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TEXAS CAPITAL BANCSHARES INC/TX  
Form 13F-HR  
July 28, 2009

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 6/30/09

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: Texas Capital Bancshares  
Address: 2000 McKinney Ave, Ste 700  
Dallas, TX 75201  
Attn: Dave Folz

Form 13F File Number: 28-\_\_\_\_\_.

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: David Folz  
Title: Executive Vice President  
Phone: 214-932-6625

Signature, Place, and Date of Signing:

/s/ David Folz	Dallas, TX	7/27/09
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[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).)
- [X] 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:  
[If there are no entries in this list, omit this section.]

Form 13F File Number                      Name

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28- \_\_\_\_\_  
 [Repeat as necessary.]

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: \_\_\_\_\_

Form 13F Information Table Entry Total: \_\_\_\_\_

Form 13F Information Table Value Total: \_\_\_\_\_  
 (thousands)

List of Other Included Managers:

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.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
28-	_____	_____

[Repeat as necessary.]

TEXAS CAPITAL BANK, DALLAS, TX  
 CLIENT NO. 781 SCHEDULE 13F WORKSHEET AS OF 06/30/2009 PAGE 1

BELOW IS A LIST OF THE EQUITY SECURITIES THAT YOU HAVE FLAGGED ON YOUR CHARLOTTE FILES AS "13 F SECURITIES" WITH A "13 F INVESTMENT DISCRETION" OF SOLE OR SHARED. SECURITIES ARE LISTED BY SECURITY TYPE AND IN CUSIP NUMBER ORDER WITHIN EACH SECURITY TYPE. SECURITY POSITIONS WITH AN INVESTMENT DISCRETION OF NONE, AND SECURITY TYPES 01-06, 12, 15, 16, 18-22, 25-27 AND 34-37 ARE NOT INCLUDED IN THIS REPORT.

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OT MAN
DAIMLER AG	REG SHS	D1668R123	129	3562 SH		SOLE	
AMDOCS LTD	ORD	G02602103	344	16050 SH		SOLE	
ARCH CAP GROUP LTD	ORD	G0450A105	29	495 SH		SOLE	
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	32	1420 SH		SOLE	
ACCENTURE LTD		G1150G111	498	14880 SH		SOLE	
CREDICORP LTD	COM	G2519Y108	69	1194 SH		SOLE	
COVIDIEN PLC	SHS	G2554F105	444	11860 SH		SOLE	

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MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	35	2975	SH	SOLE
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	36	1250	SH	SOLE
UTI WORLDWIDE INC	ORD	G87210103	64	5645	SH	SOLE
LOGITECH INTL S A	SHS	H50430232	153	10878	SH	SOLE
TYCO INTERNATIONAL LTD	SHS	H89128104	333	12810	SH	SOLE
UBS AG	SHS NEW	H89231338	128	10491	SH	SOLE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	198	3518	SH	SOLE
FLEXTRONICS INTL LTD	ORD	Y2573F102	215	51879	SH	SOLE
ABB LTD	SPONSORED ADR	000375204	441	27959	SH	SOLE
AFLAC INC	COM	001055102	230	7391	SH	SOLE
AGL RES INC	COM	001204106	4	120	SH	SOLE
AT&T INC	COM	00206R102	282	11371	SH	SOLE
AU OPTRONICS CORP	SPONSORED ADR	002255107	35	3593	SH	SOLE
ABBOTT LABS	COM	002824100	166	3520	SH	SOLE
ACXIOM CORP	COM	005125109	22	2530	SH	SOLE
ADIDAS AG	ADR	00687A107	238	12567	SH	SOLE
AFFILIATED COMPUTER SERVICES	CL A	008190100	878	19775	SH	SOLE
AFFILIATED COMPUTER SERVICES	CL A	008190100	5	120	SH	DEFINED
AFFILIATED MANAGERS GROUP	COM	008252108	232	3995	SH	SOLE
AIR LIQUIDE	ADR	009126202	209	11473	SH	SOLE
ALCOA INC	COM	013817101	106	10300	SH	SOLE
ALLIANCE HEALTHCARE SRVCS IN	COM NEW	018606202	34	4700	SH	SOLE
TOTAL FOR PAGE 1			5589	268321		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OT MAN
ALLIANZ SE	SP ADR 1/10 SH	018805101	210	22774	SH		SOLE	
AMAZON COM INC	COM	023135106	105	1250	SH		SOLE	
AMERICA MOVIL S A B DE C V	SPON ADR	02364W105	174	4493	SH		SOLE	
AMERICAN PHYSICIANS CAPITAL	COM	028884104	18	470	SH		SOLE	
AMERISAFE INC	COM	03071H100	19	1250	SH		SOLE	
AMGEN INC	COM	031162100	34	640	SH		SOLE	
ANGLOGOLD ASHANTI LTD	SPONS ADR	035128206	68	1860	SH		SOLE	
APACHE CORP	COM	037411105	254	3525	SH		SOLE	
APOGEE ENTERPRISES INC	COM	037598109	23	1880	SH		SOLE	
APOLLO GROUP INC	CL A	037604105	884	12425	SH		SOLE	
APOLLO GROUP INC	CL A	037604105	5	70	SH		DEFINED	
APPLE INC	COM	037833100	1089	7645	SH		SOLE	
APPLE INC	COM	037833100	6	40	SH		DEFINED	
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	30	920	SH		SOLE	
ARCHER DANIELS MIDLAND CO	COM	039483102	35	1315	SH		SOLE	
ASTRAZENECA PLC	SPONSORED ADR	046353108	415	9404	SH		SOLE	
AUSTRALIA & NEW ZEALAND	BANKING GROUP LTD	052528304	216	16203	SH		SOLE	
AUTODESK INC	COM	052769106	30	1605	SH		SOLE	
AUTOMATIC DATA PROCESSING IN	COM	053015103	4	100	SH		SOLE	
AUTOZONE INC	COM	053332102	794	5255	SH		SOLE	
AUTOZONE INC	COM	053332102	5	30	SH		DEFINED	
AXA	SPONSORED ADR	054536107	243	12818	SH		SOLE	

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BG PLC	ADR FIN INST N	055434203	329	3924 SH	SOLE
BJS WHOLESALE CLUB INC	COM	05548J106	859	26660 SH	SOLE
BJS WHOLESALE CLUB INC	COM	05548J106	5	170 SH	DEFINED
BSD MED CORP DEL	COM	055662100	162	78470 SH	SOLE
BMC SOFTWARE INC	COM	055921100	938	27760 SH	SOLE
BMC SOFTWARE INC	COM	055921100	6	180 SH	DEFINED
BAIDU COM INC	SPON ADR REP A	056752108	104	347 SH	SOLE
BAKER HUGHES INC	COM	057224107	167	4585 SH	SOLE
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	254	20250 SH	SOLE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	68	4578 SH	SOLE
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X109	79	1695 SH	SOLE
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TOTAL FOR PAGE 2			7632	274591	

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OT MAN
BANK OF AMERICA CORPORATION	COM	060505104	52	3950 SH			SOLE	
BAYER A G	SPONSORED ADR	072730302	243	4539 SH			SOLE	
BECTON DICKINSON & CO	COM	075887109	918	12880 SH			SOLE	
BECTON DICKINSON & CO	COM	075887109	6	80 SH			DEFINED	
BERKLEY W R CORP	COM	084423102	25	1185 SH			SOLE	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	145	50 SH			SOLE	
BHP BILLITON LTD	SPONSORED ADR	088606108	404	7378 SH			SOLE	
BIOGEN IDEC INC	COM	09062X103	786	17415 SH			SOLE	
BIOGEN IDEC INC	COM	09062X103	5	110 SH			DEFINED	
BRASIL TELECOM	PARTICIPACOES SA	105530109	72	1876 SH			SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	850	41850 SH			SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	5	250 SH			DEFINED	
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	243	4351 SH			SOLE	
BROADCOM CORP	CL A	111320107	43	1750 SH			SOLE	
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	441	26640 SH			SOLE	
BUCKEYE TECHNOLOGIES INC	COM	118255108	18	4030 SH			SOLE	
CBS CORP NEW	CL B	124857202	132	19050 SH			SOLE	
CNOOC LTD	SPONSORED ADR	126132109	211	1718 SH			SOLE	
CVS CORP	COM	126650100	517	16235 SH			SOLE	
CAMPBELL SOUP CO	COM	134429109	23	790 SH			SOLE	
CANON INC	ADR	138006309	274	8429 SH			SOLE	
CAPELLA EDUCATION COMPANY	COM	139594105	271	4515 SH			SOLE	
CASH AMER INTL INC	COM	14754D100	12	500 SH			SOLE	
CELERA CORP	COM	15100E106	73	9525 SH			SOLE	
CELGENE CORP	COM	151020104	24	505 SH			SOLE	
CERNER CORP	COM	156782104	51	820 SH			SOLE	
CHEVRON CORP	COM	166764100	381	5750 SH			SOLE	
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	456	8226 SH			SOLE	
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	360	7188 SH			SOLE	
CHINA PETROLEUM & CHEMICAL	CORP SINOPEC	16941R108	39	516 SH			SOLE	
CHOICE HOTELS INTL INC	COM	169905106	351	13175 SH			SOLE	
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW 09	17133Q403	55	2760 SH			SOLE	
CHURCH & DWIGHT INC	COM	171340102	920	16940 SH			SOLE	

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CHURCH & DWIGHT INC	COM	171340102	5	100 SH	DEFINED
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TOTAL FOR PAGE 3			8411	245076	

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OT MAN
CISCO SYS INC	COM	17275R102	1160	62255	SH		SOLE	
CISCO SYS INC	COM	17275R102	5	280	SH		DEFINED	
CITY HLDG CO	COM	177835105	30	990	SH		SOLE	
CLP HOLDINGS LTD	SPONSORED ADR	18946Q101	175	26361	SH		SOLE	
COCA COLA BOTTLING CO CONS	COM	191098102	21	380	SH		SOLE	
COCA COLA HELLENIC BTTLG CO	SPONSORED ADR	1912EP104	379	18698	SH		SOLE	
COCA COLA CO	COM	191216100	505	10526	SH		SOLE	
COLGATE PALMOLIVE CO	COM	194162103	929	13130	SH		SOLE	
COLGATE PALMOLIVE CO	COM	194162103	5	70	SH		DEFINED	
COMMSCOPE INC	COM	203372107	860	32770	SH		SOLE	
COMMSCOPE INC	COM	203372107	5	200	SH		DEFINED	
COMMUNITY TR BANCORP INC	COM	204149108	14	530	SH		SOLE	
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	111	8243	SH		SOLE	
AMBEV-CIA DE BEBIDAS DAS	AMERICAS	20441W203	771	11895	SH		SOLE	
CONOCOPHILLIPS	COM	20825C104	1151	27375	SH		SOLE	
CONOCOPHILLIPS	COM	20825C104	34	798	SH		DEFINED	
CONSTELLATION BRANDS INC	CL A	21036P108	22	1730	SH		SOLE	
CORE MARK HOLDING CO INC	COM	218681104	20	780	SH		SOLE	
COVANCE INC	COM	222816100	105	2131	SH		SOLE	
CRANE CO	COM	224399105	23	1050	SH		SOLE	
CRUSADER ENERGY GROUP INC	COM	228834107	78	1110725	SH		SOLE	
CUMMINS INC	COM	231021106	30	860	SH		SOLE	
DANAHER CORP DEL	COM	235851102	33	540	SH		SOLE	
DANONE	SPONSORED ADR	23636T100	258	26207	SH		SOLE	
DASSAULT SYS S A	SPONSORED ADR	237545108	237	5371	SH		SOLE	
DEAN FOODS CO NEW	COM	242370104	848	44215	SH		SOLE	
DEAN FOODS CO NEW	COM	242370104	5	260	SH		DEFINED	
DEL MONTE FOODS CO	COM	24522P103	597	63600	SH		SOLE	
DENTSPLY INTL INC NEW	COM	249030107	283	9250	SH		SOLE	
DESARROLLADORA HOMEX S A DE	SPONSORED ADR	25030W100	20	711	SH		SOLE	
DIAGEO P L C	SPON ADR NEW	25243Q205	166	2895	SH		SOLE	
DONALDSON INC	COM	257651109	143	4142	SH		SOLE	
DONNELLEY R R & SONS CO	COM	257867101	127	10915	SH		SOLE	
TOTAL FOR PAGE 4			9150	1499883				

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FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	OT MAN
DU PONT E I DE NEMOURS & CO	COM	263534109	2	70	SH		SOLE	
EQT CORP	COM	26884L109	240	6882	SH		SOLE	
EL PASO ELEC CO	COM NEW	283677854	33	2340	SH		SOLE	
EMBRAER EMPRESA BRASILEIRA	DE AERONAUTICA EMBR	29081M102	142	8572	SH		SOLE	
EMCOR GROUP INC	COM	29084Q100	13	650	SH		SOLE	
EMERGENCY MEDICAL SVCS CORP	CL A	29100P102	26	700	SH		SOLE	
EMERSON ELEC CO	COM	291011104	158	4875	SH		SOLE	
ENBRIDGE INC	COM	29250N105	213	6134	SH		SOLE	
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	39	1000	SH		SOLE	
ENNIS INC	COM	293389102	166	13305	SH		SOLE	
ENPRO INDS INC	COM	29355X107	10	570	SH		SOLE	
ERICSSON L M TEL CO	ADR B SEK 10	294821608	278	28410	SH		SOLE	
EURONET WORLDWIDE INC	COM	298736109	112	5757	SH		SOLE	
EXPRESS SCRIPTS INC	COM	302182100	1024	14890	SH		SOLE	
EXPRESS SCRIPTS INC	COM	302182100	7	100	SH		DEFINED	
EXXON MOBIL CORP	COM	30231G102	7979	114149	SH		SOLE	
EXXON MOBIL CORP	COM	30231G102	180	2580	SH		DEFINED	
FLIR SYS INC	COM	302445101	127	5630	SH		SOLE	
FPL GROUP INC	COM	302571104	93	1635	SH		SOLE	
FTI CONSULTING INC	COM	302941109	202	3982	SH		SOLE	
FAMILY DLR STORES INC	COM	307000109	809	28600	SH		SOLE	
FAMILY DLR STORES INC	COM	307000109	5	190	SH		DEFINED	
F5 NETWORKS INC	COM	315616102	210	6058	SH		SOLE	
FIDELITY NATL INFORMATION SV	COM	31620M106	356	17850	SH		SOLE	
FIRST HORIZON NATL CORP	COM	320517105	34	2795	SH		SOLE	
FIRST SOLAR INC	COM	336433107	72	445	SH		SOLE	
FLUOR CORP NEW	COM	343412102	35	680	SH		SOLE	
FOMENTO ECONOMICO MEXICANA	S.A.B. DE C.V. ADR	344419106	78	2415	SH		SOLE	
FOREST LABS INC	COM	345838106	60	2385	SH		SOLE	
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	31	627	SH		SOLE	
FRESENIUS MEDICAL CARE AG	SPONSORED ADR	358029106	499	11090	SH		SOLE	
GATX CORP	COM	361448103	93	3605	SH		SOLE	
GALLAGHER ARTHUR J & CO	COM	363576109	159	7430	SH		SOLE	
TOTAL FOR PAGE 5			13485	306401				

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	OT MAN
GAP INC DEL	COM	364760108	38	2290	SH		SOLE	
GAZPROM O A O	SPON ADR	368287207	187	8878	SH		SOLE	
GEN-PROBE INC NEW	COM	36866T103	843	19610	SH		SOLE	

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GEN-PROBE INC NEW	COM	36866T103	5	120	SH	DEFINED
GENERAL DYNAMICS CORP	COM	369550108	298	5390	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	338	28869	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	32	2700	SH	DEFINED
GENERAL MLS INC	COM	370334104	49	880	SH	SOLE
GENESCO INC	COM	371532102	12	650	SH	SOLE
GERDAU SA COSG		373737105	91	8689	SH	SOLE
GILEAD SCIENCES INC	COM	375558103	69	1480	SH	SOLE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	159	4505	SH	SOLE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	64	5348	SH	SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	1043	7075	SH	SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	6	40	SH	DEFINED
GOOGLE INC	CL A	38259P508	40	95	SH	SOLE
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	358	21085	SH	SOLE
H & E EQUIPMENT SERVICES INC	COM	404030108	24	2600	SH	SOLE
HSBC HLDGS PLC	SPON ADR NEW	404280406	348	8343	SH	SOLE
HANESBRANDS INC	COM	410345102	356	23700	SH	SOLE
HANSEN NAT CORP	COM	411310105	23	760	SH	SOLE
HEINZ H J CO	COM	423074103	159	4450	SH	SOLE
HENKEL LTD PARTNERSHIP	SPON ADR PFD	42550U208	253	8129	SH	SOLE
HESS CORP	COM	42809H107	20	380	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	1387	35895	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	6	150	SH	DEFINED
HEXCEL CORP NEW	COM	428291108	75	7840	SH	SOLE
HITACHI LIMITED	ADR 10 COM	433578507	72	2322	SH	SOLE
HOME DEPOT INC	COM	437076102	978	41410	SH	SOLE
HOME DEPOT INC	COM	437076102	5	220	SH	DEFINED
HONDA MOTOR LTD	AMERN SHS	438128308	228	8347	SH	SOLE
HONEYWELL INTL INC	COM	438516106	21	675	SH	SOLE
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	171	6106	SH	SOLE
TOTAL FOR PAGE 6			7758	269031		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	OT MAN
HUBBELL INC	CL B	443510201	136	4230	SH		SOLE	
IBERDROLA SA	SPON ADR	450737101	181	5594	SH		SOLE	
ICICI BK LTD	ADR	45104G104	102	3457	SH		SOLE	
IDEXX LABS INC	COM	45168D104	175	3795	SH		SOLE	
ILLINOIS TOOL WKS INC	COM	452308109	169	4525	SH		SOLE	
INFORMATICA CORP	COM	45666Q102	240	13968	SH		SOLE	
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	287	7798	SH		SOLE	
ING GROEP N V	SPONSORED ADR	456837103	207	20415	SH		SOLE	
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	17	2850	SH		SOLE	
INTEL CORP	COM	458140100	1118	67609	SH		SOLE	
INTEL CORP	COM	458140100	5	330	SH		DEFINED	
INTERACTIVE BROKERS GROUP IN	COM	45841N107	24	1550	SH		SOLE	
INTERNATIONAL BUSINESS MACHS	COM	459200101	1296	12410	SH		SOLE	
INTERNATIONAL BUSINESS MACHS	COM	459200101	6	60	SH		DEFINED	

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INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	489	14950	SH	SOLE
INTUIT	COM	461202103	47	1685	SH	SOLE
INTREPID POTASH INC	COM	46121Y102	118	4200	SH	SOLE
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	49	1627	SH	SOLE
ISHARES INC	MSCI SINGAPORE	464286673	42	4699	SH	SOLE
ISHARES INC	MSCI TURKEY FD	464286715	43	1148	SH	SOLE
ISHARES INC	MSCI TAIWAN	464286731	242	23948	SH	SOLE
ISHARES INC	MSCI S KOREA	464286772	316	9088	SH	SOLE
ISHARES INC	MSCI STH AFRCA	464286780	379	8026	SH	SOLE
ISHARES INC	MSCI JAPAN	464286848	489	51812	SH	SOLE
ISHARES TR	BARCLYS TIPS BD	464287176	12	119	SH	SOLE
ISHARES TRUST S & P 500		464287200	1016	11000	SH	SOLE
ISHARES TRUST MSCI EMERGING	MARKETS	464287234	185	5728	SH	SOLE
ISHARES TR S&P 500	GROWTH INDEX FD	464287309	80	1679	SH	SOLE
ISHARES TR	S&P 500 VALUE	464287408	57	1307	SH	SOLE
ISHARES TR	MSCI EAFE IDX	464287465	721	15733	SH	SOLE
ISHARES TR	MSCI EAFE IDX	464287465	30	650	SH	DEFINED
ISHARES TR	RUSSELL MCP GR	464287481	11	290	SH	SOLE
ISHARES TR	RUSSELL MIDCAP	464287499	14	207	SH	SOLE
TOTAL FOR PAGE 7			8303	306487		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	OT MAN
ISHARES TR	S&P MIDCAP 400	464287507	186	3210	SH		SOLE	
ISHARES TR	COHEN&ST RLT	464287564	88	2444	SH		SOLE	
ISHARES TR	RUSSELL1000VAL	464287598	3779	79404	SH		SOLE	
ISHARES TR	RUSSELL1000VAL	464287598	52	1102	SH		DEFINED	
ISHARES TR	RUSSELL1000GRW	464287614	812	19793	SH		SOLE	
ISHARES TR	RUSSELL1000GRW	464287614	63	1531	SH		DEFINED	
ISHARES TR	RUSSELL 1000	464287622	184	3635	SH		SOLE	
ISHARES TR	RUSL 2000 VALU	464287630	1565	33644	SH		SOLE	
ISHARES TR	RUSL 2000 GROW	464287648	268	4723	SH		SOLE	
ISHARES TR	RUSSELL 2000	464287655	269	5275	SH		SOLE	
ISHARES TR	RUSL 3000 VALU	464287663	14	223	SH		SOLE	
ISHARES TRUST UTILITIES		464287697	24	355	SH		SOLE	
ISHARES TR	DJ US REAL EST	464287739	140	4310	SH		SOLE	
ISHARES TR	DJ US FINL SEC	464287788	22	515	SH		SOLE	
ISHARES TRUST S & P 600	INDEX	464287804	40	890	SH		SOLE	
ISHARES TR	HIGH YLD CORP	464288513	88	1110	SH		SOLE	
ITAU UNIBANCO BANCO MULTIPL	SPONS ADR	465562106	154	9751	SH		SOLE	
ITC HLDGS CORP	COM	465685105	164	3615	SH		SOLE	
I2 TECHNOLOGIES INC	COM NEW	465754208	24	1930	SH		SOLE	
JDA SOFTWARE GROUP INC	COM	46612K108	25	1700	SH		SOLE	
JPMORGAN CHASE & CO	COM	46625H100	1100	32255	SH		SOLE	
JPMORGAN CHASE & CO	COM	46625H100	5	155	SH		DEFINED	
JABIL CIRCUIT INC	COM	466313103	6	750	SH		SOLE	
JOHNSON & JOHNSON	COM	478160104	375	6605	SH		SOLE	
JOY GLOBAL INC	COM	481165108	1065	29805	SH		SOLE	



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JOY GLOBAL INC	COM	481165108	5	140	SH	DEFINED
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	97	2928	SH	SOLE
KANSAS CITY SOUTHERN	COM NEW	485170302	193	12010	SH	SOLE
KAYNE ANDERSON MLP CE FUND		486606106	1152	52475	SH	SOLE
KELLOGG CO	COM	487836108	227	4865	SH	SOLE
KENNAMETAL INC	COM	489170100	169	8833	SH	SOLE
KFORCE INC	COM	493732101	23	2780	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	515	9825	SH	SOLE
TOTAL FOR PAGE 8			12893	342586		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OT MAN
KIRIN HLDGS COMPANY LTD	SPON ADR	497350306	243	17404	SH		SOLE	
ROYAL PHILIPS ELECTRONICS	NV	500472303	285	15500	SH		SOLE	
KOREA FD	COM NEW	500634209	59	2133	SH		SOLE	
KROGER CO	COM	501044101	73	3300	SH		SOLE	
KUBOTA CORP (FORMERLY L-3 COMMUNICATIONS HLDGS INC	KUBOTA LTD) COM	501173207 502424104	249 829	6090 11950	SH SH		SOLE SOLE	
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	5	70	SH		DEFINED	
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	4	60	SH		SOLE	
LANCE INC	COM	514606102	172	7430	SH		SOLE	
LANDSTAR SYS INC	COM	515098101	175	4855	SH		SOLE	
LOUISIANA CENT OIL & GAS CO	UT NET PROFIT	546234204	93	100	SH		SOLE	
LUBRIZOL CORP	COM	549271104	152	3210	SH		SOLE	
MDU RES GROUP INC	COM	552690109	447	23550	SH		SOLE	
MACROVISION SOLUTIONS CORP	COM	55611C108	161	7401	SH		SOLE	
MAGYAR TELEKOM TELECOMMUN- MARTEK BIOSCIENCES CORP	ICATIONS PLC ADR COM	559776109 572901106	136 128	9179 6075	SH SH		SOLE SOLE	
MATRIX SVC CO	COM	576853105	21	1800	SH		SOLE	
MCAFEE INC	COM	579064106	1017	24100	SH		SOLE	
MCAFEE INC	COM	579064106	6	150	SH		DEFINED	
MCDONALDS CORP	COM	580135101	1210	21050	SH		SOLE	
MCDONALDS CORP	COM	580135101	6	100	SH		DEFINED	
MCKESSON CORP	COM	58155Q103	39	880	SH		SOLE	
MEDTRONIC INC	COM	585055106	60	1707	SH		SOLE	
MERRILL LYNCH CAP TR V	NC PFD 7.28%	59021K205	35	2000	SH		SOLE	
METLIFE INC	COM	59156R108	27	885	SH		SOLE	
METTLER TOLEDO INTERNATIONAL	COM	592688105	410	5311	SH		SOLE	
MICROSOFT CORP	COM	594918104	322	13550	SH		SOLE	
MICROCHIP TECHNOLOGY INC	COM	595017104	141	6275	SH		SOLE	
MIDCAP SPDR TR	UNIT SER 1	595635103	21	200	SH		SOLE	
MINERALS TECHNOLOGIES INC	COM	603158106	14	400	SH		SOLE	
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	96	2611	SH		SOLE	
MOL MAGYAR OLAJ-ES GAZIPARI	SPON ADR SER A	608464202	189	6162	SH		SOLE	
FEDRTD TFOF INST SHS		60934N401	52033	52032798	PRN		SOLE	
FEDRTD TFOF INST SHS		60934N401	323	323110	PRN		DEFINED	
TOTAL FOR PAGE 9			59181	52561396				

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OT MAN
FEDRTD TFOF SRVC SHS		60934N880	5276	5276405	PRN		SOLE	
MONSANTO CO NEW	COM	61166W101	35	465	SH		SOLE	
MORGAN STANLEY	COM NEW	617446448	62	2165	SH		SOLE	
MOSAIC CO	COM	61945A107	26	580	SH		SOLE	
NBT BANCORP INC	COM	628778102	17	780	SH		SOLE	
NTT DOCOMO INC	SPONS ADR	62942M201	252	17350	SH		SOLE	
NALCO HOLDING COMPANY	COM	62985Q101	59	3500	SH		SOLE	
NATIONAL CINEMEDIA INC	COM	635309107	26	1900	SH		SOLE	
NATIONAL FUEL GAS CO N J	COM	636180101	163	4530	SH		SOLE	
NATIONAL OILWELL VARCO INC	COM	637071101	18	565	SH		SOLE	
NAVISTAR INTL CORP NEW	COM	63934E108	23	520	SH		SOLE	
NESTLE S A	SPONSORED ADR	641069406	391	10388	SH		SOLE	
NETFLIX INC	COM	64110L106	25	610	SH		SOLE	
NEUSTAR INC	CL A	64126X201	91	4089	SH		SOLE	
NEWS CORP	CL A	65248E104	263	28900	SH		SOLE	
NIDEC CORP	SPONSORED ADR	654090109	298	19721	SH		SOLE	
NIKE INC	CL B	654106103	315	6080	SH		SOLE	
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	91	24635	SH		SOLE	
NOBLE ENERGY INC	COM	655044105	106	1800	SH		SOLE	
NORFOLK SOUTHERN CORP	COM	655844108	26	695	SH		SOLE	
NORTHROP GRUMMAN CORP	COM	666807102	19	425	SH		SOLE	
NOVARTIS A G	SPONSORED ADR	66987V109	237	5817	SH		SOLE	
NOVO-NORDISK A/S (VORMALS	NOVO INDUSTRI A/S)	670100205	391	7188	SH		SOLE	
NUVEEN PREM INCOME MUN FD 4	PFD AUC RATE W	6706K4709	125	5	SH		SOLE	
NUVEEN PREM INCOME MUN FD	PFD REMARKET D	67062T506	50	2	SH		SOLE	
OSI PHARMACEUTICALS INC	COM	671040103	25	875	SH		SOLE	
OCCIDENTAL PETE CORP DEL	COM	674599105	67	1025	SH		SOLE	
OIL CO LUKOIL	SPONSORED ADR	677862104	179	3839	SH		SOLE	
OMNICARE INC	COM	681904108	847	32890	SH		SOLE	
OMNICARE INC	COM	681904108	5	210	SH		DEFINED	
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	44	3739	SH		SOLE	
ORACLE CORP	COM	68389X105	5	220	SH		SOLE	
P F CHANGS CHINA BISTRO INC	COM	69333Y108	72	2246	SH		SOLE	
TOTAL FOR PAGE 10			9629	5464159				

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FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	OT MAN
PNC FINL SVCS GROUP INC	COM	693475105	120	3090	SH		SOLE	
POSCO	SPONSORED ADR	693483109	183	2219	SH		SOLE	
PACKAGING CORP AMER	COM	695156109	168	10405	SH		SOLE	
PACTIV CORP	COM	695257105	843	38870	SH		SOLE	
PACTIV CORP	COM	695257105	5	240	SH		DEFINED	
PEETS COFFEE & TEA INC	COM	705560100	158	6279	SH		SOLE	
PEPSICO INC	COM	713448108	213	3880	SH		SOLE	
PT TELEKOMUNIKASI INDONESIA	(PERSERO) TBK	715684106	53	1775	SH		SOLE	
PETROCHINA CO LTD	SPONSORED ADR	71646E100	104	943	SH		SOLE	
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V101	257	7714	SH		SOLE	
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	95	1914	SH		SOLE	
PIKE ELEC CORP	COM	721283109	16	1300	SH		SOLE	
PITNEY BOWES INC	COM	724479100	141	6445	SH		SOLE	
POLYCOM INC	COM	73172K104	97	4795	SH		SOLE	
POLYPORE INTL INC	COM	73179V103	115	10310	SH		SOLE	
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	17	730	SH		SOLE	
PRAXAIR INC	COM	74005P104	28	400	SH		SOLE	
PROCTER & GAMBLE CO	COM	742718109	104	2030	SH		SOLE	
PRUDENTIAL FINL INC	COM	744320102	40	1070	SH		SOLE	
PRUDENTIAL PLC	ADR	74435K204	318	23268	SH		SOLE	
QLOGIC CORP	COM	747277101	105	8300	SH		SOLE	
QUALCOMM INC	COM	747525103	213	4715	SH		SOLE	
QUALITY SYS INC	COM	747582104	121	2130	SH		SOLE	
QUEST DIAGNOSTICS INC	COM	74834L100	563	9980	SH		SOLE	
RAYTHEON CO	COM NEW	755111507	858	19320	SH		SOLE	
RAYTHEON CO	COM NEW	755111507	5	120	SH		DEFINED	
RED HAT INC	COM	756577102	983	48840	SH		SOLE	
RED HAT INC	COM	756577102	6	280	SH		DEFINED	
REGIS CORP MINN	COM	758932107	18	1050	SH		SOLE	
RENASANT CORP	COM	75970E107	17	1150	SH		SOLE	
RENT A CTR INC NEW	COM	76009N100	23	1300	SH		SOLE	
REPUBLIC SVCS INC	COM	760759100	434	17768	SH		SOLE	
ROCHE HLDG LTD	SPONSORED ADR	771195104	329	9694	SH		SOLE	
TOTAL FOR PAGE 11			6750	252324				

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	OT MAN
ROCK-TENN CO	CL A	772739207	26	680	SH		SOLE	
ROSS STORES INC	COM	778296103	895	23190	SH		SOLE	
ROSS STORES INC	COM	778296103	5	140	SH		DEFINED	
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	137	2695	SH		SOLE	
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	279	9822	SH		SOLE	

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SAIC INC	COM	78390X101	984	53065	SH	SOLE
SAIC INC	COM	78390X101	5	260	SH	DEFINED
SK TELECOM LTD	SPONSORED ADR	78440P108	424	27990	SH	SOLE
SPDR TR	UNIT SER 1	78462F103	31	340	SH	SOLE
SPDR GOLD TRUST	GOLD SHS	78463V107	6	61	SH	SOLE
SWS GROUP INC	COM	78503N107	13	900	SH	SOLE
ST JUDE MED INC	COM	790849103	29	705	SH	SOLE
SANDVIK AB	ADR	800212201	184	24971	SH	SOLE
SASOL LTD	SPONSORED ADR	803866300	82	2350	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	20	370	SH	SOLE
SEACOR HOLDINGS INC	COM	811904101	13	175	SH	SOLE
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	144	2828	SH	SOLE
AIM STIC LAP - PRIVATE		825251796	570	569573	PRN	SOLE
AIM STIC LAP INST		825251820	32363	32363449	PRN	SOLE
AIM STIC LAP INST		825251820	44	44436	PRN	DEFINED
AIM TREAS PRIV		825252109	191	190804	PRN	SOLE
AIM TREAS INS		825252406	18988	18987903	PRN	SOLE
SIEMENS A G	SPONSORED ADR	826197501	270	3909	SH	SOLE
SIGNATURE BK NEW YORK N Y	COM	82669G104	52	1917	SH	SOLE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	77	12416	SH	SOLE
SOCIEDAD QUIMICA Y MINERA	DE CHILE SA	833635105	297	8213	SH	SOLE
SONOCO PRODS CO	COM	835495102	158	6585	SH	SOLE
SOUTHERN CO	COM	842587107	148	4755	SH	SOLE
SOUTHERN COPPER CORP	COM	84265V105	30	1486	SH	SOLE
SOUTHWEST GAS CORP	COM	844895102	23	1050	SH	SOLE
SOUTHWESTERN ENERGY CO	COM	845467109	20	515	SH	SOLE
STAGE STORES INC	COM NEW	85254C305	15	1350	SH	SOLE
STATE STR CORP	COM	857477103	3	70	SH	SOLE
TOTAL FOR PAGE 12			56526	52348973		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OT MAN
STRAYER ED INC	COM	863236105	1026	4706	SH		SOLE	
STRAYER ED INC	COM	863236105	4	20	SH		DEFINED	
STRYKER CORP	COM	863667101	3	80	SH		SOLE	
SUNRISE SENIOR LIVING INC.	COM	86768K106	4	2200	SH		SOLE	
SVENSKA CELLULOSA AKTIEBOLAG	SPONSORED ADR	869587402	169	16155	SH		SOLE	
SYMMETRICOM INC	COM	871543104	21	3600	SH		SOLE	
SYNGENTA AG	SPONSORED ADR	87160A100	259	5560	SH		SOLE	
SYNOPSIS INC	COM	871607107	67	3430	SH		SOLE	
SYNIVERSE HLDGS INC	COM	87163F106	30	1880	SH		SOLE	
TD AMERITRADE HLDG CORP	COM	87236Y108	832	47420	SH		SOLE	
TD AMERITRADE HLDG CORP	COM	87236Y108	5	290	SH		DEFINED	
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	522	55472	SH		SOLE	
TALEO CORP	CL A	87424N104	203	11125	SH		SOLE	
TELEFONICA S A	SPONSORED ADR	879382208	294	4338	SH		SOLE	
TENNECO INC	COM	880349105	179	16860	SH		SOLE	
TESCO PLC	SPONSORED ADR	881575302	245	14054	SH		SOLE	

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TESORO CORP	COM	881609101	18	1420	SH	SOLE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	756	15320	SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	324	7950	SH	SOLE
TIMBERLAND CO	CL A	887100105	23	1750	SH	SOLE
TORONTO DOMINION BK ONT	COM NEW	891160509	341	6600	SH	SOLE
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	83	3250	SH	SOLE
TREDEGAR CORP	COM	894650100	26	1980	SH	SOLE
TRICO BANCSHARES	COM	896095106	16	1050	SH	SOLE
TRUEBLUE INC	COM	89785X101	19	2250	SH	SOLE
TUPPERWARE BRANDS CORP	COM	899896104	166	6380	SH	SOLE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	137	9862	SH	SOLE
US BANCORP DEL	COM NEW	902973304	144	8045	SH	SOLE
UNIFIRST CORP MASS	COM	904708104	9	250	SH	SOLE
UNILEVER N V	N Y SHS NEW	904784709	164	6775	SH	SOLE
UNISOURCE ENERGY CORP	COM	909205106	10	370	SH	SOLE
UNITED OVERSEAS BK LTD	SPONSORED ADR	911271302	338	16650	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	3	60	SH	SOLE
TOTAL FOR PAGE 13			6440	277152		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OT MAN
VALEANT PHARMACEUTICALS INTL	COM	91911X104	24	920	SH		SOLE	
VALE S A		91912E105	209	11862	SH		SOLE	
VALERO ENERGY CORP NEW	COM	91913Y100	68	4000	SH		SOLE	
VALUECLICK INC	COM	92046N102	181	17201	SH		SOLE	
VARIAN MED SYS INC	COM	92220P105	784	22320	SH		SOLE	
VARIAN MED SYS INC	COM	92220P105	6	160	SH		DEFINED	
VERIZON COMMUNICATIONS INC	COM	92343V104	182	5920	SH		SOLE	
VIACOM INC NEW	CL B	92553P201	493	21700	SH		SOLE	
VIVO PARTICIPACOE S A	SPON ADR PFD NEW	92855S200	51	2679	SH		SOLE	
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	179	9180	SH		SOLE	
WSFS FINL CORP	COM	929328102	7	260	SH		SOLE	
WAL MART DE MEXICO S A B DE	SPON ADR REP V	93114W107	233	7878	SH		SOLE	
WAL MART STORES INC	COM	931142103	907	18730	SH		SOLE	
WAL MART STORES INC	COM	931142103	6	120	SH		DEFINED	
WATERS CORP	COM	941848103	3	60	SH		SOLE	
WATSON PHARMACEUTICALS INC	COM	942683103	106	3155	SH		SOLE	
WELLPOINT INC	COM	94973V107	192	3775	SH		SOLE	
WELLS FARGO & CO NEW	COM	949746101	192	7935	SH		SOLE	
WESCO INTL INC	COM	95082P105	226	9025	SH		SOLE	
WESTERN UN CO	COM	959802109	219	13350	SH		SOLE	
WILLIAMS SONOMA INC	COM	969904101	57	4780	SH		SOLE	
WINTRUST FINANCIAL CORP	COM	97650W108	99	6169	SH		SOLE	
WOODSIDE PETE LTD	SPONSORED ADR	980228308	166	4759	SH		SOLE	
WORTHINGTON INDS INC	COM	981811102	134	10485	SH		SOLE	
WYETH	COM	983024100	54	1200	SH		SOLE	
TOTAL FOR PAGE 4			4778	187623				

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