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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: June 30, 2002

Check here if Amendment ; Amendment Number 1

This Amendment (Check only one):  is a restatement

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: BancorpSouth, Inc.

Address: One Mississippi Plaza  
201 South Spring Street  
Tupelo, MS 38804

Form 13F File Number: 28-10453

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Cathy S. Freeman

Title: Senior Vice President and Corporate Secretary

Phone: (662) 680-2084

Signature, Place, and Date of Signing:

/s/ Cathy S. Freeman      Tupelo, Mississippi      November 15, 2004  
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Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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List of Other Managers Reporting for this Manager: None.

### FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 559

Form 13F Information Table Value Total: \$338,830  
(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
DAIMLERCHRYSLER AG	ORD	D1668R123	2	49	SH		SOLE
GLOBAL SANTAFE CORP		G3930E101	130	4770	SH		SOLE
INGSOLL-RAND CO	CL A	G4776G101	143	3150	SH		SOLE
	BERMUDA						
TRANSOCEAN SEDCO FOREX INC		G90078109	9	296	SH		SOLE
TRANSOCEAN SEDCO FOREX INC		G90078109	2	77	SH		DEFINED
ROYAL CARIBBEAN CRUISES		V7780T103	3	200	SH		SOLE
A F L A C INC		001055102	153	4800	SH		SOLE
AGL RESOURCES, INC.		001204106	25	1090	SH		SOLE
AES CORPORATION		00130H105	5	1000	SH		SOLE
AOL TIME WARNER		00184A105	88	5995	SH		SOLE
AOL TIME WARNER		00184A105	13	900	SH		DEFINED
AT&T CORP		001957109	385	36045	SH		SOLE
AT&T CORP		001957109	6	599	SH		DEFINED
AT&T WIRELESS SVCS INC		00209A106	54	9283	SH		SOLE
AT&T WIRELESS SVCS INC		00209A106	1	192	SH		DEFINED
ABBOTT LAB		002824100	1130	30029	SH		SOLE
ABBOTT LAB		002824100	191	5088	SH		DEFINED
AdAMS EXPRESS CO	COM	006212104	118	9692	SH		SOLE
ADAPTEC INC		00651F108	3	400	SH		SOLE

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ADVANCED MICRO DEVICES INC		007903107	21	2250	SH	SOLE
ADVANCED MICRO DEVICES INC		007903107	1	200	SH	DEFINED
ADVANCED ENVIRON RECYCLING	TCL A	007947104	12	7000	SH	SOLE
AETNA INC	COM	00817Y108	9	200	SH	DEFINED
AGERE SYSTEM INC-A		00845V100	0	287	SH	SOLE
AGERE SYSTEM INC-A		00845V100	0	22	SH	DEFINED
AGILENT TECHNOLOGIES, INC.		00846U101	83	3515	SH	SOLE
AGILENT TECHNOLOGIES, INC.		00846U101	2	100	SH	DEFINED
AGNICO EAGLE MINES		008474108	7	500	SH	SOLE
ALCOA INC		013817101	105	3171	SH	SOLE
ALCOA INC		013817101	13	400	SH	DEFINED
ALLEGHENY ENERGY INC		017361106	5	200	SH	SOLE
ALLIANCE CAP MGMT HLDG L.P		01855A101	68	2000	SH	DEFINED
ALLIED CAP CORP	NEW COM	01903Q108	6	300	SH	SOLE
ALLSTATE CORP	COMMON	020002101	221	5992	SH	SOLE
ALLSTATE CORP	COMMON	020002101	22	604	SH	DEFINED
ALLTEL CORP		020039103	242	5164	SH	SOLE
ALLTEL CORP		020039103	512	10900	SH	DEFINED
AMERICAN ELECTRIC POWER		025537101	178	4460	SH	SOLE
AMERICAN ELECTRIC POWER		025537101	12	318	SH	DEFINED
AMER EXPRESS CO		025816109	101	2800	SH	SOLE
AMERICAN INTERNATIONAL GROUP, INC		026874107	19	284	SH	SOLE
AMERICAN INTERNATIONAL GROUP, INC		026874107	11	175	SH	DEFINED
AMERUS LIFE HOLDINGS		03072M108	26	712	SH	SOLE
AMGEN INC		031162100	4	100	SH	SOLE
AMGEN INC		031162100	8	200	SH	DEFINED
AMSOUTH BANCORPORATION		032165102	3259	145722	SH	SOLE
ANADARKO PETE CORP		032511107	72	1464	SH	DEFINED
ANALOG DEVICES INC	COM	032654105	2	100	SH	SOLE
ANHEUSER-BUSCH COMPANIES		035229103	1349	26989	SH	SOLE
ANHEUSER-BUSCH COMPANIES		035229103	180	3600	SH	DEFINED
ANTHEM INC		03674B104	105	1565	SH	SOLE
APARTMENT INVT & MGMT CO	CL A	03748R101	54	1100	SH	SOLE
APPLE COMP INC		037833100	56	3200	SH	DEFINED
APPLIED MATERIALS INC		038222105	220	11600	SH	SOLE
ARCHER-DANIELS-MIDLAND COMPANY		039483102	3	279	SH	SOLE
ARVINMERITOR		043353101	4	168	SH	SOLE
AUTO DATA PROCESS		053015103	226	5200	SH	SOLE
AUTO DATA PROCESS		053015103	139	3200	SH	DEFINED
AUTOZONE		053332102	57	750	SH	SOLE
AUTOZONE		053332102	40	530	SH	DEFINED
AVAYA INC		053499109	1	235	SH	SOLE
AVON PRODUCTS INC	COM	054303102	36	700	SH	SOLE
AXA-UAP ADR		054536107	4	236	SH	SOLE
AXCELIS TECHNOLOGIES INC		054540109	15	1414	SH	SOLE
BP AMOCO PLC	SPONSORED ADR	055622104	665	13174	SH	SOLE
BP AMOCO PLC	SPONSORED	055622104	239	4736	SH	DEFINED

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ADR

BANCORP MS		05969210X	282	14000	SH	SOLE
BANCORPSOUTH INC		059692103	16801	831772	SH	SOLE
BANCORPSOUTH INC		059692103	2861	141647	SH	DEFINED
BANKAMERICA CORP	NEW COM	060505104	1536	21836	SH	SOLE
BANKAMERICA CORP	NEW COM	060505104	49	710	SH	DEFINED

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION
BANK OF THE OZARKS, INC		063904106	1063	47600	SH		DEFINED
BANK OF NEW YORK		064057102	147	4375	SH		SOLE
BANK ONE CORP	COM	06423A103	125	3268	SH		SOLE
BANK ONE CORP	COM	06423A103	57	1482	SH		DEFINED
BAXTER INTL INC		071813109	256	5760	SH		SOLE
BEAR STEARNS COS INC		073902108	265	4337	SH		SOLE
BED BATH & BEYOND		075896100	7	200	SH		SOLE
BELLSOUTH CORP		079860102	1143	36317	SH		SOLE
BELLSOUTH CORP		079860102	16	532	SH		DEFINED
BERKSHIRE HATHAWAY "A"		084670108	66	1	SH		SOLE
BERKSHIRE HATHAWAY INC	DEL CL B	084670207	6	3	SH		DEFINED
BIOGEN N V		090597105	20	500	SH		SOLE
BLACKROCK INVT QUALITY MUNI TR INC		09247D105	41	3000	SH		SOLE
MF BLACKROCK INCOME TRUST		09247F100	23	3000	SH		SOLE
BLACKSTONE INVESTMENT QUALITY TERM TRUST		09247J102	39	4155	SH		SOLE
BLOCK H & R INC	COM	093671105	167	3630	SH		SOLE
BOEING INC		097023105	188	4180	SH		SOLE
BOEING INC		097023105	13	300	SH		DEFINED
BOWATER INC		102183100	198	3660	SH		SOLE
BRISTOL MYERS SQUIBB CO		110122108	628	24463	SH		SOLE
BRISTOL MYERS SQUIBB CO		110122108	38	1500	SH		DEFINED
BURLINGTON		12189T104	27	930	SH		SOLE
NORTHERN/SANTA FE CORP CBRL GROUP INC	COM	12489V106	88	2900	SH		SOLE
CIGNA CORPORATION		125509109	43	450	SH		SOLE
CLECO CORP	COM	12561W105	8	400	SH		SOLE
CADBURY SCHWEPPES PLC	ADR	127209302	36	1200	SH		SOLE
CALLAWAY GOLF CO		131193104	3	200	SH		SOLE
CAMPBELL SOUP CO	COM	134429109	11	400	SH		SOLE
CAPITAL ONE FINL CORP	COM	14040H105	537	8800	SH		SOLE
CARDINAL HEALTH INC	COM	14149Y108	27	447	SH		SOLE
CATERPILLAR INC		149123101	205	4200	SH		SOLE
CELL PATHWAYS INC		15114R101	0	100	SH		SOLE
CENDANT CORP	COM	151313103	15	1000	SH		SOLE
CENTURYTEL, INC		156700106	125	4250	SH		SOLE
CERTEGY INC		156880106	3	100	SH		SOLE
CHARTER COMMUNICATIONS INC	DEL CL A	16117M107	2	600	SH		SOLE
CHECKPOINT SYSTEMS		162825103	11	1000	SH		SOLE
CHEVRONTEXACO CORP		166764100	1482	16749	SH		SOLE

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CHEVRONTEXACO CORP		166764100	68	770	SH	DEFINED
CHOICEPOINT INC		170388102	3	80	SH	SOLE
CHUBB CORPORATION		171232101	389	5500	SH	SOLE
CISCO SYS INC		17275R102	473	33940	SH	SOLE
CISCO SYS INC		17275R102	34	2500	SH	DEFINED
CITIGROUP, inc		172967101	764	19738	SH	SOLE
CITIGROUP, inc		172967101	320	8263	SH	DEFINED
CLEAR CHANNEL COMMUNICATIONS		184502102	3	100	SH	SOLE
COCA COLA BOTTLING CO CONS	COM	191098102	20	470	SH	SOLE
COCA COLA CO		191216100	1703	30422	SH	SOLE
COCA COLA CO		191216100	84	1500	SH	DEFINED
COCA COLA ENTERPRISES INC	COM	191219104	86	3900	SH	SOLE
COLGATE-PALMOLIVE CO		194162103	212	4240	SH	SOLE
COLGATE-PALMOLIVE CO		194162103	10	200	SH	DEFINED
COLONIAL HIGH INCOME TRUST	MUNICIPAL	195743109	1	200		SOLE
COMCAST		200300200	19	800	SH	DEFINED
COMMSCOPE INC		203372107	12	1000	SH	SOLE
COMPUTER ASSOC INTL INC	COM	204912109	12	800	SH	SOLE
COMPUTER SCIENCES CORPORATION	COMMON	205363104	4	99	SH	DEFINED
CONAGRA FOODS INC	COM	205887102	46	1700	SH	SOLE
CONAGRA FOODS INC	COM	205887102	5	200	SH	DEFINED
CONECTIV INC	COM	206829103	17	675	SH	SOLE
CONEXANT SYS INC	COM	207142100	0	176	SH	SOLE
CONOCO INC		208251504	4	150	SH	SOLE
CONSECO		208464107	1	560	SH	DEFINED
CONSECO STRATEGIC INC	FD SH BEN INT	20847A102	6	866	SH	SOLE
CONSOLIDATED EDISON INC	COM	209115104	58	1400	SH	SOLE
COOPER TIRE & RUBBER CO		216831107	430	20953	SH	SOLE
COOPER TIRE & RUBBER CO		216831107	2	100	SH	DEFINED
CYPRESS SEMICONDUCTOR		232806109	7	500	SH	SOLE
DPL INC	COM	233293109	52	1985	SH	SOLE
DANKA BUSINESS SYS PLC	SPONSORED ADR	236277109	17	5000	SH	SOLE
DEERE & CO		244199105	342	7140	SH	SOLE
DELL COMPUTER		247025109	513	19645	SH	SOLE
DELL COMPUTER		247025109	28	1100	SH	DEFINED
DELPHI AUTO SYSTEMS		247126105	4	343	SH	SOLE
DELTA & PINE LD CO	COM	247357106	14	709	SH	SOLE
DELTA AIRLINES INC		247361108	4	200	SH	SOLE
DELTIC TIMBER INC		247850100	523	15188	SH	SOLE
DELTIC TIMBER INC		247850100	22266	645971	SH	DEFINED
DIAL CORPORATION		25247D101	12	600	SH	SOLE
DIAMOND OFFSHORE DRILLING	INC	25271C102	1	50	SH	SOLE
WALT DISNEY CO		254687106	14	760	SH	SOLE
WALT DISNEY CO		254687106	11	600	SH	DEFINED
DOMINION RES INC	VA NEW	25746U109	219	3315	SH	SOLE

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DONNELLEY RR & SONS 257867101 22 800 SH SOLE

NAMES OF ISSUER -----	TITLE OF CLASS -----	CUSIP -----	VALUE [X\$1000] -----	SHRS OR PRN AMT -----	SH/ PRN ---	PCT/ CALL -----	INVESTMENT DISCRETION -----
DOW CHEMICAL CO		260543103	569	16563	SH		SOLE
DOW CHEMICAL CO		260543103	16	483	SH		DEFINED
DREYFUS STRATEGIC MUNICIPALS INC		261932107	20	2086			SOLE
DREYFUS MUNICIPAL INCOME INC		26201R102	16	1832			SOLE
DREYFUS STRATEGIC MUN BD FD INC		26202F107	25	2841	SH		SOLE
DU PONT EI D NEMOURS & CO		263534109	217	4897	SH		SOLE
DU PONT EI D NEMOURS & CO		263534109	11	250	SH		DEFINED
DUKE ENERGY CORP	COM	264399106	178	5754	SH		SOLE
DUN & BRADSTREET NW		26483e100	9	300	SH		SOLE
DYNEX CAP INC	COM NEW	26817q506	0	106	SH		DEFINED
EEX CORP	COM NEW	26842V207	0	66	SH		SOLE
EMC CORP		268648102	31	4200	SH		SOLE
EMC CORP		268648102	30	4000	SH		DEFINED
ENI S P A	SPONSORED ADR	26874R108	16	200	SH		SOLE
E TRADE GROUP INC		269246104	21	4000	SH		SOLE
EASTMAN KODAK CO		277461109	29	1000	SH		SOLE
EASTMAN KODAK CO		277461109	3	125	SH		DEFINED
EATON CORP	COM	278058102	109	1500	SH		SOLE
ECHOSTAR COMMUN		278762109	1	100	SH		SOLE
EDWARDS LIFESCIENCES CORP		28176e108	5	240	SH		SOLE
A. G. EDWARDS INC		281760108	161	4150	SH		SOLE
EL PASO CORPORATION		283361109	64	3149	SH		SOLE
EL PASO CORPORATION		283361109	4	200	SH		DEFINED
ELAN CORP PLC ADR		284131208	0	100	SH		SOLE
ELECTRONIC DATA SYS CORP NEW		285661104	30	825	SH		SOLE
EMERSON ELECTRIC CO		291011104	128	2400	SH		SOLE
EMERSON ELECTRIC CO		291011104	18	350	SH		DEFINED
ENCORE WIRE CORP	COM	292562105	297	20900	SH		SOLE
ENERGY EAST CORP	COM	29266m109	4	200	SH		SOLE
ENGELHARD CORP		292845104	7	253	SH		DEFINED
ENRON CORP		293561106	0	800	SH		SOLE
ENTERASYS NETWORKS INC		293637104	0	200	SH		SOLE
ENERGY CORP		29364g103	275	6498	SH		SOLE
ENERGY CORP		29364g103	25	593	SH		DEFINED
EQUIFAX INC		294429105	5	200	SH		SOLE
EQUITY INNS, INC		294703103	12	1500	SH		DEFINED
EQUITY RESIDENTIAL PPTYS SBI		294761107	12	436	SH		SOLE
EXXON MOBIL CORP		30231g102	8784	214718	SH		SOLE
EXXON MOBIL CORP		30231g102	1267	30976	SH		DEFINED
FPL GROUP INC		302571104	218	3640	SH		SOLE

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FREDDIE MAC HMN LN MTG CORP	VOTING COM	313400301	15	250	SH	SOLE
FNMA	COM	313586109	95	1300	SH	SOLE
FEDERAL REALTY INVT TR	SH BEN	313747206	27	1000	SH	SOLE
	INT NEW					
FEDEX CORPORATION		31428x106	53	1000	SH	SOLE
FEDEX CORPORATION		31428X106	13	250	SH	DEFINED
FIRST INDL RLTY TR INC		32054K103	14	450	SH	SOLE
FIRST M & F CORP		320744105	32	1293	SH	SOLE
FIRST TENNESSEE NATIONAL CORP		337162101	2761	72128	SH	SOLE
FISERV INC		337738108	96	2630	SH	SOLE
FIVE STAR QUALITY CARE INC		33832D106	0	8	SH	SOLE
FLEET BOSTON CORP		339030108	60	1877	SH	SOLE
FLUOR CORP		343412102	11	300	SH	SOLE
FLUOR CORP		343412102	3	96	SH	DEFINED
FOAMEX INT'L INC		344123104	222	20050	SH	SOLE
FORD MOTOR COMPANY	COMMON	345370860	104	6562	SH	SOLE
FORD MOTOR COMPANY	COMMON	345370860	11	700	SH	DEFINED
GALLAGHER ARTHUR J & CO		363576109	136	3935	SH	SOLE
GAP INC	DEL COM	364760108	21	1500	SH	SOLE
GENERAL ELECTRIC CO		369604103	3711	127818	SH	SOLE
GENERAL ELECTRIC CO		369604103	120	4145	SH	DEFINED
GENERAL MLS INC	COM	370334104	22	520	SH	SOLE
GENERAL MLS INC	COM	370334104	0	20	SH	DEFINED
GEN MTR CORP		370442105	35	673	SH	SOLE
GENOME THERAPEUTICS CORP	COM	372430108	2	1000	SH	SOLE
GEORGIA PAC CORP		373298108	49	2020	SH	SOLE
GERON CORP	COM	374163103	1	300	SH	SOLE
GILLETTE CO		375766102	147	4361	SH	SOLE
GILLETTE CO		375766102	118	3485	SH	DEFINED
GLAXO WELLCOME PLC	SPONSORED ADR	37733W105	28	669	SH	SOLE
GLAXO WELLCOME PLC	SPONSORED ADR	37733W105	25	600	SH	DEFINED
GOODYEAR TIRE & RUBBER		382550101	11	618	SH	SOLE
GREAT LAKES CHEM CORP	COM	390568103	47	1785	SH	DEFINED
GREAT PLAINS ENERGY INC		391164100	37	1855	SH	SOLE
GUIDANT CORP	COM	401698105	87	2900	SH	SOLE
HCA- THE HEALTHCARE CO		404119109	7	150	SH	SOLE
HCA- THE HEALTHCARE CO		404119109	59	1250	SH	DEFINED
HCB BANCSHARES INC	COM	40413N106	17	1200	SH	SOLE
HRPT PROPERTIES	TRST COM SBI	40426W101	3	400	SH	SOLE
HALLIBURTON CO	COM	406216101	13	850	SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION
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HALLIBURTON CO	COM	406216101	9	600	SH	DEFINED
HANCOCK FABRICS		409900107	29	1600	SH	SOLE
HANCOCK HLDG CO CAP VALUE		410120109	195	2897	SH	SOLE
JOHN HANCOCK		41014S106	1	34	SH	SOLE
HARRIS CORP		413875105	54	1494	SH	SOLE
HARTFORD FNCL SV GRP INC	COM	416515104	11	200	SH	DEFINED
HASBRO, INC		418056107	10	787	SH	DEFINED
HEALTHSOUTH CORP		421924101	241	18865	SH	SOLE
HEINZ H J CO	COM	423074103	11	273	SH	SOLE
HEWLETT PACKARD CO		428236103	305	19986	SH	SOLE
HEWLETT PACKARD CO		428236103	6	400	SH	DEFINED
HIBERNIA CORP		428656102	6655	336500	SH	SOLE
HIBERNIA CORP		428656102	17	900	SH	DEFINED
HIGH INCOME OPPORTUNITY FD		42967Q105	15	2500	SH	SOLE
HOME DEPOT		437076102	727	19822	SH	SOLE
HOME DEPOT		437076102	56	1532	SH	DEFINED
HONEYWELL INTL INC		438516106	197	5620	SH	SOLE
HUBBELL INC	CL B	443510201	34	1000	SH	SOLE
ICN PHARMACEUTICALS INC	NEW COM	448924100	12	525	SH	SOLE
ILLINOIS TOOL WORKS INC		452308109	5	76	SH	SOLE
ILLINOIS TOOL WORKS INC		452308109	17	250	SH	DEFINED
IMATION CORP		45245A107	1	46	SH	SOLE
INTEL CORP	CAP	458140100	687	37634	SH	SOLE
INTEL CORP	CAP	458140100	87	4780	SH	DEFINED
IBM CORP		459200101	2454	34089	SH	SOLE
IBM CORP		459200101	91	1275	SH	DEFINED
INTL PAPER CO		460146103	124	2848	SH	SOLE
INTL PAPER CO		460146103	63	1450	SH	DEFINED
INTUIT		461202103	219	4420	SH	SOLE
JDS UNIPHASE CORP	COM	46612J101	0	120	SH	SOLE
J P MORGAN CHASE & CO		46625H100	82	2432	SH	SOLE
J P MORGAN CHASE & CO		46625H100	63	1875	SH	DEFINED
JEFFERSON PILOT CORPORATION		475070108	8	187	SH	SOLE
JOHNSON & JOHNSON		478160104	2697	51626	SH	SOLE
JOHNSON & JOHNSON		478160104	475	9100	SH	DEFINED
JOHNSON CONTROLS INC.		478366107	113	1385	SH	SOLE
KLA TENCOR CORP		482480100	4	100	SH	SOLE
K MART CORP	COM	482584109	1	1000	SH	SOLE
KELLOGG CO		487836108	7	200	SH	SOLE
KERR-MCGEE CORPORATION INC		492386107	1	25	SH	SOLE
KIMBERLY-CLARK CORP		494368103	12	200	SH	SOLE
KIMBERLY-CLARK CORP		494368103	24	400	SH	DEFINED
KINDER MORGAN ENERGY PARTNERS, L.P.		494550106	7	232	SH	SOLE
KROGER CO		501044101	18	908	SH	SOLE
LSI LOGIC CORP	COM	502161102	3	400	SH	SOLE
LACLEDE GROUP INC		505597104	7	300	SH	SOLE
LACLEDE GROUP INC		505597104	21	900	SH	DEFINED
ESTEE LAUDER CO		518439104	21	600	SH	DEFINED
LEAR CORP	COM	521865105	4	100	SH	SOLE
LEHMAN BROTHERS	COM	524908100	227	3635	SH	SOLE



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HOLDINGS

LEVEL 3 COMMUNICATIONS INC		52729N100	17	6037	SH	SOLE
LEXMARK INTL	NEW CL A	529771107	150	2765	SH	SOLE
THE LIBERTY CORPORATION		530370105	115	2900	SH	SOLE
LIFEPOINT HOSPS INC		53219L109	2	65	SH	DEFINED
ELI LILLY & CO		532457108	527	9350	SH	SOLE
ELI LILLY & CO		532457108	84	1500	SH	DEFINED
LINCOLN NATIONAL CORP	IND	534187109	25	600	SH	SOLE
LOUISIANA PAC CORP	COM	546347105	10	1016	SH	SOLE
LOWES CO INC		548661107	489	10790	SH	SOLE
LUCENT TECHNOLOGIES		549463107	44	27169	SH	SOLE
LUCENT TECHNOLOGIES		549463107	3	2200	SH	DEFINED
M & T BANK CORP		55261F104	171	2000	SH	SOLE
MFS INTER INCOME TR SH BEN	INT	55273C107	42	5900	SH	SOLE
MGNA ENTMT CORP		559211107	0	20	SH	SOLE
MANULIFE FINANCIAL CORP		56501R106	658	23019	SH	SOLE
MARSH & MCLENNAN		571748102	57	600	SH	SOLE
MASCO CORPORATION		574599106	0	28	SH	SOLE
MASSEY ENERGY CORP		576206106	5	396	SH	SOLE
MCCORMICK & CO		579780206	196	7640	SH	SOLE
MCDATA CORP	CLASS A	580031201	0	73	SH	DEFINED
MCDONALD'S CORP		580135101	102	3600	SH	SOLE
MCGRAW HILL COS INC		580645109	14	250	SH	DEFINED
MEADWESTVACO CORP		583334107	51	1547	SH	SOLE
MEDTRONIC INC	COM	585055106	51	1195	SH	SOLE
MELLON FINL CORP		58551A108	31	1000	SH	SOLE
MERCK & CO INC		589331107	1701	33610	SH	SOLE
MERCK & CO INC		589331107	197	3900	sh	defined
MERRILL LYNCH & CO., INC.		590188108	12	320	SH	SOLE
METLIFE INC	COM	59156R108	58	2049	SH	SOLE
MICROSOFT CORP		594918104	944	17270	SH	SOLE
MICROSOFT CORP		594918104	21	400	SH	DEFINED
MICRON TECHNOLOGY		595112103	40	2000	SH	SOLE
MID-AMERICA APARTMENT CMNTYS		59522J103	26	1000	SH	DEFINED
MIDAS GROUP INC		595626102	8	666	SH	SOLE
MILLER HERMAN INC	COM	600544100	74	3660	SH	SOLE
MIRANT CORP		604675108	28	3849	SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION
MIRANT CORP		604675108	1	143	SH		DEFINED
MISSISSIPPI CHEMICAL CORP		605288208	1	1492	SH		SOLE
MOODYS CORP		615369105	14	300	SH		SOLE
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	174	4040	SH		SOLE
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	11	260	SH		DEFINED
MORGAN STANLEY DEAN WITTER	HI INCOME ADV TR II	61745P304	1	1700	SH		SOLE

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MOTOROLA INC		620076109	263	18068	SH	SOLE
MOTOROLA INC		620076109	108	7466	SH	DEFINED
MULTIMEDIA GAMES INC		625453105	9	450	SH	SOLE
MUNICIPAL MORTGAGE & EQUITY LLC	GROWTH SH	62624B101	104	4000	SH	SOLE
MUNIVEST FD INC	COM	626295109	44	5000		SOLE
MUNIYIELD INSURED		62630E107	46	3200		SOLE
MURPHY OIL CORP	COM	626717102	4216	51106	SH	SOLE
MURPHY OIL CORP	COM	626717102	191701	2323653	SH	DEFINED
MYLAN LABORATORIES INC		628530107	206	6578	SH	SOLE
NBC CAP CORP		628729105	128	3372	SH	SOLE
NCR CORP NEW		62886E108	2	64	SH	SOLE
NASDAQ 100 TRUST		631100104	5	200	SH	SOLE
NELSON, THOMAS INC		640376109	1	187	SH	SOLE
NICOR INC	COM	654086107	25	550	SH	SOLE
NIKE INC	CLASS B	654106103	283	5275	SH	SOLE
NOKIA CORP	SPND ADR	654902204	28	2000	SH	SOLE
NORFOLK SO CORP		655844108	45	1934	SH	SOLE
NORTEL NETWORK CORP	NEW	656568102	7	5000	SH	SOLE
NORTHERN TRUST COMPANY NTRS		665859104	78	1780	SH	SOLE
NORTHERN TRUST COMPANY NTRS		665859104	176	4000	SH	DEFINED
NORTHWESTERN CORPORATION		668074107	5	330	SH	SOLE
NUVEEN INSD PREMIUM INCOME	MUNI FD	6706D8104	4	338		SOLE
NUVEEN MUNICIPAL MARKET OPP		67062W103	51	3529		SOLE
OKLAHOMA GAS & ELEC ENERGY CORP		670837103	98	4300	SH	SOLE
OKLAHOMA GAS & ELEC ENERGY CORP		670837103	16	700	SH	DEFINED
NUVEEN MUN VALUE FD INC		670928100	22	2300		SOLE
NUVEEN QUALITY INCOME MUNI		670977107	7	500	SH	SOLE
NUVEEN INSD M MUNICIPAL INC	OPP FD INC	670984103	49	3200		SOLE
NUVEEN PREMIER MUNICIPAL INC		670988104	23	1565	SH	SOLE
OAKWOOD HOMES CORP		674098207	0	200	SH	SOLE
OCCIDENTAL PETE COR DEL		674599105	14	500	SH	SOLE
OCEAN ENERGY INC TEX		67481E106	4	200	SH	SOLE
OFFICEMAX INC		67622M108	5	1000	SH	SOLE
OLIN CORP		680665205	3	166	SH	DEFINED
OMNICOM GROUP		681919106	13	300	SH	SOLE
ORACLE SYSTEMS CORP		68389X105	121	12850	SH	SOLE
PPG INDUSTRIES INC		693506107	37	600	SH	SOLE
PACIFIC CENTURY CYBERWORKS		694059106	5	2473	SH	DEFINED
PACTIV COPR		695257105	41	1747	SH	SOLE
PALM INC		696642107	0	519	SH	DEFINED
PAYCHEX INC		704326107	4	150	SH	SOLE

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PENNEY J C INC	COM	708160106	12	582	SH	SOLE
PEOPLES ENERGY CORP	COM	711030106	7	200	SH	SOLE
PEOPLES ENERGY CORP	COM	711030106	18	500	SH	DEFINED
PEOPLES HLDG CO	COM	711148106	15	367	SH	SOLE
PEOPLES HLDG CO	COM	711148106	41	1000	SH	DEFINED
PEPSIAMERICAS INC		71343P200	59	4000	SH	SOLE
PEPSICO INC	COM	713448108	1691	35098	SH	SOLE
PEPSICO INC	COM	713448108	102	2130	SH	DEFINED
PFIZER INC		717081103	3370	96305	SH	SOLE
PFIZER INC		717081103	115	3300	SH	DEFINED
PHARMACIA CORP		71713U102	650	17381	SH	SOLE
PHARMACIA CORP		71713U102	81	2180	SH	DEFINED
PHELPS DODGE CORP	COM	717265102	0	20	SH	SOLE
PHELPS DODGE CORP	COM	717265102	20	500	SH	DEFINED
PHILIP MORRIS COS INC	COM	718154107	280	6425	SH	SOLE
PHILLIPS PETE CO		718507106	128	2186	SH	SOLE
PLACER DOME INC		725906101	1	170	SH	SOLE
PLUM CREEK TIMBER CO INC		729251108	45	1493	SH	SOLE
POTLATCH CORP	COM	737628107	5	150	SH	SOLE
PRAXAIR INC	COM	74005P104	17	300	SH	DEFINED
PRINCIPAL FINANCIAL GROUP		74251V102	47	1543	SH	SOLE
PROCTOR & GAMBLE CO	COM	742718109	1059	11861	SH	SOLE
PROCTOR & GAMBLE CO	COM	742718109	182	2040	SH	DEFINED
PROGRESS ENERGY INC	COM	743263105	6	132	SH	SOLE
PRUDENTIAL FINANCIAL		744320102	155	4672	SH	SOLE
PUBLIC STORAGE, INC REIT		74460D109	6	180	SH	SOLE
PUTNAM HIGH INCOME CONV	BD FD	746779107	2	400	SH	SOLE
PUTNAM MANAGED MUNICIPAL	INCOME TRUST	746823103	3	500		DEFINED
QLOGIC CORP	COM	747277101	9	250	SH	SOLE
QUALCOMM INC		747525103	5	200	SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION
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QWEST COMMUNICATIONS INTL INC	COM	749121109	5	2097	SH		SOLE
RH DONNELLEY CORP		74955W307	1	60	SH		SOLE
RALCORP HOLDINGS	NEW COM	751028101	2	66	SH		DEFINED
RAYTHEON CO	NEW	755111507	24	600	SH		SOLE
REGIONS FNCL CORP		758940100	426	12150	SH		SOLE
REGIONS FNCL CORP		758940100	62	1786	SH		DEFINED
RELIANT ENERGY INC		75952J108	59	3500	SH		SOLE
RELIANT ENERGY INC		75952J108	104	6201	SH		DEFINED
REYNOLDS R J TOB HLDGS INC		76182K105	133	2486	SH		SOLE
RIVERSTONE NETWORKS INC		769320102	0	102	SH		SOLE

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ROCKWELL INTL CORP	NEW	773903109	3	177	SH	SOLE
ROCKWELL COLLINS INC		774341101	4	177	SH	SOLE
ROHM & HAAS CO	COM	775371107	8	200	SH	SOLE
ROXIE INC		780008108	0	65	SH	SOLE
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	277	5028	SH	SOLE
ROYAL DUTCH PETE CO	NY REG GLD1.25	720857804	176	3200	SH	DEFINED
RUBY TUESDAY INC		781182100	24	1260	SH	DEFINED
SBC COMMUNICATIONS, INC		78387G103	1654	54243	SH	SOLE
SBC COMMUNICATIONS, INC		78387G103	23	780	SH	DEFINED
SAFECO CORP	COM	786429100	30	1000	SH	SOLE
ST JUDE MEDICAL		790849103	190	2580	SH	SOLE
SARA LEE CORP	COM	803111103	24	1200	SH	SOLE
SCANA CORP	NEW	80589M102	208	6772	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	454	18484	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	481	19600	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	72	1550	SH	SOLE
THE CHARLES SCHWAB CORP		808513105	16	1500	SH	SOLE
SCRIPPS EW INC	NEW CL A	811054204	38	500	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	104	1920	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	9	167	SH	DEFINED
SELIGMAN SELECT MUN FD INC		816344105	13	1250	SH	SOLE
SEMPRA ENERGY	COM	816851109	33	1503	SH	SOLE
SENIOR HOUSING PROPERTIES	TR	81721M109	0	40	SH	SOLE
SERVICEMASTER COMPANY	COM	81760N109	104	7593	SH	SOLE
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703609	81	1800	sh	DEFINED
SHERWIN WILLIAMS CO	COM	824348106	56	1900	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	281	6600	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$5 PAR	828730200	10	250	SH	DEFINED
SIRIUS SATTELITE RADIO		82966U103	37	10000	SH	SOLE
SMURFIT-STONE CONTAINER CORP		832727101	7	495	SH	SOLE
SOLUTIA INC	COM	834376105	23	3312	SH	SOLE
SONY CORP		835699307	53	1000	SH	DEFINED
SOUTHERN CO	COM	842587107	532	19439	SH	SOLE
SOUTHERN CO	COM	842587107	89	3275	SH	DEFINED
SPRINT CORP	COM FON GROUP	852061100	583	55000	SH	SOLE
STEWART ENTERPRISES		860370105	25	4000	SH	SOLE
STILLWELL FINANCIAL INC		860831106	10	600	SH	SOLE
SUN LIFE FINANCIAL		866796105	343	15729	SH	SOLE
SUN MICROSYSTEMS		866810104	8	1700	SH	SOLE
SUNGARD DATA SYSTEMS		867363103	170	6430	SH	SOLE
SUNOCO INC		86764P109	58	1628	SH	SOLE
SUNTRUST BANKS INC	COM	867914103	115	1704	SH	SOLE
SYNOVUS FINL CORP		87161C105	30	1125	SH	SOLE
TECO ENERGY INC	COM	872375100	7	300	SH	SOLE
TECO ENERGY INC	COM	872375100	19	800	SH	DEFINED
TJX COMPANIES		872540109	1	100	SH	SOLE

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TXU CORP		873168108	180	3500	SH	SOLE
TARGET CORP		87612E106	315	8280	SH	SOLE
TARGET CORP		87612E106	15	400	SH	DEFINED
TELEPHONE &DATA SYSTEMS INC		879433100	102	1690	SH	SOLE
TELLABS INC DELAWARE		879664100	4	800	SH	SOLE
TELLABS INC DELAWARE		879664100	1	200	SH	DEFINED
TEMPLE INLAND INC		879868107	23	400	SH	SOLE
TENNECO AUTOMOTIVE NW		880349105	0	150	SH	SOLE
TEXAS BIOTECH		88221T104	0	100	SH	SOLE
TEXAS INSTRUMENTS		882508104	28	1200	SH	SOLE
TEXTRON INCORPORATED	COMM	883203101	4	100	SH	SOLE
THOMAS & BETTS CORP	COM	884315102	3	200	SH	SOLE
THORNBURG MORTGAGE INC		885218107	11	600	SH	SOLE
3 COM CORP		885535104	1	350	SH	DEFINED
TIFFANY & CO	NEW	886547108	77	2200	SH	SOLE
TRIAD HOSPS INC		89579K109	2	65	SH	DEFINED
TRIANGLE PHARMACEUTICALS INC		89589h104	2	1000	SH	SOLE
TRIBUNE COMPANY		896047107	52	1200	SH	SOLE
TRUSTMARK CORP	COM	898402102	702	27498	SH	SOLE
TRUSTMARK CORP	COM	898402102	51	2000	SH	DEFINED
TYCO INTL LTD	NEW COM	902124106	2	200	SH	SOLE
TYSON FOODS INC	CL A	902494103	11	750	SH	SOLE
TYSON FOODS INC	CL A	904494103	232	15000	SH	DEFINED
USA TRUCK INC - RESTRICTED		902925106	994	86498	SH	SOLE
US BANCORP DEL	NEW	902973304	65	2822	SH	SOLE
UNION PACIFIC CORP		907818108	107	1705	SH	SOLE

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UNION PACIFIC CORP		907818108	249	3950	SH		DEFINED
UNION PLANTERS CORP		908068109	1299	40164	SH		SOLE
UNION PLANTERS CORP	CONV PFD SER E 8%	908068307	59	1000	SH		SOLE
UNISYS CORP		909214108	4	540	SH		SOLE
UNITED AUTO GROUP INC	COM	909440109	211	10105	SH		SOLE
UNITED STS STL CORP	NEW	912909108	9	500	SH		SOLE
VAN KAMPEN INCOME TR		920957107	2	450			SOLE
VERIZON COMMUNICATIONS		92343V104	1576	39257	SH		SOLE
VERIZON COMMUNICATIONS		92343V104	121	3028	SH		DEFINED
VIACOM INC	CL B	925524308	79	1785	SH		SOLE
VIACOM INC	CL B	925524308	14	325	SH		DEFINED
VISTEON CORP		92839U107	1	89	SH		SOLE
VODAFONE GROUP PLC	NEW	92857W100	56	4164	SH		SOLE
W.P. CAREY & CO., LLC		92930y107	55	2474	SH		SOLE
WACHOVIA CORP 2ND	NEW	929903102	430	11269	SH		SOLE
WACHOVIA CORP 2ND	NEW	929903102	19	500	SH		DEFINED
WAL MART STORES INC	COM	931142103	3257	59220	SH		SOLE
WAL MART STORES INC	COM	931142103	274	4986	SH		DEFINED
WALGREEN CO	COM	931422109	189	4900	SH		SOLE
WASHINGTON MUTUAL INC		939322103	22	600	SH		SOLE

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WASTE MANAGEMENT INC	NEW	94106L109	135	5217	SH	SOLE
WASTE MANAGEMENT INC	NEW	94106L109	0	1	SH	DEFINED
WEBMD CORP		94769M105	5	1000	SH	DEFINED
WEINGARTEN RLTY INVS	SH BEN INT	948741103	53	1500	SH	SOLE
WELLPOINT HEALTH NETWORKS		94973H108	121	1565	SH	SOLE
WELLS FARGO & CO.	NEW	949746101	267	5345	SH	SOLE
WELLS FARGO & CO.	NEW	949746101	12	250	SH	DEFINED
WEYERHAEUSER CO	COM	962166104	242	3800	SH	SOLE
WHITNEY HOLDING CORP	COMMON	966612103	97	3180	SH	SOLE
WILLIAMS COMMUN GRP		969455104	0	1690	SH	SOLE
WILLIAMS COMPANY	COMMON	969457100	15	2657	SH	SOLE
WORLDCOM, INC.		98157d106	21	362247	SH	SOLE
WORLDCOM, INC.		98157d106	0	1675	SH	DEFINED
WORLDCOM INC GA NW MCI GROUP		98157D304	0	13687	SH	SOLE
WORLDCOM INC GA NW MCI GROUP		98157D304	0	40	SH	DEFINED
WE WRIGLEY JR. COMPANY		982526105	11	200	SH	SOLE
WYETH		983024100	225	4400	SH	SOLE
WYETH		983024100	158	3100	SH	DEFINED
XM SATELLITE		983759101	181	25000	SH	SOLE
XCEL ENERGY INC		98389b100	36	2154	SH	SOLE
ZIMMER HLDGS INC		98956P102	7	200	SH	DEFINED
AMSOUTH BANCORP		32165102	307	13,724	SH	SOLE
BANCORPSOUTH INC		59692103	250	12,373	SH	SOLE
BERKSHIRE HATHAWAY		84670207	22	10	SH	SOLE
BEST BUY INC		86516101	8	210	SH	SOLE
CITIGROUP INC		172967101	88	2,250	SH	SOLE
COCA COLA CO		191216100	67	1,200	SH	SOLE
DISNEY WALT CO DEL		254687106	4	200	SH	SOLE
E M C CORP MASS		268648102	6	800	SH	SOLE
EATON VANCE TAX MGD		277911848	36	1,982	SH	SOLE
GENERAL ELECTRIC CO		369604103	209	7,200	SH	SOLE
HEWLETT-PACKARD CO		428236103	5	300	SH	SOLE
INTEL CORP		458140100	73	4,000	SH	SOLE
JOHNSON & JOHNSON		478160104	9	174	SH	SOLE
LSI LOGIC CORP		502161102	3	300	SH	SOLE
LUCENT TECH INC		549463107	1	400	SH	SOLE
MAGNA-LAB INC CL A		559235106	0	2,000	SH	SOLE
MCDATA CORP		580031201	0	29	SH	SOLE
MICROSOFT CORP		594918104	45	822	SH	SOLE
NASDAQ 100 TR		631100104	4	140	SH	SOLE
NOKIA CORP ADR		654902204	1	100	SH	SOLE
PEOPLES HLDG CO		711148106	59	1,439	SH	SOLE
PROCTER & GAMBLE CO		742718109	154	1,720	SH	SOLE
QWEST COMM INTL INC		749121109	1	412	SH	SOLE
RF MICRO DEVICES INC		749941100	3	400	SH	SOLE
SMUCKER J M CO NEW		832696405	1	34	SH	SOLE
SUN MICROSYSTEMS INC		866810104	3	600	SH	SOLE
TAIWAN SEMICONDUCTOR		874039100	4	300	SH	SOLE
TEXAS INSTRUMENTS		882508104	7	300	SH	SOLE
AFFYMETRIX INC		00826T108	12	500	SH	SOLE
AGERE SYS INC		00845V100	0	4	SH	SOLE
AGERE SYS INC		00845V209	0	105	SH	SOLE
CISCO SYS INC		17275R102	11	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	13	847	SH	SOLE
WORLDCOM INC GA NEW		98157D106	1	1,095	SH	SOLE
WORLDCOM INC GA (MCI)		98157D304	0	55	SH	SOLE

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AMDOCS LIMITED	G02602103	2	325	SH	SOLE
FLEXTRONICS INTL INC	Y2573F102	4	600	SH	SOLE
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GRAND TOTALS		338830	7,643,420		
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