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BANCORPSOUTH INC  
Form 13F-HR  
February 17, 2009

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, 2008

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: Cathy S. Freeman  
Title: Executive Vice President and Corporate Secretary  
Phone: (662) 680-2084

Signature Place and Date of Signing:

/s/ Cathy S. Freeman	Tupelo Mississippi	February 13, 2009
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[Signature]	[City State]	[Date]

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.

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## FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1  
 Form 13F Information Table Entry Total: 705  
 Form 13F Information Table Value Total: \$457,175  
 (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

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## FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
ASPEN INSURANCE HOLDINGS		G05384105	13	533	SH		SOLE
FOSTER WHEELER LTD		G36535139	4	169	SH		SOLE
FRONTLINE LDT F		G3682E127	15	500	SH		SOLE
HERBALIFE LTD	COMUSD SHS	G4412G101	57	2652	SH		SOLE
INGSOLL-RAND CO	CL A BERMUDA	G4776G101	75	4310	SH		SOLE
INVESCO LTD	SHS	G491BT108	183	12674	SH		SOLE
IPC HLDGS LTD	ORD	G4933P101	22	721	SH		SOLE
KNIGHTS BRIDGE TANKERS		G5299G106	7	500	SH		SOLE
MARVELL TECHNOLOGY GROUP		G5876H105	91	13622	SH		SOLE
SHIP FINANCE INTERNATIONAL LTD		G81075106	6	503	SH		SOLE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	0	19	SH		SOLE
WEATHERFORD INTL LTD	NEW (BERMUDA)	G95089101	78	7241	SH		SOLE
ACE LTD	SHS	H0023R105	155	2929	SH		SOLE
MILLICOM INTL CELLULAR	NEW	L6388F110	126	2801	SH		SOLE
DIANA SHIPPING INC		Y2066G104	6	500	SH		SOLE
EAGLE BULK SHIPPING INC	COM	Y2187A101	0	40	SH		SOLE
FLEXTRONICS INT'L		Y2573F102	61	24113	SH		SOLE
TEEKAY LNG PARTNERS L P		Y8564M105	8	500	SH		SOLE
ABB LTD		000375204	8	537	SH		SOLE
ACCO BRANDS CORP		00081T108	0	34	SH		SOLE
A F L A C INC		001055102	382	8327	SH		SOLE
AES CORPORATION		00130H105	1	69	SH		SOLE
AT&T INC	COM	00206R102	853	29913	SH		SOLE
AT&T INC	COM	00206R102	170	5980	SH		DEFIN
AU OPTRONICS CORP	SPONSORED ADR	002255107	36	4654	SH		SOLE

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AARON RENTS INC COM 002535201 26 959 SH SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN CALL	INVESTME DESCRETI
ABBOTT LAB		002824100	516	9662	SH	SOLE
ABBOTT LAB		002824100	213	4000	SH	DEFIN
ACTEL CORP	COM	004934105	17	1437	SH	SOLE
ACTIVISION INC	NEW	00507V109	1	114	SH	SOLE
ACTUANT CORP	CLASS A	00508X203	46	2415	SH	SOLE
ACXIOM CORP	COM	005125109	9	1052	SH	SOLE
ADOBE SYSTEMS INCORPORATED	DELAWARE	00724F101	160	7538	SH	SOLE
ADVISORY BRD CO		00762W107	27	1197	SH	SOLE
AETNA INC	COM	00817Y108	146	5114	SH	SOLE
AGILENT TECHNOLOGIES, INC.		00846U101	2	135	SH	SOLE
AGNICO EAGLE MINES		008474108	26	500	SH	SOLE
AIRGAS INC	COM	009363102	25	653	SH	SOLE
AIXTRON AKTIENGELELLSCHAFT	ADR	009606104	3	510	SH	SOLE
AKAMAI TECH		00971T101	102	6761	SH	SOLE
ALCOA INC		013817101	38	3370	SH	SOLE
ALCATEL LUCENT	SPONSORED ADR	013904305	0	71	SH	SOLE
ALLEGHENY ENERGY INC		017361106	2	66	SH	SOLE
ALLEGHENY TECHNOLOGIES		01741R102	81	3158	SH	SOLE
ALLERGAN INC		018490102	181	4484	SH	SOLE
ALLIANCEBERNSTEIN MUN INCOME FD		01864U106	93	9800		SOLE
ALLIANCEBERNSTEIN GLOBAL HIGH INCOME FUND INC		01879R106	19	2500	SH	SOLE
ALLIANT TECHSYSTEMS, INC		018804104	23	267	SH	SOLE
ALLIANCEBERNSTEIN INCOME FD		01881E101	13	1850	SH	SOLE
ALLIANCEBERNSTEIN HLDG LP		01881G106	3	166	SH	SOLE
ALLIED CAP CO FUND		01903Q108	3	1000	SH	SOLE
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	34	3409	SH	SOLE
ALLSTATE CORP	COMMON	020002101	233	7106	SH	SOLE
ALLSTATE CORP	COMMON	020002101	10	310	SH	DEFIN

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN CALL	INVESTME DESCRETI
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ALTRIA GROUP INC		02209S103	227	15049 SH	SOLE
AMAZON COMINC	COM	023135106	6	111 SH	SOLE
AMEREN CORP		023608102	22	669 SH	SOLE
AMERICA MOVIL SAB DE CV	SPON ADR L				
	SHS	02364W105	20	660 SH	SOLE
AMERICAN ELECTRIC POWER		025537101	292	8788 SH	SOLE
AMER EXPRESS CO		025816109	76	4086 SH	SOLE
AMERICAN INTERNATIONAL GROUP, INC		026874107	11	7100 SH	SOLE
AMERICAN TOWER CORP	CL A	029912201	129	4391 SH	SOLE
AMERISOURCEBERGEN CORP		03073E105	118	3318 SH	SOLE
AMERIPRISE FINL INC		03076C106	100	4277 SH	SOLE
AMERIGAS PARTNERS L P		030975106	7	250 SH	SOLE
AMGEN INC		031162100	55	947 SH	SOLE
AMPHENOL CORP	NEW CL A	032095101	84	3511 SH	SOLE
AMSURG CORP		03232P405	8	358 SH	SOLE
ANADARKO PETE CORP		032511107	127	3287 SH	SOLE
ANADARKO PETE CORP		032511107	65	1696 SH	DEFINE
ANNALY CAPITAL MGMT INC		035710409	9	585 SH	SOLE
ANSYS INC	COM	03662Q105	55	1982 SH	SOLE
APACHE CORP		037411105	89	1200 SH	SOLE
APPLE INC	COM	037833100	212	2485 SH	SOLE
APPLIED MATERIALS INC		038222105	48	4750 SH	SOLE
AQUA AMERICAN INC		03836W103	28	1337 SH	SOLE
ARCH COAL, INC		039380100	108	6649 SH	SOLE
ARCHER-DANIELS-MIDLAND COMPANY		039483102	138	4803 SH	SOLE
ARENA RESOURCES INC	COM	040049108	9	333 SH	SOLE
ARM HLDGS PLC		042068106	2	450 SH	SOLE
ARTHROCARE CORP	COM	043136100	7	1436 SH	SOLE
ASSURANT INC	COM	04621X108	92	3059 SH	SOLE
ATMOS ENERGY CORP		049560105	82	3452 SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ INVESTME PRN CALL DESCRTI
AUBURN NATL BANCORP		050473107	20	1000 SH	SOLE
AUTO DATA PROCESS		053015103	98	2500 SH	SOLE
AUTOZONE		053332102	23	163 SH	DEFINE
AVALONBAY CMNTY INC		053484101	21	350 SH	SOLE
AVON PRODUCTS INC	COM	054303102	2	92 SH	SOLE
AXA-UAP	ADR	054536107	3	118 SH	SOLE
BP AMOCO PLC	SPONSORED ADR	055622104	721	15421 SH	SOLE
BP AMOCO PLC	SPONSORED ADR	055622104	145	3100 SH	DEFINE
BAKER HUGHES INC	COM	057224107	74	2315 SH	SOLE
BALCHEM CORP	COM	057665200	33	1322 SH	SOLE
BALDOR ELEC CO	COM	057741100	3131	175517 SH	SOLE
BANCO BILBAO VIZCAYA	SP ADR	05946K101	2	156 SH	SOLE
BANCO ITAU HLDG FINANCEIRA S A	ADR	059602201	1	127 SH	SOLE
BANCO SANTANDER S.A.	ADR	05964H105	88	9321 SH	SOLE
BANCORPSOUTH INC		059692103	23433	1003130 SH	SOLE

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BANCORPSOUTH INC		059692103	277	11840	SH	DEFINE
BANK OF AMERICA CORP	NEW COM	060505104	158	11243	SH	SOLE
BANK OF THE OZARKS, INC		063904106	2139	72200	SH	SOLE
BANK NEW YORK MELLON CORP	COM	064058100	203	7178	SH	SOLE
BARCLAYS PLC		06738E204	85	8631	SH	SOLE
BARRICK GOLD CORP		067901108	14	390	SH	SOLE
BAXTER INTL INC		071813109	96	1783	SH	SOLE
BECTON DICKINSON		075887109	289	4233	SH	SOLE
BELDEN INC	COM	077454106	103	4937	SH	SOLE
BERKSHIRE HATHAWAY "A"		084670108	97	1	SH	SOLE
BERKSHIRE HATHAWAY INC	DEL CL B	084670207	3	1	SH	SOLE
BERRY PETE CO	CL A	085789105	13	1702	SH	SOLE
BEST BUY INC	COMMON STOCK	086516101	155	5522	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN CALL	INVESTME DESCRETI
BHP BILLITON LIMITED	ADR SPONSORED	088606108	95	2225	SH	SOLE
BIOHEART, INC	(NEW)	09062F201	5	5252	SH	SOLE
BIOGEN IDEC INC		09062X103	6	130	SH	SOLE
BLACK & DECKER CORP	COM	091797100	6	135	SH	SOLE
BLACK BOX CORP	DEL COM	091826107	16	601	SH	SOLE
BLACKROCK INC		09247X101	1	7	SH	SOLE
BLACKROCK MUNIVEST FD INC		09253R105	33	5000		SOLE
BLACKROCK MUNIYIELD INSURED FD		09254E103	29	3150		SOLE
BLACKROCK MUNIYIELD INSURED FD		09254E103	68	7500		DEFINE
BLACKROCK SR HIGH INCOME FD		09255T109	3	1275	SH	SOLE
BOEING INC		097023105	240	5621	SH	SOLE
BRISTOL MYERS SQUIBB CO		110122108	165	7109	SH	SOLE
BRITISH SKY BROADCASTING GP PLC	SPON ADR	111013108	2	61	SH	SOLE
BROADCOM CORP		111320107	122	7173	SH	SOLE
BROADRIDGE FINL SOLUTIONS INC	COM	11133T103	2	175	SH	SOLE
BUCYRUS INTL INC	NEW	118759109	58	3151	SH	SOLE
BUFFALO WILD WINGS INC	COM	119848109	37	1451	SH	SOLE
BURLINGTON NORTHERN/SANTA FE CORP		12189T104	4	50	SH	SOLE
CBS CORP	NEW CL B	124857202	3	420	SH	SOLE
C H ROBINSON WORLDWIDE INC		12541W209	2	31	SH	SOLE
CME GROUP INC	COM	12572Q105	64	308	SH	SOLE
CSX CORP	COM	126408103	23	705	SH	SOLE
CVS CAREMARK CORPORATION	COM	126650100	141	4908	SH	SOLE
CABLEVISION SYS CORP		12686C109	2	110	SH	SOLE
CACI INTL INC	CL A	127190304	27	606	SH	SOLE
CADBURY PLC	ADR	12721E102	25	704	SH	SOLE
CADENCE FINANCIAL CORP		12738A101	13	2833	SH	SOLE
CAMECO CORP		13321L108	2	124	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
CAMPBELL SOUP CO	COM	134429109	0	15	SH		SOLE
CANADIAN PAC RAILWAY		13645T100	88	2614	SH		SOLE
CANON INC	ADR REPSTG 5 SHRS	138006309	131	4170	SH		SOLE
CAPITAL ONE FINL CORP	COM	14040H105	198	6197	SH		SOLE
CAPSTEAD MTG CORP		14067E308	13	1000	SH		SOLE
CARNIVAL CORP		143658300	5	202	SH		SOLE
CATALYST HEALTH SOLUTIONS INC	COM	14888B103	68	2793	SH		SOLE
CATERPILLAR INC		149123101	120	2685	SH		SOLE
CELGENE CORP		151020104	239	4316	SH		SOLE
CEMEX SAB DE CV	ADR	151290889	23	2487	SH		SOLE
CENTERPOINT ENERGY INC		15189T107	34	2684	SH		SOLE
CENTURYTEL, INC		156700106	27	1000	SH		SOLE
CEPHALON INC		156708109	114	1475	SH		SOLE
CERNER CORP	COM	156782104	95	2483	SH		SOLE
CHESAPEAKE ENERGY CORP		165167107	62	3859	SH		SOLE
CHEVRON CORPORATION		166764100	723	9779	SH		SOLE
CHEVRON CORPORATION		166764100	163	2200	SH		DEFINE
CIENA CORP	COM NEW	171779309	50	7485	SH		SOLE
CISCO SYS INC		17275R102	463	28432	SH		SOLE
CITIGROUP, INC		172967101	59	8754	SH		SOLE
CITIGROUP, INC		172967101	45	6632	SH		DEFINE
CITIZENS HOLDING COMPANY		174715102	3339	158987	SH		SOLE
CLIFFS NAT RES INC	COM	18683K101	8	329	SH		SOLE
COACH INC		189754104	119	5726	SH		SOLE
COCA COLA CO		191216100	671	14814	SH		SOLE
COCA COLA CO		191216100	222	4900	SH		DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	28	2300	SH		SOLE
COLGATE-PALMOLIVE CO		194162103	201	2931	SH		SOLE
COLONIAL PPTYS TR	COM SH BEN INT	195872106	8	1000	SH		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
COMCAST CORP	NEW CL A COM	20030N101	16	919	SH		SOLE
COMCAST CORP	NEW CL A COM	20030N101	10	601	SH		DEFINE
COMCAST CORP	NEW SPL CL A	20030N200	4	225	SH		SOLE
COMMVAULT SYSTEMS INC	COM	204166102	26	1913	SH		SOLE

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COMPANHIA VALE DO RIO DOCE		204412209	2	165	SH	SOLE
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	43	948	SH	SOLE
CONAGRA FOODS INC	COM	205887102	60	3612	SH	SOLE
CONCHO RES INC	COM	20605P101	16	681	SH	SOLE
CONCURRENT COMPUTER CORP	NEW	206710402	2	695	SH	SOLE
CONOCO PHILLIPS		20825C104	331	6385	SH	SOLE
CONTINENTAL RESOURCES INC	COM	212015101	79	3822	SH	SOLE
COOPER COS INC	COM NEW	216648402	18	1079	SH	SOLE
COOPER TIRE & RUBBER CO		216831107	37	6028	SH	SOLE
COOPER TIRE & RUBBER CO		216831107	1	100	SH	DEFIN
CREDIT SUISSE GROUP	ADR	225401108	91	3211	SH	SOLE
CROWN CASTLE INTL CORP	COM	228227104	171	9731	SH	SOLE
CULLEN FROST BANKERS INC		229899109	45	884	SH	SOLE
CYBERSOURCE CORP	COM	23251J106	43	3610	SH	SOLE
CYMER INC	COM	232572107	35	1606	SH	SOLE
DNP SELECT INCOME FD INC		23325P104	7	1100	SH	SOLE
DG FASTCHANNEL INC	COM	23326R109	22	1737	SH	SOLE
DTE ENERGY CO		233331107	4	100	SH	SOLE
DWS MUNICIPAL INCOME TRUST		23338M106	85	10425		SOLE
DANAHER CORP	DEL COM	235851102	235	4153	SH	SOLE
DARDEN RESTAURANTS		237194105	19	683	SH	SOLE
DAVITA INC		23918K108	164	3319	SH	SOLE
DEERE & CO		244199105	126	3299	SH	SOLE
DELL INC		24702R101	29	2871	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
DELTA AIR LINES INC	DEL COM NEW	247361702	72	6291	SH		SOLE
DELTIC TIMBER INC		247850100	289	6324	SH		SOLE
DELTIC TIMBER INC		247850100	19020	415743	SH		DEFIN
DEVON ENERGY CORP	NEW COM	25179M103	6	86	SH		SOLE
DIAMOND OFFSHORE DRILLING INC	COM	25271C102	5	86	SH		SOLE
DIAMONDS TRUST FUND		252787106	99	1126	SH		SOLE
DIGITAL RIV INC	COM	25388B104	35	1423	SH		SOLE
DIODES INC	COM	254543101	15	2419	SH		SOLE
DIRECTTV GROUP INC		25459L106	138	6034	SH		SOLE
WALT DISNEY CO		254687106	90	3968	SH		SOLE
DISCOVER FINL SVCS	COM	254709108	14	1484	SH		SOLE
DISCOVER FINL SVCS	COM	254709108	1	130	SH		DEFIN
DOMINION RES INC VA	NEW	25746U109	7	200	SH		SOLE
DONNELLEY RR & SONS		257867101	4	290	SH		SOLE
DOW CHEMICAL CO		260543103	36	2378	SH		SOLE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	9	528	SH		SOLE
DREYFUS STRATEGIC MUNICIPALS INC		261932107	90	16000			SOLE
DU PONT EI D NEMOURS & CO		263534109	212	8375	SH		SOLE
DUKE ENERGY CORP	COM	26441C105	21	1383	SH		SOLE
EMC CORP		268648102	7	670	SH		SOLE
EMC CORP		268648102	1	100	SH		DEFIN
ENI S P A	SPONSORED ADR	26874R108	111	2325	SH		SOLE

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EOG RES INC		26875P101	1	14	SH	SOLE
EASTGROUP PROPERTIES INC		277276101	2	60	SH	SOLE
EASTMAN CHEMICAL CO		277432100	0	12	SH	SOLE
EATON CORP	COM	278058102	121	2425	SH	SOLE
EATON VANCE INSURED MUNICIPAL BOND FUND II		27827K109	7	768		SOLE
EATON VANCE INSURED MUNI BOND FD		27827X101	6	675		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN CALL	INVESTME DESCRETI
EATON VANCE TAX MANAGED GLOB		27829C105	10	1000	SH	SOLE
EATON VANCE TAX MANAGED GLOBAL		27829F108	11	1100	SH	SOLE
ECOLAB INC	COMMON	278865100	197	5620	SH	SOLE
EDISON INTL	COM	281020107	91	2820	SH	SOLE
EDWARDS LIFESCIENCES CORP		28176E108	13	240	SH	SOLE
EL PASO CORPORATION		28336L109	112	14269	SH	SOLE
ELECTRONIC ARTS INC		285512109	50	3128	SH	SOLE
EMBARQ CORP	COM	29078E105	90	2500	SH	SOLE
EMBRAER-EMPRESA BRASILEIRA DSP	ADR COM SHS	29081M102	22	1335	SH	SOLE
EMERSON ELECTRIC CO		291011104	44	1200	SH	SOLE
ENCANA CORP-CAD		292505104	70	1517	SH	SOLE
ENCORE ACQUISITION CO	COM	29255W100	0	13	SH	SOLE
ENCORE WIRE CORP	COM	292562105	479	25261	SH	SOLE
ENERGEN CORP		29265N108	29	1006	SH	SOLE
ENERGIZER HLDGS INC	COM	29266R108	98	1805	SH	SOLE
ENERPLUS RESOURCE FD		29274D604	19	975	SH	SOLE
ENTERGY CORP		29364G103	261	3143	SH	SOLE
ENTERGY CORP		29364G103	61	734	SH	DEFINE
EQUITABLE RESOURCES INC		294549100	27	813	SH	SOLE
EQUITY RESIDENTIAL PPTYS SBI		29476L107	1	34	SH	SOLE
ERICSSON (LM) TELE CO	ADR (NEW)	294821608	193	24658	SH	SOLE
EXELON CORP		30161N101	39	699	SH	SOLE
EXELON CORP		30161N101	33	600	SH	DEFINE
EXPEDIA INC	DEL	30212P105	1	147	SH	SOLE
EXPRESS SCRIPTS INC		302182100	147	2678	SH	SOLE
EXTERRAN PARTNERS, L.P.		30225N105	2	200	SH	SOLE
EXXON MOBIL CORP		30231G102	5377	67356	SH	SOLE
EXXON MOBIL CORP		30231G102	1476	18495	SH	DEFINE
FEI CO		30241L109	2	80	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
FPL GROUP INC		302571104	55	1100	SH		SOLE
FACTSET RESH SYS INC	COM	303075105	21	482	SH		SOLE
FAIRPOINT COMMUNICATIONS INC	COM	305560104	1	194	SH		SOLE
FAIRPOINT COMMUNICATIONS INC	COM	305560104	0	39	SH		DEFIN
FEDERATED INVS INC PA	CL B	314211103	0	29	SH		SOLE
FEDEX CORPORATION		31428X106	10	158	SH		SOLE
FERRELLGAS PARTNERS L P		315293100	10	700	SH		SOLE
F5 NETWORKS INC	COM	315616102	44	1915	SH		SOLE
FIDELITY NATIONAL INFORMATION SVCS	COM	31620M106	0	23	SH		SOLE
FIDELITY NATIONAL FINANCIAL INC		31620R105	3	175	SH		SOLE
FIFTH THIRD BANCORP		316773100	68	8220	SH		SOLE
FIRST CASH FINANCIAL SVC INC		31942D107	27	1435	SH		SOLE
FIRST HORIZON NATIONAL		320517105	2	217	SH		SOLE
FIRST M & F CORP		320744105	38	4492	SH		SOLE
FIRST SOLAR INC	COM	336433107	2	15	SH		SOLE
FISERV INC		337738108	83	2286	SH		SOLE
FIRST ENERGY CORP	COMMON	337932107	224	4613	SH		SOLE
FLAHERTY & CRUMRINE/CLAYMORE PFD SEC INC FD		338478100	0	6	SH		SOLE
FOCUS MEDIA HLDG LTD		34415V109	1	128	SH		SOLE
FORD MOTOR COMPANY	COMMON	345370860	3	1471	SH		SOLE
FOREST LABS		345838106	113	4438	SH		SOLE
FORESTAR REAL ESTATE GROUP INC	COM	346233109	3	366	SH		SOLE
FORTUNE BRANDS INC		349631101	8	190	SH		SOLE
FORWARD AIR CORP	COM	349853101	16	660	SH		SOLE
FRANKLIN RES INC	COM	354613101	9	136	SH		SOLE
FREDS INC	CL A	356108100	24	2276	SH		SOLE
FREEMPORT MCMORAN COPPER & GOLD	COM	35671D857	48	1965	SH		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
FRONTIER OIL CORP		35914P105	3	200	SH		SOLE
FUJIFILM HLDGS CORP	ADR 2 ORD	35958N107	115	5200	SH		SOLE
GALLAGHER ARTHUR J & CO		363576109	24	939	SH		SOLE
GAMESTOP CORP		36467W109	75	3445	SH		SOLE
GAP INC	DEL COM	364760108	1	76	SH		SOLE
GAYLORD ENTMT CO	NEW COM	367905106	0	27	SH		SOLE
GENENTECH INC		368710406	293	3535	SH		SOLE
GENERAL CABLE CORP	DEL NEW COM	369300108	49	2760	SH		SOLE
GENERAL ELECTRIC CO		369604103	721	44551	SH		SOLE
GENERAL MLS INC	COM	370334104	3	53	SH		SOLE
GEN MTR CORP		370442105	0	150	SH		SOLE
GENTEX CORP	COM	371901109	28	3191	SH		SOLE

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GENZYME CORP		372917104	7	98	SH	SOLE
GILEAD SCIENCES INC		375558103	294	5750	SH	SOLE
GLAXOSMITHKLINE PLC	ADR	37733W105	262	7043	SH	SOLE
GLOBAL PAYMENTS INC		37940X102	57	1747	SH	SOLE
GOLDMAN SACHS GROUP		38141G104	4	50	SH	SOLE
B F GOODRICH		382388106	90	2436	SH	SOLE
GOOGLE INC		38259P508	281	912	SH	SOLE
GREAT PLAINS ENERGY INC		391164100	0	13	SH	SOLE
GREENE BANKSHARES		394361208	9	649	SH	SOLE
HCC INSURANCE HOLDINGS, INC		404132102	96	3571	SH	SOLE
HCP INC	COM	40414L109	8	300	SH	SOLE
HDFC BK LTD	ADR	40415F101	2	25	SH	SOLE
HSBC HLDGS PLC	SPONSORED ADR	404280406	102	2098	SH	SOLE
HALLIBURTON CO	COM	406216101	149	8187	SH	SOLE
JOHN HANCOCK PFD INC II		41013X106	5	400	SH	SOLE
JOHN HANCOCK PREFERRED INCOME FUND III		41021P103	1	130	SH	SOLE
HANESBRANDS INC	COM	410345102	17	1308	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN	INVESTME CALL DESCRETI
HARLEY DAVIDSON INC	COM	412822108	1	51	SH	SOLE
HARRIS CORP		413875105	107	2800	SH	SOLE
HARTFORD FNCL SV GRP INC	COM	416515104	3	155	SH	SOLE
HEALTH CARE SERVICES GROUP INC		421906108	14	903	SH	SOLE
HEALTHSPRING INC	COM	42224N101	26	1327	SH	SOLE
HEALTHWAYS INC	COM	422245100	22	1878	SH	SOLE
HEINZ H J CO	COM	423074103	121	3223	SH	SOLE
HEWLETT PACKARD CO		428236103	464	12778	SH	SOLE
HILL INTERNATIONAL INC	COM	431466101	24	3394	SH	SOLE
HOLOGIC INC	COM	436440101	113	8670	SH	SOLE
HOME DEPOT		437076102	138	6014	SH	SOLE
HOME DEPOT		437076102	16	692	SH	DEFINE
HOSPIRA, INC		441060100	11	400	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	58	7727	SH	SOLE
HOUSTON WIRE & CABLE CO	COM	44244K109	21	2245	SH	SOLE
HUBBELL INC	CL B	443510201	33	1000	SH	SOLE
HUMANA INC		444859102	147	3953	SH	SOLE
JB HUNT TRANSPORT SVC INC		445658107	46	1767	SH	SOLE
HUNTINGTON BANCSHARE INC		446150104	0	23	SH	SOLE
HURON CONSULTING GROUP INC	COM	447462102	54	951	SH	SOLE
ITT INDUSTRIES		450911102	2	40	SH	SOLE
IDACORP INC	COM	451107106	3	100	SH	SOLE
IDEXX LABS INC	COM	45168D104	52	1429	SH	SOLE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	2	88	SH	SOLE
ING GLOBAL EQUITY DIV		45684E107	24	2500	SH	SOLE
INGRAM MICRO INC	CL A	457153104	81	6059	SH	SOLE
INTEGRA LIFESCIENCES		457985208	56	1565	SH	SOLE
INTEGRAL SYS INC MD	COM	45810H107	16	1318	SH	SOLE
INTEL CORP CAP		458140100	611	41663	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
INTEL CORP CAP		458140100	23	1600	SH		DEFIN
INTERCONTINENTALEXCHANGE INC	COM	45865V100	269	3264	SH		SOLE
IBM CORP		459200101	770	9145	SH		SOLE
IBM CORP		459200101	25	300	SH		DEFIN
INTL PAPER CO		460146103	4	300	SH		SOLE
INTL PAPER CO		460146103	11	900	SH		DEFIN
INTERPUBLIC GROUP COS INC	COM	460690100	60	15108	SH		SOLE
INTUIT		461202103	1	24	SH		SOLE
INVENTIV HEALTH INC	COM	46122E105	10	875	SH		SOLE
INVESTMENT GRADE MUNICIPAL INCOME FUND		461368102	90	9055			SOLE
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	33	1436	SH		SOLE
IRON MTN INC	COM	462846106	139	5634	SH		SOLE
ISHARES FTSE/XINHUA CHINA 25		464287184	13	462	SH		SOLE
ISHARES MSCI EAFE INDEX FUND		464287465	56	1257	SH		SOLE
ISHARES TR RUSSELL 2000 VALUE INDEX FD		464287630	67	1353	SH		SOLE
ISHARES RUSSELL 2000 GROWTH INDEX FUND		464287648	122	2402	SH		SOLE
ISHARES TRUST RUSSELL 2000 INDEX		464287655	260	5287	SH		SOLE
ISHARES TR DOW JONES REAL ESTATE INDEX FUND		464287739	19	520	SH		SOLE
JPMORGAN CHASE & CO	COM	46625H100	264	8376	SH		SOLE
JPMORGAN CHASE & CO	COM	46625H100	62	1956	SH		DEFIN
JABAIL CIRCUIT INC		466313103	1	100	SH		SOLE
JACOBS ENGINEERING GROUP INC		469814107	1	20	SH		SOLE
JOHNSON & JOHNSON		478160104	1498	25031	SH		SOLE
JOHNSON & JOHNSON		478160104	419	7000	SH		DEFIN
JOHNSON CONTROLS INC		478366107	175	9667	SH		SOLE
JUNIPER NETWORKS		48203R104	1	38	SH		SOLE
KBR INC	COM	48242W106	148	9708	SH		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
KLA TENCOR CORP		482480100	72	3303	SH		SOLE
K V PHARMACEUTICAL CO	CL A	482740206	11	3834	SH		SOLE

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KANSAS CITY SOUTHERN	COM NEW	485170302	74	3900	SH	SOLE
KAYDON CORP		486587108	11	307	SH	SOLE
KENSEY NASH CORP	COM	490057106	34	1770	SH	SOLE
KEYCORP	NEW	493267108	7	800	SH	SOLE
KIMBERLY-CLARK CORP		494368103	23	427	SH	SOLE
KINDER MORGAN ENERGY PARTNERS, L.P		494550106	18	400	SH	SOLE
KNIGHT TRANSPORTATION INC		499064103	71	4409	SH	SOLE
KOHL'S CORP		500255104	8	222	SH	SOLE
KONINKLIJKE PHLPS ELECTRS N V SP	ADR NEW	500472303	109	5510	SH	SOLE
KRAFT FOODS		50075N104	169	6301	SH	SOLE
KROGER CO		501044101	223	8438	SH	SOLE
LHC GROUP INC	COM	50187A107	23	632	SH	SOLE
LKQ CORP	COMMON	501889208	53	4504	SH	SOLE
LSI CORPORATION	COM	502161102	0	10	SH	SOLE
L 3 COMMUNICATIONS		502424104	2	30	SH	SOLE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	183	2843	SH	SOLE
LAS VEGAS SANDS CORP		517834107	0	11	SH	SOLE
LEAP WIRELESS INTL INC	COM NEW	521863308	87	3229	SH	SOLE
LEGG MASON INC		524901105	2	87	SH	SOLE
LENDER PROCESSING SERVICES	COM	52602E102	0	11	SH	SOLE
LEVEL 3 COMMUNICATIONS INC		52729N100	3	4685	SH	SOLE
LIBERTY ALL STAR EQUITY FD		530158104	43	12381	SH	SOLE
LIBERTY MEDIA GLOBAL INC	COMSER A	530555101	1	32	SH	SOLE
LIBERTY MEDIA ENTERTAINMENT GROUP SERIES A	COM	53071M500	1	80	SH	SOLE
ELI LILLY & CO		532457108	36	900	SH	SOLE
ELI LILLY & CO		532457108	44	1100	SH	DEFIN

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
LIMITED BRANDS, INC		532716107	46	4620	SH		SOLE
LINCOLN ELECTRIC CO HOLDINGS		533900106	20	396	SH		SOLE
LINCOLN NATIONAL CORP IND		534187109	12	650	SH		SOLE
LIVE NATION INC	COM	538034109	1	125	SH		SOLE
LOCKHEED MARTIN CORP		539830109	73	873	SH		SOLE
LOWES CO INC		548661107	205	9525	SH		SOLE
M & T BANK CORP		55261F104	115	2000	SH		SOLE
MFA MTG INVTS INC	COM	55272X102	20	3358	SH		SOLE
MGM MIRAGE		552953101	36	2648	SH		SOLE
MWI VETERINARY SUPPLY INC	COM	55402X105	42	1575	SH		SOLE
MACYS INC		55616P104	1	80	SH		SOLE
MAGELLAN MIDSTREAM PARTNERS LP		559080106	8	250	SH		SOLE
MANHATTAN ASSOCS INC		562750109	23	1441	SH		SOLE
MANULIFE FINANCIAL CORP		56501R106	399	23432	SH		SOLE
MARATHON OIL CORP		565849106	109	3996	SH		SOLE
MARSH & MCLENNAN		571748102	1	45	SH		SOLE
MARRIOTT INTL INC	NEW CL A	571903202	1	47	SH		SOLE
MASCO CORPORATION		574599106	1	75	SH		SOLE
MASTERCARD INC	CL A	57636Q104	2	12	SH		SOLE

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MATTELL INC		577081102	17	1080	SH	SOLE
MATTHEWS INTL CORP	CL A	577128101	39	1072	SH	SOLE
MCAFEE INC		579064106	1	31	SH	SOLE
MCDONALD'S CORP		580135101	433	6968	SH	SOLE
MCKESSON CORP		58155Q103	2	59	SH	SOLE
MEADWESTVACO CORP		583334107	17	1547	SH	SOLE
MEDCO HEALTH SOLUTIONS INC		58405U102	37	886	SH	SOLE
MEDICAL ACTION INDUSTRIES INC		58449L100	1	75	SH	SOLE
MEDTRONIC INC	COM	585055106	119	3774	SH	SOLE
MERCK & CO INC		589331107	236	7756	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
MERIDIAN BIOSCIENCE INC	COM	589584101	44	1716	SH		SOLE
MERRILL LYNCH & CO, INC		590188108	6	536	SH		SOLE
METLIFE INC	COM	59156R108	2	53	SH		SOLE
MICROS SYSTEMS INC		594901100	11	654	SH		SOLE
MICROSOFT CORP		594918104	532	27373	SH		SOLE
MICROCHIP TECH INC		595017104	1	65	SH		SOLE
MICROSEMI CORP		595137100	14	1111	SH		SOLE
MIDAS GROUP INC		595626102	7	666	SH		SOLE
MIRANT CORP	NEW COM	60467R100	1	27	SH		SOLE
MIRANT CORP	NEW WT SER A	60467R118	0	88	SH		SOLE
MITSUBISHI UFJ FINANCIAL GROUP INC		606822104	177	28519	SH		SOLE
MOBILE MINI INC	COM	60740F105	26	1770	SH		SOLE
MOLSON COORS	CLASS B	60871R209	13	267	SH		SOLE
MONSANTO CO.	(NEW)	61166W101	124	1762	SH		SOLE
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	42	2648	SH		SOLE
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	4	260	SH		DEFINE
MOTOROLA INC		620076109	1	268	SH		SOLE
MOTOROLA INC		620076109	1	300	SH		DEFINE
MURPHY OIL CORP	COM	626717102	6332	142806	SH		SOLE
MURPHY OIL CORP	COM	626717102	332984	7509784	SH		DEFINE
MYLAN INC	COM	628530107	15	1500	SH		SOLE
NBTY INC	COM	628782104	101	6433	SH		SOLE
NII HLDGS INC	CL B NEW	62913F201	118	6471	SH		SOLE
NTT DOCOMO INC	SPONS ADR	62942M201	128	6510	SH		SOLE
NASDAQ OMX GROUP INC	COM	631103108	207	8374	SH		SOLE
NATIONAL CITY CORP	COM	635405103	0	45	SH		SOLE
NATIONAL GRID PLC		636274300	137	2718	SH		SOLE
NATIONAL OILWELL VARCO INC		637071101	1	35	SH		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
NETAPP INC	COM	64110D104	71	5070	SH		SOLE
NEWELL RUBBERMAID INC		651229106	53	5371	SH		SOLE
NEWPARK RESOURCES, INC		651718504	0	8	SH		SOLE
NEWS CORP		65248E104	160	17612	SH		SOLE
NICE SYS LTD	SPONSORED ADR	653656108	19	847	SH		SOLE
NIKE INC	CLASS B	654106103	6	120	SH		SOLE
NIPPON TEL & TEL	SPON ADR	654624105	125	4605	SH		SOLE
NISOURCE INC		65473P105	2	200	SH		SOLE
NISSAN MOTORS	SPONSORED ADR	654744408	44	6103	SH		SOLE
NOKIA CORP	SPND ADR	654902204	125	8010	SH		SOLE
NORDSON CORP	COM	655663102	4	118	SH		SOLE
NORFOLK SO CORP		655844108	199	4230	SH		SOLE
NORTEL NETWORKS CORP	NEW COM	656568508	0	28	SH		SOLE
NORTHERN TRUST COMPANY NTRS		665859104	67	1280	SH		SOLE
NORTHERN TRUST COMPANY NTRS		665859104	115	2200	SH		DEFINE
NORTRUP GRUMMAN		666807102	6	128	SH		SOLE
NOVARTIS AG	SPONSORED ADR	66987V109	65	1302	SH		SOLE
NUCOR CORP		670346105	6	125	SH		SOLE
NUSTAR ENERGY LP COMUNIT		67058H102	5	122	SH		SOLE
NUVEEN INSD PREMIUM INCOME MUNI FD		6706D8104	84	8938			SOLE
NUVEEN PREMIUM INCOME MUN FUND 4		6706K4105	18	2000			DEFINE
NUVEEN INSURED QUALITY MUNICIPAL FD (CLOSED END)		67062N103	47	4700			SOLE
NUVEEN PERFORMANCE PLUS MUNICIPAL FD		67062P108	105	9285			SOLE
NUVEEN INSURED ADVANTAGE		67071L106	39	3400			SOLE
NUVEEN QUALITY PFD INCOME FD		67071S101	2	400	SH		SOLE
NUVEEN MUN VALUE FD INC		670928100	323	37531			SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
NUVEEN QUALITY INCOME MUNI		670977107	113	10000			SOLE
NUVEEN INSURED MUNICIPAL OPPORTUNITY FUND INC		670984103	81	7600			SOLE
NUVEEN PREMIER INSURED MUN INCOME FUND INC		670987106	11	1000			DEFINE
OCCIDENTAL PETE COR	DEL	674599105	51	847	SH		SOLE
OCEANEERING INTL INC		675232102	33	1117	SH		SOLE
OIL STATES INTERNATIONAL INC		678026105	6	323	SH		SOLE
OMNICOM GROUP		681919106	2	77	SH		SOLE

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ON SEMICONDUCTOR CORP	COM	682189105	72	21215	SH	SOLE
OPEN TEXT CORP	COM	683715106	41	1362	SH	SOLE
ORACLE SYSTEMS CORP		68389X105	14	795	SH	SOLE
O REILLY AUTOMOTIVE INC	COM	686091109	93	3039	SH	SOLE
ORIX CORP		686330101	1	45	SH	SOLE
OWENS & MINOR INC	NEW COM	690732102	8	201	SH	SOLE
OWENS ILL INC	COM NEW	690768403	138	5052	SH	SOLE
PG&E CORP		69331C108	12	318	SH	SOLE
POSCO	ADR	693483109	34	453	SH	SOLE
PACTIV COPR		695257105	59	2359	SH	SOLE
PAREXEL INTL CORP	COM	699462107	29	2944	SH	SOLE
PATTERSON COMPANIES INC		703395103	25	1331	SH	SOLE
PEABODY ENERGY CORP		704549104	62	2744	SH	SOLE
PEDIATRIX MEDICAL GROUP INC		705324101	27	849	SH	SOLE
PEETS COFFEE & TEA INC		705560100	24	1037	SH	SOLE
PEOPLES UNITED FINANCIAL INC	COM	712704105	98	5522	SH	SOLE
PEPSI BOTTLING GROUP INC		713409100	1	33	SH	SOLE
PEPSIAMERICAS INC		71343P200	81	4000	SH	SOLE
PEPSICO INC	COM	713448108	1187	21668	SH	SOLE
PEPSICO INC	COM	713448108	60	1100	SH	DEFIN
PERFICIENT INC	COM	71375U101	19	4070	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ INVESTME PRN CALL	INVESTME DESCRETI
PT TELEKOM INDONESIA	ADR	715684106	56	2254	SH	SOLE
PETROHAWK ENERGY CORP		716495106	185	11853	SH	SOLE
PETROBRAS		71654V408	38	1539	SH	SOLE
PETROQUEST ENERGY INC	COM	716748108	0	30	SH	SOLE
PFIZER INC		717081103	468	26444	SH	SOLE
PFIZER INC		717081103	12	700	SH	DEFIN
PHARMACEUTICAL PRODUCT DEVELOPMENT INC		717124101	39	1361	SH	SOLE
PHILLIP MORRIS INTL INC	COM	718172109	395	9083	SH	SOLE
PHILLIPS VAN HEUSEN CORP	COM	718592108	131	6522	SH	SOLE
PIMCO MUNI INCOME FUND III		72201A103	9	1333		SOLE
PITNEY BOWES INC	COM	724479100	0	13	SH	SOLE
PLEXUS CORP	COM	729132100	47	2753	SH	SOLE
POLARIS INDS INC		731068102	1	25	SH	SOLE
PRAXAIR INC	COM	74005P104	123	2065	SH	SOLE
PRECISION CASTPARTS CORP	COM	740189105	178	2992	SH	SOLE
T ROWE PRICE & ASSOC		74144T108	1	28	SH	SOLE
PRINCIPAL FINANCIAL GROUP		74251V102	29	1283	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	1803	29178	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	433	7000	SH	DEFIN
PROLOGIS SH BEN INT	COM	743410102	0	12	SH	SOLE
PROSPERITY BANCSHARES INC	COM	743606105	22	759	SH	SOLE
PRUDENTIAL FINANCIAL		744320102	89	2942	SH	SOLE
PRUDENTIAL PLC	ADR	74435K204	2	191	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP INC		744573106	19	660	SH	SOLE
PUBLIC STORAGE, INC REIT		74460D109	36	450	SH	SOLE

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PUTNAM MANAGED MUNICIPAL INCOME TRUST		746823103	1	250	SOLE
QUALCOMM INC		747525103	389	10858 SH	SOLE
QUANTUM FUEL SYS TECHNOLOGIES	COM	74765E109	0	285 SH	SOLE
QUEST DIAGNOSTICS INC		74834L100	183	3523 SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
RMK HIGH INCOME FUND		74963B105	1	1008	SH		SOLE
RADIANT SYSTEMS INC	COM	75025N102	13	3737	SH		SOLE
RALCORP HOLDINGS	NEW COM	751028101	22	380	SH		SOLE
RAYMOND JAMES FINANCIAL CORP		754730109	64	3732	SH		SOLE
RAYTHEON CO	NEW	755111507	319	6245	SH		SOLE
REGAL ENTMT GROUP	CL A	758766109	84	8213	SH		SOLE
REGIONS FINANCIAL CORP	NEW	7591EP100	518	65058	SH		SOLE
REGIONS FINANCIAL CORP	NEW	7591EP100	18	2205	SH		DEFINE
RELIANT ENERGY INC		75952B105	9	1483	SH		SOLE
RENASANT CORP	COM	75970E107	145	8524	SH		SOLE
REPSOL YPF	ADR	76026T205	63	2950	SH		SOLE
REYNOLDS AMERICAN INC		761713106	6	155	SH		SOLE
RIO TINTO PLC	SPONSORED ADR	767204100	1	14	SH		SOLE
RIVERBED TECHNOLOGY INC	COM	768573107	30	2608	SH		SOLE
ROCKWELL COLLINS INC		774341101	69	1760	SH		SOLE
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	6	299	SH		SOLE
ROGERS COM INC	CL B	775109200	3	106	SH		SOLE
ROHM & HAAS CO	COM	775371107	4	60	SH		SOLE
ROYAL BANK OF SCOTLAND PEF SHRS SER S	ADR	780097739	4	400	SH		SOLE
ROYAL BK SCOTLAND GROUP PEF SHS SER Q	ADR	780097754	11	1200	SH		SOLE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	137	2659	SH		SOLE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	80	1551	SH		DEFINE
ROYAL DUTCH SHELL PLC		780259206	220	4160	SH		SOLE
ROYAL DUTCH SHELL PLC		780259206	169	3200	SH		DEFINE
ROYCE FOCUS TRUST INC		78080N108	1	281	SH		SOLE
ROYCE VALUE TR INC		780910105	5	544	SH		SOLE
ROYCE MICRO CAP TRUST INC		780915104	1	253	SH		SOLE
STANDARD & POORS DEP RECEIPTS		78462F103	16	175	SH		SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
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SRA INTL INC	CL A	78464R105	27	1541	SH	SOLE
ST JUDE MEDICAL		790849103	92	2801	SH	SOLE
SANDISK CORP	COM	80004C101	1	85	SH	SOLE
SANOFI-AVENTIS	ADR	80105N105	217	6741	SH	SOLE
SAP AKTIENGESELLSCHAFT	SPNSD ADRS	803054204	189	5206	SH	SOLE
SCANA CORP	NEW	80589M102	4	115	SH	SOLE
SCANSOURCE INC	COM	806037107	39	2016	SH	SOLE
SCHEIN HENRY INC	COM	806407102	182	4949	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	204	11965	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	259	6128	SH	SOLE
THE CHARLES SCHWAB CORP		808513105	217	13444	SH	SOLE
SCOTTS MIRACLE GRO CO	CL A	810186106	31	1049	SH	SOLE
SEMPRA ENERGY	COM	816851109	26	600	SH	SOLE
SERVICE CORP INTL W/RIGHTS TO PURC COMMON STOCK		817565104	1	107	SH	SOLE
SHIRE PLC	SPONSORED ADR	82481R106	10	213	SH	SOLE
SHUFFLE MASTER INC	COM	825549108	13	2712	SH	SOLE
SILGAN HOLDINGS INC	COM	827048109	37	782	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	297	10066	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	15	500	SH	DEFIN
SIMON PROPERTY GROUP INC		828806109	2	31	SH	SOLE
SIMPSON MANUFACTURING CO INC	COM	829073105	56	2035	SH	SOLE
SMITH & NEPHEW P L C	SPD ADR	83175M205	2	59	SH	SOLE
SMITH A O	COM	831865209	11	372	SH	SOLE
SMUCKER J M CO		832696405	24	545	SH	SOLE
SONIC CORP	COM	835451105	41	3390	SH	SOLE
SONOSITE INC		83568G104	20	1068	SH	SOLE
SONY CORP		835699307	66	3004	SH	SOLE
SOUTHERN CO	COM	842587107	424	11446	SH	SOLE
SOUTHERN CO	COM	842587107	134	3621	SH	DEFIN

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN	INVESTME CALL DESCRETI
SOUTHWESTERN ENERGY CO		845467109	233	8058	SH	SOLE
SPECTRA ENERGY		847560109	27	1689	SH	SOLE
SPRINT NEXTEL CORP	COM SER 1	852061100	91	50000	SH	SOLE
STAPLES INCORPORATED (RETAIL & DELIVERY)		855030102	235	13141	SH	SOLE
STARBUCKS CORP		855244109	70	7440	SH	SOLE
STARWOOD HOTELS & RESORTS WORLDWIDE INC	COM	85590A401	54	2994	SH	SOLE
STATOIL ASA	SPON ADR	85771P102	55	3325	SH	SOLE
STEEL DYNAMICS INC		858119100	7	656	SH	SOLE
STERICYCLE INC		858912108	62	1197	SH	SOLE
STRYKER CORP		863667101	186	4659	SH	SOLE
SUBURBAN PROPANE PARTNERS L P		864482104	18	500	SH	SOLE
SUN MICROSYSTEMS INC	COM	866810203	2	500	SH	SOLE

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SUNCOR ENERGY INC		867229106	41	2123 SH	SOLE
SUNTRUST BANKS INC	COM	867914103	130	4405 SH	SOLE
SURMODICS INC	COM	868873100	24	961 SH	SOLE
SWIFT ENERGY CO	COM	870738101	18	1043 SH	SOLE
SYBASE INC	COM	871130100	30	1222 SH	SOLE
SYNOVUS FINL CORP		87161C105	110	13254 SH	SOLE
SYNIVERSE HLDGS INC	COM	87163F106	21	1723 SH	SOLE
SYSCO CORP		871829107	22	963 SH	SOLE
TECO ENERGY INC	COM	872375100	13	1027 SH	SOLE
TJX COMPANIES		872540109	5	261 SH	SOLE
TARGET CORP		87612E106	313	9071 SH	SOLE
TEAM INC		878155100	6	231 SH	SOLE
TELEDYNE TECHNOLOGIES INC	COM	879360105	47	1058 SH	SOLE
TELEFLEX INC	COM	879369106	68	1354 SH	SOLE
TELEFONICA SA	SPONSORED ADR	879382208	3	45 SH	SOLE
TELEFONOS DE MEXICO SA DE CV	SPONS ADR	879403780	7	314 SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN	INVESTME CALL DESCRETI
TELMEX INTERNATIONAL SAB DE CV L	ADR	879690105	4	314 SH	SOLE	
TEMPLE INLAND INC	COM	879868107	5	1100 SH	SOLE	
TERRA INDUSTRIES INC		880915103	0	15 SH	SOLE	
TETRA TECHNOLOGIES INC	DEL COM	88162F105	11	2293 SH	SOLE	
TETRA TECH INC	NEW COM	88162G103	44	1839 SH	SOLE	
TEVA PHARMACEUTICAL IND	ADR'S	881624209	93	2190 SH	SOLE	
TEXAS INSTRUMENTS		882508104	174	11220 SH	SOLE	
THERMO FISHER SCIENTIFIC INC		883556102	209	6144 SH	SOLE	
3M CO		88579Y101	311	5401 SH	SOLE	
TIFFANY & CO	NEW	886547108	19	804 SH	SOLE	
TIME WARNER INC		887317105	150	14936 SH	SOLE	
TOMOTHERAPY INC	COM	890088107	6	2544 SH	SOLE	
TORONTO-DOMINION BANK	ADR	891160509	3	94 SH	SOLE	
TOTAL FINA ELF S.A.	ADR	89151E109	139	2523 SH	SOLE	
TOWER GROUP INC	COM	891777104	48	1693 SH	SOLE	
TOTAL SYS SVCS INC	COM	891906109	71	5102 SH	SOLE	
TOYOTA MOTOR CORP	ADR NEW	892331307	80	1217 SH	SOLE	
TRACTOR SUPPLY CO	COM	892356106	48	1341 SH	SOLE	
TRAVELERS COMPANIES INC	COM	89417E109	11	235 SH	SOLE	
TREEHOUSE FOODS INC	COM	89469A104	11	396 SH	SOLE	
TRIQUINT SEMICONDUCTOR		89674K103	6	1835 SH	SOLE	
TRUSTMARK CORP	COM	898402102	347	16059 SH	SOLE	
TYLER TECHNOLOGIES INC	COM	902252105	18	1475 SH	SOLE	
UGI CORP	NEW	902681105	12	502 SH	SOLE	
USA TRUCK INC	COM	902925106	284	20613 SH	SOLE	
URS CORP	NEW COM	903236107	23	554 SH	SOLE	
ULTRA PETROLEUM CORP-CAD		903914109	113	3286 SH	SOLE	
UNILEVER NV NY	NEW	904784709	220	8965 SH	SOLE	
UNION PACIFIC CORP		907818108	22	451 SH	SOLE	
UNION PACIFIC CORP		907818108	210	4400 SH	DEFIN	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN CALL	INVESTMENT DESCRIPTOR
UNITED BANCSHARES INC W VA		909907107	25	741	SH	SOLE
UNITED FIRE & CAS CO	COM	910331107	12	382	SH	SOLE
UNITED NAT FOODS INC	COM	911163103	46	2559	SH	SOLE
UNITED PARCEL SERVICE	CLB	911312106	1	10	SH	SOLE
UNITED TECHNOLOGIES CORP		913017109	373	6960	SH	SOLE
UNITEDHEALTH GROUP		91324P102	46	1723	SH	SOLE
VF CORPORATION		918204108	8	140	SH	SOLE
VALSPAR CORP	COM	920355104	28	1543	SH	SOLE
VANGUARD SHORT TERM BOND ETF		921937827	7	86	SH	SOLE
VANGUARD TOTAL BOND MARKET ETF		921937835	55	700	SH	SOLE
VANGUARD EUROPE PACIFIC ETF		921943858	68	2462	SH	SOLE
VANGUARD FTSE INT'L EQUITY		922042775	10	302	SH	SOLE
VARIAN SEMICONDUCTOR EQUIP		922207105	13	715	SH	SOLE
VECTREN CORP	COM	92240G101	14	566	SH	SOLE
VANGUARD INDEX FDS SM CP VAL ETF		922908611	233	5503	SH	SOLE
VANGUARD MID CAP ETF		922908629	283	6550	SH	SOLE
VANGUARD LARGE CAP ETF		922908637	685	16812	SH	SOLE
VANGUARD SMALL CAP ETF		922908751	216	5097	SH	SOLE
VERIZON COMMUNICATIONS		92343V104	484	14283	SH	SOLE
VERIZON COMMUNICATIONS		92343V104	73	2142	SH	DEFIN
VIAD CORPORATION		92552R406	2	87	SH	SOLE
VIACOM INC	NEW CL B	92553P201	1	67	SH	SOLE
VISA INC	COM CL A	92826C839	130	2474	SH	SOLE
VODAFONE GROUP PLC	NEW SPONS ADR					
	NEW	92857W209	209	10208	SH	SOLE
VODAFONE GROUP PLC	NEW SPONS ADR					
	NEW	92857W209	10	494	SH	DEFIN
W.P.CAREY & CO., LLC		92930Y107	12	500	SH	SOLE
WPP PLC	ADR	92933H101	76	2584	SH	SOLE
WACHOVIA CORP	NEW COM	929903102	1	173	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PUT/ PRN CALL	INVESTMENT DESCRIPTOR
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WADDELL & REED FINANCIAL INC	CLASS A	930059100	26	1714	SH	SOLE
WAL MART STORES INC	COM	931142103	1781	31778	SH	SOLE
WAL MART STORES INC	COM	931142103	50	886	SH	DEFIN
WALGREEN CO	COM	931422109	44	1804	SH	SOLE
WASTE CONNECTIONS INC		941053100	31	994	SH	SOLE
WASTE MANAGEMENT INC	NEW	94106L109	100	3011	SH	SOLE
WATSON WYATT & CO HLDGS	CLASS A	942712100	33	698	SH	SOLE
WELLS FARGO & CO.	NEW	949746101	35	1179	SH	SOLE
WENDYS / ARBYS GROUP INC	COM	950587105	6	1280	SH	SOLE
WEST PHARMACEUTICAL SVSC INC	COM	955306105	46	1230	SH	SOLE
WESTAR ENERGY INC		95709T100	29	1419	SH	SOLE
WESTERN DIGITAL CORP		958102105	2	200	SH	SOLE
WESTERN UNION CO		959802109	109	7581	SH	SOLE
WEYERHAEUSER CO	COM	962166104	1	25	SH	SOLE
WHIRLPOOL CORP		963320106	5	115	SH	SOLE
WILEY JOHN & SONS INC	CL A	968223206	10	293	SH	SOLE
WILLIAMS COMPANY	COMMON	969457100	10	701	SH	SOLE
WIND RIVER SYSTEMS INC	COM	973149107	21	2377	SH	SOLE
WINDSTREAM, INC		97381W104	8	877	SH	SOLE
WINTRUST FINL CORP		97650W108	13	629	SH	SOLE
WISDOM TREE TR DIV TOP 100 FD		97717W406	258	7565	SH	SOLE
WOODWARD GOVERNOR CO	COM	980745103	36	1581	SH	SOLE
WYETH		983024100	77	2043	SH	SOLE
XT0 ENERGY INC		98385X106	404	11449	SH	SOLE
XCEL ENERGY INC		98389B100	18	977	SH	SOLE
XEROX		984121103	6	760	SH	SOLE
YUM BRANDS INC		988498101	450	14281	SH	SOLE
ZEBRA TECHNOLOGIES CORP	CL A	989207105	35	1712	SH	SOLE
ZIMMER HLDGS INC		98956P102	8	196	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTME DESCRETI
ZIONS BANCORPORATION	COM	989701107	54	2198	SH		SOLE
GRAND TOTALS			457175	12014823			

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