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TEXAS CAPITAL BANCSHARES INC/TX  
Form 13F-HR  
November 04, 2009

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 9/30/09

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: 2000 McKinney Ave, Ste 700  
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	11/03/09
-----	-----	-----
[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
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_____	28-_____	_____

[Repeat as necessary.]

TEXAS CAPITAL BANK, DALLAS, TX

CLIENT NO. 781                      SCHEDULE 13F WORKSHEET                      AS OF 09/30/2009                      PAGE 1

BELOW IS A LIST OF THE EQUITY SECURITIES THAT YOU HAVE FLAGGED ON YOUR CHARLOTTE FILES AS "13 F SECURITIES" WITH A "13 F INVESTMENT DISCRETION" OF SOLE OR SHARED. SECURITIES ARE LISTED BY SECURITY TYPE AND IN CUSIP NUMBER ORDER WITHIN EACH SECURITY TYPE. SECURITY POSITIONS WITH AN INVESTMENT DISCRETION OF NONE, AND SECURITY TYPES 01-06, 12, 15, 16, 18-22, 25-27 AND 34-37 ARE NOT INCLUDED IN THIS REPORT.

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN MA
-----	-----	-----	-----	-----	-----	-----	-----
DAIMLER AG	REG SHS	D1668R123	173	3435	SH		SOLE
AMDOCS LTD	ORD	G02602103	455	16925	SH		SOLE

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ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	38	1420	SH	SOLE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	545	14620	SH	SOLE
BUNGE LIMITED	COM	G16962105	24	390	SH	SOLE
CREDICORP LTD	COM	G2519Y108	102	1312	SH	SOLE
COVIDIEN PLC	SHS	G2554F105	582	13460	SH	SOLE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	40	2480	SH	SOLE
PARTNERRE LTD	COM	G6852T105	27	345	SH	SOLE
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	45	1250	SH	SOLE
LOGITECH INTL S A	SHS	H50430232	193	10485	SH	SOLE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	278	7325	SH	SOLE
TYCO INTERNATIONAL LTD	SHS	H89128104	434	12585	SH	SOLE
UBS AG	SHS NEW	H89231338	317	17342	SH	SOLE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	247	3392	SH	SOLE
FLEXTRONICS INTL LTD	ORD	Y2573F102	374	50029	SH	SOLE
ABB LTD	SPONSORED ADR	000375204	540	26940	SH	SOLE
ACCO BRANDS CORP	COM	00081T108	25	3450	SH	SOLE
AFLAC INC	COM	001055102	304	7126	SH	SOLE
AMN HEALTHCARE SERVICES INC	COM	001744101	27	2850	SH	SOLE
AT&T INC	COM	00206R102	321	11886	SH	SOLE
AU OPTRONICS CORP	SPONSORED ADR	002255107	38	3944	SH	SOLE
ABBOTT LABS	COM	002824100	1076	21750	SH	SOLE
ABBOTT LABS	COM	002824100	6	120	SH	DEFINED
ACXIOM CORP	COM	005125109	24	2530	SH	SOLE
ADIDAS AG	ADR	00687A107	322	12117	SH	SOLE
AFFILIATED MANAGERS GROUP	COM	008252108	274	4220	SH	SOLE
AIR LIQUIDE	ADR	009126202	251	11055	SH	SOLE
ALCOA INC	COM	013817101	133	10125	SH	SOLE

TOTAL FOR PAGE 1

7215 274908

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN MA
ALLIANZ SE	SP ADR 1/10 SH	018805101	274	21943	SH		SOLE
AMAZON COM INC	COM	023135106	97	1035	SH		SOLE
AMERICA MOVIL S A B DE C V	SPON ADR	02364W105	215	4898	SH		SOLE
AMERICAN PHYSICIANS CAPITAL	COM	028884104	12	416	SH		SOLE
AMERISAFE INC	COM	03071H100	22	1250	SH		SOLE
AMGEN INC	COM	031162100	32	525	SH		SOLE
ANADARKO PETE CORP	COM	032511107	28	440	SH		SOLE
ANGLOGOLD ASHANTI LTD	SPONS ADR	035128206	84	2054	SH		SOLE
APACHE CORP	COM	037411105	1212	13200	SH		SOLE
APACHE CORP	COM	037411105	6	60	SH		DEFINED
APOGEE ENTERPRISES INC	COM	037598109	28	1880	SH		SOLE
APOLLO GROUP INC	CL A	037604105	826	11215	SH		SOLE
APOLLO GROUP INC	CL A	037604105	5	70	SH		DEFINED
APPLE INC	COM	037833100	1018	5490	SH		SOLE
APPLE INC	COM	037833100	6	30	SH		DEFINED

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ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	28	755 SH	SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	81	2770 SH	SOLE
ASBURY AUTOMOTIVE GROUP INC	COM	043436104	13	1000 SH	SOLE
ASTRAZENECA PLC	SPONSORED ADR	046353108	407	9061 SH	SOLE
AUSTRALIA & NEW ZEALAND	BANKING GROUP LTD	052528304	336	15616 SH	SOLE
AUTOZONE INC	COM	053332102	15	105 SH	SOLE
AXA	SPONSORED ADR	054536107	334	12355 SH	SOLE
BG PLC	ADR FIN INST N	055434203	328	3779 SH	SOLE
BMC SOFTWARE INC	COM	055921100	915	24390 SH	SOLE
BMC SOFTWARE INC	COM	055921100	7	180 SH	DEFINED
BAIDU COM INC	SPON ADR REP A	056752108	148	378 SH	SOLE
BAKER HUGHES INC	COM	057224107	307	7200 SH	SOLE
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	348	19527 SH	SOLE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	97	4883 SH	SOLE
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X109	106	1850 SH	SOLE
BANK OF AMERICA CORPORATION	COM	060505104	78	4621 SH	SOLE
BAYER A G	SPONSORED ADR	072730302	304	4373 SH	SOLE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	166	50 SH	SOLE
TOTAL FOR PAGE 2			7883	177399	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN MA
BEST BUY INC	COM	086516101	18	475 SH			SOLE
BHP BILLITON LTD	SPONSORED ADR	088606108	465	7052 SH			SOLE
BRF-BRASIL FOODS S A	SPONSORED ADR	10552T107	58	1087 SH			SOLE
BRASIL TELECOM	PARTICIPACOES SA	105530109	109	2043 SH			SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	839	37275 SH			SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	6	250 SH			DEFINED
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	265	4192 SH			SOLE
BROADCOM CORP	CL A	111320107	44	1450 SH			SOLE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	567	28225 SH			SOLE
BUCKEYE TECHNOLOGIES INC	COM	118255108	43	4030 SH			SOLE
CBS CORP NEW	CL B	124857202	229	18980 SH			SOLE
CNOOC LTD	SPONSORED ADR	126132109	211	1558 SH			SOLE
CVS CORP	COM	126650100	684	19150 SH			SOLE
CAL DIVE INTL INC DEL	COM	12802T101	15	1500 SH			SOLE
CAMPBELL SOUP CO	COM	134429109	21	650 SH			SOLE
CANON INC	ADR	138006309	325	8127 SH			SOLE
CAPELLA EDUCATION COMPANY	COM	139594105	203	3016 SH			SOLE
CARROLS RESTAURANT GROUP INC	COM	14574X104	16	2150 SH			SOLE
CASH AMER INTL INC	COM	14754D100	15	500 SH			SOLE
CERNER CORP	COM	156782104	51	680 SH			SOLE
CHEVRON CORP	COM	166764100	393	5576 SH			SOLE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	537	8175 SH			SOLE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	388	7908 SH			SOLE
CHINA PETROLEUM & CHEMICAL	CORP SINOPEC	16941R108	133	1566 SH			SOLE

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CHOICE HOTELS INTL INC	COM	169905106	421	13575	SH	SOLE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW 09	17133Q403	63	3505	SH	SOLE
CHURCH & DWIGHT INC	COM	171340102	829	14605	SH	SOLE
CHURCH & DWIGHT INC	COM	171340102	6	100	SH	DEFINED
CISCO SYS INC	COM	17275R102	1358	57730	SH	SOLE
CISCO SYS INC	COM	17275R102	7	280	SH	DEFINED
CITY HLDG CO	COM	177835105	30	990	SH	SOLE
CLP HOLDINGS LTD	SPONSORED ADR	18946Q101	172	25419	SH	SOLE
COCA COLA BOTTLING CO CONS	COM	191098102	18	380	SH	SOLE
TOTAL FOR PAGE 3			8539	282199		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN MA
COCA COLA HELLENIC BTTLG CO	SPONSORED ADR	1912EP104	475	18022	SH		SOLE
COCA COLA CO	COM	191216100	633	11781	SH		SOLE
COLGATE PALMOLIVE CO	COM	194162103	872	11435	SH		SOLE
COLGATE PALMOLIVE CO	COM	194162103	5	70	SH		DEFINED
COLUMBIA BKG SYS INC	COM	197236102	22	1350	SH		SOLE
COMMUNITY TR BANCORP INC	COM	204149108	14	530	SH		SOLE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	137	9003	SH		SOLE
AMBEV-CIA DE BEBIDAS DAS	AMERICAS	20441W203	580	7052	SH		SOLE
COMPUTER SCIENCES CORP	COM	205363104	33	625	SH		SOLE
CON-WAY INC	COM	205944101	732	19120	SH		SOLE
CON-WAY INC	COM	205944101	5	130	SH		DEFINED
CONOCOPHILLIPS	COM	20825C104	1247	27625	SH		SOLE
CONOCOPHILLIPS	COM	20825C104	36	798	SH		DEFINED
CORE MARK HOLDING CO INC	COM	218681104	22	780	SH		SOLE
COVANCE INC	COM	222816100	117	2165	SH		SOLE
CRANE CO	COM	224399105	27	1050	SH		SOLE
CRUSADER ENERGY GROUP INC	COM	228834107	33	1110725	SH		SOLE
CUMMINS INC	COM	231021106	31	700	SH		SOLE
DANAHER CORP DEL	COM	235851102	30	440	SH		SOLE
DANONE	SPONSORED ADR	23636T100	304	25235	SH		SOLE
DASSAULT SYS S A	SPONSORED ADR	237545108	288	5175	SH		SOLE
DEL MONTE FOODS CO	COM	24522P103	514	44350	SH		SOLE
DENTSPLY INTL INC NEW	COM	249030107	177	5125	SH		SOLE
DESARROLLADORA HOMEX S A DE	SPONSORED ADR	25030W100	30	798	SH		SOLE
DIAGEO P L C	SPON ADR NEW	25243Q205	189	3075	SH		SOLE
DONALDSON INC	COM	257651109	146	4213	SH		SOLE
DONNELLEY R R & SONS CO	COM	257867101	236	11120	SH		SOLE
DOUBLE-TAKE SOFTWARE INC	COM	258598101	187	18356	SH		SOLE
EQT CORP	COM	26884L109	451	10582	SH		SOLE
EL PASO ELEC CO	COM NEW	283677854	41	2340	SH		SOLE
EMBRAER EMPRESA BRASILEIRA	DE AERONAUTICA EMBR	29081M102	189	8258	SH		SOLE
EMCOR GROUP INC	COM	29084Q100	16	650	SH		SOLE
EMERGENCY MEDICAL SVCS CORP	CL A	29100P102	33	700	SH		SOLE

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TOTAL FOR PAGE 4

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 7852 1363378  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN MA
EMERSON ELEC CO	COM	291011104	282	7050	SH		SOLE
ENBRIDGE INC	COM	29250N105	312	8039	SH		SOLE
ENNIS INC	COM	293389102	215	13355	SH		SOLE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	274	27371	SH		SOLE
EURONET WORLDWIDE INC	COM	298736109	102	4246	SH		SOLE
EXPRESS SCRIPTS INC	COM	302182100	922	11880	SH		SOLE
EXPRESS SCRIPTS INC	COM	302182100	6	80	SH		DEFINED
EXXON MOBIL CORP	COM	30231G102	7728	112632	SH		SOLE
EXXON MOBIL CORP	COM	30231G102	177	2580	SH		DEFINED
FLIR SYS INC	COM	302445101	160	5723	SH		SOLE
FPL GROUP INC	COM	302571104	80	1455	SH		SOLE
FTI CONSULTING INC	COM	302941109	170	3995	SH		SOLE
F5 NETWORKS INC	COM	315616102	232	5853	SH		SOLE
FIDELITY NATL INFORMATION SV	COM	31620M106	363	14250	SH		SOLE
FIRST HORIZON NATL CORP	COM	320517105	17	1267	SH		SOLE
FIRST SOLAR INC	COM	336433107	41	270	SH		SOLE
FLUOR CORP NEW	COM	343412102	25	490	SH		SOLE
FOMENTO ECONOMICO MEXICANA	S.A.B. DE C.V. ADR	344419106	101	2655	SH		SOLE
FOREST LABS INC	COM	345838106	58	1955	SH		SOLE
FRANKLIN RES INC	COM	354613101	844	8390	SH		SOLE
FRANKLIN RES INC	COM	354613101	6	60	SH		DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	865	12607	SH		SOLE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	5	80	SH		DEFINED
FRESENIUS MEDICAL CARE AG	SPONSORED ADR	358029106	346	6962	SH		SOLE
GATX CORP	COM	361448103	144	5138	SH		SOLE
GALLAGHER ARTHUR J & CO	COM	363576109	195	8015	SH		SOLE
GAP INC DEL	COM	364760108	31	1430	SH		SOLE
GAZPROM O A O	SPON ADR	368287207	233	9758	SH		SOLE
GENERAL DYNAMICS CORP	COM	369550108	356	5515	SH		SOLE
GENERAL ELECTRIC CO	COM	369604103	479	29194	SH		SOLE
GENERAL ELECTRIC CO	COM	369604103	44	2700	SH		DEFINED
GERDAU SA COSG	COM	373737105	129	9609	SH		SOLE
GILEAD SCIENCES INC	COM	375558103	52	1120	SH		SOLE
TOTAL FOR PAGE 5			14994	325724			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN MA
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	192	4855	SH		SOLE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	82	5986	SH		SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	1062	5760	SH		SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	7	40	SH		DEFINED
GOOGLE INC	CL A	38259P508	40	80	SH		SOLE
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	385	20709	SH		SOLE
H & E EQUIPMENT SERVICES INC	COM	404030108	29	2600	SH		SOLE
HSBC HLDGS PLC	SPON ADR NEW	404280406	461	8048	SH		SOLE
HANESBRANDS INC	COM	410345102	503	23500	SH		SOLE
HANSEN NAT CORP	COM	411310105	46	1240	SH		SOLE
HEINZ H J CO	COM	423074103	193	4845	SH		SOLE
HENKEL LTD PARTNERSHIP	SPON ADR PFD	42550U208	266	6189	SH		SOLE
HESS CORP	COM	42809H107	17	320	SH		SOLE
HEWLETT PACKARD CO	COM	428236103	1339	28375	SH		SOLE
HEWLETT PACKARD CO	COM	428236103	6	120	SH		DEFINED
HEXCEL CORP NEW	COM	428291108	91	7981	SH		SOLE
HITACHI LIMITED	ADR 10 COM	433578507	69	2240	SH		SOLE
HOME DEPOT INC	COM	437076102	1036	38914	SH		SOLE
HOME DEPOT INC	COM	437076102	6	220	SH		DEFINED
HONDA MOTOR LTD	AMERN SHS	438128308	244	8049	SH		SOLE
HONEYWELL INTL INC	COM	438516106	21	555	SH		SOLE
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	179	6733	SH		SOLE
HUBBELL INC	CL B	443510201	188	4470	SH		SOLE
IBERDROLA SA	SPON ADR	450737101	211	5387	SH		SOLE
ICICI BK LTD	ADR	45104G104	145	3771	SH		SOLE
IDEXX LABS INC	COM	45168D104	193	3862	SH		SOLE
ILLINOIS TOOL WKS INC	COM	452308109	1011	23670	SH		SOLE
ILLINOIS TOOL WKS INC	COM	452308109	6	130	SH		DEFINED
INFORMATICA CORP	COM	45666Q102	322	14252	SH		SOLE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	372	7665	SH		SOLE
ING GROEP N V	SPONSORED ADR	456837103	387	21706	SH		SOLE
INSIGHT ENTERPRISES INC	COM	45765U103	22	1800	SH		SOLE
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	19	2850	SH		SOLE
TOTAL FOR PAGE 6			9150	266922			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN MA
INTEL CORP	COM	458140100	1243	63549	SH		SOLE
INTEL CORP	COM	458140100	6	330	SH		DEFINED
INTERACTIVE BROKERS GROUP IN	COM	45841N107	31	1550	SH		SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1245	10410	SH		SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	6	50	SH		DEFINED
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	339	8950	SH		SOLE
INTL PAPER CO	COM	460146103	18	800	SH		SOLE
INTUIT	COM	461202103	37	1305	SH		SOLE
INTREPID POTASH INC	COM	46121Y102	101	4275	SH		SOLE
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	48	1627	SH		SOLE
ISHARES INC	MSCI SINGAPORE	464286673	54	4994	SH		SOLE
ISHARES INC	MSCI TURKEY FD	464286715	101	2000	SH		SOLE
ISHARES INC	MSCI TAIWAN	464286731	323	26225	SH		SOLE
ISHARES INC	MSCI S KOREA	464286772	480	10122	SH		SOLE
ISHARES INC	MSCI STH AFRCA	464286780	482	8803	SH		SOLE
ISHARES INC	MSCI JAPAN	464286848	498	50059	SH		SOLE
ISHARES TRUST S & P 500		464287200	1166	11000	SH		SOLE
ISHARES TR	BARCLYS US AGG B	464287226	45	430	SH		SOLE
ISHARES TRUST MSCI EMERGING	MARKETS	464287234	223	5728	SH		SOLE
ISHARES TR S&P 500	GROWTH INDEX FD	464287309	91	1679	SH		SOLE
ISHARES TR INDEX	S&P 500 VALUE	464287408	67	1307	SH		SOLE
ISHARES TR	MSCI EAFE IDX	464287465	556	10163	SH		SOLE
ISHARES TR	MSCI EAFE IDX	464287465	36	650	SH		DEFINED
ISHARES TR INDEX	S&P MIDCAP 400	464287507	221	3210	SH		SOLE
ISHARES TR	COHEN&ST RLT	464287564	119	2444	SH		SOLE
ISHARES TR	RUSSELL1000VAL	464287598	3341	60211	SH		SOLE
ISHARES TR	RUSSELL1000VAL	464287598	61	1102	SH		DEFINED
ISHARES TR	RUSSELL1000GRW	464287614	518	11196	SH		SOLE
ISHARES TR	RUSSELL1000GRW	464287614	71	1531	SH		DEFINED
ISHARES TR	RUSSELL 1000	464287622	107	1835	SH		SOLE
ISHARES TR INDEX	RUSL 2000 VALU	464287630	1734	30732	SH		SOLE
ISHARES TR INDEX	RUSL 2000 GROW	464287648	159	2425	SH		SOLE
ISHARES TR	RUSSELL 2000	464287655	360	5975	SH		SOLE
TOTAL FOR PAGE 7			13887	346667			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN MA
ISHARES TR INDEX	RUSL 3000 VALU	464287663	16	223	SH		SOLE
ISHARES TRUST UTILITIES		464287697	29	415	SH		SOLE
ISHARES TR INDEX	DJ US REAL EST	464287739	192	4510	SH		SOLE
ISHARES TR INDEX	DJ US FINL SEC	464287788	32	605	SH		SOLE
ISHARES TRUST S & P 600	INDEX	464287804	47	890	SH		SOLE



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ISHARES TR	HIGH YLD CORP	464288513	96	1110	SH	SOLE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	251	12447	SH	SOLE
ITC HLDGS CORP	COM	465685105	179	3940	SH	SOLE
I2 TECHNOLOGIES INC	COM NEW	465754208	31	1930	SH	SOLE
JDA SOFTWARE GROUP INC	COM	46612K108	27	1250	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	1174	26788	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	7	155	SH	DEFINED
JSC MMC NORILSK NICKEL	SPONSORED ADR	46626D108	33	2625	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	302	4955	SH	SOLE
JOY GLOBAL INC	COM	481165108	286	5850	SH	SOLE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	179	3487	SH	SOLE
K12 INC	COM	48273U102	169	10245	SH	SOLE
KANSAS CITY SOUTHERN	COM NEW	485170302	255	9641	SH	SOLE
KAYNE ANDERSON MLP CE FUND		486606106	1554	73525	SH	SOLE
KELLOGG CO	COM	487836108	261	5295	SH	SOLE
KENNAMETAL INC	COM	489170100	250	10162	SH	SOLE
KFORCE INC	COM	493732101	33	2780	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	660	11200	SH	SOLE
KIRIN HLDGS COMPANY LTD	SPON ADR	497350306	257	16757	SH	SOLE
ROYAL PHILIPS ELECTRONICS	NV	500472303	389	15950	SH	SOLE
KOREA FD	COM NEW	500634209	82	2379	SH	SOLE
KROGER CO	COM	501044101	43	2070	SH	SOLE
KUBOTA CORP (FORMERLY	KUBOTA LTD)	501173207	243	5876	SH	SOLE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	851	10595	SH	SOLE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	6	70	SH	DEFINED
LANCE INC	COM	514606102	201	7775	SH	SOLE
LANDSTAR SYS INC	COM	515098101	188	4952	SH	SOLE
LENDER PROCESSING SVCS INC	COM	52602E102	935	24490	SH	SOLE
LENDER PROCESSING SVCS INC	COM	52602E102	6	170	SH	DEFINED
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TOTAL FOR PAGE 8			9264	285112		
			=====	=====		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN MA
LOUISIANA CENT OIL & GAS CO	UT NET PROFIT	546234204	130	100	SH		SOLE
LUBRIZOL CORP	COM	549271104	225	3150	SH		SOLE
MDU RES GROUP INC	COM	552690109	528	25350	SH		SOLE
MAGYAR TELEKOM TELECOMMUN-	ICATIONS PLC ADR	559776109	195	8843	SH		SOLE
MARTEK BIOSCIENCES CORP	COM	572901106	140	6176	SH		SOLE
MCAFEE INC	COM	579064106	880	20103	SH		SOLE
MCAFEE INC	COM	579064106	7	150	SH		DEFINED
MCDONALDS CORP	COM	580135101	1092	19136	SH		SOLE
MCDONALDS CORP	COM	580135101	6	100	SH		DEFINED
MCKESSON CORP	COM	58155Q103	944	15860	SH		SOLE
MCKESSON CORP	COM	58155Q103	6	100	SH		DEFINED
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	40	720	SH		SOLE
MEDTRONIC INC	COM	585055106	45	1229	SH		SOLE

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MELCO CROWN ENTMT LTD	ADR	585464100	49	7075 SH	SOLE
MERRILL LYNCH CAP TR V	NC PFD 7.28%	59021K205	40	2000 SH	SOLE
METLIFE INC	COM	59156R108	25	650 SH	SOLE
METTLER TOLEDO INTERNATIONAL	COM	592688105	463	5115 SH	SOLE
MICROSOFT CORP	COM	594918104	412	16045 SH	SOLE
MICROCHIP TECHNOLOGY INC	COM	595017104	174	6575 SH	SOLE
MIDCAP SPDR TR	UNIT SER 1	595635103	25	200 SH	SOLE
MINERALS TECHNOLOGIES INC	COM	603158106	19	400 SH	SOLE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	101	2098 SH	SOLE
MOL MAGYAR OLAJ-ES GAZIPARI	SPON ADR SER A	608464202	247	5942 SH	SOLE
FEDRTD TFOF INST SHS		60934N401	41805	41804958 PRN	SOLE
FEDRTD TFOF INST SHS		60934N401	429	428879 PRN	DEFINED
FEDRTD TFOF SRVC SHS		60934N880	4903	4903383 PRN	SOLE
MORGAN STANLEY	COM NEW	617446448	77	2485 SH	SOLE
MOSAIC CO	COM	61945A107	18	370 SH	SOLE
NRG ENERGY INC	COM NEW	629377508	28	985 SH	SOLE
NTT DOCOMO INC	SPONS ADR	62942M201	265	16713 SH	SOLE
NALCO HOLDING COMPANY	COM	62985Q101	156	7608 SH	SOLE
NATIONAL CINEMEDIA INC	COM	635309107	32	1900 SH	SOLE
NATIONAL FUEL GAS CO N J	COM	636180101	213	4655 SH	SOLE
TOTAL FOR PAGE 9			53719	47319053	

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN MA
NATIONAL OILWELL VARCO INC	COM	637071101	20	460 SH			SOLE
NAVISTAR INTL CORP NEW	COM	63934E108	16	425 SH			SOLE
NESTLE S A	SPONSORED ADR	641069406	426	10011 SH			SOLE
NEWS CORP	CL A	65248E104	326	27225 SH			SOLE
NIDEC CORP	SPONSORED ADR	654090109	386	19015 SH			SOLE
NIKE INC	CL B	654106103	417	6450 SH			SOLE
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	181	25059 SH			SOLE
NOBLE ENERGY INC	COM	655044105	119	1800 SH			SOLE
NORTHROP GRUMMAN CORP	COM	666807102	18	350 SH			SOLE
NOVARTIS A G	SPONSORED ADR	66987V109	283	5612 SH			SOLE
NOVO-NORDISK A/S (VORMALS	NOVO INDUSTRI A/S)	670100205	355	5633 SH			SOLE
NUCOR CORP	COM	670346105	19	405 SH			SOLE
OCCIDENTAL PETE CORP DEL	COM	674599105	62	795 SH			SOLE
OIL CO LUKOIL	SPONSORED ADR	677862104	236	4352 SH			SOLE
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	40	2128 SH			SOLE
P F CHANGS CHINA BISTRO INC	COM	69333Y108	78	2284 SH			SOLE
PNC FINL SVCS GROUP INC	COM	693475105	228	4695 SH			SOLE
POSCO	SPONSORED ADR	693483109	554	5335 SH			SOLE
PACKAGING CORP AMER	COM	695156109	213	10445 SH			SOLE
PACTIV CORP	COM	695257105	882	33875 SH			SOLE
PACTIV CORP	COM	695257105	6	240 SH			DEFINED
PEETS COFFEE & TEA INC	COM	705560100	180	6388 SH			SOLE

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PEPSICO INC	COM	713448108	241	4110 SH	SOLE
PT TELEKOMUNIKASI INDONESIA	(PERSERO) TBK	715684106	70	1963 SH	SOLE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	67	589 SH	SOLE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V101	339	8629 SH	SOLE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	107	2079 SH	SOLE
PITNEY BOWES INC	COM	724479100	177	7145 SH	SOLE
POLYCOM INC	COM	73172K104	131	4880 SH	SOLE
POLYPORE INTL INC	COM	73179V103	155	11992 SH	SOLE
PRAXAIR INC	COM	74005P104	27	335 SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	58	1000 SH	SOLE
PRUDENTIAL FINL INC	COM	744320102	65	1300 SH	SOLE
TOTAL FOR PAGE 10			6482	217004	

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN MA
PRUDENTIAL PLC	ADR	74435K204	432	22431 SH			SOLE
QLOGIC CORP	COM	747277101	92	5344 SH			SOLE
QUALCOMM INC	COM	747525103	181	4030 SH			SOLE
QUALITY SYS INC	COM	747582104	134	2172 SH			SOLE
QUEST DIAGNOSTICS INC	COM	74834L100	669	12825 SH			SOLE
RAYTHEON CO	COM NEW	755111507	824	17180 SH			SOLE
RAYTHEON CO	COM NEW	755111507	6	120 SH			DEFINED
RED HAT INC	COM	756577102	1080	39103 SH			SOLE
RED HAT INC	COM	756577102	8	280 SH			DEFINED
RENASANT CORP	COM	75970E107	17	1150 SH			SOLE
RENT A CTR INC NEW	COM	76009N100	25	1300 SH			SOLE
REPUBLIC SVCS INC	COM	760759100	491	18493 SH			SOLE
ROCHE HLDG LTD	SPONSORED ADR	771195104	377	9345 SH			SOLE
ROCK-TENN CO	CL A	772739207	32	680 SH			SOLE
ROSETTA STONE INC	COM	777780107	148	6456 SH			SOLE
ROSS STORES INC	COM	778296103	934	19560 SH			SOLE
ROSS STORES INC	COM	778296103	7	140 SH			DEFINED
ROVI CORP	COM	779376102	253	7529 SH			SOLE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	168	3015 SH			SOLE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	275	9464 SH			SOLE
SAIC INC	COM	78390X101	828	47220 SH			SOLE
SAIC INC	COM	78390X101	5	260 SH			DEFINED
SK TELECOM LTD	SPONSORED ADR	78440P108	512	29351 SH			SOLE
SPDR TR	UNIT SER 1	78462F103	21	200 SH			SOLE
SWS GROUP INC	COM	78503N107	13	900 SH			SOLE
ST JUDE MED INC	COM	790849103	23	580 SH			SOLE
SANDVIK AB	ADR	800212201	265	24039 SH			SOLE
SASOL LTD	SPONSORED ADR	803866300	99	2599 SH			SOLE
SCHLUMBERGER LTD	COM	806857108	19	315 SH			SOLE
SEACOR HOLDINGS INC	COM	811904101	14	175 SH			SOLE
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	247	3083 SH			SOLE

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AIM STIC LAP - PRIVATE	825251796	710	709786	PRN	SOLE
AIM STIC LAP INST	825251820	30745	30745329	PRN	SOLE
AIM STIC LAP INST	825251820	6	5954	PRN	DEFINED
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TOTAL FOR PAGE 11		39660	31750408		
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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN MA
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AIM TREAS PRIV		825252109	191	190804	PRN		SOLE
AIM TREAS INS		825252406	14507	14506666	PRN		SOLE
SIEMENS A G	SPONSORED ADR	826197501	350	3763	SH		SOLE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	98	13602	SH		SOLE
SOCIEDAD QUIMICA Y MINERA	DE CHILE SA	833635105	310	7914	SH		SOLE
SONOCO PRODS CO	COM	835495102	198	7175	SH		SOLE
SOUTHERN CO	COM	842587107	167	5265	SH		SOLE
SOUTHERN COPPER CORP	COM	84265V105	37	1210	SH		SOLE
SOUTHWEST GAS CORP	COM	844895102	27	1050	SH		SOLE
SOUTHWESTERN ENERGY CO	COM	845467109	65	1514	SH		SOLE
SPARTECH CORP	COM NEW	847220209	22	2000	SH		SOLE
STAGE STORES INC	COM NEW	85254C305	17	1350	SH		SOLE
STANDEX INTL CORP	COM	854231107	18	900	SH		SOLE
STRAYER ED INC	COM	863236105	909	4177	SH		SOLE
STRAYER ED INC	COM	863236105	4	20	SH		DEFINED
SUNRISE SENIOR LIVING INC.	COM	86768K106	7	2200	SH		SOLE
SVENSKA CELLULOSA AKTIEBOLAG	SPONSORED ADR	869587402	210	15558	SH		SOLE
SYMMETRICOM INC	COM	871543104	19	3600	SH		SOLE
SYNGENTA AG	SPONSORED ADR	87160A100	246	5361	SH		SOLE
SYNOPSIS INC	COM	871607107	63	2830	SH		SOLE
TD AMERITRADE HLDG CORP	COM	87236Y108	829	42240	SH		SOLE
TD AMERITRADE HLDG CORP	COM	87236Y108	6	290	SH		DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	623	56809	SH		SOLE
TALEO CORP	CL A	87424N104	256	11325	SH		SOLE
TECH DATA CORP	COM	878237106	20	480	SH		SOLE
TELEFONICA S A	SPONSORED ADR	879382208	347	4185	SH		SOLE
TENNECO INC	COM	880349105	175	13396	SH		SOLE
TESCO PLC	SPONSORED ADR	881575302	260	13541	SH		SOLE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	774	15304	SH		SOLE
TETON ADVISORS		88165Y101	0	6	SH		SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	396	9075	SH		SOLE
TIMBERLAND CO	CL A	887100105	24	1750	SH		SOLE
TORONTO DOMINION BK ONT	COM NEW	891160509	409	6354	SH		SOLE
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TOTAL FOR PAGE 12			21584	14951714			
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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN MA
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	87	3250	SH		SOLE
TREDEGAR CORP	COM	894650100	29	1980	SH		SOLE
TRICO BANCSHARES	COM	896095106	17	1050	SH		SOLE
TRUEBLUE INC	COM	89785X101	18	1250	SH		SOLE
TUPPERWARE BRANDS CORP	COM	899896104	249	6250	SH		SOLE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	162	9084	SH		SOLE
US BANCORP DEL	COM NEW	902973304	184	8415	SH		SOLE
UNIFIRST CORP MASS	COM	904708104	20	450	SH		SOLE
UNILEVER N V	N Y SHS NEW	904784709	207	7170	SH		SOLE
UNISOURCE ENERGY CORP	COM	909205106	11	370	SH		SOLE
UNITED OVERSEAS BK LTD	SPONSORED ADR	911271302	382	16041	SH		SOLE
VALEANT PHARMACEUTICALS INTL	COM	91911X104	857	30555	SH		SOLE
VALEANT PHARMACEUTICALS INTL	COM	91911X104	6	200	SH		DEFINED
VALE S A		91912E105	479	20730	SH		SOLE
VALERO ENERGY CORP NEW	COM	91913Y100	78	4000	SH		SOLE
VALUECLICK INC	COM	92046N102	231	17482	SH		SOLE
VERIZON COMMUNICATIONS INC	COM	92343V104	188	6210	SH		SOLE
VIACOM INC NEW	CL B	92553P201	365	13000	SH		SOLE
VIVO PARTICIPACOES S A	SPON ADR PFD NEW	92855S200	73	2891	SH		SOLE
VMWARE INC	CL A COM	928563402	22	540	SH		SOLE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	199	8848	SH		SOLE
WMS INDS INC	COM	929297109	863	19365	SH		SOLE
WMS INDS INC	COM	929297109	6	130	SH		DEFINED
WAL MART DE MEXICO S A B DE	SPON ADR REP V	93114W107	263	7591	SH		SOLE
WAL MART STORES INC	COM	931142103	822	16750	SH		SOLE
WAL MART STORES INC	COM	931142103	6	120	SH		DEFINED
WATSON PHARMACEUTICALS INC	COM	942683103	80	2190	SH		SOLE
WELLPOINT INC	COM	94973V107	227	4800	SH		SOLE
WELLS FARGO & CO NEW	COM	949746101	204	7225	SH		SOLE
WESCO INTL INC	COM	95082P105	286	9950	SH		SOLE
WESTERN DIGITAL CORP	COM	958102105	889	24340	SH		SOLE
WESTERN DIGITAL CORP	COM	958102105	6	170	SH		DEFINED
WESTERN UN CO	COM	959802109	275	14525	SH		SOLE
TOTAL FOR PAGE 13			7791	266922			

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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	INVTMT DCRETN MA
WHOLE FOODS MKT INC	COM	966837106	873	28645	SH		SOLE
WHOLE FOODS MKT INC	COM	966837106	6	200	SH		DEFINED
WINTRUST FINANCIAL CORP	COM	97650W108	175	6264	SH		SOLE
WOODSIDE PETE LTD	SPONSORED ADR	980228308	211	4580	SH		SOLE
WORTHINGTON INDS INC	COM	981811102	163	11730	SH		SOLE
WYETH	COM	983024100	95	1965	SH		SOLE
TOTAL FOR PAGE 13			1523	53384			
GRAND TOTALS			209543	97880794			