

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

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STARBUCK TISDALE & ASSOCIATES /CA/

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington DC 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 1999

Check here if Amendment []; Amendment Number:

This Amendment: [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: STARBUCK, TISDALE & ASSOCIATES
Address: 111 WEST MICHELTORENA STREET #210
SANTA BARBARA, CA 93101

Form 13F File Number: 28-01834

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: CLARE MINER-MCMAHON
Title: SENIOR VICE PRESIDENT
Phone: 805-963-5963

Signature, Place, and Date of Signing:

CLARE MINER-MCMAHON	SANTA BARBARA, CA	7/26/99
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Signature	City, State	Date

Report Type:

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 272
Form 13F Information Table Value Total: \$700,253

List of Other Included Managers:
NONE

<TABLE>
<CAPTION>

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8			
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	VALUE (\$1000)	SHARES / PRINCIPAL AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
A T & T CORPORATION	COMMON	001957109	783	14035	SH	SOLE	AL	14035		
A T & T CORPORATION	COMMON	001957109	211	3777	SH	DEFINED		3777		
ABBOTT LABORATORIES	COMMON	002824100	14611	321998	SH	SOLE	AL	321998		
ABBOTT LABORATORIES	COMMON	002824100	263	5805	SH	SOLE				5805
ABBOTT LABORATORIES	COMMON	002824100	4010	88375	SH	DEFINED		88375		
ADOBE SYSTEMS	COMMON	00724F101	10205	124220	SH	SOLE	AL	124220		
ADOBE SYSTEMS	COMMON	00724F101	719	8750	SH	DEFINED		8750		
AIR EXPRESS INTERNATIONAL CORP	COMMON	009104100	2026	79850	SH	SOLE	AL	79850		
AIR PRODUCTS & CHEMICALS	COMMON	009158106	242	6000	SH	SOLE	AL	6000		
ALBERTSONS, INC.	COMMON	013104104	727	14107	SH	SOLE	AL	14107		

ALTERA CORP	COMMON	021441100	6941	188560	SH	SOLE	AL	188560	
ALTERA CORP	COMMON	021441100	29	800	SH	DEFINED		800	
ALZA CORP.	COMMON	022615108	1000	19654	SH	SOLE	AL	19654	
AMERICAN EXPRESS CO.	COMMON	025816109	766	5890	SH	SOLE	AL	5890	
AMERICAN HOME PRODUCTS	COMMON	026609107	6165	107446	SH	SOLE	AL	107446	
AMERICAN HOME PRODUCTS	COMMON	026609107	115	2000	SH	DEFINED		2000	
AMERICAN INTERNATIONAL GRP, INC.	COMMON	026874107	11620	99108	SH	SOLE	AL	99108	
AMERICAN INTERNATIONAL GRP, INC.	COMMON	026874107	257	2190	SH	SOLE			2190
AMERICAN INTERNATIONAL GRP, INC.	COMMON	026874107	451	3845	SH	DEFINED		3845	
AMERICAN WATER WORKS	COMMON	030411102	2356	76625	SH	SOLE	AL	76625	
AMERICAN WATER WORKS	COMMON	030411102	62	2000	SH	DEFINED		2000	
ANHEUSER BUSCH COS. INC.	COMMON	035229103	381	5370	SH	SOLE	AL	5370	
AON CORPORATION	COMMON	037389103	2982	72299	SH	SOLE	AL	72299	
AON CORPORATION	COMMON	037389103	251	6075	SH	DEFINED		6075	
APARTMENT INVESTMENT & MGMT	COMMON	03748R101	2710	63400	SH	SOLE	AL	63400	
APARTMENT INVESTMENT & MGMT	COMMON	03748R101	47	1100	SH	DEFINED		1100	
ARCHER-DANIELS MIDLAND	COMMON	039483102	180	11633	SH	SOLE	AL	11633	
ARCHSTONE COMMUNITY	COMMON	039581103	1514	69033	SH	SOLE	AL	69033	
ARCHSTONE COMMUNITY	COMMON	039581103	33	1500	SH	DEFINED		1500	
AUTOMATIC DATA PROCESSING	COMMON	053015103	6581	149579	SH	SOLE	AL	149579	
AUTOMATIC DATA PROCESSING	COMMON	053015103	303	6895	SH	SOLE			6895
AUTOMATIC DATA PROCESSING	COMMON	053015103	62	1400	SH	DEFINED		1400	
AVERY DENNISON CORPORATION	COMMON	053611109	12456	206315	SH	SOLE	AL	206315	
AVERY DENNISON CORPORATION	COMMON	053611109	68	1125	SH	SOLE			1125
AVERY DENNISON CORPORATION	COMMON	053611109	229	3800	SH	DEFINED		3800	
AVON PRODUCTS	COMMON	054303102	405	7304	SH	SOLE	AL	7304	
BP AMOCO PLC - SPONS ADR	COMMON	055622104	1333	12285	SH	SOLE	AL	12285	
BMC SOFTWARE	COMMON	055921100	17257	319580	SH	SOLE	AL	319580	
BMC SOFTWARE	COMMON	055921100	183	3385	SH	SOLE			3385
BMC SOFTWARE	COMMON	055921100	151	2800	SH	DEFINED		2800	
BANK OF AMERICA CORP	COMMON	060505104	336	4583	SH	SOLE	AL	4583	
BANK ONE CORP	COMMON	06423A103	757	12711	SH	SOLE	AL	12711	
BAXTER INTERNATIONAL, INC.	COMMON	071813109	2913	48056	SH	SOLE	AL	48056	
BAXTER INTERNATIONAL, INC.	COMMON	071813109	485	8000	SH	DEFINED		8000	
BECTON DICKINSON CO	COMMON	075887109	3230	107672	SH	SOLE	AL	107672	
BECTON DICKINSON CO	COMMON	075887109	8	250	SH	SOLE			250
BECTON DICKINSON CO	COMMON	075887109	8	275	SH	DEFINED		275	
BELLSOUTH	COMMON	079860102	603	13066	SH	SOLE	AL	13066	
BELLSOUTH	COMMON	079860102	299	6480	SH	DEFINED		6480	
BRISTOL MYERS SQUIBB COMPANY	COMMON	110122108	8507	120774	SH	SOLE	AL	120774	
BRISTOL MYERS SQUIBB COMPANY	COMMON	110122108	176	2495	SH	SOLE			2495
BRISTOL MYERS SQUIBB COMPANY	COMMON	110122108	212	3010	SH	DEFINED		3010	
BUCKEYE PARTNERS LP	COMMON	118230101	740	26900	SH	SOLE	AL	26900	
CBT GROUP SA ADR NEW	COMMON	124853300	233	14140	SH	SOLE	AL	14140	
CBT GROUP SA ADR NEW	COMMON	124853300	2	100	SH	SOLE			100
CBT GROUP SA ADR NEW	COMMON	124853300	8	500	SH	DEFINED		500	
CLECO CORP	COMMON	12561M107	1592	52400	SH	SOLE	AL	52400	
CLECO CORP	COMMON	12561M107	103	3400	SH	DEFINED		3400	
CENTURYTEL INC	COMMON	156700106	533	13417	SH	SOLE	AL	13417	
CHEVRON CORP.	COMMON	166751107	2824	29707	SH	SOLE	AL	29707	
CHEVRON CORP.	COMMON	166751107	1262	13280	SH	DEFINED		13280	
CHRIS CRAFT INDUSTRIES CL A	COMMON	170520100	218	4636	SH	SOLE	AL	4636	
CISCO SYSTEMS INC.	COMMON	17275R102	11173	173400	SH	SOLE	AL	173400	
CISCO SYSTEMS INC.	COMMON	17275R102	352	5456	SH	SOLE			5456
CISCO SYSTEMS INC.	COMMON	17275R102	100	1558	SH	DEFINED		1558	
CINTAS CORP	COMMON	172908105	8791	130845	SH	SOLE	AL	130845	
CINTAS CORP	COMMON	172908105	104	1545	SH	SOLE			1545
CINTAS CORP	COMMON	172908105	115	1710	SH	DEFINED		1710	
CITIGROUP INC.	COMMON	172967101	9241	194551	SH	SOLE	AL	194551	
CITIGROUP INC.	COMMON	172967101	192	4035	SH	SOLE			4035
CITIGROUP INC.	COMMON	172967101	321	6750	SH	DEFINED		6750	
CLOROX CO	COMMON	189054109	11599	108590	SH	SOLE	AL	108590	
CLOROX CO	COMMON	189054109	211	1980	SH	SOLE			1980
CLOROX CO	COMMON	189054109	251	2350	SH	DEFINED		2350	
COCA COLA CO.	COMMON	191216100	1545	24917	SH	SOLE	AL	24917	
COCA COLA CO.	COMMON	191216100	46	744	SH	DEFINED		744	
COLGATE PALMOLIVE COMPANY	COMMON	194162103	1459	14810	SH	SOLE	AL	14810	
COMPUTER ASSOCIATES INTL INC	COMMON	204912109	1684	30760	SH	SOLE	AL	30760	
COMPUTER MOTION INC.	COMMON	205253107	1651	162100	SH	SOLE	AL	162100	
COMPUTER MOTION INC.	COMMON	205253107	32	3100	SH	DEFINED		3100	
COMPUWARE CORP	COMMON	205638109	6052	190250	SH	SOLE	AL	190250	
COMPUWARE CORP	COMMON	205638109	66	2070	SH	SOLE			2070
COMPUWARE CORP	COMMON	205638109	68	2150	SH	DEFINED		2150	
CONSOLIDATED NATURAL GAS	COMMON	209615103	1945	32010	SH	SOLE	AL	32010	
CONSOLIDATED NATURAL GAS	COMMON	209615103	12	200	SH	DEFINED		200	
DONALDSON COMPANY INC.	COMMON	257651109	3134	127905	SH	SOLE	AL	127905	
DONALDSON COMPANY INC.	COMMON	257651109	63	2560	SH	SOLE			2560
DONALDSON COMPANY INC.	COMMON	257651109	98	4000	SH	DEFINED		4000	
DU PONT DE NEMOURS	COMMON	263534109	270	3947	SH	SOLE	AL	3947	
EMC CORP	COMMON	268648102	11855	215550	SH	SOLE	AL	215550	
EMC CORP	COMMON	268648102	220	4000	SH	SOLE			4000
EMC CORP	COMMON	268648102	69	1250	SH	DEFINED		1250	
ECOLAB INC.	COMMON	278865100	11340	259945	SH	SOLE	AL	259945	
ECOLAB INC.	COMMON	278865100	260	5960	SH	SOLE			5960
ECOLAB INC.	COMMON	278865100	83	1900	SH	DEFINED		1900	

EDISON INTERNATIONAL	COMMON	281020107	145	5412	SH	SOLE	AL	5412	
EDISON INTERNATIONAL	COMMON	281020107	107	4000	SH	DEFINED		4000	
EMERSON ELECTRIC	COMMON	291011104	8566	136105	SH	SOLE	AL	136105	
EMERSON ELECTRIC	COMMON	291011104	241	3825	SH	SOLE			3825
EMERSON ELECTRIC	COMMON	291011104	239	3800	SH	DEFINED		3800	
ENRON CORPORATION	COMMON	293561106	689	8430	SH	SOLE	AL	8430	
EQUITY RESIDENTIAL PROPERTIES TR	COMMON	29476L107	2328	51666	SH	SOLE	AL	51666	
EQUITY RESIDENTIAL PROPERTIES TR	COMMON	29476L107	41	901	SH	DEFINED		901	
ERICSSON L M TEL CO	COMMON	294821400	6855	208135	SH	SOLE	AL	208135	
ERICSSON L M TEL CO	COMMON	294821400	31	930	SH	SOLE			930
ERICSSON L M TEL CO	COMMON	294821400	405	12300	SH	DEFINED		12300	
EXPEDITORS INTL WASH	COMMON	302130109	8291	304240	SH	SOLE	AL	304240	
EXPEDITORS INTL WASH	COMMON	302130109	100	3670	SH	SOLE			3670
EXPEDITORS INTL WASH	COMMON	302130109	60	2200	SH	DEFINED		2200	
EXXON CORP	COMMON	302290101	4219	54706	SH	SOLE	AL	54706	
EXXON CORP	COMMON	302290101	157	2040	SH	DEFINED		2040	
FEDERAL HOME LOAN MORTGAGE	COMMON	313400301	345	5951	SH	SOLE	AL	5951	
FEDERAL NATIONAL MORTGAGE ASSN	COMMON	313586109	959	14047	SH	SOLE	AL	14047	
FIRST DATA CORPORATION	COMMON	319963104	3476	71020	SH	SOLE	AL	71020	
FIRST DATA CORPORATION	COMMON	319963104	172	3515	SH	SOLE			3515
FIRST DATA CORPORATION	COMMON	319963104	196	4000	SH	DEFINED		4000	
FIRST INDUSTRIAL REALTY TRUST	COMMON	32054K103	2271	82760	SH	SOLE	AL	82760	
FIRST INDUSTRIAL REALTY TRUST	COMMON	32054K103	70	2550	SH	DEFINED		2550	
G T E CORP.	COMMON	362320103	6561	86895	SH	SOLE	AL	86895	
G T E CORP.	COMMON	362320103	87	1150	SH	SOLE			1150
G T E CORP.	COMMON	362320103	344	4550	SH	DEFINED		4550	
GENERAL ELECTRIC CO	COMMON	369604103	21680	191862	SH	SOLE	AL	191862	
GENERAL ELECTRIC CO	COMMON	369604103	68	600	SH	SOLE			600
GENERAL ELECTRIC CO	COMMON	369604103	1469	13000	SH	DEFINED		13000	
GENERAL MILLS, INC.	COMMON	370334104	322	4000	SH	DEFINED		4000	
GILLETTE COMPANY	COMMON	375766102	2484	60577	SH	SOLE	AL	60577	
GILLETTE COMPANY	COMMON	375766102	37	905	SH	SOLE			905
GILLETTE COMPANY	COMMON	375766102	181	4410	SH	DEFINED		4410	
HALLIBURTON COMPANY	COMMON	406216101	242	5350	SH	SOLE	AL	5350	
HEINZ (H.J.) CO	COMMON	423074103	8498	169527	SH	SOLE	AL	169527	
HEINZ (H.J.) CO	COMMON	423074103	217	4320	SH	SOLE			4320
HEINZ (H.J.) CO	COMMON	423074103	920	18350	SH	DEFINED		18350	
HEWLETT PACKARD COMPANY	COMMON	428236103	17639	175513	SH	SOLE	AL	175513	
HEWLETT PACKARD COMPANY	COMMON	428236103	246	2450	SH	SOLE			2450
HEWLETT PACKARD COMPANY	COMMON	428236103	518	5150	SH	DEFINED		5150	
HOME DEPOT INC.	COMMON	437076102	2612	40528	SH	SOLE	AL	40528	
HOME DEPOT INC.	COMMON	437076102	439	6810	SH	DEFINED		6810	
IMS HEALTH INC.	COMMON	449934108	263	8400	SH	SOLE	AL	8400	
ILLINOIS TOOL WORKS	COMMON	452308109	12449	152275	SH	SOLE	AL	152275	
ILLINOIS TOOL WORKS	COMMON	452308109	328	4015	SH	SOLE			4015
ILLINOIS TOOL WORKS	COMMON	452308109	57	700	SH	DEFINED		700	
INTEL CORPORATION	COMMON	458140100	1526	25644	SH	SOLE	AL	25644	
INTERNATIONAL BUSINESS MACHINE	COMMON	459200101	3983	30817	SH	SOLE	AL	30817	
JOHNSON & JOHNSON	COMMON	478160104	22480	229388	SH	SOLE	AL	229388	
JOHNSON & JOHNSON	COMMON	478160104	303	3095	SH	SOLE			3095
JOHNSON & JOHNSON	COMMON	478160104	243	2475	SH	DEFINED		2475	
LINCARE HOLDINGS, INC.	COMMON	532791100	4933	197330	SH	SOLE	AL	197330	
LINEAR TECHNOLOGY CORP	COMMON	535678106	17457	259585	SH	SOLE	AL	259585	
LINEAR TECHNOLOGY CORP	COMMON	535678106	247	3670	SH	SOLE			3670
LINEAR TECHNOLOGY CORP	COMMON	535678106	154	2290	SH	DEFINED		2290	
LUCENT TECHNOLOGIES INC.	COMMON	549463107	5447	80774	SH	SOLE	AL	80774	
LUCENT TECHNOLOGIES INC.	COMMON	549463107	205	3035	SH	SOLE			3035
LUCENT TECHNOLOGIES INC.	COMMON	549463107	452	6704	SH	DEFINED		6704	
MCI WORLDCOM	COMMON	55268B106	17267	200629	SH	SOLE	AL	200629	
MCI WORLDCOM	COMMON	55268B106	270	3135	SH	SOLE			3135
MCI WORLDCOM	COMMON	55268B106	1696	19702	SH	DEFINED		19702	
MAY DEPARTMENT STORES COMPANY	COMMON	577778103	221	5400	SH	DEFINED		5400	
MC DONALD'S CORP	COMMON	580135101	379	9210	SH	SOLE	AL	9210	
MC DONALD'S CORP	COMMON	580135101	249	6056	SH	DEFINED		6056	
MEDTRONIC	COMMON	585055106	75	962	SH	SOLE	AL	962	
MEDTRONIC	COMMON	585055106	319	4100	SH	DEFINED		4100	
MENTOR CORPORATION MINNESOTA	COMMON	587188103	3174	170400	SH	SOLE	AL	170400	
MENTOR CORPORATION MINNESOTA	COMMON	587188103	102	5500	SH	DEFINED		5500	
MERCK & COMPANY	COMMON	589331107	16015	217517	SH	SOLE	AL	217517	
MERCK & COMPANY	COMMON	589331107	229	3110	SH	SOLE			3110
MERCK & COMPANY	COMMON	589331107	60	820	SH	DEFINED		820	
MERCURY INTERACTIVE CORP	COMMON	589405109	2718	76830	SH	SOLE	AL	76830	
MERCURY INTERACTIVE CORP	COMMON	589405109	60	1700	SH	SOLE			1700
MERCURY INTERACTIVE CORP	COMMON	589405109	11	300	SH	DEFINED		300	
MICROSOFT	COMMON	594918104	1585	17578	SH	SOLE	AL	17578	
MICROSOFT	COMMON	594918104	27	300	SH	SOLE			300
MICROSOFT	COMMON	594918104	13	140	SH	DEFINED		140	
MID-STATE BANK	COMMON	595440108	481	14265	SH	SOLE	AL	14265	
MINN MINING & MFG	COMMON	604059105	2225	25594	SH	SOLE	AL	25594	
MINN MINING & MFG	COMMON	604059105	200	2300	SH	DEFINED		2300	
MIRAVANT	COMMON	604690107	1095	153669	SH	SOLE	AL	153669	
MIRAVANT	COMMON	604690107	18	2500	SH	DEFINED		2500	
MOBIL CORP	COMMON	607059102	3642	36882	SH	SOLE	AL	36882	
MOBIL CORP	COMMON	607059102	1027	10400	SH	DEFINED		10400	
MORGAN (J.P.) & CO	COMMON	616880100	1251	8904	SH	SOLE	AL	8904	

NEON SYSTEMS	COMMON	640509105	2068	61970	SH	SOLE	AL	61970	
NEWELL RUBBERMAID INC	COMMON	651229106	13869	299050	SH	SOLE	AL	299050	
NEWELL RUBBERMAID INC	COMMON	651229106	240	5185	SH	SOLE			5185
NEWELL RUBBERMAID INC	COMMON	651229106	57	1225	SH	DEFINED		1225	
NORTEL NETWORKS CORP	COMMON	656569100	825	9500	SH	SOLE	AL	9500	
NORTH AMERICAN VACCINE	COMMON	657201109	1944	398690	SH	SOLE	AL	398690	
NORTH AMERICAN VACCINE	COMMON	657201109	58	11950	SH	DEFINED		11950	
NORTHERN TRUST	COMMON	665859104	16822	173423	SH	SOLE	AL	173423	
NORTHERN TRUST	COMMON	665859104	100	1035	SH	SOLE			1035
NORTHERN TRUST	COMMON	665859104	552	5693	SH	DEFINED		5693	
NOVO-NORDISK A S ADR	COMMON	670100205	1164	21755	SH	SOLE	AL	21755	
OHANA LIMITED PARTNERSHIP	COMMON	676460Z21	39	30000	SH	SOLE	AL	30000	
ORACLE SYSTEMS CORPORATION	COMMON	68389X105	1719	46304	SH	SOLE	AL	46304	
PIMCO COMM MTG SEC TR	COMMON	693388100	273	20000	SH	SOLE	AL	20000	
PIMCO COMM MTG SEC TR	COMMON	693388100	63	4600	SH	DEFINED		4600	
PACIFIC CAPITAL BANCORP	COMMON	69404P101	208	6600	SH	SOLE	AL	6600	
PACIFIC CAPITAL BANCORP	COMMON	69404P101	29	918	SH	DEFINED		918	
PARAMETRIC TECHNOLOGY	COMMON	699173100	3445	248300	SH	SOLE	AL	248300	
PARAMETRIC TECHNOLOGY	COMMON	699173100	50	3600	SH	DEFINED		3600	
PATTERSON DENTAL CORP.	COMMON	703412106	7641	219895	SH	SOLE	AL	219895	
PATTERSON DENTAL CORP.	COMMON	703412106	153	4405	SH	SOLE			4405
PATTERSON DENTAL CORP.	COMMON	703412106	120	3450	SH	DEFINED		3450	
PEGASUS SYSTEMS INC.	COMMON	705906105	6307	168460	SH	SOLE	AL	168460	
PEGASUS SYSTEMS INC.	COMMON	705906105	43	1160	SH	DEFINED		1160	
PEPSICO, INC.	COMMON	713448108	4690	121215	SH	SOLE	AL	121215	
PEPSICO, INC.	COMMON	713448108	116	3000	SH	SOLE			3000
PEPSICO, INC.	COMMON	713448108	74	1906	SH	DEFINED		1906	
PFIZER, INC.	COMMON	717081103	16093	147645	SH	SOLE	AL	147645	
PFIZER, INC.	COMMON	717081103	181	1665	SH	SOLE			1665
PFIZER, INC.	COMMON	717081103	425	3900	SH	DEFINED		3900	
PHILIP MORRIS	COMMON	718154107	583	14499	SH	SOLE	AL	14499	
PHILIP MORRIS	COMMON	718154107	193	4800	SH	DEFINED		4800	
PROCTER & GAMBLE	COMMON	742718109	7942	88985	SH	SOLE	AL	88985	
PROCTER & GAMBLE	COMMON	742718109	204	2290	SH	SOLE			2290
PROCTER & GAMBLE	COMMON	742718109	36	400	SH	DEFINED		400	
PROLOGIS CV PFD B	COMMON	743410300	1115	42985	SH	SOLE	AL	42985	
PROLOGIS CV PFD B	COMMON	743410300	40	1550	SH	SOLE			1550
PROLOGIS CV PFD B	COMMON	743410300	13	500	SH	DEFINED		500	
QUESTAR CORPORATION	COMMON	748356102	1465	76590	SH	SOLE	AL	76590	
QUESTAR CORPORATION	COMMON	748356102	101	5300	SH	DEFINED		5300	
RAYTHEON CO. CL B	COMMON	755111408	268	3800	SH	SOLE	AL	3800	
SBC COMMUNICATIONS INC	COMMON	78387G103	10024	172833	SH	SOLE	AL	172833	
SBC COMMUNICATIONS INC	COMMON	78387G103	268	4615	SH	SOLE			4615
SBC COMMUNICATIONS INC	COMMON	78387G103	743	12806	SH	DEFINED		12806	
SAFEWAY, INC.	COMMON	786514208	9566	193243	SH	SOLE	AL	193243	
SAFEWAY, INC.	COMMON	786514208	255	5150	SH	SOLE			5150
SAFEWAY, INC.	COMMON	786514208	89	1800	SH	DEFINED		1800	
ST PAUL COMPANIES	COMMON	792860108	228	7160	SH	SOLE	AL	7160	
ST PAUL COMPANIES	COMMON	792860108	153	4800	SH	DEFINED		4800	
SARA LEE CORP	COMMON	803111103	5128	226036	SH	SOLE	AL	226036	
SARA LEE CORP	COMMON	803111103	95	4200	SH	SOLE			4200
SARA LEE CORP	COMMON	803111103	170	7500	SH	DEFINED		7500	
SCHERING PLOUGH	COMMON	806605101	2661	50684	SH	SOLE	AL	50684	
SCHLUMBERGER, LTD.	COMMON	806857108	312	4905	SH	SOLE	AL	4905	
SOLECTRON CORP.	COMMON	834182107	17060	255825	SH	SOLE	AL	255825	
SOLECTRON CORP.	COMMON	834182107	399	5990	SH	SOLE			5990
SOLECTRON CORP.	COMMON	834182107	535	8020	SH	DEFINED		8020	
SOLVEX CORP COM	COMMON	834380107	19	75000	SH	SOLE	AL	75000	
SOUTHERN COMPANY	COMMON	842587107	164	6170	SH	SOLE	AL	6170	
SOUTHERN COMPANY	COMMON	842587107	53	2000	SH	DEFINED		2000	
SPRINT CORP FON GROUP	COMMON	852061100	2117	39940	SH	SOLE	AL	39940	
SPRINT CORP PCS COM SER 1	COMMON	852061506	361	6325	SH	SOLE	AL	6325	
STATE STREET CORP.	COMMON	857477103	24899	291645	SH	SOLE	AL	291645	
STATE STREET CORP.	COMMON	857477103	190	2230	SH	SOLE			2230
STATE STREET CORP.	COMMON	857477103	3504	41037	SH	DEFINED		41037	
TECO ENERGY	COMMON	872375100	974	42830	SH	SOLE	AL	42830	
TELLABS INCORPORATED	COMMON	879664100	21301	315270	SH	SOLE	AL	315270	
TELLABS INCORPORATED	COMMON	879664100	268	3960	SH	SOLE			3960
TELLABS INCORPORATED	COMMON	879664100	811	12000	SH	DEFINED		12000	
TEXACO	COMMON	881694103	270	4327	SH	SOLE	AL	4327	
TREEV INC. CV PFD SER A	COMMON	894692201	251	25450	SH	SOLE	AL	25450	
TYCO INTERNATIONAL NEW	COMMON	902124106	313	3308	SH	SOLE	AL	3308	
UNION PACIFIC CORP	COMMON	907818108	233	4000	SH	DEFINED		4000	
UNOCAL	COMMON	915289102	380	9600	SH	DEFINED		9600	
VALENCE TECHNOLOGY	COMMON	918914102	628	85150	SH	SOLE	AL	85150	
VALENCE TECHNOLOGY	COMMON	918914102	38	5200	SH	DEFINED		5200	
VALSPAR CORP	COMMON	920355104	9922	261111	SH	SOLE	AL	261111	
VALSPAR CORP	COMMON	920355104	222	5835	SH	SOLE			5835
VALSPAR CORP	COMMON	920355104	228	6000	SH	DEFINED		6000	
VODAFONE GROUP PLC ADR	COMMON	92857T107	4221	21426	SH	SOLE	AL	21426	
VODAFONE GROUP PLC ADR	COMMON	92857T107	30	150	SH	DEFINED		150	
WABASH NATIONAL CORP	COMMON	929566107	694	35800	SH	SOLE	AL	35800	
WARNER-LAMBERT CO.	COMMON	934488107	16182	234100	SH	SOLE	AL	234100	
WARNER-LAMBERT CO.	COMMON	934488107	1377	19921	SH	DEFINED		19921	
WELLS FARGO & COMPANY NEW	COMMON	949746101	5040	117905	SH	SOLE	AL	117905	

WELLS FARGO & COMPANY NEW	COMMON	949746101	213	4980 SH	SOLE		4980
WELLS FARGO & COMPANY NEW	COMMON	949746101	517	12100 SH	DEFINED		12100
WILLIAMS COMPANIES, INC.	COMMON	969457100	522	12260 SH	SOLE	AL	12260
XILINX INC.	COMMON	983919101	9120	159294 SH	SOLE	AL	159294
XILINX INC.	COMMON	983919101	215	3760 SH	DEFINED		3760
ZEBRA TECHNOLOGY	COMMON	989207105	6221	161850 SH	SOLE	AL	161850
ZEBRA TECHNOLOGY	COMMON	989207105	142	3700 SH	DEFINED		3700

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