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REGIONS FINANCIAL CORP  
Form 13F-HR  
February 13, 2003

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

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: December 31, 2002

Check here if Amendment ; Amendment Number:  
This Amendment (Check only one.):  is a restatement  
 adds new holdings entries  
Institutional Investment Manager Filing this Report:

Name: Regions Financial Corporation  
Address: 417 North 20th Street  
Birmingham, AL 35202

Form 13F File Number: 28-01129

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Ronald C. Jackson  
Title: Senior Vice President and Comptroller  
Phone: 205/326-7090

Signature, Place, and Date of Signing:

/s/Ronald C. Jackson                      Birmingham, Alabama                      February 13, 2003  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

Form 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 758

Form 13F Information Table Value Total: \$2,056,395 (thousands)

List of Other Included Managers: None

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

### Form 13F INFORMATION TABLE

| COLUMN 1<br>NAME OF ISSUER      | COLUMN 2<br>TITLE OF CLASS | COLUMN 3<br>CUSIP | COLUMN 4<br>VALUE<br>(THOUSANDS) | COLUMN 5<br>SHRS OR SH/ PUT/<br>PRN AMT PRN CALL |
|---------------------------------|----------------------------|-------------------|----------------------------------|--|
| XCELERA INC                     | COM                        | G31611109         | 11                               | 18,036   |
| GLOBALSANTAFE CORPORATION       | SHS                        | G3930E101         | 191                              | 7,873  |
| GLOBALSANTAFE CORPORATION       | SHS                        | G3930E101         | 131                              | 5,400  |
| INGERSOLL-RAND COMPANY LTD      | CL A                       | G4776G101         | 3,805                            | 88,355   |
| INGERSOLL-RAND COMPANY LTD      | CL A                       | G4776G101         | 37                               | 859  |
| NABORS INDUSTRIES LTD           | SHS                        | G6359F103         | 196                              | 5,566  |
| NABORS INDUSTRIES LTD           | SHS                        | G6359F103         | 8                                | 240  |
| TRANSOCEAN SEDCO FOREX INC      | ORD                        | G90078109         | 196                              | 8,444  |
| TRANSOCEAN SEDCO FOREX INC      | ORD                        | G90078109         | 252                              | 10,869   |
| WEATHERFORD INTL LTD            | COM                        | G95089101         | 2,531                            | 63,392   |
| FLEXTRONICS INTL ADR            | ORD                        | Y2573F102         | 10,731                           | 1,310,308  |
| FLEXTRONICS INTL ADR            | ORD                        | Y2573F102         | 6                                | 680  |
| AFLAC INC                       | COM                        | 001055102         | 6,509                            | 216,105  |
| AFLAC INC                       | COM                        | 001055102         | 1,317                            | 43,715   |
| AGL RES INC                     | COM                        | 001204106         | 43                               | 1,760  |
| AGL RES INC                     | COM                        | 001204106         | 357                              | 14,672   |
| AOL TIME WARNER INC             | COM                        | 00184A105         | 361                              | 27,586   |
| AOL TIME WARNER INC             | COM                        | 00184A105         | 103                              | 7,831  |
| AT&T CORP                       | COM NEW                    | 001957505         | 283                              | 10,846   |
| AT&T CORP                       | COM NEW                    | 001957505         | 134                              | 5,117  |
| AT & T WIRELESS SERVICES INC    | COM                        | 00209A106         | 92                               | 16,354   |
| AT & T WIRELESS SERVICES INC    | COM                        | 00209A106         | 31                               | 5,514  |
| ABBOTT LABORATORIES             | COM                        | 002824100         | 15,315                           | 382,886  |
| ABBOTT LABORATORIES             | COM                        | 002824100         | 1,031                            | 25,775   |
| ABERCROMBIE & FITCH CO CLASS A  | CL A                       | 002896207         | 13,228                           | 646,540  |
| ABERCROMBIE & FITCH CO CLASS A  | CL A                       | 002896207         | 65                               | 3,200  |
| ABERDEEN ASIA PAC PRIME INC     | COM                        | 003009107         | 51                               | 11,000   |
| ABERDEEN ASIA PAC PRIME INC     | COM                        | 003009107         | 116                              | 25,000   |
| AEGON N V ADR                   | ORD AMER REG               | 007924103         | 308                              | 23,989   |
| AEGON N V ADR                   | ORD AMER REG               | 007924103         | 289                              | 22,533   |
| AFFILIATED COMPUTER SVCS INC    | CL A                       | 008190100         | 2,239                            | 42,535   |
| AFFILIATED COMPUTER SVCS INC    | CL A                       | 008190100         | 11                               | 200  |
| AGILENT TECHNOLOGIES INC        | COM                        | 00846U101         | 114                              | 6,360  |
| AGILENT TECHNOLOGIES INC        | COM                        | 00846U101         | 72                               | 3,992  |
| AIR PRODUCTS & CHEMICALS INC    | COM                        | 009158106         | 130                              | 3,041  |
| AIR PRODUCTS & CHEMICALS INC    | COM                        | 009158106         | 215                              | 5,032  |
| ALABAMA NATL BANCORPORATION DEL | COM                        | 010317105         | 419                              | 9,625  |
| ALABAMA NATL BANCORPORATION DEL | COM                        | 010317105         | 22                               | 500  |

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|                                |               |           |        |         |   |
|--------------------------------|---------------|-----------|--------|---------|---|
| ALBERTSONS INC                 | COM           | 013104104 | 302    | 13,585  | S |
| ALBERTSONS INC                 | COM           | 013104104 | 29     | 1,315   | S |
| ALCOA INC                      | COM           | 013817101 | 3,098  | 136,000 | S |
| ALCOA INC                      | COM           | 013817101 | 171    | 7,525   | S |
| ALFA CORP                      | COM           | 015385107 | 481    | 40,008  | S |
| ALFA CORP                      | COM           | 015385107 | 17     | 1,396   | S |
| ALLSTATE CORP                  | COM           | 020002101 | 2,444  | 66,077  | S |
| ALLSTATE CORP                  | COM           | 020002101 | 347    | 9,388   | S |
| ALLTEL CORP                    | COM           | 020039103 | 1,138  | 22,303  | S |
| ALLTEL CORP                    | COM           | 020039103 | 349    | 6,835   | S |
| AMERICAN EAGLE OUTFITTERS IN   | COM           | 02553E106 | 3,858  | 280,000 | S |
| AMERICAN ELECTRIC POWER INC    | COM           | 025537101 | 377    | 13,784  | S |
| AMERICAN ELECTRIC POWER INC    | COM           | 025537101 | 10     | 377     | S |
| AMERICAN EXPRESS CO            | COM           | 025816109 | 11,574 | 327,415 | S |
| AMERICAN EXPRESS CO            | COM           | 025816109 | 1,526  | 43,159  | S |
| AMERICAN INTL GROUP INC        | COM           | 026874107 | 19,091 | 330,018 | S |
| AMERICAN INTL GROUP INC        | COM           | 026874107 | 2,450  | 42,343  | S |
| AMGEN INC                      | COM           | 031162100 | 9,812  | 202,984 | S |
| AMGEN INC                      | COM           | 031162100 | 882    | 18,243  | S |
| AMSOUTH BANCORPORATION         | COM           | 032165102 | 8,839  | 460,342 | S |
| AMSOUTH BANCORPORATION         | COM           | 032165102 | 6,412  | 333,984 | S |
| ANADARKO PETE CORP             | COM           | 032511107 | 2,106  | 43,977  | S |
| ANADARKO PETE CORP             | COM           | 032511107 | 59     | 1,237   | S |
| ANHEUSER BUSCH COS INC         | COM           | 035229103 | 13,396 | 276,778 | S |
| ANHEUSER BUSCH COS INC         | COM           | 035229103 | 556    | 11,491  | S |
| AON CORP                       | COM           | 037389103 | 888    | 47,000  | S |
| APACHE CORP                    | COM           | 037411105 | 4,826  | 84,678  | S |
| APACHE CORP                    | COM           | 037411105 | 33     | 573     | S |
| APPLIED MATLS INC              | COM           | 038222105 | 12,993 | 997,142 | S |
| APPLIED MATLS INC              | COM           | 038222105 | 186    | 14,240  | S |
| ARCHER DANIELS MIDLAND CO      | COM           | 039483102 | 510    | 41,165  | S |
| ARCHER DANIELS MIDLAND CO      | COM           | 039483102 | 48     | 3,903   | S |
| ASTRAZENECA PLC                | SPONSORED ADR | 046353108 | 220    | 6,270   | S |
| ATLANTIC COAST AIR HLDGS INC   | COM           | 048396105 | 1,925  | 160,000 | S |
| AUBURN NATIONAL BANCORPORATION | COM           | 050473107 | 147    | 11,000  | S |
| AUBURN NATIONAL BANCORPORATION | COM           | 050473107 | 330    | 24,650  | S |
| AUTOMATIC DATA PROCESSING INC  | COM           | 053015103 | 8,369  | 213,211 | S |
| AUTOMATIC DATA PROCESSING INC  | COM           | 053015103 | 480    | 12,217  | S |
| AVANT IMMUNOTHERAPEUTICS INC   | COM           | 053491106 | 13     | 11,542  | S |
| AVERY DENNISON CORP            | COM           | 053611109 | 225    | 3,679   | S |
| AVERY DENNISON CORP            | COM           | 053611109 | 61     | 1,000   | S |
| AVOCENT CORP                   | COM           | 053893103 | 11,423 | 514,099 | S |
| AVON PRODS INC                 | COM           | 054303102 | 120    | 2,220   | S |
| AVON PRODS INC                 | COM           | 054303102 | 277    | 5,136   | S |
| BISYS GROUP INC                | COM           | 055472104 | 1,590  | 100,000 | S |
| BJS WHSL CLUB INC              | COM           | 05548J106 | 2,636  | 144,066 | S |
| BP PLC ADR                     | SPONSORED ADR | 055622104 | 9,469  | 232,937 | S |
| BP PLC ADR                     | SPONSORED ADR | 055622104 | 2,887  | 71,021  | S |
| BMC SOFTWARE INC               | COM           | 055921100 | 5,089  | 297,447 | S |
| BMC SOFTWARE INC               | COM           | 055921100 | 2      | 100     | S |
| BANCORPSOUTH INC               | COM           | 059692103 | 60     | 3,064   | S |
| BANCORPSOUTH INC               | COM           | 059692103 | 194    | 10,000  | S |
| BANCTRUST FINANCIAL GP         | COM           | 05978R107 | 248    | 22,355  | S |
| BANK AMER CORP                 | COM           | 060505104 | 19,488 | 280,119 | S |
| BANK AMER CORP                 | COM           | 060505104 | 15,701 | 225,684 | S |
| BANK NEW YORK INC              | COM           | 064057102 | 1,224  | 51,095  | S |
| BANK NEW YORK INC              | COM           | 064057102 | 91     | 3,780   | S |
| BANK ONE CORP                  | COM           | 06423A103 | 311    | 8,498   | S |
| BANK ONE CORP                  | COM           | 06423A103 | 352    | 9,623   | S |
| BANKNORTH GROUP INC            | COM           | 06646R107 | 922    | 40,800  | S |
| BARRICK GOLD CORP ADR          | COM           | 067901108 | 808    | 52,447  | S |
| BARRICK GOLD CORP ADR          | COM           | 067901108 | 60     | 3,900   | S |

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|                                      |                |           |        |         |   |
|--------------------------------------|----------------|-----------|--------|---------|---|
| BARR LABS INC                        | COM            | 068306109 | 184    | 2,830   | S |
| BARR LABS INC                        | COM            | 068306109 | 19     | 285     | S |
| BAXTER INTERNATIONAL INC             | COM            | 071813109 | 4,481  | 160,047 | S |
| BAXTER INTERNATIONAL INC             | COM            | 071813109 | 362    | 12,940  | S |
| BEAR STEARNS COS INC                 | COM            | 073902108 | 161    | 2,716   | S |
| BEAR STEARNS COS INC                 | COM            | 073902108 | 70     | 1,177   | S |
| BECTON DICKINSON & CO                | COM            | 075887109 | 333    | 10,850  | S |
| BECTON DICKINSON & CO                | COM            | 075887109 | 31     | 1,008   | S |
| BED BATH & BEYOND INC                | COM            | 075896100 | 5,589  | 161,870 | S |
| BED BATH & BEYOND INC                | COM            | 075896100 | 76     | 2,195   | S |
| BELLSOUTH CORP                       | COM            | 079860102 | 6,988  | 270,131 | S |
| BELLSOUTH CORP                       | COM            | 079860102 | 2,964  | 114,565 | S |
| BERKSHIRE HATHAWAY INC DEL CL A CL A |                | 084670108 | 4,874  | 67      | S |
| BERKSHIRE HATHAWAY INC DEL CL A CL A |                | 084670108 | 1,601  | 22      | S |
| BERKSHIRE HATHAWAY INC DEL           | CL B           | 084670207 | 3,855  | 1,591   | S |
| BERKSHIRE HATHAWAY INC DEL           | CL B           | 084670207 | 773    | 319     | S |
| BEST BUY INC                         | COM            | 086516101 | 3,965  | 164,195 | S |
| BEST BUY INC                         | COM            | 086516101 | 193    | 7,980   | S |
| BIOCRYST PHARMACEUTICALS INC         | COM            | 09058V103 | 1      | 1,500   | S |
| BIOCRYST PHARMACEUTICALS INC         | COM            | 09058V103 | 105    | 109,054 | S |
| BIOGEN INC                           | COM            | 090597105 | 267    | 6,657   | S |
| BIOGEN INC                           | COM            | 090597105 | 47     | 1,171   | S |
| BLACK & DECKER MFG CO                | COM            | 091797100 | 246    | 5,725   | S |
| BLACK & DECKER MFG CO                | COM            | 091797100 | 7      | 165     | S |
| BLACKROCK INSD MUN TERM TR INC       | COM            | 092474105 | 274    | 25,000  | S |
| BLACKROCK INSD MUN INCOME TR         | COM            | 092479104 | 288    | 19,500  | S |
| BLACKROCK MUNICIPAL BOND TR          | COM            | 09249H104 | 209    | 15,000  | S |
| BLOCK H & R INC                      | COM            | 093671105 | 245    | 6,085   | S |
| BLOCK H & R INC                      | COM            | 093671105 | 200    | 4,980   | S |
| BLOUNT INTL INC NEW                  | COM            | 095180105 | 159    | 41,851  | S |
| BOEING CO                            | COM            | 097023105 | 6,849  | 207,616 | S |
| BOEING CO                            | COM            | 097023105 | 299    | 9,053   | S |
| BRINKER INTL INC                     | COM            | 109641100 | 1,953  | 60,573  | S |
| BRISTOL MYERS SQUIBB CO              | COM            | 110122108 | 13,106 | 566,116 | S |
| BRISTOL MYERS SQUIBB CO              | COM            | 110122108 | 2,804  | 121,125 | S |
| BROWN & BROWN INC                    | COM            | 115236101 | 685    | 21,200  | S |
| BUCKEYE PARTNERS LP UNITS            | UNIT LTD PARTN | 118230101 | 269    | 7,000   | S |
| BURLINGTON NORTHN SANTA FE CORP      | COM            | 12189T104 | 2,517  | 96,762  | S |
| BURLINGTON NORTHN SANTA FE CORP      | COM            | 12189T104 | 86     | 3,325   | S |
| BURLINGTON RESOURCES INC             | COM            | 122014103 | 513    | 12,024  | S |
| BURLINGTON RESOURCES INC             | COM            | 122014103 | 50     | 1,168   | S |
| CDW COMPUTER CTRS INC                | COM            | 125129106 | 2,456  | 56,000  | S |
| CIGNA CORP                           | COM            | 125509109 | 864    | 21,000  | S |
| CIGNA CORP                           | COM            | 125509109 | 90     | 2,196   | S |
| CSX CORP                             | COM            | 126408103 | 188    | 6,628   | S |
| CSX CORP                             | COM            | 126408103 | 57     | 2,020   | S |
| CVS CORPORATION (DEL)                | COM            | 126650100 | 7,149  | 286,315 | S |
| CVS CORPORATION (DEL)                | COM            | 126650100 | 129    | 5,174   | S |
| CABOT MICROELECTRONICS CORP          | COM            | 12709P103 | 4,132  | 87,533  | S |
| CAMPBELL SOUP CO                     | COM            | 134429109 | 202    | 8,600   | S |
| CAMPBELL SOUP CO                     | COM            | 134429109 | 87     | 3,700   | S |
| CARDINAL HEALTH INC                  | COM            | 14149Y108 | 254    | 4,295   | S |
| CARDINAL HEALTH INC                  | COM            | 14149Y108 | 90     | 1,524   | S |
| CARLISLE COS INC                     | COM            | 142339100 | 245    | 5,915   | S |
| CATERPILLAR INC                      | COM            | 149123101 | 462    | 10,113  | S |
| CATERPILLAR INC                      | COM            | 149123101 | 305    | 6,668   | S |
| CEDAR FAIR L P                       | DEPOSITRY UNIT | 150185106 | 365    | 15,450  | S |
| CENTERPOINT ENERGY INC               | COM            | 15189T107 | 107    | 12,544  | S |
| CENTERPOINT ENERGY INC               | COM            | 15189T107 | 64     | 7,573   | S |
| CENTURYTEL INC                       | COM            | 156700106 | 7,380  | 251,194 | S |
| CENTURYTEL INC                       | COM            | 156700106 | 24     | 800     | S |
| CHEVRONTEXACO CORP                   | COM            | 166764100 | 16,087 | 241,978 | S |

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|                              |                |           |        |           |   |
|------------------------------|----------------|-----------|--------|-----------|---|
| CHEVRONTEXACO CORP           | COM            | 166764100 | 3,300  | 49,636    | S |
| CHICOS FAS INC               | COM            | 168615102 | 2,651  | 140,215   | S |
| CINERGY CORP                 | COM            | 172474108 | 141    | 4,187     | S |
| CINERGY CORP                 | COM            | 172474108 | 413    | 12,245    | S |
| CIRCUIT CITY STORES GROUP    | COM            | 172737108 | 948    | 127,795   | S |
| CIRCUIT CITY STORES GROUP    | COM            | 172737108 | 12     | 1,600     | S |
| CISCO SYS INC                | COM            | 17275R102 | 13,760 | 1,050,418 | S |
| CISCO SYS INC                | COM            | 17275R102 | 936    | 71,436    | S |
| CITIGROUP INC                | COM            | 172967101 | 17,887 | 508,309   | S |
| CITIGROUP INC                | COM            | 172967101 | 3,784  | 107,521   | S |
| CLEAR CHANNEL COMMUNICATIONS | COM            | 184502102 | 13,113 | 351,645   | S |
| CLEAR CHANNEL COMMUNICATIONS | COM            | 184502102 | 102    | 2,730     | S |
| CLOROX CO                    | COM            | 189054109 | 2,190  | 53,102    | S |
| CLOROX CO                    | COM            | 189054109 | 367    | 8,889     | S |
| COCA COLA CO                 | COM            | 191216100 | 39,521 | 901,475   | S |
| COCA COLA CO                 | COM            | 191216100 | 36,700 | 837,140   | S |
| COCA COLA ENTERPRISES INC    | COM            | 191219104 | 3      | 125       | S |
| COCA COLA ENTERPRISES INC    | COM            | 191219104 | 4,758  | 219,060   | S |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 6,434  | 122,713   | S |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 14,637 | 279,174   | S |
| COLONIAL BANCGROUP INC       | COM            | 195493309 | 141    | 11,814    | S |
| COLONIAL BANCGROUP INC       | COM            | 195493309 | 52     | 4,388     | S |
| COLONIAL PPTYS TR (REIT)     | COM SH BEN INT | 195872106 | 70     | 2,050     | S |
| COLONIAL PPTYS TR (REIT)     | COM SH BEN INT | 195872106 | 286    | 8,425     | S |
| COMCAST CORP NEW CL A        | CL A           | 20030N101 | 1,041  | 44,187    | S |
| COMCAST CORP NEW CL A        | CL A           | 20030N101 | 195    | 8,265     | S |
| COMCAST CORP NEW             | CL A SPL       | 20030N200 | 7,130  | 315,637   | S |
| COMCAST CORP NEW             | CL A SPL       | 20030N200 | 193    | 8,560     | S |
| COMERICA INC                 | COM            | 200340107 | 216    | 5,003     | S |
| COMPASS BANCSHARES, INC.     | COM            | 20449H109 | 1,881  | 60,158    | S |
| COMPASS BANCSHARES, INC.     | COM            | 20449H109 | 3,910  | 125,048   | S |
| CONAGRA FOODS INC COM        | COM            | 205887102 | 8,075  | 322,880   | S |
| CONAGRA FOODS INC COM        | COM            | 205887102 | 442    | 17,662    | S |
| CONEXANT SYS INC             | COM            | 207142100 | 25     | 15,285    | S |
| CONEXANT SYS INC             | COM            | 207142100 | 2      | 1,448     | S |
| CONOCOPHILLIPS               | COM            | 20825C104 | 7,298  | 150,825   | S |
| CONOCOPHILLIPS               | COM            | 20825C104 | 364    | 7,531     | S |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 159    | 3,711     | S |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 126    | 2,950     | S |
| COOPER CAMERON CORP          | COM            | 216640102 | 5,528  | 110,954   | S |
| COOPER CAMERON CORP          | COM            | 216640102 | 21     | 425       | S |
| COORS ADOLPH CO CL B         | CL B           | 217016104 | 5,034  | 82,180    | S |
| COORS ADOLPH CO CL B         | CL B           | 217016104 | 9      | 150       | S |
| CORNING INC                  | COM            | 219350105 | 34     | 10,299    | S |
| CORNING INC                  | COM            | 219350105 | 12     | 3,775     | S |
| COSTCO WHSL CORP             | COM            | 22160K105 | 1,116  | 39,768    | S |
| COSTCO WHSL CORP             | COM            | 22160K105 | 165    | 5,875     | S |
| COX COMMUNICATIONS INC NEW   | CL A           | 224044107 | 23,923 | 842,349   | S |
| CYPRESS SEMICONDUCTOR CORP   | COM            | 232806109 | 686    | 120,000   | S |
| DNP SELECT INCOME FD         | COM            | 23325P104 | 519    | 52,425    | S |
| DNP SELECT INCOME FD         | COM            | 23325P104 | 186    | 18,780    | S |
| DST SYS INC DEL              | COM            | 233326107 | 711    | 20,000    | S |
| DTE ENERGY CO                | COM            | 233331107 | 239    | 5,143     | S |
| DTE ENERGY CO                | COM            | 233331107 | 34     | 725       | S |
| DANAHER CORP                 | COM            | 235851102 | 226    | 3,440     | S |
| DEERE & CO                   | COM            | 244199105 | 178    | 3,885     | S |
| DEERE & CO                   | COM            | 244199105 | 110    | 2,400     | S |
| DEL MONTE FOODS CO           | COM            | 24522P103 | 166    | 21,551    | S |
| DEL MONTE FOODS CO           | COM            | 24522P103 | 31     | 3,986     | S |
| DELL COMPUTER CORP           | COM            | 247025109 | 6,637  | 248,193   | S |
| DELL COMPUTER CORP           | COM            | 247025109 | 692    | 25,871    | S |
| DELPHI AUTOMOTIVE SYS CORP   | COM            | 247126105 | 124    | 15,452    | S |

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|  |               |           |        |           |   |
|--|---------------|-----------|--------|-----------|---|
| DELPHI AUTOMOTIVE SYS CORP                 | COM           | 247126105 | 56     | 7,005     | S |
| DELTA AIR LINES INC                        | COM           | 247361108 | 107    | 8,865     | S |
| DELTA AIR LINES INC                        | COM           | 247361108 | 33     | 2,688     | S |
| DELTIC TIMBER CORP                         | COM           | 247850100 | 1,790  | 67,028    | S |
| DEUTSCHE TELEKOM AG                        | SPONSORED ADR | 251566105 | 156    | 12,278    | S |
| DIAL CORP NEW COM                          | COM           | 25247D101 | 794    | 38,991    | S |
| DIAL CORP NEW COM                          | COM           | 25247D101 | 133    | 6,511     | S |
| DIEBOLD INC                                | COM           | 253651103 | 286    | 6,945     | S |
| WALT DISNEY COMPANY                        | COM DISNEY    | 254687106 | 2,697  | 165,359   | S |
| WALT DISNEY COMPANY                        | COM DISNEY    | 254687106 | 858    | 52,629    | S |
| DOLLAR TREE STORES INC                     | COM           | 256747106 | 2,953  | 120,203   | S |
| DOMINION RES INC VA NEW                    | COM           | 25746U109 | 365    | 6,646     | S |
| DOMINION RES INC VA NEW                    | COM           | 25746U109 | 32     | 580       | S |
| DOVER CORP                                 | COM           | 260003108 | 892    | 30,604    | S |
| DOVER CORP                                 | COM           | 260003108 | 116    | 3,965     | S |
| DOW CHEM CO COM                            | COM           | 260543103 | 778    | 26,208    | S |
| DOW CHEM CO COM                            | COM           | 260543103 | 329    | 11,062    | S |
| DREYFUS STRATEGIC MUNS INC                 | COM           | 261932107 | 485    | 50,000    | S |
| DREYFUS STRATEGIC MUNS INC                 | COM           | 261932107 | 33     | 3,400     | S |
| DREYFUS STRATEGIC MUN BD FD INC            | COM           | 26202F107 | 416    | 51,548    | S |
| DU PONT E I DE NEMOURS & CO                | COM           | 263534109 | 17,540 | 413,684   | S |
| DU PONT E I DE NEMOURS & CO                | COM           | 263534109 | 2,937  | 69,267    | S |
| DUKE ENERGY CORP                           | COM           | 264399106 | 3,617  | 185,084   | S |
| DUKE ENERGY CORP                           | COM           | 264399106 | 290    | 14,844    | S |
| DURECT CORP                                | COM           | 266605104 | 102    | 50,281    | S |
| E M C CORP MASS                            | COM           | 268648102 | 3,223  | 524,861   | S |
| E M C CORP MASS                            | COM           | 268648102 | 212    | 34,489    | S |
| E TRADE GROUP INC                          | COM           | 269246104 | 3,014  | 620,250   | S |
| E TRADE GROUP INC                          | COM           | 269246104 | 3      | 550       | S |
| EASTMAN CHEM CO                            | COM           | 277432100 | 411    | 11,186    | S |
| EASTMAN CHEM CO                            | COM           | 277432100 | 129    | 3,515     | S |
| EASTMAN KODAK CO                           | COM           | 277461109 | 209    | 5,973     | S |
| EASTMAN KODAK CO                           | COM           | 277461109 | 49     | 1,385     | S |
| EATON CORP                                 | COM           | 278058102 | 307    | 3,932     | S |
| EATON VANCE MUNICIPAL INCOME FD SH BEN INT |               | 27826U108 | 475    | 33,332    | S |
| EL PASO CORP                               | COM           | 28336L109 | 50     | 7,188     | S |
| EL PASO CORP                               | COM           | 28336L109 | 57     | 8,207     | S |
| ELECTRONIC ARTS                            | COM           | 285512109 | 234    | 4,700     | S |
| ELECTRONIC DATA SYS CORP NEW               | COM           | 285661104 | 9,136  | 495,723   | S |
| ELECTRONIC DATA SYS CORP NEW               | COM           | 285661104 | 530    | 28,738    | S |
| EMERSON ELECTRIC CO                        | COM           | 291011104 | 1,233  | 24,255    | S |
| EMERSON ELECTRIC CO                        | COM           | 291011104 | 446    | 8,780     | S |
| ENERGEN CORP                               | COM           | 29265N108 | 213    | 7,315     | S |
| ENERGEN CORP                               | COM           | 29265N108 | 211    | 7,250     | S |
| ENERGYSOUTH INC                            | COM           | 292970100 | 1,578  | 55,972    | S |
| ENERGYSOUTH INC                            | COM           | 292970100 | 56     | 2,000     | S |
| THE ENSTAR GROUP INC                       | COM           | 29358R107 | 712    | 23,902    | S |
| ENTERGY CORP                               | COM           | 29364G103 | 245    | 5,375     | S |
| ENTERGY CORP                               | COM           | 29364G103 | 81     | 1,775     | S |
| EQUITABLE RES INC                          | COM           | 294549100 | 1,130  | 32,250    | S |
| EQUITABLE RES INC                          | COM           | 294549100 | 71     | 2,024     | S |
| EXELON CORP                                | COM           | 30161N101 | 520    | 9,857     | S |
| EXELON CORP                                | COM           | 30161N101 | 107    | 2,019     | S |
| EXPRESS SCRIPTS INC                        | COM           | 302182100 | 3,567  | 74,249    | S |
| EXXON MOBIL CORP                           | COM           | 30231G102 | 52,164 | 1,492,974 | S |
| EXXON MOBIL CORP                           | COM           | 30231G102 | 14,264 | 408,234   | S |
| FPL GROUP INC                              | COM           | 302571104 | 2,624  | 43,635    | S |
| FPL GROUP INC                              | COM           | 302571104 | 204    | 3,400     | S |
| FAIRCHILD SEMICONDUCTOR INTL               | CL A          | 303726103 | 857    | 80,000    | S |
| FAMILY DOLLAR STORES INC                   | COM           | 307000109 | 8,364  | 267,977   | S |
| FAMILY DOLLAR STORES INC                   | COM           | 307000109 | 76     | 2,420     | S |
| FREDDIE MAC                                | COM           | 313400301 | 1,544  | 26,155    | S |

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|                                 |                |  |           |        |           |   |
|---------------------------------|----------------|--|-----------|--------|-----------|---|
| FREDDIE MAC                     | COM            |  | 313400301 | 213    | 3,615     | S |
| FEDERAL NATIONAL MORTGAGE ASSN  | COM            |  | 313586109 | 8,374  | 130,166   | S |
| FEDERAL NATIONAL MORTGAGE ASSN  | COM            |  | 313586109 | 936    | 14,552    | S |
| FEDEX CORP                      | COM            |  | 31428X106 | 10,736 | 198,012   | S |
| FEDEX CORP                      | COM            |  | 31428X106 | 252    | 4,654     | S |
| FIRST DATA CORP                 | COM            |  | 319963104 | 3,410  | 96,306    | S |
| FIRST DATA CORP                 | COM            |  | 319963104 | 206    | 5,820     | S |
| FIRST HEALTH GROUP CORP         | COM            |  | 320960107 | 1,949  | 80,050    | S |
| FIRST TENNESSEE NATIONAL CORP   | COM            |  | 337162101 | 1,064  | 29,595    | S |
| FIRST TENNESSEE NATIONAL CORP   | COM            |  | 337162101 | 123    | 3,425     | S |
| FIRST VIRGINIA BANKSHARES, INC. | COM            |  | 337477103 | 908    | 24,400    | S |
| FIRSTENERGY CORP                | COM            |  | 337932107 | 266    | 8,056     | S |
| FIRSTENERGY CORP                | COM            |  | 337932107 | 6      | 190       | S |
| FLEETBOSTON FINL CORP           | COM            |  | 339030108 | 493    | 20,278    | S |
| FLEETBOSTON FINL CORP           | COM            |  | 339030108 | 60     | 2,467     | S |
| FLEMING COMPANIES INC           | COM            |  | 339130106 | 107    | 16,350    | S |
| FLORIDA ROCK INDS INC           | COM            |  | 341140101 | 385    | 10,108    | S |
| FLORIDA ROCK INDS INC           | COM            |  | 341140101 | 40     | 1,057     | S |
| FOOT LOCKER INC                 | COM            |  | 344849104 | 134    | 12,800    | S |
| FORD MTR CO DEL                 | COM PAR \$0.01 |  | 345370860 | 192    | 20,653    | S |
| FORD MTR CO DEL                 | COM PAR \$0.01 |  | 345370860 | 101    | 10,868    | S |
| FOREST LABS INC                 | COM            |  | 345838106 | 9,203  | 93,694    | S |
| FOREST LABS INC                 | COM            |  | 345838106 | 33     | 339       | S |
| FORTUNE BRANDS INC              | COM            |  | 349631101 | 740    | 15,920    | S |
| FORTUNE BRANDS INC              | COM            |  | 349631101 | 119    | 2,550     | S |
| FRANKLIN RES INC                | COM            |  | 354613101 | 3,734  | 109,553   | S |
| FRONTIER AIRLINES               | COM            |  | 359065109 | 3,380  | 500,000   | S |
| GALLAGHER ARTHUR J & CO         | COM            |  | 363576109 | 11,864 | 403,800   | S |
| GALLAGHER ARTHUR J & CO         | COM            |  | 363576109 | 12     | 400       | S |
| GALLAHER GROUP PLC              | SPONSORED ADR  |  | 363595109 | 520    | 13,272    | S |
| GALLAHER GROUP PLC              | SPONSORED ADR  |  | 363595109 | 47     | 1,200     | S |
| GANNETT INC                     | COM            |  | 364730101 | 1,407  | 19,603    | S |
| GANNETT INC                     | COM            |  | 364730101 | 1,273  | 17,728    | S |
| GAP INC                         | COM            |  | 364760108 | 8,242  | 531,035   | S |
| GAP INC                         | COM            |  | 364760108 | 3      | 200       | S |
| GENERAL DYNAMICS CORP           | COM            |  | 369550108 | 8,857  | 111,595   | S |
| GENERAL DYNAMICS CORP           | COM            |  | 369550108 | 227    | 2,858     | S |
| GENERAL ELECTRIC CO             | COM            |  | 369604103 | 41,643 | 1,710,207 | S |
| GENERAL ELECTRIC CO             | COM            |  | 369604103 | 13,809 | 567,117   | S |
| GENERAL MILLS INC               | COM            |  | 370334104 | 2,176  | 46,356    | S |
| GENERAL MILLS INC               | COM            |  | 370334104 | 596    | 12,689    | S |
| GENERAL MOTORS CORP             | COM            |  | 370442105 | 1,980  | 53,723    | S |
| GENERAL MOTORS CORP             | COM            |  | 370442105 | 474    | 12,854    | S |
| GENERAL MTRS CORP CLASS H NEW   | CL H NEW       |  | 370442832 | 1,067  | 99,677    | S |
| GENERAL MTRS CORP CLASS H NEW   | CL H NEW       |  | 370442832 | 17     | 1,608     | S |
| GENUINE PARTS CO                | COM            |  | 372460105 | 531    | 17,241    | S |
| GENUINE PARTS CO                | COM            |  | 372460105 | 536    | 17,416    | S |
| GEORGIA PAC CORP (GA PAC GR)    | COM            |  | 373298108 | 1,623  | 100,463   | S |
| GEORGIA PAC CORP (GA PAC GR)    | COM            |  | 373298108 | 6      | 400       | S |
| GILEAD SCIENCES INC             | COM            |  | 375558103 | 4,760  | 140,000   | S |
| GILLETTE CO                     | COM            |  | 375766102 | 9,753  | 321,248   | S |
| GILLETTE CO                     | COM            |  | 375766102 | 1,865  | 61,445    | S |
| GLAXO SMITHKLINE                | SPONSORED ADR  |  | 37733W105 | 307    | 8,206     | S |
| GLAXO SMITHKLINE                | SPONSORED ADR  |  | 37733W105 | 68     | 1,805     | S |
| GOODRICH CORP                   | COM            |  | 382388106 | 642    | 35,025    | S |
| GOODRICH CORP                   | COM            |  | 382388106 | 25     | 1,355     | S |
| GOODYEAR TIRE & RUBBER CO       | COM            |  | 382550101 | 385    | 56,514    | S |
| GOODYEAR TIRE & RUBBER CO       | COM            |  | 382550101 | 4      | 650       | S |
| GRAY TELEVISION INC             | CL A           |  | 389375205 | 500    | 42,192    | S |
| HCA-INC                         | COM            |  | 404119109 | 1,505  | 36,259    | S |
| HCA-INC                         | COM            |  | 404119109 | 17     | 405       | S |
| HCB BANCSHARES INC              | COM            |  | 40413N106 | 3,156  | 196,625   | S |

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|                               |                |           |        |           |   |
|-------------------------------|----------------|-----------|--------|-----------|---|
| HARLEY DAVIDSON INC           | COM            | 412822108 | 259    | 5,605     | S |
| HARLEY DAVIDSON INC           | COM            | 412822108 | 13     | 276       | S |
| HARTFORD FINL SVCS GROUP INC  | COM            | 416515104 | 300    | 6,604     | S |
| HARTFORD FINL SVCS GROUP INC  | COM            | 416515104 | 19     | 420       | S |
| HEALTHSOUTH CORP              | COM            | 421924101 | 136    | 32,316    | S |
| HEALTHSOUTH CORP              | COM            | 421924101 | 2      | 500       | S |
| HEINZ H J CO                  | COM            | 423074103 | 1,587  | 48,292    | S |
| HEINZ H J CO                  | COM            | 423074103 | 294    | 8,945     | S |
| HERSHEY FOODS CORP            | COM            | 427866108 | 316    | 4,685     | S |
| HERSHEY FOODS CORP            | COM            | 427866108 | 384    | 5,700     | S |
| HEWLETT PACKARD CO            | COM            | 428236103 | 2,985  | 171,949   | S |
| HEWLETT PACKARD CO            | COM            | 428236103 | 804    | 46,315    | S |
| HIBERNIA CORP                 | CL A           | 428656102 | 601    | 31,195    | S |
| HILTON HOTELS                 | COM            | 432848109 | 1,201  | 94,489    | S |
| HOME DEPOT INC                | COM            | 437076102 | 11,492 | 478,426   | S |
| HOME DEPOT INC                | COM            | 437076102 | 727    | 30,251    | S |
| HONEYWELL INTERNATIONAL INC   | COM            | 438516106 | 564    | 23,483    | S |
| HONEYWELL INTERNATIONAL INC   | COM            | 438516106 | 265    | 11,041    | S |
| HOUSEHOLD INTERNATIONAL CORP  | COM            | 441815107 | 132    | 4,743     | S |
| HOUSEHOLD INTERNATIONAL CORP  | COM            | 441815107 | 193    | 6,927     | S |
| HOUSTON EXPL CO               | COM            | 442120101 | 1,224  | 40,000    | S |
| IDEC PHARMACEUTICALS CORP     | COM            | 449370105 | 1,666  | 50,220    | S |
| ILLINOIS TOOL WKS INC         | COM            | 452308109 | 311    | 4,788     | S |
| INTEL CORP                    | COM            | 458140100 | 23,531 | 1,511,327 | S |
| INTEL CORP                    | COM            | 458140100 | 3,255  | 209,063   | S |
| INTNL BUSINESS MACHINES CORP  | COM            | 459200101 | 18,975 | 244,845   | S |
| INTNL BUSINESS MACHINES CORP  | COM            | 459200101 | 3,741  | 48,271    | S |
| INTL FLAVORS & FRAGRANCES INC | COM            | 459506101 | 102    | 2,908     | S |
| INTL FLAVORS & FRAGRANCES INC | COM            | 459506101 | 123    | 3,491     | S |
| INTERNATIONAL GAME TECHNOLOGY | COM            | 459902102 | 14,821 | 195,218   | S |
| INTERNATIONAL PAPER CO        | COM            | 460146103 | 5,464  | 156,246   | S |
| INTERNATIONAL PAPER CO        | COM            | 460146103 | 1,071  | 30,618    | S |
| INVESTMENT TECHNOLOGY GRP NE  | COM            | 46145F105 | 1,118  | 50,000    | S |
| ISHARES TR                    | S&P SMLCP VALU | 464287879 | 160    | 2,200     | S |
| ISHARES TR                    | S&P SMLCP VALU | 464287879 | 109    | 1,500     | S |
| JP MORGAN CHASE & CO          | COM            | 46625H100 | 2,100  | 87,490    | S |
| JP MORGAN CHASE & CO          | COM            | 46625H100 | 707    | 29,462    | S |
| JEFFERSON PILOT CORP          | COM            | 475070108 | 4,939  | 129,603   | S |
| JEFFERSON PILOT CORP          | COM            | 475070108 | 3,566  | 93,575    | S |
| JOHNSON & JOHNSON             | COM            | 478160104 | 31,040 | 577,924   | S |
| JOHNSON & JOHNSON             | COM            | 478160104 | 4,708  | 87,650    | S |
| KLA - TENCOR CORPORATION      | COM            | 482480100 | 6,817  | 192,726   | S |
| KLA - TENCOR CORPORATION      | COM            | 482480100 | 141    | 4,000     | S |
| KELLOGG CO                    | COM            | 487836108 | 572    | 16,700    | S |
| KELLOGG CO                    | COM            | 487836108 | 439    | 12,800    | S |
| KEYCORP NEW                   | COM            | 493267108 | 5,249  | 208,791   | S |
| KEYCORP NEW                   | COM            | 493267108 | 141    | 5,600     | S |
| KIMBERLY CLARK CORP           | COM            | 494368103 | 5,537  | 116,647   | S |
| KIMBERLY CLARK CORP           | COM            | 494368103 | 2,126  | 44,796    | S |
| KINDER MORGAN EGY PTNS L P    | UT LTD PARTNER | 494550106 | 351    | 10,020    | S |
| KINDER MORGAN EGY PTNS L P    | UT LTD PARTNER | 494550106 | 18     | 525       | S |
| KNIGHT RIDDER INC             | COM            | 499040103 | 2,028  | 32,070    | S |
| KOHL'S CORP                   | COM            | 500255104 | 179    | 3,196     | S |
| KOHL'S CORP                   | COM            | 500255104 | 226    | 4,040     | S |
| KRAFT FOODS INC               | CL A           | 50075N104 | 7,746  | 198,970   | S |
| KRAFT FOODS INC               | CL A           | 50075N104 | 229    | 5,870     | S |
| L-3 COMMUNICATIONS HLDGS INC  | COM            | 502424104 | 949    | 21,124    | S |
| L-3 COMMUNICATIONS HLDGS INC  | COM            | 502424104 | 28     | 615       | S |
| LAM RESEARCH CORP             | COM            | 512807108 | 4,331  | 401,000   | S |
| LEGGETT & PLATT INC           | COM            | 524660107 | 1,205  | 53,677    | S |
| LEGG MASON INC                | COM            | 524901105 | 5,825  | 120,000   | S |
| LEHMAN BROS HLDGS INC         | COM            | 524908100 | 427    | 8,013     | S |



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|                                 |             |           |        |         |   |
|---------------------------------|-------------|-----------|--------|---------|---|
| LEHMAN BROS HLDGS INC           | COM         | 524908100 | 77     | 1,454   | S |
| LILLY ELI & CO                  | COM         | 532457108 | 8,806  | 138,679 | S |
| LILLY ELI & CO                  | COM         | 532457108 | 1,671  | 26,312  | S |
| LIMITED INC                     | COM         | 532716107 | 158    | 11,343  | S |
| LIMITED INC                     | COM         | 532716107 | 18     | 1,300   | S |
| LINCARE HLDGS INC               | COM         | 532791100 | 3,162  | 100,000 | S |
| LINCOLN NATIONAL CORP IND       | COM         | 534187109 | 910    | 28,828  | S |
| LINCOLN NATIONAL CORP IND       | COM         | 534187109 | 67     | 2,134   | S |
| LIZ CLAIBORNE INC               | COM         | 539320101 | 1,029  | 34,708  | S |
| LIZ CLAIBORNE INC               | COM         | 539320101 | 56     | 1,880   | S |
| LOCKHEED MARTIN CORP            | COM         | 539830109 | 215    | 3,726   | S |
| LOCKHEED MARTIN CORP            | COM         | 539830109 | 252    | 4,366   | S |
| LOEWS CORP                      | COM         | 540424108 | 34     | 755     | S |
| LOEWS CORP                      | COM         | 540424108 | 800    | 18,000  | S |
| LONE STAR TECHNOLOGIES INC      | COM         | 542312103 | 1,936  | 130,000 | S |
| LOUISIANA PACIFIC CORP          | COM         | 546347105 | 772    | 95,742  | S |
| LOWES COS INC                   | COM         | 548661107 | 9,273  | 247,269 | S |
| LOWES COS INC                   | COM         | 548661107 | 349    | 9,311   | S |
| LUCENT TECHNOLOGIES INC         | COM         | 549463107 | 46     | 36,473  | S |
| LUCENT TECHNOLOGIES INC         | COM         | 549463107 | 20     | 15,991  | S |
| LUFKIN INDUSTRIES INCORPORATED  | COM         | 549764108 | 656    | 27,984  | S |
| LUFKIN INDUSTRIES INCORPORATED  | COM         | 549764108 | 862    | 36,765  | S |
| MBIA INC                        | COM         | 55262C100 | 236    | 5,390   | S |
| MBIA INC                        | COM         | 55262C100 | 5      | 120     | S |
| MBNA CORP                       | COM         | 55262L100 | 606    | 31,846  | S |
| MBNA CORP                       | COM         | 55262L100 | 193    | 10,126  | S |
| MANULIFE FINL CORP ADR          | COM         | 56501R106 | 451    | 20,785  | S |
| MARATHON OIL CORP               | COM         | 565849106 | 1,663  | 78,128  | S |
| MARATHON OIL CORP               | COM         | 565849106 | 89     | 4,187   | S |
| MARSH & MCLENNAN COS INC        | COM         | 571748102 | 3,305  | 71,529  | S |
| MARSH & MCLENNAN COS INC        | COM         | 571748102 | 473    | 10,240  | S |
| MARRIOTT INTL INC NEW           | CL A        | 571903202 | 2,379  | 72,389  | S |
| MARRIOTT INTL INC NEW           | CL A        | 571903202 | 319    | 9,700   | S |
| MASCO CORP                      | COM         | 574599106 | 222    | 10,546  | S |
| MASCO CORP                      | COM         | 574599106 | 412    | 19,590  | S |
| MAYTAG CORP                     | COM         | 578592107 | 18,198 | 638,522 | S |
| MAYTAG CORP                     | COM         | 578592107 | 57     | 2,000   | S |
| MCCORMICK & CO INC COMMON STOCK | COM NON VTG | 579780206 | 834    | 35,928  | S |
| MCCORMICK & CO INC COMMON STOCK | COM NON VTG | 579780206 | 53     | 2,296   | S |
| MCDONALDS CORP                  | COM         | 580135101 | 3,420  | 212,655 | S |
| MCDONALDS CORP                  | COM         | 580135101 | 570    | 35,435  | S |
| MCGRAW-HILL COMPANIES INC NEW   | COM         | 580645109 | 706    | 11,684  | S |
| MCGRAW-HILL COMPANIES INC NEW   | COM         | 580645109 | 82     | 1,360   | S |
| MCKESSON CORPORATION            | COM         | 58155Q103 | 140    | 5,193   | S |
| MCKESSON CORPORATION            | COM         | 58155Q103 | 93     | 3,458   | S |
| MEADWESTVACO CORP               | COM         | 583334107 | 294    | 11,884  | S |
| MEADWESTVACO CORP               | COM         | 583334107 | 1,964  | 79,488  | S |
| MEDIMMUNE INC                   | COM         | 584699102 | 2,953  | 108,684 | S |
| MEDIMMUNE INC                   | COM         | 584699102 | 132    | 4,870   | S |
| MEDTRONIC INC                   | COM         | 585055106 | 8,012  | 175,691 | S |
| MEDTRONIC INC                   | COM         | 585055106 | 1,359  | 29,792  | S |
| MELLON FINL CORP                | COM         | 58551A108 | 2,474  | 94,748  | S |
| MELLON FINL CORP                | COM         | 58551A108 | 31     | 1,200   | S |
| MERCK & CO INC                  | COM         | 589331107 | 24,742 | 437,059 | S |
| MERCK & CO INC                  | COM         | 589331107 | 7,702  | 136,047 | S |
| MERIDIAN GOLD INC               | COM         | 589975101 | 353    | 20,000  | S |
| MERRILL LYNCH & CO INC          | COM         | 590188108 | 5,695  | 150,060 | S |
| MERRILL LYNCH & CO INC          | COM         | 590188108 | 2      | 50      | S |
| MICROSOFT CORP                  | COM         | 594918104 | 27,797 | 537,670 | S |
| MICROSOFT CORP                  | COM         | 594918104 | 3,150  | 60,924  | S |
| MICROCHIP TECHNOLOGY INC        | COM         | 595017104 | 3,428  | 140,221 | S |
| MILLENNIUM PHARMACTCLS INC      | COM         | 599902103 | 1,748  | 220,176 | S |

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|                                 |                |           |        |           |   |
|---------------------------------|----------------|-----------|--------|-----------|---|
| MIRANT CORP                     | COM            | 604675108 | 88     | 47,223    | S |
| MIRANT CORP                     | COM            | 604675108 | 25     | 13,343    | S |
| MITSUBISHI TOKYO FINL GROUP     | SPONSORED ADR  | 606816106 | 70     | 13,010    | S |
| MOODYS CORP                     | COM            | 615369105 | 286    | 6,935     | S |
| MOODYS CORP                     | COM            | 615369105 | 33     | 800       | S |
| MORGAN STANLEY DEAN WITTER & CO | COM NEW        | 617446448 | 13,309 | 333,382   | S |
| MORGAN STANLEY DEAN WITTER & CO | COM NEW        | 617446448 | 454    | 11,365    | S |
| MOTOROLA INC                    | COM            | 620076109 | 1,305  | 150,904   | S |
| MOTOROLA INC                    | COM            | 620076109 | 343    | 39,620    | S |
| MURPHY OIL CORP                 | COM            | 626717102 | 1,624  | 37,899    | S |
| MYLAN LABORATORIES INC          | COM            | 628530107 | 4,284  | 122,765   | S |
| MYLAN LABORATORIES INC          | COM            | 628530107 | 8      | 215       | S |
| NASDAQ 100 TR                   | UNIT SER 1     | 631100104 | 26,033 | 1,068,248 | S |
| NASDAQ 100 TR                   | UNIT SER 1     | 631100104 | 131    | 5,390     | S |
| NATIONAL CITY CORP              | COM            | 635405103 | 222    | 8,116     | S |
| NATIONAL CITY CORP              | COM            | 635405103 | 57     | 2,090     | S |
| NATIONAL COMM FINL CORP         | COM            | 63545P104 | 2,071  | 86,820    | S |
| NATIONAL COMM FINL CORP         | COM            | 63545P104 | 120    | 5,043     | S |
| NETWORK APPLIANCE INC DELEWARE  | COM            | 64120L104 | 197    | 19,707    | S |
| NETWORK APPLIANCE INC DELEWARE  | COM            | 64120L104 | 7      | 730       | S |
| NEW YORK TIMES CO CL A          | CL A           | 650111107 | 293    | 6,410     | S |
| NEW YORK TIMES CO CL A          | CL A           | 650111107 | 14     | 300       | S |
| NEWELL RUBBERMAID INC           | COM            | 651229106 | 35     | 1,158     | S |
| NEWELL RUBBERMAID INC           | COM            | 651229106 | 279    | 9,200     | S |
| NEWMONT MINING CORP (NEW)       | COM            | 651639106 | 8,376  | 288,526   | S |
| NEWMONT MINING CORP (NEW)       | COM            | 651639106 | 382    | 13,158    | S |
| NOKIA CORP                      | SPONSORED ADR  | 654902204 | 1,090  | 70,291    | S |
| NOKIA CORP                      | SPONSORED ADR  | 654902204 | 482    | 31,068    | S |
| NORFOLK SOUTHERN CORPORATION    | COM            | 655844108 | 410    | 20,496    | S |
| NORFOLK SOUTHERN CORPORATION    | COM            | 655844108 | 434    | 21,714    | S |
| NORTEL NETWORKS CORP NEW ADR    | COM            | 656568102 | 114    | 70,622    | S |
| NORTEL NETWORKS CORP NEW ADR    | COM            | 656568102 | 3      | 2,000     | S |
| NORTHERN BORDER PARTNERS L P    | UNIT LTD PARTN | 664785102 | 252    | 6,650     | S |
| NORTHERN BORDER PARTNERS L P    | UNIT LTD PARTN | 664785102 | 57     | 1,500     | S |
| NORTHROP GRUMMAN CORP           | COM            | 666807102 | 9,745  | 100,464   | S |
| NORTHROP GRUMMAN CORP           | COM            | 666807102 | 363    | 3,739     | S |
| NOVELLUS SYS INC                | COM            | 670008101 | 5,183  | 184,577   | S |
| NOVELLUS SYS INC                | COM            | 670008101 | 20     | 700       | S |
| NUCOR CORP                      | COM            | 670346105 | 4,733  | 114,600   | S |
| NUCOR CORP                      | COM            | 670346105 | 66     | 1,600     | S |
| NVIDIA CORP                     | COM            | 67066G104 | 3,619  | 314,385   | S |
| NVIDIA CORP                     | COM            | 67066G104 | 92     | 8,000     | S |
| NUVEEN DIVIDEND ADV MUNI 3      | COM SH BEN INT | 67070X101 | 273    | 20,000    | S |
| NUVEEN INSD DIVID ADVANTAGE     | COM            | 67071L106 | 149    | 10,000    | S |
| NUVEEN MUN VALUE FD INC         | COM            | 670928100 | 243    | 26,071    | S |
| NUVEEN MUN VALUE FD INC         | COM            | 670928100 | 12     | 1,333     | S |
| NUVEEN TEX QUAL INCM MUN FD     | COM            | 670983105 | 727    | 49,800    | S |
| OCCIDENTAL PETE CORP            | COM            | 674599105 | 681    | 23,926    | S |
| OCCIDENTAL PETE CORP            | COM            | 674599105 | 7      | 240       | S |
| OFFICE DEPOT INC                | COM            | 676220106 | 118    | 7,964     | S |
| OFFICE DEPOT INC                | COM            | 676220106 | 31     | 2,100     | S |
| OLD REPUBLIC INTL CORP          | COM            | 680223104 | 283    | 10,104    | S |
| OLD REPUBLIC INTL CORP          | COM            | 680223104 | 8,972  | 320,446   | S |
| OMNICOM GROUP                   | COM            | 681919106 | 8      | 130       | S |
| OMNICOM GROUP                   | COM            | 681919106 | 294    | 4,550     | S |
| ORACLE CORPORATION              | COM            | 68389X105 | 5,756  | 532,991   | S |
| ORACLE CORPORATION              | COM            | 68389X105 | 222    | 20,540    | S |
| OUTBACK STEAKHOUSE INC          | COM            | 689899102 | 3,563  | 103,450   | S |
| PNC FINANCIAL SERVICES GROUP    | COM            | 693475105 | 531    | 12,670    | S |
| PNC FINANCIAL SERVICES GROUP    | COM            | 693475105 | 59     | 1,410     | S |
| PPG INDUSTRIES INC              | COM            | 693506107 | 56     | 1,126     | S |
| PPG INDUSTRIES INC              | COM            | 693506107 | 191    | 3,800     | S |

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|                                 |               |           |        |           |   |
|---------------------------------|---------------|-----------|--------|-----------|---|
| PACCAR INC                      | COM           | 693718108 | 154    | 3,330     | S |
| PACCAR INC                      | COM           | 693718108 | 56     | 1,206     | S |
| PARKER HANNIFIN CORP            | COM           | 701094104 | 299    | 6,492     | S |
| PARKER HANNIFIN CORP            | COM           | 701094104 | 6      | 120       | S |
| PATTERSON DENTAL CO             | COM           | 703412106 | 3,066  | 70,098    | S |
| PENNEY J C INC                  | COM           | 708160106 | 207    | 9,013     | S |
| PENNEY J C INC                  | COM           | 708160106 | 16     | 700       | S |
| PEOPLES BANCTRUST INC           | COM           | 709796106 | 5,250  | 401,100   | S |
| PEPSICO INC                     | COM           | 713448108 | 23,992 | 568,253   | S |
| PEPSICO INC                     | COM           | 713448108 | 2,884  | 68,299    | S |
| PFIZER INC                      | COM           | 717081103 | 32,424 | 1,060,665 | S |
| PFIZER INC                      | COM           | 717081103 | 4,914  | 160,734   | S |
| PHARMACIA CORP                  | COM           | 71713U102 | 2,668  | 63,828    | S |
| PHARMACIA CORP                  | COM           | 71713U102 | 1,273  | 30,443    | S |
| PHILIP MORRIS COS INC           | COM           | 718154107 | 17,430 | 430,064   | S |
| PHILIP MORRIS COS INC           | COM           | 718154107 | 2,682  | 66,168    | S |
| PIER 1 IMPORTS INC              | COM           | 720279108 | 3,031  | 160,136   | S |
| PIMCO MUN INCOME FD II          | COM           | 72200W106 | 286    | 20,000    | S |
| PIMCO MUN INCOME FD III         | COM           | 72201A103 | 277    | 19,500    | S |
| PIONEER NATURAL RESOURCES CO    | COM           | 723787107 | 1,096  | 43,394    | S |
| PITNEY BOWES INC                | COM           | 724479100 | 1,117  | 34,211    | S |
| PITNEY BOWES INC                | COM           | 724479100 | 363    | 11,100    | S |
| PLUM CREEK TIMBER CO INC        | COM           | 729251108 | 2,305  | 97,679    | S |
| PLUM CREEK TIMBER CO INC        | COM           | 729251108 | 158    | 6,684     | S |
| PRAXAIR INC                     | COM           | 74005P104 | 182    | 3,153     | S |
| PRAXAIR INC                     | COM           | 74005P104 | 118    | 2,040     | S |
| PROASSURANCE CORP               | COM           | 74267C106 | 388    | 18,499    | S |
| PROASSURANCE CORP               | COM           | 74267C106 | 34     | 1,633     | S |
| PROCTER & GAMBLE CO             | COM           | 742718109 | 19,824 | 230,677   | S |
| PROCTER & GAMBLE CO             | COM           | 742718109 | 7,441  | 86,586    | S |
| PROGRESS ENERGY INC             | COM           | 743263105 | 748    | 17,250    | S |
| PROGRESS ENERGY INC             | COM           | 743263105 | 127    | 2,922     | S |
| PROTECTIVE LIFE CORP            | COM           | 743674103 | 1,320  | 47,965    | S |
| PROTECTIVE LIFE CORP            | COM           | 743674103 | 5,291  | 192,257   | S |
| PROVIDIAN FINL CORP             | COM           | 74406A102 | 193    | 29,680    | S |
| PUBLIC SVC ENTERPRISE GROUP INC | COM           | 744573106 | 191    | 5,952     | S |
| PUBLIC SVC ENTERPRISE GROUP INC | COM           | 744573106 | 114    | 3,544     | S |
| PUTNAM INVT GRADE MUN TR        | COM           | 746805100 | 335    | 31,000    | S |
| PUTNAM MANAGED MUN INCOME TR    | COM           | 746823103 | 2,445  | 330,884   | S |
| QUALCOMM INC                    | COM           | 747525103 | 573    | 15,744    | S |
| QUALCOMM INC                    | COM           | 747525103 | 885    | 24,313    | S |
| QUEST DIAGNOSTICS INC           | COM           | 74834L100 | 199    | 3,489     | S |
| QUEST DIAGNOSTICS INC           | COM           | 74834L100 | 7      | 115       | S |
| QUESTAR CORP                    | COM           | 748356102 | 338    | 12,150    | S |
| QWEST COMM INTL INC             | COM           | 749121109 | 45     | 9,099     | S |
| QWEST COMM INTL INC             | COM           | 749121109 | 8      | 1,655     | S |
| RF MICRO DEVICES INC            | COM           | 749941100 | 293    | 40,000    | S |
| RAYTHEON CO (NEW)               | COM NEW       | 755111507 | 10,774 | 350,383   | S |
| RAYTHEON CO (NEW)               | COM NEW       | 755111507 | 630    | 20,475    | S |
| REGIONS FINANCIAL CORP          | COM           | 758940100 | 88,538 | 2,654,020 | S |
| REGIONS FINANCIAL CORP          | COM           | 758940100 | 51,078 | 1,531,130 | S |
| RELIANT RES INC                 | COM           | 75952B105 | 32     | 9,882     | S |
| RELIANT RES INC                 | COM           | 75952B105 | 16     | 5,022     | S |
| ROCKWELL INTL CORP NEW          | COM           | 773903109 | 313    | 15,110    | S |
| ROCKWELL INTL CORP NEW          | COM           | 773903109 | 31     | 1,494     | S |
| ROCKWELL COLLINS INC            | COM           | 774341101 | 361    | 15,510    | S |
| ROCKWELL COLLINS INC            | COM           | 774341101 | 35     | 1,494     | S |
| ROYAL DUTCH PETROLEUM CO ADR    | NY REG EUR.56 | 780257804 | 2,667  | 60,588    | S |
| ROYAL DUTCH PETROLEUM CO ADR    | NY REG EUR.56 | 780257804 | 528    | 11,994    | S |
| RUBY TUESDAY INC                | COM           | 781182100 | 5,289  | 305,905   | S |
| RUBY TUESDAY INC                | COM           | 781182100 | 147    | 8,528     | S |
| SBC COMMUNICATIONS INC NEW      | COM           | 78387G103 | 4,400  | 162,308   | S |

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|                                 |                |           |        |         |
|---------------------------------|----------------|-----------|--------|---------|
| SBC COMMUNICATIONS INC NEW      | COM            | 78387G103 | 1,384  | 51,061  |
| SPDR TR                         | UNIT SER 1     | 78462F103 | 32,733 | 371,001 |
| SPDR TR                         | UNIT SER 1     | 78462F103 | 1,818  | 20,600  |
| SABINE ROYALTY TRUST INTEREST   | UNIT BEN INT   | 785688102 | 284    | 12,010  |
| SAFeway INC                     | COM NEW        | 786514208 | 229    | 9,819   |
| SAFeway INC                     | COM NEW        | 786514208 | 11     | 470     |
| ST PAUL COS INC                 | COM            | 792860108 | 256    | 7,521   |
| ST PAUL COS INC                 | COM            | 792860108 | 155    | 4,548   |
| SAKS INC                        | COM            | 79377W108 | 264    | 22,446  |
| SAKS INC                        | COM            | 79377W108 | 2      | 132     |
| SANMINA CORP                    | COM            | 800907107 | 25     | 5,478   |
| SANMINA CORP                    | COM            | 800907107 | 41     | 9,196   |
| SARA LEE CORP                   | COM            | 803111103 | 629    | 27,925  |
| SARA LEE CORP                   | COM            | 803111103 | 390    | 17,309  |
| SCANA CORP NEW                  | COM            | 80589M102 | 784    | 25,327  |
| SCANA CORP NEW                  | COM            | 80589M102 | 217    | 6,997   |
| SCHERING-PLOUGH CORP            | COM            | 806605101 | 1,898  | 85,484  |
| SCHERING-PLOUGH CORP            | COM            | 806605101 | 545    | 24,570  |
| SCHLUMBERGER LTD ADR            | COM            | 806857108 | 3,752  | 89,134  |
| SCHLUMBERGER LTD ADR            | COM            | 806857108 | 1,073  | 25,501  |
| SCHWAB CHARLES CORP NEW         | COM            | 808513105 | 5,805  | 535,020 |
| SCHWAB CHARLES CORP NEW         | COM            | 808513105 | 5      | 421     |
| SCUDDER MUN INCOME TR           | COM SH BEN INT | 81118R604 | 463    | 41,000  |
| SEARS ROEBUCK & CO              | COM            | 812387108 | 321    | 13,422  |
| SEARS ROEBUCK & CO              | COM            | 812387108 | 84     | 3,509   |
| SEPRACOR INC                    | COM            | 817315104 | 2,321  | 240,000 |
| SERVICEMASTER CO                | COM            | 81760N109 | 1,095  | 98,680  |
| SICOR INC                       | COM            | 825846108 | 2,853  | 180,000 |
| SIEBEL SYS INC                  | COM            | 826170102 | 1,816  | 245,346 |
| SIEBEL SYS INC                  | COM            | 826170102 | 3      | 338     |
| SKYWEST INC                     | COM            | 830879102 | 1,833  | 140,255 |
| SKYWORKS SOLUTIONS INC          | COM            | 83088M102 | 124    | 14,383  |
| SKYWORKS SOLUTIONS INC          | COM            | 83088M102 | 4      | 507     |
| SMITH INTL INC                  | COM            | 832110100 | 2,842  | 87,139  |
| SMITH INTL INC                  | COM            | 832110100 | 3      | 100     |
| SONOCO PRODUCTS CO              | COM            | 835495102 | 79     | 3,462   |
| SONOCO PRODUCTS CO              | COM            | 835495102 | 154    | 6,720   |
| SOUTHERN CO                     | COM            | 842587107 | 6,537  | 230,251 |
| SOUTHERN CO                     | COM            | 842587107 | 2,436  | 85,801  |
| SOUTHSIDE BANCSHARES INC        | COM            | 84470P109 | 207    | 13,998  |
| SOUTHTRUST CORP                 | COM            | 844730101 | 5,839  | 234,959 |
| SOUTHTRUST CORP                 | COM            | 844730101 | 6,590  | 265,195 |
| SOUTHWEST AIRLINES CO           | COM            | 844741108 | 4,689  | 337,328 |
| SOUTHWEST AIRLINES CO           | COM            | 844741108 | 116    | 8,363   |
| SPRINT CORP                     | PCS COM SER 1  | 852061506 | 96     | 21,917  |
| SPRINT CORP                     | PCS COM SER 1  | 852061506 | 6      | 1,272   |
| STATE STR CORP                  | COM            | 857477103 | 510    | 13,069  |
| STATE STR CORP                  | COM            | 857477103 | 12     | 314     |
| STILWELL FINL INC               | COM            | 860831106 | 5,301  | 405,554 |
| STILWELL FINL INC               | COM            | 860831106 | 2      | 169     |
| STRYKER CORP                    | COM            | 863667101 | 490    | 7,298   |
| STRYKER CORP                    | COM            | 863667101 | 12     | 181     |
| SUN LIFE FINANCIAL SVCS CAN ADR | COM            | 866796105 | 204    | 11,967  |
| SUN MICROSYSTEMS INC            | COM            | 866810104 | 3,026  | 972,978 |
| SUN MICROSYSTEMS INC            | COM            | 866810104 | 53     | 17,115  |
| SUNGARD DATA SYS INC            | COM            | 867363103 | 1,032  | 43,794  |
| SUNGARD DATA SYS INC            | COM            | 867363103 | 16     | 700     |
| SUNTRUST BANKS INC              | COM            | 867914103 | 1,788  | 31,405  |
| SUNTRUST BANKS INC              | COM            | 867914103 | 1,248  | 21,917  |
| SYMANTEC CORP                   | COM            | 871503108 | 920    | 22,709  |
| SYMANTEC CORP                   | COM            | 871503108 | 91     | 2,255   |
| SYNOPSIS INC                    | COM            | 871607107 | 1,385  | 30,000  |

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|                                |                |           |        |         |   |
|--------------------------------|----------------|-----------|--------|---------|---|
| SYNOVUS FINANCIAL CORP         | COM            | 87161C105 | 924    | 47,636  | S |
| SYNOVUS FINANCIAL CORP         | COM            | 87161C105 | 2,182  | 112,495 | S |
| SYSCO CORP                     | COM            | 871829107 | 2,010  | 67,475  | S |
| SYSCO CORP                     | COM            | 871829107 | 156    | 5,225   | S |
| TCF FINL CORP                  | COM            | 872275102 | 1,760  | 40,286  | S |
| TECO ENERGY INC                | COM            | 872375100 | 328    | 21,190  | S |
| TECO ENERGY INC                | COM            | 872375100 | 12     | 800     | S |
| TEPPCO PARTNERS LP             | UT LTD PARTNER | 872384102 | 377    | 13,600  | S |
| TXU CORP                       | COM            | 873168108 | 571    | 30,546  | S |
| TXU CORP                       | COM            | 873168108 | 23     | 1,206   | S |
| TARGET CORP                    | COM            | 87612E106 | 13,340 | 444,669 | S |
| TARGET CORP                    | COM            | 87612E106 | 691    | 23,038  | S |
| TELEFONICA S. A.               | SPONSORED ADR  | 879382208 | 433    | 16,281  | S |
| TELEFONICA S. A.               | SPONSORED ADR  | 879382208 | 6      | 208     | S |
| TELEPHONE & DATA SYS INC       | COM            | 879433100 | 656    | 13,957  | S |
| TEMPLETON GLOBAL INCOME FD INC | COM            | 880198106 | 106    | 13,707  | S |
| TEMPLETON GLOBAL INCOME FD INC | COM            | 880198106 | 8      | 1,000   | S |
| TERADYNE INC                   | COM            | 880770102 | 6,529  | 501,868 | S |
| TEXAS INSTRUMENTS INC          | COM            | 882508104 | 9,320  | 620,914 | S |
| TEXAS INSTRUMENTS INC          | COM            | 882508104 | 432    | 28,808  | S |
| TEXTRON INC                    | COM            | 883203101 | 24     | 550     | S |
| TEXTRON INC                    | COM            | 883203101 | 345    | 8,025   | S |
| 3M CO                          | COM            | 88579Y101 | 2,769  | 22,461  | S |
| 3M CO                          | COM            | 88579Y101 | 2,298  | 18,640  | S |
| TIMBERLAND CO                  | CL A           | 887100105 | 1,424  | 40,000  | S |
| TORCHMARK CORP                 | COM            | 891027104 | 3,861  | 105,705 | S |
| TORCHMARK CORP                 | COM            | 891027104 | 9,192  | 251,622 | S |
| TRAVELERS PPTY CAS CORP NEW    | CL A           | 89420G109 | 88     | 5,978   | S |
| TRAVELERS PPTY CAS CORP NEW    | CL A           | 89420G109 | 60     | 4,102   | S |
| TRAVELERS PPTY CAS CORP NEW    | CL B           | 89420G406 | 56     | 3,823   | S |
| TRAVELERS PPTY CAS CORP NEW    | CL B           | 89420G406 | 110    | 7,514   | S |
| TRIZEC PROPERTIES INC (REIT)   | COM            | 89687P107 | 553    | 58,845  | S |
| TYCO INTL LTD NEW ADR          | COM            | 902124106 | 279    | 16,335  | S |
| TYCO INTL LTD NEW ADR          | COM            | 902124106 | 30     | 1,774   | S |
| UST INC                        | COM            | 902911106 | 21,910 | 655,394 | S |
| UST INC                        | COM            | 902911106 | 109    | 3,250   | S |
| US BANCORP DEL COM NEW         | COM NEW        | 902973304 | 5,125  | 241,523 | S |
| US BANCORP DEL COM NEW         | COM NEW        | 902973304 | 474    | 22,351  | S |
| UNION PACIFIC CORP             | COM            | 907818108 | 1,611  | 26,906  | S |
| UNION PACIFIC CORP             | COM            | 907818108 | 284    | 4,736   | S |
| UNION PLANTERS CORP            | COM            | 908068109 | 2,187  | 77,722  | S |
| UNION PLANTERS CORP            | COM            | 908068109 | 6,653  | 236,419 | S |
| UNITED PARCEL SVC INC          | CL B           | 911312106 | 75     | 1,188   | S |
| UNITED PARCEL SVC INC          | CL B           | 911312106 | 220    | 3,492   | S |
| UNITED SEC BANCSHARES INC      | SHS            | 911459105 | 3,253  | 108,793 | S |
| UNITED SEC BANCSHARES INC      | SHS            | 911459105 | 15     | 500     | S |
| UNITED TECHNOLOGIES CORP       | COM            | 913017109 | 1,570  | 25,342  | S |
| UNITED TECHNOLOGIES CORP       | COM            | 913017109 | 503    | 8,118   | S |
| UNITEDHEALTH GROUP INC         | COM            | 91324P102 | 3,781  | 45,287  | S |
| UNITEDHEALTH GROUP INC         | COM            | 91324P102 | 74     | 888     | S |
| UNOCAL CORP                    | COM            | 915289102 | 4,735  | 154,853 | S |
| UNOCAL CORP                    | COM            | 915289102 | 31     | 1,000   | S |
| UNUMPROVIDENT CORP             | COM            | 91529Y106 | 242    | 13,808  | S |
| UNUMPROVIDENT CORP             | COM            | 91529Y106 | 435    | 24,795  | S |
| V F CORP                       | COM            | 918204108 | 2,483  | 68,866  | S |
| V F CORP                       | COM            | 918204108 | 16     | 445     | S |
| VERIZON COMMUNICATIONS         | COM            | 92343V104 | 13,263 | 342,274 | S |
| VERIZON COMMUNICATIONS         | COM            | 92343V104 | 2,544  | 65,659  | S |
| VIACOM INC                     | CL B           | 925524308 | 1,863  | 45,718  | S |
| VIACOM INC                     | CL B           | 925524308 | 67     | 1,645   | S |
| VIVENDI UNIVERSAL              | SPON ADR NEW   | 92851S204 | 1,141  | 71,000  | S |
| VIVENDI UNIVERSAL              | SPON ADR NEW   | 92851S204 | 11     | 656     | S |

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|                               |               |           |        |         |   |
|-------------------------------|---------------|-----------|--------|---------|---|
| VODAFONE GROUP PLC NEW        | SPONSORED ADR | 92857W100 | 510    | 28,162  | S |
| VODAFONE GROUP PLC NEW        | SPONSORED ADR | 92857W100 | 275    | 15,161  | S |
| VULCAN MATERIALS CO           | COM           | 929160109 | 10,391 | 277,086 | S |
| VULCAN MATERIALS CO           | COM           | 929160109 | 4,952  | 132,047 | S |
| WACHOVIA CORP                 | COM           | 929903102 | 9,232  | 253,340 | S |
| WACHOVIA CORP                 | COM           | 929903102 | 862    | 23,663  | S |
| WADDELL & REED FINL INC CL A  | CL A          | 930059100 | 297    | 15,124  | S |
| WADDELL & REED FINL INC CL A  | CL A          | 930059100 | 1,987  | 100,995 | S |
| WAL MART STORES INC           | COM           | 931142103 | 29,898 | 591,918 | S |
| WAL MART STORES INC           | COM           | 931142103 | 4,878  | 96,567  | S |
| WALGREEN CO                   | COM           | 931422109 | 2,250  | 77,066  | S |
| WALGREEN CO                   | COM           | 931422109 | 95     | 3,269   | S |
| WASHINGTON MUTUAL INC         | COM           | 939322103 | 8,363  | 242,189 | S |
| WASHINGTON MUTUAL INC         | COM           | 939322103 | 192    | 5,554   | S |
| WASTE MANAGEMENT COM          | COM           | 94106L109 | 1,161  | 50,660  | S |
| WELLPOINT HEALTH NETWORKS INC | COM           | 94973H108 | 230    | 3,232   | S |
| WELLPOINT HEALTH NETWORKS INC | COM           | 94973H108 | 13     | 178     | S |
| WELLS FARGO & CO NEW          | COM           | 949746101 | 12,284 | 262,086 | S |
| WELLS FARGO & CO NEW          | COM           | 949746101 | 1,116  | 23,810  | S |
| WEYERHAEUSER CO               | COM           | 962166104 | 7,125  | 144,786 | S |
| WEYERHAEUSER CO               | COM           | 962166104 | 166    | 3,379   | S |
| WILLIAMS COS INC              | COM           | 969457100 | 39     | 14,271  | S |
| WILLIAMS COS INC              | COM           | 969457100 | 10     | 3,850   | S |
| WILLIAMS SONOMA INC           | COM           | 969904101 | 1,089  | 40,121  | S |
| WILMINGTON TR CORP            | COM           | 971807102 | 1,348  | 42,550  | S |
| WISCONSIN ENERGY CORP         | COM           | 976657106 | 390    | 15,475  | S |
| WISCONSIN ENERGY CORP         | COM           | 976657106 | 25     | 1,010   | S |
| WRIGLEY WM JR CO              | COM           | 982526105 | 2,974  | 54,182  | S |
| WRIGLEY WM JR CO              | COM           | 982526105 | 724    | 13,200  | S |
| WYETH                         | COM           | 983024100 | 15,269 | 408,266 | S |
| WYETH                         | COM           | 983024100 | 2,898  | 77,495  | S |
| XILINX INC                    | COM           | 983919101 | 5,411  | 262,685 | S |
| XILINX INC                    | COM           | 983919101 | 2      | 110     | S |
| XEROX CORP                    | COM           | 984121103 | 155    | 19,305  | S |
| YUM BRANDS INC                | COM           | 988498101 | 1,189  | 49,081  | S |
| YUM BRANDS INC                | COM           | 988498101 | 17     | 700     | S |
| ZIMMER HLDGS INC              | COM           | 98956P102 | 338    | 8,141   | S |
| ZIMMER HLDGS INC              | COM           | 98956P102 | 133    | 3,211   | S |