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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: June 30, 2003

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 ----- [Signature]	Tupelo, Mississippi ----- [City, State]	November 15, 2004 ----- [Date]
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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: 635

Form 13F Information Table Value Total: \$413,687  
(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

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FORM 13F INFORMATION TABLE

NAMES OF ISSUER -----	TITLE OF CLASS -----	CUSIP -----	VALUE [X\$1000] -----	SHRS OR PRN AMT -----	SH/ PRN -----	PCT/ CALL -----	INVESTMENT DISCRETION -----	OTHER MANAGERS -----
DAIMLERCHRYSLER RAG	ORD	D1668R123	1	49	SH		SOLE	1
GLOBAL SANTAFE CORP		G3930E101	53	2295	SH		SOLE	1
INGSOLL-RAND CO CL A BERMUDA		G4776G101	297	6297	SH		SOLE	1
NOBLE CORP		G65422100	10	300	SH		SOLE	1
TRANSOCEAN SEDCO FOREX INC		G90078109	4	196	SH		SOLE	1
TRANSOCEAN SEDCO FOREX INC		G90078109	1	77	SH		DEFINED	1
ROYAL CARIBBEAN CRUISES		V7780T103	4	200	SH		SOLE	1
A F L A C INC		001055102	73	2400	SH		SOLE	1
AGL RESOURCES, INC		001204106	27	1090	SH		SOLE	1
AES CORPORATION		00130H105	6	1000	SH		SOLE	1
AOL TIME WARNER		00184A105	473	29407	SH		SOLE	1
AT&T CORP	COM NEW	001957505	107	5593	SH		SOLE	1
AT&T CORP	COM NEW	001957505	2	119	SH		DEFINED	1

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AT&T WIRELESS SVCS INC		00209A106	60	7359	SH	SOLE	1
AT&T WIRELESS SVCS INC		00209A106	1	192	SH	DEFINED	1
ABBOTT LAB		002824100	1400	32014	SH	SOLE	1
ABBOTT LAB		002824100	218	5000	SH	DEFINED	1
ADAMS EXPRESS CO	COM	006212104	114	9692	SH	SOLE	1
ADAPTEC INC		00651F108	3	400	SH	SOLE	1
ADVANTEST CORP	SPON ADR	00762U101	3	295	SH	SOLE	1
ADVANCED MICRO DEVICES INC		007903107	6	1000	SH	SOLE	1
ADVANCED MICRO DEVICES INC		007903107	1	200	SH	DEFINED	1
AEGEON	N V ORD	007924103	2	290	SH	SOLE	1
AETNA INC	COM	00817Y108	12	200	SH	DEFINED	1
AGILENT TECHNOLOGIES, INC		00846U101	34	1775	SH	SOLE	1
AGILENT TECHNOLOGIES, INC.		00846U101	1	100	SH	DEFINED	1
AGNICO EAGLE MINES		008474108	5	500	SH	SOLE	1
AIR PRODS & CHEMS INC	COM	009158106	1	27	SH	SOLE	1
ALCOA INC		013817101	157	6161	SH	SOLE	1
ALCOA INC		013817101	12	500	SH	DEFINED	1
ALLEGHENY ENERGY INC		017361106	1	200	SH	SOLE	1
ALLIANCE CAP MGMT HLDG L P		01855A101	73	2000	SH	DEFINED	1
ALLIED CAP CORP NEW	COM	01903Q108	7	315	SH	SOLE	1
ALLSTATE CORP	COMMON	020002101	167	4707	SH	SOLE	1
ALLSTATE CORP	COMMON	020002101	21	604	SH	DEFINED	1
ALLTEL CORP		020039103	211	4390	SH	SOLE	1
ALLTEL CORP		020039103	511	10600	SH	DEFINED	1
ALTRIA GROUP INC		02209S103	567	12483	SH	SOLE	1
AMERICAN EAGLE OUTFITTERS, INC		02553E106	4	220	SH	SOLE	1
AMERICAN ELECTRIC POWER		025537101	132	4460	SH	SOLE	1
AMER EXPRESS CO		025816109	117	2800	SH	SOLE	1
AMERICAN INTERNATIONAL GROUP INC		026874107	298	5403	SH	SOLE	1
AMERICAN INTERNATIONAL GROUP, INC		026874107	9	175	SH	DEFINED	1
AMERICAN ITALIAN PASTA COMPANY	CLASS A	027070101	3	80	SH	SOLE	1
AMERUS LIFE HOLDINGS		03072M108	20	712	SH	SOLE	1
AMERISOURCEBERGEN CORP		03073E105	325	4690	SH	SOLE	1
AMATEK INC		031100100	2	80	SH	SOLE	1
AMGEN INC		031162100	40	611	SH	SOLE	1
AMGEN INC		031162100	13	200	SH	DEFINED	1
AMSOUTH BANCORPORATION		032165102	2514	115115	SH	SOLE	1
AMVESCAP PLC	ADR	03235E100	2	210	SH	SOLE	1

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ANADARKO PETE CORP		032511107	65	1464	SH		DEFINED	1
ANALOG DEVICES INC	COM	032654105	3	100	SH		SOLE	1
ANHEUSER-BUSCH COMPANIES		035229103	1166	22859	SH		SOLE	1
ANHEUSER-BUSCH COMPANIES		035229103	183	3600	SH		DEFINED	1

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
ANTHEM INC		03674B104	276	3590	SH		SOLE	1
APARTMENT INVT & MGMT CO	CL A	03748R101	38	1100	SH		SOLE	1
APPLE COMP INC		037833100	60	3200	SH		DEFINED	1
APPLIED MATERIALS INC		038222105	84	5350	SH		SOLE	1
AQUILA INC		03840P102	6	2500	SH		SOLE	1
ARCH COAL, INC		039380100	4	200	SH		SOLE	1
ARCHER-DANIELS- MIDLAND COMPANY		039483102	3	279	SH		SOLE	1
ARMOR HOLDINGS, INC		042260109	3	285	SH		SOLE	1
ARVINMERITOR		043353101	0	44	SH		SOLE	1
ASTORIA FINANCIAL CORP		046265104	4	155	SH		SOLE	1
AUTO DATA PROCESS		053015103	187	5548	SH		SOLE	1
AUTO DATA PROCESS		053015103	108	3200	SH		DEFINED	1
AUTOZONE		053332102	15	200	SH		SOLE	1
AUTOZONE		053332102	40	530	SH		DEFINED	1
AVAYA INC		053499109	1	227	SH		SOLE	1
AVON PRODUCTS INC	COM	054303102	43	700	SH		SOLE	1
AXA-UAP	ADR	054536107	3	236	SH		SOLE	1
BP AMOCO PLC SPONSORED	ADR	055622104	410	9767	SH		SOLE	1
BP AMOCO PLC SPONSORED	ADR	055622104	199	4736	SH		DEFINED	1
BAKER HUGHES INC	COM	057224107	16	506	SH		SOLE	1
BALDOR ELEC CO	COM	057741100	29286	1422387	SH		DEFINED	1
BANCO BILBAO VIZCAYA SP	ADR	05946K101	2	285	SH		SOLE	1
BANCORP MS		05969210X	291	14000	SH		SOLE	1
BANCORPSOUTH INC		059692103	18683	896511	SH		SOLE	1
BANCORPSOUTH INC		059692103	2886	138513	SH		DEFINED	1
BANK OF AMERICA CORP	NEW COM	060505104	606	7680	SH		SOLE	1
BANK OF AMERICA CORP	NEW COM	060505104	23	300	SH		DEFINED	1
BANK OF THE OZARKS, INC		063904106	1770	46100	SH		DEFINED	1

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BANK OF NEW YORK		064057102	276	9615	SH		SOLE	1
BANK ONE CORP	COM	06423A103	89	2420	SH		SOLE	1
BANK ONE CORP	COM	06423A103	55	1482	SH		DEFINED	1
BAXTER INTL INC		071813109	231	8895	SH		SOLE	1
BEAR STEARNS COS INC		073902108	282	3896	SH		SOLE	1
BECTON		075887109	16	412	SH		SOLE	1
DICKINSON BED								
BATH & BEYOND		075896100	7	200	SH		SOLE	1
BELLSOUTH CORP		079860102	998	37494	SH		SOLE	1
BELLSOUTH CORP		079860102	10	400	SH		DEFINED	1
BERKSHIRE		084670108	72	1	SH		SOLE	1
HATHAWAY "A"								
BERKSHIRE	CL B	084670207	7	3	SH		DEFINED	1
HATHAWAY INC DEL								
BIOTRANSPLANT INC	COM	09066Y107	0	4400	SH		SOLE	1
BLACKROCK INVT QUALITY MUNI TR INC		09247D105	43	3000	SH		SOLE	1
MF BLACKROCK INCOME TRUST		09247F100	18	2400	SH		SOLE	1
BLACKSTONE INVESTMENT		09247J102	39	4155	SH		SOLE	1
BLOCK H & R INC	COM	093671105	17	401	SH		SOLE	1
BOEING INC		097023105	50	1480	SH		SOLE	1
BORG WARNER AUTOMOTIVE INC		099724106	5	82	SH		SOLE	1
BOSTON SCIENTIFIC		101137107	1	23	SH		SOLE	1
BOWATER INC		102183100	61	1630	SH		SOLE	1
BRISTOL MYERS SQUIBB CO		110122108	675	24898	SH		SOLE	1
BRISTOL MYERS SQUIBB CO		110122108	32	1200	SH		DEFINED	1
BRITISH SKY	SPON ADR	111013108	3	70	SH		SOLE	1
BROADCASTING GP PLC								
BROWN TOM INC	NEW	115660201	2	105	SH		SOLE	1
BUCKEYE TECHNOLOGY INC		118255108	10	1500	SH		SOLE	1
CBRL GROUP INC	COM	12489V106	34	900	SH		SOLE	1
CEC ENTMT INC		125137109	31	850	SH		SOLE	1
CLECO CORP	COM	12561W105	7	461	SH		SOLE	1
CSK AUTO CORP		125965103	1	135	SH		SOLE	1

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
CNET NETWORKS INC		12613R104	0	118	SH		SOLE	1
CADBURY	ADR	127209302	29	1200	SH		SOLE	1
SCHWEPPES PLC								
CALLAWAY GOLF CO		131193104	5	385	SH		SOLE	1
CAMPBELL SOUP CO	COM	134429109	9	400	SH		SOLE	1
CANON INC	ADR	138006309	3	70	SH		SOLE	1

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	SHRS						
CAPITAL ONE FINL CORP	COM	14040H105	226	4600	SH	SOLE	1
CARDINAL HEALTH INC	COM	14149Y108	12	200	SH	SOLE	1
CATERPILLAR INC		149123101	166	3000	SH	SOLE	1
CENDANT CORP	COM	151313103	20	1099	SH	SOLE	1
CENTERPOINT ENERGY INC		15189T107	4	544	SH	SOLE	1
CENTURYTEL, INC		156700106	123	3550	SH	SOLE	1
CHARTER COMMUNICATIONS INC	DEL CL A	16117M107	2	600	SH	SOLE	1
CHECKPOINT SYSTEMS		162825103	14	1000	SH	SOLE	1
CHEVRONTEXACO CORP		166764100	1005	13930	SH	SOLE	1
CHEVRONTEXACO CORP		166764100	95	1327	SH	DEFINED	1
CINERGY		172474108	4	114	SH	SOLE	1
CISCO SYS INC		17275R102	607	36207	SH	SOLE	1
CISCO SYS INC		17275R102	23	1400	SH	DEFINED	1
CITIGROUP, INC		172967101	801	18737	SH	SOLE	1
CITIGROUP, INC		172967101	347	8117	SH	DEFINED	1
CITIZENS HOLDING COMPANY		174715102	2663	158987	SH	SOLE	1
CLEAR CHANNEL COMMUNICATIONS		184502102	4	100	SH	SOLE	1
COCA COLA BOTTLING CO CONS	COM	191098102	22	420	SH	SOLE	1
COCA COLA CO		191216100	1284	27682	SH	SOLE	1
COCA COLA CO		191216100	69	1500	SH	DEFINED	1
COCA COLA	COM	191219104	70	3900	SH	SOLE	1
ENTERPRISES INC							
COLGATE-PALMOLIVE CO		194162103	238	4112	SH	SOLE	1
COLGATE-PALMOLIVE CO		194162103	11	200	SH	DEFINED	1
COLONIAL HIGH INCOME MUNICIPAL TRUST		195743109	1	200		SOLE	1
COMCAST CORP	NEW CL A	20030N101	250	8315	SH	SOLE	1
COMCAST CORP	COM						
COMCAST CORP	NEW CL A	20030N101	5	192	SH	DEFINED	1
COMCAST CORP	COM						
COMMSCOPE INC		203372107	9	1000	SH	SOLE	1
COMPUTER ASSOC INTL INC	COM	204912109	17	800	SH	SOLE	1
COMPUTER SCIENCES CORPORATION	COMMON	205363104	3	99	SH	DEFINED	1
CONAGRA FOODS INC	COM	205887102	4	200	SH	DEFINED	1
CONEXANT SYS INC	COM	207142100	0	176	SH	SOLE	1
CONOCO PHILLIPS		20825C104	268	4892	SH	SOLE	1
CONSECO	SH BEN INT	20847A102	8	866	SH	SOLE	1
STRATEGIC INC FD							
CONSTELLATION ENERGY CORP		210371100	5	150	SH	SOLE	1
COOPER TIRE & RUBBER CO		216831107	280	15953	SH	SOLE	1
COOPER TIRE & RUBBER CO		216831107	1	100	SH	DEFINED	1

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CORRECTIONS CORP OF AMERICA		22025Y407	0	4	SH		DEFINED	1
COSTCO WHOLESALE CORP		22160K105	16	445	SH		SOLE	1
COX COMMUNICATIONS	CL A	224044107	3	100	SH		DEFINED	1
CYPRESS SEMICONDUCTOR		232806109	6	500	SH		SOLE	1
CYTYC CORPORATION		232946103	2	265	SH		SOLE	1
DNP SELECT		23325P104	11	1100	SH		DEFINED	1
INCOME FD INC								
DANAHER CORP DEL	COM	235851102	204	3000	SH		SOLE	1
DANKA BUSINESS SYS PLC	SPONSORED ADR	236277109	19	5000	SH		SOLE	1
DEERE & CO		244199105	68	1500	SH		SOLE	1
DEL MONTE FOODS	COM	24522P103	1	121	SH		SOLE	1
DELL COMPUTER		247025109	489	15365	SH		SOLE	1
DELL COMPUTER		247025109	35	1100	SH		DEFINED	1
DELPHI AUTO SYSTEMS		247126105	2	250	SH		SOLE	1

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
DELTA & PINE LD CO	COM	247357106	11	509	SH		SOLE	1
DELTIC TIMBER INC		247850100	407	14324	SH		SOLE	1
DELTIC TIMBER INC		247850100	18363	645471	SH		DEFINED	1
DEVON ENERGY CORP	NEW COM	25179M103	4	82	SH		SOLE	1
DIAL CORPORATION		25247D101	6	348	SH		SOLE	1
WALT DISNEY CO		254687106	236	11991	SH		SOLE	1
WALT DISNEY CO		254687106	3	200	SH		DEFINED	1
DOMINION RES INC	VA NEW	25746U109	1	25	SH		SOLE	1
DONNELLEY RR & SONS		257867101	20	800	SH		SOLE	1
DOW CHEMICAL CO		260543103	496	16053	SH		SOLE	1
DOW CHEMICAL CO		260543103	14	483	SH		DEFINED	1
DREYFUS STRATEGIC MUNICIPALS INC		261932107	20	2086			SOLE	1
DREYFUS MUNICIPAL INCOME INC		26201R102	18	1832			SOLE	1
DU PONT EI D NEMOURS & CO		263534109	155	3728	SH		SOLE	1
DU PONT EI D NEMOURS & CO		263534109	4	100	SH		DEFINED	1
DUKE ENERGY CORP	COM	264399106	65	3264	SH		SOLE	1
DUN & BRADSTREET NW		26483E100	6	150	SH		SOLE	1
DYNEX CAP INC	COM NEW	26817Q506	0	106	SH		DEFINED	1
E-LOAN INC		26861P107	5	1000	SH		SOLE	1
EMC CORP		268648102	43	4200	SH		SOLE	1
EMC CORP		268648102	41	4000	SH		DEFINED	1

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ENSCO		26874Q100	1	74	SH		SOLE	1
INTERNATIONAL INC								
E TRADE GROUP INC		269246104	34	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	251	3205	SH		SOLE	1
ECHOSTAR COMMUN		278762109	17	500	SH		SOLE	1
EDWARDS		28176E108	7	240	SH		SOLE	1
LIFESCIENCES CORP								
EL PASO		28336L109	1	212	SH		SOLE	1
CORPORATION								
ELAN CORP	PLC ADR	284131208	0	100	SH		SOLE	1
ELECTRONIC DATA	NEW	285661104	13	642	SH		SOLE	1
SYS CORP								
EMERSON ELECTRIC		291011104	97	1900	SH		SOLE	1
CO								
ENCORE WIRE CORP	COM	292562105	197	20900	SH		SOLE	1
ENERGY EAST CORP	COM	29266M109	4	200	SH		SOLE	1
ENGELHARD CORP		292845104	6	253	SH		DEFINED	1
ENTERASYS		293637104	0	200	SH		SOLE	1
NETWORKS INC								
ENERGY CORP		29364G103	287	5444	SH		SOLE	1
ENERGY CORP		29364G103	31	593	SH		DEFINED	1
EQUITY INNS, INC		294703103	10	1500	SH		DEFINED	1
EQUITY		29476L107	11	436	SH		SOLE	1
RESIDENTIAL								
PPTY SBI								
ESTERLINE		297425100	3	185	SH		SOLE	1
TECHNOLOGIES CORP								
EXXON MOBIL CORP		30231G102	6326	176226	SH		SOLE	1
EXXON MOBIL CORP		30231G102	1015	28276	SH		DEFINED	1
FPL GROUP INC		302571104	267	3995	SH		SOLE	1
FED HMN LN MTG	VOTING	313400301	12	250	SH		SOLE	1
CORP	COM							
FNMA	COM	313586109	80	1200	SH		SOLE	1
FEDERATED DEPT		31410H101	1	41	SH		SOLE	1
STORES INC								
FEDEX CORPORATION		31428X106	62	1000	SH		SOLE	1
FEDEX CORPORATION		31428X106	6	100	SH		DEFINED	1
FIRST DATA CORP	COM	319963104	1	40	SH		SOLE	1
FIRST INDL RLTY		32054K103	14	450	SH		SOLE	1
TR INC								
FIRST M & F CORP		320744105	42	1293	SH		SOLE	1
FIRST TENNESSEE		337162101	1570	35778	SH		SOLE	1
NATIONAL CORP								
FISERV INC		337738108	216	6070	SH		SOLE	1
FIRSTMERIT CORP		337915102	7	325	SH		SOLE	1
FLEET BOSTON CORP		339030108	24	812	SH		SOLE	1

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
FLUOR CORP		343412102	3	96	SH		DEFINED	1
FORD MOTOR COMPANY	COMMON	345370860	74	6760	SH		SOLE	1



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FORD MOTOR COMPANY	COMMON	345370860	7	700	SH	DEFINED	1
FOREST LABS		345838106	14	266	SH	SOLE	1
FORREST OIL CORP		346091705	135	5400	SH	SOLE	1
FORRESTER		346563109	3	235	SH	SOLE	1
RESEARCH INC							
FULTON FINANCIAL CORP - PA		360271100	2	140	SH	SOLE	1
FURNITURE BRANDS INTL		360921100	3	145	SH	SOLE	1
GSI COMMERCE INC		36238G102	0	29	SH	SOLE	1
GALLAGHER ARTHUR J & CO		363576109	48	1770	SH	SOLE	1
GAP INC DEL	COM	364760108	29	1562	SH	SOLE	1
GENERAL ELECTRIC CO		369604103	3394	118358	SH	SOLE	1
GENERAL ELECTRIC CO		369604103	83	2900	SH	DEFINED	1
GENERAL MLS INC	COM	370334104	23	497	SH	SOLE	1
GENERAL MLS INC	COM	370334104	0	20	SH	DEFINED	1
GEN MTR CORP		370442105	20	571	SH	SOLE	1
GENOME	COM	372430108	2	1000	SH	SOLE	1
THERAPEUTICS CORP							
GEORGIA PAC CORP		373298108	24	1290	SH	SOLE	1
GERON CORP	COM	374163103	2	300	SH	SOLE	1
GILLETTE CO		375766102	95	3006	SH	SOLE	1
GILLETTE CO		375766102	111	3485	SH	DEFINED	1
GLAXO WELLCOME PLC SPONSORED	ADR	37733W105	4	100	SH	SOLE	1
GOLDMAN SACHS GROUP		38141G104	14	178	SH	SOLE	1
GOODYEAR TIRE & RUBBER		382550101	3	618	SH	SOLE	1
GREAT LAKES CHEM CORP	COM	390568103	36	1785	SH	DEFINED	1
GREAT PLAINS ENERGY INC		391164100	53	1855	SH	SOLE	1
GUIDANT CORP	COM	401698105	115	2600	SH	SOLE	1
HCA INC.		404119109	97	3050	SH	SOLE	1
HCC INSURANCE HOLDINGS, INC		404132102	4	155	SH	SOLE	1
HALLIBURTON CO	COM	406216101	19	850	SH	SOLE	1
HALLIBURTON CO	COM	406216101	13	600	SH	DEFINED	1
HANCOCK FABRICS		409900107	25	1600	SH	SOLE	1
HANCOCK HLDG CO	CAP VALUE	410120109	203	4345	SH	SOLE	1
CEF HANCOCK JOHN PFD		41013X106	10	400	SH	SOLE	1
JOHN HANCOCK		41014S106	8	285	SH	SOLE	1
HARLEY DAVIDSON INC	COM	412822108	14	355	SH	SOLE	1
HARRIS CORP		413875105	42	1400	SH	SOLE	1
HARTE-HANKS INC	COM	416196103	2	150	SH	SOLE	1
HARTFORD FNCL SV GRP INC	COM	416515104	12	250	SH	DEFINED	1
HASBRO, INC		418056107	13	787	SH	DEFINED	1
HEINZ H J CO	COM	423074103	9	273	SH	SOLE	1
HERSHEY FOODS CORP		427866108	165	2380	SH	SOLE	1
HEWLETT PACKARD CO		428236103	491	23095	SH	SOLE	1
HEWLETT PACKARD CO		428236103	8	400	SH	DEFINED	1

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HIBERNIA CORP		428656102	5586	307778	SH		SOLE	1
HIBERNIA CORP		428656102	16	900	SH		DEFINED	1
HIGH INCOME OPPORTUNITY FD		42967Q105	18	2500	SH		SOLE	1
HOME DEPOT		437076102	520	15725	SH		SOLE	1
HOME DEPOT		437076102	50	1532	SH		DEFINED	1
HONEYWELL INTL INC		438516106	83	3120	SH		SOLE	1
HUBBELL INC	CL B	443510201	33	1000	SH		SOLE	1
HUDSON UNITED BANCORP		444165104	3	100	SH		SOLE	1
ICN PHARMACEUTICALS INC NEW	COM	448924100	8	525	SH		SOLE	1
ING PRIME RATE TR SH BEN INT		44977W106	100	13907	SH		SOLE	1
ILLINOIS TOOL WORKS INC		452308109	5	76	SH		SOLE	1
IMPERIAL TOBACCO PLC	SPON ADR	453142101	3	90	SH		SOLE	1
INSIGHT ENTERPRISES INC	COM	45765U103	27	2775	SH		SOLE	1
INPUT/OUTPUT INC		457652105	4	750	SH		SOLE	1
INTEL CORP	CAP	458140100	993	47754	SH		SOLE	1
INTEL CORP	CAP	458140100	99	4780	SH		DEFINED	1
IBM CORP		459200101	2054	24898	SH		SOLE	1
IBM CORP		459200101	39	475	SH		DEFINED	1
INTL PAPER CO		460146103	197	5522	SH		SOLE	1

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
INTL PAPER CO		460146103	51	1450	SH		DEFINED	1
IONICS, INC		462218108	3	155	SH		SOLE	1
JDS UNIPHASE CORP	COM	46612J101	0	120	SH		SOLE	1
J P MORGAN CHASE & CO		46625H100	85	2499	SH		SOLE	1
J P MORGAN CHASE & CO		46625H100	51	1500	SH		DEFINED	1
JANUS CAPITAL GROUP INC.		47102X105	9	600	SH		SOLE	1
JOHNSON & JOHNSON		478160104	2022	39122	SH		SOLE	1
JOHNSON & JOHNSON		478160104	460	8900	SH		DEFINED	1
JOHNSON CONTROLS INC		478366107	289	3385	SH		SOLE	1
KLA TENCOR CORP		482480100	4	100	SH		SOLE	1
K MART CORP	COM	482584109	1	1000	SH		SOLE	1
KELLOGG CO		487836108	6	200	SH		SOLE	1
KIMBERLY-CLARK CORP		494368103	10	200	SH		SOLE	1
KIMBERLY-CLARK CORP		494368103	20	400	SH		DEFINED	1
KINDER MORGAN ENERGY	PARTNERS, L.P	494550106	9	232	SH		SOLE	1

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KNIGHT RIDDER INC		499040103	38	565	SH	SOLE	1
KOHL'S CORP		500255104	138	2700	SH	SOLE	1
KONINKLIJKE	N V SP	500472303	4	219	SH	SOLE	1
PHLPS ELECTRS	ADR NEW						
KROGER CO		501044101	176	10593	SH	SOLE	1
LSI LOGIC CORP	COM	502161102	2	400	SH	SOLE	1
LA QUINTA CORP	1 COM LA	50419U202	0	205	SH	SOLE	1
PAIRED CTF	QUINTA						
LAFARGE	SPONSORED	505861401	2	180	SH	SOLE	1
	ADR						
ESTEE LAUDER CO		518439104	20	600	SH	DEFINED	1
LEHMAN BROTHERS	COM	524908100	276	4160	SH	SOLE	1
HOLDINGS							
LEVEL 3		52729N100	40	6037	SH	SOLE	1
COMMUNICATIONS							
INC							
LEXMARK INTL	NEW CL A	529771107	441	6237	SH	SOLE	1
THE LIBERTY		530370105	123	2900	SH	SOLE	1
CORPORATION							
ELI LILLY & CO		532457108	644	9345	SH	SOLE	1
ELI LILLY & CO		532457108	103	1500	SH	DEFINED	1
LINCOLN NATIONAL	IND	534187109	1	35	SH	SOLE	1
CORP							
LOCKHEED MARTIN		539830109	4	100	SH	SOLE	1
CORP							
LOEWS CORP		540424108	1	34	SH	SOLE	1
LOWES CO INC		548661107	572	13335	SH	SOLE	1
LUCENT		549463107	42	21105	SH	SOLE	1
TECHNOLOGIES							
LUCENT		549463107	4	2200	SH	DEFINED	1
TECHNOLOGIES							
M & T BANK CORP		55261F104	168	2000	SH	SOLE	1
MFS INTER INCOME	INT	55273C107	31	4350	SH	SOLE	1
TR SH BEN							
MGNA ENTMT CORP		559211107	0	20	SH	SOLE	1
MANULIFE		56501R106	1079	38281	SH	SOLE	1
FINANCIAL CORP							
MARATHON OIL CORP		565849106	1	54	SH	SOLE	1
MARSH & MCLENNAN		571748102	2	58	SH	SOLE	1
MARTIN MARIETTA		573284106	2	80	SH	SOLE	1
MATERIALS, INC							
MASSEY ENERGY		576206106	1	96	SH	SOLE	1
CORP							
MAXIM INTEGRATED		57772K101	12	356	SH	SOLE	1
PRODUCTS INC							
MCCORMICK & CO		579780206	182	6715	SH	SOLE	1
MCDATA CORP	CLASS A	580031201	1	73	SH	DEFINED	1
MCDONALD'S CORP		580135101	70	3200	SH	SOLE	1
MEADWESTVACO CORP		583334107	38	1547	SH	SOLE	1
MEDIMMUNE INC	COM	584699102	2	75	SH	SOLE	1
MEDTRONIC INC	COM	585055106	17	360	SH	SOLE	1
MELLON FINL CORP		58551A108	22	800	SH	SOLE	1
MERCK & CO INC		589331107	1724	28487	SH	SOLE	1
MERCK & CO INC		589331107	217	3600	SH	DEFINED	1
MERRILL LYNCH &		590188108	14	320	SH	SOLE	1
CO, INC							
METLIFE INC	COM	59156R108	121	4292	SH	SOLE	1
MICROSOFT CORP		594918104	690	26950	SH	SOLE	1
MICROSOFT CORP		594918104	20	800	SH	DEFINED	1
MICRON TECHNOLOGY		595112103	23	2000	SH	SOLE	1

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NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER
MID-AMERICA APARTMENT CMNTYS		59522J103	27	1000	SH		DEFINED	1
MIDAS GROUP INC		595626102	8	666	SH		SOLE	1
MILLER HERMAN INC	COM	600544100	68	3420	SH		SOLE	1
MIRANT CORP		604675108	8	3055	SH		SOLE	1
MISSISSIPPI CHEMICAL CORP		605288208	0	1492	SH		SOLE	1
MONSANTO CO. (NEW)		61166W101	12	596	SH		SOLE	1
MONSANTO CO. (NEW)		61166W101	5	235	SH		DEFINED	1
MOODYS CORP		615369105	31	602	SH		SOLE	1
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	308	7206	SH		SOLE	1
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	11	260	SH		DEFINED	1
MOTOROLA INC		620076109	106	11308	SH		SOLE	1
MOTOROLA INC		620076109	70	7466	SH		DEFINED	1
MULTIMEDIA GAMES INC		625453105	11	450	SH		SOLE	1
MUNICIPAL MORTGAGE & EQUITY LLC - GROWTH	SH	62624B101	101	4000	SH		SOLE	1
MUNIVEST FD INC	COM	626295109	46	5000			SOLE	1
MURPHY OIL CORP	COM	626717102	5167	98268	SH		SOLE	1
MURPHY OIL CORP	COM	626717102	244559	4650306	SH		DEFINED	1
MYLAN LABORATORIES INC		628530107	402	11583	SH		SOLE	1
NBC CAP CORP		628729105	134	5333	SH		SOLE	1
NCR CORP	NEW	62886E108	1	64	SH		SOLE	1
NASDAQ 100 TRUST		631100104	5	200	SH		SOLE	1
NATIONAL COMM FINL CORP		63545P104	57	2600	SH		SOLE	1
NEWELL RUBBERMAID INC		651229106	11	400	SH		SOLE	1
NEWS CORP LTD	ADR	652487703	1	44	SH		SOLE	1
NICOR INC	COM	654086107	20	550	SH		SOLE	1
NIKE INC	CLASS B	654106103	46	860	SH		SOLE	1
NISOURCE INC		65473P105	143	7565	SH		SOLE	1
NOKIA CORP	SPND ADR	654902204	57	3493	SH		SOLE	1
NOBLE ENERGY INC		655044105	37	1000	SH		SOLE	1
NOMURA HOLDINGS INC	ADR	65535H208	3	270	SH		SOLE	1
NORFOLK SO CORP		655844108	27	1434	SH		SOLE	1
NORTEL NETWORK CORP	NEW	656568102	13	5000	SH		SOLE	1
NORTHERN TRUST COMPANY	NTRS	665859104	74	1780	SH		SOLE	1
NORTHERN TRUST	NTRS	665859104	166	4000	SH		DEFINED	1

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COMPANY									
NORTHROP GRUMMAN		666807102	1	23	SH		SOLE		1
NORTHWESTERN CORPORATION		668074107	0	330	SH		SOLE		1
NOVARTIS AG	SPONSORED ADR	66987V109	3	80	SH		SOLE		1
NOVELLUS SYSTEMS		670008101	60	1655	SH		SOLE		1
NU SKIN ENTERPRISES INC	CLASS A	67018T105	4	395	SH		SOLE		1
NUVEEN INSD	MUNI FD	6706D8104	4	338			SOLE		1
PREMIUM INCOME									
NUVEEN MUNICIPAL MARKET OPP		67062W103	52	3529			SOLE		1
OKLAHOMA GAS & ELEC ENERGY CORP		670837103	21	1000	SH		SOLE		1
NUVEEN MUN VALUE FD INC		670928100	17	1800			SOLE		1
NUVEEN QUALITY INCOME MUNI		670977107	7	500	SH		SOLE		1
NUVEEN PREMIER MUNICIPAL INC		670988104	24	1565	SH		SOLE		1
OSI PHARMACEUTICALS INC	COM	671040103	0	5	SH		SOLE		1
OCCIDENTAL PETE COR DEL		674599105	16	500	SH		SOLE		1
OCWEN FINANCIAL CORP		675746101	3	880	SH		SOLE		1
OFFICEMAX INC		67622M108	6	1000	SH		SOLE		1
OHIO CASUALTY CORP		677240103	2	225	SH		SOLE		1
OLIN CORP		680665205	2	166	SH		DEFINED		1
OMNICOM GROUP		681919106	21	300	SH		SOLE		1
ORACLE SYSTEMS CORP		68389X105	130	10840	SH		SOLE		1
PNC BANK CORP		693475105	1	29	SH		SOLE		1

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PPG INDUSTRIES INC		693506107	31	626	SH		SOLE	1	6
PACTIV COPR		695257105	32	1647	SH		SOLE	1	16
PAYCHEX INC		704326107	4	150	SH		SOLE	1	1
PCCW LTD	SONSORED ADR	70454G207	3	494	SH		DEFINED	1	4
PENNEY J C INC	COM	708160106	2	120	SH		SOLE	1	1
PEOPLES ENERGY CORP	COM	711030106	21	500	SH		DEFINED	1	5
PEOPLES HLDG CO	COM	711148106	16	367	SH		SOLE	1	3
PEOPLES HLDG CO	COM	711148106	22	500	SH		DEFINED	1	5
PEPCO HLDGS INC		713291102	8	457	SH		SOLE	1	4
PEPSIAMERICAS INC		71343P200	50	4000	SH		SOLE	1	40
PEPSICO INC	COM	713448108	1506	33846	SH		SOLE	1	338
PEPSICO INC	COM	713448108	94	2130	SH		DEFINED	1	4

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PFIZER INC		717081103	3198	93676	SH	SOLE	1	936
PFIZER INC		717081103	184	5417	SH	DEFINED	1	38
PHELPS DODGE CORP	COM	717265102	0	20	SH	SOLE	1	
PHELPS DODGE CORP	COM	717265102	19	500	SH	DEFINED	1	5
THE PHOENIX COMPANIES		71902E109	9	1051	SH	SOLE	1	10
PLACER DOME INC		725906101	2	170	SH	SOLE	1	1
POPE & TALBOT INC DELAWARE		732827100	2	220	SH	SOLE	1	2
POTLATCH CORP	COM	737628107	3	150	SH	SOLE	1	1
POWER TECHNOLOGIES		739363109	4	665	SH	SOLE	1	6
PRAXAIR INC	COM	74005P104	18	300	SH	DEFINED	1	3
PRINCIPAL FINANCIAL GROUP		74251V102	87	2713	SH	SOLE	1	27
PROCTER & GAMBLE CO	COM	742718109	1127	12641	SH	SOLE	1	114
PROCTER & GAMBLE CO	COM	742718109	124	1400	SH	DEFINED	1	14
PROGRESS ENERGY INC	COM	743263105	10	232	SH	SOLE	1	2
PRUDENTIAL FINANCIAL		744320102	126	3773	SH	SOLE	1	37
PUBLIC SVC ENTERPRISE GROUP INC		744573106	1	34	SH	SOLE	1	
PUBLIC STORAGE, INC	REIT	74460D109	6	180	SH	SOLE	1	1
PUTNAM MANAGED MUNICIPAL INCOME TRUST		746823103	4	500		DEFINED	1	
QLOGIC CORP	COM	747277101	62	1303	SH	SOLE	1	13
QUALCOMM INC		747525103	7	200	SH	SOLE	1	2
QUANTA SERVICES, INC		74762E102	5	730	SH	SOLE	1	7
QWEST COMMUNICATIONS INTL INC	COM	749121109	9	2049	SH	SOLE	1	20
RFS HOTEL INVESTORS		74955J108	12	1000	SH	SOLE	1	10
RH DONNELLEY CORP		74955W307	2	60	SH	SOLE	1	
RALCORP HOLDINGS	NEW COM	751028101	1	66	SH	DEFINED	1	
RAYOVAC CORP		755081106	2	180	SH	SOLE	1	1
RAYTHEON CO	NEW	755111507	167	5110	SH	SOLE	1	34
REED ELSEVIER PLC	SPON ADR	758205108	2	85	SH	SOLE	1	
REGIONS FNCL CORP		758940100	668	19800	SH	SOLE	1	186
REGIONS FNCL CORP		758940100	60	1786	SH	DEFINED	1	
RELIANT RESOURCES INC		75952B105	10	1786	SH	SOLE	1	17
RELIANT RESOURCES INC		75952B105	28	4622	SH	DEFINED	1	46
REMINGTON OIL & GAS CORP	COM	759594302	29	1600	SH	SOLE	1	16
RIO TINTO GBP		767204100	3	40	SH	SOLE	1	
RIVERSTONE NETWORKS INC		769320102	0	102	SH	SOLE	1	1
ROCKWELL INTL CORP	NEW	773903109	4	177	SH	SOLE	1	1
ROCKWELL COLLINS INC		774341101	4	177	SH	SOLE	1	1
ROWAN COMPANIES		779382100	3	155	SH	SOLE	1	1

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INC									
ROXIE INC		780008108	0	65	SH		SOLE	1	
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	384	8248	SH		SOLE	1	63
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	149	3200	SH		DEFINED	1	32
RUBY TUESDAY INC		781182100	31	1260	SH		DEFINED	1	
SBC COMMUNICATIONS, INC		78387G103	968	37908	SH		SOLE	1	345

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SBC COMMUNICATIONS, INC		78387G103	19	780	SH		DEFINED	1	7
ST JUDE MEDICAL		790849103	311	5425	SH		SOLE	1	37
SANMINA CORP		800907107	1	306	SH		SOLE	1	3
SARA LEE CORP	COM	803111103	15	800	SH		SOLE	1	8
SCANA CORP	NEW	80589M102	241	7052	SH		SOLE	1	49
SCHERING PLOUGH CORP	COM	806605101	348	18734	SH		SOLE	1	187
SCHERING PLOUGH CORP	COM	806605101	362	19500	SH		DEFINED	1	1
SCHLUMBERGER LTD	COM	806857108	279	5880	SH		SOLE	1	42
THE CHARLES SCHWAB CORP		808513105	15	1500	SH		SOLE	1	15
SCRIPPS EW INC	NEW CL A	811054204	35	400	SH		SOLE	1	4
SEARS ROEBUCK & CO	COM	812387108	64	1920	SH		SOLE	1	19
SEARS ROEBUCK & CO	COM	812387108	5	167	SH		DEFINED	1	1
SELIGMAN SELECT MUN FD INC		816344105	14	1250	SH		SOLE	1	12
SEROLOGICALS CORP		817523103	3	235	SH		SOLE	1	2
SERVICEMASTER COMPANY	COM	81760N109	81	7593	SH		SOLE	1	75
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703609	71	1800	SH		DEFINED	1	18
SHERWIN WILLIAMS CO	COM	824348106	29	1100	SH		SOLE	1	11
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	265	13200	SH		SOLE	1	132
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	10	500	SH		DEFINED	1	5
SIMON PROPERTY GROUP INC		828806109	276	7095	SH		SOLE	1	48
SIRIUS SATTELITE RADIO		82966U103	16	10000	SH		SOLE	1	100
SKYWORKS SOLUTIONS		83088M102	0	61	SH		SOLE	1	
SMUCKER J M CO		832696405	0	3	SH		SOLE	1	
SMURFIT-STONE CONTAINER CORP		832727101	6	495	SH		SOLE	1	4

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SNAP ON INC		833034101	3	120	SH	SOLE	1	1
SOLUTIA INC	COM	834376105	1	676	SH	SOLE	1	6
SONIC WALL INC		835470105	3	745	SH	SOLE	1	7
SONY CORP		835699307	28	1000	SH	DEFINED	1	10
SOUTHERN CO	COM	842587107	619	19889	SH	SOLE	1	198
SOUTHERN CO	COM	842587107	80	2600	SH	DEFINED	1	26
SOUTHWEST AIRLS CO	COM	844741108	8	505	SH	SOLE	1	5
SPRINT CORP	COM FON GROUP	852061100	806	56000	SH	SOLE	1	560
STANCORP FINANCIAL GROUP		852891100	1	35	SH	SOLE	1	
STARBUCKS CORP		855244109	18	744	SH	SOLE	1	7
STEWART ENTERPRISES		860370105	17	4000	SH	SOLE	1	40
SUN LIFE FINANCIAL		866796105	283	13637	SH	SOLE	1	136
SUN MICROSYSTEMS		866810104	7	1700	SH	SOLE	1	17
SUNGARD DATA SYSTEMS		867363103	253	9800	SH	SOLE	1	98
SUNOCO INC		86764P109	37	1000	SH	SOLE	1	10
SUNTRUST BANKS INC	COM	867914103	67	1145	SH	SOLE	1	11
SYNOVUS FINL CORP		87161C105	24	1125	SH	SOLE	1	11
TDC A/S	SPONSORED ADR	87236N102	3	210	SH	SOLE	1	2
TECO ENERGY INC	COM	872375100	3	300	SH	SOLE	1	3
TXU CORP		873168108	78	3500	SH	SOLE	1	35
TARGET CORP		87612E106	321	8500	SH	SOLE	1	65
TARGET CORP		87612E106	15	400	SH	DEFINED	1	4
TELEFONICA SA	SPONSORED ADR	879382208	3	90	SH	SOLE	1	
TELLABS INC DELAWARE		879664100	5	800	SH	SOLE	1	8
TELLABS INC DELAWARE		879664100	1	200	SH	DEFINED	1	2
TENNECO AUTOMOTIVE NW		880349105	0	150	SH	SOLE	1	1
TEVA PHARMACEUTICAL IND	ADR'S	881624209	3	60	SH	SOLE	1	
TEXAS GENCO HOLDINGS INC	.	882443104	0	37	SH	SOLE	1	
TEXAS GENCO HOLDINGS INC.		882443104	2	128	SH	DEFINED	1	1
TEXAS INSTRUMENTS		882508104	21	1200	SH	SOLE	1	12
TEXTRON INCORPORATED COMM		883203101	230	5908	SH	SOLE	1	36

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	V ---
THOMAS & BETTS CORP	COM	884315102	2	200	SH		SOLE	1	2
THORNBURG		885218107	7	300	SH		SOLE	1	3



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MORTGAGE INC 3M CO		88579Y101	325	2526	SH	SOLE	1	21
TIDEWATER INC		886423102	3	110	SH	SOLE	1	1
TIFFANY & CO	NEW	886547108	71	2200	SH	SOLE	1	22
TOTAL FINA ELF S.	A. ADR	89151E109	3	40	SH	SOLE	1	
TOYOTA MOTOR CORP	ADR NEW	892331307	3	60	SH	SOLE	1	
TRAVELERS PROPERTY CASUALTY CORP	CL A	89420G109	3	245	SH	SOLE	1	2
TRAVELERS PROPERTY CASUALTY CORP	CL A	89420G109	5	350	SH	DEFINED	1	3
TRAVELERS CORPORATION	CL B COM	89420G406	9	581	SH	SOLE	1	5
TRAVELERS CORPORATION	CL B COM	89420G406	11	720	SH	DEFINED	1	7
TRIBUNE COMPANY		896047107	57	1200	SH	SOLE	1	12
TRUSTMARK CORP	COM	898402102	618	24288	SH	SOLE	1	242
TRUSTMARK CORP	COM	898402102	25	1000	SH	DEFINED	1	10
TYCO INTL LTD NEW	COM	902124106	6	350	SH	SOLE	1	3
TYSON FOODS INC	CL A	902494103	7	750	SH	SOLE	1	
TYSON FOODS INC	CL A	902494103	159	15000	SH	DEFINED	1	150
UST INC	COMMON STOCK	902911106	1	50	SH	SOLE	1	
USA TRUCK INC -RESTRICTED		902925106	778	86498	SH	SOLE	1	864
US BANCORP	DEL NEW	902973304	2	82	SH	SOLE	1	
US UNWIRED INC		90338R104	2	5000	SH	SOLE	1	50
ULTRATECH		904034105	3	215	SH	SOLE	1	2
STEPPER INC								
UNIFI INC		904677101	3	605	SH	SOLE	1	6
UNION PACIFIC CORP		907818108	12	222	SH	SOLE	1	2
UNION PACIFIC CORP		907818108	229	3950	SH	DEFINED	1	1
UNION PLANTERS CORP		908068109	1109	35764	SH	SOLE	1	357
UNION PLANTERS CORP	CONV PFD SER E 8%	908068307	60	1000	SH	SOLE	1	10
UNITED		913004107	5	140	SH	SOLE	1	1
STATIONERS INC								
VERIZON COMMUNICATIONS		92343V104	1126	28553	SH	SOLE	1	259
VERIZON COMMUNICATIONS		92343V104	108	2744	SH	DEFINED	1	23
VIAD CORP		92552R109	7	348	SH	SOLE	1	3
VIACOM INC	CL B	925524308	117	2696	SH	SOLE	1	26
VIACOM INC	CL B	925524308	14	325	SH	DEFINED	1	3
VISTEON CORP		92839U107	0	75	SH	SOLE	1	
VODAFONE GROUP PLC	NEW	92857W100	83	4259	SH	SOLE	1	42
W.P.CAREY & CO., LLC		92930Y107	74	2474	SH	SOLE	1	24
WACHOVIA CORP	2ND NEW	929903102	432	10830	SH	SOLE	1	108
WACHOVIA CORP	2ND NEW	929903102	19	500	SH	DEFINED	1	5
WAL MART STORES INC	COM	931142103	2528	47117	SH	SOLE	1	438
WAL MART STORES INC	COM	931142103	246	4586	SH	DEFINED	1	14
WALGREEN CO	COM	931422109	240	7989	SH	SOLE	1	60
WASHINGTON		939322103	26	649	SH	SOLE	1	6

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MUTUAL INC									
WASTE MANAGEMENT INC	NEW	94106L109	141	5893	SH	SOLE	1	37	
WASTE MANAGEMENT INC	NEW	94106L109	0	1	SH	DEFINED	1		
WATSON WYATT & CO HLDGS	CLASS A	942712100	3	170	SH	SOLE	1	1	
WEBSTER FINANCIAL CORP		947890109	3	90	SH	SOLE	1		
WEINGARTEN RLTY INVS	SH BEN INT	948741103	62	1500	SH	SOLE	1	15	
WELLS FARGO & CO.	NEW	949746101	277	5515	SH	SOLE	1	55	
WELLS FARGO & CO.	NEW	949746101	10	200	SH	DEFINED	1	2	
WESTAR ENERGY INC		95709T100	3	200	SH	SOLE	1	2	
WEYERHAEUSER CO	COM	962166104	205	3800	SH	SOLE	1	38	
WHITNEY HOLDING CORP	COMMON	966612103	101	3180	SH	SOLE	1	31	
WILD OATS MKTS INC		96808B107	4	390	SH	SOLE	1	3	
WILLIAMS COMPANY	COMMON	969457100	13	1757	SH	SOLE	1	17	
WE WRIGLEY JR. COMPANY		982526105	11	200	SH	SOLE	1	2	
WYETH		983024100	363	7985	SH	SOLE	1	67	
WYETH		983024100	13	300	SH	DEFINED	1	3	

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	---
XM SATELLITE		983759101	274	25000	SH		SOLE	1	250
XCEL ENERGY INC		98389B100	32	2154	SH		SOLE	1	21
XILINX INC		983919101	2	100	SH		SOLE	1	1
YANKEE CANDLE CO INC		984757104	4	175	SH		SOLE	1	1
YUM BRANDS INC		988498101	77	2626	SH		SOLE	1	26
ZOLL MEDICAL CORP		989922109	3	115	SH		SOLE	1	1
ALLIANCE BER TECHNOLOGY	CL A	18780106	245	5,492	SH		SOLE		
ALLIANT									
TECHSYSTEMS INC		18804104	11	210	SH		SOLE		
ALLSTATE CORP		20002101	5	150	SH		SOLE		
ALLTEL CORP NEW AMER INTL GROUP INC		20039103	6	125	SH		SOLE		
AMGEN INC		26874107	4	67	SH		SOLE		
AMSOUTH		31162100	5	75	SH		SOLE		
BANCORP		32165102	301	13,724	SH		SOLE		
AMSOUTH LARGE CAP	EQUITY CLASS A	32168288	56	3,498	SH		SOLE		
AUTOMATIC DATA PROCESSING INC		53015103	3	100	SH		SOLE		

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BANCORPSOUTH INC		59692103	254	12,373	SH	SOLE
BANK OF AMERICA		60505104	12	150	SH	SOLE
BERKSHIRE HATHAWAY INC	DEL CL B	84670207	24	10	SH	SOLE
BEST BUY INC		86516101	9	210	SH	SOLE
BJURMAN MICRO CAP		91794206	23	892	SH	SOLE
CALAMOS GROWTH CLASS		128119302	412	11,165	SH	SOLE
CITIGROUP INC		172967101	97	2,250	SH	SOLE
COCA COLA CO		191216100	56	1,200	SH	SOLE
DISNEY WALT CO DEL		254687106	4	200	SH	SOLE
E M C CORP MASS		268648102	9	900	SH	SOLE
EATON VANCE TAX MGD	CLASS B	277911848	34	1,982	SH	SOLE
AMERICAN EUROPACIFIC GENERAL	CLASS F	298706409	13	535	SH	SOLE
DYNAMICS CRP GENERAL		369550108	8	110	SH	SOLE
ELECTRIC CO GENERAL MOTORS CORP		369604103	217	7,585	SH	SOLE
HARTFORD MID CAP	CLASS A	370442105	9	240	SH	SOLE
HEWLETT-PACKARD CO		416645711	65	3,555	SH	SOLE
HOME DEPOT INC		428236103	11	540	SH	SOLE
INTEL CORP		437076102	4	127	SH	SOLE
ISHARES TR DOW JONES		458140100	88	4,280	SH	SOLE
JOHNSON & JOHNSON L-3		464287788	242	3,157	SH	SOLE
COMMUNICATIONS LIBERTY SMALL CAP		478160104	14	274	SH	SOLE
LUCENT TECH INC		502424104	12	280	SH	SOLE
MAGNA-LAB INC	CL A	531273373	43	2,994	SH	SOLE
MATTHEWS PACIFIC	TIGER FUND	549463107	1	500	SH	SOLE
MICROSOFT CORP		559235106	0	2,000	SH	SOLE
NASDAQ 100 TR		577130107	14	1,474	SH	SOLE
NOKIA CORP ADR		594918104	44	1,734	SH	SOLE
PEOPLES HLDG CO	TUPELO MS	631100104	4	150	SH	SOLE
PFIZER INC		654902204	2	100	SH	SOLE
PITNEY BOWES INC		711148106	62	1,439	SH	SOLE
PROCTER & GAMBLE CO		717081103	16	468	SH	SOLE
RF MICRO DEVICES INC		724479100	8	200	SH	SOLE
SUN		742718109	131	1,470	SH	SOLE
		749941100	2	400	SH	SOLE
		866810104	3	600	SH	SOLE

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MICROSYSTEMS INC								
SYBRON DENTAL		871142105	2	83	SH		SOLE	
COM								
TAIWAN		874039100	6	630	SH		SOLE	
SEMICONDUCTOR								
TEXAS		882508104	5	300	SH		SOLE	
INSTRUMENTS INC								
TYCO INTL LTD		902124106	2	80	SH		SOLE	
NEW								
US BANCORP	COM NEW	902973304	5	215	SH		SOLE	
DEL								
WAL-MART STORES		931142103	5	100	SH		SOLE	
INC								
WALGREEN		931422109	5	150	SH		SOLE	
COMPANY								
WEITZ		949045108	338	10,556	SH		SOLE	
VALUE								
ALTRIA GROUP		02209S103	9	200	SH		SOLE	
INC								
APOGENT		03760A101	5	250	SH		SOLE	
TECHNOLOGIES								
CISCO SYS INC		17275R102	8	500	SH		SOLE	

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
JDS UNIPHASE CORP		46612J101	1	250	SH		SOLE	
JUNIPER NETWORKS		48203R104	1	100	SH		SOLE	
MERISTAR HOSPITALITY	CORP	58984Y103	4	847	SH		SOLE	
MISSISSIPPI ST G.O.	BDS SER. 1996	6055795R8	570	500,000	SH		SOLE	
NAUTILUS GROUP INC		63910B102	4	300	SH		SOLE	
TRAVELERS PPTY CAS CORP	NEW CL A	89420G109	0	10	SH		SOLE	
TRAVELERS PPTY CAS CORP	NEW CL B	89420G406	0	22	SH		SOLE	
WORLDCOM INC	COM	98157D106	0	1,095	SH		SOLE	
WORLDCOM GROUP								
WORLDCOM INC GA (MCI		98157D304	0	55	SH		SOLE	
AMDOCS LIMITED		G02602103	8	325	SH		SOLE	
FLEXTRONICS INTL. INC		Y2573F102	6	600	SH		SOLE	
GRAND TOTALS			413687	11,586,476				