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BANCORPSOUTH INC
Form 13F-HR
May 15, 2003

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, 2002

Check here if Amendment [] ; Amendment Number _____

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: James C. Kelly, Jr.
Title: Vice President and Trust Operations Manager
Phone: (601) 944-3583
Signature, Place, and Date of Signing:

| | | |
|-------------------------|----------------------|-------------|
| /s/ James C. Kelly, Jr. | Jackson, Mississippi | May 9, 2003 |
| ----- | ----- | ----- |
| [Signature] | [City, State] | [Date] |

EXPLANATORY NOTE:

This Form 13F was timely filed by BancorpSouth, Inc. on May 7, 2002 for the three months ended March 31, 2002, but was inadvertently filed under the Form 13F File Number ("File Number") of First United Bancshares, Inc. rather than under BancorpSouth's File Number. First United Bancshares was merged with and into BancorpSouth on August 31, 2000. BancorpSouth is re-filing this Form 13F under the correct File Number of BancorpSouth.

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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).)

List of Other Managers Reporting for this Manager: None.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 525

Form 13F Information Table Value Total: \$381,880
(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. NONE.

FORM 13F INFORMATION TABLE

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGERS |
|---------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|----------------|
| DAIMLERCHRYSLER AG | ORD | D1668R123 | 2 | 49 | SH | | SOLE | |
| ACE LIMITED | | G0070K103 | 114 | 2755 | SH | | SOLE | |
| GLOBAL SANTAFE CORP | | G3930E101 | 96 | 2955 | SH | | SOLE | |
| TRANSOCEAN SEDCO | | | | | | | | |
| FOREX INC | | G90078109 | 12 | 373 | SH | | SOLE | |
| TRANSOCEAN SEDCO | | | | | | | | |
| FOREX INC | | G90078109 | 2 | 77 | SH | | DEFINED | |
| A F L A C INC | | 001055102 | 194 | 6600 | SH | | SOLE | |
| AGL RESOURCES, INC | | 001204106 | 25 | 1090 | SH | | SOLE | |

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|-------------------------------|-----------|-----------|------|-------|----|---------|
| AES CORPORATION | | 00130H105 | 15 | 1740 | SH | SOLE |
| AOL TIME WARNER | | 00184A105 | 203 | 8610 | SH | SOLE |
| AOL TIME WARNER | | 00184A105 | 21 | 900 | SH | DEFINED |
| AT&T CORP | | 001957109 | 621 | 39558 | SH | SOLE |
| AT&T CORP | | 001957109 | 9 | 599 | SH | DEFINED |
| AT&T WIRELESS SVCS INC | | 00209A106 | 107 | 11971 | SH | SOLE |
| AT&T WIRELESS SVCS INC | | 00209A106 | 1 | 192 | SH | DEFINED |
| ABBOTT LAB | | 002824100 | 1545 | 29379 | SH | SOLE |
| ABBOTT LAB | | 002824100 | 299 | 5688 | SH | DEFINED |
| ADAMS EXPRESS CO | COM | 006212104 | 136 | 9692 | SH | SOLE |
| ADVANCED MICRO DEVICES INC | | 007903107 | 34 | 2350 | SH | SOLE |
| ADVANCED MICRO DEVICES INC | | 007903107 | 2 | 200 | SH | DEFINED |
| ADVANCED ENVIRON RECYCLING | | 007947104 | 16 | 7000 | SH | SOLE |
| AETNA INC | TCL A COM | 00817Y108 | 7 | 200 | SH | DEFINED |
| AGILENT TECHNOLOGIES, INC | | 00846U101 | 135 | 3881 | SH | SOLE |
| AGILENT TECHNOLOGIES, INC | | 00846U101 | 3 | 100 | SH | DEFINED |
| AGNICO EAGLE MINES | | 008474108 | 6 | 500 | SH | SOLE |
| AIR PRODS & CHEMS INC | COM | 009158106 | 20 | 400 | SH | DEFINED |
| ALCOA INC | | 013817101 | 63 | 1681 | SH | SOLE |
| ALCOA INC | | 013817101 | 15 | 400 | SH | DEFINED |
| ALLEGHENY ENERGY INC | | 017361106 | 8 | 200 | SH | SOLE |
| ALLIANCE CAP MGMT HLDG L P | | 01855A101 | 139 | 3000 | SH | SOLE |
| ALLIANCE CAP MGMT HLDG L P | | 01855A101 | 92 | 2000 | SH | DEFINED |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGE |
|---|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|--------------|
| ALLIED CAP CORP | NEW COM | 01903Q108 | 8 | 300 | SH | | SOLE | |
| ALLSTATE CORP | COMMON | 020002101 | 226 | 5992 | SH | | SOLE | |
| ALLSTATE CORP | COMMON | 020002101 | 22 | 604 | SH | | DEFINED | |
| ALLTEL CORP | | 020039103 | 297 | 5364 | SH | | SOLE | |
| ALLTEL CORP | | 020039103 | 605 | 10900 | SH | | DEFINED | |
| AMERICAN ELECTRIC POWER | | 025537101 | 219 | 4760 | SH | | SOLE | |
| AMERICAN ELECTRIC POWER | | 025537101 | 22 | 498 | SH | | DEFINED | |
| AMER EXPRESS CO | | 025816109 | 114 | 2800 | SH | | SOLE | |
| AMERICAN INTERNATIONAL GROUP, INC | | 026874107 | 20 | 284 | SH | | SOLE | |
| AMERICAN INTERNATIONAL GROUP, INC | | 026874107 | 10 | 150 | SH | | DEFINED | |
| AMERICAN SPECTRUM REALTY INC | | 02970Q104 | 4 | 591 | SH | | SOLE | |

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|-----------------------|---------------|-----------|------|--------|----|---------|
| AMERUS LIFE HOLDINGS | | 03072M108 | 27 | 712 | SH | SOLE |
| AMGEN INC | | 031162100 | S | 100 | SH | SOLE |
| AMGEN INC | | 031162100 | 11 | 200 | SH | DEFINED |
| AMSOUTH | | | | | | |
| BANCORPORATION | | 032165102 | 4165 | 189591 | SH | SOLE |
| ANADARKO PETE CORP | | 032511107 | 82 | 1464 | SH | DEFINED |
| ANHEUSER-BUSCH | | | | | | |
| COMPANIES | | 035229103 | 1408 | 26979 | SH | SOLE |
| ANHEUSER-BUSCH | | | | | | |
| COMPANIES | | 035229103 | 187 | 3600 | SH | DEFINED |
| APARTMENT INVT & | | | | | | |
| MGMT CO | CL A | 03748R101 | 53 | 1100 | SH | SOLE |
| APPLE COMP INC | | 037833100 | 75 | 3200 | SH | DEFINED |
| APPLIED MATERIALS INC | | 038222105 | 352 | 6500 | SH | SOLE |
| ARCHER-DANIELS-MIDLA | | | | | | |
| ND COMPANY | | 039483102 | 3 | 279 | SH | SOLE |
| ARVINMERITOR | | 043353101 | 4 | 168 | SH | SOLE |
| AT HOME | | 045919107 | 3 | 3800 | SH | DEFINED |
| AUTO DATA PROCESS | | 053015103 | 303 | 5200 | SH | SOLE |
| AUTO DATA PROCESS | | 053015103 | 186 | 3200 | SH | DEFINED |
| AUTOZONE | | 053332102 | 68 | 1000 | SH | SOLE |
| AUTOZONE | | 053332102 | 36 | 530 | SH | DEFINED |
| AVAYA INC | | 053499109 | 1 | 235 | SH | SOLE |
| AVON PRODUCTS INC | COM | 054303102 | 38 | 700 | SH | SOLE |
| AXA-UAP ADR | | 054536107 | 5 | 236 | SH | SOLE |
| AXCELIS | | | | | | |
| TECHNOLOGIES INC | | 054540109 | 31 | 2181 | SH | SOLE |
| BP AMOCO PLC | SPONSORED ADR | 055622104 | 716 | 13502 | SH | SOLE |
| BP AMOCO PLC | SPONSORED ADR | 055622104 | 251 | 4736 | SH | DEFINED |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVTMT DCRETN |
|---------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|---------------|
| BANCORP MS | | 05969210X | 551 | 28000 | SH | | SOLE |
| BANCORPSOUTH INC | | 059692103 | 16448 | 834534 | SH | | SOLE |
| BANCORPSOUTH INC | | 059692103 | 2839 | 144047 | SH | | DEFINED |
| BANKAMERICA CORP | NEW COM | 060505104 | 1399 | 20570 | SH | | SOLE |
| BANKAMERICA CORP | NEW COM | 060505104 | 102 | 1510 | SH | | DEFINED |
| BANK OF THE OZARKS, INC | | 063904106 | 705 | 23800 | SH | | DEFINED |
| BANK OF NEW YORK | | 064057102 | 117 | 2805 | SH | | SOLE |
| BANK ONE CORP | COM | 06423A103 | 136 | 3268 | SH | | SOLE |
| BANK ONE CORP | COM | 06423A103 | 61 | 1482 | SH | | DEFINED |
| BAXTER INTL INC | | 071813109 | 277 | 4665 | SH | | SOLE |
| BEAR STEARNS COS INC | | 073902108 | 72 | 1157 | SH | | SOLE |
| BELLSOUTH CORP | | 079860102 | 1427 | 38738 | SH | | SOLE |
| BELLSOUTH CORP | | 079860102 | 26 | 732 | SH | | DEFINED |
| BERKSHIRE HATHAWAY "A" | | 084670108 | 71 | 1 | SH | | SOLE |
| BERKSHIRE HATHAWAY INC | DEL CL B | 084670207 | 7 | 3 | SH | | DEFINED |
| BIOGEN N V | | 090597105 | 49 | 1000 | SH | | SOLE |
| BLACKROCK INVT | | | | | | | |
| QUALITY MUNI TR INC | | 09247D105 | 39 | 3000 | SH | | SOLE |
| MF BLACKROCK INCOME TRUST | | 09247F100 | 22 | 3000 | SH | | SOLE |

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|----------------------------------|--------------------|-----------|------|-------|----|---------|
| BLACKSTONE INVESTMENT | QUALITY TERM TRUST | 09247J102 | 38 | 4155 | SH | SOLE |
| BLOCK H & R INC | COM | 093671105 | 101 | 2285 | SH | SOLE |
| BOEING INC | | 097023105 | 201 | 4180 | SH | SOLE |
| BOEING INC | | 097023105 | 19 | 400 | SH | DEFINED |
| BOWATER INC | | 102183100 | 117 | 2365 | SH | SOLE |
| BRISTOL MYERS SQUIBB CO | | 110122108 | 1162 | 28722 | SH | SOLE |
| BRISTOL MYERS SQUIBB CO | | 110122108 | 190 | 4700 | SH | DEFINED |
| BULL RUN CORP GEORGIA BURLINGTON | | 120182100 | 3 | 3400 | SH | SOLE |
| NORTHERN/ SANTA FE CORP | | 12189T104 | 28 | 930 | SH | SOLE |
| CBRL GROUP INC | COM | 12489V106 | 21 | 750 | SH | SOLE |
| CIGNA CORPORATION | | 125509109 | 45 | 450 | SH | SOLE |
| CLECO CORP | COM | 12561W105 | 9 | 400 | SH | SOLE |
| CADBURY SCHWEPPEES PLC | ADR | 127209302 | 33 | 1200 | SH | SOLE |
| CALLAWAY GOLF CO | | 131193104 | 3 | 200 | SH | SOLE |
| CAMPBELL SOUP CO | COM | 134429109 | 10 | 400 | SH | SOLE |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTHE MANAG |
|-------------------------------|-----------------|-----------|-----------------|-----------------|---------|-----------|----------------|------------|
| CAPITAL ONE FINL CORP | COM | 14040H105 | 468 | 7345 | SH | | SOLE | |
| CARDINAL HEALTH INC | COM | 14149Y108 | 31 | 447 | SH | | SOLE | |
| CATERPILLAR INC | | 149123101 | 238 | 4200 | SH | | SOLE | |
| CELL PATHWAYS INC | | 15114R101 | 0 | 100 | SH | | SOLE | |
| CENTURYTEL, INC | | 156700106 | 166 | 4902 | SH | | SOLE | |
| CERTEGY INC | | 156880106 | 3 | 100 | SH | | SOLE | |
| CHARTER COMMUNICATIONS INC | DEL CL A | 16117M107 | 6 | 600 | SH | | SOLE | |
| CHEVRONTEXACO CORP | | 166764100 | 1717 | 19024 | SH | | SOLE | |
| CHEVRONTEXACO CORP | | 166764100 | 69 | 770 | SH | | DEFINED | |
| CHOICEPOINT INC | | 170388102 | 3 | 60 | SH | | SOLE | |
| CHUBB CORPORATION | | 171232101 | 402 | 5500 | SH | | SOLE | |
| CISCO SYS INC | | 17275R102 | 711 | 42010 | SH | | SOLE | |
| CISCO SYS INC | | 17275R102 | 44 | 2600 | SH | | DEFINED | |
| CITIGROUP, INC | | 172967101 | 909 | 18372 | SH | | SOLE | |
| CITIGROUP, INC | | 172967101 | 409 | 8263 | SH | | DEFINED | |
| COCA COLA BOTTLING CO CONS | COM | 191098102 | 23 | 470 | SH | | SOLE | |
| COCA COLA CO | | 191216100 | 1805 | 34555 | SH | | SOLE | |
| COCA COLA CO | | 191216100 | 329 | 6300 | SH | | DEFINED | |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 73 | 3900 | SH | | SOLE | |
| COLGATE-PALMOLIVE CO | | 194162103 | 11 | 200 | SH | | DEFINED | |
| COLONIAL HIGH INCOME COMCAST | MUNICIPAL TRUST | 195743109 | 1 | 200 | | | SOLE | |
| COMPAQ COMPUTER CORP | | 200300200 | 25 | 800 | SH | | DEFINED | |
| COMPUTER ASSOC INTL INC | COM | 204493100 | 212 | 20315 | SH | | SOLE | |
| COMPUTER SCIENCES CORPORATION | COMMON | 204912109 | 17 | 800 | SH | | SOLE | |
| CONAGRA FOODS INC | COM | 205363104 | 5 | 99 | SH | | DEFINED | |
| | | 205887102 | | 200 | SH | | DEFINED | |

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|-------------------------|---------------|-----------|----|------|----|---------|
| CONECTIV INC | COM | 206829103 | 1 | 675 | SH | SOLE |
| CONEXANT SYS INC | COM | 207142100 | | 176 | SH | SOLE |
| CONOCO INC | | 208251504 | 1 | 395 | SH | SOLE |
| CONSECO | | 208464107 | | 560 | SH | DEFINED |
| CONSECO STRATEGIC INC | FD SH BEN INT | 20847A102 | | 866 | SH | SOLE |
| CONSOLIDATED EDISON INC | COM | 209115104 | 58 | 1400 | SH | SOLE |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGE |
|----------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|--------------|
| CONSTELLATION ENERGY CORP | | 210371100 | 12 | 400 | SH | | DEFINED | |
| COOPER TIRE & RUBBER CO | | 216831107 | 21 | 1000 | SH | | SOLE | |
| COOPER TIRE & RUBBER CO | | 216831107 | 2 | 100 | SH | | DEFINED | |
| CORNING INC | | 219350105 | 13 | 1800 | SH | | SOLE | |
| CORRECTIONS CORP OF AMERICA | | 22025Y308 | 1 | 60 | SH | | SOLE | |
| CORRECTIONS CORP OF AMERICA | | 22025Y407 | 11 | 880 | SH | | SOLE | |
| CYPRESS SEMICONDUCTOR | | 232806109 | 11 | 500 | SH | | SOLE | |
| DPL INC | COM | 233293109 | 50 | 1985 | SH | | SOLE | |
| DANA CORP | | 235811106 | 18 | 866 | SH | | SOLE | |
| DANKA BUSINESS SYS PLC | SPONSORED ADR | 236277109 | 19 | 5000 | SH | | SOLE | |
| DELL COMPUTER | | 247025109 | 442 | 16945 | SH | | SOLE | |
| DELL COMPUTER | | 247025109 | 28 | 1100 | SH | | DEFINED | |
| DELPHI AUTO SYSTEMS | | 247126105 | 5 | 343 | SH | | SOLE | |
| DELTA & PINE LD CO | COM | 247357106 | 13 | 709 | SH | | SOLE | |
| DELTA AIRLINES INC | | 247361108 | 6 | 200 | SH | | SOLE | |
| DELTIC TIMBER INC | | 247850100 | 459 | 15188 | SH | | SOLE | |
| DELTIC TIMBER INC | | 247850100 | 19540 | 645971 | SH | | DEFINED | |
| DIAMOND OFFSHORE DRILLING INC | | 25271C102 | 1 | 50 | SH | | SOLE | |
| WALT DISNEY CO | | 254687106 | 17 | 760 | SH | | SOLE | |
| WALT DISNEY CO | | 254687106 | 13 | 600 | SH | | DEFINED | |
| DOMINION RES INC | VA NEW | 25746U109 | 88 | 1364 | SH | | SOLE | |
| DONNELLEY RR & SONS | | 257867101 | 24 | 800 | SH | | SOLE | |
| DOW CHEMICAL CO | | 260543103 | 557 | 17024 | SH | | SOLE | |
| DOW CHEMICAL CO | | 260543103 | 15 | 483 | SH | | DEFINED | |
| DREYFUS STRATEGIC MUNICIPALS INC | | 261932107 | 20 | 2086 | | | SOLE | |
| DREYFUS MUNICIPAL INCOME INC | | 26201R102 | 15 | 1832 | | | SOLE | |
| DREYFUS STRATEGIC MUN BD FD INC | | 26202F107 | 23 | 2841 | SH | | SOLE | |
| DU PONT EI D | | | | | | | | |
| NEMOURS & CO | | 263534109 | 202 | 4297 | SH | | SOLE | |
| DUKE ENERGY CORP | COM | 264399106 | 228 | 6054 | SH | | SOLE | |
| DUKE ENERGY CORP | COM | 264399106 | 7 | 200 | SH | | DEFINED | |
| DUN & BRADSTREET NW | | 26483E100 | 12 | 300 | SH | | SOLE | |
| DYNEX CAP INC | COM NEW | 26817Q506 | 0 | 106 | SH | | DEFINED | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN |
|---------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|----------------|
| EEX CORP | COM NEW | 26842V207 | 0 | 66 | SH | | SOLE |
| EMC CORP | | 268648102 | 48 | 4100 | SH | | SOLE |
| EMC CORP | | 268648102 | 47 | 4000 | SH | | DEFINED |
| E TRADE GROUP INC | | 269246104 | 37 | 4000 | SH | | SOLE |
| EASTMAN KODAK CO | | 277461109 | 31 | 1000 | SH | | SOLE |
| EASTMAN KODAK CO | | 277461109 | 0 | 26 | SH | | DEFINED |
| EATON CORP | COM | 278058102 | 133 | 1650 | SH | | SOLE |
| ECHOSTAR COMMUN | | 278762109 | 2 | 100 | SH | | SOLE |
| EDWARDS LIFESCIENCES CORP | | 28176E108 | 6 | 240 | SH | | SOLE |
| A.G. EDWARDS INC | | 281760108 | 116 | 2650 | SH | | SOLE |
| EL PASO CORPORATION | | 28336L109 | 112 | 2549 | SH | | SOLE |
| EL PASO CORPORATION | | 28336L109 | 8 | 200 | SH | | DEFINED |
| ELECTRONIC DATA SYS CORP | NEW | 285661104 | 108 | 1875 | SH | | SOLE |
| EMERSON ELECTRIC CO | | 291011104 | 137 | 2400 | SH | | SOLE |
| EMERSON ELECTRIC CO | | 291011104 | 20 | 350 | SH | | DEFINED |
| ENCORE WIRE CORP | COM | 292562105 | 345 | 20900 | SH | | SOLE |
| ENERGY EAST CORP | COM | 29266M109 | 4 | 200 | SH | | SOLE |
| ENGELHARD CORP | | 292845104 | 7 | 253 | SH | | DEFINED |
| ENTERASYS NETWORKS INC | | 293637104 | 0 | 200 | SH | | SOLE |
| ENERGY CORP | | 29364G103 | 246 | 5684 | 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 | 29476L107 | 12 | 436 | SH | | SOLE |
| EXELON CORP | | 30161N101 | 11 | 218 | SH | | DEFINED |
| EXXON MOBIL CORP | | 30231G102 | 9184 | 209594 | SH | | SOLE |
| EXXON MOBIL CORP | | 30231G102 | 1391 | 31756 | SH | | DEFINED |
| FPL GROUP INC | | 302571104 | 159 | 2675 | SH | | SOLE |
| FREDDIE MAC HMN LN | VOTING | | | | | | |
| MTG CORP | COM | 313400301 | 15 | 250 | SH | | SOLE |
| FNMA | COM | 313586109 | 111 | 1400 | SH | | SOLE |
| FEDERAL REALTY INVT TR | SH BEN INT NEW | 313747206 | 25 | 1000 | SH | | SOLE |
| FEDEX CORPORATION | | 31428X106 | 58 | 1000 | SH | | SOLE |
| FIRST DATA CORP | COM | 319963104 | 21 | 250 | SH | | DEFINED |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTHER MANAGERS |
|-------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|----------------|----------------|
| FIRST INDL RLTY TR INC | | 32054K103 | 15 | 450 | SH | | SOLE | |
| FIRST M & F CORP | | 320744105 | 30 | 1293 | SH | | SOLE | |
| FIRST TENNESSEE NATIONAL CORP | | 337162101 | 4976 | 142028 | SH | | SOLE | 14 |

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|--------------------------|-----------|-----------|------|--------|----|---------|--|----|
| FISERV INC | | 337738106 | 77 | 1675 | SH | SOLE | | |
| FIRST ENERGY CORP | COMMON | 337932107 | 3 | 100 | SH | SOLE | | |
| FLEET BOSTON CORP | | 339030108 | 61 | 1765 | SH | SOLE | | |
| FLUOR CORP | | 343412102 | 12 | 300 | SH | SOLE | | |
| FLUOR CORP | | 343412102 | 3 | 96 | SH | DEFINED | | |
| FOAMEX INT'L INC | | 344123104 | 195 | 20050 | SH | SOLE | | 2 |
| FORD MOTOR COMPANY | COMMON | 345370860 | 38 | 2334 | SH | SOLE | | |
| FORD MOTOR COMPANY | COMMON | 345370860 | 14 | 874 | SH | DEFINED | | |
| GALLAGHER ARTHUR J & CO | | 363576109 | 82 | 2525 | SH | SOLE | | |
| GAP INC | DEL COM | 364760108 | 22 | 1500 | SH | SOLE | | |
| GATEWAY INC | | 367626108 | 2 | 430 | SH | SOLE | | |
| GENERAL ELECTRIC CO | | 369604103 | 4827 | 128918 | SH | SOLE | | 12 |
| GENERAL ELECTRIC CO | | 369604103 | 275 | 7345 | SH | DEFINED | | |
| GENERAL MLS INC | COM | 370334104 | 35 | 720 | SH | SOLE | | |
| GENERAL MLS INC | COM | 370334104 | 0 | 20 | SH | DEFINED | | |
| GEN MTR CORP | | 370442105 | 40 | 673 | SH | SOLE | | |
| GENOME THERAPEUTICS CORP | COM | 372430108 | 5 | 1000 | SH | SOLE | | |
| GEORGIA PAC CORP | | 373298108 | 60 | 2020 | SH | SOLE | | |
| GERON CORP | COM | 374163103 | 2 | 300 | SH | SOLE | | |
| GILLETTE CO | | 375766102 | 148 | 4361 | SH | SOLE | | |
| GILLETTE CO | | 375766102 | 125 | 3685 | SH | DEFINED | | |
| GLAXO | SPONSORED | | | | | | | |
| WELLCOME PLC | ADR | 37733W105 | 31 | 669 | SH | SOLE | | |
| GLAXO | SPONSORED | | | | | | | |
| WELLCOME PLC | ADR | 37733W105 | 28 | 600 | SH | DEFINED | | |
| GLOBAL SPORTS INC | | 37937A107 | 0 | 29 | SH | SOLE | | |
| B F GOODRICH | | 382388106 | 12 | 400 | SH | DEFINED | | |
| GOODYEAR TIRE & RUBBER | | 382550101 | 15 | 618 | SH | SOLE | | |
| GREAT LAKES CHEM CORP | COM | 390568103 | 50 | 1785 | SH | DEFINED | | |
| GREAT PLAINS ENERGY INC | | 391164100 | 46 | 1855 | SH | SOLE | | |
| GUIDANT CORP | COM | 401698105 | 151 | 3500 | SH | SOLE | | |
| HCA- THE HEALTHCARE CO | | 404119109 | 6 | 150 | SH | SOLE | | |
| HCA- THE HEALTHCARE CO | | 404119109 | 55 | 1250 | SH | DEFINED | | |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGERS | --- |
|----------------|----------------|-------|-----------------|-----------------|---------|-----------|-----------------|----------------|-----|
|----------------|----------------|-------|-----------------|-----------------|---------|-----------|-----------------|----------------|-----|

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| | | | | | | | |
|---------------------|-------|-----------|------|--------|----|---------|--|
| HCB | | | | | | | |
| BANCSHARES INC | COM | 40413N106 | 22 | 1500 | SH | SOLE | |
| HALLIBURTON CO | COM | 406216101 | 14 | 850 | SH | SOLE | |
| HALLIBURTON CO | COM | 406216101 | 10 | 600 | SH | DEFINED | |
| HANCOCK FABRICS | | 409900107 | 28 | 1600 | SH | SOLE | |
| CAP | | | | | | | |
| HANCOCK HLDG CO | VALUE | 410120109 | 155 | 2897 | SH | SOLE | |
| JOHN HANCOCK | | 41014S106 | 12 | 319 | SH | SOLE | |
| HARRIS CORP | | 413875105 | 53 | 1494 | SH | SOLE | |
| HARTFORD FNCL | | | | | | | |
| SV GRP INC | COM | 416515104 | 13 | 200 | SH | DEFINED | |
| HASBRO, INC | | 418056107 | 12 | 787 | SH | DEFINED | |
| HATTERAS | | | | | | | |
| INCOME SECS INC | COM | 419025101 | 2 | 200 | SH | SOLE | |
| HEALTHSOUTH | | | | | | | |
| CORP | | 421924101 | 181 | 12665 | SH | SOLE | |
| HEINZ H J CO | COM | 423074103 | 11 | 273 | SH | SOLE | |
| HEWLETT | | | | | | | |
| PACKARD CO | | 428236103 | 167 | 9322 | SH | SOLE | |
| HEWLETT | | | | | | | |
| PACKARD CO | | 428236103 | 7 | 400 | SH | DEFINED | |
| HIBERNIA CORP | | 428656102 | 6694 | 350685 | SH | SOLE | |
| HIBERNIA CORP | | 428656102 | 17 | 900 | SH | DEFINED | |
| HIGH INCOME | | | | | | | |
| OPPORTUNITY FD | | 42967Q105 | 18 | 2500 | SH | SOLE | |
| HIGHLANDS | | | | | | | |
| INS GROUP | | 431032101 | 0 | 12000 | SH | SOLE | |
| HOME DEPOT | | 437076102 | 74 | 1532 | SH | DEFINED | |
| HONEYWELL | | | | | | | |
| INTL INC | | 438516106 | 215 | 5620 | SH | SOLE | |
| HUBBELL INC | CL B | 443510201 | 32 | 1000 | SH | SOLE | |
| ICN | | | | | | | |
| PHARMACEUTICALS INC | COM | 448924100 | 16 | 525 | SH | SOLE | |
| ILLINOIS TOOL | | | | | | | |
| WORKS INC | | 452308109 | 5 | 76 | SH | SOLE | |
| ILLINOIS TOOL | | | | | | | |
| WORKS INC | | 452308109 | 18 | 250 | SH | DEFINED | |
| IMATION CORP | | | | | | | |
| INTEL CORP | CAP | 45245A107 | 1 | 46 | SH | SOLE | |
| INTEL CORP | CAP | 458140100 | 1192 | 39234 | SH | SOLE | |
| INTEL CORP | CAP | 458140100 | 145 | 4780 | SH | DEFINED | |
| IBM CORP | | 459200101 | 3459 | 33264 | SH | SOLE | |
| IBM CORP | | 459200101 | 132 | 1275 | SH | DEFINED | |
| INTL PAPER CO | | | | | | | |
| INTL PAPER CO | | 460146103 | 126 | 2948 | SH | SOLE | |
| INTL PAPER CO | | 460146103 | 62 | 1450 | SH | DEFINED | |
| INTUIT | | 461202103 | 109 | 2855 | SH | SOLE | |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGERS |
|-----------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|----------------|
| JDS UNIPHASE CORP | COM | 46612J101 | 0 | 120 | SH | | SOLE | |
| J P MORGAN | | 46625H100 | 103 | 2894 | SH | | SOLE | |
| CHASE & CO | | 46625H100 | 66 | 1875 | SH | | DEFINED | |
| J P MORGAN | | 46625H100 | | | | | | |
| CHASE & CO | | 46625H100 | | | | | | |
| JEFFERSON PILOT CORPORATION | | 475070108 | 22 | 450 | SH | | DEFINED | |

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|--------------------|------|-----------|------|-------|----|--|---------|--|
| JOHNSON & JOHNSON | | 478160104 | 3431 | 52826 | SH | | SOLE | |
| JOHNSON & JOHNSON | | 478160104 | 610 | 9400 | SH | | DEFINED | |
| JOHNSON | | | | | | | | |
| CONTROLS INC | | 478366107 | 79 | 905 | SH | | SOLE | |
| K MART CORP | COM | 482584109 | 1 | 1000 | SH | | SOLE | |
| KELLOGG CO | | 487836108 | 6 | 200 | SH | | SOLE | |
| KERR-MCGEE | | | | | | | | |
| CORPORATION INC | | 492386107 | 1 | 25 | SH | | SOLE | |
| KIMBERLY-CLARK | | | | | | | | |
| CORP | | 494368103 | 19 | 300 | SH | | SOLE | |
| KIMBERLY-CLARK | | | | | | | | |
| CORP | | 494368103 | 25 | 400 | SH | | DEFINED | |
| KINDER MORGAN | | | | | | | | |
| ENERGY PARTNERS, | | | | | | | | |
| L.P. | | 494550106 | 7 | 232 | SH | | SOLE | |
| KROGER CO | | 501044101 | 20 | 908 | SH | | SOLE | |
| LACLEDE GROUP INC | | 505597104 | 6 | 300 | SH | | SOLE | |
| LACLEDE GROUP INC | | 505597104 | 20 | 900 | SH | | DEFINED | |
| ESTEE LAUDER CO | | 518439104 | 20 | 600 | SH | | DEFINED | |
| LEAR CORP | COM | 521865105 | 4 | 100 | SH | | SOLE | |
| LEHMAN BROTHERS | | | | | | | | |
| HOLDINGS | COM | 524908100 | 162 | 2520 | SH | | SOLE | |
| LEVEL 3 | | | | | | | | |
| COMMUNICATIONS | | | | | | | | |
| INC | | 52729N100 | 21 | 6037 | SH | | SOLE | |
| NEW | | | | | | | | |
| LEXMARK INTL | CL A | 529771107 | 102 | 1790 | SH | | SOLE | |
| THE LIBERTY | | | | | | | | |
| CORPORATION | | 530370105 | 135 | 3400 | SH | | SOLE | |
| LIFEPOINT HOSPS | | | | | | | | |
| INC | | 53219L109 | 2 | 65 | SH | | DEFINED | |
| ELI LILLY & CO | | 532457108 | 727 | 9550 | SH | | SOLE | |
| ELI LILLY & CO | | 532457108 | 114 | 1500 | SH | | DEFINED | |
| LINCOLN NATIONAL | | | | | | | | |
| CORP | IND | 5341B7109 | 30 | 600 | SH | | SOLE | |
| LOUISIANA PAC CORP | COM | 546347105 | 10 | 1016 | SH | | SOLE | |
| LOWES CO INC | | 548661107 | 336 | 7745 | SH | | SOLE | |
| LUCENT | | | | | | | | |
| TECHNOLOGIES | | 549463107 | 157 | 33291 | SH | | SOLE | |
| LUCENT | | | | | | | | |
| TECHNOLOGIES | | 549463107 | 11 | 2450 | SH | | DEFINED | |
| M & T BANK CORP | | 55261F104 | 160 | 2000 | SH | | SOLE | |
| NFS INTER INCOME | | | | | | | | |
| TR SH BEN INT | | 55273C107 | 39 | 5900 | SH | | SOLE | |
| MGNA ENTMT CORP | | 559211107 | 0 | 20 | SH | | SOLE | |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTHER MANAGERS |
|--------------------|----------------|-----------|-----------------|-----------------|---------|-----------|----------------|----------------|
| MANULIFE FINANCIAL | | | | | | | | |
| CORP | | 56501R106 | 659 | 24019 | SH | | SOLE | |
| MARSH & MCLENNAN | | 571748102 | 67 | 600 | SH | | SOLE | |
| MASCO CORPORATION | | 574599106 | 0 | 14 | SH | | SOLE | |
| MASSEY ENERGY | | | | | | | | |
| CORP | | 576206106 | 6 | 396 | SH | | SOLE | |
| MCCORMICK & CO | | 579780206 | 122 | 2400 | SH | | SOLE | |

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| | | | | | | | | |
|--|-----|-----------|------|-------|----|--|---------|----|
| MCDATA CORP | | 580031201 | 0 | 73 | SH | | DEFINED | |
| MCDONALD'S CORP | | 580135101 | 99 | 3600 | SH | | SOLE | 3 |
| MCDONALD'S CORP | | 580135101 | 16 | 600 | SH | | DEFINED | |
| MCGRAW HILL COS INC | | 580645109 | 17 | 250 | SH | | DEFINED | |
| MEDTRONIC INC | COM | 585055106 | 65 | 1460 | SH | | SOLE | 1 |
| MELLON FINL CORP | | 58551A108 | 38 | 1000 | SH | | SOLE | 1 |
| MERCK & CO INC | | 589331107 | 2071 | 35970 | SH | | SOLE | 34 |
| MERCK & CO INC | | 589331107 | 230 | 4000 | SH | | DEFINED | 3 |
| MERRILL LYNCH & CO INC | | 590188108 | 17 | 320 | SH | | SOLE | |
| METLIFE INC | COM | 59156R108 | 64 | 2049 | SH | | SOLE | 2 |
| MICROSOFT CORP | | 594918104 | 1014 | 16820 | SH | | SOLE | 16 |
| MICROSOFT CORP | | 594918104 | 24 | 400 | SH | | DEFINED | |
| MICRON TECHNOLOGY | | 595112103 | 65 | 2000 | SH | | SOLE | 2 |
| MID-AMERICA | | | | | | | | |
| APARTMENT CMNTYS | | 59522J103 | 26 | 1000 | SH | | DEFINED | 1 |
| MIDAS GROUP INC | | 595626102 | 9 | 666 | SH | | SOLE | |
| MILLER HERMAN INC | COM | 600544100 | 92 | 3880 | SH | | SOLE | 3 |
| MINNESOTA MNG & MFC CO | | 604059105 | 134 | 1166 | SH | | SOLE | 1 |
| MIRANT CORP | | 604675108 | 55 | 3849 | SH | | SOLE | 3 |
| MIRANT CORP | | 604675108 | 21 | 1455 | SH | | DEFINED | 1 |
| MISSISSIPPI CHEMICAL CORP | | 605288208 | 4 | 1492 | SH | | SOLE | 1 |
| MOODYS CORP | | 615369105 | 12 | 300 | SH | | SOLE | |
| MORGAN STANLEY DEAN WITTER | | | | | | | | |
| DISCOVER & CO | | 617446449 | 231 | 4040 | SH | | SOLE | 4 |
| MORGAN STANLEY DEAN WITTER | | | | | | | | |
| DISCOVER & CO | | 617446448 | 14 | 260 | SH | | DEFINED | |
| MORGAN STANLEY DEAN WITTER | | | | | | | | |
| HI INCOME ADV TR II | | 61745P304 | 1 | 1700 | SH | | SOLE | 1 |
| MOTOROLA INC | | 620076109 | 250 | 17643 | SH | | SOLE | 17 |
| MOTOROLA INC | | 620076109 | 110 | 7766 | SH | | DEFINED | 7 |
| MUNICIPAL MORTGAGE & EQUITY LLC -- GROWTH SH | | | | | | | | |
| MUNIVEST FD INC | COM | 62624B101 | 96 | 4000 | SH | | SOLE | 4 |
| | | 626295109 | 42 | 5000 | | | SOLE | 5 |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTHER MANAGERS | -- S |
|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|----------------|----------------|------|
| MUNIYIELD INSURED | | 62630E107 | 43 | 3200 | | | SOLE | | |
| MURPHY OIL CORP | COM | 626717102 | 5055 | 52661 | SH | | SOLE | | 5 |
| MURPHY OIL CORP | COM | 626717102 | 223070 | 2323653 | SH | | DEFINED | | 103 |
| MYLAN LABORATORIES INC | | | | | | | | | |
| | | 628530107 | 124 | 4218 | SH | | SOLE | | |
| NBC CAP CORP | | 628729105 | 100 | 3372 | SH | | SOLE | | |
| NCR CORP NEW | | 62886E108 | 2 | 64 | SH | | SOLE | | |
| NASDAQ 100 TRUST | | 631100104 | 7 | 200 | SH | | SOLE | | |
| NELSON, THOMAS INC | | 640376109 | 2 | 187 | SH | | SOLE | | |
| NICOR INC | COM | 654086107 | 36 | 800 | SH | | SOLE | | |
| NIKE INC | CLASS B | 654106103 | 251 | 4195 | SH | | SOLE | | |

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|--|------|-----------|-----|-------|----|---------|
| NOBLE AFFILIATES INC | COM | 654894104 | 39 | 1000 | SH | SOLE |
| NOKIA CORP SPND | ADR | 654902204 | 33 | 1600 | SH | SOLE |
| NOBLE DRILLING CORP | COM | 655042109 | 12 | 300 | SH | SOLE |
| NORFOLK SO CORP | | 655844108 | 46 | 1934 | SH | SOLE |
| NORTEL NETWORK CORP NEW | | 656568102 | 22 | 5000 | SH | SOLE |
| NORTHERN TRUST COMPANY | NTRS | 665859104 | 106 | 1780 | SH | SOLE |
| NORTHERN TRUST COMPANY | NTRS | 665859104 | 240 | 4000 | SH | DEFINED |
| NORTHWESTERN CORPORATION | | 668074107 | 7 | 330 | SH | SOLE |
| NUVEEN INSD PREMIUM INCOME MUNI FD | | 6706D8104 | 4 | 338 | | SOLE |
| NUVEEN MUNICIPAL MARKET OPP | | 67062W103 | 48 | 3529 | | SOLE |
| OKLAHOMA GAS & ELEC ENERGY CORP | | 670837103 | 112 | 4700 | SH | SOLE |
| OKLAHOMA GAS & ELEC ENERGY CORP | | 670837103 | 16 | 700 | SH | DEFINED |
| NUVEEN MUN VALUE FD INC | | 670928100 | 21 | 2300 | | SOLE |
| NUVEEN INSD M OPP FD INC | | 670984103 | 46 | 3200 | | SOLE |
| NUVEEN PREMIER MUNICIPAL INC | | 670988104 | 22 | 1565 | SH | SOLE |
| OCCIDENTAL PETE COR DEL | | 674599105 | 14 | 500 | SH | SOLE |
| OLIN CORP | | 680665205 | 3 | 166 | SH | DEFINED |
| OMNICOM GROUP | | 681919106 | 66 | 700 | SH | SOLE |
| ORACLE SYSTEMS CORP | | 68389X105 | 222 | 17380 | SH | SOLE |
| ORACLE SYSTEMS CORP | | 68389X105 | 25 | 2000 | SH | DEFINED |
| PPG INDUSTRIES INC | | 693506107 | 32 | 600 | SH | SOLE |
| PACIFIC CENTURY CYBERWORKS | | 694059106 | 6 | 2473 | SH | DEFINED |
| PACTIV COPR | | 695257105 | 34 | 1747 | SH | SOLE |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVTMT DSCRETN | OTHER MANAGERS |
|------------------------|-------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|-------------------|
| PALM INC | | 696642107 | 5 | 1297 | SH | | DEFINED | |
| PENNEY J C INC | COM | 708160106 | 12 | 582 | SH | | SOLE | |
| PEOPLES ENERGY CORP | COM | 711030106 | 7 | 200 | SH | | SOLE | |
| PEOPLES ENERGY CORP | COM | 711030106 | 19 | 500 | SH | | DEFINED | |
| PEOPLES HLDQ CO | COM | 711148106 | 14 | 367 | SH | | SOLE | |
| PEPSIAMERICAS INC | | 71343P200 | 57 | 4000 | SH | | SOLE | 4 |
| PEPSICO INC | COM | 713448108 | 1726 | 33528 | SH | | SOLE | 33 |
| PEPSICO INC | COM | 713448108 | 161 | 3130 | SH | | DEFINED | 1 |
| PFIZER INC | | 717081103 | 3824 | 96265 | SH | | SOLE | 96 |
| PFIZER INC | | 717081103 | 131 | 3300 | SH | | DEFINED | 2 |
| PHARMACIA CORP | | 71713U102 | 840 | 18646 | SH | | SOLE | 18 |
| PHARMACIA CORP | | 71713U102 | 98 | 2180 | SH | | DEFINED | 1 |

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|-------------------|------|-----------|-----|------|----|---------|---|
| PHELPS DODGE CORP | COM | 717265102 | 0 | 20 | SH | SOLE | |
| PHELPS DODGE CORP | COM | 717265102 | 21 | 500 | SH | DEFINED | |
| PHILIP MORRIS | | | | | | | |
| COS INC | COM | 718154107 | 109 | 2075 | SH | SOLE | 2 |
| PHILLIPS PETE CO | | 718507106 | 137 | 2186 | SH | SOLE | 2 |
| PLACER DOME INC | | 725906101 | 2 | 170 | SH | SOLE | |
| PLUM CREEK | | | | | | | |
| TIMBER CO INC | | 729251108 | 44 | 1493 | SH | SOLE | 1 |
| POTLATCH CORP | COM | 737628107 | 5 | 150 | SH | SOLE | |
| POTOMAC ELECTRIC | | | | | | | |
| POWER CO | | 737679100 | 18 | 803 | SH | SOLE | |
| PRAXAIR INC | COM | 74005P104 | 17 | 300 | SH | DEFINED | |
| PRINCIPAL | | | | | | | |
| FINANCIAL | | | | | | | |
| GROUP | | 74251V102 | 39 | 1543 | SH | SOLE | 1 |
| PROCTER & | | | | | | | |
| GAMBLE CO | COM | 742718109 | 704 | 7817 | SH | SOLE | 7 |
| PROCTER & | | | | | | | |
| GAMBLE CO | COM | 742718109 | 458 | 5090 | SH | DEFINED | 3 |
| PROGRESS | | | | | | | |
| ENERGY INC | COM | 743263105 | 6 | 132 | SH | SOLE | |
| PRUDENTIAL | | | | | | | |
| FINANCIAL | | 744320102 | 145 | 4672 | SH | SOLE | 4 |
| PUBLIC STORAGE, | | | | | | | |
| INC | REIT | 74460D109 | 6 | 180 | SH | SOLE | |
| PUTNAM MANAGED | | | | | | | |
| MUNICIPAL INCOME | | | | | | | |
| TRUST | | 746823103 | 3 | 500 | | DEFINED | |
| QLOGIC CORP | COM | 747277101 | 12 | 250 | SH | SOLE | |
| QUALCOMM INC | | 747525103 | 7 | 200 | SH | SOLE | |
| QWEST | | | | | | | |
| COMMUNICATIONS | | | | | | | |
| INTL INC | COM | 749121109 | 17 | 2097 | SH | SOLE | 2 |
| RH DONNELLEY CORP | | 74955W307 | 1 | 60 | SH | SOLE | |
| RALCORP HOLDINGS | | | | | | | |
| NEW | COM | 751028101 | 1 | 66 | SH | DEFINED | |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGERS |
|----------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|----------------|
| RAYTHEON CO NEW | | 755111507 | 24 | 600 | SH | | SOLE | |
| REGIONS FNCL CORP | | 758940100 | 530 | 15457 | SH | | SOLE | |
| REGIONS FNCL CORP | | 758940100 | 61 | 1786 | SH | | DEFINED | |
| RELIANT ENERGY INC | | 75952J108 | 132 | 5123 | SH | | SOLE | |
| RELIANT ENERGY INC | | 75952J108 | 159 | 6201 | SH | | DEFINED | |
| REYNOLDS R J | | | | | | | | |
| TOB HLDGS INC | | 76182K105 | 98 | 1525 | SH | | SOLE | |
| RIVERSTONE | | | | | | | | |
| NETWORKS INC | | 769320102 | 0 | 102 | SH | | SOLE | |
| 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 | |
| ROUSE CO | COM | 779273101 | 3 | 100 | SH | | SOLE | |
| | NY REG | | | | | | | |

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|---------------------------------|-------------------|-----------|------|-------|----|---------|
| ROYAL DUTCH PETE CO | GLD1.25 NY REG | 780257804 | 211 | 3893 | SH | SOLE |
| ROYAL DUTCH PETE CO | GLD1.25 | 780257804 | 173 | 3200 | SH | DEFINED |
| RUBY TUESDAY INC | | 781182100 | 29 | 1260 | SH | DEFINED |
| SBC COMMUNICATIONS, INC | | 78387G103 | 1790 | 47846 | SH | SOLE |
| SBC COMMUNICATIONS, INC | | 78387G103 | 51 | 1380 | SH | DEFINED |
| SAFECO CORP | COM | 786429100 | 32 | 1000 | SH | SOLE |
| ST JUDE MEDICAL | | 790849103 | 121 | 1580 | SH | SOLE |
| ST PAUL COS INC | | 792860108 | 41 | 914 | SH | SOLE |
| SALOMON BROS 2008 WORLDWIDE | | 79548R103 | 10 | 1000 | SH | SOLE |
| SARA LEE CORP | COM | 803111103 | 16 | 800 | SH | SOLE |
| SCANA CORP NEW | | 80589M102 | 136 | 4467 | SH | SOLE |
| SCHERING PLOUGH CORP | COM | 806605101 | 597 | 19089 | SH | SOLE |
| SCHERING PLOUGH CORP | COM | 806605101 | 688 | 22000 | SH | DEFINED |
| SCHLUMBERGER LTD | COM | 806857108 | 114 | 1950 | SH | SOLE |
| THE CHARLES SCHWAB CORP | | 808513105 | 19 | 1500 | SH | SOLE |
| SCRIPPS EW INC NEW CL A | | 811054204 | 57 | 700 | SH | SOLE |
| SEARS ROEBUCK & CO | COM | 812387108 | 98 | 1920 | SH | SOLE |
| SEARS ROEBUCK & CO | COM | 812387108 | 8 | 167 | SH | DEFINED |
| SELIGMAN SELECT MUN FD INC | | 816344105 | 12 | 1250 | SH | SOLE |
| SEMPRA ENERGY | COM | 816851109 | 37 | 1503 | SH | SOLE |
| SERVICEMASTER COMPANY | COM | 81760N109 | 104 | 7593 | SH | SOLE |
| SHELBOURNE PROPERTIES I, INC | | 821373107 | 6 | 156 | SH | SOLE |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTHER MANAGERS |
|---------------------------------|-------------------|-----------|-----------------|-----------------|---------|-----------|----------------|----------------|
| SHELL TRANS & TRADING PLC | NEW YRK SH NEW | 822703609 | 79 | 1800 | SH | | DEFINED | |
| SHERWIN WILLIAMS CO | COM | 824348106 | 31 | 1100 | SH | | SOLE | |
| SIMMONS 1ST NATL CORP | CL A \$5 PAR | 828730200 | 214 | 6600 | SH | | SOLE | |
| SIMMONS 1ST NATL CORP | CL A \$5 PAR | 828730200 | 8 | 250 | SH | | DEFINED | |
| SIRIUS SATTELITE RADIO | | 82966U103 | 53 | 10000 | SH | | SOLE | |
| SMURFIT-STONE CONTAINER CORP | | 832727101 | 8 | 495 | SH | | SOLE | |
| SOLUTIA INC | COM | 834376105 | 28 | 3312 | SH | | SOLE | |
| SONY CORP | | 835699307 | 51 | 1000 | SH | | DEFINED | |
| SOUTHERN CO | COM | 842587107 | 514 | 19439 | SH | | SOLE | |
| SOUTHERN CO | COM | 842587107 | 97 | 3675 | SH | | DEFINED | |
| SPRINT CORP | COM FON GROUP | 852061100 | 840 | 55000 | SH | | SOLE | |

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| | | | | | | | | |
|-----------------------|-----|-----------|-----|-------|----|--|---------|--|
| STILLWELL | | | | | | | | |
| FINANCIAL INC | | 860831106 | 14 | 600 | SH | | SOLE | |
| SUN LIFE FINANCIAL | | 866796105 | 340 | 15729 | EH | | SOLE | |
| SUN MICROSYSTEMS | | 866810104 | 14 | 1700 | SH | | SOLE | |
| SUNGARD DATA | | | | | | | | |
| SYSTEMS | | 867363103 | 134 | 4090 | SH | | SOLE | |
| SUNOCO INC | | 86764P109 | 65 | 1628 | SH | | SOLE | |
| SUNTRUST BANKS INC | COM | 867914103 | 119 | 1788 | SH | | SOLE | |
| SYNOVUS FINL CORP | | 87161C105 | 34 | 1125 | SH | | SOLE | |
| TECO ENERGY INC | COM | 872375100 | 8 | 300 | SH | | SOLE | |
| TECO ENERGY INC | COM | 872375100 | 22 | 800 | SH | | DEFINED | |
| TJX COMPANIES | | 872540109 | 100 | 2500 | SH | | SOLE | |
| TXU CORP | | 873168108 | 190 | 3500 | SH | | SOLE | |
| TXU CORP | | 873168108 | 13 | 250 | SH | | DEFINED | |
| TARGET CORP | | 87612E106 | 266 | 6185 | SH | | SOLE | |
| TARGET CORP | | 87612E106 | 12 | 300 | SH | | DEFINED | |
| TELEPHONE & | | | | | | | | |
| DATA SYSTEMS INC | | 879433100 | 98 | 1115 | SH | | SOLE | |
| TELLABS INC | | | | | | | | |
| DELAWARE | | 879664100 | 9 | 900 | SH | | SOLE | |
| TELLABS INC | | | | | | | | |
| DELAWARE | | 879664100 | 2 | 200 | SH | | DEFINED | |
| TEMPLE INLAND INC | COM | 879868107 | 22 | 400 | SH | | SOLE | |
| TENNECO AUTOMOTIVE NW | | 880349105 | 0 | 150 | SH | | SOLE | |
| TEXAS BIOTECH | | 88221T104 | 0 | 100 | SH | | SOLE | |
| TEXAS INSTRUMENTS | | 882508104 | 39 | 1200 | SH | | SOLE | |
| TEXTRON INCORPORATED | | | | | | | | |
| COMM | | 883203101 | 17 | 336 | SH | | SOLE | |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTHER MANAGERS |
|--------------------|----------------|-----------|-----------------|-----------------|---------|-----------|----------------|----------------|
| THOMAS & BETTS | | | | | | | | |
| CORP | COM | 884315102 | 4 | 200 | SH | | SOLE | |
| THOMAS INDS INC | COM | 884425109 | 3 | 127 | SH | | SOLE | |
| 3 COM CORP | | 885535104 | 5 | 875 | SH | | DEFINED | |
| TIFFANY & CO NEW | | 886547108 | 78 | 2200 | SH | | SOLE | |
| TRIAD HOSPS INC | | 89579K109 | 2 | 65 | SH | | DEFINED | |
| TRIANGLE | | | | | | | | |
| PHARMACEUTICALS | | | | | | | | |
| INC | | 89589H104 | 5 | 1000 | SH | | SOLE | |
| TRICON GLOBAL | | | | | | | | |
| RESTAURANTS | COM | 895953107 | 74 | 1273 | SH | | SOLE | |
| TRIBUNE COMPANY | | 896047107 | 54 | 1200 | SH | | SOLE | |
| TRUSTMARK CORP | COM | 898402102 | 750 | 29723 | SH | | SOLE | |
| TYCO INTL LTD NEW | COM | 902124106 | 6 | 200 | SH | | DEFINED | |
| TYSON FOODS INC | CL A | 902494103 | 9 | 750 | SH | | SOLE | |
| TYSON FOODS INC | CL A | 902494103 | 187 | 15000 | SH | | DEFINED | |
| UGI CORP NEW | | 902681105 | 10 | 333 | SH | | SOLE | |
| USA TRUCK INC - | | | | | | | | |
| RESTRICTED | | 902925106 | 1115 | 86498 | SH | | SOLE | |
| UNION PACIFIC CORP | | 907818108 | 66 | 1065 | SH | | SOLE | |
| UNION PACIFIC CORP | | 907818108 | 245 | 3950 | SH | | DEFINED | |
| UNION PLANTERS | | | | | | | | |
| CORP | | 908068109 | 1263 | 26677 | SH | | SOLE | |

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|---------------------------|----------------------|-----------|------|-------|----|---------|
| UNION PLANTERS CORP | CONV PFD SER E 8% | 908068307 | 58 | 1000 | SH | SOLE |
| UNISYS CORP | | 909214108 | 6 | 540 | SH | SOLE |
| UNITED AUTO GROUP INC | COM | 909440109 | 227 | 10105 | SH | SOLE |
| VAN KAMPEN INCOME TR | | 920957107 | 2 | 450 | | SOLE |
| VERIZON COMMUNICATIONS | | 92343V104 | 1882 | 40846 | SH | SOLE |
| VERIZON COMMUNICATIONS | | 92343V104 | 139 | 3028 | SH | DEFINED |
| VIALINK CO | COM | 92552Q101 | 0 | 450 | SH | SOLE |
| VIACOM INC | CL B | 925524308 | 15 | 325 | SH | DEFINED |
| VISTEON CORP | | 92839U107 | 0 | 10 | SH | SOLE |
| VODAFONE GROUP PLC NEW | | 92857W100 | 79 | 4337 | SH | SOLE |
| W. P. CAREY & CO., LLC | | 92930Y107 | 57 | 2474 | SH | SOLE |
| WACHOVIA CORP 2ND NEW | | 929903102 | 417 | 11269 | SH | SOLE |
| WACHOVIA CORP 2ND NEW | | 929903102 | 18 | 500 | SH | DEFINED |
| WAL MART STORES INC | COM | 931142103 | 3502 | 57140 | SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 305 | 4986 | SH | DEFINED |
| WALGREEN CO | COM | 931422109 | 223 | 5700 | SH | SOLE |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVTMT DSCRETN | OTHER MANAGERS | -- S |
|---------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|----------------|----------------|------|
| WASHINGTON MUTUAL INC | | 939322103 | 19 | 600 | SH | | SOLE | | |
| WASTE MANAGEMENT INC NEW | | 94106L109 | 63 | 2347 | SH | | SOLE | | |
| WASTE MANAGEMENT INC NEW | | 94106L109 | 0 | 1 | SH | | DEFINED | | |
| WAUSAU-MOSINEE PAPER CORP CO | | 943315101 | 7 | 550 | SH | | SOLE | | |
| WEBMD CORP | | 94769M105 | 7 | 1000 | SH | | DEFINED | | |
| WEINGARTEN RLTY INVS | SH BEN INT | 948741103 | 51 | 1000 | SH | | SOLE | | |
| WELLS FARGO & CO NEW | | 949746101 | 146 | 2965 | SH | | SOLE | | |
| WELLS FARGO & CO NEW | | 949746101 | 12 | 250 | SH | | DEFINED | | |
| WESTERN RES INC | COM | 959425109 | 3 | 200 | SH | | SOLE | | |
| WEYERHAEUSER CO WHITNEY | COM COMMON | 962166104 | 238 | 3800 | SH | | SOLE | | |
| HOLDING CORP WILLIAMS | | 966612103 | 105 | 2120 | SH | | SOLE | | |
| COMMUN GRP WILLIAMS COMPANY | COMMON | 969455104 | 0 | 2430 | SH | | SOLE | | |
| WILLIAMS COMPANY | COMMON | 969457100 | 112 | 4757 | SH | | SOLE | | |
| WORLDCOM, INC | | 98157D106 | 2432 | 360884 | SH | | SOLE | | 36 |
| WORLDCOM, INC WORLDCOM INC | | 98157D106 | 9 | 1425 | SH | | DEFINED | | |

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| | | | | | | |
|--|-----------|--------|---------|----|-----------------|-----|
| GA KW MCI GROUP WORLD COM INC | 98157D304 | 80 | 13692 | SH | SOLE DEFINED | 1 |
| GA NW MCI GROUP WE WRIGLEY JR. COMPANY | 96157D304 | 0 | 30 | SH | | |
| XM SATELLITE | 982526105 | 117 | 2200 | SH | SOLE | |
| XCEL ENERGY INC | 983759101 | 344 | 25000 | SH | SOLE | 2 |
| ZIMMER HLDGS INC | 98389B100 | 67 | 2654 | SH | SOLE | |
| GRAND TOTALS | 98956P102 | 6 | 200 | SH | DEFINED | 586 |
| | | 381880 | 7685466 | | | |