

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, 2000

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: 675

Form 13F Information Table Value Total: \$298,881 (thousands)

#### LIST OF OTHER INCLUDED MANAGERS:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

| No. | Form 13F File Number | Name              |
|-----|----------------------|-------------------|
| --- | -----                | ----              |
| 1   | 28-10939             | BancorpSouth Bank |

### FORM 13F INFORMATION TABLE

| NAMES OF ISSUER                    | TITLE OF CLASS | CUSIP     | VALUE<br>[X\$1000] | SHRS OR<br>PRN AMT | SH/<br>PRN | PCT/<br>CALL | INVESTMENT<br>DISCRETION |
|------------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| -----                              | -----          | -----     | -----              | -----              | -----      | -----        | -----                    |
| 13 PORTERS CHAPEL ROAD             | RENT-SPROUSE   | 078995362 | 0                  | 1                  | PRN        |              | SOLE                     |
| 1ST TRS ADVAN SER 195 MSTR9        |                | 33732C745 | 32                 | 35                 | SH         |              | SOLE                     |
| 1ST TRS ADVAN SER 38 MSTR2         |                | 337320865 | 7                  | 40                 | SH         |              | SOLE                     |
| 1ST TRUST ADV UIT SER 32 MS        | TRUST 1        | 337320675 | 3                  | 15                 |            |              | SOLE                     |
| 3COM CORP                          | COM            | 885535104 | 16                 | 875                | SH         |              | DEFINED                  |
| 3COM CORP                          | COM            | 885535104 | 2                  | 200                | SH         |              | SOLE                     |
| ABBOTT LAB                         |                | 002824100 | 9                  | 200                | SH         |              | DEFINED                  |
| ABBOTT LAB                         |                | 002824100 | 748                | 15730              | SH         |              | SOLE                     |
| ABBOTT LABS                        | COM            | 002824100 | 260                | 5488               | SH         |              | DEFINED                  |
| ABBOTT LABS                        | COM            | 002824100 | 901                | 18950              | SH         |              | SOLE                     |
| AC NIELSON CORP                    |                | 004833109 | 2                  | 100                | SH         |              | SOLE                     |
| ACXIOM CORP                        | COM            | 005125109 | 9                  | 300                | SH         |              | SOLE                     |
| ADAMS EXPRESS CO                   | COM            | 006212104 | 256                | 6649               | SH         |              | SOLE                     |
| ADV FUND MS TRS                    |                | 33732A210 | 10                 | 24                 |            |              | SOLE                     |
| ADVANCED MICRO DEVICES             |                | 007903107 | 4                  | 200                | SH         |              | DEFINED                  |
| ADVANCED MICRO DEVICES             |                | 007903107 | 92                 | 3950               | SH         |              | SOLE                     |
| AEROPRES DIV #2240                 |                | 018990101 | 0                  | 1                  | PRN        |              | SOLE                     |
| AETNA LIFE AND CASUALTY<br>COMPANY |                | 008117103 | 11                 | 200                | SH         |              | DEFINED                  |
| AGILENT TECHNOLOGIES               |                | 00846U101 | 4                  | 100                | SH         |              | DEFINED                  |
| AGILENT TECHNOLOGIES               |                | 00846U101 | 97                 | 2000               | SH         |              | SOLE                     |
| AGILENT TECHNOLOGIES INC           |                | 00846U101 | 123                | 2519               | SH         |              | SOLE                     |
| AIR PRODS & CHEMS INC              | COM            | 009158106 | 14                 | 400                | SH         |              | DEFINED                  |
| ALBEMARLE CORP (ETHYL)             |                | 274990100 | 0                  | 1                  | PRN        |              | SOLE                     |
| ALCOA INC                          | COM            | 013817101 | 1                  | 76                 | SH         |              | SOLE                     |
| ALLEGHENY ENERGY INC               | COM            | 017361106 | 22                 | 600                | SH         |              | DEFINED                  |
| ALLEGHENY ENERGY INC               | COM            | 017361106 | 7                  | 200                | SH         |              | SOLE                     |

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|                          |         |           |      |       |    |         |
|--------------------------|---------|-----------|------|-------|----|---------|
| ALLIANT ENERGY CORP      |         | 018802108 | 2    | 100   | SH | SOLE    |
| ALLSTATE CORP            |         | 020002101 | 29   | 850   | SH | SOLE    |
| ALLSTATE CORP            | COM     | 020002101 | 53   | 1526  | SH | SOLE    |
| ALLTEL CORP              |         | 020039103 | 73   | 1414  | SH | SOLE    |
| ALLTEL CORP              | COM     | 020039103 | 595  | 11415 | SH | DEFINED |
| ALLTEL CORP              | COM     | 020039103 | 244  | 4700  | SH | SOLE    |
| AMER EXPRESS CO          |         | 025816109 | 145  | 2400  | SH | SOLE    |
| AMER HOME PROD CORP      |         | 026609107 | 175  | 3100  | SH | DEFINED |
| AMER HOME PROD CORP      |         | 026609107 | 45   | 800   | SH | SOLE    |
| AMEREN CORP              | COM     | 023608102 | 33   | 806   | SH | SOLE    |
| AMERICA ONLINE INC       | DEL COM | 02364J104 | 21   | 400   | SH | DEFINED |
| AMERICA ONLINE INC       | DEL COM | 02364J104 | 238  | 4450  | SH | SOLE    |
| AMERICAN ELEC PWR INC    | COM     | 025537101 | 28   | 718   | SH | DEFINED |
| AMERICAN ELEC PWR INC    | COM     | 025537101 | 194  | 4980  | SH | SOLE    |
| AMERICAN EXPRESS CO      | COM     | 025816109 | 163  | 2700  | SH | SOLE    |
| AMERICAN HOME PRODS CORP | COM     | 026609107 | 85   | 1515  | SH | DEFINED |
| AMERICAN HOME PRODS CORP | COM     | 026609107 | 226  | 4000  | SH | SOLE    |
| AMERICAN HOMEPATIENT INC |         | 026649103 | 5    | 22450 | SH | SOLE    |
| AMERICAN INTL GROUP INC  | COM     | 026874107 | 14   | 150   | SH | SOLE    |
| AMGEN INC                | COM     | 031162100 | 12   | 200   | SH | SOLE    |
| AMSOUTH BANCORPORATION   | COM     | 032165102 | 5    | 437   | SH | DEFINED |
| ANADARKO PETE CORP       |         | 032511107 | 97   | 1464  | SH | DEFINED |
| ANHEUSER BUSCH COS INC   | COM     | 035229103 | 152  | 3600  | SH | DEFINED |
| ANHEUSER BUSCH COS INC   | COM     | 035229103 | 1177 | 27820 | SH | SOLE    |
| APPLE COMPUTER INC       | COM     | 037833100 | 56   | 2200  | SH | DEFINED |
| APPLIED MATLS INC        | COM     | 038222105 | 17   | 300   | SH | SOLE    |

| NAMES OF ISSUER                    | TITLE OF CLASS     | CUSIP     | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|------------------------------------|--------------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| AR PETROLEUM COMMON                |                    | 0409009A2 | 6               | 20              | SH      |           | DEFINED               |
| AR RIVER PETROL COMM               |                    | 0410399A8 | 3               | 36              | SH      |           | DEFINED               |
| AR SERVICE COMMON                  |                    | 0410389A0 | 2               | 20              | SH      |           | DEFINED               |
| ARCH CHEMICALS INC                 | COM                | 03937R102 | 7               | 404             | SH      |           | SOLE                  |
| ARCHER -DANIELS -MIDLAND COMPANY   |                    | 039483102 | 2               | 266             | SH      |           | SOLE                  |
| ARK BUTANE COMMON                  |                    | 0247959A6 | 4               | 18              | SH      |           | DEFINED               |
| ARROW ELECTRS INC                  |                    | 042735100 | 13              | 400             | SH      |           | SOLE                  |
| ART MACHIN ASSOC 109-01            |                    | 008990103 | 0               | 1               | PRN     |           | SOLE                  |
| ARVINMERITOR INC                   | COM                | 043353101 | 1               | 124             | SH      |           | SOLE                  |
| ASSOCIATES FIRST CAP CORP          | CL A FROM FORD MTR | 046008108 | 57              | 1500            | SH      |           | SOLE                  |
| ASSOCIATES FIRST CAP CORP          | CL A               | 046008108 | 17              | 468             | SH      |           | SOLE                  |
| AT HOME CORP                       | COM SER A          | 045919107 | 32              | 2300            | SH      |           | DEFINED               |
| AT&T CORP                          | COM                | 001957109 | 11              | 400             | SH      |           | DEFINED               |
| AT&T CORP                          | COM                | 001957109 | 1118            | 38091           | SH      |           | SOLE                  |
| ATLANTA EXP WARECREEK LSE          |                    | 036995363 | 0               | 1               | PRN     |           | SOLE                  |
| ATLANTA EXP-CRONE 12-96            |                    | 003995362 | 0               | 1               | SH      |           | SOLE                  |
| ATLANTA EXP -NEW HOPE EXPAND 10/98 |                    | 026995365 | 0               | 1               | PRN     |           | SOLE                  |
| ATLANTA EXPLORATION PISG PRO       |                    | 281995365 | 0               | 1               | PRN     |           | SOLE                  |
| ATLANTA EXPLORATION WARE CR        |                    | 282995364 | 0               | 1               | PRN     |           | SOLE                  |
| AUTO DATA PROCESS                  |                    | 053015103 | 280             | 4200            | SH      |           | SOLE                  |
| AUTOMATIC DATA PROCESSING INC      | COM                | 053015103 | 120             | 1800            | SH      |           | SOLE                  |
| AUTOMATIC DATA PROCESSING          |                    |           |                 |                 |         |           |                       |

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|                          |                      |           |       |        |     |         |
|--------------------------|----------------------|-----------|-------|--------|-----|---------|
| INCOM                    |                      | 053015103 | 53    | 800    | SH  | SOLE    |
| AUTOZONE                 |                      | 053332102 | 12    | 530    | SH  | DEFINED |
| AUTOZONE                 |                      | 053332102 | 22    | 1000   | SH  | SOLE    |
| AVON PRODS INC           | COM                  | 054303102 | 40    | 1000   | SH  | DEFINED |
| AVON PRODS INC           | COM                  | 054303102 | 28    | 700    | SH  | SOLE    |
| B. F. GOODRICH           |                      | 382388106 | 15    | 400    | SH  | DEFINED |
| BAKER HUGHES INC         | COM                  | 057224107 | 5     | 135    | SH  | SOLE    |
| BANCORPSOUTH INC         |                      | 059692103 | 71    | 4953   | SH  | DEFINED |
| BANCORPSOUTH INC         |                      | 059692103 | 9004  | 626633 | SH  | SOLE    |
| BANCORPSOUTH INC         | COM                  | 059692103 | 2358  | 164206 | SH  | DEFINED |
| BANCORPSOUTH INC         | COM                  | 059692103 | 12074 | 840272 | SH  | SOLE    |
| BANK OF AMERICA CORP     |                      | 060505104 | 141   | 2710   | SH  | DEFINED |
| BANK OF AMERICA CORP     |                      | 060505104 | 1124  | 21470  | SH  | SOLE    |
| BANK OF THE OZARKS, INC  |                      | 063904106 | 282   | 23800  | SH  | DEFINED |
| BANK OF US NOTE \$1000   |                      | 916995368 | 0     | 1      | PRN | SOLE    |
| BANK ONE CORP            | COM                  | 06423A103 | 93    | 2420   | SH  | SOLE    |
| BANK ONE CORP            | FORMERLY<br>BANC ONE | 06423A103 | 57    | 1482   | SH  | DEFINED |
| BANKAMERICA CORP         | NEW COM              | 060505104 | 52    | 1000   | SH  | SOLE    |
| BAXTER INTERNATIONAL INC |                      | 071813109 | 95    | 1200   | SH  | SOLE    |
| BAXTER INTL INC          |                      | 071813109 | 63    | 800    | SH  | SOLE    |
| BECKMAN COULTER INC      | COM                  | 075811109 | 23    | 300    | SH  | SOLE    |
| BELLSOUTH CORP           |                      | 079860102 | 95    | 2368   | SH  | DEFINED |
| BELLSOUTH CORP           |                      | 079860102 | 1516  | 37670  | SH  | SOLE    |
| BELLSOUTH CORP           | COM                  | 079860102 | 8     | 200    | SH  | DEFINED |
| BELLSOUTH CORP           | COM                  | 079860102 | 494   | 12302  | SH  | SOLE    |
| BERKSHIRE HATHAWAY INC   | COM                  | 084670108 | 64    | 1      | SH  | SOLE    |
| BETHLEHEM STL CORP       | PFD CV<br>\$2.50     | 087509402 | 18    | 1100   | SH  | SOLE    |
| BIOGEN INC               | COM                  | 090597105 | 18    | 300    | SH  | SOLE    |
| BLACKBURN MTR NV         |                      | 088995360 | 1447  | 1577   | SH  | SOLE    |
| BMC SOFTWARE INC         | COM                  | 055921100 | 19    | 1000   | SH  | SOLE    |
| BOEING CO                | COM                  | 097023105 | 24    | 400    | 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 |
|--------------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| BOEING CO                            | COM              | 097023105 | 829                | 13172              | SH         |              | SOLE                     |
| BOEING INC                           |                  | 097023105 | 36                 | 580                | SH         |              | SOLE                     |
| BOISE CASCADE CORP                   | COM              | 097383103 | 13                 | 500                | SH         |              | SOLE                     |
| BP AMOCO P L C                       | SPONSORED<br>ADR | 055622104 | 83                 | 1582               | SH         |              | DEFINED                  |
| BP AMOCO P L C                       | SPONSORED<br>ADR | 055622104 | 780                | 14738              | SH         |              | SOLE                     |
| BRISTOL MYERS SQUIBB CO              |                  | 110122108 | 154                | 2700               | SH         |              | DEFINED                  |
| BRISTOL MYERS SQUIBB CO              |                  | 110122108 | 1055               | 18484              | SH         |              | SOLE                     |
| BRISTOL MYERS SQUIBB CO              | COM              | 110122108 | 159                | 2800               | SH         |              | DEFINED                  |
| BRISTOL MYERS SQUIBB CO              | COM              | 110122108 | 422                | 7400               | SH         |              | SOLE                     |
| BRISTOL-MEYERS SQUIBB                |                  | 110122108 | 318                | 5568               | SH         |              | DEFINED                  |
| BRISTOL-MEYERS SQUIBB                |                  | 110122108 | 950                | 16644              | SH         |              | SOLE                     |
| BRUNOS INC                           |                  | 116881202 | 0                  | 8                  | SH         |              | SOLE                     |
| BULL RUN CORP GEORGIA                |                  | 120182100 | 8                  | 3400               | SH         |              | SOLE                     |
| BURLINGTON NORTHERN/SANTA FE<br>CORP |                  | 12189T104 | 20                 | 930                | SH         |              | SOLE                     |
| BURNS/PERKIS OIL/GASH-11 1999        |                  | 408995363 | 0                  | 1                  | PRN        |              | SOLE                     |

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|                            |         |           |      |       |     |         |
|----------------------------|---------|-----------|------|-------|-----|---------|
| C P & L ENERGY INC         | COM     | 12614C106 | 8    | 200   | SH  | DEFINED |
| C SIMMONS LSE EXP 12/31/00 |         | 490990108 | 0    | 1     | PRN | SOLE    |
| CABLETRON SYS INC          | COM     | 126920107 | 5    | 200   | SH  | SOLE    |
| CADBURY SCHWEPPE'S PLC     | ADR     | 127209302 | 28   | 1200  | SH  | SOLE    |
| CALLAWAY GOLF CO           | COM     | 131193104 | 3    | 200   | SH  | SOLE    |
| CAMPBELL SOUP CO           | COM     | 134429109 | 10   | 400   | SH  | SOLE    |
| CAPITAL ONE FINL CORP      | COM     | 14040H105 | 336  | 4800  | SH  | SOLE    |
| CARDINAL HEALTH INC        | COM     | 14149Y108 | 26   | 298   | SH  | SOLE    |
| CATERPILLAR INC            |         | 149123101 | 243  | 7200  | SH  | SOLE    |
| CATERPILLAR INC            | DEL COM | 149123101 | 118  | 3500  | SH  | SOLE    |
| CELL PATHWAYS              |         | 15114R101 | 0    | 100   | SH  | SOLE    |
| CELLSTAR CORP              | COM     | 150925105 | 6    | 2200  | SH  | SOLE    |
| CENTURYTEL INC             | COM     | 156700106 | 133  | 4902  | SH  | SOLE    |
| CHALLENGE OPT              |         |           |      |       |     |         |
| ROBERSON # 1 ARK           |         | 301990107 | 0    | 1     | PRN | SOLE    |
| CHASE MANHATTAN BANK       |         | 16161A108 | 69   | 1500  | SH  | SOLE    |
| CHEVRON CORP               |         | 166751107 | 378  | 4443  | SH  | DEFINED |
| CHEVRON CORP               |         | 166751107 | 192  | 2256  | SH  | SOLE    |
| CHEVRON CORPORATION        | COM     | 166751107 | 34   | 400   | SH  | DEFINED |
| CHEVRON CORPORATION        | COM     | 166751107 | 961  | 11287 | SH  | SOLE    |
| CHUBB CORPORATION          |         | 171232101 | 435  | 5500  | SH  | SOLE    |
| CISCO SYS INC              | COM     | 17275R102 | 90   | 1640  | SH  | DEFINED |
| CISCO SYS INC              | COM     | 17275R102 | 2323 | 42070 | SH  | SOLE    |
| CITGO 03806000010          |         | 132990102 | 0    | 1     | PRN | SOLE    |
| CITGO 0380600011           |         | 131990103 | 0    | 1     | PRN | SOLE    |
| CITGO 0380600014           |         | 130990104 | 0    | 1     | PRN | SOLE    |
| CITGO 0380600015           |         | 134990100 | 0    | 1     | PRN | SOLE    |
| CITIGROUP INC              | COM     | 172967101 | 729  | 13500 | SH  | DEFINED |
| CITIGROUP INC              | COM     | 172967101 | 390  | 7229  | SH  | SOLE    |
| CLECO CORP                 | NEW     | 12561W105 | 9    | 200   | SH  | DEFINED |
| CLECO CORP                 | NEW     | 12561W105 | 28   | 600   | SH  | SOLE    |
| COASTAL CORP               |         | 190441105 | 170  | 2300  | SH  | SOLE    |
| COCA COLA CO               |         | 191216100 | 224  | 4077  | SH  | SOLE    |
| COCA COLA CO               | COM     | 191216100 | 335  | 6100  | SH  | DEFINED |
| COCA COLA CO               | COM     | 191216100 | 2103 | 38180 | SH  | SOLE    |
| COCA COLA ENTERPRISES INC  | COM     | 191219104 | 38   | 2400  | SH  | SOLE    |
| COLGATE PALMOLIVE CO       | COM     | 194162103 | 9    | 200   | SH  | DEFINED |
| COLGATE PALMOLIVE CO       | COM     | 194162103 | 269  | 5725  | SH  | SOLE    |
| COLGATE-PALMOLIVE CO       |         | 194162103 | 37   | 800   | SH  | SOLE    |

| NAMES OF ISSUER            | TITLE OF CLASS  | CUSIP     | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|----------------------------|-----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| COLONIAL TAX EXEMPT FUND A |                 | 53054410R | 125             | 9895            |         |           | SOLE                  |
| COMCAST                    |                 | 200300200 | 32              | 800             | SH      |           | SOLE                  |
| COMDISCO INCORPORATED      |                 | 200336105 | 5               | 300             | SH      |           | SOLE                  |
| COMPAQ COMPUTER CORP       |                 | 204493100 | 213             | 7750            | SH      |           | SOLE                  |
| COMPAQ COMPUTER CORP       | COM             | 204493100 | 531             | 19300           | SH      |           | SOLE                  |
| COMPUTER ASSOC INTL INC    | COM             | 204912109 | 20              | 800             | SH      |           | SOLE                  |
| COMPUTER SCIENCES CORP     |                 | 205363104 | 7               | 99              | SH      |           | DEFINED               |
| CONAGRA CAP L C            | PFD SER A<br>9% | 20588V208 | 50              | 2000            | SH      |           | SOLE                  |
| CONAGRA FOODS INC          | COM             | 205887102 | 4               | 200             | SH      |           | DEFINED               |
| CONAGRA FOODS INC          | COM             | 205887102 | 22              | 1100            | SH      |           | SOLE                  |

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|                             |            |           |       |        |     |         |
|-----------------------------|------------|-----------|-------|--------|-----|---------|
| CONECTIV INC                | COM        | 206829103 | 12    | 675    | SH  | SOLE    |
| CONFEDERATE STATE \$10 BILL |            | 915995369 | 0     | 1      | PRN | SOLE    |
| CONOCO INC                  | CL A       | 208251306 | 2     | 100    | SH  | SOLE    |
| CONOCO INC CL B             |            | 208251405 | 17    | 640    | SH  | SOLE    |
| CONSECO INC                 | COM        | 208464107 | 4     | 560    | SH  | DEFINED |
| CONSECO STRATEGIC INC FD    | SH BEN INT | 20847A102 | 9     | 866    | SH  | SOLE    |
| CONSOLIDATED EDISON INC     | COM        | 209115104 | 35    | 1028   | SH  | SOLE    |
| CONSTELLATION ENERGY CORP   |            | 210371100 | 19    | 400    | SH  | DEFINED |
| COOPER TIRE & RUBR CO       | COM        | 216831107 | 1     | 100    | SH  | DEFINED |
| COOPER TIRE & RUBR CO       | COM        | 216831107 | 42    | 4200   | SH  | SOLE    |
| COOPER TIRE RUBBER CO       |            | 216831107 | 15    | 1500   | SH  | SOLE    |
| CORNING INC                 | COM        | 219350105 | 178   | 600    | SH  | SOLE    |
| CROWN CORK & SEAL INC       | COM        | 228255105 | 0     | 87     | SH  | SOLE    |
| CRYOLIFE INC                |            | 228903100 | 213   | 6150   | SH  | SOLE    |
| CSX CORP                    | COM        | 126408103 | 13    | 600    | SH  | SOLE    |
| CSX CORPORATION             |            | 126408103 | 14    | 642    | SH  | SOLE    |
| CYPRESS SEMICONDUCTOR CORP  | COM        | 232806109 | 20    | 500    | SH  | SOLE    |
| CYRIX CORP CLASS ACTION     |            | S86584695 | 0     | 1      | SH  | SOLE    |
| DEAN FOODS CO               |            | 242361103 | 21    | 650    | SH  | SOLE    |
| DELL COMPUTER CORP          | COM        | 247025109 | 33    | 1100   | SH  | DEFINED |
| DELL COMPUTER CORP          | COM        | 247025109 | 565   | 18385  | SH  | SOLE    |
| DELPHI AUTOMOTIVE SYS CORP  | COM        | 247126105 | 37    | 2489   | SH  | SOLE    |
| DELTA AIRLINES INC          |            | 247361108 | 8     | 200    | SH  | SOLE    |
| DELTIC TIMBER CORP          |            | 247850100 | 8     | 500    | SH  | DEFINED |
| DELTIC TIMBER CORP          |            | 247850100 | 5     | 300    | SH  | SOLE    |
| DELTIC TIMBER INC           |            | 247850100 | 10936 | 645971 | SH  | DEFINED |
| DELTIC TIMBER INC           |            | 247850100 | 309   | 18296  | SH  | SOLE    |
| DEVRY INC DEL               | COM        | 251893103 | 106   | 2839   | SH  | SOLE    |
| DIAMOND OFFSHORE            |            |           |       |        |     |         |
| DRILLING INC                |            | 25271C102 | 2     | 50     | SH  | SOLE    |
| DISNEY (WALT)               |            |           |       |        |     |         |
| COMPANY HOLDING CO          |            | 254687106 | 7     | 200    | SH  | DEFINED |
| DISNEY (WALT)               |            |           |       |        |     |         |
| COMPANY HOLDING CO          |            | 254687106 | 86    | 2250   | SH  | SOLE    |
| DOMINION RES INC VA         | NEW        | 25746U109 | 1     | 24     | SH  | DEFINED |
| DOMINION RES INC VA         | NEW        | 25746U109 | 16    | 290    | SH  | SOLE    |
| DOW CHEMICAL CO             |            | 260543103 | 706   | 28351  | SH  | SOLE    |
| DOW CHEMICAL CO             | COM        | 260543103 | 44    | 1800   | SH  | SOLE    |
| DPL INC                     | COM        | 233293109 | 8     | 300    | SH  | DEFINED |
| DPL INC                     | COM        | 233293109 | 70    | 2385   | SH  | SOLE    |
| DREYFUS MUNICIPAL BOND FUND |            | 26201Q104 | 44    | 3881   |     | SOLE    |
| DRUMMOND TERRACE RENTAL     |            | 238995369 | 0     | 1      | PRN | SOLE    |
| DU PONT E I DE NEMOURS & CO | COM        | 263534109 | 29    | 707    | SH  | SOLE    |
| DU PONT EL D NEMOURS & CO   |            | 263534109 | 291   | 7040   | SH  | SOLE    |
| DUKE ENERGY CORP            | COM        | 264399106 | 8     | 100    | SH  | DEFINED |
| DUKE ENERGY CORP            | COM        | 264399106 | 83    | 970    | SH  | SOLE    |
| DUKE ENERGY CORP            | COM        | 264399106 | 20    | 240    | SH  | DEFINED |
| DUKE ENERGY CORP            | COM        | 264399106 | 176   | 2057   | SH  | SOLE    |

| NAMES OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|-----------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| DUN & BRADSTREET CORP | (NEW)          | 26483B106 | 10              | 300             | SH      |           | SOLE                  |
| DUN & BRADSTREET CORP | DEL COM        | 26483B106 | 27              | 800             | SH      |           | SOLE                  |
| DYNEX CAP INC         | COM NEW        | 26817Q506 | 0               | 106             | SH      |           | DEFINED               |

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|                              |            |           |      |       |     |         |
|------------------------------|------------|-----------|------|-------|-----|---------|
| EMC CORP MASS                | COM        | 268648102 | 39   | 400   | SH  | DEFINED |
| EMC CORP MASS                | COM        | 268648102 | 143  | 1450  | SH  | SOLE    |
| EASTMAN CHEMICAL COMPANY     |            | 277432100 | 1    | 50    | SH  | SOLE    |
| EASTMAN KODAK CO             |            | 277461109 | 40   | 1000  | SH  |         |
| EASTMAN KODAK CO             | COM        | 277461109 | 32   | 800   | SH  | SOLE    |
| EATON CORP                   | COM        | 278058102 | 6    | 100   | SH  | DEFINED |
| EATON CORP                   | COM        | 278058102 | 113  | 1850  | SH  | SOLE    |
| ECHELON CORP                 |            | 27874N105 | 2    | 100   | SH  | SOLE    |
| EDWARDS LIFESCIENCES CORP    |            | 28176E108 | 5    | 240   | SH  | SOLE    |
| EEX CORP                     | COM NEW    | 26842V207 | 0    | 66    | SH  | SOLE    |
| EL PASO ENERGY CORP          | DEL COM    | 283905107 | 12   | 200   | SH  | DEFINED |
| ELAN PLC                     | ADR        | 284131208 | 10   | 200   | SH  | SOLE    |
| ELECTRONIC DATA SYS CORP     | NEW        | 285661104 | 99   | 2400  | SH  | SOLE    |
| EMC CORP                     |            | 268648102 | 4    | 50    | SH  |         |
| EMERSON ELEC CO              | COM        | 291011104 | 66   | 1000  | SH  | SOLE    |
| EMERSON ELECTRIC CO          |            | 291011104 | 23   | 350   | SH  | DEFINED |
| EMERSON ELECTRIC CO          |            | 291011104 | 33   | 500   | SH  | SOLE    |
| ENCORE WIRE CORP             | COM        | 292562105 | 143  | 20174 | SH  | SOLE    |
| ENERGY EAST CORP             | COM        | 29266M109 | 0    | 28    | SH  | SOLE    |
| ENGELHARD CORP               | COM        | 292845104 | 4    | 253   | SH  | DEFINED |
| ENRON CORP                   |            | 293561106 | 70   | 800   | SH  | SOLE    |
| ENRON CORP                   | COM        | 293561106 | 17   | 200   | 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 \$7.40   |            | 29364D829 | 8    | 90    | SH  | SOLE    |
| ENTERGY ARK INC PFD \$7.80   |            | 29364D803 | 10   | 100   | SH  | SOLE    |
| ENTERGY ARK INC PFD \$7.88   |            | 29364D852 | 14   | 145   | SH  | SOLE    |
| ENTERGY CORP                 |            | 29364G103 | 47   | 1275  | SH  | SOLE    |
| ENTERGY CORP                 | NEW COM    | 29364G103 | 22   | 593   | SH  | DEFINED |
| ENTERGY CORP                 | NEW COM    | 29364G103 | 148  | 4020  | SH  | SOLE    |
| EQUINOX - OPHILIA TODD 10400 |            | 271995367 | 0    | 1     | PRN | SOLE    |
| ETHAN ALLEN INTERIORS        |            | 297602104 | 6    | 225   | SH  | DEFINED |
| EXXON MOBIL CORP             |            | 30231G102 | 725  | 8140  | SH  | DEFINED |
| EXXON MOBIL CORP             |            | 30231G102 | 3089 | 34665 | SH  | SOLE    |
| EXXON MOBIL CORP             | COM        | 30231G102 | 332  | 3730  | SH  | DEFINED |
| EXXON MOBIL CORP             | COM        | 30231G102 | 1957 | 21970 | SH  | SOLE    |
| FAIRFIELD CMNTYS INC         | COM PAR    | 304231301 | 187  | 18500 | SH  | SOLE    |
|                              | \$0.01     |           |      |       |     |         |
| FEDERAL NATL MTG ASSN        | COM        | 313586109 | 21   | 300   | SH  | SOLE    |
| FEDERAL REALTY INVT TR       | SH BEN INT | 313747206 | 13   | 685   | SH  | SOLE    |
|                              | NEW        |           |      |       |     |         |
| FEDERATED BOND FUND #198     |            | 31420F400 | 17   | 1970  | SH  | SOLE    |
| FEDERATED HIGH YIELD TR      | SH BEN INT | 314197104 | 422  | 56904 | SH  | SOLE    |
| FEDERATED STK TR             | SH BEN INT | 31390010R | 38   | 1075  | SH  | SOLE    |
| FEDEX CORPORATION            |            | 31428X106 | 8    | 200   | SH  | SOLE    |
| FIRST COMMUNITY BANK NA      | NPT        | 329000996 | 2    | 2000  | SH  | SOLE    |
| FIRST NAT'L ENTERTAINMENT    | CORP       | 320940109 | 0    | 388   | SH  | DEFINED |
| FIRST STAUNTON               |            |           |      |       |     |         |
| BANCSHARES CL-A V            |            | 90008J994 | 0    | 42    | SH  | SOLE    |
| FIRST STAUNTON               |            |           |      |       |     |         |
| BANCSHARES CL-B NV           |            | 90008K991 | 0    | 374   | SH  | SOLE    |

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|                               |            |           |      |       |     |         |
|-------------------------------|------------|-----------|------|-------|-----|---------|
| FIRST TENN NATL CORP          | COM        | 337162101 | 4    | 200   | SH  | SOLE    |
| FIRST UN CORP                 | COM        | 337358105 | 3    | 118   | SH  | DEFINED |
| FIRST UN CORP                 | COM        | 337358105 | 56   | 1760  | SH  | SOLE    |
| FLEETBOSTON FINANCIAL CORP    |            | 339030108 | 77   | 2001  | SH  | SOLE    |
| FLOWEREE PLANTING LSE 1-1-98  |            | 301995361 | 0    | 1     | PRN | SOLE    |
| FLUOR CORP                    | COM        | 343861100 | 11   | 396   | SH  | SOLE    |
| FNMA                          | COM        | 313586109 | 92   | 1300  | SH  | SOLE    |
| FOAMEX INT'L INC              |            | 344123104 | 125  | 20050 | SH  | SOLE    |
| FOGDOG, INC                   |            | 344167101 | 0    | 215   | SH  | SOLE    |
| FORD MOTOR CREDIT COMPANY USD |            | 345370860 | 29   | 1152  | SH  | DEFINED |
| FORD MOTOR CREDIT COMPANY USD |            | 345370860 | 171  | 6801  | SH  | SOLE    |
| FORD MTR CO CAP TR I          | TOPRS 9%   | 345343206 | 25   | 1000  | SH  | SOLE    |
| FPL GROUP INC                 | COM        | 302571104 | 53   | 812   | SH  | SOLE    |
| FRANKLIN FED TAX FREE INCOME  | CLA        | 353519101 | 12   | 1058  |     | SOLE    |
| GAP INC                       | DEL COM    | 364760108 | 30   | 1500  | SH  | SOLE    |
| GATEWAY INC                   | COM        | 367626108 | 18   | 400   | SH  | SOLE    |
| GEMSTAR TV GUIDE              |            | 36866W106 | 104  | 1200  | SH  | SOLE    |
| INTERNATIONAL INC             |            |           |      |       |     |         |
| GEN MTR CORP                  |            | 370442105 | 15   | 240   | SH  | SOLE    |
| GENERAL ELEC CO               | COM        | 369604103 | 253  | 4400  | SH  | DEFINED |
| GENERAL ELEC CO               | COM        | 369604103 | 3677 | 63765 | SH  | SOLE    |
| GENERAL ELECTRIC CO           |            | 369604103 | 109  | 1900  | SH  | DEFINED |
| GENERAL ELECTRIC CO           |            | 369604103 | 4266 | 73968 | SH  | SOLE    |
| GENERAL MLS INC               | COM        | 370334104 | 0    | 20    | SH  | DEFINED |
| GENERAL MLS INC               | COM        | 370334104 | 25   | 720   | SH  | SOLE    |
| GENERAL MTRS CORP             | COM        | 370442105 | 26   | 400   | SH  | SOLE    |
| GENOME THERAPEUTICS CORP      | COM        | 372430108 | 20   | 1000  | SH  | SOLE    |
| GENUINE PARTS CO              |            | 372460105 | 17   | 900   | SH  | SOLE    |
| GENUS INC                     | COM        | 372461103 | 9    | 2500  | SH  | DEFINED |
| GEORGE PATE COLUMBIA 11/96    |            | 712995364 | 0    | 1     | PRN | SOLE    |
| GEORGIA PAC CORP              |            | 373298108 | 94   | 4000  | SH  | SOLE    |
| GEORGIA PAC CORP              | COM GA PAC | 373298108 | 49   | 2120  | SH  | SOLE    |
|                               | GRP        |           |      |       |     |         |
| GEORGIA PAC CORP              | COM-TIMBER | 373298702 | 10   | 410   | SH  | SOLE    |
|                               | GRP        |           |      |       |     |         |
| GERON CORP                    | COM        | 374163103 | 8    | 300   | SH  | SOLE    |
| GILLETTE CO                   | COM        | 375766102 | 107  | 3485  | SH  | DEFINED |
| GILLETTE CO                   | COM        | 375766102 | 148  | 4830  | SH  | SOLE    |
| GLAXO WELLCOME PLC            | SPONSORED  | 37733W105 | 18   | 300   | SH  | SOLE    |
|                               | ADR        |           |      |       |     |         |
| GOODYEAR TIRE & RUBBER        |            | 382550101 | 8    | 484   | SH  | DEFINED |
| GOODYEAR TIRE & RUBR CO       | COM        | 382550101 | 30   | 1718  | SH  | SOLE    |
| GPU INC                       |            | 36225X100 | 12   | 400   | SH  | SOLE    |
| GREAT LAKES CHEM CORP         | COM        | 390568103 | 52   | 1785  | SH  | DEFINED |
| GREAT LAKES CHEM CORP         | COM        | 390568103 | 8    | 300   | SH  | SOLE    |
| GRUY PETRO MGMT WALKER        |            | 002995363 | 0    | 1     | PRN | SOLE    |
| CREEKWALKER CREEK             |            |           |      |       |     |         |
| GTE CORP CLASS ACTION         |            | S86555711 | 0    | 1     | SH  | SOLE    |
| GUARANTY BANCSHARES INC TEX   | COM        | 400764106 | 1    | 200   | SH  | SOLE    |
| GUIDANT CORP                  | COM        | 401698105 | 346  | 4900  | SH  | SOLE    |
| HALLIBURTON CO                | COM        | 406216101 | 29   | 600   | SH  | DEFINED |
| HALLIBURTON CO                | COM        | 406216101 | 2    | 50    | SH  | SOLE    |
| HANCOCK FABRICS               |            | 409900107 | 8    | 1600  | SH  | SOLE    |
| HANCOCK HLDG CO CAP VALUE     |            | 410120109 | 105  | 3408  | SH  | SOLE    |
| HARLEY DAVIDSON INC           | COM        | 412822108 | 9    | 200   | SH  | SOLE    |
| HARRIS CORP                   | DEL        | 413875105 | 42   | 1500  | SH  | SOLE    |
|                               | COM        |           |      |       |     |         |
| HARRIS CORP DEL               | COM        | 413875105 | 2    | 94    | SH  | SOLE    |
| HARRIS EQUITY FUND            |            | 40429977R | 50   | 3329  | SH  | SOLE    |
| HARRIS EQUITY INCOME FUND     |            | 41454810R | 99   | 4934  | SH  | SOLE    |



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|--------------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| HARRIS GROWTH FD #19                 |                | 41454830R | 112             | 3929            | SH      |           | SOLE                  |
| HARRIS SHORT/INTERMEDIATE            | BOND CL I      | 40429960R | 62              | 6316            | SH      |           | SOLE                  |
| HASBRO, INC                          |                | 418056107 | 8               | 787             | SH      |           | DEFINED               |
| HATTERAS INCOME SECS INC             | COM            | 419025101 | 2               | 200             | SH      |           | SOLE                  |
| HCA-HEALTHCARE CO                    | COM            | 404119109 | 46              | 1250            | SH      |           | DEFINED               |
| HEINZ H J CO                         | COM            | 423074103 | 16              | 450             | SH      |           | SOLE                  |
| HEWLETT PACKARD CO                   |                | 428236103 | 112             | 1156            | SH      |           | SOLE                  |
| HEWLETT PACKARD CO                   | COM            | 428236103 | 19              | 200             | SH      |           | DEFINED               |
| HEWLETT PACKARD CO                   | COM            | 428236103 | 481             | 4975            | SH      |           | SOLE                  |
| HIBERNIA CORP                        |                | 428656102 | 11              | 900             | SH      |           | DEFINED               |
| HIBERNIA CORP                        |                | 428656102 | 5257            | 429175          | SH      |           | SOLE                  |
| HIGHLANDS INS GROUP                  |                | 431032101 | 112             | 12000           | SH      |           | SOLE                  |
| HILLSIDE MANOR APARTMENTS            |                | 875995367 | 43              | 100             | SH      |           | SOLE                  |
| HOME DEPOT                           |                | 437076102 | 46              | 882             | SH      |           | DEFINED               |
| HOME DEPOT                           |                | 437076102 | 517             | 9750            | SH      |           | SOLE                  |
| HOME DEPOT INC                       | COM            | 437076102 | 7               | 150             | SH      |           | DEFINED               |
| HOME DEPOT INC                       | COM            | 437076102 | 539             | 10175           | SH      |           | SOLE                  |
| HOMEFED CORP                         | COM NEW        | 43739D208 | 2               | 4028            | SH      |           | DEFINED               |
| HONEYWELL INTL INC                   |                | 438516106 | 8               | 250             | SH      |           | SOLE                  |
| HONEYWELL INTL INC                   | COM            | 438516106 | 142             | 4000            | SH      |           | SOLE                  |
| HOPEWELL HLDGS LTD                   | SPONSORED ADR  | 439555301 | 5               | 14600           | SH      |           | DEFINED               |
| HUBBELL INC                          | CL B           | 443510201 | 25              | 1000            | SH      |           | SOLE                  |
| IBM CORP                             |                | 459200101 | 41              | 372             | SH      |           | DEFINED               |
| IBM CORP                             |                | 459200101 | 1792            | 15936           | SH      |           | SOLE                  |
| ICN PHARMACEUTICALS INC              | NEW COM        | 448924100 | 17              | 525             | SH      |           | SOLE                  |
| ICOS CORP                            | COM            | 449295104 | 16              | 300             | SH      |           | SOLE                  |
| INGERSOLL-RAND CO                    | COM            | 456866102 | 3               | 100             | SH      |           | DEFINED               |
| INGERSOLL-RAND CO                    | COM            | 456866102 | 79              | 2350            | SH      |           | SOLE                  |
| INS MUN-INC TRS 116                  |                | 458084837 | 1               | 6               |         |           | SOLE                  |
| INS MUN-INC TRS 198                  |                | 45808G723 | 0               | 5               |         |           | SOLE                  |
| INTEL CORP                           | COM            | 458140100 | 183             | 4430            | SH      |           | DEFINED               |
| INTEL CORP                           | COM            | 458140100 | 1725            | 41520           | SH      |           | SOLE                  |
| INTEL CORP                           | CAP            | 458140100 | 438             | 10544           | SH      |           | SOLE                  |
| INTERNATIONAL BUSINESS MACHS         |                | 459200101 | 1652            | 14685           | SH      |           | SOLE                  |
| INTERNATIONAL BUSINESS MACHS         | COM            | 459200101 | 237             | 2112            | SH      |           | DEFINED               |
| INTERNATIONAL BUSINESS MACHS         | COM            | 459200101 | 1142            | 10152           | SH      |           | SOLE                  |
| INTERNATIONAL FIBERCOM INC           | COM            | 45950T101 | 7               | 500             | SH      |           | SOLE                  |
| INTERNATIONAL FLAVORS AND FRAGRANCES |                | 459506101 | 6               | 350             | SH      |           | SOLE                  |
| INTL PAPER CO                        |                | 460146103 | 11              | 400             | SH      |           | DEFINED               |
| INTL PAPER CO                        |                | 460146103 | 40              | 1428            | SH      |           | SOLE                  |
| INTL PAPER CO                        | COM            | 460146103 | 40              | 1450            | SH      |           | DEFINED               |
| INTL PAPER CO                        | COM            | 460146103 | 92              | 3248            | SH      |           | SOLE                  |
| IOMEGA CORP                          | COM            | 462030107 | 236             | 47300           | SH      |           | DEFINED               |
| IOMEGA CORP                          | COM            | 462030107 | 5               | 1100            | SH      |           | SOLE                  |
| IPALCO ENTERPRISES INC               | COM            | 462613100 | 13              | 600             | SH      |           | SOLE                  |
| IRWIN FINL CORP                      | COM            | 464119106 | 29              | 1800            | SH      |           | SOLE                  |
| J P MORGAN CO INC                    |                | 616880100 | 363             | 2225            | SH      |           | SOLE                  |
| JANUS INVT FD                        | SH BEN INT     | 471023101 | 23              | 523             | SH      |           | SOLE                  |
| JANUS WORLDWID FUND #41              |                | 471023309 | 94              | 1276            | SH      |           | SOLE                  |

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|                             |     |           |      |       |    |         |
|-----------------------------|-----|-----------|------|-------|----|---------|
| JDS UNIPHASE CORP           | COM | 46612J101 | 17   | 180   | SH | SOLE    |
| JEFFERSON PILOT CORPORATION |     | 475070108 | 20   | 300   | SH | DEFINED |
| JOHNS MANVILLE CORP         |     | 478129109 | 3    | 292   | SH | SOLE    |
| JOHNSON & JOHNSON           |     | 478160104 | 206  | 2200  | SH | DEFINED |
| JOHNSON & JOHNSON           |     | 478160104 | 412  | 4388  | SH | SOLE    |
| JOHNSON & JOHNSON           | COM | 478160104 | 262  | 2800  | SH | DEFINED |
| JOHNSON & JOHNSON           | COM | 478160104 | 2279 | 24270 | SH | SOLE    |
| KANSAS CITY PWR & LT CO     | COM | 485134100 | 26   | 1000  | SH | SOLE    |
| KELLOGG CO                  |     | 487836108 | 4    | 200   | SH | SOLE    |
| KERR-MCGEE CORPORATION INC  |     | 492386107 | 1    | 25    | SH | SOLE    |
| KIMBERLY CLARK CORP         | COM | 494368103 | 16   | 300   | SH | SOLE    |

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|------------------------------|----------------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| KING PHARMACEUTICALS INC     |                      | 495582108 | 11              | 337             | SH      |           | SOLE                  |
| KNIGHT TRADING GROUP INC     |                      | 499063105 | 14              | 400             | SH      |           | SOLE                  |
| LACLEDE GAS CO               | COM                  | 505588103 | 19              | 900             | SH      |           | DEFINED               |
| LACLEDE GAS CO               | COM                  | 505588103 | 6               | 300             | SH      |           | SOLE                  |
| LANIER WORLDWIDE INC         |                      | 51589L105 | 0               | 94              | SH      |           | SOLE                  |
| LEAR CORP                    | COM                  | 521865105 | 2               | 100             | SH      |           | SOLE                  |
| LENNOX INTL INC              | COM                  | 526107107 | 4               | 500             | SH      |           | SOLE                  |
| LG&E ENERGY CORP             | COM                  | 501917108 | 40              | 1670            | SH      |           | SOLE                  |
| LIFEPOINT HOSPITALS INC      | COM                  | 53219L109 | 2               | 65              | SH      |           | DEFINED               |
| LILLY ELI & CO               | COM                  | 532457108 | 56              | 700             | SH      |           | DEFINED               |
| LILLY ELI & CO               | COM                  | 532457108 | 798             | 9850            | SH      |           | SOLE                  |
| LION OIL 05-0260 680260(246) |                      | 493995369 | 0               | 1               | PRN     |           | SOLE                  |
| LION OIL 05-0261 (DRIP)      |                      | 494995368 | 0               | 1               | PRN     |           | SOLE                  |
| LION OIL 48-0260 RI & ORI    |                      | 494990104 | 0               | 1               | PRN     |           | SOLE                  |
| LION OIL 68-0261 RI & ORI    |                      | 493990105 | 0               | 1               | PRN     |           | SOLE                  |
| LION OIL 68-0366             |                      | 135990109 | 0               | 1               | PRN     |           | SOLE                  |
| LION OIL CO #18-1896         |                      | 496990102 | 0               | 1               | PRN     |           | SOLE                  |
| LIQUID AUDIO INC             |                      | 53631T102 | 0               | 25              | SH      |           | SOLE                  |
| LML PAYMENT SYSTEMS INC      |                      | 50208P109 | 25              | 3900            | SH      |           | SOLE                  |
| LOUISIANA PAC CORP           | COM                  | 546347105 | 9               | 1016            | SH      |           | SOLE                  |
| LSI LOGIC CORP               | COM                  | 502161102 | 14              | 500             | SH      |           | SOLE                  |
| LTV CORP                     | *W EXP<br>06/28/1998 | 501921126 | 0               | 1               | SH      |           | SOLE                  |
| LTV CORP 1.25 SERIES         |                      | 502210800 | 0               | 14              | SH      |           | SOLE                  |
| LUBRIZOL CORP                | NEW                  | 549271104 | 15              | 800             | SH      |           | SOLE                  |
| LUCENT TECHNOLOGIES INC      | COM                  | 549463107 | 50              | 1650            | SH      |           | DEFINED               |
| LUCENT TECHNOLOGIES INC      | COM                  | 549463107 | 1263            | 41454           | SH      |           | SOLE                  |
| MCDONALD'S CORP              |                      | 580135101 | 6               | 200             | SH      |           | DEFINED               |
| MCDONALD'S CORP              |                      | 580135101 | 211             | 7024            | SH      |           | SOLE                  |
| MCDONALDS CORP               | COM                  | 580135101 | 18              | 600             | SH      |           | DEFINED               |
| MCDONALDS CORP               | COM                  | 580135101 | 60              | 2000            | SH      |           | SOLE                  |
| MCKESSON HBOC INC            | COM                  | 58155Q103 | 6               | 200             | SH      |           | SOLE                  |
| MEDTRONIC INC                | COM                  | 585055106 | 75              | 1460            | SH      |           | SOLE                  |
| MELLON FINL CORP             |                      | 58551A108 | 9               | 200             | SH      |           | SOLE                  |
| MELLON FINL CORP             | COM                  | 58551A108 | 37              | 800             | SH      |           | SOLE                  |
| MERCK & CO INC               |                      | 589331107 | 96              | 1300            | SH      |           | DEFINED               |
| MERCK & CO INC               |                      | 589331107 | 558             | 7500            | SH      |           | SOLE                  |
| MERCK & CO INC               | COM                  | 589331107 | 166             | 2250            | SH      |           | DEFINED               |
| MERCK & CO INC               | COM                  | 589331107 | 2529            | 33987           | SH      |           | SOLE                  |
| MERLIN MORRIS FARMS INC.     |                      | 546001991 | 2               | 2679            | SH      |           | SOLE                  |

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|                              |            |           |     |       |    |         |  |
|------------------------------|------------|-----------|-----|-------|----|---------|--|
| MERRILL LYNCH CORP           |            |           |     |       |    |         |  |
| BD FD INCHI INCOME           | CL A       | 590907101 | 15  | 2536  | SH | SOLE    |  |
| MESA OFFSHORE TR             | UNIT BEN   | 590650107 | 0   | 2000  | SH | SOLE    |  |
|                              | INT        |           |     |       |    |         |  |
| METLIFE INC                  | COM        | 59156R108 | 3   | 148   | SH | SOLE    |  |
| MFS INTER INCOME TR          | SH BEN INT | 55273C107 | 19  | 3100  | SH | SOLE    |  |
| MGIC INVT CORP WIS           | COM        | 552848103 | 30  | 500   | SH | SOLE    |  |
| MICROSOFT CORP               |            | 594918104 | 205 | 3400  | SH | SOLE    |  |
| MICROSOFT CORP               | COM        | 594918104 | 502 | 8325  | SH | SOLE    |  |
| MICROSOFT CORPORATION        |            | 594918104 | 24  | 400   | SH | DEFINED |  |
| MICROSOFT CORPORATION        |            | 594918104 | 670 | 11110 | SH | SOLE    |  |
| MINNESOTA MNG & MFC CO       |            | 604059105 | 55  | 606   | SH | SOLE    |  |
| MINNESOTA MNG & MFG CO       | COM        | 604059105 | 63  | 700   | SH | SOLE    |  |
| MISSISSIPPI CHEMICAL         |            | 598001998 | 0   | 2     | SH | SOLE    |  |
| MORGAN STANLEY               |            |           |     |       |    |         |  |
| DEAN WITTER & CO             |            | 617446448 | 55  | 612   | SH | SOLE    |  |
| MORRISON MGMT SPECIALIST INC |            | 618459101 | 3   | 115   | SH | DEFINED |  |
| MORRISSEY DEV. CO.           |            | 618994156 | 25  | 400   | SH | SOLE    |  |
| MOTOROLA INC                 |            | 620076109 | 386 | 13680 | SH | DEFINED |  |
| MOTOROLA INC                 |            | 620076109 | 542 | 19243 | SH | SOLE    |  |
| MOTOROLA INCORPORATED        | COM        | 620076109 | 8   | 300   | SH | DEFINED |  |

| NAMES OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| MOTOROLA INCORPORATED        | COM            | 620076109 | 267             | 9455            | SH      |           | SOLE                  |
| MUN INSD NATL UNIT SERIES 23 |                | 626224158 | 0               | 5               | SH      |           | SOLE                  |
| MURPHY OIL CORP              | COM            | 626717102 | 152313          | 2350153         | SH      |           | DEFINED               |
| MURPHY OIL CORP              | COM            | 626717102 | 3381            | 52174           | SH      |           | SOLE                  |
| NELSON, THOMAS INC           |                | 640376109 | 1               | 187             | SH      |           | SOLE                  |
| NEWMONT MINING CORP          | COM            | 651639106 | 3               | 193             | SH      |           | SOLE                  |
| NICOR INC                    | COM            | 654086107 | 28              | 800             | SH      |           | SOLE                  |
| NIKE INC                     | CL B           | 654106103 | 28              | 700             | SH      |           | SOLE                  |
| NIKE INC CL B                | CL B           | 654106103 | 4               | 100             | SH      |           | SOLE                  |
| NOBLE AFFILIATES INC         | COM            | 654894104 | 80              | 2160            | SH      |           | SOLE                  |
| NOBLE DRILLING CORP          | COM            | 655042109 | 39              | 792             | SH      |           | SOLE                  |
| NOKIA                        |                | 654902204 | 55              | 1400            | SH      |           | SOLE                  |
| NORFOLK SO CORP              |                | 655844108 | 25              | 1734            | SH      |           | SOLE                  |
| NORTEL NETWORKS CORP NEW     |                | 656568102 | 5               | 100             | SH      |           | SOLE                  |
| NORTHERN STATES POWER        |                | 98389B100 | 139             | 5062            | SH      |           | SOLE                  |
| NORTHERN TRUST COMPANY NTRS  |                | 665859104 | 355             | 4000            | SH      |           | DEFINED               |
| NORTHERN TRUST COMPANY NTRS  |                | 665859104 | 158             | 1780            | SH      |           | SOLE                  |
| OCCIDENTAL PETE CORP         | DEL COM        | 674599105 | 28              | 1303            | SH      |           | SOLE                  |
| OFFICE DEPOT                 |                | 676220106 | 5               | 750             | SH      |           | SOLE                  |
| OKLAHOMA GAS & ELEC CO       | COM            | 670837103 | 14              | 700             | SH      |           | DEFINED               |
| OKLAHOMA GAS & ELEC CO       | COM            | 670837103 | 97              | 4556            | SH      |           | SOLE                  |
| OLIN CORP                    |                | 680665205 | 2               | 166             | SH      |           | DEFINED               |
| OLIN CORP                    | COM PAR \$1    | 680665205 | 13              | 808             | SH      |           | SOLE                  |
| OMNICOM GROUP                |                | 681919106 | 72              | 1000            | SH      |           | SOLE                  |
| OPTI INC                     |                | 683960108 | 65              | 12000           | SH      |           | SOLE                  |
| ORACLE CORP                  | COM            | 68389X105 | 78              | 1000            | SH      |           | DEFINED               |
| ORACLE CORP                  | COM            | 68389X105 | 660             | 8400            | SH      |           | SOLE                  |
| PACIFIC CENTURY CYBERWORKS   |                | 694059106 | 27              | 2473            | SH      |           | DEFINED               |
| PACTIV CORP                  |                | 695257105 | 2               | 200             | SH      |           | DEFINED               |
| PACTIV CORP                  |                | 695257105 | 5               | 500             | SH      |           | SOLE                  |

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|                              |         |           |      |       |     |         |
|------------------------------|---------|-----------|------|-------|-----|---------|
| PALM INC                     | COM     | 696642107 | 68   | 1297  | SH  | DEFINED |
| PALM INC                     | COM     | 696642107 | 14   | 297   | SH  | SOLE    |
| PAMECO CORP                  | COM NEW | 697934305 | 1    | 333   | SH  | DEFINED |
| PEGASUS COMMUNICATIONS CORP  | CL A    | 705904100 | 4    | 100   | SH  | SOLE    |
| PENNEY J C INC               | COM     | 708160106 | 9    | 782   | SH  | SOLE    |
| PEOPLES ENERGY CORP          | COM     | 711030106 | 16   | 500   | SH  | DEFINED |
| PEOPLES ENERGY CORP          | COM     | 711030106 | 6    | 200   | SH  | SOLE    |
| PEOPLES HLDG CO              | COM     | 711148106 | 7    | 367   | SH  | SOLE    |
| PEOPLESOFT INC               | COM     | 712713106 | 8    | 300   | SH  | SOLE    |
| PEPSICO INC                  | COM     | 713448108 | 142  | 3130  | SH  | DEFINED |
| PEPSICO INC                  | COM     | 713448108 | 1175 | 25556 | SH  | SOLE    |
| PETROGULF CORP LEASE 8-2000  |         | 728995366 | 0    | 1     | PRN | SOLE    |
| PETROQUEST EXPLORATION       |         | 009990102 | 0    | 1     | PRN | SOLE    |
| PFIZER INC                   |         | 717081103 | 107  | 2400  | SH  | DEFINED |
| PFIZER INC                   |         | 717081103 | 2902 | 64606 | SH  | SOLE    |
| PFIZER INC                   |         | 717081103 | 40   | 900   | SH  | DEFINED |
| PFIZER INC                   |         | 717081103 | 1745 | 38873 | SH  | SOLE    |
| PG&E CORP                    |         | 69331C108 | 6    | 250   | SH  | DEFINED |
| PHARMACIA CORP               |         | 71713U102 | 83   | 1380  | SH  | DEFINED |
| PHARMACIA CORP               |         | 71713U102 | 1255 | 20860 | SH  | SOLE    |
| PHELPS DODGE CORP            | COM     | 717265102 | 20   | 500   | SH  | DEFINED |
| PHELPS DODGE CORP            | COM     | 717265102 | 0    | 20    | SH  | SOLE    |
| PHILIP MORRIS COS INC        | COM     | 718154107 | 104  | 3591  | SH  | SOLE    |
| PHILLIP/AMEXPLORATION-CRONEA |         | 719995367 | 0    | 1     | PRN | SOLE    |
| PHILLIPS PETE CO             |         | 718507106 | 137  | 2186  | SH  | SOLE    |
| PHILLIPS PETROLEUM CO        | COM     | 718507106 | 6    | 100   | SH  | SOLE    |
| PITNEY BOWES INC             | COM     | 724479100 | 2    | 72    | SH  | SOLE    |
| PORT GIBSON CAPITAL CORP     |         | 715995361 | 336  | 8000  | SH  | SOLE    |
| PORT GIBSON PROPERTIES, INC  |         | 723995361 | 4    | 4100  | SH  | SOLE    |
| POTLATCH CORP PCH            |         | 737628107 | 4    | 150   | SH  | SOLE    |

| NAMES OF ISSUER                          | TITLE OF CLASS | CUSIP     | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|--|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| POTOMAC ELEC PWR CO                      |                | 737679100 | 5               | 200             | SH      |           | SOLE                  |
| POTOMAC ELECTRIC POWER                   |                | 737679100 | 6               | 270             | SH      |           | SOLE                  |
| PPG INDUSTRIES INC                       |                | 693506107 | 31              | 800             | SH      |           | SOLE                  |
| PRAIRIE FARMERS ASSOC.                   | RESERVES (BE)  | 711000992 | 1               | 1769            | SH      |           | SOLE                  |
| PRAIRIE FARMERS ASSOCIATION NUMBER 00888 |                | 722000999 | 0               | 1               | SH      |           | SOLE                  |
| PRAXAIR INC                              | COM            | 74005P104 | 11              | 300             | SH      |           | DEFINED               |
| PRICE T ROWE TX FR HI YLD FD             | COM            | 741486104 | 8               | 768             |         |           |                       |
| PRIMEX TECHNOLOGIES INC                  | COM            | 741597108 | 14              | 510             | SH      |           | SOLE                  |
| PRISON REALTY TRUST                      |                | 74264N105 | 3               | 3000            | SH      |           | SOLE                  |
| PROCTER & GAMBLE CO                      | COM            | 742718109 | 352             | 5290            | SH      |           | DEFINED               |
| PROCTER & GAMBLE CO                      | COM            | 742718109 | 1230            | 18380           | SH      |           | SOLE                  |
| PUBLIC SVC ENTERPRISE GROUP              | COM            | 744573106 | 44              | 1000            | SH      |           | SOLE                  |
| QLOGIC CORP                              | COM            | 747277101 | 22              | 250             | SH      |           | SOLE                  |
| QUAKER OATS                              |                | 747402105 | 316             | 4000            | SH      |           | DEFINED               |
| QUAKER OATS                              |                | 747402105 | 209             | 2650            | SH      |           | SOLE                  |
| QUAKER OATS CO                           | COM            | 747402105 | 63              | 800             | SH      |           | SOLE                  |
| QUALCOM INC                              |                | 747525103 | 14              | 200             | SH      |           | SOLE                  |
| QWEST COMMUNICATIONS INTL                |                | 749121109 | 0               | 6               | SH      |           | SOLE                  |
| QWEST COMMUNICATIONS INTL INC            | COM            | 749121109 | 41              | 873             | SH      |           | SOLE                  |

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|  |              |           |      |       |    |         |
|--|--------------|-----------|------|-------|----|---------|
| RALCORP HLDGS INC                        | NEW COM      | 751028101 | 0    | 66    | SH | DEFINED |
| RALSTON PURINA CO                        | COM          | 751277302 | 14   | 609   | SH | DEFINED |
|  | RAL-PUR GP   |           |      |       |    |         |
| RAYTHEON CO                              | CL B         | 755111408 | 34   | 1200  | SH | SOLE    |
| REALTY EQUITIES CORP                     |              | 756095105 | 0    | 83    | SH | SOLE    |
| REGIONS FINANCIAL                        |              | 758940100 | 40   | 1786  | SH | DEFINED |
| REGIONS FINANCIAL                        |              | 758940100 | 7    | 350   | SH | SOLE    |
| REGIONS FINL CORP                        | COM          | 758940100 | 329  | 14511 | SH | SOLE    |
| RELIANT ENERGY INC                       | COM          | 75952J108 | 245  | 5285  | SH | DEFINED |
| RELIANT ENERGY INC                       |              | 75952J108 | 226  | 4873  | SH | SOLE    |
| REUTERS GROUP PLC                        |              | 76132M102 | 19   | 173   | SH | SOLE    |
| ROHM & HAAS CO                           | COM          | 775371107 | 5    | 200   | SH | SOLE    |
| ROUSE CO                                 | COM          | 779273101 | 2    | 100   | SH | SOLE    |
| ROYAL DUTCH PETE CO                      | NY REG       | 780257804 | 71   | 1200  | SH | SOLE    |
|  | GLD1.25      |           |      |       |    |         |
| RUBY TUESDAY INC                         |              | 781182100 | 14   | 1260  | SH | DEFINED |
| SAFECO CORP                              | COM          | 786429100 | 27   | 1000  | SH | SOLE    |
| SARA LEE CORP                            | COM          | 803111103 | 28   | 1400  | SH | SOLE    |
| SBC COMMUNICATIONS INC                   | COM          | 78387G103 | 30   | 600   | SH | DEFINED |
| SBC COMMUNICATIONS INC                   | COM          | 78387G103 | 1569 | 31383 | SH | SOLE    |
| SCHERING PLOUGH CORP                     | COM          | 806605101 | 1092 | 23500 | SH | DEFINED |
| SCHERING PLOUGH CORP                     |              | 806605101 | 416  | 8984  | SH | SOLE    |
| SCHLUMBERGER LTD                         |              | 806857108 | 125  | 1550  | SH | SOLE    |
| SCUDDER GLOBAL DISCOVERY FD              |              | 378947501 | 20   | 544   | SH | SOLE    |
| SEAGATE TECHNOLOGY                       | COM          | 811804103 | 69   | 1000  | SH | SOLE    |
| SEARS ROEBUCK & CO                       | COM          | 812387108 | 5    | 167   | SH | DEFINED |
| SEARS ROEBUCK & CO                       | COM          | 812387108 | 74   | 2312  | SH | SOLE    |
| SEMPRA ENERGY                            | COM          | 816851109 | 9    | 450   | SH | SOLE    |
| SEMPRA ENERGY AKA ENOVA CORP             |              | 816851109 | 4    | 200   | SH | SOLE    |
| SERVICEMASTER CO                         |              | 81760N109 | 7    | 800   | SH | SOLE    |
| SEVEN J STOCK FARM,                      |              | 787991066 | 0    | 10    | SH | SOLE    |
| SHEFFIELD PHARMACEUTICALS IC<br>DELAWARE |              | 82123D309 | 123  | 18000 | SH | SOLE    |
| SHELL TRANS & TRADING PLC                | NEW YRK SH   | 822703609 | 88   | 1800  | SH | DEFINED |
|  | NEW          |           |      |       |    |         |
| SHERWIN WILLIAMS CO                      | COM          | 824348106 | 23   | 1100  | SH | SOLE    |
| SIMMONS 1ST NATL CORP                    | CL A \$5 PAR | 828730200 | 5    | 250   | SH | DEFINED |
| SIMMONS 1ST NATL CORP                    | CL A \$5 PAR | 828730200 | 181  | 9023  | SH | SOLE    |
| SMACKOVER BANCSHARES INC                 |              | 812004992 | 0    | 673   | SH | SOLE    |

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|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| SMITHKLINE BEECHAM PLC       |                | 832378301 | 34              | 500             | SH      |           | SOLE                  |
| SOLUTIA INC                  | COM            | 834376105 | 1               | 100             | SH      |           | DEFINED               |
| SOLUTIA INC                  | COM            | 834376105 | 56              | 4948            | SH      |           | SOLE                  |
| SONY CORP                    |                | 835699307 | 100             | 1000            | SH      |           | DEFINED               |
| SOUTHERN CO                  | COM            | 842587107 | 107             | 3300            | SH      |           | DEFINED               |
| SOUTHERN CO                  | COM            | 842587107 | 699             | 21607           | SH      |           | SOLE                  |
| SPACELABS MED INC            | COM            | 846247104 | 0               | 72              | SH      |           | SOLE                  |
| SPRINT CORP PCS GROUP        |                | 852061506 | 3               | 100             | SH      |           | SOLE                  |
| ST JUDE MED INC              | COM            | 790849103 | 10              | 200             | SH      |           | SOLE                  |
| ST PAUL COMPANIES INC        | COMMON STOCK   | 792860108 | 45              | 914             | SH      |           | SOLE                  |
| STAFFMARK INC/EDGEWATER TECH |                | 280358102 | 5               | 1000            | SH      |           | DEFINED               |

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|                                       |                 |           |     |       |    |         |
|---------------------------------------|-----------------|-----------|-----|-------|----|---------|
| STILLWELL FINANCIAL INC               |                 | 860831106 | 26  | 600   | SH | SOLE    |
| STRONG MUNICIPAL BOND FD              |                 | 86335E104 | 28  | 3223  |    | SOLE    |
| SUN MICROSYSTEMS INC                  | COM             | 866810104 | 110 | 950   | SH | SOLE    |
| SUNGARD DATA SYS INC                  | COM             | 867363103 | 4   | 100   | SH | SOLE    |
| SUNOCO INC                            | COM             | 86764P109 | 61  | 2328  | SH | SOLE    |
| SYNOPSIS INC                          | COM             | 871607107 | 3   | 100   | SH | SOLE    |
| SYSCO CORP                            |                 | 871829107 | 92  | 2000  | SH | SOLE    |
| TAIWAN SEMICONDUCTOR MFC              | CO SP ADR       | 874039100 | 8   | 400   | SH | SOLE    |
| TARGET CORP                           |                 | 87612E106 | 10  | 400   | SH | SOLE    |
| TECO ENERGY INC                       | COM             | 872375100 | 23  | 800   | SH | DEFINED |
| TECO ENERGY INC                       | COM             | 872375100 | 8   | 300   | SH | SOLE    |
| TELLABS INC                           | COM             | 879664100 | 42  | 900   | SH | SOLE    |
| TELOCITY INC                          | COM             | 87971D103 | 9   | 3000  | SH | SOLE    |
| TEMPLE INLAND INC                     | COM             | 879868107 | 15  | 400   | SH | SOLE    |
| TENNECO AUTOMOTIVE INC                | USD             | 880349105 | 0   | 80    | SH | SOLE    |
| TEXACO INC                            | COM             | 881694103 | 107 | 2047  | SH | SOLE    |
| TEXARKANA FIRST FINANCIAL CORPORATION | COM             | 881801104 | 260 | 11400 | SH | DEFINED |
| TEXARKANA FIRST FINANCIAL CORPORATION | COM             | 881801104 | 199 | 8725  | SH | SOLE    |
| TEXAS BIOTECHNOLOGY CORP              |                 | 88221T104 | 1   | 100   | SH | SOLE    |
| TEXAS INSTRS INC                      | COM             | 882508104 | 131 | 2800  | SH | SOLE    |
| TEXTRON INC                           | COM             | 883203101 | 4   | 100   | SH | SOLE    |
| THE MUN INSURED NAT'L TR S5           |                 | 626223242 | 0   | 5     |    | SOLE    |
| TIFFANY & CO                          | NEW             | 886547108 | 84  | 2200  | SH | SOLE    |
| TIME WARNER INC                       | COM             | 887315109 | 19  | 250   | SH | SOLE    |
| TRANS-GULF PETROLEUM CORP             | LA CLOSELY HELD | 858001993 | 0   | 10    | SH | SOLE    |
| TRANSOCEAN SEDCO FOREX INC            |                 | G90078109 | 4   | 77    | SH | DEFINED |
| TRANSOCEAN SEDCO FOREX INC            |                 | G90078109 | 70  | 1200  | SH | SOLE    |
| TRAVIS BOATS & MTRS INC               | COM             | 894363100 | 0   | 200   | SH | SOLE    |
| TRI CONTINENTAL CORPORATION           |                 | 895436103 | 105 | 4030  | SH | SOLE    |
| TRIAD HOSPITALS INC                   | COM             | 89579K109 | 1   | 65    | SH | DEFINED |
| TRIBUNE COMPANY                       |                 | 896047107 | 52  | 1200  | SH | SOLE    |
| TXU CORP                              |                 | 873168108 | 9   | 250   | SH | DEFINED |
| TXU CORP                              |                 | 873168108 | 118 | 3000  | SH | SOLE    |
| TYCO INTL LTD                         | NEW             | 902124106 | 5   | 100   | SH | SOLE    |
| TYCO INTL LTD                         | NEW COM         | 902124106 | 83  | 1608  | SH | SOLE    |
| TYSON FOODS INC                       | CL A            | 902494103 | 154 | 15450 | SH | DEFINED |
| TYSON FOODS INC                       | CL A            | 902494103 | 7   | 750   | SH | SOLE    |
| U S G CORP                            | COM NEW         | 903293405 | 7   | 300   | SH | SOLE    |
| ULTRAMAR DIAMOND SHAMROCK CP          |                 | 904000106 | 5   | 210   | SH | SOLE    |
| UNICOM CORP                           | COM             | 904911104 | 28  | 500   | SH | DEFINED |
| UNION CARBIDE CORP                    | COM             | 905581104 | 11  | 300   | SH | DEFINED |
| UNION CARBIDE CORP                    | COM             | 905581104 | 11  | 300   | SH | SOLE    |
| UNION PAC CORP                        | COM             | 907818108 | 153 | 3950  | SH | DEFINED |
| UNION PAC CORP                        | COM             | 907818108 | 26  | 693   | SH | SOLE    |
| UNION PLANTERS CORP                   | COM             | 908068109 | 6   | 200   | SH | SOLE    |

| NAMES OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| UNISYS CORP                  |                | 909214108 | 6               | 540             | SH      |           | SOLE                  |
| UNIT AGREEMENT-SMACKOVERUNIT |                | 275995363 | 0               | 1               | PRN     |           | SOLE                  |
| UNITED ARKANSAS CORPORATION  |                | 907000996 | 0               | 1200            | SH      |           | DEFINED               |

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|   |         |           |      |        |     |         |
|---|---------|-----------|------|--------|-----|---------|
| UNITED AUTO GROUP INC                     | COM     | 909440109 | 83   | 10105  | SH  | SOLE    |
| UNITED PARCEL SERVICE - CLB               |         | 911312106 | 2    | 50     | SH  |         |
| USA TRUCK INC                             | COM     | 902925106 | 574  | 106999 | SH  | SOLE    |
| USX-U S STL                               | COM     | 90337T101 | 3    | 200    | SH  | DEFINED |
| USX-U S STL                               | COM     | 90337T101 | 7    | 500    | SH  | SOLE    |
| UTILICORP UTD INC                         | COM     | 918005109 | 99   | 3856   | SH  | SOLE    |
| VAN KAMPEN AMERICAN CAPITAL<br>PRIME RATE |         | 920914108 | 56   | 5997   | SH  | SOLE    |
| VANG INDEX EXT MKT #98                    |         | 922908207 | 21   | 563    | SH  | SOLE    |
| VERIZON COMMUNICATIONS INC                |         | 92343V104 | 128  | 2666   | SH  | DEFINED |
| VERIZON COMMUNICATIONS INC                |         | 92343V104 | 1290 | 26639  | SH  | SOLE    |
| VIALINK CO                                | COM     | 92552Q101 | 3    | 450    | SH  | SOLE    |
| VIROPHARMA, INC                           |         | 928241108 | 2    | 100    | SH  | SOLE    |
| VISTEON CORP                              |         | 92839U107 | 3    | 235    | SH  | SOLE    |
| VISTEON CORP                              | COM     | 92839U107 | 0    | 13     | SH  | DEFINED |
| VISTEON CORP                              | COM     | 92839U107 | 3    | 218    | SH  | SOLE    |
| VLASIC FOODS INTL INC                     | COM     | 928559103 | 0    | 100    | SH  | SOLE    |
| VODAFONE GROUP PLC                        | NEW     | 92857W100 | 17   | 470    | SH  | SOLE    |
| WACHOVIA CORPORATION                      |         | 929771103 | 328  | 5800   | SH  | SOLE    |
| WAL MART STORES INC                       | COM     | 931142103 | 303  | 6319   | SH  | DEFINED |
| WAL MART STORES INC                       | COM     | 931142103 | 2894 | 60183  | SH  | SOLE    |
| WALGREEN CO                               | COM     | 931422109 | 216  | 5700   | SH  | SOLE    |
| WALMART DE MEXICO S<br>A DE CV B SER      |         | 93114W206 | 1    | 558    | SH  | SOLE    |
| WALSH HEALTH CARE2<br>SOLUTIONS INC       |         | 937001998 | 0    | 3      | SH  | SOLE    |
| WALT DISNEY CO                            |         | 254687106 | 3    | 100    | SH  | SOLE    |
| WASHINGTON MUT INC                        | COM     | 939322103 | 15   | 400    | SH  | SOLE    |
| WASTE MGMT INC                            | DEL COM | 94106L109 | 0    | 1      | SH  | DEFINED |
| WAUSAU-MOSINEE PAPER CORP CO              |         | 943315101 | 4    | 550    | SH  | SOLE    |
| WELLS FARGO & CO                          | NEW COM | 949746101 | 54   | 1200   | SH  | SOLE    |
| WESTERN RES INC                           | COM     | 959425109 | 4    | 200    | SH  | SOLE    |
| WEYERHAEUSER CO                           | COM     | 962166104 | 153  | 3800   | SH  | SOLE    |
| WICKFORD ENERGY DO#9601100                |         | 498990100 | 0    | 1      | PRN | SOLE    |
| WILLIAMS COS INC                          | DEL COM | 969457100 | 12   | 300    | SH  | SOLE    |
| WISCONSIN AVE DEVELOPMENT                 | CORP    | 073995367 | 4    | 48     | SH  | SOLE    |
| WM WRIGLEY JR COMPANY                     | COM     | 982526105 | 7    | 100    | SH  | SOLE    |
| WORLDCOM INC GA                           | NEW COM | 98157D106 | 18   | 600    | SH  | DEFINED |
| WORLDCOM INC GA                           | NEW COM | 98157D106 | 375  | 12400  | SH  | SOLE    |
| XCEL ENERGY INC                           | COM     | 98389B100 | 8    | 294    | SH  | SOLE    |
| AMSOUTH BANCORP                           |         | 32165102  | 224  | 17924  | SH  | SOLE    |
| BANCORPSOUTH INC                          |         | 59692103  | 225  | 15673  | SH  | SOLE    |
| CITIGROUP INC                             |         | 172967101 | 135  | 2500   | SH  | SOLE    |
| COCA COLA CO                              |         | 191216100 | 66   | 1200   | SH  | SOLE    |
| COMSAT CAP 1 LP                           |         | 205930209 | 17   | 800    | SH  | SOLE    |
| CONSECO INC                               |         | 208464107 | 4    | 549    | SH  | SOLE    |
| DISNEY WALT CO DEL                        |         | 254687106 | 8    | 200    | SH  | SOLE    |
| E M C CORP MASS                           |         | 268648102 | 79   | 800    | SH  | SOLE    |
| EATON VANCE MARATHON                      |         | 277911848 | 47   | 1982   | SH  | SOLE    |
| ENTERPRISE INTERNET                       |         | 293720231 | 14   | 488    | SH  | SOLE    |
| FIRST UN REAL ESTATE                      |         | 337400105 | 7    | 2400   | SH  | SOLE    |
| GENERAL ELECTRIC CO                       |         | 369604103 | 415  | 7200   | SH  | SOLE    |
| JOHN HANCOCK FINC'L                       |         | 409905502 | 14   | 702    | SH  | SOLE    |
| IMPERIAL PKG CORP                         |         | 453077109 | 2    | 120    | SH  | SOLE    |
| INTEL CORP                                |         | 458140100 | 166  | 4000   | SH  | SOLE    |
| LSI LOGIC CORP                            |         | 502161102 | 9    | 300    | SH  | SOLE    |
| LUCENT TECH INC                           |         | 549463107 | 12   | 400    | SH  | SOLE    |
| MICROSOFT CORP                            |         | 594918104 | 36   | 600    | SH  | SOLE    |

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| NAMES OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE [X\$1000] | SHRS OR PRN AMT | SH/ PRN | PCT/ CALL | INVESTMENT DISCRETION |
|-----------------------|----------------|-----------|-----------------|-----------------|---------|-----------|-----------------------|
| NOKIA CORP ADR        |                | 654902204 | 4               | 100             | SH      |           | SOLE                  |
| PEOPLES HLDG CO       |                | 711148106 | 51              | 2539            | SH      |           | SOLE                  |
| PROCTOR & GAMBLE CO   |                | 742718109 | 134             | 2000            | SH      |           | SOLE                  |
| QWEST COMM INTL INC   |                | 749121109 | 20              | 412             | SH      |           | SOLE                  |
| RF MICRO DEVICES INC  |                | 749941100 | 13              | 400             | SH      |           | SOLE                  |
| SUN MICROSYSTEMS INC  |                | 866810104 | 35              | 300             | SH      |           | SOLE                  |
| TXU CORP              |                | 873168108 | 79              | 2000            | SH      |           | SOLE                  |
| TEMPLETON FOREIGN     |                | 880196407 | 90              | 8986            | SH      |           | SOLE                  |
| JDS UNIPHASE CORP     |                | 46612J101 | 19              | 200             | SH      |           | SOLE                  |
| JUNIPER NETWORKS      |                | 48203R104 | 22              | 100             | SH      |           | SOLE                  |
| MERISTAR HOSPITAL     |                | 58984Y103 | 17              | 847             | SH      |           | SOLE                  |
| WORLDCOM INC          |                | 98157D106 | 42              | 1395            | SH      |           | SOLE                  |
| AMDOCS LIMITED        |                | G02602103 | 20              | 325             | SH      |           | SOLE                  |
| FLEXTRONICIS INTL INC |                | Y2573F102 | 25              | 300             | SH      |           | SOLE                  |
| GRAND TOTALS          |                |           | 298881          | 7625045         |         |           |                       |