

Edgar Filing: EATON CORP - Form SC 13G/A

OWNED BY EACH REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER	4,244,552
	8	SHARED DISPOSITIVE POWER	0
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			4,244,552
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		N/A	___
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		5.58%	
12 TYPE OF REPORTING PERSON		IA:PN	

ITEM 1.

- (a) See Front Cover Page
Eaton Center
1111 Superior Avenue
Cleveland, OH 44114

ITEM 2.

- (a) Lord, Abbett & Co.
- (b) 90 Hudson Street
Jersey City, NJ 07302
- (c) New York
- (d) See Front Cover Page
- (e) See Front Cover Page

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A:

- (e) Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940.

ITEM 4. OWNERSHIP

- (a) See No. 9
- (b) See No. 11
- (c)
 - (i) See No. 5
 - (ii) See No. 6
 - (iii) See No. 7
 - (iv) See No. 8

ITEM 5. OWNER OF FIVE PERCENT OR LESS OF A CLASS

N/A

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

N/A

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED

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THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

N/A

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

N/A

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

N/A

ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date January 26, 2004

Signature /s/ Paul A. Hilstad
General Counsel