

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, 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: 639

Form 13F Information Table Value Total: \$298,365
(thousands)

LIST OF OTHER INCLUDED MANAGERS:

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

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

FORM 13F INFORMATION TABLE

| NAMES OF ISSUER ----- | TITLE OF CLASS ----- | CUSIP ----- | VALUE [X\$1000] ----- | SHRS OR PRN AMT ----- | SH/ PRN --- | PCT/ CALL ----- | INVESTMENT DISCRETION ----- | OTH MANA ----- |
|--------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| 13 PORTERS CHAPEL ROAD | RENT-SPROUSE | 078995362 | 0 | 1 | PRN | | SOLE | |
| 1ST CENTURY BANKSHARES | | 319426102 | 13 | 1000 | SH | | SOLE | |
| 1ST TRS ADVAN SER 195 MSTR9 | | 33732C745 | 33 | 35 | SH | | SOLE | |
| 1ST TRS ADVAN SER 38 MSTR2 | | 337320865 | 7 | 40 | SH | | SOLE | |
| 1ST TRUST ADV UIT SER 32 MS | TRUST 1 | 337320675 | 3 | 15 | | | SOLE | |
| 3COM CORP | COM | 885535104 | 0 | 100 | SH | | SOLE | |
| 3COM CORP | COM | 885535104 | 4 | 875 | SH | | DEFINED | |
| ABBOTT LAB | | 002824100 | 9 | 200 | SH | | DEFINED | |
| ABBOTT LAB | | 002824100 | 742 | 15730 | SH | | SOLE | |
| ABBOTT LABS | COM | 002824100 | 844 | 17890 | SH | | SOLE | |
| ABBOTT LABS | COM | 002824100 | 258 | 5488 | SH | | DEFINED | |
| ACXIOM CORP | COM | 005125109 | 6 | 300 | SH | | SOLE | |
| ADAMS EXPRESS CO | COM | 006212104 | 172 | 9872 | SH | | SOLE | |
| ADV FUND MS TRS | | 33732A210 | 10 | 24 | | | SOLE | |

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|--------------------------|-------------|-----------|-----|-------|-----|---------|
| ADVANCED MICRO DEVICES | | 007903107 | 5 | 200 | SH | DEFINED |
| ADVANCED MICRO DEVICES | | 007903107 | 86 | 3250 | SH | SOLE |
| AEROPRES DIV #2240 | | 018990101 | 0 | 1 | PRN | SOLE |
| AES CORPORATION | | 00130H105 | 13 | 277 | SH | SOLE |
| AETNA INC | COM | 00817Y108 | 7 | 200 | SH | DEFINED |
| AGILENT TECHNOLOGIES | | 00846U101 | 145 | 4747 | SH | SOLE |
| AGILENT TECHNOLOGIES | | 00846U101 | 3 | 100 | SH | DEFINED |
| AIR PRODS & CHEMS INC | COM | 009158106 | 15 | 400 | SH | DEFINED |
| ALBEMARLE CORP (ETHYL) | | 274990100 | 0 | 1 | PRN | SOLE |
| ALCOA INC | COM | 013817101 | 2 | 76 | SH | SOLE |
| ALLEGHENY ENERGY INC | COM | 017361106 | 9 | 200 | SH | SOLE |
| ALLEGHENY ENERGY INC | COM | 017361106 | 27 | 600 | SH | DEFINED |
| ALLIANCE US GOVT BOND FD | CLASS A #46 | 018528406 | 10 | 1437 | SH | SOLE |
| ALLSTATE CORP | COM | 020002101 | 90 | 2160 | SH | SOLE |
| ALLTEL CORP | | 020039103 | 74 | 1414 | SH | SOLE |
| ALLTEL CORP | COM | 020039103 | 598 | 11415 | SH | DEFINED |
| ALLTEL CORP | COM | 020039103 | 225 | 4300 | SH | SOLE |
| AMER EXPRESS CO | | 025816109 | 99 | 2400 | SH | SOLE |
| AMER HOME PROD CORP | | 026609107 | 182 | 3100 | SH | DEFINED |
| AMER HOME PROD CORP | | 026609107 | 94 | 1600 | SH | SOLE |
| AMEREN CORP | COM | 023608102 | 8 | 206 | SH | SOLE |
| AMERICAN ELEC PWR INC | COM | 025537101 | 212 | 4530 | SH | SOLE |
| AMERICAN ELEC PWR INC | COM | 025537101 | 35 | 748 | SH | DEFINED |
| AMERICAN EXPRESS CO | COM | 025816109 | 99 | 2400 | SH | SOLE |
| AMERICAN GEN CAP LLC | COM | 02637F301 | 24 | 980 | SH | SOLE |
| AMERICAN HOME PRODS CORP | COM | 026609107 | 89 | 1515 | SH | DEFINED |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION | OTH MANA |
|----------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|----------|
| AMERICAN HOME PRODS CORP | COM | 026609107 | 235 | 4000 | SH | | SOLE | |
| AMERICAN HOMEPATIENT INC | | 026649103 | 8 | 22450 | SH | | SOLE | |
| AMERICAN INTERNATIONAL GRP | COM | 026874107 | 12 | 150 | SH | | SOLE | |
| AMGEN INC | COM | 031162100 | 12 | 200 | SH | | SOLE | |
| AMSOUTH BANCORPORATION | COM | 032165102 | 7 | 437 | SH | | DEFINED | |
| ANADARKO PETE CORP | | 032511107 | 91 | 1464 | SH | | DEFINED | |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 165 | 3600 | SH | | DEFINED | |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 1185 | 25820 | SH | | SOLE | |
| AOL TIME WARNER INC. | | 00184A105 | 181 | 4525 | SH | | SOLE | |

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|---------------------------------------|-----------|-----------|-------|--------|-----|---------|
| APPLE COMPUTER INC | COM | 037833100 | 70 | 3200 | SH | DEFINED |
| AR PETROLEUM | COMMON | 0409009A2 | 4 | 20 | SH | DEFINED |
| AR RIVER PETROL | COMM | 0410399A8 | 2 | 36 | SH | DEFINED |
| AR SERVICE | COMMON | 0410389A0 | 2 | 20 | SH | DEFINED |
| ARCH CHEMICALS INC | COM | 03937R102 | 8 | 404 | SH | SOLE |
| ARCHER -DANIELS- MIDLAND COMPANY | | 039483102 | 3 | 266 | SH | SOLE |
| ARK BUTANE | COMMON | 0247959A6 | 4 | 18 | SH | DEFINED |
| ARROW ELECTRS INC | | 042735100 | 9 | 400 | SH | SOLE |
| ART MACHIN ASSOC 109-01 | | 008990103 | 0 | 1 | PRN | SOLE |
| ARVINMERITOR INC | COM | 043353101 | 1 | 124 | SH | SOLE |
| AT HOME CORP | COM SER A | 045919107 | 17 | 3800 | SH | DEFINED |
| AT&T CORP | COM | 001957109 | 8 | 400 | SH | DEFINED |
| AT&T CORP | COM | 001957109 | 717 | 33684 | SH | SOLE |
| ATLANTA EXP WARECREEK LSE | | 036995363 | 0 | 1 | PRN | SOLE |
| ATLANTA EXP-CRONE 12-96 | | 003995362 | 0 | 1 | SH | SOLE |
| ATLANTA EXP -NEW HOPE EXPAND 10/98 | | 026995365 | 0 | 1 | PRN | SOLE |
| ATLANTA EXPLORATION PISG PRO | | 281995365 | 0 | 1 | PRN | SOLE |
| ATLANTA EXPLORATION WARE CR | | 282995364 | 0 | 1 | PRN | SOLE |
| AUTO DATA PROCESS | | 053015103 | 228 | 4200 | SH | SOLE |
| AUTOMATIC DATA PROCESSING INC | COM | 053015103 | 228 | 4200 | SH | SOLE |
| AUTOZONE | | 053332102 | 28 | 1000 | SH | SOLE |
| AUTOZONE | | 053332102 | 14 | 530 | SH | DEFINED |
| AVON PRODS INC | COM | 054303102 | 27 | 700 | SH | SOLE |
| AVON PRODS INC | COM | 054303102 | 39 | 1000 | SH | DEFINED |
| AXCELIS TECHNOLOGIES INC | | 054540109 | 1 | 117 | SH | DEFINED |
| AXCELIS TECHNOLOGIES INC | | 054540109 | 25 | 2181 | SH | SOLE |
| B. F. GOODRICH | | 382388106 | 15 | 400 | SH | DEFINED |
| BAKER HUGHES INC | COM | 057224107 | 4 | 135 | SH | SOLE |
| BANCORPSOUTH INC | COM | 059692103 | 11802 | 800183 | SH | SOLE |
| BANCORPSOUTH INC | COM | 059692103 | 2422 | 164205 | SH | DEFINED |
| BANCORPSOUTH INC | | 059692103 | 73 | 4953 | SH | DEFINED |
| BANCORPSOUTH INC | | 059692103 | 9584 | 649810 | SH | SOLE |
| BANK OF AMERICA CORP | | 060505104 | 1142 | 20870 | SH | SOLE |

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|----------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|----------|
| BANK OF AMERICA CORP | | 060505104 | 148 | 2710 | SH | | DEFINED | |
| BANK OF THE OZARKS, INC | | 063904106 | 318 | 23800 | SH | | DEFINED | |
| BANK OF US NOTE | | 916995368 | 0 | 1 | PRN | | SOLE | |

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\$1000

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|------------------------------------------|----------------------|-----------|------|--------|-----|---------|
| BANK ONE CORP | FORMERLY BANC ONE | 06423A103 | 87 | 2420 | SH | SOLE |
| BANK ONE CORP | FORMERLY BANC ONE | 06423A103 | 53 | 1482 | SH | DEFINED |
| BANKAMERICA CORP | NEW COM | 060505104 | 49 | 900 | SH | SOLE |
| BAXTER | | 071813109 | 94 | 1000 | SH | SOLE |
| INTERNATIONALAL INC | | | | | | |
| BAXTER INTL INC | | 071813109 | 75 | 800 | SH | SOLE |
| BECKMAN COULTER INC | COM | 075811109 | 23 | 600 | SH | SOLE |
| BELLSOUTH CORP | COM | 079860102 | 8 | 200 | SH | DEFINED |
| BELLSOUTH CORP | | 079860102 | 1535 | 37541 | SH | SOLE |
| BELLSOUTH CORP | | 079860102 | 96 | 2368 | SH | DEFINED |
| BELLSOUTH CORP | COM | 079860102 | 424 | 10385 | SH | SOLE |
| BERKSHIRE HATHAWAY INC "A" | COM | 084670108 | 65 | 1 | SH | SOLE |
| BETHLEHEM STL CORP | PFD CV \$2.50 | 087509402 | 13 | 1100 | SH | SOLE |
| BIOGEN INC | COM | 090597105 | 18 | 300 | SH | SOLE |
| BLACKBURN MTR NV | | 088995360 | 1447 | 1577 | SH | SOLE |
| BODCAW BANK | | 056004997 | 5 | 6 | SH | DEFINED |
| BODCAW BANK | | 056004997 | 767 | 853 | | SOLE |
| BOEING CO | COM | 097023105 | 22 | 400 | SH | DEFINED |
| BOEING CO | COM | 097023105 | 475 | 8532 | SH | SOLE |
| BOEING INC | | 097023105 | 32 | 580 | SH | SOLE |
| BOISE CASCADE CORP | COM | 097383103 | 12 | 400 | SH | SOLE |
| BP AMOCO P L C | SPONSORED ADR | 055622104 | 731 | 14738 | SH | SOLE |
| BP AMOCO P L C | SPONSORED ADR | 055622104 | 78 | 1582 | SH | DEFINED |
| BRISTOL MYERS SQUIBB CO | | 110122108 | 160 | 2700 | SH | DEFINED |
| BRISTOL MYERS SQUIBB CO | | 110122108 | 1095 | 18436 | SH | SOLE |
| BRISTOL MYERS SQUIBB | | 110122108 | 497 | 8368 | SH | DEFINED |
| BRISTOL MYERS SQUIBB | | 110122108 | 1440 | 24244 | SH | SOLE |
| BULL RUN CORP GEORGIA | | 120182100 | 5 | 3400 | SH | SOLE |
| BURLINGTON NORTHERN/SANTA FE CORP | | 12189T104 | 28 | 930 | SH | SOLE |
| BURNS/PERKIS OIL/GAS11-1999 | | 408995363 | 0 | 1 | PRN | SOLE |
| C SIMMONS LSE EXP 12/31/06 | | 490990108 | 0 | 1 | PRN | SOLE |
| CABE INVESTMENTS INC | | 130004997 | 311 | 311294 | SH | SOLE |
| CABE LAND COMPANY AKA CABE CATTLE CO. | | 123000994 | 1619 | 17672 | SH | SOLE |
| CABE/LONG MANAGEMENT | | 126005990 | 311 | 311294 | SH | SOLE |

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|-------------------------|-----|-----------|----|------|----|------|
| CABLETRON SYS INC | COM | 126920107 | 2 | 200 | SH | SOLE |
| CADBURY SCHWEPPE PLC | ADR | 127209302 | 31 | 1200 | SH | SOLE |
| CALLAWAY GOLF CO | COM | 131193104 | 4 | 200 | SH | SOLE |
| CAMPBELL SOUP CO | COM | 134429109 | 11 | 400 | SH | SOLE |

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|-----------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| CAPITAL ONE FINL CORP | COM | 14040H105 | 266 | 4800 | SH | | SOLE | |
| CARDINAL HEALTH INC | COM | 14149Y108 | 28 | 298 | SH | | SOLE | |
| CATERPILLAR INC | | 149123101 | 323 | 7300 | SH | | SOLE | |
| CATERPILLAR INC | DEL COM | 149123101 | 155 | 3500 | SH | | SOLE | |
| CELL PATHWAYS INC | COM | 15114R101 | 0 | 100 | SH | | SOLE | |
| CENTURYTEL INC | COM | 156700106 | 140 | 4902 | SH | | SOLE | |
| CHALLENGE OPT ROBERSON # 1 ARK | | 301990107 | 0 | 1 | PRN | | SOLE | |
| CHEVRON CORP | | 166751107 | 198 | 2256 | SH | | SOLE | |
| CHEVRON CORP | | 166751107 | 407 | 4643 | SH | | DEFINED | |
| CHEVRON CORPORATION | COM | 166751107 | 965 | 10997 | SH | | SOLE | |
| CHEVRON CORPORATION | COM | 166751107 | 35 | 400 | SH | | DEFINED | |
| CHUBB CORPORATION | | 171232101 | 398 | 5500 | SH | | SOLE | |
| CISCO SYS INC | COM | 17275R102 | 610 | 38605 | SH | | SOLE | |
| CISCO SYS INC | COM | 17275R102 | 31 | 2005 | SH | | DEFINED | |
| CITGO 03806000010 | | 132990102 | 0 | 1 | PRN | | SOLE | |
| CITGO 0380600011 | | 131990103 | 0 | 1 | PRN | | SOLE | |
| CITGO 0380600014 | | 130990104 | 0 | 1 | PRN | | SOLE | |
| CITGO 0380600015 | | 134990100 | 0 | 1 | PRN | | SOLE | |
| CITIGROUP INC | COM | 172967101 | 613 | 13646 | SH | | DEFINED | |
| CITIGROUP INC | COM | 172967101 | 376 | 8372 | SH | | SOLE | |
| CLECO CORP | NEW | 12561W105 | 9 | 200 | SH | | DEFINED | |
| CLECO CORP | NEW | 12561W105 | 13 | 300 | SH | | SOLE | |
| COCA COLA CO | COM | 191216100 | 1712 | 37940 | SH | | SOLE | |
| COCA COLA CO | COM | 191216100 | 275 | 6100 | SH | | DEFINED | |
| COCA COLA CO | COM | 191216100 | 244 | 5410 | SH | | SOLE | |
| COCA COLA | COM | 191219104 | 42 | 2400 | SH | | SOLE | |
| ENTERPRISES INC | | | | | | | | |
| COLGATE PALMOLIVE CO | COM | 194162103 | 11 | 200 | SH | | DEFINED | |
| COLGATE PALMOLIVE CO | COM | 194162103 | 283 | 5125 | SH | | SOLE | |
| COLGATE PALMOLIVE CO | COM | 194162103 | 117 | 2133 | SH | | SOLE | |
| COLONIAL TAX EXEMPT FUND A | | 53054410R | 133 | 10164 | | | SOLE | |
| COMCAST | | 200300200 | 33 | 800 | SH | | SOLE | |
| COMPAQ COMPUTER CORP | | 204493100 | 332 | 18300 | SH | | SOLE | |
| COMPAQ COMPUTER CORP | COM | 204493100 | 140 | 7750 | SH | | SOLE | |
| COMPUTER ASSOC INTL INC | COM | 204912109 | 21 | 800 | SH | | SOLE | |
| COMPUTER SCIENCES CORP | | 205363104 | 3 | 99 | SH | | DEFINED | |
| CONAGRA FOODS INC | COM | 205887102 | 20 | 1100 | SH | | SOLE | |

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|--------------------------------|------------|-----------|----|------|-----|---------|
| CONAGRA FOODS INC | COM | 205887102 | 3 | 200 | SH | DEFINED |
| CONECTIV INC | COM | 206829103 | 14 | 675 | SH | SOLE |
| CONFEDERATE STATE \$10 BILL | | 915995369 | 0 | 1 | PRN | SOLE |
| CONOCO INC CL B | | 208251405 | 18 | 640 | SH | SOLE |
| CONSECO INC | COM | 208464107 | 9 | 560 | SH | DEFINED |
| CONSECO STRATEGIC INC FD | SH BEN INT | 20847A102 | 8 | 866 | SH | SOLE |
| CONSOLIDATED EDISON INC | COM | 209115104 | 38 | 1028 | SH | SOLE |
| CONSTELLATION ENERGY CORP | | 210371100 | 17 | 400 | SH | DEFINED |

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|-------------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| COOPER TIRE & RUBBER CO | COM | 216831107 | 1 | 100 | SH | | DEFINED | |
| COOPER TIRE & RUBBER CO | COM | 216831107 | 64 | 5700 | SH | | SOLE | |
| CORNING INC | COM | 219350105 | 37 | 1800 | SH | | SOLE | |
| CORRECTIONS CORP AMER | NEW | 22025Y308 | 0 | 55 | SH | | SOLE | |
| CORRECTIONS CORP AMER | NEW COM | 22025Y100 | 4 | 5494 | SH | | SOLE | |
| CRYOLIFE INC | | 228903100 | 57 | 2235 | SH | | SOLE | |
| CYPRESS SEMICONDUCTOR CORP | COM | 232806109 | 8 | 500 | SH | | SOLE | |
| DANA CORP | | 235811106 | 14 | 866 | SH | | SOLE | |
| DEAN FOODS CO | | 242361103 | 22 | 650 | SH | | SOLE | |
| DELL COMPUTER CORP | COM | 247025109 | 38 | 1500 | SH | | DEFINED | |
| DELL COMPUTER CORP | COM | 247025109 | 451 | 17585 | SH | | SOLE | |
| DELPHI AUTOMOTIVE SYS CORP | COM | 247126105 | 7 | 543 | SH | | SOLE | |
| DELTA AIRLINES INC | | 247361108 | 7 | 200 | SH | | SOLE | |
| DELTIC TIMBER CORP | | 247850100 | 369 | 18240 | SH | | SOLE | |
| DELTIC TIMBER CORP | | 247850100 | 13080 | 645971 | SH | | DEFINED | |
| DIAMOND OFFSHORE DRILLING INC | | 25271C102 | 1 | 50 | SH | | SOLE | |
| DISNEY (WALT) COMPANY HOLDING CO | | 254687106 | 5 | 200 | SH | | DEFINED | |
| DISNEY (WALT) COMPANY HOLDING CO | | 254687106 | 21 | 760 | SH | | SOLE | |
| DOMINION RES INC VA | NEW | 25746U109 | 18 | 290 | SH | | SOLE | |
| DOW CHEMICAL CO | | 260543103 | 893 | 28311 | SH | | SOLE | |
| DOW CHEMICAL CO | COM | 260543103 | 72 | 2283 | SH | | SOLE | |
| DOW CHEMICAL CO | COM | 260543103 | 15 | 483 | SH | | DEFINED | |

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|--------------------------------|---------|-----------|-----|------|----|---------|
| DPL INC | COM | 233293109 | 8 | 300 | SH | DEFINED |
| DPL INC | COM | 233293109 | 66 | 2385 | SH | SOLE |
| DREYFUS MUNICIPAL BOND FUND | | 26201Q104 | 46 | 3881 | | SOLE |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 18 | 457 | SH | SOLE |
| DU PONT EL D NEMOURS & CO | | 263534109 | 286 | 7040 | SH | SOLE |
| DUKE ENERGY CORP | COM | 264399106 | 82 | 1940 | SH | SOLE |
| DUKE ENERGY CORP | COM | 264399106 | 8 | 200 | SH | DEFINED |
| DUKE ENERGY CORP | COM | 264399106 | 20 | 480 | SH | DEFINED |
| DUKE ENERGY CORP | COM | 264399106 | 175 | 4114 | SH | SOLE |
| DUN & BRADSTREET CORP DEL | NECOM | 26483E100 | 12 | 550 | SH | SOLE |
| DYNEX CAP INC | COM NEW | 26817Q506 | 0 | 106 | SH | DEFINED |
| EASTMAN CHEM CO | | 277432100 | 2 | 50 | SH | SOLE |
| EASTMAN KODAK CO | | 277461109 | 15 | 400 | SH | SOLE |
| EASTMAN KODAK CO | | 277461109 | 41 | 1050 | SH | SOLE |
| EATON CORP | COM | 278058102 | 6 | 100 | SH | DEFINED |
| EATON CORP | COM | 278058102 | 126 | 1850 | SH | SOLE |
| ECHELON CORP | | 27874N105 | 1 | 100 | SH | SOLE |
| EDEN BIOSCIENCE CORP | | 279445100 | 7 | 500 | SH | DEFINED |
| EDISON INTERNATIONAL | | 281020107 | 10 | 800 | SH | SOLE |
| EDWARDS LIFESCIENCES CORP | | 28176E108 | 4 | 240 | SH | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|-------------|
| EEX CORP | COM NEW | 26842V207 | 0 | 66 | SH | | SOLE | |
| EL PASO CORP | DEL COM | 28336L109 | 13 | 200 | SH | | DEFINED | |
| ELAN PLC | ADR | 284131208 | 10 | 200 | SH | | SOLE | |
| ELECTRONIC DATA SYS CORP | NEW | 285661104 | 134 | 2400 | SH | | SOLE | |
| EMC CORP | | 268648102 | 36 | 1250 | SH | | SOLE | |
| EMC CORP | | 268648102 | 11 | 400 | SH | | DEFINED | |
| EMERSON ELEC CO | COM | 291011104 | 117 | 1900 | SH | | SOLE | |
| EMERSON ELECTRIC CO | | 291011104 | 31 | 500 | SH | | SOLE | |
| EMERSON ELECTRIC CO | | 291011104 | 21 | 350 | SH | | DEFINED | |
| ENCORE WIRE CORP | COM | 292562105 | 157 | 20174 | SH | | SOLE | |
| ENERGY EAST CORP | COM | 29266M109 | 3 | 228 | SH | | SOLE | |
| ENGELHARD CORP | COM | 292845104 | 6 | 253 | SH | | DEFINED | |
| ENRON CORP | | 293561106 | 46 | 800 | SH | | SOLE | |
| ENRON CORP | COM | 293561106 | 11 | 200 | 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 | | 29364D704 | 21 | 229 | SH | | SOLE | |

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\$7.32

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|---------------------------------|-------------------|-----------|------|-------|-----|---------|
| ENTERGY ARK INC PFD \$7.40 | | 29364D829 | 8 | 90 | SH | SOLE |
| ENTERGY ARK INC PFD \$7.80 | | 29364D803 | 9 | 100 | SH | SOLE |
| ENTERGY ARK INC PFD \$7.88 | | 29364D852 | 14 | 145 | SH | SOLE |
| ENTERGY CORP | | 29364G103 | 48 | 1275 | SH | SOLE |
| ENTERGY CORP | NEW COM | 29364G103 | 22 | 593 | SH | DEFINED |
| ENTERGY CORP | NEW COM | 29364G103 | 152 | 4020 | SH | SOLE |
| EQUINOX - OPHILIA TODD 10400 | | 271995367 | 0 | 1 | PRN | SOLE |
| ETHAN ALLEN INTERIORS | | 297602104 | 7 | 225 | SH | DEFINED |
| EXELON CORP | | 30161N101 | 28 | 436 | SH | DEFINED |
| EXXON MOBIL CORP | | 30231G102 | 945 | 11670 | SH | DEFINED |
| EXXON MOBIL CORP | | 30231G102 | 4463 | 55103 | SH | SOLE |
| FAIRFIELD CMNTYS INC | COM PAR \$0.01 | 304STK999 | 284 | 18500 | SH | SOLE |
| FED INTERMEDIATE MUNICIPAL | TAX FREE #78 | 458810108 | 15 | 1439 | SH | SOLE |
| FEDERAL NATL MTG ASSN | COM | 313586109 | 23 | 300 | SH | SOLE |
| FEDERAL REALTY INVT TR | SH BEN INT NEW | 313747206 | 13 | 685 | SH | SOLE |
| FEDERATED BOND FUND #198 | | 31420F400 | 17 | 1970 | SH | SOLE |
| FEDEX CORPORATION | | 31428X106 | 8 | 200 | SH | SOLE |
| FIDELITY ADVISOR INST | GROWTH #86 | 315805101 | 12 | 243 | SH | SOLE |
| FIRST COMMUNITY BANK NA | NPT | 329000996 | 2 | 2000 | SH | SOLE |
| FIRST NAT'L ENTERTAINMENT | CORP | 320940109 | 0 | 388 | SH | DEFINED |
| FIRST STAUNTON BANCSHARES | CL-A V | 90008K991 | 0 | 374 | SH | SOLE |
| FIRST STAUNTON BANCSHARES | CL-B NV | 90008J994 | 0 | 42 | SH | SOLE |
| FIRST TENN NATL CORP | COM | 337162101 | 6 | 200 | SH | SOLE |
| FIRST UN CORP | COM | 337358105 | 3 | 118 | SH | DEFINED |
| FIRST UN CORP | COM | 337358105 | 58 | 1760 | SH | SOLE |
| FLEETBOSTON FINANCIAL CORP | | 339030108 | 75 | 2001 | SH | SOLE |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION | OTH MANA |
|-----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------------|-------------|
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|-------------------------------------------------|-------------------|------------|------|-------|-----|---------|
| FLOWEREE PLANTING LSE 1-1-98 | | 301995361 | 0 | 1 | PRN | SOLE |
| FLUOR CORP | COM | 3438412102 | 4 | 96 | SH | SOLE |
| FLUOR CORP | COM | 3438412102 | 13 | 300 | SH | SOLE |
| FNMA | COM | 313586109 | 103 | 1300 | SH | SOLE |
| FOAMEX INT'L INC | | 344123104 | 102 | 20050 | SH | SOLE |
| FORD MOTOR CREDIT COMPANY USD | | 345370860 | 4 | 174 | SH | DEFINED |
| FORD MOTOR CREDIT COMPANY USD | | 345370860 | 191 | 6810 | SH | SOLE |
| FORD MTR CO CAP TR I | TOPRS 9% | 345343206 | 26 | 1000 | SH | SOLE |
| FPL GROUP INC | COM | 302571104 | 19 | 320 | SH | SOLE |
| GAP INC | DEL COM | 364760108 | 35 | 1500 | SH | SOLE |
| GEN MTR CORP | | 370442105 | 12 | 240 | SH | SOLE |
| GENERAL ELEC CO | COM | 369604103 | 184 | 4400 | SH | DEFINED |
| GENERAL ELEC CO | COM | 369604103 | 2477 | 59195 | SH | SOLE |
| GENERAL ELECTRIC CO | | 369604103 | 79 | 1900 | SH | DEFINED |
| GENERAL ELECTRIC CO | | 369604103 | 3096 | 73968 | SH | SOLE |
| GENERAL MLS INC | COM | 370334104 | 0 | 20 | SH | DEFINED |
| GENERAL MLS INC | COM | 370334104 | 30 | 720 | SH | SOLE |
| GENERAL MTRS CORP | COM | 370442105 | 22 | 433 | SH | SOLE |
| GENOME THERAPEUTICS CORP | COM | 372430108 | 6 | 1000 | SH | SOLE |
| GEORGE PATE COLUMBIA 11/96 | | 712995364 | 0 | 1 | PRN | SOLE |
| GEORGIA PAC CORP | | 373298108 | 117 | 4000 | SH | SOLE |
| GEORGIA PAC CORP | COM GA PAC GRP | 373298108 | 62 | 2120 | SH | SOLE |
| GEORGIA PAC CORP | COM-TIMBER GRP | 373298702 | 11 | 410 | SH | SOLE |
| GERON CORP | COM | 374163103 | 3 | 300 | SH | SOLE |
| GILLETTE CO | COM | 375766102 | 108 | 3485 | SH | DEFINED |
| GILLETTE CO | COM | 375766102 | 144 | 4630 | SH | SOLE |
| GLAXO SMITHKLINE PLC | SPONSORED ADR | 37733W105 | 45 | 869 | SH | SOLE |
| GLOBAL SPORTS INC | | 37937A107 | 0 | 29 | SH | SOLE |
| GLOBAL STAR TELECOMMUNICATION | | G3930H104 | 0 | 1000 | SH | SOLE |
| GOODYEAR TIRE & RUBBER | | 382550101 | 11 | 484 | SH | DEFINED |
| GOODYEAR TIRE & RUBR CO | COM | 382550101 | 40 | 1718 | SH | SOLE |
| GREAT LAKES CHEM CORP | COM | 390568103 | 54 | 1785 | SH | DEFINED |
| GRUY PETRO MGMT WALKER CREEK WALKER CREEK | | 002995363 | 0 | 1 | PRN | SOLE |
| GUARANTY BANCSHARES INC TEX | COM | 400764106 | 2 | 200 | SH | SOLE |
| GUIDANT CORP | COM | 401698105 | 211 | 4700 | SH | SOLE |

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|------------------------------|------------|-----------|-----|------|----|---------|
| HALLIBURTON CO | COM | 406216101 | 22 | 600 | SH | DEFINED |
| HALLIBURTON CO | COM | 406216101 | 31 | 850 | SH | SOLE |
| HANCOCK FABRICS | | 409900107 | 12 | 1600 | SH | SOLE |
| HANCOCK HLDG CO CAP VALUE | | 410120109 | 125 | 2897 | SH | SOLE |
| HARRIS CORP | DEL COM | 413875105 | 34 | 1400 | SH | SOLE |
| HARRIS CORP DEL | COM | 413875105 | 2 | 94 | SH | SOLE |

| NAMES OF ISSUER ----- | TITLE OF CLASS ----- | CUSIP ----- | VALUE [X\$1000] ----- | SHRS OR PRN AMT ----- | SH/ PRN --- | PCT/ CALL ----- | INVESTMENT DISCRETION ----- | OTH MANA ----- |
|------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| HARRIS EQUITY INCOME FUND | | 41454810R | 86 | 4989 | SH | | SOLE | |
| HARRIS SHORT/INTERMEDIATE | BOND CL I | 40429960R | 67 | 6509 | SH | | SOLE | |
| HARTFORD FNCL SV GRP INC | COM | 416515104 | 11 | 200 | SH | | DEFINED | |
| HASBRO, INC | | 418056107 | 10 | 787 | SH | | DEFINED | |
| HATTERAS INCOME SECS INC | COM | 419025101 | 2 | 200 | SH | | SOLE | |
| HCA-HEALTHCARE CO | COM | 404119109 | 50 | 1250 | SH | | DEFINED | |
| HEINZ H J CO | COM | 423074103 | 18 | 450 | SH | | SOLE | |
| HEWLETT PACKARD CO | | 428236103 | 339 | 10850 | SH | | SOLE | |
| HEWLETT PACKARD CO | COM | 428236103 | 12 | 400 | SH | | DEFINED | |
| HEWLETT PACKARD CO | COM | 428236103 | 72 | 2312 | SH | | SOLE | |
| HIBERNIA CORP | | 428656102 | 5912 | 423235 | SH | | SOLE | |
| HIBERNIA CORP | | 428656102 | 12 | 900 | SH | | DEFINED | |
| HIGHLANDS INS GROUP | | 431032101 | 39 | 12000 | SH | | SOLE | |
| HILLSIDE MANOR APARTMENTS | | 875995367 | 43 | 100 | SH | | SOLE | |
| HOME DEPOT | | 437076102 | 491 | 11397 | SH | | SOLE | |
| HOME DEPOT | | 437076102 | 38 | 882 | SH | | DEFINED | |
| HOME DEPOT INC | COM | 437076102 | 28 | 650 | SH | | DEFINED | |
| HOME DEPOT INC | COM | 437076102 | 442 | 10275 | SH | | SOLE | |
| HOMEFED CORP | COM NEW | 43739D208 | 3 | 4028 | SH | | DEFINED | |
| HONEYWELL INTL INC | | 438516106 | 173 | 4250 | SH | | SOLE | |
| HOPEWELL HLDGS LTD | SPONSORED ADR | 439555301 | 6 | 14600 | SH | | DEFINED | |
| HUBBELL INC | CL B | 443510201 | 23 | 1000 | SH | | SOLE | |
| IBM CORP | | 459200101 | 48 | 507 | SH | | DEFINED | |
| IBM CORP | | 459200101 | 1270 | 13208 | SH | | SOLE | |
| ICN PHARMACEUTICALS INC | NEW COM | 448924100 | 13 | 525 | SH | | SOLE | |
| ICOS CORP | COM | 449295104 | 14 | 300 | SH | | SOLE | |
| INGERSOLL-RAND CO | COM | 456866102 | 3 | 100 | SH | | DEFINED | |
| INGERSOLL-RAND CO | COM | 456866102 | 75 | 1900 | SH | | SOLE | |

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|---------------------------------|-----|-----------|------|-------|----|---------|
| INS MUN-INC TRS 116 | | 458084837 | 1 | 6 | | SOLE |
| INS MUN-INC TRS 198 | | 45808G723 | 0 | 5 | | SOLE |
| INTEL CORP | COM | 458140100 | 954 | 36270 | SH | SOLE |
| INTEL CORP | COM | 458140100 | 116 | 4430 | SH | DEFINED |
| INTEL CORP | CAP | 458140100 | 361 | 13724 | SH | SOLE |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 2359 | 24527 | SH | SOLE |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 76 | 800 | SH | DEFINED |
| INTERNATIONAL FLAVORS AND | | 459506101 | 7 | 350 | SH | SOLE |
| FRAGRANCES | | | | | | |
| INTL PAPER CO | | 460146103 | 39 | 1100 | SH | SOLE |
| INTL PAPER CO | COM | 460146103 | 117 | 3248 | SH | SOLE |
| INTL PAPER CO | COM | 460146103 | 52 | 1450 | SH | DEFINED |
| IOMEGA CORP | COM | 462030107 | 0 | 100 | SH | SOLE |
| IRWIN FINL CORP | COM | 464119106 | 16 | 800 | SH | SOLE |
| J P MORGAN CHASE & CO | COM | 46625H100 | 71 | 1600 | SH | SOLE |

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|--------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| JANUS VENTURE FUND #45 | | 471023507 | 3 | 91 | SH | | DEFINED | |
| JANUS VENTURE FUND #45 | | 471023507 | 74 | 1942 | SH | | SOLE | |
| JANUS WORLDWID FUND #41 | | 471023309 | 31 | 661 | SH | | SOLE | |
| JDS UNIPHASE CORP | COM | 46612J101 | 3 | 180 | SH | | SOLE | |
| JEFFERSON PILOT CORPORATION | | 475070108 | 20 | 300 | SH | | DEFINED | |
| JOHNSON & JOHNSON | | 478160104 | 383 | 4388 | SH | | SOLE | |
| JOHNSON & JOHNSON | COM | 478160104 | 244 | 2800 | SH | | DEFINED | |
| JOHNSON & JOHNSON | COM | 478160104 | 2079 | 23770 | SH | | SOLE | |
| JOHNSON & JOHNSON | | 478160104 | 192 | 2200 | SH | | DEFINED | |
| KANSAS CITY PWR & LT CO | COM | 485134100 | 24 | 1000 | SH | | SOLE | |
| KELLOGG CO | | 487836108 | 5 | 200 | SH | | SOLE | |
| KERR-MCGEE CORPORATION INC | | 492386107 | 1 | 25 | SH | | SOLE | |
| KIMBERLY CLARK CORP | COM | 494368103 | 20 | 300 | SH | | SOLE | |
| KING PHARMACEUTICALS INC | | 495582108 | 13 | 337 | SH | | SOLE | |
| LACLEDE GAS CO | COM | 505588103 | 20 | 900 | SH | | DEFINED | |
| LACLEDE GAS CO | COM | 505588103 | 6 | 300 | SH | | SOLE | |
| LEAR CORP | COM | 521865105 | 2 | 100 | SH | | SOLE | |
| LIFEPOINT HOSPITALS | COM | 53219L109 | 2 | 65 | SH | | DEFINED | |

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|----------------------------------|----------------------|-----------|------|-------|-----|---------|
| LILLY ELI & CO | COM | 532457108 | 53 | 700 | SH | DEFINED |
| LILLY ELI & CO | COM | 532457108 | 823 | 10750 | SH | SOLE |
| LION OIL 05-0260 680260 (246) | | 493995369 | 0 | 1 | PRN | SOLE |
| LION OIL 05-0261 (DRIP) | | 494995368 | 0 | 1 | PRN | SOLE |
| LION OIL 48-0260 RI & ORI | | 494990104 | 0 | 1 | PRN | SOLE |
| LION OIL 68-0261 RI & ORI | | 493990105 | 0 | 1 | PRN | SOLE |
| LION OIL 68-0366 | | 135990109 | 0 | 1 | PRN | SOLE |
| LION OIL CO #18-1896 | | 496990102 | 0 | 1 | PRN | SOLE |
| LML PAYMENT SYSTEMS INC | | 50208P109 | 3 | 945 | SH | SOLE |
| LOUISIANA PAC CORP | COM | 546347105 | 9 | 1016 | SH | SOLE |
| LOUISIANA COMPANIES | | 540000999 | 0 | 36 | SH | SOLE |
| LTV CORP | *W EXP 06/28/1998 | 501921126 | 0 | 1 | SH | SOLE |
| LTV CORP 1.25 SERIES | | 502210800 | 0 | 14 | SH | SOLE |
| LUCENT TECHNOLOGIES INC | COM | 549463107 | 359 | 36102 | SH | SOLE |
| LUCENT TECHNOLOGIES INC | COM | 549463107 | 32 | 3250 | SH | DEFINED |
| MASSEY ENERGY CORP | | 576206106 | 9 | 396 | SH | SOLE |
| MCDATA CORP MASS | | 580031201 | 0 | 29 | SH | SOLE |
| MCDONALD'S CORP | | 580135101 | 159 | 6024 | SH | SOLE |
| MCDONALDS CORP | | 580135101 | 95 | 3600 | SH | SOLE |
| MCDONALDS CORP | | 580135101 | 15 | 600 | SH | DEFINED |
| MCKESSON HBOC INC | COM | 58155Q103 | 5 | 200 | SH | SOLE |
| MEDTRONIC INC | COM | 585055106 | 41 | 900 | SH | SOLE |
| MEDTRONIC INC | COM | 585055106 | 25 | 560 | SH | SOLE |
| MELLON FINL CORP | | 58551A108 | 40 | 1000 | SH | SOLE |
| MERCK & CO INC | COM | 589331107 | 2484 | 32737 | SH | SOLE |

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|------------------------------------------|-----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|----------|
| MERCK & CO INC | COM | 589331107 | 170 | 2250 | SH | | DEFINED | |
| MERCK & CO INC | | 589331107 | 98 | 1300 | SH | | DEFINED | |
| MERCK & CO INC | | 589331107 | 569 | 7500 | SH | | SOLE | |
| MERLIN MORRIS FARMS INC. | | 546001991 | 2 | 2679 | SH | | SOLE | |
| MERRILL LYNCH CORP BD FD INCHI INCOME | CL A | 590907101 | 13 | 2536 | SH | | SOLE | |
| MESA OFFSHORE TR | UNIT BEN INT | 590650107 | 0 | 2000 | SH | | SOLE | |

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|---------------------------------------|------------------|-----------|--------|---------|----|---------|
| METLIFE INC | COM | 59156R108 | 4 | 148 | SH | SOLE |
| MFS INTER INCOME TR | SH BEN INT | 55273C107 | 21 | 3100 | SH | SOLE |
| MGIC INVT CORP WIS | COM | 552848103 | 8 | 120 | SH | SOLE |
| MICROSOFT CORP | COM | 594918104 | 948 | 17350 | SH | SOLE |
| MICROSOFT CORP | COM | 594918104 | 21 | 400 | SH | DEFINED |
| MICROSOFT CORP | | 594918104 | 180 | 3300 | SH | SOLE |
| MINNESOTA MNG & MFC CO | COM | 604059105 | 72 | 700 | SH | SOLE |
| MINNESOTA MNG & MFG CO | | 604059105 | 48 | 466 | SH | SOLE |
| MISSISSIPPI CHEMICAL | | 598001998 | 0 | 2 | SH | SOLE |
| MONTAG & CALDWELL | | 126413889 | 2 | 97 | SH | DEFINED |
| INS CLASS GROWTH MONTAG & CALDWELL | | 126413889 | 254 | 10648 | SH | SOLE |
| INS CLASS GROWTH MONTAG & CALDWELL | | 12641388R | 10 | 444 | SH | DEFINED |
| INS CLASS GROWTH MONTAG & CALDWELL | | 12741399R | 64 | 2715 | SH | SOLE |
| INS CLASS GROWTH MOODYS CORP | COM | 615369105 | 30 | 1100 | SH | SOLE |
| MORRISON MGMT SPECIALIST INC | | 618459101 | 4 | 115 | SH | DEFINED |
| MORRISSEY DEV. CO. | | 618994156 | 25 | 400 | SH | SOLE |
| MOTOROLA INC | | 620076109 | 15 | 1080 | SH | DEFINED |
| MOTOROLA INC | | 620076109 | 98 | 6918 | SH | SOLE |
| MOTOROLA INC | | 620076109 | 183 | 12900 | SH | DEFINED |
| MOTOROLA INC | | 620076109 | 285 | 20055 | SH | SOLE |
| MUN INSD NATL UNIT SERIES 23 | | 626224158 | 0 | 5 | SH | SOLE |
| MURPHY OIL CORP | COM | 626717102 | 3523 | 52914 | SH | SOLE |
| MURPHY OIL CORP | COM | 626717102 | 155607 | 2337153 | SH | DEFINED |
| NASDAQ 100 SHARES | | 631100104 | 39 | 1000 | SH | SOLE |
| NELSON, THOMAS INC | | 640376109 | 1 | 187 | SH | SOLE |
| NICOR INC | COM | 654086107 | 29 | 800 | SH | SOLE |
| NIKE INC | CL B | 654106103 | 32 | 800 | SH | SOLE |
| NOBLE AFFILIATES INC | COM | 654894104 | 90 | 2160 | SH | SOLE |
| NOKIA CORP | SPONSORED ADR | 654902204 | 33 | 1400 | SH | SOLE |
| NORFOLK SO CORP | | 655844108 | 32 | 1934 | SH | SOLE |
| NORTHERN TRUST COMPANY NTRS | | 665859104 | 250 | 4000 | SH | DEFINED |
| NORTHERN TRUST COMPANY NTRS | | 665859104 | 111 | 1780 | SH | SOLE |
| OCCIDENTAL PETROLEUM CORP | DEL COM | 674599105 | 32 | 1303 | SH | SOLE |
| OKLAHOMA GAS & ELEC CO | COM | 670837103 | 104 | 4556 | SH | SOLE |

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|----------------------------------|------------------|-----------|------|-------|-----|---------|
| OKLAHOMA GAS & ELEC CO | COM | 670837103 | 16 | 700 | SH | DEFINED |
| OLIN CORP | | 680665205 | 3 | 166 | SH | DEFINED |
| OLIN CORP | COM PAR \$1 | 680665205 | 16 | 808 | SH | SOLE |
| OMNICOM GROUP | | 681919106 | 82 | 1000 | SH | SOLE |
| OPTI INC | | 683960108 | 10 | 2910 | SH | SOLE |
| ORACLE CORP | COM | 68389X105 | 197 | 13200 | SH | SOLE |
| ORACLE CORP | COM | 68389X105 | 29 | 2000 | SH | DEFINED |
| PACIFIC CENTURY CYBERWORKS | | 694059106 | 9 | 2473 | SH | DEFINED |
| PACTIV CORP | | 695257105 | 2 | 200 | SH | DEFINED |
| PACTIV CORP | | 695257105 | 6 | 500 | SH | SOLE |
| PALM INC | COM | 696642107 | 1 | 149 | SH | SOLE |
| PALM INC | COM | 696642107 | 10 | 1297 | SH | DEFINED |
| PAMECO CORP | COM NEW | 697934305 | 0 | 333 | SH | DEFINED |
| PENNEY J C INC | COM | 708160106 | 12 | 782 | 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 | 6 | 367 | SH | SOLE |
| PEOPLESOFT INC | COM | 712713106 | 7 | 300 | SH | SOLE |
| PEPSICO INC | COM | 713448108 | 595 | 13556 | SH | SOLE |
| PEPSICO INC | COM | 713448108 | 543 | 12367 | SH | SOLE |
| PEPSICO INC | COM | 713448108 | 18 | 430 | SH | DEFINED |
| PEPSICO INC | COM | 713448108 | 118 | 2700 | SH | DEFINED |
| PETROGULF CORP LEASE 8-2000 | | 728995366 | 0 | 1 | PRN | SOLE |
| PETROQUEST EXPLORATION | | 009990102 | 0 | 1 | PRN | SOLE |
| PFIZER INC | COM | 717081103 | 36 | 900 | SH | DEFINED |
| PFIZER INC | COM | 717081103 | 1586 | 38738 | SH | SOLE |
| PFIZER INC | | 717081103 | 2655 | 64856 | SH | SOLE |
| PFIZER INC | | 717081103 | 98 | 2400 | SH | DEFINED |
| PG&E CORP | COM | 69331C108 | 2 | 250 | SH | DEFINED |
| PHARMACIA CORP | COM | 71713U102 | 942 | 18710 | SH | SOLE |
| PHARMACIA CORP | COM | 71713U102 | 69 | 1380 | SH | DEFINED |
| PHELPS DODGE CORP | COM | 717265102 | 20 | 500 | SH | DEFINED |
| PHELPS DODGE CORP | COM | 717265102 | 0 | 20 | SH | SOLE |
| PHILIP MORRIS COS INC | COM | 718154107 | 37 | 800 | SH | SOLE |
| PHILIP MORRIS COS INC | COM | 718154107 | 103 | 2175 | SH | SOLE |
| PHILLIP/AMEXPLORAT ION-CRONEA | | 719995367 | 0 | 1 | PRN | SOLE |
| PHILLIPS PETE CO | | 718507106 | 120 | 2186 | SH | SOLE |
| PITNEY BOWES INC | COM | 724479100 | 1 | 36 | SH | SOLE |
| PORT GIBSON CAPITAL CORP | | 715995361 | 336 | 8000 | SH | SOLE |
| PORT GIBSON PROPERTIES, INC | | 723995361 | 4 | 4100 | SH | SOLE |
| POTLATCH CORP | COM | 737628107 | 4 | 150 | SH | SOLE |
| POTOMAC ELEC PWR CO | | 737679100 | 6 | 270 | SH | SOLE |
| PPG INDUSTRIES INC | | 693506107 | 36 | 800 | SH | SOLE |
| PRAIRIE FARMERS ASSOC. | RESERVES (BE) | 711000992 | 1 | 1769 | SH | SOLE |

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| NAMES OF ISSUER ----- | TITLE OF CLASS ----- | CUSIP ----- | VALUE [X\$1000] ----- | SHRS OR PRN AMT ----- | SH/ PRN --- | PCT/ CALL ----- | INVESTMENT DISCRETION ----- | OTH MANA ----- |
|------------------------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| PRAIRIE FARMERS ASSOCIATION NUMBER 00888 | | 722000999 | 0 | 1 | SH | | SOLE | |
| PRAXAIR INC | COM | 74005P104 | 13 | 300 | SH | | DEFINED | |
| PRICE T ROWE TX FR HI YLD FD | COM | 741486104 | 8 | 768 | | | SOLE | |
| PROCTER & GAMBLE CO | COM | 742718109 | 670 | 10710 | SH | | SOLE | |
| PROCTER & GAMBLE CO | COM | 742718109 | 87 | 1400 | SH | | DEFINED | |
| PROCTER & GAMBLE CO | COM | 742718109 | 243 | 3890 | SH | | DEFINED | |
| PROCTER & GAMBLE CO | COM | 742718109 | 319 | 5100 | SH | | SOLE | |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 43 | 1000 | SH | | SOLE | |
| PUTNAM GROWTH & INCOME | CLASS A | 746761105 | 18 | 1015 | SH | | SOLE | |
| QLOGIC CORP | COM | 747277101 | 5 | 250 | SH | | SOLE | |
| QUAKER OATS | | 747402105 | 388 | 4000 | SH | | DEFINED | |
| QUAKER OATS | | 747402105 | 257 | 2650 | SH | | SOLE | |
| QUAKER OATS CO | COM | 747402105 | 38 | 400 | SH | | SOLE | |
| QUALCOM INC | | 747525103 | 11 | 200 | SH | | SOLE | |
| QWEST COMMUNICATIONS INTL | | 749121109 | 24 | 701 | SH | | SOLE | |
| RALCORP HLDGS INC | NEW COM | 751028101 | 1 | 66 | SH | | DEFINED | |
| RALSTON PURINA CO | COM | 751277302 | 9 | 309 | SH | | DEFINED | |
| RAYTHEON CO | CL B | 755111408 | 23 | 800 | SH | | SOLE | |
| REGIONS FINANCIAL | | 758940100 | 50 | 1786 | SH | | DEFINED | |
| REGIONS FINANCIAL | | 758940100 | 510 | 17968 | SH | | SOLE | |
| RELIANT ENERGY INC | COM | 75952J108 | 220 | 4873 | SH | | SOLE | |
| RELIANT ENERGY INC | COM | 75952J108 | 201 | 4460 | SH | | DEFINED | |
| REXCOM SYSTEMS CORP | | 761672203 | 0 | 1 | SH | | SOLE | |
| RH DONNELLEY CORP | | 74955W307 | 1 | 60 | SH | | SOLE | |
| ROHM & HAAS CO | COM | 775371107 | 6 | 200 | SH | | SOLE | |
| ROUSE CO | COM | 779273101 | 2 | 100 | SH | | SOLE | |
| RR DONNELLEY & SONS CO | COM | 257867101 | 20 | 800 | SH | | SOLE | |
| RUBY TUESDAY INC | | 781182100 | 24 | 1260 | SH | | DEFINED | |
| SAFECO CORP | COM | 786429100 | 28 | 1000 | SH | | SOLE | |
| SARA LEE CORP | COM | 803111103 | 17 | 800 | SH | | SOLE | |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 26 | 600 | SH | | DEFINED | |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 1217 | 27285 | SH | | SOLE | |
| SCHERING PLOUGH CORP | COM | 806605101 | 803 | 22000 | SH | | DEFINED | |
| SCHERING PLOUGH CORP | COM | 806605101 | 89 | 2450 | SH | | SOLE | |
| SCHERING PLOUGH CORP | COM | 806605101 | 620 | 16984 | SH | | SOLE | |
| SCHERING PLOUGH CORP | COM | 806605101 | 7 | 200 | SH | | DEFINED | |
| SCHLUMBERGER LTD | | 806857108 | 23 | 400 | SH | | SOLE | |
| SCHLUMBERGER LTD | | 806857108 | 89 | 1550 | SH | | SOLE | |
| SCUDDER GLOBAL DISCOVERY FD | | 378947501 | 13 | 544 | SH | | SOLE | |

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|--------------------|-----|-----------|----|-----|----|---------|
| SEARS ROEBUCK & CO | COM | 812387108 | 5 | 167 | SH | DEFINED |
| SEARS ROEBUCK & CO | COM | 812387108 | 20 | 592 | SH | SOLE |

| NAMES OF ISSUER ----- | TITLE OF CLASS ----- | CUSIP ----- | VALUE [X\$1000] ----- | SHRS OR PRN AMT ----- | SH/ PRN --- | PCT/ CALL ----- | INVESTMENT DISCRETION ----- | OTH MANA ----- |
|----------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| SEARS ROEBUCK & CO | COM | 812387108 | 60 | 1720 | SH | | SOLE | |
| SEMPRA ENERGY | COM | 816851109 | 10 | 450 | SH | | SOLE | |
| SERVICEMASTER CO | | 81760N109 | 8 | 800 | SH | | SOLE | |
| SEVEN J STOCK FARM, SHEFFIELD | | 787991066 | 0 | 10 | SH | | SOLE | |
| PHARMACEUTICALS IC DELAWARE | | 82123D309 | 18 | 4365 | SH | | SOLE | |
| SHELL TRANS & TRADING PLC | NEW YRK SH NEW | 822703609 | 84 | 1800 | SH | | DEFINED | |
| SHERWIN WILLIAMS CO | COM | 824348106 | 28 | 1100 | SH | | SOLE | |
| SIMMONS 1ST NATL CORP | CL A \$5 PAR | 828730200 | 213 | 9023 | SH | | SOLE | |
| SIMMONS 1ST NATL CORP | CL A \$5 PAR | 828730200 | 5 | 250 | SH | | DEFINED | |
| SMACKOVER BANCSHARES INC | | 812004992 | 0 | 673 | SH | | SOLE | |
| SOLUTIA INC | COM | 834376105 | 50 | 4124 | SH | | SOLE | |
| SOLUTIA INC | COM | 834376105 | 1 | 100 | SH | | DEFINED | |
| SONY CORP | | 835699307 | 72 | 1000 | SH | | DEFINED | |
| SOUTHERN CO | COM | 842587107 | 59 | 1700 | SH | | SOLE | |
| SOUTHERN CO | COM | 842587107 | 128 | 3656 | SH | | DEFINED | |
| SOUTHERN CO | COM | 842587107 | 682 | 19453 | SH | | SOLE | |
| SPACELABS MED INC | COM | 846247104 | 0 | 72 | SH | | SOLE | |
| ST PAUL COMPANIES INC | COMMON STOCK | 792860108 | 40 | 914 | SH | | SOLE | |
| STAFFMARK INC/EDGEWATER TECH | | 280358102 | 4 | 1000 | SH | | DEFINED | |
| STILLWELL FINANCIAL INC | | 860831106 | 16 | 600 | SH | | SOLE | |
| SUN MICROSYSTEMS INC | COM | 866810104 | 24 | 1600 | SH | | SOLE | |
| SUNOCO INC | COM | 86764P109 | 62 | 1928 | SH | | SOLE | |
| SUPPLYFORCE.COM, LLC | | 850001991 | 60 | 10000 | SH | | SOLE | |
| SYNOPSIS INC | COM | 871607107 | 4 | 100 | SH | | SOLE | |
| SYSCO CORP | | 871829107 | 106 | 4000 | SH | | SOLE | |
| TARGET CORP | | 87612E106 | 14 | 400 | SH | | SOLE | |
| TECO ENERGY INC | COM | 872375100 | 23 | 800 | SH | | DEFINED | |
| TECO ENERGY INC | COM | 872375100 | 8 | 300 | SH | | SOLE | |
| TELLABS INC | COM | 879664100 | 36 | 900 | SH | | SOLE | |
| TELOCITY INC | COM | 87971D103 | 6 | 3000 | SH | | SOLE | |
| TEMPLE INLAND INC | COM | 879868107 | 17 | 400 | SH | | SOLE | |
| TEXACO INC | COM | 881694103 | 135 | 2047 | SH | | SOLE | |
| TEXAS INSTRS INC | COM | 882508104 | 61 | 2000 | SH | | SOLE | |
| TEXTRON INC | COM | 883203101 | 5 | 100 | SH | | SOLE | |
| THE MUN INSURED | | 626223242 | 0 | 5 | | | SOLE | |

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|--------------------------------|--------------------|-----------|-----|------|----|---------|
| NAT'L TR S5 TIFFANY & CO | NEW | 886547108 | 59 | 2200 | SH | SOLE |
| TOTH ALUMINUM CORPORATION | | 891514101 | 0 | 100 | SH | SOLE |
| TRANS-GULF PETROLEUM CORP | LA CLOSELY HELD | 858001993 | 0 | 10 | SH | SOLE |
| TRANSOCEAN SEDCO FOREX INC | | G90078109 | 56 | 1296 | SH | SOLE |
| TRANSOCEAN SEDCO FOREX INC | | G90078109 | 3 | 77 | SH | DEFINED |
| TRAVIS BOATS & MTRS INC | COM | 894363100 | 0 | 200 | SH | SOLE |
| TRI CONTINENTAL CORPORATION | | 895436103 | 118 | 4528 | SH | SOLE |

| NAMES OF ISSUER ----- | TITLE OF CLASS ----- | CUSIP ----- | VALUE [X\$1000] ----- | SHRS OR PRN AMT ----- | SH/ PRN --- | PCT/ CALL ----- | INVESTMENT DISCRETION ----- | OTH MANA ----- |
|-------------------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|-----------------------|-----------------------------------|----------------------|
| TRIAD HOSPITALS INC | COM | 89579K109 | 1 | 65 | SH | | DEFINED | |
| TRIBUNE COMPANY | | 896047107 | 48 | 1200 | SH | | SOLE | |
| TRICON GLOBAL RESTAURANTS | COM | 895953107 | 3 | 100 | SH | | SOLE | |
| TXU CORP | | 873168108 | 123 | 3000 | SH | | SOLE | |
| TXU CORP | | 873168108 | 10 | 250 | SH | | DEFINED | |
| TXU ELEC CAP III | QUIPS 8% | 87316Q207 | 24 | 1000 | SH | | SOLE | |
| TYCO INTL LTD | NEW COM | 902124106 | 60 | 1408 | SH | | SOLE | |
| TYSON FOODS INC | CL A | 902494103 | 10 | 750 | SH | | SOLE | |
| TYSON FOODS INC | CL A | 902494103 | 208 | 15450 | SH | | DEFINED | |
| UNION PAC CORP | COM | 907818108 | 222 | 3950 | SH | | DEFINED | |
| UNION PLANTERS CORP | COM | 908068109 | 7 | 200 | SH | | SOLE | |
| UNISYS CORP | | 909214108 | 7 | 540 | SH | | SOLE | |
| UNIT AGREEMENT-SMACKOVERU | NIT | 275995363 | 0 | 1 | PRN | | SOLE | |
| UNITED ARKANSAS CORPORATION | | 907000996 | 0 | 1200 | SH | | DEFINED | |
| UNITED AUTO GROUP INC | COM | 909440109 | 98 | 10105 | SH | | SOLE | |
| USA TRUCK INC | COM | 902925106 | 793 | 102385 | SH | | SOLE | |
| USX-U S STL | COM | 90337T101 | 7 | 500 | SH | | SOLE | |
| USX-U S STL | COM | 90337T101 | 2 | 200 | SH | | DEFINED | |
| UTILICORP UNITED INC | | 918005109 | 85 | 2656 | SH | | SOLE | |
| VAN KAMPEN AMERICAN CAPITAL PRIME RATE | | 920914108 | 58 | 5997 | SH | | SOLE | |
| VANG INDEX EXT MKT #98 | | 922908207 | 12 | 563 | SH | | SOLE | |
| VAGUARD INTERMEDIATE TERM | TREAS #35 | 922031802 | 2 | 191 | SH | | SOLE | |
| VERIZON COMMUNICATIONS INC | | 92343V104 | 131 | 2666 | SH | | DEFINED | |

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|---------------------------------|---------|-----------|------|-------|----|---------|
| VERIZON COMMUNICATIONS INC | | 92343V104 | 1250 | 25370 | SH | SOLE |
| VIALINK CO | COM | 92552Q101 | 1 | 450 | SH | SOLE |
| VIROPHARMA, INC | | 928241108 | 2 | 100 | SH | SOLE |
| VISTEON CORP | COM | 92839U107 | 0 | 39 | SH | SOLE |
| VLASIC FOODS INTL INC | COM | 928559103 | 0 | 100 | SH | SOLE |
| VODAFONE GROUP PLC | NEW | 92857W100 | 9 | 333 | SH | SOLE |
| WACHOVIA CORPORATION | | 929771103 | 337 | 5600 | SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 279 | 5533 | SH | DEFINED |
| WAL MART STORES INC | COM | 931142103 | 1124 | 22273 | SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 1646 | 32610 | SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 34 | 686 | SH | DEFINED |
| WALGREEN CO | COM | 931422109 | 232 | 5700 | SH | SOLE |
| WALSH HEALTH CARE SOLUTIONS INC | | 937001998 | 0 | 3 | SH | SOLE |
| WASHINGTON MUT INC | COM | 939322103 | 21 | 400 | SH | SOLE |
| WASTE MGMT INC DEL | COM | 94106L109 | 0 | 1 | SH | DEFINED |
| WAUSAU-MOSINEE PAPER CORP CO | | 943315101 | 7 | 550 | SH | SOLE |
| WEBMD CORP | | 94769M105 | 5 | 1000 | SH | DEFINED |
| WELLS FARGO & CO | NEW COM | 949746101 | 59 | 1200 | SH | SOLE |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION | OTH MANA |
|-------------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|----------|
| WESTERN RES INC | COM | 959425109 | 4 | 200 | SH | | SOLE | |
| WEYERHAEUSER CO | COM | 962166104 | 25 | 500 | SH | | SOLE | |
| WEYERHAEUSER CO | COM | 962166104 | 167 | 3300 | SH | | SOLE | |
| WHOLESALE ELECTRIC SUPPLY CO., INC. | | 916000995 | 6031 | 47444 | SH | | SOLE | |
| WICKFORD ENERGY DO#9601100 | | 498990100 | 0 | 1 | PRN | | SOLE | |
| WILLIAMS COS INC DEL | COM | 969457100 | 12 | 300 | SH | | SOLE | |
| WITTER DISCOVER & CO | | 617446448 | 32 | 612 | SH | | SOLE | |
| WM WRIGLEY JR COMPANY | COM | 982526105 | 9 | 200 | SH | | SOLE | |
| WORLDCOM INC GA | NEW COM | 98157D106 | 11 | 600 | SH | | DEFINED | |
| WORLDCOM INC GA | NEW COM | 98157D106 | 246 | 13200 | SH | | SOLE | |
| XCEL ENERGY INC | COM | 98389B100 | 161 | 5356 | SH | | SOLE | |
| YAHOO INC | | 984332106 | 1 | 125 | SH | | SOLE | |
| AMSOUTH BANCORP | | 32165102 | 231 | 13724 | SH | | SOLE | |
| BANCORPSOUTH INC | | 59692103 | 183 | 12373 | SH | | SOLE | |
| BERKSHIRE HATHAWAY | | 84670207 | 22 | 10 | SH | | SOLE | |
| BEST BUY INC | | 86516101 | 11 | 300 | SH | | SOLE | |
| CITIGROUP INC | | 172967101 | 121 | 2700 | SH | | SOLE | |
| CLEAR CHANNEL COMM | | 154502102 | 11 | 200 | SH | | SOLE | |
| COCA COLA CO | | 191216100 | 54 | 1200 | SH | | SOLE | |
| COMSAT CAP I LP | | 205930209 | 18 | 800 | SH | | SOLE | |
| DISNEY WALT CO DEL | | 254687106 | 6 | 200 | SH | | SOLE | |

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|----------------------|-----------|-----|------|----|------|
| EMC CORP MASS | 268648102 | 24 | 800 | SH | SOLE |
| EATON VANCE TAX MGD | 277911848 | 40 | 1982 | SH | SOLE |
| ENTERPRISE INTERNET | 293720231 | 5 | 488 | SH | SOLE |
| FORD MTR CO DEL | 345370860 | 20 | 700 | SH | SOLE |
| GENERAL ELECTRIC CO | 369604103 | 301 | 7200 | SH | SOLE |
| HEWLETT-PACKARD CO | 428236103 | 9 | 300 | SH | SOLE |
| HOME DEPOT INC | 437076102 | 9 | 200 | SH | SOLE |
| INTEL CORP | 458140100 | 117 | 4450 | SH | SOLE |
| INTL BUSINESS MACH | 459200101 | 10 | 100 | SH | SOLE |
| LSI LOGIC CORP | 502161102 | 5 | 300 | SH | SOLE |
| LUCENT TECH INC | 549463107 | 4 | 400 | SH | SOLE |
| MCDATA CORP | 580031201 | 1 | 29 | SH | SOLE |
| MERCK & CO INC | 589331107 | 8 | 100 | SH | SOLE |
| MICROSOFT CORP | 594918104 | 33 | 600 | SH | SOLE |
| NASDAQ 100 TR | 631100104 | 5 | 140 | SH | SOLE |
| NOKIA CORP ADR | 654902204 | 14 | 600 | SH | SOLE |
| PEOPLES HLDG CO | 711148106 | 47 | 2539 | SH | SOLE |
| PROCTER & GAMBLE CO | 742718109 | 124 | 2000 | SH | SOLE |
| QWEST COMM INTL INC | 749121109 | 14 | 412 | SH | SOLE |
| RF MICRO DEVICES INC | 749941100 | 5 | 400 | SH | SOLE |
| SUN MCIROSYSTEMS INC | 866810104 | 9 | 600 | SH | SOLE |
| TXU CORP | 873168108 | 83 | 2000 | SH | SOLE |
| TEXAS INSTRUMENTS | 882508104 | 9 | 300 | SH | SOLE |

| NAMES OF ISSUER | TITLE OF CLASS | CUSIP | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION | OTH MANA |
|----------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|----------|
| ----- | ----- | ----- | ----- | ----- | --- | --- | ----- | ----- |
| TYCO INTL LTD NEW | | 902124106 | 6 | 150 | SH | | SOLE | |
| CISCO SYS INC | | 17275R102 | 11 | 700 | SH | | SOLE | |
| GOLDMAN SACHS GROUP | | 38141G104 | 13 | 150 | SH | | SOLE | |
| JDS UNIPHASE CORP | | 46612J101 | 4 | 200 | SH | | SOLE | |
| JUNIPER NETWORKS | | 48203R104 | 4 | 100 | SH | | SOLE | |
| MERISTAR HOSPITALITY | | 58984Y103 | 17 | 547 | SH | | SOLE | |
| NEXTEL COMM INC CL A | | 65332V103 | 4 | 300 | SH | | SOLE | |
| ORACLE CORPORATION | | 68389X105 | 9 | 600 | SH | | SOLE | |
| WORLDCOM INC. | | 98157D106 | 26 | 1395 | SH | | SOLE | |
| AMDOCS LIMITED | | G02602103 | 16 | 325 | SH | | SOLE | |
| FLEXTRONICS INTL INC | | Y2573F102 | 9 | 600 | SH | | SOLE | |
| | | | ----- | ----- | | | | |
| GRAND TOTAL | | | 298365 | 8074289 | | | | |
| | | | ===== | ===== | | | | |