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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 INVNT 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 |