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REGIONS FINANCIAL CORP  
Form 13F-HR  
November 14, 2002

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

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: September 30, 2002

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                      November 13, 2002  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

Form 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 718

Form 13F Information Table Value Total: \$1,849,819 (thousands)

List of Other Included Managers: None

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

Form 13F INFORMATION TABLE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE SHRS OR (THOUSANDS)	COLUMN 5 SH/ PUT/ PRN AMT PRN CALL
XCELERA INC	COM	G31611109	6	18,036
GLOBALSANTAFE CORPORATION	SHS	G3930E101	113	5,063
GLOBALSANTAFE CORPORATION	SHS	G3930E101	121	5,400
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	2,900	84,200
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	21	609
NABORS INDUSTRIES LTD	SHS	G6359F103	4,608	140,700
NABORS INDUSTRIES LTD	SHS	G6359F103	8	240
HILFIGER TOMMY CORP ADR	ORD	G8915Z102	2,805	300,000
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	132	6,368
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	220	10,579
WEATHERFORD INTL LTD	COM	G95089101	2,284	61,500
FLEXTRONICS INTL ADR	ORD	Y2573F102	6,117	877,408
AFLAC INC	COM	001055102	6,366	207,443
AFLAC INC	COM	001055102	1,336	43,530
AGL RES INC	COM	001204106	40	1,800
AGL RES INC	COM	001204106	324	14,672
AOL TIME WARNER INC	COM	00184A105	457	39,046
AOL TIME WARNER INC	COM	00184A105	103	8,831
A T & T CORP	COM	001957109	1,623	135,165
A T & T CORP	COM	001957109	323	26,860
AT & T WIRELESS SERVICES INC	COM	00209A106	73	17,729
AT & T WIRELESS SERVICES INC	COM	00209A106	26	6,354
ABBOTT LABORATORIES	COM	002824100	12,361	305,953
ABBOTT LABORATORIES	COM	002824100	1,040	25,745
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	11,338	576,430
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	55	2,800
ABERDEEN ASIA PAC PRIME INC	COM	003009107	50	11,000
ABERDEEN ASIA PAC PRIME INC	COM	003009107	114	25,000
AEGON N V ADR	ORD AMER REG	007924103	212	22,505
AEGON N V ADR	ORD AMER REG	007924103	248	26,289
AFFILIATED COMPUTER SVCS INC	CL A	008190100	1,702	40,000
AFFILIATED COMPUTER SVCS INC	CL A	008190100	5	120
AGILENT TECHNOLOGIES INC	COM	00846U101	361	27,624
AGILENT TECHNOLOGIES INC	COM	00846U101	61	4,639
AIR PRODUCTS & CHEMICALS INC	COM	009158106	122	2,900
AIR PRODUCTS & CHEMICALS INC	COM	009158106	211	5,032
ALABAMA NATL BANCORPORATION DEL	COM	010317105	436	9,625
ALABAMA NATL BANCORPORATION DEL	COM	010317105	23	500

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ALBERTSONS INC	COM	013104104	3,097	128,190
ALBERTSONS INC	COM	013104104	18	745
ALCOA INC	COM	013817101	643	33,340
ALCOA INC	COM	013817101	136	7,065
ALFA CORP	COM	015385107	511	41,748
ALFA CORP	COM	015385107	17	1,396
ALLSTATE CORP	COM	020002101	2,336	65,700
ALLSTATE CORP	COM	020002101	324	9,123
ALLTEL CORP	COM	020039103	846	21,068
ALLTEL CORP	COM	020039103	274	6,835
AMERICAN EAGLE OUTFITTERS IN	COM	02553E106	2,810	233,000
AMERICAN ELECTRIC POWER INC	COM	025537101	459	16,094
AMERICAN ELECTRIC POWER INC	COM	025537101	11	377
AMERICAN EXPRESS CO	COM	025816109	9,601	307,938
AMERICAN EXPRESS CO	COM	025816109	1,387	44,491
AMERICAN INTL GROUP INC	COM	026874107	10,874	198,792
AMERICAN INTL GROUP INC	COM	026874107	2,285	41,768
AMGEN INC	COM	031162100	6,296	150,972
AMGEN INC	COM	031162100	584	14,009
AMSOUTH BANCORPORATION	COM	032165102	9,654	465,462
AMSOUTH BANCORPORATION	COM	032165102	7,544	363,755
ANADARKO PETE CORP	COM	032511107	1,310	29,417
ANADARKO PETE CORP	COM	032511107	47	1,047
ANHEUSER BUSCH COS INC	COM	035229103	20,143	398,090
ANHEUSER BUSCH COS INC	COM	035229103	826	16,326
AON CORP	COM	037389103	1,025	50,000
APACHE CORP	COM	037411105	753	12,662
APACHE CORP	COM	037411105	37	622
APPLIED MATLS INC	COM	038222105	6,492	562,040
APPLIED MATLS INC	COM	038222105	77	6,641
ARCHER DANIELS MIDLAND CO	COM	039483102	485	38,789
ARCHER DANIELS MIDLAND CO	COM	039483102	49	3,903
ASTORIA FINL CORP	COM	046265104	976	40,000
ATLANTIC COAST AIR HOLDINGS INC	COM	048396105	1,110	120,000
AUBURN NATIONAL BANCORPORATION	COM	050473107	159	12,000
AUBURN NATIONAL BANCORPORATION	COM	050473107	333	25,150
AUTOMATIC DATA PROCESSING INC	COM	053015103	4,898	140,871
AUTOMATIC DATA PROCESSING INC	COM	053015103	363	10,440
AVANT IMMUNOTHERAPEUTICS INC	COM	053491106	13	11,542
AVOCENT CORP	COM	053893103	7,548	564,099
AVON PRODS INC	COM	054303102	59	1,285
AVON PRODS INC	COM	054303102	237	5,136
BISYS GROUP INC	COM	055472104	1,671	100,000
BJS WHSL CLUB INC	COM	05548J106	1,924	101,200
BJS WHSL CLUB INC	COM	05548J106	4	200
BP PLC ADR	SPONSORED ADR	055622104	9,123	228,647
BP PLC ADR	SPONSORED ADR	055622104	2,894	72,539
BMC SOFTWARE INC	COM	055921100	2,030	155,346
BMC SOFTWARE INC	COM	055921100	1	100
BANCORPSOUTH INC	COM	059692103	60	3,064
BANCORPSOUTH INC	COM	059692103	197	10,000
BANCTRUST FINANCIAL GP	COM	05978R107	236	22,105
BANK AMER CORP	COM	060505104	26,972	422,754
BANK AMER CORP	COM	060505104	15,037	235,689
BANK NEW YORK INC	COM	064057102	5,657	196,835
BANK NEW YORK INC	COM	064057102	324	11,280
BANK ONE CORP	COM	06423A103	314	8,398
BANK ONE CORP	COM	06423A103	360	9,623
BANKNORTH GROUP INC	COM	06646R107	1,919	80,800
BARRICK GOLD CORP ADR	COM	067901108	1,155	74,247
BARRICK GOLD CORP ADR	COM	067901108	80	5,150
BAXTER INTERNATIONAL INC	COM	071813109	3,133	102,557

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BAXTER INTERNATIONAL INC	COM	071813109	389	12,740
BEAR STEARNS COS INC	COM	073902108	153	2,716
BEAR STEARNS COS INC	COM	073902108	66	1,177
BECTON DICKINSON & CO	COM	075887109	219	7,700
BECTON DICKINSON & CO	COM	075887109	29	1,008
BED BATH & BEYOND INC	COM	075896100	2,644	81,185
BED BATH & BEYOND INC	COM	075896100	31	950
BELLSOUTH CORP	COM	079860102	4,510	245,644
BELLSOUTH CORP	COM	079860102	2,062	112,327
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	4,656	63
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	1,626	22
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	3,801	1,542
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	707	287
BEST BUY INC	COM	086516101	1,251	56,060
BEST BUY INC	COM	086516101	160	7,180
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	2	1,500
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	133	109,054
BLACKROCK INSD MUN TERM TR INC	COM	092474105	275	25,000
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	221	15,000
BLOCK H & R INC	COM	093671105	210	5,001
BLOCK H & R INC	COM	093671105	202	4,800
BLOUNT INTL INC NEW	COM	095180105	166	41,851
BOEING CO	COM	097023105	7,014	205,514
BOEING CO	COM	097023105	301	8,833
BRINKER INTL INC	COM	109641100	1,562	60,300
BRISTOL MYERS SQUIBB CO	COM	110122108	7,695	323,334
BRISTOL MYERS SQUIBB CO	COM	110122108	2,737	115,001
BUCKEYE PARTNERS LP UNITS	UNIT LTD PARTN	118230101	235	6,400
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	2,319	96,946
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	151	6,325
BURLINGTON RESOURCES INC	COM	122014103	461	12,024
BURLINGTON RESOURCES INC	COM	122014103	167	4,354
CIGNA CORP	COM	125509109	1,521	21,500
CIGNA CORP	COM	125509109	155	2,196
CSX CORP	COM	126408103	219	8,320
CSX CORP	COM	126408103	53	2,020
CVS CORPORATION (DEL)	COM	126650100	6,938	273,700
CVS CORPORATION (DEL)	COM	126650100	119	4,714
CAMPBELL SOUP CO	COM	134429109	190	8,600
CAMPBELL SOUP CO	COM	134429109	29	1,300
CARLISLE COS INC	COM	142339100	213	5,800
CATERPILLAR INC	COM	149123101	377	10,127
CATERPILLAR INC	COM	149123101	311	8,368
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	361	15,450
CENDANT CORP	COM	151313103	112	10,400
CENTURYTEL INC	COM	156700106	5,627	250,888
CENTURYTEL INC	COM	156700106	18	800
CHEVRONTEXACO CORP	COM	166764100	16,296	235,323
CHEVRONTEXACO CORP	COM	166764100	3,556	51,344
CHICOS FAS INC	COM	168615102	1,593	100,000
CINERGY CORP	COM	172474108	133	4,237
CINERGY CORP	COM	172474108	346	11,000
CIRCUIT CITY STORES GROUP	CIRCT CITY GRP	172737108	1,950	128,685
CIRCUIT CITY STORES GROUP	CIRCT CITY GRP	172737108	24	1,600
CISCO SYS INC	COM	17275R102	9,721	927,568
CISCO SYS INC	COM	17275R102	505	48,198
CITIGROUP INC	COM	172967101	11,249	379,410
CITIGROUP INC	COM	172967101	3,212	108,344
CLOROX CO	COM	189054109	2,411	60,008
CLOROX CO	COM	189054109	351	8,724
COCA COLA CO	COM	191216100	46,114	961,513
COCA COLA CO	COM	191216100	40,265	839,545

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COCA COLA ENTERPRISES INC	COM	191219104	3	125
COCA COLA ENTERPRISES INC	COM	191219104	4,653	219,060
COLGATE PALMOLIVE CO	COM	194162103	10,258	190,138
COLGATE PALMOLIVE CO	COM	194162103	15,075	279,428
COLONIAL BANCGROUP INC	COM	195493309	142	11,414
COLONIAL BANCGROUP INC	COM	195493309	54	4,388
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	74	2,050
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	431	11,925
COMCAST CORP CL A SPL	CL A SPL	200300200	1,023	49,047
COMCAST CORP CL A SPL	CL A SPL	200300200	7	350
COMERICA INC	COM	200340107	4,471	92,728
COMPASS BANCSHARES, INC.	COM	20449H109	1,908	64,694
COMPASS BANCSHARES, INC.	COM	20449H109	3,560	120,728
CONAGRA FOODS INC COM	COM	205887102	7,095	285,500
CONAGRA FOODS INC COM	COM	205887102	367	14,762
CONCORD EFS INC	COM	206197105	1,195	75,242
CONEXANT SYS INC	COM	207142100	17	15,210
CONEXANT SYS INC	COM	207142100	2	1,448
CONOCOPHILLIPS	COM	20825C104	16,553	357,984
CONOCOPHILLIPS	COM	20825C104	339	7,340
CONSOLIDATED EDISON INC	COM	209115104	171	4,261
CONSOLIDATED EDISON INC	COM	209115104	119	2,950
COOPER CAMERON CORP	COM	216640102	4,299	102,954
COOPER CAMERON CORP	COM	216640102	18	425
COORS ADOLPH CO CL B	CL B	217016104	6,787	120,550
CORNING INC	COM	219350105	39	24,199
CORNING INC	COM	219350105	8	5,175
COSTCO WHSL CORP	COM	22160K105	1,353	41,800
COSTCO WHSL CORP	COM	22160K105	259	8,000
COX COMMUNICATIONS INC NEW	CL A	224044107	20,692	841,469
CYPRESS SEMICONDUCTOR CORP	COM	232806109	787	120,000
DNP SELECT INCOME FD	COM	23325P104	493	49,425
DNP SELECT INCOME FD	COM	23325P104	142	14,280
DST SYS INC DEL	COM	233326107	1,179	40,000
DTE ENERGY CO	COM	233331107	224	5,508
DTE ENERGY CO	COM	233331107	2	50
DEERE & CO	COM	244199105	177	3,885
DEERE & CO	COM	244199105	109	2,400
DELL COMPUTER CORP	COM	247025109	3,631	154,448
DELL COMPUTER CORP	COM	247025109	565	24,014
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	671	78,473
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	112	13,055
DELTA AIR LINES INC	COM	247361108	83	8,960
DELTA AIR LINES INC	COM	247361108	32	3,488
DELTIC TIMBER CORP	COM	247850100	594	27,028
DEVON ENERGY CORPORATION NEW	COM	25179M103	745	15,450
DEVON ENERGY CORPORATION NEW	COM	25179M103	48	1,000
DIAL CORP NEW COM	COM	25247D101	874	40,734
DIAL CORP NEW COM	COM	25247D101	148	6,911
DIEBOLD INC	COM	253651103	225	6,823
WALT DISNEY COMPANY	COM DISNEY	254687106	2,649	174,942
WALT DISNEY COMPANY	COM DISNEY	254687106	821	54,199
DOLLAR TREE STORES INC	COM	256747106	2,204	100,000
DOMINION RES INC VA NEW	COM	25746U109	331	6,521
DOMINION RES INC VA NEW	COM	25746U109	20	400
DOVER CORP	COM	260003108	757	29,844
DOVER CORP	COM	260003108	95	3,745
DOW CHEM CO COM	COM	260543103	700	25,632
DOW CHEM CO COM	COM	260543103	293	10,712
DREYFUS STRATEGIC MUNS INC	COM	261932107	507	50,183
DREYFUS STRATEGIC MUNS INC	COM	261932107	34	3,400
DREYFUS STRATEGIC MUN BD FD INC	COM	26202F107	454	51,548

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DU PONT E I DE NEMOURS & CO	COM	263534109	14,051	389,554
DU PONT E I DE NEMOURS & CO	COM	263534109	2,375	65,852
DUKE ENERGY CORP	COM	264399106	2,233	114,243
DUKE ENERGY CORP	COM	264399106	393	20,084
DURECT CORP	COM	266605104	156	50,281
E M C CORP MASS	COM	268648102	2,542	556,210
E M C CORP MASS	COM	268648102	168	36,789
E TRADE GROUP INC	COM	269246104	80	17,950
E TRADE GROUP INC	COM	269246104	2	550
EASTMAN CHEM CO	COM	277432100	2,611	68,412
EASTMAN CHEM CO	COM	277432100	124	3,240
EATON CORP	COM	278058102	251	3,932
EATON VANCE MUNICIPAL INCOME FD	SH BEN INT	27826U108	494	33,332
EL PASO CORP	COM	28336L109	69	8,302
EL PASO CORP	COM	28336L109	85	10,233
ELECTRONIC ARTS	COM	285512109	264	4,000
ELECTRONIC DATA SYS CORP NEW	COM	285661104	189	13,531
ELECTRONIC DATA SYS CORP NEW	COM	285661104	127	9,108
EMERSON ELECTRIC CO	COM	291011104	882	20,074
EMERSON ELECTRIC CO	COM	291011104	387	8,810
ENERGEN CORP	COM	29265N108	197	7,765
ENERGEN CORP	COM	29265N108	183	7,250
ENERGYSOUTH INC	COM	292970100	1,382	54,198
ENERGYSOUTH INC	COM	292970100	51	2,000
ENTERGY CORP	COM	29364G103	617	14,829
ENTERGY CORP	COM	29364G103	58	1,400
EQUITABLE RES INC	COM	294549100	1,114	32,250
EQUITABLE RES INC	COM	294549100	70	2,024
ERICSSON L M TEL CO	ADR CL B SEK10	294821400	2	5,860
ERICSSON L M TEL CO	ADR CL B SEK10	294821400	2	4,800
EXELON CORP	COM	30161N101	321	6,753
EXELON CORP	COM	30161N101	89	1,864
EXXON MOBIL CORP	COM	30231G102	41,640	1,305,321
EXXON MOBIL CORP	COM	30231G102	12,887	403,993
FPL GROUP INC	COM	302571104	1,729	32,135
FPL GROUP INC	COM	302571104	75	1,400
FAIRCHILD SEMICONDUCTOR INTL	CL A	303726103	758	80,000
FAMILY DOLLAR STORES INC	COM	307000109	6,955	258,730
FAMILY DOLLAR STORES INC	COM	307000109	35	1,310
FREDDIE MAC	COM	313400301	1,606	28,729
FREDDIE MAC	COM	313400301	34	600
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	9,878	165,905
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	674	11,317
FEDEX CORP	COM	31428X106	8,927	178,284
FEDEX CORP	COM	31428X106	197	3,929
FIRST DATA CORP	COM	319963104	2,128	76,120
FIRST DATA CORP	COM	319963104	123	4,404
FIRST HEALTH GROUP CORP	COM	320960107	2,170	80,000
FIRST TENNESSEE NATIONAL CORP	COM	337162101	1,960	56,526
FIRST TENNESSEE NATIONAL CORP	COM	337162101	256	7,392
FIRST VIRGINIA BANKSHARES, INC.	COM	337477103	934	25,050
FIRSTENERGY CORP	COM	337932107	200	6,691
FIRSTENERGY CORP	COM	337932107	6	190
FLEETBOSTON FINL CORP	COM	339030108	431	21,203
FLEETBOSTON FINL CORP	COM	339030108	49	2,402
FLEMING COMPANIES INC	COM	339130106	82	16,350
FLORIDA ROCK INDS INC	COM	341140101	270	8,824
FLORIDA ROCK INDS INC	COM	341140101	32	1,057
FOOT LOCKER INC	COM	344849104	128	12,800
FORD MTR CO DEL	COM PAR \$0.01	345370860	611	62,364
FORD MTR CO DEL	COM PAR \$0.01	345370860	224	22,900
FOREST LABS INC	COM	345838106	3,866	47,135

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FOREST LABS INC	COM	345838106	16	200
FORTUNE BRANDS INC	COM	349631101	810	17,125
FORTUNE BRANDS INC	COM	349631101	85	1,800
FRONTIER AIRLINES	COM	359065109	2,440	500,000
GALLAGHER ARTHUR J & CO	COM	363576109	8,706	353,200
GALLAHER GROUP PLC	SPONSORED ADR	363595109	511	13,352
GALLAHER GROUP PLC	SPONSORED ADR	363595109	61	1,600
GANNETT INC	COM	364730101	1,422	19,703
GANNETT INC	COM	364730101	1,157	16,028
GAP INC	COM	364760108	4,552	419,585
GAP INC	COM	364760108	2	200
GENERAL DYNAMICS CORP	COM	369550108	12,493	153,613
GENERAL DYNAMICS CORP	COM	369550108	216	2,660
GENERAL ELECTRIC CO	COM	369604103	40,457	1,641,249
GENERAL ELECTRIC CO	COM	369604103	14,373	583,075
GENERAL MILLS INC	COM	370334104	8,197	184,530
GENERAL MILLS INC	COM	370334104	586	13,189
GENERAL MOTORS CORP	COM	370442105	2,014	51,785
GENERAL MOTORS CORP	COM	370442105	461	11,854
GENERAL MTRS CORP CLASS H NEW	CL H NEW	370442832	911	99,579
GENERAL MTRS CORP CLASS H NEW	CL H NEW	370442832	15	1,608
GENUINE PARTS CO	COM	372460105	521	16,998
GENUINE PARTS CO	COM	372460105	568	18,541
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	1,312	100,238
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	5	400
GILEAD SCIENCES INC	COM	375558103	4,024	120,000
GILLETTE CO	COM	375766102	14,151	478,083
GILLETTE CO	COM	375766102	1,733	58,545
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	309	8,036
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	63	1,650
GOODRICH CORP	COM	382388106	729	38,590
GOODRICH CORP	COM	382388106	41	2,155
GRAY TELEVISION INC	CL A	389375205	757	56,254
HCA-INC	COM	404119109	5,294	111,200
HCA-INC	COM	404119109	10	200
HCB BANCSHARES INC	COM	40413N106	3,022	196,625
HARTFORD FINL SVCS GROUP INC	COM	416515104	253	6,165
HEALTHSOUTH CORP	COM	421924101	88	21,175
HEALTHSOUTH CORP	COM	421924101	40	9,550
HEINZ H J CO	COM	423074103	1,600	47,961
HEINZ H J CO	COM	423074103	298	8,945
HERSHEY FOODS CORP	COM	427866108	316	5,085
HERSHEY FOODS CORP	COM	427866108	375	6,045
HEWLETT PACKARD CO	COM	428236103	1,649	141,289
HEWLETT PACKARD CO	COM	428236103	558	47,826
HIBERNIA CORP	CL A	428656102	537	26,844
HILTON HOTELS	COM	432848109	1,064	93,458
HILTON HOTELS	COM	432848109	5	451
HOME DEPOT INC	COM	437076102	13,300	509,565
HOME DEPOT INC	COM	437076102	861	32,987
HONEYWELL INTERNATIONAL INC	COM	438516106	520	24,027
HONEYWELL INTERNATIONAL INC	COM	438516106	234	10,781
HOUSEHOLD INTERNATIONAL CORP	COM	441815107	172	6,068
HOUSEHOLD INTERNATIONAL CORP	COM	441815107	196	6,927
HOUSTON EXPL CO	COM	442120101	1,246	40,000
IDEC PHARMACEUTICALS CORP	COM	449370105	1,661	40,000
ILLINOIS TOOL WKS INC	COM	452308109	278	4,768
INSURED MUNICIPAL INCOME FUND	COM	45809F104	647	44,583
INSURED MUNICIPAL INCOME FUND	COM	45809F104	13	865
INTEL CORP	COM	458140100	20,169	1,452,085
INTEL CORP	COM	458140100	2,992	215,408
INTERGRAPH CORP	COM	458683109	184	10,750

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INTERGRAPH CORP	COM	458683109	62	3,600
INTNL BUSINESS MACHINES CORP	COM	459200101	14,883	255,233
INTNL BUSINESS MACHINES CORP	COM	459200101	3,121	53,524
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	10,641	153,900
INTERNATIONAL PAPER CO	COM	460146103	5,049	151,201
INTERNATIONAL PAPER CO	COM	460146103	1,089	32,618
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	1,463	50,000
ISHARES TR	S&P SMLCP VALU	464287879	152	2,200
ISHARES TR	S&P SMLCP VALU	464287879	104	1,500
JDS UNIPHASE CORP	COM	46612J101	26	13,249
JDS UNIPHASE CORP	COM	46612J101	7	3,725
JP MORGAN CHASE & CO	COM	46625H100	1,616	85,086
JP MORGAN CHASE & CO	COM	46625H100	612	32,225
JEFFERSON PILOT CORP	COM	475070108	9,806	244,535
JEFFERSON PILOT CORP	COM	475070108	3,885	96,884
JOHNSON & JOHNSON	COM	478160104	30,700	567,686
JOHNSON & JOHNSON	COM	478160104	4,600	85,055
JONES APPAREL GROUP INC	COM	480074103	2,456	80,000
KLA - TENCOR CORPORATION	COM	482480100	2,808	100,510
KLA - TENCOR CORPORATION	COM	482480100	112	4,000
KELLOGG CO	COM	487836108	466	14,000
KELLOGG CO	COM	487836108	426	12,800
KEYCORP NEW	COM	493267108	8,164	326,942
KEYCORP NEW	COM	493267108	147	5,900
KIMBERLY CLARK CORP	COM	494368103	18,895	333,591
KIMBERLY CLARK CORP	COM	494368103	3,942	69,589
KINDER MORGAN EGY PTNS L P	UT LTD PARTNER	494550106	269	8,420
KINDER MORGAN EGY PTNS L P	UT LTD PARTNER	494550106	32	1,000
KNIGHT RIDDER INC	COM	499040103	1,746	30,957
KOHL'S CORP	COM	500255104	210	3,450
KRAFT FOODS INC	CL A	50075N104	7,987	219,070
KRAFT FOODS INC	CL A	50075N104	166	4,545
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2,846	54,000
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	32	600
LAM RESEARCH CORP	COM	512807108	1,602	180,000
LEGGETT & PLATT INC	COM	524660107	1,079	54,545
LEGG MASON INC	COM	524901105	2,554	60,000
LILLY ELI & CO	COM	532457108	3,980	71,925
LILLY ELI & CO	COM	532457108	1,612	29,126
LIMITED INC	COM	532716107	182	12,676
LIMITED INC	COM	532716107	19	1,300
LINCARE HLDGS INC	COM	532791100	2,483	80,000
LINCOLN NATIONAL CORP IND	COM	534187109	836	27,365
LINCOLN NATIONAL CORP IND	COM	534187109	60	1,969
LIZ CLAIBORNE INC	COM	539320101	4,025	161,313
LIZ CLAIBORNE INC	COM	539320101	40	1,600
LOCKHEED MARTIN CORP	COM	539830109	178	2,749
LOCKHEED MARTIN CORP	COM	539830109	266	4,117
LOEWS CORP	COM	540424108	6	130
LOEWS CORP	COM	540424108	772	18,000
LONE STAR TECHNOLOGIES INC	COM	542312103	1,541	130,000
LOUISIANA PACIFIC CORP	COM	546347105	619	95,742
LOWES COS INC	COM	548661107	12,351	298,341
LOWES COS INC	COM	548661107	189	4,565
LUCENT TECHNOLOGIES INC	COM	549463107	13	17,731
LUCENT TECHNOLOGIES INC	COM	549463107	14	17,973
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	688	27,984
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	904	36,765
M & T BK CORP	COM	55261F104	330	4,190
MBNA CORP	COM	55262L100	499	27,127
MBNA CORP	COM	55262L100	203	11,030
MANAGED MUNS PORTFOLIO INC	COM	561662107	68	6,137



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MANAGED MUNS PORTFOLIO INC	COM	561662107	46	4,121
MANULIFE FINL CORP ADR	COM	56501R106	488	23,216
MARATHON OIL CORP	COM	565849106	1,591	70,148
MARATHON OIL CORP	COM	565849106	80	3,533
MARCONI PLC	SPONSORED ADR	566306205		5,000
MARCONI PLC	SPONSORED ADR	566306205		10,000
MARSH & MCLENNAN COS INC	COM	571748102	3,137	75,345
MARSH & MCLENNAN COS INC	COM	571748102	406	9,750
MARRIOTT INTL INC NEW	CL A	571903202	2,107	72,689
MARRIOTT INTL INC NEW	CL A	571903202	229	7,900
MASCO CORP	COM	574599106	169	8,625
MASCO CORP	COM	574599106	379	19,400
MAYTAG CORP	COM	578592107	14,819	639,307
MAYTAG CORP	COM	578592107	46	2,000
MCCORMICK & CO INC COM STOCK	COM NON VTG	579780206	819	35,928
MCCORMICK & CO INC COM STOCK	COM NON VTG	579780206	40	1,776
MCDONALDS CORP	COM	580135101	4,506	255,151
MCDONALDS CORP	COM	580135101	617	34,915
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	1,334	21,784
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	73	1,200
MCKESSON CORPORATION	COM	58155Q103	141	4,968
MCKESSON CORPORATION	COM	58155Q103	96	3,383
MEADWESTVACO CORP	COM	583334107	229	11,932
MEADWESTVACO CORP	COM	583334107	1,593	82,938
MEDIMMUNE INC	COM	584699102	1,046	50,000
MEDTRONIC INC	COM	585055106	3,570	84,756
MEDTRONIC INC	COM	585055106	823	19,535
MELLON FINL CORP	COM	58551A108	2,617	100,936
MELLON FINL CORP	COM	58551A108	31	1,200
MERCK & CO INC	COM	589331107	12,314	269,394
MERCK & CO INC	COM	589331107	6,167	134,912
MICROSOFT CORP	COM	594918104	13,687	312,927
MICROSOFT CORP	COM	594918104	2,345	53,610
MICROCHIP TECHNOLOGY INC	COM	595017104	2,045	100,000
MICRON TECHNOLOGY INC	COM	595112103	140	11,335
MICRON TECHNOLOGY INC	COM	595112103	50	4,050
MILLENNIUM PHARMACTCLS INC	COM	599902103	1,679	180,100
MIRANT CORP	COM	604675108	132	59,647
MIRANT CORP	COM	604675108	36	16,296
MONSANTO CO NEW	COM	61166W101	102	6,694
MONSANTO CO NEW	COM	61166W101	64	4,204
MOODYS CORP	COM	615369105	336	6,935
MOODYS CORP	COM	615369105	39	800
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	9,319	275,064
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	265	7,810
MOTOROLA INC	COM	620076109	2,674	262,717
MOTOROLA INC	COM	620076109	512	50,295
MUNI HOLDINGS FD II INC	COM	625935101	144	10,900
MUNI HOLDINGS INSD FD II INC	COM	62625A102	136	10,000
MUNI HOLDINGS INSD FD II INC	COM	62625A102	9	700
MURPHY OIL CORP	COM	626717102	1,554	18,939
MYLAN LABORATORIES INC	COM	628530107	3,274	100,000
NASDAQ 100 TR	UNIT SER 1	631100104	19,800	955,619
NASDAQ 100 TR	UNIT SER 1	631100104	61	2,920
NATIONAL COMM FINL CORP	COM	63545P104	2,078	82,955
NATIONAL COMM FINL CORP	COM	63545P104	113	4,528
NETWORK APPLIANCE INC DELEWARE	COM	64120L104	79	10,825
NETWORK APPLIANCE INC DELEWARE	COM	64120L104	4	546
NEW YORK TIMES CO CL A	CL A	650111107	283	6,230
NEW YORK TIMES CO CL A	CL A	650111107	14	300
NEWELL RUBBERMAID INC	COM	651229106	28	908
NEWELL RUBBERMAID INC	COM	651229106	284	9,200

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NEWMONT MINING CORP (NEW)	COM	651639106	2,316	84,171
NEWMONT MINING CORP (NEW)	COM	651639106	264	9,608
NOKIA CORP	SPONSORED ADR	654902204	544	41,094
NOKIA CORP	SPONSORED ADR	654902204	30	2,300
NORFOLK SOUTHERN CORPORATION	COM	655844108	413	20,466
NORFOLK SOUTHERN CORPORATION	COM	655844108	438	21,714
NORTH FORK BANCORP INC N Y	COM	659424105	2,270	60,000
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	199	5,400
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	74	2,000
NORTHROP GRUMMAN CORP	COM	666807102	12,392	99,903
NORTHROP GRUMMAN CORP	COM	666807102	234	1,886
NOVELLUS SYS INC	COM	670008101	1,372	65,950
NUCOR CORP	COM	670346105	4,480	118,200
NUCOR CORP	COM	670346105	61	1,600
NVIDIA CORP	COM	67066G104	942	110,000
NUVEEN DIVIDEND ADV MUNI 3	COM SH BEN INT	67070X101	289	20,000
NUVEEN INSD DIVID ADVANTAGE	COM	67071L106	156	10,000
NUVEEN MUN VALUE FD INC	COM	670928100	253	26,071
NUVEEN MUN VALUE FD INC	COM	670928100	13	1,333
NUVEEN TEX QUAL INCM MUN FD	COM	670983105	775	49,800
OCCIDENTAL PETE CORP	COM	674599105	602	21,196
OLD REPUBLIC INTL CORP	COM	680223104	206	7,250
OLD REPUBLIC INTL CORP	COM	680223104	9,087	320,186
OMNICOM GROUP	COM	681919106	67	1,200
OMNICOM GROUP	COM	681919106	301	5,402
ONEOK INC NEW	COM	682680103	352	18,606
ORACLE CORPORATION	COM	68389X105	4,128	525,250
ORACLE CORPORATION	COM	68389X105	187	23,760
OUTBACK STEAKHOUSE INC	COM	689899102	2,813	102,350
PNC FINANCIAL SERVICES GROUP	COM	693475105	553	13,115
PNC FINANCIAL SERVICES GROUP	COM	693475105	59	1,410
PPG INDUSTRIES INC	COM	693506107	50	1,126
PPG INDUSTRIES INC	COM	693506107	277	6,200
PARKER HANNIFIN CORP	COM	701094104	234	6,112
PATTERSON DENTAL CO	COM	703412106	2,047	40,000
PEOPLES BANCTRUST INC	COM	709796106	6,194	405,100
PEOPLES BANCTRUST INC	COM	709796106	75	4,928
PEPSICO INC	COM	713448108	18,763	507,807
PEPSICO INC	COM	713448108	2,226	60,242
PFIZER INC	COM	717081103	28,462	980,762
PFIZER INC	COM	717081103	4,499	155,038
PHARMACIA CORP	COM	71713U102	2,454	63,124
PHARMACIA CORP	COM	71713U102	1,224	31,483
PHELPS DODGE CORP	COM	717265102	3,350	130,705
PHILIP MORRIS COS INC	COM	718154107	17,694	456,038
PHILIP MORRIS COS INC	COM	718154107	2,560	65,978
PIER 1 IMPORTS INC	COM	720279108	2,288	120,000
PIMCO MUN INCOME FD II	COM	72200W106	300	20,000
PIONEER NATURAL RESOURCES CO	COM	723787107	1,052	43,394
PITNEY BOWES INC	COM	724479100	1,043	34,211
PITNEY BOWES INC	COM	724479100	338	11,100
PLUM CREEK TIMBER CO INC	COM	729251108	2,162	95,629
PLUM CREEK TIMBER CO INC	COM	729251108	159	7,034
PROASSURANCE CORP	COM	74267C106	313	18,499
PROASSURANCE CORP	COM	74267C106	28	1,633
PROCTER & GAMBLE CO	COM	742718109	24,014	268,673
PROCTER & GAMBLE CO	COM	742718109	7,590	84,916
PROGRESS ENERGY INC	COM	743263105	701	17,163
PROGRESS ENERGY INC	COM	743263105	119	2,922
PROTECTIVE LIFE CORP	COM	743674103	1,516	49,275
PROTECTIVE LIFE CORP	COM	743674103	3,109	101,046
PROVIDIAN FINL CORP	COM	74406A102	145	29,680

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PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	3,785	124,102
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	108	3,544
PUTNAM INVT GRADE MUN TR	COM	746805100	365	31,000
PUTNAM MANAGED MUN INCOME TR	COM	746823103	2,722	332,333
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	57	9,068
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	10	1,600
QUALCOMM INC	COM	747525103	358	12,966
QUALCOMM INC	COM	747525103	738	26,716
QUEST DIAGNOSTICS INC	COM	74834L100	2,480	40,300
QUESTAR CORP	COM	748356102	278	12,150
QUESTAR CORP	COM	748356102	23	1,000
QWEST COMM INTL INC	COM	749121109	22	9,449
QWEST COMM INTL INC	COM	749121109	5	2,037
RAYTHEON CO (NEW)	COM NEW	755111507	17,717	604,672
RAYTHEON CO (NEW)	COM NEW	755111507	584	19,930
REGIONS FINANCIAL CORP	COM	758940100	88,609	2,712,257
REGIONS FINANCIAL CORP	COM	758940100	53,393	1,634,324
RELIANT ENERGY INC	COM	75952J108	262	26,154
RELIANT ENERGY INC	COM	75952J108	64	6,373
ROCKWELL INTL CORP NEW	COM	773903109	247	15,210
ROCKWELL INTL CORP NEW	COM	773903109	24	1,494
ROCKWELL COLLINS INC	COM	774341101	340	15,510
ROCKWELL COLLINS INC	COM	774341101	33	1,494
ROYAL DUTCH PETROLEUM CO ADR	NY REG EUR .56	780257804	2,116	52,686
ROYAL DUTCH PETROLEUM CO ADR	NY REG EUR .56	780257804	477	11,884
RUBY TUESDAY INC	COM	781182100	5,865	312,283
RUBY TUESDAY INC	COM	781182100	173	9,228
RUSSELL CORP	COM	782352108	50	3,315
RUSSELL CORP	COM	782352108	152	10,171
SBC COMMUNICATIONS INC NEW	COM	78387G103	3,119	155,194
SBC COMMUNICATIONS INC NEW	COM	78387G103	1,071	53,269
SPDR TR	UNIT SER 1	78462F103	16,378	200,246
SPDR TR	UNIT SER 1	78462F103	1,649	20,160
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	301	12,010
SAFeway INC	COM NEW	786514208	220	9,869
ST PAUL COS INC	COM	792860108	224	7,796
ST PAUL COS INC	COM	792860108	131	4,548
SAKS INC	COM	79377W108	236	22,446
SAKS INC	COM	79377W108	1	132
SANMINA CORP	COM	800907107	15	5,278
SANMINA CORP	COM	800907107	27	9,604
SARA LEE CORP	COM	803111103	548	29,962
SARA LEE CORP	COM	803111103	317	17,309
SCANA CORP NEW	COM	80589M102	675	25,935
SCANA CORP NEW	COM	80589M102	182	6,997
SCHERING-PLOUGH CORP	COM	806605101	1,754	82,257
SCHERING-PLOUGH CORP	COM	806605101	541	25,357
SCHLUMBERGER LTD ADR	COM	806857108	3,757	97,697
SCHLUMBERGER LTD ADR	COM	806857108	1,027	26,701
SCHWAB CHARLES CORP NEW	COM	808513105	4,084	469,400
SCHWAB CHARLES CORP NEW	COM	808513105	3	335
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	491	42,185
SEARS ROEBUCK & CO	COM	812387108	610	15,636
SEARS ROEBUCK & CO	COM	812387108	168	4,300
SEMPRA ENERGY	COM	816851109	207	10,522
SEPRACOR INC	COM	817315104	1,268	242,000
SERVICEMASTER CO	COM	81760N109	1,071	98,680
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	29	825
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	193	5,400
SICOR INC	COM	825846108	2,129	140,000
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	115	3,215
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	122	3,425

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SMITH INTL INC	COM	832110100	1,999	68,200
SMITH INTL INC	COM	832110100	3	100
SOLETRON CORP	COM	834182107	13	6,300
SOLETRON CORP	COM	834182107	12	5,909
SONOCO PRODUCTS CO	COM	835495102	74	3,462
SONOCO PRODUCTS CO	COM	835495102	152	7,122
SOUTHERN CO	COM	842587107	8,084	280,879
SOUTHERN CO	COM	842587107	2,510	87,224
SOUTHSIDE BANCSHARES INC	COM	84470P109	211	13,998
SOUTHTRUST CORP	COM	844730101	6,030	248,650
SOUTHTRUST CORP	COM	844730101	6,508	268,370
SOUTHWEST AIRLINES CO	COM	844741108	2,661	203,754
SOUTHWEST AIRLINES CO	COM	844741108	115	8,771
SPRINT CORP	PCS COM SER 1	852061506	42	21,632
SPRINT CORP	PCS COM SER 1	852061506	2	1,272
STATE STR CORP	COM	857477103	269	6,954
STATE STR CORP	COM	857477103	6	150
STILWELL FINL INC	COM	860831106	4,866	403,116
STILWELL FINL INC	COM	860831106	1	96
STRYKER CORP	COM	863667101	440	7,640
SUN LIFE FINANCIAL SVCS CAN ADR	COM	866796105	198	12,517
SUN MICROSYSTEMS INC	COM	866810104	2,168	837,182
SUN MICROSYSTEMS INC	COM	866810104	64	24,632
SUNTRUST BANKS INC	COM	867914103	5,293	86,101
SUNTRUST BANKS INC	COM	867914103	2,572	41,841
SYNOVUS FINANCIAL CORP	COM	871607107	1,145	30,000
SYNOVUS FINANCIAL CORP	COM	87161C105	945	45,849
SYNOVUS FINANCIAL CORP	COM	87161C105	2,352	114,072
SYSCO CORP	COM	871829107	1,784	62,851
SYSCO CORP	COM	871829107	154	5,420
TCF FINL CORP	COM	872275102	2,963	70,000
TECO ENERGY INC	COM	872375100	321	20,190
TECO ENERGY INC	COM	872375100	22	1,400
TEPPCO PARTNERS LP	UT LTD PARTNER	872384102	397	13,600
TRW INC	COM	872649108	90	1,540
TRW INC	COM	872649108	246	4,198
TXU CORP	COM	873168108	7,832	187,763
TXU CORP	COM	873168108	288	6,907
TARGET CORP	COM	87612E106	10,706	362,684
TARGET CORP	COM	87612E106	623	21,098
TELEFONICA S. A.	SPONSORED ADR	879382208	298	13,326
TELEPHONE & DATA SYS INC	COM	879433100	695	13,782
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	100	13,707
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	7	1,000
TERADYNE INC	COM	880770102	267	27,830
TERADYNE INC	COM	880770102	7	714
TEXAS INSTRUMENTS INC	COM	882508104	7,082	479,500
TEXAS INSTRUMENTS INC	COM	882508104	433	29,347
TEXTRON INC	COM	883203101	19	550
TEXTRON INC	COM	883203101	263	7,700
3M CO	COM	88579Y101	2,347	21,342
3M CO	COM	88579Y101	2,038	18,535
TIMBERLAND CO	CL A	887100105	1,267	40,000
TORCHMARK CORP	COM	891027104	3,786	110,503
TORCHMARK CORP	COM	891027104	8,758	255,622
TRAVELERS PPTY CAS CORP NEW	CL B	89420G406	161	11,895
TRAVELERS PPTY CAS CORP NEW	CL B	89420G406	109	8,030
TRIZEC PROPERTIES INC (REITS)	COM	89687P107	747	65,845
UST INC	COM	902911106	19,275	683,264
UST INC	COM	902911106	200	7,075
US BANCORP DEL COM NEW	COM NEW	902973304	4,484	241,343
US BANCORP DEL COM NEW	COM NEW	902973304	412	22,161

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UNION PACIFIC CORP	COM	907818108	1,508	26,054
UNION PACIFIC CORP	COM	907818108	259	4,481
UNION PLANTERS CORP	COM	908068109	2,354	85,722
UNION PLANTERS CORP	COM	908068109	6,449	234,849
UNITED PARCEL SVC INC	CL B	911312106	44	700
UNITED PARCEL SVC INC	CL B	911312106	350	5,600
UNITED SEC BANCSHARES INC	SHS	911459105	3,156	108,793
UNITED SEC BANCSHARES INC	SHS	911459105	15	500
UNITED TECHNOLOGIES CORP	COM	913017109	1,141	20,192
UNITED TECHNOLOGIES CORP	COM	913017109	433	7,668
UNITEDHEALTH GROUP INC	COM	91324P102	1,944	22,284
UNITEDHEALTH GROUP INC	COM	91324P102	133	1,520
UNOCAL CORP	COM	915289102	4,796	152,803
UNOCAL CORP	COM	915289102	31	1,000
UNUMPROVIDENT CORP	COM	91529Y106	267	13,123
UNUMPROVIDENT CORP	COM	91529Y106	505	24,795
V F CORP	COM	918204108	2,455	68,244
VERIZON COMMUNICATIONS	COM	92343V104	8,341	303,970
VERIZON COMMUNICATIONS	COM	92343V104	1,831	66,711
VIACOM INC	CL B	925524308	1,374	33,896
VIACOM INC	CL B	925524308	58	1,419
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	834	73,200
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	44	3,840
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	365	28,461
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	208	16,211
VULCAN MATERIALS CO	COM	929160109	10,112	279,646
VULCAN MATERIALS CO	COM	929160109	1,888	52,204
WACHOVIA CORP	COM	929903102	8,245	252,221
WACHOVIA CORP	COM	929903102	929	28,420
WADDELL & REED FINL INC CL A	CL A	930059100	267	15,124
WADDELL & REED FINL INC CL A	CL A	930059100	1,784	100,995
WAL MART STORES INC	COM	931142103	27,272	553,856
WAL MART STORES INC	COM	931142103	4,900	99,514
WALGREEN CO	COM	931422109	2,652	86,212
WALGREEN CO	COM	931422109	189	6,130
WASHINGTON MUTUAL INC	COM	939322103	5,917	188,015
WASHINGTON MUTUAL INC	COM	939322103	144	4,569
WASTE MANAGEMENT COM	COM	94106L109	1,149	49,260
WELLS FARGO & CO NEW	COM	949746101	11,615	241,181
WELLS FARGO & CO NEW	COM	949746101	1,111	23,070
WESTAMERICA BANCORPORATION	COM	957090103	2,820	70,000
WESTWOOD ONE INC	COM	961815107	1,073	30,000
WEYERHAEUSER CO	COM	962166104	5,766	131,741
WEYERHAEUSER CO	COM	962166104	148	3,379
WILMINGTON TR CORP	COM	971807102	2,357	81,500
WISCONSIN ENERGY CORP	COM	976657106	377	15,525
WISCONSIN ENERGY CORP	COM	976657106	25	1,010
WORLDCOM INC/WORLDCOM GROUP	WRLD GP COM	98157D106	2	20,792
WORLDCOM INC/WORLDCOM GROUP	WRLD GP COM	98157D106	4	40,166
WRIGLEY WM JR CO	COM	982526105	2,716	54,882
WRIGLEY WM JR CO	COM	982526105	604	12,200
WYETH	COM	983024100	12,189	383,304
WYETH	COM	983024100	2,600	81,775
XILINX INC	COM	983919101	1,461	92,224
XILINX INC	COM	983919101	1	63
XEROX CORP	COM	984121103	70	14,100
YUM BRANDS INC	COM	988498101	1,526	55,058
YUM BRANDS INC	COM	988498101	19	700
ZIMMER HLDGS INC	COM	98956P102	335	8,746
ZIMMER HLDGS INC	COM	98956P102	134	3,489