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BB&T CORP
Form 13F-HR
July 09, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 13F
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 06/30/2007

Check here if Amendment Amendment Number:
This Amendment is a restatement
 adds new holding entries

Institutional Investment Manager Filing this Report:

Name: BRANCH BANKING & TRUST COMPANY
Address: 223 WEST NASH STREET
WILSON, NC 27894

13F File Number: 28-03501

The institutional investment Manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: PATRICIA P BALENTINE
Title: SENIOR VICE PRESIDENT
Phone: (919)716 9296
Signature, Place, and Date of Signing:

1 WILSON, NC 07/09/2007

Report Type (Check only one)
 13F HOLDINGS REPORT
 13F NOTICE
 13F COMBINATION REPORT

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 1020
Form 13F Information Table Value Total: \$ 2,644,822

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List of Other Included Managers:

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN	SH/ AMOUNT	PUT/ CALL	INVSTMT DISCRTN	OT MA
AFLAC INC	COM	001055102	10220	198828	SH		SOLE	
							SOLE	
AFLAC INC	COM	001055102	103	2000	SH		DEFINED	
AFLAC INC	COM	001055102	549	10690	SH		OTHER	
							OTHER	
AT&T INC	COM	00206R102	25853	622971	SH		SOLE	
							SOLE	
AT&T INC	COM	00206R102	193	4644	SH		DEFINED	
AT&T INC	COM	00206R102	8942	215471	SH		OTHER	
							OTHER	
AT&T INC	COM	00206R102	110	2650	SH		DEF/OTH	
ABBOTT	COM	002824100	14267	266422	SH		SOLE	
							SOLE	
ABBOTT	COM	002824100	112	2100	SH		DEFINED	
ABBOTT	COM	002824100	3315	61911	SH		OTHER	
							OTHER	
ABBOTT	COM	002824100	6	110	SH		DEF/OTH	
ADOBE SYSTEM INC	COM	00724F101	473	11773	SH		SOLE	
ADOBE SYSTEM INC	COM	00724F101	10	258	SH		OTHER	
ADVANCED MICRO DEVICES, INC	COM	007903107	1181	82573	SH		SOLE	
							SOLE	
ADVANCED MICRO DEVICES, INC	COM	007903107	17	1210	SH		OTHER	
AEGON NV	FOR	007924103	404	20551	SH		SOLE	
							SOLE	
AEGON NV	FOR	007924103	497	25273	SH		OTHER	
AETNA INC	COM	00817Y108	1071	21690	SH		SOLE	
AETNA INC	COM	00817Y108	69	1400	SH		OTHER	
AFFINITY	COM	00826F108	0	23150	SH		SOLE	
AGILENT	COM	00846U101	425	11067	SH		SOLE	
							SOLE	
AGILENT	COM	00846U101	143	3731	SH		OTHER	
AIR	COM	009158106	13258	164961	SH		SOLE	
							SOLE	
AIR	COM	009158106	69	858	SH		DEFINED	
AIR	COM	009158106	2193	27280	SH		OTHER	
							OTHER	
AIR	COM	009158106	10	120	SH		DEF/OTH	
ALCOA INC COMMON	COM	013817101	4049	99895	SH		SOLE	
							SOLE	
ALCOA INC COMMON	COM	013817101	6	150	SH		DEFINED	
ALCOA INC COMMON	COM	013817101	424	10471	SH		OTHER	
							OTHER	
ALLEGHENY ENERGY INC	COM	017361106	226	4363	SH		SOLE	
							SOLE	
ALLEGHENY ENERGY INC	COM	017361106	559	10806	SH		OTHER	
ALLERGAN INC	COM	018490102	255	4420	SH		SOLE	
ALLERGAN INC	COM	018490102	18	316	SH		OTHER	
ALLIANCEBERNSTEIN HOLDING LP	COM	01881G106	39	450	SH		SOLE	
ALLIANCEBERNSTEIN HOLDING LP	COM	01881G106	263	3025	SH		OTHER	
ALLIED CAPITAL	COM	01903Q108	203	6550	SH		SOLE	
ALLIED CAPITAL	COM	01903Q108	146	4700	SH		OTHER	
ALLSTATE CORP	COM	020002101	1994	32421	SH		SOLE	

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ALLSTATE CORP	COM	020002101	124	2011 SH	SOLE
ALLTEL	COM	020039103	5570	82458 SH	OTHER
ALLTEL	COM	020039103	92	1368 SH	SOLE
ALLTEL	COM	020039103	1247	18463 SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	15669	223400 SH	OTHER
ALTRIA GROUP INC	COM	02209S103	136	1934 SH	OTHER
ALTRIA GROUP INC	COM	02209S103	7967	113583 SH	OTHER
AMEREN CORPORATION	COM	023608102	809	16500 SH	SOLE
AMEREN CORPORATION	COM	023608102	85	1727 SH	SOLE
AMEREN CORPORATION	COM	023608102	94	1915 SH	DEFINED
AMERICAN CAPITAL STRATEGIES	COM	024937104	1408	33105 SH	OTHER
AMERICAN CAPITAL STRATEGIES	COM	024937104	89	2100 SH	SOLE
AMERICAN ELECTRIC POWER	COM	025537101	1309	29070 SH	OTHER
AMERICAN ELECTRIC POWER	COM	025537101	14	300 SH	SOLE
AMERICAN ELECTRIC POWER	COM	025537101	214	4760 SH	DEFINED
AMERICAN EXPRESS COMPANY COMMON	COM	025816109	5714	93390 SH	OTHER
AMERICAN EXPRESS COMPANY COMMON	COM	025816109	24	400 SH	SOLE
AMERICAN EXPRESS COMPANY COMMON	COM	025816109	1762	28803 SH	DEFINED
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	24658	352098 SH	OTHER
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	175	2500 SH	SOLE
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	2900	41408 SH	SOLE
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	8	120 SH	DEFINED
AMERICAN STANDARD CO	COM	029712106	693	11744 SH	OTHER
AMERICAN STANDARD CO	COM	029712106	8	140 SH	OTHER
AMERISOURCEBERGEN CORP.	COM	03073E105	876	17700 SH	SOLE
AMERISOURCEBERGEN CORP.	COM	03073E105	302	6100 SH	SOLE
AMERISOURCEBERGEN CORP.	COM	03073E105	302	6100 SH	OTHER
AMERIPRISE FINANCIAL INC	COM	03076C106	172	2706 SH	OTHER
AMERIPRISE FINANCIAL INC	COM	03076C106	200	3150 SH	SOLE
AMGEN INC	COM	031162100	21964	397253 SH	OTHER
AMGEN INC	COM	031162100	95	1725 SH	SOLE
AMGEN INC	COM	031162100	1945	35175 SH	DEFINED
AMGEN INC	COM	031162100	3	60 SH	OTHER
ANADARKO	COM	032511107	18122	348570 SH	DEF/OTH
ANADARKO	COM	032511107	2594	49893 SH	SOLE
ANADARKO	COM	032511107	6	120 SH	SOLE
ANALOG DEVICES INC.	COM	032654105	148	3944 SH	OTHER
ANALOG DEVICES INC.	COM	032654105	376	10000 SH	DEF/OTH
ANHEUSER BUSCH COMPANY INC	COM	035229103	3471	66549 SH	SOLE
ANHEUSER BUSCH COMPANY INC	COM	035229103	10	200 SH	SOLE
ANHEUSER BUSCH COMPANY INC	COM	035229103	352	6755 SH	DEFINED
ANNALY MORTGAGE MANAGEMENT	COM	035710409	131	9050 SH	OTHER
ANNALY MORTGAGE MANAGEMENT	COM	035710409	58	4000 SH	SOLE
AON	COM	037389103	668	15684 SH	OTHER

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AON	COM	037389103	735	17261	SH	SOLE OTHER
APACHE	COM	037411105	753	9228	SH	OTHER SOLE
APACHE	COM	037411105	465	5695	SH	SOLE OTHER
APPLE COMPUTER CORPORATION	COM	037833100	771	6319	SH	SOLE SOLE
APPLE COMPUTER CORPORATION	COM	037833100	98	800	SH	OTHER SOLE
APPLIED MATERIALS	COM	038222105	1203	60519	SH	SOLE SOLE
APPLIED MATERIALS	COM	038222105	238	11967	SH	OTHER SOLE
ARCH COAL INC	COM	039380100	322	9255	SH	SOLE OTHER
ARCH COAL INC	COM	039380100	89	2550	SH	OTHER SOLE
ARCHER	COM	039483102	2158	65222	SH	SOLE SOLE
ARCHER	COM	039483102	292	8825	SH	OTHER SOLE
ARCHSTONE-SMITH TRUST COMMON	COM	039583109	45	757	SH	SOLE OTHER
ARCHSTONE-SMITH TRUST COMMON	COM	039583109	166	2800	SH	OTHER SOLE
ASHLAND INC	COM	044209104	2187	34199	SH	SOLE OTHER
ASHLAND INC	COM	044209104	1042	16300	SH	OTHER SOLE
ATLANTIC SOUTHERN FINANCIAL	COM	048877104	343	10000	SH	SOLE SOLE
ATMOSPHERIC GLOW	COM	049567100	0	24802	SH	SOLE SOLE
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	14953	308498	SH	SOLE SOLE
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	67	1387	SH	DEFINED OTHER
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	1690	34870	SH	OTHER OTHER
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	5	100	SH	DEF/OTH SOLE
AVERY DENNISON CORP.	COM	053611109	501	7540	SH	SOLE SOLE
AVERY DENNISON CORP.	COM	053611109	229	3450	SH	OTHER SOLE
AVON PRODUCTS	COM	054303102	560	15238	SH	SOLE OTHER
AVON PRODUCTS	COM	054303102	164	4455	SH	OTHER OTHER
AXCELIS TECHNOLOGIES	COM	054540109	209	32250	SH	SOLE SOLE
BB&T	COM	054937107	136200	3348080	SH	SOLE SOLE
BB&T	COM	054937107	919	22600	SH	DEFINED OTHER
BB&T	COM	054937107	180583	4439120	SH	OTHER OTHER
BP P.L.C.	FOR	055622104	13151	182302	SH	SOLE SOLE
BP P.L.C.	FOR	055622104	44	603	SH	DEFINED OTHER
BP P.L.C.	FOR	055622104	8961	124223	SH	OTHER OTHER
BAKER HUGHES INC	COM	057224107	9225	109650	SH	SOLE SOLE
BAKER HUGHES INC	COM	057224107	27	315	SH	DEFINED OTHER
BAKER HUGHES INC	COM	057224107	598	7105	SH	OTHER OTHER
BANK OF AMERICA CORP	COM	060505104	41708	853099	SH	SOLE SOLE
BANK OF AMERICA CORP	COM	060505104	132	2690	SH	DEFINED OTHER
BANK OF AMERICA CORP	COM	060505104	6485	132649	SH	OTHER OTHER
BANK OF AMERICA CORP	COM	060505104	7	150	SH	DEF/OTH SOLE
BANK OF NEW YORK COMPANY INC	COM	064057102	8288	199991	SH	SOLE SOLE
BANK OF NEW YORK COMPANY INC	COM	064057102	12	300	SH	DEFINED OTHER
BANK OF NEW YORK COMPANY INC	COM	064057102	293	7065	SH	OTHER SOLE
BARCLAYS PLC - SPONS ADR	FOR	06738E204	500	8970	SH	SOLE

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BARCLAYS PLC - SPONS ADR	FOR	06738E204	77	1375	SH	SOLE
BASSETT FURNITURE	COM	070203104	674	49400	SH	OTHER
BAXTER	COM	071813109	2063	36616	SH	SOLE
						SOLE
BAXTER	COM	071813109	80	1424	SH	DEFINED
BAXTER	COM	071813109	221	3916	SH	OTHER
BEAR STEARNS	COM	073902108	463	3307	SH	SOLE
BECTON DICKINSON & CO.	COM	075887109	935	12555	SH	SOLE
						SOLE
BECTON DICKINSON & CO.	COM	075887109	218	2925	SH	OTHER
						OTHER
BERKSHIRE HATHAWAY INC DEL	COM	084670108	657	6	SH	SOLE
BERKSHIRE HATHAWAY INC DEL	COM	084670108	109	1	SH	OTHER
BERKSHIRE HATHAWAY INC DEL	COM	084670207	1193	331	SH	SOLE
BERKSHIRE HATHAWAY INC DEL	COM	084670207	159	44	SH	OTHER
BEST BUY INC.	COM	086516101	2520	53994	SH	SOLE
						SOLE
BEST BUY INC.	COM	086516101	19	400	SH	DEFINED
BEST BUY INC.	COM	086516101	177	3787	SH	OTHER
						OTHER
BIOMET INC.	COM	090613100	1583	34623	SH	SOLE
BIOMET INC.	COM	090613100	50	1100	SH	OTHER
H & R BLOCK INC	COM	093671105	316	13535	SH	SOLE
						SOLE
H & R BLOCK INC	COM	093671105	69	2950	SH	OTHER
THE BOEING COMPANY CAPITAL	COM	097023105	2347	24404	SH	SOLE
						SOLE
THE BOEING COMPANY CAPITAL	COM	097023105	573	5959	SH	OTHER
						OTHER
BOSTON SCIENTIFIC	COM	101137107	866	56434	SH	SOLE
						SOLE
BOSTON SCIENTIFIC	COM	101137107	22	1409	SH	OTHER
BRISTOL MYERS SQUIBB CO. COMMON	COM	110122108	8177	259101	SH	SOLE
						SOLE
BRISTOL MYERS SQUIBB CO. COMMON	COM	110122108	56	1789	SH	DEFINED
BRISTOL MYERS SQUIBB CO. COMMON	COM	110122108	5329	168859	SH	OTHER
						OTHER
BROADRIDGE FINANCIAL SOLUTIONS	COM	11133T103	233	12182	SH	SOLE
						SOLE
BROADRIDGE FINANCIAL SOLUTIONS	COM	11133T103	1	75	SH	DEFINED
BROADRIDGE FINANCIAL SOLUTIONS	COM	11133T103	35	1835	SH	OTHER
						OTHER
BROOKFIELD ASSET MANAGEMENT INC	FOR	112585104	226	5655	SH	SOLE
BURLINGTON	COM	12189T104	3212	37726	SH	SOLE
						SOLE
BURLINGTON	COM	12189T104	1164	13671	SH	OTHER
						OTHER
CBS CORPORATION	COM	124857202	770	23115	SH	SOLE
						SOLE
CBS CORPORATION	COM	124857202	2	50	SH	DEFINED
CBS CORPORATION	COM	124857202	26	793	SH	OTHER
CNOOC LTD - ADR	FOR	126132109	227	2000	SH	SOLE
CNB FINANCIAL SERVICES, INC.	COM	12613N103	554	7920	SH	SOLE
CSX	COM	126408103	1617	35873	SH	SOLE
						SOLE
CSX	COM	126408103	108	2400	SH	DEFINED
CSX	COM	126408103	1315	29166	SH	OTHER
						OTHER
CVS CORP	COM	126650100	5832	159989	SH	SOLE
						SOLE
CVS CORP	COM	126650100	1325	36343	SH	OTHER

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CVS CORP	COM	126650100	5	140	SH	OTHER
CALLAWAY GOLF CO	COM	131193104	218	12250	SH	DEF/OTH
CAMPBELL SOUP CO	COM	134429109	828	21337	SH	SOLE
						SOLE
CAMPBELL SOUP CO	COM	134429109	85	2200	SH	OTHER
CANETIC RESOURCES TRUST	FOR	137513107	195	12000	SH	OTHER
CHESTER TELEPHONE	COM	138002993	2380	62624	SH	OTHER
CAPITAL ONE	COM	14040H105	1509	19238	SH	SOLE
CAPITAL ONE	COM	14040H105	328	4186	SH	OTHER
CARDINAL HEALTH INC	COM	14149Y108	1034	14638	SH	SOLE
						SOLE
CARDINAL HEALTH INC	COM	14149Y108	220	3113	SH	OTHER
CARLISLE CORP	COM	142339100	368	7909	SH	SOLE
						SOLE
CARNIVAL	COM	143658300	438	8986	SH	SOLE
						SOLE
CARNIVAL	COM	143658300	491	10075	SH	OTHER
CARTER BANK & TRUST	COM	146102108	28	10588	SH	SOLE
CATERPILLAR TRACTOR COMPANY	COM	149123101	2439	31151	SH	SOLE
						SOLE
CATERPILLAR TRACTOR COMPANY	COM	149123101	376	4796	SH	OTHER
CELGENE CORP	COM	151020104	409	7132	SH	SOLE
CELGENE CORP	COM	151020104	20	350	SH	DEFINED
CEMEX SA	FOR	151290889	630	17077	SH	SOLE
CEMEX SA	FOR	151290889	26	700	SH	OTHER
CHAMPION ENTERPRISES INC	COM	158496109	137	13900	SH	SOLE
CHESAPEAKE ENERGY CORP	COM	165167107	260	7502	SH	SOLE
CHESAPEAKE ENERGY CORP	COM	165167107	104	3000	SH	OTHER
CHEVRON CORP	COM	166764100	26865	318915	SH	SOLE
						SOLE
CHEVRON CORP	COM	166764100	400	4746	SH	DEFINED
CHEVRON CORP	COM	166764100	6736	79962	SH	OTHER
						OTHER
CHEVRON CORP	COM	166764100	4	50	SH	DEF/OTH
CHOICE HOTELS INTERNATIONAL INC	COM	169905106	156	3950	SH	SOLE
CHOICE HOTELS INTERNATIONAL INC	COM	169905106	1160	29350	SH	OTHER
CHUBB	COM	171232101	746	13788	SH	SOLE
CHUBB	COM	171232101	228	4210	SH	OTHER
CIRCUIT CITY STORES	COM	172737108	33	2200	SH	SOLE
CIRCUIT CITY STORES	COM	172737108	163	10800	SH	OTHER
						OTHER
CISCO	COM	17275R102	34244	1229566	SH	SOLE
						SOLE
CISCO	COM	17275R102	184	6599	SH	DEFINED
CISCO	COM	17275R102	3521	126429	SH	OTHER
						OTHER
CITADEL BROADCASTING CORP	COM	17285T106	128	19821	SH	SOLE
						SOLE
CITADEL BROADCASTING CORP	COM	17285T106	2	364	SH	DEFINED
CITADEL BROADCASTING CORP	COM	17285T106	14	2115	SH	OTHER
						OTHER
CINTAS CORPORATION	COM	172908105	714	18115	SH	SOLE
CITIGROUP INC COMMON	COM	172967101	34307	668883	SH	SOLE
						SOLE
CITIGROUP INC COMMON	COM	172967101	305	5939	SH	DEFINED
CITIGROUP INC COMMON	COM	172967101	5113	99681	SH	OTHER
						OTHER
CITIGROUP INC COMMON	COM	172967101	67	1302	SH	DEF/OTH
						DEF/OTH
CITIGROUP CAPITAL VIII	PRE	17306R204	207	8247	SH	SOLE
CITIGROUP CAPITAL VIII	PRE	17306R204	8	300	SH	OTHER

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CITY HOLDING	COM	177835105	522	13630	SH	SOLE
						SOLE
CITY HOLDING	COM	177835105	3435	89626	SH	OTHER
CLOROX	COM	189054109	584	9399	SH	SOLE
CLOROX	COM	189054109	152	2440	SH	OTHER
COACH INC	COM	189754104	351	7397	SH	SOLE
						SOLE
COACH INC	COM	189754104	26	553	SH	OTHER
COCA COLA COMPANY COMMON	COM	191216100	22683	433627	SH	SOLE
						SOLE
COCA COLA COMPANY COMMON	COM	191216100	138	2641	SH	DEFINED
COCA COLA COMPANY COMMON	COM	191216100	4380	83734	SH	OTHER
						OTHER
COLGATE PALMOLIVE COMPANY	COM	194162103	4913	75752	SH	SOLE
						SOLE
COLGATE PALMOLIVE COMPANY	COM	194162103	7339	113175	SH	OTHER
COMCAST CORP	COM	20030N101	1223	43488	SH	SOLE
						SOLE
COMCAST CORP	COM	20030N101	170	6042	SH	OTHER
						OTHER
COMCAST CORP	COM	20030N200	163	5842	SH	SOLE
COMCAST CORP	COM	20030N200	49	1762	SH	OTHER
COMPASS BANCSHARES	COM	20449H109	499	7235	SH	SOLE
COMPASS BANCSHARES	COM	20449H109	138	2000	SH	DEFINED
COMPASS BANCSHARES	COM	20449H109	79	1150	SH	OTHER
COMPUTER	COM	205363104	539	9110	SH	SOLE
						SOLE
COMPUTER	COM	205363104	132	2225	SH	OTHER
COMPUTER SVCS INC COM	COM	20539A105	13	369	SH	SOLE
COMPUTER SVCS INC COM	COM	20539A105	529	15595	SH	OTHER
CONAGRA FOODS, INC COMMON	COM	205887102	253	9429	SH	SOLE
CONAGRA FOODS, INC COMMON	COM	205887102	39	1459	SH	DEFINED
CONAGRA FOODS, INC COMMON	COM	205887102	50	1877	SH	OTHER
						OTHER
CONOCOPHILLIPS	COM	20825C104	35754	455457	SH	SOLE
						SOLE
CONOCOPHILLIPS	COM	20825C104	163	2080	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	4645	59168	SH	OTHER
						OTHER
CONOCOPHILLIPS	COM	20825C104	9	120	SH	DEF/OTH
CONSOLIDATED EDISON INC COMMON	COM	209115104	2108	46710	SH	SOLE
						SOLE
CONSOLIDATED EDISON INC COMMON	COM	209115104	85	1877	SH	DEFINED
CONSOLIDATED EDISON INC COMMON	COM	209115104	757	16773	SH	OTHER
						OTHER
CONSTELLATION BRANDS INC	COM	21036P108	181	7440	SH	SOLE
CONSTELLATION BRANDS INC	COM	21036P108	19	800	SH	OTHER
CONSTELLATION ENERGY GROUP	COM	210371100	2601	29833	SH	SOLE
						SOLE
CONSTELLATION ENERGY GROUP	COM	210371100	15	170	SH	DEFINED
CONSTELLATION ENERGY GROUP	COM	210371100	1462	16776	SH	OTHER
COPYTELE INC	COM	217721109	15	26000	SH	SOLE
CORNING INC	COM	219350105	324	12684	SH	SOLE
						SOLE
CORNING INC	COM	219350105	43	1700	SH	OTHER
COSTCO WHOLESALE CORP	COM	22160K105	269	4596	SH	SOLE
COSTCO WHOLESALE CORP	COM	22160K105	130	2215	SH	OTHER
COUNTRYWIDE CREDIT IND.	COM	222372104	459	12620	SH	SOLE
COUNTRYWIDE CREDIT IND.	COM	222372104	7	180	SH	OTHER
DPL INCORPORATED	COM	233293109	186	6572	SH	SOLE
DPL INCORPORATED	COM	233293109	37	1300	SH	OTHER
DANAHER CORP	COM	235851102	1250	16554	SH	SOLE

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DANAHER CORP	COM	235851102	371	4915	SH	SOLE OTHER OTHER
DEAN FOODS INC	COM	242370104	544	17082	SH	SOLE
DEERE &	COM	244199105	1009	8353	SH	SOLE
DEERE &	COM	244199105	72	600	SH	DEFINED
DEERE &	COM	244199105	58	484	SH	OTHER
DELL INC	COM	24702R101	15332	537026	SH	SOLE SOLE
DELL INC	COM	24702R101	86	3003	SH	DEFINED
DELL INC	COM	24702R101	1788	62625	SH	OTHER OTHER
DEVON ENERGY	COM	25179M103	3816	48746	SH	SOLE SOLE
DEVON ENERGY	COM	25179M103	40	510	SH	DEFINED
DEVON ENERGY	COM	25179M103	463	5911	SH	OTHER OTHER
DIAGEO	FOR	25243Q205	328	3937	SH	SOLE
DIAGEO	FOR	25243Q205	52	620	SH	OTHER
DIAMOND OFFSHORE	COM	25271C102	241	2375	SH	SOLE SOLE
DIEBOLD INC	COM	253651103	3	50	SH	SOLE
DIEBOLD INC	COM	253651103	318	6098	SH	OTHER
THE WALT DISNEY COMPANY COMMON	COM	254687106	12825	375663	SH	SOLE SOLE
THE WALT DISNEY COMPANY COMMON	COM	254687106	159	4657	SH	DEFINED
THE WALT DISNEY COMPANY COMMON	COM	254687106	1177	34472	SH	OTHER OTHER
DOLLAR TREE STORES INC	COM	256747106	9	213	SH	SOLE
DOLLAR TREE STORES INC	COM	256747106	327	7500	SH	OTHER
DOMINION	COM	25746U109	6280	72758	SH	SOLE SOLE
DOMINION	COM	25746U109	86	1000	SH	DEFINED
DOMINION	COM	25746U109	2724	31564	SH	OTHER OTHER
R.R. DONNELLEY & SONS	COM	257867101	261	6006	SH	SOLE SOLE
R.R. DONNELLEY & SONS	COM	257867101	392	9000	SH	OTHER
DOVER	COM	260003108	404	7892	SH	SOLE SOLE
DOVER	COM	260003108	15	300	SH	OTHER
DOW	COM	260543103	8848	200084	SH	SOLE SOLE
DOW	COM	260543103	9	200	SH	DEFINED
DOW	COM	260543103	662	14976	SH	OTHER OTHER
E. I. DUPONT DE NEMOURS COMPANY	COM	263534109	10462	205777	SH	SOLE SOLE
E. I. DUPONT DE NEMOURS COMPANY	COM	263534109	188	3700	SH	DEFINED
E. I. DUPONT DE NEMOURS COMPANY	COM	263534109	2662	52365	SH	OTHER OTHER
DUKE ENERGY CORPORATION	COM	26441C105	14761	806601	SH	SOLE SOLE
DUKE ENERGY CORPORATION	COM	26441C105	110	5990	SH	DEFINED
DUKE ENERGY CORPORATION	COM	26441C105	1589	86829	SH	OTHER OTHER
EMC CORPORATION	COM	268648102	3205	177079	SH	SOLE SOLE
EMC CORPORATION	COM	268648102	309	17061	SH	OTHER
ENI SPA - SPONSORED ADR	FOR	26874R108	251	3473	SH	SOLE SOLE
EOG RESOURCES INC	COM	26875P101	978	13380	SH	SOLE

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EOG RESOURCES INC	COM	26875P101	202	2765	SH	SOLE
EARTHLINK INC	COM	270321102	223	29800	SH	OTHER
						SOLE
EATON CORP	COM	278058102	527	5662	SH	SOLE
EATON CORP	COM	278058102	9	100	SH	DEFINED
EATON CORP	COM	278058102	140	1500	SH	OTHER
EBAY INC COMMON	COM	278642103	15551	483234	SH	SOLE
						SOLE
EBAY INC COMMON	COM	278642103	55	1700	SH	DEFINED
EBAY INC COMMON	COM	278642103	1003	31168	SH	OTHER
						OTHER
ECOLAB INC	COM	278865100	415	9711	SH	SOLE
ECOLAB INC	COM	278865100	225	5265	SH	OTHER
						OTHER
EDISON INTL	COM	281020107	396	7052	SH	SOLE
A.G EDWARD INC	COM	281760108	348	4112	SH	SOLE
A.G EDWARD INC	COM	281760108	194	2300	SH	OTHER
ELECTRONIC ARTS INC	COM	285512109	434	9162	SH	SOLE
						SOLE
ELECTRONIC ARTS INC	COM	285512109	79	1675	SH	OTHER
EMERSON	COM	291011104	13329	284808	SH	SOLE
						SOLE
EMERSON	COM	291011104	334	7140	SH	DEFINED
EMERSON	COM	291011104	2639	56396	SH	OTHER
						OTHER
ENERGIZER HOLDINGS INC	COM	29266R108	243	2442	SH	OTHER
						OTHER
ENERPLUS RESOURCES FUND	FOR	29274D604	257	5451	SH	SOLE
ENERPLUS RESOURCES FUND	FOR	29274D604	363	7700	SH	OTHER
ENERGY SOUTH INC	COM	292970100	452	8866	SH	SOLE
ENTERGY CORP	COM	29364G103	689	6422	SH	SOLE
						SOLE
ENTERGY CORP	COM	29364G103	317	2955	SH	OTHER
EQUIFAX INC	COM	294429105	82	1836	SH	SOLE
EQUIFAX INC	COM	294429105	142	3199	SH	OTHER
EQUITY RESIDENTIAL	COM	29476L107	812	17794	SH	SOLE
						SOLE
EQUITY RESIDENTIAL	COM	29476L107	415	9105	SH	OTHER
						OTHER
EXELON	COM	30161N101	2149	29599	SH	SOLE
						SOLE
EXELON	COM	30161N101	901	12406	SH	OTHER
						OTHER
EXPRESS SCRIPTS	COM	302182100	210	4200	SH	SOLE
						SOLE
EXPRESS SCRIPTS	COM	302182100	55	1100	SH	OTHER
EXXON MOBIL CORPORATION COMMON	COM	30231G102	74018	882425	SH	SOLE
						SOLE
EXXON MOBIL CORPORATION COMMON	COM	30231G102	620	7389	SH	DEFINED
EXXON MOBIL CORPORATION COMMON	COM	30231G102	29667	353680	SH	OTHER
						OTHER
EXXON MOBIL CORPORATION COMMON	COM	30231G102	268	3200	SH	DEF/OTH
FMC	COM	302491303	237	2650	SH	OTHER
						OTHER
FMC TECHNOLOGIES INC	COM	30249U101	28	349	SH	SOLE
FMC TECHNOLOGIES INC	COM	30249U101	361	4553	SH	OTHER
						OTHER
FPL GROUP	COM	302571104	6125	107943	SH	SOLE
						SOLE
FPL GROUP	COM	302571104	15	270	SH	DEFINED
FPL GROUP	COM	302571104	1220	21504	SH	OTHER

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FPL GROUP	COM	302571104	9	150 SH	OTHER
FAMILY DOLLAR STORES	COM	307000109	266	7752 SH	DEF/OTH
					SOLE
					SOLE
FAMILY DOLLAR STORES	COM	307000109	17	500 SH	OTHER
FARMERS & MERCHANTS BANK	COM	30810N106	204	6270 SH	OTHER
FAUQUIER BANKSHARES INC COM	COM	312059108	345	15200 SH	OTHER
FEDERAL HOME LOAN MORTGAGE	COM	313400301	445	7338 SH	SOLE
					SOLE
FEDERAL HOME LOAN MORTGAGE	COM	313400301	61	1000 SH	DEFINED
FEDERAL HOME LOAN MORTGAGE	COM	313400301	77	1275 SH	OTHER
FEDERAL NATIONAL MORTGAGE	COM	313586109	1013	15501 SH	SOLE
					SOLE
FEDERAL NATIONAL MORTGAGE	COM	313586109	476	7288 SH	OTHER
FEDERAL REALTY	COM	313747206	229	2963 SH	SOLE
FEDERAL REALTY	COM	313747206	77	1000 SH	OTHER
FEDEX	COM	31428X106	2066	18613 SH	SOLE
					SOLE
FEDEX	COM	31428X106	111	1000 SH	DEFINED
FEDEX	COM	31428X106	546	4916 SH	OTHER
					OTHER
FIELDCREST	COM	3165498B3	0	12000 SH	SOLE
FIFTH THIRD BANCORP COMMON	COM	316773100	483	12145 SH	SOLE
					SOLE
FIFTH THIRD BANCORP COMMON	COM	316773100	522	13131 SH	OTHER
FIRST BANCORP	COM	318910106	220	11746 SH	SOLE
					SOLE
FIRST CITIZENS BANCORPORATION OF	COM	319460101	393	582 SH	SOLE
FIRST CITIZENS BANCSHARES INC	COM	31946M103	553	2845 SH	SOLE
					SOLE
FIRST CITIZENS BANCSHARES INC	COM	31946M103	196	1010 SH	OTHER
FIRST CITIZENS BANCSHARES INC	COM	31946M202	134	640 SH	SOLE
FIRST CITIZENS BANCSHARES INC	COM	31946M202	73	350 SH	OTHER
FIRST DATA	COM	319963104	1723	52751 SH	SOLE
					SOLE
FIRST DATA	COM	319963104	65	2000 SH	DEFINED
FIRST DATA	COM	319963104	41	1270 SH	OTHER
FIRST FINL HLDS INC	COM	320239106	269	8223 SH	SOLE
FIRST HORIZON NATIONAL CORP	COM	320517105	236	6040 SH	SOLE
FIRST NATL BANCSHARES INC	COM	32111B104	505	34269 SH	SOLE
FIRST NATIONAL OF NEBRASKA INC	COM	335720108	234	45 SH	OTHER
FISERV	COM	337738108	1346	23703 SH	SOLE
FISERV	COM	337738108	219	3852 SH	OTHER
					OTHER
FIRST ENERGY CORP	COM	337932107	220	3396 SH	SOLE
FIRST ENERGY CORP	COM	337932107	755	11666 SH	OTHER
FLORIDA ROCK	COM	341140101	1659	24583 SH	SOLE
FLUOR CORP (NEW)	COM	343412102	408	3665 SH	SOLE
					SOLE
FLUOR CORP (NEW)	COM	343412102	43	385 SH	OTHER
FLOWERS FOOD INC WI	COM	343498101	11836	354805 SH	SOLE
					SOLE
FORD	COM	345370860	238	25271 SH	SOLE
					SOLE
FORD	COM	345370860	0	87 SH	OTHER
FOREST LABS	COM	345838106	415	9085 SH	SOLE
FOREST LABS	COM	345838106	5	100 SH	OTHER
FOREST OIL CORP	COM	346091705	279	6596 SH	SOLE
					SOLE
FORTUNE BRANDS INC	COM	349631101	3657	44391 SH	SOLE
					SOLE
FORTUNE BRANDS INC	COM	349631101	1162	14105 SH	OTHER

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HARLEY-DAVIDSON INC.	COM	412822108	15	250	SH	DEFINED
HARLEY-DAVIDSON INC.	COM	412822108	127	2125	SH	OTHER
						OTHER
HARRAH'S ENTERTAINMENT INC	COM	413619107	318	3724	SH	SOLE
HARRAH'S ENTERTAINMENT INC	COM	413619107	26	300	SH	OTHER
HARRIS CORPORATION	COM	413875105	160	2931	SH	SOLE
						SOLE
HARRIS CORPORATION	COM	413875105	48	885	SH	OTHER
HARSCO CORPORATION	COM	415864107	301	5792	SH	SOLE
						SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	5730	58167	SH	SOLE
						SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	8524	86529	SH	OTHER
						OTHER
HEALTH CARE REIT INC	COM	42217K106	438	10850	SH	SOLE
HEALTH CARE REIT INC	COM	42217K106	20	500	SH	OTHER
H. J. HEINZ COMPANY COMMON	COM	423074103	1620	34124	SH	SOLE
						SOLE
H. J. HEINZ COMPANY COMMON	COM	423074103	926	19499	SH	OTHER
						OTHER
HENRY COUNTY PLYWOOD	COM	426650107	0	9491	SH	SOLE
HENRY COUNTY PLYWOOD	COM	426650107	0	1917	SH	OTHER
HERSHEY	COM	427866108	3552	70163	SH	SOLE
						SOLE
HERSHEY	COM	427866108	693	13700	SH	OTHER
						OTHER
HEWLETT PACKARD COMPANY COMMON	COM	428236103	6269	140486	SH	SOLE
						SOLE
HEWLETT PACKARD COMPANY COMMON	COM	428236103	245	5502	SH	DEFINED
HEWLETT PACKARD COMPANY COMMON	COM	428236103	2403	53844	SH	OTHER
						OTHER
HEWLETT PACKARD COMPANY COMMON	COM	428236103	4	100	SH	DEF/OTH
HOME DEPOT INC COMMON	COM	437076102	22719	577361	SH	SOLE
						SOLE
HOME DEPOT INC COMMON	COM	437076102	177	4490	SH	DEFINED
HOME DEPOT INC COMMON	COM	437076102	2610	66337	SH	OTHER
						OTHER
HOME DEPOT INC COMMON	COM	437076102	6	150	SH	DEF/OTH
HONEYWELL	COM	438516106	4510	80141	SH	SOLE
						SOLE
HONEYWELL	COM	438516106	23	400	SH	DEFINED
HONEYWELL	COM	438516106	636	11296	SH	OTHER
						OTHER
HONEYWELL	COM	438516106	6	100	SH	DEF/OTH
HOOKER FURNITURE CORPORATION	COM	439038100	15592	694825	SH	SOLE
HOOKER FURNITURE CORPORATION	COM	439038100	5682	253213	SH	OTHER
HUNTINGTON BANCSHARES INC	COM	446150104	247	10854	SH	SOLE
						SOLE
HUNTINGTON BANCSHARES INC	COM	446150104	1661	73053	SH	OTHER
						OTHER
IMS HEALTH INC	COM	449934108	885	27551	SH	SOLE
						SOLE
IMS HEALTH INC	COM	449934108	72	2240	SH	OTHER
ISTAR	COM	45031U101	2091	47159	SH	SOLE
						SOLE
ISTAR	COM	45031U101	129	2920	SH	OTHER
						OTHER
ITT INDUSTRIES INC	COM	450911102	5060	74112	SH	SOLE
						SOLE
ITT INDUSTRIES INC	COM	450911102	5722	83807	SH	OTHER
						OTHER
ILLINOIS TOOL WORKS	COM	452308109	4673	86225	SH	SOLE

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ILLINOIS TOOL WORKS	COM	452308109	81	1500	SH	SOLE
ILLINOIS TOOL WORKS	COM	452308109	773	14269	SH	DEFINED
						OTHER
						OTHER
IMPERIAL OIL	FOR	453038408	251	5400	SH	SOLE
ING GROEP N.V.	FOR	456837103	35219	800985	SH	SOLE
						SOLE
INTEGRAL TECHNOLOGIES INC	COM	45810J103	139	106817	SH	SOLE
INTAC INTERNATIONAL INC	FOR	45811T100	80	10000	SH	SOLE
INTEL COMMON	COM	458140100	35312	1487462	SH	SOLE
						SOLE
INTEL COMMON	COM	458140100	166	7002	SH	DEFINED
INTEL COMMON	COM	458140100	4596	193587	SH	OTHER
						OTHER
INTERNATIONAL BUSINESS MACHINES	COM	459200101	19580	186034	SH	SOLE
						SOLE
INTERNATIONAL BUSINESS MACHINES	COM	459200101	229	2179	SH	DEFINED
INTERNATIONAL BUSINESS MACHINES	COM	459200101	4418	41980	SH	OTHER
						OTHER
INTERNATIONAL BUSINESS MACHINES	COM	459200101	17	160	SH	DEF/OTH
INTERNATIONAL GAME TECH	COM	459902102	114	2870	SH	SOLE
INTERNATIONAL GAME TECH	COM	459902102	109	2750	SH	OTHER
INTERNATIONAL PAPER COMPANY	COM	460146103	1525	39045	SH	SOLE
						SOLE
INTERNATIONAL PAPER COMPANY	COM	460146103	133	3399	SH	OTHER
INTERPUBLIC GROUP	COM	460690100	124	10888	SH	SOLE
						SOLE
INTERPUBLIC GROUP	COM	460690100	2	200	SH	OTHER
J P MORGAN CHASE & CO COMMON	COM	46625H100	21637	446585	SH	SOLE
						SOLE
J P MORGAN CHASE & CO COMMON	COM	46625H100	137	2820	SH	DEFINED
J P MORGAN CHASE & CO COMMON	COM	46625H100	6426	132623	SH	OTHER
						OTHER
JOHNSON & JOHNSON COMMON	COM	478160104	49941	810468	SH	SOLE
						SOLE
JOHNSON & JOHNSON COMMON	COM	478160104	354	5745	SH	DEFINED
JOHNSON & JOHNSON COMMON	COM	478160104	9828	159500	SH	OTHER
						OTHER
JOHNSON & JOHNSON COMMON	COM	478160104	401	6500	SH	DEF/OTH
						DEF/OTH
JOHNSON CONTROLS	COM	478366107	2907	25107	SH	SOLE
						SOLE
JOHNSON CONTROLS	COM	478366107	66	572	SH	DEFINED
JOHNSON CONTROLS	COM	478366107	210	1817	SH	OTHER
KLA-TENCOR CORP	COM	482480100	1474	26822	SH	SOLE
						SOLE
KLA-TENCOR CORP	COM	482480100	77	1400	SH	OTHER
KELLOGG	COM	487836108	2978	57506	SH	SOLE
						SOLE
KELLOGG	COM	487836108	400	7720	SH	OTHER
KELLOGG	COM	487836108	83	1600	SH	DEF/OTH
KEYCORP	COM	493267108	540	15731	SH	SOLE
KEYCORP	COM	493267108	14	408	SH	OTHER
KIMBERLY-CLARK CORP. COMMON	COM	494368103	5737	85770	SH	SOLE
						SOLE
KIMBERLY-CLARK CORP. COMMON	COM	494368103	47	700	SH	DEFINED
KIMBERLY-CLARK CORP. COMMON	COM	494368103	513	7676	SH	OTHER
						OTHER
KINDER MORGAN	COM	494550106	710	12868	SH	SOLE
KINDER MORGAN	COM	494550106	335	6075	SH	OTHER
KOHL'S CORP COMMON	COM	500255104	2913	41013	SH	SOLE
						SOLE

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KOHL'S CORP COMMON	COM	500255104	242	3405	SH	OTHER
KRAFT FOODS	COM	50075N104	11578	328448	SH	SOLE
						SOLE
KRAFT FOODS	COM	50075N104	36	1030	SH	DEFINED
KRAFT FOODS	COM	50075N104	3070	87084	SH	OTHER
						OTHER
KRISPY KREME DOUGHNUTS INC	COM	501014104	575	62130	SH	SOLE
KROGER	COM	501044101	147	5239	SH	SOLE
						SOLE
KROGER	COM	501044101	58	2050	SH	OTHER
L 3 COMMUNICATIONS HOLDINGS INC	COM	502424104	403	4136	SH	SOLE
L 3 COMMUNICATIONS HOLDINGS INC	COM	502424104	200	2050	SH	OTHER
LA Z BOY INC	COM	505336107	1848	161270	SH	SOLE
THE LATIN AMERICAN DISCOVERY	EQU	51828C106	343	11500	SH	SOLE
THE LATIN AMERICAN DISCOVERY	EQU	51828C106	45	1500	SH	OTHER
LEGGETT & PLATT INC	COM	524660107	266	12071	SH	SOLE
						SOLE
LEGGETT & PLATT INC	COM	524660107	4	200	SH	OTHER
LEGG MASON INC	COM	524901105	972	9875	SH	SOLE
						SOLE
LEGG MASON INC	COM	524901105	49	500	SH	OTHER
LEHMAN BROTHERS HLDGS COMPANY	COM	524908100	913	12051	SH	SOLE
						SOLE
LEHMAN BROTHERS HLDGS COMPANY	COM	524908100	439	5790	SH	OTHER
LEXMARK INTERNATIONAL, INC	COM	529771107	806	16344	SH	SOLE
						SOLE
ELI LILLY & COMPANY COMMON	COM	532457108	17602	314999	SH	SOLE
						SOLE
ELI LILLY & COMPANY COMMON	COM	532457108	119	2125	SH	DEFINED
ELI LILLY & COMPANY COMMON	COM	532457108	1498	26811	SH	OTHER
						OTHER
LIMITED	COM	532716107	425	15470	SH	SOLE
LIMITED	COM	532716107	88	3215	SH	OTHER
LINCOLN NATIONAL	COM	534187109	28083	395815	SH	SOLE
						SOLE
LINCOLN NATIONAL	COM	534187109	157	2219	SH	DEFINED
LINCOLN NATIONAL	COM	534187109	8151	114888	SH	OTHER
						OTHER
LINEAR TECHNOLOGY CORP	COM	535678106	715	19753	SH	SOLE
						SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	19	529	SH	OTHER
LOCKHEED MARTIN CORP	COM	539830109	668	7092	SH	SOLE
						SOLE
LOCKHEED MARTIN CORP	COM	539830109	94	1000	SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	61	645	SH	OTHER
						OTHER
LOWE'S COMPANIES INC COMMON	COM	548661107	7609	247918	SH	SOLE
						SOLE
LOWE'S COMPANIES INC COMMON	COM	548661107	150	4900	SH	DEFINED
LOWE'S COMPANIES INC COMMON	COM	548661107	1410	45952	SH	OTHER
						OTHER
LYONDELL	COM	552078107	2610	70305	SH	SOLE
						SOLE
LYONDELL	COM	552078107	96	2588	SH	OTHER
M&T BK CORP COM	COM	55261F104	311	2910	SH	SOLE
MBIA	COM	55262C100	278	4465	SH	SOLE
						SOLE
MBIA	COM	55262C100	34	550	SH	OTHER
MDU RESOURCES GROUP, INC.	COM	552690109	237	8462	SH	SOLE
						SOLE
MDU RESOURCES GROUP, INC.	COM	552690109	32	1125	SH	OTHER
MANOR CARE INC	COM	564055101	186	2855	SH	SOLE

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MANOR CARE INC	COM	564055101	672	10300	SH	OTHER
MANULIFE FINL CORP	FOR	56501R106	1482	39714	SH	SOLE
MANULIFE FINL CORP	FOR	56501R106	185	4964	SH	OTHER
MARATHON OIL	COM	565849106	3314	55276	SH	SOLE
						SOLE
MARATHON OIL	COM	565849106	860	14347	SH	OTHER
						OTHER
MARKEL	COM	570535104	136	280	SH	SOLE
MARKEL	COM	570535104	194	400	SH	OTHER
MARRIOTT INTERNATIONAL INC	COM	571903202	277	6396	SH	SOLE
MARRIOTT INTERNATIONAL INC	COM	571903202	424	9800	SH	OTHER
MASCO	COM	574599106	2101	73805	SH	SOLE
						SOLE
MASCO	COM	574599106	231	8130	SH	OTHER
						OTHER
MATTEL INC	COM	577081102	1861	73579	SH	SOLE
						SOLE
MATTEL INC	COM	577081102	89	3525	SH	OTHER
MAXIM INTEGRATED PRODUCTS INC	COM	57772K101	609	18230	SH	SOLE
						SOLE
MAXIM INTEGRATED PRODUCTS INC	COM	57772K101	10	300	SH	OTHER
MBT FINANCIAL CORP	COM	578877102	382	27136	SH	SOLE
MCCORMICK	COM	579780206	63	1650	SH	SOLE
MCCORMICK	COM	579780206	164	4300	SH	OTHER
MCDONALDS CORP. COMMON	COM	580135101	4291	84538	SH	SOLE
						SOLE
MCDONALDS CORP. COMMON	COM	580135101	1358	26755	SH	OTHER
						OTHER
MCDONALDS CORP. COMMON	COM	580135101	213	4200	SH	DEF/OTH
MCGRAW HILL COMPANIES INC	COM	580645109	3028	44476	SH	SOLE
						SOLE
MCGRAW HILL COMPANIES INC	COM	580645109	52	768	SH	DEFINED
MCGRAW HILL COMPANIES INC	COM	580645109	920	13515	SH	OTHER
						OTHER
MEADWESTVACO CORP	COM	583334107	525	14866	SH	SOLE
MEADWESTVACO CORP	COM	583334107	512	14493	SH	OTHER
						OTHER
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	2972	38114	SH	SOLE
						SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	443	5680	SH	OTHER
						OTHER
MEDIVATION INC	COM	58501N101	596	29150	SH	OTHER
MEDTRONIC INC COMMON	COM	585055106	24233	467280	SH	SOLE
						SOLE
MEDTRONIC INC COMMON	COM	585055106	205	3949	SH	DEFINED
MEDTRONIC INC COMMON	COM	585055106	3140	60543	SH	OTHER
						OTHER
MELLON FINL CORP	COM	58551A108	1597	36292	SH	SOLE
MELLON FINL CORP	COM	58551A108	121	2755	SH	OTHER
MERCK & CO INC COMMON	COM	589331107	20692	415492	SH	SOLE
						SOLE
MERCK & CO INC COMMON	COM	589331107	80	1599	SH	DEFINED
MERCK & CO INC COMMON	COM	589331107	3290	66072	SH	OTHER
						OTHER
MERRILL LYNCH & COMPANY INC	COM	590188108	18771	224586	SH	SOLE
						SOLE
MERRILL LYNCH & COMPANY INC	COM	590188108	80	955	SH	DEFINED
MERRILL LYNCH & COMPANY INC	COM	590188108	1474	17639	SH	OTHER
						OTHER
ML PFD CAPITAL TRUST III PFD	PRE	59021F206	420	16800	SH	SOLE
ML PFD CAPITAL TRUST III PFD	PRE	59021F206	110	4400	SH	OTHER
MERRILL LYNCH CAP TR IV 7.12%	PRE	59021G204	149	5938	SH	SOLE

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MERRILL LYNCH CAP TR IV 7.12%	PRE	59021G204	110	4400	SH	OTHER
METLIFE INC	COM	59156R108	1575	24433	SH	SOLE
						SOLE
METLIFE INC	COM	59156R108	19	300	SH	DEFINED
METLIFE INC	COM	59156R108	179	2769	SH	OTHER
MICROSOFT	COM	594918104	39113	1327219	SH	SOLE
						SOLE
MICROSOFT	COM	594918104	246	8364	SH	DEFINED
MICROSOFT	COM	594918104	6364	215951	SH	OTHER
						OTHER
MICROSOFT	COM	594918104	9	300	SH	DEF/OTH
MICROCHIP TECHNOLOGY INC	COM	595017104	3328	89860	SH	SOLE
						SOLE
MICROCHIP TECHNOLOGY INC	COM	595017104	11	300	SH	DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	110	2960	SH	OTHER
MONSANTO CO	COM	61166W101	1197	17728	SH	SOLE
						SOLE
MONSANTO CO	COM	61166W101	416	6158	SH	OTHER
						OTHER
MORGAN	COM	617446448	10341	123278	SH	SOLE
						SOLE
MORGAN	COM	617446448	116	1380	SH	DEFINED
MORGAN	COM	617446448	806	9610	SH	OTHER
MOTOROLA	COM	620076109	4642	262235	SH	SOLE
						SOLE
MOTOROLA	COM	620076109	372	21031	SH	OTHER
						OTHER
MURPHY OIL	COM	626717102	14	231	SH	SOLE
MURPHY OIL	COM	626717102	2948	49600	SH	OTHER
MYLAN LABORATORIES	COM	628530107	3119	171448	SH	SOLE
						SOLE
MYLAN LABORATORIES	COM	628530107	18	1000	SH	DEFINED
MYLAN LABORATORIES	COM	628530107	139	7625	SH	OTHER
NATIONAL CITY CORP	COM	635405103	2603	78127	SH	SOLE
						SOLE
NATIONAL CITY CORP	COM	635405103	613	18400	SH	OTHER
						OTHER
NATIONAL-OILWELL INC	COM	637071101	301	2886	SH	SOLE
						SOLE
NATIONAL-OILWELL INC	COM	637071101	10	100	SH	OTHER
NATIONAL SEMICONDUCTOR	COM	637640103	987	34921	SH	SOLE
						SOLE
NATIONAL SEMICONDUCTOR	COM	637640103	20	700	SH	DEFINED
NATIONAL SEMICONDUCTOR	COM	637640103	64	2275	SH	OTHER
NATURAL RESOURCE PARTNERS LP	COM	63900P103	71	1860	SH	SOLE
						SOLE
NATURAL RESOURCE PARTNERS LP	COM	63900P103	152	4000	SH	OTHER
NESTLE	FOR	641069406	248	2614	SH	SOLE
						SOLE
NESTLE	FOR	641069406	665	7000	SH	OTHER
						OTHER
NEW YORK COMMUNITY BANCORP INC.	COM	649445103	340	20000	SH	SOLE
NEW YORK COMMUNITY BANCORP INC.	COM	649445103	18	1040	SH	OTHER
NEWELL RUBBERMAID INC	COM	651229106	1818	61783	SH	SOLE
NEWELL RUBBERMAID INC	COM	651229106	15	500	SH	DEFINED
NEWELL RUBBERMAID INC	COM	651229106	229	7774	SH	OTHER
						OTHER
NEWMONT MINING	COM	651639106	111	2832	SH	SOLE
NEWMONT MINING	COM	651639106	141	3608	SH	OTHER
NEWS CORP	COM	65248E104	1019	48031	SH	SOLE
NEWS CORP	COM	65248E104	6	300	SH	DEFINED
NEWS CORP	COM	65248E104	45	2100	SH	OTHER

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NIKE INC	COM	654106103	9521	163329	SH	SOLE
						SOLE
NIKE INC	COM	654106103	17	300	SH	DEFINED
NIKE INC	COM	654106103	526	9025	SH	OTHER
NIPPON TELEG & TEL CORP	FOR	654624105	3003	135451	SH	SOLE
						SOLE
NIPPON TELEG & TEL CORP	FOR	654624105	62	2815	SH	OTHER
NISOURCE INC	COM	65473P105	4563	220327	SH	SOLE
						SOLE
NISOURCE INC	COM	65473P105	63	3060	SH	DEFINED
NISOURCE INC	COM	65473P105	491	23707	SH	OTHER
						OTHER
NOKIA CORP	FOR	654902204	3872	137759	SH	SOLE
						SOLE
NOKIA CORP	FOR	654902204	17	610	SH	DEFINED
NOKIA CORP	FOR	654902204	353	12550	SH	OTHER
NOMURA HOLDINGS INC.	FOR	65535H208	4162	214297	SH	SOLE
						SOLE
NOMURA HOLDINGS INC.	FOR	65535H208	96	4965	SH	OTHER
NORFOLK SOUTHERN CORPORATION	COM	655844108	3473	66065	SH	SOLE
						SOLE
NORFOLK SOUTHERN CORPORATION	COM	655844108	105	2000	SH	DEFINED
NORFOLK SOUTHERN CORPORATION	COM	655844108	2363	44945	SH	OTHER
						OTHER
NORTH STATE BANCORP	COM	662585108	342	13778	SH	OTHER
NORTHERN TRUST GROUP	COM	665859104	506	7880	SH	SOLE
						SOLE
NORTHERN TRUST GROUP	COM	665859104	13	200	SH	DEFINED
NORTHERN TRUST GROUP	COM	665859104	10	150	SH	OTHER
NORTHROP GRUMMAN CORP	COM	666807102	812	10425	SH	SOLE
NORTHROP GRUMMAN CORP	COM	666807102	117	1498	SH	OTHER
NOVARTIS A G	FOR	66987V109	1664	29674	SH	SOLE
						SOLE
NOVARTIS A G	FOR	66987V109	449	8000	SH	OTHER
NUCOR CORPORATION	COM	670346105	2480	42285	SH	SOLE
						SOLE
NUCOR CORPORATION	COM	670346105	129	2200	SH	DEFINED
NUCOR CORPORATION	COM	670346105	63	1080	SH	OTHER
NUVEEN QUALITY PREFERRED INCOME	PRE	67072C402	1000	40	SH	SOLE
OCCIDENTAL PETROLEUM CO. COMMON	COM	674599105	341	5887	SH	SOLE
OCCIDENTAL PETROLEUM CO. COMMON	COM	674599105	226	3900	SH	OTHER
						OTHER
OLD REPUBLIC INTERNATIONAL CORP.	COM	680223104	236	11085	SH	SOLE
OMNICOM GROUP COMMON	COM	681919106	261	4941	SH	SOLE
ORACLE SYS CORP	COM	68389X105	12691	643899	SH	SOLE
						SOLE
ORACLE SYS CORP	COM	68389X105	47	2400	SH	DEFINED
ORACLE SYS CORP	COM	68389X105	1690	85733	SH	OTHER
						OTHER
ORACLE SYS CORP	COM	68389X105	6	300	SH	DEF/OTH
PG&E CORP	COM	69331C108	274	6038	SH	SOLE
PG&E CORP	COM	69331C108	20	442	SH	OTHER
PNC	COM	693475105	6606	92290	SH	SOLE
						SOLE
PNC	COM	693475105	2053	28676	SH	OTHER
PPG INDUSTRIES	COM	693506107	2385	31340	SH	SOLE
						SOLE
PPG INDUSTRIES	COM	693506107	24	318	SH	DEFINED
PPG INDUSTRIES	COM	693506107	673	8838	SH	OTHER
						OTHER
PPL CORPORATION	COM	69351T106	149	3176	SH	SOLE
PPL CORPORATION	COM	69351T106	108	2300	SH	OTHER

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PACCAR INC	COM	693718108	433	4971	SH	SOLE
PALL CORPORATION	COM	696429307	37	800	SH	SOLE
PALL CORPORATION	COM	696429307	225	4900	SH	OTHER
PARKER HANNIFIN CORP	COM	701094104	1828	18668	SH	SOLE
						SOLE
PARKER HANNIFIN CORP	COM	701094104	39	400	SH	DEFINED
PARKER HANNIFIN CORP	COM	701094104	356	3640	SH	OTHER
PAYCHEX INC	COM	704326107	915	23384	SH	SOLE
						SOLE
PAYCHEX INC	COM	704326107	137	3500	SH	DEFINED
PAYCHEX INC	COM	704326107	94	2415	SH	OTHER
						OTHER
PEABODY ENERGY CORPORATION	COM	704549104	2682	55436	SH	SOLE
						SOLE
PEABODY ENERGY CORPORATION	COM	704549104	68	1400	SH	OTHER
PENN VIRGINIA CORP	COM	707882106	595	14800	SH	SOLE
PEPCO HOLDINGS, INC.	COM	713291102	259	9198	SH	SOLE
PEPCO HOLDINGS, INC.	COM	713291102	6	200	SH	DEFINED
PEPCO HOLDINGS, INC.	COM	713291102	332	11765	SH	OTHER
PEPSICO INC COMMON	COM	713448108	28131	433782	SH	SOLE
						SOLE
PEPSICO INC COMMON	COM	713448108	175	2700	SH	DEFINED
PEPSICO INC COMMON	COM	713448108	4693	72365	SH	OTHER
						OTHER
PEPSICO INC COMMON	COM	713448108	360	5550	SH	DEF/OTH
						DEF/OTH
PERMA-FIX ENVIRONMENTAL SVCS	COM	714157104	31	10000	SH	SOLE
PFIZER INC	COM	717081103	30833	1205805	SH	SOLE
						SOLE
PFIZER INC	COM	717081103	149	5844	SH	DEFINED
PFIZER INC	COM	717081103	6915	270421	SH	OTHER
						OTHER
PFIZER INC	COM	717081103	222	8700	SH	DEF/OTH
						DEF/OTH
PHARMANETICS INC COM	COM	71713J107	0	24900	SH	SOLE
PIEDMONT NATURAL GAS COMPANY	COM	720186105	767	31125	SH	SOLE
PIEDMONT NATURAL GAS COMPANY	COM	720186105	15	600	SH	OTHER
PIER 1 IMPORTS INCORPORATED	COM	720279108	86	10095	SH	SOLE
						SOLE
PITNEY BOWES	COM	724479100	3229	68969	SH	SOLE
						SOLE
PITNEY BOWES	COM	724479100	9	200	SH	DEFINED
PITNEY BOWES	COM	724479100	485	10365	SH	OTHER
						OTHER
PLUM CREEK TIMBER CO	COM	729251108	478	11476	SH	SOLE
						SOLE
PLUM CREEK TIMBER CO	COM	729251108	133	3198	SH	OTHER
						OTHER
PRAXAIR INC	COM	74005P104	1474	20473	SH	SOLE
						SOLE
PRAXAIR INC	COM	74005P104	89	1230	SH	OTHER
PREMIER COMMUNITY BANKSHARES INC	COM	740473103	2481	75979	SH	SOLE
PREMIER COMMUNITY BANKSHARES INC	COM	740473103	1239	37937	SH	OTHER
T ROWE PRICE GROUP INC	COM	74144T108	940	18113	SH	SOLE
T ROWE PRICE GROUP INC	COM	74144T108	520	10016	SH	OTHER
						OTHER
PRIMEWEST ENERGY TRUST	FOR	741930309	210	10000	SH	OTHER
PROCTER AND GAMBLE COMMON	COM	742718109	34210	559072	SH	SOLE
						SOLE
PROCTER AND GAMBLE COMMON	COM	742718109	411	6720	SH	DEFINED
PROCTER AND GAMBLE COMMON	COM	742718109	7339	119932	SH	OTHER
						OTHER

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PROGRESS ENERGY INC	COM	743263105	5581	122411	SH	SOLE
						SOLE
PROGRESS ENERGY INC	COM	743263105	43	950	SH	DEFINED
PROGRESS ENERGY INC	COM	743263105	1096	24050	SH	OTHER
						OTHER
PROGRESSIVE CORP	COM	743315103	9254	386693	SH	SOLE
						SOLE
PROGRESSIVE CORP	COM	743315103	23	950	SH	DEFINED
PROGRESSIVE CORP	COM	743315103	403	16850	SH	OTHER
						OTHER
PROLOGIS	COM	743410102	603	10598	SH	SOLE
PROQUEST COMPANY	COM	74346P102	109	11400	SH	SOLE
PROVIDENT BANKSHARES CORP	COM	743859100	494	15080	SH	SOLE
PROVIDENT BANKSHARES CORP	COM	743859100	243	7400	SH	OTHER
PROVIDENT ENERGY TRUST	FOR	74386K104	92	7700	SH	SOLE
PROVIDENT ENERGY TRUST	FOR	74386K104	59	5000	SH	OTHER
PRUDENTIAL FINANCIAL	COM	744320102	335	3441	SH	SOLE
PRUDENTIAL FINANCIAL	COM	744320102	162	1665	SH	OTHER
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	170	1939	SH	SOLE
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	18	200	SH	DEFINED
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	518	5902	SH	OTHER
						OTHER
QLOGIC CORP	COM	747277101	1936	116264	SH	SOLE
						SOLE
QLOGIC CORP	COM	747277101	34	2070	SH	OTHER
QUALCOMM	COM	747525103	13577	312893	SH	SOLE
						SOLE
QUALCOMM	COM	747525103	54	1250	SH	DEFINED
QUALCOMM	COM	747525103	900	20743	SH	OTHER
						OTHER
QUEST DIAGNOSTICS	COM	74834L100	201	3900	SH	SOLE
QUEST DIAGNOSTICS	COM	74834L100	9	175	SH	OTHER
QUESTAR CORPORATION	COM	748356102	170	3225	SH	SOLE
QUESTAR CORPORATION	COM	748356102	285	5400	SH	OTHER
RPM INC	COM	749685103	2	100	SH	SOLE
RPM INC	COM	749685103	267	11557	SH	OTHER
						OTHER
RAYONIER INC	COM	754907103	1601	35469	SH	SOLE
RAYONIER INC	COM	754907103	1056	23384	SH	OTHER
						OTHER
RAYTHEON	COM	755111507	876	16261	SH	SOLE
RAYTHEON	COM	755111507	36	663	SH	OTHER
						OTHER
REGIONS FINANCIAL CORP	COM	7591EP100	1432	43259	SH	SOLE
REGIONS FINANCIAL CORP	COM	7591EP100	53	1594	SH	DEFINED
REGIONS FINANCIAL CORP	COM	7591EP100	897	27105	SH	OTHER
						OTHER
ROCKWELL	COM	773903109	297	4278	SH	SOLE
ROCKWELL COLLINS INC.	COM	774341101	214	3026	SH	SOLE
ROYAL BK CDA MONTREAL QUE	FOR	780087102	4561	85944	SH	SOLE
						SOLE
ROYAL BK CDA MONTREAL QUE	FOR	780087102	654	12324	SH	OTHER
ROYAL DUTCH SHELL PLC	FOR	780259206	1381	17003	SH	SOLE
						SOLE
ROYAL DUTCH SHELL PLC	FOR	780259206	16	200	SH	DEFINED
ROYAL DUTCH SHELL PLC	FOR	780259206	562	6920	SH	OTHER
SCBT FINANCIAL CORP	COM	78401V102	311	8542	SH	SOLE
SHC BLOCKING CORP	COM	78422Q108	56	15208	SH	SOLE
SLM	COM	78442P106	34	599	SH	SOLE
SLM	COM	78442P106	2878	49981	SH	OTHER
S & P 500 DEPOSITORY RECEIPT	EQU	78462F103	36207	240691	SH	SOLE
						SOLE

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S & P 500 DEPOSITORY RECEIPT	EQU	78462F103	554	3680	SH	OTHER
ST JUDE MEDICAL INC	COM	790849103	584	14064	SH	SOLE
						SOLE
ST JUDE MEDICAL INC	COM	790849103	24	569	SH	OTHER
SARA LEE	COM	803111103	1049	60265	SH	SOLE
						SOLE
SARA LEE	COM	803111103	203	11650	SH	OTHER
						OTHER
SARA LEE	COM	803111103	165	9500	SH	DEF/OTH
SCANA CORP NEW	COM	80589M102	1722	44976	SH	SOLE
SCANA CORP NEW	COM	80589M102	387	10104	SH	OTHER
SCHERING-PLOUGH CORP. COMMON	COM	806605101	3001	98603	SH	SOLE
						SOLE
SCHERING-PLOUGH CORP. COMMON	COM	806605101	11	350	SH	DEFINED
SCHERING-PLOUGH CORP. COMMON	COM	806605101	854	28050	SH	OTHER
						OTHER
SCHLUMBERGER LTD	COM	806857108	9474	111541	SH	SOLE
						SOLE
SCHLUMBERGER LTD	COM	806857108	46	546	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	2119	24943	SH	OTHER
						OTHER
SCHLUMBERGER LTD	COM	806857108	4	50	SH	DEF/OTH
SCHWAB CHARLES CORP	COM	808513105	367	17881	SH	SOLE
						SOLE
SCHWAB CHARLES CORP	COM	808513105	87	4237	SH	OTHER
CONSUMER DISCRETIONARY SELECT	EQU	81369Y407	588	14940	SH	SOLE
						SOLE
CONSUMER DISCRETIONARY SELECT	EQU	81369Y407	105	2675	SH	OTHER
SEMPRA ENERGY	COM	816851109	515	8694	SH	SOLE
SEMPRA ENERGY	COM	816851109	136	2300	SH	OTHER
SHERWIN-WILLIAMS COMPANY COMMON	COM	824348106	776	11668	SH	SOLE
SHERWIN-WILLIAMS COMPANY COMMON	COM	824348106	67	1009	SH	DEFINED
SHERWIN-WILLIAMS COMPANY COMMON	COM	824348106	433	6520	SH	OTHER
						OTHER
SIGMA ALDRICH CORP.	COM	826552101	380	8916	SH	SOLE
						SOLE
SIGMA ALDRICH CORP.	COM	826552101	256	6000	SH	OTHER
SIMON	COM	828806109	44	471	SH	SOLE
SIMON	COM	828806109	157	1689	SH	OTHER
SMITH INTL INC	COM	832110100	851	14515	SH	SOLE
						SOLE
SMITH INTL INC	COM	832110100	76	1300	SH	OTHER
SONOCO	COM	835495102	1687	39408	SH	SOLE
						SOLE
SOUTH FINANCIAL GROUP, INC.	COM	837841105	441	19486	SH	SOLE
SOUTH FINANCIAL GROUP, INC.	COM	837841105	61	2700	SH	OTHER
SOUTHERN COMPANY	COM	842587107	3129	91263	SH	SOLE
						SOLE
SOUTHERN COMPANY	COM	842587107	69	2000	SH	DEFINED
SOUTHERN COMPANY	COM	842587107	885	25820	SH	OTHER
						OTHER
SOUTHWEST AIRLINES	COM	844741108	690	46253	SH	SOLE
						SOLE
SOUTHWEST AIRLINES	COM	844741108	397	26629	SH	OTHER
SPECTRA ENERGY CORP	COM	847560109	5157	198651	SH	SOLE
						SOLE
SPECTRA ENERGY CORP	COM	847560109	14	525	SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	683	26294	SH	OTHER
						OTHER
SPRINT	COM	852061100	3924	189455	SH	SOLE
						SOLE
SPRINT	COM	852061100	12	600	SH	DEFINED

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SPRINT	COM	852061100	485	23422	SH	OTHER
STAPLES INC	COM	855030102	1014	42740	SH	SOLE
STAPLES INC	COM	855030102	118	4961	SH	OTHER
						OTHER
STARBUCKS CORPORATIONS	COM	855244109	348	13247	SH	SOLE
STARBUCKS CORPORATIONS	COM	855244109	92	3500	SH	OTHER
STATE STREET CORP	COM	857477103	528	7715	SH	SOLE
						SOLE
STATE STREET CORP	COM	857477103	54	796	SH	OTHER
						OTHER
STRATEGIC HOTELS & RESORTS INC	COM	86272T106	447	19884	SH	SOLE
STRYKER CORP	COM	863667101	2195	34791	SH	SOLE
						SOLE
STRYKER CORP	COM	863667101	63	1000	SH	DEFINED
STRYKER CORP	COM	863667101	542	8590	SH	OTHER
SUN LIFE FINANCIAL SERVICES OF	FOR	866796105	459	9618	SH	SOLE
SUN LIFE FINANCIAL SERVICES OF	FOR	866796105	61	1275	SH	OTHER
SUN MICROSYSTEMS	COM	866810104	59	11216	SH	SOLE
						SOLE
SUNCOR ENERGY INC	FOR	867229106	274	3045	SH	SOLE
SUNOCO INC	COM	86764P109	1741	21853	SH	SOLE
						SOLE
SUNOCO INC	COM	86764P109	48	604	SH	OTHER
SUNTRUST	COM	867914103	6445	75170	SH	SOLE
						SOLE
SUNTRUST	COM	867914103	839	9780	SH	OTHER
SUPERVALU INC COMMON	COM	868536103	255	5498	SH	SOLE
						SOLE
SUPERVALU INC COMMON	COM	868536103	373	8051	SH	OTHER
SYMANTEC CORP	COM	871503108	615	30445	SH	SOLE
SYMANTEC CORP	COM	871503108	31	1516	SH	OTHER
SYNOVUS FINANCIAL	COM	87161C105	1529	49793	SH	SOLE
						SOLE
SYNOVUS FINANCIAL	COM	87161C105	59	1915	SH	OTHER
SYSCO	COM	871829107	4447	134783	SH	SOLE
						SOLE
SYSCO	COM	871829107	106	3199	SH	DEFINED
SYSCO	COM	871829107	913	27660	SH	OTHER
						OTHER
THOM-TEX INC	COM	872000997	688	2361	SH	SOLE
TD AMERITRADE HOLDING CORP	COM	87236Y108	616	30800	SH	SOLE
						SOLE
TD AMERITRADE HOLDING CORP	COM	87236Y108	16	800	SH	OTHER
TJX COMPANIES	COM	872540109	370	13452	SH	SOLE
						SOLE
TJX COMPANIES	COM	872540109	135	4900	SH	OTHER
TXU CORP	COM	873168108	296	4399	SH	SOLE
TXU CORP	COM	873168108	293	4350	SH	OTHER
						OTHER
TAIWAN SEMICONDUCTOR	FOR	874039100	43	3828	SH	SOLE
						SOLE
TAIWAN SEMICONDUCTOR	FOR	874039100	80	7200	SH	OTHER
TARGET CORP	COM	87612E106	24432	384157	SH	SOLE
						SOLE
TARGET CORP	COM	87612E106	107	1680	SH	DEFINED
TARGET CORP	COM	87612E106	3143	49416	SH	OTHER
						OTHER
TARGET CORP	COM	87612E106	10	150	SH	DEF/OTH
TENNESSEE VALLEY AUTH SER D PFD	PRE	880591300	269	11775	SH	SOLE
TENNESSEE VALLEY AUTH SER D PFD	PRE	880591300	69	3000	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD ADR	FOR	881624209	488	11830	SH	SOLE
						SOLE

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TEVA PHARMACEUTICAL INDS LTD ADR	FOR	881624209	201	4869	SH	OTHER
TEXAS	COM	882508104	6717	178502	SH	SOLE
						SOLE
TEXAS	COM	882508104	15	400	SH	DEFINED
TEXAS	COM	882508104	781	20763	SH	OTHER
						OTHER
TEXTRON INC	COM	883203101	2048	18603	SH	SOLE
						SOLE
TEXTRON INC	COM	883203101	209	1900	SH	OTHER
						OTHER
3 COM CORP	COM	885535104	49	11825	SH	SOLE
						SOLE
3M	COM	88579Y101	18457	212665	SH	SOLE
						SOLE
3M	COM	88579Y101	19	220	SH	DEFINED
3M	COM	88579Y101	2822	32515	SH	OTHER
						OTHER
TIFFANY AND COMPANY	COM	886547108	25206	475044	SH	SOLE
						SOLE
TIFFANY AND COMPANY	COM	886547108	78	1475	SH	DEFINED
TIFFANY AND COMPANY	COM	886547108	2076	39127	SH	OTHER
						OTHER
TIME WARNER INC	COM	887317105	10394	494020	SH	SOLE
						SOLE
TIME WARNER INC	COM	887317105	23	1075	SH	DEFINED
TIME WARNER INC	COM	887317105	1034	49164	SH	OTHER
						OTHER
TOTAL SYSTEM SERVICES, INC.	COM	891906109	806	27300	SH	SOLE
TRANSATLANTIC HOLDINGS INC	COM	893521104	133	1875	SH	SOLE
TRANSATLANTIC HOLDINGS INC	COM	893521104	157	2205	SH	OTHER
COMMUNITY FINANCIAL OF KY INC	COM	893990200	681	98	SH	SOLE
THE TRAVELERS COMPANIES, INC	COM	89417E109	21855	408511	SH	SOLE
						SOLE
THE TRAVELERS COMPANIES, INC	COM	89417E109	30	565	SH	DEFINED
THE TRAVELERS COMPANIES, INC	COM	89417E109	1596	29838	SH	OTHER
						OTHER
THE TRAVELERS COMPANIES, INC	COM	89417E109	8	150	SH	DEF/OTH
TRIBUNE	COM	896047107	146	4951	SH	SOLE
						SOLE
TRIBUNE	COM	896047107	61	2061	SH	OTHER
TRUSTMARK CORP	COM	898402102	39	1500	SH	SOLE
TRUSTMARK CORP	COM	898402102	171	6607	SH	DEFINED
TYCO INTERNATIONAL LTD NEW	COM	902124106	3455	102262	SH	SOLE
						SOLE
TYCO INTERNATIONAL LTD NEW	COM	902124106	296	8753	SH	OTHER
						OTHER
UMB FINANCIAL CORP	COM	902788108	423	11468	SH	SOLE
UST	COM	902911106	509	9485	SH	SOLE
UST	COM	902911106	62	1162	SH	OTHER
						OTHER
US BANCORP COMMON	COM	902973304	1480	44915	SH	SOLE
US BANCORP COMMON	COM	902973304	788	23923	SH	OTHER
						OTHER
USG	COM	903293405	6911	140935	SH	SOLE
						SOLE
USG	COM	903293405	304	6205	SH	OTHER
ULTRA PETROLEUM CORP	COM	903914109	77	1385	SH	SOLE
						SOLE
ULTRA PETROLEUM CORP	COM	903914109	166	3000	SH	OTHER
UNILEVER N V	FOR	904784709	168	5420	SH	SOLE
						SOLE
UNILEVER N V	FOR	904784709	66	2142	SH	DEFINED

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UNION PACIFIC CORP. COMMON	COM	907818108	1834	15926	SH	SOLE
						SOLE
UNION PACIFIC CORP. COMMON	COM	907818108	1498	13009	SH	OTHER
						OTHER
UNITED COMMUNITY BANK	COM	90984P105	205	7905	SH	SOLE
UNITED BANKSHARE, INC.	COM	909907107	1175	36964	SH	SOLE
UNITED BANKSHARE, INC.	COM	909907107	9834	309250	SH	OTHER
UNITED PARCEL	COM	911312106	2588	35450	SH	SOLE
						SOLE
UNITED PARCEL	COM	911312106	137	1877	SH	DEFINED
UNITED PARCEL	COM	911312106	265	3636	SH	OTHER
US WIRELESS ONLINE INC	COM	91274M109	0	134000	SH	SOLE
UNITED	COM	913017109	13155	185467	SH	SOLE
						SOLE
UNITED	COM	913017109	132	1854	SH	DEFINED
UNITED	COM	913017109	2518	35499	SH	OTHER
						OTHER
UNITED HEALTH GROUP INC COMMON	COM	91324P102	2991	58494	SH	SOLE
						SOLE
UNITED HEALTH GROUP INC COMMON	COM	91324P102	51	1000	SH	DEFINED
UNITED HEALTH GROUP INC COMMON	COM	91324P102	356	6960	SH	OTHER
UNIVERSAL CORP	COM	913456109	333	5470	SH	SOLE
UNIVERSAL HEALTH SERVICES INC CL	COM	913903100	257	4180	SH	SOLE
URSTADT BIDDLE	COM	917286205	408	24000	SH	OTHER
V F CORP COMMON	COM	918204108	110	1200	SH	SOLE
V F CORP COMMON	COM	918204108	183	2000	SH	OTHER
VALERO ENERGY CORP	COM	91913Y100	10071	136348	SH	SOLE
						SOLE
VALERO ENERGY CORP	COM	91913Y100	623	8430	SH	OTHER
VIRGINIA MIRROR CO	CLO	921994158	2243	37388	SH	SOLE
VIRGINIA MIRROR CO	CLO	921994158	1761	29343	SH	OTHER
VERISIGN INC	COM	92343E102	929	29280	SH	SOLE
						SOLE
VERISIGN INC	COM	92343E102	20	620	SH	OTHER
VERIZON COMMUNICATIONS	COM	92343V104	24043	583995	SH	SOLE
						SOLE
VERIZON COMMUNICATIONS	COM	92343V104	148	3605	SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	4280	103957	SH	OTHER
						OTHER
VERIZON COMMUNICATIONS	COM	92343V104	8	200	SH	DEF/OTH
VIACOM INC	COM	92553P201	1032	24784	SH	SOLE
VIACOM INC	COM	92553P201	115	2760	SH	OTHER
VIRGINIA SAVINGS BANK FSB	COM	92808T107	403	15488	SH	SOLE
VODAFONE GROUP PLC	FOR	92857W209	1090	32405	SH	SOLE
						SOLE
VODAFONE GROUP PLC	FOR	92857W209	90	2672	SH	OTHER
VORNADO REALTY LP	COM	929042109	382	3478	SH	SOLE
VORNADO REALTY LP	COM	929042109	110	1000	SH	DEFINED
VORNADO REALTY LP	COM	929042109	33	300	SH	OTHER
WGL HOLDINGS INC	COM	92924F106	202	6192	SH	SOLE
WGL HOLDINGS INC	COM	92924F106	162	4962	SH	OTHER
WACHOVIA	COM	929903102	18684	364563	SH	SOLE
						SOLE
WACHOVIA	COM	929903102	72	1400	SH	DEFINED
WACHOVIA	COM	929903102	6059	118232	SH	OTHER
						OTHER
WACHOVIA	COM	929903102	123	2400	SH	DEF/OTH
WACHOVIA	PRE	929903201	0	152103	SH	SOLE
WACHOVIA	PRE	929903201	0	400	SH	OTHER
WAL - MART STORES COMMON	COM	931142103	10270	213472	SH	SOLE
						SOLE
WAL - MART STORES COMMON	COM	931142103	48	1000	SH	DEFINED

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WAL - MART STORES COMMON	COM	931142103	2669	55470	SH	OTHER
						OTHER
WAL - MART STORES COMMON	COM	931142103	5	100	SH	DEF/OTH
WALGREENS COMMON	COM	931422109	2547	58508	SH	SOLE
WALGREENS COMMON	COM	931422109	109	2500	SH	DEFINED
WALGREENS COMMON	COM	931422109	385	8832	SH	OTHER
						OTHER
WASHINGTON MUTUAL	COM	939322103	4144	97175	SH	SOLE
						SOLE
WASHINGTON MUTUAL	COM	939322103	75	1753	SH	DEFINED
WASHINGTON MUTUAL	COM	939322103	1190	27912	SH	OTHER
						OTHER
WASHINGTON REAL ESTATE INVT	COM	939653101	83	2430	SH	SOLE
WASHINGTON REAL ESTATE INVT	COM	939653101	255	7500	SH	OTHER
WASTE INDUSTRIES USA, INC.	COM	941057101	1536	45000	SH	SOLE
WASTE	COM	94106L109	463	11844	SH	SOLE
WASTE	COM	94106L109	78	2000	SH	OTHER
WELLPOINT INC	COM	94973V107	7586	95031	SH	SOLE
						SOLE
WELLPOINT INC	COM	94973V107	20	250	SH	DEFINED
WELLPOINT INC	COM	94973V107	872	10924	SH	OTHER
						OTHER
WELLPOINT INC	COM	94973V107	4	50	SH	DEF/OTH
WELLS FARGO & CO COMMON	COM	949746101	23442	666521	SH	SOLE
						SOLE
WELLS FARGO & CO COMMON	COM	949746101	372	10580	SH	DEFINED
WELLS FARGO & CO COMMON	COM	949746101	4268	121352	SH	OTHER
						OTHER
WESBANCO INC	COM	950810101	71	2421	SH	SOLE
						SOLE
WESBANCO INC	COM	950810101	510	17299	SH	OTHER
						OTHER
WESTERN UNION COMPANY	COM	959802109	958	45991	SH	SOLE
						SOLE
WESTERN UNION COMPANY	COM	959802109	42	2000	SH	DEFINED
WESTERN UNION COMPANY	COM	959802109	10	500	SH	OTHER
WEYERHAEUSER COMPANY COMMON	COM	962166104	3177	40252	SH	SOLE
						SOLE
WEYERHAEUSER COMPANY COMMON	COM	962166104	518	6557	SH	OTHER
WHIRLPOOL CORP	COM	963320106	200	1801	SH	SOLE
						SOLE
WHIRLPOOL CORP	COM	963320106	48	435	SH	OTHER
WHOLE FOODS MARKET INC	COM	966837106	169	4404	SH	SOLE
						SOLE
WHOLE FOODS MARKET INC	COM	966837106	49	1280	SH	OTHER
						OTHER
WILLIAMS	COM	969457100	142	4482	SH	SOLE
WILLIAMS	COM	969457100	138	4354	SH	OTHER
WINDSTREAM CORPORATION	COM	97381W104	177	11989	SH	SOLE
WINDSTREAM CORPORATION	COM	97381W104	9	619	SH	DEFINED
WINDSTREAM CORPORATION	COM	97381W104	65	4408	SH	OTHER
						OTHER
WINSTON HOTELS	COM	97563A102	542	36100	SH	SOLE
WORLDCOM INC. / WORLDCOM GROUP	COM	98157D106	0	20543	SH	SOLE
W.M WRIGLEY JR. CO COMMON	COM	982526105	695	12569	SH	SOLE
						SOLE
W.M WRIGLEY JR. CO COMMON	COM	982526105	55	1000	SH	DEFINED
WYETH COMMON	COM	983024100	8578	149591	SH	SOLE
						SOLE
WYETH COMMON	COM	983024100	32	550	SH	DEFINED
WYETH COMMON	COM	983024100	5113	89177	SH	OTHER
						OTHER

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WYETH COMMON	COM	983024100	3	50	SH	DEF/OTH
XCEL ENERGY	COM	98389B100	674	32916	SH	SOLE
XCEL ENERGY	COM	98389B100	206	10069	SH	OTHER
YAHOO INC	COM	984332106	7080	260947	SH	SOLE
						SOLE
YAHOO INC	COM	984332106	176	6480	SH	OTHER
						OTHER
YUM BRANDS INC. COMMON	COM	988498101	425	12988	SH	SOLE
						SOLE
YUM BRANDS INC. COMMON	COM	988498101	248	7586	SH	OTHER
YUM BRANDS INC. COMMON	COM	988498101	71	2160	SH	DEF/OTH
ZIMMER HOLDINGS INC	COM	98956P102	3090	36402	SH	SOLE
						SOLE
ZIMMER HOLDINGS INC	COM	98956P102	41	480	SH	DEFINED
ZIMMER HOLDINGS INC	COM	98956P102	1289	15181	SH	OTHER
						OTHER
ACE	COM	G0070K103	575	9200	SH	SOLE
ACCENTURE LTD, CLASS A	COM	G1150G111	407	9478	SH	SOLE
ACCENTURE LTD, CLASS A	COM	G1150G111	12	275	SH	OTHER
GARMIN LTD	COM	G37260109	253	3427	SH	SOLE
GARMIN LTD	COM	G37260109	27	362	SH	OTHER
INGERSOLL RAND COMPANY LIMITED	COM	G4776G101	7385	134704	SH	SOLE
						SOLE
INGERSOLL RAND COMPANY LIMITED	COM	G4776G101	846	15425	SH	OTHER
						OTHER
NABORS INDUSTRIES LTD.	COM	G6359F103	1374	41151	SH	SOLE
						SOLE
NABORS INDUSTRIES LTD.	COM	G6359F103	385	11540	SH	OTHER
						OTHER
SEAGATE TECHNOLOGY	FOR	G7945J104	253	11625	SH	SOLE
						SOLE
SEAGATE TECHNOLOGY	FOR	G7945J104	56	2550	SH	OTHER
TRANSOCEAN INC.	COM	G90078109	1042	9828	SH	SOLE
						SOLE
TRANSOCEAN INC.	COM	G90078109	333	3144	SH	OTHER
WEATHERFORD INTL LTD	COM	G95089101	172	3114	SH	SOLE
WEATHERFORD INTL LTD	COM	G95089101	48	865	SH	OTHER