

Edgar Filing: FIRST TENNESSEE NATIONAL CORP - Form 13F-HR/A

FIRST TENNESSEE NATIONAL CORP

Form 13F-HR/A

October 28, 2003

| NAME OF ISSUER | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE | SHARES OF PRINCIPAL AMOUNT | INVESTMENT DISCRETION | | | MANAGEMENT INSTR |
|----------------------------|----------------|--------------|-------------------|----------------------------|-----------------------|---------|---------|------------------|
| | | | | | (A) SOL | (B) SHR | (C) OTH | |
| COOPER INDS LTD | CL A | G24182100 | 289,525 | 6,028 | X | | | 1 |
| | | | 19,212 | 400 | | X | X | 1 |
| | | | 308,737 | 6,428 | | | | |
| GLOBALSANTAFE CORP | SHS | G3930E101 | 178,404 | 7,449 | X | | | 1 |
| | | | 32,068 | 1,339 | | X | X | 1 |
| | | | 6,371 | 266 | X | | | 2 |
| | | | 216,843 | 9,054 | | | | |
| INGERSOLL-RAND COMPANY LTD | CL A | G4776G101 | 1,433,581 | 26,826 | X | | | 1 |
| | | | 773,010 | 14,465 | | X | X | 1 |
| | | | 2,206,591 | 41,291 | | | | |
| NOBLE CORPORATION | SHS | G65422100 | 180,149 | 5,300 | X | | | 1 |
| | | | 30,592 | 900 | | X | X | 1 |
| | | | 8,498 | 250 | X | | | 2 |
| | | | 219,239 | 6,450 | | | | |
| XL CAP LTD | CL A | G98255105 | 5,932,678 | 76,610 | X | | | 1 |
| | | | 539,370 | 6,965 | | X | X | 1 |
| | | | 6,472,048 | 83,575 | | | | |
| FLEXTRONICS INTL LTD | ORD | Y2573F102 | 473,528 | 33,300 | X | | | 1 |
| | | | 174,764 | 12,290 | | X | X | 1 |
| | | | 7,821 | 550 | X | | | 2 |
| | | | 656,113 | 46,140 | | | | |
| AFLAC INC | COM | 001055102 | 4,594,066 | 142,231 | X | | | 1 |
| | | | 565,573 | 17,510 | | X | X | 1 |
| | | | 5,159,639 | 159,741 | | | | |
| AGCO CORP | COM | 001084102 | 227,962 | 13,300 | X | | | 1 |
| | | | 227,962 | 13,300 | | | | |
| AT&T CORP | COM NEW | 001957505 | 241,084 | 11,187 | X | | | 1 |
| | | | 83,808 | 3,889 | | X | X | 1 |
| | | | 324,892 | 15,076 | | | | |
| AT&T WIRELESS SVCS INC | COM | 00209A106 | 94,206 | 11,516 | X | | | 1 |
| | | | 26,797 | 3,276 | | X | X | 1 |
| | | | 121,003 | 14,792 | | | | |

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|-----------------------|--------------|-----------|-----------|---------|---|---|---|---|
| ABBOTT LABS | COM | 002824100 | 3,106,537 | 73,009 | X | | | 1 |
| | | | 1,357,474 | 31,903 | | X | X | 1 |
| | | | 12,765 | 300 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 4,476,776 | 105,212 | | | | |
| ADAMS EXPRESS CO | COM | 006212104 | 1,857 | 157 | X | | | 1 |
| | | | 235,511 | 19,908 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 237,368 | 20,065 | | | | |
| AEGON N V | ORD AMER REG | 007924103 | 239,289 | 20,452 | X | | | 1 |
| | | | 19,165 | 1,638 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 258,454 | 22,090 | | | | |
| AETNA INC NEW | COM | 00817Y108 | 159,106 | 2,607 | X | | | 1 |
| | | | 54,927 | 900 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 214,033 | 3,507 | | | | |
| AIR PRODS & CHEMS INC | COM | 009158106 | 892,531 | 19,790 | X | | | 1 |
| | | | 180,400 | 4,000 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,072,931 | 23,790 | | | | |
| ALBERTO CULVER CO | CL A | 013068200 | 728,739 | 12,698 | X | | | 1 |
| | | | 126,258 | 2,200 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 854,997 | 14,898 | | | | |
| ALCOA INC | COM | 013817101 | 1,196,063 | 45,721 | X | | | 1 |
| | | | 886,929 | 33,904 | | X | X | 1 |
| | | | 3,924 | 150 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 2,086,916 | 79,775 | | | | |
| ALLSTATE CORP | COM | 020002101 | 285,775 | 7,823 | X | | | 1 |
| | | | 120,842 | 3,308 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 406,617 | 11,131 | | | | |
| ALLTEL CORP | COM | 020039103 | 528,651 | 11,408 | X | | | 1 |
| | | | 183,230 | 3,954 | | X | X | 1 |
| | | | 6,951 | 150 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 718,832 | 15,512 | | | | |
| ALTRIA GROUP INC | COM | 02209S103 | 4,404,222 | 100,553 | X | | | 1 |
| | | | 1,978,446 | 45,170 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 6,382,668 | 145,723 | | | | |
| AMEREN CORP | COM | 023608102 | 77,752 | 1,812 | X | | | 1 |
| | | | 125,512 | 2,925 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 203,264 | 4,737 | | | | |
| AMERICAN ELEC PWR INC | COM | 025537101 | 237,360 | 7,912 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 237,360 | 7,912 | | | | |

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|------------------------------|-----|-----------|-----------|---------|---|---|---|---|
| AMERICAN EXPRESS CO | COM | 025816109 | 517,063 | 11,475 | X | | | 1 |
| | | | 722,312 | 16,030 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,239,375 | 27,505 | | | | |
| AMERICAN INTL GROUP INC | COM | 026874107 | 7,655,014 | 132,669 | X | | | 1 |
| | | | 1,477,414 | 25,605 | | X | X | 1 |
| | | | 10,098 | 175 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 9,142,526 | 158,449 | | | | |
| AMERICAN PWR CONVERSION CORP | COM | 029066107 | 220,579 | 12,750 | X | | | 1 |
| | | | 22,923 | 1,325 | | X | X | 1 |
| | | | 4,758 | 275 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 248,260 | 14,350 | | | | |
| AMGEN INC | COM | 031162100 | 252,661 | 3,916 | X | | | 1 |
| | | | 88,714 | 1,375 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 341,375 | 5,291 | | | | |
| AMSOUTH BANCORPORATION | COM | 032165102 | 4,187,471 | 197,336 | X | | | 1 |
| | | | 2,059,593 | 97,059 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 6,247,064 | 294,395 | | | | |
| ANADARKO PETE CORP | COM | 032511107 | 231,809 | 5,551 | X | | | 1 |
| | | | 45,519 | 1,090 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 277,328 | 6,641 | | | | |
| ANDREW CORP | COM | 034425108 | 268,019 | 22,187 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 268,019 | 22,187 | | | | |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 1,091,649 | 22,125 | X | | | 1 |
| | | | 664,412 | 13,466 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,756,061 | 35,591 | | | | |
| APPLIED MATLS INC | COM | 038222105 | 646,065 | 35,635 | X | | | 1 |
| | | | 63,456 | 3,500 | | X | X | 1 |
| | | | 4,533 | 250 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 714,054 | 39,385 | | | | |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 258,596 | 19,725 | X | | | 1 |
| | | | 88,768 | 6,771 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 347,364 | 26,496 | | | | |
| ATLANTIS PLASTICS INC | COM | 049156102 | 116,708 | 16,300 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 116,708 | 16,300 | | | | |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 498,566 | 13,907 | X | | | 1 |
| | | | 419,230 | 11,694 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 917,796 | 25,601 | | | | |

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|-----------------------------|---------------|-----------|---------------------------------|--------------------------|---|---|---|---|
| AVON PRODS INC | COM | 054303102 | 1,084,608 74,244 | 16,800 1,150 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 1,158,852 | 17,950 | | | | |
| BB&T CORP | COM | 054937107 | 704,412 4,884 | 19,616 136 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 709,296 | 19,752 | | | | |
| BP PLC | SPONSORED ADR | 055622104 | 4,791,070 2,604,140 7,368 | 113,802 61,856 175 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 7,402,578 | 175,833 | | | | 2 |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 2,541,998 745,673 9,833 | 32,573 9,555 126 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 3,297,504 | 42,254 | | | | 2 |
| BANK ONE CORP | COM | 06423A103 | 1,150,267 307,730 11,595 | 29,761 7,962 300 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 1,469,592 | 38,023 | | | | 2 |
| BARD C R INC | COM | 067383109 | 427,775 173,240 | 6,025 2,440 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 601,015 | 8,465 | | | | |
| BAXTER INTL INC | COM | 071813109 | 538,193 783,544 5,812 | 18,520 26,963 200 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 1,327,549 | 45,683 | | | | 2 |
| BECTON DICKINSON & CO | COM | 075887109 | 242,004 37,926 7,224 | 6,700 1,050 200 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 287,154 | 7,950 | | | | 2 |
| BELDEN INC | COM | 077459105 | 165,092 15,723 | 9,450 900 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 180,815 | 10,350 | | | | |
| BELLSOUTH CORP | COM | 079860102 | 5,033,535 2,121,159 | 212,565 89,576 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 7,154,694 | 302,141 | | | | |
| BERKSHIRE HATHAWAY INC DEL | CL B | 084670207 | 252,096 52,416 | 101 21 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 304,512 | 122 | | | | |
| BEST BUY INC | COM | 086516101 | 270,864 46,570 | 5,700 980 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |

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| | | | | | | | | |
|-------------------------|-----|-----------|-----------|---------|---|---|---|---|
| | | | 7,128 | 150 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 324,562 | 6,830 | | | | |
| BOEING CO | COM | 097023105 | 922,622 | 26,875 | X | | | 1 |
| | | | 684,198 | 19,930 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,606,820 | 46,805 | | | | |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 5,025,053 | 195,832 | X | | | 1 |
| | | | 3,460,995 | 134,879 | | X | X | 1 |
| | | | 11,547 | 450 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 8,497,595 | 331,161 | | | | |
| CBL & ASSOC PPTYS INC | COM | 124830100 | 476,545 | 9,550 | X | | | 1 |
| | | | 204,590 | 4,100 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 681,135 | 13,650 | | | | |
| CSX CORP | COM | 126408103 | 314,614 | 10,756 | X | | | 1 |
| | | | 122,850 | 4,200 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 437,464 | 14,956 | | | | |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 6,180,227 | 108,349 | X | | | 1 |
| | | | 566,122 | 9,925 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 6,746,349 | 118,274 | | | | |
| CARAUSTAR INDS INC | COM | 140909102 | 110,336 | 12,800 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 110,336 | 12,800 | | | | |
| CARDINAL HEALTH INC | COM | 14149Y108 | 4,445,351 | 76,132 | X | | | 1 |
| | | | 849,752 | 14,553 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 5,295,103 | 90,685 | | | | |
| CASCADE CORP | COM | 147195101 | 286,650 | 13,000 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 286,650 | 13,000 | | | | |
| CATERPILLAR INC DEL | COM | 149123101 | 154,821 | 2,249 | X | | | 1 |
| | | | 214,092 | 3,110 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 368,913 | 5,359 | | | | |
| CENDANT CORP | COM | 151313103 | 454,784 | 24,333 | X | | | 1 |
| | | | 55,136 | 2,950 | | X | X | 1 |
| | | | 11,214 | 600 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 521,134 | 27,883 | | | | |
| CHEVRONTEXACO CORP | COM | 166764100 | 3,650,323 | 51,089 | X | | | 1 |
| | | | 1,568,402 | 21,951 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 5,218,725 | 73,040 | | | | |
| CHUBB CORP | COM | 171232101 | 444,428 | 6,850 | X | | | 1 |
| | | | 68,124 | 1,050 | | X | X | 1 |
| | | | 12,976 | 200 | X | | | 2 |

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| | | | | | | | | |
|------------------------|----------|-----------|------------|---------|---|---|---|---|
| | | | 525,528 | 8,100 | | | | |
| CISCO SYS INC | COM | 17275R102 | 4,193,891 | 214,083 | X | | | 1 |
| | | | 1,150,269 | 58,717 | | X | X | 1 |
| | | | 14,203 | 725 | X | | | 2 |
| | | | 5,358,363 | 273,525 | | | | |
| CITIGROUP INC | COM | 172967101 | 2,895,036 | 63,613 | X | | | 1 |
| | | | 1,118,455 | 24,576 | | X | X | 1 |
| | | | 9,421 | 207 | X | | | 2 |
| | | | 4,022,912 | 88,396 | | | | |
| COCA COLA CO | COM | 191216100 | 5,620,757 | 130,837 | X | | | 1 |
| | | | 5,598,032 | 130,308 | | X | X | 1 |
| | | | 8,592 | 200 | X | | | 2 |
| | | | 11,227,381 | 261,345 | | | | |
| COLGATE PALMOLIVE CO | COM | 194162103 | 504,351 | 9,024 | X | | | 1 |
| | | | 161,243 | 2,885 | | X | X | 1 |
| | | | 665,594 | 11,909 | | | | |
| COMCAST CORP NEW | CL A | 20030N101 | 673,201 | 21,843 | X | | | 1 |
| | | | 277,939 | 9,018 | | X | X | 1 |
| | | | 951,140 | 30,861 | | | | |
| COMCAST CORP NEW | CL A SPL | 20030N200 | 6,369,459 | 214,894 | X | | | 1 |
| | | | 677,600 | 22,861 | | X | X | 1 |
| | | | 10,374 | 350 | X | | | 2 |
| | | | 7,057,433 | 238,105 | | | | |
| COMPUTER SCIENCES CORP | COM | 205363104 | 299,057 | 7,960 | X | | | 1 |
| | | | 52,598 | 1,400 | | X | X | 1 |
| | | | 351,655 | 9,360 | | | | |
| CONAGRA FOODS INC | COM | 205887102 | 314,352 | 14,800 | X | | | 1 |
| | | | 47,790 | 2,250 | | X | X | 1 |
| | | | 362,142 | 17,050 | | | | |
| CONOCOPHILLIPS | COM | 20825C104 | 259,355 | 4,737 | X | | | 1 |
| | | | 222,835 | 4,070 | | X | X | 1 |
| | | | 482,190 | 8,807 | | | | |
| CORNING INC | COM | 219350105 | 81,219 | 8,622 | X | | | 1 |
| | | | 224,667 | 23,850 | | X | X | 1 |
| | | | 305,886 | 32,472 | | | | |
| COSTCO WHSL CORP NEW | COM | 22160K105 | 5,502,002 | 176,629 | X | | | 1 |
| | | | 536,189 | 17,213 | | X | X | 1 |
| | | | 4,673 | 150 | X | | | 2 |
| | | | 6,042,864 | 193,992 | | | | |

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| | | | | | | | | |
|----------------------------|------------|-----------|-----------|--------|---|---|---|---|
| COX COMMUNICATIONS INC NEW | CL A | 224044107 | 312,124 | 9,871 | X | | | 1 |
| | | | 39,526 | 1,250 | | X | X | 1 |
| | | | 5,534 | 175 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 357,184 | 11,296 | | | | |
| DNP SELECT INCOME FD | COM | 23325P104 | 52,850 | 5,000 | X | | | 1 |
| | | | 71,876 | 6,800 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 124,726 | 11,800 | | | | |
| DANAHER CORP DEL | COM | 235851102 | 39,515 | 535 | X | | | 1 |
| | | | 199,422 | 2,700 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 238,937 | 3,235 | | | | |
| DEAN FOODS CO NEW | COM | 242370104 | 21,721 | 700 | X | | | 1 |
| | | | 523,073 | 16,857 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 544,794 | 17,557 | | | | |
| DEERE & CO | COM | 244199105 | 405,158 | 7,600 | X | | | 1 |
| | | | 245,226 | 4,600 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 650,384 | 12,200 | | | | |
| DELL INC | COM | 24702R101 | 738,820 | 22,107 | X | | | 1 |
| | | | 119,478 | 3,575 | | X | X | 1 |
| | | | 9,191 | 275 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 867,489 | 25,957 | | | | |
| DIAMONDS TR | UNIT SER 1 | 252787106 | 2,013,009 | 21,615 | X | | | 1 |
| | | | 1,042,592 | 11,195 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 3,055,601 | 32,810 | | | | |
| DISNEY WALT CO | COM DISNEY | 254687106 | 976,272 | 48,402 | X | | | 1 |
| | | | 358,523 | 17,775 | | X | X | 1 |
| | | | 5,043 | 250 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 1,339,838 | 66,427 | | | | |
| DOLLAR GEN CORP | COM | 256669102 | 199,740 | 9,987 | X | | | 1 |
| | | | 26,860 | 1,343 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 226,600 | 11,330 | | | | |
| DOMINION RES INC VA NEW | COM | 25746U109 | 335,127 | 5,414 | X | | | 1 |
| | | | 174,929 | 2,826 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 510,056 | 8,240 | | | | |
| DOVER CORP | COM | 260003108 | 377,221 | 10,665 | X | | | 1 |
| | | | 212,220 | 6,000 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 589,441 | 16,665 | | | | |
| DOW CHEM CO | COM | 260543103 | 1,771,315 | 54,435 | X | | | 1 |
| | | | 796,938 | 24,491 | | X | X | 1 |
| | | | ----- | ----- | | | | |

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| | | | | | | | | |
|-----------------------------|--------------|-----------|------------|---------|---|---|---|---|
| | | | 2,568,253 | 78,926 | | | | |
| DOW JONES & CO INC | COM | 260561105 | 312,510 | 6,600 | X | X | 1 | |
| | | | ----- | ----- | | | | |
| | | | 312,510 | 6,600 | | | | |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 1,424,081 | 35,593 | X | | 1 | |
| | | | 1,346,418 | 33,652 | | X | X | 1 |
| | | | 4,001 | 100 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 2,774,500 | 69,345 | | | | |
| DUKE ENERGY CORP | COM | 264399106 | 618,097 | 34,705 | X | | 1 | |
| | | | 236,285 | 13,267 | | X | X | 1 |
| | | | 5,343 | 300 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 859,725 | 48,272 | | | | |
| E M C CORP MASS | COM | 268648102 | 3,640,151 | 288,214 | X | | 1 | |
| | | | 440,714 | 34,894 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 4,080,865 | 323,108 | | | | |
| EATON CORP | COM | 278058102 | 215,435 | 2,431 | X | | 1 | |
| | | | ----- | ----- | | | | |
| | | | 215,435 | 2,431 | | | | |
| EL PASO CORP | COM | 28336L109 | 123,021 | 16,852 | X | | 1 | |
| | | | 115,903 | 15,877 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 238,924 | 32,729 | | | | |
| ELECTRONIC DATA SYS NEW | COM | 285661104 | 544,127 | 26,937 | X | | 1 | |
| | | | 309,161 | 15,305 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 853,288 | 42,242 | | | | |
| EMERSON ELEC CO | COM | 291011104 | 953,073 | 18,102 | X | | 1 | |
| | | | 895,050 | 17,000 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,848,123 | 35,102 | | | | |
| EQUIFAX INC | COM | 294429105 | 1,088,626 | 48,883 | X | | 1 | |
| | | | 39,507 | 1,774 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,128,133 | 50,657 | | | | |
| ERICSSON L M TEL CO | ADR B SEK 10 | 294821608 | 5,880 | 400 | X | | 1 | |
| | | | 209,916 | 14,280 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 215,796 | 14,680 | | | | |
| EXXON MOBIL CORP | COM | 30231G102 | 17,027,088 | 465,221 | X | | 1 | |
| | | | 10,938,202 | 298,858 | | X | X | 1 |
| | | | 5,087 | 139 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 27,970,377 | 764,218 | | | | |
| FPL GROUP INC | COM | 302571104 | 480,889 | 7,609 | X | | 1 | |
| | | | 232,260 | 3,675 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 713,149 | 11,284 | | | | |

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| | | | | | | | | |
|------------------------------|----------------|-----------|------------|-----------|---|---|---|---|
| FEDERAL HOME LN MTG CORP | COM | 313400301 | 2,780,469 | 53,113 | X | | | 1 |
| | | | 282,690 | 5,400 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 3,063,159 | 58,513 | | | | |
| FEDERAL NATL MTG ASSN | COM | 313586109 | 5,560,262 | 79,206 | X | | | 1 |
| | | | 1,210,178 | 17,239 | | X | X | 1 |
| | | | 12,285 | 175 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 6,782,725 | 96,620 | | | | |
| FEDERATED DEPT STORES INC DE | COM | 31410H101 | 1,249,669 | 29,825 | X | | | 1 |
| | | | 349,866 | 8,350 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,599,535 | 38,175 | | | | |
| FEDEX CORP | COM | 31428X106 | 540,571 | 8,390 | X | | | 1 |
| | | | 114,363 | 1,775 | | X | X | 1 |
| | | | 8,054 | 125 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 662,988 | 10,290 | | | | |
| FIFTH THIRD BANCORP | COM | 316773100 | 1,254,427 | 22,586 | X | | | 1 |
| | | | 267,259 | 4,812 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,521,686 | 27,398 | | | | |
| FIRST DATA CORP | COM | 319963104 | 502,457 | 12,574 | X | | | 1 |
| | | | 105,894 | 2,650 | | X | X | 1 |
| | | | 11,988 | 300 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 620,339 | 15,524 | | | | |
| FIRST TENN NATL CORP | COM | 337162101 | 71,868,475 | 1,692,616 | X | | | 1 |
| | | | 15,226,283 | 358,603 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 87,094,758 | 2,051,219 | | | | |
| FLEETBOSTON FINL CORP | COM | 339030108 | 2,550,542 | 84,595 | X | | | 1 |
| | | | 172,911 | 5,735 | | X | X | 1 |
| | | | 6,030 | 200 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 2,729,483 | 90,530 | | | | |
| FLUOR CORP NEW | COM | 343412102 | 184,038 | 4,930 | X | | | 1 |
| | | | 22,399 | 600 | | X | X | 1 |
| | | | 4,666 | 125 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 211,103 | 5,655 | | | | |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 136,898 | 12,711 | X | | | 1 |
| | | | 88,809 | 8,246 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 225,707 | 20,957 | | | | |
| FORTUNE BRANDS INC | COM | 349631101 | 184,097 | 3,244 | X | | | 1 |
| | | | 45,400 | 800 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 229,497 | 4,044 | | | | |
| FRANKLIN RES INC | COM | 354613101 | 781,903 | 17,686 | X | | | 1 |

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| | | | | | | | |
|---------------------|---------------|-----------|------------|-----------|---|---|---|
| | | | 54,466 | 1,232 | X | X | 1 |
| | | | ----- | ----- | | | |
| | | | 836,369 | 18,918 | | | |
| GANNETT INC | COM | 364730101 | 756,908 | 9,759 | X | | 1 |
| | | | 531,286 | 6,850 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 1,288,194 | 16,609 | | | |
| GENERAL ELEC CO | COM | 369604103 | 22,979,715 | 770,872 | X | | 1 |
| | | | 10,408,227 | 349,152 | | X | 1 |
| | | | 17,141 | 575 | X | | 2 |
| | | | ----- | ----- | | | |
| | | | 33,405,083 | 1,120,599 | | | |
| GENERAL MLS INC | COM | 370334104 | 482,281 | 10,246 | X | | 1 |
| | | | 413,558 | 8,786 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 895,839 | 19,032 | | | |
| GENERAL MTRS CORP | COM | 370442105 | 863,050 | 21,086 | X | | 1 |
| | | | 251,435 | 6,143 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 1,114,485 | 27,229 | | | |
| GILLETTE CO | COM | 375766102 | 532,117 | 16,639 | X | | 1 |
| | | | 311,296 | 9,734 | | X | 1 |
| | | | 4,797 | 150 | X | | 2 |
| | | | ----- | ----- | | | |
| | | | 848,210 | 26,523 | | | |
| GLAXOSMITHKLINE PLC | SPONSORED ADR | 37733W105 | 239,941 | 5,659 | X | | 1 |
| | | | 1,200,853 | 28,322 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 1,440,794 | 33,981 | | | |
| GRAINGER W W INC | COM | 384802104 | 654,101 | 13,756 | X | | 1 |
| | | | 368,227 | 7,744 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 1,022,328 | 21,500 | | | |
| HARLEY DAVIDSON INC | COM | 412822108 | 420,931 | 8,733 | X | | 1 |
| | | | 60,250 | 1,250 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 481,181 | 9,983 | | | |
| HERSHEY FOODS CORP | COM | 427866108 | 72,680 | 1,000 | X | | 1 |
| | | | 145,360 | 2,000 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 218,040 | 3,000 | | | |
| HEWLETT PACKARD CO | COM | 428236103 | 923,144 | 47,683 | X | | 1 |
| | | | 323,158 | 16,692 | | X | 1 |
| | | | ----- | ----- | | | |
| | | | 1,246,302 | 64,375 | | | |
| HOME DEPOT INC | COM | 437076102 | 5,471,756 | 171,797 | X | | 1 |
| | | | 1,272,027 | 39,938 | | X | 1 |
| | | | 11,944 | 375 | X | | 2 |
| | | | ----- | ----- | | | |
| | | | 6,755,727 | 212,110 | | | |

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| | | | | | | | | |
|------------------------------|----------------|-----------|------------|---------|---|---|---|---|
| ILLINOIS TOOL WKS INC | COM | 452308109 | 213,557 | 3,223 | X | | | 1 |
| | | | 106,944 | 1,614 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 320,501 | 4,837 | | | | |
| INTEL CORP | COM | 458140100 | 13,993,784 | 508,495 | X | | | 1 |
| | | | 3,525,202 | 128,096 | | X | X | 1 |
| | | | 11,008 | 400 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 17,529,994 | 636,991 | | | | |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 6,707,085 | 75,932 | X | | | 1 |
| | | | 2,808,366 | 31,794 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 9,515,451 | 107,726 | | | | |
| INTL PAPER CO | COM | 460146103 | 338,499 | 8,675 | X | | | 1 |
| | | | 528,837 | 13,553 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 867,336 | 22,228 | | | | |
| ISHARES TR | DJ US TELECOMM | 464287713 | 258,476 | 13,554 | X | | | 1 |
| | | | 24,467 | 1,283 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 282,943 | 14,837 | | | | |
| ISHARES TR | DJ US TECH SEC | 464287721 | 232,902 | 5,400 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 232,902 | 5,400 | | | | |
| J P MORGAN CHASE & CO | COM | 46625H100 | 8,875,526 | 258,535 | X | | | 1 |
| | | | 1,574,585 | 45,866 | | X | X | 1 |
| | | | 6,008 | 175 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 10,456,119 | 304,576 | | | | |
| JEFFERSON PILOT CORP | COM | 475070108 | 843 | 19 | X | | | 1 |
| | | | 252,611 | 5,692 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 253,454 | 5,711 | | | | |
| JOHNSON & JOHNSON | COM | 478160104 | 7,458,552 | 150,617 | X | | | 1 |
| | | | 2,526,857 | 51,027 | | X | X | 1 |
| | | | 6,190 | 125 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 9,991,599 | 201,769 | | | | |
| KELLOGG CO | COM | 487836108 | 230,115 | 6,900 | X | | | 1 |
| | | | 86,710 | 2,600 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 316,825 | 9,500 | | | | |
| KEYCORP NEW | COM | 493267108 | 82,949 | 3,244 | X | | | 1 |
| | | | 214,149 | 8,375 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 297,098 | 11,619 | | | | |
| KIMBERLY CLARK CORP | COM | 494368103 | 1,579,991 | 30,787 | X | | | 1 |
| | | | 714,322 | 13,919 | | X | X | 1 |
| | | | 5,132 | 100 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 2,299,445 | 44,806 | | | | |

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| | | | | | | | | |
|------------------------------|----------------|-----------|-----------|--------|---|---|---|---|
| KINDER MORGAN ENERGY PARTNER | UT LTD PARTNER | 494550106 | 538,082 | 12,572 | X | | | 1 |
| | | | 79,180 | 1,850 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 617,262 | 14,422 | | | | |
| KOHLS CORP | COM | 500255104 | 1,718,856 | 32,128 | X | | | 1 |
| | | | 503,436 | 9,410 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 2,222,292 | 41,538 | | | | |
| KROGER CO | COM | 501044101 | 33,596 | 1,880 | X | | | 1 |
| | | | 228,736 | 12,800 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 262,332 | 14,680 | | | | |
| LA Z BOY INC | COM | 505336107 | 255,455 | 11,507 | X | | | 1 |
| | | | 80,831 | 3,641 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 336,286 | 15,148 | | | | |
| LILLY ELI & CO | COM | 532457108 | 609,325 | 10,258 | X | | | 1 |
| | | | 316,305 | 5,325 | | X | X | 1 |
| | | | 5,940 | 100 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 931,570 | 15,683 | | | | |
| LINCOLN NATL CORP IND | COM | 534187109 | 258,274 | 7,300 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 258,274 | 7,300 | | | | |
| LOCKHEED MARTIN CORP | COM | 539830109 | 725,663 | 15,724 | X | | | 1 |
| | | | 371,508 | 8,050 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,097,171 | 23,774 | | | | |
| LOWES COS INC | COM | 548661107 | 177,706 | 3,424 | X | | | 1 |
| | | | 62,280 | 1,200 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 239,986 | 4,624 | | | | |
| LUCENT TECHNOLOGIES INC | COM | 549463107 | 137,940 | 63,861 | X | | | 1 |
| | | | 30,080 | 13,927 | | X | X | 1 |
| | | | 3,564 | 1,650 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 171,584 | 79,438 | | | | |
| MBIA INC | COM | 55262C100 | 425,250 | 7,736 | X | | | 1 |
| | | | 8,246 | 150 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 433,496 | 7,886 | | | | |
| MBNA CORP | COM | 55262L100 | 352,218 | 15,448 | X | | | 1 |
| | | | 76,928 | 3,374 | | X | X | 1 |
| | | | 6,544 | 287 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 435,690 | 19,109 | | | | |
| MGIC INVT CORP WIS | COM | 552848103 | 219,998 | 4,225 | X | | | 1 |
| | | | 45,562 | 875 | | X | X | 1 |
| | | | 3,905 | 75 | X | | | 2 |
| | | | ----- | ----- | | | | |

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| | | | | | | | | |
|----------------------------|-------------|-----------|-----------|---------|---|---|---|---|
| | | | 269,465 | 5,175 | | | | |
| MANULIFE FINL CORP | COM | 56501R106 | 185,075 | 6,404 | X | | | 1 |
| | | | 29,102 | 1,007 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 214,177 | 7,411 | | | | |
| MASCO CORP | COM | 574599106 | 470,016 | 19,200 | X | | | 1 |
| | | | 920,448 | 37,600 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,390,464 | 56,800 | | | | |
| MAY DEPT STORES CO | COM | 577778103 | 18,473 | 750 | X | | | 1 |
| | | | 213,050 | 8,650 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 231,523 | 9,400 | | | | |
| MAYTAG CORP | COM | 578592107 | 672,891 | 26,948 | X | | | 1 |
| | | | 1,953,305 | 78,226 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 2,626,196 | 105,174 | | | | |
| MCCORMICK & CO INC | COM NON VTG | 579780206 | 378,396 | 13,800 | X | | | 1 |
| | | | 164,520 | 6,000 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 542,916 | 19,800 | | | | |
| MCDONALDS CORP | COM | 580135101 | 984,561 | 41,825 | X | | | 1 |
| | | | 170,665 | 7,250 | | X | X | 1 |
| | | | 4,708 | 200 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 1,159,934 | 49,275 | | | | |
| MCGRAW HILL COS INC | COM | 580645109 | 2,297,945 | 36,986 | X | | | 1 |
| | | | 295,430 | 4,755 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 2,593,375 | 41,741 | | | | |
| MCKESSON CORP | COM | 58155Q103 | 256,336 | 7,700 | X | | | 1 |
| | | | 36,619 | 1,100 | | X | X | 1 |
| | | | 6,658 | 200 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 299,613 | 9,000 | | | | |
| MEDCO HEALTH SOLUTIONS INC | COM | 58405U102 | 448,789 | 17,308 | X | | | 1 |
| | | | 339,942 | 13,110 | | X | X | 1 |
| | | | 1,089 | 42 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 789,820 | 30,460 | | | | |
| MEDTRONIC INC | COM | 585055106 | 5,597,601 | 119,301 | X | | | 1 |
| | | | 2,320,006 | 49,446 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 7,917,607 | 168,747 | | | | |
| MELLON FINL CORP | COM | 58551A108 | 915,684 | 30,381 | X | | | 1 |
| | | | 120,560 | 4,000 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,036,244 | 34,381 | | | | |
| MERCK & CO INC | COM | 589331107 | 8,044,788 | 158,925 | X | | | 1 |
| | | | 5,557,267 | 109,784 | | X | X | 1 |

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| | | | | | | | | |
|------------------------------|------------|-----------|------------|---------|---|---|---|---|
| | | | 17,717 | 350 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 13,619,772 | 269,059 | | | | |
| MICROSOFT CORP | COM | 594918104 | 10,240,130 | 368,350 | X | | | 1 |
| | | | 2,074,741 | 74,631 | | X | X | 1 |
| | | | 15,985 | 575 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 12,330,856 | 443,556 | | | | |
| MID-AMER APT CMNTYS INC | COM | 59522J103 | 11,046 | 366 | X | | | 1 |
| | | | 256,530 | 8,500 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 267,576 | 8,866 | | | | |
| MIDCAP SPDR TR | UNIT SER 1 | 595635103 | 659,332 | 7,063 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 659,332 | 7,063 | | | | |
| MIDWAY GAMES INC | COM | 598148104 | 35,520 | 12,000 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 35,520 | 12,000 | | | | |
| MILLENNIUM PHARMACEUTICALS I | COM | 599902103 | 159,135 | 10,300 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 159,135 | 10,300 | | | | |
| MOODYS CORP | COM | 615369105 | 192,395 | 3,500 | X | | | 1 |
| | | | 54,970 | 1,000 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 247,365 | 4,500 | | | | |
| MORGAN STANLEY | COM NEW | 617446448 | 1,316,454 | 26,089 | X | | | 1 |
| | | | 79,323 | 1,572 | | X | X | 1 |
| | | | 12,615 | 250 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 1,408,392 | 27,911 | | | | |
| MOTOROLA INC | COM | 620076109 | 1,386,743 | 116,045 | X | | | 1 |
| | | | 428,826 | 35,885 | | X | X | 1 |
| | | | 5,975 | 500 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 1,821,544 | 152,430 | | | | |
| MYLAN LABS INC | COM | 628530107 | 448,766 | 11,611 | X | | | 1 |
| | | | 38,611 | 999 | | X | X | 1 |
| | | | 6,261 | 162 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 493,638 | 12,772 | | | | |
| NASDAQ 100 TR | UNIT SER 1 | 631100104 | 437,670 | 13,500 | X | | | 1 |
| | | | 292,915 | 9,035 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 730,585 | 22,535 | | | | |
| NATIONAL CITY CORP | COM | 635405103 | 284,082 | 9,643 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 284,082 | 9,643 | | | | |
| NATIONAL COMMERCE FINL CORP | COM | 63545P104 | 1,850,250 | 74,367 | X | | | 1 |
| | | | 1,766,181 | 70,988 | | X | X | 1 |
| | | | ----- | ----- | | | | |

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| | | | 3,616,431 | 145,355 | | | |
|---------------------------|---------------|--------------------|------------|---------|---|-----|---|
| NOKIA CORP | SPONSORED ADR | 654902204 | 103,880 | 6,659 | X | | 1 |
| | | | 87,360 | 5,600 | | X X | 1 |
| | | | ----- | ----- | | | |
| | | | 191,240 | 12,259 | | | |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 439,412 | 23,752 | X | | 1 |
| | | | 424,299 | 22,935 | | X X | 1 |
| | | | ----- | ----- | | | |
| | | | 863,711 | 46,687 | | | |
| OLD NATL BANCORP IND | COM | 680033107 | 217,980 | 9,753 | X | | 1 |
| | | | 52,902 | 2,367 | | X X | 1 |
| | | | ----- | ----- | | | |
| | | | 270,882 | 12,120 | | | |
| OMNICOM GROUP INC | COM | 681919106 | 3,035,883 | 42,253 | X | | 1 |
| | | | 99,009 | 1,378 | | X X | 1 |
| | | | ----- | ----- | | | |
| | | | 3,134,892 | 43,631 | | | |
| ORACLE CORP | COM | 68389X105 | 316,634 | 28,145 | X | | 1 |
| | | | 193,702 | 17,218 | | X X | 1 |
| | | | 3,938 | 350 | X | | 2 |
| | | | ----- | ----- | | | |
| | | | 514,274 | 45,713 | | | |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 295,234 | 6,205 | X | | 1 |
| | | | 77,460 | 1,628 | | X X | 1 |
| | | | ----- | ----- | | | |
| | | | 372,694 | 7,833 | | | |
| PPG INDS INC | COM | 693506107 | 349,874 | 6,700 | X | | 1 |
| | | | 229,768 | 4,400 | | X X | 1 |
| | | | ----- | ----- | | | |
| | | | 579,642 | 11,100 | | | |
| PARKER HANNIFIN CORP | COM | 701094104 | 367,434 | 8,220 | X | | 1 |
| | | | ----- | ----- | | | |
| | | | 367,434 | 8,220 | | | |
| PENNEY J C INC | NOTE | 5.000%10 708160BV7 | 30,510 | 30,000 | X | | 1 |
| | | | ----- | ----- | | | |
| | | | 30,510 | 30,000 | | | |
| PENNEY J C INC | COM | 708160106 | 339,570 | 15,890 | X | | 1 |
| | | | 109,842 | 5,140 | | X X | 1 |
| | | | ----- | ----- | | | |
| | | | 449,412 | 21,030 | | | |
| PEPSICO INC | COM | 713448108 | 8,303,259 | 181,175 | X | | 1 |
| | | | 1,786,457 | 38,980 | | X X | 1 |
| | | | 11,458 | 250 | X | | 2 |
| | | | ----- | ----- | | | |
| | | | 10,101,174 | 220,405 | | | |
| PERFORMANCE FOOD GROUP CO | COM | 713755106 | 285,110 | 7,000 | X | | 1 |
| | | | ----- | ----- | | | |
| | | | 285,110 | 7,000 | | | |
| PFIZER INC | COM | 717081103 | 10,388,148 | 341,940 | X | | 1 |

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| | | | | | | | |
|------------------------------|---------|-----------|------------|---------|---|---|---|
| | | | 5,691,848 | 187,355 | X | X | 1 |
| | | | ----- | ----- | | | |
| | | | 16,079,996 | 529,295 | | | |
| PIER 1 IMPORTS INC | COM | 720279108 | 269,841 | 14,025 | X | | 1 |
| | | | ----- | ----- | | | |
| | | | 269,841 | 14,025 | | | |
| PITNEY BOWES INC | COM | 724479100 | 402,360 | 10,500 | X | | 1 |
| | | | ----- | ----- | | | |
| | | | 402,360 | 10,500 | | | |
| PLUM CREEK TIMBER CO INC | COM | 729251108 | 455,579 | 17,908 | X | | 1 |
| | | | 48,260 | 1,897 | | X | X |
| | | | ----- | ----- | | | |
| | | | 503,839 | 19,805 | | | |
| PROCTER & GAMBLE CO | COM | 742718109 | 6,365,969 | 68,584 | X | | 1 |
| | | | 1,951,077 | 21,020 | | X | X |
| | | | 6,962 | 75 | X | | 2 |
| | | | ----- | ----- | | | |
| | | | 8,324,008 | 89,679 | | | |
| PROGRESS ENERGY INC | COM | 743263105 | 246,086 | 5,535 | X | | 1 |
| | | | 261,337 | 5,878 | | X | X |
| | | | ----- | ----- | | | |
| | | | 507,423 | 11,413 | | | |
| PROVIDIAN FINL CORP | COM | 74406A102 | 231,084 | 19,600 | X | | 1 |
| | | | 12,580 | 1,067 | | X | X |
| | | | ----- | ----- | | | |
| | | | 243,664 | 20,667 | | | |
| PRUDENTIAL FINL INC | COM | 744320102 | 681,894 | 18,252 | X | | 1 |
| | | | ----- | ----- | | | |
| | | | 681,894 | 18,252 | | | |
| QUALCOMM INC | COM | 747525103 | 258,396 | 6,201 | X | | 1 |
| | | | 83,091 | 1,994 | | X | X |
| | | | ----- | ----- | | | |
| | | | 341,487 | 8,195 | | | |
| QWEST COMMUNICATIONS INTL IN | COM | 749121109 | 45,693 | 13,439 | X | | 1 |
| | | | 16,633 | 4,892 | | X | X |
| | | | ----- | ----- | | | |
| | | | 62,326 | 18,331 | | | |
| RADIOSHACK CORP | COM | 750438103 | 318,192 | 11,200 | X | | 1 |
| | | | ----- | ----- | | | |
| | | | 318,192 | 11,200 | | | |
| RAYTHEON CO | COM NEW | 755111507 | 629,860 | 22,495 | X | | 1 |
| | | | 459,984 | 16,428 | | X | X |
| | | | ----- | ----- | | | |
| | | | 1,089,844 | 38,923 | | | |
| REGIONS FINL CORP | COM | 758940100 | 437,956 | 12,787 | X | | 1 |
| | | | 4,976,903 | 145,311 | | X | X |
| | | | 10,275 | 300 | X | | 2 |
| | | | ----- | ----- | | | |
| | | | 5,425,134 | 158,398 | | | |

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| | | | | | | | | |
|-----------------------------|----------------|-------------|-------------------------------|--------------------------|---|---|---|---|
| REPSOL YPF S A | SPONSORED ADR | 76026T205 | 132,089 41,175 | 8,020 2,500 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 173,264 | 10,520 | | | | |
| ROYAL CARIBBEAN CRUISES LTD | NOTE | 5 780153AM4 | 9,120 | 19,000 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 9,120 | 19,000 | | | | |
| ROYAL DUTCH PETE CO | NY REG EUR .56 | 780257804 | 743,046 845,325 6,630 | 16,811 19,125 150 | X | | X | 1 |
| | | | ----- | ----- | X | | | 2 |
| | | | 1,595,001 | 36,086 | | | | |
| RUBY TUESDAY INC | COM | 781182100 | 253,107 | 10,498 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 253,107 | 10,498 | | | | |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 1,694,483 1,175,047 | 76,156 52,811 | X | | X | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 2,869,530 | 128,967 | | | | |
| SPDR TR | UNIT SER 1 | 78462F103 | 3,299,956 1,268,970 | 33,016 12,696 | X | | X | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 4,568,926 | 45,712 | | | | |
| SAFECO CORP | COM | 786429100 | 480,407 169,680 | 13,590 4,800 | X | | X | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 650,087 | 18,390 | | | | |
| SARA LEE CORP | COM | 803111103 | 726,524 101,898 5,967 | 39,571 5,550 325 | X | | X | 1 |
| | | | ----- | ----- | X | X | X | 2 |
| | | | 834,389 | 45,446 | | | | |
| SCHERING PLOUGH CORP | COM | 806605101 | 1,870,528 650,443 4,191 | 122,738 42,680 275 | X | | X | 1 |
| | | | ----- | ----- | X | | | 2 |
| | | | 2,525,162 | 165,693 | | | | |
| SCHLUMBERGER LTD | COM | 806857108 | 967,226 346,060 7,260 | 19,984 7,150 150 | X | | X | 1 |
| | | | ----- | ----- | X | X | X | 2 |
| | | | 1,320,546 | 27,284 | | | | |
| SEARS ROEBUCK & CO | COM | 812387108 | 783,380 148,507 | 17,914 3,396 | X | | X | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 931,887 | 21,310 | | | | |
| SELECT SECTOR SPDR TR | SBI MATERIALS | 81369Y100 | 312,890 16,787 | 14,333 769 | X | | X | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 329,677 | 15,102 | | | | |

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| | | | | | | |
|-----------------------|----------------|-----------|---|--|-----------------------|---------------------|
| SELECT SECTOR SPDR TR | SBI CONS STPLS | 81369Y308 | 671,576 59,090 ----- 730,666 | 33,050 2,908 ----- 35,958 | X X X | 1 1 |
| SELECT SECTOR SPDR TR | SBI CONS DISCR | 81369Y407 | 262,011 ----- 262,011 | 9,500 ----- 9,500 | X | 1 |
| SELECT SECTOR SPDR TR | SBI INT-ENERGY | 81369Y506 | 231,144 55,988 ----- 287,132 | 9,611 2,328 ----- 11,939 | X X X | 1 1 |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 345,576 92,238 ----- 437,814 | 13,600 3,630 ----- 17,230 | X X X | 1 1 |
| SELECT SECTOR SPDR TR | SBI INT-UTILS | 81369Y886 | 531,713 23,543 ----- 555,256 | 24,279 1,075 ----- 25,354 | X X X | 1 1 |
| SERVICE CORP INTL | COM | 817565104 | 100,083 ----- 100,083 | 21,900 ----- 21,900 | X | 1 |
| SOUTHERN CO | COM | 842587107 | 459,328 361,034 ----- 820,362 | 15,650 12,301 ----- 27,951 | X X X | 1 1 |
| SPRINT CORP | COM FON GROUP | 852061100 | 249,150 101,548 ----- 350,698 | 16,500 6,725 ----- 23,225 | X X X | 1 1 |
| STREETTRACKS SER TR | FORTUNE 500 | 86330E885 | 156,345 172,407 ----- 328,752 | 2,190 2,415 ----- 4,605 | X X X | 1 1 |
| SUN MICROSYSTEMS INC | COM | 866810104 | 73,767 32,949 ----- 106,716 | 22,286 9,954 ----- 32,240 | X X X | 1 1 |
| SUNTRUST BKS INC | COM | 867914103 | 1,894,234 1,717,348 6,037 ----- 3,617,619 | 31,377 28,447 100 ----- 59,924 | X X X X | 1 1 2 |
| SYSCO CORP | COM | 871829107 | 2,485,732 101,402 ----- 2,587,134 | 75,993 3,100 ----- 79,093 | X X X | 1 1 |
| TARGET CORP | COM | 87612E106 | 589,476 77,142 9,408 ----- | 15,665 2,050 250 ----- | X X X X | 1 1 2 |

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| | | | | | | | | |
|------------------------------|----------------|-----------|-----------|---------|---|---|---|---|
| | | | 676,026 | 17,965 | | | | |
| TELECOM CORP NEW ZEALAND LTD | SPONSORED ADR | 879278208 | 221,489 | 9,070 | X | | | 1 |
| | | | 221,489 | 9,070 | | | | |
| TELEFONOS DE MEXICO S A | SPON ADR ORD L | 879403780 | 197,965 | 6,480 | X | | | 1 |
| | | | 27,495 | 900 | | X | X | 1 |
| | | | 225,460 | 7,380 | | | | |
| TELLABS INC | COM | 879664100 | 192,270 | 28,225 | X | | | 1 |
| | | | 25,035 | 3,675 | | X | X | 1 |
| | | | 5,109 | 750 | X | | | 2 |
| | | | 222,414 | 32,650 | | | | |
| TEMPLETON GLOBAL INCOME FD I | COM | 880198106 | 89,358 | 10,600 | X | | | 1 |
| | | | 89,358 | 10,600 | | | | |
| TEXAS INSTRS INC | COM | 882508104 | 4,584,214 | 201,062 | X | | | 1 |
| | | | 1,212,117 | 53,163 | | X | X | 1 |
| | | | 9,120 | 400 | X | | | 2 |
| | | | 5,805,451 | 254,625 | | | | |
| 3M CO | COM | 88579Y101 | 1,756,588 | 25,432 | X | | | 1 |
| | | | 5,089,630 | 73,688 | | X | X | 1 |
| | | | 6,846,218 | 99,120 | | | | |
| TRACTOR SUPPLY CO | COM | 892356106 | 419,968 | 12,800 | X | | | 1 |
| | | | 419,968 | 12,800 | | | | |
| TYCO INTL LTD NEW | COM | 902124106 | 328,497 | 16,079 | X | | | 1 |
| | | | 45,538 | 2,229 | | X | X | 1 |
| | | | 374,035 | 18,308 | | | | |
| UST INC | COM | 902911106 | 187,158 | 5,320 | X | | | 1 |
| | | | 56,288 | 1,600 | | X | X | 1 |
| | | | 243,446 | 6,920 | | | | |
| UNILEVER N V | N Y SHS NEW | 904784709 | 221,985 | 3,751 | X | | | 1 |
| | | | 203,638 | 3,441 | | X | X | 1 |
| | | | 425,623 | 7,192 | | | | |
| UNION PAC CORP | COM | 907818108 | 672,736 | 11,565 | X | | | 1 |
| | | | 172,532 | 2,966 | | X | X | 1 |
| | | | 845,268 | 14,531 | | | | |
| UNION PLANTERS CORP | COM | 908068109 | 777,300 | 24,567 | X | | | 1 |
| | | | 1,046,872 | 33,087 | | X | X | 1 |
| | | | 1,824,172 | 57,654 | | | | |

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| | | | | | | | | |
|--------------------------|---------------|-----------|----------------------------------|--------------------------|---|---|---|---|
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 1,155,958 340,032 | 14,958 4,400 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 1,495,990 | 19,358 | | | | |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 523,127 | 10,396 | X | | | 1 |
| | | | ----- | ----- | | | | |
| | | | 523,127 | 10,396 | | | | |
| UNOCAL CORP | COM | 915289102 | 371,778 174,558 | 11,795 5,538 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 546,336 | 17,333 | | | | |
| UNUMPROVIDENT CORP | COM | 91529Y106 | 650,872 509,639 | 44,067 34,505 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 1,160,511 | 78,572 | | | | |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 5,485,729 1,814,821 6,488 | 169,104 55,944 200 | X | | | 1 |
| | | | ----- | ----- | | X | X | 2 |
| | | | 7,307,038 | 225,248 | | | | |
| VIACOM INC | CL B | 925524308 | 680,285 302,149 | 17,762 7,889 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 982,434 | 25,651 | | | | |
| VODAFONE GROUP PLC NEW | SPONSORED ADR | 92857W100 | 7,359,316 1,227,763 | 363,422 60,630 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 8,587,079 | 424,052 | | | | |
| VULCAN MATLS CO | COM | 929160109 | 669,331 7,532,813 | 16,771 188,745 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 8,202,144 | 205,516 | | | | |
| WACHOVIA CORP 2ND NEW | COM | 929903102 | 1,242,953 752,953 6,179 | 30,176 18,280 150 | X | | | 1 |
| | | | ----- | ----- | | X | X | 2 |
| | | | 2,002,085 | 48,606 | | | | |
| WAL MART STORES INC | COM | 931142103 | 5,557,139 1,604,908 11,170 | 99,501 28,736 200 | X | | | 1 |
| | | | ----- | ----- | | X | X | 2 |
| | | | 7,173,217 | 128,437 | | | | |
| WALGREEN CO | COM | 931422109 | 4,308,504 3,885,673 | 140,617 126,817 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 8,194,177 | 267,434 | | | | |
| WASTE MGMT INC DEL | COM | 94106L109 | 1,032,407 149,957 | 39,450 5,730 | X | | | 1 |
| | | | ----- | ----- | | X | X | 1 |
| | | | 1,182,364 | 45,180 | | | | |

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| | | | | | | | | |
|------------------------------|-----|-----------|-------------|---------|---|---|---|---|
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 244,933 | 5,875 | X | | | 1 |
| | | | 31,268 | 750 | | X | X | 1 |
| | | | 6,254 | 150 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 282,455 | 6,775 | | | | |
| WAUSAU-MOSINEE PAPER CORP | COM | 943315101 | 307,839 | 25,212 | X | | | 1 |
| | | | 64,102 | 5,250 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 371,941 | 30,462 | | | | |
| WELLPOINT HEALTH NETWORK NEW | COM | 94973H108 | 221,605 | 2,875 | X | | | 1 |
| | | | 23,124 | 300 | | X | X | 1 |
| | | | 7,708 | 100 | X | | | 2 |
| | | | ----- | ----- | | | | |
| | | | 252,437 | 3,275 | | | | |
| WELLS FARGO & CO NEW | COM | 949746101 | 10,908,432 | 211,814 | X | | | 1 |
| | | | 2,230,983 | 43,320 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 13,139,415 | 255,134 | | | | |
| WEYERHAEUSER CO | COM | 962166104 | 663,705 | 11,355 | X | | | 1 |
| | | | 298,275 | 5,103 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 961,980 | 16,458 | | | | |
| WORTHINGTON INDS INC | COM | 981811102 | 179,608 | 14,300 | X | | | 1 |
| | | | 84,152 | 6,700 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 263,760 | 21,000 | | | | |
| WRIGLEY WM JR CO | COM | 982526105 | 227,836 | 4,120 | X | | | 1 |
| | | | 160,370 | 2,900 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 388,206 | 7,020 | | | | |
| WYETH | COM | 983024100 | 1,320,350 | 28,641 | X | | | 1 |
| | | | 170,570 | 3,700 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,490,920 | 32,341 | | | | |
| ZIMMER HLDGS INC | COM | 98956P102 | 807,160 | 14,649 | X | | | 1 |
| | | | 569,624 | 10,338 | | X | X | 1 |
| | | | ----- | ----- | | | | |
| | | | 1,376,784 | 24,987 | | | | |
| GRAND TOTAL | | | 628,472,730 | | | | | |