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WINTRUST FINANCIAL CORP

Form 13F-HR

November 09, 2005

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, 2005

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
727 NORTH BANK LANE
LAKE FOREST, IL 60045

13F file number: 028-10582

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 9, 2005
Report Type (Check only one.):

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

List of other Managers Reporting for this Manager: Wayne Hummer Asset Mgmt Co.
Wayne Hummer Trust Company

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 473

Form 13F Information Table Value Total: \$930,292,000
List of Other Included Managers: Wayne Hummer Asset Mgmt Co.
Wayne Hummer Trust Company

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE					
			VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
3M CO	com	88579Y101	2193	29895	SH	SOLE		
			3402	46380	SH	DEFINED	01	
			29	400	SH	OTHER	01	
ABBOTT LABORATORIES	com	002824100	3063	72239	SH	SOLE		
			2999	70737	SH	DEFINED	01	
			93	2200	SH	OTHER	01	
ACTIVISION INC NEW	com	004930202	382	18669	SH	DEFINED	01	
ADOBE SYSTEMS	com	00724F101	1052	35243	SH	SOLE		
			2483	83175	SH	DEFINED	01	
			24	800	SH	OTHER	01	
AETNA	com	00817Y108	233	2700	SH	SOLE		
			146	1700	SH	DEFINED	01	
AFLAC	com	001055102	1156	25527	SH	SOLE		
			2788	61553	SH	DEFINED	01	
			14	300	SH	OTHER	01	
ALBERTO CULVER CO CL B CONV	com	013068101	760	16979	SH	DEFINED	01	
ALCOA INC.	com	013817101	226	9244	SH	SOLE		
			5	200	SH	DEFINED		
ALLSTATE CORP.	com	020002101	296	5362	SH	DEFINED	01	
ALLTEL	com	020039103	1413	21695	SH	SOLE		
			3445	52911	SH	DEFINED	01	
			317	4294	SH	SOLE		
ALTRIA GROUP INC F/K/A PHILLIP	com	02209S103	910	12346	SH	DEFINED	01	
			1405	19500	SH	SOLE		
AMBAC FINANCIAL GROUP	com	023139108	1161	16115	SH	DEFINED	01	
			11	150	SH	OTHER	01	
			247	10900	SH	DEFINED		
AMEGY BANCORPORATION INC	com	02343R102	1862	32414	SH	SOLE		
AMERICAN EXPRESS	com	025816109	1986	34572	SH	DEFINED	01	
			11	200	SH	OTHER	01	
			3468	55969	SH	SOLE		
AMERICAN INTERNATIONAL GROUP I	com	026874107	3273	52820	SH	DEFINED	01	
			25	400	SH	OTHER	01	
			10	300	SH	SOLE		
AMERIGAS PARTNERS LP	com	030975106	224	6950	SH	DEFINED		
AMGEN INC	com	031162100	4092	51364	SH	SOLE		
			4166	52295	SH	DEFINED	01	
			32	400	SH	OTHER	01	
ANADARKO PETROLEUM CORP	com	032511107	488	5100	SH	SOLE		
			2743	28648	SH	DEFINED	01	
			10	100	SH	OTHER	01	
ANALOG DEVICES	com	032654105	285	7680	SH	SOLE		
ANHEUSER BUSCH	com	035229103	343	7980	SH	DEFINED	01	
APACHE	com	037411105	4100	54508	SH	SOLE		
			3590	47730	SH	DEFINED	01	
			724	42700	SH	SOLE		
APPLIED MATERIALS	com	038222105	13368	788215	SH	DEFINED	01	
AUTOMATIC DATA PROCESSING	com	053015103	226	5250	SH	SOLE		
			518	12025	SH	DEFINED	01	
AVERY DENNISON	com	053611109	1338	25530	SH	SOLE		
			12671	241857	SH	DEFINED	01	
BALL CORP	com	058498106	647	17600	SH	DEFINED	01	
BANK OF AMERICA	com	060505104	474	11264	SH	SOLE		

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			819	19450	SH	DEFINED	01
BARD (C.R.) INC	com	067383109	402	6090	SH	DEFINED	01
BAXTER INTERNATIONAL INC	com	071813109	216	5410	SH	SOLE	
			346	8687	SH	DEFINED	01
BELLSOUTH	com	079860102	358	13629	SH	SOLE	
			495	18821	SH	DEFINED	01
BERKSHIRE HATHAWAY INC CL B	com	084670207	1333	488	SH	SOLE	
			655	240	SH	DEFINED	01
BIOMET	com	090613100	670	19310	SH	SOLE	
			9521	274295	SH	DEFINED	01
			10	300	SH	OTHER	01
BJ SERVICES COMPANY	com	055482103	903	25085	SH	SOLE	
			16846	468084	SH	DEFINED	01
BORDERS GROUP INC	com	099709107	481	21695	SH	SOLE	
			10024	452137	SH	DEFINED	01
			13	600	SH	OTHER	01
BP PLC	com	055622104	2563	36168	SH	SOLE	
			3784	53404	SH	DEFINED	01
			135	1900	SH	OTHER	01
BRISTOL MYERS SQUIBB	com	110122108	817	33966	SH	SOLE	
			604	25085	SH	DEFINED	01
			19	800	SH	OTHER	01
BURLINGTON RESOURCES	com	122014103	364	4478	SH	SOLE	
			289	3560	SH	DEFINED	01
CAPITAL ONE FINANCIAL	com	14040H105	811	10200	SH	SOLE	
			11364	142913	SH	DEFINED	01
CARBO CERAMICS INC	com	140781105	678	10273	SH	SOLE	
			3314	50224	SH	DEFINED	01
CARDINAL COMMUNICATIONS INC	com	14148p108	2	57000	SH	SOLE	
CARDINAL HEALTH	com	14149Y108	393	6200	SH	SOLE	
			8622	135913	SH	DEFINED	01
CAREMARK RX INC.	com	141705103	379	7600	SH	SOLE	
			44	880	SH	DEFINED	01
CATERPILLAR TRACTOR CO	com	149123101	355	6040	SH	SOLE	
			167	2850	SH	DEFINED	01
CENTURYTEL	com	156700106	613	17517	SH	SOLE	
			1635	46733	SH	DEFINED	01
CHARLES SCHWAB CORP NEW	com	808513105	152	10550	SH	DEFINED	01
CHEVRONTEXACO	com	166764100	2719	41998	SH	SOLE	
			2356	36395	SH	DEFINED	01
			26	400	SH	OTHER	01
CINCINNATI FINANCIAL CORP	com	172062101	1740	41536	SH	SOLE	
			7976	190415	SH	DEFINED	01
CINTAS	com	172908105	969	23595	SH	SOLE	
			12179	296687	SH	DEFINED	01
CISCO SYSTEMS	com	17275R102	2334	130248	SH	SOLE	
			3465	193385	SH	DEFINED	01
			11	600	SH	OTHER	01
CITIGROUP	com	172967101	5790	127187	SH	SOLE	
			5711	125470	SH	DEFINED	01
			5	100	SH	OTHER	01
CLEAR CHANNEL COMMUNICATIONS	com	184502102	414	12600	SH	SOLE	
			12	375	SH	DEFINED	01
CLOROX	com	189054109	763	13745	SH	SOLE	
			8145	146647	SH	DEFINED	01
COCA COLA	com	191216100	121	2803	SH	SOLE	
			1116	25836	SH	DEFINED	01
			22	500	SH	OTHER	01
COLGATE PALMOLIVE	com	194162103	645	12210	SH	SOLE	
			2628	49777	SH	DEFINED	01
COMCAST CORP NEW CL A	com	20030N101	1201	40887	SH	SOLE	
			72	2453	SH	DEFINED	01

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CONOCOPHILLIPS	com	20825C104	3364	48115	SH	SOLE
			4793	68553	SH	DEFINED 01
CONSTELLATION ENERGY GROUP INC	com	210371100	203	3300	SH	SOLE
			187	3035	SH	DEFINED 01
COOPER COMPANIES INC	com	216648402	1630	21275	SH	SOLE
			18351	239535	SH	DEFINED 01
CORUS BANKSHARES INC	com	220873103	461	8400	SH	SOLE
COVANCE INC	com	222816100	434	9035	SH	SOLE
			2546	53050	SH	DEFINED 01
CVS	com	126650100	406	14000	SH	SOLE
			11313	389980	SH	DEFINED 01
DATASCOPE CORP.	com	238113104	931	30000	SH	DEFINED 01
DELL INC	com	24702R101	2153	62939	SH	SOLE
			2468	72172	SH	DEFINED 01
			10	300	SH	OTHER 01
DISNEY (WALT) COMPANY	com	254687106	526	21801	SH	SOLE
			310	12862	SH	DEFINED 01
DNP SELECT INCOME FD INC	com	23325P104	3394	292809	SH	SOLE
			1774	153050	SH	DEFINED 01
			12	1000	SH	OTHER 01
DOW CHEMICAL CO	com	260543103	1094	26260	SH	SOLE
			649	15585	SH	DEFINED 01
E I DUPONT DE NEMOURS & CO	com	263534109	213	5444	SH	SOLE
			385	9828	SH	DEFINED 01
E.W. SCRIPPS CO (THE)	com	811054204	1070	21410	SH	SOLE
			7478	149640	SH	DEFINED 01
ECOLAB	com	278865100	740	23190	SH	SOLE
			1702	53318	SH	DEFINED 01
			6	200	SH	OTHER 01
ELECTRONIC ARTS INC	com	285512109	205	3600	SH	DEFINED 01
ELI LILLY & CO	com	532457108	1006	18797	SH	SOLE
			2342	43768	SH	DEFINED 01
EMC CORPORATION	com	268648102	261	20150	SH	SOLE
			159	12260	SH	DEFINED
EMERSON ELECTRIC	com	291011104	429	5981	SH	SOLE
			959	13353	SH	DEFINED 01
ENSCO INTERNATIONAL	com	26874Q100	254	5450	SH	SOLE
EXELON CORP	com	30161N101	305	5698	SH	SOLE
			396	7418	SH	DEFINED 01
EXXON MOBIL CORP	com	30231G102	9424	148316	SH	SOLE
			10552	166065	SH	DEFINED 01
			95	1500	SH	OTHER 01
FASTENAL CO.	com	311900104	554	9065	SH	SOLE
			16672	272905	SH	DEFINED 01
FEDEX	com	31428X106	1574	18069	SH	SOLE
			2618	30047	SH	DEFINED 01
			17	200	SH	OTHER 01
FERRELLGAS PARTNERS LP	com	315293100	57	2650	SH	SOLE
			172	7925	SH	DEFINED
FIFTH THIRD BANCORP	com	316773100	162	4402	SH	SOLE
			151	4122	SH	DEFINED 01
FIRST DATA	com	319963104	323	8078	SH	SOLE
			268	6700	SH	DEFINED 01
FISERV	com	337738108	1561	34025	SH	SOLE
			13357	291190	SH	DEFINED 01
FISHER SCIENTIFIC INTERNATIONAL	com	338032204	840	13531	SH	SOLE
			11473	184893	SH	DEFINED 01
FORTUNE BRANDS INC	com	349631101	419	5150	SH	SOLE
			405	4981	SH	DEFINED 01
FPL GROUP	com	302571104	3401	71448	SH	SOLE
			2922	61378	SH	DEFINED 01
			38	800	SH	OTHER 01

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GANNETT	com	364730101	199	2895	SH	SOLE
			1517	22046	SH	DEFINED 01
GENERAL DYNAMICS	com	369550108	1196	10003	SH	SOLE
			78	656	SH	DEFINED
GENERAL ELECTRIC CO	com	369604103	7190	213538	SH	SOLE
			11195	332477	SH	DEFINED 01
			57	1700	SH	OTHER 01
GENERAL GROWTH PROPERTIES INC	com	370021107	200	4460	SH	DEFINED 01
GENTEX CORP	com	371901109	473	27160	SH	SOLE
			9298	534340	SH	DEFINED 01
GENZYME GENERAL	com	372917104	204	2850	SH	SOLE
			38	525	SH	DEFINED 01
GETTY IMAGES INC	com	374276103	686	7970	SH	SOLE
			9100	105770	SH	DEFINED 01
GILLETTE CO	com	375766102	210	3600	SH	SOLE
			771	13251	SH	DEFINED 01
GOLDMAN SACHS GROUP INC	com	38141g104	2261	18595	SH	SOLE
			4167	34275	SH	DEFINED 01
GUIDANT CORP	com	401698105	28	410	SH	SOLE
			2528	36689	SH	DEFINED 01
H & R BLOCK	com	093671105	10278	428600	SH	DEFINED 01
HARLEY DAVIDSON	com	412822108	1934	39935	SH	SOLE
			3794	78315	SH	DEFINED 01
			19	400	SH	OTHER 01
HEALTH MANAGEMENT ASSOCIATES	com	421933102	478	20360	SH	SOLE
			12793	545100	SH	DEFINED 01
HERSHEY FOODS	com	427866108	203	3600	SH	DEFINED 01
HEWLETT PACKARD	com	428236103	582	19930	SH	SOLE
			325	11140	SH	DEFINED 01
HOME DEPOT	com	437076102	2014	52798	SH	SOLE
			3670	96237	SH	DEFINED 01
			31	800	SH	OTHER 01
HONEYWELL INTERNATIONAL	com	438516106	624	16637	SH	SOLE
			47	1243	SH	DEFINED 01
HOSPIRA INC	com	441060100	194	4725	SH	SOLE
			116	2838	SH	DEFINED 01
IDEX CORP	com	45167R104	8067	189600	SH	DEFINED 01
ILLINOIS TOOL WORKS	com	452308109	460	5590	SH	SOLE
			9647	117170	SH	DEFINED 01
IMATION CORP	com	45245A107	362	8450	SH	DEFINED 01
INTEL	com	458140100	2610	105879	SH	SOLE
			5016	203498	SH	DEFINED 01
			12	500	SH	OTHER 01
INTERNATIONAL BUSINESS MACHINE	com	459200101	1630	20324	SH	SOLE
			3644	45423	SH	DEFINED 01
			16	200	SH	OTHER 01
JABIL CIRCUIT INC	com	466313103	300	9700	SH	SOLE
			19	630	SH	DEFINED
JOHNSON & JOHNSON	com	478160104	3730	58945	SH	SOLE
			5953	94075	SH	DEFINED 01
			63	1000	SH	OTHER 01
JP MORGAN CHASE	com	46625H100	1180	34773	SH	SOLE
			758	22343	SH	DEFINED 01
KIMBERLY CLARK	com	494368103	217	3639	SH	SOLE
			929	15601	SH	DEFINED 01
KOHL'S CORP	com	500255104	1106	22048	SH	SOLE
			5670	113002	SH	DEFINED 01
KRONOS INC	com	501052104	875	19604	SH	SOLE
			14913	334079	SH	DEFINED 01
LANDSTAR SYSTEMS INC	com	515098101	692	17295	SH	SOLE
			1286	32120	SH	DEFINED 01
LEXMARK INTERNATIONAL	com	529771107	1123	18387	SH	SOLE

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LIBERTY MEDIA CORP SER A NEW	com	530718105	1769	28975	SH	DEFINED	01
			7	924	SH	SOLE	
			190	23608	SH	DEFINED	01
LOCKHEED MARTIN	com	539830109	820	13429	SH	SOLE	
			3047	49910	SH	DEFINED	01
			12	200	SH	OTHER	01
LOWES COMPANIES	com	548661107	1957	30395	SH	SOLE	
			2670	41460	SH	DEFINED	01
LUCENT TECHNOLOGIES INC	com	549463107	33	10104	SH	SOLE	
			18	5660	SH	DEFINED	01
MARATHON OIL CORP	com	565849106	465	6741	SH	SOLE	
			48	700	SH	DEFINED	
MBNA	com	55262L100	2286	92782	SH	SOLE	
			1913	77656	SH	DEFINED	01
			59	2387	SH	OTHER	01
MCCORMICK & CO INC	com	579780206	1523	46670	SH	SOLE	
			14496	444255	SH	DEFINED	01
			13	400	SH	OTHER	01
MCDONALDS CORP	com	580135101	468	13965	SH	SOLE	
			283	8436	SH	DEFINED	01
MCGRAW-HILL COMPANIES	com	580645109	396	8250	SH	SOLE	
			243	5050	SH	DEFINED	01
MEDTRONIC INC	com	585055106	2282	42564	SH	SOLE	
			2315	43178	SH	DEFINED	01
			27	500	SH	OTHER	01
MERCK & CO INC	com	589331107	413	15165	SH	SOLE	
			233	8577	SH	DEFINED	01
MERCURY GENERAL	com		957	15950	SH	SOLE	
MERRILL LYNCH & CO	com	590188108	328	5353	SH	SOLE	
			39	643	SH	DEFINED	01
MICROCHIP TECHNOLOGY INC	com	595017104	96	10200	SH	SOLE	
MICROSOFT	com	594918104	3287	127766	SH	SOLE	
			4684	182035	SH	DEFINED	01
			33	1300	SH	OTHER	01
MOLEX INC CL- A	com	608554200	519	20185	SH	SOLE	
			7321	284767	SH	DEFINED	01
MOLEX INC CLASS A	com		612	23820	SH	SOLE	
MOLEX INC.	com	608554101	400	14982	SH	SOLE	
			60	2248	SH	DEFINED	
MORGAN STANLEY	com	617446448	112	2080	SH	SOLE	
			337	6239	SH	DEFINED	01
MOTOROLA	com	620076109	401	18214	SH	SOLE	
			236	10698	SH	DEFINED	01
MSC INDUSTRIAL DIRECT	com	553530106	594	17910	SH	SOLE	
			2843	85700	SH	DEFINED	01
NATIONAL INSTRUMENTS CORP	com	636518102	491	19910	SH	SOLE	
			3918	159000	SH	DEFINED	01
NESTLE SA-SPONSORED ADR REPSTG	com	641069406	367	5000	SH	DEFINED	01
NICOR INC	com	654086107	202	4800	SH	DEFINED	01
NIKE, INC CL B	com	654106103	265	3250	SH	SOLE	
NISOURCE	com	65473P105	548	22608	SH	SOLE	
			27	1100	SH	DEFINED	
NOBLE CORP	com	G65422100	301	4400	SH	SOLE	
			5	75	SH	DEFINED	
NOKIA CORP-SPONSORED ADR REPST	com	654902204	208	12292	SH	SOLE	
			190	11230	SH	DEFINED	01
NORTHERN STATES FINANCIAL CORP	com	665751103	289	12000	SH	SOLE	
NORTHERN TRUST	com	665859104	2250	44505	SH	SOLE	
			11768	232802	SH	DEFINED	01
			25	500	SH	OTHER	01
OLD REPUBLIC INTERNATIONAL	com	680223104	989	37095	SH	SOLE	
			11767	441193	SH	DEFINED	01

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ORACLE	com	68389X105	595	47976	SH	SOLE
			643	51890	SH	DEFINED 01
OWENS & MINOR	com	690732102	468	15945	SH	SOLE
			662	22555	SH	DEFINED 01
PACTIV CORP	com	695257105	853	48715	SH	SOLE
			8129	463993	SH	DEFINED 01
			11	600	SH	OTHER 01
PARKER-HANNIFIN CORP	com	701094104	235	3650	SH	DEFINED 01
PATTERSON COMPANIES INC	com	703395103	1715	42850	SH	SOLE
			19540	488146	SH	DEFINED 01
PAYCHEX, INC	com	704326107	22	600	SH	SOLE
			2192	59108	SH	DEFINED 01
PEPSICO	com	713448108	5591	98583	SH	SOLE
			7721	136154	SH	DEFINED 01
			17	300	SH	OTHER 01
PFIZER	com	717081103	3473	139097	SH	SOLE
			3654	146342	SH	DEFINED 01
			5	200	SH	OTHER 01
PHOTRONIC INC	com	719405102	336	17325	SH	SOLE
			7450	384000	SH	DEFINED 01
PINNACLE ENTERTAINMENT INC	com	723456109	183	10000	SH	SOLE
PRECISION CASTPARTS CORP	com	740189105	329	6200	SH	SOLE
PROCTER & GAMBLE	com	742718109	931	15660	SH	SOLE
			2172	36529	SH	DEFINED 01
			36	600	SH	OTHER 01
PROGRESSIVE CORP OHIO	com	743315103	314	3000	SH	SOLE
QUALCOMM	com	747525103	2066	46167	SH	SOLE
			24259	542103	SH	DEFINED 01
			18	400	SH	OTHER 01
QUEST DIAGNOSTICS	com	74834L100	2226	44049	SH	SOLE
			1756	34753	SH	DEFINED 01
			20	400	SH	OTHER 01
R H DONNELLY CORP	com	74955W307	277	4378	SH	SOLE
REGAL-BELOIT CORP.	com	758750103	6653	205100	SH	DEFINED 01
ROYAL CARIBBEAN CRUISES LTD	com	V7780T103	485	11231	SH	SOLE
			11945	276505	SH	DEFINED 01
ROYAL DUTCH PETROLEUM	com	780257804	1024	16300	SH	SOLE
			396	6302	SH	DEFINED 01
			94	1500	SH	OTHER 01
ROYAL DUTCH SHELL PLC B	com	780259206	344	5235	SH	DEFINED 01
RPM INTL CORP	com	749685103	543	29525	SH	SOLE
			8549	464607	SH	DEFINED 01
SBC COMMUNICATIONS	com	78387G103	941	39267	SH	SOLE
			1651	68888	SH	DEFINED 01
SCHERING PLOUGH	com	806605101	474	22520	SH	SOLE
			48	2275	SH	DEFINED
SCHLUMBERGER	com	806857108	290	3437	SH	SOLE
			1496	17734	SH	DEFINED 01
SECTOR SPDR TR SHS BEN INT ENE	com	81369Y506	279	5193	SH	DEFINED 01
SECTOR SPDR TR SHS BEN INT FIN	com	81369Y605	674	22845	SH	DEFINED 01
SECTOR SPDR TR SHS BEN INT IND	com	81369Y704	360	11948	SH	DEFINED 01
SECTOR SPDR TR SHS BEN INT TEC	com	81369Y803	469	22442	SH	DEFINED 01
SELECT SECTOR SPDR FND SHS BEN	com	81369Y407	235	7222	SH	DEFINED 01
SHUFFLE MASTER INC	com	825549108	594	22500	SH	SOLE
SONOCO PRODUCTS	com	835495102	6292	230400	SH	DEFINED 01
SOUTHERN COMPANY	com	842587107	821	22971	SH	SOLE
			176	4932	SH	DEFINED 01
STANDARD BANCSHARES	com	789002995	296	37000	SH	SOLE
STARBUCKS CORP	com	855244109	1297	25885	SH	SOLE
			2732	54523	SH	DEFINED 01
			10	200	SH	OTHER 01
STATE STREET	com	857477103	237	4840	SH	DEFINED 01

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STERICYCLE	com	858912108	738	12905	SH	SOLE
			4140	72435	SH	DEFINED 01
			17	300	SH	OTHER 01
STERIS CORP	com	859152100	1483	62350	SH	DEFINED 01
STRYKER	com	863667101	2447	49496	SH	SOLE
			2981	60315	SH	DEFINED 01
			15	300	SH	OTHER 01
SYSCO	com	871829107	653	20813	SH	SOLE
			1928	61475	SH	DEFINED 01
TARGET	com	87612E106	3051	58755	SH	SOLE
			2983	57447	SH	DEFINED 01
			16	300	SH	OTHER 01
TCF FINANCIAL CORP	com	872275102	1087	40630	SH	SOLE
			11343	424055	SH	DEFINED 01
TELULAR CORP	com	87970T208	39	10000	SH	SOLE
TEVA PHARMACEUTICAL INDUSTRIES	com	881624209	1085	32480	SH	SOLE
			1298	38846	SH	DEFINED 01
			20	600	SH	OTHER 01
TEXAS INSTRUMENTS	com	882508104	440	12975	SH	SOLE
			160	4715	SH	DEFINED 01
TEXTRON	com	883203101	857	11950	SH	SOLE
			79	1100	SH	DEFINED 01
THE ST PAUL TRAVELERS COMPANIE	com	792860108	904	20157	SH	SOLE
			15	342	SH	DEFINED 01
THERMO TECH TECHNOLOGIES INC	com	88360H101	0	65140	SH	SOLE
TIME WARNER INC NEW	com	887317105	277	15285	SH	SOLE
			313	17275	SH	DEFINED 01
TRACTOR SUPPLY	com	892356106	684	14975	SH	SOLE
			9854	215850	SH	DEFINED 01
TXU CORP	com	873168108	619	5487	SH	SOLE
			197	1745	SH	DEFINED 01
UCBH HOLDINGS	com	90262T308	233	12687	SH	DEFINED
UNILEVER PLC - SPONSORED ADR	com	904767704	257	6077	SH	DEFINED 01
UNITED HEALTHCARE CORP	com	91324P102	1761	31333	SH	SOLE
			498	8860	SH	DEFINED 01
UNITED PARCEL SERVICE	com	911312106	214	3090	SH	DEFINED 01
UNITED TECHNOLOGIES	com	913017109	1705	32893	SH	SOLE
			738	14245	SH	DEFINED 01
US BANCORP	com	902973304	2207	78601	SH	SOLE
			135	4800	SH	DEFINED 01
VECTREN	com	92240G101	265	9340	SH	DEFINED 01
VERIZON COMMUNICATIONS	com	92343V104	599	18338	SH	SOLE
			896	27423	SH	DEFINED 01
			59	1811	SH	OTHER 01
WACHOVIA CORP 2ND NEW	com	929903102	253	5315	SH	SOLE
			248	5210	SH	DEFINED 01
WAL-MART STORES	com	931142103	2372	54136	SH	SOLE
			2886	65866	SH	DEFINED 01
WALGREEN	com	931422109	5770	132803	SH	SOLE
			8686	199912	SH	DEFINED 01
			22	500	SH	OTHER 01
WASHINGTON MUTUAL	com	939322103	196	5000	SH	SOLE
			156	3980	SH	DEFINED 01
WASHINGTON POST CO CLASS B	com	939640108	321	400	SH	DEFINED 01
WELLPOINT INC	com	94973V107	1499	19765	SH	SOLE
			2289	30185	SH	DEFINED 01
			30	400	SH	OTHER 01
WELLS FARGO	com	949746101	3230	55156	SH	SOLE
			5601	95624	SH	DEFINED 01
			23	400	SH	OTHER 01
WEYERHAEUSER CO	com	962166104	659	9581	SH	DEFINED 01
WGL HOLDINGS INC	com	92924f106	388	12085	SH	DEFINED 01

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WHOLE FOODS MARKET INC	com	966837106	2298	17090	SH	SOLE
			4697	34933	SH	DEFINED 01
			24	175	SH	OTHER 01
WINTRUST FINANCIAL	com	97650W108	3761	74839	SH	SOLE
			1989	39567	SH	DEFINED 01
WYETH	com	983024100	1401	30284	SH	SOLE
			4058	87702	SH	DEFINED 01
XL CAPITAL LTD CL A	com	G98255105	204	3000	SH	SOLE
ZEBRA TECHNOLOGIES CORP CL A	com	989207105	1015	25969	SH	SOLE
			7268	185937	SH	DEFINED 01
ZIMMER HOLDINGS	com	98956P102	846	12280	SH	SOLE
			92	1330	SH	DEFINED 01
DIAMONDS TRUST-UIT	com	252787106	203	1915	SH	DEFINED 01
			203	1915	SH	OTHER 01
ISHARES RUSSELL 1000 GROWTH FU	com	464287614	81	1622	SH	SOLE
			1047	21010	SH	DEFINED 01
ISHARES RUSSELL 1000 VALUE FUN	com	464287598	187	2722	SH	SOLE
			3329	48362	SH	DEFINED 01
			16	230	SH	OTHER 01
ISHARES RUSSELL 2000 GROWTH IN	com	464287648	12	176	SH	SOLE
			629	9149	SH	DEFINED 01
ISHARES RUSSELL 2000 VALUE IND	com	464287630	85	1291	SH	SOLE
			1054	15988	SH	DEFINED 01
ISHARES RUSSELL 3000 INDEX FD	com	464287689	590	8294	SH	DEFINED 01
			510	7175	SH	OTHER 01
ISHARES RUSSELL MIDCAP GROWTH	com	464287481	21	232	SH	SOLE
			753	8256	SH	DEFINED 01
ISHARES RUSSELL MIDCAP VALUE I	com	464287473	133	1073	SH	SOLE
			1848	14924	SH	DEFINED 01
ISHARES TR DOW JONES US CONSUM	com	464287812	307	5711	SH	DEFINED 01
ISHARES TR DOW JONES US HEALTH	com	464287762	576	9260	SH	DEFINED 01
ISHARES TR FUNDS-SMALL CAP 600	com	464287887	24	210	SH	SOLE
			282	2425	SH	DEFINED 01
ISHARES TR FUNDS-SMALL CAP 600	com	464287879	515	8056	SH	DEFINED 01
ISHARES TR MSCI EAFE INDEX FD	com	464287465	3891	66979	SH	DEFINED 01
ISHARES TR MSCI EMERGING MKTS	com	464287234	457	5383	SH	DEFINED 01
ISHARES TR RUSSELL 2000 INDEX	com	464287655	216	3256	SH	DEFINED 01
ISHARES TR-S&P MIDCAP 400 INDE	com	464287507	1415	19696	SH	DEFINED 01
ISHARES TR-S&P SMALLCAP 600 IN	com	464287804	1161	20105	SH	DEFINED 01
ISHARES TRUST DOW JONES US UTI	com	464287697	211	2563	SH	DEFINED 01
ISHARES TRUST S&P 500/BARRA GR	com	464287309	237	4044	SH	DEFINED 01
ISHARES TRUST S&P 500/BARRA VA	com	464287408	326	5079	SH	DEFINED 01
ISHARES TRUST S&P MIDCAP 400/B	com	464287705	1996	28511	SH	DEFINED 01
ISHARES TRUST S&P MIDCAPY 400/	com	464287606	35	480	SH	SOLE
			1537	21272	SH	DEFINED 01
S&P DEPOSITORY RECEIPTS-SPDR	com	78462F103	281	2280	SH	DEFINED 01
			199	1620	SH	OTHER 01
STANDARD & POORS MIDCAP 400 DE	com	595635103	295	2250	SH	DEFINED 01