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PINNACLE FINANCIAL PARTNERS INC  
Form 13F-HR  
May 07, 2013

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

Form 13F  
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 3/31/2013  
Check here if Amendment ; Amendment Number:

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

Institutional Investment Manager Filing this Report:

Name: Pinnacle Financial Partners, Inc.

Address: 150 Third Avenue South  
Suite 900  
Nashville, TN 37201

Form 13F File Number: 28-12761

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 submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: Harold R. Carpenter  
Title: Chief Financial Officer  
Phone: 615-744-3742

Signature, Place, and Date of Signing:

/s/ Harold R. Carpenter	Nashville, Tennessee	5/6/2013
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[Signature]	[City, State]	[Date]

Report Type (Check only one):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 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:

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13F File Number Name

28-

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 330

Form 13F Information Table Value Total: \$ 182,597

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(In Thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

NONE

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER
AFLAC INC	COM	001055102	36	700	SH	OTHER	
AFLAC INC	COM	001055102	518	9958	SH	SOLE	
AGL RES INC	COM	001204106	17	400	SH	OTHER	
AGL RES INC	COM	001204106	487	11600	SH	SOLE	
AT&T INC	COM	00206R102	29	800	SH	OTHER	
AT&T INC	COM	00206R102	1231	33560	SH	SOLE	
ABBOTT LABS	COM	002824100	19	544	SH	OTHER	
ABBOTT LABS	COM	002824100	428	12105	SH	SOLE	
ABBVIE INC	COM	00287Y109	22	544	SH	OTHER	
ABBVIE INC	COM	00287Y109	491	12039	SH	SOLE	
AIR PRODS & CHEMS INC	COM	009158106	3	40	SH	SOLE	
ALCOA INC	COM	013817101	7	880	SH	SOLE	
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	1	20	SH	SOLE	
ALLERGAN INC	COM	018490102	37	333	SH	OTHER	
ALLERGAN INC	COM	018490102	1343	12024	SH	SOLE	
ALTRIA GROUP INC	COM	02209S103	44	1275	SH	OTHER	
ALTRIA GROUP INC	COM	02209S103	826	24028	SH	SOLE	
AMAZON COM INC	COM	023135106	100	375	SH	OTHER	
AMAZON COM INC	COM	023135106	3865	14501	SH	SOLE	
AMC NETWORKS INC	CL A	00164V103	5	81	SH	SOLE	
AMERICAN EXPRESS CO	COM	025816109	35	526	SH	OTHER	

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AMERICAN EXPRESS CO	COM	025816109	1858	27542	SH	SOLE
AMERICAN TOWER CORP NEW	COM	03027X100	38	497	SH	OTHER
AMERICAN TOWER CORP NEW	COM	03027X100	2309	30017	SH	SOLE
AMGEN INC	COM	031162100	25	240	SH	OTHER
AMGEN INC	COM	031162100	2012	19626	SH	SOLE
APACHE CORP	COM	037411105	37	483	SH	OTHER
APACHE CORP	COM	037411105	737	9553	SH	SOLE
APARTMENT INVT & MGMT CO	CL A	03748R101	11	363	SH	SOLE
APPLE INC	COM	037833100	90	203	SH	OTHER
APPLE INC	COM	037833100	2598	5869	SH	SOLE
APPLIED MATLS INC	COM	038222105	3	200	SH	SOLE
ARRIS GROUP INC	COM	04269Q100	5	310	SH	SOLE
ATMEL CORP	COM	049513104	9	1250	SH	SOLE
AUTODESK INC	COM	052769106	7	180	SH	SOLE
AVNET INC	COM	053807103	8	225	SH	SOLE
BAKER HUGHES INC	COM	057224107	11	230	SH	SOLE
BAXTER INTL INC	COM	071813109	1	0	SH	SOLE
BECTON DICKINSON & CO	COM	075887109	8	80	SH	SOLE
BELO CORP	COM SER A	080555105	6	650	SH	SOLE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	274	2626	SH	SOLE
BIOMED REALTY TRUST INC	COM	09063H107	2	100	SH	SOLE
BOEING CO	COM	097023105	31	365	SH	OTHER
BOEING CO	COM	097023105	685	7981	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	16	400	SH	OTHER
BRISTOL MYERS SQUIBB CO	COM	110122108	1331	32310	SH	SOLE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	6	425	SH	SOLE
CAE INC	COM	124765108	5	490	SH	SOLE
CVS CAREMARK CORPORATION	COM	126650100	20	372	SH	OTHER
CVS CAREMARK CORPORATION	COM	126650100	1486	27025	SH	SOLE
CAMECO CORP	COM	13321L108	10	460	SH	SOLE
CAPITAL ONE FINL CORP	COM	14040H105	6	116	SH	OTHER
CAPITAL ONE FINL CORP	COM	14040H105	1395	25383	SH	SOLE
CARNIVAL CORP	PAIRED CTF	143658300	9	270	SH	SOLE
CATAMARAN CORP	COM	148887102	418	7885	SH	SOLE
CATERPILLAR INC DEL	COM	149123101	56	643	SH	OTHER
CATERPILLAR INC DEL	COM	149123101	2098	24115	SH	SOLE
CBRE CLARION GLOBAL REAL EST	COM	12504G100	215	22000	SH	SOLE
CELGENE CORP	COM	151020104	258	2225	SH	SOLE
CENTURYLINK INC	COM	156700106	44	1250	SH	OTHER

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MAN
CENTURYLINK INC	COM	156700106	190	5400	SH	SOLE
CERNER CORP	COM	156782104	13	140	SH	SOLE
CHEVRON CORP NEW	COM	166764100	134	1130	SH	OTHER
CHEVRON CORP NEW	COM	166764100	1391	11709	SH	SOLE
CHICAGO BRIDGE & IRON CO N V N Y REGISTRY SH		167250109	1	16	SH	SOLE
CHUBB CORP	COM	171232101	54	617	SH	OTHER
CHUBB CORP	COM	171232101	1513	17276	SH	SOLE
CINCINNATI BELL INC NEW	COM	171871106	6	1750	SH	SOLE
COCA COLA CO	COM	191216100	49	1220	SH	OTHER

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COCA COLA CO	COM	191216100	2376	58745	SH	SOLE
COGNEX CORP	COM	192422103	4	100	SH	SOLE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	291	3800	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	51	431	SH	OTHER
COLGATE PALMOLIVE CO	COM	194162103	181	1536	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	78	1306	SH	OTHER
CONOCOPHILLIPS	COM	20825C104	1857	30901	SH	SOLE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	2	90	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	33	309	SH	OTHER
COSTCO WHSL CORP NEW	COM	22160K105	1705	16070	SH	SOLE
CUMMINS INC	COM	231021106	15	130	SH	SOLE
DEERE & CO	COM	244199105	224	2600	SH	SOLE
DIGITAL RLTY TR INC	COM	253868103	2	30	SH	SOLE
DIRECTV	COM	25490A309	10	180	SH	SOLE
DISCOVER FINL SVCS	COM	254709108	10	220	SH	SOLE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	10	127	SH	SOLE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	9	127	SH	SOLE
DISNEY WALT CO	COM DISNEY	254687106	24	431	SH	OTHER
DISNEY WALT CO	COM DISNEY	254687106	2047	36036	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	23	400	SH	OTHER
DOMINION RES INC VA NEW	COM	25746U109	327	5615	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	25	500	SH	OTHER
DU PONT E I DE NEMOURS & CO	COM	263534109	465	9465	SH	SOLE
DUKE ENERGY CORP NEW	COM NEW	26441C204	67	918	SH	OTHER
DUKE ENERGY CORP NEW	COM NEW	26441C204	1376	18953	SH	SOLE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	2	100	SH	SOLE
E M C CORP MASS	COM	268648102	48	1994	SH	OTHER
E M C CORP MASS	COM	268648102	2172	90930	SH	SOLE
EATON CORP PLC	SHS	G29183103	319	5204	SH	SOLE
EBAY INC	COM	278642103	2	28	SH	OTHER
EBAY INC	COM	278642103	664	12253	SH	SOLE
ELECTRONIC ARTS INC	COM	285512109	13	760	SH	SOLE
ENTERPRISE PRODS PARTNERS L	COM	293792107	211	3495	SH	SOLE
EOG RES INC	COM	26875P101	4	30	SH	SOLE
EXPRESS SCRIPTS HLDG CO	COM	30219G108	23	400	SH	OTHER
EXPRESS SCRIPTS HLDG CO	COM	30219G108	903	15680	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	134	1482	SH	OTHER
EXXON MOBIL CORP	COM	30231G102	7439	82564	SH	SOLE
FIRST M & F CORP	COM	320744105	297	20992	SH	SOLE
1ST SOURCE CORP	COM	336901103	213	9000	SH	SOLE
FLUOR CORP NEW	COM	343412102	35	524	SH	OTHER
FLUOR CORP NEW	COM	343412102	2064	31117	SH	SOLE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	307	2705	SH	SOLE
FOSTER WHEELER AG	COM	H27178104	10	440	SH	SOLE
GANNETT INC	COM	364730101	13	590	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	70	3043	SH	OTHER
GENERAL ELECTRIC CO	COM	369604103	3067	132667	SH	SOLE
GOOGLE INC	CL A	38259P508	71	89	SH	OTHER
GOOGLE INC	CL A	38259P508	3173	3995	SH	SOLE
HARMONIC INC	COM	413160102	4	650	SH	SOLE
HCA HOLDINGS INC	COM	40412C101	68	1669	SH	OTHER

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
			VALUE	SHRS OR SH/ PUT/	INVESTMENT	OT

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(x\$1000)	PRN	AMT	PRN CALL	DISCRETION	MAN
HCA HOLDINGS INC	COM	40412C101	3001	73872	SH		SOLE	
HCP INC	COM	40414L109	11	212	SH		SOLE	
HEALTH CARE REIT INC	COM	42217K106	10	150	SH		OTHER	
HEALTH CARE REIT INC	COM	42217K106	206	3035	SH		SOLE	
HELMERICH & PAYNE INC	COM	423452101	10	160	SH		SOLE	
HESS CORP	COM	42809H107	27	380	SH		SOLE	
HEXCEL CORP NEW	COM	428291108	7	250	SH		SOLE	
HOME DEPOT INC	COM	437076102	82	1178	SH		OTHER	
HOME DEPOT INC	COM	437076102	2419	34658	SH		SOLE	
HONEYWELL INTL INC	COM	438516106	96	1272	SH		OTHER	
HONEYWELL INTL INC	COM	438516106	3535	46922	SH		SOLE	
IAC INTERACTIVECORP	COM PAR \$ .001	44919P508	4	90	SH		SOLE	
IMMUNOGEN INC	COM	45253H101	3	180	SH		SOLE	
INTEL CORP	COM	458140100	129	5923	SH		OTHER	
INTEL CORP	COM	458140100	2826	129433	SH		SOLE	
INTERNATIONAL BUSINESS MACHS	COM	459200101	76	355	SH		OTHER	
INTERNATIONAL BUSINESS MACHS	COM	459200101	3271	15334	SH		SOLE	
INTERXION HOLDING N.V	SHS	N47279109	4	150	SH		SOLE	
INTL PAPER CO	COM	460146103	5	100	SH		OTHER	
INTL PAPER CO	COM	460146103	256	5500	SH		SOLE	
ION GEOPHYSICAL CORP	COM	462044108	2	350	SH		SOLE	
ISHARES INC	MSCI BRAZIL CAPP	464286400	34	628	SH		SOLE	
ISHARES SILVER TRUST	ISHARES	46428Q109	14	500	SH		OTHER	
ISHARES SILVER TRUST	ISHARES	46428Q109	266	9695	SH		SOLE	
ISHARES TR	MSCI EMERG MKT	464287234	8	195	SH		OTHER	
ISHARES TR	MSCI EMERG MKT	464287234	1679	39245	SH		SOLE	
ISHARES TR	S&P500 GRW	464287309	772	9366	SH		SOLE	
ISHARES TR	S&P 500 VALUE	464287408	767	10388	SH		SOLE	
ISHARES TR	MSCI EAFE INDEX	464287465	185	3140	SH		OTHER	
ISHARES TR	MSCI EAFE INDEX	464287465	3072	52074	SH		SOLE	
ISHARES TR	CORE S&P MCP ETF	464287507	375	3259	SH		SOLE	
ISHARES TR	RUSL 2000 VALU	464287630	685	8177	SH		SOLE	
ISHARES TR	RUSL 2000 GROW	464287648	222	2060	SH		SOLE	
ISHARES TR	S&P MIDCP VALU	464287705	61	600	SH		OTHER	
ISHARES TR	S&P MIDCP VALU	464287705	1385	13730	SH		SOLE	
ISHARES TR	DJ US REAL EST	464287739	368	5300	SH		SOLE	
ISHARES TR	CORE S&P SCP ETF	464287804	336	3865	SH		SOLE	
ISHARES TR	S&P SMLCP VALU	464287879	58	650	SH		OTHER	
ISHARES TR	S&P SMLCP VALU	464287879	1094	12159	SH		SOLE	
ISHARES TR	S&P SMLCP GROW	464287887	9	100	SH		OTHER	
ISHARES TR	S&P SMLCP GROW	464287887	2217	23618	SH		SOLE	
ISHARES TR	US PFD STK IDX	464288687	645	15915	SH		SOLE	
ISIS PHARMACEUTICALS INC	COM	464330109	6	340	SH		SOLE	
JANUS CAP GROUP INC	COM	47102X105	4	400	SH		SOLE	
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	3	250	SH		SOLE	
JOHNSON & JOHNSON	COM	478160104	164	2010	SH		OTHER	
JOHNSON & JOHNSON	COM	478160104	4084	50088	SH		SOLE	
JPMORGAN CHASE & CO	COM	46625H100	87	1831	SH		OTHER	
JPMORGAN CHASE & CO	COM	46625H100	3171	66825	SH		SOLE	
JUNIPER NETWORKS INC	COM	48203R104	8	440	SH		SOLE	
KANSAS CITY SOUTHERN	COM NEW	485170302	13	120	SH		SOLE	
KIMBERLY CLARK CORP	COM	494368103	39	400	SH		OTHER	
KIMBERLY CLARK CORP	COM	494368103	1041	10624	SH		SOLE	
KRAFT FOODS GROUP INC	COM	50076Q106	46	888	SH		OTHER	
KRAFT FOODS GROUP INC	COM	50076Q106	1245	24151	SH		SOLE	
LAM RESEARCH CORP	COM	512807108	15	365	SH		SOLE	
LAS VEGAS SANDS CORP	COM	517834107	18	320	SH		SOLE	
LAUDER ESTEE COS INC	CL A	518439104	54	850	SH		OTHER	
LAUDER ESTEE COS INC	CL A	518439104	1236	19300	SH		SOLE	

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LAZARD LTD SHS A G54050102 4 125 SH SOLE

FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	4	220	SH	SOLE
LIBERTY MEDIA CORP DELAWARE	CL A	531229102	7	60	SH	SOLE
LINCOLN NATL CORP IND	COM	534187109	603	18500	SH	SOLE
LINN ENERGY LLC	UNIT LTD LIAB	536020100	88	2326	SH	OTHER
LINN ENERGY LLC	UNIT LTD LIAB	536020100	2065	54372	SH	SOLE
LSI CORPORATION	COM	502161102	5	730	SH	SOLE
MADISON SQUARE GARDEN CO	CL A	55826P100	5	81	SH	SOLE
MARATHON OIL CORP	COM	565849106	8	246	SH	OTHER
MARATHON OIL CORP	COM	565849106	1129	33460	SH	SOLE
MASTERCARD INC	CL A	57636Q104	303	560	SH	SOLE
MCDERMOTT INTL INC	COM	580037109	4	400	SH	SOLE
MCDONALDS CORP	COM	580135101	15	150	SH	SOLE
MCGRAW HILL COS INC	COM	580645109	10	190	SH	SOLE
MEADWESTVACO CORP	COM	583334107	5	150	SH	SOLE
MEDTRONIC INC	COM	585055106	9	182	SH	SOLE
MERCK & CO INC NEW	COM	58933Y105	27	600	SH	OTHER
MERCK & CO INC NEW	COM	58933Y105	317	7164	SH	SOLE
MICROSOFT CORP	COM	594918104	64	2224	SH	OTHER
MICROSOFT CORP	COM	594918104	2268	79285	SH	SOLE
MONDELEZ INTL INC	CL A	609207105	68	2222	SH	OTHER
MONDELEZ INTL INC	CL A	609207105	1996	65187	SH	SOLE
MONSANTO CO NEW	COM	61166W101	14	130	SH	SOLE
MOSAIC CO NEW	COM	61945C103	11	190	SH	SOLE
MYRIAD GENETICS INC	COM	62855J104	6	230	SH	SOLE
NATIONAL HEALTH INVS INC	COM	63633D104	12	181	SH	OTHER
NATIONAL HEALTH INVS INC	COM	63633D104	1129	17248	SH	SOLE
NATIONAL HEALTHCARE CORP	COM	635906100	341	7463	SH	SOLE
NATIONAL HEALTHCARE CORP	PFD CONV SER A	635906209	270	17564	SH	SOLE
NATIONAL OILWELL VARCO INC	COM	637071101	74	1042	SH	OTHER
NATIONAL OILWELL VARCO INC	COM	637071101	2050	28968	SH	SOLE
NEWS CORP	CL A	65248E104	7	230	SH	SOLE
NII HLDGS INC	CL B NEW	62913F201	1	260	SH	SOLE
NIKE INC	CL B	654106103	69	1164	SH	OTHER
NIKE INC	CL B	654106103	2581	43734	SH	SOLE
NORFOLK SOUTHERN CORP	COM	655844108	8	100	SH	OTHER
NORFOLK SOUTHERN CORP	COM	655844108	306	3971	SH	SOLE
NORTH AMERN ENERGY PARTNERS	COM	656844107	2	390	SH	SOLE
NOVO-NORDISK A S	ADR	670100205	237	1470	SH	SOLE
ONYX PHARMACEUTICALS INC	COM	683399109	13	150	SH	SOLE
ORACLE CORP	COM	68389X105	106	3291	SH	OTHER
ORACLE CORP	COM	68389X105	3156	97617	SH	SOLE
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	8	830	SH	SOLE
PALL CORP	COM	696429307	18	260	SH	SOLE
PENTAIR LTD	SHS	H6169Q108	1	5	SH	SOLE
PEPSICO INC	COM	713448108	154	1951	SH	OTHER
PEPSICO INC	COM	713448108	4695	59345	SH	SOLE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	4	230	SH	SOLE

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PFIZER INC	COM	717081103	14	500	SH	OTHER
PFIZER INC	COM	717081103	597	20663	SH	SOLE
PHILIP MORRIS INTL INC	COM	718172109	15	161	SH	OTHER
PHILIP MORRIS INTL INC	COM	718172109	2791	30110	SH	SOLE
PHILLIPS 66	COM	718546104	19	268	SH	SOLE
PIEDMONT NAT GAS INC	COM	720186105	449	13651	SH	SOLE
PINNACLE FINL PARTNERS INC	COM	72346Q104	5764	246720	SH	SOLE
PLUM CREEK TIMBER CO INC	COM	729251108	272	5213	SH	SOLE
POWERSHS DB MULTI SECT COMM	DB PREC MTL	73936B200	1187	21999	SH	SOLE
PRECISION CASTPARTS CORP	COM	740189105	17	90	SH	SOLE
PRICELINE COM INC	COM NEW	741503403	286	415	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	46	595	SH	OTHER
PROCTER & GAMBLE CO	COM	742718109	2184	28348	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION
PRUDENTIAL FINL INC	COM	744320102	66	1117	SH	OTHER
PRUDENTIAL FINL INC	COM	744320102	2540	43046	SH	SOLE
PUBLIC STORAGE	COM	74460D109	10	65	SH	SOLE
QIAGEN NV	REG SHS	N72482107	6	290	SH	SOLE
QUALCOMM INC	COM	747525103	121	1814	SH	OTHER
QUALCOMM INC	COM	747525103	3525	52657	SH	SOLE
QUANTA SVCS INC	COM	74762E102	15	520	SH	OTHER
QUANTA SVCS INC	COM	74762E102	1572	55031	SH	SOLE
RANGE RES CORP	COM	75281A109	6	70	SH	SOLE
RAYMOND JAMES FINANCIAL INC	COM	754730109	6	140	SH	SOLE
REGENERON PHARMACEUTICALS	COM	75886F107	21	120	SH	SOLE
REGIONS FINL CORP NEW	COM	7591EP100	27	3300	SH	OTHER
REGIONS FINL CORP NEW	COM	7591EP100	168	20600	SH	SOLE
RF MICRODEVICES INC	COM	749941100	5	1000	SH	SOLE
ROBERT HALF INTL INC	COM	770323103	5	130	SH	SOLE
ROSS STORES INC	COM	778296103	250	4120	SH	SOLE
ROWAN COMPANIES PLC	SHS CL A	G7665A101	7	210	SH	SOLE
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	11	320	SH	SOLE
RTI INTL METALS INC	COM	74973W107	5	170	SH	SOLE
SAKS INC	COM	79377W108	4	350	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	97	1291	SH	OTHER
SCHLUMBERGER LTD	COM	806857108	2446	32670	SH	SOLE
SEACHANGE INTL INC	COM	811699107	6	500	SH	SOLE
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	42	1160	SH	OTHER
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	728	19925	SH	SOLE
SEATTLE GENETICS INC	COM	812578102	9	260	SH	SOLE
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	190	10430	SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	20	258	SH	OTHER
SIGMA ALDRICH CORP	COM	826552101	2079	26774	SH	SOLE
SINCLAIR BROADCAST GROUP INC	CL A	829226109	10	470	SH	SOLE
SOTHEBYS	COM	835898107	6	160	SH	SOLE
SOUTHERN CO	COM	842587107	29	610	SH	OTHER
SOUTHERN CO	COM	842587107	1369	29178	SH	SOLE
SOUTHERN COPPER CORP	COM	84265V105	50	1328	SH	OTHER
SOUTHERN COPPER CORP	COM	84265V105	662	17614	SH	SOLE

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SOUTHWEST AIRLS CO	COM	844741108	12	910	SH	SOLE
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	286	1970	SH	SOLE
SPDR GOLD TRUST	GOLD SHS	78463V107	307	1988	SH	SOLE
SPDR S&P 500 ETF TR	TR UNIT	78462F103	2295	14647	SH	SOLE
SPDR SERIES TRUST	S&P 600 SMCP GRW	78464A201	918	6503	SH	SOLE
SPDR SERIES TRUST	S&P 600 SMCP VAL	78464A300	693	8043	SH	SOLE
SPDR SERIES TRUST	DJ REIT ETF	78464A607	274	3525	SH	SOLE
SPECTRA ENERGY CORP	COM	847560109	22	700	SH	OTHER
SPECTRA ENERGY CORP	COM	847560109	544	17675	SH	SOLE
STARZ	LIBRTY CAP COM A	85571Q102	1	60	SH	SOLE
STILLWATER MNG CO	COM	86074Q102	6	460	SH	SOLE
SUNTRUST BKS INC	COM	867914103	308	10676	SH	SOLE
TELEPHONE & DATA SYS INC	COM NEW	879433829	3	140	SH	SOLE
TEXTAINER GROUP HOLDINGS LTD	SHS	G8766E109	43	1095	SH	OTHER
TEXTAINER GROUP HOLDINGS LTD	SHS	G8766E109	783	19780	SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	15	200	SH	SOLE
TIME WARNER INC	COM NEW	887317303	11	190	SH	SOLE
TJX COS INC NEW	COM	872540109	267	5712	SH	SOLE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	5	50	SH	SOLE
TRIMBLE NAVIGATION LTD	COM	896239100	15	500	SH	SOLE
TRIQUINT SEMICONDUCTOR INC	COM	89674K103	3	670	SH	SOLE
TW TELECOM INC	COM	87311L104	8	320	SH	SOLE
TYCO INTERNATIONAL LTD	SHS	H89128104	1	24	SH	SOLE
UNIFI INC	COM NEW	904677200	4	203	SH	SOLE
UNILEVER PLC	SPON ADR NEW	904767704	10	240	SH	SOLE

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION
UNION PAC CORP	COM	907818108	65	458	SH	OTHER
UNION PAC CORP	COM	907818108	3009	21125	SH	SOLE
UNITED STATES CELLULAR CORP	COM	911684108	3	90	SH	SOLE
UNITED STATES STL CORP NEW	COM	912909108	2	80	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	56	595	SH	OTHER
UNITED TECHNOLOGIES CORP	COM	913017109	1511	16171	SH	SOLE
UNITEDHEALTH GROUP INC	COM	91324P102	28	488	SH	OTHER
UNITEDHEALTH GROUP INC	COM	91324P102	1190	20807	SH	SOLE
UNIVERSAL HLTH SVCS INC	CL B	913903100	4	70	SH	SOLE
VALSPAR CORP	COM	920355104	11	180	SH	SOLE
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	469	5787	SH	SOLE
VERIFONE SYS INC	COM	92342Y109	4	210	SH	SOLE
VERIZON COMMUNICATIONS INC	COM	92343V104	84	1713	SH	OTHER
VERIZON COMMUNICATIONS INC	COM	92343V104	2084	42409	SH	SOLE
VIACOM INC NEW	CL B	92553P201	13	210	SH	SOLE
VISA INC	COM CL A	92826C839	48	285	SH	OTHER
VISA INC	COM CL A	92826C839	1788	10525	SH	SOLE
VISHAY INTERTECHNOLOGY INC	COM	928298108	5	380	SH	SOLE
VIVUS INC	COM	928551100	2	210	SH	SOLE
WADDELL & REED FINL INC	CL A	930059100	7	160	SH	SOLE
WAL-MART STORES INC	COM	931142103	15	200	SH	OTHER
WAL-MART STORES INC	COM	931142103	309	4132	SH	SOLE
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	6	530	SH	SOLE

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WELLS FARGO & CO NEW	COM	949746101	88	2383 SH	OTHER
WELLS FARGO & CO NEW	COM	949746101	2282	61700 SH	SOLE
WESTERN UN CO	COM	959802109	5	360 SH	SOLE
WHOLE FOODS MKT INC	COM	966837106	21	238 SH	OTHER
WHOLE FOODS MKT INC	COM	966837106	1743	20101 SH	SOLE
YUM BRANDS INC	COM	988498101	34	471 SH	OTHER
YUM BRANDS INC	COM	988498101	1809	25145 SH	SOLE