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CULLEN FROST BANKERS INC

Form 13F-HR

February 06, 2004

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

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE CALENDAR YEAR OR QUARTER ENDED: 12/31/03

CHECK HERE IF AMENDMENT (); AMENDMENT NUMBER:
THIS AMENDMENT (CHECK ONLY ONE.): () IS A RESTATEMENT.
() ADDS NEW HOLDINGS ENTRIES

INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT:

NAME: TOM STRINGFELLOW
ADDRESS: FROST NATIONAL BANK
P.O. BOX 1600
SAN ANTONIO, TX 78296

13F FILE NUMBER: 28-183

THE INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT AND THE PERSON BY WHOM IT IS SIGNED HEREBY REPRESENT THAT THE PERSON SIGNING THE REPORT IS AUTHORIZED TO SUBMIT IT, THAT ALL INFORMATION CONTAINED HEREIN IS TRUE, CORRECT AND COMPLETE, AND THAT IT IS UNDERSTOOD THAT ALL REQUIRED ITEMS, STATEMENTS SCHEDULES, LISTS, AND TABLES, ARE CONSIDERED INTEGRAL PARTS OF THIS FORM.

PERSON SIGNING THIS REPORT ON BEHALF OF REPORTING MANAGER:

NAME: STAN MCCORMICK
TITLE: COPORATE SECRETARY - SR. V.P.
PHONE: 210-220-4310
SIGNATURE, PLACE, AND DATE OF SIGNING:

/s/ STAN MCCORMICK SAN ANTONIO, TX 1/3/04

REPORT TYPE (CHECK ONLY ONE.):

- (X) 13F HOLDINGS REPORT
() 13F NOTICE
() 13F COMBINATION REPORT

LIST OF OTHER MANAGERS REPORTING FOR THIS MANAGER:
NONE

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934.

FORM 13F SUMMARY PAGE

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REPORT SUMMARY:

NUMBER OF OTHER INCLUDED MANAGERS: 0

FORM 13F INFORMATION TABLE ENTRY TOTAL: 655

FORM 13F INFORMATION TABLE VALUE TOTAL: \$2,004,830

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE				
			VALUE (X1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O MA
A.O. SMITH CORP COM	COMMON STOCK	831865209	1654	47200	SH		OTHER
ABBOTT LABORATORIES COM *	COMMON STOCK	002824100	23674	508036	SH		DEFINED
ABBOTT LABORATORIES COM *	COMMON STOCK	002824100	6179	132599	SH		OTHER
ACTIVISION INC COM	COMMON STOCK	004930202	2442	134100	SH		OTHER
AFLAC INC COM	COMMON STOCK	001055102	20	562	SH		DEFINED
AFLAC INC COM	COMMON STOCK	001055102	277	7650	SH		OTHER
AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	1343	25425	SH		DEFINED
AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	528	10000	SH		OTHER
ALCOA INC COM*	COMMON STOCK	013817101	22591	594513	SH		DEFINED
ALCOA INC COM*	COMMON STOCK	013817101	2997	78873	SH		OTHER
ALEXANDRIA REAL ESTATE EQUITIE	COMMON STOCK	015271109	2125	36700	SH		OTHER
ALLIED WASTE INDUSTRIES INC CO	COMMON STOCK	019589308	14	1000	SH		DEFINED
ALLIED WASTE INDUSTRIES INC CO	COMMON STOCK	019589308	1155	83200	SH		OTHER
ALLSTATE CORP COM	COMMON STOCK	020002101	59	1378	SH		DEFINED
ALLSTATE CORP COM	COMMON STOCK	020002101	688	15996	SH		OTHER
ALLTEL CORP COM *	COMMON STOCK	020039103	55415	1189663	SH		DEFINED
ALLTEL CORP COM *	COMMON STOCK	020039103	14675	315047	SH		OTHER
ALTRIA GROUP INC COM *	COMMON STOCK	02209S103	3460	63579	SH		DEFINED
ALTRIA GROUP INC COM *	COMMON STOCK	02209S103	2267	41653	SH		OTHER
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	1003	32866	SH		DEFINED
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	947	31032	SH		OTHER
AMERICAN EXPRESS CO COM *	COMMON STOCK	025816109	20340	421734	SH		DEFINED
AMERICAN EXPRESS CO COM *	COMMON STOCK	025816109	3073	63712	SH		OTHER
AMERICAN FINL RLTY TR	COMMON STOCK	02607P305	1872	109771	SH		DEFINED
AMERICAN FINL RLTY TR	COMMON STOCK	02607P305	2475	145132	SH		OTHER
AMERICAN INT'L GROUP INC COM *	COMMON STOCK	026874107	2128	32104	SH		DEFINED
AMERICAN INT'L GROUP INC COM *	COMMON STOCK	026874107	1859	28050	SH		OTHER
AMERICAN NATIONAL INSURANCE CO	COMMON STOCK	028591105	368	4352	SH		DEFINED
AMERICAN POWER CONVERSION CORP	COMMON STOCK	029066107	664	27115	SH		DEFINED
AMERICAN POWER CONVERSION CORP	COMMON STOCK	029066107	25	1000	SH		OTHER
AMERICREDIT CORP COM	COMMON STOCK	03060R101	147	9234	SH		DEFINED
AMERICREDIT CORP COM	COMMON STOCK	03060R101	57	3555	SH		OTHER
AMETEK INC COM	COMMON STOCK	031100100	1713	35500	SH		OTHER
AMGEN INC COM *	COMMON STOCK	031162100	1345	21771	SH		DEFINED
AMGEN INC COM *	COMMON STOCK	031162100	681	11022	SH		OTHER
AMSOUTH BANCORPORATION INC COM	COMMON STOCK	032165102	215	8756	SH		DEFINED
AMSOUTH BANCORPORATION INC COM	COMMON STOCK	032165102	121	4920	SH		OTHER
ANADARKO PETROLEUM CORP COM	COMMON STOCK	032511107	3193	62602	SH		DEFINED
ANADARKO PETROLEUM CORP COM	COMMON STOCK	032511107	4367	85601	SH		OTHER
ANALOG DEVICES INC COM*	COMMON STOCK	032654105	246	5385	SH		DEFINED
ANDREW CORP COM	COMMON STOCK	034425108	2653	228900	SH		OTHER
ANDRX GROUP COM	COMMON STOCK	034553107	1740	72400	SH		OTHER
ANHEUSER BUSCH COS INC COM *	COMMON STOCK	035229103	840	15942	SH		DEFINED
ANHEUSER BUSCH COS INC COM *	COMMON STOCK	035229103	8002	151892	SH		OTHER
ANTHEM INC COM	COMMON STOCK	03674B104	300	4000	SH		OTHER
APPLIED MATERIALS INC COM *	COMMON STOCK	038222105	556	24775	SH		DEFINED
APPLIED MATERIALS INC COM *	COMMON STOCK	038222105	38	1698	SH		OTHER

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ARCHSTONE-SMITH TR REIT COM*	COMMON STOCK	039583109	2645	94543	SH	DEFINED
ARCHSTONE-SMITH TR REIT COM*	COMMON STOCK	039583109	1120	40034	SH	OTHER
AT & T WIRELESS SERVICES INC C	COMMON STOCK	00209A106	80	10021	SH	DEFINED
AT & T WIRELESS SERVICES INC C	COMMON STOCK	00209A106	53	6655	SH	OTHER
AUTODESK INC COM	COMMON STOCK	052769106	2048	83300	SH	OTHER
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	1350	34076	SH	DEFINED
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	999	25227	SH	OTHER
AVERY DENNISON CORP COM	COMMON STOCK	053611109	49	870	SH	DEFINED
AVERY DENNISON CORP COM	COMMON STOCK	053611109	168	3000	SH	OTHER
AVOCENT CORPORATION COM	COMMON STOCK	053893103	2575	70500	SH	OTHER
AVX CORP COM	COMMON STOCK	002444107	664	39968	SH	DEFINED
AVX CORP COM	COMMON STOCK	002444107	863	51907	SH	OTHER
BAKER HUGHES INC COM *	COMMON STOCK	057224107	15679	487538	SH	DEFINED
BAKER HUGHES INC COM *	COMMON STOCK	057224107	1856	57714	SH	OTHER
BALL CORP COM	COMMON STOCK	058498106	238	4000	SH	OTHER
BANCORPSOUTH INC COM	COMMON STOCK	059692103	4016	169300	SH	OTHER
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	2107	26195	SH	DEFINED
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	1010	12556	SH	OTHER
BANK OF NEW YORK INC COM	COMMON STOCK	064057102	25	740	SH	DEFINED
BANK OF NEW YORK INC COM	COMMON STOCK	064057102	1143	34500	SH	OTHER
BANK ONE CORP COM*	COMMON STOCK	06423A103	787	17265	SH	DEFINED
BANK ONE CORP COM*	COMMON STOCK	06423A103	921	20200	SH	OTHER
BANKNORTH GROUP INC	COMMON STOCK	06646R107	5497	168969	SH	DEFINED
BANKNORTH GROUP INC	COMMON STOCK	06646R107	7384	226985	SH	OTHER
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	264	8658	SH	DEFINED
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	914	29952	SH	OTHER
BB&T CORP COM*	COMMON STOCK	054937107	283	7326	SH	DEFINED
BB&T CORP COM*	COMMON STOCK	054937107	14	355	SH	OTHER
BEA SYSTEMS INC COM	COMMON STOCK	073325102	733	59600	SH	OTHER
BED BATH & BEYOND INC COM*	COMMON STOCK	075896100	503	11598	SH	DEFINED
BED BATH & BEYOND INC COM*	COMMON STOCK	075896100	439	10125	SH	OTHER
BELLSOUTH CORP COM *	COMMON STOCK	079860102	7600	268560	SH	DEFINED
BELLSOUTH CORP COM *	COMMON STOCK	079860102	8837	312250	SH	OTHER
BEMIS INC COM*	COMMON STOCK	081437105	74	1485	SH	DEFINED
BEMIS INC COM*	COMMON STOCK	081437105	300	6000	SH	OTHER
BERKSHIRE HATHAWAY INC CLASS B	COMMON STOCK	084670207	298	106	SH	DEFINED
BERKSHIRE HATHAWAY INC CLASS B	COMMON STOCK	084670207	169	60	SH	OTHER
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670108	337	4	SH	DEFINED
BEST BUY COMPANY INC COM*	COMMON STOCK	086516101	808	15471	SH	DEFINED
BEST BUY COMPANY INC COM*	COMMON STOCK	086516101	213	4068	SH	OTHER
BLYTH INC. COM	COMMON STOCK	09643P108	3809	118227	SH	DEFINED
BLYTH INC. COM	COMMON STOCK	09643P108	4837	150110	SH	OTHER
BMC SOFTWARE INC COM	COMMON STOCK	055921100	16	840	SH	DEFINED
BMC SOFTWARE INC COM	COMMON STOCK	055921100	858	46000	SH	OTHER
BRINKER INTERNATIONAL INC COM*	COMMON STOCK	109641100	11797	355753	SH	DEFINED
BRINKER INTERNATIONAL INC COM*	COMMON STOCK	109641100	1487	44842	SH	OTHER
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	1406	49176	SH	DEFINED
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	1357	47463	SH	OTHER
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	15342	474263	SH	DEFINED
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	2046	63255	SH	OTHER
BURLINGTON RESOURCES INC COM	COMMON STOCK	122014103	1931	34868	SH	DEFINED
BURLINGTON RESOURCES INC COM	COMMON STOCK	122014103	3656	66023	SH	OTHER
CARDINAL HEALTH INC COM*	COMMON STOCK	14149Y108	882	14414	SH	DEFINED
CARDINAL HEALTH INC COM*	COMMON STOCK	14149Y108	212	3460	SH	OTHER
CARNIVAL CORP PAIRED CTF 1 COM	COMMON STOCK	143658300	481	12095	SH	DEFINED
CARNIVAL CORP PAIRED CTF 1 COM	COMMON STOCK	143658300	548	13800	SH	OTHER
CARRIAGE SERVICES INC COM	COMMON STOCK	143905107	37	10000	SH	DEFINED
CATERPILLAR INC COM *	COMMON STOCK	149123101	68	817	SH	DEFINED
CATERPILLAR INC COM *	COMMON STOCK	149123101	187	2252	SH	OTHER
CBRL GROUP INC COM	COMMON STOCK	12489V106	2098	54800	SH	OTHER
CENTERPOINT ENERGY INC COM	COMMON STOCK	15189T107	75	7769	SH	DEFINED
CENTERPOINT ENERGY INC COM	COMMON STOCK	15189T107	129	13300	SH	OTHER

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CHARTER ONE FINANCIAL INC COM	COMMON STOCK	160903100	68	1975	SH	DEFINED
CHARTER ONE FINANCIAL INC COM	COMMON STOCK	160903100	812	23500	SH	OTHER
CHESAPEAKE ENERGY CORP COM	COMMON STOCK	165167107	1964	144600	SH	OTHER
CHEVRONTEXACO CORP COM*	COMMON STOCK	166764100	8875	102734	SH	DEFINED
CHEVRONTEXACO CORP COM*	COMMON STOCK	166764100	3668	42457	SH	OTHER
CHUBB CORP COM*	COMMON STOCK	171232101	1431	21014	SH	DEFINED
CHUBB CORP COM*	COMMON STOCK	171232101	686	10075	SH	OTHER
CIBER INC COM	COMMON STOCK	17163B102	1578	182200	SH	OTHER
CIGNA CORP COM	COMMON STOCK	125509109	83	1442	SH	DEFINED
CIGNA CORP COM	COMMON STOCK	125509109	449	7800	SH	OTHER
CINERGY CORP COM	COMMON STOCK	172474108	2993	77111	SH	DEFINED
CINERGY CORP COM	COMMON STOCK	172474108	4123	106228	SH	OTHER
CISCO SYSTEM INC COM *	COMMON STOCK	17275R102	18885	779422	SH	DEFINED
CISCO SYSTEM INC COM *	COMMON STOCK	17275R102	3466	143028	SH	OTHER
CITIGROUP INC COM *	COMMON STOCK	172967101	4960	102179	SH	DEFINED
CITIGROUP INC COM *	COMMON STOCK	172967101	5981	123222	SH	OTHER
CLARCOR INC COM	COMMON STOCK	179895107	1433	32500	SH	OTHER
CLEAR CHANNEL COMMUNICATIONS I	COMMON STOCK	184502102	2450	52315	SH	DEFINED
CLEAR CHANNEL COMMUNICATIONS I	COMMON STOCK	184502102	5987	127856	SH	OTHER
CLOROX CO COM *	COMMON STOCK	189054109	250	5145	SH	DEFINED
CLOROX CO COM *	COMMON STOCK	189054109	353	7275	SH	OTHER
COCA COLA CO COM *	COMMON STOCK	191216100	4360	85913	SH	DEFINED
COCA COLA CO COM *	COMMON STOCK	191216100	4430	87300	SH	OTHER
COLGATE-PALMOLIVE CO COM *	COMMON STOCK	194162103	922	18420	SH	DEFINED
COLGATE-PALMOLIVE CO COM *	COMMON STOCK	194162103	1809	36136	SH	OTHER
CONAGRA FOODS INC	COMMON STOCK	205887102	511	19350	SH	OTHER
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	112	1702	SH	DEFINED
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	835	12734	SH	OTHER
CONSOL ENERGY INC COM	COMMON STOCK	20854P109	5538	213804	SH	DEFINED
CONSOL ENERGY INC COM	COMMON STOCK	20854P109	7942	306624	SH	OTHER
COOPER COMPANIES INC COM	COMMON STOCK	216648402	9	200	SH	DEFINED
COOPER COMPANIES INC COM	COMMON STOCK	216648402	1918	40700	SH	OTHER
COST PLUS INC CALIF COM	COMMON STOCK	221485105	1492	36400	SH	OTHER
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	14819	398572	SH	DEFINED
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	1631	43858	SH	OTHER
COUNTRYWIDE FINANCIAL CORP COM	COMMON STOCK	222372104	1203	15865	SH	DEFINED
COUNTRYWIDE FINANCIAL CORP COM	COMMON STOCK	222372104	1599	21085	SH	OTHER
COVANCE INC COM	COMMON STOCK	222816100	2003	74750	SH	OTHER
CRESCENT REAL ESTATE EQUITIES	COMMON STOCK	225756105	43	2500	SH	DEFINED
CRESCENT REAL ESTATE EQUITIES	COMMON STOCK	225756105	188	11000	SH	OTHER
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	11540	284454	SH	DEFINED
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	3205	78997	SH	OTHER
CVS CORP COM *	COMMON STOCK	126650100	1248	34549	SH	DEFINED
CVS CORP COM *	COMMON STOCK	126650100	1949	53961	SH	OTHER
DANAHER CORPORATION COM*	COMMON STOCK	235851102	208	2270	SH	DEFINED
DEERE & CO COM *	COMMON STOCK	244199105	102	1568	SH	DEFINED
DEERE & CO COM *	COMMON STOCK	244199105	113	1730	SH	OTHER
DELL INC COM *	COMMON STOCK	24702R101	21392	629554	SH	DEFINED
DELL INC COM *	COMMON STOCK	24702R101	3190	93887	SH	OTHER
DELPHI CORPORATION COM	COMMON STOCK	247126105	854	83683	SH	DEFINED
DELPHI CORPORATION COM	COMMON STOCK	247126105	1855	181662	SH	OTHER
DELUXE CORP COM	COMMON STOCK	248019101	2951	71394	SH	DEFINED
DELUXE CORP COM	COMMON STOCK	248019101	4275	103440	SH	OTHER
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	354	6180	SH	DEFINED
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	1177	20547	SH	OTHER
DIEBOLD INC COM *	COMMON STOCK	253651103	17074	316941	SH	DEFINED
DIEBOLD INC COM *	COMMON STOCK	253651103	2406	44667	SH	OTHER
DIGITAL RIVER INC COM	COMMON STOCK	25388B104	1501	67900	SH	OTHER
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	21625	926934	SH	DEFINED
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	2484	106483	SH	OTHER
DOLLAR GENERAL CORP COM	COMMON STOCK	256669102	441	21000	SH	OTHER
DOVER CORP COM *	COMMON STOCK	260003108	230	5792	SH	DEFINED

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DOVER CORP COM *	COMMON STOCK	260003108	64	1600	SH	OTHER
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	1973	47463	SH	DEFINED
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	1499	36059	SH	OTHER
DRS TECHNOLOGIES INC	COMMON STOCK	23330X100	2503	90100	SH	OTHER
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	21457	467584	SH	DEFINED
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	3701	80642	SH	OTHER
DUKE ENERGY CORP *	COMMON STOCK	264399106	1018	49793	SH	DEFINED
DUKE ENERGY CORP *	COMMON STOCK	264399106	252	12330	SH	OTHER
DYNACQ HEALTHCARE INC COM	COMMON STOCK	26779V105	475	61900	SH	DEFINED
E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	146	11300	SH	DEFINED
E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	93	7189	SH	OTHER
E*TRADE FINANCIAL CORP	COMMON STOCK	269246104	3249	256845	SH	OTHER
EASTMAN CHEMICAL CO COM	COMMON STOCK	277432100	3778	95578	SH	DEFINED
EASTMAN CHEMICAL CO COM	COMMON STOCK	277432100	3082	77966	SH	OTHER
EATON VANCE CORPORATION COM	COMMON STOCK	278265103	1707	46600	SH	OTHER
EDUCATION MANAGEMENT CORP COM	COMMON STOCK	28139T101	1552	50000	SH	OTHER
EGL INC	COMMON STOCK	268484102	1464	83300	SH	OTHER
EL PASO CORP COM	COMMON STOCK	28336L109	1254	153088	SH	DEFINED
EL PASO CORP COM	COMMON STOCK	28336L109	2048	250119	SH	OTHER
ELECTRONIC DATA SYSTEMS CORP C	COMMON STOCK	285661104	33	1334	SH	DEFINED
ELECTRONIC DATA SYSTEMS CORP C	COMMON STOCK	285661104	664	27060	SH	OTHER
ELECTRONICS FOR IMAGING INC CO	COMMON STOCK	286082102	1697	65200	SH	OTHER
ELI LILLY & CO COM *	COMMON STOCK	532457108	896	12744	SH	DEFINED
ELI LILLY & CO COM *	COMMON STOCK	532457108	185	2625	SH	OTHER
EMERSON ELECTRIC CO COM *	COMMON STOCK	291011104	22522	347836	SH	DEFINED
EMERSON ELECTRIC CO COM *	COMMON STOCK	291011104	3380	52207	SH	OTHER
ENERGY CONVERSION DEVICES INC	COMMON STOCK	292659109	119	13143	SH	DEFINED
ENSCO INTERNATIONAL INC COM*	COMMON STOCK	26874Q100	15535	571754	SH	DEFINED
ENSCO INTERNATIONAL INC COM*	COMMON STOCK	26874Q100	1664	61239	SH	OTHER
ENERGY CORP NEW COM	COMMON STOCK	29364G103	30	523	SH	DEFINED
ENERGY CORP NEW COM	COMMON STOCK	29364G103	680	11896	SH	OTHER
ENZO BIOCHEM INC COM	COMMON STOCK	294100102	531	29623	SH	DEFINED
EON LABS INC COM	COMMON STOCK	29412E100	2099	41200	SH	OTHER
ESPEED INC CL A	COMMON STOCK	296643109	1716	73100	SH	OTHER
EVERGREEN RESOURCES INC COM	COMMON STOCK	299900308	1788	55000	SH	OTHER
EXPRESS SCRIPTS INC COM*	COMMON STOCK	302182100	1975	29732	SH	DEFINED
EXPRESS SCRIPTS INC COM*	COMMON STOCK	302182100	241	3630	SH	OTHER
EXTREME NETWORKS INC COM	COMMON STOCK	30226D106	1222	169500	SH	OTHER
EXXON MOBIL CORP COM *	COMMON STOCK	30231G102	34344	837655	SH	DEFINED
EXXON MOBIL CORP COM *	COMMON STOCK	30231G102	16408	400188	SH	OTHER
FAIR ISAAC INC*	COMMON STOCK	303250104	782	15913	SH	DEFINED
FAIR ISAAC INC*	COMMON STOCK	303250104	466	9472	SH	OTHER
FAIRCHILD SEMICONDUCTOR INTL C	COMMON STOCK	303726103	12	500	SH	DEFINED
FAIRCHILD SEMICONDUCTOR INTL C	COMMON STOCK	303726103	2290	91700	SH	OTHER
FAMILY DOLLAR STORES INC COM	COMMON STOCK	307000109	32	900	SH	DEFINED
FAMILY DOLLAR STORES INC COM	COMMON STOCK	307000109	933	26000	SH	OTHER
FANNIE MAE *	COMMON STOCK	313586109	11890	158400	SH	DEFINED
FANNIE MAE *	COMMON STOCK	313586109	9890	131763	SH	OTHER
FIRST DATA CORP COM *	COMMON STOCK	319963104	775	18857	SH	DEFINED
FIRST DATA CORP COM *	COMMON STOCK	319963104	1008	24535	SH	OTHER
FLEETBOSTON FINANCIAL CORP COM	COMMON STOCK	339030108	2723	62390	SH	DEFINED
FLEETBOSTON FINANCIAL CORP COM	COMMON STOCK	339030108	3294	75462	SH	OTHER
FLEXTRONICS INTERNATIONAL LTD*	COMMON STOCK	Y2573F102	18374	1241498	SH	DEFINED
FLEXTRONICS INTERNATIONAL LTD*	COMMON STOCK	Y2573F102	2377	160614	SH	OTHER
FLIR SYSTEMS INC COM	COMMON STOCK	302445101	1059	29000	SH	OTHER
FOCUS ENHANCEMENTS INC	COMMON STOCK	344159108	87	40000	SH	DEFINED
FOOT LOCKER INC COM	COMMON STOCK	344849104	26	1100	SH	DEFINED
FOOT LOCKER INC COM	COMMON STOCK	344849104	950	40500	SH	OTHER
FORD MOTOR COMPANY *	COMMON STOCK	345370860	2682	167614	SH	DEFINED
FORD MOTOR COMPANY *	COMMON STOCK	345370860	3368	210499	SH	OTHER
FORTUNE BRANDS INC COM *	COMMON STOCK	349631101	1043	14590	SH	DEFINED
FORTUNE BRANDS INC COM *	COMMON STOCK	349631101	338	4724	SH	OTHER

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FOUNDRY NETWORKS INC COM	COMMON STOCK	35063R100	2585	94600	SH	OTHER
FPL GROUP INC COM *	COMMON STOCK	302571104	1148	17550	SH	DEFINED
FPL GROUP INC COM *	COMMON STOCK	302571104	265	4050	SH	OTHER
FREDDIE MAC *	COMMON STOCK	313400301	6223	106711	SH	DEFINED
FREDDIE MAC *	COMMON STOCK	313400301	7000	120028	SH	OTHER
FTI CONSULTING INC COM	COMMON STOCK	302941109	1801	77075	SH	OTHER
FURNITURE BRANDS INTERNATIONAL	COMMON STOCK	360921100	3440	117300	SH	OTHER
GABELLI ASSET MANAGEMENT INC C	COMMON STOCK	36239Y102	1485	37300	SH	OTHER
GAMESTOP CORPORATION COM	COMMON STOCK	36466R101	1643	106600	SH	OTHER
GANNETT CO COM*	COMMON STOCK	364730101	191	2139	SH	DEFINED
GANNETT CO COM*	COMMON STOCK	364730101	82	915	SH	OTHER
GEN-PROBE INC NEW COM	COMMON STOCK	36866T103	1933	53000	SH	OTHER
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	19358	214156	SH	DEFINED
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	3182	35203	SH	OTHER
GENERAL ELECTRIC CO COM *	COMMON STOCK	369604103	38238	1234266	SH	DEFINED
GENERAL ELECTRIC CO COM *	COMMON STOCK	369604103	13665	441093	SH	OTHER
GENERAL MILLS INC COM*	COMMON STOCK	370334104	1093	24132	SH	DEFINED
GENERAL MILLS INC COM*	COMMON STOCK	370334104	713	15730	SH	OTHER
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	365	6827	SH	DEFINED
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	6733	126081	SH	OTHER
GILLETTE CO COM *	COMMON STOCK	375766102	319	8681	SH	DEFINED
GILLETTE CO COM *	COMMON STOCK	375766102	208	5650	SH	OTHER
GREATER BAY BANCORP COM	COMMON STOCK	391648102	1808	63500	SH	OTHER
HALLIBURTON CO COM *	COMMON STOCK	406216101	234	9006	SH	DEFINED
HALLIBURTON CO COM *	COMMON STOCK	406216101	1465	56336	SH	OTHER
HARMAN INTERNATIONAL INDUSTRIE	COMMON STOCK	413086109	14420	194922	SH	DEFINED
HARMAN INTERNATIONAL INDUSTRIE	COMMON STOCK	413086109	1631	22051	SH	OTHER
HARRIS CORP DELAWARE COM	COMMON STOCK	413875105	1518	40000	SH	OTHER
HARTFORD FINANCIAL SERVICES GR	COMMON STOCK	416515104	6	99	SH	DEFINED
HARTFORD FINANCIAL SERVICES GR	COMMON STOCK	416515104	478	8100	SH	OTHER
HCA INC*	COMMON STOCK	404119109	391	9102	SH	DEFINED
HCA INC*	COMMON STOCK	404119109	129	3010	SH	OTHER
HCC INSURANCE HOLDINGS INC COM	COMMON STOCK	404132102	18729	588952	SH	DEFINED
HCC INSURANCE HOLDINGS INC COM	COMMON STOCK	404132102	2628	82632	SH	OTHER
HEALTH MGMT ASSOC INC NEW CLAS	COMMON STOCK	421933102	20507	854479	SH	DEFINED
HEALTH MGMT ASSOC INC NEW CLAS	COMMON STOCK	421933102	2472	102986	SH	OTHER
HEINZ H. J. CO COM*	COMMON STOCK	423074103	1183	32467	SH	DEFINED
HEINZ H. J. CO COM*	COMMON STOCK	423074103	220	6050	SH	OTHER
HERSHEY FOODS CORP COM*	COMMON STOCK	427866108	123	1600	SH	DEFINED
HERSHEY FOODS CORP COM*	COMMON STOCK	427866108	408	5300	SH	OTHER
HEWLETT PACKARD CO COM (DEL) *	COMMON STOCK	428236103	12477	543173	SH	DEFINED
HEWLETT PACKARD CO COM (DEL) *	COMMON STOCK	428236103	1913	83289	SH	OTHER
HOME DEPOT INC COM *	COMMON STOCK	437076102	879	24781	SH	DEFINED
HOME DEPOT INC COM *	COMMON STOCK	437076102	941	26502	SH	OTHER
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	7994	239125	SH	DEFINED
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	5864	175414	SH	OTHER
HRPT PROPERTIES TRUST REIT COM	COMMON STOCK	40426W101	3	264	SH	DEFINED
HRPT PROPERTIES TRUST REIT COM	COMMON STOCK	40426W101	136	13500	SH	OTHER
ILLINOIS TOOL WORKS INC COM *	COMMON STOCK	452308109	183	2176	SH	DEFINED
ILLINOIS TOOL WORKS INC COM *	COMMON STOCK	452308109	201	2400	SH	OTHER
IMMUCOR INC COM	COMMON STOCK	452526106	1707	83700	SH	OTHER
INFINITY PPTY & CAS CORP	COMMON STOCK	45665Q103	1686	51000	SH	OTHER
INGERSOLL-RAND COMPANY CLASS A	COMMON STOCK	G4776G101	22703	334457	SH	DEFINED
INGERSOLL-RAND COMPANY CLASS A	COMMON STOCK	G4776G101	3096	45614	SH	OTHER
INTEGRATED ELECTRICAL SERVICES	COMMON STOCK	45811E103	9561	1033596	SH	DEFINED
INTEL CORP COM *	COMMON STOCK	458140100	4365	136202	SH	DEFINED
INTEL CORP COM *	COMMON STOCK	458140100	3232	100836	SH	OTHER
INTERNATIONAL PAPER CO COM *	COMMON STOCK	460146103	1101	25538	SH	DEFINED
INTERNATIONAL PAPER CO COM *	COMMON STOCK	460146103	78	1800	SH	OTHER
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	3107	33519	SH	DEFINED
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	2914	31444	SH	OTHER
ITT EDUCATIONAL SERVICES INC C	COMMON STOCK	45068B109	1616	34400	SH	OTHER

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J P MORGAN CHASE & CO COM	COMMON STOCK	46625H100	355	9659	SH	DEFINED
J P MORGAN CHASE & CO COM	COMMON STOCK	46625H100	1424	38779	SH	OTHER
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	4479	86702	SH	DEFINED
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	3980	77033	SH	OTHER
KANSAS CITY SOUTHERN INDUSTRIE	COMMON STOCK	485170302	717	50050	SH	OTHER
KELLWOOD CO COM	COMMON STOCK	488044108	1743	42500	SH	OTHER
KERR MCGEE CORP COM	COMMON STOCK	492386107	4248	91365	SH	DEFINED
KERR MCGEE CORP COM	COMMON STOCK	492386107	6208	133524	SH	OTHER
KEYSPAN CORP COM *	COMMON STOCK	49337W100	395	10732	SH	DEFINED
KEYSPAN CORP COM *	COMMON STOCK	49337W100	66	1789	SH	OTHER
KIMBERLY CLARK CORP COM *	COMMON STOCK	494368103	21008	355523	SH	DEFINED
KIMBERLY CLARK CORP COM *	COMMON STOCK	494368103	4445	75217	SH	OTHER
KLA-TENCOR CORP. COM	COMMON STOCK	482480100	10	165	SH	DEFINED
KLA-TENCOR CORP. COM	COMMON STOCK	482480100	685	11700	SH	OTHER
KOHL'S CORP COM*	COMMON STOCK	500255104	12829	285467	SH	DEFINED
KOHL'S CORP COM*	COMMON STOCK	500255104	3474	77299	SH	OTHER
KRAFT FOODS INC CLASS A COM	COMMON STOCK	50075N104	7	205	SH	DEFINED
KRAFT FOODS INC CLASS A COM	COMMON STOCK	50075N104	1015	31500	SH	OTHER
L-3 COMMUNICATIONS HLDGS INC C	COMMON STOCK	502424104	19796	385438	SH	DEFINED
L-3 COMMUNICATIONS HLDGS INC C	COMMON STOCK	502424104	2301	44795	SH	OTHER
LAFARGE NORTH AMERICA INC COM	COMMON STOCK	505862102	2950	72808	SH	DEFINED
LAFARGE NORTH AMERICA INC COM	COMMON STOCK	505862102	2230	55034	SH	OTHER
LEGG MASON INC COM	COMMON STOCK	524901105	1744	22600	SH	OTHER
LIFEPOINT HOSPITALS INC COM	COMMON STOCK	53219L109	3	105	SH	DEFINED
LIFEPOINT HOSPITALS INC COM	COMMON STOCK	53219L109	2515	85400	SH	OTHER
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	42	815	SH	DEFINED
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	396	7695	SH	OTHER
LOWES COS INC COM *	COMMON STOCK	548661107	17001	306930	SH	DEFINED
LOWES COS INC COM *	COMMON STOCK	548661107	2412	43544	SH	OTHER
LUCENT TECHNOLOGIES INC COM	COMMON STOCK	549463107	16	5502	SH	DEFINED
LUCENT TECHNOLOGIES INC COM	COMMON STOCK	549463107	48	16997	SH	OTHER
MACROCHEM CORP DELAWARE COM	COMMON STOCK	555903103	107	125457	SH	DEFINED
MANPOWER INC WISCONSIN COM	COMMON STOCK	56418H100	437	9282	SH	DEFINED
MANPOWER INC WISCONSIN COM	COMMON STOCK	56418H100	643	13661	SH	OTHER
MARATHON OIL CORP COM*	COMMON STOCK	565849106	4559	137789	SH	DEFINED
MARATHON OIL CORP COM*	COMMON STOCK	565849106	4885	147632	SH	OTHER
MARSH & MCLENNAN COS INC COM*	COMMON STOCK	571748102	35	724	SH	DEFINED
MARSH & MCLENNAN COS INC COM*	COMMON STOCK	571748102	192	4010	SH	OTHER
MARSHALL & ILSLEY CORP COM	COMMON STOCK	571834100	1626	42500	SH	DEFINED
MASCO CORP COM *	COMMON STOCK	574599106	41	1500	SH	DEFINED
MASCO CORP COM *	COMMON STOCK	574599106	1316	48000	SH	OTHER
MATTEL INC COM	COMMON STOCK	577081102	1887	97950	SH	DEFINED
MATTEL INC COM	COMMON STOCK	577081102	2688	139513	SH	OTHER
MAVERICK TUBE CORPORATION COM	COMMON STOCK	577914104	741	38500	SH	OTHER
MBNA CORP COM *	COMMON STOCK	55262L100	16024	644839	SH	DEFINED
MBNA CORP COM *	COMMON STOCK	55262L100	2104	84649	SH	OTHER
MCDONALD'S CORP COM *	COMMON STOCK	580135101	2224	89577	SH	DEFINED
MCDONALD'S CORP COM *	COMMON STOCK	580135101	3100	124831	SH	OTHER
MCGRAW HILL COMPANIES INC. *	COMMON STOCK	580645109	482	6896	SH	DEFINED
MCGRAW HILL COMPANIES INC. *	COMMON STOCK	580645109	311	4445	SH	OTHER
MDC HOLDINGS INC COM	COMMON STOCK	552676108	1582	24532	SH	OTHER
MEDTRONIC INC COM *	COMMON STOCK	585055106	2776	57099	SH	DEFINED
MEDTRONIC INC COM *	COMMON STOCK	585055106	1266	26047	SH	OTHER
MELLON FINANCIAL CORP COM	COMMON STOCK	58551A108	39	1200	SH	DEFINED
MELLON FINANCIAL CORP COM	COMMON STOCK	58551A108	841	26200	SH	OTHER
MENS WEARHOUSE INC COM	COMMON STOCK	587118100	1684	67350	SH	OTHER
MERCK & CO INC COM *	COMMON STOCK	589331107	3010	65141	SH	DEFINED
MERCK & CO INC COM *	COMMON STOCK	589331107	3829	82877	SH	OTHER
MERRILL LYNCH & CO INC COM	COMMON STOCK	590188108	115	1960	SH	DEFINED
MERRILL LYNCH & CO INC COM	COMMON STOCK	590188108	375	6400	SH	OTHER
MGIC INVESTMENT CORP WISCONSIN	COMMON STOCK	552848103	467	8200	SH	OTHER
MICHAELS STORES INC COM	COMMON STOCK	594087108	1791	40525	SH	OTHER

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MICROSOFT CORP WASHINGTON COM	COMMON STOCK	594918104	20195	737848	SH	DEFINED
MICROSOFT CORP WASHINGTON COM	COMMON STOCK	594918104	4647	169776	SH	OTHER
MOLINA HEALTHCARE INC COM	COMMON STOCK	60855R100	1554	61600	SH	OTHER
MONDAVI ROBERT CORP COM	COMMON STOCK	609200100	1713	44100	SH	OTHER
MORGAN STANLEY	COMMON STOCK	617446448	2896	50043	SH	DEFINED
MORGAN STANLEY	COMMON STOCK	617446448	5288	91379	SH	OTHER
NAVIGANT CONSULTING INC COM	COMMON STOCK	63935N107	2342	124200	SH	OTHER
NBTY INC COM	COMMON STOCK	628782104	1747	65025	SH	OTHER
NEW PLAN EXCEL RLTY TR INC REI	COMMON STOCK	648053106	1438	58294	SH	DEFINED
NEW PLAN EXCEL RLTY TR INC REI	COMMON STOCK	648053106	228	9250	SH	OTHER
NEWELL RUBBERMAID INC COM*	COMMON STOCK	651229106	14101	619280	SH	DEFINED
NEWELL RUBBERMAID INC COM*	COMMON STOCK	651229106	1995	87630	SH	OTHER
NICOR INC COM *	COMMON STOCK	654086107	1859	54600	SH	DEFINED
NICOR INC COM *	COMMON STOCK	654086107	410	12050	SH	OTHER
NOBLE ENERGY INC COM	COMMON STOCK	655044105	6723	151314	SH	DEFINED
NOBLE ENERGY INC COM	COMMON STOCK	655044105	9217	207442	SH	OTHER
NU SKIN ENTERPRISES INC COM	COMMON STOCK	67018T105	1765	103300	SH	OTHER
NUCOR CORP COM *	COMMON STOCK	670346105	19340	345362	SH	DEFINED
NUCOR CORP COM *	COMMON STOCK	670346105	2397	42812	SH	OTHER
OCCIDENTAL PETROLEUM CORP COM	COMMON STOCK	674599105	629	14900	SH	OTHER
OMNICARE INC COM	COMMON STOCK	681904108	1616	40000	SH	OTHER
OMNICOM GROUP COM *	COMMON STOCK	681919106	534	6112	SH	DEFINED
OMNICOM GROUP COM *	COMMON STOCK	681919106	411	4710	SH	OTHER
ORACLE CORPORATION*	COMMON STOCK	68389X105	203	15347	SH	DEFINED
ORACLE CORPORATION*	COMMON STOCK	68389X105	79	6000	SH	OTHER
OVERNITE CORP COM	COMMON STOCK	690322102	1674	73600	SH	OTHER
PATTERSON-UTI ENERGY INC COM	COMMON STOCK	703481101	1864	56600	SH	OTHER
PEABODY ENERGY CORP COM	COMMON STOCK	704549104	2190	52500	SH	OTHER
PEPCO HOLDINGS INC COM	COMMON STOCK	713291102	3058	156519	SH	DEFINED
PEPCO HOLDINGS INC COM	COMMON STOCK	713291102	4337	221964	SH	OTHER
PEPSICO INC COM*	COMMON STOCK	713448108	22792	488896	SH	DEFINED
PEPSICO INC COM*	COMMON STOCK	713448108	7023	150633	SH	OTHER
PFIZER INC COM *	COMMON STOCK	717081103	22102	625587	SH	DEFINED
PFIZER INC COM *	COMMON STOCK	717081103	8939	253013	SH	OTHER
PHARMACEUTICAL PRODUCT DEVELOP	COMMON STOCK	717124101	1760	65250	SH	OTHER
PIER 1 IMPORTS INC COM*	COMMON STOCK	720279108	74	3400	SH	DEFINED
PIER 1 IMPORTS INC COM*	COMMON STOCK	720279108	1659	75900	SH	OTHER
PITNEY BOWES INC COM *	COMMON STOCK	724479100	1315	32369	SH	DEFINED
PITNEY BOWES INC COM *	COMMON STOCK	724479100	601	14800	SH	OTHER
PNC FINANCIAL SERVICES GROUP	COMMON STOCK	693475105	345	6300	SH	OTHER
POLO RALPH LAUREN CORP CLASS A	COMMON STOCK	731572103	1653	57400	SH	OTHER
POLYCOM INC COM*	COMMON STOCK	73172K104	8693	445331	SH	DEFINED
POLYCOM INC COM*	COMMON STOCK	73172K104	2949	151097	SH	OTHER
POSSIS MEDICAL INC COM	COMMON STOCK	737407106	1568	79400	SH	OTHER
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	1383	21610	SH	DEFINED
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	4	62	SH	OTHER
PPL CORPORATION COM*	COMMON STOCK	69351T106	374	8539	SH	DEFINED
PPL CORPORATION COM*	COMMON STOCK	69351T106	3	73	SH	OTHER
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	6991	69991	SH	DEFINED
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	2354	23570	SH	OTHER
PRUDENTIAL FINANCIAL INC COM	COMMON STOCK	744320102	257	6145	SH	DEFINED
PRUDENTIAL FINANCIAL INC COM	COMMON STOCK	744320102	30	709	SH	OTHER
QUALCOMM INC COM	COMMON STOCK	747525103	147	2719	SH	DEFINED
QUALCOMM INC COM	COMMON STOCK	747525103	84	1550	SH	OTHER
QUESTAR CORP COM*	COMMON STOCK	748356102	1357	38600	SH	DEFINED
RADIOSHACK CORP COM	COMMON STOCK	750438103	245	8000	SH	DEFINED
RADIOSHACK CORP COM	COMMON STOCK	750438103	169	5504	SH	OTHER
RARE HOSPITALITY INTL INC COM	COMMON STOCK	753820109	1584	64800	SH	OTHER
RAYTHEON CO COM NEW*	COMMON STOCK	755111507	698	23245	SH	DEFINED
RAYTHEON CO COM NEW*	COMMON STOCK	755111507	479	15934	SH	OTHER
RELIANT RESOURCES INC COM	COMMON STOCK	75952B105	45	6105	SH	DEFINED
RELIANT RESOURCES INC COM	COMMON STOCK	75952B105	159	21607	SH	OTHER

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ROCKWELL AUTOMATION INC COM*	COMMON STOCK	773903109	1708	47980	SH	DEFINED
RUBY TUESDAY INC COM	COMMON STOCK	781182100	994	34900	SH	OTHER
RYLAND GROUP INC	COMMON STOCK	783764103	1658	18700	SH	OTHER
SARA LEE CORP COM *	COMMON STOCK	803111103	2787	128391	SH	DEFINED
SARA LEE CORP COM *	COMMON STOCK	803111103	3935	181272	SH	OTHER
SBC COMMUNICATIONS INC COM *	COMMON STOCK	78387G103	10177	390384	SH	DEFINED
SBC COMMUNICATIONS INC COM *	COMMON STOCK	78387G103	10862	416638	SH	OTHER
SCANA CORP COM NEW	COMMON STOCK	80589M102	677	19775	SH	DEFINED
SCANA CORP COM NEW	COMMON STOCK	80589M102	860	25103	SH	OTHER
SCHEIN HENRY INC COM*	COMMON STOCK	806407102	15930	235727	SH	DEFINED
SCHEIN HENRY INC COM*	COMMON STOCK	806407102	1448	21431	SH	OTHER
SCHERING-PLOUGH CORP COM	COMMON STOCK	806605101	262	15053	SH	DEFINED
SCHERING-PLOUGH CORP COM	COMMON STOCK	806605101	1396	80300	SH	OTHER
SCHLUMBERGER LIMITED COM *	COMMON STOCK	806857108	2662	48656	SH	DEFINED
SCHLUMBERGER LIMITED COM *	COMMON STOCK	806857108	2298	41991	SH	OTHER
SCHWAB CHARLES CORP NEW COM*	COMMON STOCK	808513105	19221	1623390	SH	DEFINED
SCHWAB CHARLES CORP NEW COM*	COMMON STOCK	808513105	2183	184385	SH	OTHER
SCRIPPS E W CO CLASS A COM	COMMON STOCK	811054204	659	7000	SH	OTHER
SIEBEL SYSTEMS INC COM*	COMMON STOCK	826170102	221	15910	SH	DEFINED
SIEBEL SYSTEMS INC COM*	COMMON STOCK	826170102	380	27300	SH	OTHER
SILICON VALLEY BANCSHARES COM	COMMON STOCK	827064106	1785	49500	SH	OTHER
SLM CORP COM	COMMON STOCK	78442P106	403	10700	SH	OTHER
SONIC SOLUTIONS COM	COMMON STOCK	835460106	1340	87600	SH	OTHER
SOUTHERN CO COM	COMMON STOCK	842587107	18	600	SH	DEFINED
SOUTHERN CO COM	COMMON STOCK	842587107	474	15668	SH	OTHER
SOUTHWEST AIRLINES CO COM *	COMMON STOCK	844741108	4491	278271	SH	DEFINED
SOUTHWEST AIRLINES CO COM *	COMMON STOCK	844741108	2164	134065	SH	OTHER
SOUTHWEST BANCORPORATION TEXAS	COMMON STOCK	84476R109	427	11000	SH	DEFINED
SOUTHWEST GAS CORP COM	COMMON STOCK	844895102	2028	90319	SH	DEFINED
SOUTHWEST GAS CORP COM	COMMON STOCK	844895102	1780	79304	SH	OTHER
SPX CORPORATION COM*	COMMON STOCK	784635104	18353	312067	SH	DEFINED
SPX CORPORATION COM*	COMMON STOCK	784635104	2356	40054	SH	OTHER
STANDARD PACIFIC CORP COM STOC	COMMON STOCK	85375C101	1665	34300	SH	OTHER
STANLEY WORKS COM	COMMON STOCK	854616109	691	18256	SH	OTHER
STEEL DYNAMICS INC COM	COMMON STOCK	858119100	2148	93400	SH	OTHER
STERLING BANCSHARES INC COM	COMMON STOCK	858907108	339	25500	SH	DEFINED
STRYKER CORP COM *	COMMON STOCK	863667101	152	1783	SH	DEFINED
STRYKER CORP COM *	COMMON STOCK	863667101	374	4400	SH	OTHER
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	42	9337	SH	DEFINED
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	22	4940	SH	OTHER
SUNTRUST BANKS INC COM	COMMON STOCK	867914103	364	5092	SH	DEFINED
SUNTRUST BANKS INC COM	COMMON STOCK	867914103	7	100	SH	OTHER
SUPERIOR INDUSTRIES INTL INC C	COMMON STOCK	868168105	1662	38200	SH	OTHER
SYLVAN LEARNING SYSTEMS INC CO	COMMON STOCK	871399101	1733	60200	SH	OTHER
SYMANTEC CORP COM*	COMMON STOCK	871503108	728	21090	SH	DEFINED
SYMANTEC CORP COM*	COMMON STOCK	871503108	220	6370	SH	OTHER
SYSKO CORP COM *	COMMON STOCK	871829107	2551	68518	SH	DEFINED
SYSKO CORP COM *	COMMON STOCK	871829107	1226	32938	SH	OTHER
TARGET CORP COM *	COMMON STOCK	87612E106	408	10615	SH	DEFINED
TARGET CORP COM *	COMMON STOCK	87612E106	113	2944	SH	OTHER
TCF FINANCIAL CORP COM*	COMMON STOCK	872275102	18595	362119	SH	DEFINED
TCF FINANCIAL CORP COM*	COMMON STOCK	872275102	1733	33740	SH	OTHER
TEKTRONIX INC COM	COMMON STOCK	879131100	2885	91300	SH	OTHER
TEMPLE-INLAND INC COM	COMMON STOCK	879868107	14017	223670	SH	DEFINED
TEMPLE-INLAND INC COM	COMMON STOCK	879868107	976	15580	SH	OTHER
TENET HEALTHCARE CORP COM	COMMON STOCK	88033G100	467	29100	SH	OTHER
TETRA TECHNOLOGIES INC DEL COM	COMMON STOCK	88162F105	1688	69650	SH	OTHER
TEXAS CAPITAL BANCSHARES INC C	COMMON STOCK	88224Q107	349	24100	SH	OTHER
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	18360	624908	SH	DEFINED
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	4330	147366	SH	OTHER
TEXTRON INC COM *	COMMON STOCK	883203101	445	7793	SH	DEFINED
TEXTRON INC COM *	COMMON STOCK	883203101	268	4700	SH	OTHER

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THE MCCLATCHY CO CLASS A COM	COMMON STOCK	579489105	14	200	SH	DEFINED
THE MCCLATCHY CO CLASS A COM	COMMON STOCK	579489105	1576	22900	SH	OTHER
THOMAS INDUSTRIES INC COM	COMMON STOCK	884425109	1730	49900	SH	OTHER
TIFFANY & CO NEW COM	COMMON STOCK	886547108	32	700	SH	DEFINED
TIFFANY & CO NEW COM	COMMON STOCK	886547108	1071	23700	SH	OTHER
TIME WARNER INC COM *	COMMON STOCK	887317105	45852	2548750	SH	DEFINED
TIME WARNER INC COM *	COMMON STOCK	887317105	1869	103876	SH	OTHER
TOM BROWN INC COM NEW	COMMON STOCK	115660201	1306	40500	SH	OTHER
TRIAD HOSPITALS INC COM	COMMON STOCK	89579K109	61	1825	SH	DEFINED
TRIAD HOSPITALS INC COM	COMMON STOCK	89579K109	1384	41600	SH	OTHER
ULTRA PETROLEUM CORP	COMMON STOCK	903914109	182	7400	SH	DEFINED
ULTRA PETROLEUM CORP	COMMON STOCK	903914109	58	2370	SH	OTHER
UNION PACIFIC CORP COM	COMMON STOCK	907818108	99	1420	SH	DEFINED
UNION PACIFIC CORP COM	COMMON STOCK	907818108	179	2575	SH	OTHER
UNITED DOMINION REALTY TR REIT	COMMON STOCK	910197102	49	2550	SH	DEFINED
UNITED DOMINION REALTY TR REIT	COMMON STOCK	910197102	254	13245	SH	OTHER
UNITED NATURAL FOODS INC	COMMON STOCK	911163103	1716	47800	SH	OTHER
UNITED ONLINE INC COM	COMMON STOCK	911268100	1745	103950	SH	OTHER
UNITED PARCEL SERVICE CLASS B*	COMMON STOCK	911312106	182	2445	SH	DEFINED
UNITED PARCEL SERVICE CLASS B*	COMMON STOCK	911312106	37	500	SH	OTHER
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	392	4137	SH	DEFINED
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	308	3254	SH	OTHER
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	257	4422	SH	DEFINED
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	413	7100	SH	OTHER
UNOCAL CORP COM *	COMMON STOCK	915289102	1267	34400	SH	DEFINED
UNOCAL CORP COM *	COMMON STOCK	915289102	840	22800	SH	OTHER
URSTADT BIDDLE PPTYS CL A REIT	COMMON STOCK	917286205	1934	136700	SH	OTHER
US BANCORP DEL COM NEW	COMMON STOCK	902973304	15023	504450	SH	DEFINED
US BANCORP DEL COM NEW	COMMON STOCK	902973304	1674	56219	SH	OTHER
USF CORP COM *	COMMON STOCK	91729Q101	1353	39585	SH	DEFINED
USF CORP COM *	COMMON STOCK	91729Q101	1892	55351	SH	OTHER
UST INC COM	COMMON STOCK	902911106	36	1000	SH	DEFINED
UST INC COM	COMMON STOCK	902911106	578	16200	SH	OTHER
V. F. CORP COM	COMMON STOCK	918204108	1764	40796	SH	DEFINED
V. F. CORP COM	COMMON STOCK	918204108	2287	52898	SH	OTHER
VALERO ENERGY CORP NEW COM*	COMMON STOCK	91913Y100	179	3857	SH	DEFINED
VALERO ENERGY CORP NEW COM*	COMMON STOCK	91913Y100	46	1000	SH	OTHER
VARIAN MEDICAL SYSTEMS INC COM	COMMON STOCK	92220P105	1728	25000	SH	OTHER
VENTAS INC REIT COM	COMMON STOCK	92276F100	1418	64462	SH	DEFINED
VENTAS INC REIT COM	COMMON STOCK	92276F100	3932	178735	SH	OTHER
VERITAS SOFTWARE CORP COM*	COMMON STOCK	923436109	18719	505635	SH	DEFINED
VERITAS SOFTWARE CORP COM*	COMMON STOCK	923436109	2386	64460	SH	OTHER
VERITY INC	COMMON STOCK	92343C106	1916	114800	SH	OTHER
VERIZON COMMUNICATIONS*	COMMON STOCK	92343V104	7177	204593	SH	DEFINED
VERIZON COMMUNICATIONS*	COMMON STOCK	92343V104	11136	317443	SH	OTHER
VIACOM INC CLASS B COM	COMMON STOCK	925524308	178	4021	SH	DEFINED
VIACOM INC CLASS B COM	COMMON STOCK	925524308	942	21234	SH	OTHER
WAL MART STORES INC COM *	COMMON STOCK	931142103	15668	295342	SH	DEFINED
WAL MART STORES INC COM *	COMMON STOCK	931142103	2804	52858	SH	OTHER
WALGREEN CO COM*	COMMON STOCK	931422109	412	11334	SH	DEFINED
WALGREEN CO COM*	COMMON STOCK	931422109	613	16840	SH	OTHER
WASHINGTON FEDERAL INC COM	COMMON STOCK	938824109	4308	151805	SH	DEFINED
WASHINGTON FEDERAL INC COM	COMMON STOCK	938824109	5673	199889	SH	OTHER
WASHINGTON MUTUAL INC COM*	COMMON STOCK	939322103	241	6018	SH	DEFINED
WASHINGTON MUTUAL INC COM*	COMMON STOCK	939322103	785	19564	SH	OTHER
WAUSAU-MOSINEE PAPER CORP COM	COMMON STOCK	943315101	327	24193	SH	DEFINED
WEIS MARKETS INC COM	COMMON STOCK	948849104	626	17237	SH	DEFINED
WEIS MARKETS INC COM	COMMON STOCK	948849104	13	359	SH	OTHER
WELLS FARGO & CO NEW COM *	COMMON STOCK	949746101	23740	403131	SH	DEFINED
WELLS FARGO & CO NEW COM *	COMMON STOCK	949746101	3292	55895	SH	OTHER
WENDY'S INTERNATIONAL INC COM	COMMON STOCK	950590109	19	487	SH	DEFINED
WENDY'S INTERNATIONAL INC COM	COMMON STOCK	950590109	553	14100	SH	OTHER

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WESTPORT RESOURCES CORP NEW CO	COMMON STOCK	961418100	1830	61300	SH	OTHER
WILLIAMS SONOMA INC COM*	COMMON STOCK	969904101	633	18200	SH	OTHER
WINNEBAGO INDUSTRIES INC COM	COMMON STOCK	974637100	2977	43300	SH	OTHER
WRIGLEY WM JR CO COM	COMMON STOCK	982526105	38	680	SH	DEFINED
WRIGLEY WM JR CO COM	COMMON STOCK	982526105	247	4400	SH	OTHER
WYETH COM *	COMMON STOCK	983024100	2094	49320	SH	DEFINED
WYETH COM *	COMMON STOCK	983024100	1842	43390	SH	OTHER
XTO ENERGY INC COM	COMMON STOCK	98385X106	189	6666	SH	DEFINED
XTO ENERGY INC COM	COMMON STOCK	98385X106	2163	76432	SH	OTHER
YUM! BRANDS INC COM	COMMON STOCK	988498101	169	4900	SH	DEFINED
YUM! BRANDS INC COM	COMMON STOCK	988498101	77	2240	SH	OTHER
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	55	786	SH	DEFINED
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	260	3695	SH	OTHER
3M CO COM*	COMMON STOCK	88579Y101	3360	39513	SH	DEFINED
3M CO COM*	COMMON STOCK	88579Y101	3161	37178	SH	OTHER
IMPERIAL SUGAR CO NEW WTS 8	COMMON STOCK	453096117	179	65833	SH	DEFINED
IMPERIAL SUGAR CO NEW WTS 8	COMMON STOCK	453096117	14	5164	SH	OTHER
AGRIUM INC	COMMON STOCK	008916108	1005	61077	SH	DEFINED
AGRIUM INC	COMMON STOCK	008916108	2014	122340	SH	OTHER
BP PLC SPONSORED ADR *	COMMON STOCK	055622104	30671	621493	SH	DEFINED
BP PLC SPONSORED ADR *	COMMON STOCK	055622104	15543	314950	SH	OTHER
CANADIAN NATIONAL RAILWAY CO*	COMMON STOCK	136375102	1733	27390	SH	DEFINED
CANADIAN NATIONAL RAILWAY CO*	COMMON STOCK	136375102	2360	37292	SH	OTHER
CANADIAN NATURAL RESOURCES LTD	COMMON STOCK	136385101	405	8027	SH	DEFINED
CANADIAN NATURAL RESOURCES LTD	COMMON STOCK	136385101	1079	21397	SH	OTHER
DSG INTERNATIONAL LIMITED ORD	COMMON STOCK	G28471103	119	16000	SH	DEFINED
ENCANA CORP COM	COMMON STOCK	292505104	803	20360	SH	OTHER
ENDESA S.A. SPONSORED ADR	COMMON STOCK	29258N107	3	150	SH	DEFINED
ENDESA S.A. SPONSORED ADR	COMMON STOCK	29258N107	703	36800	SH	OTHER
ENI SPA SONSORED ADR	COMMON STOCK	26874R108	608	6405	SH	OTHER
EVEREST RE GROUP LTD COM*	COMMON STOCK	G3223R108	415	4911	SH	DEFINED
EVEREST RE GROUP LTD COM*	COMMON STOCK	G3223R108	106	1255	SH	OTHER
FAIRMONT HOTELS RESORTS INC CO	COMMON STOCK	305204109	2570	94700	SH	OTHER
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	4	80	SH	DEFINED
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	573	12292	SH	OTHER
HITACHI LTD ADR	COMMON STOCK	433578507	309	5150	SH	OTHER
HSBC HOLDINGS PLC SPONSORED AD	COMMON STOCK	404280406	156	1976	SH	DEFINED
HSBC HOLDINGS PLC SPONSORED AD	COMMON STOCK	404280406	95	1200	SH	OTHER
IMPERIAL TOBACCO GROUP PLC ADR	COMMON STOCK	453142101	590	14850	SH	OTHER
KONINKLIJKE PHILIPS ELECTRS N	COMMON STOCK	500472303	3	100	SH	DEFINED
KONINKLIJKE PHILIPS ELECTRS N	COMMON STOCK	500472303	395	13575	SH	OTHER
KOREA ELECTRIC POWER CORP SPON	COMMON STOCK	500631106	253	24375	SH	OTHER
KT CORP SPONSORED ADR	COMMON STOCK	48268K101	369	19350	SH	OTHER
NOKIA CORP SPONSORED PREFERENC	COMMON STOCK	654902204	17173	1010185	SH	DEFINED
NOKIA CORP SPONSORED PREFERENC	COMMON STOCK	654902204	2106	123905	SH	OTHER
NORSK HYDRO A. S. SPONSORED AD	COMMON STOCK	656531605	3852	62325	SH	DEFINED
NORSK HYDRO A. S. SPONSORED AD	COMMON STOCK	656531605	4038	65332	SH	OTHER
PLATINUM UNDERWRITER HLDGS LTD	COMMON STOCK	G7127P100	1809	60300	SH	OTHER
PORTUGAL TELECOM SGPS S A	COMMON STOCK	737273102	286	28550	SH	OTHER
REPSOL YPF S.A. SPONSORED ADR	COMMON STOCK	76026T205	262	13380	SH	OTHER
ROYAL DUTCH PETROLEUM CO NY SH	COMMON STOCK	780257804	307	5860	SH	DEFINED
ROYAL DUTCH PETROLEUM CO NY SH	COMMON STOCK	780257804	881	16815	SH	OTHER
SAPPI LTD ADR	COMMON STOCK	803069202	328	24026	SH	DEFINED
SAPPI LTD ADR	COMMON STOCK	803069202	680	49738	SH	OTHER
SCOTTISH POWER PLC SPON ADR	COMMON STOCK	81013T705	907	33373	SH	DEFINED
SCOTTISH POWER PLC SPON ADR	COMMON STOCK	81013T705	1017	37403	SH	OTHER
SHELL TRANS & TRADING PLC NY S	COMMON STOCK	822703609	480	10650	SH	OTHER
TAIWAN SEMICONDUCTOR MFG CO LT	COMMON STOCK	874039100	11243	1097990	SH	DEFINED
TAIWAN SEMICONDUCTOR MFG CO LT	COMMON STOCK	874039100	963	94016	SH	OTHER
TALISMAN ENERGY INC COM	COMMON STOCK	87425E103	255	4500	SH	OTHER
TELEFONOS DE MEXICO SP ADR	COMMON STOCK	879403780	515	15600	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD A	COMMON STOCK	881624209	936	16500	SH	OTHER

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TOTAL S.A. SPONSORED ADR	COMMON STOCK	89151E109	167	1808	SH	DEFINED
TOTAL S.A. SPONSORED ADR	COMMON STOCK	89151E109	713	7705	SH	OTHER
TOYOTA MOTOR CORP ADR	COMMON STOCK	892331307	323	4700	SH	OTHER
TRANSOCEAN INC *	COMMON STOCK	G90078109	1336	55627	SH	DEFINED
TRANSOCEAN INC *	COMMON STOCK	G90078109	202	8409	SH	OTHER
VODAFONE GROUP PLC*	COMMON STOCK	92857W100	19223	767692	SH	DEFINED
VODAFONE GROUP PLC*	COMMON STOCK	92857W100	2383	95152	SH	OTHER
XL CAPITAL LTD CLASS A	COMMON STOCK	G98255105	2212	28526	SH	DEFINED
XL CAPITAL LTD CLASS A	COMMON STOCK	G98255105	3941	50815	SH	OTHER
ALLTEL CORPORATION CONV PFD-UT	PREFERRED STOCK	020039822	2224	44753	SH	DEFINED
ALLTEL CORPORATION CONV PFD-UT	PREFERRED STOCK	020039822	2280	45871	SH	OTHER
BAXTER INTL 7.0% 2/16/06 CONV	PREFERRED STOCK	071813406	336	6080	SH	DEFINED
BAXTER INTL 7.0% 2/16/06 CONV	PREFERRED STOCK	071813406	59	1069	SH	OTHER
SEQUA CORP \$5.00 SERIES CONV P	PREFERRED STOCK	817320302	359	4057	SH	DEFINED
EQUITY INCOME FD UNIT 1ST EXCH	OTHER	294700703	13	150	SH	DEFINED
EQUITY INCOME FD UNIT 1ST EXCH	OTHER	294700703	427	5100	SH	OTHER
MORGAN STANLEY INDIA INVESTMEN	OTHER	61745C105	491	18500	SH	DEFINED
PACHOLDER HIGH YIELD FUND	OTHER	693742108	162	17767	SH	DEFINED
MANAGED MUNICIPAL PORTFOLIO IN	OTHER	561662107	159	14000	SH	OTHER
MUNI HOLDINGS INSURED FUND INC	OTHER	625930102	137	10000	SH	DEFINED
MUNIYIELD INSURED FUND	OTHER	62630E107	128	8734	SH	DEFINED
MUNIYIELD INSURED FUND	OTHER	62630E107	86	5866	SH	OTHER
NUVEEN INSD MUN OPPORTUNITY FD	OTHER	670984103	341	21108	SH	DEFINED
NUVEEN INSD MUN OPPORTUNITY FD	OTHER	670984103	121	7500	SH	OTHER
NUVEEN MUNICIPAL VALUE FUND	OTHER	670928100	194	20786	SH	DEFINED
NUVEEN MUNICIPAL VALUE FUND	OTHER	670928100	419	45000	SH	OTHER
NUVEEN PERFORMANCE PLUS MUN FD	OTHER	67062P108	187	12445	SH	OTHER
NUVEEN PREMIUM INCOME MUNICIPA	OTHER	67062T100	66	4566	SH	DEFINED
NUVEEN PREMIUM INCOME MUNICIPA	OTHER	67062T100	86	5916	SH	OTHER
BUCKEYE PARTNERS L P UNIT	OTHER	118230101	1558	34365	SH	DEFINED
BUCKEYE PARTNERS L P UNIT	OTHER	118230101	31	680	SH	OTHER
CROSS TIMBERS ROYALTY TRUST	OTHER	22757R109	184	6449	SH	DEFINED
CROSS TIMBERS ROYALTY TRUST	OTHER	22757R109	113	3942	SH	OTHER
ENBRIDGE ENERGY PARTNERS L P	OTHER	29250R106	454	9100	SH	DEFINED
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	1531	31071	SH	DEFINED
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	645	13087	SH	OTHER
KINDER MORGAN MANAGEMENT LLC	OTHER	49455U100	204	4742	SH	DEFINED
MAGELLAN MIDSTREAM PARTNERS LP	OTHER	559080106	200	4000	SH	DEFINED
MAGELLAN MIDSTREAM PARTNERS LP	OTHER	559080106	40	800	SH	OTHER
NORTHERN BORDER PARTNERS L P	OTHER	664785102	240	6100	SH	DEFINED
NORTHERN BORDER PARTNERS L P	OTHER	664785102	12	300	SH	OTHER
PLAINS ALL AMERICAN PIPELINE L	OTHER	726503105	292	9000	SH	DEFINED
SABINE ROYALTY TRUST UNITS BEN	OTHER	785688102	299	10300	SH	DEFINED
SABINE ROYALTY TRUST UNITS BEN	OTHER	785688102	160	5500	SH	OTHER
SAN JUAN BASIN RTY TR UNIT BEN	OTHER	798241105	338	15600	SH	DEFINED
SAN JUAN BASIN RTY TR UNIT BEN	OTHER	798241105	108	4970	SH	OTHER
TEPPCO PARTNERS L P UNIT LTD P	OTHER	872384102	101	2500	SH	DEFINED
TEPPCO PARTNERS L P UNIT LTD P	OTHER	872384102	157	3900	SH	OTHER
VALERO L P COM	OTHER	91913W104	279	5600	SH	DEFINED
VALERO L P COM	OTHER	91913W104	55	1100	SH	OTHER