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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: September 30, 2001

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.<br>-----<br>[Signature] | Jackson, Mississippi<br>-----<br>[City, State] | May 9, 2003<br>-----<br>[Date] |
|---|--|--------------------------------|

EXPLANATORY NOTE:

This Form 13F was timely filed by BancorpSouth, Inc. on November 14, 2001 for the three months ended September 30, 2001, 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.

Report Type (Check only one.):

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

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[ ] 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: 331

Form 13F Information Table Value Total: \$278,154 (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 MANAGER |
|---------------------------------|-----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|---------------|
| LUKS INDUSTRIAL CO              |                 | G5696D102 | 0               | 800             | SH      |           | DEFINED         |               |
| ABBOTT LAB                      |                 | 002824100 | 1695            | 32715           | SH      |           | SOLE            |               |
| ABBOTT LAB                      |                 | 002824100 | 294             | 5688            | SH      |           | DEFINED         |               |
| GRUY PETRO MGMT<br>WALKER CREEK | WALKER<br>CREEK | 002995363 | 0               | 1               | PRN     |           | SOLE            |               |
| ATLANTA EXP-CRONE<br>12-96      |                 | 003995362 | 0               | 1               | SH      |           | SOLE            |               |
| ADAMS EXPRESS CO                | COM             | 006212104 | 144             | 9692            | SH      |           | SOLE            |               |
| AETNA INC                       | COM             | 00817Y108 | 5               | 200             | SH      |           | DEFINED         |               |
| ART MACHIN ASSOC<br>109-01      |                 | 008990103 | 0               | 1               | PRN     |           | SOLE            |               |
| AIR PRODS &<br>CHEMS INC        | COM             | 009158106 | 15              | 400             | SH      |           | DEFINED         |               |
| PETROQUEST<br>EXPLORATION       |                 | 009990102 | 0               | 1               | PRN     |           | SOLE            |               |
| ALLERGAN INC                    |                 | 018490102 | 13              | 210             | SH      |           | SOLE            |               |
| AEROPRES DIV #2240              |                 | 018990101 | 0               | 1               | PRN     |           | SOLE            |               |
| ALLIED CAP CORP                 | COM NEW         | 01903Q108 | 6               | 300             | SH      |           | SOLE            |               |
| ALLTEL CORP                     |                 | 020039103 | 652             | 11265           | SH      |           | DEFINED         |               |
| AMERICAN ELECTRIC<br>POWER      |                 | 025537101 | 219             | 5072            | SH      |           | SOLE            |               |

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|                                      |               |           |       |        |     |         |
|--------------------------------------|---------------|-----------|-------|--------|-----|---------|
| AMERICAN ELECTRIC<br>POWER           |               | 025537101 | 21    | 498    | SH  | DEFINED |
| AMER EXPRESS CO                      |               | 025816109 | 139   | 4800   | SH  | SOLE    |
| AMER HOME PROD CORP                  |               | 026609107 | 326   | 5600   | SH  | SOLE    |
| AMER HOME PROD CORP                  |               | 026609107 | 268   | 4615   | SH  | DEFINED |
| ATLANTA EXP-NEW<br>HOPE EXPAND 10/98 |               | 026995365 | 0     | 1      | PRN | SOLE    |
| AMERICAN MUTUAL<br>FUND INC          |               | 02768110R | 28    | 1237   | SH  | SOLE    |
| AMERICAN MUTUAL<br>FUND INC          |               | 0276B110R | 198   | 8554   | SH  | DEFINED |
| ANADARKO PETE CORP                   |               | 032511107 | 70    | 1464   | SH  | DEFINED |
| ATLANTA EXP<br>WARECREEK LSE         |               | 036995363 | 0     | 1      | PRN | SOLE    |
| APPLE COMP INC                       |               | 037833100 | 7     | 505    | SH  | SOLE    |
| APPLE COMP INC                       |               | 037833100 | 49    | 3200   | SH  | DEFINED |
| ARCHER-DANIELS-<br>MIDLAND COMPANY   |               | 039483102 | 3     | 279    | SH  | SOLE    |
| AUTO DATA PROCESS                    |               | 053015103 | 244   | 5200   | SH  | SOLE    |
| AUTO DATA PROCESS                    |               | 053015103 | 150   | 3200   | SH  | DEFINED |
| AUTOZONE                             |               | 053332102 | 51    | 1000   | SH  | SOLE    |
| AUTOZOHE                             |               | 053332102 | 27    | 530    | SH  | DEFINED |
| AVENTIS                              | SPONSORED ADR | 053561106 | 7     | 98     | SH  | SOLE    |
| AXCELIS<br>TECHNOLOGIES INC          |               | 054540109 | 20    | 2181   | SH  | SOLE    |
| BODCAW BANK                          |               | 056004997 | 767   | 853    | SH  | SOLE    |
| BODCAW BANK                          |               | 056004997 | 5     | 6      | SH  | DEFINED |
| BAKER HUGHES INC                     | COM           | 057224107 | 3     | 135    | SH  | SOLE    |
| BANCORPSOUTH INC                     |               | 059692103 | 13596 | 882876 | SH  | SOLE    |
| BANKAMERICA CORP                     | COM NEW       | 060505104 | 1259  | 21570  | SH  | SOLE    |
| BANKAMERICA CORP                     | COM NEW       | 060505104 | 158   | 2710   | SH  | DEFINED |
| BANK OF THE<br>OZARKS, INC           |               | 063904106 | 517   | 23800  | SH  | DEFINED |
| BAXTER INTL INC                      |               | 071813109 | 221   | 4030   | SH  | SOLE    |
| 13 PORTERS<br>CHAPEL ROAD            | RENT-SPROUSE  | 078995362 | 0     | 1      | PRN | SOLE    |
| BELLSOUTH CORP                       |               | 079860102 | 1775  | 42748  | SH  | SOLE    |
| BELLSOUTH CORP                       |               | 079860102 | 30    | 732    | SH  | DEFINED |
| BERKSHIRE<br>HATHAWAY "A"            |               | 084670108 | 70    | 1      | SH  | SOLE    |

| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGER |
|----------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|---------------|
| BETHLEHEM STL CORP         | PFD CV \$2.50  | 087509402 | 3               | 1100            | SH      |           | SOLE            |               |
| BLACKBURN MTR NV           |                | 088995360 | 1447            | 1577            | SH      |           | SOLE            |               |
| BOEING INC                 |                | 097023105 | 242             | 7227            | SH      |           | SOLE            |               |
| BOEING INC                 |                | 097023105 | 13              | 400             | SH      |           | DEFINED         |               |
| BRISTOL MYERS<br>SQUIBB CO |                | 110122108 | 1721            | 30990           | SH      |           | SOLE            |               |
| BRISTOL MYERS<br>SQUIBB CO |                | 110122108 | 261             | 4700            | SH      |           | DEFINED         |               |
| BULL RUN CORP<br>GEORGIA   |                | 120182100 | 4               | 3400            | SH      |           | SOLE            |               |

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|                      |            |           |       |        |     |         |
|----------------------|------------|-----------|-------|--------|-----|---------|
| BURLINGTON           |            |           |       |        |     |         |
| NORTHERN/SANTA FE    |            |           |       |        |     |         |
| CORP                 |            | 12189T104 | 24    | 930    | SH  | SOLE    |
| CLECO CORP           | COM        | 12561W105 | 12    | 600    | SH  | SOLE    |
| CITGO 0380600014     |            | 130990104 | 0     |        | PRN | SOLE    |
| CITGO 0380600011     |            | 131990103 | 0     |        | PRN | SOLE    |
| CITGO 03806000010    |            | 132990102 | 0     |        | PRN | SOLE    |
| CABE LAND COMPANY    |            |           |       |        |     |         |
| AKA CABE             | CATTLE CO. | 133005991 | 1619  | 1767   | SH  | SOLE    |
| CAMPBELL SOUP CO     | COM        | 134429109 | 11    | 40     | SH  | SOLE    |
| CITGO 0380600015     |            | 134990100 | 0     |        | 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 | 244   | 5315   | SH  | SOLE    |
| CARDINAL HEALTH INC  | COM        | 14149Y108 | 33    | 447    | SH  | SOLE    |
| CATERPILLAR INC      |            | 149123101 | 472   | 10555  | SH  | SOLE    |
| CELL PATHWAYS INC    |            | 15114R101 | 0     | 100    | SH  | SOLE    |
| CHEVRON CORP         |            | 166751107 | 1107  | 13073  | SH  | SOLE    |
| CHEVRON CORP         |            | 166751107 | 257   | 3043   | SH  | DEFINED |
| CHUBB CORPORATION    |            | 171232101 | 392   | 5500   | SH  | SOLE    |
| COCA COLA CO         |            | 191216100 | 1871  | 39955  | SH  | SOLE    |
| COCA COLA CO         |            | 191216100 | 285   | 6100   | SH  | DEFINED |
| COLGATE-PALMOLIVE CO |            | 194162103 | 394   | 6773   | SH  | SOLE    |
| COLGATE-PALMOLIVE CO |            | 194162103 | 11    | 200    | SH  | DEFINED |
| COMCAST              |            | 200300200 | 28    | 800    | SH  | DEFINED |
| COMPAQ COMPUTER CORP |            | 204493100 | 193   | 23315  | SH  | SOLE    |
| COMPUTER ASSOC       |            |           |       |        |     |         |
| INTL INC             | COM        | 204912109 | 20    | 800    | SH  | SOLE    |
| CONAGRA FOODS INC    | COM        | 205887102 | 13    | 600    | SH  | SOLE    |
| CONAGRA FOODS INC    | COM        | 205887102 | 4     | 200    | SH  | DEFINED |
| CONECTIV INC         | COM        | 206829103 | 15    | 675    | SH  | SOLE    |
| CONSECO STRATEGIC    |            |           |       |        |     |         |
| INC FD               | SH BEN INT | 20847A102 | 7     | 866    | SH  | SOLE    |
| CONSOLIDATED EDISON  |            |           |       |        |     |         |
| INC COM              |            | 209115104 | 41    | 1028   | SH  | SOLE    |
| CONSTELLATION        |            |           |       |        |     |         |
| ENERGY CORP          |            | 210371100 | 9     | 400    | SH  | DEFINED |
| CORNING INC          |            | 219350105 | 15    | 1800   | SH  | SOLE    |
| DPL INC              | COM        | 233293109 | 48    | 1985   | SH  | SOLE    |
| DANA CORP            |            | 235811106 | 13    | 866    | SH  | SOLE    |
| DEAN FOODS CO        |            | 242361103 | 18    | 400    | SH  | SOLE    |
| DELTA AIRLINES INC   |            | 247361108 | 5     | 200    | SH  | SOLE    |
| DELTIC TIMBER INC    |            | 247850100 | 453   | 17940  | SH  | SOLE    |
| DELTIC TIMBER INC    |            | 247850100 | 16336 | 645971 | SH  | DEFINED |
| DIAMOND OFFSHORE     |            |           |       |        |     |         |
| DRILLING INC         |            | 25271C102 | 1     | 50     | SH  | SOLE    |
| WALT DISNEY CO       |            | 254687106 | 14    | 760    | SH  | SOLE    |
| WALT DISNEY CO       |            | 254687106 | 3     | 200    | SH  | DEFINED |
| DOW CHEMICAL CO      |            | 260543103 | 1008  | 30794  | SH  | SOLE    |
| DOW CHEMICAL CO      |            | 260543103 | 15    | 483    | SH  | DEFINED |
| DREYFUS MUNICIPAL    |            |           |       |        |     |         |
| BOND FUND            |            | 26201Q104 | 46    | 3881   |     | SOLE    |

| TITLE OF | VALUE | SHARES/ | SH/ | PUT/ | INVSTMT | OTHER |
|----------|-------|---------|-----|------|---------|-------|
|----------|-------|---------|-----|------|---------|-------|

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| NAME OF ISSUER      | CLASS   | CUSIP     | (X\$1000) | PRN AMT | PRN | CALL | DSCRETN | MANAGER |
|---------------------|---------|-----------|-----------|---------|-----|------|---------|---------|
| DU PONT EI D        |         |           |           |         |     |      |         |         |
| NEMOURS & CO        |         | 263534109 | 277       | 7397    | SH  |      | SOLE    |         |
| DUKE ENERGY CORP    | COM     | 264399106 | 229       | 6054    | SH  |      | SOLE    |         |
| DUKE ENERGY CORP    | COM     | 264399106 | 7         | 200     | SH  |      | DEFINED |         |
| DYNEX CAP INC       | COM NEW | 26817Q506 | 0         | 106     | SH  |      | DEFINED |         |
| EEX CORP            | COM NEW | 26842V207 | 0         | 66      | SH  |      | SOLE    |         |
| EQUINOX - OPHILIA   |         |           |           |         |     |      |         |         |
| TODD 10400          |         | 271995367 | 0         | 1       | PRN |      | SOLE    |         |
| ALBEMARLE CORP      |         |           |           |         |     |      |         |         |
| (ETHYL)             |         | 274990100 | 0         | 1       | PRN |      | SOLE    |         |
| UNIT AGREEMENT-     |         |           |           |         |     |      |         |         |
| SMACKOVERUNIT       |         | 275995363 | 0         | 1       | PRN |      | SOLE    |         |
| EASTMAN KODAK CO    |         | 277461109 | 34        | 1050    | SH  |      | SOLE    |         |
| EATON CORP          | COM     | 278058102 | 97        | 1650    | SH  |      | SOLE    |         |
| ECHELON CORP        |         | 27874N105 | 1         | 100     | SH  |      | SOLE    |         |
| A.G. EDWARDS INC    |         | 281760108 | 11        | 325     | 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 | no        | 2963    | SH  |      | SOLE    |         |
| ELECTRONIC DATA SYS |         |           |           |         |     |      |         |         |
| CORP                | NEW     | 285661104 | 0         | 8       | SH  |      | DEFINED |         |
| EMERSON ELECTRIC CO |         | 291011104 | 112       | 2400    | SH  |      | SOLE    |         |
| EMERSON ELECTRIC CO |         | 291011104 | 16        | 350     | SH  |      | DEFINED |         |
| ENCORE WIRE CORP    | COM     | 292562105 | 270       | 20900   | SH  |      | SOLE    |         |
| ENRON CORP          |         | 293561106 | 21        | 800     | SH  |      | SOLE    |         |
| 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 | 21        | 229     | SH  |      | SOLE    |         |
| ENTERGY ARK INC PFD |         |           |           |         |     |      |         |         |
| \$7.80              |         | 29364D803 | 10        | 100     | SH  |      | SOLE    |         |
| ENTERGY ARK INC PFD |         |           |           |         |     |      |         |         |
| \$7.40              |         | 29364DB29 | 8         | 90      | SH  |      | SOLE    |         |
| ENTERGY ARK INC PFD |         |           |           |         |     |      |         |         |
| \$7.88              |         | 29364D852 | 14        | 145     | SH  |      | SOLE    |         |
| ENTERGY CORP        |         | 29364G103 | 188       | 5298    | SH  |      | SOLE    |         |
| ENTERGY CORP        |         | 29364G103 | 21        | 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 | 31        | 580     | SH  |      | SOLE    |         |
| FNMA                | COM     | 313586109 | 128       | 1600    | SH  |      | SOLE    |         |
| FEDERAL REALTY INVT | SH BEN  |           |           |         |     |      |         |         |
| TR                  | INT NEW | 313747206 | 15        | 685     | SH  |      | SOLE    |         |
| 1ST CENTURY         |         |           |           |         |     |      |         |         |
| BANKSHARES          |         | 319426102 | 16        | 1000    | SH  |      | SOLE    |         |
| FIRST NAT'L         |         |           |           |         |     |      |         |         |
| ENTERTAINMENT CORP  |         | 320940109 | 0         | 388     | SH  |      | DEFINED |         |
| FIRST COMMUNITY     |         |           |           |         |     |      |         |         |
| BANK NA             | NPT     | 329000996 | 2         | 2000    | SH  |      | SOLE    |         |
| ADV FUND MS TRS     |         | 33732A210 | 9         | 24      |     |      | SOLE    |         |
| 1ST TRS ADVAN SER   |         |           |           |         |     |      |         |         |

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|                             |          |           |      |        |    |         |
|-----------------------------|----------|-----------|------|--------|----|---------|
| 195 MSTR9                   |          | 33732C745 | 33   | 35     | SH | SOLE    |
| 1ST TRUST ADV UIT           |          |           |      |        |    |         |
| SER 32 MS TRUST 1           |          | 337320675 | 3    | 15     |    | 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 | 123  | 20050  | SH | SOLE    |
| FORD MTR CO CAP TR I        | TOPRS 9% | 345343206 | 25   | 1000   | SH | SOLE    |
| GAP INC DEL                 | COM      | 364760108 | 17   | 1500   | SH | SOLE    |
| GENERAL ELECTRIC CO         |          | 369604103 | 4951 | 133108 | SH | SOLE    |
| GENERAL ELECTRIC CO         |          | 369604103 | 226  | 6100   | SH | DEFINED |
| GENERAL MLS INC             | COM      | 370334104 | 32   | 720    | SH | SOLE    |
| GENERAL MLS INC             | COM      | 370334104 | 0    | 20     | SH | DEFINED |
| GEN MTR CORP                |          | 370442105 | 28   | 673    | SH | SOLE    |
| GENOME THERAPEUTICS<br>CORP | COM      | 372430108 | 5    | 1000   | SH | SOLE    |

| NAME OF ISSUER<br>-----        | TITLE OF<br>CLASS<br>----- | CUSIP<br>----- | VALUE<br>(X\$1000)<br>----- | SHARES/<br>PRN AMT<br>----- | SH/<br>PRN<br>----- | PUT/<br>CALL<br>----- | INVTMT<br>DSCRETN<br>----- | OTHER<br>MANAGER<br>----- |
|--------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|----------------------------|---------------------------|
| GEORGIA PAC CORP               |                            | 373298108      | 178                         | 6202                        | SH                  |                       | SOLE                       |                           |
| GEORGIA PAC TIMBER<br>GROUP    |                            | 373298702      | 13                          | 360                         | SH                  |                       | SOLE                       |                           |
| GERON CORP                     | COM                        | 374163103      | 2                           | 300                         | SH                  |                       | SOLE                       |                           |
| SCUDDER GLOBAL<br>DISCOVERY FD |                            | 378947501      | 11                          | 544                         | SH                  |                       | SOLE                       |                           |
| GLOBAL MARINE INC              | COM                        | 379352404      | 8                           | 575                         | SH                  |                       | SOLE                       |                           |
| GLOBAL SPORTS INC              |                            | 37937A107      | 0                           | 29                          | SH                  |                       | SOLE                       |                           |
| GOODYEAR TIRE &<br>RUBBER      |                            | 382550101      | 31                          | 1718                        | SH                  |                       | SOLE                       |                           |
| GREAT LAKES CHEM<br>CORP       | COM                        | 390568103      | 39                          | 1785                        | SH                  |                       | DEFINED                    |                           |
| GUARANTY BANCSHARES<br>INC TEX | COM                        | 400764106      | 2                           | 200                         | SH                  |                       | SOLE                       |                           |
| GUIDANT CORP                   | COM                        | 401698105      | 169                         | 4400                        | SH                  |                       | SOLE                       |                           |
| HARRIS<br>SHORT/INTERMEDIATE   | BOND CL I                  | 40429960R      | 70                          | 6691                        | SH                  |                       | SOLE                       |                           |
| BURNS/PERKIS<br>OIL/GAS11-1999 |                            | 408995363      | 0                           | 1                           | PRN                 |                       | SOLE                       |                           |
| HANCOCK FABRICS                |                            | 409900107      | 13                          | 1600                        | SH                  |                       | SOLE                       |                           |
| HANCOCK HLDG CO                | CAP VALUE                  | 410120109      | 117                         | 2897                        | SH                  |                       | SOLE                       |                           |
| HARRIS CORP                    |                            | 413875105      | 47                          | 1494                        | SH                  |                       | SOLE                       |                           |
| HARRIS EQUITY<br>INCOME FUND   |                            | 41454B10R      | 76                          | 5010                        | SH                  |                       | SOLE                       |                           |
| HARTFORD FNCL SV<br>GRP INC    | COM                        | 416515104      | 11                          | 200                         | SH                  |                       | DEFINED                    |                           |
|                                |                            | 418056107      | 11                          | 787                         | SH                  |                       | DEFINED                    |                           |
| HATTERAS INCOME<br>SECS INC    | COM                        | 419025101      | 2                           | 200                         | SH                  |                       | SOLE                       |                           |
| HEWLETT PACKARD CO             |                            | 428236103      | 203                         | 12672                       | SH                  |                       | SOLE                       |                           |
| HEWLETT PACKARD CO             |                            | 428236103      | 6                           | 400                         | SH                  |                       | DEFINED                    |                           |
| HIBERNIA CORP                  |                            | 428656102      | 6091                        | 372786                      | SH                  |                       | SOLE                       |                           |
| HIBERNIA CORP                  |                            | 428656102      | 14                          | 900                         | SH                  |                       | DEFINED                    |                           |

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|                                 |               |           |      |       |     |  |         |  |
|---------------------------------|---------------|-----------|------|-------|-----|--|---------|--|
| HIGHLANDS INS GROUP             |               | 431032101 | 29   | 12000 | SH  |  | SOLE    |  |
| HOME DEPOT                      |               | 437076102 | 820  | 21397 | SH  |  | SOLE    |  |
| HOME DEPOT                      |               | 437076102 | 58   | 1532  | SH  |  | DEFINED |  |
| HOMEFED CORP                    | COM NEW       | 43739D208 | 3    | 4028  | SH  |  | DEFINED |  |
| HOPEWELL HLDGS LTD              | SPONSORED ADR | 439555301 | 6    | 14600 | SH  |  | DEFINED |  |
| HUBBELL INC                     | CL B          | 443510201 | 29   | 1000  | SH  |  | SOLE    |  |
| ICN PHARMACEUTICALS<br>INC      | COM NEW       | 448924100 | 13   | 525   | SH  |  | SOLE    |  |
| INS MUN-IHC TRS 198             |               | 45808G723 | 0    | 5     |     |  | SOLE    |  |
| UTS INSURED MUNI<br>INC TR#8297 |               | 45808V266 | 7    | 10    |     |  | DEFINED |  |
| INS MUN-INC TRS 116             |               | 458084837 | 1    | 6     |     |  | SOLE    |  |
| INTEL CORP CAP                  |               | 458140100 | 936  | 45844 | SH  |  | SOLE    |  |
| INTEL CORP CAP                  |               | 458140100 | 90   | 4430  | SH  |  | DEFINED |  |
| IBM CORP                        |               | 459200101 | 3382 | 36880 | SH  |  | SOLE    |  |
| IBM CORP                        |               | 459200101 | 116  | 1275  | SH  |  | DEFINED |  |
| INTL PAPER CO                   |               | 460146103 | 165  | 4748  | SH  |  | SOLE    |  |
| INTL PAPER CO                   |               | 460146103 | 50   | 1450  | SH  |  | DEFINED |  |
| JANUS WORLDWID FUND<br>#41      |               | 471023309 | 25   | 661   | SH  |  | SOLE    |  |
| JEFFERSON PILOT<br>CORPORATION  |               | 475070108 | 20   | 450   | SH  |  | DEFINED |  |
| JOHNSON & JOHNSON               |               | 478160104 | 3015 | 54426 | SH  |  | SOLE    |  |
| JOHNSON & JOHNSON               |               | 478160104 | 520  | 9400  | SH  |  | DEFINED |  |
| KANSAS CITY PWR &<br>LT CO      | COM           | 485134100 | 74   | 2855  | SH  |  | SOLE    |  |
| KELLOGG CO                      |               | 487836108 | 6    | 200   | SH  |  | SOLE    |  |
| C SIMMONS LSE EXP<br>12/31/06   |               | 490990108 | 0    | 1     | PRN |  | SOLE    |  |
| KERR-MCGEE<br>CORPORATION INC   |               | 492386107 | 1    | 25    | SH  |  | SOLE    |  |
| LION OIL 68-0261 RI<br>& ORI    |               | 493990105 | 0    | 1     | PRN |  | SOLE    |  |
| LION OIL 05-0260<br>680260(246) |               | 493995369 | 0    | 1     | PRN |  | SOLE    |  |
| LION OIL 48-0260 RI<br>& ORI    |               | 494990104 | 0    | 1     | PRN |  | SOLE    |  |
| LION OIL 05-0261<br>(DRIP)      |               | 494995368 | 0    | 1     | PRN |  | SOLE    |  |

| NAME OF ISSUER                | TITLE OF CLASS       | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGER |
|-------------------------------|----------------------|-----------|-----------------|-----------------|---------|-----------|-----------------|---------------|
| LION OIL CO<br>#18-1896       |                      | 496990102 | 0               | 1               | PRN     |           | SOLE            |               |
| WICKFORD ENERGY<br>DO#9601100 |                      | 498990100 | 0               | 1               | PRN     |           | SOLE            |               |
| LTV CORP                      | *W EXP<br>06/28/1998 | 501921126 | 0               | 1               | SH      |           | SOLE            |               |
| LTV CORP 1.25<br>SERIES       |                      | 502210800 | 0               | 14              | SH      |           | SOLE            |               |
| LACLEDE GAS CO                | COM                  | 505588103 | 7               | 300             | SH      |           | SOLE            |               |
| LACLEDE GAS CO                | COM                  | 505588103 | 21              | 900             | SH      |           | DEFINED         |               |
| LEAR CORP                     | COM                  | 521865105 | 2               | 100             | SH      |           | SOLE            |               |

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|                      |               |           |        |         |     |         |
|----------------------|---------------|-----------|--------|---------|-----|---------|
| LEXMARK INTL MEW     | CL A          | 529771107 | 8      | 190     | SH  | SOLE    |
| COLONIAL TAX EXEMPT  |               |           |        |         |     |         |
| FUND A               |               | 53054410R | 144    | 10848   |     | SOLE    |
| LOUISIANA COMPANIES  |               | 540000999 | 0      | 36      | SH  | SOLE    |
| MERLIN MORRIS        |               |           |        |         |     |         |
| FARMS INC.           |               | 546001991 | 2      | 2679    | SH  | SOLE    |
| LOUISIANA PAC CORP   |               | 546347105 | 6      | 1016    | SH  | SOLE    |
| MCDONALD'S CORP      |               | 580135101 | 233    | 8600    | SH  | SOLE    |
| MCDONALD'S CORP      |               | 580135101 | 16     | 600     | SH  | DEFINED |
| MEDTRONIC INC        | COM           | 585055106 | 63     | 1460    | SH  | SOLE    |
| MELLON FINL CORP     |               | 58551A108 | 32     | 1000    | SH  | SOLE    |
| MERCK & CO INC       |               | 589331107 | 2527   | 37952   | SH  | SOLE    |
| MERCK & CO INC       |               | 589331107 | 256    | 3850    | SH  | DEFINED |
| MERRILL LYNCH CORP   |               |           |        |         |     |         |
| BD FD INCHI INCOME   |               |           |        |         |     |         |
| CL A                 |               | 590907101 | 11     | 2536    | SH  | SOLE    |
| METLIFE INC          | COM           | 59156R108 | 4      | 148     | SH  | SOLE    |
| MICROSOFT CORP       |               | 594918104 | 985    | 19255   | SH  | SOLE    |
| MICROSOFT CORP       |               | 594918104 | 20     | 400     | SH  | DEFINED |
| MISSISSIPPI CHEMICAL |               | 598001998 | 0      | 2       | SH  | SOLE    |
| MINNESOTA MNG &      |               |           |        |         |     |         |
| MFG CO               |               | 604059105 | 114    | 1166    | SH  | SOLE    |
| MORRISSEY DEV. CO.   |               | 618994156 | 25     | 400     | SH  | SOLE    |
| MOTOROLA INC         |               | 620076109 | 377    | 24213   | SH  | SOLE    |
| MOTOROLA INC         |               | 620076109 | 218    | 13980   | SH  | DEFINED |
| THE MUN INSURED      |               |           |        |         |     |         |
| NAT'L TR S5          |               | 626223242 | 0      | 5       | SH  | SOLE    |
| MURPHY OIL CORP      | COM           | 626717102 | 3742   | 51714   | SH  | SOLE    |
| MURPHY OIL CORP      | COM           | 626717102 | 169116 | 2337153 | SH  | DEFINED |
|                      |               | 640376109 | 1      | 187     | SH  | SOLE    |
| NICOR INC            | COM           | 654086107 | 31     | 800     | SH  | SOLE    |
| NOBLE AFFILIATES INC | COM           | 654894104 | 30     | 1000    | SH  | SOLE    |
| NORFOLK SO CORP      |               | 655844108 | 31     | 1934    | SH  | SOLE    |
| NORTHERN TRUST       |               |           |        |         |     |         |
| COMPANY              | NTRS          | 665859104 | 93     | 1780    | SH  | SOLE    |
| NORTHERN TRUST       |               |           |        |         |     |         |
| COMPANY              | NTRS          | 665859104 | 209    | 4000    | SH  | DEFINED |
| OCCIDENTAL PETE      |               |           |        |         |     |         |
| COR DEL              |               | 674599105 | 31     | 1303    | SH  | SOLE    |
| OLIN CORP            |               | 680665205 | 2      | 166     | SH  | DEFINED |
| OMNICOM GROUP        |               | 681919106 | 64     | 1000    | SH  | SOLE    |
| PPG INDUSTRIES INC   |               | 693506107 | 36     | 800     | SH  | SOLE    |
| PACIFIC CENTURY      |               |           |        |         |     |         |
| CYBERWORKS           |               | 694059106 | 5      | 2473    | SH  | DEFINED |
| PENNEY J C INC       | COM           | 708160106 | 12     | 582     | SH  | SOLE    |
| PRAIRIE FARMERS      |               |           |        |         |     |         |
| ASSOC.               | RESERVES (BE) | 711000992 | 1      | 1769    | SH  | SOLE    |
| PEOPLES ENERGY CORP  | COM           | 711030106 | 7      | 200     | SH  | SOLE    |
| PEOPLES ENERGY CORP  | COM           | 711030106 | 19     | 500     | SH  | DEFINED |
| PEOPLES HLDG CO      | COM           | 711148106 | 12     | 367     | SH  | SOLE    |
| GEORGE PATE          |               |           |        |         |     |         |
| COLUMBIA 11/96       |               | 712995364 | 0      | 1       | PRN | SOLE    |
| PEPSICO INC          | COM           | 713448108 | 1595   | 32898   | SH  | SOLE    |
| PEPSICO INC          | COM           | 713448108 | 151    | 3130    | SH  | DEFINED |
| PORT GIBSON          |               |           |        |         |     |         |
| CAPITAL CORP         |               | 715995361 | 336    | 8000    | SH  | SOLE    |
| PFIZER INC           |               | 717081103 | 4193   | 104594  | SH  | SOLE    |
| PFIZER INC           |               | 717081103 | 132    | 3300    | SH  | DEFINED |



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| NAME OF ISSUER                                 | TITLE OF CLASS    | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGER |
|--|-------------------|-----------|-----------------|-----------------|---------|-----------|-----------------|---------------|
| PHELPS DODGE CORP                              | COM               | 717265102 | 0               | 20              | SH      |           | SOLE            |               |
| PHELPS DODGE CORP                              | COM               | 717265102 | 13              | 500             | SH      |           | DEFINED         |               |
| PHILIP MORRIS COS INC                          | COM               | 718154107 | 143             | 2975            | SH      |           | SOLE            |               |
| PHILLIPS PETE CO                               |                   | 718507106 | 117             | 2186            | SH      |           | SOLE            |               |
| PHILLIP/<br>AMEXPLORATION-<br>CRONEA           |                   | 719995367 | 0               | 1               | PRN     |           | SOLE            |               |
| PRAIRIE FARMERS<br>ASSOCIATION NUMBER<br>00888 |                   | 722000999 | 0               | 1               | SH      |           | SOLE            |               |
| 3/8 INT FARM<br>PROP-WARREN CTY                |                   | 722995362 | 0               | 1               | PRN     |           |                 |               |
|  |                   | 723995361 | 4               | 4100            | SH      |           | SOLE            |               |
| PITNEY BOWES INC                               | COM               | 724479100 | 1               | 36              | SH      |           | SOLE            |               |
| PETROGULF CORP<br>LEASE 8-2000                 |                   | 728995366 | 0               | 1               | PRN     |           | SOLE            |               |
| POTLATCH CORP                                  | COM               | 737628107 | 4               | 150             | SH      |           | SOLE            |               |
| PRAXAIR INC                                    | COM               | 74005P104 | 12              | 300             | SH      |           | DEFINED         |               |
| PRICE T ROWE TX FR<br>HI YLD                   | FDCOM             | 741486104 | 8               | 768             |         |           | SOLE            |               |
| PROCTER & GAMBLE CO                            | COM               | 742718109 | 583             | 8017            | SH      |           | SOLE            |               |
| PROCTER & GAMBLE CO                            | COM               | 742718109 | 385             | 5290            | SH      |           | DEFINED         |               |
| QLOGIC CORP                                    | COM               | 747277101 | 4               | 250             | SH      |           | SOLE            |               |
| RH DONNELLEY CORP                              |                   | 74955W307 | 1               | 60              | SH      |           | SOLE            |               |
| RALSTON PURINA CO                              | COM               | 751277302 | 17              | 525             | SH      |           | SOLE            |               |
| RALSTON PURINA CO                              | COM               | 751277302 | 10              | 309             | SH      |           | DEFINED         |               |
| RELIANT ENERGY INC                             |                   | 75952J108 | 134             | 5123            | SH      |           | SOLE            |               |
| RELIANT ENERGY INC                             |                   | 75952J108 | 117             | 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 | 30              | 1000            | SH      |           | SOLE            |               |
|  |                   | 787991066 | 0               | 10              | SH      |           | SOLE            |               |
| SARA LEE CORP                                  | COM               | 803111103 | 17              | 800             | SH      |           | SOLE            |               |
| SCHERING PLOUGH CORP                           | COM               | 806605101 | 720             | 19434           | SH      |           | SOLE            |               |
| SCHERING PLOUGH CORP                           | COM               | 806605101 | 823             | 22200           | SH      |           | DEFINED         |               |
| SCHLUMBERGER LTD                               | COM               | 806857108 | 89              | 1950            | SH      |           | SOLE            |               |
| SEARS ROEBUCK & CO                             | COM               | 812387108 | 66              | 1920            | SH      |           | SOLE            |               |
| SEARS ROEBUCK & CO                             | COM               | 812387108 | 5               | 167             | SH      |           | DEFINED         |               |
| SHELL TRANS &<br>TRADING PLC                   | NEW YRK<br>SH NEW | 822703609 | 79              | 1800            | SH      |           | DEFINED         |               |
| SHERWIN WILLIAMS CO                            | COM               | 824348106 | 24              | 1100            | SH      |           | SOLE            |               |
| SIMMONS 1ST NATL<br>CORP                       | CL A \$5 PAR      | 828730200 | 322             | 9023            | SH      |           | SOLE            |               |
| SIMMONS 1ST NATL<br>CORP                       | CL A \$5 PAR      | 828730200 | 8               | 250             | SH      |           | DEFINED         |               |
| SOLUTIA INC                                    | COM               | 834376105 | 51              | 4124            | SH      |           | SOLE            |               |
| SOLUTIA INC                                    | COM               | 834376105 | 1               | 100             | SH      |           | DEFINED         |               |
| SOUTHERN CO                                    | COM               | 842587107 | 507             | 21153           | SH      |           | SOLE            |               |
| SOUTHERN CO                                    | COM               | 842587107 | 87              | 3664            | SH      |           | DEFINED         |               |
| STILLWELL FINANCIAL<br>INC                     |                   | 860831106 | 11              | 600             | SH      |           | SOLE            |               |
| SYSCO CORP                                     |                   | 871829107 | 102             | 4000            | SH      |           | SOLE            |               |

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|                     |          |           |    |      |    |         |
|---------------------|----------|-----------|----|------|----|---------|
| TECO ENERGY INC     | COM      | 872375100 | 8  | 300  | SH | SOLE    |
| TECO ENERGY INC     | COM      | 872375100 | 21 | 800  | SH | DEFINED |
| TXU ELEC CAP III    | QUIPS 8% | 87316Q207 | 24 | 1000 | SH | SOLE    |
| HILLSIDE MANOR      |          |           |    |      |    |         |
| APARTMENTS          |          | 875995367 | 43 | 100  | SH | SOLE    |
| TAX EXEMPT BD FD OF |          |           |    |      |    |         |
| AMERICA             |          | 87690210R | 14 | 1193 |    | DEFINED |
| TEMPLE INLAND INC   | COM      | 879868107 | 18 | 400  | SH | SOLE    |
| TEVA PHARMACEUTICAL |          |           |    |      |    |         |
| IND                 | ADR'S    | 881624209 | 18 | 300  | SH | SOLE    |
| TIFFANY & CO NEW    |          | 886547108 | 47 | 2200 | SH | SOLE    |
| TOTH ALUMINUM       |          |           |    |      |    |         |
| CORPORATION         |          | 891514101 | 0  | 100  | SH | SOLE    |

| NAME OF ISSUER         | TITLE OF CLASS  | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGER |
|------------------------|-----------------|-----------|-----------------|-----------------|---------|-----------|-----------------|---------------|
| TRIBUNE COMPANY        |                 | 896047107 | 37              | 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            |               |
|                        |                 | 902027994 | 5073            | 47444           | SH      |           | SOLE            |               |
| TYSON FOODS INC        | CL A            | 902494103 | 7               | 750             | SH      |           | SOLE            |               |
| TYSON FOODS INC        | CL A            | 902494103 | 150             | 15000           | SH      |           | DEFINED         |               |
| USA TRUCK              |                 |           |                 |                 |         |           |                 |               |
| INC-RESTRICTED         |                 | 902925106 | 568             | 77385           | SH      |           | SOLE            |               |
| USX-U S STL            | COM             | 90337T101 | 6               | 500             | SH      |           | SOLE            |               |
| UNITED ARKANSAS        |                 |           |                 |                 |         |           |                 |               |
| CORPORATION            |                 | 907000996 | 0               | 1200            | SH      |           | DEFINED         |               |
| UNISYS CORP            |                 | 909214108 | 4               | 540             | SH      |           | SOLE            |               |
| UNITED AUTO GROUP INC  | COM             | 909440109 | 168             | 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 | 74              | 2656            | SH      |           | SOLE            |               |
| VAN KAMPEN AMERICAN    |                 |           |                 |                 |         |           |                 |               |
| CAPITAL PRIME RATE     |                 | 920914108 | 50              | 5997            | SH      |           | SOLE            |               |
| VIALINK CO             | COM             | 92552Q101 | 0               | 450             | SH      |           | SOLE            |               |
| VLASIC FOODS INTL INC  | COM             | 928559103 | 0               | 100             | SH      |           | SOLE            |               |
| WAL MART STORES INC    | COM             | 931142103 | 2651            | 53571           | SH      |           | SOLE            |               |
| WAL MART STORES INC    | COM             | 931142103 | 234             | 4739            | SH      |           | DEFINED         |               |
| WALGREEN CO            | COM             | 931422109 | 207             | 6025            | SH      |           | SOLE            |               |
| WALSH HEALTH CARE      |                 |           |                 |                 |         |           |                 |               |
| SOLUTIONS INC          |                 | 937001998 | 0               | 3               | SH      |           | SOLE            |               |
| WAUSAU-MOSINEE PAPER   |                 |           |                 |                 |         |           |                 |               |
| CORP CO                |                 | 943315101 | 6               | 550             | SH      |           | SOLE            |               |

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|----------------------|------------|-----------|--------|---------|----|------|
| WEINGARTEN RLTY INVS | SH BEN INT | 948741103 | 48     | 1000    | SH | SOLE |
| WESTERN RES INC      | COM        | 959425109 | 3      | 200     | SH | SOLE |
| WEYERHAEUSER CO      | COM        | 962166104 | 185    | 3800    | SH | SOLE |
| GRAND TOTALS         |            |           | 278154 | 6713401 |    |      |