

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
			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
			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
			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	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	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	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	1	
			-----	-----				
			238,924	32,729				
ELECTRONIC DATA SYS NEW	COM	285661104	544,127	26,937	X		1	
			309,161	15,305		X	1	
			-----	-----				
			853,288	42,242				
EMERSON ELEC CO	COM	291011104	953,073	18,102	X		1	
			895,050	17,000		X	1	
			-----	-----				
			1,848,123	35,102				
EQUIFAX INC	COM	294429105	1,088,626	48,883	X		1	
			39,507	1,774		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	1	
			-----	-----				
			215,796	14,680				
EXXON MOBIL CORP	COM	30231G102	17,027,088	465,221	X		1	
			10,938,202	298,858		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	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	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	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	33,050 2,908	X			1
			-----	-----		X	X	1
			730,666	35,958				
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	262,011	9,500	X			1
			-----	-----				
			262,011	9,500				
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	231,144 55,988	9,611 2,328	X			1
			-----	-----		X	X	1
			287,132	11,939				
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	345,576 92,238	13,600 3,630	X			1
			-----	-----		X	X	1
			437,814	17,230				
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	531,713 23,543	24,279 1,075	X			1
			-----	-----		X	X	1
			555,256	25,354				
SERVICE CORP INTL	COM	817565104	100,083	21,900	X			1
			-----	-----				
			100,083	21,900				
SOUTHERN CO	COM	842587107	459,328 361,034	15,650 12,301	X			1
			-----	-----		X	X	1
			820,362	27,951				
SPRINT CORP	COM FON GROUP	852061100	249,150 101,548	16,500 6,725	X			1
			-----	-----		X	X	1
			350,698	23,225				
STREETTRACKS SER TR	FORTUNE 500	86330E885	156,345 172,407	2,190 2,415	X			1
			-----	-----		X	X	1
			328,752	4,605				
SUN MICROSYSTEMS INC	COM	866810104	73,767 32,949	22,286 9,954	X			1
			-----	-----		X	X	1
			106,716	32,240				
SUNTRUST BKS INC	COM	867914103	1,894,234 1,717,348 6,037	31,377 28,447 100	X			1
			-----	-----		X	X	2
			3,617,619	59,924				
SYSCO CORP	COM	871829107	2,485,732 101,402	75,993 3,100	X			1
			-----	-----		X	X	1
			2,587,134	79,093				
TARGET CORP	COM	87612E106	589,476 77,142 9,408	15,665 2,050 250	X			1
			-----	-----		X	X	1
					X			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					