

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

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FILER

JAMES INVESTMENT RESEARCH INC

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<TABLE>

FORM 13F INFORMATION TABLE											
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE	SHARES/	SH/	PUT/	INVSTMT	OTHER	VOTING AUTHORITY		
			(x\$1000)	PRN	CALL	DISCRETN	MANAGERS	SOLE	SHARED	NONE	
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1-800-FLOWERS.COM INC-CL A	com	68243q106	400	109065	SH		Sole		109065		
AARON'S INC	com	002535300	6	198	SH		Sole		198		
ABBOTT LABS	com	002824100	355	5417	SH		Sole		5417		
ACE LTD	com	h0023r105	19	243	SH		Sole		243		
ACETO CORP	com	004446100	2621	260830	SH		Sole		260830		
			137	13605	SH		Other		13605		
ACTIVISION BLIZZARD INC	com	00507v109	4	365	SH		Sole		365		
ADAMS RESOURCES & EN	com	006351308	894	25485	SH		Sole		25485		
ADDUS HOMECARE CORP	com	006739106	14	1915	SH		Sole		1915		
ADT CORP	com	00101j106	3	62	SH		Sole		62		
AGCO CORP	com	001084102	5406	110050	SH		Sole		109450		600
			5893	119964	SH		Other				119964
AGILENT TECHNOLOGIES INC	com	00846u101	151	3700	SH		Sole		3700		
ALAMO GROUP INC	com	011311107	2649	81145	SH		Sole		81145		
ALASKA AIR GROUP INC	com	011659109	31620	733817	SH		Sole		733817		
			20	460	SH		Other				460
ALICO INC	com	016230104	1018	27805	SH		Sole		27805		
ALLIANZ SE-ADR	com	018805101	14	980	SH		Sole		980		
ALLIED MOTION TECHNOLOGIES INC	com	019330109	13	1985	SH		Sole		1985		
ALLIED WORLD ASSURANCE CO	com	h01531104	6270	79570	SH		Sole		79170		400
			5895	74812	SH		Other				74812
ALLSTATE CORP	com	020002101	88	2199	SH		Sole		2199		
ALTISOURCE ASSET MANAGEMENT	com	02153x108	200	2438	SH		Sole		2438		
ALTISOURCE PORTFOLIO SOLUTIONS	com	10175J104	2112	24375	SH		Sole		24375		
ALTISOURCE RESIDENTIAL CL B	com	02153w100	129	8125	SH		Sole		8125		
AMCON DISTRIBUTING CO	com	02341q205	6	95	SH		Sole		95		
AMER FINANCIAL GROUP	com	025932104	22136	560120	SH		Sole		559620		500
			13296	336449	SH		Other				336449
AMERCO	com	023586100	22897	180565	SH		Sole		180565		
			339	2670	SH		Other		2470		200
AMEREN CORPORATION	com	023608102	115	3750	SH		Sole		3750		
AMERICA MOVIL ADR	com	02364w105	10	420	SH		Sole		420		
AMERICAN AXLE & MFG HOLDINGS	com	024061103	7184	641400	SH		Sole		641400		
			7117	635477	SH		Other				635477
AMERICAN EAGLE OUTFITTERS	com	02553e106	1	26	SH		Sole		26		
AMERICAN ELECTRIC PR	com	025537101	8236	192970	SH		Sole		192970		
			3290	77076	SH		Other		2915		74161
AMERICAN EXPRESS CO	com	025816109	39	675	SH		Sole		675		
AMERICAN INTL GROUP	com	026874784	5	146	SH		Sole		146		
AMGEN INC	com	031162100	85	988	SH		Sole		988		
AMKOR TECHNOLOGY INC	com	031652100	2303	542970	SH		Sole		539970		3000
			355	83670	SH		Other				83670
AMR CORP	com	001765106	40	50000	SH		Sole		50000		
AMTRUST FINANCIAL SERVICES	com	032359309	9050	315452	SH		Sole		313582		1870
			12594	438954	SH		Other		6916		432038
ANDERSONS INC	com	034164103	372	8675	SH		Sole		8675		
ANNALY CAPITAL MANAGEMENT INC.	com	035710409	17	1200	SH		Sole		550		650
APACHE CORP	com	037411105	8917	113587	SH		Sole		113587		
			60	765	SH		Other		765		
APPLE INC	com	037833100	24	46	SH		Sole		46		
APPLIED INDUSTRIAL TECH INC	com	03820c105	33	790	SH		Sole		790		
ARCHER DANIELS MIDLD	com	039483102	6	205	SH		Sole		205		
			3	125	SH		Other		125		
ARK RESTAURANTS	com	040712101	12	725	SH		Sole		725		
ARMANINO FOODS OF DISTINCTION	com	042166801	13	14005	SH		Sole		14005		
ARROW ELECTRONICS	com	042735100	7761	203820	SH		Sole		203820		
			17	435	SH		Other				435
ASHLAND INC	com	044209104	9	110	SH		Sole		110		
ASPEN INSURANCE HOLDINGS LTD	com	g05384105	10531	328261	SH		Sole		328261		
			16	495	SH		Other				495
AT&T INC	com	00206r102	12526	371592	SH		Sole		371592		
			71	2105	SH		Other		2105		
AUTOZONE INC	com	053332102	1448	4085	SH		Sole		4085		
AVISTA CORP	com	05379b107	190	7890	SH		Sole		7890		
AVNET INC.	com	053807103	6874	224568	SH		Sole		223468		1100
			31	1000	SH		Other				1000
AWARE INC/MASS	com	05453n100	149	27225	SH		Sole		27225		
BALL CORP	com	058498106	251	5600	SH		Sole		5600		
BALLANTYNE OF OMAHA INC	com	058516105	186	56425	SH		Sole		56425		
BARRICK GOLD CORP	com	067901108	8956	255825	SH		Sole		255825		
			3034	86654	SH		Other				86654
BCE INC	com	05534b760	27383	637709	SH		Sole		637409		300
			9148	213045	SH		Other		5345		207700
BERKSHIRE HATHAWAY-A	com	084670108	134	1	SH		Sole		1		
BERKSHIRE HATHAWAY-B	com	084670702	51	573	SH		Sole		573		
BIO-REFERENCE LABS INC	com	09057g602	759	26525	SH		Sole		25275		1250
BIODELIVERY SCIENCES INTL	com	09060j106	327	75950	SH		Sole		75950		

BIOGEN IDEC INC	com	09062x103	279	1908 SH	Sole	1908	
			114	780 SH	Other	780	
BOEING CO	com	097023105	140	1863 SH	Sole	1863	
BOFI HOLDING INC	com	05566u108	583	20955 SH	Sole	20955	
BOISE INC	com	09746y105	27	3375 SH	Sole	3375	
BOOKS-A-MILLION	com	098570104	13	4770 SH	Sole	4770	
BP AMOCO PLC - ADR	com	055622104	164	3940 SH	Sole	3940	
BRISTOL MYERS SQUIBB	com	110122108	280	8577 SH	Sole	8577	
BROOKFIELD OFFICE PROPERTIES	com	112900105	15490	910616 SH	Sole	906516	4100
			10417	612395 SH	Other	6585	605810
BUCKEYE TECHNOLOGIES INC	com	118255108	15612	543770 SH	Sole	543770	
			15	510 SH	Other		510
BUCKLE INC	com	118440106	35	787 SH	Sole	787	
BUNGE LTD	com	g16962105	6	80 SH	Sole	80	
CABOT CORP	com	127055101	6264	157436 SH	Sole	156511	925
			15	365 SH	Other		365
CALAMP CORP	com	128126109	679	81645 SH	Sole	81645	
CAPITAL ONE FINANCIAL CORP	com	14040h105	8814	152142 SH	Sole	152142	
			168	2900 SH	Other	2900	
CARRIAGE SERVICES INC	com	143905107	1272	107134 SH	Sole	107134	
CASCADE CORP	com	147195101	3253	50585 SH	Sole	50585	
CATERPILLAR INC	com	149123101	217	2417 SH	Sole	2417	
CATO CORP-CL A	com	149205106	12885	469723 SH	Sole	469723	
CBeyond INC	com	149847105	836	92500 SH	Sole	92500	
CBL & ASSOCIATES PROPERTIES	com	124830100	10090	475735 SH	Sole	475735	
			149	7040 SH	Other	7040	
CBS CORP-CLASS B	com	124857202	10	252 SH	Sole	252	
CELADON GROUP INC	com	150838100	807	44675 SH	Sole	44675	
CENTERPOINT ENERGY INC	com	15189t107	755	39200 SH	Sole	39200	
CF INDUSTRIES HOLDINGS INC	com	125269100	29173	143595 SH	Sole	143520	75
			539	2655 SH	Other		2655
CGI GROUP INC - CL A	com	39945c109	78	3371 SH	Sole	3371	
CHEVRON CORPORATION	com	166764100	23751	219634 SH	Sole	219434	200
			914	8452 SH	Other	1175	7277
CHILDREN'S PLACE	com	168905107	8	170 SH	Sole	170	
CHILE FUND (ABERDEEN)	com	00301w105	145	9608 SH	Sole	9608	
			2	157 SH	Other	157	
CHUBB CORP	com	171232101	23	300 SH	Sole	300	
CIMAREX ENERGY CO	com	171798101	44	765 SH	Sole	765	
			13	230 SH	Other		230
CIMATRON LTD	com	m23798107	17	3735 SH	Sole	3735	
CIRRUS LOGIC INC	com	172755100	3015	104080 SH	Sole	103080	1000
CISCO SYSTEMS INC	com	17275r102	166	8436 SH	Sole	8436	
CITIGROUP INC	com	172967424	2	47 SH	Sole	47	
CITIZENS REPUBLIC BANCORP IN	com	174420307	95	5000 SH	Sole	5000	
CLECO CORP	com	12561w105	10017	250361 SH	Sole	250361	
			22	550 SH	Other		550
CMS ENERGY CORP	com	125896100	379	15550 SH	Sole	15550	
CNH GLOBAL N.V.	com	n20935206	1154	28650 SH	Sole	28650	
CNO FINANCIAL GROUP INC	com	12621e103	2	232 SH	Sole	232	
COCA-COLA ENTERPRISES	com	19122t109	931	29350 SH	Sole	29350	
CODORUS VALLEY BANCORP INC	com	192025104	14	918 SH	Sole	918	
COINSTAR INC	com	19259p300	4721	90765 SH	Sole	90765	
COMCAST CORP CL-A	com	20030n101	97	2600 SH	Sole	2600	
CONAGRA FOODS INC	com	205887102	45	1525 SH	Sole	1525	
CONOCOPHILLIPS	com	20825c104	848	14622 SH	Sole	14622	
			110	1890 SH	Other	1890	
CONSTELLATION BRANDS INC-A	com	21036p108	25	710 SH	Sole	710	
CONSUMER DISCRETIONARY SELECT	com	81369y407	17	368 SH	Sole	368	
CONSUMER STAPLES SELECT SECTOR	com	81369y308	206	5897 SH	Sole	5897	
COOPER TIRE & RUBBER	com	216831107	1664	65625 SH	Sole	65625	
CORE MOLDING TECHNOLOGIES INC	com	218683100	8	1154 SH	Sole	1154	
CRYSTAL ROCK HOLDINGS INC	com	22940f103	11	10585 SH	Sole	10585	
CSG SYSTEMS INTL INC	com	126349109	11	590 SH	Sole	590	
CSP INC	com	126389105	7	1070 SH	Sole	1070	
CSX CORP	com	126408103	143	7230 SH	Sole	7230	
CUMMINS INC	com	231021106	9778	90240 SH	Sole	89940	300
			3125	28839 SH	Other	1350	27489
CVS CAREMARK CORP	com	126650100	139	2870 SH	Sole	2870	
CYANOTECH CORP	com	232437301	12	2525 SH	Sole	2525	
DARDEN RESTAURANTS	com	237194105	38	850 SH	Sole	850	
			16	350 SH	Other		350
DEAN FOODS CO	com	242370104	5321	322270 SH	Sole	322270	
			537	32520 SH	Other		32520
DEERE & COMPANY	com	244199105	1569	18150 SH	Sole	18150	
DELEK US HOLDINGS INC	com	246647101	3851	152110 SH	Sole	152110	
DELL INC	com	24702r101	34	3400 SH	Sole	3400	
DELPHI AUTOMOTIVE PLC	com	g27823106	1	19 SH	Sole	19	
DELUXE CORP	com	248019101	23694	734910 SH	Sole	734910	
			279	8645 SH	Other	7965	680
DENBURY RESOURCES INC	com	247916208	1	48 SH	Sole	48	
DESTINATION MATERNITY CORP	com	25065d100	6834	316850 SH	Sole	316850	
DEVON ENERGY CORP	com	25179m103	104	2000 SH	Sole	2000	
DIAMOND OFFSHORE DRILLING	com	25271c102	3336	49085 SH	Sole	49085	
			8	125 SH	Other		125

DILLARDS INC CL A	com	254067101	26441	315635 SH	Sole	314785	850
			152	1810 SH	Other	1045	765
DINEEQUITY INC	com	254423106	8426	125755 SH	Sole	125755	
DIRECTV	com	25490a309	5430	108260 SH	Sole	108260	
DISCOVER FINANCIAL SERVICES	com	254709108	2	42 SH	Sole	42	
DISNEY WALT COMPANY	com	254687106	32	650 SH	Sole	650	
DOLLAR TREE, INC	com	256746108	2409	59392 SH	Sole	59392	
			6208	153053 SH	Other		153053
DOMTAR CORP	com	257559203	345	4125 SH	Sole	4125	
			16	195 SH	Other		195
DORMAN PRODUCTS INC.	com	258278100	2598	73510 SH	Sole	73510	
DOW CHEMICAL	com	260543103	226	7000 SH	Sole	7000	
DTE ENERGY COMPANY	com	233331107	10074	167767 SH	Sole	167767	
			7157	119185 SH	Other	110	119075
DU PONT (E.I.) DE NEMOURS	com	263534109	964	21435 SH	Sole	21435	
DUKE ENERGY CORP	com	26441c204	33	522 SH	Sole	522	
DUKE REALTY CORP	com	264411505	93	6725 SH	Sole	6725	
EARTHSTONE ENERGY INC	com	27032d205	10	640 SH	Sole	640	
EASTMAN CHEMICAL COMPANY	com	277432100	959	14086 SH	Sole	14086	
EATON CORP PLC	com	g29183103	7037	129890 SH	Sole	129690	200
			7054	130197 SH	Other	1450	128747
EATON VANCE RISK-MANAGED DIVER	com	27829g106	2041	195667 SH	Sole	195667	
EATON VANCE TAX ADV GLOBAL DIV	com	27828u106	517	25750 SH	Sole	25750	
EDAC TECHNOLOGIES CORP	com	279285100	20	1655 SH	Sole	1655	
EDISON INTERNATIONAL	com	281020107	1282	28370 SH	Sole	28370	
EL PASO ELECTRIC CO	com	283677854	8598	269445 SH	Sole	269445	
ELI LILLY & CO	com	532457108	23531	477115 SH	Sole	475865	1250
			5761	116818 SH	Other	2110	114708
ELIZABETH ARDEN INC	com	28660g106	2037	45250 SH	Sole	45250	
ENDO HEALTH SOLUTIONS INC	com	29264f205	14	551 SH	Sole	551	
ENERGY SELECT SECTOR SPDR	com	81369y506	16	218 SH	Sole	218	
ENPRO INDUSTRIES INC	com	29355x107	0	10 SH	Sole	10	
ENTERGY CORP	com	29364g103	142	2230 SH	Sole	2230	
EOG RESOURCES INC	com	26875p101	11	91 SH	Sole	91	
EPL OIL & GAS INC	com	26883d108	3230	143225 SH	Sole	143225	
EPLUS INC	com	294268107	1986	48030 SH	Sole	48030	
EQUIFAX INC	com	294429105	3817	70535 SH	Sole	70535	
			153	2825 SH	Other	2825	
ESPEY MFG & ELECTRONICS CORP	com	296650104	14	560 SH	Sole	560	
EXELON CORPORATION	com	30161n101	2166	72830 SH	Sole	72830	
EXXON MOBIL CORP	com	30231g102	14600	168689 SH	Sole	168189	500
EZCORP INC	com	302301106	2231	112146 SH	Sole	112146	
FAMILY DOLLAR STORES	com	307000109	62	974 SH	Sole	974	
FARMERS CAPITAL BANK CORP	com	309562106	18	1445 SH	Sole	1445	
FBL FINANCIAL GRP-A	com	30239f106	4711	137700 SH	Sole	137700	
			647	18915 SH	Other		18915
FEDERAL AGRICULTURAL MORTGAGE	com	313148306	1025	31525 SH	Sole	31525	
FEDEX CORP	com	31428x106	7733	84307 SH	Sole	83707	600
FIDELITY NATIONAL FINANCIAL CL	com	31620r105	1	27 SH	Sole	27	
FIFTH THIRD BANCORP	com	316773100	19723	1297561 SH	Sole	1297561	
			225	14820 SH	Other	14820	
FINANCIAL SELECT SECTOR SPDR	com	81369y605	55	3372 SH	Sole	3372	
FIRST ENERGY CORP	com	337932107	878	21025 SH	Sole	21025	
			3953	94666 SH	Other		94666
FIRST INDUSTRIAL REALTY TR	com	32054k103	1267	90000 SH	Sole	90000	
FIRST TRUST FTSE EPRA/NAREIT D	com	33736n101	11	272 SH	Sole	272	
FLEXSTEEL INDS	com	339382103	620	28885 SH	Sole	28885	
FLOTEK INDUSTRIES INC	com	343389102	1474	120855 SH	Sole	120855	
			6169	505626 SH	Other		505626
FMC CORP	com	302491303	9993	170770 SH	Sole	169970	800
			12276	209777 SH	Other		209777
FOOD TECHNOLOGY SERVICE INC	com	344798202	13	2525 SH	Sole	2525	
FOOT LOCKER INC	com	344849104	7406	230570 SH	Sole	230570	
			11	355 SH	Other		355
FORD MOTOR COMPANY	com	345370860	26599	2053959 SH	Sole	2048059	5900
			12878	994438 SH	Other	9290	985148
FRANKLIN ELECTRIC CO INC	com	353514102	1546	24925 SH	Sole	24925	
FRANKLIN RESOURCES INC	com	354613101	2	19 SH	Sole	19	
FRED'S INC-CLASS A	com	356108100	875	65730 SH	Sole	65730	
			6	450 SH	Other	450	
FREEPORT-MCMORAN COPPER	com	35671d857	32	950 SH	Sole	750	200
			3	75 SH	Other		75
FRESH DEL MONTE PRODUCE INC	com	g36738105	51	1947 SH	Sole	1947	
G-III APPAREL GROUP LTD	com	36237h101	1	27 SH	Sole	27	
G & K SERVICES INC - CL A	com	361268105	0	10 SH	Sole	10	
GAP INC/THE	com	364760108	19	607 SH	Sole	607	
GENERAL DYNAMICS CORP	com	369550108	136	1970 SH	Sole	1970	
GENERAL ELECTRIC	com	369604103	208	9900 SH	Sole	9900	
GENERAL MOTORS CORP	com	37045v100	29	1000 SH	Sole	1000	
GLATFELTER	com	377316104	6955	397905 SH	Sole	397905	
GOLD TRUST - ISHARE	com	464285105	16	1000 SH	Sole	1000	
GOLD TRUST SPDR	com	78463v107	2629	16225 SH	Sole	16225	
			170	1050 SH	Other	1050	
GOLDCORP INC	com	380956409	184	5000 SH	Sole	5000	
GOLDEN ENTERPRISES	com	381010107	12	3436 SH	Sole	3436	

GOLDMAN SACHS GROUP	com	38141g104	5	40	SH	Sole	40	
GOODYEAR TIRE & RUBBER CO	com	382550101	97	7000	SH	Sole	7000	
GRAND CANYON EDUCATION INC	com	38526m106	1567	66760	SH	Sole	66760	
GREATER CHINA FUND	com	39167b102	176	13700	SH	Sole	13700	
GULF RESOURCES INC	com	40251w309	9	7835	SH	Sole	7835	
H.B. FULLER CO.	com	359694106	481	13800	SH	Sole	13800	
HALLIBURTON CO	com	406216101	23	667	SH	Sole	667	
HARRIS TEETER SUPERMARKETS	com	414585109	8	200	SH	Sole	200	
HCA INC	com	404119109	1	17	SH	Sole	17	
HEALTH CARE SELECT SECTOR SPDR	com	81369y209	164	4105	SH	Sole	4105	
HELEN OF TROY LTD	com	g4388n106	418	12505	SH	Sole	12505	
HESS CORP	com	42809h107	8	150	SH	Sole	150	
HEWLETT PACKARD CO	com	428236103	14	1000	SH	Sole	1000	
HOLLYFRONTIER CORP	com	436106108	36764	789784	SH	Sole	788584	1200
			12707	272982	SH	Other	6230	266752
HOME DEPOT INC	com	437076102	2051	33153	SH	Sole	32703	450
			6009	97151	SH	Other	500	96651
HOME PROPERTIES INC	com	437306103	3939	64250	SH	Sole	64250	
			6780	110591	SH	Other		110591
HOMEOWNERS CHOICE INC	com	43741e103	590	28400	SH	Sole	28400	
HONEYWELL INT'L INC	com	438516106	48	750	SH	Sole	750	
HOSPITALITY PROP TR	com	44106m102	211	9030	SH	Sole	9030	
			11	450	SH	Other		450
HUNTINGTON BANCSHARES INC	com	446150104	35	5417	SH	Sole	5417	
HUNTSMAN CORP	com	447011107	1146	72100	SH	Sole	72100	
HYSTER-YALE HANDLING CL B	com	449172204	315	6455	SH	Sole	6455	
			284	5820	SH	Other	1175	4645
HYSTER-YALE MATERIALS CL A	com	449172105	316	6475	SH	Sole	6475	
			6486	132908	SH	Other	1175	131733
IDACORP INC	com	451107106	14	330	SH	Sole	330	
ILLINOIS TOOL WORKS	com	452308109	15	252	SH	Sole	252	
IMPERIAL OIL LTD	com	453038408	9	200	SH	Sole	200	
INDIA FUND INC	com	454089103	10	459	SH	Sole	459	
INDSTRL SELECT SECTOR SPDR	com	81369y704	131	3466	SH	Sole	3466	
INGERSOLL-RAND CO-A	com	g47791101	938	19562	SH	Sole	19562	
INGREDION INC	com	457187102	16837	261325	SH	Sole	261325	
INNOPHOS HOLDINGS INC	com	45774n108	1508	32420	SH	Sole	32420	
INNOSPEC INC	com	45768s105	8463	245365	SH	Sole	245015	350
			140	4055	SH	Other	4055	
INTEGRATED SILICON SOLUTION	com	45812p107	5	610	SH	Sole	610	
INTEL CORP	com	458140100	9930	481574	SH	Sole	481574	
			10788	523201	SH	Other	7350	515851
INTERNATIONAL PAPER CO	com	460146103	4244	106530	SH	Sole	106530	
INTERSECTIONS INC.	com	460981301	2071	218455	SH	Sole	218455	
INTL BUSINESS MACH	com	459200101	21187	110607	SH	Sole	110207	400
			15968	83360	SH	Other		83360
INTL GAME TECHNOLOGY	com	459902102	1	51	SH	Sole	51	
ISHARE MSCI ALL PERU CAPPED IN	com	464289842	39	850	SH	Sole	850	
ISHARE MSCI AUSTRALIA INDEX	com	464286103	29	1150	SH	Sole	1150	
			3	125	SH	Other	125	
ISHARE MSCI JAPAN	com	464286848	10	1050	SH	Sole	1050	
ISHARE MSCI MALAYSIA	com	464286830	285	18845	SH	Sole	18845	
ISHARE MSCI MEXICO	com	464286822	705	9990	SH	Sole	9790	200
ISHARE MSCI SOUTH KOREA INDEX	com	464286772	2038	32176	SH	Sole	31976	200
			25	400	SH	Other		400
ISHARES COHEN & STEERS REALTY	com	464287564	5133	65360	SH	Sole	65360	
			13	170	SH	Other		170
ISHARES CORE S&P 500	com	464287200	653	4560	SH	Sole	4560	
ISHARES DJ US BASIC MATERIALS	com	464287838	97	1400	SH	Other		1400
ISHARES DJ US CONSUMER SERVICE	com	464287580	84	965	SH	Other		965
ISHARES DJ US ENERGY SECTOR	com	464287796	115	2810	SH	Other		2810
ISHARES DJ US FINANCIAL SECTOR	com	464287788	60	995	SH	Other		995
ISHARES DJ US HEALTHCARE SECTO	com	464287762	14	170	SH	Other		170
ISHARES DJ US INDUSTRIALS SECT	com	464287754	31	420	SH	Other		420
ISHARES DJ US TECHNOLOGY SECTO	com	464287721	229	3245	SH	Other		3245
ISHARES DJ US TELECOMMUNICATIO	com	464287713	121	5000	SH	Sole	5000	
ISHARES DJ US UTILITIES SECTOR	com	464287697	173	2000	SH	Sole	2000	
			44	510	SH	Other		510
ISHARES EUROPE	com	464286608	332	9925	SH	Sole	9325	600
			20	600	SH	Other		600
ISHARES FTSE CHINA 25 INDEX	com	464287184	49	1200	SH	Sole	1200	
ISHARES MIDCAP VALUE	com	464287705	240	2725	SH	Sole	2725	
ISHARES MSCI BRAZIL INDEX FUND	com	464286400	166	2960	SH	Sole	2660	300
ISHARES MSCI CANADA INDEX FUND	com	464286509	2807	98823	SH	Sole	98823	
			58	2050	SH	Other	2050	
ISHARES MSCI CHILE INVESTABLE	com	464286640	407	6435	SH	Sole	6435	
			102	1615	SH	Other	1595	20
ISHARES MSCI GERMANY	com	464286806	484	19600	SH	Sole	19600	
ISHARES MSCI HONG KONG INDEX F	com	464286871	461	23752	SH	Sole	23752	
ISHARES MSCI INDONESIA INVESTA	com	46429b309	2897	95735	SH	Sole	95735	
			1725	57010	SH	Other		57010
ISHARES MSCI NEW ZEALAND	com	464289123	1193	34513	SH	Sole	34513	
ISHARES MSCI PACIFIC EX-JAPAN	com	464286665	10	214	SH	Sole	214	
ISHARES MSCI PHILIPPINES INVES	com	46429b408	2585	74819	SH	Sole	74819	
			3173	91835	SH	Other	2100	89735

ISHARES MSCI POLAND INVESTABLE	com	46429b606	3804	128430	SH	Sole	127380	1050
			5881	198557	SH	Other		198557
ISHARES MSCI SINGAPORE INDEX F	com	464286673	6827	498713	SH	Sole	496813	1900
			2329	170102	SH	Other	225	169877
ISHARES MSCI TURKEY INDEX FUND	com	464286715	1532	22947	SH	Sole	22947	
			303	4535	SH	Other		4535
ISHARES RUSSELL 2000 INDEX	com	464287655	211	2500	SH	Sole	2500	
ISHARES RUSSELL MICRO CAP INDE	com	464288869	78	1500	SH	Sole	1500	
ISHARES S&P ASIA 50 INDEX FUND	com	464288430	63	1300	SH	Sole	1300	
ISHARES S&P U.S. PREFERRED STO	com	464288687	149	3750	SH	Sole	3750	
ISHARES SILVER TRUST	com	46428q109	1435	48848	SH	Sole	48848	
			201	6855	SH	Other	5655	1200
ISHARES SP 500 VALUE	com	464287408	240	3620	SH	Sole	3620	
ISHARES SWEDEN	com	464286756	298	9875	SH	Sole	9875	
			3470	114889	SH	Other		114889
ISHARES SWITZERLAND INDEX FUND	com	464286749	2280	85064	SH	Sole	85064	
JARDEN CORP	com	471109108	13998	270754	SH	Sole	268954	1800
			14324	277066	SH	Other	2080	274986
JEWETT-CAMERON TRADING LTD	com	47733c207	10	800	SH	Sole	800	
JOHNSON & JOHNSON	com	478160104	687	9797	SH	Sole	9797	
JPMORGAN CHASE & CO	com	46625h100	19824	450860	SH	Sole	450010	850
			139	3150	SH	Other	3150	
KAPSTONE PAPER AND PACKAGING	com	48562p103	98	4400	SH	Sole	4400	
KB HOME	com	48666k109	6725	425615	SH	Sole	425615	
			6296	398479	SH	Other	9710	388769
KENNAMETAL INC	com	489170100	908	22700	SH	Sole	22100	600
			40	1000	SH	Other		1000
KEY TRONIC CORP	com	493144109	24	2370	SH	Sole	2370	
KEYCORP	com	493267108	10405	1235750	SH	Sole	1231750	4000
KIMBERLY-CLARK CORP	com	494368103	2475	29310	SH	Sole	28960	350
			138	1635	SH	Other	1635	
KONA GRILL INC	com	50047h201	257	29590	SH	Sole	29590	
KROGER CO.	com	501044101	5	205	SH	Sole	205	
KULICKE & SOFFA INDUSTRIES	com	501242101	6029	502830	SH	Sole	502830	
			135	11240	SH	Other	11240	
L-3 COMM HOLDINGS	com	502424104	115	1500	SH	Sole	1500	
LACLEDE GROUP INC	com	505597104	2196	56865	SH	Sole	56865	
LEADING BRANDS INC	com	52170u207	13	3435	SH	Sole	3435	
LEAPFROG ENTERPRISES INC	com	52186n106	7824	906630	SH	Sole	906630	
			5881	681508	SH	Other	12540	668968
LENDER PROCESSING SERVICES	com	52602e102	1	35	SH	Sole	35	
LEXMARK INT'L INC -A	com	529771107	1447	62390	SH	Sole	62390	
LIFEPOINT HOSPITALS INC	com	532191109	8371	221760	SH	Sole	221760	
			8411	222802	SH	Other		222802
LINCOLN NATIONAL CORP	com	534187109	208	8045	SH	Sole	8045	
LIONBRIDGE TECHNOLOGIES INC	com	536252109	803	199665	SH	Sole	199665	
LITTELFUSE INC	com	537008104	8621	139708	SH	Sole	139708	
			43	700	SH	Other		700
LOCKHEED MARTIN	com	539830109	5418	58705	SH	Sole	58705	
			46	500	SH	Other		500
LOWES COS INC	com	548661107	12	325	SH	Sole	325	
LSI CORP	com	502161102	180	25500	SH	Sole	25500	
			8	1175	SH	Other		1175
LUBY'S INC	com	549282101	831	124175	SH	Sole	124175	
LYONDELLBASELL INDU - CL A	com	n53745100	2	31	SH	Sole	31	
MACY'S INC	com	55616p104	30033	769678	SH	Sole	768178	1500
			7811	200168	SH	Other	670	199498
MAGNA INTL INC CL A	com	559222401	1341	26800	SH	Sole	26800	
MAGNETEK INC	com	559424403	9	805	SH	Sole	805	
MAINSOURCE FINANCIAL GROUP I	com	56062y102	1079	85200	SH	Sole	85200	
MARATHON OIL CORP	com	565849106	59	1910	SH	Sole	1910	
MARATHON PETROLEUM CORP	com	56585a102	0	6	SH	Sole	6	
MARKET VECTORS AFRICA INDEX	com	57060u787	834	26595	SH	Sole	26595	
			22	700	SH	Other		700
MARKET VECTORS AGRIBUSINESS ET	com	57060u605	665	12605	SH	Sole	12605	
MARKET VECTORS GOLD MINERS ETF	com	57060u100	42	897	SH	Sole	897	
MARKET VECTORS INDONESIA INDEX	com	57060u753	1112	38830	SH	Sole	38705	125
			3462	120874	SH	Other	4455	116419
MARKET VECTORS POLAND ETF	com	57060u571	21	950	SH	Sole	800	150
MARKET VECTORS PREFERRED SEC E	com	57061r791	49	2400	SH	Sole	2400	
MASTECH HOLDINGS INC	com	57633b100	11	2125	SH	Sole	2125	
MATERIAL SCIENCES CORP	com	576674105	1056	116942	SH	Sole	116942	
MATERIALS SELECT SECTOR SPDR	com	81369y100	51	1369	SH	Sole	1369	
MATTEL INC	com	577081102	9	250	SH	Sole	250	
MBT FINANCIAL CORP	com	578877102	5	2285	SH	Sole	2285	
MCGRAW-HILL COMPANIES INC.	com	580645109	36	650	SH	Sole	650	
MCKESSON CORP	com	58155q103	22	232	SH	Sole	232	
MEDTRONIC INC	com	585055106	9	215	SH	Sole	215	
MENTOR GRAPHICS CORP	com	587200106	3359	197345	SH	Sole	197345	
MERCK & CO INC	com	58933y105	21323	520832	SH	Sole	520832	
MEREDITH CORP	com	589433101	1	22	SH	Sole	22	
META FINANCIAL GROUP INC	com	59100u108	12	515	SH	Sole	515	
METLIFE INC	com	59156r108	77	2335	SH	Sole	2335	
MICROSOFT CORP	com	594918104	1933	72365	SH	Sole	71365	1000
			5332	199629	SH	Other	2000	197629

MIDCAP SPDR TR SER 1	com	78467y107	381	2050	SH	Sole	2050	
MITCHAM INDUSTRIES	com	606501104	318	23352	SH	Sole	23352	
MOODY'S CORP	com	615369105	8844	175760	SH	Sole	175760	
MURPHY OIL CORP	com	626717102	9	155	SH	Sole	155	
MYERS INDUSTRIES INC	com	628464109	3752	247650	SH	Sole	247650	
MYLAN INC	com	628530107	14995	546279	SH	Sole	546279	
NACCO INDUSTRIES-CL A	com	629579103	5416	89245	SH	Sole	89245	
			4310	71019	SH	Other	1175	69844
NATIONAL FINANCIAL PARTNERS	com	63607p208	1894	110510	SH	Sole	108510	2000
NATIONAL HEALTHCARE	com	635906100	200	4255	SH	Sole	4255	
NATURES SUNSHINE PRODS INC	com	639027101	291	20075	SH	Sole	20075	
NEENAH PAPER INC	com	640079109	1437	50468	SH	Sole	50468	
NELNET INC-CL A	com	64031n108	12065	405000	SH	Sole	405000	
			16	545	SH	Other		545
NEOGEN CORP	com	640491106	2	48	SH	Sole	48	
NEW IRELAND FUND INC	com	645673104	5	565	SH	Sole	565	
NEWELL RUBBERMAID	com	651229106	7589	340780	SH	Sole	340780	
			589	26460	SH	Other		26460
NEWMARKET CORP	com	651587107	7513	28655	SH	Sole	28655	
			17	65	SH	Other		65
NEWMONT MINING CORP	com	651639106	6615	142435	SH	Sole	142435	
			5150	110898	SH	Other		110898
NEWPORT CORP	com	651824104	11	800	SH	Sole	800	
NEWS CORP-CL A	com	65248e104	1	22	SH	Sole	22	
NEXTERA ENERGY INC	com	65339f101	18	260	SH	Sole	260	
NICHOLAS FINANCIAL INC	com	65373j209	438	35352	SH	Sole	35352	
NISOURCE INC	com	65473p105	945	37950	SH	Sole	36950	1000
			5985	240475	SH	Other		240475
NORTHROP GRUMMAN CORP	com	666807102	7894	116811	SH	Sole	116611	200
			5916	87539	SH	Other		87539
NORTHWESTERN CORP	com	668074305	5537	159425	SH	Sole	158425	1000
			140	4020	SH	Other	4020	
NOVARTIS AG-ADR	com	66987v109	11	167	SH	Sole	167	
NU SKIN ENTERPRISES INC - A	com	67018t105	87	2345	SH	Sole	2345	
NUVEEN EQUITY PREMIUM ADV FUND	com	6706et107	24	2000	SH	Sole	2000	
NUVEEN EQUITY PREMIUM INCOME F	com	6706er101	409	34575	SH	Sole	34575	
NUVEEN MULTI-STRATEGY INCOME &	com	67073d102	563	58300	SH	Sole	58300	
			581	60225	SH	Other		60225
OCEAN BIO-CHEM INC	com	674631106	16	6705	SH	Sole	6705	
OGE ENERGY CORP	com	670837103	605	10750	SH	Sole	10750	
OMNICARE INC	com	681904108	3	75	SH	Sole	75	
ONEOK PARTNERS LP	com	68268n103	45	825	SH	Sole	825	
ONLINE RESOURCES CORP	com	68273g101	144	63250	SH	Sole	63250	
ORACLE CORP	com	68389x105	17	500	SH	Sole	500	
PARK-OHIO HOLDINGS CORP	com	700666100	735	34510	SH	Sole	34510	
PARKER DRILLING CO	com	701081101	708	153940	SH	Sole	151940	2000
PC CONNECTION INC	com	69318j100	973	84610	SH	Sole	84610	
PEERLESS SYSTEMS CORP	com	705536100	6	1810	SH	Sole	1810	
PENTAIR LTD	com	h6169q108	1	29	SH	Sole	29	
PEOPLES BANCORP INC	com	709789101	1124	54995	SH	Sole	54995	
PEOPLES BANCORP NC	com	710577107	7	745	SH	Sole	745	
PERCEPTRON INC	com	71361f100	9	1610	SH	Sole	1610	
PETROLEO BRASILEIRO S.A.-ADR	com	71654v408	4	229	SH	Sole	229	
PETSMART INC	com	716768106	3456	50570	SH	Sole	50570	
PFIZER INC	com	717081103	21949	875184	SH	Sole	873234	1950
			6246	249067	SH	Other	4210	244857
PG&E CORP	com	69331c108	2722	67735	SH	Sole	67735	
PHARMACYCLICS INC	com	716933106	1	10	SH	Sole	10	
PHILIP MORRIS INTERNATIONAL	com	718172109	263	3150	SH	Sole	3150	
PHILLIPS 66	com	718546104	14	272	SH	Sole	272	
PHOTRONICS INC	com	719405102	323	54255	SH	Sole	54255	
PINNACLE WEST CAPITAL	com	723484101	125	2450	SH	Sole	2450	
PIONEER ENERGY SERVICES CORP	com	723664108	944	130000	SH	Sole	130000	
PIONEER SOUTHWEST ENERGY PAR	com	72388b106	35	1550	SH	Sole	1550	
PLAINS ALL AMER PIPELINE LP	com	726503105	4603	101740	SH	Sole	101740	
PNC BANK CORP	com	693475105	2408	41295	SH	Sole	41295	
			6288	107831	SH	Other		107831
PNM RESOURCES INC	com	69349h107	10119	493365	SH	Sole	493365	
			145	7085	SH	Other	7085	
POLYONE CORP	com	73179p106	11466	561524	SH	Sole	561524	
PORTLAND GENERAL ELECTRIC CO	com	736508847	13225	483386	SH	Sole	483386	
			8	290	SH	Other		290
POST PROPERTIES INC	com	737464107	2383	47700	SH	Sole	47700	
POWERSHAERES DYNAMIC LARGE CAP	com	73935x708	219	10000	SH	Sole	10000	
POWERSHARES BUYBACK ACHIEVERS	com	73935x286	104	3500	SH	Sole	3500	
POWERSHARES DB US DOLLAR INDEX	com	73936d107	33	1500	SH	Sole	1500	
POWERSHARES DYNAMIC CONSUMER D	com	73935x419	30	1000	SH	Sole	1000	
POWERSHARES DYNAMIC RETAIL POR	com	73935x617	88	3500	SH	Sole	3500	
POWERSHARES S&P SC INDUSTRIALS	com	73937b878	32	1000	SH	Sole	1000	
POZEN INC	com	73941u102	267	53325	SH	Sole	53325	
PPG INDUSTRIES	com	693506107	23648	174720	SH	Sole	174570	150
			17941	132550	SH	Other		132550
PRECISION DRILLING CORP	com	74022D308	22	2630	SH	Sole	2630	
PROASSURANCE CORP	com	74267c106	0	5	SH	Sole	5	
PROCTOR & GAMBLE CO	com	742718109	449	6616	SH	Sole	6616	

PROSHARES ULTRASHORT YEN	com	74347w569	41	800 SH	Sole	800	
PROTECTIVE LIFE CORP	com	743674103	11152	390210 SH	Sole	390210	
			13	470 SH	Other		470
PRUDENTIAL FINANCIAL INC	com	744320102	27	500 SH	Sole	500	
PSYCHEMEDICS CORP	com	744375205	7	630 SH	Sole	630	
PUBLIC SERVICE ENTERPRISE GP	com	744573106	845	27611 SH	Sole	27611	
PVH CORP	com	693656100	1	6 SH	Sole	6	
QCR HOLDINGS INC	com	74727a104	11	865 SH	Sole	865	
QUESTAR CORP	com	748356102	6	305 SH	Other		305
RAYTHEON COMPANY	com	755111507	10	180 SH	Sole	180	
REGAL ENTERTAINMENT GROUP-A	com	758766109	2	112 SH	Sole	112	
REGIONS FINANCIAL CORP	com	7591ep100	8	1135 SH	Sole	1135	
RENAISSANCE HLDNGS	com	g7496g103	2	21 SH	Sole	21	
RENT-A-CENTER INC	com	76009n100	22859	665288 SH	Sole	663288	2000
			15441	449402 SH	Other		449402
REPUBLIC SERVICES INC	com	760759100	235	8000 SH	Sole	8000	
RESMED INC	com	761152107	1	20 SH	Sole	20	
REX AMERICAN RESOURCES CORP	com	761624105	148	7650 SH	Sole	7650	
ROCKY BRANDS INC.	com	774515100	841	64473 SH	Sole	64473	
RR DONNELLEY & SONS CO	com	257867101	1628	181055 SH	Sole	181055	
RUDOLPH TECHNOLOGIES INC	com	781270103	481	35800 SH	Sole	35800	
SAIA INC	com	78709y105	444	19220 SH	Sole	19220	
SANDERSON FARMS INC	com	800013104	1	17 SH	Sole	17	
SANOFI-AVENTIS-ADR	com	80105n105	11	238 SH	Sole	238	
SAUER-DANFOSS INC	com	804137107	11	200 SH	Sole	200	
SCHULMAN (A.) INC	com	808194104	845	29195 SH	Sole	29195	
SCICLONE PHARMACEUTICALS INC	com	80862k104	601	139425 SH	Sole	139425	
SEABOARD CORP	com	811543107	8624	3409 SH	Sole	3409	
			10	4 SH	Other		4
SEASpan CORP	com	y75638109	240	15000 SH	Sole	15000	
SEMPRA ENERGY	com	816851109	57	800 SH	Sole	800	
SERVOTRONICS INC.	com	817732100	7	915 SH	Sole	915	
SHENANDOAH TELECOMMUN CO	com	82312b106	312	20374 SH	Sole	20374	
SIEMENS AG-SPONS ADR	com	826197501	9	80 SH	Sole	80	
SINCLAIR BROADCAST GROUP-A	com	829226109	13251	1049975 SH	Sole	1049975	
			1152	91255 SH	Other	10215	81040
SL INDS INC	com	784413106	17	965 SH	Sole	965	
SMTC CORPORATION	com	832682207	136	55950 SH	Sole	55950	
SNAP-ON INC	com	833034101	0	3 SH	Sole	3	
SOUTHSIDE BANCSHARES INC	com	84470p109	2524	119860 SH	Sole	119860	
			0	14 SH	Other	14	
SOUTHWEST GAS CORP	com	844895102	391	9225 SH	Sole	9225	
SPAN-AMERICA MEDICAL SYSTEMS I	com	846396109	15	860 SH	Sole	860	
SPARTAN STORES INC	com	846822104	5	300 SH	Sole	300	
SPDR KWB BANK ETF	com	78464a797	152	6390 SH	Sole	6390	
SPDR S&P HOMEBUILDERS ETF	com	78464a888	8780	330064 SH	Sole	330064	
			162	6090 SH	Other	4090	2000
SPDR S&P REGIONAL BANKING ETF	com	78464a698	140	5000 SH	Sole	5000	
SPDR TRUST SERIES I	com	78462f103	504	3540 SH	Sole	3540	
STANDEX INTERNATIONAL CORP	com	854231107	1418	27655 SH	Sole	27655	
STEALTHGAS INC	com	y81669106	778	98095 SH	Sole	98095	
STONE ENERGY CORP	com	861642106	3227	157245 SH	Sole	156645	600
			9739	474591 SH	Other		474591
STURM RUGER & CO INC	com	864159108	33040	727758 SH	Sole	727208	550
			7386	162698 SH	Other	8535	154163
SUNOCO LOGISTICS PARTNERS LP	com	867641108	4695	94410 SH	Sole	94410	
			240	4830 SH	Other	4830	
SUNTRUST BANKS INC	com	867914103	3	110 SH	Sole	110	
SUSSER HOLDINGS CORP	com	869233106	1046	30319 SH	Sole	30319	
SYKES ENTERPRISES	com	871237103	0	22 SH	Sole	22	
SYMANTEC CORP	com	871503108	2593	137783 SH	Sole	137783	
			535	28445 SH	Other	4740	23705
SYNNEX CORP	com	87162w100	8937	259935 SH	Sole	259335	600
			5827	169494 SH	Other		169494
T.G.C. INDUSTRIES INC	com	872417308	942	115023 SH	Sole	115023	
TAIWAN SEMICONDUCTOR-SP ADR	com	874039100	16	935 SH	Sole	935	
TANDY LEATHER FACTORY INC	com	87538x105	15	2789 SH	Sole	2789	
TARGET CORP	com	87612e106	18558	313640 SH	Sole	312590	1050
			11307	191094 SH	Other		191094
TATA MOTORS LTD-SPN	com	876568502	404	14050 SH	Sole	14050	
			3403	118482 SH	Other		118482
TAYLOR DEVICES INC	com	877163105	13	1530 SH	Sole	1530	
TCNB FINANCIAL CORP	com	892105107	38	20000 SH	Sole	20000	
TE CONNECTIVITY LTD	com	h84989104	137	3700 SH	Sole	3700	
TECHNOLOGY SELECT SECTOR SPDR	com	81369y803	44	1512 SH	Sole	1512	
TELECOM HLDRS TRUST	com	87927p200	72	2500 SH	Sole	2500	
TELUS CORPORATION -NON VOTE	com	87971m202	5387	82700 SH	Sole	82700	
			150	2310 SH	Other	2310	
TENGASCO INC	com	88033r205	12	19240 SH	Sole	19240	
TERADATA CORP	com	88076w103	25	400 SH	Sole	400	
TERRA NITROGEN CO	com	881005201	16593	77505 SH	Sole	77505	
TESORO CORP	com	881609101	36986	839630 SH	Sole	837880	1750
			7684	174448 SH	Other	5215	169233
TESSCO TECH INC	com	872386107	546	24655 SH	Sole	24655	
THE MEN'S WAREHOUSE	com	587118100	955	30650 SH	Sole	29350	1300

			6203	199067	SH	Other	400	198667
THERAGENICS CORP	com	883375107	9	5840	SH	Sole	5840	
TIMBERLAND BANCORP INC	com	887098101	9	1360	SH	Sole	1360	
TIME WARNER INC	com	887317303	30	622	SH	Sole	622	
TIMKEN CO	com	887389104	9367	195845	SH	Sole	194595	1250
			6540	136744	SH	Other		136744
TJX COMPANIES INC	com	872540109	5980	140871	SH	Sole	140871	
			121	2860	SH	Other	2860	
TNS INC	com	872960109	211	10164	SH	Sole	10164	
			8350	402799	SH	Other		402799
TOR MINERALS INTERNATIONAL	com	890878309	12	1120	SH	Sole	1120	
TORCHMARK CORP	com	891027104	8802	170355	SH	Sole	168855	1500
			5986	115851	SH	Other		115851
TORO COMPANY	com	891092108	15517	361022	SH	Sole	361022	
			847	19715	SH	Other	4970	14745
TOWN SPORTS INTERNATIONAL	com	89214a102	949	89060	SH	Sole	89060	
TRANSMONTAIGNE PARTNERS LP	com	89376v100	1198	31540	SH	Sole	31540	
TRAVELERS COS INC/THE	com	89417e109	280	3900	SH	Sole	3900	
TRIUMPH GROUP INC	com	896818101	32151	492355	SH	Sole	492355	
			5600	85760	SH	Other	6570	79190
TRW AUTOMOTIVE HOLDINGS CORP	com	87264s106	16940	315990	SH	Sole	314990	1000
			7535	140552	SH	Other	2830	137722
TUPPERWARE BRANDS CORP	com	899896104	3592	56045	SH	Sole	56045	
			108	1680	SH	Other	1175	505
TYCO INT'L LTD	com	h89128104	4	125	SH	Sole	125	
TYSON FOODS INC-CL A	com	902494103	207	10675	SH	Sole	10675	
			9	445	SH	Other		445
UFP TECHNOLOGIES INC	com	902673102	748	41715	SH	Sole	41715	
UIL HOLDINGS CORP	com	902748102	30	830	SH	Sole	830	
UNITED ONLINE INC	com	911268100	19	3445	SH	Sole	3445	
UNITED STATIONERS INC	com	913004107	0	14	SH	Sole	14	
UNITED THERAPEUTICS CORP	com	91307c102	2113	39555	SH	Sole	38580	975
			43	800	SH	Other		800
UNITEDHEALTH GROUP	com	91324p102	16769	309158	SH	Sole	308808	350
			13854	255425	SH	Other	180	255245
UNUM GROUP	com	91529y106	7024	337365	SH	Sole	337365	
			689	33105	SH	Other	6330	26775
URS CORP	com	903236107	55	1400	SH	Sole	1400	
US BANCORP	com	902973304	242	7582	SH	Sole	7582	
USANA HEALTH SCIENCES INC	com	90328m107	1090	33100	SH	Sole	32500	600
UTILITIES SELECT SECTOR SPDR	com	81369y886	14	391	SH	Sole	391	
VALERO ENERGY CORP	com	91913y100	2015	59055	SH	Sole	59055	
VALSPAR CORP	com	920355104	1	15	SH	Sole	15	
VANGUARD DIVIDEND APPREC ETF	com	921908844	21	350	SH	Sole	350	
VANGUARD VALUE ETF	com	922908744	24	408	SH	Sole	408	
VECTREN CORPORATION	com	92240g101	568	19330	SH	Sole	19330	
VERIZON COMMUNICAT	com	92343v104	679	15696	SH	Sole	15696	
			56	1300	SH	Other		1300
VERSAR INC	com	925297103	16	4030	SH	Sole	4030	
VERTEX ENERGY INC	com	92534k107	12	3940	SH	Sole	3940	
VIACOM INC-CLASS A	com	92553p102	10220	188310	SH	Sole	188310	
			65	1195	SH	Other	1195	
VIACOM INC-CLASS B	com	92553p201	8311	157580	SH	Sole	157580	
			9253	175442	SH	Other	320	175122
VONAGE HOLDINGS CORP	com	92886t201	2045	862960	SH	Sole	854960	8000
			489	206280	SH	Other	45860	160420
W&T OFFSHORE INC	com	92922p106	782	48805	SH	Sole	48805	
			32	2000	SH	Other		2000
WAL-MART STORES INC	com	931142103	9497	139186	SH	Sole	139186	
			44	650	SH	Other	650	
WALGREEN CO	com	931422109	429	11600	SH	Sole	11600	
WARREN RESOURCES INC	com	93564a100	34	12165	SH	Sole	12165	
WATSON PHARMACEUTICALS INC	com	942683103	25	295	SH	Sole	295	
WAYSIDE TECHNOLOGY GROUP, INC.	com	946760105	6	580	SH	Sole	580	
WEIS MARKETS INC	com	948849104	259	6600	SH	Sole	6600	
WELLPOINT INC	com	94973v107	3629	59569	SH	Sole	59569	
			430	7055	SH	Other		7055
WELLS FARGO & CO	com	949746101	37	1085	SH	Sole	1085	
WESTERN DIGITAL CORP	com	958102105	14839	349240	SH	Sole	347540	1700
			8218	193404	SH	Other		193404
WHIRLPOOL CORP	com	963320106	20	200	SH	Sole	200	
WORLD ACCEPTANCE CORP	com	981419104	1560	20920	SH	Sole	20920	
WORLD FUEL SERVICES CORP	com	981475106	306	7425	SH	Sole	7425	
			8	205	SH	Other		205
WSI INDUSTRIES INC	com	92932q102	15	2131	SH	Sole	2131	
WYNDHAM WORLDWIDE CORP	com	98310w108	2231	41920	SH	Sole	40920	1000
XCEL ENERGY INC	com	98389b100	4	133	SH	Sole	133	
XEROX CORP	com	984121103	37	5370	SH	Sole	5370	
YAHOO! INC	com	984332106	73	3663	SH	Sole	3663	
ZIMMER HOLDINGS INC	com	98956p102	200	3007	SH	Sole	3007	
ZIONS BANCORPORATION	com	989701107	2	99	SH	Sole	99	
ZYGO CORP	com	989855101	366	23325	SH	Sole	23325	
GE CAP 5.875 PFD	pdf	369622493	26	1000	SH	Sole	1000	
GENERAL ELECTRIC CAP CORP	pdf	369622444	110	4000	SH	Sole	4000	
ABERDEEN GLOBAL INCOME FUND	com	003013109	245	17250	PRN	Sole	17250	

ALLIANCEBERNSTEIN INC FUND	com	01881e101	70	8700	PRN	Sole	8700	
AMERICAN SELECT PORTFOLIO	com	029570108	49	4500	PRN	Sole	4500	
AMERICAN STRATEGIC INC III	com	03009t101	75	10000	PRN	Sole	10000	
AMERICAN US GOVT SECS FUND - A	com	026300103	127	8948	PRN	Sole	8948	
BLACKROCK CREDIT ALLOC IV	com	092508100	83	6012	PRN	Sole	6012	
CALAMOS CVT AND HIGH INCOME FU	com	12811p108	36	3000	PRN	Sole	3000	
EATON VANCE OH MUNI INC TRUST	com	27826g109	762	46300	PRN	Sole	46300	
INVESCO VAN KAMPEN MUNICIPAL T	com	46131j103	6	406	PRN	Sole	406	
ISHARES BARCLAYS 0-5 YEAR TIPS	com	46429b747	2310	22411	PRN	Sole	22411	
ISHARES BARCLAYS 1-3 TREASURY	com	464287457	3569	42276	PRN	Sole	42276	
			13890	164534	PRN	Other	519	164015
ISHARES BARCLAYS 1-3 YEAR CRED	com	464288646	10933	103653	PRN	Sole	103653	
			36450	345562	PRN	Other	2610	342952
ISHARES BARCLAYS 10-20 YEAR TR	com	464288653	4437	32899	PRN	Sole	32899	
			276	2050	PRN	Other	1750	300
ISHARES BARCLAYS 20+ YEAR TREA	com	464287432	10147	83733	PRN	Sole	83733	
			17080	140946	PRN	Other	4065	136881
ISHARES BARCLAYS 3-7 YEAR TREA	com	464288661	2348	19052	PRN	Sole	19052	
			12527	101662	PRN	Other		101662
ISHARES BARCLAYS 7-10 YEAR TRE	com	464287440	7162	66630	PRN	Sole	66630	
			5081	47273	PRN	Other	200	47073
ISHARES BARCLAYS AGENCY BOND F	com	464288166	2688	23726	PRN	Sole	23726	
ISHARES BARCLAYS CREDIT BOND F	com	464288620	2038	18011	PRN	Sole	18011	
			306	2700	PRN	Other	2700	
ISHARES BARCLAYS INTERMEDIATE	com	464288638	15831	142248	PRN	Sole	134773	7475
			20373	183063	PRN	Other		183063
ISHARES BARCLAYS MBS BOND FUND	com	464288588	16506	152845	PRN	Sole	152245	600
			216	2000	PRN	Other	2000	
ISHARES BARCLAYS SHORT TREASUR	com	464288679	2790	25306	PRN	Sole	25306	
ISHARES BARCLAYS TIPS BOND FUN	com	464287176	19455	160239	PRN	Sole	160239	
			40136	330583	PRN	Other	2300	328283
ISHARES CORE TOTAL US BOND MKT	com	464287226	1084	9760	PRN	Sole	9760	
ISHARES IBOXX HIGH YIELD CORPO	com	464288513	3031	32470	PRN	Sole	32470	
ISHARES IBOXX INV GR CORP BD	com	464287242	20159	166617	PRN	Sole	165417	1200
			32500	268615	PRN	Other	2200	266415
ISHARES S&P NATIONAL AMT-FREE	com	464288414	3246	29340	PRN	Sole	29340	
ISHARES S&P/CITI 1-3 YR INTL T	com	464288125	19	200	PRN	Sole	200	
MARKET VECTORS PRE-REFUNDED MU	com	57060u738	33	1300	PRN	Sole	1300	
NUVEEN BUILD AMERICA BOND OPP	com	67074g102	65	3000	PRN	Sole	3000	
NUVEEN INSURED MUNICIPAL OPPOR	com	670984103	1943	126765	PRN	Sole	126765	
NUVEEN MARYLAND PREMIUM INCOME	com	67061q107	228	15000	PRN	Sole	15000	
NUVEEN MICH QUALITY INC MUNI F	com	670979103	266	17400	PRN	Sole	17400	
NUVEEN NORTH CAROLINA PREM INC	com	67060p100	60	4000	PRN	Sole	4000	
NUVEEN OH DVD ADV MUNI FD	com	67070c107	478	29317	PRN	Sole	29317	
NUVEEN OH DVD ADV MUNI FD 3	com	67071v104	240	14232	PRN	Sole	14232	
NUVEEN OHIO DVD ADV MUNI 2	com	67070r104	474	29840	PRN	Sole	29840	
NUVEEN OHIO QUALITY INC MUNI	com	670980101	2014	105746	PRN	Sole	104246	1500
NUVEEN PENNSYLVANIA INV QUAL M	com	670972108	102	6500	PRN	Sole	6500	
NUVEEN PREMIUM INC MUNI FD 2	com	67063w102	1601	105361	PRN	Sole	102861	2500
NUVEEN SELECT MATURITIES MUNI	com	67061t101	527	50731	PRN	Sole	50731	
NUVEEN TEXAS QUALITY INCOME MU	com	670983105	79	5000	PRN	Sole	5000	
NUVEEN VIRGINIA PREM INCOME MU	com	67064r102	295	18950	PRN	Sole	18950	
PIMCO 25+ YR ZERO CPN US TIF	com	72201r882	109	1000	PRN	Sole	1000	
SPDR BARCLAYS CAPITAL CONVERTI	com	78464a359	1544	38320	PRN	Sole	37120	1200
SPDR BARCLAYS CAPITAL LONG TER	com	78464a367	21	500	PRN	Sole	500	
SPDR BARCLAYS CAPITAL SHORT TE	com	78464a334	195	5330	PRN	Sole	5330	
SPDR BARCLAYS HIGH YIELD	com	78464a417	9	225	PRN	Sole	225	
SPDR BARCLAYS INTL TREASURY BO	com	78464a516	39	637	PRN	Sole	637	
SPDR NUVEEN BARCLAYS SHORT TER	com	78464a425	4094	168428	PRN	Sole	168428	
VANGUARD GNMA -INV	com	922031307	208	19029	PRN	Sole	19029	
VANGUARD INTERMEDIATE-TERM COR	com	92206c870	60	687	PRN	Sole	687	
VANGUARD INTERMEDIATE-TERM T/E	com	922907878	577	40138	PRN	Sole	40138	
VANGUARD LONG-TERM CORPORATE B	com	92206c813	52	570	PRN	Sole	570	
VANGUARD SHORT-TERM BOND	com	921937827	53	650	PRN	Sole	650	
VANGUARD SHORT-TERM CORPORATE	com	92206c409	130	1619	PRN	Sole	1619	

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