REGIONS FINANCIAL CORP
Form 13F-HR
February 14, 2006

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

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: December 31, 2005

Check here if Amendment [ ]; Amendment Number:
This Amendment (Check only one.): [ ]is a restatement
[ ]adds new holdings entries
Institutional Investment Manager Filing this Report:

Name: Regions Financial Corporation
Address: 417 North 20th Street
Birmingham, AL 35202

Form 13F File Number: 28-01129

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Ronald C. Jackson
Title: Senior Vice President and Comptroller
Phone: 205/326-7090

Signature, Place, and Date of Signing:

/s/Ronald C. Jackson	Birmingham, Alabama	February 14, 2006
[Signature]	[City, State]	[Date]

Report Type (Check only one.):

[X]13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ]13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ]13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 1,018

Form 13F Information Table Value Total: $2,338,954(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	13F File Number	Name
1	28-04225	Morgan Asset Management

Form 13F INFORMATION TABLE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (THOUSANDS)	COLUMN 5 SHRS OR SH/ PRN AMT	PRN	PUT/ CALL
DAIMLERCHRYSLER AG ADR	ORD	D1668R123	412	8,076		
DAIMLERCHRYSLER AG ADR	ORD	D1668R123	218	4,276		
ACE LTD ADR	ORD	G0070K103	476	8,904		
ACE LTD ADR	ORD	G0070K103	61	1,140		
AMDOCS LTD ORD ADR	ORD	G02602103	293	10,673		
AMDOCS LTD ORD ADR	ORD	G02602103	14	525		
COOPER INDS LTD CL A ADR	CL A	G24182100	513	7,027		
COOPER INDS LTD CL A ADR	CL A	G24182100	28	384		
GARMIN LTD ORD ADR	ORD	G37260109	463	6,980		
GARMIN LTD ORD ADR	ORD	G37260109	9	130		
GLOBALSANTAFE CORPORATION ADR	SHS	G3930E101	15,115	313,925		
GLOBALSANTAFE CORPORATION ADR	SHS	G3930E101	1,387	28,800		
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	13,199	326,941		
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	1,092	27,057		
MARVELL TECHNOLOGY GROUP	ORD	G5876H105	676	12,047		
MARVELL TECHNOLOGY GROUP	ORD	G5876H105	11	195		
NABORS INDUSTRIES LTD	SHS	G6359F103	1,820	24,033		
NABORS INDUSTRIES LTD	SHS	G6359F103	29	383		
TRANSOCEAN INC ADR	ORD	G90078109	1,133	16,258		
TRANSOCEAN INC ADR	ORD	G90078109	111	1,588		
WEATHERFORD INTL LTD ADR	COM	G95089101	199	5,503		
WEATHERFORD INTL LTD ADR	COM	G95089101	2	60		
UBS AG NEW ADR	NAMEN AKT	H8920M855	160	1,683		
UBS AG NEW ADR	NAMEN AKT	H8920M855	219	2,305		
FLEXTRONICS INTL ADR	ORD	Y2573F102	397	38,000		
FLEXTRONICS INTL ADR	ORD	Y2573F102	3	300		
ABN AMRO HLDG N V ADR	SPONSORED ADR	000937102	263	10,070		
AFLAC INC	COM	001055102	10,773	232,070		
AFLAC INC	COM	001055102	1,575	33,935		
AGL RES INC	COM	001204106	90	2,582		
AGL RES INC	COM	001204106	392	11,272		
AT&T INC COM	COM	00206R102	9,222	376,582		
AT&T INC COM	COM	00206R102	2,746	112,135		
ABBOTT LABORATORIES	COM	002824100	19,228	487,646		
ABBOTT LABORATORIES	COM	002824100	3,647	92,492		

ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	771	11,825
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	20	300
ACTIVISION INC NEW	COM NEW	004930202	553	40,248
ACTIVISION INC NEW	COM NEW	004930202	14	1,050
ADAMS EXPRESS CO	COM	006212104	158	12,607
ADOBE SYS INC	COM	00724F101	726	19,652
ADOBE SYS INC	COM	00724F101	72	1,956
AEGON N V ADR	ORD AMER REG	007924103	344	21,061
AEGON N V ADR	ORD AMER REG	007924103	420	25,766
AETNA INC	COM	00817Y108	770	8,164
AETNA INC	COM	00817Y108	97	1,026
AFFILIATED COMPUTER SVCS INC	CL A	008190100	4,538	76,676
AFFILIATED COMPUTER SVCS INC	CL A	008190100	157	2,645
AFFILIATED MANAGERS GROUP IN	COM	008252108	218	2,717
AFFYMETRIX INC	COM	00826T108	533	11,166
AFFYMETRIX INC	COM	00826T108	11	237
AGILENT TECHNOLOGIES INC	COM	00846U101	268	8,063
AGILENT TECHNOLOGIES INC	COM	00846U101	147	4,411
AIR PRODUCTS & CHEMICALS INC	COM	009158106	459	7,758
AIR PRODUCTS & CHEMICALS INC	COM	009158106	28	470
AKZO NOBEL N. V. ADR	SPONSORED ADR	010199305	417	9,060
ALABAMA NATL BANCORPORATION DEL	COM	010317105	189	2,923
ALABAMA NATL BANCORPORATION DEL	COM	010317105	32	500
ALCOA INC	COM	013817101	649	21,937
ALCOA INC	COM	013817101	365	12,335
ALCATEL ADR	SPONSORED ADR	013904305	273	22,030
ALFA CORP	COM	015385107	1,318	81,837
ALFA CORP	COM	015385107	10	621
ALLIANCE RESOURCE PARTNERS L	UT LTD PART	01877R108	145	3,900
ALLIANCE RESOURCE PARTNERS L	UT LTD PART	01877R108	67	1,800
ALLIANT CORP	COM	018802108	264	9,419
ALLIANT CORP	COM	018802108	108	3,857
ALLIED IRISH BKS P L C ADR	SPON ADR ORD	019228402	159	3,690
ALLIED IRISH BKS P L C ADR	SPON ADR ORD	019228402	149	3,475
ALLSTATE CORP	COM	020002101	1,983	36,673
ALLSTATE CORP	COM	020002101	524	9,687
ALLTEL CORP	COM	020039103	1,813	28,728
ALLTEL CORP	COM	020039103	1,292	20,480
ALTRIA GROUP INC	COM	02209S103	17,994	240,822
ALTRIA GROUP INC	COM	02209S103	8,981	120,191
AMAZON COM INC	COM	023135106	559	11,853
AMAZON COM INC	COM	023135106	66	1,400
AMBAC FINANCIAL GROUP INC	COM	023139108	335	4,341
AMBAC FINANCIAL GROUP INC	COM	023139108	11	138
AMEREN CORP	COM	023608102	1,483	28,951
AMEREN CORP	COM	023608102	529	10,326
AMERICAN CAP STRATEGIES LTD	COM	024937104	98	2,700
AMERICAN CAP STRATEGIES LTD	COM	024937104	199	5,500
AMERICAN ELECTRIC POWER INC	COM	025537101	420	11,322
AMERICAN ELECTRIC POWER INC	COM	025537101	102	2,754
AMERICAN EXPRESS CO	COM	025816109	13,380	260,004
AMERICAN EXPRESS CO	COM	025816109	4,400	85,507
AMERICAN INTL GROUP INC	COM	026874107	10,631	155,819
AMERICAN INTL GROUP INC	COM	026874107	4,334	63,527
AMERISOURCEBERGEN CORP	COM	03073E105	629	15,200
AMERISOURCEBERGEN CORP	COM	03073E105	37	882
AMERIPRISE FINL INC COM	COM	03076C106	1,727	42,110
AMERIPRISE FINL INC COM	COM	03076C106	783	19,102
AMGEN INC	COM	031162100	14,780	187,423
AMGEN INC	COM	031162100	1,887	23,932
AMPHENOL CORP NEW	CL A	032095101	270	6,096
AMSOUTH BANCORPORATION	COM	032165102	10,176	388,253

AMSOUTH BANCORPORATION	COM	032165102	6,928	264,317
ANADARKO PETE CORP	COM	032511107	3,521	37,156
ANADARKO PETE CORP	COM	032511107	359	3,789
ANHEUSER BUSCH COS INC	COM	035229103	6,876	160,058
ANHEUSER BUSCH COS INC	COM	035229103	2,385	55,523
ANSYS INC	COM	03662Q105	317	7,437
ANSWERTHINK CONSULTING GROUP	COM	036916104	128	30,000
AON CORP	COM	037389103	526	14,631
AON CORP	COM	037389103	117	3,246
APACHE CORP	COM	037411105	12,451	181,713
APACHE CORP	COM	037411105	968	14,130
APPLE COMPUTER INC	COM	037833100	2,429	33,794
APPLE COMPUTER INC	COM	037833100	125	1,741
APPLIED MATLS INC	COM	038222105	7,462	415,937
APPLIED MATLS INC	COM	038222105	1,062	59,173
AQUILA INC	COM	03840P102	46	12,850
ARCH COAL INC	COM	039380100	356	4,481
ARCHER DANIELS MIDLAND CO	COM	039483102	7,494	303,898
ARCHER DANIELS MIDLAND CO	COM	039483102	763	30,946
ATMOS ENERGY CORP	COM	049560105	212	8,096
AUBURN NATIONAL BANCORPORATION	COM	050473107	125	5,500
AUBURN NATIONAL BANCORPORATION	COM	050473107	249	10,977
AUTOMATIC DATA PROCESSING INC	COM	053015103	2,014	43,872
AUTOMATIC DATA PROCESSING INC	COM	053015103	1,029	22,418
AVANT IMMUNOTHERAPEUTICS INC	COM	053491106	26	13,585
AVERY DENNISON CORP	COM	053611109	350	6,325
AVERY DENNISON CORP	COM	053611109	28	500
AVON PRODS INC	COM	054303102	111	3,883
AVON PRODS INC	COM	054303102	123	4,308
AXA ADR	SPONSORED ADR	054536107	122	3,782
AXA ADR	SPONSORED ADR	054536107	157	4,845
BB&T CORP	COM	054937107	411	9,809
BB&T CORP	COM	054937107	384	9,155
BJ SVCS CO	COM	055482103	3,026	82,526
BJ SVCS CO	COM	055482103	565	15,401
BP PLC ADR	SPONSORED ADR	055622104	19,832	308,819
BP PLC ADR	SPONSORED ADR	055622104	9,095	141,623
BAKER HUGHES INC	COM	057224107	768	12,635
BAKER HUGHES INC	COM	057224107	84	1,383
BANCO SANTANDER CENT HISPANO	ADR	05964H105	162	12,315
BANCO SANTANDER CENT HISPANO	ADR	05964H105	5	355
BANCORPSOUTH INC	COM	059692103	183	8,277
BANCORPSOUTH INC	COM	059692103	154	7,000
BANCTRUST FINANCIAL GP	COM	05978R107	58	2,875
BANCTRUST FINANCIAL GP	COM	05978R107	150	7,455
BANK AMER CORP	COM	060505104	37,864	820,447
BANK AMER CORP	COM	060505104	29,280	634,453
BANK NEW YORK INC	COM	064057102	1,186	37,229
BANK NEW YORK INC	COM	064057102	167	5,245
BARCLAYS PLC	ADR	06738E204	229	5,451
BARCLAYS PLC	ADR	06738E204	263	6,240
BARD C R INC	COM	067383109	801	12,148
BARD C R INC	COM	067383109	10	147
BARRICK GOLD CORP ADR	COM	067901108	2,202	79,005
BARRICK GOLD CORP ADR	COM	067901108	238	8,534
BAUSCH & LOMB INC	COM	071707103	1,257	18,518
BAUSCH & LOMB INC	COM	071707103	125	1,843
BAXTER INTERNATIONAL INC	COM	071813109	7,145	189,783
BAXTER INTERNATIONAL INC	COM	071813109	782	20,771
BEAR STEARNS COS INC	COM	073902108	328	2,840
BECTON DICKINSON & CO	COM	075887109	941	15,664
BECTON DICKINSON & CO	COM	075887109	92	1,524

BED BATH & BEYOND INC	COM	075896100	1,090	30,140
BED BATH & BEYOND INC	COM	075896100	49	1,345
BELLSOUTH CORP	COM	079860102	7,405	273,234
BELLSOUTH CORP	COM	079860102	3,114	114,897
BEMA GOLD CORP ADR	COM	08135F107	29	10,000
BERKSHIRE HATHAWAY INC DEL CL A	CL A	084670108	5,849	66
BERKSHIRE HATHAWAY INC DEL CL A	CL A	084670108	2,216	25
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	2,856	973
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	1,477	503
BEST BUY INC	COM	086516101	2,778	63,889
BEST BUY INC	COM	086516101	141	3,239
BHP BILLITON LIMITED ADR	SPONSORED ADR	088606108	7	221
BHP BILLITON LIMITED ADR	SPONSORED ADR	088606108	215	6,440
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	13	750
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	1,827	109,054
BIOGEN IDEC INC	COM	09062X103	166	3,676
BIOGEN IDEC INC	COM	09062X103	104	2,298
BLACK & DECKER MFG CO	COM	091797100	313	3,602
BLACK & DECKER MFG CO	COM	091797100	31	360
BLACKROCK INSD MUN TERM TR INC	COM	092474105	207	20,000
BLACKROCK INSD MUN TERM TR INC	COM	092474105	21	2,000
BLACKROCK INSD MUN INCOME TR	COM	092479104	240	17,500
BLACKROCK INSD MUN INCOME TR	COM	092479104	9	666
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	254	15,000
BLACKROCK MUNI 2020 TER TRS	COM SHS	09249X109	280	20,000
BLOCK H & R INC	COM	093671105	204	8,292
BLOCK H & R INC	COM	093671105	332	13,510
BOEING CO	COM	097023105	2,711	38,601
BOEING CO	COM	097023105	605	8,615
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	4,689	154,136
BOSTON PPTYS INC COM (REIT)	COM	101121101	294	3,960
BRIGGS & STRATTON CORP	COM	109043109	369	9,500
BRIGGS & STRATTON CORP	COM	109043109	140	3,600
BRISTOL MYERS SQUIBB CO	COM	110122108	18,748	815,836
BRISTOL MYERS SQUIBB CO	COM	110122108	5,032	218,994
BROADCOM CORPORATION	CL A	111320107	223	4,732
BROADCOM CORPORATION	CL A	111320107	4	83
BROWN FORMAN CORP CL B	CL B	115637209	139	2,000
BROWN FORMAN CORP CL B	CL B	115637209	1,130	16,300
BUCKEYE PARTNERS LP UNITS	UNIT LTD PARTN	118230101	450	10,665
BUCKEYE PARTNERS LP UNITS	UNIT LTD PARTN	118230101	253	6,000
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	1,638	23,128
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	421	5,948
BURLINGTON RESOURCES INC	COM	122014103	12,463	144,584
BURLINGTON RESOURCES INC	COM	122014103	1,230	14,271
CIGNA CORP	COM	125509109	5,471	48,976
CIGNA CORP	COM	125509109	444	3,973
CSX CORP	COM	126408103	394	7,751
CSX CORP	COM	126408103	20	400
CVS CORPORATION (DEL)	COM	126650100	10,802	408,848
CVS CORPORATION (DEL)	COM	126650100	1,373	51,968
CADBURY SCHWEPPES PLC	ADR	127209302	157	4,098
CADBURY SCHWEPPES PLC	ADR	127209302	187	4,880
CAMPBELL SOUP CO	COM	134429109	257	8,625
CAMPBELL SOUP CO	COM	134429109	18	600
CANON INC	ADR	138006309	168	2,860
CANON INC	ADR	138006309	215	3,660
CAPITAL ONE FINL CORP	COM	14040H105	492	5,691
CAPITAL ONE FINL CORP	COM	14040H105	52	603
CARDINAL HEALTH INC	COM	14149Y108	1,370	19,930
CARDINAL HEALTH INC	COM	14149Y108	223	3,247
CAREMARK RX INC	COM	141705103	2,958	57,121

CAREMARK RX INC	COM	141705103	251	4,839
CATERPILLAR INC	COM	149123101	10,584	183,213
CATERPILLAR INC	COM	149123101	1,146	19,844
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	414	14,500
CENDANT CORP	COM	151313103	141	8,200
CENDANT CORP	COM	151313103	134	7,740
CENTERPOINT ENERGY INC	COM	15189T107	133	10,316
CENTERPOINT ENERGY INC	COM	15189T107	106	8,260
CENTEX CORP	COM	152312104	241	3,371
CENTEX CORP	COM	152312104	79	1,100
CENTRAL FD CDA LTD	CL A	153501101	207	30,370
CENTURYTEL INC	COM	156700106	505	15,234
CENTURYTEL INC	COM	156700106	17	500
CERNER CORPORATION	COM	156782104	514	5,658
CERNER CORPORATION	COM	156782104	10	112
CHESAPEAKE ENERGY CORP	COM	165167107	616	19,400
CHEVRON CORPORATION	COM	166764100	19,708	347,149
CHEVRON CORPORATION	COM	166764100	6,873	121,076
CHICOS FAS INC	COM	168615102	267	6,067
CHICOS FAS INC	COM	168615102	3	64
CHUBB CORP	COM	171232101	5,449	55,797
CHUBB CORP	COM	171232101	208	2,132
CINERGY CORP	COM	172474108	694	16,356
CINERGY CORP	COM	172474108	105	2,466
CISCO SYS INC	COM	17275R102	10,473	611,762
CISCO SYS INC	COM	17275R102	2,153	125,760
CITIGROUP INC	COM	172967101	18,738	386,112
CITIGROUP INC	COM	172967101	8,673	178,719
CITIZENS COMMUNICATIONS CO CL B	COM	17453B101	382	31,220
CITIZENS COMMUNICATIONS CO CL B	COM	17453B101	30	2,441
CITRIX SYS INC	COM	177376100	2,375	82,681
CITRIX SYS INC	COM	177376100	93	3,250
CLAIRES STORES INC	COM	179584107	226	7,722
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	628	19,955
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	148	4,710
CLOROX CO	COM	189054109	2,887	50,751
CLOROX CO	COM	189054109	700	12,305
COACH INC	COM	189754104	445	13,338
COACH INC	COM	189754104	68	2,046
COCA COLA CO	COM	191216100	24,833	616,059
COCA COLA CO	COM	191216100	14,472	359,029
COCA COLA ENTERPRISES INC	COM	191219104	2,142	111,763
COEUR D ALENE MINES CORP IDAHO	COM	192108108	68	17,000
COLGATE PALMOLIVE CO	COM	194162103	5,475	99,822
COLGATE PALMOLIVE CO	COM	194162103	9,369	170,808
COLONIAL BANCGROUP INC	COM	195493309	1,024	42,984
COLONIAL BANCGROUP INC	COM	195493309	113	4,745
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	85	2,017
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	512	12,200
COMCAST CORP NEW CL A	CL A	20030N101	1,418	54,717
COMCAST CORP NEW CL A	CL A	20030N101	396	15,287
COMCAST CORP NEW	CL A SPL	20030N200	2,627	102,241
COMCAST CORP NEW	CL A SPL	20030N200	459	17,883
COMERICA INC	COM	200340107	464	8,168
COMERICA INC	COM	200340107	225	3,957
COMMERCE BANCSHARES INC	COM	200525103	309	5,934
COMPASS BANCSHARES, INC.	COM	20449H109	6,147	127,396
COMPASS BANCSHARES, INC.	COM	20449H109	4,585	95,033
COMPUTER SCIENCES CORP	COM	205363104	1,493	29,485
COMPUTER SCIENCES CORP	COM	205363104	161	3,184
CONAGRA FOODS INC COM	COM	205887102	2,043	100,757
CONAGRA FOODS INC COM	COM	205887102	1,033	50,922

CONOCO/PHILLIPS	COM	20825C104	26,810	460,820
CONOCO/PHILLIPS	COM	20825C104	5,132	88,201
CONSOLIDATED EDISON INC	COM	209115104	256	5,522
CONSOLIDATED EDISON INC	COM	209115104	272	5,865
CONSTELLATION BRANDS	CL A	21036P108	251	9,561
CONSTELLATION BRANDS	CL A	21036P108	39	1,500
CONSTELLATION ENERGY GROUP I	COM	210371100	261	4,532
CONSTELLATION ENERGY GROUP I	COM	210371100	8	136
COOPER CAMERON CORP	COM	216640102	264	6,376
COOPER CAMERON CORP	COM	216640102	55	1,320
CORNING INC	COM	219350105	307	15,636
CORNING INC	COM	219350105	37	1,900
COSTCO WHSL CORP	COM	22160K105	6,522	131,831
COSTCO WHSL CORP	COM	22160K105	1,356	27,418
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	197	3,876
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	228	4,480
CRYSTALLEX INTL CORP	COM	22942F101	54	25,000
DNP SELECT INCOME FD	COM	23325P104	3,815	367,152
DNP SELECT INCOME FD	COM	23325P104	802	77,147
DTE ENERGY CO	COM	233331107	320	7,398
DTE ENERGY CO	COM	233331107	33	758
DANAHER CORP	COM	235851102	1,122	20,117
DANAHER CORP	COM	235851102	36	648
DARDEN RESTAURANTS INC	COM	237194105	291	7,484
DARDEN RESTAURANTS INC	COM	237194105	49	1,250
DEERE & CO	COM	244199105	855	12,553
DEERE & CO	COM	244199105	240	3,520
DEL MONTE FOODS CO	COM	24522P103	177	16,944
DEL MONTE FOODS CO	COM	24522P103	50	4,798
DELL INC	COM	24702R101	11,443	382,083
DELL INC	COM	24702R101	1,088	36,336
DESERT SUN MNG CORP COM	COM	25043V107	185	75,000
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	199	11,947
DEVON ENERGY CORPORATION NEW	COM	25179M103	7,224	115,518
DEVON ENERGY CORPORATION NEW	COM	25179M103	765	12,230
DIAGEO PLC	SPON ADR NEW	25243Q205	235	4,035
DIAGEO PLC	SPON ADR NEW	25243Q205	338	5,792
DIAMOND OFFSHORE DRILLNG INC	COM	25271C102	80	1,148
DIAMOND OFFSHORE DRILLNG INC	COM	25271C102	513	7,380
DIAMONDS TR	UNIT SER 1	252787106	171	1,600
DIAMONDS TR	UNIT SER 1	252787106	47	438
WALT DISNEY COMPANY	COM DISNEY	254687106	2,398	100,055
WALT DISNEY COMPANY	COM DISNEY	254687106	1,180	49,234
DOMINION RES INC VA NEW	COM	25746U109	1,969	25,507
DOMINION RES INC VA NEW	COM	25746U109	363	4,700
DONALDSON INC	COM	257651109	519	16,336
DONALDSON INC	COM	257651109	19	600
DONNELLEY R R & SONS CO	COM	257867101	310	9,075
DONNELLEY R R & SONS CO	COM	257867101	15	450
DOVER CORP	COM	260003108	276	6,805
DOVER CORP	COM	260003108	132	3,265
DOW CHEM CO COM	COM	260543103	2,618	59,737
DOW CHEM CO COM	COM	260543103	1,160	26,464
DU PONT E I DE NEMOURS & CO	COM	263534109	9,683	227,840
DU PONT E I DE NEMOURS & CO	COM	263534109	3,559	83,733
DUKE ENERGY CORP	COM	264399106	9,126	332,471
DUKE ENERGY CORP	COM	264399106	1,508	54,925
DUN & BRADSTREET CORP DEL NE	COM	26483E100	196	2,933
DUN & BRADSTREET CORP DEL NE	COM	26483E100	11	166
DURECT CORP	COM	266605104	255	50,281
E M C CORP MASS	COM	268648102	5,246	385,172
E M C CORP MASS	COM	268648102	564	41,439

ENI S P A	SPONSORED ADR	26874R108	163	1,166
ENI S P A	SPONSORED ADR	26874R108	197	1,415
EOG RES INC	COM	26875P101	121	1,643
EOG RES INC	COM	26875P101	313	4,265
E TRADE FINL CORP	COM	269246104	3,732	178,927
E TRADE FINL CORP	COM	269246104	187	8,945
EASTMAN CHEM CO	COM	277432100	382	7,413
EASTMAN CHEM CO	COM	277432100	182	3,521
EATON CORP	COM	278058102	630	9,396
EATON CORP	COM	278058102	15	222
EATON VANCE MUNI INCOME TR FD	SH BEN INT	27826U108	337	22,399
EATON VANCE CORP	COM NON VTG	278265103	304	11,105
EBAY INC	COM	278642103	4,640	107,365
EBAY INC	COM	278642103	331	7,655
ECOLAB INC	COM	278865100	427	11,765
ECOLAB INC	COM	278865100	9	250
EL PASO CORP	COM	28336L109	555	45,645
EL PASO CORP	COM	28336L109	60	4,915
ELECTRONIC ARTS	COM	285512109	296	5,657
ELECTRONIC ARTS	COM	285512109	22	430
ELECTRONIC DATA SYS CORP NEW	COM	285661104	614	25,540
ELECTRONIC DATA SYS CORP NEW	COM	285661104	238	9,918
ELIZABETH ARDEN INC COM	COM	28660G106	381	19,000
EMAGEON INC COM	COM	29076V109	58	3,661
EMAGEON INC COM	COM	29076V109	323	20,319
EMERSON ELECTRIC CO	COM	291011104	8,946	119,753
EMERSON ELECTRIC CO	COM	291011104	2,308	30,895
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	200	4,550
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	88	2,000
ENERGEN CORP	COM	29265N108	378	10,405
ENERGEN CORP	COM	29265N108	454	12,500
ENERGIZER HLDGS INC	COM	29266R108	181	3,640
ENERGIZER HLDGS INC	COM	29266R108	160	3,210
ENERPLUS RES FD	UNIT TR G NEW	29274D604	367	7,645
ENERPLUS RES FD	UNIT TR G NEW	29274D604	533	11,100
ENERGYSOUTH INC	COM	292970100	1,517	56,654
ENERGYSOUTH INC	COM	292970100	121	4,500
THE ENSTAR GROUP INC	COM	29358R107	961	14,500
ENTERGY CORP	COM	29364G103	1,027	14,961
ENTERGY CORP	COM	29364G103	285	4,157
ENTERPRISE PRODS PARTNERS L	COM	293792107	1,121	46,687
ENTERPRISE PRODS PARTNERS L	COM	293792107	10	400
EQUITY INCOME FUND	UT 1 EX SR-ATT	294700703	332	4,460
EXELON CORP	COM	30161N101	6,713	126,320
EXELON CORP	COM	30161N101	522	9,830
EXPRESS SCRIPTS INC	COM	302182100	343	4,096
EXPRESS SCRIPTS INC	COM	302182100	300	3,580
EXXON MOBIL CORP	COM	30231G102	94,023	1,673,912
EXXON MOBIL CORP	COM	30231G102	26,290	468,041
FMC TECHNOLOGIES INC	COM	30249U101	239	5,568
FMC TECHNOLOGIES INC	COM	30249U101	15	343
FPL GROUP INC	COM	302571104	2,596	62,472
FPL GROUP INC	COM	302571104	843	20,290
FAMILY DOLLAR STORES INC	COM	307000109	386	15,580
FAMILY DOLLAR STORES INC	COM	307000109	82	3,310
FREDDIE MAC	COM	313400301	463	7,083
FREDDIE MAC	COM	313400301	184	2,820
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	827	16,952
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	790	16,195
FEDERATED DEPT STORES INC NEW	COM	31410H101	456	6,881
FEDERATED DEPT STORES INC NEW	COM	31410H101	110	1,661
FEDEX CORP	COM	31428X106	10,539	101,932

FEDEX CORP	COM	31428X106	1,407	13,613
FIFTH THIRD BANCORP	COM	316773100	475	12,600
FIFTH THIRD BANCORP	COM	316773100	192	5,103
FIRST DATA CORP	COM	319963104	4,231	98,378
FIRST DATA CORP	COM	319963104	1,331	30,953
FIRST HORIZON NATL CORP	COM	320517105	1,566	40,745
FIRST HORIZON NATL CORP	COM	320517105	481	12,500
FIRSTENERGY CORP	COM	337932107	639	13,047
FIRSTENERGY CORP	COM	337932107	29	595
FORD MTR CO DEL	COM PAR $0.01	345370860	123	15,915
FORD MTR CO DEL	COM PAR $0.01	345370860	223	28,921
FORDING CDN COAL TR	TR UNIT	345425102	313	9,060
FORDING CDN COAL TR	TR UNIT	345425102	93	2,700
FOREST LABS INC	COM	345838106	1,421	34,942
FOREST LABS INC	COM	345838106	91	2,225
FOREST OIL CORP	COM PAR $0.01	346091705	301	6,615
FORTUNE BRANDS INC	COM	349631101	1,363	17,466
FORTUNE BRANDS INC	COM	349631101	479	6,135
FORWARD AIR CORP	COM	349853101	265	7,218
FRANKLIN RES INC	COM	354613101	7,588	80,718
FRANKLIN RES INC	COM	354613101	657	6,985
FRANKLIN STREET PPTYS CORP	COM	35471R106	604	28,821
FREEPORT-MCMORAN COPPER & GOLD	CL B	35671D857	691	12,848
FREEPORT-MCMORAN COPPER & GOLD	CL B	35671D857	8	150
FREESCALE SEMICONDUCTOR INC	CL B	35687M206	210	8,355
FREESCALE SEMICONDUCTOR INC	CL B	35687M206	26	1,034
FUJI PHOTO FILM LTD	ADR	359586302	217	6,545
GALLAGHER ARTHUR J & CO	COM	363576109	547	17,725
GALLAGHER ARTHUR J & CO	COM	363576109	256	8,300
GALLAHER GROUP PLC	SPONSORED ADR	363595109	299	4,968
GALLAHER GROUP PLC	SPONSORED ADR	363595109	313	5,200
GANNETT INC	COM	364730101	955	15,768
GANNETT INC	COM	364730101	712	11,763
GAP INC	COM	364760108	1,591	90,187
GAP INC	COM	364760108	70	3,950
GENENTECH INC	COM NEW	368710406	1,503	16,247
GENENTECH INC	COM NEW	368710406	134	1,449
GENERAL DYNAMICS CORP	COM	369550108	3,119	27,347
GENERAL DYNAMICS CORP	COM	369550108	212	1,861
GENERAL ELECTRIC CO	COM	369604103	71,399	2,037,052
GENERAL ELECTRIC CO	COM	369604103	26,146	745,969
GENERAL GROWTH PPTYS INC (REIT)	COM	370021107	370	7,877
GENERAL GROWTH PPTYS INC (REIT)	COM	370021107	79	1,675
GENERAL MILLS INC	COM	370334104	9,522	193,062
GENERAL MILLS INC	COM	370334104	1,726	35,004
GENERAL MOTORS CORP	COM	370442105	319	16,443
GENERAL MOTORS CORP	COM	370442105	229	11,787
GENUINE PARTS CO	COM	372460105	929	21,160
GENUINE PARTS CO	COM	372460105	332	7,555
GENZYME CORP	COM	372917104	961	13,580
GENZYME CORP	COM	372917104	85	1,200
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	425	8,848
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	137	2,850
GETTY IMAGES INC	COM	374276103	267	2,988
GETTY IMAGES INC	COM	374276103	4	44
GILEAD SCIENCES INC	COM	375558103	1,771	33,684
GILEAD SCIENCES INC	COM	375558103	257	4,882
GILDAN ACTIVEWEAR INC COM	COM	375916103	343	8,000
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	1,255	24,869
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	496	9,822
GOLDEN WEST FINL CORP DEL	COM	381317106	192	2,905
GOLDEN WEST FINL CORP DEL	COM	381317106	384	5,820

GOLDMAN SACHS GROUP INC	COM	38141G104	8,150	63,818
GOLDMAN SACHS GROUP INC	COM	38141G104	580	4,539
GOODRICH CORP	COM	382388106	394	9,575
GOODRICH CORP	COM	382388106	49	1,200
GOODYEAR TIRE & RUBBER CO	COM	382550101	1,079	62,100
GOODYEAR TIRE & RUBBER CO	COM	382550101	31	1,800
GRAINGER W W INC	COM	384802104	195	2,740
GRAINGER W W INC	COM	384802104	364	5,120
GREAT BASIN GOLD LTD COM	COM	390124105	74	47,500
GREAT PLAINS ENERGY INC	COM	391164100	217	7,753
GREAT PLAINS ENERGY INC	COM	391164100	180	6,420
GREENE CNTY BANCSHARES INC	COM NEW	394361208	666	24,350
GREY WOLF INC	COM	397888108	84	10,900
HCA-INC	COM	404119109	981	19,425
HCA-INC	COM	404119109	306	6,060
HSBC HLDGS PLC	SPON ADR NEW	404280406	976	12,132
HSBC HLDGS PLC	SPON ADR NEW	404280406	1,350	16,775
HALLIBURTON CO	COM	406216101	1,065	17,181
HALLIBURTON CO	COM	406216101	216	3,485
HANSEN NAT CORP	COM	411310105	2,523	32,015
HARLEY DAVIDSON INC	COM	412822108	728	14,132
HARLEY DAVIDSON INC	COM	412822108	291	5,661
HARRAH'S ENTERTAINMENT, INC.	COM	413619107	283	3,964
HARRAH'S ENTERTAINMENT, INC.	COM	413619107	48	667
HARRIS CORP DEL	COM	413875105	535	12,444
HARRIS CORP DEL	COM	413875105	10	238
HARTFORD FINL SVCS GROUP INC	COM	416515104	582	6,778
HARTFORD FINL SVCS GROUP INC	COM	416515104	77	900
HEINZ H J CO	COM	423074103	2,759	81,816
HEINZ H J CO	COM	423074103	800	23,720
THE HERSHEY COMPANY	COM	427866108	1,767	31,973
THE HERSHEY COMPANY	COM	427866108	532	9,625
HEWLETT PACKARD CO	COM	428236103	5,755	201,032
HEWLETT PACKARD CO	COM	428236103	2,304	80,477
HILTON HOTELS	COM	432848109	250	10,385
HITACHI LTD	ADR 10 COM	433578507	252	3,735
HOME DEPOT INC	COM	437076102	11,171	275,968
HOME DEPOT INC	COM	437076102	4,614	113,978
HONEYWELL INTERNATIONAL INC	COM	438516106	781	20,969
HONEYWELL INTERNATIONAL INC	COM	438516106	827	22,190
HOSPIRA INC	COM	441060100	158	3,689
HOSPIRA INC	COM	441060100	92	2,156
HUMANA INC	COM	444859102	647	11,910
HUMANA INC	COM	444859102	441	8,110
ITT INDUSTRIES INC	COM	450911102	1,497	14,560
ITT INDUSTRIES INC	COM	450911102	61	590
ILLINOIS TOOL WKS INC	COM	452308109	655	7,440
ILLINOIS TOOL WKS INC	COM	452308109	109	1,235
IMMUCOR INC	COM	452526106	292	12,515
IMPERIAL TOB GROUP PLC	SPONSORED ADR	453142101	103	1,700
IMPERIAL TOB GROUP PLC	SPONSORED ADR	453142101	158	2,608
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N103	149	16,335
UBS INSURED MUNI INCOME FUND	COM	45809F104	245	19,322
INTEL CORP	COM	458140100	26,036	1,043,113
INTEL CORP	COM	458140100	6,245	250,204
INTNL BUSINESS MACHINES CORP	COM	459200101	15,433	187,748
INTNL BUSINESS MACHINES CORP	COM	459200101	4,511	54,876
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	665	21,600
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	169	5,500
INTERNATIONAL PAPER CO	COM	460146103	4,093	121,784
INTERNATIONAL PAPER CO	COM	460146103	1,055	31,388
IRON MTN INC PA	COM	462846106	66	1,570

IRON MTN INC PA	COM	462846106	195	4,620
ISHARES INC	MSCI PAC J IDX	464286665	458	4,637
ISHARES INC	MSCI JAPAN	464286848	3,890	287,747
ISHARES INC	MSCI JAPAN	464286848	217	16,062
ISHARES TR	S&P 100 IDX FD	464287101	288	5,050
ISHARES TR	S&P 100 IDX FD	464287101	14	250
ISHARES TR	DJ SEL DIV INX	464287168	1,295	21,135
ISHARES TR	DJ SEL DIV INX	464287168	662	10,810
ISHARES TR	RUSSELL1000GRW	464287614	331	6,490
ISHARES TR	RUSSELL1000GRW	464287614	77	1,500
ISHARES TR	RUSSELL 2000	464287655	896	13,425
ISHARES TR	RUSSELL 2000	464287655	11	164
ISHARES TR	DJ US UTILS	464287697	125	1,630
ISHARES TR	DJ US UTILS	464287697	140	1,835
ISHARES TR	S&P SMLCP VALU	464287879	378	5,920
ISHARES TR	S&P SMLCP VALU	464287879	54	850
JPMORGAN CHASE & CO COM	COM	46625H100	10,804	272,205
JPMORGAN CHASE & CO COM	COM	46625H100	5,646	142,256
JEFFERSON PILOT CORP	COM	475070108	3,043	53,445
JEFFERSON PILOT CORP	COM	475070108	4,954	87,024
JOHNSON & JOHNSON	COM	478160104	38,392	638,801
JOHNSON & JOHNSON	COM	478160104	9,340	155,412
JOHNSON CTLS INC	COM	478366107	432	5,920
JOHNSON CTLS INC	COM	478366107	421	5,780
JUNIPER NETWORKS INC	COM	48203R104	400	17,959
JUNIPER NETWORKS INC	COM	48203R104	6	291
KLA - TENCOR CORPORATION	COM	482480100	1,368	27,740
KLA - TENCOR CORPORATION	COM	482480100	47	950
KELLOGG CO	COM	487836108	1,406	32,540
KELLOGG CO	COM	487836108	168	3,889
KERR MCGEE CORP	COM	492386107	161	1,771
KERR MCGEE CORP	COM	492386107	182	1,998
KEYCORP NEW	COM	493267108	838	25,437
KEYCORP NEW	COM	493267108	197	5,970
KIMBERLY CLARK CORP	COM	494368103	3,574	59,919
KIMBERLY CLARK CORP	COM	494368103	2,965	49,709
KINDER MORGAN INC KANS	UT LTD PARTNER	49455P101	361	3,931
KINDER MORGAN INC KANS	UT LTD PARTNER	49455P101	283	3,080
KINDER MORGAN EGY PTNS L P	COM	494550106	721	15,083
KINDER MORGAN EGY PTNS L P	COM	494550106	469	9,804
KOHLS CORP	COM	500255104	88	1,812
KOHLS CORP	COM	500255104	213	4,381
KONINKLIJKE AHOLD N V	SPON ADR NEW	500467303	87	11,585
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	199	6,386
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	6	190
KRAFT FOODS INC	CL A	50075N104	180	6,390
KRAFT FOODS INC	CL A	50075N104	29	1,045
KRONOS INC	COM	501052104	272	6,503
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	258	4,800
LEGG MASON INC	COM	524901105	556	4,644
LEGG MASON INC	COM	524901105	36	301
LEHMAN BROS HLDGS INC	COM	524908100	3,914	30,538
LEHMAN BROS HLDGS INC	COM	524908100	619	4,833
LENNAR CORP	CL A	526057104	299	4,894
LENNAR CORP	CL A	526057104	12	200
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	29	10,000
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	43	15,000
LILLY ELI & CO	COM	532457108	9,369	165,561
LILLY ELI & CO	COM	532457108	2,337	41,298
LIMITED BRANDS INC	COM	532716107	1,664	74,433
LIMITED BRANDS INC	COM	532716107	251	11,250
LINCOLN NATIONAL CORP IND	COM	534187109	1,312	24,737

LINCOLN NATIONAL CORP IND	COM	534187109	486	9,157
LINEAR TECHNOLOGY CORP DELAWARE	COM	535678106	402	11,155
LINEAR TECHNOLOGY CORP DELAWARE	COM	535678106	45	1,250
LIZ CLAIBORNE INC	COM	539320101	629	17,549
LIZ CLAIBORNE INC	COM	539320101	38	1,050
LOCKHEED MARTIN CORP	COM	539830109	1,308	20,550
LOCKHEED MARTIN CORP	COM	539830109	348	5,476
LOEWS CORP	COM	540424108	240	2,535
LOEWS CORP	COM	540424108	1,111	11,710
LOWES COS INC	COM	548661107	10,084	151,273
LOWES COS INC	COM	548661107	1,525	22,881
LUCENT TECHNOLOGIES INC	COM	549463107	122	45,856
LUCENT TECHNOLOGIES INC	COM	549463107	33	12,530
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	1,496	30,000
M & T BK CORP	COM	55261F104	1,340	12,287
M & T BK CORP	COM	55261F104	8	75
MBIA INC	COM	55262C100	200	3,325
MBIA INC	COM	55262C100	18	300
MBNA CORP	COM	55262L100	738	27,175
MBNA CORP	COM	55262L100	411	15,154
MDU RES GROUP INC	COM	552690109	139	4,235
MDU RES GROUP INC	COM	552690109	87	2,650
MAGELLAN MIDSTREAM PRTNRS LP	COM UNIT RP LP	559080106	239	7,430
MAINSOURCE FINANCIAL GROUP INC	COM	56062Y102	3,323	186,179
MANAGED MUNS PORTFOLIO INC	COM	561662107	371	35,266
MANAGED MUNS PORTFOLIO INC	COM	561662107	43	4,111
MANITOWOC INC	COM	563571108	658	13,107
MANULIFE FINANCIAL CORP COM	COM	56501R106	464	7,895
MANULIFE FINANCIAL CORP COM	COM	56501R106	111	1,882
MARATHON OIL CORP	COM	565849106	4,291	70,383
MARATHON OIL CORP	COM	565849106	844	13,850
MARSH & MCLENNAN COS INC	COM	571748102	757	23,845
MARSH & MCLENNAN COS INC	COM	571748102	233	7,325
MARRIOTT INTL INC NEW	CL A	571903202	1,661	24,803
MARRIOTT INTL INC NEW	CL A	571903202	158	2,352
MASCO CORP	COM	574599106	387	12,820
MASCO CORP	COM	574599106	171	5,655
MAYTAG CORP	COM	578592107	2,160	114,778
MAYTAG CORP	COM	578592107	43	2,300
MCCORMICK & CO INC COMMON STOCK	COM NON VTG	579780206	1,019	32,968
MCCORMICK & CO INC COMMON STOCK	COM NON VTG	579780206	55	1,776
MCDONALDS CORP	COM	580135101	2,058	61,036
MCDONALDS CORP	COM	580135101	1,262	37,414
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	2,044	39,591
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	309	5,982
MCKESSON CORPORATION	COM	58155Q103	145	2,818
MCKESSON CORPORATION	COM	58155Q103	120	2,322
MEADWESTVACO CORP	COM	583334107	128	4,574
MEADWESTVACO CORP	COM	583334107	2,047	73,026
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	885	15,867
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	630	11,294
MEDTRONIC INC	COM	585055106	15,999	277,914
MEDTRONIC INC	COM	585055106	3,242	56,315
MELLON FINL CORP	COM	58551A108	1,131	33,014
MELLON FINL CORP	COM	58551A108	76	2,220
MERCANTILE TRUST & SAVINGS BANK	COM	58734P105	995	17,000
MERCANTILE BANKSHARES	COM	587405101	737	13,056
MERCK & CO INC	COM	589331107	3,794	119,267
MERCK & CO INC	COM	589331107	4,062	127,704
MERCURY GEN CORP NEW	COM	589400100	4,456	76,538
MERCURY GEN CORP NEW	COM	589400100	319	5,475
MERRILL LYNCH & CO INC	COM	590188108	2,428	35,854

MERRILL LYNCH & CO INC	COM	590188108	288	4,245
METLIFE INC	COM	59156R108	643	13,114
METLIFE INC	COM	59156R108	175	3,571
MICROSOFT CORP	COM	594918104	22,845	873,629
MICROSOFT CORP	COM	594918104	5,755	220,089
MIDCAP SPDR TR	UNIT SER 1	595635103	802	5,955
MIDCAP SPDR TR	UNIT SER 1	595635103	141	1,045
MITSUBISHI UFJ FINL GROUP	SPONSORED ADR	606822104	319	23,320
MITSUBISHI UFJ FINL GROUP	SPONSORED ADR	606822104	217	15,840
MONSANTO CO NEW	COM	61166W101	2,501	32,256
MONSANTO CO NEW	COM	61166W101	783	10,102
MOODYS CORP	COM	615369105	795	12,941
MOODYS CORP	COM	615369105	238	3,871
MORGAN STANLEY	COM NEW	617446448	5,104	89,954
MORGAN STANLEY	COM NEW	617446448	918	16,172
MOTOROLA INC	COM	620076109	6,211	274,960
MOTOROLA INC	COM	620076109	589	26,052
MUNICIPAL MORTGAGE & EQUITY LLC	GROWTH SHS	62624B101	230	8,900
MURPHY OIL CORP	COM	626717102	539	9,975
MURPHY OIL CORP	COM	626717102	38	700
NATIONAL CITY CORP	COM	635405103	1,401	41,743
NATIONAL CITY CORP	COM	635405103	481	14,334
NATIONAL SEMICONDUCTOR CORP	COM	637640103	4,248	163,518
NATIONAL SEMICONDUCTOR CORP	COM	637640103	231	8,905
NETWORK APPLIANCE,INC.	COM	64120L104	2,891	107,066
NETWORK APPLIANCE,INC.	COM	64120L104	105	3,887
NEUROCRINE BIOSCIENCES INC	COM	64125C109	1,161	18,500
NEUBERGER BERMAN RLTY INC FD	COM	64126G109	236	13,017
NEWMONT MINING CORP (NEW)	COM	651639106	20,280	379,772
NEWMONT MINING CORP (NEW)	COM	651639106	2,207	41,330
NIKE INC CL B	CL B	654106103	8,600	99,087
NIKE INC CL B	CL B	654106103	868	10,006
NOKIA CORP	SPONSORED ADR	654902204	1,871	102,264
NOKIA CORP	SPONSORED ADR	654902204	564	30,829
NOMURA HLDGS INC	SPONSORED ADR	65535H208	209	10,860
NOMURA HLDGS INC	SPONSORED ADR	65535H208	267	13,890
NORFOLK SOUTHERN CORPORATION	UNIT LTD PARTN	655844108	1,031	22,996
NORFOLK SOUTHERN CORPORATION	UNIT LTD PARTN	655844108	616	13,747
NORTEL NETWORKS CORP NEW ADR	COM	656568102	141	46,068
NORTEL NETWORKS CORP NEW ADR	COM	656568102	161	52,454
NORTHERN BORDER PARTNERS L P	COM	664785102	325	7,740
NORTHERN BORDER PARTNERS L P	COM	664785102	189	4,500
NORTHERN TRUST CORP	COM	665859104	595	11,486
NORTHERN TRUST CORP	COM	665859104	47	910
NORTHROP GRUMMAN CORP	COM	666807102	3,428	57,021
NORTHROP GRUMMAN CORP	COM	666807102	601	9,995
NOVARTIS AG ADR	SPONSORED ADR	66987V109	238	4,528
NOVARTIS AG ADR	SPONSORED ADR	66987V109	151	2,886
NOVELLUS SYS INC	COM	670008101	200	8,300
NOVELLUS SYS INC	COM	670008101	58	2,400
NUCOR CORP	COM	670346105	4,708	70,557
NUCOR CORP	COM	670346105	590	8,845
NVIDIA CORP	COM	67066G104	529	14,472
NVIDIA CORP	COM	67066G104	333	9,105
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	1,206	73,230
NUVEEN DIVIDEND ADV MUNI 3	COM SH BEN INT	67070X101	555	37,220
NUVEEN DIVIDEND ADV MUNI 3	COM SH BEN INT	67070X101	7	500
NUVEEN INSD DIVID ADVANTAGE	COM	67071L106	141	10,000
NUVEEN INSD DIVID ADVANTAGE	COM	67071L106	19	1,333
OGE ENERGY CORP	COM	670837103	178	6,658
OGE ENERGY CORP	COM	670837103	229	8,550
NUVEEN MUN VALUE FD INC	COM	670928100	106	10,933

NUVEEN MUN VALUE FD INC	COM	670928100	10	1,000
NUVEEN TEX QUAL INCM MUN FD	COM	670983105	670	45,900
OCCIDENTAL PETROLEUM CORP.	COM	674599105	1,664	20,828
OCCIDENTAL PETROLEUM CORP.	COM	674599105	409	5,125
ODYSSEY MARINE EXPLORATION I	COM	676118102	47	13,347
OFFICE DEPOT INC	COM	676220106	517	16,456
OFFICE DEPOT INC	COM	676220106	60	1,895
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	258	2,000
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	26	200
OLD REPUBLIC INTL CORP	COM	680223104	146	5,550
OLD REPUBLIC INTL CORP	COM	680223104	12,213	465,074
ORACLE CORPORATION	COM	68389X105	1,824	149,405
ORACLE CORPORATION	COM	68389X105	264	21,585
PNC FINANCIAL SERVICES GROUP	COM	693475105	1,122	18,153
PNC FINANCIAL SERVICES GROUP	COM	693475105	70	1,135
PPG INDUSTRIES INC	COM	693506107	68	1,174
PPG INDUSTRIES INC	COM	693506107	634	10,954
PPL CORP	COM	69351T106	298	10,147
PACCAR INC	COM	693718108	5,850	84,498
PACCAR INC	COM	693718108	319	4,604
PARKER HANNIFIN CORP	COM	701094104	297	4,500
PEABODY ENERGY CORP	COM	704549104	2,127	25,803
PEABODY ENERGY CORP	COM	704549104	12	145
PEPSICO INC	COM	713448108	35,952	608,538
PEPSICO INC	COM	713448108	6,429	108,819
PERKINELMER INC	COM	714046109	2,216	94,049
PERKINELMER INC	COM	714046109	35	1,490
PFIZER INC	COM	717081103	17,839	764,952
PFIZER INC	COM	717081103	6,615	283,649
PHARMACEUTICAL HOLDRS TR	DEPOSITRY RCPT	71712A206	2,157	30,970
PHARMACEUTICAL HOLDRS TR	DEPOSITRY RCPT	71712A206	38	540
PHELPS DODGE CORP	COM	717265102	5,412	37,618
PHELPS DODGE CORP	COM	717265102	406	2,820
PHILADELPHIA CONS HLDG CORP	COM	717528103	472	4,884
PIMCO MUN INCOME FD II	COM	72200W106	237	15,000
PIMCO MUN INCOME FD II	COM	72200W106	22	1,400
PIMCO MUN INCOME FD III	COM	72201A103	349	22,040
PIONEER NATURAL RESOURCES CO	COM	723787107	749	14,600
PITNEY BOWES INC	COM	724479100	1,346	31,858
PITNEY BOWES INC	COM	724479100	480	11,350
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	260	6,560
PLUM CREEK TIMBER CO INC (REIT)	COM	729251108	754	20,918
PLUM CREEK TIMBER CO INC (REIT)	COM	729251108	281	7,799
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	133	13,215
PRAXAIR INC	COM	74005P104	767	14,483
PRAXAIR INC	COM	74005P104	561	10,601
PRINCIPAL FINANCIAL GROUP INC	COM	74251V102	629	13,258
PRINCIPAL FINANCIAL GROUP INC	COM	74251V102	24	499
PROASSURANCE CORP	COM	74267C106	501	10,301
PROASSURANCE CORP	COM	74267C106	24	503
PROCTER & GAMBLE CO	COM	742718109	38,420	663,785
PROCTER & GAMBLE CO	COM	742718109	11,105	191,860
PROGRESS ENERGY INC	COM	743263105	1,017	23,158
PROGRESS ENERGY INC	COM	743263105	301	6,857
PROGRESSIVE CORP OHIO	COM	743315103	292	2,504
PROGRESSIVE CORP OHIO	COM	743315103	408	3,493
PROTECTIVE LIFE CORP	COM	743674103	2,116	48,355
PROTECTIVE LIFE CORP	COM	743674103	4,552	103,991
PRUDENTIAL FINL INC	COM	744320102	3,277	44,771
PRUDENTIAL FINL INC	COM	744320102	121	1,648
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	891	13,709
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	247	3,800

PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	135	22,223
QUALCOMM INC	COM	747525103	8,548	198,413
QUALCOMM INC	COM	747525103	1,283	29,791
QUEST DIAGNOSTICS INC	COM	74834L100	10,713	208,099
QUEST DIAGNOSTICS INC	COM	74834L100	547	10,630
QUESTAR CORP	COM	748356102	10	135
QUESTAR CORP	COM	748356102	659	8,700
RMK HIGH INCOME FD INC	COM SHS	74963B105	578	33,414
RMK STRATEGIC INCOME FD INC	COM	74963H102	485	29,030
RMK STRATEGIC INCOME FD INC	COM	74963H102	25	1,500
RMK ADVANTAGE INCOME FD INC	COM	74963L103	589	35,688
RMK ADVANTAGE INCOME FD INC	COM	74963L103	73	4,400
RAYTHEON CO (NEW)	COM NEW	755111507	1,173	29,221
RAYTHEON CO (NEW)	COM NEW	755111507	277	6,904
REGIONS FINANCIAL CORP NEW	COM	7591EP100	135,083	3,954,420
REGIONS FINANCIAL CORP NEW	COM	7591EP100	74,185	2,171,700
RELIANT ENERGY INC	COM	75952B105	61	5,880
RELIANT ENERGY INC	COM	75952B105	59	5,678
ROBERT HALF INTL INC	COM	770323103	208	5,500
ROCKWELL AUTOMATION INC	COM	773903109	528	8,932
ROCKWELL AUTOMATION INC	COM	773903109	108	1,832
ROCKWELL COLLINS INC	COM	774341101	293	6,310
ROCKWELL COLLINS INC	COM	774341101	81	1,752
ROPER INDS INC NEW	COM	776696106	259	6,549
ROYAL BK CDA MONTREAL QUE ADR	COM	780087102	187	2,403
ROYAL BK CDA MONTREAL QUE ADR	COM	780087102	26	336
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3,734	60,727
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	1,229	19,988
RUBY TUESDAY INC	COM	781182100	5,598	216,210
RUBY TUESDAY INC	COM	781182100	89	3,428
SLM CORP	COM	78442P106	43	774
SLM CORP	COM	78442P106	1,519	27,575
SPDR TR	UNIT SER 1	78462F103	5,796	46,554
SPDR TR	UNIT SER 1	78462F103	857	6,885
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	583	12,807
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	38	842
SAFECO CORP	COM	786429100	283	5,000
SAFEWAY INC	COM NEW	786514208	295	12,461
SAFEWAY INC	COM NEW	786514208	1	60
ST JOE COMPANY	COM	790148100	166	2,475
ST JOE COMPANY	COM	790148100	101	1,500
ST JUDE MEDICAL INC	COM	790849103	7,459	148,582
ST JUDE MEDICAL INC	COM	790849103	314	6,250
THE ST. PAUL TRAVELERS CO INC	COM	792860108	737	16,502
THE ST. PAUL TRAVELERS CO INC	COM	792860108	739	16,552
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	169	3,875
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	179	4,100
SAN PAOLO-IMI SPA SPON ADR	SPONSORED ADR	799175104	90	2,880
SAN PAOLO-IMI SPA SPON ADR	SPONSORED ADR	799175104	136	4,360
SANOFI-AVENTIS	SPONSORED ADR	80105N105	314	7,162
SANOFI-AVENTIS	SPONSORED ADR	80105N105	307	6,999
SARA LEE CORP	COM	803111103	1,739	91,996
SARA LEE CORP	COM	803111103	486	25,720
SCANA CORP NEW	COM	80589M102	330	8,391
SCANA CORP NEW	COM	80589M102	686	17,431
SCHERING A G	SPONSORED ADR	806585204	224	3,345
SCHERING A G	SPONSORED ADR	806585204	125	1,865
SCHERING-PLOUGH CORP	COM	806605101	6,653	319,082
SCHERING-PLOUGH CORP	COM	806605101	783	37,531
SCHLUMBERGER LTD ADR	COM	806857108	7,789	80,175
SCHLUMBERGER LTD ADR	COM	806857108	3,495	35,975
SCHWAB CHARLES CORP NEW	COM	808513105	627	42,719

SCHWAB CHARLES CORP NEW	COM	808513105	29	1,950
SEALED AIR CORP NEW	COM	81211K100	138	2,455
SEALED AIR CORP NEW	COM	81211K100	346	6,160
SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	123	2,450
SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	106	2,115
SIEMENS A G ADR	SPONSORED ADR	826197501	142	1,663
SIEMENS A G ADR	SPONSORED ADR	826197501	222	2,597
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	126	1,638
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	77	1,000
SIRIUS SATELLITE RADIO INC	COM	82966U103	78	11,652
SIRIUS SATELLITE RADIO INC	COM	82966U103	135	20,200
SMITH INTL INC	COM	832110100	6,909	186,170
SMITH INTL INC	COM	832110100	931	25,080
SOLECTRON CORP	COM	834182107	38	10,377
SOLECTRON CORP	COM	834182107	35	9,480
SONIC CORP	COM	835451105	573	19,414
SONIC CORP	COM	835451105	9	313
SONY CORP	ADR NEW	835699307	317	7,766
SONY CORP	ADR NEW	835699307	12	300
SOUTHERN CO	COM	842587107	12,208	353,541
SOUTHERN CO	COM	842587107	4,006	116,015
SOUTHWEST AIRLINES CO	COM	844741108	2,087	127,007
SOUTHWEST AIRLINES CO	COM	844741108	228	13,871
SOUTHWESTERN ENERGY CO	COM	845467109	21	581
SOUTHWESTERN ENERGY CO	COM	845467109	205	5,696
SPRINT NEXTEL CORP	COM FON	852061100	2,765	118,351
SPRINT NEXTEL CORP	COM FON	852061100	433	18,538
STAPLES INC	COM	855030102	6,702	295,112
STAPLES INC	COM	855030102	402	17,698
STARBUCKS CORP	COM	855244109	300	10,008
STARBUCKS CORP	COM	855244109	8	274
STARWOOD HOTELS & RESORTS	PAIRED CTF	85590A203	735	11,511
STARWOOD HOTELS & RESORTS	PAIRED CTF	85590A203	102	1,600
STATE STR CORP	COM	857477103	387	6,975
STATE STR CORP	COM	857477103	1,257	22,680
STMICROELECTRONICS N V	NY REGISTRY	861012102	180	10,010
STREETTRACKS GOLD TR GOLD SHS	GOLD SHS	863307104	450	8,715
STREETTRACKS GOLD TR GOLD SHS	GOLD SHS	863307104	90	1,750
STRYKER CORP	COM	863667101	1,072	24,132
STRYKER CORP	COM	863667101	211	4,744
SUN LIFE FINL INC	COM	866796105	423	10,551
SUN MICROSYSTEMS INC	COM	866810104	73	17,428
SUN MICROSYSTEMS INC	COM	866810104	34	8,100
SUNCOR ENERGY INC ADR	COM	867229106	465	7,368
SUNCOR ENERGY INC ADR	COM	867229106	29	458
SUNOCO INC	COM	86764P109	4,024	51,339
SUNOCO INC	COM	86764P109	360	4,597
SUNTRUST BANKS INC	COM	867914103	8,898	122,299
SUNTRUST BANKS INC	COM	867914103	1,059	14,557
SUPER VALU, INC.	COM	868536103	222	6,850
SYMANTEC CORP	COM	871503108	254	14,486
SYMANTEC CORP	COM	871503108	25	1,400
SYNOVUS FINANCIAL CORP	COM	87161C105	517	19,151
SYNOVUS FINANCIAL CORP	COM	87161C105	969	35,860
SYSCO CORP	COM	871829107	3,020	97,257
SYSCO CORP	COM	871829107	1,146	36,895
TEPPCO PARTNERS LP	UT LTD PARTNER	872384102	497	14,261
TEPPCO PARTNERS LP	UT LTD PARTNER	872384102	146	4,200
TJX COMPANIES INC	COM	872540109	208	8,950
TJX COMPANIES INC	COM	872540109	56	2,400
TXU CORP	COM	873168108	2,563	51,072
TXU CORP	COM	873168108	784	15,616

TARGET CORP	COM	87612E106	16,147	293,737
TARGET CORP	COM	87612E106	2,252	40,976
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y102	224	7,679
TELEFONICA S. A.	SPONSORED ADR	879382208	464	10,309
TELEFONICA S. A.	SPONSORED ADR	879382208	7	154
TELEFONOS DE MEXICO S A ADR	SPON ADR ORD L	879403780	257	10,407
TELEFONOS DE MEXICO S A ADR	SPON ADR ORD L	879403780	87	3,538
TELLABS INC	COM	879664100	180	16,500
TELLABS INC	COM	879664100	7	618
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	67	8,375
TEMPLETON GLOBAL INCOME FD INC	COM	880198106	23	2,857
TERREMARK WORLDWIDE INC NEW	COM NEW	881448203	75	16,200
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	1,158	26,921
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	86	2,008
TEXAS INSTRUMENTS INC	COM	882508104	7,183	223,976
TEXAS INSTRUMENTS INC	COM	882508104	1,560	48,652
THERMO ELECTRON CORP	COM	883556102	309	10,258
THERMO ELECTRON CORP	COM	883556102	14	467
3M CO	COM	88579Y101	6,632	85,568
3M CO	COM	88579Y101	3,765	48,586
TIME WARNER INC	COM	887317105	1,314	75,370
TIME WARNER INC	COM	887317105	206	11,795
TORCHMARK CORP	COM	891027104	4,310	77,515
TORCHMARK CORP	COM	891027104	7,727	138,966
TOTAL S.A. ADR	SPONSORED ADR	89151E109	289	2,289
TOTAL S.A. ADR	SPONSORED ADR	89151E109	229	1,808
TOYOTA MTR CORP	SP ADR REP2COM	892331307	393	3,755
TOYOTA MTR CORP	SP ADR REP2COM	892331307	154	1,472
TRANSATLANTIC HLDGS INC	COM	893521104	55	813
TRANSATLANTIC HLDGS INC	COM	893521104	155	2,305
TRUSTMARK CORP	COM	898402102	229	8,326
TYCO INTL LTD NEW ADR	COM	902124106	825	28,594
TYCO INTL LTD NEW ADR	COM	902124106	847	29,365
TYSON FOODS CLASS A	CL A	902494103	193	11,276
TYSON FOODS CLASS A	CL A	902494103	103	6,000
UST INC	COM	902911106	2,683	65,704
UST INC	COM	902911106	627	15,350
US BANCORP DEL COM NEW	COM NEW	902973304	3,398	113,672
US BANCORP DEL COM NEW	COM NEW	902973304	504	16,860
ULTRA PETE CORP	COM	903914109	2,459	44,075
UNILEVER PLC	SPON ADR NEW	904767704	118	2,945
UNILEVER PLC	SPON ADR NEW	904767704	237	5,911
UNILEVER N V ADR	NY SHS NEW	904784709	612	8,910
UNILEVER N V ADR	NY SHS NEW	904784709	88	1,285
UNION PACIFIC CORP	COM	907818108	2,885	35,832
UNION PACIFIC CORP	COM	907818108	618	7,675
UNITED PARCEL SVC INC	CL B	911312106	484	6,441
UNITED PARCEL SVC INC	CL B	911312106	1,045	13,910
UNITED SEC BANCSHARES INC	SHS	911459105	3,020	112,640
UNITED SEC BANCSHARES INC	SHS	911459105	47	1,736
UNITED STS STL CORP NEW	COM	912909108	400	8,331
UNITED STS STL CORP NEW	COM	912909108	35	719
UNITED TECHNOLOGIES CORP	COM	913017109	11,338	202,786
UNITED TECHNOLOGIES CORP	COM	913017109	1,777	31,783
UNITEDHEALTH GROUP INC	COM	91324P102	6,314	101,605
UNITEDHEALTH GROUP INC	COM	91324P102	430	6,922
UNUMPROVIDENT CORP	COM	91529Y106	116	5,112
UNUMPROVIDENT CORP	COM	91529Y106	485	21,303
V F CORP	COM	918204108	9,585	173,195
V F CORP	COM	918204108	619	11,190
VALERO L P	UT LTD PRT	91913W104	446	8,612
VALERO L P	UT LTD PRT	91913W104	32	613

VALERO REFNG & MARKETING CO	COM	91913Y100	7,479	144,942
VALERO REFNG & MARKETING CO	COM	91913Y100	672	13,018
VERIZON COMMUNICATIONS	COM	92343V104	6,254	207,642
VERIZON COMMUNICATIONS	COM	92343V104	2,946	97,793
VIACOM INC	CL A	925524100	218	6,660
VIACOM INC	CL A	925524100	49	1,510
VIACOM INC	CL B	925524308	1,114	34,173
VIACOM INC	CL B	925524308	327	10,020
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	345	10,995
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	150	4,775
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1,666	77,578
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	940	43,767
VULCAN MATERIALS CO	COM	929160109	16,685	246,272
VULCAN MATERIALS CO	COM	929160109	5,900	87,092
WACHOVIA CORP	COM	929903102	14,554	275,332
WACHOVIA CORP	COM	929903102	8,101	153,258
WADDELL & REED FINL INC CL A	CL A	930059100	282	13,437
WADDELL & REED FINL INC CL A	CL A	930059100	615	29,344
WAL MART STORES INC	COM	931142103	11,411	243,821
WAL MART STORES INC	COM	931142103	4,712	100,685
WALGREEN CO	COM	931422109	5,957	134,590
WALGREEN CO	COM	931422109	824	18,613
WASHINGTON MUTUAL INC	COM	939322103	2,321	53,350
WASHINGTON MUTUAL INC	COM	939322103	573	13,170
WASTE MANAGEMENT COM	COM	94106L109	849	27,988
WASTE MANAGEMENT COM	COM	94106L109	51	1,665
WEINGARTEN RLTY INVS SBI	SH BEN INT	948741103	208	5,500
WEINGARTEN RLTY INVS SBI	SH BEN INT	948741103	48	1,275
WELLCARE HEALTH PLANS INC	COM	94946T106	319	7,800
WELLPOINT INC	COM	94973V107	2,354	29,503
WELLPOINT INC	COM	94973V107	562	7,044
WELLS FARGO & CO NEW	COM	949746101	17,566	279,586
WELLS FARGO & CO NEW	COM	949746101	3,133	49,858
WEYERHAEUSER CO	COM	962166104	7,661	115,477
WEYERHAEUSER CO	COM	962166104	1,203	18,141
WILLIAMS SONOMA INC	COM	969904101	431	9,980
WILLIAMS SONOMA INC	COM	969904101	13	300
WISCONSIN ENERGY CORP	COM	976657106	364	9,325
WISCONSIN ENERGY CORP	COM	976657106	121	3,110
WRIGLEY WM JR CO	COM	982526105	3,077	46,285
WRIGLEY WM JR CO	COM	982526105	657	9,880
WYETH	COM	983024100	15,842	343,859
WYETH	COM	983024100	3,701	80,327
XTO ENERGY INC	COM	98385X106	4,383	99,743
XTO ENERGY INC	COM	98385X106	29	650
XILINX INC	COM	983919101	609	24,164
XEROX CORP	COM	984121103	193	13,146
YAHOO INC	COM	984332106	1,342	34,248
YAHOO INC	COM	984332106	344	8,775
YUM BRANDS INC	COM	988498101	907	19,352
YUM BRANDS INC	COM	988498101	104	2,220
ZIMMER HLDGS INC	COM	98956P102	1,077	15,963
ZIMMER HLDGS INC	COM	98956P102	524	7,769