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REGIONS FINANCIAL CORP  
Form 13F-HR  
May 13, 2002

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

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: March 31, 2002

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 Director of Investor Relations  
Phone: 205/326-7090

Signature, Place, and Date of Signing:

/s/Ronald C. Jackson                      Birmingham, Alabama                      May 13, 2002  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

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

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Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 741

Form 13F Information Table Value Total: \$2,471,412 (thousands)

List of Other Included Managers: None

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.

### 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 CALL
GLOBAL CROSSING LTD	COM	G3921A100		4,130
GLOBAL CROSSING LTD	COM	G3921A100	1	7,240
HILFIGER TOMMY CORP	ORD	G8915Z102	3,444	240,000
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	252	7,577
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	306	9,217
AFLAC INC	COM	001055102	6,463	219,070
AFLAC INC	COM	001055102	380	12,890
AGL RES INC	COM	001204106	89	3,788
AGL RES INC	COM	001204106	354	15,076
AOL TIME WARNER INC	COM	00184A105	1,557	65,816
AOL TIME WARNER INC	COM	00184A105	338	14,295
A T & T CORP	COM	001957109	2,132	135,803
A T & T CORP	COM	001957109	831	52,932
AT & T WIRELESS SERVICES INC	COM	00209A106	178	19,932
AT & T WIRELESS SERVICES INC	COM	00209A106	156	17,440
ABBOTT LABORATORIES	COM	002824100	10,582	201,185
ABBOTT LABORATORIES	COM	002824100	1,496	28,432
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	20,146	654,105
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	86	2,800
ABERDEEN ASIA PAC PRIME INC	COM	003009107	8	2,000
ABERDEEN ASIA PAC PRIME INC	COM	003009107	106	25,000
AEGON N V	ORD AMER REG	007924103	554	22,684
AEGON N V	ORD AMER REG	007924103	543	22,225
AFFILIATED COMPUTER SVCS INC	CL A	008190100	2,851	50,800
AGILENT TECHNOLOGIES INC	COM	00846U101	4,540	129,869
AGILENT TECHNOLOGIES INC	COM	00846U101	178	5,096
AGNICO EAGLE MINES LTD	COM	008474108	1,335	100,000
AIR PRODUCTS & CHEMICALS INC	COM	009158106	150	2,900
AIR PRODUCTS & CHEMICALS INC	COM	009158106	260	5,032
AKZO NOBEL N. V. ADR	SPONSORED ADR	010199305	230	4,896
AKZO NOBEL N. V. ADR	SPONSORED ADR	010199305	9	190
ALABAMA NATL BANCORPORATION DEL	COM	010317105	355	9,625
ALBERTSONS INC	COM	013104104	4,225	127,503
ALBERTSONS INC	COM	013104104	25	745
ALCOA INC	COM	013817101	2,798	74,145
ALCOA INC	COM	013817101	267	7,065
ALEXANDER & BALDWIN INC COM	COM	014482103	1,002	36,299
ALFA CORP	COM	015385107	365	13,078

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ALFA CORP	COM	015385107	19	698
ALLEGHENY ENERGY INC	COM	017361106	223	5,400
ALLEGHENY ENERGY INC	COM	017361106	33	800
ALLIANCE CAP MGMT HLDG L P	UNIT LTD PARTN	01855A101	227	4,900
ALLSTATE CORP	COM	020002101	2,224	58,894
ALLSTATE CORP	COM	020002101	476	12,600
ALLTEL CORP	COM	020039103	2,745	49,419
ALLTEL CORP	COM	020039103	388	6,985
AMERADA HESS CORP	COM	023551104	5,402	68,070
AMERADA HESS CORP	COM	023551104	48	600
AMEREN CORP	COM	023608102	203	4,759
AMEREN CORP	COM	023608102	68	1,600
AMERICAN EAGLE OUTFITTERS IN	COM	02553E106	3,716	150,000
AMERICAN ELECTRIC POWER INC	COM	025537101	971	21,070
AMERICAN ELECTRIC POWER INC	COM	025537101	21	452
AMERICAN EXPRESS CO	COM	025816109	10,916	266,513
AMERICAN EXPRESS CO	COM	025816109	2,196	53,621
AMERICAN GREETINGS CORP CL A	CL A	026375105	71	3,900
AMERICAN GREETINGS CORP CL A	CL A	026375105	163	9,000
AMERICAN INTL GROUP INC	COM	026874107	14,867	206,085
AMERICAN INTL GROUP INC	COM	026874107	2,975	41,241
AMERICAN STD COS INC DEL	COM	029712106	2,830	40,000
AMERISOURCEBERGEN CORP	COM	03073E105	570	8,350
AMGEN INC	COM	031162100	6,570	110,081
AMGEN INC	COM	031162100	791	13,248
AMSOUTH BANCORPORATION	COM	032165102	9,327	424,362
AMSOUTH BANCORPORATION	COM	032165102	9,003	409,605
ANADARKO PETE CORP	COM	032511107	4,690	83,101
ANADARKO PETE CORP	COM	032511107	59	1,047
ANHEUSER BUSCH COS INC	COM	035229103	16,859	322,963
ANHEUSER BUSCH COS INC	COM	035229103	828	15,856
AON CORP	COM	037389103	1,004	28,675
APPLERA CORP APPLID BIOSYS	COM AP BIO GRP	038020103	134	6,000
APPLERA CORP APPLID BIOSYS	COM AP BIO GRP	038020103	94	4,200
APPLIED MATLS INC	COM	038222105	10,209	188,120
APPLIED MATLS INC	COM	038222105	180	3,325
ASTORIA FINL CORP	COM	046265104	872	30,000
ASTRAZENECA PLC	SPONSORED ADR	046353108	288	5,800
AUBURN NATIONAL BANCORPORATION	COM	050473107	185	14,500
AUBURN NATIONAL BANCORPORATION	COM	050473107	350	27,450
AUTOMATIC DATA PROCESSING INC	COM	053015103	1,562	26,809
AUTOMATIC DATA PROCESSING INC	COM	053015103	600	10,295
AVANT IMMUNOTHERAPEUTICS INC	COM	053491106	20	11,542
AVON PRODS INC	COM	054303102	68	1,250
AVON PRODS INC	COM	054303102	279	5,136
BISYS GROUP INC	COM	055472104	2,820	80,000
BJS WHSL CLUB INC	COM	05548J106	3,129	70,000
BJ SVCS CO	COM	055482103	7,586	220,070
BJ SVCS CO	COM	055482103	14	400
BP PLC ADR	SPONSORED ADR	055622104	12,324	232,088
BP PLC ADR	SPONSORED ADR	055622104	3,335	62,806
BMC SOFTWARE INC	COM	055921100	4,299	221,046
BMC SOFTWARE INC	COM	055921100	2	100
BAKER HUGHES INC	COM	057224107	815	21,320
BAKER HUGHES INC	COM	057224107	35	923
BANK AMER CORP	COM	060505104	29,209	429,425
BANK AMER CORP	COM	060505104	15,381	226,121
BANK NEW YORK INC	COM	064057102	7,665	182,412
BANK NEW YORK INC	COM	064057102	604	14,380
BANK ONE CORP	COM	06423A103	319	7,640
BANK ONE CORP	COM	06423A103	410	9,823
BANKNORTH GROUP INC	COM	06646R107	1,075	40,800

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BARRICK GOLD CORP	COM	067901108	7,767	418,482
BARR LABS INC	COM	068306109	1,316	20,000
BAXTER INTERNATIONAL INC	COM	071813109	4,956	83,260
BAXTER INTERNATIONAL INC	COM	071813109	815	13,688
BEAR STEARNS COS INC	COM	073902108	189	3,013
BEAR STEARNS COS INC	COM	073902108	74	1,177
BECKMAN COULTER INC	COM	075811109	1,578	30,905
BECTON DICKINSON & CO	COM	075887109	347	9,200
BECTON DICKINSON & CO	COM	075887109	38	1,008
BED BATH & BEYOND INC	COM	075896100	4,189	124,130
BED BATH & BEYOND INC	COM	075896100	25	730
BELLSOUTH CORP	COM	079860102	8,915	241,863
BELLSOUTH CORP	COM	079860102	5,168	140,210
BERKSHIRE HATHAWAY INC DEL CL A CL A		084670108	640	9
BERKSHIRE HATHAWAY INC DEL CL A CL A		084670108	1,422	20
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	967	408
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	588	248
BEST BUY INC	COM	086516101	1,236	15,600
BEST BUY INC	COM	086516101	27	340
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	7	1,500
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	521	114,054
BLACKROCK INSD MUN TERM TR INC	COM	092474105	261	25,000
BLOCK H & R INC	COM	093671105	267	6,000
BLOCK H & R INC	COM	093671105	213	4,800
BLOUNT INTL INC NEW	COM	095180105	119	41,851
BOEING CO	COM	097023105	15,257	316,211
BOEING CO	COM	097023105	419	8,683
BRINKER INTL INC	COM	109641100	1,621	50,000
BRISTOL MYERS SQUIBB CO	COM	110122108	18,003	444,621
BRISTOL MYERS SQUIBB CO	COM	110122108	5,069	125,201
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	2,849	94,411
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	213	7,044
BURLINGTON RESOURCES INC	COM	122014103	521	12,991
BURLINGTON RESOURCES INC	COM	122014103	175	4,354
CDW COMPUTER CTRS INC	COM	125129106	4,531	90,000
CIGNA CORP	COM	125509109	51	500
CIGNA CORP	COM	125509109	223	2,196
CSX CORP	COM	126408103	302	7,920
CSX CORP	COM	126408103	77	2,020
CVS CORPORATION (DEL)	COM	126650100	5,648	164,530
CVS CORPORATION (DEL)	COM	126650100	230	6,714
CABOT MICROELECTRONICS CORP	COM	12709P103	677	10,000
CADENCE DESIGN SYS INC	COM	127387108	2,487	110,000
CAMPBELL SOUP CO	COM	134429109	236	8,800
CAMPBELL SOUP CO	COM	134429109	16	600
CARLISLE COS INC	COM	142339100	254	5,800
CATELLUS DEV CORP	COM	149111106	1,262	64,134
CATERPILLAR INC	COM	149123101	463	8,142
CATERPILLAR INC	COM	149123101	595	10,468
CENDANT CORP	COM	151313103	194	10,100
CENTURYTEL INC	COM	156700106	11,723	344,801
CENTURYTEL INC	COM	156700106	27	800
CHEVRONTEXACO CORP	COM	166764100	24,612	272,649
CHEVRONTEXACO CORP	COM	166764100	3,888	43,069
CIENA CORP	COM	171779101	887	98,530
CIENA CORP	COM	171779101	12	1,315
CINERGY CORP	COM	172474108	109	3,037
CINERGY CORP	COM	172474108	429	12,000
CISCO SYS INC	COM	17275R102	22,397	1,322,909
CISCO SYS INC	COM	17275R102	1,166	68,870
CIRRUS LOGIC INC	COM	172755100	2,264	120,000
CITIGROUP INC	COM	172967101	26,413	533,389

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CITIGROUP INC	COM	172967101	6,156	124,318
CLOROX CO	COM	189054109	2,757	63,200
CLOROX CO	COM	189054109	409	9,371
COACH INC	COM	189754104	222	4,371
COACH INC	COM	189754104	12	238
COCA COLA CO	COM	191216100	44,097	843,800
COCA COLA CO	COM	191216100	43,183	826,314
COCA COLA ENTERPRISES INC	COM	191219104	2	125
COCA COLA ENTERPRISES INC	COM	191219104	8,255	439,554
COLGATE PALMOLIVE CO	COM	194162103	6,672	116,743
COLGATE PALMOLIVE CO	COM	194162103	15,815	276,728
COLONIAL BANCGROUP INC	COM	195493309	182	12,166
COLONIAL BANCGROUP INC	COM	195493309	155	10,388
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	53	1,550
COLONIAL PPTYS TR (REIT)	COM SH BEN INT	195872106	411	11,925
COMCAST CORP CL A SPL	CL A SPL	200300200	5,125	161,163
COMCAST CORP CL A SPL	CL A SPL	200300200	253	7,970
COMERICA INC	COM	200340107	7,017	112,150
COMPASS BANCSHARES, INC.	COM	20449H109	2,756	89,267
COMPASS BANCSHARES, INC.	COM	20449H109	3,256	105,486
COMPAQ COMPUTER CORP	COM	204493100	3,630	347,378
COMPAQ COMPUTER CORP	COM	204493100	274	26,239
CONAGRA FOODS INC COM	COM	205887102	4,264	175,850
CONAGRA FOODS INC COM	COM	205887102	262	10,812
CONEXANT SYS INC	COM	207142100	183	15,210
CONEXANT SYS INC	COM	207142100	21	1,714
CONOCO INC	COM	208251504	5,486	188,018
CONOCO INC	COM	208251504	210	7,212
CONSOLIDATED EDISON INC	COM	209115104	261	6,238
CONSOLIDATED EDISON INC	COM	209115104	174	4,150
COOPER CAMERON CORP	COM	216640102	4,930	96,464
COOPER CAMERON CORP	COM	216640102	22	425
CORNING INC	COM	219350105	640	84,039
CORNING INC	COM	219350105	76	9,975
COSTCO WHSL CORP	COM	22160K105	1,252	31,450
COSTCO WHSL CORP	COM	22160K105	319	8,000
CYPRESS SEMICONDUCTOR CORP	COM	232806109	1,610	70,000
DST SYS INC DEL	COM	233326107	1,507	30,252
DTE ENERGY CO	COM	233331107	215	4,730
DTE ENERGY CO	COM	233331107	2	50
DELL COMPUTER CORP	COM	247025109	1,837	70,342
DELL COMPUTER CORP	COM	247025109	630	24,115
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	9,149	572,181
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	153	9,563
DELTA AIR LINES INC	COM	247361108	293	8,964
DELTA AIR LINES INC	COM	247361108	88	2,688
DELTIC TIMBER CORP	COM	247850100	556	18,385
DIAL CORP NEW COM	COM	25247D101	970	53,828
DIAL CORP NEW COM	COM	25247D101	140	7,769
DIAMOND OFFSHORE DRILLNG INC	COM	25271C102	1,378	44,085
DIAMOND OFFSHORE DRILLNG INC	COM	25271C102	3	100
DIEBOLD INC	COM	253651103	282	6,923
DILLARDS INC	CL A	254067101	177	7,405
DILLARDS INC	CL A	254067101	143	6,000
WALT DISNEY COMPANY	DISNEY	254687106	1,982	85,895
WALT DISNEY COMPANY	DISNEY	254687106	1,599	69,289
DOLLAR TREE STORES INC	COM	256747106	3,281	100,000
DOMINION RES INC VA NEW	COM	25746U109	4,597	70,542
DOMINION RES INC VA NEW	COM	25746U109	78	1,200
DOVER CORP	COM	260003108	1,109	27,044
DOVER CORP	COM	260003108	252	6,145
DOW CHEM CO COM	COM	260543103	515	15,743

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DOW CHEM CO COM	COM	260543103	363	11,086
DREYFUS STRATEGIC MUNS INC	COM	261932107	482	50,183
DREYFUS STRATEGIC MUNS INC	COM	261932107	33	3,400
DREYFUS STRATEGIC MUN BD FD INC	COM	26202F107	428	51,548
DU PONT E I DE NEMOURS & CO	COM	263534109	12,798	271,430
DU PONT E I DE NEMOURS & CO	COM	263534109	2,769	58,722
DUFF & PHELPS UTILS INCOME,INC	COM	264324104	521	46,229
DUFF & PHELPS UTILS INCOME,INC	COM	264324104	146	12,980
DUKE ENERGY CORP	WHEN ISSUED	264399106	7,471	197,636
DUKE ENERGY CORP	WHEN ISSUED	264399106	701	18,539
DURECT CORP	COM	266605104	364	46,768
E M C CORP MASS	COM	268648102	5,750	482,362
E M C CORP MASS	COM	268648102	620	52,020
E TRADE GROUP INC	COM	269246104	4,983	528,950
E TRADE GROUP INC	COM	269246104	7	750
EASTMAN CHEM CO	COM	277432100	2,885	59,141
EASTMAN CHEM CO	COM	277432100	22	455
EATON CORP	COM	278058102	318	3,932
EATON VANCE MUNI INCOME FD	SH BEN INT	27826U108	444	33,332
EL PASO CORP	COM	28336L109	389	8,840
EL PASO CORP	COM	28336L109	466	10,593
ELECTRONIC ARTS	COM	285512109	2,432	40,000
ELECTRONIC ARTS	COM	285512109	243	4,000
ELECTRONIC DATA SYS CORP NEW	COM	285661104	4,673	80,589
ELECTRONIC DATA SYS CORP NEW	COM	285661104	815	14,056
EMERSON ELECTRIC CO	COM	291011104	7,905	137,744
EMERSON ELECTRIC CO	COM	291011104	506	8,810
ENERGEN CORP	COM	29265N108	177	6,700
ENERGEN CORP	COM	29265N108	222	8,400
ENERGYSOUTH INC	COM	292970100	1,403	53,973
ENERGYSOUTH INC	COM	292970100	52	2,000
ENTERGY CORP	COM	29364G103	621	14,309
ENTERGY CORP	COM	29364G103	91	2,100
EQUITABLE RES INC	COM	294549100	1,539	44,225
EQUITY INCOME FUND	UT 2 EX SR-ATT	294700703	381	3,533
EXELON CORP	COM	30161N101	327	6,168
EXELON CORP	COM	30161N101	114	2,159
EXPRESS SCRIPTS INC	COM	302182100	1,152	20,000
EXXON MOBIL CORP	COM	30231G102	64,456	1,470,590
EXXON MOBIL CORP	COM	30231G102	17,184	392,055
FPL GROUP INC	COM	302571104	3,794	63,709
FPL GROUP INC	COM	302571104	83	1,400
FAIRCHILD SEMICONDUCTOR INTL	CL A	303726103	1,716	60,000
FAMILY DOLLAR STORES INC	COM	307000109	5,363	160,050
FAMILY DOLLAR STORES INC	COM	307000109	10	300
FREDDIE MAC	COM	313400301	1,531	24,167
FREDDIE MAC	COM	313400301	146	2,300
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	12,998	162,725
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	881	11,033
FEDEX CORP	COM	31428X106	2,201	37,883
FEDEX CORP	COM	31428X106	54	929
FIRST DATA CORP	COM	319963104	1,986	22,765
FIRST DATA CORP	COM	319963104	175	2,002
FIRST HEALTH GROUP CORP	COM	320960107	1,207	50,000
FIRST HEALTH GROUP CORP	COM	320960107	10	400
FIRST TENNESSEE NATIONAL CORP	COM	337162101	2,454	70,000
FIRST TENNESSEE NATIONAL CORP	COM	337162101	210	5,992
FIRST VIRGINIA BANKSHARES, INC.	COM	337477103	1,267	23,619
FIRSTENERGY CORP	COM	337932107	238	6,891
FIRSTENERGY CORP	COM	337932107	7	190
FLEETBOSTON FINL CORP	COM	339030108	7,533	215,223
FLEETBOSTON FINL CORP	COM	339030108	84	2,402

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FLEMING COMPANIES INC	COM	339130106	407	18,150
FLORIDA ROCK INDS INC	COM	341140101	352	8,824
FLORIDA ROCK INDS INC	COM	341140101	42	1,057
FOOT LOCKER INC	COM	344849104	207	12,800
FORD MTR CO DEL	COM PAR \$0.01	345370860	1,481	89,817
FORD MTR CO DEL	COM PAR \$0.01	345370860	567	34,399
FOREST LABS INC	COM	345838106	5,095	62,365
FOREST LABS INC	COM	345838106	16	200
FORTUNE BRANDS INC	COM	349631101	809	16,395
FORTUNE BRANDS INC	COM	349631101	89	1,800
FRANKLIN RES INC	COM	354613101	224	5,350
GALLAGHER ARTHUR J & CO	COM	363576109	2,294	70,000
GALLAHER GROUP PLC	SPONSORED ADR	363595109	511	16,572
GALLAHER GROUP PLC	SPONSORED ADR	363595109	49	1,600
GANNETT INC	COM	364730101	1,111	14,601
GANNETT INC	COM	364730101	946	12,434
GAP INC	COM	364760108	4,674	310,800
GAP INC	COM	364760108	3	200
GENENTECH INC	COM NEW	368710406	272	5,400
GENERAL DYNAMICS CORP	COM	369550108	5,151	54,828
GENERAL DYNAMICS CORP	COM	369550108	43	460
GENERAL ELECTRIC CO	COM	369604103	62,102	1,658,259
GENERAL ELECTRIC CO	COM	369604103	22,442	599,246
GENERAL MILLS INC	COM	370334104	9,594	196,391
GENERAL MILLS INC	COM	370334104	639	13,089
GENERAL MOTORS CORP	COM	370442105	6,072	100,453
GENERAL MOTORS CORP	COM	370442105	873	14,437
GENERAL MTRS CORP CLASS H NEW	CL H NEW	370442832	1,278	77,684
GENERAL MTRS CORP CLASS H NEW	CL H NEW	370442832	28	1,708
GENUINE PARTS CO	COM	372460105	1,369	37,230
GENUINE PARTS CO	COM	372460105	759	20,645
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	3,206	107,048
GEORGIA PAC CORP (GA PAC GR)	COM	373298108	60	2,000
GILEAD SCIENCES INC	COM	375558103	4,319	120,000
GILLETTE CO	COM	375766102	3,691	108,532
GILLETTE CO	COM	375766102	2,166	63,695
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	176	3,736
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	96	2,050
GOLDEN ST BANCORP INC	COM	381197102	6,933	233,500
GOODRICH CORP	COM	382388106	8,430	266,420
GOODRICH CORP	COM	382388106	37	1,155
GRAY COMMUNICATIONS SYSTEM INC	COM	389190109	1,577	98,440
HCB BANCSHARES INC	COM	40413N106	3,040	204,855
HALLIBURTON CO	COM	406216101	9	550
HALLIBURTON CO	COM	406216101	166	9,725
HARTFORD FINL SVCS GROUP INC	COM	416515104	218	3,205
HARTFORD FINL SVCS GROUP INC	COM	416515104	15	225
HEALTHSOUTH CORP	COM	421924101	72	5,025
HEALTHSOUTH CORP	COM	421924101	103	7,150
HEINZ H J CO	COM	423074103	2,134	51,411
HEINZ H J CO	COM	423074103	363	8,745
HERSHEY FOODS CORP	COM	427866108	670	9,778
HERSHEY FOODS CORP	COM	427866108	708	10,332
HEWLETT PACKARD CO	COM	428236103	1,363	75,975
HEWLETT PACKARD CO	COM	428236103	536	29,881
HIBERNIA CORP	CL A	428656102	496	25,976
HILTON HOTELS	COM	432848109	1,659	115,993
HOME DEPOT INC	COM	437076102	24,123	496,257
HOME DEPOT INC	COM	437076102	2,046	42,082
HONEYWELL INTERNATIONAL INC	COM	438516106	768	20,056
HONEYWELL INTERNATIONAL INC	COM	438516106	413	10,781
HOST MARRIOTT CORP NEW (REIT)	COM	44107P104	954	79,793

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HOUSEHOLD INTERNATIONAL CORP	COM	441815107	351	6,188
HOUSEHOLD INTERNATIONAL CORP	COM	441815107	393	6,927
HOUSTON EXPL CO	COM	442120101	1,984	64,000
ICN PHARMACEUTICALS INC NEW	COM	448924100	1,305	41,100
IDEC PHARMACEUTICALS CORP	COM	449370105	3,858	60,000
INSURED MUNICIPAL INCOME FUND	COM	45809F104	598	44,583
INSURED MUNICIPAL INCOME FUND	COM	45809F104	12	865
INTEGRATED DEVICE TECH INC	COM	458118106	1,330	40,000
INTEL CORP	COM	458140100	38,191	1,255,880
INTEL CORP	COM	458140100	6,505	213,908
INTERGRAPH CORP	COM	458683109	533	30,250
INTERGRAPH CORP	COM	458683109	62	3,500
INTL BUSINESS MACHINES CORP	COM	459200101	51,521	495,391
INTL BUSINESS MACHINES CORP	COM	459200101	5,887	56,605
INTL FLAVORS & FRAGRANCES INC	COM	459506101	147	4,208
INTL FLAVORS & FRAGRANCES INC	COM	459506101	123	3,522
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	1,296	20,800
INTERNATIONAL PAPER CO	COM	460146103	9,203	213,984
INTERNATIONAL PAPER CO	COM	460146103	1,859	43,232
INTERPUBLIC GROUP COS INC	COM	460690100	85	2,494
INTERPUBLIC GROUP COS INC	COM	460690100	166	4,842
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	1,899	36,000
IVAX CORP	COM	465823102	1,936	120,616
JDS UNIPHASE CORP	COM	46612J101	647	109,862
JDS UNIPHASE CORP	COM	46612J101	47	8,015
JP MORGAN CHASE & CO	COM	46625H100	5,094	142,886
JP MORGAN CHASE & CO	COM	46625H100	1,211	33,980
JEFFERSON PILOT CORP	COM	475070108	14,431	288,158
JEFFERSON PILOT CORP	COM	475070108	4,784	95,532
JOHNSON & JOHNSON	COM	478160104	54,931	845,750
JOHNSON & JOHNSON	COM	478160104	5,969	91,898
JONES APPAREL GROUP INC	COM	480074103	1,748	50,000
KLA - TENCOR CORPORATION	COM	482480100	8,825	132,700
KELLOGG CO	COM	487836108	148	4,400
KELLOGG CO	COM	487836108	376	11,200
KEYCORP NEW	COM	493267108	9,319	349,682
KEYCORP NEW	COM	493267108	19	700
KIMBERLY CLARK CORP	COM	494368103	24,900	385,159
KIMBERLY CLARK CORP	COM	494368103	4,222	65,311
KNIGHT RIDDER INC	COM	499040103	2,205	32,097
KRAFT FOODS INC	CL A	50075N104	747	19,315
KRAFT FOODS INC	CL A	50075N104	19	495
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2,688	24,000
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	34	300
LAM RESEARCH CORP	COM	512807108	7,330	250,000
LATTICE SEMICONDUCTOR CORP	COM	518415104	1,052	60,000
LEGG MASON INC	COM	524901105	3,185	60,000
LEHMAN BROS HLDGS INC	COM	524908100	141	2,178
LEHMAN BROS HLDGS INC	COM	524908100	100	1,554
LILLY ELI & CO	COM	532457108	2,812	36,905
LILLY ELI & CO	COM	532457108	2,643	34,688
LIMITED INC	COM	532716107	5,992	334,776
LIMITED INC	COM	532716107	66	3,708
LINCARE HLDGS INC	COM	532791100	1,627	60,000
LINCOLN NATIONAL CORP IND	COM	534187109	8,108	159,825
LINCOLN NATIONAL CORP IND	COM	534187109	102	2,019
LIZ CLAIBORNE INC	COM	539320101	4,030	142,088
LIZ CLAIBORNE INC	COM	539320101	45	1,600
LOCKHEED MARTIN CORP	COM	539830109	121	2,099
LOCKHEED MARTIN CORP	COM	539830109	204	3,537
LOEWS CORP	COM	540424108	8	130
LOEWS CORP	COM	540424108	1,054	18,000



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LONE STAR TECHNOLOGIES INC	COM	542312103	3,650	160,000
LOUISIANA PACIFIC CORP	COM	546347105	1,018	94,747
LOWES COS INC	COM	548661107	15,677	360,485
LOWES COS INC	COM	548661107	264	6,060
LUCENT TECHNOLOGIES INC	COM	549463107	86	18,115
LUCENT TECHNOLOGIES INC	COM	549463107	127	26,883
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	770	28,524
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	993	36,765
MBNA CORP	COM	55262L100	386	10,000
MBNA CORP	COM	55262L100	245	6,354
MFS MULTIMARKET INCOME TRUST	SH BEN INT	552737108	59	9,565
MFS MULTIMARKET INCOME TRUST	SH BEN INT	552737108	4	600
MANULIFE FINL CORP	COM	56501R106	228	8,299
MARATHON OIL CORP	COM	565849106	1,768	61,400
MARATHON OIL CORP	COM	565849106	97	3,383
MARSH & MCLENNAN COS INC	COM	571748102	3,906	34,645
MARSH & MCLENNAN COS INC	COM	571748102	774	6,861
MARRIOTT INTL INC NEW	CL A	571903202	7,269	161,716
MARRIOTT INTL INC NEW	CL A	571903202	342	7,600
MASCO CORP	COM	574599106	241	8,774
MASCO CORP	COM	574599106	486	17,700
MAY DEPT STORES CO	COM	577778103	94	2,700
MAY DEPT STORES CO	COM	577778103	175	5,022
MAYTAG CORP	COM	578592107	28,537	644,894
MAYTAG CORP	COM	578592107	104	2,350
MCCORMICK & CO INC COM STOCK	COM NON VTG	579780206	918	17,964
MCCORMICK & CO INC COM STOCK	COM NON VTG	579780206	45	888
MCDONALDS CORP	COM	580135101	1,778	64,081
MCDONALDS CORP	COM	580135101	1,522	54,850
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	1,216	17,814
MCGRAW-HILL COMPANIES INC NEW	COM	580645109	96	1,400
MCKESSON CORPORATION	COM	58155Q103	186	4,968
MCKESSON CORPORATION	COM	58155Q103	127	3,383
MEADWESTVACO CORP	COM	583334107	901	27,172
MEADWESTVACO CORP	COM	583334107	2,725	82,196
MEDIMMUNE INC	COM	584699102	3,146	80,000
MEDTRONIC INC	COM	585055106	6,191	136,940
MEDTRONIC INC	COM	585055106	669	14,800
MELLON FINL CORP	COM	58551A108	3,310	85,780
MELLON FINL CORP	COM	58551A108	46	1,200
MERCK & CO INC	COM	589331107	16,132	280,161
MERCK & CO INC	COM	589331107	9,141	158,762
MERIDIAN GOLD INC	COM	589975101	1,161	80,000
MERRILL LYNCH & CO INC	COM	590188108	6,301	113,784
MERRILL LYNCH & CO INC	COM	590188108	3	50
MICREL INC	COM	594793101	757	30,000
MICROSOFT CORP	COM	594918104	37,764	626,170
MICROSOFT CORP	COM	594918104	3,753	62,222
MICROCHIP TECHNOLOGY INC	COM	595017104	3,346	80,000
MICRON TECHNOLOGY INC	COM	595112103	515	15,660
MICRON TECHNOLOGY INC	COM	595112103	143	4,350
MILLENNIUM PHARMACTCLS INC	COM	599902103	3,572	160,100
MINNESOTA MINING & MFG CO	COM	604059105	2,211	19,221
MINNESOTA MINING & MFG CO	COM	604059105	2,134	18,555
MIRANT CORP	COM	604675108	895	61,972
MIRANT CORP	COM	604675108	427	29,566
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	11,597	202,349
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	554	9,668
MOTOROLA INC	COM	620076109	2,411	169,814
MOTOROLA INC	COM	620076109	476	33,500
MUNI HOLDINGS FD II INC	COM	625935101	134	10,900
MUNI HOLDINGS INSD FD II INC	COM	62625A102	122	10,000

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MUNI HOLDINGS INSD FD II INC	COM	62625A102	9	700
MURPHY OIL CORP	COM	626717102	1,885	19,639
MYLAN LABORATORIES INC	COM	628530107	3,241	110,000
NABORS INDS INC	COM	629568106	8,053	190,600
NABORS INC	COM	629568106	10	240
NASDAQ 100 TR	UNIT SER 1	631100104	6,894	191,175
NASDAQ 100 TR	UNIT SER 1	631100104	149	4,136
NATIONAL CITY CORP	COM	635405103	231	7,516
NATIONAL CITY CORP	COM	635405103	62	2,000
NATIONAL COMM FINL CORP	COM	63545P104	3,336	120,000
NATIONAL COMM FINL CORP	COM	63545P104	81	2,898
NATIONAL-OILWELL INC	COM	637071101	1,216	48,000
NETWORK APPLIANCE INC DELEWARE	COM	64120L104	221	10,825
NEWMONT MINING CORP (NEW)	COM	651639106	8,272	298,741
NEWMONT MINING CORP (NEW)	COM	651639106	27	988
99 CENTS ONLY STORES	COM	65440K106	1,150	30,000
NOKIA CORP	SPONSORED ADR	654902204	1,520	73,299
NOKIA CORP	SPONSORED ADR	654902204	577	27,800
NOBLE DRILLING CORP	COM	655042109	1,821	44,000
NORFOLK SOUTHERN CORPORATION	COM	655844108	402	16,791
NORFOLK SOUTHERN CORPORATION	COM	655844108	431	18,009
NORTH FORK BANCORP INC N Y	COM	659424105	4,267	120,000
NORTHROP GRUMMAN CORP	COM	666807102	5,804	51,343
NORTHROP GRUMMAN CORP	COM	666807102	35	311
NOVELLUS SYS INC	COM	670008101	8,773	162,050
NUCOR CORP	COM	670346105	964	15,000
NUCOR CORP	COM	670346105	103	1,600
NUVEEN DIVIDEND ADV MUNI 3	COM SH BEN INT	67070X101	267	20,000
OGE ENERGY CORP	COM	670837103	177	7,400
OGE ENERGY CORP	COM	670837103	47	1,950
NUVEEN MUN VALUE FD INC	COM	670928100	156	16,918
NUVEEN MUN VALUE FD INC	COM	670928100	12	1,333
NUVEEN TEX QUAL INCM MUN FD	COM	670983105	352	24,200
OCCIDENTAL PETE CORP	COM	674599105	606	20,796
OCCIDENTAL PETE CORP	COM	674599105	6	200
OLD REPUBLIC INTL CORP	COM	680223104	62	1,925
OLD REPUBLIC INTL CORP	COM	680223104	10,421	325,960
OMNICOM GROUP	COM	681919106	113	1,200
OMNICOM GROUP	COM	681919106	565	5,982
ONEOK INC NEW	COM	682680103	388	18,606
ORACLE CORPORATION	COM	68389X105	9,675	755,882
ORACLE CORPORATION	COM	68389X105	526	41,123
OUTBACK STEAKHOUSE INC	COM	689899102	1,955	54,650
PPG INDUSTRIES INC	COM	693506107	7	126
PPG INDUSTRIES INC	COM	693506107	340	6,200
PARKER HANNIFIN CORP	COM	701094104	216	4,325
PEOPLES BANCTRUST INC	COM	709796106	4,922	405,100
PEOPLES BANCTRUST INC	COM	709796106	60	4,928
PEPSICO INC	COM	713448108	25,046	486,330
PEPSICO INC	COM	713448108	2,440	47,372
PFIZER INC	COM	717081103	30,744	773,628
PFIZER INC	COM	717081103	6,034	151,832
PHARMACIA CORP	COM	71713U102	5,741	127,352
PHARMACIA CORP	COM	71713U102	1,912	42,411
PHELPS DODGE CORP	COM	717265102	4,082	96,955
PHILIP MORRIS COS INC	COM	718154107	29,201	554,409
PHILIP MORRIS COS INC	COM	718154107	3,441	65,324
PHILLIPS PETE CO	COM	718507106	12,140	193,307
PHILLIPS PETE CO	COM	718507106	94	1,493
PIONEER NATURAL RESOURCES CO	COM	723787107	1,148	51,500
PITNEY BOWES INC	COM	724479100	1,479	34,550
PITNEY BOWES INC	COM	724479100	475	11,100

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PLUM CREEK TIMBER CO INC	COM	729251108	3,609	121,466
PLUM CREEK TIMBER CO INC	COM	729251108	137	4,625
PROASSURANCE CORP	COM	74267C106	295	16,329
PROASSURANCE CORP	COM	74267C106	29	1,633
PROCTER & GAMBLE CO	COM	742718109	26,424	293,304
PROCTER & GAMBLE CO	COM	742718109	7,710	85,586
PROGRESS ENERGY INC	COM	743263105	845	16,879
PROGRESS ENERGY INC	COM	743263105	171	3,422
PROTECTIVE LIFE CORP	COM	743674103	1,552	49,784
PROTECTIVE LIFE CORP	COM	743674103	3,316	106,360
PROVIDIAN FINL CORP	COM	74406A102	2	222
PROVIDIAN FINL CORP	COM	74406A102	224	29,680
PUTNAM INVT GRADE MUN TR	COM	746805100	323	31,000
PUTNAM MANAGED MUN INCOME TR	COM	746823103	2,622	333,603
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	76	12,568
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	10	1,600
QUALCOMM INC	COM	747525103	1,527	40,576
QUALCOMM INC	COM	747525103	868	23,050
QUEST DIAGNOSTICS INC	COM	74834L100	3,314	40,000
QUESTAR CORP	COM	748356102	320	12,434
QUESTAR CORP	COM	748356102	26	1,000
QWEST COMM INTL INC	COM	749121109	98	11,932
QWEST COMM INTL INC	COM	749121109	18	2,131
RF MICRO DEVICES INC	COM	749941100	1,790	100,000
RADIOSHACK CORP	COM	750438103	20	659
RADIOSHACK CORP	COM	750438103	204	6,800
RATIONAL SOFTWARE CORP	COM NEW	75409P202	633	40,000
RAYTHEON CO (NEW)	COM NEW	755111507	9,268	225,777
RAYTHEON CO (NEW)	COM NEW	755111507	148	3,604
REGIONS FINANCIAL CORP	COM	758940100	108,824	3,168,092
REGIONS FINANCIAL CORP	COM	758940100	58,649	1,707,385
RELIANT ENERGY INC	COM	75952J108	531	20,586
RELIANT ENERGY INC	COM	75952J108	164	6,373
ROCKWELL INTL CORP NEW	COM	773903109	305	15,210
ROCKWELL INTL CORP NEW	COM	773903109	34	1,713
ROCKWELL COLLINS INC	COM	774341101	394	15,610
ROCKWELL COLLINS INC	COM	774341101	43	1,713
ROSS STORES INC	COM	778296103	3,026	80,000
ROYAL DUTCH PETROLEUM COMPANY	NY REG GLD1.25	780257804	2,294	42,223
ROYAL DUTCH PETROLEUM COMPANY	NY REG GLD1.25	780257804	700	12,884
RUBY TUESDAY INC	COM	781182100	6,007	258,362
RUBY TUESDAY INC	COM	781182100	1,984	85,328
RUSSELL CORP	COM	782352108	49	3,315
RUSSELL CORP	COM	782352108	153	10,246
SBC COMMUNICATIONS INC NEW	COM	78387G103	6,445	172,139
SBC COMMUNICATIONS INC NEW	COM	78387G103	2,497	66,692
SPDR TR	UNIT SER 1	78462F103	2,254	19,680
SPDR TR	UNIT SER 1	78462F103	323	2,820
SPX CORP	COM	784635104	1,416	10,000
SPX CORP	COM	784635104	40	279
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	294	12,010
SAFEWAY INC	COM NEW	786514208	342	7,594
SAFEWAY INC	COM NEW	786514208	10	225
ST PAUL COS INC	COM	792860108	373	8,140
ST PAUL COS INC	COM	792860108	209	4,548
SAKS INC	COM	79377W108	408	30,999
SAKS INC	COM	79377W108	2	132
SANMINA CORP	COM	800907107	96	8,134
SANMINA CORP	COM	800907107	96	8,196
SARA LEE CORP	COM	803111103	452	21,783
SARA LEE CORP	COM	803111103	363	17,509
SCANA CORP NEW	COM	80589M102	856	27,985

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SCANA CORP NEW	COM	80589M102	199	6,497
SCHERING-PLOUGH CORP	COM	806605101	3,005	96,020
SCHERING-PLOUGH CORP	COM	806605101	1,009	32,222
SCHLUMBERGER LTD	COM	806857108	5,686	96,671
SCHLUMBERGER LTD	COM	806857108	1,361	23,141
SCHWAB CHARLES CORP NEW	COM	808513105	2,938	224,450
SCHWAB CHARLES CORP NEW	COM	808513105	3	200
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	451	42,185
SEARS ROEBUCK & CO	COM	812387108	815	15,896
SEARS ROEBUCK & CO	COM	812387108	283	5,524
SEMTECH CORP	COM	816850101	1,095	30,000
SEMPRA ENERGY	COM	816851109	264	10,510
SEPRACOR INC	COM	817315104	1,940	100,000
SERVICEMASTER CO	COM	81760N109	1,683	122,375
SHELL TRANS & TRAD PLC SH NEW	NEW YRK SH NEW	822703609	173	3,900
SHELL TRANS & TRAD PLC SH NEW	NEW YRK SH NEW	822703609	213	4,800
SIEBEL SYS INC	COM	826170102	72	2,210
SIEBEL SYS INC	COM	826170102	134	4,100
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	118	3,615
SIMON PPTY GROUP INC NEW (REIT)	COM	828806109	112	3,425
SMITH INTL INC	COM	832110100	4,092	60,400
SOLECTRON CORP	COM	834182107	3,610	462,850
SOLECTRON CORP	COM	834182107	70	8,959
SONOCO PRODUCTS CO	COM	835495102	385	13,462
SONOCO PRODUCTS CO	COM	835495102	204	7,122
SOUTH ALABAMA BANCORP INC	COM	836234104	220	22,305
SOUTHERN CO	COM	842587107	7,094	267,783
SOUTHERN CO	COM	842587107	2,751	103,836
SOUTHSIDE BANCSHARES INC	COM	84470P109	181	13,334
SOUTHTRUST CORP	COM	844730101	5,737	217,291
SOUTHTRUST CORP	COM	844730101	7,972	301,982
SOUTHWEST AIRLINES CO	COM	844741108	2,180	112,674
SOUTHWEST AIRLINES CO	COM	844741108	129	6,687
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	779	50,964
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	152	9,938
SPRINT CORP	PCS COM SER 1	852061506	270	26,268
SPRINT CORP	PCS COM SER 1	852061506	37	3,582
SUN MICROSYSTEMS INC	COM	866810104	6,481	734,784
SUN MICROSYSTEMS INC	COM	866810104	406	46,072
SUNGARD DATA SYS INC	COM	867363103	5,154	156,330
SUNGARD DATA SYS INC	COM	867363103	23	700
SUNTRUST BANKS INC	COM	867914103	5,925	88,795
SUNTRUST BANKS INC	COM	867914103	1,178	17,655
SYNOPSYS INC	COM	871607107	1,655	30,000
SYNOVUS FINANCIAL CORP	COM	87161C105	1,224	40,168
SYNOVUS FINANCIAL CORP	COM	87161C105	3,354	110,040
SYSKO CORP	COM	871829107	426	14,284
SYSKO CORP	COM	871829107	144	4,844
TCF FINL CORP	COM	872275102	3,683	70,000
TECO ENERGY INC	COM	872375100	558	19,490
TECO ENERGY INC	COM	872375100	23	800
TJX COMPANIES INC	COM	872540109	288	7,200
TRW INC	COM	872649108	79	1,540
TRW INC	COM	872649108	226	4,398
TXU CORP	COM	873168108	10,868	199,376
TXU CORP	COM	873168108	363	6,657
TARGET CORP	COM	87612E106	13,211	306,373
TARGET CORP	COM	87612E106	807	18,723
TELEFONICA S. A.	SPONSORED ADR	879382208	410	12,393
TELEFONICA S. A.	SPONSORED ADR	879382208	9	261
TELEPHONE & DATA SYS INC	COM	879433100	265	3,000
TELLABS INC	COM	879664100	1,399	133,634

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TELLABS INC	COM	879664100	41	3,948
TERADYNE INC	COM	880770102	3,513	89,100
TERADYNE INC	COM	880770102	28	714
TEXAS INSTRUMENTS INC	COM	882508104	16,941	511,825
TEXAS INSTRUMENTS INC	COM	882508104	1,208	36,486
TEXTRON INC	COM	883203101	393	7,700
TIMBERLAND CO	CL A	887100105	1,014	24,000
TORCHMARK CORP	COM	891027104	17,199	426,882
TORCHMARK CORP	COM	891027104	10,421	258,650
TRICON GLOBAL RESTAURANTS	COM	895953107	1,955	33,260
TRICON GLOBAL RESTAURANTS	COM	895953107	21	350
TRIZEC HAHN CORPORATION	SUB VTG	896938107	1,083	68,400
TYCO INTL LTD NEW	COM	902124106	598	18,509
TYCO INTL LTD NEW	COM	902124106	74	2,281
UST INC	COM	902911106	22,126	568,360
UST INC	COM	902911106	120	3,075
US BANCORP DEL COM NEW	COM NEW	902973304	4,732	209,656
US BANCORP DEL COM NEW	COM NEW	902973304	490	21,711
UNION PACIFIC CORP	COM	907818108	3,185	51,249
UNION PACIFIC CORP	COM	907818108	278	4,481
UNION PLANTERS CORP	COM	908068109	2,361	49,830
UNION PLANTERS CORP	COM	908068109	7,788	164,342
UNITED PARCEL SVC INC	CL B	911312106	21	350
UNITED PARCEL SVC INC	CL B	911312106	340	5,600
UNITED SEC BANCSHARES INC	SHS	911459105	4,387	154,417
UNITED SEC BANCSHARES INC	SHS	911459105	14	500
UNITED TECHNOLOGIES CORP	COM	913017109	1,187	15,996
UNITED TECHNOLOGIES CORP	COM	913017109	570	7,684
UNITEDHEALTH GROUP INC	COM	91324P102	6,152	80,508
UNITEDHEALTH GROUP INC	COM	91324P102	15	200
UNOCAL CORP	COM	915289102	4,814	123,598
UNOCAL CORP	COM	915289102	39	1,000
USINTERNETWORKING INC	COM	917311805		19,686
V F CORP	COM	918204108	2,947	68,148
VERIZON COMMUNICATIONS	COM	92343V104	13,533	293,562
VERIZON COMMUNICATIONS	COM	92343V104	3,324	72,109
VERTEX PHARMACEUTICALS INC	COM	92532F100	1,393	50,000
VIACOM INC	CL B	925524308	777	16,062
VIACOM INC	CL B	925524308	44	911
VITESSE SEMICONDUCTOR CORP	COM	928497106	1,201	122,500
VITESSE SEMICONDUCTOR CORP	COM	928497106	14	1,400
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	85	2,200
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	148	3,840
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1,078	58,475
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	328	17,824
VULCAN MATERIALS CO	COM	929160109	13,147	276,546
VULCAN MATERIALS CO	COM	929160109	6,235	131,147
WACHOVIA CORP	COM	929903102	9,568	258,047
WACHOVIA CORP	COM	929903102	1,058	28,539
WADDELL & REED FINL INC CL A	CL A	930059100	511	16,760
WADDELL & REED FINL INC CL A	CL A	930059100	3,078	100,995
WAL MART STORES INC	COM	931142103	47,800	779,767
WAL MART STORES INC	COM	931142103	6,328	103,223
WALGREEN CO	COM	931422109	3,239	82,642
WALGREEN CO	COM	931422109	51	1,300
WASHINGTON MUTUAL INC	COM	939322103	451	13,627
WASHINGTON MUTUAL INC	COM	939322103	126	3,789
WASTE MANAGEMENT COM	COM	94106L109	1,608	59,003
WEATHERFORD INTL INC NEW	COM	947074100	2,858	60,000
WELLS FARGO & CO NEW	COM	949746101	12,361	250,226
WELLS FARGO & CO NEW	COM	949746101	732	14,817
WESTAMERICA BANCORPORATION	COM	957090103	2,993	70,000

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WEYERHAEUSER CO	COM	962166104	382	6,081
WEYERHAEUSER CO	COM	962166104	151	2,404
WILLIAMS COMMUNICATIONS GRP	CL A	969455104	2	11,517
WILLIAMS COMMUNICATIONS GRP	CL A	969455104		615
WILMINGTON TR CORP	COM	971807102	2,692	40,000
WINN DIXIE STORES INC	COM	974280109	19	1,165
WINN DIXIE STORES INC	COM	974280109	731	45,562
WISCONSIN ENERGY CORP	COM	976657106	442	17,780
WISCONSIN ENERGY CORP	COM	976657106	30	1,186
WORLDCOM INC/WORLDCOM GROUP	WRLDCOM GP COM	98157D106	587	87,068
WORLDCOM INC/WORLDCOM GROUP	WRLDCOM GP COM	98157D106	296	43,967
WRIGLEY WM JR CO	COM	982526105	2,812	52,742
WRIGLEY WM JR CO	COM	982526105	650	12,200
WYETH	COM	983024100	40,671	619,520
WYETH	COM	983024100	6,986	106,416
XTO ENERGY INC	COM	98385X106	300	14,944
XCEL ENERGY INC	COM	98389B100	196	7,750
XCEL ENERGY INC	COM	98389B100	18	702
XILINX INC	COM	983919101	3,244	81,374
ZIMMER HLDGS INC	COM	98956P102	314	9,231
ZIMMER HLDGS INC	COM	98956P102	172	5,043