	92
MERCK & CO INC	COMMON	589331107	13907	217600	x	7	2176
MERCURY AIR GROUP INC	COMMON	589354109	971	139891	x	7	1368
MERIDIAN RESOURCE CORP	COMMON	58977Q109	6063	866200	x	7	8521
MERISTAR HOTELS & RESOR	COMMON	589988104	152	84400	x	7	844
MERITAGE CORP	COMMON	59001A102	1831	39800	x	7	379
MERIX CORP	COMMON	590049102	1936	110700	x	7	1029
MERRILL LYNCH & CO INC	COMMON	590188108	545	9200	x	7	92
MESA LABS INC	COMMON	59064R109	220	45800	x	7	443
MESABA HLDGS INC COM	COMMON	59066B102	5939	644145	x	7	6169
MESTEK INC	COMMON	590829107	1014	44000	x	7	404
MET PRO CORP	COMMON	590876306	1586	117500	x	7	1153
METALS USA INC	COMMON	591324108	1437	684485	x	7	6655
METHODE ELECTRS INC	COMMON	591520200	642	74600	x	7	746
METLIFE INC	COMMON	59156R108	26020	839895	x	7	8162
METRIS COS INC	COMMON	591598107	587	17400	x	7	174
METROPOLITAN FINL CORP	COMMON	59189N108	26	6900	x	7	69
METROWEST BK MASS	COMMON	592668107	1099	97700	x	7	939
MICRON TECHNOLOGY INC	COMMON	595112103	7878	191675	x	7	1691
MIDAS GROUP INC	COMMON	595626102	4533	359800	x	7	3506
MID AMER BANCORP	COMMON	595915109	128	4429	x	7	44
MIDLAND CO	COMMON	597486109	3533	79400	x	7	781
MIDWAY AIRLS CORP	COMMON	598126100	97	29600	x	7	296
MILACRON INC	COMMON	598709103	14982	956115	x	7	9377
ESCROW MILLER BLDG SYS	COMMON	600ECS992	0	51300	x	7	506
MINNESOTA MNG & MFG CO	COMMON	604059105	17	150	x	7	1
MINNTECH CORP	COMMON	604258103	159	16500	x	7	140
MIRANT CORP	COMMON	604675108	11	318	x	7	3
MISSION RESOURCES CORP	COMMON	605109107	1860	275200	x	7	2671
MITSUB TOYKO F 60681610	COMMON	606816106	48	5700	x	7	57
MODIS PROFESSIONAL SVC	COMMON	607830106	6325	916660	x	7	8931
MOHAWK INDS INC	COMMON	608190104	5836	165800	x	7	1658
MONACO COACH CORP	COMMON	60886R103	1716	51700	x	7	420
MONRO MUFFLER BRAKE INC	COMMON	610236101	152	11800	x	7	118
MOOG INC	COMMON	615394202	2875	73800	x	7	713
MORGAN STANLEY DEAN WIT	COMMON	617446448	17875	278300	x	7	2783
MORTONS RESTAURANT GROU	COMMON	619429103	399	20200	x	7	202
MOTOR CARGO INDS	COMMON	619907108	308	33300	x	7	333
MOTOROLA INC	COMMON	620076109	7	400	x	7	4
MOVADO GROUP INC	COMMON	624580106	1188	58800	x	7	588
MOVIE GALLERY INC	COMMON	624581104	1856	102600	x	7	995
MUELLER INDS INC	COMMON	624756102	18653	566800	x	7	5527
MULTI COLOR CORP	COMMON	625383104	126	8400	x	7	84
MURPHY OIL CORP	COMMON	626717102	2596	35270	x	7	319
MYERS INDS INC	COMMON	628464109	4202	278250	x	7	2703
NCH CORP	COMMON	628850109	4963	125958	x	7	1226
NCI BUILDING SYS INC	COMMON	628852105	8012	439000	x	7	4285
NEC CORP	COMMON	629050204	3559	260040	x	7	2512

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

NL INDS INC	COMMON	629156407	13098	945700	x	7	9200
NPC INTERNATIONAL INC	COMMON	629360306	3669	339700	x	7	3306
NACCO INDS INC	COMMON	629579103	19608	251415	x	7	2480
NAPCO SEC SYS INC	COMMON	630402105	32	6700	x	7	67
NASH FINCH CO	COMMON	631158102	552	23400	x	7	234
NATIONAL AUSTRALIA BANKPFD CV		632525309	115	3700	x	7	37
NATIONAL CITY BANCORPORCOMMON		635312101	3202	106900	x	7	1069
NATIONAL CITY CORP	COMMON	635405103	28	900	x	7	9
NATIONAL EQUIP SVCS INCCOMMON		635847106	1070	356500	x	7	3422
NATIONAL R V HLDGS INC	COMMON	637277104	491	32700	x	7	306
NATIONAL SEMICONDUCTOR	COMMON	637640103	15	500	x	7	5
NATIONAL SVC INDS INC	COMMON	637657107	15194	673200	x	7	6563
NATIONAL TECHNICAL SYS	COMMON	638104109	47	23400	x	7	234
NATIONAL WESTN LIFE INSCOMMON		638522102	6452	59200	x	7	581
NATIONSRENT INC	COMMON	638588103	0	1000	x	7	10
NATIONWIDE FINL SVCS	COMMON	638612101	25987	595335	x	7	5542
NATURES SUNSHINE PRODUCCOMMON		639027101	4313	364600	x	7	3548
NAUTICA ENTERPRISES INCCOMMON		639089101	5553	271800	x	7	2718
NAVIGANT CONSULTING INCCOMMON		63935N107	127	15500	x	7	
NAVIGANT INTL INC	COMMON	63935R108	3289	234900	x	7	2307
NEW CENTURY FINANCIAL CCOMMON		64352D101	3387	320100	x	7	3113
NEW ENGLAND BUSINESS SVCOMMON		643872104	5380	280200	x	7	2730
NEW FOCUS INC	COMMON	644383101	825	100000	x	7	1000
NEW HAMPSHIRE THRIFT BACOMMON		644722100	82	5700	x	7	57
NEWELL RUBBERMAID INC	COMMON	651229106	28800	1147410	x	7	10801
NEWMARK HOMES CORP	COMMON	651578106	48	3500	x	7	35
NIAGARA CORP	COMMON	653349100	239	119500	x	7	1164
NIAGARA MOHAWK HLDGS INCOMMON		653520106	2692	152165	x	7	1521
NIKE INC	COMMON	654106103	4	100	x	7	1
NIKKO SECS LTD JAPAN	COMMON	654107200	4754	59117	x	7	527
NIPPON TELEG & TEL CO	COMMON	654624105	6325	237628	x	7	2141
NISOURCE INC	COMMON	65473P105	24	888	x	7	8
NISOURCE INC	PFD	65473P600	2	908	x	7	9
NOBLE INTL LTD	COMMON	655053106	886	132200	x	7	1298
NORFOLK SOUTHERN CORP	COMMON	655844108	61	2950	x	7	29
NORTEK INC	COMMON	656559101	7986	255800	x	7	2502
NORTEL NETWORKS CORP NECOMMON		656568102	49	5386	x	7	53
NORTH CENT BANCSHARES ICOMMON		658418108	323	15400	x	7	144
NORTHEAST BANCORP	COMMON	663904100	66	5100	x	7	51
NORTHERN TECH INTL CORPCOMMON		665809109	130	25900	x	7	245
NORTHRIM BK ALASKA	COMMON	666764105	903	64945	x	7	628
NORTHRUP GRUMMAN CORP	COMMON	666807102	43263	540105	x	7	5101
NORTHWEST AIRLS CORP	COMMON	667280101	4545	180000	x	7	1800
NORTHWEST PIPE CO	COMMON	667746101	2099	132000	x	7	1288
NOVARTIS AG SPONSORED	COMMON	66987V109	47159	1304571	x	7	12201
NU HORIZONS ELECTRS CORCOMMON		669908105	1259	132500	x	7	1325
NOVO-NORDISK (670100205COMMON		670100205	79	1750	x	7	17
NU SKIN ENTERPRISES INCCOMMON		67018T105	4423	520300	x	7	5178
NSTAR	COMMON	67019E107	1375	32305	x	7	323
NUCOR CORP	COMMON	670346105	5	100	x	7	1
OGE ENERGY CORP COM	COMMON	670837103	2567	113550	x	7	1031
O I CORP	COMMON	670841105	26	8100	x	7	81
OCCIDENTAL PETE CORP DECOMMON		674599105	11	400	x	7	4
OCTEL CORP	COMMON	675727101	93	5712	x	7	57
OCULAR SCIENCES INC	COMMON	675744106	1849	72800	x	7	728
OGLEBAY NORTON CO	COMMON	677007106	2593	98300	x	7	967
OLD DOMINION FGHT LINESCOMMON		679580100	886	90900	x	7	894
OMNICOM GROUP	COMMON	681919106	206	2400	x	7	4
ONEIDA LTD	COMMON	682505102	3572	175700	x	7	1696
ONYX ACCEP CORP	COMMON	682914106	623	113300	x	7	1102
OPINION RESH CORP	COMMON	683755102	251	41100	x	7	387
OPTICNET INC	CommonT	683868103	0	38	x	7	

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

ORACLE CORP	COMMON	68389X105	15	800	x	7	8
ORION PWR HLDGS INC	COMMON	686286105	11313	475150	x	7	4380
ORTHALLIANCE INC	COMMON	687913103	842	259000	x	7	2516
OSHKOSH B GOSH INC	COMMON	688222207	6052	182000	x	7	1761
OUTLOOK GROUP CORP	COMMON	690113105	347	61500	x	7	592
OWENS ILL INC	COMMON	690768403	5	800	x	7	8
OXFORD INDS INC	COMMON	691497309	3940	179100	x	7	1753
P & F INDS INC	COMMON	692830508	38	5500	x	7	55
P A M TRANSN SVCS INC	COMMON	693149106	1004	107700	x	7	1060
P C CONNECTION	COMMON	69318J100	6656	416000	x	7	4017
PC-TEL INC COM	COMMON	69325Q105	1947	211375	x	7	2014
PG&E CORP	COMMON	69331C108	33797	3017550	x	7	28900
PFF BANCORP INC	COMMON	69331W104	6470	258800	x	7	2523
PMI GROUP INC COM	COMMON	69344M101	20066	279616	x	7	2528
PNC BANK CORP	COMMON	693475105	1026	15600	x	7	126
PPG INDS INC	COMMON	693506107	10383	197500	x	7	1975
PPL CORP	COMMON	69351T106	11	200	x	7	2
PACCAR INC	COMMON	693718108	1178	22900	x	7	189
PACIFIC CENTY FINL CO	COMMON	694058108	4669	181025	x	7	1747
PACIFIC CREST CAP INC	COMMON	694166109	515	26000	x	7	247
PACIFICARE HLTH SYS I	COMMON	695112102	20704	1270200	x	7	11987
PALM INC	COMMON	696642107	22	3557	x	7	35
PARK ELECTROCHEMICAL	COMMON	700416209	1589	60200	x	7	602
PARK OHIO HLDGS CORP	COMMON	700666100	1044	217400	x	7	2112
PARKER HANNIFIN CORP	COMMON	701094104	4	100	x	7	1
PARKVALE FINL CORP	COMMON	701492100	2504	104349	x	7	1019
PEABODY ENERGY CORP C	COMMON	704549104	29236	892710	x	7	8128
PECHINEY SPONSORED AD	COMMON	705151207	2168	85187	x	7	832
PENFORD CORP	COMMON	707051108	125	10800	x	7	108
PENN ENGR & MFG CORP	COMMON	707389102	524	29800	x	7	298
PENN VA CORP	COMMON	707882106	2599	78990	x	7	774
PENNEY J C INC	COMMON	708160106	286	10850	x	7	108
PENNFED FINL SVCS INC	COMMON	708167101	1846	79900	x	7	764
PEOPLES BANCSHARES INC	COMMON	709795108	989	62000	x	7	607
PEPSICO INC	COMMON	713448108	818	18500	x	7	185
PERINI CORP	COMMON	713839108	900	90000	x	7	879
PERSONNEL GROUP AMER	COMMON	715338109	648	469606	x	7	4584
PETROLEUM DEV CORP	COMMON	716578109	538	85300	x	7	853
PHARMACIA CORP	COMMON	71713U102	505	10982	x	7	109
PHELPS DODGE CORP	COMMON	717265102	2467	59446	x	7	594
PHILADELPHIA CONS HLDG	COMMON	717528103	1162	33400	x	7	334
PHILIP MORRIS COS INC	COMMON	718154107	6866	135300	x	7	1353
PHILLIPS PETE CO	COMMON	718507106	530	9300	x	7	93
PHOENIX COS INC NEW	COMMON	71902E109	1559	83800	x	7	753
PILGRIMS PRIDE CORP	COMMON	721467108	9926	790880	x	7	7678
PILGRIMS PRIDE CORP	COMMON	721467207	1049	119900	x	7	1154
PINNACLE ENTMT INC CO	COMMON	723456109	999	135895	x	7	1321
PIONEER CORP JAPAN AD	COMMON	723646105	4070	132070	x	7	1216
PIONEER NAT RES CO	COMMON	723787107	1705	100000	x	7	1000
PIONEER STD ELECTRS INC	COMMON	723877106	10478	818592	x	7	7998
PITNEY BOWES INC	COMMON	724479100	1136	26980	x	7	209
PITT DESMOINES INC	COMMON	724508106	2877	83400	x	7	808
PJ AMER INC	COMMON	72585Q104	730	86300	x	7	839
POHANG IRON & STL LTD	COMMON	730450103	11481	582030	x	7	5518
POINT 360	COMMON	730698107	86	42900	x	7	429
POLARIS INDS INC	COMMON	731068102	893	19500	x	7	195
POLAROID CORP	COMMON	731095105	241	92800	x	7	928
POLYONE CORP	COMMON	73179P106	1340	128750	x	7	1027
POMEROY COMPUTER RES	COMMON	731822102	4157	277100	x	7	2697
POPE & TALBOT INC	COMMON	732827100	4131	320000	x	7	3117
PORTUGAL TEL.(737273102	COMMON	737273102	169	24480	x	7	244
POTASH CORP SASK INC	COMMON	73755L107	98	1700	x	7	17

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

POTOMAC ELEC PWR CO	COMMON	737679100	5309	253800	x	7	2538
POWERGEN PLC SPONS AD	COMMON	738905405	355	8770	x	7	16
PRAXAIR INC	COMMON	74005P104	1442	30690	x	7	238
PRECISION CASTPARTS C	COMMON	740189105	2852	76225	x	7	726
PREMIER FINL BANCORP	INCOMMON	74050M105	15	2000	x	7	20
PRESIDENTIAL LIFE CORP	COMMON	740884101	992	44272	x	7	422
PRIME MED SVCS INC NEW	COMMON	74156D108	1555	344800	x	7	3355
PRIMESOURCE CORP	COMMON	741593107	379	95900	x	7	938
PRIME HOSPITALITY CORP	COMMON	741917108	13679	1154327	x	7	11284
PRINTRONIX INC	COMMON	742578107	116	23000	x	7	230
PRIORITY HEALTHCARE CORP	COMMON	74264T201	162	6228	x	7	62
PRIZE ENERGY CORP	COMMON	74267L106	6041	313000	x	7	3074
PROCTER & GAMBLE CO	COMMON	742718109	5793	90800	x	7	908
PROGRAMMING & SYS INC	COMMON	743209108	36	7600	x	7	76
PROGRESS ENERGY INC	COMMON	743263105	15	327	x	7	3
PROGRESS ENERGY INC CVOCOMMON		743263AA3	0	100	x	7	1
PROGRESS FINL CORP	COMMON	743266108	913	114800	x	7	1116
PROVIDENT FINL GROUP	INCOMMON	743866105	2100	63800	x	7	638
PROVIDENT FINL HLDGS	INCOMMON	743868101	193	8300	x	7	83
PUBLIC SVC CO N MEX	COMMON	744499104	1647	51300	x	7	513
PUBLIC SVC ENTERPRISE	GCOMMON	744573106	12	250	x	7	2
PUBLIC STORAGE INC	COMMON	74460D109	1362	45950	x	7	459
PUGET ENERGY INC NEW	COMMON	745310102	2020	77100	x	7	771
PULTE HOMES INC	COMMON	745867101	2481	58200	x	7	582
Q E P INC	COMMON	74727K102	154	42800	x	7	414
QUAKER CHEM CORP	COMMON	747316107	3758	197800	x	7	1926
QUAKER CITY BANCORP	INCOMMON	74731K106	917	31100	x	7	311
QUAKER FABRIC CORP NEW	COMMON	747399103	183	17900	x	7	179
QUANEX CORP	COMMON	747620102	8545	329913	x	7	3223
QUANTUM CORP DSS	COMMON	747906204	3961	392530	x	7	3925
QUESTAR CORP	COMMON	748356102	50	2000	x	7	20
QUESTRON TECHNOLOGY	INCOMMON	748372208	471	122400	x	7	1186
QUINTILES TRANSNATION	COMMON	748767100	23401	926775	x	7	8572
QUIPP INC	COMMON	748802105	139	8316	x	7	83
QWEST COMMUNICATIONS	INCOMMON	749121109	110	3457	x	7	34
R & B INC	COMMON	749124103	409	124000	x	7	1207
RCM TECHNOLOGIES INC	COMMON	749360400	1005	207300	x	7	2022
R G S ENERGY GROUP INC	COMMON	74956K104	7320	195210	x	7	1952
RTW INC	COMMON	74974R107	126	67900	x	7	631
RADIOLOGIX INC	COMMON	75040K109	941	308400	x	7	3003
RADYNE COMSTREAM INC	COMMON	750611402	120	21800	x	7	218
RAILWORKS CORP	COMMON	750789109	147	88900	x	7	889
RAINBOW TECHNOLOGIES	INCOMMON	750862104	167	29800	x	7	298
RAVEN INDS INC	COMMON	754212108	1234	45900	x	7	443
RAYMOND JAMES FINANCIAL	COMMON	754730109	869	28400	x	7	284
RAYTHEON CO NEW COM	COMMON	755111507	52447	1975395	x	7	18615
REEBOK INTL LTD	COMMON	758110100	539	16850	x	7	168
REFAC	COMMON	758653109	166	62800	x	7	616
REGAL BELOIT CORP	COMMON	758750103	4000	192300	x	7	1836
REGIONS FINL CORP	COMMON	758940100	8	250	x	7	2
REHABILICARE INC	COMMON	758944102	142	43100	x	7	408
REINSURANCE GROUP AMER	COMMON	759351109	1098	28960	x	7	289
RELIANCE STEEL & ALUMIN	COMMON	759509102	1813	71800	x	7	718
RELIANT ENERGY INC	COMMON	75952J108	10	300	x	7	3
REMEDYTEMP INC	COMMON	759549108	2049	143800	x	7	1413
REPUBLIC BANCORP INC	COMMON	760282103	263	18930	x	7	189
REPUBLIC FIRST BANCORP	COMMON	760416107	366	70000	x	7	683
RES-CARE INC	COMMON	760943100	3224	390300	x	7	3803
REX STORES CORP	COMMON	761624105	3383	125700	x	7	1225
REXHALL INDS INC	COMMON	761684109	190	30745	x	7	294
RICHARDSON ELECTRS LTD	COMMON	763165107	2978	212700	x	7	2069
RICHTON INTL CORP	COMMON	765516109	111	3100	x	7	31

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

RIGGS NATL CORP WASH DCCOMMON	766570105	71	4200	x	7	38
RIGHT MGMT CONSULTANTS COMMON	766573109	112	4300	x	7	43
RIO TINTO LTD ADR SPO COMMON	767204100	3352	46092	x	7	453
ROADWAY CORP COMMON	769742107	11452	481765	x	7	4706
ROANOKE ELEC STL CORP COMMON	769841107	1395	79900	x	7	761
ROCK-TENN CO COMMON	772739207	6408	523131	x	7	5078
ROHM & HAAS CO COMMON	775371107	10194	309835	x	7	2859
ROHN INDS INC COMMON	775381106	0	64	x	7	
ROLLS-ROYCE PLC ADR S COMMON	775781206	4660	285904	x	7	2807
ROWE COS COMMON	779528108	904	278290	x	7	2708
ROYAL APPLIANCE MFG CO COMMON	780076105	1161	190900	x	7	1839
RUSH ENTERPRISES INC COMMON	781846100	841	143000	x	7	1404
RUSS BERRIE & CO COMMON	782233100	3488	118653	x	7	1186
RYANS FAMILY STEAK HOUSCOMMON	783519101	10646	869067	x	7	8470
RYLAND GROUP INC COMMON	783764103	14067	278000	x	7	2706
S&K FAMOUS BRANDS INC COMMON	783774102	682	65900	x	7	637
SBE INC COMMON	783873201	18	8100	x	7	81
SBC COMMUNICATIONS, I COMMON	78387G103	5724	142873	x	7	1239
SCPIE HLDGS INC COMMON	78402P104	1981	98050	x	7	942
SK TELECOM LTD ADR SP COMMON	78440P108	880	52081	x	7	380
SLI INC COMMON	78442T108	5028	609500	x	7	5980
SPS TECHNOLOGIES INC COMMON	784626103	223	4700	x	7	47
SABRE HLDGS CORP CL A COMMON	785905100	14242	284846	x	7	2643
SAFECO CORP COMMON	786429100	20480	694250	x	7	6374
ST FRANCIS CAP CORP COMMON	789374105	3535	161800	x	7	1569
ST PAUL COS INC COMMON	792860108	461	9100	x	7	91
SAKS INC COMMON	79377W108	4275	445300	x	7	4453
SANFILIPPO JOHN B & SONCOMMON	800422107	204	38800	x	7	376
SAPPI LTD ADR SPON NE COMMON	803069202	39249	4385300	x	7	41182
SARA LEE CORP COMMON	803111103	19181	1012729	x	7	9568
SAUCONY INC COMMON	804120103	418	64500	x	7	633
SCHERING A G SPONS ADR COMMON	806585204	54	1030	x	7	10
SCHLOTZSKYS INC COMMON	806832101	169	30900	x	7	281
SCHUFF INTERNATIONAL INCOMMON	808156103	525	93000	x	7	907
SCHULER HOMES INC COMMON	808188106	743	54900	x	7	549
SCHULMAN A INC COMMON	808194104	2755	204100	x	7	2041
SCHWEITZER-MAUDUIT INTLCOMMON	808541106	7165	303600	x	7	2961
SCOTTISH PWR PLC COMMON	81013T705	4	145	x	7	1
ESC SEAGATE TECHNOLOGY Common	811804988	0	1090	x	7	10
SEARS ROEBUCK & CO COMMON	812387108	916	21650	x	7	216
SELAS CORP AMER COMMON	816119101	454	100900	x	7	983
SEMPRA ENERGY COM COMMON	816851109	9206	336732	x	7	3085
SEMX CORP COMMON	816854103	21	5200	x	7	52
SEMITOOL INC COMMON	816909105	4271	358000	x	7	3548
SENIOR HSG PPTYS TR S COMMON	81721M109	7386	568137	x	7	5482
SERVICE CORP INTL COM COMMON	817565104	11764	1849680	x	7	17198
7-ELEVEN INC COMMON	817826209	1134	100800	x	7	835
SHARPER IMAGE CORP COMMON	820013100	1632	155900	x	7	1559
SHERWIN WILLIAMS CO COMMON	824348106	4	200	x	7	2
SHILOH INDS INC COMMON	824543102	244	49300	x	7	450
SHOE CARNIVAL INC COMMON	824889109	2430	202500	x	7	1971
SHOE PAVILION INC COMMON	824894109	62	61700	x	7	617
SHOPKO STORES INC COMMON	824911101	5062	695300	x	7	6788
SIFCO INDS INC COMMON	826546103	51	9100	x	7	91
SILGAN HOLDINGS INC COMMON	827048109	6769	385500	x	7	3767
SILICON STORAGE TECHNOLCOMMON	827057100	8069	796500	x	7	7907
SIMMONS 1ST NATL CORP COMMON	828730200	2291	68600	x	7	659
SMEDVIG ASA ADR COMMON	83169H105	4673	482734	x	7	4107
SMITH & NEPHEW P L C COMMON	83175M205	4562	86919	x	7	772
SMITH A O COMMON	831865209	4309	240746	x	7	2340
SMURFIT-STONE CONTAINERCOMMON	832727101	20800	1283950	x	7	12378
SOCIETE GENERALE FRAN COMMON	83364L109	884	74945	x	7	49

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

SOFTWARE SPECTRUM INC	COMMON	833960107	833	68700	x	7	673
SOLA INTL INC	COMMON	834092108	3382	239700	x	7	2397
SOLUTIA INC COM	COMMON	834376105	13682	1073115	x	7	10071
SONOCO PRODS CO	COMMON	835495102	177	7100	x	7	71
SONY CORP	COMMON	835699307	5982	90914	x	7	898
SOURCE INFORMATION MGMT	COMMON	836151209	1312	237300	x	7	2290
SOUTHERN CO	COMMON	842587107	19	800	x	7	8
SOUTHTRUST CORP	COMMON	844730101	10	400	x	7	4
SOUTHWEST AIRLS CO	COMMON	844741108	17	900	x	7	9
SOUTHWEST BANCORP INC	COMMON	844767103	1184	48600	x	7	471
SOUTHWEST SECS GROUP INC	COMMON	845224104	5237	253000	x	7	2436
SOVEREIGN BANCORP INC	COMMON	845905108	4847	372810	x	7	3703
SPARTECH CORP	COMMON	847220209	12215	505800	x	7	4946
SPECIALTY CATALOG CORP	COMMON	84748Q103	2	600	x	7	6
SPECTRUM CTL INC	COMMON	847615101	1642	275500	x	7	2682
SPHERION CORP	COMMON	848420105	13638	1523800	x	7	14921
SPIEGEL INC	COMMON	848457107	3422	353900	x	7	3466
SPINNAKER EXPL CO	COMMON	84855W109	538	13500	x	7	135
SPORT-HALEY INC	COMMON	848925103	29	9600	x	7	96
SPORT CHALET INC	COMMON	849163100	63	7500	x	7	75
SPRINGS INDS INC	COMMON	851783100	12374	280600	x	7	2732
SPRINT CORP	COMMON	852061100	36969	1730768	x	7	16439
SPRINT CORP	COMMON	852061506	12	500	x	7	5
STAFF LEASING INC	COMMON	852381102	32	8400	x	7	12
STANDARD COML CORP	COMMON	853258101	3673	215300	x	7	2099
STANDARD MANAGEMENT CORP	COMMON	853612109	901	144200	x	7	1411
STANDARD MTR PRODS INC	COMMON	853666105	242	18200	x	7	182
STANDARD PAC CORP NEW	COMMON	85375C101	12814	553523	x	7	5410
STANDARD REGISTER CO	COMMON	853887107	4864	262900	x	7	2511
STANDEX INTL CORP	COMMON	854231107	6221	263600	x	7	2576
STANLEY FURNITURE INC	COMMON	854305208	635	23600	x	7	206
STARRETT L S CO	COMMON	855668109	1357	66200	x	7	628
STARTEK INC	COMMON	85569C107	337	14900	x	7	149
STATE AUTO FINL CORP	COMMON	855707105	2141	130600	x	7	1306
STARWOOD HOTELS&RESORTS	COMMON	85590A203	2	50	x	7	
STEEL DYNAMICS INC	COMMON	858119100	8889	711100	x	7	6876
STEEL TECHNOLOGIES INC	COMMON	858147101	1713	240200	x	7	2341
STEELCASE INC	COMMON	858155203	826	69100	x	7	691
STEINWAY MUSICAL INSTRS	COMMON	858495104	611	34600	x	7	313
STEPAN CO	COMMON	858586100	4305	164300	x	7	1604
STEPHAN CO	COMMON	858603103	8	2600	x	7	26
STERLING BANCORP	COMMON	859158107	2870	93783	x	7	904
STERLING FINL CORP WASH	COMMON	859319105	2997	199820	x	7	1945
STEWART ENTERPRISES INC	COMMON	860370105	12163	1666100	x	7	16190
STIFEL FINL CORP	COMMON	860630102	992	81747	x	7	784
STILLWATER MNG CO	COMMON	86074Q102	3088	105560	x	7	1055
STONERIDGE INC COM	COMMON	86183P102	2457	228537	x	7	2220
STORA ENSO AB ADR SPO	COMMON	86210M106	12493	1179575	x	7	11510
STORAGE TECHNOLOGY CORP	COMMON	862111200	273	19850	x	7	198
STRATASYS INC	COMMON	862685104	1	400	x	7	4
STRATTEC SEC CORP	COMMON	863111100	1347	38800	x	7	365
STRIDE RITE CORP	COMMON	863314100	1715	201800	x	7	1924
STUDENT LN CORP	COMMON	863902102	42	600	x	7	6
STURM RUGER & CO INC	COMMON	864159108	754	76900	x	7	734
SUBURBAN LODGES AMER	COMMON	864444104	51	6600	x	7	16
SUMMA INDS	COMMON	86562T105	847	84600	x	7	828
SUMMIT BK CORP GA	COMMON	866013105	169	10100	x	7	101
SUNTRUST BANKS INC	COMMON	867914103	460	7100	x	7	77
SUPERIOR UNIFORM GROUP	COMMON	868358102	1082	111700	x	7	1079
SUPERIOR TELECOM INC	COMMON	868365107	2	648	x	7	6
SUPERVALU INC	COMMON	868536103	19336	1101770	x	7	10858
SUPREMA SPECIALTIES INC	COMMON	86859F107	1662	112700	x	7	1094

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

SUPREME INDS INC	COMMON	868607102	907	197211	x	7	1920
SYLVAN INC	COMMON	871371100	750	66100	x	7	633
SYMANTEC CORP	Common	871503108	1723	39430	x	7	394
SYNALLOY CP DEL	COMMON	871565107	184	26700	x	7	253
SYNOPSIS INC	COMMON	871607107	3292	68035	x	7	661
TBC CORP	COMMON	872180104	4612	481400	x	7	4705
TB WOODS CORP	COMMON	872226105	589	64700	x	7	630
TCF FINL CORP	COMMON	872275102	4816	104000	x	7	1040
TESSCO TECHNOLOGIES INC	COMMON	872386107	457	32500	x	7	299
TF FINL CORP	COMMON	872391107	223	11300	x	7	103
TJX COS INC NEW	COMMON	872540109	5410	169750	x	7	1697
TLC LASER EYE CTRS IN	COMMON	87255E108	96	21280	x	7	27
TRW INC	COMMON	872649108	5467	133330	x	7	1333
TSR INC	COMMON	872885108	11	2000	x	7	20
TXU CORP COM	COMMON	873168108	39255	814580	x	7	7962
TAIWAN SEMICONDUCTOR	COMMON	874039100	15465	1018185	x	7	9623
TANDY BRANDS ACCESSORIE	COMMON	875378101	533	94500	x	7	923
TARGET CORP	COMMON	87612E106	3555	102750	x	7	1027
TARRANT APPAREL GROUP	COMMON	876289109	230	36200	x	7	296
TECH DATA CORP	COMMON	878237106	4604	138000	x	7	1380
TECH OPS SEVCON INC	COMMON	878293109	159	16800	x	7	168
TECHNITROL INC	COMMON	878555101	8109	311900	x	7	3027
TECUMSEH PRODS CO	COMMON	878895200	14073	284300	x	7	2762
TELE CELULAR SUL PART	COMMON	879238103	941	46600	x	7	466
TELEFONICA DE ESPANA	COMMON	879382208	5417	145281	x	7	1279
TELEPHONE & DATA SYS	COMMON	879433100	1629	14980	x	7	149
TELESP CELULAR PARTIC	COMMON	87952L108	6902	455230	x	7	4224
TELEWEST COMMUNICATIO	COMMON	87956P105	5726	451828	x	7	4177
TEMPLE INLAND INC	COMMON	879868107	504	9450	x	7	94
TENET HEALTHCARE CORP	COMMON	88033G100	557	10800	x	7	108
TERADYNE INC	COMMON	880770102	105	3000	x	7	30
TEREX CORP NEW	COMMON	880779103	7274	343100	x	7	3365
TESCO PLC-ADR	COMMON	881575302	871	79865	x	7	56
TESORO PETROLEUM	COMMON	881609101	9454	750301	x	7	7258
TEXACO INC	COMMON	881694103	46263	694070	x	7	6791
TEXAS INDS INC	COMMON	882491103	17449	507383	x	7	4948
THERAGENICS CORP	COMMON	883375107	433	38800	x	7	340
THERMO ELECTRON CORP	COMMON	883556102	130	5900	x	7	59
THOMAS GROUP INC	COMMON	884402108	355	69600	x	7	680
THOMAS INDS INC	COMMON	884425109	268	9100	x	7	91
THOR INDS INC	COMMON	885160101	7735	234600	x	7	2287
3COM CORP	COMMON	885535104	5707	1201542	x	7	11231
THREE RIVS BANCORP INC	COMMON	88562Q107	1163	103350	x	7	1005
3TEC ENERGY CORP	COMMON	88575R308	2148	121000	x	7	1210
TIDEWATER INC	COMMON	886423102	30347	804950	x	7	7304
TIMBERLAND BANCORP INC	COMMON	887098101	649	43100	x	7	425
TODDLERWATCH.COM	CommonT	889043923	0	50000	x	7	500
TODHUNTER INTL INC DEL	COMMON	889050100	243	31600	x	7	293
TOPPS INC	COMMON	890786106	12070	1032500	x	7	10075
TORCHMARK CORP	COMMON	891027104	3178	79025	x	7	790
TORO CO	COMMON	891092108	9280	206444	x	7	1965
TOSCO CORP	COMMON	891490302	26575	603290	x	7	5550
TOWER AUTOMOTIVE INC	COMMON	891707101	11905	1161500	x	7	11349
TOYOTA MTR LTD	COMMON	892331307	5812	82441	x	7	810
TOYS R US INC	COMMON	892335100	437	17650	x	7	176
TRACTOR SUPPLY CO	COMMON	892356106	3099	193800	x	7	1895
TRAFFIX INC	COMMON	892721101	1033	308300	x	7	2990
TRAMMELL CROW CO	COMMON	89288R106	9552	864400	x	7	8472
TRANS WORLD ENTMT COR	COMMON	89336Q100	1712	180030	x	7	1712
TRANSPORT CORP OF AMER	COMMON	89385P102	819	125100	x	7	1210
TRANSTECHNOLOGY CORP	COMMON	893889105	54	6200	x	7	39
TRAVIS BOATS & MTRS	COMMON	894363100	178	66000	x	7	643

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

TREDEGAR CORP	COMMON	894650100	1182	61700	x	7	557
TRENDWEST RESORTS INC	COMMON	894917103	4152	177450	x	7	1774
TRIARC COS INC	COMMON	895927101	4813	183713	x	7	1752
TRICON GLOBAL RESTAURAN	COMMON	895953107	2151	48990	x	7	489
TRICO BANCSHARES	COMMON	896095106	380	22600	x	7	226
TRIGON HEALTHCARE INC	COMMON	89618L100	2350	36230	x	7	362
TRINITY INDS INC	COMMON	896522109	11033	538200	x	7	5300
TRIUMPH GROUP INC NEW	COMMON	896818101	3763	76800	x	7	768
TROPICAL SPORTSWEAR INT	COMMON	89708P102	2439	117200	x	7	1128
TRUST CO NJ JERSEY CITY	COMMON	898304100	3976	164300	x	7	1643
TUBOS DE ACERO(89859250	COMMON	898592506	3911	309180	x	7	3091
TUCKER ANTHONY SUTRO	COMMON	898647102	213	9700	x	7	97
TYCO INTL LTD NEW	COMMON	902124106	1143	20976	x	7	209
TYSON FOODS INC	COMMON	902494103	2	250	x	7	2
USX MARATHON GROUP	COMMON	902905827	43613	1477901	x	7	14072
UST INC	COMMON	902911106	6	200	x	7	2
USA TRUCK INC	COMMON	902925106	97	13700	x	7	137
US BANCORP DEL	COMMON	902973304	15132	663996	x	7	6639
URS CORP NEW	COMMON	903236107	7314	270900	x	7	2651
USANA HEALTH SCIENCES I	COMMON	90328M107	189	111300	x	7	1077
USEC INC	COMMON	90333E108	8948	1061500	x	7	10233
U S CONCRETE INC	COMMON	90333L102	259	32500	x	7	325
USX-U S STL	COMMON	90337T101	858	42575	x	7	425
U S XPRESS ENTERPRISES	COMMON	90338N103	99	14000	x	7	140
UGLY DUCKLING CORP	COMMON	903512101	975	223200	x	7	2175
USA ED INC	COMMON	90390U102	8558	117230	x	7	1172
UNIFIRST CORP MASS	COMMON	904708104	3131	164800	x	7	1648
UNILEVER ADR(904784709)	COMMON	904784709	415	6960	x	7	69
UNION ACCEP CORP	COMMON	904832102	412	73000	x	7	720
UNION PAC CORP	COMMON	907818108	83	1518	x	7	15
UNION PACIFIC	PFD CV	907824205	133	2800	x	7	28
UNION PLANTERS CORP	COMMON	908068109	7	150	x	7	1
UNITED AUTO GROUP INC	COMMON	909440109	7198	411300	x	7	4028
UNITED DOMINION RLTY	COMMON	910197102	152	10606	x	7	6
UNITED RENTALS INC	COMMON	911363109	9973	384300	x	7	3843
UNITED RETAIL GROUP IN	COMMON	911380103	505	66400	x	7	619
U S INDS INC NEW	COMMON	912080108	4203	1025000	x	7	9850
UNITED STATIONERS INC	COMMON	913004107	18693	592300	x	7	5738
UNIVERSAL CORP VA	COMMON	913456109	22285	561900	x	7	5459
UNIVERSAL FST PRODS IN	COMMON	913543104	8928	396800	x	7	3850
UNIVERSAL STAINLESS & A	COMMON	913837100	792	86100	x	7	841
UNO RESTAURANT CORP	COMMON	914900105	896	94800	x	7	903
UNOCAL CORP	COMMON	915289102	589	17250	x	7	172
UNUMPROVIDENT CORP	COMMON	91529Y106	28645	891804	x	7	7989
UPM KYMMENE CORP	COMMON	915436109	5183	182828	x	7	1826
USFREIGHTWAYS CORP CO	COMMON	916906100	25288	857202	x	7	8353
URBAN OUTFITTERS INC	COMMON	917047102	293	27300	x	7	273
UTAH MED PRODS INC	COMMON	917488108	429	37795	x	7	366
V F CORP	COMMON	918204108	5	150	x	7	1
VALERO ENERGY CORP NEW	COMMON	91913Y100	0	0	x	7	
VARIAN SEMICONDUCTOR EQ	COMMON	922207105	22852	544100	x	7	5290
VERIZON	COMMON	92343V104	57344	1071844	x	7	10097
VESTCOM INTL INC	COMMON	924904105	6	2700	x	7	27
VESTA INS GROUP INC	COMMON	925391104	1041	95100	x	7	859
VIACOM INC	COMMON	925524308	52	1000	x	7	10
VICON INDS INC	COMMON	925811101	135	56400	x	7	554
VILLAGE SUPER MKT INC	COMMON	927107409	65	3800	x	7	38
VINTAGE PETE INC	COMMON	927460105	10643	569150	x	7	5613
VISHAY INTERTECHNOLOGY	COMMON	928298108	1724	74960	x	7	749
VISTEON CORP	COMMON	92839U107	3	170	x	7	1
VIVENDI UNIVERSAL	COMMON	92851S204	6932	119250	x	7	1135
VOLT INFORMATION SCIENC	COMMON	928703107	788	45000	x	7	450

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

VULCAN MATLS CO	COMMON	929160109	8	150	x	7	1
WFS FINL INC	COMMON	92923B106	2729	88754	x	7	869
WPP GROUP PLC SPONS A	COMMON	929309300	1918	38085	x	7	378
WSFS FINL CORP	COMMON	929328102	3772	219300	x	7	2131
WVS FINL CORP	COMMON	929358109	14	1000	x	7	10
WABASH NATL CORP	COMMON	929566107	2379	196600	x	7	1966
WABTEC CORP	COMMON	929740108	12942	862800	x	7	8413
WACHOVIA CORP	COMMON	929771103	28727	403745	x	7	3719
WACKENHUT CORRECTIONS CCOMMON		929798106	2104	160600	x	7	1572
WADDELL & REED FINL INCCOMMON		930059100	219	6900	x	7	69
WALLACE COMPUTER SERVICCOMMON		932270101	4090	247300	x	7	2473
WASHINGTON FED INC	COMMON	938824109	7432	303114	x	7	2932
WASHINGTON MUT INC	COMMON	939322103	10738	285970	x	7	2859
WATSCO INC	COMMON	942622200	776	55000	x	7	508
WATTS INDS INC	COMMON	942749102	3953	233200	x	7	2332
WEBB DEL CORP	COMMON	947423109	14744	381069	x	7	3730
WEBMD CORP COM	COMMON	94769M105	3158	451125	x	7	4212
WEBSTER FINL CORP CONN	COMMON	947890109	6481	197700	x	7	1977
WELLMAN INC	COMMON	949702104	1225	68450	x	7	534
WELLS FARGO & CO NEW	COMMON	949746101	500	10771	x	7	107
WELLSFORD REAL PPTYS	COMMON	950240200	4594	237390	x	7	2264
WESCO INTL INC	COMMON	95082P105	6332	695800	x	7	6727
WEST COAST BANCORP ORE	COMMON	952145100	301	23760	x	7	237
WESTAFF INC	COMMON	957070105	964	292000	x	7	2843
WESTBANK CORP	COMMON	957116106	68	7100	x	7	71
WESTCOAST HOSPITALITY CCOMMON		95750P106	69	9200	x	7	92
WESTCORP INC	COMMON	957907108	216	10200	x	7	102
WESTERN RESOURCES, IN	COMMON	959425109	16021	745135	x	7	7095
WESTPOINT STEVENS INC	COMMON	961238102	557	409800	x	7	4010
WEYERHAEUSER CO	COMMON	962166104	11	200	x	7	2
WHIRLPOOL CORP COM	COMMON	963320106	5781	92500	x	7	895
WHITEHALL JEWELLERS INCCOMMON		965063100	67	7300	x	7	73
WILLIAMS COMMUNICATIO	COMMON	969455104	7847	2642003	x	7	24937
WILLIAMS COS INC COM	COMMON	969457100	45165	1370720	x	7	12976
WILLIAMS CLAYTON ENERGYCOMMON		969490101	531	31300	x	7	313
WILLIS LEASE FINANCE CCOMMON		970646105	601	54300	x	7	520
WILSONS THE LEATHER EXPCOMMON		972463103	2979	160600	x	7	1507
WINNEBAGO INDS INC	COMMON	974637100	1577	51300	x	7	501
WISCONSIN CENT TRANSN CCOMMON		976592105	4132	247000	x	7	2470
WOLTERS KLUWER N V AD	COMMON	977874205	10017	377670	x	7	3430
WOLVERINE TUBE INC	COMMON	978093102	4589	276959	x	7	2693
WOODWARD GOVERNOR CO	COMMON	980745103	4226	50100	x	7	501
WORKFLOW MGMT INC	COMMON	98137N109	1752	282500	x	7	2749
WORLD ACCEP CORP DEL	COMMON	981419104	4000	434300	x	7	4231
WORLD FUEL SVCS CORP	COMMON	981475106	2837	237400	x	7	2312
WORLDCOM INC	COMMON	98157D106	58517	4120932	x	7	38853
WORLDCOM INC WORLDCOM	COMMON	98157D304	1988	123460	x	7	1146
WORTHINGTON INDS INC	COMMON	981811102	6635	487900	x	7	4879
XCEL ENERGY INC	COMMON	98389B100	4	150	x	7	1
XETA TECHNOLOGIES INC	COMMON	983909102	10	2000	x	7	20
XETEL CORP	COMMON	983942103	14	5200	x	7	52
XEROX CORP	COMMON	984121103	2	260	x	7	2
XTRA CORP	COMMON	984138107	12737	256800	x	7	2508
XYBERNAUT CORP	COMMON	984149104	0	100	x	7	1
YARDVILLE NATL BANCORP	COMMON	985021104	2232	159400	x	7	1570
YELLOW CORP	COMMON	985509108	11796	621522	x	7	6076
YORK GROUP INC	COMMON	986632107	546	55800	x	7	538
YORK INTL CORP NEW	COMMON	986670107	15777	450500	x	7	4349
ZALE CORP NEW	COMMON	988858106	25090	744520	x	7	7279
ZOMAX INC MINN	COMMON	989929104	5440	610600	x	7	5972
AFSC EQUITY FUND	COMMON	BLA111113	13237	583885	x	7	8
ACE LTD	COMMON	G0070K103	44087	1127840	x	7	10974

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

ANNUITY & LIFE RE HLD	COMMON	G03910109	7479	209192	x	7	2031
EVEREST RE GROUP	COMMON	G3223R108	8083	108055	x	7	1048
RENAISSANCE RE HLDGS	LTCOMMON	G7496G103	11028	148920	x	7	1461
SMITH & NEPHEW P L C	COMMON	G82343164	397	76581	x	7	752
TRANSOCEAN SEDCO FORE	COMMON	G90078109	24539	594870	x	7	5384
TRITON ENERGY LTD	COMMON	G90751101	88	2700	x	7	27
XL CAPITAL LTD.	COMMON	G98255105	19332	235466	x	7	2229
ARCADIS NV ORD SHS	COMMON	N0605M105	190	25599	x	7	5
TEEKAY SHIPPING MARSHAL	COMMON	Y8564W103	76	1900	x	7	19

FORM 13F Name of Reporting Manager: Legg Mason, Inc.
 (On Behalf of Gray Seifer
 For Positions Held 6/30/0

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr	(a)
***ELAN CORP PLC-ADR	Com	284131208	4577	75025	X	8	
***ROYAL DUTCH PETROLEUM CO	Com	780257804	660	11319	X	8	
***SUN LIFE FINANCIAL SERVICES	Com	866796105	957	40275	X	8	
ABBOTT LABS	Com	002824100	403	8400	X	8	
AFFILIATED MANAGERS GROU	Com	008252108	5535	90000	X	8	
AFLAC INC	Com	001055102	194	6158	X	8	
ALBERTA ENERGY LTD	Com	012873105	6843	165933	X	8	
ALLETE INC	Com	018522102	45	2000	X	8	
ALLMERICA FINL CORP	Com	019754100	35	600	X	8	
AMBAC FINL GROUP INC	Com	023139108	79	1357	X	8	
AMDOCS LTD	ORD	G02602103	3519	65350	X	8	
AMERICAN EXPRESS CO	Com	025816109	1173	30226	X	8	
AMERICAN EXPRESS COMPANY	Com	025816109	295	7600	X	8	
AMERICAN GENERAL CORP	Com	026351106	3772	81191	X	8	
AMERICAN HOME PRODS CORP	Com	026609107	1102	18800	X	8	
AMERICAN INTL GROUP INC	Com	026874107	19067	223417	X	8	1
AMERICAN ITALIAN PASTA C	CL A	027070101	8758	188750	X	8	
AMGEN INC	Com	031162100	55	900	X	8	
AMPERSAND INTL GROUP INC	Com	000706TD3	40	12	X	8	
AMPERSAND IV	Com	032991200	160	48	X	8	
AMSOUTH BANCORPORATION	Com	032165102	0	0	X	8	
ANADARKO PETE CORP	Com	032511107	5785	107183	X	8	
ANALOG DEVICES INC	Com	032654105	290	6700	X	8	
AOL TIME WARNER INC	Com	00184A105	3817	72025	X	8	
APACHE CORP	Com	037411105	8599	169430	X	8	
APOGENT TECHNOLOGIES INC	Com	03760A101	98	4000	X	8	
APPLIED SIGNAL TECHNOLOG	Com	038237103	121	23818	X	8	
APTARGROUP INC	Com	038336103	20	625	X	8	
ARCHSTONE CMNTYS TR	SH BEN INT	039581103	9	334	X	8	
AT&T LIBERTY MEDIA	COM LIB GRP A	001957208	56	3200	X	8	
BALLARD PWR SYS INC	Com	05858H104	47	1000	X	8	
BANK NEW YORK INC	Com	064057102	1008	21000	X	8	
BANK OF AMERICA CORP	Com	060505104	486	8100	X	8	
BANK OF THE NORTHWEST PO	Com	064206105	299	20000	X	8	
BANKNORTH GROUP INC NEW	Com	06646R107	1357	59900	X	8	
BAXTER INTL INC	Com	071813109	7441	149425	X	8	
BB&T CORP	Com	054937107	5018	136751	X	8	
BELLSOUTH CORP	Com	079860102	68	1700	X	8	
BERKSHIRE HATHAWAY INC D	CL A	084670108	347	5	X	8	

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

BERKSHIRE HATHAWAY INC D	CL B	084670207	28	12	X	8
BIOMET INC	Com	090613100	1226	25500	X	8
BISYS GROUP INC	Com	055472104	7392	125280	X	8
BP PLC	DEPOSITORY	REC055622104	1835	36827	X	8
BRISTOL MYERS SQUIBB CO	Com	110122108	1038	19850	X	8
BURLINGTON RES INC	Com	122014103	1836	46200	X	8
BURLINGTON RESOURCES INC	Com	122014103	2087	52250	X	8
CARDINAL HEALTH INC	Com	14149Y108	70	1012	X	8
CASCADE BANCORP	Com	147154108	654	57840	X	8
CASCADE BANCORP	Com	147154108	246	17560	X	8
CENTENNIAL BANCORP	Com	15133T104	91	11000	X	8
CHARLES SCHWAB CORP NEW	Com	808513105	271	17700	X	8
CHEVRON CORPORATION	Com	166751107	2024	22367	X	8
CHUBB CORP	Com	171232101	155	2000	X	8
CISCO SYS INC	Com	17275R102	6696	367908	X	8
CITIGROUP INC	Com	172967101	6100	115434	X	8
CITIGROUP INC	Com	172967101	2561	48467	X	8
CITY NATIONAL CORP	Com	178566105	649	14650	X	8
CITY NATL CORP	Com	178566105	1454	32825	X	8
COBIZ INC	Com	190897108	364	16000	X	8
COBIZ INC	Com	190897108	287	12600	X	8
COLGATE PALMOLIVE CO	Com	194162103	6996	118600	X	8
COLGATE PALMOLIVE CO	Com	194162103	5224	88550	X	8
COLUMBIA BANCORP	Com	197227101	131	10000	X	8
COMCAST CORP	CL A SPL	200300200	2912	67100	X	8
COMCAST CORP CL A-SPL	Com	200300200	2600	59915	X	8
COMERICA INC	Com	200340107	864	15000	X	8
COMMERCE BANCSHARES INC	Com	200525103	2976	80658	X	8
COMMERCE BANCSHARES INC	Com	200525103	2636	71447	X	8
COMPUTER SCIENCES CORP	Com	205363104	10	275	X	8
CONAGRA FOODS INC	Com	205887102	119	6000	X	8
CONCORD EFS INC	Com	206197105	5215	100275	X	8
CONCORD EFS INC	Com	206197105	5379	103425	X	8
CONSOLIDATED EDISON INC	Com	209115104	595	14950	X	8
CONTOUR ENERGY CO	Com	21220K103	0	12	X	8
COSTCO WHSL CORP NEW	Com	22160K105	1594	38800	X	8
COUNTRYWIDE CR INDS INC	Com	222372104	551	12000	X	8
COX COMMUNICATIONS INC	Com	224044107	1088	24550	X	8
COX COMMUNICATIONS INC N	CL A	224044107	2149	48500	X	8
CSG SYS INTL INC	Com	126349109	2225	39200	X	8
CSG SYSTEMS INTERNATIONAL INC	Com	126349109	2424	41800	X	8
CULLEN FROST BANKERS INC	Com	229899109	1908	56375	X	8
CULLEN FROST BANKERS INC	Com	229899109	1190	35150	X	8
CVS CORP	Com	126650100	2999	77696	X	8
CVS CORP	Com	126650100	2926	75802	X	8
DEUTSCHE TELEKOM AG	DEPOSITORY	REC251566105	249	11085	X	8
DEVON ENERGY CORP NEW	Com	25179M103	5783	110150	X	8
DISNEY WALT CO	COM DISNEY	254687106	0	1	X	8
DOMINION RES INC VA	Com	257470104	10	250	X	8
DOVER CORP	Com	260003108	45	1200	X	8
DOW CHEM CO	Com	260543103	299	9000	X	8
DST SYS INC DEL	Com	233326107	4000	75900	X	8
DST SYSTEMS INC-DEL	Com	233326107	1734	32900	X	8
DU PONT E I DE NEMOURS &	Com	263534109	69	1440	X	8
DUKE ENERGY CORP	Com	264399106	1205	30900	X	8
DUKE ENERGY CORP	Com	264399106	2011	51550	X	8
DURAMED PHARMACEUTICALS	Com	266354109	18	1000	X	8
EAGLE GEOPHYSICAL INC	Com	269524104	0	322	X	8
EASTMAN CHEM CO	Com	277432100	1	30	X	8
EASTMAN KODAK CO	Com	277461109	35	740	X	8
ECHOSTAR COMMUNICATIONS	CL A	278762109	2357	72700	X	8
ECHOSTAR COMMUNICATIONS CORP	Com	278762109	257	7925	X	8

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

ECO SOIL SYSTEMS INC	Com	278858105	3	14000	X	8
EDWARDS AG INC	Com	281760108	648	14400	X	8
EL PASO CORP	Com	28336L109	3053	58105	X	8
ELAN PLC	DEPOSITORY	REC284131208	3907	64050	X	8
ELI LILLY & CO	Com	532457108	5733	77475	X	8
ENRON CORP	Com	293561106	3007	61252	X	8
ENRON CORP	Com	293561106	1152	23500	X	8
EOG RES INC	Com	26875P101	5439	152992	X	8
ESTEE LAUDER COMPANIES INC	Com	518439104	366	8500	X	8
EXXON MOBIL CORP	Com	30231G102	10200	116770	X	8
FANNIE MAE	Com	313586109	600	7050	X	8
FEDERAL HOME LN MTG CORP	Com	313400301	1164	17100	X	8
FEDERAL NATL MTG ASSN	Com	313586109	1667	19600	X	8
FEDERATED INVS INC PA	CL B	314211103	644	20000	X	8
FIFTH THIRD BANCORP	Com	316773100	4355	72525	X	8
FIFTH THIRD BANCORP	Com	316773100	3077	51240	X	8
FINANCIAL FED CORP	Com	317492106	434	15000	X	8
FIRST DATA CORP	Com	319963104	3121	48500	X	8
FIRST DATA CORP	Com	319963104	832	12950	X	8
FISERV INC	Com	337738108	10464	163549	X	8
FISERV INC	Com	337738108	7271	113641	X	8
FLEETBOSTON FINL CORP	Com	339030108	1014	25700	X	8
FLEETBOSTON FINL CORP	Com	339030108	899	22794	X	8
FORD MTR CO DEL	COM PAR \$0.01	345370860	107	4370	X	8
FRANKLIN RES INC	Com	354613101	59	1282	X	8
GANNETT INC	Com	364730101	110	1667	X	8
GENERAL ELEC CO	Com	369604103	23758	487346	X	8
GENERAL ELECTRIC CO	Com	369604103	8034	164809	X	8
GENERAL MLS INC	Com	370334104	412	9400	X	8
GENERAL MOTORS CORP-CL H NEW	Com	370442832	2552	126012	X	8
GENERAL MTRS CL H	CL H NEW	370442832	3774	180900	X	8
GILLETTE CO	Com	375766102	1113	38400	X	8
GILLETTE CO	Com	375766102	875	30200	X	8
GLAXOSMITHKLINE PLC	DEPOSITORY	REC37733W105	19	341	X	8
GLOBAL CROSSING LTD	Com	G3921A100	52	6000	X	8
GREATER BAY BANCORP	Com	391648102	3110	124511	X	8
GREATER BAY BANCORP	Com	391648102	3886	155575	X	8
H E R C PRODS INC	Com	404165102	1	5000	X	8
HAIN CELESTIAL GROUP INC	Com	405217100	783	35575	X	8
HAIN CELESTIAL GROUP INC	Com	405217100	703	31950	X	8
HANCOCK JOHN FINL SVCS I	Com	41014S106	7137	177272	X	8
HANDYMAN CORP LIQUID TR	Com	525996104	1	1000	X	8
HARBOR FLA BANCSHARES IN	Com	411901101	2059	107501	X	8
HARBOR FLORIDA BANCSHARES INC	Com	411901101	1381	72106	X	8
HEALTH MGMT ASSOC INC NE	CL A	421933102	119	5667	X	8
HENRY JACK & ASSOC INC	Com	426281101	4329	139632	X	8
HENRY JACK & ASSOCIATES INC	Com	426281101	4940	159358	X	8
HERSHEY FOODS CORP	Com	427866108	1969	31905	X	8
HERSHEY FOODS CORP	Com	427866108	2372	38441	X	8
HEWLETT PACKARD CO	Com	428236103	86	3000	X	8
HOME DEPOT INC	Com	437076102	2443	52476	X	8
HOME DEPOT INC	Com	437076102	231	4962	X	8
HOMEFED CORP	COM NEW	43739D208	1	1188	X	8
HOOPER HOLMES INC	Com	439104100	3165	310274	X	8
HOOPER HOLMES INC	Com	439104100	3427	334325	X	8
INTEL CORP	Com	458140100	5710	195200	X	8
INTEL CORP	Com	458140100	1825	62400	X	8
INTERNATIONAL BUSINESS	Com	459200101	4965	43941	X	8
INTERNATIONAL BUSINESS M	Com	459200101	8730	77256	X	8
J P MORGAN CHASE & CO	Com	46625H100	4295	96300	X	8
J P MORGAN CHASE & CO	Com	46625H100	3506	78610	X	8
JEFFERSON PILOT CORP	Com	475070108	3533	73111	X	8

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

JEFFERSON PILOT CORP	Com	475070108	2906	60142	X	8
JOHNSON & JOHNSON	Com	478160104	8232	164638	X	8
JOHNSON & JOHNSON	Com	478160104	9355	187102	X	8
KENDLE INTERNATIONAL INC	Com	48880L107	40	2000	X	8
KERRY PETROLEUM	Com	M97586248	1512	604999	X	8
KEYSPAN CORP	Com	49337W100	238	6533	X	8
KIMBERLY CLARK CORP	Com	494368103	67	1200	X	8
KIMCO REALTY CORP	Com	49446R109	983	20767	X	8
KOHL'S CORP	Com	500255104	1913	30500	X	8
KROGER CO	Com	501044101	4483	179325	X	8
KROGER CO	Com	501044101	4416	176625	X	8
L OREAL CO	DEPOSITORY	REC502117203	710	55000	X	8
LAUDER ESTEE COS INC	CL A	518439104	1452	33700	X	8
LEGG MASON INC	Com	524901105	1622	32600	X	8
LEGG MASON INC	Com	524901105	1355	27225	X	8
LEHMAN BROS HLDGS INC	Com	524908100	1854	24000	X	8
LILLY ELI & CO	Com	532457108	6064	81945	X	8
LINCOLN NATIONAL CORP-IND	Com	534187109	856	16550	X	8
LINCOLN NATL CORP IND	Com	534187109	4153	80250	X	8
LINEAR TECHNOLOGY CORP	Com	535678106	133	3000	X	8
LOEWS CORP	Com	540424108	515	8000	X	8
LOUIS DREYFUS NAT GAS CO	Com	546011107	2110	60550	X	8
LOUIS DREYFUS NATURAL GAS CORP	Com	546011107	2523	72400	X	8
LSI INDS INC	Com	50216C108	47	2000	X	8
M & T BANK CORP	Com	55261F104	2922	38700	X	8
M & T BK CORP	Com	55261F104	3256	43125	X	8
MANULIFE FINL CORP	Com	56501R106	5894	211175	X	8
MARSH & MCLENNAN COS INC	Com	571748102	2323	23000	X	8
MARSHALL & ILSLEY CORP	Com	571834100	1056	19600	X	8
MASSBANK CORP READ MASS	Com	576152102	31	800	X	8
MATTEL INC	Com	577081102	14	747	X	8
MCDONALDS CORP	Com	580135101	568	21000	X	8
MCGRAW HILL COMPANIES INC	Com	580645109	212	3200	X	8
MCLEOD INC-CL A	Com	582266102	65	14100	X	8
MCN ENERGY GROUP INC	Com	55267J100	9	392	X	8
MEDTRONIC INC	Com	585055106	1573	34183	X	8
MEDTRONIC INC	Com	585055106	1046	22726	X	8
MERCANTILE BANKSHARES CO	Com	587405101	1049	26800	X	8
MERCANTILE BANKSHARES CORP	Com	587405101	470	12000	X	8
MERCK & CO INC	Com	589331107	3876	60642	X	8
MERCK & CO INC	Com	589331107	2622	41034	X	8
MERRILL LYNCH & CO INC	Com	590188108	782	13200	X	8
METLIFE INC	Com	59156R108	96	3100	X	8
MICROSOFT CORP	Com	594918104	2892	39610	X	8
MICROSOFT CORP	Com	594918104	664	9100	X	8
MID-STATE BANCSHARES	Com	595440108	1296	71050	X	8
MID-STATE BANCSHARES	Com	595440108	625	34250	X	8
MINNESOTA MNG & MFG CO	Com	604059105	228	2000	X	8
MIRANT CORP	Com	604675108	1665	48400	X	8
MISSISSIPPI VY BANCSHARE	Com	605720101	678	17000	X	8
MOLEX INC	CL A	608554200	45	1500	X	8
NABORS INDS INC	Com	629568106	2470	66400	X	8
NABORS INDUSTRIES INC	Com	629568106	2859	76850	X	8
NATIONAL CITY CORP	Com	635405103	677	22000	X	8
NATIONAL COMMERCE FINL C	Com	63545P104	6560	269150	X	8
NATIONAL-OILWELL INC	Com	637071101	2241	83633	X	8
NATIONAL-OILWELL INC	Com	637071101	2759	102950	X	8
NATIONWIDE FINL SVCS INC	CL A	638612101	704	16125	X	8
NESTLE S A	DEPOSITORY	REC641069406	468	8800	X	8
NEUBERGER BERMAN INC	Com	641234109	41	600	X	8
NEW YORK TIMES CO	CL A	650111107	11	268	X	8
NEXTEL COMMUNICATIONS IN	CL A	65332V103	1566	89460	X	8

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

NORTH FORK BANCORPORATIO	Com	659424105	5205	167888	X	8	1
NORTH FORK BANCORPORATION INC	Com	659424105	3689	118987	X	8	
NORTHERN TR CORP	Com	665859104	10975	175593	X	8	1
NORTHERN TRUST CORP	Com	665859104	4070	65122	X	8	
NORTHRIM BANK-ANCHORAGE ALASKA	Com	666764105	807	58025	X	8	
NORTHRIM BK ALASKA	Com	666764105	1780	128000	X	8	1
OLD KENT FINL CORP	Com	679833103	0	1	X	8	
ORACLE CORP	Com	68389X105	1628	85700	X	8	
OXFORD HEALTH PLANS INC	Com	691471106	8	273	X	8	
PACIFIC CAP BANCORP NEW	Com	69404P101	3334	109475	X	8	
PACIFIC CENTY FINL CORP	Com	694058108	645	25000	X	8	
PACIFIC NORTHWEST BANCOR	Com	69466M103	500	20000	X	8	
PALM INC	Com	696642107	8	1251	X	8	
PANAMSAT CORP NEW	Com	697933109	233	6000	X	8	
PANAMSAT CORP NEW	Com	697933109	280	7200	X	8	
PENNSYLVANIA COMMERCE	Com	708677109	834	25096	X	8	
PFIZER INC	Com	717081103	6051	151088	X	8	1
PFIZER INC	Com	717081103	9764	243795	X	8	
PHILADELPHIA CONS HLDG C	Com	717528103	3148	90525	X	8	
PHILADELPHIA CONSOLIDATED	Com	717528103	2232	64175	X	8	
POWER SPECTRA INC	Com	738901107	0	300	X	8	
PRAXAIR INC	Com	74005P104	2397	51000	X	8	
PRICE T ROWE GROUP INC	Com	74144T108	778	20800	X	8	
PROCTER & GAMBLE CO	Com	742718109	7005	109792	X	8	1
PROCTER & GAMBLE CO	Com	742718109	3924	61510	X	8	
PROGRESS ENERGY INC	Com	743263105	157	3500	X	8	
PROTECTIVE LIFE CORP	Com	743674103	687	20000	X	8	
QUAKER OATS CO	Com	747402105	438	4800	X	8	
QWEST COMMUNICATIONS INT	Com	749121109	670	21013	X	8	
RAYMOND JAMES FINANCIAL	Com	754730109	24	800	X	8	
RIVIANA FOODS INC	Com	769536103	1060	58400	X	8	
RIVIANA FOODS INC-DEL	Com	769536103	691	38050	X	8	
ROSLYN BANCORP INC	Com	778162107	789	30000	X	8	
ROYAL DUTCH PETE CO	DEPOSITORY	REC780257804	1349	23150	X	8	
RSA SEC INC	Com	749719100	1054	34050	X	8	
RSA SECURITY INC	Com	749719100	500	16150	X	8	
SAFeway INC	COM NEW	786514208	2836	59075	X	8	
SAFeway INC	Com	786514208	3064	63834	X	8	
SBC COMMUNICATIONS INC	Com	78387G103	529	13223	X	8	
SCHERING PLOUGH CORP	Com	806605101	1569	43281	X	8	
SCHLUMBERGER LTD	Com	806857108	927	17600	X	8	
SCHWAB CHARLES CORP NEW	Com	808513105	356	22600	X	8	
SEACOAST BKG CORP FLA	CL A	811707108	420	12000	X	8	
SEARS ROEBUCK & CO	Com	812387108	51	1200	X	8	
SEITEL INC	COM NEW	816074306	383	29225	X	8	
SEITEL INC NEW	Com	816074306	388	29592	X	8	
SMITH INTERNATIONAL INC-W/RTS	Com	832110100	352	5870	X	8	
SMITH INTL INC	Com	832110100	899	14900	X	8	
SOLECTRON CORP	Com	834182107	5	275	X	8	
SOUTHWEST BANCORPORATION	Com	84476R109	4541	150300	X	8	
SPRINT CORP PCS GRP	PCS COM SER 1	852061506	1304	54000	X	8	
SPRINT CORPORATION	Com	852061506	932	38600	X	8	
STANCORP FINL GROUP INC	Com	852891100	3995	84301	X	8	
STANCORP FINL GROUP INC	Com	852891100	4362	92050	X	8	
STANDARD & POORS DEPOSITARY	Com	78462F103	1401	11429	X	8	
STATE STR CORP	Com	857477103	6163	124532	X	8	1
STATE STREET CORP	Com	857477103	4073	82300	X	8	
STERLING BANCSHARES INC	Com	858907108	480	25000	X	8	
STERLING BANCSHARES INC	Com	858907108	242	12600	X	8	
STERLING VALLEY INC	Com	859993909	9	330	X	8	
SUN LIFE FINL SVCS CDA I	Com	866796105	1943	81800	X	8	
SUN MICROSYSTEMS INC	Com	866810104	2396	152400	X	8	1

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

SUN MICROSYSTEMS INC	Com	866810104	1108	70500	X	8
SUNGARD DATA SYS INC	Com	867363103	77	2556	X	8
SUNTRUST BKS INC	Com	867914103	930	14352	X	8
SWIFT ENERGY CO	Com	870738101	2091	69400	X	8
SWIFT ENERGY CO	Com	870738101	2572	85375	X	8
SYBRON DENTAL SPECIALTIE	Com	871142105	27	1333	X	8
SYNERGISTICS INC	Com	871599106	658	455000	X	8
SYSCO CORP	Com	871829107	2027	74650	X	8
SYSCO CORP	Com	871829107	2176	80150	X	8
TCF FINANCIAL CORP	Com	872275102	4654	100500	X	8
TCF FINL CORP	Com	872275102	4969	107300	X	8
TEJAS GAS CORP DEL	Com	879075109	0	3	X	8
TENGASCO INC	COM NEW	88033R205	89	6582	X	8
TEXACO INC	Com	881694103	481	7223	X	8
TEXAS INSTRS INC	Com	882508104	1295	40600	X	8
TEXAS INSTRUMENTS INC	Com	882508104	206	6550	X	8
TEXAS REGIONAL BANCSHARES INC	Com	882673106	4278	106177	X	8
TEXAS REGL BANCSHARES IN CL A VTG		882673106	4647	115347	X	8
TRANSATLANTIC HLDGS INC	Com	893521104	71	582	X	8
TRANSOCEAN SEDCO FOREX I	ORD	G90078109	56	1355	X	8
TREMONT ADVISERS INC	CL B	894729201	400	20000	X	8
TUCKER ANTHONY SUTRO	Com	898647102	330	15000	X	8
TURNSTONE SYSTEMS INC	Com	900423104	53	7500	X	8
UBS AG	ORD	H8920G155	17	123	X	8
UCBH HOLDINGS INC	Com	90262T308	5425	178750	X	8
UNILEVER N V	DEPOSITORY REC	904784709	247	4142	X	8
UNITED PARCEL SERVICE IN	CL B	911312106	2693	46600	X	8
UNITED PARCEL SVC INC	Com	911312106	396	6850	X	8
UNITED STATES CELLULAR C	Com	911684108	1297	22500	X	8
UNUMPROVIDENT CORP	Com	91529Y106	642	20000	X	8
US BANCORP DEL	COM NEW	902973304	1359	59643	X	8
US BANCORP DEL	Com	902973304	237	10394	X	8
US CELLULAR CORP	Com	911684108	522	9050	X	8
USA ED INC	Com	90390U102	7591	103983	X	8
VALERO ENERGY CORP NEW	Com	91913Y100	202	5500	X	8
VECTOR GROUP LTD	Com	92240M108	13	412	X	8
VERITAS SOFTWARE CO	Com	923436109	432	6500	X	8
VERIZON COMMUNICATIONS	Com	92343V104	930	17390	X	8
WADDELL & REED FINANCIAL INC	Com	930059100	1107	34862	X	8
WADDELL & REED FINL INC	CL A	930059100	1479	46576	X	8
WAL MART STORES INC	Com	931142103	1823	37364	X	8
WALGREEN CO	Com	931422109	4735	137413	X	8
WALGREEN CO	Com	931422109	4803	140650	X	8
WAL-MART STORES INC	Com	931142103	1030	21110	X	8
WASHINGTON MUT INC	Com	939322103	4573	121797	X	8
WASHINGTON MUTUAL INC	Com	939322103	4108	109406	X	8
WELLS FARGO & CO NEW	Com	949746101	4591	98890	X	8
WELLS FARGO & CO-NEW	Com	949746101	4195	90361	X	8
WESTERN WIRELESS CORP-CL A	CL A	95988E204	1720	40000	X	8
WESTERN WIRELESS CORP-CL A	Com	95988E204	804	18700	X	8
WHOLE FOODS MKT INC	Com	966837106	849	31326	X	8
WILLIAMS COMPANIES INC	Com	969457100	1504	45630	X	8
WILLIAMS COS INC DEL	Com	969457100	1568	47600	X	8
WILMINGTON TRUST CORP	Com	971807102	680	10850	X	8
WINWARD ISLES SAILING CO	Com	996041UC1	0	1	X	8
WM WRIGLEY JR CO	Com	982526105	3615	77166	X	8
WRIGLEY WM JR CO	Com	982526105	3714	79271	X	8
ZIONS BANCORP	Com	989701107	4060	68822	X	8
ZIONS BANCORPORATION	Com	989701107	3767	63844	X	8

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

FORM 13F Name of Reporting Manager: Legg Mason, Inc.
 (On Behalf of: Legg Mason Capital
 For Positions Held As Of: 6/30/01

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr	(a)
Abercrombie & Fitch Co.	Com	002896207	29148	655000	x	9	
Acxiom Corporation	Com	005125109	6495	496200	x	9	
Albertson's, Inc.	Com	013104104	259319	8646845	x	9	
Amazon.com, Inc.	Com	023135106	210715	14891550	x	9	
American Express Company	Com	025816109	48	1245	x	9	
AOL Time Warner Inc.	Com	00184A105	394050	7434900	x	9	
Applied Materials Inc.	Com	038222105	39	800	x	9	
Arbitron Inc.	Com	03875Q108	467	19380	x	9	
Bank of America Corporation	Com	060505104	79581	1325689	x	9	
Bank One Corporation	Com	06423A103	232874	6504855	x	9	
Banknorth Group, Inc.	Com	06646R107	1151	50800	x	9	
Berkshire Hathaway Inc. Class	Com	084670108	47053	678	x	9	
Berkshire Hathaway Inc. Class	Com	084670207	82646	35933	x	9	
Big Lots, Inc.	Com	089302103	2130	155700	x	9	
Cabletron Systems, Inc.	Com	126920107	18902	827200	x	9	
Cadence Design Systems, Inc.	Com	127387108	1608	86300	x	9	
Caremark Rx, Inc.	Com	141705103	3311	201300	x	9	
Cell Genesys, Inc.	Com	150921104	4414	215300	x	9	
Ceridian Corporation	Com	156779100	1858	96900	x	9	
Citigroup Inc.	Com	172967101	260724	4934221	x	9	
Corning Incorporated	Com	219350105	79303	4745845	x	9	
Danaher Corporation	Com	235851102	43391	774837	x	9	
Dell Computer Corporation	Com	247025109	206185	7884703	x	9	
Eastman Kodak Company	Com	277461109	255820	5480290	x	9	
Fannie Mae	Com	313586109	205193	2409780	x	9	
First Union Corp.	Com	337358105	2795	80000	x	9	
FleetBoston Financial Corporat	Com	339030108	174610	4426111	x	9	
Gateway, Inc.	Com	367626108	149178	9068596	x	9	
General Motors Corporation	Com	370442105	121531	1888597	x	9	
Health Net Inc.	Com	42222G108	96281	5533401	x	9	
International Business Machine	Com	459200101	206894	1830917	x	9	
International Speedway Corpora	Com	460335201	71	1700	x	9	
J.P. Morgan Chase & Co.	Com	46625H100	203199	4556040	x	9	
Koninklijke Philips Electronic	ADR.V.	500472303	40	1500	x	9	
Level 3 Communications, Inc.	Com	52729N100	59767	10886530	x	9	
Lexmark International, Inc.	Com	529771107	2885	42900	x	9	
Lloyds TSB Group plc	For	G5542W106	63413	6349555	x	9	
Lloyds TSB Group plc ORD	For	0870612	6864	967400	x	9	
Mandalay Resort Group	Com	562567107	37497	1368486	x	9	
Manpower Inc.	Com	56418H100	1595	53350	x	9	
Marsh & McLennan Cos Inc	Com	571748102	20	200	x	9	
MBNA Corporation	Com	55262L100	77146	2341308	x	9	
McKesson HBOC, Inc.	Com	58155Q103	204790	5516965	x	9	
Metro-Goldwyn-Mayer Inc.	Com	591610100	3902	172254	x	9	
MGIC Investment Corporation	Com	552848103	268706	3699149	x	9	
MGM Mirage Inc.	Com	552953101	30489	1017666	x	9	
Modis Professional Services, I	Com	607830106	1250	181200	x	9	
Nextel Communications, Inc.	Com	65332V103	193794	11073942	x	9	
Nokia Oyj Sponsored ADR	ADR	654902204	9	400	x	9	
NOVA Corporation	Com	669784100	3500	111300	x	9	
Pinnacle Entertainment, Inc.	Com	723456109	1605	218300	x	9	
ProQuest Company	Com	74346P102	1003	32350	x	9	

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

Radian Group Inc.	Com	750236101	7683	189936	x	9
Republic Services, Inc.	Com	760759100	28687	1445200	x	9
Research In Motion Limited	Com	760975102	9636	298800	x	9
Silicon Valley Bancshares	Com	827064106	1210	55000	x	9
Starwood Hotels & Resorts WorlComde	I85590A203		132149	3544756	x	9
Storage Technology CorporationCom		862111200	3836	278800	x	9
Sybase, Inc.	Com	871130100	7921	481500	x	9
Symantec Corporation	Com	871503108	13122	300350	x	9
Talk America Holdings Inc	Com	87426R103	199	212200	x	9
Telefonos de Mexico SA Spons AADR		879403780	21464	611694	x	9
Tellabs, Inc.	Com	879664100	115071	5937635	x	9
The Bear Stearns Companies IncCom		073902108	93052	1577949	x	9
The Home Depot, Inc.	Com	437076102	51	1100	x	9
The Kroger Co.	Com	501044101	169608	6784310	x	9
TJX Companies, Inc.	Com	872540109	2021	63400	x	9
Toys 'R' Us, Inc.	Com	892335100	154786	6253970	x	9
UnionBanCal Corporation	Com	908906100	2851	84600	x	9
UnitedHealth Group IncorporateCom		91324P102	345391	5593382	x	9
UnumProvident Corporation	Com	91529Y106	3610	112400	x	9
Wal-Mart Stores, Inc.	Com	931142103	49	1000	x	9
Washington Mutual, Inc.	Com	939322103	287258	7650025	x	9
Waste Management, Inc.	Com	94106L109	415898	13494415	x	9
Wellpoint Health Networks Inc.Com		94973H108	7233	76750	x	9
WPP Group plc ORD	For	0974042	6256	898900	x	9
WPP Group plc Sponsored ADR	ADR	929309300	104010	2069850	x	9

FORM 13F Name of Reporting Manager:

Legg Mason, Inc.

(On Behalf of Legg Mason Funds Ma
For Positions Helds As Of 6/30/01

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr	(a)
Olsen Associates	Com	99EXMC906	0	30,000	x	10	
Albertson's, Inc.	Com	013104104	579,704	19,329,918	x	10	
Acxiom Corporation	Com	005125109	65,450	5,000,000	x	10	
Applied Materials Inc.	Com	038222105	9,820	200,000	x	10	
Amazon.com, Inc.	Com	023135106	530,002	37,455,992	x	10	
AOL Time Warner Inc.	Com	00184A105	27,471	19,386,243	x	10	
Arbitron Inc.	Com	03875Q108	12,532	520,000	x	10	
Alltel Corp.	Com	020039103	10,402	169,800	x	10	
Avon Products, Inc.	Com	054303102	2,157	46,600	x	10	
American Express CompanCom		025816109	10,476	270,000	x	10	
Bank of America CorporaComn		060505104	200,740	3,344,001	x	10	
Bank One Corporation	Com	06423A103	525,196	14,670,267	x	10	
Banknorth Group, Inc.	Com	06646R107	36,240	1,600,000	x	10	
Big Lots, Inc.	Com	089302103	68,400	5,000,000	x	10	
Bristol-Myers Squibb CoCom		110122108	6,496	124,200	x	10	
Berkshire Hathaway Inc.Comass A		084670108	324,723	4,679	x	10	
Berkshire Hathaway Inc.Comass B		084670207	9,775	4,250	x	10	
The Bear Stearns CompanCom Inc.		073902108	215,581	3,655,772	x	10	

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

Citigroup Inc.	Com	172967101	582,748	11,028,536	x	10
Circuit City Stores Inc	Com	172737108	9,810	545,000	x	10
Cadence Design Systems,Comc.		127387108	54,027	2,900,000	x	10
Cell Genesys, Inc.	Com	150921104	39,672	1,935,200	x	10
Ceridian Corporation	Com	156779100	59,427	3,100,000	x	10
Caremark Rx, Inc.	Com	141705103	111,038	6,750,000	x	10
CNET Networks, Inc.	Com	12613R104	58,500	4,500,000	x	10
Cabletron Systems, Inc.	Com	126920107	210,704	9,221,200	x	10
Dell Computer Corporati	Com	247025109	441,048	16,866,082	x	10
Danaher Corporation	Com	235851102	75,618	1,350,329	x	10
Eastman Kodak Company	Com	277461109	584,197	12,514,929	x	10
Ford Motor Co.	Com	345370860	5,434	221,325	x	10
FleetBoston Financial C	Comoration	339030108	415,662	10,536,415	x	10
Fannie Mae	Com	313586109	457,547	5,373,422	x	10
Sprint Corporation (FON	Comoup)	852061100	8,971	420,000	x	10
General Electric Co.	Com	369604103	3,169	65,000	x	10
Corning Incorporated	Com	219350105	167,093	9,999,600	x	10
General Motors Corporat	Com	370442105	249,472	3,876,792	x	10
Gateway, Inc.	Com	367626108	411,862	25,037,195	x	10
The Home Depot, Inc.	Com	437076102	7,448	160,000	x	10
Health Net Inc.	Com	42222G108	224,287	12,890,042	x	10
International Business C	omhines Co	459200101	443,349	3,923,442	x	10
Intel Corp.	Com	458140100	7,292	249,300	x	10
International Speedway C	omporation	460335201	3,360	80,000	x	10
Johnson & Johnson	Com	478160104	5,470	109,400	x	10
J.P. Morgan Chase & Co.	Com	46625H100	424,505	9,518,041	x	10
Kimberly-Clark Corp.	Com	494368103	2,214	39,600	x	10
The Kroger Co.	Com	501044101	373,016	14,920,627	x	10
MBNA Corporation	Com	55262L100	186,641	5,664,370	x	10
Lloyds TSB Group plc	ORFor	0870612	268,589	37,856,143	x	10
Level 3 Communications,Comc.		52729N100	154,969	28,227,500	x	10
Lexmark International, Com.		529771107	15,474	230,100	x	10
Manpower Inc.	Com	56418H100	53,955	1,804,500	x	10
May Department Stores	Com	577778103	18,158	530,000	x	10
Mandalay Resort Group	Com	562567107	118,179	4,313,090	x	10
McDonald's Corporation	Com	580135101	2,706	100,000	x	10
McKesson HBOC, Inc.	Com	58155Q103	423,759	11,415,922	x	10
Mellon Finl Corp	Com	58551A108	3,551	77,200	x	10
MGM Mirage Inc.	Com	552953101	203,838	6,803,685	x	10
Metro-Goldwyn-Mayer Inc	Com	591610100	95,214	4,203,698	x	10
Marsh & McLennan Cos	InCom	571748102	5,050	50,000	x	10
Motorola Inc.	Com	620076109	3,809	230,000	x	10
Modis Professional Serv	Coms, Inc.	607830106	36,063	5,226,500	x	10
Merck & Co., Inc.	Com	589331107	3,982	62,300	x	10
Microsoft Corp.	Com	594918104	3,614	49,500	x	10
MGIC Investment Corpora	Comn	552848103	639,771	8,807,421	x	10
Northrop Grumman Corp.	Com	666807102	3,845	48,000	x	10
Nokia Oyj Sponsored	ADRADR	654902204	7,824	355,000	x	10
Nextel Communications, Com.		65332V103	400,558	22,889,003	x	10
Koninklijke Philips Ele	ADRonics N.	500472303	9,726	368,000	x	10
ProQuest Company	Com	74346P102	33,968	1,096,100	x	10
Royal Carribean Cruises	Comd.	V7780T103	53,064	2,400,000	x	10
Radian Group Inc.	Com	750236101	141,575	3,500,000	x	10
Research In Motion Limi	Com	760975102	67,725	2,100,000	x	10
Republic Services, Inc.	Com	760759100	203,641	10,259,000	x	10
RadioShack Corporation	Com	750438103	17,995	590,000	x	10
SBC Communications Inc.	Com	78387G103	3,405	85,000	x	10
Schering-Plough Corp.	Com	806605101	2,073	57,200	x	10
Sovereign Bancorp Inc.	Com	845905108	46,800	3,600,000	x	10
Starwood Hotels & Resor	ComWorldwid	85590A203	378,195	10,144,715	x	10
Storage Technology Corp	Comtion	862111200	71,856	5,222,082	x	10
Sybase, Inc.	Com	871130100	85,540	5,200,000	x	10

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

Symantec Corporation	Com	871503108	131,420	3,008,000	x	10
TJX Companies, Inc.	Com	872540109	93,220	2,925,000	x	10
Tellabs, Inc.	Com	879664100	258,659	13,346,700	x	10
Telefonos de Mexico SA ADRs	ADR	879403780	87,158	2,483,850	x	10
Toys 'R' Us, Inc.	Com	892335100	363,464	14,685,401	x	10
UnionBanCal Corporation	Com	908906100	67,400	2,000,000	x	10
Unisys Corp.	Com	909214108	13,023	885,300	x	10
UnitedHealth Group Inco	Com	91324P102	793,354	12,847,834	x	10
UnumProvident Corporation	Com	91529Y106	129,283	4,025,000	x	10
Verizon Communications	Com	92343V104	6,153	115,000	x	10
WorldCom, Inc. - WorldCComGroup	Com	98157D106	2,840	200,000	x	10
Wellpoint Health NetworComInc.	Com	94973H108	99,894	1,060,000	x	10
Washington Mutual, Inc.	Com	939322103	687,822	18,317,501	x	10
Waste Management, Inc.	Com	94106L109	993,611	32,239,156	x	10
Wal-Mart Stores, Inc.	Com	931142103	11,190	229,300	x	10
WPP Group plc SponsoredADRR	Com	929309300	8,543	170,000	x	10
WPP Group plc ORD	For	0974042	283,328	40,708,091	x	10

FORM 13F

Name of Reporting Manager: Legg Mason, Inc.
(On Behalf of Legg Mason
For Positions Held As Of

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr
ABBOTT LABS	COM	002824100	241	5020	X	11
AMERICAN HOME PRODUCTS CORP	COM	026609107	205	3500	X	11
AMERICAN INTERNATIONAL GROUP	ICOM	026874107	1588	18470	X	11
ANADARKO PETE CORP	COM	032511107	1015	18790	X	11
ANHEUSER BUSCH COMPANIES	COM	035229103	1137	27590	X	11
AOL TIME WARNER INC	COM	00184A105	2264	42716	X	11
BANK OF AMERICA CORP	COM	060505104	225	3742	X	11
BELLSOUTH CORP	COM	079860102	254	6300	X	11
BP PLC ADR	COM	055622104	216	4324	X	11
BRISTOL MYERS SQUIBB CO	COM	110122108	407	7780	X	11
CAPITAL ONE FINANCIAL CORP	COM	14040H105	261	4352	X	11
CHUBB CORP	COM	171232101	217	2800	X	11
CIGNA CORP	COM	125509109	275	2875	X	11
CISCO SYSTEMS INC	COM	17275R102	248	13600	X	11
CITIGROUP INC	COM	172967101	2247	42517	X	11
DOVER CORP	COM	260003108	642	17050	X	11
EMC CORP	COM	268648102	1007	34664	X	11
EMERSON ELECTRIC CO	COM	291011104	1055	17440	X	11
EXXON MOBIL CORP	COM	30231G102	2195	25127	X	11
FANNIE MAE	COM	313586109	2020	23720	X	11
FREDDIE MAC	COM	313400301	247	3530	X	11
GENERAL ELECTRIC CO	COM	369604103	2752	56442	X	11
HOME DEPOT INC	COM	437076102	1681	36107	X	11
INTEL CORP	COM	458140100	1337	45708	X	11
INTERNATIONAL BUSINESS MACHINE	COM	459200101	1394	12332	X	11
JOHNSON & JOHNSON	COM	478160104	1765	35302	X	11
JP MORGAN CHASE & CO	COM	46625H100	340	7622	X	11
LEGG MASON, INC	COM	524901105	673	13527	X	11
MCDONALDS CORP	COM	580135101	763	28190	X	11
MEDTRONIC INC	COM	585055106	887	19270	X	11
MERCK & CO INC	COM	589331107	1705	26678	X	11

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

MICROSOFT CORP	COM	594918104	2613	35795	X	11
NABORS INDS INC	COM	629568106	621	16695	X	11
NOKIA CORP	COM	654902204	478	21675	X	11
PAYCHEX INC	COM	704326107	330	8250	X	11
PEPSICO INC	COM	713448108	323	7300	X	11
PFIZER INC	COM	717081103	1564	39056	X	11
PHARMACIA CORP	COM	71713U102	249	5414	X	11
ROYAL DUTCH PETE CO	COM	780257804	231	3962	X	11
SBC COMMUNICATIONS INC	COM	78387G103	509	12710	X	11
SCHERING PLOUGH CORP	COM	806605101	278	7675	X	11
SUN MICROSYSTEMS INC	COM	866810104	344	21882	X	11
SUNTRUST BANKS INC	COM	867914103	213	3290	X	11
TEXAS INSTRUMENTS INC	COM	882508104	843	26770	X	11
TYCO INTERNATIONAL LTD	COM	902124106	2084	38246	X	11
VERIZON COMMUNICATIONS	COM	92343V104	729	13631	X	11
WAL-MART STORES INC	COM	931142103	4418	90535	X	11
WASHINGTON MUTUAL INC	COM	939322103	1098	29248	X	11

FORM 13F Name of Reporting Manager: Legg Mason, Inc.
 (On Behalf of Legg Mason Wood Wal
 For Positions Held As Of 6/30/01)

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr	(a)
***Pioneer Corporation	ADR	723646105	231	7,475	x	12	
12 Technologies Inc.	COM	465754109	1,076	54,363	x	12	
2dobiz Com Inc	COM	90210Y102	20	23,000	x	12	
3 Com Corp.	COM	885535104	226	47,593	x	12	
3D Systems Corp. New	COM	88554D205	202	11,200	x	12	
4 Kids Entertainment In	COM	350865101	268	14,000	x	12	
A D C Telecommunication	COM	000886101	637	96,425	x	12	
A.S.V. Inc.	COM	001963107	187	13,878	x	12	
Aastrom Biosciences Inc	COM	00253U107	23	16,175	x	12	
Abbott Laboratories	COM	002824100	30,916	643,947	x	12	
Abercrombie & Fitch Co	COM	002896207	1,157	26,007	x	12	
Abgenix Inc.	COM	00339B107	520	11,552	x	12	
Abiomed Inc	COM	003654100	670	28,400	x	12	
ABM Industries Inc.	COM	000957100	319	8,500	x	12	
ACE LTD	COM	G0070K103	464	11,877	x	12	
Acterna Corp	COM	00503U105	265	24,135	x	12	
Action Prods Intl Inc	COM	004920104	25	17,820	x	12	
Activision Inc New	COM	004930202	232	5,905	x	12	
Actuate Corp	COM	00508B102	259	27,075	x	12	
Acxiom Corp.	COM	005125109	879	67,092	x	12	
Adaptec Inc.	COM	00651F108	160	16,154	x	12	
Adelphia Communications	COM	0006848105	653	15,885	x	12	
Adobe Systems Inc.	COM	00724F101	634	13,481	x	12	
Advanced Aerodynamics &	COM	00750B107	41	200,000	x	12	
Advanced Micro Devices	COM	007903107	2,283	79,048	x	12	
Advent Software Inc.	COM	007974108	376	5,925	x	12	
Aegon NV - ORD	ADR	007924103	1,153	40,585	x	12	
Aeroflex Inc.	COM	007768104	124	11,800	x	12	
Aether Sys Inc	COM	00808V105	419	47,297	x	12	
Aetna Inc New	COM	00817Y108	308	11,849	x	12	
Affiliated Computer Ser	COM	008190100	434	6,045	x	12	

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

Affymetrix Inc.	COM	00826T108	341	15,437	x	12
Aflac Corp. New	COM	001055102	1,792	56,922	x	12
Agco Corp.	COM	001084102	192	20,940	x	12
Agere Sys Inc	COM	00845V100	135	17,943	x	12
Agilent Technologies InCOM		00846U101	5,573	171,490	x	12
AGL Resources Inc.	COM	001204106	445	18,743	x	12
Air Products and ChemicCOM, Inc.		009158106	2,242	49,007	x	12
Airgate Pcs Inc	COM	009367103	515	9,895	x	12
AKZO Nobel NV Spons ADRADR		010199305	557	13,077	x	12
Alabama Power Capt TrusPfdI		010388205	240	9,680	x	12
Albemarle Corp.	COM	012653101	816	35,239	x	12
Alberta Energy Co Ltd	COM	012873105	219	5,300	x	12
Alberto Culver Co. Cl	ACOM	013068200	325	9,200	x	12
Albertson's Inc.	COM	013104104	8,608	287,008	x	12
Alcatel Alsthom SponsorADRADR		013904305	2,934	141,445	x	12
Alcoa Inc.	COM	013817101	4,352	110,477	x	12
Alfacell Corp.	COM	015404106	22	20,050	x	12
Allegheny Energy Inc.	COM	017361106	2,491	51,617	x	12
Allergan Inc.	COM	018490102	1,278	14,948	x	12
Allete	COM	018522102	240	10,662	x	12
Alliance Capital ManageCOMt - LP	UO1855A101		2,154	40,594	x	12
Alliant Corp.	COM	018802108	5,877	201,567	x	12
Allied Capital Corp.	COM	01903Q108	822	35,532	x	12
Allied Irish Banks Plc	ADR	019228402	2,674	118,845	x	12
Allied Waste Inds Inc. COM New		019589308	555	29,711	x	12
Allstate Financing I 7.Pfd Cum		020013207	414	16,514	x	12
Alltel Corp.	COM	020039103	3,044	49,674	x	12
Altadis SA	ADR	A007798	168	11,800	x	12
Altera Corp.	COM	021441100	1,165	40,180	x	12
Amazon.com, Inc.	COM	023135106	11,050	780,913	x	12
Ambac Financial Group, COM.		023139108	770	13,238	x	12
Ambra Rty Inc Com New	COM	023316300	1	20,000	x	12
Amdocs Limited	COM	G02602103	1,698	31,534	x	12
Ameren Corp.	COM	023608102	867	20,309	x	12
America First Mortgage COMst		023934102	182	25,086	x	12
America Movil SA De CV	ADR	02364W105	2,115	101,373	x	12
America West Holdings CCOM.		023657208	186	18,740	x	12
American BancorporationPfdp Trust		024075202	176	18,225	x	12
American Biogenetics ScCOMces		024611105	7	13,000	x	12
American Capital StrateCOMs		024937104	1,775	63,241	x	12
American Classic VoyageCOMompany		024928103	75	21,495	x	12
American Eagle OutfritteCOMInc.		02553E106	307	8,712	x	12
American Electric PowerCOM		025537101	1,685	36,526	x	12
American Express Co.	COM	025816109	15,637	403,026	x	12
American Finl Hldgs IncCOM		026075101	372	15,750	x	12
American General CapitaPfdLC 8.12502637F301			235	9,350	x	12
American General CapitaPfdLC 8.45%02637F202			205	8,169	x	12
American General Corp. COM		026351106	5,043	108,549	x	12
American Greetings CorpCOMlass A		026375105	589	53,570	x	12
American Home Products COMp.		026609107	15,895	271,998	x	12
American International COMup Inc.		026874107	39,173	455,507	x	12
American Management SysCOMs Inc.		027352103	810	34,319	x	12
American Power ConversiCOM		029066107	593	37,730	x	12
American Standard CompaCOMs Inc.		029712106	602	10,014	x	12
American States Water CCOMany		029899101	229	6,747	x	12
American SuperconductorCOMrp.		030111108	410	15,885	x	12
American Tower System CCOM Cl A		029912201	272	13,133	x	12
American Water Works CoCOMc.		030411102	253	7,658	x	12
American Woodmark Corp.COM		030506109	1,275	33,190	x	12
Americredit Corp.	COM	03060R101	1,149	22,115	x	12
Ameriserv Financial IncCOMd C		03074B100	346	15,285	x	12
Amerisource Health CorpCOMl A		03071P102	741	13,402	x	12

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

Ameritrade Holding Corp	COM	Class A	03072H109	91	11,350	x	12
Ames Department Stores	COM.	New	030789507	26	19,380	x	12
AMF Bowling Inc.	COM		03113V109	5	55,344	x	12
Amgen Inc.	COM		031162100	25,945	427,572	x	12
Amphenol Corp New Cl	ACOM		032095101	765	19,096	x	12
AMR Corp.	COM		001765106	338	9,344	x	12
AmSouth Bancorp	COM		032165102	1,762	95,295	x	12
Anadarko Pete Corp.	COM		032511107	1,796	33,254	x	12
Analog Devices Inc.	COM		032654105	808	18,676	x	12
Anchor Gaming Corp.	COM		033037102	403	6,225	x	12
Andrx Corp Del	COM		034553107	644	8,356	x	12
Anheuser-Busch Companie	COMnc.		035229103	9,107	221,054	x	12
Ann Taylor Stores Corp.	COM		036115103	1,269	35,450	x	12
Answerthink Consulting	COMp		036916104	176	17,562	x	12
Antex Biologics Inc	ComCOMw		03672W308	100	57,980	x	12
AOL Time Warner Inc	COM		00184A105	116,637	2,200,704	x	12
Aon Corporation	COM		037389103	483	13,815	x	12
Apache Corp.	COM		037411105	1,992	39,256	x	12
Apogent Technologies In	COM		03760A101	1,923	78,158	x	12
Apple Computer	COM		037833100	1,516	65,199	x	12
Applera Corp	COM		038020103	503	18,792	x	12
Applera Corp Com Celera	COMnomics		G038020202	445	11,193	x	12
Applied Innovation Inc.	COM		037916103	451	53,980	x	12
Applied Materials Inc.	COM		038222105	13,530	275,555	x	12
Applied Micro Circuits	COMp		03822W109	652	37,938	x	12
Applied Signal Technolo	COMInc		038237103	61	11,365	x	12
Apria Healthcare Group	COM.		037933108	460	15,920	x	12
Arch Wireless Inc	COM		039392105	7	35,474	x	12
Archer-Daniels Midland	COM		039483102	1,208	92,931	x	12
Archstone Communities	TCOMt		039581103	3,077	119,400	x	12
Ariba Inc	COM		04033V104	177	32,147	x	12
Arkansas Best Corp. -	DCOM		040790107	1,162	50,420	x	12
Armstrong Hldgs Inc	COM		042384107	111	31,150	x	12
Arnold Inds Inc.	COM		042595108	977	50,490	x	12
Arrow Electronics Inc.	COM		042735100	941	38,740	x	12
Artesyn Technologies In	COM		043127109	257	19,923	x	12
Artisoft Inc.	COM		04314L106	242	53,325	x	12
Arvinmeritor Inc	COM		043353101	600	35,843	x	12
ASA Ltd	COM		002050102	206	10,825	x	12
Ashanti Goldfield Co.	LADR	GDR	043743202	42	13,906	x	12
Asia Pulp & Paper Co Lt	ADRDR		04516V100	2	16,000	x	12
Associated Banc Corp.	COM		045487105	263	7,261	x	12
Astoria Financial Corp.	COM		046265104	1,460	26,552	x	12
Astrazena PLC -Spons	ADADR		046353108	207	4,426	x	12
Astropower Inc.	COM		04644A101	244	4,675	x	12
AT & T Corp.	COM		001957109	14,661	666,384	x	12
At Home Corp. Cl A	COM		045919107	78	36,841	x	12
AT&T Corp - Liberty Med	COM-	A	001957208	6,088	348,134	x	12
AT&T Corp Wirless Group	COMacking		S001957406	1,819	111,163	x	12
Atlas Pac Gold N L	For		Q06072161	1	10,000	x	12
Atmel Corp.	COM		049513104	2,601	192,783	x	12
Atmi Inc.orporation	COM		00207R101	717	23,890	x	12
ATMOS Energy Corp	COM		049560105	638	26,298	x	12
Aura Systems Inc.	COM		051526101	50	80,137	x	12
Autodesk Inc.	COM		052769106	274	7,354	x	12
Automatic Data Processi	COM		053015103	8,562	172,271	x	12
Autonation Inc	COM		05329W102	572	45,793	x	12
Autozone Inc.	COM		053332102	1,142	30,375	x	12
Avalonbay Communities	ICOM		053484101	543	11,615	x	12
Avanex Corp	COM		05348W109	567	58,545	x	12
Avaya Inc	COM		053499109	1,311	95,727	x	12
Aventis	ADR		053561106	937	11,729	x	12

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

Avery Dennison Corp.	COM	053611109	875	17,145	x	12
Avid Technology Inc.	COM	05367P100	462	29,450	x	12
Avocent Corp	COM	053893103	853	37,503	x	12
Avon Products Inc.	COM	054303102	7,605	164,343	x	12
AVX Corporation	COM	002444107	224	10,700	x	12
AXA-UAP - Sponsored	ADRADR	054536107	827	29,347	x	12
B A S F A G	ADR	055262505	2,839	72,068	x	12
Bae Systems Plc	ADR	05523R107	4,171	217,918	x	12
Baker Hughes Inc.	COM	057224107	1,004	29,982	x	12
Ball Corp.	COM	058498106	216	4,544	x	12
Ballard Power Systems	ICOM	05858H104	936	20,118	x	12
Banco Bilbao Vizcaya ArADR	Rtina SA	05946K101	562	43,492	x	12
Banco Bradesco SA SponsADR	Rd Adr Re	059460105	162	31,140	x	12
Bancorp South Inc.	COM	059692103	714	41,996	x	12
Bangor Hydro Electric	CCOM	060077104	1,129	42,485	x	12
Bank Atlantic Bancorp	ICOM A	065908501	105	12,136	x	12
Bank of America Corp.	COM	060505104	23,311	388,320	x	12
Bank of New York Co. In	COM	064057102	4,528	94,344	x	12
Bank One Corp.	COM	06423A103	13,698	382,642	x	12
Banknorth Group Inc.	COM	06646R107	1,423	62,849	x	12
Barclays Bank Plc 8.0% Pfd	E2 Pfd	06738C836	286	11,050	x	12
Barclays PLC	ADR	06738E204	752	5,996	x	12
Bard C R Inc.	COM	067383109	1,108	19,434	x	12
Barnes & Noble Inc.	COM	067774109	205	5,254	x	12
Barrick Gold Corp.	For	067901108	205	13,500	x	12
Bausch & Lomb Inc.	COM	071707103	252	6,979	x	12
Baxter Intl Inc	COM	071813109	6,582	134,325	x	12
BB&T Corp.	COM	054937107	10,708	291,768	x	12
BBC Capital Trust I 9.5Pfd	um Pfd	05527J200	407	16,810	x	12
BE Aerospace, Inc.	COM	073302101	300	15,775	x	12
BEA Systems Inc.	COM	073325102	1,990	64,801	x	12
Bear Stearns Captl Trus	PfdI 7.50%	07383J209	203	8,120	x	12
Bear Stearns Companies,	COMc.	073902108	790	13,402	x	12
Beazer Homes USA, Inc.	COM	07556Q105	438	6,900	x	12
Beckman Coulter Inc.	COM	075811109	410	10,057	x	12
Becton Dickinson & Co	COM	075887109	2,227	62,240	x	12
Bed Bath & Beyond Inc.	COM	075896100	1,844	59,104	x	12
Beijing Datang Power Ge	COMation Co	Y0771J108	8	24,000	x	12
Belden, Inc.	COM	077459105	212	7,925	x	12
BellSouth Corp.	COM	079860102	20,682	513,577	x	12
Bemis Co Inc.	COM	081437105	329	8,200	x	12
Benchmark Electronics	ICOM	08160H101	205	8,400	x	12
Bergen Brunswick Corp.	COM	083739102	305	15,861	x	12
Berkshire Hathaway Inc.	COMass A	084670108	3,747	54	x	12
Berkshire Hathaway Inc.	COMass B	084670207	15,630	6,796	x	12
Best Buy Inc.	COM	086516101	2,259	35,565	x	12
Bethlehem Steel Corp.	COM	087509105	95	46,799	x	12
Beverly Enterprises Inc	COMew	087851309	225	21,090	x	12
Beyond.Com Corp	COM	08860E101	3	16,800	x	12
BGE Capital Trust 1 7.1Pfd	Tr	055415202	1,078	43,280	x	12
Bico Inc	COM	088766100	14	380,100	x	12
Bifs Technologies Corp	COM	05547A106	1	14,700	x	12
Biocryst Pharmaceutical	COMnc	09058V103	80	12,400	x	12
Biogen Inc.	COM	090597105	3,365	61,913	x	12
Biomet Inc.	COM	090613100	881	18,345	x	12
Biopure Corp	COM	09065H105	1,083	41,050	x	12
Biosperes Inc	COM	090662107	106	11,625	x	12
Biovail Corp	For	09067J109	220	5,044	x	12
Bisys Group Inc.	COM	055472104	428	7,250	x	12
BJ Services Co.	COM	055482103	425	14,985	x	12
BJ's Wholesale Club Inc	COM	05548J106	5,904	110,869	x	12
Black & Decker Corp.	COM	091797100	2,380	60,287	x	12

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

Blackrock Florida InsurCOMMuni Tru09247H106		192	12,840	x	12
Block H & R Inc. COM 093671105		248	3,845	x	12
Blue Rhino Corp. COM 095811105		73	14,100	x	12
BMC Software COM 055921100		1,057	46,892	x	12
BNY Capital Trust IV 6.Pfd% Ser E 09656G201		227	9,179	x	12
Bob Evans Farms Inc. COM 096761101		358	19,932	x	12
Boc Group PLC - SponsorADRADR 055617609		1,420	48,152	x	12
Boeing Co. COM 097023105		10,182	183,125	x	12
Borders Group Inc. COM 099709107		460	20,540	x	12
Borg-Warner Automotive,COMc. 099724106		217	4,376	x	12
Boston Scientific Corp.COM 101137107		666	39,208	x	12
Bowater Inc COM 102183100		582	13,035	x	12
BP Amoco Plc -Spons ADRADR 055622104		10,451	209,644	x	12
Braintech Inc New For 105022107		63	246,900	x	12
Brandywine Realty TrustCOMI 105368203		3,203	142,706	x	12
Brasil Telecom ParticipADRes 105530109		705	16,780	x	12
BRE Properties Inc. Cl COM 05564E106		344	11,368	x	12
Brightpoint Inc. COM 109473108		36	12,362	x	12
Bristol-Myers Squibb CoCOM 110122108		43,941	840,152	x	12
British American TobaccForLC Spon 110448107		5,700	360,751	x	12
British TelecommunicatiADR 111021408		3,210	49,658	x	12
British TelecommunicatiFor Plc G15820114		121	19,200	x	12
Broadcom Corp Cl A COM 111320107		1,261	29,506	x	12
Broadvision Inc. COM 111412102		255	51,085	x	12
Broadwing Inc COM 111620100		1,011	41,373	x	12
Brocade Communications COM Inc 111621108		1,457	33,117	x	12
Brookstone Inc. COM 114537103		228	12,900	x	12
Brown & Brown Inc COM 115236101		368	8,775	x	12
Brunswick Corp. COM 117043109		226	9,365	x	12
Buckeye Partners L P UnCOM 118230101		503	14,600	x	12
Budget Group Inc Cl A COM 119003101		333	138,745	x	12
Burlington Northern SanCOMFe Corp.12189T104		767	25,407	x	12
Burlington Resources COM 122014103		1,414	35,385	x	12
Bway Corp COM 056039100		70	13,215	x	12
C S X Corp. COM 126408103		1,655	45,685	x	12
Cable & Wireless Pub LtADRlc 126830207		313	17,388	x	12
Cabletron Systems Inc. COM 126920107		5,837	255,499	x	12
Cablevision Systems CorCOMCl A 12686C109		953	16,265	x	12
Cabot Corp. COM 127055101		620	17,190	x	12
Cadbury Schweppes P L CADR 127209302		646	23,734	x	12
Cadence Design Systems COM. 127387108		479	25,655	x	12
Cadmus Communications CCOM 127587103		156	14,080	x	12
Calcasieu Real Estate &COMl Co. 128685203		55	11,684	x	12
Calgon Carbon Corp. COM 129603106		180	23,000	x	12
Callaway Golf Co COM 131193104		259	16,410	x	12
Calpine Corp. COM 131347106		5,006	132,430	x	12
Cambridge Tech PartnersCOM Mass In132524109		89	26,800	x	12
Camden Property Trust COM 133131102		4,285	116,739	x	12
Campbell Soup Co. COM 134429109		334	12,946	x	12
Canadian Pacific Ltd CoCOM 135923100		460	11,872	x	12
Canon Inc. - Spon ADR ADR 138006309		647	15,707	x	12
Capital One Financial CCOM. 14040H105		9,916	165,267	x	12
Capital Re LLC 7.65% CuPfdfd P20578103		283	11,650	x	12
Capstone Turbine Corp COM 14067D102		449	20,349	x	12
Captec Net Lease RealtyCOMc. 140724105		678	50,391	x	12
Cardinal Health Inc. COM 14149Y108		5,021	72,771	x	12
Caremark Rx Inc. COM 141705103		545	33,200	x	12
Carlisle Cos Inc. COM 142339100		208	5,970	x	12
Carnegie International COMp Colo 143500106		5	103,650	x	12
Carnival Corp. COM 143658102		8,389	273,278	x	12
Carolina Power & Light Pfd5% 144141850		221	8,475	x	12
Carramerica Realty CorpCOM 144418100		2,687	88,087	x	12

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

Carramerica Realty CorpPfd.5% Pfd	144418407	421	16,985	x	12
Carramerica Realty CorpPfd.57% PFD	144418209	294	11,990	x	12
Cash America Internatio	COM, Inc. 14754D100	448	52,675	x	12
Caterpillar Inc.	COM 149123101	4,045	80,804	x	12
CBL & Associates Pptys	COM. 124830100	1,024	33,365	x	12
CBRL Group Inc.	COM 12489V106	432	25,451	x	12
CDI Corp.	COM 125071100	598	35,217	x	12
CDW Computer Centers In	COM 125129106	234	5,905	x	12
Cedar Fair, L.P. Dep Re	COM 150185106	264	11,606	x	12
Celgene Corp	COM 151020104	247	8,550	x	12
Cell Genesys Inc.	COM 150921104	14,606	712,433	x	12
Cell Therapeutics Inc.	COM 150934107	499	18,050	x	12
Cellstar Corp.	COM 150925105	33	16,490	x	12
Celsion Corporation	COM 15117N107	8	13,500	x	12
Cendant Corp.	COM 151313103	6,623	339,674	x	12
Centex Corp.	COM 152312104	451	11,070	x	12
Centrais Eletricas Bras	ADRiras-Sp 15234Q207	2,198	341,796	x	12
Central Parking Corpora	COMn 154785109	192	10,310	x	12
Century Business Servic	COMInc 156490104	79	14,605	x	12
Centurytel Inc.	COM 156700106	2,818	93,007	x	12
Cephalon Inc.	COM 156708109	757	10,744	x	12
Ceridian Corp New	COM 156779100	397	20,619	x	12
Cerner Corp.	COM 156782104	639	15,215	x	12
CH Energy Group Incorpo	COMed 12541M102	508	11,573	x	12
Chadmore Wireless Group	COMc. 157259102	32	133,200	x	12
Charles E. Smith Reside	COMal 832197107	404	8,058	x	12
Charming Shoppes Inc.	COM 161133103	137	22,900	x	12
Charter Communications	COM Del 16117M107	2,009	86,038	x	12
Charter Municipal Mortg	COM Accepta160908109	792	49,650	x	12
Charter One Financial	ICOM 160903100	2,043	64,036	x	12
Chateau Communities Inc	COM 161726104	225	7,060	x	12
Cheap Tickets Inc.	COM 162672109	206	13,675	x	12
Check Point Software Te	COMLtd M22465104	1,946	38,486	x	12
Checkfree Corp New	COM 162813109	1,200	34,216	x	12
CheckFree Corp.	COM 162812101	389	11,100	x	12
Checkpoint Systems, Inc	COM 162825103	216	12,155	x	12
Chemical Finl Corp	COM 163731102	476	16,152	x	12
Chesapeake Energy Corp.	COM 165167107	790	116,279	x	12
Cheung Kong Hong Kong	AADR 166744201	634	58,137	x	12
Chevron Corp.	COM 166751107	10,745	118,730	x	12
Chevy Chase 10.375% Non	Pfdm 16678M207	247	4,580	x	12
Chevy Chase Svgs Bk	FSBPfd% 166784207	274	10,332	x	12
China Mobile Hong Kong	ADR 16941M109	744	27,785	x	12
Chiron Corp.Del	COM 170040109	944	18,503	x	12
Choice One Communicatio	COMnc 17038P104	188	27,860	x	12
Choicepoint Inc.	COM 170388102	800	19,036	x	12
Chubb Corp.	COM 171232101	2,553	32,983	x	12
Church & Dwight Inc.	COM 171340102	226	8,870	x	12
Ciber Inc.	COM 17163B102	258	27,448	x	12
Cidco Incorporated	COM 171768104	15	31,000	x	12
Ciena Corp.	COM 171779101	2,530	66,594	x	12
Cigna Corp.	COM 125509109	626	6,528	x	12
Cima Labs Inc	COM 171796105	459	5,775	x	12
Cincinnati Financial Co	COM 172062101	1,627	41,187	x	12
Cinergy Corp.	COM 172474108	1,226	35,087	x	12
Cintas Corp.	COM 172908105	554	11,997	x	12
Circuit City Stores Inc	COM 172737108	11,171	620,598	x	12
Circuit City Stores Inc	COMarmax 172737306	4,374	274,000	x	12
Cisco Systems Inc.	COM 17275R102	37,723	2,072,720	x	12
Citigroup, Inc.	COM 172967101	87,524	1,656,385	x	12
Citizens Communications	COM 17453B101	291	24,061	x	12
Citizens First Bancorp	COM Del 17461R106	188	12,800	x	12

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

Citrix Systems Inc.	COM	177376100	1,588	45,500	x	12
City National Corp.	COM	178566105	327	7,391	x	12
Clarcor Inc.	COM	179895107	1,317	49,046	x	12
Clark / Bardes Hldgs In	COM	180668105	279	13,960	x	12
Clear Channel Communica	COMns	184502102	1,326	21,142	x	12
Cleco Corporation	COM	12561W105	350	15,344	x	12
Clifton Mng Co	For	186904108	20	125,000	x	12
Clorox Co.	COM	189054109	2,465	72,820	x	12
CLP Holdings Ltd. Spons	ADR	18946Q101	3,024	721,217	x	12
CMG Information Service	COMnc.	125750109	260	86,718	x	12
CMI Corp VTG Cl A Comm	COM	125761304	28	10,000	x	12
CN Bancorp Inc.	COM	12612U108	1,000	100,000	x	12
Coca Cola Co.	COM	191216100	21,089	468,652	x	12
Cohen & Steers Adv Inc	COMy Fd	19247W102	1,893	123,380	x	12
Coherent Inc.	COM	192479103	654	18,070	x	12
Cohu Inc.	COM	192576106	610	27,100	x	12
Cole National Corp.	COM	193290103	287	19,450	x	12
Colgate-Palmolive Co.	COM	194162103	9,757	165,396	x	12
Colonial Bancgroup Inc.	COM	195493309	1,095	76,165	x	12
Colonial High Income Mu	COMipal Tru	195743109	84	12,997	x	12
Colonial Properties Trs	Pfd	195872304	295	11,800	x	12
Colonial Properties Tru	COM	195872106	573	18,583	x	12
Columbia Bancorp	COM	197227101	377	28,898	x	12
Columbia Sportswear Co.	COM	198516106	1,236	24,240	x	12
Columbus Mckinnon Corp	COM	199333105	113	10,040	x	12
Comcast Corp. Class A	COM	200300101	218	5,080	x	12
Comcast Corp. Class A	SCOMial	200300200	8,764	201,936	x	12
Comed Financing I Toprs	Pfd48% Pfd	20033V209	348	14,000	x	12
Comerica Inc.	COM	200340107	497	8,625	x	12
Commerce One Inc Del	COM	200693109	682	116,941	x	12
Commercefirst Bancorp	ICOM	200845105	135	22,500	x	12
Commercial Federal Corp	COM	201647104	366	15,845	x	12
Commercial Net Lease Re	COMy	202218103	1,830	128,379	x	12
Commonwealth Telephone	COMerprises	203349105	2,299	54,415	x	12
Commscope Inc.	COM	203372107	3,711	157,925	x	12
Companhia De Bebidas Da	ADRmrs	20441W203	3,492	150,826	x	12
Compania Anonima Telef	ADRVen-ADR	204421101	1,676	71,519	x	12
Compaq Computer Corp.	COM	204493100	8,202	529,498	x	12
Compass Bancshares Inc.	COMw	20449H109	2,380	89,798	x	12
Computer Associates Int	COMational	204912109	4,254	118,170	x	12
Computer Sciences Corp.	COM	205363104	744	21,520	x	12
Computerxpress Com Inc	COM	20557U108	1	122,900	x	12
Compuware Corp.	COM	205638109	368	26,320	x	12
Comverse Technology Inc	COM	205862402	2,720	47,206	x	12
Conagra Inc.	COM	205887102	2,092	105,596	x	12
Concord EFS Inc.	COM	206197105	2,788	53,609	x	12
Connectiv Inc.	COM	206829103	366	16,923	x	12
Conexant Systems Inc.	COM	207142100	243	27,201	x	12
Conoco Inc	COM	208251405	987	34,168	x	12
Conoco Inc.	COM	208251306	1,207	42,795	x	12
Cons Maymac Pete Corp	For	209496108	10	131,500	x	12
Conseco Financing Trust	Pfd8.70%	20847D205	243	11,600	x	12
Conseco Inc.	COM	208464107	1,485	108,854	x	12
Consolidated Edison Co	PfdInc PFD	209111707	932	13,140	x	12
Consolidated Edison Inc	COM	209115104	586	14,739	x	12
Constellation Brands In	COM	21036P108	1,821	44,400	x	12
Constellation Energy Gr	COM	210371100	6,250	146,733	x	12
Continental AG Spons	ADADR	210771200	758	53,786	x	12
Convergys Corp	COM	212485106	1,347	44,520	x	12
Cooper Industries	COM	216669101	911	23,004	x	12
Cooper Tire & Rubber Co	COM	216831107	578	40,698	x	12
Cooperative Bankshares	COM	216844100	160	13,100	x	12

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

Copart, Inc	COM	217204106	753	25,761	x	12
Copper Mtn Networks Inc	COM	217510106	96	23,645	x	12
Core Laboratories N V	COM	N22717107	2,398	127,886	x	12
Corel Systems Corp	COM	21868Q109	33	11,730	x	12
Corixa Corp	COM	21887F100	228	13,396	x	12
Cornerstone Strategic VC	COM	21924B104	135	16,148	x	12
Corning Inc.	COM	219350105	12,673	758,384	x	12
Corp-backed Trust Certs	Pfd	21988G783	384	15,400	x	12
Corporate Office Proper	COMs Trust	22002T108	389	38,890	x	12
Corus Group Plc	COM	G2439N109	68	79,600	x	12
Corus Group Plc	ADR	22087M101	1,385	164,538	x	12
Corvis Corp	COM	221009103	304	69,239	x	12
Costco Whsl Corp New	COM	22160K105	1,555	37,864	x	12
Cott Corp.	COM	22163N106	906	81,290	x	12
Countrywide Credit Indu	COMies	222372104	915	19,950	x	12
Covad Communications Gr	COM	222814204	38	37,380	x	12
Covansys Corp	COM	22281W103	603	53,478	x	12
Cox Communications Inc.	COM A	224044107	1,122	25,338	x	12
Credence Systems Corp.	COM	225302108	498	20,525	x	12
Cree Research, Inc.	COM	225447101	1,080	41,305	x	12
Crescent Real Estate Eq	COMies	225756105	268	10,900	x	12
Criimi Mae Inc.	COM	226603108	12	19,935	x	12
Crompton Corp	COM	227116100	271	24,846	x	12
Crossman Communities In	COM	22764E109	329	8,300	x	12
Crown Castle Intl Corp	COM	228227104	165	10,047	x	12
Crown Cork & Seal Co In	COM	228255105	168	44,690	x	12
Crystallex Internationa	Fororp.	22942F101	24	18,000	x	12
CSG Systems Internation	COMInc.	126349109	487	8,389	x	12
CT Holdings, Inc.	COM	12643Y103	7	18,600	x	12
Cubist Pharmaceuticals	COM	229678107	554	14,575	x	12
Cullen Frost Bankers In	COM	229899109	820	24,218	x	12
Culp Inc.	COM	230215105	540	120,008	x	12
Cummins Engine Co, Inc.	COM	231021106	666	17,225	x	12
Cumulus Media Inc - CL	COM	231082108	190	14,000	x	12
Cutter & Buck Inc	COM	232217109	66	12,409	x	12
CVS Corp.	COM	126650100	6,733	174,436	x	12
Cybersource Corp	COM	23251J106	148	83,890	x	12
Cypress Semiconductor	CCOM.	232806109	345	14,470	x	12
Cysive Inc	COM	23281T108	50	15,800	x	12
Cytec Industries	COM	232820100	362	9,534	x	12
Cytogen Corp.	COM	232824102	118	21,750	x	12
CYTYC Corp.	COM	232946103	1,207	52,340	x	12
D Q E Inc.	COM	23329J104	263	11,676	x	12
DaimlerChrysler A.G.	ADR	D1668R123	1,474	31,948	x	12
Daisytek International	COMp	234053106	255	16,180	x	12
Daleen Technologies Inc	COM	23437N104	109	132,950	x	12
Dal-Tile International	COM	23426R108	248	13,370	x	12
Dana Corp.	COM	235811106	585	25,048	x	12
Danaher Corp.	COM	235851102	762	13,624	x	12
Danske Bk A/s	ADR	236363107	3,207	178,500	x	12
DAOU System Inc.	COM	237015102	5	13,755	x	12
Datascope Corp.	COM	238113104	1,154	25,035	x	12
Datastream System Inc	COM	238124101	195	25,870	x	12
DBS Group Hldgs Ltd	ADR	23304Y100	1,495	50,803	x	12
Deere & Co	COM	244199105	1,400	36,990	x	12
Del Monte Foods Co.	COM	24522P103	121	14,500	x	12
Delaware Group Dividend	COM	245915103	288	20,608	x	12
Dell Computer Corp.	COM	247025109	20,983	802,431	x	12
Delphi Automotive Sys	CCOM	247126105	4,914	308,424	x	12
Delta Air Lines Inc.	COM	247361108	515	11,694	x	12
Deltek Systems Inc	COM	24785A108	194	27,700	x	12
Deluxe Corp.	COM	248019101	760	26,280	x	12

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

Dentsply International, COMc.	249030107	1,673	37,730	x	12
Deutsche Bank SponsoredADRR	251525309	579	8,097	x	12
Deutsche Telecom AG ADSADR	251566105	1,531	68,176	x	12
Devon Energy Corp New COM	25179M103	644	12,258	x	12
Devry Inc. COM	251893103	856	23,685	x	12
Diageo PLC-Sponsored ADADRew	25243Q205	6,738	153,305	x	12
Diagnostic Products CorCOM	252450101	221	6,696	x	12
Diamonds Trust Unit SerCOM 1	252787106	1,225	11,647	x	12
Diebold Inc. COM	253651103	493	15,349	x	12
Digex Inc. Cl A COM	253756100	177	13,670	x	12
Dimethaid Research Inc.COM	25435L105	452	108,445	x	12
Ditech Communications CCOM	25500M103	435	58,615	x	12
Diversified Senior ServCOMs Inc.	255340101	6	47,121	x	12
Dole Food Company COM	256605106	230	12,097	x	12
Dollar General Corp. COM	256669102	1,792	91,832	x	12
Dollar Tree Stores Inc.COM	256747106	1,375	49,393	x	12
Dominion Res Inc Va NewCOM	25746U109	4,019	66,834	x	12
Donaldson Inc. COM	257651109	628	20,175	x	12
Donnelley (R R) & Sons COM	257867101	216	7,200	x	12
Doubleclick Inc. COM	258609304	238	17,090	x	12
Dover Corp. COM	260003108	1,850	49,130	x	12
Dow Chemical Co COM	260543103	5,485	164,971	x	12
Dow Jones & Co COM	260561105	371	6,219	x	12
DPL Inc. COM	233293109	648	22,365	x	12
Dreyfus Strategic MunicCOMl	261932107	216	23,280	x	12
Drugstore Com Inc COM	262241102	20	17,600	x	12
DSET Corp COM	262504103	9	15,325	x	12
DST Systems Inc. COM	233326107	1,131	21,478	x	12
DTE Energy CO COM	233331107	434	9,346	x	12
Du Pont (EI) de NemoursCOMd Co.	263534109	14,029	290,817	x	12
Duff & Phelps Utility &COM	26432K108	509	36,973	x	12
Duke Energy Corp. COM	264399106	7,155	183,409	x	12
Duke Realty InvestmentsCOMnc.	264411505	3,397	136,689	x	12
Dun & Bradstreet Corp. COM	26483E100	261	9,247	x	12
Duquesne Captl Cum MthlPfdnc.	266224203	561	22,500	x	12
Dynacq Intl Inc COM	267919306	312	16,410	x	12
Dynegy Inc New COM	26816Q101	1,415	30,425	x	12
E On Ag Sponsored Adr ADR	268780103	2,731	52,773	x	12
E Trade Group Inc COM	269246104	264	40,830	x	12
Eagle Bancorp Inc Md COM	268948106	222	21,350	x	12
Earth Search Sciences ICOM	270313109	42	190,185	x	12
Earthlink Inc COM	270321102	297	21,043	x	12
Earthshell Corp COM	27032B100	87	25,620	x	12
Eastman Chemical Co COM	277432100	223	4,687	x	12
Eastman Kodak Co. COM	277461109	15,181	325,213	x	12
Eaton Corp. COM	278058102	1,210	17,256	x	12
Eaton Vance Corp COM	278265103	206	5,945	x	12
Ebay Inc Com COM	278642103	1,340	19,565	x	12
Echelon Corp COM	27874N105	938	30,500	x	12
Echostar CommunicationsCOMw	278762109	1,311	40,451	x	12
Eclipse Surgical TechnoCOMies	14159W109	29	10,000	x	12
Ecolab COM	278865100	1,635	39,905	x	12
Econnect COM	27889S107	1	10,275	x	12
Edison International COM	281020107	645	57,785	x	12
Edwards A G Inc. COM	281760108	402	8,936	x	12
Edwards Lifesciences CoCOM	28176E108	537	20,375	x	12
Eix Tr I Pfd	268540200	265	19,700	x	12
Eix Tr Ii Pfd	26853P206	503	36,700	x	12
El Paso Corp COM	28336L109	4,641	88,329	x	12
El Paso Electric Co NewCOM	283677854	882	55,090	x	12
El Paso Energy PartnersCOM	28368B102	233	7,400	x	12
Elan Corp. ADR ADR	284131208	3,262	53,470	x	12

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

ELEC Communications Cor	COM	284739109	22	39,000	x	12
Electronic Arts	COM	285512109	299	5,170	x	12
Electronic Data Sys New	ADR	285661203	383	7,275	x	12
Electronic Data Systems	COM	285661104	9,840	157,434	x	12
Electronics Boutique Hl	COM Cp	286045109	1,182	37,220	x	12
Electronics for Imaging	COMc.	286082102	426	14,425	x	12
EMC Corp.	COM	268648102	17,684	608,741	x	12
Emerald Investment Part	COMs	8S02737	428	400,000	x	12
Emergent Information Te	COMInc	290931104	34	25,310	x	12
Emerging Vision Inc	COM	29089W102	4	10,000	x	12
Emerson Electric Co.	COM	291011104	17,597	290,864	x	12
Emulex Corp.	COM	292475209	726	17,980	x	12
Engelhard Corp.	COM	292845104	266	10,298	x	12
ENI Spa - Sponsored	ADRADR	26874R108	2,736	44,339	x	12
Enron Capital LLC 8.00%	Pfdm Gtd Pfp	P37307108	244	9,625	x	12
Enron Capital Resources	Pfd 9.0% Cu	29357D208	254	9,500	x	12
Enron Corp	COM	293561106	24,119	492,220	x	12
Ensco International Inc	COM	26874Q100	293	12,576	x	12
Entercom Communications	COMrp	293639100	259	4,822	x	12
Entergy Corp.	COM	29364G103	773	20,128	x	12
Entergy Gulf States	CapPfd	29364H200	311	12,450	x	12
Environmental Elements	COMp	293940102	600	120,061	x	12
Environmental Tectonics	COMrp	294092101	247	30,500	x	12
Enzo Biochem Inc.	COM	294100102	223	6,495	x	12
Enzon Inc.	COM	293904108	1,867	29,881	x	12
EOG Res Inc	COM	26875P101	627	17,635	x	12
Equifax Inc.	COM	294429105	1,287	35,080	x	12
Equitable Resources Inc	COM	294549100	405	12,172	x	12
Equity Office Propertie	COMrust	294741103	518	16,333	x	12
Equity Residential Prop	COMies Trus	29476L107	779	13,779	x	12
Ericsson L M Tel Co	ADRADR B	294821400	1,831	337,882	x	12
ESC Medical System Inc.	COMd	M40868107	451	15,615	x	12
Estee Lauder Companies	COM	518439104	4,097	95,054	x	12
Etablissements Delhaize	ADReres	29759W101	248	4,226	x	12
Ethan Allen Interiors,	COM.	297602104	1,040	31,986	x	12
Ethyl Corp.	COM	297659104	18	13,188	x	12
Etruscan Resources Inc	COM	29786L102	2	10,000	x	12
Everest Re Group Ltd	For	G3223R108	518	6,924	x	12
Exelon Corp	COM	30161N101	3,923	61,194	x	12
Exodus Communications	ICOM	302088109	522	253,770	x	12
Expedia Inc	COM	302125109	1,010	21,689	x	12
Extreme Networks Inc	COM	30226D106	264	8,970	x	12
Exxon Mobil Corp.	COM	30231G102	74,105	848,359	x	12
F & M Bancorp	COM	302367107	464	15,506	x	12
Fairchild Semiconductor	COMtl	303726103	363	15,810	x	12
Family Dollar Stores	InCOM	307000109	1,065	41,579	x	12
Fannie Mae	COM	313586109	45,203	530,870	x	12
Fastenal Co.	COM	311900104	445	7,185	x	12
FCNB Capital Trust 8.25	Pfd	30243V204	314	12,475	x	12
Federal Mogul Corp.	COM	313549107	24	12,860	x	12
Federal Realty Investme	COMTrust	313747206	1,198	57,791	x	12
Federal Signal Corp.	COM	313855108	1,465	62,389	x	12
Federated Department	StCOMs	31410H101	1,006	23,666	x	12
Federated Investors Inc	COMPA) Cl	314211103	373	11,622	x	12
Fedex Corp	COM	31428X106	1,352	33,630	x	12
FEI Co	COM	30241L109	527	13,180	x	12
Ferro Corp.	COM	315405100	1,029	47,170	x	12
Fidelity National Finan	COMl Inc.	316326107	561	22,830	x	12
Fifth Third Bancorp	COM	316773100	7,069	117,722	x	12
Finova Group Inc.	COM	317928109	41	10,713	x	12
First Charter Corp.	COM	319439105	349	18,638	x	12
First Data Corp.	COM	319963104	5,361	83,440	x	12

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

First Health Group Corp	COM	320960107	701	29,100	x	12
First Industrial Realty	COM	32054K103	557	17,333	x	12
First Mariner Bancorp	ICOM	320795107	130	20,050	x	12
First Pacific LTD	ADR ADR	335889200	68	62,330	x	12
First Tennessee	COM	337162101	226	6,492	x	12
First Union Corp.	COM	337358105	12,294	351,843	x	12
First VA Banks Inc.	COM	337477103	1,301	27,592	x	12
First Years Inc	COM	337610109	241	21,500	x	12
Firstenergy Corp.	COM	337932107	327	10,145	x	12
Firstmerit Corp.	COM	337915102	416	15,635	x	12
Fiserv Inc.	COM	337738108	363	5,669	x	12
Fleet Boston Financial	COM	339030108	14,641	371,104	x	12
Fleming Companies, Inc.	COM	339130106	227	6,335	x	12
Flextronics International	COM	Y2573F102	35,763	1,369,730	x	12
Florida East Coast Inds	COM	340632108	1,553	43,875	x	12
Fonix Corp Del	COM	34459U108	9	23,000	x	12
Ford Motor Co.	COM	345370860	20,505	835,242	x	12
Forest Labs Inc.	COM	345838106	1,685	23,725	x	12
Fortune Brands Inc.	COM	349631101	1,227	31,977	x	12
Fortune Nat Res Corp	COM	349681106	9	12,600	x	12
Forward Air Corporation	COM	349853101	459	15,360	x	12
Foundry Networks Inc	COM	35063R100	399	19,975	x	12
FPC Capital Trust I SerPfd	7.10%	302552203	279	11,388	x	12
FPL Group Inc.	COM	302571104	1,927	32,011	x	12
Franchise Finance Corp.	COM	America351807102	326	12,965	x	12
Franklin Electric Inc.	COM	353514102	9,995	131,687	x	12
Franklin Resources	COM	354613101	3,312	72,360	x	12
Freddie Mac	COM	313400301	12,510	178,715	x	12
Freds Inc - Tenn Cl A	COM	356108100	222	8,604	x	12
Freemarkets Inc	COM	356602102	430	21,510	x	12
Freeport McMoran Copper	Pfd	Gold35671D600	668	29,250	x	12
Freeport McMoran Copper	Pfd	Gold Inc35671D865	685	68,965	x	12
Fresh Del Monte Produce	COM	C36738105	263	23,855	x	12
Friede Goldman Intl Inc	COM	358430106	5	10,821	x	12
Fruit of the Loom INC	CCOM	G3682L105	3	23,600	x	12
FTI Consulting Inc.	COM	302941109	518	23,780	x	12
Fuelcell Energy Inc	COM	35952H106	642	27,780	x	12
Fulton Financial Corp.	COM	360271100	749	36,610	x	12
Furniture Brands Intl	ICOM	360921100	244	8,710	x	12
Gabelli Equity Tr Inc.	COM	362397101	389	33,930	x	12
Gabelli Utility Trust	COM	36240A101	144	16,208	x	12
Gables Residential Trus	Pfd.30% Cum	362418204	221	9,190	x	12
Gables Residential Trus	COM	362418105	1,443	48,230	x	12
Gallagher Arthur J & Co	COM	363576109	1,215	46,760	x	12
Gannett Co	COM	364730101	2,717	41,222	x	12
Gap Inc.	COM	364760108	2,130	73,423	x	12
Gateway Inc.	COM	367626108	7,166	435,624	x	12
Gatx Corp.	COM	361448103	2,084	51,981	x	12
Gemstar-tv Guide Intl	ICOM	36866W106	1,086	25,518	x	12
Genaissance Pharmaceuti	COM	36867W105	2,179	155,201	x	12
Genentech Inc	COM	368710406	2,493	45,243	x	12
General Dynamics Corp.	COM	369550108	8,927	114,729	x	12
General Electric Co.	COM	369604103	135,789	2,785,396	x	12
General Magic Inc	COM	370253106	20	19,600	x	12
General Mills Inc.	COM	370334104	1,907	43,540	x	12
General Motors Corp.	COM	370442105	19,383	301,206	x	12
General Motors Corp. -	COMH New	370442832	2,648	130,753	x	12
Genesco Inc.	COM	371532102	898	26,735	x	12
Genome Therapeutics Cor	COM	372430108	186	12,560	x	12
Genstar Therapeutics Co	COM	37248D105	335	45,350	x	12
Genta Inc New	COM	37245M207	149	11,200	x	12
Gentex Corp.	COM	371901109	581	20,850	x	12

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

Genuine Parts Co.	COM	372460105	1,006	31,920	x	12
Genuity Inc	COM	37248E103	159	50,900	x	12
Genzyme Corp	COM	372917708	84	10,119	x	12
Genzyme Corp.-General	DCOMsion	372917104	7,749	127,050	x	12
Georgia Pwr Cap Tr Iv	Pfd	37333R209	288	11,925	x	12
Georgia-Pacific Corp.	COM	373298108	1,169	34,549	x	12
Gillette Co.	COM	375766102	7,439	256,587	x	12
Glatfelter P H Co	COM	377316104	778	54,550	x	12
Glaxosmithkline PLC -	SADRs ADR	37733W105	2,075	36,927	x	12
GLB Bancorp Inc	COM	361778103	180	19,150	x	12
Glimcher Realty Trust	COM	379302102	905	50,550	x	12
Global Crossing Ltd.	COM	G3921A100	3,676	425,524	x	12
Global Industries Ltd	COM	379336100	434	34,800	x	12
Global Marine Inc.	COM	379352404	300	16,072	x	12
Global Telemedia Intl	ICOM	37936X306	3	43,100	x	12
Globalstar Telecommunic	COMons LTD	G3930H104	14	39,593	x	12
Golden West Finl Corp.	COM	381317106	561	8,735	x	12
Goldman Sachs Group Inc	COM	38141G104	7,583	88,372	x	12
Goodman Fielder Ltd Spo	ADRADR	382382208	59	24,520	x	12
Goodrich B.F. Co.	COM	382388106	5,115	134,675	x	12
Goodyear Tire & Rubber	COM	382550101	2,209	78,907	x	12
GPU Inc.	COM	36225X100	1,955	55,624	x	12
Grainger WW Inc.	COM	384802104	1,610	39,107	x	12
Grand Metropolitan Dela	Pfde LP Cum	386087209	226	8,335	x	12
Great Lakes Chemical Co	COM	390568103	1,178	38,197	x	12
Greater Atlantic Financ	COM	391601101	194	44,350	x	12
Grey Wolf Inc.	COM	397888108	306	76,500	x	12
Griffon Corp.	COM	398433102	739	67,145	x	12
Grubb & Ellis Co	COM	400095204	75	13,635	x	12
Grupo Financiero Baname	For	G004740	33	12,669	x	12
Grupo Financiero BBVA B	Foromer	P49505103	12	11,925	x	12
Grupo Televisa, S.A.	GDADR	40049J206	2,091	52,247	x	12
Guidant Corp.	COM	401698105	2,055	57,076	x	12
Guilford Pharmaceutical	COMc.	401829106	546	16,045	x	12
Guitar Center Inc.	COM	402040109	399	18,900	x	12
Gulf CDA Res Ltd Ord	COM	40218L305	113	13,965	x	12
H J Heinz Co	COM	423074103	5,405	132,191	x	12
Halliburton Co.	COM	406216101	1,323	37,153	x	12
Hancock Fabrics Inc.	COM	409900107	123	13,750	x	12
Hanger Orthopedic Group	COMnc.	41043F208	130	51,050	x	12
Harbor Bank - VA	COM	41146K104	321	19,515	x	12
Harbor Florida Bancshar	COM	411901101	650	33,950	x	12
Harcourt General Inc.	COM	41163G978	365	6,275	x	12
Harley Davidson, Inc.	COM	412822108	9,022	191,629	x	12
Harman International In	COMtries In	413086109	305	8,005	x	12
Harris Corp.	COM	413875105	736	27,053	x	12
Hartford Capital I Inc.	Pfd70% Pfd	416315208	535	21,650	x	12
Hartford Financial Serv	COMs Group	416515104	2,107	30,802	x	12
Havas Advertising	ADR	419313101	555	51,019	x	12
Haverty Furniture Co In	COM	419596101	438	29,320	x	12
Hawaiian Elec Industrie	Pfdapt	41987M201	280	11,197	x	12
HCA-Healthcare Co	COM	404119109	10,033	222,018	x	12
Health Care Property In	COMtors Inc	421915109	1,696	49,292	x	12
Health Care REIT, Inc.	COM	42217K106	625	26,277	x	12
Health Management Assoc	COMes, Inc.	421933102	779	37,011	x	12
Health Net, Inc.	COM	42222G108	1,170	67,197	x	12
Healthcare Realty Trust	COM	421946104	801	30,457	x	12
Healthsouth Corp.	COM	421924101	1,638	102,577	x	12
Healthstar Inc	COM	42222J102	15	10,000	x	12
Hecla Mining Co	COM	422704106	143	124,150	x	12
Helix Biomedix Inc	COM	423287309	9	10,000	x	12
Heller Financial Inc Cl	COM	423328103	225	5,629	x	12

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

Henry Schein Inc.	COM	806407102	333	8,697	x	12
Hershey Foods Corp.	COM	427866108	1,455	23,582	x	12
Hewlett-Packard Co.	COM	428236103	11,548	403,789	x	12
Hibernia Corp. Class A	COM	428656102	2,049	115,133	x	12
High Speed Access Corp	COM	42979U102	25	20,595	x	12
Highwoods Properties InCOM		431284108	755	28,345	x	12
Highwoods Properties InPfd8% PFD	S431284306		228	9,695	x	12
Hillenbrand Industries	COM.	431573104	468	8,200	x	12
Hitachi Ltd ADR 10 Com	ADR	433578507	4,277	43,211	x	12
Hmi Inds Inc	COM	404238107	12	10,000	x	12
Hollywood Media Corp	COM	436233100	195	32,603	x	12
Hologic Inc.	COM	436440101	79	11,600	x	12
Home Depot Inc.	COM	437076102	28,157	604,874	x	12
Homebase Inc.	COM	43738E108	86	24,900	x	12
HON Industries Inc.	COM	438092108	1,053	43,490	x	12
Honeywell InternationalCOMc.		438516106	9,032	258,119	x	12
Hooper Holmes IncorporaCOM		439104100	577	56,320	x	12
Hoovers Inc	COM	439321100	557	117,200	x	12
Hormel Foods Corp.	COM	440452100	260	10,700	x	12
Hospitality Properties	COMst	44106M102	3,056	107,212	x	12
Host Marriott Corp	Pfd	44107P401	361	14,040	x	12
Host Marriott Corp New	COM	44107P104	1,996	159,520	x	12
Household InternationalCOMc.		441815107	2,628	39,404	x	12
Hovnanian Enterprises	ICOM	442487203	435	30,000	x	12
HRPT Proprties Trust	COM	40426W101	459	47,300	x	12
HSBC Holdings PLC -SponADRDR		404280406	2,673	44,622	x	12
Hubbell Inc. CL B	COM	443510201	213	7,355	x	12
Hughes Supply Inc.	COM	444482103	522	22,090	x	12
Human Genome Sciences	ICOM	444903108	1,466	24,331	x	12
Humana Inc.	COM	444859102	171	17,327	x	12
Hunter Douglas N V	ADR	445681208	81	11,550	x	12
Huntington Bancshares	ICOM	446150104	302	18,459	x	12
I.C.U. Med Inc.	COM	44930G107	871	21,100	x	12
IBP Inc.	COM	449223106	548	21,689	x	12
ICN Pharmaceuticals IncCOM		448924100	1,017	32,056	x	12
Icos Corp.	COM	449295104	1,689	26,390	x	12
Idacorp Inc	COM	451107106	889	25,500	x	12
IDEC Pharmaceutical CorCOM		449370105	1,164	17,203	x	12
Igate Capital Corp	COM	45169U105	107	29,775	x	12
Igen International IncCOM		449536101	2,955	113,650	x	12
IKON Office Solutions	ICOM	451713101	115	11,720	x	12
I-Link Inc.	COM	449927102	7	13,800	x	12
Illinois Tool Works	COM	452308109	2,078	32,834	x	12
Illumina Inc	COM	452327109	143	12,100	x	12
Imaging Diagnostic Sys	COM	45244W100	10	11,045	x	12
Imatron Inc	COM	452906100	27	13,700	x	12
Imclone Systems Inc	COM	45245W109	13,409	253,949	x	12
Imco Recycling Inc.	COM	449681105	116	16,275	x	12
Immunex Corp.	COM	452528102	1,410	79,415	x	12
Immunomedics Inc.	COM	452907108	443	20,685	x	12
Impath Inc	COM	45255G101	244	5,510	x	12
Imperial Chem Inds Plc For		G47012193	111	18,800	x	12
Imperial Chemical Inds ADR	Adr	452704505	1,314	55,336	x	12
Imperial Credit IndustrCOM	Inc	452729106	17	15,000	x	12
IMS Health Inc.	COM	449934108	1,254	43,988	x	12
Independent Bank Corp.	COM	453836108	317	16,056	x	12
Independent Capital TruPfdI		45384F206	700	27,735	x	12
Independent Capital TruPfdII 11%		45385B204	726	28,550	x	12
Indigo NV	For	N44495104	128	24,730	x	12
Industrial Hldgs Inc.	COM	456160100	29	15,900	x	12
Information Hldgs Inc	COM	456727106	391	12,120	x	12
Informix Corp.	COM	456779107	231	39,525	x	12

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

Infospace Com Inc.	COM	45678T102	58	15,178	x	12
Infracorps Inc	COM	456826106	2	10,000	x	12
Ing Groep NV Spons ADR	ADR	456837103	536	8,143	x	12
Ingersoll-Rand Co.	COM	456866102	1,089	26,441	x	12
Ingram Micro Inc.	COM	457153104	229	15,797	x	12
Inkeepers USA Trust	COM	4576J0104	950	79,191	x	12
Inktomi Corp	COM	457277101	178	18,518	x	12
Innogy Holdings Plc-	ADADR	45769A103	1,477	48,021	x	12
Innovex Inc.	COM	457647105	128	34,905	x	12
Input/Output Inc.	COM	457652105	169	13,300	x	12
Insituform Technologies	COMc	457667103	659	18,050	x	12
Integrated Device Techn	COMgy	458118106	587	18,536	x	12
Integrated Health Servi	COM Inc.	45812C106	6	109,145	x	12
Integrated Information	COM Inc	45817B103	69	60,180	x	12
Intel Corp.	COM	458140100	49,975	1,708,537	x	12
Intelidata Technologies	COMrp.	45814T107	134	22,655	x	12
Inter-Digital Communica	COMns Corp.	45866A105	371	27,958	x	12
Interface Inc.	COM	458665106	120	16,000	x	12
International Business	COMhines Co	459200101	52,064	460,741	x	12
International Fibercom	COM.	45950T101	46	18,519	x	12
International Game Tech	COMogy	459902102	720	11,506	x	12
International Paper Cap	Pfd III	7.8460140205	274	11,100	x	12
International Paper Co.	COM	460146103	5,627	157,621	x	12
International Speedway	Comp.	460335201	456	10,850	x	12
Internet Cap Group Inc	COM	46059C106	70	35,125	x	12
Interpublic Group Compa	COMs Inc.	460690100	874	29,776	x	12
Intersil Hldg Corp	COM	46069S109	451	12,402	x	12
Intertan Inc.	COM	461120107	144	10,278	x	12
Interwoven Inc	COM	46114T102	347	20,555	x	12
Intimate Brands Inc.	COM	461156101	411	27,250	x	12
Intl Rectifier Corp.	COM	460254105	437	12,809	x	12
Intrabiotics Pharmaceut	COMls	46116T100	36	22,766	x	12
Intrado Inc	COM	46117A100	254	14,800	x	12
Intuit Corp.	COM	461202103	507	12,668	x	12
Invensys PLC ORD	For	G49133104	90	50,265	x	12
Invensys PLC Spons Adr	ADR	461204109	2,887	763,148	x	12
Invitrogen Corp	COM	46185R100	815	11,361	x	12
Iomega Corp.	COM	462030107	109	45,465	x	12
Ireland Bank	For	46267Q103	2,544	65,132	x	12
Iron Mountain, Inc.	PaCOM	462846106	297	6,615	x	12
Iscor Ltd Sponsored	ADRADR	464272202	308	85,758	x	12
IShares Inc MSCI Austra	COM Index	F464286103	123	12,732	x	12
Ishares Tr Dj Us Tech	SCOM	464287721	207	3,372	x	12
Ishares Tr Russell 2000	COM	464287655	719	7,052	x	12
Ishares Tr S&P 100 Idx	COM	464287101	296	4,606	x	12
Ishares Tr S&P 500/bar	COM	464287408	271	4,381	x	12
Ishares Tr S&P Midcap	4COM	464287507	328	3,163	x	12
Ishares Tr S&P Midcap	VCOMe	464287705	244	2,667	x	12
ISIS Pharmaceuticals	COM	464330109	127	10,245	x	12
ITC Deltacom Inc.	COM	45031T104	170	42,440	x	12
ITT Educational Service	COMnc	45068B109	752	16,504	x	12
ITT Industries, Inc.	COM	450911102	265	5,982	x	12
IVAX Corp.	COM	465823102	1,274	32,667	x	12
J & J Snack Foods Corp.	COM	466032109	633	28,575	x	12
J Alexander Corp.	COM	466096104	39	17,295	x	12
J P Morgan Chase & Co	COM	46625H100	33,700	755,607	x	12
J Sainsbury Plc Sponsor	ADRAdr	466249109	2,685	107,672	x	12
Jabil Circuit Inc.	COM	466313103	993	32,166	x	12
Jack In the Box	COM	466367109	1,236	47,360	x	12
James River Bankshares	COM. - VA	470345109	288	12,005	x	12
Jardine Matheson Holdin	ADRLtd. Spo	471115303	988	160,591	x	12
Jardine Strategic Holdi	ADR Ltd	471119206	126	21,946	x	12

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

JDS Uniphase Corp	COM	46612J101	6,310	494,916	x	12
Jefferson Smurfit Group	ADRC Spons	47508W107	623	32,468	x	12
Jefferson-Pilot Corp.	COM	475070108	5,840	120,852	x	12
JLG Industries Inc.	COM	466210101	203	16,415	x	12
John Hancock Patriot Pr	COMrred	41013J107	170	14,000	x	12
Johnson & Johnson	COM	478160104	31,141	622,830	x	12
Johnson Controls Inc.	COM	478366107	1,111	15,334	x	12
Jones Apparel Group, In	COM	480074103	1,555	35,997	x	12
Juniper Networks	COM	48203R104	2,714	87,267	x	12
Kana Communications	COM	483600102	68	33,533	x	12
Kansas City Southn Inds	COMc	485170302	225	14,225	x	12
KAO Corporation	ADR	485537203	633	2,547	x	12
Kellogg Co	COM	487836108	582	20,059	x	12
KEMET Corp.	COM	488360108	610	30,801	x	12
Kenneth Cole Production	COMnc. Cl	A193294105	633	31,439	x	12
Kerr-McGee Corp.	COM	492386107	1,755	26,480	x	12
Keycorp New	COM	493267108	774	29,709	x	12
Keyspan Corporation	COM	49337W100	426	11,681	x	12
Kimberly-Clark Corp.	COM	494368103	3,028	54,176	x	12
KIMCO Realty Corp.	COM	49446R109	452	9,550	x	12
Kinder Morgan Energy Pa	COMers LP	494550106	3,218	46,796	x	12
Kinder Morgan Inc	COM	49455P101	2,572	51,183	x	12
King Pharmaceuticals In	COM	495582108	1,483	27,593	x	12
KLA Tencor Corp.	COM	482480100	2,136	36,524	x	12
Knight Trading Group In	COM	499063105	162	15,165	x	12
Knight-Ridder Inc.	COM	499040103	957	16,131	x	12
Knightsbridge Tankers	LCOM	G5299G106	342	17,090	x	12
Kohls Corp.	COM	500255104	1,224	19,510	x	12
Komatsu LTD - Spons	ADRADR	500458401	2,089	113,887	x	12
Koninklijke Ahold NV-SP	ADRR	500467303	886	28,157	x	12
Koninklijke Philips Ele	ADRronics NV	500472303	8,795	332,759	x	12
Korea Electric Power Co	ADR ADR	500631106	1,311	138,026	x	12
Korea Telecom	ADR	50063P103	1,774	80,720	x	12
Korn Ferry Intl	COM	500643200	161	10,405	x	12
KPMG Consulting Inc.	COM	48265R109	960	62,420	x	12
Kraft Foods Inc	COM	50075N104	528	16,985	x	12
Krispy Kreme Doughnuts	COM	501014104	387	9,685	x	12
Kroger Co.	COM	501044101	3,288	131,534	x	12
K-Swiss Inc. Cl A	COM	482686102	475	19,700	x	12
Kyocera Corp. Spons	ADRADR	501556203	491	5,506	x	12
L T X Corp.	COM	502392103	607	23,755	x	12
L-3 Communications Hldi	COM Inc	502424104	369	4,841	x	12
Laboratory Corp Amer Hl	COM	50540R409	557	7,242	x	12
LaFarge Corp.	COM	505862102	794	23,680	x	12
Lakehead Pipeline Partn	COM- LP	511557100	468	10,348	x	12
LAM Research Corp.	COM	512807108	336	11,319	x	12
Lancaster Colony Corp.	COM	513847103	440	13,339	x	12
Landstar Inc	COM	515097103	2	10,000	x	12
Lanoptics Ltd	For	M6706C103	464	42,915	x	12
Larscom Inc. Cl A	COM	51729Y108	53	27,000	x	12
Lasalle Hotel Propertie	COMBI	517942108	234	13,150	x	12
Lattice Semiconductor	CCOM.	518415104	308	12,628	x	12
LCC International Inc.	COM	501810105	144	21,785	x	12
Lechters Corp	COM	523238103	2	20,000	x	12
Lee Enterprises, Inc.	COM	523768109	1,546	46,860	x	12
Legg Mason, Inc.	COM	524901105	9,697	194,881	x	12
Lehman Brothers Holding	COMnc	524908100	789	10,153	x	12
Lennar Corp.	COM	526057104	394	9,445	x	12
Lernout & Hauspie Speec	COMroducts	B5628B104	3	10,228	x	12
Leucadia National	COM	527288104	469	14,445	x	12
Level 3 Communications	COM.	52729N100	1,203	219,148	x	12
Lexicon Genetics Inc	COM	528872104	136	10,865	x	12

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

Lexmark Intl Group Inc.COM A	529771107	665	9,883	x	12
Liberty All Star GrowthCOM	529900102	148	15,461	x	12
Liberty Property Trust COM	531172104	443	14,969	x	12
Lilly (Eli) & Co. COM	532457108	13,071	176,640	x	12
Limited Inc COM	532716107	2,176	131,723	x	12
Lincare Hldgs Inc. COM	532791100	536	17,870	x	12
Lincoln National Corp. COM.	534187109	913	17,645	x	12
Linear Technology Corp.COM	535678106	1,356	30,671	x	12
Lion Inc COM	53620L102	4	50,000	x	12
Lions Gate Entmnt Corp For New	535919203	27	10,000	x	12
Littlefuse Inc. COM	537008104	362	13,495	x	12
Liz Claiborne, IncorporCOMd	539320101	464	9,203	x	12
Lloyds TSB Group PLC For	G5542W106	124	12,400	x	12
LNR Property Corp. COM	501940100	529	15,125	x	12
Loch Harris Inc COM	539578203	14	104,000	x	12
Lockheed Martin Corp. COM	539830109	2,048	55,265	x	12
Loewen Group Inc. COM	54042L100	2	11,600	x	12
Loews Corp. COM	540424108	1,664	25,831	x	12
Log On Amer Inc COM	540473105	4	10,000	x	12
Loral Space & CommunicaCOMns	G56462107	83	29,850	x	12
Louisiana Pacific Corp.COM	546347105	187	15,975	x	12
Lowe's Companies, Inc. COM	548661107	12,764	175,930	x	12
LSI Logic Corp. COM	502161102	1,118	59,461	x	12
Lubrizol Corp. COM	549271104	1,275	41,068	x	12
Lucent Technologies IncCOM	549463107	2,607	420,560	x	12
Luminant Worldwide CorpCOM	550260103	122	148,654	x	12
Luxottica Group SPA SpoADRred ADR	55068R202	187	11,689	x	12
M & T Bank Corp COM	55261F104	487	6,449	x	12
M D U Resources Group, COM.	552690109	367	11,596	x	12
Madge Networks N.V. For	N5424G106	16	28,270	x	12
Madison Gas & Elec Co COM	557497104	944	33,944	x	12
Malaysa Fund Inc. COM	560905101	72	20,500	x	12
Managed Municipals PortCOMio Inc.	561662107	332	31,668	x	12
Mandalay Resort Group COM	562567107	424	15,463	x	12
Manor Care Inc COM	564055101	859	27,058	x	12
Manpower Inc. COM	56418H100	204	6,800	x	12
Manulife Finl Corp COM	56501R106	1,959	70,168	x	12
Market 2000+ Holdrs Tr COM	57059Y204	772	11,500	x	12
Marks & Spencer Ltd SpoADRred	570697607	3,481	159,587	x	12
Marriott International COMA	571903202	1,655	34,968	x	12
Marsh & McLennan Cos InCOM	571748102	12,514	123,904	x	12
Martin Marietta MateriaCOM	573284106	851	17,204	x	12
Masco Corp. COM	574599106	1,481	59,341	x	12
Mastec Inc COM	576323109	439	33,268	x	12
Matrix Pharmaceutical COM	576844104	146	14,019	x	12
Matsushita Elec Ind ADR	576879209	2,426	153,540	x	12
Mattel Inc. COM	577081102	1,144	60,474	x	12
Maverick Tube Corp. COM	577914104	1,151	67,890	x	12
Maxim Integrated ProducCOMInc	57772K101	1,869	42,283	x	12
Maxtor Corp. COM	577729205	55	10,424	x	12
May Department Stores COM	577778103	1,055	30,804	x	12
MBIA, Inc. COM	55262C100	1,014	18,204	x	12
MBNA Corp. COM	55262L100	18,762	569,438	x	12
Mcafee Com Corp COM	579062100	226	18,390	x	12
McClatchy Newspapers InCOM CL A	579489105	775	19,810	x	12
McCormick & Co. COM	579780206	559	13,314	x	12
McDermott InternationalCOMc.	580037109	164	14,050	x	12
McDonalds Corp. COM	580135101	5,430	200,658	x	12
McDonald's Corp. 7.5% SPfdDef	580135887	462	18,425	x	12
McGraw-Hill Companies ICOM	580645109	5,522	83,476	x	12
MCI Capital I 8.00% CumPfdD Ser A	55267Y206	594	24,524	x	12
McKesson HBOC Inc. COM	58155Q103	3,910	105,344	x	12

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

McLeodusa Inc. - CL A	COM	582266102	266	57,903	x	12
Mdu Communications Intl	COM	582828109	4	10,000	x	12
Mead Corp.	COM	582834107	413	15,214	x	12
Mechanical Technology	COM	583538103	305	42,294	x	12
Medarex Inc	COM	583916101	457	19,448	x	12
Media General Inc. Clas	COM	584404107	872	18,955	x	12
Mediacom Communications	COMrp	58446K105	216	12,255	x	12
Medimmune Inc.	COM	584699102	4,073	86,283	x	12
Medtronic Inc.	COM	585055106	14,013	304,554	x	12
Mellon Finl Corp	COM	58551A108	5,560	120,869	x	12
Mentor Graphics Corp.	COM	587200106	187	10,695	x	12
Mercantile Bankshares	CCOM.	587405101	2,177	55,634	x	12
Merck & Co., Inc.	COM	589331107	48,825	763,959	x	12
Mercury Interactive Cor	COM	589405109	826	13,785	x	12
Meristar Hospitality Co	COM	58984Y103	2,283	96,091	x	12
Merrill Lynch & Co., In	COM	590188108	5,738	96,841	x	12
Meta Group Inc.	COM	591002100	41	16,000	x	12
Metatec Corp.	COM	591398102	263	236,500	x	12
Methanex	COM	59151K108	64	12,100	x	12
Metlife Inc	COM	59156R108	1,184	38,239	x	12
Metricom Inc.	COM	591596101	20	11,475	x	12
Metris Companies Inc.	COM	591598107	232	6,884	x	12
Metromedia Fiber Networ	COMnc. Cl	A591689104	67	32,634	x	12
Mettler-Toledo Internat	COMal	592688105	287	6,772	x	12
MFS Charter Income Trus	COM	552727109	115	13,175	x	12
MFS Government Markets	COMome	552939100	78	12,007	x	12
MFS Multimarket Income	COMst	552737108	89	14,081	x	12
MFS Municipal Income Tr	COM	552738106	116	13,850	x	12
MGIC Investment Corp.	COM	552848103	1,312	18,055	x	12
Micromuse Inc.	COM	595094103	224	8,017	x	12
Micron Technology Inc.	COM	595112103	4,448	108,213	x	12
Micros Systems Inc.	COM	594901100	319	14,480	x	12
Microsoft Corp.	COM	594918104	52,017	712,563	x	12
Mid Atlantic Med Servic	COMInc.	59523C107	1,001	55,888	x	12
Mid Atlantic Realty Tru	COM	595232109	1,884	150,746	x	12
Mid-America Apartment	CCOMunities,	59522J103	284	11,434	x	12
Midamerican Energy Fina	Pfdng I Qui	59562U208	236	9,467	x	12
Millennium Pharmaceutic	COM Inc	599902103	617	17,338	x	12
Mineral Technologies	COM	603158106	239	5,580	x	12
Minnesota Mining & Manu	COMturing C	604059105	4,639	40,658	x	12
Miramar Mining Corp.	For	60466E100	8	10,000	x	12
Mirant Corp	COM	604675108	1,778	51,680	x	12
Mitsubishi Heavy Indust	Fors Ltd	J44002129	416	91,300	x	12
Mitsubishi Tokyo Finl	GADRp	606816106	1,263	149,313	x	12
Monsanto Co New	COM	61166W101	879	23,740	x	12
Montana Power Co	COM	612085100	274	23,600	x	12
Moodys Corp	COM	615369105	446	13,315	x	12
Morgan St Dean Witter	DCOMover &	C617446448	5,241	81,604	x	12
Motorola Inc.	COM	620076109	7,325	442,320	x	12
MTR Gaming Group Inc	COM	553769100	164	12,125	x	12
Mueller Inds Inc.	COM	624756102	203	6,155	x	12
Multex Com Inc	COM	625367107	208	12,775	x	12
Multimedia Games Inc	COM	625453105	290	13,075	x	12
Municipal High Income	FCOM Inc.	626214100	145	16,590	x	12
Municipal Mortgage & Eq	COMy	62624B101	2,392	103,547	x	12
Mutual Risk Mgmt LTD	COM	628351108	500	56,210	x	12
Myers Inds Inc.	COM	628464109	5,813	384,995	x	12
Mylan Laboratories Inc.	COM	628530107	727	25,830	x	12
Myriad Genetics Inc	COM	62855J104	401	6,340	x	12
N E C Corp.	ADR	629050204	275	20,053	x	12
Nabors Industries Inc.	COM	629568106	748	20,114	x	12
Nanopierce Technologies	COMc	630080109	17	26,600	x	12

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

Nasdaq 100 Shares	COM	631100104	8,564	186,366	x	12
National City Corp.	COM	635405103	2,915	94,713	x	12
National Commerce Finl	COMp	63545P104	2,327	95,522	x	12
National Golf Propertie	COMnc.	63623G109	334	12,300	x	12
National Info Consortiu	COMnc	636491102	131	71,900	x	12
National Instruments Co	COM	636518102	211	6,495	x	12
National Oilwell Inc.	COM	637071101	203	7,592	x	12
National R V Holdings	ICOM	637277104	455	30,350	x	12
National Semiconductor	COM.	637640103	408	14,013	x	12
National Service Indust	COMs Inc.	637657107	338	14,970	x	12
Navigant Consulting Inc	COM	63935N107	105	12,750	x	12
NB Capital Corp Dep Shs	Pfdpstg	62874N607	463	17,915	x	12
NB Capital TrustT I 7.8	PfdTrust	628956203	432	17,225	x	12
NCT Group Inc	COM	62888Q109	3	18,525	x	12
Neon Communications Inc	COM	640506101	154	21,960	x	12
Neon System Inc.	COM	640509105	124	14,500	x	12
Neorx Corp	COM	640520300	67	22,370	x	12
Neotherapeutics Inc.	COM	640656104	40	10,050	x	12
Nestle SA Sponsored	ADRADR	641069406	1,622	30,535	x	12
Net Genesis Corp	COM	64107E107	20	25,140	x	12
Net2000 Communications	COM	64122G103	118	108,915	x	12
Netpliance Inc	COM	64115K103	7	20,725	x	12
Network Appliance Inc	COM	64120L104	1,639	119,684	x	12
Networks Associates Inc	COM	640938106	305	24,500	x	12
Netzero Inc	COM	64122R109	14	19,000	x	12
New Centy Equity Hldgs	COMp	64353J107	35	34,600	x	12
New Plan Excel Realty	TCOMt	648053106	192	12,551	x	12
New South Capital Tr I	PfdPfd Sec	648910206	88	10,200	x	12
New Windsor Bancorp	COM	649203106	259	2,592	x	12
New York Times Co.	COM	650111107	422	10,057	x	12
Newell Rubbermaid Inc.	COM	651229106	792	31,536	x	12
Newfield Exploration Co	COM	651290108	395	12,320	x	12
Newgold Inc	COM	651362105	2	20,000	x	12
Newport News and Shipbu	COMing	652990201	694	10,861	x	12
Nextel Communications	ICOM	65332V103	18,527	1,058,685	x	12
Nextel Partners Inc	COM	65333F107	390	25,110	x	12
Niagara Mohawk Holdings	COMc.	653520106	519	29,341	x	12
Nike Inc.	COM	654106103	551	13,113	x	12
Nippon Telegraph & Tele	Forne Corp.	654624105	2,578	96,924	x	12
Nisource Inc SAILS	COM	65473P600	37	16,024	x	12
Nisource Inc.	COM	65473P105	1,927	70,461	x	12
Nissan Motor Co Ltd Spo	ADRred	654744408	245	17,703	x	12
Noble Affiliates Inc.	COM	654894104	394	11,151	x	12
Noble Drilling Corp.	COM	655042109	1,133	34,595	x	12
Nokia Corp. Sponsored	AADR	654902204	9,617	436,338	x	12
Nomura Secs Ltd Japan	ADR	655361301	555	2,896	x	12
Nordstrom Inc.	COM	655664100	236	12,740	x	12
Norfolk Southern Corp.	COM	655844108	1,353	65,366	x	12
Nortel Networks Corp.	COM	656568102	2,165	238,120	x	12
North Fork Bancorp, Inc	COMEL	659424105	1,168	37,684	x	12
North Pittsburgh Sys	InCOM	661562108	436	27,240	x	12
Northern Trust Corp.	COM	665859104	2,419	38,705	x	12
Northrop Grumman Corp.	COM	666807102	461	5,750	x	12
Novartis AG-ADR	ADR	66987V109	1,383	38,267	x	12
Novell, Inc.	COM	670006105	247	43,467	x	12
Novellus System Inc.	COM	670008101	991	17,445	x	12
Novoste Corp. MA	COM	67010C100	274	10,755	x	12
Nrg Energy Inc	COM	629377102	222	10,048	x	12
Nucentrix Broadband Net	COMks Inc.	670198100	122	15,800	x	12
Nucor Corp.	COM	670346105	515	10,525	x	12
Nutraceutical Clinical	COM Inc	67060A103	10	10,000	x	12
Nuveen Municipal Income	COMnd	67062J102	182	15,200	x	12

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

Nuveen Ohio Quality Inc	COM	670980101	280	16,708	x	12
Nuveen Pennsylvania Pre	COM	67061F101	195	14,029	x	12
Nuveen Select Maturitie	COM	67061T101	257	22,900	x	12
Nuveen Virginia Premium	COM	67064R102	451	28,003	x	12
Nvidia Corp	COM	67066G104	1,356	14,619	x	12
Occidental Petroleum Co	COM	674599105	328	12,329	x	12
Ocean Energy Inc.	COM	67481E106	625	35,840	x	12
Office Depot, Inc.	COM	676220106	1,778	171,246	x	12
Officemax Inc.	COM	67622M108	264	71,642	x	12
Offshore Logistics Inc.	COM	676255102	1,049	55,215	x	12
Old Republic Internatio	COM	680223104	262	9,040	x	12
Olin Corp.	COM	680665205	273	16,095	x	12
Omi Corp New	COM	Y6476W104	67	11,850	x	12
Omni Energy Services Co	COM	68210T109	36	28,500	x	12
Omnicare Inc.	COM	681904108	415	20,537	x	12
Omnicom Group Inc.	COM	681919106	1,210	14,066	x	12
Omtool Ltd.	COM	681974101	20	25,000	x	12
On Command Corp.	COM	682160106	102	22,609	x	12
Openwave Sys Inc	COM	683718100	1,215	35,014	x	12
Option Care Inc	COM	683948103	165	10,875	x	12
Oracle Corp	COM	68389X105	29,295	1,541,842	x	12
Orasure Technologies In	COM	68554V108	170	13,650	x	12
Orbotech Limited Ord	COM	M75253100	513	14,852	x	12
Organogenesis Inc.	COM	685906109	76	10,300	x	12
Outback Steakhouse Inc.	COM	689899102	1,010	35,075	x	12
Overseas Shipholding	COM	690368105	202	6,600	x	12
Owens & Minor Inc. New	COM	690732102	574	30,227	x	12
Owens Corning	COM	69073F103	49	23,770	x	12
Oxford Health Plans Inc	COM	691471106	647	22,605	x	12
P G & E Corp.	COM	69331C108	587	52,413	x	12
P T Indonesian Satellit	ADR	715680104	139	15,500	x	12
Pacific Century Cyberwo	For	Y6801N134	10	34,850	x	12
Packeteer Inc	COM	695210104	365	29,110	x	12
Pactiv Corp	COM	695257105	303	22,593	x	12
Pac-west Telecom Inc	COM	69371Y101	21	10,732	x	12
Pall Corp.	COM	696429307	1,982	84,249	x	12
Palm Inc	COM	696642107	560	92,301	x	12
Park Meridian Finl Corp	COM	700585102	191	11,586	x	12
Park Place Entertainmen	COM	700690100	183	15,155	x	12
Parker Hannifin Corp.	COM	701094104	847	19,958	x	12
Partnerre LTD	COM	G6852T105	288	5,195	x	12
Patina Oil & Gas Corp	COM	703224105	292	11,000	x	12
Paychex Inc.	COM	704326107	1,659	41,485	x	12
Payless Cashways Inc	COM	704378405	60	200,000	x	12
Payless Shoesource Inc.	COM	704379106	236	3,648	x	12
PC Connection Inc.	COM	69318J100	177	11,077	x	12
Pechiney - Sponsered	AADR	705151207	224	8,795	x	12
Pegasus Systems Inc	COM	705906105	478	41,359	x	12
Penney (J C) Co Inc.	COM	708160106	975	36,985	x	12
Pennzoil-Quaker State	CCOM	709323109	200	17,882	x	12
Pentair Inc.	COM	709631105	995	29,445	x	12
Penton Media Inc.	COM	709668107	284	16,245	x	12
PeopleSoft Inc.	COM	712713106	1,382	28,063	x	12
PepsiCo, Inc.	COM	713448108	23,837	539,303	x	12
Peregrine Systems Inc	COM	71366Q101	1,100	37,918	x	12
Perot Systems Corp. Cl	COM	714265105	191	10,553	x	12
Petrochina Co Ltd	ADR	71646E100	1,235	60,532	x	12
Petroleo Brasileiro SA	ADR	71654V101	4,124	176,326	x	12
Petroleum Geo Services	ADR	716597109	653	64,576	x	12
Petroquest Energy Inc.	COM	716748108	110	15,700	x	12
Pfizer Inc.	COM	717081103	36,965	922,981	x	12
Pharmaceutical Product	COM	717124101	662	21,685	x	12

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

Pharmacia Corp	COM	71713U102	8,950	194,785	x	12
Pharmacoepia Inc.	COM	71713B104	1,094	45,560	x	12
Phelps Dodge	COM	717265102	517	12,452	x	12
Philip Morris CompaniesCOMc.		718154107	14,424	284,222	x	12
Phillips Petroleum CompCOM		718507106	4,727	82,936	x	12
Phoenix Group Corp	COM	71906P100	1	15,000	x	12
Photon Dynamics Inc	COM	719364101	952	35,260	x	12
Piedmont Natural Gas CoCOM		720186105	426	12,003	x	12
Pilgrim America Prime RCOM Tr		72146W103	257	33,553	x	12
Pinnacle Entertainment	COM	723456109	80	10,950	x	12
Pitney-Bowes, Inc.	COM	724479100	632	15,007	x	12
PIXAR Inc.	COM	725811103	365	8,936	x	12
PMC-Sierra Inc	COM	69344F106	1,151	37,035	x	12
PMI Group Inc.	COM	69344M101	774	10,799	x	12
PNC Financial Services COMup		693475105	2,334	35,476	x	12
Pohang Iron & Steel Co,ADR ADS		730450103	1,899	96,297	x	12
Polaris Industries Inc.COM		731068102	988	21,570	x	12
Polycom Inc	COM	73172K104	225	9,735	x	12
Polymedica Industries	COM	731738100	247	6,100	x	12
Popular Inc.	COM	733174106	1,704	51,745	x	12
Portal Software Inc	COM	736126103	163	39,370	x	12
Portugal Telecom S A ADADR		737273102	1,565	226,506	x	12
Post Properties Inc.	COM	737464107	1,001	26,439	x	12
Potomac Electric Power	COM	737679100	557	26,621	x	12
Power-One Inc.	COM	739308104	204	12,255	x	12
PPG Industries, Inc.	COM	693506107	1,354	25,749	x	12
PPL Corp	COM	69351T106	1,240	22,545	x	12
Praecis PharmaceuticalsCOMc		739421105	250	15,200	x	12
Praxair Inc.	COM	74005P104	691	14,695	x	12
Price T Rowe Group Inc	COM	74144T108	4,278	114,406	x	12
Priceline.Com Inc.	COM	741503106	678	74,955	x	12
Prime Retail Inc	COM	741570105	5	17,069	x	12
Primedia Inc	COM	74157K101	194	28,593	x	12
Primus TelecommunicatioCOMGroup In		741929103	17	20,885	x	12
Privatebancorp Cap Tr IPfd		74268E200	169	16,500	x	12
Procter & Gamble Co.	COM	742718109	14,188	222,390	x	12
Professional Detailing	COM.	74312N107	481	5,230	x	12
Progress Energy Inc	COM	743263105	2,129	47,394	x	12
Progress Software Corp	COM	743312100	591	36,510	x	12
Progressive Corp.	COM	743315103	1,779	13,159	x	12
Prologis Trust	COM	743410102	243	10,692	x	12
Provident Bankshares CoCOM		743859100	1,317	52,793	x	12
Provident Tr Ii	Pfd	74405Y200	418	15,255	x	12
Providian Financial CorCOM		74406A102	4,444	75,069	x	12
PSINet Inc.	COM	74437C101	15	286,005	x	12
Psion Plc	COM	G72928107	13	10,050	x	12
PTEK Holdings Inc.	COM	69366M104	37	13,777	x	12
Public Service EnterpriCOMGroup		744573106	896	18,327	x	12
Public Storage Inc.	COM	74460D109	358	12,074	x	12
Purchasepro Com	COM	746144104	25	16,740	x	12
Putnam Master IntermediCOM		746909100	535	82,825	x	12
QLogic Corp.	COM	747277101	881	13,676	x	12
Quaker Oats	COM	747402105	763	8,360	x	12
Qualcomm Inc.	COM	747525103	6,059	103,612	x	12
Quest Diagnostics Inc.	COM	74834L100	1,305	17,438	x	12
Quintiles TransnationalCOMrp.		748767100	5,291	209,548	x	12
Qwest Communications InCOMnational		749121109	12,926	405,573	x	12
Radian Group Inc.	COM	750236101	217	5,370	x	12
Radioshack Corp	COM	750438103	1,390	45,574	x	12
Radiotower Com Inc NewCOM		750452203	4	30,000	x	12
Rainbow Technologies InCOM		750862104	326	58,370	x	12
Rambus Inc.	COM	750917106	155	12,561	x	12

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

Range Resources Corp	COM	75281A109	226	37,600	x	12
Rational Software Corp.COMm New		75409P202	467	16,649	x	12
Raytheon Co	COM	755111507	1,739	65,481	x	12
RCN Corp.	COM	749361101	221	40,189	x	12
Realnetworks Inc	COM	75605L104	263	22,346	x	12
Reckson Associates RealCOMCorp.		75621K106	1,203	52,315	x	12
Reckson Assocs Realty CCOM. Cl B		75621K304	277	11,285	x	12
Red Hat Inc	COM	756577102	87	21,710	x	12
Redback Networks Inc	COM	757209101	182	20,435	x	12
Reebok International LtCOM		758110100	571	17,857	x	12
Regions Financial Corp.COM		758940100	417	13,030	x	12
Reliability Inc.	COM	759903107	714	216,500	x	12
Reliant Energy Inc	COM	75952J108	1,464	45,423	x	12
Renaissancere Holdings	COM	G7496G103	775	10,450	x	12
Renal Care Group Inc.	COM	759930100	619	18,820	x	12
Rent A Ctr Inc New	COM	76009N100	689	13,090	x	12
Repsol S.A. ADR	ADR	76026T205	3,492	209,586	x	12
Republic Services Inc.	COM	760759100	1,803	90,835	x	12
Research In Motion Ltd.For		760975102	239	7,406	x	12
Respironics, Inc.	COM	761230101	255	8,580	x	12
Reunion Industries Inc.COM		761312107	34	22,700	x	12
Reuters Holdings PLC SpADRADR		76132M102	710	9,128	x	12
Reynolds R J Tob Hldgs	COM	76182K105	217	3,982	x	12
RF Micro Devices Inc.	COM	749941100	3,058	114,111	x	12
RGS Energy Group Inc	COM	74956K104	257	6,856	x	12
Rio Tinto PLC - SponsorADRADR		767204100	838	11,529	x	12
Rite Aid Corp.	COM	767754104	523	58,158	x	12
Roche Holdings Ltd SponADRDR		771195104	480	6,663	x	12
Rockwell International Comp.		773903109	469	12,310	x	12
Rohm & Haas	COM	775371107	340	10,327	x	12
Rolls Royce PLC SponsorADRADR		775781206	2,711	165,290	x	12
Rosetta Inpharmatics InCOM		777777103	205	13,225	x	12
Rouse Capital 9.25% CumPfdrlly PFD		779272202	405	16,285	x	12
Rouse Co.	COM	779273101	425	14,845	x	12
Rowan Companies Inc.	COM	779382100	451	20,393	x	12
Royal & Sun Alliance InForp		G8566X133	186	24,659	x	12
Royal Bk Canada	COM	780087102	1,929	60,563	x	12
Royal Carribean Cruise	COM	V7780T103	281	12,885	x	12
Royal Dutch Petroleum CADRDR		780257804	5,222	89,616	x	12
RPM Inc. - Ohio	COM	749685103	266	28,962	x	12
Ryland Group Inc.	COM	783764103	284	5,606	x	12
S C I Systems Inc.	COM	783890106	632	24,790	x	12
Sabre Group Holdings InCOM		785905100	665	13,296	x	12
Safe Technologies Intl	COM	786416107	3	172,500	x	12
Safeco Corp.	COM	786429100	877	29,741	x	12
Safeguard Scientifics	ICOM	786449108	97	18,870	x	12
Safeway Inc.	COM	786514208	7,945	165,525	x	12
SAGA Sys Inc	COM	786610105	574	50,000	x	12
SAGA Sys Inc	COM	786610881	819	71,425	x	12
Salomon Brothers WorldwCOM		79548T109	240	16,975	x	12
Salton Inc.	COM	795757103	635	35,700	x	12
Sandisk Corp.	COM	80004C101	335	12,010	x	12
Sandy Spring Bancorp InCOM		800363103	221	6,878	x	12
Sanmina Corp.	COM	800907107	623	26,624	x	12
Santa Fe International Comp.		G7805C108	336	11,603	x	12
Sappi Ltd -Sponsered ADADR		803069202	95	10,560	x	12
Sara Lee Corp.	COM	803111103	1,987	104,915	x	12
Sawtek Inc.	COM	805468105	209	8,875	x	12
SBC Communications Inc.COM		78387G103	21,998	549,134	x	12
Scana Corp New	COM	80589M102	1,052	37,073	x	12
Schering-Plough Corp.	COM	806605101	13,490	372,249	x	12
Schlumberger Limited	COM	806857108	8,897	168,991	x	12

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

Schwab Charles Corp.	COM	808513105	2,366	154,656	x	12
Sciclone Pharmaceutical	COMncorpora	80862K104	89	15,300	x	12
Scientific-Atlanta Inc.	COM	808655104	1,375	33,869	x	12
Scottich Power PLC	COM	81013T705	250	8,548	x	12
Sealed Air Corp.	COM	81211K100	318	8,554	x	12
Sears Roebuck & Co	COM	812387108	1,048	24,760	x	12
Sector Spdr Trust Shs	COM	81369Y803	1,607	57,108	x	12
Secure Computing Corp	COM	813705100	679	43,242	x	12
Sedona Corporation	COM	815677109	18	23,000	x	12
Selective Ins Group Inc	COM	816300107	1,005	37,660	x	12
Sempre Energy	COM	816851109	446	16,318	x	12
Senior Hsg Pptys Tr	COM	81721M109	1,340	103,034	x	12
Sensient Technologies	CCOM	81725T100	326	15,961	x	12
Sensormatic Electronics	COMrp.	817265101	299	17,595	x	12
Serena Software Inc	COM	817492101	463	12,740	x	12
Service Corp. Internati	COMl	817565104	541	85,040	x	12
Servicemaster Co	COM	81760N109	502	41,793	x	12
Shaw Group Inc.	COM	820280105	903	22,510	x	12
Sheldahl Inc	COM	822440103	18	10,000	x	12
Shell Transport & Tradi	ADRPLC	822703609	200	3,972	x	12
Sherwin Williams Corp.	COM	824348106	2,068	93,151	x	12
Shore Bancshares Inc.	COM	825107105	234	12,101	x	12
Shurgard Storage Center	COMnc., CL	82567D104	586	18,747	x	12
Sideware Systems Inc.	COM	825907108	164	321,015	x	12
Sibel Systems Inc.	COM	826170102	2,774	59,149	x	12
Sierra Pacific Resource	COMew	826428104	3,560	222,661	x	12
Sigma-Aldrich Corp.	COM	826552101	1,126	29,167	x	12
Silicon Storage Technol	COM Inc.	827057100	174	17,200	x	12
Silver Std Res Inc	COM	82823L106	26	13,000	x	12
Simon Property Group In	COM	828806109	1,729	57,707	x	12
Sitel Corp.	COM	82980K107	39	22,950	x	12
Sky Financial Group Inc	COM	83080P103	267	14,157	x	12
SL Green Realty Corp.	COM	78440X101	349	11,460	x	12
Smith & Nephew Plc	ADR	83175M205	201	3,836	x	12
Smithfield Foods	COM	832248108	754	18,705	x	12
Siolectron Corp.	COM	834182107	1,267	69,224	x	12
Somera Communication	COM	834458101	75	10,500	x	12
Sonex Research Inc.	COM	835448101	7	27,600	x	12
Sonicblue Inc	COM	83546Q109	41	12,738	x	12
Sonoco Products Co	COM	835495102	897	36,033	x	12
Sonus Networks Inc	COM	835916107	1,152	49,318	x	12
Sony Corp. - Sponsored	ADR	835699307	1,093	16,611	x	12
Source Media Inc New	COM	836153304	1	28,000	x	12
South African Breweries	ADRc	836220103	388	51,230	x	12
Southern Co	COM	842587107	1,654	71,131	x	12
Southern COS CAP TR II	Pfd5%	84258T208	206	8,100	x	12
Southtrust Corp.	COM	844730101	1,769	68,038	x	12
Southwest Airlines Co	COM	844741108	4,554	246,314	x	12
Southwest Bancorporatio	COMf Texas	84476R109	204	6,784	x	12
Sovereign Bancorp Inc.	COM	845905108	1,643	126,395	x	12
Spherion Corp	COM	848420105	231	25,761	x	12
Sprint Corp. (FON Group)	COM	852061100	4,193	196,313	x	12
Sprint Corp. (PCS Group)	COM	852061506	1,555	64,376	x	12
St Joe Corp.	COM	790148100	739	27,475	x	12
St Jude Medical Inc.	COM	790849103	399	6,650	x	12
St. Paul Companies Inc.	COM	792860108	690	13,614	x	12
Stamford Intl Inc	COM	852902105	97	96,800	x	12
Standard & Poors DEP Re	COMpts	78462F103	5,026	40,753	x	12
Standard & Poors Midcap	COM0	595635103	1,471	15,448	x	12
Standard Energy Corp.	COM	853373108	1	10,500	x	12
Stanley Furniture Co,	COM	854305208	775	28,800	x	12
Staples Inc.	COM	855030102	1,075	67,258	x	12

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

Star Gas Partners L P	COM	85512C105	380	18,109	x	12
Starbase Corp	COM	854910205	57	15,500	x	12
Starbucks Corp.	COM	855244109	1,152	50,098	x	12
Starwood Hotels & Resor	COMWorldwid	85590A203	1,124	30,147	x	12
State Str Corp	COM	857477103	4,585	92,652	x	12
Steris Corp.	COM	859152100	581	28,965	x	12
Sterling Bancshares CapPfd Ii	COM	85915H206	432	16,800	x	12
Sterling Bancshares CapPfdl	COM	858917206	214	8,300	x	12
Stewart & Stevenson	COM	860342104	680	20,597	x	12
Stewart Enterprises CL	COM	860370105	257	35,143	x	12
Stilwell Financial Inc	COM	860831106	1,535	45,742	x	12
Stone Energy Corp.	COM	861642106	282	6,358	x	12
Storage USA, Inc.	COM	861907103	458	12,721	x	12
Streettracks Ser Tr	COM	86330E505	390	5,500	x	12
Stride Rite Corp.	COM	863314100	438	51,510	x	12
Structural Dynamics Res	COMch	863555108	1,203	49,095	x	12
Stryker Corp.	COM	863667101	1,003	18,280	x	12
Student Loan Corp.	COM	863902102	216	3,100	x	12
Sturm Ruger & Co	COM	864159108	122	12,460	x	12
Suiza Foods Corp.	COM	865077101	609	11,460	x	12
Sumitomo Mitsui Banking	ADRRp	865622104	542	65,630	x	12
Summit Properties Inc.	COM	866239106	294	10,946	x	12
Sun Healthcare Group In	COM	866933104	4	144,200	x	12
Sun Microsystems Inc.	COM	866810104	13,829	879,698	x	12
Sunbeam Corp.	COM	867071102	4	56,500	x	12
Suncor Energy Inc.	For	867229106	258	10,039	x	12
Sungard Data Systems In	COM	867363103	836	27,845	x	12
Sunrise Assisted Living	COMc.	86768K106	2,339	89,092	x	12
Sunterra Corp	COM	86787D109	7	77,000	x	12
Suntrust Banks Inc.	COM	867914103	5,542	85,547	x	12
Superior Energy Service	COMnc.	868157108	96	12,120	x	12
Superior Industries Int	COMnc.	868168105	537	14,019	x	12
Supervalu Inc.	COM	868536103	725	41,306	x	12
Susquehanna Bancshares	COM.	869099101	529	25,990	x	12
Swift Energy Co	COM	870738101	379	12,571	x	12
Swift Transportation Co	COMc.	870756103	231	11,975	x	12
Swire Pacific Ltd Spons	ADRD ADR	870794302	2,376	458,751	x	12
Swisscom AG-Sponsored A	For	871013108	1,691	70,904	x	12
Sybase Inc.	COM	871130100	827	50,249	x	12
Sybron Dental Specialti	COMInc	871142105	424	20,698	x	12
Sycamore Networks Inc	COM	871206108	120	12,881	x	12
Sylvan Learning Systems	COMc.	871399101	608	25,017	x	12
Symantec Corp.	COM	871503108	2,587	59,202	x	12
Symbol Technologies Inc	COM	871508107	386	17,382	x	12
Syncor Intl Inc.	COM	87157J106	985	31,765	x	12
Syngenta Ag Adr	ADR	87160A100	140	12,927	x	12
Synopsys Inc.	COM	871607107	393	8,118	x	12
Synovus Financial Corp.	COM	87161C105	346	11,039	x	12
Synthetic Blood Intl In	COM	87162Q103	3	10,000	x	12
Sysco Corp.	COM	871829107	721	26,566	x	12
Systems & Computer Tech	COMogy Corp	871873105	121	13,390	x	12
Systemsoft Corp.	COM	871926101	1	10,900	x	12
T R W Inc.	COM	872649108	421	10,280	x	12
Taiwan Semiconductor Co	ADRTD Spons	874039100	324	21,321	x	12
Talk America Hldgs Inc	For	87426R103	139	148,585	x	12
Tanger Factory Outlet	CCOMers	875465106	384	16,685	x	12
Tanisys Technology Inc.	COM	875927204	2	12,050	x	12
Target Corp	COM	87612E106	7,199	208,061	x	12
Tate & Lyle PLC	ADRS ADR	876570607	568	35,820	x	12
Taylor Nelson Sofres	PLCOM	G8693M109	86	30,000	x	12
TCW Convertible Securit	COM Fd	872340104	519	56,190	x	12
Team Sports Entmt Inc	COM	87815W101	9	10,000	x	12

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

Tech Data Corp.	COM	878237106	963	28,860	x	12
Technitrol Inc.	COM	878555101	804	30,930	x	12
Teco Energy Inc.	COM	872375100	870	28,539	x	12
Teekay Shipping Corp.	For	Y8564W103	967	24,157	x	12
Tekelec	COM	879101103	512	18,885	x	12
Tektronix Inc.	COM	879131100	461	16,986	x	12
Telebanc Capital Trust PfdCum Pfd	87925Y203		1,017	60,593	x	12
Telecom Argentina Sa AdADR Adr Rep	879273209		1,346	87,151	x	12
Telecom Corp. of New	ADR	879278208	1,676	92,338	x	12
Telecom Italia Spa	For	T9277N121	113	12,600	x	12
Telecom Italia Spa SponADRR		87927W106	1,649	18,735	x	12
Telecomunicacoes BrasileADR	SA ADR	879287308	2,377	50,852	x	12
Teleflex Inc.	COM	879369106	8,836	200,820	x	12
Telefonica De Espana SAADRons	ADR	879382208	1,711	45,956	x	12
TELEFONICA SA	For	E90183182	150	11,964	x	12
Telefonos De Mexico SA ADRns	ADR	879403780	3,826	109,047	x	12
Telephone & Data SystemCOM	Inc.	879433100	253	2,325	x	12
Teligent Inc. Cl A	COM	87959Y103	2	12,550	x	12
Telik Inc	COM	87959M109	844	85,620	x	12
Tellabs Inc.	COM	879664100	3,032	156,460	x	12
Telynx Inc	COM	87972E209	1	25,750	x	12
Temple Inland Inc.	COM	879868107	461	8,651	x	12
Tenet Healthcare Corp.	COM	88033G100	3,091	59,897	x	12
Teradyne Inc.	COM	880770102	253	7,223	x	12
Teraforce Technology CoCOM		88077T109	4	10,720	x	12
Terex Corp.	COM	880779103	335	15,800	x	12
Tesco Plc Sponsored ADRADR		881575302	113	10,409	x	12
Tessa Complete Health CCOM	Inc	881611107	23	388,477	x	12
Teva Pharmaceutical-SP	ADR	881624209	1,075	17,254	x	12
Texaco Capital LLC 6.87PfdCum	PFD	P9132Z107	714	29,325	x	12
Texaco Inc.	COM	881694103	10,950	164,418	x	12
Texas Instruments Inc.	COM	882508104	11,507	365,314	x	12
Texas Regional BancsharCOM	Inc.	882673106	247	6,139	x	12
Texfi Industries Inc.	COM	882895105	1	125,000	x	12
Textron Capital I TrustPfd		883198202	328	13,300	x	12
Textron Inc.	COM	883203101	2,242	40,742	x	12
The AES Corp.	COM	00130H105	6,848	159,073	x	12
The Allstate Corp.	COM	020002101	13,275	301,771	x	12
The Blackrock 2001 TermCOMust	Inc.	092477108	133	13,250	x	12
The Blackrock Income TrCOMc.		09247F100	120	16,800	x	12
The John Nuveen Co Cl ACOM		478035108	735	12,974	x	12
The LTV Corp. (New)	COM	501921100	2	13,100	x	12
The Mills Corp.	COM	601148109	941	38,238	x	12
The Pepsi Bottling GrouCOMnc.		713409100	423	10,545	x	12
The Royal Bank of ScotlPfd		780097408	212	8,270	x	12
The Town and Country TrCOM		892081100	622	30,477	x	12
The Valspar Corp.	COM	920355104	6,359	179,138	x	12
The Walt Disney Co.	COM	254687106	23,469	812,372	x	12
Theragenics Corp.	COM	883375107	121	10,800	x	12
Three Five Systems Inc.COM		88554L108	581	32,307	x	12
Tidewater Inc.	COM	886423102	1,414	37,510	x	12
Tiffany & Co New	COM	886547108	643	17,750	x	12
Timberland Co	COM	887100105	1,122	28,410	x	12
Tipperary Corp	COM	888002300	47	19,000	x	12
Titan Corp.	COM	888266103	214	9,366	x	12
TJX Companies Inc.	COM	872540109	1,258	39,477	x	12
TLC The Laser Center InCOM		87255E108	85	18,780	x	12
TMM Inc New	COM	87258Q108	5	100,000	x	12
TMP Worldwide Inc.	COM	872941109	491	8,310	x	12
Tokio Marine & Fire InsADRd		889090403	3,499	75,241	x	12
Tomkins PLC Sponsored AADR		890030208	1,450	139,378	x	12
Tommy Hilfiger Corp.	COM	G8915Z102	1,183	84,483	x	12

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

Torchmark Corp.	COM	891027104	1,285	31,964	x	12
Total SA Adr	ADR	89151E109	3,668	52,255	x	12
Toys 'R' Us Inc.	COM	892335100	1,394	56,319	x	12
Trammell Crow Co	COM	89288R106	186	16,870	x	12
Transocean Sedco Forex	COM	G90078109	6,030	146,171	x	12
Travelers P&C Capital	IPfd08%	893931204	544	21,775	x	12
Trex Inc.	COM	89531P105	441	22,940	x	12
Tribune Co	COM	896047107	357	8,928	x	12
Trigon Healthcare Inc.	COM	89618L100	1,358	20,931	x	12
Trimble Nav Ltd	COM	896239100	214	10,985	x	12
Triton Energy Limited	COM	G90751101	281	8,560	x	12
Trustco Bk Corp N Y	COM	898349105	275	20,625	x	12
Tupperware Corp.	COM	899896104	1,016	43,380	x	12
TVI Corp	COM	872916101	7	67,000	x	12
Tweeter Home Entmt Grou	COMnc	901167106	272	7,700	x	12
TXU Corp	COM	873168108	4,758	98,727	x	12
TXU Electric Capital	IIPfd.00% Cu	87316Q207	290	11,505	x	12
Tyco International LTD	For	902124106	32,096	588,913	x	12
U S Liquids Inc	COM	902974104	56	12,130	x	12
U S Plastic Lmbr Corp	COM	902948108	53	43,050	x	12
U S T Inc.	COM	902911106	1,371	47,512	x	12
U.S. Industries, Inc.	COM	912080108	47	11,530	x	12
Ubs Ag	For	H8920G155	334	2,350	x	12
UIL Holding Corp	COM	902748102	430	8,851	x	12
Unilever N V	COM	904784709	463	7,777	x	12
Unilever PLC	ADR	904767704	7,321	212,209	x	12
Union Pacific Corp.	COM	907818108	1,618	29,464	x	12
Union Planters Corp.	COM	908068109	1,077	24,705	x	12
Unisys Corp.	COM	909214108	1,964	133,510	x	12
United Bankshares Inc.	COMa	909907107	227	8,460	x	12
United Dominion Realty	COMst	910197102	561	39,647	x	12
United Microelectronics	ADRrp	910873207	147	16,534	x	12
United Mobile Homes Inc	COM	911024107	128	11,700	x	12
United Parcel Service	ICOM	911312106	3,414	59,066	x	12
United Rentals Inc.	COM	911363109	3,444	132,705	x	12
United Sec Bancshares	ICOM	911459105	644	24,609	x	12
United Shields Corp	COM	911494102	1	37,690	x	12
United Technologies Cor	COM	913017109	9,312	127,107	x	12
UnitedHealth Group Inc.	COM	91324P102	3,462	56,076	x	12
Univision Communication	COMnc	914906102	867	20,274	x	12
Unocal Corp.	COM	915289102	866	25,348	x	12
Unumprovident Corp.	COM	91529Y106	1,730	53,880	x	12
US Bancorp	COM	902973304	2,683	117,734	x	12
US Internetworking Inc.	COM	917311805	226	188,519	x	12
USA Education, Inc.	COM	90390U102	1,439	19,717	x	12
USA Networks Inc.	COM	902984103	615	21,820	x	12
Usa Video Interactive	CFor	902924208	19	35,500	x	12
USX Marathon Group	COM	902905827	2,179	73,837	x	12
USX-U.S. Steel Group	COM	90337T101	271	13,436	x	12
Valeo Spons	ADR	919134304	460	22,788	x	12
Valero Energy Corp.	COM	91913Y100	404	10,990	x	12
Varian Inc	COM	922206107	561	17,365	x	12
Varian Medical Systems	COM	92220P105	425	5,948	x	12
Vasomedical Inc	COM	922321104	46	10,750	x	12
Vector Energy Corp	COM	92239L103	3	10,000	x	12
Ventana Med Sys Inc	COM	92276H106	252	8,005	x	12
Ventiv Health Inc	COM	922793104	887	42,953	x	12
Verisign Inc.	COM	92343E102	726	12,095	x	12
Veritas Software Corp	COM	923436109	2,848	42,813	x	12
Verizon Communications	COM	92343V104	42,914	802,137	x	12
Verso Technologies Inc	COM	925317109	93	109,700	x	12
Vertex Pharmaceuticals	COM.	92532F100	394	7,952	x	12

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

Vertical Computer Sys	ICOMCom New	92532R203	2	58,000	x	12
Verticalnet Inc.	COM	92532L107	142	56,980	x	12
Viacom Inc Class A	COM	925524100	610	11,496	x	12
Viacom Inc Class B	COM	925524308	19,278	372,513	x	12
Viad Corp.	COM	92552R109	691	26,122	x	12
Vialink Co	COM	92552Q101	24	14,700	x	12
Viatel Inc.	COM	925529208	1	11,200	x	12
Vicor Corp.	COM	925815102	282	17,320	x	12
Villageworld Com Inc	COM	927140103	3	14,050	x	12
Viragen Inc	COM	927638106	17	13,833	x	12
Virata Corp	COM	927646109	744	62,820	x	12
Virtual Sellers Com Inc	COM	92825Y105	7	19,600	x	12
Vishay Intertechnology	COM.	928298108	1,217	52,895	x	12
Vista Gold Corp.	For	927926105	1	10,000	x	12
Visteon Corp	COM	92839U107	689	37,531	x	12
Vitesse Semiconductor	CCOM.	928497106	469	22,285	x	12
Vitria Technology	COM	92849Q104	41	11,875	x	12
Vivendi Universal	ADR	92851S204	739	12,733	x	12
Vodafone Group Plc New	ADR	92857W100	2,648	118,465	x	12
Vulcan Materials Co	COM	929160109	329	6,123	x	12
W P S Resources Corp.	COM	92931B106	1,199	33,990	x	12
W R Berkley Corp.	COM	084423102	255	6,145	x	12
W.P. Carey & Co. LLC	COM	92930Y107	207	11,161	x	12
W.R. Grace & Co.	COM	38388F108	26	14,116	x	12
Wachovia Corp.	COM	929771103	6,735	94,653	x	12
Wackenhut Corp. - CL B	COM	929794303	438	31,825	x	12
Wake Forest Bancshares	COM	930888102	205	12,585	x	12
Walgreen Co	COM	931422109	3,669	107,434	x	12
Wal-Mart Stores Inc.	COM	931142103	22,911	469,480	x	12
Washington Federal Inc.	COM	938824109	1,018	41,523	x	12
Washington Mutual Inc.	COM	939322103	8,362	222,687	x	12
Washington Real Estate	COMestors	T939653101	2,487	105,191	x	12
Waste Management Inc.	COM	94106L109	20,438	663,155	x	12
Watson Pharmaceuticals	COM	942683103	1,160	18,825	x	12
Waypoint Finl Corp	COM	946756103	233	18,612	x	12
Webmd Corporation	COM	94769M105	225	31,898	x	12
Webster Financial Corp.	COM	947890109	1,021	31,142	x	12
Webvan Group Inc	COM	94845V103	3	21,822	x	12
Weingarten Realty Inves	COMs	948741103	1,928	43,968	x	12
Wellpoint Health Networ	COMInc.	94973H108	352	3,725	x	12
Wells Fargo Company	COM	949746101	15,187	327,090	x	12
Wendy's International	ICOM	950590109	876	34,297	x	12
Western Digital Corp.	COM	958102105	168	41,945	x	12
Western Wireless Corp	CCOM	95988E204	291	6,775	x	12
Wet Seal Inc Cl A	COM	961840105	244	7,045	x	12
Weyerhaeuser Co.	COM	962166104	629	11,440	x	12
Wgl Hldgs Inc	COM	92924F106	906	33,397	x	12
Whirlpool Corp	COM	963320106	315	5,042	x	12
Williams Communications	COMoup	969455104	230	77,868	x	12
Williams Companies Inc	COM	969457100	7,233	219,521	x	12
Wilmington Trust Corp.	COM	971807102	332	5,305	x	12
Wind River Systems Inc	COM	973149107	309	17,723	x	12
Winstar Communications	COM	975515107	7	136,355	x	12
Wisconsin Energy Power	COM	976657106	1,279	53,821	x	12
Witness Sys Inc	COM	977424100	196	17,865	x	12
World Access Inc.	COM	98141A101	20	388,675	x	12
Worldcom Inc Ga New	COM	98157D304	956	59,400	x	12
Worldcom, Inc.	COM	98157D106	23,055	1,623,584	x	12
Worldgate Communication	COMnc.	98156L307	71	13,550	x	12
WPP Group PLC - Sponsor	ADRADR	929309300	756	15,045	x	12
Wrigley (WM) Jr Co	COM	982526105	632	13,484	x	12
WSFS Financial Corp.	COM	929328102	236	13,700	x	12

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

Wyndham Intl Inc	COM	983101106	54	21,621	x	12
Xcel Energy Inc	COM	98389B100	8,140	286,116	x	12
Xerox Corp.	COM	984121103	1,720	179,707	x	12
Xetel Corp	COM	983942103	29	11,000	x	12
Xilinx Inc.	COM	983919101	2,285	55,417	x	12
XL Capital Ltd - Class	COM	G98255105	449	5,468	x	12
Xo Communications Inc	COM	983764101	232	120,837	x	12
Xoma LTD	COM	G9825R107	293	17,200	x	12
Xto Energy Corp	COM	98385X106	223	15,563	x	12
Yahoo Inc	COM	984332106	895	44,784	x	12
Young Broadcasting Inc.	COM	987434107	261	7,785	x	12
ZILA, Inc.	COM	989513205	45	17,000	x	12
Zions BanCorporation	COM	989701107	1,458	24,713	x	12
Zomax Optical Media Inc	COM	989929104	148	16,600	x	12
Zones Inc	COM	98976N103	23	11,500	x	12
Zurich Finl Svcs	ADR	98982M107	2,186	64,107	x	12

FORM 13F Name of Reporting Manager:

Legg Mason, Inc.
(On Behalf of LeggMason Investors
For Positions Held As Of 6/30/01)

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr
American Electric Power Co Inc	Com	025537101	6,548	200,000	X	13
CMS Energy	Com	125896100	18,413	930,000	X	13
DTE Energy	Com	233331107	7586	230,000	X	13
EN.East	Com	29266M109	14026	945,500	X	13
El Paso Energy	Com	28336L109	6537	175,000	X	13
Keyspan Corp	Com	49337W100	9,336	360,000	X	13
SBC Communications	Com	78387G103	10,130	355,500	X	13
TXU	Com	873168108	21,670	632,500	X	13
Verizon Communications	Com	92343V104	13,334	350,000	X	13
XCEL Energy	Com	98389B100	16,134	800,000	X	13

FORM 13F Name of Reporting Manager:

Legg Mason, Inc.
(On Behalf of LMM, LLC
For Positions Held As Of 6/30/01)

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr
Axiom Corporation	Com	005125109	26,192	2,000,900	x	14
Ames Department Stores Inc.	Com	030789507	4,573	3,290,000	x	14
Amazon.com, Inc.	Com	023135106	28,300	2,000,000	x	14
Abercrombie & Fitch Co.	Com	002896207	115,380	2,592,800	x	14
AOL Time Warner Inc.	Com	00184A105	37,100	700,000	x	14

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

Cott Corp.	Com	22163N106	64,032	5,800,000	x	14
Cabletron Systems, Inc.	Com	126920107	148,525	6,500,000	x	14
Dell Computer Corporation	Com	247025109	26,150	1,000,000	x	14
eSPEED, Inc.	Com	296643109	33,000	1,500,000	x	14
E*TRADE Group Inc.	Com	269246104	9,675	1,500,000	x	14
Exodus Communications, Inc.	Com	302088109	51,624	25,060,000	x	14
Finova Group Inc.	Com	317928109	21,830	5,900,000	x	14
Gateway, Inc.	Com	367626108	47,705	2,900,000	x	14
Hollywood Entertainment Corp.	Com	436141105	34,686	4,100,000	x	14
KPMG Consulting Inc.	Com	48265R109	37,608	2,450,000	x	14
Kohls Corp.	Com	500255104	31,365	500,000	x	14
Mandalay Resort Group	Com	562567107	54,800	2,000,000	x	14
NOVA Corporation	Com	669784100	75,480	2,400,000	x	14
Knight Trading Group Inc.	Com	499063105	12,561	1,175,000	x	14
Nextel Communications, Inc.	Com	65332V103	43,750	2,500,000	x	14
Omnicare Inc.	Com	681904108	28,280	1,400,000	x	14
Oxford Health Plans, Inc.	Com	691471106	51,480	1,800,000	x	14
Pinnacle Entertainment, Inc.	Com	723456109	12,495	1,700,000	x	14
Pentair Inc.	Com	709631105	54,080	1,600,000	x	14
The Phoenix Companies, Inc.	Com	71902E109	5,580	300,000	x	14
Research In Motion Limited	Com	760975102	45,150	1,400,000	x	14
Republic Services, Inc.	Com	760759100	99,250	5,000,000	x	14
Symantec Corporation	Com	871503108	48,496	1,110,000	x	14
Talk America Holdings Inc	Com	87426R103	6,204	6,600,000	x	14
Tupperware Corp.	Com	899896104	9,812	418,800	x	14
Unisys Corp.	Com	909214108	55,898	3,800,000	x	14
UnumProvident Corporation	Com	91529Y106	73,876	2,300,000	x	14
Viad Corp	Com	92552R109	55,440	2,100,000	x	14
Washington Mutual, Inc.	Com	939322103	56,325	1,500,000	x	14
Westpoint Stevens Inc.	Com	961238102	2,760	2,000,000	x	14
Tricon Global Restaurants Inc.	Com	895953107	43,900	1,000,000	x	14

FORM 13F Name of Reporting Manager:

Legg Mason, Inc.

(On Behalf of Perigee Investment
For Positions Held As Of 6/30/01)

(1) Name of Issuer	(2) Title of Class	(3) CUSIP	(4) FMV (x1000)	(5) Shares	(6) Inv Disc (a) (b) (c)	(7) Other Mgr
ADC TELECOMMUNICATIONS INC	COM	000886101	201	29100	x	15
AES CORPORATION	COM	00130H105	1205	28000	x	15
AMB PROPERTY CORP	COM	00163T109	1538	59700	x	15
AOL TIME WARNER INC	COM	00184A105	17702	333999	x	15
A T & T CORP	COM	001957109	22040	1001800	x	15
AT&T WIRELESS GROUP	COM WIRLES	GRP001957406	4606	281700	x	15
ABBOTT LABS	COM	002824100	5427	113034	x	15
ABITIBI-CONSOLIDATED INC	COM	003924107	81034	6985687	x	15
ADVANCED MICRO DEVICES INC	COM	007903107	1701	58900	x	15
AGRIUM INC	COM	008916108	12238	815300	x	15
AKAMAI TECHNOLOGIES	COM	00971T101	3556	400000	x	15
ALBERTA ENERGY CO	COM	012873105	119273	1908370	x	15
ALCAN INC	COM	013716105	196906	3086307	x	15
ALCOA INC	COM	013817101	7106	176378	x	15
ALLTEL CORP	COM	020039103	1905	31100	x	15
ALPHARMA INC.	CL A	020813101	8524	312800	x	15

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

AMERADA HESS	COM	023551104	517	6400	x	15	
AMERICAN EXPRESS CO	COM	025816109	18556	478258	x	15	4
AMERICAN FINANCIAL GROUP INC	COM	025932104	3788	125000	x	15	1
AMERICAN HOME PRODS CORP	COM	026609107	21900	374741	x	15	3
AMERICAN INT'L GROUP	COM	026874107	12666	149894	x	15	1
AMGEN INC	COM	031162100	10150	164292	x	15	1
ANALOG DEVICES	COM	032654105	1798	41564	x	15	
ANHEUSER BUSCH COS INC	COM	035229103	1040	25250	x	15	
APOGENT TECHNOLOGIES INC	COM	03760A101	1747	71000	x	15	
APPLERA CORP-APPLIED BIOSYSTEM	COM	038020103	3767	140825	x	15	1
APPLIED MATERIAL INC	COM	038222105	1690	33200	x	15	
ARTHROCARE CORP	COM	043136100	3270	125300	x	15	1
ASIA PACIFIC RESOURCES LTD	COM	044902104	13	20000	x	15	
AUTOMATIC DATA PROCESSING	COM	053015103	1899	38206	x	15	
B C E INC	COM	05534B109	247269	6075411	x	15	60
BANK OF AMERICA CORP	COM	060505104	7677	127892	x	15	1
BANK OF MONTREAL	COM	063671101	205871	0.8382	x	15	
BANK OF NEW YORK CO. INC	COM	064057102	1963	40900	x	15	
BANK ONE CORPORATION	COM	06423a103	1726	48200	x	15	
BARRICK GOLD CORP	COM	067901108	100270	4340712	x	15	43
BAXTER INTL INC	COM	071813109	2132	43512	x	15	
BEA SYSTEMS INC	COM	073325102	1311	39600	x	15	
BELLSOUTH CORP	COM	079860102	5419	134578	x	15	1
BEMIS COMPANY	COM	081437105	430	10700	x	15	
BEST BUY COMPANY INC	COM	086516101	4446	70000	x	15	
BIOVAIL CORP	COM	09067J109	49578	747450	x	15	7
BIOMIRA INC	COM	09161R106	9223	878400	x	15	8
BOEING CO	COM	097023105	4690	84358	x	15	
BRASCAN CORPORATION	CL A LTD VT	SH10549P606	10645	409093	x	15	4
BRISTOL-MYERS SQUIBB	COM	110122108	7678	146798	x	15	1
BROOKFIELD PROPERTIES	COM	112900105	56251	1939700	x	15	19
CIGNA CORP	COM	125509109	2779	29000	x	15	
C-MAC INDUSTRIES	COM	125920108	53781	1337826	x	15	13
CSG SYSTEMS INTL INC	COM	126349109	847	14300	x	15	
CVS CORP	COM	126650100	16312	422600	x	15	4
CALPINE CORPORATION	COM	131347106	1433	37900	x	15	
CAMECO CORP	COM	13321L108	7075	221800	x	15	2
CANADA LIFE FINANCIAL CORP	COM	135113108	27755	630800	x	15	6
CANADIAN PACIFIC LTD COM	COM	135923100	197030	3360000	x	15	33
CANADIAN IMPERIAL BK COMMERCE	COM	136069101	262486	5082009	x	15	50
CANADIAN NATIONAL RAILWAY CO	COM	136375102	109753	1786932	x	15	17
CDN NATURAL RESOURCES LTD.	COM	136385101	83499	1861747	x	15	18
CARDINAL HEALTH INC	COM	14149Y108	932	13500	x	15	
CARNIVAL CORP	COM	143658102	8080	263200	x	15	2
CATERPILLAR INC	COM	149123101	1340	26769	x	15	
CELESTICA INC	COM	15101Q108	60734	779445	x	15	7
CERIDIAN CORP	COM	156779100	2024	105600	x	15	1
CHEVRON CORP	COM	166751107	5604	61925	x	15	
CISCO SYSTEMS INC	COM	17275R102	17003	880988	x	15	8
CITIGROUP INC	COM	172967101	37690	713277	x	15	7
CLEAR CHANNEL COMMUNICTIONS	COM	184502102	1085	17308	x	15	
COCA COLA CO	COM	191216100	10103	224503	x	15	2
COGNOS INCORPORATED	COM	19244C109	39665	1485590	x	15	14
COLGATE PALMOLIVE	COM	194162103	2378	40308	x	15	
COMCAST CORP	CL A	200300200	1962	45150	x	15	
COMINCO LTD	COM	200435105	3581	127895	x	15	1
COMPAQ COMPUTER CORP	COM	204493100	3108	200640	x	15	2
COMPUTER ASSOCIATES INTL INC	COM	204912109	1091	30311	x	15	
COMPUTER SCIENCES CORP	COM	205363104	1671	48300	x	15	
COMVERSE TECHNOLOGY INCCOM PAR \$0.10	COM	205862402	4480	77822	x	15	
CORNING INC	COM	219350105	246	14700	x	15	
COSTCO WHOLESALE CORP	COM	22160K105	1187	28261	x	15	

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

COUNTRYWIDE CREDIT IND INC	COM	222372104	4827	105200	x	15	1
DARDEN RESTAURANTS	COM	237194105	3061	109700	x	15	1
DELL COMPUTER	COM	247025109	2961	109847	x	15	1
DELPHI AUTOMATIVE SYSTEMS CORP	COM	247126105	2408	151449	x	15	1
DESCARTES SYSTEMS GROUP	COM	249906108	30049	1084400	x	15	10
DISNEY (WALT) CO HOLDING CO.	COM	254687106	2562	88687	x	15	
DOMINION RESOURCES INC/VA	COM	25746U109	1509	25100	x	15	
DOMTAR INC	COM	257561100	17823	1272172	x	15	12
DOREL INDUSTRIES INC	CL B	25822C205	19403	674900	x	15	6
DOW CHEMICAL CO	COM	260543103	3520	105858	x	15	1
DU PONT E I DE NEMOURS & CO	COM	263534109	4256	88227	x	15	
DUKE ENERGY CORP	COM	264399106	2497	64000	x	15	
DUN & BRADSTREET CORP	COM	26483E100	1427	50600	x	15	
EMC CORP (MASS)	COM	268648102	15063	502783	x	15	5
EL PASO CORP	COM	28336L109	3904	74300	x	15	
ELAN CORP PLC	ADR	284131208	602	9875	x	15	
ELECTRONIC DATA SYSTEMS CORP	COM	285661104	3886	62169	x	15	
EMERSON ELECTRIC	COM	291011104	14602	241350	x	15	2
ENBRIDGE INC	COM	29250n105	45909	1114568	x	15	11
ENGLEHARD CORP	COM	292845104	6615	256500	x	15	2
ENRON CORP	COM	293561106	1864	38047	x	15	
EQUITABLE RES INC	COM	294549100	1392	41800	x	15	
EXXON-MOBIL CORP	COM	30231G102	20144	230612	x	15	2
FREDDIE MAC	COM	313400301	3747	53528	x	15	
FANNIE MAE	COM	313586109	10692	126217	x	15	1
FIFTH THIRD BANCORP	COM	316773100	700	11600	x	15	
FIRST TENNESSEE NATL CORP	COM	337162101	3338	95900	x	15	
FIRST UNION CORP	COM	337358105	2999	85833	x	15	
FISHER SCIENTIFIC INTL	COM	338032204	4565	157400	x	15	1
FLEET BOSTON FINL CORP	COM	339030108	4042	102467	x	15	1
FORD MOTOR CO	COM PAR \$0.01	345370860	1819	74098	x	15	
FOUR SEASONS HOTELS INC	SUB VTG	35100E104	6949	82760	x	15	
GT GROUP TELECOM INC	CL B NON VTG	362359408	31872	3445600	x	15	34
GALILEO INTERNATIONAL INC	COM	363547100	357	11000	x	15	
GAP STORES	COM	364760108	2016	69522	x	15	
GENERAL ELECTRIC CO	COM	369604103	53277	1092869	x	15	10
GENERAL MOTORS CORP	COM	370442105	9426	146473	x	15	1
GENERAL MOTORS	CL H NEW	370442832	2722	134402	x	15	1
GENESIS MICROCHIP INC	COM	371933102	7921	218800	x	15	2
GILLETTE CO	COM	375766102	958	33047	x	15	
GILDAN ACTIVEWEAR INC	COM	375916103	14265	663500	x	15	6
GUIDANT CORP	COM	401698105	392	10900	x	15	
GULF CANADA RES	ORD	40218L305	46698	3802766	x	15	38
HCA INC	COM	404119109	1913	42340	x	15	
HALLIBURTON CO	COM	406216101	580	16300	x	15	
HARLEY DAVIDSON	COM	412822108	4559	96200	x	15	
HEALTH-NET SYSTEMS	COM	42222G108	1971	113300	x	15	1
HEMOSOL INC	COM	42369K102	7955	568200	x	15	5
HEWLETT PACKARD CO	COM	428236103	6285	219769	x	15	2
HOME DEPOT INC	COM	437076102	15295	328580	x	15	3
HORACE MANN EDUCATORS	COM	440327104	4300	200000	x	15	2
IMPATH INC	COM	45255G101	220	5000	x	15	
IMPERIAL OIL LTD	COM	453038408	84412	2172765	x	15	21
INCO LTD	COM	453258402	27378	1044975	x	15	10
INGERSOLL RAND CO	COM	456866102	4058	98500	x	15	
INTEL CORP	COM	458140100	13335	437498	x	15	4
INTERNATIONAL BUSINESS MACHS	COM	459200101	25331	224172	x	15	2
INTERNATIONAL PAPER CO	COM	460146103	2253	63100	x	15	
INTRAWEST CORP	COM NEW	460915200	8334	277800	x	15	2
INTIMATE BRANDS INC	CL A	461156101	5680	376875	x	15	3
IPSCO INC	COM	462622101	10232	444850	x	15	4
ISHARES INC	MSCI EMU INDEX	464286608	776	12900	x	15	

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

ISHARES INC	MSCI UTD KINGD	464286699	356	22800	x	15	
ISHARES INC	MSCI JAPAN	464286848	559	54600	x	15	
JDS UNIPHASE CORP	COM	46612J101	262	19900	x	15	
JP MORGAN CHASE & CO	COM	46625H100	7542	169110	x	15	1
JOHNSON & JOHNSON	COM	478160104	8614	172282	x	15	1
KELLOGG CO	COM	487836108	3060	105525	x	15	1
KIMBERLY CLARK CORP	COM	494368103	1962	35094	x	15	
KRAFT FOODS INC	CL A	50075N104	6665	215000	x	15	2
KROGER CO	COM	501044101	1330	53192	x	15	
ESTEE LAUDER COMPANIES	COM	518439104	2155	50000	x	15	
LILLY ELI & CO	COM	532457108	4340	58647	x	15	
LIMITED INC	COM	532716107	8840	535100	x	15	5
LINCOLN NATIONAL CORP	COM	534187109	229	4400	x	15	
LIZ CLAIRBORNE INC	COM	539320101	3108	61600	x	15	
LOWE'S COMPANIES	COM	548661107	13001	179200	x	15	1
MDU RESOURCES GROUP INC	COM	552690109	1691	53900	x	15	
MDS INC	COM	55269P302	20978	1219626	x	15	12
MAGNA INTERNATIONAL INC	CL A SUB VTG	559222401	90526	970995	x	15	9
MANOR CARE INC	COM	564055101	327	10500	x	15	
MANULIFE FINANCIAL CORP	COM	56501R106	94315	2227048	x	15	22
MARSH & MCLENNAN COS	COM	571748102	990	9800	x	15	
MCDONALDS CORP	COM	580135101	4335	160200	x	15	1
MEAD CORP	COM	582834107	470	17300	x	15	
MEDTRONIC INC	COM	585055106	17277	375514	x	15	3
MELLON FINL CORP	COM	58551A108	1822	39600	x	15	
MERCK & CO INC	COM	589331107	27752	434232	x	15	4
MERRILL LYNCH & CO	COM	590188108	9607	162150	x	15	1
METHANEX CORP	COM	59151K108	12184	1460900	x	15	14
METLIFE INC	COM	59156R108	2119	68400	x	15	
MICROSOFT CORP	COM	594918104	36492	506549	x	15	5
MICRON TECHNOLOGY	COM	595112103	2040	49631	x	15	
MINNESOTA MINING & MFG	COM	604059105	13391	116954	x	15	1
MIRANT CORP	COM	604675108	3092	89879	x	15	
MITEL CORP	COM	606711109	4056	261010	x	15	2
MORGAN ST DEAN WITTER & CO	COM	617446448	2491	38775	x	15	
MOTOROLA INC	COM	620076109	1347	81365	x	15	
MYLAN LABORATORIES	COM	628530107	1544	54900	x	15	
NEWMONT MNG CORP	COM	651639106	375	20146	x	15	
NEXTEL COMMUNICATIONS INC	COM	65332V103	177	10200	x	15	
NEXEN INC	COM	65334H102	50985	1338200	x	15	13
NORTEL NETWORKS CORP	COM	656568102	168352	18520582	x	15	185
NOVA CHEMICALS CORP	COM	66977W109	45027	1385452	x	15	13
NVIDIA CORP	COM	67066G104	3487	38000	x	15	
OCCIDENTAL PETROLEUM	COM	674599105	742	27900	x	15	
OLD REPUBLIC INTERNATIONAL	COM	680223104	914	31500	x	15	
OPEN TEXT CORP	COM	683715106	13357	374659	x	15	3
ORACLE CORP	COM	68389X105	19387	984628	x	15	9
OUTBACK STEAKHOUSE INC	COM	689899102	5711	198300	x	15	1
OXFORD HEALTH PLAN INC	COM	691471106	1370	47900	x	15	
THE PMI GROUP INC	COM	69344M101	3985	54900	x	15	
PNC FINANCIAL SERVICES GROUP	COM	693475105	1480	22500	x	15	
PARAMETRIC TECHNOLOGY CORP	COM	699173100	207	16000	x	15	
PAYCHEX INC	COM	704326107	2469	60000	x	15	
PEPSICO INC	COM	713448108	15930	360397	x	15	3
PETRO CANADA	COM/VARIBL	VTG71644E102	153142	4251590	x	15	42
PFIZER INC	COM	717081103	29892	746379	x	15	7
PHARMACIA CORP	COM	71713U102	6947	151187	x	15	1
PHILIP MORRIS COMPANIES	COM	718154107	35967	734016	x	15	7
PIVOTAL CORP	COM	72581R106	12688	488000	x	15	4
PLACER DOME INC	COM	725906101	29841	2016300	x	15	20
POTASH CORP OF SASKATCHEWAN	COM	73755L107	10875	125000	x	15	1
PREMDOR INC	COM	74046P105	6901	633100	x	15	6

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

PROCTER & GAMBLE CO	COM	742718109	10069	157821	x	15	1
PROGRESS ENERGY INC	COM	743263105	1967	43800	x	15	
PUTNAM PREMIER INCOME TSHSBEN	INT	746853100	66	10500	x	15	
QLT INC	COM	746927102	16650	555000	x	15	5
QUEBECOR WORLD INC	COM	748203106	16221	424514	x	15	4
QWEST COMMUNICATIONS INTL INC	COM	749121109	3097	97166	x	15	
RELIANT ENERGY INC	COM	75952J108	4930	153100	x	15	1
ROGERS COMMUNICATIONS INC	CL B	775109200	5504	242875	x	15	2
ROYAL BANK OF CANADA	COM	780087102	160099	3296258	x	15	32
ROYAL DUTCH PETE CO NY REG	GL1.25	780257804	9217	158169	x	15	1
SBC COMMUNICATIONS	COM	78387G103	12166	303694.6	x	15	3
S & P 500 DEPOSITARY REUNITTSE	1	78462F103	581	4712	x	15	
SAFEWAY INC	COM	786514208	4469	93100	x	15	
ST JUDE MEDICAL INC	COM	790849103	1584	26400	x	15	
SANDISK CORP	SUB-VTG SH	80004C101	4823	175000	x	15	1
SCHERING-PLOUGH CORP	COM	806605101	3233	89214	x	15	
SCHLUMBERGER LTD	COM	806857108	3837	72886	x	15	
SCHWAB (CHARLES) CORP	COM	808513105	859	56117	x	15	
724 SOLUTIONS INC	COM	81788Q100	6047	537500	x	15	5
SHAW COMMUNS INC	CL B CONV	82028K200	269	7500	x	15	
SIERRA WIRELESS	COM	826516106	10922	390200	x	15	3
SILENT WITNESS ENTERPRISESCOM	NEW	826906307	5044	453600	x	15	4
SIMON PPTY GROUP INC	COM	828806109	496	16750	x	15	
SOUTHERN CO	COM	842587107	637	27400	x	15	
SOUTHTRUST CORP	COM	844730101	2279	87700	x	15	
STATE STREET CORP	COM	857477103	653	13200	x	15	
STRYKER CORP	COM	863667101	1161	21100	x	15	
SUN LIFE FINANCIAL SVSC CAN	COM	866796105	102882	2833425	x	15	28
SUN MICROSYSTEMS INC	COM	866810104	12106	747270	x	15	7
SUNCOR ENERGY INC	COM	867229106	41825	1083559	x	15	10
SUNOCO INC	COM	86764p109	1773	48400	x	15	
SYMANTEC CORP	COM	871503108	801	18600	x	15	
SYSCO CORP	COM	871829107	967	34400	x	15	
TD WATERHOUSE	COM	872362108	5423	340000	x	15	3
TXU CORPORATION	COM	873168108	2038	42300	x	15	
TAIWAN SEMICONDUCTOR	COM	874039100	224	15300	x	15	
TALISMAN ENERGY INC	COM	87425E103	8926	154556	x	15	1
TARGET CORP	COM	87612E106	2378	68714	x	15	
TEKTRONIX INC	COM	879131100	1542	56800	x	15	
TELEFONOS DE MEXICO SPONSORED	ADR	879403780	323	9200	x	15	
TELLABS INC	COM	879664100	6575	344808	x	15	3
TENET HEALTHCARE CORPORATION	COM	88033G100	423	8200	x	15	
TEXACO INC	COM	881694103	2948	44264	x	15	
TESMA INTERNATIONAL INCCL A SUB	VTG	881908107	12034	388200	x	15	3
TEXAS INSTRS INC	COM	882508104	2897	88200	x	15	
TORONTO DOMINION BANK	COM NEW	891160509	257977	6676418	x	15	66
TRANSCANADA PIPELINES LTD	COM	893526103	21003	1120177	x	15	11
TRIGON HEALTHCARE INC	COM	89618L100	2393	36900	x	15	
TRIZECHAHN CORP	COM	896938107	23521	844546	x	15	8
TYCO INTL	COM	902124106	10506	192767	x	15	1
US BANCORP	COM	902973304	1338	58700	x	15	
UNITED TECHS CORP	COM	913017109	6474	88374	x	15	
UNUMPROVIDENT CORP	COM	91529Y106	225	7000	x	15	
V F CORP	COM	918204108	1364	37500	x	15	
VERITAS SOFTWARE CORP	COM	923436109	811	12000	x	15	
VERIZON COMMUNICATIONS	COM	92343V104	14133	264165	x	15	2
VIACOM INC CLASS B	CL B	925524308	3849	74381	x	15	
VIAD CORP	COM	92552R109	1500	56800	x	15	
WALMART STORES INC	COM	931142103	20315	415097	x	15	4
WALGREEN CO	COM	931422109	1770	51817	x	15	
WASHINGTON MUTUAL INC	COM	939322103	1021	27200	x	15	
WATSON PHARMACEUTICALS INC	COM	942683103	4623	75000	x	15	

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

WELLS FARGO COMPANY	COM	949746101	4007	86297	x	15	
WESCAST INDUSTRIES INC	CL A	950813105	15692	305000	x	15	3
WESTCOAST ENERGY INC	COM	95751D102	535	14975	x	15	
WILLIAMS COMMUNICATION CORP	COM	969455104	45	15217	x	15	
WILLIAMS COS INC	COM	969457100	9256	280900	x	15	2
WINN-DIXIE STORES INC	COM	974280109	463	17700	x	15	
WORLDCOM INC - WORLDCOM GROUP	COM	98157D106	320	21550	x	15	
ANNUITY & LIFE RE (HLDGS.)	COM	G03910109	821	23000	x	15	
GLOBAL CROSSING LTD	COM	G3921A100	270	31300	x	15	
SEDCOFOREX HOLDINGS LTD.	COM	G90078109	4616	111900	x	15	1

