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OLD NATIONAL BANCORP /IN/
Form 13F-HR
May 18, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03/31/2012

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: VICE PRESIDENT

Phone: (812) 464-1496

Signature, Place, and Date of Signing:

1 EVANSVILLE, INDIANA 05172012

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

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
 Form 13F Information Table Entry Total: 353
 Form 13F Information Table Value Total: \$ 873,588

List of Other Included Managers:

NONE

5M OLD NATIONAL TRUST COMPANY SECURITIES AND EXCHANGE COMMISSION FORM 13F
 AS OF 03/31/12

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	PUT CALL	SOLE (A)	SHR (B)	OTH (C)	INVESTMENT DISCRETION
COVIDIEN	SHS	G2554F113	486	8,884 SH					X
COVIDIEN	SHS	G2554F113	5	85 SH					X
LAZARD LTD	SHS A	G54050102	204	7,131 SH					X
ABM INDS INC	COM	000957100	248	10,216 SH					X
AFLAC INC	COM	001055102	218	4,732 SH					X
AFLAC INC	COM	001055102	95	2,070 SH					X
AGL RES INC	COM	001204106	495	12,610 SH					X
AT&T INC	COM	00206R102	1,803	57,733 SH					X
AT&T INC	COM	00206R102	1,416	45,345 SH					X
ABBOTT LABS	COM	002824100	18,083	295,048 SH					X
ABBOTT LABS	COM	002824100	5,320	86,797 SH					X
AETNA INC NEW	COM	00817Y108	676	13,476 SH					X
ALBEMARLE CORP	COM	012653101	10,875	170,131 SH					X
ALBEMARLE CORP	COM	012653101	896	14,023 SH					X
ALCOA INC	COM	013817101	248	24,777 SH					X
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	250	6,080 SH					X
ALTRIA GROUP INC	COM	02209S103	909	29,459 SH					X
ALTRIA GROUP INC	COM	02209S103	239	7,750 SH					X
AMAZON COM INC	COM	023135106	57	283 SH					X
AMAZON COM INC	COM	023135106	222	1,098 SH					X
AMERICAN EXPRESS CO	COM	025816109	1,066	18,427 SH					X
AMERICAN EXPRESS CO	COM	025816109	3	50 SH					X
AMERICAN RLTY CAP TR INC	COM	02917L101	297	28,945 SH					X
AMERIPRISE FINL INC	COM	03076C106	699	12,237 SH					X
AMERIPRISE FINL INC	COM	03076C106	1	24 SH					X
ANNALY CAP MGMT INC	COM	035710409	201	12,686 SH					X
APACHE CORP	COM	037411105	164	1,629 SH					X
APACHE CORP	COM	037411105	150	1,497 SH					X
APPLE INC	COM	037833100	35,993	60,034 SH					X
APPLE INC	COM	037833100	3,757	6,267 SH					X
ASSURANT INC	COM	04621X108	263	6,485 SH					X

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AUTOMATIC DATA PROCESSING IN	COM	053015103	123	2,229	SH	X	
AUTOMATIC DATA PROCESSING IN	COM	053015103	138	2,500	SH		X
BB&T CORP	COM	054937107	832	26,514	SH	X	
BP PLC SP ADR	SPONS ADR	055622104	494	10,982	SH	X	
BP PLC SP ADR	SPONS ADR	055622104	71	1,569	SH		X
BALL CORP	COM	058498106	22,844	532,746	SH	X	
BANK OF AMERICA CORPORATION	COM	060505104	390	40,756	SH	X	
BANK OF AMERICA CORPORATION	COM	060505104	5	500	SH		X
BARCLAYS BK PLC	ETN DJUBS IND MT	06738G407	12,669	344,734	SH	X	
BARCLAYS BK PLC	ETN DJUBS IND MT	06738G407	937	25,499	SH		X
BECTON DICKINSON & CO	COM	075887109	493	6,344	SH	X	
BECTON DICKINSON & CO	COM	075887109	87	1,125	SH		X
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	987	12,162	SH	X	
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	211	2,603	SH		X
BERRY PETE CO	CL A	085789105	304	6,442	SH	X	
BERRY PETE CO	CL A	085789105	8	162	SH		X
BOEING CO	COM	097023105	241	3,234	SH	X	
BOEING CO	COM	097023105	359	4,822	SH		X
BOOZ ALLEN HAMILTON HLDG COR	CL A	099502106	223	13,105	SH	X	
BRISTOL MYERS SQUIBB CO	COM	110122108	2,056	60,915	SH	X	
BRISTOL MYERS SQUIBB CO	COM	110122108	1,075	31,844	SH		X
BRISTOW GROUP INC	COM	110394103	472	9,897	SH	X	
BRUNSWICK CORP	COM	117043109	763	29,619	SH	X	
BUCKEYE TECHNOLOGIES INC	COM	118255108	239	7,033	SH	X	
CIGNA CORPORATION	COM	125509109	626	12,710	SH	X	
CA INC	COM	12673P105	725	26,305	SH	X	
CABOT CORP	COM	127055101	310	7,260	SH	X	
CAMPUS CREST CMNTYS INC	COM	13466Y105	143	12,288	SH	X	
CARBO CERAMICS INC	COM	140781105	723	6,853	SH	X	
CARNIVAL CORP	PAIRED CTF	143658300	834	26,008	SH	X	
CARPENTER TECHNOLOGY CORP	COM	144285103	241	4,622	SH	X	
CASH AMER INTL INC	COM	14754D100	594	12,403	SH	X	
CATERPILLAR INC DEL	COM	149123101	967	9,075	SH	X	
CATERPILLAR INC DEL	COM	149123101	599	5,620	SH		X
CHEVRON CORP NEW	COM	166764100	12,325	114,962	SH	X	
CHEVRON CORP NEW	COM	166764100	2,201	20,528	SH		X
CHICOS FAS INC	COM	168615102	566	37,462	SH	X	
CHURCH & DWIGHT INC	COM	171340102	10,800	219,554	SH	X	
CHURCH & DWIGHT INC	COM	171340102	1,460	29,677	SH		X
CISCO SYS INC	COM	17275R102	111	5,248	SH	X	
CISCO SYS INC	COM	17275R102	159	7,500	SH		X
CITIGROUP INC	COM NEW	172967424	9,907	271,052	SH	X	
CITIGROUP INC	COM NEW	172967424	680	18,613	SH		X
CLOROX CO DEL	COM	189054109	740	10,766	SH	X	
CLOROX CO DEL	COM	189054109	14	200	SH		X
COCA COLA CO	COM	191216100	1,994	26,944	SH	X	
COCA COLA CO	COM	191216100	620	8,371	SH		X
COLGATE PALMOLIVE CO	COM	194162103	184	1,886	SH	X	
COLGATE PALMOLIVE CO	COM	194162103	24	250	SH		X
CONOCOPHILLIPS	COM	20825C104	1,627	21,401	SH	X	
CONOCOPHILLIPS	COM	20825C104	340	4,471	SH		X
CONSOLIDATED EDISON INC	COM	209115104	144	2,457	SH	X	
CONSOLIDATED EDISON INC	COM	209115104	222	3,800	SH		X
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	223	8,165	SH	X	
COSTCO WHSL CORP NEW	COM	22160K105	10,145	111,732	SH	X	
COSTCO WHSL CORP NEW	COM	22160K105	932	10,262	SH		X

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CRANE CO	COM	224399105	227	4,673 SH	X	
CUMMINS INC	COM	231021106	269	2,239 SH	X	
CUMMINS INC	COM	231021106	192	1,600 SH		X
DST SYS INC DEL	COM	233326107	620	11,440 SH	X	
DANAHER CORP DEL	COM	235851102	19,878	354,968 SH	X	
DANAHER CORP DEL	COM	235851102	1,906	34,035 SH		X
DEERE & CO	COM	244199105	13,430	166,013 SH	X	
DEERE & CO	COM	244199105	1,389	17,165 SH		X
DIRECTV	COM CL A	25490A101	16,054	325,365 SH	X	
DIRECTV	COM CL A	25490A101	1,095	22,194 SH		X
DOMINION RES INC VA NEW	COM	25746U109	203	3,962 SH	X	
DOMINION RES INC VA NEW	COM	25746U109	61	1,200 SH		X
DOW CHEM CO	COM	260543103	579	16,710 SH	X	
DOW CHEM CO	COM	260543103	106	3,050 SH		X
DU PONT E I DE NEMOURS & CO	COM	263534109	611	11,543 SH	X	
DU PONT E I DE NEMOURS & CO	COM	263534109	1,242	23,484 SH		X
DUKE ENERGY CORP NEW	COM	26441C105	537	25,565 SH	X	
DUKE ENERGY CORP NEW	COM	26441C105	315	15,015 SH		X
E M C CORP MASS	COM	268648102	17,731	593,401 SH	X	
E M C CORP MASS	COM	268648102	1,478	49,461 SH		X
E TRADE FINANCIAL CORP	COM NEW	269246401	512	46,765 SH	X	
EXCO RESOURCES INC	COM	269279402	166	25,100 SH	X	
EARTHLINK INC	COM	270321102	296	37,020 SH	X	
EATON CORP	COM	278058102	899	18,033 SH	X	
EBAY INC	COM	278642103	482	13,050 SH	X	
ECOLAB INC	COM	278865100	32	522 SH	X	
ECOLAB INC	COM	278865100	252	4,075 SH		X
EMERSON ELEC CO	COM	291011104	13,516	259,024 SH	X	
EMERSON ELEC CO	COM	291011104	1,165	22,326 SH		X
ENERGIZER HLDGS INC	COM	29266R108	495	6,671 SH	X	
ENTERGY CORP NEW	COM	29364G103	270	4,019 SH	X	
ENTERGY CORP NEW	COM	29364G103	22	323 SH		X
EXPRESS SCRIPTS INC		302182100	430	7,928 SH	X	
EXXON MOBIL CORP	COM	30231G102	29,376	338,707 SH	X	
EXXON MOBIL CORP	COM	30231G102	8,620	99,389 SH		X
FAIR ISAAC CORP	COM	303250104	540	12,290 SH	X	
FIDELITY NATL INFORMATION SV	COM	31620M106	424	12,814 SH	X	
FIFTH THIRD BANCORP	COM	316773100	1,118	79,631 SH	X	
FIFTH THIRD BANCORP	COM	316773100	67	4,748 SH		X
FIRST BK CORP, FT SMITH AR		319109104	3,432	1,200 SH		X
FIRST FINL CORP IND	COM	320218100	3,171	99,882 SH	X	
FIRST FINL CORP IND	COM	320218100	185	5,832 SH		X
FORD MTR CO DEL	COM PAR \$0.01	345370860	227	18,234 SH	X	
FORD MTR CO DEL	COM PAR \$0.01	345370860	49	3,941 SH		X
FOREST OIL CORP	COM PAR \$0.01	346091705	141	11,613 SH	X	
FRANKLIN RES INC	COM	354613101	7,198	58,038 SH	X	
FRANKLIN RES INC	COM	354613101	613	4,942 SH		X
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	107	2,800 SH	X	
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	116	3,042 SH		X
GATX CORP	COM	361448103	216	5,368 SH	X	

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GENERAL DYNAMICS CORP	COM	369550108	736	10,027	SH	X	
GENERAL DYNAMICS CORP	COM	369550108	98	1,340	SH		X
GENERAL ELECTRIC CO	COM	369604103	3,022	150,558	SH	X	
GENERAL ELECTRIC CO	COM	369604103	1,017	50,681	SH		X
GENERAL MLS INC	COM	370334104	1,105	28,006	SH	X	
GENERAL MLS INC	COM	370334104	36	900	SH		X
GERMAN AMERN BANCORP INC	COM	373865104	324	16,652	SH	X	
GERMAN AMERN BANCORP INC	COM	373865104	53	2,749	SH		X
GLAXOSMITHKLINE PLC SP ADR	COM	37733W105	447	9,962	SH	X	
GLAXOSMITHKLINE PLC SP ADR	COM	37733W105	27	600	SH		X
GLOBE SPECIALTY METALS INC	COM	37954N206	190	12,799	SH	X	
GOLDMAN SACHS GROUP INC	COM	38141G104	9,556	76,832	SH	X	
GOLDMAN SACHS GROUP INC	COM	38141G104	807	6,488	SH		X
GOOGLE INC	CL A	38259P508	330	514	SH	X	
GUESS INC	COM	401617105	508	16,270	SH	X	
HCC INS HLDGS INC	COM	404132102	590	18,915	SH	X	
HSN INC	COM	404303109	569	14,966	SH	X	
HANCOCK HLDG CO	COM	410120109	408	11,478	SH	X	
HANOVER INS GROUP INC	COM	410867105	486	11,830	SH	X	
HARTFORD FINL SVCS GROUP INC	COM	416515104	418	19,829	SH	X	
HEINZ H J CO	COM	423074103	148	2,757	SH	X	
HEINZ H J CO	COM	423074103	107	2,000	SH		X
HOME DEPOT INC	COM	437076102	384	7,628	SH	X	
HOME DEPOT INC	COM	437076102	93	1,850	SH		X
HONEYWELL INTL INC	COM	438516106	1,134	18,568	SH	X	
HONEYWELL INTL INC	COM	438516106	144	2,364	SH		X
HUMANA INC	COM	444859102	10,557	114,155	SH	X	
HUMANA INC	COM	444859102	672	7,268	SH		X
ILLINOIS TOOL WKS INC	COM	452308109	178	3,115	SH	X	
ILLINOIS TOOL WKS INC	COM	452308109	130	2,268	SH		X
IMAGING3 INC	COM	45248F103	14	250,000	SH	X	
INTEL CORP	COM	458140100	1,044	37,139	SH	X	
INTEL CORP	COM	458140100	660	23,458	SH		X
INTERFACE INC	CL A	458665106	591	42,341	SH	X	
INTERNATIONAL BUSINESS MACHS	COM	459200101	21,978	105,336	SH	X	
INTERNATIONAL BUSINESS MACHS	COM	459200101	3,446	16,518	SH		X
INTERNATIONAL SPEEDWAY CORP	CL A	460335201	221	7,972	SH	X	
INTERSIL CORP	CL A	46069S109	375	33,513	SH	X	
INTERPUBLIC GROUP COS INC	COM	460690100	704	61,710	SH	X	
INTUITIVE SURGICAL INC	COM NEW	46120E602	165	305	SH	X	
INTUITIVE SURGICAL INC	COM NEW	46120E602	108	200	SH		X
ISHARES S&P 500 INDEX FD	ETF	464287200	264	1,867	SH	X	
ISHARES RUSSELL MIDCAP GRWTH	INDEX FD	464287481	13,647	217,068	SH	X	
JPMORGAN CHASE & CO	COM	46625H100	18,821	409,320	SH	X	
JPMORGAN CHASE & CO	COM	46625H100	1,933	42,045	SH		X
JMP GROUP INC	COM	46629U107	92	12,512	SH	X	
JOHNSON & JOHNSON	COM	478160104	1,751	26,548	SH	X	
JOHNSON & JOHNSON	COM	478160104	1,644	24,929	SH		X
KELLOGG CO	COM	487836108	396	7,381	SH	X	
KELLOGG CO	COM	487836108	5	100	SH		X

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KIMBALL INTL INC	CL A	494274202	121	17,500	SH	X	
KIMBERLY CLARK CORP	COM	494368103	1,249	16,898	SH	X	
KIMBERLY CLARK CORP	COM	494368103	115	1,550	SH		X
KRAFT FOODS INC	CL A	50075N104	873	22,958	SH	X	
KRAFT FOODS INC	CL A	50075N104	527	13,865	SH		X
LANDAUER INC	COM	51476K103	157	2,959	SH	X	
LANDAUER INC	COM	51476K103	53	1,000	SH		X
LAS VEGAS SANDS CORP	COM	517834107	676	11,747	SH	X	
LENDER PROCESSING SVCS INC	COM	52602E102	335	12,879	SH	X	
LENNOX INTL INC	COM	526107107	397	9,852	SH	X	
LEUCADIA NATL CORP	COM	527288104	828	31,740	SH	X	
LEXMARK INTL NEW	CL A	529771107	494	14,868	SH	X	
LIFE TECHNOLOGIES CORP	COM	53217V109	472	9,672	SH	X	
LILLY ELI & CO	COM	532457108	21,371	530,769	SH	X	
LILLY ELI & CO	COM	532457108	1,815	45,088	SH		X
LINCOLN NATL CORP IND	COM	534187109	443	16,798	SH	X	
LINCOLN NATL CORP IND	COM	534187109	53	2,000	SH		X
LOCKHEED MARTIN CORP	COM	539830109	939	10,452	SH	X	
LOWES COS INC	COM	548661107	14	434	SH	X	
LOWES COS INC	COM	548661107	311	9,897	SH		X
MFS CHARTER INCOME TRUST	SH BEN INT	552727109	132	13,805	SH	X	
MCDONALDS CORP	COM	580135101	21,063	214,708	SH	X	
MCDONALDS CORP	COM	580135101	2,612	26,626	SH		X
MEAD JOHNSON NUTRITION CO	COM	582839106	301	3,646	SH	X	
MEAD JOHNSON NUTRITION CO	COM	582839106	26	312	SH		X
MEDTRONIC INC	COM	585055106	224	5,719	SH	X	
MEDTRONIC INC	COM	585055106	8	200	SH		X
MERCADOLIBRE INC	COM	58733R102	567	5,800	SH	X	
MERCK & CO INC NEW	COM	58933Y105	2,219	57,799	SH	X	
MERCK & CO INC NEW	COM	58933Y105	798	20,782	SH		X
MEREDITH CORP	COM	589433101	242	7,468	SH	X	
METLIFE INC	COM	59156R108	13,932	373,007	SH	X	
METLIFE INC	COM	59156R108	1,032	27,629	SH		X
MICROSOFT CORP	COM	594918104	866	26,857	SH	X	
MICROSOFT CORP	COM	594918104	368	11,396	SH		X
MID-AMER APT CMNTYS INC	COM	59522J103	244	3,644	SH	X	
MINE SAFETY APPLIANCES CO	COM	602720104	269	6,559	SH	X	
NATIONAL RETAIL PTYS INC	COM	637417106	228	8,369	SH	X	
NEWMONT MINING CORP	COM	651639106	308	6,000	SH	X	
NEXTERA ENERGY INC	COM	65339F101	645	10,557	SH	X	
NEXTERA ENERGY INC	COM	65339F101	431	7,054	SH		X
NOBLE ENERGY INC	COM	655044105	17,927	183,336	SH	X	
NOBLE ENERGY INC	COM	655044105	1,553	15,879	SH		X
NORFOLK SOUTHERN CORP	COM	655844108	190	2,880	SH	X	
NORFOLK SOUTHERN CORP	COM	655844108	72	1,100	SH		X
NORTHERN TR CORP	COM	665859104	14	290	SH	X	
NORTHERN TR CORP	COM	665859104	248	5,225	SH		X
NORTHROP GRUMMAN CORP	COM	666807102	134	2,194	SH	X	
NORTHROP GRUMMAN CORP	COM	666807102	149	2,438	SH		X
NUTRI SYS INC NEW	COM	67069D108	140	12,504	SH	X	
OCCIDENTAL PETE CORP DEL	COM	674599105	184	1,929	SH	X	
OCCIDENTAL PETE CORP DEL	COM	674599105	24	253	SH		X
OLD NATL BANCORP IND	COM	680033107	10,824	823,715	SH	X	
OLD NATL BANCORP IND	COM	680033107	5,511	419,374	SH		X
OLIN CORP	COM PAR \$1	680665205	315	14,495	SH	X	
OMNICARE INC	COM	681904108	570	16,031	SH	X	

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OMNICOM GROUP INC	COM	681919106	712	14,052 SH	X	
ORACLE CORP	COM	68389X105	16,449	564,110 SH	X	
ORACLE CORP	COM	68389X105	1,240	42,526 SH		X
PPG INDS INC	COM	693506107	99	1,036 SH	X	
PPG INDS INC	COM	693506107	287	3,000 SH		X
PEPSICO INC	COM	713448108	2,662	40,120 SH	X	
PEPSICO INC	COM	713448108	890	13,418 SH		X
PFIZER INC	COM	717081103	1,667	73,594 SH	X	
PFIZER INC	COM	717081103	559	24,677 SH		X
PHILIP MORRIS INTL INC	COM	718172109	1,540	17,384 SH	X	
PHILIP MORRIS INTL INC	COM	718172109	607	6,850 SH		X
PLANTRONICS INC NEW	COM	727493108	251	6,239 SH	X	
PLUM CREEK TIMBER CO INC	COM	729251108	545	13,108 SH	X	
PRAXAIR INC	COM	74005P104	18,762	163,656 SH	X	
PRAXAIR INC	COM	74005P104	1,811	15,797 SH		X
PRECISION CASTPARTS CORP	COM	740189105	1,266	7,320 SH	X	
PRICE T ROWE GROUP INC	COM	74144T108	134	2,053 SH	X	
PRICE T ROWE GROUP INC	COM	74144T108	108	1,650 SH		X
PROCTER & GAMBLE CO	COM	742718109	1,083	16,121 SH	X	
PROCTER & GAMBLE CO	COM	742718109	491	7,300 SH		X
PROTECTIVE LIFE CORP	COM	743674103	321	10,852 SH	X	
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	523	17,070 SH	X	
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	9	300 SH		X
QEP RES INC	COM	74733V100	366	12,000 SH		X
PYXIS CREDIT STRATEGIES FD	COM	74734W107	76	12,000 SH		X
QUALCOMM INC	COM	747525103	20,107	295,427 SH	X	
QUALCOMM INC	COM	747525103	1,454	21,363 SH		X
QUANTA SVCS INC	COM	74762E102	7,914	378,664 SH	X	
QUANTA SVCS INC	COM	74762E102	566	27,099 SH		X
QUESTAR CORP	COM	748356102	212	11,000 SH		X
SAIC INC	COM	78390X101	163	12,314 SH	X	
SPDR S&P 500 ETF TR	TR UNIT	78462F103	7,342	52,138 SH	X	
SPDR S&P 500 ETF TR	TR UNIT	78462F103	7	49 SH		X
SCHLUMBERGER LTD	COM	806857108	13,782	197,080 SH	X	
SCHLUMBERGER LTD	COM	806857108	1,338	19,134 SH		X
SCHULMAN A INC	COM	808194104	215	7,961 SH	X	
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	18,888	502,205 SH	X	
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	1,551	41,231 SH		X
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	6,604	146,452 SH	X	
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	491	10,881 SH		X
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	436	27,597 SH	X	
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	527	33,362 SH		X
SMITH A O	COM	831865209	776	17,271 SH	X	
SNAP ON INC	COM	833034101	538	8,830 SH	X	
SONIC AUTOMOTIVE INC	CL A	83545G102	249	13,894 SH	X	
SOTHEBYS	COM	835898107	495	12,593 SH	X	
SOUTHERN CO	COM	842587107	1,322	29,429 SH	X	
SOUTHERN CO	COM	842587107	103	2,300 SH		X
SOUTHERN COPPER CORP	COM	84265V105	251	7,908 SH	X	
SPECTRA ENERGY CORP	COM	847560109	634	20,092 SH	X	

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SPECTRA ENERGY CORP	COM	847560109	48	1,524	SH		X
STANCORP FINL GROUP INC	COM	852891100	882	21,550	SH	X	
STERICYCLE INC	COM	858912108	8,471	101,276	SH	X	
STERICYCLE INC	COM	858912108	849	10,154	SH		X
STERIS CORP	COM	859152100	299	9,468	SH	X	
SYNGENTA AG	SPONSORED ADR	87160A100	321	4,666	SH	X	
SYSCO CORP	COM	871829107	157	5,259	SH	X	
SYSCO CORP	COM	871829107	78	2,600	SH		X
TJX COS INC NEW	COM	872540109	9,859	248,274	SH	X	
TJX COS INC NEW	COM	872540109	944	23,772	SH		X
TARGET CORP	COM	87612E106	15,583	267,436	SH	X	
TARGET CORP	COM	87612E106	1,627	27,926	SH		X
TELEFLEX INC	COM	879369106	333	5,443	SH	X	
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	1,255	27,860	SH	X	
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	9	200	SH		X
TEXTRON INC	COM	883203101	893	32,071	SH	X	
THERMO FISHER SCIENTIFIC INC	COM	883556102	14,108	250,225	SH	X	
THERMO FISHER SCIENTIFIC INC	COM	883556102	1,252	22,209	SH		X
THOMAS & BETTS CORP	COM	884315102	800	11,131	SH	X	
THOR INDS INC	COM	885160101	315	9,969	SH	X	
3M CO	COM	88579Y101	2,368	26,547	SH	X	
3M CO	COM	88579Y101	224	2,508	SH		X
TIME WARNER INC	COM NEW	887317303	335	8,886	SH	X	
TIME WARNER INC	COM NEW	887317303	1	29	SH		X
UMB FINL CORP	COM	902788108	386	8,631	SH	X	
UNION PAC CORP	COM	907818108	265	2,465	SH	X	
UNION PAC CORP	COM	907818108	1,019	9,482	SH		X
UNITED TECHNOLOGIES CORP	COM	913017109	1,394	16,804	SH	X	
UNITED TECHNOLOGIES CORP	COM	913017109	437	5,266	SH		X
UNITEDHEALTH GROUP INC	COM	91324P102	219	3,709	SH	X	
UNITEDHEALTH GROUP INC	COM	91324P102	7	117	SH		X
UNIVERSAL TECHNICAL INST INC	COM	913915104	134	10,176	SH	X	
V F CORP	COM	918204108	211	1,442	SH	X	
V F CORP	COM	918204108	15	100	SH		X
VANGUARD MSCI EMERGING MKTS	ETF	922042858	293	6,750	SH	X	
VECTREN CORP	COM	92240G101	7,025	241,738	SH	X	
VECTREN CORP	COM	92240G101	1,236	42,524	SH		X
VANGUARD INDEX FDS	REIT ETF	922908553	21,374	335,804	SH	X	
VANGUARD INDEX FDS	REIT ETF	922908553	1,830	28,748	SH		X
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	627	8,676	SH		X
VERIZON COMMUNICATIONS INC	COM	92343V104	552	14,446	SH	X	
VERIZON COMMUNICATIONS INC	COM	92343V104	369	9,662	SH		X
VIACOM INC NEW	CL B	92553P201	718	15,137	SH	X	
VISA INC	COM CL A	92826C839	18,261	154,753	SH	X	
VISA INC	COM CL A	92826C839	1,595	13,519	SH		X
VODAFONE GROUP PLC NEW	ADR	92857W209	588	21,237	SH	X	
VODAFONE GROUP PLC NEW	ADR	92857W209	17	623	SH		X
WD-40 CO	COM	929236107	444	9,799	SH	X	
WAL MART STORES INC	COM	931142103	14,452	236,150	SH	X	
WAL MART STORES INC	COM	931142103	1,054	17,227	SH		X

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WALGREEN CO	COM	931422109	12,563	375,139 SH	X	
WALGREEN CO	COM	931422109	1,107	33,046 SH		X
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	282	9,502 SH	X	
WASTE MGMT INC DEL	COM	94106L109	802	22,936 SH	X	
WATSCO INC	COM	942622200	303	4,094 SH	X	
WELLPOINT INC	COM	94973V107	1,042	14,115 SH	X	
WELLPOINT INC	COM	94973V107	15	200 SH		X
WELLS FARGO & CO NEW	COM	949746101	17,107	501,077 SH	X	
WELLS FARGO & CO NEW	COM	949746101	1,257	36,810 SH		X
WHIRLPOOL CORP	COM	963320106	339	4,417 SH	X	
XEROX CORP	COM	984121103	601	74,457 SH	X	
YUM BRANDS INC	COM	988498101	1,307	18,357 SH	X	
YUM BRANDS INC	COM	988498101	51	720 SH		X
ZIMMER HLDGS INC	COM	98956P102	447	6,960 SH	X	
ZIMMER HLDGS INC	COM	98956P102	64	1,001 SH		X
FINAL TOTALS			873,588			

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