

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

CULLEN/FROST BANKERS, INC.

Form 13F-HR

October 15, 2012

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

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE CALENDAR YEAR OR QUARTER ENDED: 9/30/12

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: TOM STRINGFELLOW
ADDRESS: FROST NATIONAL BANK
P.O. BOX 1600
SAN ANTONIO, TX 78296

13F FILE NUMBER: 28-183

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: STAN MCCORMICK
TITLE: CORPORATE SECRETARY - SR. V.P.
PHONE: 210-220-4310

SIGNATURE, PLACE, AND DATE OF SIGNING:

STAN MCCORMICK SAN ANTONIO, TX 10/5/12

REPORT TYPE (CHECK ONLY ONE.):

☒ 13F HOLDINGS REPORT
☐ 13F NOTICE
☐ 13F COMBINATION REPORT

LIST OF OTHER MANAGERS REPORTING FOR THIS MANAGER:
NONE

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

FORM 13F SUMMARY PAGE

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

REPORT SUMMARY:

NUMBER OF OTHER INCLUDED MANAGERS: 0

FORM 13F INFORMATION TABLE ENTRY TOTAL: 878

FORM 13F INFORMATION TABLE VALUE TOTAL: \$3,081,396

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	MA
ABBOTT LABORATORIES COM*	COMMON STOCK	002824100	4175	60894	SH		DEFINED	
ABBOTT LABORATORIES COM*	COMMON STOCK	002824100	1400	20421	SH		OTHER	
ADOBE SYSTEMS INC COM*	COMMON STOCK	00724F101	8471	261181	SH		DEFINED	
ADOBE SYSTEMS INC COM*	COMMON STOCK	00724F101	1156	35649	SH		OTHER	
AECOM TECHNOLOGY CORP COM	COMMON STOCK	00766T100	1965	92855	SH		DEFINED	
AETNA INC NEW COM	COMMON STOCK	00817Y108	141	3568	SH		DEFINED	
AETNA INC NEW COM	COMMON STOCK	00817Y108	119	3000	SH		OTHER	
AFFILIATED MANAGERS GROUP	COMMON STOCK	008252108	2041	16596	SH		DEFINED	
AIR LEASE CORP COM	COMMON STOCK	00912X302	3305	162000	SH		DEFINED	
AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	1548	18716	SH		DEFINED	
AIR PRODUCTS & CHEMICALS INC C	COMMON STOCK	009158106	219	2652	SH		OTHER	
AKAMAI TECHNOLOGIES INC COM	COMMON STOCK	00971T101	615	16078	SH		DEFINED	
ALCOA INC COM*	COMMON STOCK	013817101	1172	132356	SH		DEFINED	
ALCOA INC COM*	COMMON STOCK	013817101	41	4587	SH		OTHER	
ALERIAN MLP ETF	COMMON STOCK	00162Q866	198	11940	SH		OTHER	
ALLERGAN INC COM*	COMMON STOCK	018490102	16525	180445	SH		DEFINED	
ALLERGAN INC COM*	COMMON STOCK	018490102	2354	25707	SH		OTHER	
ALLIANT ENERGY CORP*	COMMON STOCK	018802108	896	20646	SH		DEFINED	
ALLIANT ENERGY CORP*	COMMON STOCK	018802108	192	4435	SH		OTHER	
ALLSTATE CORP COM*	COMMON STOCK	020002101	11733	296217	SH		DEFINED	
ALLSTATE CORP COM*	COMMON STOCK	020002101	249	6284	SH		OTHER	
ALTRIA GROUP INC COM *	COMMON STOCK	02209S103	2221	66528	SH		DEFINED	
ALTRIA GROUP INC COM *	COMMON STOCK	02209S103	1448	43362	SH		OTHER	
AMAZON.COM INC*	COMMON STOCK	023135106	13042	51283	SH		DEFINED	
AMAZON.COM INC*	COMMON STOCK	023135106	2622	10309	SH		OTHER	
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	608	13835	SH		DEFINED	
AMERICAN ELECTRIC POWER INC CO	COMMON STOCK	025537101	123	2800	SH		OTHER	
AMERICAN EQUITY INVT LIFE HLDG	COMMON STOCK	025676206	2645	227400	SH		DEFINED	
AMERICAN EXPRESS CO COM*	COMMON STOCK	025816109	3967	69776	SH		DEFINED	
AMERICAN EXPRESS CO COM*	COMMON STOCK	025816109	981	17245	SH		OTHER	
AMERICAN NATIONAL INSURANCE CO	COMMON STOCK	028591105	368	5127	SH		DEFINED	
AMERICAN WTR WKS CO INC COM*	COMMON STOCK	030420103	13219	356690	SH		DEFINED	
AMERICAN WTR WKS CO INC COM*	COMMON STOCK	030420103	1132	30544	SH		OTHER	
AMERIPRISE FINANCIAL INC COM*	COMMON STOCK	03076C106	870	15343	SH		DEFINED	
AMERIPRISE FINANCIAL INC COM*	COMMON STOCK	03076C106	340	6000	SH		OTHER	

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

AMETEK INC COM	COMMON STOCK	031100100	645	18206	SH	DEFINED
AMGEN INC COM*	COMMON STOCK	031162100	4564	54148	SH	DEFINED
AMGEN INC COM*	COMMON STOCK	031162100	994	11787	SH	OTHER
ANADARKO PETROLEUM CORP COM*	COMMON STOCK	032511107	16833	240746	SH	DEFINED
ANADARKO PETROLEUM CORP COM*	COMMON STOCK	032511107	1339	19145	SH	OTHER
ANALOG DEVICES INC COM	COMMON STOCK	032654105	1414	36101	SH	DEFINED
ANNALY CAPITAL MGMT INC REIT C	COMMON STOCK	035710409	12748	757000	SH	DEFINED
ANNALY CAPITAL MGMT INC REIT C	COMMON STOCK	035710409	1032	61310	SH	OTHER
ANSYS INC COM	COMMON STOCK	03662Q105	610	8310	SH	DEFINED
APACHE CORP COM*	COMMON STOCK	037411105	4401	50891	SH	DEFINED
APACHE CORP COM*	COMMON STOCK	037411105	33	382	SH	OTHER
APPLE INC COM *	COMMON STOCK	037833100	83902	125770	SH	DEFINED
APPLE INC COM *	COMMON STOCK	037833100	11240	16849	SH	OTHER
APPLIED MATERIALS INC COM *	COMMON STOCK	038222105	3010	269565	SH	DEFINED
APPLIED MATERIALS INC COM *	COMMON STOCK	038222105	46	4109	SH	OTHER
AQUA AMERICA INC COM*	COMMON STOCK	03836W103	12877	520074	SH	DEFINED
AQUA AMERICA INC COM*	COMMON STOCK	03836W103	1216	49110	SH	OTHER
ARCHER DANIELS MIDLAND CO COM	COMMON STOCK	039483102	7318	269243	SH	DEFINED
ASPEN TECHNOLOGY INC COM	COMMON STOCK	045327103	510	19750	SH	DEFINED
AT & T INC COM*	COMMON STOCK	00206R102	39362	1044097	SH	DEFINED
AT & T INC COM*	COMMON STOCK	00206R102	9201	244058	SH	OTHER

ATMOS ENERGY CORP COM	COMMON STOCK	049560105	914	25544	SH	DEFINED
ATMOS ENERGY CORP COM	COMMON STOCK	049560105	136	3800	SH	OTHER
ATWOOD OCEANICS INC COM	COMMON STOCK	050095108	3500	77000	SH	DEFINED
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	3158	53837	SH	DEFINED
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	600	10230	SH	OTHER
AVON PRODUCTS INC COM*	COMMON STOCK	054303102	1455	91211	SH	DEFINED
AVON PRODUCTS INC COM*	COMMON STOCK	054303102	23	1465	SH	OTHER
B/E AEROSPACE INC COM	COMMON STOCK	073302101	427	10150	SH	DEFINED
BAKER HUGHES INC COM*	COMMON STOCK	057224107	11683	258301	SH	DEFINED
BAKER HUGHES INC COM*	COMMON STOCK	057224107	34	750	SH	OTHER
BALL CORP COM	COMMON STOCK	058498106	56	1320	SH	DEFINED
BALL CORP COM	COMMON STOCK	058498106	474	11200	SH	OTHER
BALLY TECHNOLOGIES INC COM	COMMON STOCK	05874B107	3803	77000	SH	DEFINED
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	2732	309401	SH	DEFINED
BANK OF AMERICA CORP COM*	COMMON STOCK	060505104	228	25875	SH	OTHER
BANK OF NEW YORK MELLON CORP C	COMMON STOCK	064058100	272	12027	SH	DEFINED
BANK OF NEW YORK MELLON CORP C	COMMON STOCK	064058100	179	7901	SH	OTHER
BARD C. R. INC COM*	COMMON STOCK	067383109	576	5501	SH	DEFINED
BARD C. R. INC COM*	COMMON STOCK	067383109	156	1487	SH	OTHER
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	7987	132517	SH	DEFINED
BAXTER INTERNATIONAL INC COM *	COMMON STOCK	071813109	1290	21410	SH	OTHER
BB&T CORP COM*	COMMON STOCK	054937107	17670	532885	SH	DEFINED
BB&T CORP COM*	COMMON STOCK	054937107	1982	59782	SH	OTHER
BECTON DICKINSON & CO COM*	COMMON STOCK	075887109	4144	52752	SH	DEFINED
BECTON DICKINSON & CO COM*	COMMON STOCK	075887109	187	2380	SH	OTHER
BEMIS INC COM*	COMMON STOCK	081437105	74	2355	SH	DEFINED
BEMIS INC COM*	COMMON STOCK	081437105	334	10600	SH	OTHER
BERKSHIRE HATHAWAY INC CL B CO	COMMON STOCK	084670702	2202	24963	SH	DEFINED
BERKSHIRE HATHAWAY INC CL B CO	COMMON STOCK	084670702	607	6880	SH	OTHER
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670108	664	5	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670108	133	1	SH	OTHER

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

BERRY PETROLEUM CO CL A	COMMON STOCK	085789105	3657	90000	SH	DEFINED
BEST BUY COMPANY INC COM*	COMMON STOCK	086516101	6239	362708	SH	DEFINED
BIOGEN IDEC INC COM*	COMMON STOCK	09062X103	11410	76468	SH	DEFINED
BIOGEN IDEC INC COM*	COMMON STOCK	09062X103	280	1874	SH	OTHER
BLACK BOX CORPORATION COM	COMMON STOCK	091826107	5687	222858	SH	DEFINED
BLACKROCK INC COM*	COMMON STOCK	09247X101	8265	46356	SH	DEFINED
BLACKROCK INC COM*	COMMON STOCK	09247X101	890	4992	SH	OTHER
BLOCK H & R INC COM*	COMMON STOCK	093671105	12938	746567	SH	DEFINED
BLOCK H & R INC COM*	COMMON STOCK	093671105	1843	106348	SH	OTHER
BOEING CO COM *	COMMON STOCK	097023105	10583	152059	SH	DEFINED
BOEING CO COM *	COMMON STOCK	097023105	98	1407	SH	OTHER
BOK FINANCIAL CORP COM	COMMON STOCK	05561Q201	779	13175	SH	DEFINED
BONANZA CREEK ENERGY INC COM	COMMON STOCK	097793103	660	28000	SH	DEFINED
BORGWARNER INC COM*	COMMON STOCK	099724106	9962	144141	SH	DEFINED
BORGWARNER INC COM*	COMMON STOCK	099724106	1690	24456	SH	OTHER
BRINKS CO COM	COMMON STOCK	109696104	2954	115000	SH	DEFINED
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	3265	96745	SH	DEFINED
BRISTOL-MYERS SQUIBB CO COM *	COMMON STOCK	110122108	794	23532	SH	OTHER
BROWN-FORMAN CORP CL B COM	COMMON STOCK	115637209	739	11328	SH	OTHER
BRUKER CORP COM	COMMON STOCK	116794108	3547	271000	SH	DEFINED
C&J ENERGY SVCS INC COM	COMMON STOCK	12467B304	4195	210800	SH	DEFINED
CABOT OIL & GAS CORP COM	COMMON STOCK	127097103	1156	25740	SH	DEFINED
CAMERON INTERNATIONAL CORP COM	COMMON STOCK	13342B105	12437	221811	SH	DEFINED
CAMERON INTERNATIONAL CORP COM	COMMON STOCK	13342B105	274	4882	SH	OTHER
CARBO CERAMICS INC COM	COMMON STOCK	140781105	220	3500	SH	DEFINED
CARDINAL HEALTH INC COM*	COMMON STOCK	14149Y108	15477	397150	SH	DEFINED
CARDINAL HEALTH INC COM*	COMMON STOCK	14149Y108	1433	36782	SH	OTHER
CARPENTER TECHNOLOGY CORP COM	COMMON STOCK	144285103	426	8150	SH	DEFINED
CATERPILLAR INC COM *	COMMON STOCK	149123101	4980	57876	SH	DEFINED
CATERPILLAR INC COM *	COMMON STOCK	149123101	951	11053	SH	OTHER
CATHAY GENERAL BANCORP COM	COMMON STOCK	149150104	3556	206000	SH	DEFINED
CELGENE CORP COM *	COMMON STOCK	151020104	14976	196019	SH	DEFINED

CELGENE CORP COM *	COMMON STOCK	151020104	652	8530	SH	OTHER
CENTERPOINT ENERGY INC COM	COMMON STOCK	15189T107	231	10831	SH	DEFINED
CEPHEID INC COM*	COMMON STOCK	15670R107	8874	257208	SH	DEFINED
CEPHEID INC COM*	COMMON STOCK	15670R107	164	4742	SH	OTHER
CF INDS HLDGS INC COM	COMMON STOCK	125269100	510	2296	SH	DEFINED
CHART INDS INC COM*	COMMON STOCK	16115Q308	6574	89021	SH	DEFINED
CHART INDS INC COM*	COMMON STOCK	16115Q308	109	1478	SH	OTHER
CHEVRON CORPORATION COM*	COMMON STOCK	166764100	42236	362355	SH	DEFINED
CHEVRON CORPORATION COM*	COMMON STOCK	166764100	7704	66091	SH	OTHER
CHIPOTLE MEXICAN GRILL INC CL	COMMON STOCK	169656105	6598	20777	SH	DEFINED
CHIPOTLE MEXICAN GRILL INC CL	COMMON STOCK	169656105	130	408	SH	OTHER
CHUBB CORP COM*	COMMON STOCK	171232101	657	8610	SH	DEFINED
CHUBB CORP COM*	COMMON STOCK	171232101	119	1560	SH	OTHER
CINEMARK HOLDINGS INC COM*	COMMON STOCK	17243V102	20003	891795	SH	DEFINED
CINEMARK HOLDINGS INC COM*	COMMON STOCK	17243V102	929	41415	SH	OTHER
CISCO SYSTEM INC COM*	COMMON STOCK	17275R102	11750	615346	SH	DEFINED
CISCO SYSTEM INC COM*	COMMON STOCK	17275R102	508	26620	SH	OTHER
CIT GROUP INC COM	COMMON STOCK	125581801	410	10403	SH	DEFINED
CITRIX SYSTEMS INC COM*	COMMON STOCK	177376100	6238	81516	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

CITRIX SYSTEMS INC COM*	COMMON STOCK	177376100	247	3224	SH	OTHER
CLECO CORP COM	COMMON STOCK	12561W105	217	5172	SH	OTHER
CLOROX CO COM *	COMMON STOCK	189054109	482	6686	SH	DEFINED
CLOROX CO COM *	COMMON STOCK	189054109	259	3600	SH	OTHER
CLOUD PEAK ENERGY INC COM	COMMON STOCK	18911Q102	272	15000	SH	DEFINED
CME GROUP INC COM*	COMMON STOCK	12572Q105	19229	335650	SH	DEFINED
CME GROUP INC COM*	COMMON STOCK	12572Q105	1316	22967	SH	OTHER
COACH INC COM*	COMMON STOCK	189754104	1006	17962	SH	DEFINED
COACH INC COM*	COMMON STOCK	189754104	104	1853	SH	OTHER
COBALT INTL ENERGY COM*	COMMON STOCK	19075F106	9456	424595	SH	DEFINED
COBALT INTL ENERGY COM*	COMMON STOCK	19075F106	196	8792	SH	OTHER
COCA COLA CO COM*	COMMON STOCK	191216100	23830	628270	SH	DEFINED

COCA COLA CO COM*	COMMON STOCK	191216100	4839	127566	SH	OTHER
COGNIZANT TECH. SOLUTIONS CL A	COMMON STOCK	192446102	22068	315760	SH	DEFINED
COGNIZANT TECH. SOLUTIONS CL A	COMMON STOCK	192446102	1652	23636	SH	OTHER
COLGATE-PALMOLIVE CO COM*	COMMON STOCK	194162103	4696	43797	SH	DEFINED
COLGATE-PALMOLIVE CO COM*	COMMON STOCK	194162103	1103	10288	SH	OTHER
COMCAST CORPORATION NEW CL A C	COMMON STOCK	20030N101	312	8720	SH	DEFINED
COMCAST CORPORATION NEW CL A C	COMMON STOCK	20030N101	402	11260	SH	OTHER
COMERICA INC COM	COMMON STOCK	200340107	944	30390	SH	DEFINED
CON-WAY INC COM	COMMON STOCK	205944101	1462	53430	SH	DEFINED
CONAGRA FOODS INC COM*	COMMON STOCK	205887102	1730	62686	SH	DEFINED
CONAGRA FOODS INC COM*	COMMON STOCK	205887102	371	13448	SH	OTHER
CONCHO RESOURCES INC COM	COMMON STOCK	20605P101	663	7000	SH	DEFINED
CONOCOPHILLIPS COM*	COMMON STOCK	20825C104	4930	86220	SH	DEFINED
CONOCOPHILLIPS COM*	COMMON STOCK	20825C104	1865	32618	SH	OTHER
CONTINENTAL RES INC COM	COMMON STOCK	212015101	356	4625	SH	DEFINED
CORNING INC COM*	COMMON STOCK	219350105	408	31054	SH	DEFINED
CORNING INC COM*	COMMON STOCK	219350105	44	3316	SH	OTHER
COSI INC COM	COMMON STOCK	22122P101	12	15000	SH	DEFINED
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	19815	197838	SH	DEFINED
COSTCO WHOLESALE CORP NEW COM*	COMMON STOCK	22160K105	3169	31638	SH	OTHER
CRANE CO COM	COMMON STOCK	224399105	3554	89000	SH	DEFINED
CROWN HOLDINGS INC COM	COMMON STOCK	228368106	209	5697	SH	DEFINED
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	23385	407188	SH	DEFINED
CULLEN/FROST BANKERS INC COM	COMMON STOCK	229899109	3759	65452	SH	OTHER
CUMMINS INC*	COMMON STOCK	231021106	8691	94251	SH	DEFINED
CUMMINS INC*	COMMON STOCK	231021106	728	7892	SH	OTHER
CVS CAREMARK CORP COM *	COMMON STOCK	126650100	13183	272259	SH	DEFINED
CVS CAREMARK CORP COM *	COMMON STOCK	126650100	1033	21330	SH	OTHER
D R HORTON INC*	COMMON STOCK	23331A109	9835	476867	SH	DEFINED
D R HORTON INC*	COMMON STOCK	23331A109	331	16041	SH	OTHER
DANAHER CORPORATION COM*	COMMON STOCK	235851102	644	11670	SH	DEFINED
DANAHER CORPORATION COM*	COMMON STOCK	235851102	78	1418	SH	OTHER

DARDEN RESTAURANTS INC COM	COMMON STOCK	237194105	28	500	SH	DEFINED
DARDEN RESTAURANTS INC COM	COMMON STOCK	237194105	284	5100	SH	OTHER
DARLING INTL INC COM	COMMON STOCK	237266101	3726	203700	SH	DEFINED
DECKERS OUTDOOR CORP COM	COMMON STOCK	243537107	2638	72000	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

DEERE & CO COM *	COMMON STOCK	244199105	2162	26221	SH	DEFINED
DEERE & CO COM *	COMMON STOCK	244199105	865	10484	SH	OTHER
DELL INC COM*	COMMON STOCK	24702R101	350	35527	SH	DEFINED
DELL INC COM*	COMMON STOCK	24702R101	44	4450	SH	OTHER
DENBURY RESOURCES INC (HOLDING	COMMON STOCK	247916208	4972	307653	SH	DEFINED
DENTSPLY INTERNATIONAL INC NEW	COMMON STOCK	249030107	240	6290	SH	DEFINED
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	2322	38384	SH	DEFINED
DEVON ENERGY CORPORATION NEW C	COMMON STOCK	25179M103	299	4943	SH	OTHER
DIRECTV COM*	COMMON STOCK	25490A309	14569	277827	SH	DEFINED
DIRECTV COM*	COMMON STOCK	25490A309	958	18276	SH	OTHER
DISCOVERY COMMUNICATIONS INC C	COMMON STOCK	25470F104	535	8975	SH	DEFINED
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	6331	121092	SH	DEFINED
DISNEY (WALT) COMPANY HOLDING	COMMON STOCK	254687106	2587	49489	SH	OTHER
DOLLAR GENERAL CORP COM*	COMMON STOCK	256677105	16477	319692	SH	DEFINED
DOLLAR GENERAL CORP COM*	COMMON STOCK	256677105	665	12901	SH	OTHER
DOMINION RES INC VA NEW COM*	COMMON STOCK	25746U109	3285	62054	SH	DEFINED
DOMINION RES INC VA NEW COM*	COMMON STOCK	25746U109	644	12173	SH	OTHER
DOVER CORP COM *	COMMON STOCK	260003108	7458	125365	SH	DEFINED
DOVER CORP COM *	COMMON STOCK	260003108	18	300	SH	OTHER
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	7316	252652	SH	DEFINED
DOW CHEMICAL CO COM *	COMMON STOCK	260543103	159	5486	SH	OTHER
DST SYSTEMS INC COM	COMMON STOCK	233326107	3748	66271	SH	DEFINED
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	4261	84760	SH	DEFINED
DU PONT E I DE NEMOURS & CO CO	COMMON STOCK	263534109	1286	25583	SH	OTHER
DUKE ENERGY CORP COM*	COMMON STOCK	26441C204	2733	42175	SH	DEFINED
DUKE ENERGY CORP COM*	COMMON STOCK	26441C204	701	10817	SH	OTHER
DYNACQ HEALTHCARE INC COM	COMMON STOCK	26779V105	23	45329	SH	DEFINED

E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	18008	660356	SH	DEFINED
E M C CORP MASSACHUSETTS COM *	COMMON STOCK	268648102	2155	79032	SH	OTHER
EAST WEST BANCORP INC COM*	COMMON STOCK	27579R104	8362	395922	SH	DEFINED
EAST WEST BANCORP INC COM*	COMMON STOCK	27579R104	261	12365	SH	OTHER
EATON CORP COM*	COMMON STOCK	278058102	1300	27502	SH	DEFINED
EATON CORP COM*	COMMON STOCK	278058102	243	5141	SH	OTHER
EBAY INCORPORATED COM*	COMMON STOCK	278642103	13264	274220	SH	DEFINED
EBAY INCORPORATED COM*	COMMON STOCK	278642103	1294	26742	SH	OTHER
EDWARDS LIFESCIENCES CORP COM*	COMMON STOCK	28176E108	11763	109556	SH	DEFINED
EDWARDS LIFESCIENCES CORP COM*	COMMON STOCK	28176E108	2351	21896	SH	OTHER
ELI LILLY & CO COM *	COMMON STOCK	532457108	3028	63860	SH	DEFINED
ELI LILLY & CO COM *	COMMON STOCK	532457108	1311	27642	SH	OTHER
EMERSON ELECTRIC CO COM*	COMMON STOCK	291011104	7854	162712	SH	DEFINED
EMERSON ELECTRIC CO COM*	COMMON STOCK	291011104	1819	37684	SH	OTHER
ENZO BIOCHEM INC COM	COMMON STOCK	294100102	210	102772	SH	DEFINED
EOG RESOURCES INC COM*	COMMON STOCK	26875P101	10304	91955	SH	DEFINED
EOG RESOURCES INC COM*	COMMON STOCK	26875P101	396	3536	SH	OTHER
EQT CORPORATION COM	COMMON STOCK	26884L109	1366	23155	SH	DEFINED
EXELON CORP COM*	COMMON STOCK	30161N101	5856	164578	SH	DEFINED
EXELON CORP COM*	COMMON STOCK	30161N101	285	8016	SH	OTHER
EXPRESS INC COM	COMMON STOCK	30219E103	1993	134470	SH	DEFINED
EXPRESS SCRIPTS HLDG CO COM*	COMMON STOCK	30219G108	1506	24043	SH	DEFINED
EXPRESS SCRIPTS HLDG CO COM*	COMMON STOCK	30219G108	132	2113	SH	OTHER
EXXON MOBIL CORP COM*	COMMON STOCK	30231G102	65445	715637	SH	DEFINED
EXXON MOBIL CORP COM*	COMMON STOCK	30231G102	27220	297648	SH	OTHER
FACTSET RESEARCH SYSTEMS INC	COMMON STOCK	303075105	1154	11965	SH	DEFINED
FAMILY DOLLAR STORES INC COM*	COMMON STOCK	307000109	282	4246	SH	DEFINED
FAMILY DOLLAR STORES INC COM*	COMMON STOCK	307000109	20	300	SH	OTHER

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

FEDEX CORP COM*	COMMON STOCK	31428X106	8369	98898	SH	DEFINED
FEDEX CORP COM*	COMMON STOCK	31428X106	495	5854	SH	OTHER
FINISAR CORP COM	COMMON STOCK	31787A507	3236	226000	SH	DEFINED
FIRST NIAGARA FINL GROUP INC N	COMMON STOCK	33582V108	6370	789315	SH	DEFINED

FIRST NIAGARA FINL GROUP INC N	COMMON STOCK	33582V108	182	22601	SH	OTHER
FIRSTENERGY CORP COM	COMMON STOCK	337932107	266	6028	SH	DEFINED
FMC CORP COM	COMMON STOCK	302491303	1143	20637	SH	DEFINED
FORD MOTOR COMPANY COM*	COMMON STOCK	345370860	1462	148253	SH	DEFINED
FORD MOTOR COMPANY COM*	COMMON STOCK	345370860	1080	109518	SH	OTHER
FORESTAR GROUP INC	COMMON STOCK	346233109	499	29940	SH	DEFINED
FORTINET INC COM*	COMMON STOCK	34959E109	12027	498619	SH	DEFINED
FORTINET INC COM*	COMMON STOCK	34959E109	641	26596	SH	OTHER
FREEPORT-MCMORAN COPPER & GOLD	COMMON STOCK	35671D857	13180	333005	SH	DEFINED
FREEPORT-MCMORAN COPPER & GOLD	COMMON STOCK	35671D857	1008	25466	SH	OTHER
FRESH DEL MONTE PRODUCE INC CO	COMMON STOCK	G36738105	2867	112000	SH	DEFINED
FRESH MARKET INC COM*	COMMON STOCK	35804H106	7410	123651	SH	DEFINED
FRESH MARKET INC COM*	COMMON STOCK	35804H106	283	4725	SH	OTHER
F5 NETWORKS INC COM*	COMMON STOCK	315616102	5812	55547	SH	DEFINED
F5 NETWORKS INC COM*	COMMON STOCK	315616102	206	1973	SH	OTHER
GANNETT CO COM*	COMMON STOCK	364730101	5718	322144	SH	DEFINED
GANNETT CO COM*	COMMON STOCK	364730101	92	5165	SH	OTHER
GATX CORP COM	COMMON STOCK	361448103	3395	80000	SH	DEFINED
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	296	4482	SH	DEFINED
GENERAL DYNAMICS CORP COM*	COMMON STOCK	369550108	283	4283	SH	OTHER
GENERAL ELECTRIC CO COM*	COMMON STOCK	369604103	15931	701505	SH	DEFINED
GENERAL ELECTRIC CO COM*	COMMON STOCK	369604103	6692	294654	SH	OTHER
GENERAL GROWTH PPTYS INC COM	COMMON STOCK	370023103	220	11275	SH	DEFINED
GENERAL MILLS INC COM*	COMMON STOCK	370334104	619	15545	SH	DEFINED
GENERAL MILLS INC COM*	COMMON STOCK	370334104	837	21000	SH	OTHER
GENTEX CORP COM*	COMMON STOCK	371901109	1310	77092	SH	DEFINED
GENTEX CORP COM*	COMMON STOCK	371901109	12	705	SH	OTHER
GILEAD SCIENCES INC COM*	COMMON STOCK	375558103	11220	169149	SH	DEFINED
GILEAD SCIENCES INC COM*	COMMON STOCK	375558103	579	8727	SH	OTHER
GNC ACQUISITION HLDGS INC COM	COMMON STOCK	36191G107	541	13875	SH	DEFINED
GOODYEAR TIRE & RUBBER CO COM	COMMON STOCK	382550101	174	14233	SH	DEFINED

GOOGLE INC CL A*	COMMON STOCK	38259P508	13868	18380	SH	DEFINED
GOOGLE INC CL A*	COMMON STOCK	38259P508	1282	1699	SH	OTHER
GRAINGER W W INC COM	COMMON STOCK	384802104	479	2300	SH	DEFINED
GRAN TIERRA ENERGY INC COM	COMMON STOCK	38500T101	168	32500	SH	DEFINED
GUGGENHEIM S&P 500 EQUAL WEIGH	COMMON STOCK	78355W106	590	11305	SH	OTHER
GULFPORT ENERGY CORP COM	COMMON STOCK	402635304	297	9500	SH	DEFINED
HALLIBURTON CO COM*	COMMON STOCK	406216101	2101	62364	SH	DEFINED
HALLIBURTON CO COM*	COMMON STOCK	406216101	272	8072	SH	OTHER
HANCOCK HLDG CO COM	COMMON STOCK	410120109	219	7079	SH	DEFINED
HANESBRANDS INC*	COMMON STOCK	410345102	4599	144250	SH	DEFINED
HANESBRANDS INC*	COMMON STOCK	410345102	3	100	SH	OTHER
HANOVER INSURANCE GROUP INC CO	COMMON STOCK	410867105	3540	95000	SH	DEFINED
HARMAN INTL INDS INC COM*	COMMON STOCK	413086109	3532	76518	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

HARMAN INTL INDS INC COM*	COMMON STOCK	413086109	14	297	SH	OTHER
HARSCO CORPORATION COM	COMMON STOCK	415864107	3452	168136	SH	DEFINED
HCC INSURANCE HOLDINGS INC COM	COMMON STOCK	404132102	209	6176	SH	DEFINED
HEALTH CARE REIT INC	COMMON STOCK	42217K106	209	3626	SH	DEFINED
HEALTH CARE REIT INC	COMMON STOCK	42217K106	23	400	SH	OTHER
HEALTH NET INC COM	COMMON STOCK	42222G108	3356	149083	SH	DEFINED
HEINZ H. J. CO COM *	COMMON STOCK	423074103	1420	25381	SH	DEFINED
HEINZ H. J. CO COM *	COMMON STOCK	423074103	273	4875	SH	OTHER
HESS CORPORATION COM	COMMON STOCK	42809H107	2712	50480	SH	DEFINED
HEWLETT PACKARD CO (DEL) COM*	COMMON STOCK	428236103	7577	444153	SH	DEFINED
HEWLETT PACKARD CO (DEL) COM*	COMMON STOCK	428236103	271	15895	SH	OTHER
HMS HOLDINGS CORP COM	COMMON STOCK	40425J101	453	13565	SH	DEFINED
HOLLYFRONTIER CORP COM	COMMON STOCK	436106108	1115	27006	SH	DEFINED
HOME DEPOT INC COM *	COMMON STOCK	437076102	5488	90903	SH	DEFINED
HOME DEPOT INC COM *	COMMON STOCK	437076102	1496	24778	SH	OTHER
HOMETRUST BANCSHARES INC COM	COMMON STOCK	437872104	133	10000	SH	DEFINED
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	11316	189387	SH	DEFINED
HONEYWELL INTERNATIONAL INC CO	COMMON STOCK	438516106	1129	18902	SH	OTHER
HUMANA INC COM*	COMMON STOCK	444859102	1117	15917	SH	DEFINED

HUMANA INC COM*	COMMON STOCK	444859102	275	3925	SH	OTHER
HUNTINGTON BANCSHARES INC COM*	COMMON STOCK	446150104	13673	1982970	SH	DEFINED
HUNTINGTON BANCSHARES INC COM*	COMMON STOCK	446150104	1281	185774	SH	OTHER
HYPERDYNAMICS CORP COM	COMMON STOCK	448954107	201	275805	SH	DEFINED
IAC INTERACTIVECORP COM	COMMON STOCK	44919P508	411	7900	SH	DEFINED
IDEXX LABS INC COM	COMMON STOCK	45168D104	534	5375	SH	DEFINED
ILLINOIS TOOL WORKS INC COM *	COMMON STOCK	452308109	1886	31712	SH	DEFINED
ILLINOIS TOOL WORKS INC COM *	COMMON STOCK	452308109	53	888	SH	OTHER
ILLUMINA INC COM*	COMMON STOCK	452327109	14324	297230	SH	DEFINED
ILLUMINA INC COM*	COMMON STOCK	452327109	824	17097	SH	OTHER
INGRAM MICRO INC CLASS A	COMMON STOCK	457153104	1880	123430	SH	DEFINED
INT'L FLAVORS & FRAGRANCES INC	COMMON STOCK	459506101	1670	28030	SH	DEFINED
INTEGRA LIFESCIENCES HLDGS COM	COMMON STOCK	457985208	2754	67000	SH	DEFINED
INTEL CORP COM *	COMMON STOCK	458140100	7677	338873	SH	DEFINED
INTEL CORP COM *	COMMON STOCK	458140100	919	40560	SH	OTHER
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	34023	164004	SH	DEFINED
INTL BUSINESS MACHINES CORP CO	COMMON STOCK	459200101	4226	20373	SH	OTHER
INTREPID POTASH INC COM	COMMON STOCK	46121Y102	3201	149000	SH	DEFINED
INTUITIVE SURGICAL INC COM*	COMMON STOCK	46120E602	1635	3299	SH	DEFINED
INTUITIVE SURGICAL INC COM*	COMMON STOCK	46120E602	162	326	SH	OTHER
IQ HEDGE MACRO TRACKER ETF	COMMON STOCK	45409B206	201	7242	SH	DEFINED
IQ HEDGE MULTI-STRATEGY TRACKER	COMMON STOCK	45409B107	378	13417	SH	DEFINED
ISHARES BARCLAYS AGGREGATE BON	COMMON STOCK	464287226	3492	31056	SH	DEFINED
ISHARES BARCLAYS AGGREGATE BON	COMMON STOCK	464287226	989	8799	SH	OTHER
ISHARES BARCLAYS INTER CR ETF*	COMMON STOCK	464288638	363	3254	SH	DEFINED
ISHARES BARCLAYS INTER CR ETF*	COMMON STOCK	464288638	37	330	SH	OTHER
ISHARES BARCLAYS TIPS BOND FUN	COMMON STOCK	464287176	14074	115592	SH	DEFINED
ISHARES BARCLAYS TIPS BOND FUN	COMMON STOCK	464287176	1378	11316	SH	OTHER
ISHARES BARCLAYS 1-3 YR TREAS	COMMON STOCK	464287457	1408	16664	SH	DEFINED
ISHARES BARCLAYS 1-3 YR TREAS	COMMON STOCK	464287457	181	2141	SH	OTHER
ISHARES BARCLAYS 7-10 YR TREAS	COMMON STOCK	464287440	611	5629	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

ISHARES COHEN & STEERS REALTY	COMMON STOCK	464287564	25879	332420	SH	DEFINED
ISHARES COHEN & STEERS REALTY	COMMON STOCK	464287564	4100	52671	SH	OTHER
ISHARES DJ SELECT DIV INDEX FD	COMMON STOCK	464287168	14112	244662	SH	DEFINED
ISHARES DJ SELECT DIV INDEX FD	COMMON STOCK	464287168	2254	39073	SH	OTHER
ISHARES IBOXX \$ H/Y CORP BOND	COMMON STOCK	464288513	3064	33193	SH	DEFINED
ISHARES IBOXX \$ H/Y CORP BOND	COMMON STOCK	464288513	494	5352	SH	OTHER
ISHARES IBOXX \$ INVT GRADE COR	COMMON STOCK	464287242	12003	98571	SH	DEFINED
ISHARES IBOXX \$ INVT GRADE COR	COMMON STOCK	464287242	1801	14790	SH	OTHER
ISHARES JP MORGAN USD EMERGING	COMMON STOCK	464288281	10979	90545	SH	DEFINED
ISHARES JP MORGAN USD EMERGING	COMMON STOCK	464288281	2189	18050	SH	OTHER
ISHARES MSCI EAFE INDEX FUND E	COMMON STOCK	464287465	2687	50699	SH	DEFINED
ISHARES MSCI EAFE INDEX FUND E	COMMON STOCK	464287465	457	8628	SH	OTHER
ISHARES MSCI EMERGING MKTS IND	COMMON STOCK	464287234	2459	59511	SH	DEFINED
ISHARES MSCI EMERGING MKTS IND	COMMON STOCK	464287234	328	7926	SH	OTHER
ISHARES MSCI SOUTH KOREA INDEX	COMMON STOCK	464286772	274	4640	SH	DEFINED
ISHARES MSCI TAIWAN INDEX FUND	COMMON STOCK	464286731	138	10285	SH	DEFINED
ISHARES RUSSELL 1000 GROWTH ET	COMMON STOCK	464287614	4865	72943	SH	DEFINED
ISHARES RUSSELL 1000 GROWTH ET	COMMON STOCK	464287614	178	2665	SH	OTHER
ISHARES RUSSELL 1000 VALUE IND	COMMON STOCK	464287598	7407	102616	SH	DEFINED
ISHARES RUSSELL 1000 VALUE IND	COMMON STOCK	464287598	1186	16438	SH	OTHER
ISHARES RUSSELL 2000 GRWTH IND	COMMON STOCK	464287648	1342	14036	SH	DEFINED
ISHARES RUSSELL 2000 GRWTH IND	COMMON STOCK	464287648	892	9331	SH	OTHER
ISHARES RUSSELL 2000 INDEX FUN	COMMON STOCK	464287655	1707	20463	SH	DEFINED
ISHARES RUSSELL 2000 INDEX FUN	COMMON STOCK	464287655	99	1185	SH	OTHER
ISHARES RUSSELL 2000 VALUE IND	COMMON STOCK	464287630	514	6945	SH	DEFINED
ISHARES RUSSELL 2000 VALUE IND	COMMON STOCK	464287630	105	1421	SH	OTHER
ISHARES S&P GLBL ENERGY SECTOR	COMMON STOCK	464287341	306	7769	SH	DEFINED
ISHARES S&P GLBL ENERGY SECTOR	COMMON STOCK	464287341	8	200	SH	OTHER
ISHARES S&P MIDCAP 400 GROWTH	COMMON STOCK	464287606	1107	9886	SH	DEFINED
ISHARES S&P MIDCAP 400 GROWTH	COMMON STOCK	464287606	864	7720	SH	OTHER
ISHARES S&P MIDCAP 400 INDEX F	COMMON STOCK	464287507	1267	12835	SH	DEFINED
ISHARES S&P MIDCAP 400 INDEX F	COMMON STOCK	464287507	251	2547	SH	OTHER
ISHARES S&P NATL AMT-FREE BD F	COMMON STOCK	464288414	232	2067	SH	DEFINED
ISHARES S&P SMALLCAP 600 INDEX	COMMON STOCK	464287804	1273	16522	SH	DEFINED
ISHARES S&P SMALLCAP 600 INDEX	COMMON STOCK	464287804	92	1197	SH	OTHER
ISHARES S&P 500 GROWTH INDEX F	COMMON STOCK	464287309	623	7998	SH	DEFINED
ISHARES SILVER TRUST ETF	COMMON STOCK	46428Q109	76	2267	SH	DEFINED
ISHARES SILVER TRUST ETF	COMMON STOCK	46428Q109	908	27110	SH	OTHER
JDA SOFTWARE GROUP INC COM	COMMON STOCK	46612K108	3718	117001	SH	DEFINED
JDS UNIPHASE CORPORATION COM	COMMON STOCK	46612J507	3445	278300	SH	DEFINED
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	10909	158308	SH	DEFINED
JOHNSON & JOHNSON COM *	COMMON STOCK	478160104	4468	64836	SH	OTHER
JOHNSON CONTROLS INC COM *	COMMON STOCK	478366107	1751	63892	SH	DEFINED
JOHNSON CONTROLS INC COM *	COMMON STOCK	478366107	311	11350	SH	OTHER
JPMORGAN CHASE & CO COM*	COMMON STOCK	46625H100	23315	575964	SH	DEFINED
JPMORGAN CHASE & CO COM*	COMMON STOCK	46625H100	3587	88620	SH	OTHER
KANSAS CITY SOUTHERN INDUSTRIE	COMMON STOCK	485170302	387	5113	SH	DEFINED
KELLOGG CO COM*	COMMON STOCK	487836108	1410	27288	SH	DEFINED
KELLOGG CO COM*	COMMON STOCK	487836108	293	5672	SH	OTHER
KENNAMETAL INC COM*	COMMON STOCK	489170100	637	17173	SH	DEFINED
KENNAMETAL INC COM*	COMMON STOCK	489170100	84	2258	SH	OTHER
KIMBERLY CLARK CORP COM*	COMMON STOCK	494368103	5099	59445	SH	DEFINED
KIMBERLY CLARK CORP COM*	COMMON STOCK	494368103	988	11522	SH	OTHER

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

KINDER MORGAN INC COM*	COMMON STOCK	49456B101	866	24386	SH	DEFINED
KINDER MORGAN INC COM*	COMMON STOCK	49456B101	103	2900	SH	OTHER
KIRBY CORP COM	COMMON STOCK	497266106	3908	70698	SH	DEFINED
KOHL'S CORP COM *	COMMON STOCK	500255104	1045	20399	SH	DEFINED
KOHL'S CORP COM *	COMMON STOCK	500255104	614	11985	SH	OTHER
KORN FERRY INTL COM	COMMON STOCK	500643200	2713	177000	SH	DEFINED
KRAFT FOODS INC CLASS A COM*	COMMON STOCK	50075N104	19525	472199	SH	DEFINED
KRAFT FOODS INC CLASS A COM*	COMMON STOCK	50075N104	1858	44934	SH	OTHER
KROGER CO COM*	COMMON STOCK	501044101	14685	623832	SH	DEFINED
KROGER CO COM*	COMMON STOCK	501044101	1129	47971	SH	OTHER

LAM RESEARCH CORPORATION COM*	COMMON STOCK	512807108	8045	253151	SH	DEFINED
LAM RESEARCH CORPORATION COM*	COMMON STOCK	512807108	1016	31964	SH	OTHER
LAREDO PETROLEUM HOLDINGS INC	COMMON STOCK	516806106	440	20000	SH	DEFINED
LATTICE SEMICONDUCTOR CORP COM	COMMON STOCK	518415104	2377	619000	SH	DEFINED
LAUDER ESTEE COMPANIES CLASS A	COMMON STOCK	518439104	518	8413	SH	DEFINED
LAUDER ESTEE COMPANIES CLASS A	COMMON STOCK	518439104	15	250	SH	OTHER
LENNOX INTL INC COM	COMMON STOCK	526107107	3482	72000	SH	DEFINED
LIFEPOINT HOSPITALS INC COM	COMMON STOCK	53219L109	3594	84000	SH	DEFINED
LINCOLN ELECTRIC HOLDINGS INC	COMMON STOCK	533900106	7942	203381	SH	DEFINED
LINCOLN ELECTRIC HOLDINGS INC	COMMON STOCK	533900106	381	9763	SH	OTHER
LINCOLN NATIONAL CORP INDIANA	COMMON STOCK	534187109	1147	47425	SH	DEFINED
LKQ CORP COM	COMMON STOCK	501889208	684	36996	SH	DEFINED
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	340	3636	SH	DEFINED
LOCKHEED MARTIN CORP COM *	COMMON STOCK	539830109	205	2192	SH	OTHER
LOWES COS INC COM *	COMMON STOCK	548661107	10096	333853	SH	DEFINED
LOWES COS INC COM *	COMMON STOCK	548661107	2229	73702	SH	OTHER
LUFKIN INDUSTRIES INC COM	COMMON STOCK	549764108	3175	59000	SH	DEFINED
M D U RESOURCES GROUP INC COM	COMMON STOCK	552690109	1192	54082	SH	DEFINED
M D U RESOURCES GROUP INC COM	COMMON STOCK	552690109	33	1517	SH	OTHER
MAGELLAN HEALTH SERVICES INC C	COMMON STOCK	559079207	3716	72000	SH	DEFINED
MARKET VECTORS AGRIBUSINESS ET	COMMON STOCK	57060U605	2003	38672	SH	DEFINED
MARSH & MCLENNAN COS INC COM*	COMMON STOCK	571748102	10903	321338	SH	DEFINED
MASTERCARD INC CL A COM*	COMMON STOCK	57636Q104	8437	18687	SH	DEFINED
MASTERCARD INC CL A COM*	COMMON STOCK	57636Q104	818	1812	SH	OTHER
MAXIM INTEGRATED PRODUCTS INC	COMMON STOCK	57772K101	465	17451	SH	DEFINED
MAXIM INTEGRATED PRODUCTS INC	COMMON STOCK	57772K101	35	1328	SH	OTHER
MCDERMOTT INTERNATIONAL INC CO	COMMON STOCK	580037109	3537	289480	SH	DEFINED
MCDONALD'S CORP COM *	COMMON STOCK	580135101	20748	226133	SH	DEFINED
MCDONALD'S CORP COM *	COMMON STOCK	580135101	3388	36924	SH	OTHER
MEAD JOHNSON NUTRITION CO COM	COMMON STOCK	582839106	5903	80558	SH	DEFINED
MEAD JOHNSON NUTRITION CO COM	COMMON STOCK	582839106	273	3719	SH	OTHER
MEDTRONIC INC COM*	COMMON STOCK	585055106	10777	249924	SH	DEFINED

MEDTRONIC INC COM*	COMMON STOCK	585055106	1597	37025	SH	OTHER
MERCK & CO INC NEW COM*	COMMON STOCK	58933Y105	22687	503086	SH	DEFINED
MERCK & CO INC NEW COM*	COMMON STOCK	58933Y105	3146	69774	SH	OTHER
METLIFE INC COM*	COMMON STOCK	59156R108	30307	879497	SH	DEFINED
METLIFE INC COM*	COMMON STOCK	59156R108	2104	61053	SH	OTHER
MICROSEMI CORPORATION COM	COMMON STOCK	595137100	3552	177000	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

MICROSOFT CORP COM*	COMMON STOCK	594918104	33971	1141495	SH	DEFINED
MICROSOFT CORP COM*	COMMON STOCK	594918104	4217	141713	SH	OTHER
MIDDLEBY CORP COM	COMMON STOCK	596278101	385	3325	SH	DEFINED
MOHAWK INDS INC COM	COMMON STOCK	608190104	504	6300	SH	DEFINED
MOLEX INC COM*	COMMON STOCK	608554101	297	11305	SH	DEFINED
MONSANTO CO NEW COM*	COMMON STOCK	61166W101	15954	175280	SH	DEFINED
MONSANTO CO NEW COM*	COMMON STOCK	61166W101	703	7726	SH	OTHER
MOSAIC COMPANY COM (THE) *	COMMON STOCK	61945C103	2570	44607	SH	DEFINED
MOSAIC COMPANY COM (THE) *	COMMON STOCK	61945C103	24	425	SH	OTHER
MOTOROLA SOLUTIONS INC COM*	COMMON STOCK	620076307	12427	245837	SH	DEFINED
MOTOROLA SOLUTIONS INC COM*	COMMON STOCK	620076307	267	5290	SH	OTHER
MYRIAD GENETICS INCORPORATED C	COMMON STOCK	62855J104	476	17644	SH	DEFINED
MYRIAD GENETICS INCORPORATED C	COMMON STOCK	62855J104	337	12491	SH	OTHER
NATIONAL INSTRUMENTS CORP COM	COMMON STOCK	636518102	276	10976	SH	DEFINED
NATIONAL INSTRUMENTS CORP COM	COMMON STOCK	636518102	8	337	SH	OTHER
NATIONAL-OILWELL VARCO INC COM	COMMON STOCK	637071101	1907	23810	SH	DEFINED
NATIONAL-OILWELL VARCO INC COM	COMMON STOCK	637071101	21	265	SH	OTHER
NCR CORP NEW COM	COMMON STOCK	62886E108	3520	151000	SH	DEFINED
NCR CORP NEW COM	COMMON STOCK	62886E108	2	74	SH	OTHER
NETAPP INC COM*	COMMON STOCK	64110D104	7279	221387	SH	DEFINED
NETAPP INC COM*	COMMON STOCK	64110D104	624	18963	SH	OTHER
NEWMONT MINING CORP COM*	COMMON STOCK	651639106	13868	247583	SH	DEFINED
NEWMONT MINING CORP COM*	COMMON STOCK	651639106	1230	21966	SH	OTHER
NEWS CORP CLASS A COM	COMMON STOCK	65248E104	1836	74923	SH	DEFINED
NEXTERA ENERGY INC COM*	COMMON STOCK	65339F101	3827	54410	SH	DEFINED

NEXTERA ENERGY INC COM*	COMMON STOCK	65339F101	731	10396	SH	OTHER
NIKE INC CLASS B *	COMMON STOCK	654106103	850	8961	SH	DEFINED
NIKE INC CLASS B *	COMMON STOCK	654106103	82	868	SH	OTHER
NOBLE ENERGY INC COM	COMMON STOCK	655044105	1664	17950	SH	DEFINED
NORDSTROM INC COM*	COMMON STOCK	655664100	7631	138301	SH	DEFINED
NORDSTROM INC COM*	COMMON STOCK	655664100	402	7290	SH	OTHER
NORFOLK SOUTHERN CORP COM*	COMMON STOCK	655844108	9562	150271	SH	DEFINED
NORFOLK SOUTHERN CORP COM*	COMMON STOCK	655844108	1453	22841	SH	OTHER
NORTHEAST UTILITIES COM	COMMON STOCK	664397106	201	5248	SH	DEFINED
NORTHERN TRUST CORP COM*	COMMON STOCK	665859104	124	2675	SH	DEFINED
NORTHERN TRUST CORP COM*	COMMON STOCK	665859104	274	5904	SH	OTHER
NORTHROP GRUMMAN CORP COM*	COMMON STOCK	666807102	250	3757	SH	DEFINED
NORTHROP GRUMMAN CORP COM*	COMMON STOCK	666807102	56	840	SH	OTHER
NUANCE COMMUNICATIONS INC COM	COMMON STOCK	67020Y100	892	35825	SH	DEFINED
NUCOR CORP COM*	COMMON STOCK	670346105	175	4583	SH	DEFINED
NUCOR CORP COM*	COMMON STOCK	670346105	47	1220	SH	OTHER
O'REILLY AUTOMOTIVE INC COM*	COMMON STOCK	67103H107	1452	17359	SH	DEFINED
O'REILLY AUTOMOTIVE INC COM*	COMMON STOCK	67103H107	78	927	SH	OTHER
OCCIDENTAL PETROLEUM CORP COM*	COMMON STOCK	674599105	16166	187840	SH	DEFINED
OCCIDENTAL PETROLEUM CORP COM*	COMMON STOCK	674599105	967	11236	SH	OTHER
OIL STATES INTL INC COM	COMMON STOCK	678026105	2543	32000	SH	DEFINED
ONEOK INC NEW COM	COMMON STOCK	682680103	454	9400	SH	DEFINED
ONEOK INC NEW COM	COMMON STOCK	682680103	10	200	SH	OTHER
ONYX PHARMACEUTICALS INC COM*	COMMON STOCK	683399109	765	9050	SH	DEFINED
ONYX PHARMACEUTICALS INC COM*	COMMON STOCK	683399109	21	250	SH	OTHER
ORACLE CORPORATION*	COMMON STOCK	68389X105	12292	390729	SH	DEFINED
ORACLE CORPORATION*	COMMON STOCK	68389X105	1913	60801	SH	OTHER
PACCAR INC COM*	COMMON STOCK	693718108	2337	58400	SH	DEFINED
PALL CORPORATION COM	COMMON STOCK	696429307	278	4380	SH	DEFINED
PANERA BREAD CO CL A COM*	COMMON STOCK	69840W108	7852	45947	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

PANERA BREAD CO CL A COM*	COMMON STOCK	69840W108	377	2207	SH	OTHER
PARAMETRIC TECHNOLOGY CORP COM	COMMON STOCK	699173209	3353	154000	SH	DEFINED
PAYCHEX INC COM*	COMMON STOCK	704326107	269	8092	SH	DEFINED
PAYCHEX INC COM*	COMMON STOCK	704326107	75	2249	SH	OTHER
PEPSICO INC COM*	COMMON STOCK	713448108	11301	159687	SH	DEFINED
PEPSICO INC COM*	COMMON STOCK	713448108	5896	83310	SH	OTHER
PERKINELMER INC COM	COMMON STOCK	714046109	327	11089	SH	DEFINED
PETSMART INC COM*	COMMON STOCK	716768106	657	9530	SH	DEFINED
PETSMART INC COM*	COMMON STOCK	716768106	26	380	SH	OTHER
PFIZER INC COM*	COMMON STOCK	717081103	6978	280796	SH	DEFINED
PFIZER INC COM*	COMMON STOCK	717081103	2068	83228	SH	OTHER
PHILIP MORRIS INT'L INC COM*	COMMON STOCK	718172109	34130	379478	SH	DEFINED
PHILIP MORRIS INT'L INC COM*	COMMON STOCK	718172109	5137	57118	SH	OTHER
PHILLIPS 66 COM*	COMMON STOCK	718546104	2020	43558	SH	DEFINED
PHILLIPS 66 COM*	COMMON STOCK	718546104	582	12558	SH	OTHER
PIONEER NATURAL RESOURCES CO C	COMMON STOCK	723787107	1682	16110	SH	DEFINED
PIONEER NATURAL RESOURCES CO C	COMMON STOCK	723787107	160	1530	SH	OTHER
PLUM CREEK TIMBER CO INC REIT	COMMON STOCK	729251108	256	5829	SH	DEFINED
PNC FINANCIAL SERVICES GROUP C	COMMON STOCK	693475105	15612	247418	SH	DEFINED
PNC FINANCIAL SERVICES GROUP C	COMMON STOCK	693475105	706	11189	SH	OTHER
POLARIS INDS INC COM	COMMON STOCK	731068102	600	7415	SH	DEFINED
POWERSHARES DWA TECHNICAL LEAD	COMMON STOCK	73935X153	488	17725	SH	OTHER
POWERSHARES DYNAMIC LG CAP VAL	COMMON STOCK	73935X708	2951	135117	SH	DEFINED
POWERSHARES DYNAMIC LG CAP VAL	COMMON STOCK	73935X708	12	550	SH	OTHER
POWERSHARES GLOBAL LISTED PRIV	COMMON STOCK	73935X195	128	13543	SH	DEFINED
POWERSHARES KBW HIGH DIVIDEND	COMMON STOCK	73936Q793	7408	303603	SH	DEFINED
POWERSHARES KBW HIGH DIVIDEND	COMMON STOCK	73936Q793	251	10303	SH	OTHER
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	9375	81636	SH	DEFINED
PPG INDUSTRIES INC COM *	COMMON STOCK	693506107	277	2413	SH	OTHER
PPL CORPORATION COM*	COMMON STOCK	69351T106	299	10276	SH	DEFINED
PPL CORPORATION COM*	COMMON STOCK	69351T106	86	2950	SH	OTHER
PRAXAIR INC COM*	COMMON STOCK	74005P104	7793	75023	SH	DEFINED
PRAXAIR INC COM*	COMMON STOCK	74005P104	474	4560	SH	OTHER
PRICE T ROWE GROUP INC COM	COMMON STOCK	74144T108	1794	28341	SH	DEFINED
PRICE T ROWE GROUP INC COM	COMMON STOCK	74144T108	127	2000	SH	OTHER
PRICELINE.COM INCORPORATED COM	COMMON STOCK	741503403	10213	16497	SH	DEFINED
PRICELINE.COM INCORPORATED COM	COMMON STOCK	741503403	282	456	SH	OTHER
PRIVATEBANCORP INCORPORATED CO	COMMON STOCK	742962103	1464	91530	SH	DEFINED
PROASSURANCE CORPORATION COM	COMMON STOCK	74267C106	817	9030	SH	DEFINED
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	10853	156470	SH	DEFINED
PROCTER & GAMBLE CO COM *	COMMON STOCK	742718109	3157	45513	SH	OTHER
PROSPERITY BANCSHARES INC COM	COMMON STOCK	743606105	751	17617	SH	DEFINED
PROSPERITY BANCSHARES INC COM	COMMON STOCK	743606105	85	2000	SH	OTHER
PRUDENTIAL FINANCIAL INC COM	COMMON STOCK	744320102	204	3745	SH	DEFINED
PSS WORLD MEDICAL INC COM	COMMON STOCK	69366A100	3531	155000	SH	DEFINED
PUBLIC SERVICE ENTERPRISE GROU	COMMON STOCK	744573106	32	1000	SH	DEFINED
PUBLIC SERVICE ENTERPRISE GROU	COMMON STOCK	744573106	206	6400	SH	OTHER
QEP RESOURCES INC COM	COMMON STOCK	74733V100	396	12500	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

QUALCOMM INC COM*	COMMON STOCK	747525103	22619	362080	SH	DEFINED
QUALCOMM INC COM*	COMMON STOCK	747525103	2268	36305	SH	OTHER
RACKSPACE HOSTING INC COM	COMMON STOCK	750086100	688	10405	SH	DEFINED
RACKSPACE HOSTING INC COM	COMMON STOCK	750086100	76	1155	SH	OTHER
RANGE RESOURCES CORPORATION CO	COMMON STOCK	75281A109	687	9838	SH	DEFINED
RAYTHEON CO NEW COM*	COMMON STOCK	755111507	6502	113759	SH	DEFINED
RAYTHEON CO NEW COM*	COMMON STOCK	755111507	529	9250	SH	OTHER
REPUBLIC SERVICES INC COM	COMMON STOCK	760759100	1915	69605	SH	DEFINED
ROCKWELL AUTOMATION INC COM *	COMMON STOCK	773903109	6551	94191	SH	DEFINED
ROCKWELL AUTOMATION INC COM *	COMMON STOCK	773903109	528	7587	SH	OTHER
ROCKWELL COLLINS INC COM	COMMON STOCK	774341101	225	4193	SH	DEFINED
ROPER INDS INC COM	COMMON STOCK	776696106	830	7553	SH	DEFINED
ROSS STORES INC COM	COMMON STOCK	778296103	517	8000	SH	OTHER
RUSH ENTERPRISES INC CLASS B C	COMMON STOCK	781846308	69007	4107574	SH	DEFINED
SANDISK CORP*	COMMON STOCK	80004C101	1188	27349	SH	DEFINED
SANDISK CORP*	COMMON STOCK	80004C101	934	21505	SH	OTHER
SCHEIN HENRY INC COM*	COMMON STOCK	806407102	491	6203	SH	DEFINED

SCOTTS MIRACLE-GRO COMPANY CL	COMMON STOCK	810186106	3521	81000	SH	DEFINED
SELECT SECTOR SPDR CONS STAPLE	COMMON STOCK	81369Y308	790	22049	SH	DEFINED
SELECT SECTOR SPDR FD - ENERGY	COMMON STOCK	81369Y506	531	7233	SH	DEFINED
SELECT SECTOR SPDR FD - ENERGY	COMMON STOCK	81369Y506	18	250	SH	OTHER
SELECT SECTOR SPDR FD - INDSTR	COMMON STOCK	81369Y704	289	7918	SH	DEFINED
SELECT SECTOR SPDR FD - TECH E	COMMON STOCK	81369Y803	1232	39958	SH	DEFINED
SELECT SECTOR SPDR FD - TECH E	COMMON STOCK	81369Y803	25	822	SH	OTHER
SELECT SECTOR SPDR FD HLTH CAR	COMMON STOCK	81369Y209	1286	32060	SH	DEFINED
SELECT SECTOR SPDR FD HLTH CAR	COMMON STOCK	81369Y209	49	1222	SH	OTHER
SHARPS COMPLIANCE CORP COM	COMMON STOCK	820017101	53	20000	SH	DEFINED
SIGMA-ALDRICH CORP COM	COMMON STOCK	826552101	230	3200	SH	OTHER
SIMON PROPERTY GROUP REIT NEW	COMMON STOCK	828806109	202	1331	SH	DEFINED
SIMON PROPERTY GROUP REIT NEW	COMMON STOCK	828806109	102	671	SH	OTHER
SOTHEBY'S	COMMON STOCK	835898107	3371	107000	SH	DEFINED
SOUTHERN CO COM	COMMON STOCK	842587107	1047	22721	SH	DEFINED
SOUTHERN CO COM	COMMON STOCK	842587107	632	13723	SH	OTHER
SOUTHERN COPPER CORP COM*	COMMON STOCK	84265V105	1995	58067	SH	DEFINED
SOUTHERN COPPER CORP COM*	COMMON STOCK	84265V105	41	1206	SH	OTHER
SOUTHWEST AIRLINES CO COM*	COMMON STOCK	844741108	3275	373459	SH	DEFINED
SOUTHWEST AIRLINES CO COM*	COMMON STOCK	844741108	959	109309	SH	OTHER
SOUTHWESTERN ENERGY CO COM*	COMMON STOCK	845467109	762	21900	SH	DEFINED
SPDR BARCLAYS CAPITAL HI YLD B	COMMON STOCK	78464A417	506	12579	SH	DEFINED
SPDR BARCLAYS CAPITAL HI YLD B	COMMON STOCK	78464A417	38	950	SH	OTHER
SPDR DOW JONES REIT ETF*	COMMON STOCK	78464A607	8521	118418	SH	DEFINED
SPDR DOW JONES REIT ETF*	COMMON STOCK	78464A607	1100	15291	SH	OTHER
SPDR GOLD TRUST ETF*	COMMON STOCK	78463V107	11016	64090	SH	DEFINED
SPDR GOLD TRUST ETF*	COMMON STOCK	78463V107	2268	13195	SH	OTHER
SPDR METALS & MINING ETF*	COMMON STOCK	78464A755	495	11379	SH	DEFINED
SPDR S&P 500 ETF TRUST *	COMMON STOCK	78462F103	5147	35749	SH	DEFINED
SPDR S&P 500 ETF TRUST *	COMMON STOCK	78462F103	5316	36925	SH	OTHER
SPECTRA ENERGY CORP COM*	COMMON STOCK	847560109	2961	100861	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

SPECTRA ENERGY CORP COM*	COMMON STOCK	847560109	380	12954	SH	OTHER
SPIRIT AEROSYSTEMS CL A COM	COMMON STOCK	848574109	3465	156000	SH	DEFINED
STANLEY BLACK & DECKER INC COM	COMMON STOCK	854502101	220	2885	SH	DEFINED
STANLEY BLACK & DECKER INC COM	COMMON STOCK	854502101	309	4056	SH	OTHER
STAPLES INC COM*	COMMON STOCK	855030102	10243	889178	SH	DEFINED
STAPLES INC COM*	COMMON STOCK	855030102	214	18577	SH	OTHER
STAR SCIENTIFIC INC COM	COMMON STOCK	85517P101	208	60000	SH	DEFINED
STARBUCKS CORP COM*	COMMON STOCK	855244109	17790	350822	SH	DEFINED
STARBUCKS CORP COM*	COMMON STOCK	855244109	1291	25463	SH	OTHER
STARWOOD HOTELS & RESORTS COM*	COMMON STOCK	85590A401	291	5013	SH	DEFINED
STARWOOD HOTELS & RESORTS COM*	COMMON STOCK	85590A401	96	1650	SH	OTHER
STILLWATER MINING CO COM	COMMON STOCK	86074Q102	247	20931	SH	DEFINED
STONE ENERGY CORP COM	COMMON STOCK	861642106	3544	141100	SH	DEFINED
STRYKER CORP COM *	COMMON STOCK	863667101	326	5858	SH	DEFINED
STRYKER CORP COM *	COMMON STOCK	863667101	38	674	SH	OTHER
SUNOCO INC COM	COMMON STOCK	86764P109	274	5850	SH	DEFINED
SUNTRUST BANKS INC COM	COMMON STOCK	867914103	548	19367	SH	DEFINED
SUSSER HOLDINGS CORP COM	COMMON STOCK	869233106	248	6870	SH	DEFINED
SYSCO CORP COM*	COMMON STOCK	871829107	412	13163	SH	DEFINED
SYSCO CORP COM*	COMMON STOCK	871829107	281	8987	SH	OTHER
TARGET CORP COM *	COMMON STOCK	87612E106	1117	17593	SH	DEFINED
TARGET CORP COM *	COMMON STOCK	87612E106	334	5260	SH	OTHER
TCF FINANCIAL CORP COM	COMMON STOCK	872275102	3689	309000	SH	DEFINED
TEAM INCORPORATED COM	COMMON STOCK	878155100	275	8640	SH	OTHER
TERADYNE INC COM	COMMON STOCK	880770102	3441	242000	SH	DEFINED
TEXAS CAPITAL BANCSHARES INC C	COMMON STOCK	88224Q107	424	8520	SH	DEFINED
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	913	33150	SH	DEFINED
TEXAS INSTRUMENTS INC COM *	COMMON STOCK	882508104	424	15395	SH	OTHER
TEXTRON INC COM *	COMMON STOCK	883203101	206	7883	SH	DEFINED
TEXTRON INC COM *	COMMON STOCK	883203101	128	4876	SH	OTHER
THE DOLAN COMPANY COM	COMMON STOCK	25659P402	75	14000	SH	DEFINED
THE HERSHEY COMPANY COM*	COMMON STOCK	427866108	560	7906	SH	DEFINED
THE HERSHEY COMPANY COM*	COMMON STOCK	427866108	18	250	SH	OTHER
THERMO FISHER SCIENTIFIC INC C	COMMON STOCK	883556102	3085	52443	SH	DEFINED
TIBCO SOFTWARE INC COM	COMMON STOCK	88632Q103	621	20553	SH	DEFINED
TIDEWATER INC COM*	COMMON STOCK	886423102	844	17388	SH	DEFINED
TIDEWATER INC COM*	COMMON STOCK	886423102	18	362	SH	OTHER
TIFFANY & CO NEW COM	COMMON STOCK	886547108	268	4330	SH	DEFINED
TIME WARNER CABLE INC COM*	COMMON STOCK	88732J207	31322	329499	SH	DEFINED
TIME WARNER CABLE INC COM*	COMMON STOCK	88732J207	1446	15210	SH	OTHER
TIME WARNER INC COM NEW*	COMMON STOCK	887317303	592	13052	SH	DEFINED
TIME WARNER INC COM NEW*	COMMON STOCK	887317303	166	3668	SH	OTHER
TOTAL SYS SVCS INC COM	COMMON STOCK	891906109	470	19851	SH	DEFINED
TRACTOR SUPPLY CO COM	COMMON STOCK	892356106	1067	10792	SH	DEFINED
TRAVELERS COMPANIES INC COM *	COMMON STOCK	89417E109	1688	24734	SH	DEFINED
TRAVELERS COMPANIES INC COM *	COMMON STOCK	89417E109	290	4243	SH	OTHER
TREEHOUSE FOODS INC COM	COMMON STOCK	89469A104	3675	70000	SH	DEFINED
TRIMBLE NAV LTD COM	COMMON STOCK	896239100	653	13705	SH	DEFINED
ULTA SALON COSMETICS & FRAG CO	COMMON STOCK	90384S303	9517	98821	SH	DEFINED
ULTA SALON COSMETICS & FRAG CO	COMMON STOCK	90384S303	286	2970	SH	OTHER
ULTRASHORT S&P 500 PROSHARES E	COMMON STOCK	74347R883	266	19500	SH	DEFINED
UMPQUA HOLDINGS CORP COM	COMMON STOCK	904214103	3367	261000	SH	DEFINED
UNION PACIFIC CORP COM*	COMMON STOCK	907818108	22143	186546	SH	DEFINED
UNION PACIFIC CORP COM*	COMMON STOCK	907818108	2420	20384	SH	OTHER
UNITED PARCEL SERVICE CLASS B*	COMMON STOCK	911312106	273	3815	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

UNITED PARCEL SERVICE CLASS B*	COMMON STOCK	911312106	313	4371	SH	OTHER
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	4452	56864	SH	DEFINED
UNITED TECHNOLOGIES CORP COM*	COMMON STOCK	913017109	881	11250	SH	OTHER
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	557	10057	SH	DEFINED
UNITEDHEALTH GROUP INC COM*	COMMON STOCK	91324P102	141	2539	SH	OTHER
US BANCORP DEL NEW COM*	COMMON STOCK	902973304	1087	31703	SH	DEFINED
US BANCORP DEL NEW COM*	COMMON STOCK	902973304	184	5360	SH	OTHER
UTILITIES SELECT SECTOR SPDR F	COMMON STOCK	81369Y886	3512	96513	SH	DEFINED

UTILITIES SELECT SECTOR SPDR F	COMMON STOCK	81369Y886	194	5319	SH	OTHER
VALASSIS COMMUNICATIONS INC CO	COMMON STOCK	918866104	1284	51990	SH	DEFINED
VALERO ENERGY CORP NEW COM*	COMMON STOCK	91913Y100	3345	105582	SH	DEFINED
VALERO ENERGY CORP NEW COM*	COMMON STOCK	91913Y100	66	2071	SH	OTHER
VALMONT INDS INC COM	COMMON STOCK	920253101	519	3950	SH	DEFINED
VANGUARD DIVIDEND APPRECIATION	COMMON STOCK	921908844	212	3547	SH	DEFINED
VANGUARD FTSE ALL WORLD EX-US	COMMON STOCK	922042775	254	5913	SH	DEFINED
VANGUARD FTSE ALL WORLD EX-US	COMMON STOCK	922042775	696	16200	SH	OTHER
VANGUARD GROWTH ETF*	COMMON STOCK	922908736	663	9160	SH	DEFINED
VANGUARD GROWTH ETF*	COMMON STOCK	922908736	118	1628	SH	OTHER
VANGUARD INTERMEDIATE-TERM BON	COMMON STOCK	921937819	144	1600	SH	DEFINED
VANGUARD INTERMEDIATE-TERM BON	COMMON STOCK	921937819	94	1040	SH	OTHER
VANGUARD LARGE CAP ETF*	COMMON STOCK	922908637	1757	26751	SH	DEFINED
VANGUARD MEGA CAP 300 ETF*	COMMON STOCK	921910873	302	6092	SH	DEFINED
VANGUARD MID CAP ETF*	COMMON STOCK	922908629	176	2169	SH	DEFINED
VANGUARD MID CAP ETF*	COMMON STOCK	922908629	116	1427	SH	OTHER
VANGUARD MSCI EMERGING MARKETS	COMMON STOCK	922042858	988	23686	SH	DEFINED
VANGUARD MSCI EMERGING MARKETS	COMMON STOCK	922042858	53	1272	SH	OTHER
VANGUARD REIT ETF	COMMON STOCK	922908553	204	3139	SH	DEFINED
VANGUARD SHORT-TERM BOND ETF*	COMMON STOCK	921937827	1648	20237	SH	DEFINED
VANGUARD SHORT-TERM BOND ETF*	COMMON STOCK	921937827	65	800	SH	OTHER
VANGUARD SMALL CAP GROWTH ETF*	COMMON STOCK	922908595	11175	126640	SH	DEFINED
VANGUARD SMALL CAP GROWTH ETF*	COMMON STOCK	922908595	1709	19370	SH	OTHER
VANGUARD SMALL-CAP ETF*	COMMON STOCK	922908751	1023	12764	SH	DEFINED
VANGUARD SMALL-CAP ETF*	COMMON STOCK	922908751	320	3999	SH	OTHER
VARIAN MEDICAL SYSTEMS INC COM	COMMON STOCK	92220P105	6623	109791	SH	DEFINED
VARIAN MEDICAL SYSTEMS INC COM	COMMON STOCK	92220P105	1020	16909	SH	OTHER
VERIZON COMMUNICATIONS COM*	COMMON STOCK	92343V104	6061	133012	SH	DEFINED
VERIZON COMMUNICATIONS COM*	COMMON STOCK	92343V104	2570	56401	SH	OTHER
VIACOM INC CL B	COMMON STOCK	92553P201	1046	19515	SH	DEFINED
VISA INC CL A COM*	COMMON STOCK	92826C839	14168	105512	SH	DEFINED
VISA INC CL A COM*	COMMON STOCK	92826C839	2526	18808	SH	OTHER

VMWARE INC COM*	COMMON STOCK	928563402	7063	73010	SH	DEFINED
VMWARE INC COM*	COMMON STOCK	928563402	246	2538	SH	OTHER
WABTEC CORP COM	COMMON STOCK	929740108	464	5775	SH	DEFINED
WAL MART STORES INC COM*	COMMON STOCK	931142103	13351	180907	SH	DEFINED
WAL MART STORES INC COM*	COMMON STOCK	931142103	2174	29458	SH	OTHER
WALGREEN CO COM*	COMMON STOCK	931422109	2024	55541	SH	DEFINED
WALGREEN CO COM*	COMMON STOCK	931422109	915	25119	SH	OTHER
WARNACO GROUP INC COM	COMMON STOCK	934390402	3581	69000	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

WASTE MANAGEMENT DEL INC COM*	COMMON STOCK	94106L109	359	11181	SH	DEFINED
WASTE MANAGEMENT DEL INC COM*	COMMON STOCK	94106L109	85	2652	SH	OTHER
WELLS FARGO & CO NEW COM*	COMMON STOCK	949746101	14383	416545	SH	DEFINED
WELLS FARGO & CO NEW COM*	COMMON STOCK	949746101	1421	41158	SH	OTHER
WENDYS CO (THE) COM	COMMON STOCK	95058W100	3502	774000	SH	DEFINED
WESCO INTL INC COM	COMMON STOCK	95082P105	1431	25022	SH	DEFINED
WESTERN UNION CO COM*	COMMON STOCK	959802109	22043	1209826	SH	DEFINED
WESTERN UNION CO COM*	COMMON STOCK	959802109	379	20815	SH	OTHER
WEYERHAEUSER CO COM	COMMON STOCK	962166104	617	23614	SH	DEFINED
WEYERHAEUSER CO COM	COMMON STOCK	962166104	40	1544	SH	OTHER
WHIRLPOOL CORP COM	COMMON STOCK	963320106	549	6625	SH	DEFINED
WILLIAMS COS COM	COMMON STOCK	969457100	231	6594	SH	DEFINED
WINDSTREAM CORPORATION COM*	COMMON STOCK	97381W104	267	26497	SH	DEFINED
WINDSTREAM CORPORATION COM*	COMMON STOCK	97381W104	121	11971	SH	OTHER
WISCONSIN ENERGY CORP COM	COMMON STOCK	976657106	234	6204	SH	DEFINED
WMS INDUSTRIES INCORPORATED CO	COMMON STOCK	929297109	2637	161000	SH	DEFINED
YUM! BRANDS INC COM*	COMMON STOCK	988498101	19827	298866	SH	DEFINED
YUM! BRANDS INC COM*	COMMON STOCK	988498101	1535	23145	SH	OTHER
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	189	2788	SH	DEFINED
ZIMMER HLDGS INC*	COMMON STOCK	98956P102	98	1447	SH	OTHER
ZIONS BANCORPORATION COM	COMMON STOCK	989701107	201	9725	SH	DEFINED
3M CO COM*	COMMON STOCK	88579Y101	3839	41540	SH	DEFINED
3M CO COM*	COMMON STOCK	88579Y101	1964	21251	SH	OTHER

DNP SELECT INCOME RTS	12 COMMON STOCK	23325P112	1	15204	SH	DEFINED
ACCENTURE PLC CLASS A*	COMMON STOCK	G1151C101	11190	159789	SH	DEFINED
ACCENTURE PLC CLASS A*	COMMON STOCK	G1151C101	469	6697	SH	OTHER
ACE LTD	COMMON STOCK	H0023R105	204	2702	SH	DEFINED
AERCAP HOLDINGS NV	COMMON STOCK	N00985106	3450	276000	SH	DEFINED
AMDOCS LIMITED	COMMON STOCK	G02602103	841	25495	SH	DEFINED
ASPEN INS HOLDINGS LTD	COMMON STOCK	G05384105	3659	120000	SH	DEFINED
BAIDU INC SPONS ADR*	COMMON STOCK	056752108	9379	80239	SH	DEFINED
BAIDU INC SPONS ADR*	COMMON STOCK	056752108	249	2127	SH	OTHER
BARCLAYS PLC SPONSORED ADR*	COMMON STOCK	06738E204	3392	244533	SH	DEFINED
BARRICK GOLD CORP COM *	COMMON STOCK	067901108	1802	43158	SH	DEFINED
BARRICK GOLD CORP COM *	COMMON STOCK	067901108	48	1150	SH	OTHER
BCE INC COM*	COMMON STOCK	05534B760	11901	270856	SH	DEFINED
BCE INC COM*	COMMON STOCK	05534B760	1136	25864	SH	OTHER
BHP BILLITON LTD-SPON ADR*	COMMON STOCK	088606108	16902	246345	SH	DEFINED
BHP BILLITON LTD-SPON ADR*	COMMON STOCK	088606108	943	13743	SH	OTHER
BP PLC SPONSORED ADR*	COMMON STOCK	055622104	10227	241421	SH	DEFINED
BP PLC SPONSORED ADR*	COMMON STOCK	055622104	1140	26902	SH	OTHER
CANADIAN NATIONAL RAILWAY CO C	COMMON STOCK	136375102	388	4400	SH	DEFINED
CANADIAN NATIONAL RAILWAY CO C	COMMON STOCK	136375102	256	2900	SH	OTHER
CANADIAN PACIFIC RAILWAY LTD C	COMMON STOCK	13645T100	66	800	SH	DEFINED
CANADIAN PACIFIC RAILWAY LTD C	COMMON STOCK	13645T100	259	3130	SH	OTHER
CENOVUS ENERGY INC COM*	COMMON STOCK	15135U109	1382	39647	SH	DEFINED
CENOVUS ENERGY INC COM*	COMMON STOCK	15135U109	45	1289	SH	OTHER
CHECK POINT SOFTWARE TECHNOLOG	COMMON STOCK	M22465104	2929	60819	SH	DEFINED
CHICAGO BRIDGE & IRON CO NV SH	COMMON STOCK	167250109	545	14298	SH	DEFINED
CORE LABORATORIES N. V. COM	COMMON STOCK	N22717107	207	1700	SH	DEFINED
COVIDIEN PLC*	COMMON STOCK	G2554F113	25099	422399	SH	DEFINED
COVIDIEN PLC*	COMMON STOCK	G2554F113	1230	20693	SH	OTHER
DIAGEO PLC SPONSORED ADR*	COMMON STOCK	25243Q205	344	3051	SH	DEFINED
DIAGEO PLC SPONSORED ADR*	COMMON STOCK	25243Q205	127	1123	SH	OTHER
ECOPETROL SA SPONS ADR*	COMMON STOCK	279158109	463	7859	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

ECOPETROL SA SPONS ADR*	COMMON STOCK	279158109	88	1498	SH	OTHER
ELDORADO GOLD CORPORATION	COMMON STOCK	284902103	206	13500	SH	DEFINED
EMBRAER SA ADR*	COMMON STOCK	29082A107	1871	70300	SH	DEFINED
ENSCO PLC CL A*	COMMON STOCK	G3157S106	13401	245617	SH	DEFINED
ENSCO PLC CL A*	COMMON STOCK	G3157S106	309	5658	SH	OTHER
ERICSSON AMERICAN DEPOSITARY S	COMMON STOCK	294821608	10124	1110089	SH	DEFINED
ERICSSON AMERICAN DEPOSITARY S	COMMON STOCK	294821608	496	54389	SH	OTHER
GARMIN LTD	COMMON STOCK	H2906T109	252	6043	SH	DEFINED
GARMIN LTD	COMMON STOCK	H2906T109	67	1600	SH	OTHER
GOLDCORP INC COM NEW*	COMMON STOCK	380956409	1348	29402	SH	DEFINED
GOLDCORP INC COM NEW*	COMMON STOCK	380956409	237	5168	SH	OTHER
HONDA MOTOR CO LTD SPONSORED A	COMMON STOCK	438128308	1383	44750	SH	DEFINED
HSBC HOLDINGS PLC SPON ADR NEW	COMMON STOCK	404280406	1719	37004	SH	DEFINED
HSBC HOLDINGS PLC SPON ADR NEW	COMMON STOCK	404280406	66	1415	SH	OTHER
INGERSOLL-RAND PLC*	COMMON STOCK	G47791101	1859	41481	SH	DEFINED
INGERSOLL-RAND PLC*	COMMON STOCK	G47791101	17	372	SH	OTHER
INVESCO LTD*	COMMON STOCK	G491BT108	7194	287869	SH	DEFINED
INVESCO LTD*	COMMON STOCK	G491BT108	402	16087	SH	OTHER
ITAU UNIBANCO HOLDING S.A.	COMMON STOCK	465562106	2443	159900	SH	DEFINED
IVANHOE ENERGY INC COM	COMMON STOCK	465790103	5	10000	SH	DEFINED
KOSMOS ENERGY LLC	COMMON STOCK	G5315B107	456	40000	SH	DEFINED
LAZARD LTD CL A COM*	COMMON STOCK	G54050102	8427	288291	SH	DEFINED
LAZARD LTD CL A COM*	COMMON STOCK	G54050102	433	14820	SH	OTHER
MICHAEL KORS HLDGS LTD*	COMMON STOCK	G60754101	8742	164381	SH	DEFINED
MICHAEL KORS HLDGS LTD*	COMMON STOCK	G60754101	188	3543	SH	OTHER
NIPPON TELEG & TEL CORP SPONS	COMMON STOCK	654624105	10233	431579	SH	DEFINED
NIPPON TELEG & TEL CORP SPONS	COMMON STOCK	654624105	3	130	SH	OTHER
NOBLE CORPORATION COM	COMMON STOCK	H5833N103	2128	59475	SH	DEFINED
NOKIA CORP SPONSORED ADR*	COMMON STOCK	654902204	45	17602	SH	DEFINED
NOKIA CORP SPONSORED ADR*	COMMON STOCK	654902204	23	8895	SH	OTHER
NOVARTIS AG ADR*	COMMON STOCK	66987V109	17987	293615	SH	DEFINED
NOVARTIS AG ADR*	COMMON STOCK	66987V109	984	16069	SH	OTHER
PENN WEST PETROLEUM LTD*	COMMON STOCK	707887105	382	26845	SH	DEFINED
PENN WEST PETROLEUM LTD*	COMMON STOCK	707887105	8	575	SH	OTHER
PETROLEO BRASILEIRO SA PETRO A	COMMON STOCK	71654V408	2202	96004	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO A	COMMON STOCK	71654V408	194	8472	SH	OTHER
POTASH CORP SASK INC COM*	COMMON STOCK	73755L107	15567	358517	SH	DEFINED
POTASH CORP SASK INC COM*	COMMON STOCK	73755L107	1378	31740	SH	OTHER
RIO TINTO PLC SPON ADR*	COMMON STOCK	767204100	4359	93220	SH	DEFINED
ROGERS COMMUNICATIONS INC CL B	COMMON STOCK	775109200	342	8475	SH	DEFINED
ROGERS COMMUNICATIONS INC CL B	COMMON STOCK	775109200	97	2400	SH	OTHER
ROWAN COMPANIES PLC	COMMON STOCK	G7665A101	366	10850	SH	DEFINED
ROYAL DUTCH SHELL PLC ADR CL A	COMMON STOCK	780259206	2902	41815	SH	DEFINED
ROYAL DUTCH SHELL PLC ADR CL A	COMMON STOCK	780259206	1297	18682	SH	OTHER
ROYAL DUTCH SHELL PLC ADR CL B	COMMON STOCK	780259107	421	5906	SH	DEFINED
SANOFI SPONSORED ADR*	COMMON STOCK	80105N105	213	4956	SH	DEFINED
SANOFI SPONSORED ADR*	COMMON STOCK	80105N105	113	2616	SH	OTHER
SAP AG SPONSORED ADR*	COMMON STOCK	803054204	8207	115063	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

SAP AG SPONSORED ADR*	COMMON STOCK	803054204	490	6864	SH	OTHER
SCHLUMBERGER LIMITED COM*	COMMON STOCK	806857108	52390	724316	SH	DEFINED
SCHLUMBERGER LIMITED COM*	COMMON STOCK	806857108	3622	50070	SH	OTHER
SEADRILL LTD*	COMMON STOCK	G7945E105	14812	377657	SH	DEFINED
SEADRILL LTD*	COMMON STOCK	G7945E105	1036	26423	SH	OTHER
SIEMENS A G SPONSORED ADR*	COMMON STOCK	826197501	9277	92636	SH	DEFINED
SIEMENS A G SPONSORED ADR*	COMMON STOCK	826197501	23	230	SH	OTHER
SILVER WHEATON CORPORATION	COMMON STOCK	828336107	596	15000	SH	DEFINED
STATOIL ASA - SPONSORED ADR*	COMMON STOCK	85771P102	374	14508	SH	DEFINED
STATOIL ASA - SPONSORED ADR*	COMMON STOCK	85771P102	52	2006	SH	OTHER
SUNCOR ENERGY INC*	COMMON STOCK	867224107	3249	98896	SH	DEFINED
SUNCOR ENERGY INC*	COMMON STOCK	867224107	438	13329	SH	OTHER
SYNGENTA AG ADR*	COMMON STOCK	87160A100	742	9915	SH	DEFINED
SYNGENTA AG ADR*	COMMON STOCK	87160A100	73	971	SH	OTHER
TALISMAN ENERGY INC COM	COMMON STOCK	87425E103	333	25000	SH	DEFINED

TEVA PHARMACEUTICAL INDS LTD A	COMMON STOCK	881624209	28993	700137	SH	DEFINED
TEVA PHARMACEUTICAL INDS LTD A	COMMON STOCK	881624209	667	16118	SH	OTHER
TORONTO-DOMINION BANK (THE)	COMMON STOCK	891160509	234	2808	SH	DEFINED
TOTAL S.A. SPONSORED ADR*	COMMON STOCK	89151E109	12776	255009	SH	DEFINED
TOTAL S.A. SPONSORED ADR*	COMMON STOCK	89151E109	620	12370	SH	OTHER
TRANSOCEAN LTD*	COMMON STOCK	H8817H100	2133	47509	SH	DEFINED
TRANSOCEAN LTD*	COMMON STOCK	H8817H100	61	1349	SH	OTHER
ULTRA PETROLEUM CORP*	COMMON STOCK	903914109	104	4752	SH	DEFINED
ULTRA PETROLEUM CORP*	COMMON STOCK	903914109	678	30835	SH	OTHER
UNILEVER PLC SPONSORED ADR	COMMON STOCK	904767704	287	7863	SH	DEFINED
UNILEVER PLC SPONSORED ADR	COMMON STOCK	904767704	18	500	SH	OTHER
VALE SA SP ADR*	COMMON STOCK	91912E105	217	12103	SH	DEFINED
VALE SA SP ADR*	COMMON STOCK	91912E105	9	525	SH	OTHER
VODAFONE GROUP PLC SPON ADR*	COMMON STOCK	92857W209	23645	829665	SH	DEFINED
VODAFONE GROUP PLC SPON ADR*	COMMON STOCK	92857W209	1779	62416	SH	OTHER
WEATHERFORD INTERNATIONAL LTD	COMMON STOCK	H27013103	113	8941	SH	DEFINED
WEATHERFORD INTERNATIONAL LTD	COMMON STOCK	H27013103	25	1950	SH	OTHER
XL GROUP PLC	COMMON STOCK	G98290102	5393	224425	SH	DEFINED
XL GROUP PLC	COMMON STOCK	G98290102	46	1913	SH	OTHER
YAMANA GOLD INCORPORATED	COMMON STOCK	98462Y100	1242	65000	SH	DEFINED
YANDEX NV CL A	COMMON STOCK	N97284108	1700	70400	SH	DEFINED
BLACKROCK INTL GROWTH & INCOME	OTHER	092524107	99	13545	SH	DEFINED
DNP SELECT INCOME FD INC%	OTHER	23325P104	107	10848	SH	DEFINED
DNP SELECT INCOME FD INC%	OTHER	23325P104	53	5348	SH	OTHER
DOW 30 ENHANCED PREMIUM & INCO	OTHER	260537105	195	17500	SH	DEFINED
MORGAN STANLEY INDIA INVESTMEN	OTHER	61745C105	227	13000	SH	DEFINED
ABERDEEN ASIA-PACIFIC INCOME F	OTHER	003009107	78	10000	SH	DEFINED
EATON VANCE SENIOR FLOATING RA	OTHER	27828Q105	303	18271	SH	DEFINED
INVESCO VAN KAMPEN SR INCOME T	OTHER	46131H107	50	10000	SH	DEFINED
NUVEEN MUNICIPAL VALUE FUND	OTHER	670928100	104	10000	SH	DEFINED
NUVEEN PREM INC MUN OPPTY FD I	OTHER	6706D8104	134	8715	SH	DEFINED

NUVEEN PREM INC MUN OPPTY FD I	OTHER	6706D8104	40	2600	SH	OTHER
NUVEEN PREMIER MUN OPPTY FUND	OTHER	670987106	165	10333	SH	DEFINED

Edgar Filing: CULLEN/FROST BANKERS, INC. - Form 13F-HR

NUVEEN PREMIUM INCOME MUNICIPAL	OTHER	6706K4105	240	16210	SH	DEFINED
NUVEEN PREMIUM INCOME MUNICIPAL	OTHER	6706K4105	27	1825	SH	OTHER
BP PRUDHOE BAY ROYALTY TRUST	OTHER	055630107	601	6405	SH	DEFINED
CEDAR FAIR L P	OTHER	150185106	185	5533	SH	DEFINED
CEDAR FAIR L P	OTHER	150185106	35	1050	SH	OTHER
ENBRIDGE ENERGY PARTNERS L P	OTHER	29250R106	538	18290	SH	DEFINED
ENBRIDGE ENERGY PARTNERS L P	OTHER	29250R106	15	500	SH	OTHER
ENERGY TRANSFER EQUITY LP	OTHER	29273V100	673	14893	SH	DEFINED
ENERGY TRANSFER EQUITY LP	OTHER	29273V100	45	1000	SH	OTHER
ENERGY TRANSFER PARTNERS LP*	OTHER	29273R109	2282	53595	SH	DEFINED
ENERGY TRANSFER PARTNERS LP*	OTHER	29273R109	1141	26796	SH	OTHER
ENTERPRISE PRODUCTS PARTNERS L	OTHER	293792107	1792	33442	SH	DEFINED
ENTERPRISE PRODUCTS PARTNERS L	OTHER	293792107	54	1000	SH	OTHER
HOLLY ENERGY PARTNERS L P	OTHER	435763107	797	12000	SH	DEFINED
HOLLY ENERGY PARTNERS L P	OTHER	435763107	28	420	SH	OTHER
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	6633	80398	SH	DEFINED
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	1787	21664	SH	OTHER
KINDER MORGAN MANAGEMENT LLC	OTHER	49455U100	1181	15457	SH	DEFINED
MAGELLAN MIDSTREAM PARTNERS LP	OTHER	559080106	563	6433	SH	DEFINED
MAGELLAN MIDSTREAM PARTNERS LP	OTHER	559080106	26	300	SH	OTHER
MARINE PETROLEUM ROYALTY TRUST	OTHER	568423107	675	31000	SH	OTHER
NUSTAR ENERGY LP UNIT	OTHER	67058H102	342	6713	SH	DEFINED
NUSTAR ENERGY LP UNIT	OTHER	67058H102	2	48	SH	OTHER
ONEOK PARTNERS L P UNIT	OTHER	68268N103	179	3000	SH	DEFINED
ONEOK PARTNERS L P UNIT	OTHER	68268N103	57	950	SH	OTHER
PERMIAN BASIN ROYALTY TRUST	OTHER	714236106	238	15535	SH	DEFINED
PLAINS ALL AMERICAN PIPELINE L	OTHER	726503105	7318	82972	SH	DEFINED
PLAINS ALL AMERICAN PIPELINE L	OTHER	726503105	2122	24064	SH	OTHER
SABINE ROYALTY TRUST UNITS BEN	OTHER	785688102	1588	30754	SH	DEFINED
SABINE ROYALTY TRUST UNITS BEN	OTHER	785688102	56	1081	SH	OTHER
SAN JUAN BASIN RTY TR UNIT BEN	OTHER	798241105	255	17979	SH	DEFINED
SAN JUAN BASIN RTY TR UNIT BEN	OTHER	798241105	44	3090	SH	OTHER
WESTERN GAS PARTNERS LP	OTHER	958254104	890	17647	SH	DEFINED