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WINTRUST FINANCIAL CORP

Form 13F-HR/A

February 10, 2005

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

FORM 13F

FORM 13F COVER PAGE

Report for Calendar Year or Quarter ended: December 31, 2004

Check here if Amendment (x) ; Amendment Number:  
This Amendment (Check only one.) (x) is a restatement.  
( ) adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Wintrust Financial Corp.  
Address: 727 North Bank Lane  
Lake Forest, IL 60045

13F file number: 28-10582

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: James F. Duca  
Title: Executive Vice President  
Phone: 1-800-621-4477  
Signature, Place and Date of Signing:

/S/ Thomas J. Rowland Chicago, IL February 9, 2005  
Report Type (Check only one.):

(x ) 13F HOLDINGS REPORT.  
( ) 13F NOTICE.  
( ) 13F COMBINATION REPORT

List of other Managers Reporting for this Manager: Wayne Hummer Asset Mgmt Co  
Wayne Hummer Trust Co

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 467

Form 13F Information Table Value Total: \$927,455,000  
List of Other Included Managers: None

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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | FORM 13F INFORMATION TABLE |                    |            |              |                    |    | O |
|--------------------------------|----------------|-----------|----------------------------|--------------------|------------|--------------|--------------------|----|---|
|                                |                |           | VALUE<br>(x\$1000)         | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | MA |   |
| 3M CO                          | com            | 88579Y101 | 2353                       | 28676              | SH         |              | SOLE               |    |   |
|                                |                |           | 4306                       | 52470              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 33                         | 400                | SH         |              | OTHER              | 01 |   |
| ABBOTT LABORATORIES            | com            | 002824100 | 3726                       | 79872              | SH         |              | SOLE               |    |   |
|                                |                |           | 2977                       | 63825              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 103                        | 2200               | SH         |              | OTHER              | 01 |   |
| ACTIVISION INC NEW             | com            | 004930202 | 304                        | 15070              | SH         |              | DEFINED            | 01 |   |
| ADOBE SYSTEMS                  | com            | 00724F101 | 863                        | 13761              | SH         |              | SOLE               |    |   |
|                                |                |           | 2287                       | 36445              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 25                         | 400                | SH         |              | OTHER              | 01 |   |
| AETNA                          | com            | 00817Y108 | 356                        | 2850               | SH         |              | SOLE               |    |   |
|                                |                |           | 109                        | 875                | SH         |              | DEFINED            | 01 |   |
| AFLAC                          | com            | 001055102 | 742                        | 18630              | SH         |              | SOLE               |    |   |
|                                |                |           | 2578                       | 64720              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 12                         | 300                | SH         |              | OTHER              | 01 |   |
| ALBERTO CULVER CO CL B CONV    | com            | 013068101 | 817                        | 16829              | SH         |              | DEFINED            | 01 |   |
| ALLSTATE CORP.                 | com            | 020002101 | 365                        | 7062               | SH         |              | DEFINED            | 01 |   |
| ALLTEL                         | com            | 020039103 | 1322                       | 22495              | SH         |              | SOLE               |    |   |
|                                |                |           | 2466                       | 41959              | SH         |              | DEFINED            | 01 |   |
| ALTRIA GROUP INC F/K/A PHILLIP | com            | 02209S103 | 526                        | 8615               | SH         |              | SOLE               |    |   |
|                                |                |           | 782                        | 12801              | SH         |              | DEFINED            | 01 |   |
| AMBAC FINANCIAL GROUP          | com            | 023139108 | 1659                       | 20196              | SH         |              | SOLE               |    |   |
|                                |                |           | 1372                       | 16700              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 21                         | 250                | SH         |              | OTHER              | 01 |   |
| AMERICAN EXPRESS               | com            | 025816109 | 1724                       | 30584              | SH         |              | SOLE               |    |   |
|                                |                |           | 2156                       | 38244              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 11                         | 200                | SH         |              | OTHER              | 01 |   |
| AMERICAN INTERNATIONAL GROUP I | com            | 026874107 | 4232                       | 64448              | SH         |              | SOLE               |    |   |
|                                |                |           | 5009                       | 76281              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 43                         | 650                | SH         |              | OTHER              | 01 |   |
| AMERICAN ITALIAN PASTA CO CL A | com            | 027070101 | 3438                       | 147886             | SH         |              | DEFINED            | 01 |   |
| AMERIGAS PARTNERS LP           | com            | 030975106 | 9                          | 300                | SH         |              | SOLE               |    |   |
|                                |                |           | 206                        | 6950               | SH         |              | DEFINED            |    |   |
| AMGEN INC                      | com            | 031162100 | 3221                       | 50210              | SH         |              | SOLE               |    |   |
|                                |                |           | 3591                       | 55983              | SH         |              | DEFINED            | 01 |   |
|                                |                |           | 26                         | 400                | SH         |              | OTHER              | 01 |   |
| AMSOUTH BANCORPORATION         | com            | 032165102 | 219                        | 8472               | SH         |              | DEFINED            | 01 |   |
| ANALOG DEVICES                 | com            | 032654105 | 401                        | 10855              | SH         |              | SOLE               |    |   |
|                                |                |           | 5                          | 130                | SH         |              | DEFINED            |    |   |
| ANHEUSER BUSCH                 | com            | 035229103 | 216                        | 4265               | SH         |              | SOLE               |    |   |
|                                |                |           | 397                        | 7835               | SH         |              | DEFINED            | 01 |   |
| APACHE                         | com            | 037411105 | 1863                       | 36842              | SH         |              | SOLE               |    |   |
|                                |                |           | 3003                       | 59390              | SH         |              | DEFINED            | 01 |   |
| APPLIED MATERIALS              | com            | 038222105 | 805                        | 47090              | SH         |              | SOLE               |    |   |
|                                |                |           | 13341                      | 780165             | SH         |              | DEFINED            | 01 |   |
| AUTOMATIC DATA PROCESSING      | com            | 053015103 | 75                         | 1700               | SH         |              | SOLE               |    |   |
|                                |                |           | 504                        | 11375              | SH         |              | DEFINED            | 01 |   |
| AVERY DENNISON                 | com            | 053611109 | 990                        | 16505              | SH         |              | SOLE               |    |   |
|                                |                |           | 15604                      | 260190             | SH         |              | DEFINED            | 01 |   |
| BALL CORP                      | com            | 058498106 | 761                        | 17300              | SH         |              | DEFINED            | 01 |   |
| BANK OF AMERICA                | com            | 060505104 | 578                        | 12299              | SH         |              | SOLE               |    |   |
|                                |                |           | 1285                       | 27339              | SH         |              | DEFINED            | 01 |   |
| BARD (C.R.) INC                | com            | 067383109 | 427                        | 6670               | SH         |              | DEFINED            | 01 |   |
| BAXTER INTERNATIONAL INC       | com            | 071813109 | 258                        | 7477               | SH         |              | SOLE               |    |   |

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|                              |     |           |       |        |    |         |    |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
| BELLSOUTH                    | com | 079860102 | 258   | 7482   | SH | DEFINED | 01 |
|                              |     |           | 324   | 11668  | SH | SOLE    |    |
|                              |     |           | 674   | 24240  | SH | DEFINED | 01 |
| BERKSHIRE HATHAWAY INC CL B  | com |           | 1365  | 465    | SH | SOLE    |    |
|                              |     |           | 161   | 55     | SH | DEFINED | 01 |
| BIOMET                       | com | 090613100 | 226   | 5205   | SH | SOLE    |    |
|                              |     |           | 10007 | 230635 | SH | DEFINED | 01 |
|                              |     |           | 13    | 300    | SH | OTHER   | 01 |
| BJ SERVICES COMPANY          | com | 055482103 | 14    | 300    | SH | SOLE    |    |
|                              |     |           | 9373  | 201403 | SH | DEFINED | 01 |
| BORDERS GROUP INC            | com | 099709107 | 15    | 600    | SH | SOLE    |    |
|                              |     |           | 11906 | 468732 | SH | DEFINED | 01 |
|                              |     |           | 8     | 300    | SH | OTHER   | 01 |
| BP PLC                       | com | 055622104 | 2146  | 36740  | SH | SOLE    |    |
|                              |     |           | 3298  | 56465  | SH | DEFINED | 01 |
|                              |     |           | 111   | 1900   | SH | OTHER   | 01 |
| BRISTOL MYERS SQUIBB         | com | 110122108 | 1055  | 41186  | SH | SOLE    |    |
|                              |     |           | 664   | 25935  | SH | DEFINED | 01 |
|                              |     |           | 20    | 800    | SH | OTHER   | 01 |
| BURLINGTON RESOURCES         | com | 122014103 | 679   | 15620  | SH | DEFINED | 01 |
| CAPITAL ONE FINANCIAL        | com | 14040H105 | 238   | 2825   | SH | SOLE    |    |
|                              |     |           | 12365 | 146835 | SH | DEFINED | 01 |
| CARBO CERAMICS INC           | com | 140781105 | 1469  | 21291  | SH | DEFINED | 01 |
| CARDINAL HEALTH              | com | 14149Y108 | 446   | 7662   | SH | SOLE    |    |
|                              |     |           | 13328 | 229207 | SH | DEFINED | 01 |
| CAREMARK RX INC.             | com | 141705103 | 406   | 10300  | SH | SOLE    |    |
|                              |     |           | 42    | 1055   | SH | DEFINED | 01 |
| CATERPILLAR TRACTOR CO       | com | 149123101 | 246   | 2520   | SH | SOLE    |    |
|                              |     |           | 127   | 1300   | SH | DEFINED | 01 |
| CENTURYTEL                   | com | 156700106 | 560   | 15775  | SH | SOLE    |    |
|                              |     |           | 1947  | 54897  | SH | DEFINED | 01 |
| CHARLES SCHWAB CORP NEW      | com | 808513105 | 216   | 18050  | SH | DEFINED | 01 |
| CHEVRONTEXACO                | com | 166764100 | 2176  | 41447  | SH | SOLE    |    |
|                              |     |           | 2155  | 41033  | SH | DEFINED | 01 |
|                              |     |           | 21    | 400    | SH | OTHER   | 01 |
| CINCINNATI FINANCIAL CORP    | com | 172062101 | 1164  | 26291  | SH | SOLE    |    |
|                              |     |           | 8258  | 186580 | SH | DEFINED | 01 |
| CINTAS                       | com | 172908105 | 453   | 10325  | SH | SOLE    |    |
|                              |     |           | 13258 | 302282 | SH | DEFINED | 01 |
|                              |     |           | 4     | 100    | SH | OTHER   | 01 |
| CISCO SYSTEMS                | com | 17275R102 | 2381  | 123224 | SH | SOLE    |    |
|                              |     |           | 4183  | 216512 | SH | DEFINED | 01 |
|                              |     |           | 12    | 600    | SH | OTHER   | 01 |
| CITIGROUP                    | com | 172967101 | 5860  | 121623 | SH | SOLE    |    |
|                              |     |           | 6803  | 141201 | SH | DEFINED | 01 |
|                              |     |           | 5     | 100    | SH | OTHER   | 01 |
| CLEAR CHANNEL COMMUNICATIONS | com | 184502102 | 990   | 29560  | SH | SOLE    |    |
|                              |     |           | 889   | 26537  | SH | DEFINED | 01 |
|                              |     |           | 3     | 100    | SH | OTHER   | 01 |
| CLOROX                       | com | 189054109 | 239   | 4050   | SH | SOLE    |    |
|                              |     |           | 9919  | 168326 | SH | DEFINED | 01 |
| COCA COLA                    | com | 191216100 | 155   | 3716   | SH | SOLE    |    |
|                              |     |           | 1520  | 36500  | SH | DEFINED | 01 |
|                              |     |           | 21    | 500    | SH | OTHER   | 01 |
| COLGATE PALMOLIVE            | com | 194162103 | 515   | 10065  | SH | SOLE    |    |
|                              |     |           | 2559  | 50022  | SH | DEFINED | 01 |
| COMCAST CORP NEW CL A        | com | 20030N101 | 1099  | 33031  | SH | SOLE    |    |
|                              |     |           | 548   | 16456  | SH | DEFINED | 01 |
| CONAGRA                      | com | 205887102 | 219   | 7445   | SH | DEFINED | 01 |
| CONOCOPHILLIPS               | com | 20825C104 | 1908  | 21978  | SH | SOLE    |    |
|                              |     |           | 3133  | 36081  | SH | DEFINED | 01 |
| COOPER COMPANIES INC         | com | 216648402 | 943   | 13363  | SH | SOLE    |    |

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|                                 |     |           |       |        |    |         |    |
|---------------------------------|-----|-----------|-------|--------|----|---------|----|
|                                 |     |           | 21035 | 297982 | SH | DEFINED | 01 |
| CORUS BANKSHARES INC            | com | 220873103 | 403   | 8400   | SH | SOLE    |    |
| CUNO INC                        | com | 126583103 | 30    | 500    | SH | SOLE    |    |
|                                 |     |           | 972   | 16367  | SH | DEFINED | 01 |
| CVS                             | com | 126650100 | 10065 | 223330 | SH | DEFINED | 01 |
| DATASCOPE CORP.                 | com | 238113104 | 1191  | 30000  | SH | DEFINED | 01 |
| DELL INC                        | com | 24702R101 | 2492  | 59131  | SH | SOLE    |    |
|                                 |     |           | 3063  | 72680  | SH | DEFINED | 01 |
|                                 |     |           | 13    | 300    | SH | OTHER   | 01 |
| DIEBOLD                         | com | 253651103 | 324   | 5818   | SH | SOLE    |    |
|                                 |     |           | 50    | 900    | SH | DEFINED | 01 |
| DISNEY (WALT) COMPANY           | com | 254687106 | 578   | 20801  | SH | SOLE    |    |
|                                 |     |           | 337   | 12132  | SH | DEFINED | 01 |
| DNP SELECT INCOME FD INC        | com | 23325P104 | 3461  | 290347 | SH | SOLE    |    |
|                                 |     |           | 1594  | 133700 | SH | DEFINED | 01 |
|                                 |     |           | 12    | 1000   | SH | OTHER   | 01 |
| DONNELLEY (R.R.) SONS           | com | 257867101 | 221   | 6262   | SH | SOLE    |    |
|                                 |     |           | 46    | 1290   | SH | DEFINED | 01 |
| DOW CHEMICAL CO                 | com | 260543103 | 978   | 19746  | SH | SOLE    |    |
|                                 |     |           | 832   | 16802  | SH | DEFINED | 01 |
| DUKE POWER                      | com | 264399106 | 154   | 6073   | SH | SOLE    |    |
|                                 |     |           | 162   | 6404   | SH | DEFINED | 01 |
| E I DUPONT DE NEMOURS & CO      | com | 263534109 | 311   | 6344   | SH | SOLE    |    |
|                                 |     |           | 658   | 13408  | SH | DEFINED | 01 |
| E.W. SCRIPPS CO (THE)           | com | 811054204 | 495   | 10250  | SH | SOLE    |    |
|                                 |     |           | 2641  | 54699  | SH | DEFINED | 01 |
| EBAY INC                        | com | 278642103 | 255   | 2195   | SH | DEFINED | 01 |
| ECOLAB                          | com | 278865100 | 895   | 25485  | SH | SOLE    |    |
|                                 |     |           | 2009  | 57175  | SH | DEFINED | 01 |
|                                 |     |           | 7     | 200    | SH | OTHER   | 01 |
| ELECTRONIC ARTS INC             | com | 285512109 | 222   | 3600   | SH | DEFINED | 01 |
| ELI LILLY & CO                  | com | 532457108 | 955   | 16828  | SH | SOLE    |    |
|                                 |     |           | 2023  | 35643  | SH | DEFINED | 01 |
| EMC CORPORATION                 | com | 268648102 | 427   | 28700  | SH | SOLE    |    |
|                                 |     |           | 217   | 14582  | SH | DEFINED | 01 |
| EMERSON ELECTRIC                | com | 291011104 | 450   | 6416   | SH | SOLE    |    |
|                                 |     |           | 1167  | 16653  | SH | DEFINED | 01 |
| EXELON CORP                     | com | 30161N101 | 241   | 5468   | SH | SOLE    |    |
|                                 |     |           | 521   | 11812  | SH | DEFINED | 01 |
| EXXON MOBIL CORP                | com | 30231G102 | 6911  | 134829 | SH | SOLE    |    |
|                                 |     |           | 10885 | 212342 | SH | DEFINED | 01 |
|                                 |     |           | 85    | 1656   | SH | OTHER   | 01 |
| FANNIE MAE                      | com | 313586109 | 109   | 1536   | SH | SOLE    |    |
|                                 |     |           | 160   | 2250   | SH | DEFINED | 01 |
| FASTENAL CO.                    | com | 311900104 | 20    | 320    | SH | SOLE    |    |
|                                 |     |           | 20286 | 329528 | SH | DEFINED | 01 |
| FEDEX                           | com | 31428X106 | 1524  | 15477  | SH | SOLE    |    |
|                                 |     |           | 3156  | 32042  | SH | DEFINED | 01 |
|                                 |     |           | 20    | 200    | SH | OTHER   | 01 |
| FIFTH THIRD BANCORP             | com | 316773100 | 214   | 4517   | SH | SOLE    |    |
|                                 |     |           | 222   | 4686   | SH | DEFINED | 01 |
| FIRST DATA                      | com | 319963104 | 239   | 5626   | SH | SOLE    |    |
|                                 |     |           | 25    | 580    | SH | DEFINED | 01 |
| FIRST HORIZON PHARMACEUTICAL C  | com | 32051k106 | 689   | 30100  | SH | DEFINED |    |
| FISERV                          | com | 337738108 | 838   | 20850  | SH | SOLE    |    |
|                                 |     |           | 11917 | 296510 | SH | DEFINED | 01 |
| FISHER SCIENTIFIC INTERNATIONAL | com | 338032204 | 12832 | 205713 | SH | DEFINED | 01 |
| FLEXTRONICS INT'L               | com | Y2573F102 | 229   | 16540  | SH | SOLE    |    |
|                                 |     |           | 29    | 2100   | SH | DEFINED |    |
| FORTUNE BRANDS INC              | com | 349631101 | 371   | 4811   | SH | DEFINED | 01 |
| FPL GROUP                       | com | 302571104 | 1937  | 25918  | SH | SOLE    |    |
|                                 |     |           | 2166  | 28978  | SH | DEFINED | 01 |

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|                                |     |           |       |           |         |    |
|--------------------------------|-----|-----------|-------|-----------|---------|----|
|                                |     |           | 30    | 400 SH    | OTHER   | 01 |
| FREDDIE MAC                    | com | 313400301 | 658   | 8925 SH   | SOLE    |    |
|                                |     |           | 1660  | 22521 SH  | DEFINED | 01 |
| GANNETT                        | com | 364730101 | 134   | 1636 SH   | SOLE    |    |
|                                |     |           | 1769  | 21656 SH  | DEFINED | 01 |
| GAP                            | com | 364760108 | 241   | 11423 SH  | DEFINED | 01 |
| GENERAL DYNAMICS               | com | 369550108 | 1078  | 10303 SH  | SOLE    |    |
|                                |     |           | 58    | 556 SH    | DEFINED |    |
| GENERAL ELECTRIC CO            | com | 369604103 | 7764  | 212722 SH | SOLE    |    |
|                                |     |           | 14819 | 406008 SH | DEFINED | 01 |
|                                |     |           | 62    | 1700 SH   | OTHER   | 01 |
| GENERAL MILLS                  | com | 370334104 | 202   | 4057 SH   | DEFINED | 01 |
| GENTEX CORP                    | com | 371901109 | 8418  | 227398 SH | DEFINED | 01 |
| GENZYME GENERAL                | com | 372917104 | 351   | 6050 SH   | SOLE    |    |
|                                |     |           | 30    | 525 SH    | DEFINED | 01 |
| GETTY IMAGES INC               | com | 374276103 | 41    | 600 SH    | SOLE    |    |
|                                |     |           | 5664  | 82271 SH  | DEFINED | 01 |
| GILLETTE CO                    | com | 375766102 | 179   | 4000 SH   | SOLE    |    |
|                                |     |           | 629   | 14046 SH  | DEFINED | 01 |
|                                |     |           | 13    | 300 SH    | OTHER   | 01 |
| GOLDMAN SACHS GROUP INC        | com | 38141g104 | 402   | 3865 SH   | SOLE    |    |
|                                |     |           | 1476  | 14185 SH  | DEFINED | 01 |
| GUIDANT CORP                   | com | 401698105 | 286   | 3960 SH   | SOLE    |    |
|                                |     |           | 5933  | 82294 SH  | DEFINED | 01 |
| H & R BLOCK                    | com | 093671105 | 11361 | 231850 SH | DEFINED | 01 |
| HARLEY DAVIDSON                | com | 412822108 | 1711  | 28170 SH  | SOLE    |    |
|                                |     |           | 4779  | 78660 SH  | DEFINED | 01 |
|                                |     |           | 30    | 500 SH    | OTHER   | 01 |
| HEALTH MANAGEMENT ASSOCIATES   | com | 421933102 | 27    | 1170 SH   | SOLE    |    |
|                                |     |           | 12764 | 561804 SH | DEFINED | 01 |
| HEWLETT PACKARD                | com | 428236103 | 446   | 21267 SH  | SOLE    |    |
|                                |     |           | 221   | 10547 SH  | DEFINED | 01 |
| HOME DEPOT                     | com | 437076102 | 2316  | 54187 SH  | SOLE    |    |
|                                |     |           | 4585  | 107265 SH | DEFINED | 01 |
|                                |     |           | 34    | 800 SH    | OTHER   | 01 |
| HONEYWELL INTERNATIONAL        | com | 438516106 | 595   | 16815 SH  | SOLE    |    |
|                                |     |           | 44    | 1243 SH   | DEFINED | 01 |
| IDEX CORP                      | com | 45167R104 | 7602  | 187700 SH | DEFINED | 01 |
| ILLINOIS TOOL WORKS            | com | 452308109 | 736   | 7940 SH   | SOLE    |    |
|                                |     |           | 10921 | 117836 SH | DEFINED | 01 |
| INTEL                          | com | 458140100 | 2277  | 97360 SH  | SOLE    |    |
|                                |     |           | 5652  | 241630 SH | DEFINED | 01 |
|                                |     |           | 12    | 500 SH    | OTHER   | 01 |
| INTERNATIONAL BUSINESS MACHINE | com | 459200101 | 2633  | 26713 SH  | SOLE    |    |
|                                |     |           | 5571  | 56508 SH  | DEFINED | 01 |
|                                |     |           | 20    | 200 SH    | OTHER   | 01 |
| INTERPUBLIC GROUP OF COS INC.  | com | 460690100 | 4891  | 365000 SH | DEFINED | 01 |
| INVESTORS FINANCIAL            | com | 461915100 | 5     | 100 SH    | SOLE    |    |
|                                |     |           | 1586  | 31723 SH  | DEFINED | 01 |
| JABIL CIRCUIT INC              | com | 466313103 | 248   | 9700 SH   | SOLE    |    |
| JOHNSON & JOHNSON              | com | 478160104 | 2771  | 43688 SH  | SOLE    |    |
|                                |     |           | 7008  | 110498 SH | DEFINED | 01 |
|                                |     |           | 63    | 1000 SH   | OTHER   | 01 |
| JP MORGAN CHASE                | com | 46625H100 | 1387  | 35561 SH  | SOLE    |    |
|                                |     |           | 1418  | 36349 SH  | DEFINED | 01 |
| KIMBERLY CLARK                 | com | 494368103 | 259   | 3939 SH   | SOLE    |    |
|                                |     |           | 583   | 8866 SH   | DEFINED | 01 |
| KOHL'S CORP                    | com | 500255104 | 1051  | 21383 SH  | SOLE    |    |
|                                |     |           | 5566  | 113197 SH | DEFINED | 01 |
| KRONOS INC                     | com | 501052104 | 24    | 470 SH    | SOLE    |    |
|                                |     |           | 17700 | 346181 SH | DEFINED | 01 |
| LANDSTAR SYSTEMS INC           | com | 515098101 | 1010  | 13720 SH  | DEFINED | 01 |

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|                                |     |           |       |           |            |
|--------------------------------|-----|-----------|-------|-----------|------------|
| LEXMARK INTERNATIONAL          | com | 529771107 | 765   | 9005 SH   | SOLE       |
|                                |     |           | 2362  | 27790 SH  | DEFINED 01 |
| LIBERTY MEDIA SER A            | com | 530718105 | 10    | 924 SH    | SOLE       |
|                                |     |           | 187   | 17016 SH  | DEFINED 01 |
| LOCKHEED MARTIN                | com | 539830109 | 464   | 8349 SH   | SOLE       |
|                                |     |           | 2651  | 47730 SH  | DEFINED 01 |
| LOWES COMPANIES                | com | 548661107 | 1316  | 22845 SH  | SOLE       |
|                                |     |           | 2496  | 43338 SH  | DEFINED 01 |
| LUCENT TECHNOLOGIES INC        | com | 549463107 | 26    | 6942 SH   | SOLE       |
|                                |     |           | 49    | 13032 SH  | DEFINED 01 |
| MARATHON OIL CORP              | com | 565849106 | 237   | 6306 SH   | SOLE       |
|                                |     |           | 26    | 700 SH    | DEFINED    |
| MARSHALL & ILSLEY CORP         | com | 571834100 | 4     | 100 SH    | SOLE       |
|                                |     |           | 265   | 6000 SH   | DEFINED 01 |
| MBNA                           | com | 55262L100 | 3458  | 122660 SH | SOLE       |
|                                |     |           | 3235  | 114754 SH | DEFINED 01 |
|                                |     |           | 76    | 2687 SH   | OTHER 01   |
| MCCORMICK & CO INC             | com | 579780206 | 1152  | 29835 SH  | SOLE       |
|                                |     |           | 17305 | 448312 SH | DEFINED 01 |
|                                |     |           | 15    | 400 SH    | OTHER 01   |
| MCDONALDS CORP                 | com | 580135101 | 456   | 14230 SH  | SOLE       |
|                                |     |           | 183   | 5700 SH   | DEFINED 01 |
| MCGRAW-HILL COMPANIES          | com | 580645109 | 380   | 4150 SH   | SOLE       |
|                                |     |           | 226   | 2465 SH   | DEFINED 01 |
| MEDTRONIC INC                  | com | 585055106 | 2091  | 42088 SH  | SOLE       |
|                                |     |           | 2257  | 45445 SH  | DEFINED 01 |
|                                |     |           | 25    | 500 SH    | OTHER 01   |
| MELLON FINANCIAL               | com | 58551A108 | 341   | 10960 SH  | SOLE       |
|                                |     |           | 102   | 3265 SH   | DEFINED 01 |
| MERCK & CO INC                 | com | 589331107 | 368   | 11450 SH  | SOLE       |
|                                |     |           | 747   | 23235 SH  | DEFINED 01 |
| MERCURY GENL CORP NEW          | com | 589400100 | 956   | 15950 SH  | SOLE       |
| MERRILL LYNCH & CO             | com | 590188108 | 450   | 7528 SH   | SOLE       |
|                                |     |           | 31    | 518 SH    | DEFINED    |
| MGIC INVESTMENT CORPORATION    | com | 552848103 | 214   | 3100 SH   | SOLE       |
| MICROCHIP TECHNOLOGY INC       | com | 595017104 | 287   | 10800 SH  | SOLE       |
| MICROSOFT                      | com | 594918104 | 3317  | 124130 SH | SOLE       |
|                                |     |           | 5862  | 219380 SH | DEFINED 01 |
|                                |     |           | 35    | 1300 SH   | OTHER 01   |
| MOLEX CL A                     | com | 608554200 | 673   | 25270 SH  | SOLE       |
|                                |     |           | 8538  | 320362 SH | DEFINED 01 |
| MOLEX INC.                     | com | 608554101 | 449   | 14982 SH  | SOLE       |
|                                |     |           | 70    | 2348 SH   | DEFINED    |
| MORGAN STANLEY                 | com | 617446448 | 123   | 2210 SH   | SOLE       |
|                                |     |           | 360   | 6489 SH   | DEFINED 01 |
| MOTOROLA                       | com | 620076109 | 220   | 12790 SH  | DEFINED 01 |
| NATIONAL INSTRUMENTS CORP      | com | 636518102 | 2422  | 88890 SH  | DEFINED 01 |
| NESTLE SA-SPONSORED ADR REPSTG | com | 641069406 | 353   | 5400 SH   | DEFINED 01 |
| NICOR INC                      | com | 654086107 | 363   | 9816 SH   | DEFINED 01 |
| NIKE, INC CL B                 | com | 654106103 | 249   | 2750 SH   | SOLE       |
| NISOURCE                       | com | 65473P105 | 515   | 22608 SH  | SOLE       |
|                                |     |           | 71    | 3100 SH   | DEFINED    |
| NOBLE DRILLING CORP            | com | 655042109 | 288   | 5800 SH   | SOLE       |
| NORTHERN STATES FINANCIAL CORP | com | 665751103 | 372   | 12000 SH  | SOLE       |
| NORTHERN TRUST                 | com | 665859104 | 1304  | 26835 SH  | SOLE       |
|                                |     |           | 11572 | 238196 SH | DEFINED 01 |
|                                |     |           | 24    | 500 SH    | OTHER 01   |
| OLD REPUBLIC INTERNATIONAL     | com | 680223104 | 459   | 18125 SH  | SOLE       |
|                                |     |           | 11478 | 453690 SH | DEFINED 01 |
| ORACLE                         | com | 68389X105 | 495   | 36076 SH  | SOLE       |
|                                |     |           | 773   | 56365 SH  | DEFINED 01 |
| OWENS & MINOR                  | com | 690732102 | 450   | 15975 SH  | DEFINED 01 |

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|                                |     |           |       |        |    |            |
|--------------------------------|-----|-----------|-------|--------|----|------------|
| PACTIV CORP                    | com | 695257105 | 1183  | 46790  | SH | SOLE       |
|                                |     |           | 12142 | 480105 | SH | DEFINED 01 |
|                                |     |           | 15    | 600    | SH | OTHER 01   |
| PARKER-HANNIFIN CORP           | com | 701094104 | 276   | 3650   | SH | DEFINED 01 |
| PATTERSON COMPANIES INC COM    | com | 703395103 | 1256  | 28950  | SH | SOLE       |
|                                |     |           | 22515 | 518897 | SH | DEFINED 01 |
| PAYCHEX, INC                   | com | 704326107 | 17    | 500    | SH | SOLE       |
|                                |     |           | 1454  | 42659  | SH | DEFINED 01 |
| PENNEY (J.C.) CO               | com | 708160106 | 302   | 7288   | SH | SOLE       |
| PEPSICO                        | com | 713448108 | 4779  | 91553  | SH | SOLE       |
|                                |     |           | 7066  | 135371 | SH | DEFINED 01 |
|                                |     |           | 16    | 300    | SH | OTHER 01   |
| PFIZER                         | com | 717081103 | 4448  | 165427 | SH | SOLE       |
|                                |     |           | 5412  | 201252 | SH | DEFINED 01 |
|                                |     |           | 38    | 1400   | SH | OTHER 01   |
| PHOTRONIC INC                  | com | 719405102 | 6799  | 412060 | SH | DEFINED 01 |
| PINNACLE ENTERTAINMENT INC     | com | 723456109 | 198   | 10000  | SH | SOLE       |
| PROCTOR & GAMBLE               | com | 742718109 | 784   | 14240  | SH | SOLE       |
|                                |     |           | 2223  | 40354  | SH | DEFINED 01 |
|                                |     |           | 33    | 600    | SH | OTHER 01   |
| PROGRESSIVE CORP OHIO          | com | 743315103 | 255   | 3000   | SH | SOLE       |
| PRUDENTIAL FINANCIAL INC.      | com | 744320102 | 317   | 5769   | SH | SOLE       |
|                                |     |           | 0     | 1      | SH | DEFINED 01 |
| QUALCOMM                       | com | 747525103 | 1898  | 44761  | SH | SOLE       |
|                                |     |           | 24620 | 580668 | SH | DEFINED 01 |
|                                |     |           | 17    | 400    | SH | OTHER 01   |
| QUEST DIAGNOSTICS              | com | 74834L100 | 2023  | 21167  | SH | SOLE       |
|                                |     |           | 1660  | 17370  | SH | DEFINED 01 |
|                                |     |           | 19    | 200    | SH | OTHER 01   |
| REGAL-BELOIT CORP.             | com | 758750103 | 5763  | 201500 | SH | DEFINED 01 |
| ROYAL CARIBBEAN CRUISES LTD    | com | V7780T103 | 16621 | 305305 | SH | DEFINED 01 |
| ROYAL DUTCH PETROLEUM          | com | 780257804 | 998   | 17400  | SH | SOLE       |
|                                |     |           | 710   | 12365  | SH | DEFINED 01 |
|                                |     |           | 92    | 1600   | SH | OTHER 01   |
| RPM INTL CORP                  | com | 749685103 | 9695  | 493112 | SH | DEFINED 01 |
| SARA LEE                       | com | 803111103 | 212   | 8780   | SH | SOLE       |
|                                |     |           | 258   | 10700  | SH | DEFINED 01 |
| SBC COMMUNICATIONS             | com | 78387G103 | 842   | 32683  | SH | SOLE       |
|                                |     |           | 2259  | 87677  | SH | DEFINED 01 |
| SCHERING PLOUGH                | com | 806605101 | 485   | 23220  | SH | SOLE       |
|                                |     |           | 81    | 3900   | SH | DEFINED 01 |
| SCHLUMBERGER                   | com | 806857108 | 221   | 3295   | SH | SOLE       |
|                                |     |           | 1217  | 18184  | SH | DEFINED 01 |
| SECTOR SPDR TR SHS BEN INT FIN | com | 81369Y605 | 204   | 6682   | SH | DEFINED 01 |
| SERVICEMASTER CO               | com | 81760N109 | 217   | 15738  | SH | SOLE       |
|                                |     |           | 4     | 300    | SH | DEFINED    |
| SHUFFLE MASTER INC             | com | 825549108 | 706   | 15000  | SH | SOLE       |
| SONOCO PRODUCTS                | com | 835495102 | 7033  | 237200 | SH | DEFINED 01 |
| SOUTHERN COMPANY               | com | 842587107 | 745   | 22221  | SH | SOLE       |
|                                |     |           | 337   | 10052  | SH | DEFINED 01 |
| SOUTHWEST BANCORPORATION OF TE | com | 84476r109 | 254   | 10900  | SH | DEFINED    |
| SPRINT CORP.                   | com | 852061100 | 301   | 12100  | SH | SOLE       |
|                                |     |           | 21    | 848    | SH | DEFINED 01 |
| STARBUCKS CORP                 | com | 855244109 | 1561  | 25027  | SH | SOLE       |
|                                |     |           | 4449  | 71340  | SH | DEFINED 01 |
|                                |     |           | 12    | 200    | SH | OTHER 01   |
| STATE STREET                   | com | 857477103 | 257   | 5240   | SH | DEFINED 01 |
| STERICYCLE                     | com | 858912108 | 32    | 700    | SH | SOLE       |
|                                |     |           | 2212  | 48143  | SH | DEFINED 01 |
| STERIS CORP                    | com | 859152100 | 1423  | 60000  | SH | DEFINED 01 |
| STRYKER                        | com | 863667101 | 1918  | 39756  | SH | SOLE       |
|                                |     |           | 3090  | 64032  | SH | DEFINED 01 |

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|                                |     |           |       |        |    |         |    |
|--------------------------------|-----|-----------|-------|--------|----|---------|----|
|                                |     |           | 14    | 300    | SH | OTHER   | 01 |
| SUN MICROSYSTEMS               | com | 866810104 | 21    | 3860   | SH | SOLE    |    |
|                                |     |           | 73    | 13517  | SH | DEFINED | 01 |
| SUNGARD DATA SYSTEMS           | com | 867363103 | 708   | 25000  | SH | SOLE    |    |
|                                |     |           | 96    | 3395   | SH | DEFINED | 01 |
| SYSCO                          | com | 871829107 | 590   | 15463  | SH | SOLE    |    |
|                                |     |           | 2183  | 57200  | SH | DEFINED | 01 |
| TARGET                         | com | 87612E106 | 2834  | 54565  | SH | SOLE    |    |
|                                |     |           | 2836  | 54616  | SH | DEFINED | 01 |
|                                |     |           | 16    | 300    | SH | OTHER   | 01 |
| TCF FINANCIAL CORP             | com | 872275102 | 629   | 19575  | SH | SOLE    |    |
|                                |     |           | 13192 | 410461 | SH | DEFINED | 01 |
| TEXAS INSTRUMENTS              | com | 882508104 | 440   | 17875  | SH | SOLE    |    |
|                                |     |           | 108   | 4375   | SH | DEFINED | 01 |
| TEXTRON                        | com | 883203101 | 852   | 11550  | SH | SOLE    |    |
|                                |     |           | 803   | 10875  | SH | DEFINED | 01 |
| THE ST PAUL TRAVELERS COMPANIE | com | 792860108 | 792   | 21356  | SH | SOLE    |    |
|                                |     |           | 4     | 112    | SH | DEFINED | 01 |
| THERMO ELECTRON CORP           | com | 883556102 | 335   | 11100  | SH | SOLE    |    |
|                                |     |           | 2     | 60     | SH | DEFINED |    |
| THERMO TECH TECHNOLOGIES INC   | com | 88360H101 | 0     | 65140  | SH | SOLE    |    |
| TIME WARNER INC NEW            | com | 887317105 | 316   | 16230  | SH | SOLE    |    |
|                                |     |           | 595   | 30616  | SH | DEFINED | 01 |
| TRACTOR SUPPLY                 | com | 892356106 | 26    | 700    | SH | SOLE    |    |
|                                |     |           | 6250  | 167979 | SH | DEFINED | 01 |
| TRIBUNE                        | com | 896047107 | 898   | 21310  | SH | SOLE    |    |
|                                |     |           | 227   | 5380   | SH | DEFINED | 01 |
| TXU CORP                       | com | 873168108 | 451   | 6980   | SH | SOLE    |    |
|                                |     |           | 104   | 1610   | SH | DEFINED | 01 |
| TYCO INTERNATIONAL             | com | 902124106 | 289   | 8100   | SH | SOLE    |    |
|                                |     |           | 51    | 1426   | SH | DEFINED | 01 |
| UCBH HOLDINGS                  | com | 90262T308 | 330   | 7200   | SH | DEFINED |    |
| UNILEVER PLC - SPONSORED ADR   | com | 904767704 | 243   | 6157   | SH | DEFINED | 01 |
| UNITED HEALTHCARE CORP         | com | 91324P102 | 1509  | 17144  | SH | SOLE    |    |
|                                |     |           | 375   | 4265   | SH | DEFINED | 01 |
| UNITED PARCEL SERVICE          | com | 911312106 | 433   | 5064   | SH | SOLE    |    |
|                                |     |           | 427   | 4999   | SH | DEFINED | 01 |
| UNITED TECHNOLOGIES            | com | 913017109 | 1710  | 16549  | SH | SOLE    |    |
|                                |     |           | 792   | 7660   | SH | DEFINED | 01 |
| US BANCORP                     | com | 902973304 | 1659  | 52970  | SH | SOLE    |    |
|                                |     |           | 587   | 18737  | SH | DEFINED | 01 |
| VECTREN                        | com | 92240G101 | 222   | 8270   | SH | DEFINED | 01 |
| VERIZON COMMUNICATIONS         | com | 92343V104 | 830   | 20500  | SH | SOLE    |    |
|                                |     |           | 1713  | 42296  | SH | DEFINED | 01 |
|                                |     |           | 73    | 1811   | SH | OTHER   | 01 |
| WACHOVIA CORP 2ND NEW          | com | 929903102 | 374   | 7115   | SH | SOLE    |    |
|                                |     |           | 279   | 5310   | SH | DEFINED | 01 |
| WAL-MART STORES                | com | 931142103 | 2922  | 55320  | SH | SOLE    |    |
|                                |     |           | 4594  | 86977  | SH | DEFINED | 01 |
|                                |     |           | 21    | 400    | SH | OTHER   | 01 |
| WALGREEN                       | com | 931422109 | 4661  | 121470 | SH | SOLE    |    |
|                                |     |           | 8255  | 215147 | SH | DEFINED | 01 |
|                                |     |           | 15    | 400    | SH | OTHER   | 01 |
| WASHINGTON MUTUAL              | com | 939322103 | 319   | 7550   | SH | SOLE    |    |
|                                |     |           | 324   | 7675   | SH | DEFINED | 01 |
| WASHINGTON POST CO CLASS B     | com | 939640108 | 393   | 400    | SH | DEFINED | 01 |
| WELLPOINT INC (Formerly Anthem | com | 94973V107 | 917   | 7975   | SH | SOLE    |    |
|                                |     |           | 1842  | 16020  | SH | DEFINED | 01 |
|                                |     |           | 23    | 200    | SH | OTHER   | 01 |
| WELLS FARGO                    | com | 949746101 | 2875  | 46260  | SH | SOLE    |    |
|                                |     |           | 5476  | 88110  | SH | DEFINED | 01 |
|                                |     |           | 25    | 400    | SH | OTHER   | 01 |



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|                                |               |           |      |        |    |         |    |
|--------------------------------|---------------|-----------|------|--------|----|---------|----|
| WESTERN WIRELESS CORP - CLASS  | com           | 95988e204 | 3238 | 110500 | SH | DEFINED | 01 |
| WEYERHAEUSER CO                | com           | 962166104 | 639  | 9500   | SH | DEFINED | 01 |
| WGL HOLDINGS INC               | com           | 92924f106 | 401  | 13000  | SH | DEFINED | 01 |
| WHOLE FOOD MARKET INC          | com           | 966837106 | 1714 | 17973  | SH | SOLE    |    |
|                                |               |           | 4658 | 48849  | SH | DEFINED | 01 |
|                                |               |           | 29   | 300    | SH | OTHER   | 01 |
| WINTRUST FINANCIAL             | com           | 97650W108 | 4183 | 73439  | SH | SOLE    |    |
|                                |               |           | 1581 | 27759  | SH | DEFINED | 01 |
| WRIGLEY                        | com           | 982526105 | 367  | 5300   | SH | DEFINED |    |
| WYETH                          | com           | 983024100 | 1184 | 27806  | SH | SOLE    |    |
|                                |               |           | 3717 | 87269  | SH | DEFINED | 01 |
| XL CAPITAL LTD CL A            | com           | G98255105 | 233  | 3000   | SH | SOLE    |    |
|                                |               |           | 6    | 75     | SH | DEFINED |    |
| ZEBRA TECHNOLOGIES CORP CL A   | com           | 989207105 | 480  | 8532   | SH | SOLE    |    |
|                                |               |           | 1443 | 25637  | SH | DEFINED | 01 |
| ZIMMER HOLDINGS                | com           | 98956P102 | 1009 | 12598  | SH | SOLE    |    |
|                                |               |           | 102  | 1268   | SH | DEFINED | 01 |
| NOKIA CORP ADR                 | sponsored adr | 654902204 | 236  | 15034  | SH | SOLE    |    |
|                                |               |           | 212  | 13555  | SH | DEFINED | 01 |
| DIAMONDS TRUST-UIT             | com           | 252787106 | 206  | 1915   | SH | DEFINED | 01 |
|                                |               |           | 206  | 1915   | SH | OTHER   | 01 |
| ISHARES RUSSELL 1000 VALUE FUN | com           | 464287598 | 28   | 420    | SH | SOLE    |    |
|                                |               |           | 1445 | 21773  | SH | DEFINED | 01 |
| ISHARES RUSSELL 2000 VALUE IND | com           | 464287630 | 267  | 1382   | SH | DEFINED | 01 |
| ISHARES RUSSELL 3000 INDEX FD  | com           | 464287689 | 563  | 8144   | SH | DEFINED | 01 |
|                                |               |           | 486  | 7025   | SH | OTHER   | 01 |
| ISHARES RUSSELL MID-CAP VALUE  | com           | 464287473 | 618  | 5478   | SH | DEFINED | 01 |
| ISHARES TR FUNDS-SMALL CAP 600 | com           | 464287887 | 22   | 210    | SH | SOLE    |    |
|                                |               |           | 215  | 2006   | SH | DEFINED | 01 |
| ISHARES TR FUNDS-SMALL CAP 600 | com           | 464287879 | 390  | 3200   | SH | DEFINED | 01 |
| ISHARES TR MSCI EAFE INDEX FD  | com           | 464287465 | 2139 | 13351  | SH | DEFINED | 01 |
| ISHARES TR MSCI EMERGING MKTS  | com           | 464287234 | 218  | 1082   | SH | DEFINED | 01 |
| ISHARES TR-S&P MIDCAP 400 INDE | com           | 464287507 | 1267 | 9573   | SH | DEFINED | 01 |
| ISHARES TR-S&P SMALLCAP 600 IN | com           | 464287804 | 1048 | 6440   | SH | DEFINED | 01 |
| ISHARES TRUST S&P 500/BARRA VA | com           | 464287408 | 261  | 4146   | SH | DEFINED | 01 |
| ISHARES TRUST S&P MIDCAP 400/B | com           | 464287705 | 1165 | 9070   | SH | DEFINED | 01 |
| ISHARES TRUST S&P MIDCAPY 400/ | com           | 464287606 | 32   | 240    | SH | SOLE    |    |
|                                |               |           | 833  | 6166   | SH | DEFINED | 01 |
| S&P DEPOSITORY RECEIPTS-SPDR   | com           | 78462F103 | 396  | 3280   | SH | DEFINED | 01 |
|                                |               |           | 196  | 1620   | SH | OTHER   | 01 |
| STANDARD & POORS MIDCAP 400 DE | com           | 595635103 | 247  | 2040   | SH | DEFINED | 01 |