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TEXAS CAPITAL BANCSHARES INC/TX
Form 13F-HR
April 06, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03/31/2012

Check here if Amendment Amendment Number:

This Amendment is a restatement

Institutional Investment Manager Filing this Report:

Name: TEXAS CAPITAL BANCSHARES
Address: 2000 MCKINNEY AVE., SUITE
700
DALLAS, TX 75201

13F File Number: 028-11275

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: DAVID A. FOLZ
Title: EXECUTIVE VICE PRESIDENT
Phone: 214-932-6625

Signature, Place, and Date of Signing: /s/ David A. Folz

1 DALLAS, TX 75201 04/06/2012

Report Type (Check only one)

13F HOLDINGS REPORT
 13F COMBINATION REPORT

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers : 0
Form 13F Information Table Entry Total: 230
Form 13F Information Table Value Total: \$98,131

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all

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institutional investment Managers with respect to which this report is filed, other than the Manager filing this report.

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY			
			X \$1000	PRN AMOUNT					PRN	CALL	DISCRTN	MANAGERS
ABB LTD SPONSORED ADR	COMMON STOCK	000375204	365	17879	SH		SOLE				17879	
AFLAC INC COM	COMMON STOCK	001055102	395	8589	SH		SOLE					8589
ABBOTT LABS	COMMON STOCK	002824100	883	14407	SH		SOLE			25		14382
			60	980	SH		OTHER					980
ADECCO S.A.	COMMON STOCK	006754204	239	9150	SH		SOLE					9150
ADIDAS AG ADR	COMMON STOCK	00687A107	380	9721	SH		SOLE					9721
ADOBE SYS INC COM	COMMON STOCK	00724F101	524	15270	SH		SOLE					15270
			48	1400	SH		OTHER					1400
AETNA INC NEW COM	COMMON STOCK	00817Y108	398	7941	SH		SOLE			28		7913
			12	240	SH		OTHER					240
AIR LIQUIDE ADR	COMMON STOCK	009126202	261	9791	SH		SOLE					9791
ALLIANZ SE SP ADR 1/10 SH	FOREIGN STOCK	018805101	350	29459	SH		SOLE					29459
AMPHENOL CORP NEW CL A	COMMON STOCK	032095101	589	9860	SH		SOLE					9860
			60	1000	SH		OTHER					1000
APACHE CORP COM	COMMON STOCK	037411105	482	4795	SH		SOLE			15		4780
			15	150	SH		OTHER					150
ARCHER DANIELS MIDLAND CO	COMMON STOCK	039483102	533	16850	SH		SOLE			60		16790
COLUMN TOTALS			5594									

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY			
			X \$1000	PRN AMOUNT					PRN	CALL	DISCRTN	MANAGERS
ARCHER DANIELS MIDLAND CO	COMMON STOCK	039483102	17	550	SH		OTHER					
AUTOMATIC DATA PROCESSING INCOM	COMMON STOCK	053015103	449	8130	SH		SOLE					
			44	800	SH		OTHER					
AXA SPONSORED ADR	COMMON STOCK	054536107	316	19084	SH		SOLE					
BASF-SE	COMMON STOCK	055262505	330	3771	SH		SOLE					
BG PLC ADR FIN	COMMON STOCK	055434203	432	18634	SH		SOLE					

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INST N										
BSD MED CORP DEL COM	COMMON STOCK	055662100	162	78470	SH		SOLE			78470
BANCO BILBAO VIZ CAYA	COMMON STOCK	05946K101	187	23462	SH		SOLE			
BANCO SANTANDER CHILE NEW SP ADR	COMMON STOCK	05965X109	423	4909	SH		SOLE			
BANK OF NEW YORK MELLON CORPCOM	COMMON STOCK	064058100	374	15485	SH		SOLE			60
				13	520	SH	OTHER			
BARD C R INC COM	COMMON STOCK	067383109	271	2750	SH		SOLE			
				30	300	SH	OTHER			
BARCLAYS BK PLC	MASTER LIMITED PARTNERSHIPS	06738C778	19977	472049	PRN		SOLE			471751
				461	10882	PRN	OTHER			10130
							OTHER			
BARCLAYS PLC	COMMON STOCK	06738E204	505	33325	SH		SOLE			
BARRICK GOLD CORP COM	COMMON STOCK	067901108	317	7292	SH		SOLE			
BAXTER INTL INC COLUMN TOTALS	COMMON STOCK	071813109	362	6050	SH		SOLE			20
				24670						

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT DISCRTN	OTHER MANAGERS	VOTING AUTHORITY		
			X \$1000	AMOUNT					PRN	CALL	SOLE
BAXTER INTL INC COM	COMMON STOCK	071813109	362	6050	SH		SOLE				6030
				13	210	SH	OTHER				210
BAYER A G SPONSORED ADR	COMMON STOCK	072730302	273	3880	SH		SOLE				3880
BECTON DICKINSON & CO COM	COMMON STOCK	075887109	465	5990	SH		SOLE				5990
				47	600	SH	OTHER				600
BHP BILLITON LTD SPONSORED ADR	COMMON STOCK	088606108	354	4895	SH		SOLE				4895
BRITISH AMERN TOB PLC SPONSORED	COMMON STOCK	110448107	356	3522	SH		SOLE				3522
C H ROBINSON WORLDWIDE INC COM	COMMON STOCK	12541W209	396	6050	SH		SOLE				6050
				39	600	SH	OTHER				600
CSL LIMITED ADR	COMMON STOCK	12637N105	309	16526	SH		SOLE				16526
CVS	COMMON STOCK	126650100	510	11395	SH		SOLE		40		11355
				17	380	SH	OTHER				380
CANADIAN NATURAL RESOURCES	COMMON STOCK	136385101	228	6861	SH		SOLE				6861
CANON INC ADR	COMMON STOCK	138006309	375	7858	SH		SOLE				7858
CARNIVAL CORP PAIRED CTF	COMMON STOCK	143658300	360	11225	SH		SOLE		40		11185
				12	360	SH	OTHER				360
CHEVRON CORP COM	COMMON STOCK	166764100	459	4285	SH		SOLE		12		
COLUMN TOTALS			4213								

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FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING
			X \$1000	PRN AMOUNT					
CHEVRON CORP COM	COMMON STOCK	166764100	459	4285	SH			SOLE	
			17	160	SH			OTHER	50
CLP HOLDINGS LTD SPONSORED ADR	COMMON STOCK	18946Q101	202	23596	SH			OTHER	
COCA COLA CO COM	COMMON STOCK	191216100	1071	14470	SH			SOLE	11000
			22	300	SH			SOLE	
COCA COLA HELLENIC BTTLG CO	COMMON STOCK	1912EP104	294	15103	SH			OTHER	
COGNIZANT TECHNOLOGY	COMMON STOCK	192446102	564	7330	SH			SOLE	
SOLUTIOCL A			54	700	SH			OTHER	
COLGATE PALMOLIVE CO COM	COMMON STOCK	194162103	482	4930	SH			SOLE	
			49	500	SH			OTHER	
AMBEV-CIA DE BEBIDAS DAS	PREFERRED STOCK	20441W203	357	8630	SH			SOLE	
CORNING INC COM	COMMON STOCK	219350105	325	23105	SH			SOLE	80
			11	760	SH			SOLE	
CRUSADER ENERGY GROUP INC COM	COMMON STOCK	228834107	1	1110725	SH			OTHER	1110725
DANONE SPONSORED ADR	COMMON STOCK	23636T100	206	14821	SH			SOLE	
DASSAULT SYS S A COLUMN TOTALS	COMMON STOCK	237545108	389	4222	SH			SOLE	
			4044						

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NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY	
			X \$1000	PRN AMOUNT					PRN	CALL
DASSAULT SYS S A	COMMON STOCK	237545108	389	4222	SH					
EDAP TMS S. A.	COMMON STOCK	268311107	19	10000	SH			SOLE	10000	
EATON CORP COM	COMMON STOCK	278058102	334	6705	SH			SOLE	20	
			11	220	SH			SOLE		6685
ECOLAB INC	COMMON STOCK	278865100	193	3120	SH			OTHER		220
			19	300	SH			SOLE		3120
EMERSON ELEC CO COM	COMMON STOCK	291011104	677	12980	SH			OTHER		300
			63	1200	SH			SOLE		12980
								OTHER		1200

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ENBRIDGE INC COM	COMMON STOCK	29250N105	513	13215	SH		SOLE		13215
EQUIFAX	COMMON STOCK	294429105	488	11020	SH		SOLE		11020
			49	1100	SH		OTHER		1100
ERICSSON L M TEL	COMMON STOCK	294821608	267	25898	SH		SOLE		25898
CO ADR B SEK 10									
EXXON	COMMON STOCK	30231G102	2796	32241	SH		SOLE	5369	
							SOLE		1630
							SOLE		
			278	3200	SH		OTHER	1000	
							OTHER		
FANUC CORP	COMMON STOCK	307305102	610	20456	SH		SOLE		20456
FRESENIUS	COMMON STOCK	358029106	333	4715	SH		SOLE		4715
GIVAUDAN S. A. F	COMMON STOCK	37636P108	242	12596	SH		SOLE		12596
GRUPO TELEVISIA SA	COMMON STOCK	40049J206	312	14808	SH		SOLE		14808
DE CV SP ADR									
COLUMN TOTALS			7204						

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NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH PRN	PUT CALL	INVSTMT DISCRTN	OTHER MANAGERS	VOTING AUTHORITY			
			X \$1000	PRN AMOUNT					SOLE	SHARED	NON	
HSBC HLDGS PLC	COMMON STOCK	404280406	490	11036	SH		SOLE			11036		
HALLIBURTON CO COM	COMMON STOCK	406216101	506	15235	SH		SOLE		60			
			16	490	SH		SOLE			15175		
					SH		OTHER			490		
HENKEL LTD PARTNERSHIP SPON	COMMON STOCK	42550U208	366	4980	SH		SOLE			4980		
HENNES & MAURITZ AB ADR	COMMON STOCK	425883105	303	41962	SH		SOLE			41962		
HESS CORP COM	COMMON STOCK	42809H107	442	7500	SH		SOLE		30			
							SOLE			7470		
			15	250	SH		OTHER			250		
HONDA MOTOR LTD AMERN SHS	COMMON STOCK	438128308	572	14879	SH		SOLE			14879		
HONEYWELL INTL	COMMON STOCK	438516106	536	8785	SH		SOLE		33			
							SOLE			8752		
			18	290	SH		OTHER			290		
HOSPIRA INC COM	COMMON STOCK	441060100	341	9109	SH		SOLE		32			
							SOLE			9077		
			11	300	SH		OTHER			300		
ADRINDUSTRIA DED ISENOF	COMMON STOCK	455793109	413	21668	SH		SOLE			21668		
INFOSYS TECHNOLOGIES LTD	COMMON STOCK	456788108	342	5995	SH		SOLE			5995		
INTEL CORP COM	COMMON STOCK	458140100	324	11530	SH		SOLE		9000			
							SOLE			2530		
COLUMN TOTALS			4695									

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NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING		
			X \$1000	PRN AMOUNT					PRN	CALL	DISCRTN
INTEL CORP COM	COMMON STOCK	458140100	324	11530	SH						
ISHARES INC MSCI	COMMON STOCK	464286848	498	48944	SH		SOLE				4
ISHARES	ETF-EQUITY	464287234	601	14002	SH		SOLE			14002	
ISHARES	ETF-EQUITY	464287465	521	9491	SH		SOLE			9491	
ISHARES	ETF-EQUITY	464287507	212	2136	SH		SOLE			2136	
ISHARES	ETF-EQUITY	464287598	1975	28188	SH		SOLE			28188	
			125	1779	SH		OTHER			1779	
ISHARES	ETF-EQUITY	464287614	294	4453	SH		SOLE			4453	
ISREAL CHEM LTD	COMMON STOCK	465036200	145	12604	SH		SOLE				1
JGC CORP ADR	COMMON STOCK	466140100	300	4780	SH		SOLE				
J P MORGAN CHASE	MASTER LIMITED PARTNERSHIPS	46625H365	3588	91667	PRN		SOLE			91625	
			74	1893	PRN		OTHER			1719	
							OTHER				
JOHNSON & JOHNSON COM	COMMON STOCK	478160104	594	9000	SH		SOLE			9000	
KBR INC	COMMON STOCK	48242W106	369	10375	SH		SOLE			35	
			12	350	SH		OTHER				1
KONINKLIJKE AHOLD N V SPON ADR	COMMON STOCK	500467402	168	12165	SH		SOLE				1
KUBOTA CORP (FORMERLY KUBOTA	COMMON STOCK	501173207	315	6504	SH		SOLE				
KYOCERA CORP	COMMON STOCK	501556203	252	2730	SH		SOLE				
LVMH MOET	COMMON STOCK	502441306	449	13088	SH		SOLE				1
HENNESSY LOU VUI	COMMON STOCK	50540R409	308	3360	SH		SOLE				
LABORATORY CORP AMER HLDGS COM	COMMON STOCK	50540R409	308	3360	SH		SOLE				
COLUMN TOTALS			10800								

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHOR		
			X \$1000	PRN AMOUNT					PRN	CALL	DISCRTN
LABORATORY CORP AMER HLDGS COM	COMMON STOCK	50540R409	27	300	SH		OTHER			300	
LOUISIANA CENT OIL & GAS CO UT	MASTER LIMITED PARTNERSHIPS	546234204	150	50	PRN		SOLE		50		
			117	39	PRN		OTHER		39		
MAGNA	COMMON STOCK	559222401	200	4195	SH		SOLE			4195	
INTERNATIONAL INC MEDTRONIC	COMMON STOCK	585055106	777	19837	SH		SOLE		50		19787
			44	1120	SH		OTHER				1120
MERCK KGAA ADR	COMMON STOCK	589339100	248	6743	SH		SOLE				6743
METLIFE INC	COMMON STOCK	59156R108	552	14785	SH		SOLE		50		14735
			17	450	SH		OTHER				450

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METTLER TOLEDO I NTERNATIONALCOM	COMMON STOCK	592688105	437	2367	SH	SOLE		2367
MICROSOFT CORP	COMMON STOCK	594918104	773	23950	SH	SOLE		23950
			61	1900	SH	OTHER		1900
MOSAIC CO	COMMON STOCK	61945C103	511	9245	SH	SOLE	30	
						SOLE		9215
			17	300	SH	OTHER		300
MUNICH RE GROUP ADR	COMMON STOCK	626188106	398	26347	SH	SOLE		26347
NYSE EURONEXT COM COLUMN TOTALS	COMMON STOCK	629491101	376	12515	SH	SOLE	50	
			4705					

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY				
			X \$1000	PRN AMOUNT					PRN CALL	DISCRTN	MANAGERS	SOLE	SHARED
NYSE EURONEXT COM	COMMON STOCK	629491101	376	12515	SH		SOLE				12465		
			12	410	SH		OTHER				410		
NASPERS LTD SP ADR	COMMON STOCK	631512100	204	3612	SH		SOLE				3612		
NATIONAL OILWELL VARCO INC COM	COMMON STOCK	637071101	486	6120	SH		SOLE		20				
			16	200	SH		OTHER				200		
NAVISTAR INTL CORP NEW COM	COMMON STOCK	63934E108	335	8280	SH		SOLE		30				
			11	270	SH		OTHER				270		
NESTLE S A SPONSORED ADR	COMMON STOCK	641069406	374	5936	SH		SOLE				5936		
NIDEC CORP SPONSORED ADR	COMMON STOCK	654090109	355	15580	SH		SOLE				15580		
NIKE INC CL B	COMMON STOCK	654106103	290	2670	SH		SOLE				2670		
			33	300	SH		OTHER				300		
NITTO DENKO CORP	COMMON STOCK	654802206	265	6493	SH		SOLE				6493		
NORFOLK SOUTHERN CORP COM	COMMON STOCK	655844108	339	5155	SH		SOLE		20				
			11	170	SH		OTHER				170		
OMNICOM GROUP INC COM	COMMON STOCK	681919106	710	14010	SH		SOLE				14010		
			71	1400	SH		OTHER				1400		
ON SEMICONDUCTOR CORP	COMMON STOCK	682189105	332	36855	SH		SOLE		130				
							SOLE				36725		
			11	1220	SH		OTHER				1220		
COLUMN TOTALS			3855										

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY		
			X \$1000	PRN AMOUNT					PRN CALL	DISCRTN	MANAGERS

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ON SEMICONDUCTOR	COMMON STOCK	682189105	11	1220	SH					
ORACLE CORP COM	COMMON STOCK	68389X105	623	21370	SH	SOLE				21370
			58	2000	SH	OTHER				2000
PAYCHEX INC COM	COMMON STOCK	704326107	190	6120	SH	SOLE				6120
			19	600	SH	OTHER				600
PEPSICO INC	COMMON STOCK	713448108	676	10190	SH	SOLE				10190
			106	1600	SH	OTHER		600		1000
						OTHER				1000
PHILIP MORRIS INTL INC COM	COMMON STOCK	718172109	481	5423	SH	SOLE				5423
PRAXAIR INC COM	COMMON STOCK	74005P104	534	4660	SH	SOLE				4660
			46	400	SH	OTHER				400
PRICE T ROWE GROUP INC COM	COMMON STOCK	74144T108	693	10610	SH	SOLE				10610
			65	1000	SH	OTHER				1000
PROCTER & GAMBLE	COMMON STOCK	742718109	679	10110	SH	SOLE				10110
			108	1600	SH	OTHER		600		1000
						OTHER				1000
PRUDENTIAL FINL INC COM	COMMON STOCK	744320102	358	5640	SH	SOLE		20		5620
			11	180	SH	OTHER				180
PRUDENTIAL PLC ADR	COMMON STOCK	74435K204	439	18284	SH	SOLE				18284
RECKITT BENCKISER GROUP PLC ADR	COMMON STOCK	756255105	305	26905	SH	SOLE				26905
COLUMN TOTALS			5391							

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY			
			X \$1000	PRN AMOUNT					CALL	DISCRTN	MANAGERS	SOLE
ROCHE HLDG LTD SPONSORED ADR	COMMON STOCK	771195104	283	6496	SH		SOLE					6496
ROYAL DUTCH SHELL PLC	COMMON STOCK	780259107	703	9953	SH		SOLE		20			9933
			15	210	SH		OTHER					210
RYANAIR HLDGS PLC SPONSORED ADR	COMMON STOCK	783513104	299	8243	SH		SOLE					8243
SKF AG ADR	COMMON STOCK	784375404	377	15502	SH		SOLE					15502
SAB MILLER PLC	COMMON STOCK	78572M105	311	7671	SH		SOLE					7671
SANDVIK AB ADR	COMMON STOCK	800212201	323	22457	SH		SOLE					22457
SIEMENS A G SPONSORED ADR	COMMON STOCK	826197501	339	3358	SH		SOLE					3358
SMITH & NEPHEW PLC SPDN ADR NEW	COMMON STOCK	83175M205	264	5225	SH		SOLE					5225
SOCIEDAD QUIMICA Y MINERA DE	COMMON STOCK	833635105	269	4579	SH		SOLE					4579
STRYKER CORP COM	COMMON STOCK	863667101	448	8080	SH		SOLE					8080
			39	700	SH		OTHER					700
SUPERIOR ENERGY SVCS INC COM	COMMON STOCK	868157108	300	11370	SH		SOLE		40			11330
			10	370	SH		OTHER					370

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SVENSKA CELLULOSA	COMMON STOCK	869587402	307	17746	SH		SOLE		17746
SYMANTEC CORP COM	COMMON STOCK	871503108	396	21160	SH		SOLE	70	
							SOLE		21090
			12	660	SH		OTHER		660
SYNGENTA AG	COMMON STOCK	87160A100	296	4297	SH		SOLE		4297
SPONSORED ADR									
COLUMN TOTALS			4991						

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY		
			X \$1000	PRN AMOUNT					PRN	CALL	DISCRTN
TAIWAN SEMICONDUCTOR MFG	COMMON STOCK	874039100	432	28278	SH		SOLE			28278	
TARGET CORP	COMMON STOCK	87612E106	582	9980	SH		SOLE		35		
							SOLE				9945
			19	330	SH		OTHER				330
TEVA PHARMACEUTICAL INDS LTDADR	FOREIGN STOCK	881624209	357	7918	SH		SOLE		33		
							SOLE				7885
			12	260	SH		OTHER				260
TEXAS CAPITAL BANCSHARES, INC. 3M COMPANY COM	COMMON STOCK	88224Q107	1596	46106	SH		SOLE				46
	COMMON STOCK	88579Y101	641	7190	SH		SOLE				7190
			62	700	SH		OTHER				700
TIME WARNER INC	COMMON STOCK	887317303	371	9840	SH		SOLE		40		
							SOLE				9800
			11	290	SH		OTHER				290
TORONTO DOMINION BK ONT COM NEW	COMMON STOCK	891160509	602	7091	SH		SOLE				7091
TURKIYE GARANTI BANKASI	COMMON STOCK	900148701	151	37906	SH		SOLE				37906
UNILEVER N V N Y SHS NEW	COMMON STOCK	904784709	345	10135	SH		SOLE		40		
							SOLE				10095
			11	330	SH		OTHER				330
UNION	COMMON STOCK	907818108	345	3209	SH		SOLE		14		
							SOLE				3195
COLUMN TOTALS			5537								

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY		
			X \$1000	PRN AMOUNT					PRN	CALL	DISCRTN
UNION	COMMON STOCK	907818108	345	3209	SH						
			12	110	SH		OTHER				110
UNITED OVERSEAS	COMMON STOCK	911271302	306	10511	SH		SOLE				10511

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BK LTD SPONSORED UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	670	8080	SH		SOLE		8080
VANGUARD FUNDS	ETF-EQUITY	922042676	58	700	SH		OTHER		700
VARIAN MED SYS INC COM	COMMON STOCK	92220P105	300	4350	SH		SOLE	27163	4350
VANGUARD	ETF-EQUITY	922908736	28	400	SH		OTHER		400
			4184	58958	SH		SOLE	58958	
			264	3718	SH		OTHER	3338	
							OTHER		380
VODAFONE GROUP PLC NEW SPONS ADR	COMMON STOCK	92857W209	1005	36306	SH		SOLE	70	
							SOLE		36236
			17	620	SH		OTHER		620
WAL MART DE MEXICO S A B DE	COMMON STOCK	93114W107	407	12111	SH		SOLE		12111
WATERS CORP COM	COMMON STOCK	941848103	429	4630	SH		SOLE		4630
			37	400	SH		OTHER		400
WESTERN UN CO COM	COMMON STOCK	959802109	504	28610	SH		SOLE	100	
							SOLE		28510
			17	950	SH		OTHER		950
WOODSIDE PETE LTD COLUMN TOTALS	COMMON STOCK	980228308	215	5933	SH		SOLE		5933
			9730						

FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE	SHS	SH	PUT	INVSTMT	OTHER	VOTING AUTHORITY			
			X \$1000	PRN AMOUNT					SH PRN	CALL	DISCRTN	MANAGERS
WOODSIDE PETE LTD	COMMON STOCK	980228308	215	5933	SH							
COOPER INDUSTRIES	COMMON STOCK	G24140108	379	5925	SH			SOLE		20		
								SOLE				5905
			12	190	SH			OTHER				190
INGERSOLL- RAND PLC SHS	COMMON STOCK	G47791101	354	8550	SH			SOLE		30		
								SOLE				8520
			12	280	SH			OTHER				280
PARTNERRE LTD COM	COMMON STOCK	G6852T105	267	3932	SH			SOLE		10		
								SOLE				3922
			9	130	SH			OTHER				130
WILLIS GROUP HOLDINGS PLC	COMMON STOCK	G96666105	340	9725	SH			SOLE		40		
								SOLE				9685
			11	320	SH			OTHER				320
ACE LTD SHS	COMMON STOCK	H0023R105	354	4833	SH			SOLE		18		
								SOLE				4815
			12	160	SH			OTHER				160
CORE LABORATORIES	COMMON STOCK	N22717107	263	1998	SH			SOLE				1998
FLEXTRONICS INTL LTD ORD	COMMON STOCK	Y2573F102	672	93006	SH			SOLE		255		
								SOLE				92751
			17	2318	SH			OTHER				2318
COLUMN TOTALS			2702									
AGGREGATE TOTAL			98131									