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FIRST TENNESSEE NATIONAL CORP

Form 13F-HR

July 17, 2003

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OF PRINCIPAL AMOUNT	INVESTMENT DISCRETION				MANAG INSTR
					(A) SOL	(B) SHR	(C) OTH		
COOPER INDS LTD	CL A	G24182100	264,320 16,520 ----- 280,840	6,400 400 ----- 6,800	X		X	X	1 1
GLOBALSANTAFE CORP	SHS	G3930E101	167,442 102,697 6,208 ----- 276,347	7,174 4,400 266 ----- 11,840	X		X	X	1 1 2
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	1,330,449 692,055 ----- 2,022,504	28,116 14,625 ----- 42,741	X		X	X	1 1
NOBLE CORPORATION	SHS	G65422100	181,791 102,900 8,575 ----- 293,266	5,300 3,000 250 ----- 8,550	X		X	X	1 1 2
XL CAP LTD	CL A	G98255105	5,912,256 374,745 ----- 6,287,001	71,232 4,515 ----- 75,747	X		X	X	1 1
FLEXTRONICS INTL LTD	ORD	Y2573F102	183,569 73,950 5,737 ----- 263,256	17,600 7,090 550 ----- 25,240	X		X	X	1 1 2
AFLAC INC	COM	001055102	4,383,419 518,446 ----- 4,901,865	142,550 16,860 ----- 159,410	X		X	X	1 1
AGCO CORP	COM	001084102	227,164 ----- 227,164	13,300 ----- 13,300	X				1
AT&T CORP	COM NEW	001957505	234,209 95,256 ----- 329,465	12,166 4,948 ----- 17,114	X		X	X	1 1
AT&T WIRELESS SVCS INC	COM	00209A106	111,171 41,659 ----- 152,830	13,541 5,074 ----- 18,615	X		X	X	1 1

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ABBOTT LABS	COM	002824100	3,487,016	79,685	X			1
			1,468,279	33,553		X	X	1
			13,128	300	X			2
			-----	-----				
			4,968,423	113,538				
ADAMS EXPRESS CO	COM	006212104	1,854	157	X			1
			235,113	19,908		X	X	1
			-----	-----				
			236,967	20,065				
ADVANCED MICRO DEVICES INC	COM	007903107	101,919	15,900	X			1
			-----	-----				
			101,919	15,900				
AEGON N V	ORD AMER REG	007924103	205,338	20,452	X			1
			16,446	1,638		X	X	1
			-----	-----				
			221,784	22,090				
AETNA INC NEW	COM	00817Y108	156,942	2,607	X			1
			54,180	900		X	X	1
			-----	-----				
			211,122	3,507				
AIR PRODS & CHEMS INC	COM	009158106	870,064	20,915	X			1
			166,400	4,000		X	X	1
			-----	-----				
			1,036,464	24,915				
ALBERTO CULVER CO	CL A	013068200	632,206	12,700	X			1
			129,428	2,600		X	X	1
			-----	-----				
			761,634	15,300				
ALCOA INC	COM	013817101	1,257,432	49,311	X			1
			909,816	35,679		X	X	1
			3,825	150	X			2
			-----	-----				
			2,171,073	85,140				
ALLEN TELECOM INC	COM	018091108	206,500	12,500	X			1
			-----	-----				
			206,500	12,500				
ALLSTATE CORP	COM	020002101	276,216	7,748	X			1
			117,931	3,308		X	X	1
			-----	-----				
			394,147	11,056				
ALLTEL CORP	COM	020039103	535,439	11,104	X			1
			291,925	6,054		X	X	1
			7,233	150	X			2
			-----	-----				
			834,597	17,308				
ALTRIA GROUP INC	COM	02209S103	4,562,313	100,403	X			1
			1,943,469	42,770		X	X	1
			-----	-----				
			6,505,782	143,173				

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AMERICAN ELEC PWR INC	COM	025537101	250,334	8,392	X			1
			----- 250,334	----- 8,392				
AMERICAN EXPRESS CO	COM	025816109	625,521	14,961	X		X	X
			617,117	14,760				
			----- 1,242,638	----- 29,721				
AMERICAN INTL GROUP INC	COM	026874107	7,409,525	134,279	X		X	X
			1,462,771	26,509				
			9,657	175				
			----- 8,881,953	----- 160,963				
AMERICAN PWR CONVERSION CORP	COM	029066107	199,030	12,750	X		X	X
			57,368	3,675				
			4,293	275				
			----- 260,691	----- 16,700				
AMGEN INC	COM	031162100	249,055	3,777	X		X	X
			94,625	1,435				
			----- 343,680	----- 5,212				
AMSOUTH BANCORPORATION	COM	032165102	4,529,132	207,378	X		X	X
			2,150,017	98,444				
			----- 6,679,149	----- 305,822				
ANADARKO PETE CORP	COM	032511107	242,852	5,461	X		X	X
			48,474	1,090				
			----- 291,326	----- 6,551				
ANHEUSER BUSCH COS INC	COM	035229103	1,302,849	25,521	X		X	X
			667,020	13,066				
			----- 1,969,869	----- 38,587				
APPLIED MATLS INC	COM	038222105	648,252	40,925	X		X	X
			183,744	11,600				
			10,296	650				
			----- 842,292	----- 53,175				
ARCHER DANIELS MIDLAND CO	COM	039483102	252,521	19,621	X		X	X
			81,467	6,330				
			----- 333,988	----- 25,951				
ATLANTIS PLASTICS INC	COM	049156102	114,915	16,300	X			1
			----- 114,915	----- 16,300				
AUTOMATIC DATA PROCESSING IN	COM	053015103	486,128	14,357	X		X	X
			409,503	12,094				
			----- 895,631	----- 26,451				
AVON PRODS INC	COM	054303102	2,345,127	37,703	X			1

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			83,970	1,350	X	X	1
			-----	-----			
			2,429,097	39,053			
BB&T CORP	COM	054937107	263,732	7,689	X		1
			4,665	136		X	1
			-----	-----			
			268,397	7,825			
BP PLC	SPONSORED ADR	055622104	4,977,954	118,466	X		1
			2,775,508	66,052		X	1
			7,354	175	X		2
			-----	-----			
			7,760,816	184,693			
BANK OF AMERICA CORPORATION	COM	060505104	2,616,925	33,113	X		1
			893,357	11,304		X	1
			9,958	126	X		2
			-----	-----			
			3,520,240	44,543			
BANK ONE CORP	COM	06423A103	1,155,038	31,066	X		1
			410,358	11,037		X	1
			11,154	300	X		2
			-----	-----			
			1,576,550	42,403			
BARD C R INC	COM	067383109	429,643	6,025	X		1
			195,389	2,740		X	1
			-----	-----			
			625,032	8,765			
BAXTER INTL INC	COM	071813109	470,392	18,092	X		1
			794,638	30,563		X	1
			5,200	200	X		2
			-----	-----			
			1,270,230	48,855			
BECTION DICKINSON & CO	COM	075887109	246,698	6,350	X		1
			101,011	2,600		X	1
			7,770	200	X		2
			-----	-----			
			355,479	9,150			
BELDEN INC	COM	077459105	199,420	12,550	X		1
			19,068	1,200		X	1
			-----	-----			
			218,488	13,750			
BELLSOUTH CORP	COM	079860102	6,188,553	232,390	X		1
			2,474,832	92,934		X	1
			-----	-----			
			8,663,385	325,324			
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	216,270	89	X		1
			51,030	21		X	1
			-----	-----			
			267,300	110			
BEST BUY INC	COM	086516101	254,736	5,800	X		1
			133,956	3,050		X	1
			6,588	150	X		2

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			----- 395,280	----- 9,000				
BOEING CO	COM	097023105	957,219	27,891	X			1
			662,033	19,290		X	X	1
			----- 1,619,252	----- 47,181				
BRISTOL MYERS SQUIBB CO	COM	110122108	5,700,368	209,958	X			1
			3,868,306	142,479		X	X	1
			12,218	450	X			2
			----- 9,580,892	----- 352,887				
CBL & ASSOC PPTYS INC	COM	124830100	484,610	11,270	X			1
			176,300	4,100		X	X	1
			----- 660,910	----- 15,370				
CIGNA CORP	COM	125509109	201,373	4,290	X			1
			17,603	375		X	X	1
			----- 218,976	----- 4,665				
CSX CORP	COM	126408103	299,516	9,954	X			1
			143,589	4,772		X	X	1
			----- 443,105	----- 14,726				
CAPITAL ONE FINL CORP	COM	14040H105	5,634,458	114,568	X			1
			408,981	8,316		X	X	1
			----- 6,043,439	----- 122,884				
CARAUSTAR INDS INC	COM	140909102	102,528	12,800	X			1
			----- 102,528	----- 12,800				
CARDINAL HEALTH INC	COM	14149Y108	3,070,591	47,754	X			1
			834,295	12,975		X	X	1
			----- 3,904,886	----- 60,729				
CASCADE CORP	COM	147195101	226,200	13,000	X			1
			----- 226,200	----- 13,000				
CATERPILLAR INC DEL	COM	149123101	134,363	2,414	X			1
			161,971	2,910		X	X	1
			----- 296,334	----- 5,324				
CENDANT CORP	COM	151313103	440,816	24,062	X			1
			184,116	10,050		X	X	1
			10,992	600	X			2
			----- 635,924	----- 34,712				
CHEVRONTEXACO CORP	COM	166764100	4,195,184	58,105	X			1
			1,579,088	21,871		X	X	1
			----- 5,774,272	----- 79,976				

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CHUBB CORP	COM	171232101	353,940	5,899	X			1
			181,500	3,025		X	X	1
			12,000	200	X			2
			-----	-----				
			547,440	9,124				
CISCO SYS INC	COM	17275R102	4,813,900	286,712	X			1
			1,151,746	68,597		X	X	1
			12,173	725	X			2
			-----	-----				
			5,977,819	356,034				
CITIGROUP INC	COM	172967101	2,967,836	69,342	X			1
			1,239,016	28,949		X	X	1
			8,860	207	X			2
			-----	-----				
			4,215,712	98,498				
CLAYTON HOMES INC	COM	184190106	173,316	13,810	X			1
			7,844	625		X	X	1
			-----	-----				
			181,160	14,435				
COCA COLA CO	COM	191216100	6,385,881	137,597	X			1
			6,167,102	132,883		X	X	1
			9,282	200	X			2
			-----	-----				
			12,562,265	270,680				
COLGATE PALMOLIVE CO	COM	194162103	546,989	9,439	X			1
			167,186	2,885		X	X	1
			-----	-----				
			714,175	12,324				
COMCAST CORP NEW	CL A	20030N101	708,417	23,473	X			1
			336,808	11,160		X	X	1
			-----	-----				
			1,045,225	34,633				
COMCAST CORP NEW	CL A SPL	20030N200	6,203,873	214,000	X			1
			789,574	27,236		X	X	1
			10,147	350	X			2
			-----	-----				
			7,003,594	241,586				
COMPUTER ASSOC INTL INC	COM	204912109	293,961	13,194	X			1
			137,289	6,162		X	X	1
			8,132	365	X			2
			-----	-----				
			439,382	19,721				
COMPUTER SCIENCES CORP	COM	205363104	318,683	8,360	X			1
			53,368	1,400		X	X	1
			-----	-----				
			372,051	9,760				
CONAGRA FOODS INC	COM	205887102	174,640	7,400	X			1
			57,820	2,450		X	X	1
			-----	-----				
			232,460	9,850				

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CONOCOPHILLIPS	COM	20825C104	221,007	4,033	X			1
			216,789	3,956		X	X	1
			-----	-----				
			437,796	7,989				
CORNING INC	COM	219350105	88,660	11,997	X			1
			177,361	24,000		X	X	1
			-----	-----				
			266,021	35,997				
COSTCO WHSL CORP NEW	COM	22160K105	6,421,581	175,453	X			1
			667,511	18,238		X	X	1
			5,490	150	X			2
			-----	-----				
			7,094,582	193,841				
COX COMMUNICATIONS INC NEW	CL A	224044107	314,887	9,871	X			1
			110,056	3,450		X	X	1
			5,583	175	X			2
			-----	-----				
			430,526	13,496				
DANAHER CORP DEL	COM	235851102	40,830	600	X			1
			197,345	2,900		X	X	1
			-----	-----				
			238,175	3,500				
DEAN FOODS CO NEW	COM	242370104	530,996	16,857		X	X	1
			-----	-----				
			530,996	16,857				
DEERE & CO	COM	244199105	345,035	7,550	X			1
			219,360	4,800		X	X	1
			-----	-----				
			564,395	12,350				
DELL COMPUTER CORP	COM	247025109	663,705	20,845	X			1
			214,124	6,725		X	X	1
			8,756	275	X			2
			-----	-----				
			886,585	27,845				
DIAMONDS TR	UNIT SER 1	252787106	2,208,825	24,567	X			1
			979,571	10,895		X	X	1
			-----	-----				
			3,188,396	35,462				
DISNEY WALT CO	COM DISNEY	254687106	980,057	49,623	X			1
			418,702	21,200		X	X	1
			4,938	250	X			2
			-----	-----				
			1,403,697	71,073				
DOLLAR GEN CORP	COM	256669102	182,363	9,987	X			1
			117,686	6,445		X	X	1
			-----	-----				
			300,049	16,432				
DOMINION RES INC VA NEW	COM	25746U109	435,235	6,772	X			1
			349,180	5,433		X	X	1
			-----	-----				
			784,415	12,205				

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DOVER CORP	COM	260003108	642,343	21,440	X			1
			179,760	6,000		X	X	1
			-----	-----				
			822,103	27,440				
DOW CHEM CO	COM	260543103	1,700,168	54,915	X			1
			789,976	25,516		X	X	1
			-----	-----				
			2,490,144	80,431				
DOW JONES & CO INC	COM	260561105	283,998	6,600		X	X	1
			-----	-----				
			283,998	6,600				
DU PONT E I DE NEMOURS & CO	COM	263534109	1,439,329	34,566	X			1
			1,434,916	34,460		X	X	1
			4,164	100	X			2
			-----	-----				
			2,878,409	69,126				
DUKE ENERGY CORP	COM	264399106	624,039	31,280	X			1
			392,857	19,692		X	X	1
			5,985	300	X			2
			-----	-----				
			1,022,881	51,272				
E M C CORP MASS	COM	268648102	3,429,552	327,559	X			1
			367,437	35,094		X	X	1
			-----	-----				
			3,796,989	362,653				
EL PASO CORP	COM	28336L109	134,662	16,666	X			1
			126,298	15,631		X	X	1
			-----	-----				
			260,960	32,297				
ELAN PLC	ADR	284131208	67,680	12,000	X			1
			9,588	1,700		X	X	1
			-----	-----				
			77,268	13,700				
ELECTRONIC DATA SYS NEW	COM	285661104	592,278	27,612	X			1
			321,861	15,005		X	X	1
			-----	-----				
			914,139	42,617				
EMERSON ELEC CO	COM	291011104	934,112	18,280	X			1
			857,203	16,775		X	X	1
			-----	-----				
			1,791,315	35,055				
ENCANA CORP	COM	292505104	146,573	3,820	X			1
			141,202	3,680		X	X	1
			-----	-----				
			287,775	7,500				
EQUIFAX INC	COM	294429105	1,251,952	48,152	X			1
			87,802	3,377		X	X	1
			-----	-----				
			1,339,754	51,529				

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ERICSSON L M TEL CO	ADR B SEK 10	294821608	4,252	400	X			1
			152,732	14,368		X	X	1
			-----	-----				
			156,984	14,768				
EXXON MOBIL CORP	COM	30231G102	17,186,024	478,586	X			1
			11,958,639	333,017		X	X	1
			4,991	139	X			2
			-----	-----				
			29,149,654	811,742				
FPL GROUP INC	COM	302571104	426,104	6,374	X			1
			379,374	5,675		X	X	1
			-----	-----				
			805,478	12,049				
FEDERAL HOME LN MTG CORP	COM	313400301	4,247,369	83,659	X			1
			599,036	11,799		X	X	1
			-----	-----				
			4,846,405	95,458				
FEDERAL NATL MTG ASSN	COM	313586109	4,470,126	66,283	X			1
			837,200	12,414		X	X	1
			11,802	175	X			2
			-----	-----				
			5,319,128	78,872				
FEDERATED DEPT STORES INC DE	COM	31410H101	1,769,945	48,031	X			1
			308,104	8,361		X	X	1
			-----	-----				
			2,078,049	56,392				
FEDEX CORP	COM	31428X106	583,085	9,400	X			1
			200,047	3,225		X	X	1
			7,754	125	X			2
			-----	-----				
			790,886	12,750				
FIFTH THIRD BANCORP	COM	316773100	1,717,893	29,918	X			1
			276,305	4,812		X	X	1
			-----	-----				
			1,994,198	34,730				
FIRST DATA CORP	COM	319963104	485,884	11,725	X			1
			198,912	4,800		X	X	1
			12,432	300	X			2
			-----	-----				
			697,228	16,825				
FIRST TENN NATL CORP	COM	337162101	75,941,735	1,729,486	X			1
			15,991,495	364,188		X	X	1
			-----	-----				
			91,933,230	2,093,674				
FIRST VA BANKS INC	COM	337477103	439,393	10,190	X			1
			-----	-----				
			439,393	10,190				
FLEETBOSTON FINL CORP	COM	339030108	3,234,561	108,871	X			1
			286,999	9,660		X	X	1
			5,942	200	X			2
			-----	-----				

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			3,527,502	118,731				
FLUOR CORP NEW	COM	343412102	159,117	4,730	X			1
			90,828	2,700		X	X	1
			4,205	125	X			2
			-----	-----				
			254,150	7,555				
FORD MTR CO DEL	COM PAR \$0.01	345370860	150,245	13,671	X			1
			90,624	8,246		X	X	1
			-----	-----				
			240,869	21,917				
FORTUNE BRANDS INC	COM	349631101	169,337	3,244	X			1
			114,840	2,200		X	X	1
			-----	-----				
			284,177	5,444				
FRANKLIN RES INC	COM	354613101	715,455	18,312	X			1
			48,134	1,232		X	X	1
			-----	-----				
			763,589	19,544				
GANNETT INC	COM	364730101	1,023,801	13,329	X			1
			533,830	6,950		X	X	1
			-----	-----				
			1,557,631	20,279				
GENERAL ELEC CO	COM	369604103	23,781,713	829,209	X			1
			10,671,026	372,072		X	X	1
			16,491	575	X			2
			-----	-----				
			34,469,230	1,201,856				
GENERAL MLS INC	COM	370334104	509,897	10,755	X			1
			390,469	8,236		X	X	1
			-----	-----				
			900,366	18,991				
GENERAL MTRS CORP	COM	370442105	751,176	20,866	X			1
			221,148	6,143		X	X	1
			-----	-----				
			972,324	27,009				
GILLETTE CO	COM	375766102	560,100	17,580	X			1
			364,290	11,434		X	X	1
			4,779	150	X			2
			-----	-----				
			929,169	29,164				
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	466,777	11,514	X			1
			1,148,174	28,322		X	X	1
			-----	-----				
			1,614,951	39,836				
GRAINGER W W INC	COM	384802104	656,370	14,037	X			1
			362,110	7,744		X	X	1
			-----	-----				
			1,018,480	21,781				
HEINZ H J CO	COM	423074103	232,509	7,050	X			1
			58,540	1,775		X	X	1

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			-----	-----				
			291,049	8,825				
HERSHEY FOODS CORP	COM	427866108	69,660	1,000	X			1
			139,320	2,000		X	X	1
			-----	-----				
			208,980	3,000				
HEWLETT PACKARD CO	COM	428236103	1,077,741	50,598	X			1
			293,770	13,792		X	X	1
			-----	-----				
			1,371,511	64,390				
HOME DEPOT INC	COM	437076102	5,943,714	179,460	X			1
			1,492,519	45,064		X	X	1
			12,420	375	X			2
			-----	-----				
			7,448,653	224,899				
ILLINOIS TOOL WKS INC	COM	452308109	215,132	3,267	X			1
			112,867	1,714		X	X	1
			-----	-----				
			327,999	4,981				
INTEL CORP	COM	458140100	11,028,709	529,971	X			1
			2,708,443	130,151		X	X	1
			8,324	400	X			2
			-----	-----				
			13,745,476	660,522				
INTERNATIONAL BUSINESS MACHS	COM	459200101	7,008,383	84,950	X			1
			2,831,318	34,319		X	X	1
			-----	-----				
			9,839,701	119,269				
INTL PAPER CO	COM	460146103	282,839	7,916	X			1
			484,250	13,553		X	X	1
			-----	-----				
			767,089	21,469				
INTERPUBLIC GROUP COS INC	COM	460690100	112,619	8,417	X			1
			33,450	2,500		X	X	1
			-----	-----				
			146,069	10,917				
ISHARES TR	DJ US TELECOMM	464287713	229,971	11,115	X			1
			27,890	1,348		X	X	1
			-----	-----				
			257,861	12,463				
ISHARES TR	DJ US TECH SEC	464287721	208,494	5,400	X			1
			-----	-----				
			208,494	5,400				
J P MORGAN CHASE & CO	COM	46625H100	9,156,730	267,897	X			1
			1,695,398	49,602		X	X	1
			5,982	175	X			2
			-----	-----				
			10,858,110	317,674				
JEFFERSON PILOT CORP	COM	475070108	788	19	X			1
			235,990	5,692		X	X	1

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			----- 236,778	----- 5,711				
JOHNSON & JOHNSON	COM	478160104	8,218,286	158,961	X			1
			2,872,040	55,552		X	X	1
			6,463	125	X			2
			----- 11,096,789	----- 214,638				
KELLOGG CO	COM	487836108	242,309	7,050	X			1
			89,362	2,600		X	X	1
			----- 331,671	----- 9,650				
KEYCORP NEW	COM	493267108	85,337	3,377	X			1
			211,636	8,375		X	X	1
			----- 296,973	----- 11,752				
KIMBERLY CLARK CORP	COM	494368103	1,803,734	34,594	X			1
			777,878	14,919		X	X	1
			5,214	100	X			2
			----- 2,586,826	----- 49,613				
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	496,846	12,572	X			1
			68,172	1,725		X	X	1
			----- 565,018	----- 14,297				
KOHL'S CORP	COM	500255104	1,110,377	21,611	X			1
			365,312	7,110		X	X	1
			----- 1,475,689	----- 28,721				
KROGER CO	COM	501044101	24,937	1,495	X			1
			213,504	12,800		X	X	1
			----- 238,441	----- 14,295				
LA Z BOY INC	COM	505336107	257,527	11,507	X			1
			81,485	3,641		X	X	1
			----- 339,012	----- 15,148				
LILLY ELI & CO	COM	532457108	778,120	11,282	X			1
			413,820	6,000		X	X	1
			6,897	100	X			2
			----- 1,198,837	----- 17,382				
LINCOLN NATL CORP IND	COM	534187109	260,099	7,300		X	X	1
			----- 260,099	----- 7,300				
LOCKHEED MARTIN CORP	COM	539830109	740,142	15,559	X			1
			425,752	8,950		X	X	1
			----- 1,165,894	----- 24,509				
LUCENT TECHNOLOGIES INC	COM	549463107	135,955	66,970	X			1
			52,704	25,962		X	X	1

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			3,350	1,650	X			2
			-----	-----				
			192,009	94,582				
MBIA INC	COM	55262C100	396,633	8,136	X			1
			7,313	150		X	X	1
			-----	-----				
			403,946	8,286				
MBNA CORP	COM	55262L100	417,800	20,048	X			1
			194,833	9,349		X	X	1
			11,712	562	X			2
			-----	-----				
			624,345	29,959				
MGIC INVT CORP WIS	COM	552848103	197,054	4,225	X			1
			99,110	2,125		X	X	1
			3,498	75	X			2
			-----	-----				
			299,662	6,425				
MANULIFE FINL CORP	COM	56501R106	332,794	11,797	X			1
			28,407	1,007		X	X	1
			-----	-----				
			361,201	12,804				
MASCO CORP	COM	574599106	502,758	21,080	X			1
			887,220	37,200		X	X	1
			-----	-----				
			1,389,978	58,280				
MAY DEPT STORES CO	COM	577778103	16,695	750	X			1
			192,549	8,650		X	X	1
			-----	-----				
			209,244	9,400				
MAYTAG CORP	COM	578592107	635,432	26,021	X			1
			1,985,053	81,288		X	X	1
			-----	-----				
			2,620,485	107,309				
MCCORMICK & CO INC	COM NON VTG	579780206	405,280	14,900	X			1
			163,200	6,000		X	X	1
			-----	-----				
			568,480	20,900				
MCDONALDS CORP	COM	580135101	941,257	42,668	X			1
			191,922	8,700		X	X	1
			4,412	200	X			2
			-----	-----				
			1,137,591	51,568				
MCGRAW HILL COS INC	COM	580645109	2,346,080	37,840	X			1
			266,910	4,305		X	X	1
			-----	-----				
			2,612,990	42,145				
MCKESSON CORP	COM	58155Q103	275,200	7,700	X			1
			110,794	3,100		X	X	1
			7,148	200	X			2
			-----	-----				
			393,142	11,000				

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MEDTRONIC INC	COM	585055106	6,141,229	128,022	X			1
			2,332,354	48,621		X	X	1
			-----	-----				
			8,473,583	176,643				
MELLON FINL CORP	COM	58551A108	842,712	30,368	X			1
			111,000	4,000		X	X	1
			-----	-----				
			953,712	34,368				
MERCK & CO INC	COM	589331107	9,863,429	162,897	X			1
			6,970,881	115,126		X	X	1
			21,193	350	X			2
			-----	-----				
MICROSOFT CORP	COM	594918104	16,855,503	278,373				
			9,734,994	379,680	X			1
			2,079,558	81,106		X	X	1
			8,974	350	X			2
MIDCAP SPDR TR	UNIT SER 1	595635103	-----	-----				
			11,823,526	461,136				
			628,338	7,163	X			1
			-----	-----				
MIDWAY GAMES INC	COM	598148104	628,338	7,163				
			43,560	12,000	X			1
			-----	-----				
			43,560	12,000				
MILACRON INC	COM	598709103	153,181	31,325	X			1
			47,433	9,700		X	X	1
			3,912	800	X			2
			-----	-----				
MILLENNIUM PHARMACEUTICALS I	COM	599902103	204,526	41,825				
			162,019	10,300	X			1
			-----	-----				
			162,019	10,300				
MOODYS CORP	COM	615369105	188,438	3,575	X			1
			52,710	1,000		X	X	1
			-----	-----				
			241,148	4,575				
MORGAN STANLEY	COM NEW	617446448	1,115,736	26,099	X			1
			184,767	4,322		X	X	1
			10,688	250	X			2
			-----	-----				
MOTOROLA INC	COM	620076109	1,311,191	30,671				
			1,172,125	124,297	X			1
			387,384	41,080		X	X	1
			4,715	500	X			2
			-----	-----				
			1,564,224	165,877				

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MYLAN LABS INC	COM	628530107	589,735	16,961	X			1
			174,684	5,024		X	X	1
			14,325	412	X			2
			-----	-----				
			778,744	22,397				
NASDAQ 100 TR	UNIT SER 1	631100104	655,128	21,874	X			1
			270,599	9,035		X	X	1
			-----	-----				
			925,727	30,909				
NATIONAL CITY CORP	COM	635405103	371,945	11,371	X			1
			-----	-----				
			371,945	11,371				
NATIONAL COMMERCE FINL CORP	COM	63545P104	1,700,019	76,612	X			1
			1,575,223	70,988		X	X	1
			-----	-----				
			3,275,242	147,600				
NOKIA CORP	SPONSORED ADR	654902204	109,818	6,684	X			1
			95,294	5,800		X	X	1
			-----	-----				
			205,112	12,484				
NORFOLK SOUTHERN CORP	COM	655844108	725,090	37,765	X			1
			442,271	23,035		X	X	1
			-----	-----				
			1,167,361	60,800				
OLD NATL BANCORP IND	COM	680033107	224,319	9,753	X			1
			54,441	2,367		X	X	1
			-----	-----				
			278,760	12,120				
OMNICOM GROUP INC	COM	681919106	3,007,821	41,950	X			1
			94,142	1,313		X	X	1
			-----	-----				
			3,101,963	43,263				
ORACLE CORP	COM	68389X105	376,732	31,368	X			1
			273,444	22,768		X	X	1
			4,204	350	X			2
			-----	-----				
			654,380	54,486				
PNC FINL SVCS GROUP INC	COM	693475105	297,986	6,105	X			1
			79,463	1,628		X	X	1
			-----	-----				
			377,449	7,733				
PPG INDS INC	COM	693506107	360,254	7,100	X			1
			223,256	4,400		X	X	1
			-----	-----				
			583,510	11,500				
PARKER HANNIFIN CORP	COM	701094104	372,872	8,880	X			1
			-----	-----				
			372,872	8,880				
PENNEY J C INC	COM	708160106	232,834	13,818	X			1

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			81,554	4,840	X	X	1
			-----	-----			
			314,388	18,658			
PEPSICO INC	COM	713448108	8,709,369	195,716	X		1
			1,768,876	39,750		X	1
			11,125	250	X		2
			-----	-----			
			10,489,370	235,716			
PERFORMANCE FOOD GROUP CO	COM	713755106	259,000	7,000	X		1
			-----	-----			
			259,000	7,000			
PFIZER INC	COM	717081103	13,230,923	387,435	X		1
			6,441,716	188,630		X	1
			-----	-----			
			19,672,639	576,065			
PIER 1 IMPORTS INC	COM	720279108	286,110	14,025	X		1
			-----	-----			
			286,110	14,025			
PITNEY BOWES INC	COM	724479100	376,418	9,800	X		1
			-----	-----			
			376,418	9,800			
PLUM CREEK TIMBER CO INC	COM	729251108	428,382	16,508	X		1
			44,038	1,697		X	1
			-----	-----			
			472,420	18,205			
PROCTER & GAMBLE CO	COM	742718109	6,093,762	68,331	X		1
			2,304,859	25,845		X	1
			6,689	75	X		2
			-----	-----			
			8,405,310	94,251			
PROGRESS ENERGY INC	COM	743263105	238,378	5,430	X		1
			260,721	5,939		X	1
			-----	-----			
			499,099	11,369			
PROVIDIAN FINL CORP	COM	74406A102	183,348	19,800	X		1
			9,880	1,067		X	1
			-----	-----			
			193,228	20,867			
PRUDENTIAL FINL INC	COM	744320102	614,181	18,252	X		1
			-----	-----			
			614,181	18,252			
QUALCOMM INC	COM	747525103	314,044	8,738	X		1
			53,695	1,494		X	1
			-----	-----			
			367,739	10,232			
QWEST COMMUNICATIONS INTL IN	COM	749121109	70,648	14,780	X		1
			37,805	7,909		X	1
			-----	-----			
			108,453	22,689			

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RADIOSHACK CORP	COM	750438103	294,672	11,200	X			1
			-----	-----				
			294,672	11,200				
RAYTHEON CO	COM NEW	755111507	714,237	21,749	X			1
			539,496	16,428		X	X	1
			-----	-----				
			1,253,733	38,177				
REGIONS FINL CORP	COM	758940100	447,553	13,249	X			1
			5,019,067	148,581		X	X	1
			10,134	300	X			2
			-----	-----				
			5,476,754	162,130				
REPSOL YPF S A	SPONSORED ADR	76026T205	137,445	8,500	X			1
			40,425	2,500		X	X	1
			-----	-----				
			177,870	11,000				
ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	1,021,865	21,919	X			1
			949,883	20,375		X	X	1
			6,993	150	X			2
			-----	-----				
			1,978,741	42,444				
RUBY TUESDAY INC	COM	781182100	259,616	10,498		X	X	1
			-----	-----				
			259,616	10,498				
SBC COMMUNICATIONS INC	COM	78387G103	2,086,700	81,671	X			1
			1,267,997	49,628		X	X	1
			-----	-----				
			3,354,697	131,299				
SPDR TR	UNIT SER 1	78462F103	3,976,083	40,726	X			1
			1,210,225	12,396		X	X	1
			-----	-----				
			5,186,308	53,122				
SAFECO CORP	COM	786429100	479,591	13,590	X			1
			169,392	4,800		X	X	1
			-----	-----				
			648,983	18,390				
SARA LEE CORP	COM	803111103	751,706	39,963	X			1
			167,410	8,900		X	X	1
			6,113	325	X			2
			-----	-----				
			925,229	49,188				
SCHERING PLOUGH CORP	COM	806605101	5,609,054	301,562	X			1
			1,021,717	54,931		X	X	1
			5,115	275	X			2
			-----	-----				
			6,635,886	356,768				
SCHLUMBERGER LTD	COM	806857108	1,101,249	23,150	X			1
			409,103	8,600		X	X	1
			7,136	150	X			2
			-----	-----				
			1,517,488	31,900				

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SEARS ROEBUCK & CO	COM	812387108	632,903	18,814	X			1
			114,241	3,396		X	X	1
			-----	-----				
			747,144	22,210				
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	235,057	11,339	X			1
			15,942	769		X	X	1
			-----	-----				
			250,999	12,108				
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	209,710	7,150	X			1
			-----	-----				
			209,710	7,150				
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	552,626	27,412	X			1
			58,625	2,908		X	X	1
			-----	-----				
			611,251	30,320				
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	257,355	9,500	X			1
			-----	-----				
			257,355	9,500				
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	211,207	8,782	X			1
			55,988	2,328		X	X	1
			-----	-----				
			267,195	11,110				
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	333,880	13,600	X			1
			81,752	3,330		X	X	1
			-----	-----				
			415,632	16,930				
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	514,290	23,250	X			1
			24,155	1,092		X	X	1
			-----	-----				
			538,445	24,342				
SERVICE CORP INTL	COM	817565104	84,753	21,900	X			1
			-----	-----				
			84,753	21,900				
SOUTHERN CO	COM	842587107	474,411	15,225	X			1
			437,051	14,026		X	X	1
			-----	-----				
			911,462	29,251				
SPRINT CORP	COM FON GROUP	852061100	218,880	15,200	X			1
			114,120	7,925		X	X	1
			-----	-----				
			333,000	23,125				
STREETTRACKS SER TR	FORTUNE 500	86330E885	264,250	3,775	X			1
			169,050	2,415		X	X	1
			-----	-----				
			433,300	6,190				
SUN MICROSYSTEMS INC	COM	866810104	108,049	23,236	X			1
			53,495	11,504		X	X	1
			-----	-----				
			161,544	34,740				

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SUNTRUST BKS INC	COM	867914103	2,005,697	33,800	X			1
			3,000,111	50,558		X	X	1
			5,934	100	X			2
			-----	-----				
			5,011,742	84,458				
SYSCO CORP	COM	871829107	2,384,695	79,384	X			1
			90,120	3,000		X	X	1
			-----	-----				
			2,474,815	82,384				
TARGET CORP	COM	87612E106	546,788	14,450	X			1
			185,416	4,900		X	X	1
			9,460	250	X			2
			-----	-----				
			741,664	19,600				
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	220,945	9,070	X			1
			-----	-----				
			220,945	9,070				
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	199,517	6,350	X			1
			28,278	900		X	X	1
			-----	-----				
			227,795	7,250				
TELLABS INC	COM	879664100	182,073	27,755	X			1
			74,292	11,325		X	X	1
			4,920	750	X			2
			-----	-----				
			261,285	39,830				
TEXAS INSTRS INC	COM	882508104	3,708,003	210,682	X			1
			1,004,573	57,078		X	X	1
			7,040	400	X			2
			-----	-----				
			4,719,616	268,160				
3M CO	COM	88579Y101	1,751,549	13,580	X			1
			4,700,548	36,444		X	X	1
			-----	-----				
			6,452,097	50,024				
TRACTOR SUPPLY CO	COM	892356106	303,104	6,400	X			1
			-----	-----				
			303,104	6,400				
TYCO INTL LTD NEW	COM	902124106	314,687	16,580	X			1
			75,996	4,004		X	X	1
			-----	-----				
			390,683	20,584				
UST INC	COM	902911106	182,857	5,220	X			1
			56,048	1,600		X	X	1
			-----	-----				
			238,905	6,820				
UNILEVER N V	N Y SHS NEW	904784709	271,944	5,036	X			1
			185,814	3,441		X	X	1
			-----	-----				
			457,758	8,477				

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UNION PAC CORP	COM	907818108	678,021	11,686	X			1
			163,268	2,814		X	X	1
			-----	-----				
			841,289	14,500				
UNION PLANTERS CORP	COM	908068109	1,355,578	43,686	X			1
			1,026,690	33,087		X	X	1
			-----	-----				
			2,382,268	76,773				
UNITED CMNTY BKS BLAIRSVLE G	CAP STK	90984P105	160,047	6,407	X			1
			55,181	2,209		X	X	1
			-----	-----				
			215,228	8,616				
UNITED TECHNOLOGIES CORP	COM	913017109	1,008,478	14,238	X			1
			311,653	4,400		X	X	1
			-----	-----				
			1,320,131	18,638				
UNITEDHEALTH GROUP INC	COM	91324P102	517,978	10,308	X			1
			-----	-----				
			517,978	10,308				
UNOCAL CORP	COM	915289102	333,379	11,620	X			1
			158,885	5,538		X	X	1
			-----	-----				
			492,264	17,158				
UNUMPROVIDENT CORP	COM	91529Y106	592,468	44,181	X			1
			488,098	36,398		X	X	1
			-----	-----				
			1,080,566	80,579				
VERIZON COMMUNICATIONS	COM	92343V104	7,299,888	185,041	X			1
			2,455,098	62,233		X	X	1
			7,890	200	X			2
			-----	-----				
			9,762,876	247,474				
VIACOM INC	CL B	925524308	785,575	17,993	X			1
			344,434	7,889		X	X	1
			-----	-----				
			1,130,009	25,882				
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	7,241,477	368,522	X			1
			1,254,599	63,847		X	X	1
			-----	-----				
			8,496,076	432,369				
VULCAN MATLS CO	COM	929160109	658,772	17,771	X			1
			6,996,778	188,745		X	X	1
			-----	-----				
			7,655,550	206,516				
WACHOVIA CORP 2ND NEW	COM	929903102	1,278,920	32,005	X			1
			781,419	19,555		X	X	1
			5,994	150	X			2
			-----	-----				
			2,066,333	51,710				

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WAL MART STORES INC	COM	931142103	5,925,175	110,400	X			1
			1,590,190	29,629		X	X	1
			10,734	200	X			2
			-----	-----				
			7,526,099	140,229				
WALGREEN CO	COM	931422109	4,415,971	146,710	X			1
			3,745,704	124,442		X	X	1
			-----	-----				
			8,161,675	271,152				
WASTE MGMT INC DEL	COM	94106L109	945,412	39,245	X			1
			138,035	5,730		X	X	1
			-----	-----				
			1,083,447	44,975				
WATSON PHARMACEUTICALS INC	COM	942683103	363,332	9,000	X			1
			162,490	4,025		X	X	1
			10,093	250	X			2
			-----	-----				
			535,915	13,275				
WAUSAU-MOSINEE PAPER CORP	COM	943315101	293,574	26,212	X			1
			58,800	5,250		X	X	1
			-----	-----				
			352,374	31,462				
WELLS FARGO & CO NEW	COM	949746101	11,166,120	221,550	X			1
			2,133,179	42,325		X	X	1
			-----	-----				
			13,299,299	263,875				
WEYERHAEUSER CO	COM	962166104	646,812	11,978	X			1
			305,262	5,653		X	X	1
			-----	-----				
			952,074	17,631				
WISCONSIN ENERGY CORP	COM	976657106	164,720	5,680	X			1
			94,250	3,250		X	X	1
			-----	-----				
			258,970	8,930				
WORTHINGTON INDS INC	COM	981811102	243,880	18,200	X			1
			89,780	6,700		X	X	1
			-----	-----				
			333,660	24,900				
WRIGLEY WM JR CO	COM	982526105	231,668	4,120	X			1
			174,313	3,100		X	X	1
			-----	-----				
			405,981	7,220				
WYETH	COM	983024100	1,323,184	29,049	X			1
			168,536	3,700		X	X	1
			-----	-----				
			1,491,720	32,749				
ZIMMER HLDGS INC	COM	98956P102	727,516	16,149	X			1
			480,145	10,658		X	X	1
			-----	-----				
			1,207,661	26,807				

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GRAND TOTAL

660,504,972