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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: September 30, 2003

Check here if Amendment ; Amendment Number 1

This Amendment (Check only one): 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.):

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: 645

Form 13F Information Table Value Total: \$432,688
(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 SH/ PRN AMT	PCT/ CALL	INVESTMENT DISCRETION	MA
DAIMLERCHRYSLER AG	ORD	D1668R123	1	49 SH		SOLE	
ACE LIMITED		G0070K103	10	311 SH		SOLE	
INGSOLL-RAND CO CL A BERMUDA		G4776G101	344	6447 SH		SOLE	
NOBLE CORP		G65422100	15	447 SH		SOLE	
ROYAL CARIBBEAN CRUISES		V7780T103	5	200 SH		SOLE	
A F L A C INC		001055102	77	2400 SH		SOLE	
AGL RESOURCES, INC		001204106	30	1090 SH		SOLE	
AES CORPORATION		00130H105	7	1000 SH		SOLE	
AOL TIME WARNER		00184A105	489	32407 SH		SOLE	
AT&T CORP	COM NEW	001957505	118	5517 SH		SOLE	
AT&T CORP	COM NEW	001957505	2	119 SH		DEFINED	
AT&T WIRELESS SVCS INC		00209A106	59	7327 SH		SOLE	
AT&T WIRELESS SVCS INC		00209A106	1	192 SH		DEFINED	
ABBOTT LAB		002824100	1316	30958 SH		SOLE	
ABBOTT LAB		002824100	204	4800 SH		DEFINED	
ACTUANT CORP	CLASS A	00508X203	1	20 SH		SOLE	
ACXIOM CORP	COM	005125109	15	1000 SH		SOLE	
ADAMS EXPRESS CO	COM	006212104	114	9692 SH		SOLE	
ADAPTEC INC		00651F108	3	400 SH		SOLE	
ADECCO SA	SPONS ADR	006754105	3	260 SH		SOLE	
ADVANCED MICRO DEVICES INC		007903107	6	600 SH		SOLE	
ADVANCED MICRO DEVICES INC		007903107	2	200 SH		DEFINED	
AETNA INC	COM	00817Y108	6	100 SH		DEFINED	
AGERE SYSTEM INC-A		00845V100	0	32 SH		SOLE	
AGERE SYS INC	CL B	00845V209	2	793 SH		SOLE	

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AGILENT TECHNOLOGIES, INC.		00846U101	37	1675 SH	SOLE
AGNICO EAGLE MINES		008474108	6	500 SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	1	27 SH	SOLE
ALCOA INC		013817101	134	5156 SH	SOLE
ALCOA INC		013817101	13	500 SH	DEFINED
ALLEGHENY ENERGY INC		017361106	1	200 SH	SOLE
ALLIANCE CAP MGMT HLDG L P		01855A101	66	2000 SH	DEFINED
ALLIED CAP CORP NEW	COM	01903Q108	7	315 SH	SOLE
ALLSTATE CORP COMMON		020002101	182	4990 SH	SOLE
ALLSTATE CORP COMMON		020002101	22	604 SH	DEFINED
ALLTEL CORP		020039103	215	4640 SH	SOLE
ALLTEL CORP		020039103	491	10600 SH	DEFINED
ALTRIA GROUP INC		02209S103	528	12068 SH	SOLE
AMERICAN EAGLE OUTFITTERS, INC		02553E106	3	220 SH	SOLE
AMERICAN ELECTRIC POWER		025537101	147	4903 SH	SOLE
AMER EXPRESS CO		025816109	171	3800 SH	SOLE
AMERICAN INTERNATIONAL GROUP, INC		026874107	325	5633 SH	SOLE
AMERICAN INTERNATIONAL GROUP, INC		026874107	10	175 SH	DEFINED
AMERICAN ITALIAN PASTA COMPANY	CLASS A	027070101	3	80 SH	SOLE
AMERUS LIFE HOLDINGS		03072M108	24	712 SH	SOLE
AMERISOURCEBERGEN CORP		03073E105	10	193 SH	SOLE
AMATEK INC		031100100	3	80 SH	SOLE
AMGEN INC		031162100	198	3071 SH	SOLE
AMGEN INC		031162100	12	200 SH	DEFINED
AMSOUTH BANCORPORATION		032165102	1717	80971 SH	SOLE
AMVESCAP PLC	ADR	03235E100	1	120 SH	SOLE
ANADARKO PETE CORP		032511107	61	1464 SH	DEFINED
ANALOG DEVICES INC	COM	032654105	3	100 SH	SOLE
ANHEUSER-BUSCH COMPANIES		035229103	1061	21509 SH	SOLE
ANHEUSER-BUSCH COMPANIES		035229103	177	3600 SH	DEFINED
ANTHEM INC		03674B104	227	3195 SH	SOLE
APARTMENT INVT & MGMT CO	CL A	03748R101	43	1100 SH	SOLE
APPLE COMP INC		037833100	66	3200 SH	DEFINED
APPLIED MATERIALS INC		038222105	96	5350 SH	SOLE
ARCH COAL, INC		039380100	4	200 SH	SOLE
ARCHER-DANIELS-MIDLAND COMPANY		039483102	3	279 SH	SOLE
ARMOR HOLDINGS, INC		042260109	4	285 SH	SOLE
ARVINMERITOR		043353101	0	44 SH	SOLE
ASTORIA FINANCIAL CORP		046265104	4	155 SH	SOLE
AUTODESK INC		052769106	4	277 SH	SOLE
AUTO DATA PROCESS		053015103	186	5200 SH	SOLE
AUTO DATA PROCESS		053015103	78	2200 SH	DEFINED
AUTOZONE		053332102	17	200 SH	SOLE
AUTOZONE		053332102	47	530 SH	DEFINED
AVAYA INC		053499109	2	227 SH	SOLE
AVON PRODUCTS INC	COM	054303102	45	700 SH	SOLE
AXA-UAP	ADR	054536107	4	236 SH	SOLE
BP AMOCO PLC	SPONSORED ADR	055622104	425	10117 SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR SH/ PRN AMT	PCT/ CALL	INVESTMENT DISCRETION	MA
BP AMOCO PLC	SPONSORED ADR	055622104	194	4610 SH		DEFINED	

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BMC SOFTWARE		055921100	11	797 SH	SOLE
BAKER HUGHES INC	COM	057224107	14	506 SH	SOLE
BALDOR ELEC CO	COM	057741100	30026	1422387 SH	DEFINED
BANCO BILBAO VIZCAYA	SP ADR	05946K101	2	285 SH	SOLE
BANCORP MS		05969210X	306	14000 SH	SOLE
BANCORPSOUTH INC		059692103	19640	897229 SH	SOLE
BANCORPSOUTH INC		059692103	2977	136013 SH	DEFINED
BANK OF AMERICA CORP	NEW COM	060505104	652	8360 SH	SOLE
BANK OF AMERICA CORP	NEW COM	060505104	23	300 SH	DEFINED
BANK OF THE OZARKS, INC		063904106	2051	46100 SH	DEFINED
BANK OF NEW YORK		064057102	231	7965 SH	SOLE
BANK ONE CORP	COM	06423A103	93	2420 SH	SOLE
BANK ONE CORP	COM	06423A103	57	1482 SH	DEFINED
BAXTER INTL INC		071813109	224	7715 SH	SOLE
BEAR STEARNS COS INC		073902108	103	1381 SH	SOLE
BED BATH & BEYOND		075896100	7	200 SH	SOLE
BELLSOUTH CORP		079860102	788	33284 SH	SOLE
BELLSOUTH CORP		079860102	9	400 SH	DEFINED
BERKSHIRE HATHAWAY "A"		084670108	75	1 SH	SOLE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	7	3 SH	DEFINED
BLACKROCK INVT QUALITY MUNI TR INC		09247D105	41	3000 SH	SOLE
MF BLACKROCK INCOME TRUST		09247F100	18	2400 SH	SOLE
BLACKSTONE INVESTMENT TRUST	QUALITY TERM	09247J102	39	4155 SH	SOLE
BLOCK H & R INC	COM	093671105	16	375 SH	SOLE
BOEING INC		097023105	45	1330 SH	SOLE
BORG WARNER AUTOMOTIVE INC		099724106	4	62 SH	SOLE
BOSTON SCIENTIFIC		101137107	1	23 SH	SOLE
BRISTOL MYERS SQUIBB CO		110122108	529	20638 SH	SOLE
BRISTOL MYERS SQUIBB CO		110122108	15	600 SH	DEFINED
BRITISH SKY BROADCASTING GP PLC	SPON ADR	111013108	2	70 SH	SOLE
BROWN TOM INC NEW		115660201	2	105 SH	SOLE
BUCKEYE TECHNOLOGY INC		118255108	13	1500 SH	SOLE
CBRL GROUP INC	COM	12489V106	35	1000 SH	SOLE
CEC ENTMT INC		125137109	33	850 SH	SOLE
CIGNA CORPORATION		125509109	9	217 SH	SOLE
CLECO CORP COM		12561W105	7	461 SH	SOLE
CSK AUTO CORP		125965103	3	250 SH	SOLE
CNET NETWORKS INC		12613R104	0	118 SH	SOLE
CVS CORP DELAWARE		126650100	10	353 SH	SOLE
CADBURY SCHWEPPE'S PLC	ADR	127209302	30	1200 SH	SOLE
CALLAWAY GOLF CO		131193104	5	385 SH	SOLE
CAMPBELL SOUP CO	COM	134429109	10	400 SH	SOLE
CANON INC	ADR REPSTG 5SHRS	138006309	3	70 SH	SOLE
CAPITAL ONE FINL CORP	COM	14040H105	148	2600 SH	SOLE
CARDINAL HEALTH INC	COM	14149Y108	11	200 SH	SOLE
CARNIVAL CORP		143658300	6	206 SH	SOLE
CATERPILLAR INC		149123101	61	900 SH	SOLE
CENDANT CORP	COM	151313103	20	1099 SH	SOLE
CENTERPOINT ENERGY INC		15189T107	4	500 SH	SOLE
CENTURYTEL, INC		156700106	102	3040 SH	SOLE
CHARTER COMMUNICATIONS INC	DEL CL A	16117M107	2	600 SH	SOLE
CHECKPOINT SYSTEMS		162825103	15	1000 SH	SOLE
CHEVRONTEXACO CORP		166764100	933	13063 SH	SOLE
CHEVRONTEXACO CORP		166764100	94	1327 SH	DEFINED
CINERGY		172474108	4	114 SH	SOLE
CISCO SYS INC		17275R102	751	38342 SH	SOLE
CISCO SYS INC		17275R102	27	1400 SH	DEFINED
CITIGROUP, INC		172967101	919	20204 SH	SOLE
CITIGROUP, INC		172967101	369	8117 SH	DEFINED

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CITIZENS HOLDING COMPANY		174715102	3020	158987 SH	SOLE
CLEAR CHANNEL COMMUNICATIONS		184502102	3	100 SH	SOLE
COCA COLA BOTTLING CO CONS	COM	191098102	21	420 SH	SOLE
COCA COLA CO		191216100	1124	26182 SH	SOLE
COCA COLA CO		191216100	60	1400 SH	DEFINED
COCA COLA ENTERPRISES INC	COM	191219104	45	2400 SH	SOLE
COLGATE-PALMOLIVE CO		194162103	229	4112 SH	SOLE
COLGATE-PALMOLIVE CO		194162103	11	200 SH	DEFINED
COLONIAL BANCGROUP INC		195493309	1	90 SH	SOLE
COLONIAL HIGH INCOME MUNICIPAL TRUST		195743109	1	200	SOLE
COMCAST CORP	NEW CL ACOM	20030N101	186	6060 SH	SOLE
COMCAST CORP	NEW CL A COM	20030N101	2	80 SH	DEFINED
COMMSCOPE INC		203372107	12	1000 SH	SOLE
COMPUTER SCIENCES CORPORATION COMMON		205363104	3	99 SH	DEFINED

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR SH/ PRN AMT	PCT/ CALL	INVESTMENT DISCRETION	O
CONEXANT SYS INC	COM	20714200	0	176 SH		SOLE	
CONOCO PHILLIPS		20825C104	290	5314 SH		SOLE	
CONSECO STRATEGIC INC FD	SH BEN INT	20847A102	8	866 SH		SOLE	
CONSTELLATION ENERGY CORP		210371100	5	150 SH		SOLE	
COOPER TIRE & RUBBER CO		216831107	253	15953 SH		SOLE	
COOPER TIRE & RUBBER CO		216831107	1	100 SH		DEFINED	
COSTCO WHOLESALE CORP		22160K105	13	445 SH		SOLE	
COX COMMUNICATIONS	CL A	224044107	3	100 SH		DEFINED	
CRESCENT REAL ESTATE EQUITIE	COM	225756105	2	200 SH		SOLE	
CROSS COUNTRY HEALTHCARE, INC		227483104	3	280 SH		SOLE	
CYTYC CORPORATION		232946103	2	175 SH		SOLE	
DNP SELECT INCOME FD INC		23325P104	11	1100 SH		DEFINED	
DANAHER CORP DEL	COM	235851102	229	3105 SH		SOLE	
DANKA BUSINESS SYS PLC	SPONSORED ADR	236277109	12	5000 SH		SOLE	
DEERE & CO		244199105	79	1500 SH		SOLE	
DEL MONTE FOODS	COM	24522P103	1	121 SH		SOLE	
DELPHI AUTO SYSTEMS		247126105	2	250 SH		SOLE	
DELTA & PINE LD CO	COM	247357106	11	509 SH		SOLE	
DELTIC TIMBER INC		247850100	182	6324 SH		SOLE	
DELTIC TIMBER INC		247850100	18660	645471 SH		DEFINED	
DEVON ENERGY CORP NEW	COM	25179M103	3	82 SH		SOLE	
DIAL CORPORATION		25247D101	7	348 SH		SOLE	
WALT DISNEY CO		254687106	248	12323 SH		SOLE	
WALT DISNEY CO		254687106	4	200 SH		DEFINED	
DOMINION RES INC VA NEW		25746U109	1	25 SH		SOLE	
DOW CHEMICAL CO		260543103	77	2383 SH		SOLE	
DOW CHEMICAL CO		260543103	15	483 SH		DEFINED	
DREYFUS STRATEGIC MUNICIPALS INC		261932107	19	2086		SOLE	
DREYFUS MUNICIPAL INCOME INC		26201R102	17	1832		SOLE	
DU PONT EI D NEMOURS & CO		263534109	80	2011 SH		SOLE	
DU PONT EI D NEMOURS & CO		263534109	4	100 SH		DEFINED	
DUKE ENERGY CORP	COM	264399106	59	3364 SH		SOLE	
DYNEX CAP INC	COM NEW	26817Q506	0	106 SH		DEFINED	
E-LOAN INC		26861P107	3	1000 SH		SOLE	
EMC CORP		268648102	23818	18880 SH		SOLE	

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EMC CORP		268648102	50	4000 SH	DEFINED
ENSCO INTERNATIONAL INC		26874Q100	10	396 SH	SOLE
E TRADE GROUP INC		269246104	37	4000 SH	SOLE
EASTMAN KODAK CO		277461109	20	1000 SH	SOLE
EASTMAN KODAK CO		277461109	2	125 SH	DEFINED
EATON CORP	COM	278058102	280	3165 SH	SOLE
ECHOSTAR COMMUN		278762109	19	500 SH	SOLE
EDWARDS LIFESCIENCES CORP		28176E108	6	240 SH	SOLE
EL PASO CORPORATION		28336L109	1	212 SH	SOLE
ELAN CORP PLC	ADR	284131208	0	100 SH	SOLE
ELECTRONIC DATA SYS CORP NEW		285661104	12	642 SH	SOLE
EMCOR GROUP INC		29084Q100	2	50 SH	SOLE
EMERSON ELECTRIC CO		291011104	115	2200 SH	SOLE
ENCYSIVE PHARMACEUTICALS INC	COM	29256X107	0	100 SH	SOLE
ENCORE WIRE CORP	COM	292562105	282	21300 SH	SOLE
ENGELHARD CORP		292845104	6	253 SH	DEFINED
ENTERASYS NETWORKS INC		293637104	0	200 SH	SOLE
ENTERGY CORP		29364G103	285	5274 SH	SOLE
ENTERGY CORP		29364G103	32	593 SH	DEFINED
EQUITY INNS, INC		294703103	11	1500 SH	DEFINED
EQUITY RESIDENTIAL PPTYS SBI		29476L107	12	436 SH	SOLE
ESTERLINE TECHNOLOGIES CORP		297425100	3	185 SH	SOLE
EXXON MOBIL CORP		30231G102	5465	149364 SH	SOLE
EXXON MOBIL CORP		30231G102	976	26676 SH	DEFINED
FPL GROUP INC		302571104	216	3430 SH	SOLE
FED HMN LN MTG CORP	VOTING COM	313400301	13	250 SH	SOLE
FNMA COM		313586109	84	1200 SH	SOLE
FEDERATED DEPT STORES INC		31410H101	1	41 SH	SOLE
FEDEX CORPORATION		31428X106	96	1500 SH	SOLE
FEDEX CORPORATION		31428X106	6	100 SH	DEFINED
FIRST DATA CORP	COM	319963104	1	40 SH	SOLE
FIRST INDL RLTY TR INC		32054K103	14	450 SH	SOLE
FIRST M & F CORP		320744105	46	1293 SH	SOLE
FIRST TENNESSEE NATIONAL CORP		337162101	300	7082 SH	SOLE
FISERV INC		337738108	183	5045 SH	SOLE
FIRSTMERIT CORP		337915102	1	75 SH	SOLE
FLEET BOSTON CORP		339030108	29	976 SH	SOLE
FORD MOTOR COMPANY COMMON		345370860	30	2830 SH	SOLE
FORD MOTOR COMPANY COMMON		345370860	7	700 SH	DEFINED
FOREST LABS		345838106	13	266 SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR SH/ PRN AMT	PCT/ CALL	INVESTMENT DISCRETION	MA
FORREST OIL CORP		346091705	129	5400 SH		SOLE	
FORRESTER RESEARCH INC		346563109	3	235 SH		SOLE	
FULTON FINANCIAL CORP -PA		360271100	4	205 SH		SOLE	
FURNITURE BRANDS INTL		360921100	4	185 SH		SOLE	
GSI COMMERCE INC		36238G102	0	29 SH		SOLE	
GAP INC DEL	COM	364760108	26	1562 SH		SOLE	
GENERAL ELECTRIC CO		369604103	2382	79943 SH		SOLE	
GENERAL ELECTRIC CO		369604103	83	2800 SH		DEFINED	
GENERAL MLS INC	COM	370334104	18	397 SH		SOLE	
GENERAL MLS INC	COM	370334104	0	20 SH		DEFINED	
GEN MTR CORP		370442105	23	571 SH		SOLE	

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GENOME THERAPEUTICS CORP	COM	372430108	3	1000 SH	SOLE
GEORGIA PAC CORP		373298108	40	1660 SH	SOLE
GILLETTE CO		375766102	89	2806 SH	SOLE
GILLETTE CO		375766102	111	3485 SH	DEFINED
GLAXO WELLCOME PLC	SPONSORED ADR	37733W105	17	405 SH	SOLE
GOLDMAN SACHS GROUP		38141G104	14	178 SH	SOLE
GOODYEAR TIRE & RUBBER		382550101	3	526 SH	SOLE
GREAT LAKES CHEM CORP	COM	390568103	35	1785 SH	DEFINED
GREAT PLAINS ENERGY INC		391164100	56	1855 SH	SOLE
GUIDANT CORP	COM	401698105	112	2405 SH	SOLE
HCA INC.		404119109	101	2743 SH	SOLE
HCC INSURANCE HOLDINGS, INC		404132102	4	155 SH	SOLE
HALLIBURTON CO	COM	406216101	19	800 SH	SOLE
HANCOCK FABRICS		409900107	25	1600 SH	SOLE
HANCOCK HLDG CO CAP VALUE		410120109	214	4345 SH	SOLE
CEF HANCOCK JOHN PFD		41013X106	9	400 SH	SOLE
JOHN HANCOCK		41014S106	9	285 SH	SOLE
HARLEY DAVIDSON INC	COM	412822108	17	355 SH	SOLE
HARRIS CORP		413875105	50	1400 SH	SOLE
HARTFORD FNCL SV GRP INC	COM	416515104	13	250 SH	DEFINED
HASBRO, INC		418056107	14	787 SH	DEFINED
HEADWATERS INC		42210P102	4	305 SH	SOLE
HEINZ H J CO	COM	423074103	9	273 SH	SOLE
HERSHEY FOODS CORP		427866108	179	2475 SH	SOLE
HEWLETT PACKARD CO		428236103	448	23160 SH	SOLE
HEWLETT PACKARD CO		428236103	7	400 SH	DEFINED
HIBERNIA CORP		428656102	6232	307778 SH	SOLE
HIBERNIA CORP		428656102	18	900 SH	DEFINED
HIGH INCOME OPPORTUNITY FD		42967Q105	17	2500 SH	SOLE
HILB ROGAL & HAMILTON COMPANY		431294107	3	102 SH	SOLE
HOME DEPOT		437076102	487	15325 SH	SOLE
HOME DEPOT		437076102	48	1532 SH	DEFINED
HONEYWELL INTL INC		438516106	24	925 SH	SOLE
HUBBELL INC	CL B	443510201	36	1000 SH	SOLE
HUDSON UNITED BANCORP		444165104	1	45 SH	SOLE
ICN PHARMACEUTICALS INC NEW	COM	448924100	9	525 SH	SOLE
ING PRIME RATE TR	SH BEN INT	44977W106	99	13907 SH	SOLE
ILLINOIS TOOL WORKS INC		452308109	5	76 SH	SOLE
IMPERIAL TOBACCO PLC	SPON ADR	453142101	2	90 SH	SOLE
ING GROEP N V		456837103	10	548 SH	SOLE
INSIGHT ENTERPRISES INC	COM	45765U103	42	2775 SH	SOLE
INPUT/OUTPUT INC		457652105	3	835 SH	SOLE
INTEL CORP CAP		458140100	1513	54984 SH	SOLE
INTEL CORP CAP		458140100	104	3780 SH	DEFINED
IBM CORP		459200101	1652	18705 SH	SOLE
IBM CORP		459200101	41	475 SH	DEFINED
INTL PAPER CO		460146103	221	5667 SH	SOLE
INTL PAPER CO		460146103	35	900 SH	DEFINED
IONICS, INC		462218108	3	155 SH	SOLE
JDS UNIPHASE CORP	COM	46612J101	0	120 SH	SOLE
J P MORGAN CHASE & CO		46625H100	111	3249 SH	SOLE
J P MORGAN CHASE & CO		46625H100	51	1500 SH	DEFINED
JANUS CAPITAL GROUP INC.		47102X105	8	600 SH	SOLE
JOHNSON & JOHNSON		478160104	2033	41062 SH	SOLE
JOHNSON & JOHNSON		478160104	440	8900 SH	DEFINED
JOHNSON CONTROLS INC		478366107	271	2865 SH	SOLE
KLA TENCOR CORP		482480100	5	100 SH	SOLE
KELLOGG CO		487836108	6	200 SH	SOLE
KIMBERLY-CLARK CORP		494368103	25	500 SH	SOLE
KIMBERLY-CLARK CORP		494368103	20	400 SH	DEFINED
KINDER MORGAN ENERGY PARTNERS, L.P		494550106	52	1232 SH	SOLE

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KOHL'S CORP		500255104	144	2700 SH	SOLE
KONINKLIJKE PHLPS ELECTRSN V	SP ADR NEW	500472303	5	219 SH	SOLE
KROGER CO		501044101	195	10948 SH	SOLE
LSI LOGIC CORP	COM	502161102	3	400 SH	SOLE
LA QUINTA CORP PAIRED CTF1	COM LA QUINTA	50419U202	2	389 SH	SOLE
LAFARGE SPONSORED	ADR	505861401	2	180 SH	SOLE
ESTEE LAUDER CO		518439104	20	600 SH	DEFINED
LEHMAN BROTHERS HOLDINGS	COM	524908100	255	3695 SH	SOLE
LEVEL 3 COMMUNICATIONS INC		52729N100	32	6037 SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR SH/ PRN AMT	PCT/ CALL	INVESTMENT DISCRETION	MA
LEXMARK INTL NEW	CL A	529771107	341	5412 SH		SOLE	
THE LIBERTY CORPORATION		530370105	100	2400 SH		SOLE	
ELI LILLY & CO		532457108	496	8360 SH		SOLE	
ELI LILLY & CO		532457108	89	1500 SH		DEFINED	
LIMITED BRANDS, INC		532716107	7	515 SH		SOLE	
LINCOLN NATIONAL CORP IND		534187109	1	35 SH		SOLE	
LOCKHEED MARTIN CORP		539830109	4	100 SH		SOLE	
LOEWS CORP		540424108	1	34 SH		SOLE	
LOWES CO INC		548661107	608	11725 SH		SOLE	
LUCENT TECHNOLOGIES		549463107	49	23205 SH		SOLE	
LUCENT TECHNOLOGIES		549463107	4	2000 SH		DEFINED	
M & T BANK CORP		55261F104	174	2000 SH		SOLE	
MFS INTER INCOME TR	SH BENINT	55273C107	6	1000 SH		SOLE	
MGNA ENTMT CORP		559211107	0	20 SH		SOLE	
MANULIFE FINANCIAL CORP		56501R106	1105	38281 SH		SOLE	
MARATHON OIL CORP		565849106	1	54 SH		SOLE	
MARSH & MCLENNAN		571748102	139	2928 SH		SOLE	
MAXIM INTEGRATED PRODUCTS INC		57772K101	14	356 SH		SOLE	
MAY DEPARTMENT STORES CO		577778103	8	335 SH		SOLE	
MCCORMICK & CO		579780206	158	5800 SH		SOLE	
MCDATA CORP	CLASS A	580031201	0	73 SH		DEFINED	
MCDONALD'S CORP		580135101	87	3700 SH		SOLE	
MEADWESTVACO CORP		583334107	39	1547 SH		SOLE	
MEDIMMUNE INC	COM	584699102	2	75 SH		SOLE	
MEDTRONIC INC	COM	585055106	16	360 SH		SOLE	
MELLON FINL CORP		58551A108	24	800 SH		SOLE	
MERCK & CO INC		589331107	1441	28489 SH		SOLE	
MERCK & CO INC		589331107	83	1650 SH		DEFINED	
MERRILL LYNCH & CO, INC		590188108	17	320 SH		SOLE	
METLIFE INC	COM	59156R108	74	2660 SH		SOLE	
MICROSOFT CORP		594918104	789	28419 SH		SOLE	
MICROSOFT CORP		594918104	22	800 SH		DEFINED	
MICRON TECHNOLOGY		595112103	26	2000 SH		SOLE	
MID-AMERICA APARTMENT	CMNTYS	59522J103	30	1000 SH		DEFINED	
MIDAS GROUP INC		595626102	8	666 SH		SOLE	
MILLER HERMAN INC	COM	600544100	77	3385 SH		SOLE	
MIRANT CORP		604675108	1	2698 SH		SOLE	
MONSANTO CO. (NEW)		61166W101	4	187 SH		SOLE	
MONSANTO CO. (NEW)		61166W101	5	235 SH		DEFINED	
MOODYS CORP		615369105	33	602 SH		SOLE	
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	369	7316 SH		SOLE	

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MORGAN STANLEY DEAN WITTER		617446448	13	260 SH	DEFINED
DISCOVER & CO					
MOTOROLA INC		620076109	123	10308 SH	SOLE
MOTOROLA INC		620076109	89	7466 SH	DEFINED
MULTIMEDIA GAMES INC		625453105	16	450 SH	SOLE
MUNICIPAL MORTGAGE & EQUITY LLC	GROWTH SH	62624B101	137	5600 SH	SOLE
MUNI HOLDINGS INSD FD		62625A102	13	1000	SOLE
MUNIVEST FD INC	COM	626295109	45	5000	SOLE
MURPHY OIL CORP	COM	626717102	4397	74858 SH	SOLE
MURPHY OIL CORP	COM	626717102	273205	4650306 SH	DEFINED
MYLAN LABORATORIES INC		628530107	84	2197 SH	SOLE
NBC CAP CORP		628729105	129	5333 SH	SOLE
NCR CORP NEW		62886E108	2	64 SH	SOLE
NASDAQ 100 TRUST		631100104	6	200 SH	SOLE
NATIONAL COMM FINL CORP		63545P104	64	2600 SH	SOLE
NEWELL RUBBERMAID INC		651229106	14	692 SH	SOLE
NEWS CORP LTD	ADR	652487703	1	44 SH	SOLE
NICOR INC	COM	654086107	17	500 SH	SOLE
NIKE INC	CLASS B	654106103	52	860 SH	SOLE
NIPPON TEL & TEL	SPON ADR	654624105	3	155 SH	SOLE
NISOURCE INC		65473P105	159	7980 SH	SOLE
NOKIA CORP	SPND ADR	654902204	223	14303 SH	SOLE
NOBLE ENERGY INC		655044105	38	1000 SH	SOLE
NOMURA HOLDINGS INC	ADR	65535H208	4	270 SH	SOLE
NORFOLK SO CORP		655844108	26	1434 SH	SOLE
NORTEL NETWORK CORP NEW		656568102	20	5000 SH	SOLE
NORTHERN BORDER LP		664785102	43	1000 SH	SOLE
NORTHERN TRUST COMPANY	NTRS	665859104	75	1780 SH	SOLE
NORTHERN TRUST COMPANY	NTRS	665859104	152	3600 SH	DEFINED
NORTHROP GRUMMAN		666807102	1	23 SH	SOLE
NORTHWESTERN CORPORATION		668074107	0	330 SH	SOLE
NOVARTIS AG SPONSORED	ADR	66987V109	3	80 SH	SOLE
NU SKIN ENTERPRISES INC	CLASS A	67018T105	5	395 SH	SOLE
NUVEEN INSD PREMIUM INCOME	MUNI FD	6706D8104	4	338	SOLE
NUVEEN MUNICIPAL MARKET OPP		67062W103	50	3529	SOLE
OKLAHOMA GAS & ELEC ENERGYCORP		670837103	22	1000 SH	SOLE
NUVEEN QUALITY INCOME MUNI		670977107	7	500 SH	SOLE
NUVEEN PREMIER MUNICIPAL INC		670988104	22	1565 SH	SOLE

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OSI PHARMACEUTICALS INC	COM	671040103	0	5 SH		SOLE	
OCCIDENTAL PETE COR DEL		674599105	17	500 SH		SOLE	
OCWEN FINANCIAL CORP		675746101	3	880 SH		SOLE	
OFFICEMAX INC		67622M108	9	1000 SH		SOLE	
OHIO CASUALTY CORP		677240103	3	225 SH		SOLE	
OLIN CORP		680665205	2	166 SH		DEFINED	
OMNICOM GROUP		681919106	21	300 SH		SOLE	
ORACLE SYSTEMS CORP		68389X105	126	11255 SH		SOLE	
PNC BANK CORP		693475105	1	29 SH		SOLE	
PPG INDUSTRIES INC		693506107	32	626 SH		SOLE	
PACTIV COPR		695257105	43	2146 SH		SOLE	
PAYCHEX INC		704326107	5	150 SH		SOLE	

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PCCW LTD SONSORED	ADR	70454G207	3	494 SH	DEFINED
PENTAIR INC		709631105	3	80 SH	SOLE
PEOPLES ENERGY CORP	COM	711030106	20	500 SH	DEFINED
PEOPLES HLDG CO	COM	711148106	16	367 SH	SOLE
PEOPLES HLDG CO	COM	711148106	22	500 SH	DEFINED
PEPCO HLDGS INC		713291102	7	457 SH	SOLE
PEPSIAMERICAS INC		71343P200	57	4000 SH	SOLE
PEPSICO INC	COM	713448108	1473	32156 SH	SOLE
PEPSICO INC	COM	713448108	97	2130 SH	DEFINED
PFIZER INC		717081103	1699	55958 SH	SOLE
PFIZER INC		717081103	164	5417 SH	DEFINED
PHELPS DODGE CORP	COM	717265102	23	500 SH	DEFINED
THE PHOENIX COMPANIES		71902E109	12	1051 SH	SOLE
PITNEY BOWES INC	COM	724479100	8	220 SH	SOLE
PLACER DOME INC		725906101	2	170 SH	SOLE
POPE & TALBOT INC DELAWARE		732827100	3	220 SH	SOLE
POTLATCH CORP	COM	737628107	4	150 SH	SOLE
POWER TECHNOLOGIES		739363109	4	665 SH	SOLE
PRAXAIR INC	COM	74005P104	18	300 SH	DEFINED
PRINCIPAL FINANCIAL GROUP		74251V102	51	1671 SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	1239	13356 SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	129	1400 SH	DEFINED
PROGRESS ENERGY INC	COM	743263105	10	232 SH	SOLE
PRUDENTIAL FINANCIAL		744320102	140	3773 SH	SOLE
PUBLIC SVC ENTERPRISE GROUP INC		744573106	1	34 SH	SOLE
PUBLIC STORAGE, INC REIT		74460D109	7	180 SH	SOLE
PUTNAM MANAGED MUNICIPAL INCOME TRUST		746823103	3	500	DEFINED
PUTNAM MASTER INTER INCR		746909100	7	1150 SH	SOLE
QLOGIC CORP	COM	747277101	49	1053 SH	SOLE
QUALCOMM INC		747525103	8	200 SH	SOLE
QUANTA SERVICES, INC		74762E102	6	730 SH	SOLE
QWEST COMMUNICATIONS INTL INC	COM	749121109	7	2104 SH	SOLE
RALCORP HOLDINGS NEW	COM	751028101	1	66 SH	DEFINED
RARE HOSPITALITY INTL INC		753820109	2	120 SH	SOLE
RAYOVAC CORP		755081106	2	180 SH	SOLE
RAYTHEON CO NEW		755111507	157	5630 SH	SOLE
REED ELSEVIER PLC	SPON ADR	758205108	2	85 SH	SOLE
REGIONS FNCL CORP		758940100	609	17800 SH	SOLE
REGIONS FNCL CORP		758940100	61	1786 SH	DEFINED
RELIANT RESOURCES INC		75952B105	2	394 SH	SOLE
RELIANT RESOURCES INC		75952B105	10	2022 SH	DEFINED
REMINGTON OIL & GAS CORP	COM	759594302	29	1600 SH	SOLE
RIO TINTO GBP		767204100	3	40 SH	SOLE
RIVERSTONE NETWORKS INC		769320102	0	102 SH	SOLE
ROCKWELL INTL CORP NEW		773903109	4	177 SH	SOLE
ROCKWELL COLLINS INC		774341101	4	177 SH	SOLE
ROWAN COMPANIES INC		779382100	3	155 SH	SOLE
ROXIE INC		780008108	0	65 SH	SOLE
ROYAL DUTCH PETE CO	NY REG	780257804	367	8313 SH	SOLE
	GLD1.25				
ROYAL DUTCH PETE CO	NY REG	780257804	141	3200 SH	DEFINED
	GLD1.25				
RUBY TUESDAY INC		781182100	30	1260 SH	DEFINED
SBC COMMUNICATIONS, INC		78387G103	625	28128 SH	SOLE
SBC COMMUNICATIONS, INC		78387G103	17	780 SH	DEFINED
ST JUDE MEDICAL		790849103	263	4895 SH	SOLE
SANMINA CORP		800907107	2	306 SH	SOLE
SARA LEE CORP	COM	803111103	61	3340 SH	SOLE
SCANA CORP NEW		80589M102	223	6512 SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	284	18639 SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	289	19000 SH	DEFINED

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SCHLUMBERGER LTD	COM	806857108	297	6156 SH	SOLE
THE CHARLES SCHWAB CORP		808513105	17	1500 SH	SOLE
SCRIPPS EW INC NEW	CL A	811054204	34	400 SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	83	1920 SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	7	167 SH	DEFINED
SELIGMAN SELECT MUN FD INC		816344105	13	1250 SH	SOLE
SEROLOGICALS CORP		817523103	3	235 SH	SOLE
SERVICEMASTER COMPANY	COM	81760N109	77	7593 SH	SOLE

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SHELL TRANS & TRADING PLCNEW YRK	SH NEW	822703609	67	1800 SH		DEFINED	
SHERWIN WILLIAMS CO	COM	824348106	32	1100 SH		SOLE	
SIEMENS AG	SPONS ADR	826197501	3	55 SH		SOLE	
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	303	13200 SH		SOLE	
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	11	500 SH		DEFINED	
SIMON PROPERTY GROUP INC		828806109	311	7155 SH		SOLE	
SIRIUS SATTELITE RADIO		82966U103	18	10000 SH		SOLE	
SKYWORKS SOLUTIONS		83088M102	0	61 SH		SOLE	
SMUCKER J M CO		832696405	0	18 SH		SOLE	
SMURFIT-STONE CONTAINER CORP		832727101	7	495 SH		SOLE	
SNAP ON INC		833034101	4	145 SH		SOLE	
SOLUTIA INC	COM	834376105	1	500 SH		SOLE	
SONIC WALL INC		835470105	5	910 SH		SOLE	
SONY CORP		835699307	34	1000 SH		DEFINED	
SOUTHERN CO	COM	842587107	567	19359 SH		SOLE	
SOUTHERN CO	COM	842587107	76	2600 SH		DEFINED	
SOUTHWEST AIRLS CO	COM	844741108	8	505 SH		SOLE	
SPINNAKER EXPLORATION CO		84855W109	2	115 SH		SOLE	
SPRINT CORP	COM FON GROUP	852061100	845	56000 SH		SOLE	
STANCORP FINANCIAL GROUP		852891100	2	50 SH		SOLE	
STARBUCKS CORP		855244109	21	744 SH		SOLE	
STEWART ENTERPRISES		860370105	15	4000 SH		SOLE	
STONE ENERGY CORP		861642106	3	95 SH		SOLE	
SUN LIFE FINANCIAL		866796105	294	13617 SH		SOLE	
SUN MICROSYSTEMS		866810104	5	1700 SH		SOLE	
SUNGARD DATA SYSTEMS		867363103	197	7525 SH		SOLE	
SUNOCO INC		86764P109	40	1000 SH		SOLE	
SUNTRUST BANKS INC	COM	867914103	60	1005 SH		SOLE	
SYNOVUS FINL CORP		87161C105	28	1125 SH		SOLE	
TDC A/S SPONSORED	ADR	87236N102	3	210 SH		SOLE	
TECO ENERGY INC	COM	872375100	4	300 SH		SOLE	
TXU CORP		873168108	35	1500 SH		SOLE	
TARGET CORP		87612E106	284	7557 SH		SOLE	
TARGET CORP		87612E106	15	400 SH		DEFINED	
TELEFONICA SA	SPONSORED ADR	879382208	3	90 SH		SOLE	
TELLABS INC DELAWARE		879664100	4	600 SH		SOLE	
TELLABS INC DELAWARE		879664100	1	200 SH		DEFINED	
TENNECO AUTOMOTIVE NW		880349105	0	150 SH		SOLE	
TEVA PHARMACEUTICAL IND ADR'S		881624209	14	249 SH		SOLE	
TEXAS GENCO HOLDINGS INC.		882443104	0	25 SH		SOLE	
TEXAS GENCO HOLDINGS INC.		882443104	3	128 SH		DEFINED	
TEXAS INSTRUMENTS		882508104	27	1200 SH		SOLE	
TEXTRON INCORPORATED COMM		883203101	244	6198 SH		SOLE	

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THOMAS & BETTS CORP	COM	884315102	3	200 SH	SOLE
THORNBURG MORTGAGE INC		885218107	7	300 SH	SOLE
3M CO		88579Y101	355	5142 SH	SOLE
TIFFANY & CO NEW		886547108	82	2200 SH	SOLE
TOTAL FINA ELF S.A. ADR		89151E109	3	40 SH	SOLE
TOYOTA MOTOR CORP ADR NEW		892331307	3	60 SH	SOLE
TRAVELERS PROPERTY CASUALTY CORP	CL A	89420G109	13	831 SH	SOLE
TRAVELERS PROPERTY CASUALTY CORP	CL A	89420G109	5	350 SH	DEFINED
TRAVELERS PPTY & CAS CORP	NEW CLASS B	89420G406	8	539 SH	SOLE
TRAVELERS PPTY & CAS CORP	NEW CLASS B	89420G406	11	720 SH	DEFINED
TRIAD HOSPS INC		89579K109	2	80 SH	SOLE
TRIBUNE COMPANY		896047107	55	1200 SH	SOLE
TRUSTMARK CORP	COM	898402102	631	23288 SH	SOLE
TRUSTMARK CORP	COM	898402102	27	1000 SH	DEFINED
TYCO INTL LTD NEW	COM	902124106	7	350 SH	SOLE
TYSON FOODS INC	CL A	902494103	10	750 SH	SOLE
TYSON FOODS INC	CL A	902494103	211	15000 SH	DEFINED
UST INC COMMON STOCK		902911106	1	50 SH	SOLE
USA TRUCK INC -RESTRICTED		902925106	837	71498 SH	SOLE
US BANCORP DEL NEW		902973304	10	441 SH	SOLE
US UNWIRED INC		90338R104	5	5000 SH	SOLE
ULTRATECH STEPPER INC		904034105	1	65 SH	SOLE
UNIFI INC		904677101	2	605 SH	SOLE
UNION PACIFIC CORP		907818108	12	222 SH	SOLE
UNION PACIFIC CORP		907818108	229	3950 SH	DEFINED
UNION PLANTERS CORP		908068109	1007	31864 SH	SOLE
UNION PLANTERS CORP	CONV PFD SER E 8%	908068307	57	1000 SH	SOLE
UNISYS CORP		909214108	7	531 SH	SOLE

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UNITED STATIONERS INC		913004107	2	75 SH		SOLE	
UNIVERSAL ELECTRONICS INC		913483103	1	165 SH		SOLE	
VERIZON COMMUNICATIONS		92343V104	814	25102 SH		SOLE	
VERIZON COMMUNICATIONS		92343V104	76	2344 SH		DEFINED	
VIAD CORP		92552R109	8	348 SH		SOLE	
VIACOM INC	CL B	925524308	79	2071 SH		SOLE	
VIACOM INC	CL B	925524308	12	325 SH		DEFINED	
VISTEON CORP		92839U107	0	75 SH		SOLE	
VODAFONE GROUP PLC NEW		92857W100	86	4259 SH		SOLE	
W.P.CAREY & CO., LLC		92930Y107	78	2474 SH		SOLE	
WACHOVIA CORP 2ND NEW		929903102	425	10330 SH		SOLE	
WACHOVIA CORP 2ND NEW		929903102	20	500 SH		DEFINED	
WAL MART STORES INC	COM	931142103	2674	47896 SH		SOLE	
WAL MART STORES INC	COM	931142103	256	4586 SH		DEFINED	
WALGREEN CO	COM	931422109	247	8094 SH		SOLE	
WASHINGTON MUTUAL INC		939322103	25	649 SH		SOLE	
WASTE MANAGEMENT INC NEW		94106L109	125	4803 SH		SOLE	
WASTE MANAGEMENT INC NEW		94106L109	0	1 SH		DEFINED	
WATSON WYATT & CO HLDGS	CLASS A	942712100	3	170 SH		SOLE	
WEBSTER FINANCIAL CORP		947890109	3	90 SH		SOLE	
WEINGARTEN RLTY INVS	SH BEN INT	948741103	67	1500 SH		SOLE	

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WELLS FARGO & CO. NEW		949746101	235	4575 SH	SOLE
WELLS FARGO & CO. NEW		949746101	10	200 SH	DEFINED
WESTAR ENERGY INC		95709T100	3	200 SH	SOLE
WEYERHAEUSER CO	COM	962166104	222	3800 SH	SOLE
WHITNEY HOLDING CORP COMMON		966612103	108	3180 SH	SOLE
WILD OATS MKTS INC		96808B107	3	365 SH	SOLE
WILLIAMS COMPANY COMMON		969457100	16	1757 SH	SOLE
WYETH		983024100	370	8045 SH	SOLE
WYETH		983024100	13	300 SH	DEFINED
XM SATELLITE		983759101	387	25000 SH	SOLE
XCEL ENERGY INC		98389B100	2	154 SH	SOLE
XILINX INC		983919101	2	100 SH	SOLE
YANKEE CANDLE CO INC		984757104	4	175 SH	SOLE
YUM BRANDS INC		988498101	77	2626 SH	SOLE
ZIMMER HLDGS INC		98956P102	18	328 SH	SOLE
ZOLL MEDICAL CORP		989922109	3	115 SH	SOLE
ALLIANT TECHSYSTEMS		018804104	10	210 SH	SOLE
ALLSTATE CORP		020002101	5	150 SH	SOLE
ALLTEL CORP NEW		020039103	6	125 SH	SOLE
AMER INTL GROUP INC		026874107	4	67 SH	SOLE
AMGEN INC		31162100	11	175 SH	SOLE
AMSOUTH BANCORP		032165102	291	13724 SH	SOLE
AUTOMATIC DATA		053015103	4	100 SH	SOLE
BANCORPSOUTH INC		059692103	271	12373 SH	SOLE
BANK OF AMERICA		060505104	12	150 SH	SOLE
BERKSHIRE HATHAWAY INC	DEL CL B	084670207	25	10 SH	SOLE
BEST BUY INC		86516101	5	100 SH	SOLE
BOMBAY COMPANY INC		097924104	0	0 SH	SOLE
BOSTON SCIENTIFIC		101137107	8	120 SH	SOLE
CAREER EDUCATION CRP		141665109	0	0 SH	SOLE
CITIGROUP INC		1.73E+08	102	2250 SH	SOLE
COCA COLA CO		191216100	52	1200 SH	SOLE
COVENTRY HEALTH CARE		222862104	0	0 SH	SOLE
DISNEY WALT CO DEL		254687106	4	200 SH	SOLE
E M C CORP MASS		268648102	11	900 SH	SOLE
EATON VANCE TAX MGD	CLASS B	277911848	35	1982 SH	SOLE
GENERAL DYNAMICS CRP		369550108	9	110 SH	SOLE
GENERAL ELECTRIC CO		3.7E+08	226	7585 SH	SOLE
GENERAL MOTORS CORP		370442105	10	240 SH	SOLE
HEWLETT-PACKARD CO		428236103	10	540 SH	SOLE
HOME DEPOT INC		437076102	4	127 SH	SOLE
INTEL CORP		4.58E+08	121	4380 SH	SOLE
ISHARES TR DOW JONES		464287788	251	3157 SH	SOLE
JETBLUE AWYS CORP		477143101	6	100 SH	SOLE
JOHNSON & JOHNSON		478160104	5	100 SH	SOLE
L-3 COMMUNICATIONS		502424104	12	280 SH	SOLE
LUCENT TECH INC		549463107	1	500 SH	SOLE
MAGNA-LAB INC CL A		559235106	0	2000 SH	SOLE
MICROSOFT CORP		5.95E+08	51	1834 SH	SOLE
MYLAN LABS INC		628530107	9	230 SH	SOLE
NASDAQ 100 TR		6.31E+08	8	250 SH	SOLE
NOKIA CORP ADR		654902204	2	100 SH	SOLE
OPEN TEXT CORP		683715106	0	0 SH	SOLE
OXFORD HEALTH PLANS		691471106	0	0 SH	SOLE
PEOPLES HLDG CO		711148106	66	1439 SH	SOLE
PFIZER INC		7.17E+08	14	468 SH	SOLE
PITNEY BOWES INC		724479100	8	200 SH	SOLE
PROCTER & GAMBLE CO		742718109	136	1470 SH	SOLE
RF MICRO DEVICES INC		749941100	4	400 SH	SOLE
RESPIRONICS INC		761230101	0	0 SH	SOLE
SUN MICROSYSTEMS INC		866810104	2	600 SH	SOLE
SYBRON DENTAL COM		871142105	2	83 SH	SOLE

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SYSCO CORP		871829107	3	100 SH	SOLE
TAIWAN SEMICONDUCTOR		874039100	7	680 SH	SOLE
TEMPLETON FOREIGN	CLASS A	880196209	491	50649 SH	SOLE
TEXAS INSTRUMENTS		882508104	7	300 SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR SH/ PRN AMT	PCT/ CALL	INVESTMENT DISCRETION	MA
TYCO INTL LTD NEW		902124106	2	80 SH		SOLE	
US BANCORP DEL		902973304	5	215 SH		SOLE	
WAL-MART STORES INC		9.31E+08	13	240 SH		SOLE	
WALGREEN COMPANY		931422109	5	150 SH		SOLE	
PUTNAM INTERNATIONAL	EQUITY CL A	74680E101	37	1985 SH		SOLE	
APOGENT TECHNOLOGIES		03760A101	5	250 SH		SOLE	
BOEING CAP CORP SR		09700WDJ9	25	25000 SH		SOLE	
CISCO SYS INC		17275R102	22	1100 SH		SOLE	
HOSPITALITY		44106M102	4	100 SH		SOLE	
INTL PAPER CO		460146AR4	25	25000 SH		SOLE	
JDS UNIPHASE CORP		46612J101	1	250 SH		SOLE	
JUNIPER NETWORKS		48203R104	2	100 SH		SOLE	
KRAFT FOODS INC	CL A	50075N104	3	100 SH		SOLE	
LABORATORY CORP AMER		50540R409	3	100 SH		SOLE	
MBNA CORP		55262L100	2	100 SH		SOLE	
MERISTAR HOSPITALITY		58984Y103	6	847 SH		SOLE	
NAUTILUS GROUP INC		63910B102	4	300 SH		SOLE	
PRIVATE EXPT FDG		742651CU4	545	500000 SH		SOLE	
S & P 500 DEPOSITORY		78462F103	10	100 SH		SOLE	
SONIC AUTOMOTIVE INC		83545G102	0	0 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 GA NEW	COM	98157D106	0	1095 SH		SOLE	
WORLDCOM INC GA (MCI		98157D304	0	55 SH		SOLE	
AMDOCS LIMITED	ISIN	G02602103	6	325 SH		SOLE	
		#GB0022569080					
FLEXTRONICS INTL INC	ISIN	Y2573F102	9	600 SH		SOLE	
		#SG9999000020					
GRAND TOTALS			432688	10673059			
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