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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: December 31, 2001

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

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: 345

Form 13F Information Table Value Total: \$310,259
(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	MA
LUKS INDUSTRIAL CO		G5696D102	0	800	SH/		DEFINED	
ABBOTT LAB		002824100	1644	29500	PRN		SOLE	
ABBOTT LAB		002824100	317	5688	SH		DEFINED	
GRUY PETRO MGMT WALKER CREEKWALKER CREEK		002995363	0	1	SH		SOLE	
ATLANTA EXP-CRONE 12-96		003995362	0	1	SH		SOLE	
ADAMS EXPRESS CO COM		006212104	137	9692	PRN		SOLE	
ADVANCED ENVIRON RECYCLING TCL A		007947104	7	7000	SH		SOLE	
AETNA INC COM		00817Y108	6	200	SH		DEFINED	
ART MACHIN ASSOC 109-01		008990103	0	1	SH		SOLE	
AIR PRODS & CHEMS INC	COM	009158106	18	400	SH		DEFINED	
PETROQUEST EXPLORATION		009990102	0	1	PRN		SOLE	
ALLERGAN INC		018490102	88	1180	SH		SOLE	
AEROPRES DIV #2240		018990101	0	1	PRN		SOLE	
ALLIED CAP CORP NEW	COM	01903Q108	7	300	SH		SOLE	
ALLTEL CORP		020039103	331	5364	PRN		SOLE	
ALLTEL CORP		020039103	695	11265	SH		DEFINED	
AMERICAN ELECTRIC POWER		025537101	211	4862	SH		SOLE	
AMERICAN ELECTRIC POWER		025537101	21	498	SH		DEFINED	

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AMER EXPRESS CO	025816109	99	2800	SH	SOLE
AMER EXPRESS CO	025816109	1	30	SH	DEFINED
AMER HOME PROD CORP	026609107	331	5400	SH	SOLE
AMER HOME PROD CORP	026609107	283	4615	SH	DEFINED
ATLANTA EXP-NEW HOPE EXPAND 10/98	026995365	0	1	SH	SOLE
AMERICAN MUTUAL FUND INC	02768110R	31	1290	SH	SOLE
AMERICAN MUTUAL FUND INC	02768110R	214	8923	PRN	DEFINED
ANADARKO PETE CORP	032511107	83	1464	SH	DEFINED
ATLANTA EXP WARECREEK LSE	036995363	0	1	SH	SOLE
APPLE COMP INC	037833100	56	2585	SH	SOLE
APPLE COMP INC	037833100	70	3200	PRN	DEFINED
ARCHER -DANIELS -MIDLAND COMPANY	039483102	4	279	SH	SOLE
AUTO DATA PROCESS	053015103	306	5200	SH	SOLE
AUTO DATA PROCESS	053015103	188	3200	SH	DEFINED
AUTOZONE	053332102	71	1000	SH	SOLE
AUTOZONE	053332102	38	530	SH	DEFINED
AXCELIS TECHNOLOGIES INC	054540109	28	2181	SH	SOLE
BODCAW BANK	056004997	767	853	SH	SOLE
BODCAW BANK	056004997	5	6	SH	DEFINED
BANCORPSOUTH INC	059692103	14602	880205	SH	SOLE
BANCORPSOUTH INC	059692103	2815	169681	SH	DEFINED
BANKAMERICA CORP NEW COM	060505104	1294	20570	SH	SOLE
BANKAMERICA CORP NEW COM	060505104	170	2710	SH	DEFINED
BANK OF THE OZARKS, INC	063904106	604	23800	SH	DEFINED
BAXTER INTL INC	071813109	216	4040	SH	SOLE
13 PORTERS CHAPEL ROAD	RENT- SPROUSE 078995362	0	1	SH	SOLE
BELLSOUTH CORP	079860102	1566	41078	SH	SOLE
BELLSOUTH CORP	079860102	27	732	PRN	DEFINED
BERKSHIRE HATHAWAY "A"	084670108	75	1	SH	SOLE
BERKSHIRE HATHAWAY INC	084670207	7	3	SH	DEFINED
DEL CL B					
BLACKBURN MTR NV	088995360	1676	1577	SH	SOLE
BOEING INC	097023105	204	5280	SH	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	MA
BOEING INC		097023105	15	400	SH		DEFINED	
BRISTOL MYERS SQUIBB CO		110122108	1474	28909	SH		SOLE	
BRISTOL MYERS SQUIBB CO		110122108	239	4700	SH		DEFINED	
BULL RUN CORP GEORGIA		120182100	2	3400	SH		SOLE	
BURLINGTON NORTHERN/ SANTA FE CORP		12189T104	26	930	SH		SOLE	
CLECO CORP COM		12561W105	8	400	SH		SOLE	
CITGO 0380600014		130990104	0	1	PRN		SOLE	
CITGO 0380600011		131990103	0	1	PRN		SOLE	
CITGO 03806000010		132990102	0	1	PRN		SOLE	
CABE LAND COMPANY AKA CABE CATTLE CO.		133005991	1449	17672	SH		SOLE	

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CAMPBELL SOUP CO	COM	134429109	11	400	SH	SOLE
CITGO 0380600015		134990100	0	1	PRN	SOLE
CABE /LONG MANAGMENT		135000990	311	311294	SH	SOLE
CABE INVESTMENTS INC		135005999	311	311294	SH	SOLE
LION OIL 68-0366		135990109	0	1	PRN	SOLE
CAPITAL ONE FINL CORP	COM	14040H105	371	6895	SH	SOLE
CARDINAL HEALTH INC	COM	4149Y108	28	447	SH	SOLE
CATERPILLAR INC		149123101	494	9455	SH	SOLE
CELL PATHWAYS INC		15114R101	0	100	SH	SOLE
CHUBB CORPORATION		171232101	379	5500	SH	SOLE
COCA COLA CO		191216100	1740	36905	SH	SOLE
COCA COLA CO		191216100	299	6350	SH	DEFINED
COLGATE-PALMOLIVE CO		194162103	275	4773	SH	SOLE
COLGATE-PALMOLIVE CO		194162103	11	200	SH	DEFINED
COMCAST		200300200	28	800	SH	DEFINED
COMPAQ COMPUTER CORP		204493100	203	20815	SH	SOLE
COMPUTER ASSOC INTL INC	COM	204912109	27	800	SH	SOLE
CONAGRA FOODS INC	COM	205887102	14	600	SH	SOLE
CONAGRA FOODS INC	COM	205887102	4	200	SH	DEFINED
CONECTIV INC	COM	206829103	16	675	SH	SOLE
CONSECO STRATEGIC INC	SH BEN	20847A102	8	866	SH	SOLE
FD	INT					
CONSOLIDATED EDISON INC		209115104	56	1400	SH	SOLE
COM						
CONSTELLATION ENERGY		210371100	10	400	SH	DEFINED
CORP						
CORNING INC		219350105	16	1800	SH	SOLE
DPL INC	COM	233293109	47	1985	SH	SOLE
DANA CORP		235811106	12	866	SH	SOLE
DELTA AIRLINES INC		247361108	5	200	SH	SOLE
DELTIC TIMBER INC		247850100	509	18604	SH	SOLE
DELTIC TIMBER INC		247850100	17693	645971	SH	DEFINED
DIAMOND OFFSHORE	INC	25271C102	1	50	SH	SOLE
DRILLING						
WALT DISNEY CO		254687106	15	760	SH	SOLE
WALT DISNEY CO		254687106	4	200	SH	DEFINED
DOW CHEMICAL CO		260543103	1039	30794	SH	SOLE
DOW CHEMICAL CO		260543103	16	483	SH	DEFINED
DREYFUS MUNICIPAL BOND		26201Q104	45	3881		SOLE
FUND						
DU PONT EL D NEMOURS &		263534109	314	7397	SH	SOLE
CO						
DUKE ENERGY CORP COM		264399106	237	6054	SH	SOLE
DUKE ENERGY CORP COM		264399106	7	200	SH	DEFINED
DYNEX CAP INC		26817Q506	0	106	SH	DEFINED
EEX CORP	COM NEW	26842V207	0	66	SH	SOLE
EQUINOX - OPHILIA TODD	COM NEW	271995367	0	1	PRN	SOLE
10400						
ALBEMARLE CORP (ETHYL)		274990100	0	1	PRN	SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	O MA
				OR PRN				
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UNIT AGREEMENT- SMACKOVERUNIT		275995363	0	1	PRN	SOLE
EASTMAN KODAK CO		277461109	30	1050	SH	SOLE
EATON CORP	COM	278058102	122	1650	SH	SOLE
A.G.EDWARDS INC		281760108	77	1750	SH	SOLE
ATLANTA EXPLORATION PISG PRO		281995365	0	1	PRN	SOLE
ATLANTA EXPLORATION WARE CR		282995364	0	1	PRN	SOLE
ELECTRONIC DATA SYS CORP NEW		285661104	143	2100	SH	SOLE
EMERSON ELECTRIC CO		291011104	137	2400	SH	SOLE
EMERSON ELECTRIC CO		291011104	19	350	SH	DEFINED
ENCORE WIRE CORP	COM	292562105	252	20900	SH	SOLE
ENRON CORP		293561106	0	20	SH	DEFINED
ENTERGY 65 SERIES PRD 4.56%		29364D407	1	18	SH	SOLE
ENTERGY ARK INC PFD \$6.08		29364D605	4	60	SH	SOLE
ENTERGY ARK INC PFD \$7.32		29364D704	20	229	SH	SOLE
ENTERGY ARK INC PFD \$7.80		29364D803	9	100	SH	SOLE
ENTERGY ARK INC PFD \$7.40		29364D829	7	90	SH	SOLE
ENTERGY ARK INC PFD \$7.88		29364D852	13	145	SH	SOLE
ENTERGY CORP		29364G103	207	5298	SH	SOLE
ENTERGY CORP		29364G103	23	593	SH	DEFINED
CHALLENGE OPT ROBERSON#1ARK		301990107	0	1	PRN	SOLE
FLOWEREE PLANTING LSE 1-1-98		301995361	0	1	PRN	SOLE
FPL GROUP INC		302571104	108	1915	SH	SOLE
FNMA COM		313586109	111	1400	SH	SOLE
FNMA COM		313586109	2	30	SH	DEFINED
FEDERAL REALTY INVT TR INT NEW	SH BEN	313747206	23	1000	SH	SOLE
1ST CENTURY BANKSHARES		319426102	15	1000	SH	SOLE
FIRST NAT'L ENTERTAINMENT	CORP	320940109	0	388	SH	DEFINED
ADV FUND MS TRS		33732A210	9	24		SOLE
1ST TRS ADVAN SER 195 MSTR9		33732C745	32	35	SH	SOLE
1ST TRUST ADV UIT SER 32 MS	TRUST 1	337320675	1	5		SOLE
1ST TRS ADVAN SER 38 MSTR2		337320865	3	20	SH	SOLE
FLUOR CORP		343412102	11	300	SH	SOLE
FLUOR CORP		343412102	3	96	SH	DEFINED
FOAMEX INT'L INC		344123104	162	20050	SH	SOLE
FORD MTR CO CAP TR I	TOPRS9%	345343206	31	1200	SH	SOLE
GAP INC DEL	COM	364760108	20	1500	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	70	890	SH	SOLE
GENERAL ELECTRIC CO		369604103	5268	131478	SH	SOLE
GENERAL ELECTRIC CO		369604103	294	7345	SH	DEFINED
GENERAL MLS INC	COM	370334104	37	720	SH	SOLE
GENERAL MLS INC	COM	370334104	1	20	SH	DEFINED
GEN MTR CORP		370442105	32	673	SH	SOLE
GENOME THERAPEUTICS CORP	COM	372430108	6	1000	SH	SOLE
GEORGIA PAC CORP		373298108	55	2020	SH	SOLE

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GERON CORP	COM	374163103	2	300	SH	SOLE
SCUDDER GLOBAL		378947501	12	544	SH	SOLE
DISCOVERY FD						
GLOBAL SPORTS INC		37937A107	0	29	SH	SOLE
GOODYEAR TIRE & RUBBER		382550101	14	618	SH	SOLE
GREAT LAKES CHEM CORP		390568103	43	1785	SH	DEFINED
COM						

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GUARANTY BANCSHARES INC TEX COM		400764106	2	200	SH		SOLE	
GUIDANT CORP COM		401698105	204	4100	SH		SOLE	
HCB BANCSHARES INC COM		40413N106	18	1500	SH		SOLE	
HARRIS SHORT/ INTERMEDIATE BOND CL I		40429960R	69	6778	SH		SOLE	
BURNS/PERKIS OIL/GAS11-1999		408995363	0	1	PRN		SOLE	
HANCOCK FABRICS		409900107	21	1600	SH		SOLE	
HANCOCK HLDG CO CAP VALUE		410120109	124	2897	SH		SOLE	
HARRIS CORP		413875105	45	1494	SH		SOLE	
HARRIS EQUITY INCOME FUND		41454810R	82	5025	SH		SOLE	
HARTFORD FNCL SV GRP INC COM		416515104	12	200	SH		DEFINED	
HASBRO, INC		418056107	12	787	SH		DEFINED	
HATTERAS INCOME SECS INC	COM	419025101	2	200	SH		SOLE	
HEWLETT PACKARD CO		428236103	193	9422	SH		SOLE	
HEWLETT PACKARD CO		428236103	8	400	SH		DEFINED	
HIBERNIA CORP		428656102	6398	359886	SH		SOLE	
HIBERNIA CORP		428656102	16	900	SH		DEFINED	
HIGHLANDS INS GROUP		431032101	1	12000	SH		SOLE	
HOME DEPOT		437076102	1009	19797	SH		SOLE	
HOME DEPOT		437076102	78	1532	SH		DEFINED	
HOMEFED CORP COM NEW		43739D208	3	4028	SH		DEFINED	
HOPEWELL HLDGS LTD	SPONSOR ED ADR	439555301	8	14600	SH		DEFINED	
HUBBELL INC	CL B	443510201	29	1000	SH		SOLE	
ICN PHARMACEUTICALS INC NEW COM		448924100	17	525	SH		SOLE	
INS MUN-INC TRS 198		45808G723	0	5			SOLE	
UTS INSURED MUNI INC TRS#297		45808V266	7	10			DEFINED	
INS MUN-INC TRS 116		458084837	1	6			SOLE	
INTEL CORP CAP		458140100	1307	41564	SH		SOLE	
INTEL CORP CAP		458140100	139	4430	SH		DEFINED	
IBM CORP		459200101	4023	33263	SH		SOLE	
IBM CORP		459200101	154	1275	SH		DEFINED	
INTL PAPER CO		460146103	118	2948	SH		SOLE	
INTL PAPER CO		460146103	58	1450	SH		DEFINED	

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JANUS WORLDWID FUND #41		471023309	28	661	SH	SOLE
JEFFERSON PILOT CORPORATION		475070108	20	450	SH	DEFINED
JOHNSON & JOHNSON		478160104	3192	54026	SH	SOLE
JOHNSON & JOHNSON		478160104	556	9420	SH	DEFINED
KELLOGG CO		487836108	6	200	SH	SOLE
C SIMMONS LSE EXP 12/31/06		490990108	0	1	PRN	SOLE
KERR-MCGEE CORPORATION INC		492386107	1	25	SH	SOLE
LION OIL 68-0261 RI & ORI		493990105	0	1	PRN	SOLE
LION OIL 05-0260 680260 (246)		493995369	0	1	PRN	SOLE
LION OIL 48-0260 RI & ORI		494990104	0	1	PRN	SOLE
LION OIL 05-0261 (DRIP)		494995368	0	1	PRN	SOLE
LION OIL CO #18-1896		496990102	0	1	PRN	SOLE
WICKFORD ENERGY D0#9601100		498990100	0	1	PRN	SOLE
LTV CORP	*W EXP 06/28/1998	501921126	0	1	SH	SOLE
LTV CORP 1.25 SERIES		502210800	0	14	SH	SOLE
LEAR CORP	COM	521865105	3	100	SH	SOLE
LEXMARK INTL NEW	CL A	529771107	71	1210	SH	SOLE
COLONIAL TAX EXEMPT FUND A		53054410R	0	28		SOLE

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/ PRN	PCT/ CALL	INVESTMENT DISCRETION	O MA
LOUISIANA COMPANIES		540000999	0	36	SH		SOLE	
MERLIN MORRIS FARMS INC.		546001991	2	2679	SH		SOLE	
LOUISIANA PAC CORP	COM	546347105	8	1016	SH		SOLE	
MCDONALD'S CORP		580135101	95	3600	SH		SOLE	
MCDONALD'S CORP		580135101	15	600	SH		DEFINED	
MEDTRONIC INC	COM	585055106	74	1460	SH		SOLE	
MELLON FINL CORP		58551A108	37	1000	SH		SOLE	
MERCK & CO INC		589331107	2119	36052	SH		SOLE	
MERCK & CO INC		589331107	236	4025	SH		DEFINED	
MERRILL LYNCH CORP BD		590907101	12	2536	SH		SOLE	
FD INCHI INCOME CL A								
METLIFE INC	COM	59156R108	64	2049	SH		SOLE	
MICROSOFT CORP		594918104	1167	17625	SH		SOLE	
MICROSOFT CORP		594918104	26	400	SH		DEFINED	
MISSISSIPPI CHEMICAL		598001998	0	2	SH		SOLE	
MINNESOTA MNG & MFC CO		604059105	137	1166	SH		SOLE	
MORRISSEY DEV. CO.		618994156	25	400	SH		SOLE	
MOTOROLA INC		620076109	300	19993	SH		SOLE	
MOTOROLA INC		620076109	131	8780	SH		DEFINED	
THE MUN INSURED NAT'L TR S5		626223242	0	5			SOLE	
MURPHY OIL CORP	COM	626717102	4450	52961	SH		SOLE	

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MURPHY OIL CORP	COM	626717102	195279	2323653	SH	DEFINED
NELSON, THOMAS INC		640376109	2	187	SH	SOLE
NICOR INC	COM	654086107	33	800	SH	SOLE
NOBLE AFFILIATES INC	COM	654894104	35	1000	SH	SOLE
NORFOLK SO CORP		655844108	35	1934	SH	SOLE
NORTHERN TRUST COMPANY NTRS		665859104	107	1780	SH	SOLE
NORTHERN TRUST COMPANY NTRf		665859104	240	4000	SH	DEFINED
OCCIDENTAL PETE COR DEL		674599105	13	500	SH	SOLE
OLIN CORP		680665205	2	166	SH	DEFINED
OMNICOM GROUP		681919106	89	1000	SH	SOLE
PPG INDUSTRIES INC		693506107	31	600	SH	SOLE
PACIFIC CENTURY CYBERWORKS		694059106	6	2473	SH	DEFINED
PENNEY J C INC	COM	708160106	80	2977	SH	SOLE
PRAIRIE FARMERS ASSOC. (BE)	RESERVES	711000992	1	1769	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	13	367	SH	SOLE
GEORGE PATE COLUMBIA 11/96		712995364	0	1	PRN	SOLE
PEPSICO INC	COM	713448108	1644	33788	SH	SOLE
PEPSICO INC	COM	713448108	154	3165	SH	DEFINED
RIVERHILLS CAP CORP PT GIBSON COR	(FORM.	COR715995361	336	8000	SH	SOLE
PFIZER INC		717081103	3853	96716	SH	SOLE
PFIZER INC		717081103	131	3300	SH	DEFINED
PHELPS DODGE CORP	COM	717265102	0	20	SH	SOLE
PHELPS DODGE CORP	COM	717265102	16	500	SH	DEFINED
PHILIP MORRIS COS INC	COM	718154107	95	2075	SH	SOLE
PHILLIPS PETE CO		718507106	131	2186	SH	SOLE
PHILLIP/AMEXPLORATION- CRONEA		719995367	0	1	PRN	SOLE
PRAIRIE FARMERS ASSOCIATION NUMBER 00888		722000999	0	1	SH	SOLE
3/8 INT FARM PROP -WARREN CTY		722995362	0	1	PRN	SOLE
PITNEY BOWES INC	COM	724479100	1	36	SH	SOLE
PETROGULF CORP LEASE 8-2000		728995366	0	1	SH	SOLE
POTLATCH CORP	COM	737628107	4	150	SH	SOLE
PRAXAIR INC	COM	74005P104	16	300	SH	DEFINED

NAMES OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [X\$1000]	SHRS OR PRN AMT	SH/PRN	PCT/ CALL	INVESTMENT DISCRETION	O MA
PRICE T ROWE TX FR HI YLD FD	COM	741486104	8	768			SOLE	
PROCTER & GAMBLE CO	COM	742718109	634	8017	SH		SOLE	

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PROCTER & GAMBLE CO	COM	742718109	418	5290	SH	DEFINED
QLOGIC CORP	COM	747277101	11	250	SH	SOLE
RH DONNELLEY CORP		74955W307	1	60	SH	SOLE
RELIANT ENERGY INC		75952J108	135	5123	SH	SOLE
RELIANT ENERGY INC		75952J108	118	4460	SH	DEFINED
REXCOM SYSTEMS CORP		761672203	0	1	SH	SOLE
ROHM & . HAAS CO	COM	775371107	6	200	SH	SOLE
ROUSE CO	COM	779273101	2	100	SH	SOLE
SAFECO CORP	COM	786429100	31	1000	SH	SOLE
SEVEN J STOCK FARM,		787991066	0	10	SH	SOLE
SARA LEE CORP	COM	803111103	17	800	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	695	19434	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	787	22000	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	107	1950	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	91	1920	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	7	167	SH	DEFINED
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703609	74	1800	SH	DEFINED
SHERWIN WILLIAMS CO	COM	824348106	30	1100	SH	SOLE
SIMMONS 1ST NATL CORP	CLA A \$5 PAR	828730200	289	9021	SH	SOLE
SIMMONS 1ST NATL CORP	CLA A \$5 PAR	828730200	8	250	SH	DEFINED
SOLUTIA INC	COM	834376105	57	4122	SH	SOLE
SOUTHERN CO	COM	842587107	500	19732	SH	SOLE
SOUTHERN CO	COM	842587107	92	3670	SH	DEFINED
STILLWELL FINANCIAL INC		860831106	16	600	SH	SOLE
SYSCO CORP		871829107	52	2000	SH	SOLE
TECO ENERGY INC	COM	872375100	7	300	SH	SOLE
TECO ENERGY INC	COM	872375100	20	800	SH	DEFINED
TAX EXEMPT BD FD OF AMERICA		87690210R	14	1210		DEFINED
TEMPLE INLAND INC	COM	879868107	22	400	SH	SOLE
TEVA PHARMACEUTICAL IND	ADR'S	881624209	124	2020	SH	SOLE
TIFFANY & CO NEW		886547108	69	2200	SH	SOLE
TOTH ALUMINUM CORPORATION		891514101	0	100	SH	SOLE
TRIBUNE COMPANY		896047107	44	1200	SH	SOLE
SUPPLYFORCE . COM , LLC		89902Q997	60	10000	SH	SOLE
TRANS -GULF PETROLEUM CORP	LA CLOSELY HELD	89902X992	0	10	SH	SOLE
SMACKOVER BANCSHARES INC		899027999	0	673	SH	SOLE
FIRST STAUNTON BANCSHARES CL	A V	90008J994	0	42	SH	SOLE
FIRST STAUNTON BANCSHARES CL	B NV	90008K991	0	374	SH	SOLE
WHOLESALE ELECTRIC SUPPLY	CO., INC.	902027994	5073	47444	SH	SOLE
TYSON FOODS INC	CL A	902494103	8	750	SH	SOLE
TYSON FOODS INC	CL A	902494103	173	15000	SH	DEFINED
USA TRUCK INC -RESTRICTED		902925106	855	78164	SH	SOLE
USX-U S STL	COM	90337T101	9	500	SH	SOLE
UNISYS CORP		909214108	6	540	SH	SOLE
UNITED AUTO GROUP INC	COM	909440109	260	10105	SH	SOLE
CONFEDERATE STATE \$10 BILL		915995369	0	1	PRN	SOLE
BANK OF US NOTE \$1000		916995368	0	1	PRN	SOLE
UTILICORP UNITED INC		918005109	66	2656	SH	SOLE
VAN KAMPEN AMERICAN CAPITAL	PRIME RATE	920914108	75	9029	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 -----	MA -----
VIALINK CO	COM	92552Q101	0	450	SH		SOLE	
VLASIC FOODS INTL INC	COM	928559103	0	100	SH		SOLE	
WAL MART STORES INC	COM	931142103	3053	53070	SH		SOLE	
WAL MART STORES INC	COM	931142103	295	5139	SH		DEFINED	
WALGREEN CO	COM	931422109	191	5700	SH		SOLE	
WALSH HEALTH CARE SOLUTIONS	INC	937001998	0	3	SH		SOLE	
WAUSAU-MOSINEE PAPER CORP CO		943315101	6	550	SH		SOLE	
WEINGARTEN RLTY INVS	SH BEN INT	948741103	48	1000	SH		SOLE	
WESTERN RES INC	COM	959425109	3	200	SH		SOLE	
WEYERHAEUSER CO	COM	962166104	205	3800	SH		SOLE	
AMSOUTH BANCORP		32165102	259	13724	SH		SOLE	
BANCORPSOUTH INC		59692103	205	12373	SH		SOLE	
CITIGROUP INC		172967101	126	2500	SH		SOLE	
COCA COLA CO		191216100	57	1200	SH		SOLE	
DISNEY WALT CO DEL		254687106	4	200	SH		SOLE	
E M C CORP MASS		268648102	11	800	SH		SOLE	
EATON VANCE TAX MGD		277911848	40	1982	SH		SOLE	
ENTERPRISE INTERNET		293720231	5	488	SH		SOLE	
GENERAL ELECTRIC CO		369604103	289	7200	SH		SOLE	
HEWLETT-PACKARD CO		428236103	6	300	SH		SOLE	
INTEL CORP		458140100	126	4000	SH		SOLE	
LSI LOGIC CORP		502161102	5	300	SH		SOLE	
LUCENT TECH INC		549463107	3	400	SH		SOLE	
MCDATA CORP		580031201	1	29	SH		SOLE	
MICROSOFT CORP		594918104	40	600	SH		SOLE	
NOKIA CORP ADR		654902204	2	100	SH		SOLE	
PEOPLES HLDG CO		711148106	53	1439	SH		SOLE	
PROCTOR & GAMBLE CO		742718109	158	2000	SH		SOLE	
QWEST COMM INTL INC		749121109	6	412	SH		SOLE	
RF MICRO DEVICES INC		749941100	8	400	SH		SOLE	
SUN MICROSYSTEMS INC		866810104	7	600	SH		SOLE	
TXU CORP		873168108	94	2000	SH		SOLE	
CISCO SYS INC		17275R102	4	200	SH		SOLE	
JDS UNIPHASE CORP		46612J101	2	200	SH		SOLE	
JUNIPER NETWORKS		48203R104	2	100	SH		SOLE	
MERISTAR HOSPITALITY		58984Y103	12	847	SH		SOLE	
WORLDCOM INC GA NEW		98157D106	20	1395	SH		SOLE	
WORLDCOM INC GA (MCI)		98157D304	1	55	SH		SOLE	
AMDOCS LIMITED		G02602103	11	325	SH		SOLE	
FLEXTRONICS INTL INC		Y2573F102	14	600	SH		SOLE	
GRAND TOTALS			310259	6653779				
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