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BANCORPSOUTH INC
Form 13F-HR
August 14, 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: June 30, 2006

Check here if Amendment []; Amendment Number: ____

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

[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: BancorpSouth Inc.

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

Form 13F File Number: 28-10453

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Cathy S. Freeman

Title: Senior Vice President and Corporate Secretary

Phone: (662) 680-2084

Signature Place and Date of Signing:

/s/ Cathy S. Freeman Tupelo Mississippi August 11, 2006
----- [City State] [Date]
[Signature]

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

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other reporting manager(s).)

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: 719
 Form 13F Information Table Value Total: \$14,147,045
 (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 DECRETION	OTHER MANAGERS
AMERICAN SAFETY INSURANCE HOLDINGS LTD		G02995101	11	685	SH		SOLE	1
ARLINGTON TANKERS LTD		G04899103	63	2797	SH		SOLE	1
FOSTER WHEELER LTD		G36535139	268	6215	SH		SOLE	1
GLOBAL SANTAFE CORP		G3930E101	582	10084	SH		SOLE	1
INGSOLL-RAND CO	CL A BERMUDA	G4776G101	304	7129	SH		SOLE	1
LAZARD LTD SHS A		G54050102	73	1830	SH		SOLE	1
MARVELL TECHNOLOGY GROUP		G5876H105	129	2925	SH		SOLE	1
MONTPELIER RE HLD LTDF		G62185106	459	26620	SH		SOLE	1
NABORS INDUSTRIES		G6359F103	98	2923	SH		SOLE	1
SEAGATE		G7945J104	19	860	SH		SOLE	1

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TECHNOLOGY SHS WEATHERFORD	NEW (BERMUDA)	G95089101	284	5730	SH	SOLE	1
INTL LTD ALCON INC		H01301102	78	793	SH	SOLE	1
UBS AG	NEW	H8920M855	96	881	SH	SOLE	1
MIND C.T.I. LTD	COM	M70240102	5	2000	SH	SOLE	1
ORCKIT COMMUNICATIONS LTD SHS	NEW	M7531S206	6	660	SH	SOLE	1
ADC		000886309	55	3282	SH	SOLE	1
TELECOMMUNICATIONS A F L A C INC		001055102	159	3440	SH	SOLE	1
AGL RESOURCES, INC		001204106	17	450	SH	SOLE	1
AT&T INC	COM	00206R102	1078	38696	SH	SOLE	1
AT&T INC	COM	00206R102	84	3048	SH	DEFINED	1
ATMI INC		00207R101	26	1078	SH	SOLE	1
AARON RENTS INC	COM	002535201	48	1800	SH	SOLE	1
ABBOTT LAB		002824100	232	5321	SH	SOLE	1
ABBOTT LAB		002824100	183	4200	SH	DEFINED	1
ACE CASH EXPRESS INC	COM	004403101	42	1450	SH	SOLE	1
ACTUANT CORP CLASS A		00508X203	25	510	SH	SOLE	1
ADAMS EXPRESS CO	COM	006212104	36	2804	SH	SOLE	1
ADOBE SYSTEMS INCORPORATED DELAWARE		00724F101	385	12691	SH	SOLE	1
ADTRAN INC		00738A106	42	1876	SH	SOLE	1
AEGON N V ORD		007924103	309	18158	SH	SOLE	1
AETNA INC	COM	00817Y108	15	400	SH	DEFINED	1
AFFILIATED MANAGERS GROUP	COM	008252108	131	1518	SH	SOLE	1
AGERE SYS INC	COM	00845V308	125	8524	SH	SOLE	1
AGILENT TECHNOLOGIES, INC.		00846U101	58	1851	SH	SOLE	1
AGNICO EAGLE MINES		008474108	96	2915	SH	SOLE	1
AIR PRODS & CHEMS INC	COM	009158106	7	111	SH	SOLE	1
AIRTRAN HLDGS INC	COM	00949P108	11	805	SH	SOLE	1
AIXTRON	ADR	009606104	1	510	SH	SOLE	1
AKTIENGELELLSCHAFT AKZO NOBEL NV	ADR	010199305	5	110	SH	SOLE	1
ALCAN INC	COM	013716105	3	80	SH	SOLE	1
ALCOA INC		013817101	128	3982	SH	SOLE	1
ALLIANT TECHSYSTEMS, INC		018804104	72	953	SH	SOLE	1
ALLIANZ AKTIENGESELLSCHAFT SP SH	ADR 1/10	018805101	6	400	SH	SOLE	1
ALLIANCEBERSTEIN HLDG LP		01881G106	122	2000	SH	DEFINED	1
ALLIED CAP CO FUND		01903Q108	9	315	SH	SOLE	1
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	8	170	SH	SOLE	1
ALLION HEALTHCARE INC	COM	019615103	24	2795	SH	SOLE	1
ALLSCRIPTS	COM	01988P108	18	1075	SH	SOLE	1

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HEALTHCARE								
SOLUTI								
ALLSTATE CORP	COMMON	020002101	676	12355	SH	SOLE		1
ALLSTATE CORP	COMMON	020002101	16	310	SH	DEFINED		1
ALLTEL CORP		020039103	55	873	SH	SOLE		1
ALLTEL CORP		020039103	370	5800	SH	DEFINED		1
ALTERA CORP		021441100	3	200	SH	SOLE		1
ALTRIA GROUP INC		02209S103	917	12499	SH	SOLE		1
AMBAC FINANCIAL GROUP		023139108	4	50	SH	SOLE		1
AMCOL INTL CORP	COM	02341W103	21	820	SH	SOLE		1
AMERCO		023586100	80	803	SH	SOLE		1
AMERICAN COMMERCIAL LINES	COM NEW	025195207	29	495	SH	SOLE		1
AMERICAN ELECTRIC POWER		025537101	127	3725	SH	SOLE		1
AMER EXPRESS CO		025816109	261	4922	SH	SOLE		1
AMERICAN INTERNATIONAL GROUP, INC		026874107	404	6858	SH	SOLE		1
AMERICAN INTERNATIONAL GROUP, INC		026874107	10	175	SH	DEFINED		1
AMERICAN TOWER CORP	CL A	029912201	143	4624	SH	SOLE		1

3

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
AMERICREDIT CORP	COM	03060R101	86	3094	SH		SOLE	1
AMERISAFE INC	CL A	03071H100	16	1325	SH		SOLE	1
AMERUS LIFE HOLDINGS		03072M108	110	1889	SH		SOLE	1
AMERIGAS PARTNERS L P		030975106	14	500	SH		SOLE	1
AMGEN INC		031162100	874	13401	SH		SOLE	1
AMGEN INC		031162100	13	200	SH		DEFINED	1
AMSOUTH BANCORPORATION		032165102	623	23559	SH		SOLE	1
ANADARKO PETE CORP		032511107	16	344	SH		SOLE	1
ANADARKO PETE CORP		032511107	80	1696	SH		DEFINED	1
ANGIODYNAMICS INC	COM	03475V101	16	610	SH		SOLE	1
ANGLO AMERICAN PLC SP	ADR	03485P102	214	10488	SH		SOLE	1
ANHEUSER-BUSCH COMPANIES		035229103	337	7406	SH		SOLE	1
ANHEUSER-BUSCH COMPANIES		035229103	164	3600	SH		DEFINED	1
ANNALY MTG MGMT		035710409	2	200	SH		SOLE	1

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AON CORP		037389103	15	433	SH	SOLE	1
APACHE CORP		037411105	42	617	SH	SOLE	1
APPLE COMP INC		037833100	96	1680	SH	SOLE	1
APPLE COMP INC		037833100	80	1400	SH	DEFINED	1
APPLEBEES INTL INC	COM	037899101	65	3395	SH	SOLE	1
APPLIED MATERIALS INC		038222105	375	23093	SH	SOLE	1
ARCH COAL, INC		039380100	61	1462	SH	SOLE	1
ARCHER-DANIELS- MIDLAND COMPANY		039483102	11	279	SH	SOLE	1
ARENA RESOURCES INC	COM	040049108	61	1808	SH	SOLE	1
ARGONAUT GROUP INC		040157109	26	885	SH	SOLE	1
ARTHROCARE CORP	COM	043136100	13	320	SH	SOLE	1
ARVINMERITOR		043353101	0	44	SH	SOLE	1
ASHFORD HOSPITALITY TRUST INC		044103109	38	3075	SH	SOLE	1
AUTO DATA PROCESS		053015103	199	4400	SH	SOLE	1
AUTOZONE		053332102	17	200	SH	SOLE	1
AUTOZONE		053332102	33	377	SH	DEFINED	1
AVAYA INC		053499109	58	5151	SH	SOLE	1
AXA-UAP	ADR	054536107	12	373	SH	SOLE	1
BB&T CORP		054937107	19	464	SH	SOLE	1
BASF AG	ADR	055262505	228	2847	SH	SOLE	1
BCE INC		05534B109	105	4460	SH	SOLE	1
BJ SERVICES CO		055482103	412	11064	SH	SOLE	1
BP AMOCO PLC	SPONSORED ADR	055622104	586	8429	SH	SOLE	1
BP AMOCO PLC	SPONSORED ADR	055622104	261	3756	SH	DEFINED	1
BALDOR ELEC CO	COM	057741100	42704	1364787	SH	DEFINED	1
BANCO SANTANDER CENT HISPANO SA	ADR	05964H105	5	390	SH	SOLE	1
BANCORPSOUTH INC		059692103	25059	919611	SH	SOLE	1
BANCORPSOUTH INC		059692103	1917	70366	SH	DEFINED	1
BANK OF AMERICA CORP	NEW COM	060505104	362	7532	SH	SOLE	1
BANK OF THE OZARKS, INC		063904106	3069	92200	SH	DEFINED	1
BANKATLANTIC BANCORP	CL A	065908501	39	2660	SH	SOLE	1
BAXTER INTL INC		071813109	83	2280	SH	SOLE	1
BEAR STEARNS COS INC		073902108	92	657	SH	SOLE	1
BELLSOUTH CORP		079860102	453	12519	SH	SOLE	1
BELLSOUTH CORP		079860102	97	2696	SH	DEFINED	1
BERKSHIRE HATHAWAY "A"		084670108	91	1	SH	SOLE	1
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	9	3	SH	DEFINED	1
BEST BUY INC	COMMON STOCK	086516101	83	1530	SH	SOLE	1
BIRCH MTN RES LTD	COM	09066X109	21	4250	SH	SOLE	1
BLACKROCK INVT QUALITY MUNI TR INC		09247D105	51	3000		SOLE	1
BLOCK H & R INC	COM	093671105	5	217	SH	SOLE	1
BOEING INC		097023105	59	725	SH	SOLE	1
BOSTON SCIENTIFIC		101137107	33	2015	SH	SOLE	1

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BOYD GAMING CORP		103304101	112	2798	SH	SOLE	1
BRANDYWINE RLTY	NEW	105368203	1	48	SH	SOLE	1
TR SH BEN INT							
BRIGGS & STRATTON CORP		109043109	45	1465	SH	SOLE	1
BRISTOL MYERS SQUIBB CO		110122108	263	10180	SH	SOLE	1
BROADCOM CORP		111320107	74	2472	SH	SOLE	1
BUILDERS	COM	12008R107	25	1245	SH	SOLE	1
FIRSTSOURCE INC							
BURLINGTON NORTHERN/SANTA FE CORP		12189T104	24	310	SH	SOLE	1
CBS CORP CL B	NEW	124857202	101	3768	SH	SOLE	1
CIGNA CORPORATION		125509109	279	2835	SH	SOLE	1
CRH PLC	ADR	12626K203	4	140	SH	SOLE	1
CVS CORP DELAWARE		126650100	232	7582	SH	SOLE	1
CA INC	COM	12673P105	792	38600	SH	SOLE	1
CADBURY	ADR	127209302	193	4998	SH	SOLE	1
SCHWEPPES PLC							
CADENCE DESIGN SYSTEMS INC		127387108	143	8383	SH	SOLE	1
CALIFORNIA PIZZA	COM	13054D109	18	675	SH	SOLE	1

4

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
KITCHEN INC								
CANADIAN PAC RAILWAY		13645T100	116	2277	SH		SOLE	1
CANON INC	ADR REPSTG 5 SHRS	138006309	347	4745	SH		SOLE	1
CAPITAL ONE FINL CORP	COM	14040H105	1037	12137	SH		SOLE	1
CAREMARK RX INC		141705103	151	3035	SH		SOLE	1
CARNIVAL CORP		143658300	208	5004	SH		SOLE	1
CARTERS INC		146229109	49	1890	SH		SOLE	1
CELADON GROUP INC		150838100	32	1469	SH		SOLE	1
CENDANT CORP	COM	151313103	466	28676	SH		SOLE	1
CENTERPOINT ENERGY INC		15189T107	9	724	SH		SOLE	1
CENTRAL EUROPE AND RUSSIA FD INC		153436100	1	34	SH		SOLE	1
CENTURYTEL, INC		156700106	37	1000	SH		SOLE	1
CERNER CORP	COM	156782104	71	1927	SH		SOLE	1
CHEESECAKE FACTORY		163072101	55	2058	SH		SOLE	1
CHESAPEAKE		165167107	87	2878	SH		SOLE	1

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ENERGY CORP CHEVRON CORPORATION		166764100	1253	20191	SH	SOLE	1
CHEVRON CORPORATION		166764100	136	2200	SH	DEFINED	1
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	4	150	SH	SOLE	1
CIENA CORP		171779101	94	19583	SH	SOLE	1
CISCO SYS INC		17275R102	752	38573	SH	SOLE	1
CITIGROUP, INC		172967101	474	9838	SH	SOLE	1
CITIGROUP, INC		172967101	352	7307	SH	DEFINED	1
CITIZENS COMMUNICATIONS CO		17453B101	58	4493	SH	SOLE	1
CITIZENS HOLDING COMPANY		174715102	3616	158987	SH	SOLE	1
COACH INC		189754104	133	4465	SH	SOLE	1
COCA COLA CO		191216100	567	13195	SH	SOLE	1
COCA COLA CO		191216100	241	5625	SH	DEFINED	1
COCA COLA	COM	191219104	40	2000	SH	SOLE	1
ENTERPRISES INC							
COGNIZANT TECHNOLOGY SOL		192446102	143	2131	SH	SOLE	1
COHERENT INC		192479103	25	755	SH	SOLE	1
COLGATE-PALMOLIVE CO		194162103	204	3407	SH	SOLE	1
COLONIAL PPTYS TR SH BEN INT	COM	195872106	1	26	SH	SOLE	1
COMCAST CORP CL A	COM NEW	20030N101	5	175	SH	SOLE	1
COMCAST CORP CL A	COM NEW	20030N101	13	401	SH	DEFINED	1
COMERICA INC		200340107	9	180	SH	SOLE	1
COMMERCE BANCORP INC NJ	COM	200519106	455	12771	SH	SOLE	1
COMMSCOPE INC		203372107	97	3095	SH	SOLE	1
COMMUNITY HEALTH SYSTEMS		203668108	56	1529	SH	SOLE	1
COMPUTER SCIENCES CORPORATION	COMMON	205363104	4	99	SH	DEFINED	1
COMSTOCK HOMEBUILDING COS		205684103	5	935	SH	SOLE	1
COMTECH TELECOMMUNICATIONS CCOM	NEW	205826209	22	765	SH	SOLE	1
CONAGRA FOODS INC	COM	205887102	418	18926	SH	SOLE	1
CONEXANT SYS INC	COM	207142100	0	176	SH	SOLE	1
CONNETICS CORPORATION		208192104	18	1590	SH	SOLE	1
CONN'S INC		208242107	27	1045	SH	SOLE	1
CONN'S INC		208242107	21	800	SH	DEFINED	1
CONOCO PHILLIPS		20825C104	566	8646	SH	SOLE	1
CONSECO INC	NEW	208464883	259	11260	SH	SOLE	1
CONSOL ENERGY INC	COM	20854P109	92	1980	SH	SOLE	1
CONSOLIDATED EDISON INC	COM	209115104	1	34	SH	SOLE	1
COOPER TIRE & RUBBER CO		216831107	170	15328	SH	SOLE	1
COOPER TIRE &		216831107	1	100	SH	DEFINED	1

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RUBBER CO CORN PRODUCTS INTERNATIONAL INC		219023108	47	1560	SH	SOLE	1
CORNING INC		219350105	147	6114	SH	SOLE	1
COSI INC	COM	22122P101	12	2045	SH	SOLE	1
COSTCO WHOLESALE CORP		22160K105	435	7631	SH	SOLE	1
CREDIT SUISSE GROUP	ADR	225401108	255	4564	SH	SOLE	1
CROWN CASTLE INTL CORP	COM	228227104	185	5357	SH	SOLE	1
CYBERSOURCE CORP	COM	23251J106	36	3135	SH	SOLE	1
CYTEC INDS INC	COM	232820100	34	645	SH	SOLE	1
DNP SELECT INCOME FD INC		23325P104	11	1100	SH	SOLE	1
DRS TECHNOLOGIES INC		23330X100	42	873	SH	SOLE	1
DTE ENERGY CO		233331107	10	270	SH	SOLE	1
DANAHER CORP DEL	COM	235851102	88	1375	SH	SOLE	1
DEALERTRACK HLDGS INC	COM	242309102	12	545	SH	SOLE	1
DEERE & CO		244199105	158	1895	SH	SOLE	1
DELL INC		24702R101	622	25453	SH	SOLE	1
DELTIC TIMBER INC		247850100	370	6572	SH	SOLE	1

5

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
DELTIC TIMBER INC		247850100	25224	447565	SH		DEFINED	1
DIAGEO P L C	SPON ADR NEW	25243Q205	549	8143	SH		SOLE	1
DIAMONDS TRUST FUND		252787106	11	100	SH		SOLE	1
DIODES INC	COM	254543101	30	745	SH		SOLE	1
DIRECTTV GROUP INC		25459L106	354	21461	SH		SOLE	1
WALT DISNEY CO		254687106	89	2989	SH		SOLE	1
DOLLAR THRIFTY AUTO GROUP INC		256743105	65	1453	SH		SOLE	1
DONNELLEY RR & SONS		257867101	14	460	SH		SOLE	1
DOW CHEMICAL CO		260543103	9	255	SH		SOLE	1
DREYFUS STRATEGIC MUNICIPALS INC		261932107	0	9			SOLE	1
DU PONT EI D NEMOURS & CO		263534109	85	2045	SH		SOLE	1
DUKE ENERGY CORP COM		26441C105	9	317	SH		SOLE	1
DUKE REALTY CORP		264411505	14	405	SH		SOLE	1

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DYCOM INDUSTRIES INC		267475101	28	1354	SH	SOLE	1
DYNEGY INC		26816Q101	79	14516	SH	SOLE	1
EMC CORP		268648102	78	7130	SH	SOLE	1
EMC CORP		268648102	32	2950	SH	DEFINED	1
ENI S P A	SPONSORED ADR	26874R108	273	4650	SH	SOLE	1
E ON AG	SPONSORED ADR	268780103	5	150	SH	SOLE	1
EASTERN AMERICAN NATURAL GAS TR SPERS RCT		276217106	29	1000	SH	SOLE	1
EASTGROUP PROPERTIES INC		277276101	2	60	SH	SOLE	1
EATON CORP	COM	278058102	596	7907	SH	SOLE	1
EBAY INC		278642103	360	12306	SH	SOLE	1
ECOLAB INC	COMMON	278865100	5	135	SH	SOLE	1
EDO CORP	COM	281347104	44	1834	SH	SOLE	1
EDWARDS LIFESCIENCES CORP		28176E108	10	240	SH	SOLE	1
EL PASO CORPORATION		28336L109	419	27937	SH	SOLE	1
ELDORADO GOLD CORP	NEW COM	284902103	79	16556	SH	SOLE	1
ELECTRONIC ARTS INC		285512109	649	15099	SH	SOLE	1
EMBARQ CORP	COM	29078E105	105	2586	SH	SOLE	1
EMERGENCY MEDICAL SVCS CORP	CL A	29100P102	16	1305	SH	SOLE	1
EMERSON ELECTRIC CO		291011104	117	1400	SH	SOLE	1
ENBRIDGE ENERGY PARTNERS LP		29250R106	43	1000	SH	SOLE	1
ENCANA CORP-CAD		292505104	112	2145	SH	SOLE	1
ENCORE WIRE CORP	COM	292562105	1147	31948	SH	SOLE	1
ENTERGY CORP		29364G103	283	4013	SH	SOLE	1
ENTERGY CORP		29364G103	41	593	SH	DEFINED	1
EQUITY INNS, INC		294703103	22	1370	SH	SOLE	1
EQUITY INNS, INC		294703103	24	1500	SH	DEFINED	1
ERICSSON (LM) TELE CO	ADR (NEW)	294821608	2	90	SH	SOLE	1
ESCO TECHNOLOGIES INC		296315104	24	450	SH	SOLE	1
ESSEX CORP		296744105	22	1210	SH	SOLE	1
ESTERLINE TECHNOLOGIES CORP		297425100	52	1270	SH	SOLE	1
EUROZINC MNG CORP	COM	298804105	42	17471	SH	SOLE	1
EXELON CORP		30161N101	34	600	SH	DEFINED	1
EXPEDITORS INTL WASH INC	COM	302130109	646	11538	SH	SOLE	1
EXXON MOBIL CORP		30231G102	6311	102882	SH	SOLE	1
EXXON MOBIL CORP		30231G102	1567	25558	SH	DEFINED	1
FPL GROUP INC		302571104	12	301	SH	SOLE	1
FED HMN LN MTG CORP	VOTING COM	313400301	11	205	SH	SOLE	1
FEDERATED DEPT STORES INC		31410H101	109	2982	SH	SOLE	1
FEDEX CORPORATION		31428X106	152	1305	SH	SOLE	1

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FERRELLGAS PARTNERS L P		315293100	11	500	SH	SOLE	1
FINANCIAL FED CORP COM		317492106	38	1377	SH	SOLE	1
FIRST DATA CORP	COM	319963104	635	14120	SH	SOLE	1
FIRST HORIZON NATIONAL		320517105	22	564	SH	SOLE	1
FIRSTMERIT CORP		337915102	165	7884	SH	SOLE	1
FIRST ENERGY CORP	COMMON	337932107	216	4000	SH	SOLE	1
FORD MOTOR COMPANY	COMMON	345370860	8	1160	SH	SOLE	1
FRANCE TELECOM FREEPORT	SPONSORED ADR CLASS B	35177Q105	6	300	SH	SOLE	1
MCMORAN COPPER & GOLD		35671D857	1	35	SH	SOLE	1
FREESCALE SEMICONDUCTOR		35687M206	1	51	SH	SOLE	1
FREESCALE SEMICONDUCTOR		35687M206	0	33	SH	DEFINED	1
FUJI PHOTO GAMESTOP CORP	NEW ADR	359586302	246	7336	SH	SOLE	1
GAP INC	DEL COM	36467W109	63	1523	SH	SOLE	1
GARDNER DENVER		364760108	4	254	SH	SOLE	1
GAYLORD ENTMT CO	NEW COM	365558105	41	1070	SH	SOLE	1
GENENTECH INC		367905106	104	2385	SH	SOLE	1
GENERAL ELECTRIC CO		368710406	258	3163	SH	SOLE	1
GENERAL ELECTRIC CO		369604103	1743	52905	SH	SOLE	1
GENERAL ELECTRIC CO		369604103	16	500	SH	DEFINED	1

6

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
GEN MTR CORP		370442105	4	150	SH		SOLE	1
GENESEE & WYOMING	CLASS A	371559105	29	838	SH		SOLE	1
GENLYTE GROUP INC		372302109	25	350	SH		SOLE	1
GIBRALTAR INDUSTRIES INC		374689107	58	2012	SH		SOLE	1
GILEAD SCIENCES INC		375558103	123	2080	SH		SOLE	1
GLAXOSMITHKLINE PLC	ADR	37733W105	441	7909	SH		SOLE	1
GOLDMAN SACHS GROUP		38141G104	103	685	SH		SOLE	1
B F GOODRICH		382388106	42	1059	SH		SOLE	1
GOOGLE INC		38259P508	251	600	SH		SOLE	1
GRANITE CONSTR INC	COM	387328107	27	610	SH		SOLE	1
GULFPORT ENERGY	COM NEW	402635304	55	5063	SH		SOLE	1

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CORP								
HCA INC.		404119109	224	5197	SH	SOLE		1
HCC INSURANCE HOLDINGS, INC		404132102	32	1091	SH	SOLE		1
HMS HLDGS CORP	COM	40425J101	17	1625	SH	SOLE		1
HSBC HLDGS PLC	SPONSORED ADR	404280406	321	3643	SH	SOLE		1
HAEMONETICS CORP		405024100	28	620	SH	SOLE		1
HALLIBURTON CO	COM	406216101	372	5024	SH	SOLE		1
HANCOCK FABRICS		409900107	5	1600	SH	SOLE		1
JOHN HANCOCK PFD INC II		41013X106	8	400	SH	SOLE		1
JOHN HANCOCK PREFERRED		41021P103	2	130	SH	SOLE		1
INCOME FUND III HARRAHS		413619107	157	2209	SH	SOLE		1
ENTERTAINMENT INC								
HARRIS CORP		413875105	116	2800	SH	SOLE		1
HARTFORD FNCL SV GRP INC	COM	416515104	16	199	SH	SOLE		1
HAWAIIAN ELEC INDS INC		419870100	31	1130	SH	DEFINED		1
HEALTH CARE SERVICES GROUP INC		421906108	45	2170	SH	SOLE		1
HEALTHCARE REALTY TR		421946104	46	1445	SH	SOLE		1
HEALTH CARE REIT INC		42217K106	2	66	SH	SOLE		1
HEINZ H J CO	COM	423074103	12	312	SH	SOLE		1
HERCULES OFFSHORE INC	COM	427093109	15	430	SH	SOLE		1
HEWLETT PACKARD CO		428236103	66	2093	SH	SOLE		1
HIGH INCOME OPPORTUNITY FD		42967Q105	15	2500	SH	SOLE		1
HIGHLAND HOSPITALITY CORP		430141101	45	3203	SH	SOLE		1
HILB ROGAL & HOBBS COMPANY		431294107	25	693	SH	SOLE		1
HILTON HOTELS CORP		432848109	106	3783	SH	SOLE		1
HOLLYWOOD MEDIA CORP		436233100	9	2485	SH	SOLE		1
HOLOGIC INC	COM	436440101	23	485	SH	SOLE		1
HOME DEPOT		437076102	846	23645	SH	SOLE		1
HOME DEPOT		437076102	54	1532	SH	DEFINED		1
HOSPITALITY PROPERTIES		44106M102	2	52	SH	SOLE		1
HOSPIRA, INC		441060100	19	450	SH	DEFINED		1
HOST HOTELS & RESORTS INC	COM	44107P104	121	5541	SH	SOLE		1
HUB INTERNATIONAL LTD	COM	44332P101	20	770	SH	SOLE		1
HUBBELL INC	CL B	443510201	47	1000	SH	SOLE		1
JB HUNT		445658107	80	3215	SH	SOLE		1
TRANSPORT SVC INC								
HYPERCOM CORP	COM	44913M105	19	2085	SH	SOLE		1
I D SYSTEMS INC	COM	449489103	9	555	SH	SOLE		1
ING PRIME RATE		44977W106	48	6907	SH	SOLE		1

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TR SH BEN INT								
ILLINOIS TOOL		452308109	218	4605	SH	SOLE		1
WORKS INC								
INFINEON TECH AG		45662N103	542	48616	SH	SOLE		1
ING GROEP N V		456837103	422	10752	SH	SOLE		1
INTEL CORP CAP		458140100	549	28921	SH	SOLE		1
INTEL CORP CAP		458140100	53	2800	SH	DEFINED		1
IBM CORP		459200101	576	7503	SH	SOLE		1
IBM CORP		459200101	34	450	SH	DEFINED		1
INTERNATIONAL		459412102	23	4520	SH	SOLE		1
DISPLAYWORKS								
INTERNATIONAL		459902102	91	2413	SH	SOLE		1
GAME TECH								
INTL PAPER CO		460146103	9	300	SH	SOLE		1
INTL PAPER CO		460146103	29	900	SH	DEFINED		1
INTERNATIONAL	CL A	460335201	81	1762	SH	SOLE		1
SPEEDWAY CORP								
INTERPUBLIC	COM	460690100	250	29971	SH	SOLE		1
GROUP COS INC								
INVACARE CORP	COM	461203101	31	1285	SH	SOLE		1
I SHRS JAPAN		464286848	4	355	SH	SOLE		1
INDEX FD								
ISHARES US		464287176	6	68	SH	SOLE		1
TREASURY								
INFLATION								
PROTECTED FD								
ISHARES DJ US		464287192	9	104	SH	SOLE		1
TRANSPORTATION								
INDEX FD								
ISHARES LEHMAN		464287226	2	29	SH	SOLE		1
AGGREGATE BOND								
FD								
ISHARES MSCI		464287234	4	51	SH	SOLE		1

7

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
EMERGING MK T								
INDX								
I SHARES LEHMAN		464287440	3	49	SH		SOLE	1
7-10 YR								
TREASURY BOND								
FUND								
ISHARES LEHMAN		464287457	4	54	SH		SOLE	1
1-3 YR TREASURY								
BOND FD								
ISHARES MSCI		464287465	8	133	SH		SOLE	1
EAFE INDEX FUND								
CEF ISHARES		464287556	3	51	SH		SOLE	1
NASDAQ								
BIOTECHNOLOTY								
INDEX FUND								

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ISHARES S&P MID CAP 400 GROWTH INDEX FUND		464287606	3	46	SH	SOLE	1
ISHARES S&P MID CAP 400 VALUE INDEX FD		464287705	3	48	SH	SOLE	1
ISHARES S&P SMALL CAP 600 VALUE FUND		464287879	1	26	SH	SOLE	1
ISHARES S&P SMALL CAP 600 GROWTH INDEX FUND		464287887	1	15	SH	SOLE	1
IXYS CORP		46600W106	19	2030	SH	SOLE	1
JDS UNIPHASE CORP	COM	46612J101	58	23334	SH	SOLE	1
JPMORGAN CHASE & CO	COM	46625H100	201	4807	SH	SOLE	1
JPMORGAN CHASE & CO	COM	46625H100	145	3456	SH	DEFINED	1
JABAIL CIRCUIT INC		466313103	52	2035	SH	SOLE	1
JACUZZI BRANDS INC		469865109	59	6785	SH	SOLE	1
JANUS CAPITAL GROUP INC.		47102X105	72	4077	SH	SOLE	1
JOHNSON & JOHNSON		478160104	2167	36167	SH	SOLE	1
JOHNSON & JOHNSON		478160104	492	8225	SH	DEFINED	1
JOHNSON CONTROLS INC		478366107	60	740	SH	SOLE	1
JONES APPAREL GROUP INC		480074103	216	6798	SH	SOLE	1
JONES LANG LASALLE INC	COM	48020Q107	29	340	SH	SOLE	1
KT CORP	SPONSORED ADR	48268K101	140	6546	SH	SOLE	1
KEYCORP	NEW	493267108	73	2046	SH	SOLE	1
KEYSPAN CORP	COM	49337W100	10	260	SH	SOLE	1
KIMBERLY-CLARK CORP		494368103	14	241	SH	SOLE	1
KIMBERLY-CLARK CORP		494368103	15	250	SH	DEFINED	1
KINDER MORGAN ENERGY PARTNERS, L.P		494550106	38	832	SH	SOLE	1
KOHL'S CORP		500255104	65	1101	SH	SOLE	1
KONINKLIJKE PHLPS ELECTRS N V SP	ADR NEW	500472303	119	3842	SH	SOLE	1
KOREA ELECTRIC POWER	ADR	500631106	100	5289	SH	SOLE	1
LHC GROUP INC	COM	50187A107	43	2180	SH	SOLE	1
LTX CORP		502392103	23	3320	SH	SOLE	1
L 3 COMMUNICATIONS LABORATORY CORP		502424104	84	1125	SH	SOLE	1
AMER HLDGS LAFARGE	COM NEW	50540R409	105	1696	SH	SOLE	1
LAMAR	SPONSORED ADR	505861401	7	230	SH	SOLE	1
ADVERTISING CO LANDSTAR SYSTEM		512815101	60	1126	SH	SOLE	1
		515098101	43	930	SH	SOLE	1

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INC								
LEAP WIRELESS	COM NEW	521863308	61	1297	SH	SOLE		1
INTL INC								
LEGG MASON INC		524901105	74	746	SH	SOLE		1
LENNOX INTL INC	COM	526107107	57	2170	SH	SOLE		1
LEVEL 3		52729N100	20	4685	SH	SOLE		1
COMMUNICATIONS								
INC								
LIGAND	CL B	53220K207	6	800	SH	SOLE		1
PHARMACEUTICALS								
INC								
ELI LILLY & CO		532457108	165	3000	SH	SOLE		1
ELI LILLY & CO		532457108	71	1300	SH	DEFINED		1
LIMITED BRANDS,		532716107	147	5767	SH	SOLE		1
INC								
LINCOLN		534187109	14	265	SH	SOLE		1
NATIONAL CORP								
IND								
LIQUIDITY	COM	53635B107	16	1060	SH	SOLE		1
SERVICES INC								
LLOYDS TSB	ADR	539439109	572	14507	SH	SOLE		1
GROUP PLC								
LOCKHEED MARTIN		539830109	224	3125	SH	SOLE		1
CORP								
LOWES CO INC		548661107	587	9683	SH	SOLE		1
LUCENT		549463107	5	2388	SH	SOLE		1
TECHNOLOGIES								
LYONDELL		552078107	11	520	SH	SOLE		1
CHEMICAL CO								
M & T BANK CORP		55261F104	235	2000	SH	SOLE		1
MBIA INC		55262C100	461	7876	SH	SOLE		1
MB FINANCIAL INC	NEW	55264U108	39	1125	SH	SOLE		1
MFA MTG INVTS	COM	55272X102	35	5174	SH	SOLE		1
INC								
MANOR CARE INC		564055101	66	1426	SH	SOLE		1
MANULIFE		56501R106	1981	62372	SH	SOLE		1
FINANCIAL CORP								
MAPINFO CORP		565105103	11	850	SH	SOLE		1
MARATHON OIL		565849106	31	375	SH	SOLE		1
CORP								
MARRIOTT INTL	NEW CL A	571903202	185	4871	SH	SOLE		1
INC								
MARTEN		573075108	35	1655	SH	SOLE		1
TRANSPORT LTD								
MASCO		574599106	12	430	SH	SOLE		1
CORPORATION								
MATRIX		57685L105	11	715	SH	SOLE		1
INITIATIVES INC								
MATTELL INC		577081102	13	835	SH	SOLE		1
MAXIM		57772K101	286	8908	SH	SOLE		1
INTEGRATED								
PRODUCTS INC								
MCCORMICK &		579793100	11	500	SH	SOLE		1

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
SCHMICKS SEAFOOD MCDERMOTT INTL INC	COM	580037109	66	1462	SH		SOLE	1
MCDONALD'S CORP		580135101	255	7603	SH		SOLE	1
MCGRATH RENTCORP		580589109	48	1730	SH		SOLE	1
MCKESSON CORP		58155Q103	167	3551	SH		SOLE	1
MEADWESTVACO CORP		583334107	125	4484	SH		SOLE	1
MEDCO HEALTH SOLUTIONS INC		58405U102	20	361	SH		SOLE	1
MEDICAL ACTION INDUSTRIES INC		58449L100	9	450	SH		SOLE	1
MEDTRONIC INC	COM	585055106	106	2276	SH		SOLE	1
MELLON FINL CORP		58551A108	41	1214	SH		SOLE	1
MERCK & CO INC		589331107	183	5027	SH		SOLE	1
MERIT MED SYS INC		589889104	15	1140	SH		SOLE	1
MERRILL LYNCH & CO, INC		590188108	247	3562	SH		SOLE	1
MICROS SYSTEMS INC		594901100	56	1305	SH		SOLE	1
MICROSOFT CORP		594918104	821	35289	SH		SOLE	1
MICROCHIP TECH INC		595017104	79	2369	SH		SOLE	1
MICRON TECHNOLOGY		595112103	26	1737	SH		SOLE	1
MICROSEMI CORP		595137100	15	655	SH		SOLE	1
MID-AMERICA APARTMENT CMNTYS		59522J103	51	920	SH		DEFINED	1
MIDAS GROUP INC		595626102	12	666	SH		SOLE	1
MILESTONE SCIENTIFIC INC		59935P209	0	900	SH		SOLE	1
MILLER HERMAN INC	COM	600544100	7	300	SH		SOLE	1
MINDSPEED TECNOLOGIES		602682106	0	58	SH		SOLE	1
MIRANT CORP	NEW COM	60467R100	82	3063	SH		SOLE	1
MIRANT CORP	NEW WT SER A	60467R118	3	322	SH		SOLE	1
MOBILE MINI INC	COM	60740F105	26	890	SH		SOLE	1
MONEYGRAM INTERNATIONAL INC		60935Y109	11	348	SH		SOLE	1
MONRO MUFFLER BRAKE INC	COM	610236101	41	1265	SH		SOLE	1
MONSANTO CO.	(NEW)	61166W101	15	187	SH		SOLE	1
MOODYS CORP		615369105	304	5592	SH		SOLE	1
MOOG INC	CL A	615394202	51	1499	SH		SOLE	1
MORGAN STANLEY DEAN WITTER		617446448	513	8120	SH		SOLE	1
DISCOVER & CO MORGAN STANLEY DEAN WITTER		617446448	16	260	SH		DEFINED	1
DISCOVER & CO								
MOTOROLA INC		620076109	72	3593	SH		SOLE	1
MOTOROLA INC		620076109	6	300	SH		DEFINED	1
MUNICIPAL MORTGAGE &		62624B101	108	4000	SH		SOLE	1

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EQUITY LLC - GROWTH SH								
MUNIVEST FD INC	COM	626295109	44	5000		SOLE		1
MUNIYIELD INSURED		62630E107	99	7500		DEFINED		1
MURPHY OIL CORP	COM	626717102	7805	139726	SH	SOLE		1
MURPHY OIL CORP	COM	626717102	440358	7883246	SH	DEFINED		1
MYLAN LABORATORIES INC		628530107	38	1908	SH	SOLE		1
NBC CAP CORP		628729105	90	4333	SH	SOLE		1
NCI BUILDING SYS INC	COM	628852105	25	475	SH	SOLE		1
NII HLDGS INC CL B	NEW	62913F201	161	2872	SH	SOLE		1
NMS COMMUNICATIONS CORP		629248105	6	1690	SH	SOLE		1
NTL INC	NEW COM	62941W101	77	3122	SH	SOLE		1
NYSE GROUP INC	COM	62949W103	62	906	SH	SOLE		1
NASDAQ 100 TRUST		631100104	34	880	SH	SOLE		1
NATCO GROUP INC CL A		63227W203	16	410	SH	SOLE		1
NATIONAL AUSTRALIA BK LTD	ADR	632525408	198	1526	SH	SOLE		1
NATIONAL CITY CORP	COM	635405103	4	115	SH	SOLE		1
NATIONAL OILWELL VARCO INC		637071101	82	1307	SH	SOLE		1
NAVARRE CORP		639208107	10	2035	SH	SOLE		1
NEOWARE INC	COM	64065P102	12	1015	SH	SOLE		1
NETLOGIC	COM	64118B100	21	665	SH	SOLE		1
MICROSYSTEMS INC								
NEUSTAR INC CL A NEWPARK		64126X201	44	1315	SH	SOLE		1
RESOURCES, INC		651718504	0	8	SH	SOLE		1
NEWS CORP		65248E104	60	3180	SH	SOLE		1
NEWS CORP CL B	NEW	65248E203	7	359	SH	SOLE		1
NIKE INC CLASS B		654106103	58	722	SH	SOLE		1
NIPPON TEL & TEL	SPON ADR	654624105	174	7117	SH	SOLE		1
NISOURCE INC		65473P105	183	8413	SH	SOLE		1
NISSAN MOTORS	SPONSORED ADR	654744408	5	230	SH	SOLE		1
NOKIA CORP SPND	ADR	654902204	410	20266	SH	SOLE		1
NOMURA HOLDINGS INC	ADR	65535H208	237	12648	SH	SOLE		1
NORDSON CORP	COM	655663102	63	1290	SH	SOLE		1
NORFOLK SO CORP		655844108	76	1434	SH	SOLE		1
NORSK HYDRO AS	ADR	656531605	4	180	SH	SOLE		1
NORTHERN TRUST COMPANY NTRS		665859104	98	1780	SH	SOLE		1
NORTHERN TRUST COMPANY NTRS		665859104	199	3600	SH	DEFINED		1
NOVARTIS AG	SPONSORED ADR	66987V109	480	8909	SH	SOLE		1
NOVELL INC		670006105	95	14388	SH	SOLE		1
NUANCE		67020Y100	13	1365	SH	SOLE		1

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
COMMUNICATIONS INC.								
NUVEEN INSD PREMIUM INCOME MUNI FD		6706D8104	4	338			SOLE	1
NUVEEN PREMIUM INCOME MUN FUND 4		6706K4105	23	2000			DEFINED	1
NUTRI SYS INC	NEW COM	67069D108	34	550	SH		SOLE	1
NUVEEN PREMIER INSURED MUN INCOME FUND INC		670987106	13	1000			DEFINED	1
NUVEEN PREMIER MUNICIPAL INC		670988104	20	1565			SOLE	1
OCCIDENTAL PETE COR DEL		674599105	126	1234	SH		SOLE	1
OLIN CORP		680665205	2	166	SH		DEFINED	1
OMNICARE INC	COM	681904108	94	1995	SH		SOLE	1
OMNIVISION TECHNOLOGIES		682128103	30	1440	SH		SOLE	1
ORACLE SYSTEMS CORP		68389X105	324	22428	SH		SOLE	1
ORANGE		685317109	11	2015	SH		SOLE	1
PNC BANK CORP		693475105	2	35	SH		SOLE	1
PPG INDUSTRIES INC		693506107	6	106	SH		SOLE	1
PACKAGING CORP AMER		695156109	3	141	SH		SOLE	1
PACTIV COPR		695257105	22	897	SH		SOLE	1
PALOMAR MEDICAL TECHNOLOGIES		697529303	14	325	SH		SOLE	1
PAR TECHNOLOGY CORP	COM	698884103	13	1052	SH		SOLE	1
PARALLEL PETE CORP DEL	COM	699157103	17	705	SH		SOLE	1
PATTERSON COMPANIES INC		703395103	368	10544	SH		SOLE	1
PATTERSON UTI ENERGY INC		703481101	88	3140	SH		SOLE	1
PEABODY ENERGY CORP		704549104	70	1273	SH		SOLE	1
PEDIATRIX MEDICAL GROUP INC		705324101	71	1586	SH		SOLE	1
PENN NATL GAMING INC	COM	707569109	90	2332	SH		SOLE	1
PEOPLES ENERGY CORP	COM	711030106	2	57	SH		SOLE	1
PEPSIAMERICAS INC		71343P200	88	4000	SH		SOLE	1
PEPSICO INC	COM	713448108	1287	21439	SH		SOLE	1
PEPSICO INC	COM	713448108	91	1530	SH		DEFINED	1
PERFICIENT INC	COM	71375U101	20	1645	SH		SOLE	1
PETROCHINA CO LTD		71646E100	21	195	SH		SOLE	1

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PETROBRAS		71654V408	4	45	SH	SOLE	1
PETSMART INC		716768106	80	3134	SH	SOLE	1
PFIZER INC		717081103	814	34702	SH	SOLE	1
PFIZER INC		717081103	68	2900	SH	DEFINED	1
PIKE ELEC CORP	COM	721283109	50	2622	SH	SOLE	1
PIMCO MUNI		72201A103	19	1333		SOLE	1
INCOME FUND III							
PINNACLE WEST		723484101	156	3915	SH	SOLE	1
CAP CORP							
PLAINS ALL		726503105	43	1000	SH	SOLE	1
AMERICAN							
PIPELINE, L.P.							
POWER-ONE INC		739308104	25	3910	SH	SOLE	1
POWER		739363109	15	1730	SH	SOLE	1
TECHNOLOGIES							
PRESSTEK INC	COM	741113104	23	2515	SH	SOLE	1
PRINCIPAL		74251V102	31	572	SH	SOLE	1
FINANCIAL GROUP							
PROCTER &	COM	742718109	1282	23074	SH	SOLE	1
GAMBLE CO							
PROCTER &	COM	742718109	426	7676	SH	DEFINED	1
GAMBLE CO							
PRIVATEBANCORP	COM	742962103	10	265	SH	SOLE	1
INC							
PROVIDENCE SYC		743815102	30	1110	SH	SOLE	1
CORP							
PRUDENTIAL PLC	ADR	74435K204	4	200	SH	SOLE	1
PSYCHIATRIC		74439H108	28	1000	SH	SOLE	1
SOLUTIONS							
PUBLIC SVC		744573106	13	197	SH	SOLE	1
ENTERPRISE							
GROUP INC							
PUTNAM MANAGED		746823103	1	250		SOLE	1
MUNICIPAL							
INCOME TRUST							
QLOGIC CORP	COM	747277101	17	1000	SH	SOLE	1
QUALCOMM INC		747525103	200	4999	SH	SOLE	1
QUIKSILVER INC	COM	74838C106	52	4287	SH	SOLE	1
QWEST	COM	749121109	5	714	SH	SOLE	1
COMMUNICATIONS							
INTL INC							
RMK HIGH INCOME		74963B105	17	1008	SH	SOLE	1
FUND							
RSA SECURITY INC	COM	749719100	32	1215	SH	SOLE	1
RAYMOND JAMES		754730109	53	1774	SH	SOLE	1
FINANCIAL CORP							
REDWOOD TR INC	COM	758075402	37	760	SH	SOLE	1
REED ELSEVIER N	SPONSORED ADR	758204101	5	180	SH	SOLE	1
V							
REED ELSEVIER	SPON ADR	758205108	259	6462	SH	SOLE	1
PLC							
REGAL ENTMT		758766109	95	4699	SH	SOLE	1
GROUP CL A							
REGIS		758932107	36	1022	SH	SOLE	1
CORPORATION-MN							
REGIONS	NEW	7591EP100	1435	43347	SH	SOLE	1
FINANCIAL CORP							
REGIONS	NEW	7591EP100	73	2205	SH	DEFINED	1
FINANCIAL CORP							
RELIANT ENERGY		75952B105	4	394	SH	SOLE	1
INC							
RENASANT CORP	COM	75970E107	30	750	SH	SOLE	1

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REPSOL YPF	ADR	76026T205	148	5299	SH	SOLE	1
REPUBLIC		760282103	32	2617	SH	SOLE	1
BANCORP INC							

10

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
REXAM PLC SP	ADR NEW 2001	761655406	5	110	SH		SOLE	1
REYNOLDS & REYNOLDS CO CL A		761695105	44	1439	SH		SOLE	1
REYNOLDS AMERICAN INC		761713106	19	165	SH		SOLE	1
RIO TINTO PLC	SPONSORED ADR	767204100	8	40	SH		SOLE	1
ROCKWELL AUTOMATION, INC		773903109	120	1679	SH		SOLE	1
ROCKWELL COLLINS INC		774341101	9	177	SH		SOLE	1
ROWAN COMPANIES INC		779382100	64	1807	SH		SOLE	1
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	470	6740	SH		SOLE	1
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	108	1551	SH		DEFINED	1
ROYAL DUTCH SHELL PLC		780259206	214	3200	SH		DEFINED	1
RUBIO'S RESTAURANTS INC		78116B102	10	1240	SH		SOLE	1
RUBY TUESDAY INC		781182100	15	630	SH		DEFINED	1
RUDOLPH TECHNOLOGIES INC	COM	781270103	7	514	SH		SOLE	1
RUSH ENTERPRISES INC		781846209	33	1850	SH		SOLE	1
SLM CORP COMMOM		78442P106	82	1552	SH		SOLE	1
SVB FINL GROUP	COM	78486Q101	22	495	SH		SOLE	1
ST PAUL TRAVELERS CO.'S INC		792860108	222	4987	SH		SOLE	1
SANOFI-AVENTIS	ADR	80105N105	571	11726	SH		SOLE	1
SAP AKTIENGESELLSCHAFT		803054204	72	1371	SH		SOLE	1
SPNSDADRS								
SCANA CORP	NEW	80589M102	8	222	SH		SOLE	1
SCHERING PLOUGH CORP	COM	806605101	269	14184	SH		SOLE	1
SCHLUMBERGER LTD	COM	806857108	350	5380	SH		SOLE	1
THE CHARLES SCHWAB CORP		808513105	135	8471	SH		SOLE	1
SCOTTISH PWR PLC SP	ADR FNL NEW	81013T804	3	73	SH		SOLE	1
SCRIPPS EW INC CL A	NEW	811054204	25	600	SH		SOLE	1
MATERIALS		81369Y100	8	256	SH		SOLE	1

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SECTOR SPDR FD								
SELECT SECTOR		81369Y209	10	353	SH	SOLE		1
SPDR HEALTH CARE								
CONSUMER		81369Y308	11	474	SH	SOLE		1
STAPLES SELECT								
SPDR								
ENERGY SELECT		81369Y506	10	191	SH	SOLE		1
SECTOR SPDR								
FINANCIAL		81369Y605	19	614	SH	SOLE		1
SELECT SECTOR								
SPDR								
INDUSTRIAL SEL		81369Y704	11	351	SH	SOLE		1
SECTOR SPDR								
TECHNOLOGY		81369Y803	4	228	SH	SOLE		1
SELECT SECTOR								
SPDR								
SELECT COMFORT		81616X103	18	817	SH	SOLE		1
CORP								
SEMPRA ENERGY	COM	816851109	14	310	SH	SOLE		1
SEROLOGICALS		817523103	56	1785	SH	SOLE		1
CORP								
SERVICEMASTER	COM	81760N109	62	6023	SH	SOLE		1
COMPANY								
SIEMENS AG	SPONS ADR	826197501	6	70	SH	SOLE		1
SIGNET GROUP	ADR REP 10	82668L872	1	110	SH	SOLE		1
PLC SP								
SIGNATURE BK	COM	82669G104	14	460	SH	SOLE		1
NEW YORK N Y								
SIMMONS 1ST		828730200	382	13200	SH	SOLE		1
NATL CORP CL A								
\$1 PAR								
SIMMONS 1ST		828730200	14	500	SH	DEFINED		1
NATL CORP CL A								
\$1 PAR								
SIRIUS		82966U103	1	300	SH	SOLE		1
SATTELITE RADIO								
SKYWORKS		83088M102	0	166	SH	SOLE		1
SOLUTIONS								
SMUCKER J M CO		832696405	0	3	SH	SOLE		1
SONIC CORP	COM	835451105	39	1908	SH	SOLE		1
SONY CORP		835699307	262	5953	SH	SOLE		1
SONY CORP		835699307	44	1000	SH	DEFINED		1
SOTHEBYS HLDGS		835898107	46	1765	SH	SOLE		1
INC CL A								
SOUTHERN CO	COM	842587107	254	7930	SH	SOLE		1
SOUTHERN CO	COM	842587107	141	4426	SH	DEFINED		1
SOUTHWEST AIRLS	COM	844741108	1	102	SH	SOLE		1
CO								
SPRINT NEXTEL	COM	852061100	1033	51725	SH	SOLE		1
CORP								
STANLEY WORKS		854616109	13	290	SH	SOLE		1
STAPLES		855030102	125	5163	SH	SOLE		1
INCORPORATED								
(RETAIL &								
DELIVERY)								
STARBUCKS CORP		855244109	461	12221	SH	SOLE		1
STARWOOD HOTELS	COM	85590A401	30	500	SH	SOLE		1
& RESORTS								
WORLDWIDE INC								
STATOIL ASA SPON	ADR	85771P102	104	3674	SH	SOLE		1
STORA ENSO OYJ	ADR	86210M106	158	11363	SH	SOLE		1
STRATASYS INC		862685104	23	810	SH	SOLE		1

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STRAYED ED INC	COM	863236105	41	423	SH	SOLE	1
TECHNOLOGY ETF		86330E703	4	90	SH	SOLE	1
"STREETTRACK"							
GOLD ETF		863307104	6	114	SH	SOLE	1
"STREETTRACKS"							

11

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
-----	-----	-----	-----	-----	-----	-----	-----	-----
SUBURBAN PROPANE PARTNERS L P		864482104	15	500	SH		SOLE	1
SUNCOR ENERGY INC		867229106	69	853	SH		SOLE	1
SUNRISE SENIOR LIVING INC	COM	86768K106	15	570	SH		SOLE	1
SUNTRUST BANKS INC	COM	867914103	18	243	SH		SOLE	1
SUPERIOR ENERGY SERVICES INC		868157108	26	775	SH		SOLE	1
SUPER VALU INC		868536103	14	480	SH		SOLE	1
SYSCO CORP		871829107	212	6957	SH		SOLE	1
TEPPCO PARTNERS LP		872384102	81	2300	SH		SOLE	1
TNT N V	SPONSORED ADR	87260W101	321	8971	SH		SOLE	1
TXU CORP		873168108	179	3000	SH		SOLE	1
TAIWAN SEMICONDUCTOR MFG CO LTD	ADR'S	874039100	65	7108	SH		SOLE	1
TALISMAN ENERGY INC	COM	87425E103	5	310	SH		SOLE	1
TARGET CORP		87612E106	421	8629	SH		SOLE	1
TARGET CORP		87612E106	19	400	SH		DEFINED	1
TEAM INC		878155100	10	415	SH		SOLE	1
TEKELEC	COM	879101103	35	2882	SH		SOLE	1
TELECOM CORP OF NEW ZEALAND		879278208	4	241	SH		SOLE	1
TELEFONOS DE MEXICO SA DE CV	SPONS ADR	879403780	95	4593	SH		SOLE	1
TELLABS INC DELAWARE		879664100	2	200	SH		DEFINED	1
TEMPLE INLAND INC	COM	879868107	77	1800	SH		SOLE	1
TELETECH HOLDINGS INC	COM	879939106	24	1935	SH		SOLE	1
TERRA INDUSTRIES INC		880915103	0	15	SH		SOLE	1
TESORO CORP	COM	881609101	66	892	SH		SOLE	1
TEVA PHARMACEUTICAL IND	ADR'S	881624209	386	12221	SH		SOLE	1
TESSERA		88164L100	10	400	SH		SOLE	1

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TECHNOLOGIES INC							
TEXAS		882508104	201	6636	SH	SOLE	1
INSTRUMENTS							
THESTREET COM	COM	88368Q103	8	670	SH	SOLE	1
THOMAS	ADR	885118109	230	13974	SH	SOLE	1
MULTIMEDIA							
THORNBURG		885218107	13	500	SH	SOLE	1
MORTGAGE INC							
3M CO		88579Y101	486	6021	SH	SOLE	1
TIDEWATER INC		886423102	14	300	SH	SOLE	1
TIFFANY & CO	NEW	886547108	36	1100	SH	SOLE	1
TIME WARNER INC		887317105	234	13540	SH	SOLE	1
TOTAL FINA ELF	ADR	89151E109	265	4058	SH	SOLE	1
S.A.							
TOWER GROUP INC	COM	891777104	17	585	SH	SOLE	1
TOYOTA MOTOR	ADR NEW	892331307	147	1415	SH	SOLE	1
CORP							
TRADESTATION		89267P105	9	765	SH	SOLE	1
GROUP INC							
TRANSACTION SYS	COM	893416107	69	1665	SH	SOLE	1
ARCHITECTS							
TRIAD HOSPS INC		89579K109	21	543	SH	SOLE	1
TRIARC		895927309	48	3120	SH	SOLE	1
COMPANIES "B"							
SR1							
TRIBUNE COMPANY		896047107	25	800	SH	SOLE	1
TRINITY INDS INC	COM	896522109	71	1775	SH	SOLE	1
TRUE RELIGION	COM	89784N104	26	1510	SH	SOLE	1
APPAREL INC							
TRUSTMARK CORP	COM	898402102	484	15659	SH	SOLE	1
TYCO INTL LTD	NEW COM	902124106	12	451	SH	SOLE	1
TYLER	COM	902252105	30	2700	SH	SOLE	1
TECHNOLOGIES INC							
TYSON FOODS INC		902494103	280	18874	SH	SOLE	1
CL A							
UAL CORP	COM NEW	902549807	53	1711	SH	SOLE	1
UCBH HOLDINGS		90262T308	44	2692	SH	SOLE	1
INC							
USA TRUCK INC		902925106	560	31498	SH	SOLE	1
-RESTRICTED							
US BANCORP	DEL NEW	902973304	359	11656	SH	SOLE	1
U S HOME SYS INC		90335C100	10	1070	SH	SOLE	1
U S AIRWAYS	COM	90341W108	95	1887	SH	SOLE	1
GROUP INC							
ULTRALIFE	COM	903899102	21	2125	SH	SOLE	1
BATTERIES INC							
ULTRA PETROLEUM		903914109	78	1317	SH	SOLE	1
CORP-CAD							
UNILEVER PLC	ADR NEW COM	904767704	3	145	SH	SOLE	1
SPONS							
UNILEVER NV NY	NEW	904784709	4	200	SH	SOLE	1
UNION PACIFIC		907818108	18	200	SH	SOLE	1
CORP							
UNION PACIFIC		907818108	204	2200	SH	DEFINED	1
CORP							
UNITED AUTO		909440109	41	1947	SH	SOLE	1
GROUP							
UNITED FIRE &	COM	910331107	39	1302	SH	SOLE	1
CAS CO							
UNITED	SPONSORED ADR	910873207	5	1730	SH	SOLE	1
MICROELECTRONICS							
CORP							

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UNITED TECHNOLOGIES CORP		913017109	349	5514	SH	SOLE	1
UNITED UTILITIES PLC SP		91311Q105	2	111	SH	SOLE	1
UNITED COMPRESSION HOLDINGS		913431102	97	1556	SH	SOLE	1
UNIVERSAL TRUCKLOAD SVCS INC		91388P105	34	1000	SH	SOLE	1
UNIVERSAL HEALTH SERVICES INC CL B		913903100	86	1724	SH	SOLE	1
UNIVERSAL TECHNICAL INST INC	COM	913915104	47	2155	SH	SOLE	1

12

NAME OF ISSUER	TITLE OF CLASS	CUSIP	MKT VAL x 1000	QTY	SH/ PRN	PUT/ CALL	INVESTMENT DESCRETION	OTHER MANAGERS
UPM KYMMENE CORP	SPN ADR	915436109	236	11033	SH		SOLE	1
URBAN OUTFITTERS INC	COM	917047102	19	1090	SH		SOLE	1
VF CORPORATION		918204108	14	215	SH		SOLE	1
VALUECLICK INC	COM	92046N102	20	1320	SH		SOLE	1
VARIAN MEDICAL SYSTEMS		92220P105	347	7351	SH		SOLE	1
VARIAN SEMICONDUCTOR EQUIP		922207105	33	1015	SH		SOLE	1
VERIZON COMMUNICATIONS		92343V104	774	23141	SH		SOLE	1
VERIZON COMMUNICATIONS		92343V104	84	2517	SH		DEFINED	1
VIAD CORPORATION		92552R406	2	87	SH		SOLE	1
VIACOM INC CL B	NEW	92553P201	171	4793	SH		SOLE	1
VIGNETTE CORP	COM NEW	926734401	20	1410	SH		SOLE	1
VISTEON CORP		92839U107	0	10	SH		SOLE	1
VITRAN CORP		92850E107	25	1095	SH		SOLE	1
VODAFONE GROUP PLC	NEW	92857W100	725	34078	SH		SOLE	1
VODAFONE GROUP PLC	NEW	92857W100	12	565	SH		DEFINED	1
W H ENERGY SERVICES		92925E108	26	520	SH		SOLE	1
WPP GROUP PLC	SPON ADR 0905	929309409	479	7957	SH		SOLE	1
WACHOVIA CORP 2ND	NEW	929903102	290	5368	SH		SOLE	1
WACHOVIA CORP 2ND	NEW	929903102	27	500	SH		DEFINED	1
WAL MART STORES	COM	931142103	1418	29460	SH		SOLE	1

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INC								
WAL MART STORES	COM	931142103	194	4036	SH	DEFINED		1
INC								
WALGREEN CO	COM	931422109	712	15889	SH	SOLE		1
WALTER INDS INC		93317Q105	131	2289	SH	SOLE		1
WASHINGTON		939322103	508	11164	SH	SOLE		1
MUTUAL INC								
WASTE		941053100	68	1876	SH	SOLE		1
CONNECTIONS INC								
WASTE	NEW	94106L109	114	3196	SH	SOLE		1
MANAGEMENT INC								
WATSCO INC		942622200	47	795	SH	SOLE		1
WEBEX	COM	94767L109	38	1085	SH	SOLE		1
COMMUNICATIONS								
INC								
WELLPOINT INC	COM	94973V107	50	698	SH	SOLE		1
WELLS FARGO &	NEW	949746101	29	439	SH	SOLE		1
CO.								
WELLS FARGO &	NEW	949746101	13	200	SH	DEFINED		1
CO.								
WESTAR ENERGY		95709T100	49	2340	SH	SOLE		1
INC								
WEYERHAEUSER CO	COM	962166104	31	500	SH	SOLE		1
WHIRLPOOL CORP		963320106	98	1194	SH	SOLE		1
WHITNEY HOLDING	COMMON	966612103	57	1625	SH	SOLE		1
CORP								
WHOLE FOODS		966837106	494	7653	SH	SOLE		1
MARKET INC								
WILLIAMS SONOMA		969904101	26	778	SH	SOLE		1
INC								
WYETH		983024100	559	12605	SH	SOLE		1
XM SATELLITE		983759101	1	100	SH	SOLE		1
XT0 ENERGY INC		98385X106	89	2028	SH	SOLE		1
XCEL ENERGY INC		98389B100	2	154	SH	SOLE		1
YAHOO INC		984332106	848	25700	SH	SOLE		1
YUM BRANDS INC		988498101	67	1346	SH	SOLE		1
ZIMMER HLDGS INC		98956P102	61	1082	SH	SOLE		1
OROMIN	NEW COM	687082107	19	11200		SOLE		NONE
EXPLORATIONS LTD								
STANDARD &	UNITS OF	78462F103	1459	11414		SOLE		NONE
POORS	UNDIVIDED							
DEPOSITARY	BENEFICIAL							
RECEIPTS	INTEREST							
(SPDR'S)								
GRAND TOTALS				654605		14147045		