

BANCORPSOUTH INC
Form 13F-HR/A
November 16, 2004

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2002

Check here if Amendment [X]; Amendment Number 1

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

Institutional Investment Manager Filing this Report:

Name: BancorpSouth, Inc.
Address: One Mississippi Plaza
201 South Spring Street
Tupelo, MS 38804

Form 13F File Number: 28-10453

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: Cathy S. Freeman
Title: Senior Vice President and Corporate Secretary
Phone: (662) 680-2084

Signature, Place, and Date of Signing:

/s/ Cathy S. Freeman Tupelo, Mississippi November 15, 2004

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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List of Other Managers Reporting for this Manager: None.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 580

Form 13F Information Table Value Total: \$316,228
(thousands)

LIST OF OTHER INCLUDED MANAGERS:

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

| No. --- | Form 13F File Number ----- | Name ---- |
|------------|-------------------------------|-------------------|
| 1 | 28-10939 | BancorpSouth Bank |

FORM 13F INFORMATION TABLE

| NAMES OF ISSUER ----- | TITLE OF CLASS ----- | CUSIP ----- | VALUE [X\$1000] ----- | SHRS OR PRN AMT ----- | SH/ PRN --- | PCT/ CALL ----- | INVESTMENT DISCRETION ----- | OTH MANA ----- |
|----------------------------|-------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| DAIMLERCHRYSLER AG | ORD | D1668R123 | 1 | 49 | SH | | SOLE | 1 |
| GLOBAL SANTAFE CORP | | G3930E101 | 219 | 9845 | SH | | SOLE | 1 |
| INGSOLL-RAND CO | CL A | G4776G101 | 108 | 3150 | SH | | SOLE | 1 |
| | BERMUDA | | | | | | | |
| NOBLE CORP | | G65422100 | 9 | 300 | SH | | SOLE | 1 |
| TRANSOCEAN SEDCO FOREX INC | | G90078109 | 6 | 296 | SH | | SOLE | 1 |
| TRANSOCEAN SEDCO FOREX INC | | G90078109 | 1 | 77 | SH | | DEFINED | 1 |
| | | | 3 | 200 | | | | |
| ROYAL CARIBBEAN CRUISES | | V7780T103 | | | SH | | SOLE | 1 |
| A F L A C INC | | 001055102 | 147 | 4800 | SH | | SOLE | 1 |
| AGL RESOURCES, INC. | | 001204106 | 24 | 1090 | SH | | SOLE | 1 |
| AES CORPORATION | | 00130H105 | 2 | 1000 | SH | | SOLE | 1 |
| AOL TIME WARNER | | 00184A105 | 68 | 5895 | SH | | SOLE | 1 |
| AOL TIME WARNER | | 00184A105 | 10 | 900 | | | DEFINED | 1 |
| AT&T CORP | | 001957109 | 418 | 34840 | | | SOLE | 1 |
| AT&T CORP | | 001957109 | 7 | 599 | | | DEFINED | 1 |
| AT&T WIRELESS SVCS INC | | 00209A106 | 33 | 8073 | SH | | SOLE | 1 |
| AT&T WIRELESS SVCS INC | | 00209A106 | 0 | 192 | SH | | DEFINED | 1 |
| ABBOTT LAB | | 002824100 | 1303 | 32264 | SH | | SOLE | 1 |
| ABBOTT LAB | | 002824100 | 205 | 5088 | SH | | DEFINED | 1 |
| AdAMS EXPRESS CO | COM | 006212104 | 99 | 9692 | SH | | SOLE | 1 |
| ADAPTEC INC | | 00651F108 | 1 | 400 | SH | | SOLE | 1 |

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|--------------------------------------|---------|-----------|------|--------|----|---------|---|
| ADVANCED MICRO DEVICES INC | | 007903107 | 10 | 2000 | SH | SOLE | 1 |
| ADVANCED MICRO DEVICES INC | | 007903107 | 1 | 200 | SH | DEFINED | 1 |
| ADVANCED ENVIRON RECYCLING | TCL A | 007947104 | 9 | 7000 | SH | SOLE | 1 |
| AETNA INC | COM | 00817Y108 | 7 | 200 | SH | DEFINED | 1 |
| AGERE SYSTEM INC-A | | 00845V100 | 0 | 218 | SH | SOLE | 1 |
| AGERE SYSTEM INC-A | | 00845V100 | 0 | 22 | SH | DEFINED | 1 |
| AGERE SYS INC | CL B | 00845V209 | 5 | 5908 | SH | SOLE | 1 |
| AGERE SYS INC | CL B | 00845V209 | 0 | 580 | SH | DEFINED | 1 |
| AGILENT TECHNOLOGIES, INC. | | 00846U101 | 47 | 3633 | SH | SOLE | 1 |
| AGILENT TECHNOLOGIES, INC. | | 00846U101 | 1 | 100 | SH | DEFINED | 1 |
| AGNICO EAGLE MINES | | 008474108 | 8 | 500 | SH | SOLE | 1 |
| ALCOA INC | | 013817101 | 111 | 5786 | SH | SOLE | 1 |
| ALCOA INC | | 013817101 | 7 | 400 | SH | DEFINED | 1 |
| ALLEGHENY ENERGY INC | | 017361106 | 2 | 200 | SH | SOLE | 1 |
| ALLIANCE CAP MGMT HLDG L P | | 01855A101 | 55 | 2000 | SH | DEFINED | 1 |
| ALLIED CAP CORP | NEW COM | 01903Q108 | 6 | 300 | SH | SOLE | 1 |
| ALLSTATE CORP COMMON | | 020002101 | 212 | 5992 | SH | SOLE | 1 |
| ALLSTATE CORP COMMON | | 020002101 | 21 | 604 | SH | DEFINED | 1 |
| ALLTEL CORP | | 020039103 | 203 | 5064 | SH | SOLE | 1 |
| ALLTEL CORP | | 020039103 | 437 | 10900 | SH | DEFINED | 1 |
| AMERICAN ELECTRIC POWER | | 025537101 | 127 | 4460 | SH | SOLE | 1 |
| AMERICAN ELECTRIC POWER | | 025537101 | 9 | 318 | SH | DEFINED | 1 |
| AMER EXPRESS CO | | 025816109 | 87 | 2800 | SH | SOLE | 1 |
| AMERICAN INTERNATIONAL GROUP, INC | | 026874107 | 15 | 284 | SH | SOLE | 1 |
| AMERICAN INTERNATIONAL GROUP, INC | | 026874107 | 9 | 175 | SH | DEFINED | 1 |
| AMERUS LIFE HOLDINGS | | 03072M108 | 20 | 712 | SH | SOLE | 1 |
| AMGEN INC | | 031162100 | 4 | 100 | SH | SOLE | 1 |
| AMGEN INC | | 031162100 | 8 | 200 | SH | DEFINED | 1 |
| AMSOUTH BANCORPORATION | | 032165102 | 3020 | 145722 | SH | SOLE | 1 |
| ANADARKO PETE CORP | | 032511107 | 65 | 1464 | SH | DEFINED | 1 |
| ANALOG DEVICES INC | COM | 032654105 | 1 | 100 | SH | SOLE | 1 |

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|-----------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|----------|
| ANHEUSER-BUSCH COMPANIES | | 035229103 | 1497 | 29599 | SH | | SOLE | 1 |
| ANHEUSER-BUSCH COMPANIES | | 035229103 | 182 | 3600 | SH | | DEFINED | 1 |
| ANTHEM INC | | 03674B104 | 212 | 3265 | SH | | SOLE | 1 |
| APARTMENT INVT & MGMT CO | CL A | 03748R101 | 42 | 1100 | SH | | SOLE | 1 |
| APPLE COMP INC | | 037833100 | 46 | 3200 | SH | | DEFINED | 1 |
| APPLIED MATERIALS INC | | 038222105 | 133 | 11600 | SH | | SOLE | 1 |
| AQUILA INC | | 03840P102 | 10 | 2500 | SH | | SOLE | 1 |
| ARCHER-DANIELS-MIDLAND COMPANY | | 039483102 | 3 | 279 | SH | | SOLE | 1 |
| ARVINMERITOR | | 043353101 | 3 | 168 | SH | | SOLE | 1 |
| AUTO DATA PROCESS | | 053015103 | 180 | 5200 | SH | | SOLE | 1 |
| AUTO DATA PROCESS | | 053015103 | 111 | 3200 | SH | | DEFINED | 1 |
| AUTOZONE | | 053332102 | 59 | 750 | SH | | SOLE | 1 |
| AUTOZONE | | 053332102 | 41 | 530 | SH | | DEFINED | 1 |
| AVAYA INC | | 053499109 | 0 | 318 | SH | | SOLE | 1 |
| AVOCENT CORP USD | COM | 053893103 | 25 | 1900 | SH | | SOLE | 1 |
| AVON PRODUCTS INC | COM | 054303102 | 32 | 700 | SH | | SOLE | 1 |
| AXA-UAP ADR | | 054536107 | 2 | 236 | SH | | SOLE | 1 |

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|---------------------------|------------|-----------|-------|--------|----|---------|---|
| AXCELIS TECHNOLOGIES INC | | 054540109 | 6 | 1414 | SH | SOLE | 1 |
| BP AMOCO PLC | SPONSORED | 055622104 | 460 | 11534 | SH | SOLE | 1 |
| | ADR | | | | | | |
| BP AMOCO PLC | SPONSORED | 055622104 | 188 | 4736 | SH | DEFINED | 1 |
| | ADR | | | | | | |
| BANCORP MS | | 05969210X | 275 | 14000 | SH | sole | 1 |
| BANCORPSOUTH INC | | 059692103 | 16200 | 822791 | SH | sole | 1 |
| BANCORPSOUTH INC | | 059692103 | 2745 | 139457 | SH | DEFINED | 1 |
| BANKAMERICA CORP | NEW COM | 060505104 | 1120 | 17560 | SH | SOLE | 1 |
| BANKAMERICA CORP | NEW COM | 060505104 | 45 | 710 | SH | DEFINED | 1 |
| BANK OF THE OZARKS, INC | | 063904106 | 1055 | 46100 | SH | DEFINED | 1 |
| BANK OF NEW YORK | | 064057102 | 250 | 8725 | SH | SOLE | 1 |
| BANK ONE CORP | COM | 06423A103 | 122 | 3268 | SH | SOLE | 1 |
| BANK ONE CORP | COM | 06423A103 | 55 | 1482 | SH | DEFINED | 1 |
| BAXTER INTL INC | | 071813109 | 270 | 8845 | SH | SOLE | 1 |
| BEAR STEARNS COS INC | | 073902108 | 435 | 7717 | SH | SOLE | 1 |
| BED BATH & BEYOND | | 075896100 | 6 | 200 | SH | SOLE | 1 |
| BELLSOUTH CORP | | 079860102 | 782 | 42627 | SH | SOLE | 1 |
| BELLSOUTH CORP | | 079860102 | 9 | 532 | SH | DEFINED | 1 |
| BERKSHIRE HATHAWAY "A" | | 084670108 | 73 | 1 | SH | SOLE | 1 |
| BERKSHIRE HATHAWAY INC | DEL CL B | 084670207 | 7 | 3 | SH | DEFINED | 1 |
| BIOGEN N V | | 090597105 | 7 | 250 | SH | SOLE | 1 |
| BIOMARIN PHARMACEUTICAL | COM | 09061G101 | 11 | 2000 | SH | SOLE | 1 |
| BIOTRANSPLANT INC | COM | 09066Y107 | 7 | 4400 | SH | SOLE | 1 |
| BLACKROCK INVT QUALITY | | 09247D105 | 43 | 3000 | SH | SOLE | 1 |
| MUNI TR INC | | | | | | | |
| MF BLACKROCK INCOME TRUST | | 09247F100 | 24 | 3000 | | SOLE | 1 |
| BLACKSTONE INVESTMENT | QUALITY | 09247J102 | 39 | 4155 | SH | SOLE | 1 |
| | TERM TRUST | | | | | | |
| BLOCK H & R INC | COM | 093671105 | 203 | 4835 | | SOLE | 1 |
| BOEING INC | | 097023105 | 125 | 3680 | SH | SOLE | 1 |
| BOWATER INC | | 102183100 | 259 | 7365 | SH | SOLE | 1 |
| BRISTOL MYERS SQUIBB CO | | 110122108 | 556 | 23403 | SH | SOLE | 1 |
| BRISTOL MYERS SQUIBB CO | | 110122108 | 35 | 1500 | SH | DEFINED | 1 |
| BUCKEYE TECHNOLOGY INC | | 118255108 | 22 | 3100 | SH | SOLE | 1 |
| BURLINGTON NORTHERN/SANTA | | 12189T104 | 22 | 930 | SH | SOLE | 1 |
| FE CORP | | | | | | | |
| CBRL GROUP INC | COM | 12489V106 | 66 | 2900 | SH | SOLE | 1 |
| CEC ENTMT INC | | 125137109 | 28 | 850 | SH | SOLE | 1 |
| CIGNA CORPORATION | | 125509109 | 31 | 450 | SH | SOLE | 1 |
| CNET NETWORKS INC | | 12613R104 | 0 | 118 | SH | SOLE | 1 |
| CADBURY SCHWEPPEES PLC | ADR | 127209302 | 31 | 1200 | SH | SOLE | 1 |
| CALLAWAY GOLF CO | | 131193104 | 2 | 200 | SH | SOLE | 1 |
| CAMPBELL SOUP CO | COM | 134429109 | 8 | 400 | SH | SOLE | 1 |

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|-----------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|----------|
| CAPITAL ONE FINL CORP | COM | 14040H105 | 160 | 4600 | SH | | SOLE | 1 |
| CARDINAL HEALTH INC | COM | 14149Y108 | 27 | 447 | SH | | SOLE | 1 |
| CATERPILLAR INC | | 149123101 | 133 | 3600 | SH | | SOLE | 1 |
| CELL PATHWAYS INC | | 15114R101 | 0 | 100 | SH | | SOLE | 1 |
| CENDANT CORP | COM | 151313103 | 10 | 1000 | SH | | SOLE | 1 |
| CENTURYTEL, INC | | 156700106 | 95 | 4250 | SH | | SOLE | 1 |
| CERTEGY INC | | 156880106 | 2 | 100 | SH | | SOLE | 1 |

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|-------------------------------------|-----------------|-----------|-------|--------|----|---------|---|
| CHARTER COMMUNICATIONS INC | DEL CL A | 16117M107 | 1 | 600 | SH | SOLE | 1 |
| CHECKPOINT SYSTEMS | | 162825103 | 12 | 1000 | SH | SOLE | 1 |
| CHEVRONTEXACO CORP | | 166764100 | 1210 | 17485 | SH | SOLE | 1 |
| CHEVRONTEXACO CORP | | 166764100 | 91 | 1327 | SH | DEFINED | 1 |
| CHOICEPOINT INC | | 170388102 | 2 | 80 | SH | SOLE | 1 |
| CHRONIMED INC | COM | 171164106 | 32 | 6800 | SH | SOLE | 1 |
| CHUBB CORPORATION | | 171232101 | 301 | 5500 | SH | SOLE | 1 |
| CISCO SYS INC | | 17275R102 | 340 | 32445 | SH | SOLE | 1 |
| CISCO SYS INC | | 17275R102 | 14 | 1400 | SH | DEFINED | 1 |
| CITIGROUP, INC | | 172967101 | 650 | 21939 | SH | SOLE | 1 |
| CITIGROUP, INC | | 172967101 | 240 | 8117 | SH | DEFINED | 1 |
| CLEAR CHANNEL COMMUNICATIONS | | 184502102 | 3 | 100 | SH | SOLE | 1 |
| COCA COLA BOTTLING CO CONS | COM | 191098102 | 22 | 470 | SH | SOLE | 1 |
| COCA COLA CO | | 191216100 | 1548 | 32287 | SH | SOLE | 1 |
| COCA COLA CO | | 191216100 | 71 | 1500 | SH | DEFINED | 1 |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 82 | 3900 | SH | SOLE | 1 |
| COLGATE-PALMOLIVE CO | | 194162103 | 147 | 2725 | SH | SOLE | 1 |
| COLGATE-PALMOLIVE CO | | 194162103 | 10 | 200 | SH | DEFINED | 1 |
| COLONIAL HIGH INCOME COMMUNICATIONS | MUNICIPAL TRUST | 195743109 | 1 | 200 | | SOLE | 1 |
| COMCAST | | 200300200 | 16 | 800 | SH | DEFINED | 1 |
| COMMSCOPE INC | | 203372107 | 6 | 1000 | SH | SOLE | 1 |
| COMPUTER ASSOC INTL INC | COM | 204912109 | 7 | 800 | SH | SOLE | 1 |
| COMPUTER SCIENCES CORPORATION | COMMON | 205363104 | 2 | 99 | SH | DEFINED | 1 |
| CONAGRA FOODS INC | COM | 205887102 | 42 | 1700 | SH | SOLE | 1 |
| CONAGRA FOODS INC | COM | 205887102 | 4 | 200 | SH | DEFINED | 1 |
| CONEXANT SYS INC | COM | 207142100 | 0 | 176 | SH | SOLE | 1 |
| CONSECO | | 208464107 | 0 | 560 | SH | DEFINED | 1 |
| CONSECO STRATEGIC INC | FD SH BEN INT | 20847A102 | 6 | 866 | SH | SOLE | 1 |
| CONSOLIDATED EDISON INC | COM | 209115104 | 40 | 1000 | SH | SOLE | 1 |
| COOPER TIRE & RUBBER CO | | 216831107 | 337 | 20953 | SH | SOLE | 1 |
| COOPER TIRE & RUBBER CO | | 216831107 | 1 | 100 | SH | DEFINED | 1 |
| CYBERGUARD CORP | | 231910100 | 0 | 105 | SH | SOLE | 1 |
| CYPRESS SEMICONDUCTOR | | 232806109 | 3 | 500 | SH | SOLE | 1 |
| DNP SELECT INCOME FD INC | | 23325P104 | 10 | 1100 | SH | DEFINED | 1 |
| DPL INC | COM | 233293109 | 24 | 1485 | SH | SOLE | 1 |
| DANKA BUSINESS SYS PLC | SPONSORED ADR | 236277109 | 10 | 5000 | SH | SOLE | 1 |
| DEERE & CO | | 244199105 | 577 | 12715 | SH | SOLE | 1 |
| DELL COMPUTER | | 247025109 | 452 | 19235 | SH | SOLE | 1 |
| DELL COMPUTER | | 247025109 | 25 | 1100 | SH | DEFINED | 1 |
| DELPHI AUTO SYSTEMS | | 247126105 | 2 | 343 | SH | SOLE | 1 |
| DELTA & PINE LD CO | COM | 247357106 | 13 | 709 | SH | SOLE | 1 |
| DELTA AIRLINES INC | | 247361108 | 1 | 200 | SH | SOLE | 1 |
| DELTIC TIMBER INC | | 247850100 | 319 | 14524 | SH | SOLE | 1 |
| DELTIC TIMBER INC | | 247850100 | 14191 | 645971 | SH | DEFINED | 1 |
| DIAMOND OFFSHORE DRILLING | INC | 25271C102 | 0 | 50 | SH | SOLE | 1 |
| WALT DISNEY CO | | 254687106 | 32 | 2131 | SH | SOLE | 1 |
| WALT DISNEY CO | | 254687106 | 9 | 600 | SH | DEFINED | 1 |
| DOMINION RES INC | VA NEW | 25746U109 | 168 | 3315 | SH | SOLE | 1 |
| DONNELLEY RR & SONS | | 257867101 | 18 | 800 | SH | SOLE | 1 |
| DOW CHEMICAL CO | | 260543103 | 443 | 16263 | SH | SOLE | 1 |
| DOW CHEMICAL CO | | 260543103 | 13 | 483 | SH | DEFINED | 1 |

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|----------------------------------|-------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| DREYFUS STRATEGIC MUNICIPALS INC | | 261932107 | 21 | 2086 | | | SOLE | 1 |
| DREYFUS MUNICIPAL INCOME INC | | 26201R102 | 17 | 1832 | | | SOLE | 1 |
| DREYFUS STRATEGIC MUN BD FD INC | | 26202F107 | 25 | 2841 | SH | | SOLE | 1 |
| DU PONT EI D NEMOURS & CO | | 263534109 | 176 | 4897 | SH | | SOLE | 1 |
| DU PONT EI D NEMOURS & CO | | 263534109 | 9 | 250 | SH | | DEFINED | 1 |
| DUKE ENERGY CORP | COM | 264399106 | 113 | 5814 | SH | | SOLE | 1 |
| DUN & BRADSTREET NW | | 26483E100 | 10 | 300 | SH | | SOLE | 1 |
| DYNEX CAP INC | COM NEW | 26817Q506 | 0 | 106 | SH | | DEFINED | 1 |
| EEX CORP | COM NEW | 26842V207 | 0 | 66 | SH | | SOLE | 1 |
| E-LOAN INC | | 26861P107 | 1 | 1000 | SH | | SOLE | 1 |
| EMC CORP | | 268648102 | 19 | 4200 | SH | | SOLE | 1 |
| EMC CORP | | 268648102 | 18 | 4000 | SH | | DEFINED | 1 |
| ENI S P A | SPONSORED ADR | 26874R108 | 13 | 200 | SH | | SOLE | 1 |
| E TRADE GROUP INC | | 269246104 | 17 | 4000 | SH | | SOLE | 1 |
| EASTMAN KODAK CO | | 277461109 | 27 | 1000 | SH | | SOLE | 1 |
| EASTMAN KODAK CO | | 277461109 | 3 | 125 | SH | | DEFINED | 1 |
| EATON CORP | COM | 278058102 | 95 | 1500 | SH | | SOLE | 1 |
| ECHOSTAR COMMUN | | 278762109 | 8 | 500 | SH | | SOLE | 1 |
| EDWARDS LIFESCIENCES CORP | | 28176E108 | 6 | 240 | SH | | SOLE | 1 |
| A. G. EDWARDS INC | | 281760108 | 265 | 8305 | SH | | SOLE | 1 |
| EL PASO CORPORATION | | 28336L109 | 26 | 3149 | SH | | SOLE | 1 |
| EL PASO CORPORATION | | 28336L109 | 1 | 200 | SH | | DEFINED | 1 |
| ELAN CORP PLC ADR | | 284131208 | 0 | 300 | SH | | SOLE | 1 |
| ELECTRONIC DATA SYS CORP NEW | | 285661104 | 10 | 750 | SH | | SOLE | 1 |
| EMERSON ELECTRIC CO | | 291011104 | 105 | 2400 | SH | | SOLE | 1 |
| ENCORE WIRE CORP | COM | 292562105 | 183 | 20900 | SH | | SOLE | 1 |
| ENERGY EAST CORP | COM | 29266M109 | 3 | 200 | SH | | SOLE | 1 |
| ENGELHARD CORP | | 292845104 | 6 | 253 | SH | | DEFINED | 1 |
| ENTERASYS NETWORKS INC | | 293637104 | 0 | 200 | SH | | SOLE | 1 |
| ENTERGY CORP | | 29364G103 | 217 | 5231 | SH | | SOLE | 1 |
| ENTERGY CORP | | 29364G103 | 24 | 593 | SH | | DEFINED | 1 |
| EQUIFAX INC | | 294429105 | 4 | 200 | SH | | SOLE | 1 |
| EQUITY INNS, INC | | 294703103 | 9 | 1500 | SH | | DEFINED | 1 |
| EQUITY RESIDENTIAL PPTYS SBI | | 29476L107 | 10 | 436 | SH | | SOLE | 1 |
| EXELON CORP | | 30161N101 | 9 | 200 | SH | | SOLE | 1 |
| EXXON MOBIL CORP | | 30231G102 | 6555 | 20572 | SH | | SOLE | 1 |
| EXXON MOBIL CORP | | 30231G102 | 987 | 30976 | SH | | DEFINED | 1 |
| FED HMN LN MTG CORP | VOTING COM | 313400301 | 13 | 250 | SH | | SOLE | 1 |
| FNMA | COM | 313586109 | 71 | 1200 | SH | | SOLE | 1 |
| FEDERAL REALTY INVT TR NEW | SH BEN INT | 313747206 | 27 | 1000 | SH | | SOLE | 1 |
| FEDEX CORPORATION | | 31428X106 | 50 | 1000 | SH | | SOLE | 1 |
| FEDEX CORPORATION | | 31428X106 | 12 | 250 | SH | | DEFINED | 1 |
| FIRST INDL RLTY TR INC | | 32054K103 | 13 | 450 | SH | | SOLE | 1 |
| FIRST M & F CORP | | 320744105 | 33 | 1293 | SH | | SOLE | 1 |
| FIRST TENNESSEE NATIONAL CORP | | 337162101 | 2499 | 72128 | SH | | SOLE | 1 |
| FISERV INC | | 337738108 | 152 | 5425 | SH | | SOLE | 1 |
| FLEET BOSTON CORP | | 339030108 | 38 | 1877 | SH | | SOLE | 1 |
| FLUOR CORP | | 343412102 | 7 | 300 | SH | | SOLE | 1 |
| FLUOR CORP | | 343412102 | 2 | 96 | SH | | DEFINED | 1 |

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|-------------------------|---------|-----------|------|--------|----|---------|---|
| FOAMEX INT'L INC | | 344123104 | 110 | 20050 | SH | SOLE | 1 |
| FORD MOTOR COMPANY | COMMON | 345370860 | 64 | 6562 | SH | SOLE | 1 |
| FORD MOTOR COMPANY | COMMON | 345370860 | 6 | 700 | SH | DEFINED | 1 |
| GSI COMMERCE INC | | 36238G102 | 0 | 29 | SH | SOLE | 1 |
| GALLAGHER ARTHUR J & CO | | 363576109 | 198 | 8055 | SH | SOLE | 1 |
| GAP INC | DEL COM | 364760108 | 16 | 1500 | SH | SOLE | 1 |
| GENERAL ELECTRIC CO | | 369604103 | 3146 | 127718 | SH | SOLE | 1 |
| GENERAL ELECTRIC CO | | 369604103 | 71 | 2900 | SH | DEFINED | 1 |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION | OT MAN |
|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|--------|
| GENERAL MLS INC | COM | 370334104 | 23 | 520 | SH | | SOLE | |
| GENERAL MLS INC | COM | 370334104 | 0 | 20 | SH | | DEFINED | |
| GEN MTR CORP | | 370442105 | 26 | 673 | SH | | SOLE | |
| GENOME THERAPEUTICS CORP | COM | 372430108 | 1 | 1000 | SH | | SOLE | |
| GEORGIA PAC CORP | | 373298108 | 19 | 1490 | SH | | SOLE | |
| GERON CORP | COM | 374163103 | 1 | 300 | SH | | SOLE | |
| GILLETTE CO | | 375766102 | 88 | 3006 | SH | | SOLE | |
| GILLETTE CO | | 375766102 | 103 | 3485 | SH | | DEFINED | |
| GLAXO WELLCOME PLC | SPONSORED ADR | 37733W105 | 25 | 669 | SH | | SOLE | |
| GLAXO WELLCOME PLC | SPONSORED ADR | 37733W105 | 23 | 600 | SH | | DEFINED | |
| GOODYEAR TIRE & RUBBER | | 382550101 | 5 | 618 | SH | | SOLE | |
| GREAT LAKES CHEM CORP | COM | 390568103 | 42 | 1785 | SH | | DEFINED | |
| GREAT PLAINS ENERGY INC | | 391164100 | 35 | 1855 | SH | | SOLE | |
| GUIDANT CORP | COM | 401698105 | 93 | 2900 | SH | | SOLE | |
| HCA- THE HEALTHCARE CO | | 404119109 | 7 | 150 | SH | | SOLE | |
| HCA- THE HEALTHCARE CO | | 404119109 | 59 | 1250 | SH | | DEFINED | |
| HCB BANCSHARES INC | COM | 40413N106 | 18 | 1200 | SH | | SOLE | |
| HALLIBURTON CO | COM | 406216101 | 10 | 850 | SH | | SOLE | |
| HALLIBURTON CO | COM | 406216101 | 7 | 600 | SH | | DEFINED | |
| HANCOCK FABRICS | | 409900107 | 25 | 1600 | SH | | SOLE | |
| HANCOCK HLDG CO CAP VALUE | | 410120109 | 204 | 4345 | SH | | SOLE | |
| JOHN HANCOCK | | 41014S106 | 0 | 34 | SH | | SOLE | |
| HARRIS CORP | | 413875105 | 50 | 1494 | SH | | SOLE | |
| HARTFORD FNCL SV GRP INC | COM | 416515104 | 8 | 200 | SH | | DEFINED | |
| HASBRO, INC | | 418056107 | 8 | 787 | SH | | DEFINED | |
| HEALTHSOUTH CORP | | 421924101 | 165 | 39850 | SH | | SOLE | |
| HEINZ H J CO | COM | 423074103 | 9 | 273 | SH | | SOLE | |
| HEWLETT PACKARD CO | | 428236103 | 243 | 20882 | SH | | SOLE | |
| HEWLETT PACKARD CO | | 428236103 | 4 | 400 | SH | | DEFINED | |
| HIBERNIA CORP | | 428656102 | 6241 | 312400 | SH | | SOLE | |
| HIBERNIA CORP | | 428656102 | 17 | 900 | SH | | DEFINED | |
| HIGH INCOME OPPORTUNITY FD | | 42967Q105 | 15 | 2500 | SH | | SOLE | |
| HOME DEPOT | | 437076102 | 510 | 19572 | SH | | SOLE | |
| HOME DEPOT | | 437076102 | 39 | 1532 | SH | | DEFINED | |
| HONEYWELL INTL INC | | 438516106 | 121 | 5620 | SH | | SOLE | |
| HUBBELL INC | CL B | 443510201 | 29 | 1000 | SH | | SOLE | |
| ICN PHARMACEUTICALS INC | NEW COM | 448924100 | 4 | 525 | SH | | SOLE | |
| ING PRIME RATE TR SH BEN INT | | 44977W106 | 82 | 13907 | SH | | SOLE | |
| ILLINOIS TOOL WORKS INC | | 452308109 | 4 | 76 | SH | | SOLE | |
| ILLINOIS TOOL WORKS INC | | 452308109 | 14 | 250 | SH | | DEFINED | |

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|-----------------------------|-----|-----------|------|-------|----|---------|
| IMATION CORP | | 45245A107 | 1 | 46 | SH | SOLE |
| INSIGHT ENTERPRISES INC | COM | 45765U103 | 28 | 2775 | SH | SOLE |
| INTEL CORP | CAP | 458140100 | 502 | 36143 | SH | SOLE |
| INTEL CORP | CAP | 458140100 | 66 | 4780 | SH | DEFINED |
| IBM CORP | | 459200101 | 1856 | 31844 | SH | SOLE |
| IBM CORP | | 459200101 | 74 | 1275 | SH | DEFINED |
| INTL PAPER CO | | 460146103 | 58 | 1742 | SH | SOLE |
| INTL PAPER CO | | 460146103 | 48 | 1450 | SH | DEFINED |
| JDS UNIPHASE CORP | COM | 46612J101 | 0 | 120 | SH | SOLE |
| J P MORGAN CHASE & CO | | 46625H100 | 46 | 2432 | SH | SOLE |
| J P MORGAN CHASE & CO | | 46625H100 | 35 | 1875 | SH | DEFINED |
| JEFFERSON PILOT CORPORATION | | 475070108 | 7 | 187 | SH | SOLE |
| JOHNSON & JOHNSON | | 478160104 | 2741 | 50686 | SH | SOLE |
| JOHNSON & JOHNSON | | 478160104 | 481 | 8900 | SH | DEFINED |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION | OT MAN |
|-------------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|--------|
| JOHNSON CONTROLS INC. | | 478366107 | 236 | 3085 | SH | | SOLE | |
| KLA TENCOR CORP | | 482480100 | 2 | 100 | SH | | SOLE | |
| K MART CORP | COM | 482584109 | 0 | 1000 | SH | | SOLE | |
| KELLOGG CO | | 487836108 | 6 | 200 | SH | | SOLE | |
| KERR-MCGEE CORPORATION INC | | 492386107 | 0 | 8 | SH | | SOLE | |
| KIMBERLY-CLARK CORP | | 494368103 | 11 | 200 | SH | | SOLE | |
| KIMBERLY-CLARK CORP | | 494368103 | 22 | 400 | SH | | DEFINED | |
| KINDER MORGAN ENERGY PARTNERS, L.P. | | 494550106 | 7 | 232 | SH | | SOLE | |
| KROGER CO | | 501044101 | 12 | 908 | SH | | SOLE | |
| LSI LOGIC CORP | COM | 502161102 | 2 | 400 | SH | | SOLE | |
| LACLEDE GROUP INC | | 505597104 | 6 | 300 | SH | | SOLE | |
| LACLEDE GROUP INC | | 505597104 | 20 | 900 | SH | | DEFINED | |
| ESTEE LAUDER CO | | 518439104 | 17 | 600 | SH | | DEFINED | |
| LEHMAN BROTHERS HOLDINGS | COM | 524908100 | 330 | 6740 | SH | | SOLE | |
| LEVEL 3 COMMUNICATIONS INC | | 52729n100 | 23 | 6037 | SH | | SOLE | |
| LEXMARK INTL | NEW CL A | 529771107 | 256 | 5460 | SH | | SOLE | |
| THE LIBERTY CORPORATION | | 530370105 | 103 | 2900 | SH | | SOLE | |
| LIFEPPOINT HOSPS INC | | 53219L109 | 2 | 65 | SH | | DEFINED | |
| ELI LILLY & CO | | 532457108 | 448 | 8100 | SH | | SOLE | |
| ELI LILLY & CO | | 532457108 | 83 | 1500 | SH | | DEFINED | |
| LOUISIANA PAC CORP | COM | 546347105 | 2 | 338 | SH | | SOLE | |
| LOWES CO INC | | 548661107 | 703 | 16985 | SH | | SOLE | |
| LUCENT TECHNOLOGIES | | 549463107 | 20 | 27233 | SH | | SOLE | |
| LUCENT TECHNOLOGIES | | 549463107 | 1 | 2200 | SH | | DEFINED | |
| M & T BANK CORP | | 55261F104 | 157 | 2000 | SH | | SOLE | |
| MFS INTER INCOME TR | SH BEN INT | 55273C107 | 42 | 5900 | SH | | SOLE | |
| MGNA ENTMT CORP | | 559211107 | 0 | 20 | SH | | SOLE | |
| MANULIFE FINANCIAL CORP | | 56501r106 | 462 | 22019 | SH | | SOLE | |
| MARSH & MCLENNAN | | 571748102 | 41 | 1000 | SH | | SOLE | |
| MASCO CORPORATION | | 574599106 | 0 | 28 | SH | | SOLE | |
| MASSEY ENERGY CORP | | 576206106 | 2 | 396 | SH | | SOLE | |
| MCCORMICK & co | | 579780206 | 365 | 16045 | SH | | SOLE | |
| MCDATA CORP | CLASS A | 580031201 | 10 | 1875 | SH | | SOLE | |
| MCDATA CORP | CLASS A | 580031201 | 0 | 73 | SH | | DEFINED | |
| MCDONALD'S CORP | | 580135101 | 63 | 3600 | SH | | SOLE | |
| MCGRAW HILL COS INC | | 580645109 | 15 | 250 | SH | | DEFINED | |

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|---------------------------------|-----|-----------|------|-------|----|---------|
| MEADWESTVACO CORP | | 583334107 | 29 | 1547 | SH | SOLE |
| MEDTRONIC INC | COM | 585055106 | 40 | 960 | SH | SOLE |
| MELLON FINL CORP | | 58551A108 | 25 | 1000 | SH | SOLE |
| MERCK & CO INC | | 589331107 | 1380 | 30210 | SH | SOLE |
| MERCK & CO INC | | 589331107 | 178 | 3900 | SH | DEFINED |
| MERRILL LYNCH & CO., INC. | | 590188108 | 10 | 320 | SH | SOLE |
| METLIFE INC | COM | 59156R108 | 84 | 3709 | SH | SOLE |
| MICROSOFT CORP | | 594918104 | 691 | 15805 | SH | SOLE |
| MICROSOFT CORP | | 594918104 | 17 | 400 | SH | DEFINED |
| MICRON TECHNOLOGY | | 595112103 | 112 | 9120 | SH | SOLE |
| MID-AMERICA APARTMENT CMNTYS | | 59522J103 | 24 | 1000 | SH | DEFINED |
| MIDAS GROUP INC | | 595626102 | 3 | 666 | SH | SOLE |
| MILLER HERMAN INC | COM | 600544100 | 63 | 3560 | SH | SOLE |
| MIRANT CORP | | 604675108 | 7 | 3531 | SH | SOLE |
| MIRANT CORP | | 604675108 | 0 | 143 | SH | DEFINED |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|---|------------------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| MISSISSIPPI CHEMICAL CORP | | 605288208 | 1 | 1492 | SH | | SOLE |
| MONSANTO CO. | (NEW) | 61166W101 | 31 | 2046 | SH | | SOLE |
| MONSANTO CO | (NEW) | 61166W101 | 5 | 371 | SH | | DEFINED |
| MOODYS CORP | | 615369105 | 14 | 300 | SH | | SOLE |
| MORGAN STANLEY DEAN WITTER DISCOVER & CO | | 617446448 | 136 | 4040 | SH | | SOLE |
| MORGAN STANLEY DEAN WITTER DISCOVER & CO | | 617446448 | 8 | 260 | SH | | DEFINED |
| MORGAN STANLEY DEAN WITTER | HI INCOME ADV TR II | 61745P304 | 1 | 1700 | SH | | SOLE |
| MOTOROLA INC | | 620076109 | 177 | 17418 | SH | | SOLE |
| MOTOROLA INC | | 620076109 | 76 | 7466 | SH | | DEFINED |
| MULTIMEDIA GAMES INC | | 625453105 | 8 | 450 | SH | | SOLE |
| MUNICIPAL MORTGAGE & EQUITY LLC | GROWTH SH | 62624B101 | 101 | 4000 | SH | | SOLE |
| MUNIVEST FD INC | COM | 626295109 | 46 | 5000 | | | SOLE |
| MURPHY OIL CORP | COM | 626717102 | 4042 | 49259 | SH | | SOLE |
| MURPHY OIL CORP | COM | 626717102 | 190678 | 2323653 | SH | | DEFINED |
| MYLAN LABORATORIES INC | | 628530107 | 435 | 13308 | SH | | SOLE |
| NBC CAP CORP | | 628729105 | 100 | 4000 | SH | | SOLE |
| NCR CORP NEW | | 62886E108 | 1 | 64 | SH | | SOLE |
| NASDAQ 100 TRUST | | 631100104 | 4 | 200 | SH | | SOLE |
| NATIONAL COMM FINL CORP | | 63545P104 | 65 | 2600 | SH | | SOLE |
| NELSON, THOMAS INC | | 640376109 | 1 | 187 | SH | | SOLE |
| NICOR INC | COM | 654086107 | 15 | 550 | SH | | SOLE |
| NIKE INC | CLASS B | 654106103 | 415 | 9630 | SH | | SOLE |
| NOKIA CORP | SPND ADR | 654902204 | 31 | 2400 | SH | | SOLE |
| NOBLE ENERGY INC | | 655044105 | 33 | 1000 | SH | | SOLE |
| NORFOLK SO CORP | | 655844108 | 39 | 1934 | SH | | SOLE |
| NORTEL NETWORK CORP | NEW | 656568102 | 2 | 5000 | SH | | SOLE |
| NORTHERN TRUST COMPANY NTRS | | 665859104 | 67 | 1780 | SH | | SOLE |
| NORTHERN TRUST COMPANY NTRS | | 665859104 | 150 | 4000 | SH | | DEFINED |
| NORTHWESTERN CORPORATION | | 668074107 | 3 | 330 | SH | | SOLE |
| NOVELLUS SYSTEMS | | 670008101 | 152 | 7340 | SH | | SOLE |
| NUVEEN INSD PREMIUM INCOME | MUNI FD | 6706D8104 | 4 | 338 | | | SOLE |
| NUVEEN MUNICIPAL MARKET OPP | | 67062W103 | 52 | 3529 | | | SOLE |
| OKLAHOMA GAS & ELEC ENERGY CORP | | 670837103 | 72 | 4300 | SH | | SOLE |

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|---------------------------------|-----|-----------|------|-------|----|---------|
| OKLAHOMA GAS & ELEC ENERGY CORP | | 670837103 | 11 | 700 | SH | DEFINED |
| NUVEEN MUN VALUE FD INC | | 670928100 | 22 | 2300 | | SOLE |
| NUVEEN QUALITY INCOME MUNI | | 670977107 | 7 | 500 | SH | SOLE |
| NUVEEN PREMIER MUNICIPAL INC | | 670988104 | 24 | 1565 | SH | SOLE |
| OAKWOOD HOMES CORP | | 674098207 | 0 | 200 | SH | SOLE |
| OCCIDENTAL PETE COR DEL | | 674599105 | 14 | 500 | SH | SOLE |
| OCEAN ENERGY INC TEX | | 67481E106 | 3 | 200 | SH | SOLE |
| OFFICEMAX INC | | 67622M108 | 4 | 1000 | SH | SOLE |
| OLIN CORP | | 680665205 | 2 | 166 | SH | DEFINED |
| OMNICOM GROUP | | 681919106 | 16 | 300 | SH | SOLE |
| ORACLE SYSTEMS CORP | | 68389X105 | 32 | 4110 | SH | SOLE |
| PPG INDUSTRIES INC | | 693506107 | 26 | 600 | SH | SOLE |
| PACTIV COPR | | 695257105 | 28 | 1747 | SH | SOLE |
| PALM INC | | 696642107 | 0 | 519 | SH | DEFINED |
| PAYCHEX INC | | 704326107 | 3 | 150 | SH | SOLE |
| PENNEY J C INC | COM | 708160106 | 9 | 582 | SH | SOLE |
| PEOPLES ENERGY CORP | COM | 711030106 | 6 | 200 | SH | SOLE |
| PEOPLES ENERGY CORP | COM | 711030106 | 16 | 500 | SH | DEFINED |
| PEOPLES HLDG CO | COM | 711148106 | 14 | 367 | SH | SOLE |
| PEOPLES HLDG CO | COM | 711148106 | 40 | 1000 | SH | DEFINED |
| PEPSIAMERICAS INC | | 71343P200 | 56 | 4000 | SH | SOLE |
| PEPSICO INC | COM | 713448108 | 1347 | 36468 | SH | SOLE |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|-------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| PEPSICO INC | COM | 713448108 | 78 | 2130 | SH | | DEFINED |
| PFIZER INC | | 717081103 | 2496 | 86015 | SH | | SOLE |
| PFIZER INC | | 717081103 | 89 | 3100 | SH | | DEFINED |
| PHARMACIA CORP | | 71713U102 | 496 | 12776 | SH | | SOLE |
| PHARMACIA CORP | | 71713U102 | 84 | 2180 | SH | | DEFINED |
| PHELPS DODGE CORP | COM | 717265102 | 0 | 20 | SH | | SOLE |
| PHELPS DODGE CORP | COM | 717265102 | 12 | 500 | SH | | DEFINED |
| PHILIP MORRIS COS INC | COM | 718154107 | 225 | 5825 | SH | | SOLE |
| THE PHOENIX COMPANIES | | 71902E109 | 14 | 1051 | SH | | SOLE |
| PLACER DOME INC | | 725906101 | 1 | 170 | SH | | SOLE |
| PLUM CREEK TIMBER CO INC | | 729251108 | 26 | 1164 | SH | | SOLE |
| POTLATCH CORP | COM | 737628107 | 4 | 150 | SH | | SOLE |
| PRAXAIR INC | COM | 74005P104 | 15 | 300 | SH | | DEFINED |
| PRINCIPAL FINANCIAL GROUP | | 74251V102 | 40 | 1542 | SH | | SOLE |
| PROCTER & GAMBLE CO | COM | 742718109 | 1060 | 11861 | sh | | SOLE |
| PROCTER & GAMBLE CO | COM | 742718109 | 182 | 2040 | sh | | DEFINED |
| PROGRESS ENERGY INC | COM | 743263105 | 5 | 132 | sh | | SOLE |
| PRUDENTIAL FINANCIAL | | 744320102 | 127 | 4462 | sh | | SOLE |
| PUBLIC STORAGE, INC REIT | | 74460D109 | 5 | 180 | sh | | SOLE |
| PUTNAM HIGH INCOME CONV | BD FD | 746779107 | 2 | 400 | SH | | SOLE |
| PUTNAM MANAGED MUNICIPAL | INCOME TRUST | 746823103 | 4 | 500 | | | DEFINED |
| QLOGIC CORP | COM | 747277101 | 33 | 1303 | SH | | SOLE |
| QUALCOMM INC | | 747525103 | 5 | 200 | SH | | SOLE |
| QWEST COMMUNICATIONS INTL INC | COM | 749121109 | 4 | 2097 | SH | | SOLE |
| RFS HOTEL INVESTORS | | 74955J108 | 10 | 1000 | SH | | SOLE |
| RH DONNELLEY CORP | | 74955W307 | 1 | 60 | SH | | SOLE |
| RALCORP HOLDINGS NEW | COM | 751028101 | 1 | 66 | SH | | DEFINED |
| RAYTHEON CO NEW | | 755111507 | 17 | 600 | SH | | SOLE |
| REGIONS FNCL CORP | | 758940100 | 701 | 21490 | SH | | SOLE |

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|----------------------------|----------------|-----------|------|-------|----|---------|
| REGIONS FNCL CORP | | 758940100 | 58 | 1786 | SH | DEFINED |
| RELIANT ENERGY INC | | 75952J108 | 40 | 3500 | SH | SOLE |
| RELIANT ENERGY INC | | 75952J108 | 71 | 6201 | SH | DEFINED |
| REMINGTON OIL & GAS CORP | COM | 759594302 | 22 | 1600 | SH | SOLE |
| REYNOLDS R J TOB HLDGS INC | | 76182K105 | 191 | 4761 | SH | SOLE |
| RIVERSTONE NETWORKS INC | | 769320102 | 0 | 102 | SH | SOLE |
| ROCKWELL INTL CORP | NEW | 773903109 | 2 | 177 | SH | SOLE |
| ROCKWELL COLLINS INC | | 774341101 | 3 | 177 | SH | SOLE |
| ROHM & HAAS CO | COM | 775371107 | 6 | 200 | SH | SOLE |
| ROXIE INC | | 780008108 | 0 | 65 | SH | SOLE |
| ROYAL DUTCH PETE CO | NY REG GLD1.25 | 780257804 | 312 | 7786 | SH | SOLE |
| ROYAL DUTCH PETE CO | NY REG GLD1.25 | 720857804 | 128 | 3200 | SH | DEFINED |
| RUBY TUESDAY INC | | 781182100 | 23 | 1260 | SH | DEFINED |
| SBC COMMUNICATIONS, INC | | 78387G103 | 1040 | 51793 | SH | SOLE |
| SBC COMMUNICATIONS, INC | | 78387G103 | 15 | 780 | SH | DEFINED |
| SCP POOL CORP | COM | 784028102 | 55 | 2025 | SH | SOLE |
| SAFECO CORP | COM | 786429100 | 31 | 1000 | SH | SOLE |
| ST JUDE MEDICAL | | 790849103 | 380 | 10650 | SH | SOLE |
| SARA LEE CORP | COM | 803111103 | 14 | 800 | SH | SOLE |
| SCANA CORP | NEW | 80589M102 | 347 | 13342 | SH | SOLE |
| SCHERING PLOUGH CORP | COM | 806605101 | 393 | 18484 | SH | SOLE |
| SCHERING PLOUGH CORP | COM | 806605101 | 417 | 19600 | SH | DEFINED |
| SCHLUMBERGER LTD | COM | 806857108 | 59 | 1550 | SH | SOLE |
| THE CHARLES SCHWAB CORP | | 808513105 | 13 | 1500 | SH | SOLE |
| SCRIPPS EW INC | NEW CL A | 811054204 | 34 | 500 | SH | SOLE |
| SEARS ROEBUCK & CO | COM | 812387108 | 74 | 1920 | SH | SOLE |
| SEARS ROEBUCK & CO | COM | 812387108 | 6 | 167 | SH | DEFINED |
| SELIGMAN SELECT MUN FD INC | | 816344105 | 13 | 1250 | SH | SOLE |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| SEMPRA ENERGY | | 816851109 | 2 | 135 | SH | | SOLE |
| SERVICEMASTER COMPANY | COM | 81760N109 | 82 | 7593 | SH | | SOLE |
| SHELL TRANS & TRADING PLC | NEW YRK SH NEW | 822703609 | 64 | 1800 | SH | | DEFINED |
| SHERWIN WILLIAMS CO | COM | 824348106 | 26 | 1100 | SH | | SOLE |
| SIMMONS 1ST NATL CORP | CL A \$5 PAR | 828730200 | 245 | 6600 | SH | | SOLE |
| SIMMONS 1ST NATL CORP | CL A \$5 PAR | 828730200 | 9 | 250 | SH | | DEFINED |
| SIMON PROPERTY GROUP INC | | 828806109 | 236 | 6610 | SH | | SOLE |
| SIRIUS SATTELITE RADIO | | 82966U103 | 10 | 10000 | SH | | SOLE |
| SMUCKER J M CO | | 832696405 | 0 | 15 | SH | | SOLE |
| SMUCKER J M CO | | 832696405 | 0 | 12 | SH | | DEFINED |
| SMURFIT-STONE CONTAINER CORP | | 832727101 | 6 | 495 | SH | | SOLE |
| SOLUTIA INC | COM | 834376105 | 17 | 3312 | SH | | SOLE |
| SONY CORP | | 835699307 | 41 | 1000 | SH | | DEFINED |
| SOUTHERN CO | COM | 842587107 | 536 | 18639 | SH | | SOLE |
| SOUTHERN CO | COM | 842587107 | 94 | 3275 | SH | | DEFINED |

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|-------------------------------------|------------------|-----------|-----|-------|----|---------|
| SPRINT CORP | COM FON GROUP | 852061100 | 510 | 56000 | SH | SOLE |
| STEWART ENTERPRISES | | 860370105 | 20 | 4000 | SH | SOLE |
| STILLWELL FINANCIAL INC | | 860831106 | 7 | 600 | SH | SOLE |
| SUN LIFE FINANCIAL | | 866796105 | 226 | 14305 | SH | SOLE |
| SUN MICROSYSTEMS | | 866810104 | 4 | 1700 | SH | SOLE |
| SUNGARD DATA SYSTEMS | | 867363103 | 168 | 8650 | SH | SOLE |
| SUNOCO INC | | 86764P109 | 47 | 1582 | SH | SOLE |
| SUNTRUST BANKS INC | COM | 867914103 | 94 | 1545 | SH | SOLE |
| SWIFT TRANSN INC | COM | 870756103 | 21 | 1350 | SH | SOLE |
| SYNOVUS FINL CORP | | 87161C105 | 23 | 1125 | SH | SOLE |
| TECO ENERGY INC | COM | 872375100 | 12 | 800 | SH | SOLE |
| TECO ENERGY INC | COM | 872375100 | 12 | 800 | SH | DEFINED |
| TJX COMPANIES | | 872540109 | 1 | 100 | SH | SOLE |
| TXU CORP | | 873168108 | 125 | 3000 | SH | SOLE |
| TARGET CORP | | 87612E106 | 389 | 13180 | SH | SOLE |
| TARGET CORP | | 87612E106 | 11 | 400 | SH | DEFINED |
| TELLABS INC DELAWARE | | 879664100 | 3 | 800 | SH | SOLE |
| TELLABS INC DELAWARE | | 879664100 | 0 | 200 | SH | DEFINED |
| TEMPLE INLAND INC | | 879868107 | 15 | 400 | SH | SOLE |
| TENET HEALTHCARE CORP | | 88033G100 | 338 | 6840 | SH | |
| TENNECO AUTOMOTIVE NW | | 880349105 | 0 | 150 | SH | SOLE |
| TEXAS BIOTECH | | 88221T104 | 0 | 100 | SH | SOLE |
| TEXAS INSTRUMENTS | | 882508104 | 17 | 1200 | SH | SOLE |
| THOMAS & BETTS CORP | COM | 884315102 | 2 | 200 | sh | SOLE |
| THORNBURG MORTGAGE INC | | 885218107 | 11 | 600 | SH | SOLE |
| 3 COM CORP | | 885535104 | 1 | 350 | SH | DEFINED |
| 3M CO | | 88579Y101 | 172 | 1566 | SH | SOLE |
| TIFFANY & CO | NEW | 886547108 | 47 | 2200 | SH | SOLE |
| TRAVELERS PROPERTY CASUALTY CORP | CL A | 89420G109 | 7 | 532 | SH | SOLE |
| TRAVELERS PROPERTY CASUALTY CORP | CL A | 89420G109 | 4 | 350 | SH | DEFINED |
| TRIAD HOSPS INC | | 89579K109 | 2 | 65 | SH | DEFINED |
| TRIANGLE PHARMACEUTICALS INC | | 89589H104 | 2 | 1000 | SH | SOLE |
| TRIBUNE COMPANY | | 896047107 | 50 | 1200 | SH | SOLE |
| TRIQUINT SEMICONDUCTOR | | 89674K103 | 10 | 2950 | SH | SOLE |
| TRUSTMARK CORP | COM | 898402102 | 629 | 27498 | SH | SOLE |
| TRUSTMARK CORP | COM | 898402102 | 45 | 2000 | SH | DEFINED |
| TYCO INTL LTD | NEW COM | 902124106 | 4 | 350 | SH | SOLE |
| TYCO INTL LTD | NEW COM | 902124106 | 2 | 200 | SH | DEFINED |
| TYSON FOODS INC | CL A | 902494103 | 8 | 750 | SH | SOLE |
| TYSON FOODS INC | CL A | 902494103 | 174 | 15000 | SH | DEFINED |
| USA TRUCK INC - RESTRICTED | | 902925106 | 605 | 86498 | SH | SOLE |
| US BANCORP DEL | NEW | 902973304 | 52 | 2822 | SH | SOLE |
| US UNWIRED INC | | 90338R104 | 3 | 5000 | SH | SOLE |
| UNION PACIFIC CORP | | 907818108 | 212 | 3680 | SH | SOLE |
| UNION PACIFIC CORP | | 907818108 | 228 | 3950 | SH | DEFINED |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|-----------------|-------------------|-------|--------------------|--------------------|------------|--------------|--------------------------|
|-----------------|-------------------|-------|--------------------|--------------------|------------|--------------|--------------------------|

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|------------------------------|------------|-----------|------|--------|----|---------|
| UNION PLANTERS CORP | | 908068109 | 1102 | 40164 | SH | SOLE |
| UNION PLANTERS CORP | CONV PFD | 908068307 | 49 | 1000 | SH | SOLE |
| | SER E 8% | | | | | |
| UNITED AUTO GROUP INC | COM | 909440109 | 141 | 10105 | SH | SOLE |
| UNITED STS STL CORP | NEW | 912909108 | 5 | 500 | SH | SOLE |
| VAN KAMPEN INCOME TR | | 920957107 | 2 | 450 | | SOLE |
| VERIZON COMMUNICATIONS | | 92343V104 | 1006 | 36710 | SH | SOLE |
| VERIZON COMMUNICATIONS | | 92343V104 | 83 | 3028 | SH | DEFINED |
| VIACOM INC | CLB | 925524308 | 95 | 2355 | SH | SOLE |
| VIACOM INC | CLB | 925524308 | 13 | 325 | SH | DEFINED |
| VISTEON CORP | | 92839U107 | 0 | 89 | SH | SOLE |
| VODAFONE GROUP PLC | NEW | 92857W100 | 53 | 4164 | SH | SOLE |
| W.P. CAREY & co., LLC | | 92930Y107 | 61 | 2474 | SH | SOLE |
| WACHOVIA CORP 2ND | NEW | 929903102 | 361 | 11069 | SH | SOLE |
| WACHOVIA CORP 2ND | NEW | 929903102 | 16 | 500 | SH | DEFINED |
| WAL MART STORES INC | COM | 931142103 | 2931 | 59545 | SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 230 | 4686 | SH | DEFINED |
| WALGREEN CO | COM | 931422109 | 150 | 4900 | SH | SOLE |
| WASHINGTON MUTUAL INC | | 939322103 | 18 | 600 | SH | SOLE |
| WASTE MANAGEMENT INC | NEW | 94106L109 | 309 | 13282 | SH | SOLE |
| WASTE MANAGEMENT INC | NEW | 94106L109 | 0 | 1 | SH | DEFINED |
| WEBMD CORP | | 94769M105 | 5 | 1000 | SH | DEFINED |
| WEINGARTEN RLTY INVS | SH BEN INT | 948741103 | 54 | 1500 | SH | SOLE |
| WELLS FARGO & CO. | NEW | 949746101 | 323 | 6710 | SH | SOLE |
| WELLS FARGO & CO. | NEW | 949746101 | 9 | 200 | SH | DEFINED |
| WEYERHAEUSER CO | COM | 962166104 | 166 | 3800 | SH | SOLE |
| WHITNEY HOLDING CORP | COMMON | 966612103 | 101 | 3180 | SH | SOLE |
| WILLIAMS COMPANY | COMMON | 969457100 | 5 | 2657 | SH | SOLE |
| WORLDCOM, INC. | | 98157D106 | 33 | 367147 | SH | SOLE |
| WORLDCOM, INC. | | 98157D106 | 0 | 1300 | SH | DEFINED |
| WORLDCOM INC GA NW MCI GROUP | | 98157D304 | 2 | 17209 | SH | SOLE |
| WORLDCOM INC GA NW MCI GROUP | | 98157D304 | 0 | 40 | SH | DEFINED |
| WE WRIGLEY JR. COMPANY | | 982526105 | 9 | 200 | SH | SOLE |
| WYETH | | 983024100 | 257 | 8090 | SH | SOLE |
| WYETH | | 983024100 | 9 | 300 | SH | DEFINED |
| XM SATELLITE | | 983759101 | 97 | 25000 | SH | SOLE |
| XCEL ENERGY INC | | 98389B100 | 20 | 2154 | SH | SOLE |
| YUM BRANDS INC | | 988498101 | 70 | 2546 | SH | SOLE |
| ZIMMER HLDGS INC | | 98956P102 | 7 | 200 | SH | DEFINED |
| AMSOUTH BANCORP | | 32165102 | 284 | 13,724 | SH | SOLE |
| BANCORPSOUTH INC | | 59691003 | 244 | 12,373 | SH | SOLE |
| BERKSHIRE HATHAWY CLUB DEL | CLB | 84670207 | 24 | 10 | SH | SOLE |
| BEST BUY INC | | 86516101 | 9 | 400 | SH | SOLE |
| CITIGROUP INC | | 172967101 | 65 | 2,250 | SH | SOLE |
| COCA COLA CO | | 191216100 | 58 | 1,200 | SH | SOLE |
| DISNEY WALT CO DEL | | 254687106 | 3 | 200 | SH | SOLE |
| E M C CORP MASS | | 268648102 | 4 | 800 | SH | SOLE |
| EATON VANCE TAX MGD | CLASS B | 277911848 | 31 | 1,982 | SH | SOLE |
| GENERAL ELECTRIC CO | | 369604103 | 183 | 7,480 | SH | SOLE |
| HEWLETT-PACKARD CO | DE | 428236103 | 4 | 300 | SH | SOLE |
| INTEL CORP | | 458140100 | 58 | 4,000 | SH | SOLE |
| JOHNSON & JOHNSON | | 478160104 | 15 | 274 | SH | SOLE |
| LSI LOGIC CORP | | 502161102 | 2 | 300 | SH | SOLE |
| LUCENT TECH INC | | 549463107 | 0 | 400 | SH | SOLE |
| MAGNA-LAB INC CL A | | 559235106 | 0 | 2,000 | SH | SOLE |
| MCDATA CORP | CLA | 580031201 | 0 | 29 | SH | SOLE |
| MICROSOFT CORP | | 594918104 | 37 | 822 | SH | SOLE |
| NASDAQ 100 TR | UNIT SER 1 | 631100104 | 3 | 140 | SH | SOLE |
| NOKIA CORP ADR | | 654902204 | 1 | 100 | SH | SOLE |

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|---------------------|-----------|-----|-------|----|------|
| PEOPLES HLDG CO | 711148106 | 60 | 1,439 | SH | SOLE |
| PHILIP MORRIS COS | 718154107 | 8 | 200 | SH | SOLE |
| PROCTER & GAMBLE CO | 742718109 | 152 | 1,720 | SH | SOLE |

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|---|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|----------------------|-----------------------------------|
| QWEST COMM INTL INC | | 749121109 | 1 | 412 | SH | | SOLE |
| RF MICRO DEVICES INC | | 749941100 | 3 | 400 | SH | | SOLE |
| SMUCKER J M CO NEW | | 832696405 | 1 | 34 | SH | | SOLE |
| SUN MICROSYSTEMS INC | | 866810104 | 2 | 600 | SH | | SOLE |
| TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD | | 874039100 | 4 | 630 | SH | | SOLE |
| TEXAS INSTRUMENTS INC | | 882508104 | 5 | 300 | SH | | SOLE |
| AFFYMETRIX INC | | 00826T108 | 10 | 500 | SH | | SOLE |
| AGERE SYS INC | CLA | 00845V100 | 0 | 4 | SH | | SOLE |
| AGERE SYS INC | CLB | 00845V209 | 0 | 105 | SH | | SOLE |
| CISCO SYS INC | | 17275R102 | 9 | 800 | SH | | SOLE |
| GOLDMAN SACHS GROUP INC | | 38141G104 | 10 | 150 | SH | | SOLE |
| JDS UNIPHASE CORP | | 46612J101 | 0 | 200 | SH | | SOLE |
| JUNIPER NETWORKS INC | | 48203R104 | 0 | 100 | SH | | SOLE |
| MERISTAR HOSPITALITY | CORP | 58984Y103 | 8 | 847 | SH | | SOLE |
| TRAVELERS PPTY CAS | CLA | 89420G109 | 1 | 96 | SH | | SOLE |
| TRAVELERS PPTY CAS | CLB | 89420G406 | 3 | 199 | SH | | SOLE |
| WORLDCOM INC GA NEW | | | 0 | 1,095 | | | |
| | | 98157D106 | | | SH | | SOLE |
| WORLDCOM INC GA (MCI GROUP) | | 98157D304 | 0 | 55 | SH | | SOLE |
| AMDOCS LIMITED | | G02602103 | 2 | 325 | SH | | SOLE |
| FLEXTRONICS INTL INC | ISIN #SG9999000020 | Y2573F102 | 4 | 600 | SH | | SOLE |
| GRAND TOTALS | | | 316228 | 59,595 | | | |
| | | | ===== | ===== | | | |