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REGIONS FINANCIAL CORP  
Form 13F-HR  
February 13, 2002

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

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: December 31, 2001

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 Director of Investor Relations  
Phone: 205/326-7090

Signature, Place, and Date of Signing:

/s/Ronald C. Jackson                      Birmingham, Alabama                      February 13, 2002  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

[X] 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: 749

Form 13F Information Table Value Total: \$2,369,986(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<br>NAME OF ISSUER      | COLUMN 2<br>TITLE OF CLASS | COLUMN 3<br>CUSIP | COLUMN 4<br>VALUE<br>(THOUSANDS) | COLUMN 5<br>SHRS OR SH/<br>PRN AMT PRN PUT/<br>CALL |
|---------------------------------|----------------------------|-------------------|----------------------------------|---|
| GLOBAL CROSSING LTD             | COM                        | G3921A100         | 3                                | 4,130   |
| GLOBAL CROSSING LTD             | COM                        | G3921A100         | 6                                | 7,353   |
| HILFIGER TOMMY CORP             | ORD                        | G8915Z102         | 2,750                            | 200,000   |
| TRANSOCEAN SEDCO FOREX INC      | ORD                        | G90078109         | 245                              | 7,255   |
| TRANSOCEAN SEDCO FOREX INC      | ORD                        | G90078109         | 157                              | 4,633   |
| AFLAC INC                       | COM                        | 001055102         | 7,577                            | 308,510   |
| AFLAC INC                       | COM                        | 001055102         | 412                              | 16,784  |
| AGL RES INC                     | COM                        | 001204106         | 88                               | 3,828   |
| AGL RES INC                     | COM                        | 001204106         | 347                              | 15,076  |
| AOL TIME WARNER INC             | COM                        | 00184A105         | 4,134                            | 128,777   |
| AOL TIME WARNER INC             | COM                        | 00184A105         | 674                              | 20,990  |
| A T & T CORP                    | COM                        | 001957109         | 2,523                            | 139,079   |
| A T & T CORP                    | COM                        | 001957109         | 1,002                            | 55,261  |
| AT & T WIRELESS SERVICES INC    | COM                        | 00209A106         | 356                              | 24,786  |
| AT & T WIRELESS SERVICES INC    | COM                        | 00209A106         | 262                              | 18,230  |
| ABBOTT LABORATORIES             | COM                        | 002824100         | 7,234                            | 129,750   |
| ABBOTT LABORATORIES             | COM                        | 002824100         | 1,585                            | 28,432  |
| ABERCROMBIE & FITCH CO CLASS A  | CL A                       | 002896207         | 10,333                           | 389,465   |
| ABERCROMBIE & FITCH CO CLASS A  | CL A                       | 002896207         | 74                               | 2,800   |
| AEGON N V                       | ORD AMER REG               | 007924103         | 591                              | 22,089  |
| AEGON N V                       | ORD AMER REG               | 007924103         | 534                              | 19,943  |
| AETNA INC                       | COM                        | 00817Y108         | 233                              | 7,059   |
| AETNA INC                       | COM                        | 00817Y108         | 11                               | 330   |
| AFFILIATED COMPUTER SVCS INC    | CL A                       | 008190100         | 1,104                            | 10,400  |
| AGILENT TECHNOLOGIES INC        | COM                        | 00846U101         | 2,658                            | 93,234  |
| AGILENT TECHNOLOGIES INC        | COM                        | 00846U101         | 154                              | 5,401   |
| AIR PRODUCTS & CHEMICALS INC    | COM                        | 009158106         | 136                              | 2,900   |
| AIR PRODUCTS & CHEMICALS INC    | COM                        | 009158106         | 338                              | 7,208   |
| AKZO NOBEL N. V. ADR            | SPONSORED ADR              | 010199305         | 220                              | 4,896   |
| AKZO NOBEL N. V. ADR            | SPONSORED ADR              | 010199305         | 9                                | 190   |
| ALABAMA NATL BANCORPORATION DEL | COM                        | 010317105         | 324                              | 9,625   |
| ALBERTSONS INC                  | COM                        | 013104104         | 4,065                            | 129,082   |
| ALBERTSONS INC                  | COM                        | 013104104         | 13                               | 400   |
| ALCOA INC                       | COM                        | 013817101         | 4,087                            | 114,975   |
| ALCOA INC                       | COM                        | 013817101         | 251                              | 7,065   |
| ALEXANDER & BALDWIN INC COM     | COM                        | 014482103         | 969                              | 36,299  |
| ALFA CORP                       | COM                        | 015385107         | 331                              | 14,734  |
| ALFA CORP                       | COM                        | 015385107         | 487                              | 21,698  |

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|                                |                |           |        |         |
|--------------------------------|----------------|-----------|--------|---------|
| ALLEGHENY ENERGY INC           | COM            | 017361106 | 196    | 5,400   |
| ALLEGHENY ENERGY INC           | COM            | 017361106 | 51     | 1,400   |
| ALLIANCE CAP MGMT HLDG L P     | UNIT LTD PARTN | 01855A101 | 516    | 10,680  |
| ALLSTATE CORP                  | COM            | 020002101 | 2,015  | 59,787  |
| ALLSTATE CORP                  | COM            | 020002101 | 425    | 12,600  |
| ALLTEL CORP                    | COM            | 020039103 | 4,684  | 75,871  |
| ALLTEL CORP                    | COM            | 020039103 | 401    | 6,501   |
| AMERADA HESS CORP              | COM            | 023551104 | 3,484  | 55,750  |
| AMERADA HESS CORP              | COM            | 023551104 | 25     | 400     |
| AMEREN CORP                    | COM            | 023608102 | 201    | 4,759   |
| AMEREN CORP                    | COM            | 023608102 | 68     | 1,600   |
| AMERICAN EAGLE OUTFITTERS IN   | COM            | 02553E106 | 3,140  | 120,000 |
| AMERICAN ELECTRIC POWER INC    | COM            | 025537101 | 922    | 21,190  |
| AMERICAN ELECTRIC POWER INC    | COM            | 025537101 | 22     | 512     |
| AMERICAN EXPRESS CO            | COM            | 025816109 | 7,427  | 208,089 |
| AMERICAN EXPRESS CO            | COM            | 025816109 | 1,898  | 53,192  |
| AMERICAN GREETINGS CORP CL A   | CL A           | 026375105 | 70     | 5,100   |
| AMERICAN GREETINGS CORP CL A   | CL A           | 026375105 | 124    | 9,000   |
| AMERICAN HOME PRODUCTS CORP    | COM            | 026609107 | 35,196 | 573,603 |
| AMERICAN HOME PRODUCTS CORP    | COM            | 026609107 | 6,763  | 110,219 |
| AMERICAN INTL GROUP INC        | COM            | 026874107 | 15,254 | 192,111 |
| AMERICAN INTL GROUP INC        | COM            | 026874107 | 3,310  | 41,694  |
| AMERICAN STD COS INC DEL       | COM            | 029712106 | 1,365  | 20,000  |
| AMERISOURCEBERGEN CORP         | COM            | 03073E105 | 1,017  | 16,000  |
| AMGEN INC                      | COM            | 031162100 | 7,031  | 124,577 |
| AMGEN INC                      | COM            | 031162100 | 546    | 9,677   |
| AMSOUTH BANCORPORATION         | COM            | 032165102 | 8,079  | 427,483 |
| AMSOUTH BANCORPORATION         | COM            | 032165102 | 7,975  | 421,946 |
| ANADARKO PETE CORP             | COM            | 032511107 | 4,497  | 79,098  |
| ANADARKO PETE CORP             | COM            | 032511107 | 60     | 1,047   |
| ANDRX GROUP                    | COM            | 034553107 | 3,521  | 50,000  |
| ANHEUSER BUSCH COS INC         | COM            | 035229103 | 15,453 | 341,799 |
| ANHEUSER BUSCH COS INC         | COM            | 035229103 | 742    | 16,405  |
| AON CORP                       | COM            | 037389103 | 1,019  | 28,675  |
| APPLERA CORP APPLID BIOSYS     | COM AP BIO GRP | 038020103 | 236    | 6,000   |
| APPLERA CORP APPLID BIOSYS     | COM AP BIO GRP | 038020103 | 165    | 4,200   |
| APPLIED MATLS INC              | COM            | 038222105 | 2,299  | 57,342  |
| APPLIED MATLS INC              | COM            | 038222105 | 169    | 4,225   |
| ASTRAZENECA PLC                | SPONSORED ADR  | 046353108 | 270    | 5,800   |
| AUBURN NATIONAL BANCORPORATION | COM            | 050473107 | 165    | 14,500  |
| AUBURN NATIONAL BANCORPORATION | COM            | 050473107 | 323    | 28,450  |
| AUTOMATIC DATA PROCESSING INC  | COM            | 053015103 | 1,572  | 26,681  |
| AUTOMATIC DATA PROCESSING INC  | COM            | 053015103 | 703    | 11,930  |
| AVANT IMMUNOTHERAPEUTICS INC   | COM            | 053491106 | 46     | 11,542  |
| AVON PRODS INC                 | COM            | 054303102 | 58     | 1,250   |
| AVON PRODS INC                 | COM            | 054303102 | 239    | 5,136   |
| BISYS GROUP INC                | COM            | 055472104 | 1,664  | 26,000  |
| BJS WHSL CLUB INC              | COM            | 05548J106 | 3,087  | 70,000  |
| BJ SVCS CO                     | COM            | 055482103 | 3,796  | 116,970 |
| BJ SVCS CO                     | COM            | 055482103 | 13     | 400     |
| BP PLC ADR                     | SPONSORED ADR  | 055622104 | 10,936 | 235,139 |
| BP PLC ADR                     | SPONSORED ADR  | 055622104 | 2,994  | 64,383  |
| BMC SOFTWARE INC               | COM            | 055921100 | 2,505  | 153,046 |
| BMC SOFTWARE INC               | COM            | 055921100 | 2      | 100     |
| BANK AMER CORP                 | COM            | 060505104 | 22,103 | 351,123 |
| BANK AMER CORP                 | COM            | 060505104 | 14,184 | 225,323 |
| BANK NEW YORK INC              | COM            | 064057102 | 5,007  | 122,730 |
| BANK NEW YORK INC              | COM            | 064057102 | 587    | 14,380  |
| BANK ONE CORP                  | COM            | 06423A103 | 261    | 6,690   |
| BANK ONE CORP                  | COM            | 06423A103 | 384    | 9,823   |
| BARRICK GOLD CORP              | COM            | 067901108 | 213    | 13,357  |
| BARR LABS INC                  | COM            | 068306109 | 1,587  | 20,000  |

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|                                      |                |           |        |         |
|--------------------------------------|----------------|-----------|--------|---------|
| BAXTER INTERNATIONAL INC             | COM            | 071813109 | 2,217  | 41,338  |
| BAXTER INTERNATIONAL INC             | COM            | 071813109 | 742    | 13,838  |
| BEAR STEARNS COS INC                 | COM            | 073902108 | 222    | 3,787   |
| BEAR STEARNS COS INC                 | COM            | 073902108 | 69     | 1,177   |
| BECKMAN COULTER INC                  | COM            | 075811109 | 886    | 20,000  |
| BECTON DICKINSON & CO                | COM            | 075887109 | 305    | 9,200   |
| BECTON DICKINSON & CO                | COM            | 075887109 | 33     | 1,008   |
| BED BATH & BEYOND INC                | COM            | 075896100 | 1,311  | 38,680  |
| BED BATH & BEYOND INC                | COM            | 075896100 | 27     | 800     |
| BELLSOUTH CORP                       | COM            | 079860102 | 9,522  | 249,599 |
| BELLSOUTH CORP                       | COM            | 079860102 | 5,649  | 148,082 |
| BERKSHIRE HATHAWAY INC DEL CL A CL A |                | 084670108 | 605    | 8       |
| BERKSHIRE HATHAWAY INC DEL CL A CL A |                | 084670108 | 1,512  | 20      |
| BERKSHIRE HATHAWAY INC DEL CL B      |                | 084670207 | 1,134  | 449     |
| BERKSHIRE HATHAWAY INC DEL CL B      |                | 084670207 | 631    | 250     |
| BEST BUY INC                         | COM            | 086516101 | 749    | 10,050  |
| BEST BUY INC                         | COM            | 086516101 | 25     | 340     |
| BIOCRYST PHARMACEUTICALS INC         | COM            | 09058V103 | 6      | 1,500   |
| BIOCRYST PHARMACEUTICALS INC         | COM            | 09058V103 | 452    | 114,054 |
| BLACK HILLS CORP                     | COM            | 092113109 | 1,692  | 50,000  |
| BLACKROCK INSD MUN TERM TR INC       | COM            | 092474105 | 266    | 25,000  |
| BLOCK H & R INC                      | COM            | 093671105 | 279    | 6,250   |
| BLOCK H & R INC                      | COM            | 093671105 | 215    | 4,800   |
| BLOUNT INTL INC NEW                  | COM            | 095180105 | 131    | 41,851  |
| BOEING CO                            | COM            | 097023105 | 10,226 | 263,699 |
| BOEING CO                            | COM            | 097023105 | 312    | 8,056   |
| BRISTOL MYERS SQUIBB CO              | COM            | 110122108 | 29,575 | 579,903 |
| BRISTOL MYERS SQUIBB CO              | COM            | 110122108 | 6,832  | 133,952 |
| BURLINGTON NORTHN SANTA FE CORP      | COM            | 12189T104 | 3,302  | 115,748 |
| BURLINGTON NORTHN SANTA FE CORP      | COM            | 12189T104 | 201    | 7,044   |
| BURLINGTON RESOURCES INC             | COM            | 122014103 | 510    | 13,597  |
| BURLINGTON RESOURCES INC             | COM            | 122014103 | 158    | 4,204   |
| CDW COMPUTER CTRS INC                | COM            | 125129106 | 2,686  | 50,000  |
| CIGNA CORP                           | COM            | 125509109 | 28     | 300     |
| CIGNA CORP                           | COM            | 125509109 | 203    | 2,196   |
| CSG SYS INTL INC                     | COM            | 126349109 | 1,214  | 30,000  |
| CSX CORP                             | COM            | 126408103 | 278    | 7,940   |
| CSX CORP                             | COM            | 126408103 | 71     | 2,020   |
| CVS CORPORATION (DEL)                | COM            | 126650100 | 1,406  | 47,510  |
| CVS CORPORATION (DEL)                | COM            | 126650100 | 211    | 7,114   |
| CADENCE DESIGN SYS INC               | COM            | 127387108 | 2,192  | 100,000 |
| CAMPBELL SOUP CO                     | COM            | 134429109 | 349    | 11,680  |
| CAMPBELL SOUP CO                     | COM            | 134429109 | 18     | 600     |
| CARLISLE COS INC                     | COM            | 142339100 | 214    | 5,800   |
| CATELLUS DEV CORP                    | COM            | 149111106 | 1,180  | 64,134  |
| CATERPILLAR INC                      | COM            | 149123101 | 7,155  | 136,942 |
| CATERPILLAR INC                      | COM            | 149123101 | 484    | 9,268   |
| CENTURYTEL INC                       | COM            | 156700106 | 11,260 | 343,287 |
| CENTURYTEL INC                       | COM            | 156700106 | 26     | 800     |
| CHEVRONTEXACO CORP                   | COM            | 166764100 | 25,570 | 285,346 |
| CHEVRONTEXACO CORP                   | COM            | 166764100 | 3,589  | 40,054  |
| CHICOS FAS INC                       | COM            | 168615102 | 2,382  | 60,000  |
| CHIRON CORP                          | COM            | 170040109 | 627    | 14,300  |
| CHIRON CORP                          | COM            | 170040109 | 35     | 800     |
| CIENA CORP                           | COM            | 171779101 | 5,585  | 390,280 |
| CIENA CORP                           | COM            | 171779101 | 3      | 200     |
| CINERGY CORP                         | COM            | 172474108 | 123    | 3,687   |
| CINERGY CORP                         | COM            | 172474108 | 401    | 12,000  |
| CIRCUIT CITY STORES GROUP            | CIRCT CITY GRP | 172737108 | 452    | 17,429  |
| CIRCUIT CITY STORES GROUP            | CIRCT CITY GRP | 172737108 | 57     | 2,201   |
| CISCO SYS INC                        | COM            | 17275R102 | 18,000 | 993,934 |
| CISCO SYS INC                        | COM            | 17275R102 | 1,134  | 62,606  |

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|                              |                |           |        |         |
|------------------------------|----------------|-----------|--------|---------|
| CIRRUS LOGIC INC             | COM            | 172755100 | 1,322  | 100,000 |
| CITIGROUP INC                | COM            | 172967101 | 28,318 | 560,979 |
| CITIGROUP INC                | COM            | 172967101 | 6,036  | 119,573 |
| CLOROX CO                    | COM            | 189054109 | 3,795  | 95,947  |
| CLOROX CO                    | COM            | 189054109 | 358    | 9,054   |
| COACH INC                    | COM            | 189754104 | 177    | 4,530   |
| COACH INC                    | COM            | 189754104 | 33     | 834     |
| COCA COLA CO                 | COM            | 191216100 | 46,941 | 995,573 |
| COCA COLA CO                 | COM            | 191216100 | 44,308 | 939,715 |
| COCA COLA ENTERPRISES INC    | COM            | 191219104 | 2      | 125     |
| COCA COLA ENTERPRISES INC    | COM            | 191219104 | 9,715  | 512,927 |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 6,234  | 107,946 |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 16,021 | 277,428 |
| COLONIAL BANCGROUP INC       | COM            | 195493309 | 171    | 12,166  |
| COLONIAL BANCGROUP INC       | COM            | 195493309 | 146    | 10,388  |
| COLONIAL PPTYS TR (REIT)     | COM SH BEN INT | 195872106 | 44     | 1,400   |
| COLONIAL PPTYS TR (REIT)     | COM SH BEN INT | 195872106 | 371    | 11,925  |
| COMCAST CORP CL A SPL        | CL A SPL       | 200300200 | 2,293  | 63,700  |
| COMERICA INC                 | COM            | 200340107 | 4,618  | 80,600  |
| COMPASS BANCSHARES, INC.     | COM            | 20449H109 | 2,467  | 87,179  |
| COMPASS BANCSHARES, INC.     | COM            | 20449H109 | 2,618  | 92,521  |
| COMPAQ COMPUTER CORP         | COM            | 204493100 | 1,760  | 180,278 |
| COMPAQ COMPUTER CORP         | COM            | 204493100 | 246    | 25,211  |
| COMVERSE TECHNOLOGY INC      | COM PAR \$0.10 | 205862402 | 360    | 16,090  |
| COMVERSE TECHNOLOGY INC      | COM PAR \$0.10 | 205862402 | 67     | 3,000   |
| CONAGRA FOODS INC COM        | COM            | 205887102 | 4,180  | 175,850 |
| CONAGRA FOODS INC COM        | COM            | 205887102 | 257    | 10,812  |
| CONEXANT SYS INC             | COM            | 207142100 | 218    | 15,210  |
| CONEXANT SYS INC             | COM            | 207142100 | 42     | 2,914   |
| CONOCO INC                   | COM            | 208251504 | 4,751  | 167,868 |
| CONOCO INC                   | COM            | 208251504 | 211    | 7,456   |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 135    | 3,351   |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 167    | 4,150   |
| COOPER CAMERON CORP          | COM            | 216640102 | 466    | 11,539  |
| COOPER CAMERON CORP          | COM            | 216640102 | 24     | 605     |
| CORNING INC                  | COM            | 219350105 | 2,738  | 306,945 |
| CORNING INC                  | COM            | 219350105 | 89     | 10,009  |
| COSTCO WHSL CORP             | COM            | 22160K105 | 5,321  | 119,890 |
| COSTCO WHSL CORP             | COM            | 22160K105 | 470    | 10,600  |
| COVANTA ENERGY CORP          | COM            | 22281N103 | 108    | 24,000  |
| DPL INC                      | COM            | 233293109 | 1,047  | 43,494  |
| DST SYS INC DEL              | COM            | 233326107 | 997    | 20,000  |
| DTE ENERGY CO                | COM            | 233331107 | 198    | 4,730   |
| DTE ENERGY CO                | COM            | 233331107 | 2      | 50      |
| DELL COMPUTER CORP           | COM            | 247025109 | 2,141  | 78,782  |
| DELL COMPUTER CORP           | COM            | 247025109 | 513    | 18,887  |
| DELPHI AUTOMOTIVE SYS CORP   | COM            | 247126105 | 5,962  | 436,461 |
| DELPHI AUTOMOTIVE SYS CORP   | COM            | 247126105 | 93     | 6,832   |
| DELTA AIR LINES INC          | COM            | 247361108 | 304    | 10,390  |
| DELTA AIR LINES INC          | COM            | 247361108 | 79     | 2,688   |
| DELTIC TIMBER CORP           | COM            | 247850100 | 504    | 18,386  |
| DIAL CORP NEW COM            | COM            | 25247D101 | 1,590  | 92,696  |
| DIAL CORP NEW COM            | COM            | 25247D101 | 131    | 7,661   |
| DIAMOND OFFSHORE DRILLNG INC | COM            | 25271C102 | 1,635  | 53,785  |
| DIAMOND OFFSHORE DRILLNG INC | COM            | 25271C102 | 3      | 100     |
| DIEBOLD INC                  | COM            | 253651103 | 304    | 7,523   |
| DILLARDS INC                 | CL A           | 254067101 | 149    | 9,292   |
| DILLARDS INC                 | CL A           | 254067101 | 134    | 8,400   |
| WALT DISNEY COMPANY          | COM DISNEY     | 254687106 | 1,820  | 87,814  |
| WALT DISNEY COMPANY          | COM DISNEY     | 254687106 | 1,386  | 66,899  |
| DOLLAR TREE STORES INC       | COM            | 256747106 | 3,091  | 100,000 |
| DOMINION RES INC VA NEW      | COM            | 25746U109 | 2,889  | 48,067  |

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|                                 |                |           |        |           |
|---------------------------------|----------------|-----------|--------|-----------|
| DOMINION RES INC VA NEW         | COM            | 25746U109 | 66     | 1,100     |
| DOVER CORP                      | COM            | 260003108 | 1,003  | 27,044    |
| DOVER CORP                      | COM            | 260003108 | 228    | 6,145     |
| DOW CHEM CO COM                 | COM            | 260543103 | 1,472  | 43,568    |
| DOW CHEM CO COM                 | COM            | 260543103 | 582    | 17,219    |
| DREYFUS STRATEGIC MUNS INC      | COM            | 261932107 | 504    | 50,183    |
| DREYFUS STRATEGIC MUNS INC      | COM            | 261932107 | 34     | 3,400     |
| DREYFUS STRATEGIC MUN BD FD INC | COM            | 26202F107 | 433    | 51,548    |
| DU PONT E I DE NEMOURS & CO     | COM            | 263534109 | 14,095 | 331,563   |
| DU PONT E I DE NEMOURS & CO     | COM            | 263534109 | 2,354  | 55,381    |
| DUFF & PHELPS UTILS INCOME, INC | COM            | 264324104 | 225    | 20,329    |
| DUFF & PHELPS UTILS INCOME, INC | COM            | 264324104 | 144    | 12,980    |
| DUKE ENERGY CORP                | COM            | 264399106 | 6,753  | 172,001   |
| DUKE ENERGY CORP                | COM            | 264399106 | 706    | 17,974    |
| DURECT CORP                     | COM            | 266605104 | 366    | 31,617    |
| E M C CORP MASS                 | COM            | 268648102 | 7,424  | 552,391   |
| E M C CORP MASS                 | COM            | 268648102 | 524    | 38,977    |
| E TRADE GROUP INC               | COM            | 269246104 | 5,445  | 531,250   |
| E TRADE GROUP INC               | COM            | 269246104 | 5      | 500       |
| EATON CORP                      | COM            | 278058102 | 293    | 3,932     |
| EATON VANCE MUNICIPAL INCOME FD | SH BEN INT     | 27826U108 | 462    | 33,332    |
| EL PASO CORP                    | COM            | 28336L109 | 385    | 8,625     |
| EL PASO CORP                    | COM            | 28336L109 | 473    | 10,593    |
| ELECTRONIC ARTS                 | COM            | 285512109 | 2,638  | 44,000    |
| ELECTRONIC ARTS                 | COM            | 285512109 | 282    | 4,700     |
| ELECTRONIC DATA SYS CORP NEW    | COM            | 285661104 | 4,732  | 69,037    |
| ELECTRONIC DATA SYS CORP NEW    | COM            | 285661104 | 964    | 14,056    |
| EMERSON ELECTRIC CO             | COM            | 291011104 | 6,890  | 120,669   |
| EMERSON ELECTRIC CO             | COM            | 291011104 | 537    | 9,410     |
| ENERGEN CORP                    | COM            | 29265N108 | 141    | 5,700     |
| ENERGEN CORP                    | COM            | 29265N108 | 238    | 9,650     |
| ENERGYSOUTH INC                 | COM            | 292970100 | 1,310  | 54,473    |
| ENERGYSOUTH INC                 | COM            | 292970100 | 48     | 2,000     |
| ENTERGY CORP                    | COM            | 29364G103 | 560    | 14,309    |
| ENTERGY CORP                    | COM            | 29364G103 | 82     | 2,100     |
| EQUITABLE RES INC               | COM            | 294549100 | 1,439  | 42,250    |
| EQUITY INCOME FUND              | UT 1 EX SR-ATT | 294700703 | 362    | 3,083     |
| EQUITY INCOME FUND              | UT 1 EX SR-ATT | 294700703 | 53     | 450       |
| EXELON CORP                     | COM            | 30161N101 | 287    | 5,988     |
| EXELON CORP                     | COM            | 30161N101 | 108    | 2,246     |
| EXPRESS SCRIPTS INC             | COM            | 302182100 | 1,309  | 28,000    |
| EXXON MOBIL CORP                | COM            | 30231G102 | 58,043 | 1,476,925 |
| EXXON MOBIL CORP                | COM            | 30231G102 | 15,676 | 398,888   |
| FPL GROUP INC                   | COM            | 302571104 | 2,990  | 53,009    |
| FPL GROUP INC                   | COM            | 302571104 | 85     | 1,500     |
| FAMILY DOLLAR STORES INC        | COM            | 307000109 | 824    | 27,500    |
| FAMILY DOLLAR STORES INC        | COM            | 307000109 | 9      | 300       |
| FEDERAL HOME LN MTG CORP        | COM            | 313400301 | 9,500  | 145,257   |
| FEDERAL HOME LN MTG CORP        | COM            | 313400301 | 29     | 436       |
| FEDERAL NATIONAL MORTGAGE ASSN  | COM            | 313586109 | 11,732 | 147,573   |
| FEDERAL NATIONAL MORTGAGE ASSN  | COM            | 313586109 | 975    | 12,267    |
| FEDEX CORP                      | COM            | 31428X106 | 1,976  | 38,083    |
| FEDEX CORP                      | COM            | 31428X106 | 48     | 929       |
| FIRST DATA CORP                 | COM            | 319963104 | 1,127  | 14,365    |
| FIRST DATA CORP                 | COM            | 319963104 | 149    | 1,902     |
| FIRST HEALTH GROUP CORP         | COM            | 320960107 | 1,237  | 50,000    |
| FIRST HEALTH GROUP CORP         | COM            | 320960107 | 10     | 400       |
| FIRST TENNESSEE NATIONAL CORP   | COM            | 337162101 | 217    | 5,992     |
| FIRST VIRGINIA BANKSHARES, INC. | COM            | 337477103 | 1,199  | 23,619    |
| FIRSTENERGY CORP                | COM            | 337932107 | 248    | 7,091     |
| FIRSTENERGY CORP                | COM            | 337932107 | 7      | 190       |
| FLEETBOSTON FINL CORP           | COM            | 339030108 | 6,925  | 189,723   |

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|                                |                |           |        |           |
|--------------------------------|----------------|-----------|--------|-----------|
| FLEETBOSTON FINL CORP          | COM            | 339030108 | 84     | 2,302     |
| FLEMING COMPANIES INC          | COM            | 339130106 | 336    | 18,150    |
| FLORIDA ROCK INDS INC          | COM            | 341140101 | 323    | 8,824     |
| FLORIDA ROCK INDS INC          | COM            | 341140101 | 39     | 1,057     |
| FOOT LOCKER INC                | COM            | 344849104 | 200    | 12,800    |
| FORD MTR CO DEL                | COM PAR \$0.01 | 345370860 | 3,665  | 233,137   |
| FORD MTR CO DEL                | COM PAR \$0.01 | 345370860 | 439    | 27,913    |
| FOREST LABS INC                | COM            | 345838106 | 2,652  | 32,365    |
| FOREST LABS INC                | COM            | 345838106 | 16     | 200       |
| FORTUNE BRANDS INC             | COM            | 349631101 | 649    | 16,395    |
| FORTUNE BRANDS INC             | COM            | 349631101 | 185    | 4,680     |
| FRONTIER AIRLINES              | COM            | 359065109 | 850    | 50,000    |
| GALLAGHER ARTHUR J & CO        | COM            | 363576109 | 1,725  | 50,000    |
| GALLAHER GROUP PLC             | SPONSORED ADR  | 363595109 | 447    | 16,572    |
| GALLAHER GROUP PLC             | SPONSORED ADR  | 363595109 | 99     | 3,680     |
| GANNETT INC                    | COM            | 364730101 | 964    | 14,345    |
| GANNETT INC                    | COM            | 364730101 | 836    | 12,434    |
| GAP INC                        | COM            | 364760108 | 3,970  | 284,800   |
| GAP INC                        | COM            | 364760108 | 3      | 200       |
| GENENTECH INC                  | COM NEW        | 368710406 | 9      | 157       |
| GENENTECH INC                  | COM NEW        | 368710406 | 293    | 5,400     |
| GENERAL DYNAMICS CORP          | COM            | 369550108 | 4,568  | 57,353    |
| GENERAL DYNAMICS CORP          | COM            | 369550108 | 19     | 234       |
| GENERAL ELECTRIC CO            | COM            | 369604103 | 62,123 | 1,549,988 |
| GENERAL ELECTRIC CO            | COM            | 369604103 | 24,437 | 609,703   |
| GENERAL MILLS INC              | COM            | 370334104 | 8,251  | 158,650   |
| GENERAL MILLS INC              | COM            | 370334104 | 693    | 13,317    |
| GENERAL MOTORS CORP            | COM            | 370442105 | 5,135  | 105,652   |
| GENERAL MOTORS CORP            | COM            | 370442105 | 670    | 13,777    |
| GENERAL MTRS CORP CLASS H NEW  | CL H NEW       | 370442832 | 1,200  | 77,684    |
| GENERAL MTRS CORP CLASS H NEW  | CL H NEW       | 370442832 | 26     | 1,708     |
| GENUINE PARTS CO               | COM            | 372460105 | 1,375  | 37,455    |
| GENUINE PARTS CO               | COM            | 372460105 | 758    | 20,645    |
| GENZYME CORP                   | COM GENL DIV   | 372917104 | 4,789  | 80,000    |
| GEORGIA PAC CORP               | COM GA PAC GRP | 373298108 | 2,979  | 107,908   |
| GEORGIA PAC CORP               | COM GA PAC GRP | 373298108 | 55     | 2,000     |
| GILEAD SCIENCES INC            | COM            | 375558103 | 4,600  | 70,000    |
| GILLETTE CO                    | COM            | 375766102 | 4,096  | 122,633   |
| GILLETTE CO                    | COM            | 375766102 | 2,458  | 73,579    |
| GLAXO SMITHKLINE               | SPONSORED ADR  | 37733W105 | 187    | 3,761     |
| GLAXO SMITHKLINE               | SPONSORED ADR  | 37733W105 | 102    | 2,050     |
| GRAY COMMUNICATIONS SYSTEM INC | COM            | 389190109 | 1,562  | 112,502   |
| HCB BANCSHARES INC             | COM            | 40413N106 | 2,592  | 204,855   |
| HALLIBURTON CO                 | COM            | 406216101 | 277    | 21,115    |
| HALLIBURTON CO                 | COM            | 406216101 | 164    | 12,494    |
| HARTFORD FINL SVCS GROUP INC   | COM            | 416515104 | 214    | 3,405     |
| HARTFORD FINL SVCS GROUP INC   | COM            | 416515104 | 14     | 225       |
| HEALTHSOUTH CORP               | COM            | 421924101 | 80     | 5,375     |
| HEALTHSOUTH CORP               | COM            | 421924101 | 106    | 7,150     |
| HEALTH MGMT ASSOC INC NEW      | CL A           | 421933102 | 368    | 20,000    |
| HEINZ H J CO                   | COM            | 423074103 | 1,963  | 47,736    |
| HEINZ H J CO                   | COM            | 423074103 | 360    | 8,745     |
| HERSHEY FOODS CORP             | COM            | 427866108 | 934    | 13,798    |
| HERSHEY FOODS CORP             | COM            | 427866108 | 699    | 10,332    |
| HEWLETT PACKARD CO             | COM            | 428236103 | 1,601  | 77,945    |
| HEWLETT PACKARD CO             | COM            | 428236103 | 648    | 31,541    |
| HIBERNIA CORP                  | CL A           | 428656102 | 444    | 24,976    |
| HILTON HOTELS                  | COM            | 432848109 | 1,278  | 116,993   |
| HOME DEPOT INC                 | COM            | 437076102 | 26,255 | 514,697   |
| HOME DEPOT INC                 | COM            | 437076102 | 1,885  | 36,948    |
| HONEYWELL INTERNATIONAL INC    | COM            | 438516106 | 680    | 20,101    |
| HONEYWELL INTERNATIONAL INC    | COM            | 438516106 | 370    | 10,933    |

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|                               |      |           |        |           |
|-------------------------------|------|-----------|--------|-----------|
| HOST MARRIOTT CORP NEW (REIT) | COM  | 44107P104 | 713    | 79,263    |
| HOUSEHOLD INTERNATIONAL CORP  | COM  | 441815107 | 365    | 6,308     |
| HOUSEHOLD INTERNATIONAL CORP  | COM  | 441815107 | 401    | 6,927     |
| HOUSTON EXPL CO               | COM  | 442120101 | 2,686  | 80,000    |
| ICN PHARMACEUTICALS INC NEW   | COM  | 448924100 | 1,518  | 45,300    |
| ICOS CORP                     | COM  | 449295104 | 2,298  | 40,000    |
| IDEC PHARMACEUTICALS CORP     | COM  | 449370105 | 4,825  | 70,000    |
| INPRIMIS INC                  | COM  | 45769X103 |        | 10,000    |
| INSURED MUNICIPAL INCOME FUND | COM  | 45809F104 | 600    | 44,583    |
| INSURED MUNICIPAL INCOME FUND | COM  | 45809F104 | 12     | 865       |
| INTEGRATED DEVICE TECH INC    | COM  | 458118106 | 1,861  | 70,000    |
| INTEL CORP                    | COM  | 458140100 | 54,934 | 1,746,725 |
| INTEL CORP                    | COM  | 458140100 | 6,929  | 220,317   |
| INTERGRAPH CORP               | COM  | 458683109 | 416    | 30,250    |
| INTERGRAPH CORP               | COM  | 458683109 | 48     | 3,500     |
| INTL BUSINESS MACHINES CORP   | COM  | 459200101 | 54,109 | 447,328   |
| INTL BUSINESS MACHINES CORP   | COM  | 459200101 | 7,254  | 59,967    |
| INTL FLAVORS & FRAGRANCES INC | COM  | 459506101 | 125    | 4,208     |
| INTL FLAVORS & FRAGRANCES INC | COM  | 459506101 | 114    | 3,822     |
| INTERNATIONAL GAME TECHNOLOGY | COM  | 459902102 | 410    | 6,000     |
| INTERNATIONAL PAPER CO        | COM  | 460146103 | 9,024  | 223,654   |
| INTERNATIONAL PAPER CO        | COM  | 460146103 | 1,728  | 42,818    |
| INTERPUBLIC GROUP COS INC     | COM  | 460690100 | 83     | 2,794     |
| INTERPUBLIC GROUP COS INC     | COM  | 460690100 | 143    | 4,842     |
| INVESTMENT TECHNOLOGY GRP NE  | COM  | 46145F105 | 1,172  | 30,000    |
| IVAX CORP                     | COM  | 465823102 | 2,429  | 120,616   |
| JDS UNIPHASE CORP             | COM  | 46612J101 | 6,271  | 722,443   |
| JDS UNIPHASE CORP             | COM  | 46612J101 | 78     | 9,011     |
| JP MORGAN CHASE & CO          | COM  | 46625H100 | 13,102 | 360,454   |
| JP MORGAN CHASE & CO          | COM  | 46625H100 | 1,255  | 34,523    |
| JEFFERSON PILOT CORP          | COM  | 475070108 | 12,548 | 271,182   |
| JEFFERSON PILOT CORP          | COM  | 475070108 | 4,530  | 97,915    |
| JOHNSON & JOHNSON             | COM  | 478160104 | 54,828 | 927,718   |
| JOHNSON & JOHNSON             | COM  | 478160104 | 5,332  | 90,214    |
| JONES APPAREL GROUP INC       | COM  | 480074103 | 1,990  | 60,000    |
| KELLOGG CO                    | COM  | 487836108 | 137    | 4,545     |
| KELLOGG CO                    | COM  | 487836108 | 337    | 11,200    |
| KEYCORP NEW                   | COM  | 493267108 | 1,209  | 49,667    |
| KEYCORP NEW                   | COM  | 493267108 | 12     | 500       |
| KIMBERLY CLARK CORP           | COM  | 494368103 | 21,734 | 363,449   |
| KIMBERLY CLARK CORP           | COM  | 494368103 | 3,661  | 61,222    |
| KNIGHT RIDDER INC             | COM  | 499040103 | 2,071  | 31,897    |
| KRAFT FOODS INC               | CL A | 50075N104 | 809    | 23,765    |
| KRAFT FOODS INC               | CL A | 50075N104 | 7      | 200       |
| LEGG MASON INC                | COM  | 524901105 | 2,499  | 50,000    |
| LEHMAN BROS HLDGS INC         | COM  | 524908100 | 132    | 1,978     |
| LEHMAN BROS HLDGS INC         | COM  | 524908100 | 104    | 1,554     |
| LILLY ELI & CO                | COM  | 532457108 | 2,952  | 37,590    |
| LILLY ELI & CO                | COM  | 532457108 | 2,601  | 33,113    |
| LIMITED INC                   | COM  | 532716107 | 4,922  | 334,376   |
| LIMITED INC                   | COM  | 532716107 | 19     | 1,300     |
| LINCARE HLDGS INC             | COM  | 532791100 | 1,490  | 52,000    |
| LINCOLN NATIONAL CORP IND     | COM  | 534187109 | 6,726  | 138,480   |
| LINCOLN NATIONAL CORP IND     | COM  | 534187109 | 53     | 1,100     |
| LIZ CLAIBORNE INC             | COM  | 539320101 | 1,401  | 28,169    |
| LIZ CLAIBORNE INC             | COM  | 539320101 | 35     | 700       |
| LOCKHEED MARTIN CORP          | COM  | 539830109 | 98     | 2,099     |
| LOCKHEED MARTIN CORP          | COM  | 539830109 | 165    | 3,537     |
| LOEWS CORP                    | COM  | 540424108 | 7      | 130       |
| LOEWS CORP                    | COM  | 540424108 | 997    | 18,000    |
| LONE STAR TECHNOLOGIES INC    | COM  | 542312103 | 3,344  | 190,000   |
| LOUISIANA PACIFIC CORP        | COM  | 546347105 | 804    | 95,247    |



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|                                 |             |           |        |         |
|---------------------------------|-------------|-----------|--------|---------|
| LOWES COS INC                   | COM         | 548661107 | 15,728 | 338,900 |
| LOWES COS INC                   | COM         | 548661107 | 142    | 3,050   |
| LUCENT TECHNOLOGIES INC         | COM         | 549463107 | 153    | 24,222  |
| LUCENT TECHNOLOGIES INC         | COM         | 549463107 | 238    | 37,845  |
| MBNA CORP                       | COM         | 55262L100 | 327    | 9,286   |
| MBNA CORP                       | COM         | 55262L100 | 224    | 6,354   |
| MFS MULTIMARKET INCOME TRUST    | SH BEN INT  | 552737108 | 57     | 9,565   |
| MFS MULTIMARKET INCOME TRUST    | SH BEN INT  | 552737108 | 4      | 600     |
| MANULIFE FINL CORP              | COM         | 56501R106 | 216    | 8,299   |
| MARSH & MCLENNAN COS INC        | COM         | 571748102 | 3,663  | 34,087  |
| MARSH & MCLENNAN COS INC        | COM         | 571748102 | 820    | 7,634   |
| MARRIOTT INTL INC NEW           | CL A        | 571903202 | 5,104  | 125,548 |
| MARRIOTT INTL INC NEW           | CL A        | 571903202 | 297    | 7,300   |
| MASCO CORP                      | COM         | 574599106 | 249    | 10,150  |
| MASCO CORP                      | COM         | 574599106 | 453    | 18,500  |
| MATTEL, INC.                    | COM         | 577081102 | 211    | 12,266  |
| MATTEL, INC.                    | COM         | 577081102 | 53     | 3,100   |
| MAY DEPT STORES CO              | COM         | 577778103 | 100    | 2,700   |
| MAY DEPT STORES CO              | COM         | 577778103 | 186    | 5,022   |
| MAYTAG CORP                     | COM         | 578592107 | 22,051 | 710,648 |
| MAYTAG CORP                     | COM         | 578592107 | 73     | 2,350   |
| MCCORMICK & CO INC COMMON STOCK | COM         | 579780206 | 754    | 17,964  |
| MCCORMICK & CO INC COMMON STOCK | COM NON VTG | 579780206 | 37     | 888     |
| MCDONALDS CORP                  | COM NON VTG | 580135101 | 1,743  | 65,829  |
| MCDONALDS CORP                  | COM         | 580135101 | 1,476  | 55,750  |
| MCGRAW-HILL COMPANIES INC NEW   | COM         | 580645109 | 916    | 15,014  |
| MCGRAW-HILL COMPANIES INC NEW   | COM         | 580645109 | 85     | 1,400   |
| MCKESSON CORPORATION            | COM         | 58155Q103 | 186    | 4,968   |
| MCKESSON CORPORATION            | COM         | 58155Q103 | 127    | 3,383   |
| MEAD CORP                       | COM         | 582834107 | 1,636  | 52,965  |
| MEAD CORP                       | COM         | 582834107 | 2,540  | 82,228  |
| MEDICIS PHARMACEUTICAL CORP     | CL A NEW    | 584690309 | 210    | 3,250   |
| MEDIMMUNE INC                   | COM         | 584699102 | 1,670  | 36,030  |
| MEDTRONIC INC                   | COM         | 585055106 | 6,236  | 121,768 |
| MEDTRONIC INC                   | COM         | 585055106 | 794    | 15,500  |
| MELLON FINL CORP                | COM         | 58551A108 | 1,208  | 32,100  |
| MELLON FINL CORP                | COM         | 58551A108 | 45     | 1,200   |
| MERCK & CO INC                  | COM         | 589331107 | 17,402 | 295,950 |
| MERCK & CO INC                  | COM         | 589331107 | 9,207  | 156,586 |
| MERRILL LYNCH & CO INC          | COM         | 590188108 | 6,663  | 127,834 |
| MERRILL LYNCH & CO INC          | COM         | 590188108 | 3      | 50      |
| MICREL INC                      | COM         | 594793101 | 1,049  | 40,000  |
| MICROSOFT CORP                  | COM         | 594918104 | 47,932 | 723,499 |
| MICROSOFT CORP                  | COM         | 594918104 | 3,758  | 56,728  |
| MICROCHIP TECHNOLOGY INC        | COM         | 595017104 | 2,324  | 60,000  |
| MICRON TECHNOLOGY INC           | COM         | 595112103 | 490    | 15,810  |
| MICRON TECHNOLOGY INC           | COM         | 595112103 | 135    | 4,350   |
| MILLENNIUM PHARMACTCLS INC      | COM         | 599902103 | 4,414  | 180,100 |
| MINNESOTA MINING & MFG CO       | COM         | 604059105 | 2,609  | 22,071  |
| MINNESOTA MINING & MFG CO       | COM         | 604059105 | 2,209  | 18,688  |
| MIRANT CORP                     | COM         | 604675108 | 4,542  | 283,513 |
| MIRANT CORP                     | COM         | 604675108 | 580    | 36,202  |
| MORGAN STANLEY DEAN WITTER & CO | COM NEW     | 617446448 | 10,524 | 188,134 |
| MORGAN STANLEY DEAN WITTER & CO | COM NEW     | 617446448 | 530    | 9,468   |
| MOTOROLA INC                    | COM         | 620076109 | 2,548  | 169,621 |
| MOTOROLA INC                    | COM         | 620076109 | 503    | 33,500  |
| MUNI HOLDINGS FD II INC         | COM         | 625935101 | 135    | 10,900  |
| MUNI HOLDINGS INSD FD II INC    | COM         | 62625A102 | 128    | 10,000  |
| MUNI HOLDINGS INSD FD II INC    | COM         | 62625A102 | 9      | 700     |
| MURPHY OIL CORP                 | COM         | 626717102 | 1,609  | 19,150  |
| MYLAN LABORATORIES INC          | COM         | 628530107 | 1,500  | 40,000  |
| NASDAQ 100 TR                   | UNIT SER 1  | 631100104 | 18,723 | 481,175 |

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|                                |                |           |        |           |
|--------------------------------|----------------|-----------|--------|-----------|
| NASDAQ 100 TR                  | UNIT SER 1     | 631100104 | 110    | 2,836     |
| NATIONAL CITY CORP             | COM            | 635405103 | 230    | 7,852     |
| NATIONAL CITY CORP             | COM            | 635405103 | 58     | 2,000     |
| NATIONAL COMM FINL CORP        | COM            | 63545P104 | 2,530  | 100,000   |
| NATIONAL COMM FINL CORP        | COM            | 63545P104 | 89     | 3,499     |
| NATIONAL-OILWELL INC           | COM            | 637071101 | 1,237  | 60,000    |
| NETWORK APPLIANCE INC DELEWARE | COM            | 64120L104 | 1,567  | 71,644    |
| NIKE INC CL B                  | CL B           | 654106103 | 418    | 7,425     |
| NIKE INC CL B                  | CL B           | 654106103 | 62     | 1,100     |
| NOKIA CORP                     | SPONSORED ADR  | 654902204 | 5,609  | 228,640   |
| NOKIA CORP                     | SPONSORED ADR  | 654902204 | 772    | 31,456    |
| NOBLE DRILLING CORP            | COM            | 655042109 | 1,838  | 54,000    |
| NORFOLK SOUTHERN CORPORATION   | COM            | 655844108 | 305    | 16,641    |
| NORFOLK SOUTHERN CORPORATION   | COM            | 655844108 | 330    | 18,009    |
| NORTEL NETWORKS CORP NEW       | COM            | 656568102 | 2,042  | 273,777   |
| NORTEL NETWORKS CORP NEW       | COM            | 656568102 | 58     | 7,824     |
| NORTH FORK BANCORP INC N Y     | COM            | 659424105 | 3,199  | 100,000   |
| NUCOR CORP                     | COM            | 670346105 | 180    | 3,400     |
| NUCOR CORP                     | COM            | 670346105 | 85     | 1,600     |
| NUVEEN PERFORM PLUS MUN FD INC | COM            | 67062P108 | 178    | 12,650    |
| NUVEEN PERFORM PLUS MUN FD INC | COM            | 67062P108 | 10     | 700       |
| NVIDIA CORP                    | COM            | 67066G104 | 5,620  | 84,000    |
| NUVEEN DIVIDEND ADV MUNI 3     | COM SH BEN INT | 67070X101 | 272    | 20,000    |
| OGE ENERGY CORP                | COM            | 670837103 | 171    | 7,400     |
| OGE ENERGY CORP                | COM            | 670837103 | 54     | 2,350     |
| NUVEEN MUN VALUE FD INC        | COM            | 670928100 | 202    | 21,912    |
| NUVEEN MUN VALUE FD INC        | COM            | 670928100 | 34     | 3,666     |
| NUVEEN TEX QUAL INCM MUN FD    | COM            | 670983105 | 722    | 49,800    |
| OCCIDENTAL PETE CORP           | COM            | 674599105 | 552    | 20,796    |
| OCCIDENTAL PETE CORP           | COM            | 674599105 | 5      | 200       |
| OLD REPUBLIC INTL CORP         | COM            | 680223104 | 68     | 2,438     |
| OLD REPUBLIC INTL CORP         | COM            | 680223104 | 9,130  | 325,960   |
| OMNICOM GROUP                  | COM            | 681919106 | 109    | 1,219     |
| OMNICOM GROUP                  | COM            | 681919106 | 534    | 5,982     |
| ONEOK INC NEW                  | COM            | 682680103 | 332    | 18,606    |
| ORACLE CORPORATION             | COM            | 68389X105 | 10,305 | 746,185   |
| ORACLE CORPORATION             | COM            | 68389X105 | 536    | 38,814    |
| OUTBACK STEAKHOUSE INC         | COM            | 689899102 | 331    | 9,650     |
| OXFORD HEALTH PLANS INC        | COM            | 691471106 | 1,206  | 40,000    |
| PNC FINANCIAL SERVICES GROUP   | COM            | 693475105 | 112    | 1,990     |
| PNC FINANCIAL SERVICES GROUP   | COM            | 693475105 | 152    | 2,701     |
| PPG INDUSTRIES INC             | COM            | 693506107 | 7      | 126       |
| PPG INDUSTRIES INC             | COM            | 693506107 | 321    | 6,200     |
| PEMCO AVIATION GROUP INC       | COM            | 706444106 | 159    | 10,000    |
| PEOPLES BANCTRUST INC          | COM            | 709796106 | 4,760  | 405,100   |
| PEOPLES BANCTRUST INC          | COM            | 709796106 | 58     | 4,928     |
| PEPSICO INC                    | COM            | 713448108 | 23,459 | 481,799   |
| PEPSICO INC                    | COM            | 713448108 | 2,427  | 49,841    |
| PFIZER INC                     | COM            | 717081103 | 45,025 | 1,129,855 |
| PFIZER INC                     | COM            | 717081103 | 5,986  | 150,203   |
| PHARMACIA CORP                 | COM            | 71713U102 | 8,897  | 208,607   |
| PHARMACIA CORP                 | COM            | 71713U102 | 1,958  | 45,906    |
| PHILIP MORRIS COS INC          | COM            | 718154107 | 15,395 | 335,761   |
| PHILIP MORRIS COS INC          | COM            | 718154107 | 2,981  | 65,024    |
| PHILLIPS PETE CO               | COM            | 718507106 | 10,025 | 166,360   |
| PHILLIPS PETE CO               | COM            | 718507106 | 84     | 1,400     |
| PIONEER NATURAL RESOURCES CO   | COM            | 723787107 | 992    | 51,500    |
| PITNEY BOWES INC               | COM            | 724479100 | 1,252  | 33,296    |
| PITNEY BOWES INC               | COM            | 724479100 | 436    | 11,600    |
| PLUM CREEK TIMBER CO INC       | COM            | 729251108 | 4,252  | 149,968   |
| PLUM CREEK TIMBER CO INC       | COM            | 729251108 | 131    | 4,625     |
| PRAXAIR INC                    | COM            | 74005P104 | 50     | 900       |

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|                                 |                |           |         |           |
|---------------------------------|----------------|-----------|---------|-----------|
| PRAXAIR INC                     | COM            | 74005P104 | 180     | 3,255     |
| PROASSURANCE CORP               | COM            | 74267C106 | 287     | 16,329    |
| PROASSURANCE CORP               | COM            | 74267C106 | 29      | 1,633     |
| PROCTER & GAMBLE CO             | COM            | 742718109 | 26,740  | 337,925   |
| PROCTER & GAMBLE CO             | COM            | 742718109 | 6,816   | 86,138    |
| PROGRESS ENERGY INC             | COM            | 743263105 | 757     | 16,804    |
| PROGRESS ENERGY INC             | COM            | 743263105 | 154     | 3,422     |
| PROTECTIVE LIFE CORP            | COM            | 743674103 | 1,748   | 60,423    |
| PROTECTIVE LIFE CORP            | COM            | 743674103 | 6,559   | 226,710   |
| PROTEIN DESIGN LABS INC         | COM            | 74369L103 | 1,968   | 60,000    |
| PROVIDIAN FINL CORP             | COM            | 74406A102 | 1       | 222       |
| PROVIDIAN FINL CORP             | COM            | 74406A102 | 105     | 29,680    |
| PUBLIC SVC ENTERPRISE GROUP INC | COM            | 744573106 | 190     | 4,497     |
| PUBLIC SVC ENTERPRISE GROUP INC | COM            | 744573106 | 36      | 844       |
| PUTNAM INVT GRADE MUN TR        | COM            | 746805100 | 317     | 31,000    |
| PUTNAM MANAGED MUN INCOME TR    | COM            | 746823103 | 2,606   | 327,816   |
| PUTNAM PREMIER INCOME TR        | SH BEN INT     | 746853100 | 76      | 12,568    |
| PUTNAM PREMIER INCOME TR        | SH BEN INT     | 746853100 | 10      | 1,600     |
| QUALCOMM INC                    | COM            | 747525103 | 5,052   | 100,036   |
| QUALCOMM INC                    | COM            | 747525103 | 735     | 14,549    |
| QUEST DIAGNOSTICS INC           | COM            | 74834L100 | 3,586   | 50,000    |
| QUESTAR CORP                    | COM            | 748356102 | 304     | 12,150    |
| QUESTAR CORP                    | COM            | 748356102 | 25      | 1,000     |
| QWEST COMM INTL INC             | COM            | 749121109 | 190     | 13,439    |
| QWEST COMM INTL INC             | COM            | 749121109 | 91      | 6,472     |
| RADIOSHACK CORP                 | COM            | 750438103 | 77      | 2,567     |
| RADIOSHACK CORP                 | COM            | 750438103 | 205     | 6,800     |
| RATIONAL SOFTWARE CORP          | COM NEW        | 75409P202 | 1,365   | 70,000    |
| RAYTHEON CO (NEW)               | COM NEW        | 755111507 | 3,782   | 116,481   |
| RAYTHEON CO (NEW)               | COM NEW        | 755111507 | 88      | 2,724     |
| REGIONS FINANCIAL CORP          | COM            | 758940100 | 100,622 | 3,360,789 |
| REGIONS FINANCIAL CORP          | COM            | 758940100 | 55,580  | 1,856,379 |
| RELIANT ENERGY INC              | COM            | 75952J108 | 578     | 21,786    |
| RELIANT ENERGY INC              | COM            | 75952J108 | 206     | 7,773     |
| ROCKWELL INTL CORP NEW          | COM            | 773903109 | 308     | 17,262    |
| ROCKWELL INTL CORP NEW          | COM            | 773903109 | 55      | 3,089     |
| ROCKWELL COLLINS INC            | COM            | 774341101 | 344     | 17,662    |
| ROCKWELL COLLINS INC            | COM            | 774341101 | 60      | 3,089     |
| ROSS STORES INC                 | COM            | 778296103 | 1,925   | 60,000    |
| ROYAL DUTCH PETROLEUM COMPANY   | NY REG GLD1.25 | 780257804 | 3,858   | 78,699    |
| ROYAL DUTCH PETROLEUM COMPANY   | NY REG GLD1.25 | 780257804 | 646     | 13,184    |
| RUBY TUESDAY INC                | COM            | 781182100 | 5,341   | 258,887   |
| RUBY TUESDAY INC                | COM            | 781182100 | 1,760   | 85,328    |
| RUSSELL CORP                    | COM            | 782352108 | 50      | 3,315     |
| RUSSELL CORP                    | COM            | 782352108 | 154     | 10,246    |
| SBC COMMUNICATIONS INC NEW      | COM            | 78387G103 | 8,146   | 207,970   |
| SBC COMMUNICATIONS INC NEW      | COM            | 78387G103 | 2,691   | 68,692    |
| SPDR TR                         | UNIT SER 1     | 78462F103 | 641     | 5,610     |
| SPDR TR                         | UNIT SER 1     | 78462F103 | 322     | 2,820     |
| SABINE ROYALTY TRUST INTEREST   | UNIT BEN INT   | 785688102 | 262     | 12,010    |
| SAFEWAY INC                     | COM NEW        | 786514208 | 319     | 7,649     |
| SAFEWAY INC                     | COM NEW        | 786514208 | 9       | 225       |
| ST PAUL COS INC                 | COM            | 792860108 | 403     | 9,163     |
| ST PAUL COS INC                 | COM            | 792860108 | 200     | 4,548     |
| SAKS INC                        | COM            | 79377W108 | 290     | 30,999    |
| SAKS INC                        | COM            | 79377W108 | 1       | 132       |
| SANMINA CORP                    | COM            | 800907107 | 142     | 7,142     |
| SANMINA CORP                    | COM            | 800907107 | 146     | 7,344     |
| SARA LEE CORP                   | COM            | 803111103 | 522     | 23,493    |
| SARA LEE CORP                   | COM            | 803111103 | 434     | 19,504    |
| SCANA CORP NEW                  | COM            | 80589M102 | 864     | 31,035    |
| SCANA CORP NEW                  | COM            | 80589M102 | 186     | 6,697     |

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|                                 |                |           |        |         |
|---------------------------------|----------------|-----------|--------|---------|
| SCHERING-PLOUGH CORP            | COM            | 806605101 | 12,190 | 340,413 |
| SCHERING-PLOUGH CORP            | COM            | 806605101 | 1,046  | 29,199  |
| SCHLUMBERGER LTD                | COM            | 806857108 | 5,993  | 109,072 |
| SCHLUMBERGER LTD                | COM            | 806857108 | 1,283  | 23,355  |
| SCHWAB CHARLES CORP NEW         | COM            | 808513105 | 3,498  | 226,136 |
| SCHWAB CHARLES CORP NEW         | COM            | 808513105 | 3      | 200     |
| SCUDDER MUN INCOME TR           | COM SH BEN INT | 81118R604 | 468    | 42,185  |
| SEARS ROEBUCK & CO              | COM            | 812387108 | 807    | 16,949  |
| SEARS ROEBUCK & CO              | COM            | 812387108 | 263    | 5,524   |
| SECTOR SPDR TRUST               | SBI INT-TECH   | 81369Y803 | 600    | 25,000  |
| SEMPRA ENERGY                   | COM            | 816851109 | 258    | 10,506  |
| SEPRACOR INC                    | COM            | 817315104 | 5,706  | 100,000 |
| SERVICEMASTER CO                | COM            | 81760N109 | 1,689  | 122,375 |
| SHELL TRANS & TRAD PLC SH NEW   | NEW YRK SH NEW | 822703609 | 162    | 3,900   |
| SHELL TRANS & TRAD PLC SH NEW   | NEW YRK SH NEW | 822703609 | 199    | 4,800   |
| SICOR INC                       | COM            | 825846108 | 2,352  | 150,000 |
| SIMON PPTY GROUP INC NEW (REIT) | COM            | 828806109 | 106    | 3,615   |
| SIMON PPTY GROUP INC NEW (REIT) | COM            | 828806109 | 100    | 3,425   |
| SMITH INTL INC                  | COM            | 832110100 | 2,456  | 45,800  |
| SOLECTRON CORP                  | COM            | 834182107 | 3,534  | 313,320 |
| SOLECTRON CORP                  | COM            | 834182107 | 88     | 7,775   |
| SOLUTIA INC                     | COM            | 834376105 | 1,285  | 91,666  |
| SOLUTIA INC                     | COM            | 834376105 | 18     | 1,316   |
| SONOCO PRODUCTS CO              | COM            | 835495102 | 358    | 13,462  |
| SONOCO PRODUCTS CO              | COM            | 835495102 | 189    | 7,122   |
| SOUTH ALABAMA BANCORP INC       | COM            | 836234104 | 240    | 24,305  |
| SOUTH ALABAMA BANCORP INC       | COM            | 836234104 | 209    | 21,100  |
| SOUTHERN CO                     | COM            | 842587107 | 7,223  | 284,926 |
| SOUTHERN CO                     | COM            | 842587107 | 2,696  | 106,362 |
| SOUTHSIDE BANCSHARES INC        | COM            | 84470P109 | 167    | 13,334  |
| SOUTHTRUST CORP                 | COM            | 844730101 | 5,475  | 221,926 |
| SOUTHTRUST CORP                 | COM            | 844730101 | 7,416  | 300,594 |
| SOUTHWEST AIRLINES CO           | COM            | 844741108 | 4,314  | 233,468 |
| SOUTHWEST AIRLINES CO           | COM            | 844741108 | 78     | 4,237   |
| SPRINT CORP (FON GROUP)         | COM FON GROUP  | 852061100 | 3,130  | 155,860 |
| SPRINT CORP (FON GROUP)         | COM FON GROUP  | 852061100 | 200    | 9,938   |
| SPRINT CORP                     | PCS COM SER 1  | 852061506 | 706    | 28,928  |
| SPRINT CORP                     | PCS COM SER 1  | 852061506 | 87     | 3,582   |
| STATE STR CORP                  | COM            | 857477103 | 163    | 3,128   |
| STATE STR CORP                  | COM            | 857477103 | 841    | 16,096  |
| STERLING BANCSHARES INC         | COM            | 858907108 | 402    | 32,116  |
| STILWELL FINL INC               | COM            | 860831106 | 362    | 13,288  |
| SUN MICROSYSTEMS INC            | COM            | 866810104 | 10,054 | 817,364 |
| SUN MICROSYSTEMS INC            | COM            | 866810104 | 495    | 40,232  |
| SUNGARD DATA SYS INC            | COM            | 867363103 | 3,944  | 136,330 |
| SUNGARD DATA SYS INC            | COM            | 867363103 | 20     | 700     |
| SUNTRUST BANKS INC              | COM            | 867914103 | 3,962  | 63,184  |
| SUNTRUST BANKS INC              | COM            | 867914103 | 1,102  | 17,575  |
| SYBASE INC                      | COM            | 871130100 | 788    | 50,000  |
| SYNOVUS FINANCIAL CORP          | COM            | 87161C105 | 1,048  | 41,840  |
| SYNOVUS FINANCIAL CORP          | COM            | 87161C105 | 2,756  | 110,040 |
| SYSCO CORP                      | COM            | 871829107 | 666    | 25,414  |
| SYSCO CORP                      | COM            | 871829107 | 200    | 7,644   |
| TCF FINL CORP                   | COM            | 872275102 | 2,399  | 50,000  |
| TECO ENERGY INC                 | COM            | 872375100 | 511    | 19,490  |
| TECO ENERGY INC                 | COM            | 872375100 | 21     | 800     |
| TJX COMPANIES INC               | COM            | 872540109 | 287    | 7,200   |
| TRW INC                         | COM            | 872649108 | 57     | 1,540   |
| TRW INC                         | COM            | 872649108 | 163    | 4,398   |
| TXU CORP                        | COM            | 873168108 | 7,064  | 149,821 |
| TXU CORP                        | COM            | 873168108 | 263    | 5,587   |
| TARGET CORP                     | COM            | 87612E106 | 8,185  | 199,398 |

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|                              |               |           |        |         |
|------------------------------|---------------|-----------|--------|---------|
| TARGET CORP                  | COM           | 87612E106 | 662    | 16,135  |
| TELEFONICA S. A.             | SPONSORED ADR | 879382208 | 487    | 12,152  |
| TELEFONICA S. A.             | SPONSORED ADR | 879382208 | 10     | 256     |
| TELEPHONE & DATA SYS INC     | COM           | 879433100 | 269    | 3,000   |
| TELLABS INC                  | COM           | 879664100 | 2,449  | 163,694 |
| TELLABS INC                  | COM           | 879664100 | 65     | 4,314   |
| TERADYNE INC                 | COM           | 880770102 | 3,106  | 103,050 |
| TEXAS INSTRUMENTS INC        | COM           | 882508104 | 14,242 | 508,647 |
| TEXAS INSTRUMENTS INC        | COM           | 882508104 | 680    | 24,303  |
| TEXTRON INC                  | COM           | 883203101 | 319    | 7,700   |
| TOPPS COMPANY                | COM           | 890786106 | 182    | 15,000  |
| TORCHMARK CORP               | COM           | 891027104 | 8,910  | 226,545 |
| TORCHMARK CORP               | COM           | 891027104 | 10,237 | 260,295 |
| TRICON GLOBAL RESTAURANTS    | COM           | 895953107 | 1,636  | 33,260  |
| TRIQUINT SEMICONDUCTOR INC   | COM           | 89674K103 | 666    | 54,350  |
| TRIZEC HAHN CORPORATION      | SUB VTG       | 896938107 | 1,074  | 68,400  |
| TRUSTMARK CORP               | COM           | 898402102 | 903    | 37,270  |
| TYCO INTL LTD NEW            | COM           | 902124106 | 18,725 | 317,917 |
| TYCO INTL LTD NEW            | COM           | 902124106 | 1,612  | 27,369  |
| USX-MARATHON GRP             | COM NEW       | 902905827 | 2,042  | 68,068  |
| USX-MARATHON GRP             | COM NEW       | 902905827 | 101    | 3,383   |
| UST INC                      | COM           | 902911106 | 15,028 | 429,360 |
| UST INC                      | COM           | 902911106 | 102    | 2,925   |
| US BANCORP DEL COM NEW       | COM NEW       | 902973304 | 4,692  | 224,156 |
| US BANCORP DEL COM NEW       | COM NEW       | 902973304 | 454    | 21,711  |
| UNION PACIFIC CORP           | COM           | 907818108 | 2,998  | 52,595  |
| UNION PACIFIC CORP           | COM           | 907818108 | 255    | 4,481   |
| UNION PLANTERS CORP          | COM           | 908068109 | 2,260  | 50,080  |
| UNION PLANTERS CORP          | COM           | 908068109 | 8,028  | 177,892 |
| UNITED PARCEL SVC INC        | CL B          | 911312106 | 65     | 1,185   |
| UNITED PARCEL SVC INC        | CL B          | 911312106 | 229    | 4,200   |
| UNITED SEC BANCSHARES INC    | SHS           | 911459105 | 3,082  | 108,793 |
| UNITED SEC BANCSHARES INC    | SHS           | 911459105 | 14     | 500     |
| UNITED TECHNOLOGIES CORP     | COM           | 913017109 | 1,021  | 15,791  |
| UNITED TECHNOLOGIES CORP     | COM           | 913017109 | 548    | 8,484   |
| UNITEDHEALTH GROUP INC       | COM           | 91324P102 | 1,448  | 20,458  |
| UNITEDHEALTH GROUP INC       | COM           | 91324P102 | 14     | 200     |
| UNOCAL CORP                  | COM           | 915289102 | 4,278  | 118,598 |
| UNOCAL CORP                  | COM           | 915289102 | 36     | 1,000   |
| USINTERNETWORKING INC        | COM           | 917311805 | 4      | 19,686  |
| V F CORP                     | COM           | 918204108 | 2,709  | 69,448  |
| V F CORP                     | COM           | 918204108 | 16     | 400     |
| VERIZON COMMUNICATIONS       | COM           | 92343V104 | 15,101 | 318,194 |
| VERIZON COMMUNICATIONS       | COM           | 92343V104 | 3,428  | 72,227  |
| VERTEX PHARMACEUTICALS INC   | COM           | 92532F100 | 1,475  | 60,000  |
| VIACOM INC                   | CL B          | 925524308 | 696    | 15,757  |
| VIACOM INC                   | CL B          | 925524308 | 40     | 911     |
| VITESSE SEMICONDUCTOR CORP   | COM           | 928497106 | 2,791  | 224,500 |
| VITESSE SEMICONDUCTOR CORP   | COM           | 928497106 | 17     | 1,400   |
| VIVENDI UNIVERSAL            | SPON ADR NEW  | 92851S204 | 118    | 2,200   |
| VIVENDI UNIVERSAL            | SPON ADR NEW  | 92851S204 | 207    | 3,840   |
| VODAFONE GROUP PLC NEW       | SPONSORED ADR | 92857W100 | 6,966  | 271,255 |
| VODAFONE GROUP PLC NEW       | SPONSORED ADR | 92857W100 | 439    | 17,104  |
| VULCAN MATERIALS CO          | COM           | 929160109 | 13,247 | 276,321 |
| VULCAN MATERIALS CO          | COM           | 929160109 | 6,324  | 131,922 |
| WACHOVIA CORP                | COM           | 929903102 | 7,856  | 250,519 |
| WACHOVIA CORP                | COM           | 929903102 | 689    | 21,956  |
| WADDELL & REED FINL INC CL A | CL A          | 930059100 | 547    | 16,980  |
| WADDELL & REED FINL INC CL A | CL A          | 930059100 | 3,252  | 100,995 |
| WAL MART STORES INC          | COM           | 931142103 | 48,324 | 839,685 |
| WAL MART STORES INC          | COM           | 931142103 | 5,818  | 101,099 |
| WALGREEN CO                  | COM           | 931422109 | 2,544  | 75,575  |

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|                             |                |           |        |         |
|-----------------------------|----------------|-----------|--------|---------|
| WALGREEN CO                 | COM            | 931422109 | 44     | 1,300   |
| WASHINGTON MUTUAL INC       | COM            | 939322103 | 424    | 12,977  |
| WASHINGTON MUTUAL INC       | COM            | 939322103 | 78     | 2,397   |
| WASTE MANAGEMENT COM        | COM            | 94106L109 | 1,883  | 59,003  |
| WATSON PHARMACEUTICALS INC  | COM            | 942683103 | 940    | 29,934  |
| WATSON PHARMACEUTICALS INC  | COM            | 942683103 | 18     | 583     |
| WEATHERFORD INTL INC NEW    | COM            | 947074100 | 1,639  | 44,000  |
| WELLS FARGO & CO NEW        | COM            | 949746101 | 10,238 | 235,514 |
| WELLS FARGO & CO NEW        | COM            | 949746101 | 663    | 15,256  |
| WESTAMERICA BANCORPORATION  | COM            | 957090103 | 1,583  | 40,000  |
| WEYERHAEUSER CO             | COM            | 962166104 | 924    | 17,081  |
| WEYERHAEUSER CO             | COM            | 962166104 | 134    | 2,479   |
| WILLIAMS COS INC            | COM            | 969457100 | 423    | 16,573  |
| WILLIAMS COS INC            | COM            | 969457100 | 79     | 3,093   |
| WILMINGTON TR CORP          | COM            | 971807102 | 1,519  | 24,000  |
| WINN DIXIE STORES INC       | COM            | 974280109 | 17     | 1,165   |
| WINN DIXIE STORES INC       | COM            | 974280109 | 1,077  | 75,546  |
| WISCONSIN ENERGY CORP       | COM            | 976657106 | 427    | 18,930  |
| WISCONSIN ENERGY CORP       | COM            | 976657106 | 27     | 1,186   |
| WORLDCOM INC/WORLDCOM GROUP | WRLDCOM GP COM | 98157D106 | 3,070  | 218,030 |
| WORLDCOM INC/WORLDCOM GROUP | WRLDCOM GP COM | 98157D106 | 808    | 57,404  |
| WRIGLEY WM JR CO            | COM            | 982526105 | 3,005  | 58,502  |
| WRIGLEY WM JR CO            | COM            | 982526105 | 627    | 12,200  |
| XTO ENERGY INC              | COM            | 98385X106 | 262    | 14,944  |
| XCEL ENERGY INC             | COM            | 98389B100 | 223    | 8,050   |
| XCEL ENERGY INC             | COM            | 98389B100 | 19     | 702     |
| XILINX INC                  | COM            | 983919101 | 1,856  | 47,537  |
| ZIMMER HLDGS INC            | COM            | 98956P102 | 342    | 11,192  |
| ZIMMER HLDGS INC            | COM            | 98956P102 | 205    | 6,718   |