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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: March 31, 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      Tupelo, Mississippi      November 15, 2004  
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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: 577

Form 13F Information Table Value Total: \$359,311  
(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
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1	28-10939	BancorpSouth Bank

FORM 13F INFORMATION TABLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	---
-----	-----	-----	-----	-----	-----	-----	-----	-----	---
DAIMLERCHRYSLER AG	ORD	D1668R123	1	49	SH		SOLE	1	
GLOBAL SANTAFE CORP		G3930E101	47	2295	SH		SOLE	1	
INGSOLL-RAND CO	CL A	G4776G101	121	3150	SH		SOLE	1	
	BERMUD A								
NOBLE CORP		G65422100	9	300	SH		SOLE	1	
TRANSOCEAN SEDCO FOREX INC		G90078109	6	296	SH		SOLE	1	
TRANSOCEAN SEDCO FOREX INC		G90078109	1	77	SH		DEFINED	1	
ROYAL CARIBBEAN CRUISES		V7780T103	3	200	SH		SOLE	1	
A F L A C INC		001055102	76	2400	SH		SOLE	1	
AGL RESOURCES, INC		001204106	25	1090	SH		SOLE	1	
AES CORPORATION		00130H105	3	1000	SH		SOLE	1	
AOL TIME WARNER		00184A105	49	4595	SH		SOLE	1	
AT&T CORP	COM NEW	001957505	94	5850	SH		SOLE	1	
AT&T CORP	COM NEW	001957505	1	119	SH		DEFINED	1	
AT&T WIRELESS SVCS INC		00209A106	49	7563	SH		SOLE	1	
AT&T WIRELESS SVCS INC		00209A106	1	192	SH		DEFINED	1	
ABBOTT LAB		002824100	1238	32939	SH		SOLE	1	3
ABBOTT LAB		002824100	188	5000	SH		DEFINED	1	
ADAMS EXPRESS CO	COM	006212104	98	9692	SH		SOLE	1	

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ADAPTEC INC		00651F108	2	400 SH	SOLE	1
ADVANCED MICRO DEVICES INC		007903107	6	1000 SH	SOLE	1
ADVANCED MICRO DEVICES INC		007903107	1	200 SH	DEFINED	1
AETNA INC	COM	00817Y108	9	200 SH	DEFINED	1
AGILENT TECHNOLOGIES, INC.		00846U101	31	2433 SH	SOLE	1
AGILENT TECHNOLOGIES, INC.		00846U101	1	100 SH	DEFINED	1
AGNICO EAGLE MINES		008474108	6	500 SH	SOLE	1
ALCOA INC		013817101	120	6220 SH	SOLE	1
ALCOA INC		013817101	9	500 SH	DEFINED	1
ALLEGHENY ENERGY INC		017361106	1	200 SH	SOLE	1
ALLIANCE CAP MGMT HLDG L P		01855A101	57	2000 SH	DEFINED	1
ALLIED CAP CORP	NEW COM	01903Q108	6	315 SH	SOLE	1
ALLSTATE CORP	COMMON	020002101	178	5392 SH	SOLE	1
ALLSTATE CORP	COMMON	020002101	20	604 SH	DEFINED	1
ALLTEL CORP		020039103	206	4614 SH	SOLE	1
ALLTEL CORP		020039103	487	10900 SH	DEFINED	1
AMERICAN ELECTRIC POWER		025537101	101	4460 SH	SOLE	1
AMERICAN ELECTRIC POWER		025537101	7	318 SH	DEFINED	1
AMER EXPRESS CO		025816109	93	2800 SH	SOLE	1
AMERICAN INTERNATIONAL GROUP, INC		026874107	14	284 SH	SOLE	1
AMERICAN INTERNATIONAL GROUP, INC		026874107	8	175 SH	DEFINED	1
AMERUS LIFE HOLDINGS		03072M108	17	712 SH	SOLE	1
AMERISOURCEBERGEN CORP		03073E105	250	4780 SH	SOLE	1
AMGEN INC		031162100	5	100 SH	SOLE	1
AMGEN INC		031162100	11	200 SH	DEFINED	1
AMSOUTH BANCORPORATION		032165102	2340	117815 SH	SOLE	1
ANADARKO PETE CORP		032511107	66	1464 SH	DEFINED	1
ANALOG DEVICES INC	COM	032654105	2	100 SH	SOLE	1
ANHEUSER-BUSCH COMPANIES		035229103	1326	28454 SH	SOLE	1
ANHEUSER-BUSCH COMPANIES		035229103	167	3600 SH	DEFINED	1
ANTHEM INC		03674B104	242	3660 SH	SOLE	1
APARTMENT INVT &	CL A	03748R101	40	1100 SH	SOLE	

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	---
MGMT CO									
APPLE COMP INC		037833100	45	3200 SH			DEFINED	1	
APPLIED MATERIALS INC		038222105	69	5550 SH			SOLE	1	
AQUILA INC		03840P102	5	2500 SH			SOLE	1	
ARCHER-DANIELS-MIDLAND COMPANY		039483102	3	279 SH			SOLE	1	
ARVINMERITOR		043353101	2	168 SH			SOLE	1	
AUTO DATA PROCESS		053015103	160	5200 SH			SOLE	1	

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AUTO DATA PROCESS		053015103	98	3200 SH	DEFINED	1
AUTOZONE		053332102	13	200 SH	SOLE	1
AUTOZONE		053332102	36	530 SH	DEFINED	1
AVAYA INC		053499109	0	318 SH	SOLE	1
AVOCENT CORP USD	COM	053893103	44	1900 SH	SOLE	1
AVON PRODUCTS INC	COM	054303102	39	700 SH	SOLE	1
AXA-UAP	ADR	054536107	2	236 SH	SOLE	1
AXCELIS TECHNOLOGIES INC		054540109	6	1414 SH	SOLE	1
BP AMOCO PLC SPONSORED	ADR	055622104	433	11234 SH	SOLE	1
BP AMOCO PLC SPONSORED	ADR	055622104	182	4736 SH	DEFINED	1
BAKER HUGHES INC	COM	057224107	15	506 SH	SOLE	1
BALDOR ELEC CO	COM	057741100	31173	1457387 SH	DEFINED	1
BANCORP MS		05969210X	257	14000 SH	SOLE	1
BANCORPSOUTH INC		059692103	16545	899721 SH	SOLE	1
BANCORPSOUTH INC		059692103	2561	139266 SH	DEFINED	1
BANK OF AMERICA CORP	NEW COM	060505104	530	7935 SH	SOLE	1
BANK OF AMERICA CORP	NEW COM	060505104	20	300 SH	DEFINED	1
BANK OF THE OZARKS, INC		063904106	1284	46100 SH	DEFINED	1
BANK OF NEW YORK		064057102	201	9815 SH	SOLE	1
BANK ONE CORP	COM	06423A103	83	2420 SH	SOLE	1
BANK ONE CORP	COM	06423A103	51	1482 SH	DEFINED	1
BAXTER INTL INC		071813109	168	9025 SH	SOLE	1
BEAR STEARNS COS INC		073902108	558	8507 SH	SOLE	1
BED BATH & BEYOND		075896100	6	200 SH	SOLE	1
BELLSOUTH CORP		079860102	850	39248 SH	SOLE	1
BELLSOUTH CORP		079860102	8	400 SH	DEFINED	1
BERKSHIRE HATHAWAY "A"		084670108	63	1 SH	SOLE	1
BERKSHIRE HATHAWAY INC	DEL CL B	084670207	6	3 SH	DEFINED	1
BIOGEN N V		090597105	7	250 SH	SOLE	1
BIOMARIN PHARMACEUTICAL	COM	09061G101	22	2000 SH	SOLE	1
BIOTRANSPLANT INC	COM	09066Y107	0	4400 SH	SOLE	1
BLACKROCK INVT QUALITY MUNI TR INC		09247D105	41	3000 SH	SOLE	1
MF BLACKROCK INCOME TRUST		09247F100	18	2400 SH	SOLE	1
BLACKSTONE INVESTMENT QUALITY TERM TRUST		09247J102	39	4155 SH	SOLE	1
BOEING INC		097023105	37	1480 SH	SOLE	1
BOWATER INC		102183100	60	1630 SH	SOLE	1
BRISTOL MYERS SQUIBB CO		110122108	426	20203 SH	SOLE	1
BRISTOL MYERS SQUIBB CO		110122108	25	1200 SH	DEFINED	1
BUCKEYE TECHNOLOGY INC		118255108	14	3100 SH	SOLE	1
CBRL GROUP INC	COM	12489V106	79	2900 SH	SOLE	1
CEC ENTMT INC		125137109	23	850 SH	SOLE	1
CLECO CORP	COM	12561W105	3	296 SH	SOLE	1
CNET NETWORKS INC		12613R104	0	118 SH	SOLE	1
CADBURY SCHWEPPEES PLC	ADR	127209302	26	1200 SH	SOLE	1
CALLAWAY GOLF CO		131193104	2	200 SH	SOLE	1
CAMPBELL SOUP CO	COM	134429109	8	400 SH	SOLE	1
CAPITAL ONE FINL CORP	COM	14040H105	138	4600 SH	SOLE	1
CARDINAL HEALTH INC	COM	14149Y108	25	447 SH	SOLE	1
CATERPILLAR INC		149123101	147	3000 SH	SOLE	1
CELL PATHWAYS INC		15114R101	0	100 SH	SOLE	1
CENDANT CORP	COM	151313103	12	1000 SH	SOLE	1
CENTERPOINT ENERGY INC		15189T107	14	2000 SH	SOLE	1

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CENTERPOINT ENERGY INC		15189T107	0	38	SH		DEFINED	1	
CENTURYTEL, INC		156700106	117	4250	SH		SOLE	1	
CERTEGY INC		156880106	2	100	SH		SOLE	1	
CHARTER COMMUNICATIONS INC	DEL CL A	16117M107	0	600	SH		SOLE	1	
CHECKPOINT SYSTEMS		162825103	9	1000	SH		SOLE	1	
CHEVRONTEXACO CORP		166764100	926	14331	SH		SOLE	1	1
CHEVRONTEXACO CORP		166764100	85	1327	SH		DEFINED	1	
CHOICEPOINT INC		170388102	2	80	SH		SOLE	1	
CHRONIMED INC	COM	171164106	61	6800	SH		SOLE	1	
CISCO SYS INC		17275R102	371	28595	SH		SOLE	1	2
CISCO SYS INC		17275R102	18	1400	SH		DEFINED	1	
CITIGROUP, INC		172967101	713	20710	SH		SOLE	1	1
CITIGROUP, INC		172967101	279	8117	SH		DEFINED	1	
CLEAR CHANNEL COMMUNICATIONS		184502102	3	100	SH		SOLE	1	
COCA COLA BOTTLING CO CONS	COM	191098102	20	420	SH		SOLE	1	
COCA COLA CO		191216100	1227	30332	SH		SOLE	1	2
COCA COLA CO		191216100	60	1500	SH		DEFINED	1	
COCA COLA ENTERPRISES INC	COM	191219104	72	3900	SH		SOLE	1	
COLGATE-PALMOLIVE CO		194162103	148	2725	SH		SOLE	1	
COLGATE-PALMOLIVE CO		194162103	10	200	SH		DEFINED	1	
COLONIAL HIGH INCOME MUNICIPAL TRUST		195743109	1	200			SOLE	1	
COMCAST CORP	NEW CL A	20030N101	275	9652	SH		SOLE	1	
COMCAST CORP	NEW CL A	20030N101	5	192	SH		DEFINED	1	
COMMSCOPE INC		203372107	7	1000	SH		SOLE	1	
COMPUTER ASSOC INTL INC	COM	204912109	10	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	247	4616	SH		SOLE	1	
CONSECO STRATEGIC INC FD	SH BEN INT	20847A102	8	866	SH		SOLE	1	
CONSOLIDATED EDISON INC	COM	209115104	38	1000	SH		SOLE	1	
CONSTELLATION ENERGY CORP		210371100	4	150	SH		SOLE	1	
COOPER TIRE & RUBBER CO		216831107	255	20953	SH		SOLE	1	1
COOPER TIRE & RUBBER CO		216831107	1	100	SH		DEFINED	1	
COX COMMUNICATIONS	CL A	224044107	3	100	SH		DEFINED	1	
CYPRESS SEMICONDUCTOR		232806109	3	500	SH		SOLE	1	
DNP SELECT INCOME FD INC		23325P104	10	1100	SH		DEFINED	1	
DANAHER CORP	DEL COM	235851102	202	3075	SH		SOLE	1	
DANKA BUSINESS SYS PLC ADR	SPONSORED ADR	236277109	17	5000	SH		SOLE	1	

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DEERE & CO		244199105	58	1500 SH	SOLE	1
DEL MONTE FOODS	COM	24522P103	0	121 SH	SOLE	1
DELL COMPUTER		247025109	419	15360 SH	SOLE	1
DELL COMPUTER		247025109	30	1100 SH	DEFINED	1
DELPHI AUTO SYSTEMS		247126105	1	250 SH	SOLE	1
DELTA & PINE LD CO	COM	247357106	16	709 SH	SOLE	1
DELTIC TIMBER INC		247850100	342	14324 SH	SOLE	1
DELTIC TIMBER INC		247850100	15420	645471 SH	DEFINED	1
WALT DISNEY CO		254687106	208	12231 SH	SOLE	1
WALT DISNEY CO		254687106	3	200 SH	DEFINED	1
DOMINION RES INC	VA NEW	25746U109	166	3015 SH	SOLE	1
DONNELLEY RR & SONS		257867101	14	800 SH	SOLE	1
DOW CHEMICAL CO		260543103	449	16263 SH	SOLE	1
DOW CHEMICAL CO		260543103	13	483 SH	DEFINED	1
DREYFUS STRATEGIC		261932107	19	2086	SOLE	1
MUNICIPALS INC						
DREYFUS MUNICIPAL		26201R102	17	1832 SH	SOLE	1
INCOME INC						

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	---
DREYFUS STRATEGIC MUN		26202F107	24	2841 SH			SOLE	1	
BD FD INC									
DU PONT EI D NEMOURS & CO		263534109	155	3997 SH			SOLE	1	
DU PONT EI D NEMOURS & CO		263534109	3	100 SH			DEFINED	1	
DUKE ENERGY CORP	COM	264399106	55	3814 SH			SOLE	1	
DUN & BRADSTREET NW		26483E100	5	150 SH			SOLE	1	
DYNEX CAP INC	COM NEW	26817Q506	0	106 SH			DEFINED	1	
E-LOAN INC		26861P107	2	1000 SH			SOLE	1	
EMC CORP		268648102	30	4200 SH			SOLE	1	
EMC CORP		268648102	28	4000 SH			DEFINED	1	
E TRADE GROUP INC		269246104	16	4000 SH			SOLE	1	
EASTMAN KODAK CO		277461109	29	1000 SH			SOLE	1	
EASTMAN KODAK CO		277461109	3	125 SH			DEFINED	1	
EATON CORP	COM	278058102	104	1500 SH			SOLE	1	
ECHOSTAR COMMUN		278762109	14	500 SH			SOLE	1	
EDWARDS LIFESCIENCES CORP		28176E108	6	240 SH			SOLE	1	
A.G.EDWARDS INC		281760108	242	9385 SH			SOLE	1	
EL PASO CORPORATION		28336L109	1	212 SH			SOLE	1	
EL PASO CORPORATION		28336L109	1	200 SH			DEFINED	1	
ELAN CORP PLC	ADR	284131208	0	100 SH			SOLE	1	
ELECTRONIC DATA SYS CORP	NEW	285661104	9	550 SH			SOLE	1	
EMERSON ELECTRIC CO		291011104	108	2400 SH			SOLE	1	
ENCORE WIRE CORP	COM	292562105	177	20900 SH			SOLE	1	
ENERGY EAST CORP	COM	29266M109	3	200 SH			SOLE	1	
ENGELHARD CORP		292845104	5	253 SH			DEFINED	1	
ENTERASYS NETWORKS INC		293637104	0	200 SH			SOLE	1	
ENERGY CORP		29364G103	260	5419 SH			SOLE	1	
ENERGY CORP		29364G103	28	593 SH			DEFINED	1	
EQUIFAX INC		294429105	3	200 SH			SOLE	1	

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EQUITY INNS, INC		294703103	8	1500 SH	DEFINED	1	
EQUITY RESIDENTIAL		29476L107	10	436 SH	SOLE	1	
PPTYS SBI							
EXELON CORP		30161N101	10	200 SH	SOLE	1	
EXXON MOBIL CORP		30231G102	6621	189464 SH	SOLE	1	18
EXXON MOBIL CORP		30231G102	1079	30876 SH	DEFINED	1	2
FPL GROUP INC		302571104	238	4050 SH	SOLE	1	
FED HMN LN MTG CORP	VOTING	313400301	13	250 SH	SOLE	1	
	COM						
FNMA	COM	313586109	78	1200 SH	SOLE	1	
FEDERAL REALTY INVT	SH BEN	313747206	30	1000 SH	SOLE	1	
TR	INT NEW						
FEDEX CORPORATION		31428X106	55	1000 SH	SOLE	1	
FEDEX CORPORATION		31428X106	5	100 SH	DEFINED	1	
FIRST INDL RLTY TR INC		32054K103	12	450 SH	SOLE	1	
FIRST M & F CORP		320744105	46	1293 SH	SOLE	1	
FIRST TENNESSEE		337162101	1425	35896 SH	SOLE	1	3
NATIONAL CORP							
FISERV INC		337738108	194	6185 SH	SOLE	1	
FLEET BOSTON CORP		339030108	19	812 SH	SOLE	1	
FLUOR CORP		343412102	3	96 SH	DEFINED	1	
FORD MOTOR COMPANY	COMMON	345370860	49	6562 SH	SOLE	1	
FORD MOTOR COMPANY	COMMON	345370860	5	700 SH	DEFINED	1	
FORREST OIL CORP		346091705	120	5400 SH	SOLE	1	
GSI COMMERCE INC		36238G102	0	29 SH	SOLE	1	
GALLAGHER ARTHUR J & CO		363576109	43	1770 SH	SOLE	1	
GAP INC	DEL	364760108	21	1500 SH	SOLE	1	
	COM						
GENERAL ELECTRIC CO		369604103	3094	121338 SH	SOLE	1	12
GENERAL ELECTRIC CO		369604103	73	2900 SH	DEFINED	1	
GENERAL MLS INC	COM	370334104	23	520 SH	SOLE	1	
GENERAL MLS INC	COM	370334104	0	20 SH	DEFINED	1	
GEN MTR CORP		370442105	18	540 SH	SOLE	1	
GENOME THERAPEUTICS CORP	COM	372430108	1	1000 SH	SOLE	1	
GEORGIA PAC CORP		373298108	19	1390 SH	SOLE	1	
GERON CORP	COM	374163103	1	300 SH	SOLE	1	
GILLETTE CO		375766102	92	3006 SH	SOLE	1	
GILLETTE CO		375766102	107	3485 SH	DEFINED	1	
GLAXO WELLCOME PLC	ADR	37733W105	3	100 SH	SOLE	1	

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SPONSORED									
GLAXO WELLCOME PLC	ADR	37733W105	21	600 SH			DEFINED	1	
SPONSORED									
GOODYEAR TIRE & RUBBER		382550101	3	618 SH			SOLE	1	
GREAT LAKES CHEM CORP	COM	390568103	39	1785 SH			DEFINED	1	
GREAT PLAINS ENERGY INC		391164100	44	1855 SH			SOLE	1	
GUIDANT CORP	COM	401698105	94	2600 SH			SOLE	1	
HCA INC.		404119109	134	3250 SH			SOLE	1	
HALLIBURTON CO	COM	406216101	17	850 SH			SOLE	1	

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HALLIBURTON CO	COM	406216101	12	600 SH	DEFINED	1
HANCOCK FABRICS		409900107	22	1600 SH	SOLE	1
HANCOCK HLDG CO CAP VALUE		410120109	187	4345 SH	SOLE	1
JOHN HANCOCK		410148106	7	285 SH	SOLE	1
HARRIS CORP		413875105	41	1494 SH	SOLE	1
HARTFORD FNCL SV GRP INC	COM	416515104	8	250 SH	DEFINED	1
HASBRO, INC		418056107	10	787 SH	DEFINED	1
HEINZ H J CO	COM	423074103	7	273 SH	SOLE	1
HEWLETT PACKARD CO		428236103	398	25598 SH	SOLE	1
HEWLETT PACKARD CO		428236103	6	400 SH	DEFINED	1
HIBERNIA CORP		428656102	5267	310778 SH	SOLE	1
HIBERNIA CORP		428656102	15	900 SH	DEFINED	1
HIGH INCOME OPPORTUNITY FD		42967Q105	17	2500 SH	SOLE	1
HOME DEPOT		437076102	385	15825 SH	SOLE	1
HOME DEPOT		437076102	37	1532 SH	DEFINED	1
HONEYWELL INTL INC		438516106	66	3120 SH	SOLE	1
HUBBELL INC	CL B	443510201	31	1000 SH	SOLE	1
ICN PHARMACEUTICALS INC	NEW COM	448924100	4	525 SH	SOLE	1
ING PRIME RATE TR	SH BEN INT	44977W106	93	13907 SH	SOLE	1
ILLINOIS TOOL WORKS INC		452308109	4	76 SH	SOLE	1
INSIGHT ENTERPRISES INC	COM	45765U103	19	2775 SH	SOLE	1
INTEL CORP	CAP	458140100	734	45129 SH	SOLE	1
INTEL CORP	CAP	458140100	77	4780 SH	DEFINED	1
IBM CORP		459200101	2266	28894 SH	SOLE	1
IBM CORP		459200101	37	475 SH	DEFINED	1
INTL PAPER CO		460146103	188	5589 SH	SOLE	1
INTL PAPER CO		460146103	48	1450 SH	DEFINED	1
JDS UNIPHASE CORP	COM	46612J101	0	120 SH	SOLE	1
J P MORGAN CHASE & CO		46625H100	57	2432 SH	SOLE	1
J P MORGAN CHASE & CO		46625H100	35	1500 SH	DEFINED	1
JOHNSON & JOHNSON		478160104	2406	41586 SH	SOLE	1
JOHNSON & JOHNSON		478160104	514	8900 SH	DEFINED	1
JOHNSON CONTROLS INC		478366107	248	3425 SH	SOLE	1
KLA TENCOR CORP		482480100	3	100 SH	SOLE	1
K MART CORP	COM	482584109	0	1000 SH	SOLE	1
KELLOGG CO		487836108	6	200 SH	SOLE	1
KIMBERLY-CLARK CORP		494368103	9	200 SH	SOLE	1
KIMBERLY-CLARK CORP		494368103	18	400 SH	DEFINED	1
KINDER MORGAN ENERGY PARTNERS, L.P		494550106	8	232 SH	SOLE	1
KNIGHT RIDDER INC		499040103	33	565 SH	SOLE	1
KROGER CO		501044101	11	908 SH	SOLE	1
LSI LOGIC CORP	COM	502161102	1	400 SH	SOLE	1
LACLEDE GROUP INC		505597104	6	300 SH	SOLE	1
LACLEDE GROUP INC		505597104	20	900 SH	DEFINED	1
ESTEE LAUDER CO		518439104	18	600 SH	DEFINED	1
LEHMAN BROTHERS HOLDINGS	COM	524908100	433	7505 SH	SOLE	1
LEVEL 3 COMMUNICATIONS INC		52729N100	31	6037 SH	SOLE	1
LEXMARK INTL NEW THE LIBERTY CORPORATION	CL A	529771107	408	6095 SH	SOLE	1
THE LIBERTY CORPORATION		530370105	126	2900 SH	SOLE	1
ELI LILLY & CO		532457108	538	9420 SH	SOLE	1
ELI LILLY & CO		532457108	85	1500 SH	DEFINED	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 MANAGERS	---	SO
LOCKHEED MARTIN CORP		539830109	4	100		SH		SOLE	1		
LOWES CO INC		548661107	551	13510		SH		SOLE	1		1
LUCENT TECHNOLOGIES		549463107	35	23985		SH		SOLE	1		2
LUCENT TECHNOLOGIES		549463107	3	2200		SH		DEFINED	1		
M & T BANK CORP		55261F104	157	2000		SH		SOLE	1		
MFS INTER INCOME TR	SH BEN INT	55273C107	31	4350		SH		SOLE	1		
MGNA ENTMT CORP		559211107	0	20		SH		SOLE	1		
MANULIFE FINANCIAL CORP		56501R106	939	39281		SH		SOLE	1		3
MASSEY ENERGY CORP		576206106	0	96		SH		SOLE	1		
MCCORMICK & CO		579780206	433	17980		SH		SOLE	1		1
MCDATA CORP CLASS A		580031201	16	1875		SH		SOLE	1		
MCDATA CORP CLASS A		580031201	0	73		SH		DEFINED	1		
MCDONALD'S CORP		580135101	46	3200		SH		SOLE	1		
MEADWESTVACO CORP		583334107	35	1547		SH		SOLE	1		
MEDTRONIC INC	COM	585055106	16	360		SH		SOLE	1		
MELLON FINL CORP		58551A108	17	800		SH		SOLE	1		
MERCK & CO INC		589331107	1615	29504		SH		SOLE	1		2
MERCK & CO INC		589331107	197	3600		SH		DEFINED	1		
MERRILL LYNCH & CO, INC		590188108	11	320		SH		SOLE	1		
METLIFE INC	COM	59156R108	125	4767		SH		SOLE	1		
MICROSOFT CORP		594918104	672	27790		SH		SOLE	1		2
MICROSOFT CORP		594918104	19	800		SH		DEFINED	1		
MICRON TECHNOLOGY		595112103	82	10140		SH		SOLE	1		
MID-AMERICA APARTMENT CMNTYS		59522J103	23	1000		SH		DEFINED	1		
MIDAS GROUP INC		595626102	4	666		SH		SOLE	1		
MILLER HERMAN INC	COM	600544100	55	3460		SH		SOLE	1		
MIRANT CORP		604675108	4	3134		SH		SOLE	1		
MIRANT CORP		604675108	0	143		SH		DEFINED	1		
MISSISSIPPI CHEMICAL CORP		605288208	0	1492		SH		SOLE	1		
MONSANTO CO.	(NEW)	61166W101	9	596		SH		SOLE	1		
MONSANTO CO.	(NEW)	61166W101	3	235		SH		DEFINED	1		
MOODYS CORP		615369105	13	300		SH		SOLE	1		
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	154	4040		SH		SOLE	1		
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	9	260		SH		DEFINED	1		
MOTOROLA INC		620076109	115	13963		SH		SOLE	1		1
MOTOROLA INC		620076109	61	7466		SH		DEFINED	1		
MULTIMEDIA GAMES INC		625453105	8	450		SH		SOLE	1		
MUNICIPAL MORTGAGE & EQUITY LLC - GROWTH SH		62624B101	95	4000		SH		SOLE	1		
MUNIVEST FD INC	COM	626295109	44	5000				SOLE	1		
MURPHY OIL CORP	COM	626717102	4315	97718		SH		SOLE	1		9
MURPHY OIL CORP	COM	626717102	205357	4650306		SH		DEFINED	1		206
MYLAN LABORATORIES INC		628530107	338	11770		SH		SOLE	1		
NBC CAP CORP		628729105	96	4000		SH		SOLE	1		
NCR CORP	NEW	62886E108	1	64		SH		SOLE	1		
NASDAQ 100 TRUST		631100104	5	200		SH		SOLE	1		

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NATIONAL COMM FINL CORP		63545P104	61	2600 SH	SOLE	1
NELSON, THOMAS INC		640376109	1	187 SH	SOLE	1
NEWELL RUBBERMAID INC		651229106	11	400 SH	SOLE	1
NICOR INC	COM	654086107	15	550 SH	SOLE	1
NIKE INC CLASS B		654106103	44	860 SH	SOLE	1
NOKIA CORP	SPND ADR	654902204	33	2400 SH	SOLE	1
NOBLE ENERGY INC		655044105	34	1000 SH	SOLE	1
NORFOLK SO CORP		655844108	21	1134 SH	SOLE	1
NORTEL NETWORK CORP	NEW	656568102	10	5000 SH	SOLE	1
NORTHERN TRUST COMPANY	NTRS	665859104	54	1780 SH	SOLE	1
NORTHERN TRUST COMPANY	NTRS	665859104	121	4000 SH	DEFINED	1
NORTHRUP GRUMMAN		666807102	8	100 SH	SOLE	1
NORTHWESTERN		668074107	0	330 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	---
CORPORATION									
NOVELLUS SYSTEMS		670008101	45	1655 SH			SOLE		1
NUVEEN INSD PREMIUM INCOME MUNI FD		6706D8104	4	338			SOLE		1
NUVEEN MUNICIPAL MARKET OPP		67062W103	50	3529			SOLE		1
OKLAHOMA GAS & ELEC ENERGY CORP		670837103	23	1300 SH			SOLE		1
OKLAHOMA GAS & ELEC ENERGY CORP		670837103	12	700 SH			DEFINED		1
NUVEEN MUN VALUE FD INC		670928100	16	1800			SOLE		1
NUVEEN QUALITY INCOME MUNI		670977107	7	500 SH			SOLE		1
NUVEEN PREMIER MUNICIPAL INC		670988104	22	1565 SH			SOLE		1
OAKWOOD HOMES CORP		674098207	0	200 SH			SOLE		1
OCCIDENTAL PETE COR	DEL	674599105	14	500 SH			SOLE		1
OCEAN ENERGY INC TEX		67481E106	4	200 SH			SOLE		1
OFFICEMAX INC		67622M108	5	1000 SH			SOLE		1
OLIN CORP		680665205	3	166 SH			DEFINED		1
OMNICOM GROUP		681919106	16	300 SH			SOLE		1
ORACLE SYSTEMS CORP		68389X105	136	12610 SH			SOLE		1
PPG INDUSTRIES INC		693506107	27	600 SH			SOLE		1
PACTIV COPR		695257105	33	1647 SH			SOLE		1
PAYCHEX INC		704326107	4	150 SH			SOLE		1
PENNEY J C INC	COM	708160106	2	120 SH			SOLE		1
PEOPLES ENERGY CORP	COM	711030106	7	200 SH			SOLE		1
PEOPLES ENERGY CORP	COM	711030106	17	500 SH			DEFINED		1
PEOPLES HLDG CO	COM	711148106	15	367 SH			SOLE		1
PEOPLES HLDG CO	COM	711148106	21	500 SH			DEFINED		1
PEPCO HLDGS INC		713291102	7	457 SH			SOLE		1
PEPSIAMERICAS INC		71343P200	47	4000 SH			SOLE		1
PEPSICO INC	COM	713448108	1390	34753 SH			SOLE		1
PEPSICO INC	COM	713448108	85	2130 SH			DEFINED		1
PFIZER INC		717081103	2545	81725 SH			SOLE		1
PFIZER INC		717081103	96	3100 SH			DEFINED		1

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PHARMACIA CORP		71713U102	501	11576 SH	SOLE	1	1
PHARMACIA CORP		71713U102	59	1380 SH	DEFINED	1	
PHELPS DODGE CORP	COM	717265102	0	20 SH	SOLE	1	
PHELPS DODGE CORP	COM	717265102	16	500 SH	DEFINED	1	
THE PHOENIX COMPANIES		71902E109	7	1051 SH	SOLE	1	
PLACER DOME INC		725906101	1	170 SH	SOLE	1	
PLUM CREEK TIMBER CO INC		729251108	21	1000 SH	SOLE	1	
POTLATCH CORP	COM	737628107	2	150 SH	SOLE	1	
PRAXAIR INC	COM	74005P104	16	300 SH	DEFINED	1	
PRINCIPAL FINANCIAL GROUP		74251V102	72	2663 SH	SOLE	1	
PROCTER & GAMBLE CO	COM	742718109	1002	11256 SH	SOLE	1	1
PROCTER & GAMBLE CO	COM	742718109	124	1400 SH	DEFINED	1	
PROGRESS ENERGY INC	COM	743263105	9	232 SH	SOLE	1	
PRUDENTIAL FINANCIAL		744320102	110	3773 SH	SOLE	1	
PUBLIC STORAGE, INC REIT		74460D109	5	180 SH	SOLE	1	
PUTNAM MANAGED MUNICIPAL INCOME TRUST		746823103	3	500	DEFINED	1	
QLOGIC CORP	COM	747277101	48	1303 SH	SOLE	1	
QUALCOMM INC		747525103	7	200 SH	SOLE	1	
QWEST COMMUNICATIONS INTL INC	COM	749121109	7	2097 SH	SOLE	1	
RFS HOTEL INVESTORS		74955J108	9	1000 SH	SOLE	1	
RH DONNELLEY CORP		74955W307	1	60 SH	SOLE	1	
RALCORP HOLDINGS	NEW COM	751028101	1	66 SJ	DEFINED	1	
RAYTHEON CO	NEW	755111507	148	5220 SH	SOLE	1	
REGIONS FNCL CORP		758940100	685	21150 SH	SOLE	1	1
REGIONS FNCL CORP		758940100	57	1786 SH	DEFINED	1	
RELIANT RESOURCES INC		75952B105	5	1576 SH	SOLE	1	
RELIANT RESOURCES INC		75952B105	16	4651 SH	DEFINED	1	
REMINGTON OIL & GAS CORP	COM	759594302	27	1600 SH	SOLE	1	

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RIVERSTONE NETWORKS INC		769320102	0	102 SH			SOLE	1	
ROCKWELL INTL CORP	NEW	773903109	3	177 SH			SOLE	1	
ROCKWELL COLLINS INC		774341101	3	177 SH			SOLE	1	
ROHM & HAAS CO	COM	775371107	5	200 SH			SOLE	1	
ROXIE INC		780008108	0	65 SH			SOLE	1	
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	341	8378 SH			SOLE	1	
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	130	3200 SH			DEFINED	1	
RUBY TUESDAY INC		781182100	25	1260 SH			DEFINED	1	
SBC COMMUNICATIONS, INC		78387G103	839	41863 SH			SOLE	1	3
SBC COMMUNICATIONS, INC		78387G103	15	780 SH			DEFINED	1	
SCP POOL CORP	COM	784028102	60	2025 SH			SOLE	1	
ST JUDE MEDICAL		790849103	586	12030 SH			SOLE	1	

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SARA LEE CORP	COM	803111103	14	800 SH	SOLE	1
SCANA CORP	NEW	80589M102	444	14847 SH	SOLE	1
SCHERING PLOUGH CORP	COM	806605101	329	18484 SH	SOLE	1
SCHERING PLOUGH CORP	COM	806605101	347	19500 SH	DEFINED	1
SCHLUMBERGER LTD	COM	806857108	230	6065 SH	SOLE	1
THE CHARLES SCHWAB CORP		808513105	10	1500 SH	SOLE	1
SCRIPPS EW INC	NEW CL A	811054204	37	500 SH	SOLE	1
SEARS ROEBUCK & CO	COM	812387108	46	1920 SH	SOLE	1
SEARS ROEBUCK & CO	COM	812387108	4	167 SH	DEFINED	1
SELIGMAN SELECT MUN FD INC		816344105	13	1250 SH	SOLE	1
SEMPRA ENERGY	COM	816851109	3	135 SH	SOLE	1
SERVICEMASTER COMPANY	COM	81760N109	75	7593 SH	SOLE	1
SHELL TRANS & TRADING PLC NEW YRK	SH NEW	822703609	65	1800 SH	DEFINED	1
SHERWIN WILLIAMS CO	COM	824348106	29	1100 SH	SOLE	1
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	237	6600 SH	SOLE	1
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	9	250 SH	DEFINED	1
SIMON PROPERTY GROUP INC		828806109	263	7345 SH	SOLE	1
SIRIUS SATTELITE RADIO		82966U103	7	10000 SH	SOLE	1
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
SOLUTIA INC	COM	834376105	1	1005 SH	SOLE	1
SONY CORP		835699307	35	1000 SH	DEFINED	1
SOUTHERN CO	COM	842587107	622	21889 SH	SOLE	1
SOUTHERN CO	COM	842587107	93	3275 SH	DEFINED	1
SOUTHWEST AIRLS CO	COM	844741108	7	505 SH	SOLE	1
SPRINT CORP	COM FON GROUP	852061100	658	56000 SH	SOLE	1
STEWART ENTERPRISES		860370105	10	4000 SH	SOLE	1
SUN LIFE FINANCIAL		866796105	256	13655 SH	SOLE	1
SUN MICROSYSTEMS		866810104	5	1700 SH	SOLE	1
SUNGARD DATA SYSTEMS		867363103	219	10330 SH	SOLE	1
SUNOCO INC		86764P109	51	1400 SH	SOLE	1
SUNTRUST BANKS INC	COM	867914103	65	1245 SH	SOLE	1
SWIFT TRANSN INC	COM	870756103	21	1350 SH	SOLE	1
SYNOVUS FINL CORP		87161C105	20	1125 SH	SOLE	1
TECO ENERGY INC	COM	872375100	3	300 SH	SOLE	1
TECO ENERGY INC	COM	872375100	8	800 SH	DEFINED	1
TJX COMPANIES		872540109	1	100 SH	SOLE	1
TXU CORP		873168108	62	3500 SH	SOLE	1
TARGET CORP		87612E106	422	14450 SH	SOLE	1
TARGET CORP		87612E106	11	400 SH	DEFINED	1
TELLABS INC	DELAWARE	879664100	4	800 SH	SOLE	1
TELLABS INC	DELAWARE	879664100	1	200 SH	DEFINED	1
TEMPLE INLAND INC	COM	879868107	14	400 SH	SOLE	1
TENNECO AUTOMOTIVE NW		880349105	0	150 SH	SOLE	1

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TEXAS BIOTECH		88221T104	0	100 SH	SOLE	1
TEXAS INSTRUMENTS		882508104	19	1200 SH	SOLE	1
TEXTRON INCORPORATED	COMM	883203101	167	6115 SH	SOLE	1
THOMAS & BETTS CORP	COM	884315102	2	200 SH	SOLE	1
THORNBURG MORTGAGE INC 3M CO		885218107	6	300 SH	SOLE	1
TIFFANY & CO	NEW	88579Y101	203	1566 SH	SOLE	1
TRAVELERS PROPERTY CASUALTY CORP	CL A	886547108	55	2200 SH	SOLE	1
TRAVELERS PROPERTY CASUALTY CORP	CL A	89420G109	4	319 SH	SOLE	1
TRAVELERS PROPERTY CASUALTY CORP	CL A	89420G109	4	350 SH	DEFINED	1
TRAVELERS CORPORATION	CL B COM	89420G406	10	772 SH	SOLE	1
TRAVELERS CORPORATION	CL B COM	89420G406	10	720 SH	DEFINED	1
TRIBUNE COMPANY		896047107	54	1200 SH	SOLE	1
TRIQUINT SEMICONDUCTOR		89674K103	8	2950 SH	SOLE	1
TRUSTMARK CORP	COM	898402102	588	24788 SH	SOLE	1
TRUSTMARK CORP	COM	898402102	23	1000 SH	DEFINED	1
TYCO INTL LTD	NEW COM	902124106	4	350 SH	SOLE	1
TYSON FOODS INC	CL A	902494103	5	750 SH	SOLE	1
TYSON FOODS INC	CL A	902494103	116	15000 SH	DEFINED	1
USA TRUCK INC- RESTRICTED		902925106	616	86498 SH	SOLE	1
US UNWIRED INC		90338R104	1	5000 SH	SOLE	1
UNION PACIFIC CORP		907818108	11	200 SH	SOLE	1
UNION PACIFIC CORP		907818108	217	3950 SH	DEFINED	1
UNION PLANTERS CORP		908068109	1045	39764 SH	SOLE	1
UNION PLANTERS CORP		908068307	49	1000 SH	SOLE	1
CONV PFD SER E 8%						
UNITED STS STL CORP	NEW	912909108	4	500 SH	SOLE	1
VAN KAMPEN INCOME TR		920957107	2	450	SOLE	1
VERIZON COMMUNICATIONS		92343V104	1196	33854 SH	SOLE	1
VERIZON COMMUNICATIONS		92343V104	96	2744 SH	DEFINED	1
VIACOM INC	CL B	925524308	101	2770 SH	SOLE	1
VIACOM INC	CL B	925524308	11	325 SH	DEFINED	1
VISTEON CORP		92839U107	0	75 SH	SOLE	1
VODAFONE GROUP PLC	NEW	92857W100	74	4104 SH	SOLE	1
W.P.CAREY & CO., LLC		92930Y107	61	2474 SH	SOLE	1
WACHOVIA CORP 2ND	NEW	929903102	377	11069 SH	SOLE	1
WACHOVIA CORP 2ND	NEW	929903102	17	500 SH	DEFINED	1
WAL MART STORES INC	COM	931142103	2583	49664 SH	SOLE	1
WAL MART STORES INC	COM	931142103	243	4686 SH	DEFINED	1
WALGREEN CO	COM	931422109	67	2300 SH	SOLE	1
WASHINGTON MUTUAL INC		939322103	21	600 SH	SOLE	1
WASTE MANAGEMENT INC	NEW	94106L109	128	6080 SH	SOLE	1
WASTE MANAGEMENT INC	NEW	94106L109	0	1 SH	DEFINED	1
WEINGARTEN RLTY INVS	SH BEN INT	948741103	58	1500 SH	SOLE	1
WELLS FARGO & CO.	NEW	949746101	258	5745 SH	SOLE	1
WELLS FARGO & CO.	NEW	949746101	8	200 SH	DEFINED	1
WEYERHAEUSER CO	COM	962166104	181	3800 SH	SOLE	1
WHITNEY HOLDING CORP	COMMON	966612103	108	3180 SH	SOLE	1
WILLIAMS COMPANY	COMMON	969457100	9	2057 SH	SOLE	1
WE WRIGLEY JR. COMPANY		982526105	11	200 SH	SOLE	1
WYETH		983024100	306	8115 SH	SOLE	1
WYETH		983024100	11	300 SH	DEFINED	1
XM SATELLITE		983759101	147	25000 SH	SOLE	1
XCEL ENERGY INC		98389B100	27	2154 SH	SOLE	1

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XILINX INC	983919101	2	100 SH	SOLE	1
YUM BRANDS INC	988498101	61	2546 SH	SOLE	1
ALLIANCE BER	18780106	213	5,492 SH	SOLE	
ALLIANT TECHSYSTEMS	18804104	11	210 SH	SOLE	
ALLSTATE CORP	20002101	5	150 SH	SOLE	
ALLTEL CORP NEW	20039103	6	125 SH	SOLE	
AMER INTL GROUP INC	26874107	3	67 SH	SOLE	

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AMGEN INC		31162100	4	75 SH			SOLE		
AMSOUTH BANCORP		32165102	275	13,724 SH			SOLE		
AUTOMATIC DATA		53015103	3	100 SH			SOLE		
AVAYA INC		53499109	0	8 SH			SOLE		
BANCORPSOUTH INC		59692103	229	12,373 SH			SOLE		
BERKSHIRE HATHAWAY		84670207	22	10 SH			SOLE		
BEST BUY INC		86516101	11	400 SH			SOLE		
CITIGROUP INC		172967101	80	2,250 SH			SOLE		
COCA COLA CO		191216100	49	1,200 SH			SOLE		
DISNEY WALT CO DEL	(HOLDING COMPANY)	254687106	4	200 SH			SOLE		
E M C CORP MASS		268648102	6	900 SH			SOLE		
GENERAL DYNAMICS CRP		369550108	6	110 SH			SOLE		
GENERAL ELECTRIC CO		369604103	197	7,585 SH			SOLE		
HEWLETT-PACKARD CO		428236103	9	540 SH			SOLE		
HOME DEPOT INC		437076102	3	127 SH			SOLE		
INTEL CORP		458140100	74	4,280 SH			SOLE		
ISHARES TR DOW JONES		464287788	208	3,157 SH			SOLE		
JOHNSON & JOHNSON		478160104	16	274 SH			SOLE		
LSI LOGIC CORP		502161102	1	300 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	2,000 SH			SOLE		
MCDATA CORP	CL A	580031201	0	29 SH			SOLE		
MICROSOFT CORP		594918104	43	1,734 SH			SOLE		
NASDAQ 100 TR		631100104	4	140 SH			SOLE		
NOKIA CORP ADR		654902204	1	100 SH			SOLE		
PEOPLES HLDG CO	TUPELO MS	711148106	62	1,439 SH			SOLE		
PFIZER INC		717081103	6	178 SH			SOLE		
PITNEY BOWES INC		724479100	6	200 SH			SOLE		
PROCTER & GAMBLE CO		742718109	156	1,760 SH			SOLE		
PUTNAM EUROPE GROWTH	CLASS A	746747104	13	981 SH			SOLE		
QWEST COMM INTL INC		749121109	1	412 SH			SOLE		
RF MICRO DEVICES INC		749941100	2	400 SH			SOLE		
ROYCE LOW PRICED		780905808	204	22,568 SH			SOLE		
SMUCKER J M CO NEW		832696405	1	34 SH			SOLE		
SUN MICROSYSTEMS INC		866810104	2	600 SH			SOLE		
SYBRON DENTAL COM		871142105	1	83 SH			SOLE		
TAIWAN SEMICONDUCTOR		874039100	5	630 SH			SOLE		
TEXAS INSTRUMENTS		882508104	5	300 SH			SOLE		
TIMBERLAND CO	CL A	887100105	6	150 SH			SOLE		
TYCO INTL LTD NEW		902124106	1	80 SH			SOLE		
US BANCORP DEL		902973304	4	215 SH			SOLE		
WAL-MART STORES INC		931142103	5	100 SH			SOLE		

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WALGREEN COMPANY		931422109	4	150 SH	SOLE
WEITZ VALUE		949045108	286	10,556 SH	SOLE
AMERICAN EAGLE		02553E106	4	300 SH	SOLE
AFFYMETRIX INC		00826T108	13	500 SH	SOLE
AGERE SYS INC		00845V100	0	5 SH	SOLE
AGERE SYS INC		00845V209	0	131 SH	SOLE
ALTRIA GROUP INC		022095103	6	200 SH	SOLE
APOGENT TECHNOLOGIES		03760A101	4	250 SH	SOLE
CISCO SYS INC		17275R102	15	1,100 SH	SOLE
GOLDMAN SACHS GROUP		38141G104	11	150 SH	SOLE
IMAGISTICS INTL INC		45247T104	0	16 SH	SOLE
JDS UNIPHASE CORP		46612J101	1	250 SH	SOLE
JUNIPER NETWORKS		48203R104	1	100 SH	SOLE
MERISTAR HOSPITALITY	CORP	58984Y103	3	847 SH	SOLE
NAUTILUS GROUP INC	COM	63910B102	4	300 SH	SOLE
TRAVELERS PPTY CAS		89420G109	1	96 SH	SOLE
TRAVELERS PPTY CAS		89420G406	3	199 SH	SOLE
WORLDCOM INC GA NEW		98157D106	0	1,095 SH	SOLE
WORLDCOM INC GA (MCI GROUP)		98157D304	0	55 SH	SOLE
AMDOCS LIMITED		G02602103	4	325 SH	SOLE
FLEXTRONICS INTL INC		Y2573F102	5	600 SH	SOLE
GRAND TOTALS			359311	11,031,811	773