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OLD NATIONAL BANCORP /IN/
Form 13F-HR
October 23, 2007

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 09/30/2007

Check here if Amendment Amendment Number: _____

This Amendment is a restatement
 adds new holding entries

Institutional Investment Manager Filing this Report:

Name: OLD NATIONAL TRUST COMPANY
Address: P.O. BOX 207
EVANSVILLE, IN 47702

13F File Number: 28-02327

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: ELLEN D SPRADLIN
Title: ASSISTANT VICE PRESIDENT
Phone: (812) 464-1496

Signature, Place, and Date of Signing:

ELLEN D SPRADLIN EVANSVILLE IN 10/22/2007

Report Type (Check only one)
 13F HOLDINGS REPORT
 13F NOTICE
 13F COMBINATION REPORT

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

FORM 13F
SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

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Form 13F Information Table Entry Total: 323

Form 13F Information Table Value Total: \$788,625

List of Other Included Managers:

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRTN
AFLAC INC	COM	001055102	9637	168951	SH		SOLE SOLE
AFLAC INC	COM	001055102	2117	37108	SH		OTHER OTHER
AT&T INC	COM	00206R102	1229	29059	SH		SOLE SOLE
AT&T INC	COM	00206R102	2160	51063	SH		OTHER OTHER
ABBOTT LABS	COM	002824100	869	16211	SH		SOLE SOLE
ABBOTT LABS	COM	002824100	152	2831	SH		OTHER
AFFILIATED COMPUTER	COM	008190100	226	4500	SH		SOLE
ALLSTATE CORP	COM	020002101	251	4382	SH		SOLE SOLE
ALLSTATE CORP	COM	020002101	11	184	SH		OTHER
ALTRIA GROUP INC	COM	02209S103	86	1244	SH		SOLE SOLE
ALTRIA GROUP INC	COM	02209S103	24	340	SH		DEFINED
ALTRIA GROUP INC	COM	02209S103	507	7294	SH		OTHER
AMERN INTL GROUP INC	COM	026874107	1779	26291	SH		SOLE SOLE
AMERN INTL GROUP INC	COM	026874107	464	6858	SH		OTHER OTHER
ANHEUSER BUSCH CO	COM	035229103	180	3600	SH		SOLE
ANHEUSER BUSCH CO	COM	035229103	520	10400	SH		OTHER
ANNALY MTG MGMT INC	COM	035710409	190	11925	SH		SOLE
AON CORP	COM	037389103	294	6550	SH		SOLE
APACHE CORP	COM	037411105	2347	26062	SH		SOLE SOLE
APACHE CORP	COM	037411105	486	5395	SH		OTHER OTHER
APPLE INC	COM	037833100	7239	47171	SH		SOLE SOLE
APPLE INC	COM	037833100	1522	9914	SH		OTHER OTHER
ASHFORD HOSPITALITY TR	COM	044103109	955	95000	SH		SOLE SOLE
AUTODESK INC	COM	052769106	9278	185680	SH		SOLE SOLE
AUTODESK INC	COM	052769106	1776	35534	SH		OTHER OTHER
AUTOMATIC DATA PROCESSING INC	COM	053015103	607	13205	SH		SOLE
AUTOMATIC DATA PROCESSING INC	COM	053015103	10	225	SH		OTHER
BP PLC	COM	055622104	6888	99325	SH		SOLE SOLE

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BP PLC	COM	055622104	23	334	SH	DEFINED
BP PLC	COM	055622104	4678	67462	SH	OTHER
						OTHER
						OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRTN
BALL CORP	COM	058498106	6454	120075	SH		SOLE
BALL CORP	COM	058498106	18838	350480	SH		OTHER
							OTHER
BK OF AMER CORP	COM	060505104	14449	287418	SH		SOLE
							SOLE
BK OF AMER CORP	COM	060505104	32	637	SH		DEFINED
BK OF AMER CORP	COM	060505104	3199	63639	SH		OTHER
							OTHER
BARRICK GOLD CORP	COM	067901108	88	2177	SH		SOLE
							SOLE
BARRICK GOLD CORP	COM	067901108	262	6512	SH		OTHER
							OTHER
BARR PHARMACEUTICALS INC	COM	068306109	5612	98613	SH		SOLE
							SOLE
BARR PHARMACEUTICALS INC	COM	068306109	1239	21767	SH		OTHER
							OTHER
BERKSHIRE HATHAWAY INC	COM	084670108	237	2	SH		OTHER
BEST BUY INC	COM	086516101	274	5962	SH		SOLE
							SOLE
BEST BUY INC	COM	086516101	208	4527	SH		OTHER
							OTHER
BOEING CO	COM	097023105	394	3750	SH		SOLE
							SOLE
BOEING CO	COM	097023105	16	150	SH		OTHER
BRISTOL MYERS SQUIBB CORP	COM	110122108	3325	115364	SH		SOLE
							SOLE
BRISTOL MYERS SQUIBB CORP	COM	110122108	1263	43830	SH		OTHER
							OTHER
BROADCOM CORP	COM	111320107	163	4469	SH		SOLE
							SOLE
BROADCOM CORP	COM	111320107	112	3075	SH		OTHER
							OTHER
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	6684	82343	SH		SOLE
							SOLE
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	1419	17477	SH		OTHER
							OTHER
CA INC	COM	12673P105	440	17125	SH		SOLE
CATERPILLAR INC	COM	149123101	505	6443	SH		SOLE
CATERPILLAR INC	COM	149123101	491	6254	SH		OTHER
CHEVRON CORP	COM	166764100	2583	27599	SH		SOLE
							SOLE
CHEVRON CORP	COM	166764100	1442	15413	SH		OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
CHURCH & DWIGHT INC	COM	171340102	7643	162471	SH		OTHER SOLE
CHURCH & DWIGHT INC	COM	171340102	1487	31616	SH		SOLE OTHER
CISCO SYS INC	COM	17275R102	12603	380426	SH		OTHER SOLE
CISCO SYS INC	COM	17275R102	3072	92731	SH		SOLE OTHER
CITIGROUP INC	COM	172967101	659	14118	SH		OTHER SOLE
CITIGROUP INC	COM	172967101	30	645	SH		SOLE DEFINED
CITIGROUP INC	COM	172967101	967	20710	SH		OTHER OTHER
CITRIX SYSTEMS INC	COM	177376100	170	4205	SH		SOLE SOLE
CITRIX SYSTEMS INC	COM	177376100	130	3230	SH		OTHER OTHER
CLEAR CHANNEL COMMUNICATIONS INC	COM	184502102	344	9200	SH		SOLE
COACH INC	COM	189754104	5892	124642	SH		SOLE SOLE
COACH INC	COM	189754104	1396	29536	SH		OTHER OTHER
COCA COLA CO	COM	191216100	748	13022	SH		SOLE
COCA COLA CO	COM	191216100	218	3800	SH		OTHER
COLGATE PALMOLIVE CO	COM	194162103	300	4210	SH		SOLE SOLE
COLGATE PALMOLIVE CO	COM	194162103	7	100	SH		OTHER
COMPUTER SCIENCES CORP	COM	205363104	327	5850	SH		SOLE
CONOCOPHILLIPS	COM	20825C104	8041	91618	SH		SOLE SOLE
CONOCOPHILLIPS	COM	20825C104	1483	16894	SH		OTHER OTHER
CONSOLIDATED EDISON INC	COM	209115104	185	3985	SH		SOLE SOLE
CONSOLIDATED EDISON INC	COM	209115104	60	1300	SH		OTHER
CONSTELLATION BRANDS INC	COM	21036P108	126	5198	SH		SOLE SOLE
CONSTELLATION BRANDS INC	COM	21036P108	101	4187	SH		OTHER
COSTCO WHSL CORP	COM	22160K105	4254	69320	SH		SOLE SOLE
COSTCO WHSL CORP	COM	22160K105	913	14880	SH		OTHER

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TITLE	VALUE	SHARES/	SH/	PUT/	INVSTMT
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NAME OF ISSUER	OF CLASS	CUSIP	(X \$1000)	PRN AMOUNT	PRN	CALL	DISCRTN
COVANCE INC	COM	222816100	9789	125659	SH		OTHER SOLE
COVANCE INC	COM	222816100	2146	27552	SH		SOLE OTHER
DST SYS INC	COM	233326107	194	2265	SH		OTHER SOLE
DST SYS INC	COM	233326107	71	830	SH		OTHER SOLE
DANAHER CORP	COM	235851102	15614	188784	SH		SOLE SOLE
DANAHER CORP	COM	235851102	3283	39694	SH		OTHER OTHER
DEERE & CO	COM	244199105	16354	110187	SH		SOLE SOLE
DEERE & CO	COM	244199105	3319	22359	SH		OTHER OTHER
DISNEY WALT CO	COM	254687106	152	4414	SH		SOLE SOLE
DISNEY WALT CO	COM	254687106	137	3982	SH		OTHER SOLE
DOVER CORP	COM	260003108	183	3587	SH		SOLE SOLE
DOVER CORP	COM	260003108	161	3153	SH		OTHER OTHER
DOW CHEM CO	COM	260543103	414	9605	SH		SOLE SOLE
DOW CHEM CO	COM	260543103	278	6450	SH		OTHER OTHER
DU PONT E I DE NEMOURS & CO	COM	263534109	375	7569	SH		SOLE OTHER
DU PONT E I DE NEMOURS & CO	COM	263534109	74	1500	SH		OTHER SOLE
DUKE ENERGY CORP	COM	26441C105	132	7041	SH		SOLE OTHER
DUKE ENERGY CORP	COM	26441C105	452	24190	SH		OTHER OTHER
EMC CORP	COM	268648102	69	3314	SH		SOLE OTHER
EMC CORP	COM	268648102	171	8200	SH		OTHER OTHER
EARTHLINK INC	COM	270321102	173	21875	SH		SOLE SOLE
ECOLAB INC	COM	278865100	6203	131412	SH		SOLE SOLE
ECOLAB INC	COM	278865100	1294	27420	SH		OTHER OTHER
EMERSON ELEC CO	COM	291011104	11145	209407	SH		SOLE SOLE
EMERSON ELEC CO	COM	291011104	2117	39782	SH		OTHER OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
ENTERGY CORP	COM	29364G103	288	2656	SH		OTHER SOLE
ENTERGY CORP	COM	29364G103	23	213	SH		SOLE OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/PRN	SH/PRN	PUT/CALL	INVSTMT DISCRTN
EXPEDITORS INTL WASH INC	COM	302130109	150	3170	SH		OTHER SOLE
EXPEDITORS INTL WASH INC	COM	302130109	163	3450	SH		OTHER
EXPRESS SCRIPTS INC	COM	302182100	170	3048	SH		SOLE
EXPRESS SCRIPTS INC	COM	302182100	84	1500	SH		OTHER
EXXON MOBIL CORP	COM	30231G102	28679	309842	SH		SOLE
EXXON MOBIL CORP	COM	30231G102	13951	150726	SH		OTHER
FPL GROUP INC	COM	302571104	7748	127274	SH		OTHER
FPL GROUP INC	COM	302571104	2442	40108	SH		SOLE
FPL GROUP INC	COM	302571104	2442	40108	SH		OTHER
FIFTH THIRD BANCORP	COM	316773100	722	21308	SH		OTHER
FIFTH THIRD BANCORP	COM	316773100	17	499	SH		SOLE
FIFTH THIRD BANCORP	COM	316773100	152	4474	SH		DEFINED
1ST FINL CORP	COM	320218100	2880	95043	SH		OTHER
1ST FINL CORP	COM	320218100	461	15211	SH		SOLE
FISERV INC	COM	337738108	8547	168053	SH		OTHER
FISERV INC	COM	337738108	1756	34523	SH		SOLE
FISERV INC	COM	337738108	1756	34523	SH		OTHER
FORTUNE BRANDS INC	COM	349631101	202	2477	SH		OTHER
FORTUNE BRANDS INC	COM	349631101	156	1911	SH		SOLE
FORTUNE BRANDS INC	COM	349631101	156	1911	SH		OTHER
FRANKLIN RES INC	COM	354613101	8552	67075	SH		SOLE
FRANKLIN RES INC	COM	354613101	1626	12756	SH		OTHER
FRANKLIN RES INC	COM	354613101	1626	12756	SH		OTHER
FREEPORT MCMORAN COPPER & GOLD	COM	35671D857	280	2670	SH		SOLE
FREEPORT MCMORAN COPPER & GOLD	COM	35671D857	212	2017	SH		SOLE
FREEPORT MCMORAN COPPER & GOLD	COM	35671D857	212	2017	SH		OTHER
GENERAL DYNAMICS CORP	COM	369550108	154	1829	SH		SOLE
GENERAL DYNAMICS CORP	COM	369550108	149	1762	SH		SOLE
GENERAL DYNAMICS CORP	COM	369550108	149	1762	SH		OTHER
GEN ELEC CO	COM	369604103	6279	151656	SH		SOLE
GEN ELEC CO	COM	369604103	6279	151656	SH		SOLE
GEN ELEC CO	COM	369604103	3706	89517	SH		OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/PRN	SH/PRN	PUT/CALL	INVSTMT DISCRTN
GEN MILLS INC	COM	370334104	170	2937	SH		OTHER
GEN MILLS INC	COM	370334104	67	1150	SH		SOLE
GEN MILLS INC	COM	370334104	67	1150	SH		OTHER
GENZYME CORP	COM	372917104	273	4400	SH		SOLE
GLAXOSMITHKLINE PLC	COM	37733W105	117	2197	SH		SOLE
GLAXOSMITHKLINE PLC	COM	37733W105	117	2197	SH		SOLE
GLAXOSMITHKLINE PLC	COM	37733W105	230	4328	SH		OTHER
GLAXOSMITHKLINE PLC	COM	37733W105	230	4328	SH		OTHER
GOLDMAN SACHS	COM	38141G104	8988	41467	SH		SOLE
GOLDMAN SACHS	COM	38141G104	1835	8466	SH		SOLE
GOLDMAN SACHS	COM	38141G104	1835	8466	SH		OTHER

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GRAINGER WW INC	COM	384802104	219	2400	SH	OTHER
GUITAR CTR INC	COM	402040109	205	3450	SH	SOLE
HARRAH'S ENTNT INC	COM	413619107	113	1304	SH	SOLE
HARRAH'S ENTNT INC	COM	413619107	132	1522	SH	OTHER
HARRIS CORP	COM	413875105	12370	214051	SH	SOLE
HARRIS CORP	COM	413875105	2448	42363	SH	OTHER
HEWLETT PACKARD CO	COM	428236103	6756	135692	SH	OTHER
HEWLETT PACKARD CO	COM	428236103	1624	32623	SH	SOLE
HOME DEPOT INC	COM	437076102	175	5380	SH	OTHER
HOME DEPOT INC	COM	437076102	112	3467	SH	SOLE
HUDSON CITY BANCORP INC	COM	443683107	170	11025	SH	OTHER
ILLINOIS TOOL WORKS	COM	452308109	1449	24294	SH	SOLE
ILLINOIS TOOL WORKS	COM	452308109	368	6174	SH	OTHER
INTEL CORP	COM	458140100	725	28033	SH	OTHER
INTEL CORP	COM	458140100	458	17704	SH	SOLE
INTL BUSINESS MACHS CORP	COM	459200101	9228	78337	SH	OTHER
INTL BUSINESS MACHS CORP	COM	459200101	2159	18330	SH	SOLE
INTL GAME TECH	COM	459902102	2563	59454	SH	OTHER
INTL GAME TECH	COM	459902102	107	2488	SH	SOLE
						OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
INTL PAPER CO	COM	460146103	0	10	SH		SOLE
INTL PAPER CO	COM	460146103	215	6000	SH		OTHER
INTERPUBLIC GROUP COS INC	COM	460690100	260	25075	SH		SOLE
ISHARES	EQU	464287481	889	7658	PRN		SOLE
ISHARES	COM	464287655	474	5920	SH		SOLE
ISHARES	EQU	464287762	437	6170	PRN		SOLE
JPMORGAN CHASE & CO	COM	46625H100	8934	194969	SH		SOLE
JPMORGAN CHASE & CO	COM	46625H100	2468	53856	SH		OTHER
JACOBS ENGR GROUP INC	COM	469814107	11185	147986	SH		OTHER
JACOBS ENGR GROUP INC	COM	469814107	2591	34278	SH		SOLE
JARDEN	COM	471109108	65	2107	SH		OTHER
JARDEN	COM	471109108	255	8245	SH		SOLE
JOHNSON & JOHNSON	COM	478160104	15702	239000	SH		OTHER

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JOHNSON & JOHNSON	COM	478160104	4414	67183	SH	SOLE OTHER
JOHNSON CTLS INC	COM	478366107	384	3252	SH	OTHER SOLE
JOHNSON CTLS INC	COM	478366107	309	2618	SH	SOLE OTHER
KIMBALL INTL INC	COM	494274103	139	12189	SH	SOLE SOLE
KIMBALL INTL INC	COM	494274103	11	1000	SH	OTHER SOLE
KIMBERLY CLARK CORP	COM	494368103	155	2208	SH	SOLE SOLE
KIMBERLY CLARK CORP	COM	494368103	57	813	SH	OTHER SOLE
KOHL'S CORP	COM	500255104	403	7037	SH	SOLE OTHER
KOHL'S CORP	COM	500255104	90	1569	SH	SOLE SOLE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1065	10429	SH	OTHER OTHER
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	241	2364	SH	OTHER SOLE
LILLY ELI & CO	COM	532457108	4611	80998	SH	SOLE SOLE
LILLY ELI & CO	COM	532457108	664	11659	SH	OTHER OTHER OTHER
LINCOLN NATL CORP	COM	534187109	673	10198	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRTN
LINCOLN NATL CORP	COM	534187109	2	29	SH		SOLE OTHER
LOWE'S COMPANIES INC	COM	548661107	4331	154572	SH		SOLE SOLE
LOWE'S COMPANIES INC	COM	548661107	1393	49721	SH		OTHER OTHER
MBIA INC	COM	55262C100	470	7703	SH		SOLE OTHER
MBIA INC	COM	55262C100	68	1122	SH		SOLE SOLE
MARSHALL & ILSLEY CORP	COM	571834100	255	5825	SH		OTHER OTHER
MCDONALDS CORP	COM	580135101	12957	237873	SH		SOLE SOLE
MCDONALDS CORP	COM	580135101	2639	48444	SH		OTHER OTHER
MCGRAW HILL COS INC	COM	580645109	360	7077	SH		SOLE SOLE
MCGRAW HILL COS INC	COM	580645109	260	5115	SH		OTHER OTHER
MEDTRONIC INC	COM	585055106	435	7715	SH		SOLE OTHER
MEDTRONIC INC	COM	585055106	201	3561	SH		OTHER OTHER
MERCURY GEN CORP	COM	589400100	371	6875	SH		SOLE SOLE
MERRILL LYNCH & CO INC	COM	590188108	3303	46343	SH		SOLE SOLE
MERRILL LYNCH & CO INC	COM	590188108	50	699	SH		OTHER SOLE
METLIFE INC	COM	59156R108	10354	148480	SH		SOLE

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METLIFE INC	COM	59156R108	2133	30595	SH	SOLE OTHER
MICROSOFT CORP	COM	594918104	11607	393975	SH	OTHER SOLE
MICROSOFT CORP	COM	594918104	2520	85530	SH	SOLE OTHER
S&P 400 MIDCAP TR	EQU	595635103	1686	10480	PRN	OTHER SOLE
S&P 400 MIDCAP TR	EQU	595635103	161	1000	PRN	SOLE OTHER
NATL CITY CORP	COM	635405103	5146	205109	SH	OTHER SOLE
NATL CITY CORP	COM	635405103	17	670	SH	SOLE DEFINED
NATIONAL FUEL GAS CO	COM	636180101	823	17588	SH	SOLE SOLE
NATIONAL FUEL GAS CO	COM	636180101	218	4648	SH	SOLE OTHER OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
NEWMONT MNG CORP	COM	651639106	268	6000	SH		OTHER
NOBLE	COM	655044105	8888	126906	SH		SOLE SOLE
NOBLE	COM	655044105	1640	23414	SH		OTHER OTHER
NORTHERN TRUST CORP	COM	665859104	755	11389	SH		SOLE SOLE
NORTHERN TRUST CORP	COM	665859104	292	4400	SH		OTHER SOLE
NOVARTIS AG	COM	66987V109	11220	204156	SH		SOLE SOLE
NOVARTIS AG	COM	66987V109	2363	42990	SH		OTHER OTHER
NUVEEN INVTS	COM	67090F106	204	3300	SH		SOLE SOLE
OLD NATL BANCORP	COM	680033107	18104	1092551	SH		SOLE SOLE
OLD NATL BANCORP	COM	680033107	22	1337	SH		DEFINED OTHER
OLD NATL BANCORP	COM	680033107	13610	821347	SH		OTHER OTHER
PPG INDS INC	COM	693506107	35	465	SH		SOLE SOLE
PPG INDS INC	COM	693506107	227	3000	SH		OTHER SOLE
PEABODY ENERGY CORP	COM	704549104	247	5168	SH		SOLE SOLE
PEPSIAMERICAS INC	COM	71343P200	372	11465	SH		SOLE SOLE
PEPSICO INC	COM	713448108	17081	233160	SH		SOLE SOLE
PEPSICO INC	COM	713448108	3739	51037	SH		OTHER OTHER
PFIZER INC	COM	717081103	1593	65193	SH		SOLE SOLE
PFIZER INC	COM	717081103	31	1250	SH		DEFINED OTHER
PFIZER INC	COM	717081103	646	26460	SH		OTHER

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PRAXAIR INC	COM	74005P104	10344	123496	SH	SOLE
						SOLE
PRAXAIR INC	COM	74005P104	2520	30085	SH	OTHER
						OTHER
T ROWE PRICE GROUP INC	COM	74144T108	761	13670	SH	SOLE
T ROWE PRICE GROUP INC	COM	74144T108	78	1400	SH	OTHER
PROCTER & GAMBLE CO	COM	742718109	15852	225360	SH	SOLE
						SOLE
PROCTER & GAMBLE CO	COM	742718109	3698	52580	SH	OTHER
						OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
PROLOGIS	COM	743410102	9553	143976	SH		SOLE
							SOLE
PROLOGIS	COM	743410102	1611	24287	SH		OTHER
							OTHER
PRUDENTIAL FINL INC	COM	744320102	734	7525	SH		SOLE
							SOLE
PRUDENTIAL FINL INC	COM	744320102	2	24	SH		OTHER
QUESTAR CORP	COM	748356102	1471	28000	SH		OTHER
R H DONNELLEY CORP	COM	74955W307	214	3825	SH		SOLE
ROYAL DUTCH SHELL PLC	COM	780259206	493	6005	SH		SOLE
ROYAL DUTCH SHELL PLC	COM	780259206	123	1500	SH		OTHER
							OTHER
SPDR TR UNIT SER 1	EQU	78462F103	5052	33109	PRN		SOLE
							SOLE
SPDR TR UNIT SER 1	EQU	78462F103	625	4097	PRN		OTHER
							OTHER
SAP AKTIENGESELLSCHAFT	COM	803054204	309	5273	SH		SOLE
							SOLE
SAP AKTIENGESELLSCHAFT	COM	803054204	82	1400	SH		OTHER
SCHLUMBERGER LTD	COM	806857108	432	4111	SH		SOLE
SCHLUMBERGER LTD	COM	806857108	189	1803	SH		OTHER
SELECT SECTOR SPDR	EQU	81369Y209	325	9196	PRN		SOLE
SELECT SECTOR SPDR	COM	81369Y605	7333	213662	SH		SOLE
							SOLE
SELECT SECTOR SPDR	COM	81369Y605	1519	44265	SH		OTHER
							OTHER
SELECT SECTOR SPDR	COM	81369Y803	1568	58140	SH		SOLE
							SOLE
SELECT SECTOR SPDR	COM	81369Y803	93	3438	SH		OTHER
							OTHER
SELECT COMFORT CORP	COM	81616X103	160	11450	SH		SOLE
SIMON PPTY GROUP INC	COM	828806109	107	1072	SH		SOLE
							SOLE
SIMON PPTY GROUP INC	COM	828806109	101	1011	SH		OTHER
SMITH INTL INC	COM	832110100	12861	180124	SH		SOLE
							SOLE
SMITH INTL INC	COM	832110100	2361	33074	SH		OTHER
							OTHER
STAPLES INC	COM	855030102	7047	327904	SH		SOLE

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STAPLES INC	COM	855030102	1538	71560	SH	SOLE OTHER OTHER
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRTN
STATE STR CORP	COM	857477103	691	10143	SH		SOLE
STATE STR CORP	COM	857477103	78	1140	SH		OTHER OTHER
STERICYCLE INC	COM	858912108	11315	197953	SH		SOLE SOLE
STERICYCLE INC	COM	858912108	2342	40970	SH		OTHER OTHER
STRYKER CORP	COM	863667101	9126	132728	SH		SOLE SOLE
STRYKER CORP	COM	863667101	2034	29582	SH		OTHER OTHER
SYNOPSIS INC	COM	871607107	204	7550	SH		SOLE
SYSCO CORP	COM	871829107	158	4437	SH		SOLE SOLE
SYSCO CORP	COM	871829107	184	5162	SH		OTHER OTHER
TARGET CORP	COM	87612E106	9777	153799	SH		SOLE SOLE
TARGET CORP	COM	87612E106	2008	31582	SH		OTHER OTHER
THERMO FISHER SCIENTIFIC INC	COM	883556102	6028	104429	SH		SOLE SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	1106	19166	SH		OTHER OTHER
3M	COM	88579Y101	1050	11223	SH		SOLE SOLE
3M	COM	88579Y101	442	4722	SH		OTHER OTHER
US BANCORP DE NEW	COM	902973304	1012	31116	SH		SOLE SOLE
US BANCORP DE NEW	COM	902973304	32	969	SH		DEFINED
US BANCORP DE NEW	COM	902973304	316	9708	SH		OTHER OTHER
ULTRA PETROLEUM CORP	COM	903914109	313	5046	SH		SOLE
ULTRA PETROLEUM CORP	COM	903914109	83	1344	SH		OTHER
UNITED TECH CORP	COM	913017109	2333	28994	SH		SOLE SOLE
UNITED TECH CORP	COM	913017109	1231	15292	SH		OTHER OTHER
VALSPAR CORP	COM	920355104	277	10175	SH		SOLE
VANGUARD	COM	92204A702	259	4270	SH		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
VANGUARD	COM	92204A702	255	4200	SH		SOLE OTHER OTHER
VECTREN CORP	COM	92240G101	6489	237797	SH		SOLE SOLE
VECTREN CORP	COM	92240G101	1445	52937	SH		OTHER OTHER OTHER
VANGUARD	COM	922908769	656	4338	SH		OTHER
VERIZON COMMUNICATIONS	COM	92343V104	676	15268	SH		SOLE SOLE
VERIZON COMMUNICATIONS	COM	92343V104	460	10397	SH		OTHER OTHER OTHER
WACHOVIA CORP	COM	929903102	640	12768	SH		SOLE SOLE
WACHOVIA CORP	COM	929903102	31	625	SH		DEFINED
WACHOVIA CORP	COM	929903102	75	1502	SH		OTHER
WADDELL & REED FINL INC	COM	930059100	330	12225	SH		SOLE
WALMART STORES INC	COM	931142103	282	6452	SH		SOLE SOLE
WALMART STORES INC	COM	931142103	152	3480	SH		OTHER OTHER OTHER
WALGREEN CO	COM	931422109	8428	178407	SH		SOLE SOLE
WALGREEN CO	COM	931422109	1817	38458	SH		OTHER OTHER OTHER
WELLPOINT INC	COM	94973V107	3929	49788	SH		SOLE SOLE
WELLPOINT INC	COM	94973V107	536	6787	SH		OTHER OTHER OTHER
WELLS FARGO & CO	COM	949746101	375	10536	SH		SOLE SOLE
WELLS FARGO & CO	COM	949746101	102	2852	SH		OTHER
WHIRLPOOL CORP	COM	963320106	1413	15859	SH		SOLE
WHIRLPOOL CORP	COM	963320106	53	600	SH		OTHER
WM WRIGLEY JR CO	COM	982526105	45	700	SH		SOLE SOLE
WM WRIGLEY JR CO	COM	982526105	665	10350	SH		OTHER
WYETH	COM	983024100	437	9811	SH		SOLE SOLE
WYETH	COM	983024100	345	7743	SH		OTHER OTHER OTHER
XTO ENERGY INC	COM	98385X106	6964	112611	SH		SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
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XTO ENERGY INC	COM	98385X106	1638	26491	SH	SOLE OTHER
YUM BRANDS INC	COM	988498101	943	27868	SH	OTHER SOLE
YUM BRANDS INC	COM	988498101	24	720	SH	OTHER
ZIMMER HLDGS INC	COM	98956P102	940	11603	SH	SOLE SOLE
ZIMMER HLDGS INC	COM	98956P102	117	1445	SH	OTHER OTHER
ZIONS BANCORP	COM	989701107	9372	136478	SH	SOLE SOLE
ZIONS BANCORP	COM	989701107	1874	27290	SH	OTHER OTHER
ENDURANCE SPECIALTY HLDGS	FOR	G30397106	275	6625	SH	SOLE
INGERSOLL	COM	G4776G101	121	2216	SH	SOLE SOLE
INGERSOLL	COM	G4776G101	180	3300	SH	OTHER
UBS AG	COM	H89231338	894	16792	SH	SOLE SOLE
UBS AG	COM	H89231338	4	70	SH	OTHER