

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, 2001

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: 372

Form 13F Information Table Value Total: \$279,743
(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 -----	INVESTMEN DISCRETIO -----
LUKS INDUSTRIAL CO		G5696D102	0	800	SH		DEFINED
ABBOTT LAB		002824100	1695	32715	SH		SOLE
ABBOTT LAB		002824100	294	5688	SH		DEFINED
GRUY PETRO MGMT WALKER							
CREEKWALKER CREEK		002995363	0	1	PRN		SOLE
ATLANTA EXP-CRONE 12-96		003995362	0	1	SH		SOLE
AdAMS EXPRESS CO	COM	006212104	144	9692	SH		SOLE
AETNA INC	COM	00817Y108	5	200	SH		DEFINED
ART MACHIN ASSOC 109-01		008990103	0	1	PRN		SOLE
AIR PRODS & CHEMS INC	COM	009158106	15	400	SH		DEFINED
PETROQUEST EXPLORATION		009990102	0	1	PRN		SOLE
ALLERGAN INC		018490102	13	210	SH		SOLE
AEROPRES DIV #2240		018990101	0	1	PRN		SOLE
ALLIED CAP CORP	NEW COM	01903Q108	6	300	SH		SOLE
ALLTEL CORP		020039103	331	5714	SH		SOLE
ALLTEL CORP		020039103	652	11265	SH		DEFINED
AMERICAN ELECTRIC POWER		025537101	219	5072	SH		SOLE
AMERICAN ELECTRIC POWER		025537101	21	498	SH		DEFINED
AMER EXPRESS CO		025816109	139	4800	SH		SOLE
AMER HOME PROD CORP		026609107	326	5600	SH		SOLE
AMER HOME PROD CORP		026609107	268	4615	SH		DEFINED
ATLANTA EXP-NEW HOPE							
EXPAND 10/98		026995365	0	1	PRN		SOLE
AMERICAN MUTUAL FUND INC		02768110R	28	1237	SH		SOLE
AMERICAN MUTUAL FUND INC		02768110R	198	8554	SH		DEFINED
ANADARKO PETE CORP		032511107	70	1464	SH		DEFINED

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ATLANTA EXP WARECREEK LSE	036995363	0	1	PRN	SOLE
APPLE COMP INC	037833100	7	505	SH	SOLE
APPLE COMP INC	037833100	49	3200	SH	DEFINED
ARCHER-DANIELS-MIDLAND COMPANY	039483102	3	279	SH	SOLE
AUTO DATA PROCESS	053015103	244	5200	SH	SOLE
AUTO DATA PROCESS	053015103	150	3200	SH	DEFINED
AUTOZONE	053332102	51	1000	SH	SOLE
AUTOZONE	053332102	27	530	SH	DEFINED

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION
AVENTIS	SPONSORED ADR	053561106	7	98	SH		SOLE
AXCELIS TECHNOLOGIES INC		054540109	20	2181	SH		SOLE
BODCAW BANK		056004997	767	853	SH		SOLE
BODCAW BANK		056004997	5	6	SH		DEFINED
BAKER HUGHES INC	COM	057224107	3	135	SH		SOLE
BANCORPSOUTH INC		059692103	13596	882876	SH		SOLE
BANCORPSOUTH INC		059692103	2621	170243	SH		DEFINED
BANKAMERICA CORP	NEW COM	060505104	1259	21570	SH		SOLE
BANKAMERICA CORP	NEW COM	060505104	158	2710	SH		DEFINED
BANK OF THE OZARKS, INC		063904106	517	23800	SH		DEFINED
BAXTER INTL INC		071813109	221	4030	SH		SOLE
13 PORTERS CHAPEL ROAD	RENT-SPROUSE	078995362	0	1	PRN		SOLE
BELLSOUTH CORP		079860102	1775	42748	SH		SOLE
BELLSOUTH CORP		079860102	30	732	SH		DEFINED
BERKSHIRE HATHAWAY A		084670108	70	1	SH		SOLE
BETHLEHEM STL CORP	PFD CV \$2.50	087509402	3	1100	SH		SOLE
BLACKBURN MTR NV		088995360	1447	1577	SH		SOLE
BOEING INC		097023105	242	7227	SH		SOLE
BOEING INC		097023105	13	400	SH		DEFINED
BRISTOL MYERS SQUIBB CO		110122108	1721	30990	SH		SOLE
BRISTOL MYERS SQUIBB CO		110122108	261	4700	SH		DEFINED
BULL RUN CORP GEORGIA		120182100	4	3400	SH		SOLE
BURLINGTON NORTHERN/SANTA FE CORP		12189T104	24	930	SH		SOLE
CLECO CORP	COM	12561W105	12	600	SH		SOLE
CITGO 0380600014		130990104	0	1	PRN		SOLE
CITGO 0380600011		131990103	0	1	PRN		SOLE
CITGO 03806000010		132990102	0	1	PRN		SOLE
CABE LAND COMPANY AKA CABE CATTLE CO.		133005991	1619	17672	SH		SOLE
CAMPBELL SOUP CO	COM	134429109	11	400	SH		SOLE
CITGO 0380600015		134990100	0	1	PRN		SOLE
CABE/LONG MANAGMENT		135000990	311	311294	SH		SOLE
CABE INVESTMENTS INC		135005999	311	311294	SH		SOLE
LION OIL 68-0366		135990109	0	1	PRN		SOLE
CAPITAL ONE FINL CORP	COM	14040H105	244	5315	SH		SOLE

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NAMES OF ISSUER -----	TITLE OF CLASS -----	CUSIP -----	VALUE [X\$1000] -----	SHRS OR PRN AMT -----	SH/ PRN -----	PCT/ CALL -----	INVESTMEN DISCRETIO -----
CARDINAL HEALTH INC	COM	14149Y108	33	447	SH		SOLE
CATERPILLAR INC		149123101	472	10555	SH		SOLE
CELL PATHWAYS INC		15114R101	0	100	SH		SOLE
CHEVRON CORP		166751107	1107	13073	SH		SOLE
CHEVRON CORP		166751107	257	3043	SH		DEFINED
CHUBB CORPORATION		171232101	392	5500	SH		SOLE
COCA COLA CO		191216100	1871	39955	SH		SOLE
COCA COLA CO		191216100	285	6100	SH		DEFINED
COLGATE-PALMOLIVE CO		194162103	394	6773	SH		SOLE
COLGATE-PALMOLIVE CO		194162103	11	200	SH		DEFINED
COMCAST		200300200	28	800	SH		DEFINED
COMPAQ COMPUTER CORP		204493100	193	23315	SH		SOLE
COMPUTER ASSOC INTL INC	COM	204912109	20	800	SH		SOLE
CONAGRA FOODS INC	COM	205887102	13	600	SH		SOLE
CONAGRA FOODS INC	COM	205887102	4	200	SH		DEFINED
CONNECTIV INC	COM	206829103	15	675	SH		SOLE
CONSECO STRATEGIC INC	FD SH BEN INT	20847A102	7	866	SH		SOLE
CONSOLIDATED EDISON INC	COM	209115104	41	1028	SH		SOLE
CONSTELLATION ENERGY CORP		210371100	9	400	SH		DEFINED
CORNING INC		219350105	15	1800	SH		SOLE
DPL INC	COM	233293109	48	1985	SH		SOLE
DANA CORP		235811106	13	866	SH		SOLE
DEAN FOODS CO		242361103	18	400	SH		SOLE
DELTA AIRLINES INC		247361108	5	200	SH		SOLE
DELTIC TIMBER INC		247850100	453	17940	SH		SOLE
DELTIC TIMBER INC		247850100	16336	645971	SH		DEFINED
DIAMOND OFFSHORE DRILLING	INC	25271C102	1	50	SH		SOLE
WALT DISNEY CO		254687106	14	760	SH		SOLE
WALT DISNEY CO		254687106	3	200	SH		DEFINED
DOW CHEMICAL CO		260543103	1008	30794	SH		SOLE
DOW CHEMICAL CO		260543103	15	483	SH		DEFINED
DREYFUS MUNICIPAL BOND FUND		26201Q104	46	3881			SOLE
DU PONT EI D NEMOURS & CO		263534109	277	7397	SH		SOLE
DUKE ENERGY CORP	COM	264399106	229	6054	SH		SOLE
DUKE ENERGY CORP	COM	264399106	7	200	SH		DEFINED
DYNEX CAP INC	COM NEW	26817Q506	0	106	SH		DEFINED
EEX CORP	COM NEW	26842V207	0	66	SH		SOLE

NAMES OF ISSUER -----	TITLE OF CLASS -----	CUSIP -----	VALUE [X\$1000] -----	SHRS OR PRN AMT -----	SH/ PRN -----	PCT/ CALL -----	INVESTMEN DISCRETIO -----
EQUINOX - OPHILIA TODD 10400		271995367	0	1	PRN		SOLE
ALBEMARLE CORP (EHTYL) UNIT		274990100	0	1	PRN		SOLE
AGREEMENT-SMACKOVERUNIT		275995363	0	1	PRN		SOLE
EASTMAN KODAK CO		277461109	34	1050	SH		SOLE
EATON CORP	COM	278058102	97	1650	SH		SOLE
ECHELON CORP		27874N105	1	100	SH		SOLE

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A. G. EDWARDS INC		281760108	11	325	SH	SOLE
ATLANTA EXPLORATION PISG PRO		281995365	0	1	PRN	SOLE
ATLANTA EXPLORATION WARE CR		282995364	0	1	PRN	SOLE
ELECTRONIC DATA SYS CORP	NEW	285661104	170	2963	SH	SOLE
ELECTRONIC DATA SYS CORP	NEW	285661104	0	8	SH	DEFINED
EMERSON ELECTRIC CO		291011104	112	2400	SH	SOLE
EMERSON ELECTRIC CO		291011104	16	350	SH	DEFINED
ENCORE WIRE CORP	COM	292562105	270	20900	SH	SOLE
ENRON CORP		2953561106	21	800	SH	SOLE
ENTERGY 65 SERIES PRD 4.56%		29364D407	1	18	SH	SOLE
ENTERGY ARK INC. PFD \$6.08		29364D605	4	60	SH	SOLE
ENTERGY ARK INC. PFD \$7.32		29364D704	21	229	SH	SOLE
ENTERGY ARK INC. PFD \$7.80		29364D803	10	100	SH	SOLE
ENTERGY ARK INC. PFD \$7.40		29364D829	8	90	SH	SOLE
ENTERGY ARK INC. PFD \$7.88		29364D852	14	145	SH	SOLE
ENTERGY CORP		29364G103	188	5298	SH	SOLE
ENTERGY CORP		29364G103	21	593	SH	DEFINED
CHALLENGE OPT ROBERSON #1 ARK		301990107	0	1	PRN	SOLE
FLOWEREE PLANTING LSE 1-1-98		301995361	0	1	PRN	SOLE
FPL GROUP INC		302571104	31	580	SH	SOLE
FNMA	COM	313586109	128	1600	SH	SOLE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	15	685	SH	SOLE
1ST CENTURY BANKSHARES		319426102	16	1000	SH	SOLE
FIRST NAT'L ENTERTAINMENT CORP		320940109	0	388	SH	DEFINED
FIRST COMMUNITY BANK NA NPT		329000996	2	2000	SH	SOLE

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ADV FUND MS TRS		33732A210	9	24			SOLE
1ST TRS ADVAN SER 195 MSTR9		33732C745	33	35	SH		SOLE
1ST TRUST ADV UIT SER 32 MS		337320675	3	15			SOLE
TRUST 1		337320865	3	20	SH		SOLE
1ST TRS ADVAN SER 38 MSTR2		343412102	11	300	SH		SOLE
FLUOR CORP		343412102	3	96	SH		DEFINED
FLUOR CORP		344123104	123	20050	SH		SOLE
FOAMEX INT'L INC		345343206	25	1000	SH		SOLE
FORD MTR CO CAP TR	TOPRS 9%	364760108	17	1500	SH		SOLE
GAP INC	DEL COM	369604103	4951	133108	SH		SOLE
GENERAL ELECTRIC CO		369604103	226	6100	SH		DEFINED
GENERAL ELECTRIC CO		370334104	32	720	SH		SOLE
GENERAL MLS INC	COM	370334104	0	20	SH		DEFINED
GENERAL MLS INC	COM	370442105	28	673	SH		SOLE
GEN MTR CORP		372430108	5	1000	SH		SOLE
GENOME THERAPEUTICS CORP	COM	373298108	178	6202	SH		SOLE
GEORGIA PAC CORP		373298702	13	360	SH		SOLE
GEORGIA PAC TIMBER GROUP							

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GERON CORP	COM	374163103	2	300	SH	SOLE
SCUDDER GLOBAL DISCOVERY						
FD		378947501	11	544	SH	SOLE
GLOBAL MARINE INC	COM	379352404	8	575	SH	SOLE
GLOBAL SPORTS INC		37937A107	0	29	SH	SOLE
GOODYEAR TIRE & RUBBER		382550101	31	1718	SH	SOLE
GREAT LAKES CHEM CORP	COM	390568103	39	1785	SH	DEFINED
GUARANTY BANCHSARES INC						
TEX	COM	400764106	2	200	SH	SOLE
GUIDANT CORP	COM	401698105	169	4400	SH	SOLE
HARRIS SHORT/INTERMEDIATE	BOND CL I	40429960R	70	6691	SH	SOLE
BURNS/PERKIS						
OIL/GAS11-1999		408995363	0	1	PRN	SOLE
HANCOCK FABRICS		409900107	13	1600	SH	SOLE
HANCOCK HLDG CO CAP VALUE		410120109	117	2897	SH	SOLE
HARRIS CORP		413875105	47	1494	SH	SOLE
HARRIS EQUITY INCOME FUND		41454810R	76	5010	SH	SOLE
HARTFORD FNCL SV GRP INC	COM	416515104	11	200	SH	DEFINED
HASBRO, INC		418056107	11	787	SH	DEFINED
HATTERAS INCOME SECS INC	COM	419025101	2	200	SH	SOLE

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HEWLETT PACKARD CO		428236103	203	12672	SH		SOLE
HEWLETT PACKARD CO		428236103	6	400	SH		DEFINED
HIBERNIA CORP		428656102	6091	372786	SH		SOLE
HIBERNIA CORP		428656102	14	900	SH		DEFINED
HIGHLANDS INS GROUP		431032101	29	12000	SH		SOLE
HOME DEPOT		437076102	820	21397	SH		SOLE
HOME DEPOT		437076102	58	1532	SH		DEFINED
HOMEFED CORP	COM NEW	43739D208	3	4028	SH		DEFINED
HOPEWELL HLDGS LTD	SPONSORED ADR	439555301	6	14600	SH		DEFINED
HUBBELL INC	CL B	443510201	29	1000	SH		SOLE
ICN PHARMACEUTICALS INC	NEW COM	448924100	13	525	SH		SOLE
INS MUN-INC TRS 198		45808G723	0	5			SOLE
UTS INSURED MUNI INC							
TRS#297		45808V266	7	10			DEFINED
INS MUN-INC TRS 116		458084837	1	6			SOLE
INTEL CORP	CAP	458140100	936	45844	SH		SOLE
INTEL CORP	CAP	458140100	90	4430	SH		DEFINED
IBM CORP		459200101	3382	36880	SH		SOLE
IBM CORP		459200101	116	1275	SH		DEFINED
INTL PAPER CO		460146103	165	4748	SH		SOLE
INTL PAPER CO		460146103	50	1450	SH		DEFINED
JANUS WORLDWID FUND #41		471023309	25	661	SH		SOLE
JEFFERSON PILOT							
CORPORATION		475070108	20	450	SH		DEFINED
JOHNSON & JOHNSON		478160104	3015	54426	SH		SOLE
JOHNSON & JOHNSON		478160104	520	9400	SH		DEFINED
KANSAS CITY PWR & LT CO	COM	485134100	74	2855	SH		SOLE
KELLOGG CO		487836108	6	200	SH		SOLE
C SIMMONS LSE EXP 12/31/06		490990108	0	1	PRN		SOLE
KERR-MCGEE CORPORATION INC		492386107	1	25	SH		SOLE
LION OIL 68-0261 RI & ORI		493990105	0	1	PRN		SOLE

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LION OIL 05-0260 680260 (246)	493995369	0	1	PRN	SOLE
LION OIL 48-0260 RI & ORI	494990104	0	1	PRN	SOLE
LION OIL 05-0261 (DRIP)	494995368	0	1	PRN	SOLE
LION OIL CO #18-1896	496990102	0	1	PRN	SOLE
WICKFORD ENERGY DO#9601100	498990100	0	1	PRN	SOLE

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LTV CORP	*W EXP 06/28/1998	501921126	0	1	SH		SOLE
LTV CORP 1.25 SERIES		502210800	0	14	SH		SOLE
LACLEDE GAS CO	COM	505588103	7	300	SH		SOLE
LACLEDE GAS CO	COM	505588103	21	900	SH		DEFINED
LEAR CORP	COM	521865105	2	100	SH		SOLE
LEXMARK INTL	NEW CL A	529771107	8	190	SH		SOLE
COLONIAL TAX EXEMPT FUND A		53054410R	144	10848			SOLE
LOUISIANA COMPANIES		540000999	0	36	SH		SOLE
MERLIN MORRIS FARMS INC.		546001991	2	2679	SH		SOLE
LOUISIANA PAC CORP	COM	546347105	6	1016	SH		SOLE
MCDONALD'S CORP		580135101	233	8600	SH		SOLE
MCDONALD'S CORP		580135101	16	600	SH		DEFINED
MEDTRONIC INC	COM	585055106	63	1460	SH		SOLE
MELLON FINL CORP		58551A108	32	1000	SH		SOLE
MERCK & CO INC		589331107	2527	37952	SH		SOLE
MERCK & CO INC		589331107	256	3850	SH		DEFINED
MERRILL LYNCH CORP BD FD INCHI							
INCOME	CL A	590907101	11	2536	SH		SOLE
METLIFE INC	COM	59156R108	4	148	SH		SOLE
MICROSOFT CORP		594918104	985	19255	SH		SOLE
MICROSOFT CORP		594918104	20	400	SH		DEFINED
MISSISSIPPI CHEMICAL		598001998	0	2	SH		SOLE
MINNESOTA MNG & MFG CO		604059105	114	1166	SH		SOLE
MORRISSEY DEV. CO.		618994156	25	400	SH		SOLE
MOTOROLA INC		620076109	377	24213	SH		SOLE
MOTOROLA INC		620076109	218	13980	SH		DEFINED
THE MUN INSURED NAT'L TR S5		626223242	0	5			SOLE
MURPHY OIL CORP	COM	626717102	3742	51714	SH		SOLE
MURPHY OIL CORP	COM	626717102	69116	112337153	SH		DEFINED
NELSON, THOMAS INC		640376109	1	187	SH		SOLE
NICOR INC	COM	654086107	31	800	SH		SOLE
NOBLE AFFILIATES INC	COM	654894104	30	1000	SH		SOLE
NORFOLK SO CORP		655844108	31	1934	SH		SOLE
NORTHERN TRUST COMPANY NTRS		665859104	93	1780	SH		SOLE
NORTHERN TRUST COMPANY NTRS		665859104	209	4000	SH		DEFINED
OCCIDENTAL PETE COR DEL		674599105	31	1303	SH		SOLE
OLIN CORP		680665205	2	166	SH		DEFINED

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NAMES OF ISSUER -----	TITLE OF CLASS -----	CUSIP -----	VALUE [X\$1000] -----	SHRS OR PRN AMT -----	SH/ PRN -----	PCT/ CALL -----	INVESTMEN DISCRETIO -----
OMNICOM GROUP		681919106	64	1000	SH		SOLE
PPG INDUSTRIES INC		693506107	36	800	SH		SOLE
PACIFIC CENTURY CYBERWORKS		694059106	5	2473	SH		DEFINED
PENNEY J C INC	COM	708160106	12	582	SH		SOLE
PRAIRIE FARMERS ASSOC.	RESERVES (BE)	711000992	1	1769	SH		SOLE
PEOPLES ENERGY CORP	COM	711030106	7	200	SH		SOLE
PEOPLES ENERGY CORP	COM	711030106	19	500	SH		DEFINED
PEOPLES HLDG CO	COM	711148106	12	367	SH		SOLE
GEORGE PATE COLUMBIA 11/96		712995364	0	1	PRN		SOLE
PEPSICO INC	COM	713448108	1595	32898	SH		SOLE
PEPSICO INC	COM	713448108	151	3130	SH		DEFINED
PORT GIBSON CAPITAL CORP		715995361	336	8000	SH		SOLE
PFIZER INC		717081103	4193	104594	SH		SOLE
PFIZER INC		717081103	132	3300	SH		DEFINED
PHELPS DODGE CORP	COM	717265102	0	20	SH		SOLE
PHELPS DODGE CORP	COM	717265102	13	500	SH		DEFINED
PHILIP MORRIS COS INC	COM	718154107	143	2975	SH		SOLE
PHILLIPS PETE CO		718507106	117	2186	SH		SOLE
PHILLIP/AMEXPLORATION -CRONEA		719995367	0	1	PRN		SOLE
PRAIRIE FARMERS ASSOCIATION NUMBER 00888		722000999	0	1	SH		SOLE
3/8 INT FARM PROP-WARREN CTY		722995362	0	1	PRN		SOLE
PORT GIBSON PROPERTIES, INC		723995361	4	4100	SH		SOLE
PITNEY BOWES INC	COM	724479100	1	36	SH		SOLE
PETROGULF CORP LEASE 8-2000		728995366	0	1	PRN		SOLE
POTLATCH CORP	COM	737628107	4	150	SH		SOLE
PRAXAIR INC	COM	74005P104	12	300	SH		DEFINED
PRICE T ROWE TX FR HI YLD FD	COM	741486104	8	768			SOLE
PROCTER & GAMBLE CO	COM	742718109	583	8017	SH		SOLE
PROCTER & GAMBLE CO	COM	742718109	385	5290	SH		DEFINED
QLOGIC CORP	COM	747277101	4	250	SH		SOLE
RH DONNELLEY CORP		74955W307	1	60	SH		SOLE
RALSTON PURINA CO	COM	751277302	17	525	SH		SOLE
RALSTON PURINA CO	COM	751277302	10	309	SH		DEFINED
RELIANT ENERGY INC		75952J108	134	5123	SH		SOLE

NAMES OF ISSUER -----	TITLE OF CLASS -----	CUSIP -----	VALUE [X\$1000] -----	SHRS OR PRN AMT -----	SH/ PRN -----	PCT/ CALL -----	INVESTMEN DISCRETIO -----
RELIANT ENERGY INC		75952J108	117	4460	SH		DEFINED
REXCOM SYSTEMS CORP		761672203	0	1	SH		SOLE
ROHM & HAAS CO	COM	775371107	6	200	SH		SOLE

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ROUSE CO	COM	779273101	2	100	SH	SOLE
SAFECO CORP	COM	786429100	30	1000	SH	SOLE
SEVEN J STOCK FARM		787991066	0	10	SH	SOLE
SARA LEE CORP	COM	803111103	17	800	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	720	19434	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	823	22200	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	89	1950	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	66	1920	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	5	167	SH	DEFINED
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703609	79	1800	SH	DEFINED
SHERWIN WILLIAMS CO	COM	824348106	24	1100	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	322	9023	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	8	250	SH	DEFINED
SOLUTIA INC	COM	834376105	51	4124	SH	SOLE
SOLUTIA INC	COM	834376105	1	100	SH	DEFINED
SOUTHERN CO	COM	842587107	507	21153	SH	SOLE
SOUTHERN CO	COM	842587107	87	3664	SH	DEFINED
STILLWELL FINANCIAL INC		860831106	11	600	SH	SOLE
SYSCO CORP		871829107	102	4000	SH	SOLE
TECO ENERGY INC	COM	872375100	8	300	SH	SOLE
TECO ENERGY INC	COM	872375100	21	800	SH	DEFINED
TXU ELEC CAP III	QUIPS 8%	87316Q207	24	1000	SH	SOLE
HILLSIDE MANOR APARTMENTS TAX EXEMPT BD FD OF AMERICA		875995367	43	100	SH	SOLE
TEMPLE INLAND INC	COM	87690210R	14	1193		DEFINED
TEVA PHARMECEUTICAL INC	ADR'S	879868107	18	400	SH	SOLE
TIFFANY & CO	NEW	881624209	18	300	SH	SOLE
TOTH ALUMINUM CORPORATION		886547108	47	2200	SH	SOLE
TRIBUNE COMPANY		891514101	0	100	SH	SOLE
SUPPLYFORCE.COM, LLC		896047107	37	1200	SH	SOLE
		89902Q997	60	10000	SH	SOLE

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TRANS-GULF PETROLEUM CORP	LA CLOSELY HELD	89902X992	0	10	SH		SOLE
SMACKOVER BANCSHARES INC		899027999	0	673	SH		SOLE
FIRST STAUNTON BANSHARES	CL-A V	90008J994	0	42	SH		SOLE
FIRST STAUNTON BANSHARES	CL-B V	90008K991	0	374	SH		SOLE
WHOLESALE ELECTRIC SUPPLY CO., INC.		902027994	5073	47444	SH		SOLE
TYSON FOODS INC	CL A	902494103	7	750	SH		SOLE
TYSON FOODS INC	CL A	904494103	150	15000	SH		DEFINED
USA TRUCK INC - RESTRICTED		902925106	568	77385	SH		SOLE
USX-U S STL	COM	90337T101	6	500	SH		SOLE
UNITED ARKANSAS CORPORATION		907000996	0	1200	SH		DEFINED
UNISYS CORP		909214108	4	540	SH		SOLE
UNITED AUTO GROUP INC	COM	909440109	168	10105	SH		SOLE
CONFEDERATE STATE \$10 BILL		915995369	0	1	PRN		SOLE
BANK OF US NOTE \$1000		916995368	0	1	PRN		SOLE
UTILICORP UNITED INC		918005109	74	2656	SH		SOLE
VAN KAMPEN AMERICAN							

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CAPITAL							
PRIME RATE		920914108	50	5997			SOLE
VIALINK CO	COM	92552Q101	0	450	SH		SOLE
VLASIC FOODS INTL INC	COM	928559103	0	100			
WAL MART STORES INC	COM	931142103	2651	53571	SH		SOLE
WAL MART STORES INC	COM	931142103	234	4739	SH		DEFINED
WALGREEN CO	COM	931422109	207	6025	SH		SOLE
WALSH HEALTH CARE							
SOLUTIONS INC		937001998	0	3	SH		SOLE
WAUSAU-MOSINEE PAPER							
CORP CO		943315101	6	550	SH		SOLE
WEINGARTEN RLTY INVS	SH BEN INT	948741103	48	1000	SH		SOLE
WESTERN RES INC	COM	959425109	3	200	SH		SOLE
WEYERHAEUSER CO	COM	962166104	185	3800	SH		SOLE
AMSOUTH BANCORP		32165102	248	13724	SH		SOLE
BANCORPSOUTH INC		59692103	191	12373	SH		SOLE
BERKSHIRE HATHAWAY		84670207	23	10	SH		SOLE
BEST BUY INC		86516101	14	300	SH		SOLE
CITIGROUP INC		172967101	111	2750	SH		SOLE
COCA COLA CO		191216100	56	1200	SH		SOLE

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DISNEY WALT CO DEL		254687106	4	200	SH		SOLE
E M C CORP MASS		268648102	9	800	SH		SOLE
EATON VANCE TAX MGD		277911848	36	1982	SH		SOLE
ENTERPRISE INTERNET		293720231	4	488	SH		SOLE
GENERAL ELECTRIC CO		369604103	278	7480	SH		SOLE
HEWLETT-PACKARD CO		428236103	5	300	SH		SOLE
HOME DEPOT INC		437076102	8	200	SH		SOLE
INTEL CORP		458140100	93	4550	SH		SOLE
JOHNSON & JOHNSON		478160104	10	174	SH		SOLE
LSI LOGIC CORP		502161102	4	300	SH		SOLE
LUCENT TECH INC		549463107	2	400	SH		SOLE
MAGNA-LAB INC CL A		559235106	1	2000	SH		SOLE
MCDATA CORP		580031201	0	29	SH		SOLE
MERCK &CO INC		589331107	7	100	SH		SOLE
MICROSOFT CORP		594918104	31	600	SH		SOLE
NASDAQ 100 TR		631100104	4	140	SH		SOLE
NOKIA CORP ADR		654902204	10	600	SH		SOLE
PEOPLES HLDG CO		711148106	85	2539	SH		SOLE
PROCTER & GAMBLE CO		742718109	146	2000	SH		SOLE
QWEST COMM INTL INC		749121109	7	412	SH		SOLE
RF MICRO DEVICES INC		749941100	7	400	SH		SOLE
SUN MICROSYSTEMS INC		866810104	5	600	SH		SOLE
TXU CORP		873168108	93	2000	SH		SOLE
TEXAS INSTRUMENTS		882508104	7	300	SH		SOLE
TYCO INTL LTD NEW		902124106	7	150	SH		SOLE
CISCO SYS INC		17275R102	9	800	SH		SOLE
GOLDMAN SACHS GROUP		38141G104	11	150	SH		SOLE
JDS UNIPHASE CORP		46612J101	1	200	SH		SOLE
JUNIPER NETWORKS		48203R104	1	100	SH		SOLE
MERISTAR HOSPITALITY		58984Y103	9	847	SH		SOLE
NEXTEL COMM INC CL A		65332V103	3	300	SH		SOLE

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ORACLE CORPORATION	68389X105	8	600	SH	SOLE
WORLDCOM INC GA NEW	98157D106	21	1395	SH	SOLE
WORLDCOM INC GA (MCI)	98157D304	1	55	SH	SOLE
AMDOCS LIMITED	G02602103	9	325	SH	SOLE

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FLEXTRONICS INTL INC		Y2573F102	10	600	SH		SOLE
GRAND TOTALS			279743	6777874			
			=====	=====			