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BB&T CORP
Form 13F-HR
October 06, 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: 09/30/2008

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

Institutional Investment Manager Filing this Report:

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

13F File Number: 28-03501

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

Person Signing this Report on Behalf of Reporting Manager:

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

1 WILSON, NC 10/06/2008

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

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 969
Form 13F Information Table Value Total: \$ 2,024,937

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List of Other Included Managers:

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN	SH/ AMOUNT	PUT/ CALL	INVTMT DISCRTN	OT MA
AFLAC INC	COM	001055102	16136	274662	SH		SOLE	
							SOLE	
AFLAC INC	COM	001055102	118	2000	SH		DEFINED	
AFLAC INC	COM	001055102	195	3325	SH		OTHER	
AT&T INC	COM	00206R102	19239	689090	SH		SOLE	
							SOLE	
AT&T INC	COM	00206R102	65	2320	SH		DEFINED	
AT&T INC	COM	00206R102	5870	210237	SH		OTHER	
							OTHER	
ABBOTT	COM	002824100	15614	271164	SH		SOLE	
							SOLE	
ABBOTT	COM	002824100	58	1000	SH		DEFINED	
ABBOTT	COM	002824100	2836	49250	SH		OTHER	
							OTHER	
ABBOTT	COM	002824100	6	110	SH		DEF/OTH	
ADOBE SYSTEM INC	COM	00724F101	838	21224	SH		SOLE	
							SOLE	
ADOBE SYSTEM INC	COM	00724F101	52	1305	SH		OTHER	
AEGON NV	FOR	007924103	173	19696	SH		SOLE	
							SOLE	
AEGON NV	FOR	007924103	222	25273	SH		OTHER	
AETNA INC	COM	00817Y108	655	18137	SH		SOLE	
							SOLE	
AETNA INC	COM	00817Y108	53	1475	SH		OTHER	
AFFILIATED COMPUTER SVCS	COM	008190100	323	6385	SH		SOLE	
							SOLE	
AFFINITY	COM	00826F108	0	23150	SH		SOLE	
AGILENT	COM	00846U101	171	5770	SH		SOLE	
							SOLE	
AGILENT	COM	00846U101	59	1994	SH		OTHER	
AIR	COM	009158106	6538	95463	SH		SOLE	
							SOLE	
AIR	COM	009158106	26	378	SH		DEFINED	
AIR	COM	009158106	1207	17630	SH		OTHER	
							OTHER	
AIR	COM	009158106	8	120	SH		DEF/OTH	
ALCOA INC COMMON	COM	013817101	1678	74316	SH		SOLE	
							SOLE	
ALCOA INC COMMON	COM	013817101	3	150	SH		DEFINED	
ALCOA INC COMMON	COM	013817101	87	3835	SH		OTHER	
							OTHER	
ALCATEL-LUCENT	FOR	013904305	206	53543	SH		SOLE	
							SOLE	
ALCATEL-LUCENT	FOR	013904305	1	343	SH		OTHER	
ALLEGHENY ENERGY INC	COM	017361106	183	4978	SH		SOLE	
ALLEGHENY ENERGY INC	COM	017361106	221	6010	SH		OTHER	
ALLERGAN INC	COM	018490102	287	5580	SH		SOLE	
ALLERGAN INC	COM	018490102	8	164	SH		OTHER	
ALLSTATE CORP	COM	020002101	1232	26721	SH		SOLE	
							SOLE	
ALLSTATE CORP	COM	020002101	121	2632	SH		OTHER	

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ALTERA CORP	COM	021441100	588	28421	SH	SOLE
						SOLE
ALTRIA GROUP INC	COM	02209S103	3723	187640	SH	SOLE
						SOLE
ALTRIA GROUP INC	COM	02209S103	34	1734	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	1304	65742	SH	OTHER
						OTHER
ALUMINA LTD SPONS ADR	FOR	022205108	124	12260	SH	SOLE
AMEREN CORPORATION	COM	023608102	445	11391	SH	SOLE
						SOLE
AMEREN CORPORATION	COM	023608102	67	1727	SH	DEFINED
AMEREN CORPORATION	COM	023608102	21	540	SH	OTHER
AMERICAN CAPITAL LTD	COM	02503Y103	246	9658	SH	SOLE
						SOLE
AMERICAN CAPITAL LTD	COM	02503Y103	1	50	SH	OTHER
AMERICAN ELECTRIC POWER	COM	025537101	994	26853	SH	SOLE
						SOLE
AMERICAN ELECTRIC POWER	COM	025537101	11	300	SH	DEFINED
AMERICAN ELECTRIC POWER	COM	025537101	68	1843	SH	OTHER
AMERICAN EXPRESS COMPANY COMMON	COM	025816109	2810	79313	SH	SOLE
						SOLE
AMERICAN EXPRESS COMPANY COMMON	COM	025816109	629	17750	SH	OTHER
						OTHER
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	183	54897	SH	SOLE
						SOLE
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	3	1000	SH	DEFINED
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	38	11511	SH	OTHER
						OTHER
AMERICAN INTERNATIONAL GROUP INC	COM	026874107	0	120	SH	DEF/OTH
AMERICREDIT CORP	COM	03060R101	101	10000	SH	SOLE
						SOLE
AMERISOURCEBERGEN CORP.	COM	03073E105	349	9270	SH	SOLE
						SOLE
AMERISOURCEBERGEN CORP.	COM	03073E105	109	2900	SH	OTHER
AMGEN INC	COM	031162100	11347	191438	SH	SOLE
						SOLE
AMGEN INC	COM	031162100	28	475	SH	DEFINED
AMGEN INC	COM	031162100	884	14915	SH	OTHER
AMGEN INC	COM	031162100	4	60	SH	DEF/OTH
ANADARKO	COM	032511107	14263	294018	SH	SOLE
						SOLE
ANADARKO	COM	032511107	1725	35564	SH	OTHER
						OTHER
ANADARKO	COM	032511107	6	120	SH	DEF/OTH
ANGLOGOLD ASHANTI LIMITED	FOR	035128206	365	15821	SH	SOLE
						SOLE
ANHEUSER BUSCH COMPANY INC	COM	035229103	2400	36986	SH	SOLE
						SOLE
ANHEUSER BUSCH COMPANY INC	COM	035229103	491	7575	SH	OTHER
ANTHRACITE CAPITAL INC	COM	037023108	102	19000	SH	OTHER
AON	COM	037389103	981	21822	SH	SOLE
						SOLE
AON	COM	037389103	756	16821	SH	OTHER
						OTHER
APACHE	COM	037411105	2420	23202	SH	SOLE
						SOLE
APACHE	COM	037411105	226	2170	SH	OTHER
APOLLO GROUP INC COMMON	COM	037604105	166	2792	SH	SOLE
APOLLO GROUP INC COMMON	COM	037604105	47	800	SH	OTHER
APPLE COMPUTER CORPORATION	COM	037833100	1899	16706	SH	SOLE
						SOLE
APPLE COMPUTER CORPORATION	COM	037833100	469	4127	SH	OTHER

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APPLIED MATERIALS	COM	038222105	3050	201554	SH	OTHER
						SOLE
						SOLE
APPLIED MATERIALS	COM	038222105	296	19564	SH	OTHER
ARCH COAL INC	COM	039380100	463	14064	SH	SOLE
						SOLE
ARCH COAL INC	COM	039380100	94	2850	SH	OTHER
ARCELORMITTAL NY REGISTERED	FOR	03938L104	208	4214	SH	SOLE
						SOLE
ARCHER	COM	039483102	5464	249387	SH	SOLE
						SOLE
ARCHER	COM	039483102	9	400	SH	DEFINED
ARCHER	COM	039483102	447	20395	SH	OTHER
ASHLAND INC	COM	044209104	1132	38704	SH	SOLE
ASHLAND INC	COM	044209104	475	16240	SH	OTHER
ASSOCIATED BANC CORP	COM	045487105	32	1628	SH	SOLE
ASSOCIATED BANC CORP	COM	045487105	176	8816	SH	OTHER
ASTRAZENECA	FOR	046353108	209	4769	SH	SOLE
						SOLE
ATLANTIC SOUTHERN FINANCIAL	COM	048877104	115	10035	SH	SOLE
AUTHENTIDATE	COM	052666104	6	13000	SH	SOLE
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	7476	174872	SH	SOLE
						SOLE
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	59	1387	SH	DEFINED
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	1000	23400	SH	OTHER
						OTHER
AUTOMATIC DATA PROCESSING COMMON	COM	053015103	4	100	SH	DEF/OTH
AVERY DENNISON CORP.	COM	053611109	4364	98111	SH	SOLE
						SOLE
AVERY DENNISON CORP.	COM	053611109	372	8373	SH	OTHER
AVON PRODUCTS	COM	054303102	656	15784	SH	SOLE
						SOLE
AVON PRODUCTS	COM	054303102	267	6430	SH	OTHER
						OTHER
AXCELIS TECHNOLOGIES	COM	054540109	106	62325	SH	SOLE
BB&T	COM	054937107	138568	3665810	SH	SOLE
						SOLE
BB&T	COM	054937107	699	18500	SH	DEFINED
BB&T	COM	054937107	161577	4274526	SH	OTHER
						OTHER
BP P.L.C.	FOR	055622104	8207	163584	SH	SOLE
						SOLE
BP P.L.C.	FOR	055622104	17	339	SH	DEFINED
BP P.L.C.	FOR	055622104	5651	112628	SH	OTHER
						OTHER
BMC SOFTWARE INC	COM	055921100	288	10066	SH	SOLE
						SOLE
BMC SOFTWARE INC	COM	055921100	8	275	SH	OTHER
BAKER HUGHES INC	COM	057224107	3864	63825	SH	SOLE
						SOLE
BAKER HUGHES INC	COM	057224107	13	215	SH	DEFINED
BAKER HUGHES INC	COM	057224107	473	7815	SH	OTHER
						OTHER
BANCO BILBAO VIZCAYA - SP ADR	FOR	05946K101	71	4416	SH	SOLE
						SOLE
BANCO BILBAO VIZCAYA - SP ADR	FOR	05946K101	91	5600	SH	DEFINED
BANK OF AMERICA CORP	COM	060505104	27565	787564	SH	SOLE
						SOLE
BANK OF AMERICA CORP	COM	060505104	75	2150	SH	DEFINED
BANK OF AMERICA CORP	COM	060505104	3900	111415	SH	OTHER
						OTHER
BANK OF AMERICA CORP	COM	060505104	5	150	SH	DEF/OTH

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BANK OF NEW YORK MELLON	COM	064058100	4795	147179	SH	SOLE
						SOLE
BANK OF NEW YORK MELLON	COM	064058100	9	283	SH	DEFINED
BANK OF NEW YORK MELLON	COM	064058100	200	6138	SH	OTHER
BARCLAYS PLC - SPONS ADR	FOR	06738E204	216	8740	SH	SOLE
						SOLE
BARCLAYS PLC - SPONS ADR	FOR	06738E204	8	325	SH	OTHER
BARRICK GOLD CORP	FOR	067901108	354	9640	SH	SOLE
						SOLE
BARRICK GOLD CORP	FOR	067901108	31	850	SH	OTHER
BASSETT FURNITURE	COM	070203104	356	41674	SH	SOLE
BAXTER	COM	071813109	3139	47832	SH	SOLE
						SOLE
BAXTER	COM	071813109	93	1424	SH	DEFINED
BAXTER	COM	071813109	286	4355	SH	OTHER
BECTON DICKINSON & CO.	COM	075887109	1962	24441	SH	SOLE
						SOLE
BECTON DICKINSON & CO.	COM	075887109	174	2170	SH	OTHER
						OTHER
BERKSHIRE HATHAWAY INC DEL	COM	084670108	784	6	SH	SOLE
						SOLE
BERKSHIRE HATHAWAY INC DEL	COM	084670108	131	1	SH	OTHER
BERKSHIRE HATHAWAY INC DEL	COM	084670207	5498	1251	SH	SOLE
						SOLE
BERKSHIRE HATHAWAY INC DEL	COM	084670207	369	84	SH	OTHER
BEST BUY INC.	COM	086516101	1211	32304	SH	SOLE
						SOLE
BEST BUY INC.	COM	086516101	39	1050	SH	OTHER
						OTHER
BHP BILLITON LIMITED	FOR	088606108	512	9848	SH	SOLE
						SOLE
BHP BILLITON LIMITED	FOR	088606108	17	330	SH	OTHER
THE BOEING COMPANY CAPITAL	COM	097023105	2062	35946	SH	SOLE
						SOLE
THE BOEING COMPANY CAPITAL	COM	097023105	320	5572	SH	OTHER
						OTHER
BOSTON SCIENTIFIC	COM	101137107	123	10063	SH	SOLE
						SOLE
BOSTON SCIENTIFIC	COM	101137107	13	1075	SH	OTHER
BRISTOL MYERS SQUIBB CO. COMMON	COM	110122108	4946	237222	SH	SOLE
						SOLE
BRISTOL MYERS SQUIBB CO. COMMON	COM	110122108	37	1789	SH	DEFINED
BRISTOL MYERS SQUIBB CO. COMMON	COM	110122108	2901	139131	SH	OTHER
						OTHER
BURLINGTON	COM	12189T104	2821	30525	SH	SOLE
						SOLE
BURLINGTON	COM	12189T104	1129	12212	SH	OTHER
						OTHER
CBS CORPORATION	COM	124857202	240	16436	SH	SOLE
						SOLE
CBS CORPORATION	COM	124857202	0	50	SH	DEFINED
CBS CORPORATION	COM	124857202	5	337	SH	OTHER
CTC	COM	12502E107	37	67818	SH	SOLE
C.H ROBINSON WORLDWIDE INC	COM	12541W209	127	2492	SH	SOLE
						SOLE
C.H ROBINSON WORLDWIDE INC	COM	12541W209	1471	28861	SH	OTHER
CME GROUP INC	COM	12572Q105	371	999	SH	SOLE
						SOLE
CNOOC LTD - ADR	FOR	126132109	229	2000	SH	SOLE
CSX	COM	126408103	2595	47550	SH	SOLE
						SOLE
CSX	COM	126408103	109	2000	SH	DEFINED

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CSX	COM	126408103	1425	26110	SH	OTHER
						OTHER
CVS CAREMARK CORP	COM	126650100	6408	190370	SH	SOLE
						SOLE
CVS CAREMARK CORP	COM	126650100	896	26624	SH	OTHER
						OTHER
CVS CAREMARK CORP	COM	126650100	5	140	SH	DEF/OTH
CAMERON INTERNATIONAL	COM	13342B105	533	13818	SH	SOLE
						SOLE
CAMERON INTERNATIONAL	COM	13342B105	6	163	SH	OTHER
CAMPBELL	FOR	134422609	0	10000	SH	SOLE
CAMPBELL SOUP CO	COM	134429109	247	6394	SH	SOLE
						SOLE
CAMPBELL SOUP CO	COM	134429109	134	3479	SH	OTHER
CANADIAN	FOR	136385101	342	4998	SH	SOLE
						SOLE
CAPITAL ONE	COM	14040H105	684	13416	SH	SOLE
						SOLE
CAPITAL ONE	COM	14040H105	153	3000	SH	OTHER
CARDINAL HEALTH INC	COM	14149Y108	2714	55073	SH	SOLE
						SOLE
CARDINAL HEALTH INC	COM	14149Y108	151	3055	SH	OTHER
CATERPILLAR TRACTOR COMPANY	COM	149123101	1981	33244	SH	SOLE
						SOLE
CATERPILLAR TRACTOR COMPANY	COM	149123101	258	4325	SH	OTHER
CELGENE CORP	COM	151020104	1399	22111	SH	SOLE
						SOLE
CELGENE CORP	COM	151020104	26	405	SH	OTHER
CEMEX SA	FOR	151290889	214	12445	SH	SOLE
						SOLE
CHESAPEAKE ENERGY CORP	COM	165167107	953	26562	SH	SOLE
						SOLE
CHESAPEAKE ENERGY CORP	COM	165167107	124	3460	SH	OTHER
						OTHER
CHEVRON CORP	COM	166764100	22680	274977	SH	SOLE
						SOLE
CHEVRON CORP	COM	166764100	271	3281	SH	DEFINED
CHEVRON CORP	COM	166764100	5381	65244	SH	OTHER
						OTHER
CHEVRON CORP	COM	166764100	4	50	SH	DEF/OTH
CHOICE HOTELS INTERNATIONAL INC	COM	169905106	51	1900	SH	SOLE
CHOICE HOTELS INTERNATIONAL INC	COM	169905106	795	29350	SH	OTHER
CHUBB	COM	171232101	1204	21924	SH	SOLE
						SOLE
CHUBB	COM	171232101	178	3250	SH	OTHER
CHURCH & DWIGHT CO., INC	COM	171340102	83	1337	SH	SOLE
						SOLE
CHURCH & DWIGHT CO., INC	COM	171340102	162	2607	SH	OTHER
CISCO	COM	17275R102	25341	1123291	SH	SOLE
						SOLE
CISCO	COM	17275R102	127	5649	SH	DEFINED
CISCO	COM	17275R102	2267	100483	SH	OTHER
						OTHER
CINTAS CORPORATION	COM	172908105	435	15150	SH	SOLE
CITIGROUP INC COMMON	COM	172967101	6297	307000	SH	SOLE
						SOLE
CITIGROUP INC COMMON	COM	172967101	15	730	SH	DEFINED
CITIGROUP INC COMMON	COM	172967101	1104	53811	SH	OTHER
						OTHER
CITIGROUP INC COMMON	COM	172967101	3	150	SH	DEF/OTH
CITIGROUP CAPITAL	PRE	17310L201	180	12100	SH	SOLE
CITY HOLDING	COM	177835105	464	10990	SH	SOLE

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CITY HOLDING	COM	177835105	3643	86224	SH	SOLE
CLEAN ENERGY FUELS CORP	COM	184499101	142	10000	SH	OTHER
CLOROX	COM	189054109	5615	89571	SH	SOLE
						SOLE
CLOROX	COM	189054109	9	150	SH	DEFINED
CLOROX	COM	189054109	622	9922	SH	OTHER
COCA COLA COMPANY COMMON	COM	191216100	18826	356015	SH	SOLE
						SOLE
COCA COLA COMPANY COMMON	COM	191216100	92	1741	SH	DEFINED
COCA COLA COMPANY COMMON	COM	191216100	3552	67177	SH	OTHER
						OTHER
COLGATE PALMOLIVE COMPANY	COM	194162103	5799	76960	SH	SOLE
						SOLE
COLGATE PALMOLIVE COMPANY	COM	194162103	605	8033	SH	OTHER
COMCAST CORP	COM	20030N101	7246	369124	SH	SOLE
						SOLE
COMCAST CORP	COM	20030N101	437	22258	SH	OTHER
						OTHER
COMCAST CORP	COM	20030N200	674	34181	SH	SOLE
						SOLE
COMPUTER	COM	205363104	399	9932	SH	SOLE
						SOLE
COMPUTER	COM	205363104	57	1413	SH	OTHER
CONAGRA FOODS, INC COMMON	COM	205887102	303	15588	SH	SOLE
						SOLE
CONAGRA FOODS, INC COMMON	COM	205887102	28	1459	SH	DEFINED
CONAGRA FOODS, INC COMMON	COM	205887102	51	2608	SH	OTHER
CONOCOPHILLIPS	COM	20825C104	27674	377805	SH	SOLE
						SOLE
CONOCOPHILLIPS	COM	20825C104	28	380	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	3427	46780	SH	OTHER
						OTHER
CONOCOPHILLIPS	COM	20825C104	9	120	SH	DEF/OTH
CONSOL ENERGY INC	COM	20854P109	161	3511	SH	SOLE
						SOLE
CONSOL ENERGY INC	COM	20854P109	40	865	SH	OTHER
CONSOLIDATED EDISON INC COMMON	COM	209115104	1520	35378	SH	SOLE
						SOLE
CONSOLIDATED EDISON INC COMMON	COM	209115104	81	1877	SH	DEFINED
CONSOLIDATED EDISON INC COMMON	COM	209115104	684	15926	SH	OTHER
						OTHER
CONSOLIDATED HEALTH CARE	COM	20935C200	0	10000	SH	SOLE
CONSTELLATION ENERGY GROUP	COM	210371100	659	27130	SH	SOLE
						SOLE
CONSTELLATION ENERGY GROUP	COM	210371100	4	170	SH	DEFINED
CONSTELLATION ENERGY GROUP	COM	210371100	299	12299	SH	OTHER
COPYTELE INC	COM	217721109	16	26000	SH	SOLE
CORNING INC	COM	219350105	3114	199095	SH	SOLE
						SOLE
CORNING INC	COM	219350105	9	600	SH	DEFINED
CORNING INC	COM	219350105	313	20004	SH	OTHER
COSTCO WHOLESALE CORP	COM	22160K105	1184	18237	SH	SOLE
						SOLE
COSTCO WHOLESALE CORP	COM	22160K105	65	1000	SH	OTHER
COVANCE INC	COM	222816100	384	4345	SH	SOLE
						SOLE
COVANCE INC	COM	222816100	55	625	SH	OTHER
CRYOLIFE INC	COM	228903100	1743	132856	SH	SOLE
CUMMINS	COM	231021106	303	6930	SH	SOLE
						SOLE
CUMMINS	COM	231021106	31	700	SH	OTHER

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DAI NIPPON PRTG LTD	FOR	233806306	134	10025	SH	SOLE
DANAHER CORP	COM	235851102	1482	21352	SH	SOLE
						SOLE
DANAHER CORP	COM	235851102	303	4360	SH	OTHER
						OTHER
DARA BIOSCIENCES INC	COM	23703P106	719	548700	SH	OTHER
DEERE &	COM	244199105	1364	27548	SH	SOLE
						SOLE
DEERE &	COM	244199105	59	1200	SH	DEFINED
DEERE &	COM	244199105	17	335	SH	OTHER
DELL INC	COM	24702R101	6930	420492	SH	SOLE
						SOLE
DELL INC	COM	24702R101	38	2328	SH	DEFINED
DELL INC	COM	24702R101	568	34460	SH	OTHER
						OTHER
DEVON ENERGY	COM	25179M103	2430	26648	SH	SOLE
						SOLE
DEVON ENERGY	COM	25179M103	33	360	SH	DEFINED
DEVON ENERGY	COM	25179M103	736	8069	SH	OTHER
						OTHER
DIAGEO	FOR	25243Q205	474	6879	SH	SOLE
						SOLE
DIAGEO	FOR	25243Q205	69	1000	SH	OTHER
						OTHER
THE DIRECTV GROUP INC	COM	25459L106	269	10270	SH	SOLE
						SOLE
THE DIRECTV GROUP INC	COM	25459L106	6	246	SH	OTHER
THE WALT DISNEY COMPANY COMMON	COM	254687106	15854	516587	SH	SOLE
						SOLE
THE WALT DISNEY COMPANY COMMON	COM	254687106	95	3082	SH	DEFINED
THE WALT DISNEY COMPANY COMMON	COM	254687106	1308	42612	SH	OTHER
						OTHER
DOMINION	COM	25746U109	5352	125094	SH	SOLE
						SOLE
DOMINION	COM	25746U109	86	2000	SH	DEFINED
DOMINION	COM	25746U109	2044	47779	SH	OTHER
						OTHER
R.R. DONNELLEY & SONS	COM	257867101	23	925	SH	SOLE
R.R. DONNELLEY & SONS	COM	257867101	227	9265	SH	OTHER
DOVER	COM	260003108	294	7247	SH	SOLE
						SOLE
DOW	COM	260543103	6732	211824	SH	SOLE
						SOLE
DOW	COM	260543103	749	23554	SH	OTHER
						OTHER
DRDGOLD LIMITED	FOR	26152H301	133	30000	SH	SOLE
E. I. DUPONT DE NEMOURS COMPANY	COM	263534109	12349	306428	SH	SOLE
						SOLE
E. I. DUPONT DE NEMOURS COMPANY	COM	263534109	93	2300	SH	DEFINED
E. I. DUPONT DE NEMOURS COMPANY	COM	263534109	2236	55484	SH	OTHER
DUKE ENERGY CORPORATION	COM	26441C105	13063	749439	SH	SOLE
						SOLE
DUKE ENERGY CORPORATION	COM	26441C105	98	5640	SH	DEFINED
DUKE ENERGY CORPORATION	COM	26441C105	1957	112271	SH	OTHER
						OTHER
EMC CORPORATION	COM	268648102	1529	127837	SH	SOLE
						SOLE
EMC CORPORATION	COM	268648102	132	11027	SH	OTHER
						OTHER
ENSCO INTERNATIONAL INC	COM	26874Q100	319	5535	SH	SOLE
EOG RESOURCES INC	COM	26875P101	329	3673	SH	SOLE
EOG RESOURCES INC	COM	26875P101	174	1950	SH	OTHER

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EARTHLINK INC	COM	270321102	135	15905	SH	SOLE
EATON CORP	COM	278058102	347	6178	SH	SOLE
EATON CORP	COM	278058102	124	2209	SH	OTHER
EBAY INC COMMON	COM	278642103	8520	380703	SH	SOLE
EBAY INC COMMON	COM	278642103	16	715	SH	DEFINED
EBAY INC COMMON	COM	278642103	782	34949	SH	OTHER
ECOLAB INC	COM	278865100	474	9761	SH	OTHER
ECOLAB INC	COM	278865100	229	4725	SH	SOLE
EDISON INTL	COM	281020107	1475	36956	SH	OTHER
EDISON INTL	COM	281020107	99	2480	SH	SOLE
ELECTRONIC ARTS INC	COM	285512109	390	10535	SH	OTHER
ELECTRONIC ARTS INC	COM	285512109	105	2850	SH	SOLE
EMERSON	COM	291011104	10912	267507	SH	OTHER
EMERSON	COM	291011104	197	4840	SH	SOLE
EMERSON	COM	291011104	1979	48522	SH	DEFINED
ENERGIZER HOLDINGS INC	COM	29266R108	81	1003	SH	OTHER
ENERGIZER HOLDINGS INC	COM	29266R108	222	2762	SH	SOLE
ENERPLUS RESOURCES FUND	FOR	29274D604	131	3525	SH	OTHER
ENERPLUS RESOURCES FUND	FOR	29274D604	286	7700	SH	SOLE
ENERGY SOUTH INC	COM	292970100	545	8866	SH	OTHER
ENTERGY CORP	COM	29364G103	292	3282	SH	SOLE
EQUITY RESIDENTIAL	COM	29476L107	635	14292	SH	SOLE
EQUITY RESIDENTIAL	COM	29476L107	213	4800	SH	SOLE
ERICSSON LM TELEPHONE CO ADR	FOR	294821608	191	20212	SH	OTHER
EXELON	COM	30161N101	1728	27589	SH	SOLE
EXELON	COM	30161N101	669	10691	SH	SOLE
EXPRESS SCRIPTS	COM	302182100	436	5903	SH	OTHER
EXPRESS SCRIPTS	COM	302182100	63	850	SH	SOLE
EXPRESSJET HOLDINGS INC	COM	30218U108	13	66666	SH	OTHER
EXXON MOBIL CORPORATION COMMON	COM	30231G102	59732	769151	SH	SOLE
EXXON MOBIL CORPORATION COMMON	COM	30231G102	360	4641	SH	SOLE
EXXON MOBIL CORPORATION COMMON	COM	30231G102	21864	281533	SH	DEFINED
FMC	COM	302491303	272	5300	SH	OTHER
FMC TECHNOLOGIES INC	COM	30249U101	18	376	SH	OTHER
FMC TECHNOLOGIES INC	COM	30249U101	424	9106	SH	SOLE
FPL GROUP	COM	302571104	4953	98471	SH	OTHER
FPL GROUP	COM	302571104	14	270	SH	SOLE
FPL GROUP	COM	302571104	709	14104	SH	DEFINED

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FPL GROUP	COM	302571104	8	150 SH	OTHER
FAIRPOINT COMMUNICATIONS INC	COM	305560104	205	23658 SH	DEF/OTH
					SOLE
					SOLE
FAIRPOINT COMMUNICATIONS INC	COM	305560104	0	41 SH	DEFINED
FAIRPOINT COMMUNICATIONS INC	COM	305560104	38	4369 SH	OTHER
					OTHER
FAIRPOINT COMMUNICATIONS INC	COM	305560104	0	3 SH	DEF/OTH
FAMILY DOLLAR STORES	COM	307000109	249	10493 SH	SOLE
					SOLE
FAMILY DOLLAR STORES	COM	307000109	303	12780 SH	OTHER
FASTENAL CO	COM	311900104	259	5249 SH	SOLE
					SOLE
FAUQUIER BANKSHARES INC COM	COM	312059108	225	15200 SH	OTHER
FEDEX	COM	31428X106	842	10654 SH	SOLE
					SOLE
FEDEX	COM	31428X106	79	1000 SH	DEFINED
FEDEX	COM	31428X106	271	3430 SH	OTHER
					OTHER
FIELDCREST	COM	3165498B3	0	12000 SH	SOLE
FIFTH THIRD BANCORP COMMON	COM	316773100	179	15053 SH	SOLE
					SOLE
FIFTH THIRD BANCORP COMMON	COM	316773100	851	71526 SH	OTHER
					OTHER
FIRESWIRL TECHNOLOGIES INC	COM	31831N109	12	75000 SH	OTHER
FIRST CITIZENS BANCORPORATION OF	COM	319460101	314	582 SH	SOLE
FIRST CITIZENS BANCORPORATION OF	COM	319460101	91	168 SH	OTHER
FIRST CITIZENS BANCSHARES INC	COM	31946M103	891	4979 SH	SOLE
					SOLE
FIRST FINL HLDS INC	COM	320239106	220	8388 SH	SOLE
					SOLE
FIRST HORIZON NATIONAL CORP	COM	320517105	144	15375 SH	SOLE
					SOLE
FIRST NATL BANCSHARES INC	COM	32111B104	221	43635 SH	SOLE
FISERV	COM	337738108	954	20157 SH	SOLE
					SOLE
FISERV	COM	337738108	121	2562 SH	OTHER
					OTHER
FIRST ENERGY CORP	COM	337932107	640	9556 SH	SOLE
					SOLE
FIRST ENERGY CORP	COM	337932107	293	4370 SH	OTHER
FLUOR CORP (NEW)	COM	343412102	606	10881 SH	SOLE
					SOLE
FLUOR CORP (NEW)	COM	343412102	39	705 SH	OTHER
					OTHER
FLOWERS FOOD INC WI	COM	343498101	15684	534192 SH	SOLE
					SOLE
FOMENTO ECONOMICO MEXICANO	FOR	344419106	277	7269 SH	SOLE
					SOLE
FORD	COM	345370860	122	23480 SH	SOLE
					SOLE
FORTUNE BRANDS INC	COM	349631101	1921	33491 SH	SOLE
					SOLE
FORTUNE BRANDS INC	COM	349631101	461	8033 SH	OTHER
					OTHER
FRANKLIN RESOURCES INC	COM	354613101	327	3714 SH	SOLE
					SOLE
FRANKLIN STREET PROPERTIES CORP	COM	35471R106	3516	203954 SH	OTHER
FREEPORT MCMORAN CPR & GOLD	COM	35671D857	474	8340 SH	SOLE
					SOLE
FREEPORT MCMORAN CPR & GOLD	COM	35671D857	116	2035 SH	OTHER
					OTHER

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FUJIFILM HOLDINGS CORPORATION	FOR	35958N107	213	8215 SH	SOLE
GANNETT	COM	364730101	280	16576 SH	SOLE
					SOLE
GANNETT	COM	364730101	19	1140 SH	OTHER
THE GAP INC COMMON	COM	364760108	344	19354 SH	SOLE
THE GAP INC COMMON	COM	364760108	16	900 SH	OTHER
GENENTECH, INC COMMON	COM	368710406	2092	23585 SH	SOLE
					SOLE
GENENTECH, INC COMMON	COM	368710406	82	925 SH	OTHER
					OTHER
GENERAL DYNAMICS	COM	369550108	2217	30111 SH	SOLE
					SOLE
GENERAL DYNAMICS	COM	369550108	8	110 SH	DEFINED
GENERAL DYNAMICS	COM	369550108	208	2825 SH	OTHER
					OTHER
GENERAL ELECTRIC COMPANY COMMON	COM	369604103	46216	1812369 SH	SOLE
					SOLE
GENERAL ELECTRIC COMPANY COMMON	COM	369604103	815	31961 SH	DEFINED
GENERAL ELECTRIC COMPANY COMMON	COM	369604103	11883	466012 SH	OTHER
					OTHER
GENERAL ELECTRIC COMPANY COMMON	COM	369604103	6	240 SH	DEF/OTH
GENERAL MILLS INC	COM	370334104	1945	28307 SH	SOLE
					SOLE
GENERAL MILLS INC	COM	370334104	578	8404 SH	OTHER
					OTHER
GENUINE PARTS COMPANY	COM	372460105	936	23282 SH	SOLE
					SOLE
GENUINE PARTS COMPANY	COM	372460105	170	4234 SH	OTHER
					OTHER
GENZYME	COM	372917104	905	11191 SH	SOLE
					SOLE
GEORGIA	PRE	373334465	192	8000 SH	SOLE
GEORGIA	PRE	373334465	86	3600 SH	OTHER
GILEAD SCIENCES, INC.	COM	375558103	1353	29642 SH	SOLE
					SOLE
GILEAD SCIENCES, INC.	COM	375558103	84	1847 SH	OTHER
					OTHER
GLAXOSMITHKLINE PLC	FOR	37733W105	1307	30075 SH	SOLE
					SOLE
GLAXOSMITHKLINE PLC	FOR	37733W105	115	2635 SH	OTHER
GOLD FIELDS LTD	FOR	38059T106	700	72970 SH	SOLE
					SOLE
GOLD FIELDS LTD	FOR	38059T106	8	800 SH	OTHER
GOLDMAN SACHS GROUP	COM	38141G104	4061	31724 SH	SOLE
					SOLE
GOLDMAN SACHS GROUP	COM	38141G104	301	2348 SH	OTHER
					OTHER
GOOGLE INC	COM	38259P508	777	1923 SH	SOLE
					SOLE
GOOGLE INC	COM	38259P508	26	65 SH	OTHER
HCP, INC	COM	40414L109	187	4654 SH	SOLE
HCP, INC	COM	40414L109	16	410 SH	OTHER
HSBC	FOR	404280406	463	5726 SH	SOLE
					SOLE
HSBC	FOR	404280406	689	8519 SH	OTHER
					OTHER
HSW INTERNATIONAL INC	COM	40431N104	26	10000 SH	SOLE
HALLIBURTON COMPANY	COM	406216101	482	14873 SH	SOLE
					SOLE
HALLIBURTON COMPANY	COM	406216101	65	2000 SH	DEFINED
HALLIBURTON COMPANY	COM	406216101	191	5900 SH	OTHER
HANCOCK HOLDING COMPANY	COM	410120109	364	7132 SH	SOLE

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HARLEY-DAVIDSON INC.	COM	412822108	902	24195	SH	SOLE
						SOLE
HARLEY-DAVIDSON INC.	COM	412822108	39	1050	SH	OTHER
						OTHER
HARRIS CORPORATION	COM	413875105	218	4721	SH	SOLE
						SOLE
HARRIS CORPORATION	COM	413875105	22	485	SH	OTHER
HARTFORD FINL SVCS GROUP INC	COM	416515104	2365	57702	SH	SOLE
						SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	3089	75359	SH	OTHER
						OTHER
HASBRO INC	COM	418056107	350	10071	SH	SOLE
						SOLE
HASBRO INC	COM	418056107	32	910	SH	OTHER
HEALTH CARE REIT INC	COM	42217K106	560	10515	SH	SOLE
HEALTH CARE REIT INC	COM	42217K106	16	300	SH	OTHER
H. J. HEINZ COMPANY COMMON	COM	423074103	1653	33085	SH	SOLE
						SOLE
H. J. HEINZ COMPANY COMMON	COM	423074103	628	12571	SH	OTHER
						OTHER
HENRY COUNTY PLYWOOD	COM	426650107	0	9491	SH	SOLE
HENRY COUNTY PLYWOOD	COM	426650107	0	1917	SH	OTHER
HERSHEY	COM	427866108	1202	30393	SH	SOLE
						SOLE
HERSHEY	COM	427866108	250	6313	SH	OTHER
HESS CORPORATION	COM	42809H107	629	7669	SH	SOLE
						SOLE
HEWLETT PACKARD COMPANY COMMON	COM	428236103	7546	163200	SH	SOLE
						SOLE
HEWLETT PACKARD COMPANY COMMON	COM	428236103	201	4337	SH	DEFINED
HEWLETT PACKARD COMPANY COMMON	COM	428236103	1346	29107	SH	OTHER
						OTHER
HEWLETT PACKARD COMPANY COMMON	COM	428236103	5	100	SH	DEF/OTH
HOME DEPOT INC COMMON	COM	437076102	11478	443348	SH	SOLE
						SOLE
HOME DEPOT INC COMMON	COM	437076102	11	440	SH	DEFINED
HOME DEPOT INC COMMON	COM	437076102	1225	47321	SH	OTHER
						OTHER
HOME DEPOT INC COMMON	COM	437076102	4	150	SH	DEF/OTH
HONDA MTR LTD	FOR	438128308	210	6990	SH	SOLE
						SOLE
HONDA MTR LTD	FOR	438128308	11	350	SH	OTHER
HONEYWELL	COM	438516106	4331	104242	SH	SOLE
						SOLE
HONEYWELL	COM	438516106	434	10450	SH	OTHER
						OTHER
HONEYWELL	COM	438516106	4	100	SH	DEF/OTH
HOOKER FURNITURE CORPORATION	COM	439038100	8507	479257	SH	SOLE
						SOLE
HOOKER FURNITURE CORPORATION	COM	439038100	1274	71749	SH	OTHER
						OTHER
HUNTINGTON BANCSHARES INC	COM	446150104	46	5771	SH	SOLE
HUNTINGTON BANCSHARES INC	COM	446150104	537	67219	SH	OTHER
ISTAR	COM	45031U101	43	16366	SH	SOLE
						SOLE
ISTAR	COM	45031U101	5	1935	SH	OTHER
						OTHER
ITT INDUSTRIES INC	COM	450911102	4236	76165	SH	SOLE
						SOLE
ITT INDUSTRIES INC	COM	450911102	4105	73816	SH	OTHER
						OTHER
ILLINOIS TOOL WORKS	COM	452308109	3503	78813	SH	SOLE

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ILLINOIS TOOL WORKS	COM	452308109	445	10002	SH	SOLE OTHER
IMPERIAL OIL	FOR	453038408	205	4808	SH	OTHER SOLE
INDEPENDENCE BANCSHARES INC SC	COM	45338E107	100	10000	SH	SOLE
ING GROEP N.V.	FOR	456837103	15618	729810	SH	SOLE SOLE
ING GROEP N.V.	FOR	456837103	20	925	SH	OTHER
INTEGRAL TECHNOLOGIES INC	COM	45810J103	69	106817	SH	SOLE
INTEL COMMON	COM	458140100	26476	1413543	SH	SOLE SOLE
INTEL COMMON	COM	458140100	57	3022	SH	DEFINED
INTEL COMMON	COM	458140100	2564	136913	SH	OTHER OTHER
INTERGOLD	FOR	45867J105	0	10000	SH	SOLE
INTERNATIONAL BUSINESS MACHINES	COM	459200101	19996	170966	SH	SOLE SOLE
INTERNATIONAL BUSINESS MACHINES	COM	459200101	167	1429	SH	DEFINED
INTERNATIONAL BUSINESS MACHINES	COM	459200101	4475	38260	SH	OTHER OTHER
INTERNATIONAL PAPER COMPANY	COM	460146103	4210	160803	SH	SOLE SOLE
INTERNATIONAL PAPER COMPANY	COM	460146103	11	425	SH	DEFINED
INTERNATIONAL PAPER COMPANY	COM	460146103	390	14902	SH	OTHER
INTERPUBLIC GROUP	COM	460690100	114	14731	SH	SOLE SOLE
J P MORGAN CHASE & CO COMMON	COM	46625H100	19921	426567	SH	SOLE SOLE
J P MORGAN CHASE & CO COMMON	COM	46625H100	83	1780	SH	DEFINED
J P MORGAN CHASE & CO COMMON	COM	46625H100	4981	106668	SH	OTHER OTHER
JOHNSON & JOHNSON COMMON	COM	478160104	48025	693209	SH	SOLE SOLE
JOHNSON & JOHNSON COMMON	COM	478160104	239	3445	SH	DEFINED
JOHNSON & JOHNSON COMMON	COM	478160104	9948	143598	SH	OTHER OTHER
JOHNSON & JOHNSON COMMON	COM	478160104	7	100	SH	DEF/OTH
JOHNSON CONTROLS	COM	478366107	1689	55696	SH	SOLE SOLE
JOHNSON CONTROLS	COM	478366107	52	1716	SH	DEFINED
JOHNSON CONTROLS	COM	478366107	77	2545	SH	OTHER
KT CORP-SP ADR	FOR	48268K101	268	15980	SH	SOLE
KB HOME	COM	48666K109	1925	97814	SH	SOLE SOLE
KB HOME	COM	48666K109	13	650	SH	DEFINED
KB HOME	COM	48666K109	60	3030	SH	OTHER
KELLOGG	COM	487836108	1235	22022	SH	SOLE SOLE
KELLOGG	COM	487836108	499	8898	SH	OTHER
KEYCORP	COM	493267108	204	17066	SH	SOLE SOLE
KEYCORP	COM	493267108	6	500	SH	OTHER
KIMBERLY-CLARK CORP. COMMON	COM	494368103	3809	58739	SH	SOLE SOLE
KIMBERLY-CLARK CORP. COMMON	COM	494368103	378	5835	SH	OTHER OTHER
KINDER MORGAN	COM	494550106	995	19125	SH	SOLE
KINDER MORGAN	COM	494550106	316	6075	SH	OTHER
KIRIN BREWERY COMPANY LIMITED	FOR	497350306	192	14770	SH	SOLE
KOHL'S CORP COMMON	COM	500255104	4810	104381	SH	SOLE SOLE
KOHL'S CORP COMMON	COM	500255104	294	6375	SH	OTHER

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KOREA ELECTRIC POWER CORP	FOR	500631106	152	12255	SH	SOLE
KRAFT FOODS	COM	50075N104	20136	614832	SH	SOLE
						SOLE
KRAFT FOODS	COM	50075N104	93	2850	SH	DEFINED
KRAFT FOODS	COM	50075N104	2496	76223	SH	OTHER
						OTHER
KRISPY KREME DOUGHNUTS INC	COM	501014104	110	33330	SH	SOLE
KROGER	COM	501044101	332	12082	SH	SOLE
						SOLE
KROGER	COM	501044101	14	500	SH	OTHER
L 3 COMMUNICATIONS HOLDINGS INC	COM	502424104	777	7905	SH	SOLE
						SOLE
L 3 COMMUNICATIONS HOLDINGS INC	COM	502424104	191	1945	SH	OTHER
LA Z BOY INC	COM	505336107	1338	143583	SH	SOLE
LEGGETT & PLATT INC	COM	524660107	266	12204	SH	SOLE
						SOLE
LEGGETT & PLATT INC	COM	524660107	64	2956	SH	OTHER
						OTHER
LEXMARK INTERNATIONAL, INC	COM	529771107	468	14354	SH	SOLE
						SOLE
LEXMARK INTERNATIONAL, INC	COM	529771107	156	4804	SH	OTHER
LIBERTY GLOBAL INC	COM	530555309	429	15262	SH	SOLE
LIBERTY MEDIA	COM	53071M104	223	17255	SH	SOLE
						SOLE
LIBERTY MEDIA	COM	53071M500	353	14124	SH	SOLE
						SOLE
ELI LILLY & COMPANY COMMON	COM	532457108	14935	339198	SH	SOLE
						SOLE
ELI LILLY & COMPANY COMMON	COM	532457108	53	1205	SH	DEFINED
ELI LILLY & COMPANY COMMON	COM	532457108	1028	23347	SH	OTHER
						OTHER
LINCOLN NATIONAL	COM	534187109	13716	320383	SH	SOLE
						SOLE
LINCOLN NATIONAL	COM	534187109	66	1546	SH	DEFINED
LINCOLN NATIONAL	COM	534187109	4789	111863	SH	OTHER
						OTHER
LOCKHEED MARTIN CORP	COM	539830109	1584	14446	SH	SOLE
						SOLE
LOCKHEED MARTIN CORP	COM	539830109	110	1000	SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	87	790	SH	OTHER
						OTHER
LOWE'S COMPANIES INC COMMON	COM	548661107	5290	223313	SH	SOLE
						SOLE
LOWE'S COMPANIES INC COMMON	COM	548661107	71	3000	SH	DEFINED
LOWE'S COMPANIES INC COMMON	COM	548661107	707	29843	SH	OTHER
MEMC ELECTR MATLS INC COM	COM	552715104	343	12142	SH	SOLE
						SOLE
MEMC ELECTR MATLS INC COM	COM	552715104	35	1250	SH	OTHER
MGM	COM	552953101	20	689	SH	SOLE
MGM	COM	552953101	397	13919	SH	OTHER
MANULIFE FINL CORP	FOR	56501R106	1232	33576	SH	SOLE
MANULIFE FINL CORP	FOR	56501R106	175	4772	SH	OTHER
MARATHON OIL	COM	565849106	3663	91873	SH	SOLE
						SOLE
MARATHON OIL	COM	565849106	569	14269	SH	OTHER
						OTHER
MARSH & MCLENNAN COMPANIES INC	COM	571748102	289	9093	SH	SOLE
						SOLE
MARRIOTT INTERNATIONAL INC	COM	571903202	3387	129823	SH	SOLE
						SOLE
MARRIOTT INTERNATIONAL INC	COM	571903202	271	10370	SH	OTHER
MASCO	COM	574599106	487	27165	SH	SOLE

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MASCO	COM	574599106	109	6055	SH	SOLE OTHER
MASTERCARD INC	COM	57636Q104	456	2569	SH	OTHER SOLE
MATSUSHITA ELEC IND	FOR	576879209	191	11040	SH	SOLE SOLE
MATTEL INC	COM	577081102	831	46064	SH	SOLE SOLE
MATTEL INC	COM	577081102	52	2895	SH	OTHER
MBT FINANCIAL CORP	COM	578877102	126	27136	SH	SOLE
MCAFFEE INC	COM	579064106	208	6122	SH	SOLE SOLE
MCCORMICK	COM	579780206	209	5428	SH	SOLE SOLE
MCCORMICK	COM	579780206	65	1700	SH	OTHER
MCDONALDS CORP. COMMON	COM	580135101	6327	102539	SH	SOLE SOLE
MCDONALDS CORP. COMMON	COM	580135101	1587	25717	SH	OTHER OTHER
MCGRAW HILL COMPANIES INC	COM	580645109	1225	38764	SH	SOLE SOLE
MCGRAW HILL COMPANIES INC	COM	580645109	24	768	SH	DEFINED
MCGRAW HILL COMPANIES INC	COM	580645109	360	11375	SH	OTHER OTHER
MEADWESTVACO CORP	COM	583334107	219	9394	SH	SOLE SOLE
MEADWESTVACO CORP	COM	583334107	338	14493	SH	OTHER OTHER
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	2596	57679	SH	SOLE SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	347	7711	SH	OTHER OTHER
MEDIVATION INC	COM	58501N101	9	352	SH	SOLE
MEDIVATION INC	COM	58501N101	771	29150	SH	OTHER
MEDTRONIC INC COMMON	COM	585055106	22118	441481	SH	SOLE SOLE
MEDTRONIC INC COMMON	COM	585055106	111	2224	SH	DEFINED
MEDTRONIC INC COMMON	COM	585055106	2759	55073	SH	OTHER OTHER
MERCK & CO INC COMMON	COM	589331107	14841	470243	SH	SOLE SOLE
MERCK & CO INC COMMON	COM	589331107	19	599	SH	DEFINED
MERCK & CO INC COMMON	COM	589331107	1913	60600	SH	OTHER OTHER
MERRILL LYNCH & COMPANY INC	COM	590188108	1758	69483	SH	SOLE SOLE
MERRILL LYNCH & COMPANY INC	COM	590188108	30	1170	SH	DEFINED
MERRILL LYNCH & COMPANY INC	COM	590188108	241	9519	SH	OTHER OTHER
METLIFE INC	COM	59156R108	2117	37798	SH	SOLE SOLE
METLIFE INC	COM	59156R108	139	2486	SH	OTHER
MICROSOFT	COM	594918104	35080	1314361	SH	SOLE SOLE
MICROSOFT	COM	594918104	79	2964	SH	DEFINED
MICROSOFT	COM	594918104	4164	156029	SH	OTHER OTHER
MICROSOFT	COM	594918104	8	300	SH	OTHER
MICROCHIP TECHNOLOGY INC	COM	595017104	2026	68834	SH	DEF/OTH SOLE
MICROCHIP TECHNOLOGY INC	COM	595017104	35	1200	SH	SOLE OTHER

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MILLIPORE CORPORATION	COM	601073109	260	3775 SH	SOLE
					SOLE
MILLIPORE CORPORATION	COM	601073109	60	875 SH	OTHER
MITSUBISHI UJF FINANCIAL	FOR	606822104	103	11786 SH	SOLE
					SOLE
MOLSON COORS	COM	60871R209	249	5324 SH	SOLE
					SOLE
MOLSON COORS	COM	60871R209	9	190 SH	OTHER
MONSANTO CO	COM	61166W101	4164	42064 SH	SOLE
					SOLE
MONSANTO CO	COM	61166W101	328	3311 SH	OTHER
					OTHER
MORGAN	COM	617446448	830	36102 SH	SOLE
					SOLE
MORGAN	COM	617446448	32	1380 SH	DEFINED
MORGAN	COM	617446448	47	2065 SH	OTHER
THE MOSAIC COMPANY	COM	61945A107	591	8686 SH	SOLE
					SOLE
THE MOSAIC COMPANY	COM	61945A107	2	25 SH	OTHER
MOTOROLA	COM	620076109	708	99186 SH	SOLE
					SOLE
MOTOROLA	COM	620076109	66	9180 SH	OTHER
					OTHER
MURPHY OIL	COM	626717102	9	146 SH	SOLE
MURPHY OIL	COM	626717102	3181	49600 SH	OTHER
MYLAN LABORATORIES	COM	628530107	3325	291124 SH	SOLE
					SOLE
MYLAN LABORATORIES	COM	628530107	61	5375 SH	OTHER
NATIONAL CITY CORP	COM	635405103	27	15193 SH	SOLE
					SOLE
NATIONAL CITY CORP	COM	635405103	9	4860 SH	OTHER
					OTHER
NATIONAL-OILWELL INC	COM	637071101	632	12589 SH	SOLE
					SOLE
NATIONAL-OILWELL INC	COM	637071101	17	330 SH	OTHER
NATIONAL SEMICONDUCTOR	COM	637640103	327	19011 SH	SOLE
					SOLE
NATIONAL SEMICONDUCTOR	COM	637640103	18	1050 SH	OTHER
NESTLE	FOR	641069406	656	15269 SH	SOLE
					SOLE
NESTLE	FOR	641069406	768	17872 SH	OTHER
					OTHER
NEWELL RUBBERMAID INC	COM	651229106	2985	172949 SH	SOLE
					SOLE
NEWELL RUBBERMAID INC	COM	651229106	9	500 SH	DEFINED
NEWELL RUBBERMAID INC	COM	651229106	176	10197 SH	OTHER
NEWMONT MINING	COM	651639106	889	22946 SH	SOLE
					SOLE
NEWMONT MINING	COM	651639106	106	2733 SH	OTHER
NEWS CORP	COM	65248E104	547	45626 SH	SOLE
					SOLE
NEWS CORP	COM	65248E104	35	2879 SH	OTHER
NIKO RESOURCES LTD	FOR	653905109	2150	40002 SH	SOLE
NIKO RESOURCES LTD	FOR	653905109	9	170 SH	OTHER
NICOR INC	COM	654086107	288	6490 SH	SOLE
					SOLE
NICOR INC	COM	654086107	19	426 SH	OTHER
NIKE INC	COM	654106103	5912	88377 SH	SOLE
					SOLE
NIKE INC	COM	654106103	13	200 SH	DEFINED
NIKE INC	COM	654106103	415	6200 SH	OTHER
NIPPON TELEG & TEL CORP	FOR	654624105	1924	85472 SH	SOLE

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NIPPON TELEG & TEL CORP	FOR	654624105	59	2605 SH	SOLE
NISOURCE INC	COM	65473P105	898	60853 SH	OTHER
					SOLE
NISOURCE INC	COM	65473P105	42	2860 SH	SOLE
NISOURCE INC	COM	65473P105	186	12595 SH	DEFINED
					OTHER
					OTHER
NOKIA CORP	FOR	654902204	1540	82563 SH	SOLE
					SOLE
NOKIA CORP	FOR	654902204	8	410 SH	DEFINED
NOKIA CORP	FOR	654902204	134	7200 SH	OTHER
NOBLE ENERGY INC	COM	655044105	204	3667 SH	OTHER
					SOLE
NOMURA HOLDINGS INC.	FOR	65535H208	2718	207808 SH	SOLE
					SOLE
NOMURA HOLDINGS INC.	FOR	65535H208	153	11675 SH	SOLE
NORFOLK SOUTHERN CORPORATION	COM	655844108	4434	66976 SH	OTHER
					SOLE
NORFOLK SOUTHERN CORPORATION	COM	655844108	132	2000 SH	SOLE
NORFOLK SOUTHERN CORPORATION	COM	655844108	2360	35646 SH	DEFINED
					OTHER
					OTHER
NORTH STATE BANCORP	COM	662585108	176	20667 SH	OTHER
NORTHERN TRUST GROUP	COM	665859104	3697	51202 SH	OTHER
					SOLE
					SOLE
NORTHERN TRUST GROUP	COM	665859104	405	5610 SH	SOLE
NORTHROP GRUMMAN CORP	COM	666807102	649	10715 SH	OTHER
					SOLE
					SOLE
NORTHROP GRUMMAN CORP	COM	666807102	80	1318 SH	OTHER
NOVARTIS A G	FOR	66987V109	1098	20784 SH	SOLE
					SOLE
NOVARTIS A G	FOR	66987V109	131	2475 SH	OTHER
NUCOR CORPORATION	COM	670346105	1585	40124 SH	SOLE
					SOLE
NUCOR CORPORATION	COM	670346105	83	2100 SH	DEFINED
NUCOR CORPORATION	COM	670346105	18	455 SH	OTHER
OCCIDENTAL PETROLEUM CO. COMMON	COM	674599105	1395	19807 SH	SOLE
					SOLE
OCCIDENTAL PETROLEUM CO. COMMON	COM	674599105	258	3665 SH	SOLE
					OTHER
					OTHER
OFFICE DEPOT INC	COM	676220106	1357	233179 SH	SOLE
					SOLE
OFFICE DEPOT INC	COM	676220106	58	9910 SH	OTHER
OLD REPUBLIC INTERNATIONAL CORP.	COM	680223104	220	17225 SH	SOLE
					SOLE
OMNICOM GROUP COMMON	COM	681919106	221	5725 SH	SOLE
					SOLE
OMNICOM GROUP COMMON	COM	681919106	2	55 SH	SOLE
ORACLE SYS CORP	COM	68389X105	13207	650245 SH	OTHER
					SOLE
ORACLE SYS CORP	COM	68389X105	1430	70420 SH	SOLE
					OTHER
ORACLE SYS CORP	COM	68389X105	6	300 SH	OTHER
PG&E CORP	COM	69331C108	218	5833 SH	DEF/OTH
					SOLE
					SOLE
PG&E CORP	COM	69331C108	4	100 SH	SOLE
PNC	COM	693475105	5029	67328 SH	OTHER
					SOLE
					SOLE
PNC	COM	693475105	1574	21070 SH	OTHER
PPG INDUSTRIES	COM	693506107	1553	26629 SH	SOLE
					SOLE
PPG INDUSTRIES	COM	693506107	19	318 SH	DEFINED
PPG INDUSTRIES	COM	693506107	264	4519 SH	OTHER

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PARKER HANNIFIN CORP	COM	701094104	1010	19056	SH	OTHER
						SOLE
						SOLE
PARKER HANNIFIN CORP	COM	701094104	268	5058	SH	OTHER
PAYCHEX INC	COM	704326107	692	20958	SH	SOLE
						SOLE
PAYCHEX INC	COM	704326107	66	2000	SH	DEFINED
PAYCHEX INC	COM	704326107	59	1800	SH	OTHER
						OTHER
PEABODY ENERGY CORPORATION	COM	704549104	882	19600	SH	SOLE
						SOLE
PEABODY ENERGY CORPORATION	COM	704549104	16	350	SH	OTHER
PENN VIRGINIA CORP	COM	707882106	734	13731	SH	SOLE
						SOLE
J.C. PENNEY COMPANY INC COMMON	COM	708160106	270	8089	SH	SOLE
						SOLE
J.C. PENNEY COMPANY INC COMMON	COM	708160106	7	200	SH	OTHER
PEPCO HOLDINGS, INC.	COM	713291102	518	22598	SH	SOLE
PEPCO HOLDINGS, INC.	COM	713291102	5	200	SH	DEFINED
PEPCO HOLDINGS, INC.	COM	713291102	125	5463	SH	OTHER
PEPSICO INC COMMON	COM	713448108	25773	361622	SH	SOLE
						SOLE
PEPSICO INC COMMON	COM	713448108	143	2000	SH	DEFINED
PEPSICO INC COMMON	COM	713448108	4523	63459	SH	OTHER
						OTHER
PEPSICO INC COMMON	COM	713448108	11	150	SH	DEF/OTH
PERMA-FIX ENVIRONMENTAL SVCS	COM	714157104	21	10000	SH	SOLE
PETROLEO	FOR	71654V408	446	10151	SH	SOLE
						SOLE
PETROLEO	FOR	71654V408	35	800	SH	OTHER
PFIZER INC	COM	717081103	18785	1018719	SH	SOLE
						SOLE
PFIZER INC	COM	717081103	42	2294	SH	DEFINED
PFIZER INC	COM	717081103	3986	216178	SH	OTHER
						OTHER
PFIZER INC	COM	717081103	6	300	SH	DEF/OTH
PHARMANETICS INC COM	COM	71713J107	0	24900	SH	SOLE
PHILLIP MORRIS INTL, INC.	COM	718172109	9060	188355	SH	SOLE
						SOLE
PHILLIP MORRIS INTL, INC.	COM	718172109	83	1734	SH	DEFINED
PHILLIP MORRIS INTL, INC.	COM	718172109	3156	65622	SH	OTHER
						OTHER
PIEDMONT NATURAL GAS COMPANY	COM	720186105	1309	40946	SH	SOLE
						SOLE
PIEDMONT NATURAL GAS COMPANY	COM	720186105	19	600	SH	OTHER
PIER 1 IMPORTS INCORPORATED	COM	720279108	46	11050	SH	SOLE
PITNEY BOWES	COM	724479100	618	18571	SH	SOLE
						SOLE
PITNEY BOWES	COM	724479100	252	7563	SH	OTHER
						OTHER
PLUM CREEK TIMBER CO	COM	729251108	809	16220	SH	SOLE
						SOLE
PLUM CREEK TIMBER CO	COM	729251108	70	1394	SH	OTHER
PRAXAIR INC	COM	74005P104	1864	25983	SH	SOLE
						SOLE
PRAXAIR INC	COM	74005P104	160	2230	SH	OTHER
T ROWE PRICE GROUP INC	COM	74144T108	2227	41465	SH	SOLE
						SOLE
T ROWE PRICE GROUP INC	COM	74144T108	564	10510	SH	OTHER
						OTHER
PROCTER AND GAMBLE COMMON	COM	742718109	40729	584435	SH	SOLE
						SOLE

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PROCTER AND GAMBLE COMMON	COM	742718109	371	5320	SH	DEFINED
PROCTER AND GAMBLE COMMON	COM	742718109	5899	84642	SH	OTHER
						OTHER
PROGRESS ENERGY INC	COM	743263105	6008	139299	SH	SOLE
						SOLE
PROGRESS ENERGY INC	COM	743263105	15	350	SH	DEFINED
PROGRESS ENERGY INC	COM	743263105	671	15553	SH	OTHER
PROGRESSIVE CORP	COM	743315103	4561	262134	SH	SOLE
						SOLE
PROGRESSIVE CORP	COM	743315103	8	450	SH	DEFINED
PROGRESSIVE CORP	COM	743315103	253	14550	SH	OTHER
PROLOGIS	COM	743410102	370	8963	SH	SOLE
						SOLE
PROLOGIS	COM	743410102	3	80	SH	OTHER
PROMISE CO LTD	FOR	74344G104	129	13563	SH	SOLE
PROVIDENT BANKSHARES CORP	COM	743859100	126	12970	SH	SOLE
PROVIDENT ENERGY TRUST	FOR	74386K104	71	7900	SH	SOLE
PROVIDENT ENERGY TRUST	FOR	74386K104	45	5000	SH	OTHER
PRUDENTIAL FINANCIAL	COM	744320102	315	4372	SH	SOLE
						SOLE
PRUDENTIAL FINANCIAL	COM	744320102	147	2039	SH	OTHER
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	203	6191	SH	SOLE
						SOLE
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	13	400	SH	DEFINED
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	160	4884	SH	OTHER
QLOGIC CORP	COM	747277101	1592	103636	SH	SOLE
						SOLE
QLOGIC CORP	COM	747277101	65	4225	SH	OTHER
QUALCOMM	COM	747525103	13811	321415	SH	SOLE
						SOLE
QUALCOMM	COM	747525103	13	300	SH	DEFINED
QUALCOMM	COM	747525103	1159	26983	SH	OTHER
						OTHER
RADIOSHACK CORPORATION	COM	750438103	243	14062	SH	OTHER
RANGE RESOURCES CORP	COM	75281A109	202	4701	SH	SOLE
						SOLE
RAYONIER INC	COM	754907103	1736	36668	SH	SOLE
						SOLE
RAYONIER INC	COM	754907103	940	19859	SH	OTHER
						OTHER
RAYTHEON	COM	755111507	946	17687	SH	SOLE
						SOLE
RAYTHEON	COM	755111507	73	1367	SH	OTHER
						OTHER
REGIONS FINANCIAL CORP	COM	7591EP100	448	46671	SH	SOLE
						SOLE
REGIONS FINANCIAL CORP	COM	7591EP100	15	1594	SH	DEFINED
REGIONS FINANCIAL CORP	COM	7591EP100	72	7546	SH	OTHER
						OTHER
RESEARCH IN MOTION	FOR	760975102	368	5381	SH	SOLE
						SOLE
ROPER INDS INC	COM	776696106	211	3712	SH	SOLE
						SOLE
ROYAL BK CDA MONTREAL QUE	FOR	780087102	3054	63604	SH	SOLE
						SOLE
ROYAL BK CDA MONTREAL QUE	FOR	780087102	423	8800	SH	OTHER
ROYAL	FOR	780097721	36	11283	SH	SOLE
ROYAL DUTCH SHELL PLC	FOR	780259107	264	4619	SH	SOLE
						SOLE
ROYAL DUTCH SHELL PLC	FOR	780259107	5	86	SH	OTHER
ROYAL DUTCH SHELL PLC	FOR	780259206	1116	18915	SH	SOLE
						SOLE

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ROYAL DUTCH SHELL PLC	FOR	780259206	310	5260 SH	OTHER
RUDDICK CORPORATION	COM	781258108	781	24053 SH	SOLE
					SOLE
RUDDICK CORPORATION	COM	781258108	55	1695 SH	OTHER
SCBT FINANCIAL CORP	COM	78401V102	261	6935 SH	SOLE
SHC BLOCKING CORP	COM	78422Q108	56	15208 SH	SOLE
SLM	COM	78442P106	192	15564 SH	SOLE
					SOLE
SLM	COM	78442P106	613	49705 SH	OTHER
S & P 500 DEPOSITORY RECEIPT	EQU	78462F103	29583	255049 SH	SOLE
					SOLE
S & P 500 DEPOSITORY RECEIPT	EQU	78462F103	411	3545 SH	OTHER
SPX CORPORATION	COM	784635104	400	5198 SH	SOLE
					SOLE
SPX CORPORATION	COM	784635104	10	125 SH	OTHER
ST JUDE MEDICAL INC	COM	790849103	571	13119 SH	SOLE
					SOLE
ST JUDE MEDICAL INC	COM	790849103	33	757 SH	OTHER
SANOFI	FOR	80105N105	421	12796 SH	SOLE
					SOLE
SARA LEE	COM	803111103	603	47707 SH	SOLE
					SOLE
SARA LEE	COM	803111103	264	20912 SH	OTHER
					OTHER
SCANA CORP NEW	COM	80589M102	2144	55065 SH	SOLE
SCANA CORP NEW	COM	80589M102	323	8303 SH	OTHER
SCHERING-PLOUGH CORP. COMMON	COM	806605101	1847	100015 SH	SOLE
					SOLE
SCHERING-PLOUGH CORP. COMMON	COM	806605101	441	23850 SH	OTHER
					OTHER
SCHLUMBERGER LTD	COM	806857108	11168	143016 SH	SOLE
					SOLE
SCHLUMBERGER LTD	COM	806857108	35	446 SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	1511	19349 SH	OTHER
					OTHER
SCHLUMBERGER LTD	COM	806857108	4	50 SH	DEF/OTH
SCHWAB CHARLES CORP	COM	808513105	798	30707 SH	SOLE
					SOLE
SCHWAB CHARLES CORP	COM	808513105	85	3250 SH	OTHER
SEGA SAMMY HOLDINGS INC	FOR	815794102	71	32050 SH	SOLE
SEKISUI HOUSE LTD	FOR	816078307	171	19000 SH	SOLE
SEMPRA ENERGY	COM	816851109	306	6065 SH	SOLE
					SOLE
SEMPRA ENERGY	COM	816851109	62	1220 SH	OTHER
SHERWIN-WILLIAMS COMPANY COMMON	COM	824348106	623	10897 SH	SOLE
					SOLE
SHERWIN-WILLIAMS COMPANY COMMON	COM	824348106	58	1009 SH	DEFINED
SHERWIN-WILLIAMS COMPANY COMMON	COM	824348106	327	5720 SH	OTHER
					OTHER
SIEMENS AG SPONSORED ADR	FOR	826197501	221	2359 SH	SOLE
					SOLE
SIEMENS AG SPONSORED ADR	FOR	826197501	31	335 SH	OTHER
SIGMA ALDRICH CORP.	COM	826552101	690	13165 SH	SOLE
					SOLE
SIGMA ALDRICH CORP.	COM	826552101	339	6470 SH	OTHER
SIMON	COM	828806109	180	1859 SH	SOLE
					SOLE
SIMON	COM	828806109	142	1465 SH	OTHER
SMITH INTL INC	COM	832110100	2044	34855 SH	SOLE
					SOLE
SMITH INTL INC	COM	832110100	261	4444 SH	OTHER
SONOCO	COM	835495102	2076	69932 SH	SOLE

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SONOCO	COM	835495102	33	1114	SH	SOLE
SOUTH FINANCIAL GROUP, INC.	COM	837841105	135	18430	SH	OTHER
SOUTHERN COMPANY	COM	842587107	3422	90783	SH	SOLE
SOUTHERN COMPANY	COM	842587107	75	2000	SH	SOLE
SOUTHERN COMPANY	COM	842587107	1013	26881	SH	DEFINED
SOUTHERN COMMUNITY FINANCIAL	COM	842632101	329	69561	SH	OTHER
SOUTHERN FIRST BANCSHARES INC	COM	842873101	137	12022	SH	SOLE
SPECTRA ENERGY CORP	COM	847560109	3199	134407	SH	SOLE
SPECTRA ENERGY CORP	COM	847560109	4	150	SH	SOLE
SPECTRA ENERGY CORP	COM	847560109	697	29291	SH	DEFINED
SPRINT	COM	852061100	300	49225	SH	OTHER
SPRINT	COM	852061100	85	13962	SH	SOLE
STAPLES INC	COM	855030102	3380	150234	SH	OTHER
STAPLES INC	COM	855030102	304	13530	SH	SOLE
STATE STREET CORP	COM	857477103	694	12199	SH	OTHER
STATE STREET CORP	COM	857477103	127	2230	SH	SOLE
ADR STORA ENSO OYJ	FOR	86210M106	322	33539	SH	OTHER
STRATEGIC HOTELS & RESORTS INC	COM	86272T106	91	12049	SH	SOLE
STRYKER CORP	COM	863667101	2360	37888	SH	SOLE
STRYKER CORP	COM	863667101	62	1000	SH	SOLE
STRYKER CORP	COM	863667101	269	4315	SH	DEFINED
THE SUMITO TRUST AND BANKING CO	FOR	865625206	101	15950	SH	OTHER
SUMITOMO MITSUI	FOR	86562M100	64	10851	SH	SOLE
SUN LIFE FINANCIAL SERVICES OF	FOR	866796105	216	6108	SH	SOLE
SUN LIFE FINANCIAL SERVICES OF	FOR	866796105	45	1275	SH	OTHER
SUNCOR ENERGY INC	FOR	867229106	397	9421	SH	SOLE
SUNOCO INC	COM	86764P109	4288	120521	SH	SOLE
SUNOCO INC	COM	86764P109	194	5444	SH	SOLE
SUNTRUST	COM	867914103	3556	79042	SH	OTHER
SUNTRUST	COM	867914103	312	6928	SH	SOLE
SUPERVALU INC COMMON	COM	868536103	156	7169	SH	OTHER
SUPERVALU INC COMMON	COM	868536103	161	7415	SH	SOLE
SWISSCOM SPONSORED ADS	FOR	871013108	269	9090	SH	OTHER
SYMANTEC CORP	COM	871503108	498	25413	SH	SOLE
SYMANTEC CORP	COM	871503108	35	1766	SH	SOLE
SYNOVUS FINANCIAL	COM	87161C105	504	48651	SH	OTHER
SYNOVUS FINANCIAL	COM	87161C105	17	1600	SH	SOLE
SYSCO	COM	871829107	5889	191003	SH	OTHER
SYSCO	COM	871829107	99	3199	SH	SOLE
SYSCO	COM	871829107	934	30280	SH	DEFINED
						OTHER

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TD AMERITRADE HOLDING CORP	COM	87236Y108	301	18040	SH	SOLE
						SOLE
TD AMERITRADE HOLDING CORP	COM	87236Y108	8	500	SH	OTHER
TJX COMPANIES	COM	872540109	565	18504	SH	SOLE
						SOLE
TJX COMPANIES	COM	872540109	137	4500	SH	OTHER
TAIWAN SEMICONDUCTOR	FOR	874039100	229	24395	SH	SOLE
						SOLE
TAIWAN SEMICONDUCTOR	FOR	874039100	48	5099	SH	OTHER
TARGET CORP	COM	87612E106	15801	322142	SH	SOLE
						SOLE
TARGET CORP	COM	87612E106	12	240	SH	DEFINED
TARGET CORP	COM	87612E106	1990	40573	SH	OTHER
						OTHER
TARGET CORP	COM	87612E106	7	150	SH	DEF/OTH
CALVIN B TAYLOR BANKSHARES INC	COM	876838103	1511	42252	SH	SOLE
TELECOM ITALIA SPA	FOR	87927Y201	210	18470	SH	SOLE
TEVA PHARMACEUTICAL INDS LTD ADR	FOR	881624209	1371	29934	SH	SOLE
						SOLE
TEVA PHARMACEUTICAL INDS LTD ADR	FOR	881624209	224	4882	SH	OTHER
TEXAS	COM	882508104	3249	151121	SH	SOLE
						SOLE
TEXAS	COM	882508104	4	200	SH	DEFINED
TEXAS	COM	882508104	283	13182	SH	OTHER
						OTHER
TEXTRON INC	COM	883203101	957	32692	SH	SOLE
						SOLE
TEXTRON INC	COM	883203101	40	1350	SH	OTHER
						OTHER
THERMO FISHER SCIENTIFIC INC	COM	883556102	560	10180	SH	SOLE
						SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	11	195	SH	OTHER
3M	COM	88579Y101	10210	149464	SH	SOLE
						SOLE
3M	COM	88579Y101	12	170	SH	DEFINED
3M	COM	88579Y101	1641	24023	SH	OTHER
						OTHER
TIFFANY AND COMPANY	COM	886547108	8222	231471	SH	SOLE
						SOLE
TIFFANY AND COMPANY	COM	886547108	18	500	SH	DEFINED
TIFFANY AND COMPANY	COM	886547108	996	28031	SH	OTHER
						OTHER
TIME WARNER INC	COM	887317105	3086	235406	SH	SOLE
						SOLE
TIME WARNER INC	COM	887317105	198	15113	SH	OTHER
						OTHER
TOMKINS PLC	FOR	890030208	132	11947	SH	SOLE
TOPPAN PRINTING CO LTD	FOR	890747207	245	6360	SH	SOLE
TOTAL S A SPONSORED	FOR	89151E109	216	3565	SH	SOLE
						SOLE
TOTAL S A SPONSORED	FOR	89151E109	50	825	SH	OTHER
TOTAL SYSTEM SERVICES, INC.	COM	891906109	760	46313	SH	SOLE
						SOLE
TOTAL SYSTEM SERVICES, INC.	COM	891906109	14	841	SH	OTHER
COMMUNITY FINANCIAL OF KY INC	COM	893990200	1337	98	SH	SOLE
THE TRAVELERS COMPANIES INC	COM	89417E109	13419	296875	SH	SOLE
						SOLE
THE TRAVELERS COMPANIES INC	COM	89417E109	1260	27871	SH	OTHER
						OTHER
THE TRAVELERS COMPANIES INC	COM	89417E109	7	150	SH	DEF/OTH
UMB FINANCIAL CORP	COM	902788108	445	8468	SH	SOLE
UST	COM	902911106	493	7412	SH	SOLE

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UST	COM	902911106	19	288	SH	OTHER
US BANCORP COMMON	COM	902973304	3682	102219	SH	SOLE
						SOLE
US BANCORP COMMON	COM	902973304	1019	28281	SH	OTHER
						OTHER
USG	COM	903293405	1538	60081	SH	SOLE
						SOLE
USG	COM	903293405	72	2810	SH	OTHER
UNIFI INC	COM	904677101	172	35500	SH	SOLE
UNION PACIFIC CORP. COMMON	COM	907818108	2686	37752	SH	SOLE
						SOLE
UNION PACIFIC CORP. COMMON	COM	907818108	1759	24722	SH	OTHER
						OTHER
UNITED BANKSHARE, INC.	COM	909907107	1496	42745	SH	SOLE
UNITED BANKSHARE, INC.	COM	909907107	14131	403731	SH	OTHER
						OTHER
UNITED PARCEL	COM	911312106	1491	23705	SH	SOLE
						SOLE
UNITED PARCEL	COM	911312106	93	1477	SH	DEFINED
UNITED PARCEL	COM	911312106	309	4906	SH	OTHER
						OTHER
UNITED	COM	913017109	10161	169176	SH	SOLE
						SOLE
UNITED	COM	913017109	45	754	SH	DEFINED
UNITED	COM	913017109	1763	29348	SH	OTHER
						OTHER
UNITED HEALTH GROUP INC COMMON	COM	91324P102	1492	58775	SH	SOLE
						SOLE
UNITED HEALTH GROUP INC COMMON	COM	91324P102	25	1000	SH	DEFINED
UNITED HEALTH GROUP INC COMMON	COM	91324P102	185	7270	SH	OTHER
UNIVERSAL CORP	COM	913456109	231	4700	SH	SOLE
UNIVERSAL HEALTH SERVICES INC CL	COM	913903100	226	4032	SH	SOLE
URSTADT BIDDLE	COM	917286205	394	21000	SH	OTHER
USINTERNETWORKING INC	COM	917311805	0	15085	SH	SOLE
V F CORP COMMON	COM	918204108	266	3447	SH	SOLE
						SOLE
V F CORP COMMON	COM	918204108	81	1045	SH	OTHER
VALERO ENERGY CORP	COM	91913Y100	3395	112040	SH	SOLE
						SOLE
VALERO ENERGY CORP	COM	91913Y100	256	8444	SH	OTHER
VIRGINIA MIRROR CO	CLO	921994158	2243	37388	SH	SOLE
VIRGINIA MIRROR CO	CLO	921994158	1761	29343	SH	OTHER
VARIAN MED SYS INC	COM	92220P105	249	4350	SH	SOLE
						SOLE
VARIAN MED SYS INC	COM	92220P105	33	575	SH	OTHER
VERISIGN INC	COM	92343E102	677	25968	SH	SOLE
						SOLE
VERISIGN INC	COM	92343E102	27	1030	SH	OTHER
VERIZON COMMUNICATIONS	COM	92343V104	18329	571171	SH	SOLE
						SOLE
VERIZON COMMUNICATIONS	COM	92343V104	114	3555	SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	2783	86712	SH	OTHER
						OTHER
VERIZON COMMUNICATIONS	COM	92343V104	6	200	SH	DEF/OTH
VIACOM INC	COM	92553P201	282	11349	SH	SOLE
						SOLE
VIACOM INC	COM	92553P201	11	457	SH	OTHER
VIRGINIA SAVINGS BANK FSB	COM	92808T107	217	13344	SH	SOLE
VODAFONE GROUP PLC	FOR	92857W209	1045	47277	SH	SOLE
						SOLE
VODAFONE GROUP PLC	FOR	92857W209	120	5424	SH	OTHER
VORNADO REALTY LP	COM	929042109	207	2281	SH	SOLE

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VORNADO REALTY LP	COM	929042109	91	1000 SH	SOLE DEFINED
VORNADO REALTY LP	COM	929042109	45	500 SH	OTHER OTHER
VOYAGER LEARNING CO	COM	92908U103	57	14250 SH	SOLE
VULCAN MATERIALS	COM	929160109	1006	13503 SH	SOLE SOLE
VULCAN MATERIALS	COM	929160109	15	200 SH	OTHER
WGL HOLDINGS INC	COM	92924F106	146	4504 SH	SOLE
WGL HOLDINGS INC	COM	92924F106	145	4462 SH	OTHER
WACHOVIA	COM	929903102	1405	401319 SH	SOLE SOLE
WACHOVIA	COM	929903102	431	123195 SH	OTHER OTHER
WACHOVIA	PRE	929903201	0	151728 SH	SOLE
WACHOVIA	PRE	929903201	0	4263 SH	OTHER
WACHOVIA	PRE	929903276	61	7315 SH	SOLE SOLE
WACHOVIA	PRE	929903276	24	2870 SH	OTHER
WAL - MART STORES COMMON	COM	931142103	12828	214193 SH	SOLE SOLE
WAL - MART STORES COMMON	COM	931142103	2755	46001 SH	OTHER OTHER
WAL - MART STORES COMMON	COM	931142103	6	100 SH	DEF/OTH
WALGREENS COMMON	COM	931422109	1822	58838 SH	SOLE SOLE
WALGREENS COMMON	COM	931422109	62	2000 SH	DEFINED
WALGREENS COMMON	COM	931422109	175	5650 SH	OTHER OTHER
WASHINGTON MUTUAL	COM	939322103	1	12855 SH	SOLE SOLE
WASHINGTON MUTUAL	COM	939322103	0	4614 SH	OTHER OTHER
WASHINGTON REAL ESTATE INVT	COM	939653101	116	3180 SH	SOLE
WASHINGTON REAL ESTATE INVT	COM	939653101	178	4865 SH	OTHER
WASTE	COM	94106L109	998	31691 SH	SOLE SOLE
WASTE	COM	94106L109	66	2106 SH	OTHER
WATERS CORP	COM	941848103	342	5880 SH	SOLE SOLE
WATERS CORP	COM	941848103	52	900 SH	OTHER OTHER
WEINGARTEN REALTY INVESTORS	COM	948741103	1812	50795 SH	SOLE SOLE
WELLPOINT INC	COM	94973V107	4056	86725 SH	SOLE SOLE
WELLPOINT INC	COM	94973V107	359	7668 SH	OTHER OTHER
WELLPOINT INC	COM	94973V107	2	50 SH	DEF/OTH
WELLS FARGO & CO COMMON	COM	949746101	23397	623428 SH	SOLE SOLE
WELLS FARGO & CO COMMON	COM	949746101	267	7115 SH	DEFINED
WELLS FARGO & CO COMMON	COM	949746101	3343	89081 SH	OTHER OTHER
WESBANCO INC	COM	950810101	53	1980 SH	SOLE
WESBANCO INC	COM	950810101	271	10187 SH	OTHER OTHER
WESTERN UNION COMPANY	COM	959802109	734	29734 SH	SOLE SOLE
WESTERN UNION COMPANY	COM	959802109	49	2000 SH	DEFINED
WESTERN UNION COMPANY	COM	959802109	12	500 SH	OTHER
WEYERHAEUSER COMPANY COMMON	COM	962166104	2049	33827 SH	SOLE

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WEYERHAEUSER COMPANY COMMON	COM	962166104	435	7174 SH	SOLE
WHIRLPOOL CORP	COM	963320106	211	2657 SH	OTHER
					SOLE
WHIRLPOOL CORP	COM	963320106	32	400 SH	SOLE
WILLIAMS	COM	969457100	288	12180 SH	OTHER
					SOLE
WILLIAMS	COM	969457100	103	4354 SH	SOLE
WINDSTREAM CORPORATION	COM	97381W104	60	5486 SH	OTHER
					SOLE
WINDSTREAM CORPORATION	COM	97381W104	50	4589 SH	OTHER
					OTHER
W.M. WRIGLEY JR CO COMMON	COM	982526105	533	6713 SH	SOLE
					SOLE
W.M. WRIGLEY JR CO COMMON	COM	982526105	79	1000 SH	DEFINED
WYETH COMMON	COM	983024100	5246	142027 SH	SOLE
					SOLE
WYETH COMMON	COM	983024100	9	250 SH	DEFINED
WYETH COMMON	COM	983024100	2184	59130 SH	OTHER
					OTHER
WYETH COMMON	COM	983024100	2	50 SH	DEF/OTH
XTO ENERGY INC	COM	98385X106	788	16950 SH	SOLE
					SOLE
XTO ENERGY INC	COM	98385X106	42	904 SH	OTHER
XCEL ENERGY	COM	98389B100	322	16092 SH	SOLE
					SOLE
XCEL ENERGY	COM	98389B100	144	7194 SH	OTHER
XEROX CORP	COM	984121103	125	10811 SH	SOLE
					SOLE
YAHOO INC	COM	984332106	2907	168006 SH	SOLE
					SOLE
YAHOO INC	COM	984332106	14	800 SH	DEFINED
YAHOO INC	COM	984332106	224	12935 SH	OTHER
					OTHER
YUM BRANDS INC. COMMON	COM	988498101	1051	32215 SH	SOLE
					SOLE
YUM BRANDS INC. COMMON	COM	988498101	404	12375 SH	OTHER
					OTHER
ZIMMER HOLDINGS INC	COM	98956P102	2203	34130 SH	SOLE
					SOLE
ZIMMER HOLDINGS INC	COM	98956P102	830	12853 SH	OTHER
					OTHER
SUNTEC REIT	FOR	B04PZ7907	9	11000 SH	SOLE
FARMERS & MERCHANTS BANK	COM	DAJ10N101	0	55000 SH	OTHER
ACCENTURE LTD, CLASS A	COM	G1150G111	738	19425 SH	SOLE
					SOLE
ACCENTURE LTD, CLASS A	COM	G1150G111	12	325 SH	OTHER
COVIDIEN LTD	FOR	G2552X108	628	11675 SH	SOLE
					SOLE
COVIDIEN LTD	FOR	G2552X108	30	566 SH	OTHER
					OTHER
INGERSOLL RAND COMPANY LIMITED	FOR	G4776G101	2977	95509 SH	SOLE
					SOLE
INGERSOLL RAND COMPANY LIMITED	FOR	G4776G101	393	12617 SH	OTHER
					OTHER
NABORS INDUSTRIES LTD.	FOR	G6359F103	292	11727 SH	SOLE
					SOLE
NABORS INDUSTRIES LTD.	FOR	G6359F103	87	3500 SH	OTHER
TRANSOCEAN INC	FOR	G90073100	4030	36694 SH	SOLE
					SOLE
TRANSOCEAN INC	FOR	G90073100	514	4683 SH	OTHER
TYCO INTERNATIONAL LTD	FOR	G9143X208	236	6740 SH	SOLE

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TYCO INTERNATIONAL LTD	FOR	G9143X208	31	878 SH	SOLE OTHER
TYCO ELECTRONICS LTD	FOR	G9144P105	195	7049 SH	OTHER SOLE
TYCO ELECTRONICS LTD	FOR	G9144P105	24	878 SH	SOLE OTHER
WEATHERFORD INTL LTD	FOR	G95089101	438	17435 SH	OTHER SOLE
WEATHERFORD INTL LTD	FOR	G95089101	33	1300 SH	SOLE OTHER
WILLIS GROUP HOLDINGS LTD	FOR	G96655108	356	11050 SH	OTHER SOLE
ACE LTD	FOR	H0023R105	232	4294 SH	SOLE SOLE
ALCON INC	FOR	H01301102	363	2246 SH	SOLE SOLE
ALCON INC	FOR	H01301102	70	435 SH	SOLE OTHER