

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2005-05-02** | Period of Report: **2005-03-31**
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FILER

CULLEN FROST BANKERS INC

CIK: **39263** | IRS No.: **741751768** | State of Incorporation: **TX** | Fiscal Year End: **1231**
Type: **13F-HR** | Act: **34** | File No.: **028-00183** | Film No.: **05787746**
SIC: **6021** National commercial banks

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SAN ANTONIO TX 78205
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE CALENDAR YEAR OR QUARTER ENDED: 3/31/05

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 4/2/05

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

REPORT SUMMARY:

NUMBER OF OTHER INCLUDED MANAGERS: 0
FORM 13F INFORMATION TABLE ENTRY TOTAL: 699
FORM 13F INFORMATION TABLE VALUE TOTAL: \$2,221,091

<TABLE>
<CAPTION>

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE				OTHER MANAGERS	VOTING AUTHORITY		
			VALUE (X1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN		SOLE	SHARED	NONE
<s>	<c>	<c>	<c>	<c>	<c>	<c>	<c>	<c>	<c>	<c>
H KEMPNER CERT OF BENE INTERES	COMMON STOCK	999999998	19041	13552 SH		DEFINED	13451	0	101	
H KEMPNER CERT OF BENE INTERES	COMMON STOCK	999999998	86	61 SH		OTHER	61	0	0	
ABBOTT LABORATORIES COM**	COMMON STOCK	002824100	28065	601988 SH		DEFINED	591983	0	10005	
ABBOTT LABORATORIES COM**	COMMON STOCK	002824100	6394	137149 SH		OTHER	113144	16800	7205	
ABM INDUSTRIES INC COM	COMMON STOCK	000957100	1529	79500 SH		OTHER	79500	0	0	
AFFILIATED MANAGERS GROUP	COMMON STOCK	008252108	56	900 SH		DEFINED	900	0	0	
AFFILIATED MANAGERS GROUP	COMMON STOCK	008252108	1545	24900 SH		OTHER	24900	0	0	
AGCO CORP COM	COMMON STOCK	001084102	1	79 SH		DEFINED	79	0	0	
AGCO CORP COM	COMMON STOCK	001084102	1090	59700 SH		OTHER	59700	0	0	

AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	1511	23874	SH	DEFINED	23874	0	0
AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	288	4550	SH	OTHER	4550	0	0
ALCOA INC COM**	COMMON STOCK	013817101	29551	972397	SH	DEFINED	955143	0	17254
ALCOA INC COM**	COMMON STOCK	013817101	3769	124023	SH	OTHER	122223	1800	0
ALLSTATE CORP COM	COMMON STOCK	020002101	48	890	SH	DEFINED	890	0	0
ALLSTATE CORP COM	COMMON STOCK	020002101	1124	20800	SH	OTHER	20800	0	0
ALLTEL CORP COM*	COMMON STOCK	020039103	49813	908165	SH	DEFINED	900446	0	7719
ALLTEL CORP COM*	COMMON STOCK	020039103	15290	278759	SH	OTHER	278759	0	0
ALTRIA GROUP INC COM *	COMMON STOCK	022098103	1130	17275	SH	DEFINED	16875	0	400
ALTRIA GROUP INC COM *	COMMON STOCK	022098103	5006	76553	SH	OTHER	75153	500	900
AMEDISYS INCORPORATED COM	COMMON STOCK	023436108	1485	49100	SH	OTHER	49100	0	0
AMERICAN AXLE & MFG HLDGS INC	COMMON STOCK	024061103	3066	125147	SH	DEFINED	125147	0	0
AMERICAN AXLE & MFG HLDGS INC	COMMON STOCK	024061103	4039	164840	SH	OTHER	164545	0	295
AMERICAN EAGLE OUTFITTERS INC	COMMON STOCK	02553E106	1625	55000	SH	OTHER	55000	0	0
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	479	14068	SH	DEFINED	14068	0	0
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	829	24340	SH	OTHER	24340	0	0
AMERICAN EXPRESS CO COM*	COMMON STOCK	025816109	3706	72145	SH	DEFINED	71995	0	150
AMERICAN EXPRESS CO COM*	COMMON STOCK	025816109	1038	20212	SH	OTHER	20212	0	0
AMERICAN FINANCIAL REALTY TRUS	COMMON STOCK	02607P305	1601	109444	SH	DEFINED	109444	0	0
AMERICAN FINANCIAL REALTY TRUS	COMMON STOCK	02607P305	2592	177153	SH	OTHER	174421	0	2732
AMERICAN INT'L GROUP INC COM*	COMMON STOCK	026874107	4873	87946	SH	DEFINED	87846	0	100
AMERICAN INT'L GROUP INC COM*	COMMON STOCK	026874107	4265	76976	SH	OTHER	71170	3582	2224
AMERICAN NATIONAL INSURANCE CO	COMMON STOCK	028591105	461	4352	SH	DEFINED	125	0	4227
AMERICAN POWER CONVERSION CORP	COMMON STOCK	029066107	481	18400	SH	OTHER	18400	0	0
AMETEK INC COM	COMMON STOCK	031100100	1856	46100	SH	OTHER	46100	0	0
AMGEN INC COM**	COMMON STOCK	031162100	26924	462537	SH	DEFINED	454257	0	8280
AMGEN INC COM**	COMMON STOCK	031162100	4693	80623	SH	OTHER	78623	0	2000
AMSOUTH BANCORPORATION INC COM	COMMON STOCK	032165102	253	9756	SH	DEFINED	1000	0	8756
AMSOUTH BANCORPORATION INC COM	COMMON STOCK	032165102	128	4920	SH	OTHER	4920	0	0
ANADARKO PETROLEUM CORP COM*	COMMON STOCK	032511107	1317	17303	SH	DEFINED	17303	0	0
ANADARKO PETROLEUM CORP COM*	COMMON STOCK	032511107	964	12666	SH	OTHER	12666	0	0
ANHEUSER BUSCH COS INC COM *	COMMON STOCK	035229103	328	6925	SH	DEFINED	6775	0	150
ANHEUSER BUSCH COS INC COM *	COMMON STOCK	035229103	7095	149722	SH	OTHER	149722	0	0
ANN TAYLOR STORES CORP COM	COMMON STOCK	036115103	1860	72700	SH	OTHER	72700	0	0
APOLLO INVESTMENT CORP COM	COMMON STOCK	03761U106	1579	94100	SH	OTHER	94100	0	0
ARCHSTONE-SMITH TR REIT COM*	COMMON STOCK	039583109	2351	68927	SH	DEFINED	67327	0	1600
ARCHSTONE-SMITH TR REIT COM*	COMMON STOCK	039583109	1318	38630	SH	OTHER	38630	0	0
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	1089	24236	SH	DEFINED	24236	0	0
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	679	15107	SH	OTHER	15107	0	0
AVIALL INC COM	COMMON STOCK	05366B102	759	27100	SH	OTHER	27100	0	0
BAKER HUGHES INC COM**	COMMON STOCK	057224107	23369	525258	SH	DEFINED	515225	0	10033
BAKER HUGHES INC COM**	COMMON STOCK	057224107	2992	67240	SH	OTHER	66660	0	580
BALL CORP COM	COMMON STOCK	058498106	232	5600	SH	OTHER	0	5600	0
BANCORPSOUTH INC COM	COMMON STOCK	059692103	68	3312	SH	DEFINED	3312	0	0
BANCORPSOUTH INC COM	COMMON STOCK	059692103	1135	55000	SH	OTHER	55000	0	0
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	5473	124112	SH	DEFINED	124112	0	0
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	4754	107806	SH	OTHER	101323	4350	2133
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	340	9992	SH	DEFINED	9992	0	0
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	1003	29530	SH	OTHER	29530	0	0
BEA SYSTEMS INC COM	COMMON STOCK	073325102	371	46540	SH	OTHER	44600	0	1940
BECTON DICKINSON & CO COM *	COMMON STOCK	075887109	230	3932	SH	DEFINED	3932	0	0
BECTON DICKINSON & CO COM *	COMMON STOCK	075887109	18	300	SH	OTHER	300	0	0
BELLSOUTH CORP COM *	COMMON STOCK	079860102	7071	268962	SH	DEFINED	267698	0	1264
BELLSOUTH CORP COM *	COMMON STOCK	079860102	7942	302084	SH	OTHER	301008	621	455
BEMIS INC COM*	COMMON STOCK	081437105	62	2000	SH	DEFINED	2000	0	0
BEMIS INC COM*	COMMON STOCK	081437105	373	12000	SH	OTHER	0	12000	0
BERKSHIRE HATHAWAY INC CLASS B	COMMON STOCK	084670207	137	48	SH	DEFINED	48	0	0
BERKSHIRE HATHAWAY INC CLASS B	COMMON STOCK	084670207	251	88	SH	OTHER	88	0	0
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670108	348	4	SH	DEFINED	4	0	0
BEST BUY COMPANY INC COM*	COMMON STOCK	086516101	99	1836	SH	DEFINED	1836	0	0
BEST BUY COMPANY INC COM*	COMMON STOCK	086516101	104	1928	SH	OTHER	1928	0	0
BIOSCRIP INCORPORATED COM	COMMON STOCK	09069N108	241	40000	SH	DEFINED	40000	0	0
BLUE NILE INCORPORATED COM	COMMON STOCK	09578R103	1499	54200	SH	OTHER	54200	0	0
BLYTH INC COM	COMMON STOCK	09643P108	3047	95700	SH	DEFINED	95700	0	0
BLYTH INC COM	COMMON STOCK	09643P108	4150	130344	SH	OTHER	130147	0	197
BMC SOFTWARE INC COM	COMMON STOCK	055921100	13	840	SH	DEFINED	840	0	0
BMC SOFTWARE INC COM	COMMON STOCK	055921100	873	58200	SH	OTHER	58200	0	0
BORGWARNER INC COM	COMMON STOCK	099724106	6	132	SH	DEFINED	132	0	0
BORGWARNER INC COM	COMMON STOCK	099724106	1163	23900	SH	OTHER	23900	0	0
BRIGGS & STRATTON CORP COM	COMMON STOCK	109043109	18	500	SH	DEFINED	500	0	0
BRIGGS & STRATTON CORP COM	COMMON STOCK	109043109	1456	40000	SH	OTHER	40000	0	0
BRINKER INTERNATIONAL INC COM*	COMMON STOCK	109641100	262	7243	SH	DEFINED	7243	0	0
BRINKER INTERNATIONAL INC COM*	COMMON STOCK	109641100	524	14460	SH	OTHER	14460	0	0
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	2963	116397	SH	DEFINED	113447	0	2950
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	974	38260	SH	OTHER	38260	0	0
BUCYRUS INTL INC CL A	COMMON STOCK	118759109	996	25500	SH	OTHER	25500	0	0
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	7509	139235	SH	DEFINED	132485	0	6750
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	2321	43038	SH	OTHER	41038	2000	0
BURLINGTON RESOURCES INC COM*	COMMON STOCK	122014103	163	3260	SH	DEFINED	3260	0	0
BURLINGTON RESOURCES INC COM*	COMMON STOCK	122014103	162	3242	SH	OTHER	1400	1742	100
CAPITAL AUTOMOTIVE REIT COM	COMMON STOCK	139733109	904	27300	SH	OTHER	27300	0	0
CAPITAL ONE FINANCIAL CORP COM	COMMON STOCK	14040H105	13559	181344	SH	DEFINED	181024	0	320
CAPITAL ONE FINANCIAL CORP COM	COMMON STOCK	14040H105	1535	20533	SH	OTHER	20533	0	0
CARBO CERAMICS INC COM	COMMON STOCK	140781105	1670	23800	SH	OTHER	23800	0	0
CARNIVAL CORP PAIRED CTF 1 COM	COMMON STOCK	143658300	361	6976	SH	DEFINED	6976	0	0

CARNIVAL CORP PAIRED CTF 1 COM	COMMON STOCK	143658300	751	14500	SH	OTHER	14500	0	0
CARRIAGE SERVICES INC COM	COMMON STOCK	143905107	56	10000	SH	DEFINED	10000	0	0
CATERPILLAR INC COM *	COMMON STOCK	149123101	183	2002	SH	DEFINED	2002	0	0
CATERPILLAR INC COM *	COMMON STOCK	149123101	212	2319	SH	OTHER	367	1852	100
CBRL GROUP INC COM	COMMON STOCK	12489V106	1916	46400	SH	OTHER	46400	0	0
CENTERPOINT ENERGY INC COM	COMMON STOCK	15189T107	125	10364	SH	DEFINED	10364	0	0
CENTRAL GARDEN & PET CO COM	COMMON STOCK	153527106	1912	43600	SH	OTHER	43600	0	0
CHEVRONTXACO CORP COM*	COMMON STOCK	166764100	10418	178665	SH	DEFINED	169831	0	8834
CHEVRONTXACO CORP COM*	COMMON STOCK	166764100	4600	78891	SH	OTHER	67319	7472	4100
CHUBB CORP COM*	COMMON STOCK	171232101	1381	17425	SH	DEFINED	17275	0	150
CHUBB CORP COM*	COMMON STOCK	171232101	5	67	SH	OTHER	67	0	0
CIGNA CORP COM	COMMON STOCK	125509109	48	542	SH	DEFINED	542	0	0
CIGNA CORP COM	COMMON STOCK	125509109	348	3900	SH	OTHER	3900	0	0
CISCO SYSTEM INC COM*	COMMON STOCK	17275R102	1601	89511	SH	DEFINED	89161	0	350
CISCO SYSTEM INC COM*	COMMON STOCK	17275R102	924	51634	SH	OTHER	48334	1800	1500
CITIGROUP INC COM *	COMMON STOCK	172967101	6978	155279	SH	DEFINED	154708	0	571
CITIGROUP INC COM *	COMMON STOCK	172967101	5100	113492	SH	OTHER	106057	7100	335
CLEAR CHANNEL COMMUNICATIONS C	COMMON STOCK	184502102	1697	49232	SH	DEFINED	48002	0	1230
CLEAR CHANNEL COMMUNICATIONS C	COMMON STOCK	184502102	3378	98002	SH	OTHER	97766	0	236
CLOROX CO COM *	COMMON STOCK	189054109	229	3641	SH	DEFINED	3641	0	0
CLOROX CO COM *	COMMON STOCK	189054109	504	8000	SH	OTHER	4200	800	3000
CMGI INC COM	COMMON STOCK	125750109	74	36165	SH	OTHER	1200	0	34965
COCA COLA CO COM *	COMMON STOCK	191216100	3249	77958	SH	DEFINED	76986	0	972
COCA COLA CO COM *	COMMON STOCK	191216100	2350	56388	SH	OTHER	50788	0	5600
COLGATE-PALMOLIVE CO COM *	COMMON STOCK	194162103	2826	54174	SH	DEFINED	54174	0	0
COLGATE-PALMOLIVE CO COM *	COMMON STOCK	194162103	1387	26586	SH	OTHER	21858	0	4728
COMCAST CORPORATION NEW CLASS	COMMON STOCK	20030N101	97	2876	SH	DEFINED	2876	0	0
COMCAST CORPORATION NEW CLASS	COMMON STOCK	20030N101	128	3800	SH	OTHER	2538	1262	0
COMSTOCK HOMEBUILDING CO CL A	COMMON STOCK	205684103	1145	53800	SH	OTHER	53800	0	0
CONAGRA FOODS INC COM	COMMON STOCK	205887102	650	24050	SH	OTHER	24050	0	0
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	252	2339	SH	DEFINED	2039	0	300
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	1474	13664	SH	OTHER	13090	574	0
CONSOL ENERGY INC COM	COMMON STOCK	20854P109	2320	49346	SH	DEFINED	49346	0	0
CONSOL ENERGY INC COM	COMMON STOCK	20854P109	3351	71264	SH	OTHER	71145	0	119
CONSOLIDATED EDISON INC COM	COMMON STOCK	209115104	161	3808	SH	DEFINED	3808	0	0
CONSOLIDATED EDISON INC COM	COMMON STOCK	209115104	47	1122	SH	OTHER	1122	0	0
COOPER INDUSTRIES LTD CL A*	COMMON STOCK	G24182100	1948	27244	SH	DEFINED	26844	0	400
COOPER INDUSTRIES LTD CL A*	COMMON STOCK	G24182100	70	972	SH	OTHER	972	0	0
CORPORATE EXECUTIVE BOARD CO C	COMMON STOCK	21988R102	24211	378592	SH	DEFINED	371502	0	7090
CORPORATE EXECUTIVE BOARD CO C	COMMON STOCK	21988R102	3527	55160	SH	OTHER	55160	0	0
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	18902	427848	SH	DEFINED	418973	0	8875
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	2524	57132	SH	OTHER	56552	0	580
COVENTRY HLTH CARE INC.COM**	COMMON STOCK	222862104	18762	275344	SH	DEFINED	268481	0	6863
COVENTRY HLTH CARE INC.COM**	COMMON STOCK	222862104	2924	42914	SH	OTHER	42914	0	0
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	10174	225346	SH	DEFINED	218473	1873	5000
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	3934	87130	SH	OTHER	57344	0	29786
CVS CORP COM *	COMMON STOCK	126650100	1112	21130	SH	DEFINED	21130	0	0
CVS CORP COM *	COMMON STOCK	126650100	34	650	SH	OTHER	650	0	0
CYPRESS SEMICONDUCTOR CORP COM	COMMON STOCK	232806109	1	50	SH	DEFINED	50	0	0
CYPRESS SEMICONDUCTOR CORP COM	COMMON STOCK	232806109	1395	110700	SH	OTHER	110700	0	0
DEAN FOODS CO NEW COM	COMMON STOCK	242370104	515	15000	SH	OTHER	15000	0	0
DELL INC COM**	COMMON STOCK	24702R101	24236	630807	SH	DEFINED	615715	0	15092
DELL INC COM**	COMMON STOCK	24702R101	5137	133715	SH	OTHER	119147	0	14568
DELPHI CORPORATION COM	COMMON STOCK	247126105	58	12968	SH	DEFINED	12968	0	0
DELPHI CORPORATION COM	COMMON STOCK	247126105	357	79751	SH	OTHER	79751	0	0
DELTA & PINE LAND CO	COMMON STOCK	247357106	1096	40600	SH	OTHER	40600	0	0
DELUXE CORP COM	COMMON STOCK	248019101	5049	126668	SH	DEFINED	126668	0	0
DELUXE CORP COM	COMMON STOCK	248019101	6954	174471	SH	OTHER	173370	800	301
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	77	1616	SH	DEFINED	1616	0	0
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	338	7078	SH	OTHER	6878	0	200
DIEBOLD INC COM**	COMMON STOCK	253651103	21678	395224	SH	DEFINED	387647	0	7577
DIEBOLD INC COM**	COMMON STOCK	253651103	3028	55203	SH	OTHER	54713	0	490
DIRECTV GROUP INCORPORATED COM	COMMON STOCK	25459L106	32	2246	SH	DEFINED	2246	0	0
DIRECTV GROUP INCORPORATED COM	COMMON STOCK	25459L106	165	11421	SH	OTHER	11417	4	0
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	27743	965646	SH	DEFINED	949689	0	15957
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	4209	146506	SH	OTHER	138262	6294	1950
DOLLAR GENERAL CORP COM	COMMON STOCK	256669102	723	33000	SH	OTHER	33000	0	0
DOMINION RES INC VA NEW COM**	COMMON STOCK	25746U109	21838	293399	SH	DEFINED	286614	0	6785
DOMINION RES INC VA NEW COM**	COMMON STOCK	25746U109	2880	38695	SH	OTHER	38695	0	0
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	1954	39193	SH	DEFINED	39193	0	0
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	1912	38364	SH	OTHER	37464	900	0
DRS TECHNOLOGIES INC COM	COMMON STOCK	23330X100	1071	25200	SH	OTHER	25200	0	0
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	29435	574454	SH	DEFINED	563070	0	11384
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	4851	94672	SH	OTHER	84373	6699	3600
DUKE ENERGY CORP COM*	COMMON STOCK	264399106	1913	68286	SH	DEFINED	68286	0	0
DUKE ENERGY CORP COM*	COMMON STOCK	264399106	1167	41654	SH	OTHER	41654	0	0
E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	109	8859	SH	DEFINED	8859	0	0
E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	18	1430	SH	OTHER	1430	0	0
EAGLE MATERIALS INC COM	COMMON STOCK	26969P108	1740	21500	SH	OTHER	21500	0	0
EATON CORP COM *	COMMON STOCK	278058102	107	1642	SH	DEFINED	1642	0	0
EATON CORP COM *	COMMON STOCK	278058102	147	2248	SH	OTHER	2248	0	0
EFUNDS CORPORATION COM	COMMON STOCK	28224R101	1543	69141	SH	OTHER	68700	441	0
ELECTRO SCIENTIFIC INDUSTRIES	COMMON STOCK	285229100	1070	55200	SH	OTHER	55200	0	0
ELECTRONIC DATA SYSTEMS CORP C	COMMON STOCK	285661104	81	3937	SH	DEFINED	3937	0	0
ELECTRONIC DATA SYSTEMS CORP C	COMMON STOCK	285661104	398	19268	SH	OTHER	19268	0	0

ELI LILLY & CO COM *	COMMON STOCK	532457108	747	14338	SH	DEFINED	14338	0	0
ELI LILLY & CO COM *	COMMON STOCK	532457108	164	3140	SH	OTHER	3040	0	100
EMERSON ELECTRIC CO COM**	COMMON STOCK	291011104	23067	355256	SH	DEFINED	348591	0	6665
EMERSON ELECTRIC CO COM**	COMMON STOCK	291011104	4603	70891	SH	OTHER	68651	0	2240
EMULEX CORP COM	COMMON STOCK	292475209	865	45900	SH	OTHER	45900	0	0
ENERGY CONVERSION DEVICES INC	COMMON STOCK	292659109	591	25990	SH	DEFINED	25990	0	0
ENERGY PARTNERS LTD COM	COMMON STOCK	29270U105	1797	69200	SH	OTHER	69200	0	0
ENSCO INTERNATIONAL INC COM*	COMMON STOCK	26874Q100	563	14943	SH	DEFINED	14943	0	0
ENSCO INTERNATIONAL INC COM*	COMMON STOCK	26874Q100	265	7045	SH	OTHER	6456	0	589
ENERGY CORP NEW COM	COMMON STOCK	29364G103	28	400	SH	DEFINED	200	0	200
ENERGY CORP NEW COM	COMMON STOCK	29364G103	1018	14400	SH	OTHER	13900	0	500
ENZO BIOCHEM INC COM	COMMON STOCK	294100102	448	31101	SH	DEFINED	31101	0	0
EQUITY OFFICE PROP. TR REIT CO	COMMON STOCK	294741103	1922	63800	SH	DEFINED	63800	0	0
EQUITY OFFICE PROP. TR REIT CO	COMMON STOCK	294741103	701	23250	SH	OTHER	23250	0	0
ESCO TECHNOLOGIES INC	COMMON STOCK	296315104	771	9600	SH	OTHER	9600	0	0
EXELON CORP COM	COMMON STOCK	30161N101	253	5511	SH	DEFINED	5511	0	0
EXPRESS SCRIPTS INC COM*	COMMON STOCK	302182100	964	11060	SH	DEFINED	11060	0	0
EXPRESS SCRIPTS INC COM*	COMMON STOCK	302182100	28	325	SH	OTHER	325	0	0
EXXON MOBIL CORP COM *	COMMON STOCK	30231G102	38789	650817	SH	DEFINED	644427	0	6390
EXXON MOBIL CORP COM *	COMMON STOCK	30231G102	21591	362258	SH	OTHER	352602	2400	7256
FACTSET RESEARCH SYSTEMS INC	COMMON STOCK	303075105	756	22900	SH	OTHER	22900	0	0
FAMILY DOLLAR STORES INC COM	COMMON STOCK	307000109	219	7201	SH	DEFINED	7201	0	0
FANNIE MAE COM	COMMON STOCK	313586109	6070	111483	SH	DEFINED	111289	0	194
FANNIE MAE COM	COMMON STOCK	313586109	7175	131780	SH	OTHER	131543	0	237
FEDERAL REALTY INVESTMENT TR R	COMMON STOCK	313747206	1127	23300	SH	OTHER	23300	0	0
FIRST DATA CORP COM *	COMMON STOCK	319963104	859	21855	SH	DEFINED	21755	0	100
FIRST DATA CORP COM *	COMMON STOCK	319963104	45	1150	SH	OTHER	1150	0	0
FIRSTFED FINANCIAL CORP COM	COMMON STOCK	337907109	1229	24100	SH	OTHER	24100	0	0
FLAGSTAR BANCORP INC COM	COMMON STOCK	337930101	2676	136900	SH	DEFINED	136900	0	0
FLAGSTAR BANCORP INC COM	COMMON STOCK	337930101	3044	155689	SH	OTHER	155378	0	311
FLIR SYSTEMS INC COM	COMMON STOCK	302445101	1639	54100	SH	OTHER	54100	0	0
FLORIDA ROCK INDS INC COM	COMMON STOCK	341140101	1382	23500	SH	OTHER	23500	0	0
FMC TECHNOLOGIES INC COM	COMMON STOCK	30249U101	6	171	SH	DEFINED	171	0	0
FMC TECHNOLOGIES INC COM	COMMON STOCK	30249U101	1331	40100	SH	OTHER	40100	0	0
FORD MOTOR COMPANY COM*	COMMON STOCK	345370860	164	14445	SH	DEFINED	14445	0	0
FORTUNE BRANDS INC COM *	COMMON STOCK	349631101	640	7940	SH	DEFINED	7440	0	500
FORTUNE BRANDS INC COM *	COMMON STOCK	349631101	312	3865	SH	OTHER	3865	0	0
FORWARD AIR CORP COM	COMMON STOCK	349853101	1018	23900	SH	OTHER	23900	0	0
FOUNDRY NETWORKS INC COM	COMMON STOCK	35063R100	1064	107500	SH	OTHER	107500	0	0
FPL GROUP INC COM *	COMMON STOCK	302571104	1316	32780	SH	DEFINED	32780	0	0
FPL GROUP INC COM *	COMMON STOCK	302571104	311	7734	SH	OTHER	7734	0	0
FREDDIE MAC *	COMMON STOCK	313400301	6808	107723	SH	DEFINED	107723	0	0
FREDDIE MAC *	COMMON STOCK	313400301	7538	119266	SH	OTHER	119078	0	188
FRIEDMAN BILLINGS RAMSEY GRP	COMMON STOCK	358434108	13437	846705	SH	DEFINED	833410	0	13295
FRIEDMAN BILLINGS RAMSEY GRP	COMMON STOCK	358434108	1516	95545	SH	OTHER	95545	0	0
GABELLI ASSET MANAGEMENT INC C	COMMON STOCK	36239Y102	1165	26100	SH	OTHER	26100	0	0
GANNETT CO COM*	COMMON STOCK	364730101	241	3047	SH	DEFINED	3047	0	0
GANNETT CO COM*	COMMON STOCK	364730101	768	9715	SH	OTHER	9715	0	0
GARDNER DENVER INC	COMMON STOCK	365558105	1335	33800	SH	OTHER	33800	0	0
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	204	1907	SH	DEFINED	1857	0	50
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	201	1877	SH	OTHER	1877	0	0
GENERAL ELECTRIC CO COM**	COMMON STOCK	369604103	45356	1257793	SH	DEFINED	1236578	0	21215
GENERAL ELECTRIC CO COM**	COMMON STOCK	369604103	14981	415452	SH	OTHER	381392	14520	19540
GENERAL MILLS INC COM*	COMMON STOCK	370334104	4147	84379	SH	DEFINED	84379	0	0
GENERAL MILLS INC COM*	COMMON STOCK	370334104	4783	97315	SH	OTHER	88481	6400	2434
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	577	19627	SH	DEFINED	19627	0	0
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	3379	114988	SH	OTHER	114938	50	0
GENTEX CORP COM	COMMON STOCK	371901109	1113	34900	SH	OTHER	33500	0	1400
GENWORTH FINANCIAL INC CL A CO	COMMON STOCK	37247D106	21494	781046	SH	DEFINED	764361	0	16685
GENWORTH FINANCIAL INC CL A CO	COMMON STOCK	37247D106	3060	111197	SH	OTHER	111197	0	0
GFI GROUP INCORPORATED COM	COMMON STOCK	361652209	1567	58400	SH	OTHER	58400	0	0
GILLETTE CO COM*	COMMON STOCK	375766102	6419	127166	SH	DEFINED	127016	0	150
GILLETTE CO COM*	COMMON STOCK	375766102	2409	47721	SH	OTHER	43721	0	4000
GOLDMAN SACHS GROUP INC COM*	COMMON STOCK	38141G104	235	2140	SH	DEFINED	2140	0	0
GOLDMAN SACHS GROUP INC COM*	COMMON STOCK	38141G104	7	67	SH	OTHER	67	0	0
GOODRICH CORP COM*	COMMON STOCK	382388106	18546	484359	SH	DEFINED	474420	0	9939
GOODRICH CORP COM*	COMMON STOCK	382388106	2346	61261	SH	OTHER	61261	0	0
HALLIBURTON CO COM *	COMMON STOCK	406216101	104	2409	SH	DEFINED	2409	0	0
HALLIBURTON CO COM *	COMMON STOCK	406216101	144	3336	SH	OTHER	1236	2000	100
HANMI FINANCIAL CORP COM	COMMON STOCK	410495105	253	15300	SH	OTHER	15300	0	0
HARLEY-DAVIDSON INC COM *	COMMON STOCK	412822108	161	2795	SH	DEFINED	2795	0	0
HARLEY-DAVIDSON INC COM *	COMMON STOCK	412822108	129	2235	SH	OTHER	2235	0	0
HARMAN INTERNATIONAL INDUSTRIE	COMMON STOCK	413086109	429	4853	SH	DEFINED	4853	0	0
HARMAN INTERNATIONAL INDUSTRIE	COMMON STOCK	413086109	20	225	SH	OTHER	225	0	0
HARRIS CORP DELAWARE COM	COMMON STOCK	413875105	751	23000	SH	OTHER	23000	0	0
HARSCO CORPORATION COM	COMMON STOCK	415864107	1615	27100	SH	OTHER	27100	0	0
HARTFORD FINANCIAL SERVICES GR	COMMON STOCK	416515104	5	70	SH	DEFINED	70	0	0
HARTFORD FINANCIAL SERVICES GR	COMMON STOCK	416515104	754	11000	SH	OTHER	11000	0	0
HCA INC*	COMMON STOCK	404119109	226	4213	SH	DEFINED	2213	0	2000
HCA INC*	COMMON STOCK	404119109	51	960	SH	OTHER	960	0	0
HCC INSURANCE HOLDINGS INC COM	COMMON STOCK	404132102	25529	706010	SH	DEFINED	694352	0	11658
HCC INSURANCE HOLDINGS INC COM	COMMON STOCK	404132102	4750	131359	SH	OTHER	131359	0	0
HEADWATERS INC COM	COMMON STOCK	42210P102	3	100	SH	DEFINED	100	0	0
HEADWATERS INC COM	COMMON STOCK	42210P102	1080	32900	SH	OTHER	32900	0	0
HEALTH MGMT ASSOC INC NEW CLAS	COMMON STOCK	421933102	1003	38313	SH	DEFINED	38313	0	0

HEALTH MGMT ASSOC INC NEW CLAS	COMMON STOCK	421933102	329	12570	SH	OTHER	11460	0	1110
HEINZ H. J. CO COM*	COMMON STOCK	423074103	295	8020	SH	DEFINED	8020	0	0
HEINZ H. J. CO COM*	COMMON STOCK	423074103	157	4250	SH	OTHER	3050	1200	0
HERSHEY FOODS CORP COM*	COMMON STOCK	427866108	24	400	SH	DEFINED	400	0	0
HERSHEY FOODS CORP COM*	COMMON STOCK	427866108	782	12930	SH	OTHER	9730	0	3200
HEWLETT PACKARD CO (DEL) COM*	COMMON STOCK	428236103	1358	61894	SH	DEFINED	61578	0	316
HEWLETT PACKARD CO (DEL) COM*	COMMON STOCK	428236103	1758	80119	SH	OTHER	73993	6009	117
HIBBETT SPORTING GOODS INC COM	COMMON STOCK	428565105	593	19750	SH	OTHER	19750	0	0
HOME DEPOT INC COM *	COMMON STOCK	437076102	932	24362	SH	DEFINED	24262	0	100
HOME DEPOT INC COM *	COMMON STOCK	437076102	1049	27440	SH	OTHER	22040	1400	4000
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	1347	36198	SH	DEFINED	36198	0	0
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	2739	73610	SH	OTHER	71750	0	1860
HRPT PROPERTIES TRUST REIT COM	COMMON STOCK	40426W101	3	264	SH	DEFINED	264	0	0
HRPT PROPERTIES TRUST REIT COM	COMMON STOCK	40426W101	143	12000	SH	OTHER	12000	0	0
IDEX CORP COM	COMMON STOCK	45167R104	1812	44900	SH	OTHER	44900	0	0
IMMUCOR INC COM	COMMON STOCK	452526106	1529	50650	SH	OTHER	50650	0	0
INGERSOLL-RAND COMPANY CLASS A	COMMON STOCK	G4776G101	484	6078	SH	DEFINED	6078	0	0
INGERSOLL-RAND COMPANY CLASS A	COMMON STOCK	G4776G101	909	11415	SH	OTHER	11415	0	0
INTEGRATED DEVICE TECHNOLOGY I	COMMON STOCK	458118106	959	79700	SH	OTHER	79700	0	0
INTEGRATED ELECTRICAL SERVICES	COMMON STOCK	45811E103	2252	815813	SH	DEFINED	815813	0	0
INTEL CORP COM *	COMMON STOCK	458140100	1963	84498	SH	DEFINED	83298	0	1200
INTEL CORP COM *	COMMON STOCK	458140100	2007	86403	SH	OTHER	80403	400	5600
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	2076	22715	SH	DEFINED	21790	0	925
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	2401	26276	SH	OTHER	21432	2544	2300
ISHARES COHEN & STEERS REALTY*	COMMON STOCK	464287564	3574	28601	SH	DEFINED	28226	0	375
ISHARES COHEN & STEERS REALTY*	COMMON STOCK	464287564	210	1678	SH	OTHER	1678	0	0
ISHARES DJ US REAL ESTATE INDE	COMMON STOCK	464287739	236	2100	SH	DEFINED	2100	0	0
ISHARES MSCI EAFE INDEX FUND*	COMMON STOCK	464287465	273	1721	SH	DEFINED	1721	0	0
ISHARES MSCI EAFE INDEX FUND*	COMMON STOCK	464287465	4	25	SH	OTHER	25	0	0
ISHARES S&P SMALLCAP 600 INDEX	COMMON STOCK	464287804	410	2582	SH	DEFINED	2582	0	0
ITRON INC COM	COMMON STOCK	465741106	1672	56400	SH	OTHER	56400	0	0
JDS UNIPHASE CORP COM	COMMON STOCK	46612J101	1	400	SH	DEFINED	400	0	0
JDS UNIPHASE CORP COM	COMMON STOCK	46612J101	51	30359	SH	OTHER	1374	0	28985
JEFFERSON-PILOT CORP COM	COMMON STOCK	475070108	1405	28650	SH	DEFINED	28650	0	0
JEFFERSON-PILOT CORP COM	COMMON STOCK	475070108	2195	44750	SH	OTHER	43667	1012	71
JO-ANN STORES INC COM	COMMON STOCK	47758P307	1031	36700	SH	OTHER	36700	0	0
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	9420	140266	SH	DEFINED	133636	0	6630
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	5146	76626	SH	OTHER	63501	11200	1925
JOHNSON CONTROLS INC COM *	COMMON STOCK	478366107	1528	27396	SH	DEFINED	27396	0	0
JOHNSON CONTROLS INC COM *	COMMON STOCK	478366107	1931	34634	SH	OTHER	34624	0	10
JPMORGAN CHASE & CO COM**	COMMON STOCK	46625H100	27065	782219	SH	DEFINED	755620	0	26599
JPMORGAN CHASE & CO COM**	COMMON STOCK	46625H100	4707	136044	SH	OTHER	126010	7250	2784
KERR MCGEE CORP COM**	COMMON STOCK	492386107	30768	392802	SH	DEFINED	385165	0	7637
KERR MCGEE CORP COM**	COMMON STOCK	492386107	6924	88397	SH	OTHER	88364	0	33
KEYSPAN CORP COM *	COMMON STOCK	49337W100	2254	57828	SH	DEFINED	57828	0	0
KEYSPAN CORP COM *	COMMON STOCK	49337W100	193	4942	SH	OTHER	4942	0	0
KIMBERLY CLARK CORP COM**	COMMON STOCK	494368103	23850	362848	SH	DEFINED	356177	0	6671
KIMBERLY CLARK CORP COM**	COMMON STOCK	494368103	5323	80985	SH	OTHER	77305	0	3680
KINDER MORGAN INC KANS COM*	COMMON STOCK	49455P101	1550	20482	SH	DEFINED	20482	0	0
KINDER MORGAN INC KANS COM*	COMMON STOCK	49455P101	182	2400	SH	OTHER	2400	0	0
KINDRED HEALTHCARE INC COM	COMMON STOCK	494580103	2134	60800	SH	OTHER	60800	0	0
KOHL'S CORP COM**	COMMON STOCK	500255104	13552	262490	SH	DEFINED	262050	0	440
KOHL'S CORP COM**	COMMON STOCK	500255104	3804	73671	SH	OTHER	73671	0	0
KRAFT FOODS INC CLASS A COM	COMMON STOCK	50075N104	1348	40800	SH	OTHER	38000	0	2800
L-3 COMMUNICATIONS HLDGS INC C	COMMON STOCK	502424104	386	5433	SH	DEFINED	5433	0	0
L-3 COMMUNICATIONS HLDGS INC C	COMMON STOCK	502424104	452	6358	SH	OTHER	5898	0	460
LABONE INCORPORATED COM	COMMON STOCK	50540L105	1531	44400	SH	OTHER	44400	0	0
LAFARGE NORTH AMERICA INC COM	COMMON STOCK	505862102	2989	51135	SH	DEFINED	51135	0	0
LAFARGE NORTH AMERICA INC COM	COMMON STOCK	505862102	2252	38532	SH	OTHER	38511	0	21
LAUREATE EDUCATION INC COM	COMMON STOCK	518613104	46	1076	SH	DEFINED	1076	0	0
LAUREATE EDUCATION INC COM	COMMON STOCK	518613104	1660	38800	SH	OTHER	38800	0	0
LEGG MASON INC COM	COMMON STOCK	524901105	1528	19550	SH	OTHER	19550	0	0
LIFEPOINT HOSPITALS INC COM	COMMON STOCK	53219L109	5	105	SH	DEFINED	0	0	105
LIFEPOINT HOSPITALS INC COM	COMMON STOCK	53219L109	2231	50900	SH	OTHER	50900	0	0
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	269	4403	SH	DEFINED	4403	0	0
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	11	175	SH	OTHER	175	0	0
LOWES COS INC COM **	COMMON STOCK	548661107	18769	328755	SH	DEFINED	321368	0	7387
LOWES COS INC COM **	COMMON STOCK	548661107	3031	53094	SH	OTHER	53094	0	0
LUCENT TECHNOLOGIES INC COM	COMMON STOCK	549463107	13	4631	SH	DEFINED	4631	0	0
LUCENT TECHNOLOGIES INC COM	COMMON STOCK	549463107	42	15214	SH	OTHER	3876	338	11000
LYONDELL CHEMICAL CO. COM	COMMON STOCK	552078107	1	25	SH	DEFINED	0	0	25
LYONDELL CHEMICAL CO. COM	COMMON STOCK	552078107	262	9400	SH	OTHER	9400	0	0
MACROMEDIA INC COM	COMMON STOCK	556100105	1491	44500	SH	OTHER	44500	0	0
MAGUIRE PROPERTIES INC REIT	COMMON STOCK	559775101	1039	43500	SH	OTHER	43500	0	0
MANPOWER INC WISCONSIN COM	COMMON STOCK	56418H100	395	9070	SH	DEFINED	9070	0	0
MANPOWER INC WISCONSIN COM	COMMON STOCK	56418H100	595	13661	SH	OTHER	13661	0	0
MARATHON OIL CORP COM*	COMMON STOCK	565849106	1876	39976	SH	DEFINED	39976	0	0
MARSH & MCLENNAN COS INC COM*	COMMON STOCK	571748102	5353	175959	SH	DEFINED	175959	0	0
MARSH & MCLENNAN COS INC COM*	COMMON STOCK	571748102	7709	253405	SH	OTHER	253238	0	167
MARSHALL & ILSLEY CORP COM	COMMON STOCK	571834100	1774	42500	SH	DEFINED	42500	0	0
MASCO CORP COM *	COMMON STOCK	574599106	111	3200	SH	DEFINED	3200	0	0
MASCO CORP COM *	COMMON STOCK	574599106	1529	44112	SH	OTHER	44112	0	0
MATTEL INC COM	COMMON STOCK	577081102	2655	124363	SH	DEFINED	124369	0	-6
MATTEL INC COM	COMMON STOCK	577081102	4609	215892	SH	OTHER	215118	566	208
MBNA CORP COM*	COMMON STOCK	55262L100	520	21195	SH	DEFINED	21195	0	0

MBNA CORP COM*	COMMON STOCK	55262L100	746	30390	SH	OTHER	30390	0	0
MCCLATCHY CO CLASS A COM	COMMON STOCK	579489105	1624	21900	SH	OTHER	21900	0	0
MCDONALD'S CORP COM *	COMMON STOCK	580135101	313	10051	SH	DEFINED	10051	0	0
MCDONALD'S CORP COM *	COMMON STOCK	580135101	112	3600	SH	OTHER	3600	0	0
MCGRAW HILL COMPANIES INC. *	COMMON STOCK	580645109	170	1953	SH	DEFINED	1953	0	0
MCGRAW HILL COMPANIES INC. *	COMMON STOCK	580645109	390	4475	SH	OTHER	4475	0	0
MEDTRONIC INC COM**	COMMON STOCK	585055106	19297	378747	SH	DEFINED	369917	0	8830
MEDTRONIC INC COM**	COMMON STOCK	585055106	3843	75420	SH	OTHER	72420	0	3000
MELLON FINANCIAL CORP COM	COMMON STOCK	58551A108	642	22500	SH	OTHER	21000	0	1500
MEMC ELECTR MATLS INC COM	COMMON STOCK	552715104	1679	124800	SH	OTHER	124800	0	0
MENS WEARHOUSE INC COM	COMMON STOCK	587118100	2136	50600	SH	OTHER	50600	0	0
MERCK & CO INC COM *	COMMON STOCK	589331107	1471	45452	SH	DEFINED	45452	0	0
MERCK & CO INC COM *	COMMON STOCK	589331107	724	22374	SH	OTHER	20774	0	1600
MERRILL LYNCH & CO INC COM*	COMMON STOCK	590188108	123	2165	SH	DEFINED	2165	0	0
MERRILL LYNCH & CO INC COM*	COMMON STOCK	590188108	362	6400	SH	OTHER	6400	0	0
MGIC INVESTMENT CORP WISCONSIN	COMMON STOCK	552848103	2	37	SH	DEFINED	37	0	0
MGIC INVESTMENT CORP WISCONSIN	COMMON STOCK	552848103	382	6200	SH	OTHER	6200	0	0
MICROS SYS INC COM	COMMON STOCK	594901100	2107	57400	SH	OTHER	57400	0	0
MICROSOFT CORP WASHINGTON COM*	COMMON STOCK	594918104	20109	831995	SH	DEFINED	815547	0	16448
MICROSOFT CORP WASHINGTON COM*	COMMON STOCK	594918104	5047	208829	SH	OTHER	195327	2000	11502
MOLINA HEALTHCARE INC COM	COMMON STOCK	60855R100	1475	32000	SH	OTHER	32000	0	0
MORGAN STANLEY COM	COMMON STOCK	617446448	2988	52188	SH	DEFINED	52188	0	0
MORGAN STANLEY COM	COMMON STOCK	617446448	5631	98356	SH	OTHER	98331	0	25
MOTOROLA INC COM	COMMON STOCK	620076109	109	7250	SH	DEFINED	7250	0	0
MOTOROLA INC COM	COMMON STOCK	620076109	82	5500	SH	OTHER	2800	2700	0
NAUTILUS INC COM	COMMON STOCK	63910B102	2283	96100	SH	OTHER	96100	0	0
NEW PLAN EXCEL RLTY TR INC REI	COMMON STOCK	648053106	1388	55263	SH	DEFINED	55263	0	0
NEW PLAN EXCEL RLTY TR INC REI	COMMON STOCK	648053106	186	7395	SH	OTHER	7395	0	0
NEWELL RUBBERMAID INC COM*	COMMON STOCK	651229106	246	11230	SH	DEFINED	11230	0	0
NEWELL RUBBERMAID INC COM*	COMMON STOCK	651229106	169	7683	SH	OTHER	2955	4728	0
NICOR INC COM *	COMMON STOCK	654086107	2203	59402	SH	DEFINED	59402	0	0
NICOR INC COM *	COMMON STOCK	654086107	191	5150	SH	OTHER	5150	0	0
NISOURCE INC COM	COMMON STOCK	65473P105	5657	248223	SH	DEFINED	248223	0	0
NISOURCE INC COM	COMMON STOCK	65473P105	7776	341203	SH	OTHER	340830	0	373
NOBLE ENERGY INC COM	COMMON STOCK	655044105	1733	25472	SH	DEFINED	25472	0	0
NOBLE ENERGY INC COM	COMMON STOCK	655044105	2263	33266	SH	OTHER	33261	0	5
NORTH FORK BANCORPORATION INC	COMMON STOCK	659424105	3700	133370	SH	DEFINED	133370	0	0
NORTH FORK BANCORPORATION INC	COMMON STOCK	659424105	4898	176584	SH	OTHER	176265	0	319
NUCOR CORP COM*	COMMON STOCK	670346105	559	9711	SH	DEFINED	9711	0	0
NUCOR CORP COM*	COMMON STOCK	670346105	334	5800	SH	OTHER	5560	0	240
OCCIDENTAL PETROLEUM CORP COM	COMMON STOCK	674599105	1295	18200	SH	OTHER	18200	0	0
OHIO CASUALTY CORP COM	COMMON STOCK	677240103	1625	70700	SH	OTHER	70700	0	0
OLD DOMINION FGHT LINE INC COM	COMMON STOCK	679580100	1470	47200	SH	OTHER	47200	0	0
OMNICARE INC COM	COMMON STOCK	681904108	33	926	SH	DEFINED	926	0	0
OMNICARE INC COM	COMMON STOCK	681904108	1418	40000	SH	OTHER	40000	0	0
OMNICOM GROUP COM *	COMMON STOCK	681919106	332	3756	SH	DEFINED	2756	0	1000
OMNICOM GROUP COM *	COMMON STOCK	681919106	162	1830	SH	OTHER	1830	0	0
ORACLE CORPORATION*	COMMON STOCK	68389X105	221	17684	SH	DEFINED	17684	0	0
ORACLE CORPORATION*	COMMON STOCK	68389X105	72	5750	SH	OTHER	2250	0	3500
PACIFICARE HEALTH SYSTEMS INC	COMMON STOCK	695112102	226	3978	SH	DEFINED	3978	0	0
PACIFICARE HEALTH SYSTEMS INC	COMMON STOCK	695112102	26	450	SH	OTHER	450	0	0
PANERA BREAD CO CL A COM	COMMON STOCK	69840W108	1170	20700	SH	OTHER	20700	0	0
PAYCHEX INC COM**	COMMON STOCK	704326107	21484	654612	SH	DEFINED	642392	0	12220
PAYCHEX INC COM**	COMMON STOCK	704326107	2887	87954	SH	OTHER	87954	0	0
PEABODY ENERGY CORP COM	COMMON STOCK	704549104	1678	36200	SH	OTHER	36200	0	0
PENN VIRGINIA CORPORATION COM	COMMON STOCK	707882106	1395	30400	SH	OTHER	30400	0	0
PEPCO HOLDINGS INC COM	COMMON STOCK	713291102	1713	81611	SH	DEFINED	81611	0	0
PEPCO HOLDINGS INC COM	COMMON STOCK	713291102	2328	110914	SH	OTHER	110879	0	35
PEPSICO INC COM**	COMMON STOCK	713448108	23940	451437	SH	DEFINED	442688	0	8749
PEPSICO INC COM**	COMMON STOCK	713448108	7344	138484	SH	OTHER	122400	7740	8344
PERKINELMER INC COM	COMMON STOCK	714046109	1209	58600	SH	OTHER	58600	0	0
PETSMART INC COM*	COMMON STOCK	716768106	35	1210	SH	DEFINED	1210	0	0
PETSMART INC COM*	COMMON STOCK	716768106	763	26550	SH	OTHER	26200	0	350
PF CHANG'S CHINA BISTRO INC CO	COMMON STOCK	69333Y108	1650	27600	SH	OTHER	27600	0	0
PFIZER INC COM**	COMMON STOCK	717081103	28302	1077336	SH	DEFINED	1064257	0	13079
PFIZER INC COM**	COMMON STOCK	717081103	16925	644273	SH	OTHER	616654	18652	8967
PHARMACEUTICAL HOLDRS TR*	COMMON STOCK	71712A206	4029	56000	SH	DEFINED	55800	0	200
PHARMACEUTICAL HOLDRS TR*	COMMON STOCK	71712A206	252	3500	SH	OTHER	3500	0	0
PIONEER DRILLING CO COM	COMMON STOCK	723655106	702	51000	SH	DEFINED	51000	0	0
PIONEER DRILLING CO COM	COMMON STOCK	723655106	1460	106000	SH	OTHER	106000	0	0
PITNEY BOWES INC COM *	COMMON STOCK	724479100	1366	30273	SH	DEFINED	30273	0	0
PITNEY BOWES INC COM *	COMMON STOCK	724479100	325	7200	SH	OTHER	7200	0	0
PNC FINANCIAL SERVICES GROUP C	COMMON STOCK	693475105	26	504	SH	DEFINED	504	0	0
PNC FINANCIAL SERVICES GROUP C	COMMON STOCK	693475105	402	7800	SH	OTHER	7800	0	0
POLO RALPH LAUREN CORP CLASS A	COMMON STOCK	731572103	1509	38900	SH	OTHER	38900	0	0
POLYCOM INC COM*	COMMON STOCK	73172K104	2057	121385	SH	DEFINED	121385	0	0
POLYCOM INC COM*	COMMON STOCK	73172K104	473	27891	SH	OTHER	27891	0	0
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	1535	21457	SH	DEFINED	21457	0	0
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	12	168	SH	OTHER	168	0	0
PPL CORPORATION COM*	COMMON STOCK	69351T106	558	10329	SH	DEFINED	9829	0	500
PPL CORPORATION COM*	COMMON STOCK	69351T106	38	705	SH	OTHER	705	0	0
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	5419	102245	SH	DEFINED	101895	0	350
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	3173	59876	SH	OTHER	56876	0	3000
PROSPERITY BANCSHARES INC COM	COMMON STOCK	743606105	3165	119490	SH	OTHER	119490	0	0
PROTECTIVE LIFE CORP**	COMMON STOCK	743674103	16330	415521	SH	DEFINED	406606	0	8915

PROTECTIVE LIFE CORP**	COMMON STOCK	743674103	2168	55162	SH	OTHER	55162	0	0
PUBLIC SERVICE ENTERPRISE GROU	COMMON STOCK	744573106	60	1100	SH	DEFINED	1100	0	0
PUBLIC SERVICE ENTERPRISE GROU	COMMON STOCK	744573106	147	2700	SH	OTHER	2700	0	0
QUALCOMM INC COM**	COMMON STOCK	747525103	15469	422314	SH	DEFINED	412703	0	9611
QUALCOMM INC COM**	COMMON STOCK	747525103	3548	96849	SH	OTHER	96849	0	0
QUESTAR CORP COM*	COMMON STOCK	748356102	1712	28900	SH	DEFINED	28900	0	0
QUICKSILVER RESOURCES INC COM	COMMON STOCK	74837R104	227	4650	SH	DEFINED	4650	0	0
QUICKSILVER RESOURCES INC COM	COMMON STOCK	74837R104	1749	35900	SH	OTHER	35900	0	0
QUIKSILVER INC COM	COMMON STOCK	74838C106	1367	47100	SH	OTHER	47100	0	0
QWEST COMMUNICATIONS INTERNATI	COMMON STOCK	749121109	19	5001	SH	DEFINED	5001	0	0
QWEST COMMUNICATIONS INTERNATI	COMMON STOCK	749121109	36	9621	SH	OTHER	9356	265	0
RADIOSHACK CORP COM	COMMON STOCK	750438103	4226	172476	SH	DEFINED	172476	0	0
RADIOSHACK CORP COM	COMMON STOCK	750438103	5412	220904	SH	OTHER	220515	0	389
RAILAMERICA INC COM	COMMON STOCK	750753105	1223	98000	SH	OTHER	98000	0	0
RARE HOSPITALITY INTL INC COM	COMMON STOCK	753820109	1541	49900	SH	OTHER	49900	0	0
RAYTHEON CO NEW COM*	COMMON STOCK	755111507	1988	51365	SH	DEFINED	51365	0	0
RAYTHEON CO NEW COM*	COMMON STOCK	755111507	751	19415	SH	OTHER	19415	0	0
REEBOK INTERNATIONAL LIMITED C	COMMON STOCK	758110100	4516	101945	SH	DEFINED	101945	0	0
REEBOK INTERNATIONAL LIMITED C	COMMON STOCK	758110100	6717	151627	SH	OTHER	151385	0	242
ROPER INDS INC COM	COMMON STOCK	776696106	1703	26000	SH	OTHER	26000	0	0
ROSS STORES INC COM	COMMON STOCK	778296103	991	34000	SH	OTHER	26000	6000	2000
S & P 500 DEPOSITARY RECEIPT S	COMMON STOCK	78462F103	398	3378	SH	DEFINED	3378	0	0
SAFENET INC COM	COMMON STOCK	78645R107	750	25600	SH	OTHER	25600	0	0
SARA LEE CORP COM *	COMMON STOCK	803111103	2553	115225	SH	DEFINED	115125	0	100
SARA LEE CORP COM *	COMMON STOCK	803111103	3778	170466	SH	OTHER	170127	0	339
SBC COMMUNICATIONS INC COM *	COMMON STOCK	78387G103	9079	383235	SH	DEFINED	376949	0	6286
SBC COMMUNICATIONS INC COM *	COMMON STOCK	78387G103	8457	356991	SH	OTHER	347343	676	8972
SCHEIN HENRY INC COM**	COMMON STOCK	806407102	3094	86336	SH	DEFINED	78336	0	8000
SCHEIN HENRY INC COM**	COMMON STOCK	806407102	802	22390	SH	OTHER	22390	0	0
SCHERING-PLOUGH CORP COM	COMMON STOCK	806605101	131	7218	SH	DEFINED	7218	0	0
SCHERING-PLOUGH CORP COM	COMMON STOCK	806605101	1927	106190	SH	OTHER	98600	0	7590
SCHLUMBERGER LIMITED COM *	COMMON STOCK	806857108	591	8386	SH	DEFINED	7986	0	400
SCHLUMBERGER LIMITED COM *	COMMON STOCK	806857108	1578	22385	SH	OTHER	20185	0	2200
SCHWAB CHARLES CORP NEW COM*	COMMON STOCK	808513105	925	88054	SH	DEFINED	88054	0	0
SCHWAB CHARLES CORP NEW COM*	COMMON STOCK	808513105	128	12195	SH	OTHER	9645	0	2550
SCIENTIFIC GAMES CORP CL A COM	COMMON STOCK	80874P109	1300	56900	SH	OTHER	56900	0	0
SERVICEMASTER COMPANY COM	COMMON STOCK	81760N109	249	18460	SH	DEFINED	18460	0	0
SERVICEMASTER COMPANY COM	COMMON STOCK	81760N109	10	757	SH	OTHER	757	0	0
SIEBEL SYSTEMS INC COM*	COMMON STOCK	826170102	215	23500	SH	OTHER	23500	0	0
SILICON VALLEY BANCSHARES COM	COMMON STOCK	827064106	1423	32300	SH	OTHER	32300	0	0
SLM CORP COM	COMMON STOCK	78442P106	40	806	SH	DEFINED	806	0	0
SLM CORP COM	COMMON STOCK	78442P106	902	18100	SH	OTHER	18100	0	0
SOUTH FINL GROUP INC COM	COMMON STOCK	837841105	724	23700	SH	OTHER	23700	0	0
SOUTHERN CO COM	COMMON STOCK	842587107	177	5567	SH	DEFINED	5567	0	0
SOUTHERN CO COM	COMMON STOCK	842587107	478	15010	SH	OTHER	15010	0	0
SOUTHWEST AIRLINES CO COM**	COMMON STOCK	844741108	21012	1475561	SH	DEFINED	1441387	0	34174
SOUTHWEST AIRLINES CO COM**	COMMON STOCK	844741108	2828	198601	SH	OTHER	196101	0	2500
SOUTHWESTERN ENERGY CO COM	COMMON STOCK	845467109	99	1738	SH	DEFINED	1738	0	0
SOUTHWESTERN ENERGY CO COM	COMMON STOCK	845467109	1544	27200	SH	OTHER	27200	0	0
SRA INTERNATIONAL INC - CL A C	COMMON STOCK	78464R105	1655	27475	SH	OTHER	27475	0	0
ST MARY LAND & EXPLORATION CO	COMMON STOCK	792228108	1872	37400	SH	OTHER	37300	0	100
STANDARD PACIFIC CORP COM	COMMON STOCK	85375C101	1473	20400	SH	OTHER	20400	0	0
STANLEY WORKS COM	COMMON STOCK	854616109	1139	25156	SH	OTHER	21100	4056	0
STEEL DYNAMICS INC COM	COMMON STOCK	858119100	1547	44900	SH	OTHER	44900	0	0
STEELCASE INCORPORATED CL A	COMMON STOCK	858155203	1544	111900	SH	OTHER	111900	0	0
STREETTRACKS WILSHIRE REIT IND	COMMON STOCK	86330E604	1901	10986	SH	DEFINED	10986	0	0
STREETTRACKS WILSHIRE REIT IND	COMMON STOCK	86330E604	132	765	SH	OTHER	765	0	0
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	21	5219	SH	DEFINED	5219	0	0
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	39	9710	SH	OTHER	9710	0	0
SUNOCO INC COM	COMMON STOCK	86764P109	330	3183	SH	DEFINED	3183	0	0
SUNTRUST BANKS INC COM	COMMON STOCK	867914103	314	4362	SH	DEFINED	4362	0	0
SUNTRUST BANKS INC COM	COMMON STOCK	867914103	7	100	SH	OTHER	100	0	0
SYMANTEC CORP COM*	COMMON STOCK	871503108	371	17392	SH	DEFINED	17392	0	0
SYMANTEC CORP COM*	COMMON STOCK	871503108	205	9590	SH	OTHER	9590	0	0
SYMMETRY MEDICAL INC COM	COMMON STOCK	871546206	1442	75800	SH	OTHER	75800	0	0
SYSCO CORP COM *	COMMON STOCK	871829107	2383	66554	SH	DEFINED	66554	0	0
SYSCO CORP COM *	COMMON STOCK	871829107	682	19053	SH	OTHER	19053	0	0
TARGET CORP COM *	COMMON STOCK	87612E106	504	10076	SH	DEFINED	10076	0	0
TARGET CORP COM *	COMMON STOCK	87612E106	202	4047	SH	OTHER	4047	0	0
TBC CORPORATION COM	COMMON STOCK	872183108	1599	57400	SH	OTHER	57400	0	0
TCF FINANCIAL CORP COM*	COMMON STOCK	872275102	1054	38828	SH	DEFINED	38828	0	0
TCF FINANCIAL CORP COM*	COMMON STOCK	872275102	55	2026	SH	OTHER	2026	0	0
TEMPLE-INLAND INC COM	COMMON STOCK	879868107	5600	77190	SH	DEFINED	77190	0	0
TEMPLE-INLAND INC COM	COMMON STOCK	879868107	78	1080	SH	OTHER	0	1080	0
TETRA TECHNOLOGIES INC DEL COM	COMMON STOCK	88162F105	1529	53750	SH	OTHER	53750	0	0
TEXAS CAPITAL BANCSHARES INC C	COMMON STOCK	88224Q107	452	21500	SH	OTHER	21500	0	0
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	447	17519	SH	DEFINED	17019	0	500
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	1732	67946	SH	OTHER	67146	0	800
TEXTRON INC COM *	COMMON STOCK	883203101	537	7200	SH	DEFINED	7200	0	0
TEXTRON INC COM *	COMMON STOCK	883203101	209	2800	SH	OTHER	400	2400	0
THE SPORTS AUTH INC	COMMON STOCK	84917U109	1625	59100	SH	OTHER	59100	0	0
THOMAS & BETTS CORP COM	COMMON STOCK	884315102	1644	50900	SH	OTHER	50900	0	0
THORNBURG MORTGAGE INC REIT CO	COMMON STOCK	885218107	2096	74750	SH	DEFINED	74750	0	0
THORNBURG MORTGAGE INC REIT CO	COMMON STOCK	885218107	504	17960	SH	OTHER	17960	0	0
TIME WARNER INC COM**	COMMON STOCK	887317105	47300	2695185	SH	DEFINED	2667975	0	27210

TIME WARNER INC COM**	COMMON STOCK	887317105	2857	162805	SH	OTHER	153205	9600	0
TIMKEN CO COM	COMMON STOCK	887389104	1550	56700	SH	OTHER	56700	0	0
TRIAD HOSPITALS INC COM	COMMON STOCK	89579K109	40	805	SH	DEFINED	700	0	105
TRIAD HOSPITALS INC COM	COMMON STOCK	89579K109	1970	39325	SH	OTHER	37000	0	2325
TRIMBLE NAV LTD COM	COMMON STOCK	896239100	1589	47000	SH	OTHER	47000	0	0
TXU CORP COM	COMMON STOCK	873168108	322	4041	SH	DEFINED	4041	0	0
TXU CORP COM	COMMON STOCK	873168108	161	2028	SH	OTHER	2028	0	0
TYCO INTL LTD NEW COM	COMMON STOCK	902124106	181	5364	SH	DEFINED	5364	0	0
TYCO INTL LTD NEW COM	COMMON STOCK	902124106	130	3838	SH	OTHER	1308	0	2530
ULTRA PETROLEUM CORP	COMMON STOCK	903914109	427	8400	SH	DEFINED	8400	0	0
ULTRA PETROLEUM CORP	COMMON STOCK	903914109	76	1490	SH	OTHER	1490	0	0
UNION PACIFIC CORP COM*	COMMON STOCK	907818108	15	212	SH	DEFINED	212	0	0
UNION PACIFIC CORP COM*	COMMON STOCK	907818108	220	3150	SH	OTHER	3150	0	0
UNITED DOMINION REALTY TR REIT	COMMON STOCK	910197102	28	1319	SH	DEFINED	1319	0	0
UNITED DOMINION REALTY TR REIT	COMMON STOCK	910197102	276	13245	SH	OTHER	13245	0	0
UNITED NATURAL FOODS INC	COMMON STOCK	911163103	1154	40300	SH	OTHER	40300	0	0
UNITED PARCEL SERVICE CLASS B*	COMMON STOCK	911312106	47	651	SH	DEFINED	651	0	0
UNITED PARCEL SERVICE CLASS B*	COMMON STOCK	911312106	199	2735	SH	OTHER	2735	0	0
UNITED SURGICAL PARTNERS INTL	COMMON STOCK	913016309	13	275	SH	DEFINED	275	0	0
UNITED SURGICAL PARTNERS INTL	COMMON STOCK	913016309	1775	38775	SH	OTHER	38775	0	0
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	749	7371	SH	DEFINED	7321	0	50
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	745	7324	SH	OTHER	6300	1024	0
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	1282	13442	SH	DEFINED	13442	0	0
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	1602	16795	SH	OTHER	16795	0	0
UNIVERSAL HEALTH SERVICES INC	COMMON STOCK	913903100	4372	83429	SH	DEFINED	83429	0	0
UNIVERSAL HEALTH SERVICES INC	COMMON STOCK	913903100	6143	117237	SH	OTHER	117130	0	107
UNIVERSAL TECHNICAL INST INC	COMMON STOCK	913915104	1446	39300	SH	OTHER	39300	0	0
URSTADT BIDDLE PPTYS CL A REIT	COMMON STOCK	917286205	869	57000	SH	OTHER	57000	0	0
US BANCORP DEL NEW COM**	COMMON STOCK	902973304	18429	639439	SH	DEFINED	631299	0	8140
US BANCORP DEL NEW COM**	COMMON STOCK	902973304	1904	66070	SH	OTHER	66070	0	0
USF CORP COM *	COMMON STOCK	91729Q101	1485	30781	SH	DEFINED	30781	0	0
USF CORP COM *	COMMON STOCK	91729Q101	1889	39142	SH	OTHER	39071	0	71
UST INC COM	COMMON STOCK	902911106	52	1000	SH	DEFINED	0	0	1000
UST INC COM	COMMON STOCK	902911106	1153	22300	SH	OTHER	22300	0	0
V F CORP COM	COMMON STOCK	918204108	1848	31247	SH	DEFINED	31247	0	0
V F CORP COM	COMMON STOCK	918204108	2344	39629	SH	OTHER	39564	0	65
VALERO ENERGY CORP NEW COM*	COMMON STOCK	91913Y100	545	7440	SH	DEFINED	7440	0	0
VALERO ENERGY CORP NEW COM*	COMMON STOCK	91913Y100	150	2043	SH	OTHER	2043	0	0
VARIAN INC COM	COMMON STOCK	922206107	2004	52900	SH	OTHER	52900	0	0
VENTAS INC REIT	COMMON STOCK	92276F100	1739	69656	SH	DEFINED	69656	0	0
VENTAS INC REIT	COMMON STOCK	92276F100	4463	178800	SH	OTHER	178735	0	65
VERITAS SOFTWARE CORP COM**	COMMON STOCK	923436109	14496	624306	SH	DEFINED	613526	0	10780
VERITAS SOFTWARE CORP COM**	COMMON STOCK	923436109	2441	105108	SH	OTHER	104653	0	455
VERIZON COMMUNICATIONS COM*	COMMON STOCK	92343V104	7811	220023	SH	DEFINED	219103	0	920
VERIZON COMMUNICATIONS COM*	COMMON STOCK	92343V104	11022	310484	SH	OTHER	306918	539	3027
VIACOM INC CLASS B COM	COMMON STOCK	925524308	372	10671	SH	DEFINED	10371	0	300
VIACOM INC CLASS B COM	COMMON STOCK	925524308	204	5857	SH	OTHER	5857	0	0
WAL MART STORES INC COM**	COMMON STOCK	931142103	22809	455169	SH	DEFINED	451061	0	4108
WAL MART STORES INC COM**	COMMON STOCK	931142103	2853	56930	SH	OTHER	53825	0	3105
WALGREEN CO COM*	COMMON STOCK	931422109	471	10593	SH	DEFINED	10593	0	0
WALGREEN CO COM*	COMMON STOCK	931422109	769	17320	SH	OTHER	13320	0	4000
WALTER INDS INC COM	COMMON STOCK	93317Q105	1910	44900	SH	OTHER	44900	0	0
WASHINGTON FEDERAL INC COM	COMMON STOCK	938824109	4361	186726	SH	DEFINED	186726	0	0
WASHINGTON FEDERAL INC COM	COMMON STOCK	938824109	5650	241912	SH	OTHER	241859	0	53
WASHINGTON MUTUAL INC COM*	COMMON STOCK	939322103	1307	33097	SH	DEFINED	33097	0	0
WASHINGTON MUTUAL INC COM*	COMMON STOCK	939322103	1138	28814	SH	OTHER	24614	4100	100
WASTE SERVICES INC COM	COMMON STOCK	941075103	35	10000	SH	DEFINED	10000	0	0
WAUSAU-MOSINEE PAPER CORP COM	COMMON STOCK	943315101	342	24193	SH	DEFINED	24193	0	0
WEINGARTEN REALTY INVESTORS RE	COMMON STOCK	948741103	176	5107	SH	DEFINED	5107	0	0
WEINGARTEN REALTY INVESTORS RE	COMMON STOCK	948741103	57	1642	SH	OTHER	1642	0	0
WELLPOINT INC COM	COMMON STOCK	94973V107	67	538	SH	DEFINED	538	0	0
WELLPOINT INC COM	COMMON STOCK	94973V107	1454	11600	SH	OTHER	11600	0	0
WELLS FARGO & CO NEW COM**	COMMON STOCK	949746101	25775	431014	SH	DEFINED	424945	0	6069
WELLS FARGO & CO NEW COM**	COMMON STOCK	949746101	4193	70125	SH	OTHER	65275	4850	0
WENDY'S INTERNATIONAL INC COM	COMMON STOCK	950590109	808	20700	SH	OTHER	20700	0	0
WEST MARINE INC COM	COMMON STOCK	954235107	1029	48400	SH	OTHER	48400	0	0
WEST PHARMACEUTICAL SERVICES I	COMMON STOCK	955306105	1585	66300	SH	OTHER	66300	0	0
WILLIAMS COS COM	COMMON STOCK	969457100	1166	62000	SH	OTHER	62000	0	0
WRIGLEY WM JR CO COM	COMMON STOCK	982526105	39	600	SH	DEFINED	600	0	0
WRIGLEY WM JR CO COM	COMMON STOCK	982526105	289	4400	SH	OTHER	1400	0	3000
WYETH COM *	COMMON STOCK	983024100	19508	462492	SH	DEFINED	455538	0	6954
WYETH COM *	COMMON STOCK	983024100	9245	219171	SH	OTHER	212549	4800	1822
XTO ENERGY INC COM	COMMON STOCK	98385X106	210	6385	SH	DEFINED	6385	0	0
XTO ENERGY INC COM	COMMON STOCK	98385X106	937	28532	SH	OTHER	26666	0	1866
YUM! BRANDS INC COM	COMMON STOCK	988498101	124	2402	SH	DEFINED	2402	0	0
YUM! BRANDS INC COM	COMMON STOCK	988498101	116	2240	SH	OTHER	1520	720	0
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	277	3562	SH	DEFINED	3392	0	170
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	225	2894	SH	OTHER	2894	0	0
ZIONS BANCORPORATION COM	COMMON STOCK	989701107	2087	30241	SH	DEFINED	30241	0	0
ZIONS BANCORPORATION COM	COMMON STOCK	989701107	2877	41682	SH	OTHER	41608	0	74
3M CO COM**	COMMON STOCK	88579Y101	24587	286929	SH	DEFINED	281825	0	5104
3M CO COM**	COMMON STOCK	88579Y101	6345	74050	SH	OTHER	58948	9800	5302
IMPERIAL SUGAR CO NEW WTS	8 COMMON STOCK	453096117	53	33287	SH	DEFINED	33159	0	128
IMPERIAL SUGAR CO NEW WTS	8 COMMON STOCK	453096117	4	2400	SH	OTHER	2400	0	0
ACE LTD	COMMON STOCK	G0070K103	1592	38585	SH	OTHER	0	0	38585

AGRIUM INC	COMMON STOCK	008916108	575	31521	SH	DEFINED	31521	0	0
AGRIUM INC	COMMON STOCK	008916108	1117	61202	SH	OTHER	61202	0	0
AMDOCS LIMITED	COMMON STOCK	G02602103	2088	73534	SH	OTHER	0	0	73534
AMERICA MOVIL ADR SERIES L	COMMON STOCK	02364W105	23	444	SH	DEFINED	444	0	0
AMERICA MOVIL ADR SERIES L	COMMON STOCK	02364W105	2468	47833	SH	OTHER	20905	0	26928
ASSURED GUARANTY LTD	COMMON STOCK	G0585R106	1442	80335	SH	DEFINED	80335	0	0
ASSURED GUARANTY LTD	COMMON STOCK	G0585R106	2063	114956	SH	OTHER	114756	0	200
BP PLC SPONSORED ADR**	COMMON STOCK	055622104	30460	488135	SH	DEFINED	476835	0	11300
BP PLC SPONSORED ADR**	COMMON STOCK	055622104	12133	194441	SH	OTHER	160389	8365	25687
CANADIAN NATIONAL RAILWAY CO C	COMMON STOCK	136375102	1281	20233	SH	DEFINED	20233	0	0
CANADIAN NATIONAL RAILWAY CO C	COMMON STOCK	136375102	1766	27896	SH	OTHER	27896	0	0
CANADIAN NATURAL RESOURCES LTD	COMMON STOCK	136385101	460	8102	SH	DEFINED	8102	0	0
CANADIAN NATURAL RESOURCES LTD	COMMON STOCK	136385101	1217	21426	SH	OTHER	21426	0	0
CHECK POINT SOFTWARE TECHNOLOG	COMMON STOCK	M22465104	16872	776090	SH	DEFINED	774765	0	1325
CHECK POINT SOFTWARE TECHNOLOG	COMMON STOCK	M22465104	1989	91483	SH	OTHER	83883	7600	0
DSG INTERNATIONAL LIMITED ORD	COMMON STOCK	G28471103	70	16000	SH	DEFINED	16000	0	0
EMPRESA BRASILEIRA DE AERON AD	COMMON STOCK	29081M102	9222	294633	SH	DEFINED	294153	0	480
EMPRESA BRASILEIRA DE AERON AD	COMMON STOCK	29081M102	2745	87686	SH	OTHER	44156	0	43530
ENCANA CORP	COMMON STOCK	292505104	592	8400	SH	OTHER	8400	0	0
FAIRMONT HOTELS RESORTS INC	COMMON STOCK	305204109	1919	57900	SH	OTHER	57900	0	0
FLEXTRONICS INTERNATIONAL LTD*	COMMON STOCK	Y2573F102	14455	1200590	SH	DEFINED	1198489	0	2101
FLEXTRONICS INTERNATIONAL LTD*	COMMON STOCK	Y2573F102	1847	153422	SH	OTHER	151822	0	1600
HSBC HOLDINGS PLC SPONSORED AD	COMMON STOCK	404280406	275	3463	SH	DEFINED	3463	0	0
HSBC HOLDINGS PLC SPONSORED AD	COMMON STOCK	404280406	71	900	SH	OTHER	900	0	0
ICICI BANK LTD -SPON ADR	COMMON STOCK	45104G104	247	11900	SH	OTHER	0	0	11900
IMAX CORPORATION	COMMON STOCK	45245E109	723	78300	SH	OTHER	78300	0	0
IMPERIAL TOBACCO GROUP PLC ADR	COMMON STOCK	453142101	1026	19300	SH	OTHER	19300	0	0
MANULIFE FINANCIAL CORP COM	COMMON STOCK	56501R106	224	4680	SH	DEFINED	4680	0	0
NABORS INDUSTRIES LTD NEW**	COMMON STOCK	G6359F103	25050	423566	SH	DEFINED	416614	0	6952
NABORS INDUSTRIES LTD NEW**	COMMON STOCK	G6359F103	3958	66922	SH	OTHER	66397	0	525
NETEASE.COM INC-ADR	COMMON STOCK	64110W102	698	14480	SH	OTHER	0	0	14480
NOKIA CORP SPONSORED ADR*	COMMON STOCK	654902204	7346	476088	SH	DEFINED	474088	0	2000
NOKIA CORP SPONSORED ADR*	COMMON STOCK	654902204	8108	525480	SH	OTHER	521371	0	4109
PETROLEO BRASILEIRO SA PETRO A	COMMON STOCK	71654V408	331	7500	SH	DEFINED	7500	0	0
PETROLEO BRASILEIRO SA PETRO A	COMMON STOCK	71654V408	3626	82080	SH	OTHER	45970	0	36110
PXRE GROUP LTD	COMMON STOCK	G73018106	1580	61600	SH	OTHER	61600	0	0
RENAISSANCE RE HOLDINGS LTD CO	COMMON STOCK	G7496G103	1358	29077	SH	DEFINED	29077	0	0
RENAISSANCE RE HOLDINGS LTD CO	COMMON STOCK	G7496G103	1738	37217	SH	OTHER	37149	0	68
ROYAL DUTCH PETROLEUM CO NY SH	COMMON STOCK	780257804	281	4687	SH	DEFINED	4687	0	0
ROYAL DUTCH PETROLEUM CO NY SH	COMMON STOCK	780257804	993	16532	SH	OTHER	13032	0	3500
SAPPI LTD ADR	COMMON STOCK	803069202	4910	399153	SH	DEFINED	399153	0	0
SAPPI LTD ADR	COMMON STOCK	803069202	6275	510137	SH	OTHER	509224	0	913
SCOTTISH POWER PLC SPON ADR	COMMON STOCK	81013T705	1023	32792	SH	DEFINED	32792	0	0
SCOTTISH POWER PLC SPON ADR	COMMON STOCK	81013T705	1169	37453	SH	OTHER	37339	0	114
SHANDA INTERACTIVE ENT SPON AD	COMMON STOCK	81941Q203	980	32361	SH	OTHER	0	0	32361
TAIWAN SEMICONDUCTOR MFG CO AD	COMMON STOCK	874039100	177	20888	SH	DEFINED	20250	0	638
TAIWAN SEMICONDUCTOR MFG CO AD	COMMON STOCK	874039100	20	2310	SH	OTHER	0	565	1745
TALISMAN ENERGY INC COM	COMMON STOCK	87425E103	476	13950	SH	OTHER	13950	0	0
TEVA PHARMACEUTICAL INDS LTD A	COMMON STOCK	881624209	6	200	SH	DEFINED	200	0	0
TEVA PHARMACEUTICAL INDS LTD A	COMMON STOCK	881624209	1070	34521	SH	OTHER	33106	0	1415
TRANSOCEAN INC *	COMMON STOCK	G90078109	1889	36711	SH	DEFINED	36634	0	77
TRANSOCEAN INC *	COMMON STOCK	G90078109	189	3670	SH	OTHER	3670	0	0
VODAFONE GROUP PLC-SPONSORED A	COMMON STOCK	92857W100	33397	1257424	SH	DEFINED	1242011	0	15413
VODAFONE GROUP PLC-SPONSORED A	COMMON STOCK	92857W100	6980	262794	SH	OTHER	201298	0	61496
WILLIS GROUP HOLDINGS LTD COM	COMMON STOCK	G96655108	1956	53060	SH	OTHER	0	0	53060
XL CAPITAL LTD CLASS A	COMMON STOCK	G98255105	2600	35925	SH	DEFINED	35925	0	0
XL CAPITAL LTD CLASS A	COMMON STOCK	G98255105	4094	56575	SH	OTHER	56505	0	70
ALLTEL CORPORATION CONV PFD-UT	PREFERRED STOCK	020039822	406	8043	SH	DEFINED	N.A.	N.A.	N.A.
ALLTEL CORPORATION CONV PFD-UT	PREFERRED STOCK	020039822	160	3173	SH	OTHER	N.A.	N.A.	N.A.
BAXTER INTL 7.0% 2/16/06 CONV	PREFERRED STOCK	071813406	329	6116	SH	DEFINED	N.A.	N.A.	N.A.
BAXTER INTL 7.0% 2/16/06 CONV	PREFERRED STOCK	071813406	46	852	SH	OTHER	N.A.	N.A.	N.A.
SEQUA CORP \$5.00 SERIES CONV P	PREFERRED STOCK	817320302	373	4057	SH	DEFINED	N.A.	N.A.	N.A.
EQUITY INCOME FD UNIT 1ST EXCH	OTHER	294700703	37	459	SH	DEFINED	N.A.	N.A.	N.A.
EQUITY INCOME FD UNIT 1ST EXCH	OTHER	294700703	407	5100	SH	OTHER	N.A.	N.A.	N.A.
MORGAN STANLEY INDIA INVESTMEN	OTHER	61745C105	537	18500	SH	DEFINED	N.A.	N.A.	N.A.
PACHOLDER HIGH YIELD FUND	OTHER	693742108	157	17767	SH	DEFINED	N.A.	N.A.	N.A.
MUNI HOLDINGS INSURED FUND INC	OTHER	625930102	136	10000	SH	DEFINED	N.A.	N.A.	N.A.
MUNIYIELD INSURED FUND	OTHER	62630E107	80	5644	SH	DEFINED	N.A.	N.A.	N.A.
MUNIYIELD INSURED FUND	OTHER	62630E107	74	5216	SH	OTHER	N.A.	N.A.	N.A.
MUNIYIELD QUALITY FUND INC	OTHER	626302103	143	10054	SH	OTHER	N.A.	N.A.	N.A.
NUVEEN INSD MUN OPPORTUNITY FD	OTHER	670984103	153	10400	SH	DEFINED	N.A.	N.A.	N.A.
NUVEEN INSD MUN OPPORTUNITY FD	OTHER	670984103	110	7500	SH	OTHER	N.A.	N.A.	N.A.
NUVEEN INSD QUALITY MUNICIPAL	OTHER	67062N103	126	8515	SH	DEFINED	N.A.	N.A.	N.A.
NUVEEN INSD QUALITY MUNICIPAL	OTHER	67062N103	44	3000	SH	OTHER	N.A.	N.A.	N.A.
NUVEEN MUNICIPAL VALUE FUND	OTHER	670928100	191	20786	SH	DEFINED	N.A.	N.A.	N.A.
NUVEEN MUNICIPAL VALUE FUND	OTHER	670928100	193	21000	SH	OTHER	N.A.	N.A.	N.A.
CROSS TIMBERS ROYALTY TRUST	OTHER	22757R109	245	6270	SH	DEFINED	6270	0	0
CROSS TIMBERS ROYALTY TRUST	OTHER	22757R109	154	3935	SH	OTHER	3935	0	0
ENBRIDGE ENERGY PARTNERS L P	OTHER	29250R106	453	9100	SH	DEFINED	9100	0	0
ENTERPRISE PRODUCTS PARTNERS L	OTHER	293792107	95	3687	SH	DEFINED	3687	0	0
ENTERPRISE PRODUCTS PARTNERS L	OTHER	293792107	124	4820	SH	OTHER	0	0	4820
K-SEA TRANSPORTATION PARTNER,	OTHER	48268Y101	413	12000	SH	DEFINED	12000	0	0
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	2106	46810	SH	DEFINED	46810	0	0
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	648	14407	SH	OTHER	12907	0	1500
KINDER MORGAN MANAGEMENT LLC	OTHER	49455U100	210	5164	SH	DEFINED	5164	0	0

PLAINS ALL AMERICAN PIPELINE L OTHER	726503105	349	9000 SH	DEFINED	9000	0	0
SABINE ROYALTY TRUST UNITS BEN OTHER	785688102	359	9720 SH	DEFINED	9720	0	0
SABINE ROYALTY TRUST UNITS BEN OTHER	785688102	203	5500 SH	OTHER	5500	0	0
SAN JUAN BASIN RTY TR UNIT BEN OTHER	798241105	531	14740 SH	DEFINED	14740	0	0
SAN JUAN BASIN RTY TR UNIT BEN OTHER	798241105	143	3970 SH	OTHER	3970	0	0
SUBURBAN PROPANE PARTNERS L P OTHER	864482104	261	7585 SH	DEFINED	7585	0	0
TEPPCO PARTNERS L P UNIT LTD P OTHER	872384102	225	5350 SH	DEFINED	5350	0	0
TEPPCO PARTNERS L P UNIT LTD P OTHER	872384102	46	1100 SH	OTHER	200	0	900
VALERO L P COM	91913W104	555	9213 SH	DEFINED	9213	0	0
VALERO L P COM	91913W104	69	1148 SH	OTHER	48	0	1100

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