

TEXAS CAPITAL BANCSHARES INC/TX
Form 13F-HR/A
May 11, 2010

OMB APPROVAL

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Expires: October 31, 2003
Estimated average burden
hours per response....23.3

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 9/30/05

Check here if Amendment [X]; Amendment Number: 1

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 1460
Dallas, TX 75201
Attn: David 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 5/10/10
[Signature] [City, State] [Date]

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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).)
- 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.]

| Form 13F File Number | Name |
|------------------------|-------|
| 28- ----- | ----- |
| [Repeat as necessary.] | |

FORM 13F
SUMMARY PAGE

Report Summary:

| | |
|---|-----------------------|
| Number of Other Included Managers: | 0 ----- |
| Form 13F Information Table Entry Total: | 449 ----- |
| Form 13F Information Table Value Total: | \$ 1,011,046 ----- |
| | (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.] | | |

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FORM 13F INFORMATION TABLE

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [x\$1000] | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| Southern National Bank | Common | 78460M209 | 843,750.00 | 75,000.00 | SH | | Sole |

(Repeat as necessary)

TEXAS CAPITAL BANK, DALLAS, TX

CLIENT NO. 781 SCHEDULE 13F WORKSHEET AS OF 09/30/2005 PAGE 1

BELOW IS A LIST OF THE EQUITY SECURITIES THAT YOU HAVE FLAGGED ON YOUR CHARLOTTE FILES AS "13F SECURITIES" WITH A "13F 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.

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INFORMATION DISCRETION |
|------------------------------|----------------|-----------|-----------------|--------------------------|---------|-----------|------------------------|
| ACE LTD | ORD | G0070K103 | 197 | 4204 | SH | | SO |
| ARCH CAP GROUP LTD | ORD | G0450A105 | 217 | 4377 | SH | | SO |
| TRANSOCEAN INC | ORD | G90078109 | 231 | 3770 | SH | | SO |
| WEATHERFORD INTERNATIONAL LT | COM | G95089101 | 163 | 2386 | SH | | SO |
| CHECK POINT SOFTWARE TECH LT | ORD | M22465104 | 52 | 2156 | SH | | SO |
| ORBOTECH LTD | ORD | M75253100 | 26 | 1075 | SH | | SO |
| ASML HLDG NV | N Y SHS | N07059111 | 64 | 3935 | SH | | SO |
| FLEXTRONICS INTL LTD | ORD | Y2573F102 | 89 | 6940 | SH | | SO |
| GENERAL MARITIME CORP | SHS | Y2692M103 | 212 | 5768 | SH | | SO |
| ACCO BRANDS CORP | COM | 00081T108 | 0 | 1 | SH | | SO |
| AFLAC INC | COM | 001055102 | 1225 | 27050 | SH | | SO |
| AGL RES INC | COM | 001204106 | 152 | 4121 | SH | | SO |
| AU OPTRONICS CORP | | 002255107 | 51 | 3965 | SH | | SO |
| ABBOTT LABS | COM | 002824100 | 12 | 300 | SH | | DE |
| ACTIVISION INC NEW | COM NEW | 004930202 | 1242 | 60775 | SH | | SO |
| ADESA INC | COM | 00686U104 | 262 | 11900 | SH | | SO |
| ADOBE SYS INC | COM | 00724F101 | 1069 | 35830 | SH | | SO |
| ADVANCED NEUROMODULATION SYS | COM | 00757T101 | 92 | 1951 | SH | | SO |
| ADVANTA CORP | CL B | 007942204 | 51 | 1810 | SH | | SO |
| AFFILIATED MANAGERS GROUP | COM | 008252108 | 924 | 12763 | SH | | SO |
| AGILE SOFTWARE CORP DEL | COM | 00846X105 | 102 | 14243 | SH | | SO |

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| | | | | | | |
|------------------------------|----------------|-----------|------|--------|----|----|
| AGILYSYS INC. | | 00847J105 | 208 | 12369 | SH | SO |
| AJINOMOTO INC | ADR | 009707100 | 154 | 1470 | SH | SO |
| ALLERGAN INC | COM | 018490102 | 1122 | 12250 | SH | SO |
| ALLIANZ AKTIENGESELLSCHAFT | SP ADR 1/10 SH | 018805101 | 262 | 19430 | SH | SO |
| ALLSTATE CORP | COM | 020002101 | 211 | 3833 | SH | SO |
| ALTIRIS INC | COM | 02148M100 | 74 | 4896 | SH | SO |
| ALTRIA GROUP INC | COM | 02209S103 | 233 | 3175 | SH | SO |
| AMERICAN EAGLE OUTFITTERS NE | COM | 02553E106 | 41 | 1770 | SH | SO |
| TOTAL FOR PAGE 1 | | | 8738 | 268513 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | IN DS |
|------------------------------|----------------|-----------|--------------------|--------------------------------|------------|--------------|----------|
| AMERICAN EXPRESS CO | COM | 025816109 | 57 | 1000 | SH | SO | SO |
| AMERICAN EXPRESS CO | COM | 025816109 | 31 | 550 | SH | DE | DE |
| AMERICAN HOME MTG INVT CORP | COM | 02660R107 | 190 | 6278 | SH | SO | SO |
| AMERICAN INTL GROUP INC | COM | 026874107 | 636 | 10271 | SH | SO | SO |
| AMERICAN STD COS INC DEL | COM | 029712106 | 245 | 5275 | SH | SO | SO |
| AMERUS GROUP CO | COM | 03072M108 | 254 | 4442 | SH | SO | SO |
| AMERISOURCEBERGEN CORP | COM | 03073E105 | 61 | 790 | SH | SO | SO |
| AMETEK INC NEW | COM | 031100100 | 140 | 3277 | SH | SO | SO |
| AMGEN INC | COM | 031162100 | 191 | 2405 | SH | SO | SO |
| AMGEN INC | COM | 031162100 | 15 | 200 | SH | DE | DE |
| AMPHENOL CORP NEW | CL A | 032095101 | 1030 | 25540 | SH | SO | SO |
| AMSURG CORP | COM | 03232P405 | 67 | 2460 | SH | SO | SO |
| ANADARKO PETE CORP | COM | 032511107 | 5 | 54 | SH | SO | SO |
| ANDREW CORP | COM | 034425108 | 67 | 6061 | SH | SO | SO |
| ANGLO AMERN PLC | ADR | 03485P102 | 157 | 5215 | SH | SO | SO |
| APACHE CORP | | 037411105 | 293 | 3900 | SH | SO | SO |
| APOLLO GROUP INC | CL A | 037604105 | 16 | 250 | SH | SO | SO |
| APRIA HEALTHCARE GROUP INC | COM | 037933108 | 97 | 3064 | SH | SO | SO |
| APPLIED MATLS INC | COM | 038222105 | 76 | 4518 | SH | SO | SO |
| ASHFORD HOSPITALITY TR INC | COM SHS | 044103109 | 111 | 10330 | SH | SO | SO |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 64 | 1500 | SH | SO | SO |
| AVOCENT CORP | COM | 053893103 | 140 | 4445 | SH | SO | SO |
| BG PLC | ADR FIN INST N | 055434203 | 202 | 4240 | SH | SO | SO |
| BP P. L. C. | SPONSORED ADR | 055622104 | 452 | 6380 | SH | SO | SO |
| BSD MED CORP DEL | COM | 055662100 | 420 | 78470 | SH | SO | SO |
| BAKER HUGHES INC | COM | 057224107 | 549 | 9200 | SH | SO | SO |
| BANCO BRADESCO S A | SP ADR PFD NEW | 059460303 | 63 | 1295 | SH | SO | SO |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 991 | 23550 | SH | SO | SO |
| BANK NEW YORK INC | COM | 064057102 | 845 | 28761 | SH | SO | SO |
| BANK ONE CAPITAL V | | 06423P209 | 25 | 1000 | SH | SO | SO |
| BARD C R INC | COM | 067383109 | 702 | 10635 | SH | SO | SO |
| BAUSCH & LOMB INC | COM | 071707103 | 17 | 220 | SH | SO | SO |
| BAXTER INTL INC | COM | 071813109 | 171 | 4295 | SH | SO | SO |
| TOTAL FOR PAGE 2 | | | 8380 | 269871 | | | |

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CLIENT NO. 781

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INFORMATION T IN DS |
|------------------------------|------------------|-----------|--------------------|--------------------------------|------------|--------------|---------------------------|
| BAYER AG | | 072730302 | 144 | 3935 | SH | | SO |
| BEAR STEARNS COS INC | COM | 073902108 | 1128 | 10285 | SH | | SO |
| BECTON DICKINSON & CO | COM | 075887109 | 15 | 300 | SH | | SO |
| BELLSOUTH CORP | COM | 079860102 | 9 | 352 | SH | | SO |
| BENCHMARK ELECTRS INC | COM | 08160H101 | 95 | 3175 | SH | | SO |
| BERKSHIRE HATHAWAY INC DEL | CL B | 084670207 | 32 | 12 | SH | | SO |
| BHP BILLITON LTD | SPONSORED ADR | 088606108 | 241 | 7070 | SH | | SO |
| BLOCK H & R INC | COM | 093671105 | 419 | 17514 | SH | | SO |
| BLUEGREEN CORP | COM | 096231105 | 76 | 4325 | SH | | SO |
| BLYTH INC | COM | 09643P108 | 187 | 8400 | SH | | SO |
| BRASIL TELECOM | PARTICIPACOES SA | 105530109 | 52 | 1235 | SH | | SO |
| BRIGGS & STRATTON CORP | COM | 109043109 | 288 | 8350 | SH | | SO |
| BRIGHTPOINT INC | COM NEW | 109473405 | 133 | 6961 | SH | | SO |
| BRUNSWICK CORP | COM | 117043109 | 330 | 8750 | SH | | SO |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 1091 | 18250 | SH | | SO |
| C H ROBINSON WORLDWIDE INC | COM | 12541W100 | 1140 | 17780 | SH | | SO |
| CIT GROUP INC | COM | 125581108 | 990 | 21925 | SH | | SO |
| CLECO CORP NEW | COM | 12561W105 | 216 | 9203 | SH | | SO |
| CVB FINL CORP | COM | 126600105 | 102 | 5537 | SH | | SO |
| CVS CORP | COM | 126650100 | 1155 | 39850 | SH | | SO |
| CADBURY SCHWEPPES PLC | ADR | 127209302 | 262 | 6450 | SH | | SO |
| CAL DIVE INTL INC | COM | 127914109 | 88 | 1392 | SH | | SO |
| CANON INC | | 138006309 | 343 | 6340 | SH | | SO |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 968 | 12175 | SH | | SO |
| CARDINAL HEALTH INC | COM | 14149Y108 | 351 | 5545 | SH | | SO |
| CATERPILLAR INC DEL | COM | 149123101 | 32 | 554 | SH | | SO |
| CEMEX S A | SPON ADR 5 ORD | 151290889 | 317 | 6063 | SH | | SO |
| CENDANT CORP | COM | 151313103 | 852 | 41310 | SH | | SO |
| CENTEX CORP | COM | 152312104 | 1077 | 16683 | SH | | SO |
| CERIDIAN CORP NEW | COM | 156779100 | 116 | 5592 | SH | | SO |
| CHECKFREE CORP NEW | COM | 162813109 | 951 | 25170 | SH | | SO |
| CHEMED CORP NEW | COM | 16359R103 | 148 | 3430 | SH | | SO |
| CHEVRON CORP | COM | 166764100 | 297 | 4600 | SH | | SO |
| TOTAL FOR PAGE 3 | | | 13645 | 328513 | | | |

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SCHEDULE 13F WORKSHEET

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F | INFORMATION T | | |
|------------------------------|---------------------|-----------|--------------------|--------------------|---------------|--------------|----------|
| | | | | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | IN DS |
| CHILDRENS PL RETAIL STORES I | COM | 168905107 | 224 | 6312 | SH | | SO |
| CHINA NETCOM GROUP CORP HK L | SPONSORED ADR | 16940Q101 | 26 | 771 | SH | | SO |
| CHINA PETROLEUM & CHEMICAL | CORP SINOPEC | 16941R108 | 39 | 862 | SH | | SO |
| CHIQUITA BRANDS INTL INC | COM | 170032809 | 271 | 9706 | SH | | SO |
| CHOICEPOINT INC | COM | 170388102 | 123 | 2861 | SH | | SO |
| CHUNGHWA TELECOM CO LTD | | 17133Q205 | 110 | 5948 | SH | | SO |
| CISCO SYS INC | COM | 17275R102 | 303 | 16955 | SH | | SO |
| CISCO SYS INC | COM | 17275R102 | 7 | 400 | SH | | DE |
| CITIGROUP INC | COM | 172967101 | 1426 | 31329 | SH | | SO |
| CLAIRES STORES INC | COM | 179584107 | 465 | 19300 | SH | | SO |
| CLP HOLDINGS LTD | SPONSORED ADR | 18946Q101 | 240 | 40320 | SH | | SO |
| COACH INC | COM | 189754104 | 1168 | 37270 | SH | | SO |
| COCA COLA AMATIL LTD | SPONSORED ADR | 191085208 | 172 | 14260 | SH | | SO |
| COCA COLA HELLENIC BTTLG CO | SPONSORED ADR | 1912EP104 | 233 | 8055 | SH | | SO |
| COCA COLA CO | COM | 191216100 | 434 | 10069 | SH | | SO |
| COLES MYER LTD | SPON ADR NEW | 193870409 | 245 | 3935 | SH | | SO |
| COMCAST CORP NEW | CL A SPL | 20030N200 | 320 | 11155 | SH | | SO |
| COMMERCIAL METALS CO | COM | 201723103 | 168 | 5010 | SH | | SO |
| COMPANHIA BRASILEIRA DE | DISTRIBUICAO PAO DE | 20440T201 | 27 | 955 | SH | | SO |
| COMPANHIA DE BEBIDAS DAS AME | SPONSORED ADR | 20441W104 | 0 | 21 | SH | | SO |
| AMBEV-CIA DE BEBIDAS DAS | AMERICAS | 20441W203 | 311 | 8378 | SH | | SO |
| COMPANHIA VALE DO RIO DOCE | SPONSORED ADR | 204412209 | 73 | 1686 | SH | | SO |
| COMPUCREDIT CORP | COM | 20478N100 | 305 | 6869 | SH | | SO |
| COMPUTER ASSOC INTL INC | COM | 204912109 | 504 | 18148 | SH | | SO |
| COMVERSE TECHNOLOGY INC | COM PAR \$0.10 | 205862402 | 18 | 700 | SH | | SO |
| CONMED CORP | COM | 207410101 | 141 | 5092 | SH | | SO |
| CONNETICS CORP | COM | 208192104 | 50 | 2963 | SH | | SO |
| CONOCOPHILLIPS | COM | 20825C104 | 517 | 7400 | SH | | SO |
| CONOCOPHILLIPS | COM | 20825C104 | 48 | 688 | SH | | DE |
| COOPER CAMERON CORP | COM | 216640102 | 167 | 2269 | SH | | SO |
| CORRECTIONS CORP AMER NEW | COM NEW | 22025Y407 | 179 | 4530 | SH | | SO |
| COVENTRY HEALTH CARE INC | COM | 222862104 | 1441 | 16760 | SH | | SO |
| DANAHER CORP | | 235851102 | 1011 | 18800 | SH | | SO |
| TOTAL FOR PAGE 4 | | | 10766 | 319777 | | | |

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SCHEDULE 13F WORKSHEET

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F | INFORMATION T | | |
|----------------|----------------|-------|--------------------|--------------------|---------------|--------------|----------|
| | | | | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | IN DS |

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| | | | | | | |
|------------------------------|---------------------|-----------|-------|--------|----|----|
| DEAN FOODS | | 242370104 | 19 | 500 | SH | SO |
| DEL MONTE FOODS CO | COM | 24522P103 | 538 | 50200 | SH | SO |
| DELL INC | COM | 24702R101 | 895 | 26185 | SH | SO |
| DENBURY RES INC | COM NEW | 247916208 | 152 | 3018 | SH | SO |
| DENTSPLY INTL INC NEW | COM | 249030107 | 537 | 9950 | SH | SO |
| DIAGEO P L C | SPON ADR NEW | 25243Q205 | 5 | 100 | SH | SO |
| DIGITAL INSIGHT CORP | COM | 25385P106 | 124 | 4797 | SH | SO |
| DISNEY WALT CO | COM DISNEY | 254687106 | 207 | 8586 | SH | SO |
| DR REDDYS LABS LTD | ADR | 256135203 | 20 | 1044 | SH | SO |
| DOLLAR THRIFTY AUTOMOTIVE GP | COM | 256743105 | 146 | 4358 | SH | SO |
| DONALDSON INC | COM | 257651109 | 63 | 2067 | SH | SO |
| DOVER CORP | COM | 260003108 | 160 | 3930 | SH | SO |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 68 | 1740 | SH | SO |
| DUQUESNE LT HLDGS INC | COM | 266233105 | 6 | 375 | SH | SO |
| ENSCO INTL INC | COM | 26874Q100 | 1316 | 28252 | SH | SO |
| ENI S P A | SPONSORED ADR | 26874R108 | 20 | 139 | SH | SO |
| EBAY INC | COM | 278642103 | 14 | 350 | SH | SO |
| EDUCATION MGMT CORP | COM | 28139T101 | 116 | 3628 | SH | SO |
| EDWARDS LIFESCIENCES CORP | COM | 28176E108 | 53 | 1196 | SH | SO |
| ELECTRONIC DATA SYS NEW | COM | 285661104 | 1077 | 48045 | SH | SO |
| EMBRAER EMPRESA BRASILEIRA | DE AERONAUTICA EMBR | 29081M102 | 235 | 6090 | SH | SO |
| EMERSON ELEC CO | COM | 291011104 | 166 | 2321 | SH | SO |
| EMPRESAS ICA SOCIEDAD CONTRL | SPONSORED ADR | 292448107 | 9 | 4217 | SH | SO |
| ENCANA CORPORATION | COM | 292505104 | 247 | 4240 | SH | SO |
| ENDO PHARMACEUTICALS HLDGS I | COM | 29264F205 | 106 | 3985 | SH | SO |
| ENTERTAINMENT PROPERTIES | TRUST | 29380T105 | 126 | 2840 | SH | SO |
| ENTRAVISION COMMUNICATIONS C | CL A | 29382R107 | 69 | 8811 | SH | SO |
| EQUITABLE RES INC | COM | 294549100 | 769 | 19700 | SH | SO |
| ERICSSON L M TEL CO | ADR B SEK 10 | 294821608 | 300 | 8145 | SH | SO |
| ERSTE BK DER OESTERREICHISCH | SPONSORED ADR | 296036304 | 188 | 7015 | SH | SO |
| EURONET WORLDWIDE INC | COM | 298736109 | 116 | 3940 | SH | SO |
| EXELON CORP | COM | 30161N101 | 1086 | 20341 | SH | SO |
| EXPRESS SCRIPTS INC | COM | 302182100 | 1204 | 19370 | SH | SO |
| | | | ----- | ----- | | |
| TOTAL FOR PAGE 5 | | | 10157 | 309475 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | INFORMATION T SH/ PRN | PUT/ CALL | IN DS |
|------------------------|----------------|-----------|--------------------|--------------------------------|-----------------------------|--------------|----------|
| EXXON MOBIL CORP | COM | 30231G102 | 7231 | 113810 | SH | | SO |
| EXXON MOBIL CORP | COM | 30231G102 | 243 | 3840 | SH | | DE |
| FLIR SYS INC | COM | 302445101 | 32 | 1100 | SH | | SO |
| FTI CONSULTING INC | COM | 302941109 | 162 | 6428 | SH | | SO |
| FACTSET RESH SYS INC | COM | 303075105 | 74 | 2129 | SH | | SO |
| FAIR ISAAC CORP | COM | 303250104 | 177 | 3969 | SH | | SO |
| FEDERAL NATL MTG ASSN | COM | 313586109 | 264 | 5897 | SH | | SO |
| FILENET CORP | COM | 316869106 | 102 | 3675 | SH | | SO |
| FIRST DATA CORPORATION | | 319963104 | 1002 | 25072 | SH | | SO |

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| | | | | | | |
|-----------------------------------|----------------|-----------|-------|--------|----|----|
| FIRST INDUSTRIAL REALTY TRUST INC | TRUST INC | 32054K103 | 24 | 600 | SH | SO |
| FLOWERVE CORP | COM | 34354P105 | 111 | 3076 | SH | SO |
| FOOT LOCKER INC | | 344849104 | 343 | 15668 | SH | SO |
| FOREST OIL CORP | COM PAR \$0.01 | 346091705 | 98 | 1897 | SH | SO |
| FORTUNE BRANDS INC | COM | 349631101 | 991 | 12195 | SH | SO |
| FORWARD AIR CORP | COM | 349853101 | 110 | 3005 | SH | SO |
| FOSSIL INC | COM | 349882100 | 86 | 4766 | SH | SO |
| FREDS INC | CL A | 356108100 | 60 | 4873 | SH | SO |
| FREESCALE SEMICONDUCTOR INC | CL B | 35687M206 | 0 | 33 | SH | SO |
| FRESENIUS MED CARE AG | SPON ADR PREF | 358029205 | 186 | 7130 | SH | SO |
| FUJI PHOTO FILM LTD | ADR | 359586302 | 170 | 5145 | SH | SO |
| GANNETT CO INC | COMMON | 364730101 | 129 | 1880 | SH | SO |
| GAP INC DEL | COM | 364760108 | 137 | 7902 | SH | SO |
| GENENTECH INC | COM NEW | 368710406 | 25 | 300 | SH | SO |
| GENERAL DYNAMICS CORP | COM | 369550108 | 670 | 5610 | SH | SO |
| GENERAL ELEC CO | COM | 369604103 | 1185 | 35211 | SH | SO |
| GENERAL ELEC CO | COM | 369604103 | 335 | 9960 | SH | DE |
| GENTEX CORP | COM | 371901109 | 72 | 4190 | SH | SO |
| GILEAD SCIENCES INC | COM | 375558103 | 1295 | 26570 | SH | SO |
| GILLETTE CO | COM | 375766102 | 46 | 800 | SH | SO |
| GLAXOSMITHKLINE PLC | SPONSORED ADR | 37733W105 | 20 | 400 | SH | SO |
| GLOBAL IMAGING SYSTEMS | COM | 37934A100 | 16 | 479 | SH | SO |
| GOLDEN WEST FINL CORP DEL | COM | 381317106 | 994 | 16755 | SH | SO |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 6 | 50 | SH | SO |
| TOTAL FOR PAGE 6 | | | 16396 | 334415 | | |

TEXAS CAPITAL BANK, DALLAS, TX

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | INFORMATION T SH/ PRN | PUT/ CALL | IN DS |
|------------------------------|----------------|-----------|--------------------|--------------------------------|-----------------------------|--------------|----------|
| GOODRICH CORP | COM | 382388106 | 1069 | 24110 | SH | | SO |
| GRAINGER W W INC | COM | 384802104 | 415 | 6600 | SH | | SO |
| GRANT PRIDECO INC | COM | 38821G101 | 99 | 2447 | SH | | SO |
| GRUPO FINANCIARO GALICIA S A | SP ADR 10 SH B | 399909100 | 39 | 4564 | SH | | SO |
| GRUPO TELEVISA SA DE CV | SP ADR REP ORD | 40049J206 | 66 | 924 | SH | | SO |
| GRUPO AEROPORTUARIO DEL SURE | SPON ADR SER B | 40051E202 | 38 | 968 | SH | | SO |
| HCA INC | COM | 404119109 | 391 | 8166 | SH | | SO |
| HSBC HLDGS PLC | SPON ADR NEW | 404280406 | 247 | 3045 | SH | | SO |
| HALLIBURTON CO | COM | 406216101 | 338 | 4933 | SH | | SO |
| HARRIS CORP DEL | COM | 413875105 | 1109 | 26540 | SH | | SO |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 1010 | 13100 | SH | | SO |
| HENKEL KGAA | | 42550U208 | 223 | 2445 | SH | | SO |
| HENRY JACK & ASSOC INC | COM | 426281101 | 115 | 5945 | SH | | SO |
| HEWLETT PACKARD CO | COM | 428236103 | 378 | 12950 | SH | | SO |
| HITACHI LIMITED | ADR 10 COM | 433578507 | 137 | 2165 | SH | | SO |
| HOLLY CORP | COM PAR \$0.01 | 435758305 | 127 | 2000 | SH | | SO |
| HOME DEPOT INC | COM | 437076102 | 202 | 5305 | SH | | SO |
| HONEYWELL INTL INC | COM | 438516106 | 309 | 8253 | SH | | SO |

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| | | | | | | |
|------------------------------|----------------|-----------|------|--------|----|----|
| HOSPIRA INC | COM | 441060100 | 1 | 30 | SH | DE |
| HYPERION SOLUTIONS CORP | COM | 44914M104 | 101 | 2093 | SH | SO |
| IRSA INVERSIONES Y REP S A | GLOBL DEP RCPT | 450047204 | 50 | 4224 | SH | SO |
| ITT EDUCATIONAL SERVICES INC | COM | 45068B109 | 34 | 700 | SH | SO |
| ICICI BK LTD | ADR | 45104G104 | 21 | 750 | SH | SO |
| IDEXX LABS INC | COM | 45168D104 | 83 | 1244 | SH | SO |
| IMPERIAL CHEM INDS PLC | ADR NEW | 452704505 | 229 | 10860 | SH | SO |
| INAMED CORP | COM | 453235103 | 110 | 1465 | SH | SO |
| INDIA FD INC | COM | 454089103 | 63 | 1589 | SH | SO |
| INFORMATICA CORP | COM | 45666Q102 | 114 | 9508 | SH | SO |
| INTEL CORP | COM | 458140100 | 466 | 18938 | SH | SO |
| INTEL CORP | COM | 458140100 | 17 | 700 | SH | DE |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 352 | 4400 | SH | SO |
| INTERSIL CORP | CL A | 46069S109 | 59 | 2749 | SH | SO |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 126 | 10831 | SH | SO |
| TOTAL FOR PAGE 7 | | | 8138 | 204541 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | INFORMATION T SH/ PRN | PUT/ CALL | IN DS |
|------------------------------|----------------|-----------|--------------------|--------------------------------|-----------------------------|--------------|----------|
| INVITROGEN CORP | COM | 46185R100 | 128 | 1713 | SH | | SO |
| INVESTORS FINL SERVICES CORP | COM | 461915100 | 71 | 2160 | SH | | SO |
| ISHARES INC | MSCI TAIWAN | 464286731 | 244 | 20884 | SH | | SO |
| ISHARES INC | MSCI S KOREA | 464286772 | 215 | 5463 | SH | | SO |
| ISHARES INC | MSCI MEXICO | 464286822 | 41 | 1269 | SH | | SO |
| ISHARES INC | MSCI HONG KONG | 464286871 | 42 | 3105 | SH | | SO |
| ISHARES TRUST MSCI EMERGING | MARKETS | 464287234 | 127 | 1500 | SH | | SO |
| ISHARES TR | S&P500/BAR GRW | 464287309 | 27 | 475 | SH | | SO |
| ISHARES TR | COHEN&ST RLTY | 464287564 | 124 | 1700 | SH | | SO |
| ISHARES TR | RUSSELL1000VAL | 464287598 | 184 | 2680 | SH | | SO |
| ISHARES TR | RUSSELL1000GRW | 464287614 | 151 | 3050 | SH | | SO |
| ISHARES TR | RUSSELL 1000 | 464287622 | 79 | 1185 | SH | | SO |
| ISHARES TR | RUSL 2000 VALU | 464287630 | 320 | 4865 | SH | | SO |
| ISHARES TR | RUSL 2000 GROW | 464287648 | 333 | 4850 | SH | | SO |
| ISHARES TR | RUSSELL 2000 | 464287655 | 331 | 5000 | SH | | SO |
| JPMORGAN CHASE & CO | COM | 46625H100 | 394 | 11630 | SH | | SO |
| JSC MMC NORILSK NICKEL | SPONSORED ADR | 46626D108 | 69 | 876 | SH | | SO |
| JACOBS ENGR GROUP INC DEL | COM | 469814107 | 192 | 2860 | SH | | SO |
| JEFFERIES GROUP INC NEW | COM | 472319102 | 80 | 1849 | SH | | SO |
| JOHNSON & JOHNSON | COM | 478160104 | 1012 | 15997 | SH | | SO |
| JONES APPAREL GROUP INC | COM | 480074103 | 180 | 6350 | SH | | SO |
| KT CORPORATION | | 48268K101 | 58 | 2599 | SH | | SO |
| KAO CORP | SPONSORED ADR | 485537302 | 223 | 905 | SH | | SO |
| ROYAL PHILIPS ELECTRONICS | NV | 500472303 | 659 | 24730 | SH | | SO |
| KOOKMIN BANK | | 50049M109 | 107 | 1819 | SH | | SO |
| KOOR INDS LTD | SPONSORED ADR | 500507108 | 24 | 2349 | SH | | SO |
| KOREA ELECTRIC POWER CORP | | 500631106 | 61 | 3486 | SH | | SO |

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| | | | | | | |
|------------------------------|---------------|-----------|------|--------|----|----|
| KROGER CO | COM | 501044101 | 175 | 8531 | SH | SO |
| KRONOS INC | COM | 501052104 | 121 | 2716 | SH | SO |
| KUBOTA CORP (FORMERLY | KUBOTA LTD) | 501173207 | 275 | 7875 | SH | SO |
| LG PHILIP LCD CO LTD | SPONS ADR REP | 50186V102 | 22 | 1103 | SH | SO |
| L-3 COMMUNICATIONS HLDGS INC | COM | 502424104 | 15 | 200 | SH | SO |
| LAMAR ADVERTISING CO | CL A | 512815101 | 593 | 13100 | SH | SO |
| TOTAL FOR PAGE 8 | | | 6677 | 168874 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | INFORMATION T SH/ PRN | PUT/ CALL | IN DS |
|------------------------------|----------------|-----------|--------------------|--------------------------------|-----------------------------|--------------|----------|
| LANDAMERICA FINL GROUP INC | COM | 514936103 | 121 | 1873 | SH | SOLE | |
| LANDSTAR SYS INC | COM | 515098101 | 254 | 6347 | SH | SOLE | |
| LEGGETT & PLATT INC | COM | 524660107 | 118 | 5870 | SH | SOLE | |
| LEHMAN BROS HLDGS INC | COM | 524908100 | 1294 | 11115 | SH | SOLE | |
| LITTELFUSE INC | COM | 537008104 | 104 | 3712 | SH | SOLE | |
| LIZ CLAIBORNE INC | COM | 539320101 | 39 | 1015 | SH | SOLE | |
| LOCKHEED MARTIN CORP | COM | 539830109 | 21 | 347 | SH | SOLE | |
| LOUISIANA CENT OIL & GAS CO | UT NET PROFIT | 546234204 | 86 | 100 | SH | SOLE | |
| LOWES COS INC | COM | 548661107 | 374 | 5815 | SH | SOLE | |
| MDU RES GROUP INC | COM | 552690109 | 775 | 21750 | SH | SOLE | |
| MGIC INVT CORP WIS | COM | 552848103 | 92 | 1434 | SH | SOLE | |
| MACROVISION CORP | COM | 555904101 | 118 | 6209 | SH | SOLE | |
| MAGYAR TAVKOZLESI RT | SPONSORED ADR | 559776109 | 214 | 8330 | SH | SOLE | |
| MASCO CORP | COM | 574599106 | 186 | 6066 | SH | SOLE | |
| MATTEL INC | COM | 577081102 | 74 | 4458 | SH | SOLE | |
| MCKESSON CORP | COM | 58155Q103 | 249 | 5249 | SH | SOLE | |
| MECHEL STEEL GROUP OAO | SPONSORED ADR | 583840103 | 31 | 853 | SH | SOLE | |
| MEDTRONIC INC | COM | 585055106 | 1967 | 36695 | SH | SOLE | |
| METTLER TOLEDO INTERNATIONAL | COM | 592688105 | 290 | 5700 | SH | SOLE | |
| MICROSOFT CORP | COM | 594918104 | 516 | 20070 | SH | SOLE | |
| MOBILE TELESYSTEMS OJSC | SPONSORED ADR | 607409109 | 40 | 989 | SH | SOLE | |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 123 | 1936 | SH | SOLE | |
| FEDRTD TFOF INST SHS | | 60934N401 | 17514 | 17514459 | PRN | SOLE | |
| FEDRTD TFOF INST SHS | | 60934N401 | 46 | 46814 | PRN | DEFI | |
| FEDRTD TFOF SRVC SHS | | 60934N880 | 1187 | 1187072 | PRN | SOLE | |
| MORGAN STANLEY | COM NEW | 617446448 | 857 | 15892 | SH | SOLE | |
| MORGAN STANLEY | COM NEW | 617446448 | 8 | 150 | SH | DEFI | |
| MOTOROLA INC | COM | 620076109 | 6 | 300 | SH | SOLE | |
| NABI BIOPHARMACEUTICALS | | 629519109 | 58 | 4502 | SH | SOLE | |
| NARA BANCORP INC | COM | 63080P105 | 135 | 9045 | SH | SOLE | |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 1184 | 18010 | SH | SOLE | |
| NEENAH PAPER INC | COM | 640079109 | 2 | 74 | SH | SOLE | |
| NESTLE S A | SPONSORED ADR | 641069406 | 241 | 3280 | SH | SOLE | |
| TOTAL FOR PAGE 9 | | | 28324 | 18955531 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | INFORMATION T SH/ PRN | PUT/ CALL | IN DS |
|------------------------------|--------------------|-----------|--------------------|--------------------------------|-----------------------------|--------------|----------|
| NEUSTAR INC | CL A | 64126X201 | 97 | 3054 | SH | | SO |
| NEW CENTURY FINANCIAL | CORP MD | 6435EV108 | 82 | 2281 | SH | | SO |
| NICE SYS LTD | SPONSORED ADR | 653656108 | 24 | 553 | SH | | SO |
| NIDEC CORP | SPONSORED ADR | 654090109 | 257 | 8440 | SH | | SO |
| NIKE INC | CL B | 654106103 | 83 | 1025 | SH | | SO |
| NOKIA CORP | SPONSORED ADR | 654902204 | 3 | 200 | SH | | SO |
| NOBLE AFFILIATES INC | | 655044105 | 84 | 1800 | SH | | SO |
| NORDSTROM INC | COM | 655664100 | 1219 | 35550 | SH | | SO |
| NORTHWEST NAT GAS CO | COM | 667655104 | 112 | 3035 | SH | | SO |
| NOVARTIS AG | | 66987V109 | 207 | 4065 | SH | | SO |
| NOVO-NORDISK A/S (VORMALS | NOVO INDUSTRI A/S) | 670100205 | 155 | 3140 | SH | | SO |
| NUCENTRIX BRDBD NTWR | | 670198118 | 0 | 17 | SH | | SO |
| OGE ENERGY CORP COM | | 670837103 | 56 | 2000 | SH | | SO |
| OMV AG | SPON ADR NEW | 670875509 | 475 | 7990 | SH | | SO |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 1293 | 15140 | SH | | SO |
| OIL CO LUKOIL | SPONSORED ADR | 677862104 | 92 | 1609 | SH | | SO |
| OMNICOM GROUP INC | COM | 681919106 | 199 | 2381 | SH | | SO |
| ONEOK INC NEW | COM | 682680103 | 118 | 3496 | SH | | SO |
| OPEN JT STK CO-VIMPEL COMMUN | SPONSORED ADR | 68370R109 | 21 | 483 | SH | | SO |
| ORACLE CORP | COM | 68389X105 | 390 | 31475 | SH | | SO |
| OWENS ILL INC | COM NEW | 690768403 | 208 | 10100 | SH | | SO |
| P F CHANGS CHINA BISTRO INC | COM | 69333Y108 | 153 | 3435 | SH | | SO |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 5 | 100 | SH | | SO |
| POSCO | | 693483109 | 42 | 745 | SH | | SO |
| PSS WORLD MED INC | COM | 69366A100 | 56 | 4204 | SH | | SO |
| PACCAR INC | COM | 693718108 | 895 | 13188 | SH | | SO |
| PACIFIC CAP BANCORP NEW | COM | 69404P101 | 120 | 3634 | SH | | SO |
| PALL CORP | COM | 696429307 | 149 | 5420 | SH | | SO |
| PARKER HANNIFIN CORP | COM | 701094104 | 85 | 1331 | SH | | SO |
| PARTNER COMMUNICATIONS CO LT | ADR | 70211M109 | 19 | 2252 | SH | | SO |
| PEPSICO INC | COM | 713448108 | 633 | 11165 | SH | | SO |
| PT TELEKOMUNIKASI INDONESIA | (PERSERO) TBK | 715684106 | 50 | 2438 | SH | | SO |
| PETCO ANIMAL SUPPLIES | COM NEW | 716016209 | 98 | 4677 | SH | | SO |
| TOTAL FOR PAGE 10 | | | 7480 | 190423 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F | INFORMATION T | | |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------|--------------|------------|
| | | | | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INV DSC |
| PETROCHINA CO LTD | SPONSORED ADR | 71646E100 | 78 | 940 | SH | | SO |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V101 | 166 | 2616 | SH | | SO |
| PFIZER INC | COM | 717081103 | 887 | 35549 | SH | | SO |
| PFIZER INC | COM | 717081103 | 6 | 250 | SH | | DE |
| PHOTON DYNAMICS INC | COM | 719364101 | 100 | 5259 | SH | | SO |
| PRIORITY HEALTHCARE CORP | CL B | 74264T102 | 177 | 6370 | SH | | SO |
| PROCTER & GAMBLE CO | COM | 742718109 | 53 | 900 | SH | | SO |
| PUBLIC STORAGE INC 8% PFD | | 74460D687 | 51 | 2000 | SH | | SO |
| QUALCOMM INC | COM | 747525103 | 107 | 2400 | SH | | SO |
| QUEST DIAGNOSTICS INC | COM | 74834L100 | 879 | 17400 | SH | | SO |
| RSA SEC INC | COM | 749719100 | 68 | 5400 | SH | | SO |
| RAYTHEON CO | COM NEW | 755111507 | 40 | 1075 | SH | | SO |
| REGAL BELOIT CORP | COM | 758750103 | 64 | 1997 | SH | | SO |
| REPUBLIC BANCORP INC | COM | 760282103 | 76 | 5430 | SH | | SO |
| REPUBLIC SVCS INC | COM | 760759100 | 647 | 18350 | SH | | SO |
| ROBERT HALF INTL INC | COM | 770323103 | 17 | 500 | SH | | SO |
| ROCHE HLDG LTD | SPONSORED ADR | 771195104 | 316 | 4535 | SH | | SO |
| ROCKWELL AUTOMATION INC. | COM | 773903109 | 335 | 6350 | SH | | SO |
| RUBY TUESDAY INC | COM | 781182100 | 58 | 2704 | SH | | SO |
| RUDDICK CORP | COM | 781258108 | 119 | 5199 | SH | | SO |
| RYANAIR HLDGS PLC | SPONSORED ADR | 783513104 | 172 | 3785 | SH | | SO |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 105 | 4396 | SH | | SO |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 26 | 1095 | SH | | DE |
| SK TELECOM LTD | SPONSORED ADR | 78440P108 | 48 | 2223 | SH | | SO |
| SPDR TR | UNIT SER 1 | 78462F103 | 30 | 250 | SH | | SO |
| SAFEWAY INC | COM NEW | 786514208 | 100 | 3919 | SH | | SO |
| SANDISK CORP | COM | 80004C101 | 1514 | 31400 | SH | | SO |
| SANDVIK AB | ADR | 800212201 | 245 | 4925 | SH | | SO |
| SANOFI AVENTIS | SPONSORED ADR | 80105N105 | 520 | 12523 | SH | | SO |
| SARA LEE CORP | COM | 803111103 | 124 | 6588 | SH | | SO |
| SASOL LTD | SPONSORED ADR | 803866300 | 123 | 3205 | SH | | SO |
| SATYAM COMP SVCS ADR | | 804098101 | 85 | 2845 | SH | | SO |
| SCHEIN HENRY INC | COM | 806407102 | 131 | 3096 | SH | | SO |
| TOTAL FOR PAGE 11 | | | 7467 | 205474 | | | |

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SCHEDULE 13F WORKSHEET

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F | INFORMATION TAB | | |
|----------------|----------------|-------|--------------------|--------------------|-----------------|--------------|------------|
| | | | | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INV DSC |

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| | | | | | | |
|------------------------------|---------------------|-----------|-------|----------|-----|-----|
| SCHLUMBERGER LTD | COM | 806857108 | 131 | 1560 | SH | SOL |
| SEARS HLDGS CORP | COM | 812350106 | 234 | 1887 | SH | SOL |
| SEMTECH CORP | COM | 816850101 | 43 | 2629 | SH | SOL |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 27 | 1450 | SH | SOL |
| SHIRE PHARMACEUTICALS GRP PL | SPONSORED ADR | 82481R106 | 259 | 7015 | SH | SOL |
| AIM STIC LAP PERSNL | | 825251754 | 1007 | 1007596 | PRN | SOL |
| AIM STIC LAP INST | | 825251820 | 13758 | 13758398 | PRN | SOL |
| AIM STIC LAP INST | | 825251820 | 23 | 23567 | PRN | DEF |
| AIM TREAS PRIV | | 825252109 | 5250 | 5250000 | PRN | SOL |
| AIM TREASURY INSTITUTIONAL | | 825252406 | 44 | 44997 | PRN | SOL |
| SHUFFLE MASTER INC | COM | 825549108 | 184 | 6992 | SH | SOL |
| SIEMENS A G | SPONSORED ADR | 826197501 | 304 | 3935 | SH | SOL |
| SIGMA ALDRICH CORP | COM | 826552101 | 973 | 15192 | SH | SOL |
| SILICONWARE PRECISION INDS L | SPONSD ADR SPL | 827084864 | 55 | 10779 | SH | SOL |
| SMITH & NEPHEW PLC | SPDN ADR NEW | 83175M205 | 167 | 3935 | SH | SOL |
| SOCIEDAD QUIMICA Y MINERA | DE CHILE SA | 833635105 | 230 | 1828 | SH | SOL |
| SOLECTRON CORP | COM | 834182107 | 4 | 1100 | SH | SOL |
| SOLVAY S A | SPONSORED ADR | 834437105 | 180 | 1545 | SH | SOL |
| SOUTHWEST AIRLS CO | COM | 844741108 | 100 | 6800 | SH | SOL |
| STERICYCLE INC | COM | 858912108 | 145 | 2545 | SH | SOL |
| STRAYER ED INC | COM | 863236105 | 93 | 990 | SH | SOL |
| STRYKER CORP | COM | 863667101 | 930 | 18825 | SH | SOL |
| SUNOPTA INC | COM | 8676EP108 | 56 | 11636 | SH | SOL |
| SUNRISE SENIOR LIVING INC. | COM | 86768K106 | 117 | 1760 | SH | SOL |
| SYKES ENTERPRISES INC | COM | 871237103 | 220 | 18555 | SH | SOL |
| SYMANTEC CORP | COM | 871503108 | 883 | 38987 | SH | SOL |
| SYMANTEC CORP | COM | 871503108 | 4 | 200 | SH | DEF |
| TAIWAN GREATER CHINA FD | SH BEN INT | 874037104 | 67 | 13925 | SH | SOL |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 280 | 34155 | SH | SOL |
| TARGET CORP | COM | 87612E106 | 417 | 8034 | SH | SOL |
| TATA MTRS LTD | SPONSORED ADR | 876568502 | 20 | 1688 | SH | SOL |
| TELE NORTE LESTE | PARTICIPACOE SA ADR | 879246106 | 31 | 1901 | SH | SOL |
| TELECOM ITALIA SPA | | 87927Y102 | 256 | 7875 | SH | SOL |
| TOTAL FOR PAGE 12 | | | 26492 | 20312281 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | INFORMATION SH/ PRN | TAB PUT/ CALL | INV DSC |
|------------------------------|----------------|-----------|--------------------|--------------------------------|---------------------------|---------------------|------------|
| TELEFONICA SA | | 879382208 | 201 | 4087 | SH | SOL | |
| TENNANT CO | COM | 880345103 | 54 | 1335 | SH | SOL | |
| TERRA INDS INC | COM | 880915103 | 90 | 13655 | SH | SOL | |
| TESCO PLC | SPONSORED ADR | 881575302 | 250 | 15240 | SH | SOL | |
| TESORO CORP | COM | 881609101 | 253 | 3766 | SH | SOL | |
| TEVA PHARMACEUTICAL INDS LTD | ADR | 881624209 | 262 | 7866 | SH | SOL | |
| TEXAS INSTRS INC | COM | 882508104 | 1315 | 38809 | SH | SOL | |
| THAI FD INC | COM | 882904105 | 117 | 11912 | SH | SOL | |
| TEXTRON INC | COM | 883203101 | 199 | 2780 | SH | SOL | |

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| | | | | | | |
|------------------------------|----------------|-----------|------|--------|----|-----|
| 3M COMPANY | COM | 88579Y101 | 59 | 805 | SH | SOL |
| TIDEWATER INC | COM | 886423102 | 7 | 150 | SH | SOL |
| TIME WARNER INC | COM | 887317105 | 2 | 150 | SH | DEF |
| TORONTO DOMINION BK ONT | COM NEW | 891160509 | 178 | 3620 | SH | SOL |
| TOWN & CTRY TR | SH BEN INT | 892081100 | 49 | 1695 | SH | SOL |
| TOYOTA MOTOR CORP | SP ADR REP2COM | 892331307 | 678 | 7350 | SH | SOL |
| TRACTOR SUPPLY CO | COM | 892356106 | 101 | 2227 | SH | SOL |
| TREEHOUSE FOODS INC | COM | 89469A104 | 34 | 1300 | SH | SOL |
| TURKCELL ILETISIM HIZMETLERI | SPON ADR NEW | 900111204 | 112 | 8235 | SH | SOL |
| TYCO INTL LTD NEW | COM | 902124106 | 1344 | 48305 | SH | SOL |
| US BANCORP DEL | COM NEW | 902973304 | 373 | 13300 | SH | SOL |
| U S G CORP | COM NEW | 903293405 | 241 | 3515 | SH | SOL |
| ULTRAPAR PARTICIPACOES S A | SP ADR REP PFD | 90400P101 | 15 | 926 | SH | SOL |
| UNILEVER N V | N Y SHS NEW | 904784709 | 130 | 1831 | SH | SOL |
| UNION PAC CORP | COM | 907818108 | 9 | 139 | SH | SOL |
| UNITED BANKSHARES INC WEST V | COM | 909907107 | 218 | 6249 | SH | SOL |
| UNITED MICROELECTRONICS CORP | SPONSORED ADR | 910873207 | 94 | 26345 | SH | SOL |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 137 | 2650 | SH | SOL |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 1750 | 31140 | SH | SOL |
| UNOVA INC | COM | 91529B106 | 124 | 3555 | SH | SOL |
| URBAN OUTFITTERS INC | COM | 917047102 | 17 | 600 | SH | SOL |
| VALERO ENERGY CORP NEW | COM | 91913Y100 | 734 | 6500 | SH | SOL |
| VALUECLICK INC | COM | 92046N102 | 168 | 9854 | SH | SOL |
| VARIAN INC | COM | 922206107 | 53 | 1547 | SH | SOL |
| TOTAL FOR PAGE 13 | | | 9368 | 281438 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | FORM 13F SHARES/ PRN AMT | INFORMATION SH/ PRN | PUT/ CALL | TAB INV DSC |
|----------------------------|----------------|-----------|--------------------|--------------------------------|---------------------------|--------------|-------------------|
| VERIZON COMMUNICATIONS | COM | 92343V104 | 5 | 169 | SH | | SOL |
| VIACOM INC | CL B | 925524308 | 628 | 19050 | SH | | SOL |
| VODAFONE GROUP PLC NEW | SPONSORED ADR | 92857W100 | 378 | 14570 | SH | | SOL |
| WAL MART STORES INC | COM | 931142103 | 228 | 5212 | SH | | SOL |
| WAL MART STORES INC | COM | 931142103 | 6 | 150 | SH | | DEF |
| WALGREEN CO | COM | 931422109 | 52 | 1200 | SH | | SOL |
| WASHINGTON MUT INC | COM | 939322103 | 301 | 7700 | SH | | SOL |
| WASTE CONNECTIONS INC | | 941053100 | 624 | 17800 | SH | | SOL |
| WASTE MGMT INC DEL | COM | 94106L109 | 239 | 8377 | SH | | SOL |
| WATERS CORP | COM | 941848103 | 162 | 3918 | SH | | SOL |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 5 | 150 | SH | | SOL |
| WEBSENSE INC | COM | 947684106 | 172 | 3362 | SH | | SOL |
| WEBSTER FINL CORP CONN | COM | 947890109 | 112 | 2495 | SH | | SOL |
| WELLS FARGO & CO NEW | COM | 949746101 | 193 | 3305 | SH | | SOL |
| WESTERN GAS RES INC | COM | 958259103 | 113 | 2212 | SH | | SOL |
| WINNEBAGO INDS INC | COM | 974637100 | 72 | 2501 | SH | | SOL |
| WINTRUST FINANCIAL CORP | COM | 97650W108 | 60 | 1198 | SH | | SOL |
| WOLVERINE WORLD WIDE INC | COM | 978097103 | 144 | 6890 | SH | | SOL |

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| | | | | | | |
|-------------------------|------|-----------|---------|----------|----|-----|
| WYETH | | 983024100 | 447 | 9670 | SH | SOL |
| YORK INTL CORP NEW | COM | 986670107 | 308 | 5500 | SH | SOL |
| ZEBRA TECHNOLOGIES CORP | CL A | 989207105 | 116 | 2983 | SH | SOL |
| ZIMMER HLDGS INC | COM | 98956P102 | 880 | 12780 | SH | SOL |
| ZORAN CORP | COM | 98975F101 | 23 | 1671 | SH | SOL |
| TOTAL FOR PAGE 14 | | | 5268 | 132863 | | |
| GRAND TOTALS | | | ----- | ----- | | |
| | | | 1011046 | 42356989 | | |