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REGIONS FINANCIAL CORP  
Form 13F-HR  
May 11, 2004

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

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: March 31, 2004

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                      May 11, 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: 795

Form 13F Information Table Value Total: \$1,555,830 (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	280	6,560
ACE LTD ADR	ORD	G0070K103	10	240
AMDOCS LTD ORD ADR	ORD	G02602103	271	9,770
AMDOCS LTD ORD ADR	ORD	G02602103	10	350
XCELERA INC COM ADR	COM	G31611109	39	18,036
GLOBALSANTAFE CORPORATION ADR	SHS	G3930E101	5,670	204,195
GLOBALSANTAFE CORPORATION ADR	SHS	G3930E101	442	15,900
INGERSOLL-RAND CO LTD CL A ADR	CL A	G4776G101	5,357	79,187
INGERSOLL-RAND CO LTD CL A ADR	CL A	G4776G101	519	7,679
NABORS INDUSTRIES LTD	SHS	G6359F103	250	5,456
NABORS INDUSTRIES LTD	SHS	G6359F103	20	440
WILLIS GROUP HLDGS LTD	SHS	G96655108	297	7,980
XL CAP LTD ADR SEDOL 2283401	CL A	G98255105	251	3,300
FLEXTRONICS INTL ADR	ORD	Y2573F102	2,412	141,158
AFLAC INC	COM	001055102	9,098	226,656
AFLAC INC	COM	001055102	1,653	41,173
AGL RES INC	COM	001204106	43	1,483
AGL RES INC	COM	001204106	423	14,572
AT & T WIRELESS SERVICES INC	COM	00209A106	173	12,709
AT & T WIRELESS SERVICES INC	COM	00209A106	46	3,404
ABBOTT LABORATORIES	COM	002824100	9,785	238,067
ABBOTT LABORATORIES	COM	002824100	1,571	38,220
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	3,008	88,890
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	195	5,750
ABERDEEN ASIA PAC PRIME INC	COM	003009107	164	25,000
AEGON N V ADR	ORD AMER REG	007924103	199	15,458
AEGON N V ADR	ORD AMER REG	007924103	290	22,593
AFFILIATED COMPUTER SVCS INC	CL A	008190100	774	14,912
AFFILIATED COMPUTER SVCS INC	CL A	008190100	9	170
AIR PRODUCTS & CHEMICALS INC	COM	009158106	288	5,746
AIR PRODUCTS & CHEMICALS INC	COM	009158106	53	1,065
AKZO NOBEL N. V. ADR	SPONSORED ADR	010199305	332	8,971
ALABAMA NATL BANCORPORATION DEL	COM	010317105	354	6,376
ALABAMA NATL BANCORPORATION DEL	COM	010317105	28	500
ALCOA INC	COM	013817101	1,180	34,003
ALCOA INC	COM	013817101	305	8,785
ALCATEL ADR	SPONSORED ADR	013904305	167	10,550
ALFA CORP	COM	015385107	549	40,316

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ALFA CORP	COM	015385107	19	1,396
ALLERGAN INC	COM	018490102	295	3,509
ALLERGAN INC	COM	018490102	20	234
ALLIED CAP CORP NEW	COM	01903Q108	241	7,970
ALLIED CAP CORP NEW	COM	01903Q108	70	2,302
ALLSTATE CORP	COM	020002101	3,084	67,836
ALLSTATE CORP	COM	020002101	378	8,312
ALLTEL CORP	COM	020039103	927	18,576
ALLTEL CORP	COM	020039103	364	7,297
ALTRIA GROUP INC	COM	02209S103	8,591	157,770
ALTRIA GROUP INC	COM	02209S103	2,764	50,754
AMAZON COM INC	COM	023135106	546	12,616
AMAZON COM INC	COM	023135106	16	372
AMBAC FINANCIAL GROUP INC	COM	023139108	273	3,700
AMBAC FINANCIAL GROUP INC	COM	023139108	7	100
AMEREN CORP	COM	023608102	153	3,311
AMEREN CORP	COM	023608102	74	1,600
AMERICAN ELECTRIC POWER INC	COM	025537101	376	11,435
AMERICAN ELECTRIC POWER INC	COM	025537101	12	377
AMERICAN EXPRESS CO	COM	025816109	7,025	135,479
AMERICAN EXPRESS CO	COM	025816109	2,735	52,747
AMERICAN INTL GROUP INC	COM	026874107	15,868	222,404
AMERICAN INTL GROUP INC	COM	026874107	3,096	43,395
AMGEN INC	COM	031162100	4,698	80,783
AMGEN INC	COM	031162100	812	13,966
AMSOUTH BANCORPORATION	COM	032165102	10,185	433,230
AMSOUTH BANCORPORATION	COM	032165102	7,181	305,437
ANADARKO PETE CORP	COM	032511107	1,657	31,961
ANADARKO PETE CORP	COM	032511107	109	2,101
ANHEUSER BUSCH COS INC	COM	035229103	6,330	124,115
ANHEUSER BUSCH COS INC	COM	035229103	756	14,828
AON CORP	COM	037389103	1,411	50,550
APACHE CORP	COM	037411105	5,729	132,709
APACHE CORP	COM	037411105	265	6,135
APPLIED MATLS INC	COM	038222105	5,412	253,705
APPLIED MATLS INC	COM	038222105	559	26,220
ARCHER DANIELS MIDLAND CO	COM	039483102	691	40,958
ARCHER DANIELS MIDLAND CO	COM	039483102	62	3,650
ASTRAZENECA PLC	SPONSORED ADR	046353108	271	5,800
ATMOS ENERGY CORP	COM	049560105	212	8,296
AUBURN NATIONAL BANCORPORATION	COM	050473107	134	6,250
AUBURN NATIONAL BANCORPORATION	COM	050473107	465	21,650
AUTOMATIC DATA PROCESSING INC	COM	053015103	1,168	27,804
AUTOMATIC DATA PROCESSING INC	COM	053015103	470	11,179
AUTOZONE INC	COM	053332102	257	2,988
AUTOZONE INC	COM	053332102	95	1,100
AVANT IMMUNOTHERAPEUTICS INC	COM	053491106	35	13,459
AVENTIS	SPONSORED ADR	053561106	163	2,116
AVENTIS	SPONSORED ADR	053561106	142	1,850
AVERY DENNISON CORP	COM	053611109	218	3,499
AVERY DENNISON CORP	COM	053611109	62	1,000
AVOCENT CORP	COM	053893103	4,631	125,695
AVOCENT CORP	COM	053893103	31	843
AVON PRODS INC	COM	054303102	707	9,321
BP PLC ADR	SPONSORED ADR	055622104	10,983	214,507
BP PLC ADR	SPONSORED ADR	055622104	3,900	76,172
BANCO BILBAO VIZCAYA S.A. ADR	SPONSORED ADR	05946K101	169	12,712
BANCORPSOUTH INC	COM	059692103	60	2,763
BANCORPSOUTH INC	COM	059692103	219	10,000
BANCTRUST FINANCIAL GP	COM	05978R107	106	6,075
BANCTRUST FINANCIAL GP	COM	05978R107	183	10,455
BANK AMER CORP	COM	060505104	13,531	167,086

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BANK AMER CORP	COM	060505104	24,987	308,552
BANK NEW YORK INC	COM	064057102	1,277	40,537
BANK NEW YORK INC	COM	064057102	157	4,970
BANK ONE CORP	COM	06423A103	1,671	30,658
BANK ONE CORP	COM	06423A103	85	1,550
BARRICK GOLD CORP ADR	COM	067901108	1,564	65,789
BARRICK GOLD CORP ADR	COM	067901108	73	3,080
BARR PHARMACEUTICALS INC	COM	068306109	395	8,591
BARR PHARMACEUTICALS INC	COM	068306109	9	205
BAXTER INTERNATIONAL INC	COM	071813109	866	28,021
BAXTER INTERNATIONAL INC	COM	071813109	474	15,360
BECKMAN COULTER INC	COM	075811109	226	4,140
BECKMAN COULTER INC	COM	075811109	8	150
BECTON DICKINSON & CO	COM	075887109	535	11,035
BECTON DICKINSON & CO	COM	075887109	49	1,008
BED BATH & BEYOND INC	COM	075896100	1,135	27,081
BED BATH & BEYOND INC	COM	075896100	311	7,428
BELLSOUTH CORP	COM	079860102	6,386	230,610
BELLSOUTH CORP	COM	079860102	2,838	102,480
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	1,586	17
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	2,053	22
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	4,495	1,445
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	1,260	405
BEST BUY INC	COM	086516101	2,130	41,190
BEST BUY INC	COM	086516101	72	1,400
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	13	1,500
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	911	109,054
BIOGEN IDEC INC	COM	09062X103	176	3,169
BIOGEN IDEC INC	COM	09062X103	55	981
BLACK & DECKER MFG CO	COM	091797100	343	6,031
BLACK & DECKER MFG CO	COM	091797100	9	165
BLACKROCK INSD MUN TERM TR INC	COM	092474105	290	25,000
BLACKROCK INSD MUN INCOME TR	COM	092479104	289	19,500
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	227	15,000
BLACKROCK MUNI 2020 TER TRS	COM SHS	09249X109	456	30,000
BLOCK H & R INC	COM	093671105	293	5,739
BLOCK H & R INC	COM	093671105	254	4,980
BLOUNT INTL INC NEW	COM	095180105	419	41,851
BOEING CO	COM	097023105	3,136	76,369
BOEING CO	COM	097023105	189	4,611
BOSTON PPTYS INC COM (REIT)	COM	101121101	240	4,427
BRIGGS & STRATTON CORP	COM	109043109	70	1,037
BRIGGS & STRATTON CORP	COM	109043109	162	2,400
BRISTOL MYERS SQUIBB CO	COM	110122108	12,015	495,868
BRISTOL MYERS SQUIBB CO	COM	110122108	4,118	169,940
BROWN FORMAN CORP CL B	CL B	115637209	95	2,000
BROWN FORMAN CORP CL B	CL B	115637209	172	3,600
BUCKEYE PARTNERS LP UNITS	UNIT LTD PARTN	118230101	91	2,100
BUCKEYE PARTNERS LP UNITS	UNIT LTD PARTN	118230101	233	5,400
BUCKEYE TECHNOLOGIES INC	COM	118255108	114	10,980
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	2,969	94,268
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	189	6,006
BURLINGTON RESOURCES INC	COM	122014103	3,601	56,588
BURLINGTON RESOURCES INC	COM	122014103	387	6,080
CIGNA CORP	COM	125509109	1,110	18,810
CIGNA CORP	COM	125509109	130	2,196
CVS CORPORATION (DEL)	COM	126650100	5,059	143,303
CVS CORPORATION (DEL)	COM	126650100	674	19,089
CAMPBELL SOUP CO	COM	134429109	218	8,000
CAMPBELL SOUP CO	COM	134429109	71	2,600
CAPITAL ONE FINL CORP	COM	14040H105	302	3,999
CARDINAL HEALTH INC	COM	14149Y108	2,933	42,576

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CARDINAL HEALTH INC	COM	14149Y108	212	3,081
CATERPILLAR INC	COM	149123101	1,726	21,825
CATERPILLAR INC	COM	149123101	356	4,500
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	612	17,500
CENDANT CORP	COM	151313103	232	9,520
CENDANT CORP	COM	151313103	61	2,500
CENTERPOINT ENERGY INC	COM	15189T107	126	11,000
CENTERPOINT ENERGY INC	COM	15189T107	89	7,794
CENTURYTEL INC	COM	156700106	1,075	39,098
CENTURYTEL INC	COM	156700106	22	800
CHEVRON TEXACO CORP	COM	166764100	10,248	116,749
CHEVRON TEXACO CORP	COM	166764100	4,157	47,362
CINERGY CORP	COM	172474108	328	8,026
CINERGY CORP	COM	172474108	485	11,850
CISCO SYS INC	COM	17275R102	10,649	451,799
CISCO SYS INC	COM	17275R102	2,447	103,830
CITIGROUP INC	COM	172967101	14,402	278,564
CITIGROUP INC	COM	172967101	6,046	116,941
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	4,787	113,028
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	350	8,265
CLOROX CO	COM	189054109	1,924	39,334
CLOROX CO	COM	189054109	450	9,194
COACH INC	COM	189754104	513	12,519
COACH INC	COM	189754104	28	679
COCA COLA CO	COM	191216100	40,918	813,470
COCA COLA CO	COM	191216100	32,989	655,845
COCA COLA ENTERPRISES INC	COM	191219104	3	133
COCA COLA ENTERPRISES INC	COM	191219104	4,753	196,660
COEUR D ALENE MINES CORP IDAHO	COM	192108108	84	12,000
COLGATE PALMOLIVE CO	COM	194162103	6,199	112,496
COLGATE PALMOLIVE CO	COM	194162103	15,141	274,783
COLONIAL BANCGROUP INC	COM	195493309	169	9,146
COLONIAL BANCGROUP INC	COM	195493309	88	4,745
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	63	1,550
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	277	6,800
COMCAST CORP NEW CL A	CL A	20030N101	737	25,631
COMCAST CORP NEW CL A	CL A	20030N101	390	13,571
COMCAST CORP NEW	CL A SPL	20030N200	5,822	209,058
COMCAST CORP NEW	CL A SPL	20030N200	696	24,975
COMPASS BANCSHARES, INC.	COM	20449H109	2,440	58,838
COMPASS BANCSHARES, INC.	COM	20449H109	4,725	113,943
COMSTOCK RESOURCES INC	COM NEW	205768203	313	15,750
CONAGRA FOODS INC COM	COM	205887102	1,753	65,085
CONAGRA FOODS INC COM	COM	205887102	804	29,862
CONCURRENT COMPUTER CORP NEW	COM	206710204	52	15,000
CONOCO/PHILLIPS	COM	20825C104	9,313	133,406
CONOCO/PHILLIPS	COM	20825C104	1,320	18,904
CONSOLIDATED EDISON INC	COM	209115104	122	2,776
CONSOLIDATED EDISON INC	COM	209115104	205	4,650
COOPER CAMERON CORP	COM	216640102	312	7,080
COOPER CAMERON CORP	COM	216640102	25	560
COSTCO WHSL CORP	COM	22160K105	218	5,795
COSTCO WHSL CORP	COM	22160K105	90	2,385
COX COMMUNICATIONS INC NEW	CL A	224044107	26,547	840,082
DNP SELECT INCOME FD	COM	23325P104	2,826	247,900
DNP SELECT INCOME FD	COM	23325P104	525	46,035
DTE ENERGY CO	COM	233331107	271	6,588
DTE ENERGY CO	COM	233331107	50	1,225
DEERE & CO	COM	244199105	312	4,499
DEERE & CO	COM	244199105	166	2,400
DEL MONTE FOODS CO	COM	24522P103	150	13,328
DEL MONTE FOODS CO	COM	24522P103	19	1,694

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DELL INC	COM	24702R101	5,968	177,521
DELL INC	COM	24702R101	514	15,281
DELPHI CORP	COM	247126105	275	27,653
DELPHI CORP	COM	247126105	24	2,457
DELTIC TIMBER CORP	COM	247850100	1,899	53,528
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	247	13,681
DEVON ENERGY CORPORATION NEW	COM	25179M103	402	6,912
DEVON ENERGY CORPORATION NEW	COM	25179M103	2	30
DIAMONDS TR	UNIT SER 1	252787106	245	2,353
DIAMONDS TR	UNIT SER 1	252787106	69	660
WALT DISNEY COMPANY	COM DISNEY	254687106	3,349	134,011
WALT DISNEY COMPANY	COM DISNEY	254687106	1,155	46,234
DOMINION RES INC VA NEW	COM	25746U109	965	15,010
DOMINION RES INC VA NEW	COM	25746U109	210	3,268
DOVER CORP	COM	260003108	415	10,696
DOVER CORP	COM	260003108	148	3,805
DOW CHEM CO COM	COM	260543103	744	18,480
DOW CHEM CO COM	COM	260543103	436	10,812
DREYFUS STRATEGIC MUNS INC	COM	261932107	480	50,000
DREYFUS STRATEGIC MUNS INC	COM	261932107	33	3,400
DREYFUS STRATEGIC MUN BD FD INC	COM	26202F107	470	51,548
DU PONT E I DE NEMOURS & CO	COM	263534109	8,373	198,328
DU PONT E I DE NEMOURS & CO	COM	263534109	2,599	61,547
DUKE ENERGY CORP	COM	264399106	1,347	59,621
DUKE ENERGY CORP	COM	264399106	652	28,855
DUN & BRADSTREET CORP DEL NE	COM	26483E100	227	4,245
DUN & BRADSTREET CORP DEL NE	COM	26483E100	21	400
DURECT CORP	COM	266605104	170	50,281
E M C CORP MASS	COM	268648102	1,059	77,804
E M C CORP MASS	COM	268648102	435	31,949
E TRADE FINL CORP	COM	269246104	281	21,050
E TRADE FINL CORP	COM	269246104	3	250
EASTMAN CHEM CO	COM	277432100	270	6,334
EASTMAN CHEM CO	COM	277432100	67	1,565
EATON CORP	COM	278058102	517	9,199
EATON CORP	COM	278058102	22	390
EATON VANCE MUNI INCOME TR FD	SH BEN INT	27826U108	585	35,732
EATON VANCE INS MUN BD FD	COM	27827X101	292	20,000
EBAY INC	COM	278642103	536	7,738
EBAY INC	COM	278642103	306	4,418
ECOLAB INC	COM	278865100	233	8,171
ECOLAB INC	COM	278865100	2	70
EL PASO CORP	COM	28336L109	99	13,995
EL PASO CORP	COM	28336L109	63	8,897
ELECTRONIC ARTS	COM	285512109	145	2,700
ELECTRONIC ARTS	COM	285512109	349	6,500
ELECTRONIC DATA SYS CORP NEW	COM	285661104	579	29,937
ELECTRONIC DATA SYS CORP NEW	COM	285661104	189	9,768
EMERSON ELECTRIC CO	COM	291011104	4,672	77,977
EMERSON ELECTRIC CO	COM	291011104	1,167	19,475
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	115	2,250
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	102	2,000
ENERGEN CORP	COM	29265N108	237	5,749
ENERGEN CORP	COM	29265N108	268	6,500
ENERGYSOUTH INC	COM	292970100	1,561	44,727
ENERGYSOUTH INC	COM	292970100	105	3,000
THE ENSTAR GROUP INC	COM	29358R107	876	19,500
ENTERASYS NETWORKS INC	COM	293637104	28	11,032
ENTERGY CORP	COM	29364G103	355	5,964
ENTERGY CORP	COM	29364G103	65	1,100
EXELON CORP	COM	30161N101	802	11,643
EXELON CORP	COM	30161N101	139	2,019

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EXXON MOBIL CORP	COM	30231G102	46,249	1,112,015
EXXON MOBIL CORP	COM	30231G102	16,504	396,825
FPL GROUP INC	COM	302571104	2,117	31,665
FPL GROUP INC	COM	302571104	140	2,100
FAMILY DOLLAR STORES INC	COM	307000109	1,382	38,456
FAMILY DOLLAR STORES INC	COM	307000109	173	4,800
FREDDIE MAC	COM	313400301	675	11,433
FREDDIE MAC	COM	313400301	113	1,910
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	3,115	41,900
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	1,292	17,375
FEDERAL REALTY INV TR (REIT)	SH BEN INT NEW	313747206	369	7,988
FEDERATED DEPT STORES INC NEW	COM	31410H101	318	5,876
FEDERATED DEPT STORES INC NEW	COM	31410H101	12	225
FEDEX CORP	COM	31428X106	7,364	97,973
FEDEX CORP	COM	31428X106	599	7,975
FIRST DATA CORP	COM	319963104	2,977	70,617
FIRST DATA CORP	COM	319963104	494	11,709
FIRST TENNESSEE NATIONAL CORP	COM	337162101	2,727	57,168
FIRST TENNESSEE NATIONAL CORP	COM	337162101	516	10,825
FIRSTENERGY CORP	COM	337932107	439	11,223
FIRSTENERGY CORP	COM	337932107	7	190
FLEETBOSTON FINL CORP	COM	339030108	935	20,834
FLEETBOSTON FINL CORP	COM	339030108	144	3,202
FORD MTR CO DEL	COM PAR \$0.01	345370860	213	15,704
FORD MTR CO DEL	COM PAR \$0.01	345370860	153	11,301
FOREST LABS INC	COM	345838106	10,057	140,423
FOREST LABS INC	COM	345838106	456	6,365
FORTUNE BRANDS INC	COM	349631101	690	9,006
FORTUNE BRANDS INC	COM	349631101	138	1,800
FRANKLIN RES INC	COM	354613101	2,014	36,163
FRANKLIN RES INC	COM	354613101	67	1,200
GALLAGHER ARTHUR J & CO	COM	363576109	413	12,674
GALLAGHER ARTHUR J & CO	COM	363576109	42	1,300
GANNETT INC	COM	364730101	1,790	20,307
GANNETT INC	COM	364730101	1,619	18,367
GAP INC	COM	364760108	4,928	224,831
GAP INC	COM	364760108	510	23,245
GENENTECH INC	COM NEW	368710406	861	8,137
GENENTECH INC	COM NEW	368710406	302	2,852
GENERAL DYNAMICS CORP	COM	369550108	1,693	18,954
GENERAL DYNAMICS CORP	COM	369550108	35	390
GENERAL ELECTRIC CO	COM	369604103	33,701	1,104,243
GENERAL ELECTRIC CO	COM	369604103	18,039	591,065
GENERAL MILLS INC	COM	370334104	5,424	116,200
GENERAL MILLS INC	COM	370334104	889	19,054
GENERAL MOTORS CORP	COM	370442105	2,505	53,185
GENERAL MOTORS CORP	COM	370442105	662	14,056
GENUINE PARTS CO	COM	372460105	1,436	43,901
GENUINE PARTS CO	COM	372460105	664	20,301
GEORGIA PAC CORP	COM	373298108	3,316	98,415
GEORGIA PAC CORP	COM	373298108	3	100
GILLETTE CO	COM	375766102	4,734	121,074
GILLETTE CO	COM	375766102	2,245	57,425
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	558	13,958
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	140	3,500
GOLDEN WEST FINL CORP DEL	COM	381317106	330	2,951
GOLDEN WEST FINL CORP DEL	COM	381317106	13	115
GOLDMAN SACHS GROUP INC	COM	38141G104	476	4,562
GOLDMAN SACHS GROUP INC	COM	38141G104	31	300
GOODRICH CORP	COM	382388106	380	13,550
GOODRICH CORP	COM	382388106	39	1,400
GRAINGER W W INC	COM	384802104	240	5,000

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GREAT PLAINS ENERGY INC	COM	391164100	79	2,330
GREAT PLAINS ENERGY INC	COM	391164100	142	4,200
HCA-INC	COM	404119109	775	19,073
HSBC HLDGS PLC	SPON ADR NEW	404280406	308	4,113
HSBC HLDGS PLC	SPON ADR NEW	404280406	277	3,705
HARLEY DAVIDSON INC	COM	412822108	660	12,373
HARLEY DAVIDSON INC	COM	412822108	21	398
HARTFORD FINL SVCS GROUP INC	COM	416515104	224	3,510
HEALTH NET INC	COM	42222G108	260	10,442
HEALTH NET INC	COM	42222G108	6	245
HEINZ H J CO	COM	423074103	1,582	42,411
HEINZ H J CO	COM	423074103	315	8,445
HERSHEY FOODS CORP	COM	427866108	591	7,135
HERSHEY FOODS CORP	COM	427866108	141	1,700
HEWLETT PACKARD CO	COM	428236103	3,733	163,455
HEWLETT PACKARD CO	COM	428236103	1,062	46,491
HIBERNIA CORP	CL A	428656102	651	27,712
HILTON HOTELS	COM	432848109	1,328	81,739
HITACHI LTD	ADR 10 COM	433578507	222	2,864
HOME DEPOT INC	COM	437076102	4,764	127,527
HOME DEPOT INC	COM	437076102	1,286	34,429
HONEYWELL INTERNATIONAL INC	COM	438516106	672	19,863
HONEYWELL INTERNATIONAL INC	COM	438516106	407	12,031
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	33	1,500
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	220	10,000
HUMANA INC	COM	444859102	255	13,412
HUMANA INC	COM	444859102	9	450
ILLINOIS TOOL WKS INC	COM	452308109	460	5,808
ILLINOIS TOOL WKS INC	COM	452308109	4	50
ILLUMINA INC	COM	452327109	75	10,000
INTEL CORP	COM	458140100	15,715	577,743
INTEL CORP	COM	458140100	5,417	199,139
INTERACTIVECORP	COM	45840Q101	251	7,934
INTNL BUSINESS MACHINES CORP	COM	459200101	12,338	134,343
INTNL BUSINESS MACHINES CORP	COM	459200101	4,468	48,649
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	1,656	36,827
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	29	642
INTERNATIONAL PAPER CO	COM	460146103	6,213	147,029
INTERNATIONAL PAPER CO	COM	460146103	1,494	35,360
ISHARES INC	MSCI JAPAN	464286848	119	10,959
ISHARES INC	MSCI JAPAN	464286848	115	10,600
ISHARES TR	DJ SEL DIV INX	464287168	343	6,200
ISHARES TR	S&P 500 INDEX	464287200	136	1,200
ISHARES TR	S&P 500 INDEX	464287200	69	605
ISHARES TR	MSCI EAFE IDX	464287465	239	1,685
ISHARES TR	MSCI EAFE IDX	464287465	14	100
ISHARES TR	DJ US UTILS	464287697	156	2,600
ISHARES TR	DL US UTILS	464287697	130	2,163
ISHARES TR	S&P SMLCP VALU	464287879	182	1,700
ISHARES TR	S&P SMLCP VALU	464287879	160	1,500
JP MORGAN CHASE & CO	COM	46625H100	4,353	103,778
JP MORGAN CHASE & CO	COM	46625H100	1,381	32,918
JEFFERSON PILOT CORP	COM	475070108	4,158	75,587
JEFFERSON PILOT CORP	COM	475070108	5,484	99,689
JOHNSON & JOHNSON	COM	478160104	17,938	353,665
JOHNSON & JOHNSON	COM	478160104	5,497	108,370
KLA - TENCOR CORPORATION	COM	482480100	844	16,777
KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	222	4,140
KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	32	600
KELLOGG CO	COM	487836108	555	14,150
KELLOGG CO	COM	487836108	471	12,000
KEYCORP NEW	COM	493267108	1,236	40,821



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KEYCORP NEW	COM	493267108	126	4,150
KIMBERLY CLARK CORP	COM	494368103	4,306	68,242
KIMBERLY CLARK CORP	COM	494368103	2,526	40,038
KINDER MORGAN EGY PTNS L P	UT LTD PARTNER	494550106	398	8,823
KINDER MORGAN EGY PTNS L P	UT LTD PARTNER	494550106	401	8,885
KNIGHT RIDDER INC	COM	499040103	1,351	18,443
KOHL'S CORP	COM	500255104	235	4,855
KOHL'S CORP	COM	500255104	603	12,480
KONINKLIJKE AHOLD N V	SPON ADR NEW	500467303	124	14,985
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	394	13,600
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	6	190
KRAFT FOODS INC	CL A	50075N104	798	24,925
KRAFT FOODS INC	CL A	50075N104	73	2,270
KROGER CO	COM	501044101	482	28,941
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	259	6,600
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	20	500
LEHMAN BROS HLDGS INC	COM	524908100	2,465	29,749
LEHMAN BROS HLDGS INC	COM	524908100	172	2,079
LENNAR CORP	CL A	526057104	303	5,608
LENNAR CORP	CL A	526057104	11	210
LEXMARK INTL INC	CL A	529771107	299	3,246
LEXMARK INTL INC	CL A	529771107	11	115
LILLY ELI & CO	COM	532457108	7,901	118,107
LILLY ELI & CO	COM	532457108	2,021	30,206
LIMITED BRANDS INC	COM	532716107	1,163	58,143
LIMITED BRANDS INC	COM	532716107	77	3,850
LINCOLN NATIONAL CORP IND	COM	534187109	808	17,075
LINCOLN NATIONAL CORP IND	COM	534187109	443	9,369
LIZ CLAIBORNE INC	COM	539320101	1,434	39,092
LIZ CLAIBORNE INC	COM	539320101	69	1,880
LOCKHEED MARTIN CORP	COM	539830109	300	6,581
LOCKHEED MARTIN CORP	COM	539830109	161	3,517
LOEWS CORP	COM	540424108	49	835
LOEWS CORP	COM	540424108	1,063	18,000
LOUISIANA PACIFIC CORP	COM	546347105	2,440	94,588
LOWES COS INC	COM	548661107	3,713	66,143
LOWES COS INC	COM	548661107	362	6,446
LUCENT TECHNOLOGIES INC	COM	549463107	80	19,580
LUCENT TECHNOLOGIES INC	COM	549463107	53	12,971
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	1,800	57,984
MBNA CORP	COM	55262L100	1,121	40,556
MBNA CORP	COM	55262L100	220	7,977
MANULIFE FINL CORP ADR	COM	56501R106	643	17,304
MANULIFE FINL CORP ADR	COM	56501R106	7	180
MARATHON OIL CORP	COM	565849106	587	17,438
MARATHON OIL CORP	COM	565849106	103	3,062
MARSH & MCLENNAN COS INC	COM	571748102	3,017	65,153
MARSH & MCLENNAN COS INC	COM	571748102	463	10,000
MARRIOTT INTL INC NEW	CL A	571903202	1,456	34,229
MARRIOTT INTL INC NEW	CL A	571903202	298	7,000
MASCO CORP	COM	574599106	551	18,113
MASCO CORP	COM	574599106	286	9,380
MAXIM INTEGRATED PRODS INC	COM	57772K101	414	8,805
MAXIM INTEGRATED PRODS INC	COM	57772K101	277	5,897
MAYTAG CORP	COM	578592107	19,086	604,548
MAYTAG CORP	COM	578592107	74	2,350
MCCORMICK & CO INC COMMON STOCK	COM NON VTG	579780206	1,138	33,950
MCCORMICK & CO INC COMMON STOCK	COM NON VTG	579780206	60	1,776
MCDONALDS CORP	COM	580135101	1,293	45,263
MCDONALDS CORP	COM	580135101	351	12,300
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	938	12,313
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	95	1,250

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MCKESSON CORPORATION	COM	58155Q103	207	6,868
MCKESSON CORPORATION	COM	58155Q103	102	3,383
MEADWESTVACO CORP	COM	583334107	124	4,398
MEADWESTVACO CORP	COM	583334107	2,261	79,914
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	189	5,571
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	314	9,222
MEDTRONIC INC	COM	585055106	6,559	137,366
MEDTRONIC INC	COM	585055106	2,480	51,945
MELLON FINL CORP	COM	58551A108	294	9,385
MELLON FINL CORP	COM	58551A108	19	600
MERCK & CO INC	COM	589331107	11,366	257,200
MERCK & CO INC	COM	589331107	6,775	153,308
MERRILL LYNCH & CO INC	COM	590188108	710	11,924
MERRILL LYNCH & CO INC	COM	590188108	57	950
METLIFE INC	COM	59156R108	407	11,394
METLIFE INC	COM	59156R108	17	488
MICROSOFT CORP	COM	594918104	14,362	576,103
MICROSOFT CORP	COM	594918104	3,647	146,287
MID-AMER APT CMNTYS INC (REIT)	COM	59522J103	281	7,560
MIDCAP SPDR TR	UNIT SER 1	595635103	379	3,431
MILLEA HOLDINGS INC	ADR	60032R106	218	2,809
MITSUBISHI TOKYO FINL GROUP	SPONSORED ADR	606816106	172	17,370
MONSANTO CO NEW	COM	61166W101	196	5,334
MONSANTO CO NEW	COM	61166W101	109	2,960
MOODYS CORP	COM	615369105	496	7,010
MOODYS CORP	COM	615369105	57	800
MORGAN STANLEY	COM NEW	617446448	9,738	169,950
MORGAN STANLEY	COM NEW	617446448	896	15,636
MOTOROLA INC	COM	620076109	1,831	104,037
MOTOROLA INC	COM	620076109	322	18,300
MUNICIPAL MORTGAGE & EQUITY LLC	GROWTH SHS	62624B101	218	8,500
MUNIVEST FD INC	COM	626295109	28	2,956
MUNIVEST FD INC	COM	626295109	108	11,200
MURPHY OIL CORP	COM	626717102	2,296	36,464
MURPHY OIL CORP	COM	626717102	23	368
MYLAN LABORATORIES INC	COM	628530107	296	13,004
MYLAN LABORATORIES INC	COM	628530107	9	400
NASDAQ 100 TR	UNIT SER 1	631100104	235	6,550
NASDAQ 100 TR	UNIT SER 1	631100104	67	1,870
NATIONAL CITY CORP	COM	635405103	474	13,320
NATIONAL CITY CORP	COM	635405103	190	5,346
NATIONAL COMM FINL CORP	COM	63545P104	2,099	73,366
NATIONAL COMM FINL CORP	COM	63545P104	137	4,798
NETWORK APPLIANCE INC DELEWARE	COM	64120L104	747	34,716
NETWORK APPLIANCE INC DELEWARE	COM	64120L104	26	1,185
NEW YORK TIMES CO CL A	CL A	650111107	203	4,600
NEWMONT MINING CORP (NEW)	COM	651639106	8,574	183,884
NEWMONT MINING CORP (NEW)	COM	651639106	644	13,811
NEXTEL COMMUNICATIONS INC	CL A	65332V103	447	18,126
NEXTEL COMMUNICATIONS INC	CL A	65332V103	10	410
NIKE INC CL B	CL B	654106103	2,445	31,396
NIKE INC CL B	CL B	654106103	158	2,024
NOKIA CORP	SPONSORED ADR	654902204	1,267	62,482
NOKIA CORP	SPONSORED ADR	654902204	329	16,224
NORFOLK SOUTHERN CORPORATION	COM	655844108	359	16,243
NORFOLK SOUTHERN CORPORATION	COM	655844108	374	16,917
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	260	6,170
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	232	5,500
NORTHROP GRUMMAN CORP	COM	666807102	4,611	46,849
NORTHROP GRUMMAN CORP	COM	666807102	613	6,229
NOVARTIS AG ADR	SPONSORED ADR	66987V109	257	6,034
NOVARTIS AG ADR	SPONSORED ADR	66987V109	5	120

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NVIDIA CORP	COM	67066G104	2,415	91,485
NVIDIA CORP	COM	67066G104	22	850
NUVEEN DIVIDEND ADV MUNI 3	COM SH BEN INT	67070X101	298	20,000
NUVEEN INSD DIVID ADVANTAGE	COM	67071L106	171	11,000
NUVEEN MUN VALUE FD INC	COM	670928100	129	13,500
NUVEEN MUN VALUE FD INC	COM	670928100	13	1,333
NUVEEN TEX QUAL INCM MUN FD	COM	670983105	779	49,800
OCCIDENTAL PETE CORP	COM	674599105	643	13,960
OCCIDENTAL PETE CORP	COM	674599105	34	740
OLD REPUBLIC INTL CORP	COM	680223104	124	5,050
OLD REPUBLIC INTL CORP	COM	680223104	11,685	475,779
OMNICOM GROUP	COM	681919106	267	3,328
OMNICOM GROUP	COM	681919106	604	7,521
ORACLE CORPORATION	COM	68389X105	4,806	400,537
ORACLE CORPORATION	COM	68389X105	643	53,543
PNC FINANCIAL SERVICES GROUP	COM	693475105	698	12,600
PNC FINANCIAL SERVICES GROUP	COM	693475105	70	1,260
PPG INDUSTRIES INC	COM	693506107	82	1,403
PPG INDUSTRIES INC	COM	693506107	292	5,000
PACCAR INC	COM	693718108	296	5,289
PACCAR INC	COM	693718108	101	1,809
PACIFICARE HLTH SYS INC DEL	COM	695112102	388	9,800
PACIFICARE HLTH SYS INC DEL	COM	695112102	103	2,600
PARKER HANNIFIN CORP	COM	701094104	582	10,301
PARKER HANNIFIN CORP	COM	701094104	10	170
PAYCHEX INC	COM	704326107	274	7,695
PEPSICO INC	COM	713448108	17,594	326,725
PEPSICO INC	COM	713448108	3,955	73,447
PERKINELMER INC	COM	714046109	284	13,712
PERKINELMER INC	COM	714046109	9	450
PFIZER INC	COM	717081103	28,847	823,029
PFIZER INC	COM	717081103	7,605	216,964
PHELPS DODGE CORP	COM	717265102	2,165	26,507
PHELPS DODGE CORP	COM	717265102	139	1,700
PHILADELPHIA CONS HLDG CORP	COM	717528103	207	3,566
PIMCO MUN INCOME FD II	COM	72200W106	298	20,000
PIMCO MUN INCOME FD III	COM	72201A103	301	20,525
PIMCO MUN INCOME FD III	COM	72201A103	24	1,650
PIONEER NATURAL RESOURCES CO	COM	723787107	1,191	36,880
PITNEY BOWES INC	COM	724479100	1,361	31,946
PITNEY BOWES INC	COM	724479100	550	12,900
PIXAR INC	COM	725811103	216	3,352
PIXAR INC	COM	725811103	7	103
PLUM CREEK TIMBER CO INC (REIT)	COM	729251108	3,128	96,308
PLUM CREEK TIMBER CO INC (REIT)	COM	729251108	103	3,177
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	125	11,143
PRAXAIR INC	COM	74005P104	433	11,656
PRAXAIR INC	COM	74005P104	129	3,480
PROASSURANCE CORP	COM	74267C106	428	12,223
PROASSURANCE CORP	COM	74267C106	57	1,633
PROCTER & GAMBLE CO	COM	742718109	16,393	156,304
PROCTER & GAMBLE CO	COM	742718109	8,635	82,334
PROGRESS ENERGY INC	COM	743263105	883	18,762
PROGRESS ENERGY INC	COM	743263105	140	2,972
PROGRESSIVE CORP OHIO	COM	743315103	820	9,359
PROGRESSIVE CORP OHIO	COM	743315103	41	473
PROTECTIVE LIFE CORP	COM	743674103	1,441	38,472
PROTECTIVE LIFE CORP	COM	743674103	4,492	119,937
PROVIDIAN FINL CORP	COM	74406A102	153	11,698
PROVIDIAN FINL CORP	COM	74406A102	186	14,200
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	464	9,884
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	149	3,178

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PUTNAM INVT GRADE MUN TR	COM	746805100	349	31,000
PUTNAM MANAGED MUN INCOME TR	COM	746823103	311	41,000
QUALCOMM INC	COM	747525103	1,473	22,227
QUALCOMM INC	COM	747525103	1,260	19,010
QUESTAR CORP	COM	748356102	439	12,050
QUESTAR CORP	COM	748356102	36	1,000
RMK HIGH INCOME FD INC	COM SHS	74963B105	196	11,764
RMK HIGH INCOME FD INC	COM SHS	74963B105	33	2,000
RADIOSHACK CORP	COM	750438103	261	7,881
RADIOSHACK CORP	COM	750438103	215	6,490
RAYTHEON CO (NEW)	COM NEW	755111507	1,753	55,920
RAYTHEON CO (NEW)	COM NEW	755111507	407	12,990
REGIS CORP MINN	COM	758932107	222	5,000
REGIONS FINANCIAL CORP	COM	758940100	95,426	2,612,970
REGIONS FINANCIAL CORP	COM	758940100	55,085	1,508,354
RELIANT RES INC	COM	75952B105	56	6,854
RELIANT RES INC	COM	75952B105	43	5,197
ROCKWELL AUTOMATION INC	COM	773903109	232	6,679
ROCKWELL AUTOMATION INC	COM	773903109	53	1,523
ROCKWELL COLLINS INC	COM	774341101	182	5,750
ROCKWELL COLLINS INC	COM	774341101	47	1,494
ROPER INDS INC NEW	COM	776696106	224	4,642
ROPER INDS INC NEW	COM	776696106	8	160
ROYAL DUTCH PETROLEUM CO ADR	NY REG EUR.56	780257804	2,597	54,589
ROYAL DUTCH PETROLEUM CO ADR	NY REG EUR.56	780257804	711	14,934
RUBY TUESDAY INC	COM	781182100	7,518	233,838
RUBY TUESDAY INC	COM	781182100	242	7,528
SBC COMMUNICATIONS INC NEW	COM	78387G103	3,157	128,663
SBC COMMUNICATIONS INC NEW	COM	78387G103	1,304	53,122
SPDR TR	UNIT SER 1	78462F103	7,822	69,160
SPDR TR	UNIT SER 1	78462F103	961	8,499
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	385	11,843
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	16	500
SAFEWAY INC	COM NEW	786514208	212	10,309
ST PAUL COS INC	COM	792860108	251	6,262
ST PAUL COS INC	COM	792860108	308	7,698
SARA LEE CORP	COM	803111103	6,285	287,503
SARA LEE CORP	COM	803111103	376	17,221
SCANA CORP NEW	COM	80589M102	889	25,162
SCANA CORP NEW	COM	80589M102	283	7,997
SCHERING-PLOUGH CORP	COM	806605101	996	61,412
SCHERING-PLOUGH CORP	COM	806605101	388	23,915
SCHLUMBERGER LTD ADR	COM	806857108	4,132	64,713
SCHLUMBERGER LTD ADR	COM	806857108	1,697	26,576
SCHWAB CHARLES CORP NEW	COM	808513105	560	48,218
SCHWAB CHARLES CORP NEW	COM	808513105	12	1,026
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	509	41,000
SEARS ROEBUCK & CO	COM	812387108	85	1,987
SEARS ROEBUCK & CO	COM	812387108	138	3,209
SHERWIN WILLIAMS CO	COM	824348106	329	8,572
SHERWIN WILLIAMS CO	COM	824348106	49	1,270
SIMMONS FIRST NATIONAL CORP	CL A \$1 PAR	828730200	213	7,730
SIMMONS FIRST NATIONAL CORP	CL A \$1 PAR	828730200	28	1,000
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	172	2,946
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	259	4,425
SIRIUS SATELLITE RADIO INC	COM	82966U103	1	250
SIRIUS SATELLITE RADIO INC	COM	82966U103	34	10,000
SMITH INTL INC	COM	832110100	5,032	94,045
SMITH INTL INC	COM	832110100	128	2,400
SOLETRON CORP	COM	834182107	72	13,086
SOLETRON CORP	COM	834182107		9 SH
SONOCO PRODUCTS CO	COM	835495102	73	3,000

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SONOCO PRODUCTS CO	COM	835495102	151	6,220
SOUTHERN CO	COM	842587107	6,786	222,493
SOUTHERN CO	COM	842587107	2,899	95,064
SOUTHTRUST CORP	COM	844730101	5,803	174,944
SOUTHTRUST CORP	COM	844730101	8,306	250,403
SOUTHWEST AIRLINES CO	COM	844741108	739	51,987
SOUTHWEST AIRLINES CO	COM	844741108	31	2,176
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	109	5,890
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	80	4,344
SPRINT CORP	PCS COM SER 1	852061506	178	19,366
SPRINT CORP	PCS COM SER 1	852061506	85	9,272
STARBUCKS CORP	COM	855244109	362	9,549
STARBUCKS CORP	COM	855244109	18	476
STATE STR CORP	COM	857477103	416	7,982
STRYKER CORP	COM	863667101	515	5,816
STRYKER CORP	COM	863667101	9	100
SUN LIFE FINL INC	COM	866796105	285	10,622
SUN MICROSYSTEMS INC	COM	866810104	65	15,654
SUN MICROSYSTEMS INC	COM	866810104	55	13,300
SUNOCO INC	COM	86764P109	169	2,711
SUNOCO INC	COM	86764P109	33	523
SUNTRUST BANKS INC	COM	867914103	2,163	31,023
SUNTRUST BANKS INC	COM	867914103	1,053	15,103
SYMANTEC CORP	COM	871503108	447	9,644
SYMANTEC CORP	COM	871503108	215	4,636
SYNOVUS FINANCIAL CORP	COM	87161C105	544	22,242
SYNOVUS FINANCIAL CORP	COM	87161C105	2,728	111,571
SYSCO CORP	COM	871829107	2,449	62,723
SYSCO CORP	COM	871829107	167	4,280
TEPPCO PARTNERS LP	UT LTD PARTNER	872384102	444	10,570
TEPPCO PARTNERS LP	UT LTD PARTNER	872384102	151	3,600
TXU CORP	COM	873168108	563	19,658
TXU CORP	COM	873168108	32	1,107
TARGET CORP	COM	87612E106	3,843	85,331
TARGET CORP	COM	87612E106	1,025	22,755
TELEFONICA S. A.	SPONSORED ADR	879382208	561	12,327
TELEFONICA S. A.	SPONSORED ADR	879382208	3	70
TELEFONOS DE MEXICO S A ADR	SPON ADR ORD L	879403780	161	4,608
TELEFONOS DE MEXICO S A ADR	SPON ADR ORD L	879403780	39	1,125
TELEPHONE & DATA SYS INC	COM	879433100	918	12,957
TELETOUCH COMMUNICATIONS INC	COM NEW	87951V206	10	10,250
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	124	13,707
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	9	1,000
TEXAS INSTRUMENTS INC	COM	882508104	5,584	191,095
TEXAS INSTRUMENTS INC	COM	882508104	1,083	37,080
TEXTRON INC	COM	883203101	245	4,605
THERMO ELECTRON CORP	COM	883556102	288	10,189
THERMO ELECTRON CORP	COM	883556102	11	385
3M CO	COM	88579Y101	3,986	48,687
3M CO	COM	88579Y101	2,890	35,304
TIME WARNER INC	COM	887317105	429	25,431
TIME WARNER INC	COM	887317105	105	6,231
TORCHMARK CORP	COM	891027104	4,966	92,328
TORCHMARK CORP	COM	891027104	10,965	203,850
TRIZEC PROPERTIES INC (REIT)	COM	89687P107	995	58,045
TRUSTMARK CORP	COM	898402102	231	7,960
UST INC	COM	902911106	1,697	46,999
UST INC	COM	902911106	193	5,350
US BANCORP DEL COM NEW	COM NEW	902973304	4,520	163,484
US BANCORP DEL COM NEW	COM NEW	902973304	49	1,770
ULTRA PETE CORP	COM	903914109	321	10,707
UNILEVER N V ADR	NY SHS NEW	904784709	162	2,330

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UNILEVER N V ADR	NY SHS NEW	904784709	104	1,499
UNION PACIFIC CORP	COM	907818108	1,444	24,137
UNION PACIFIC CORP	COM	907818108	200	3,350
UNION PLANTERS CORP	COM	908068109	1,994	66,811
UNION PLANTERS CORP	COM	908068109	6,494	217,555
UNITED PARCEL SVC INC	CL B	911312106	112	1,599
UNITED PARCEL SVC INC	CL B	911312106	479	6,862
UNITED SEC BANCSHARES INC	SHS	911459105	3,021	112,640
UNITED SEC BANCSHARES INC	SHS	911459105	27	1,000
UNITED TECHNOLOGIES CORP	COM	913017109	1,736	20,120
UNITED TECHNOLOGIES CORP	COM	913017109	671	7,770
UNITEDHEALTH GROUP INC	COM	91324P102	1,061	16,458
UNITEDHEALTH GROUP INC	COM	91324P102	51	784
UNOCAL CORP	COM	915289102	203	5,448
UNOCAL CORP	COM	915289102	37	1,000
UNUMPROVIDENT CORP	COM	91529Y106	43	2,930
UNUMPROVIDENT CORP	COM	91529Y106	363	24,795
URBAN OUTFITTERS INC	COM	917047102	221	4,600
V F CORP	COM	918204108	2,252	48,216
V F CORP	COM	918204108	47	1,000
VERIZON COMMUNICATIONS	COM	92343V104	5,389	147,490
VERIZON COMMUNICATIONS	COM	92343V104	2,464	67,422
VIACOM INC	CL A	925524100	1,042	26,363
VIACOM INC	CL A	925524100	69	1,750
VIACOM INC	CL B	925524308	2,913	74,285
VIACOM INC	CL B	925524308	383	9,766
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	1,513	57,000
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	102	3,840
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	889	37,184
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	667	27,911
VULCAN MATERIALS CO	COM	929160109	6,968	146,882
VULCAN MATERIALS CO	COM	929160109	12,807	269,961
WGL HLDGS INC	COM	92924F106	269	8,936
WGL HLDGS INC	COM	92924F106	18	600
WACHOVIA CORP	COM	929903102	4,336	92,248
WACHOVIA CORP	COM	929903102	1,058	22,505
WADDELL & REED FINL INC CL A	CL A	930059100	366	14,937
WADDELL & REED FINL INC CL A	CL A	930059100	1,527	62,257
WAL MART STORES INC	COM	931142103	12,648	211,887
WAL MART STORES INC	COM	931142103	4,496	75,321
WALGREEN CO	COM	931422109	2,334	70,845
WALGREEN CO	COM	931422109	115	3,487
WASHINGTON MUTUAL INC	COM	939322103	1,894	44,352
WASHINGTON MUTUAL INC	COM	939322103	466	10,906
WASTE MANAGEMENT COM	COM	94106L109	2,251	74,598
WASTE MANAGEMENT COM	COM	94106L109	3	100
WELLPOINT HEALTH NETWORKS INC	COM	94973H108	223	1,960
WELLS FARGO & CO NEW	COM	949746101	8,857	156,286
WELLS FARGO & CO NEW	COM	949746101	1,500	26,475
WESBANCO INC	COM	950810101	635	20,908
WEYERHAEUSER CO	COM	962166104	5,263	80,354
WEYERHAEUSER CO	COM	962166104	709	10,819
WILLIAMS COS INC	COM	969457100	77	8,000
WILLIAMS COS INC	COM	969457100	61	6,350
WILMINGTON TR CORP	COM	971807102	361	9,650
WILMINGTON TR CORP	COM	971807102	7	200
WISCONSIN ENERGY CORP	COM	976657106	348	10,825
WISCONSIN ENERGY CORP	COM	976657106	4	110
WRIGLEY WM JR CO	COM	982526105	2,917	49,332
WRIGLEY WM JR CO	COM	982526105	733	12,400
WYETH	COM	983024100	7,729	205,824
WYETH	COM	983024100	3,296	87,765

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XM SATELLITE RADIO INC	CL A	983759101	228	8,179
XM SATELLITE RADIO INC	CL A	983759101	37	1,309
XTO ENERGY INC	COM	98385X106	465	18,432
XTO ENERGY INC	COM	98385X106	2	81
XILINX INC	COM	983919101	1,870	49,529
XILINX INC	COM	983919101	20	525
XEROX CORP	COM	984121103	171	11,735
YAHOO INC	COM	984332106	655	13,521
YAHOO INC	COM	984332106	129	2,670
YUM BRANDS INC	COM	988498101	1,831	48,196
YUM BRANDS INC	COM	988498101	11	300
ZIMMER HLDGS INC	COM	98956P102	532	7,206
ZIMMER HLDGS INC	COM	98956P102	236	3,193