

WINTRUST FINANCIAL CORP

Form 13F-HR

November 12, 2004

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

FORM 13F

FORM 13F COVER PAGE

Report for Calendar Year or Quarter ended: September 30, 2004

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

Institutional Investment Manager Filing this Report:

Name: Wintrust Financial Corp.
Address: 727 North Bank Lane
Lake Forest, IL 60045

13F file number: 28-10582

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: James F. Duca
Title: Executive Vice President
Phone: 1-800-621-4477
Signature, Place and Date of Signing:

/S/ James F. Duca Chicago, IL November 11, 2004

Report Type (Check only one.):

(x) 13F HOLDINGS REPORT.
() 13F NOTICE.
() 13F COMBINATION REPORT

List of other Managers Reporting for this Manager: None

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 463

Form 13F Information Table Value Total: \$862,750,000

List of Other Included Managers: None

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| | | | FORM 13F INFORMATION TABLE | | | | | |
|--------------------------------|----------------|-----------|----------------------------|--------------------|---------------------|--------------------|---------|--|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA | |
| NOKIA CORP ADR | sponsored adr | 654902204 | 251 | 18284 | SH | SOLE | | |
| | | | 212 | 15469 | SH | DEFINED | 01 | |
| 3M CO | com | 88579Y101 | 2395 | 29946 | SH | SOLE | | |
| | | | 3937 | 49227 | SH | DEFINED | 01 | |
| | | | 32 | 400 | SH | OTHER | 01 | |
| ABBOTT LABORATORIES | com | 002824100 | 3247 | 76655 | SH | SOLE | | |
| | | | 2163 | 51064 | SH | DEFINED | 01 | |
| | | | 93 | 2200 | SH | OTHER | 01 | |
| ACTIVISION INC NEW | com | 004930202 | 209 | 15070 | SH | DEFINED | 01 | |
| ADOBE SYSTEMS | com | 00724F101 | 480 | 9707 | SH | SOLE | | |
| | | | 1438 | 29060 | SH | DEFINED | 01 | |
| | | | 20 | 400 | SH | OTHER | 01 | |
| AETNA | com | 00817Y108 | 305 | 3050 | SH | SOLE | | |
| | | | 68 | 685 | SH | DEFINED | 01 | |
| AFLAC | com | 001055102 | 693 | 17680 | SH | SOLE | | |
| | | | 2615 | 66698 | SH | DEFINED | 01 | |
| | | | 12 | 300 | SH | OTHER | 01 | |
| ALBERTO CULVER CO CL B CONV | com | 013068101 | 732 | 16829 | SH | DEFINED | 01 | |
| ALCOA INC. | com | 013817101 | 203 | 6044 | SH | SOLE | | |
| | | | 77 | 2290 | SH | DEFINED | 01 | |
| ALLSTATE CORP. | com | 020002101 | 353 | 7349 | SH | DEFINED | 01 | |
| ALLTEL | com | 020039103 | 1231 | 22420 | SH | SOLE | | |
| | | | 2212 | 40277 | SH | DEFINED | 01 | |
| ALTRIA GROUP INC F/K/A PHILLIP | com | 02209S103 | 206 | 4375 | SH | SOLE | | |
| | | | 469 | 9973 | SH | DEFINED | 01 | |
| AMBAC FINANCIAL GROUP | com | 023139108 | 1519 | 19001 | SH | SOLE | | |
| | | | 1332 | 16660 | SH | DEFINED | 01 | |
| | | | 20 | 250 | SH | OTHER | 01 | |
| AMERICAN EXPRESS | com | 025816109 | 1632 | 31709 | SH | SOLE | | |
| | | | 1992 | 38701 | SH | DEFINED | 01 | |
| | | | 10 | 200 | SH | OTHER | 01 | |
| AMERICAN INTERNATIONAL GROUP I | com | 026874107 | 4398 | 64685 | SH | SOLE | | |
| | | | 5558 | 81742 | SH | DEFINED | 01 | |
| | | | 44 | 650 | SH | OTHER | 01 | |
| AMERICAN ITALIAN PASTA CO CL A | com | 027070101 | 3723 | 142386 | SH | DEFINED | 01 | |
| AMERIGAS PARTNERS LP | com | 030975106 | 9 | 300 | SH | SOLE | | |
| | | | 205 | 6950 | SH | DEFINED | | |
| AMGEN INC | com | 031162100 | 2739 | 48215 | SH | SOLE | | |
| | | | 3311 | 58277 | SH | DEFINED | 01 | |
| | | | 23 | 400 | SH | OTHER | 01 | |
| AMSOUTH BANCORPORATION | com | 032165102 | 201 | 8230 | SH | DEFINED | 01 | |
| ANALOG DEVICES | com | 032654105 | 380 | 9805 | SH | SOLE | | |
| | | | 14 | 355 | SH | DEFINED | | |
| ANHEUSER BUSCH | com | 035229103 | 228 | 4565 | SH | SOLE | | |
| | | | 373 | 7475 | SH | DEFINED | 01 | |
| ANTHEM INC | com | 03674b104 | 694 | 7950 | SH | SOLE | | |
| | | | 1426 | 16345 | SH | DEFINED | 01 | |
| | | | 17 | 200 | SH | OTHER | 01 | |
| APACHE | com | 037411105 | 1796 | 35847 | SH | SOLE | | |
| | | | 2832 | 56509 | SH | DEFINED | 01 | |
| APPLIED MATERIALS | com | 038222105 | 784 | 47535 | SH | SOLE | | |
| | | | 12825 | 777773 | SH | DEFINED | 01 | |
| AUTOMATIC DATA PROCESSING | com | 053015103 | 74 | 1800 | SH | SOLE | | |
| | | | 577 | 13975 | SH | DEFINED | 01 | |

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| | | | | | | |
|------------------------------|-----|-----------|-------|--------|----|------------|
| AVERY DENNISON | com | 053611109 | 1055 | 16035 | SH | SOLE |
| | | | 16739 | 254476 | SH | DEFINED 01 |
| BALL CORP | com | 058498106 | 741 | 19800 | SH | DEFINED 01 |
| BANK OF AMERICA | com | 060505104 | 634 | 14636 | SH | SOLE |
| | | | 1221 | 28178 | SH | DEFINED 01 |
| BARD (C.R.) INC | com | 067383109 | 400 | 7070 | SH | DEFINED 01 |
| BAXTER INTERNATIONAL INC | com | 071813109 | 232 | 7211 | SH | SOLE |
| | | | 208 | 6482 | SH | DEFINED 01 |
| BELLSOUTH | com | 079860102 | 313 | 11527 | SH | SOLE |
| | | | 741 | 27331 | SH | DEFINED 01 |
| BERKSHIRE HATHAWAY INC CL B | com | | 1335 | 465 | SH | SOLE |
| | | | 172 | 60 | SH | DEFINED 01 |
| BIOMET | com | 090613100 | 21 | 450 | SH | SOLE |
| | | | 8597 | 183390 | SH | DEFINED 01 |
| | | | 14 | 300 | SH | OTHER 01 |
| BJ SERVICES COMPANY | com | 055482103 | 16 | 300 | SH | SOLE |
| | | | 9374 | 178861 | SH | DEFINED 01 |
| BORDERS GROUP INC | com | 099709107 | 12158 | 490225 | SH | DEFINED 01 |
| BP PLC | com | 055622104 | 2177 | 37840 | SH | SOLE |
| | | | 3061 | 53204 | SH | DEFINED 01 |
| | | | 122 | 2116 | SH | OTHER 01 |
| BRISTOL MYERS SQUIBB | com | 110122108 | 912 | 38521 | SH | SOLE |
| | | | 554 | 23402 | SH | DEFINED 01 |
| | | | 19 | 800 | SH | OTHER 01 |
| BURLINGTON RESOURCES | com | 122014103 | 650 | 15920 | SH | DEFINED 01 |
| CAPITAL ONE FINANCIAL | com | 14040H105 | 314 | 4250 | SH | SOLE |
| | | | 10775 | 145807 | SH | DEFINED 01 |
| CARBO CERAMICS INC | com | 140781105 | 1540 | 21351 | SH | DEFINED 01 |
| CARDINAL HEALTH | com | 14149Y108 | 362 | 8275 | SH | SOLE |
| | | | 10124 | 231290 | SH | DEFINED 01 |
| CAREMARK RX INC. | com | 141705103 | 362 | 11300 | SH | SOLE |
| | | | 40 | 1255 | SH | DEFINED 01 |
| CATERPILLAR TRACTOR CO | com | 149123101 | 219 | 2720 | SH | SOLE |
| | | | 123 | 1527 | SH | DEFINED 01 |
| CENTURYTEL | com | 156700106 | 540 | 15775 | SH | SOLE |
| | | | 1972 | 57605 | SH | DEFINED 01 |
| CHARLES SCHWAB CORP NEW | com | 808513105 | 166 | 18050 | SH | DEFINED 01 |
| CHEVRONTEXACO | com | 166764100 | 2171 | 40466 | SH | SOLE |
| | | | 2229 | 41554 | SH | DEFINED 01 |
| | | | 21 | 400 | SH | OTHER 01 |
| CINCINNATI FINANCIAL CORP | com | 172062101 | 1071 | 25986 | SH | SOLE |
| | | | 7520 | 182439 | SH | DEFINED 01 |
| CINTAS | com | 172908105 | 412 | 9800 | SH | SOLE |
| | | | 11987 | 285145 | SH | DEFINED 01 |
| | | | 4 | 100 | SH | OTHER 01 |
| CISCO SYSTEMS | com | 17275R102 | 2264 | 125109 | SH | SOLE |
| | | | 4409 | 243595 | SH | DEFINED 01 |
| | | | 11 | 600 | SH | OTHER 01 |
| CITIGROUP | com | 172967101 | 5322 | 120619 | SH | SOLE |
| | | | 6388 | 144795 | SH | DEFINED 01 |
| | | | 4 | 100 | SH | OTHER 01 |
| CLEAR CHANNEL COMMUNICATIONS | com | 184502102 | 1113 | 35710 | SH | SOLE |
| | | | 972 | 31170 | SH | DEFINED 01 |
| | | | 3 | 100 | SH | OTHER 01 |
| CLOROX | com | 189054109 | 32 | 600 | SH | SOLE |
| | | | 8845 | 165941 | SH | DEFINED 01 |
| COCA COLA | com | 191216100 | 149 | 3716 | SH | SOLE |
| | | | 1305 | 32580 | SH | DEFINED 01 |
| | | | 20 | 500 | SH | OTHER 01 |
| COLGATE PALMOLIVE | com | 194162103 | 446 | 9865 | SH | SOLE |
| | | | 2061 | 45617 | SH | DEFINED 01 |
| COMCAST CORP NEW CL A | com | 20030N101 | 937 | 33183 | SH | SOLE |

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| | | | | | | | |
|--------------------------------|-----|-----------|-------|--------|----|---------|----|
| | | | 472 | 16728 | SH | DEFINED | 01 |
| CONOCOPHILLIPS | com | 20825C104 | 1728 | 20858 | SH | SOLE | |
| | | | 3032 | 36597 | SH | DEFINED | 01 |
| COOPER COMPANIES INC | com | 216648402 | 930 | 13573 | SH | SOLE | |
| | | | 20325 | 296502 | SH | DEFINED | 01 |
| CORNING INC. | com | 219350105 | 139 | 12544 | SH | DEFINED | 01 |
| CORUS BANKSHARES INC | com | 220873103 | 362 | 8400 | SH | SOLE | |
| CUNO INC | com | 126583103 | 29 | 500 | SH | SOLE | |
| | | | 895 | 15492 | SH | DEFINED | 01 |
| CVS | com | 126650100 | 9413 | 223430 | SH | DEFINED | 01 |
| DATASCOPE CORP. | com | 238113104 | 1119 | 30000 | SH | DEFINED | 01 |
| DELL INC | com | 24702R101 | 1854 | 52071 | SH | SOLE | |
| | | | 2649 | 74422 | SH | DEFINED | 01 |
| | | | 7 | 200 | SH | OTHER | 01 |
| DEVRY | com | 251893103 | 207 | 10000 | SH | SOLE | |
| | | | 6305 | 304438 | SH | DEFINED | 01 |
| DIEBOLD | com | 253651103 | 283 | 6068 | SH | SOLE | |
| | | | 30 | 650 | SH | DEFINED | 01 |
| DISNEY (WALT) COMPANY | com | 254687106 | 514 | 22781 | SH | SOLE | |
| | | | 271 | 12032 | SH | DEFINED | 01 |
| DNP SELECT INCOME FD INC | com | 23325P104 | 2801 | 249432 | SH | SOLE | |
| | | | 1415 | 126018 | SH | DEFINED | 01 |
| | | | 11 | 1000 | SH | OTHER | 01 |
| DONNELLEY (R.R.) SONS | com | 257867101 | 196 | 6262 | SH | SOLE | |
| | | | 40 | 1290 | SH | DEFINED | 01 |
| DOW CHEMICAL CO | com | 260543103 | 1074 | 23771 | SH | SOLE | |
| | | | 680 | 15044 | SH | DEFINED | 01 |
| DUKE POWER | com | 264399106 | 173 | 7573 | SH | SOLE | |
| | | | 132 | 5768 | SH | DEFINED | 01 |
| E I DUPONT DE NEMOURS & CO | com | 263534109 | 272 | 6344 | SH | SOLE | |
| | | | 502 | 11735 | SH | DEFINED | 01 |
| E.W. SCRIPPS CO (THE) | com | 811054204 | 463 | 9700 | SH | SOLE | |
| | | | 1574 | 32934 | SH | DEFINED | 01 |
| ECOLAB | com | 278865100 | 784 | 24935 | SH | SOLE | |
| | | | 1876 | 59665 | SH | DEFINED | 01 |
| | | | 6 | 200 | SH | OTHER | 01 |
| ELI LILLY & CO | com | 532457108 | 929 | 15478 | SH | SOLE | |
| | | | 2039 | 33955 | SH | DEFINED | 01 |
| EMC CORPORATION | com | 268648102 | 192 | 16625 | SH | SOLE | |
| | | | 183 | 15842 | SH | DEFINED | 01 |
| EMERSON ELECTRIC | com | 291011104 | 406 | 6566 | SH | SOLE | |
| | | | 865 | 13972 | SH | DEFINED | 01 |
| ENSCO INTERNATIONAL | com | 26874Q100 | 340 | 10405 | SH | SOLE | |
| | | | 5 | 140 | SH | DEFINED | |
| EXELON CORP | com | 30161N101 | 199 | 5430 | SH | SOLE | |
| | | | 452 | 12323 | SH | DEFINED | 01 |
| EXXON MOBIL CORP | com | 30231G102 | 6336 | 131100 | SH | SOLE | |
| | | | 10913 | 225805 | SH | DEFINED | 01 |
| | | | 80 | 1656 | SH | OTHER | 01 |
| FANNIE MAE | com | 313586109 | 493 | 7771 | SH | SOLE | |
| | | | 288 | 4540 | SH | DEFINED | 01 |
| FASTENAL CO. | com | 311900104 | 14 | 250 | SH | SOLE | |
| | | | 18832 | 326943 | SH | DEFINED | 01 |
| FEDEX | com | 31428X106 | 1206 | 14072 | SH | SOLE | |
| | | | 2838 | 33122 | SH | DEFINED | 01 |
| | | | 17 | 200 | SH | OTHER | 01 |
| FIFTH THIRD BANCORP | com | 316773100 | 237 | 4822 | SH | SOLE | |
| | | | 253 | 5136 | SH | DEFINED | 01 |
| FIRST DATA | com | 319963104 | 535 | 12308 | SH | SOLE | |
| | | | 18 | 407 | SH | DEFINED | 01 |
| FIRST HORIZON PHARMACEUTICAL C | com | 32051k106 | 604 | 30200 | SH | DEFINED | |
| FISERV | com | 337738108 | 701 | 20100 | SH | SOLE | |

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| | | | | | | | |
|---------------------------------|-----|-----------|-------|--------|----|---------|----|
| | | | 10193 | 292390 | SH | DEFINED | 01 |
| FISHER SCIENTIFIC INTERNATIONAL | com | 338032204 | 11930 | 204522 | SH | DEFINED | 01 |
| FORTUNE BRANDS INC | com | 349631101 | 292 | 3944 | SH | DEFINED | 01 |
| FPL GROUP | com | 302571104 | 1673 | 24493 | SH | SOLE | |
| | | | 1919 | 28091 | SH | DEFINED | 01 |
| | | | 14 | 200 | SH | OTHER | 01 |
| FREDDIE MAC | com | 313400301 | 576 | 8825 | SH | SOLE | |
| | | | 1544 | 23667 | SH | DEFINED | 01 |
| GANNETT | com | 364730101 | 133 | 1586 | SH | SOLE | |
| | | | 1753 | 20925 | SH | DEFINED | 01 |
| GAP | com | 364760108 | 213 | 11423 | SH | DEFINED | 01 |
| GENERAL DYNAMICS | com | 369550108 | 1164 | 11403 | SH | SOLE | |
| | | | 57 | 556 | SH | DEFINED | |
| GENERAL ELECTRIC CO | com | 369604103 | 6918 | 206003 | SH | SOLE | |
| | | | 13267 | 395096 | SH | DEFINED | 01 |
| | | | 57 | 1700 | SH | OTHER | 01 |
| GENERAL MILLS | com | 370334104 | 340 | 7568 | SH | SOLE | |
| | | | 110 | 2457 | SH | DEFINED | 01 |
| GENTEX CORP | com | 371901109 | 7209 | 205203 | SH | DEFINED | 01 |
| GENZYME GENERAL | com | 372917104 | 539 | 9900 | SH | SOLE | |
| | | | 39 | 725 | SH | DEFINED | 01 |
| GETTY IMAGES INC | com | 374276103 | 33 | 600 | SH | SOLE | |
| | | | 4177 | 75531 | SH | DEFINED | 01 |
| GILLETTE CO | com | 375766102 | 190 | 4552 | SH | SOLE | |
| | | | 453 | 10846 | SH | DEFINED | 01 |
| | | | 13 | 300 | SH | OTHER | 01 |
| GOLDMAN SACHS GROUP INC | com | 38141g104 | 20 | 215 | SH | SOLE | |
| | | | 1098 | 11780 | SH | DEFINED | 01 |
| GUIDANT CORP | com | 401698105 | 258 | 3900 | SH | SOLE | |
| | | | 8309 | 125822 | SH | DEFINED | 01 |
| H & R BLOCK | com | 093671105 | 12862 | 260250 | SH | DEFINED | 01 |
| HARLEY DAVIDSON | com | 412822108 | 1781 | 29960 | SH | SOLE | |
| | | | 4193 | 70545 | SH | DEFINED | 01 |
| | | | 24 | 400 | SH | OTHER | 01 |
| HEALTH MANAGEMENT ASSOCIATES | com | 421933102 | 20 | 1000 | SH | SOLE | |
| | | | 11668 | 571104 | SH | DEFINED | 01 |
| HEWLETT PACKARD | com | 428236103 | 407 | 21732 | SH | SOLE | |
| | | | 192 | 10247 | SH | DEFINED | 01 |
| HOME DEPOT | com | 437076102 | 2077 | 52972 | SH | SOLE | |
| | | | 4503 | 114883 | SH | DEFINED | 01 |
| | | | 20 | 500 | SH | OTHER | 01 |
| HONEYWELL INTERNATIONAL | com | 438516106 | 606 | 16905 | SH | SOLE | |
| | | | 43 | 1196 | SH | DEFINED | 01 |
| HOSPIRA INC | com | 441060100 | 177 | 5797 | SH | SOLE | |
| | | | 89 | 2923 | SH | DEFINED | 01 |
| IDEX CORP | com | 45167R104 | 6879 | 202550 | SH | DEFINED | 01 |
| ILLINOIS TOOL WORKS | com | 452308109 | 763 | 8190 | SH | SOLE | |
| | | | 10903 | 117020 | SH | DEFINED | 01 |
| INTEL | com | 458140100 | 1895 | 94477 | SH | SOLE | |
| | | | 4613 | 229975 | SH | DEFINED | 01 |
| | | | 10 | 500 | SH | OTHER | 01 |
| INTERNATIONAL BUSINESS MACHINE | com | 459200101 | 2242 | 26153 | SH | SOLE | |
| | | | 4105 | 47874 | SH | DEFINED | 01 |
| | | | 17 | 200 | SH | OTHER | 01 |
| INTERPUBLIC GROUP OF COS INC. | com | 460690100 | 3865 | 365000 | SH | DEFINED | 01 |
| INVESTORS FINANCIAL | com | 461915100 | 5 | 100 | SH | SOLE | |
| | | | 975 | 21598 | SH | DEFINED | 01 |
| JABIL CIRCUIT INC | com | 466313103 | 244 | 10600 | SH | SOLE | |
| JOHNSON & JOHNSON | com | 478160104 | 2361 | 41908 | SH | SOLE | |
| | | | 5843 | 103721 | SH | DEFINED | 01 |
| | | | 56 | 1000 | SH | OTHER | 01 |
| JP MORGAN CHASE | com | 46625H100 | 1494 | 37600 | SH | SOLE | |

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|--------------------------------|-----|-----------|-------|--------|----|---------|----|
| | | | 918 | 23108 | SH | DEFINED | 01 |
| KIMBERLY CLARK | com | 494368103 | 258 | 3989 | SH | SOLE | |
| | | | 501 | 7751 | SH | DEFINED | 01 |
| KOHL'S CORP | com | 500255104 | 1026 | 21298 | SH | SOLE | |
| | | | 5424 | 112548 | SH | DEFINED | 01 |
| KRONOS INC | com | 501052104 | 18 | 400 | SH | SOLE | |
| | | | 15260 | 344549 | SH | DEFINED | 01 |
| LA-Z-BOY INC | com | 505336107 | 759 | 50000 | SH | DEFINED | 01 |
| LANDSTAR SYSTEMS INC | com | 515098101 | 873 | 14870 | SH | DEFINED | 01 |
| LEGGETT & PLATT | com | 524660107 | 202 | 7200 | SH | SOLE | |
| | | | 4 | 150 | SH | DEFINED | |
| LEXMARK INTERNATIONAL | com | 529771107 | 731 | 8705 | SH | SOLE | |
| | | | 2202 | 26215 | SH | DEFINED | 01 |
| LIBERTY MEDIA SER A | com | 530718105 | 8 | 924 | SH | SOLE | |
| | | | 152 | 17416 | SH | DEFINED | 01 |
| LOCKHEED MARTIN | com | 539830109 | 425 | 7624 | SH | SOLE | |
| | | | 2678 | 48005 | SH | DEFINED | 01 |
| LOWES COMPANIES | com | 548661107 | 1259 | 23170 | SH | SOLE | |
| | | | 2561 | 47125 | SH | DEFINED | 01 |
| MARATHON OIL CORP | com | 565849106 | 260 | 6306 | SH | SOLE | |
| | | | 29 | 700 | SH | DEFINED | |
| MARSHALL & ILSLEY CORP | com | 571834100 | 4 | 100 | SH | SOLE | |
| | | | 290 | 7200 | SH | DEFINED | 01 |
| MBNA | com | 55262L100 | 3090 | 122606 | SH | SOLE | |
| | | | 2922 | 115946 | SH | DEFINED | 01 |
| | | | 68 | 2687 | SH | OTHER | 01 |
| MCCORMICK & CO INC | com | 579780206 | 910 | 26510 | SH | SOLE | |
| | | | 15121 | 440340 | SH | DEFINED | 01 |
| | | | 14 | 400 | SH | OTHER | 01 |
| MCDONALD'S CORP | com | 580135101 | 344 | 12265 | SH | SOLE | |
| | | | 173 | 6185 | SH | DEFINED | 01 |
| MCGRAW-HILL COMPANIES | com | 580645109 | 390 | 4900 | SH | SOLE | |
| | | | 196 | 2465 | SH | DEFINED | 01 |
| MEDTRONIC INC | com | 585055106 | 1963 | 37824 | SH | SOLE | |
| | | | 2468 | 47560 | SH | DEFINED | 01 |
| | | | 26 | 500 | SH | OTHER | 01 |
| MELLON FINANCIAL | com | 58551A108 | 476 | 17185 | SH | SOLE | |
| | | | 1713 | 61866 | SH | DEFINED | 01 |
| | | | 8 | 300 | SH | OTHER | 01 |
| MERCK & CO INC | com | 589331107 | 801 | 24278 | SH | SOLE | |
| | | | 1128 | 34167 | SH | DEFINED | 01 |
| | | | 40 | 1200 | SH | OTHER | 01 |
| MERCURY GENL CORP NEW | com | 589400100 | 844 | 15950 | SH | SOLE | |
| MERRILL LYNCH & CO | com | 590188108 | 402 | 8078 | SH | SOLE | |
| | | | 176 | 3531 | SH | DEFINED | 01 |
| MGIC INVESTMENT CORPORATION | com | 552848103 | 206 | 3100 | SH | SOLE | |
| MICROSOFT | com | 594918104 | 3613 | 130672 | SH | SOLE | |
| | | | 6413 | 231930 | SH | DEFINED | 01 |
| | | | 36 | 1300 | SH | OTHER | 01 |
| MOLEX INC-CL A | com | 608554200 | 665 | 25270 | SH | SOLE | |
| | | | 8240 | 313065 | SH | DEFINED | 01 |
| | | | 13 | 500 | SH | OTHER | 01 |
| MOLEX INC. | com | 608554101 | 447 | 14982 | SH | SOLE | |
| | | | 70 | 2348 | SH | DEFINED | |
| MORGAN STANLEY | com | 617446448 | 220 | 4459 | SH | DEFINED | 01 |
| NATIONAL INSTRUMENTS CORP | com | 636518102 | 2559 | 84525 | SH | DEFINED | 01 |
| NESTLE SA-SPONSORED ADR REPSTG | com | 641069406 | 309 | 5400 | SH | DEFINED | 01 |
| NICOR INC | com | 654086107 | 360 | 9800 | SH | DEFINED | 01 |
| NIKE, INC CL B | com | 654106103 | 351 | 4450 | SH | SOLE | |
| NISOURCE | com | 65473P105 | 475 | 22608 | SH | SOLE | |
| | | | 42 | 2000 | SH | DEFINED | |
| NOBLE DRILLING CORP | com | 655042109 | 375 | 8350 | SH | SOLE | |

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|--------------------------------|-----|-----------|-------|--------|----|---------|----|
| NORTHERN STATES FINANCIAL CORP | com | 665751103 | 334 | 12000 | SH | SOLE | |
| NORTHERN TRUST | com | 665859104 | 712 | 17460 | SH | SOLE | |
| | | | 8311 | 203699 | SH | DEFINED | 01 |
| | | | 8 | 200 | SH | OTHER | 01 |
| OLD REPUBLIC INTERNATIONAL | com | 680223104 | 454 | 18125 | SH | SOLE | |
| | | | 11251 | 449485 | SH | DEFINED | 01 |
| ORACLE | com | 68389X105 | 422 | 37451 | SH | SOLE | |
| | | | 532 | 47125 | SH | DEFINED | 01 |
| PACTIV CORP | com | 695257105 | 1053 | 45290 | SH | SOLE | |
| | | | 11104 | 477605 | SH | DEFINED | 01 |
| | | | 14 | 600 | SH | OTHER | 01 |
| PATTERSON COMPANIES INC | com | 703395103 | 1044 | 13635 | SH | SOLE | |
| | | | 19814 | 258798 | SH | DEFINED | 01 |
| PAYCHEX, INC | com | 704326107 | 15 | 500 | SH | SOLE | |
| | | | 1242 | 41196 | SH | DEFINED | 01 |
| PENNEY (J.C.) CO | com | 708160106 | 273 | 7728 | SH | SOLE | |
| PEPSICO | com | 713448108 | 4301 | 88398 | SH | SOLE | |
| | | | 6668 | 137050 | SH | DEFINED | 01 |
| | | | 15 | 300 | SH | OTHER | 01 |
| PFIZER | com | 717081103 | 5325 | 174032 | SH | SOLE | |
| | | | 6767 | 221133 | SH | DEFINED | 01 |
| | | | 57 | 1850 | SH | OTHER | 01 |
| PHOTRONIC INC | com | 719405102 | 6861 | 412825 | SH | DEFINED | 01 |
| PINNACLE ENTERTAINMENT INC | com | 723456109 | 138 | 10000 | SH | SOLE | |
| PROCTOR & GAMBLE | com | 742718109 | 771 | 14240 | SH | SOLE | |
| | | | 1885 | 34835 | SH | DEFINED | 01 |
| | | | 32 | 600 | SH | OTHER | 01 |
| PROGRESSIVE CORP OHIO | com | 743315103 | 254 | 3000 | SH | SOLE | |
| PRUDENTIAL FINANCIAL INC. | com | | 297 | 6319 | SH | SOLE | |
| | | | 0 | 1 | SH | DEFINED | 01 |
| QUALCOMM | com | 747525103 | 1679 | 42996 | SH | SOLE | |
| | | | 23852 | 610970 | SH | DEFINED | 01 |
| | | | 16 | 400 | SH | OTHER | 01 |
| QUEST DIAGNOSTICS | com | 74834L100 | 1782 | 20202 | SH | SOLE | |
| | | | 1537 | 17419 | SH | DEFINED | 01 |
| | | | 18 | 200 | SH | OTHER | 01 |
| REGAL-BELOIT CORP. | com | 758750103 | 4874 | 201500 | SH | DEFINED | 01 |
| ROYAL CARIBBEAN CRUISES LTD | com | V7780T103 | 13318 | 305450 | SH | DEFINED | 01 |
| ROYAL DUTCH PETROLEUM | com | 780257804 | 908 | 17600 | SH | SOLE | |
| | | | 653 | 12649 | SH | DEFINED | 01 |
| | | | 83 | 1600 | SH | OTHER | 01 |
| RPM INTL CORP | com | 749685103 | 8698 | 492808 | SH | DEFINED | 01 |
| SARA LEE | com | 803111103 | 193 | 8430 | SH | SOLE | |
| | | | 153 | 6700 | SH | DEFINED | 01 |
| SBC COMMUNICATIONS | com | 78387G103 | 979 | 37725 | SH | SOLE | |
| | | | 2331 | 89816 | SH | DEFINED | 01 |
| SCHERING PLOUGH | com | 806605101 | 462 | 24220 | SH | SOLE | |
| | | | 93 | 4900 | SH | DEFINED | 01 |
| SCHLUMBERGER | com | 806857108 | 266 | 3955 | SH | SOLE | |
| | | | 1170 | 17375 | SH | DEFINED | 01 |
| SERVICEMASTER CO | com | 81760N109 | 205 | 15913 | SH | SOLE | |
| | | | 11 | 866 | SH | DEFINED | |
| SHUFFLE MASTER INC | com | 825549108 | 562 | 15000 | SH | SOLE | |
| SMURFIT-STONE CONTAINER | com | 832727101 | 420 | 21700 | SH | SOLE | |
| | | | 14 | 700 | SH | DEFINED | |
| SONOCO PRODUCTS | com | 835495102 | 6253 | 236500 | SH | DEFINED | 01 |
| SOUTHERN COMPANY | com | 842587107 | 656 | 21871 | SH | SOLE | |
| | | | 340 | 11350 | SH | DEFINED | 01 |
| SOUTHWEST BANCORPORATION OF TE | com | 84476r109 | 322 | 16000 | SH | DEFINED | |
| SPRINT CORP. | com | 852061100 | 268 | 13300 | SH | SOLE | |
| | | | 37 | 1848 | SH | DEFINED | 01 |
| STARBUCKS CORP | com | 855244109 | 1108 | 24367 | SH | SOLE | |

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| | | | | | | | |
|--------------------------------|-----|-----------|-------|--------|----|---------|----|
| | | | 3351 | 73722 | SH | DEFINED | 01 |
| | | | 9 | 200 | SH | OTHER | 01 |
| STATE STREET | com | 857477103 | 224 | 5240 | SH | DEFINED | 01 |
| STERICYCLE | com | 858912108 | 28 | 600 | SH | SOLE | |
| | | | 1885 | 41058 | SH | DEFINED | 01 |
| STERIS CORP | com | 859152100 | 1316 | 60000 | SH | DEFINED | 01 |
| STRYKER | com | 863667101 | 1784 | 37106 | SH | SOLE | |
| | | | 3069 | 63832 | SH | DEFINED | 01 |
| | | | 14 | 300 | SH | OTHER | 01 |
| SUN MICROSYSTEMS | com | 866810104 | 18 | 4335 | SH | SOLE | |
| | | | 60 | 14957 | SH | DEFINED | 01 |
| SUNGARD DATA SYSTEMS | com | 867363103 | 897 | 37750 | SH | SOLE | |
| | | | 1608 | 67653 | SH | DEFINED | 01 |
| SYSCO | com | 871829107 | 463 | 15463 | SH | SOLE | |
| | | | 1682 | 56225 | SH | DEFINED | 01 |
| TARGET | com | 87612E106 | 2452 | 54196 | SH | SOLE | |
| | | | 2056 | 45441 | SH | DEFINED | 01 |
| TCF FINANCIAL CORP | com | 872275102 | 463 | 15300 | SH | SOLE | |
| | | | 12248 | 404356 | SH | DEFINED | 01 |
| TEXAS INSTRUMENTS | com | 882508104 | 408 | 19150 | SH | SOLE | |
| | | | 78 | 3675 | SH | DEFINED | 01 |
| TEXTRON | com | 883203101 | 742 | 11550 | SH | SOLE | |
| | | | 90 | 1400 | SH | DEFINED | 01 |
| THE ST PAUL TRAVELERS COMPANIE | com | 792860108 | 693 | 20956 | SH | SOLE | |
| | | | 4 | 112 | SH | DEFINED | 01 |
| THERMO ELECTRON CORP | com | 883556102 | 235 | 8700 | SH | SOLE | |
| | | | 2 | 60 | SH | DEFINED | |
| THERMO TECH TECHNOLOGIES INC | com | | 0 | 65140 | SH | SOLE | |
| TIME WARNER INC NEW | com | 887317105 | 282 | 17477 | SH | SOLE | |
| | | | 715 | 44312 | SH | DEFINED | 01 |
| TRACTOR SUPPLY | com | 892356106 | 22 | 700 | SH | SOLE | |
| | | | 4560 | 145054 | SH | DEFINED | 01 |
| TRIBUNE | com | 896047107 | 1105 | 26841 | SH | SOLE | |
| | | | 1891 | 45950 | SH | DEFINED | 01 |
| | | | 28 | 670 | SH | OTHER | 01 |
| TXU CORP | com | 873168108 | 421 | 8780 | SH | SOLE | |
| | | | 77 | 1610 | SH | DEFINED | 01 |
| UCBH HOLDINGS | com | 90262T308 | 281 | 7200 | SH | DEFINED | |
| UNILEVER PLC - SPONSORED ADR | com | 904767704 | 203 | 6157 | SH | DEFINED | 01 |
| UNITED HEALTHCARE CORP | com | 91324P102 | 1295 | 17564 | SH | SOLE | |
| | | | 286 | 3880 | SH | DEFINED | 01 |
| UNITED PARCEL SERVICE | com | 911312106 | 415 | 5464 | SH | SOLE | |
| | | | 419 | 5517 | SH | DEFINED | 01 |
| UNITED TECHNOLOGIES | com | 913017109 | 1582 | 16943 | SH | SOLE | |
| | | | 784 | 8400 | SH | DEFINED | 01 |
| US BANCORP | com | 902973304 | 1545 | 53470 | SH | SOLE | |
| | | | 528 | 18287 | SH | DEFINED | 01 |
| VERIZON COMMUNICATIONS | com | 92343V104 | 553 | 14032 | SH | SOLE | |
| | | | 1773 | 45015 | SH | DEFINED | 01 |
| | | | 71 | 1811 | SH | OTHER | 01 |
| VIACOM CL B | com | 925524308 | 182 | 5432 | SH | SOLE | |
| | | | 26 | 775 | SH | DEFINED | |
| WACHOVIA CORP 2ND NEW | com | 929903102 | 321 | 6828 | SH | SOLE | |
| | | | 240 | 5110 | SH | DEFINED | 01 |
| WAL-MART STORES | com | 931142103 | 2930 | 55077 | SH | SOLE | |
| | | | 4634 | 87111 | SH | DEFINED | 01 |
| | | | 21 | 400 | SH | OTHER | 01 |
| WALGREEN | com | 931422109 | 4321 | 120585 | SH | SOLE | |
| | | | 7647 | 213432 | SH | DEFINED | 01 |
| | | | 14 | 400 | SH | OTHER | 01 |
| WASHINGTON MUTUAL | com | 939322103 | 350 | 8956 | SH | SOLE | |
| | | | 344 | 8795 | SH | DEFINED | 01 |

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| | | | | | | | |
|--------------------------------|-----|-----------|------|--------|----|---------|----|
| WASHINGTON POST CO CLASS B | com | 939640108 | 368 | 400 | SH | DEFINED | 01 |
| WELLS FARGO | com | 949746101 | 2655 | 44530 | SH | SOLE | |
| | | | 5472 | 91772 | SH | DEFINED | 01 |
| | | | 24 | 400 | SH | OTHER | 01 |
| WESTERN WIRELESS CORP - CLASS | com | 95988e204 | 2841 | 110500 | SH | DEFINED | 01 |
| WEYERHAEUSER CO | com | 962166104 | 602 | 9050 | SH | DEFINED | 01 |
| WGL HOLDINGS INC | com | 92924f106 | 367 | 13000 | SH | DEFINED | 01 |
| WHOLE FOOD MARKET INC | com | 966837106 | 1438 | 16758 | SH | SOLE | |
| | | | 4212 | 49096 | SH | DEFINED | 01 |
| | | | 26 | 300 | SH | OTHER | 01 |
| WINTRUST FINANCIAL | com | 97650W108 | 4032 | 70390 | SH | SOLE | |
| | | | 1630 | 28458 | SH | DEFINED | 01 |
| WRIGLEY | com | 982526105 | 222 | 3500 | SH | DEFINED | |
| WYETH | com | 983024100 | 1118 | 29881 | SH | SOLE | |
| | | | 3161 | 84519 | SH | DEFINED | 01 |
| XL CAPITAL LTD CL A | com | G98255105 | 222 | 3000 | SH | SOLE | |
| ZEBRA TECHNOLOGIES CORP CL A | com | 989207105 | 414 | 6787 | SH | SOLE | |
| | | | 1222 | 20022 | SH | DEFINED | 01 |
| ZIMMER HOLDINGS | com | 98956P102 | 726 | 9189 | SH | SOLE | |
| | | | 66 | 835 | SH | DEFINED | 01 |
| ISHARES RUSSELL 1000 VALUE FUN | com | 464287598 | 25 | 420 | SH | SOLE | |
| | | | 1300 | 21467 | SH | DEFINED | 01 |
| ISHARES RUSSELL 3000 INDEX FD | com | 464287689 | 510 | 8064 | SH | DEFINED | 01 |
| | | | 439 | 6945 | SH | OTHER | 01 |
| ISHARES RUSSELL MID-CAP VALUE | com | 464287473 | 537 | 5378 | SH | DEFINED | 01 |
| ISHARES TR FUNDS-SMALL CAP 600 | com | 464287887 | 20 | 210 | SH | SOLE | |
| | | | 181 | 1921 | SH | DEFINED | 01 |
| ISHARES TR FUNDS-SMALL CAP 600 | com | 464287879 | 343 | 3139 | SH | DEFINED | 01 |
| ISHARES TR MSCI EAFE INDEX FD | com | 464287465 | 1142 | 8076 | SH | DEFINED | 01 |
| ISHARES TR-S&P MIDCAP 400 INDE | com | 464287507 | 871 | 7333 | SH | DEFINED | 01 |
| ISHARES TR-S&P SMALLCAP 600 IN | com | 464287804 | 617 | 4275 | SH | DEFINED | 01 |
| ISHARES TRUST S&P MIDCAP 400/B | com | 464287705 | 999 | 8669 | SH | DEFINED | 01 |
| ISHARES TRUST S&P MIDCAPY 400/ | com | 464287606 | 29 | 240 | SH | SOLE | |
| | | | 701 | 5836 | SH | DEFINED | 01 |
| S&P DEPOSITORY RECEIPTS-SPDR | com | 78462F103 | 293 | 2620 | SH | DEFINED | 01 |
| | | | 181 | 1620 | SH | OTHER | 01 |
| STANDARD & POORS MIDCAP 400 DE | com | 595635103 | 225 | 2080 | SH | DEFINED | 01 |