

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR/A

Initial quarterly Form 13F holdings report filed by institutional managers [amend]

Filing Date: **2013-01-11** | Period of Report: **2012-12-31**
SEC Accession No. [0000948905-13-000002](#)

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FILER

STIFEL NICOLAUS & CO INC \MO

CIK:[948905](#) | IRS No.: **430538770** | State of Incorp.:**MO** | Fiscal Year End: **1231**
Type: **13F-HR/A** | Act: **34** | File No.: **028-06972** | Film No.: **13524544**

Mailing Address
*501 N BROADWAY
ST LOUIS MO 63102*

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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: December 31, 2012

Check here if Amendment [X]; Amendment Number:
This Amendment (Check only one.): [X] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Stifel, Nicolaus & Company, Incorporated
Address: One Financial Plaza, 501 N. Broadway
St. Louis, MO 63102

13F File Number: 028-06972

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: James Zemlyak
Title: Chief Financial Officer
Phone: (314) 342-2000

Signature, Place, and Date of Signing:

/s/ James Zemlyak St. Louis, MO January 11, 2013

Report Type (Check only one.):

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 1271
Form 13F Information Table Value Total: \$4,352,733 (thousands)

List of Other Included Managers:

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

NONE

<TABLE>

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	VOTING AUTHORITY		
									SOLE	SHARED	NONE
ABB LIMITED	Com	000375204	865	41613	SH		SOLE		8152	0	33461
ADT CORP	Com	00101J106	1044	22461	SH		SOLE		21960	0	501
AFLAC INC	Com	001055102	5681	106947	SH		SOLE		100246	57	6644
AGL RESOURCES INC	Com	001204106	15585	389905	SH		SOLE		367127	1503	21275
AG MORTGAGE INV TR INC	Com	001228105	359	15298	SH		SOLE		8423	0	6875
ALPS ALERIAN MLP ETF	Com	00162Q866	8066	505726	SH		SOLE		472719	16340	16667
AMC NETWORKS INC CL A	Com	00164V103	239	4832	SH		SOLE		4760	0	72
AT&T INC	Com	00206R102	39458	1170527	SH		SOLE		1038117	16423	115987
ABBOTT LABORATORIES	Com	002824100	24128	368366	SH		SOLE		308419	75	59872
ABERDEEN ASIA PACIFIC	Com	003009107	82	10600	SH		SOLE		10600	0	0
ACCURAY INC	Com	004397105	77	12000	SH		SOLE		1000	0	11000
ACTIVISION BLIZZARD INC	Com	00507V109	455	42855	SH		SOLE		32805	50	10000

ADOBE SYSTEMS INC	Com	00724F101	411	10918	SH	SOLE	9413	0	1505
ADVANCE AUTO PARTS INC	Com	00751Y106	263	3634	SH	SOLE	3134	0	500
AES TRUST III PFD	Pfd	00808N202	288	5808	SH	SOLE	5208	0	600
AETNA INC NEW	Com	00817Y108	778	16805	SH	SOLE	16611	0	194
AFFYMAX INC	Com	00826A109	317	16673	SH	SOLE	15973	0	700
AGILENT TECHNOLOGIES INC	Com	00846U101	273	6663	SH	SOLE	5143	0	1520
AGRIUM INC	Com	008916108	517	5176	SH	SOLE	5001	0	175
AIR PRODUCTS & CHEMICALS	Com	009158106	4252	50611	SH	SOLE	39890	0	10721
AIRGAS INC	Com	009363102	219	2394	SH	SOLE	2394	0	0
AKORN INC	Com	009728106	3385	253397	SH	SOLE	245135	201	8061
ALBEMARLE CORP	Com	012653101	256	4118	SH	SOLE	4118	0	0
ALCOA INC	Com	013817101	2022	232933	SH	SOLE	190754	0	42179
ALCATEL LUCENT	Com	013904305	453	325824	SH	SOLE	321058	0	4766
ALLEGHENY TECHNOLOGIES	Com	01741R102	2103	69279	SH	SOLE	55788	0	13491
ALLERGAN INC	Com	018490102	2333	25435	SH	SOLE	15974	0	9461
ALLIANCE RESOURCES	Units	01877R108	943	16239	SH	SOLE	13450	0	2789
ALLIANT ENERGY CORP	Com	018802108	621	14150	SH	SOLE	14150	0	0
ALLIANCEBERNSTEIN	Units	01881G106	368	21123	SH	SOLE	9623	0	11500
ALLSTATE CORP	Com	020002101	513	12760	SH	SOLE	10312	0	2448
ALPHATEC HOLDINGS INC	Com	02081G102	42	25335	SH	SOLE	24654	0	681
ALPINE GLOBAL PREMIER *	Com	02083A103	1486	204181	SH	SOLE	174306	0	29875
ALPINE TOTAL DYNAMIC	Com	021060108	116	28700	SH	SOLE	8800	0	19900
ALTERA CORP	Com	021441100	209	6065	SH	SOLE	2014	0	4051
ALTRIA GROUP INC	Com	02209S103	10070	320287	SH	SOLE	282931	0	37356
AMAZON.COM INC	Com	023135106	3551	14156	SH	SOLE	12579	10	1567
AMEREN CORP	Com	023608102	776	25250	SH	SOLE	17238	0	8012
AMERICA FIRST TAX	Units	02364V107	121	18180	SH	SOLE	17380	0	800
AMERICA MOVIL S A B DE	Com	02364W105	1307	56492	SH	SOLE	48849	0	7643
AMERICAN CAPITAL AGENCY	Com	02503X105	1566	54185	SH	SOLE	45320	380	8485
AMERICAN CAPITAL LTD	Com	02503Y103	408	33941	SH	SOLE	31433	0	2508
AMERICAN ELECTRIC POWER	Com	025537101	3619	84784	SH	SOLE	75057	0	9727
AMERICAN EXPRESS COMPANY	Com	025816109	2579	44874	SH	SOLE	31250	5879	7745
AMERICAN INTL GROUP INC	Com	026874784	1445	40925	SH	SOLE	28453	0	12472
AMERICAN SCIENCE &	Com	029429107	824	12641	SH	SOLE	12236	0	405
AMERICAN SOFTWARE INC	Com	029683109	298	38379	SH	SOLE	33549	0	4830
AMERICAN STRATEGIC	Com	030098107	1350	117875	SH	SOLE	100625	0	17250
AMERICAN TOWER CORP NEW*	Com	03027X100	5955	77071	SH	SOLE	70471	190	6410
AMERICAN WATER WORKS	Com	030420103	3495	94134	SH	SOLE	90360	70	3704
AMERISOURCEBERGEN CORP	Com	03073E105	625	14477	SH	SOLE	14477	0	0
AMETEK INC NEW	Com	031100100	220	5865	SH	SOLE	5865	0	0
AMGEN INC	Com	031162100	3597	41729	SH	SOLE	34613	107	7009
ANADARKO PETROLEUM CORP	Com	032511107	2364	31810	SH	SOLE	17373	0	14437
ANGLES LIST INC	Com	034754101	338	28220	SH	SOLE	16305	0	11915
ANGLOGOLD ASHANTI LTD	Com	035128206	230	7336	SH	SOLE	7082	0	254
ANHEUSER BUSCH INBEV	Com	03524A108	14560	166571	SH	SOLE	148824	0	17747
ANNALY CAPITAL	Com	035710409	4327	308180	SH	SOLE	103800	714	203666
ANSYS INC	Com	03662Q105	371	5513	SH	SOLE	2140	73	3300
APACHE CORP	Com	037411105	3973	50616	SH	SOLE	32488	0	18128
APACHE CORP	Pfd	037411808	838	18328	SH	SOLE	17228	0	1100
APOLLO INVESTMENT CORP	Com	03761U106	400	47836	SH	SOLE	36760	0	11076
APOLLO COMMERCIAL REAL	Com	03762U105	485	29866	SH	SOLE	29866	0	0
APPLE INC	Com	037833100	49892	93752	SH	SOLE	78128	351	15273
APPLIED MATERIALS INC	Com	038222105	1508	131849	SH	SOLE	111916	0	19933
AQUA AMERICA INC	Com	03836W103	636	25035	SH	SOLE	22535	0	2500
ARCH COAL INC	Com	039380100	306	41776	SH	SOLE	35676	0	6100
ARCHER DANIELS MIDLAND	Com	039483102	1270	46354	SH	SOLE	33896	285	12173
ARES CAPITAL CORP	Com	04010L103	9318	532436	SH	SOLE	460788	0	71648
ARES COMMERCIAL REAL EST	Com	04013V108	197	12000	SH	SOLE	12000	0	0
ARIAD PHARMACEUTICALS	Com	04033A100	2856	148919	SH	SOLE	144142	121	4656
ASCENA RETAIL GROUP INC	Com	04351G101	192	10400	SH	SOLE	0	0	10400
ASHLAND INC NEW	Com	044209104	4114	51157	SH	SOLE	49496	44	1617
ASPEN TECHNOLOGY INC	Com	045327103	938	33935	SH	SOLE	28533	0	5402
ASSOCIATED BANC CORP WI	Com	045487105	442	33709	SH	SOLE	33709	0	0
ASSOCIATED ESTATES RLTY*	Com	045604105	1255	77838	SH	SOLE	76262	0	1576
ASTRAZENECA PLC	Com	046353108	19643	415544	SH	SOLE	377259	3003	35282
ATWOOD OCEANICS INC	Com	050095108	240	5251	SH	SOLE	5251	0	0
AUTOMATIC DATA	Com	053015103	9669	169833	SH	SOLE	148532	3533	17768
AVIS BUDGET GROUP INC	Com	053774105	3352	169101	SH	SOLE	163608	135	5358
BB&T CORP	Com	054937107	2070	71096	SH	SOLE	71096	0	0
BCE INC NEW	Com	05534B760	19272	448809	SH	SOLE	422583	3126	23100
BGC PARTNERS INC	Com	05541T101	1001	289195	SH	SOLE	235570	0	53625
BP PLC	Com	055622104	4569	109721	SH	SOLE	94824	0	14897
BPZ RESOURCES INC	Com	055639108	64	20400	SH	SOLE	10000	0	10400
BAIDU INC	Com	056752108	321	3205	SH	SOLE	1570	0	1635
BALL CORP	Com	058498106	371	8289	SH	SOLE	7939	0	350
BANCO BRADESCO S A	Com	059460303	272	15676	SH	SOLE	15676	0	0
BANK OF AMERICA CORP	Com	060505104	6386	550072	SH	SOLE	480487	125	69460
BANK AMERICA CORP	Pfd	060505682	1281	1129	SH	SOLE	1064	0	65
BANK MONTREAL QUEBEC	Com	063671101	300	4898	SH	SOLE	4658	0	240
BANK NEW YORK MELLON	Com	064058100	367	14293	SH	SOLE	14293	0	0
BARD C R INC	Com	067383109	5058	51753	SH	SOLE	44388	0	7365
BARCLAYS BANK PLC IPATH	Pfd	06738C778	4989	120657	SH	SOLE	81007	0	39650
BARCLAYS PLC ADR	Com	06738E204	492	28414	SH	SOLE	26947	1467	0
BARCLAYS BANK PLC IPATH	Pfd	06739H206	491	8910	SH	SOLE	8242	0	668
BARCLAYS BANK PLC IPATH	Pfd	06739H248	438	4904	SH	SOLE	4850	0	54

BARCLAYS BANK PLC PFD	Pfd	06739H776	278	11098	SH	SOLE	10398	0	700
BARNES GROUP INC	Com	067806109	672	29902	SH	SOLE	26148	603	3151
BARRICK GOLD CORP	Com	067901108	12390	353894	SH	SOLE	315075	194	38625
BILL BARRETT CORP	Com	06846N104	509	28630	SH	SOLE	0	0	28630
BAXTER INTERNATIONAL INC	Com	071813109	1013	15197	SH	SOLE	10997	0	4200
BE AEROSPACE INC	Com	073302101	420	8504	SH	SOLE	7004	0	1500
BEAM INC	Com	073730103	667	10910	SH	SOLE	10427	0	483
BECTON DICKINSON &	Com	075887109	2026	25915	SH	SOLE	19269	38	6608
BEMIS COMPANY INC	Com	081437105	377	11279	SH	SOLE	9454	325	1500
BERKLEY W R CORP	Com	084423102	1316	34870	SH	SOLE	1420	0	33450
BERKSHIRE HATHAWAY INC	Com	084670108	2949	22	SH	SOLE	21	0	1
BERKSHIRE HATHAWAY INC	Com	084670702	10271	114503	SH	SOLE	98172	49	16282
BEST BUY COMPANY INC	Com	086516101	836	70576	SH	SOLE	69451	0	1125
BHP BILLITON LIMITED	Com	088606108	1961	25012	SH	SOLE	24112	55	845
BIOGEN IDEC INC	Com	09062X103	2573	17581	SH	SOLE	15750	64	1767
BIOLASE INC	Com	090911108	60	32465	SH	SOLE	32465	0	0
BLACKROCK MUNICIPAL	Com	092479104	256	15803	SH	SOLE	12178	0	3625
BLACKROCK INCOME TRUST	Com	09247F100	233	31661	SH	SOLE	29661	0	2000
BLACKROCK INC	Com	09247X101	2015	9747	SH	SOLE	7168	0	2579
BLACKROCK MUNICIPAL	Com	09248F109	286	18405	SH	SOLE	18405	0	0
BLACKROCK CORE	Com	09249E101	413	27703	SH	SOLE	25453	0	2250
BLACKROCK MUNI INCOME	Com	09249N101	189	11630	SH	SOLE	9630	0	2000
BLACKROCK S&P QUALITY	Com	09250D109	280	22900	SH	SOLE	21100	0	1800
BLACKROCK ENERGY	Com	09250U101	612	25980	SH	SOLE	25009	0	971
BLACKROCK ENHANCED	Com	09251A104	278	38768	SH	SOLE	30064	0	8704
BLACKROCK INTERNATIONAL	Com	092524107	122	16537	SH	SOLE	16016	0	521
BLACKROCK MUNIVEST	Com	09253R105	119	10800	SH	SOLE	10800	0	0
BLACKSTONE GROUP LP	Units	09253U108	906	58125	SH	SOLE	49364	0	8761
BLACKROCK MUNIYIELD	Com	09253W104	291	17781	SH	SOLE	17781	0	0
BLACKROCK MUNIYIELD	Com	09254E103	916	59888	SH	SOLE	56998	156	2734
BLACKROCK MUNIYIELD	Com	09254F100	229	13000	SH	SOLE	13000	0	0
BLACKROCK MUNIHOLDINGS	Com	09254L107	688	42125	SH	SOLE	41330	139	656
BLACKROCK MUNIHOLDINGS	Com	09254P108	763	47401	SH	SOLE	46596	141	664
BLACKROCK CORP HIGH	Com	09255N102	139	11032	SH	SOLE	11032	0	0
BLOCK H & R INC	Com	093671105	233	12521	SH	SOLE	12521	0	0
BOARDWALK PIPELINE	Units	096627104	447	17970	SH	SOLE	11735	0	6235
BOEING COMPANY	Com	097023105	6244	82860	SH	SOLE	62646	2589	17625
BORG WARNER INC	Com	099724106	255	3565	SH	SOLE	814	0	2751
BOSTON SCIENTIFIC CORP	Com	101137107	1879	328007	SH	SOLE	9951	0	318056
BRISTOL MYERS SQUIBB	Com	110122108	26922	826084	SH	SOLE	722676	0	103408
BRITISH AMERN TOBACCO	Com	110448107	219	2166	SH	SOLE	2095	24	47
BROADCOM CORP CLASS A	Com	111320107	471	14172	SH	SOLE	9552	0	4620
BROCADE COMMUNICATIONS	Com	111621306	57	10604	SH	SOLE	8104	0	2500
BROWN-FORMAN CORP CL B	Com	115637209	235	3714	SH	SOLE	3542	0	172
BUCKEYE PARTNERS LTD	Units	118230101	497	10943	SH	SOLE	8580	0	2363
BUCKEYE TECHNOLOGIES INC	Com	118255108	600	20907	SH	SOLE	20525	0	382
CBL & ASSOCIATES *	Com	124830100	381	17949	SH	SOLE	8374	9575	0
CBS CORP NEW	Com	124857202	6320	166109	SH	SOLE	2734	0	163375
CBRE CLARION GBL REAL *	Com	12504G100	114	12909	SH	SOLE	9409	0	3500
CF INDUSTRIES HOLDINGS	Com	125269100	1075	5290	SH	SOLE	4734	0	556
C H ROBINSON WORLDWIDE	Com	12541W209	910	14389	SH	SOLE	14217	46	126
CIT GROUP INC NEW	Com	125581801	498	12885	SH	SOLE	9160	0	3725
CME GROUP INC CLASS A	Com	12572Q105	234	4610	SH	SOLE	4360	0	250
CMS ENERGY CORP	Com	125896100	4075	167142	SH	SOLE	160732	103	6307
CNB FINANCIAL CORP PA	Com	126128107	1822	111259	SH	SOLE	109815	0	1444
CNOOC LTD	Com	126132109	469	2132	SH	SOLE	2081	0	51
CSX CORP	Com	126408103	8734	442668	SH	SOLE	382971	9016	50681
CVR PARTNERS	Units	126633106	359	14226	SH	SOLE	14226	0	0
CVS CAREMARK CORP	Com	126650100	6335	131026	SH	SOLE	118627	248	12151
CYS INVESTMENTS INC	Com	12673A108	3623	306762	SH	SOLE	230487	34738	41537
CA INC	Com	12673P105	231	10492	SH	SOLE	8602	0	1890
CABELAS INC	Com	126804301	705	16884	SH	SOLE	9556	0	7328
CABLEVISION SYS CORP	Com	12686C109	11336	758740	SH	SOLE	661213	0	97527
CABOT CORP	Com	127055101	617	15513	SH	SOLE	13546	317	1650
CABOT OIL&GAS CORP	Com	127097103	1058	21279	SH	SOLE	15820	0	5459
CAL-MAINE FOODS INC NEW	Com	128030202	774	19243	SH	SOLE	18174	0	1069
CALAMOS CONVERTIBLE	Com	128117108	793	66453	SH	SOLE	65153	0	1300
CALAMOS CONVERTIBLE &	Com	12811P108	329	27100	SH	SOLE	26300	0	800
CALAMOS STRATEGIC TOTAL	Com	128125101	271	27624	SH	SOLE	24469	0	3155
CALUMET SPECIALTY	Units	131476103	1448	47650	SH	SOLE	25640	0	22010
CAMPBELL SOUP COMPANY	Com	134429109	478	13688	SH	SOLE	7906	0	5782
CANADIAN NATIONAL	Com	136375102	1057	11609	SH	SOLE	9785	36	1788
CANADIAN NATURAL	Com	136385101	953	32994	SH	SOLE	4547	59	28388
CAPITAL ONE	Com	14040H105	1815	31328	SH	SOLE	26512	0	4816
CAPITOL FEDERAL FINL INC	Com	14057J101	548	46889	SH	SOLE	43089	0	3800
CAPSTEAD MORTGAGE CORP *	Pfd	14067E308	357	24923	SH	SOLE	5485	0	19438
CAPSTEAD MTG CORP NEW *	Com	14067E506	538	46886	SH	SOLE	31449	14211	1226
CARBO CERAMICS INC	Com	140781105	368	4704	SH	SOLE	4149	8	547
CARDINAL HEALTH INC	Com	14149Y108	1994	48424	SH	SOLE	36326	265	11833
CARMAX INC	Com	143130102	544	14500	SH	SOLE	8521	0	5979
CARNIVAL CORP PAIRED CTF	Com	143658300	968	26334	SH	SOLE	17895	3492	4947
CARPENTER TECHNOLOGY CORP	Com	144285103	2754	53346	SH	SOLE	45241	119	7986
CATERPILLAR INC	Com	149123101	6470	72206	SH	SOLE	56253	25	15928
CELANESE CORP DEL	Com	150870103	1043	23430	SH	SOLE	21454	316	1660
CELGENE CORP	Com	151020104	5637	71837	SH	SOLE	59576	78	12183

CENOVUS ENERGY INC	Com	15135U109	365	10883	SH	SOLE	7783	0	3100
CENTRAL FUND OF CANADA	Com	153501101	14517	690315	SH	SOLE	546200	0	144115
CENTURYLINK INC	Com	156700106	45966	1174993	SH	SOLE	903523	10969	260501
CERNER CORP	Com	156782104	2762	35630	SH	SOLE	32599	0	3031
CHARLES RIVER	Note	159864AB3	47	47118	PRN	SOLE	37093	0	10025
CHENIERE ENERGY INC NEW	Com	16411R208	246	13088	SH	SOLE	12874	0	214
CHESAPEAKE ENERGY CORP	Com	165167107	15578	937309	SH	SOLE	40513	7340	889456
CHESAPEAKE ENERGY CORP	Pfd	165167842	1676	20727	SH	SOLE	16502	0	4225
CHESAPEAKE GRANITE WA TR	Com	165185109	308	18650	SH	SOLE	4650	0	14000
CHEVRON CORP	Com	166764100	42216	390383	SH	SOLE	345290	1255	43838
CHICAGO BRIDGE & IRON	Com	167250109	716	15441	SH	SOLE	13626	0	1815
CHIMERA INVESTMENT CORP	Com	16934Q109	221	84499	SH	SOLE	7249	0	77250
CHINA MOBILE LIMITED	Com	16941M109	1484	25275	SH	SOLE	23840	0	1435
CHINA PETROLEUM & CHEM	Com	16941R108	340	2955	SH	SOLE	2955	0	0
CHINA XD PLASTICS	Com	16948F107	2042	534457	SH	SOLE	7200	0	527257
CHUBB CORP	Com	171232101	1745	23172	SH	SOLE	22623	44	505
CHURCH & DWIGHT	Com	171340102	955	17819	SH	SOLE	17395	0	424
CIMAREX ENERGY COMPANY	Com	171798101	648	11233	SH	SOLE	9999	199	1035
CINCINNATI BELL INC NEW	Com	171871106	25380	4631397	SH	SOLE	4092962	0	538435
CINCINNATI	Com	172062101	1526	38973	SH	SOLE	33626	0	5347
CIRRUS LOGIC INC	Com	172755100	6404	221058	SH	SOLE	198903	316	21839
CISCO SYSTEMS INC	Com	17275R102	25379	1291591	SH	SOLE	948985	11760	330846
CITIGROUP INC NEW	Com	172967424	1180	29830	SH	SOLE	19858	0	9972
CLAYMORE GUGGENHEIM	Com	18383M100	308	8549	SH	SOLE	8460	0	89
CLAYMORE GUGGENHEIM	Com	18383M399	478	18108	SH	SOLE	16242	0	1866
CLAYMORE GUGGENHEIM	Com	18383M423	1386	52100	SH	SOLE	47897	0	4203
CLAYMORE GUGGENHEIM	Com	18383M431	434	16391	SH	SOLE	14867	0	1524
CLAYMORE GUGGENHEIM	Com	18383M449	266	10305	SH	SOLE	8865	0	1440
CLAYMORE GUGGENHEIM	Com	18383M506	1138	51936	SH	SOLE	38832	0	13104
CLAYMORE GUGGENHEIM	Com	18383M563	2791	128036	SH	SOLE	126596	0	1440
CLAYMORE GUGGENHEIM	Com	18383Q739	211	13497	SH	SOLE	12891	0	606
CLAYMORE GUGGENHEIM	Com	18383Q853	3335	139003	SH	SOLE	139003	0	0
CLEARBRIDGE ENERGY MLP	Com	184692101	883	38351	SH	SOLE	32423	0	5928
CLIFFS NATURAL RES INC	Com	18683K101	3981	103215	SH	SOLE	93965	73	9177
CLOROX COMPANY	Com	189054109	991	13533	SH	SOLE	11973	0	1560
COACH INC	Com	189754104	7094	127798	SH	SOLE	108063	2626	17109
COCA-COLA COMPANY	Com	191216100	30309	836109	SH	SOLE	712410	78	123621
COCA-COLA ENTERPRISES	Com	19122T109	750	23643	SH	SOLE	20919	391	2333
COGNIZANT TECHNOLOGY	Com	192446102	580	7856	SH	SOLE	7756	0	100
COHEN & STEERS QUALITY	Com	19247L106	209	20534	SH	SOLE	20534	0	0
COHEN & STEERS	Com	19248A109	604	32220	SH	SOLE	32220	0	0
COINSTAR INC	Com	19259P300	477	9172	SH	SOLE	9172	0	0
COLGATE-PALMOLIVE	Com	194162103	1531	14650	SH	SOLE	12202	0	2448
COLONY FINANCIAL INC	Com	19624R106	351	18000	SH	SOLE	18000	0	0
COMCAST CORP CLASS A NEW	Com	20030N101	810	21668	SH	SOLE	17852	0	3816
COMCAST CORP NEW CLASS A	Com	20030N200	1685	46922	SH	SOLE	36058	55	10809
COMMERCE BANCSHARES INC	Com	200525103	226	6448	SH	SOLE	0	0	6448
COMMUNITY HEALTH SYS INC	Com	203668108	447	14526	SH	SOLE	13690	0	836
COMPANHIA DE BEBIDAS	Com	20441W203	2095	49902	SH	SOLE	49656	0	246
COMPASS DIVERSIFIED	Com	20451Q104	489	33265	SH	SOLE	32265	0	1000
CONAGRA FOODS INC	Com	205887102	2427	82258	SH	SOLE	73054	2646	6558
CONCUR TECHNOLOGIES INC	Com	206708109	242	3585	SH	SOLE	620	0	2965
CONOCOPHILLIPS	Com	20825C104	28086	484323	SH	SOLE	417483	6607	60233
CONSOLIDATED EDISON INC	Com	209115104	952	17138	SH	SOLE	12361	0	4777
COOPER COS INC NEW	Com	216648402	267	2883	SH	SOLE	2844	0	39
COOPER TIRE & RUBBER	Com	216831107	512	20172	SH	SOLE	18837	0	1335
CORNING INC	Com	219350105	3122	247419	SH	SOLE	196081	0	51338
CORRECTIONS CORP AMER	Com	22025Y407	608	17148	SH	SOLE	15767	0	1381
COSTCO WHOLESALE CORP	Com	22160K105	6965	70549	SH	SOLE	62645	95	7809
CRANE COMPANY	Com	224399105	672	14515	SH	SOLE	14515	0	0
CRAY INC NEW	Com	225223304	487	30522	SH	SOLE	28696	0	1826
CREE INC	Com	225447101	796	23434	SH	SOLE	15731	0	7703
CROCS INC	Com	227046109	298	20697	SH	SOLE	20697	0	0
CROWN CASTLE INTL CORP	Com	228227104	4875	67560	SH	SOLE	63153	224	4183
CROWN MEDIA HOLDINGS	Com	228411104	2626	1419349	SH	SOLE	543962	0	875387
CULLEN FROST BANKERS INC	Com	229899109	1290	23763	SH	SOLE	23569	0	194
CUMMINS INC	Com	231021106	2997	27663	SH	SOLE	13007	0	14656
CURRENCYSHARES	Com	23129U101	201	1925	SH	SOLE	1320	0	605
CURRENCYSHARES	Com	23129X105	800	7990	SH	SOLE	6005	1689	296
CUSHING MLP TOTAL *	Com	231631102	213	29774	SH	SOLE	5489	0	24285
CUSHING RENAISSANCE FD	Com	231647108	261	11500	SH	SOLE	11000	0	500
CUSHING ROYALTY & INCM	Com	23164R104	271	14260	SH	SOLE	8260	0	6000
CYPRESS SEMICONDUCTOR	Com	232806109	189	17396	SH	SOLE	17013	0	383
CYTEC INDUSTRIES INC	Com	232820100	231	3361	SH	SOLE	1031	0	2330
DNP SELECT INCOME	Com	23325P104	556	58725	SH	SOLE	58725	0	0
D R HORTON INC	Com	23331A109	214	10800	SH	SOLE	7800	0	3000
DTE ENERGY COMPANY	Com	233331107	383	6380	SH	SOLE	4328	0	2052
DANA HOLDING CORP	Com	235825205	307	19667	SH	SOLE	12267	0	7400
DANAHER CORP	Com	235851102	1359	24313	SH	SOLE	22743	0	1570
DAVITA HEALTHCARE	Com	23918K108	432	3910	SH	SOLE	3910	0	0
DEALERTRACK TECHNOLOGIES	Com	242309102	322	11206	SH	SOLE	7806	0	3400
DEERE & COMPANY	Com	244199105	3725	43100	SH	SOLE	31052	0	12048
DELL INC	Com	24702R101	317	31278	SH	SOLE	22668	0	8610
DENBURY RESOURCES	Com	247916208	5901	364245	SH	SOLE	8836	0	355409
DELUXE CORP	Com	248019101	353	10941	SH	SOLE	10516	100	325

DESCARTES SYSTEMS GROUP	Com	249906108	175	18838	SH	SOLE	15838	0	3000
DEUTSCHE BANK AG LONDON	Pfd	25154H756	310	69425	SH	SOLE	6000	0	63425
DEVON ENERGY CORP NEW	Com	25179M103	3228	62022	SH	SOLE	51030	0	10992
DIAGEO PLC NEW	Com	25243Q205	10971	94109	SH	SOLE	75326	24	18759
DIAMOND OFFSHORE	Com	25271C102	888	13061	SH	SOLE	10713	0	2348
DIEBOLD INC	Com	253651103	1593	52052	SH	SOLE	40084	0	11968
DIGITAL REALTY *	Com	253868103	3946	58129	SH	SOLE	53904	0	4225
DISNEY WALT COMPANY	Com	254687106	5543	111329	SH	SOLE	86920	343	24066
DISCOVER FINANCIAL SVCS	Com	254709108	755	19579	SH	SOLE	16375	236	2968
DISCOVERY COMMUNICATIONS	Com	25470F104	659	10374	SH	SOLE	9723	0	651
DIRECTV	Com	25490A309	20056	399837	SH	SOLE	344084	0	55753
DOLBY LABORATORIES INC	Com	25659T107	315	10731	SH	SOLE	10078	0	653
DOLLAR GENERAL CORP NEW	Com	256677105	411	9326	SH	SOLE	9326	0	0
DOLLAR TREE INC	Com	256746108	5739	141499	SH	SOLE	121059	0	20440
DOMINION RESOURCES INC	Com	25746U109	2250	43430	SH	SOLE	37611	0	5819
DONALDSON COMPANY INC	Com	257651109	475	14457	SH	SOLE	10457	0	4000
DONNELLEY R R & SONS	Com	257867101	1090	121211	SH	SOLE	100357	0	20854
DOVER CORP COMMON	Com	260003108	1047	15926	SH	SOLE	14894	0	1032
DOW CHEMICAL COMPANY	Com	260543103	2208	68310	SH	SOLE	55712	71	12527
DR PEPPER SNAPPLE	Com	26138E109	242	5472	SH	SOLE	4093	0	1379
DU PONT E.I.DE NEMOURS	Com	263534109	7186	159772	SH	SOLE	127900	64	31808
DUKE REALTY CORP NEW *	Com	264411505	186	13418	SH	SOLE	6033	0	7385
DUKE ENERGY CORP NEW	Com	26441C204	18472	289528	SH	SOLE	268499	2206	18823
DUN & BRADSTREET CORP	Com	26483E100	251	3196	SH	SOLE	3196	0	0
DUNKIN BRANDS GRP INC	Com	265504100	242	7302	SH	SOLE	1300	6002	0
E M C CORP MASS	Com	268648102	7568	299113	SH	SOLE	211784	14509	72820
EQT CORP	Com	26884L109	737	12499	SH	SOLE	8971	0	3528
EV ENERGY PARTNERS	Units	26926V107	273	4828	SH	SOLE	4325	0	503
EATON VANCE CORP	Com	278265103	235	7378	SH	SOLE	7298	0	80
EATON VANCE ENHANCED *	Com	278277108	589	56444	SH	SOLE	56444	0	0
EATON VANCE MUNICIPAL	Com	27827X101	1337	95587	SH	SOLE	93167	202	2218
EATON VANCE TAX *	Com	27828G107	465	28156	SH	SOLE	15929	0	12227
EATON VANCE LIMITED	Com	27828H105	1410	84630	SH	SOLE	58135	0	26495
EATON VANCE TAX *	Com	27828N102	2117	225890	SH	SOLE	156816	0	69074
EATON VANCE SHORT *	Com	27828V104	759	43860	SH	SOLE	28185	0	15675
EATON VANCE	Com	27828W102	295	19143	SH	SOLE	19143	0	0
EATON VANCE TAX *	Com	27829C105	1283	119990	SH	SOLE	100025	0	19965
EATON VANCE TAX *	Com	27829F108	499	56686	SH	SOLE	27124	0	29562
EATON VANCE RISK *	Com	27829G106	253	24250	SH	SOLE	4250	0	20000
EBAY INC	Com	278642103	8408	164870	SH	SOLE	142136	218	22516
ECOLAB INC	Com	278865100	1256	17467	SH	SOLE	5676	139	11652
EDISON INTL	Com	281020107	334	7398	SH	SOLE	7148	0	250
EDWARDS LIFESCIENCES	Com	28176E108	980	10873	SH	SOLE	4797	0	6076
EL PASO ELECTRIC	Com	283677854	783	24548	SH	SOLE	22432	341	1775
EL PASO PIPELINE	Units	283702108	227	6139	SH	SOLE	2049	0	4090
ELDORADO GOLD CORP NEW	Com	284902103	135	10505	SH	SOLE	10505	0	0
ELIZABETH ARDEN INC	Com	28660G106	891	19786	SH	SOLE	16722	0	3064
EMERSON ELECTRIC COMPANY	Com	291011104	14792	279300	SH	SOLE	235555	57	43688
EMMIS COMMUNICATIONS	Com	291525103	83	42350	SH	SOLE	27600	0	14750
ENCANA CORP	Com	292505104	1469	74323	SH	SOLE	55039	0	19284
ENBRIDGE INC	Com	29250N105	1087	25101	SH	SOLE	25101	0	0
ENBRIDGE ENERGY PARTNERS	Units	29250R106	1740	62350	SH	SOLE	40786	0	21564
ENBRIDGE ENERGY MGMNT	Com	29250X103	427	14795	SH	SOLE	8340	0	6455
ENDO HEALTH SOLUTIONS	Com	29264F205	256	9770	SH	SOLE	8645	0	1125
ENERGEN CORP	Com	29265N108	272	6036	SH	SOLE	6036	0	0
ENERGIZER HLDGS INC	Com	29266R108	308	3847	SH	SOLE	2703	0	1144
ENERGY TRANSFER PARTNERS	Units	29273R109	3535	82354	SH	SOLE	54190	0	28164
ENERGY TRANSFER EQUITY	Units	29273V100	1377	30285	SH	SOLE	30075	0	210
ENERSYS	Com	29275Y102	281	7471	SH	SOLE	7061	0	410
ENERPLUS CORP	Com	292766102	149	11475	SH	SOLE	10725	0	750
ENTERPRISE FINL SVCS	Com	293712105	157	12000	SH	SOLE	12000	0	0
ENTERPRISE PRODUCTS	Units	293792107	14575	291034	SH	SOLE	236954	5712	48368
EQUINIX INC NEW	Com	29444U502	688	3336	SH	SOLE	3251	0	85
EQUITY RESIDENTIAL *	Com	29476L107	570	10065	SH	SOLE	10065	0	0
ESTERLINE TECHNOLOGIES	Com	297425100	324	5100	SH	SOLE	400	0	4700
EXCHANGE YORKVILLE	Com	301505103	562	32267	SH	SOLE	18820	10268	3179
EXELON CORP	Com	30161N101	5017	168687	SH	SOLE	149067	5436	14184
EXELIXIS INC	Com	30161Q104	97	21300	SH	SOLE	19000	0	2300
EXPEDIA INC NEW	Com	30212P303	450	7324	SH	SOLE	6367	180	777
EXPEDITORS INTL WASH INC	Com	302130109	298	7523	SH	SOLE	2798	0	4725
EXPRESS SCRIPTS HOLDING	Com	30219G108	4665	86397	SH	SOLE	49967	0	36430
EXXON MOBIL CORP	Com	30231G102	33693	389288	SH	SOLE	308780	63	80445
FACEBOOK INC CL A	Com	30303M102	1306	49059	SH	SOLE	37570	0	11489
FAMILY DOLLAR STORES INC	Com	307000109	390	6143	SH	SOLE	550	5293	300
FASTENAL COMPANY	Com	311900104	3929	84217	SH	SOLE	51924	7700	24593
FEDERATED ENHANCED *	Com	314162108	562	39650	SH	SOLE	39050	0	600
FEDERATED INVS INC PA	Com	314211103	332	16418	SH	SOLE	15834	134	450
FEDEX CORP	Com	31428X106	2437	26575	SH	SOLE	21243	0	5332
FERRELLGAS PARTNERS LP	Units	315293100	321	19055	SH	SOLE	18155	0	900
FIDELITY NASDAQ	Com	315912808	231	1955	SH	SOLE	1955	0	0
FIDUCIARY CLAYMORE MLP	Com	31647Q106	1390	63834	SH	SOLE	14844	0	48990
FIFTH THIRD BANCORP	Com	316773100	436	28682	SH	SOLE	15428	0	13254
FINISH LINE INC CLASS A	Com	317923100	2710	143133	SH	SOLE	138283	114	4736
FIRST AMERICAN FINANCIAL	Com	31847R102	453	18784	SH	SOLE	17664	0	1120
FIRST FINCL HLDGS INC	Com	320239106	358	27351	SH	SOLE	25692	0	1659

FIRST HORIZON	Com	320517105	1099	110879	SH	SOLE	716	0	110163
FIRST MAJESTIC SILVER	Com	32076V103	677	33552	SH	SOLE	33352	0	200
FIRST MARBLEHEAD CORP	Com	320771108	215	276978	SH	SOLE	270676	0	6302
FIRST TRUST MORNINGSSTAR	Com	336971109	867	46945	SH	SOLE	46176	0	769
FIRST TRUST DOW JONES	Com	33733E302	2760	70811	SH	SOLE	69347	0	1464
FIRST TRUST SPECIALTY	Com	33733G109	388	49703	SH	SOLE	49703	0	0
FIRST TRUST	Com	337345102	1515	58595	SH	SOLE	58595	0	0
FIRST TRUST MTG INCM FD	Com	33734E103	720	40778	SH	SOLE	34153	0	6625
FIRST TRUST	Com	33734G108	734	41355	SH	SOLE	38391	0	2964
FIRST TRUST	Com	33734J102	2477	157947	SH	SOLE	157663	0	284
FIRST TRUST LARGE CAP	Com	33734K109	957	31234	SH	SOLE	20010	0	11224
FIRST TRUST CONSUMER	Com	33734X101	3365	148893	SH	SOLE	145655	0	3238
FIRST TRUST CONSUMER	Com	33734X119	1955	77195	SH	SOLE	74272	0	2923
FIRST TRUST FINANCIALS	Com	33734X135	1935	123501	SH	SOLE	107131	0	16370
FIRST TRUST HEALTHCARE	Com	33734X143	4239	130142	SH	SOLE	127769	0	2373
FIRST TRUST INDUSTRIAL	Com	33734X150	430	22110	SH	SOLE	22110	0	0
FIRST TRUST MATERIALS	Com	33734X168	1381	53539	SH	SOLE	52357	0	1182
FIRST TRUST TECHNOLOGY	Com	33734X176	1382	63722	SH	SOLE	52458	0	11264
FIRST TRUST UTILITIES	Com	33734X184	403	22430	SH	SOLE	22430	0	0
FIRST TRUST DOW JONES	Com	33734X200	820	33855	SH	SOLE	23106	0	10749
FIRST TRUST SMALL CAP	Com	33734Y109	567	16610	SH	SOLE	14773	0	1837
FIRST TRUST MID CAP	Com	33735B108	757	20538	SH	SOLE	14325	0	6213
FIRST TRUST LARGE CAP	Com	33735J101	588	19290	SH	SOLE	19078	0	212
FIRST TRUST STOXX	Com	33735T109	405	32866	SH	SOLE	18077	0	14789
FIRST TRUST FTSE EPRA	Com	33736N101	1267	32189	SH	SOLE	28695	0	3494
FIRST TRUST DEVELOPING	Com	33737J174	340	7680	SH	SOLE	7601	0	79
FIRST TRUST MEGA CAP	Com	33737M508	498	26314	SH	SOLE	15097	0	11217
FIRST TRUST ENERGY	Com	33738C103	1221	57718	SH	SOLE	14501	0	43217
FIRST TRUST	Com	33738D101	491	23556	SH	SOLE	13484	0	10072
FIRST TRUST HIGH INCOME	Com	33738E109	324	17879	SH	SOLE	17611	0	268
FIRST TR ENERGY INCM	Com	33738G104	249	8119	SH	SOLE	8119	0	0
FIRST TRUST	Com	33738R118	230	11924	SH	SOLE	10124	0	1800
FISERV INC	Com	337738108	518	6549	SH	SOLE	4749	0	1800
FIRSTMERIT CORP	Com	337915102	1354	95400	SH	SOLE	91236	0	4164
FIRSTENERGY CORP	Com	337932107	1779	42592	SH	SOLE	38091	0	4501
FIVE BELOW INC	Com	33829M101	244	7619	SH	SOLE	7619	0	0
FLAMEL TECH SA SPONS	Com	338488109	39	13000	SH	SOLE	0	13000	0
FLUOR CORP NEW	Com	343412102	852	14506	SH	SOLE	9775	0	4731
FLOWSERVE CORP	Com	34354P105	1783	12147	SH	SOLE	4747	3257	4143
FOOT LOCKER INC	Com	344849104	865	26940	SH	SOLE	26161	0	779
FORD MOTOR COMPANY NEW	Com	345370860	3847	297082	SH	SOLE	224396	159	72527
FOREST LABORATORIES INC	Com	345838106	3156	89344	SH	SOLE	1639	0	87705
FORTINET INC	Com	34959E109	626	29800	SH	SOLE	20800	0	9000
FORTUNE BRANDS HOME &	Com	34964C106	208	7107	SH	SOLE	5724	0	1383
FRANCE TELECOM	Com	35177Q105	193	17442	SH	SOLE	11842	0	5600
FRANCO NEVADA CORP	Com	351858105	444	7773	SH	SOLE	7773	0	0
FRANKLIN RESOURCES INC	Com	354613101	796	6333	SH	SOLE	3847	0	2486
FRANKLIN TEMPLETON LTD *	Com	35472T101	901	62690	SH	SOLE	46890	0	15800
FREEPORT MCMORAN COPPER	Com	35671D857	8567	250499	SH	SOLE	153630	0	96869
FRONTIER COMMUNICATIONS	Com	35906A108	1516	354224	SH	SOLE	252786	52340	49098
FUELCCELL ENERGY INC	Com	35952H106	38	41500	SH	SOLE	38000	0	3500
FUTUREFUEL CORP	Com	36116M106	130	11000	SH	SOLE	11000	0	0
GDL FUND	Com	361570104	216	18951	SH	SOLE	18951	0	0
GT ADVANCED TECHS INC	Com	36191U106	161	53181	SH	SOLE	51890	0	1291
GABELLI DIVIDEND & *	Com	36242H104	636	39278	SH	SOLE	31871	0	7407
GAIAM INC CL A	Com	36268Q103	103	32650	SH	SOLE	0	0	32650
GAMCO GLOBAL GOLD NAT *	Com	36465A109	361	28198	SH	SOLE	19778	0	8420
GANNETT COMPANY INC DE	Com	364730101	518	28768	SH	SOLE	25132	0	3636
GAP INC	Com	364760108	542	17465	SH	SOLE	16654	0	811
GENL CABLE CORP	Com	369300108	13132	431834	SH	SOLE	387424	0	44410
GENERAL DYNAMICS	Com	369550108	596	8599	SH	SOLE	7174	169	1256
GENERAL ELECTRIC COMPANY	Com	369604103	15550	740818	SH	SOLE	594634	14958	131226
GENERAL GROWTH PPTYS INC	Com	370023103	290	14629	SH	SOLE	13529	0	1100
GENERAL MILLS INC	Com	370334104	11099	274592	SH	SOLE	236226	54	38312
GENERAL MOTORS COMPANY	Com	37045V100	353	12259	SH	SOLE	7767	0	4492
GENESE & WYO INC CL A	Com	371559105	523	6872	SH	SOLE	6749	0	123
GENESIS ENERGY LTD	Units	371927104	869	24338	SH	SOLE	24031	0	307
GENUINE PARTS COMPANY	Com	372460105	5931	93284	SH	SOLE	82120	32	11132
GILEAD SCIENCES INC	Com	375558103	1202	16365	SH	SOLE	11890	0	4475
GLADSTONE COMMERCIAL	Com	376536108	215	12000	SH	SOLE	11400	0	600
GLAXOSMITHKLINE PLC	Com	37733W105	15317	352365	SH	SOLE	320154	2800	29411
GLIMCHER REALTY TR SBI *	Com	379302102	691	62323	SH	SOLE	20748	39081	2494
GLOBAL PAYMENTS INC	Com	37940X102	2471	54545	SH	SOLE	46404	130	8011
GLOBAL X FTSE ASEAN	Com	37950E648	178	10426	SH	SOLE	10292	0	134
GOLDCORP INC NEW	Com	380956409	15680	427245	SH	SOLE	390501	0	36744
GOLDMAN SACHS GROUP INC	Com	38141G104	1081	8476	SH	SOLE	5717	0	2759
GOLDMAN SACHS GROUP INC	Pfd	38144L852	487	10153	SH	SOLE	10027	0	126
GOLUB CAPITAL BDC INC	Com	38173M102	676	42315	SH	SOLE	34215	0	8100
GOODRICH PETE CORP NEW	Com	382410405	127	13600	SH	SOLE	600	0	13000
GOODYEAR TIRE & RUBBER	Com	382550101	1248	90382	SH	SOLE	78927	0	11455
GOOGLE INC CL A	Com	38259P508	19171	27102	SH	SOLE	24157	20	2925
GOVERNMENT PROPERTIES *	Com	38376A103	301	12567	SH	SOLE	11601	0	966
GRACE W R & COMPANY	Com	38388F108	4091	60854	SH	SOLE	58866	48	1940
GRAINGER W W INC	Com	384802104	348	1721	SH	SOLE	1721	0	0
GREATBATCH INC	Com	39153L106	9482	408015	SH	SOLE	3400	0	404615

GRUPO SIMEC S A B DE C V	Com	400491106	184	12879	SH	SOLE	12038	0	841
GTX INC	Com	40052B108	88	20900	SH	SOLE	7000	0	13900
GUGGENHEIM BUILD AMER	Com	401664107	371	16170	SH	SOLE	15770	0	400
GULFPORT ENERGY CORP NEW	Com	402635304	378	9900	SH	SOLE	6450	0	3450
HCA HOLDINGS INC	Com	40412C101	281	9318	SH	SOLE	7068	0	2250
HCC INSURANCE HLDGS INC	Com	404132102	1270	34135	SH	SOLE	33873	0	262
HCP INC	Com	40414L109	1204	26667	SH	SOLE	19169	0	7498
HSBC HOLDINGS PLC	Com	404280406	243	4572	SH	SOLE	4147	0	425
HALLIBURTON COMPANY	Com	406216101	4926	141997	SH	SOLE	129076	63	12858
HALOZYME THERAPEUTICS	Com	40637H109	221	32900	SH	SOLE	32900	0	0
HANCOCK JOHN FINL OPPTYs	Com	409735206	340	19340	SH	SOLE	18900	0	440
HANCOCK HOLDING COMPANY	Com	410120109	575	18123	SH	SOLE	17979	0	144
HANESBRANDS INC	Com	410345102	2624	73259	SH	SOLE	57377	181	15701
HANOVER INSURANCE GROUP	Com	410867105	993	25644	SH	SOLE	25486	0	158
HARMAN INTL INDS INC NEW	Com	413086109	726	16260	SH	SOLE	14220	328	1712
HARRIS CORP DEL	Com	413875105	377	7709	SH	SOLE	7237	0	472
HARTFORD FINANCIAL	Com	416515104	1243	55400	SH	SOLE	37262	0	18138
HASBRO INC	Com	418056107	514	14330	SH	SOLE	9763	0	4567
HATTERAS FINANCIAL CORP	Com	41902R103	748	30161	SH	SOLE	27236	0	2925
HAWAIIAN ELECTRIC	Com	419870100	795	31614	SH	SOLE	27439	0	4175
HEALTHCARE SVCS GROUP	Com	421906108	408	17551	SH	SOLE	4345	0	13206
HEADWATERS INC	Com	42210P102	119	13900	SH	SOLE	13100	0	800
HEALTH CARE REIT INC *	Com	42217K106	19609	319936	SH	SOLE	295351	2451	22134
HEALTHWAYS INC	Com	422245100	252	23569	SH	SOLE	10619	0	12950
HEARTLAND EXPRESS INC	Com	422347104	2533	193801	SH	SOLE	161346	516	31939
HEINZ HJ COMPANY	Com	423074103	26328	456455	SH	SOLE	316362	8653	131440
HELIX ENERGY SOLUTIONS	Com	42330P107	2325	112663	SH	SOLE	218	0	112445
HELMERICH & PAYNE INC	Com	423452101	339	6052	SH	SOLE	4052	0	2000
HENRY JACK & ASSOC INC	Com	426281101	307	7819	SH	SOLE	7692	127	0
HERCULES OFFSHORE INC	Com	427093109	154	25000	SH	SOLE	0	0	25000
HERCULES TECHNOLOGY	Com	427096508	136	12249	SH	SOLE	12249	0	0
HERITAGE CRYSTAL CLEAN	Com	42726M106	198	13181	SH	SOLE	13181	0	0
HERSHEY COMPANY	Com	427866108	1845	25550	SH	SOLE	22406	0	3144
HESS CORP	Com	42809H107	222	4201	SH	SOLE	3701	0	500
HEWLETT-PACKARD COMPANY	Com	428236103	272	19119	SH	SOLE	10180	0	8939
HEXCEL CORP NEW	Com	428291108	14046	521006	SH	SOLE	119829	13865	387312
HHGREGG INC	Com	42833L108	197	28000	SH	SOLE	10000	0	18000
HILLSHIRE BRANDS COMPANY	Com	432589109	319	11345	SH	SOLE	7840	0	3505
HOME DEPOT INC	Com	437076102	3490	56425	SH	SOLE	45575	367	10483
HONDA MOTOR LTD NEW	Com	438128308	271	7348	SH	SOLE	7324	0	24
HONEYWELL INTL INC	Com	438516106	4258	67082	SH	SOLE	52831	6212	8039
HORMEL FOODS CORP	Com	440452100	6280	201209	SH	SOLE	175607	86	25516
HORIZON TECHNOLOGY	Com	44045A102	887	59442	SH	SOLE	56329	0	3113
HORIZON PHARMA INC	Com	44047T109	32	13936	SH	SOLE	13936	0	0
HOSPITALITY PPTYS TR *	Com	44106M102	376	16043	SH	SOLE	13751	0	2292
HUMANA INC	Com	444859102	3081	44897	SH	SOLE	38581	94	6222
HUNTINGTON BANCSSHRES INC	Com	446150104	438	68518	SH	SOLE	47238	0	21280
HUNTINGTON BANCSHARES	Pfd	446150401	207	168	SH	SOLE	19	0	149
IAC / INTERACTIVECORP	Com	44919P508	652	13798	SH	SOLE	12921	0	877
ING PRIME RATE TRUST	Com	44977W106	394	63520	SH	SOLE	59610	0	3910
ISTAR FINANCIAL INC *	Com	45031U101	183	22500	SH	SOLE	19500	0	3000
IAMGOLD CORP	Com	450913108	722	62985	SH	SOLE	54508	1001	7476
ICONIX BRAND GROUP INC	Com	451055107	355	15910	SH	SOLE	15910	0	0
IDEXX LABORATORIES INC	Com	45168D104	413	4450	SH	SOLE	0	0	4450
ILLINOIS TOOL WORKS INC	Com	452308109	1201	19754	SH	SOLE	15306	0	4448
INDIA FUND INC	Com	454089103	422	20201	SH	SOLE	16807	0	3394
INERGY L P	Units	456615103	326	17929	SH	SOLE	16275	0	1654
INERGY MIDSTREAM LTD	Units	45671U106	680	30582	SH	SOLE	30582	0	0
ING GLOBAL EQUITY *	Com	45684E107	236	27260	SH	SOLE	7260	0	20000
ING INFRASTRUCTURE *	Com	45685U100	319	19481	SH	SOLE	18501	0	980
INGREDION INC	Com	457187102	3498	54295	SH	SOLE	52541	42	1712
INNOVOPH HOLDINGS INC	Com	45774N108	2578	55446	SH	SOLE	53638	44	1764
INTEL CORP	Com	458140100	35546	1723838	SH	SOLE	1318577	9295	395966
INTERNATIONAL BUSINESS	Com	459200101	22395	116913	SH	SOLE	83725	1351	31837
INTL GAME TECHNOLOGY	Com	459902102	2473	174523	SH	SOLE	142132	452	31939
INTERNATIONAL PAPER	Com	460146103	2387	59920	SH	SOLE	37254	12462	10204
INTUIT INC	Com	461202103	635	10670	SH	SOLE	2920	0	7750
INTUITIVE SURGICAL INC	Com	46120E602	1170	2385	SH	SOLE	2275	0	110
INVESCO MORTGAGE *	Com	46131B100	200	10168	SH	SOLE	10168	0	0
INVESCO SENIOR INCOME TR	Com	46131H107	2725	526006	SH	SOLE	460278	0	65728
INVESCO TRUST INVT GRADE	Com	46131M106	1217	79987	SH	SOLE	79123	106	758
INVESCO DYNAMIC	Com	46132R104	744	59649	SH	SOLE	58020	0	1629
INVESCO QUALITY	Com	46133G107	597	43601	SH	SOLE	43601	0	0
IRON MOUNTAIN INC DE	Com	462846106	818	26348	SH	SOLE	20078	0	6270
ISHARES GOLD TRUST	Com	464285105	7180	441024	SH	SOLE	413681	0	27343
ISHARES MSCI AUSTRALIA	Com	464286103	3276	130303	SH	SOLE	130136	0	167
ISHARES EMERGING MARKETS	Com	464286319	302	5301	SH	SOLE	4557	0	744
ISHARES MSCI BRAZIL	Com	464286400	1647	29446	SH	SOLE	28042	0	1404
ISHARES MSCI CANADA	Com	464286509	1675	58982	SH	SOLE	52540	171	6271
ISHARES MSCI EMERGING	Com	464286533	660	10902	SH	SOLE	10325	0	577
ISHARES MSCI EMU	Com	464286608	498	14889	SH	SOLE	14591	0	298
ISHARES MSCI THAILAND	Com	464286624	397	4807	SH	SOLE	4643	0	164
ISHARES MSCI	Com	464286673	1655	120904	SH	SOLE	111645	356	8903
ISHARES MSCI UNITED	Com	464286699	302	16856	SH	SOLE	16517	0	339
ISHARES MSCI TURKEY	Com	464286715	3426	51308	SH	SOLE	51273	0	35

ISHARES MSCI SWITZERLND	Com	464286749	1780	66404	SH	SOLE	61040	213	5151
ISHARES MSCI SWEDEN	Com	464286756	1651	54675	SH	SOLE	50268	177	4230
ISHARES MSCI SPAIN	Com	464286764	2897	95743	SH	SOLE	95743	0	0
ISHARES MSCI	Com	464286772	1940	30627	SH	SOLE	28403	89	2135
ISHARES MSCI GERMANY	Com	464286806	3410	138040	SH	SOLE	133340	0	4700
ISHARES MSCI MEXICO	Com	464286822	3629	51447	SH	SOLE	51254	0	193
ISHARES MSCI MALAYSIA	Com	464286830	182	12005	SH	SOLE	11316	0	689
ISHARES MSCI	Com	464286848	599	61415	SH	SOLE	56118	0	5297
ISHARES MSCI HONG KONG	Com	464286871	4914	253022	SH	SOLE	245209	257	7556
ISHARES S&P 100	Com	464287101	211	3261	SH	SOLE	2763	0	498
ISHARES DOW JONES SELECT	Com	464287168	5469	95552	SH	SOLE	92446	0	3106
ISHARES BARCLAYS	Com	464287176	23328	192144	SH	SOLE	169086	47	23011
ISHARES FTSE CHINA 25	Com	464287184	3925	97023	SH	SOLE	96326	0	697
ISHARES CORE S&P 500 ETF	Com	464287200	3824	26718	SH	SOLE	23241	0	3477
ISHARES CORE TOTAL	Com	464287226	26254	236349	SH	SOLE	174465	1776	60108
ISHARES MSCI EMERGING	Com	464287234	19447	438481	SH	SOLE	358030	4398	76053
ISHARES IBOXX	Com	464287242	125403	1036470	SH	SOLE	981733	4322	50415
ISHARES S&P GLOBAL	Com	464287275	205	3580	SH	SOLE	3380	0	200
ISHARES S&P 500	Com	464287309	31164	411462	SH	SOLE	397898	1555	12009
ISHARES S&P NORTH	Com	464287374	241	6307	SH	SOLE	5513	0	794
ISHARES S&P 500	Com	464287408	29593	445742	SH	SOLE	432521	1823	11398
ISHARES BARCLAYS	Com	464287432	13350	110167	SH	SOLE	105591	45	4531
ISHARES BARCLAYS	Com	464287440	39691	369251	SH	SOLE	343138	2108	24005
ISHARES BARCLAYS	Com	464287457	50519	598425	SH	SOLE	569897	744	27784
ISHARES MSCI	Com	464287465	27141	477330	SH	SOLE	443230	1544	32556
ISHARES RUSSELL MID CAP	Com	464287473	3500	69675	SH	SOLE	65940	1270	2465
ISHARES RUSSELL MID CAP	Com	464287481	3626	57737	SH	SOLE	54840	985	1912
ISHARES RUSSELL MID CAP	Com	464287499	1667	14738	SH	SOLE	11896	0	2842
ISHARES CORE S&P MID	Com	464287507	6724	66118	SH	SOLE	62549	0	3569
ISHARES S&P NORTH	Com	464287515	548	8702	SH	SOLE	7045	0	1657
ISHARES NASDAQ	Com	464287556	836	6089	SH	SOLE	5114	0	975
ISHARES COHEN & STEERS	Com	464287564	3235	41188	SH	SOLE	36527	2372	2289
ISHARES DOW JONES U S	Com	464287580	1090	12558	SH	SOLE	11295	0	1263
ISHARES RUSSELL 1000	Com	464287598	42569	584583	SH	SOLE	483957	4681	95945
ISHARES S&P MID CAP	Com	464287606	10997	96123	SH	SOLE	90694	311	5118
ISHARES RUSSELL 1000	Com	464287614	46356	707835	SH	SOLE	572027	5077	130731
ISHARES RUSSELL 2000	Com	464287630	9648	127769	SH	SOLE	118889	1064	7816
ISHARES RUSSELL 2000	Com	464287648	10973	115132	SH	SOLE	107926	826	6380
ISHARES RUSSELL 2000	Com	464287655	30141	357463	SH	SOLE	301227	3705	52531
ISHARES RUSSELL 3000	Com	464287689	26770	316134	SH	SOLE	279489	2691	33954
ISHARES DOW JONES	Com	464287697	703	8137	SH	SOLE	8034	0	103
ISHARES S&P MID CAP	Com	464287705	5195	58943	SH	SOLE	55557	401	2985
ISHARES DOW JONES	Com	464287713	730	30091	SH	SOLE	30091	0	0
ISHARES DOW JONES U S	Com	464287721	2890	40862	SH	SOLE	36929	0	3933
ISHARES DOW JONES	Com	464287739	20469	316509	SH	SOLE	286243	3607	26659
ISHARES DOW JONES	Com	464287754	804	10964	SH	SOLE	9946	0	1018
ISHARES DOW JONES	Com	464287770	234	3950	SH	SOLE	3222	0	728
ISHARES DOW JONES	Com	464287788	905	14913	SH	SOLE	13448	0	1465
ISHARES DOW JONES	Com	464287796	1396	34194	SH	SOLE	30975	0	3219
ISHARES CORE S&P	Com	464287804	1756	22481	SH	SOLE	21662	0	819
ISHARES DOW JONES U S	Com	464287812	1259	16794	SH	SOLE	15064	0	1730
ISHARES DOW JONES U S	Com	464287838	933	13461	SH	SOLE	13205	0	256
ISHARES DOW JONES	Com	464287846	240	3344	SH	SOLE	3166	0	178
ISHARES S&P SMALL CAP	Com	464287879	7032	86917	SH	SOLE	82791	652	3474
ISHARES S&P SMALL CAP	Com	464287887	10195	121308	SH	SOLE	115290	616	5402
ISHARES MORNINGSTAR	Com	464288109	314	4878	SH	SOLE	4878	0	0
ISHARES S&P SHORT	Com	464288158	1693	15934	SH	SOLE	15813	21	100
ISHARES MSCI ALL COUNTRY	Com	464288182	385	6360	SH	SOLE	6360	0	0
ISHARES MSCI EAFE	Com	464288273	836	20542	SH	SOLE	17960	0	2582
ISHARES JPMORGAN USD	Com	464288281	3952	32186	SH	SOLE	30256	0	1930
ISHARES MORNINGSTAR	Com	464288307	572	5350	SH	SOLE	5285	0	65
ISHARES S&P NATIONAL	Com	464288414	3728	33690	SH	SOLE	33077	78	535
ISHARES DOW JONES	Com	464288448	2794	82972	SH	SOLE	81618	0	1354
ISHARES FTSE EPRA NAREIT	Com	464288489	1049	31666	SH	SOLE	24970	0	6696
ISHARES IBOXX \$	Com	464288513	23365	250298	SH	SOLE	240504	385	9409
ISHARES FTSE	Com	464288539	643	47051	SH	SOLE	45107	0	1944
ISHARES FTSE	Com	464288562	615	12685	SH	SOLE	12324	0	361
ISHARES BARCLAYS	Com	464288588	6661	61683	SH	SOLE	56670	0	5013
ISHARES BARCLAYS	Com	464288612	237	2107	SH	SOLE	2107	0	0
ISHARES BARCLAYS	Com	464288638	3397	30528	SH	SOLE	21520	0	9008
ISHARES BARCLAYS	Com	464288646	10757	101978	SH	SOLE	99662	0	2316
ISHARES BARCLAYS	Com	464288661	771	6254	SH	SOLE	6144	74	36
ISHARES S&P	Com	464288687	17465	440801	SH	SOLE	407607	7642	25552
ISHARES DOW JONES U S	Com	464288752	1323	62512	SH	SOLE	56431	0	6081
ISHARES DOW JONES	Com	464288828	566	8271	SH	SOLE	6547	0	1724
ISHARES DOW JONES	Com	464288836	1566	18421	SH	SOLE	17021	0	1400
ISHARES MSCI EAFE	Com	464288877	554	11387	SH	SOLE	11244	0	143
ISHARES MSCI EAFE	Com	464288885	1120	18661	SH	SOLE	18099	0	562
ISHARES MSCI NEW ZEALAND	Com	464289123	1795	51898	SH	SOLE	47700	169	4029
ISHARES 2013 S&P	Com	464289388	426	8400	SH	SOLE	8400	0	0
ISHARES 10+ YEAR	Com	464289511	547	8730	SH	SOLE	8271	0	459
ISHARES MSCI ALL PERU	Com	464289842	249	5434	SH	SOLE	5146	0	288
ISHARES SILVER TRUST	Com	464289109	3776	128582	SH	SOLE	117498	0	11084
ISHARES UTILITIES	Com	46429B184	1689	32723	SH	SOLE	32447	0	276
ISHARES MSCI POLAND	Com	46429B606	1461	49341	SH	SOLE	45370	148	3823

ISHARES HIGH DIVIDEND	Com	46429B663	1162	19778	SH	SOLE	19428	0	350
ISHARES MSCI USA	Com	46429B697	2248	77419	SH	SOLE	61201	0	16218
ISHARES BARCLAYS	Com	46429B747	2705	26243	SH	SOLE	25939	0	304
ISIS PHARMACEUTICALS	Com	464330109	7847	751625	SH	SOLE	8620	0	743005
ITC HOLDINGS CORP	Com	465685105	827	10756	SH	SOLE	7229	0	3527
JDS UNIPHASE CORP	Com	46612J507	1134	83983	SH	SOLE	49953	130	33900
JPMORGAN CHASE &	Com	46625H100	16804	382175	SH	SOLE	330091	53	52031
JPMORGAN CHASE & CO	Pfd	46625H365	1294	33650	SH	SOLE	25304	0	8346
JABIL CIRCUIT INC	Com	466313103	259	13407	SH	SOLE	13407	0	0
JACOBS ENGINEERING GROUP	Com	469814107	305	7159	SH	SOLE	4003	0	3156
JAPAN EQUITY FUND INC	Com	471057109	141	25288	SH	SOLE	24862	0	426
JOHNSON & JOHNSON	Com	478160104	49945	712480	SH	SOLE	616780	2195	93505
JOHNSON CONTROLS INC	Com	478366107	3839	125170	SH	SOLE	103372	8042	13756
JOY GLOBAL INC	Com	481165108	1242	19469	SH	SOLE	18158	212	1099
JUST ENERGY GRP INC	Com	48213W101	106	11100	SH	SOLE	11100	0	0
KBR INC	Com	48242W106	292	9750	SH	SOLE	9150	0	600
KLA-TENCOR CORP	Com	482480100	592	12403	SH	SOLE	9536	0	2867
KKR FINANCIAL *	Com	48248A306	127	12000	SH	SOLE	3000	0	9000
KT CORP	Com	48268K101	377	22527	SH	SOLE	21204	0	1323
KANSAS CITY SOUTHERN NEW	Com	485170302	2348	28124	SH	SOLE	24953	0	3171
KAYNE ANDERSON MLP	Com	486606106	800	27163	SH	SOLE	18963	0	8200
KAYNE ANDERSON ENERGY	Com	48660P104	343	13934	SH	SOLE	13623	0	311
KAYNE ANDERSON ENERGY	Com	48660Q102	203	8301	SH	SOLE	1500	5031	1770
KCAP FINANCIAL INC	Com	48668E101	295	32086	SH	SOLE	31286	0	800
KELLOGG COMPANY	Com	487836108	3429	61389	SH	SOLE	53735	57	7597
KERYX BIOPHARM INC	Com	492515101	31	12000	SH	SOLE	0	0	12000
KEYCORP NEW	Com	493267108	1550	184121	SH	SOLE	177845	0	6276
KIMBALL INTL INC CL B	Com	494274103	3401	292939	SH	SOLE	322	0	292617
KIMBERLY CLARK CORP	Com	494368103	30029	355668	SH	SOLE	265385	1788	88495
KINDER MORGAN ENERGY	Units	494550106	9778	122540	SH	SOLE	86452	3688	32400
KINDER MORGAN MGMT LLC	Com	49455U100	2159	28612	SH	SOLE	20862	0	7750
KINDER MORGAN INC DE	Com	49456B101	19139	541733	SH	SOLE	506138	3762	31833
KINROSS GOLD CORP	Com	496902404	464	47690	SH	SOLE	45796	0	1894
KNIGHT CAPITAL GROUP INC	Note	499005AE6	506	506496	PRN	SOLE	342630	0	163866
KODIAK OIL & GAS CORP	Com	50015Q100	372	42050	SH	SOLE	31800	0	10250
KOHL'S CORP	Com	500255104	242	5623	SH	SOLE	5610	0	13
KRAFT FOODS GRP INC	Com	50076Q106	27571	606348	SH	SOLE	527951	3046	75351
LKQ CORP	Com	501889208	1675	79372	SH	SOLE	69972	0	9400
LMP CORPORATE LOAN *	Com	50208B100	203	15701	SH	SOLE	15701	0	0
L3 COMMUNICATIONS HLDGS	Com	502424104	278	3634	SH	SOLE	3634	0	0
LABORATORY CORP OF AMER	Com	50540R409	807	9318	SH	SOLE	7608	0	1710
LAM RESEARCH CORP	Com	512807108	807	22336	SH	SOLE	15362	0	6974
LANDSTAR SYSTEM INC	Com	515098101	474	9029	SH	SOLE	8979	50	0
LANNETT COMPANY	Com	516012101	74	15000	SH	SOLE	0	0	15000
LAS VEGAS SANDS CORP	Com	517834107	769	16665	SH	SOLE	11915	0	4750
LATIN AMERICAN DISCOVERY	Com	51828C106	556	35640	SH	SOLE	34496	0	1144
ESTEE LAUDER COMPANY INC	Com	518439104	294	4912	SH	SOLE	4912	0	0
LEGACY RESERVES LIMITED	Units	524707304	325	13653	SH	SOLE	12153	0	1500
LENDER PROCESSING	Com	52602E102	296	12031	SH	SOLE	11305	0	726
LENNAR CORP	Com	526057104	1118	28902	SH	SOLE	24597	223	4082
LEUCADIA NATIONAL CORP	Com	527288104	556	23373	SH	SOLE	17843	0	5530
LEXICON	Com	528872104	428	193879	SH	SOLE	124879	0	69000
LEXMARK INTERNATIONAL	Com	529771107	232	10000	SH	SOLE	0	0	10000
LIBERTY MEDIA CORP NEW	Com	530322106	500	4306	SH	SOLE	4273	0	33
LIBERTY INTERACTIVE CORP	Com	53071M104	378	19225	SH	SOLE	17989	0	1236
LIFE TECHNOLOGIES CORP	Com	53217V109	254	5177	SH	SOLE	0	0	5177
LILLY ELI & COMPANY	Com	532457108	15705	318439	SH	SOLE	239711	0	78728
LINCOLN ELECTRIC	Com	533900106	503	10336	SH	SOLE	8645	46	1645
LINEAR TECHNOLOGY CORP	Com	535678106	331	9664	SH	SOLE	6849	0	2815
LINNCO LLC	Com	535782106	234	6467	SH	SOLE	3150	2727	590
LIONS GATE ENTERTAINMENT	Com	535919203	3856	235136	SH	SOLE	224681	185	10270
LINN ENERGY LLC UNIT	Com	536020100	2291	65025	SH	SOLE	49860	7272	7893
LIVEPERSON INC	Com	538146101	3075	234002	SH	SOLE	226349	188	7465
LOCKHEED MARTIN CORP	Com	539830109	1995	21616	SH	SOLE	19744	0	1872
LOEWS CORP	Com	540424108	211	5170	SH	SOLE	5135	0	35
LORILLARD INC	Com	544147101	875	7503	SH	SOLE	4475	2920	108
LOWES COMPANIES INC	Com	548661107	2991	84207	SH	SOLE	70830	0	13377
LULULEMON ATHLETICA INC	Com	550021109	309	4057	SH	SOLE	3757	0	300
M&T BANK CORP	Com	55261F104	912	9257	SH	SOLE	6578	0	2679
MBIA INC	Com	55262C100	1709	217735	SH	SOLE	6925	0	210810
MDU RESOURCES GROUP INC	Com	552690109	358	16876	SH	SOLE	16876	0	0
MEMC ELECTRONIC	Com	552715104	66	20700	SH	SOLE	15700	0	5000
MFS CHARTER INCOME	Com	552727109	190	18809	SH	SOLE	18809	0	0
MFA FINANCIAL INC *	Com	55272X102	317	39116	SH	SOLE	33669	0	5447
MFS MULTIMARKET INCOME	Com	552737108	196	26885	SH	SOLE	26379	0	506
MFS INTERMEDIATE	Com	55273C107	229	35614	SH	SOLE	30344	0	5270
MGM RESORTS INTL	Com	552953101	245	21073	SH	SOLE	21073	0	0
MACERICH COMPANY *	Com	554382101	236	4041	SH	SOLE	2836	0	1205
MACQUARIE INFRASTRUCTURE	Com	55608B105	482	10570	SH	SOLE	4495	0	6075
MACYS INC	Com	55616P104	477	12213	SH	SOLE	10808	0	1405
MADISON SQUARE GARDEN	Com	55826P100	237	5336	SH	SOLE	4986	0	350
MAGELLAN MIDSTREAM	Units	559080106	1256	29074	SH	SOLE	14416	0	14658
MAGNUM HUNTER RESOURCES	Com	55973B102	67	16890	SH	SOLE	11890	0	5000
MANAGED HIGH YIELD PLUS	Com	561911108	971	453722	SH	SOLE	449227	0	4495
MANITOWOC COMPANY INC	Com	563571108	244	15550	SH	SOLE	13400	0	2150

MANULIFE FINANCIAL CORP	Com	56501R106	338	24851	SH	SOLE	4559	70	20222
MARATHON OIL CORP	Com	565849106	1435	46795	SH	SOLE	39971	46	6778
MARATHON PETROLEUM CORP	Com	56585A102	2600	41269	SH	SOLE	38043	195	3031
MARKEL CORP	Com	570535104	204	470	SH	SOLE	0	0	470
MARKET VECTORS	Com	57060U100	13201	284572	SH	SOLE	247131	0	37441
MARKET VECTORS	Com	57060U191	869	22500	SH	SOLE	20600	0	1900
MARKET VECTORS	Com	57060U589	6250	315819	SH	SOLE	297783	0	18036
MARKET VECTORS	Com	57060U605	218	4126	SH	SOLE	2251	0	1875
MARKET VECTORS	Com	57060U803	721	40780	SH	SOLE	40353	75	352
MARKET VECTORS	Com	57060U845	1696	71752	SH	SOLE	71212	95	445
MARKET VECTORS	Com	57060U878	1786	54383	SH	SOLE	53957	75	351
MARKET VECTORS	Com	57060U886	470	23351	SH	SOLE	22911	77	363
MARKET VECTORS	Com	57061R791	270	13154	SH	SOLE	13154	0	0
MARKWEST ENERGY PARTNERS	Units	570759100	3029	59374	SH	SOLE	49837	5168	4369
MARSH & MCLENNAN COS INC	Com	571748102	682	19798	SH	SOLE	9511	9245	1042
MARTIN MARIETTA	Com	573284106	310	3290	SH	SOLE	3190	0	100
MARTIN MIDSTREAM PARTNER	Units	573331105	333	10725	SH	SOLE	10725	0	0
MASSEY ENERGY COMPANY	Note	576203AJ2	31	30800	PRN	SOLE	11550	0	19250
MASTEC INC	Com	576323109	1402	56222	SH	SOLE	52367	80	3775
MASTERCARD INC CLASS A	Com	57636Q104	16921	34443	SH	SOLE	31333	0	3110
MATTEL INC	Com	577081102	1501	40977	SH	SOLE	38594	0	2383
MC CORMICK & COMPANY	Com	579780206	441	6938	SH	SOLE	6738	0	200
MCDERMOTT INTL INC	Com	580037109	2835	257255	SH	SOLE	236460	0	20795
MCDONALDS CORP	Com	580135101	23795	269752	SH	SOLE	241832	26	27894
MCEWEN MINING INC	Com	58039P107	45	11622	SH	SOLE	9422	0	2200
MCG CAPITAL CORP	Com	58047P107	193	41900	SH	SOLE	40700	0	1200
MCGRAW-HILL COMPANIES	Com	580645109	3707	67810	SH	SOLE	65331	53	2426
MCKESSON CORP	Com	58155Q103	407	4197	SH	SOLE	3977	0	220
MEAD JOHNSON NUTRITION	Com	582839106	433	6566	SH	SOLE	3895	0	2671
MEDICAL PROPERTIES *	Com	58463J304	228	19072	SH	SOLE	13439	0	5633
MEDNAX INC	Com	58502B106	2437	30645	SH	SOLE	25517	81	5047
MEDLEY CAPITAL CORP	Com	58503F106	473	32477	SH	SOLE	32477	0	0
MEDTRONIC INC	Com	585055106	4906	119600	SH	SOLE	73304	71	46225
MERCK & COMPANY INC NEW	Com	58933Y105	12572	307079	SH	SOLE	218553	6227	82299
METLIFE INC	Com	59156R108	527	16011	SH	SOLE	13186	24	2801
MICROSOFT CORP	Com	594918104	50222	1880291	SH	SOLE	1443227	21668	415396
MICROCHIP TECHNOLOGY INC	Com	595017104	1528	46875	SH	SOLE	40376	0	6499
MICRON TECHNOLOGY INC	Com	595112103	222	34998	SH	SOLE	12375	223	22400
MID-AMERICA APT CMNTYS *	Com	59522J103	1223	18889	SH	SOLE	18889	0	0
MOLYCORP INC DE	Com	608753109	159	16861	SH	SOLE	7161	0	9700
MOLYCORP INC DEL	Note	608753AA7	17	17000	PRN	SOLE	0	0	17000
MONDELEZ INTERNATIONAL	Com	609207105	16077	631628	SH	SOLE	479651	6376	145601
MONSANTO COMPANY NEW	Com	61166W101	2639	27887	SH	SOLE	23457	114	4316
MORGAN STANLEY	Com	617446448	519	27162	SH	SOLE	6712	0	20450
MORGAN STANLEY ASIA	Com	61744U106	556	37143	SH	SOLE	32493	0	4650
MOSAIC COMPANY NEW	Com	61945C103	10488	185194	SH	SOLE	147839	0	37355
MYLAN INC	Com	628530107	468	17040	SH	SOLE	7719	0	9321
NII HOLDINGS INC	Com	62913F201	469	65749	SH	SOLE	47449	0	18300
NRG ENERGY INC NEW	Com	629377508	242	10516	SH	SOLE	10133	0	383
NATIONAL FUEL GAS	Com	636180101	853	16834	SH	SOLE	5925	0	10909
NATIONAL GRID PLC	Com	636274300	838	14589	SH	SOLE	14189	0	400
NATIONAL OILWELL	Com	637071101	3035	44402	SH	SOLE	28194	156	16052
NATIONAL PENN BANCSHARES	Com	637138108	212	22781	SH	SOLE	17900	0	4881
NATIONAL RETAIL *	Com	637417106	432	13856	SH	SOLE	11191	0	2665
NATURAL RESOURCES	Units	63900P103	210	11316	SH	SOLE	9438	0	1878
NEENAH PAPER INC	Com	640079109	569	19997	SH	SOLE	17119	0	2878
NEW YORK COMMUNITY	Com	649445103	1787	136388	SH	SOLE	129928	0	6460
NEWCASTLE INVESTMENT *	Com	65105M108	4106	473047	SH	SOLE	457969	329	14749
NEWELL RUBBERMAID INC	Com	651229106	396	17800	SH	SOLE	17400	0	400
NEWMARKET CORP	Com	651587107	202	770	SH	SOLE	770	0	0
NEWMONT MINING CORP HLDG	Com	651639106	5329	114759	SH	SOLE	103023	0	11736
NEWS CORP CLASS A	Com	65248E104	389	15249	SH	SOLE	14360	0	889
NFJ DIVIDEND INTEREST	Com	65337H109	5292	339257	SH	SOLE	288992	0	50265
NEXTERA ENERGY INC	Com	65339F101	5325	76964	SH	SOLE	69830	38	7096
NIKE INC	Com	654106103	1635	31688	SH	SOLE	22624	0	9064
NOKIA CORP	Com	654902204	1659	420094	SH	SOLE	410443	0	9651
NORDSTROM INC	Com	655664100	1551	28997	SH	SOLE	24342	0	4655
NORFOLK SOUTHERN CORP	Com	655844108	13339	215700	SH	SOLE	189017	296	26387
NORTH AMERICAN PALLADIUM	Com	656912102	14	10500	SH	SOLE	1000	0	9500
NORTHERN OIL & GAS INC	Com	665531109	223	13239	SH	SOLE	13239	0	0
NORTHERN TRUST CORP	Com	665859104	392	7818	SH	SOLE	7818	0	0
NORTHROP GRUMMAN CORP	Com	666807102	268	3964	SH	SOLE	1215	0	2749
NOVARTIS AG	Com	66987V109	861	13599	SH	SOLE	10302	31	3266
NOVO NORDISK AS ADR	Com	670100205	312	1913	SH	SOLE	1913	0	0
NU SKIN ENTERPRISES INC	Com	67018T105	4244	114549	SH	SOLE	103812	185	10552
NUCOR CORP	Com	670346105	3782	87626	SH	SOLE	72913	0	14713
NUSTAR ENERGY LP	Units	67058H102	1207	28406	SH	SOLE	23431	0	4975
NUVEEN PERFORMANCE PLUS	Com	67062P108	851	52643	SH	SOLE	51859	137	647
NUVEEN PREMIUM INCOME	Com	67062T100	970	64821	SH	SOLE	61431	156	3234
NVIDIA CORP	Com	67066G104	3131	255356	SH	SOLE	209524	506	45326
NUVEEN DIVIDEND	Com	67066V101	512	33066	SH	SOLE	31943	0	1123
NUVEEN PREMIUM INCOME	Com	6706D8104	158	11076	SH	SOLE	11076	0	0
NUVEEN EQUITY PREMIUM *	Com	6706EM102	2418	200370	SH	SOLE	172152	0	28218
NUVEEN EQUITY PREMIUM *	Com	6706ER101	146	12314	SH	SOLE	10314	0	2000
NUVEEN DIVIDEND	Com	67070F100	575	37805	SH	SOLE	37411	0	394

NUVEEN PFD INCM OPPTY	Com	67073B106	247	25448	SH	SOLE	1625	23823	0
NUVEEN CREDIT *	Com	67073D102	316	32718	SH	SOLE	29688	0	3030
NV ENERGY INC	Com	67073Y106	3179	175249	SH	SOLE	169547	139	5563
NUVEEN DIVERSIFIED	Com	67074P104	246	12303	SH	SOLE	11785	0	518
NUVEEN ENERGY MLP TOTAL	Com	67074U103	1177	66525	SH	SOLE	66025	0	500
NUVEEN CORE EQUITY ALPHA	Com	67090X107	374	27980	SH	SOLE	27980	0	0
NUVEEN MUNICIPAL VALUE	Com	670928100	2640	257549	SH	SOLE	248313	224	9012
NUVEEN QUALITY INCOME	Com	670977107	260	17063	SH	SOLE	10938	0	6125
NUVEEN MUNICIPAL OPPTY	Com	670984103	1289	84063	SH	SOLE	82951	195	917
O REILLY AUTOMOTIVE INC	Com	67103H107	854	9555	SH	SOLE	6980	0	2575
OCCIDENTAL PETROLEUM	Com	674599105	2860	37331	SH	SOLE	34542	30	2759
OCEANEERING INTL INC	Com	675232102	1410	26213	SH	SOLE	25161	0	1052
OCWEN FINANCIAL CORP	Com	675746309	4190	121143	SH	SOLE	117223	97	3823
OLD DOMINION FREIGHT	Com	679580100	610	17791	SH	SOLE	5598	12066	127
OLD REPUBLIC INTL CORP	Com	680223104	1048	98361	SH	SOLE	93804	0	4557
OLD REPUBLIC INTL CORP	Note	680223AH7	103	103022	PRN	SOLE	103022	0	0
OMEGA HEALTHCARE *	Com	681936100	1060	44432	SH	SOLE	44198	0	234
ONCOLYTICS BIOTECH INC	Com	682310107	185	47105	SH	SOLE	9605	0	37500
ONEOK INC NEW	Com	682680103	2909	68049	SH	SOLE	36965	8597	22487
ONEOK PARTNERS LP	Units	68268N103	3357	62174	SH	SOLE	35448	0	26726
ORACLE CORP	Com	68389X105	13019	390714	SH	SOLE	309453	84	81177
OXFORD RESOURCE PARTNERS	Units	691807101	49	11000	SH	SOLE	11000	0	0
PC CONNECTION INC	Com	69318J100	377	32789	SH	SOLE	30823	0	1966
PDC ENERGY INC	Com	69327R101	852	25646	SH	SOLE	17886	0	7760
PG&E CORP	Com	69331C108	253	6293	SH	SOLE	6293	0	0
PNC FINANCIAL SERVICES	Com	693475105	3035	52054	SH	SOLE	38443	0	13611
P P G INDUSTRIES INC	Com	693506107	1715	12672	SH	SOLE	12322	18	332
PPL CORP	Com	69351T106	1830	63920	SH	SOLE	55251	0	8669
PPL CORP CORP UNIT	Pfd	69351T114	616	11458	SH	SOLE	11039	0	419
PPL CORP	Pfd	69351T601	361	6893	SH	SOLE	6893	0	0
PVH CORP	Com	693656100	226	2036	SH	SOLE	1633	0	403
PVR PARTNERS UNIT REPTG	Units	693665101	1474	56741	SH	SOLE	50852	0	5889
PACCAR INC	Com	693718108	208	4601	SH	SOLE	1466	0	3135
PALL CORP	Com	696429307	212	3512	SH	SOLE	862	0	2650
PANERA BREAD COMPANY	Com	69840W108	1920	12091	SH	SOLE	11764	0	327
PARKER-HANNIFIN CORP	Com	701094104	1111	13058	SH	SOLE	6349	0	6709
PAYCHEX INC	Com	704326107	302	9706	SH	SOLE	5979	0	3727
PEABODY ENERGY CORP	Com	704549104	1216	45691	SH	SOLE	32801	0	12890
PENGROWTH ENERGY CORP	Com	70706P104	124	24950	SH	SOLE	24800	0	150
PENN WEST PETE LTD NEW	Com	707887105	232	21382	SH	SOLE	16157	0	5225
PENNANTPARK INVESTMENT	Com	708062104	1064	96732	SH	SOLE	92532	0	4200
PENNEY J C COMPANY INC	Com	708160106	1129	57290	SH	SOLE	50598	0	6692
PENNYMAC MORTGAGE	Com	70931T103	371	14651	SH	SOLE	11633	0	3018
PEOPLES UNITED FINANCIAL	Com	712704105	2430	201016	SH	SOLE	179615	0	21401
PEPCO HLDGS INC	Com	713291102	201	10231	SH	SOLE	6565	0	3666
PEPSICO INC	Com	713448108	25102	366833	SH	SOLE	282230	233	84370
PERMIAN BASIN ROYALTY	Com	714236106	386	31523	SH	SOLE	28231	0	3292
PERRIGO COMPANY	Com	714290103	1385	13317	SH	SOLE	12658	0	659
PETROCHINA COMPANY	Com	71646E100	221	1534	SH	SOLE	1534	0	0
PETROLEO BRASILEIRO SA	Com	71654V408	1150	59079	SH	SOLE	41774	0	17305
PETROLOGISTICS LTD	Units	716720101	162	11950	SH	SOLE	11950	0	0
PFIZER INC	Com	717081103	33105	1319999	SH	SOLE	1151165	5841	162993
PHILIP MORRIS INTL INC	Com	718172109	42236	504973	SH	SOLE	442583	1510	60880
PHILLIPS 66	Com	718546104	2601	48979	SH	SOLE	37846	0	11133
PIMCO MUNICIPAL INCOME	Com	72200W106	622	47240	SH	SOLE	46505	129	606
PIMCO STRATEGIC GLOBAL	Com	72200X104	123	10851	SH	SOLE	10851	0	0
PIMCO INCOME STRATEGY	Com	72201J104	318	28806	SH	SOLE	19756	0	9050
PIMCO 7-15 YR U S	Com	72201R700	463	5334	SH	SOLE	5334	0	0
PIMCO TOTAL RETURN ETF	Com	72201R775	3191	29265	SH	SOLE	25496	0	3769
PIMCO 0-5 YR HIGH YIELD	Com	72201R783	843	8150	SH	SOLE	7660	0	490
PIMCO ENHANCED SHORT	Com	72201R833	2370	23350	SH	SOLE	22668	0	682
PIMCO INTERMEDIATE	Com	72201R866	550	10107	SH	SOLE	9924	32	151
PITNEY BOWES INC	Com	724479100	555	52120	SH	SOLE	51814	0	306
PLAINS ALL AMERICAN	Units	726503105	3186	70427	SH	SOLE	59893	0	10534
PLUM CREEK TIMBER *	Com	729251108	1344	30284	SH	SOLE	24619	0	5665
POLARIS INDUSTRIES INC	Com	731068102	246	2922	SH	SOLE	2642	0	280
POLYONE CORP	Com	73179P106	3563	174485	SH	SOLE	168798	139	5548
POOL CORP	Com	73278L105	404	9558	SH	SOLE	9470	88	0
POTASH CORP	Com	73755L107	1270	31212	SH	SOLE	21218	91	9903
POWERSHARES QQQ ETF	Com	73935A104	16691	256273	SH	SOLE	209852	0	46421
POWERSHARES DB	Com	73935S105	1208	43497	SH	SOLE	33995	0	9502
POWERSHARES NASDAQ	Com	73935X146	1110	26781	SH	SOLE	21137	4563	1081
POWERSHARES DWA	Com	73935X153	1268	45418	SH	SOLE	43761	0	1657
POWERSHARES FINANCIAL	Com	73935X229	4221	230904	SH	SOLE	226771	0	4133
POWERSHARES DYNAMIC	Com	73935X286	1017	34143	SH	SOLE	24800	0	9343
POWERSHARES DYNAMIC	Com	73935X351	1135	34579	SH	SOLE	27873	5387	1319
POWERSHARES DYNAMIC	Com	73935X419	1158	38928	SH	SOLE	31202	6220	1506
POWERSHARES DYNAMIC	Com	73935X617	1124	44570	SH	SOLE	35707	7074	1789
POWERSHARES DYNAMIC	Com	73935X666	1172	67331	SH	SOLE	53663	10816	2852
POWERSHARES DYNAMIC	Com	73935X708	1984	90781	SH	SOLE	64489	0	26292
POWERSHARES INTL	Com	73935X716	207	13066	SH	SOLE	7216	0	5850
POWERSHARES DYNAMIC	Com	73935X757	1707	74385	SH	SOLE	62751	8127	3507
POWERSHARES DYNAMIC	Com	73935X799	1862	53917	SH	SOLE	46350	5338	2229
POWERSHARES	Com	73936B408	309	11038	SH	SOLE	10180	0	858
POWERSHARES DB U S	Com	73936D107	1290	59162	SH	SOLE	57646	0	1516

POWERSHARES DWA	Com	73936Q207	564	30353	SH	SOLE	28950	0	1403
POWERSHARES SENIOR LOAN	Com	73936Q769	290	11590	SH	SOLE	10935	0	655
POWERSHARES KBW HIGH	Com	73936Q793	334	14434	SH	SOLE	12454	0	1980
POWERSHARES CEF INCOME	Com	73936Q843	618	24595	SH	SOLE	22395	0	2200
POWERSHARES GLOBAL GOLD	Com	73936Q876	203	5480	SH	SOLE	5130	0	350
POWERSHARES INSURED	Com	73936T474	2422	94065	SH	SOLE	86347	116	7602
POWERSHARES FUNDAMENTAL	Com	73936T557	241	12501	SH	SOLE	11953	0	548
POWERSHARES	Com	73936T565	260	17724	SH	SOLE	16704	1020	0
POWERSHARES EMERGING	Com	73936T573	1234	39255	SH	SOLE	34512	0	4743
POWERSHARES BUILD	Com	73937B407	664	21951	SH	SOLE	21951	0	0
POWERSHARES S&P 500	Com	73937B654	435	17843	SH	SOLE	17843	0	0
POWERSHARES S&P 500	Com	73937B779	1940	70075	SH	SOLE	63735	0	6340
POWERSHARES S&P SMALL	Com	73937B860	232	7551	SH	SOLE	7453	0	98
PRAXAIR INC	Com	74005P104	2097	19163	SH	SOLE	10005	0	9158
PRECISION CASTPARTS CORP	Com	740189105	1267	6687	SH	SOLE	4360	0	2327
PRICE T ROWE GRP INC	Com	74144T108	7366	113118	SH	SOLE	88030	0	25088
PRICELINE.COM INC NEW	Com	741503403	249	401	SH	SOLE	327	0	74
PROASSURANCE CORP	Com	74267C106	470	11150	SH	SOLE	11150	0	0
PROCTER & GAMBLE COMPANY	Com	742718109	47461	699088	SH	SOLE	579600	948	118540
PROSHARES ULTRASHORT	Com	74347B201	222	3501	SH	SOLE	2687	349	465
PROSHARES ULTRASHORT	Com	74347B300	689	12740	SH	SOLE	1700	9440	1600
PROSHARES SHORT	Com	74347R503	1831	53793	SH	SOLE	42843	0	10950
PROSHARES ULTRASHORT	Com	74347X237	1064	35884	SH	SOLE	35460	0	424
PROSHARES SHORT	Com	74347X658	200	5637	SH	SOLE	5637	0	0
PROSHARES ULTRASHORT	Com	74348A202	234	9225	SH	SOLE	9225	0	0
PROSHARES ULTRAPRO	Com	74348A632	241	6385	SH	SOLE	0	6198	187
PROSPECT CAPITAL CORP	Com	74348T102	290	26698	SH	SOLE	24698	0	2000
PRUDENTIAL FINANCIAL INC	Com	744320102	478	8964	SH	SOLE	4548	0	4416
PUBLIC SERVICE	Com	744573106	781	25519	SH	SOLE	21026	0	4493
PULTEGROUP INC	Com	745867101	201	11050	SH	SOLE	2125	0	8925
PUTNAM MUNICIPAL	Com	746922103	478	36879	SH	SOLE	36210	0	669
QUAKER CHEMICAL CORP	Com	747316107	341	6337	SH	SOLE	5895	0	442
QR ENERGY LTD	Units	74734R108	389	23450	SH	SOLE	20550	0	2900
QUALCOMM INC	Com	747525103	8495	137334	SH	SOLE	111567	40	25727
QUANTA SERVICES INC	Com	74762E102	10275	376510	SH	SOLE	295459	5362	75689
QUEST DIAGNOSTICS INC	Com	74834L100	1091	18728	SH	SOLE	16549	193	1986
QUESTAR CORP	Com	748356102	239	12085	SH	SOLE	10665	0	1420
QUESTOR PHARMACEUTICAL	Com	74835Y101	3992	149384	SH	SOLE	144577	132	4675
RPM INTERNATIONAL INC	Com	749685103	527	17953	SH	SOLE	13253	0	4700
RACKSPACE INC	Com	750086100	2527	34019	SH	SOLE	22341	0	11678
RADIOSHACK CORP	Com	750438103	48	22500	SH	SOLE	22500	0	0
RAMCO-GERSHENSON PPTY *	Com	751452202	582	43699	SH	SOLE	14640	14371	14688
RAMCO-GERSHENSON PPTYS	Pfd	751452608	229	4307	SH	SOLE	3775	0	532
RANGE RESOURCES CORP	Com	75281A109	1054	16779	SH	SOLE	10761	0	6018
RAYONIER INC *	Com	754907103	6848	132131	SH	SOLE	115543	8002	8586
RAYTHEON COMPANY NEW	Com	755111507	6586	114418	SH	SOLE	40116	95	74207
REALTY INCOME CORP *	Com	756109104	259	6439	SH	SOLE	5739	0	700
REAVES UTILITY INCOME	Com	756158101	913	38335	SH	SOLE	36285	0	2050
RED HAT INC	Com	756577102	441	8335	SH	SOLE	8335	0	0
REGAL ENTERTAINMENT GRP	Com	758766109	229	16451	SH	SOLE	0	12281	4170
REGENCY ENERGY PARTNERS	Units	75885Y107	280	12934	SH	SOLE	11934	0	1000
REGIONS FINANCIAL	Com	7591EP100	176	24746	SH	SOLE	23469	1277	0
REINSURANCE GROUP	Com	759351604	3142	58704	SH	SOLE	54113	44	4547
REPUBLIC SERVICES INC	Com	760759100	1169	39851	SH	SOLE	34881	0	4970
RESEARCH IN MOTION	Com	760975102	193	16300	SH	SOLE	13000	0	3300
RESOLUTE FOREST PRODS	Com	76117W109	236	17859	SH	SOLE	10500	0	7359
REVENUESHARES	Com	761396209	2002	62416	SH	SOLE	44433	0	17983
REX ENERGY CORP	Com	761565100	946	72676	SH	SOLE	52601	0	20075
REYNOLDS AMERICAN INC	Com	761713106	2038	49203	SH	SOLE	44691	60	4452
RIO TINTO PLC	Com	767204100	376	6473	SH	SOLE	5631	72	770
ROBERT HALF INTL INC	Com	770323103	245	7715	SH	SOLE	7707	0	8
ROCKWELL AUTOMATION INC	Com	773903109	874	10409	SH	SOLE	7554	0	2855
ROCKWELL COLLINS INC DE	Com	774341101	642	11035	SH	SOLE	7835	0	3200
ROCKWOOD HOLDINGS INC	Com	774415103	312	6300	SH	SOLE	6300	0	0
ROGERS COMMUNICATIONS	Com	775109200	1738	38181	SH	SOLE	35193	0	2988
ROPER INDUSTRIES INC NEW	Com	776696106	404	3625	SH	SOLE	0	0	3625
ROSETTA RESOURCES INC	Com	777779307	3025	66738	SH	SOLE	62638	49	4051
ROSS STORES INC	Com	778296103	359	6642	SH	SOLE	6542	0	100
ROYAL BANK CANADA	Com	780087102	324	5380	SH	SOLE	4880	0	500
ROYAL BANK SCOTLAND PLC	Pfd	78009L209	447	18033	SH	SOLE	17357	0	676
ROYAL BANK SCOTLAND PLC	Pfd	78009L308	722	26062	SH	SOLE	24640	0	1422
ROYAL BANK SCOTLAND PLC	Pfd	78009L407	229	7783	SH	SOLE	7508	0	275
ROYAL DUTCH SHELL PLC	Com	780259107	962	13568	SH	SOLE	12256	0	1312
ROYAL DUTCH SHELL PLC	Com	780259206	18295	265330	SH	SOLE	248970	1867	14493
ROYAL GOLD INC	Com	780287108	1126	13835	SH	SOLE	13345	0	490
ROYCE FOCUS TRUST INC	Com	78080N108	432	65381	SH	SOLE	52646	0	12735
ROYCE VALUE TRUST INC	Com	780910105	1646	122684	SH	SOLE	119184	0	3500
ROYCE MICRO-CAP TRUST	Com	780915104	133	14040	SH	SOLE	14040	0	0
RYDER SYSTEM INC	Com	783549108	214	4291	SH	SOLE	2021	0	2270
RYDEX GUGGENHEIM S&P 500	Com	78355W106	14422	270482	SH	SOLE	264262	0	6220
RYDEX GUGGENHEIM RUSSELL	Com	78355W205	5988	58150	SH	SOLE	56358	0	1792
RYDEX GUGGENHEIM S&P 500	Com	78355W403	255	5179	SH	SOLE	2345	0	2834
RYDEX GUGGENHEIM S&P	Com	78355W510	399	12246	SH	SOLE	12246	0	0
RYDEX GUGGENHEIM RUSSELL	Com	78355W577	538	15301	SH	SOLE	14160	0	1141
RYDEX GUGGENHEIM S&P	Com	78355W601	591	6473	SH	SOLE	6473	0	0

RYDEX GUGGENHEIM S&P	Com	78355W874	282	4074	SH	SOLE	3440	0	634
RYDEX GUGGENHEIM S&P	Com	78355W882	544	9644	SH	SOLE	8595	0	1049
SBA COMMUNICATIONS CORP	Com	78388J106	3939	55499	SH	SOLE	53441	43	2015
SEI INVESTMENTS COMPANY	Com	784117103	257	11000	SH	SOLE	0	0	11000
SM ENERGY COMPANY	Com	78454L100	473	9067	SH	SOLE	9067	0	0
SPDR S&P 500 ETF	Com	78462F103	193380	1357907	SH	SOLE	1315609	791	41507
SPDR GOLD TRUST	Com	78463V107	53295	328943	SH	SOLE	289548	1978	37417
SPDR EURO STOXX 50 ETF	Com	78463X202	408	11780	SH	SOLE	10855	0	925
SPDR S&P EMERGING	Com	78463X707	713	9602	SH	SOLE	7703	0	1899
SPDR S&P INTL	Com	78463X772	445	9254	SH	SOLE	8573	0	681
SPDR S&P EMERGING	Com	78463X806	584	7896	SH	SOLE	7588	0	308
SPDR DOW JONES INTL	Com	78463X863	1031	24929	SH	SOLE	23711	0	1218
SPDR S&P WORLD EX US ETF	Com	78463X889	377	14900	SH	SOLE	14900	0	0
SPDR NUVEEN BARCLAYS	Com	78464A276	1407	22862	SH	SOLE	22792	0	70
SPDR WELLS FARGO	Com	78464A292	978	21747	SH	SOLE	21164	330	253
SPDR BARCLAYS CAPITAL	Com	78464A359	379	9393	SH	SOLE	9393	0	0
SPDR BARCLAYS CAPITAL	Com	78464A367	935	22738	SH	SOLE	22268	0	470
SPDR BARCLAYS CAPITAL	Com	78464A391	1178	36490	SH	SOLE	36351	0	139
SPDR BARCLAYS CAPITAL	Com	78464A417	34380	844499	SH	SOLE	768856	7165	68478
SPDR SERIES TRUST	Com	78464A425	4859	199891	SH	SOLE	188485	8137	3269
SPDR NUVEEN BARCLAYS	Com	78464A458	4508	185992	SH	SOLE	174281	7044	4667
SPDR BARCLAYS CAPITAL	Com	78464A474	1581	51475	SH	SOLE	48475	0	3000
SPDR DB INTL GOVERNMENT	Com	78464A490	1924	30282	SH	SOLE	29412	0	870
SPDR BARCLAYS INTL	Com	78464A516	5982	98048	SH	SOLE	86758	1056	10234
SPDR SERIES TRUST	Com	78464A607	3162	43339	SH	SOLE	8281	0	35058
SPDR BARCLAYS CAPITAL	Com	78464A664	330	4710	SH	SOLE	4710	0	0
SPDR SERIES TRUST	Com	78464A714	469	7524	SH	SOLE	6956	0	568
SPDR SERIES TRUST	Com	78464A730	729	13480	SH	SOLE	12945	0	535
SPDR SERIES TRUST	Com	78464A748	1498	43282	SH	SOLE	42089	0	1193
SPDR SERIES TRUST	Com	78464A763	1654	28432	SH	SOLE	27367	0	1065
SPDR SERIES TRUST	Com	78464A870	482	5486	SH	SOLE	5320	0	166
SPDR SERIES TRUST	Com	78464A888	316	11870	SH	SOLE	9020	0	2850
SPDR DOW JONES	Com	78467X109	1190	9110	SH	SOLE	8486	0	624
SPDR S&P MID CAP 400 ETF	Com	78467Y107	2487	13389	SH	SOLE	13214	0	175
ST JOE COMPANY	Com	790148100	409	17721	SH	SOLE	16997	0	724
SAINT JUDE MEDICAL INC	Com	790849103	367	10143	SH	SOLE	5590	0	4553
SALESFORCE.COM INC	Com	79466L302	655	3897	SH	SOLE	2885	17	995
SALIENT MLP & ENERGY	Com	79471T100	354	14100	SH	SOLE	13000	0	1100
SANDISK CORP	Com	80004C101	202	4650	SH	SOLE	2450	0	2200
SANDRIDGE ENERGY INC	Com	80007P307	2687	423125	SH	SOLE	321855	0	101270
SANOPI SPON ADR	Com	80105N105	1096	23127	SH	SOLE	19238	0	3889
SAP AG	Com	80305A204	222	2759	SH	SOLE	2759	0	0
SASOL LIMITED	Com	803866300	264	6100	SH	SOLE	4700	0	1400
SCHEIN HENRY INC	Com	806407102	6094	75776	SH	SOLE	60914	0	14862
SCHLUMBERGER LTD	Com	806857108	5610	80955	SH	SOLE	66998	105	13852
SCHWAB CHARLES CORP NEW	Com	808513105	698	48621	SH	SOLE	48576	0	45
SEACHANGE INTL INC	Com	811699107	173	17900	SH	SOLE	16900	0	1000
SEACOAST BANKING CORP FL	Com	811707306	46	28700	SH	SOLE	28700	0	0
SECTOR MATERIALS SELECT	Com	81369Y100	1137	30298	SH	SOLE	27453	1405	1440
SECTOR HEALTHCARE	Com	81369Y209	2096	52561	SH	SOLE	46209	1315	5037
SECTOR CONSUMER STAPLES	Com	81369Y308	2834	81196	SH	SOLE	77661	1501	2034
SECTOR CONSUMER	Com	81369Y407	1837	38726	SH	SOLE	34958	1119	2649
SECTOR ENERGY SELECT	Com	81369Y506	2075	29049	SH	SOLE	25880	739	2430
SECTOR FINANCIAL SELECT	Com	81369Y605	3885	237045	SH	SOLE	224968	6092	5985
SECTOR INDUSTRIAL	Com	81369Y704	940	24811	SH	SOLE	22098	1387	1326
SECTOR TECHNOLOGY	Com	81369Y803	2147	74407	SH	SOLE	66621	3468	4318
SELECT UTILITIES SELECT	Com	81369Y886	606	17344	SH	SOLE	17044	0	300
SELECT COMFORT CORP	Com	81616X103	3149	120311	SH	SOLE	116559	85	3667
SENIOR HOUSING *	Com	81721M109	20560	869732	SH	SOLE	800844	15298	53590
SENOMYX INC	Com	81724Q107	20	11900	SH	SOLE	11900	0	0
SEQUENOM INC	Com	817337405	146	31000	SH	SOLE	0	0	31000
SERVICE CORP INTL	Com	817565104	3821	276692	SH	SOLE	265660	209	10823
SHAW COMMUNICATIONS INC	Com	82028K200	213	9250	SH	SOLE	8750	0	500
SHERWIN WILLIAMS CO	Com	824348106	305	1982	SH	SOLE	1633	0	349
SIEMENS A G SPONS ADR	Com	826197501	1379	12597	SH	SOLE	12338	0	259
SIGMA ALDRICH CORP	Com	826552101	5368	72959	SH	SOLE	58019	42	14898
SIGNATURE BANK	Com	82669G104	1636	22926	SH	SOLE	22188	0	738
SILICONWARE PRECISION	Com	827084864	4505	843581	SH	SOLE	750567	0	93014
SILVER WHEATON CORP	Com	828336107	1303	36110	SH	SOLE	29023	0	7087
SIMON PROPERTY GROUP *	Com	828806109	3220	20368	SH	SOLE	18341	0	2027
SIRIUS XM RADIO INC	Com	82967N108	359	124179	SH	SOLE	109451	0	14728
SMITH & NEPHEW PLC NEW	Com	83175M205	981	17708	SH	SOLE	17499	62	147
SMUCKER JM COMPANY NEW	Com	832696405	2259	26194	SH	SOLE	17628	4911	3655
SOLAZYME INC	Com	83415T101	91	11600	SH	SOLE	7900	0	3700
SONOCO PRODUCTS CO	Com	835495102	817	27496	SH	SOLE	19498	0	7998
SOUTHERN COMPANY	Com	842587107	16892	394572	SH	SOLE	369649	2753	22170
SOUTHERN COPPER CORP DEL	Com	84265V105	1112	29365	SH	SOLE	28462	0	903
SOUTHWEST AIRLINES	Com	844741108	190	18526	SH	SOLE	6590	0	11936
SOUTHWEST GAS CORP	Com	844895102	202	4762	SH	SOLE	4762	0	0
SOUTHWESTERN ENERGY	Com	845467109	4853	145250	SH	SOLE	120180	0	25070
SPECTRA ENERGY CORP	Com	847560109	1430	52216	SH	SOLE	48996	58	3162
SPECTRA ENERGY PARTNERS	Units	84756N109	342	10955	SH	SOLE	10455	0	500
SPECTRUM PHARMACEUTICALS	Com	84763A108	2724	243504	SH	SOLE	235543	193	7768
SPIRIT AEROSYSTEMS	Com	848574109	189	11109	SH	SOLE	8859	0	2250
SPRINT NEXTEL CORP	Com	852061100	214	37774	SH	SOLE	36124	0	1650

SPROTT PHYSICAL GOLD	Com	85207H104	360	25310	SH	SOLE	23310	0	2000
STAGE STORES INC NEW	Com	85254C305	306	12367	SH	SOLE	11617	0	750
STANLEY BLACK & DECKER	Com	854502101	1251	16915	SH	SOLE	8115	0	8800
STAPLES INC	Com	855030102	1035	90809	SH	SOLE	70235	0	20574
STARBUCKS CORP	Com	855244109	3425	63859	SH	SOLE	47265	30	16564
STARWOOD PROPERTY TRUST*	Com	85571B105	5269	229471	SH	SOLE	179588	10928	38955
STARWOOD HOTELS & *	Com	85590A401	1039	18108	SH	SOLE	10833	0	7275
STATE STREET CORP	Com	857477103	1751	37242	SH	SOLE	32772	277	4193
STEELCASE INC	Com	858155203	4840	379912	SH	SOLE	367775	295	11842
STERICYCLE INC	Com	858912108	1276	13682	SH	SOLE	9707	0	3975
STEWART ENTERPRISES	Com	860370105	1111	145414	SH	SOLE	122702	0	22712
STIFEL FINANCIAL CORP	Com	860630102	1919	60034	SH	SOLE	39009	0	21025
STONERIDGE INC	Com	86183P102	115	22500	SH	SOLE	0	0	22500
STRATEGIC GLOBAL INCOME	Com	862719101	866	78965	SH	SOLE	65127	0	13838
STRYKER CORP	Com	863667101	4342	79196	SH	SOLE	66694	0	12502
STUDENT TRANSPORTATION	Com	86388A108	352	57325	SH	SOLE	20150	0	37175
SUFFOLK BANCORP	Com	864739107	171	13080	SH	SOLE	13080	0	0
SUN HYDRAULICS INC	Com	866942105	846	32435	SH	SOLE	31647	0	788
SUNCOR ENERGY INC NEW	Com	867224107	1453	44065	SH	SOLE	36864	455	6746
SUPER MICRO COMPUTER INC	Com	86800U104	167	16387	SH	SOLE	16387	0	0
SUPERVALU INC	Com	868536103	198	80132	SH	SOLE	73119	0	7013
SWIFT TRANSPORTATION	Com	87074U101	1281	140512	SH	SOLE	104057	0	36455
SYMANTEC CORP	Com	871503108	364	19349	SH	SOLE	15308	0	4041
SYMETRA FINANCIAL CORP	Com	87151Q106	230	17699	SH	SOLE	16626	0	1073
SYNOPLYS INC	Com	871607107	4057	127452	SH	SOLE	123301	101	4050
SYNGENTA AG	Com	87160A100	1953	24176	SH	SOLE	24001	0	175
SYNERGETICS INC	Com	87160G107	112	23252	SH	SOLE	23252	0	0
SYNOVUS FINANCIAL CORP	Com	87161C105	191	78011	SH	SOLE	68011	0	10000
SYNNEX CORP	Com	87162W100	214	6221	SH	SOLE	5831	0	390
SYSCO CORP	Com	871829107	3382	106810	SH	SOLE	99376	469	6965
TC PIPELINES LP UNIT	Units	87233Q108	541	13395	SH	SOLE	12359	0	1036
TCW STRATEGIC INCOME	Com	872340104	1390	259265	SH	SOLE	217990	0	41275
TECO ENERGY INC	Com	872375100	1365	81433	SH	SOLE	67262	3784	10387
TCP CAPITAL CORP	Com	87238Q103	768	52096	SH	SOLE	37205	0	14891
THL CREDIT INC	Com	872438106	352	23832	SH	SOLE	23332	0	500
TJX COMPANIES INC NEW	Com	872540109	5871	138294	SH	SOLE	118971	0	19323
TW TELECOM INC	Com	87311L104	221	8695	SH	SOLE	8695	0	0
TAIWAN SEMICONDUCTOR	Com	874039100	18046	1051639	SH	SOLE	920352	0	131287
TALISMAN ENERGY INC	Com	87425E103	4121	363730	SH	SOLE	326242	53	37435
TARGA RESOURCES PARTNERS	Units	87611X105	254	6797	SH	SOLE	6700	0	97
TARGET CORP	Com	87612E106	4194	70882	SH	SOLE	50766	6236	13880
TARGA RES CORP	Com	87612G101	776	14678	SH	SOLE	14557	0	121
TASER INTERNATIONAL INC	Com	87651B104	452	50508	SH	SOLE	50208	0	300
TECHNE CORP	Com	878377100	266	3899	SH	SOLE	1847	52	2000
TECK RESOURCES LTD CL B	Com	878742204	328	9021	SH	SOLE	8469	0	552
TELEFONICA BRASIL SA	Com	87936R106	443	18426	SH	SOLE	18276	0	150
TELEPHONE & DATA SYS INC	Com	879433829	17074	771179	SH	SOLE	628950	0	142229
TELUS CORP	Com	87971M202	327	5014	SH	SOLE	4614	0	400
TEMPLETON DRAGON	Com	88018T101	1372	48229	SH	SOLE	46106	0	2123
TEMPLETON EMERGING	Com	880192109	203	11726	SH	SOLE	10726	0	1000
TEMPLETON GLOBAL INCOME	Com	880198106	2521	267026	SH	SOLE	216295	0	50731
TEMPUR PEDIC INTL INC	Com	88023U101	2502	79460	SH	SOLE	66925	198	12337
TERRA NITROGEN CO LP	Units	881005201	246	1151	SH	SOLE	1116	0	35
TERRITORIAL BANCORP INC	Com	88145X108	277	12119	SH	SOLE	9919	0	2200
TESORO CORP	Com	881609101	1085	24625	SH	SOLE	23569	0	1056
TEVA PHARMACEUTICAL INDS	Com	881624209	3600	96415	SH	SOLE	77019	0	19396
TETRA TECH INC NEW	Com	88162G103	2363	89283	SH	SOLE	74343	237	14703
TEUCURIUM COMMODITY TR	Com	88166A201	147	12700	SH	SOLE	12405	0	295
TEXAS INSTRUMENTS INC	Com	882508104	7162	231862	SH	SOLE	37620	0	194242
TEXTRON INC	Com	883203101	6046	243870	SH	SOLE	8385	0	235485
THERATECHNOLOGIES INC	Com	88338H100	24	74700	SH	SOLE	64700	0	10000
THERMO FISHER	Com	883556102	598	9383	SH	SOLE	8525	0	858
3D SYSTEMS CORP DEL NEW	Com	88554D205	256	4800	SH	SOLE	600	0	4200
3M COMPANY	Com	88579Y101	4003	43113	SH	SOLE	36205	57	6851
THRESHOLD	Com	885807206	46	10950	SH	SOLE	9200	0	1750
TIM HORTONS INC	Com	88706M103	807	16404	SH	SOLE	16204	55	145
TIME WARNER INC NEW	Com	887317303	14998	313573	SH	SOLE	268709	0	44864
TIME WARNER CABLE INC	Com	88732J207	1206	12409	SH	SOLE	11865	0	544
TIMKEN COMPANY	Com	887389104	7285	152300	SH	SOLE	102719	69	49512
TITAN INTERNATIONAL INC	Com	88830M102	3340	153794	SH	SOLE	149300	109	4385
TORONTO DOMINION BANK	Com	891160509	287	3399	SH	SOLE	3024	0	375
TORTOISE POWER & ENERGY	Com	89147X104	273	10834	SH	SOLE	10834	0	0
TORTOISE PIPELINE &	Com	89148H108	222	9100	SH	SOLE	8600	0	500
TOTAL S A	Com	89151E109	21115	405988	SH	SOLE	369951	6287	29750
TOWER WATSON & COMPANY	Com	891894107	228	4063	SH	SOLE	4063	0	0
TOTAL SYSTEMS SERVICES	Com	891906109	458	21366	SH	SOLE	21366	0	0
TOYOTA MOTOR CORP	Com	892331307	435	4670	SH	SOLE	3996	610	64
TRANSCANADA CORP	Com	89353D107	466	9851	SH	SOLE	5026	0	4825
TRAVELCENTERS OF AMERICA	Com	894174101	81	17175	SH	SOLE	4175	0	13000
TRAVELERS COMPANIES INC	Com	89417E109	687	9565	SH	SOLE	8164	50	1351
TRIANGLE CAPITAL CORP	Com	895848109	412	16165	SH	SOLE	15365	0	800
TRIANGLE PETROLEUM CORP	Com	89600B201	66	11000	SH	SOLE	11000	0	0
TRIMBLE NAVIGATION LTD	Com	896239100	281	4700	SH	SOLE	0	0	4700
TRINITY BIOTECH PLC	Com	896438306	255	17678	SH	SOLE	17678	0	0
TRINITY INDUSTRIES INC	Note	896522AF6	92	91687	PRN	SOLE	58143	0	33544

TRIQUINT SEMICONDUCTOR	Com	89674K103	52	10800	SH	SOLE	300	0	10500
TRIUMPH GROUP INC	Com	896818101	2932	44901	SH	SOLE	34413	100	10388
TUPPERWARE BRANDS CORP	Com	899896104	429	6699	SH	SOLE	5833	0	866
TWIN DISC INC	Com	901476101	190	10922	SH	SOLE	10337	0	585
TWO HARBORS INVESTMENT	Com	90187B101	3761	339465	SH	SOLE	326036	238	13191
UBS AG JERSEY BRANCH E	Com	902641620	271	9487	SH	SOLE	9386	0	101
UDR INC	Com	902653104	244	10249	SH	SOLE	8374	0	1875
UGI CORP NEW	Com	902681105	4603	140712	SH	SOLE	136490	71	4151
U S BANCORP DE	NEW	902973304	3073	96221	SH	SOLE	75079	264	20878
UNILEVER PLC	Com	904767704	861	22228	SH	SOLE	15921	0	6307
UNILEVER N V	Com	904784709	260	6791	SH	SOLE	6731	60	0
UNION PACIFIC CORP	Com	907818108	2109	16778	SH	SOLE	14662	0	2116
UNITED CONTINENTAL HLDGS	Com	910047109	217	9271	SH	SOLE	8761	0	510
UNITED NATURAL FOODS	Com	911163103	774	14452	SH	SOLE	12302	0	2150
UNITED PARCEL SERVICE	Com	911312106	3059	41495	SH	SOLE	38139	28	3328
UNITED RENTALS INC	Com	911363109	4451	97775	SH	SOLE	94521	76	3178
UNITED TECHNOLOGIES CORP	Com	913017109	13605	165900	SH	SOLE	146555	60	19285
UNITED TECHNOLOGIES CORP	Pfd	913017117	661	11861	SH	SOLE	8686	0	3175
UNITEDHEALTH GROUP INC	Com	91324P102	23249	428632	SH	SOLE	385979	0	42653
UNIVERSAL HEALTH	Com	913903100	4485	92766	SH	SOLE	88628	345	3793
URANERZ ENERGY CORP	Com	91688T104	21	14825	SH	SOLE	0	0	14825
V F CORP	Com	918204108	2977	19718	SH	SOLE	19369	0	349
VALASSIS COMMUNICATIONS	Com	918866104	252	9764	SH	SOLE	9764	0	0
VALERO ENERGY CORP	Com	91913Y100	535	15682	SH	SOLE	13665	0	2017
VALMONT INDUSTRIES INC	Com	920253101	6583	48207	SH	SOLE	41976	0	6231
VALSPAR CORP	Com	920355104	2660	42635	SH	SOLE	30386	0	12249
VALUECLICK INC	Com	92046N102	882	45447	SH	SOLE	38636	743	6068
VANGUARD DIVIDEND	Com	921908844	539	9047	SH	SOLE	9047	0	0
VANGUARD MEGA CAP 300	Com	921910873	560	11462	SH	SOLE	9182	0	2280
VANGUARD INTERMEDIATE	Com	921937819	6316	71572	SH	SOLE	69170	0	2402
VANGUARD SHORT TERM	Com	921937827	2161	26686	SH	SOLE	26372	0	314
VANGUARD TOTAL BOND	Com	921937835	2281	27150	SH	SOLE	23546	0	3604
VANGUARD HIGH DIVIDEND	Com	921946406	1802	36486	SH	SOLE	35606	0	880
VANGUARD FTSE ALL WORLD	Com	922042775	31458	687607	SH	SOLE	601295	6227	80085
VANGUARD FTSE EMERGING	Com	922042858	27122	609082	SH	SOLE	572607	358	36117
VANGUARD HEALTH CARE ETF	Com	92204A504	1282	17887	SH	SOLE	17090	0	797
VANGUARD INDUSTRIALS ETF	Com	92204A603	582	8172	SH	SOLE	6898	0	1274
VANGUARD INFORMATION	Com	92204A702	990	14323	SH	SOLE	12009	0	2314
VANGUARD NATURAL RES	Com	92205F106	336	12925	SH	SOLE	12600	0	325
VANGUARD SHORT TERM CORP	Com	92206C409	3845	47866	SH	SOLE	47133	0	733
VANGUARD INTERMEDIATE	Com	92206C870	234	2668	SH	SOLE	2388	0	280
VARIAN MEDICAL	Com	92220P105	6581	93692	SH	SOLE	81815	0	11877
VECTREN CORP	Com	92240G101	1263	42963	SH	SOLE	38698	0	4265
VANGUARD S&P 500	Com	922908413	13971	214311	SH	SOLE	197510	0	16801
VANGUARD REIT INDEX ETF	Com	922908553	15089	229314	SH	SOLE	225214	0	4100
VANGUARD SMALL CAP	Com	922908595	1361	15291	SH	SOLE	12446	0	2845
VANGUARD SMALL CAP VALUE	Com	922908611	276	3805	SH	SOLE	3805	0	0
VANGUARD GROWTH ETF	Com	922908736	1317	18507	SH	SOLE	17337	0	1170
VANGUARD VALUE ETF	Com	922908744	554	9428	SH	SOLE	9143	0	285
VANGUARD SMALL CAP ETF	Com	922908751	244	3014	SH	SOLE	2729	0	285
VANGUARD TOTAL STOCK	Com	922908769	3649	49800	SH	SOLE	8322	0	41478
VERIZON COMMUNICATIONS	Com	92343V104	36935	853603	SH	SOLE	697665	3510	152428
VIACOM INC NEW CL A	Com	92553P102	3992	73550	SH	SOLE	66195	0	7355
VIACOM INC CL B NEW	Com	92553P201	25165	477143	SH	SOLE	385138	0	92005
VICAL INC	Com	925602104	36	12400	SH	SOLE	10000	0	2400
VIRGIN MEDIA INC	Com	92769L101	221	6000	SH	SOLE	5087	0	913
VIROPHARMA INC	Com	928241108	325	14271	SH	SOLE	10781	0	3490
VISA INC CLASS A	Com	92826C839	7587	50055	SH	SOLE	43676	72	6307
VITRAN INC	Com	92850E107	51	10485	SH	SOLE	4000	0	6485
VODAFONE GROUP PLC NEW	Com	92857W209	23018	913795	SH	SOLE	794353	0	119442
VULCAN MATERIALS COMPANY	Com	929160109	578	11110	SH	SOLE	9008	0	2102
W P CAREY INC	Com	92936U109	2425	46499	SH	SOLE	30050	0	16449
WAL-MART STORES INC	Com	931142103	23492	344302	SH	SOLE	304237	236	39829
WALGREEN COMPANY	Com	931422109	5875	158743	SH	SOLE	137424	339	20980
WASHINGTON REAL ESTATE *	Com	939653101	924	35351	SH	SOLE	33088	0	2263
WASTE MANAGEMENT INC DEL	Com	94106L109	16268	482163	SH	SOLE	445935	3974	32254
WATERS CORP	Com	941848103	446	5118	SH	SOLE	3519	0	1599
WATSON PHARM INC	Com	942683103	1843	21428	SH	SOLE	18490	0	2938
WELLPOINT INC	Com	94973V107	4476	73480	SH	SOLE	59736	0	13744
WELLS FARGO & CO NEW	Com	949746101	11108	324977	SH	SOLE	268758	31	56188
WELLS FARGO & COMPANY	Pfd	949746804	691	564	SH	SOLE	464	100	0
WELLS FARGO ADVANTAGE	Com	94987D101	362	22396	SH	SOLE	1870	20026	500
WESTAR ENERGY INC	Com	95709T100	439	15354	SH	SOLE	15354	0	0
WESTERN ASSET PREMIER	Com	957664105	248	15942	SH	SOLE	14142	0	1800
WESTERN ASSET GLOBAL *	Com	95766B109	345	25054	SH	SOLE	25054	0	0
WESTERN ASSET HIGH *	Com	95766J102	797	82467	SH	SOLE	81146	0	1321
WESTERN ASSET HIGH *	Com	95766K109	102	15807	SH	SOLE	15807	0	0
WESTERN ASSET MANAGED *	Com	95766M105	635	44211	SH	SOLE	44211	0	0
WESTERN ASSET MUNICIPAL*	Com	95766P108	195	11325	SH	SOLE	8825	0	2500
WESTERN ASSET/CLAYMORE	Com	95766R104	247	18693	SH	SOLE	9968	0	8725
WESTERN ASSET MORTGAGE	Com	95790D105	279	14120	SH	SOLE	13670	0	450
WESTERN DIGITAL CORP	Com	958102105	7575	178270	SH	SOLE	50345	0	127925
WESTERN GAS PARTNERS	Units	958254104	207	4345	SH	SOLE	4123	0	222
WESTERN UNION COMPANY	Com	959802109	360	26446	SH	SOLE	16446	0	10000
WESTLAKE CHEMICAL CORP	Com	960413102	378	4764	SH	SOLE	4469	0	295

WHITEHORSE FINANCE INC	Com	96524V106	208	14050	SH	SOLE	12050	0	2000
WHITING PETROLEUM	Com	966387102	1895	43702	SH	SOLE	37630	0	6072
WHOLE FOODS MARKET INC	Com	966837106	2943	32281	SH	SOLE	28002	1945	2334
WILEY JOHN & SONS CL A	Com	968223206	1309	33633	SH	SOLE	33266	65	302
WILLIAMS COS INC DEL	Com	969457100	4914	150099	SH	SOLE	139194	78	10827
WILLIAMS PARTNERS L P	Units	96950F104	1173	24101	SH	SOLE	19386	0	4715
WINDSTREAM CORP	Com	97381W104	1412	170585	SH	SOLE	117347	0	53238
WISDOMTREE TOTAL	Com	97717W109	391	7266	SH	SOLE	6430	0	836
WISDOMTREE EQUITY INCOME	Com	97717W208	1362	29730	SH	SOLE	28403	0	1327
WISDOMTREE EMERGING	Com	97717W281	318	6429	SH	SOLE	6360	0	69
WISDOMTREE EMERGING	Com	97717W315	566	9893	SH	SOLE	8876	0	1017
WISDOMTREE DIVIDEND	Com	97717W406	827	14888	SH	SOLE	13488	0	1400
WISDOMTREE MID CAP	Com	97717W505	362	6301	SH	SOLE	6146	0	155
WISDOMTREE SMALL CAP	Com	97717W604	448	8799	SH	SOLE	8138	0	661
WISDOMTREE DEFA ETF	Com	97717W703	292	6277	SH	SOLE	5963	0	314
WISDOMTREE INTL MID CAP	Com	97717W778	413	8212	SH	SOLE	5846	0	2366
WISDOMTREE TRUST	Com	97717X867	360	6726	SH	SOLE	6638	0	88
WRIGHT MEDICAL GROUP INC	Note	98235TAA5	49	48786	PRN	SOLE	36838	0	11948
WYNDHAM WORLDWIDE CORP	Com	98310W108	332	6242	SH	SOLE	5657	0	585
WYNN RESORTS LIMITED	Com	983134107	215	1913	SH	SOLE	1893	20	0
XCEL ENERGY INC	Com	98389B100	290	10863	SH	SOLE	7784	0	3079
XEROX CORP	Com	984121103	1062	155655	SH	SOLE	133280	0	22375
YAMANA GOLD INC	Com	98462Y100	490	28497	SH	SOLE	25747	0	2750
YUM BRANDS INC	Com	988498101	2578	38823	SH	SOLE	34349	2542	1932
ZIMMER HOLDINGS INC	Com	98956P102	458	6869	SH	SOLE	5569	0	1300
ZOGENIX INC	Com	98978L105	22	16200	SH	SOLE	16200	0	0
ZWEIG TOTAL RETURN FUND	Com	989837208	2110	171389	SH	SOLE	162529	0	8860
TESORO CORP	Call	Error	108475	2462533	SH	CALL SOLE	2356933	0	105600
AON PLC CL A	Com	G0408V102	4001	71952	SH	SOLE	62529	336	9087
ASSURED GUARANTY LIMITED	Com	G0585R106	213	15000	SH	SOLE	13000	0	2000
ENERGY XXI BERMUDA LTD	Com	G10082140	2676	83197	SH	SOLE	80495	66	2636
ACCENTURE PLC IRELAND	Com	G1151C101	4696	70614	SH	SOLE	66097	0	4517
BUNGE LIMITED	Com	G16962105	796	10951	SH	SOLE	9991	0	960
COVIDIEN PLC NEW	Com	G2554F113	763	13222	SH	SOLE	11497	0	1725
EATON CORP PLC	Com	G29183103	6363	117449	SH	SOLE	108152	54	9243
ENSCO PLC CL A	Com	G3157S106	514	8664	SH	SOLE	7482	0	1182
HOLLYSYS AUTOMATION	Com	G45667105	138	11600	SH	SOLE	10800	0	800
INGERSOLL RAND PLC	Com	G47791101	350	7303	SH	SOLE	4140	55	3108
INVESCO LTD SHARES	Com	G491BT108	2900	111157	SH	SOLE	93442	274	17441
JAZZ PHARMACEUTICALS PLC	Com	G50871105	647	12150	SH	SOLE	10625	246	1279
LAZARD LTD SHARES A	Units	G54050102	410	13751	SH	SOLE	13751	0	0
MARVELL TECHNOLOGY	Com	G5876H105	2879	396478	SH	SOLE	238597	778	157103
MICHAEL KORS HLDGS LTD	Com	G60754101	543	10632	SH	SOLE	9933	0	699
SEADRILL LTD	Com	G7945E105	3420	92925	SH	SOLE	85043	0	7882
SEAGATE TECHNOLOGY PLC	Com	G7945M107	19383	637164	SH	SOLE	590214	5040	41910
SINA CORP	Com	G81477104	201	4010	SH	SOLE	2657	0	1353
TEXTAINER GROUP HOLDINGS	Com	G8766E109	223	7075	SH	SOLE	6775	0	300
GOLAR LNG LTD	Com	G9456A100	602	16378	SH	SOLE	13278	0	3100
WHITE MOUNTAINS	Com	G9618E107	650	1262	SH	SOLE	962	0	300
XYRATEX LTD	Com	G98268108	1160	137951	SH	SOLE	4200	0	133751
XL GROUP PLC	Com	G98290102	2673	106648	SH	SOLE	89811	243	16594
ACE LTD	Com	H0023R105	2815	35276	SH	SOLE	31679	0	3597
ALLIED WORLD ASSURANCE	Com	H01531104	231	2930	SH	SOLE	2742	0	188
WEATHERFORD INTL LTD REG	Com	H27013103	136	12138	SH	SOLE	8795	168	3175
FOSTER WHEELER AG	Com	H27178104	617	25350	SH	SOLE	8450	0	16900
LOGITECH INTL SA	Com	H50430232	1511	200409	SH	SOLE	2700	0	197709
PENTAIR LTD	Com	H6169Q108	953	19398	SH	SOLE	15044	0	4354
TRANSOCEAN LIMITED	Com	H8817H100	1215	27207	SH	SOLE	17209	55	9943
TYCO INTERNATIONAL LTD	Com	H89128104	1267	43331	SH	SOLE	42109	30	1192
CHECK POINT SOFTWARE	Com	M22465104	546	11458	SH	SOLE	7963	0	3495
CORE LABORATORIES NV	Com	N22717107	267	2447	SH	SOLE	1435	12	1000
INTERXION HOLDING NV	Com	N47279109	806	33907	SH	SOLE	32782	0	1125
NXP SEMICONDUCTORS N V	Com	N6596X109	224	8523	SH	SOLE	8302	0	221
AVAGO TECHNOLOGIES	Com	Y0486S104	591	18660	SH	SOLE	16320	376	1964
FLEXTRONICS INTL LTD	Com	Y2573F102	816	131331	SH	SOLE	109358	0	21973
GOLAR LNG PARTNERS	Com	Y2745C102	2015	67510	SH	SOLE	8950	0	58560
NAVIS MARITIME HLDGS	Com	Y62196103	62	18500	SH	SOLE	18500	0	0
SEASPAN CORP	Com	Y75638109	430	26838	SH	SOLE	20338	0	6500
TEEKAY LNG PARTNERS	Units	Y8564M105	407	10782	SH	SOLE	10630	0	152

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