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REGIONS FINANCIAL CORP  
Form 13F-HR  
February 13, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: December 31, 2003

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: Regions Financial Corporation  
Address: 417 North 20th Street  
Birmingham, AL 35202

Form 13F File Number: 28-01129

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: Ronald C. Jackson  
Title: Senior Vice President and Comptroller  
Phone: 205/326-7090

Signature, Place, and Date of Signing:

/s/Ronald C. Jackson                      Birmingham, Alabama                      February 13, 2004  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

Form 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 784

Form 13F Information Table Value Total: \$1,525,011 (thousands)

List of Other Included Managers: None

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

### Form 13F INFORMATION TABLE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (THOUSANDS)	COLUMN 5 SHRS OR SH/ PRN AMT PRN CALL
ACE LTD ADR	ORD	G0070K103	241	5,820
ACE LTD ADR	ORD	G0070K103	10	240
AMDOCS LTD ORD ADR	ORD	G02602103	209	9,290
AMDOCS LTD ORD ADR	ORD	G02602103	10	430
XCELERA INC COM ADR	COM	G31611109	38	18,036
GLOBALSANTAFE CORPORATION ADR	SHS	G3930E101	3,376	135,961
GLOBALSANTAFE CORPORATION ADR	SHS	G3930E101	291	11,700
INGERSOLL-RAND CO LTD CL A ADR	CL A	G4776G101	5,051	74,408
INGERSOLL-RAND CO LTD CL A ADR	CL A	G4776G101	568	8,369
NABORS INDUSTRIES LTD	SHS	G6359F103	216	5,206
NABORS INDUSTRIES LTD	SHS	G6359F103	10	240
WILLIS GROUP HLDGS LTD	SHS	G96655108	289	8,480
FLEXTRONICS INTL ADR	ORD	Y2573F102	2,030	137,158
FLEXTRONICS INTL ADR	ORD	Y2573F102	163	11,000
AFLAC INC	COM	001055102	7,185	198,592
AFLAC INC	COM	001055102	1,524	42,120
AGL RES INC	COM	001204106	45	1,554
AGL RES INC	COM	001204106	427	14,672
AT&T CORP	COM NEW	001957505	364	17,949
AT&T CORP	COM NEW	001957505	31	1,542
AT & T WIRELESS SERVICES INC	COM	00209A106	112	13,961
AT & T WIRELESS SERVICES INC	COM	00209A106	42	5,225
ABBOTT LABORATORIES	COM	002824100	9,163	196,626
ABBOTT LABORATORIES	COM	002824100	1,819	39,045
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	2,109	85,366
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	194	7,850
ABERDEEN ASIA PAC PRIME INC	COM	003009107	159	25,000
AEGON N V ADR	ORD AMER REG	007924103	217	14,662
AEGON N V ADR	ORD AMER REG	007924103	334	22,593
AFFILIATED COMPUTER SVCS INC	CL A	008190100	705	12,950
AFFILIATED COMPUTER SVCS INC	CL A	008190100	20	370
AGILENT TECHNOLOGIES INC	COM	00846U101	162	5,556
AGILENT TECHNOLOGIES INC	COM	00846U101	55	1,867
AIR PRODUCTS & CHEMICALS INC	COM	009158106	401	7,582
AIR PRODUCTS & CHEMICALS INC	COM	009158106	56	1,063
AKZO NOBEL N. V. ADR	SPONSORED ADR	010199305	326	8,521
ALABAMA NATL BANCORP DEL	COM	010317105	335	6,376
ALABAMA NATL BANCORP DEL	COM	010317105	26	500

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ALCOA INC	COM	013817101	1,337	35,189
ALCOA INC	COM	013817101	342	8,991
ALCATEL ADR	SPONSORED ADR	013904305	152	11,855
ALFA CORP	COM	015385107	518	40,316
ALFA CORP	COM	015385107	18	1,396
ALLERGAN INC	COM	018490102	237	3,085
ALLERGAN INC	COM	018490102	18	234
ALLSTATE CORP	COM	020002101	2,952	68,622
ALLSTATE CORP	COM	020002101	360	8,378
ALLTEL CORP	COM	020039103	827	17,761
ALLTEL CORP	COM	020039103	351	7,535
ALTRIA GROUP INC	COM	02209S103	7,937	145,847
ALTRIA GROUP INC	COM	02209S103	2,701	49,624
AMAZON COM INC	COM	023135106	598	11,364
AMBAC FINANCIAL GROUP INC	COM	023139108	226	3,255
AMERICAN ELECTRIC POWER INC	COM	025537101	353	11,565
AMERICAN ELECTRIC POWER INC	COM	025537101	14	467
AMERICAN EXPRESS CO	COM	025816109	6,026	124,934
AMERICAN EXPRESS CO	COM	025816109	2,734	56,677
AMERICAN INTL GROUP INC	COM	026874107	14,130	213,183
AMERICAN INTL GROUP INC	COM	026874107	2,974	44,868
AMERICAN PWR CONVERSION CORP	COM	029066107	205	8,363
AMGEN INC	COM	031162100	5,284	85,520
AMGEN INC	COM	031162100	966	15,634
AMSOUTH BANCORPORATION	COM	032165102	10,530	429,804
AMSOUTH BANCORPORATION	COM	032165102	7,751	316,371
ANADARKO PETE CORP	COM	032511107	1,617	31,704
ANADARKO PETE CORP	COM	032511107	110	2,155
ANHEUSER BUSCH COS INC	COM	035229103	9,492	180,174
ANHEUSER BUSCH COS INC	COM	035229103	676	12,838
AON CORP	COM	037389103	1,210	50,550
APACHE CORP	COM	037411105	4,986	61,478
APACHE CORP	COM	037411105	316	3,897
APPLIED MATLS INC	COM	038222105	5,669	252,624
APPLIED MATLS INC	COM	038222105	584	26,040
ARCHER DANIELS MIDLAND CO	COM	039483102	517	33,943
ARCHER DANIELS MIDLAND CO	COM	039483102	27	1,750
ASTRAZENECA PLC	SPONSORED ADR	046353108	281	5,800
ATMOS ENERGY CORP	COM	049560105	231	9,508
AUBURN NATIONAL BANCORPORATION	COM	050473107	138	7,000
AUBURN NATIONAL BANCORPORATION	COM	050473107	436	22,150
AUTOMATIC DATA PROCESSING INC	COM	053015103	1,203	30,361
AUTOMATIC DATA PROCESSING INC	COM	053015103	546	13,774
AUTOZONE INC	COM	053332102	161	1,890
AUTOZONE INC	COM	053332102	94	1,100
AVANT IMMUNOTHERAPEUTICS INC	COM	053491106	37	13,459
AVENTIS	SPONSORED ADR	053561106	126	1,901
AVENTIS	SPONSORED ADR	053561106	86	1,300
AVERY DENNISON CORP	COM	053611109	197	3,514
AVERY DENNISON CORP	COM	053611109	56	1,000
AVOCENT CORP	COM	053893103	4,581	125,440
AVOCENT CORP	COM	053893103	31	843
AVON PRODS INC	COM	054303102	625	9,260
BB&T CORP	COM	054937107	145	3,754
BB&T CORP	COM	054937107	986	25,507
BP PLC ADR	SPONSORED ADR	055622104	10,642	215,640
BP PLC ADR	SPONSORED ADR	055622104	3,863	78,278
BANCO BILBAO VIZCAYA S.A. ADR	SPONSORED ADR	05946K101	176	12,712
BANCORPSOUTH INC	COM	059692103	74	3,100
BANCORPSOUTH INC	COM	059692103	237	10,000
BANCTRUST FINANCIAL GP	COM	05978R107	97	6,075
BANCTRUST FINANCIAL GP	COM	05978R107	184	11,455

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BANK AMER CORP	COM	060505104	12,139	150,922
BANK AMER CORP	COM	060505104	24,646	306,429
BANK NEW YORK INC	COM	064057102	1,345	40,611
BANK NEW YORK INC	COM	064057102	162	4,882
BANK ONE CORP	COM	06423A103	360	7,907
BANK ONE CORP	COM	06423A103	406	8,900
BARRICK GOLD CORP ADR	COM	067901108	1,431	63,029
BARRICK GOLD CORP ADR	COM	067901108	79	3,480
BARR PHARMACEUTICALS INC	COM	068306109	359	4,660
BARR PHARMACEUTICALS INC	COM	068306109	11	137
BAXTER INTERNATIONAL INC	COM	071813109	616	20,178
BAXTER INTERNATIONAL INC	COM	071813109	477	15,640
BECTON DICKINSON & CO	COM	075887109	411	10,000
BECTON DICKINSON & CO	COM	075887109	41	1,008
BED BATH & BEYOND INC	COM	075896100	1,481	34,159
BED BATH & BEYOND INC	COM	075896100	237	5,474
BELLSOUTH CORP	COM	079860102	6,419	226,816
BELLSOUTH CORP	COM	079860102	2,925	103,368
BERKSHIRE HATHAWAY INC DEL CL A CL A		084670108	1,432	17
BERKSHIRE HATHAWAY INC DEL CL A CL A		084670108	1,854	22
BERKSHIRE HATHAWAY INC DEL CL B		084670207	3,834	1,362
BERKSHIRE HATHAWAY INC DEL CL B		084670207	1,244	442
BEST BUY INC	COM	086516101	1,806	34,565
BEST BUY INC	COM	086516101	460	8,800
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	10	1,500
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	747	109,054
BLACK & DECKER MFG CO	COM	091797100	264	5,359
BLACK & DECKER MFG CO	COM	091797100	8	165
BLACKROCK INSD MUN TERM TR INC	COM	092474105	277	25,000
BLACKROCK INSD MUN INCOME TR	COM	092479104	273	19,500
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	221	15,000
BLACKROCK MUNI 2020 TER TRS	COM SHS	09249X109	450	30,000
BLOCK H & R INC	COM	093671105	429	7,757
BLOCK H & R INC	COM	093671105	276	4,980
BLOUNT INTL INC NEW	COM	095180105	329	41,851
BOEING CO	COM	097023105	5,304	125,874
BOEING CO	COM	097023105	312	7,411
BRIGGS & STRATTON CORP	COM	109043109	67	1,000
BRIGGS & STRATTON CORP	COM	109043109	162	2,400
BRISTOL MYERS SQUIBB CO	COM	110122108	11,768	411,477
BRISTOL MYERS SQUIBB CO	COM	110122108	4,600	160,850
BROWN FORMAN CORP CL B	CL B	115637209	93	1,000
BROWN FORMAN CORP CL B	CL B	115637209	168	1,800
BUCKEYE PARTNERS LP UNITS	UNIT LTD PARTN	118230101	95	2,100
BUCKEYE PARTNERS LP UNITS	UNIT LTD PARTN	118230101	245	5,400
BUCKEYE TECHNOLOGIES INC	COM	118255108	151	14,980
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	3,052	94,348
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	207	6,406
BURLINGTON RESOURCES INC	COM	122014103	2,997	54,117
BURLINGTON RESOURCES INC	COM	122014103	447	8,080
CIGNA CORP	COM	125509109	1,071	18,620
CIGNA CORP	COM	125509109	126	2,196
CSX CORP	COM	126408103	203	5,650
CSX CORP	COM	126408103	78	2,170
CVS CORPORATION (DEL)	COM	126650100	4,168	115,384
CVS CORPORATION (DEL)	COM	126650100	524	14,519
CAMPBELL SOUP CO	COM	134429109	214	8,000
CAMPBELL SOUP CO	COM	134429109	70	2,600
CARDINAL HEALTH INC	COM	14149Y108	1,480	24,196
CARDINAL HEALTH INC	COM	14149Y108	280	4,581
CATERPILLAR INC	COM	149123101	1,880	22,650
CATERPILLAR INC	COM	149123101	365	4,400

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CEDAR FAIR L P	DEPOSITRY UNIT	150185106	600	19,500
CENDANT CORP	COM	151313103	203	9,106
CENDANT CORP	COM	151313103	56	2,500
CENTERPOINT ENERGY INC	COM	15189T107	106	10,956
CENTERPOINT ENERGY INC	COM	15189T107	76	7,794
CENTURYTEL INC	COM	156700106	2,010	61,619
CENTURYTEL INC	COM	156700106	26	800
CHEVRON TEXACO CORP	COM	166764100	9,626	111,428
CHEVRON TEXACO CORP	COM	166764100	4,026	46,605
CINERGY CORP	COM	172474108	319	8,211
CINERGY CORP	COM	172474108	427	11,000
CISCO SYS INC	COM	17275R102	12,303	507,766
CISCO SYS INC	COM	17275R102	2,284	94,264
CITIGROUP INC	COM	172967101	13,184	271,621
CITIGROUP INC	COM	172967101	5,370	110,633
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	5,218	111,433
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	439	9,365
CLOROX CO	COM	189054109	1,956	40,275
CLOROX CO	COM	189054109	391	8,044
COACH INC	COM	189754104	475	12,574
COACH INC	COM	189754104	24	636
COCA COLA CO	COM	191216100	40,461	797,265
COCA COLA CO	COM	191216100	33,172	653,645
COCA COLA ENTERPRISES INC	COM	191219104	4,778	218,460
COLGATE PALMOLIVE CO	COM	194162103	2,514	50,231
COLGATE PALMOLIVE CO	COM	194162103	13,713	273,984
COLONIAL BANCGROUP INC	COM	195493309	109	6,265
COLONIAL BANCGROUP INC	COM	195493309	82	4,745
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	61	1,550
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	294	7,425
COMCAST CORP NEW CL A	CL A	20030N101	846	25,792
COMCAST CORP NEW CL A	CL A	20030N101	447	13,635
COMCAST CORP NEW	CL A SPL	20030N200	6,414	204,981
COMCAST CORP NEW	CL A SPL	20030N200	899	28,725
COMPASS BANCSHARES, INC.	COM	20449H109	2,384	60,579
COMPASS BANCSHARES, INC.	COM	20449H109	4,809	122,208
COMSTOCK RESOURCES INC	COM NEW	205768203	304	15,750
CONAGRA FOODS INC COM	COM	205887102	1,623	61,510
CONAGRA FOODS INC COM	COM	205887102	755	28,612
CONCURRENT COMPUTER CORP NEW	COM	206710204	66	15,000
CONOCO/PHILLIPS	COM	20825C104	7,809	119,091
CONOCO/PHILLIPS	COM	20825C104	1,143	17,430
CONSOLIDATED EDISON INC	COM	209115104	104	2,411
CONSOLIDATED EDISON INC	COM	209115104	189	4,400
COOPER CAMERON CORP	COM	216640102	422	9,055
COOPER CAMERON CORP	COM	216640102	20	425
COSTCO WHSL CORP	COM	22160K105	298	8,020
COSTCO WHSL CORP	COM	22160K105	82	2,200
COX COMMUNICATIONS INC NEW	CL A	224044107	28,941	840,082
DNP SELECT INCOME FD	COM	23325P104	1,808	165,007
DNP SELECT INCOME FD	COM	23325P104	348	31,725
DTE ENERGY CO	COM	233331107	285	7,238
DTE ENERGY CO	COM	233331107	2	50
DEERE & CO	COM	244199105	288	4,432
DEERE & CO	COM	244199105	159	2,439
DEL MONTE FOODS CO	COM	24522P103	139	13,394
DEL MONTE FOODS CO	COM	24522P103	19	1,827
DELL INC	COM	24702R101	6,775	199,383
DELL INC	COM	24702R101	1,021	30,045
DELPHI CORP	COM	247126105	285	27,953
DELPHI CORP	COM	247126105	29	2,816
DELTIC TIMBER CORP	COM	247850100	1,627	53,528

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DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	242	13,333
DEVON ENERGY CORPORATION NEW	COM	25179M103	347	6,058
DEVON ENERGY CORPORATION NEW	COM	25179M103	2	30
DIAL CORP NEW COM	COM	25247D101	1,070	37,576
DIAL CORP NEW COM	COM	25247D101	116	4,087
DIAMONDS TR	UNIT SER 1	252787106	228	2,178
DIAMONDS TR	UNIT SER 1	252787106	69	660
WALT DISNEY COMPANY	COM DISNEY	254687106	3,258	139,668
WALT DISNEY COMPANY	COM DISNEY	254687106	1,015	43,524
DOMINION RES INC VA NEW	COM	25746U109	974	15,254
DOMINION RES INC VA NEW	COM	25746U109	50	790
DOVER CORP	COM	260003108	465	11,706
DOVER CORP	COM	260003108	149	3,745
DOW CHEM CO COM	COM	260543103	1,039	24,996
DOW CHEM CO COM	COM	260543103	447	10,762
DREYFUS STRATEGIC MUNS INC	COM	261932107	492	50,000
DREYFUS STRATEGIC MUNS INC	COM	261932107	33	3,400
DREYFUS STRATEGIC MUN BD FD INC	COM	26202F107	454	51,548
DU PONT E I DE NEMOURS & CO	COM	263534109	9,291	202,453
DU PONT E I DE NEMOURS & CO	COM	263534109	3,048	66,417
DUKE ENERGY CORP	COM	264399106	1,308	63,978
DUKE ENERGY CORP	COM	264399106	445	21,779
DUN & BRADSTREET CORP DEL NE	COM	26483E100	200	3,943
DUN & BRADSTREET CORP DEL NE	COM	26483E100	20	400
DURECT CORP	COM	266605104	126	50,281
E M C CORP MASS	COM	268648102	962	74,441
E M C CORP MASS	COM	268648102	432	33,442
E TRADE FINL CORP	COM	269246104	312	24,650
E TRADE FINL CORP	COM	269246104	3	250
EASTMAN CHEM CO	COM	277432100	251	6,339
EASTMAN CHEM CO	COM	277432100	64	1,628
EATON CORP	COM	278058102	621	5,755
EATON CORP	COM	278058102	24	225
EATON VANCE MUNI INCOME TR FD	SH BEN INT	27826U108	565	35,732
EATON VANCE INS MUN BD FD	COM	27827X101	278	20,000
EBAY INC	COM	278642103	447	6,914
EBAY INC	COM	278642103	219	3,386
EL PASO CORP	COM	28336L109	85	10,395
EL PASO CORP	COM	28336L109	81	9,897
ELECTRONIC ARTS	COM	285512109	21	430
ELECTRONIC ARTS	COM	285512109	310	6,500
ELECTRONIC DATA SYS CORP NEW	COM	285661104	3,249	132,409
ELECTRONIC DATA SYS CORP NEW	COM	285661104	507	20,668
EMERSON ELECTRIC CO	COM	291011104	4,585	70,813
EMERSON ELECTRIC CO	COM	291011104	1,116	17,231
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	112	2,250
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	100	2,000
ENERGEN CORP	COM	29265N108	234	5,700
ENERGEN CORP	COM	29265N108	267	6,500
ENERGYSOUTH INC	COM	292970100	1,571	44,881
ENERGYSOUTH INC	COM	292970100	105	3,000
THE ENSTAR GROUP INC	COM	29358R107	917	19,500
ENTERASYS NETWORKS INC	COM	293637104	41	11,032
ENERGY CORP	COM	29364G103	355	6,208
ENERGY CORP	COM	29364G103	63	1,100
EXELON CORP	COM	30161N101	737	11,110
EXELON CORP	COM	30161N101	134	2,019
EXXON MOBIL CORP	COM	30231G102	44,973	1,096,903
EXXON MOBIL CORP	COM	30231G102	16,007	390,411
FPL GROUP INC	COM	302571104	2,039	31,165
FPL GROUP INC	COM	302571104	222	3,400
FAMILY DOLLAR STORES INC	COM	307000109	1,396	38,916

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FAMILY DOLLAR STORES INC	COM	307000109	162	4,520
FREDDIE MAC	COM	313400301	725	12,432
FREDDIE MAC	COM	313400301	114	1,961
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	3,597	47,918
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	1,299	17,303
FEDERAL REALTY INV TR (REIT)	SH BEN INT NEW	313747206	296	7,700
FEDERATED DEPT STORES INC NEW	COM	31410H101	238	5,055
FEDERATED DEPT STORES INC NEW	COM	31410H101	11	225
FEDEX CORP	COM	31428X106	7,430	110,068
FEDEX CORP	COM	31428X106	680	10,075
FIRST DATA CORP	COM	319963104	2,936	71,446
FIRST DATA CORP	COM	319963104	406	9,874
FIRST TENNESSEE NATIONAL CORP	COM	337162101	1,963	44,524
FIRST TENNESSEE NATIONAL CORP	COM	337162101	524	11,875
FIRSTENERGY CORP	COM	337932107	406	11,523
FIRSTENERGY CORP	COM	337932107	7	190
FLEETBOSTON FINL CORP	COM	339030108	971	22,255
FLEETBOSTON FINL CORP	COM	339030108	140	3,202
FORD MTR CO DEL	COM PAR \$0.01	345370860	265	16,569
FORD MTR CO DEL	COM PAR \$0.01	345370860	181	11,301
FOREST LABS INC	COM	345838106	8,370	135,440
FOREST LABS INC	COM	345838106	483	7,815
FORTUNE BRANDS INC	COM	349631101	644	9,006
FORTUNE BRANDS INC	COM	349631101	139	1,950
FRANKLIN RES INC	COM	354613101	1,719	33,028
FRANKLIN RES INC	COM	354613101	52	1,000
GALLAGHER ARTHUR J & CO	COM	363576109	422	12,979
GALLAGHER ARTHUR J & CO	COM	363576109	42	1,300
GANNETT INC	COM	364730101	1,851	20,762
GANNETT INC	COM	364730101	1,789	20,064
GAP INC	COM	364760108	4,793	206,499
GAP INC	COM	364760108	490	21,120
GENENTECH INC	COM NEW	368710406	736	7,864
GENENTECH INC	COM NEW	368710406	242	2,585
GENERAL DYNAMICS CORP	COM	369550108	1,747	19,324
GENERAL DYNAMICS CORP	COM	369550108	27	300
GENERAL ELECTRIC CO	COM	369604103	33,597	1,084,464
GENERAL ELECTRIC CO	COM	369604103	18,567	599,325
GENERAL MILLS INC	COM	370334104	2,153	47,521
GENERAL MILLS INC	COM	370334104	612	13,514
GENERAL MOTORS CORP	COM	370442105	2,966	55,547
GENERAL MOTORS CORP	COM	370442105	692	12,951
GENUINE PARTS CO	COM	372460105	1,455	43,821
GENUINE PARTS CO	COM	372460105	679	20,451
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	3,025	98,645
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	15	500
GILLETTE CO	COM	375766102	4,415	120,204
GILLETTE CO	COM	375766102	2,109	57,425
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	541	11,595
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	163	3,500
GOLDEN WEST FINL CORP DEL	COM	381317106	291	2,822
GOLDEN WEST FINL CORP DEL	COM	381317106	12	115
GOLDMAN SACHS GROUP INC	COM	38141G104	453	4,588
GOLDMAN SACHS GROUP INC	COM	38141G104	20	198
GOODRICH CORP	COM	382388106	399	13,450
GOODRICH CORP	COM	382388106	71	2,400
GRAINGER W W INC	COM	384802104	237	5,000
GREAT PLAINS ENERGY INC	COM	391164100	74	2,330
GREAT PLAINS ENERGY INC	COM	391164100	134	4,200
HCA-INC	COM	404119109	878	20,446
HCA-INC	COM	404119109	11	260
HSBC HLDGS PLC	SPON ADR NEW	404280406	290	3,678

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HSBC HLDGS PLC	SPON ADR NEW	404280406	292	3,705
HARLEY DAVIDSON INC	COM	412822108	416	8,756
HARTFORD FINL SVCS GROUP INC	COM	416515104	207	3,510
HARTFORD FINL SVCS GROUP INC	COM	416515104	8	140
HEALTH NET INC	COM	42222G108	285	8,727
HEALTH NET INC	COM	42222G108	8	245
HEINZ H J CO	COM	423074103	1,526	41,878
HEINZ H J CO	COM	423074103	308	8,445
HERSHEY FOODS CORP	COM	427866108	311	4,035
HERSHEY FOODS CORP	COM	427866108	362	4,700
HEWLETT PACKARD CO	COM	428236103	3,203	139,461
HEWLETT PACKARD CO	COM	428236103	1,085	47,254
HIBERNIA CORP	CL A	428656102	652	27,712
HILTON HOTELS	COM	432848109	1,360	79,402
HOME DEPOT INC	COM	437076102	4,236	119,371
HOME DEPOT INC	COM	437076102	1,239	34,906
HONEYWELL INTERNATIONAL INC	COM	438516106	698	20,883
HONEYWELL INTERNATIONAL INC	COM	438516106	402	12,039
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	33	1,500
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	219	10,000
HUMANA INC	COM	444859102	251	10,972
HUMANA INC	COM	444859102	67	2,950
HUNTINGTON BANCSHARES INC	COM	446150104	225	10,000
ILLINOIS TOOL WKS INC	COM	452308109	474	5,643
IMMUCOR INC	COM	452526106	201	9,837
INTEL CORP	COM	458140100	18,851	588,179
INTEL CORP	COM	458140100	7,000	218,410
INTL BUSINESS MACHINES CORP	COM	459200101	12,537	135,274
INTL BUSINESS MACHINES CORP	COM	459200101	4,506	48,624
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	1,411	39,514
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	7	204
INTERNATIONAL PAPER CO	COM	460146103	6,424	149,005
INTERNATIONAL PAPER CO	COM	460146103	1,462	33,907
ISHARES INC	MSCI JAPAN	464286848	106	10,959
ISHARES INC	MSCI JAPAN	464286848	96	10,000
ISHARES TR	DJ SEL DIV INX	464287168	215	4,000
ISHARES TR	DJ US UTILS	464287697	216	3,750
ISHARES TR	DJ US UTILS	464287697	125	2,163
ISHARES TR	S&P SMLCP VALU	464287879	171	1,700
ISHARES TR	S&P SMLCP VALU	464287879	151	1,500
JP MORGAN CHASE & CO	COM	46625H100	3,533	96,198
JP MORGAN CHASE & CO	COM	46625H100	1,189	32,358
JEFFERSON PILOT CORP	COM	475070108	3,999	78,954
JEFFERSON PILOT CORP	COM	475070108	4,996	98,639
JOHNSON & JOHNSON	COM	478160104	16,509	319,573
JOHNSON & JOHNSON	COM	478160104	5,562	107,667
KLA - TENCOR CORPORATION	COM	482480100	731	12,489
KLA - TENCOR CORPORATION	COM	482480100	234	4,000
KANE PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	210	4,140
KANE PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	30	600
KELLOGG CO	COM	487836108	545	14,314
KELLOGG CO	COM	487836108	457	12,000
KEYCORP NEW	COM	493267108	1,272	43,391
KEYCORP NEW	COM	493267108	145	4,950
KIMBERLY CLARK CORP	COM	494368103	4,178	70,701
KIMBERLY CLARK CORP	COM	494368103	2,439	41,268
KINDER MORGAN EGY PTNS L P	UT LTD PARTNER	494550106	496	10,073
KINDER MORGAN EGY PTNS L P	UT LTD PARTNER	494550106	435	8,819
KNIGHT RIDDER INC	COM	499040103	1,434	18,533
KOHL'S CORP	COM	500255104	179	3,985
KOHL'S CORP	COM	500255104	562	12,505
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	512	17,600



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KRAFT FOODS INC	CL A	50075N104	913	28,330
KRAFT FOODS INC	CL A	50075N104	65	2,020
KROGER CO	COM	501044101	529	28,576
KROGER CO	COM	501044101	9	500
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	229	6,200
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	18	500
LEGGETT & PLATT INC	COM	524660107	1,083	50,075
LEHMAN BROS HLDGS INC	COM	524908100	2,117	27,421
LEHMAN BROS HLDGS INC	COM	524908100	249	3,229
LENNAR CORP	CL A	526057104	252	2,630
LENNAR CORP	CL A	526057104	12	120
LEXMARK INTL INC	CL A	529771107	228	2,896
LEXMARK INTL INC	CL A	529771107	9	115
LILLY ELI & CO	COM	532457108	7,688	109,317
LILLY ELI & CO	COM	532457108	2,206	31,362
LIMITED BRANDS INC	COM	532716107	158	8,743
LIMITED BRANDS INC	COM	532716107	23	1,300
LINCOLN NATIONAL CORP IND	COM	534187109	646	16,000
LINCOLN NATIONAL CORP IND	COM	534187109	378	9,369
LIZ CLAIBORNE INC	COM	539320101	1,348	38,003
LIZ CLAIBORNE INC	COM	539320101	67	1,880
LOCKHEED MARTIN CORP	COM	539830109	361	7,014
LOCKHEED MARTIN CORP	COM	539830109	181	3,517
LOEWS CORP	COM	540424108	42	855
LOEWS CORP	COM	540424108	890	18,000
LOUISIANA PACIFIC CORP	COM	546347105	1,689	94,469
LOWES COS INC	COM	548661107	3,820	68,959
LOWES COS INC	COM	548661107	560	10,106
LUCENT TECHNOLOGIES INC	COM	549463107	96	33,972
LUCENT TECHNOLOGIES INC	COM	549463107	33	11,743
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	805	27,984
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	863	30,000
MBNA CORP	COM	55262L100	744	29,927
MBNA CORP	COM	55262L100	29	1,171
MANULIFE FINL CORP ADR	COM	56501R106	530	16,414
MARATHON OIL CORP	COM	565849106	585	17,668
MARATHON OIL CORP	COM	565849106	101	3,062
MARSH & MCLENNAN COS INC	COM	571748102	2,668	55,712
MARSH & MCLENNAN COS INC	COM	571748102	607	12,680
MARRIOTT INTL INC NEW	CL A	571903202	2,843	61,529
MARRIOTT INTL INC NEW	CL A	571903202	323	7,000
MASCO CORP	COM	574599106	339	12,356
MASCO CORP	COM	574599106	343	12,521
MATSUSHITA ELEC INDL LTD	ADR	576879209	155	11,155
MATTEL, INC.	COM	577081102	309	16,021
MATTEL, INC.	COM	577081102	6	320
MAXIM INTEGRATED PRODS INC	COM	57772K101	395	7,959
MAXIM INTEGRATED PRODS INC	COM	57772K101	18	370
MAYTAG CORP	COM	578592107	17,500	628,356
MAYTAG CORP	COM	578592107	65	2,350
MCCORMICK & CO INC COMMON STOCK	COM NON VTG	579780206	1,095	36,386
MCCORMICK & CO INC COMMON STOCK	COM NON VTG	579780206	53	1,776
MCDONALDS CORP	COM	580135101	1,073	43,227
MCDONALDS CORP	COM	580135101	286	11,500
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	776	11,098
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	84	1,200
MCKESSON CORPORATION	COM	58155Q103	228	7,093
MCKESSON CORPORATION	COM	58155Q103	115	3,583
MEADWESTVACO CORP	COM	583334107	131	4,398
MEADWESTVACO CORP	COM	583334107	2,377	79,914
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	199	5,869
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	337	9,927

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MEDIMMUNE INC	COM	584699102	238	9,395
MEDTRONIC INC	COM	585055106	5,450	112,108
MEDTRONIC INC	COM	585055106	2,654	54,605
MELLON FINL CORP	COM	58551A108	268	8,336
MELLON FINL CORP	COM	58551A108	39	1,200
MERCK & CO INC	COM	589331107	11,360	245,896
MERCK & CO INC	COM	589331107	7,007	151,663
MERRILL LYNCH & CO INC	COM	590188108	690	11,760
MERRILL LYNCH & CO INC	COM	590188108	35	600
METLIFE INC	COM	59156R108	345	10,257
METLIFE INC	COM	59156R108	16	488
MICROSOFT CORP	COM	594918104	15,993	584,334
MICROSOFT CORP	COM	594918104	4,119	150,496
MID-AMER APT CMNTYS INC (REIT)	COM	59522J103	307	9,150
MIDCAP SPDR TR	UNIT SER 1	595635103	346	3,281
MITSUBISHI TOKYO FINL GROUP	SPONSORED ADR	606816106	136	17,370
MONSANTO CO NEW	COM	61166W101	154	5,353
MONSANTO CO NEW	COM	61166W101	86	2,994
MOODYS CORP	COM	615369105	407	6,725
MOODYS CORP	COM	615369105	48	800
MORGAN STANLEY	COM NEW	617446448	9,437	163,075
MORGAN STANLEY	COM NEW	617446448	947	16,370
MOTOROLA INC	COM	620076109	1,246	88,995
MOTOROLA INC	COM	620076109	491	35,075
MUNICIPAL MORTGAGE & EQUITY LLC	GROWTH SHS	62624B101	225	9,071
MUNIVEST FD INC	COM	626295109	27	2,956
MUNIVEST FD INC	COM	626295109	103	11,200
MURPHY OIL CORP	COM	626717102	2,390	36,599
MURPHY OIL CORP	COM	626717102	19	293
MYLAN LABORATORIES INC	COM	628530107	267	10,572
MYLAN LABORATORIES INC	COM	628530107	10	400
NASDAQ 100 TR	UNIT SER 1	631100104	639	17,539
NASDAQ 100 TR	UNIT SER 1	631100104	99	2,720
NATIONAL CITY CORP	COM	635405103	559	16,466
NATIONAL CITY CORP	COM	635405103	70	2,060
NATIONAL COMM FINL CORP	COM	63545P104	1,417	51,958
NATIONAL COMM FINL CORP	COM	63545P104	124	4,528
NETWORK APPLIANCE INC DELEWARE	COM	64120L104	653	31,951
NETWORK APPLIANCE INC DELEWARE	COM	64120L104	15	730
NEW YORK TIMES CO CL A	CL A	650111107	260	5,450
NEW YORK TIMES CO CL A	CL A	650111107	10	200
NEWMONT MINING CORP (NEW)	COM	651639106	8,102	166,684
NEWMONT MINING CORP (NEW)	COM	651639106	596	12,261
NEWS CORP LTD SPONSORED ADR PFD	SP ADR PFD	652487802	276	9,109
NEWS CORP LTD SPONSORED ADR PFD	SP ADR PFD	652487802	8	277
NEXTEL COMMUNICATIONS INC	CL A	65332V103	567	20,211
NEXTEL COMMUNICATIONS INC	CL A	65332V103	12	410
NIKE INC CL B	CL B	654106103	1,808	26,410
NIKE INC CL B	CL B	654106103	113	1,650
NOKIA CORP	SPONSORED ADR	654902204	1,064	62,617
NOKIA CORP	SPONSORED ADR	654902204	278	16,360
NORFOLK SOUTHERN CORPORATION	COM	655844108	485	20,518
NORFOLK SOUTHERN CORPORATION	COM	655844108	400	16,917
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	93	2,370
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	216	5,500
NORTHROP GRUMMAN CORP	COM	666807102	4,041	42,267
NORTHROP GRUMMAN CORP	COM	666807102	600	6,279
NOVARTIS AG ADR	SPONSORED ADR	66987V109	277	6,044
NVIDIA CORP	COM	67066G104	2,649	114,185
NVIDIA CORP	COM	67066G104	246	10,600
NUVEEN DIVIDEND ADV MUNI 3	COM SH BEN INT	67070X101	286	20,000
NUVEEN INSD DIVID ADVANTAGE	COM	67071L106	167	11,000

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NUVEEN MUN VALUE FD INC	COM	670928100	138	14,756
NUVEEN MUN VALUE FD INC	COM	670928100	12	1,333
NUVEEN TEX QUAL INCM MUN FD	COM	670983105	784	49,800
OCCIDENTAL PETE CORP	COM	674599105	553	13,102
OCCIDENTAL PETE CORP	COM	674599105	31	740
OLD REPUBLIC INTL CORP	COM	680223104	460	18,128
OLD REPUBLIC INTL CORP	COM	680223104	12,076	476,169
OMNICOM GROUP	COM	681919106	111	1,273
OMNICOM GROUP	COM	681919106	593	6,791
ORACLE CORPORATION	COM	68389X105	4,998	377,752
ORACLE CORPORATION	COM	68389X105	1,077	81,411
PNC FINANCIAL SERVICES GROUP	COM	693475105	690	12,600
PNC FINANCIAL SERVICES GROUP	COM	693475105	69	1,260
PPG INDUSTRIES INC	COM	693506107	150	2,337
PPG INDUSTRIES INC	COM	693506107	323	5,039
PACCAR INC	COM	693718108	306	3,600
PACCAR INC	COM	693718108	103	1,206
PACIFICARE HLTH SYS INC DEL	COM	695112102	331	4,900
PARKER HANNIFIN CORP	COM	701094104	335	5,625
PAYCHEX INC	COM	704326107	2	42
PAYCHEX INC	COM	704326107	216	5,795
PEPSICO INC	COM	713448108	13,950	299,239
PEPSICO INC	COM	713448108	3,772	80,901
PFIZER INC	COM	717081103	27,350	774,130
PFIZER INC	COM	717081103	7,416	209,901
PHARMOS CORP	COM NEW	717139208	36	10,300
PHELPS DODGE CORP	COM	717265102	1,714	22,532
PHELPS DODGE CORP	COM	717265102	126	1,653
PIMCO MUN INCOME FD II	COM	72200W106	279	20,000
PIMCO MUN INCOME FD III	COM	72201A103	285	20,525
PIMCO MUN INCOME FD III	COM	72201A103	23	1,650
PIONEER NATURAL RESOURCES CO	COM	723787107	1,277	40,000
PITNEY BOWES INC	COM	724479100	1,294	31,846
PITNEY BOWES INC	COM	724479100	514	12,650
PIXAR INC	COM	725811103	250	3,602
PIXAR INC	COM	725811103	4	59
PLUM CREEK TIMBER CO INC (REIT)	COM	729251108	2,935	96,375
PLUM CREEK TIMBER CO INC (REIT)	COM	729251108	97	3,177
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	100	10,018
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	10	1,020
PRAXAIR INC	COM	74005P104	434	11,362
PRAXAIR INC	COM	74005P104	138	3,606
PROASSURANCE CORP	COM	74267C106	712	22,135
PROASSURANCE CORP	COM	74267C106	53	1,633
PROCTER & GAMBLE CO	COM	742718109	15,225	152,430
PROCTER & GAMBLE CO	COM	742718109	8,291	83,010
PROGRESS ENERGY INC	COM	743263105	862	19,043
PROGRESS ENERGY INC	COM	743263105	64	1,422
PROGRESSIVE CORP OHIO	COM	743315103	729	8,722
PROGRESSIVE CORP OHIO	COM	743315103	16	188
PROTECTIVE LIFE CORP	COM	743674103	1,315	38,872
PROTECTIVE LIFE CORP	COM	743674103	6,427	189,937
PROVIDIAN FINL CORP	COM	74406A102	135	11,577
PROVIDIAN FINL CORP	COM	74406A102	165	14,200
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	398	9,084
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	106	2,418
PUTNAM INVT GRADE MUN TR	COM	746805100	334	31,000
PUTNAM MANAGED MUN INCOME TR	COM	746823103	309	42,000
QUALCOMM INC	COM	747525103	1,253	23,235
QUALCOMM INC	COM	747525103	1,112	20,612
QUESTAR CORP	COM	748356102	424	12,050
QUESTAR CORP	COM	748356102	35	1,000

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RADIOSHACK CORP	COM	750438103	209	6,809
RADIOSHACK CORP	COM	750438103	199	6,490
RAYTHEON CO (NEW)	COM NEW	755111507	2,099	69,890
RAYTHEON CO (NEW)	COM NEW	755111507	402	13,390
REGIS CORP MINN	COM	758932107	209	5,301
REGIONS FINANCIAL CORP	COM	758940100	95,796	2,575,154
REGIONS FINANCIAL CORP	COM	758940100	52,146	1,401,779
RELIANT RES INC	COM	75952B105	49	6,662
RELIANT RES INC	COM	75952B105	38	5,197
RIO TINTO PLC	SPONSORED ADR	767204100	268	2,410
RIO TINTO PLC	SPONSORED ADR	767204100	2	20
ROCKWELL AUTOMATION INC	COM	773903109	242	6,800
ROCKWELL AUTOMATION INC	COM	773903109	53	1,494
ROCKWELL COLLINS INC	COM	774341101	173	5,750
ROCKWELL COLLINS INC	COM	774341101	45	1,494
ROPER INDS INC NEW	COM	776696106	199	4,046
ROPER INDS INC NEW	COM	776696106	8	155
ROYAL DUTCH PETROLEUM CO ADR	NY REG EUR.56	780257804	3,566	68,066
ROYAL DUTCH PETROLEUM CO ADR	NY REG EUR.56	780257804	787	15,014
RUBY TUESDAY INC	COM	781182100	6,942	243,677
RUBY TUESDAY INC	COM	781182100	243	8,528
SBC COMMUNICATIONS INC NEW	COM	78387G103	3,278	125,752
SBC COMMUNICATIONS INC NEW	COM	78387G103	1,139	43,693
SPDR TR	UNIT SER 1	78462F103	8,017	72,040
SPDR TR	UNIT SER 1	78462F103	886	7,960
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	346	11,943
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	15	500
SAFEWAY INC	COM NEW	786514208	201	9,159
ST PAUL COS INC	COM	792860108	246	6,197
ST PAUL COS INC	COM	792860108	210	5,298
SAKS INC	COM	79377W108	346	23,026
SAKS INC	COM	79377W108	2	132
SANMINA CORP	COM	800907107	49	3,850
SANMINA CORP	COM	800907107	85	6,748
SARA LEE CORP	COM	803111103	7,225	332,794
SARA LEE CORP	COM	803111103	369	16,991
SCANA CORP NEW	COM	80589M102	853	24,892
SCANA CORP NEW	COM	80589M102	240	6,997
SCHERING-PLOUGH CORP	COM	806605101	789	45,358
SCHERING-PLOUGH CORP	COM	806605101	387	22,260
SCHLUMBERGER LTD ADR	COM	806857108	3,499	63,937
SCHLUMBERGER LTD ADR	COM	806857108	1,488	27,201
SCHWAB CHARLES CORP NEW	COM	808513105	711	60,050
SCHWAB CHARLES CORP NEW	COM	808513105	6	471
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	509	41,000
SEARS ROEBUCK & CO	COM	812387108	296	6,502
SEARS ROEBUCK & CO	COM	812387108	146	3,209
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	68	1,505
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	135	3,000
SHERWIN WILLIAMS CO	COM	824348106	275	7,916
SHERWIN WILLIAMS CO	COM	824348106	30	870
SIMMONS FIRST NATIONAL CORP	CL A \$5 PAR	828730200	205	7,440
SIMMONS FIRST NATIONAL CORP	CL A \$5 PAR	828730200	28	1,000
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	85	1,833
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	205	4,425
SMITH INTL INC	COM	832110100	1,519	36,575
SMITH INTL INC	COM	832110100	17	400
SOLETRON CORP	COM	834182107	102	17,286
SOLETRON CORP	COM	834182107		9
SONOCO PRODUCTS CO	COM	835495102	74	3,000
SONOCO PRODUCTS CO	COM	835495102	153	6,220
SOUTHERN CO	COM	842587107	7,089	234,361

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SOUTHERN CO	COM	842587107	2,815	93,071
SOUTHTRUST CORP	COM	844730101	5,847	178,580
SOUTHTRUST CORP	COM	844730101	8,296	253,403
SOUTHWEST AIRLINES CO	COM	844741108	824	51,072
SOUTHWEST AIRLINES CO	COM	844741108	97	6,013
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	93	5,690
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	71	4,344
SPRINT CORP	PCS COM SER 1	852061506	109	19,366
SPRINT CORP	PCS COM SER 1	852061506	7	1,272
STARBUCKS CORP	COM	855244109	298	8,980
STARBUCKS CORP	COM	855244109	35	1,063
STATE STR CORP	COM	857477103	427	8,207
STATE STR CORP	COM	857477103	8	154
STRYKER CORP	COM	863667101	498	5,856
STRYKER CORP	COM	863667101	33	390
SUN LIFE FINL INC	COM	866796105	282	11,285
SUN MICROSYSTEMS INC	COM	866810104	79	17,737
SUN MICROSYSTEMS INC	COM	866810104	59	13,200
SUNTRUST BANKS INC	COM	867914103	2,122	29,675
SUNTRUST BANKS INC	COM	867914103	1,147	16,035
SYMANTEC CORP	COM	871503108	334	9,677
SYMANTEC CORP	COM	871503108	161	4,675
SYNOVUS FINANCIAL CORP	COM	87161C105	700	24,217
SYNOVUS FINANCIAL CORP	COM	87161C105	3,976	137,480
SYSCO CORP	COM	871829107	2,281	61,257
SYSCO CORP	COM	871829107	163	4,365
TEPPCO PARTNERS LP	UT LTD PARTNER	872384102	426	10,570
TEPPCO PARTNERS LP	UT LTD PARTNER	872384102	145	3,600
TXU CORP	COM	873168108	430	18,148
TXU CORP	COM	873168108	26	1,107
TARGET CORP	COM	87612E106	3,273	85,229
TARGET CORP	COM	87612E106	821	21,378
TELEFONICA S. A.	SPONSORED ADR	879382208	545	12,327
TELEPHONE & DATA SYS INC	COM	879433100	810	12,957
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	130	13,707
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	10	1,000
TEXAS INSTRUMENTS INC	COM	882508104	5,781	196,766
TEXAS INSTRUMENTS INC	COM	882508104	1,081	36,800
TEXTRON INC	COM	883203101	263	4,605
THERMO ELECTRON CORP	COM	883556102	224	8,895
THERMO ELECTRON CORP	COM	883556102	10	385
THOR INDS INC	COM	885160101	270	4,800
3M CO	COM	88579Y101	4,129	48,557
3M CO	COM	88579Y101	3,039	35,745
TIME WARNER INC	COM	887317105	446	24,799
TIME WARNER INC	COM	887317105	112	6,231
TORCHMARK CORP	COM	891027104	4,479	98,360
TORCHMARK CORP	COM	891027104	9,607	210,950
TRIZEC PROPERTIES INC (REIT)	COM	89687P107	894	58,045
TYCO INTL LTD NEW ADR	COM	902124106	306	11,540
TYCO INTL LTD NEW ADR	COM	902124106	34	1,274
UST INC	COM	902911106	1,686	47,244
UST INC	COM	902911106	164	4,600
US BANCORP DEL COM NEW	COM NEW	902973304	5,402	181,399
US BANCORP DEL COM NEW	COM NEW	902973304	49	1,630
UNILEVER N V ADR	NY SHS NEW	904784709	144	2,215
UNILEVER N V ADR	NY SHS NEW	904784709	89	1,375
UNION PACIFIC CORP	COM	907818108	2,674	38,492
UNION PACIFIC CORP	COM	907818108	226	3,250
UNION PLANTERS CORP	COM	908068109	2,520	80,015
UNION PLANTERS CORP	COM	908068109	6,851	217,555
UNITED PARCEL SVC INC	CL B	911312106	91	1,226

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UNITED PARCEL SVC INC	CL B	911312106	540	7,239
UNITED SEC BANCSHARES INC	SHS	911459105	3,261	112,640
UNITED SEC BANCSHARES INC	SHS	911459105	29	1,000
UNITED TECHNOLOGIES CORP	COM	913017109	1,872	19,754
UNITED TECHNOLOGIES CORP	COM	913017109	754	7,953
UNITEDHEALTH GROUP INC	COM	91324P102	882	15,158
UNITEDHEALTH GROUP INC	COM	91324P102	51	868
UNOCAL CORP	COM	915289102	233	6,322
UNOCAL CORP	COM	915289102	37	1,000
UNUMPROVIDENT CORP	COM	91529Y106	27	1,710
UNUMPROVIDENT CORP	COM	91529Y106	391	24,795
V F CORP	COM	918204108	2,106	48,716
V F CORP	COM	918204108	43	1,000
VERIZON COMMUNICATIONS	COM	92343V104	5,222	148,856
VERIZON COMMUNICATIONS	COM	92343V104	2,271	64,731
VIACOM INC	CL A	925524100	1,575	35,573
VIACOM INC	CL A	925524100	120	2,700
VIACOM INC	CL B	925524308	3,786	85,309
VIACOM INC	CL B	925524308	289	6,503
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	1,724	71,000
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	93	3,840
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	635	25,376
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	666	26,581
VULCAN MATERIALS CO	COM	929160109	7,244	152,282
VULCAN MATERIALS CO	COM	929160109	12,699	266,961
WGL HLDGS INC	COM	92924F106	180	6,486
WGL HLDGS INC	COM	92924F106	25	900
WACHOVIA CORP	COM	929903102	4,085	87,687
WACHOVIA CORP	COM	929903102	851	18,265
WADDELL & REED FINL INC CL A	CL A	930059100	355	15,115
WADDELL & REED FINL INC CL A	CL A	930059100	1,468	62,563
WAL MART STORES INC	COM	931142103	12,910	243,357
WAL MART STORES INC	COM	931142103	4,268	80,450
WALGREEN CO	COM	931422109	2,791	76,724
WALGREEN CO	COM	931422109	129	3,533
WASHINGTON MUTUAL INC	COM	939322103	2,035	50,726
WASHINGTON MUTUAL INC	COM	939322103	444	11,076
WASTE MANAGEMENT COM	COM	94106L109	2,210	74,668
WASTE MANAGEMENT COM	COM	94106L109	7	245
WELLS FARGO & CO NEW	COM	949746101	8,407	142,757
WELLS FARGO & CO NEW	COM	949746101	1,781	30,250
WESBANCO INC	COM	950810101	578	20,908
WEYERHAEUSER CO	COM	962166104	4,073	63,648
WEYERHAEUSER CO	COM	962166104	465	7,264
WILLIAMS COS INC	COM	969457100	52	5,300
WILLIAMS COS INC	COM	969457100	62	6,350
WILMINGTON TR CORP	COM	971807102	329	9,150
WILMINGTON TR CORP	COM	971807102	11	300
WISCONSIN ENERGY CORP	COM	976657106	442	13,225
WISCONSIN ENERGY CORP	COM	976657106	4	110
WRIGLEY WM JR CO	COM	982526105	2,814	50,065
WRIGLEY WM JR CO	COM	982526105	742	13,200
WYETH	COM	983024100	8,984	211,642
WYETH	COM	983024100	3,573	84,175
XTO ENERGY INC	COM	98385X106	379	13,408
XILINX INC	COM	983919101	1,954	50,589
XILINX INC	COM	983919101	10	250
XEROX CORP	COM	984121103	174	12,617
YAHOO INC	COM	984332106	572	12,696
YAHOO INC	COM	984332106	102	2,262
YUM BRANDS INC	COM	988498101	1,627	47,283
YUM BRANDS INC	COM	988498101	25	732

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ZIMMER HLDGS INC	COM	98956P102	615	8,742
ZIMMER HLDGS INC	COM	98956P102	221	3,145