

ROYAL BANK OF SCOTLAND GROUP PLC

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: The Royal Bank of Scotland Group Plc
Address: PO Box 31
36 St Andrew Square
Edinburgh EH2 2YB
Scotland

13F File Number: 028-05855

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: H Campbell Esq
Title: Head of Group Secretariat
Phone: (+44) 0131 626 4099
Signature, Place and Date of Signing:

H Campbell Esq Edinburgh, Scotland February 10th, 2006

Report Type (check only one.):

- [X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

FORM 13F SUMMARY PAGE

Report Summary:

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Number of Other Included Managers: 3
 Form 13F Information Table Entry Total: 995
 Form 13F Information Table Value Total: \$2,753,269,605

List of Other Included Managers:

No.	13F File Number	Name
10	028-05954	Citizens Bank
9	028-01255	National Westminster Bank plc
7	028-05855	The Royal Bank of Scotland Plc

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
AFLAC INC	COM	001055102	4554	98103	SH		DEFINED	10
AFLAC INC	COM	001055102	390	8394	SH		DEF/OTH	10
AFLAC INC	COM	001055102	185	3980	SH		DEFINED	7
AT&T INC	COM	00206R102	1459	59589	SH		DEFINED	10
AT&T INC	COM	00206R102	666	27197	SH		DEF/OTH	10
AT&T INC	COM	00206R102	76293	3115264	SH		DEFINED	7
AT&T INC	COM	00206R102	1071	43748	SH		DEFINED	9
ABBOTT LABS	COM	002824100	5242	132945	SH		DEFINED	10
ABBOTT LABS	COM	002824100	613	15548	SH		DEF/OTH	10
ABBOTT LABS	COM	002824100	280	7100	SH		DEFINED	7
ABBOTT LABS	COM	002824100	509	12900	SH		DEFINED	9
ABBOTT LABS	COM	002824100	158	4000	SH		DEF/OTH	9
ACTIVISION INC NEW	COM NEW	004930202	369	26871	SH		DEFINED	10
ACTIVISION INC NEW	COM NEW	004930202	4	300	SH		DEF/OTH	10
ACTIVISION INC NEW	COM NEW	004930202	0	16	SH		DEFINED	9
ADOBE SYS INC	COM	00724F101	469	12680	SH		DEFINED	10
ADOBE SYS INC	COM	00724F101	131	3550	SH		DEF/OTH	10
ADOBE SYS INC	COM	00724F101	113	3050	SH		DEFINED	7
AETNA INC NEW	COM	00817Y108	5278	55963	SH		DEFINED	10
AETNA INC NEW	COM	00817Y108	464	4916	SH		DEF/OTH	10
AFFILIATED COMPUTER SERVICES	CL A	008190100	627	10597	SH		DEFINED	10
AFFILIATED COMPUTER SERVICES	CL A	008190100	173	2925	SH		DEF/OTH	10
AGILENT TECHNOLOGIES INC	COM	00846U101	215	6463	SH		DEFINED	10
AGILENT TECHNOLOGIES INC	COM	00846U101	96	2886	SH		DEF/OTH	10
AIR PRODS & CHEMS INC	COM	009158106	832	14054	SH		DEFINED	10
AIR PRODS & CHEMS INC	COM	009158106	312	5272	SH		DEF/OTH	10
AIRTRAN HLDGS INC	COM	00949P108	1635	102000	SH		DEFINED	9
ALBERTO CULVER CO	COM	013068101	1337	29230	SH		DEFINED	10
ALBERTO CULVER CO	COM	013068101	72	1580	SH		DEF/OTH	10
ALBERTSONS INC	COM	013104104	19	870	SH		DEFINED	10
ALBERTSONS INC	COM	013104104	74663	3497100	SH		DEFINED	7
ALCOA INC	COM	013817101	3010	101795	SH		DEFINED	10
ALCOA INC	COM	013817101	320	10819	SH		DEF/OTH	10
ALLERGAN INC	COM	018490102	757	7014	SH		DEFINED	10
ALLERGAN INC	COM	018490102	151	1400	SH		DEF/OTH	10
ALLSTATE CORP	COM	020002101	1934	35775	SH		DEFINED	10
ALLSTATE CORP	COM	020002101	260	4812	SH		DEF/OTH	10
ALLTEL CORP	COM	020039103	5150	81612	SH		DEFINED	10
ALLTEL CORP	COM	020039103	420	6659	SH		DEF/OTH	10

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ALTRIA GROUP INC	COM		02209S103	2221	29724	SH		DEFINED	10
ALTRIA GROUP INC	COM		02209S103	1377	18431	SH		DEF/OTH	10
ALTRIA GROUP INC	COM		02209S103	353	4725	SH		DEFINED	7
ALTRIA GROUP INC	COM		02209S103	3362	45000	SH	CALL	DEFINED	7
ALTRIA GROUP INC	COM		02209S103	107	1427	SH		DEFINED	9
ALTRIA GROUP INC	COM		02209S103	105	1400	SH		DEF/OTH	9
AMBAC FINL GROUP INC	COM		023139108	3331	43223	SH		DEFINED	10
AMBAC FINL GROUP INC	COM		023139108	133	1726	SH		DEF/OTH	10
AMERICAN AXLE & MFG HLDGS IN	FRNT	2.000% 2/1	024061AB9	114	159769	SH		DEFINED	9
AMERICAN ELEC PWR INC	COM		025537101	200	5394	SH		DEFINED	10
AMERICAN ELEC PWR INC	COM		025537101	72	1948	SH		DEF/OTH	10
AMERICAN EXPRESS CO	COM		025816109	3155	61301	SH		DEFINED	10
AMERICAN EXPRESS CO	COM		025816109	947	18399	SH		DEF/OTH	10
AMERICAN EXPRESS CO	COM		025816109	2246	43637	SH		DEFINED	9
AMERICAN EXPRESS CO	DBCV	1.850%12/0	025816AS8	353	332696	SH		DEFINED	9
AMERICAN INTL GROUP INC	COM		026874107	13595	199256	SH		DEFINED	10
AMERICAN INTL GROUP INC	COM		026874107	7447	109140	SH		DEF/OTH	10
AMERICAN INTL GROUP INC	COM		026874107	405	5938	SH		DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	2729	40000	SH	CALL	DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	4776	70000	SH	PUT	DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	1481	21705	SH		DEFINED	9
AMERICAN PWR CONVERSION CORP	COM		029066107	109	4942	SH		DEFINED	10
AMERICAN PWR CONVERSION CORP	COM		029066107	22	1000	SH		DEF/OTH	10
AMERICAN PWR CONVERSION CORP	COM		029066107	220	10000	SH		DEFINED	7
AMERICAN SUPERCONDUCTOR CORP	COM		030111108	102	13000	SH		DEFINED	7
AMERIPRISE FINL INC	COM		03076C106	453	11044	SH		DEFINED	10
AMERIPRISE FINL INC	COM		03076C106	148	3618	SH		DEF/OTH	10
AMERIPRISE FINL INC	COM		03076C106	28	688	SH		DEFINED	9
AMGEN INC	COM		031162100	10278	130337	SH		DEFINED	10
AMGEN INC	COM		031162100	783	9932	SH		DEF/OTH	10
AMGEN INC	COM		031162100	1002	12700	SH		DEFINED	7
AMGEN INC	COM		031162100	39	500	SH		DEFINED	9
AMPHENOL CORP NEW	CL A		032095101	692	15640	SH		DEFINED	10
AMPHENOL CORP NEW	CL A		032095101	39	875	SH		DEF/OTH	10
AMSOUTH BANCORPORATION	COM		032165102	230	8775	SH		DEFINED	10
AMSOUTH BANCORPORATION	COM		032165102	13	500	SH		DEF/OTH	10
ANADARKO PETE CORP	COM		032511107	448	4724	SH		DEFINED	10
ANADARKO PETE CORP	COM		032511107	121	1277	SH		DEF/OTH	10
ANALOG DEVICES INC	COM		032654105	343	9562	SH		DEFINED	10
ANALOG DEVICES INC	COM		032654105	340	9470	SH		DEF/OTH	10
ANALOG DEVICES INC	COM		032654105	11	300	SH		DEFINED	7
ANHEUSER BUSCH COS INC	COM		035229103	3029	70496	SH		DEFINED	10
ANHEUSER BUSCH COS INC	COM		035229103	34	793	SH		DEF/OTH	10
ANHEUSER BUSCH COS INC	COM		035229103	524	12200	SH		DEFINED	7
APACHE CORP	COM		037411105	629	9182	SH		DEFINED	10
APACHE CORP	COM		037411105	33	488	SH		DEF/OTH	10
APPLIED MATLS INC	COM		038222105	1750	97549	SH		DEFINED	10
APPLIED MATLS INC	COM		038222105	137	7655	SH		DEF/OTH	10
APPLIED MATLS INC	COM		038222105	102	5700	SH		DEFINED	7
AQUILA INC	COM		03840P102	683	189800	SH		DEFINED	9
ARCHER DANIELS MIDLAND CO	COM		039483102	1444	58567	SH		DEFINED	10
ARCHER DANIELS MIDLAND CO	COM		039483102	349	14160	SH		DEF/OTH	10
AUTOMATIC DATA PROCESSING IN	COM		053015103	4840	105443	SH		DEFINED	10
AUTOMATIC DATA PROCESSING IN	COM		053015103	1032	22489	SH		DEF/OTH	10
AVAYA INC	COM		053499109	286	26835	SH		DEFINED	10
AVAYA INC	COM		053499109	9	853	SH		DEF/OTH	10
AVERY DENNISON CORP	COM		053611109	242	4380	SH		DEFINED	10
AVERY DENNISON CORP	COM		053611109	59	1075	SH		DEF/OTH	10
AVNET INC	COM		053807103	154	6420	SH		DEFINED	10
AVNET INC	COM		053807103	48	2000	SH		DEF/OTH	10
AVON PRODS INC	COM		054303102	334	11687	SH		DEFINED	10
AVON PRODS INC	COM		054303102	6	225	SH		DEF/OTH	10

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BB&T CORP	COM	054937107	1266	30198	SH	DEFINED	10
BB&T CORP	COM	054937107	145	3455	SH	DEF/OTH	10
BJ SVCS CO	COM	055482103	344	9394	SH	DEFINED	10
BJ SVCS CO	COM	055482103	17	450	SH	DEF/OTH	10
BJ SVCS CO	COM	055482103	31	840	SH	DEFINED	9
BP PLC	SPONSORED ADR	055622104	5901	91891	SH	DEFINED	10
BP PLC	SPONSORED ADR	055622104	1840	28645	SH	DEF/OTH	10
BP PLC	SPONSORED ADR	055622104	383	5962	SH	DEFINED	9
BAKER HUGHES INC	COM	057224107	6139	101006	SH	DEFINED	10
BAKER HUGHES INC	COM	057224107	256	4207	SH	DEF/OTH	10
BANK OF AMERICA CORPORATION	COM	060505104	14098	305489	SH	DEFINED	10
BANK OF AMERICA CORPORATION	COM	060505104	4381	94922	SH	DEF/OTH	10
BANK OF AMERICA CORPORATION	COM	060505104	67	1450	SH	DEFINED	7
BANK OF AMERICA CORPORATION	COM	060505104	1215	26324	SH	DEFINED	9
BANK NEW YORK INC	COM	064057102	370	11626	SH	DEFINED	10
BANK NEW YORK INC	COM	064057102	85	2675	SH	DEF/OTH	10
BANK NEW YORK INC	COM	064057102	45	1410	SH	DEFINED	7
BARD C R INC	COM	067383109	4302	65263	SH	DEFINED	10
BARD C R INC	COM	067383109	263	3983	SH	DEF/OTH	10
BARNES & NOBLE INC	COM	067774109	987	23129	SH	DEFINED	10
BARNES & NOBLE INC	COM	067774109	225	5263	SH	DEF/OTH	10
BARR PHARMACEUTICALS INC	COM	068306109	2145	34437	SH	DEFINED	10
BARR PHARMACEUTICALS INC	COM	068306109	131	2101	SH	DEF/OTH	10
BAUSCH & LOMB INC	COM	071707103	310	4561	SH	DEFINED	10
BAUSCH & LOMB INC	COM	071707103	19	275	SH	DEF/OTH	10
BAXTER INTL INC	COM	071813109	482	12803	SH	DEFINED	10
BAXTER INTL INC	COM	071813109	150	3982	SH	DEF/OTH	10
BEAR STEARNS COS INC	COM	073902108	1310	11338	SH	DEFINED	10
BEAR STEARNS COS INC	COM	073902108	29	250	SH	DEF/OTH	10
BECKMAN COULTER INC	COM	075811109	269	4725	SH	DEFINED	10
BECKMAN COULTER INC	COM	075811109	14	250	SH	DEF/OTH	10
BECTON DICKINSON & CO	COM	075887109	1461	24321	SH	DEFINED	10
BECTON DICKINSON & CO	COM	075887109	273	4550	SH	DEF/OTH	10
BED BATH & BEYOND INC	COM	075896100	509	14079	SH	DEFINED	10
BED BATH & BEYOND INC	COM	075896100	70	1950	SH	DEF/OTH	10
BELLSOUTH CORP	COM	079860102	1545	56995	SH	DEFINED	10
BELLSOUTH CORP	COM	079860102	565	20848	SH	DEF/OTH	10
BELLSOUTH CORP	COM	079860102	11	400	SH	DEFINED	7
BELO CORP	COM SER A	080555105	2376	110970	SH	DEFINED	10
BELO CORP	COM SER A	080555105	6	300	SH	DEF/OTH	10
BEMIS INC	COM	081437105	787	28221	SH	DEFINED	10
BEMIS INC	COM	081437105	13	450	SH	DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	97	33	SH	DEFINED	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	816	278	SH	DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	167	57	SH	DEFINED	9
BEST BUY INC	COM	086516101	4433	101946	SH	DEFINED	10
BEST BUY INC	COM	086516101	163	3747	SH	DEF/OTH	10
BEST BUY INC	COM	086516101	300	6900	SH	DEFINED	7
BIOMET INC	COM	090613100	2589	70803	SH	DEFINED	10
BIOMET INC	COM	090613100	271	7400	SH	DEF/OTH	10
BLACK & DECKER CORP	COM	091797100	304	3500	SH	DEFINED	10
BLACK & DECKER CORP	COM	091797100	70	800	SH	DEF/OTH	10
BOEING CO	COM	097023105	3289	46828	SH	DEFINED	10
BOEING CO	COM	097023105	719	10236	SH	DEF/OTH	10
BOEING CO	COM	097023105	49	700	SH	DEFINED	9
BORG WARNER INC	COM	099724106	403	6640	SH	DEFINED	10
BORG WARNER INC	COM	099724106	14	225	SH	DEF/OTH	10
BOTTOMLINE TECH DEL INC	COM	101388106	896	81300	SH	DEFINED	10
BRIGGS & STRATTON CORP	COM	109043109	128	3290	SH	DEFINED	10
BRIGGS & STRATTON CORP	COM	109043109	171	4400	SH	DEF/OTH	10
BRISTOL MYERS SQUIBB CO	COM	110122108	2671	116247	SH	DEFINED	10
BRISTOL MYERS SQUIBB CO	COM	110122108	563	24487	SH	DEF/OTH	10

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BRISTOL MYERS SQUIBB CO	COM		110122108	138	6000	SH	DEFINED	7	
BRISTOL MYERS SQUIBB CO	COM		110122108	51	2200	SH	DEFINED	9	
BURLINGTON NORTHN SANTA FE C	COM		12189T104	616	8697	SH	DEFINED	10	
BURLINGTON NORTHN SANTA FE C	COM		12189T104	39	544	SH	DEF/OTH	10	
BURLINGTON RES INC	COM		122014103	128	1485	SH	DEFINED	10	
BURLINGTON RES INC	COM		122014103	26	300	SH	DEF/OTH	10	
BURLINGTON RES INC	COM		122014103	682	7910	SH	DEFINED	7	
CBS CORP NEW	CL B		124857202	266	10414	SH	DEFINED	9	
C D W CORP	COM		12512N105	247	4290	SH	DEFINED	10	
C D W CORP	COM		12512N105	14	250	SH	DEF/OTH	10	
C D W CORP	COM		12512N105	1265	21970	SH	DEFINED	7	
CIT GROUP INC	COM		125581108	1288	24870	SH	DEFINED	10	
CIT GROUP INC	COM		125581108	48	925	SH	DEF/OTH	10	
CSX CORP	COM		126408103	271	5345	SH	DEFINED	10	
CSX CORP	COM		126408103	91	1800	SH	DEF/OTH	10	
CVS CORP	COM		126650100	5877	222452	SH	DEFINED	10	
CVS CORP	COM		126650100	626	23692	SH	DEF/OTH	10	
CVS CORP	COM		126650100	26	970	SH	DEFINED	9	
CAPITAL ONE FINL CORP	COM		14040H105	4129	47790	SH	DEFINED	10	
CAPITAL ONE FINL CORP	COM		14040H105	111	1289	SH	DEF/OTH	10	
CAPITAL ONE FINL CORP	COM		14040H105	158	1825	SH	DEFINED	7	
CARDINAL HEALTH INC	COM		14149Y108	1704	24791	SH	DEFINED	10	
CARDINAL HEALTH INC	COM		14149Y108	68	985	SH	DEF/OTH	10	
CARDINAL HEALTH INC	COM		14149Y108	130	1887	SH	DEFINED	7	
CAREMARK RX INC	COM		141705103	442	8535	SH	DEFINED	10	
CAREMARK RX INC	COM		141705103	311	6009	SH	DEFINED	9	
CARNIVAL CORP	PAIRED CTF		143658300	1202	22484	SH	DEFINED	10	
CARNIVAL CORP	PAIRED CTF		143658300	213	3975	SH	DEF/OTH	10	
CARNIVAL CORP	PAIRED CTF		143658300	53	1000	SH	DEFINED	7	
CARNIVAL CORP	PAIRED CTF		143658300	176	3300	SH	DEFINED	9	
CATERPILLAR INC DEL	COM		149123101	6869	118906	SH	DEFINED	10	
CATERPILLAR INC DEL	COM		149123101	376	6509	SH	DEF/OTH	10	
CATERPILLAR INC DEL	COM		149123101	1032	17868	SH	DEFINED	7	
CENDANT CORP	COM		151313103	273	15809	SH	DEFINED	10	
CENDANT CORP	COM		151313103	1	63	SH	DEF/OTH	10	
CENDANT CORP	COM		151313103	35	2000	SH	DEFINED	9	
CHARLES RIV LABS INTL INC	COM		159864107	473	11175	SH	DEFINED	10	
CHARLES RIV LABS INTL INC	COM		159864107	33	775	SH	DEF/OTH	10	
CHARTER COMMUNICATIONS INC D	CL A		16117M107	293	240000	SH	DEFINED	9	
CHARTER COMMUNICATIONS INC D	NOTE	5.875%11/1	16117MAE7	1488	2000000	SH	DEFINED	9	
CHESAPEAKE ENERGY CORP	COM		165167107	473	14900	SH	DEFINED	7	
CHEVRON CORP NEW	COM		166764100	13265	233654	SH	DEFINED	10	
CHEVRON CORP NEW	COM		166764100	2936	51713	SH	DEF/OTH	10	
CHEVRON CORP NEW	COM		166764100	461	8122	SH	DEFINED	7	
CHEVRON CORP NEW	COM		166764100	563	9922	SH	DEFINED	9	
CHICOS FAS INC	COM		168615102	382	8700	SH	DEFINED	10	
CHICOS FAS INC	COM		168615102	40	900	SH	DEF/OTH	10	
CINCINNATI BELL INC NEW	COM		171871106	246	70000	SH	DEFINED	9	
CIRCUIT CITY STORE INC	COM		172737108	253	11200	SH	DEFINED	10	
CISCO SYS INC	COM		17275R102	6734	393318	SH	DEFINED	10	
CISCO SYS INC	COM		17275R102	907	52985	SH	DEF/OTH	10	
CISCO SYS INC	COM		17275R102	7521	439319	SH	DEFINED	7	
CISCO SYS INC	COM		17275R102	669	39088	SH	DEFINED	9	
CISCO SYS INC	COM		17275R102	28	1615	SH	DEF/OTH	9	
CITIGROUP INC	COM		172967101	14106	290658	SH	DEFINED	10	
CITIGROUP INC	COM		172967101	1973	40652	SH	DEF/OTH	10	
CITIGROUP INC	COM		172967101	22113	455666	SH	DEFINED	7	
CITIGROUP INC	COM		172967101	3610	74377	SH	PUT	DEFINED	7
CITIGROUP INC	COM		172967101	1073	22113	SH	DEFINED	9	
CITIGROUP INC	COM		172967101	34	700	SH	DEF/OTH	9	
CLOROX CO DEL	COM		189054109	1109	19486	SH	DEFINED	10	
CLOROX CO DEL	COM		189054109	102	1800	SH	DEF/OTH	10	

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CLOROX CO DEL	COM	189054109	91	1600	SH	DEFINED	7
COACH INC	COM	189754104	707	21205	SH	DEFINED	10
COACH INC	COM	189754104	114	3407	SH	DEF/OTH	10
COACH INC	COM	189754104	569	17058	SH	DEFINED	9
COCA COLA CO	COM	191216100	3439	85307	SH	DEFINED	10
COCA COLA CO	COM	191216100	1900	47146	SH	DEF/OTH	10
COCA COLA CO	COM	191216100	15950	395683	SH	DEFINED	7
COCA COLA CO	COM	191216100	3	70	SH	DEFINED	9
COGENT INC	COM	19239Y108	302	13320	SH	DEFINED	9
COGNOS INC	COM	19244C109	838	24150	SH	DEFINED	10
COGNOS INC	COM	19244C109	25	723	SH	DEF/OTH	10
COLGATE PALMOLIVE CO	COM	194162103	541	9867	SH	DEFINED	10
COLGATE PALMOLIVE CO	COM	194162103	199	3625	SH	DEF/OTH	10
COLGATE PALMOLIVE CO	COM	194162103	221	4032	SH	DEFINED	9
COMCAST CORP NEW	CL A	20030N101	1198	46222	SH	DEFINED	10
COMCAST CORP NEW	CL A	20030N101	319	12301	SH	DEF/OTH	10
COMCAST CORP NEW	CL A	20030N101	1485	57295	SH	DEFINED	9
COMMERCE BANCORP INC NJ	COM	200519106	96	2800	SH	DEFINED	10
COMMERCE BANCORP INC NJ	COM	200519106	112	3250	SH	DEF/OTH	10
COMMUNITY HEALTH SYS INC NEW	COM	203668108	1994	52013	SH	DEFINED	9
COMPUTER SCIENCES CORP	COM	205363104	5194	102566	SH	DEFINED	10
COMPUTER SCIENCES CORP	COM	205363104	248	4895	SH	DEF/OTH	10
COMPUTER SCIENCES CORP	COM	205363104	41	800	SH	DEFINED	7
CONAGRA FOODS INC	COM	205887102	252	12405	SH	DEFINED	10
CONAGRA FOODS INC	COM	205887102	37	1800	SH	DEF/OTH	10
CONOCOPHILLIPS	COM	20825C104	12586	216323	SH	DEFINED	10
CONOCOPHILLIPS	COM	20825C104	1611	27690	SH	DEF/OTH	10
CONSOLIDATED EDISON INC	COM	209115104	143	3080	SH	DEFINED	10
CONSOLIDATED EDISON INC	COM	209115104	206	4444	SH	DEF/OTH	10
CONSOLIDATED EDISON INC	COM	209115104	87031	1878500	SH	DEFINED	7
CONSTELLATION BRANDS INC	CL A	21036P108	3809	145224	SH	DEFINED	10
CONSTELLATION BRANDS INC	CL A	21036P108	248	9446	SH	DEF/OTH	10
CONSTAR INTL INC NEW	COM	21036U107	44	12500	SH	DEFINED	9
CONSTELLATION ENERGY GROUP I	COM	210371100	2889	50160	SH	DEFINED	10
CONSTELLATION ENERGY GROUP I	COM	210371100	287	4985	SH	DEF/OTH	10
CONSTELLATION ENERGY GROUP I	COM	210371100	125	2170	SH	DEFINED	9
CORNING INC	COM	219350105	219	11115	SH	DEFINED	10
CORNING INC	COM	219350105	88	4470	SH	DEF/OTH	10
CYPRESS SEMICONDUCTOR CORP	COM	232806109	25	1750	SH	DEFINED	10
CYPRESS SEMICONDUCTOR CORP	COM	232806109	10	700	SH	DEF/OTH	10
CYPRESS SEMICONDUCTOR CORP	COM	232806109	281	19700	SH	DEFINED	7
DST SYS INC DEL	COM	233326107	491	8190	SH	DEFINED	10
DST SYS INC DEL	COM	233326107	28	475	SH	DEF/OTH	10
DTE ENERGY CO	COM	233331107	959	22215	SH	DEFINED	10
DTE ENERGY CO	COM	233331107	130	3000	SH	DEF/OTH	10
DANAHER CORP DEL	COM	235851102	314	5625	SH	DEFINED	10
DANAHER CORP DEL	COM	235851102	114	2050	SH	DEF/OTH	10
DANAHER CORP DEL	COM	235851102	1704	30550	SH	DEFINED	9
DARDEN RESTAURANTS INC	COM	237194105	284	7300	SH	DEFINED	10
DARDEN RESTAURANTS INC	COM	237194105	192	4950	SH	DEF/OTH	10
DEAN FOODS CO NEW	COM	242370104	401	10635	SH	DEFINED	10
DEAN FOODS CO NEW	COM	242370104	72	1900	SH	DEF/OTH	10
DEERE & CO	COM	244199105	109	1600	SH	DEFINED	10
DEERE & CO	COM	244199105	10	150	SH	DEF/OTH	10
DEERE & CO	COM	244199105	1323	19425	SH	DEFINED	9
DELL INC	COM	24702R101	1405	46904	SH	DEFINED	10
DELL INC	COM	24702R101	219	7320	SH	DEF/OTH	10
DELL INC	COM	24702R101	146878	4904100	SH	DEFINED	7
DELL INC	COM	24702R101	1523	50839	SH	DEFINED	9
DENTSPLY INTL INC NEW	COM	249030107	3348	62353	SH	DEFINED	10
DENTSPLY INTL INC NEW	COM	249030107	338	6295	SH	DEF/OTH	10
DEVON ENERGY CORP NEW	COM	25179M103	1383	22109	SH	DEFINED	10

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DEVON ENERGY CORP NEW	COM		25179M103	76	1208	SH	DEF/OTH	10
DISNEY WALT CO	COM	DISNEY	254687106	4051	169004	SH	DEFINED	10
DISNEY WALT CO	COM	DISNEY	254687106	165	6900	SH	DEF/OTH	10
DISNEY WALT CO	COM	DISNEY	254687106	10	400	SH	DEFINED	7
DOMINION RES INC VA NEW	COM		25746U109	1535	19880	SH	DEFINED	10
DOMINION RES INC VA NEW	COM		25746U109	360	4658	SH	DEF/OTH	10
DONNELLEY R R & SONS CO	COM		257867101	3496	102203	SH	DEFINED	10
DONNELLEY R R & SONS CO	COM		257867101	494	14435	SH	DEF/OTH	10
DOVER CORP	COM		260003108	790	19500	SH	DEFINED	10
DOVER SADDLERY INC	COM		260412101	2866	301651	SH	DEFINED	10
DOW CHEM CO	COM		260543103	908	20729	SH	DEFINED	10
DOW CHEM CO	COM		260543103	272	6216	SH	DEF/OTH	10
DOW CHEM CO	COM		260543103	152	3470	SH	DEFINED	7
DOW CHEM CO	COM		260543103	44	1000	SH	DEFINED	9
DU PONT E I DE NEMOURS & CO	COM		263534109	3816	89790	SH	DEFINED	10
DU PONT E I DE NEMOURS & CO	COM		263534109	980	23059	SH	DEF/OTH	10
DU PONT E I DE NEMOURS & CO	COM		263534109	653	15360	SH	DEFINED	9
DUKE ENERGY CORP	COM		264399106	3646	132807	SH	DEFINED	10
DUKE ENERGY CORP	COM		264399106	340	12386	SH	DEF/OTH	10
DUKE ENERGY CORP	COM		264399106	892	32500	SH	DEFINED	7
DUKE ENERGY CORP	COM		264399106	33	1209	SH	DEFINED	9
DUN & BRADSTREET CORP DEL NE	COM		26483E100	381	5690	SH	DEFINED	10
DUN & BRADSTREET CORP DEL NE	COM		26483E100	27	400	SH	DEF/OTH	10
DYCOM INDS INC	COM		267475101	790	35900	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	5	940	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	493	101900	SH	DEFINED	9
DYNEGY INC NEW	SDCV	4.750% 8/1	26816QAB7	2618	2000000	SH	DEFINED	9
E M C CORP MASS	COM		268648102	447	32792	SH	DEFINED	10
E M C CORP MASS	COM		268648102	67	4950	SH	DEF/OTH	10
E M C CORP MASS	COM		268648102	129	9450	SH	DEFINED	7
EOG RES INC	COM		26875P101	707	9640	SH	DEFINED	10
EASTMAN KODAK CO	COM		277461109	15	650	SH	DEFINED	10
EASTMAN KODAK CO	COM		277461109	1616	69046	SH	DEFINED	7
EASTMAN KODAK CO	NOTE	3.375%10/1	277461BE8	2388	2500000	SH	DEFINED	9
EATON CORP	COM		278058102	995	14829	SH	DEFINED	10
EATON CORP	COM		278058102	55	825	SH	DEF/OTH	10
EBAY INC	COM		278642103	9	208	SH	DEFINED	10
EBAY INC	COM		278642103	368	8512	SH	DEFINED	7
EBAY INC	COM		278642103	249	5758	SH	DEFINED	9
ECHOSTAR COMMUNICATIONS NEW	CL A		278762109	815	30000	SH	DEFINED	9
ECOLAB INC	COM		278865100	6273	172945	SH	DEFINED	10
ECOLAB INC	COM		278865100	475	13106	SH	DEF/OTH	10
EDWARDS AG INC	COM		281760108	102	2179	SH	DEFINED	10
EDWARDS AG INC	COM		281760108	102	2175	SH	DEF/OTH	10
ELECTRONIC ARTS INC	COM		285512109	540	10330	SH	DEFINED	10
ELECTRONIC DATA SYS NEW	COM		285661104	169	7045	SH	DEFINED	10
ELECTRONIC DATA SYS NEW	COM		285661104	17	700	SH	DEF/OTH	10
ELECTRONIC DATA SYS NEW	COM		285661104	2997	124679	SH	DEFINED	9
EMERSON ELEC CO	COM		291011104	1650	22082	SH	DEFINED	10
EMERSON ELEC CO	COM		291011104	484	6475	SH	DEF/OTH	10
ENERGY CONVERSION DEVICES IN	COM		292659109	465	11400	SH	DEFINED	7
ENERGIZER HLDGS INC	COM		29266R108	156	3125	SH	DEFINED	10
ENERGIZER HLDGS INC	COM		29266R108	51	1017	SH	DEF/OTH	10
ENPRO INDS INC	COM		29355X107	674	25000	SH	DEFINED	9
ENTERGY CORP NEW	COM		29364G103	2133	31070	SH	DEFINED	10
ENTERGY CORP NEW	COM		29364G103	160	2336	SH	DEF/OTH	10
ENTERGY CORP NEW	COM		29364G103	69	1000	SH	DEFINED	7
EQUITABLE RES INC	COM		294549100	3243	88384	SH	DEFINED	10
EQUITABLE RES INC	COM		294549100	213	5800	SH	DEF/OTH	10
ERICSSON L M TEL CO	ADR B SEK	10	294821608	3	80	SH	DEFINED	10
ERICSSON L M TEL CO	ADR B SEK	10	294821608	3477	101086	SH	DEFINED	7
EVERGREEN SOLAR INC	COM		30033R108	181	17000	SH	DEFINED	7

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EXELON CORP	COM	30161N101	2378	44751	SH	DEFINED	10
EXELON CORP	COM	30161N101	350	6578	SH	DEF/OTH	10
EXELON CORP	COM	30161N101	2357	44355	SH	DEFINED	9
EXPRESS SCRIPTS INC	COM	302182100	2342	27942	SH	DEFINED	10
EXPRESS SCRIPTS INC	COM	302182100	161	1920	SH	DEF/OTH	10
EXXON MOBIL CORP	COM	30231G102	27295	485937	SH	DEFINED	10
EXXON MOBIL CORP	COM	30231G102	11231	199944	SH	DEF/OTH	10
EXXON MOBIL CORP	COM	30231G102	11459	204012	SH	DEFINED	7
EXXON MOBIL CORP	COM	30231G102	2203	39221	SH	DEFINED	9
EXXON MOBIL CORP	COM	30231G102	93	1650	SH	DEF/OTH	9
FPL GROUP INC	COM	302571104	4229	101745	SH	DEFINED	10
FPL GROUP INC	COM	302571104	828	19925	SH	DEF/OTH	10
FAIR ISAAC CORP	COM	303250104	1178	26675	SH	DEFINED	10
FAIR ISAAC CORP	COM	303250104	188	4250	SH	DEF/OTH	10
FEDERAL HOME LN MTG CORP	COM	313400301	1204	18428	SH	DEFINED	10
FEDERAL HOME LN MTG CORP	COM	313400301	247	3775	SH	DEF/OTH	10
FEDERAL HOME LN MTG CORP	COM	313400301	242	3700	SH	DEFINED	7
FEDERAL NATL MTG ASSN	COM	313586109	426	8720	SH	DEFINED	10
FEDERAL NATL MTG ASSN	COM	313586109	66	1345	SH	DEF/OTH	10
FEDERAL NATL MTG ASSN	COM	313586109	41	840	SH	DEFINED	9
FEDERATED DEPT STORES INC DE	COM	31410H101	853	12857	SH	DEFINED	10
FEDERATED DEPT STORES INC DE	COM	31410H101	63	953	SH	DEF/OTH	10
FEDEX CORP	COM	31428X106	2613	25276	SH	DEFINED	10
FEDEX CORP	COM	31428X106	214	2073	SH	DEF/OTH	10
FIRST DATA CORP	COM	319963104	1561	36292	SH	DEFINED	10
FIRST DATA CORP	COM	319963104	344	7996	SH	DEF/OTH	10
FIRST DATA CORP	COM	319963104	196	4549	SH	DEFINED	7
FISERV INC	COM	337738108	3794	87671	SH	DEFINED	10
FISERV INC	COM	337738108	328	7591	SH	DEF/OTH	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	43	5517	SH	DEFINED	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	10	1285	SH	DEF/OTH	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	27	3500	SH	DEFINED	7
FORD MTR CO DEL	COM PAR \$0.01	345370860	143	18481	SH	DEFINED	9
FORTUNE BRANDS INC	COM	349631101	623	7990	SH	DEFINED	10
FORTUNE BRANDS INC	COM	349631101	179	2300	SH	DEF/OTH	10
GANNETT INC	COM	364730101	346	5705	SH	DEFINED	10
GANNETT INC	COM	364730101	42	690	SH	DEF/OTH	10
GAP INC DEL	COM	364760108	228	12930	SH	DEFINED	10
GAP INC DEL	COM	364760108	40	2265	SH	DEF/OTH	10
GENERAL DYNAMICS CORP	COM	369550108	476	4174	SH	DEFINED	10
GENERAL DYNAMICS CORP	COM	369550108	152	1333	SH	DEF/OTH	10
GENERAL ELECTRIC CO	COM	369604103	31214	890563	SH	DEFINED	10
GENERAL ELECTRIC CO	COM	369604103	11091	316445	SH	DEF/OTH	10
GENERAL ELECTRIC CO	COM	369604103	822	23466	SH	DEFINED	7
GENERAL ELECTRIC CO	COM	369604103	3045	86871	SH	DEFINED	9
GENERAL ELECTRIC CO	COM	369604103	377	10755	SH	DEF/OTH	9
GENERAL MLS INC	COM	370334104	2017	40896	SH	DEFINED	10
GENERAL MLS INC	COM	370334104	318	6450	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	4	200	SH	DEFINED	10
GENERAL MTRS CORP	COM	370442105	131	6753	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	77620	3996900	SH	DEFINED	7
GENZYME CORP	COM	372917104	278	3925	SH	DEFINED	10
GENZYME CORP	COM	372917104	80	1132	SH	DEF/OTH	10
GEORGIA PAC CORP	COM	373298108	0	40281	SH	DEFINED	10
GEORGIA PAC CORP	COM	373298108	0	5887	SH	DEF/OTH	10
GILEAD SCIENCES INC	COM	375558103	13	242	SH	DEFINED	10
GILEAD SCIENCES INC	COM	375558103	150	2850	SH	DEFINED	7
GILEAD SCIENCES INC	COM	375558103	1445	27481	SH	DEFINED	9
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	295	5835	SH	DEFINED	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	502	9941	SH	DEF/OTH	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	30	600	SH	DEFINED	9
GOLDEN WEST FINL CORP DEL	COM	381317106	187	2840	SH	DEFINED	10

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GOLDEN WEST FINL CORP DEL	COM		381317106	26	400	SH		DEF/OTH	10
GOLDMAN SACHS GROUP INC	COM		38141G104	4375	34255	SH		DEFINED	10
GOLDMAN SACHS GROUP INC	COM		38141G104	395	3091	SH		DEF/OTH	10
GOLDMAN SACHS GROUP INC	COM		38141G104	2005	15700	SH		DEFINED	7
GOLDMAN SACHS GROUP INC	COM		38141G104	45	350	SH		DEFINED	9
GOODRICH CORP	COM		382388106	3698	89966	SH		DEFINED	10
GOODRICH CORP	COM		382388106	329	7999	SH		DEF/OTH	10
GOOGLE INC	CL A		38259P508	8	19	SH		DEFINED	10
GOOGLE INC	CL A		38259P508	4	10	SH		DEF/OTH	10
GOOGLE INC	CL A		38259P508	2305	5556	SH	PUT	DEFINED	7
GRAINGER W W INC	COM		384802104	4185	58856	SH		DEFINED	10
GRAINGER W W INC	COM		384802104	271	3810	SH		DEF/OTH	10
GTECH HLDGS CORP	COM		400518106	672	21186	SH		DEFINED	10
GTECH HLDGS CORP	COM		400518106	154	4850	SH		DEF/OTH	10
HDFC BANK LTD	ADR REPS 3 SHS		40415F101	1909	37500	SH		DEFINED	9
HNI CORP	COM		404251100	527	9585	SH		DEFINED	10
HNI CORP	COM		404251100	16	300	SH		DEF/OTH	10
HALLIBURTON CO	COM		406216101	237	3833	SH		DEFINED	10
HALLIBURTON CO	COM		406216101	341	5504	SH		DEF/OTH	10
HALLIBURTON CO	NOTE	3.125% 7/1	406216AM3	129	75306	SH		DEFINED	9
HANOVER INS GROUP INC	COM		410867105	658	15750	SH		DEFINED	10
HANOVER INS GROUP INC	COM		410867105	15	350	SH		DEF/OTH	10
HARLEY DAVIDSON INC	COM		412822108	512	9945	SH		DEFINED	10
HARLEY DAVIDSON INC	COM		412822108	75	1450	SH		DEF/OTH	10
HARTFORD FINL SVCS GROUP INC	COM		416515104	5016	58397	SH		DEFINED	10
HARTFORD FINL SVCS GROUP INC	COM		416515104	411	4786	SH		DEF/OTH	10
HAWAIIAN HOLDINGS INC	COM		419879101	1100	275610	SH		DEFINED	9
HEALTH MGMT ASSOC INC NEW	CL A		421933102	316	14400	SH		DEFINED	10
HEALTH MGMT ASSOC INC NEW	CL A		421933102	29	1300	SH		DEF/OTH	10
HERSHEY CO	COM		427866108	1910	34575	SH		DEFINED	10
HERSHEY CO	COM		427866108	361	6525	SH		DEF/OTH	10
HERSHEY CO	COM		427866108	55	1000	SH		DEFINED	9
HEWLETT PACKARD CO	COM		428236103	5896	205953	SH		DEFINED	10
HEWLETT PACKARD CO	COM		428236103	1024	35754	SH		DEF/OTH	10
HEWLETT PACKARD CO	COM		428236103	424	14800	SH		DEFINED	7
HEWLETT PACKARD CO	COM		428236103	124	4340	SH		DEFINED	9
HILTON HOTELS CORP	COM		432848109	273	11326	SH		DEFINED	10
HOME DEPOT INC	COM		437076102	4899	121029	SH		DEFINED	10
HOME DEPOT INC	COM		437076102	603	14885	SH		DEF/OTH	10
HOME DEPOT INC	COM		437076102	1119	27646	SH		DEFINED	7
HOME DEPOT INC	COM		437076102	2144	52966	SH		DEFINED	9
HONEYWELL INTL INC	COM		438516106	364	9770	SH		DEFINED	10
HONEYWELL INTL INC	COM		438516106	387	10384	SH		DEF/OTH	10
ILLINOIS TOOL WKS INC	COM		452308109	1207	13723	SH		DEFINED	10
ILLINOIS TOOL WKS INC	COM		452308109	84	955	SH		DEF/OTH	10
ILLINOIS TOOL WKS INC	COM		452308109	1473	16739	SH		DEFINED	7
IMATION CORP	COM		45245A107	340	7375	SH		DEFINED	10
IMATION CORP	COM		45245A107	18	380	SH		DEF/OTH	10
INTEL CORP	COM		458140100	10842	434387	SH		DEFINED	10
INTEL CORP	COM		458140100	1528	61209	SH		DEF/OTH	10
INTEL CORP	COM		458140100	9644	386372	SH		DEFINED	7
INTEL CORP	COM		458140100	998	40000	SH	CALL	DEFINED	7
INTEL CORP	COM		458140100	2246	90000	SH	PUT	DEFINED	7
INTEL CORP	COM		458140100	1171	46910	SH		DEFINED	9
INTERNATIONAL BUSINESS MACHS	COM		459200101	10802	131412	SH		DEFINED	10
INTERNATIONAL BUSINESS MACHS	COM		459200101	2432	29587	SH		DEF/OTH	10
INTERNATIONAL BUSINESS MACHS	COM		459200101	205740	2502916	SH		DEFINED	7
INTERNATIONAL BUSINESS MACHS	COM		459200101	1136	13825	SH	PUT	DEFINED	7
INTERNATIONAL BUSINESS MACHS	COM		459200101	1021	12427	SH		DEFINED	9
INTERNATIONAL BUSINESS MACHS	COM		459200101	23	285	SH		DEF/OTH	9
INTERSIL CORP	CL A		46069S109	214	8585	SH		DEFINED	10
INTUITIVE SURGICAL INC	COM NEW		46120E602	235	2000	SH		DEFINED	10

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ISHARES INC	MSCI AUSTRALIA	464286103	997	52998	SH	DEFINED	9
ISHARES INC	MSCI CDA INDEX	464286509	407	18600	SH	DEFINED	9
ISHARES INC	MSCI EMU INDEX	464286608	6447	83023	SH	DEFINED	9
ISHARES INC	MSCI PAC J IDX	464286665	39	400	SH	DEFINED	10
ISHARES INC	MSCI PAC J IDX	464286665	2980	30199	SH	DEFINED	9
ISHARES INC	MSCI UTD KINGD	464286699	39	2100	SH	DEFINED	10
ISHARES INC	MSCI UTD KINGD	464286699	2591	139446	SH	DEFINED	9
ISHARES INC	MSCI TAIWAN	464286731	6024	482686	SH	DEFINED	9
ISHARES INC	MSCI S KOREA	464286772	915	20450	SH	DEFINED	9
ISHARES INC	MSCI MALAYSIA	464286830	270	39650	SH	DEFINED	9
ISHARES INC	MSCI JAPAN	464286848	2307	170661	SH	DEFINED	10
ISHARES INC	MSCI JAPAN	464286848	73	5381	SH	DEF/OTH	10
ISHARES INC	MSCI JAPAN	464286848	9727	719478	SH	DEFINED	9
ISHARES TR	DJ SEL DIV INX	464287168	33	540	SH	DEFINED	10
ISHARES TR	DJ SEL DIV INX	464287168	253	4125	SH	DEFINED	9
ISHARES TR	S&P 500 INDEX	464287200	1671	13403	SH	DEFINED	10
ISHARES TR	S&P 500 INDEX	464287200	15642	125469	SH	DEFINED	9
ISHARES TR	LEHMAN AGG BND	464287226	470	4675	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	850	9631	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	30	340	SH	DEF/OTH	10
ISHARES TR	MSCI EMERG MKT	464287234	872	9880	SH	DEFINED	9
ISHARES TR	MSCI EAFE IDX	464287465	8747	147187	SH	DEFINED	10
ISHARES TR	MSCI EAFE IDX	464287465	1018	17125	SH	DEF/OTH	10
ISHARES TR	MSCI EAFE IDX	464287465	774	13025	SH	DEFINED	9
ISHARES TR	RUSSELL MCP VL	464287473	1296	10420	SH	DEFINED	10
ISHARES TR	RUSSELL MCP VL	464287473	345	2775	SH	DEF/OTH	10
ISHARES TR	RUSSELL MIDCAP	464287499	367	4176	SH	DEFINED	10
ISHARES TR	S&P MIDCAP 400	464287507	1011	13699	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	2598	37632	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	319	4615	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 VALU	464287630	2298	34855	SH	DEFINED	10
ISHARES TR	RUSL 2000 VALU	464287630	215	3260	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 GROW	464287648	147	2108	SH	DEFINED	10
ISHARES TR	RUSL 2000 GROW	464287648	273	3920	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	1577	23632	SH	DEFINED	10
ISHARES TR	RUSSELL 2000	464287655	118	1765	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	356	5331	SH	DEFINED	9
ISHARES TR	S&P MIDCP VALU	464287705	818	11610	SH	DEFINED	10
ISHARES TR	S&P MIDCP VALU	464287705	141	2000	SH	DEF/OTH	10
ISHARES TR	DJ US TECH SEC	464287721	1989	40000	SH	DEFINED	9
ISHARES TR	DJ US FINL SEC	464287788	263	2600	SH	DEFINED	9
ISHARES TR	S&P SMLCAP 600	464287804	5254	90897	SH	DEFINED	10
ISHARES TR	S&P SMLCAP 600	464287804	855	14801	SH	DEF/OTH	10
ISHARES TR	S&P SMLCAP 600	464287804	5121	88604	SH	DEFINED	9
ISHARES TR	CONS GOODS IDX	464287812	1551	29119	SH	DEFINED	9
JDS UNIPHASE CORP	COM	46612J101	71	30000	SH	DEFINED	7
JDS UNIPHASE CORP	COM	46612J101	6	2500	SH	DEFINED	9
JP MORGAN CHASE & CO	COM	46625H100	9338	235262	SH	DEFINED	10
JP MORGAN CHASE & CO	COM	46625H100	1822	45918	SH	DEF/OTH	10
JP MORGAN CHASE & CO	COM	46625H100	513	12915	SH	DEFINED	7
JP MORGAN CHASE & CO	COM	46625H100	1191	30000	SH	CALL	DEFINED 7
JP MORGAN CHASE & CO	COM	46625H100	3469	87403	SH	DEFINED	9
JABIL CIRCUIT INC	COM	466313103	939	25315	SH	DEFINED	10
JABIL CIRCUIT INC	COM	466313103	2	45	SH	DEF/OTH	10
JEFFERSON PILOT CORP	COM	475070108	129	2273	SH	DEFINED	10
JEFFERSON PILOT CORP	COM	475070108	108	1895	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM	478160104	18689	310968	SH	DEFINED	10
JOHNSON & JOHNSON	COM	478160104	4440	73870	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM	478160104	2394	39830	SH	DEFINED	7
JOHNSON & JOHNSON	COM	478160104	2613	43474	SH	DEFINED	9
JOHNSON CTLS INC	COM	478366107	4029	55265	SH	DEFINED	10
JOHNSON CTLS INC	COM	478366107	1399	19190	SH	DEF/OTH	10

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KFX INC	COM		48245L107	334	19500	SH	DEFINED	7
KEYSPAN CORP	COM		49337W100	366	10246	SH	DEFINED	10
KEYSPAN CORP	COM		49337W100	46	1300	SH	DEF/OTH	10
KEYSPAN CORP	COM		49337W100	12	336	SH	DEFINED	7
KIMBERLY CLARK CORP	COM		494368103	2231	37395	SH	DEFINED	10
KIMBERLY CLARK CORP	COM		494368103	479	8035	SH	DEF/OTH	10
KIMBERLY CLARK CORP	COM		494368103	313	5250	SH	DEFINED	7
KIMBERLY CLARK CORP	COM		494368103	333	5590	SH	DEFINED	9
KINDER MORGAN INC KANS	COM		49455P101	1322	14378	SH	DEFINED	10
KINDER MORGAN INC KANS	COM		49455P101	129	1400	SH	DEF/OTH	10
KOOKMIN BK NEW	SPONSORED ADR		50049M109	10	130	SH	DEFINED	7
KOOKMIN BK NEW	SPONSORED ADR		50049M109	6283	84098	SH	DEFINED	9
KOREA ELECTRIC PWR	SPONSORED ADR		500631106	2339	120000	SH	DEFINED	9
LG PHILIP LCD CO LTD	SPONS ADR REP		50186V102	1803	84000	SH	DEFINED	9
LSI LOGIC CORP	COM		502161102	243	30400	SH	DEFINED	7
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	2722	36612	SH	DEFINED	10
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	213	2865	SH	DEF/OTH	10
LAMAR ADVERTISING CO	CL A		512815101	2685	58200	SH	DEFINED	9
LAUDER ESTEE COS INC	CL A		518439104	378	11295	SH	DEFINED	10
LAUDER ESTEE COS INC	CL A		518439104	25	750	SH	DEF/OTH	10
LEGG MASON INC	COM		524901105	3104	25935	SH	DEFINED	10
LEGG MASON INC	COM		524901105	223	1865	SH	DEF/OTH	10
LEHMAN BROS HLDGS INC	COM		524908100	3293	25695	SH	DEFINED	10
LEHMAN BROS HLDGS INC	COM		524908100	173	1350	SH	DEF/OTH	10
LEHMAN BROS HLDGS INC	COM		524908100	384	2999	SH	DEFINED	9
LENNAR CORP	CL A		526057104	352	5775	SH	DEFINED	10
LENNAR CORP	CL A		526057104	18	300	SH	DEFINED	9
LEVEL 3 COMMUNICATIONS INC	NOTE	2.875% 7/1	52729NBA7	2209	3500000	SH	DEFINED	9
LILLY ELI & CO	COM		532457108	1284	22693	SH	DEFINED	10
LILLY ELI & CO	COM		532457108	69	1224	SH	DEF/OTH	10
LILLY ELI & CO	COM		532457108	1323	23370	SH	DEFINED	7
LIMITED BRANDS INC	COM		532716107	292	13085	SH	DEFINED	10
LIMITED BRANDS INC	COM		532716107	11	500	SH	DEF/OTH	10
LIN TELEVISION CORP	SDEB	2.500% 5/1	532776AL5	4406	5000000	SH	DEFINED	9
LINCOLN NATL CORP IND	COM		534187109	563	10610	SH	DEFINED	10
LINCOLN NATL CORP IND	COM		534187109	50	935	SH	DEF/OTH	10
LOCKHEED MARTIN CORP	COM		539830109	406	6386	SH	DEFINED	10
LORAL SPACE & COMMUNICATNS L	COM		543881106	5528	195462	SH	DEFINED	9
LOUISIANA PAC CORP	COM		546347105	1070	38941	SH	DEFINED	10
LOUISIANA PAC CORP	COM		546347105	80	2910	SH	DEF/OTH	10
LOWES COS INC	COM		548661107	3811	57176	SH	DEFINED	10
LOWES COS INC	COM		548661107	513	7696	SH	DEF/OTH	10
LOWES COS INC	COM		548661107	147	2200	SH	DEFINED	7
LUCENT TECHNOLOGIES INC	COM		549463107	34	12803	SH	DEFINED	10
LUCENT TECHNOLOGIES INC	COM		549463107	5	2022	SH	DEF/OTH	10
LUXOTTICA GROUP S P A	SPONSORED ADR		55068R202	910	35950	SH	DEFINED	7
M & T BK CORP	COM		55261F104	657	6024	SH	DEFINED	10
M & T BK CORP	COM		55261F104	51	468	SH	DEF/OTH	10
MBNA CORP	COM		55262L100	574	21149	SH	DEFINED	10
MBNA CORP	COM		55262L100	138	5100	SH	DEF/OTH	10
MANPOWER INC	COM		56418H100	295	6350	SH	DEFINED	10
MANPOWER INC	COM		56418H100	26	550	SH	DEF/OTH	10
MANULIFE FINL CORP	COM		56501R106	244	4156	SH	DEFINED	10
MANULIFE FINL CORP	COM		56501R106	25	430	SH	DEF/OTH	10
MARATHON OIL CORP	COM		565849106	1039	17044	SH	DEFINED	10
MARATHON OIL CORP	COM		565849106	117	1925	SH	DEF/OTH	10
MARSH & MCLENNAN COS INC	COM		571748102	333	10500	SH	DEFINED	10
MARSH & MCLENNAN COS INC	COM		571748102	98	3100	SH	DEFINED	9
MARSH & MCLENNAN COS INC	COM		571748102	913	28752	SH	DEF/OTH	9
MARSHALL & ILSLEY CORP	COM		571834100	1667	38724	SH	DEFINED	10
MARSHALL & ILSLEY CORP	COM		571834100	33	772	SH	DEF/OTH	10
MARSHALL & ILSLEY CORP	COM		571834100	10	240	SH	DEFINED	7

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MARRIOTT INTL INC NEW	CL A	571903202	251	3742	SH	DEFINED	10
MARRIOTT INTL INC NEW	CL A	571903202	39	575	SH	DEF/OTH	10
MARRIOTT INTL INC NEW	CL A	571903202	2217	33103	SH	DEFINED	9
MCCORMICK & CO INC	COM NON VTG	579780206	2771	89606	SH	DEFINED	10
MCCORMICK & CO INC	COM NON VTG	579780206	21	674	SH	DEF/OTH	10
MCDONALDS CORP	COM	580135101	1711	50728	SH	DEFINED	10
MCDONALDS CORP	COM	580135101	445	13207	SH	DEF/OTH	10
MCDONALDS CORP	COM	580135101	304	9010	SH	DEFINED	9
MCGRAW HILL COS INC	COM	580645109	8175	158332	SH	DEFINED	10
MCGRAW HILL COS INC	COM	580645109	838	16228	SH	DEF/OTH	10
MCKESSON CORP	COM	58155Q103	856	16593	SH	DEFINED	10
MCKESSON CORP	COM	58155Q103	77	1500	SH	DEF/OTH	10
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	579	10381	SH	DEFINED	10
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	263	4705	SH	DEF/OTH	10
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	23	417	SH	DEFINED	9
MEDTRONIC INC	COM	585055106	2568	44610	SH	DEFINED	10
MEDTRONIC INC	COM	585055106	217	3776	SH	DEF/OTH	10
MEDTRONIC INC	COM	585055106	616	10705	SH	DEFINED	7
MEDTRONIC INC	COM	585055106	9	153	SH	DEFINED	9
MELLON FINL CORP	COM	58551A108	416	12140	SH	DEFINED	10
MERCANTILE BANKSHARES CORP	COM	587405101	2376	42096	SH	DEFINED	10
MERCANTILE BANKSHARES CORP	COM	587405101	51	908	SH	DEF/OTH	10
MERCK & CO INC	COM	589331107	880	27675	SH	DEFINED	10
MERCK & CO INC	COM	589331107	545	17135	SH	DEF/OTH	10
MERCK & CO INC	COM	589331107	127481	4007566	SH	DEFINED	7
MERCK & CO INC	COM	589331107	43	1341	SH	DEFINED	9
MERRILL LYNCH & CO INC	COM	590188108	5464	80673	SH	DEFINED	10
MERRILL LYNCH & CO INC	COM	590188108	467	6891	SH	DEF/OTH	10
MERRILL LYNCH & CO INC	COM	590188108	162	2398	SH	DEFINED	9
METLIFE INC	COM	59156R108	4354	88851	SH	DEFINED	10
METLIFE INC	COM	59156R108	428	8739	SH	DEF/OTH	10
MICROSOFT CORP	COM	594918104	13095	500767	SH	DEFINED	10
MICROSOFT CORP	COM	594918104	1906	72885	SH	DEF/OTH	10
MICROSOFT CORP	COM	594918104	216540	8280680	SH	DEFINED	7
MICROSOFT CORP	COM	594918104	1193	45621	SH	DEFINED	9
MICRON TECHNOLOGY INC	NOTE 2.500% 2/0	595112AG8	20	16966	SH	DEFINED	9
MIDCAP SPDR TR	UNIT SER 1	595635103	18186	135020	SH	DEFINED	10
MIDCAP SPDR TR	UNIT SER 1	595635103	695	5159	SH	DEF/OTH	10
MODINE MFG CO	COM	607828100	485	14895	SH	DEFINED	10
MODINE MFG CO	COM	607828100	11	350	SH	DEF/OTH	10
MOHAWK INDS INC	COM	608190104	1183	13602	SH	DEFINED	10
MOHAWK INDS INC	COM	608190104	28	325	SH	DEF/OTH	10
MOLEX INC	CL A	608554200	17	700	SH	DEFINED	10
MOLEX INC	CL A	608554200	1146	46599	SH	DEFINED	7
MONSANTO CO NEW	COM	61166W101	298	3848	SH	DEFINED	10
MONSANTO CO NEW	COM	61166W101	65	838	SH	DEF/OTH	10
MONSANTO CO NEW	COM	61166W101	0	1	SH	DEFINED	9
MOODYS CORP	COM	615369105	86	1400	SH	DEFINED	10
MOODYS CORP	COM	615369105	49	800	SH	DEF/OTH	10
MOODYS CORP	COM	615369105	107	1750	SH	DEFINED	7
MOODYS CORP	COM	615369105	98	1600	SH	DEFINED	9
MORGAN STANLEY	COM NEW	617446448	2904	51176	SH	DEFINED	10
MORGAN STANLEY	COM NEW	617446448	253	4463	SH	DEF/OTH	10
MORGAN STANLEY	COM NEW	617446448	438	7727	SH	DEFINED	9
MOTOROLA INC	COM	620076109	5574	246725	SH	DEFINED	10
MOTOROLA INC	COM	620076109	364	16126	SH	DEF/OTH	10
MOTOROLA INC	COM	620076109	74	3284	SH	DEFINED	7
MOTOROLA INC	COM	620076109	1033	45725	SH	DEFINED	9
MYLAN LABS INC	COM	628530107	412	20656	SH	DEFINED	10
MYLAN LABS INC	COM	628530107	123	6155	SH	DEF/OTH	10
NCR CORP NEW	COM	62886E108	4313	127073	SH	DEFINED	10
NCR CORP NEW	COM	62886E108	110	3239	SH	DEF/OTH	10

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NASDAQ 100 TR	UNIT SER 1	631100104	291	7200	SH	DEFINED	10
NASDAQ 100 TR	UNIT SER 1	631100104	8	200	SH	DEF/OTH	10
NASDAQ 100 TR	UNIT SER 1	631100104	994	24600	SH	DEFINED	9
NATIONAL CITY CORP	COM	635405103	1183	35240	SH	DEFINED	10
NATIONAL CITY CORP	COM	635405103	93	2775	SH	DEF/OTH	10
NATIONAL CITY CORP	COM	635405103	64	1900	SH	DEFINED	7
NATIONAL FUEL GAS CO N J	COM	636180101	861	27603	SH	DEFINED	10
NATIONAL FUEL GAS CO N J	COM	636180101	57	1825	SH	DEF/OTH	10
NEW HAMPSHIRE THRIFT BANCSHS	COM	644722100	147	10000	SH	DEFINED	10
NEWMONT MINING CORP	COM	651639106	264	4939	SH	DEFINED	10
NEWMONT MINING CORP	COM	651639106	91	1698	SH	DEFINED	7
NEWMONT MINING CORP	COM	651639106	1152	21570	SH	DEFINED	9
NIKE INC	CL B	654106103	437	5040	SH	DEFINED	10
NIKE INC	CL B	654106103	431	4968	SH	DEFINED	9
NOKIA CORP	SPONSORED ADR	654902204	234	12798	SH	DEFINED	10
NOKIA CORP	SPONSORED ADR	654902204	28	1525	SH	DEF/OTH	10
NOKIA CORP	SPONSORED ADR	654902204	13	700	SH	DEFINED	7
NOKIA CORP	SPONSORED ADR	654902204	7	400	SH	DEFINED	9
NORDSTROM INC	COM	655664100	2342	62621	SH	DEFINED	10
NORDSTROM INC	COM	655664100	314	8394	SH	DEF/OTH	10
NORDSTROM INC	COM	655664100	2145	57354	SH	DEFINED	9
NORFOLK SOUTHERN CORP	COM	655844108	308	6880	SH	DEFINED	10
NORFOLK SOUTHERN CORP	COM	655844108	215	4800	SH	DEF/OTH	10
NORTEL NETWORKS CORP NEW	COM	656568102	65	21300	SH	DEFINED	10
NORTEL NETWORKS CORP NEW	COM	656568102	1	400	SH	DEFINED	9
NORTH FORK BANCORPORATION NY	COM	659424105	605	22112	SH	DEFINED	10
NORTH FORK BANCORPORATION NY	COM	659424105	179	6550	SH	DEF/OTH	10
NORTHROP GRUMMAN CORP	COM	666807102	880	14633	SH	DEFINED	10
NORTHROP GRUMMAN CORP	COM	666807102	245	4069	SH	DEF/OTH	10
NORTHWESTERN CORP	*W EXP 99/99/999	668074115	76	15788	SH	DEFINED	9
NORTHWESTERN CORP	COM NEW	668074305	1537	49463	SH	DEFINED	9
NSTAR	COM	67019E107	224	7810	SH	DEFINED	10
NSTAR	COM	67019E107	57	1992	SH	DEF/OTH	10
NUCOR CORP	COM	670346105	866	12975	SH	DEFINED	10
NUCOR CORP	COM	670346105	60	902	SH	DEF/OTH	10
NUVEEN MUN VALUE FD INC	COM	670928100	145	14885	SH	DEFINED	10
02DIESEL CORP	COM	67106S100	5	12000	SH	DEFINED	7
OCCIDENTAL PETE CORP DEL	COM	674599105	293	3667	SH	DEFINED	10
OCCIDENTAL PETE CORP DEL	COM	674599105	44	550	SH	DEF/OTH	10
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	1121	8700	SH	DEFINED	9
OLIN CORP	COM PAR \$1	680665205	227	11550	SH	DEFINED	10
OLIN CORP	COM PAR \$1	680665205	21	1050	SH	DEF/OTH	10
OMNICOM GROUP INC	COM	681919106	3952	46423	SH	DEFINED	10
OMNICOM GROUP INC	COM	681919106	141	1660	SH	DEF/OTH	10
OMNICOM GROUP INC	COM	681919106	38	450	SH	DEFINED	7
OMNICOM GROUP INC	COM	681919106	289	3398	SH	DEFINED	9
ORACLE CORP	COM	68389X105	244	19951	SH	DEFINED	10
ORACLE CORP	COM	68389X105	114	9332	SH	DEF/OTH	10
ORACLE CORP	COM	68389X105	170	13929	SH	DEFINED	9
PNC FINL SVCS GROUP INC	COM	693475105	1281	20725	SH	DEFINED	10
PNC FINL SVCS GROUP INC	COM	693475105	53	850	SH	DEF/OTH	10
PPG INDS INC	COM	693506107	790	13650	SH	DEFINED	10
PPG INDS INC	COM	693506107	253	4375	SH	DEF/OTH	10
PPL CORP	COM	69351T106	156	5295	SH	DEFINED	10
PPL CORP	COM	69351T106	89	3040	SH	DEF/OTH	10
PACCAR INC	COM	693718108	406	5869	SH	DEFINED	10
PACCAR INC	COM	693718108	16	225	SH	DEF/OTH	10
PALL CORP	COM	696429307	336	12500	SH	DEFINED	10
PALL CORP	COM	696429307	20	750	SH	DEF/OTH	10
PANAMSAT HLDG CORP	COM	69831Y105	2450	100000	SH	DEFINED	9
PANERA BREAD CO	CL A	69840W108	967	14720	SH	DEFINED	10
PANERA BREAD CO	CL A	69840W108	11	175	SH	DEF/OTH	10

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PEP BOYS MANNY MOE & JACK	NOTE	4.250% 6/0	713278AP4	65	67191	SH	DEFINED	9
PEPCO HOLDINGS INC	COM		713291102	245	10936	SH	DEFINED	10
PEPCO HOLDINGS INC	COM		713291102	10	425	SH	DEF/OTH	10
PEPSICO INC	COM		713448108	14809	250663	SH	DEFINED	10
PEPSICO INC	COM		713448108	3518	59545	SH	DEF/OTH	10
PEPSICO INC	COM		713448108	136	2300	SH	DEFINED	7
PEPSICO INC	COM		713448108	142	2400	SH	DEFINED	9
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR		71654V408	3159	44320	SH	DEFINED	7
PETSMART INC	COM		716768106	228	8875	SH	DEFINED	10
PFIZER INC	COM		717081103	8129	348597	SH	DEFINED	10
PFIZER INC	COM		717081103	1842	78969	SH	DEF/OTH	10
PFIZER INC	COM		717081103	37146	1592868	SH	DEFINED	7
PFIZER INC	COM		717081103	922	39551	SH	DEFINED	9
PFIZER INC	COM		717081103	17	740	SH	DEF/OTH	9
PHELPS DODGE CORP	COM		717265102	63	436	SH	DEFINED	10
PHELPS DODGE CORP	COM		717265102	29	200	SH	DEF/OTH	10
PHELPS DODGE CORP	COM		717265102	115	800	SH	DEFINED	7
PHELPS DODGE CORP	COM		717265102	155	1077	SH	DEFINED	9
PITNEY BOWES INC	COM		724479100	465	11010	SH	DEFINED	10
PITNEY BOWES INC	COM		724479100	275	6500	SH	DEF/OTH	10
PLUM CREEK TIMBER CO INC	COM		729251108	74	2060	SH	DEFINED	10
PLUM CREEK TIMBER CO INC	COM		729251108	218	6045	SH	DEF/OTH	10
POLARIS INDS INC	COM		731068102	448	8918	SH	DEFINED	10
POPULAR INC	COM		733174106	391	18487	SH	DEFINED	10
POPULAR INC	COM		733174106	112	5300	SH	DEF/OTH	10
PRAXAIR INC	COM		74005P104	486	9175	SH	DEFINED	10
PRAXAIR INC	COM		74005P104	151	2850	SH	DEF/OTH	10
PRAXAIR INC	COM		74005P104	312	5900	SH	DEFINED	7
PROCTER & GAMBLE CO	COM		742718109	17693	305681	SH	DEFINED	10
PROCTER & GAMBLE CO	COM		742718109	2563	44285	SH	DEF/OTH	10
PROCTER & GAMBLE CO	COM		742718109	677	11700	SH	DEFINED	7
PROCTER & GAMBLE CO	COM		742718109	375	6480	SH	DEFINED	9
PROCTER & GAMBLE CO	COM		742718109	81	1400	SH	DEF/OTH	9
PROGRESS ENERGY INC	COM		743263105	325	7403	SH	DEFINED	10
PROGRESS ENERGY INC	COM		743263105	34	765	SH	DEF/OTH	10
PROGRESS ENERGY INC	COM		743263105	57052	1299000	SH	DEFINED	7
PROLOGIS	SH BEN INT		743410102	140057	2997800	SH	DEFINED	7
PRUDENTIAL FINL INC	COM		744320102	170	2329	SH	DEFINED	10
PRUDENTIAL FINL INC	COM		744320102	128	1749	SH	DEF/OTH	10
PULTE HOMES INC	COM		745867101	46	1160	SH	DEFINED	10
PULTE HOMES INC	COM		745867101	378	9600	SH	DEFINED	7
QUALCOMM INC	COM		747525103	1776	41220	SH	DEFINED	10
QUALCOMM INC	COM		747525103	335	7767	SH	DEF/OTH	10
QUALCOMM INC	COM		747525103	129	3000	SH	DEFINED	7
QUEST DIAGNOSTICS INC	COM		74834L100	4876	94720	SH	DEFINED	10
QUEST DIAGNOSTICS INC	COM		74834L100	336	6525	SH	DEF/OTH	10
QUESTAR CORP	COM		748356102	433	5725	SH	DEFINED	10
QUESTAR CORP	COM		748356102	327	4315	SH	DEF/OTH	10
QWEST COMMUNICATIONS INTL IN	COM		749121109	56	9948	SH	DEFINED	10
QWEST COMMUNICATIONS INTL IN	COM		749121109	4	709	SH	DEF/OTH	10
RAYTHEON CO	COM NEW		755111507	378	9421	SH	DEFINED	10
RAYTHEON CO	COM NEW		755111507	24	591	SH	DEF/OTH	10
REGIONS FINANCIAL CORP NEW	COM		7591EP100	482	14108	SH	DEFINED	10
RESEARCH IN MOTION LTD	COM		760975102	3294	49906	SH	PUT	DEFINED 7
ROCKWELL AUTOMATION INC	COM		773903109	473	7989	SH	DEFINED	10
ROCKWELL AUTOMATION INC	COM		773903109	2	33	SH	DEF/OTH	10
ROHM & HAAS CO	COM		775371107	2097	43309	SH	DEFINED	10
ROHM & HAAS CO	COM		775371107	117	2419	SH	DEF/OTH	10
ROSS STORES INC	COM		778296103	287	9930	SH	DEFINED	10
ROSS STORES INC	COM		778296103	14	500	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	406	6595	SH	DEFINED	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	51	825	SH	DEF/OTH	10

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ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	42	680	SH	DEFINED	9
SEI INVESTMENTS CO	COM	784117103	275	7425	SH	DEFINED	10
SLM CORP	COM	78442P106	484	8785	SH	DEFINED	10
SLM CORP	COM	78442P106	113	2050	SH	DEF/OTH	10
SLM CORP	DBCV	7/2 78442PAC0	2047	2000000	SH	DEFINED	9
SPDR TR	UNIT SER 1	78462F103	37379	300205	SH	DEFINED	10
SPDR TR	UNIT SER 1	78462F103	4802	38566	SH	DEF/OTH	10
SPDR TR	UNIT SER 1	78462F103	3088	24800	SH	DEFINED	9
SAFECO CORP	COM	786429100	498	8815	SH	DEFINED	10
SAFECO CORP	COM	786429100	11	200	SH	DEF/OTH	10
SANDISK CORP	COM	80004C101	212	3370	SH	DEFINED	7
SARA LEE CORP	COM	803111103	191	10128	SH	DEFINED	10
SARA LEE CORP	COM	803111103	26	1358	SH	DEF/OTH	10
SCHEIN HENRY INC	COM	806407102	706	16174	SH	DEFINED	10
SCHEIN HENRY INC	COM	806407102	19	425	SH	DEF/OTH	10
SCHERING PLOUGH CORP	COM	806605101	373	17885	SH	DEFINED	10
SCHERING PLOUGH CORP	COM	806605101	164	7850	SH	DEF/OTH	10
SCHLUMBERGER LTD	COM	806857108	5118	52686	SH	DEFINED	10
SCHLUMBERGER LTD	COM	806857108	769	7916	SH	DEF/OTH	10
SCHLUMBERGER LTD	COM	806857108	49	500	SH	DEFINED	9
SCHWAB CHARLES CORP NEW	COM	808513105	196	13365	SH	DEFINED	10
SCHWAB CHARLES CORP NEW	COM	808513105	293	19943	SH	DEF/OTH	10
SCIENTIFIC ATLANTA INC	COM	808655104	453	10525	SH	DEFINED	10
SCIENTIFIC ATLANTA INC	COM	808655104	171	3967	SH	DEF/OTH	10
SEARS HLDGS CORP	COM	812350106	61	532	SH	DEFINED	10
SEARS HLDGS CORP	COM	812350106	236	2040	SH	DEFINED	7
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	10	200	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	257	5100	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	3238	154920	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	96	4600	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	251	5525	SH	DEFINED	10
SHERWIN WILLIAMS CO	COM	824348106	127	2800	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	45	1000	SH	DEFINED	7
SIX FLAGS INC	NOTE 4.500% 5/1	83001PAJ8	41	31750	SH	DEFINED	9
SMITHFIELD FOODS INC	COM	832248108	419	13690	SH	DEFINED	10
SMITHFIELD FOODS INC	COM	832248108	19	625	SH	DEF/OTH	10
SMITHFIELD FOODS INC	COM	832248108	275	9000	SH	DEFINED	9
SOUTHERN CO	COM	842587107	1482	42926	SH	DEFINED	10
SOUTHERN CO	COM	842587107	589	17069	SH	DEF/OTH	10
SOVEREIGN BANCORP INC	COM	845905108	1244	57537	SH	DEFINED	10
SOVEREIGN BANCORP INC	COM	845905108	38	1739	SH	DEF/OTH	10
SPRINT NEXTEL CORP	COM FON	852061100	574	24586	SH	DEFINED	10
SPRINT NEXTEL CORP	COM FON	852061100	120	5153	SH	DEF/OTH	10
SPRINT NEXTEL CORP	COM FON	852061100	49	2091	SH	DEFINED	7
SPRINT NEXTEL CORP	COM FON	852061100	89	3805	SH	DEFINED	9
STANLEY WKS	COM	854616109	181	3775	SH	DEFINED	10
STANLEY WKS	COM	854616109	144	3000	SH	DEF/OTH	10
STANLEY WKS	COM	854616109	6	125	SH	DEF/OTH	9
STAPLES INC	COM	855030102	5434	239284	SH	DEFINED	10
STAPLES INC	COM	855030102	807	35548	SH	DEF/OTH	10
STARBUCKS CORP	COM	855244109	12	400	SH	DEF/OTH	10
STARBUCKS CORP	COM	855244109	228	7600	SH	DEFINED	7
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	3353	52505	SH	DEFINED	10
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	75	1170	SH	DEF/OTH	10
STATE STR CORP	COM	857477103	2293	41367	SH	DEFINED	10
STATE STR CORP	COM	857477103	248	4480	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	158	3566	SH	DEFINED	10
STRYKER CORP	COM	863667101	122	2755	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	1594	35883	SH	DEFINED	7
SUN LIFE FINL INC	COM	866796105	35	861	SH	DEFINED	10
SUN LIFE FINL INC	COM	866796105	298	7425	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM	866810104	36	8519	SH	DEFINED	10

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SUN MICROSYSTEMS INC	COM		866810104	14	3300	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM		866810104	8	1810	SH	DEFINED	7
SUNTRUST BKS INC	COM		867914103	2006	27564	SH	DEFINED	10
SUNTRUST BKS INC	COM		867914103	386	5300	SH	DEF/OTH	10
SYMANTEC CORP	COM		871503108	1285	73437	SH	DEFINED	10
SYMANTEC CORP	COM		871503108	262	14980	SH	DEF/OTH	10
SYMMETRY MED INC	COM		871546206	1302	67136	SH	DEFINED	9
SYSCO CORP	COM		871829107	2897	93317	SH	DEFINED	10
SYSCO CORP	COM		871829107	664	21375	SH	DEF/OTH	10
SYSCO CORP	COM		871829107	955	30750	SH	DEFINED	7
TECO ENERGY INC	COM		872375100	178	10346	SH	DEFINED	10
TECO ENERGY INC	COM		872375100	27	1600	SH	DEF/OTH	10
TECO ENERGY INC	COM		872375100	30862	1796400	SH	DEFINED	7
TJX COS INC NEW	COM		872540109	260	11202	SH	DEFINED	10
TJX COS INC NEW	COM		872540109	49	2100	SH	DEF/OTH	10
TJX COS INC NEW	NOTE	2/1	872540AL3	61	76529	SH	DEFINED	9
TXU CORP	COM		873168108	869	17320	SH	DEFINED	10
TXU CORP	COM		873168108	115	2300	SH	DEF/OTH	10
TXU CORP	COM		873168108	15	300	SH	DEFINED	9
TARGET CORP	COM		87612E106	5194	94484	SH	DEFINED	10
TARGET CORP	COM		87612E106	535	9728	SH	DEF/OTH	10
TARGET CORP	COM		87612E106	621	11300	SH	DEFINED	7
TELEFLEX INC	COM		879369106	316	4860	SH	DEFINED	10
TELEFLEX INC	COM		879369106	11	175	SH	DEF/OTH	10
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	103	2401	SH	DEFINED	10
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	13	300	SH	DEF/OTH	10
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	129	3000	SH	DEFINED	7
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	43	1000	SH	DEFINED	9
TEXAS INSTRS INC	COM		882508104	8825	275181	SH	DEFINED	10
TEXAS INSTRS INC	COM		882508104	833	25970	SH	DEF/OTH	10
TEXTRON INC	COM		883203101	559	7265	SH	DEFINED	10
TEXTRON INC	COM		883203101	85	1100	SH	DEF/OTH	10
THERMO ELECTRON CORP	COM		883556102	2215	73513	SH	DEFINED	10
THERMO ELECTRON CORP	COM		883556102	114	3782	SH	DEF/OTH	10
3M CO	COM		88579Y101	10084	130111	SH	DEFINED	10
3M CO	COM		88579Y101	1597	20600	SH	DEF/OTH	10
3M CO	COM		88579Y101	216	2784	SH	DEFINED	7
3M CO	COM		88579Y101	548	7075	SH	DEFINED	9
TIDEWATER INC	COM		886423102	856	19255	SH	DEFINED	10
TIDEWATER INC	COM		886423102	79	1775	SH	DEF/OTH	10
TIME WARNER INC	COM		887317105	1182	67771	SH	DEFINED	10
TIME WARNER INC	COM		887317105	111	6350	SH	DEF/OTH	10
TIME WARNER INC	COM		887317105	399	22850	SH	DEFINED	7
TIME WARNER INC	COM		887317105	87	5000	SH	DEFINED	9
TRANSOCEAN SEDCO FOREX INC	DBC	1.500% 5/1	893830AD1	192	180375	SH	DEFINED	9
TUPPERWARE BRANDS CORP	COM		899896104	328	14626	SH	DEFINED	10
TUPPERWARE BRANDS CORP	COM		899896104	49	2200	SH	DEF/OTH	10
TYCO INTL LTD NEW	COM		902124106	1696	58768	SH	DEFINED	10
TYCO INTL LTD NEW	COM		902124106	397	13745	SH	DEF/OTH	10
TYCO INTL LTD NEW	COM		902124106	147	5100	SH	DEFINED	7
TYCO INTL LTD NEW	COM		902124106	59	2028	SH	DEFINED	9
US BANCORP DEL	COM NEW		902973304	1393	46610	SH	DEFINED	10
US BANCORP DEL	COM NEW		902973304	1	50	SH	DEF/OTH	10
US BANCORP DEL	COM NEW		902973304	232	7751	SH	DEFINED	7
UNION PAC CORP	COM		907818108	782	9715	SH	DEFINED	10
UNION PAC CORP	COM		907818108	606	7530	SH	DEF/OTH	10
UNITED MICROELECTRONICS CORP	SPONSORED ADR		910873207	5075	1626734	SH	DEFINED	9
UNITED PARCEL SERVICE INC	CL B		911312106	349	4639	SH	DEFINED	10
UNITED PARCEL SERVICE INC	CL B		911312106	26	349	SH	DEF/OTH	10
UNITED STATES STL CORP NEW	COM		912909108	0	6	SH	DEFINED	10
UNITED STATES STL CORP NEW	COM		912909108	2205	45873	SH	DEFINED	9
UNITED TECHNOLOGIES CORP	COM		913017109	8672	155108	SH	DEFINED	10

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UNITED TECHNOLOGIES CORP	COM	913017109	902	16125	SH	DEF/OTH	10
UNITED TECHNOLOGIES CORP	COM	913017109	652	11661	SH	DEFINED	9
UNITEDHEALTH GROUP INC	COM	91324P102	8643	139085	SH	DEFINED	10
UNITEDHEALTH GROUP INC	COM	91324P102	868	13976	SH	DEF/OTH	10
UNITEDHEALTH GROUP INC	COM	91324P102	373	6000	SH	DEFINED	7
UNITEDHEALTH GROUP INC	COM	91324P102	2203	35447	SH	DEFINED	9
VALERO ENERGY CORP NEW	COM	91913Y100	110	2135	SH	DEFINED	10
VALERO ENERGY CORP NEW	COM	91913Y100	3	50	SH	DEFINED	7
VALERO ENERGY CORP NEW	COM	91913Y100	891	17258	SH	DEFINED	9
VARIAN MED SYS INC	COM	92220P105	1108	22013	SH	DEFINED	10
VARIAN MED SYS INC	COM	92220P105	93	1850	SH	DEF/OTH	10
VANGUARD INDEX TR	STK MRK VIPERS	922908769	526	4264	SH	DEFINED	10
VANGUARD INDEX TR	STK MRK VIPERS	922908769	36	291	SH	DEF/OTH	10
VERIZON COMMUNICATIONS	COM	92343V104	4342	144163	SH	DEFINED	10
VERIZON COMMUNICATIONS	COM	92343V104	1757	58343	SH	DEF/OTH	10
VERIZON COMMUNICATIONS	COM	92343V104	150889	5009600	SH	DEFINED	7
VERIZON COMMUNICATIONS	COM	92343V104	275	9114	SH	DEFINED	9
VIACOM INC	CL B	925524308	679	20829	SH	DEFINED	10
VIACOM INC	CL B	925524308	74	2262	SH	DEF/OTH	10
VIACOM INC	CL B	925524308	50	1540	SH	DEFINED	9
VIACOM INC NEW	CL B	92553P201	429	10414	SH	DEFINED	9
VISHAY INTERTECHNOLOGY INC	COM	928298108	164	11950	SH	DEFINED	10
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1606	74787	SH	DEFINED	10
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	240	11187	SH	DEF/OTH	10
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	11	500	SH	DEFINED	9
WPS RESOURCES CORP	COM	92931B106	267	4825	SH	DEFINED	10
WPS RESOURCES CORP	COM	92931B106	11	200	SH	DEF/OTH	10
WACHOVIA CORP 2ND NEW	COM	929903102	3454	65340	SH	DEFINED	10
WACHOVIA CORP 2ND NEW	COM	929903102	581	10991	SH	DEF/OTH	10
WAL MART STORES INC	COM	931142103	5536	118291	SH	DEFINED	10
WAL MART STORES INC	COM	931142103	609	13014	SH	DEF/OTH	10
WAL MART STORES INC	COM	931142103	13984	298796	SH	DEFINED	7
WAL MART STORES INC	COM	931142103	51	1100	SH	DEFINED	9
WALGREEN CO	COM	931422109	3430	77496	SH	DEFINED	10
WALGREEN CO	COM	931422109	348	7852	SH	DEF/OTH	10
WALGREEN CO	COM	931422109	547	12358	SH	DEFINED	7
WALGREEN CO	COM	931422109	31	700	SH	DEFINED	9
WASHINGTON MUT INC	COM	939322103	444	10196	SH	DEFINED	10
WASHINGTON MUT INC	COM	939322103	80	1848	SH	DEF/OTH	10
WASHINGTON TR BANCORP	COM	940610108	63	2400	SH	DEFINED	10
WASHINGTON TR BANCORP	COM	940610108	477	18225	SH	DEF/OTH	10
WASTE CONNECTIONS INC	COM	941053100	930	26984	SH	DEFINED	10
WASTE CONNECTIONS INC	COM	941053100	14	400	SH	DEF/OTH	10
WASTE MGMT INC DEL	COM	94106L109	368	12140	SH	DEFINED	10
WASTE MGMT INC DEL	COM	94106L109	5	150	SH	DEF/OTH	10
WELLPOINT INC	COM	94973V107	2306	28898	SH	DEFINED	10
WELLPOINT INC	COM	94973V107	258	3235	SH	DEF/OTH	10
WELLS FARGO & CO NEW	COM	949746101	6635	105610	SH	DEFINED	10
WELLS FARGO & CO NEW	COM	949746101	640	10185	SH	DEF/OTH	10
WELLS FARGO & CO NEW	COM	949746101	35	559	SH	DEFINED	7
WENDYS INTL INC	COM	950590109	743	13450	SH	DEFINED	10
WEYERHAEUSER CO	COM	962166104	1238	18667	SH	DEFINED	10
WEYERHAEUSER CO	COM	962166104	41	625	SH	DEF/OTH	10
WISCONSIN ENERGY CORP	COM	976657106	338	8666	SH	DEFINED	10
WISCONSIN ENERGY CORP	COM	976657106	129	3300	SH	DEF/OTH	10
WRIGLEY WM JR CO	COM	982526105	3507	52745	SH	DEFINED	10
WRIGLEY WM JR CO	COM	982526105	165	2483	SH	DEF/OTH	10
WYETH	COM	983024100	2407	52250	SH	DEFINED	10
WYETH	COM	983024100	1884	40901	SH	DEF/OTH	10
WYETH	COM	983024100	81	1760	SH	DEFINED	9
XEROX CORP	COM	984121103	8	530	SH	DEFINED	10
XEROX CORP	COM	984121103	16	1100	SH	DEF/OTH	10

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XEROX CORP	COM	984121103	733	50000	SH	DEFINED	9
YAHOO INC	COM	984332106	173	4415	SH	DEFINED	10
YAHOO INC	COM	984332106	39	1000	SH	DEF/OTH	10
YAHOO INC	COM	984332106	122	3120	SH	DEFINED	7
YAHOO INC	COM	984332106	19590	500000	SH	PUT	DEFINED 7
YAHOO INC	COM	984332106	37	936	SH	DEFINED	9
YUM BRANDS INC	COM	988498101	332	7080	SH	DEFINED	10
YUM BRANDS INC	COM	988498101	178	3800	SH	DEF/OTH	10
ZIMMER HLDGS INC	COM	98956P102	2444	36236	SH	DEFINED	10
ZIMMER HLDGS INC	COM	98956P102	473	7011	SH	DEF/OTH	10
ZIMMER HLDGS INC	COM	98956P102	15	220	SH	DEFINED	9
ACE LTD	ORD	G0070K103	299	5601	SH	DEFINED	10
ACE LTD	ORD	G0070K103	37	700	SH	DEF/OTH	10
GLOBALSANTAFE CORP	SHS	G3930E101	3780	78502	SH	DEFINED	10
GLOBALSANTAFE CORP	SHS	G3930E101	149	3103	SH	DEF/OTH	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	3978	98534	SH	DEFINED	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	379	9376	SH	DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	966	12750	SH	DEFINED	10
NABORS INDUSTRIES LTD	SHS	G6359F103	47	615	SH	DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	1376	18159	SH	DEFINED	9
NOBLE CORPORATION	SHS	G65422100	205	2905	SH	DEFINED	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	451	12465	SH	DEFINED	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	18	500	SH	DEF/OTH	10
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	348	7712	SH	DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	1116	106928	SH	DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	91	8725	SH	DEF/OTH	10