

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 6/30/2006  
Check here is Amendment ; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: M&T Bank Corporation  
Address: One M&T Plaza  
Buffalo, NY 14240

Form 13-F File Number: 028-00267

This 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 part of this form.

Person Signing this Report on Behalf of Reporting Manager

Name: Mark Czarnecki  
Title: Executive Vice President  
Phone: (716) 842-5291

Signature, Place & Date of Signing:

Mark Czarnecki, Executive Vice-President	Buffalo, New York	7/25/2006
----- [Signature]	----- [City, State]	----- [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting managers 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 managers are reported in this report and a portion are reported by other reporting managers(s).)

FORM 13-F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 4  
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 Form 13-F Information Table Entry Total: 2,958  
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 Form 13-F Information Table Value Total: 3,215,687  
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 (thousands)

List of Other Included Managers:

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

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1.	028-39800	Manufacturers & Traders Trust Company
2.	028-10910	Zirkin-Cutler Investments, Inc.
3.	028-10909	MTB Investment Advisors, Inc.
4.	028-11878	M&T Trust Company of Delaware, Inc.



INC COM AGILENT TECHNOLOGIES INC COM	COMMON STOCK 00846U101	54	1704	SH	X	1	1704	0	0
AGL RESOURCES INC COM	COMMON STOCK 00846U101	77	2440	SH		X	1330	0	1110
AGL RESOURCES INC COM	COMMON STOCK 001204106	118	3100	SH	X	1	3100	0	0
AIR METHODS CORPORATION	COMMON STOCK 001204106	316	8282	SH		X	8282	0	0
AIR PRODUCTS & CHEMICALS INC	COMMON STOCK 009128307	26	1000	SH	X	1	900	0	100
AIR PRODUCTS & CHEMICALS INC	COMMON STOCK 009158106	1206	18869	SH	X	1	18869	0	0
AIRTRAN HLDGS INC	COMMON STOCK 009158106	1146	17925	SH		X	15925	0	2000
AK STEEL HOLDING CORP COM	COMMON STOCK 00949P108	60	4070	SH	X	1	3700	0	370
AKAMAI TECHNOLOGIES INC COM	COMMON STOCK 001547108	1	66	SH	X	1	66	0	0
ALASKA COMMUNICATIONS SYSTEMS	COMMON STOCK 00971T101	18	500	SH		X	500	0	0
ALBEMARLE CORP COM	COMMON STOCK 01167P101	247	19545	SH	X	1	18525	0	1020
ALBEMARLE CORP COM	COMMON STOCK 012653101	452	9450	SH	X	1	9450	0	0
ALBERTO CULVER CO	COMMON STOCK 012653101	508	10600	SH		X	10600	0	0
ALBERTO CULVER CO	COMMON STOCK 013068101	5	100	SH	X	1	100	0	0
ALCOA INC COM	COMMON STOCK 013068101	7	150	SH		X	150	0	0
ALCOA INC COM	COMMON STOCK 013817101	5733	177164	SH	X	1	173039	0	4125
ALDILA INCORPORATED NEW	COMMON STOCK 013817101	1449	44786	SH		X	39386	0	5400
ALEXION PHARMACEUTICALS INC CO	COMMON STOCK 014384200	2	66	SH	X	1	66	0	0
ALKERMES INC COM	COMMON STOCK 015351109	11	300	SH		X	0	0	300
ALLEGHENY ENERGY INC	COMMON STOCK 01642T108	42	2200	SH	X	1	2000	0	200
ALLEGHENY ENERGY INC	COMMON STOCK 017361106	33	898	SH	X	1	898	0	0
ALLEGHENY ENERGY INC	COMMON STOCK 017361106	69	1855	SH		X	1555	0	300



PARTNERS LP	COMMON STOCK	030975106	47	1600	SH		X	1	1600	0	0
AMERIPRISE FINANCIAL INC	COMMON STOCK	03076C106	218	4884	SH	X		1	4764	0	120
AMERIPRISE FINANCIAL INC	COMMON STOCK	03076C106	121	2713	SH		X	1	2243	0	470
AMERIS BANCORP	COMMON STOCK	03076K108	3	123	SH	X		1	123	0	0
AMERISOURCE BERGEN CORP COM	COMMON STOCK	03073E105	17	400	SH	X		1	400	0	0
AMETEK AEROSPACE PRODS INC COM	COMMON STOCK	031100100	45	942	SH	X		1	942	0	0
AMGEN INC COM	COMMON STOCK	031162100	16293	249777	SH	X		1	245377	0	4400
AMGEN INC COM	COMMON STOCK	031162100	4107	62967	SH		X	1	55862	0	7105
AMSOUTH BANCORPORATION	COMMON STOCK	032165102	67	2550	SH	X		1	2550	0	0
AMSOUTH BANCORPORATION	COMMON STOCK	032165102	62	2337	SH		X	1	2337	0	0
AMSURG CORP	COMMON STOCK	03232P405	18	800	SH		X	1	800	0	0
AMYLIN PHARMACEUTICALS INC	COMMON STOCK	032346108	99	2000	SH	X		1	1800	0	200
AMYLIN PHARMACEUTICALS INC	COMMON STOCK	032346108	5	100	SH		X	1	100	0	0
ANADARKO PETROLEUM CORP	COMMON STOCK	032511107	1493	31312	SH	X		1	31312	0	0
ANADARKO PETROLEUM CORP	COMMON STOCK	032511107	598	12538	SH		X	1	7668	0	4870
ANALOG DEVICES INC	COMMON STOCK	032654105	13	400	SH	X		1	400	0	0
ANALOG DEVICES INC	COMMON STOCK	032654105	26	800	SH		X	1	0	0	800
ANDERSONS INCORPORATED	COMMON STOCK	034164103	83	1990	SH	X		1	1800	0	190
ANHEUSER BUSCH COS INC COM	COMMON STOCK	035229103	1215	26655	SH	X		1	26655	0	0
ANHEUSER BUSCH COS INC COM	COMMON STOCK	035229103	1127	24710	SH		X	1	24710	0	0
ANNAPOLIS BANCORP INCORPORATED	COMMON STOCK	035848100	12	1333	SH		X	1	1333	0	0
ANNTAYLOR STORES CORP	COMMON STOCK	036115103	10	225	SH		X	1	225	0	0

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE									
				COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			COLUMN 8 VOTING AUTHORITY			
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER	COLUMN 7 OTHER MANAGERS	SOLE	SHARED	OTHER	
ANSYS INC COM	COMMON STOCK	03662Q105	356	7445	SH			X		1	7065	0	380
AON CORP COM	COMMON STOCK	037389103	256	7352	SH			X		1	7352	0	0
AON CORP COM	COMMON STOCK	037389103	52	1500	SH				X	1	1500	0	0
APACHE CORP COM	COMMON STOCK	037411105	2248	32937	SH			X		1	32937	0	0
APACHE CORP COM	COMMON STOCK	037411105	566	8297	SH				X	1	8087	0	210
APOLLO GROUP INC CL A	COMMON STOCK	037604105	6	125	SH			X		1	125	0	0
APPLE COMPUTER INC COM	COMMON STOCK	037833100	2320	40511	SH			X		1	39621	0	890
APPLE COMPUTER INC COM	COMMON STOCK	037833100	306	5335	SH				X	1	3385	0	1950
APPLEBEE INTERNATIONAL INC COM	COMMON STOCK	037899101	2	100	SH			X		1	100	0	0
APPLEBEE INTERNATIONAL INC COM	COMMON STOCK	037899101	12	600	SH				X	1	600	0	0
APPLERA CORP- APPLIED BIOSYSTEM	COMMON STOCK	038020103	52	1600	SH			X		1	1600	0	0
APPLERA CORP- CELERA GENOMICS G	COMMON STOCK	038020202	8	600	SH			X		1	600	0	0
APPLIED MATERIALS INC COM	COMMON STOCK	038222105	724	44455	SH			X		1	43055	0	1400
APPLIED MATERIALS INC COM	COMMON STOCK	038222105	113	6917	SH				X	1	6217	0	700
AQUA AMERICA INC	COMMON STOCK	03836W103	69	3042	SH			X		1	3042	0	0
AQUA AMERICA INC	COMMON STOCK	03836W103	6	258	SH				X	1	258	0	0
ARAMARK CORP	COMMON STOCK	038521100	2	50	SH			X		1	50	0	0
ARCHER DANIELS MIDLAND CO COM	COMMON STOCK	039483102	682	16531	SH			X		1	16531	0	0
ARCHER DANIELS MIDLAND CO COM	COMMON STOCK	039483102	321	7780	SH				X	1	1280	0	6500
ARGONAUT GROUP	COMMON STOCK	040157109	11	366	SH			X		1	366	0	0
ARIBA INC	COMMON STOCK	04033V203	0	5	SH			X		1	5	0	0
ARMOR HOLDINGS INC	COMMON STOCK	042260109	47	850	SH			X		1	850	0	0
ARRAY BIOPHARMA INC	COMMON STOCK	04269X105	27	3112	SH			X		1	2812	0	300
ARROW INTERNATIONAL INC	COMMON STOCK	042764100	59	1800	SH			X		1	1800	0	0
ARROW INTERNATIONAL INC	COMMON STOCK	042764100	7	200	SH				X	1	0	0	200
ARTESIAN RESOURCES CORPORATION	COMMON STOCK	043113208	98	3344	SH			X		1	2594	0	750
ARVINMERITOR INC COM	COMMON STOCK	043353101	57	3300	SH			X		1	3000	0	300
ASHLAND INC	COMMON STOCK	044209104	15	225	SH			X		1	225	0	0
ASTORIA FINANCIAL CORP COM	COMMON STOCK	046265104	3	100	SH				X	1	100	0	0
AT&T INC	COMMON STOCK	00206R102	6390	229120	SH			X		1	229120	0	0
AT&T INC	COMMON STOCK	00206R102	4970	178192	SH				X	1	164850	0	13342
ATLAS PIPELINE PARTNERS LP	COMMON STOCK	049392103	8	200	SH			X		1	200	0	0
ATMOS ENERGY CORP	COMMON STOCK	049560105	4	150	SH				X	1	150	0	0
AUTODESK COM	COMMON STOCK	052769106	1435	41645	SH			X		1	40412	0	1233
AUTODESK COM	COMMON STOCK	052769106	53	1525	SH				X	1	1525	0	0
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	3007	66303	SH			X		1	65303	0	1000
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	2324	51254	SH				X	1	48204	0	3050
AVAYA INC COM	COMMON STOCK	053499109	6	546	SH			X		1	546	0	0
AVAYA INC COM	COMMON STOCK	053499109	13	1149	SH				X	1	1108	0	41
AVERY DENNISON CORP COM	COMMON STOCK	053611109	30	525	SH			X		1	525	0	0
AVERY DENNISON CORP COM	COMMON STOCK	053611109	67	1150	SH				X	1	1150	0	0
AVID TECHNOLOGY INC	COMMON STOCK	05367P100	5	150	SH			X		1	150	0	0
AVNET INC COM	COMMON STOCK	053807103	10	500	SH				X	1	500	0	0

AVON PRODUCTS INC	COMMON STOCK 054303102	55	1760	SH	X		1	1760	0	0
AVON PRODUCTS INC	COMMON STOCK 054303102	449	14499	SH		X	1	14499	0	0
AXCELIS TECHNOLOGIES INC COM	COMMON STOCK 054540109	16	2652	SH		X	1	2652	0	0
B & G FOODS INC - EIS	COMMON STOCK 05508R205	19	1200	SH	X		1	1200	0	0
BAKER HUGHES INC COM	COMMON STOCK 057224107	210	2568	SH	X		1	2568	0	0
BAKER HUGHES INC COM	COMMON STOCK 057224107	114	1395	SH		X	1	1395	0	0
BALL CORPORATION	COMMON STOCK 058498106	889	24000	SH	X		1	24000	0	0
BANK NEW YORK INC COM	COMMON STOCK 064057102	3326	103300	SH	X		1	99300	0	4000
BANK NEW YORK INC COM	COMMON STOCK 064057102	953	29606	SH		X	1	28156	0	1450
BANK OF AMERICA CORPORATION	COMMON STOCK 060505104	25339	526788	SH	X		1	516134	0	10654
BANK OF AMERICA CORPORATION	COMMON STOCK 060505104	10538	219088	SH		X	1	203511	0	15577
BANK OF HAWAII CORP	COMMON STOCK 062540109	15	300	SH		X	1	300	0	0
BARD C R INC COM	COMMON STOCK 067383109	396	5400	SH	X		1	5400	0	0
BARD C R INC COM	COMMON STOCK 067383109	293	4000	SH		X	1	4000	0	0
BARR PHARMACEUTICALS INC	COMMON STOCK 068306109	604	12670	SH	X		1	12670	0	0
BARR PHARMACEUTICALS INC	COMMON STOCK 068306109	5	100	SH		X	1	100	0	0
BAUSCH & LOMB INC COM	COMMON STOCK 071707103	7	150	SH	X		1	150	0	0
BAXTER INTL INC	COMMON STOCK 071813109	721	19609	SH	X		1	19609	0	0
BAXTER INTL INC	COMMON STOCK 071813109	415	11299	SH		X	1	11299	0	0
BAY NATIONAL CORPORATION	COMMON STOCK 072500101	22	1200	SH	X		1	1200	0	0
BB&T CORP COM	COMMON STOCK 054937107	1713	41192	SH	X		1	37464	0	3728
BB&T CORP COM	COMMON STOCK 054937107	1191	28647	SH		X	1	27081	0	1566
BEAR STEARNS COS INC	COMMON STOCK 073902108	143	1020	SH	X		1	1020	0	0
BEAR STEARNS COS INC	COMMON STOCK 073902108	169	1206	SH		X	1	1206	0	0





STORES INCORPORATED BORDERS GROUP INC COM	COMMON STOCK	09776J101	1429	65333	SH		X	1	65333	0	0
BOSTON BEER INCORPORATED CLASS	COMMON STOCK	100557107	1	50	SH		X	1	50	0	0
BOSTON BEER INCORPORATED CLASS	COMMON STOCK	100557107	3	100	SH			X	1	100	0
BOSTON SCIENTIFIC CORP COM	COMMON STOCK	101137107	479	28461	SH		X	1	28461	0	0
BOSTON SCIENTIFIC CORP COM	COMMON STOCK	101137107	152	9012	SH			X	1	9012	0
BRIGHTPOINT INC	COMMON STOCK	109473405	46	3400	SH		X	1	3100	0	300
BRINKER INTL INC COM	COMMON STOCK	109641100	955	26310	SH		X	1	25810	0	500
BRINKER INTL INC COM	COMMON STOCK	109641100	538	14810	SH			X	1	14810	0
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	110122108	8803	340417	SH		X	1	339817	0	600
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	110122108	8650	334498	SH			X	1	303783	0
BROADCOM CORP CL A	COMMON STOCK	111320107	9	300	SH		X	1	300	0	0
BROWN- FORMAN CORP CL B	COMMON STOCK	115637209	21	300	SH			X	1	300	0
BRUNSWICK CORP COM	COMMON STOCK	117043109	4	120	SH		X	1	120	0	0
BRUSH ENGINEERED MATERIALS INC	COMMON STOCK	117421107	4	200	SH		X	1	200	0	0
BRYN MAWR BANK CORPORATION	COMMON STOCK	117665109	252	11392	SH		X	1	11392	0	0
BUCKEYE PARTNERS LP UNIT LTD P	COMMON STOCK	118230101	38	900	SH		X	1	900	0	0
BUCKLE INCORPORATED	COMMON STOCK	118440106	50	1200	SH		X	1	1200	0	0
BUCYRUS INTERNATIONAL INC-A	COMMON STOCK	118759109	79	1560	SH		X	1	1400	0	160
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	2126	26829	SH		X	1	25574	0	1255
BURLINGTON NORTHERN SANTA FE C	COMMON STOCK	12189T104	994	12537	SH			X	1	11337	0
C-COR INC	COMMON STOCK	125010108	69	9000	SH		X	1	9000	0	0
C-COR INC	COMMON STOCK	125010108	579	75000	SH			X	1	75000	0
CA INC	COMMON STOCK	12673P105	37	1808	SH		X	1	1808	0	0
CA INC	COMMON STOCK	12673P105	12	600	SH			X	1	0	600
CABOT OIL & GAS CORP	COMMON STOCK	127097103	22	452	SH		X	1	452	0	0
CADENCE DESIGN SYS INC	COMMON STOCK	127387108	373	21802	SH		X	1	21092	0	710
CADENCE DESIGN SYS INC	COMMON STOCK	127387108	17	1000	SH			X	1	1000	0
CALLAWAY GOLF CO COM	COMMON STOCK	131193104	0	23	SH		X	1	23	0	0
CALYPTE BIOMEDICAL CORP	COMMON STOCK	131722605	14	69000	SH		X	1	69000	0	0
CAMERON INTERNATIONAL CORP	COMMON STOCK	13342B105	54	1132	SH		X	1	1132	0	0
CAMPBELL SOUP CO COM	COMMON STOCK	134429109	112	3017	SH		X	1	3017	0	0

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE -----									COLUMN 8 VOTING AUTHORITY					
				COLUMN 5					COLUMN 6 INVESTMENT AUTHORITY				COLUMN 7 OTHER MANAGERS					
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE	SHARED - DEFINED	SHARED - OTHER	C	M	A	G	S	O	S	H	O
CAMPBELL SOUP CO COM	COMMON STOCK	134429109	182	4900	SH						X	1	4900	0	0			
CAPITAL ONE FINANCIAL CORP	COMMON STOCK	14040H105	7138	83535	SH				X			1	81730	0	1805			
CAPITAL ONE FINANCIAL CORP	COMMON STOCK	14040H105	2406	28152	SH						X	1	22702	0	5450			
CAPITALSOURCE INC	COMMON STOCK	14055X102	535	22808	SH				X			1	21958	0	850			
CAPSTONE TURBINE CORP	COMMON STOCK	14067D102	0	100	SH						X	1	100	0	0			
CARDINAL HEALTH INC	COMMON STOCK	14149Y108	359	5575	SH				X			1	5575	0	0			
CARDINAL HEALTH INC	COMMON STOCK	14149Y108	366	5692	SH						X	1	5691	0	1			
CAREER EDUCATION CORP COM	COMMON STOCK	141665109	19	640	SH				X			1	640	0	0			
CAREMARK RX INC COM	COMMON STOCK	141705103	9604	192572	SH				X			1	189658	0	2914			
CAREMARK RX INC COM	COMMON STOCK	141705103	1640	32881	SH						X	1	31831	0	1050			
CARLISLE COMPANIES INC	COMMON STOCK	142339100	32	400	SH				X			1	0	0	400			
CARLISLE COMPANIES INC	COMMON STOCK	142339100	1776	22400	SH						X	1	22000	0	400			
CARMAX INC	COMMON STOCK	143130102	768	21646	SH				X			1	21646	0	0			
CARMAX INC	COMMON STOCK	143130102	139	3915	SH						X	1	3915	0	0			
CARNIVAL CORPORATION	COMMON STOCK	143658300	4191	100396	SH				X			1	99551	0	845			
CARNIVAL CORPORATION	COMMON STOCK	143658300	525	12566	SH						X	1	11216	0	1350			
CARPENTER TECHNOLOGY CORP COM	COMMON STOCK	144285103	58	500	SH				X			1	500	0	0			
CARPENTER TECHNOLOGY CORP COM	COMMON STOCK	144285103	342	2964	SH						X	1	1964	0	1000			
CARROLLTON BANCORP	COMMON STOCK	145282109	8	462	SH				X			1	462	0	0			
CATERPILLAR INC	COMMON STOCK	149123101	6075	81568	SH				X			1	77729	0	3839			
CATERPILLAR INC CAVCO	COMMON STOCK	149123101	1280	17189	SH						X	1	15054	0	2135			
INDUSTRIES, INC.	COMMON STOCK	149568107	3	60	SH				X			1	60	0	0			
CBS CORP CL A	COMMON STOCK	124857103	6	225	SH						X	1	225	0	0			
CBS CORP CL B	COMMON STOCK	124857202	445	16435	SH				X			1	16435	0	0			
CBS CORP CL B	COMMON STOCK	124857202	280	10366	SH						X	1	9791	0	575			
CEDAR FAIR LTD PTR	COMMON STOCK	150185106	50	1900	SH						X	1	1900	0	0			
CELGENE CORP COM	COMMON STOCK	151020104	28	600	SH				X			1	600	0	0			
CELGENE CORP COM	COMMON STOCK	151020104	57	1200	SH						X	1	1200	0	0			
CENDANT CORP COM	COMMON STOCK	151313103	351	21525	SH				X			1	20525	0	1000			
CENDANT CORP COM	COMMON STOCK	151313103	138	8490	SH						X	1	8490	0	0			
CENTERPLATE INC-IDS	COMMON STOCK	15200E204	11	850	SH				X			1	850	0	0			
CENTERPOINT ENERGY INC	COMMON STOCK	15189T107	7	546	SH				X			1	546	0	0			
CENTEX CORP	COMMON STOCK	152312104	309	6150	SH				X			1	6150	0	0			
CENTEX CORP	COMMON STOCK	152312104	180	3580	SH						X	1	3580	0	0			
CENTURYTEL INC COM	COMMON STOCK	156700106	74	2000	SH				X			1	2000	0	0			
CEPHALON INC COM	COMMON STOCK	156708109	281	4670	SH				X			1	4570	0	100			
CERNER CORP	COMMON STOCK	156782104	4002	107840	SH				X			1	104790	0	3050			
CERNER CORP	COMMON STOCK	156782104	546	14700	SH						X	1	12300	0	2400			
CH ENERGY GROUP INC COM	COMMON STOCK	12541M102	29	600	SH				X			1	600	0	0			
CH ENERGY GROUP INC COM	COMMON STOCK	12541M102	144	3000	SH						X	1	3000	0	0			
CH ROBINSON WORLDWIDE INC	COMMON STOCK	12541W209	378	7085	SH				X			1	6985	0	100			
CHARTER COMMUNICATIONS INC CL	COMMON STOCK	16117M107	1	1000	SH				X			1	1000	0	0			
CHARTERMAC	COMMON STOCK	160908109	22	1150	SH				X			1	1150	0	0			
CHARTERMAC	COMMON STOCK	160908109	101	5406	SH						X	1	5406	0	0			

CHECKFREE CORP COM	COMMON STOCK 162813109	363	7320	SH	X		1	6960	0	360
CHESAPEAKE ENERGY CORP COM	COMMON STOCK 165167107	85	2800	SH	X		1	2800	0	0
CHESAPEAKE ENERGY CORP COM	COMMON STOCK 165167107	48	1600	SH		X	1	1600	0	0
CHESAPEAKE UTILITIES CORPORATI	COMMON STOCK 165303108	23	750	SH		X	1	750	0	0
CHEVRON CORP	COMMON STOCK 166764100	30323	488612	SH	X		1	481492	0	7120
CHEVRON CORP	COMMON STOCK 166764100	17843	287513	SH		X	1	265747	0	21766
CHICOS FAS INC	COMMON STOCK 168615102	447	16568	SH	X		1	15993	0	575
CHILDRENS PLACE RETAIL STORES	COMMON STOCK 168905107	9	150	SH	X		1	150	0	0
CHOICEPOINT INC COM	COMMON STOCK 170388102	22	533	SH	X		1	533	0	0
CHOICEPOINT INC COM	COMMON STOCK 170388102	17	400	SH		X	1	400	0	0
CHRISTOPHER & BANKS CORP	COMMON STOCK 171046105	87	3000	SH	X		1	3000	0	0
CHUBB CORP	COMMON STOCK 171232101	489	9800	SH	X		1	9800	0	0
CHUBB CORP	COMMON STOCK 171232101	354	7088	SH		X	1	7088	0	0
CIENA CORP	COMMON STOCK 171779101	59	12200	SH	X		1	11000	0	1200
CIGNA CORP	COMMON STOCK 125509109	555	5639	SH	X		1	5639	0	0
CIGNA CORP	COMMON STOCK 125509109	207	2100	SH		X	1	2100	0	0
CINCINNATI BELL INC	COMMON STOCK 171871106	2	500	SH	X		1	500	0	0
CINCINNATI FINL CORP COM	COMMON STOCK 172062101	2686	57130	SH	X		1	55736	0	1394
CINCINNATI FINL CORP COM	COMMON STOCK 172062101	138	2935	SH		X	1	2935	0	0
CINTAS CORP COM	COMMON STOCK 172908105	3	75	SH	X		1	75	0	0
CIRCUIT STORES COM	COMMON STOCK 172737108	87	3200	SH	X		1	3200	0	0
CIRCUIT STORES COM	COMMON STOCK 172737108	49	1800	SH		X	1	1800	0	0
CISCO SYS INC	COMMON STOCK 17275R102	16885	864548	SH	X		1	843362	0	21186

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				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE	SHARED - DEFINED	SHARED - OTHER	SOLE	SHARED	OTHER			
				-----	-----	-----	-----	-----	-----	-----	-----	-----			
CISCO SYS INC	COMMON STOCK	17275R102	4431	226905	SH						X	1	205170	0	21735
CIT GROUP INC	COMMON STOCK	125581108	4912	93934	SH				X			1	90429	0	3505
CIT GROUP INC	COMMON STOCK	125581108	513	9815	SH						X	1	7115	0	2700
CITIGROUP INC COM	COMMON STOCK	172967101	23242	481690	SH				X			1	469758	0	11932
CITIGROUP INC COM	COMMON STOCK	172967101	9664	200297	SH						X	1	187431	0	12866
CITIZENS COMMUNICATIONS CO	COMMON STOCK	17453B101	511	39125	SH				X			1	34125	0	5000
CITIZENS COMMUNICATIONS CO	COMMON STOCK	17453B101	239	18277	SH						X	1	4702	0	13575
CITRIX SYSTEMS INC COM	COMMON STOCK	177376100	132	3300	SH				X			1	3300	0	0
CITY NATIONAL CORP COM	COMMON STOCK	178566105	50	775	SH				X			1	700	0	75
CLAIRES STORES INCORPORATED	COMMON STOCK	179584107	10	400	SH				X			1	400	0	0
CLAIRES STORES INCORPORATED	COMMON STOCK	179584107	3	100	SH						X	1	100	0	0
CLEAN HARBORS INC	COMMON STOCK	184496107	84	2090	SH				X			1	1900	0	190
CLEAR CHANNEL COMMUNICATIONS I	COMMON STOCK	184502102	168	5425	SH				X			1	5425	0	0
CLEAR CHANNEL COMMUNICATIONS I	COMMON STOCK	184502102	135	4375	SH						X	1	3675	0	700
CLECO CORP CLEVELAND	COMMON STOCK	12561W105	19	800	SH						X	1	800	0	0
CLIFFS INC COM CLEVELAND	COMMON STOCK	185896107	2498	31499	SH				X			1	30299	0	1200
CLIFFS INC COM CLOROX	COMMON STOCK	185896107	243	3065	SH						X	1	1600	0	1465
CLOROX COMPANY	COMMON STOCK	189054109	473	7752	SH				X			1	7752	0	0
CLOROX COMPANY	COMMON STOCK	189054109	263	4315	SH						X	1	4315	0	0
CMGI INC COM	COMMON STOCK	125750109	0	240	SH				X			1	240	0	0
CMS ENERGY CORP COM	COMMON STOCK	125896100	16	1200	SH						X	1	1200	0	0
COACH INC	COMMON STOCK	189754104	962	32169	SH				X			1	32169	0	0
COACH INC	COMMON STOCK	189754104	212	7082	SH						X	1	7082	0	0
COCA COLA BOTTLING CO CONSOLID	COMMON STOCK	191098102	6	125	SH				X			1	125	0	0
COCA COLA CO COM	COMMON STOCK	191216100	12548	291682	SH				X			1	286023	0	5659
COCA COLA CO COM	COMMON STOCK	191216100	6008	139659	SH						X	1	138399	0	1260
COCA COLA ENTERPRISES INC	COMMON STOCK	191219104	20	1000	SH				X			1	1000	0	0
CODORUS VALLEY BANCORP INC	COMMON STOCK	192025104	1018	53887	SH				X			1	39169	0	14718
CODORUS VALLEY BANCORP INC	COMMON STOCK	192025104	35	1837	SH						X	1	1837	0	0
COGENT INC	COMMON STOCK	19239Y108	2	125	SH						X	1	125	0	0
COGNIZANT TECH SOL CORP	COMMON STOCK	192446102	582	8645	SH				X			1	8275	0	370
COHU INCORPORATED	COMMON STOCK	192576106	14	800	SH				X			1	800	0	0
COLGATE PALMOLIVE CO COM	COMMON STOCK	194162103	6683	111567	SH				X			1	111567	0	0
COLGATE PALMOLIVE CO COM	COMMON STOCK	194162103	4013	67002	SH						X	1	57152	0	9850
COLONIAL BANGROUP INC	COMMON STOCK	195493309	26	1000	SH				X			1	1000	0	0
COMCAST CORP NEW A	COMMON STOCK	20030N101	7680	234586	SH				X			1	228279	0	6307
COMCAST CORP NEW A	COMMON STOCK	20030N101	1852	56553	SH						X	1	53668	0	2885
COMCAST CORP- SPECIAL CL A	COMMON STOCK	20030N200	715	21813	SH				X			1	21813	0	0
COMCAST CORP- SPECIAL CL A	COMMON STOCK	20030N200	163	4973	SH						X	1	4773	0	200
COMERICA INC COMMERCE	COMMON STOCK	200340107	152	2916	SH				X			1	2916	0	0

BANCORP INC N J COMMERCE	COMMON STOCK	200519106	44	1232	SH	X		1	1232	0	0
BANCORP INC N J COMMERCIAL METALS COMPANY	COMMON STOCK	200519106	75	2100	SH		X	1	1500	0	600
COMMERCIAL NATL FINANCIAL CORP	COMMON STOCK	202217105	16	820	SH	X		1	820	0	0
COMMSCOPE INC COM	COMMON STOCK	203372107	86	2750	SH	X		1	2500	0	250
COMMUNITY BANK SYSTEM INC	COMMON STOCK	203607106	520	25762	SH	X		1	25762	0	0
COMMUNITY BANKS INC COM	COMMON STOCK	203628102	575	22101	SH	X		1	20651	0	1450
COMMUNITY BANKS INC COM	COMMON STOCK	203628102	1287	49493	SH		X	1	49493	0	0
COMMUNITY HEALTH SYSTEMS INC	COMMON STOCK	203668108	74	2000	SH		X	1	2000	0	0
COMPASS BANCSHARES INC	COMMON STOCK	20449H109	25	450	SH	X		1	450	0	0
COMPUTER SCIENCES CORP COM	COMMON STOCK	205363104	88	1821	SH	X		1	1821	0	0
COMPUTER SCIENCES CORP COM	COMMON STOCK	205363104	10	200	SH		X	1	200	0	0
COMPUTER TASK GROUP	COMMON STOCK	205477102	294	58750	SH	X		1	58750	0	0
COMPUWARE CORP	COMMON STOCK	205638109	10	1500	SH		X	1	1500	0	0
COMVERSE TECHNOLOGY INC COM	COMMON STOCK	205862402	6	300	SH	X		1	300	0	0
COMVERSE TECHNOLOGY INC COM	COMMON STOCK	205862402	4	200	SH		X	1	200	0	0
CON-WAY INC	COMMON STOCK	205944101	20	350	SH	X		1	350	0	0
CONAGRA FOODS INC	COMMON STOCK	205887102	39	1766	SH	X		1	1766	0	0
CONAGRA FOODS INC	COMMON STOCK	205887102	105	4763	SH		X	1	4763	0	0
CONOCOPHILLIPS	COMMON STOCK	20825C104	16322	249082	SH	X		1	244333	0	4749
CONOCOPHILLIPS	COMMON STOCK	20825C104	5774	88117	SH		X	1	82482	0	5635
CONSOL ENERGY INC	COMMON STOCK	20854P109	484	10360	SH	X		1	10040	0	320
CONSOL ENERGY INC	COMMON STOCK	20854P109	3	64	SH		X	1	64	0	0
CONSOLIDATED COMMUNICATIONS HL	COMMON STOCK	209034107	10	600	SH	X		1	600	0	0
CONSOLIDATED EDISON INC COM	COMMON STOCK	209115104	192	4330	SH	X		1	4330	0	0
CONSOLIDATED EDISON INC COM	COMMON STOCK	209115104	374	8421	SH		X	1	8421	0	0
CONSTELLATION BRANDS INC CL A	COMMON STOCK	21036P108	5	190	SH	X		1	190	0	0

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				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER	OTHER	SOLE	SHARED	OTHER			
CONSTELLATION BRANDS INC CL A	COMMON STOCK	21036P108	20	800	SH					X	1	800	0	0	
CONSTELLATION ENERGY GROUP INC	COMMON STOCK	210371100	3625	66483	SH			X			1	66483	0	0	
CONSTELLATION ENERGY GROUP INC	COMMON STOCK	210371100	4765	87401	SH					X	1	82801	0	4600	
CONTINENTAL AIRLINES CL B	COMMON STOCK	210795308	6	200	SH					X	1	200	0	0	
CONVERGYS CORP	COMMON STOCK	212485106	14	700	SH					X	1	700	0	0	
COOPER TIRE & RUBBER CO	COMMON STOCK	216831107	8	700	SH			X			1	700	0	0	
CORN PRODS INTL INC COM	COMMON STOCK	219023108	98	3187	SH			X			1	3187	0	0	
CORN PRODS INTL INC COM	COMMON STOCK	219023108	162	5288	SH					X	1	5288	0	0	
CORNING INC	COMMON STOCK	219350105	3437	142064	SH			X			1	141064	0	1000	
CORNING INC	COMMON STOCK	219350105	965	39905	SH					X	1	38155	0	1750	
CORTEX PHARMACEUTICALS INC	COMMON STOCK	220524300	4	1390	SH					X	1	1390	0	0	
COSTCO WHOLESALE CORP COM	COMMON STOCK	22160K105	478	8370	SH			X			1	8145	0	225	
COSTCO WHOLESALE CORP COM	COMMON STOCK	22160K105	310	5425	SH					X	1	5425	0	0	
COUNTRYWIDE FINANCIAL CORP	COMMON STOCK	222372104	33	878	SH			X			1	878	0	0	
COUNTRYWIDE FINANCIAL CORP	COMMON STOCK	222372104	46	1200	SH					X	1	0	0	1200	
COVANCE INC COM	COMMON STOCK	222816100	99	1617	SH			X			1	1617	0	0	
COVANCE INC COM	COMMON STOCK	222816100	79	1283	SH					X	1	1283	0	0	
COVENTRY HEALTH CARE INC	COMMON STOCK	222862104	31	562	SH			X			1	562	0	0	
CRA INTERNATIONAL INC	COMMON STOCK	12618T105	79	1750	SH			X			1	1600	0	150	
CRANE CO	COMMON STOCK	224399105	426	10246	SH					X	1	10246	0	0	
CRAY INC	COMMON STOCK	225223304	1	75	SH			X			1	75	0	0	
CREE RESEARCH INC COM	COMMON STOCK	225447101	24	1000	SH					X	1	0	0	1000	
CSX CORP	COMMON STOCK	126408103	1704	24189	SH			X			1	24189	0	0	
CSX CORP	COMMON STOCK	126408103	1137	16146	SH					X	1	11546	0	4600	
CUMMINS INC COM	COMMON STOCK	231021106	12	100	SH			X			1	100	0	0	
CURTISS WRIGHT CORP	COMMON STOCK	231561101	52	1676	SH			X			1	1676	0	0	
CURTISS WRIGHT CORP	COMMON STOCK	231561101	31	1000	SH					X	1	1000	0	0	
CUTERA INC	COMMON STOCK	232109108	8	400	SH			X			1	400	0	0	
CVS CORP COM	COMMON STOCK	126650100	1283	41795	SH			X			1	39695	0	2100	
CVS CORP COM	COMMON STOCK	126650100	329	10725	SH					X	1	10125	0	600	
CYTEC INDUSTRIES INC COM	COMMON STOCK	232820100	5	100	SH			X			1	100	0	0	
CYTYC CORP	COMMON STOCK	232946103	533	21000	SH			X			1	20200	0	800	
D R HORTON INC	COMMON STOCK	23331A109	125	5250	SH			X			1	5250	0	0	
D R HORTON INC	COMMON STOCK	23331A109	100	4201	SH					X	1	4201	0	0	
D&E COMMUNICATIONS INC	COMMON STOCK	232860106	3	300	SH			X			1	300	0	0	
DANAHER CORP COM	COMMON STOCK	235851102	1203	18705	SH			X			1	18705	0	0	
DANAHER CORP COM	COMMON STOCK	235851102	81	1256	SH					X	1	1186	0	70	
DARDEN RESTAURANTS INC COM	COMMON STOCK	237194105	1280	32490	SH			X			1	32490	0	0	
DARDEN RESTAURANTS INC COM	COMMON STOCK	237194105	372	9430	SH					X	1	9430	0	0	
DAVITA INC WITH ATTACHED RIGHT	COMMON STOCK	23918K108	2	40	SH			X			1	40	0	0	
DAVITA INC WITH ATTACHED RIGHT	COMMON STOCK	23918K108	76	1537	SH					X	1	1237	0	300	
DEAN FOODS CO	COMMON STOCK	242370104	2	51	SH			X			1	51	0	0	
DECODE GENETICS INC	COMMON STOCK	243586104	2	300	SH			X			1	300	0	0	
DEERE & CO	COMMON STOCK	244199105	1839	22030	SH			X			1	21730	0	300	
DEERE & CO	COMMON STOCK	244199105	558	6680	SH					X	1	5937	0	743	

DEL MONTE FOODS CO	COMMON STOCK	24522P103	20	1795	SH	X		1	1795	0	0
DEL MONTE FOODS CO	COMMON STOCK	24522P103	25	2226	SH		X	1	2226	0	0
DELL INC	COMMON STOCK	24702R101	6154	251580	SH	X		1	247694	0	3886
DELL INC	COMMON STOCK	24702R101	1445	59096	SH		X	1	54251	0	4845
DELTA PETROLEUM CORP	COMMON STOCK	247907207	103	6000	SH		X	1	6000	0	0
DENBURY RESOURCES INCORPORATED	COMMON STOCK	247916208	266	8390	SH	X		1	8075	0	315
DENTSPLY INTERNATIONAL INC COM	COMMON STOCK	249030107	1601	26415	SH	X		1	26265	0	150
DENTSPLY INTERNATIONAL INC COM	COMMON STOCK	249030107	336	5540	SH		X	1	5540	0	0
DESIGN WITHIN REACH INC	COMMON STOCK	250557105	2	250	SH	X		1	250	0	0
DEVON ENERGY CORP	COMMON STOCK	25179M103	689	11407	SH	X		1	11081	0	326
DEVON ENERGY CORP	COMMON STOCK	25179M103	215	3557	SH		X	1	3157	0	400
DEVRY INC	COMMON STOCK	251893103	11	500	SH	X		1	500	0	0
DIAMOND OFFSHORE DRILLING COM	COMMON STOCK	25271C102	4	50	SH	X		1	50	0	0
DIAMONDS TR UNIT SER 1	COMMON STOCK	252787106	257	2300	SH	X		1	2300	0	0
DIEBOLD INC	COMMON STOCK	253651103	19	463	SH	X		1	463	0	0
DIEBOLD INC	COMMON STOCK	253651103	14	350	SH		X	1	350	0	0
DIGENE CORP COMMON	COMMON STOCK	253752109	47	1220	SH	X		1	1100	0	120
DIGITAS INC COM	COMMON STOCK	25388K104	92	7900	SH	X		1	7200	0	700
DISCOVERY HOLDING CO	COMMON STOCK	25468Y206	38	2600	SH		X	1	2600	0	0
DISCOVERY HOLDING CO-A	COMMON STOCK	25468Y107	70	4782	SH	X		1	4782	0	0
DISCOVERY HOLDING CO-A	COMMON STOCK	25468Y107	95	6500	SH		X	1	6500	0	0
DISNEY WALT CO	COMMON STOCK	254687106	5240	174651	SH	X		1	174051	0	600



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				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER	SHARED - SOLE	SHARED - OTHER	SHARED - SOLE	SHARED - OTHER	SHARED - SOLE	SHARED - OTHER		
				AMOUNT	AMOUNT	AMOUNT	AMOUNT	AMOUNT	AMOUNT	AMOUNT	AMOUNT	AMOUNT	AMOUNT	AMOUNT		
DISNEY WALT CO DOLBY LABORATORIES INC CL A	COMMON STOCK	254687106	3280	109328	SH						X	1	102578	0	6750	
DOLLAR GENERAL CORP	COMMON STOCK	25659T107	2	100	SH				X			1	100	0	0	
DOMINION RESOURCES BLACK WARRI DOMINION	COMMON STOCK	256669102	2	130	SH						X	1	130	0	0	
DOMINION RESOURCES INC DOMINION	COMMON STOCK	25746U109	4525	60509	SH				X			1	58984	0	1525	
DOMINION RESOURCES INC DONEGAL GROUP	COMMON STOCK	25746U109	3467	46352	SH						X	1	41334	0	5018	
DONEGAL GROUP INC CL A	COMMON STOCK	257701201	36	1838	SH				X			1	1838	0	0	
DONEGAL GROUP INC CL B	COMMON STOCK	257701300	16	906	SH				X			1	906	0	0	
DONNELLEY R R & SONS CO	COMMON STOCK	257867101	133	4156	SH				X			1	4156	0	0	
DONNELLEY R R & SONS CO	COMMON STOCK	257867101	141	4400	SH						X	1	4400	0	0	
DOVER CORP	COMMON STOCK	260003108	1996	40384	SH				X			1	40384	0	0	
DOVER CORP	COMMON STOCK	260003108	1802	36452	SH						X	1	29552	0	6900	
DOW CHEMICAL CO	COMMON STOCK	260543103	6104	156401	SH				X			1	155376	0	1025	
DOW CHEMICAL CO	COMMON STOCK	260543103	2951	75598	SH						X	1	74098	0	1500	
DPL INC	COMMON STOCK	233293109	142	5289	SH				X			1	5289	0	0	
DPL INC	COMMON STOCK	233293109	35	1317	SH						X	1	1317	0	0	
DRESS BARN INCORPORATED DRS	COMMON STOCK	261570105	84	3300	SH				X			1	3000	0	300	
DRS TECHNOLOGIES INC	COMMON STOCK	23330X100	10	200	SH						X	1	200	0	0	
DRYCLEAN USA INC	COMMON STOCK	262432107	1	350	SH				X			1	350	0	0	
DTE ENERGY CO	COMMON STOCK	233331107	877	21527	SH				X			1	20352	0	1175	
DTE ENERGY CO	COMMON STOCK	233331107	566	13897	SH						X	1	10419	0	3478	
DUKE ENERGY CORP	COMMON STOCK	26441C105	859	29241	SH				X			1	28866	0	375	
DUKE ENERGY CORP	COMMON STOCK	26441C105	1133	38568	SH						X	1	38068	0	500	
DUN & BRADSTREET CORP	COMMON STOCK	26483E100	54	774	SH				X			1	774	0	0	
DUN & BRADSTREET CORP	COMMON STOCK	26483E100	118	1700	SH						X	1	1700	0	0	
DUPONT EI DE NEMOURS & CO COM	COMMON STOCK	263534109	7896	189806	SH				X			1	186381	0	3425	
DUPONT EI DE NEMOURS & CO COM	COMMON STOCK	263534109	8333	200314	SH						X	1	194714	0	5600	
DUQUESNE LIGHT HOLDINGS INC	COMMON STOCK	266233105	33	2035	SH				X			1	2035	0	0	
DUQUESNE LIGHT HOLDINGS INC	COMMON STOCK	266233105	10	600	SH						X	1	600	0	0	
DYNEGY INC CL A E*TRADE	COMMON STOCK	26816Q101	111	20360	SH				X			1	18460	0	1900	
E*TRADE FINANCIAL CORPORATION	COMMON STOCK	269246104	7	290	SH				X			1	290	0	0	
EAGLE MATERIALS INC COM W RIGH	COMMON STOCK	26969P108	16	345	SH				X			1	345	0	0	
EARTHLINK INC COM	COMMON STOCK	270321102	68	7807	SH				X			1	7207	0	600	
EASTMAN CHEMICAL COMPANY COM	COMMON STOCK	277432100	75	1393	SH				X			1	1393	0	0	
EASTMAN CHEMICAL COMPANY COM	COMMON STOCK	277432100	127	2355	SH						X	1	1855	0	500	
EASTMAN KODAK CO COM	COMMON STOCK	277461109	52	2205	SH				X			1	2205	0	0	
EASTMAN KODAK CO COM	COMMON STOCK	277461109	411	17277	SH						X	1	17277	0	0	
EATON CORP COM	COMMON STOCK	278058102	635	8417	SH				X			1	8417	0	0	
EATON CORP COM	COMMON STOCK	278058102	143	1900	SH						X	1	1900	0	0	
EATON VANCE CORP	COMMON STOCK	278265103	6	230	SH				X			1	230	0	0	
EBAY INC COM	COMMON STOCK	278642103	3245	110775	SH				X			1	108586	0	2189	
EBAY INC COM	COMMON STOCK	278642103	429	14651	SH						X	1	11791	0	2860	
ECOLAB INC COM	COMMON STOCK	278865100	1083	26700	SH				X			1	26700	0	0	

ECOLAB INC COM EDISON INTERNATIONAL COM	COMMON STOCK	278865100	95	2350	SH		X	1	2350	0	0
EDWARDS AG INC COM	COMMON STOCK	281020107	39	1010	SH	X		1	1010	0	0
EDWARDS LIFESCIENCES CORP COM	COMMON STOCK	281760108	19	339	SH		X	1	339	0	0
EDWARDS LIFESCIENCES CORP COM	COMMON STOCK	28176E108	651	14335	SH	X		1	13335	0	1000
EL PASO CORP COM	COMMON STOCK	28336L109	53	3566	SH	X		1	3566	0	0
EL PASO CORP COM	COMMON STOCK	28336L109	52	3496	SH		X	1	3496	0	0
ELECTRONIC DATA SYSTEM CORPORA	COMMON STOCK	285661104	62	2564	SH	X		1	2564	0	0
ELECTRONIC DATA SYSTEM CORPORA	COMMON STOCK	285661104	64	2658	SH		X	1	2658	0	0
ELECTRONICS ARTS COM	COMMON STOCK	285512109	4660	108272	SH	X		1	104078	0	4194
ELECTRONICS ARTS COM	COMMON STOCK	285512109	382	8870	SH		X	1	8870	0	0
ELECTRONICS FOR IMAGING INC CO	COMMON STOCK	286082102	380	18210	SH	X		1	17445	0	765
ELECTRONICS FOR IMAGING INC CO	COMMON STOCK	286082102	27	1300	SH		X	1	0	0	1300
ELIZABETH ARDEN INC COM	COMMON STOCK	28660G106	4	205	SH	X		1	205	0	0
EMBARQ CORP	COMMON STOCK	29078E105	82	2006	SH	X		1	1376	0	630
EMBARQ CORP	COMMON STOCK	29078E105	30	732	SH		X	1	692	0	40
EMC CORP MASS COM	COMMON STOCK	268648102	4002	364771	SH	X		1	357321	0	7450
EMC CORP MASS COM	COMMON STOCK	268648102	635	57872	SH		X	1	51002	0	6870
EMDEON CORPORATION	COMMON STOCK	290849108	4	350	SH	X		1	350	0	0
EMERSON ELECTRIC CO	COMMON STOCK	291011104	6296	75122	SH	X		1	74572	0	550
EMERSON ELECTRIC CO	COMMON STOCK	291011104	5896	70351	SH		X	1	62836	0	7515
ENBRIDGE ENERGY PTNR	COMMON STOCK	29250R106	114	2627	SH		X	1	2627	0	0
ENCYSIVE PHARMACEUTICALS INC	COMMON STOCK	29256X107	187	27000	SH		X	1	27000	0	0
ENERGIZER HLDGS INC COM	COMMON STOCK	29266R108	83	1412	SH	X		1	1412	0	0



ASSN COM FEDERAL SIGNAL CORP FEDERATED DEPT STORES INC FEDERATED DEPT STORES INC	COMMON STOCK	313586109	2328	48401	SH		X	1	46501	0	1900
FEDEX CORP COM	COMMON STOCK	313855108	15	1000	SH	X		1	1000	0	0
FEDEX CORP COM	COMMON STOCK	31410H101	308	8406	SH	X		1	8406	0	0
FEDEX CORP COM	COMMON STOCK	31410H101	57	1556	SH		X	1	1556	0	0
FEDEX CORP COM	COMMON STOCK	31428X106	636	5440	SH	X		1	5440	0	0
FIDELITY NATL FINL INC	COMMON STOCK	31428X106	370	3170	SH		X	1	2570	0	600
FIDELITY NATL FINL INC	COMMON STOCK	316326107	1654	42462	SH	X		1	41990	0	472
FIDELITY NATL INFORMATION SERV	COMMON STOCK	316326107	10	245	SH		X	1	245	0	0
FIDELITY NATL TITLE GRP - CL A	COMMON STOCK	31620M106	18	500	SH		X	1	500	0	0
FIFTH THIRD BANCORP COM	COMMON STOCK	31620R105	8	400	SH	X		1	400	0	0
FIFTH THIRD BANCORP COM	COMMON STOCK	316773100	607	16433	SH	X		1	16433	0	0
FIFTH THIRD BANCORP COM	COMMON STOCK	316773100	35	950	SH		X	1	950	0	0
FILENET CORP COM	COMMON STOCK	316869106	86	3200	SH	X		1	2900	0	300
FIRST DATA CORP COM	COMMON STOCK	319963104	1847	41002	SH	X		1	40652	0	350
FIRST DATA CORP COM	COMMON STOCK	319963104	1241	27560	SH		X	1	24660	0	2900
FIRST MARINER BANCORP INCORPOR	COMMON STOCK	320795107	68	3500	SH		X	1	3500	0	0
FIRST NIAGARA FINANCIAL GROUP	COMMON STOCK	320795107	68	3500	SH		X	1	3500	0	0
FIRST STATE FINANCIAL CORP FLO	COMMON STOCK	33582V108	4	292	SH	X		1	292	0	0
FIRST UNITED CORP COM	COMMON STOCK	33708M206	59	3253	SH	X		1	3253	0	0
FIRST UNITED CORP COM	COMMON STOCK	33741H107	174	8408	SH	X		1	8408	0	0
FIRST UNITED CORP COM	COMMON STOCK	33741H107	50	2417	SH		X	1	200	0	2217
FIRSTENERGY CORP COM	COMMON STOCK	337932107	255	4703	SH	X		1	4703	0	0
FIRSTENERGY CORP COM	COMMON STOCK	337932107	396	7310	SH		X	1	7310	0	0
FISERV INC	COMMON STOCK	337738108	10	220	SH	X		1	220	0	0
FISERV INC	COMMON STOCK	337738108	9	200	SH		X	1	0	0	200
FIVE STAR QUALITY CARE INC	COMMON STOCK	33832D106	52	4660	SH	X		1	4200	0	460
FIVE STAR QUALITY CARE INC	COMMON STOCK	33832D106	0	10	SH		X	1	0	0	10
FLORIDA EAST COAST INDUSTRIES	COMMON STOCK	340632108	0	8	SH		X	1	8	0	0
FLORIDA ROCK INDUSTRIES	COMMON STOCK	341140101	24	475	SH		X	1	475	0	0
FLUOR CORP	COMMON STOCK	343412102	1377	14816	SH	X		1	14539	0	277
FLUOR CORP	COMMON STOCK	343412102	195	2100	SH		X	1	2100	0	0
FNB CORP PA FONAR CORP COM	COMMON STOCK	302520101	77	4890	SH	X		1	4890	0	0
FONAR CORP COM	COMMON STOCK	344437108	0	518	SH	X		1	518	0	0
FORD MOTOR CO	COMMON STOCK	345370860	90	13053	SH	X		1	13053	0	0



INC	COMMON STOCK	370334104	4592	88894	SH	X		1	87144	0	1750
GENERAL MILLS INC	COMMON STOCK	370334104	1880	36387	SH		X	1	35937	0	450
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	107	3595	SH	X		1	3195	0	400
GENERAL MOTORS CORP COM	COMMON STOCK	370442105	1405	47150	SH		X	1	46502	0	648
GENESEE & WYOMING GENESIS	COMMON STOCK	371559105	5	150	SH	X		1	150	0	0
MICROCHIP INC	COMMON STOCK	37184C103	6	500	SH	X		1	500	0	0
GENTEX CORP COM	COMMON STOCK	371901109	10	700	SH	X		1	700	0	0
GENUINE PARTS INC	COMMON STOCK	372460105	423	10155	SH	X		1	10155	0	0
GENUINE PARTS INC	COMMON STOCK	372460105	135	3250	SH		X	1	3250	0	0
GENWORTH FINANCIAL INC - CL A	COMMON STOCK	37247D106	22	645	SH		X	1	645	0	0
GENZYME CORP COM	COMMON STOCK	372917104	810	13261	SH	X		1	12861	0	400
GENZYME CORP COM	COMMON STOCK	372917104	37	600	SH		X	1	600	0	0
GERON CORP	COMMON STOCK	374163103	3	500	SH		X	1	0	0	500
GIANT INDUSTRIES INCORPORATED	COMMON STOCK	374508109	84	1265	SH	X		1	1150	0	115
GILEAD SCIENCES INC COM	COMMON STOCK	375558103	2817	47617	SH	X		1	46740	0	877
GILEAD SCIENCES INC COM	COMMON STOCK	375558103	266	4490	SH		X	1	4490	0	0
GLADSTONE CAPITAL CORP	COMMON STOCK	376535100	107	5000	SH	X		1	5000	0	0
GLATFELTER GLOBAL	COMMON STOCK	377316104	691	43563	SH	X		1	43563	0	0
INDUSTRIES LTD	COMMON STOCK	379336100	105	6300	SH	X		1	5700	0	600
GOLDEN WEST FINL CORP COM	COMMON STOCK	381317106	6	84	SH	X		1	84	0	0
GOLDMAN SACHS GROUP INC COM	COMMON STOCK	38141G104	1120	7443	SH	X		1	7393	0	50
GOLDMAN SACHS GROUP INC COM	COMMON STOCK	38141G104	223	1485	SH		X	1	1315	0	170
GOODRICH CORP	COMMON STOCK	382388106	4	100	SH	X		1	100	0	0
GOODRICH CORP	COMMON STOCK	382388106	226	5600	SH		X	1	4000	0	1600
GOODYEAR TIRE & RUBR CO	COMMON STOCK	382550101	9	800	SH	X		1	800	0	0
GOODYEAR TIRE & RUBR CO	COMMON STOCK	382550101	23	2050	SH		X	1	2050	0	0



INC	COMMON STOCK	422245100	30	575	SH	X		1	575	0	0
HEINZ H J CO COM	COMMON STOCK	423074103	1121	27191	SH	X		1	27191	0	0
HEINZ H J CO COM	COMMON STOCK	423074103	1143	27718	SH		X	1	21168	0	6550
HELMERICH & PAYNE INC COM	COMMON STOCK	423452101	80	1320	SH	X		1	1200	0	120
HERCULES INC	COMMON STOCK	427056106	32	2125	SH	X		1	2125	0	0
HERCULES INC HERLEY INDUSTRIES INC	COMMON STOCK	427056106	78	5100	SH		X	1	5100	0	0
HERMAN MILLER INC	COMMON STOCK	427398102	2	180	SH	X		1	180	0	0
HEWLETT PACKARD CO COM	COMMON STOCK	600544100	17	650	SH	X		1	650	0	0
HEWLETT PACKARD CO COM	COMMON STOCK	428236103	4082	128845	SH	X		1	128213	0	632
HEWLETT PACKARD CO COM	COMMON STOCK	428236103	2243	70801	SH		X	1	64801	0	6000
HILTON HOTELS CORP	COMMON STOCK	432848109	342	12078	SH	X		1	12078	0	0
HILTON HOTELS CORP	COMMON STOCK	432848109	15	525	SH		X	1	525	0	0
HOLOGIC INC COM	COMMON STOCK	436440101	118	2400	SH		X	1	1600	0	800
HOME DEPOT INC COM	COMMON STOCK	437076102	14322	400155	SH	X		1	395870	0	4285
HOME DEPOT INC COM	COMMON STOCK	437076102	5244	146513	SH		X	1	136503	0	10010
HONEYWELL INTL INC COM	COMMON STOCK	438516106	1090	27056	SH	X		1	27056	0	0
HONEYWELL INTL INC COM	COMMON STOCK	438516106	1586	39345	SH		X	1	39345	0	0
HOSPIRA INC	COMMON STOCK	441060100	243	5668	SH	X		1	5668	0	0
HOSPIRA INC	COMMON STOCK	441060100	190	4435	SH		X	1	4065	0	370
HOVNANIAN ENTERPRISES-A	COMMON STOCK	442487203	7	225	SH	X		1	225	0	0
HUBBELL INC CL B	COMMON STOCK	443510201	24	500	SH		X	1	500	0	0
HUDSON TECHNOLOGIES INC	COMMON STOCK	444144109	1	500	SH	X		1	500	0	0
HUGOTON ROYALTY TRUST	COMMON STOCK	444717102	48	1612	SH	X		1	1612	0	0
HUGOTON ROYALTY TRUST	COMMON STOCK	444717102	6	205	SH		X	1	205	0	0
HUMAN GENOME SCIENCES INC	COMMON STOCK	444903108	65	6100	SH	X		1	5500	0	600
HUMAN GENOME SCIENCES INC	COMMON STOCK	444903108	69	6450	SH		X	1	6450	0	0
HUMANA INC COM	COMMON STOCK	444859102	16	300	SH	X		1	300	0	0
HUMMINGBIRD LTD	COMMON STOCK	44544R101	14	500	SH		X	1	0	0	500
HUNTINGTON BANCSHARES INC COM	COMMON STOCK	446150104	12	500	SH	X		1	500	0	0
HUNTINGTON BANCSHARES INC COM	COMMON STOCK	446150104	4	161	SH		X	1	161	0	0



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				COLUMN 5					COLUMN 6 INVESTMENT AUTHORITY				COLUMN 7 OTHER MANAGERS		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE	SHARED - DEFINED	SHARED - OTHER	OTHER MANAGERS	SOLE	SHARED	OTHER		
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HUTTIG BLDG PRODS INC	COMMON STOCK	448451104	18	2277	SH					X	1	2277	0	0	
HYPERION SOLUTIONS CORP COM	COMMON STOCK	44914M104	10	375	SH				X		1	375	0	0	
IAC/INTERACTIVE CORP	COMMON STOCK	44919P300	42	1600	SH					X	1	1600	0	0	
ICOS CORP	COMMON STOCK	449295104	43	1975	SH				X		1	1800	0	175	
IDACORP INC	COMMON STOCK	451107106	51	1492	SH					X	1	250	0	1242	
ILLINOIS TOOL WKS INC COM	COMMON STOCK	452308109	1317	27735	SH				X		1	27735	0	0	
ILLINOIS TOOL WKS INC COM	COMMON STOCK	452308109	553	11650	SH					X	1	11650	0	0	
IMATION CORPORATION COM	COMMON STOCK	45245A107	3	80	SH				X		1	80	0	0	
IMATION CORPORATION COM	COMMON STOCK	45245A107	4	100	SH					X	1	100	0	0	
IMCLONE SYS INC COM	COMMON STOCK	45245W109	2	50	SH				X		1	50	0	0	
IMPLANT SCIENCES CORP	COMMON STOCK	45320R108	8	2500	SH				X		1	2500	0	0	
IMS HEALTH INC COM	COMMON STOCK	449934108	1374	51159	SH				X		1	49850	0	1309	
IMS HEALTH INC COM	COMMON STOCK	449934108	152	5677	SH					X	1	5377	0	300	
INCYTE GENOMICS INC COM	COMMON STOCK	45337C102	2	400	SH				X		1	400	0	0	
INERGY LP	COMMON STOCK	456615103	26	1000	SH					X	1	1000	0	0	
INFINITY ENERGY RESOURCES	COMMON STOCK	45663L403	35	5000	SH					X	1	5000	0	0	
INFRASOURCE SERVICES INC	COMMON STOCK	45684P102	18	1000	SH				X		1	1000	0	0	
INGRAM MICRO INC CL A	COMMON STOCK	457153104	4	200	SH					X	1	200	0	0	
INTEL CORP COM	COMMON STOCK	458140100	14886	783452	SH				X		1	770853	0	12599	
INTEL CORP COM	COMMON STOCK	458140100	5149	271025	SH					X	1	232887	0	38138	
INTERCONTINENTAL EXCHANGE INC	COMMON STOCK	45865V100	188	3240	SH				X		1	3150	0	90	
INTERDIGITAL COMM CORP	COMMON STOCK	45866A105	35	1000	SH				X		1	1000	0	0	
INTERNATIONAL BUSINESS MACHINE	COMMON STOCK	459200101	29191	379997	SH				X		1	370910	0	9087	
INTERNATIONAL BUSINESS MACHINE	COMMON STOCK	459200101	12616	164228	SH					X	1	146173	0	18055	
INTERNATIONAL GAME TECH COM	COMMON STOCK	459902102	11	300	SH				X		1	300	0	0	
INTERNATIONAL PAPER CO COM	COMMON STOCK	460146103	967	29930	SH				X		1	29180	0	750	
INTERNATIONAL PAPER CO COM	COMMON STOCK	460146103	371	11480	SH					X	1	6194	0	5286	
INTERNATIONAL RECTIFIER CORP	COMMON STOCK	460254105	2270	58097	SH				X		1	56572	0	1525	
INTERNATIONAL RECTIFIER CORP	COMMON STOCK	460254105	539	13800	SH					X	1	12550	0	1250	
INTERNATIONAL SECURITIES EXCHA	COMMON STOCK	46031W204	189	4975	SH				X		1	4715	0	260	
INTERNATIONAL SPEEDWAY CORP CL	COMMON STOCK	460335201	6	125	SH				X		1	125	0	0	
INTERNATIONAL SPEEDWAY CORP CL	COMMON STOCK	460335201	6	120	SH					X	1	120	0	0	
INTL FLAVORS & FRAGRANCES INC	COMMON STOCK	459506101	25	700	SH				X		1	700	0	0	
INTRALASE CORP	COMMON STOCK	461169104	1	50	SH				X		1	50	0	0	
INTUIT INC COM	COMMON STOCK	461202103	862	14246	SH				X		1	13806	0	440	
INTUIT INC COM	COMMON STOCK	461202103	23	375	SH					X	1	375	0	0	
INTUITIVE SURGICAL INC	COMMON STOCK	46120E602	366	3180	SH				X		1	3025	0	155	
INVERNESS MEDICAL INNOVATIONS	COMMON STOCK	46126P106	0	17	SH				X		1	17	0	0	
INVESTMENT TECHNOLOGY GROUP	COMMON STOCK	46145F105	148	2910	SH				X		1	2800	0	110	
INVITROGEN CORP COM	COMMON STOCK	46185R100	26	400	SH					X	1	0	0	400	

IOWA TELECOMMUNICATIONS SERVIC	COMMON STOCK	462594201	47	2500	SH		X	1	2500	0	0
ISHARES GOLDMAN SACHS SEMI	COMMON STOCK	464287523	8	135	SH		X	1	135	0	0
ISHARES LEHMAN 7-10 YRS TREAS	COMMON STOCK	464287440	8	95	SH		X	1	0	0	95
ISHARES MSCI AUSTRALIA INDEX F	COMMON STOCK	464286103	9	415	SH		X	1	415	0	0
ISHARES MSCI JAPAN INDEX FD	COMMON STOCK	464286848	130	9500	SH		X	1	9500	0	0
ISHARES MSCI JAPAN INDEX FD	COMMON STOCK	464286848	12	900	SH		X	1	900	0	0
ISHARES S&P 500 BARRA VALUE IN	COMMON STOCK	464287408	203	2950	SH		X	1	2950	0	0
ISIS PHARMACEUTICALS COM	COMMON STOCK	464330109	2	350	SH		X	1	350	0	0
ISIS PHARMACEUTICALS COM	COMMON STOCK	464330109	5	800	SH		X	1	800	0	0
ITT INDUSTRIES INC	COMMON STOCK	450911102	824	16652	SH		X	1	15692	0	960
ITT INDUSTRIES INC	COMMON STOCK	450911102	192	3888	SH		X	1	3288	0	600
IXIA	COMMON STOCK	45071R109	7	775	SH		X	1	775	0	0
J B HUNT TRANSPORT SERVICES IN	COMMON STOCK	445658107	305	12250	SH		X	1	11625	0	625
JABIL CIRCUIT INC	COMMON STOCK	466313103	799	31198	SH		X	1	31198	0	0
JABIL CIRCUIT INC	COMMON STOCK	466313103	228	8900	SH		X	1	8300	0	600
JACOBS ENGINEERING GROUP INC C	COMMON STOCK	469814107	36	450	SH		X	1	450	0	0
JDS UNIPHASE CORP COM	COMMON STOCK	46612J101	57	22436	SH		X	1	20536	0	1900
JLG INDUSTRIES INC	COMMON STOCK	466210101	168	7485	SH		X	1	7100	0	385
JM SMUCKER CO	COMMON STOCK	832696405	128	2864	SH		X	1	2864	0	0
JM SMUCKER CO	COMMON STOCK	832696405	292	6534	SH		X	1	5928	0	606
JOHNSON & JOHNSON COM	COMMON STOCK	478160104	31970	533553	SH		X	1	526733	0	6820
JOHNSON & JOHNSON COM	COMMON STOCK	478160104	31565	526778	SH		X	1	510466	0	16312
JOHNSON CONTROLS INC COM	COMMON STOCK	478366107	648	7885	SH		X	1	7885	0	0
JOHNSON CONTROLS INC COM	COMMON STOCK	478366107	206	2510	SH		X	1	2510	0	0
JOS A BANK CLOTHIERS INC	COMMON STOCK	480838101	20	850	SH		X	1	850	0	0
JOY GLOBAL INCORPORATED	COMMON STOCK	481165108	2828	54298	SH		X	1	53164	0	1134
JOY GLOBAL INCORPORATED	COMMON STOCK	481165108	63	1200	SH		X	1	1200	0	0

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													SH	SH
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	9446	224899	SH		X			1	220765	0	4134	
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	7883	187684	SH					X	1	175058	0	12626
KADANT INC COM	COMMON STOCK	48282T104	0	9	SH		X				1	9	0	0
KANSAS LIFE INS CO COM	COMMON STOCK	484836101	74	1750	SH		X				1	1750	0	0
KB HOME COM	COMMON STOCK	48666K109	28	600	SH		X				1	600	0	0
KELLOGG CO COM	COMMON STOCK	487836108	1201	24806	SH		X				1	24806	0	0
KELLOGG CO COM	COMMON STOCK	487836108	1062	21922	SH				X		1	20325	0	1597
KERR MCGEE CORP	COMMON STOCK	492386107	237	3414	SH		X				1	1814	0	1600
KERR MCGEE CORP	COMMON STOCK	492386107	88	1266	SH				X		1	1266	0	0
KEYCORP NEW COM	COMMON STOCK	493267108	488	13665	SH		X				1	13665	0	0
KEYCORP NEW COM	COMMON STOCK	493267108	203	5700	SH				X		1	5700	0	0
KEYSPAN CORP COM	COMMON STOCK	49337W100	71	1754	SH				X		1	1654	0	100
KEYSPAN CORP COM	COMMON STOCK	49337W100	119	2950	SH					X	1	2950	0	0
KIMBERLY CLARK CORP	COMMON STOCK	494368103	5779	93658	SH		X				1	93408	0	250
KIMBERLY CLARK CORP	COMMON STOCK	494368103	3847	62345	SH					X	1	55920	0	6425
KINDER MORGAN ENERGY PARTNERS	COMMON STOCK	494550106	160	3480	SH		X				1	3480	0	0
KINDER MORGAN ENERGY PARTNERS	COMMON STOCK	494550106	95	2075	SH					X	1	2075	0	0
KINDER MORGAN INC	COMMON STOCK	49455P101	15	150	SH				X		1	150	0	0
KINDER MORGAN INC	COMMON STOCK	49455P101	157	1575	SH					X	1	1575	0	0
KINETIC CONCEPTS INC	COMMON STOCK	49460W208	1541	34914	SH		X				1	34414	0	500
KINETIC CONCEPTS INC	COMMON STOCK	49460W208	184	4165	SH					X	1	2565	0	1600
KING PHARMACEUTICALS INC COM	COMMON STOCK	495582108	40	2342	SH		X				1	2342	0	0
KLA TENCOR CORP COM	COMMON STOCK	482480100	8	200	SH		X				1	200	0	0
KOHL'S CORP COM	COMMON STOCK	500255104	127	2146	SH		X				1	2146	0	0
KOHL'S CORP COM	COMMON STOCK	500255104	144	2440	SH					X	1	2440	0	0
KOS PHARMACEUTICALS INC COM	COMMON STOCK	500648100	18	483	SH		X				1	483	0	0
KRAFT FOODS INC CL A	COMMON STOCK	50075N104	1150	37229	SH		X				1	35578	0	1651
KRAFT FOODS INC CL A	COMMON STOCK	50075N104	194	6265	SH					X	1	5765	0	500
KROGER CO	COMMON STOCK	501044101	427	19544	SH		X				1	19544	0	0
KROGER CO	COMMON STOCK	501044101	80	3650	SH					X	1	3150	0	500
LABOR READY INC	COMMON STOCK	505401208	70	3100	SH		X				1	2800	0	300
LADISH CO INC	COMMON STOCK	505754200	66	1760	SH		X				1	1600	0	160
LAM RESH CORP	COMMON STOCK	512807108	124	2651	SH		X				1	2651	0	0
LAM RESH CORP	COMMON STOCK	512807108	23	485	SH					X	1	485	0	0
LANCE INC	COMMON STOCK	514606102	12	532	SH		X				1	532	0	0
LAS VEGAS SANDS CORP	COMMON STOCK	517834107	4	50	SH		X				1	50	0	0
LAUDER ESTEE CO CL A	COMMON STOCK	518439104	4884	126306	SH		X				1	121113	0	5193
LAUDER ESTEE CO CL A	COMMON STOCK	518439104	452	11700	SH					X	1	8900	0	2800
LAUREATE EDUCATION INC	COMMON STOCK	518613104	3479	81615	SH		X				1	78820	0	2795
LAUREATE EDUCATION INC	COMMON STOCK	518613104	129	3035	SH					X	1	2060	0	975
LEADING BRANDS INC	COMMON STOCK	52170U108	2	425	SH		X				1	425	0	0
LEAR CORP	COMMON STOCK	521865105	40	1797	SH		X				1	1797	0	0
LEAR CORP	COMMON STOCK	521865105	77	3485	SH					X	1	2485	0	1000
LEESPORT FINANCIAL CORP	COMMON STOCK	524477106	48	2077	SH		X				1	2077	0	0
LEGG MASON INC	COMMON STOCK	524901105	1899	19083	SH		X				1	18524	0	559
LEGG MASON INC	COMMON STOCK	524901105	194	1950	SH					X	1	1950	0	0
LEHMAN BROTHERS HLDGS INC COM	COMMON STOCK	524908100	7350	112820	SH		X				1	110774	0	2046
LEHMAN BROTHERS HLDGS INC COM	COMMON STOCK	524908100	1024	15710	SH					X	1	14710	0	1000
LENNAR CORP CL A	COMMON STOCK	526057104	4	100	SH		X				1	100	0	0

LEVEL 3											
COMMUNICATIONS INC	COMMON STOCK	52729N100	22	5000	SH	X		1	5000	0	0
LEXMARK INTL INC CL A	COMMON STOCK	529771107	1	25	SH	X		1	25	0	0
LIBERTY GLOBAL INC - CL A	COMMON STOCK	530555101	32	1490	SH	X		1	1490	0	0
LIBERTY GLOBAL INC - CL A	COMMON STOCK	530555101	45	2100	SH		X	1	2100	0	0
LIBERTY GLOBAL INC CL C	COMMON STOCK	530555309	31	1499	SH	X		1	1499	0	0
LIBERTY GLOBAL INC CL C	COMMON STOCK	530555309	70	3400	SH		X	1	3400	0	0
LIBERTY GLOBAL INC-CL B	COMMON STOCK	530555200	28	1300	SH		X	1	1300	0	0
LIBERTY MEDIA HLDG CORP - CAP	COMMON STOCK	53071M302	226	2702	SH	X		1	2702	0	0
LIBERTY MEDIA HLDG CORP - CAP	COMMON STOCK	53071M302	260	3100	SH		X	1	3100	0	0
LIBERTY MEDIA HLDG CORP - CAP	COMMON STOCK	53071M401	109	1300	SH		X	1	1300	0	0
LIBERTY MEDIA HLDG CORP - INTE	COMMON STOCK	53071M203	112	6500	SH		X	1	6500	0	0
LIBERTY MEDIA HLDG CORP - INTE	COMMON STOCK	53071M104	233	13513	SH	X		1	13513	0	0
LIBERTY MEDIA HLDG CORP - INTE	COMMON STOCK	53071M104	268	15500	SH		X	1	15500	0	0
LILLY ELI & CO	COMMON STOCK	532457108	6107	110489	SH	X		1	108808	0	1681
LILLY ELI & CO LIMITED BRANDS, INC COM	COMMON STOCK	532457108	5908	106885	SH		X	1	105590	0	1295
LINCOLN NATL CORP	COMMON STOCK	532716107	5	200	SH		X	1	200	0	0
LINCOLN NATL CORP	COMMON STOCK	534187109	5216	92425	SH	X		1	87542	0	4883
LINCOLN NATL CORP	COMMON STOCK	534187109	925	16386	SH		X	1	16386	0	0



BIOSCIENCES CORP	COMMON STOCK	572901106	122	4225	SH	X		1	4125	0	100
MARTHA STEWART LIVING-CL A	COMMON STOCK	573083102	16	950	SH	X		1	950	0	0
MASCO CORP	COMMON STOCK	574599106	3487	117640	SH	X		1	116015	0	1625
MASCO CORP	COMMON STOCK	574599106	642	21659	SH		X	1	21659	0	0
MASSEY ENERGY CO COM	COMMON STOCK	576206106	91	2523	SH	X		1	2523	0	0
MASSEY ENERGY CO COM	COMMON STOCK	576206106	54	1500	SH		X	1	1500	0	0
MATTEL INC	COMMON STOCK	577081102	38	2300	SH	X		1	2300	0	0
MATTEL INC	COMMON STOCK	577081102	124	7516	SH		X	1	6619	0	897
MAXIM INTEGRATED PRODS INC COM	COMMON STOCK	57772K101	65	2036	SH	X		1	2036	0	0
MBIA INC COM	COMMON STOCK	55262C100	1	14	SH	X		1	14	0	0
MC GRAW HILL COMPANIES INC	COMMON STOCK	580645109	588	11700	SH	X		1	11700	0	0
MC GRAW HILL COMPANIES INC	COMMON STOCK	580645109	1516	30180	SH		X	1	24580	0	5600
MCCLATCHY CO	COMMON STOCK	579489105	8	205	SH	X		1	205	0	0
MCCORMICK & CO INC	COMMON STOCK	579780107	9	273	SH	X		1	273	0	0
MCCORMICK & CO-NON VTG SHS	COMMON STOCK	579780206	3206	95546	SH	X		1	94071	0	1475
MCCORMICK & CO-NON VTG SHS	COMMON STOCK	579780206	556	16570	SH		X	1	12970	0	3600
MCDATA CORP	COMMON STOCK	580031201	2	368	SH		X	1	368	0	0
MCDERMOTT INTL INC	COMMON STOCK	580037109	477	10493	SH	X		1	10113	0	380
MCDERMOTT INTL INC	COMMON STOCK	580037109	22	486	SH		X	1	150	0	336
MCDONALDS CORP COM	COMMON STOCK	580135101	1751	52126	SH	X		1	52126	0	0
MCDONALDS CORP COM	COMMON STOCK	580135101	1278	38046	SH		X	1	31831	0	6215
MCKESSON CORPORATION COM	COMMON STOCK	58155Q103	7	150	SH		X	1	150	0	0
MCMORAN EXPLORATION CO	COMMON STOCK	582411104	2	125	SH	X		1	125	0	0
MCMORAN EXPLORATION CO	COMMON STOCK	582411104	2	125	SH		X	1	125	0	0
MEADWESTVACO CORP	COMMON STOCK	583334107	51	1819	SH	X		1	1819	0	0
MEDAREX INC	COMMON STOCK	583916101	39	4100	SH	X		1	4100	0	0
MEDAREX INC	COMMON STOCK	583916101	5	550	SH		X	1	550	0	0
MEDCO HEALTH SOLUTIONS INC	COMMON STOCK	58405U102	924	16127	SH	X		1	16127	0	0
MEDCO HEALTH SOLUTIONS INC	COMMON STOCK	58405U102	1789	31230	SH		X	1	27162	0	4068
MEDIA SCIENCES INTL INC	COMMON STOCK	58446X107	2	500	SH	X		1	500	0	0
MEDICAL ACTION INDUSTRIES INC	COMMON STOCK	58449L100	24	1100	SH	X		1	1100	0	0
MEDIMMUNE INC COM	COMMON STOCK	584699102	1	37	SH	X		1	37	0	0

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE		COLUMN 5		COLUMN 6 INVESTMENT AUTHORITY		COLUMN 7 OTHER MANAGERS
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
MEDTRONIC INC	COMMON STOCK	585055106	8503	181234	SH			X		1
MEDTRONIC INC	COMMON STOCK	585055106	2849	60716	SH				X	1
MELLON FINANCIAL CORP	COMMON STOCK	58551A108	2479	71999	SH			X		1
MELLON FINANCIAL CORP	COMMON STOCK	58551A108	126	3672	SH				X	1
MENTOR CORP MINN COM	COMMON STOCK	587188103	2393	55005	SH			X		1
MENTOR CORP MINN COM	COMMON STOCK	587188103	67	1530	SH				X	1
MERCANTILE BANK CORPORATION	COMMON STOCK	587376104	12	302	SH			X		1
MERCANTILE BANKSHARES CORP	COMMON STOCK	587405101	791	22165	SH			X		1
MERCANTILE BANKSHARES CORP	COMMON STOCK	587405101	3433	96256	SH				X	1
MERCK & CO INC COM	COMMON STOCK	589331107	6881	188881	SH			X		1
MERCK & CO INC COM	COMMON STOCK	589331107	7746	212621	SH				X	1
MERIDIAN GOLD INCORPORATED	COMMON STOCK	589975101	8	250	SH			X		1
MERRILL LYNCH & CO INC	COMMON STOCK	590188108	2832	40708	SH			X		1
MERRILL LYNCH & CO INC	COMMON STOCK	590188108	967	13905	SH				X	1
MESA LABORATORIES INC COM	COMMON STOCK	59064R109	47	3000	SH			X		1
MESABI TRUST	COMMON STOCK	590672101	9	492	SH			X		1
METLIFE CAP TR I	COMMON STOCK	59156R108	5	91	SH			X		1
METLIFE CAP TR I	COMMON STOCK	59156R108	54	1049	SH				X	1
METTLER TOLEDO INTERNATIONAL C	COMMON STOCK	592688105	73	1200	SH			X		1
MGI PHARMA INC COM	COMMON STOCK	552880106	10	450	SH			X		1
MGM MIRAGE	COMMON STOCK	552953101	2	50	SH			X		1
MICHAELS STORES INC COM	COMMON STOCK	594087108	471	11420	SH			X		1
MICROCHIP TECHNOLOGY INC COM	COMMON STOCK	595017104	362	10790	SH			X		1
MICRON TECHNOLOGY INC COM	COMMON STOCK	595112103	6	400	SH			X		1
MICRON TECHNOLOGY INC COM	COMMON STOCK	595112103	6	400	SH				X	1
MICROSOFT CORP	COMMON STOCK	594918104	20541	881586	SH			X		1
MICROSOFT CORP	COMMON STOCK	594918104	6752	289764	SH				X	1
MID PENN BANCORP INCORPORATED	COMMON STOCK	59540G107	27	1102	SH			X		1
MIDCAP SPDR TRUST SERIES 1 S&P	COMMON STOCK	595635103	1862	13378	SH			X		1
MIDCAP SPDR TRUST SERIES 1 S&P	COMMON STOCK	595635103	2509	18025	SH				X	1
MILACRON INC	COMMON STOCK	598709103	1	1017	SH			X		1
MILLENNIUM PHARMACEUTICALS COM	COMMON STOCK	599902103	50	5000	SH				X	1
MINDSPEED TECHNOLOGIES INC	COMMON STOCK	602682106	0	66	SH			X		1
MINE SAFETY APPLIANCES CO	COMMON STOCK	602720104	26	650	SH			X		1
MIRANT CORP	COMMON STOCK	60467R100	0	17	SH			X		1
MIRANT CORP	COMMON STOCK	60467R100	1	30	SH				X	1
MKS INSTRUMENTS INC	COMMON STOCK	55306N104	261	12955	SH			X		1
ML MACADAMIA ORCHARDS	COMMON STOCK	55307U107	1	100	SH				X	1
MOHAWK INDUSTRIES INC COM	COMMON STOCK	608190104	49	700	SH			X		1
MOLEX INC	COMMON STOCK	608554101	128	3812	SH			X		1
MOLSON COORS BREWING COMPANY	COMMON STOCK	60871R209	20	300	SH				X	1
MONSANTO COMPANY	COMMON STOCK	61166W101	171	2027	SH			X		1
MONSANTO COMPANY	COMMON STOCK	61166W101	608	7222	SH				X	1
MOODYS CORP	COMMON STOCK	615369105	190	3480	SH			X		1
MOODYS CORP	COMMON STOCK	615369105	476	8745	SH				X	1
MOOG INC CL A	COMMON STOCK	615394202	3	75	SH			X		1
MORGAN STANLEY GROUP INC	COMMON STOCK	617446448	7505	118738	SH			X		1
MORGAN STANLEY GROUP INC	COMMON STOCK	617446448	2224	35179	SH				X	1
MOTOROLA INC	COMMON STOCK	620076109	3253	161451	SH			X		1
MOTOROLA INC	COMMON STOCK	620076109	1604	79588	SH				X	1
MPS GROUP INC	COMMON STOCK	553409103	83	5500	SH			X		1

MUNICIPAL MTG & EQ LLC	COMMON STOCK 62624B101	33	1200	SH	X		1
MUNICIPAL MTG & EQ LLC	COMMON STOCK 62624B101	48	1750	SH		X	1
MURPHY OIL CORP	COMMON STOCK 626717102	60	1075	SH	X		1
MURPHY OIL CORP	COMMON STOCK 626717102	84	1500	SH		X	1
MYLAN LABORATORIES INC	COMMON STOCK 628530107	30	1510	SH	X		1
MYLAN LABORATORIES INC	COMMON STOCK 628530107	30	1500	SH		X	1
MYRIAD GENETICS INC COM	COMMON STOCK 62855J104	4	150	SH	X		1
MYRIAD GENETICS INC COM	COMMON STOCK 62855J104	8	300	SH		X	1
N J RES CORP	COMMON STOCK 646025106	28	600	SH	X		1
NABI BIOPHARMACEUTICALS	COMMON STOCK 629519109	11	2000	SH	X		1
NANOGEN INC	COMMON STOCK 630075109	1	600	SH	X		1
NASDAQ-100 SHARES	COMMON STOCK 631100104	310	7987	SH	X		1
NASDAQ-100 SHARES	COMMON STOCK 631100104	11999	309480	SH		X	1
NATIONAL CITY CORP COM	COMMON STOCK 635405103	731	20209	SH	X		1
NATIONAL CITY CORP COM	COMMON STOCK 635405103	67	1840	SH		X	1
NATIONAL PENN BANCSHARES INC	COMMON STOCK 637138108	156	7877	SH	X		1

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 COLUMN 8  
 VOTING  
 AUTHORITY  
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COLUMN 1 NAME OF ISSUER	SOLE	SHARED	OTHER
MEDTRONIC INC	177104	0	4130
MEDTRONIC INC	54675	0	6041
MELLON FINANCIAL CORP	71999	0	0
MELLON FINANCIAL CORP	3672	0	0
MENTOR CORP MINN COM	53803	0	1202
MENTOR CORP MINN COM	1330	0	200
MERCANTILE BANK CORPORATION	302	0	0
MERCANTILE BANKSHARES CORP	22165	0	0
MERCANTILE BANKSHARES CORP	89456	0	6800
MERCK & CO INC COM	187981	0	900
MERCK & CO INC COM	183186	0	29435
MERIDIAN GOLD INCORPORATED	250	0	0
MERRILL LYNCH & CO INC	40208	0	500
MERRILL LYNCH & CO INC	12295	0	1610
MESA LABORATORIES INC COM	3000	0	0
MESABI TRUST	492	0	0
METLIFE CAP TR I	91	0	0
METLIFE CAP TR I	1049	0	0
METTLER TOLEDO INTERNATIONAL C	1100	0	100
MGI PHARMA INC COM	400	0	50
MGM MIRAGE	50	0	0
MICHAELS STORES INC COM	11220	0	200
MICROCHIP TECHNOLOGY INC COM	10390	0	400
MICRON TECHNOLOGY INC COM	400	0	0
MICRON TECHNOLOGY INC COM	400	0	0
MICROSOFT CORP	860030	0	21556
MICROSOFT CORP	250760	0	39004
MID PENN BANCORP INCORPORATED	1102	0	0
MIDCAP SPDR TRUST SERIES 1 S&P	13378	0	0
MIDCAP SPDR TRUST SERIES 1 S&P	18025	0	0
MILACRON INC	1017	0	0
MILLENNIUM PHARMACEUTICALS COM	5000	0	0
MINDSPEED TECHNOLOGIES INC	66	0	0



MINE SAFETY			
APPLIANCES CO	650	0	0
MIRANT CORP	17	0	0
MIRANT CORP	17	0	13
MKS INSTRUMENTS INC	12245	0	710
ML MACADAMIA			
ORCHARDS	100	0	0
MOHAWK INDUSTRIES			
INC COM	700	0	0
MOLEX INC	3812	0	0
MOLSON COORS			
BREWING COMPANY	300	0	0
MONSANTO COMPANY	2027	0	0
MONSANTO COMPANY	7222	0	0
MOODYS CORP	3480	0	0
MOODYS CORP	8745	0	0
MOOG INC CL A	75	0	0
MORGAN STANLEY			
GROUP INC	116441	0	2297
MORGAN STANLEY			
GROUP INC	34517	0	662
MOTOROLA INC	159101	0	2350
MOTOROLA INC	75388	0	4200
MPS GROUP INC	5100	0	400
MUNICIPAL MTG & EQ			
LLC	1200	0	0
MUNICIPAL MTG & EQ			
LLC	1750	0	0
MURPHY OIL CORP	1075	0	0
MURPHY OIL CORP	1500	0	0
MYLAN			
LABORATORIES INC	1510	0	0
MYLAN			
LABORATORIES INC	0	0	1500
MYRIAD GENETICS INC			
COM	150	0	0
MYRIAD GENETICS INC			
COM	300	0	0
N J RES CORP	600	0	0
NABI			
BIOPHARMACEUTICALS	2000	0	0
NANOGEN INC	600	0	0
NASDAQ-100 SHARES	7987	0	0
NASDAQ-100 SHARES	309480	0	0
NATIONAL CITY CORP			
COM	20209	0	0
NATIONAL CITY CORP			
COM	1840	0	0
NATIONAL PENN			
BANCSHARES INC	7877	0	0

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE									COLUMN 8 VOTING AUTHORITY		
				COLUMN 5					COLUMN 6 INVESTMENT AUTHORITY				COLUMN 7 OTHER MANAGERS		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER	SHARED - SOLE	SHARED - OTHER	OTHER MANAGERS	SOLE	SHARED	OTHER	
NATIONAL PENN BANCSHARES INC	COMMON STOCK	637138108	132	6637	SH					X	1	6637	0	0	
NATIONAL SEMICONDUCTOR CORP CO	COMMON STOCK	637640103	63	2658	SH				X		1	2658	0	0	
NATIONAL SEMICONDUCTOR CORP CO	COMMON STOCK	637640103	90	3790	SH					X	1	3790	0	0	
NATIONWIDE FINL SVCS INC	COMMON STOCK	638612101	10	238	SH					X	1	238	0	0	
NATL FUEL GAS CO NAVISTAR	COMMON STOCK	636180101	35	1000	SH					X	1	1000	0	0	
INTERNATIONAL CORP	COMMON STOCK	63934E108	2	100	SH				X		1	100	0	0	
NCR CORP COM	COMMON STOCK	62886E108	5	139	SH				X		1	139	0	0	
NCR CORP COM	COMMON STOCK	62886E108	33	906	SH					X	1	858	0	48	
NEENAH PAPER INC	COMMON STOCK	640079109	32	1041	SH				X		1	1041	0	0	
NEENAH PAPER INC	COMMON STOCK	640079109	9	306	SH					X	1	287	0	19	
NETGEAR INC	COMMON STOCK	64111Q104	74	3400	SH				X		1	3100	0	300	
NEUROCRINE BIOSCIENCES INC	COMMON STOCK	64125C109	5	500	SH					X	1	0	0	500	
NEVADA GOLD & CASINOS INC	COMMON STOCK	64126Q206	1	200	SH				X		1	200	0	0	
NEW RIVER PHARMACEUTICALS INC	COMMON STOCK	648468205	13	445	SH				X		1	400	0	45	
NEW YORK TIMES CO CL A	COMMON STOCK	650111107	37	1520	SH				X		1	1520	0	0	
NEW YORK TIMES CO CL A	COMMON STOCK	650111107	245	10000	SH					X	1	10000	0	0	
NEWELL RUBBERMAID INC COM	COMMON STOCK	651229106	770	29829	SH				X		1	29829	0	0	
NEWELL RUBBERMAID INC COM	COMMON STOCK	651229106	430	16657	SH					X	1	16157	0	500	
NEWMARKET CORPORATION	COMMON STOCK	651587107	118	2400	SH				X		1	2400	0	0	
NEWMARKET CORPORATION	COMMON STOCK	651587107	267	5440	SH					X	1	5440	0	0	
NEWMONT MINING	COMMON STOCK	651639106	71	1340	SH				X		1	1289	0	51	
NEWMONT MINING	COMMON STOCK	651639106	79	1500	SH					X	1	600	0	900	
NEWS CORP INC-A	COMMON STOCK	65248E104	253	13187	SH				X		1	13177	0	10	
NEWS CORP INC-A	COMMON STOCK	65248E104	71	3710	SH					X	1	3596	0	114	
NEWS CORP-CLASS B	COMMON STOCK	65248E203	12	600	SH				X		1	600	0	0	
NICOR INC	COMMON STOCK	654086107	21	500	SH				X		1	500	0	0	
NICOR INC	COMMON STOCK	654086107	39	950	SH					X	1	950	0	0	
NIKE INC CL B	COMMON STOCK	654106103	864	10663	SH				X		1	10563	0	100	
NIKE INC CL B	COMMON STOCK	654106103	103	1270	SH					X	1	1120	0	150	
NISOURCE INC	COMMON STOCK	65473P105	117	5368	SH				X		1	5368	0	0	
NISOURCE INC	COMMON STOCK	65473P105	47	2171	SH					X	1	2171	0	0	
NOBLE ENERGY INC	COMMON STOCK	655044105	526	11225	SH				X		1	10875	0	350	
NOBLE ENERGY INC	COMMON STOCK	655044105	104	2225	SH					X	1	2225	0	0	
NORDSTROM INC COM	COMMON STOCK	655664100	11	290	SH				X		1	290	0	0	
NORFOLK SOUTHERN CORP	COMMON STOCK	655844108	840	15785	SH				X		1	15785	0	0	
NORFOLK SOUTHERN CORP	COMMON STOCK	655844108	1143	21483	SH					X	1	18783	0	2700	
NORTH FORK BANCORPORATION COM	COMMON STOCK	659424105	48	1576	SH				X		1	1576	0	0	
NORTH FORK BANCORPORATION COM	COMMON STOCK	659424105	67	2230	SH					X	1	2230	0	0	
NORTHERN TRUST CORP COM	COMMON STOCK	665859104	15	280	SH				X		1	280	0	0	
NORTHERN TRUST CORP COM	COMMON STOCK	665859104	12	225	SH					X	1	225	0	0	
NORTHROP GRUMMAN CORP	COMMON STOCK	666807102	758	11827	SH				X		1	11827	0	0	
NORTHROP GRUMMAN CORP	COMMON STOCK	666807102	305	4758	SH					X	1	4758	0	0	
NORTHWEST NATURAL GAS COMPANY	COMMON STOCK	667655104	61	1650	SH				X		1	1650	0	0	
NORTHWEST NATURAL GAS COMPANY	COMMON STOCK	667655104	37	1000	SH					X	1	1000	0	0	

NORTHWESTERN CORP	COMMON STOCK	668074305	4	106	SH	X		1	106	0	0
NOVELL INC	COMMON STOCK	670006105	526	79317	SH	X		1	79067	0	250
NOVELL INC	COMMON STOCK	670006105	154	23250	SH		X	1	23250	0	0
NOVELLUS SYS INC COM	COMMON STOCK	670008101	22	900	SH		X	1	900	0	0
NRG ENERGY INC	COMMON STOCK	629377508	10	200	SH	X		1	200	0	0
NS GROUP, INC.	COMMON STOCK	628916108	24	443	SH	X		1	443	0	0
NSTAR COM	COMMON STOCK	67019E107	24	840	SH		X	1	840	0	0
NUCOR CORP	COMMON STOCK	670346105	104	1920	SH		X	1	1920	0	0
NUVEEN INVESTMENTS INC	COMMON STOCK	67090F106	5	115	SH	X		1	115	0	0
NVIDIA CORP COM	COMMON STOCK	67066G104	11	496	SH		X	1	496	0	0
NYER MEDICAL GROUP INCORPORATE	COMMON STOCK	670711100	2	825	SH	X		1	825	0	0
OCCIDENTAL PETE CORP COM	COMMON STOCK	674599105	306	2980	SH	X		1	2980	0	0
OCCIDENTAL PETE CORP COM	COMMON STOCK	674599105	199	1945	SH		X	1	1945	0	0
OCEANEERING INTL INC COM	COMMON STOCK	675232102	118	2580	SH	X		1	2400	0	180
OFFICE DEPOT INC	COMMON STOCK	676220106	65	1700	SH	X		1	1700	0	0
OFFICEMAX INC	COMMON STOCK	67622P101	27	673	SH	X		1	673	0	0
OGE ENERGY CORP COM	COMMON STOCK	670837103	49	1400	SH	X		1	1400	0	0
OGE ENERGY CORP COM	COMMON STOCK	670837103	110	3136	SH		X	1	3136	0	0
OHIO CAS CORP	COMMON STOCK	677240103	7	240	SH	X		1	240	0	0
OIL STATES INTL INC	COMMON STOCK	678026105	82	2405	SH	X		1	2200	0	205
OLD NATIONAL BANCORP COM	COMMON STOCK	680033107	126	6306	SH	X		1	6306	0	0
OLD REPUBLIC INTL CORP COM	COMMON STOCK	680223104	104	4875	SH	X		1	4875	0	0
OLIN CORP COM	COMMON STOCK	680665205	19	1050	SH	X		1	1050	0	0



TEA INC COM	COMMON STOCK	705560100	6	200	SH	X		1	200	0	0
PENN NATL GAMING INC	COMMON STOCK	707569109	26	675	SH	X		1	675	0	0
PENN TREATY AMERICAN CORP	COMMON STOCK	707874400	0	21	SH		X	1	21	0	0
PENN VA RESOURCE PARTNERS LP	COMMON STOCK	707884102	27	1000	SH		X	1	1000	0	0
PENNEY JC CO INC	COMMON STOCK	708160106	234	3464	SH	X		1	3464	0	0
PENNEY JC CO INC	COMMON STOCK	708160106	210	3108	SH		X	1	3108	0	0
PENNICHUCK CORPORATION NEW	COMMON STOCK	708254206	18	889	SH	X		1	889	0	0
PENNSYLVANIA COMMERCE BANCORP	COMMON STOCK	708677109	229	7166	SH	X		1	7166	0	0
PENTAIR INC COM	COMMON STOCK	709631105	27	800	SH	X		1	800	0	0
PENTAIR INC COM	COMMON STOCK	709631105	267	7800	SH		X	1	7800	0	0
PENWEST PHARMACEUTICALS CO	COMMON STOCK	709754105	29	1350	SH	X		1	1200	0	150
PEPCO HOLDINGS INC	COMMON STOCK	713291102	534	22633	SH	X		1	19907	0	2726
PEPCO HOLDINGS INC	COMMON STOCK	713291102	595	25214	SH		X	1	20664	0	4550
PEPSIAMERICAS INC COM	COMMON STOCK	71343P200	13	600	SH		X	1	600	0	0
PEPSICO INC COM	COMMON STOCK	713448108	25769	429195	SH	X		1	423670	0	5525
PEPSICO INC COM	COMMON STOCK	713448108	17204	286541	SH		X	1	261504	0	25037
PERFORMANCE FOOD GROUP CO	COMMON STOCK	713755106	21	700	SH	X		1	700	0	0
PERFORMANCE FOOD GROUP CO	COMMON STOCK	713755106	12	400	SH		X	1	400	0	0
PERKINELMER INC COM	COMMON STOCK	714046109	25	1200	SH	X		1	1200	0	0
PERKINELMER INC COM	COMMON STOCK	714046109	84	4000	SH		X	1	4000	0	0
PERRIGO COMPANY	COMMON STOCK	714290103	161	10005	SH	X		1	9660	0	345
PETMED EXPRESS INC	COMMON STOCK	716382106	9	800	SH	X		1	800	0	0
PETSMART INC	COMMON STOCK	716768106	1685	65825	SH	X		1	64725	0	1100



GAMBLE CO COM	COMMON STOCK	742718109	35404	636762	SH	X		1	630782	0	5980
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	34122	613712	SH		X	1	498829	0	114883
PROGENICS PHARMACEUTICALS	COMMON STOCK	743187106	53	2200	SH	X		1	2200	0	0
PROGRESS ENERGY INC COM	COMMON STOCK	743263105	365	8511	SH	X		1	7911	0	600
PROGRESS ENERGY INC COM	COMMON STOCK	743263105	207	4836	SH		X	1	4836	0	0
PROGRESSIVE CORP COM	COMMON STOCK	743315103	103	4000	SH	X		1	4000	0	0
PROVIDENT BANKSHARES CORPORATI	COMMON STOCK	743859100	1144	31427	SH	X		1	31427	0	0
PROVIDENT BANKSHARES CORPORATI	COMMON STOCK	743859100	36	1000	SH		X	1	1000	0	0
PROVIDENT FINANCIAL SERVICES I	COMMON STOCK	74386T105	22	1200	SH	X		1	1200	0	0
PROXYMED INC	COMMON STOCK	744290305	4	500	SH		X	1	500	0	0
PRUDENTIAL FINANCIAL INC	COMMON STOCK	744320102	234	3013	SH	X		1	3013	0	0
PRUDENTIAL FINANCIAL INC	COMMON STOCK	744320102	31	400	SH		X	1	400	0	0
PSYCHIATRIC SOLUTIONS INC	COMMON STOCK	74439H108	443	15450	SH	X		1	14875	0	575
PSYCHIATRIC SOLUTIONS INC	COMMON STOCK	74439H108	34	1200	SH		X	1	1200	0	0
PUBLIC SVC ENTERPRISE GROUP IN	COMMON STOCK	744573106	235	3561	SH	X		1	3561	0	0
PUBLIC SVC ENTERPRISE GROUP IN	COMMON STOCK	744573106	252	3811	SH		X	1	3811	0	0
PUGET ENERGY INC COM	COMMON STOCK	745310102	98	4540	SH	X		1	4540	0	0
PUGET ENERGY INC COM	COMMON STOCK	745310102	56	2625	SH		X	1	2625	0	0
PURE CYCLE CORP	COMMON STOCK	746228303	64	6000	SH		X	1	6000	0	0
QUALCOMM INC COM	COMMON STOCK	747525103	4092	102120	SH	X		1	100515	0	1605
QUALCOMM INC COM	COMMON STOCK	747525103	306	7630	SH		X	1	7230	0	400
QUANTA SERVICES INC COM	COMMON STOCK	74762E102	56	3235	SH	X		1	2900	0	335
QUEST DIAGNOSTICS INC	COMMON STOCK	74834L100	3339	55718	SH	X		1	54556	0	1162
QUEST DIAGNOSTICS INC	COMMON STOCK	74834L100	638	10655	SH		X	1	10355	0	300
QUESTAR CORP COM	COMMON STOCK	748356102	326	4055	SH	X		1	3955	0	100

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				COLUMN 5					COLUMN 6 INVESTMENT AUTHORITY				COLUMN 7 OTHER MANAGERS					
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE	SHARED - DEFINED	SHARED - OTHER	C	M	A	G	S	O	S	H	O
QUESTAR CORP COM	COMMON STOCK	748356102	145	1800	SH						X		1	1800	0	0		
QWEST COMMUNICATIONS INTL INC	COMMON STOCK	749121109	26	3232	SH				X				1	3232	0	0		
QWEST COMMUNICATIONS INTL INC	COMMON STOCK	749121109	15	1814	SH					X			1	1604	0	210		
R H DONNELLEY CORP	COMMON STOCK	74955W307	6	111	SH				X				1	111	0	0		
R H DONNELLEY CORP	COMMON STOCK	74955W307	11	200	SH					X			1	200	0	0		
RADISYS CORPORATION	COMMON STOCK	750459109	88	4000	SH				X				1	3600	0	400		
RAYONIER INC COM	COMMON STOCK	754907103	108	2850	SH					X			1	2850	0	0		
RAYTHEON CO COM NEW	COMMON STOCK	755111507	572	12830	SH				X				1	11506	0	1324		
RAYTHEON CO COM NEW	COMMON STOCK	755111507	940	21085	SH					X			1	18079	0	3006		
READER'S DIGEST ASSN INC	COMMON STOCK	755267101	7	500	SH				X				1	500	0	0		
RED HAT INC COM REGIONS	COMMON STOCK	756577102	12	500	SH				X				1	500	0	0		
REGIONS FINANCIAL CORP	COMMON STOCK	7591EP100	28	836	SH				X				1	836	0	0		
REGIONS FINANCIAL CORP	COMMON STOCK	7591EP100	189	5697	SH					X			1	5697	0	0		
RELIANT ENERGY INC	COMMON STOCK	75952B105	2	168	SH				X				1	168	0	0		
REMINGTON OIL & GAS CORP COM N	COMMON STOCK	759594302	22	500	SH				X				1	500	0	0		
REPUBLIC SVCS INC COM	COMMON STOCK	760759100	76	1875	SH				X				1	1700	0	175		
RES-CARE INC	COMMON STOCK	760943100	27	1325	SH				X				1	1200	0	125		
REYNOLDS AMERICAN INC	COMMON STOCK	761713106	110	958	SH				X				1	958	0	0		
REYNOLDS AMERICAN INC	COMMON STOCK	761713106	52	450	SH					X			1	450	0	0		
RF MICRO DEVICES INC COM	COMMON STOCK	749941100	215	35970	SH				X				1	34270	0	1700		
RITE AID CORP COM	COMMON STOCK	767754104	113	26580	SH				X				1	22440	0	4140		
ROBERT HALF INTL INC COM	COMMON STOCK	770323103	86	2040	SH				X				1	2040	0	0		
ROBERT HALF INTL INC COM	COMMON STOCK	770323103	25	605	SH					X			1	500	0	105		
ROCKWELL AUTOMATION INC.	COMMON STOCK	773903109	8241	114438	SH				X				1	110792	0	3646		
ROCKWELL AUTOMATION INC.	COMMON STOCK	773903109	929	12905	SH					X			1	9350	0	3555		
ROCKWELL COLLINS COM	COMMON STOCK	774341101	292	5232	SH				X				1	5232	0	0		
ROCKWELL COLLINS COM	COMMON STOCK	774341101	164	2935	SH					X			1	1975	0	960		
ROHM & HAAS CO	COMMON STOCK	775371107	20	404	SH				X				1	404	0	0		
ROHM & HAAS CO	COMMON STOCK	775371107	606	12096	SH					X			1	12096	0	0		
ROSS STORES INC COM	COMMON STOCK	778296103	3516	125345	SH				X				1	121869	0	3476		
ROSS STORES INC COM	COMMON STOCK	778296103	241	8579	SH					X			1	7054	0	1525		
ROTONICS MANUFACTURING INC	COMMON STOCK	778903104	1	300	SH				X				1	300	0	0		
ROYCE VALUE TRUST (CE)	COMMON STOCK	780910105	39	2000	SH				X				1	2000	0	0		
RPC INC	COMMON STOCK	749660106	83	3420	SH				X				1	3100	0	320		
RPM INTL INC	COMMON STOCK	749685103	9	500	SH				X				1	500	0	0		
RPM INTL INC	COMMON STOCK	749685103	79	4380	SH					X			1	4380	0	0		
RUBY TUESDAY S & T BANCORP INC	COMMON STOCK	781182100	20	800	SH				X				1	800	0	0		
SABRE HOLDINGS CORPORATION COM	COMMON STOCK	783859101	13	400	SH					X			1	400	0	0		
SAFEWAY INC COM	COMMON STOCK	785905100	10	467	SH					X			1	467	0	0		
SAFEWAY INC	COMMON STOCK	786514208	5	200	SH				X				1	200	0	0		



COM	COMMON STOCK	786514208	47	1800	SH		X	1	300	0	1500
SAN JUAN BASIN ROYALTY TR	COMMON STOCK	798241105	39	1000	SH	X		1	1000	0	0
SAN JUAN BASIN ROYALTY TR	COMMON STOCK	798241105	8	200	SH		X	1	200	0	0
SANDISK CORP COM	COMMON STOCK	80004C101	249	4890	SH	X		1	4790	0	100
SANDISK CORP COM	COMMON STOCK	80004C101	5	100	SH		X	1	100	0	0
SANDY SPRING BANCORP INC	COMMON STOCK	800363103	25	700	SH	X		1	700	0	0
SANDY SPRING BANCORP INC	COMMON STOCK	800363103	155	4300	SH		X	1	4300	0	0
SARA LEE CORP	COMMON STOCK	803111103	424	26457	SH	X		1	26457	0	0
SARA LEE CORP	COMMON STOCK	803111103	893	55734	SH		X	1	48734	0	7000
SCANA CORP NEW COM	COMMON STOCK	80589M102	304	7886	SH	X		1	7886	0	0
SCANA CORP NEW COM	COMMON STOCK	80589M102	328	8510	SH		X	1	8510	0	0
SCHERING PLOUGH CORP	COMMON STOCK	806605101	2300	120868	SH	X		1	120868	0	0
SCHERING PLOUGH CORP	COMMON STOCK	806605101	1767	92863	SH		X	1	73431	0	19432
SCHWAB CHARLES CORP NEW COM	COMMON STOCK	808513105	292	18277	SH	X		1	18277	0	0
SEALED AIR CORP NEW COM	COMMON STOCK	81211K100	52	1000	SH		X	1	1000	0	0
SEARS HOLDINGS CORP	COMMON STOCK	812350106	632	4068	SH	X		1	4068	0	0
SEARS HOLDINGS CORP	COMMON STOCK	812350106	27	172	SH		X	1	172	0	0
SEI CORP COM	COMMON STOCK	784117103	85	1735	SH	X		1	1735	0	0
SEI CORP COM	COMMON STOCK	784117103	19	390	SH		X	1	390	0	0
SELECT SECTOR SPDR UTILITIES	COMMON STOCK	81369Y886	13	400	SH	X		1	400	0	0
SELECTIVE INS GROUP INC	COMMON STOCK	816300107	6	100	SH	X		1	100	0	0
SEMPRA ENERGY COM	COMMON STOCK	816851109	18	400	SH	X		1	400	0	0
SEMPRA ENERGY COM	COMMON STOCK	816851109	24	532	SH		X	1	532	0	0
SEPRACOR INC COM	COMMON STOCK	817315104	480	8409	SH	X		1	8209	0	200
SEPRACOR INC COM	COMMON STOCK	817315104	9	150	SH		X	1	150	0	0
SERVICEMASTER CO COM	COMMON STOCK	81760N109	150	14500	SH		X	1	0	0	14500
SEVERN BANCORP INC	COMMON STOCK	81811M100	8	440	SH	X		1	440	0	0

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				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	SHARED - SOLE	SHARED - SHARED	SHARED - OTHER			
SEVERN BANCORP INC	COMMON STOCK	81811M100	518	27321	SH					X	1	27321	0	0	
SHERWIN WILLIAMS CO COM	COMMON STOCK	824348106	247	5200	SH						1	200	0	5000	
SHOE CARNIVAL INC	COMMON STOCK	824889109	86	3600	SH			X			1	3300	0	300	
SHUFFLE MASTER INC	COMMON STOCK	825549108	236	7205	SH			X			1	7205	0	0	
SIERRA HEALTH SERVICES INC	COMMON STOCK	826322109	55	1215	SH			X			1	1100	0	115	
SIRIUS SATELLITE RADIO INC COM	COMMON STOCK	82966U103	61	12820	SH			X			1	12820	0	0	
SIRIUS SATELLITE RADIO INC COM	COMMON STOCK	82966U103	9	1800	SH					X	1	1800	0	0	
SKECHERS USA SKY FINANCIAL GROUP INC	COMMON STOCK	830566105	77	3200	SH			X			1	2900	0	300	
SKYWORKS SOLUTIONSINC	COMMON STOCK	83080P103	24	1000	SH			X			1	1000	0	0	
SKYWORKS SOLUTIONSINC	COMMON STOCK	83088M102	0	70	SH			X			1	70	0	0	
SKYWORKS SOLUTIONSINC	COMMON STOCK	83088M102	2	280	SH					X	1	280	0	0	
SLM CORP COM	COMMON STOCK	78442P106	122	2313	SH			X			1	2313	0	0	
SMITH INTL INC	COMMON STOCK	832110100	3180	71500	SH			X			1	71500	0	0	
SMITH INTL INC	COMMON STOCK	832110100	294	6600	SH					X	1	6600	0	0	
SMITHFIELD FOODS INC	COMMON STOCK	832248108	58	2000	SH					X	1	2000	0	0	
SOLETRON CORP	COMMON STOCK	834182107	5	1550	SH			X			1	1550	0	0	
SOLETRON CORP	COMMON STOCK	834182107	7	2017	SH					X	1	2017	0	0	
SONOCO PRODUCTS CO COM	COMMON STOCK	835495102	60	1900	SH					X	1	1900	0	0	
SOUTH JERSEY INDUSTRIES INC	COMMON STOCK	838518108	14	518	SH			X			1	518	0	0	
SOUTHERN CO COM	COMMON STOCK	842587107	992	30938	SH			X			1	29938	0	1000	
SOUTHERN CO COM	COMMON STOCK	842587107	1162	36256	SH					X	1	34041	0	2215	
SOUTHERN UNION CO NEW COM	COMMON STOCK	844030106	90	3312	SH			X			1	3312	0	0	
SOUTHWEST AIRLINES CO COM	COMMON STOCK	844741108	98	6012	SH			X			1	6012	0	0	
SOUTHWEST AIRLINES CO COM	COMMON STOCK	844741108	138	8400	SH					X	1	8400	0	0	
SOUTHWEST GAS CORP COM	COMMON STOCK	844895102	31	1000	SH					X	1	1000	0	0	
SOVEREIGN BANCORP INC	COMMON STOCK	845905108	3783	186248	SH			X			1	183523	0	2725	
SOVEREIGN BANCORP INC	COMMON STOCK	845905108	37	1843	SH					X	1	1423	0	420	
SPAR GROUP INC	COMMON STOCK	784933103	0	450	SH			X			1	450	0	0	
SPDR TRUST SERIES 1 S&P 500 IN	COMMON STOCK	78462F103	6590	51799	SH			X			1	51799	0	0	
SPDR TRUST SERIES 1 S&P 500 IN	COMMON STOCK	78462F103	8327	65448	SH					X	1	65448	0	0	
SPEEDWAY MOTORSPORTS INCORPORA	COMMON STOCK	847788106	4	100	SH					X	1	100	0	0	
SPRINT NEXTEL CORP	COMMON STOCK	852061100	767	38391	SH			X			1	29780	0	8611	
SPRINT NEXTEL CORP	COMMON STOCK	852061100	297	14857	SH					X	1	14057	0	800	
SPX CORP COM	COMMON STOCK	784635104	33	597	SH					X	1	597	0	0	
ST JOE CORP	COMMON STOCK	790148100	2169	46610	SH			X			1	45035	0	1575	

ST JOE CORP ST JUDE MEDICAL INC COM	COMMON STOCK	790148100	428	9198	SH		X	1	8798	0	400
ST PAUL TRAVELERS COMPANIES IN	COMMON STOCK	790849103	6	200	SH	X		1	200	0	0
ST PAUL TRAVELERS COMPANIES IN	COMMON STOCK	792860108	1202	26958	SH	X		1	26854	0	104
ST PAUL TRAVELERS COMPANIES IN	COMMON STOCK	792860108	607	13621	SH		X	1	13262	0	359
STANDARD REGISTER COMPANY	COMMON STOCK	853887107	6	500	SH	X		1	500	0	0
STANLEY WORKS COM	COMMON STOCK	854616109	538	11400	SH	X		1	11400	0	0
STANLEY WORKS COM	COMMON STOCK	854616109	458	9700	SH		X	1	3700	0	6000
STAPLES INC COM	COMMON STOCK	855030102	7521	308851	SH	X		1	301875	0	6976
STAPLES INC COM	COMMON STOCK	855030102	1358	55778	SH		X	1	55628	0	150
STAR GAS PARTNERS LP	COMMON STOCK	85512C105	1	500	SH	X		1	500	0	0
STARBUCKS CORP COM	COMMON STOCK	855244109	819	21695	SH	X		1	21695	0	0
STARBUCKS CORP COM	COMMON STOCK	855244109	121	3200	SH		X	1	3200	0	0
STARWOOD HOTELS & RESORTS WORL	COMMON STOCK	85590A401	15	254	SH	X		1	254	0	0
STATE AUTO FINANCIAL CORP	COMMON STOCK	855707105	275	8450	SH	X		1	8100	0	350
STATE STREET CORP	COMMON STOCK	857477103	384	6612	SH	X		1	6612	0	0
STATE STREET CORP	COMMON STOCK	857477103	5066	87214	SH		X	1	87214	0	0
STEEL DYNAMICS INC	COMMON STOCK	858119100	102	1550	SH	X		1	1400	0	150
STEELCASE INC CL A	COMMON STOCK	858155203	16	1000	SH		X	1	0	0	1000
STERLING FINANCIAL CORP	COMMON STOCK	859317109	1175	53642	SH	X		1	24575	0	29067
STERLING FINANCIAL CORP	COMMON STOCK	859317109	131	6000	SH		X	1	1000	0	5000
STONEPATH GROUP INC	COMMON STOCK	861837102	0	750	SH	X		1	750	0	0
STREETTRACKS GOLD TRUST	COMMON STOCK	863307104	18	300	SH		X	1	300	0	0
STRYKER CORP COM	COMMON STOCK	863667101	440	10460	SH	X		1	10460	0	0
STRYKER CORP COM	COMMON STOCK	863667101	51	1200	SH		X	1	1000	0	200
STURM RUGER & CO INC COM	COMMON STOCK	864159108	5	750	SH	X		1	750	0	0
STURM RUGER & CO INC COM	COMMON STOCK	864159108	6	1000	SH		X	1	1000	0	0
SUBURBAN PROPANE PARTNERS LP	COMMON STOCK	864482104	8	250	SH	X		1	250	0	0
SUBURBAN PROPANE PARTNERS LP	COMMON STOCK	864482104	41	1300	SH		X	1	300	0	1000
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	24	5811	SH	X		1	5811	0	0
SUN MICROSYSTEMS INC COM	COMMON STOCK	866810104	39	9300	SH		X	1	9300	0	0
SUNOCO INC COM	COMMON STOCK	86764P109	146	2106	SH	X		1	2106	0	0
SUNOCO INC COM	COMMON STOCK	86764P109	14	200	SH		X	1	200	0	0

SEC USE -----															
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SUNOCO LOGISTICS PARTNERS LP	COMMON STOCK	86764L108	25	600	SH					X	1	600	0	0	
SUNRISE SENIOR LIVING INC	COMMON STOCK	86768K106	11	400	SH		X				1	400	0	0	
SUNTRUST BANKS INC	COMMON STOCK	867914103	684	8968	SH		X				1	8968	0	0	
SUNTRUST BANKS INC	COMMON STOCK	867914103	1738	22796	SH				X		1	21096	0	1700	
SUPERIOR ENERGY SERVICES INC C	COMMON STOCK	868157108	24	700	SH		X				1	700	0	0	
SUPERVALU INC	COMMON STOCK	868536103	74	2418	SH		X				1	2418	0	0	
SUSQUEHANNA BANCSHARES INC PA	COMMON STOCK	869099101	1559	65238	SH		X				1	55226	0	10012	
SYKES ENTERPRISES INC	COMMON STOCK	871237103	79	4900	SH		X				1	4500	0	400	
SYMANTEC CORP COM	COMMON STOCK	871503108	356	22886	SH		X				1	22886	0	0	
SYMANTEC CORP COM	COMMON STOCK	871503108	138	8854	SH				X		1	8280	0	574	
SYMBOL TECHNOLOGIES INC	COMMON STOCK	871508107	67	6212	SH		X				1	4712	0	1500	
SYMBOL TECHNOLOGIES INC	COMMON STOCK	871508107	35	3240	SH				X		1	3240	0	0	
SYNOPSYS INC COM	COMMON STOCK	871607107	20	1050	SH		X				1	1050	0	0	
SYNOPSYS INC COM	COMMON STOCK	871607107	32	1700	SH				X		1	200	0	1500	
SYNOVUS FINL CORP COM	COMMON STOCK	87161C105	21	800	SH				X		1	800	0	0	
SYPRIS SOLUTIONS INCORPORATED	COMMON STOCK	871655106	47	5000	SH		X				1	5000	0	0	
SYSCO CORP	COMMON STOCK	871829107	7735	253101	SH		X				1	246619	0	6482	
SYSCO CORP	COMMON STOCK	871829107	10033	328306	SH				X		1	324541	0	3765	
TARGET CORP COM	COMMON STOCK	87612E106	7465	152742	SH		X				1	149942	0	2800	
TARGET CORP COM	COMMON STOCK	87612E106	1312	26845	SH				X		1	25470	0	1375	
TASER INTERNATIONAL INC	COMMON STOCK	87651B104	2	200	SH				X		1	200	0	0	
TASTY BAKING CO WITH RIGHTS 07	COMMON STOCK	876553306	6	625	SH				X		1	625	0	0	
TD AMERITRADE HOLDING CORP	COMMON STOCK	87236Y108	4	257	SH		X				1	257	0	0	
TECH DATA CORP COM	COMMON STOCK	878237106	23	600	SH				X		1	600	0	0	
TECHNITROL INC	COMMON STOCK	878555101	74	3200	SH		X				1	2900	0	300	
TECO ENERGY INC	COMMON STOCK	872375100	183	12264	SH		X				1	12264	0	0	
TECO ENERGY INC	COMMON STOCK	872375100	357	23866	SH				X		1	23566	0	300	
TELEDYNE TECHNOLOGIES INC COM	COMMON STOCK	879360105	75	2275	SH		X				1	2275	0	0	
TEMPLE INLAND INC	COMMON STOCK	879868107	5	128	SH		X				1	128	0	0	
TEMPLE INLAND INC	COMMON STOCK	879868107	4	100	SH				X		1	0	0	100	
TENET HEALTHCARE CORP	COMMON STOCK	88033G100	10	1500	SH		X				1	1500	0	0	
TEPPCO PARTNERS LTD PARTNERS	COMMON STOCK	872384102	88	2500	SH		X				1	2500	0	0	
TEREX CORP TEXAS	COMMON STOCK	880779103	98	990	SH		X				1	900	0	90	
TEXAS INSTRUMENTS INC	COMMON STOCK	882508104	4830	159455	SH		X				1	158709	0	746	
TEXAS INSTRUMENTS INC	COMMON STOCK	882508104	2222	73360	SH				X		1	64522	0	8838	
TEXTRON INC COM	COMMON STOCK	883203101	430	4668	SH		X				1	4668	0	0	
TEXTRON INC COM TF FINANCIAL CORP	COMMON STOCK	883203101	101	1100	SH				X		1	100	0	1000	
THE DIRECTV GROUP INC	COMMON STOCK	872391107	144	5000	SH		X				1	5000	0	0	
THE DIRECTV	COMMON STOCK	25459L106	18	1097	SH		X				1	1048	0	49	

GROUP INC	COMMON STOCK	25459L106	29	1773	SH		X	1	1448	0	325
THE HERSHEY COMPANY	COMMON STOCK	427866108	2727	49520	SH	X		1	46970	0	2550
THE HERSHEY COMPANY	COMMON STOCK	427866108	2454	44554	SH		X	1	32454	0	12100
THE MOSAIC COMPANY	COMMON STOCK	61945A107	10	661	SH	X		1	661	0	0
THE MOSAIC COMPANY	COMMON STOCK	61945A107	6	400	SH		X	1	400	0	0
THE PANTRY INC	COMMON STOCK	698657103	9	150	SH	X		1	150	0	0
THE SCOTTS MIRACLE-GRO COMPANY	COMMON STOCK	810186106	592	14000	SH	X		1	14000	0	0
THERMO ELECTRON CORP COM	COMMON STOCK	883556102	36	1000	SH	X		1	1000	0	0
THERMO ELECTRON CORP COM	COMMON STOCK	883556102	29	800	SH		X	1	800	0	0
THOR INDUSTRIES INCORPORATED	COMMON STOCK	885160101	75	1550	SH	X		1	1400	0	150
TIDEWATER INC	COMMON STOCK	886423102	49	1000	SH	X		1	1000	0	0
TIFFANY & CO	COMMON STOCK	886547108	92	2784	SH	X		1	2784	0	0
TIME WARNER INC	COMMON STOCK	887317105	1907	110250	SH	X		1	105450	0	4800
TIME WARNER INC	COMMON STOCK	887317105	664	38362	SH		X	1	35662	0	2700
TIMKEN CO COM	COMMON STOCK	887389104	42	1240	SH		X	1	1240	0	0
TITAN INTERNATIONAL INC	COMMON STOCK	88830M102	51	2750	SH	X		1	2500	0	250
TIVO INC	COMMON STOCK	888706108	1	100	SH	X		1	100	0	0
TJX COMPANIES COM	COMMON STOCK	872540109	4	165	SH	X		1	165	0	0
TOLL BROS INC	COMMON STOCK	889478103	2190	85650	SH	X		1	84700	0	950
TOLL BROS INC	COMMON STOCK	889478103	568	22220	SH		X	1	21720	0	500
TOLLGRADE COMMUNICATIONS INC C	COMMON STOCK	889542106	13	1350	SH	X		1	1350	0	0
TOMPKINS TRUSTCO INC	COMMON STOCK	890110109	28	643	SH	X		1	643	0	0
TOOTSIE ROLL INDUSTRIES	COMMON STOCK	890516107	54	1851	SH	X		1	1851	0	0
TORO CO COM	COMMON STOCK	891092108	80	1720	SH	X		1	1720	0	0
TRADESTATION GROUP INC	COMMON STOCK	89267P105	82	6500	SH	X		1	6000	0	500
TRANSACT TECHNOLOGIES INC COM	COMMON STOCK	892918103	10	1000	SH	X		1	1000	0	0
TRANSCEND SERVICES INC	COMMON STOCK	893929208	1	325	SH	X		1	325	0	0
TRANSOCEAN INC	COMMON STOCK	690078109	1713	21327	SH	X		1	21327	0	0

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TRANSOCEAN INC	COMMON STOCK	G90078109	425	5295	SH						1	5245	0	50	
TREDEGAR CORP	COMMON STOCK	894650100	40	2500	SH			X			1	2500	0	0	
TRIAD HOSPITALS INC	COMMON STOCK	89579K109	79	2000	SH					X	1	0	0	2000	
TRIBUNE CO NEW COM	COMMON STOCK	896047107	2	50	SH			X			1	50	0	0	
TRIBUNE CO NEW COM	COMMON STOCK	896047107	42	1300	SH					X	1	1300	0	0	
TRINITY INDUSTRIES INC	COMMON STOCK	896522109	6	150	SH			X			1	150	0	0	
TRINITY INDUSTRIES INC	COMMON STOCK	896522109	79	1950	SH					X	1	1950	0	0	
TRIUMPH GROUP INC	COMMON STOCK	896818101	48	1000	SH			X			1	1000	0	0	
TRONOX INC-CLASS B	COMMON STOCK	897051207	4	303	SH			X			1	142	0	161	
TRONOX INC-CLASS B	COMMON STOCK	897051207	2	126	SH					X	1	126	0	0	
TUPPERWARE BRANDS CORP	COMMON STOCK	899896104	10	500	SH			X			1	500	0	0	
TUPPERWARE BRANDS CORP	COMMON STOCK	899896104	9	450	SH					X	1	450	0	0	
TXU CORP COM	COMMON STOCK	873168108	268	4480	SH			X			1	4480	0	0	
TXU CORP COM	COMMON STOCK	873168108	185	3100	SH					X	1	2900	0	200	
TYSON FOODS INC COM	COMMON STOCK	902494103	18	1200	SH					X	1	1200	0	0	
U S BANCORP DEL COM NEW	COMMON STOCK	902973304	2814	91127	SH			X			1	90627	0	500	
U S BANCORP DEL COM NEW	COMMON STOCK	902973304	907	29386	SH					X	1	24286	0	5100	
U.S. CONCRETE, INC.	COMMON STOCK	90333L102	47	4250	SH			X			1	3900	0	350	
UGI CORP	COMMON STOCK	902681105	323	13100	SH			X			1	13100	0	0	
UGI CORP UNION	COMMON STOCK	902681105	148	6000	SH					X	1	6000	0	0	
BANKSHARES CORPORATION	COMMON STOCK	905399101	9	200	SH					X	1	200	0	0	
UNION PACIFIC CORP COM	COMMON STOCK	907818108	1030	11075	SH			X			1	10975	0	100	
UNION PACIFIC CORP COM	COMMON STOCK	907818108	873	9390	SH					X	1	4590	0	4800	
UNIT CORP COM	COMMON STOCK	909218109	57	1000	SH					X	1	1000	0	0	
UNITED PARCEL SERVICE CL B	COMMON STOCK	911312106	9400	114177	SH			X			1	111303	0	2874	
UNITED PARCEL SERVICE CL B	COMMON STOCK	911312106	1610	19560	SH					X	1	17485	0	2075	
UNITED RENTALS INC COM	COMMON STOCK	911363109	450	14070	SH			X			1	13345	0	725	
UNITED STS STL CORP NEW	COMMON STOCK	912909108	13	179	SH			X			1	179	0	0	
UNITED STS STL CORP NEW	COMMON STOCK	912909108	11	160	SH					X	1	160	0	0	
UNITED SURGICAL PARTNERS INTL	COMMON STOCK	913016309	419	13949	SH			X			1	13314	0	635	
UNITED SURGICAL PARTNERS INTL	COMMON STOCK	913016309	23	750	SH					X	1	750	0	0	
UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	7847	123724	SH			X			1	121324	0	2400	
UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	3340	52671	SH					X	1	49221	0	3450	
UNITED THERAPEUTICS CORP	COMMON STOCK	91307C102	32	550	SH			X			1	500	0	50	
UNITEDHEALTH GROUP INC	COMMON STOCK	91324P102	2844	63509	SH			X			1	62565	0	944	
UNITEDHEALTH GROUP INC	COMMON STOCK	91324P102	455	10153	SH					X	1	7083	0	3070	
UNITRIN INC COM	COMMON STOCK	913275103	162	3715	SH			X			1	3715	0	0	
UNIVERSAL COMPRESSION HOLDINGS	COMMON STOCK	913431102	63	1000	SH					X	1	1000	0	0	
UNIVERSAL DISPLAY CORP	COMMON STOCK	91347P105	17	1300	SH			X			1	1300	0	0	
UNIVEST CORP OF PA	COMMON STOCK	915271100	68	2454	SH			X			1	2454	0	0	
UNVL HEALTH SERVICES INC CL B	COMMON STOCK	913903100	18	360	SH			X			1	360	0	0	

URBAN OUTFITTERS INC	COMMON STOCK	917047102	178	10183	SH	X		1	9883	0	300
URS CORP NEW	COMMON STOCK	903236107	79	1875	SH	X		1	1700	0	175
USEC INC	COMMON STOCK	90333E108	80	6730	SH	X		1	6100	0	630
UST INC COM	COMMON STOCK	902911106	394	8725	SH	X		1	8725	0	0
UST INC COM	COMMON STOCK	902911106	140	3100	SH		X	1	3100	0	0
V F CORP	COMMON STOCK	918204108	54	800	SH	X		1	800	0	0
V F CORP	COMMON STOCK	918204108	641	9440	SH		X	1	9440	0	0
VALENTIS INC	COMMON STOCK	91913E302	3	850	SH		X	1	850	0	0
VALERO ENERGY CORP COM	COMMON STOCK	91913Y100	412	6200	SH	X		1	6200	0	0
VALERO ENERGY CORP COM	COMMON STOCK	91913Y100	379	5700	SH		X	1	5700	0	0
VALERO L P	COMMON STOCK	91913W104	29	585	SH	X		1	585	0	0
VALUECLICK INC	COMMON STOCK	92046N102	5	300	SH	X		1	300	0	0
VARIAN INC	COMMON STOCK	922206107	5	120	SH	X		1	120	0	0
VARIAN MEDICAL SYS INC COM	COMMON STOCK	92220P105	1467	30987	SH	X		1	30787	0	200
VARIAN MEDICAL SYS INC COM	COMMON STOCK	92220P105	208	4403	SH		X	1	4403	0	0
VARIAN SEMICONDUCTOR EQUIP ASS	COMMON STOCK	922207105	6	180	SH	X		1	180	0	0
VERISIGN INC COM	COMMON STOCK	92343E102	451	19480	SH	X		1	18755	0	725
VERISIGN INC COM	COMMON STOCK	92343E102	58	2494	SH		X	1	2494	0	0
VERITAS DGC INC COM	COMMON STOCK	92343P107	79	1540	SH	X		1	1400	0	140
VERIZON COMMUNICATIONS COM	COMMON STOCK	92343V104	15878	474112	SH	X		1	461962	0	12150
VERIZON COMMUNICATIONS COM	COMMON STOCK	92343V104	9540	284857	SH		X	1	268302	0	16555
VIACOM INC CL A	COMMON STOCK	92553P102	8	225	SH		X	1	225	0	0
VIACOM INC-CLASS B	COMMON STOCK	92553P201	702	19581	SH	X		1	19581	0	0
VIACOM INC-CLASS B	COMMON STOCK	92553P201	383	10678	SH		X	1	9253	0	1425
VISHAY INTERTECHNOLOGY INC COM	COMMON STOCK	928298108	16	1000	SH	X		1	1000	0	0
W H ENERGY SVCS INC COM	COMMON STOCK	92925E108	84	1650	SH	X		1	1500	0	150





PETROLEUM CORPORATION	COMMON STOCK	966387102	63	1500	SH		X	1	1500	0	0
WHOLE FOODS MKT INC COM	COMMON STOCK	966837106	78	1200	SH	X		1	1200	0	0
WILBER CORP COM	COMMON STOCK	967797101	8	750	SH	X		1	750	0	0
WILLIAM SONOMA INC COM	COMMON STOCK	969904101	295	8675	SH	X		1	8355	0	320
WILLIAM SONOMA INC COM	COMMON STOCK	969904101	17	500	SH		X	1	500	0	0
WILLIAMS COMPANY INC (THE)	COMMON STOCK	969457100	21	900	SH	X		1	900	0	0
WILLIAMS COMPANY INC (THE)	COMMON STOCK	969457100	33	1403	SH		X	1	203	0	1200
WILMINGTON TRUST CORP	COMMON STOCK	971807102	25	600	SH		X	1	600	0	0
WIND RIV SYS INC	COMMON STOCK	973149107	5	600	SH	X		1	600	0	0
WISCONSIN ENERGY CORP COM	COMMON STOCK	976657106	192	4752	SH	X		1	4752	0	0
WISCONSIN ENERGY CORP COM	COMMON STOCK	976657106	206	5118	SH		X	1	5118	0	0
WORTHINGTON INDS INC COM	COMMON STOCK	981811102	272	13000	SH		X	1	0	0	13000
WPS RESOURCES CORP	COMMON STOCK	92931B106	40	800	SH	X		1	800	0	0
WPS RESOURCES CORP	COMMON STOCK	92931B106	17	350	SH		X	1	350	0	0
WRIGLEY WM JR CO	COMMON STOCK	982526105	329	7262	SH	X		1	7262	0	0
WRIGLEY WM JR CO	COMMON STOCK	982526105	321	7086	SH		X	1	6336	0	750
WYETH	COMMON STOCK	983024100	15806	355908	SH	X		1	350888	0	5020
WYETH	COMMON STOCK	983024100	15502	349068	SH		X	1	296280	0	52788
WYNN RESORTS LIMITED	COMMON STOCK	983134107	7	100	SH	X		1	100	0	0
X-RITE INC COM	COMMON STOCK	983857103	3	250	SH	X		1	250	0	0
XANSER CORP	COMMON STOCK	98389J103	2	400	SH	X		1	400	0	0
XCEL ENERGY INC COM	COMMON STOCK	98389B100	55	2876	SH	X		1	2876	0	0
XCEL ENERGY INC COM	COMMON STOCK	98389B100	239	12454	SH		X	1	12454	0	0
XEROX CORP	COMMON STOCK	984121103	112	8038	SH	X		1	8038	0	0
XEROX CORP	COMMON STOCK	984121103	127	9140	SH		X	1	9140	0	0
XM SATELLITE RADIO HLDGS INC	COMMON STOCK	983759101	37	2500	SH	X		1	2500	0	0



CORP	COMMON STOCK	002255107	11	801	SH	X		1	801	0	0
AXA SPONSORED ADR	COMMON STOCK	054536107	8	236	SH		X	1	236	0	0
BALLARD PWR SYS INC	COMMON STOCK	05858H104	2	300	SH	X		1	300	0	0
BANK OF IRELAND SPONSORED ADR	COMMON STOCK	46267Q103	7	100	SH	X		1	100	0	0
BANK OF IRELAND SPONSORED ADR	COMMON STOCK	46267Q103	180	2500	SH		X	1	2500	0	0
BARRICK GOLD CORP	COMMON STOCK	067901108	29	974	SH	X		1	974	0	0
BARRICK GOLD CORP	COMMON STOCK	067901108	161	5450	SH		X	1	5350	0	100
BAYER AG SPONSORED ADR	COMMON STOCK	072730302	46	1000	SH		X	1	1000	0	0
BEMA GOLD CORP	COMMON STOCK	08135F107	55	10900	SH	X		1	9900	0	1000
BHP BILLITON LTD SPONSORED ADR	COMMON STOCK	088606108	45	1050	SH	X		1	1050	0	0
BHP BILLITON LTD SPONSORED ADR	COMMON STOCK	088606108	152	3532	SH		X	1	2500	0	1032
BIOTECH HOLDERS TRUST	COMMON STOCK	09067D201	28	160	SH	X		1	160	0	0
BP PLC SPONSORED ADR	COMMON STOCK	055622104	19745	283654	SH	X		1	282670	0	984
BP PLC SPONSORED ADR	COMMON STOCK	055622104	15342	220393	SH		X	1	201185	0	19208
BT GROUP PLC-SPON ADR	COMMON STOCK	05577E101	11	250	SH		X	1	250	0	0
CADBURY SCHWEPPE PLC	COMMON STOCK	127209302	4	100	SH		X	1	100	0	0
CAMECO CORPORATION	COMMON STOCK	13321L108	28	700	SH	X		1	700	0	0
CANADIAN NATIONAL RAILWAY COMP	COMMON STOCK	136375102	125	2850	SH	X		1	2850	0	0
CANON INC SPONS ADR	COMMON STOCK	138006309	15	200	SH		X	1	200	0	0
CARDIOME PHARMA CORP	COMMON STOCK	14159U202	56	6300	SH		X	1	6300	0	0
CHICAGO BRIDGE & IRON CO N V C	COMMON STOCK	167250109	874	36171	SH	X		1	34713	0	1458
CHICAGO BRIDGE & IRON CO N V C	COMMON STOCK	167250109	53	2175	SH		X	1	175	0	2000
CHINA MOBILE LTD SPON ADR	COMMON STOCK	16941M109	9	300	SH		X	1	300	0	0
CHINA YUCHAI INTERNATIONAL LIM	COMMON STOCK	G21082105	2	250	SH	X		1	250	0	0
CNOOC LTD -ADR	COMMON STOCK	126132109	24	300	SH		X	1	300	0	0
COMPANHIA VALE DO RIO DOCE-ADR	COMMON STOCK	204412209	287	11955	SH	X		1	11955	0	0
COOPER INDUSTRIES LTD CL A	COMMON STOCK	G24182100	228	2449	SH	X		1	2449	0	0
COOPER INDUSTRIES LTD CL A	COMMON STOCK	G24182100	225	2420	SH		X	1	2420	0	0

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				AMOUNT	AMOUNT	SOLE	DEFINED	OTHER	OTHER	SOLE	SHARED	OTHER		
DAIMLER CHRYSLER AG	COMMON STOCK	D1668R123	24	488	SH		X			1	488	0	0	
DAIMLER CHRYSLER AG	COMMON STOCK	D1668R123	94	1903	SH					X	1	1053	0	850
DELHAIZE GROUP SPONSORED ADR	COMMON STOCK	29759W101	18	260	SH		X				1	260	0	0
DEUTSCHE TELEKOM AG	COMMON STOCK	251566105	6	376	SH					X	1	376	0	0
DIAGEO PLC SPONSORED ADR	COMMON STOCK	25243Q205	204	3019	SH		X				1	3019	0	0
DR REDDYS LABS LTD ADR	COMMON STOCK	256135203	28	1000	SH		X				1	1000	0	0
ELAN CORP PLC SPONS ADR	COMMON STOCK	284131208	1	75	SH					X	1	75	0	0
ENCANA CORP ENDESA S A	COMMON STOCK	292505104	190	3600	SH					X	1	3600	0	0
ENDESA S A SPONSORED ADR	COMMON STOCK	29258N107	86	2668	SH		X				1	2668	0	0
ENDESA S A SPONSORED ADR	COMMON STOCK	29258N107	26	800	SH					X	1	800	0	0
ENERPLUS RESOURCES FUND	COMMON STOCK	29274D604	6	100	SH		X				1	100	0	0
ENERPLUS RESOURCES FUND	COMMON STOCK	29274D604	84	1500	SH					X	1	1500	0	0
EVEREST RE GROUP LTD COM	COMMON STOCK	G3223R108	4	50	SH		X				1	50	0	0
FALCONBRIDGE LTD	COMMON STOCK	306104100	106	2000	SH		X				1	2000	0	0
FALCONBRIDGE LTD	COMMON STOCK	306104100	32	600	SH					X	1	600	0	0
FLEXTRONICS INTL LTD	COMMON STOCK	Y2573F102	15	1444	SH		X				1	1444	0	0
FLEXTRONICS INTL LTD	COMMON STOCK	Y2573F102	46	4288	SH					X	1	4288	0	0
FORDING CANADIAN COAL TRUST	COMMON STOCK	345425102	3730	117652	SH		X				1	115127	0	2525
FORDING CANADIAN COAL TRUST	COMMON STOCK	345425102	1293	40799	SH					X	1	33144	0	7655
FOSTER WHEELER LTD	COMMON STOCK	G36535139	2752	63712	SH		X				1	61614	0	2098
FOSTER WHEELER LTD	COMMON STOCK	G36535139	207	4800	SH					X	1	3160	0	1640
FRONTLINE LTD GALLAHER GROUP	COMMON STOCK	G3682E127	42	1100	SH		X				1	1100	0	0
GALLAHER GROUP PLC SPON ADR	COMMON STOCK	363595109	244	3905	SH		X				1	3905	0	0
GALLAHER GROUP PLC SPON ADR	COMMON STOCK	363595109	145	2322	SH					X	1	2214	0	108
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	1320	23656	SH		X				1	23656	0	0
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	1543	27659	SH					X	1	20959	0	6700
GOLD FIELDS LIMITED ADR	COMMON STOCK	38059T106	6	250	SH		X				1	250	0	0
GOLDCORP INC GROUPE DANONE	COMMON STOCK	380956409	30	1000	SH		X				1	1000	0	0
SPONS ADR HARMONY GOLD MINING SPON ADR	COMMON STOCK	399449107	27	1000	SH					X	1	1000	0	0
HSBC HOLDINGS PLC SPON ADR	COMMON STOCK	413216300	21	1275	SH		X				1	1275	0	0
HSBC HOLDINGS PLC SPON ADR	COMMON STOCK	404280406	116	1318	SH		X				1	1318	0	0
HSBC HOLDINGS PLC SPON ADR	COMMON STOCK	404280406	105	1190	SH					X	1	1190	0	0
HUANENG POWER INTL-SPONS ADR	COMMON STOCK	443304100	69	2620	SH					X	1	2620	0	0
ICICI BANK LIMITED SPONSORED A	COMMON STOCK	45104G104	7	300	SH		X				1	300	0	0
ING GROEP NV SPONSORED ADR	COMMON STOCK	456837103	22	550	SH					X	1	550	0	0
INGERSOLL-RAND COMPANY LTD-A	COMMON STOCK	G4776G101	205	4800	SH		X				1	4800	0	0
INGERSOLL-RAND COMPANY LTD-A	COMMON STOCK	G4776G101	494	11550	SH					X	1	11550	0	0
KINROSS GOLD CORPORATION	COMMON STOCK	496902404	21	1969	SH		X				1	1969	0	0

KNIGHTSBRIDGE TANKERS LTD	COMMON STOCK	G5299G106	13	500	SH	X		1	500	0	0
KONINKLIJKE PHILIPS ELEC N V	COMMON STOCK	500472303	14	450	SH	X		1	450	0	0
KONINKLIJKE PHILIPS ELEC N V	COMMON STOCK	500472303	16	500	SH		X	1	500	0	0
LAN AIRLINES SA SPON ADR	COMMON STOCK	501723100	72	2210	SH	X		1	2000	0	210
MAGNA ENTERTAINMENT CORP CL A	COMMON STOCK	559211107	1	200	SH	X		1	200	0	0
MAGNA INTL INC CL A	COMMON STOCK	559222401	43	600	SH	X		1	600	0	0
MAGNA INTL INC CL A	COMMON STOCK	559222401	11	150	SH		X	1	150	0	0
MANULIFE FINANCIAL CORP	COMMON STOCK	56501R106	1035	32582	SH	X		1	32582	0	0
MANULIFE FINANCIAL CORP	COMMON STOCK	56501R106	31	986	SH		X	1	986	0	0
MARVEL TECHNOLOGY GROUP LTD	COMMON STOCK	G5876H105	1	30	SH	X		1	30	0	0
MATSUSHITA ELEC IND SPON ADR	COMMON STOCK	576879209	11	500	SH	X		1	500	0	0
MAX RE CAPITAL LIMITED	COMMON STOCK	G6052F103	4	165	SH	X		1	165	0	0
MITTAL STEEL COMPANY NV-CL A N	COMMON STOCK	60684P101	3	100	SH	X		1	100	0	0
NABORS INDUSTRIES LTD	COMMON STOCK	G6359F103	6667	197295	SH	X		1	194205	0	3090
NABORS INDUSTRIES LTD	COMMON STOCK	G6359F103	1209	35775	SH		X	1	34475	0	1300
NAM TAI ELECTRONICS INCORPORAT	COMMON STOCK	629865205	11	500	SH		X	1	0	0	500
NATIONAL AUSTRALIA BK LTD	COMMON STOCK	632525408	65	500	SH	X		1	500	0	0
NISSAN MTR LTD SPONSORED ADR	COMMON STOCK	654744408	22	1000	SH	X		1	1000	0	0
NOBLE CORPORATION	COMMON STOCK	G65422100	157	2115	SH	X		1	2115	0	0
NOKIA CORP SPONSORED ADR	COMMON STOCK	654902204	1131	55832	SH	X		1	55832	0	0
NOKIA CORP SPONSORED ADR	COMMON STOCK	654902204	335	16531	SH		X	1	15731	0	800
NORTEL NETWORKS CORP	COMMON STOCK	656568102	3	1425	SH	X		1	1425	0	0
NORTEL NETWORKS CORP	COMMON STOCK	656568102	2	789	SH		X	1	789	0	0
NOVARTIS AG ADR	COMMON STOCK	66987V109	5192	96283	SH	X		1	93362	0	2921
NOVARTIS AG ADR	COMMON STOCK	66987V109	798	14803	SH		X	1	12108	0	2695
NOVELIS INC	COMMON STOCK	67000X106	6	270	SH		X	1	270	0	0
ON TRACK INNOVATIONS LTD	COMMON STOCK	M8791A109	19	1600	SH	X		1	1600	0	0
OPTIMAL GROUP INC CL A	COMMON STOCK	68388R208	72	5300	SH	X		1	4800	0	500
ORBOTECH LTD	COMMON STOCK	M75253100	71	3100	SH	X		1	2800	0	300



PHARMACEUTICAL SPONS ADR	COMMON STOCK	881624209	107	3400	SH		X	1
TORONTO-DOMINION BANK	COMMON STOCK	891160509	11	211	SH	X		1
TORONTO-DOMINION BANK	COMMON STOCK	891160509	72	1410	SH		X	1
TOTAL SA SPONSORED ADR	COMMON STOCK	89151E109	2	34	SH	X		1
TOYOTA MOTOR CORP SPON ADR	COMMON STOCK	892331307	29	275	SH		X	1
TRANSCANADA CORP	COMMON STOCK	89353D107	9	300	SH		X	1
TYCO INTERNATIONAL LTD	COMMON STOCK	902124106	658	23931	SH	X		1
TYCO INTERNATIONAL LTD	COMMON STOCK	902124106	2645	96178	SH		X	1
UBS AG	COMMON STOCK	H8920M855	193	1761	SH	X		1
UNILEVER NV NY SHARES	COMMON STOCK	904784709	396	17571	SH	X		1
UNILEVER NV NY SHARES	COMMON STOCK	904784709	281	12472	SH		X	1
UNILEVER PLC SPONSORED ADR	COMMON STOCK	904767704	4	160	SH	X		1
UNILEVER PLC SPONSORED ADR	COMMON STOCK	904767704	41	1800	SH		X	1
VIDESH SANCHAR NIGAM LTD ADR	COMMON STOCK	92659G600	9	500	SH		X	1
VODAFONE GROUP PLC SPONSORED A	COMMON STOCK	92857W100	1021	47939	SH	X		1
VODAFONE GROUP PLC SPONSORED A	COMMON STOCK	92857W100	604	28365	SH		X	1
VOLVO AB SPONS ADR B	COMMON STOCK	928856400	29	600	SH		X	1
WEATHERFORD INTL LTD BERMUDA	COMMON STOCK	G95089101	2206	44448	SH	X		1

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COLUMN 8  
VOTING  
AUTHORITY  
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COLUMN 1 NAME OF ISSUER -----	SOLE	SHARED	OTHER
PARTNERRE LTD	1125	0	0
PETRO-CANADA	1600	0	0
PETROCHINA CO LTD ADR	100	0	0
PETROFUND ENERGY TRUST	1600	0	0
PRIMEWEST ENERGY TRUST	600	0	0
PROVIDENT ENERGY TRUST UNITS	4000	0	0
PROVIDENT ENERGY TRUST UNITS	1700	0	0
RADA ELECTRONIC INDUSTRIES LTD	600	0	0
REPSOL YPF SA SPON ADR	1250	0	0
REUTERS GROUP PLC SPONS ADR	719	0	0
ROYAL BK CANADA	1000	0	0
ROYAL DUTCH SHELL PLC-ADR A	59210	0	400
ROYAL DUTCH SHELL PLC-ADR A	51512	0	4000
ROYAL DUTCH SHELL PLC-ADR B	172	0	0
SANOFI-AVENTIS ADR	1217	0	0
SANOFI-AVENTIS ADR	1400	0	0
SAP AG SPONS ADR	8125	0	0
SAP AG SPONS ADR	1200	0	0
SASOL LTD SPONS-ADR	1000	0	0
SCHLUMBERGER LTD	195004	0	591
SCHLUMBERGER LTD	78131	0	3855
SCOTTISH POWER PLC ADR	92	0	0
SEAGATE TECHNOLOGY	133628	0	5352
SEAGATE TECHNOLOGY	3754	0	3300
SEASPAN CORP	5500	0	0
SHIP FINANCE INTL LTD	95	0	0
SILICON MOTION TECHNOLOGY CORP	6700	0	675
SONY CORP-- SPONSORED ADR	1200	0	0
STEINER LEISURE LIMITED ORD	1700	0	175
STMICROELECTRONICS N V	800	0	0
STORA ENSO OYJ SPONSORED ADR	1500	0	0
SUN LIFE FINL INC	3237	0	0

SUNCOR ENERGY INC	350	0	0
SUNCOR ENERGY INC	300	0	0
SYNERON MEDICAL LTD	4850	0	400
TAIWAN			
SEMICONDUCTOR			
SPON ADR	10752	0	1047
TAIWAN			
SEMICONDUCTOR			
SPON ADR	2464	0	1232
TALISMAN ENERGY INC	3030	0	0
TALISMAN ENERGY INC	0	0	210
TD BANKNORTH INC	441	0	0
TD BANKNORTH INC	3440	0	0
TELECOM NEW			
ZEALAND SPON ADR	100	0	0
TELEFONAKTIEBOLAGET			
LM ERICSSO	430	0	0
TELEFONAKTIEBOLAGET			
LM ERICSSO	1460	0	0
TELEFONICA S A			
SPONSORED ADR	1750	0	0
TELEFONOS DE MEXICO			
SP ADR A	4396	0	0
TELEFONOS DE MEXICO			
SP ADR L	6730	0	0
TELEFONOS DE MEXICO			
SP ADR L	1000	0	2000
TEVA			
PHARMACEUTICAL			
SPONS ADR	13894	0	0
TEVA			
PHARMACEUTICAL			
SPONS ADR	3400	0	0
TORONTO-DOMINION			
BANK	211	0	0
TORONTO-DOMINION			
BANK	1410	0	0
TOTAL SA SPONSORED			
ADR	34	0	0
TOYOTA MOTOR CORP			
SPON ADR	275	0	0
TRANSCANADA CORP	300	0	0
TYCO INTERNATIONAL			
LTD	10813	0	13118
TYCO INTERNATIONAL			
LTD	92964	0	3214
UBS AG	1761	0	0
UNILEVER NV NY			
SHARES	17571	0	0
UNILEVER NV NY			
SHARES	12472	0	0
UNILEVER PLC			
SPONSORED ADR	160	0	0
UNILEVER PLC			
SPONSORED ADR	1800	0	0
VIDESH SANCHAR			
NIGAM LTD ADR	500	0	0
VODAFONE GROUP PLC			
SPONSORED A	47939	0	0
VODAFONE GROUP PLC			
SPONSORED A	27180	0	1185
VOLVO AB SPONS ADR B	0	0	600
WEATHERFORD INTL			
LTD BERMUDA	44148	0	300





REALTY TRUST INC REI EQUITY OFFICE PROPERTIES TR (R)	COMMON STOCK	28140H104	60	3625	SH		X	1	N.A.	N.A.	N.A.
EQUITY OFFICE PROPERTIES TR (R)	COMMON STOCK	294741103	704	19288	SH	X		1	N.A.	N.A.	N.A.
EQUITY ONE INCORPORATED EQUITY RESIDENTIAL (REIT)	COMMON STOCK	294741103	876	24000	SH		X	1	N.A.	N.A.	N.A.
EQUITY RESIDENTIAL (REIT)	COMMON STOCK	294752100	19	900	SH		X	1	N.A.	N.A.	N.A.
FEDERAL REALTY INV TR (REIT)	COMMON STOCK	29476L107	96	2150	SH		X	1	N.A.	N.A.	N.A.
FIRST INDUSTRIAL REALTY TR (RE)	COMMON STOCK	29476L107	108	2412	SH			X	1	N.A.	N.A.
GENERAL GROWTH PPTYS INC GLADSTONE COMMERCIAL CORP	COMMON STOCK	313747206	168	2400	SH		X	1	N.A.	N.A.	N.A.
HEALTH CARE PROPERTY (REIT)	COMMON STOCK	32054K103	10	275	SH		X	1	N.A.	N.A.	N.A.
HEALTH CARE REIT INC HEALTHCARE REALTY TRUST INC (R)	COMMON STOCK	370021107	135	3000	SH		X	1	N.A.	N.A.	N.A.
HEALTHCARE REALTY TRUST INC (R)	COMMON STOCK	376536108	75	4000	SH		X	1	N.A.	N.A.	N.A.
HERSHA HOSPITALITY TRUST	COMMON STOCK	421915109	50	1858	SH		X	1	N.A.	N.A.	N.A.
HIGHWOODS PROPERTIES (REIT)	COMMON STOCK	42217K106	35	1000	SH			X	1	N.A.	N.A.
HOME PROPERTIES INC (REIT)	COMMON STOCK	421946104	55	1730	SH		X	1	N.A.	N.A.	N.A.
HOME PROPERTIES INC (REIT)	COMMON STOCK	421946104	6	200	SH			X	1	N.A.	N.A.
HOSPITALITY PROPERTIES TRUST (	COMMON STOCK	427825104	17	1800	SH		X	1	N.A.	N.A.	N.A.
HOST HOTELS & RESORTS INC	COMMON STOCK	431284108	18	500	SH			X	1	N.A.	N.A.
HOST HOTELS & RESORTS INC	COMMON STOCK	437306103	100	1800	SH		X	1	N.A.	N.A.	N.A.
HRPT PROPERTIES TRUST (REIT)	COMMON STOCK	437306103	527	9488	SH			X	1	N.A.	N.A.
HRPT PROPERTIES TRUST (REIT)	COMMON STOCK	44106M102	13	300	SH			X	1	N.A.	N.A.
IMPAC MORTGAGE HOLDINGS INC(RE	COMMON STOCK	44107P104	6	272	SH		X	1	N.A.	N.A.	N.A.
ISTAR FINL INC COM	COMMON STOCK	44107P104	7	303	SH			X	1	N.A.	N.A.
KIMCO REALTY CORP (REIT)	COMMON STOCK	40426W101	2	148	SH		X	1	N.A.	N.A.	N.A.
LASALLE HOTEL PROP REIT	COMMON STOCK	40426W101	14	1200	SH			X	1	N.A.	N.A.
LEXINGTON CORP PROPERTIES TR (	COMMON STOCK	45254P102	2	200	SH			X	1	N.A.	N.A.
MACK CALI RLTY CORP	COMMON STOCK	45031U101	94	2500	SH		X	1	N.A.	N.A.	N.A.
MILLS CORP COM	COMMON STOCK	49446R109	31	860	SH			X	1	N.A.	N.A.
MORTGAGEIT HOLDINGS INC NATIONAL	COMMON STOCK	517942108	5	100	SH		X	1	N.A.	N.A.	N.A.
NATIONWIDE HEALTH PROPERTIES (	COMMON STOCK	529043101	27	1257	SH			X	1	N.A.	N.A.
NEW PLAN EXCEL REALTY TR (REIT)	COMMON STOCK	554489104	9	200	SH		X	1	N.A.	N.A.	N.A.
NEW PLAN	COMMON STOCK	601148109	20	740	SH		X	1	N.A.	N.A.	N.A.
	COMMON STOCK	61915Q108	60	5000	SH			X	1	N.A.	N.A.
	COMMON STOCK	637417106	14	700	SH			X	1	N.A.	N.A.
	COMMON STOCK	638620104	34	1500	SH			X	1	N.A.	N.A.
	COMMON STOCK	648053106	30	1200	SH		X	1	N.A.	N.A.	N.A.

EXCEL REALTY TR (REIT	COMMON STOCK	648053106	104	4200	SH		X	1	N.A.	N.A.	N.A.
NOVASTAR FINANCIAL INCORPORATE	COMMON STOCK	669947400	79	2500	SH		X	1	N.A.	N.A.	N.A.
OPTEUM INC	COMMON STOCK	68384A100	1	100	SH	X		1	N.A.	N.A.	N.A.
PENN ESTATE INV TR (REIT)	COMMON STOCK	709102107	61	1516	SH	X		1	N.A.	N.A.	N.A.
PENN ESTATE INV TR (REIT)	COMMON STOCK	709102107	12	300	SH		X	1	N.A.	N.A.	N.A.



EQUITY FUND CHINA FUND INC	STOCK PREFERRED STOCK	003011103 169373107	13 11	1000 375	SH SH		X	1 1	N.A. N.A.	N.A. N.A.	N.A. N.A.
ING GLOBAL EQUITY DIV & PREM 0	PREFERRED STOCK	45684E107	22	1150	SH		X	1	N.A.	N.A.	N.A.
ISHARES MSCI CANADA INDEX FD	PREFERRED STOCK	464286509	9	365	SH		X	1	N.A.	N.A.	N.A.
ISHARES S&P GLOBAL TELECOMM SE	PREFERRED STOCK	464287275	28	525	SH		X	1	N.A.	N.A.	N.A.
TEMPLETON DRAGON FUND INC	PREFERRED STOCK	88018T101	2	100	SH		X	1	N.A.	N.A.	N.A.
ASA BERMUDA LTD	PREFERRED STOCK	G3156P103	64	1000	SH		X	1	N.A.	N.A.	N.A.
ISHARES MSCI EAFE INDEX FD	PREFERRED STOCK	464287465	611	9340	SH		X	1	N.A.	N.A.	N.A.
ISHARES MSCI EAFE INDEX FD	PREFERRED STOCK	464287465	1123	17180	SH		X	1	N.A.	N.A.	N.A.
NICHOLAS- APPLEGATE INTL & PREM	PREFERRED STOCK	65370C108	15	600	SH		X	1	N.A.	N.A.	N.A.
APOLLO INVESTMENT CORPORATION	PREFERRED STOCK	03761U106	28	1500	SH		X	1	N.A.	N.A.	N.A.
CALAMOS CONV OPPPRTUNITIES & I	PREFERRED STOCK	128117108	19	1000	SH		X	1	N.A.	N.A.	N.A.
JOHN HANCOCK PATRIOT GLOBAL DI	PREFERRED STOCK	41013G103	12	1000	SH		X	1	N.A.	N.A.	N.A.
LAZARD WORLD DIVIDEND & INCOME	PREFERRED STOCK	521076109	9	460	SH		X	1	N.A.	N.A.	N.A.
NICHOLAS- APPLEGATE CONV & INC	PREFERRED STOCK	65370G109	15	1000	SH		X	1	N.A.	N.A.	N.A.
PUTNAM HIGH INC SECURITIES FD	PREFERRED STOCK	746779107	4	500	SH		X	1	N.A.	N.A.	N.A.
AIM SELECT REAL ESTATE INCOME	PREFERRED STOCK	00888R107	40	2600	SH		X	1	N.A.	N.A.	N.A.
BLACKROCK DIVIDEND ACHIEVERS T	PREFERRED STOCK	09250N107	87	6750	SH		X	1	N.A.	N.A.	N.A.
BLACKROCK HEALTH SCIENCES TRUS	PREFERRED STOCK	09250W107	123	5000	SH		X	1	N.A.	N.A.	N.A.
CALAMOS STRATEGIC TOT RET FD	PREFERRED STOCK	128125101	7	500	SH		X	1	N.A.	N.A.	N.A.
COHEN & STEERS ADVANTAGE INC R	PREFERRED STOCK	19247W102	22	1000	SH		X	1	N.A.	N.A.	N.A.
COHEN & STEERS QUALITY INC RLT	PREFERRED STOCK	19247L106	85	4028	SH		X	1	N.A.	N.A.	N.A.
COHEN & STEERS SELECT UTILITY	PREFERRED STOCK	19248A109	21	1009	SH		X	1	N.A.	N.A.	N.A.
CORNERSTONE STRATEGIC VALUE FU	PREFERRED STOCK	21924B104	1	128	SH		X	1	N.A.	N.A.	N.A.
DNP SELECT INCOME FUND INC	PREFERRED STOCK	23325P104	4	428	SH		X	1	N.A.	N.A.	N.A.
DNP SELECT INCOME FUND INC	PREFERRED STOCK	23325P104	191	18679	SH		X	1	N.A.	N.A.	N.A.
EATON VANCE TAX-ADVANTAGED DVD	PREFERRED STOCK	27828G107	30	1250	SH		X	1	N.A.	N.A.	N.A.
EATON VANCE TAX-ADVANTAGED DVD	PREFERRED STOCK	27828G107	93	3900	SH		X	1	N.A.	N.A.	N.A.
EVERGREEN INCOME ADV FD	PREFERRED STOCK	30023Y105	27	2000	SH		X	1	N.A.	N.A.	N.A.
GABELLI EQUITY TRUST	PREFERRED STOCK	362397101	31	3758	SH		X	1	N.A.	N.A.	N.A.
GABELLI GLOBAL MULTIMEDIA TR	PREFERRED STOCK	36239Q109	1	135	SH		X	1	N.A.	N.A.	N.A.
GABELLI UTILITY TRUST	PREFERRED STOCK	36240A101	4	497	SH		X	1	N.A.	N.A.	N.A.
INDIA FUND	PREFERRED STOCK	454089103	186	4020	SH		X	1	N.A.	N.A.	N.A.
ING PRIME RATE TR	PREFERRED STOCK	44977W106	14	2000	SH		X	1	N.A.	N.A.	N.A.

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE		COLUMN 6 INVESTMENT AUTHORITY				COLUMN 8 VOTING AUTHORITY			
				COLUMN 5			COLUMN 7 OTHER MANAGERS				SOLE	SHARED	OTHER
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	OTHER	SOLE	SHARED	OTHER
ISHARES COHEN & STEERS RLTY IN	PREFERRED STOCK	464287564	42	500	SH				X	1	N.A.	N.A.	N.A.
ISHARES DJ SELECT DIVIDEND IND	PREFERRED STOCK	464287168	92	1460	SH			X		1	N.A.	N.A.	N.A.
ISHARES DJ SELECT DIVIDEND IND	PREFERRED STOCK	464287168	16	250	SH				X	1	N.A.	N.A.	N.A.
ISHARES DJ US BASIC MATERIALS	PREFERRED STOCK	464287838	35	625	SH			X		1	N.A.	N.A.	N.A.
ISHARES DJ US TOTAL MARKET	PREFERRED STOCK	464287846	68	1100	SH			X		1	N.A.	N.A.	N.A.
ISHARES DOW JONES US UTIL SECT	PREFERRED STOCK	464287697	30	385	SH			X		1	N.A.	N.A.	N.A.
ISHARES GOLDMAN SACHS TECH INX	PREFERRED STOCK	464287549	16	350	SH			X		1	N.A.	N.A.	N.A.
ISHARES MSCI EMERGING MARKETS	PREFERRED STOCK	464287234	77	825	SH				X	1	N.A.	N.A.	N.A.
ISHARES MSCI GERMANY INDEX FD	PREFERRED STOCK	464286806	13	560	SH				X	1	N.A.	N.A.	N.A.
ISHARES RUSSELL 1000 INDEX FD	PREFERRED STOCK	464287622	3457	50027	SH				X	1	N.A.	N.A.	N.A.
ISHARES RUSSELL 2000 GRWTH FD	PREFERRED STOCK	464287648	96	1300	SH			X		1	N.A.	N.A.	N.A.
ISHARES RUSSELL 2000 INDEX FD	PREFERRED STOCK	464287655	1593	22208	SH			X		1	N.A.	N.A.	N.A.
ISHARES RUSSELL 2000 INDEX FD	PREFERRED STOCK	464287655	19	260	SH				X	1	N.A.	N.A.	N.A.
ISHARES S&P EUROPE 350 INDEX F	PREFERRED STOCK	464287861	183	2000	SH				X	1	N.A.	N.A.	N.A.
ISHARES S&P MIDCAP 400 BARRA G	PREFERRED STOCK	464287606	369	4810	SH			X		1	N.A.	N.A.	N.A.
ISHARES S&P MIDCAP 400 INDEX F	PREFERRED STOCK	464287507	638	8350	SH			X		1	N.A.	N.A.	N.A.
ISHARES S&P MIDCAP 400/BARRA V	PREFERRED STOCK	464287705	288	3865	SH			X		1	N.A.	N.A.	N.A.
ISHARES S&P MIDCAP 400/BARRA V	PREFERRED STOCK	464287705	60	800	SH				X	1	N.A.	N.A.	N.A.
ISHARES S&P SMALLCAP 600 BARRA	PREFERRED STOCK	464287887	449	3660	SH			X		1	N.A.	N.A.	N.A.
ISHARES S&P SMALLCAP 600 BARRA	PREFERRED STOCK	464287879	194	2800	SH			X		1	N.A.	N.A.	N.A.
ISHARES S&P SMALLCAP 600 INDEX	PREFERRED STOCK	464287804	740	11910	SH			X		1	N.A.	N.A.	N.A.
ISHARES S&P SMALLCAP 600 INDEX	PREFERRED STOCK	464287804	287	4615	SH				X	1	N.A.	N.A.	N.A.
ISHARES S&P 500 INDEX FD	PREFERRED STOCK	464287200	1674	13125	SH			X		1	N.A.	N.A.	N.A.
ISHARES S&P 500/BARRA GRWTH IN	PREFERRED STOCK	464287309	705	12080	SH			X		1	N.A.	N.A.	N.A.
JOHN HANCOCK PATRIOT PFD DIVID	PREFERRED STOCK	41013J107	28	2300	SH				X	1	N.A.	N.A.	N.A.
MATERIALS SELECT SECTOR SPDR	PREFERRED STOCK	81369Y100	34	1050	SH			X		1	N.A.	N.A.	N.A.
POWERSHARES DYN BIOTECH & GENO	PREFERRED STOCK	73935X856	49	3000	SH				X	1	N.A.	N.A.	N.A.
POWERSHARES DYNAMIC OIL & GAS	PREFERRED STOCK	73935X625	10	500	SH				X	1	N.A.	N.A.	N.A.
RYDEX RUSSELL TOP 50 ETF	PREFERRED STOCK	78355W205	494	5280	SH				X	1	N.A.	N.A.	N.A.









INSD MUNI INC F NUVEEN QUALITY INCOME MUNI FD	PREFERRED STOCK 670987106	6	410	SH	X	1	N.A.	N.A.	N.A.
NUVEEN QUALITY INCOME MUNI FD	PREFERRED STOCK 670977107	7	500	SH	X	1	N.A.	N.A.	N.A.
NUVEEN QUALITY INCOME MUNI FD	PREFERRED STOCK 670977107	3	210	SH		X	1	N.A.	N.A.
NUVEEN SELECT QUALITY MUN FD	PREFERRED STOCK 670973106	6	406	SH		X	1	N.A.	N.A.
NUVEEN SELECT TAX FREE INC III	PREFERRED STOCK 67063X100	28	2100	SH	X	1	N.A.	N.A.	N.A.
PIMCO MUNICIPAL INCOME FUND	PREFERRED STOCK 72200R107	1	71	SH	X	1	N.A.	N.A.	N.A.
PIMCO MUNICIPAL INCOME FUND II	PREFERRED STOCK 72200W106	193	13200	SH		X	1	N.A.	N.A.
PIMCO MUNICIPAL INCOME FUND II	PREFERRED STOCK 72201A103	19	1335	SH	X	1	N.A.	N.A.	N.A.
PIONEER MUNICIPAL HI INC ADV T	PREFERRED STOCK 723762100	14	1000	SH	X	1	N.A.	N.A.	N.A.
PUTNAM HIGH YLD MUNI TR	PREFERRED STOCK 746781103	4	600	SH	X	1	N.A.	N.A.	N.A.
PUTNAM MANAGED MUNICIPAL INCOM	PREFERRED STOCK 746823103	69	9663	SH		X	1	N.A.	N.A.
SALOMON BROS MUNI PTR FD	PREFERRED STOCK 794916106	18	1350	SH	X	1	N.A.	N.A.	N.A.
SELIGMAN SELECT MUNICIPAL FD	PREFERRED STOCK 816344105	10	1000	SH		X	1	N.A.	N.A.
VAN KAMPEN MUNICIPAL OPPORTUNI	PREFERRED STOCK 920935103	104	7385	SH		X	1	N.A.	N.A.
VAN KAMPEN PENN VALUE MUNI INC	PREFERRED STOCK 92112T108	196	14824	SH	X	1	N.A.	N.A.	N.A.
VAN KAMPEN PENN VALUE MUNI INC	PREFERRED STOCK 92112T108	472	35753	SH		X	1	N.A.	N.A.
VAN KAMPEN TR FOR INV GR MUNIC	PREFERRED STOCK 920929106	83	5851	SH		X	1	N.A.	N.A.
VAN KAMPEN TRUST INSURED MUNIC	PREFERRED STOCK 920928108	7	505	SH	X	1	N.A.	N.A.	N.A.
VK ADVANTAGE MUNI INCOME TR I	PREFERRED STOCK 92112K107	12	933	SH	X	1	N.A.	N.A.	N.A.
ACM INCOME FUND	PREFERRED STOCK 000912105	14	1892	SH		X	1	N.A.	N.A.
AMERICAN SELECT PORTFOLIO	PREFERRED STOCK 029570108	16	1400	SH	X	1	N.A.	N.A.	N.A.
AMERICAN STRATEGIC INCOME II	PREFERRED STOCK 030099105	18	1800	SH	X	1	N.A.	N.A.	N.A.
AMERICAN STRATEGIC INCOME III	PREFERRED STOCK 03009T101	18	1700	SH	X	1	N.A.	N.A.	N.A.
BLACKROCK LIMITED DURATION INC	PREFERRED STOCK 09249W101	18	1000	SH	X	1	N.A.	N.A.	N.A.
BLACKROCK PFD OPPORTUNITY TRUS	PREFERRED STOCK 09249V103	15	600	SH	X	1	N.A.	N.A.	N.A.
CALAMOS CONV & HIGH INC FD	PREFERRED STOCK 12811P108	24	1500	SH	X	1	N.A.	N.A.	N.A.
CALAMOS CONV & HIGH INC FD	PREFERRED STOCK 12811P108	42	2625	SH		X	1	N.A.	N.A.
COLONIAL INTERMEDIATE HIGH INC	PREFERRED STOCK 195763107	3	873	SH	X	1	N.A.	N.A.	N.A.
DEBT STRATEGIES FUND INC DIVERSIFIED	PREFERRED STOCK 24276Q109	100	14500	SH	X	1	N.A.	N.A.	N.A.

INC STRAT PTF	PREFERRED STOCK 255251100	5	300	SH	X	1	N.A.	N.A.	N.A.	
DREYFUS HIGH YIELD STRATEGIES	PREFERRED STOCK 26200S101	8	2000	SH		X	1	N.A.	N.A.	N.A.
DUFF & PHELPS UTIL & CORP BOND	PREFERRED STOCK 26432K108	17	1500	SH		X	1	N.A.	N.A.	N.A.
EATON VANCE LTD DURATION INC F	PREFERRED STOCK 27828H105	57	3304	SH	X		1	N.A.	N.A.	N.A.
EATON VANCE SR FLOATING RATE F	PREFERRED STOCK 27828Q105	43	2400	SH	X		1	N.A.	N.A.	N.A.
FRANKLIN TEMPLETON LTD DUR INC	PREFERRED STOCK 35472T101	20	1600	SH		X	1	N.A.	N.A.	N.A.
FRANKLIN UNIVERSAL TRUST	PREFERRED STOCK 355145103	26	4200	SH		X	1	N.A.	N.A.	N.A.
HIGH INCOME OPPORTUNITY FD INC	PREFERRED STOCK 42967Q105	14	2281	SH	X		1	N.A.	N.A.	N.A.
ISHARES LEHMAN UST INF PR S	PREFERRED STOCK 464287176	123	1235	SH	X		1	N.A.	N.A.	N.A.
JOHN HANCOCK INC SEC TRUST	PREFERRED STOCK 410123103	3	203	SH		X	1	N.A.	N.A.	N.A.
JOHN HANCOCK INVESTORS TRUST	PREFERRED STOCK 410142103	5	300	SH		X	1	N.A.	N.A.	N.A.
JOHN HANCOCK PFD INC FD II	PREFERRED STOCK 41013X106	25	1150	SH	X		1	N.A.	N.A.	N.A.
JOHN HANCOCK PFD INC FD III	PREFERRED STOCK 41021P103	26	1300	SH	X		1	N.A.	N.A.	N.A.
MFS CHARTER INCOME TRUST	PREFERRED STOCK 552727109	6	700	SH	X		1	N.A.	N.A.	N.A.





NEMOURS &  
COMPANY

COMMON

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COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE -----										
				COLUMN 5				COLUMN 6 INVESTMENT AUTHORITY			COLUMN 8 VOTING AUTHORITY			
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE	SHARED - DEFINED	SHARED - OTHER	COLUMN 7 OTHER MANAGERS		SOLE	SHARED	OTHER
				-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
EMERSON ELECTRIC COMPANY	COMMON	268648102	2475	181600	SH			X			2	181600	0	0
EMERSON ELECTRIC COMPANY	COMMON	277276101	389	8200	SH			X			2	8200	0	0
EMERSON ELECTRIC COMPANY	COMMON	291011104	832	9950	SH			X			2	9950	0	0
EMERSON ELECTRIC COMPANY	COMMON	30231G102	908	14915	SH			X			2	14915	0	0
EMERSON ELECTRIC COMPANY	COMMON	31410H101	426	10021	SH			X			2	10021	0	0
EMERSON ELECTRIC COMPANY	COMMON	319963104	552	11786	SH			X			2	11786	0	0
EMERSON ELECTRIC COMPANY	COMMON	320771108	1181	27300	SH			X			2	27300	0	0
EMERSON ELECTRIC COMPANY	COMMON	337738108	1144	26886	SH			X			2	26886	0	0
EMERSON ELECTRIC COMPANY	COMMON	338494107	1155	98923	SH			X			2	98923	0	0
EMERSON ELECTRIC COMPANY	COMMON	339130106	8	69200	SH			X			2	69200	0	0
EMERSON ELECTRIC COMPANY	COMMON	313400301	4002	65602	SH			X			2	65602	0	0
EMERSON ELECTRIC COMPANY	COMMON	364730101	229	3820	SH			X			2	3820	0	0
EMERSON ELECTRIC COMPANY	COMMON	369604103	201	5775	SH			X			2	5775	0	0
EMERSON ELECTRIC COMPANY	COMMON	369604103	5232	150436	SH			X			2	150436	0	0
EMERSON ELECTRIC COMPANY	COMMON	372460105	374	8525	SH			X			2	8525	0	0
EMERSON ELECTRIC COMPANY	COMMON	375766102	699	13850	SH			X			2	13850	0	0
EMERSON ELECTRIC COMPANY	COMMON	376535100	2495	115755	SH			X			2	115755	0	0
EMERSON ELECTRIC COMPANY	COMMON	423074103	361	9512	SH			X			2	9512	0	0
EMERSON ELECTRIC COMPANY	COMMON	428236103	489	14850	SH			X			2	14850	0	0
EMERSON ELECTRIC COMPANY	COMMON	437076102	3685	87125	SH			X			2	87125	0	0
EMERSON ELECTRIC COMPANY	COMMON	437306103	2013	39400	SH			X			2	39400	0	0
EMERSON ELECTRIC COMPANY	COMMON	438516106	698	16312	SH			X			2	16312	0	0
EMERSON ELECTRIC COMPANY	COMMON	G4776G101	430	10300	SH			X			2	10300	0	0
EMERSON ELECTRIC COMPANY	COMMON	458140100	1520	78101	SH			X			2	78101	0	0
EMERSON ELECTRIC COMPANY	COMMON	45866A105	373	15200	SH			X			2	15200	0	0
EMERSON ELECTRIC COMPANY	COMMON	459200101	2087	25309	SH			X			2	25309	0	0
EMERSON ELECTRIC COMPANY	COMMON	461915100	1643	35050	SH			X			2	35050	0	0
EMERSON ELECTRIC COMPANY	COMMON	464287721	1475	28227	SH			X			2	28227	0	0
EMERSON ELECTRIC COMPANY	COMMON	45031U101	1510	39445	SH			X			2	39445	0	0
EMERSON ELECTRIC COMPANY	COMMON	46612J101	91	21850	SH			X			2	21850	0	0
EMERSON ELECTRIC COMPANY	COMMON	478160104	1484	25055	SH			X			2	25055	0	0

CHASE & COMPANY	COMMON	46625H100	3137	75326	SH	X		2	75326	0	0
KEYCORP-NEW	COMMON	493267108	320	8700	SH	X		2	8700	0	0
KINDER MORGAN ENERGY PARTNERS L P	COMMON	494550106	940	19500	SH	X		2	19500	0	0
KINDER MORGAN INCORPORATED	COMMON	49455P101	1614	17550	SH	X		2	17550	0	0
KINDER MORGAN MGMT LLC	COMMON	49455U100	616	14000	SH	X		2	14000	0	0
LABORATORY CORPORATION OF AMER HLDGS LEVEL 3	COMMON	50540R409	2418	41340	SH	X		2	41340	0	0
COMMUNICATIONS INCORPORATED	COMMON	52729N100	72	35000	SH	X		2	35000	0	0
LINCOLN NATIONAL CORPORATION	COMMON	534187109	714	13077	SH	X		2	13077	0	0
LORAL SPACE & COMMUNICATIONS LUCENT	COMMON	G56462198	8	35730	SH	X		2	35730	0	0
TECHNOLOGIES INCORPORATED	COMMON	549463107	121	39725	SH	X		2	39725	0	0
MAGELAN MIDSTREAM PARTNERS LP	COMMON	559080106	319	9700	SH	X		2	9700	0	0
MEDTRONIC INCORPORATED	COMMON	585055106	7146	140807	SH	X		2	140807	0	0
MELLON FINANCIAL CORPORATION	COMMON	58551A108	210	5900	SH	X		2	5900	0	0
MERRILL LYNCH & COMPANY INCORPORATED	COMMON	590188108	346	4395	SH	X		2	4395	0	0
MICROSOFT CORPORATION	COMMON	594918104	2053	75434	SH	X		2	75434	0	0
MILLS CORPORATION	COMMON	601148109	210	7500	SH	X		2	7500	0	0
NETWORK APPLIANCE INCORPORATED	COMMON	64120L104	332	4000	SH	X		2	4000	0	0
NEW PLAN EXCEL REALTY TRUST INC	COMMON	648053106	506	19500	SH	X		2	19500	0	0
NEXTEL COMMUNICATIONS INC CLASS A	COMMON	65332V103	1626	57200	SH	X		2	57200	0	0
ORACLE CORPORATION	COMMON	68389X105	691	50466	SH	X		2	50466	0	0
PEPSICO INCORPORATED	COMMON	713448108	428	7405	SH	X		2	7405	0	0
PFIZER INCORPORATED	COMMON	717081103	1687	67706	SH	X		2	67706	0	0
PLAINS ALL AMERICAN PIPELINE L P	COMMON	726503105	1091	24250	SH	X		2	24250	0	0
PROCTER & GAMBLE CORPORATION	COMMON	742718109	1864	32348	SH	X		2	32348	0	0
RAYONIER INCORPORATED	COMMON	754907103	378	8300	SH	X		2	8300	0	0
ROWE COMPANIES	COMMON	779528108	50	34813	SH	X		2	34813	0	0
RPM INCORPORATED OHIO	COMMON	749685103	328	18300	SH	X		2	18300	0	0
SBC COMMUNICATIONS INCORPORATED	COMMON	78387G103	1879	79329	SH	X		2	79329	0	0
SIMON PROPERTY GROUP INCORPORATED	COMMON	828806109	530	6300	SH	X		2	6300	0	0
SLM CORP.	COMMON	78442P106	6300	121296	SH	X		2	121296	0	0
SOLECTRON CORPORATION	COMMON	834182107	130	32400	SH	X		2	32400	0	0
SPRINT CORPORATION FON GROUP	COMMON	852061100	444	17194	SH	X		2	17194	0	0
ST JOE COMPANY	COMMON	790148100	2748	43730	SH	X		2	43730	0	0
STARBUCKS CORPORATION	COMMON	855244109	228	6050	SH	X		2	6050	0	0
SUN MICROSYSTEMS INCORPORATED	COMMON	866810104	71	13900	SH	X		2	13900	0	0
SUNRISE ASSISTED LIVING INCORPORATED	COMMON	86768K106	3694	94800	SH	X		2	94800	0	0



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				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL SOLE			
SYSCO CORPORATION	COMMON	871829107	2414	75322	SH	X		2	
TARGET CORP	COMMON	87612E110	824	15850	SH	X		2	
TEPPCO PARTNERS LIMITED PARTNERSHIP TEXAS	COMMON	872384102	695	19150	SH	X		2	
INSTRUMENTS INCORPORATED	COMMON	882508104	2448	75384	SH	X		2	
TIME WARNER INC	COMMON	887317105	1778	108216	SH	X		2	
TYCO INTERNATIONAL LIMITED NEW	COMMON	902124106	3448	128285	SH	X		2	
UNITED PARCEL SERVICE INC CLASS B	COMMON	911312106	574	7230	SH	X		2	
UNITED TECHNOLOGIES CORPORATION	COMMON	913017109	220	3800	SH	X		2	
UNITEDHEALTH GROUP INC.	COMMON	91324P102	5013	89750	SH	X		2	
UNUMPROVIDENT CORPORATION	COMMON	91529Y106	1208	59000	SH	X		2	
US BANCORP NEW	COMMON	902973304	290	9500	SH	X		2	
VERIZON COMMUNICATIONS VORNADO REALTY TRUST	COMMON	92343V104	2042	59950	SH	X		2	
WACHOVIA CORPORATION NEW	COMMON	929042109	202	2100	SH	X		2	
WAL MART STORES INCORPORATED WASHINGTON MUTUAL INCORPORATED	COMMON	929903102	415	7400	SH	X		2	
WEINGARTEN REALTY INVESTORS	COMMON	931142103	225	4768	SH	X		2	
WELLS FARGO & COMPANY NEW	COMMON	939322103	3566	83680	SH	X		2	
WILLIAMS COMPANIES INCORPORATED	COMMON	948741103	810	19885	SH	X		2	
WYETH	COMMON	949746101	3043	47641	SH	X		2	
ZIMMER HOLDINGS INCORPORATED	COMMON	969457100	103	10800	SH	X		2	
AES TRUST III 6.75% CV PREFERRED	CONV PFD STOCK	983024100	1202	24775	SH	X		2	
CHUBB CORP CONV 7.00% PREFERRED	CONV PFD STOCK	00808N202	1236	26500	SH	X		2	
CONSTELLATION BRANDS 5.75% 09/01/06	CONV PFD STOCK	171232507	2244	66000	SH	X		2	
LUCENT TECH CAP 7.75% CV PFD	CONV PFD STOCK	21036P306	1066	28400	SH	X		2	
METLIFE INC PFD CONV 6.375% 8/15/08	CONV PFD STOCK	549462307	607	600	SH	X		2	
CHEVY CHASE BANK 8% SERIES C PFD	PREFERRED STOCK	59156R702	3332	124510	SH	X		2	
QUANTA CAPITAL HOLDINGS PFD A 10.25%	PREFERRED STOCK	166779207	1586	60600	SH	X		2	
SAUL CENTERS APARTMENT INVT&MGMT	PREFERRED STOCK	67313F114	501	22350	SH	X		2	
NOVARTIS AG	REIT	804395200	237	9000	SH	X		2	
VIACOM INC	ADR (1 ORD SHS)	03748R101	30	700	SH		X	3	
LAN AIRLINES SA	CLASS B	66987V109	4990	92540	SH		X	3	
SILICON MOTION TECH	COMMON ADR	92553P201	367	10250	SH		X	3	
BROWN FORMAN CORP	COMMON ADR	501723100	36	1100	SH		X	3	
	COMMON B	82706C108	57	4000	SH		X	3	
	COMMON B	115637209	43	600	SH		X	3	

FEDERATED INVS INC	COMMON B	314211103	25	800	SH	X	3
TRONOX INC	COMMON B	897051207	2	184	SH	X	3
FREERPORT-MCMORAN C&G	COMMON B	35671D857	74	1330	SH	X	3
FREESCALE SEMICONDUCTOR	COMMON B	35687M206	88	3000	SH	X	3
MOLSON COORS BREWING	COMMON B	60871R209	33	485	SH	X	3
BOSTON PROPERTIES	COMMON STOCK	101121101	69	760	SH	X	3
BOSTON SCIENTIFIC	COMMON STOCK	101137107	148	8803	SH	X	3
BRIGHTPOINT INC	COMMON STOCK	109473405	22	1600	SH	X	3
BRINKER INTL INC	COMMON STOCK	109641100	465	12800	SH	X	3
BRISTOL MYERS SQUIBB	COMMON STOCK	110122108	959	37095	SH	X	3
BROADCOM CORP	COMMON STOCK	111320107	100	3300	SH	X	3
BRUNSWICK CORP	COMMON STOCK	117043109	23	700	SH	X	3
BUCKLE INC	COMMON STOCK	118440106	25	600	SH	X	3
BUCYRUS INTL INC	COMMON STOCK	118759109	25	500	SH	X	3
CIGNA CORP	COMMON STOCK	125509109	81	825	SH	X	3
CIT GROUP INC	COMMON STOCK	125581108	7833	149813	SH	X	3
CMS ENERGY CORP	COMMON STOCK	125896100	22	1700	SH	X	3
CSX CORP	COMMON STOCK	126408103	118	1670	SH	X	3
CVS CORP	COMMON STOCK	126650100	187	6080	SH	X	3
CADENCE DESIGN SYS	COMMON STOCK	127387108	1017	59400	SH	X	3
CAMPBELL SOUP CO	COMMON STOCK	134429109	83	2215	SH	X	3
CAREMARK RX INC	COMMON STOCK	141705103	8488	170201	SH	X	3
CARNIVAL CORP	COMMON STOCK	143658300	3293	78884	SH	X	3
CATERPILLAR INC	COMMON STOCK	149123101	5097	68454	SH	X	3
CENDANT CORP	COMMON STOCK	151313103	105	6450	SH	X	3
CENTEX CORP	COMMON STOCK	152312104	48	960	SH	X	3
CENTURYTEL INC	COMMON STOCK	156700106	37	1000	SH	X	3
CEPHALON INC	COMMON STOCK	156708109	877	14600	SH	X	3
CERNER CORP	COMMON STOCK	156782104	4712	126958	SH	X	3
CHECKFREE CORP	COMMON STOCK	162813109	907	18300	SH	X	3
CHESAPEAKE ENERGY	COMMON STOCK	165167107	43	1425	SH	X	3
CHEVRON CORP	COMMON STOCK	166764100	13861	223338	SH	X	3

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COLUMN 8  
VOTING  
AUTHORITY  
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COLUMN 1 NAME OF ISSUER	SOLE	SHARED	OTHER
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SYSCO CORPORATION	75322	0	0
TARGET CORP	15850	0	0
TEPPCO PARTNERS LIMITED PARTNERSHIP	19150	0	0
TEXAS INSTRUMENTS INCORPORATED	75384	0	0
TIME WARNER INC	108216	0	0
TYCO INTERNATIONAL LIMITED NEW	128285	0	0
UNITED PARCEL SERVICE INC CLASS B	7230	0	0
UNITED TECHNOLOGIES CORPORATION	3800	0	0
UNITEDHEALTH GROUP INC.	89750	0	0
UNUMPROVIDENT CORPORATION	59000	0	0
US BANCORP NEW	9500	0	0
VERIZON COMMUNICATIONS	59950	0	0
VORNADO REALTY TRUST	2100	0	0
WACHOVIA CORPORATION NEW	7400	0	0
WAL MART STORES INCORPORATED	4768	0	0
WASHINGTON MUTUAL INCORPORATED	83680	0	0
WEINGARTEN REALTY INVESTORS	19885	0	0

WELLS FARGO & COMPANY NEW	47641	0	0
WILLIAMS COMPANIES INCORPORATED	10800	0	0
WYETH	24775	0	0
ZIMMER HOLDINGS INCORPORATED	21705	0	0
AES TRUST III 6.75% CV PREFERRED	26500	0	0
CHUBB CORP CONV 7.00% PREFERRED	66000	0	0
CONSTELLATION BRANDS 5.75% 09/01/06	28400	0	0
LUCENT TECH CAP 7.75% CV PFD	600	0	0
METLIFE INC PFD CONV 6.375% 8/15/08	124510	0	0
CHEVY CHASE BANK 8% SERIES C PFD	60600	0	0
QUANTA CAPITAL HOLDINGS PFD A 10.25%	22350	0	0
SAUL CENTERS PFD 8.0% SERIES APARTMENT	9000	0	0
INVT&MGMT	700	0	0
NOVARTIS AG	88676	0	3864
VIACOM INC	10000	0	250
LAN AIRLINES SA	1100	0	0
SILICON MOTION TECH	4000	0	0
BROWN FORMAN CORP	600	0	0
FEDERATED INVS INC	800	0	0
TRONOX INC	184	0	0
FREEPORT-MCMORAN C&G	1330	0	0
FREESCALE SEMICONDUCTOR	3000	0	0
MOLSON COORS BREWING	485	0	0
BOSTON PROPERTIES	760	0	0
BOSTON SCIENTIFIC	8803	0	0
BRIGHTPOINT INC	1600	0	0
BRINKER INTL INC	12800	0	0
BRISTOL MYERS SQUIBB	36395	0	700
BROADCOM CORP	3300	0	0
BRUNSWICK CORP	700	0	0
BUCKLE INC	600	0	0
BUCYRUS INTL INC	500	0	0
CIGNA CORP	825	0	0
CIT GROUP INC	144313	0	5500
CMS ENERGY CORP	1700	0	0
CSX CORP	1670	0	0
CVS CORP	6080	0	0
CADENCE DESIGN SYS	59400	0	0
CAMPBELL SOUP CO	2215	0	0
CAREMARK RX INC	161701	0	8500
CARNIVAL CORP	78884	0	0
CATERPILLAR INC	65687	0	2767
CENDANT CORP	6450	0	0
CENTEX CORP	960	0	0
CENTURYTEL INC	1000	0	0
CEPHALON INC	14600	0	0
CERNER CORP	122519	0	4439
CHECKFREE CORP	18300	0	0
CHESAPEAKE ENERGY	1425	0	0
CHEVRON CORP	213967	0	9371



CORP DONNELLEY R R & SONS	COMMON STOCK	256669102	34	2450	SH	X	3	2450	0	0
DOVER CORP	COMMON STOCK	257867101	51	1605	SH	X	3	1605	0	0
DOW JONES & CO INC	COMMON STOCK	260003108	75	1510	SH	X	3	1510	0	0
DRESS BARN INC	COMMON STOCK	260561105	15	425	SH	X	3	425	0	0
DU PONT E I DE NEMOU	COMMON STOCK	261570105	43	1700	SH	X	3	1700	0	0
EMC CORP MASS	COMMON STOCK	263534109	277	6650	SH	X	3	6650	0	0
E TRADE FINL CORP	COMMON STOCK	268648102	1181	107717	SH	X	3	107717	0	0
EARTHLINK INC	COMMON STOCK	269246104	64	2800	SH	X	3	2800	0	0
EASTMAN CHEM CO	COMMON STOCK	270321102	36	4100	SH	X	3	4100	0	0
EASTMAN KODAK CO	COMMON STOCK	277432100	38	700	SH	X	3	700	0	0
EATON CORP	COMMON STOCK	277461109	51	2160	SH	X	3	2160	0	0
EBAY INC	COMMON STOCK	278058102	82	1090	SH	X	3	1090	0	0
ECOLAB INC	COMMON STOCK	278642103	2998	102341	SH	X	3	98591	0	3750
EDISON INTL	COMMON STOCK	278865100	56	1390	SH	X	3	1390	0	0
ELECTRONIC ARTS	COMMON STOCK	281020107	96	2465	SH	X	3	2465	0	0
ELECTRONIC DATA SYS	COMMON STOCK	285512109	4369	101531	SH	X	3	101531	0	0
ELECTRONICS FOR IMAG	COMMON STOCK	285661104	94	3925	SH	X	3	3925	0	0
EMERSON ELEC CO	COMMON STOCK	286082102	886	42400	SH	X	3	42400	0	0
EQUIFAX INC	COMMON STOCK	291011104	231	2760	SH	X	3	2760	0	0
EQUITY OFFICE PPTYS	COMMON STOCK	294429105	35	1025	SH	X	3	1025	0	0
EXAR CORP EXPRESS	COMMON STOCK	294741103	95	2600	SH	X	3	2600	0	0
SCRIPTS INC	COMMON STOCK	300645108	45	3400	SH	X	3	3400	0	0
	COMMON STOCK	302182100	6274	87473	SH	X	3	84564	0	2909

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE								COLUMN 8 VOTING AUTHORITY		
				COLUMN 5				COLUMN 6 INVESTMENT AUTHORITY				COLUMN 7 OTHER MANAGERS		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE	SHARED - DEFINED	SHARED - OTHER	SOLE	SHARED	OTHER		
FPL GROUP INC	COMMON STOCK	302571104	140	3370	SH				X		3	2970	0	400
FAMILY DOLLAR STORES	COMMON STOCK	307000109	31	1250	SH				X		3	1250	0	0
FASTENAL CO	COMMON STOCK	311900104	677	16800	SH				X		3	16800	0	0
FREDDIE MAC F5 NETWORKS INC	COMMON STOCK	313400301	963	16883	SH				X		3	16883	0	0
FIDELITY NATL FINL FIFTH THIRD BANCORP	COMMON STOCK	316326107	2283	58580	SH				X		3	58580	0	0
FILENET CORP	COMMON STOCK	316773100	399	10800	SH				X		3	3800	0	7000
FIRST DATA CORP	COMMON STOCK	316869106	48	1800	SH				X		3	1800	0	0
FIRST HORIZON NATL FISERV INC	COMMON STOCK	319963104	235	5214	SH				X		3	5214	0	0
FIRSTENERGY CORP	COMMON STOCK	320517105	36	900	SH				X		3	900	0	0
FISHER SCNTIFC INTL	COMMON STOCK	337738108	66	1450	SH				X		3	1450	0	0
FORD MOTOR CO	COMMON STOCK	337932107	135	2488	SH				X		3	2488	0	0
FOREST LABS INC	COMMON STOCK	338032204	66	900	SH				X		3	900	0	0
FORTUNE BRANDS INC	COMMON STOCK	345370860	98	14100	SH				X		3	14100	0	0
FRANKLIN RES INC	COMMON STOCK	345838106	85	2200	SH				X		3	2200	0	0
FREIGHTCAR AMERICA	COMMON STOCK	349631101	71	1000	SH				X		3	1000	0	0
GAP INC	COMMON STOCK	354613101	95	1100	SH				X		3	1100	0	0
GATEWAY INC GENERAL CABLE CORP	COMMON STOCK	357023100	39	700	SH				X		3	700	0	0
GENERAL DYNAMICS	COMMON STOCK	364760108	76	4395	SH				X		3	4395	0	0
GENERAL ELECTRIC CO	COMMON STOCK	367626108	3	1400	SH				X		3	1400	0	0
GENERAL MILLS INC	COMMON STOCK	369300108	42	1200	SH				X		3	1200	0	0
GENERAL MOTORS CORP	COMMON STOCK	369550108	299	4578	SH				X		3	4578	0	0
GENUINE PARTS CO	COMMON STOCK	369604103	23495	712817	SH				X		3	679256	0	33561
GENZYME CORP	COMMON STOCK	370334104	549	10637	SH				X		3	9637	0	1000
Giant INDS INC	COMMON STOCK	370442105	122	4095	SH				X		3	4095	0	0
GILEAD SCIENCES INC	COMMON STOCK	372460105	57	1360	SH				X		3	1360	0	0
GLOBAL INDS LTD	COMMON STOCK	372917104	431	7055	SH				X		3	7055	0	0
GOLDEN WEST FINL	COMMON STOCK	374508109	43	650	SH				X		3	650	0	0
GOODRICH CORP	COMMON STOCK	375558103	3487	58929	SH				X		3	57247	0	1682
GOODYEAR TIRE & RUBR	COMMON STOCK	379336100	52	3100	SH				X		3	3100	0	0
GRACO INC	COMMON STOCK	381317106	141	1900	SH				X		3	1900	0	0
GRAINGER W W INC	COMMON STOCK	382388106	36	885	SH				X		3	885	0	0
HCA INC	COMMON STOCK	382550101	15	1345	SH				X		3	1345	0	0
HCC INS HLDGS INC	COMMON STOCK	384109104	2182	47467	SH				X		3	47467	0	0
HALLIBURTON	COMMON STOCK	384802104	46	605	SH				X		3	605	0	0
HANSEN NAT CORP	COMMON STOCK	404119109	134	3100	SH				X		3	3100	0	0
HARLEY DAVIDSON INC	COMMON STOCK	404132102	901	30600	SH				X		3	30600	0	0
	COMMON STOCK	406216101	267	3600	SH				X		3	3600	0	0
	COMMON STOCK	411310105	38	200	SH				X		3	200	0	0
	COMMON STOCK	412822108	110	2000	SH				X		3	2000	0	0

HARMAN INTL INDS	COMMON STOCK	413086109	892	10450	SH	X	3	10450	0	0
HARRAHS ENTMT INC	COMMON STOCK	413619107	100	1400	SH	X	3	1400	0	0
HARRIS CORP	COMMON STOCK	413875105	5494	132351	SH	X	3	126512	0	5839
HARSCO CORP	COMMON STOCK	415864107	5564	71375	SH	X	3	69233	0	2142
HARTFORD FINL SVCS	COMMON STOCK	416515104	182	2150	SH	X	3	2150	0	0
HARVARD BIOSCIENCE I	COMMON STOCK	416906105	43	9700	SH	X	3	9700	0	0
HASBRO INC	COMMON STOCK	418056107	24	1300	SH	X	3	1300	0	0
HEALTH MGMT ASSOC	COMMON STOCK	421933102	36	1825	SH	X	3	1825	0	0
HEALTHWAYS INC	COMMON STOCK	422245100	11	200	SH	X	3	200	0	0
HEINZ H J CO	COMMON STOCK	423074103	146	3550	SH	X	3	3550	0	0
HELMERICH & PAYNE	COMMON STOCK	423452101	42	700	SH	X	3	700	0	0
HERCULES INC	COMMON STOCK	427056106	12	800	SH	X	3	800	0	0
THE HERSHEY COMPANY	COMMON STOCK	427866108	75	1370	SH	X	3	1370	0	0
HEWLETT PACKARD CO	COMMON STOCK	428236103	771	24330	SH	X	3	24330	0	0
HILTON HOTELS CORP	COMMON STOCK	432848109	776	27465	SH	X	3	27465	0	0
HOME DEPOT INC	COMMON STOCK	437076102	6315	176436	SH	X	3	171653	0	4783
HONEYWELL INTL INC	COMMON STOCK	438516106	230	5700	SH	X	3	5700	0	0
HOSPIRA INC	COMMON STOCK	441060100	51	1179	SH	X	3	1179	0	0
HUMANA INC	COMMON STOCK	444859102	67	1250	SH	X	3	1250	0	0
HUMAN GENOME SCI	COMMON STOCK	444903108	32	3000	SH	X	3	3000	0	0
HUNT JB TRANS SVCS	COMMON STOCK	445658107	700	28100	SH	X	3	28100	0	0
HUNTINGTON BANCSHARE	COMMON STOCK	446150104	41	1742	SH	X	3	1742	0	0
ICOS CORP	COMMON STOCK	449295104	20	900	SH	X	3	900	0	0
IMS HEALTH INC	COMMON STOCK	449934108	3155	117470	SH	X	3	114077	0	3393
ITT CORPORATION	COMMON STOCK	450911102	62	1250	SH	X	3	1250	0	0
ILLINOIS TOOL WORKS	COMMON STOCK	452308109	131	2750	SH	X	3	2750	0	0
INTEL CORP	COMMON STOCK	458140100	6956	366017	SH	X	3	353627	0	12390

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE		COLUMN 6 INVESTMENT AUTHORITY				COLUMN 8 VOTING AUTHORITY			
				COLUMN 5		COLUMN 7		COLUMN 8					
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PUT OR CALL	SHARED - SOLE	SHARED - OTHER	OTHER MANAGERS	SOLE	SHARED	OTHER		
INTL BUSINESS MCHN	COMMON STOCK	459200101	7929	103220	SH			X		3	103220	0	0
INTL FLAVORS & FRAGR	COMMON STOCK	459506101	21	585	SH			X		3	585	0	0
INTL GAME TECH INTERNATIONAL PAPER	COMMON STOCK	459902102	99	2600	SH			X		3	2600	0	0
INTERPUBLIC GROUP	COMMON STOCK	460146103	122	3790	SH			X		3	3790	0	0
INTUIT	COMMON STOCK	460690100	31	3690	SH			X		3	3690	0	0
INTUIT	COMMON STOCK	461202103	2406	39754	SH			X		3	38262	0	1492
JLG INDS INC	COMMON STOCK	466210101	54	2400	SH			X		3	2400	0	0
JABIL CIRCUIT INC	COMMON STOCK	466313103	753	29448	SH			X		3	29448	0	0
JOHNSON & JOHNSON	COMMON STOCK	478160104	14066	234720	SH			X		3	233920	0	800
JOHNSON CONTROLS INC	COMMON STOCK	478366107	118	1440	SH			X		3	1440	0	0
JONES APPAREL GROUP	COMMON STOCK	480074103	27	850	SH			X		3	850	0	0
JOY GLOBAL INC	COMMON STOCK	481165108	5969	114605	SH			X		3	111804	0	2801
KLA-TENCOR CORP	COMMON STOCK	482480100	62	1500	SH			X		3	1500	0	0
KELLOGG CO	COMMON STOCK	487836108	87	1800	SH			X		3	1800	0	0
KERR MCGEE CORP	COMMON STOCK	492386107	127	1834	SH			X		3	1834	0	0
KEYCORP	COMMON STOCK	493267108	145	4045	SH			X		3	4045	0	0
KIMBERLY CLARK CORP	COMMON STOCK	494368103	181	2930	SH			X		3	2930	0	0
KING PHARMACEUTICALS	COMMON STOCK	495582108	31	1833	SH			X		3	1833	0	0
KOHL'S CORP	COMMON STOCK	500255104	142	2400	SH			X		3	2400	0	0
KROGER CO	COMMON STOCK	501044101	113	5165	SH			X		3	5165	0	0
LSI LOGIC CORP L-3	COMMON STOCK	502161102	26	2960	SH			X		3	2960	0	0
LSI LOGIC CORP L-3 COMMUNICATIONS	COMMON STOCK	502424104	64	850	SH			X		3	850	0	0
LABOR READY INC	COMMON STOCK	505401208	36	1600	SH			X		3	1600	0	0
LADISH INC	COMMON STOCK	505754200	15	400	SH			X		3	400	0	0
LAM RESEARCH CORP	COMMON STOCK	512807108	336	7200	SH			X		3	7200	0	0
ESTEE LAUDER CO LAUREATE	COMMON STOCK	518439104	4506	116540	SH			X		3	116540	0	0
EDUCATION INC LEGGETT & PLATT INC	COMMON STOCK	518613104	6512	152774	SH			X		3	148207	0	4567
LEGG MASON INC	COMMON STOCK	524660107	35	1400	SH			X		3	1400	0	0
LEHMAN BROS HLDGS	COMMON STOCK	524901105	4904	49282	SH			X		3	47654	0	1628
LENNAR CORP	COMMON STOCK	524908100	6814	104594	SH			X		3	100714	0	3880
LEXMARK INTL	COMMON STOCK	526057104	44	1000	SH			X		3	1000	0	0
ELI LILLY & CO LIMITED BRANDS INC	COMMON STOCK	529771107	45	800	SH			X		3	800	0	0
ELI LILLY & CO LIMITED BRANDS INC	COMMON STOCK	532457108	1728	31250	SH			X		3	31250	0	0
LINCOLN NATL CORP	COMMON STOCK	532716107	61	2400	SH			X		3	2400	0	0
LINCOLN NATL CORP	COMMON STOCK	534187109	6166	109247	SH			X		3	106363	0	2884
LINEAR TECHNOLOGY	COMMON STOCK	535678106	79	2350	SH			X		3	2350	0	0
LIZ CLAIBORNE INC	COMMON STOCK	539320101	31	840	SH			X		3	840	0	0
LOCKHEED MARTIN CORP	COMMON STOCK	539830109	6678	93096	SH			X		3	93096	0	0
LOEWS CORP	COMMON STOCK	540424108	106	3000	SH			X		3	3000	0	0
LONGS DRUG STORES	COMMON STOCK	543162101	32	700	SH			X		3	700	0	0
LOUISIANA PAC CORP	COMMON STOCK	546347105	19	870	SH			X		3	870	0	0
LOWES CO	COMMON STOCK	548661107	1632	26886	SH			X		3	23156	0	3730
LUCENT TECHNOLOGIES	COMMON STOCK	549463107	79	32711	SH			X		3	32711	0	0
MGIC INVT CORP	COMMON STOCK	552848103	39	600	SH			X		3	600	0	0
MGI PHARMA INC	COMMON STOCK	552880106	4	200	SH			X		3	200	0	0
MPS GROUP INC	COMMON STOCK	553409103	38	2500	SH			X		3	2500	0	0
MANOR CARE INC	COMMON STOCK	564055101	28	590	SH			X		3	590	0	0
MAPINFO CORP	COMMON STOCK	565105103	34	2610	SH			X		3	2610	0	0
MARATHON OIL CORP	COMMON STOCK	565849106	541	6500	SH			X		3	2500	0	4000
MARSH & MCLENNAN COS	COMMON STOCK	571748102	111	4139	SH			X		3	4139	0	0
MARSHALL & ILSLEY	COMMON STOCK	571834100	238	5200	SH			X		3	5200	0	0
MARRIOTT INTL INC	COMMON STOCK	571903202	84	2200	SH			X		3	2200	0	0
MARTEK BIOSCIENCES	COMMON STOCK	572901106	376	13000	SH			X		3	13000	0	0
MASCO CORP	COMMON STOCK	574599106	139	4700	SH			X		3	2700	0	2000
MATTEL INC	COMMON STOCK	577081102	50	3040	SH			X		3	3040	0	0



THE MCCLATCHY CO	COMMON STOCK	579489105	0	1	SH	X	3	1	0	0
MCCORMICK & CO INC	COMMON STOCK	579780206	101	3000	SH	X	3	2000	0	1000
MCDERMOTT INTL INC	COMMON STOCK	580037109	705	15500	SH	X	3	15500	0	0
MCDONALDS CORP	COMMON STOCK	580135101	286	8510	SH	X	3	8510	0	0
MCGRAW HILL COS INC	COMMON STOCK	580645109	131	2600	SH	X	3	2600	0	0
MEADWESTVACO CORP	COMMON STOCK	583334107	38	1365	SH	X	3	1365	0	0
MEDAREX INC	COMMON STOCK	583916101	19	2000	SH	X	3	2000	0	0
MEDIMMUNE INC	COMMON STOCK	584699102	50	1850	SH	X	3	1850	0	0
MEDTRONIC INC	COMMON STOCK	585055106	3540	75436	SH	X	3	69823	0	5613
MENTOR CORP	COMMON STOCK	587188103	5798	133318	SH	X	3	130460	0	2858
MERCK & CO INC	COMMON STOCK	589331107	614	16868	SH	X	3	16168	0	700
MEREDITH CORP	COMMON STOCK	589433101	18	360	SH	X	3	360	0	0



HANNIFIN CORP	COMMON STOCK	701094104	77	990	SH	X	3	990	0	0
PATTERSON COMPANIES	COMMON STOCK	703395103	24	700	SH	X	3	700	0	0
PAYCHEX INC PAYLESS	COMMON STOCK	704326107	98	2525	SH	X	3	2525	0	0
SHOESOURCE PEABODY ENERGY CORP	COMMON STOCK	704379106	62	2300	SH	X	3	2300	0	0
PEDIATRIX MED GRP	COMMON STOCK	704549104	6479	116253	SH	X	3	113493	0	2760
PENNEY J C INC PENWEST	COMMON STOCK	705324101	1051	23200	SH	X	3	23200	0	0
PHARAMACTCL PEOPLES ENERGY CORP	COMMON STOCK	708160106	108	1600	SH	X	3	1600	0	0
PEPSI BOTTLING GRP	COMMON STOCK	709754105	11	500	SH	X	3	500	0	0
PEPSICO INC PERKINELMER INC	COMMON STOCK	711030106	14	400	SH	X	3	400	0	0
PERRIGO CO PFIZER INC	COMMON STOCK	713409100	35	1100	SH	X	3	1100	0	0
PHELPS DODGE CORP	COMMON STOCK	713448108	8992	149756	SH	X	3	145423	0	4333
PINNACLE WEST CAP PIONEER NATURAL RES	COMMON STOCK	714046109	22	1030	SH	X	3	1030	0	0
PITNEY BOWES INC	COMMON STOCK	714290103	475	29500	SH	X	3	29500	0	0
PLUM CREEK TIMBER CO	COMMON STOCK	717081103	11437	487342	SH	X	3	480342	0	7000
PORTALPLAYER PRECISION CASTPARTS CORP COM	COMMON STOCK	717265102	116	1416	SH	X	3	1416	0	0
PROCTER & GAMBLE CO PROGENICS	COMMON STOCK	723484101	36	900	SH	X	3	900	0	0
PHARMACEUT PROGRESS ENERGY INC	COMMON STOCK	723787107	947	20400	SH	X	3	20400	0	0
	COMMON STOCK	724479100	192	4630	SH	X	3	4630	0	0
	COMMON STOCK	729251108	55	1550	SH	X	3	1550	0	0
	COMMON STOCK	736187204	37	3800	SH	X	3	3800	0	0
	COMMON STOCK	740189105	5080	85005	SH	X	3	82544	0	2461
	COMMON STOCK	742718109	14245	256188	SH	X	3	242112	0	14076
	COMMON STOCK	743187106	29	1200	SH	X	3	1200	0	0
	COMMON STOCK	743263105	100	2327	SH	X	3	1927	0	400

SEC USE												COLUMN 8 VOTING AUTHORITY		
COLUMN 5												COLUMN 6 INVESTMENT AUTHORITY		
COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SHARES			COLUMN 7		COLUMN 8					
				OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER	OTHER MANAGERS	SOLE	SHARED	OTHER		
PROGRESSIVE CORP	COMMON STOCK	743315103	153	5940	SH			X		3	5940	0	0	
PROLOGIS PRUDENTIAL FINL	COMMON STOCK	743410102	99	1900	SH			X		3	1900	0	0	
PUBLIC SVC ENTERPR	COMMON STOCK	744320102	272	3500	SH			X		3	3500	0	0	
PULTE HOMES INC	COMMON STOCK	744573106	120	1810	SH			X		3	1810	0	0	
QLOGIC CORP	COMMON STOCK	745867101	46	1600	SH			X		3	1600	0	0	
QUALCOMM INC	COMMON STOCK	747277101	24	1400	SH			X		3	1400	0	0	
QUESTAR CORP	COMMON STOCK	747525103	5948	148455	SH			X		3	144061	0	4394	
QWEST COMMUNCTN INTL	COMMON STOCK	748356102	635	7900	SH			X		3	7900	0	0	
RPC INC	COMMON STOCK	749121109	78	9654	SH			X		3	9654	0	0	
RF MICRODEVICES INC	COMMON STOCK	749660106	44	1800	SH			X		3	1800	0	0	
RADIOSHACK CORP	COMMON STOCK	749941100	539	90200	SH			X		3	90200	0	0	
RADISYS CORP	COMMON STOCK	750438103	14	1000	SH			X		3	1000	0	0	
RAYTHEON	COMMON STOCK	750459109	46	2100	SH			X		3	2100	0	0	
REPUBLIC SVCS INC	COMMON STOCK	755111507	144	3230	SH			X		3	3230	0	0	
RES-CARE INC	COMMON STOCK	760759100	36	900	SH			X		3	900	0	0	
REYNOLDS AMERN INC	COMMON STOCK	760943100	8	400	SH			X		3	400	0	0	
RITE AID CORP	COMMON STOCK	761713106	63	550	SH			X		3	550	0	0	
ROBERT HALF INTL INC	COMMON STOCK	767754104	48	11300	SH			X		3	11300	0	0	
ROCKWELL AUTOMATION	COMMON STOCK	770323103	55	1300	SH			X		3	1300	0	0	
ROCKWELL COLLINS INC	COMMON STOCK	773903109	8692	120704	SH			X		3	115950	0	4754	
ROHM & HAAS CO	COMMON STOCK	774341101	64	1140	SH			X		3	1140	0	0	
ROSS STORES INC COM	COMMON STOCK	775371107	58	1150	SH			X		3	1150	0	0	
ROWAN COS INC	COMMON STOCK	778296103	6932	247153	SH			X		3	237482	0	9671	
RYDER SYSTEMS INC	COMMON STOCK	779382100	31	860	SH			X		3	860	0	0	
SABRE HOLDING CORP	COMMON STOCK	783549108	27	470	SH			X		3	470	0	0	
SAFECO CORP	COMMON STOCK	785905100	21	956	SH			X		3	956	0	0	
SAFEGWAY INC	COMMON STOCK	786429100	52	925	SH			X		3	925	0	0	
ST JUDE MEDICAL INC	COMMON STOCK	786514208	90	3455	SH			X		3	3455	0	0	
ST PAUL TRAVELERS CO	COMMON STOCK	790849103	89	2760	SH			X		3	2760	0	0	
SANMINA-SCI CORP	COMMON STOCK	792860108	222	4975	SH			X		3	4975	0	0	
SARA LEE CORP	COMMON STOCK	800907107	18	4000	SH			X		3	4000	0	0	
SCHERING PLOUGH CORP	COMMON STOCK	803111103	127	7920	SH			X		3	7920	0	0	
SCHLUMBERGER LTD	COMMON STOCK	806605101	210	11055	SH			X		3	11055	0	0	
SCHWAB CHARLES CORP	COMMON STOCK	806857108	4246	65246	SH			X		3	57869	0	7377	
SCRIPPS E W CO	COMMON STOCK	808513105	126	7900	SH			X		3	7900	0	0	
SEARS HOLDING CORP	COMMON STOCK	811054204	26	600	SH			X		3	600	0	0	
SEMPRA ENERGY	COMMON STOCK	812350106	826	5316	SH			X		3	5316	0	0	
SEPRACOR INC	COMMON STOCK	816851109	90	1976	SH			X		3	1976	0	0	
SHERWIN WILLIAMS CO	COMMON STOCK	817315104	1502	26289	SH			X		3	26289	0	0	
SHOE CARNIVAL INC	COMMON STOCK	824348106	43	910	SH			X		3	910	0	0	
SHUFFLE MASTER INC	COMMON STOCK	824889109	43	1800	SH			X		3	1800	0	0	
SIERRA HEALTH SVCS	COMMON STOCK	825549108	763	23300	SH			X		3	23300	0	0	
SIGMA ALDRICH CORP	COMMON STOCK	826322109	27	600	SH			X		3	600	0	0	
SKECHERS U S A INC	COMMON STOCK	826552101	40	550	SH			X		3	550	0	0	
	COMMON STOCK	830566105	36	1500	SH			X		3	1500	0	0	

SNAP-ON INC SOLETRON CORP	COMMON STOCK	833034101	19	480	SH	X	3	480	0	0
SOUTHERN CO SOVEREIGN BANCORP	COMMON STOCK	834182107	26	7500	SH	X	3	7500	0	0
SPRINT NEXTEL STANLEY WORKS	COMMON STOCK	842587107	202	6310	SH	X	3	5310	0	1000
STAPLES INC	COMMON STOCK	845905108	60	2940	SH	X	3	2940	0	0
STARBUCKS CORP	COMMON STOCK	852061100	419	20964	SH	X	3	20964	0	0
STATE AUTO FINL CORP	COMMON STOCK	854616109	269	5700	SH	X	3	700	0	5000
STATE STREET CORP	COMMON STOCK	855030102	4450	182719	SH	X	3	172513	0	10206
STEEL DYNAMICS INC	COMMON STOCK	855244109	834	22105	SH	X	3	22105	0	0
STRYKER CORP SUN MICROSYSTEM INC	COMMON STOCK	85707105	726	22300	SH	X	3	22300	0	0
SUNTRUST BANKS INC	COMMON STOCK	857477103	145	2500	SH	X	3	2500	0	0
SUPERVALU INC SYKES ENTERPRISES IN	COMMON STOCK	858119100	53	800	SH	X	3	800	0	0
SYMANTEC CORP	COMMON STOCK	863667101	88	2100	SH	X	3	2100	0	0
SYMBOL TECHNOLOGIES SYPRIS	COMMON STOCK	866810104	107	25900	SH	X	3	25900	0	0
SOLUTIONS	COMMON STOCK	867914103	316	4148	SH	X	3	4148	0	0
SYSCO CORP	COMMON STOCK	868536103	49	1593	SH	X	3	1593	0	0
TECO ENERGY INC	COMMON STOCK	871237103	40	2500	SH	X	3	2500	0	0
TJX COMPANIES INC	COMMON STOCK	871503108	144	9276	SH	X	3	7276	0	2000
	COMMON STOCK	871508107	21	1900	SH	X	3	1900	0	0
	COMMON STOCK	871655106	25	2600	SH	X	3	2600	0	0
	COMMON STOCK	871829107	7994	261562	SH	X	3	251088	0	10474
	COMMON STOCK	872375100	24	1600	SH	X	3	1600	0	0
	COMMON STOCK	872540109	81	3540	SH	X	3	3540	0	0

SEC USE -----															
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				SHARES	PUT	SHARED	SHARED	OTHER	SOLE	SHARED	OTHER	SOLE	SHARED	OTHER	
				OR PRINCIPAL AMOUNT	OR CALL SOLE	- DEFINED	- OTHER	- MANAGERS	SOLE	SHARED	OTHER	SOLE	SHARED	OTHER	
TXU CORP	COMMON STOCK	873168108	194	3250	SH			X		3	3250	0	0		
TECHNITROL INC	COMMON STOCK	878555101	35	1500	SH			X		3	1500	0	0		
TEKTRONIX INC	COMMON STOCK	879131100	18	600	SH			X		3	600	0	0		
TELEDYNE TECH INC	COMMON STOCK	879360105	33	1000	SH			X		3	1000	0	0		
TELLABS INC	COMMON STOCK	879664100	46	3485	SH			X		3	3485	0	0		
TEMPLE INLAND INC	COMMON STOCK	879868107	39	900	SH			X		3	900	0	0		
TERADYNE INC	COMMON STOCK	880770102	21	1500	SH			X		3	1500	0	0		
TEREX CORP	COMMON STOCK	880779103	49	500	SH			X		3	500	0	0		
TEXAS INSTRUMENTS	COMMON STOCK	882508104	3253	107433	SH			X		3	103918	0	3515		
TEXTRON INC	COMMON STOCK	883203101	88	960	SH			X		3	960	0	0		
THERMO ELECTRON CORP	COMMON STOCK	883556102	46	1280	SH			X		3	1280	0	0		
THOR INDS INC	COMMON STOCK	885160101	39	800	SH			X		3	800	0	0		
TIFFANY & CO	COMMON STOCK	886547108	36	1100	SH			X		3	1100	0	0		
TIME WARNER INC	COMMON STOCK	887317105	1149	66435	SH			X		3	65835	0	600		
TOLL BROTHERS INC	COMMON STOCK	889478103	396	15500	SH			X		3	15500	0	0		
TOLLGRADE COMMUNCTNS	COMMON STOCK	889542106	7	771	SH			X		3	771	0	0		
TORCHMARK CORP	COMMON STOCK	891027104	49	800	SH			X		3	800	0	0		
TRIBUNE CO	COMMON STOCK	896047107	62	1900	SH			X		3	1900	0	0		
TRIUMPH GROUP INC	COMMON STOCK	896818101	24	500	SH			X		3	500	0	0		
TYSON FOODS INC	COMMON STOCK	902494103	28	1900	SH			X		3	1900	0	0		
UST INC	COMMON STOCK	902911106	80	1765	SH			X		3	1765	0	0		
US BANCORP DEL	COMMON STOCK	902973304	380	12300	SH			X		3	12300	0	0		
URS CORP	COMMON STOCK	903236107	38	900	SH			X		3	900	0	0		
UNION PAC CORP	COMMON STOCK	907818108	446	4800	SH			X		3	1800	0	3000		
UNISYS CORPORATION	COMMON STOCK	909214108	16	2570	SH			X		3	2570	0	0		
UNITED RENTAL INC	COMMON STOCK	911363109	1065	33300	SH			X		3	33300	0	0		
UNITED STATES STL	COMMON STOCK	912909108	55	790	SH			X		3	790	0	0		
UNITED SURGICAL PART	COMMON STOCK	913016309	1127	37500	SH			X		3	37500	0	0		
UNITED TECHNOLOGIES	COMMON STOCK	913017109	1676	26435	SH			X		3	26435	0	0		
UNIVISION COMMUN INC	COMMON STOCK	914906102	60	1800	SH			X		3	1800	0	0		
URBAN OUTFITTERS V F CORP	COMMON STOCK	917047102	540	30900	SH			X		3	30900	0	0		
VULCAN MATERIALS CO	COMMON STOCK	918204108	46	675	SH			X		3	675	0	0		
WABTEC	COMMON STOCK	929160109	55	700	SH			X		3	700	0	0		
WACHOVIA CORP	COMMON STOCK	929740108	509	13600	SH			X		3	13600	0	0		
WACHOVIA CORP	COMMON STOCK	929903102	637	11788	SH			X		3	11788	0	0		
WAL MART STORES INC	COMMON STOCK	931142103	8659	179738	SH			X		3	168901	0	10837		
WALGREEN CO	COMMON STOCK	931422109	317	7075	SH			X		3	7075	0	0		
WASHINGTON MUTUAL	COMMON STOCK	939322103	296	6500	SH			X		3	6500	0	0		
WASTE CONNECTIONS I	COMMON STOCK	941053100	779	21400	SH			X		3	21400	0	0		
WATERS CORP	COMMON STOCK	941848103	38	850	SH			X		3	850	0	0		
WATSON PHARMACEUTCLS	COMMON STOCK	942683103	21	900	SH			X		3	900	0	0		
WELLS FARGO & CO	COMMON STOCK	949746101	1213	18080	SH			X		3	17880	0	200		
WENDYS INTL INC	COMMON STOCK	950590109	55	935	SH			X		3	935	0	0		
WEYERHAEUSER CO	COMMON STOCK	962166104	115	1850	SH			X		3	1850	0	0		
WHIRLPOOL CORP	COMMON STOCK	963320106	48	586	SH			X		3	586	0	0		
WHOLE FOODS MKT INC	COMMON STOCK	966837106	52	800	SH			X		3	800	0	0		
WILLIAMS COS INC	COMMON STOCK	969457100	103	4425	SH			X		3	4425	0	0		
WILLIAMS SONOMA INC	COMMON STOCK	969904101	896	26300	SH			X		3	26300	0	0		
WRIGLEY WM JR CO	COMMON STOCK	982526105	121	2660	SH			X		3	2660	0	0		
WYETH	COMMON STOCK	983024100	7909	178095	SH			X		3	177095	0	1000		
XILINX INC	COMMON STOCK	983919101	61	2700	SH			X		3	2700	0	0		
XEROX CORP	COMMON STOCK	984121103	88	6300	SH			X		3	6100	0	200		
YAHOO INC	COMMON STOCK	984332106	784	23775	SH			X		3	23775	0	0		
YUM BRANDS INC	COMMON STOCK	988498101	92	1825	SH			X		3	1825	0	0		
ZIONS BANCORPORATION	COMMON STOCK	989701107	4649	59667	SH			X		3	57360	0	2307		
ZYGO CORP	COMMON STOCK	989855101	48	2900	SH			X		3	2900	0	0		
ZOLL MED CORP	COMMON STOCK	989922109	7	200	SH			X		3	200	0	0		
AAR CORP	COMMON STOCK	000361105	24	1100	SH			X		3	1100	0	0		
ADC TELECOMMUNICATNS	COMMON STOCK	000886309	19	1100	SH			X		3	1100	0	0		
AFLAC INC	COMMON STOCK	001055102	165	3550	SH			X		3	3550	0	0		
AGCO CORP	COMMON STOCK	001084102	47	1800	SH			X		3	1800	0	0		
AGL RESOURCES INC COM	COMMON STOCK	001204106	53	1400	SH			X		3	1400	0	0		
AES CORP	COMMON STOCK	00130H105	92	5000	SH			X		3	5000	0	0		
AT&T INC	COMMON STOCK	00206R102	805	28886	SH			X		3	28203	0	683		

ABBOTT LABS	COMMON STOCK 002824100	2176	49874	SH	X	3	40399	0	9475
ABERCROMBIE & FITCH	COMMON STOCK 002896207	1109	20000	SH	X	3	20000	0	0
ACADIA PHARMACEUTCLS	COMMON STOCK 004225108	18	2100	SH	X	3	2100	0	0





PETE ANALOG DEVICES INC	COMMON STOCK	032511107	482	10100	SH	X	3	10100	0	0
ANDERSONS INC	COMMON STOCK	032654105	84	2600	SH	X	3	2600	0	0
ANDREW CORP	COMMON STOCK	034164103	25	600	SH	X	3	600	0	0
ANDRX GROUP	COMMON STOCK	034425108	10	1145	SH	X	3	1145	0	0
ANHEUSER BUSCH COS	COMMON STOCK	034553107	9	400	SH	X	3	400	0	0
ANSYS INC	COMMON STOCK	035229103	384	8425	SH	X	3	7825	0	600
AON CORPORATION	COMMON STOCK	03662Q105	952	19900	SH	X	3	19900	0	0
APACHE CORP	COMMON STOCK	037389103	81	2330	SH	X	3	2330	0	0
APOLLO GROUP INC	COMMON STOCK	037411105	164	2400	SH	X	3	2400	0	0
APPLE COMPUTER INC	COMMON STOCK	037604105	59	1150	SH	X	3	1150	0	0
APPLERA CORPORATION	COMMON STOCK	037833100	2796	48823	SH	X	3	47463	0	1360
APPLIED MATERIALS	COMMON STOCK	038020103	50	1540	SH	X	3	1540	0	0
APPLIED MICRO CRCTS	COMMON STOCK	038222105	190	11650	SH	X	3	11650	0	0
ARCHER DANIELS MIDLD	COMMON STOCK	03822W109	5	1800	SH	X	3	1800	0	0
ARMOR HOLDINGS INC	COMMON STOCK	039483102	190	4600	SH	X	3	4600	0	0
ARRAY BIOPHARMA INC	COMMON STOCK	042260109	22	400	SH	X	3	400	0	0
ARVINMERITOR INC	COMMON STOCK	04269X105	10	1200	SH	X	3	1200	0	0
ASHLAND INC	COMMON STOCK	043353101	41	2400	SH	X	3	2400	0	0
AUTODESK INC	COMMON STOCK	044209104	41	610	SH	X	3	610	0	0
AUTOMATIC DATA PROC	COMMON STOCK	052769106	4352	126284	SH	X	3	122920	0	3364
AUTONATION INC	COMMON STOCK	053015103	177	3900	SH	X	3	3900	0	0
AUTOZONE INC	COMMON STOCK	05329W102	21	993	SH	X	3	993	0	0
AVAYA INC	COMMON STOCK	053332102	39	440	SH	X	3	440	0	0
AVERY DENNISON CORP	COMMON STOCK	053499109	37	3225	SH	X	3	3225	0	0
AVON PRODUCTS INC	COMMON STOCK	053611109	55	940	SH	X	3	940	0	0
	COMMON STOCK	054303102	102	3300	SH	X	3	3300	0	0

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE		COLUMN 6 INVESTMENT AUTHORITY				COLUMN 8 VOTING AUTHORITY			
				COLUMN 5									
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PUT OR CALL	SHARED - SOLE	SHARED - OTHER	COLUMN 7 OTHER MANAGERS		SOLE	SHARED	OTHER	
BB&T CORPORATION	COMMON STOCK	054937107	237	5702	SH			X		3	5702	0	0
BJ SVCS CO	COMMON STOCK	055482103	91	2450	SH			X		3	2450	0	0
BP PLC SPONSORED ADR	COMMON STOCK	055622104	247	3544	SH			X		3	3544	0	0
BMC SOFTWARE INC	COMMON STOCK	055921100	39	1650	SH			X		3	1650	0	0
BAKER HUGHES INC	COMMON STOCK	057224107	196	2395	SH			X		3	2395	0	0
BALL CORP	COMMON STOCK	058498106	32	860	SH			X		3	860	0	0
BANK OF AMERICA CORP	COMMON STOCK	060505104	16333	339568	SH			X		3	328698	0	10870
BANK NEW YORK INC	COMMON STOCK	064057102	356	11045	SH			X		3	8895	0	2150
BARD C R INC	COMMON STOCK	067383109	58	790	SH			X		3	790	0	0
BARR PHARMACEUTICALS	COMMON STOCK	068306109	1632	34238	SH			X		3	34238	0	0
BAUSCH & LOMB INC	COMMON STOCK	071707103	22	440	SH			X		3	440	0	0
BAXTER INTL INC	COMMON STOCK	071813109	176	4800	SH			X		3	4800	0	0
BEAR STEARNS COS INC	COMMON STOCK	073902108	126	900	SH			X		3	900	0	0
BECTON DICKINSON	COMMON STOCK	075887109	95	1555	SH			X		3	1555	0	0
BED BATH & BEYOND	COMMON STOCK	075896100	854	25750	SH			X		3	25750	0	0
BELLSOUTH CORP	COMMON STOCK	079860102	548	15138	SH			X		3	15138	0	0
BEMA GOLD CORP	COMMON STOCK	08135F107	25	5000	SH			X		3	5000	0	0
BEMIS INC	COMMON STOCK	081437105	25	820	SH			X		3	820	0	0
BEST BUY INC	COMMON STOCK	086516101	568	10370	SH			X		3	10370	0	0
BIG LOTS INC	COMMON STOCK	089302103	15	890	SH			X		3	890	0	0
BIOMET INC	COMMON STOCK	090613100	59	1900	SH			X		3	1900	0	0
BIOGEN IDEC INC	COMMON STOCK	09062X103	121	2612	SH			X		3	2612	0	0
BLACK & DECKER CORP	COMMON STOCK	091797100	53	625	SH			X		3	625	0	0
BLOCK H & R INC	COMMON STOCK	093671105	60	2500	SH			X		3	2500	0	0
BLUE COAT SYSTEMS	COMMON STOCK	09534T508	44	2600	SH			X		3	2600	0	0
BOEING CO	COMMON STOCK	097023105	441	5380	SH			X		3	5380	0	0
BURLINGTN NRTHRN S F	COMMON STOCK	12189T104	3067	38704	SH			X		3	37252	0	1452
CBS CORP CL B	COMMON STOCK	124857202	299	11051	SH			X		3	11051	0	0
C H ROBINSON WLDWIDE	COMMON STOCK	12541W209	1226	23000	SH			X		3	23000	0	0
CRA INTERNATIONAL	COMMON STOCK	12618T105	41	900	SH			X		3	900	0	0
CA INC	COMMON STOCK	12673P105	72	3500	SH			X		3	3500	0	0
CAPITAL ONE FINL CO	COMMON STOCK	14040H105	7279	85184	SH			X		3	82095	0	3089
CAPITALSOURCE INC	COMMON STOCK	14055X102	1294	55057	SH			X		3	55057	0	0
CARDINAL HEALTH INC	COMMON STOCK	14149Y108	195	3080	SH			X		3	3080	0	0
CARMAX INC	COMMON STOCK	143130102	46	1300	SH			X		3	0	0	1300
CELESTICA INC COM	COMMON STOCK	15101Q108	2	180	SH			X		3	180	0	0
CENTERPOINT ENERGY	COMMON STOCK	15189T107	30	2360	SH			X		3	2360	0	0
CISCO SYSTEMS INC	COMMON STOCK	17275R102	11136	570219	SH			X		3	550049	0	20170
CITIZENS COMMUN CO	COMMON STOCK	17453B101	34	2600	SH			X		3	2600	0	0
COMCAST CORP	COMMON STOCK	20030N101	7972	243476	SH			X		3	233356	0	10120
COMPASS BANCSHARES	COMMON STOCK	20449H109	56	1000	SH			X		3	1000	0	0
CONOCOPHILLIPS	COMMON STOCK	20825C104	9585	146290	SH			X		3	141330	0	4960
CONSOL ENERGY INC	COMMON STOCK	20854P109	833	17846	SH			X		3	17846	0	0
CONSTELLATION BRANDS	COMMON STOCK	21036P108	38	1500	SH			X		3	1500	0	0
CONSTELLATION ENERGY GROUP INC	COMMON STOCK	210371100	189	3465	SH			X		3	3465	0	0
CORNING INC	COMMON STOCK	219350105	2331	96361	SH			X		3	96361	0	0
CORRECTIONS COR AMER	COMMON STOCK	22025Y407	42	800	SH			X		3	800	0	0
COSTCO WHSL CORP	COMMON STOCK	22160K105	190	3330	SH			X		3	3330	0	0
D R HORTON INC	COMMON STOCK	23331A109	50	2100	SH			X		3	2100	0	0
DELL INC	COMMON STOCK	24702R101	3500	143043	SH			X		3	139206	0	3837
DENTSPLY INTERNATIONAL INC COM	COMMON STOCK	249030107	1652	27260	SH			X		3	27260	0	0

DEVON ENERGY CORP	COMMON STOCK	25179M103	169	2800	SH	X	3	2800	0	0
DIAGEO PLC SPONSORED ADR	COMMON STOCK	25243Q205	34	500	SH	X	3	500	0	0
DIGITAS INC	COMMON STOCK	25388K104	49	4200	SH	X	3	4200	0	0
DISNEY WALT CO	COMMON STOCK	254687106	30	1000	SH	X	3	0	0	1000
DOMINION RES INC VA	COMMON STOCK	25746U109	212	2784	SH	X	3	2300	0	484
DOW CHEMICAL CO	COMMON STOCK	260543103	979	25182	SH	X	3	18982	0	6200
DUPONT EI DE NEMOURS & CO COM	COMMON STOCK	263534109	92	2200	SH	X	3	1600	0	600
DUKE ENERGY CORP	COMMON STOCK	26441C105	526	17892	SH	X	3	17292	0	600
DYNEGY INC	COMMON STOCK	26816Q101	70	12800	SH	X	3	12800	0	0
ENSCO INTL INC	COMMON STOCK	26874Q100	8182	177802	SH	X	3	171262	0	6540
EOG RESOURCES INC	COMMON STOCK	26875P101	3015	43491	SH	X	3	42185	0	1306
EL PASO CORPORATION	COMMON STOCK	28336L109	63	4200	SH	X	3	4200	0	0
ELECTRONICS ARTS COM	COMMON STOCK	285512109	540	12542	SH	X	3	9913	0	2629
EMBARQ CORPORATION	COMMON STOCK	29078E105	43	1048	SH	X	3	1048	0	0
ENTERGY CORP	COMMON STOCK	29364G103	119	1680	SH	X	3	1680	0	0
EQUITY RESIDENTIAL	COMMON STOCK	29476L107	96	2150	SH	X	3	2150	0	0

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE		COLUMN 5		COLUMN 6 INVESTMENT AUTHORITY		COLUMN 7 OTHER MANAGERS
				SHARES	OR	SHARES	PUT	SHARED -	SHARED -	
				OR	PRINCIPAL	OR	OR	DEFINED	OTHER	
EXELON CORP	COMMON STOCK	30161N101	297	5232	SH			X		3
EXXON MOBIL CORP	COMMON STOCK	30231G102	22850	372447	SH			X		3
FED NATL MTG ASSN COM	COMMON STOCK	313586109	334	6955	SH			X		3
FEDERATED DEPT STORE	COMMON STOCK	31410H101	151	4116	SH			X		3
FEDEX CORPORATION	COMMON STOCK	31428X106	236	2017	SH			X		3
FIVE STAR QUALITY CA	COMMON STOCK	33832D106	30	2700	SH			X		3
FLUOR CORP	COMMON STOCK	343412102	2296	24693	SH			X		3
FOUNDATION COAL HLDG	COMMON STOCK	35039W100	33	700	SH			X		3
FRONTIER OIL CORP	COMMON STOCK	35914P105	52	1600	SH			X		3
GAMESTOP CORP HLDG	COMMON STOCK	36467W109	1277	30400	SH			X		3
GANNETT CO INC	COMMON STOCK	364730101	157	2800	SH			X		3
GENWORTH FINANCIAL	COMMON STOCK	37247D106	87	2500	SH			X		3
GOLDMAN SACHS GROUP	COMMON STOCK	38141G104	436	2900	SH			X		3
GOOGLE INC	COMMON STOCK	38259P508	5380	12830	SH			X		3
GRANT PRIDECO INC	COMMON STOCK	38821G101	1240	27700	SH			X		3
HALOZYME THERAPEUTIC	COMMON STOCK	40637H109	57	21000	SH			X		3
HEALTH NET INC	COMMON STOCK	42222G108	946	20945	SH			X		3
HESS CORPORATION	COMMON STOCK	42809H107	90	1710	SH			X		3
INTERCONTINENTALEXCH INTERNATIONAL	COMMON STOCK	45865V100	440	7600	SH			X		3
BUSINESS MACHINE INTERNATIONAL	COMMON STOCK	459200101	1717	22348	SH			X		3
RECTIFIER CORP	COMMON STOCK	460254105	39	1000	SH			X		3
INTERNATIONAL SEC EX	COMMON STOCK	46031W204	430	11300	SH			X		3
INTUITIVE SURGIC INC	COMMON STOCK	46120E602	886	7700	SH			X		3
INVESTMENT TECH GRP	COMMON STOCK	46145F105	458	9000	SH			X		3
JDS UNIPHASE CORP	COMMON STOCK	46612J101	56	21900	SH			X		3
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	1417	33738	SH			X		3
JANUS CAPITAL GROUP	COMMON STOCK	47102X105	30	1700	SH			X		3
JUNIPER NETWORKS COM	COMMON STOCK	48203R104	21	1300	SH			X		3
KB HOME	COMMON STOCK	48666K109	25	540	SH			X		3
KEYSPAN CORPORATION	COMMON STOCK	49337W100	53	1300	SH			X		3
KIMCO REALTY CORP	COMMON STOCK	49446R109	21	575	SH			X		3
KINDER MORGAN INC	COMMON STOCK	49455P101	80	800	SH			X		3
KINETIC CONCEPTS	COMMON STOCK	49460W208	988	22377	SH			X		3
KRAFT FOODS INC CL A LABORATORY CORP	COMMON STOCK	50075N104	417	13480	SH			X		3
AMER	COMMON STOCK	50540R409	62	1000	SH			X		3
LAUDER ESTEE CO CL A	COMMON STOCK	518439104	872	22551	SH			X		3
LEAR CORP	COMMON STOCK	521865105	24	1100	SH			X		3
LILLY ELI & CO	COMMON STOCK	532457108	639	11568	SH			X		3
M & T BK CORP	COMMON STOCK	55261F104	92	780	SH			X		3
MBIA INC	COMMON STOCK	55262C100	61	1050	SH			X		3
MKS INSTRUMENT INC	COMMON STOCK	55306N104	626	31100	SH			X		3
MAXIM INTEGRATED PRO	COMMON STOCK	57772K101	80	2500	SH			X		3
MCKESSON CORP	COMMON STOCK	58155Q103	110	2331	SH			X		3
MEDCO HEALTH SOL	COMMON STOCK	58405U102	120	2100	SH			X		3
MEDICAL ACTION INDS	COMMON STOCK	58449L100	11	500	SH			X		3
MELLON FINL CORP	COMMON STOCK	58551A108	109	3160	SH			X		3
MERCANTILE										
BANKSHARES CORP	COMMON STOCK	587405101	128	3600	SH			X		3
METLIFE INC	COMMON STOCK	59156R108	278	5425	SH			X		3
MONSANTO CO	COMMON STOCK	61166W101	160	1900	SH			X		3
NCR CORP	COMMON STOCK	62886E108	48	1300	SH			X		3
NAVISTAR INTL CORP	COMMON STOCK	63934E108	11	445	SH			X		3
NETGEAR INC	COMMON STOCK	64111Q104	37	1700	SH			X		3
NETWORK APPLIANCE	COMMON STOCK	64120L104	83	2350	SH			X		3
NEWS CORP LTD	COMMON STOCK	65248E104	935	48770	SH			X		3
NISOURCE INC	COMMON STOCK	65473P105	46	2092	SH			X		3
NVIDIA CORP	COMMON STOCK	67066G104	51	2400	SH			X		3
OSI RESTAURANT										
PARTNERS INC	COMMON STOCK	67104A101	52	1500	SH			X		3
OFFICEMAX INC	COMMON STOCK	67622P101	28	675	SH			X		3
ONEOK PARTNERS LP	COMMON STOCK	68268N103	247	5000	SH			X		3
OPSWARE INC	COMMON STOCK	68383A101	35	4200	SH			X		3
OPTIMAL GROUP	COMMON STOCK	68388R208	38	2800	SH			X		3
ORACLE CORP	COMMON STOCK	68389X105	384	26510	SH			X		3
PDL BIOPHARMA INC	COMMON STOCK	69329Y104	571	31000	SH			X		3
PG&E CORP	COMMON STOCK	69331C108	95	2430	SH			X		3
PMC-SIERRA INC	COMMON STOCK	69344F106	12	1300	SH			X		3
PNC FINANCIAL SERVICES GROUP I	COMMON STOCK	693475105	168	2400	SH			X		3
PPL CORP	COMMON STOCK	69351T106	95	2930	SH			X		3

COLUMN 8  
VOTING

AUTHORITY

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COLUMN 1 NAME OF ISSUER -----	SOLE	SHARED	OTHER
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EXELON CORP	4732	0	500
EXXON MOBIL CORP	361655	0	10792
FED NATL MTG ASSN COM	6955	0	0
FEDERATED DEPT STORE	4116	0	0
FEDEX CORPORATION	2017	0	0
FIVE STAR QUALITY CA	2700	0	0
FLUOR CORP	23749	0	944
FOUNDATION COAL HLDG	700	0	0
FRONTIER OIL CORP	1600	0	0
GAMESTOP CORP HLDG	30400	0	0
GANNETT CO INC	2800	0	0
GENWORTH FINANCIAL	2500	0	0
GOLDMAN SACHS GROUP	2900	0	0
GOOGLE INC	12524	0	306
GRANT PRIDECO INC	27700	0	0
HALOZYME THERAPEUTIC	21000	0	0
HEALTH NET INC	20945	0	0
HESS CORPORATION	1710	0	0
INTERCONTINENTALEXCH INTERNATIONAL	7600	0	0
BUSINESS MACHINE INTERNATIONAL	14827	0	7521
RECTIFIER CORP	0	0	1000
INTERNATIONAL SEC EX	11300	0	0
INTUITIVE SURGIC INC	7700	0	0
INVESTMENT TECH GRP	9000	0	0
JDS UNIPHASE CORP	21900	0	0
JPMORGAN CHASE & CO	32218	0	1520
JANUS CAPITAL GROUP	1700	0	0
JUNIPER NETWORKS COM	1300	0	0
KB HOME	540	0	0
KEYSPAN CORPORATION	1300	0	0
KIMCO REALTY CORP	575	0	0
KINDER MORGAN INC	800	0	0
KINETIC CONCEPTS	22377	0	0
KRAFT FOODS INC CL A LABORATORY CORP	4980	0	8500
AMER	1000	0	0
LAUDER ESTEE CO CL A	15107	0	7444
LEAR CORP	1100	0	0
LILLY ELI & CO	1602	0	9966
M & T BK CORP	780	0	0
MBIA INC	1050	0	0
MKS INSTRUMENT INC	31100	0	0
MAXIM INTEGRATED PRO	2500	0	0
MCKESSON CORP	2331	0	0
MEDCO HEALTH SOL	2100	0	0
MEDICAL ACTION INDS	500	0	0
MELLON FINL CORP	3160	0	0
MERCANTILE			
BANKSHARES CORP	3600	0	0
METLIFE INC	5425	0	0
MONSANTO CO	1900	0	0
NCR CORP	1300	0	0
NAVISTAR INTL CORP	445	0	0
NETGEAR INC	1700	0	0
NETWORK APPLIANCE	2350	0	0
NEWS CORP LTD	48770	0	0
NISOURCE INC	2092	0	0
NVIDIA CORP	2400	0	0
OSI RESTAURANT			
PARTNERS INC	0	0	1500
OFFICEMAX INC	675	0	0
ONEOK PARTNERS LP	0	0	5000
OPSWARE INC	4200	0	0
OPTIMAL GROUP	2800	0	0
ORACLE CORP	26510	0	0
PDL BIOPHARMA INC	31000	0	0
PG&E CORP	2430	0	0
PMC-SIERRA INC	1300	0	0
PNC FINANCIAL SERVICES GROUP I	2000	0	400
PPL CORP	2930	0	0

SEC USE															
COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			COLUMN 7 OTHER MANAGERS			COLUMN 8 VOTING AUTHORITY		
				SHARES OR PRINCIAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER	OTHER	SOLE	SHARED	OTHER			
PEPCO HOLDINGS INC	COMMON STOCK	713291102	95	4027	SH		X		3	4027	0	0			
PETSMART INC	COMMON STOCK	716768106	84	3300	SH		X		3	1300	0	2000			
PLAYTEX PRODS INC	COMMON STOCK	72813P100	32	3100	SH		X		3	3100	0	0			
POZEN INC	COMMON STOCK	73941U102	16	2300	SH		X		3	2300	0	0			
PRAXAIR INC	COMMON STOCK	74005P104	341	6310	SH		X		3	2310	0	4000			
PRICE T ROWE GRP	COMMON STOCK	74144T108	76	2000	SH		X		3	2000	0	0			
PRINCIPAL FINL GRP	COMMON STOCK	74251V102	100	1800	SH		X		3	1800	0	0			
PSYCHIATRIC SOLUTION	COMMON STOCK	74439H108	1127	39300	SH		X		3	39300	0	0			
QUANTA SVCS INC	COMMON STOCK	74762E102	26	1500	SH		X		3	1500	0	0			
QUEST DIAGNOSTICS	COMMON STOCK	74834L100	3773	62966	SH		X		3	60999	0	1967			
REGIONS FINL CORP	COMMON STOCK	7591EP100	114	3445	SH		X		3	3445	0	0			
ROYAL DUTCH SHELL PLC-ADR A	COMMON STOCK	780259206	375	5600	SH		X		3	5000	0	600			
SLM CORP	COMMON STOCK	78442P106	166	3145	SH		X		3	3145	0	0			
ST JOE CORP	COMMON STOCK	790148100	47	1000	SH		X		3	0	0	1000			
SANDISK CORP	COMMON STOCK	80004C101	421	8250	SH		X		3	8250	0	0			
SAP AG SPONS ADR	COMMON STOCK	803054204	1344	25600	SH		X		3	25600	0	0			
SCANA CORP NEW COM	COMMON STOCK	80589M102	39	1000	SH		X		3	1000	0	0			
SEALED AIR CORP	COMMON STOCK	81211K100	36	682	SH		X		3	682	0	0			
SOUTHWEST AIRLINES CO COM	COMMON STOCK	844741108	321	19596	SH		X		3	19596	0	0			
STARWOOD HTLS&RESORT	COMMON STOCK	85590A401	84	1400	SH		X		3	1400	0	0			
STREETTRACKS GOLD TRUST	COMMON STOCK	863307104	217	3543	SH		X		3	3543	0	0			
SUNOCO INC	COMMON STOCK	86764P109	59	850	SH		X		3	850	0	0			
SYNOVUS FINL CORP	COMMON STOCK	87161C105	69	2592	SH		X		3	2592	0	0			
TARGET CORPORATION	COMMON STOCK	87612E106	1812	37081	SH		X		3	37081	0	0			
TENET HEALTHCARE	COMMON STOCK	88033G100	25	3637	SH		X		3	3637	0	0			
3M COMPANY	COMMON STOCK	88579Y101	7414	91802	SH		X		3	86327	0	5475			
TITAN INTL INC	COMMON STOCK	88830M102	24	1300	SH		X		3	1300	0	0			
TRADESTATION GRP INC	COMMON STOCK	89267P105	37	2900	SH		X		3	2900	0	0			
TYCO INTERNATIONAL LTD	COMMON STOCK	902124106	409	14841	SH		X		3	14441	0	400			
U S BANCORP DEL COM NEW	COMMON STOCK	902973304	469	15200	SH		X		3	15200	0	0			
USEC INC	COMMON STOCK	90333E108	40	3400	SH		X		3	3400	0	0			
U.S CONCRETE INC	COMMON STOCK	90333L102	23	2100	SH		X		3	2100	0	0			
UNITED DOMINION REALTY TRUST (	COMMON STOCK	910197102	48	1700	SH		X		3	N.A.	N.A.	N.A.			
UNITED PARCEL SERVICE CL B	COMMON STOCK	911312106	7967	96755	SH		X		3	93484	0	3271			
UNITED THERAPEUTICS	COMMON STOCK	91307C102	12	200	SH		X		3	200	0	0			
UNITEDHEALTH GRP INC	COMMON STOCK	91324P102	4017	89710	SH		X		3	87026	0	2684			
UNUMPROVIDENT COR	COMMON STOCK	91529Y106	42	2295	SH		X		3	2295	0	0			
VALERO L P	COMMON STOCK	91913W104	197	4000	SH		X		3	0	0	4000			
VALERO ENERGY CORP	COMMON STOCK	91913Y100	279	4200	SH		X		3	4200	0	0			
VARIAN MED SYS INC	COMMON STOCK	92220P105	808	17065	SH		X		3	16065	0	1000			
VERISIGN INC	COMMON STOCK	92343E102	40	1711	SH		X		3	1711	0	0			
VERITAS DGC INC	COMMON STOCK	92343P107	36	700	SH		X		3	700	0	0			
VERIZON COMMUNICATNS	COMMON STOCK	92343V104	1090	32559	SH		X		3	31949	0	610			
VODAFONE GROUP PLC SPONSORED A	COMMON STOCK	92857W100	64	3000	SH		X		3	0	0	3000			

WGL HLDGS INC COM	COMMON STOCK	92924F106	53	1828	SH	X	3	1828	0	0
W-H ENERGY SVCS INC	COMMON STOCK	92925E108	41	800	SH	X	3	800	0	0
WASTE MANAGEMENT INC	COMMON STOCK	94106L109	145	4050	SH	X	3	4050	0	0
WELLCARE HEALTH PLAN	COMMON STOCK	94946T106	25	500	SH	X	3	500	0	0
WELLPOINT INC	COMMON STOCK	94973V107	338	4650	SH	X	3	4650	0	0
WESCO INTL INC	COMMON STOCK	95082P105	41	600	SH	X	3	600	0	0
XTO ENERGY INC	COMMON STOCK	98385X106	2004	45256	SH	X	3	45256	0	0
XCEL ENERGY INC	COMMON STOCK	98389B100	58	3028	SH	X	3	3028	0	0
ZIMMER HOLDINGS	COMMON STOCK	98956P102	5385	94951	SH	X	3	90657	0	4294
ACE LIMITED	COMMON STOCK	G0070K103	121	2400	SH	X	3	2400	0	0
COOPER INDS LTD	COMMON STOCK	G24182100	66	710	SH	X	3	710	0	0
FOSTER WHEELER LTD	COMMON STOCK	G36535139	4638	107407	SH	X	3	104614	0	2793
INGERSOLL-RAND CO	COMMON STOCK	G4776G101	103	2400	SH	X	3	2400	0	0
NABORS INDS LTD	COMMON STOCK	G6359F103	5993	177377	SH	X	3	172317	0	5060
NOBLE CORPORATION	COMMON STOCK	G65422100	80	1075	SH	X	3	1075	0	0
SEAGATE TECHNOLOGY	COMMON STOCK	G7945J104	6858	302907	SH	X	3	295331	0	7576
WEATHERFORD INTL LTD	COMMON STOCK	G95089101	2727	54958	SH	X	3	54958	0	0
XL CAP LTD	COMMON STOCK	G98255105	81	1325	SH	X	3	1325	0	0
SYNERON MEDICAL LTD	COMMON STOCK	M87245102	52	2500	SH	X	3	2500	0	0
ON TRACK INNOVATION	COMMON STOCK	M8791A109	11	900	SH	X	3	900	0	0
SEMICONDUCTOR HLDRS	DEP RCPT	816636203	112	3400	SH	X	3	3400	0	0
ORBOTECH LTD	ORD	M75253100	37	1600	SH	X	3	1600	0	0
TRANSOCEAN INC	ORDINARY	G90078109	185	2300	SH	X	3	2300	0	0

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	SEC USE -----											
				COLUMN 5					COLUMN 6 INVESTMENT AUTHORITY			COLUMN 7		COLUMN 8 VOTING AUTHORITY	
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	COLUMN 7		SOLE	SHARED	OTHER	
										OTHER MANAGERS	OTHER				
STEINER LEISURE LTD	ORDINARY	P8744Y102	43	1100	SH				X		3	1100	0	0	
TRUSTSTREET PPTYS PFD CONV 7.7	PREFERRED STOCK	898404207	2	96	SH				X		3	96	0	0	
SIMON PPTY INC ARCHSTONE	REIT	828806109	116	1400	SH				X		3	1400	0	0	
SMITH TR PUBLIC STORAGE INC	REIT	039583109	81	1600	SH				X		3	1600	0	0	
ISHARES TR VORNADO RLTY TR	RUSL 2000 GROW SH BEN INT REIT	74460D109 464287648	46 52	600 700	SH SH				X X		3 3	600 700	0 0	0 0	
FORDING CDN COAL TR	TRUST UNIT	929042109	78	800	SH				X		3	800	0	0	
ALCOA INC COM	COMMON STOCK	345425102	789	24900	SH				X		3	24900	0	0	
ALLSTATE CORP AMERICAN	COMMON STOCK	013817101	6	200	SH				X		4	200	0	0	
EXPRESS CO AMERICAN	COMMON STOCK	020002101	5	100	SH				X		4	100	0	0	
INTERNATIONAL GROUP I	COMMON STOCK	025816109	11	200	SH				X		4	200	0	0	
AMERIPRISE FINANCIAL INC	COMMON STOCK	026874107	18	300	SH				X		4	300	0	0	
AMGEN INC COM	COMMON STOCK	03076C106	2	40	SH				X		4	40	0	0	
AVNET INC COM	COMMON STOCK	031162100	13	200	SH				X		4	200	0	0	
BANK NEW YORK INC COM	COMMON STOCK	053807103	4	200	SH				X		4	200	0	0	
BELLSOUTH CORP BRISTOL-MYERS	COMMON STOCK	064057102	3	100	SH				X		4	100	0	0	
SQUIBB CO	COMMON STOCK	079860102	7	200	SH				X		4	200	0	0	
CBS CORP CL B	COMMON STOCK	110122108	6	250	SH				X		4	250	0	0	
CHEVRON CORP	COMMON STOCK	124857202	3	100	SH				X		4	100	0	0	
CISCO SYS INC	COMMON STOCK	166764100	9	150	SH				X		4	150	0	0	
CIT GROUP INC	COMMON STOCK	17275R102	17	850	SH				X		4	850	0	0	
CITIGROUP INC COM	COMMON STOCK	125581108	13	250	SH				X		4	250	0	0	
CLEAR CHANNEL COMMUNICATIONS I	COMMON STOCK	172967101	19	400	SH				X		4	400	0	0	
COCA COLA CO COM	COMMON STOCK	184502102	6	200	SH				X		4	200	0	0	
COLGATE PALMOLIVE CO COM	COMMON STOCK	191216100	11	250	SH				X		4	250	0	0	
COMCAST CORP- SPECIAL CL A	COMMON STOCK	194162103	6	100	SH				X		4	100	0	0	
CONOCOPHILLIPS	COMMON STOCK	20030N200	10	300	SH				X		4	300	0	0	
CORNING INC	COMMON STOCK	20825C104	23	344	SH				X		4	344	0	0	
DISNEY WALT CO	COMMON STOCK	219350105	7	300	SH				X		4	300	0	0	
DUPONT EI DE NEMOURS & CO COM	COMMON STOCK	254687106	13	425	SH				X		4	425	0	0	
EXXON MOBIL CORP	COMMON STOCK	263534109	4	100	SH				X		4	100	0	0	
FIRST DATA CORP COM	COMMON STOCK	30231G102	18	300	SH				X		4	300	0	0	
FPL GROUP INC COM	COMMON STOCK	319963104	9	200	SH				X		4	200	0	0	
GENERAL ELECTRIC COMPANY	COMMON STOCK	302571104	12	300	SH				X		4	300	0	0	
GENERAL MILLS INC	COMMON STOCK	369604103	18	550	SH				X		4	550	0	0	
HARTFORD FINANCIAL SVCS GRP IN	COMMON STOCK	370334104	8	150	SH				X		4	150	0	0	
HEALTH MANAGEMENT- CLASS A	COMMON STOCK	416515104	8	100	SH				X		4	100	0	0	
HEWLETT PACKARD CO COM	COMMON STOCK	421933102	8	400	SH				X		4	400	0	0	
HOME DEPOT INC COM	COMMON STOCK	428236103	8	237	SH				X		4	237	0	0	
HONEYWELL INTL INC COM	COMMON STOCK	437076102	11	300	SH				X		4	300	0	0	
INTEL CORP COM INTERNATIONAL BUSINESS	COMMON STOCK	438516106	12	300	SH				X		4	300	0	0	
	COMMON STOCK	458140100	8	400	SH				X		4	400	0	0	



MACHINE INTERNATIONAL	COMMON STOCK	459200101	15	200	SH	X	4	200	0	0
RECTIFIER CORP	COMMON STOCK	460254105	3	75	SH	X	4	75	0	0
JOHNSON & JOHNSON COM	COMMON STOCK	478160104	12	200	SH	X	4	200	0	0
KIMBERLY CLARK CORP	COMMON STOCK	494368103	6	100	SH	X	4	100	0	0
KRAFT FOODS INC	COMMON STOCK	50075N104	3	100	SH	X	4	100	0	0
CL A	COMMON STOCK	501044101	9	400	SH	X	4	400	0	0
KROGER CO	COMMON STOCK	532457108	6	100	SH	X	4	100	0	0
LILLY ELI & CO	COMMON STOCK	534187109	11	200	SH	X	4	200	0	0
LINCOLN NATL CORP	COMMON STOCK	538034109	1	25	SH	X	4	25	0	0
LIVE NATION INC	COMMON STOCK									
LOCKHEED MARTIN CORPORATION	COMMON STOCK	539830109	7	100	SH	X	4	100	0	0
CO	COMMON STOCK									
LUCENT TECHNOLOGIES INC COM	COMMON STOCK	549463107	2	850	SH	X	4	850	0	0
MARATHON OIL CORP	COMMON STOCK	565849106	33	400	SH	X	4	400	0	0
MCDONALDS CORP COM	COMMON STOCK	580135101	10	300	SH	X	4	300	0	0
MEDCO HEALTH SOLUTIONS INC	COMMON STOCK	58405U102	1	24	SH	X	4	24	0	0
MERCK & CO INC COM	COMMON STOCK	589331107	7	200	SH	X	4	200	0	0
MERRILL LYNCH & CO INC	COMMON STOCK	590188108	7	100	SH	X	4	100	0	0
MICROSOFT CORP	COMMON STOCK	594918104	26	1100	SH	X	4	1100	0	0
MORGAN STANLEY GROUP INC	COMMON STOCK	617446448	6	100	SH	X	4	100	0	0
MOTOROLA INC	COMMON STOCK	620076109	3	150	SH	X	4	150	0	0
NEWELL RUBBERMAID INC COM	COMMON STOCK	651229106	3	100	SH	X	4	100	0	0
NOVELL INC	COMMON STOCK	670006105	8	1200	SH	X	4	1200	0	0
ORACLE CORPORATION	COMMON STOCK	68389X105	12	850	SH	X	4	850	0	0
COM	COMMON STOCK	713448108	9	150	SH	X	4	150	0	0
PEPSICO INC COM	COMMON STOCK	717081103	12	500	SH	X	4	500	0	0
PFIZER INC	COMMON STOCK									
PIPER JAFFRAY COMPANIES INC	COMMON STOCK	724078100	0	4	SH	X	4	4	0	0

SEC USE -----

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			COLUMN 7 OTHER MANAGERS			COLUMN 8 VOTING AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED SOLE	- SHARED OTHER	-	SOLE	SHARED	OTHER			
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	16	295	SH				X		4	295	0	0	
RAYTHEON CO COM NEW	COMMON STOCK	755111507	9	200	SH				X		4	200	0	0	
ST PAUL TRAVELERS COMPANIES IN	COMMON STOCK	792860108	7	160	SH				X		4	160	0	0	
SYSCO CORP TEXAS	COMMON STOCK	871829107	8	250	SH				X		4	250	0	0	
INSTRUMENTS INC	COMMON STOCK	882508104	3	100	SH				X		4	100	0	0	
TOLL BROS INC	COMMON STOCK	889478103	10	400	SH				X		4	400	0	0	
U S BANCORP DEL COM NEW	COMMON STOCK	902973304	14	453	SH				X		4	453	0	0	
UNITED PARCEL SERVICE CL B	COMMON STOCK	911312106	12	150	SH				X		4	150	0	0	
VIACOM INC-CLASS B	COMMON STOCK	92553P201	4	100	SH				X		4	100	0	0	
WACHOVIA CORP COM	COMMON STOCK	929903102	5	100	SH				X		4	100	0	0	
WAL MART STORES INC COM	COMMON STOCK	931142103	14	300	SH				X		4	300	0	0	
WASHINGTON MUTUAL COM	COMMON STOCK	939322103	14	300	SH				X		4	300	0	0	
WELLS FARGO & CO	COMMON STOCK	949746101	7	100	SH				X		4	100	0	0	
WYETH 3M CO	COMMON STOCK	983024100	13	300	SH				X		4	300	0	0	
SCHLUMBERGER LTD	COMMON STOCK	88579Y101	12	150	SH				X		4	150	0	0	
			26	400	SH				X		4	400	0	0	
			3215687	75767702								65471223	10511	3301278	