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TEXAS CAPITAL BANCSHARES INC/TX
Form 13F-HR
October 22, 2008

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 9/30/08

Check here if Amendment []; Amendment Number: _____

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

Institutional Investment Manager Filing this Report:

Name: Texas Capital Bancshares
Address: 2100 McKinney Ave, Ste 1400
Dallas, TX 75201
Attn: Dave Folz

Form 13F File Number: 28-_____

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

Person Signing this Report on Behalf of Reporting Manager:

Name: David Folz
Title: Executive Vice President
Phone: 214-932-6625

Signature, Place, and Date of Signing:

/s/ David Folz	Dallas, TX	10-21-2008
-----	-----	-----
[Signature]	[City, State]	[Date]

Report Type (Check only one.):

- [] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:
[If there are no entries in this list, omit this section.]

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Form 13F File Number Name

 28-_____

[Repeat as necessary.]

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: _____

Form 13F Information Table Entry Total: _____

Form 13F Information Table Value Total: _____
 (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

 _____ 28-_____

[Repeat as necessary.]

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MAN
DAIMLER AG	REG SHS	D1668R123	291	5758	SH		SOLE	
AMDOCS LTD	ORD	G02602103	235	8600	SH		SOLE	
ARCH CAP GROUP LTD	ORD	G0450A105	37	500	SH		SOLE	
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	46	1680	SH		SOLE	
ASSURED GUARANTY LTD	COM	G0585R106	91	5600	SH		SOLE	
ACCENTURE LTD		G1150G111	416	10960	SH		SOLE	
COVIDIEN LTD	COM	G2552X108	684	12734	SH		SOLE	
MAX CAPITAL GROUP LTD	SHS	G6052F103	141	6070	SH		SOLE	
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	218	6150	SH		SOLE	
SEAGATE TECHNOLOGY	SHS	G7945J104	25	2065	SH		SOLE	
UTI WORLDWIDE INC	ORD	G87210103	443	26053	SH		SOLE	
TRANSOCEAN INC NEW	SHS	G90073100	162	1472	SH		SOLE	
TYCO INTL LTD BERMUDA	SHS	G9143X208	157	4484	SH		SOLE	
TYCO ELECTRONICS LTD	COM NEW	G9144P105	237	8584	SH		SOLE	
LOGITECH INTL S A	SHS	H50430232	410	17593	SH		SOLE	
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	390	5683	SH		SOLE	

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ASML HOLDING N V	NY REG SHS	N07059186	201	11394	SH	SOLE
EAGLE BULK SHIPPING INC	COM	Y2187A101	73	5220	SH	SOLE
FLEXTRONICS INTL LTD	ORD	Y2573F102	170	24075	SH	SOLE
GENCO SHIPPING & TRADING LTD	SHS	Y2685T107	41	1220	SH	SOLE
ABB LTD	SPONSORED ADR	000375204	876	45190	SH	SOLE
AFLAC INC	COM	001055102	771	13117	SH	SOLE
AGCO CORP	COM	001084102	1497	35130	SH	SOLE
AGCO CORP	COM	001084102	6	150	SH	DEFINED
AT&T INC	COM	00206R102	530	18992	SH	SOLE
AARON RENTS INC	COM	002535201	121	4490	SH	SOLE
ABBOTT LABS	COM	002824100	224	3886	SH	SOLE
ACTIVISION BLIZZARD INC	COM	00507V109	28	1810	SH	SOLE
ACXIOM CORP	COM	005125109	32	2530	SH	SOLE
TOTAL FOR PAGE 1			8553	291190		

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	O MAN
ADIDAS AG	ADR	00687A107	795	29978	SH		SOLE	
ADTRAN INC	COM	00738A106	156	7990	SH		SOLE	
ADVANCE AMER CASH ADVANCE CT	COM	00739W107	10	3480	SH		SOLE	
AEROPOSTALE	COM	007865108	2011	62630	SH		SOLE	
AEROPOSTALE	COM	007865108	9	270	SH		DEFINED	
AETNA INC NEW	COM	00817Y108	94	2597	SH		SOLE	
AFFILIATED MANAGERS GROUP	COM	008252108	722	8720	SH		SOLE	
AIR LIQUIDE	ADR	009126202	403	18531	SH		SOLE	
AIR PRODS & CHEMS INC	COM	009158106	20	295	SH		SOLE	
ALBANY INTL CORP	CL A	012348108	133	4870	SH		SOLE	
ALCOA INC	COM	013817101	240	10650	SH		SOLE	
ALLIANCE IMAGING INC	COM NEW	018606202	58	5620	SH		SOLE	
ALLIANZ SE	SP ADR 1/10 SH	018805101	505	36817	SH		SOLE	
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276109	107	7096	SH		SOLE	
AMERICA MOVIL S A B DE C V	SPON ADR	02364W105	504	10869	SH		SOLE	
AMERICAN EQTY INVT LIFE HLD	COM	025676206	130	17390	SH		SOLE	
AMERICAN EXPRESS CO	COM	025816109	306	8650	SH		SOLE	
AMERICAN PHYSICIANS CAPITAL	COM	028884104	31	730	SH		SOLE	
AMERISAFE INC	COM	03071H100	23	1250	SH		SOLE	
AMGEN INC	COM	031162100	187	3150	SH		SOLE	
AMPHENOL CORP NEW	CL A	032095101	1700	42366	SH		SOLE	
AMPHENOL CORP NEW	CL A	032095101	7	180	SH		DEFINED	
ANADARKO PETE CORP	COM	032511107	86	1770	SH		SOLE	
ANGLO AMERN PLC	ADR NEW	03485P201	285	17025	SH		SOLE	
APACHE CORP	COM	037411105	523	5016	SH		SOLE	
APOLLO GROUP INC	CL A	037604105	1844	31100	SH		SOLE	
APOLLO GROUP INC	CL A	037604105	8	130	SH		DEFINED	
APPLE INC	COM	037833100	80	700	SH		SOLE	
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	20	400	SH		SOLE	
ARKANSAS BEST CORP DEL	COM	040790107	79	2350	SH		SOLE	
ARTHROCARE CORP	COM	043136100	456	16444	SH		SOLE	
ARVINMERITOR INC	COM	043353101	125	9580	SH		SOLE	
ASBURY AUTOMOTIVE GROUP INC	COM	043436104	56	4870	SH		SOLE	

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TOTAL FOR PAGE 2

11713 373514

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MAN
ASSOCIATED ESTATES RLTY CORP	COM	045604105	88	6780	SH		SOLE	
ASSURANT INC	COM	04621X108	1574	28620	SH		SOLE	
ASSURANT INC	COM	04621X108	7	130	SH		DEFINED	
ASTRAZENECA PLC	SPONSORED ADR	046353108	567	12916	SH		SOLE	
AUSTRALIA & NEW ZEALAND	BANKING GROUP LTD	052528304	387	26179	SH		SOLE	
AUTODESK INC	COM	052769106	29	860	SH		SOLE	
AVALONBAY CMNTYS INC	COM	053484101	126	1280	SH		SOLE	
AXA	SPONSORED ADR	054536107	462	14162	SH		SOLE	
BG PLC	ADR FIN INST N	055434203	536	5941	SH		SOLE	
BJS WHOLESALE CLUB INC	COM	05548J106	51	1300	SH		SOLE	
BP P. L. C.	SPONSORED ADR	055622104	18	350	SH		SOLE	
BSD MED CORP DEL	COM	055662100	394	78470	SH		SOLE	
BMC SOFTWARE INC	COM	055921100	1579	55150	SH		SOLE	
BMC SOFTWARE INC	COM	055921100	7	260	SH		DEFINED	
BAKER HUGHES INC	COM	057224107	209	3460	SH		SOLE	
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	424	26209	SH		SOLE	
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	184	11450	SH		SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	309	8826	SH		SOLE	
BANK OF NEW YORK MELLON CORP	COM	064058100	361	11075	SH		SOLE	
BARD C R INC	COM	067383109	220	2320	SH		SOLE	
BARE ESCENTUALS INC	COM	067511105	204	18755	SH		SOLE	
BAYER A G	SPONSORED ADR	072730302	503	6894	SH		SOLE	
BEACON POWER CORP	COM	073677106	15	10000	SH		SOLE	
BECTON DICKINSON & CO	COM	075887109	1832	22820	SH		SOLE	
BECTON DICKINSON & CO	COM	075887109	8	100	SH		DEFINED	
BEL FUSE INC	CL B	077347300	69	2410	SH		SOLE	
BELDEN INC	COM	077454106	286	9010	SH		SOLE	
BERKLEY W R CORP	COM	084423102	28	1205	SH		SOLE	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	220	50	SH		SOLE	
BERRY PETE CO	CL A	085789105	53	1360	SH		SOLE	
BEST BUY INC	COM	086516101	119	3165	SH		SOLE	
BHP BILLITON LTD	SPONSORED ADR	088606108	692	13315	SH		SOLE	
BIG LOTS INC	COM	089302103	35	1250	SH		SOLE	
TOTAL FOR PAGE 3			11596	386072				

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MAN
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BLACKBAUD INC	COM	09227Q100	83	4490 SH	SOLE
BLACKROCK INC	COM	09247X101	52	265 SH	SOLE
BOB EVANS FARMS INC	COM	096761101	168	6170 SH	SOLE
BRASIL TELECOM	PARTICIPACOES SA	105530109	99	2025 SH	SOLE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	436	7032 SH	SOLE
BROADCOM CORP	CL A	111320107	40	2140 SH	SOLE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	349	22700 SH	SOLE
BROWN SHOE INC NEW	COM	115736100	83	5050 SH	SOLE
BUCKEYE TECHNOLOGIES INC	COM	118255108	33	4030 SH	SOLE
BURLINGTON NORTHN SANTA FEC	COM	12189T104	185	2004 SH	SOLE
CBS CORP NEW	CL B	124857202	128	8760 SH	SOLE
C D I CORP	COM	125071100	135	6050 SH	SOLE
CNOOC LTD	SPONSORED ADR	126132109	124	1082 SH	SOLE
CVS CORP	COM	126650100	566	16823 SH	SOLE
CALAMOS ASSET MGMT INC	CL A	12811R104	18	1000 SH	SOLE
CANON INC	ADR	138006309	601	15922 SH	SOLE
CAPELLA EDUCATION COMPANY	COM	139594105	438	10226 SH	SOLE
CASEYS GEN STORES INC	COM	147528103	200	6630 SH	SOLE
CASH AMER INTL INC	COM	14754D100	170	4720 SH	SOLE
CATERPILLAR INC DEL	COM	149123101	119	2000 SH	SOLE
CELERA CORP	COM	15100E106	512	33133 SH	SOLE
CELGENE CORP	COM	151020104	38	605 SH	SOLE
CERNER CORP	COM	156782104	37	840 SH	SOLE
CHEMICAL FINL CORP	COM	163731102	37	1190 SH	SOLE
CHEVRON CORP	COM	166764100	281	3410 SH	SOLE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	851	15312 SH	SOLE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	902	18018 SH	SOLE
CHINA PETROLEUM & CHEMICAL	CORP SINOPEC	16941R108	1	9 SH	SOLE
CHOICE HOTELS INTL INC	COM	169905106	372	13750 SH	SOLE
CHUBB CORP	COM	171232101	216	3941 SH	SOLE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	375	15842 SH	SOLE
CHURCH & DWIGHT INC	COM	171340102	2080	33500 SH	SOLE
CHURCH & DWIGHT INC	COM	171340102	9	140 SH	DEFINED
TOTAL FOR PAGE 4			9738	268809	

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	O MAN
CINCINNATI BELL INC NEW	COM	171871106	13	4260	SH		SOLE	
CISCO SYS INC	COM	17275R102	357	15820	SH		SOLE	
CITY HLDG CO	COM	177835105	52	1240	SH		SOLE	
CLP HOLDINGS LTD	SPONSORED ADR	18946Q101	455	56653	SH		SOLE	
COCA COLA BOTTLING CO CONS	COM	191098102	17	380	SH		SOLE	
COCA COLA HELLENIC BTTLG CO	SPONSORED ADR	1912EP104	630	28324	SH		SOLE	
COCA COLA CO	COM	191216100	619	11711	SH		SOLE	
COHU INC	COM	192576106	87	5470	SH		SOLE	
COLGATE PALMOLIVE CO	COM	194162103	2070	27470	SH		SOLE	
COLGATE PALMOLIVE CO	COM	194162103	8	110	SH		DEFINED	
COLONIAL BANCGRP INC	COM	195493309	113	14400	SH		SOLE	
COMCAST CORP NEW	CL A	20030N101	122	6216	SH		SOLE	
COMMUNITY TR BANCORP INC	COM	204149108	18	530	SH		SOLE	
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	113	5744	SH		SOLE	

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AMBEV-CIA DE BEBIDAS DAS	AMERICAS	20441W203	869	15910	SH	SOLE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	653	34107	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	426	5812	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	50	688	SH	DEFINED
COOPER COS INC	COM NEW	216648402	97	2780	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	84	1290	SH	SOLE
COSTAR GROUP INC	COM	22160N109	237	5229	SH	SOLE
COVANCE INC	COM	222816100	167	1893	SH	SOLE
CULLEN FROST BANKERS INC	COM	229899109	192	3195	SH	SOLE
DANAHER CORP DEL	COM	235851102	1878	27065	SH	SOLE
DANAHER CORP DEL	COM	235851102	8	120	SH	DEFINED
DANSKE BK A/S	ADR	236363107	409	34869	SH	SOLE
DASSAULT SYS S A	SPONSORED ADR	237545108	465	8677	SH	SOLE
DEAN FOODS CO NEW	COM	242370104	41	1750	SH	SOLE
DEERE & CO	COM	244199105	158	3196	SH	SOLE
DEL MONTE FOODS CO	COM	24522P103	531	68050	SH	SOLE
DELL INC	COM	24702R101	142	8600	SH	SOLE
DELUXE CORP	COM	248019101	9	630	SH	SOLE
DENTSPLY INTL INC NEW	COM	249030107	312	8300	SH	SOLE
TOTAL FOR PAGE 5			11402	410489		

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MAN
DESARROLLADORA HOMEX S A DE	SPONSORED ADR	25030W100	230	5204	SH		SOLE	
DEVON ENERGY CORP NEW	COM	25179M103	36	395	SH		SOLE	
DIAGEO P L C	SPON ADR NEW	25243Q205	134	1945	SH		SOLE	
DIAMONDROCK HOSPITALITY CO	COM	252784301	63	6950	SH		SOLE	
DISNEY WALT CO	COM DISNEY	254687106	119	3875	SH		SOLE	
DONALDSON INC	COM	257651109	236	5641	SH		SOLE	
DONNELLEY R R & SONS CO	COM	257867101	130	5295	SH		SOLE	
DOVER CORP	COM	260003108	1538	37950	SH		SOLE	
DOVER CORP	COM	260003108	7	180	SH		DEFINED	
EXCO RESOURCES INC	COM	269279402	33	2000	SH		SOLE	
EDISON INTL	COM	281020107	159	3984	SH		SOLE	
EL PASO ELEC CO	COM NEW	283677854	49	2340	SH		SOLE	
ELLIS PERRY INTL INC	COM	288853104	16	1050	SH		SOLE	
EMBRAER EMPRESA BRASILEIRA	DE AERONAUTICA EMBR	29081M102	352	13049	SH		SOLE	
EMERGENCY MEDICAL SVCS CORP	CL A	29100P102	21	700	SH		SOLE	
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T101	89	1999	SH		SOLE	
ENCANA CORPORATION	COM	292505104	361	5489	SH		SOLE	
ENNIS INC	COM	293389102	287	18585	SH		SOLE	
ENPRO INDS INC	COM	29355X107	21	570	SH		SOLE	
EQUITABLE RES INC	COM	294549100	199	5432	SH		SOLE	
ERSTE BK DER OESTERREICHISCH	SPONSORED ADR	296036304	365	15100	SH		SOLE	
EURONET WORLDWIDE INC	COM	298736109	337	20180	SH		SOLE	
EXELON CORP	COM	30161N101	19	300	SH		SOLE	
EXPRESS SCRIPTS INC	COM	302182100	2093	28360	SH		SOLE	
EXPRESS SCRIPTS INC	COM	302182100	9	120	SH		DEFINED	
EXXON MOBIL CORP	COM	30231G102	8795	113271	SH		SOLE	
EXXON MOBIL CORP	COM	30231G102	303	3900	SH		DEFINED	
FPL GROUP INC	COM	302571104	101	2005	SH		SOLE	

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FTI CONSULTING INC	COM	302941109	342	4738	SH	SOLE
FERRO CORP	COM	315405100	118	5850	SH	SOLE
F5 NETWORKS INC	COM	315616102	329	14094	SH	SOLE
FIDELITY NATL INFORMATION SV	COM	31620M106	305	16550	SH	SOLE
FIRST NIAGARA FINL GP INC	COM	33582V108	100	6370	SH	SOLE
TOTAL FOR PAGE 6			17296	353471		

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MAN
FIRST SOLAR INC	COM	336433107	27	145	SH		SOLE	
FLUOR CORP NEW	COM	343412102	30	540	SH		SOLE	
FOMENTO ECONOMICO MEXICANA	S.A.B. DE C.V. ADR	344419106	354	9274	SH		SOLE	
FOREST LABS INC	COM	345838106	56	1975	SH		SOLE	
FOSSIL INC	COM	349882100	381	13488	SH		SOLE	
FOUNDRY NETWORKS INC	COM	35063R100	166	9112	SH		SOLE	
FRANKLIN RES INC	COM	354613101	163	1851	SH		SOLE	
FREEPOR-T-MCMORAN COPPER & GO	COM	35671D857	132	2331	SH		SOLE	
FRESENIUS MEDICAL CARE AG	SPONSORED ADR	358029106	932	17939	SH		SOLE	
GAMCO INVESTORS INC	COM	361438104	13	220	SH		SOLE	
GAFISA S A	SPONS ADR	362607301	114	4452	SH		SOLE	
GALLAGHER ARTHUR J & CO	COM	363576109	143	5580	SH		SOLE	
GAP INC DEL	COM	364760108	58	3245	SH		SOLE	
GAZPROM O A O	SPON ADR	368287207	924	29542	SH		SOLE	
GEN-PROBE INC NEW	COM	36866T103	156	2945	SH		SOLE	
GENERAL DYNAMICS CORP	COM	369550108	633	8592	SH		SOLE	
GENERAL ELECTRIC CO	COM	369604103	633	24830	SH		SOLE	
GENERAL ELECTRIC CO	COM	369604103	133	5210	SH		DEFINED	
GENERAL MLS INC	COM	370334104	53	765	SH		SOLE	
GENESCO INC	COM	371532102	20	600	SH		SOLE	
GERDAU SA COSG		373737105	168	15117	SH		SOLE	
GILEAD SCIENCES INC	COM	375558103	317	6945	SH		SOLE	
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	141	3235	SH		SOLE	
GRAFTECH INTL LTD	COM	384313102	18	1170	SH		SOLE	
GRAINGER W W INC	COM	384802104	332	3820	SH		SOLE	
GREY WOLF INC	COM	397888108	27	3510	SH		SOLE	
GROUPE DANONE	SPONSORED ADR	399449107	577	41066	SH		SOLE	
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	158	7219	SH		SOLE	
GUESS INC	COM	401617105	1626	46730	SH		SOLE	
GUESS INC	COM	401617105	7	210	SH		DEFINED	
H & E EQUIPMENT SERVICES INC	COM	404030108	25	2600	SH		SOLE	
HSBC HLDGS PLC	SPON ADR NEW	404280406	621	7681	SH		SOLE	
HALLIBURTON CO	COM	406216101	99	3044	SH		SOLE	
TOTAL FOR PAGE 7			9237	284983				

FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MAN
HANESBRANDS INC	COM	410345102	530	24350	SH		SOLE	
HARTFORD FINL SVCS GROUP INC	COM	416515104	227	5541	SH		SOLE	
HEINZ H J CO	COM	423074103	138	2765	SH		SOLE	
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	230	9490	SH		SOLE	
HENKEL LTD PARTNERSHIP	SPON ADR PFD	42550U208	447	12297	SH		SOLE	
HESS CORP	COM	42809H107	1408	17158	SH		SOLE	
HESS CORP	COM	42809H107	6	70	SH		DEFINED	
HEWLETT PACKARD CO	COM	428236103	2857	61796	SH		SOLE	
HEWLETT PACKARD CO	COM	428236103	8	180	SH		DEFINED	
HOLLY CORP	COM PAR \$0.01	435758305	115	3985	SH		SOLE	
HOME DEPOT INC	COM	437076102	146	5635	SH		SOLE	
HONEYWELL INTL INC	COM	438516106	23	545	SH		SOLE	
HUBBELL INC	CL B	443510201	119	3400	SH		SOLE	
IBERDROLA SA	SPON ADR	450737101	362	9037	SH		SOLE	
ICICI BK LTD	ADR	45104G104	74	3128	SH		SOLE	
IDEXX LABS INC	COM	45168D104	487	8884	SH		SOLE	
ILLINOIS TOOL WKS INC	COM	452308109	220	4950	SH		SOLE	
INDIA FD INC	COM	454089103	123	3734	SH		SOLE	
INFORMATICA CORP	COM	45666Q102	343	26432	SH		SOLE	
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	348	10448	SH		SOLE	
ING GROEP N V	SPONSORED ADR	456837103	391	18265	SH		SOLE	
INTEL CORP	COM	458140100	249	13279	SH		SOLE	
INTERNATIONAL BUSINESS MACHS	COM	459200101	2609	22305	SH		SOLE	
INTERNATIONAL BUSINESS MACHS	COM	459200101	7	60	SH		DEFINED	
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	629	15950	SH		SOLE	
INTUITIVE SURGICAL INC	COM NEW	46120E602	1686	6995	SH		SOLE	
INTUITIVE SURGICAL INC	COM NEW	46120E602	7	30	SH		DEFINED	
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	24	442	SH		SOLE	
ISHARES INC	MSCI SINGAPORE	464286673	196	20175	SH		SOLE	
ISHARES INC	MSCI TURKEY FD	464286715	307	6884	SH		SOLE	
ISHARES INC	MSCI TAIWAN	464286731	72	6636	SH		SOLE	
ISHARES INC	MSCI S KOREA	464286772	699	17589	SH		SOLE	
ISHARES INC	MSCI STH AFRCA	464286780	418	8528	SH		SOLE	
TOTAL FOR PAGE 8			15505	350963				

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MAN
ISHARES INC	MSCI JAPAN	464286848	3042	285343	SH		SOLE	
ISHARES TRUST S & P 500		464287200	10222	87500	SH		SOLE	
ISHARES TRUST MSCI EMERGING	MARKETS	464287234	173	5076	SH		SOLE	
ISHARES TR S&P 500	GROWTH INDEX FD	464287309	39	684	SH		SOLE	
ISHARES TR	S&P 500 VALUE	464287408	26	437	SH		SOLE	
ISHARES TR	MSCI EAFE IDX	464287465	212	3765	SH		SOLE	
ISHARES TR	S&P MIDCAP 400	464287507	203	2800	SH		SOLE	
ISHARES TR	COHEN&ST RLTY	464287564	94	1228	SH		SOLE	

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ISHARES TR	RUSSELL1000VAL	464287598	7113	111345	SH	SOLE
ISHARES TR	RUSSELL1000VAL	464287598	70	1102	SH	DEFINED
ISHARES TR	RUSSELL1000GRW	464287614	574	11829	SH	SOLE
ISHARES TR	RUSSELL1000GRW	464287614	74	1531	SH	DEFINED
ISHARES TR	RUSSELL 1000	464287622	174	2735	SH	SOLE
ISHARES TR	RUSL 2000 VALU	464287630	2403	35731	SH	SOLE
ISHARES TR	RUSL 2000 GROW	464287648	624	8823	SH	SOLE
ISHARES TR	RUSSELL 2000	464287655	359	5275	SH	SOLE
ISHARES TR	RUSL 3000 VALU	464287663	8	90	SH	SOLE
ISHARES TRUST UTILITIES		464287697	58	742	SH	SOLE
ISHARES TR	DJ US REAL EST	464287739	141	2275	SH	SOLE
ISHARES TR	DJ US FINL SEC	464287788	70	1008	SH	SOLE
ISHARES TR	HIGH YLD CORP	464288513	26	323	SH	SOLE
ITC HLDGS CORP	COM	465685105	137	2645	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	1938	41504	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	7	140	SH	DEFINED
JABIL CIRCUIT INC	COM	466313103	534	55970	SH	SOLE
JABIL CIRCUIT INC	COM	466313103	2	210	SH	DEFINED
JACK IN THE BOX INC	COM	466367109	42	2000	SH	SOLE
JACOBS ENGR GROUP INC DEL	COM	469814107	1379	25390	SH	SOLE
JACOBS ENGR GROUP INC DEL	COM	469814107	6	110	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	622	8971	SH	SOLE
JOHNSON CTLS INC	COM	478366107	122	4039	SH	SOLE
JOY GLOBAL INC	COM	481165108	258	5720	SH	SOLE
JUNIPER NETWORKS INC	COM	48203R104	1460	69332	SH	SOLE
JUNIPER NETWORKS INC	COM	48203R104	7	319	SH	DEFINED
TOTAL FOR PAGE 9			32219	785992		

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MAN
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	224	4908	SH		SOLE	
KAYNE ANDERSON MLP CE FUND		486606106	278	12025	SH		SOLE	
KELLOGG CO	COM	487836108	150	2675	SH		SOLE	
KENNAMETAL INC	COM	489170100	142	5241	SH		SOLE	
KIMBERLY CLARK CORP	COM	494368103	505	7783	SH		SOLE	
KIRIN HLDGS COMPANY LTD	SPON ADR	497350306	364	28095	SH		SOLE	
KNOLL INC	COM NEW	498904200	178	11800	SH		SOLE	
ROYAL PHILIPS ELECTRONICS	NV	500472303	540	19800	SH		SOLE	
KROGER CO	COM	501044101	282	10265	SH		SOLE	
LSI INDS INC	COM	50216C108	56	6800	SH		SOLE	
LANCASTER COLONY CORP	COM	513847103	91	2430	SH		SOLE	
LANCE INC	COM	514606102	171	7535	SH		SOLE	
LINCOLN ELEC HLDGS INC	COM	533900106	132	2055	SH		SOLE	
LINCOLN NATL CORP IND	COM	534187109	118	2746	SH		SOLE	
LOCKHEED MARTIN CORP	COM	539830109	236	2153	SH		SOLE	
LOUISIANA CENT OIL & GAS CO	UT NET PROFIT	546234204	143	100	SH		SOLE	
LUBRIZOL CORP	COM	549271104	122	2825	SH		SOLE	
LUMERA CORP	COM	55024R106	0	1000	SH		SOLE	
MDU RES GROUP INC	COM	552690109	560	19300	SH		SOLE	
MFA MTG INVTS INC	COM	55272X102	166	25480	SH		SOLE	
MACROVISION SOLUTIONS CORP	COM	55611C108	718	46680	SH		SOLE	

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MAGYAR TELEKOM							
TELECOMMUNICATIONS PLC	ADR	559776109	345	14838	SH	SOLE	
MAIDENFORM BRANDS INC	COM	560305104	28	1900	SH	SOLE	
MARTEK BIOSCIENCES CORP	COM	572901106	130	4130	SH	SOLE	
MASTERCARD INC	CL A	57636Q104	34	190	SH	SOLE	
MATADOR RESOURCES COMPANY		576485106	450	15000	SH	SOLE	
MATTEL INC	COM	577081102	61	3365	SH	SOLE	
MCDERMOTT INTL INC	COM	580037109	13	500	SH	SOLE	
MCDONALDS CORP	COM	580135101	2197	35610	SH	SOLE	
MCDONALDS CORP	COM	580135101	8	130	SH	DEFINED	
MCGRAW HILL COS INC	COM	580645109	22	700	SH	SOLE	
MCKESSON CORP	COM	58155Q103	111	2055	SH	SOLE	
MECHEL OAO	SPONSORED ADR	583840103	142	7915	SH	SOLE	
TOTAL FOR PAGE 10			8717	308029			

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	O MAN
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	27	595	SH		SOLE	
MEDTRONIC INC	COM	585055106	1037	20707	SH		SOLE	
MENTOR CORP MINN	COM	587188103	115	4810	SH		SOLE	
MERCK & CO INC	COM	589331107	101	3194	SH		SOLE	
MERIDIAN BIOSCIENCE INC	COM	589584101	127	4390	SH		SOLE	
MERRILL LYNCH CAP TR V	NC PFD 7.28%	59021K205	29	2000	SH		SOLE	
METHODE ELECTRS INC	COM	591520200	15	1650	SH		SOLE	
METLIFE INC	COM	59156R108	311	5546	SH		SOLE	
METTLER TOLEDO INTERNATIONAL	COM	592688105	787	8034	SH		SOLE	
MICROSOFT CORP	COM	594918104	295	11055	SH		SOLE	
MICROVISION INC DEL	COM	594960106	107	55000	SH		SOLE	
MICROCHIP TECHNOLOGY INC	COM	595017104	148	5045	SH		SOLE	
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	362	6464	SH		SOLE	
MOL MAGYAR OLAJ-ES GAZIPARI	SPON ADR SER A	608464202	263	5836	SH		SOLE	
FEDRTD TFOF INST SHS		60934N401	43960	43960183	PRN		SOLE	
FEDRTD TFOF INST SHS		60934N401	321	320784	PRN		DEFINED	
FEDRTD TFOF SRVC SHS		60934N880	6631	6631264	PRN		SOLE	
MONSANTO CO NEW	COM	61166W101	44	445	SH		SOLE	
MORGAN STANLEY	COM NEW	617446448	77	3349	SH		SOLE	
MORGAN STANLEY INDIA INVS FD	COM	61745C105	130	6518	SH		SOLE	
MOSAIC CO	COM	61945A107	30	445	SH		SOLE	
MOVADO GROUP INC	COM	624580106	174	7810	SH		SOLE	
NBT BANCORP INC	COM	628778102	23	780	SH		SOLE	
NN INC	COM	629337106	31	2400	SH		SOLE	
NRG ENERGY INC	COM NEW	629377508	48	1924	SH		SOLE	
NTT DOCOMO INC	SPONS ADR	62942M201	446	28028	SH		SOLE	
NASDAQ STOCK MARKET INC	COM	631103108	1287	42100	SH		SOLE	
NASDAQ STOCK MARKET INC	COM	631103108	6	195	SH		DEFINED	
NATIONAL FUEL GAS CO N J	COM	636180101	137	3250	SH		SOLE	
NATIONAL OILWELL VARCO INC	COM	637071101	1411	28100	SH		SOLE	
NATIONAL OILWELL VARCO INC	COM	637071101	6	110	SH		DEFINED	
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1441	83785	SH		SOLE	
NATIONAL SEMICONDUCTOR CORP	COM	637640103	6	350	SH		DEFINED	

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TOTAL FOR PAGE 11

59933 51256146

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MAN
NESTLE S A	SPONSORED ADR	641069406	971	22595	SH		SOLE	
NEUSTAR INC	CL A	64126X201	551	27730	SH		SOLE	
NEWELL RUBBERMAID INC	COM	651229106	31	1825	SH		SOLE	
NEWS CORP	CL A	65248E104	326	27200	SH		SOLE	
NIDEC CORP	SPONSORED ADR	654090109	580	38008	SH		SOLE	
NIKE INC	CL B	654106103	565	8440	SH		SOLE	
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	482	66789	SH		SOLE	
NOKIA CORP	SPONSORED ADR	654902204	374	20080	SH		SOLE	
NOBLE ENERGY INC	COM	655044105	1249	22460	SH		SOLE	
NOBLE ENERGY INC	COM	655044105	5	95	SH		DEFINED	
NORDSTROM INC	COM	655664100	80	2787	SH		SOLE	
NORFOLK SOUTHERN CORP	COM	655844108	1626	24560	SH		SOLE	
NORFOLK SOUTHERN CORP	COM	655844108	7	110	SH		DEFINED	
NORTEL NETWORKS CORP NEW	COM NEW	656568508	0	6	SH		SOLE	
NORTHERN TR CORP	COM	665859104	248	3440	SH		SOLE	
NORTHWEST NAT GAS CO	COM	667655104	111	2140	SH		SOLE	
NOVARTIS A G	SPONSORED ADR	66987V109	681	12891	SH		SOLE	
NOVO-NORDISK A/S (VORMALS	NOVO INDUSTRI A/S)	670100205	863	16864	SH		SOLE	
NUSTAR GP HOLDINGS LLC	UNIT RESTG LLC	67059L102	35	2000	SH		SOLE	
OGE ENERGY CORP	COM	670837103	62	2000	SH		SOLE	
OSI PHARMACEUTICALS INC	COM	671040103	2062	41835	SH		SOLE	
OSI PHARMACEUTICALS INC	COM	671040103	9	180	SH		DEFINED	
OCCIDENTAL PETE CORP DEL	COM	674599105	2171	30818	SH		SOLE	
OCCIDENTAL PETE CORP DEL	COM	674599105	8	110	SH		DEFINED	
OIL CO LUKOIL	SPONSORED ADR	677862104	450	7687	SH		SOLE	
OMNICARE INC	COM	681904108	1602	55680	SH		SOLE	
OMNICARE INC	COM	681904108	7	260	SH		DEFINED	
ON2 TECHNOLOGIES INC	COM	68338A107	1	2500	SH		SOLE	
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	417	20557	SH		SOLE	
ORACLE CORP	COM	68389X105	419	20650	SH		SOLE	
OSHKOSH CORP	COM	688239201	487	36997	SH		SOLE	
OWENS & MINOR INC NEW	COM	690732102	186	3830	SH		SOLE	
P F CHANGS CHINA BISTRO INC	COM	69333Y108	191	8128	SH		SOLE	
TOTAL FOR PAGE 12			16857	531252				

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MAN
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PNC FINL SVCS GROUP INC	COM	693475105	261	3496	SH	SOLE
POSCO	SPONSORED ADR	693483109	555	5941	SH	SOLE
PACKAGING CORP AMER	COM	695156109	134	5765	SH	SOLE
PACWEST BANCORP DEL	COM	695263103	148	5160	SH	SOLE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	1887	102600	SH	SOLE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	8	450	SH	DEFINED
PARK ELECTROCHEMICAL CORP	COM	700416209	118	4890	SH	SOLE
PARKWAY PPTYS INC	COM	70159Q104	119	3130	SH	SOLE
PAYCHEX INC	COM	704326107	52	1575	SH	SOLE
PEETS COFFEE & TEA INC	COM	705560100	603	21596	SH	SOLE
PEPSICO INC	COM	713448108	237	3325	SH	SOLE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V101	699	18691	SH	SOLE
PFIZER INC	COM	717081103	18	956	SH	SOLE
PHILIP MORRIS INTL INC	COM	718172109	142	2948	SH	SOLE
PIKE ELEC CORP	COM	721283109	30	2050	SH	SOLE
PITNEY BOWES INC	COM	724479100	136	4100	SH	SOLE
POLYCOM INC	COM	73172K104	155	6725	SH	SOLE
POLYPORE INTL INC	COM	73179V103	534	24841	SH	SOLE
PORTLAND GEN ELEC CO	COM NEW	736508847	29	1220	SH	SOLE
PRAXAIR INC	COM	74005P104	47	660	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	98	1400	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	182	5540	SH	SOLE
QLOGIC CORP	COM	747277101	137	8930	SH	SOLE
QUALCOMM INC	COM	747525103	1593	37080	SH	SOLE
QUALCOMM INC	COM	747525103	6	150	SH	DEFINED
QUALITY SYS INC	COM	747582104	456	10800	SH	SOLE
QUEST DIAGNOSTICS INC	COM	74834L100	516	9980	SH	SOLE
REHABCARE GROUP INC	COM	759148109	10	540	SH	SOLE
RENASANT CORP	COM	75970E107	25	1150	SH	SOLE
RENT A CTR INC NEW	COM	76009N100	29	1300	SH	SOLE
REPUBLIC SVCS INC	COM	760759100	387	12918	SH	SOLE
ROCHE HLDG LTD	SPONSORED ADR	771195104	775	9955	SH	SOLE
ROCK-TENN CO	CL A	772739207	27	680	SH	SOLE
TOTAL FOR PAGE 13			10153	320542		

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	MAN
ROCKWOOD HLDGS INC	COM	774415103	39	1510	SH		SOLE	
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	137	2400	SH		SOLE	
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	333	14864	SH		SOLE	
SAIC INC	COM	78390X101	34	1670	SH		SOLE	
SEI INVESTMENTS CO	COM	784117103	27	1215	SH		SOLE	
SK TELECOM LTD	SPONSORED ADR	78440P108	288	15300	SH		SOLE	
SLM CORPORATION	COM	78442P106	115	9300	SH		SOLE	
SWS GROUP INC	COM	78503N107	173	8610	SH		SOLE	
SAFETY INS GROUP INC	COM	78648T100	85	2250	SH		SOLE	
SAFEWAY INC	COM NEW	786514208	82	3473	SH		SOLE	
SANDVIK AB	ADR	800212201	389	37716	SH		SOLE	
SASOL LTD	SPONSORED ADR	803866300	75	1773	SH		SOLE	
SAUER-DANFOSS INC	COM	804137107	151	6110	SH		SOLE	
SCHERING PLOUGH CORP	COM	806605101	120	6481	SH		SOLE	

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SCHLUMBERGER LTD	COM	806857108	51	650	SH	SOLE
SEACOR HOLDINGS INC	COM	811904101	34	425	SH	SOLE
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	578	8107	SH	SOLE
AIM STIC LAP INST		825251820	48194	48194195	PRN	SOLE
AIM STIC LAP INST		825251820	75	74568	PRN	DEFINED
AIM TREAS PRIV		825252109	3725	3725322	PRN	SOLE
AIM TREAS INS		825252406	37936	37935973	PRN	SOLE
SIEMENS A G	SPONSORED ADR	826197501	580	6177	SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	1764	33650	SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	7	140	SH	DEFINED
SIGNATURE BK NEW YORK N Y	COM	82669G104	455	13037	SH	SOLE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	233	40446	SH	SOLE
SIMON PPTY GROUP INC NEW	COM	828806109	145	1497	SH	SOLE
SINCLAIR BROADCAST GROUP INC	CL A	829226109	14	2780	SH	SOLE
SMITH A O	COM	831865209	36	910	SH	SOLE
SOCIEDAD QUIMICA Y MINERA	DE CHILE SA	833635105	313	12435	SH	SOLE
SONOCO PRODS CO	COM	835495102	127	4265	SH	SOLE
SONUS NETWORKS INC	COM	835916107	139	48357	SH	SOLE
SOUTH JERSEY INDS INC	COM	838518108	132	3690	SH	SOLE
TOTAL FOR PAGE 14			96586	90219296		

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MAN
SOUTHERN CO	COM	842587107	151	4010	SH		SOLE	
SOUTHERN COPPER CORP	COM	84265V105	87	4537	SH		SOLE	
SOUTHWEST GAS CORP	COM	844895102	32	1050	SH		SOLE	
SPRINT NEXTEL CORP	COM FON	852061100	149	24450	SH		SOLE	
STAGE STORES INC	COM NEW	85254C305	120	8780	SH		SOLE	
STAPLES INC	COM	855030102	116	5150	SH		SOLE	
STATE STR CORP	COM	857477103	128	2248	SH		SOLE	
STERIS CORP	COM	859152100	225	5990	SH		SOLE	
STERLITE INDS INDIA LTD	ADS	859737207	114	12681	SH		SOLE	
STRAYER ED INC	COM	863236105	797	3978	SH		SOLE	
SUNOPTA INC	COM	8676EP108	343	55654	SH		SOLE	
SUNRISE SENIOR LIVING INC.	COM	86768K106	30	2200	SH		SOLE	
SVENSKA CELLULOZA AKTIEBOLAG	SPONSORED ADR	869587402	270	26083	SH		SOLE	
SWISS REINS CO	SPONSORED ADR	870887205	492	9090	SH		SOLE	
SYNGENTA AG	SPONSORED ADR	87160A100	218	5159	SH		SOLE	
SYNOPSIS INC	COM	871607107	72	3600	SH		SOLE	
SYNIVERSE HLDGS INC	COM	87163F106	43	2570	SH		SOLE	
TJX COS INC NEW	COM	872540109	61	1988	SH		SOLE	
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	957	102186	SH		SOLE	
TALEO CORP	CL A	87424N104	458	23015	SH		SOLE	
TATA MTRS LTD	SPONSORED ADR	876568502	74	9634	SH		SOLE	
TECH DATA CORP	COM	878237106	50	1660	SH		SOLE	
TECHNITROL INC	COM	878555101	163	11040	SH		SOLE	
TELEFONICA S A	SPONSORED ADR	879382208	648	9063	SH		SOLE	
TEMPUR PEDIC INTL INC	COM	88023U101	76	6500	SH		SOLE	
TENARIS S A	SPONSORED ADR	88031M109	137	3673	SH		SOLE	
TENNANT CO	COM	880345103	243	7095	SH		SOLE	
TENNECO INC	COM	880349105	193	18112	SH		SOLE	

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TESCO PLC	SPONSORED ADR	881575302	441	21276	SH	SOLE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	1071	23385	SH	SOLE
TEXAS CAPITAL BANCSHARES, INC.	INC.	88224Q107	473	22800	SH	SOLE
TEXAS INSTRS INC	COM	882508104	22	1000	SH	SOLE
TIDEWATER INC	COM	886423102	55	1000	SH	SOLE
TOTAL FOR PAGE 15			8509	440657		

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MAN
TIM PARTICIPACOE S A	SPONS ADR PFD	88706P106	42	2017	SH		SOLE	
TIME WARNER INC	COM	887317105	110	8392	SH		SOLE	
TORO CO	COM	891092108	131	3165	SH		SOLE	
TORONTO DOMINION BK ONT	COM NEW	891160509	650	10659	SH		SOLE	
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	260	3030	SH		SOLE	
TRANSMEDIA EUROPE INC	COM	893764100	7	7000	SH		SOLE	
TRAVELERS COMPANIES INC	COM	89417E109	251	5550	SH		SOLE	
TREDEGAR CORP	COM	894650100	49	2760	SH		SOLE	
TREEHOUSE FOODS INC	COM	89469A104	68	2300	SH		SOLE	
TUPPERWARE BRANDS CORP	COM	899896104	254	9180	SH		SOLE	
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	374	24918	SH		SOLE	
UIL HLDG CORP	COM	902748102	79	2300	SH		SOLE	
US BANCORP DEL	COM NEW	902973304	411	11403	SH		SOLE	
UNIFIRST CORP MASS	COM	904708104	11	250	SH		SOLE	
UNILEVER N V	N Y SHS NEW	904784709	142	5040	SH		SOLE	
UNION PAC CORP	COM	907818108	85	1195	SH		SOLE	
UNITED OVERSEAS BK LTD	SPONSORED ADR	911271302	632	26893	SH		SOLE	
UNITED TECHNOLOGIES CORP	COM	913017109	1967	32745	SH		SOLE	
UNITED TECHNOLOGIES CORP	COM	913017109	7	120	SH		DEFINED	
VALERO ENERGY CORP NEW	COM	91913Y100	212	7000	SH		SOLE	
VALUECLICK INC	COM	92046N102	517	50583	SH		SOLE	
VARIAN MED SYS INC	COM	92220P105	1873	32790	SH		SOLE	
VARIAN MED SYS INC	COM	92220P105	9	160	SH		DEFINED	
VERIZON COMMUNICATIONS INC	COM	92343V104	403	12567	SH		SOLE	
VIACOM INC NEW	CL B	92553P201	560	22525	SH		SOLE	
VIVO PARTICIPACOE S A	SPON ADR PFD	92855S101	119	28692	SH		SOLE	
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	434	19629	SH		SOLE	
VULCAN MATLS CO	COM	929160109	298	4000	SH		SOLE	
WADDELL & REED FINL INC	CL A	930059100	133	5370	SH		SOLE	
WAL MART DE MEXICO S A B DE	SPON ADR REP V	93114W107	444	12732	SH		SOLE	
WAL MART STORES INC	COM	931142103	2248	37540	SH		SOLE	
WAL MART STORES INC	COM	931142103	8	140	SH		DEFINED	
WASTE CONNECTIONS INC	COM	941053100	185	5400	SH		SOLE	
TOTAL FOR PAGE 16			12973	398045				

FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MAN
WATSON PHARMACEUTICALS INC	COM	942683103	115	4045	SH		SOLE	
WELLPOINT INC	COM	94973V107	173	3700	SH		SOLE	
WELLS FARGO & CO NEW	COM	949746101	268	7131	SH		SOLE	
WERNER ENTERPRISES INC	COM	950755108	16	750	SH		SOLE	
WESCO INTL INC	COM	95082P105	294	9150	SH		SOLE	
WESTAMERICA BANCORPORATION	COM	957090103	160	2780	SH		SOLE	
WESTERN DIGITAL CORP	COM	958102105	64	3020	SH		SOLE	
WESTERN UN CO	COM	959802109	176	7150	SH		SOLE	
WILLIAMS COS INC DEL	COM	969457100	24	1000	SH		SOLE	
WIMM BILL DANN FOODS OJSC	SPONSORED ADR	97263M109	131	1852	SH		SOLE	
WINTRUST FINANCIAL CORP	COM	97650W108	592	20163	SH		SOLE	
WOODSIDE PETE LTD	SPONSORED ADR	980228308	309	7689	SH		SOLE	
WORTHINGTON INDS INC	COM	981811102	195	13030	SH		SOLE	
WYETH	COM	983024100	81	2200	SH		SOLE	
XTO ENERGY INC	COM	98385X106	93	2006	SH		SOLE	
YANZHOU COAL MNG CO LTD	SPON ADR H SHS	984846105	260	24746	SH		SOLE	
YARA INTL ASA	SPONSORED ADR	984851204	220	6398	SH		SOLE	
TOTAL FOR PAGE 17			3171	116810				
GRAND TOTALS			344158	47096260				