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OLD NATIONAL BANCORP /IN/  
Form 13F-HR  
August 10, 2007

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

FORM 13F

FORM 13F COVER PAGE

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

Check here if Amendment  Amendment Number: \_\_\_\_\_

This Amendment  is a restatement  
 adds new holding entries

Institutional Investment Manager Filing this Report:

Name: OLD NATIONAL TRUST COMPANY  
Address: P.O. BOX 207  
EVANSVILLE, IN 47702

13F File Number: 28-02327

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: ELLEN D SPRADLIN  
Title: ASSISTANT VICE PRESIDENT  
Phone: (812) 464-1496

Signature, Place, and Date of Signing:

1 \_\_\_\_\_ EVANSVILLE, IN 08/09/2007  
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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

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Form 13F Information Table Entry Total: 325

Form 13F Information Table Value Total: \$ 763,604

List of Other Included Managers:

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVTMT DISCRN
AFLAC INC	COM	001055102	8812	171435	SH		SOLE
AFLAC INC	COM	001055102	3136	61010	SH		SOLE
AT&T INC	COM	00206R102	1321	31831	SH		OTHER
AT&T INC	COM	00206R102	2119	51051	SH		OTHER
ABBOTT LABS	COM	002824100	1287	24037	SH		SOLE
ABBOTT LABS	COM	002824100	163	3043	SH		SOLE
ALTRIA GROUP INC	COM	02209S103	93	1319	SH		OTHER
ALTRIA GROUP INC	COM	02209S103	24	340	SH		SOLE
ALTRIA GROUP INC	COM	02209S103	512	7294	SH		DEFINED
AMEREN CORP	COM	023608102	239	4882	SH		OTHER
AMEREN CORP	COM	023608102	17	339	SH		SOLE
AMEREN CORP	COM	023608102	74	1505	SH		OTHER
AMERN INTL GROUP INC	COM	026874107	2603	37169	SH		OTHER
AMERN INTL GROUP INC	COM	026874107	498	7108	SH		SOLE
AMGEN INC	COM	031162100	1065	19261	SH		OTHER
AMGEN INC	COM	031162100	105	1902	SH		SOLE
ANHEUSER BUSCH CO	COM	035229103	194	3726	SH		OTHER
ANHEUSER BUSCH CO	COM	035229103	542	10400	SH		SOLE
APACHE CORP	COM	037411105	2516	30831	SH		SOLE
APACHE CORP	COM	037411105	434	5316	SH		OTHER
APPLE INC	COM	037833100	3401	27869	SH		OTHER
APPLE INC	COM	037833100	132	1084	SH		SOLE
ASHFORD HOSPITALITY TR	COM	044103109	1341	114000	SH		OTHER
AUTOMATIC DATA PROCESSING INC	COM	053015103	1169	24124	SH		SOLE
AUTOMATIC DATA PROCESSING INC	COM	053015103	11	225	SH		SOLE
BB & T CORP	COM	054937107	176	4317	SH		OTHER
BB & T CORP	COM	054937107	51	1262	SH		SOLE
BP PLC	COM	055622104	7730	107146	SH		OTHER
							SOLE

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BP PLC	COM	055622104	24	334 SH	DEFINED
BP PLC	COM	055622104	4923	68247 SH	OTHER OTHER

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRTN
BALL CORP	COM	058498106	6456	121415 SH			OTHER SOLE
BALL CORP	COM	058498106	19433	365480 SH			OTHER OTHER
BK OF AMER CORP	COM	060505104	13868	283651 SH			SOLE SOLE
BK OF AMER CORP	COM	060505104	31	637 SH			DEFINED
BK OF AMER CORP	COM	060505104	2920	59716 SH			OTHER OTHER
BARRICK GOLD CORP	COM	067901108	1791	61613 SH			SOLE SOLE
BARRICK GOLD CORP	COM	067901108	403	13846 SH			OTHER OTHER
BARR PHARMACEUTICALS INC	COM	068306109	2047	40744 SH			SOLE SOLE
BARR PHARMACEUTICALS INC	COM	068306109	46	923 SH			OTHER OTHER
BERKSHIRE HATHAWAY INC	COM	084670108	219	2 SH			OTHER
BEST BUY INC	COM	086516101	630	13500 SH			SOLE SOLE
BEST BUY INC	COM	086516101	210	4498 SH			OTHER OTHER
BOEING CO	COM	097023105	322	3350 SH			SOLE SOLE
BOEING CO	COM	097023105	14	150 SH			OTHER
BRISTOL MYERS SQUIBB CORP	COM	110122108	3605	114214 SH			SOLE
BRISTOL MYERS SQUIBB CORP	COM	110122108	1453	46030 SH			OTHER OTHER
BROADCOM CORP	COM	111320107	1193	40797 SH			SOLE SOLE
BROADCOM CORP	COM	111320107	159	5433 SH			OTHER OTHER
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	3255	38227 SH			SOLE SOLE
BURLINGTON NORTHN SANTA FE CORP	COM	12189T104	124	1452 SH			OTHER OTHER
CATERPILLAR INC	COM	149123101	763	9746 SH			SOLE
CATERPILLAR INC	COM	149123101	537	6854 SH			OTHER
CEPHALON INC	COM	156708109	457	5691 SH			SOLE
CEPHALON INC	COM	156708109	25	312 SH			OTHER OTHER
CHEVRON CORP	COM	166764100	2684	31857 SH			SOLE SOLE
CHEVRON CORP	COM	166764100	1349	16019 SH			OTHER OTHER
CHURCH & DWIGHT INC	COM	171340102	9320	192323 SH			SOLE SOLE
CHURCH & DWIGHT INC	COM	171340102	1151	23760 SH			OTHER OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRTN
CISCO SYS INC	COM	17275R102	11542	414430 SH			SOLE
CISCO SYS INC	COM	17275R102	2962	106358 SH			SOLE OTHER
CITIGROUP INC	COM	172967101	1123	21895 SH			OTHER SOLE
CITIGROUP INC	COM	172967101	26	502 SH			DEFINED
CITIGROUP INC	COM	172967101	1080	21064 SH			OTHER
CITRIX SYSTEMS INC	COM	177376100	794	23594 SH			OTHER SOLE
CITRIX SYSTEMS INC	COM	177376100	180	5353 SH			SOLE OTHER
COACH INC	COM	189754104	4860	102556 SH			OTHER SOLE
COACH INC	COM	189754104	251	5290 SH			SOLE OTHER
COCA COLA CO	COM	191216100	665	12722 SH			OTHER SOLE
COCA COLA CO	COM	191216100	199	3800 SH			SOLE
COLGATE PALMOLIVE CO	COM	194162103	284	4380 SH			OTHER
COLGATE PALMOLIVE CO	COM	194162103	6	100 SH			SOLE
CONOCOPHILLIPS	COM	20825C104	6368	81125 SH			SOLE OTHER
CONOCOPHILLIPS	COM	20825C104	1724	21965 SH			OTHER OTHER
CONSOLIDATED EDISON INC	COM	209115104	182	4025 SH			SOLE SOLE
CONSOLIDATED EDISON INC	COM	209115104	14	311 SH			DEFINED
CONSOLIDATED EDISON INC	COM	209115104	59	1300 SH			OTHER
CONSTELLATION BRANDS INC	COM	21036P108	230	9455 SH			SOLE SOLE
CONSTELLATION BRANDS INC	COM	21036P108	96	3955 SH			OTHER
COSTCO WHSL CORP	COM	22160K105	2998	51236 SH			SOLE SOLE
COSTCO WHSL CORP	COM	22160K105	192	3284 SH			OTHER OTHER
COVANCE INC	COM	222816100	6720	98023 SH			SOLE SOLE
COVANCE INC	COM	222816100	320	4663 SH			OTHER OTHER
DST SYS INC	COM	233326107	370	4668 SH			SOLE
DST SYS INC	COM	233326107	66	830 SH			OTHER
DANAHER CORP	COM	235851102	14622	193673 SH			SOLE SOLE
DANAHER CORP	COM	235851102	3170	41984 SH			OTHER OTHER
DEERE & CO	COM	244199105	11783	97591 SH			SOLE SOLE
DEERE & CO	COM	244199105	2264	18752 SH			OTHER OTHER
DELL INC	COM	24702R101	185	6484 SH			SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
							SOLE
DELL INC	COM	24702R101	83	2897	SH		OTHER
DIEBOLD INC	COM	253651103	149	2853	SH		SOLE
DIEBOLD INC	COM	253651103	71	1368	SH		OTHER
DISNEY WALT CO	COM	254687106	113	3314	SH		SOLE
							SOLE
DISNEY WALT CO	COM	254687106	144	4232	SH		OTHER
DOVER CORP	COM	260003108	852	16666	SH		SOLE
							SOLE
DOVER CORP	COM	260003108	175	3418	SH		OTHER
							OTHER
DOW CHEM CO	COM	260543103	405	9156	SH		SOLE
DOW CHEM CO	COM	260543103	285	6450	SH		OTHER
							OTHER
DU PONT E I DE NEMOURS & CO	COM	263534109	404	7943	SH		SOLE
							SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	138	2724	SH		OTHER
DUKE ENERGY CORP	COM	26441C105	464	25355	SH		SOLE
							SOLE
DUKE ENERGY CORP	COM	26441C105	464	25337	SH		OTHER
							OTHER
EMC CORP	COM	268648102	76	4214	SH		SOLE
EMC CORP	COM	268648102	156	8600	SH		OTHER
							OTHER
ECOLAB INC	COM	278865100	4529	106068	SH		SOLE
							SOLE
ECOLAB INC	COM	278865100	347	8121	SH		OTHER
							OTHER
EMERSON ELEC CO	COM	291011104	9974	213127	SH		SOLE
							SOLE
EMERSON ELEC CO	COM	291011104	1602	34230	SH		OTHER
							OTHER
ENTERGY CORP	COM	29364G103	2553	23781	SH		SOLE
							SOLE
ENTERGY CORP	COM	29364G103	55	509	SH		OTHER
							OTHER
EXPEDITORS INTL WASH INC	COM	302130109	289	6992	SH		SOLE
EXPEDITORS INTL WASH INC	COM	302130109	142	3450	SH		OTHER
EXPRESS SCRIPTS INC	COM	302182100	152	3048	SH		SOLE
EXPRESS SCRIPTS INC	COM	302182100	100	2000	SH		OTHER
EXXON MOBIL CORP	COM	30231G102	26375	314434	SH		SOLE
							SOLE
EXXON MOBIL CORP	COM	30231G102	13278	158300	SH		OTHER
							OTHER
FPL GROUP INC	COM	302571104	7863	138575	SH		SOLE
							SOLE
FPL GROUP INC	COM	302571104	2937	51758	SH		OTHER
							OTHER
FIFTH THIRD BANCORP	COM	316773100	1077	27072	SH		SOLE
							SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRIN
FIFTH THIRD BANCORP	COM	316773100	20	499	SH		DEFINED
FIFTH THIRD BANCORP	COM	316773100	178	4474	SH		OTHER
1ST FINL CORP	COM	320218100	2790	95043	SH		SOLE
1ST FINL CORP	COM	320218100	447	15211	SH		OTHER
FISERV INC	COM	337738108	9850	173423	SH		SOLE
FISERV INC	COM	337738108	2173	38251	SH		SOLE
FISERV INC	COM	337738108	2173	38251	SH		OTHER
FORTUNE BRANDS INC	COM	349631101	239	2896	SH		OTHER
FORTUNE BRANDS INC	COM	349631101	170	2066	SH		OTHER
FRANKLIN RES INC	COM	354613101	8490	64090	SH		OTHER
FRANKLIN RES INC	COM	354613101	416	3144	SH		SOLE
FRANKLIN RES INC	COM	354613101	416	3144	SH		SOLE
FRANKLIN RES INC	COM	354613101	416	3144	SH		OTHER
FREEMPORT MCMORAN COPPER & GOLD	COM	35671D857	393	4740	SH		OTHER
FREEMPORT MCMORAN COPPER & GOLD	COM	35671D857	393	4740	SH		SOLE
FREEMPORT MCMORAN COPPER & GOLD	COM	35671D857	167	2013	SH		SOLE
GENERAL DYNAMICS CORP	COM	369550108	163	2080	SH		OTHER
GENERAL DYNAMICS CORP	COM	369550108	138	1762	SH		SOLE
GEN ELEC CO	COM	369604103	9550	249489	SH		SOLE
GEN ELEC CO	COM	369604103	3103	81057	SH		SOLE
GEN ELEC CO	COM	369604103	3103	81057	SH		OTHER
GEN ELEC CO	COM	369604103	3103	81057	SH		OTHER
GEN MILLS INC	COM	370334104	196	3354	SH		SOLE
GEN MILLS INC	COM	370334104	67	1150	SH		OTHER
GERMAN AMERN BANCORP INC	COM	373865104	119	8621	SH		SOLE
GERMAN AMERN BANCORP INC	COM	373865104	38	2749	SH		SOLE
GERMAN AMERN BANCORP INC	COM	373865104	38	2749	SH		OTHER
GLAXOSMITHKLINE PLC	COM	37733W105	1259	24040	SH		SOLE
GLAXOSMITHKLINE PLC	COM	37733W105	1259	24040	SH		SOLE
GLAXOSMITHKLINE PLC	COM	37733W105	318	6073	SH		OTHER
GLAXOSMITHKLINE PLC	COM	37733W105	318	6073	SH		OTHER
GOLDMAN SACHS	COM	38141G104	9053	41766	SH		SOLE
GOLDMAN SACHS	COM	38141G104	9053	41766	SH		SOLE
GOLDMAN SACHS	COM	38141G104	3061	14124	SH		OTHER
GOLDMAN SACHS	COM	38141G104	3061	14124	SH		OTHER
GRAINGER WW INC	COM	384802104	223	2400	SH		SOLE
HARRAH'S ENTNT INC	COM	413619107	146	1716	SH		SOLE
HARRAH'S ENTNT INC	COM	413619107	117	1370	SH		OTHER
HARRIS CORP	COM	413875105	10400	190659	SH		SOLE
HARRIS CORP	COM	413875105	10400	190659	SH		SOLE
HARRIS CORP	COM	413875105	447	8186	SH		OTHER
HARRIS CORP	COM	413875105	447	8186	SH		OTHER
HEWLETT PACKARD CO	COM	428236103	5580	125053	SH		SOLE
HEWLETT PACKARD CO	COM	428236103	5580	125053	SH		SOLE
HEWLETT PACKARD CO	COM	428236103	604	13535	SH		OTHER
HEWLETT PACKARD CO	COM	428236103	604	13535	SH		OTHER
HOME DEPOT INC	COM	437076102	352	8958	SH		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
HOME DEPOT INC	COM	437076102	144	3658	SH		SOLE OTHER
ILLINOIS TOOL WORKS	COM	452308109	1683	31062	SH		OTHER SOLE
ILLINOIS TOOL WORKS	COM	452308109	304	5610	SH		SOLE OTHER
INTEL CORP	COM	458140100	951	40077	SH		OTHER SOLE
INTEL CORP	COM	458140100	421	17720	SH		SOLE OTHER
INTL BUSINESS MACHS CORP	COM	459200101	7081	67274	SH		SOLE SOLE
INTL BUSINESS MACHS CORP	COM	459200101	2324	22080	SH		OTHER OTHER
INTL PAPER CO	COM	460146103	99	2535	SH		SOLE
INTL PAPER CO	COM	460146103	234	6000	SH		OTHER
ISHARES	EQU	464287481	872	7658	PRN		SOLE
ISHARES	COM	464287655	491	5920	SH		SOLE SOLE
JPMORGAN CHASE & CO	COM	46625H100	9843	203162	SH		SOLE SOLE
JPMORGAN CHASE & CO	COM	46625H100	3567	73629	SH		OTHER OTHER
JACOBS ENGR GROUP INC	COM	469814107	5057	87926	SH		SOLE SOLE
JACOBS ENGR GROUP INC	COM	469814107	359	6250	SH		OTHER OTHER
JARDEN	COM	471109108	124	2893	SH		SOLE
JARDEN	COM	471109108	388	9031	SH		OTHER
JOHNSON & JOHNSON	COM	478160104	15376	249528	SH		SOLE SOLE
JOHNSON & JOHNSON	COM	478160104	4374	70977	SH		OTHER OTHER
JOHNSON CTLS INC	COM	478366107	506	4373	SH		SOLE SOLE
JOHNSON CTLS INC	COM	478366107	320	2763	SH		OTHER
KEYCORP	COM	493267108	203	5925	SH		SOLE
KEYCORP	COM	493267108	12	350	SH		OTHER
KIMBALL INTL INC	COM	494274103	171	12189	SH		SOLE SOLE
KIMBALL INTL INC	COM	494274103	14	1000	SH		OTHER
KIMBERLY CLARK CORP	COM	494368103	167	2504	SH		SOLE SOLE
KIMBERLY CLARK CORP	COM	494368103	54	813	SH		OTHER
KOHL'S CORP	COM	500255104	314	4415	SH		SOLE
KOHL'S CORP	COM	500255104	99	1388	SH		OTHER
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1781	18288	SH		SOLE SOLE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	257	2642	SH		OTHER OTHER

TITLE VALUE SHARES/ SH/ PUT/ INVSTMT

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NAME OF ISSUER	OF CLASS	CUSIP	(X \$1000)	PRN	AMOUNT	PRN	CALL	DISCRTN
LILLY ELI & CO	COM	532457108	4523		80948	SH		SOLE
LILLY ELI & CO	COM	532457108	663		11859	SH		SOLE
LIMITED BRANDS	COM	532716107	137		5002	SH		OTHER
LIMITED BRANDS	COM	532716107	101		3670	SH		OTHER
LINCOLN NATL CORP	COM	534187109	735		10355	SH		SOLE
LINCOLN NATL CORP	COM	534187109	2		29	SH		SOLE
LINEAR TECH CORP	COM	535678106	219		6058	SH		OTHER
LINEAR TECH CORP	COM	535678106	87		2417	SH		OTHER
LOWE'S COMPANIES INC	COM	548661107	5734		186830	SH		SOLE
LOWE'S COMPANIES INC	COM	548661107	2285		74451	SH		SOLE
MCDONALDS CORP	COM	580135101	11616		228849	SH		OTHER
MCDONALDS CORP	COM	580135101	2495		49162	SH		OTHER
MCGRAW HILL COS INC	COM	580645109	1239		18198	SH		SOLE
MCGRAW HILL COS INC	COM	580645109	352		5175	SH		SOLE
MEDTRONIC INC	COM	585055106	616		11886	SH		OTHER
MEDTRONIC INC	COM	585055106	223		4306	SH		OTHER
MERRILL LYNCH & CO INC	COM	590188108	3884		46468	SH		SOLE
MERRILL LYNCH & CO INC	COM	590188108	58		699	SH		SOLE
METLIFE INC	COM	59156R108	9387		145587	SH		OTHER
METLIFE INC	COM	59156R108	607		9418	SH		OTHER
MICROSOFT CORP	COM	594918104	12902		437800	SH		OTHER
MICROSOFT CORP	COM	594918104	2957		100341	SH		OTHER
S&P 400 MIDCAP TR	EQU	595635103	1799		11040	PRN		SOLE
S&P 400 MIDCAP TR	EQU	595635103	175		1075	PRN		SOLE
MOTOROLA INC	COM	620076109	238		13428	SH		OTHER
MOTOROLA INC	COM	620076109	153		8655	SH		OTHER
NATL CITY CORP	COM	635405103	6847		205484	SH		OTHER
NATL CITY CORP	COM	635405103	22		670	SH		SOLE
NATIONAL FUEL GAS CO	COM	636180101	1641		37893	SH		DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
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NATIONAL FUEL GAS CO	COM	636180101	256	5914 SH	SOLE OTHER OTHER
NEWMONT MNG CORP	COM	651639106	16	400 SH	SOLE
NEWMONT MNG CORP	COM	651639106	245	6280 SH	OTHER
NOBLE	COM	655044105	7758	124351 SH	SOLE SOLE OTHER OTHER
NOBLE	COM	655044105	270	4324 SH	SOLE OTHER OTHER
NORTHERN TRUST CORP	COM	665859104	761	11845 SH	SOLE SOLE
NORTHERN TRUST CORP	COM	665859104	283	4400 SH	OTHER
NOVARTIS AG	COM	66987V109	11109	198123 SH	SOLE SOLE
NOVARTIS AG	COM	66987V109	2492	44436 SH	OTHER OTHER
OLD NATL BANCORP	COM	680033107	19688	1185302 SH	SOLE SOLE
OLD NATL BANCORP	COM	680033107	22	1337 SH	DEFINED
OLD NATL BANCORP	COM	680033107	13862	834586 SH	OTHER OTHER OTHER
PPG INDS INC	COM	693506107	35	465 SH	SOLE SOLE
PPG INDS INC	COM	693506107	228	3000 SH	OTHER
PEABODY ENERGY CORP	COM	704549104	250	5168 SH	SOLE
PEPSIAMERICAS INC	COM	71343P200	264	10745 SH	SOLE
PEPSICO INC	COM	713448108	16232	250301 SH	SOLE SOLE
PEPSICO INC	COM	713448108	3469	53487 SH	OTHER OTHER
PFIZER INC	COM	717081103	1779	69584 SH	SOLE SOLE
PFIZER INC	COM	717081103	30	1173 SH	DEFINED
PFIZER INC	COM	717081103	699	27355 SH	OTHER
PRAXAIR INC	COM	74005P104	8742	121430 SH	SOLE SOLE
PRAXAIR INC	COM	74005P104	1441	20023 SH	OTHER OTHER
T ROWE PRICE GROUP INC	COM	74144T108	1097	21136 SH	SOLE
T ROWE PRICE GROUP INC	COM	74144T108	73	1400 SH	OTHER
PROCTER & GAMBLE CO	COM	742718109	13627	222700 SH	SOLE SOLE
PROCTER & GAMBLE CO	COM	742718109	3056	49946 SH	OTHER OTHER
PROLOGIS	COM	743410102	5926	104150 SH	SOLE SOLE
PROLOGIS	COM	743410102	407	7148 SH	OTHER OTHER
PRUDENTIAL FINL INC	COM	744320102	732	7525 SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVSTMT DISCRTN
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SOLE

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PRUDENTIAL FINL INC	COM	744320102	2	24	SH	OTHER
QUALCOMM INC	COM	747525103	274	6310	SH	SOLE
QUALCOMM INC	COM	747525103	24	550	SH	OTHER
QUESTAR CORP	COM	748356102	1480	28000	SH	OTHER
REGIONS FINL CORP	COM	7591EP100	63	1909	SH	SOLE
REGIONS FINL CORP	COM	7591EP100	144	4336	SH	OTHER
						OTHER
ROYAL DUTCH SHELL PLC	COM	780259206	922	11357	SH	SOLE
						SOLE
ROYAL DUTCH SHELL PLC	COM	780259206	122	1500	SH	OTHER
						OTHER
SPDR TR UNIT SER 1	EQU	78462F103	5104	33932	PRN	SOLE
						SOLE
SPDR TR UNIT SER 1	EQU	78462F103	616	4097	PRN	OTHER
						OTHER
SAP AKTIENGESELLSCHAFT	COM	803054204	1402	27447	SH	SOLE
						SOLE
SAP AKTIENGESELLSCHAFT	COM	803054204	184	3596	SH	OTHER
						OTHER
SCHLUMBERGER LTD	COM	806857108	504	5929	SH	SOLE
						SOLE
SCHLUMBERGER LTD	COM	806857108	170	2003	SH	OTHER
SELECT SECTOR SPDR	EQU	81369Y209	472	13380	PRN	SOLE
						SOLE
SELECT SECTOR SPDR	COM	81369Y407	231	5880	SH	SOLE
SELECT SECTOR SPDR	COM	81369Y605	3996	110439	SH	SOLE
						SOLE
SELECT SECTOR SPDR	COM	81369Y605	76	2113	SH	OTHER
						OTHER
SELECT SECTOR SPDR	COM	81369Y803	5310	207406	SH	SOLE
						SOLE
SELECT SECTOR SPDR	COM	81369Y803	177	6895	SH	OTHER
						OTHER
SIGMA ALDRICH CORP	COM	826552101	232	5430	SH	SOLE
						SOLE
SIGMA ALDRICH CORP	COM	826552101	94	2196	SH	OTHER
SMITH INTL INC	COM	832110100	11491	195967	SH	SOLE
						SOLE
SMITH INTL INC	COM	832110100	2864	48837	SH	OTHER
						OTHER
STAPLES INC	COM	855030102	9112	383979	SH	SOLE
						SOLE
STAPLES INC	COM	855030102	2098	88406	SH	OTHER
						OTHER
STATE STR CORP	COM	857477103	1491	21797	SH	SOLE
STATE STR CORP	COM	857477103	114	1665	SH	OTHER
						OTHER
STERICYCLE INC	COM	858912108	10442	234861	SH	SOLE
						SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN	SH/ AMOUNT PRN	PUT/ CALL	INVSTMT DISCRTN
STERICYCLE INC	COM	858912108	1441	32417	SH		OTHER
STRYKER CORP	COM	863667101	7465	118324	SH		OTHER
							SOLE

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STRYKER CORP	COM	863667101	2098	33258 SH	SOLE OTHER
SUN LIFE	COM	866796105	309	6467 SH	OTHER SOLE
SUN LIFE	COM	866796105	10	203 SH	OTHER
SYSCO CORP	COM	871829107	787	23854 SH	SOLE SOLE
SYSCO CORP	COM	871829107	245	7421 SH	OTHER OTHER
TXU CORP	COM	873168108	321	4768 SH	SOLE
TARGET CORP	COM	87612E106	10180	160062 SH	SOLE SOLE
TARGET CORP	COM	87612E106	2202	34622 SH	OTHER OTHER
THERMO FISHER SCIENTIFIC INC	COM	883556102	6872	132872 SH	SOLE SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	2239	43299 SH	OTHER OTHER
3M	COM	88579Y101	1123	12939 SH	SOLE SOLE
3M	COM	88579Y101	406	4674 SH	OTHER OTHER
US BANCORP DE NEW	COM	902973304	3039	92242 SH	SOLE SOLE
US BANCORP DE NEW	COM	902973304	29	894 SH	DEFINED
US BANCORP DE NEW	COM	902973304	445	13508 SH	OTHER OTHER
ULTRA PETROLEUM CORP	COM	903914109	276	4990 SH	SOLE
UNITED TECH CORP	COM	913017109	2841	40053 SH	SOLE SOLE
UNITED TECH CORP	COM	913017109	1123	15828 SH	OTHER OTHER OTHER
VANGUARD	COM	92204A702	765	13273 SH	SOLE SOLE
VANGUARD	COM	92204A702	242	4200 SH	OTHER OTHER
VECTREN CORP	COM	92240G101	6462	239950 SH	SOLE SOLE
VECTREN CORP	COM	92240G101	1425	52908 SH	OTHER OTHER
VANGUARD	COM	922908769	648	4338 SH	OTHER
VERIZON COMMUNICATIONS	COM	92343V104	797	19358 SH	SOLE SOLE
VERIZON COMMUNICATIONS	COM	92343V104	428	10397 SH	OTHER OTHER
WACHOVIA CORP	COM	929903102	1316	25681 SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN AMOUNT	SH/ PRN	PUT/ CALL	INVTMT DISCRN
WACHOVIA CORP	COM	929903102	22	421 SH			SOLE DEFINED
WACHOVIA CORP	COM	929903102	103	2018 SH			OTHER
WALMART STORES INC	COM	931142103	384	7984 SH			SOLE SOLE

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WALMART STORES INC	COM	931142103	168	3497 SH	OTHER
					OTHER
WALGREEN CO	COM	931422109	8546	196276 SH	SOLE
					SOLE
WALGREEN CO	COM	931422109	2386	54805 SH	OTHER
					OTHER
WELLPOINT INC	COM	94973V107	10330	129396 SH	SOLE
					SOLE
WELLPOINT INC	COM	94973V107	2793	34993 SH	OTHER
					OTHER
WELLS FARGO & CO	COM	949746101	367	10438 SH	SOLE
					SOLE
WELLS FARGO & CO	COM	949746101	113	3222 SH	OTHER
WHIRLPOOL CORP	COM	963320106	1788	16075 SH	SOLE
WHIRLPOOL CORP	COM	963320106	67	600 SH	OTHER
WM WRIGLEY JR CO	COM	982526105	572	10350 SH	OTHER
WYETH	COM	983024100	570	9948 SH	SOLE
					SOLE
WYETH	COM	983024100	444	7743 SH	OTHER
					OTHER
XTO ENERGY INC	COM	98385X106	6860	114137 SH	SOLE
					SOLE
XTO ENERGY INC	COM	98385X106	1533	25503 SH	OTHER
					OTHER
YUM BRANDS INC	COM	988498101	935	28568 SH	SOLE
YUM BRANDS INC	COM	988498101	24	720 SH	OTHER
ZIMMER HLDGS INC	COM	98956P102	775	9128 SH	SOLE
ZIMMER HLDGS INC	COM	98956P102	141	1665 SH	OTHER
					OTHER
ZIONS BANCORP	COM	989701107	11144	144897 SH	SOLE
					SOLE
ZIONS BANCORP	COM	989701107	2914	37886 SH	OTHER
					OTHER
INGERSOLL	COM	G4776G101	146	2662 SH	SOLE
					SOLE
INGERSOLL	COM	G4776G101	195	3565 SH	OTHER
					OTHER
UBS AG	COM	H89231338	9216	153569 SH	SOLE
					SOLE
UBS AG	COM	H89231338	2156	35923 SH	OTHER
					OTHER