

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

BANCORPSOUTH INC
Form 13F-HR/A
March 16, 2006

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2005

Check here if Amendment ; Amendment Number 1

This Amendment (Check only one): is a restatement
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: BancorpSouth, Inc.
Address: One Mississippi Plaza
201 South Spring Street
Tupelo, MS 38804

Form 13F File Number: 28-10453

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

/s/ Cathy S. Freeman ----- [Signature]	Tupelo, Mississippi ----- [City, State]	March 13, 2006 ----- [Date]
--	---	-----------------------------------

Report Type (Check only one.):

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

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

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

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

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: 726

Form 13F Information Table Value Total: \$712,984
(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

2

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
DEUTSCHE BANK-EUR		D18190898	27	281	SH		SOLE	
ACE LIMITED		G0070K103	60	1128	SH		SOLE	
AMERICAN SAFETY INSURANCE HOLDINGS LTD		G02995101	6	390	SH		SOLE	
ARLINGTON TANKERS LTD		G04899103	59	2750	SH		SOLE	
GLOBAL SANTAFE CORP		G3930E101	314	6525	SH		SOLE	
INGSOLL-RAND CO	CL A BERMUDA	G4776G101	209	5200	SH		SOLE	
MARVELL TECHNOLOGY GROUP		G5876H105	134	2400	SH		SOLE	
MONTPELIER RE HLD LTDF		G62185106	177	9400	SH		SOLE	
NABORS INDUSTRIES		G6359F103	13	180	SH		SOLE	
SEAGATE TECHNOLOGY	SHS	G7945J104	17	860	SH		SOLE	
ALCON INC		H01301102	129	1000	SH		SOLE	
MIND C.T.I. LTD COM		M70240102	5	2000	SH		SOLE	
M SYS FLASH DISK		M7061C100	14	450	SH		SOLE	
PIONEERS LTORD								
A F L A C INC		001055102	92	2000	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

AGL RESOURCES, INC		001204106	15	450	SH	SOLE
AT&T INC	COM	00206R102	854	34901	SH	SOLE
AT&T INC	COM	00206R102	71	2908	SH	DEFINED
ATMI INC		00207R101	22	793	SH	SOLE
ABBOTT LAB		002824100	367	9321	SH	SOLE
ABBOTT LAB		002824100	165	4200	SH	DEFINED
ACE CASH EXPRESS INC	COM	004403101	28	1240	SH	SOLE
ACTUANT CORP CLASS A		00508X203	22	405	SH	SOLE
ACXIOM CORP	COM	005125109	11	490	SH	SOLE
ADAMS EXPRESS CO	COM	006212104	104	8365	SH	SOLE
ADOBE SYSTEMS INCORPORATED DELAWARE		00724F101	151	4100	SH	SOLE
AEGON N V ORD		007924103	52	3215	SH	SOLE
AETNA INC COM		00817Y108	18	200	SH	DEFINED
AGILENT TECHNOLOGIES, INC.		00846U101	1	59	SH	SOLE
AGNICO EAGLE MINES		008474108	9	500	SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	6	104	SH	SOLE
AIRTRAN HLDGS INC COM		00949P108	7	455	SH	SOLE
AIXTRON	ADR	009606104	1	510	SH	SOLE
AKTIENGELELLSCHAFT						
ALCOA INC		013817101	143	4856	SH	SOLE
ALCATEL	SPONSORED ADR	013904305	374	30235	SH	SOLE
ALLIANCE CAP MGMT HLDG L P		01855A101	112	2000	SH	DEFINED
ALLIANT TECHSYSTEMS, INC		018804104	56	747	SH	SOLE
ALLIED CAP CO FUND		01903Q108	9	315	SH	SOLE
ALLSTATE CORP	COMMON	020002101	670	12407	SH	SOLE
ALLSTATE CORP	COMMON	020002101	16	310	SH	DEFINED
ALLTEL CORP		020039103	77	1228	SH	SOLE
ALLTEL CORP		020039103	492	7800	SH	DEFINED
ALTERA CORP		021441100	3	200	SH	SOLE
ALTRIA GROUP INC		02209S103	1160	15529	SH	SOLE
AMBAC FINANCIAL GROUP		023139108	3	50	SH	SOLE
AMERCO		023586100	57	793	SH	SOLE
AMERICAN ELECTRIC POWER		025537101	178	4800	SH	SOLE
AMER EXPRESS CO		025816109	243	4735	SH	SOLE
AMERICAN INTERNATIONAL GROUP, INC		026874107	657	9644	SH	SOLE
AMERICAN INTERNATIONAL GROUP, INC		026874107	11	175	SH	DEFINED
AMERISAFE INC	CL A	03071H100	6	690	SH	SOLE
AMERUS LIFE HOLDINGS		03072M108	107	1889	SH	SOLE
AMERIPRISE FINL INC		03076C106	15	387	SH	SOLE
AMGEN INC		031162100	364	4618	SH	SOLE
AMGEN INC		031162100	15	200	SH	DEFINED
AMSOUTH BANCORPORATION		032165102	707	26989	SH	SOLE
ANADARKO PETE CORP		032511107	16	172	SH	SOLE
ANADARKO PETE CORP		032511107	138	1464	SH	DEFINED
ANGIODYNAMICS INC	COM	03475V101	16	630	SH	SOLE
ANGLO AMERICAN PLC SP	ADR	03485P102	39	1124	SH	SOLE
ANHEUSER-BUSCH COMPANIES		035229103	353	8221	SH	SOLE
ANHEUSER-BUSCH		035229103	154	3600	SH	DEFINED

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
COMPANIES								
ANTEON INTERNATIONAL CORP		03674E108	12	235	SH		SOLE	
AON CORP		037389103	14	407	SH		SOLE	
APPLE COMP INC		037833100	143	2000	SH		SOLE	
APPLE COMP INC		037833100	100	1400	SH		DEFINED	
APPLIED MATERIALS INC		038222105	806	44966	SH		SOLE	
ARCHER-DANIELS-MIDLAND COMPANY		039483102	6	279	SH		SOLE	
ARGONAUT GROUP INC		040157109	16	505	SH		SOLE	
ARTHROCARE CORP	COM	043136100	14	335	SH		SOLE	
ARVINMERITOR		043353101	0	44	SH		SOLE	
ASHFORD HOSPITALITY TRUST INC		044103109	55	5315	SH		SOLE	
AUGUST TECHNOLOGY CORP		05106U105	3	350	SH		SOLE	
AUTOLIV INC COM		052800109	15	334	SH		SOLE	
AUTO DATA PROCESS		053015103	208	4550	SH		SOLE	
AUTO DATA PROCESS		053015103	100	2200	SH		DEFINED	
AUTOZONE		053332102	18	200	SH		SOLE	
AUTOZONE		053332102	43	472	SH		DEFINED	
AVAYA INC		053499109	1	172	SH		SOLE	
AVON PRODUCTS INC COM		054303102	39	1400	SH		SOLE	
BB&T CORP		054937107	19	464	SH		SOLE	
BASF AG	ADR	055262505	41	547	SH		SOLE	
BCE INC		05534B109	23	977	SH		SOLE	
BKF CAP GROUP INC	COM	05548G102	7	410	SH		SOLE	
BJ SERVICES CO		055482103	304	8297	SH		SOLE	
BP AMOCO PLC	SPONSORED ADR	055622104	520	8098	SH		SOLE	
BP AMOCO PLC	SPONSORED ADR	055622104	244	3810	SH		DEFINED	
BALDOR ELEC CO	COM	057741100	35527	1385627	SH		DEFINED	
BANCORPSOUTH INC		059692103	27033	1225475	SH		SOLE	
BANCORPSOUTH INC		059692103	1598	72474	SH		DEFINED	
BANK OF AMERICA CORP	NEW COM	060505104	911	19741	SH		SOLE	
BANK OF AMERICA CORP	NEW COM	060505104	27	600	SH		DEFINED	
BANK OF THE OZARKS, INC		063904106	3401	92200	SH		DEFINED	
BAXTER INTL INC		071813109	75	2000	SH		SOLE	
BAXTER INTL INC PFD		071813406	10	200	SH		SOLE	
BEAR STEARNS COS INC		073902108	99	857	SH		SOLE	
BELLSOUTH CORP		079860102	761	28114	SH		SOLE	
BELLSOUTH CORP		079860102	73	2696	SH		DEFINED	
BERKSHIRE HATHAWAY "A"		084670108	88	1	SH		SOLE	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	8	3	SH		DEFINED	
BLACKROCK INVT		09247D105	53	3000			SOLE	
QUALITY MUNI TR INC								
BLOCK H & R INC	COM	093671105	5	204	SH		SOLE	
BOEING INC		097023105	77	1100	SH		SOLE	
BOSTON SCIENTIFIC		101137107	64	2635	SH		SOLE	
BRIGGS & STRATTON CORP		109043109	55	1440	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

BRISTOL MYERS SQUIBB CO		110122108	263	11480	SH	SOLE
BRISTOL MYERS SQUIBB CO		110122108	13	600	SH	DEFINED
BROADCOM CORP		111320107	9	200	SH	SOLE
BUILD-A-BEAR WORKSHOP INC		120076104	7	260	SH	SOLE
BUILDERS FIRSTSOURCE INC	COM	12008R107	14	700	SH	SOLE
BURLINGTON NORTHERN/SANTA FE CORP		12189T104	21	310	SH	SOLE
CB RICHARD ELLIS GROUP CLASS A		12497T101	37	645	SH	SOLE
CIGNA CORPORATION		125509109	165	1478	SH	SOLE
CVS CORP DELAWARE		126650100	93	3537	SH	SOLE
CADBURY SCHWEPPES PLC	ADR	127209302	155	4074	SH	SOLE
CADENCE DESIGN SYSTEMS INC		127387108	72	4308	SH	SOLE
CALIFORNIA PIZZA KITCHEN INCCOM		13054D109	22	695	SH	SOLE
CANON INC	ADR REPSTG 5 SHRS	138006309	57	982	SH	SOLE
CAPITAL ONE FINL CORP	COM	14040H105	1342	15537	SH	SOLE
CAREMARK RX INC		141705103	93	1800	SH	SOLE
CARNIVAL CORP		143658300	85	1605	SH	SOLE
CARTERS INC		146229109	57	980	SH	SOLE
CATERPILLAR INC		149123101	20	350	SH	SOLE
CELADON GROUP INC		150838100	17	610	SH	SOLE
CENDANT CORP	COM	151313103	690	40001	SH	SOLE
CENTERPOINT ENERGY INC		15189T107	9	724	SH	SOLE
CENTURY ALUMINUM CO		156431108	20	770	SH	SOLE
CENTURYTEL, INC		156700106	66	2000	SH	SOLE
CERNER CORP COM		156782104	2	24	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
CHEMTURA CORP COM		163893100	67	5335	SH		SOLE	
CHEVRON CORPORATION		166764100	1214	21395	SH		SOLE	
CHEVRON CORPORATION		166764100	127	2254	SH		DEFINED	
CHICO'S FAS INC		168615102	118	2700	SH		SOLE	
CINERGY		172474108	3	75	SH		SOLE	
CISCO SYS INC		17275R102	768	44908	SH		SOLE	
CITIGROUP, INC		172967101	673	13879	SH		SOLE	
CITIGROUP, INC		172967101	354	7307	SH		DEFINED	
CITIZENS HOLDING COMPANY		174715102	3583	158987	SH		SOLE	
COACH INC		189754104	90	2700	SH		SOLE	
COCA COLA CO		191216100	902	22397	SH		SOLE	
COCA COLA CO		191216100	226	5625	SH		DEFINED	
COCA COLA ENTERPRISES INC COM		191219104	38	2000	SH		SOLE	
COLGATE-PALMOLIVE CO		194162103	186	3407	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

COLONIAL PPTYS TR	COM SH BEN	195872106	1	26	SH	SOLE
	INT					
COMCAST CORP	NEW CL A	20030N101	4	175	SH	SOLE
	COM					
COMCAST CORP	NEW CL A	20030N101	10	401	SH	DEFINED
	COM					
COMPUTER ASSOC INTL INC	COM	204912109	1087	38600	SH	SOLE
COMPUTER SCIENCES CORPORATION	COMMON	205363104	5	99	SH	DEFINED
COMSTOCK HOMEBUILDING COS		205684103	7	525	SH	SOLE
CONAGRA FOODS INC	COM	205887102	9	485	SH	SOLE
CONEXANT SYS INC COM		207142100	0	176	SH	SOLE
CONNETICS CORPORATION		208192104	13	900	SH	SOLE
CONN'S INC		208242107	21	590	SH	SOLE
CONN'S INC		208242107	29	800	SH	DEFINED
CONOCO PHILLIPS		20825C104	650	11183	SH	SOLE
CONSECO INC	NEW	208464883	105	4543	SH	SOLE
CONSOLIDATED EDISON INC COM		209115104	1	34	SH	SOLE
CONSOLIDATED GRAPHICS INC		209341106	38	810	SH	SOLE
COOPER TIRE & RUBBER CO		216831107	244	15953	SH	SOLE
COOPER TIRE & RUBBER CO		216831107	1	100	SH	DEFINED
CORN PRODUCTS INTERNATIONAL INC		219023108	49	2060	SH	SOLE
COSI INC	COM	22122P101	6	820	SH	SOLE
COSTCO WHOLESALE CORP		22160K105	173	3515	SH	SOLE
COVENTRY HEALTH CARE INC		222862104	10	185	SH	SOLE
CREDIT SUISSE GROUP	ADR	225401108	47	928	SH	SOLE
CYBERSOURCE CORP	COM	23251J106	12	1830	SH	SOLE
DNP SELECT INCOME FD INC		23325P104	11	1100	SH	SOLE
DRS TECHNOLOGIES INC		23330X100	45	876	SH	SOLE
DTE ENERGY CO		233331107	11	270	SH	SOLE
DEERE & CO		244199105	129	1895	SH	SOLE
DELL INC		24702R101	687	22940	SH	SOLE
DELTIC TIMBER INC		247850100	363	7000	SH	SOLE
DELTIC TIMBER INC		247850100	33451	645043	SH	DEFINED
DELUXE CORP		248019101	8	285	SH	SOLE
DIAGEO P L C	SPON ADR	25243Q205	53	917	SH	SOLE
	NEW					
DIAMONDS TRUST FUND		252787106	10	100	SH	SOLE
DIODES INC	COM	254543101	23	770	SH	SOLE
DIRECTTV GROUP INC		25459L106	86	6099	SH	SOLE
WALT DISNEY CO		254687106	384	16052	SH	SOLE
DOLLAR THRIFTY AUTO GROUP INC		256743105	49	1366	SH	SOLE
DOW CHEMICAL CO		260543103	50	1155	SH	SOLE
DOW CHEMICAL CO		260543103	21	483	SH	DEFINED
DREYFUS STRATEGIC MUNICIPALS INC		261932107	0	9		SOLE
DU PONT EI D NEMOURS & CO		263534109	169	3995	SH	SOLE
DUKE ENERGY CORP COM		264399106	60	2200	SH	SOLE
DUKE REALTY CORP		264411505	13	405	SH	SOLE
DYCOM INDUSTRIES INC		267475101	23	1085	SH	SOLE
EMC CORP		268648102	110	8100	SH	SOLE

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

EMC CORP		268648102	50	3700	SH	DEFINED
ENI S P A	SPONSORED ADR	26874R108	42	304	SH	SOLE
EASTGROUP PROPERTIES INC		277276101	2	60	SH	SOLE
EATON CORP	COM	278058102	490	7314	SH	SOLE
EBAY INC		278642103	377	8741	SH	SOLE
ECOLAB INC	COMMON	278865100	42	1170	SH	SOLE
EDO CORP	COM	281347104	40	1499	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
EDWARDS LIFESCIENCES CORP		28176E108	9	240	SH		SOLE	
EL PASO CORPORATION		28336L109	2	166	SH		SOLE	
ELECTRONIC ARTS INC		285512109	669	12804	SH		SOLE	
EMERSON ELECTRIC CO		291011104	104	1400	SH		SOLE	
ENCANA CORP-CAD		292505104	34	764	SH		SOLE	
ENCORE WIRE CORP	COM	292562105	726	31948	SH		SOLE	
ENERGY PARTNERS LTD		29270U105	27	1256	SH		SOLE	
ENERGY CORP		29364G103	318	4638	SH		SOLE	
ENERGY CORP		29364G103	40	593	SH		DEFINED	
EQUITY INNS, INC		294703103	10	775	SH		SOLE	
EQUITY INNS, INC		294703103	20	1500	SH		DEFINED	
EQUITY OFFICE PPTYS TRUST		294741103	30	1000	SH		SOLE	
ERICSSON (LM) TELE CO	ADR (NEW)	294821608	3	90	SH		SOLE	
ESCO TECHNOLOGIES INC		296315104	11	250	SH		SOLE	
ESSEX CORP		296744105	12	715	SH		SOLE	
ESTERLINE TECHNOLOGIES CORP		297425100	41	1110	SH		SOLE	
EXCEL TECHNOLOGY INC	COM	30067T103	11	475	SH		SOLE	
EXELON CORP		30161N101	31	600	SH		DEFINED	
EXPEDITORS INTL WASH INC	COM	302130109	197	2924	SH		SOLE	
EXXON MOBIL CORP		30231G102	6540	116434	SH		SOLE	
EXXON MOBIL CORP		30231G102	1450	25826	SH		DEFINED	
FPL GROUP INC		302571104	36	882	SH		SOLE	
FAIR ISAAC & CO INC		303250104	19	435	SH		SOLE	
FEDERATED DEPT STORES INC		31410H101	79	1200	SH		SOLE	
FEDEX CORPORATION		31428X106	10	100	SH		SOLE	
F5 NETWORKS INC	COM	315616102	47	839	SH		SOLE	
FINANCIAL FED CORP COM		317492106	41	925	SH		SOLE	
FIRST CASH FINANCIAL SVC INC		31942D107	19	680	SH		SOLE	
FIRST DATA CORP	COM	319963104	610	14202	SH		SOLE	
FIRST HORIZON NATIONAL		320517105	13	364	SH		SOLE	
FIRSTMERIT CORP		337915102	204	7884	SH		SOLE	
FIRST ENERGY CORP	COMMON	337932107	195	4000	SH		SOLE	
FORD MOTOR COMPANY	COMMON	345370860	8	1160	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

FOREST LABS		345838106	18	445	SH	SOLE
FREESCALE		35687M206	1	73	SH	SOLE
SEMICONDUCTOR						
FREESCALE		35687M206	0	33	SH	DEFINED
SEMICONDUCTOR						
FUJI PHOTO	NEW ADR	359586302	53	1600	SH	SOLE
GALLAHER GROUP PLC	COM ADR	363595109	12	200	SH	SOLE
GAP INC DEL	COM	364760108	4	238	SH	SOLE
GARDNER DENVER		365558105	19	405	SH	SOLE
GENENTECH INC		368710406	157	1700	SH	SOLE
GENERAL ELECTRIC CO		369604103	2131	60837	SH	SOLE
GENERAL ELECTRIC CO		369604103	28	800	SH	DEFINED
GENERAL MLS INC	COM	370334104	9	200	SH	SOLE
GEN MTR CORP		370442105	5	263	SH	SOLE
GENESEE & WYOMING		371559105	77	2065	SH	SOLE
CLASS A						
GENLYTE GROUP INC		372302109	19	365	SH	SOLE
GIBRALTAR INDUSTRIES		374689107	46	2012	SH	SOLE
INC						
GILEAD SCIENCES INC		375558103	105	2000	SH	SOLE
GLAXOSMITHKLINE PLC	ADR	37733W105	189	3748	SH	SOLE
GMX RESOURCES INC		38011M108	38	1065	SH	SOLE
GOLDMAN SACHS GROUP		38141G104	114	895	SH	SOLE
GOOGLE INC		38259P508	248	600	SH	SOLE
GRANITE CONSTR INC	COM	387328107	22	630	SH	SOLE
GUIDANT CORP	COM	401698105	77	1200	SH	SOLE
HCA INC.		404119109	86	1703	SH	SOLE
HCC INSURANCE		404132102	29	986	SH	SOLE
HOLDINGS, INC						
HSBC HLDGS PLC	SPONSORED	404280406	36	453	SH	SOLE
	ADR					
HAEMONETICS CORP		405024100	21	450	SH	SOLE
HALLIBURTON CO	COM	406216101	340	5502	SH	SOLE
HANCOCK FABRICS		409900107	6	1600	SH	SOLE
JOHN HANCOCK PFD INC		41013X106	8	400	SH	SOLE
II						
JOHN HANCOCK		41021P103	2	130	SH	SOLE
PREFERRED INCOME FUND						
III						
HARLEY DAVIDSON INC	COM	412822108	139	2716	SH	SOLE
HARRIS CORP		413875105	120	2800	SH	SOLE
HARTFORD FNCL SV GRP		416515104	16	187	SH	SOLE
INC COM						
HAWAIIAN ELEC INDS INC		419870100	29	1130	SH	DEFINED
HEALTH CARE SERVICES		421906108	44	2140	SH	SOLE
GROUP INC						
HEALTHCARE REALTY TR		421946104	48	1450	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
HEADWATERS INC		42210P102	12	345	SH		SOLE	
HEALTH CARE REIT INC		42217K106	1	32	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

HEINZ H J CO	COM	423074103	12	367	SH	SOLE
HEWLETT PACKARD CO		428236103	65	2293	SH	SOLE
HIGH INCOME OPPORTUNITY FD		42967Q105	15	2500	SH	SOLE
HIGHLAND HOSPITALITY CORP		430141101	34	3138	SH	SOLE
HILB ROGAL & HOBBS COMPANY		431294107	20	528	SH	SOLE
HOLLYWOOD MEDIA CORP		436233100	5	1395	SH	SOLE
HOLOGIC INC	COM	436440101	19	505	SH	SOLE
HOME DEPOT		437076102	971	24006	SH	SOLE
HOME DEPOT		437076102	61	1532	SH	DEFINED
HOSPITALITY PROPERTIES		44106M102	1	26	SH	SOLE
HOSPIRA, INC		441060100	19	450	SH	DEFINED
HUBBELL INC	CL B	443510201	45	1000	SH	SOLE
HUMANA INC		444859102	72	1341	SH	SOLE
JB HUNT TRANSPORT SVC INC		445658107	14	635	SH	SOLE
ING PRIME RATE TR	SH BEN INT	44977W106	46	6907	SH	SOLE
ILLINOIS TOOL WORKS INC		452308109	92	1055	SH	SOLE
ING GROEP N V		456837103	131	3771	SH	SOLE
INTEL CORP CAP		458140100	1086	43557	SH	SOLE
INTEL CORP CAP		458140100	69	2800	SH	DEFINED
IBM CORP		459200101	748	9103	SH	SOLE
IBM CORP		459200101	36	450	SH	DEFINED
INTERNATIONAL DISPLAYWORKS		459412102	3	660	SH	SOLE
INTL PAPER CO		460146103	10	300	SH	SOLE
INTL PAPER CO		460146103	30	900	SH	DEFINED
INVACARE CORP	COM	461203101	39	1265	SH	SOLE
ISHARES MSCI EAFE INDEX FUND		464287465	14	243	SH	SOLE
ISHARES GOLDMAN SACHS SEMICONDUCTOR IDX FD		464287523	15	255	SH	SOLE
IXYS CORP		46600W106	15	1360	SH	SOLE
JLG INDUSTRIES INC		466210101	15	350	SH	SOLE
JPMORGAN CHASE & CO COM		46625H100	693	17482	SH	SOLE
JPMORGAN CHASE & CO COM		46625H100	137	3456	SH	DEFINED
JACUZZI BRANDS INC		469865109	56	6725	SH	SOLE
JEFFERSON PILOT CORPORATION		475070108	13	230	SH	SOLE
JOHNSON & JOHNSON		478160104	2335	38866	SH	SOLE
JOHNSON & JOHNSON		478160104	488	8125	SH	DEFINED
JOHNSON CONTROLS INC		478366107	53	731	SH	SOLE
JONES APPAREL GROUP INC		480074103	262	8545	SH	SOLE
JONES LANG LASALLE INC	COM	48020Q107	17	355	SH	SOLE
KT CORP	SPONSORED ADR	48268K101	29	1392	SH	SOLE
K2 INC		482732104	30	3024	SH	SOLE
KEYCORP	NEW	493267108	66	2014	SH	SOLE
KEYSPAN CORP COM		49337W100	10	285	SH	SOLE
KIMBERLY-CLARK CORP		494368103	11	195	SH	SOLE
KIMBERLY-CLARK CORP		494368103	14	250	SH	DEFINED
KINDER MORGAN ENERGY PARTNERS, L.P		494550106	39	832	SH	SOLE
KONINKLIJKE PHLPS ELECTRS N V SP	ADR NEW	500472303	21	697	SH	SOLE
KOREA ELECTRIC POWER	ADR	500631106	21	1091	SH	SOLE

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

LTX CORP		502392103	8	1815	SH	SOLE
LANDSTAR SYSTEM INC		515098101	38	915	SH	SOLE
ESTEE LAUDER CO		518439104	53	1600	SH	SOLE
ESTEE LAUDER CO		518439104	20	600	SH	DEFINED
LEVEL 3 COMMUNICATIONS INC		52729N100	13	4685	SH	SOLE
THE LIBERTY CORPORATION		530370105	65	1400	SH	SOLE
ELI LILLY & CO		532457108	390	6900	SH	SOLE
ELI LILLY & CO		532457108	73	1300	SH	DEFINED
LIMITED BRANDS, INC		532716107	130	5821	SH	SOLE
LINCOLN NATIONAL CORP IND		534187109	14	265	SH	SOLE
LLOYDS TSB GROUP PLC	ADR	539439109	101	2994	SH	SOLE
LOCKHEED MARTIN CORP		539830109	318	5000	SH	SOLE
LOWES CO INC		548661107	533	8005	SH	SOLE
LUCENT TECHNOLOGIES		549463107	9	3388	SH	SOLE
LUCENT TECHNOLOGIES		549463107	2	1000	SH	DEFINED
LYONDELL CHEMICAL CO		552078107	12	520	SH	SOLE
M & T BANK CORP		55261F104	218	2000	SH	SOLE
MBIA INC		55262C100	381	6338	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
MBNA CORP		55262L100	16	590	SH		SOLE	
MB FINANCIAL INC	NEW	55264U108	39	1120	SH		SOLE	
MFA MTG INVTS INC	COM	55272X102	20	3609	SH		SOLE	
MANULIFE FINANCIAL CORP		56501R106	2021	34386	SH		SOLE	
MAPINFO CORP		565105103	5	475	SH		SOLE	
MARATHON OIL CORP		565849106	22	375	SH		SOLE	
MARRIOTT INTL INC	NEW CL A	571903202	60	900	SH		SOLE	
MARTEN TRANSPORT LTD		573075108	17	967	SH		SOLE	
MASCO CORPORATION		574599106	12	430	SH		SOLE	
MATRIX INITIATIVES INC		57685L105	8	405	SH		SOLE	
MATTELL INC		577081102	51	3278	SH		SOLE	
MAXIM INTEGRATED PRODUCTS INC		57772K101	256	7086	SH		SOLE	
MCCORMICK & SCHMICKS SEAFOOD		579793100	5	265	SH		SOLE	
MCDERMOTT INTL INC	COM	580037109	45	1010	SH		SOLE	
MCDONALD'S CORP		580135101	546	16201	SH		SOLE	
MCGRATH RENTCORP		580589109	47	1720	SH		SOLE	
MCKESSON CORP		58155Q103	312	6059	SH		SOLE	
MEADWESTVACO CORP		583334107	43	1547	SH		SOLE	
MEDCO HEALTH SOLUTIONS INC		58405U102	20	361	SH		SOLE	
MEDICAL ACTION INDUSTRIES INC		58449L100	1	50	SH		SOLE	
MEDTRONIC INC	COM	585055106	51	900	SH		SOLE	
MELLON FINL CORP		58551A108	40	1188	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

MERCK & CO INC		589331107	159	5027	SH	SOLE
MERIT MED SYS INC		589889104	7	645	SH	SOLE
MERRILL LYNCH & CO, INC		590188108	408	6030	SH	SOLE
METLIFE INC	COM	59156R108	27	557	SH	SOLE
MICROS SYSTEMS INC		594901100	12	260	SH	SOLE
MICROSOFT CORP		594918104	1168	44683	SH	SOLE
MICROSEMI CORP		595137100	39	1420	SH	SOLE
MID-AMERICA APARTMENT CMNTYS		59522J103	44	920	SH	DEFINED
MIDAS GROUP INC		595626102	12	666	SH	SOLE
MILLEA HLDGS INC	ADR	60032R106	24	284	SH	SOLE
MILLER HERMAN INC	COM	600544100	16	600	SH	SOLE
MINDSPEED TECNOLOGIES		602682106	0	58	SH	SOLE
MOBILE MINI INC	COM	60740F105	21	460	SH	SOLE
MONEYGRAM INTERNATIONAL INC		60935Y109	9	348	SH	SOLE
MONRO MUFFLER BRAKE INC	COM	610236101	38	1255	SH	SOLE
MONSANTO CO. (NEW)		61166W101	14	187	SH	SOLE
MOODYS CORP		615369105	287	4683	SH	SOLE
MOOG INC	CL A	615394202	33	1179	SH	SOLE
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	726	12811	SH	SOLE
MORGAN STANLEY DEAN WITTER DISCOVER & CO		617446448	14	260	SH	DEFINED
MOTOROLA INC		620076109	49	2172	SH	SOLE
MOTOROLA INC		620076109	6	300	SH	DEFINED
MUNICIPAL MORTGAGE & EQUITY LLC - GROWTH	SH	62624B101	103	4000	SH	SOLE
MUNIVEST FD INC	COM	626295109	48	5000		SOLE
MUNIYIELD INSURED		62630E107	112	7500		DEFINED
MURPHY OIL CORP	COM	626717102	7916	146625	SH	SOLE
MURPHY OIL CORP	COM	626717102	501816	9294612	SH	DEFINED
MYLAN LABORATORIES INC		628530107	38	1908	SH	SOLE
NBC CAP CORP		628729105	103	4333	SH	SOLE
NCI BUILDING SYS INC	COM	628852105	20	490	SH	SOLE
NMS COMMUNICATIONS CORP		629248105	3	960	SH	SOLE
NASDAQ 100 TRUST		631100104	24	600	SH	SOLE
NATIONAL AUSTRALIA BK LTD	ADR	632525408	40	338	SH	SOLE
NATIONAL CITY CORP	COM	635405103	2	79	SH	SOLE
NAVARRE CORP		639208107	6	1150	SH	SOLE
NAVTEQ CORP	COM	63936L100	70	1600	SH	SOLE
NETGEAR INC	COM	64111Q104	11	582	SH	SOLE
NEUSTAR INC	CL A	64126X201	29	980	SH	SOLE
NEWPARK RESOURCES, INC		651718504	0	8	SH	SOLE
NEWS CORP		65248E104	422	27177	SH	SOLE
NEWS CORP	CL B NEW	65248E203	5	337	SH	SOLE
IKE INC CLASS B		654106103	156	1800	SH	SOLE
NIPPON TEL & TEL SPON	ADR	654624105	37	1624	SH	SOLE
NISOURCE INC		65473P105	300	14406	SH	SOLE
NOKIA CORP SPND	ADR	654902204	136	7480	SH	SOLE
NOMURA HOLDINGS INC	ADR	65535H208	59	3093	SH	SOLE
NORDSON CORP COM		655663102	52	1285	SH	SOLE
NORFOLK SO CORP		655844108	64	1434	SH	SOLE
NORTEL NETWORK CORP	NEW	656568102	15	5000	SH	SOLE
NORTHERN TRUST		665859104	102	1980	SH	SOLE

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
COMPANY NTRS								
NORTHERN TRUST		665859104	186	3600	SH		DEFINED	
COMPANY NTRS								
NORTHRUP GRUMMAN		666807102	13	225	SH		SOLE	
NOVARTIS AG SPONSORED	ADR	66987V109	193	3685	SH		SOLE	
NUVEEN INSD PREMIUM		6706D8104	4	338			SOLE	
INCOME MUNI FD								
NUVEEN PREMIUM INCOME		6706K4105	24	2000			DEFINED	
MUN FUND 4								
NUVEEN PREMIER		670987106	14	1000			DEFINED	
INSURED MUN INCOME								
FUND INC								
NUVEEN PREMIER		670988104	20	1565			SOLE	
MUNICIPAL INC								
OCCIDENTAL PETE COR		674599105	117	1475	SH		SOLE	
DEL								
OCTEL CORP	COM	675727101	9	600	SH		SOLE	
OIL STATES		678026105	21	685	SH		SOLE	
INTERNATIONAL INC								
OLIN CORP		680665205	7	400	SH		SOLE	
OLIN CORP		680665205	3	166	SH		DEFINED	
OMNIVISION		682128103	16	820	SH		SOLE	
TECHNOLOGIES								
OPENWAVE SYS INC	COM NEW	683718308	20	1180	SH		SOLE	
ORACLE SYSTEMS CORP		68389X105	168	13775	SH		SOLE	
ORANGE		685317109	4	1130	SH		SOLE	
PNC BANK CORP		693475105	4	67	SH		SOLE	
PPG INDUSTRIES INC		693506107	5	99	SH		SOLE	
PACKAGING CORP AMER		695156109	3	141	SH		SOLE	
PACTIV COPR		695257105	19	897	SH		SOLE	
PAR TECHNOLOGY CORP	COM	698884103	10	395	SH		SOLE	
PATTERSON COMPANIES		703395103	284	8529	SH		SOLE	
INC								
PCCW LTD SONSORED	ADR	70454G207	2	494	SH		DEFINED	
PEDIATRIX MEDICAL		705324101	70	793	SH		SOLE	
GROUP INC								
PEOPLES ENERGY CORP	COM	711030106	1	57	SH		SOLE	
PEPSIAMERICAS INC		71343P200	93	4000	SH		SOLE	
PEPSICO INC	COM	713448108	1384	23434	SH		SOLE	
PEPSICO INC	COM	713448108	90	1530	SH		DEFINED	
PERFICIENT INC	COM	71375U101	6	695	SH		SOLE	
PETROCHINA CO LTD		71646E100	15	195	SH		SOLE	
PETROHAWK ENERGY CORP		716495106	32	2460	SH		SOLE	
PETROBRAS		71654V408	12	180	SH		SOLE	
PFIZER INC		717081103	1313	56329	SH		SOLE	
PFIZER INC		717081103	67	2900	SH		DEFINED	
PIKE ELEC CORP	COM	721283109	36	2237	SH		SOLE	
PILGRIMS PRIDE CORP		721467108	22	680	SH		SOLE	
COM								
PIMCO MUNI INCOME		72201A103	21	1333			SOLE	
FUND III								

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

PINNACLE WEST CAP CORP		723484101	294	7115	SH	SOLE
PIONEER DRILLING CO	COM	723655106	26	1460	SH	SOLE
PLUM CREEK TIMBER CO INC		729251108	251	6987	SH	SOLE
POWER-ONE INC		739308104	13	2215	SH	SOLE
POWER TECHNOLOGIES		739363109	22	1790	SH	SOLE
PRESSTEK INC	COM	741113104	13	1490	SH	SOLE
PRINCIPAL FINANCIAL GROUP		74251V102	27	572	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	1882	32529	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	444	7676	SH	DEFINED
PROGRESS SOFTWARE CORP	COM	743312100	19	670	SH	SOLE
PROVIDENCE SYC CORP		743815102	18	645	SH	SOLE
PSYCHIATRIC SOLUTIONS		74439H108	30	520	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP INC		744573106	12	185	SH	SOLE
PUTNAM MANAGED MUNICIPAL INCOME TRUST		746823103	1	250		SOLE
QLOGIC CORP	COM	747277101	16	500	SH	SOLE
QUALCOMM INC		747525103	81	1900	SH	SOLE
QWEST COMMUNICATIONS INTL INC COM		749121109	4	714	SH	SOLE
CEF RMK HIGH INCOME FUND		74963B105	17	1008	SH	SOLE
RAYMOND JAMES FINANCIAL CORP		754730109	76	2039	SH	SOLE
REDWOOD TR INC	COM	758075402	20	485	SH	SOLE
REED ELSEVIER PLC SPON	ADR	758205108	49	1329	SH	SOLE
REGIS CORPORATION-MN		758932107	52	1365	SH	SOLE
REGIONS FINANCIAL CORP	NEW	7591EP100	1528	44747	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
REGIONS FINANCIAL CORP	NEW	7591EP100	75	2205	SH		DEFINED	
RELIANT ENERGY INC		75952B105	4	394	SH		SOLE	
RELIANT ENERGY INC		75952B105	17	1712	SH		DEFINED	
RENASANT CORP	COM	75970E107	23	750	SH		SOLE	
REPSOL YPF	ADR	76026T205	31	1074	SH		SOLE	
REPUBLIC BANCORP INC		760282103	45	3847	SH		SOLE	
REYNOLDS & REYNOLDS CO	CL A	761695105	39	1413	SH		SOLE	
REYNOLDS AMERICAN INC		761713106	15	165	SH		SOLE	
ROCKWELL AUTOMATION, INC		773903109	10	177	SH		SOLE	
ROCKWELL COLLINS INC		774341101	8	177	SH		SOLE	
ROHM & HAAS CO	COM	775371107	17	361	SH		SOLE	
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	58	906	SH		SOLE	
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	100	1551	SH		DEFINED	
ROYAL DUTCH SHELL PLC		780259206	196	3200	SH		DEFINED	
RUBIO'S RESTAURANTS INC		78116B102	6	695	SH		SOLE	
RUBY TUESDAY INC		781182100	16	630	SH		DEFINED	
RUSH ENTERPRISES INC		781846209	15	1045	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

SVB FINL GROUP	COM	78486Q101	24	515	SH	SOLE
ST JUDE MEDICAL		790849103	95	1900	SH	SOLE
ST PAUL TRAVELERS CO.'S INC		792860108	100	2247	SH	SOLE
SANOFI-AVENTIS	ADR	80105N105	79	1800	SH	SOLE
SAP		803054204	90	2000	SH	SOLE
AKTIENGESELLSCHAFT SPNSDADRS						
SCANA CORP	NEW	80589M102	8	222	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	300	14434	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	275	2840	SH	SOLE
THE CHARLES SCHWAB CORP		808513105	121	8300	SH	SOLE
SCRIPPS EW INC	NEW CL A	811054204	28	600	SH	SOLE
SELECT SECTOR SPDR HEALTH CARE		81369Y209	27	880	SH	SOLE
SELECT COMFORT CORP		81616X103	15	565	SH	SOLE
SEMPRA ENERGY	COM	816851109	13	310	SH	SOLE
SERACARE LIFE SCIENCES INC		81747Q100	2	315	SH	SOLE
SEROLOGICALS CORP		817523103	30	1555	SH	SOLE
SERVICEMASTER COMPANY	COM	81760N109	71	6023	SH	SOLE
SIGMA ALDRICH CORP		826552101	8	135	SH	SOLE
SIGNATURE BK NEW YORK N Y	COM	82669G104	13	480	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	365	13200	SH	SOLE
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	13	500	SH	DEFINED
SIMON PROPERTY GROUP INC		828806109	153	2000	SH	SOLE
SKYWORKS SOLUTIONS		83088M102	0	166	SH	SOLE
SMUCKER J M CO		832696405	0	3	SH	SOLE
SONY CORP		835699307	47	1173	SH	SOLE
SONY CORP		835699307	40	1000	SH	DEFINED
SOTHEBYS HLDGS INC	CL A	835898107	19	1075	SH	SOLE
SONUS NETWORKS INC		835916107	8	2360	SH	SOLE
SOUTHERN CO	COM	842587107	281	8144	SH	SOLE
SOUTHERN CO	COM	842587107	152	4426	SH	DEFINED
SOUTHWEST AIRLS CO	COM	844741108	40	2450	SH	SOLE
SOUTHWESTERN ENERGY CO		845467109	73	2049	SH	SOLE
SPRINT NEXTEL CORP	COM	852061100	1479	63325	SH	SOLE
STANLEY WORKS		854616109	13	290	SH	SOLE
STARBUCKS CORP		855244109	184	6144	SH	SOLE
STATOIL ASA SPON	ADR	85771P102	31	1368	SH	SOLE
STORA ENSO OYJ	ADR	86210M106	34	2580	SH	SOLE
STRATASYS INC		862685104	11	465	SH	SOLE
STRAYED ED INC COM		863236105	39	419	SH	SOLE
STRYKER CORP		863667101	11	260	SH	SOLE
SUNCOR ENERGY		867229106	63	1000	SH	SOLE
SUNOCO INC		86764P109	23	300	SH	SOLE
SUNRISE SENIOR LIVING INC COM		86768K106	19	590	SH	SOLE
SUNTRUST BANKS INC	COM	867914103	74	1030	SH	SOLE
SYMYX TECHNOLOGIES	COM	87155S108	15	585	SH	SOLE
SYNAPTICS INC		87157D109	31	1258	SH	SOLE
SYSCO CORP		871829107	30	983	SH	SOLE
TEPPCO PARTNERS LP		872384102	31	1100	SH	SOLE
TNT N V SPONSORED	ADR	87260W101	57	1850	SH	SOLE
TNS INC	COM	872960109	9	505	SH	SOLE
TXU CORP		873168108	170	3400	SH	SOLE
TAIWAN SEMICONDUCTOR MFG	ADR'S	874039100	25	2579	SH	SOLE

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	O MA
CO LTD								
TARGET CORP		87612E106	225	4107	SH		SOLE	
TARGET CORP		87612E106	21	400	SH		DEFINED	
TEAM INC		878155100	40	1940	SH		SOLE	
TELECOM CORP OF NEW ZEALAND		879278208	3	111	SH		SOLE	
TELEFONOS DE MEXICO SA DE CV SPONS	ADR	879403780	44	1796	SH		SOLE	
TELLABS INC DELAWARE		879664100	2	200	SH		DEFINED	
TEMPLE INLAND INC	COM	879868107	80	1800	SH		SOLE	
TERRA INDUSTRIES INC		880915103	0	15	SH		SOLE	
TEVA PHARMACEUTICAL IND	ADR'S	881624209	195	4540	SH		SOLE	
TESSERA TECHNOLOGIES INC		88164L100	5	230	SH		SOLE	
TEXAS INSTRUMENTS		882508104	134	4210	SH		SOLE	
THORNBURG MORTGAGE INC		885218107	13	500	SH		SOLE	
3M CO		88579Y101	575	7431	SH		SOLE	
TIDEWATER INC		886423102	13	300	SH		SOLE	
TIFFANY & CO	NEW	886547108	84	2200	SH		SOLE	
TIME WARNER INC		887317105	308	17725	SH		SOLE	
TOTAL FINA ELF S.A.	ADR	89151E109	42	340	SH		SOLE	
TOYOTA MOTOR CORP	ADR NEW	892331307	42	402	SH		SOLE	
TRADESTATION GROUP INC		89267P105	11	950	SH		SOLE	
TRANSACTION SYS ARCHITECTS COM		893416107	26	935	SH		SOLE	
TRIAD HOSPS INC		89579K109	12	323	SH		SOLE	
TRIARC COMPANIES "B" SR1		895927309	46	3120	SH		SOLE	
TRIBUNE COMPANY		896047107	36	1200	SH		SOLE	
TRUSTMARK CORP COM		898402102	429	15659	SH		SOLE	
TYCO INTL LTD	NEW COM	902124106	9	330	SH		SOLE	
TYLER TECHNOLOGIES INC	COM	902252105	23	2675	SH		SOLE	
TYSON FOODS INC	CL A	902494103	355	20831	SH		SOLE	
UCBH HOLDINGS INC		90262T308	44	2471	SH		SOLE	
USA TRUCK INC -RESTRICTED		902925106	1208	41498	SH		SOLE	
US BANCORP	DEL NEW	902973304	114	3837	SH		SOLE	
US CONCRETE INC		90333L102	26	2815	SH		SOLE	
U S HOME SYS INC		90335C100	3	605	SH		SOLE	
UNION PACIFIC CORP		907818108	16	200	SH		SOLE	
UNION PACIFIC CORP		907818108	305	3800	SH		DEFINED	
UNITED AUTO GROUP		909440109	29	762	SH		SOLE	
UNITED UTILITIES PLC SP		91311Q105	2	111	SH		SOLE	
UNITED HEALTHCARE CORP		91324P102	105	1700	SH		SOLE	
UNITED COMPRESSION HOLDINGS		913431102	77	1896	SH		SOLE	
UNIVERSAL TRUCKLOAD SVCS INC		91388P105	21	915	SH		SOLE	

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

UPM KYMMENE CORP SPN	ADR	915436109	19	1016	SH	SOLE
VF CORPORATION		918204108	11	215	SH	SOLE
VALUECLICK INC	COM	92046N102	18	1010	SH	SOLE
VARIAN MEDICAL SYSTEMS		92220P105	169	3375	SH	SOLE
VARIAN SEMICONDUCTOR EQUIP		922207105	30	700	SH	SOLE
VERIZON COMMUNICATIONS		92343V104	477	15865	SH	SOLE
VERIZON COMMUNICATIONS		92343V104	75	2517	SH	DEFINED
VIAD CORPORATION		92552R406	2	87	SH	SOLE
VIACOM INC	CL B	925524308	389	11944	SH	SOLE
VIACOM INC	CL B	925524308	10	325	SH	DEFINED
VIGNETTE CORP	COM NEW	926734401	33	2085	SH	SOLE
VISTEON CORP		92839U107	0	10	SH	SOLE
VITRAN CORP		92850E107	12	630	SH	SOLE
VODAFONE GROUP PLC	NEW	92857W100	205	9586	SH	SOLE
VODAFONE GROUP PLC	NEW	92857W100	12	565	SH	DEFINED
W H ENERGY SERVICES		92925E108	19	575	SH	SOLE
WPP GROUP PLC SPON	ADR 0905	929309409	380	7052	SH	SOLE
WACHOVIA CORP 2ND	NEW	929903102	481	9116	SH	SOLE
WACHOVIA CORP 2ND	NEW	929903102	26	500	SH	DEFINED
WAL MART STORES INC	COM	931142103	1675	35802	SH	SOLE
WAL MART STORES INC	COM	931142103	188	4036	SH	DEFINED
WALGREEN CO	COM	931422109	243	5503	SH	SOLE
WASHINGTON MUTUAL INC		939322103	374	8619	SH	SOLE
WASTE CONNECTIONS INC		941053100	51	1496	SH	SOLE
WASTE MANAGEMENT INC	NEW	94106L109	106	3510	SH	SOLE
WATSCO INC		942622200	64	1080	SH	SOLE
WEBEX COMMUNICATIONS INC	COM	94767L109	16	785	SH	SOLE
WELLPOINT INC COM		94973V107	119	1500	SH	SOLE
WELLS FARGO & CO.	NEW	949746101	121	1931	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
WELLS FARGO & CO.	NEW	949746101	12	200	SH		DEFINED	
WESTAR ENERGY INC		95709T100	58	2730	SH		SOLE	
WEYERHAEUSER CO	COM	962166104	33	500	SH		SOLE	
WHIRLPOOL CORP		963320106	31	380	SH		SOLE	
WHITING PETE CORP	NEW COM	966387102	44	1109	SH		SOLE	
WHITNEY HOLDING CORP	COMMON	966612103	58	2125	SH		SOLE	
WHOLE FOODS MARKET INC		966837106	201	2600	SH		SOLE	
WILLIAMS SONOMA INC		969904101	64	1500	SH		SOLE	
WITNESS SYSTEM INC		977424100	21	1100	SH		SOLE	
WYETH		983024100	832	18072	SH		SOLE	
XM SATELLITE		983759101	681	25000	SH		SOLE	
XCEL ENERGY INC		98389B100	2	154	SH		SOLE	
YAHOO INC		984332106	348	8891	SH		SOLE	
YUM BRANDS INC		988498101	63	1346	SH		SOLE	
ZIMMER HLDGS INC		98956P102	116	1722	SH		SOLE	
AMERICAN CAP STRATEGIES LTD	COM	024937104	45	1230			SOLE	NO
AUTOMATIC DATA	COM	053015103	5	100			SOLE	NO

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

PROCESSING INC							
AFLAC INC		001055102	23	500		SOLE	NO
AK STL HLDG CORP	COM	001547108	16	2000		SOLE	NO
ALLSTATE CORP		020002101	19	350		SOLE	NO
AMGEN INC		031162100	31	390		SOLE	NO
AMSURG CORP	COM	03232P405	11	500		SOLE	NO
AMSOUTH	COM	032165102	360	13724		SOLE	NO
BANCORPORATION							
ALLTEL CORP		020039103	14	225		SOLE	NO
ACTIVISION INC	(NEW)	004930202	14	1000		SOLE	NO
BOEING CO	COM	097023105	35	500		SOLE	NO
BANK OF AMERICA	COM	060505104	101	2190		SOLE	NO
BEST BUY COMPANY INC		086516101	4	97		SOLE	NO
BARCLAYS PLC	ADRS	06738E204	3	75		SOLE	NO
BHP BILLITON LTD	SPONSORED	088606108	17	500		SOLE	NO
	ADR						
	ISIN#US08860						
	61086						
BIOMET INC		090613100	18	500		SOLE	NO
BROWN & BROWN INC		115236101	12	400		SOLE	NO
BOSTON SCIENTIFIC CORP		101137107	3	120		SOLE	NO
ANHEUSER-BUSCH COS INC		035229103	8	175		SOLE	NO
BANCORPSOUTH INC		059692103	290	13123		SOLE	NO
BACKYARD BURGERS INC	COM	05635W101	10	2000		SOLE	NO
CITIGROUP INC	COM	172967101	240	4955		SOLE	NO
CINERGY CORP	COM	172474108	45	1050		SOLE	NO
PUT 100 CHIRON CORP		1700409PH	1	50		PUT	SOLE
EXP 04-22-06 @ 40							
COLGATE-PALMOLIVE CO		194162103	27	500		PUT	SOLE
CLEVELAND CLIFFS INC		185896107	49	550		SOLE	NO
CAPITAL ONE FINL CORP	COM	14040H105	9	100		SOLE	NO
CREE INC	COM	225447101	13	500		SOLE	NO
CISCO SYSTEMS INC		17275R102	101	5900		SOLE	NO
COVENTRY HEALTH CARE	COM	222862104	37	650		SOLE	NO
INC							
CVS CORP	COM	126650100	13	500		SOLE	NO
CHEVRON CORP	COM	166764100	34	596		SOLE	NO
DELL INC	COM	24702R101	49	1650		SOLE	NO
DELUXE CORP		248019101	9	310		SOLE	NO
DOW CHEM CO		260543103	130	2965		SOLE	NO
DUKE ENERGY CORP	COM	264399106	87	3175		SOLE	NO
ISHARES TR DOW JONES		464287168	18	300		SOLE	NO
SELECT DIVID INDEX							
FD							
ISHARES TR MSCI EAFE		464287465	71	1194		SOLE	NO
INDEX FD							
EMULEX CORP	COM NEW	292475209	10	500		SOLE	NO
ISHARES INC MSCI		464286665	481	4872		SOLE	NO
PACIFIC EX JAPAN							
INDEX FD							
ISHARES INC MSCI		464286848	20	1500		SOLE	NON
JAPAN INDEX FD							
ISHARES INC MSCI		464286830	140	20491		SOLE	NO
MALAYSIA FREE INDEX							
FD							
FEDEX CORP	COM	31428X106	49	470		SOLE	NO
FEDERAL SIGNAL CORP		313855108	15	1000		SOLE	NO
FOSTER WHEELER LTD	SHS NEW	G36535139	18	500		SOLE	NO
	ISIN#BMG3653						
	51391						
GENERAL AMERN INVS CO	COM	368802104	408	11800		SOLE	NO
INC							

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
GENERAL ELECTRIC CO	COM	369604103	352	10035			SOLE	NO
GAMESTOP CORP	NEW CL B	36467W208	14	500			SOLE	NO
CALL 100 GOOGLE INC	CL A EXP 02-18-06 @ 420	3825929BD	98	10		CALL	SOLE	NO
GOLDMAN SACHS GROUP INC	COM	38141G104	13	100			SOLE	NO
HCA INC	COM	404119109	5	100			SOLE	NO
HOME DEPOT INC	COM	437076102	20	500			SOLE	NO
HOME SOLUTIONS AMER INC	COM	437355100	31	7000			SOLE	NO
ISHARES TR NASDAQ BIOTECHNOLOGY INDEX FD		464287556	39	500			SOLE	NO
INTERNATIONAL BUSINESS MACHS CORP	COM	459200101	32	390			SOLE	NO
ISHARES TR S&P MIDCAP 400 INDEX FD		464287507	193	2610			SOLE	NO
ISHARES TR S&P LATIN AMER 40 INDEX FD		464287390	20	160			SOLE	NO
INTEL CORP	COM	458140100	35	1410			SOLE	NO
ISHARES TR DOW JONES US FINL SECTOR INDEX FD		464287788	406	4014			SOLE	NO
JOHNSON & JOHNSON	COM	478160104	144	2400			SOLE	NO
JUNIPER NETWORKS INC	COM	48203R104	45	2000			SOLE	NO
JP MORGAN CHASE & CO	COM	46625H100	8	200			SOLE	NO
		ISIN#US46625H1005						
KRAFT FOODS INC	CL A	50075N104	11	375			SOLE	NO
LILLY ELI & CO	COM	532457108	28	500			SOLE	NO
LG PHILIPS LCD CO LTD	SPON ADR REPSTG COM	50186V102	11	500			SOLE	NO
LANDSTAR SYSTEMS INC	COM	515098101	8	200			SOLE	NO
LUCENT TECHNOLOGIES INC	COM	549463107	17	6500.1780			SOLE	NO
MCAFFEE INC	COM	579064106	14	500			SOLE	NO
MKS INSTRS INC	COM	55306N104	4	200			SOLE	NO
MILLENNIUM PHARMACEUTICALS INC	COM	599902103	19	2000			SOLE	NO
ALTRIA GROUP INC	COM	02209S103	104	1390			SOLE	NO
MOTOROLA INC		620076109	11	500			SOLE	NO
MICROSOFT CORP	COM	594918104	160	6120			SOLE	NO
MERITOR SAVINGS BK		590007100	116	27600			SOLE	NO
MYLAN LABORATORIES INC		628530107	5	270			SOLE	NO
NOVASTAR FINCL INC	COM	669947400	28	1000			SOLE	NO
OCCIDENTAL PETROLEUM		674599105	24	300			SOLE	NO

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

CORP								
PEPSICO INC		713448108	61	1040		SOLE	NO	
PFIZER INC	COM	717081103	37	1580		SOLE	NO	
PROCTER & GAMBLE CO		742718109	326	5637		SOLE	NO	
PHARMION CORP	COM	71715B409	9	500		SOLE	NO	
PPG INDUSTRIES INC		693506107	29	500		SOLE	NO	
QUALCOMM INC		747525103	22	500		SOLE	NO	
NASDAQ	100 TR	631100104	66	1620		SOLE	NO	
	UNIT SER							
	1							
REYNOLDS AMERN INC	COM	761713106	57	600		SOLE	NO	
REGIONS FINL CORP	NEW COM	7591EP100	27	800		SOLE	NO	
RESNASANT CORP	COM	75970E107	68	2158		SOLE	NO	
SANMINA SCI CORP	COM	800907107	4	1000		SOLE	NO	
SCHERING-PLOUGH CORP	COM	806605101	31	1500		SOLE	NO	
SIRIUS SATELLITE	COM	82966U103	17	2600		SOLE	NO	
RADIO INC								
SANOFI-AVENTIS	SPONS ADR	80105N105	2	50		SOLE	NO	
	ISIN#US80105							
	N1054							
SONUS NETWORKS INC	COM	835916107	16	4175		SOLE	NO	
STANDARD & POORS	DEPOSITARY	78462F103	778	6250		SOLE	NO	
	RECEIPTS							
	(SPDR'S)							
	UNITS OF							
	UNDIVIDED							
	BENEFICIAL							
	INTEREST							
CONSTELLATION BRANDS	CL A	21036P108	8	300		SOLE	NO	
INC								
SYSCO CORP		871829107	35	1130		SOLE	NO	
AT&T INC	COM	00206R102	11	466		SOLE	NO	
TEVA PHARMACEUTICAL	ADR	881624209	22	500		SOLE	NO	
INDUSTRIES LTD	ISIN#US88162							
	42098							
HOUSTON EXPLORATION	COM	442120101	16	300		SOLE	NO	
CO								
TRIAD HOSPS INC	COM	89579K109	20	500		SOLE	NO	
TRUSTMARK CORP		898402102	27	1000		SOLE	NO	
TAIWAN	SPONSORED	874039100	18	1810		SOLE	NO	

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
SEMICONDUCTOR MFG CO	ADR	ISIN#US87403						
		91003						
TEXAS INDUSTRIES INC		882491103	15	300			SOLE	NO
UNITEDHEALTH GROUP	COM	91324P102	123	1984			SOLE	NO
INC								
UNITED PARCEL SVC INC	CL B	911312106	36	500			SOLE	NO
US BANCORP DEL	COM NEW	902973304	15	500			SOLE	NO
UNITED TECHNOLOGIES	DEL COM	913017109	45	800			SOLE	NO

Edgar Filing: BANCORPSOUTH INC - Form 13F-HR/A

CORP							
WALGREEN CO		931422109	66	1500		SOLE	NO
WELLS FARGO & CO	NEW COM	949746101	31	500		SOLE	NO
WAL MART STORES INC		931142103	51	1100		SOLE	NO
AQUA AMERICA INC	COM	03836W103	18	666		SOLE	NO
SELECT SECTOR SPDR FD MATERIALS		81369Y100	247	8153.7400		SOLE	NO
SECTOR SPDR TR SHS		81369Y605	438	13833		SOLE	NO
BEN INT FINANCIAL							
EXXON MOBIL CORP	COM	30231G102	73	1300		SOLE	NO
ZIMMER HLDGS INC	COM	98956P102	7	100		SOLE	NO
GRAND TOTALS			712984	15761687.918			