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BANCORPSOUTH INC  
Form 13F-HR/A  
November 16, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2001

Check here if Amendment [ X ]; Amendment Number 1

This Amendment (Check only one.): [X] is a restatement

[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: BancorpSouth, Inc.

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

Form 13F File Number: 28-10453

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Cathy S. Freeman

Title: Senior Vice President and Corporate Secretary

Phone: (662) 680-2084

Signature, Place, and Date of Signing:

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

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

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

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

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List of Other Managers Reporting for this Manager: None.

## FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 372

Form 13F Information Table Value Total: \$279,743  
(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.<br>--- | Form 13F File Number<br>----- | Name<br>----      |
|------------|-------------------------------|-------------------|
| 1          | 28-10939                      | BancorpSouth Bank |

## FORM 13F INFORMATION TABLE

| NAMES OF ISSUER<br>----- | TITLE OF<br>CLASS<br>----- | CUSIP<br>----- | VALUE<br>[X\$1000]<br>----- | SHRS OR<br>PRN AMT<br>----- | SH/<br>PRN<br>----- | PCT/<br>CALL<br>----- | INVESTMEN<br>DISCRETIO<br>----- |
|--------------------------|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|---------------------------------|
| 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 WALKER   |                            |                |                             |                             |                     |                       |                                 |
| CREEKWALKER CREEK        |                            | 002995363      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| ATLANTA EXP-CRONE 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 109-01  |                            | 008990103      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| AIR PRODS & CHEMS INC    | COM                        | 009158106      | 15                          | 400                         | SH                  |                       | DEFINED                         |
| PETROQUEST EXPLORATION   |                            | 009990102      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| ALLERGAN INC             |                            | 018490102      | 13                          | 210                         | SH                  |                       | SOLE                            |
| AEROPRES DIV #2240       |                            | 018990101      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| ALLIED CAP CORP          | NEW COM                    | 01903Q108      | 6                           | 300                         | SH                  |                       | SOLE                            |
| ALLTEL CORP              |                            | 020039103      | 331                         | 5714                        | SH                  |                       | SOLE                            |
| ALLTEL CORP              |                            | 020039103      | 652                         | 11265                       | SH                  |                       | DEFINED                         |
| AMERICAN ELECTRIC POWER  |                            | 025537101      | 219                         | 5072                        | SH                  |                       | SOLE                            |
| AMERICAN ELECTRIC 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 HOPE     |                            |                |                             |                             |                     |                       |                                 |
| EXPAND 10/98             |                            | 026995365      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| AMERICAN MUTUAL FUND INC |                            | 02768110R      | 28                          | 1237                        | SH                  |                       | SOLE                            |
| AMERICAN MUTUAL FUND INC |                            | 02768110R      | 198                         | 8554                        | SH                  |                       | DEFINED                         |
| ANADARKO PETE CORP       |                            | 032511107      | 70                          | 1464                        | SH                  |                       | DEFINED                         |

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|                                   |           |     |      |     |         |
|-----------------------------------|-----------|-----|------|-----|---------|
| ATLANTA EXP 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-MIDLAND<br>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    |
| AUTOZONE                          | 053332102 | 27  | 530  | SH  | DEFINED |

| NAMES OF ISSUER                          | TITLE OF CLASS | CUSIP     | VALUE<br>[X\$1000] | SHRS OR<br>PRN AMT | SH/<br>PRN | PCT/<br>CALL | INVESTMENT<br>DISCRETION |
|--|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| AVENTIS                                  | SPONSORED ADR  | 053561106 | 7                  | 98                 | SH         |              | SOLE                     |
| AXCELIS 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                     |
| BANCORPSOUTH INC                         |                | 059692103 | 2621               | 170243             | SH         |              | DEFINED                  |
| BANKAMERICA CORP                         | NEW COM        | 060505104 | 1259               | 21570              | SH         |              | SOLE                     |
| BANKAMERICA CORP                         | NEW COM        | 060505104 | 158                | 2710               | SH         |              | DEFINED                  |
| BANK OF THE OZARKS, INC                  |                | 063904106 | 517                | 23800              | SH         |              | DEFINED                  |
| BAXTER INTL INC                          |                | 071813109 | 221                | 4030               | SH         |              | SOLE                     |
| 13 PORTERS CHAPEL ROAD                   | RENT-SPROUSE   | 078995362 | 0                  | 1                  | PRN        |              | SOLE                     |
| BELLSOUTH CORP                           |                | 079860102 | 1775               | 42748              | SH         |              | SOLE                     |
| BELLSOUTH CORP                           |                | 079860102 | 30                 | 732                | SH         |              | DEFINED                  |
| BERKSHIRE HATHAWAY A                     |                | 084670108 | 70                 | 1                  | SH         |              | SOLE                     |
| 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 SQUIBB CO                  |                | 110122108 | 1721               | 30990              | SH         |              | SOLE                     |
| BRISTOL MYERS SQUIBB CO                  |                | 110122108 | 261                | 4700               | SH         |              | DEFINED                  |
| BULL RUN CORP GEORGIA                    |                | 120182100 | 4                  | 3400               | SH         |              | SOLE                     |
| BURLINGTON NORTHERN/SANTA<br>FE CORP     |                | 12189T104 | 24                 | 930                | SH         |              | SOLE                     |
| CLECO CORP                               | COM            | 12561W105 | 12                 | 600                | SH         |              | SOLE                     |
| CITGO 0380600014                         |                | 130990104 | 0                  | 1                  | PRN        |              | SOLE                     |
| CITGO 0380600011                         |                | 131990103 | 0                  | 1                  | PRN        |              | SOLE                     |
| CITGO 03806000010                        |                | 132990102 | 0                  | 1                  | PRN        |              | SOLE                     |
| CABE LAND COMPANY AKA CABE<br>CATTLE CO. |                | 133005991 | 1619               | 17672              | SH         |              | SOLE                     |
| CAMPBELL SOUP CO                         | COM            | 134429109 | 11                 | 400                | SH         |              | SOLE                     |
| CITGO 0380600015                         |                | 134990100 | 0                  | 1                  | PRN        |              | SOLE                     |
| CABE/LONG MANAGMENT                      |                | 135000990 | 311                | 311294             | SH         |              | SOLE                     |
| CABE INVESTMENTS INC                     |                | 135005999 | 311                | 311294             | SH         |              | SOLE                     |
| LION OIL 68-0366                         |                | 135990109 | 0                  | 1                  | PRN        |              | SOLE                     |
| CAPITAL ONE FINL CORP                    | COM            | 14040H105 | 244                | 5315               | SH         |              | SOLE                     |

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|--------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|---------------------------------|
| 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                         |
| CONNECTIV 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<br>FUND |                            | 26201Q104      | 46                          | 3881                        |                     |                       | SOLE                            |
| 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                            |

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|---------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|---------------------------------|
| EQUINOX - OPHILIA TODD<br>10400 |                            | 271995367      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| ALBEMARLE CORP (EHTYL)<br>UNIT  |                            | 274990100      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| 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                            |

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|                                   |                |            |     |       |     |         |
|-----------------------------------|----------------|------------|-----|-------|-----|---------|
| A. G. EDWARDS INC                 |                | 281760108  | 11  | 325   | SH  | SOLE    |
| ATLANTA EXPLORATION PISG<br>PRO   |                | 281995365  | 0   | 1     | PRN | SOLE    |
| ATLANTA EXPLORATION WARE<br>CR    |                | 282995364  | 0   | 1     | PRN | SOLE    |
| ELECTRONIC DATA SYS CORP          | NEW            | 285661104  | 170 | 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                        |                | 2953561106 | 21  | 800   | SH  | SOLE    |
| ENTERGY 65 SERIES<br>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       |                | 29364D829  | 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<br>#1 ARK  |                | 301990107  | 0   | 1     | PRN | SOLE    |
| FLOWEREE PLANTING LSE<br>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 TR            | SH BEN INT NEW | 313747206  | 15  | 685   | SH  | SOLE    |
| 1ST CENTURY BANKSHARES            |                | 319426102  | 16  | 1000  | SH  | SOLE    |
| FIRST NAT'L ENTERTAINMENT<br>CORP |                | 320940109  | 0   | 388   | SH  | DEFINED |
| FIRST COMMUNITY BANK NA NPT       |                | 329000996  | 2   | 2000  | SH  | SOLE    |

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|--------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|---------------------------------|
| ADV FUND MS TRS                |                            | 33732A210      | 9                           | 24                          |                     |                       | SOLE                            |
| 1ST TRS ADVAN SER 195<br>MSTR9 |                            | 33732C745      | 33                          | 35                          | SH                  |                       | SOLE                            |
| 1ST TRUST ADV UIT SER 32<br>MS |                            | 337320675      | 3                           | 15                          |                     |                       | SOLE                            |
| TRUST 1                        |                            | 337320865      | 3                           | 20                          | SH                  |                       | SOLE                            |
| 1ST TRS ADVAN SER 38 MSTR2     |                            | 343412102      | 11                          | 300                         | SH                  |                       | SOLE                            |
| FLUOR CORP                     |                            | 343412102      | 3                           | 96                          | SH                  |                       | DEFINED                         |
| FLUOR CORP                     |                            | 344123104      | 123                         | 20050                       | SH                  |                       | SOLE                            |
| FOAMEX INT'L INC               |                            | 345343206      | 25                          | 1000                        | SH                  |                       | SOLE                            |
| FORD MTR CO CAP TR             | TOPRS 9%                   | 364760108      | 17                          | 1500                        | SH                  |                       | SOLE                            |
| GAP INC                        | DEL COM                    | 369604103      | 4951                        | 133108                      | SH                  |                       | SOLE                            |
| GENERAL ELECTRIC CO            |                            | 369604103      | 226                         | 6100                        | SH                  |                       | DEFINED                         |
| GENERAL ELECTRIC CO            |                            | 370334104      | 32                          | 720                         | SH                  |                       | SOLE                            |
| GENERAL MLS INC                | COM                        | 370334104      | 0                           | 20                          | SH                  |                       | DEFINED                         |
| GENERAL MLS INC                | COM                        | 370442105      | 28                          | 673                         | SH                  |                       | SOLE                            |
| GEN MTR CORP                   |                            | 372430108      | 5                           | 1000                        | SH                  |                       | SOLE                            |
| GENOME THERAPEUTICS CORP       | COM                        | 373298108      | 178                         | 6202                        | SH                  |                       | SOLE                            |
| GEORGIA PAC CORP               |                            | 373298702      | 13                          | 360                         | SH                  |                       | SOLE                            |
| GEORGIA PAC TIMBER GROUP       |                            |                |                             |                             |                     |                       |                                 |

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|   |           |           |     |      |     |         |
|---|-----------|-----------|-----|------|-----|---------|
| GERON CORP                                | COM       | 374163103 | 2   | 300  | SH  | SOLE    |
| SCUDDER GLOBAL DISCOVERY<br>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 & RUBBER                    |           | 382550101 | 31  | 1718 | SH  | SOLE    |
| GREAT LAKES CHEM CORP                     | COM       | 390568103 | 39  | 1785 | SH  | DEFINED |
| GUARANTY BANCHSARES INC<br>TEX            | COM       | 400764106 | 2   | 200  | SH  | SOLE    |
| GUIDANT CORP                              | COM       | 401698105 | 169 | 4400 | SH  | SOLE    |
| HARRIS SHORT/INTERMEDIATE<br>BURNS/PERKIS | BOND CL I | 40429960R | 70  | 6691 | SH  | SOLE    |
| 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 INCOME FUND                 |           | 41454810R | 76  | 5010 | SH  | SOLE    |
| HARTFORD FNCL SV GRP INC                  | COM       | 416515104 | 11  | 200  | SH  | DEFINED |
| HASBRO, INC                               |           | 418056107 | 11  | 787  | SH  | DEFINED |
| HATTERAS INCOME SECS INC                  | COM       | 419025101 | 2   | 200  | SH  | SOLE    |

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|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| 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                  |
| 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 INC         | NEW COM        | 448924100 | 13                 | 525                | SH         |              | SOLE                     |
| INS MUN-INC TRS 198             |                | 45808G723 | 0                  | 5                  |            |              | SOLE                     |
| UTS INSURED MUNI INC<br>TRS#297 |                | 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 #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 & LT CO         | COM            | 485134100 | 74                 | 2855               | SH         |              | SOLE                     |
| KELLOGG CO                      |                | 487836108 | 6                  | 200                | SH         |              | SOLE                     |
| C SIMMONS LSE EXP 12/31/06      |                | 490990108 | 0                  | 1                  | PRN        |              | SOLE                     |
| KERR-MCGEE CORPORATION INC      |                | 492386107 | 1                  | 25                 | SH         |              | SOLE                     |
| LION OIL 68-0261 RI & ORI       |                | 493990105 | 0                  | 1                  | PRN        |              | SOLE                     |

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|                                  |           |   |   |     |      |
|----------------------------------|-----------|---|---|-----|------|
| LION OIL 05-0260 680260<br>(246) | 493995369 | 0 | 1 | PRN | SOLE |
| LION OIL 48-0260 RI & ORI        | 494990104 | 0 | 1 | PRN | SOLE |
| LION OIL 05-0261 (DRIP)          | 494995368 | 0 | 1 | PRN | SOLE |
| LION OIL CO #18-1896             | 496990102 | 0 | 1 | PRN | SOLE |
| WICKFORD ENERGY DO#9601100       | 498990100 | 0 | 1 | PRN | SOLE |

| NAMES OF ISSUER<br>-----          | TITLE OF<br>CLASS<br>----- | CUSIP<br>----- | VALUE<br>[X\$1000]<br>----- | SHRS OR<br>PRN AMT<br>----- | SH/<br>PRN<br>----- | PCT/<br>CALL<br>----- | INVESTMEN<br>DISCRETIO<br>----- |
|-----------------------------------|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|---------------------------------|
| LTV CORP                          | *W EXP 06/28/1998          | 501921126      | 0                           | 1                           | SH                  |                       | SOLE                            |
| LTV CORP 1.25 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                            |
| LEXMARK INTL                      | NEW 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                | COM                        | 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<br>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<br>S5    |                            | 626223242      | 0                           | 5                           |                     |                       | SOLE                            |
| MURPHY OIL CORP                   | COM                        | 626717102      | 3742                        | 51714                       | SH                  |                       | SOLE                            |
| MURPHY OIL CORP                   | COM                        | 626717102      | 69116                       | 112337153                   | SH                  |                       | DEFINED                         |
| NELSON, THOMAS INC                |                            | 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<br>NTRS    |                            | 665859104      | 93                          | 1780                        | SH                  |                       | SOLE                            |
| NORTHERN TRUST COMPANY<br>NTRS    |                            | 665859104      | 209                         | 4000                        | SH                  |                       | DEFINED                         |
| OCCIDENTAL PETE COR DEL           |                            | 674599105      | 31                          | 1303                        | SH                  |                       | SOLE                            |
| OLIN CORP                         |                            | 680665205      | 2                           | 166                         | SH                  |                       | DEFINED                         |

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| NAMES OF ISSUER<br>-----                       | TITLE OF<br>CLASS<br>----- | CUSIP<br>----- | VALUE<br>[X\$1000]<br>----- | SHRS OR<br>PRN AMT<br>----- | SH/<br>PRN<br>----- | PCT/<br>CALL<br>----- | INVESTMEN<br>DISCRETIO<br>----- |
|--|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|---------------------------------|
| 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                         |
| 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/AMEXPLORATION<br>-CRONEA               |                            | 719995367      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| PRAIRIE FARMERS<br>ASSOCIATION<br>NUMBER 00888 |                            | 722000999      | 0                           | 1                           | SH                  |                       | SOLE                            |
| 3/8 INT FARM PROP-WARREN<br>CTY                |                            | 722995362      | 0                           | 1                           | PRN                 |                       | SOLE                            |
| PORT GIBSON PROPERTIES,<br>INC                 |                            | 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 HI<br>YLD FD                | COM                        | 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                            |

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|--------------------------|----------------------------|----------------|-----------------------------|-----------------------------|---------------------|-----------------------|---------------------------------|
| 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                            |



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|   |                |           |     |       |    |         |
|---|----------------|-----------|-----|-------|----|---------|
| ROUSE CO  | COM            | 779273101 | 2   | 100   | SH | SOLE    |
| SAFECO CORP   | COM            | 786429100 | 30  | 1000  | SH | SOLE    |
| SEVEN J STOCK FARM  |                | 787991066 | 0   | 10    | SH | SOLE    |
| SARA LEE CORP   | COM            | 803111103 | 17  | 800   | SH | SOLE    |
| SCHERING PLOUGH CORP  | COM            | 806605101 | 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 & TRADING PLC                                   | NEW YRK SH NEW | 822703609 | 79  | 1800  | SH | DEFINED |
| SHERWIN WILLIAMS CO   | COM            | 824348106 | 24  | 1100  | SH | SOLE    |
| SIMMONS 1ST NATL CORP                                       | CL A \$5 PAR   | 828730200 | 322 | 9023  | SH | SOLE    |
| SIMMONS 1ST NATL 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 INC                                     |                | 860831106 | 11  | 600   | SH | SOLE    |
| SYSCO CORP  |                | 871829107 | 102 | 4000  | SH | SOLE    |
| 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<br>TAX EXEMPT BD FD OF<br>AMERICA |                | 875995367 | 43  | 100   | SH | SOLE    |
| TEMPLE INLAND INC   | COM            | 87690210R | 14  | 1193  |    | DEFINED |
| TEVA PHARMECEUTICAL INC                                     | ADR'S          | 879868107 | 18  | 400   | SH | SOLE    |
| TIFFANY & CO  | NEW            | 881624209 | 18  | 300   | SH | SOLE    |
| TOTH ALUMINUM CORPORATION                                   |                | 886547108 | 47  | 2200  | SH | SOLE    |
| TRIBUNE COMPANY   |                | 891514101 | 0   | 100   | SH | SOLE    |
| SUPPLYFORCE.COM, LLC  |                | 896047107 | 37  | 1200  | SH | SOLE    |
|   |                | 89902Q997 | 60  | 10000 | SH | SOLE    |

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|---|-----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| TRANS-GULF PETROLEUM CORP                 | LA CLOSELY HELD | 89902X992 | 0               | 10              | SH      |           | SOLE                  |
| SMACKOVER BANCSHARES INC                  |                 | 899027999 | 0               | 673             | SH      |           | SOLE                  |
| FIRST STAUNTON BANSHARES                  | CL-A V          | 90008J994 | 0               | 42              | SH      |           | SOLE                  |
| FIRST STAUNTON BANSHARES                  | CL-B V          | 90008K991 | 0               | 374             | SH      |           | SOLE                  |
| WHOLESALE ELECTRIC<br>SUPPLY CO.,<br>INC. |                 | 902027994 | 5073            | 47444           | SH      |           | SOLE                  |
| TYSON FOODS INC                           | CL A            | 902494103 | 7               | 750             | SH      |           | SOLE                  |
| TYSON FOODS INC                           | CL A            | 904494103 | 150             | 15000           | SH      |           | DEFINED               |
| USA TRUCK INC -<br>RESTRICTED             |                 | 902925106 | 568             | 77385           | SH      |           | SOLE                  |
| USX-U S STL                               | COM             | 90337T101 | 6               | 500             | SH      |           | SOLE                  |
| UNITED ARKANSAS<br>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                       |                 |           |                 |                 |         |           |                       |

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|                                 |            |           |      |       |    |  |         |
|---------------------------------|------------|-----------|------|-------|----|--|---------|
| CAPITAL                         |            |           |      |       |    |  |         |
| PRIME RATE                      |            | 920914108 | 50   | 5997  |    |  | SOLE    |
| VIALINK CO                      | COM        | 92552Q101 | 0    | 450   | SH |  | SOLE    |
| VLASIC FOODS INTL INC           | COM        | 928559103 | 0    | 100   |    |  |         |
| 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    |
| 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    |
| AMSOUTH BANCORP                 |            | 32165102  | 248  | 13724 | SH |  | SOLE    |
| BANCORPSOUTH INC                |            | 59692103  | 191  | 12373 | SH |  | SOLE    |
| BERKSHIRE HATHAWAY              |            | 84670207  | 23   | 10    | SH |  | SOLE    |
| BEST BUY INC                    |            | 86516101  | 14   | 300   | SH |  | SOLE    |
| CITIGROUP INC                   |            | 172967101 | 111  | 2750  | SH |  | SOLE    |
| COCA COLA CO                    |            | 191216100 | 56   | 1200  | SH |  | SOLE    |

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|----------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| DISNEY WALT CO DEL   |                | 254687106 | 4               | 200             | SH      |           | SOLE                  |
| E M C CORP MASS      |                | 268648102 | 9               | 800             | SH      |           | SOLE                  |
| EATON VANCE TAX MGD  |                | 277911848 | 36              | 1982            | SH      |           | SOLE                  |
| ENTERPRISE INTERNET  |                | 293720231 | 4               | 488             | SH      |           | SOLE                  |
| GENERAL ELECTRIC CO  |                | 369604103 | 278             | 7480            | SH      |           | SOLE                  |
| HEWLETT-PACKARD CO   |                | 428236103 | 5               | 300             | SH      |           | SOLE                  |
| HOME DEPOT INC       |                | 437076102 | 8               | 200             | SH      |           | SOLE                  |
| INTEL CORP           |                | 458140100 | 93              | 4550            | SH      |           | SOLE                  |
| JOHNSON & JOHNSON    |                | 478160104 | 10              | 174             | SH      |           | SOLE                  |
| LSI LOGIC CORP       |                | 502161102 | 4               | 300             | SH      |           | SOLE                  |
| LUCENT TECH INC      |                | 549463107 | 2               | 400             | SH      |           | SOLE                  |
| MAGNA-LAB INC CL A   |                | 559235106 | 1               | 2000            | SH      |           | SOLE                  |
| MCDATA CORP          |                | 580031201 | 0               | 29              | SH      |           | SOLE                  |
| MERCK & CO INC       |                | 589331107 | 7               | 100             | SH      |           | SOLE                  |
| MICROSOFT CORP       |                | 594918104 | 31              | 600             | SH      |           | SOLE                  |
| NASDAQ 100 TR        |                | 631100104 | 4               | 140             | SH      |           | SOLE                  |
| NOKIA CORP ADR       |                | 654902204 | 10              | 600             | SH      |           | SOLE                  |
| PEOPLES HLDG CO      |                | 711148106 | 85              | 2539            | SH      |           | SOLE                  |
| PROCTER & GAMBLE CO  |                | 742718109 | 146             | 2000            | SH      |           | SOLE                  |
| QWEST COMM INTL INC  |                | 749121109 | 7               | 412             | SH      |           | SOLE                  |
| RF MICRO DEVICES INC |                | 749941100 | 7               | 400             | SH      |           | SOLE                  |
| SUN MICROSYSTEMS INC |                | 866810104 | 5               | 600             | SH      |           | SOLE                  |
| TXU CORP             |                | 873168108 | 93              | 2000            | SH      |           | SOLE                  |
| TEXAS INSTRUMENTS    |                | 882508104 | 7               | 300             | SH      |           | SOLE                  |
| TYCO INTL LTD NEW    |                | 902124106 | 7               | 150             | SH      |           | SOLE                  |
| CISCO SYS INC        |                | 17275R102 | 9               | 800             | SH      |           | SOLE                  |
| GOLDMAN SACHS GROUP  |                | 38141G104 | 11              | 150             | SH      |           | SOLE                  |
| JDS UNIPHASE CORP    |                | 46612J101 | 1               | 200             | SH      |           | SOLE                  |
| JUNIPER NETWORKS     |                | 48203R104 | 1               | 100             | SH      |           | SOLE                  |
| MERISTAR HOSPITALITY |                | 58984Y103 | 9               | 847             | SH      |           | SOLE                  |
| NEXTEL COMM INC CL A |                | 65332V103 | 3               | 300             | SH      |           | SOLE                  |

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|                       |           |    |      |    |      |
|-----------------------|-----------|----|------|----|------|
| ORACLE CORPORATION    | 68389X105 | 8  | 600  | SH | SOLE |
| WORLDCOM INC GA NEW   | 98157D106 | 21 | 1395 | SH | SOLE |
| WORLDCOM INC GA (MCI) | 98157D304 | 1  | 55   | SH | SOLE |
| AMDOCS LIMITED        | G02602103 | 9  | 325  | SH | SOLE |

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|--------------------------|----------------------------|----------------|-----------------------------|-----------------------------|-------------------|----------------------|-----------------------------------|
| FLEXTRONICS INTL INC     |                            | Y2573F102      | 10                          | 600                         | SH                |                      | SOLE                              |
| GRAND TOTALS             |                            |                | 279743                      | 6777874                     |                   |                      |                                   |
|                          |                            |                | =====                       | =====                       |                   |                      |                                   |