

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-14** | Period of Report: **2012-12-31**
SEC Accession No. [0001462020-13-000002](#)

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FILER

Chevy Chase Trust Holdings, Inc.

CIK: **1462020** | IRS No.: **521510202** | State of Incorporation: **MD** | Fiscal Year End: **1231**
Type: **13F-HR** | Act: **34** | File No.: **028-13507** | Film No.: **13526943**

Mailing Address

7501 WISCONSIN AVENUE
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BETHESDA MD 20814

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

Institutional Investment Manager Filing this Report:

Name: Chevy Chase Trust Holdings, Inc.
Address: 7501 Wisconsin Avenue, Suite 1500W
Bethesda, Maryland 20814

13F File Number: 028-13507

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: Kenneth J. Breznay
Title: Managing Director
Phone: 240-497-5066

Signature, Place, and Date of Signing:

Kenneth J. Breznay Bethesda, Maryland January 18, 2012

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: 1038
Form 13F Information Table Value Total: \$10,509,403 (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

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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
3M CO	COM	88579Y101	56232	605618	SH		Other		150663	0	454955
3M CO	COM	88579Y101	1664	17922	SH		Sole		16722	0	1200
3M CO	COM	88579Y101	1860	20032	SH		Defined		8367	0	11665
ABB LTD	SPONSORED ADR	000375204	645	31037	SH		Other		20262	0	10775
ABBOTT LABS	COM	002824100	3152	48128	SH		Defined		19164	0	28964
ABBOTT LABS	COM	002824100	77252	1179414	SH		Other		54185	0	1125229
ABBOTT LABS	COM	002824100	3171	48403	SH		Sole		48403	0	0
ABERCROMBIE & FITCH CO	CL A	002896207	2715	56608	SH		Other		0	0	56608
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	810	12174	SH		Defined		473	0	11701
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	30424	457508	SH		Other		4605	0	452903
ACE LTD	SHS	H0023R105	517	6479	SH		Defined		252	0	6227
ACE LTD	SHS	H0023R105	19353	242517	SH		Other		1720	0	240797

ADAMS EXPRESS CO	COM	006212104	293	27675	SH	Other	0	0	27675
ADOBE SYS INC	COM	00724F101	356	9439	SH	Defined	367	0	9072
ADOBE SYS INC	COM	00724F101	13341	354051	SH	Other	2500	0	351551
ADVANCED MICRO DEVICES INC	COM	007903107	28	11538	SH	Defined	449	0	11089
ADVANCED MICRO DEVICES INC	COM	007903107	1029	428830	SH	Other	0	0	428830
AES CORP	COM	00130H105	4748	443725	SH	Other	2098	0	441627
AES CORP	COM	00130H105	126	11773	SH	Defined	458	0	11315
AES TR III	PFD CV 6.75%	00808N202	223	4500	SH	Other	0	0	4500
AETNA INC NEW	COM	00817Y108	295	6379	SH	Defined	248	0	6131
AETNA INC NEW	COM	00817Y108	11353	245143	SH	Other	6595	0	238548
AFLAC INC	COM	001055102	17842	335886	SH	Other	1958	0	333928
AFLAC INC	COM	001055102	475	8940	SH	Defined	348	0	8592
AGILENT TECHNOLOGIES INC	COM	00846U101	1797	43885	SH	Sole	43885	0	0
AGILENT TECHNOLOGIES INC	COM	00846U101	1383	33788	SH	Defined	27403	0	6385
AGILENT TECHNOLOGIES INC	COM	00846U101	10142	247735	SH	Other	431	0	247304
AGL RES INC	COM	001204106	3374	84403	SH	Other	940	0	83463
AIR PRODS & CHEMS INC	COM	009158106	341	4058	SH	Defined	158	0	3900
AIR PRODS & CHEMS INC	COM	009158106	13106	155981	SH	Other	2074	0	153907
AIRGAS INC	COM	009363102	4655	50993	SH	Other	1182	0	49811
AKAMAI TECHNOLOGIES INC	COM	00971T101	5145	125759	SH	Other	0	0	125759
ALCOA INC	COM	013817101	6578	757848	SH	Other	1600	0	756248
ALCOA INC	COM	013817101	177	20346	SH	Defined	791	0	19555
ALEXION PHARMACEUTICALS INC	COM	015351109	347	3704	SH	Defined	144	0	3560
ALEXION PHARMACEUTICALS INC	COM	015351109	13017	138865	SH	Other	1094	0	137771
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	735	24218	SH	Defined	22252	0	1966
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	2340	77080	SH	Other	0	0	77080
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	998	32886	SH	Sole	32886	0	0
ALLERGAN INC	COM	018490102	538	5864	SH	Defined	228	0	5636
ALLERGAN INC	COM	018490102	20258	220845	SH	Other	2482	0	218363
ALLSTATE CORP	COM	020002101	13727	341725	SH	Other	0	0	341725
ALLSTATE CORP	COM	020002101	1934	48136	SH	Sole	48136	0	0
ALLSTATE CORP	COM	020002101	1680	41824	SH	Defined	32996	0	8828
ALPS ETF TR	ALERIAN MLP	00162Q866	233	14610	SH	Other	0	0	14610
ALTERA CORP	COM	021441100	210	6113	SH	Defined	238	0	5875
ALTERA CORP	COM	021441100	7812	227167	SH	Other	0	0	227167
ALTRIA GROUP INC	COM	02209S103	1214	38611	SH	Defined	1502	0	37109
ALTRIA GROUP INC	COM	02209S103	45656	1452151	SH	Other	14785	0	1437366
AMAZON COM INC	COM	023135106	1734	6910	SH	Defined	269	0	6641
AMAZON COM INC	COM	023135106	64857	258529	SH	Other	1492	0	257037
AMAZON COM INC	COM	023135106	369	1470	SH	Sole	270	0	1200
AMEREN CORP	COM	023608102	5285	172032	SH	Other	95	0	171937
AMERICAN ELEC PWR INC	COM	025537101	265	6200	SH	Sole	6200	0	0
AMERICAN ELEC PWR INC	COM	025537101	395	9252	SH	Defined	360	0	8892
AMERICAN ELEC PWR INC	COM	025537101	25616	600193	SH	Other	253740	0	346453
AMERICAN EXPRESS CO	COM	025816109	1067	18563	SH	Defined	722	0	17841
AMERICAN EXPRESS CO	COM	025816109	40267	700538	SH	Other	6062	0	694476
AMERICAN INTL GROUP INC	COM NEW	026874784	2205	62462	SH	Defined	35410	0	27052
AMERICAN INTL GROUP INC	COM NEW	026874784	37015	1048593	SH	Other	1752	0	1046841
AMERICAN INTL GROUP INC	COM NEW	026874784	1779	50395	SH	Sole	50395	0	0
AMERICAN TOWER CORP NEW	COM	03027X100	582	7538	SH	Defined	293	0	7245
AMERICAN TOWER CORP NEW	COM	03027X100	21826	282463	SH	Other	0	0	282463
AMERIPRISE FINL INC	COM	03076C106	246	3924	SH	Defined	153	0	3771
AMERIPRISE FINL INC	COM	03076C106	9225	147296	SH	Other	1200	0	146096
AMERISOURCEBERGEN CORP	COM	03073E105	463	10711	SH	Defined	6396	0	4315
AMERISOURCEBERGEN CORP	COM	03073E105	7475	173109	SH	Other	6076	0	167033
AMERISOURCEBERGEN CORP	COM	03073E105	733	16987	SH	Sole	16987	0	0
AMGEN INC	COM	031162100	3207	37199	SH	Defined	23138	0	14061
AMGEN INC	COM	031162100	48261	559871	SH	Other	13673	0	546198
AMGEN INC	COM	031162100	3991	46299	SH	Sole	40499	0	5800
AMPHENOL CORP NEW	CL A	032095101	7351	113623	SH	Other	0	0	113623
ANADARKO PETE CORP	COM	032511107	708	9528	SH	Defined	371	0	9157
ANADARKO PETE CORP	COM	032511107	26717	359536	SH	Other	4920	0	354616
ANALOG DEVICES INC	COM	032654105	242	5745	SH	Defined	223	0	5522
ANALOG DEVICES INC	COM	032654105	9003	214056	SH	Other	100	0	213956
AON PLC	SHS CL A	G0408V102	338	6076	SH	Defined	236	0	5840
AON PLC	SHS CL A	G0408V102	12595	226486	SH	Other	99	0	226387
APACHE CORP	COM	037411105	22103	281572	SH	Other	3096	0	278476
APACHE CORP	COM	037411105	586	7460	SH	Defined	290	0	7170
APARTMENT INVT & MGMT CO	CL A	03748R101	2791	103137	SH	Other	0	0	103137
APOLLO GROUP INC	CL A	037604105	1483	70909	SH	Other	16	0	70893
APPLE INC	COM	037833100	9544	17935	SH	Defined	698	0	17237
APPLE INC	COM	037833100	364514	684954	SH	Other	16458	0	668496
APPLE INC	COM	037833100	923	1735	SH	Sole	1185	0	550
APPLIED MATLS INC	COM	038222105	760	66439	SH	Sole	66439	0	0
APPLIED MATLS INC	COM	038222105	777	67877	SH	Defined	45931	0	21946
APPLIED MATLS INC	COM	038222105	9753	852505	SH	Other	796	0	851709
ARCHER DANIELS MIDLAND CO	COM	039483102	344	12555	SH	Defined	488	0	12067
ARCHER DANIELS MIDLAND CO	COM	039483102	15170	553834	SH	Other	75960	0	477874
ASSURANT INC	COM	04621X108	1947	56111	SH	Other	0	0	56111
AT&T INC	COM	00206R102	4848	143805	SH	Defined	39722	0	104083
AT&T INC	COM	00206R102	150417	4462074	SH	Other	425389	0	4036685
AT&T INC	COM	00206R102	2988	88663	SH	Sole	86148	0	2515
ATA INC	SPONS ADR	00211V106	70	10000	SH	Other	10000	0	0
ATMOS ENERGY CORP	COM	049560105	9870	281040	SH	Other	275772	0	5268
ATRION CORP	COM	049904105	206	1050	SH	Other	1050	0	0

AUTODESK INC	COM	052769106	5629	159229	SH	Other	0	0	159229
AUTOMATIC DATA PROCESSING IN	COM	053015103	527	9256	SH	Defined	360	0	8896
AUTOMATIC DATA PROCESSING IN	COM	053015103	26812	470970	SH	Other	122319	0	348651
AUTONATION INC	COM	05329W102	1096	27612	SH	Other	0	0	27612
AUTOZONE INC	COM	053332102	250	704	SH	Defined	27	0	677
AUTOZONE INC	COM	053332102	9276	26171	SH	Other	0	0	26171
AVALONBAY CMNTYS INC	COM	053484101	296	2181	SH	Defined	85	0	2096
AVALONBAY CMNTYS INC	COM	053484101	15643	115370	SH	Other	0	0	115370
AVERY DENNISON CORP	COM	053611109	2464	70575	SH	Other	0	0	70575
AVON PRODS INC	COM	054303102	4463	310772	SH	Other	2000	0	308772
BADGER METER INC	COM	056525108	346	7300	SH	Other	7300	0	0
BAKER HUGHES INC	COM	057224107	342	8382	SH	Defined	326	0	8056
BAKER HUGHES INC	COM	057224107	12726	311545	SH	Other	0	0	311545
BALL CORP	COM	058498106	4958	110801	SH	Other	428	0	110373
BANCOLOMBIA S A	SPON ADR PREF	05968L102	6137	92174	SH	Other	91168	0	1006
BANK NEW YORK MELLON CORP	COM	064058100	21928	853249	SH	Other	25143	0	828106
BANK NEW YORK MELLON CORP	COM	064058100	573	22281	SH	Defined	867	0	21414
BANK OF AMERICA CORPORATION	COM	060505104	2386	205493	SH	Defined	7992	0	197501
BANK OF AMERICA CORPORATION	COM	060505104	89933	7746126	SH	Other	101321	0	7644805
BARD C R INC	COM	067383109	5327	54504	SH	Other	0	0	54504
BAXTER INTL INC	COM	071813109	1058	15867	SH	Sole	15867	0	0
BAXTER INTL INC	COM	071813109	1362	20436	SH	Defined	10369	0	10067
BAXTER INTL INC	COM	071813109	26408	396164	SH	Other	4660	0	391504
BB&T CORP	COM	054937107	388	13340	SH	Defined	519	0	12821
BB&T CORP	COM	054937107	16037	550918	SH	Other	53313	0	497605
BEAM INC	COM	073730103	7139	116859	SH	Other	4107	0	112752
BECTON DICKINSON & CO	COM	075887109	702	8978	SH	Defined	5369	0	3609
BECTON DICKINSON & CO	COM	075887109	21682	277303	SH	Other	132116	0	145187
BECTON DICKINSON & CO	COM	075887109	1252	16022	SH	Sole	16022	0	0
BED BATH & BEYOND INC	COM	075896100	244	4370	SH	Defined	170	0	4200
BED BATH & BEYOND INC	COM	075896100	9136	163412	SH	Other	685	0	162727
BEMIS INC	COM	081437105	2449	73195	SH	Other	0	0	73195
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	670	5	SH	Other	5	0	0
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	4206	46885	SH	Defined	13461	0	33424
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	139692	1557320	SH	Other	254150	0	1303170
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	2049	22838	SH	Other	22838	0	0
BEST BUY INC	COM	086516101	2274	191889	SH	Other	0	0	191889
BHP BILLITON LTD	SPONSORED ADR	088606108	12901	164506	SH	Other	160581	0	3925
BIG LOTS INC	COM	089302103	1172	41181	SH	Other	0	0	41181
BIOGEN IDEC INC	COM	09062X103	660	4510	SH	Defined	175	0	4335
BIOGEN IDEC INC	COM	09062X103	24675	168580	SH	Other	696	0	167884
BLACKROCK ENHANCED EQT DIV T	COM	09251A104	141	19660	SH	Other	0	0	19660
BLACKROCK INC	COM	09247X101	1415	6847	SH	Defined	4548	0	2299
BLACKROCK INC	COM	09247X101	18480	89399	SH	Other	346	0	89053
BLACKROCK INC	COM	09247X101	1238	5990	SH	Sole	5990	0	0
BLOCK H & R INC	COM	093671105	3570	192246	SH	Other	0	0	192246
BMC SOFTWARE INC	COM	055921100	4030	101716	SH	Other	605	0	101111
BOEING CO	COM	097023105	975	12939	SH	Defined	503	0	12436
BOEING CO	COM	097023105	36653	486378	SH	Other	4779	0	481599
BORGWARNER INC	COM	099724106	5987	83594	SH	Other	0	0	83594
BOSTON PROPERTIES INC	COM	101121101	304	2876	SH	Defined	112	0	2764
BOSTON PROPERTIES INC	COM	101121101	11330	107081	SH	Other	0	0	107081
BOSTON SCIENTIFIC CORP	COM	101137107	150	26178	SH	Defined	1018	0	25160
BOSTON SCIENTIFIC CORP	COM	101137107	5575	972933	SH	Other	0	0	972933
BP PLC	SPONSORED ADR	055622104	497	11928	SH	Sole	10028	0	1900
BP PLC	SPONSORED ADR	055622104	474	11393	SH	Other	10018	0	1375
BRISTOL MYERS SQUIBB CO	COM	110122108	290	8893	SH	Sole	7086	0	1807
BRISTOL MYERS SQUIBB CO	COM	110122108	1026	31472	SH	Defined	1224	0	30248
BRISTOL MYERS SQUIBB CO	COM	110122108	38728	1188347	SH	Other	17702	0	1170645
BROADCOM CORP	CL A	111320107	329	9893	SH	Defined	385	0	9508
BROADCOM CORP	CL A	111320107	12263	369264	SH	Other	0	0	369264
BROWN FORMAN CORP	CL B	115637209	6797	107468	SH	Other	0	0	107468
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	7221	114225	SH	Other	0	0	114225
CA INC	COM	12673P105	5222	237588	SH	Other	0	0	237588
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	2284	152910	SH	Other	0	0	152910
CABOT OIL & GAS CORP	COM	127097103	7396	148697	SH	Other	0	0	148697
CAMERON INTERNATIONAL CORP	COM	13342B105	266	4704	SH	Defined	183	0	4521
CAMERON INTERNATIONAL CORP	COM	13342B105	9892	175199	SH	Other	0	0	175199
CAMPBELL SOUP CO	COM	134429109	654	18750	SH	Defined	15466	0	3284
CAMPBELL SOUP CO	COM	134429109	4577	131172	SH	Other	3533	0	127639
CAMPBELL SOUP CO	COM	134429109	738	21153	SH	Sole	21153	0	0
CAPITAL ONE FINL CORP	COM	14040H105	642	11090	SH	Defined	431	0	10659
CAPITAL ONE FINL CORP	COM	14040H105	24148	416843	SH	Other	4082	0	412761
CARDINAL HEALTH INC	COM	14149Y108	9964	241972	SH	Other	146	0	241826
CARDINAL HEALTH INC	COM	14149Y108	544	13213	SH	Sole	13213	0	0
CARDINAL HEALTH INC	COM	14149Y108	421	10224	SH	Defined	3998	0	6226
CAREFUSION CORP	COM	14170T101	4494	157256	SH	Other	0	0	157256
CARMAX INC	COM	143130102	6087	162143	SH	Other	0	0	162143
CARNIVAL CORP	PAIRED CTF	143658300	11753	319631	SH	Other	1970	0	317661
CARNIVAL CORP	PAIRED CTF	143658300	313	8502	SH	Defined	331	0	8171
CATERPILLAR INC DEL	COM	149123101	41929	467916	SH	Other	4178	0	463738
CATERPILLAR INC DEL	COM	149123101	1117	12468	SH	Defined	485	0	11983
CBRE GROUP INC	CL A	12504L109	4255	213794	SH	Other	0	0	213794
CBS CORP NEW	CL B	124857202	429	11266	SH	Defined	438	0	10828
CBS CORP NEW	CL B	124857202	15988	420188	SH	Other	434	0	419754

CELGENE CORP	COM	151020104	633	8065	SH	Defined	314	0	7751
CELGENE CORP	COM	151020104	23606	300824	SH	Other	310	0	300514
CEMENTOS PACASMAYO S A A	SPON ADR REP 5	15126Q109	2372	177513	SH	Other	177513	0	0
CENOVUS ENERGY INC	COM	15135U109	18232	543602	SH	Other	522912	0	20690
CENOVUS ENERGY INC	COM	15135U109	263	7850	SH	Sole	3450	0	4400
CENTERPOINT ENERGY INC	COM	15189T107	5906	306830	SH	Other	0	0	306830
CENTURYLINK INC	COM	156700106	466	11903	SH	Defined	463	0	11440
CENTURYLINK INC	COM	156700106	17470	446578	SH	Other	3903	0	442675
CERNER CORP	COM	156782104	215	2780	SH	Defined	108	0	2672
CERNER CORP	COM	156782104	8027	103559	SH	Other	57	0	103502
CF INDS HLDGS INC	COM	125269100	9175	45162	SH	Other	506	0	44656
CF INDS HLDGS INC	COM	125269100	244	1199	SH	Defined	47	0	1152
CHESAPEAKE ENERGY CORP	COM	165167107	6144	369704	SH	Other	2330	0	367374
CHEVRON CORP NEW	COM	166764100	4035	37315	SH	Defined	1451	0	35864
CHEVRON CORP NEW	COM	166764100	163043	1507703	SH	Other	115081	0	1392622
CHEVRON CORP NEW	COM	166764100	1584	14650	SH	Sole	10650	0	4000
CHIPOTLE MEXICAN GRILL INC	COM	169656105	6719	22589	SH	Other	197	0	22392
CHOICE HOTELS INTL INC	COM	169905106	411	12226	SH	Other	0	0	12226
CHUBB CORP	COM	171232101	14034	186321	SH	Other	700	0	185621
CHUBB CORP	COM	171232101	376	4994	SH	Defined	194	0	4800
CIGNA CORPORATION	COM	125509109	291	5451	SH	Defined	212	0	5239
CIGNA CORPORATION	COM	125509109	10951	204850	SH	Other	2260	0	202590
CINCINNATI FINL CORP	COM	172062101	4063	103756	SH	Other	0	0	103756
CINTAS CORP	COM	172908105	3176	77655	SH	Other	0	0	77655
CISCO SYS INC	COM	17275R102	3758	191271	SH	Defined	93982	0	97289
CISCO SYS INC	COM	17275R102	79567	4049351	SH	Other	267653	0	3781698
CISCO SYS INC	COM	17275R102	2591	131868	SH	Sole	131868	0	0
CITIGROUP INC	COM NEW	172967424	2212	55911	SH	Defined	2175	0	53736
CITIGROUP INC	COM NEW	172967424	82399	2082893	SH	Other	1787	0	2081106
CITRIX SYS INC	COM	177376100	8742	133217	SH	Other	255	0	132962
CITRIX SYS INC	COM	177376100	234	3559	SH	Defined	138	0	3421
CLECO CORP NEW	COM	12561W105	428	10688	SH	Other	9200	0	1488
CLIFFS NATURAL RESOURCES INC	COM	18683K101	3907	101306	SH	Other	0	0	101306
CLOROX CO DEL	COM	189054109	1291	17634	SH	Sole	17634	0	0
CLOROX CO DEL	COM	189054109	919	12551	SH	Defined	10160	0	2391
CLOROX CO DEL	COM	189054109	11132	152033	SH	Other	55634	0	96399
CME GROUP INC	COM	12572Q105	722	14241	SH	Sole	14241	0	0
CME GROUP INC	COM	12572Q105	856	16890	SH	Defined	11270	0	5620
CME GROUP INC	COM	12572Q105	11013	217348	SH	Other	0	0	217348
CMS ENERGY CORP	COM	125896100	4567	187312	SH	Other	300	0	187012
COACH INC	COM	189754104	300	5408	SH	Defined	210	0	5198
COACH INC	COM	189754104	11437	206036	SH	Other	2181	0	203855
COCA COLA CO	COM	191216100	114280	3152559	SH	Other	383458	0	2769101
COCA COLA CO	COM	191216100	547	15100	SH	Sole	15100	0	0
COCA COLA CO	COM	191216100	2666	73542	SH	Defined	2860	0	70682
COCA COLA ENTERPRISES INC NE	COM	19122T109	6110	192556	SH	Other	0	0	192556
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	423	5724	SH	Defined	223	0	5501
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	16007	216657	SH	Other	105	0	216552
COLFAX CORP	COM	194014106	480	11900	SH	Other	11900	0	0
COLGATE PALMOLIVE CO	COM	194162103	329	3150	SH	Sole	3150	0	0
COLGATE PALMOLIVE CO	COM	194162103	885	8468	SH	Defined	329	0	8139
COLGATE PALMOLIVE CO	COM	194162103	40203	384570	SH	Other	68256	0	316314
COMCAST CORP NEW	CL A	20030N101	2331	62391	SH	Sole	61521	0	870
COMCAST CORP NEW	CL A	20030N101	3443	92154	SH	Defined	43461	0	48693
COMCAST CORP NEW	CL A	20030N101	70550	1888372	SH	Other	3227	0	1885145
COMERICA INC	COM	200340107	4092	134883	SH	Other	0	0	134883
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	2991	94561	SH	Other	91908	0	2653
COMPASS MINERALS INTL INC	COM	20451N101	500	6694	SH	Other	5748	0	946
COMPUTER SCIENCES CORP	COM	205363104	4409	110099	SH	Other	0	0	110099
CONAGRA FOODS INC	COM	205887102	229	7770	SH	Defined	302	0	7468
CONAGRA FOODS INC	COM	205887102	8519	288789	SH	Other	0	0	288789
CONOCOPHILLIPS	COM	20825C104	51058	880456	SH	Other	18597	0	861859
CONOCOPHILLIPS	COM	20825C104	822	14175	SH	Sole	14175	0	0
CONOCOPHILLIPS	COM	20825C104	1769	30509	SH	Defined	8266	0	22243
CONSOL ENERGY INC	COM	20854P109	5181	161412	SH	Other	0	0	161412
CONSOLIDATED EDISON INC	COM	209115104	310	5583	SH	Defined	217	0	5366
CONSOLIDATED EDISON INC	COM	209115104	11778	212072	SH	Other	4535	0	207537
CONSTELLATION BRANDS INC	CL A	21036P108	3798	107318	SH	Other	0	0	107318
CORNING INC	COM	219350105	1206	95508	SH	Sole	95508	0	0
CORNING INC	COM	219350105	1037	82151	SH	Defined	55071	0	27080
CORNING INC	COM	219350105	13639	1080768	SH	Other	31710	0	1049058
CORPBANCA	SPONSORED ADR	21987A209	1756	86728	SH	Other	86728	0	0
COSTCO WHSL CORP NEW	COM	22160K105	814	8244	SH	Defined	321	0	7923
COSTCO WHSL CORP NEW	COM	22160K105	30762	311572	SH	Other	4957	0	306615
COVENTRY HEALTH CARE INC	COM	222862104	4273	95312	SH	Other	0	0	95312
COVIDIEN PLC	SHS	G2554F113	19471	337224	SH	Other	1768	0	335456
COVIDIEN PLC	SHS	G2554F113	521	9026	SH	Defined	351	0	8675
CREDICORP LTD	COM	G2519Y108	2276	15529	SH	Other	15529	0	0
CROWN CASTLE INTL CORP	COM	228227104	403	5589	SH	Defined	217	0	5372
CROWN CASTLE INTL CORP	COM	228227104	15001	207882	SH	Other	142	0	207740
CSX CORP	COM	126408103	388	19664	SH	Defined	765	0	18899
CSX CORP	COM	126408103	14450	732377	SH	Other	1515	0	730862
CUMMINS INC	COM	231021106	365	3370	SH	Defined	131	0	3239
CUMMINS INC	COM	231021106	14180	130871	SH	Other	2495	0	128376
CVS CAREMARK CORPORATION	COM	126650100	2966	61350	SH	Defined	38505	0	22845

CVS CAREMARK CORPORATION	COM	126650100	45796	947173	SH	Other	61441	0	885732
CVS CAREMARK CORPORATION	COM	126650100	2756	57005	SH	Sole	57005	0	0
D R HORTON INC	COM	23331A109	3914	197878	SH	Other	1	0	197877
DANAHER CORP DEL	COM	235851102	1336	23905	SH	Defined	13243	0	10662
DANAHER CORP DEL	COM	235851102	24970	446696	SH	Other	32900	0	413796
DANAHER CORP DEL	COM	235851102	1136	20320	SH	Sole	20320	0	0
DARDEN RESTAURANTS INC	COM	237194105	4374	97050	SH	Other	4614	0	92436
DAVITA HEALTHCARE PARTNERS I	COM	23918K108	6565	59400	SH	Other	0	0	59400
DEAN FOODS CO NEW	COM	242370104	2167	131261	SH	Other	0	0	131261
DEERE & CO	COM	244199105	645	7467	SH	Defined	290	0	7177
DEERE & CO	COM	244199105	24085	278698	SH	Other	555	0	278143
DELL INC	COM	24702R101	282	27823	SH	Defined	1082	0	26741
DELL INC	COM	24702R101	10496	1035116	SH	Other	0	0	1035116
DELPHI AUTOMOTIVE PLC	SHS	G27823106	8005	209275	SH	Other	0	0	209275
DENBURY RES INC	COM NEW	247916208	7431	458733	SH	Other	172092	0	286641
DENTSPLY INTL INC NEW	COM	249030107	4139	104495	SH	Other	3400	0	101095
DENTSPLY INTL INC NEW	COM	249030107	285	7200	SH	Sole	4000	0	3200
DESCARTES SYS GROUP INC	COM	249906108	7534	810121	SH	Other	810121	0	0
DEVON ENERGY CORP NEW	COM	25179M103	1105	21229	SH	Defined	14327	0	6902
DEVON ENERGY CORP NEW	COM	25179M103	22175	426112	SH	Other	151156	0	274956
DEVON ENERGY CORP NEW	COM	25179M103	1358	26109	SH	Sole	25909	0	200
DIAGEO P L C	SPON ADR NEW	25243Q205	13631	116922	SH	Other	111522	0	5400
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	3381	49746	SH	Other	100	0	49646
DIRECTV	COM	25490A309	578	11518	SH	Defined	448	0	11070
DIRECTV	COM	25490A309	21557	429764	SH	Other	45	0	429719
DISCOVER FINL SVCS	COM	254709108	371	9623	SH	Defined	374	0	9249
DISCOVER FINL SVCS	COM	254709108	13862	359573	SH	Other	135	0	359438
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	289	4553	SH	Defined	177	0	4376
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	10819	170437	SH	Other	1177	0	169260
DISNEY WALT CO	COM DISNEY	254687106	1682	33787	SH	Defined	1314	0	32473
DISNEY WALT CO	COM DISNEY	254687106	76708	1540627	SH	Other	272869	0	1267758
DOLLAR GEN CORP NEW	COM	256677105	221	5007	SH	Defined	195	0	4812
DOLLAR GEN CORP NEW	COM	256677105	8230	186655	SH	Other	0	0	186655
DOLLAR TREE INC	COM	256746108	6555	161616	SH	Other	374	0	161242
DOMINION RES INC VA NEW	COM	25746U109	1611	31103	SH	Defined	20574	0	10529
DOMINION RES INC VA NEW	COM	25746U109	21499	415044	SH	Other	7860	0	407184
DOMINION RES INC VA NEW	COM	25746U109	1108	21387	SH	Sole	21387	0	0
DOVER CORP	COM	260003108	545	8300	SH	Sole	4800	0	3500
DOVER CORP	COM	260003108	224	3414	SH	Defined	133	0	3281
DOVER CORP	COM	260003108	8472	128927	SH	Other	1620	0	127307
DOW CHEM CO	COM	260543103	39646	1226312	SH	Other	5849	0	1220463
DOW CHEM CO	COM	260543103	739	22864	SH	Defined	889	0	21975
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	6515	147474	SH	Other	0	0	147474
DTE ENERGY CO	COM	233331107	7350	122403	SH	Other	467	0	121936
DU PONT E I DE NEMOURS & CO	COM	263534109	800	17778	SH	Defined	691	0	17087
DU PONT E I DE NEMOURS & CO	COM	263534109	30743	683502	SH	Other	17308	0	666194
DUKE ENERGY CORP NEW	COM NEW	26441C204	32460	508772	SH	Other	8814	0	499958
DUKE ENERGY CORP NEW	COM NEW	26441C204	216	3379	SH	Sole	3379	0	0
DUKE ENERGY CORP NEW	COM NEW	26441C204	857	13427	SH	Defined	522	0	12905
DUN & BRADSTREET CORP DEL NE	COM	26483E100	2484	31580	SH	Other	0	0	31580
E M C CORP MASS	COM	268648102	2075	82014	SH	Defined	43410	0	38604
E M C CORP MASS	COM	268648102	38527	1522794	SH	Other	22655	0	1500139
E M C CORP MASS	COM	268648102	2718	107443	SH	Sole	93443	0	14000
E TRADE FINANCIAL CORP	COM NEW	269246401	1633	182437	SH	Other	0	0	182437
EAGLE BANCORP INC MD	COM	268948106	1970	98657	SH	Other	97533	0	1124
EASTMAN CHEM CO	COM	277432100	7487	110024	SH	Other	848	0	109176
EATON CORP PLC	SHS	G29183103	477	8804	SH	Defined	342	0	8462
EATON CORP PLC	SHS	G29183103	18619	343651	SH	Other	12960	0	330691
EBAY INC	COM	278642103	1132	22204	SH	Defined	864	0	21340
EBAY INC	COM	278642103	55540	1089064	SH	Other	254057	0	835007
ECOLAB INC	COM	278865100	361	5026	SH	Defined	195	0	4831
ECOLAB INC	COM	278865100	13527	188134	SH	Other	1328	0	186806
ECOPETROL S A	SPONSORED ADS	279158109	4583	76811	SH	Other	76343	0	468
EDISON INTL	COM	281020107	10440	231035	SH	Other	56	0	230979
EDISON INTL	COM	281020107	281	6213	SH	Defined	242	0	5971
EDWARDS LIFESCIENCES CORP	COM	28176E108	7415	82234	SH	Other	450	0	81784
ELECTRONIC ARTS INC	COM	285512109	3140	216227	SH	Other	0	0	216227
EMBOTELLADORA ANDINA S A	SPON ADR A	29081P204	2569	85794	SH	Other	85794	0	0
EMERSON ELEC CO	COM	291011104	731	13807	SH	Defined	537	0	13270
EMERSON ELEC CO	COM	291011104	39038	737120	SH	Other	217025	0	520095
EMERSON ELEC CO	COM	291011104	302	5700	SH	Sole	5700	0	0
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T101	1229	25174	SH	Other	25174	0	0
ENCANA CORP	COM	292505104	3782	191414	SH	Other	179811	0	11603
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	832	18299	SH	Other	18299	0	0
ENERGY TRANSFER PRTRNS L P	UNIT LTD PARTN	29273R109	570	13276	SH	Other	0	0	13276
ENSCO PLC	SHS CLASS A	G3157S106	263	4429	SH	Defined	172	0	4257
ENSCO PLC	SHS CLASS A	G3157S106	9764	164714	SH	Other	110	0	164604
ENTERGY CORP NEW	COM	29364G103	216	3388	SH	Defined	132	0	3256
ENTERGY CORP NEW	COM	29364G103	8121	127387	SH	Other	700	0	126687
ENTERPRISE PRODS PARTNERS L	COM	293792107	778	15535	SH	Other	15535	0	0
EOG RES INC	COM	26875P101	624	5165	SH	Defined	201	0	4964
EOG RES INC	COM	26875P101	23346	193281	SH	Other	962	0	192319
EQT CORP	COM	26884L109	6299	106805	SH	Other	785	0	106020
EQUIFAX INC	COM	294429105	4628	85519	SH	Other	500	0	85019
EQUITY RESIDENTIAL	SH BEN INT	29476L107	348	6135	SH	Defined	239	0	5896

EQUITY RESIDENTIAL	SH BEN INT	29476L107	12958	228661	SH	Other	0	0	228661
EXELON CORP	COM	30161N101	1822	61262	SH	Sole	61262	0	0
EXELON CORP	COM	30161N101	1547	52029	SH	Defined	36375	0	15654
EXELON CORP	COM	30161N101	18098	608532	SH	Other	3164	0	605368
EXPEDIA INC DEL	COM NEW	30212P303	4052	65944	SH	Other	0	0	65944
EXPEDITORS INTL WASH INC	COM	302130109	6011	151980	SH	Other	0	0	151980
EXPRESS SCRIPTS HLDG CO	COM	30219G108	841	15565	SH	Defined	605	0	14960
EXPRESS SCRIPTS HLDG CO	COM	30219G108	32114	594703	SH	Other	11150	0	583553
EXXON MOBIL CORP	COM	30231G102	9730	112415	SH	Defined	28868	0	83547
EXXON MOBIL CORP	COM	30231G102	297979	3442857	SH	Other	203131	0	3239726
EXXON MOBIL CORP	COM	30231G102	7125	82332	SH	Sole	82332	0	0
F M C CORP	COM NEW	302491303	18228	311481	SH	Other	206577	0	104904
F5 NETWORKS INC	COM	315616102	5489	56503	SH	Other	30	0	56473
FAMILY DLR STORES INC	COM	307000109	4417	69661	SH	Other	1786	0	67875
FASTENAL CO	COM	311900104	240	5142	SH	Defined	200	0	4942
FASTENAL CO	COM	311900104	8942	191683	SH	Other	600	0	191083
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	1395	13410	SH	Other	0	0	13410
FEDERATED INVS INC PA	CL B	314211103	1371	67771	SH	Other	0	0	67771
FEDEX CORP	COM	31428X106	19160	208900	SH	Other	1907	0	206993
FEDEX CORP	COM	31428X106	511	5570	SH	Defined	217	0	5353
FIDELITY NATL INFORMATION SV	COM	31620M106	6272	180164	SH	Other	3231	0	176933
FIFTH THIRD BANCORP	COM	316773100	260	17111	SH	Defined	665	0	16446
FIFTH THIRD BANCORP	COM	316773100	9739	640732	SH	Other	1524	0	639208
FIRST HORIZON NATL CORP	COM	320517105	1849	186549	SH	Other	0	0	186549
FIRST SOLAR INC	COM	336433107	1313	42553	SH	Other	0	0	42553
FIRST TR ISE REVERE NAT GAS	COM	33734J102	248	15835	SH	Other	0	0	15835
FIRSTENERGY CORP	COM	337932107	12394	296788	SH	Other	0	0	296788
FIRSTENERGY CORP	COM	337932107	333	7973	SH	Defined	310	0	7663
FIRSTSERVICE CORP	SUB VTG SH	33761N109	296	10500	SH	Other	10500	0	0
FISERV INC	COM	337738108	7511	95036	SH	Other	0	0	95036
FISERV INC	COM	337738108	201	2545	SH	Defined	99	0	2446
FLEXTRONICS INTL LTD	ORD	Y2573F102	203	32728	SH	Other	18772	0	13956
FLIR SYS INC	COM	302445101	2372	106313	SH	Other	0	0	106313
FLOWERVE CORP	COM	34354P105	10752	73242	SH	Other	36810	0	36432
FLUOR CORP NEW	COM	343412102	7047	119973	SH	Other	865	0	119108
FMC TECHNOLOGIES INC	COM	30249U101	7266	169646	SH	Other	1184	0	168462
FORD MTR CO DEL	COM PAR \$0.01	345370860	941	72692	SH	Defined	2827	0	69865
FORD MTR CO DEL	COM PAR \$0.01	345370860	35203	2718404	SH	Other	14349	0	2704055
FOREST LABS INC	COM	345838106	5859	165887	SH	Other	0	0	165887
FOSSIL INC	COM	349882100	3574	38389	SH	Other	0	0	38389
FRANCO NEVADA CORP	COM	351858105	21848	382166	SH	Other	373906	0	8260
FRANKLIN RES INC	COM	354613101	760	6047	SH	Defined	3519	0	2528
FRANKLIN RES INC	COM	354613101	12309	97924	SH	Other	140	0	97784
FRANKLIN RES INC	COM	354613101	788	6272	SH	Sole	6272	0	0
FREEPORT-MCMORAN COPPER & GO	COM	35671D857	23164	677305	SH	Other	3862	0	673443
FREEPORT-MCMORAN COPPER & GO	COM	35671D857	619	18100	SH	Defined	704	0	17396
FRONTIER COMMUNICATIONS CORP	COM	35906A108	81	19036	SH	Defined	740	0	18296
FRONTIER COMMUNICATIONS CORP	COM	35906A108	3037	709467	SH	Other	1741	0	707726
GAMESTOP CORP NEW	CL A	36467W109	2160	86072	SH	Other	0	0	86072
GANNETT INC	COM	364730101	2940	163233	SH	Other	0	0	163233
GAP INC DEL	COM	364760108	6659	214534	SH	Other	1858	0	212676
GARMIN LTD	SHS	H2906T109	3153	77370	SH	Other	0	0	77370
GENERAL DYNAMICS CORP	COM	369550108	16587	239461	SH	Other	4278	0	235183
GENERAL DYNAMICS CORP	COM	369550108	438	6328	SH	Defined	246	0	6082
GENERAL ELECTRIC CO	COM	369604103	1217	57991	SH	Sole	54391	0	3600
GENERAL ELECTRIC CO	COM	369604103	163118	7771231	SH	Other	314849	0	7456382
GENERAL ELECTRIC CO	COM	369604103	4197	199931	SH	Defined	7776	0	192155
GENERAL MLS INC	COM	370334104	497	12301	SH	Defined	478	0	11823
GENERAL MLS INC	COM	370334104	21028	520246	SH	Other	61223	0	459023
GENTIVA HEALTH SERVICES INC	COM	37247A102	126	12515	SH	Other	12515	0	0
GENUINE PARTS CO	COM	372460105	7553	118788	SH	Other	8632	0	110156
GENWORTH FINL INC	COM CL A	37247D106	2617	348526	SH	Other	0	0	348526
GILEAD SCIENCES INC	COM	375558103	1061	14446	SH	Defined	562	0	13884
GILEAD SCIENCES INC	COM	375558103	39676	540172	SH	Other	579	0	539593
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	412	9470	SH	Other	9470	0	0
GLOBAL X FDS	FTSE COLOMBIA20	37950E200	2426	109069	SH	Other	0	0	109069
GLOBAL X FDS	GLB X FERTIL	37950E499	295	21000	SH	Other	0	0	21000
GOLDMAN SACHS GROUP INC	COM	38141G104	1074	8423	SH	Defined	328	0	8095
GOLDMAN SACHS GROUP INC	COM	38141G104	42465	332905	SH	Other	19433	0	313472
GOODYEAR TIRE & RUBR CO	COM	382550101	2397	173587	SH	Other	0	0	173587
GOOGLE INC	CL A	38259P508	207	292	SH	Sole	77	0	215
GOOGLE INC	CL A	38259P508	149301	211062	SH	Other	21309	0	189753
GOOGLE INC	CL A	38259P508	3589	5074	SH	Defined	197	0	4877
GRAINGER W W INC	COM	384802104	231	1140	SH	Defined	44	0	1096
GRAINGER W W INC	COM	384802104	9012	44533	SH	Other	482	0	44051
HALLIBURTON CO	COM	406216101	614	17693	SH	Defined	688	0	17005
HALLIBURTON CO	COM	406216101	23064	664846	SH	Other	6235	0	658611
HARLEY DAVIDSON INC	COM	412822108	7871	161188	SH	Other	485	0	160703
HARLEY DAVIDSON INC	COM	412822108	211	4314	SH	Defined	168	0	4146
HARMAN INTL INDS INC	COM	413086109	2153	48222	SH	Other	0	0	48222
HARRIS CORP DEL	COM	413875105	3956	80792	SH	Other	55	0	80737
HARTFORD FINL SVCS GROUP INC	COM	416515104	6938	309180	SH	Other	0	0	309180
HASBRO INC	COM	418056107	2953	82253	SH	Other	0	0	82253
HCP INC	COM	40414L109	389	8619	SH	Defined	335	0	8284
HCP INC	COM	40414L109	14715	325831	SH	Other	0	0	325831

HEALTH CARE REIT INC	COM	42217K106	19834	323616	SH	Other	0	0	323616
HEALTH CARE REIT INC	COM	42217K106	304	4952	SH	Defined	193	0	4759
HECKMANN CORP	COM	422680108	40	10000	SH	Other	10000	0	0
HEINZ H J CO	COM	423074103	1275	22097	SH	Defined	16221	0	5876
HEINZ H J CO	COM	423074103	23510	407587	SH	Other	171951	0	235636
HEINZ H J CO	COM	423074103	1965	34057	SH	Sole	31157	0	2900
HELMERICH & PAYNE INC	COM	423452101	4513	80581	SH	Other	3800	0	76781
HERSHEY CO	COM	427866108	206	2852	SH	Defined	111	0	2741
HERSHEY CO	COM	427866108	8084	111935	SH	Other	5763	0	106172
HESS CORP	COM	42809H107	300	5665	SH	Defined	220	0	5445
HESS CORP	COM	42809H107	11152	210566	SH	Other	0	0	210566
HEWLETT PACKARD CO	COM	428236103	19956	1400444	SH	Other	4119	0	1396325
HEWLETT PACKARD CO	COM	428236103	269	18854	SH	Sole	13692	0	5162
HEWLETT PACKARD CO	COM	428236103	534	37487	SH	Defined	1458	0	36029
HOME DEPOT INC	COM	437076102	1763	28507	SH	Defined	1109	0	27398
HOME DEPOT INC	COM	437076102	66770	1079555	SH	Other	18201	0	1061354
HOME PROPERTIES INC	COM	437306103	2317	37795	SH	Other	37795	0	0
HONEYWELL INTL INC	COM	438516106	1124	17716	SH	Sole	17716	0	0
HONEYWELL INTL INC	COM	438516106	35544	560015	SH	Other	4896	0	555119
HONEYWELL INTL INC	COM	438516106	1638	25815	SH	Defined	11460	0	14355
HORMEL FOODS CORP	COM	440452100	3001	96162	SH	Other	850	0	95312
HOSPIRA INC	COM	441060100	4343	139032	SH	Other	21166	0	117866
HOST HOTELS & RESORTS INC	COM	44107P104	217	13817	SH	Defined	537	0	13280
HOST HOTELS & RESORTS INC	COM	44107P104	8212	524070	SH	Other	0	0	524070
HUDSON CITY BANCORP	COM	443683107	2739	336863	SH	Other	0	0	336863
HUMANA INC	COM	444859102	207	3016	SH	Defined	117	0	2899
HUMANA INC	COM	444859102	7726	112576	SH	Other	261	0	112315
HUNTINGTON BANCSHARES INC	COM	446150104	3886	608128	SH	Other	0	0	608128
HUNTINGTON BANCSHARES INC	COM	446150104	104	16311	SH	Defined	634	0	15677
ILLINOIS TOOL WKS INC	COM	452308109	494	8129	SH	Defined	316	0	7813
ILLINOIS TOOL WKS INC	COM	452308109	23028	378683	SH	Other	73877	0	304806
IMPERIAL OIL LTD	COM NEW	453038408	10489	243924	SH	Other	240996	0	2928
INGERSOLL-RAND PLC	SHS	G47791101	9514	198367	SH	Other	0	0	198367
INGERSOLL-RAND PLC	SHS	G47791101	256	5338	SH	Defined	208	0	5130
INTEGRYS ENERGY GROUP INC	COM	45822P105	2883	55207	SH	Other	0	0	55207
INTEL CORP	COM	458140100	4706	228223	SH	Defined	137041	0	91182
INTEL CORP	COM	458140100	73893	3583556	SH	Other	55451	0	3528105
INTEL CORP	COM	458140100	4501	218319	SH	Sole	214019	0	4300
INTERCONTINENTALEXCHANGE INC	COM	45865V100	970	7831	SH	Defined	6499	0	1332
INTERCONTINENTALEXCHANGE INC	COM	45865V100	6431	51946	SH	Other	50	0	51896
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1124	9076	SH	Sole	9076	0	0
INTERNATIONAL BUSINESS MACHS	COM	459200101	4032	21051	SH	Defined	1588	0	19463
INTERNATIONAL BUSINESS MACHS	COM	459200101	165761	865365	SH	Other	106184	0	759181
INTERNATIONAL BUSINESS MACHS	COM	459200101	225	1175	SH	Sole	775	0	400
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	3874	58220	SH	Other	420	0	57800
INTERNATIONAL GAME TECHNOLOG	COM	459902102	2716	191646	SH	Other	0	0	191646
INTERPUBLIC GROUP COS INC	COM	460690100	3369	305693	SH	Other	0	0	305693
INTL PAPER CO	COM	460146103	334	8373	SH	Defined	326	0	8047
INTL PAPER CO	COM	460146103	12427	311925	SH	Other	735	0	311190
INTUIT	COM	461202103	316	5305	SH	Defined	206	0	5099
INTUIT	COM	461202103	11982	201459	SH	Other	3850	0	197609
INTUITIVE SURGICAL INC	COM NEW	46120E602	372	758	SH	Defined	29	0	729
INTUITIVE SURGICAL INC	COM NEW	46120E602	13861	28267	SH	Other	20	0	28247
INVESCO LTD	SHS	G491BT108	221	8466	SH	Defined	329	0	8137
INVESCO LTD	SHS	G491BT108	8215	314858	SH	Other	198	0	314660
IRON MTN INC	COM	462846106	3670	118205	SH	Other	0	0	118205
ISHARES INC	MSCI CDA INDEX	464286509	1067	37575	SH	Other	0	0	37575
ISHARES INC	MSCI PAC J IDX	464286665	242	5133	SH	Sole	5133	0	0
ISHARES TR	DJ SEL DIV INX	464287168	318	5550	SH	Other	0	0	5550
ISHARES TR	BARCLYS TIPS BD	464287176	9260	76272	SH	Other	0	0	76272
ISHARES TR	CORE S&P500 ETF	464287200	318	2220	SH	Other	0	0	2220
ISHARES TR	CORE TOTUSBD ETF	464287226	385	3464	SH	Other	0	0	3464
ISHARES TR	MSCI EMERG MKT	464287234	1844	41573	SH	Other	0	0	41573
ISHARES TR	IBOXX INV CPBD	464287242	2583	21352	SH	Other	0	0	21352
ISHARES TR	S&P GBL HLTHCR	464287325	1033	16016	SH	Other	16016	0	0
ISHARES TR	BARCLYS 1-3 YR	464287457	1326	15710	SH	Other	0	0	15710
ISHARES TR	MSCI EAFE INDEX	464287465	1797	31606	SH	Other	0	0	31606
ISHARES TR	CORE S&P MCP ETF	464287507	1579	15530	SH	Other	0	0	15530
ISHARES TR	RUSL 2000 GROW	464287648	221	2315	SH	Other	0	0	2315
ISHARES TR	RUSSELL 2000	464287655	1661	19695	SH	Defined	19695	0	0
ISHARES TR	RUSSELL 2000	464287655	504	5980	SH	Other	0	0	5980
ISHARES TR	RUSSELL 2000	464287655	1780	21112	SH	Sole	21112	0	0
ISHARES TR	RUSSELL 3000	464287689	287	3389	SH	Other	0	0	3389
ISHARES TR	CORE S&P SCP ETF	464287804	7118	91139	SH	Other	0	0	91139
ISHARES TR	MSCI KLD400 SOC	464288570	259	5000	SH	Other	0	0	5000
ISHARES TR	BARCLYS 1-3YR CR	464288646	3508	33259	SH	Other	0	0	33259
ISHARES TR	INT PFD STK FD	46429B135	759	28000	SH	Other	0	0	28000
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	186	11280	SH	Other	5300	0	5980
JABIL CIRCUIT INC	COM	466313103	2584	133949	SH	Other	0	0	133949
JACOBS ENGR GROUP INC DEL	COM	469814107	3924	92176	SH	Other	0	0	92176
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	2238	165784	SH	Other	0	0	165784
JOHNSON & JOHNSON	COM	478160104	158720	2264197	SH	Other	285832	0	1978365
JOHNSON & JOHNSON	COM	478160104	1521	21700	SH	Sole	14300	0	7400
JOHNSON & JOHNSON	COM	478160104	3725	53137	SH	Defined	2355	0	50782
JOHNSON CTLS INC	COM	478366107	400	13037	SH	Defined	507	0	12530

JOHNSON CTLS INC	COM	478366107	22713	740557	SH	Other	243959	0	496598
JOHNSON CTLS INC	COM	478366107	215	7000	SH	Sole	7000	0	0
JOY GLOBAL INC	COM	481165108	4792	75127	SH	Other	99	0	75028
JPMORGAN CHASE & CO	COM	46625H100	120108	2731654	SH	Other	33102	0	2698552
JPMORGAN CHASE & CO	COM	46625H100	3187	72477	SH	Defined	2819	0	69658
JUNIPER NETWORKS INC	COM	48203R104	7285	370350	SH	Other	5000	0	365350
KELLOGG CO	COM	487836108	9994	178936	SH	Other	3686	0	175250
KELLOGG CO	COM	487836108	1114	19947	SH	Sole	19947	0	0
KELLOGG CO	COM	487836108	767	13731	SH	Defined	9199	0	4532
KEYCORP NEW	COM	493267108	150	17800	SH	Defined	692	0	17108
KEYCORP NEW	COM	493267108	5586	663468	SH	Other	156	0	663312
KIMBERLY CLARK CORP	COM	494368103	24080	285203	SH	Other	6734	0	278469
KIMBERLY CLARK CORP	COM	494368103	630	7460	SH	Defined	290	0	7170
KIMCO RLTY CORP	COM	49446R109	5591	289396	SH	Other	0	0	289396
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	1314	16470	SH	Other	16470	0	0
KINDER MORGAN INC DEL	COM	49456B101	426	12058	SH	Defined	469	0	11589
KINDER MORGAN INC DEL	COM	49456B101	15895	449887	SH	Other	529	0	449358
KLA-TENCOR CORP	COM	482480100	5655	118403	SH	Other	0	0	118403
KOHL'S CORP	COM	500255104	2682	62402	SH	Sole	62402	0	0
KOHL'S CORP	COM	500255104	2000	46544	SH	Defined	42666	0	3878
KOHL'S CORP	COM	500255104	6565	152750	SH	Other	0	0	152750
KRAFT FOODS GROUP INC	COM	50076Q106	514	11294	SH	Defined	439	0	10855
KRAFT FOODS GROUP INC	COM	50076Q106	19259	423559	SH	Other	3017	0	420542
KROGER CO	COM	501044101	1397	53692	SH	Defined	44277	0	9415
KROGER CO	COM	501044101	9546	366884	SH	Other	450	0	366434
KROGER CO	COM	501044101	1755	67465	SH	Sole	67465	0	0
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1013	13223	SH	Sole	13223	0	0
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	840	10966	SH	Defined	9243	0	1723
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	5175	67535	SH	Other	0	0	67535
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	5828	67286	SH	Other	250	0	67036
LAM RESEARCH CORP	COM	512807108	4466	123597	SH	Other	0	0	123597
LAUDER ESTEE COS INC	CL A	518439104	274	4577	SH	Defined	178	0	4399
LAUDER ESTEE COS INC	CL A	518439104	10249	171215	SH	Other	500	0	170715
LEGG MASON INC	COM	524901105	2137	83068	SH	Other	0	0	83068
LEGGETT & PLATT INC	COM	524660107	2725	100115	SH	Other	0	0	100115
LENNAR CORP	CL A	526057104	4499	116331	SH	Other	2	0	116329
LEUCADIA NATL CORP	COM	527288104	3342	140493	SH	Other	105	0	140388
LIFE TECHNOLOGIES CORP	COM	53217V109	6064	123679	SH	Other	1755	0	121924
LILLY ELI & CO	COM	532457108	36255	735095	SH	Other	785	0	734310
LILLY ELI & CO	COM	532457108	960	19470	SH	Defined	757	0	18713
LIMITED BRANDS INC	COM	532716107	215	4563	SH	Defined	177	0	4386
LIMITED BRANDS INC	COM	532716107	7982	169609	SH	Other	0	0	169609
LINCOLN NATL CORP IND	COM	534187109	5112	197363	SH	Other	0	0	197363
LINDSAY CORP	COM	535555106	9833	122732	SH	Other	119992	0	2740
LINEAR TECHNOLOGY CORP	COM	535678106	5624	163972	SH	Other	0	0	163972
LOCKHEED MARTIN CORP	COM	539830109	34708	376072	SH	Other	4329	0	371743
LOCKHEED MARTIN CORP	COM	539830109	473	5121	SH	Defined	199	0	4922
LOEWS CORP	COM	540424108	242	5929	SH	Defined	231	0	5698
LOEWS CORP	COM	540424108	9299	228185	SH	Other	7840	0	220345
LORILLARD INC	COM	544147101	288	2468	SH	Defined	96	0	2372
LORILLARD INC	COM	544147101	10780	92398	SH	Other	390	0	92008
LOWES COS INC	COM	548661107	28471	801550	SH	Other	4255	0	797295
LOWES COS INC	COM	548661107	762	21443	SH	Defined	834	0	20609
LSI CORPORATION	COM	502161102	75	10551	SH	Defined	410	0	10141
LSI CORPORATION	COM	502161102	2773	392172	SH	Other	12	0	392160
LYONDELBASELL INDUSTRIES N	SHS - A -	N53745100	413	7238	SH	Defined	281	0	6957
LYONDELBASELL INDUSTRIES N	SHS - A -	N53745100	15413	269975	SH	Other	115	0	269860
M & T BK CORP	COM	55261F104	228	2318	SH	Defined	90	0	2228
M & T BK CORP	COM	55261F104	8930	90684	SH	Other	4511	0	86173
MACYS INC	COM	55616P104	612	15679	SH	Sole	15679	0	0
MACYS INC	COM	55616P104	10976	281279	SH	Other	420	0	280859
MACYS INC	COM	55616P104	659	16900	SH	Defined	9657	0	7243
MANTECH INTL CORP	CL A	564563104	208	8025	SH	Other	8025	0	0
MANULIFE FINL CORP	COM	56501R106	240	17652	SH	Other	15652	0	2000
MARATHON OIL CORP	COM	565849106	413	13468	SH	Defined	524	0	12944
MARATHON OIL CORP	COM	565849106	15387	501851	SH	Other	1265	0	500586
MARATHON OIL CORP	COM	565849106	276	9000	SH	Sole	0	0	9000
MARATHON PETE CORP	COM	56585A102	15187	241063	SH	Other	220	0	240843
MARATHON PETE CORP	COM	56585A102	284	4500	SH	Sole	0	0	4500
MARATHON PETE CORP	COM	56585A102	407	6467	SH	Defined	252	0	6215
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	1074	23142	SH	Other	0	0	23142
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	2033	38530	SH	Other	0	0	38530
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	510	10000	SH	Other	10000	0	0
MARRIOTT INTL INC NEW	CL A	571903202	6937	186116	SH	Other	11348	0	174768
MARSH & MCLENNAN COS INC	COM	571748102	358	10379	SH	Defined	404	0	9975
MARSH & MCLENNAN COS INC	COM	571748102	13316	386312	SH	Other	380	0	385932
MARTIN MARIETTA MATLS INC	COM	573284106	641	6804	SH	Other	6804	0	0
MASCO CORP	COM	574599106	4216	253051	SH	Other	0	0	253051
MASTERCARD INC	CL A	57636Q104	1001	2037	SH	Defined	79	0	1958
MASTERCARD INC	CL A	57636Q104	39359	80115	SH	Other	4367	0	75748
MATTEL INC	COM	577081102	240	6542	SH	Defined	254	0	6288
MATTEL INC	COM	577081102	8932	243904	SH	Other	750	0	243154
MCCORMICK & CO INC	COM NON VTG	579780206	7098	111730	SH	Other	13012	0	98718
MCDONALDS CORP	COM	580135101	84774	961048	SH	Other	238347	0	722701
MCDONALDS CORP	COM	580135101	260	2946	SH	Sole	2346	0	600

MCDONALDS CORP	COM	580135101	1688	19141	SH	Defined	744	0	18397
MCGRAW HILL COS INC	COM	580645109	10781	197201	SH	Other	0	0	197201
MCGRAW HILL COS INC	COM	580645109	289	5295	SH	Defined	206	0	5089
MCKESSON CORP	COM	58155Q103	436	4501	SH	Defined	175	0	4326
MCKESSON CORP	COM	58155Q103	16349	168618	SH	Other	680	0	167938
MEAD JOHNSON NUTRITION CO	COM	582839106	388	5888	SH	Sole	4631	0	1257
MEAD JOHNSON NUTRITION CO	COM	582839106	255	3871	SH	Defined	151	0	3720
MEAD JOHNSON NUTRITION CO	COM	582839106	11094	168366	SH	Other	24137	0	144229
MEADWESTVACO CORP	COM	583334107	3948	123869	SH	Other	0	0	123869
MEDTRONIC INC	COM	585055106	2551	62198	SH	Defined	43665	0	18533
MEDTRONIC INC	COM	585055106	29813	726795	SH	Other	8145	0	718650
MEDTRONIC INC	COM	585055106	2453	59800	SH	Sole	59800	0	0
MERCK & CO INC NEW	COM	58933Y105	3441	84047	SH	Defined	28339	0	55708
MERCK & CO INC NEW	COM	58933Y105	90740	2216413	SH	Other	54432	0	2161981
MERCK & CO INC NEW	COM	58933Y105	1733	42313	SH	Sole	42313	0	0
METLIFE INC	COM	59156R108	685	20802	SH	Defined	809	0	19993
METLIFE INC	COM	59156R108	25689	779881	SH	Other	5514	0	774367
METROPICS COMMUNICATIONS INC	COM	591708102	2231	224472	SH	Other	0	0	224472
MICROCHIP TECHNOLOGY INC	COM	595017104	4511	138413	SH	Other	510	0	137903
MICRON TECHNOLOGY INC	COM	595112103	123	19401	SH	Defined	755	0	18646
MICRON TECHNOLOGY INC	COM	595112103	4597	725021	SH	Other	400	0	724621
MICROSOFT CORP	COM	594918104	4319	161696	SH	Sole	161696	0	0
MICROSOFT CORP	COM	594918104	6710	251226	SH	Defined	112423	0	138803
MICROSOFT CORP	COM	594918104	159888	5986141	SH	Other	591906	0	5394235
MOLEX INC	COM	608554101	2676	97906	SH	Other	0	0	97906
MOLSON COORS BREWING CO	CL B	60871R209	4726	110435	SH	Other	0	0	110435
MONDELEZ INTL INC	CL A	609207105	862	33882	SH	Defined	1318	0	32564
MONDELEZ INTL INC	CL A	609207105	32730	1285879	SH	Other	18589	0	1267290
MONSANTO CO NEW	COM	61166W101	965	10192	SH	Defined	396	0	9796
MONSANTO CO NEW	COM	61166W101	51128	540181	SH	Other	143762	0	396419
MONSTER BEVERAGE CORP	COM	611740101	5695	107770	SH	Other	0	0	107770
MOODYS CORP	COM	615369105	6928	137669	SH	Other	250	0	137419
MORGAN STANLEY	COM NEW	617446448	504	26349	SH	Defined	1025	0	25324
MORGAN STANLEY	COM NEW	617446448	18751	980700	SH	Other	0	0	980700
MOSAIC CO NEW	COM	61945C103	818	14448	SH	Defined	9378	0	5070
MOSAIC CO NEW	COM	61945C103	11223	198174	SH	Other	2115	0	196059
MOSAIC CO NEW	COM	61945C103	950	16779	SH	Sole	16779	0	0
MOTOROLA SOLUTIONS INC	COM NEW	620076307	298	5348	SH	Defined	208	0	5140
MOTOROLA SOLUTIONS INC	COM NEW	620076307	11103	199403	SH	Other	162	0	199241
MTS SYS CORP	COM	553777103	229	4500	SH	Other	0	0	4500
MURPHY OIL CORP	COM	626717102	210	3520	SH	Defined	137	0	3383
MURPHY OIL CORP	COM	626717102	7990	134165	SH	Other	3337	0	130828
MYLAN INC	COM	628530107	213	7770	SH	Defined	302	0	7468
MYLAN INC	COM	628530107	7975	290542	SH	Other	0	0	290542
NABORS INDUSTRIES LTD	SHS	66359F103	2984	206503	SH	Other	0	0	206503
NASDAQ OMX GROUP INC	COM	631103108	2086	83493	SH	Other	0	0	83493
NATIONAL FUEL GAS CO N J	COM	636180101	260	5120	SH	Other	5120	0	0
NATIONAL OILWELL VARCO INC	COM	637071101	25101	367236	SH	Other	61193	0	306043
NATIONAL OILWELL VARCO INC	COM	637071101	556	8140	SH	Defined	317	0	7823
NETAPP INC	COM	64110D104	229	6832	SH	Defined	266	0	6566
NETAPP INC	COM	64110D104	10710	319221	SH	Other	62532	0	256689
NETFLIX INC	COM	64110L106	3663	39562	SH	Other	200	0	39362
NEWELL RUBBERMAID INC	COM	651229106	4547	204176	SH	Other	0	0	204176
NEWFIELD EXPL CO	COM	651290108	2566	95823	SH	Other	0	0	95823
NEWMONT MINING CORP	COM	651639106	925	19915	SH	Sole	19915	0	0
NEWMONT MINING CORP	COM	651639106	927	19967	SH	Defined	10870	0	9097
NEWMONT MINING CORP	COM	651639106	16710	359811	SH	Other	7565	0	352246
NEWS CORP	CL A	65248E104	36708	1438951	SH	Other	10032	0	1428919
NEWS CORP	CL A	65248E104	981	38442	SH	Defined	1495	0	36947
NEXTERA ENERGY INC	COM	65339F101	558	8069	SH	Defined	314	0	7755
NEXTERA ENERGY INC	COM	65339F101	29853	431465	SH	Other	127639	0	303826
NEXTERA ENERGY INC	COM	65339F101	483	6975	SH	Sole	5125	0	1850
NIKE INC	CL B	654106103	718	13916	SH	Defined	542	0	13374
NIKE INC	CL B	654106103	26770	518800	SH	Other	1578	0	517222
NISOURCE INC	COM	65473P105	5463	219500	SH	Other	0	0	219500
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	6274	180184	SH	Other	1100	0	179084
NOBLE ENERGY INC	COM	655044105	12883	126627	SH	Other	240	0	126387
NOBLE ENERGY INC	COM	655044105	345	3392	SH	Defined	132	0	3260
NORDSTROM INC	COM	655664100	5790	108216	SH	Other	0	0	108216
NORFOLK SOUTHERN CORP	COM	655844108	373	6025	SH	Defined	234	0	5791
NORFOLK SOUTHERN CORP	COM	655844108	14743	238407	SH	Other	14144	0	224263
NORTHEAST UTILS	COM	664397106	8694	222469	SH	Other	0	0	222469
NORTHEAST UTILS	COM	664397106	234	5986	SH	Defined	233	0	5753
NORTHERN TR CORP	COM	665859104	1047	20876	SH	Sole	20876	0	0
NORTHERN TR CORP	COM	665859104	7772	154935	SH	Other	300	0	154635
NORTHERN TR CORP	COM	665859104	1024	20414	SH	Defined	16415	0	3999
NORTHROP GRUMMAN CORP	COM	666807102	316	4680	SH	Defined	182	0	4498
NORTHROP GRUMMAN CORP	COM	666807102	12132	179527	SH	Other	3100	0	176427
NOVARTIS A G	SPONSORED ADR	66987V109	9221	145677	SH	Other	140717	0	4960
NOVO-NORDISK A S	ADR	670100205	748	4586	SH	Other	4271	0	315
NRG ENERGY INC	COM NEW	629377508	5250	228379	SH	Other	0	0	228379
NUCOR CORP	COM	670346105	261	6057	SH	Defined	236	0	5821
NUCOR CORP	COM	670346105	9715	225087	SH	Other	0	0	225087
NVIDIA CORP	COM	67066G104	5460	445350	SH	Other	0	0	445350
NVIDIA CORP	COM	67066G104	1134	92484	SH	Sole	92484	0	0

NVIDIA CORP	COM	67066G104	922	75224	SH	Defined	63774	0	11450
NYSE EURONEXT	COM	629491101	5431	172197	SH	Other	0	0	172197
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	7291	81535	SH	Other	30	0	81505
OAKTREE CAP GROUP LLC	UNIT 99/99/9999	674001201	2870	63100	SH	Other	60500	0	2600
OCCIDENTAL PETE CORP DEL	COM	674599105	1636	21350	SH	Defined	6504	0	14846
OCCIDENTAL PETE CORP DEL	COM	674599105	893	11662	SH	Sole	11662	0	0
OCCIDENTAL PETE CORP DEL	COM	674599105	44350	578906	SH	Other	4623	0	574283
OMNICOM GROUP INC	COM	681919106	252	5037	SH	Defined	196	0	4841
OMNICOM GROUP INC	COM	681919106	9461	189376	SH	Other	520	0	188856
ON SEMICONDUCTOR CORP	COM	682189105	81	11455	SH	Other	11455	0	0
ONEOK INC NEW	COM	682680103	6287	147054	SH	Other	1700	0	145354
ONEOK INC NEW	COM	682680103	239	5600	SH	Sole	0	0	5600
ORACLE CORP	COM	68389X105	3246	97405	SH	Defined	28526	0	68879
ORACLE CORP	COM	68389X105	96470	2895256	SH	Other	229439	0	2665817
ORACLE CORP	COM	68389X105	1293	38809	SH	Sole	38809	0	0
OWENS ILL INC	COM NEW	690768403	2524	118652	SH	Other	192	0	118460
PACCAR INC	COM	693718108	304	6731	SH	Defined	262	0	6469
PACCAR INC	COM	693718108	11310	250168	SH	Other	0	0	250168
PALL CORP	COM	696429307	4744	78722	SH	Other	0	0	78722
PARKER HANNIFIN CORP	COM	701094104	9051	106411	SH	Other	250	0	106161
PARKER HANNIFIN CORP	COM	701094104	242	2844	SH	Defined	111	0	2733
PATTERSON COMPANIES INC	COM	703395103	2029	59275	SH	Other	0	0	59275
PAYCHEX INC	COM	704326107	7308	234969	SH	Other	5745	0	229224
PEABODY ENERGY CORP	COM	704549104	2610	98096	SH	Defined	93178	0	4918
PEABODY ENERGY CORP	COM	704549104	5065	190336	SH	Other	150	0	190186
PEABODY ENERGY CORP	COM	704549104	3242	121822	SH	Other	121822	0	0
PENNEY J C INC	COM	708160106	1995	101236	SH	Other	250	0	100986
PENTAIR LTD	SHS	H6169Q108	7358	149696	SH	Other	677	0	149019
PEOPLES UNITED FINANCIAL INC	COM	712704105	2978	246340	SH	Other	0	0	246340
PEPCO HOLDINGS INC	COM	713291102	3329	169769	SH	Other	3542	0	166227
PEPSICO INC	COM	713448108	84716	1237993	SH	Other	134172	0	1103821
PEPSICO INC	COM	713448108	1836	26839	SH	Sole	24439	0	2400
PEPSICO INC	COM	713448108	2743	40080	SH	Defined	11735	0	28345
PERKINELMER INC	COM	714046109	2631	82896	SH	Other	0	0	82896
PERRIGO CO	COM	714290103	9495	91269	SH	Other	27054	0	64215
PETSMART INC	COM	716768106	5216	76318	SH	Other	0	0	76318
PFIZER INC	COM	717081103	5108	203658	SH	Defined	68743	0	134915
PFIZER INC	COM	717081103	2948	117526	SH	Sole	117526	0	0
PFIZER INC	COM	717081103	133802	5335160	SH	Other	109778	0	5225382
PG&E CORP	COM	69333C108	329	8198	SH	Defined	319	0	7879
PG&E CORP	COM	69333C108	12284	305721	SH	Other	1022	0	304699
PHILIP MORRIS INTL INC	COM	718172109	2664	31851	SH	Defined	1239	0	30612
PHILIP MORRIS INTL INC	COM	718172109	100249	1198572	SH	Other	11326	0	1187246
PHILLIPS 66	COM	718546104	23803	448260	SH	Other	4797	0	443463
PHILLIPS 66	COM	718546104	2287	43075	SH	Sole	43075	0	0
PHILLIPS 66	COM	718546104	2192	41274	SH	Defined	29807	0	11467
PIMCO CORPORATE & INCOME OPP	COM	72201B101	233	12009	SH	Other	0	0	12009
PIMCO ETF TR	ENHAN SHRT MAT	72201R833	10183	100347	SH	Other	0	0	100347
PINNACLE WEST CAP CORP	COM	723484101	3983	78136	SH	Other	400	0	77736
PIONEER NAT RES CO	COM	723787107	250	2349	SH	Defined	91	0	2258
PIONEER NAT RES CO	COM	723787107	9337	87597	SH	Other	109	0	87488
PITNEY BOWES INC	COM	724479100	1531	143908	SH	Other	1650	0	142258
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	212	4696	SH	Other	4696	0	0
PLUM CREEK TIMBER CO INC	COM	729251108	6450	145377	SH	Other	0	0	145377
PNC FINL SVCS GROUP INC	COM	693475105	588	10083	SH	Defined	392	0	9691
PNC FINL SVCS GROUP INC	COM	693475105	22763	390385	SH	Other	11898	0	378487
POTASH CORP SASK INC	COM	73755L107	7964	195733	SH	Other	191073	0	4660
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	930	44840	SH	Other	0	0	44840
POWERSHARES ETF TRUST	DYN PHRMA PORT	73935X799	2643	76535	SH	Other	76270	0	265
POWERSHARES GLOBAL ETF TRUST	INSUR NATL MUN	73936T474	1917	74449	SH	Other	0	0	74449
POWERSHARES GLOBAL ETF TRUST	AGG PFD PORT	73936T565	677	46089	SH	Other	0	0	46089
PPG INDS INC	COM	693506107	396	2925	SH	Defined	114	0	2811
PPG INDS INC	COM	693506107	14925	110271	SH	Other	1575	0	108696
PPL CORP	COM	69351T106	318	11090	SH	Defined	431	0	10659
PPL CORP	COM	69351T106	11874	414737	SH	Other	2525	0	412212
PRAXAIR INC	COM	74005P104	620	5665	SH	Defined	220	0	5445
PRAXAIR INC	COM	74005P104	34059	311187	SH	Other	98265	0	212922
PRECISION CASTPARTS CORP	COM	740189105	19639	103679	SH	Other	237	0	103442
PRECISION CASTPARTS CORP	COM	740189105	526	2775	SH	Defined	108	0	2667
PRICE T ROWE GROUP INC	COM	74144T108	17266	265150	SH	Other	83537	0	181613
PRICE T ROWE GROUP INC	COM	74144T108	316	4859	SH	Defined	189	0	4670
PRICELINE COM INC	COM NEW	741503403	590	951	SH	Defined	37	0	914
PRICELINE COM INC	COM NEW	741503403	22168	35733	SH	Other	118	0	35615
PRINCIPAL FINL GROUP INC	COM	74251V102	5596	196206	SH	Other	0	0	196206
PROCTER & GAMBLE CO	COM	742718109	1543	22730	SH	Sole	13930	0	8800
PROCTER & GAMBLE CO	COM	742718109	3539	52131	SH	Defined	2027	0	50104
PROCTER & GAMBLE CO	COM	742718109	145143	2137915	SH	Other	192342	0	1945573
PROGRESSIVE CORP OHIO	COM	743315103	224	10608	SH	Defined	413	0	10195
PROGRESSIVE CORP OHIO	COM	743315103	8319	394259	SH	Other	0	0	394259
PROLOGIS INC	COM	74340W103	321	8788	SH	Defined	342	0	8446
PROLOGIS INC	COM	74340W103	11977	328218	SH	Other	0	0	328218
PRUDENTIAL FINL INC	COM	744320102	472	8846	SH	Defined	344	0	8502
PRUDENTIAL FINL INC	COM	744320102	17886	335380	SH	Other	5943	0	329437
PUBLIC STORAGE	COM	74460D109	399	2750	SH	Defined	107	0	2643
PUBLIC STORAGE	COM	74460D109	14811	102174	SH	Other	0	0	102174

PUBLIC SVC ENTERPRISE GROUP	COM	744573106	295	9646	SH	Defined	375	0	9271
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	10993	359262	SH	Other	756	0	358506
PULTE GROUP INC	COM	745867101	4397	242120	SH	Other	201	0	241919
QEP RES INC	COM	74733V100	3821	126219	SH	Other	0	0	126219
QUALCOMM INC	COM	747525103	3845	62160	SH	Defined	30935	0	31225
QUALCOMM INC	COM	747525103	75398	1218858	SH	Other	5599	0	1213259
QUALCOMM INC	COM	747525103	2693	43536	SH	Sole	43536	0	0
QUANTA SVCS INC	COM	74762E102	4122	151050	SH	Other	0	0	151050
QUEST DIAGNOSTICS INC	COM	74834L100	6624	113679	SH	Other	0	0	113679
RALPH LAUREN CORP	CL A	751212101	6526	43528	SH	Other	0	0	43528
RANGE RES CORP	COM	75281A109	7266	115639	SH	Other	396	0	115243
RAYTHEON CO	COM NEW	755111507	362	6290	SH	Defined	245	0	6045
RAYTHEON CO	COM NEW	755111507	13541	235252	SH	Other	109	0	235143
RBC BEARINGS INC	COM	75524B104	250	5000	SH	Other	5000	0	0
RED HAT INC	COM	756577102	7319	138195	SH	Other	1000	0	137195
RED HAT INC	COM	756577102	212	4000	SH	Sole	0	0	4000
REGIONS FINL CORP NEW	COM	7591EP100	192	26941	SH	Defined	1048	0	25893
REGIONS FINL CORP NEW	COM	7591EP100	7316	1026136	SH	Other	12405	0	1013731
REPUBLIC SVCS INC	COM	760759100	6259	213399	SH	Other	1480	0	211919
REYNOLDS AMERICAN INC	COM	761713106	256	6180	SH	Defined	240	0	5940
REYNOLDS AMERICAN INC	COM	761713106	9586	231385	SH	Other	1480	0	229905
RIO TINTO PLC	SPONSORED ADR	767204100	2976	51238	SH	Other	50047	0	1191
ROBERT HALF INTL INC	COM	770323103	3173	99731	SH	Other	0	0	99731
ROCKWELL AUTOMATION INC	COM	773903109	8490	101082	SH	Other	2094	0	98988
ROCKWELL AUTOMATION INC	COM	773903109	223	2656	SH	Defined	103	0	2553
ROCKWELL COLLINS INC	COM	774341101	5845	100478	SH	Other	1120	0	99358
ROPER INDS INC NEW	COM	776696106	15821	141920	SH	Other	71089	0	70831
ROPER INDS INC NEW	COM	776696106	209	1876	SH	Defined	73	0	1803
ROSS STORES INC	COM	778296103	229	4240	SH	Defined	165	0	4075
ROSS STORES INC	COM	778296103	8572	158480	SH	Other	0	0	158480
ROWAN COMPANIES PLC	SHS CL A	G7665A101	2752	88007	SH	Other	0	0	88007
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	1589	23050	SH	Other	22935	0	115
RYDER SYS INC	COM	783549108	1808	36219	SH	Other	0	0	36219
SAFeway INC	COM NEW	786514208	3071	169787	SH	Other	0	0	169787
SAIC INC	COM	78390X101	2276	201075	SH	Other	0	0	201075
SALESFORCE COM INC	COM	79466L302	419	2491	SH	Defined	97	0	2394
SALESFORCE COM INC	COM	79466L302	15616	92897	SH	Other	322	0	92575
SANDISK CORP	COM	80004C101	200	4609	SH	Defined	179	0	4430
SANDISK CORP	COM	80004C101	7492	172238	SH	Other	73	0	172165
SANOFI	SPONSORED ADR	80105N105	391	8247	SH	Other	7684	0	563
SAP AG	SPON ADR	803054204	5826	72480	SH	Other	71710	0	770
SAUL CTRS INC	COM	804395101	500	11675	SH	Other	0	0	11675
SAUL CTRS INC	COM	804395101	257	6000	SH	Sole	6000	0	0
SCANA CORP NEW	COM	80589M102	4336	95002	SH	Other	1610	0	93392
SCHEIN HENRY INC	COM	806407102	8488	105548	SH	Other	104309	0	1239
SCHLUMBERGER LTD	COM	806857108	3152	45490	SH	Defined	21163	0	24327
SCHLUMBERGER LTD	COM	806857108	68976	995350	SH	Other	50021	0	945329
SCHLUMBERGER LTD	COM	806857108	2708	39075	SH	Sole	39075	0	0
SCHULMAN A INC	COM	808194104	201	6960	SH	Other	0	0	6960
SCHWAB CHARLES CORP NEW	COM	808513105	1439	100172	SH	Sole	100172	0	0
SCHWAB CHARLES CORP NEW	COM	808513105	15448	1075737	SH	Other	273213	0	802524
SCHWAB CHARLES CORP NEW	COM	808513105	1354	94323	SH	Defined	74229	0	20094
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	3580	61811	SH	Other	0	0	61811
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	7285	239477	SH	Other	150	0	239327
SEALED AIR CORP NEW	COM	81211K100	2569	146738	SH	Other	900	0	145838
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	299	4180	SH	Other	4180	0	0
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1924	55098	SH	Other	45698	0	9400
SEMPRA ENERGY	COM	816851109	304	4289	SH	Defined	167	0	4122
SEMPRA ENERGY	COM	816851109	11366	160226	SH	Other	0	0	160226
SEVERN BANCORP ANNAPOLIS MD	COM	81811M100	45	14353	SH	Other	14353	0	0
SHERWIN WILLIAMS CO	COM	824348106	251	1631	SH	Defined	63	0	1568
SHERWIN WILLIAMS CO	COM	824348106	9392	61061	SH	Other	95	0	60966
SIEMENS A G	SPONSORED ADR	826197501	392	3585	SH	Other	2260	0	1325
SIGMA ALDRICH CORP	COM	826552101	13162	178883	SH	Other	92592	0	86291
SIMON PPTY GROUP INC NEW	COM	828806109	34679	219363	SH	Other	0	0	219363
SIMON PPTY GROUP INC NEW	COM	828806109	932	5898	SH	Defined	229	0	5669
SLM CORP	COM	78442P106	5630	328639	SH	Other	0	0	328639
SMUCKER J M CO	COM NEW	832696405	6647	77081	SH	Other	145	0	76936
SNAP ON INC	COM	833034101	3259	41264	SH	Other	0	0	41264
SOUTHERN CO	COM	842587107	1085	25339	SH	Defined	9321	0	16018
SOUTHERN CO	COM	842587107	33210	775760	SH	Other	152175	0	623585
SOUTHERN CO	COM	842587107	856	19986	SH	Sole	19986	0	0
SOUTHWEST AIRLS CO	COM	844741108	5360	523459	SH	Other	507	0	522952
SOUTHWEST AIRLS CO	COM	844741108	144	14070	SH	Defined	547	0	13523
SOUTHWESTERN ENERGY CO	COM	845467109	223	6662	SH	Defined	259	0	6403
SOUTHWESTERN ENERGY CO	COM	845467109	8273	247618	SH	Other	0	0	247618
SPDR GOLD TRUST	GOLD SHS	78463V107	15387	94968	SH	Other	0	0	94968
SPDR INDEX SHS FDS	S&P INTL ETF	78463X772	941	19550	SH	Other	0	0	19550
SPDR S&P 500 ETF TR	TR UNIT	78462F103	37455	263008	SH	Other	0	0	263008
SPDR S&P 500 ETF TR	TR UNIT	78462F103	2296	16125	SH	Sole	16125	0	0
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	1800	9695	SH	Sole	9695	0	0
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	2131	11475	SH	Defined	11475	0	0
SPDR SERIES TRUST	WELLS FG PFD ETF	78464A292	1075	23900	SH	Other	0	0	23900
SPDR SERIES TRUST	DB INT GVT ETF	78464A490	797	12540	SH	Other	0	0	12540
SPDR SERIES TRUST	OILGAS EQUIP	78464A748	1468	42394	SH	Other	41894	0	500

SPDR SERIES TRUST	S&P BIOTECH	78464A870	3465	39410	SH	Other	38565	0	845
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	2279	85665	SH	Other	0	0	85665
SPECTRA ENERGY CORP	COM	847560109	348	12694	SH	Defined	494	0	12200
SPECTRA ENERGY CORP	COM	847560109	20165	736486	SH	Other	251388	0	485098
SPRINT NEXTEL CORP	COM SER 1	852061100	325	57286	SH	Defined	2228	0	55058
SPRINT NEXTEL CORP	COM SER 1	852061100	12072	2129151	SH	Other	0	0	2129151
ST JUDE MED INC	COM	790849103	7892	218382	SH	Other	0	0	218382
ST JUDE MED INC	COM	790849103	212	5876	SH	Defined	229	0	5647
STANLEY BLACK & DECKER INC	COM	854502101	238	3218	SH	Defined	125	0	3093
STANLEY BLACK & DECKER INC	COM	854502101	8925	120656	SH	Other	1050	0	119606
STAPLES INC	COM	855030102	146	12848	SH	Defined	500	0	12348
STAPLES INC	COM	855030102	5471	479883	SH	Other	0	0	479883
STARBUCKS CORP	COM	855244109	760	14177	SH	Defined	551	0	13626
STARBUCKS CORP	COM	855244109	30532	569317	SH	Other	41537	0	527780
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	214	3736	SH	Defined	145	0	3591
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	8042	140206	SH	Other	120	0	140086
STARWOOD PPTY TR INC	COM	85571B105	9077	395338	SH	Other	0	0	395338
STARWOOD PPTY TR INC	COM	85571B105	339	14750	SH	Sole	14750	0	0
STATE STR CORP	COM	857477103	417	8862	SH	Defined	345	0	8517
STATE STR CORP	COM	857477103	15656	333030	SH	Other	1500	0	331530
STERICYCLE INC	COM	858912108	5864	62868	SH	Other	699	0	62169
STRYKER CORP	COM	863667101	1860	33941	SH	Sole	33941	0	0
STRYKER CORP	COM	863667101	1230	22444	SH	Defined	17149	0	5295
STRYKER CORP	COM	863667101	13838	252430	SH	Other	45956	0	206474
SUCAMPO PHARMACEUTICALS INC	CL A	864909106	82	16677	SH	Other	16677	0	0
SUNCOR ENERGY INC NEW	COM	867224107	12868	390164	SH	Other	374839	0	15325
SUNTRUST BKS INC	COM	867914103	291	10274	SH	Defined	400	0	9874
SUNTRUST BKS INC	COM	867914103	10951	386278	SH	Other	3104	0	383174
SYMANTEC CORP	COM	871503108	249	13230	SH	Defined	515	0	12715
SYMANTEC CORP	COM	871503108	9434	501299	SH	Other	8575	0	492724
SYNGENTA AG	SPONSORED ADR	87160A100	1494	18494	SH	Other	11610	0	6884
SYSCO CORP	COM	871829107	355	11207	SH	Defined	436	0	10771
SYSCO CORP	COM	871829107	13492	426144	SH	Other	9611	0	416533
TARGET CORP	COM	87612E106	811	13709	SH	Defined	1783	0	11926
TARGET CORP	COM	87612E106	27457	464030	SH	Other	2535	0	461495
TE CONNECTIVITY LTD	REG SHS	H84989104	11254	303190	SH	Other	1703	0	301487
TE CONNECTIVITY LTD	REG SHS	H84989104	299	8057	SH	Defined	313	0	7744
TECO ENERGY INC	COM	872375100	2418	144268	SH	Other	0	0	144268
TEMPLETON DRAGON FD INC	COM	88018T101	2303	80963	SH	Other	0	0	80963
TENET HEALTHCARE CORP	COM NEW	88033G407	2483	76463	SH	Other	1012	0	75451
TENNANT CO	COM	880345103	4816	109585	SH	Other	103085	0	6500
TERADATA CORP DEL	COM	88076W103	7441	120222	SH	Other	79	0	120143
TERADYNE INC	COM	880770102	2313	136936	SH	Other	0	0	136936
TESORO CORP	COM	881609101	4384	99516	SH	Other	0	0	99516
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	981	26280	SH	Other	25163	0	1117
TEXAS INSTRS INC	COM	882508104	660	21369	SH	Defined	831	0	20538
TEXAS INSTRS INC	COM	882508104	24687	799179	SH	Other	4123	0	795056
TEXTRON INC	COM	883203101	4964	200254	SH	Other	0	0	200254
THE ADT CORPORATION	COM	00101J106	206	4432	SH	Defined	172	0	4260
THE ADT CORPORATION	COM	00101J106	7724	166154	SH	Other	1421	0	164733
THERMO FISHER SCIENTIFIC INC	COM	883556102	1633	25596	SH	Defined	18995	0	6601
THERMO FISHER SCIENTIFIC INC	COM	883556102	16456	258005	SH	Other	1901	0	256104
THERMO FISHER SCIENTIFIC INC	COM	883556102	1935	30333	SH	Sole	30333	0	0
TIFFANY & CO NEW	COM	886547108	4872	84966	SH	Other	520	0	84446
TIME WARNER CABLE INC	COM	88732J207	741	7625	SH	Sole	7625	0	0
TIME WARNER CABLE INC	COM	88732J207	1073	11042	SH	Defined	5512	0	5530
TIME WARNER CABLE INC	COM	88732J207	21054	216625	SH	Other	2027	0	214598
TIME WARNER INC	COM NEW	887317303	1972	41237	SH	Defined	23887	0	17350
TIME WARNER INC	COM NEW	887317303	32517	679839	SH	Other	8545	0	671294
TIME WARNER INC	COM NEW	887317303	1592	33276	SH	Sole	33276	0	0
TJX COS INC NEW	COM	872540109	25815	608116	SH	Other	88359	0	519757
TJX COS INC NEW	COM	872540109	590	13904	SH	Defined	541	0	13363
TORCHMARK CORP	COM	891027104	3877	75041	SH	Other	6475	0	68566
TORTOISE ENERGY CAP CORP	COM	89147U100	679	23866	SH	Other	20255	0	3611
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	382	10066	SH	Other	4100	0	5966
TORTOISE MLP FD INC	COM	89148B101	513	20950	SH	Other	0	0	20950
TOTAL S A	SPONSORED ADR	89151E109	3001	57702	SH	Other	56702	0	1000
TOTAL SYS SVCS INC	COM	891906109	2439	113862	SH	Other	0	0	113862
TRANSCANADA CORP	COM	89353D107	4198	88709	SH	Other	85894	0	2815
TRAVELERS COMPANIES INC	COM	89417E109	2250	31327	SH	Defined	24338	0	6989
TRAVELERS COMPANIES INC	COM	89417E109	25175	350533	SH	Other	78908	0	271625
TRAVELERS COMPANIES INC	COM	89417E109	2499	34792	SH	Sole	34792	0	0
TRIPADVISOR INC	COM	896945201	3256	77669	SH	Other	0	0	77669
TYCO INTERNATIONAL LTD	SHS	H89128104	260	8879	SH	Defined	345	0	8534
TYCO INTERNATIONAL LTD	SHS	H89128104	9731	332700	SH	Other	2680	0	330020
TYSON FOODS INC	CL A	902494103	3986	205442	SH	Other	395	0	205047
UNION PAC CORP	COM	907818108	211	1675	SH	Sole	1675	0	0
UNION PAC CORP	COM	907818108	43134	343097	SH	Other	8248	0	334849
UNION PAC CORP	COM	907818108	1128	8969	SH	Defined	349	0	8620
UNITED PARCEL SERVICE INC	CL B	911312106	37726	511684	SH	Other	4480	0	507204
UNITED PARCEL SERVICE INC	CL B	911312106	1006	13642	SH	Defined	531	0	13111
UNITED STATES STL CORP NEW	COM	912909108	2438	102241	SH	Other	0	0	102241
UNITED TECHNOLOGIES CORP	COM	913017109	1318	16077	SH	Defined	625	0	15452
UNITED TECHNOLOGIES CORP	COM	913017109	54666	666575	SH	Other	64331	0	602244
UNITEDHEALTH GROUP INC	COM	91324P102	39637	730774	SH	Other	5951	0	724823

UNITEDHEALTH GROUP INC	COM	91324P102	1056	19476	SH	Defined	757	0	18719
UNUM GROUP	COM	91529Y106	4076	195770	SH	Other	0	0	195770
URBAN OUTFITTERS INC	COM	917047102	3064	77842	SH	Other	0	0	77842
US BANCORP DEL	COM NEW	902973304	2276	71246	SH	Defined	36789	0	34457
US BANCORP DEL	COM NEW	902973304	50809	1590770	SH	Other	245898	0	1344872
US BANCORP DEL	COM NEW	902973304	1673	52373	SH	Sole	52373	0	0
V F CORP	COM	918204108	253	1679	SH	Defined	65	0	1614
V F CORP	COM	918204108	14384	95278	SH	Other	32384	0	62894
VALERO ENERGY CORP NEW	COM	91913Y100	2349	68838	SH	Defined	58695	0	10143
VALERO ENERGY CORP NEW	COM	91913Y100	2909	85251	SH	Sole	85251	0	0
VALERO ENERGY CORP NEW	COM	91913Y100	13514	396076	SH	Other	3370	0	392706
VALMONT INDS INC	COM	920253101	2353	17233	SH	Other	16689	0	544
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	317	3914	SH	Other	0	0	3914
VANGUARD BD INDEX FD INC	TOTAL BND MKRT	921937835	8024	95490	SH	Other	0	0	95490
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	757	10330	SH	Other	0	0	10330
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	1393	31281	SH	Other	0	0	31281
VANGUARD SCOTTSDALE FDS	SHTRM GVT BD ETF	92206C102	307	5046	SH	Other	0	0	5046
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	1394	17352	SH	Other	0	0	17352
VANGUARD SCOTTSDALE FDS	INT-TERM CORP	92206C870	298	3398	SH	Other	0	0	3398
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	5543	112249	SH	Other	0	0	112249
VANGUARD WORLD FDS	INF TECH ETF	92204A702	8451	122285	SH	Other	114770	0	7515
VARIAN MED SYS INC	COM	92220P105	8644	123065	SH	Other	41233	0	81832
VENTAS INC	COM	92276F100	365	5635	SH	Defined	219	0	5416
VENTAS INC	COM	92276F100	13789	213061	SH	Other	1657	0	211404
VERISIGN INC	COM	92343E102	4275	110113	SH	Other	0	0	110113
VERIZON COMMUNICATIONS INC	COM	92343V104	3941	91090	SH	Defined	38794	0	52296
VERIZON COMMUNICATIONS INC	COM	92343V104	2945	68065	SH	Sole	65365	0	2700
VERIZON COMMUNICATIONS INC	COM	92343V104	88730	2050622	SH	Other	25431	0	2025191
VIACOM INC NEW	CL B	92553P201	465	8808	SH	Defined	343	0	8465
VIACOM INC NEW	CL B	92553P201	17355	329058	SH	Other	1021	0	328037
VISA INC	COM CL A	92826C839	1507	9940	SH	Defined	387	0	9553
VISA INC	COM CL A	92826C839	61163	403505	SH	Other	31646	0	371859
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	295	11699	SH	Sole	10299	0	1400
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	10832	430013	SH	Other	413682	0	16331
VORNADO RLTY TR	SH BEN INT	929042109	259	3230	SH	Defined	126	0	3104
VORNADO RLTY TR	SH BEN INT	929042109	9706	121209	SH	Other	1175	0	120034
VULCAN MATLS CO	COM	929160109	4993	95935	SH	Other	4100	0	91835
WALGREEN CO	COM	931422109	606	16379	SH	Defined	637	0	15742
WALGREEN CO	COM	931422109	23570	636862	SH	Other	26290	0	610572
WALGREEN CO	COM	931422109	283	7641	SH	Sole	7641	0	0
WAL-MART STORES INC	COM	931142103	546	8000	SH	Sole	8000	0	0
WAL-MART STORES INC	COM	931142103	81984	1201578	SH	Other	13764	0	1187814
WAL-MART STORES INC	COM	931142103	2176	31890	SH	Defined	1240	0	30650
WASHINGTON POST CO	CL B	939640108	1179	3229	SH	Other	40	0	3189
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	470	17959	SH	Other	0	0	17959
WASTE MGMT INC DEL	COM	94106L109	281	8314	SH	Defined	323	0	7991
WASTE MGMT INC DEL	COM	94106L109	10670	316231	SH	Other	7223	0	309008
WATERS CORP	COM	941848103	5394	61918	SH	Other	0	0	61918
WATSON PHARMACEUTICALS INC	COM	942683103	7907	91945	SH	Other	1413	0	90532
WATSON PHARMACEUTICALS INC	COM	942683103	209	2436	SH	Defined	95	0	2341
WEINGARTEN RLTY INVS	SH BEN INT	948741103	403	15068	SH	Other	0	0	15068
WELLPOINT INC	COM	94973V107	13235	217258	SH	Other	1000	0	216258
WELLPOINT INC	COM	94973V107	353	5789	SH	Defined	225	0	5564
WELLS FARGO & CO NEW	COM	949746101	3190	93342	SH	Defined	3630	0	89712
WELLS FARGO & CO NEW	COM	949746101	120002	3510892	SH	Other	36473	0	3474419
WESTERN ASST MNGD MUN FD INC	COM	95766M105	1071	74537	SH	Other	0	0	74537
WESTERN DIGITAL CORP	COM	958102105	6601	155360	SH	Other	0	0	155360
WESTERN DIGITAL CORP	COM	958102105	1669	39280	SH	Sole	39280	0	0
WESTERN DIGITAL CORP	COM	958102105	1247	29347	SH	Defined	25330	0	4017
WESTERN UN CO	COM	959802109	155	11374	SH	Defined	442	0	10932
WESTERN UN CO	COM	959802109	5845	429432	SH	Other	1980	0	427452
WEYERHAEUSER CO	COM	962166104	287	10325	SH	Defined	402	0	9923
WEYERHAEUSER CO	COM	962166104	10712	385044	SH	Other	1300	0	383744
WHIRLPOOL CORP	COM	963320106	5628	55310	SH	Other	0	0	55310
WHOLE FOODS MKT INC	COM	966837106	11151	122326	SH	Other	0	0	122326
WHOLE FOODS MKT INC	COM	966837106	300	3289	SH	Defined	128	0	3161
WILLIAMS COS INC DEL	COM	969457100	421	12847	SH	Defined	500	0	12347
WILLIAMS COS INC DEL	COM	969457100	15684	479032	SH	Other	1540	0	477492
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	341	7000	SH	Other	7000	0	0
WINDSTREAM CORP	COM	97381W104	93	11213	SH	Defined	436	0	10777
WINDSTREAM CORP	COM	97381W104	3483	420658	SH	Other	3895	0	416763
WISCONSIN ENERGY CORP	COM	976657106	6132	166410	SH	Other	3376	0	163034
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	392	6850	SH	Other	0	0	6850
WISDOMTREE TRUST	ASIA PAC EXJP FD	97717W828	337	4875	SH	Other	0	0	4875
WFX ENERGY INC	COM	98212B103	2136	143531	SH	Other	2380	0	141151
WYNDHAM WORLDWIDE CORP	COM	98310W108	5311	99819	SH	Other	0	0	99819
WYNN RESORTS LTD	COM	983134107	6398	56877	SH	Other	101	0	56776
XCEL ENERGY INC	COM	98389B100	248	9298	SH	Defined	362	0	8936
XCEL ENERGY INC	COM	98389B100	9245	346108	SH	Other	0	0	346108
XEROX CORP	COM	984121103	164	24092	SH	Defined	937	0	23155
XEROX CORP	COM	984121103	6177	905704	SH	Other	8050	0	897654
XILINX INC	COM	983919101	6631	184897	SH	Other	0	0	184897
XL GROUP PLC	SHS	G98290102	5341	213116	SH	Other	0	0	213116
XYLEM INC	COM	98419M100	3748	138309	SH	Other	2725	0	135584
YAHOO INC	COM	984332106	395	19843	SH	Defined	772	0	19071

YAHOO INC	COM	984332106	14683	737827	SH	Other	0	0	737827
YUM BRANDS INC	COM	988498101	572	8614	SH	Defined	335	0	8279
YUM BRANDS INC	COM	988498101	25149	378756	SH	Other	53290	0	325466
ZIMMER HLDGS INC	COM	98956P102	221	3308	SH	Defined	129	0	3179
ZIMMER HLDGS INC	COM	98956P102	8336	125047	SH	Other	1704	0	123343
ZIONS BANCORPORATION	COM	989701107	2858	133537	SH	Other	0	0	133537

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