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CULLEN FROST BANKERS INC

Form 13F-HR

November 10, 2003

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

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE CALENDAR YEAR OR QUARTER ENDED: 9/30/03

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: TOM STRINGFELLOW
ADDRESS: FROST NATIONAL BANK
P.O. BOX 1600
SAN ANTONIO, TX 78296

13F FILE NUMBER: 28-183

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: STAN MCCORMICK
TITLE: COPORATE SECRETARY - SR. V.P.
PHONE: 210-220-4310
SIGNATURE, PLACE, AND DATE OF SIGNING:

/S/ STAN MCCORMICK SAN ANTONIO, TX 10/4/03

REPORT TYPE (CHECK ONLY ONE.):

(X) 13F HOLDINGS REPORT

() 13F NOTICE

() 13F COMBINATION REPORT

LIST OF OTHER MANAGERS REPORTING FOR THIS MANAGER:
NONE

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

FORM 13F SUMMARY PAGE

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REPORT SUMMARY:

NUMBER OF OTHER INCLUDED MANAGERS: 0

FORM 13F INFORMATION TABLE ENTRY TOTAL: 649

FORM 13F INFORMATION TABLE VALUE TOTAL: \$1,772,497

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE						O
			VALUE	SHARES/	SH/	PUT/	INVSTMT		
			(X1000)	PRN AMT	PRN CALL	DSCRETN			MA
ABBOTT LABORATORIES COM *	COMMON STOCK	002824100	19601	460654	SH	DEFINED			
ABBOTT LABORATORIES COM *	COMMON STOCK	002824100	4165	97890	SH	OTHER			
ABERCROMBIE & FITCH CO CLASS A	COMMON STOCK	002896207	1264	45600	SH	OTHER			
ACTIVISION INC COM	COMMON STOCK	004930202	733	61200	SH	OTHER			
AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	1046	23191	SH	DEFINED			
AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	451	10000	SH	OTHER			
ALCOA INC COM*	COMMON STOCK	013817101	15395	588482	SH	DEFINED			
ALCOA INC COM*	COMMON STOCK	013817101	1809	69143	SH	OTHER			
ALEXANDRIA REAL ESTATE EQUITIE	COMMON STOCK	015271109	1753	36500	SH	OTHER			
ALLIED WASTE INDUSTRIES INC CO	COMMON STOCK	019589308	899	83200	SH	OTHER			
ALLSTATE CORP COM	COMMON STOCK	020002101	50	1378	SH	DEFINED			
ALLSTATE CORP COM	COMMON STOCK	020002101	584	15991	SH	OTHER			
ALLTEL CORP COM *	COMMON STOCK	020039103	54260	1170915	SH	DEFINED			
ALLTEL CORP COM *	COMMON STOCK	020039103	14589	314826	SH	OTHER			
ALTRIA GROUP INC COM *	COMMON STOCK	02209S103	1223	27924	SH	DEFINED			
ALTRIA GROUP INC COM *	COMMON STOCK	02209S103	5444	124303	SH	OTHER			
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	987	32886	SH	DEFINED			
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	976	32532	SH	OTHER			
AMERICAN EXPRESS CO COM *	COMMON STOCK	025816109	19360	429647	SH	DEFINED			
AMERICAN EXPRESS CO COM *	COMMON STOCK	025816109	2958	65635	SH	OTHER			
AMERICAN FINL RLTY TR	COMMON STOCK	02607P305	1489	105632	SH	DEFINED			
AMERICAN FINL RLTY TR	COMMON STOCK	02607P305	2048	145236	SH	OTHER			
AMERICAN INT'L GROUP INC COM *	COMMON STOCK	026874107	1775	30769	SH	DEFINED			
AMERICAN INT'L GROUP INC COM *	COMMON STOCK	026874107	1690	29294	SH	OTHER			
AMERICAN NATIONAL INSURANCE CO	COMMON STOCK	028591105	362	4252	SH	DEFINED			
AMERICREDIT CORP COM	COMMON STOCK	03060R101	95	9234	SH	DEFINED			
AMERICREDIT CORP COM	COMMON STOCK	03060R101	49	4805	SH	OTHER			
AMERIGROUP CORPORATION COM	COMMON STOCK	03073T102	1662	37250	SH	OTHER			
AMETEK INC COM	COMMON STOCK	031100100	1513	35300	SH	OTHER			
AMGEN INC COM *	COMMON STOCK	031162100	1039	16108	SH	DEFINED			
AMGEN INC COM *	COMMON STOCK	031162100	742	11497	SH	OTHER			
AMSOUTH BANCORPORATION INC COM	COMMON STOCK	032165102	186	8756	SH	DEFINED			
AMSOUTH BANCORPORATION INC COM	COMMON STOCK	032165102	104	4920	SH	OTHER			
AMSURG CORPORATION COM	COMMON STOCK	03232P405	1901	57600	SH	OTHER			
ANADARKO PETROLEUM CORP COM	COMMON STOCK	032511107	2634	63072	SH	DEFINED			
ANADARKO PETROLEUM CORP COM	COMMON STOCK	032511107	3573	85563	SH	OTHER			
ANALOG DEVICES INC COM*	COMMON STOCK	032654105	248	6525	SH	DEFINED			
ANHEUSER BUSCH COS INC COM *	COMMON STOCK	035229103	815	16518	SH	DEFINED			
ANHEUSER BUSCH COS INC COM *	COMMON STOCK	035229103	7503	152067	SH	OTHER			
AOL TIME WARNER INC COM*	COMMON STOCK	00184A105	48702	3223150	SH	DEFINED			
AOL TIME WARNER INC COM*	COMMON STOCK	00184A105	287	19021	SH	OTHER			
APPLIED MATERIALS INC COM *	COMMON STOCK	038222105	477	26321	SH	DEFINED			
APPLIED MATERIALS INC COM *	COMMON STOCK	038222105	31	1698	SH	OTHER			
ARCHSTONE-SMITH TR REIT COM*	COMMON STOCK	039583109	2514	95313	SH	DEFINED			
ARCHSTONE-SMITH TR REIT COM*	COMMON STOCK	039583109	1056	40034	SH	OTHER			
AT & T WIRELESS SERVICES INC C	COMMON STOCK	00209A106	84	10278	SH	DEFINED			
AT & T WIRELESS SERVICES INC C	COMMON STOCK	00209A106	67	8134	SH	OTHER			

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AUTODESK INC COM	COMMON STOCK	052769106	1408	82700	SH	OTHER
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	1215	33898	SH	DEFINED
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	887	24741	SH	OTHER
AVERY DENNISON CORP COM	COMMON STOCK	053611109	46	920	SH	DEFINED
AVERY DENNISON CORP COM	COMMON STOCK	053611109	182	3595	SH	OTHER
AVX CORP COM	COMMON STOCK	002444107	540	39436	SH	DEFINED
AVX CORP COM	COMMON STOCK	002444107	712	52002	SH	OTHER
BAKER HUGHES INC COM *	COMMON STOCK	057224107	13179	445400	SH	DEFINED
BAKER HUGHES INC COM *	COMMON STOCK	057224107	1548	52304	SH	OTHER
BALL CORP COM	COMMON STOCK	058498106	216	4000	SH	OTHER
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	1347	17266	SH	DEFINED
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	975	12491	SH	OTHER
BANK OF NEW YORK INC COM	COMMON STOCK	064057102	24	820	SH	DEFINED
BANK OF NEW YORK INC COM	COMMON STOCK	064057102	1013	34800	SH	OTHER
BANK ONE CORP COM*	COMMON STOCK	06423A103	656	16963	SH	DEFINED
BANK ONE CORP COM*	COMMON STOCK	06423A103	47	1220	SH	OTHER
BANKNORTH GROUP INC	COMMON STOCK	06646R107	4768	168961	SH	DEFINED
BANKNORTH GROUP INC	COMMON STOCK	06646R107	6415	227331	SH	OTHER
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	404	13899	SH	DEFINED
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	658	22632	SH	OTHER
BB&T CORP COM*	COMMON STOCK	054937107	252	7008	SH	DEFINED
BB&T CORP COM*	COMMON STOCK	054937107	13	355	SH	OTHER
BEARINGPOINT INC COM	COMMON STOCK	074002106	16	2000	SH	DEFINED
BEARINGPOINT INC COM	COMMON STOCK	074002106	1467	183800	SH	OTHER
BED BATH & BEYOND INC COM*	COMMON STOCK	075896100	196	5123	SH	DEFINED
BED BATH & BEYOND INC COM*	COMMON STOCK	075896100	98	2550	SH	OTHER
BELLSOUTH CORP COM *	COMMON STOCK	079860102	5746	242670	SH	DEFINED
BELLSOUTH CORP COM *	COMMON STOCK	079860102	6725	283975	SH	OTHER
BEMIS INC COM*	COMMON STOCK	081437105	66	1485	SH	DEFINED
BEMIS INC COM*	COMMON STOCK	081437105	266	6000	SH	OTHER
BERKSHIRE HATHAWAY INC CLASS B	COMMON STOCK	084670207	202	81	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670108	300	4	SH	DEFINED
BEST BUY COMPANY INC COM*	COMMON STOCK	086516101	10967	230777	SH	DEFINED
BEST BUY COMPANY INC COM*	COMMON STOCK	086516101	1674	35218	SH	OTHER
BLYTH INC. COM	COMMON STOCK	09643P108	3181	117916	SH	DEFINED
BLYTH INC. COM	COMMON STOCK	09643P108	4056	150328	SH	OTHER
BRINKER INTERNATIONAL INC COM*	COMMON STOCK	109641100	11477	344023	SH	DEFINED
BRINKER INTERNATIONAL INC COM*	COMMON STOCK	109641100	1155	34623	SH	OTHER
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	823	32066	SH	DEFINED
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	1244	48463	SH	OTHER
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	7	250	SH	DEFINED
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	518	17928	SH	OTHER
BURLINGTON RESOURCES INC COM	COMMON STOCK	122014103	1643	34091	SH	DEFINED
BURLINGTON RESOURCES INC COM	COMMON STOCK	122014103	3186	66093	SH	OTHER
CARDINAL HEALTH INC COM*	COMMON STOCK	14149Y108	1044	17886	SH	DEFINED
CARDINAL HEALTH INC COM*	COMMON STOCK	14149Y108	576	9865	SH	OTHER
CARNIVAL CORP PAIRED CTF 1 COM	COMMON STOCK	143658300	398	12095	SH	DEFINED
CARNIVAL CORP PAIRED CTF 1 COM	COMMON STOCK	143658300	385	11700	SH	OTHER
CARRIAGE SERVICES INC COM	COMMON STOCK	143905107	34	10000	SH	DEFINED
CATERPILLAR INC COM *	COMMON STOCK	149123101	55	792	SH	DEFINED
CATERPILLAR INC COM *	COMMON STOCK	149123101	155	2252	SH	OTHER
CENTERPOINT ENERGY INC COM	COMMON STOCK	15189T107	73	8009	SH	DEFINED
CENTERPOINT ENERGY INC COM	COMMON STOCK	15189T107	178	19400	SH	OTHER
CHARTER ONE FINANCIAL INC COM	COMMON STOCK	160903100	48	1575	SH	DEFINED
CHARTER ONE FINANCIAL INC COM	COMMON STOCK	160903100	719	23500	SH	OTHER
CHESAPEAKE ENERGY CORP COM	COMMON STOCK	165167107	1547	143500	SH	OTHER
CHEVRONTExACO CORP COM*	COMMON STOCK	166764100	7553	105717	SH	DEFINED
CHEVRONTExACO CORP COM*	COMMON STOCK	166764100	3635	50871	SH	OTHER
CHUBB CORP COM*	COMMON STOCK	171232101	2674	41209	SH	DEFINED
CHUBB CORP COM*	COMMON STOCK	171232101	825	12715	SH	OTHER
CIBER INC COM	COMMON STOCK	17163B102	1370	180300	SH	OTHER
CIGNA CORP COM	COMMON STOCK	125509109	64	1442	SH	DEFINED

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CIGNA CORP COM	COMMON STOCK	125509109	308	6900	SH	OTHER
CINERGY CORP COM	COMMON STOCK	172474108	2826	77011	SH	DEFINED
CINERGY CORP COM	COMMON STOCK	172474108	3905	106402	SH	OTHER
CISCO SYSTEM INC COM *	COMMON STOCK	17275R102	16262	830138	SH	DEFINED
CISCO SYSTEM INC COM *	COMMON STOCK	17275R102	2657	135620	SH	OTHER
CITIGROUP INC COM *	COMMON STOCK	172967101	4552	100025	SH	DEFINED
CITIGROUP INC COM *	COMMON STOCK	172967101	5537	121675	SH	OTHER
CLARCOR INC COM	COMMON STOCK	179895107	1260	32300	SH	OTHER
CLEAR CHANNEL COMMUNICATIONS I	COMMON STOCK	184502102	2120	55342	SH	DEFINED
CLEAR CHANNEL COMMUNICATIONS I	COMMON STOCK	184502102	5117	133606	SH	OTHER
CLOROX CO COM *	COMMON STOCK	189054109	261	5690	SH	DEFINED
CLOROX CO COM *	COMMON STOCK	189054109	416	9075	SH	OTHER
COCA COLA CO COM *	COMMON STOCK	191216100	3874	90186	SH	DEFINED
COCA COLA CO COM *	COMMON STOCK	191216100	3809	88675	SH	OTHER
COLGATE-PALMOLIVE CO COM *	COMMON STOCK	194162103	1034	18506	SH	DEFINED
COLGATE-PALMOLIVE CO COM *	COMMON STOCK	194162103	2001	35811	SH	OTHER
CONAGRA FOODS INC	COMMON STOCK	205887102	369	17350	SH	OTHER
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	48	873	SH	DEFINED
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	628	11474	SH	OTHER
CONSOL ENERGY INC COM	COMMON STOCK	20854P109	1870	100641	SH	DEFINED
CONSOL ENERGY INC COM	COMMON STOCK	20854P109	2573	138480	SH	OTHER
CONSOLIDATED EDISON INC COM	COMMON STOCK	209115104	41	1000	SH	DEFINED
CONSOLIDATED EDISON INC COM	COMMON STOCK	209115104	336	8242	SH	OTHER
COOPER COMPANIES INC COM	COMMON STOCK	216648402	8	200	SH	DEFINED
COOPER COMPANIES INC COM	COMMON STOCK	216648402	1646	40400	SH	OTHER
COST PLUS INC CALIF COM	COMMON STOCK	221485105	1598	43200	SH	OTHER
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	12455	399826	SH	DEFINED
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	1470	47198	SH	OTHER
COUNTRYWIDE FINANCIAL CORP COM	COMMON STOCK	222372104	1175	15006	SH	DEFINED
COUNTRYWIDE FINANCIAL CORP COM	COMMON STOCK	222372104	2738	34980	SH	OTHER
COVANCE INC COM	COMMON STOCK	222816100	1661	74225	SH	OTHER
CRESCENT REAL ESTATE EQUITIES	COMMON STOCK	225756105	80	5500	SH	DEFINED
CRESCENT REAL ESTATE EQUITIES	COMMON STOCK	225756105	212	14600	SH	OTHER
CSX CORP COM	COMMON STOCK	126408103	373	12750	SH	OTHER
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	11371	305431	SH	DEFINED
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	2977	79972	SH	OTHER
CVS CORP COM *	COMMON STOCK	126650100	1406	45281	SH	DEFINED
CVS CORP COM *	COMMON STOCK	126650100	2240	72124	SH	OTHER
DELL INC COM *	COMMON STOCK	24702R101	20664	618321	SH	DEFINED
DELL INC COM *	COMMON STOCK	24702R101	3304	98863	SH	OTHER
DELPHI CORPORATION COM	COMMON STOCK	247126105	754	83365	SH	DEFINED
DELPHI CORPORATION COM	COMMON STOCK	247126105	1642	181442	SH	OTHER
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	300	6220	SH	DEFINED
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	990	20547	SH	OTHER
DIEBOLD INC COM *	COMMON STOCK	253651103	18212	359569	SH	DEFINED
DIEBOLD INC COM *	COMMON STOCK	253651103	2346	46326	SH	OTHER
DIGITAL INSIGHT CORP COM	COMMON STOCK	25385P106	1411	70900	SH	OTHER
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	17640	874557	SH	DEFINED
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	2048	101524	SH	OTHER
DOLLAR GENERAL CORP COM	COMMON STOCK	256669102	400	20000	SH	OTHER
DOLLAR TREE STORES INC COM	COMMON STOCK	256747106	206	6140	SH	DEFINED
DOLLAR TREE STORES INC COM	COMMON STOCK	256747106	15	450	SH	OTHER
DOVER CORP COM *	COMMON STOCK	260003108	210	5927	SH	DEFINED
DOVER CORP COM *	COMMON STOCK	260003108	57	1600	SH	OTHER
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	1555	47775	SH	DEFINED
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	1185	36409	SH	OTHER
DRS TECHNOLOGIES INC	COMMON STOCK	23330X100	1255	52000	SH	OTHER
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	3282	82040	SH	DEFINED
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	1992	49793	SH	OTHER
DUKE ENERGY CORP *	COMMON STOCK	264399106	887	49793	SH	DEFINED
DUKE ENERGY CORP *	COMMON STOCK	264399106	426	23930	SH	OTHER
DYNACQ INTERNATIONAL INC COM	COMMON STOCK	267919306	1120	61900	SH	DEFINED

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E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	144	11390	SH	DEFINED
E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	97	7689	SH	OTHER
E*TRADE GROUP INC COM	COMMON STOCK	269246104	1708	184445	SH	OTHER
EARTHLINK INC COM	COMMON STOCK	270321102	2267	275400	SH	OTHER
EATON VANCE CORPORATION COM	COMMON STOCK	278265103	1550	46300	SH	OTHER
EDISON INTERNATIONAL COM	COMMON STOCK	281020107	207	10848	SH	OTHER
EDUCATION MANAGEMENT CORP COM	COMMON STOCK	28139T101	3	50	SH	DEFINED
EDUCATION MANAGEMENT CORP COM	COMMON STOCK	28139T101	1798	31100	SH	OTHER
EGL INC	COMMON STOCK	268484102	1502	82600	SH	OTHER
EL PASO CORP COM	COMMON STOCK	28336L109	1115	152705	SH	DEFINED
EL PASO CORP COM	COMMON STOCK	28336L109	1834	251169	SH	OTHER
ELECTRONIC DATA SYSTEMS CORP C	COMMON STOCK	285661104	27	1334	SH	DEFINED
ELECTRONIC DATA SYSTEMS CORP C	COMMON STOCK	285661104	545	27004	SH	OTHER
ELECTRONICS FOR IMAGING INC CO	COMMON STOCK	286082102	1509	64700	SH	OTHER
ELI LILLY & CO COM *	COMMON STOCK	532457108	598	10066	SH	DEFINED
ELI LILLY & CO COM *	COMMON STOCK	532457108	150	2525	SH	OTHER
EMERSON ELECTRIC CO COM *	COMMON STOCK	291011104	18194	345570	SH	DEFINED
EMERSON ELECTRIC CO COM *	COMMON STOCK	291011104	2658	50480	SH	OTHER
ENSCO INTERNATIONAL INC COM*	COMMON STOCK	26874Q100	14631	545511	SH	DEFINED
ENSCO INTERNATIONAL INC COM*	COMMON STOCK	26874Q100	1395	52019	SH	OTHER
ENTERGY CORP NEW COM	COMMON STOCK	29364G103	27	500	SH	DEFINED
ENTERGY CORP NEW COM	COMMON STOCK	29364G103	673	12432	SH	OTHER
ENZO BIOCHEM INC COM	COMMON STOCK	294100102	578	29623	SH	DEFINED
EON LABS INC COM	COMMON STOCK	29412E100	1568	40900	SH	OTHER
ESPEED INC CL A	COMMON STOCK	296643109	1996	88300	SH	OTHER
EVERGREEN RESOURCES INC COM	COMMON STOCK	299900308	1474	54600	SH	OTHER
EXPRESS SCRIPTS INC COM*	COMMON STOCK	302182100	1965	32150	SH	DEFINED
EXPRESS SCRIPTS INC COM*	COMMON STOCK	302182100	225	3690	SH	OTHER
EXXON MOBIL CORP COM *	COMMON STOCK	30231G102	32392	885039	SH	DEFINED
EXXON MOBIL CORP COM *	COMMON STOCK	30231G102	15739	430025	SH	OTHER
FACTSET RESEARCH SYSTEMS INC	COMMON STOCK	303075105	1339	30200	SH	OTHER
FAIR ISAAC INC*	COMMON STOCK	303250104	8901	150964	SH	DEFINED
FAIR ISAAC INC*	COMMON STOCK	303250104	721	12232	SH	OTHER
FAMILY DOLLAR STORES INC COM	COMMON STOCK	307000109	80	2000	SH	DEFINED
FAMILY DOLLAR STORES INC COM	COMMON STOCK	307000109	1715	43000	SH	OTHER
FANNIE MAE *	COMMON STOCK	313586109	25793	367422	SH	DEFINED
FANNIE MAE *	COMMON STOCK	313586109	10989	156545	SH	OTHER
FEDERATED INVESTORS INC- CL B	COMMON STOCK	314211103	1316	47500	SH	OTHER
FEI COMPANY COM	COMMON STOCK	30241L109	1036	44400	SH	OTHER
FIRST DATA CORP COM *	COMMON STOCK	319963104	769	19232	SH	DEFINED
FIRST DATA CORP COM *	COMMON STOCK	319963104	958	23985	SH	OTHER
FLEETBOSTON FINANCIAL CORP COM	COMMON STOCK	339030108	1847	61255	SH	DEFINED
FLEETBOSTON FINANCIAL CORP COM	COMMON STOCK	339030108	2308	76561	SH	OTHER
FLEXTRONICS INTERNATIONAL LTD*	COMMON STOCK	Y2573F102	18640	1310842	SH	DEFINED
FLEXTRONICS INTERNATIONAL LTD*	COMMON STOCK	Y2573F102	2177	153092	SH	OTHER
FMC TECHNOLOGIES INC COM	COMMON STOCK	30249U101	1339	62500	SH	OTHER
FOCUS ENHANCEMENTS INC	COMMON STOCK	344159108	98	40000	SH	DEFINED
FOOT LOCKER INC COM	COMMON STOCK	344849104	40	2450	SH	DEFINED
FOOT LOCKER INC COM	COMMON STOCK	344849104	1166	72000	SH	OTHER
FORD MOTOR COMPANY *	COMMON STOCK	345370860	3485	323589	SH	DEFINED
FORD MOTOR COMPANY *	COMMON STOCK	345370860	4467	414733	SH	OTHER
FOREST LABORATORIES INC COM *	COMMON STOCK	345838106	1262	24533	SH	DEFINED
FOREST LABORATORIES INC COM *	COMMON STOCK	345838106	298	5786	SH	OTHER
FORTUNE BRANDS INC COM *	COMMON STOCK	349631101	839	14780	SH	DEFINED
FORTUNE BRANDS INC COM *	COMMON STOCK	349631101	268	4724	SH	OTHER
FOUNDRY NETWORKS INC COM	COMMON STOCK	35063R100	3049	141800	SH	OTHER
FPL GROUP INC COM *	COMMON STOCK	302571104	66	1040	SH	DEFINED
FPL GROUP INC COM *	COMMON STOCK	302571104	256	4050	SH	OTHER
FREDDIE MAC *	COMMON STOCK	313400301	5581	106607	SH	DEFINED
FREDDIE MAC *	COMMON STOCK	313400301	6286	120074	SH	OTHER
FURNITURE BRANDS INTERNATIONAL	COMMON STOCK	360921100	1299	53900	SH	OTHER
GABELLI ASSET MANAGEMENT INC C	COMMON STOCK	36239Y102	1319	37000	SH	OTHER

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GAMESTOP CORPORATION COM	COMMON STOCK	36466R101	2126	133700	SH	OTHER
GEN-PROBE INC NEW COM	COMMON STOCK	36866T103	1425	26300	SH	OTHER
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	16680	213679	SH	DEFINED
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	2956	37870	SH	OTHER
GENERAL ELECTRIC CO COM *	COMMON STOCK	369604103	34560	1159331	SH	DEFINED
GENERAL ELECTRIC CO COM *	COMMON STOCK	369604103	13377	448731	SH	OTHER
GENERAL MILLS INC COM*	COMMON STOCK	370334104	1197	25432	SH	DEFINED
GENERAL MILLS INC COM*	COMMON STOCK	370334104	740	15730	SH	OTHER
GENERAL MOTORS CORP CLASS H NE	COMMON STOCK	370442832	10	666	SH	DEFINED
GENERAL MOTORS CORP CLASS H NE	COMMON STOCK	370442832	289	20175	SH	OTHER
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	279	6827	SH	DEFINED
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	5137	125516	SH	OTHER
GILLETTE CO COM *	COMMON STOCK	375766102	254	7941	SH	DEFINED
GILLETTE CO COM *	COMMON STOCK	375766102	187	5850	SH	OTHER
GLOBESPANVIRATA INC COM	COMMON STOCK	37957V106	1327	183800	SH	OTHER
HALLIBURTON CO COM *	COMMON STOCK	406216101	219	9018	SH	DEFINED
HALLIBURTON CO COM *	COMMON STOCK	406216101	1758	72500	SH	OTHER
HANOVER COMPRESSOR CO (HOLDING	COMMON STOCK	410768105	124	12500	SH	DEFINED
HARMAN INTERNATIONAL INDUSTRIE	COMMON STOCK	413086109	14279	145186	SH	DEFINED
HARMAN INTERNATIONAL INDUSTRIE	COMMON STOCK	413086109	1393	14159	SH	OTHER
HARRIS CORP DELAWARE COM	COMMON STOCK	413875105	1432	40000	SH	OTHER
HARTFORD FINANCIAL SERVICES GR	COMMON STOCK	416515104	2	29	SH	DEFINED
HARTFORD FINANCIAL SERVICES GR	COMMON STOCK	416515104	428	8125	SH	OTHER
HCA INC*	COMMON STOCK	404119109	326	8844	SH	DEFINED
HCA INC*	COMMON STOCK	404119109	80	2170	SH	OTHER
HCC INSURANCE HOLDINGS INC COM	COMMON STOCK	404132102	17238	592764	SH	DEFINED
HCC INSURANCE HOLDINGS INC COM	COMMON STOCK	404132102	2578	88644	SH	OTHER
HEALTH MGMT ASSOC INC NEW CLAS	COMMON STOCK	421933102	18183	833720	SH	DEFINED
HEALTH MGMT ASSOC INC NEW CLAS	COMMON STOCK	421933102	2066	94722	SH	OTHER
HEINZ H. J. CO COM*	COMMON STOCK	423074103	1112	32437	SH	DEFINED
HEINZ H. J. CO COM*	COMMON STOCK	423074103	153	4450	SH	OTHER
HERSHEY FOODS CORP COM*	COMMON STOCK	427866108	72	990	SH	DEFINED
HERSHEY FOODS CORP COM*	COMMON STOCK	427866108	385	5300	SH	OTHER
HEWLETT PACKARD CO COM (DEL) *	COMMON STOCK	428236103	1070	55269	SH	DEFINED
HEWLETT PACKARD CO COM (DEL) *	COMMON STOCK	428236103	316	16336	SH	OTHER
HOLLYWOOD ENTERTAINMENT CORP C	COMMON STOCK	436141105	1437	84500	SH	OTHER
HOME DEPOT INC COM *	COMMON STOCK	437076102	777	24404	SH	DEFINED
HOME DEPOT INC COM *	COMMON STOCK	437076102	881	27646	SH	OTHER
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	7082	268778	SH	DEFINED
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	5769	218923	SH	OTHER
HRPT PROPERTIES TRUST REIT COM	COMMON STOCK	40426W101	2	264	SH	DEFINED
HRPT PROPERTIES TRUST REIT COM	COMMON STOCK	40426W101	123	13500	SH	OTHER
ILLINOIS TOOL WORKS INC COM *	COMMON STOCK	452308109	61	916	SH	DEFINED
ILLINOIS TOOL WORKS INC COM *	COMMON STOCK	452308109	159	2400	SH	OTHER
IMMUCOR INC COM	COMMON STOCK	452526106	1493	55400	SH	OTHER
IMS HEALTH INC COM	COMMON STOCK	449934108	384	18200	SH	OTHER
INGERSOLL-RAND COMPANY CLASS A	COMMON STOCK	G4776G101	20348	380763	SH	DEFINED
INGERSOLL-RAND COMPANY CLASS A	COMMON STOCK	G4776G101	2819	52753	SH	OTHER
INSIGHT ENTERPRISES INC COM	COMMON STOCK	45765U103	1755	115300	SH	OTHER
INTEGRATED CIRCUIT SYSTEMS INC	COMMON STOCK	45811K208	1559	51900	SH	OTHER
INTEGRATED DEVICE TECHNOLOGY I	COMMON STOCK	458118106	673	54200	SH	OTHER
INTEGRATED ELECTRICAL SERVICES	COMMON STOCK	45811E103	7756	1123986	SH	DEFINED
INTEL CORP COM *	COMMON STOCK	458140100	3830	139154	SH	DEFINED
INTEL CORP COM *	COMMON STOCK	458140100	3413	124036	SH	OTHER
INTERNATIONAL PAPER CO COM *	COMMON STOCK	460146103	1048	26850	SH	DEFINED
INTERNATIONAL PAPER CO COM *	COMMON STOCK	460146103	21	550	SH	OTHER
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	2858	32355	SH	DEFINED
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	3541	40092	SH	OTHER
INVESTMENT TECHNOLOGY GROUP IN	COMMON STOCK	46145F105	1496	78000	SH	OTHER
ITT EDUCATIONAL SERVICES INC C	COMMON STOCK	45068B109	1970	41100	SH	OTHER
IXIA COM	COMMON STOCK	45071R109	768	71000	SH	OTHER
J P MORGAN CHASE & CO COM	COMMON STOCK	46625H100	243	7087	SH	DEFINED

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J P MORGAN CHASE & CO COM	COMMON STOCK	46625H100	1331	38779	SH	OTHER
JETBLUE AIRWAYS CORP	COMMON STOCK	477143101	2721	44700	SH	OTHER
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	4510	91083	SH	DEFINED
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	3858	77898	SH	OTHER
KANSAS CITY SOUTHERN INDUSTRIE	COMMON STOCK	485170302	554	50050	SH	OTHER
KELLWOOD CO COM	COMMON STOCK	488044108	1412	42200	SH	OTHER
KEMET CORP COM	COMMON STOCK	488360108	784	61500	SH	OTHER
KERR MCGEE CORP COM	COMMON STOCK	492386107	3059	68521	SH	DEFINED
KERR MCGEE CORP COM	COMMON STOCK	492386107	4020	90052	SH	OTHER
KEY ENERGY SERVICES INC COM	COMMON STOCK	492914106	2	250	SH	DEFINED
KEY ENERGY SERVICES INC COM	COMMON STOCK	492914106	1098	113800	SH	OTHER
KEYSPAN CORP COM *	COMMON STOCK	49337W100	362	10312	SH	DEFINED
KEYSPAN CORP COM *	COMMON STOCK	49337W100	63	1789	SH	OTHER
KIMBERLY CLARK CORP COM *	COMMON STOCK	494368103	17163	334439	SH	DEFINED
KIMBERLY CLARK CORP COM *	COMMON STOCK	494368103	3919	76356	SH	OTHER
KOHL'S CORP COM*	COMMON STOCK	500255104	13451	251424	SH	DEFINED
KOHL'S CORP COM*	COMMON STOCK	500255104	2131	39823	SH	OTHER
KRAFT FOODS INC CLASS A COM	COMMON STOCK	50075N104	1	25	SH	DEFINED
KRAFT FOODS INC CLASS A COM	COMMON STOCK	50075N104	929	31500	SH	OTHER
L-3 COMMUNICATIONS HLDGS INC C	COMMON STOCK	502424104	15243	352450	SH	DEFINED
L-3 COMMUNICATIONS HLDGS INC C	COMMON STOCK	502424104	1604	37076	SH	OTHER
LAFARGE NORTH AMERICA INC COM	COMMON STOCK	505862102	2523	72513	SH	DEFINED
LAFARGE NORTH AMERICA INC COM	COMMON STOCK	505862102	1921	55199	SH	OTHER
LEGG MASON INC COM	COMMON STOCK	524901105	1617	22400	SH	OTHER
LIBERTY MEDIA CORP NEW COM SER	COMMON STOCK	530718105	194	19488	SH	DEFINED
LIBERTY MEDIA CORP NEW COM SER	COMMON STOCK	530718105	8	756	SH	OTHER
LIFEPOINT HOSPITALS INC COM	COMMON STOCK	53219L109	3	105	SH	DEFINED
LIFEPOINT HOSPITALS INC COM	COMMON STOCK	53219L109	1447	59800	SH	OTHER
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	45	965	SH	DEFINED
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	355	7695	SH	OTHER
LOWES COS INC COM *	COMMON STOCK	548661107	15710	302707	SH	DEFINED
LOWES COS INC COM *	COMMON STOCK	548661107	2237	43110	SH	OTHER
LUCENT TECHNOLOGIES INC COM	COMMON STOCK	549463107	13	5985	SH	DEFINED
LUCENT TECHNOLOGIES INC COM	COMMON STOCK	549463107	36	16642	SH	OTHER
MACROCHEM CORP DELAWARE COM	COMMON STOCK	555903103	63	68696	SH	DEFINED
MANPOWER INC WISCONSIN COM	COMMON STOCK	56418H100	344	9266	SH	DEFINED
MANPOWER INC WISCONSIN COM	COMMON STOCK	56418H100	508	13686	SH	OTHER
MARATHON OIL CORP COM*	COMMON STOCK	565849106	2976	104429	SH	DEFINED
MARATHON OIL CORP COM*	COMMON STOCK	565849106	4245	148951	SH	OTHER
MARSH & MCLENNAN COS INC COM*	COMMON STOCK	571748102	15448	324464	SH	DEFINED
MARSH & MCLENNAN COS INC COM*	COMMON STOCK	571748102	1748	36705	SH	OTHER
MARSHALL & ILSLEY CORP COM	COMMON STOCK	571834100	1340	42500	SH	DEFINED
MASCO CORP COM *	COMMON STOCK	574599106	1175	48000	SH	OTHER
MASSEY ENERGY CORP COM	COMMON STOCK	576206106	1236	92900	SH	OTHER
MAVERICK TUBE CORPORATION COM	COMMON STOCK	577914104	1333	85900	SH	OTHER
MBNA CORP COM *	COMMON STOCK	55262L100	14325	628273	SH	DEFINED
MBNA CORP COM *	COMMON STOCK	55262L100	2043	89585	SH	OTHER
MCDONALD'S CORP COM *	COMMON STOCK	580135101	2079	88306	SH	DEFINED
MCDONALD'S CORP COM *	COMMON STOCK	580135101	2924	124213	SH	OTHER
MCGRAW HILL COMPANIES INC. *	COMMON STOCK	580645109	393	6331	SH	DEFINED
MCGRAW HILL COMPANIES INC. *	COMMON STOCK	580645109	214	3445	SH	OTHER
MDC HOLDINGS INC COM	COMMON STOCK	552676108	1600	29632	SH	OTHER
MEDTRONIC INC COM *	COMMON STOCK	585055106	2696	57449	SH	DEFINED
MEDTRONIC INC COM *	COMMON STOCK	585055106	2626	55975	SH	OTHER
MELLON FINANCIAL CORP COM	COMMON STOCK	58551A108	36	1200	SH	DEFINED
MELLON FINANCIAL CORP COM	COMMON STOCK	58551A108	790	26200	SH	OTHER
MENS WEARHOUSE INC COM	COMMON STOCK	587118100	1715	66850	SH	OTHER
MERCK & CO INC COM *	COMMON STOCK	589331107	2340	46223	SH	DEFINED
MERCK & CO INC COM *	COMMON STOCK	589331107	1787	35299	SH	OTHER
MERRILL LYNCH & CO INC COM	COMMON STOCK	590188108	96	1800	SH	DEFINED
MERRILL LYNCH & CO INC COM	COMMON STOCK	590188108	357	6675	SH	OTHER
MGIC INVESTMENT CORP WISCONSIN	COMMON STOCK	552848103	427	8200	SH	OTHER

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MICHAELS STORES INC COM	COMMON STOCK	594087108	1638	40175	SH	OTHER
MICROSOFT CORP WASHINGTON COM	COMMON STOCK	594918104	23869	858583	SH	DEFINED
MICROSOFT CORP WASHINGTON COM	COMMON STOCK	594918104	5138	184821	SH	OTHER
MOLINA HEALTHCARE INC COM	COMMON STOCK	60855R100	1696	61100	SH	OTHER
MONDAVI ROBERT CORP COM	COMMON STOCK	609200100	722	23300	SH	OTHER
MONOLITHIC SYS TECHNOLOGY INC	COMMON STOCK	609842109	1082	128500	SH	OTHER
MORGAN STANLEY	COMMON STOCK	617446448	2476	49068	SH	DEFINED
MORGAN STANLEY	COMMON STOCK	617446448	4590	90963	SH	OTHER
MOTOROLA INC COM	COMMON STOCK	620076109	39	3290	SH	DEFINED
MOTOROLA INC COM	COMMON STOCK	620076109	98	8240	SH	OTHER
NBTY INC COM	COMMON STOCK	628782104	1507	64525	SH	OTHER
NEW PLAN EXCEL RLTY TR INC REI	COMMON STOCK	648053106	1356	58194	SH	DEFINED
NEW PLAN EXCEL RLTY TR INC REI	COMMON STOCK	648053106	216	9250	SH	OTHER
NEWELL RUBBERMAID INC COM*	COMMON STOCK	651229106	13023	600968	SH	DEFINED
NEWELL RUBBERMAID INC COM*	COMMON STOCK	651229106	1894	87417	SH	OTHER
NEWMONT MINING CORP COM	COMMON STOCK	651639106	240	6130	SH	DEFINED
NICOR INC COM *	COMMON STOCK	654086107	1926	54800	SH	DEFINED
NICOR INC COM *	COMMON STOCK	654086107	429	12200	SH	OTHER
NOBLE CORP COM	COMMON STOCK	G65422100	574	16900	SH	OTHER
NOBLE ENERGY INC COM	COMMON STOCK	655044105	5779	150890	SH	DEFINED
NOBLE ENERGY INC COM	COMMON STOCK	655044105	8021	209418	SH	OTHER
NORTHEAST UTILITIES COM	COMMON STOCK	664397106	444	24800	SH	OTHER
NU SKIN ENTERPRISES INC COM	COMMON STOCK	67018T105	601	47100	SH	OTHER
NUCOR CORP COM *	COMMON STOCK	670346105	15530	338499	SH	DEFINED
NUCOR CORP COM *	COMMON STOCK	670346105	1953	42570	SH	OTHER
OCCIDENTAL PETROLEUM CORP COM	COMMON STOCK	674599105	490	13900	SH	OTHER
OMNICARE INC COM	COMMON STOCK	681904108	1442	40000	SH	OTHER
OMNICOM GROUP COM *	COMMON STOCK	681919106	440	6124	SH	DEFINED
OMNICOM GROUP COM *	COMMON STOCK	681919106	274	3810	SH	OTHER
ORACLE CORPORATION*	COMMON STOCK	68389X105	198	17639	SH	DEFINED
ORACLE CORPORATION*	COMMON STOCK	68389X105	719	63900	SH	OTHER
PEABODY ENERGY CORP COM	COMMON STOCK	704549104	175	5564	SH	DEFINED
PEABODY ENERGY CORP COM	COMMON STOCK	704549104	1361	43400	SH	OTHER
PENTAIR INC COM	COMMON STOCK	709631105	722	18100	SH	OTHER
PEPCO HOLDINGS INC COM	COMMON STOCK	713291102	2701	156301	SH	DEFINED
PEPCO HOLDINGS INC COM	COMMON STOCK	713291102	3838	222121	SH	OTHER
PEPSICO INC COM*	COMMON STOCK	713448108	20823	454352	SH	DEFINED
PEPSICO INC COM*	COMMON STOCK	713448108	6372	139046	SH	OTHER
PERFORMANCE FOOD GROUP CO COM*	COMMON STOCK	713755106	277	6800	SH	DEFINED
PERFORMANCE FOOD GROUP CO COM*	COMMON STOCK	713755106	31	750	SH	OTHER
PFIZER INC COM *	COMMON STOCK	717081103	17453	574486	SH	DEFINED
PFIZER INC COM *	COMMON STOCK	717081103	7862	258787	SH	OTHER
PHARMACEUTICAL PRODUCT DEVELOP	COMMON STOCK	717124101	1549	64575	SH	OTHER
PIER 1 IMPORTS INC COM*	COMMON STOCK	720279108	65	3400	SH	DEFINED
PIER 1 IMPORTS INC COM*	COMMON STOCK	720279108	1449	75300	SH	OTHER
PITNEY BOWES INC COM *	COMMON STOCK	724479100	1286	33569	SH	DEFINED
PITNEY BOWES INC COM *	COMMON STOCK	724479100	544	14200	SH	OTHER
PNC FINANCIAL SERVICES GROUP	COMMON STOCK	693475105	300	6300	SH	OTHER
POLO RALPH LAUREN CORP CLASS A	COMMON STOCK	731572103	1529	57000	SH	OTHER
POLYCOM INC COM	COMMON STOCK	73172K104	1404	84500	SH	OTHER
POSSIS MEDICAL INC COM	COMMON STOCK	737407106	1226	78800	SH	OTHER
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	1172	22435	SH	DEFINED
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	3	62	SH	OTHER
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	8119	87468	SH	DEFINED
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	2201	23716	SH	OTHER
PROLOGIS REIT COM	COMMON STOCK	743410102	1041	34403	SH	DEFINED
PROLOGIS REIT COM	COMMON STOCK	743410102	1711	56577	SH	OTHER
PROTECTIVE LIFE CORP	COMMON STOCK	743674103	1278	42800	SH	OTHER
PRUDENTIAL FINANCIAL INC COM	COMMON STOCK	744320102	270	7239	SH	DEFINED
PRUDENTIAL FINANCIAL INC COM	COMMON STOCK	744320102	37	980	SH	OTHER
QUESTAR CORP COM*	COMMON STOCK	748356102	1189	38600	SH	DEFINED
RADIOSHACK CORP COM	COMMON STOCK	750438103	213	7500	SH	DEFINED

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RADIOSHACK CORP COM	COMMON STOCK	750438103	156	5504	SH	OTHER
RAYTHEON CO COM NEW*	COMMON STOCK	755111507	737	26304	SH	DEFINED
RAYTHEON CO COM NEW*	COMMON STOCK	755111507	445	15889	SH	OTHER
RELIANT RESOURCES INC COM	COMMON STOCK	75952B105	24	4598	SH	DEFINED
RELIANT RESOURCES INC COM	COMMON STOCK	75952B105	111	21607	SH	OTHER
ROCKWELL AUTOMATION INC COM*	COMMON STOCK	773903109	1294	49280	SH	DEFINED
RYLAND GROUP INC	COMMON STOCK	783764103	1	20	SH	DEFINED
RYLAND GROUP INC	COMMON STOCK	783764103	1872	25600	SH	OTHER
SABRE HOLDINGS CORPORATION*	COMMON STOCK	785905100	493	22950	SH	DEFINED
SARA LEE CORP COM *	COMMON STOCK	803111103	2373	129271	SH	DEFINED
SARA LEE CORP COM *	COMMON STOCK	803111103	3412	185847	SH	OTHER
SBC COMMUNICATIONS INC COM *	COMMON STOCK	78387G103	7678	345087	SH	DEFINED
SBC COMMUNICATIONS INC COM *	COMMON STOCK	78387G103	9039	406242	SH	OTHER
SCANA CORP COM NEW	COMMON STOCK	80589M102	670	19557	SH	DEFINED
SCANA CORP COM NEW	COMMON STOCK	80589M102	861	25151	SH	OTHER
SCHEIN HENRY INC COM*	COMMON STOCK	806407102	12897	227424	SH	DEFINED
SCHEIN HENRY INC COM*	COMMON STOCK	806407102	992	17501	SH	OTHER
SCHERING-PLOUGH CORP COM	COMMON STOCK	806605101	138	9053	SH	DEFINED
SCHERING-PLOUGH CORP COM	COMMON STOCK	806605101	637	41800	SH	OTHER
SCHLUMBERGER LIMITED COM *	COMMON STOCK	806857108	2448	50576	SH	DEFINED
SCHLUMBERGER LIMITED COM *	COMMON STOCK	806857108	1865	38533	SH	OTHER
SCHWAB CHARLES CORP NEW COM*	COMMON STOCK	808513105	20267	1701662	SH	DEFINED
SCHWAB CHARLES CORP NEW COM*	COMMON STOCK	808513105	2499	209797	SH	OTHER
SCRIPPS E W CO CLASS A COM	COMMON STOCK	811054204	596	7000	SH	OTHER
SEMPRA ENERGY COM	COMMON STOCK	816851109	21	700	SH	DEFINED
SEMPRA ENERGY COM	COMMON STOCK	816851109	605	20613	SH	OTHER
SIEBEL SYSTEMS INC COM*	COMMON STOCK	826170102	187	19137	SH	DEFINED
SIEBEL SYSTEMS INC COM*	COMMON STOCK	826170102	261	26700	SH	OTHER
SOUTHERN CO COM	COMMON STOCK	842587107	460	15668	SH	OTHER
SOUTHWEST AIRLINES CO COM *	COMMON STOCK	844741108	5194	293424	SH	DEFINED
SOUTHWEST AIRLINES CO COM *	COMMON STOCK	844741108	2471	139583	SH	OTHER
SOUTHWEST BANCORPORATION TEXAS	COMMON STOCK	84476R109	365	10000	SH	DEFINED
SOUTHWEST GAS CORP COM	COMMON STOCK	844895102	2058	90647	SH	DEFINED
SOUTHWEST GAS CORP COM	COMMON STOCK	844895102	1806	79570	SH	OTHER
SPX CORPORATION COM*	COMMON STOCK	784635104	12438	274684	SH	DEFINED
SPX CORPORATION COM*	COMMON STOCK	784635104	1326	29274	SH	OTHER
STANDARD PACIFIC CORP COM STOC	COMMON STOCK	85375C101	2486	65600	SH	OTHER
STANLEY WORKS COM	COMMON STOCK	854616109	539	18256	SH	OTHER
STEEL DYNAMICS INC COM	COMMON STOCK	858119100	1255	82500	SH	OTHER
STERLING BANCSHARES INC COM	COMMON STOCK	858907108	304	25500	SH	DEFINED
STRYKER CORP COM *	COMMON STOCK	863667101	147	1956	SH	DEFINED
STRYKER CORP COM *	COMMON STOCK	863667101	339	4500	SH	OTHER
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	28	8537	SH	DEFINED
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	16	4940	SH	OTHER
SUNTRUST BANKS INC COM	COMMON STOCK	867914103	307	5092	SH	DEFINED
SUNTRUST BANKS INC COM	COMMON STOCK	867914103	6	100	SH	OTHER
SUPERIOR INDUSTRIES INTL INC C	COMMON STOCK	868168105	1362	33600	SH	OTHER
SYLVAN LEARNING SYSTEMS INC CO	COMMON STOCK	871399101	1636	59700	SH	OTHER
SYMANTEC CORP COM*	COMMON STOCK	871503108	580	9180	SH	DEFINED
SYMANTEC CORP COM*	COMMON STOCK	871503108	201	3185	SH	OTHER
SYSCO CORP COM *	COMMON STOCK	871829107	2281	69745	SH	DEFINED
SYSCO CORP COM *	COMMON STOCK	871829107	1149	35138	SH	OTHER
TARGET CORP COM *	COMMON STOCK	87612E106	320	8496	SH	DEFINED
TARGET CORP COM *	COMMON STOCK	87612E106	47	1244	SH	OTHER
TCF FINANCIAL CORP COM*	COMMON STOCK	872275102	17578	366581	SH	DEFINED
TCF FINANCIAL CORP COM*	COMMON STOCK	872275102	1631	34024	SH	OTHER
TECHNITROL INC COM	COMMON STOCK	878555101	1421	77200	SH	OTHER
TEKTRONIX INC COM	COMMON STOCK	879131100	1671	67500	SH	OTHER
TEMPLE-INLAND INC COM	COMMON STOCK	879868107	21338	439512	SH	DEFINED
TEMPLE-INLAND INC COM	COMMON STOCK	879868107	52	1080	SH	OTHER
TENET HEALTHCARE CORP COM	COMMON STOCK	88033G100	421	29100	SH	OTHER
TETRA TECHNOLOGIES INC DEL COM	COMMON STOCK	88162F105	1426	69150	SH	OTHER

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TEXAS CAPITAL BANCSHARES INC C	COMMON STOCK	88224Q107	295	24100	SH	OTHER
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	17476	766481	SH	DEFINED
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	2941	128999	SH	OTHER
TEXTRON INC COM *	COMMON STOCK	883203101	318	8068	SH	DEFINED
TEXTRON INC COM *	COMMON STOCK	883203101	219	5550	SH	OTHER
THE MCCLATCHY CO CLASS A COM	COMMON STOCK	579489105	1350	22700	SH	OTHER
THOMAS INDUSTRIES INC COM	COMMON STOCK	884425109	1412	49500	SH	OTHER
TIFFANY & CO NEW COM	COMMON STOCK	886547108	56	1500	SH	DEFINED
TIFFANY & CO NEW COM	COMMON STOCK	886547108	1083	29000	SH	OTHER
TRAVELERS PPTY CAS CORP NEW CL	COMMON STOCK	89420G406	68	4287	SH	DEFINED
TRAVELERS PPTY CAS CORP NEW CL	COMMON STOCK	89420G406	91	5716	SH	OTHER
TRIAD HOSPITALS INC COM	COMMON STOCK	89579K109	55	1825	SH	DEFINED
TRIAD HOSPITALS INC COM	COMMON STOCK	89579K109	1260	41600	SH	OTHER
UNITED DOMINION REALTY TR REIT	COMMON STOCK	910197102	47	2550	SH	DEFINED
UNITED DOMINION REALTY TR REIT	COMMON STOCK	910197102	243	13245	SH	OTHER
UNITED NATURAL FOODS INC	COMMON STOCK	911163103	1573	47400	SH	OTHER
UNITED ONLINE INC COM	COMMON STOCK	911268100	1802	51805	SH	OTHER
UNITED STATES STEEL CORP NEW C	COMMON STOCK	912909108	4	240	SH	DEFINED
UNITED STATES STEEL CORP NEW C	COMMON STOCK	912909108	460	25000	SH	OTHER
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	199	2580	SH	DEFINED
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	263	3404	SH	OTHER
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	131	2594	SH	DEFINED
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	272	5400	SH	OTHER
UNOCAL CORP COM *	COMMON STOCK	915289102	1087	34500	SH	DEFINED
UNOCAL CORP COM *	COMMON STOCK	915289102	719	22800	SH	OTHER
URSTADT BIDDLE PPTYS CL A REIT	COMMON STOCK	917286205	1833	135800	SH	OTHER
US BANCORP DEL COM NEW	COMMON STOCK	902973304	105	4359	SH	DEFINED
US BANCORP DEL COM NEW	COMMON STOCK	902973304	136	5661	SH	OTHER
USF CORP COM *	COMMON STOCK	91729Q101	1240	39266	SH	DEFINED
USF CORP COM *	COMMON STOCK	91729Q101	1759	55692	SH	OTHER
UST INC COM	COMMON STOCK	902911106	35	1000	SH	DEFINED
UST INC COM	COMMON STOCK	902911106	493	14000	SH	OTHER
V. F. CORP COM	COMMON STOCK	918204108	1582	40653	SH	DEFINED
V. F. CORP COM	COMMON STOCK	918204108	2068	53150	SH	OTHER
VARIAN INC COM	COMMON STOCK	922206107	144	4580	SH	DEFINED
VARIAN INC COM	COMMON STOCK	922206107	800	25500	SH	OTHER
VARIAN MEDICAL SYSTEMS INC COM	COMMON STOCK	92220P105	1426	24800	SH	OTHER
VEECO INSTRUMENTS DEL INC COM	COMMON STOCK	922417100	351	17600	SH	OTHER
VENTAS INC REIT COM	COMMON STOCK	92276F100	1095	63975	SH	DEFINED
VENTAS INC REIT COM	COMMON STOCK	92276F100	3059	178657	SH	OTHER
VERITAS SOFTWARE CORP COM*	COMMON STOCK	923436109	17028	540224	SH	DEFINED
VERITAS SOFTWARE CORP COM*	COMMON STOCK	923436109	2126	67435	SH	OTHER
VERIZON COMMUNICATIONS*	COMMON STOCK	92343V104	5262	162212	SH	DEFINED
VERIZON COMMUNICATIONS*	COMMON STOCK	92343V104	8542	263321	SH	OTHER
VIACOM INC CLASS B COM	COMMON STOCK	925524308	154	4032	SH	DEFINED
VIACOM INC CLASS B COM	COMMON STOCK	925524308	798	20834	SH	OTHER
VISHAY INTERTECHNOLOGY INC COM	COMMON STOCK	928298108	241	13746	SH	DEFINED
VISHAY INTERTECHNOLOGY INC COM	COMMON STOCK	928298108	58	3305	SH	OTHER
WAL MART STORES INC COM *	COMMON STOCK	931142103	15798	282871	SH	DEFINED
WAL MART STORES INC COM *	COMMON STOCK	931142103	2989	53515	SH	OTHER
WALGREEN CO COM*	COMMON STOCK	931422109	310	10104	SH	DEFINED
WALGREEN CO COM*	COMMON STOCK	931422109	343	11190	SH	OTHER
WASHINGTON FEDERAL INC COM	COMMON STOCK	938824109	3814	151334	SH	DEFINED
WASHINGTON FEDERAL INC COM	COMMON STOCK	938824109	5050	200385	SH	OTHER
WASHINGTON MUTUAL INC COM	COMMON STOCK	939322103	34	863	SH	DEFINED
WASHINGTON MUTUAL INC COM	COMMON STOCK	939322103	729	18514	SH	OTHER
WAUSAU-MOSINEE PAPER CORP COM	COMMON STOCK	943315101	295	24193	SH	DEFINED
WEIS MARKETS INC COM	COMMON STOCK	948849104	589	17311	SH	DEFINED
WEIS MARKETS INC COM	COMMON STOCK	948849104	13	395	SH	OTHER
WELLS FARGO & CO NEW COM *	COMMON STOCK	949746101	19985	388059	SH	DEFINED
WELLS FARGO & CO NEW COM *	COMMON STOCK	949746101	2733	53073	SH	OTHER
WENDY'S INTERNATIONAL INC COM	COMMON STOCK	950590109	16	487	SH	DEFINED

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WENDY'S INTERNATIONAL INC COM	COMMON STOCK	950590109	517	16000	SH	OTHER
WESTPORT RESOURCES CORP NEW CO	COMMON STOCK	961418100	1434	60900	SH	OTHER
WILLIAMS SONOMA INC COM*	COMMON STOCK	969904101	480	17800	SH	OTHER
WINNEBAGO INDUSTRIES INC COM	COMMON STOCK	974637100	1025	23000	SH	OTHER
WRIGLEY WM JR CO COM	COMMON STOCK	982526105	33	600	SH	DEFINED
WRIGLEY WM JR CO COM	COMMON STOCK	982526105	243	4400	SH	OTHER
WYETH COM *	COMMON STOCK	983024100	2276	49375	SH	DEFINED
WYETH COM *	COMMON STOCK	983024100	3208	69585	SH	OTHER
XTO ENERGY INC COM	COMMON STOCK	98385X106	140	6666	SH	DEFINED
XTO ENERGY INC COM	COMMON STOCK	98385X106	1594	75932	SH	OTHER
YUM! BRANDS INC COM	COMMON STOCK	988498101	154	5200	SH	DEFINED
YUM! BRANDS INC COM	COMMON STOCK	988498101	75	2540	SH	OTHER
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	45	825	SH	DEFINED
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	207	3756	SH	OTHER
3M CO COM*	COMMON STOCK	88579Y101	2692	38974	SH	DEFINED
3M CO COM*	COMMON STOCK	88579Y101	3118	45144	SH	OTHER
IMPERIAL SUGAR CO NEW WTS 8	COMMON STOCK	453096117	46	65833	SH	DEFINED
IMPERIAL SUGAR CO NEW WTS 8	COMMON STOCK	453096117	4	5164	SH	OTHER
AGRIUM INC	COMMON STOCK	008916108	1557	123943	SH	DEFINED
AGRIUM INC	COMMON STOCK	008916108	3079	245138	SH	OTHER
BP PLC SPONSORED ADR *	COMMON STOCK	055622104	25344	602000	SH	DEFINED
BP PLC SPONSORED ADR *	COMMON STOCK	055622104	13268	315149	SH	OTHER
CANADIAN NATIONAL RAILWAY CO*	COMMON STOCK	136375102	1421	27312	SH	DEFINED
CANADIAN NATIONAL RAILWAY CO*	COMMON STOCK	136375102	1885	36243	SH	OTHER
CANADIAN NATURAL RESOURCES LTD	COMMON STOCK	136385101	330	8026	SH	DEFINED
CANADIAN NATURAL RESOURCES LTD	COMMON STOCK	136385101	881	21399	SH	OTHER
DSG INTERNATIONAL LIMITED ORD	COMMON STOCK	G28471103	123	16000	SH	DEFINED
ENCANA CORP COM	COMMON STOCK	292505104	453	12460	SH	OTHER
ENDESA S.A. SPONSORED ADR	COMMON STOCK	29258N107	613	39400	SH	OTHER
ENI SPA SONSORED ADR	COMMON STOCK	26874R108	457	5975	SH	OTHER
EVEREST RE GROUP LTD COM*	COMMON STOCK	G3223R108	12399	164966	SH	DEFINED
EVEREST RE GROUP LTD COM*	COMMON STOCK	G3223R108	1684	22410	SH	OTHER
FAIRMONT HOTELS RESORTS INC CO	COMMON STOCK	305204109	2421	94000	SH	OTHER
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	4	100	SH	DEFINED
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	525	12377	SH	OTHER
HITACHI LTD ADR	COMMON STOCK	433578507	309	5625	SH	OTHER
HSBC HOLDINGS PLC SPONSORED AD	COMMON STOCK	404280406	127	1926	SH	DEFINED
HSBC HOLDINGS PLC SPONSORED AD	COMMON STOCK	404280406	79	1200	SH	OTHER
IMPERIAL TOBACCO GROUP PLC ADR	COMMON STOCK	453142101	490	14850	SH	OTHER
KONINKLIJKE PHILIPS ELECTRS N	COMMON STOCK	500472303	286	12463	SH	OTHER
KOREA ELECTRIC POWER CORP SPON	COMMON STOCK	500631106	229	21750	SH	OTHER
KT CORP SPONSORED ADR	COMMON STOCK	48268K101	366	18350	SH	OTHER
MANULIFE FINANCIAL CORP COM	COMMON STOCK	56501R106	215	7456	SH	DEFINED
NOKIA CORP SPONSORED PREFERENC	COMMON STOCK	654902204	13015	834315	SH	DEFINED
NOKIA CORP SPONSORED PREFERENC	COMMON STOCK	654902204	1760	112792	SH	OTHER
NORSK HYDRO A. S. SPONSORED AD	COMMON STOCK	656531605	4253	82803	SH	DEFINED
NORSK HYDRO A. S. SPONSORED AD	COMMON STOCK	656531605	5030	97933	SH	OTHER
PLATINUM UNDERWRITER HLDGS LTD	COMMON STOCK	G7127P100	1680	59800	SH	OTHER
PORTUGAL TELECOM SGPS S A	COMMON STOCK	737273102	306	38925	SH	OTHER
REPSOL YPF S.A. SPONSORED ADR	COMMON STOCK	76026T205	199	12080	SH	OTHER
ROYAL DUTCH PETROLEUM CO NY SH	COMMON STOCK	780257804	203	4600	SH	DEFINED
ROYAL DUTCH PETROLEUM CO NY SH	COMMON STOCK	780257804	748	16915	SH	OTHER
SAN PAOLO-IMI S P A SPONSORED	COMMON STOCK	799175104	257	12875	SH	OTHER
SCOTTISH POWER PLC SPON ADR	COMMON STOCK	81013T705	769	32438	SH	DEFINED
SCOTTISH POWER PLC SPON ADR	COMMON STOCK	81013T705	890	37567	SH	OTHER
SCOTTISH RE GROUP LIMITED	COMMON STOCK	G7885T104	1773	73400	SH	OTHER
SHELL TRANS & TRADING PLC NY S	COMMON STOCK	822703609	376	9950	SH	OTHER
SONY CORP SPONSORED ADR	COMMON STOCK	835699307	200	5750	SH	OTHER
TALISMAN ENERGY INC COM	COMMON STOCK	87425E103	213	4500	SH	OTHER
TELEFONOS DE MEXICO SP ADR	COMMON STOCK	879403780	354	11600	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD A	COMMON STOCK	881624209	2	37	SH	DEFINED
TEVA PHARMACEUTICAL INDS LTD A	COMMON STOCK	881624209	1258	22000	SH	OTHER

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TOTAL S.A. SPONSORED ADR	COMMON STOCK	89151E109	533	7030	SH	OTHER
TOYOTA MOTOR CORP ADR	COMMON STOCK	892331307	258	4325	SH	OTHER
TRANSOCEAN INC *	COMMON STOCK	G90078109	1224	61221	SH	DEFINED
TRANSOCEAN INC *	COMMON STOCK	G90078109	132	6612	SH	OTHER
VODAFONE GROUP PLC*	COMMON STOCK	92857W100	14819	731806	SH	DEFINED
VODAFONE GROUP PLC*	COMMON STOCK	92857W100	1881	92903	SH	OTHER
XL CAPITAL LTD CLASS A	COMMON STOCK	G98255105	2182	28171	SH	DEFINED
XL CAPITAL LTD CLASS A	COMMON STOCK	G98255105	3759	48545	SH	OTHER
ALLTEL CORPORATION CONV PFD-UT	PREFERRED STOCK	020039822	1620	33128	SH	DEFINED
ALLTEL CORPORATION CONV PFD-UT	PREFERRED STOCK	020039822	2180	44593	SH	OTHER
BAXTER INTL 7.0% 2/16/06 CONV	PREFERRED STOCK	071813406	866	16439	SH	DEFINED
BAXTER INTL 7.0% 2/16/06 CONV	PREFERRED STOCK	071813406	1754	33321	SH	OTHER
SEQUA CORP \$5.00 SERIES CONV P	PREFERRED STOCK	817320302	329	4057	SH	DEFINED
EQUITY INCOME FD UNIT 1ST EXCH	OTHER	294700703	11	150	SH	DEFINED
EQUITY INCOME FD UNIT 1ST EXCH	OTHER	294700703	370	5100	SH	OTHER
MORGAN STANLEY INDIA INVESTMEN	OTHER	61745C105	282	18500	SH	DEFINED
PACHOLDER HIGH YIELD FUND	OTHER	693742108	150	17767	SH	DEFINED
MUNI HOLDINGS INSURED FUND INC	OTHER	625930102	133	10000	SH	DEFINED
MUNIYIELD INSURED FUND	OTHER	62630E107	127	8734	SH	DEFINED
MUNIYIELD INSURED FUND	OTHER	62630E107	85	5866	SH	OTHER
NUVEEN INSD MUN OPPORTUNITY FD	OTHER	670984103	332	21108	SH	DEFINED
NUVEEN INSD MUN OPPORTUNITY FD	OTHER	670984103	118	7500	SH	OTHER
NUVEEN MUNICIPAL VALUE FUND	OTHER	670928100	190	20786	SH	DEFINED
NUVEEN MUNICIPAL VALUE FUND	OTHER	670928100	183	20000	SH	OTHER
NUVEEN PERFORMANCE PLUS MUN FD	OTHER	67062P108	183	12445	SH	OTHER
ENERPLUS RESOURCES FUND	OTHER	29274D604	250	9609	SH	DEFINED
BUCKEYE PARTNERS L P UNIT	OTHER	118230101	1374	34365	SH	DEFINED
BUCKEYE PARTNERS L P UNIT	OTHER	118230101	27	680	SH	OTHER
CROSS TIMBERS ROYALTY TRUST	OTHER	22757R109	145	6899	SH	DEFINED
CROSS TIMBERS ROYALTY TRUST	OTHER	22757R109	83	3943	SH	OTHER
ENBRIDGE ENERGY PARTNERS L P	OTHER	29250R106	444	9100	SH	DEFINED
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	1034	24158	SH	DEFINED
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	502	11739	SH	OTHER
NORTHERN BORDER PARTNERS L P	OTHER	664785102	265	6100	SH	DEFINED
NORTHERN BORDER PARTNERS L P	OTHER	664785102	13	300	SH	OTHER
PLAINS ALL AMERICAN PIPELINE L	OTHER	726503105	264	8800	SH	DEFINED
SABINE ROYALTY TRUST UNITS BEN	OTHER	785688102	288	10300	SH	DEFINED
SABINE ROYALTY TRUST UNITS BEN	OTHER	785688102	154	5500	SH	OTHER
SAN JUAN BASIN RTY TR UNIT BEN	OTHER	798241105	282	15600	SH	DEFINED
SAN JUAN BASIN RTY TR UNIT BEN	OTHER	798241105	90	4970	SH	OTHER
TEPPCO PARTNERS L P UNIT LTD P	OTHER	872384102	88	2500	SH	DEFINED
TEPPCO PARTNERS L P UNIT LTD P	OTHER	872384102	138	3900	SH	OTHER
VALERO L P COM	OTHER	91913W104	245	5600	SH	DEFINED
VALERO L P COM	OTHER	91913W104	48	1100	SH	OTHER