

ROBERT M HEARIN SUPPORT FOUNDATION

Form 4

February 11, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBERT M HEARIN SUPPORT FOUNDATION

(Last) (First) (Middle)

P. O. BOX 16505

(Street)

JACKSON, MS 39236

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TRUSTMARK CORP [TRMK]

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ☒ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
☒ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock	02/09/2009		J ⁽¹⁾	2,990,300 D	\$ 0 1,388,964 ⁽²⁾	D	
Common Stock					273,000	I	(3) ⁽³⁾
Common Stock					3,519,482 ⁽⁴⁾	D	
Common Stock					383,928 ⁽⁵⁾	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ROBERT M HEARIN SUPPORT FOUNDATION P. O. BOX 16505 JACKSON, MS 39236	X
CAPITOL STREET CORP P.O. BOX 12485 JACKSON, MS 39236	X
ROBERT M HEARIN FOUNDATION P.O. BOX 16505 JACKSON, MS 39236	X

Signatures

/s/ Matthew L. Holleman, III, Attorney-in-Fact for Robert M. Hearin, Jr., Trustee	02/09/2009
_____ **Signature of Reporting Person	Date
/s/ Matthew L. Holleman, III, Attorney-in-Fact for Laurie Hearin McRee, Trustee	02/09/2009
_____ **Signature of Reporting Person	Date
/s/ Matthew L. Holleman, III, Attorney-in-Fact for E. E. Laird, Jr., Trustee	02/09/2009
_____ **Signature of Reporting Person	Date
/s/ Matthew L. Holleman, III, Attorney-in-Fact for Daisy S. Blackwell, Trustee	02/09/2009

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__Signature of Reporting Person

Date

/s/ Matthew L. Holleman, III, Attorney-in-Fact for Alan W. Perry, Trustee

02/09/2009

__Signature of Reporting Person

Date

/s/ Matthew L. Holleman, III

02/09/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents the distribution of such shares by Capitol Street Corporation to its sole shareholder, Galaxie Corporation, which distributed such shares pro rata to its shareholders.
- (2) By Capitol Street Corporation (includes 98,020 shares received in distribution from Galaxie Corporation).
By Bay Street Corporation, which is 100% owned by H-H Corp., which may be deemed to be controlled by the Robert M. Hearin Support Foundation. Bay Street Corporation received 1,000,000 shares in the distribution by Galaxie Corporation and distributed such shares to H-H Corp. H-H Corp. distributed such shares pro rata to its shareholders.
- (3) Support Foundation. Bay Street Corporation received 1,000,000 shares in the distribution by Galaxie Corporation and distributed such shares to H-H Corp. H-H Corp. distributed such shares pro rata to its shareholders.
- (4) By the Robert M. Hearin Support Foundation (includes 62,620 shares received in distribution from Galaxie Corporation and 500,000 shares received in distribution from Bay Street Corporation through H-H Corp).
- (5) By The Robert M. Hearin Foundation.

Remarks:

Exhibit List:

Exhibit 24 - Powers of Attorney executed by the Trustees of the Robert M. Hearin Support Foundation and the Robert M. Hearin Support Foundation

Robert M. Hearin Support Foundation

The Robert M. Hearin Foundation

Capitol Street Corporation

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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