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REGIONS FINANCIAL CORP  
Form 13F-HR  
November 13, 2001

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

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: September 30, 2001

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                      November 13, 2001  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

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

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

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

List of Other Managers Reporting for this Manager: None

Form 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 730

Form 13F Information Table Value Total: \$2,269,221 (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 PUT/ CALL
GLOBAL CROSSING LTD	COM	G3921A100	104	57,806
GLOBAL CROSSING LTD	COM	G3921A100	27	15,163
HILFIGER TOMMY CORP	ORD	G8915Z102	1,432	160,000
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	187	7,070
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	31	1,178
AFLAC INC	COM	001055102	9,587	355,090
AFLAC INC	COM	001055102	574	21,244
AGL RES INC	COM	001204106	125	6,247
AGL RES INC	COM	001204106	309	15,476
AOL TIME WARNER INC	COM	00184A105	8,583	259,306
AOL TIME WARNER INC	COM	00184A105	757	22,870
A T & T CORP	COM	001957109	3,544	183,633
A T & T CORP	COM	001957109	1,235	63,994
AT & T WIRELESS SERVICES INC	COM	00209A106	529	35,400
AT & T WIRELESS SERVICES INC	COM	00209A106	322	21,539
ABBOTT LABORATORIES	COM	002824100	2,755	53,129
ABBOTT LABORATORIES	COM	002824100	1,262	24,332
ABERCROMBIE & FITCH CO CLASS A	CL A	002896207	1,061	60,304
AEGON N V	ORD AMER REG	007924103	577	22,089
AEGON N V	ORD AMER REG	007924103	521	19,943
AETNA INC	COM	00817Y108	190	6,584
AETNA INC	COM	00817Y108	12	400
AFFILIATED COMPUTER SVCS INC	CL A	008190100	814	10,000
AGILENT TECHNOLOGIES INC	COM	00846U101	161	8,228
AGILENT TECHNOLOGIES INC	COM	00846U101	112	5,712
AIR PRODUCTS & CHEMICALS INC	COM	009158106	112	2,900
AIR PRODUCTS & CHEMICALS INC	COM	009158106	278	7,208
AKZO NOBEL N. V. ADR	SPONSORED ADR	010199305	199	4,896
AKZO NOBEL N. V. ADR	SPONSORED ADR	010199305	8	190
ALABAMA NATL BANCORPORATION DEL	COM	010317105	380	11,500
ALBERTSONS INC	COM	013104104	2,403	75,382
ALBERTSONS INC	COM	013104104	13	400
ALCOA INC	COM	013817101	8,094	261,025
ALCOA INC	COM	013817101	207	6,665
ALEXANDER & BALDWIN INC COM	COM	014482103	850	36,300
ALFA CORP	COM	015385107	325	14,734
ALFA CORP	COM	015385107	479	21,698
ALLEGHENY ENERGY INC	COM	017361106	209	5,708

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ALLEGHENY ENERGY INC	COM	017361106	51	1,400
ALLIANCE CAP MGMT HLDG L P	UNIT LTD PARTN	01855A101	488	10,680
ALLIANCE CAP MGMT HLDG L P	UNIT LTD PARTN	01855A101	91	2,000
ALLSTATE CORP	COM	020002101	2,453	65,681
ALLSTATE CORP	COM	020002101	642	17,200
ALLTEL CORP	COM	020039103	6,950	119,927
ALLTEL CORP	COM	020039103	602	10,395
ALTERA CORP	COM	021441100	695	42,400
AMERADA HESS CORP	COM	023551104	2,588	40,750
AMERADA HESS CORP	COM	023551104	25	400
AMEREN CORP	COM	023608102	183	4,759
AMEREN CORP	COM	023608102	111	2,900
AMERICAN EAGLE OUTFITTERS IN	COM	02553E106	876	44,000
AMERICAN ELECTRIC POWER INC	COM	025537101	965	22,320
AMERICAN ELECTRIC POWER INC	COM	025537101	29	681
AMERICAN EXPRESS CO	COM	025816109	8,913	306,720
AMERICAN EXPRESS CO	COM	025816109	1,265	43,540
AMERICAN GREETINGS CORP CL A	CL A	026375105	68	5,100
AMERICAN GREETINGS CORP CL A	CL A	026375105	119	9,000
AMERICAN HOME PRODUCTS CORP	COM	026609107	34,687	595,492
AMERICAN HOME PRODUCTS CORP	COM	026609107	6,547	112,392
AMERICAN INTL GROUP INC	COM	026874107	22,486	288,276
AMERICAN INTL GROUP INC	COM	026874107	3,266	41,868
AMERICAN STD COS INC DEL	COM	029712106	1,650	30,000
AMERISOURCEBERGEN CORP	COM	03073E105	1,987	28,000
AMGEN INC	COM	031162100	10,911	185,650
AMGEN INC	COM	031162100	553	9,402
AMSOUTH BANCORPORATION	COM	032165102	8,084	447,376
AMSOUTH BANCORPORATION	COM	032165102	7,438	411,631
ANADARKO PETE CORP	COM	032511107	3,252	67,640
ANADARKO PETE CORP	COM	032511107	64	1,339
ANALOG DEVICES INC	COM	032654105	916	28,000
ANALOG DEVICES INC	COM	032654105	3	100
ANDRX GROUP	COM	034553107	2,337	36,000
ANHEUSER BUSCH COS INC	COM	035229103	15,478	369,577
ANHEUSER BUSCH COS INC	COM	035229103	824	19,683
AON CORP	COM	037389103	1,204	28,675
APPLERA CORP APPLID BIOSYS	AP BIO GRP	038020103	98	4,000
APPLERA CORP APPLID BIOSYS	AP BIO GRP	038020103	151	6,200
APPLIED MATLS INC	COM	038222105	1,327	46,670
APPLIED MATLS INC	COM	038222105	66	2,325
ASTRAZENECA PLC	SPONSORED ADR	046353108	271	5,800
AUBURN NATIONAL BANCORPORATION	COM	050473107	176	14,900
AUBURN NATIONAL BANCORPORATION	COM	050473107	342	29,050
AUTOMATIC DATA PROCESSING INC	COM	053015103	1,293	27,481
AUTOMATIC DATA PROCESSING INC	COM	053015103	525	11,155
AVANT IMMUNOTHERAPEUTICS INC	COM	053491106	27	11,542
AVON PRODS INC	COM	054303102	108	2,325
AVON PRODS INC	COM	054303102	238	5,136
BISYS GROUP INC	COM	055472104	1,379	26,000
BJS WHSL CLUB INC	COM	05548J106	2,381	50,000
BJ SVCS CO	COM	055482103	1,432	80,470
BJ SVCS CO	COM	055482103	7	400
BP PLC ADR	SPONSORED ADR	055622104	11,669	237,315
BP PLC ADR	SPONSORED ADR	055622104	3,100	63,042
BANK AMER CORP	COM	060505104	18,740	320,887
BANK AMER CORP	COM	060505104	12,974	222,150
BANK NEW YORK INC	COM	064057102	1,210	34,560
BANK NEW YORK INC	COM	064057102	388	11,080
BANK ONE CORP	COM	06423A103	260	8,248
BANK ONE CORP	COM	06423A103	309	9,834
BARRICK GOLD CORP	COM	067901108	1,110	63,980

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BARR LABS INC	COM	068306109	2,214	28,000
BAXTER INTERNATIONAL INC	COM	071813109	678	12,318
BAXTER INTERNATIONAL INC	COM	071813109	638	11,586
BEAR STEARNS COS INC	COM	073902108	189	3,787
BEAR STEARNS COS INC	COM	073902108	59	1,177
BECKMAN COULTER INC	COM	075811109	1,062	24,000
BECTON DICKINSON & CO	COM	075887109	340	9,200
BECTON DICKINSON & CO	COM	075887109	37	1,008
BELLSOUTH CORP	COM	079860102	17,470	420,458
BELLSOUTH CORP	COM	079860102	6,509	156,658
BERKSHIRE HATHAWAY INC DEL CL A CL A		084670108	560	8
BERKSHIRE HATHAWAY INC DEL CL A CL A		084670108	1,400	20
BERKSHIRE HATHAWAY INC DEL CL B		084670207	1,046	449
BERKSHIRE HATHAWAY INC DEL CL B		084670207	571	245
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	5	1,500
BIOCRYST PHARMACEUTICALS INC	COM	09058V103	409	114,054
BIOGEN INC	COM	090597105	902	16,225
BIOGEN INC	COM	090597105	36	650
BLACK HILLS CORP	COM	092113109	1,526	50,000
BLACKROCK INSD MUN TERM TR INC	COM	092474105	259	25,000
BLOCK H & R INC	COM	093671105	208	5,400
BLOCK H & R INC	COM	093671105	185	4,800
BLOUNT INTL INC NEW	COM	095180105	98	41,851
BOEING CO	COM	097023105	659	19,658
BOEING CO	COM	097023105	6,160	183,894
BRISTOL MYERS SQUIBB CO	COM	110122108	37,207	669,673
BRISTOL MYERS SQUIBB CO	COM	110122108	7,307	131,522
BROADCOM CORPORATION	CL A	111320107	873	43,000
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	3,171	118,548
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	148	5,544
BURLINGTON RESOURCES INC	COM	122014103	431	12,587
BURLINGTON RESOURCES INC	COM	122014103	144	4,204
CIGNA CORP	COM	125509109	25	300
CIGNA CORP	COM	125509109	182	2,196
CSG SYS INTL INC	COM	126349109	1,230	30,000
CSX CORP	COM	126408103	275	8,740
CSX CORP	COM	126408103	95	3,020
CVS CORPORATION (DEL)	COM	126650100	785	23,650
CVS CORPORATION (DEL)	COM	126650100	157	4,714
CADENCE DESIGN SYS INC	COM	127387108	1,665	100,000
CALPINE CORP	COM	131347106	1,371	60,100
CAMPBELL SOUP CO	COM	134429109	246	8,800
CAMPBELL SOUP CO	COM	134429109	42	1,500
CARDINAL HEALTH INC	COM	14149Y108	25	344
CARDINAL HEALTH INC	COM	14149Y108	383	5,180
CATELLUS DEV CORP	COM	149111106	1,191	68,136
CATERPILLAR INC	COM	149123101	6,033	134,667
CATERPILLAR INC	COM	149123101	393	8,768
CENTURYTEL INC	COM	156700106	504	15,058
CENTURYTEL INC	COM	156700106	27	800
CHEVRON CORP	COM	166751107	23,217	273,950
CHEVRON CORP	COM	166751107	2,998	35,376
CHICOS FAS INC	COM	168615102	942	40,000
CHUBB CORP	COM	171232101	383	5,360
CIENA CORP	COM	171779101	1,042	101,300
CINERGY CORP	COM	172474108	118	3,837
CINERGY CORP	COM	172474108	370	12,000
CIRCUIT CITY STORES GROUP	CIRCT CITY GRP	172737108	209	17,429
CIRCUIT CITY STORES GROUP	CIRCT CITY GRP	172737108	26	2,201
CISCO SYS INC	COM	17275R102	13,862	1,138,099
CISCO SYS INC	COM	17275R102	707	58,021
CIRRUS LOGIC INC	COM	172755100	371	50,000

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CITIGROUP INC	COM	172967101	18,969	468,372
CITIGROUP INC	COM	172967101	4,692	115,841
CLOROX CO	COM	189054109	2,946	79,614
CLOROX CO	COM	189054109	356	9,633
COCA COLA CO	COM	191216100	49,152	1,049,134
COCA COLA CO	COM	191216100	58,899	1,257,173
COCA COLA ENTERPRISES INC	COM	191219104	2	125
COCA COLA ENTERPRISES INC	COM	191219104	14,414	939,638
COLGATE PALMOLIVE CO	COM	194162103	6,828	117,216
COLGATE PALMOLIVE CO	COM	194162103	16,160	277,428
COLONIAL BANCGROUP INC	COM	195493309	156	12,166
COLONIAL BANCGROUP INC	COM	195493309	133	10,388
COLONIAL PPTYS TR (REIT)	SH BEN INT	195872106	41	1,400
COLONIAL PPTYS TR (REIT)	SH BEN INT	195872106	441	14,925
COMERICA INC	COM	200340107	2,781	50,200
COMPASS BANCSHARES, INC.	COM	20449H109	2,316	88,969
COMPASS BANCSHARES, INC.	COM	20449H109	2,430	93,356
COMPAQ COMPUTER CORP	COM	204493100	130	15,678
COMPAQ COMPUTER CORP	COM	204493100	210	25,254
CONAGRA FOODS INC COM	COM	205887102	3,080	137,200
CONAGRA FOODS INC COM	COM	205887102	233	10,362
CONEXANT SYS INC	COM	207142100	128	15,366
CONEXANT SYS INC	COM	207142100	24	2,914
CONOCO INC	CL B	208251405	3,936	155,325
CONOCO INC	CL B	208251405	156	6,156
CONSOLIDATED EDISON INC	COM	209115104	175	4,301
CONSOLIDATED EDISON INC	COM	209115104	169	4,150
CORNING INC	COM	219350105	1,764	200,000
CORNING INC	COM	219350105	94	10,633
COSTCO WHSL CORP	COM	22160K105	2,880	81,000
COSTCO WHSL CORP	COM	22160K105	377	10,600
COVANTA ENERGY CORP	COM	22281N103	140	12,000
DPL INC	COM	233293109	2,031	83,494
DPL INC	COM	233293109	34	1,400
DST SYS INC DEL	COM	233326107	865	20,000
DTE ENERGY CO	COM	233331107	204	4,750
DTE ENERGY CO	COM	233331107	2	50
DELL COMPUTER CORP	COM	247025109	653	35,216
DELL COMPUTER CORP	COM	247025109	291	15,693
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	2,664	226,717
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	71	6,032
DELTA AIR LINES INC	COM	247361108	195	7,390
DELTA AIR LINES INC	COM	247361108	150	5,688
DELTIC TIMBER CORP	COM	247850100	465	18,386
DIAL CORP NEW COM	COM	25247D101	1,566	94,630
DIAL CORP NEW COM	COM	25247D101	143	8,650
DIAMOND OFFSHORE DRILLNG INC	COM	25271C102	1,356	53,785
DIAMOND OFFSHORE DRILLNG INC	COM	25271C102	3	100
DIEBOLD INC	COM	253651103	287	7,523
DILLARDS INC	CL A	254067101	152	11,553
DILLARDS INC	CL A	254067101	111	8,400
WALT DISNEY COMPANY	COM DISNEY	254687106	816	43,844
WALT DISNEY COMPANY	COM DISNEY	254687106	1,170	62,848
DOLLAR TREE STORES INC	COM	256747106	1,398	74,000
DOMINION RES INC VA NEW	COM	25746U109	2,814	47,408
DOMINION RES INC VA NEW	COM	25746U109	72	1,221
DOVER CORP	COM	260003108	814	27,044
DOVER CORP	COM	260003108	113	3,745
DOW CHEM CO COM	COM	260543103	1,233	37,634
DOW CHEM CO COM	COM	260543103	588	17,949
DREYFUS STRATEGIC MUNS INC	COM	261932107	486	50,183
DREYFUS STRATEGIC MUNS INC	COM	261932107	33	3,400

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DREYFUS STRATEGIC MUN BD FD INC	COM	26202F107	464	51,548
DU PONT E I DE NEMOURS & CO	COM	263534109	12,925	344,482
DU PONT E I DE NEMOURS & CO	COM	263534109	1,921	51,193
DUFF & PHELPS UTILS INCOME, INC	COM	264324104	238	22,179
DUFF & PHELPS UTILS INCOME, INC	COM	264324104	139	12,980
DUKE ENERGY CORP	COM	264399106	6,763	178,671
DUKE ENERGY CORP	COM	264399106	656	17,324
DURECT CORP	COM	266605104	306	31,617
E M C CORP MASS	COM	268648102	6,958	592,141
E M C CORP MASS	COM	268648102	419	35,645
ENSCO INTL INC	COM	26874Q100	936	64,000
EASTMAN KODAK CO	COM	277461109	579	17,794
EASTMAN KODAK CO	COM	277461109	314	9,660
EATON CORP	COM	278058102	233	3,932
EATON VANCE MUNICIPAL INCOME FD SH BEN INT		27826U108	432	33,332
EL PASO CORP	COM	28336L109	369	8,871
EL PASO CORP	COM	28336L109	440	10,593
ELECTRONIC ARTS	COM	285512109	1,735	38,000
ELECTRONIC ARTS	COM	285512109	183	4,000
ELECTRONIC DATA SYS CORP NEW	COM	285661104	729	12,662
ELECTRONIC DATA SYS CORP NEW	COM	285661104	769	13,356
EMERSON ELECTRIC CO	COM	291011104	5,838	124,057
EMERSON ELECTRIC CO	COM	291011104	504	10,710
ENERGEN CORP	COM	29265N108	155	6,896
ENERGEN CORP	COM	29265N108	195	8,650
ENERGYSOUTH INC	COM	292970100	1,205	55,405
ENERGYSOUTH INC	COM	292970100	44	2,000
ENRON CORPORATION	COM	293561106	5,667	208,111
ENRON CORPORATION	COM	293561106	15	550
ENTERGY CORP	COM	29364G103	502	14,109
ENTERGY CORP	COM	29364G103	75	2,100
EQUITABLE RES INC	COM	294549100	788	26,250
EQUITY INCOME FUND	UT 1 EX SR-ATT	294700703	401	3,083
EXELON CORP	COM	30161N101	294	6,595
EXELON CORP	COM	30161N101	115	2,579
EXPRESS SCRIPTS INC	COM	302182100	1,106	20,000
EXXON MOBIL CORP	COM	30231G102	64,054	1,625,733
EXXON MOBIL CORP	COM	30231G102	15,431	391,660
FPL GROUP INC	COM	302571104	4,560	85,163
FPL GROUP INC	COM	302571104	190	3,550
FAMILY DOLLAR STORES INC	COM	307000109	1,995	72,497
FAMILY DOLLAR STORES INC	COM	307000109	35	1,283
FEDERAL HOME LN MTG CORP	COM	313400301	2,288	35,202
FEDERAL HOME LN MTG CORP	COM	313400301	2	36
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	29,149	364,090
FEDERAL NATIONAL MORTGAGE ASSN	COM	313586109	946	11,817
FEDEX CORP	COM	31428X106	1,400	38,084
FEDEX CORP	COM	31428X106	34	929
FIRST DATA CORP	COM	319963104	837	14,365
FIRST DATA CORP	COM	319963104	111	1,902
FIRST HEALTH GROUP CORP	COM	320960107	2,350	80,000
FIRST HEALTH GROUP CORP	COM	320960107	12	400
FIRST TENNESSEE NATIONAL CORP	COM	337162101	222	5,992
FIRST VIRGINIA BANKSHARES, INC.	COM	337477103	1,130	24,680
FIRSTENERGY CORP	COM	337932107	255	7,091
FIRSTENERGY CORP	COM	337932107	7	190
FLEETBOSTON FINL CORP	COM	339030108	6,948	189,053
FLEETBOSTON FINL CORP	COM	339030108	85	2,302
FLEMING COMPANIES INC	COM	339130106	535	18,150
FLORIDA ROCK INDS INC	COM	341140101	288	9,124
FLORIDA ROCK INDS INC	COM	341140101	33	1,057
FORD MTR CO DEL COM	PAR \$0.01	345370860	5,795	333,992

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FORD MTR CO DEL COM	PAR \$0.01	345370860	608	35,038
FOREST LABS INC	COM	345838106	2,349	32,565
FOREST LABS INC	COM	345838106	14	200
FORTUNE BRANDS INC	COM	349631101	556	16,595
FORTUNE BRANDS INC	COM	349631101	143	4,280
FRONTIER AIRLINES	COM	359065109	662	80,000
GALLAGHER ARTHUR J & CO	COM	363576109	1,083	32,000
GALLAHER GROUP PLC	SPONSORED ADR	363595109	448	16,772
GALLAHER GROUP PLC	SPONSORED ADR	363595109	98	3,680
GANNETT INC	COM	364730101	863	14,361
GANNETT INC	COM	364730101	778	12,942
GAP INC	COM	364760108	1,162	97,245
GAP INC	COM	364760108	57	4,800
GENENTECH INC	COM NEW	368710406	238	5,400
GENERAL DYNAMICS CORP	COM	369550108	5,226	59,168
GENERAL DYNAMICS CORP	COM	369550108	3	34
GENERAL ELECTRIC CO	COM	369604103	76,311	2,051,366
GENERAL ELECTRIC CO	COM	369604103	22,059	592,995
GENERAL MILLS INC	COM	370334104	6,110	134,279
GENERAL MILLS INC	COM	370334104	549	12,067
GENERAL MOTORS CORP	COM	370442105	7,963	185,608
GENERAL MOTORS CORP	COM	370442105	591	13,777
GENERAL MTRS CORP CLASS H NEW	CL H NEW	370442832	1,170	87,739
GENERAL MTRS CORP CLASS H NEW	CL H NEW	370442832	23	1,708
GENUINE PARTS CO	COM	372460105	1,193	37,455
GENUINE PARTS CO	COM	372460105	653	20,495
GENZYME CORP	GENL DIV	372917104	4,769	105,000
GEORGIA PAC CORP (GEORGIA PAC)	GA PAC GRP	373298108	3,101	107,728
GEORGIA PAC CORP (GEORGIA PAC)	GA PAC GRP	373298108	58	2,000
GEORGIA PAC CORP TIMBER GROUP	COM-TIMBER GRP	373298702	4,015	110,844
GILEAD SCIENCES INC	COM	375558103	3,595	64,000
GILLETTE CO	COM	375766102	4,669	156,679
GILLETTE CO	COM	375766102	2,069	69,429
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	210	3,736
GLAXO SMITHKLINE	SPONSORED ADR	37733W105	124	2,215
GLOBAL MARINE INC	COM	379352404	1,142	81,600
GRAY COMMUNICATIONS SYSTEM INC	COM	389190109	2,351	154,688
HCA-INC	COM	404119109	234	5,285
HCB BANCSHARES INC	COM	40413N106	2,534	204,855
HALLIBURTON CO	COM	406216101	4,459	197,720
HALLIBURTON CO	COM	406216101	318	14,108
HARTFORD FINL SVCS GROUP INC	COM	416515104	200	3,405
HARTFORD FINL SVCS GROUP INC	COM	416515104	13	225
HEALTHSOUTH CORP	COM	421924101	99	6,075
HEALTHSOUTH CORP	COM	421924101	116	7,150
HEALTH MGMT ASSOC INC NEW	CL A	421933102	2,076	100,000
HEINZ H J CO	COM	423074103	1,843	43,731
HEINZ H J CO	COM	423074103	558	13,245
HERSHEY FOODS CORP	COM	427866108	941	14,398
HERSHEY FOODS CORP	COM	427866108	675	10,332
HEWLETT PACKARD CO	COM	428236103	1,134	70,650
HEWLETT PACKARD CO	COM	428236103	500	31,166
HIBERNIA CORP	CL A	428656102	408	24,976
HILTON HOTELS	COM	432848109	918	116,994
HOME DEPOT INC	COM	437076102	18,519	482,641
HOME DEPOT INC	COM	437076102	1,301	33,899
HONEYWELL INTERNATIONAL INC	COM	438516106	532	20,135
HONEYWELL INTERNATIONAL INC	COM	438516106	289	10,933
HOST MARRIOTT CORP NEW (REIT)	COM	44107P104	618	87,598
HOUSEHOLD INTERNATIONAL CORP	COM	441815107	453	8,028
HOUSEHOLD INTERNATIONAL CORP	COM	441815107	640	11,353
HOUSTON EXPL CO	COM	442120101	2,976	120,000

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ICN PHARMACEUTICALS INC NEW	COM	448924100	1,484	56,300
ICOS CORP	COM	449295104	1,968	40,000
IDEC PHARMACEUTICALS CORP	COM	449370105	3,470	70,000
IDACORP INC	COM	451107106	2,181	61,000
INPRIMIS INC	COM	45769X103	1	10,000
INSURED MUNICIPAL INCOME FUND	COM	45809F104	602	44,583
INSURED MUNICIPAL INCOME FUND	COM	45809F104	12	865
INTEGRATED DEVICE TECH INC	COM	458118106	1,207	60,000
INTEL CORP	COM	458140100	34,751	1,700,137
INTEL CORP	COM	458140100	4,229	206,882
INTERGRAPH CORP	COM	458683109	271	30,250
INTERGRAPH CORP	COM	458683109	31	3,500
INTERNATIONAL BUS MACHINES CORP	COM	459200101	46,415	506,054
INTERNATIONAL BUS MACHINES CORP	COM	459200101	5,694	62,076
INTL FLAVORS & FRAGRANCES INC	COM	459506101	117	4,208
INTL FLAVORS & FRAGRANCES INC	COM	459506101	106	3,822
INTERNATIONAL PAPER CO	COM	460146103	11,735	336,830
INTERNATIONAL PAPER CO	COM	460146103	1,544	44,314
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	888	16,000
IVAX CORP	COM	465823102	2,231	100,616
JDS UNIPHASE CORP	COM	46612J101	2,267	358,742
JDS UNIPHASE CORP	COM	46612J101	65	10,235
JP MORGAN CHASE & CO	COM	46625H100	11,805	345,675
JP MORGAN CHASE & CO	COM	46625H100	1,066	31,223
JEFFERSON PILOT CORP	COM	475070108	11,839	266,164
JEFFERSON PILOT CORP	COM	475070108	4,368	98,204
JOHNSON & JOHNSON	COM	478160104	52,820	953,435
JOHNSON & JOHNSON	COM	478160104	5,066	91,442
JONES APPAREL GROUP INC	COM	480074103	1,020	40,000
KELLOGG CO	COM	487836108	209	6,975
KELLOGG CO	COM	487836108	336	11,200
KEYCORP NEW	COM	493267108	1,201	49,732
KEYCORP NEW	COM	493267108	10	400
KIMBERLY CLARK CORP	COM	494368103	16,874	272,169
KIMBERLY CLARK CORP	COM	494368103	3,762	60,680
KNIGHT RIDDER INC	COM	499040103	1,782	31,898
KRAFT FOODS INC	CL A	50075N104	2,705	78,705
KROGER CO	COM	501044101	1,584	64,300
LEGG MASON INC	COM	524901105	1,272	32,000
LEHMAN BROS HLDGS INC	COM	524908100	112	1,978
LEHMAN BROS HLDGS INC	COM	524908100	117	2,054
LILLY ELI & CO	COM	532457108	3,243	40,180
LILLY ELI & CO	COM	532457108	2,688	33,313
LIMITED INC	COM	532716107	2,195	231,056
LINCARE HLDGS INC	COM	532791100	1,275	48,000
LINCOLN NATIONAL CORP IND	COM	534187109	3,106	66,600
LINCOLN NATIONAL CORP IND	COM	534187109	23	500
LOEWS CORP	COM	540424108	6	130
LOEWS CORP	COM	540424108	833	18,000
LONE STAR TECHNOLOGIES INC	COM	542312103	1,736	140,000
LOUISIANA PACIFIC CORP	COM	546347105	622	95,645
LOWES COS INC	COM	548661107	8,709	275,170
LOWES COS INC	COM	548661107	81	2,550
LUCENT TECHNOLOGIES INC	COM	549463107	286	49,870
LUCENT TECHNOLOGIES INC	COM	549463107	302	52,739
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	1	40
LUFKIN INDUSTRIES INCORPORATED	COM	549764108	843	36,765
MBNA CORP	COM	55262L100	543	17,920
MBNA CORP	COM	55262L100	8	280
MFS MULTIMARKET INCOME TRUST	SH BEN INT	552737108	59	9,815
MFS MULTIMARKET INCOME TRUST	SH BEN INT	552737108	14	2,380
MANULIFE FINL CORP	COM	56501R106	218	8,299



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MARSH & MCLENNAN COS INC	COM	571748102	3,298	34,107
MARSH & MCLENNAN COS INC	COM	571748102	764	7,903
MARRIOTT INTL INC NEW	CL A	571903202	1,236	37,000
MARRIOTT INTL INC NEW	CL A	571903202	251	7,500
MASCO CORP	COM	574599106	207	10,150
MASCO CORP	COM	574599106	305	14,900
MAY DEPT STORES CO	COM	577778103	157	5,400
MAY DEPT STORES CO	COM	577778103	67	2,322
MAYTAG CORP	COM	578592107	17,675	717,325
MAYTAG CORP	COM	578592107	49	2,000
MCCORMICK & CO INC COM STOCK	COM NON VTG	579780206	823	17,964
MCCORMICK & CO INC COM STOCK	COM NON VTG	579780206	41	888
MCDONALDS CORP	COM	580135101	8,655	318,900
MCDONALDS CORP	COM	580135101	1,518	55,950
MCGRW-HILL COMPANIES INC NEW	COM	580645109	408	7,014
MCGRW-HILL COMPANIES INC NEW	COM	580645109	81	1,400
MCKESSON CORPORATION	COM	58155Q103	188	4,968
MCKESSON CORPORATION	COM	58155Q103	128	3,383
MEAD CORP	COM	582834107	1,697	61,295
MEAD CORP	COM	582834107	2,276	82,228
MEDIMMUNE INC	COM	584699102	891	25,000
MEDTRONIC INC	COM	585055106	5,292	121,653
MEDTRONIC INC	COM	585055106	522	12,000
MERCK & CO INC	COM	589331107	32,990	495,350
MERCK & CO INC	COM	589331107	10,953	164,455
MERRILL LYNCH & CO INC	COM	590188108	4,581	112,834
MERRILL LYNCH & CO INC	COM	590188108	2	50
MICREL INC	COM	594793101	399	20,000
MICROSOFT CORP	COM	594918104	36,090	705,304
MICROSOFT CORP	COM	594918104	3,077	60,141
MICROCHIP TECHNOLOGY INC	COM	595017104	1,340	50,000
MICRON TECHNOLOGY INC	COM	595112103	327	17,360
MICRON TECHNOLOGY INC	COM	595112103	82	4,350
MILLENNIUM PHARMACTCLS INC	COM	599902103	3,199	180,100
MINNESOTA MINING & MFG CO	COM	604059105	2,269	23,057
MINNESOTA MINING & MFG CO	COM	604059105	1,740	17,688
MIRANT CORP	COM	604675108	3,209	146,539
MIRANT CORP	COM	604675108	655	29,912
MOODYS CORP	COM	615369105	174	4,710
MOODYS CORP	COM	615369105	30	800
MORGAN STANLEY DEAN WITTER & CO NEW		617446448	7,530	162,467
MORGAN STANLEY DEAN WITTER & CO NEW		617446448	610	13,168
MOTOROLA INC	COM	620076109	960	61,511
MOTOROLA INC	COM	620076109	563	36,120
MUNIHOLDINGS FD II INC	COM	625935101	134	10,900
MUNIHOLDINGS INSD FD II INC	COM	62625A102	130	10,000
MUNIHOLDINGS INSD FD II INC	COM	62625A102	9	700
MURPHY OIL CORP	COM	626717102	1,411	19,500
MYLAN LABORATORIES INC	COM	628530107	2,417	74,100
NATIONAL CITY CORP	COM	635405103	235	7,852
NATIONAL CITY CORP	COM	635405103	60	2,000
NATIONAL COMM FINL CORP	COM	63545P104	2,349	90,000
NATIONAL COMM FINL CORP	COM	63545P104	91	3,499
NATIONAL-OILWELL INC	COM	637071101	580	40,000
NETWORK APPLIANCE INC	COM	64120L104	78	11,475
NEWMONT MINING CORP (NEW)	COM	651639106	1,344	56,941
NEWMONT MINING CORP (NEW)	COM	651639106	4	188
NOKIA CORP	SPONSORED ADR	654902204	2,390	152,720
NOKIA CORP	SPONSORED ADR	654902204	416	26,606
NOBLE DRILLING CORP	COM	655042109	1,296	54,000
NORFOLK SOUTHERN CORPORATION	COM	655844108	268	16,641
NORFOLK SOUTHERN CORPORATION	COM	655844108	406	25,204

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NORTEL NETWORKS CORP NEW	COM	656568102	1,311	233,627
NORTEL NETWORKS CORP NEW	COM	656568102	44	7,853
NOVELLUS SYS INC	COM	670008101	2,199	77,000
NUVEEN PERF PLUS MUN FD INC	COM	67062P108	191	13,360
NUVEEN PERF PLUS MUN FD INC	COM	67062P108	10	700
NVIDIA CORP	COM	67066G104	824	30,000
OGE ENERGY CORP	COM	670837103	162	7,400
OGE ENERGY CORP	COM	670837103	51	2,350
NUVEEN MUN VALUE FD INC	COM	670928100	195	21,108
NUVEEN MUN VALUE FD INC	COM	670928100	34	3,666
NUVEEN TEX QUAL INCM MUN FD	COM	670983105	723	49,800
OCCIDENTAL PETE CORP	COM	674599105	506	20,796
OCCIDENTAL PETE CORP	COM	674599105	5	200
OLD REPUBLIC INTL CORP	COM	680223104	64	2,438
OLD REPUBLIC INTL CORP	COM	680223104	8,543	325,960
OMNICOM GROUP	COM	681919106	388	5,982
ONEOK INC NEW	COM	682680103	308	18,606
ORACLE CORPORATION	COM	68389X105	10,084	801,587
ORACLE CORPORATION	COM	68389X105	492	39,104
OXFORD HEALTH PLANS INC	COM	691471106	1,136	40,000
PNC FINANCIAL SERVICES GROUP	COM	693475105	126	2,200
PNC FINANCIAL SERVICES GROUP	COM	693475105	155	2,701
PPG INDUSTRIES INC	COM	693506107	6	126
PPG INDUSTRIES INC	COM	693506107	284	6,200
PACCAR INC	COM	693718108	12	250
PACCAR INC	COM	693718108	273	5,554
PARKER DRILLING CO	COM	701081101	924	300,000
PEMCO AVIATION GROUP INC	COM	706444106	135	10,000
PEOPLES BANCTRUST INC	COM	709796106	4,841	405,100
PEOPLES BANCTRUST INC	COM	709796106	59	4,928
PEPSICO INC	COM	713448108	23,071	475,686
PEPSICO INC	COM	713448108	2,425	49,995
PFIZER INC	COM	717081103	50,392	1,256,660
PFIZER INC	COM	717081103	5,548	138,343
PHARMACIA CORP	COM	71713U102	10,811	266,544
PHARMACIA CORP	COM	71713U102	1,845	45,485
PHILIP MORRIS COS INC	COM	718154107	18,217	377,242
PHILIP MORRIS COS INC	COM	718154107	2,993	61,974
PHILLIPS PETE CO	COM	718507106	9,550	177,040
PHILLIPS PETE CO	COM	718507106	76	1,400
PIONEER NATURAL RESOURCES CO	COM	723787107	733	51,500
PITNEY BOWES INC	COM	724479100	1,272	33,296
PITNEY BOWES INC	COM	724479100	443	11,600
POWERWAVE TECHNOLOGIES INC	COM	739363109	477	40,000
PROASSURANCE CORP	COM	74267C106	243	16,329
PROASSURANCE CORP	COM	74267C106	24	1,633
PROCTER & GAMBLE CO	COM	742718109	28,926	397,391
PROCTER & GAMBLE CO	COM	742718109	5,838	80,207
PROGRESS ENERGY INC	COM	743263105	732	17,031
PROGRESS ENERGY INC	COM	743263105	147	3,422
PROTECTIVE LIFE CORP	COM	743674103	1,768	60,965
PROTECTIVE LIFE CORP	COM	743674103	6,575	226,710
PROTEIN DESIGN LABS INC	COM	74369L103	1,086	23,000
PROVIDIAN FINL CORP	COM	74406A102	432	21,422
PROVIDIAN FINL CORP	COM	74406A102	598	29,680
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	2,400	56,397
PUBLIC SVC ENTERPRISE GROUP INC	COM	744573106	36	844
PUTNAM INVT GRADE MUN TR	COM	746805100	338	31,000
PUTNAM MANAGED MUN INCOME TR	COM	746823103	2,553	300,334
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	76	12,568
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	10	1,600
PUTNAM MASTER INTER INCOME TR	SH BEN INT	746909100	55	9,142

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PUTNAM MASTER INTER INCOME TR	SH BEN INT	746909100	8	1,263
QUALCOMM INC	COM	747525103	6,059	127,441
QUALCOMM INC	COM	747525103	519	10,924
QUEST DIAGNOSTICS INC	COM	74834L100	2,838	46,000
QUESTAR CORP	COM	748356102	243	12,050
QUESTAR CORP	COM	748356102	20	1,000
QWEST COMM INTL INC	COM	749121109	1,440	86,229
QWEST COMM INTL INC	COM	749121109	238	14,265
RADIOSHACK CORP	COM	750438103	62	2,567
RADIOSHACK CORP	COM	750438103	165	6,800
RATIONAL SOFTWARE CORP	NEW	75409P202	346	40,000
RAYTHEON CO (NEW)	NEW	755111507	501	14,426
RAYTHEON CO (NEW)	NEW	755111507	74	2,124
REGIONS FINANCIAL CORP	COM	758940100	101,631	3,521,527
REGIONS FINANCIAL CORP	COM	758940100	52,790	1,829,168
RELIANT ENERGY INC	COM	75952J108	572	21,715
RELIANT ENERGY INC	COM	75952J108	191	7,273
ROCKWELL INTL CORP NEW	COM	773903109	253	17,262
ROCKWELL INTL CORP NEW	COM	773903109	53	3,614
ROCKWELL COLLINS INC	COM	774341101	251	17,662
ROCKWELL COLLINS INC	COM	774341101	44	3,089
ROSS STORES INC	COM	778296103	1,170	40,000
ROYAL DUTCH PETROLEUM COMPANY	NY REG GLD1.25	780257804	9,990	198,799
ROYAL DUTCH PETROLEUM COMPANY	NY REG GLD1.25	780257804	763	15,184
RUBY TUESDAY INC	COM	781182100	4,154	264,575
RUBY TUESDAY INC	COM	781182100	1,463	93,212
RUSSELL CORP	COM	782352108	48	3,515
RUSSELL CORP	COM	782352108	141	10,246
SBC COMMUNICATIONS INC NEW	COM	78387G103	31,109	660,210
SBC COMMUNICATIONS INC NEW	COM	78387G103	3,858	81,885
SCI SYSTEMS INC	COM	783890106	91	5,052
SCI SYSTEMS INC	COM	783890106	97	5,400
SPDR TR	UNIT SER 1	78462F103	235	2,250
SPDR TR	UNIT SER 1	78462F103	295	2,820
SABINE ROYALTY TRUST INTEREST	UNIT BEN INT	785688102	247	12,010
SAFeway INC	COM NEW	786514208	325	8,174
SAFeway INC	COM NEW	786514208	9	225
ST PAUL COS INC	COM	792860108	364	8,825
ST PAUL COS INC	COM	792860108	187	4,548
SAKS INC	COM	79377W108	155	31,000
SAKS INC	COM	79377W108	1	132
SARA LEE CORP	COM	803111103	525	24,641
SARA LEE CORP	COM	803111103	334	15,704
SCANA CORP NEW	COM	80589M102	803	31,642
SCANA CORP NEW	COM	80589M102	170	6,697
SCHERING-PLOUGH CORP	COM	806605101	15,464	416,810
SCHERING-PLOUGH CORP	COM	806605101	1,246	33,592
SCHLUMBERGER LTD	COM	806857108	8,721	190,837
SCHLUMBERGER LTD	COM	806857108	981	21,456
SCHWAB CHARLES CORP NEW	COM	808513105	1,515	131,700
SCUDDER MUN INCOME TR	SH BEN INT	81118R604	482	42,185
SEARS ROEBUCK & CO	COM	812387108	587	16,949
SEARS ROEBUCK & CO	COM	812387108	231	6,662
SECTOR SPDR TRUST	SBI INT-TECH	81369Y803	3,080	160,000
SEMPRA ENERGY	COM	816851109	238	9,612
SEMPRA ENERGY	COM	816851109	22	889
SEPRACOR INC	COM	817315104	3,231	90,000
SERVICEMASTER CO	COM	81760N109	1,461	131,761
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
SICOR INC	COM	825846108	2,267	120,000
SMITH INTL INC	COM	832110100	1,103	30,300

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SOLETRON CORP	COM	834182107	2,647	227,170
SOLETRON CORP	COM	834182107	5	450
SOLUTIA INC	COM	834376105	647	52,166
SOLUTIA INC	COM	834376105	16	1,316
SONOCO PRODUCTS CO	COM	835495102	306	13,000
SONOCO PRODUCTS CO	COM	835495102	194	8,237
SOUTH ALABAMA BANCORP INC	COM	836234104	238	24,455
SOUTH ALABAMA BANCORP INC	COM	836234104	239	24,500
SOUTHERN CO	COM	842587107	12,501	521,306
SOUTHERN CO	COM	842587107	2,409	100,476
SOUTHSIDE BANCSHARES INC	COM	84470P109	156	12,702
SOUTHTRUST CORP	COM	844730101	6,081	238,771
SOUTHTRUST CORP	COM	844730101	7,970	312,924
SOUTHWEST AIRLINES CO	COM	844741108	3,333	224,624
SOUTHWEST AIRLINES CO	COM	844741108	25	1,687
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	3,699	154,060
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	239	9,938
SPRINT CORP	PCS COM SER 1	852061506	761	28,928
SPRINT CORP	PCS COM SER 1	852061506	94	3,582
STATE STR CORP	COM	857477103	141	3,092
STATE STR CORP	COM	857477103	732	16,096
STERLING BANCSHARES INC	COM	858907108	425	32,116
SUN MICROSYSTEMS INC	COM	866810104	6,584	796,100
SUN MICROSYSTEMS INC	COM	866810104	263	31,817
SUNGARD DATA SYS INC	COM	867363103	2,818	120,580
SUNTRUST BANKS INC	COM	867914103	4,161	62,484
SUNTRUST BANKS INC	COM	867914103	1,171	17,581
SYBASE INC	COM	871130100	372	40,000
SYNOVUS FINANCIAL CORP	COM	87161C105	1,154	41,827
SYNOVUS FINANCIAL CORP	COM	87161C105	3,024	109,580
SYSCO CORP	COM	871829107	1,417	55,477
SYSCO CORP	COM	871829107	199	7,775
TCF FINL CORP	COM	872275102	921	20,000
TECO ENERGY INC	COM	872375100	482	17,790
TECO ENERGY INC	COM	872375100	289	10,648
TRW INC	COM	872649108	76	2,540
TRW INC	COM	872649108	131	4,398
TXU CORP	COM	873168108	5,595	120,789
TXU CORP	COM	873168108	135	2,910
TARGET CORP	COM	87612E106	4,772	150,315
TARGET CORP	COM	87612E106	428	13,481
TELEFONICA S. A.	SPONSORED ADR	879382208	413	12,152
TELEFONICA S. A.	SPONSORED ADR	879382208	6	176
TELEPHONE & DATA SYS INC	COM	879433100	283	3,000
TELLABS INC	COM	879664100	1,666	168,605
TELLABS INC	COM	879664100	44	4,443
TERADYNE INC	COM	880770102	979	50,200
TERADYNE INC	COM	880770102	2	100
TEXACO INC	COM	881694103	8,782	135,108
TEXACO INC	COM	881694103	740	11,383
TEXAS INSTRUMENTS INC	COM	882508104	10,662	426,813
TEXAS INSTRUMENTS INC	COM	882508104	597	23,903
TEXTRON INC	COM	883203101	259	7,700
3 COM CORP	COM	885535104	1,131	301,500
3 COM CORP	COM	885535104	8	2,000
TOPPS COMPANY	COM	890786106	240	25,000
TORCHMARK CORP	COM	891027104	8,839	226,643
TORCHMARK CORP	COM	891027104	10,523	269,827
TRICON GLOBAL RESTAURANTS	COM	895953107	1,284	32,750
TRICON GLOBAL RESTAURANTS	COM	895953107	21	531
TRIQUINT SEMICONDUCTOR INC	COM	89674K103	709	44,350
TRIZEC HAHN CORPORATION	SUB VTG	896938107	1,232	68,400

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TRUSTMARK CORP	COM	898402102	834	37,270
TYCO INTL LTD NEW	COM	902124106	11,035	242,521
TYCO INTL LTD NEW	COM	902124106	1,136	24,957
USX-MARATHON GRP	COM NEW	902905827	7,114	265,953
USX-MARATHON GRP	COM NEW	902905827	88	3,283
UST INC	COM	902911106	7,938	239,110
UST INC	COM	902911106	80	2,400
US BANCORP DEL COM NEW	COM NEW	902973304	5,149	232,144
US BANCORP DEL COM NEW	COM NEW	902973304	315	14,211
UNION PACIFIC CORP	COM	907818108	2,485	52,995
UNION PACIFIC CORP	COM	907818108	227	4,841
UNION PLANTERS CORP	COM	908068109	2,132	49,690
UNION PLANTERS CORP	COM	908068109	7,853	183,056
UNITED PARCEL SVC INC	CL B	911312106	60	1,150
UNITED PARCEL SVC INC	CL B	911312106	218	4,200
UNITED SEC BANCSHARES INC	SHS	911459105	3,049	108,793
UNITED SEC BANCSHARES INC	SHS	911459105	14	500
UNITED TECHNOLOGIES CORP	COM	913017109	585	12,581
UNITED TECHNOLOGIES CORP	COM	913017109	583	12,532
UNOCAL CORP	COM	915289102	3,854	118,598
UNOCAL CORP	COM	915289102	33	1,000
USINTERNETWORKING INC	COM	917311805	5	19,686
V F CORP	COM	918204108	2,056	70,248
V F CORP	COM	918204108	433	14,800
VENATOR GROUP INC	COM	922944103	195	12,800
VERIZON COMMUNICATIONS	COM	92343V104	33,421	617,653
VERIZON COMMUNICATIONS	COM	92343V104	4,002	73,953
VERTEX PHARMACEUTICALS INC	COM	92532F100	649	36,000
VIACOM INC	CL B	925524308	540	15,662
VIACOM INC	CL B	925524308	31	911
VITESSE SEMICONDUCTOR CORP	COM	928497106	310	40,000
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	102	2,200
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	178	3,840
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	429	19,540
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	365	16,640
VULCAN MATERIALS CO	COM	929160109	11,937	276,321
VULCAN MATERIALS CO	COM	929160109	5,717	132,345
WACHOVIA CORP	COM	929903102	7,295	235,314
WACHOVIA CORP	COM	929903102	689	22,234
WADDELL & REED FINL INC CL A	CL A	930059100	436	16,760
WADDELL & REED FINL INC CL A	CL A	930059100	2,705	104,054
WAL MART STORES INC	COM	931142103	41,116	830,620
WAL MART STORES INC	COM	931142103	5,499	111,095
WALGREEN CO	COM	931422109	3,511	101,975
WALGREEN CO	COM	931422109	7	200
WASHINGTON MUTUAL INC	COM	939322103	548	14,251
WASHINGTON MUTUAL INC	COM	939322103	92	2,397
WASTE MANAGEMENT COM	COM	94106L109	1,578	59,005
WATSON PHARMACEUTICALS INC	COM	942683103	4,828	88,254
WATSON PHARMACEUTICALS INC	COM	942683103	2	33
WEATHERFORD INTL INC NEW	COM	947074100	1,122	44,000
WELLS FARGO & CO NEW	COM	949746101	9,573	215,364
WELLS FARGO & CO NEW	COM	949746101	651	14,656
WESTAMERICA BANCORPORATION	COM	957090103	577	16,000
WEYERHAEUSER CO	COM	962166104	832	17,081
WEYERHAEUSER CO	COM	962166104	106	2,179
WILLIAMS COS INC	COM	969457100	1,996	73,104
WILLIAMS COS INC	COM	969457100	113	4,146
WINN DIXIE STORES INC	COM	974280109	13	1,165
WINN DIXIE STORES INC	COM	974280109	867	75,746
WISCONSIN ENERGY CORP	COM	976657106	481	21,380
WISCONSIN ENERGY CORP	COM	976657106	17	736

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WORLDCOM INC/WORLDCOM GROUP	WRLDCOM GP COM	98157D106	4,776	317,569
WORLDCOM INC/WORLDCOM GROUP	WRLDCOM GP COM	98157D106	1,194	79,386
WRIGLEY WM JR CO	COM	982526105	3,077	59,990
WRIGLEY WM JR CO	COM	982526105	626	12,200
XTO ENERGY INC	COM	98385X106	208	14,944
XCEL ENERGY INC	COM	98389B100	237	8,418
XCEL ENERGY INC	COM	98389B100	9	302
XILINX INC	COM	983919101	1,116	47,424
ZIMMER HLDGS INC	COM	98956P102	505	18,202
ZIMMER HLDGS INC	COM	98956P102	252	9,089