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M&T BANK CORP
Form 13F-HR
May 15, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 3/31/2012

Check here is Amendment ; Amendment Number:

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

Institutional Investment Manager Filing this Report:

Name: M&T Bank Corporation

Address: One M&T Plaza
Buffalo, NY 14240

Form 13-F File Number: 028-00267

This 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 part of this form.

Person Signing this Report on Behalf of Reporting Manager

Name: Mark Czarnecki
Title: President
Phone: (716) 842-5291

Signature, Place & Date of Signing:

/s/ Mark Czarnecki, President Buffalo, New York 5/11/2012

[Signature] [City, State] [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting managers 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 managers are reported in this report and a portion are reported

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by other reporting managers(s).)

List of Other Included Managers:

Form 13F File Number	Name
028-03980	Manufacturers & Traders Trust Company
028-11878	M&T Trust Company of Delaware, Inc.
028-10909	Wilmington Trust Investment Advisors, Inc.

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
028-03742	Wilmington Trust Company
028-12629	Wilmington Trust Investment Management, LLC
028-06601	Wilmington Funds Management Corporation
028-03740	Wilmington Trust NA
028-10909	WTIA Investment Advisors, Inc.

FORM 13-F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	3
Form 13-F Information Table Entry Total:	1,956
Form 13-F Information Table Value Total:	1,987,174

	(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.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	028-39800	Manufacturers & Traders Trust Company
3	028-10909	Wilmington Trust Investment Advisors, Inc.
4	028-11878	M&T Trust Company of Delaware, Inc.

SEC USE

COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6
				INVESTMENT AUTHORITY

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1,000)	SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE	SHARED - DEFINED	SHARED - OTHER
BRISTOL-MYERS SQUIBB CO.....	COMMON STOCK	110122108	17	500	Shares				X
CVS/CAREMARK CORP.....	COMMON STOCK	126650100	36	800	Shares				X
CATERPILLAR INC.....	COMMON STOCK	149123101	91	850	Shares				X
CHEVRON CORP.....	COMMON STOCK	166764100	149	1390	Shares				X
FORD MOTOR CO.....	COMMON STOCK	345370860	56	4500	Shares				X
FULTON FINANCIAL CORP.....	COMMON STOCK	360271100	4119	392282	Shares		X		
GENERAL ELECTRIC COMPANY.....	COMMON STOCK	369604103	40	2000	Shares				X
HONEYWELL INTL INC COM.....	COMMON STOCK	438516106	12	200	Shares				X
INTEL CORP COM.....	COMMON STOCK	458140100	84	3000	Shares				X
IBM CORPORATION...	COMMON STOCK	459200101	130	625	Shares				X
ISHARES MSCI EAFE INDEX ETF.....	COMMON STOCK	464287465	64	1164	Shares			X	
ISHARES RUSSELL 1000 VALUE INDEX ETF.....	COMMON STOCK	464287598	67	960	Shares			X	
ISHARES RUSSELL 1000 GROWTH IDX ETF.....	COMMON STOCK	464287614	98	1476	Shares			X	
ISHARES RUSSELL 2000 GROWTH IDX ETF.....	COMMON STOCK	464287648	50	528	Shares			X	
JOHNSON & JOHNSON.....	COMMON STOCK	478160104	102	1550	Shares				X
LOCKHEED MARTIN CORPORATION COM.....	COMMON STOCK	539830109	45	500	Shares				X
MCDONALD'S CORPORATION...	COMMON STOCK	580135101	177	1800	Shares				X
MICROSOFT CORP.....	COMMON STOCK	594918104	81	2500	Shares				X
NATIONAL OILWELL VARCO INC.....	COMMON STOCK	637071101	40	500	Shares				X
PEPSICO INC COM.....	COMMON STOCK	713448108	113	1700	Shares				X
PHILIP MORRIS INTL INC.....	COMMON STOCK	718172109	111	1250	Shares				X
PROCTER &									

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GAMBLE CO COM.....	COMMON STOCK	742718109	202	3000	Shares		X
SCHLUMBERGER LTD.....	COMMON STOCK	806857108	108	1550	Shares		X
WELLS FARGO & CO.....	COMMON STOCK	949746101	68	2000	Shares		X
ABB LTD SPON ADR.....	COMMON STOCK	000375204	8	371	Shares	X	
ABB LTD SPON ADR.....	COMMON STOCK	000375204	42	2060	Shares		X
ACCO BRANDS CORP.....	COMMON STOCK	00081T108	12	1000	Shares	X	
ACNB CORP.....	COMMON STOCK	000868109	282	19475	Shares	X	
AFLAC INC.....	COMMON STOCK	001055102	388	8426	Shares	X	
AFLAC INC.....	COMMON STOCK	001055102	593	12895	Shares		X
AGL RESOURCES INC.....	COMMON STOCK	001204106	20	509	Shares	X	
AGL RESOURCES INC.....	COMMON STOCK	001204106	22	567	Shares		X
AES CORP COM...	COMMON STOCK	00130H105	30	2300	Shares	X	
AK STEEL HOLDING CORP COM.....	COMMON STOCK	001547108	2	291	Shares	X	
AMC NETWORKS INC A.....	COMMON STOCK	00164V103	31	700	Shares	X	
AOL INC.....	COMMON STOCK	00184X105	2	105	Shares	X	
AOL INC.....	COMMON STOCK	00184X105	2	95	Shares		X
AT&T INC.....	COMMON STOCK	00206R102	13983	447745	Shares	X	
AT&T INC.....	COMMON STOCK	00206R102	9960	318927	Shares		X
AT&T INC.....	COMMON STOCK	00206R102	96	3089	Shares	X	
AVI BIOPHARMA INC.....	COMMON STOCK	002346104	18	12000	Shares	X	
ABBOTT LABORATORIES..	COMMON STOCK	002824100	9486	154775	Shares	X	
ABBOTT LABORATORIES..	COMMON STOCK	002824100	4380	71462	Shares		X
ABBOTT LABORATORIES..	COMMON STOCK	002824100	56	910	Shares	X	
ABBOTT LABORATORIES..	COMMON STOCK	002824100	31	500	Shares		X
ABERDEEN ASIA PACIFIC INC FD.....	COMMON STOCK	003009107	18	2533	Shares	X	
ABERDEEN AUSTRALIA EQUITY FUND.....	COMMON STOCK	003011103	5	500	Shares		X
ABERDEEN CHILE FUND INC.....	COMMON STOCK	00301W105	6	300	Shares	X	
ABOVENET INC.....	COMMON STOCK	00374N107	23	275	Shares	X	
ACME PACKET INC.....	COMMON STOCK	004764106	46	1666	Shares	X	
ACME PACKET INC.....	COMMON STOCK	004764106	8	284	Shares		X
ACTIVE NETWORK INC/ THE.....	COMMON STOCK	00506D100	34	2025	Shares	X	
ACTIVISION BLIZZARD INC.....	COMMON STOCK	00507V109	122	9514	Shares	X	
ACTIVISION							

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BLIZZARD INC.....	COMMON STOCK	00507V109	64	4994	Shares				X
ADOBE SYSTEMS COMMON.....	COMMON STOCK	00724F101	48	1400	Shares		X		
ADOBE SYSTEMS COMMON.....	COMMON STOCK	00724F101	9	265	Shares				X
ADTRAN INC COM.....	COMMON STOCK	00738A106	345	11060	Shares		X		
ADTRAN INC COM.....	COMMON STOCK	00738A106	167	5345	Shares		X		
ADVANCED SEMICONDUCTOR E ADR.....	COMMON STOCK	00756M404	11	2170	Shares		X		
ADVISORY BOARD CO (THE).....	COMMON STOCK	00762W107	44	500	Shares		X		
ADVANCED MICRO DEVICES INC COM.....	COMMON STOCK	007903107	1175	146503	Shares		X		

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED OTHER	
ADVANCED MICRO DEVICES INC COM.....	COMMON STOCK	007903107	4	500	Shares				X
ADVANCED MICRO DEVICES INC COM.....	COMMON STOCK	007903107	48	6043	Shares		X		
AEGON NV ORD AMER REG SHS.....	COMMON STOCK	007924103	13	2349	Shares				X
AES TRUST III PFD CONV 6.75% 10/29.....	COMMON STOCK	00808N202	20	400	Shares		X		
AES TRUST III PFD CONV 6.75% 10/29.....	COMMON STOCK	00808N202	16	325	Shares				X
AETNA INC NEW COM.....	COMMON STOCK	00817Y108	523	10427	Shares		X		
AFFILIATED MANAGERS GROUP.....	COMMON STOCK	008252108	862	7708	Shares		X		
AFFILIATED MANAGERS GROUP.....	COMMON STOCK	008252108	22	201	Shares				X
AFFYMAX INC.....	COMMON STOCK	00826A109	30	2575	Shares		X		
AGILENT									

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TECHNOLOGIES INC COM.....	COMMON STOCK	00846U101	4	81	Shares	X	
AGILENT TECHNOLOGIES INC COM.....	COMMON STOCK	00846U101	38	853	Shares		X
AIR METHODS CORPORATION.....	COMMON STOCK	009128307	39	450	Shares	X	
AIR PRODUCTS & CHEMICALS INC.....	COMMON STOCK	009158106	2417	26328	Shares	X	
AIR PRODUCTS & CHEMICALS INC.....	COMMON STOCK	009158106	1345	14655	Shares		X
AIR PRODUCTS & CHEMICALS INC.....	COMMON STOCK	009158106	28	310	Shares	X	
ALASKA AIR GROUP INC.....	COMMON STOCK	011659109	38	1050	Shares	X	
ALBEMARLE CORP COM.....	COMMON STOCK	012653101	3116	48754	Shares	X	
ALBEMARLE CORP COM.....	COMMON STOCK	012653101	1465	22922	Shares		X
ALBEMARLE CORP COM.....	COMMON STOCK	012653101	40	630	Shares	X	
ALCOA INC COM.....	COMMON STOCK	013817101	323	32282	Shares	X	
ALCOA INC COM.....	COMMON STOCK	013817101	210	20912	Shares		X
ALCATEL-LUCENT - SPON ADR.....	COMMON STOCK	013904305	1	389	Shares	X	
ALCATEL-LUCENT - SPON ADR.....	COMMON STOCK	013904305	1	253	Shares		X
ALEXANDER & BALDWIN COMMON.....	COMMON STOCK	014482103	1703	35140	Shares	X	
ALEXANDER & BALDWIN COMMON.....	COMMON STOCK	014482103	81	1676	Shares		X
ALEXANDER & BALDWIN COMMON.....	COMMON STOCK	014482103	25	510	Shares	X	
ALERE INC.....	COMMON STOCK	01449J105	220	8456	Shares	X	
ALERE INC.....	COMMON STOCK	01449J105	107	4130	Shares	X	
ALEXION PHARMACEUTICALS INC COM.....	COMMON STOCK	015351109	2644	28472	Shares	X	
ALEXION PHARMACEUTICALS INC COM.....	COMMON STOCK	015351109	126	1356	Shares		X
ALLEGHANY CORPORATION.....	COMMON STOCK	017175100	1	3	Shares	X	
ALLEGHANY CORPORATION.....	COMMON STOCK	017175100	7	21	Shares		X
ALLEGHENY TECH CONV 4.250% 6/01/1.....	COMMON STOCK	01741RAD4	2	2000	Shares	X	
ALLERGAN INC.....	COMMON STOCK	018490102	3280	34375	Shares	X	
ALLERGAN INC.....	COMMON STOCK	018490102	148	1546	Shares		X

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ALLERGAN INC.....	COMMON							
	STOCK	018490102	17	180	Shares		X	
ALLETE INC.....	COMMON							
	STOCK	018522300	47	1125	Shares			X
ALLIANCE DATA	COMMON							
SYSTEMS CORP.....	STOCK	018581108	73	576	Shares		X	
ALLIANCE DATA	COMMON							
SYSTEMS CORP.....	STOCK	018581108	4	28	Shares			X
ALLIANT TECH	COMMON							
SYSTEMS INC.....	STOCK	018804104	20	405	Shares			X
ALLISON								
TRANSMISSION	COMMON							
HOLDINGS.....	STOCK	01973R101	10	430	Shares		X	
ALLSCRIPTS								
HEALTHCARE								
SOLUTIONS	COMMON							
INC.....	STOCK	01988P108	372	22397	Shares		X	
ALLSCRIPTS								
HEALTHCARE								
SOLUTIONS	COMMON							
INC.....	STOCK	01988P108	57	3450	Shares			X
ALLSCRIPTS								
HEALTHCARE								
SOLUTIONS	COMMON							
INC.....	STOCK	01988P108	136	8195	Shares		X	
ALLSTATE CORP.....	COMMON							
	STOCK	020002101	338	10259	Shares		X	
ALLSTATE CORP.....	COMMON							
	STOCK	020002101	177	5374	Shares			X
ALPHA NATURAL	COMMON							
RESOURCES.....	STOCK	02076X102	441	28978	Shares		X	
ALPHA NATURAL	COMMON							
RESOURCES.....	STOCK	02076X102	20	1291	Shares		X	
ALPINE GLOBAL								
PREMIER	COMMON							
PPTYS.....	STOCK	02083A103	14219	2187614	Shares		X	
ALPINE GLOBAL								
PREMIER	COMMON							
PPTYS.....	STOCK	02083A103	2648	407317	Shares			X
ALPINE GLOBAL								
PREMIER	COMMON							
PPTYS.....	STOCK	02083A103	587	90379	Shares		X	
ALPINE GLOBAL								
PREMIER	COMMON							
PPTYS.....	STOCK	02083A103	6	999	Shares		X	
ALPINE TOTAL								
DYNAMIC DVD	COMMON							
FD.....	STOCK	021060108	32	6844	Shares		X	
ALPINE TOTAL								
DYNAMIC DVD	COMMON							
FD.....	STOCK	021060108	5	1000	Shares			X
ALTERA CORP	COMMON							
COM.....	STOCK	021441100	491	12336	Shares		X	
ALTERA CORP	COMMON							
COM.....	STOCK	021441100	203	5110	Shares		X	
ALTRIA GROUP	COMMON							
INC.....	STOCK	02209S103	8884	287779	Shares		X	
ALTRIA GROUP	COMMON							
INC.....	STOCK	02209S103	3747	121367	Shares			X
ALTRIA GROUP	COMMON							
INC.....	STOCK	02209S103	78	2538	Shares		X	
AMAZON.COM	COMMON							

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INC.....	STOCK	023135106	8104	40019	Shares		X	
AMAZON.COM	COMMON							
INC.....	STOCK	023135106	346	1709	Shares			X
AMAZON.COM	COMMON							
INC.....	STOCK	023135106	1436	7091	Shares		X	
AMAZON.COM	COMMON							
INC.....	STOCK	023135106	25	125	Shares			X
AMERICA MOVIL SA								
- SPONS ADR SER	COMMON							
L.....	STOCK	02364W105	36	1446	Shares		X	
AMERICA MOVIL SA								
- SPONS ADR SER	COMMON							
L.....	STOCK	02364W105	300	12100	Shares			X
AMERICAN CAMPUS								
COMMUNITIES	COMMON							
INC-REI.....	STOCK	024835100	32	726	Shares		X	
AMERICAN								
CAPITAL AGENCY	COMMON							
CORP.....	STOCK	02503X105	7	250	Shares		X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED OTHER	
AMERICAN CAPITAL AGENCY CORP.....	COMMON STOCK	02503X105	9	300	Shares				X
AMERICAN ELECTRIC POWER CO INC.....	COMMON STOCK	025537101	155	4015	Shares		X		
AMERICAN ELECTRIC POWER CO INC.....	COMMON STOCK	025537101	98	2534	Shares				X
AMERICAN EAGLE OUTFITTER INC....	COMMON STOCK	02553E106	17	965	Shares		X		
AMERICAN ELECTRIC TECHNOLOGIES INC.....	COMMON STOCK	025576109	0	100	Shares		X		
AMERICAN EXPRESS CO.....	COMMON STOCK	025816109	1055	18234	Shares		X		
AMERICAN EXPRESS CO.....	COMMON STOCK	025816109	673	11623	Shares				X
AMERICAN EXPRESS CO.....	COMMON STOCK	025816109	15	260	Shares		X		
AMERICAN FINANCIAL GROUP INC.....	COMMON STOCK	025932104	23	600	Shares				X
AMERICAN INTL CW21 1/19/21.....	COMMON STOCK	026874156	1	76	Shares		X		
AMERICAN INTL	COMMON								

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CW21 1/19/21.....	STOCK	026874156	0	32	Shares		X
AMERICAN INTERNATIONAL GROUP.....	COMMON STOCK	026874784	4	137	Shares	X	
AMERICAN INTERNATIONAL GROUP.....	COMMON STOCK	026874784	5	157	Shares		X
AMERICAN TOWER CORP.....	COMMON STOCK	03027X100	337	5354	Shares	X	
AMERICAN TOWER CORP.....	COMMON STOCK	03027X100	14	216	Shares	X	
AMERICAN WATER WORKS CO INC.....	COMMON STOCK	030420103	19	550	Shares	X	
AMERICAN WATER WORKS CO INC.....	COMMON STOCK	030420103	95	2800	Shares		X
AMERISOURCE BERGEN CORP.....	COMMON STOCK	03073E105	14	342	Shares	X	
AMERIGROUP CORPORATION.....	COMMON STOCK	03073T102	64	950	Shares	X	
AMERIPRISE FINANCIAL INC.....	COMMON STOCK	03076C106	76	1327	Shares	X	
AMERIPRISE FINANCIAL INC.....	COMMON STOCK	03076C106	77	1351	Shares		X
AMERIS BANCORP....	COMMON STOCK	03076K108	2	123	Shares	X	
AMERIGAS PARTNERS LP.....	COMMON STOCK	030975106	12	300	Shares		X
AMGEN INC COM.....	COMMON STOCK	031162100	3824	56262	Shares	X	
AMGEN INC COM.....	COMMON STOCK	031162100	1468	21598	Shares		X
AMGEN INC COM.....	COMMON STOCK	031162100	27	400	Shares		X
AMPAL-AMERICAN ISRAEL CORP A....	COMMON STOCK	032015109	6	25359	Shares	X	
AMPHENOL CORP NEW CL A.....	COMMON STOCK	032095101	7	109	Shares	X	
ANADARKO PETROLEUM CORP.....	COMMON STOCK	032511107	2674	34128	Shares	X	
ANADARKO PETROLEUM CORP.....	COMMON STOCK	032511107	330	4210	Shares		X
ANADARKO PETROLEUM CORP.....	COMMON STOCK	032511107	843	10767	Shares	X	
ANALOG DEVICES INC.....	COMMON STOCK	032654105	4	108	Shares	X	
ANALOG DEVICES INC.....	COMMON STOCK	032654105	15	360	Shares		X
ANAREN INC.....	COMMON STOCK	032744104	141	7671	Shares	X	
ANNALY CAPITAL MANAGEMENT INC (REIT.....)	COMMON STOCK	035710409	81	5130	Shares	X	
ANNALY CAPITAL MANAGEMENT INC (REIT.....)	COMMON STOCK	035710409	5	300	Shares		X
ANSYS INC.....	COMMON STOCK	03662Q105	455	6991	Shares	X	
ANSYS INC.....	COMMON STOCK	03662Q105	217	3345	Shares	X	

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AON CORP.....	COMMON							
	STOCK	037389103	226	4600	Shares		X	
APACHE CORP	COMMON							
COM.....	STOCK	037411105	3625	36093	Shares		X	
APACHE CORP	COMMON							
COM.....	STOCK	037411105	929	9254	Shares			X
APACHE CORP	COMMON							
COM.....	STOCK	037411105	40	400	Shares			X
APACHE CORP CONV	COMMON							
PFD 6%8/13 SER...	STOCK	037411808	19	350	Shares			X
APOLLO GROUP INC	COMMON							
CL A.....	STOCK	037604105	22	575	Shares		X	
APOLLO								
INVESTMENT	COMMON							
CORPORATION.....	STOCK	03761U106	22	3000	Shares		X	
APOLLO								
INVESTMENT	COMMON							
CORPORATION.....	STOCK	03761U106	6	800	Shares			X
APPLE INC.....	COMMON							
	STOCK	037833100	42216	70413	Shares		X	
APPLE INC.....	COMMON							
	STOCK	037833100	6554	10932	Shares			X
APPLE INC.....	COMMON							
	STOCK	037833100	3755	6262	Shares		X	
APPLE INC.....	COMMON							
	STOCK	037833100	779	1300	Shares			X
APPLIED MATERIALS	COMMON							
INC COM.....	STOCK	038222105	67	5395	Shares		X	
APPLIED MATERIALS	COMMON							
INC COM.....	STOCK	038222105	47	3800	Shares			X
AQUA AMERICA	COMMON							
INC.....	STOCK	03836W103	40	1783	Shares		X	
AQUA AMERICA	COMMON							
INC.....	STOCK	03836W103	27	1200	Shares			X
ARCH COAL INC.....	COMMON							
	STOCK	039380100	6	540	Shares		X	
ARCELORMITTAL-NY	COMMON							
REGISTERED.....	STOCK	03938L104	6	300	Shares		X	
ARCHER DANIELS								
MIDLAND CO	COMMON							
COM.....	STOCK	039483102	155	4900	Shares		X	
ARCHER DANIELS								
MIDLAND CO	COMMON							
COM.....	STOCK	039483102	380	12000	Shares			X
ARCTIC CAT INC....	COMMON							
	STOCK	039670104	30	700	Shares		X	
ARM HOLDINGS	COMMON							
PLC.....	STOCK	042068106	1341	47408	Shares		X	
ARM HOLDINGS	COMMON							
PLC.....	STOCK	042068106	50	1770	Shares			X
ARMOUR								
RESIDENTIAL REIT	COMMON							
INC.....	STOCK	042315101	68	10000	Shares		X	
ARMSTRONG WORLD	COMMON							
INDUSTRIES.....	STOCK	04247X102	41	850	Shares		X	
ARRIS GROUP.....	COMMON							
	STOCK	04269Q100	223	19720	Shares			X
ARTESIAN								
RESOURCES								
CORPORATION CL	COMMON							
A.....	STOCK	043113208	17	885	Shares		X	
ARUBA NETWORKS	COMMON							

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INC.....	STOCK	043176106	1075	48262	Shares	X
ARUBA NETWORKS	COMMON					
INC.....	STOCK	043176106	198	8881	Shares	X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY	
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER
ASHLAND INC.....	COMMON STOCK	044209104	29	474	Shares			X
ASPEN TECHNOLOGY INC.....	COMMON STOCK	045327103	39	1900	Shares		X	
ASSURANT INC.....	COMMON STOCK	04621X108	2	45	Shares		X	
ASTRAZENECA GROUP PLC SPONSORED ADR.....	COMMON STOCK	046353108	100	2247	Shares		X	
ASTRAZENECA GROUP PLC SPONSORED ADR.....	COMMON STOCK	046353108	61	1380	Shares			X
ATHENAHEALTH INC.....	COMMON STOCK	04685W103	43	575	Shares		X	
ATLAS AIR WORLDWIDE HOLDINGS.....	COMMON STOCK	049164205	32	650	Shares		X	
ATMOS ENERGY CORP.....	COMMON STOCK	049560105	1	30	Shares		X	
AUTODESK COM.....	COMMON STOCK	052769106	477	11279	Shares		X	
AUTODESK COM.....	COMMON STOCK	052769106	42	1000	Shares			X
AUTODESK COM.....	COMMON STOCK	052769106	196	4620	Shares		X	
AUTOMATIC DATA PROCESSING INC.....	COMMON STOCK	053015103	1594	28883	Shares		X	
AUTOMATIC DATA PROCESSING INC.....	COMMON STOCK	053015103	2155	39049	Shares			X
AUTOZONE INC COM.....	COMMON STOCK	053332102	64	172	Shares		X	
AUTOZONE INC COM.....	COMMON STOCK	053332102	77	208	Shares			X
AUXILIUM PHARMACEUTICALS INC.....	COMMON STOCK	05334D107	122	6575	Shares		X	
AUXILIUM								

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PHARMACEUTICALS INC.....	COMMON STOCK	05334D107	59	3200	Shares	X	
AVALONBAY COMMUNITIES INC.....	COMMON STOCK	053484101	36	257	Shares	X	
AVERY DENNISON CORP COM.....	COMMON STOCK	053611109	5	180	Shares	X	
AVIS BUDGET GROUP INC.....	COMMON STOCK	053774105	1	50	Shares	X	
AVON PRODUCTS INC.....	COMMON STOCK	054303102	111	5734	Shares	X	
AVON PRODUCTS INC.....	COMMON STOCK	054303102	156	8074	Shares		X
AXCELIS TECHNOLOGIES INC COM.....	COMMON STOCK	054540109	1	330	Shares	X	
BB&T CORP COM....	COMMON STOCK	054937107	486	15485	Shares	X	
BB&T CORP COM....	COMMON STOCK	054937107	515	16410	Shares		X
BCE INC.....	COMMON STOCK	05534B760	138	3450	Shares	X	
BCE INC.....	COMMON STOCK	05534B760	23	584	Shares		X
BOK FINANCIAL CORPORATION.....	COMMON STOCK	05561Q201	1	11	Shares	X	
BP PLC SPONSORED ADR.....	COMMON STOCK	055622104	801	17792	Shares	X	
BP PLC SPONSORED ADR.....	COMMON STOCK	055622104	813	18065	Shares		X
BABCOCK & WILCOX CO.....	COMMON STOCK	05615F102	327	12692	Shares	X	
BABCOCK & WILCOX CO.....	COMMON STOCK	05615F102	7	275	Shares		X
BABCOCK & WILCOX CO.....	COMMON STOCK	05615F102	151	5880	Shares	X	
BAIDU INC-SPON ADR.....	COMMON STOCK	056752108	1514	10389	Shares	X	
BAIDU INC-SPON ADR.....	COMMON STOCK	056752108	24	166	Shares		X
BAIDU INC-SPON ADR.....	COMMON STOCK	056752108	14	97	Shares	X	
BAKER HUGHES INC COM.....	COMMON STOCK	057224107	141	3357	Shares	X	
BAKER HUGHES INC COM.....	COMMON STOCK	057224107	27	650	Shares		X
BALL CORPORATION.....	COMMON STOCK	058498106	1700	39650	Shares	X	
BANCO BRADESCO - SPONS ADR.....	COMMON STOCK	059460303	10	570	Shares	X	
BANCO BILBAO VIZCAYA ARGENTARIA ADR.....	COMMON STOCK	05946K101	5	570	Shares	X	
BANCO SANTANDER SA - SPONS ADR.....	COMMON STOCK	05964H105	25	3206	Shares	X	
BANCO SANTANDER SA - SPONS ADR.....	COMMON STOCK	05964H105	13	1700	Shares		X
BANCOLOMBIA SA SPONS ADR.....	COMMON STOCK	05968L102	13	198	Shares	X	

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BANK AMER CORP.....	COMMON STOCK	060505104	3780	395005	Shares	X	
BANK AMER CORP.....	COMMON STOCK	060505104	1306	136433	Shares		X
BANK AMER CORP.....	COMMON STOCK	060505104	782	81701	Shares	X	
BANK AMER PFD CONV 7.25% SER L.....	COMMON STOCK	060505682	49	50	Shares		X
BANK OF THE OZARKS INC.....	COMMON STOCK	063904106	30	975	Shares	X	
BANK NEW YORK MELLON CORP.....	COMMON STOCK	064058100	1561	64684	Shares	X	
BANK NEW YORK MELLON CORP.....	COMMON STOCK	064058100	274	11338	Shares		X
BANK NEW YORK MELLON CORP.....	COMMON STOCK	064058100	27	1100	Shares	X	
BARD C R INC COM.....	COMMON STOCK	067383109	49	500	Shares	X	
BARD C R INC COM.....	COMMON STOCK	067383109	424	4300	Shares		X
BARCLAYS PLC - SPONS ADR.....	COMMON STOCK	06738E204	5	322	Shares	X	
BARCLAYS PLC - SPONS ADR.....	COMMON STOCK	06738E204	11	755	Shares		X
BARRICK GOLD CORP.....	COMMON STOCK	067901108	4	94	Shares	X	
BARRICK GOLD CORP.....	COMMON STOCK	067901108	140	3220	Shares		X
BAXTER INTERNATIONAL...	COMMON STOCK	071813109	973	16277	Shares	X	
BAXTER INTERNATIONAL...	COMMON STOCK	071813109	344	5750	Shares		X
BAXTER INTERNATIONAL...	COMMON STOCK	071813109	18	302	Shares	X	
BEACON ROOFING SUPPLY INC.....	COMMON STOCK	073685109	40	1554	Shares	X	
BEAM INC.....	COMMON STOCK	073730103	561	9574	Shares	X	
BEAM INC.....	COMMON STOCK	073730103	192	3278	Shares		X
BECTON DICKINSON & CO COM.....	COMMON STOCK	075887109	1108	14268	Shares	X	
BECTON DICKINSON & CO COM.....	COMMON STOCK	075887109	371	4779	Shares		X
BED BATH & BEYOND INC COM.....	COMMON STOCK	075896100	135	2054	Shares	X	

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COLUMN 2 COLUMN 3 COLUMN 4 COLUMN 5 COLUMN 6

 INVESTMENT AUTHORITY

 SHARES

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1,000)	OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - DEFINED	SHARED - OTHER	M
BELO CORPORATION	COMMON STOCK	080555105	32	4475	Shares		X		
BERKSHIRE HATHAWAY INC CLASS A.....	COMMON STOCK	084670108	366	3	Shares				X
BERKSHIRE HATHAWAY INC DEL CL B.....	COMMON STOCK	084670702	3439	42376	Shares		X		
BERKSHIRE HATHAWAY INC DEL CL B.....	COMMON STOCK	084670702	1077	13270	Shares				X
BERKSHIRE HATHAWAY INC DEL CL B.....	COMMON STOCK	084670702	56	688	Shares		X		
BERRY PETROLEUM COMPANY CLASS A.....	COMMON STOCK	085789105	19	400	Shares		X		
BEST BUY COMPANY INC.....	COMMON STOCK	086516101	207	8749	Shares		X		
BEST BUY COMPANY INC.....	COMMON STOCK	086516101	65	2747	Shares				X
BHP BILLITON LTD SPONSORED ADR.....	COMMON STOCK	088606108	414	5714	Shares		X		
BHP BILLITON LTD SPONSORED ADR.....	COMMON STOCK	088606108	425	5875	Shares				X
BIOMARIN PHARMACEUTICAL INC.....	COMMON STOCK	09061G101	7	200	Shares		X		
BIOGEN IDEC INC.....	COMMON STOCK	09062X103	2204	17489	Shares		X		
BIOGEN IDEC INC.....	COMMON STOCK	09062X103	263	2091	Shares				X
BIOGEN IDEC INC.....	COMMON STOCK	09062X103	10	83	Shares		X		
BLACK HILLS CORP.....	COMMON STOCK	092113109	54	1600	Shares		X		
BLACKROCK INC.....	COMMON STOCK	09247X101	2352	11481	Shares		X		
BLACKROCK INC.....	COMMON STOCK	09247X101	279	1360	Shares				X
BLACKROCK ENERGY AND RESOURCES TRUS.....	COMMON STOCK	09250U101	11	438	Shares				X
BLACKROCK HEALTH SCIENCES TRUST.....	COMMON STOCK	09250W107	128	4650	Shares				X
BLACKROCK INTL GROWTH & INCOME TR.....	COMMON STOCK	092524107	5	700	Shares		X		
BLACKROCK KELSO CAPITAL	COMMON								

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CORP.....	STOCK	092533108	4	420	Shares				X
BLACKSTONE GROUP LP (THE).....	COMMON STOCK	09253U108	90	5657	Shares		X		
BLACKSTONE GROUP LP (THE).....	COMMON STOCK	09253U108	4	256	Shares				X
BLACKROCK REAL ASSET EQUITY TRUST.....	COMMON STOCK	09254B109	24	2000	Shares		X		
BLACKROCK MUNIYLD QUALITY FUND II.....	COMMON STOCK	09254G108	93	6850	Shares				X
BLACKROCK MUNIHLDGS NJ QUALITY FUND.....	COMMON STOCK	09254X101	47	3050	Shares				X
BLACKROCK MUNIHLDGS NY QUALITY FUND.....	COMMON STOCK	09255C106	46	3050	Shares				X
H & R BLOCK COMMON.....	COMMON STOCK	093671105	109	6600	Shares				X
BODY CENTRAL CORP.....	COMMON STOCK	09689U102	36	1250	Shares		X		
BOEING CO COM....	COMMON STOCK	097023105	6089	81875	Shares		X		
BOEING CO COM....	COMMON STOCK	097023105	1206	16212	Shares				X
BOEING CO COM....	COMMON STOCK	097023105	944	12699	Shares		X		
BORG WARNER INC COM.....	COMMON STOCK	099724106	1265	15004	Shares		X		
BORG WARNER INC COM.....	COMMON STOCK	099724106	262	3107	Shares		X		
BOSTON BEER INCORPORATED CLASS A.....	COMMON STOCK	100557107	5	50	Shares		X		
BOSTON PROPERTIES INC (REIT).....	COMMON STOCK	101121101	21	200	Shares		X		
BOSTON PROPERTIES INC (REIT).....	COMMON STOCK	101121101	63	600	Shares				X
BRANDYWINE REALTY TRUST (REIT).....	COMMON STOCK	105368203	17	1500	Shares		X		
BRAVO BRIO RESTAURANT GROUP.....	COMMON STOCK	10567B109	35	1775	Shares		X		
BRIGGS & STRATTON CORP.....	COMMON STOCK	109043109	14	800	Shares		X		
BRIGUS GOLD CORP.....	COMMON STOCK	109490102	39	50000	Shares		X		
BRINKER INTL INC COM.....	COMMON STOCK	109641100	43	1562	Shares		X		
BRINKER INTL INC COM.....	COMMON STOCK	109641100	39	1425	Shares				X
BRISTOL-MYERS SQUIBB CO.....	COMMON STOCK	110122108	10292	304947	Shares		X		

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BRISTOL-MYERS	COMMON								
SQUIBB CO.....	STOCK	110122108	6634	196563	Shares				X
BRISTOL-MYERS	COMMON								
SQUIBB CO.....	STOCK	110122108	37	1098	Shares		X		
BRITISH									
AMERICAN									
TOBACCO-SP	COMMON								
ADR.....	STOCK	110448107	3	28	Shares		X		
BROADCOM CORP	COMMON								
CL A.....	STOCK	111320107	1257	31977	Shares		X		
BROADCOM CORP	COMMON								
CL A.....	STOCK	111320107	9	232	Shares				X
BROADSOFT.....	COMMON								
	STOCK	11133B409	395	10333	Shares		X		
BROADRIDGE									
FINANCIAL									
SOLUTIONS	COMMON								
INC.....	STOCK	11133T103	4	150	Shares				X
BROCADE									
COMMUNICATIONS	COMMON								
SYSTEM.....	STOCK	111621306	3	500	Shares		X		
BROWN & BROWN	COMMON								
INC COMMON.....	STOCK	115236101	241	10145	Shares		X		
BROWN & BROWN	COMMON								
INC COMMON.....	STOCK	115236101	117	4920	Shares		X		
BROWN-FORMAN	COMMON								
CORP CL B.....	STOCK	115637209	743	8914	Shares		X		
BROWN-FORMAN	COMMON								
CORP CL B.....	STOCK	115637209	70	837	Shares				X
BROWN-FORMAN	COMMON								
CORP CL B.....	STOCK	115637209	14	167	Shares		X		
BUCKEYE									
PARTNERS LP									
UNIT LTD	COMMON								
PARTNE.....	STOCK	118230101	3	50	Shares				X
BUFFALO WILD	COMMON								
WINGS INC.....	STOCK	119848109	70	775	Shares		X		
CBS CORP CL B....	COMMON								
	STOCK	124857202	4864	143447	Shares		X		
CBS CORP CL B....	COMMON								
	STOCK	124857202	115	3377	Shares				X
CBS CORP CL B....	COMMON								
	STOCK	124857202	1023	30161	Shares		X		
CBRE CLARION									
GLBL REAL									
ESTATE	COMMON								
INCOM.....	STOCK	12504G100	7178	892818	Shares		X		
CBRE CLARION									
GLBL REAL									
ESTATE	COMMON								
INCOM.....	STOCK	12504G100	2003	249175	Shares				X
CBRE CLARION									
GLBL REAL									
ESTATE	COMMON								
INCOM.....	STOCK	12504G100	452	56259	Shares		X		
CBRE CLARION									
GLBL REAL									
ESTATE	COMMON								
INCOM.....	STOCK	12504G100	4	558	Shares		X		
CBRE GROUP	COMMON								
INC.....	STOCK	12504L109	2674	133985	Shares		X		

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			OT MAN
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL CALL	PUT OR	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
CBRE GROUP INC.....	COMMON STOCK	12504L109	24	1192	Shares					X
CBRE GROUP INC.....	COMMON STOCK	12504L109	504	25248	Shares		X			
CH ENERGY GROUP INC COM.....	COMMON STOCK	12541M102	7	100	Shares		X			
CH ENERGY GROUP INC COM.....	COMMON STOCK	12541M102	127	1900	Shares					X
CH ROBINSON WORLDWIDE INC.....	COMMON STOCK	12541W209	1076	16428	Shares		X			
CH ROBINSON WORLDWIDE INC.....	COMMON STOCK	12541W209	180	2752	Shares		X			
CIGNA CORP.....	COMMON STOCK	125509109	154	3125	Shares					X
CME GROUP INC.....	COMMON STOCK	12572Q105	32	112	Shares		X			
CME GROUP INC.....	COMMON STOCK	12572Q105	3	10	Shares					X
CNOOC LTD -ADR.....	COMMON STOCK	126132109	21	102	Shares		X			
CPFL ENERGIA SA - ADR.....	COMMON STOCK	126153105	45	1500	Shares		X			
CSX CORP COMMON.....	COMMON STOCK	126408103	2488	115602	Shares		X			
CSX CORP COMMON.....	COMMON STOCK	126408103	1423	66139	Shares					X
CVR ENERGY INC.....	COMMON STOCK	12662P108	13	475	Shares		X			
CVR PARTNERS LP.....	COMMON STOCK	126633106	5	200	Shares					X
CVS/CAREMARK CORP.....	COMMON STOCK	126650100	2562	57188	Shares		X			
CVS/CAREMARK CORP.....	COMMON STOCK	126650100	1004	22415	Shares					X
CA INC.....	COMMON STOCK	12673P105	142	5150	Shares		X			
CABOT OIL & GAS CORP.....	COMMON STOCK	127097103	228	7312	Shares		X			
CABOT OIL & GAS CORP.....	COMMON STOCK	127097103	110	3540	Shares		X			
CALAMOS GLOBAL										

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DYNAMIC INCOME.....	COMMON STOCK	12811L107	8	900	Shares	X	
CALAMOS STRATEGIC TOT RET FD....	COMMON STOCK	128125101	50	5000	Shares		X
CALLAWAY GOLF CO COM.....	COMMON STOCK	131193104	0	23	Shares	X	
CAMDEN PROPERTY TRUST (REIT).....	COMMON STOCK	133131102	66	1000	Shares	X	
CAMERON INTERNATIONAL CORP.....	COMMON STOCK	13342B105	3143	59495	Shares	X	
CAMERON INTERNATIONAL CORP.....	COMMON STOCK	13342B105	80	1512	Shares		X
CAMERON INTERNATIONAL CORP.....	COMMON STOCK	13342B105	205	3877	Shares	X	
CAMERON INTERNATIONAL CORP.....	COMMON STOCK	13342B105	26	500	Shares		X
CAMPBELL SOUP CO COM.....	COMMON STOCK	134429109	44	1300	Shares	X	
CAMPBELL SOUP CO COM.....	COMMON STOCK	134429109	103	3050	Shares		X
CANADIAN NATIONAL RAILWAY COMPANY.....	COMMON STOCK	136375102	24	300	Shares	X	
CANADIAN NATURAL RESOURCES LTD.....	COMMON STOCK	136385101	15	450	Shares	X	
CANADIAN NATURAL RESOURCES LTD.....	COMMON STOCK	136385101	11	322	Shares		X
CANON INC SPONS ADR.....	COMMON STOCK	138006309	26	555	Shares		X
CAPITAL ONE FINANCIAL CORP.....	COMMON STOCK	14040H105	455	8158	Shares	X	
CAPITAL ONE FINANCIAL CORP.....	COMMON STOCK	14040H105	518	9300	Shares		X
CAPITALSOURCE INC.....	COMMON STOCK	14055X102	8	1250	Shares	X	
CAPSTEAD MORTGAGE CV PFD \$1.26 SER.....	COMMON STOCK	14067E308	35	2400	Shares	X	
CARDINAL HEALTH INC.....	COMMON STOCK	14149Y108	156	3608	Shares	X	
CARDINAL HEALTH INC.....	COMMON STOCK	14149Y108	56	1297	Shares		X
CARDTRONICS INC.....	COMMON STOCK	14161H108	40	1525	Shares	X	

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CAREFUSION CORP.....	COMMON STOCK	14170T101	3	125	Shares	X	
CAREFUSION CORP.....	COMMON STOCK	14170T101	8	298	Shares		X
CARLISLE COMPANIES INC.....	COMMON STOCK	142339100	100	2000	Shares		X
CARMAX INC.....	COMMON STOCK	143130102	1876	54129	Shares	X	
CARMAX INC.....	COMMON STOCK	143130102	66	1906	Shares		X
CARMAX INC.....	COMMON STOCK	143130102	31	906	Shares	X	
CARNIVAL CORPORATION...	COMMON STOCK	143658300	541	16864	Shares	X	
CARNIVAL CORPORATION...	COMMON STOCK	143658300	198	6175	Shares		X
CARPENTER TECHNOLOGY CORP COM.....	COMMON STOCK	144285103	41	776	Shares		X
CASH AMERICA INTL INC.....	COMMON STOCK	14754D100	46	950	Shares	X	
CATALYST HEALTH SOLUTIONS INC.....	COMMON STOCK	14888B103	69	1075	Shares	X	
CATERPILLAR INC.....	COMMON STOCK	149123101	14787	138821	Shares	X	
CATERPILLAR INC.....	COMMON STOCK	149123101	2601	24415	Shares		X
CATERPILLAR INC.....	COMMON STOCK	149123101	2007	18842	Shares	X	
CAVIUM INC.....	COMMON STOCK	14964U108	23	750	Shares	X	
CEDAR FAIR LTD PTR.....	COMMON STOCK	150185106	22	750	Shares	X	
CELGENE CORP COM.....	COMMON STOCK	151020104	1977	25509	Shares	X	
CELGENE CORP COM.....	COMMON STOCK	151020104	236	3050	Shares		X
CELGENE CORP COM.....	COMMON STOCK	151020104	36	463	Shares	X	
CENOVUS ENERGY INC.....	COMMON STOCK	15135U109	22	600	Shares	X	
CENOVUS ENERGY INC.....	COMMON STOCK	15135U109	11	300	Shares		X
CENTERPOINT ENERGY INC.....	COMMON STOCK	15189T107	15	750	Shares	X	
CENTRAIS ELETRICAS BRAS-SP ADR CM.....	COMMON STOCK	15234Q207	14	1540	Shares		X
CENTURYLINK INC.....	COMMON STOCK	156700106	318	8223	Shares	X	
CENTURYLINK INC.....	COMMON STOCK	156700106	105	2719	Shares		X
CERNER CORP....	COMMON STOCK	156782104	5042	66206	Shares	X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			O MA
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
CERNER CORP.....	COMMON STOCK	156782104	1037	13615	Shares					X
CERNER CORP.....	COMMON STOCK	156782104	428	5621	Shares			X		
CHARLES RIVER LABS INTL INC COM.....	COMMON STOCK	159864107	30	825	Shares			X		
CHART INDUSTRIES INC.....	COMMON STOCK	16115Q308	33	450	Shares			X		
CHESAPEAKE ENERGY CORP COM.....	COMMON STOCK	165167107	209	9006	Shares			X		
CHESAPEAKE ENERGY CORP COM.....	COMMON STOCK	165167107	6	275	Shares					X
CHESAPEAKE GRANITE WASH TRUST.....	COMMON STOCK	165185109	14	525	Shares			X		
CHEVRON CORP....	COMMON STOCK	166764100	26029	242783	Shares			X		
CHEVRON CORP....	COMMON STOCK	166764100	19037	177568	Shares					X
CHEVRON CORP....	COMMON STOCK	166764100	58	542	Shares			X		
CHICAGO BRIDGE & IRON CO N V COM.....	COMMON STOCK	167250109	1	25	Shares					X
CHIMERA INVESTMENT CORP.....	COMMON STOCK	16934Q109	4	1250	Shares			X		
CHINA MOBILE LTD SPON ADR.....	COMMON STOCK	16941M109	14	256	Shares			X		
CHINA MOBILE LTD SPON ADR.....	COMMON STOCK	16941M109	37	675	Shares					X
CHINA TELECOM CORP LTD-ADR.....	COMMON STOCK	169426103	5	100	Shares					X
CHIPOTLE MEXICAN GRILL-CL A.....	COMMON STOCK	169656105	2113	5056	Shares			X		
CHIPOTLE MEXICAN GRILL-CL A.....	COMMON STOCK	169656105	74	178	Shares					X

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CHUBB CORP.....	COMMON							
	STOCK	171232101	479	6935	Shares		X	
CHUBB CORP.....	COMMON							
	STOCK	171232101	48	700	Shares			X
CHURCH & DWIGHT CO INC.....	COMMON							
	STOCK	171340102	319	6494	Shares		X	
CHURCH & DWIGHT CO INC.....	COMMON							
	STOCK	171340102	154	3130	Shares		X	
CIMAREX ENERGY CO.....	COMMON							
	STOCK	171798101	15	200	Shares			X
CINCINNATI FINANCIAL CORP COMMON.....	COMMON							
	STOCK	172062101	51	1487	Shares		X	
CINCINNATI FINANCIAL CORP COMMON.....	COMMON							
	STOCK	172062101	19	550	Shares			X
CINEMARK HOLDINGS INC.....	COMMON							
	STOCK	17243V102	51	2325	Shares		X	
CIRRUS LOGIC INC.....	COMMON							
	STOCK	172755100	38	1600	Shares		X	
CISCO SYSTEMS INC.....	COMMON							
	STOCK	17275R102	12540	592925	Shares		X	
CISCO SYSTEMS INC.....	COMMON							
	STOCK	17275R102	3585	169526	Shares			X
CISCO SYSTEMS INC.....	COMMON							
	STOCK	17275R102	1958	92579	Shares		X	
CITIGROUP INC...	COMMON							
	STOCK	172967424	198	5404	Shares		X	
CITIGROUP INC...	COMMON							
	STOCK	172967424	90	2460	Shares			X
CITRIX SYSTEMS INC COM.....	COMMON							
	STOCK	177376100	2812	35639	Shares		X	
CITRIX SYSTEMS INC COM.....	COMMON							
	STOCK	177376100	89	1132	Shares			X
CITRIX SYSTEMS INC COM.....	COMMON							
	STOCK	177376100	189	2400	Shares		X	
GUGGENHEIM S&P GLOBAL DIVIDEND.....	COMMON							
	STOCK	18383M860	3	200	Shares			X
GUGGENHEIM S&P GLOBAL WATER.....	COMMON							
	STOCK	18383Q507	2	100	Shares			X
CLEAN ENERGY FUELS CORPORATION....	COMMON							
	STOCK	184499101	27	1250	Shares		X	
CLIFFS NATURAL RESOURCES INC.....	COMMON							
	STOCK	18683K101	2358	34051	Shares		X	
CLIFFS NATURAL RESOURCES INC.....	COMMON							
	STOCK	18683K101	116	1670	Shares			X
CLIFFS NATURAL RESOURCES INC.....	COMMON							
	STOCK	18683K101	28	399	Shares		X	
CLOROX COMPANY.....	COMMON							
	STOCK	189054109	507	7373	Shares		X	
CLOROX COMPANY.....	COMMON							
	STOCK	189054109	369	5365	Shares			X
CLOUGH GLOBAL	COMMON							

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OPPORTUNITIES...	STOCK	18914E106	125	10613	Shares	X	
COACH INC	COMMON						
COMMON.....	STOCK	189754104	1246	16117	Shares	X	
COACH INC	COMMON						
COMMON.....	STOCK	189754104	368	4767	Shares		X
COACH INC	COMMON						
COMMON.....	STOCK	189754104	202	2610	Shares	X	
COCA COLA							
BOTTLING CO	COMMON						
CONSOLIDATED...	STOCK	191098102	8	125	Shares	X	
COCA COLA CO	COMMON						
COM.....	STOCK	191216100	18979	256436	Shares	X	
COCA COLA CO	COMMON						
COM.....	STOCK	191216100	7546	101957	Shares		X
COCA COLA CO	COMMON						
COM.....	STOCK	191216100	2137	28869	Shares	X	
COCA-COLA							
ENTERPRISES	COMMON						
INC.....	STOCK	19122T109	29	1000	Shares	X	
CODORUS VALLEY	COMMON						
BANCORP INC....	STOCK	192025104	197	17600	Shares	X	
CODORUS VALLEY	COMMON						
BANCORP INC....	STOCK	192025104	102	9106	Shares		X
COGENT							
COMMUNICATIONS	COMMON						
GROUP.....	STOCK	19239V302	28	1450	Shares	X	
COGNIZANT							
TECHNOLOGY							
SOLUTIONS	COMMON						
CORP.....	STOCK	192446102	3063	39803	Shares	X	
COGNIZANT							
TECHNOLOGY							
SOLUTIONS	COMMON						
CORP.....	STOCK	192446102	340	4418	Shares		X
COHEN & STEERS	COMMON						
INC.....	STOCK	19247A100	18	575	Shares	X	
COHEN & STEERS							
REIT & PFD INC	COMMON						
FD.....	STOCK	19247X100	26	1600	Shares		X
COHU	COMMON						
INCORPORATED...	STOCK	192576106	14	1200	Shares	X	
COLFAX	COMMON						
CORPORATION....	STOCK	194014106	46	1300	Shares	X	
COLGATE							
PALMOLIVE CO	COMMON						
COM.....	STOCK	194162103	5562	56879	Shares	X	
COLGATE							
PALMOLIVE CO	COMMON						
COM.....	STOCK	194162103	3984	40742	Shares		X
COLGATE							
PALMOLIVE CO	COMMON						
COM.....	STOCK	194162103	84	855	Shares	X	
COLLECTORS	COMMON						
UNIVERSE INC...	STOCK	19421R200	3	150	Shares	X	
COMCAST CORP	COMMON						
NEW A.....	STOCK	20030N101	3178	105890	Shares	X	
COMCAST CORP	COMMON						
NEW A.....	STOCK	20030N101	966	32194	Shares		X
COMCAST CORP	COMMON						
NEW A.....	STOCK	20030N101	818	27263	Shares	X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			COL OT MAN
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
COMCAST CORP- SPECIAL CL A..	COMMON STOCK	20030N200	65	2218	Shares			X		
COMCAST CORP- SPECIAL CL A..	COMMON STOCK	20030N200	112	3784	Shares				X	
COMMERCIAL NATL FINANCIAL CORP.....	COMMON STOCK	202217105	19	820	Shares			X		
COMMERCIAL VEHICLE GROUP INC.....	COMMON STOCK	202608105	14	1125	Shares			X		
COMMONWEALTH REIT.....	COMMON STOCK	203233101	7	400	Shares				X	
COMMUNITY BANK SYSTEM INC.....	COMMON STOCK	203607106	100	3480	Shares			X		
COMMUNITY HEALTH SYSTEMS INC...	COMMON STOCK	203668108	5	217	Shares			X		
COMPANHIA DE BEBIDAS DAS AMERICAS.....	COMMON STOCK	20441W203	53	1278	Shares			X		
COMPANHIA DE BEBIDAS DAS AMERICAS.....	COMMON STOCK	20441W203	2	54	Shares				X	
COMPUTER SCIENCES CORP COM.....	COMMON STOCK	205363104	5	172	Shares			X		
COMPUTER TASK GROUP.....	COMMON STOCK	205477102	900	58750	Shares			X		
COMVERSE TECHNOLOGY INC COM.....	COMMON STOCK	205862402	1	200	Shares			X		
CONAGRA FOODS INC.....	COMMON STOCK	205887102	9	360	Shares			X		
CONAGRA FOODS INC.....	COMMON STOCK	205887102	35	1346	Shares				X	
CON-WAY INC....	COMMON STOCK	205944101	16	500	Shares			X		
CONCHO RESOURCES INC.....	COMMON STOCK	20605P101	11	104	Shares			X		
CONCUR TECHNOLOGIES INCORPORATED..	COMMON STOCK	206708109	44	775	Shares			X		
CONOCOPHILLIPS.	COMMON STOCK	20825C104	10040	132093	Shares			X		

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CONOCOPHILLIPS.	COMMON								
	STOCK	20825C104	4532	59623	Shares				X
CONOCOPHILLIPS.	COMMON								
	STOCK	20825C104	80	1048	Shares			X	
CONSOL ENERGY	COMMON								
INC.....	STOCK	20854P109	118	3450	Shares			X	
CONSOL ENERGY	COMMON								
INC.....	STOCK	20854P109	29	850	Shares				X
CONSOLIDATED	COMMON								
EDISON INC....	STOCK	209115104	168	2876	Shares			X	
CONSOLIDATED	COMMON								
EDISON INC....	STOCK	209115104	45	774	Shares				X
CONSTELLATION									
BRANDS INC CL	COMMON								
A.....	STOCK	21036P108	6	270	Shares				X
CONTINENTAL									
RESOURCES	COMMON								
INC.....	STOCK	212015101	4	50	Shares				X
COOPER TIRE &	COMMON								
RUBBER CO.....	STOCK	216831107	14	950	Shares			X	
CORN PRODUCTS									
INTERNATIONAL	COMMON								
INC.....	STOCK	219023108	23	400	Shares				X
CORNING INC....	COMMON								
	STOCK	219350105	2710	192494	Shares			X	
CORNING INC....	COMMON								
	STOCK	219350105	402	28543	Shares				X
CORNING INC....	COMMON								
	STOCK	219350105	14	1007	Shares			X	
COSTCO									
WHOLESALE	COMMON								
CORP COM.....	STOCK	22160K105	1147	12629	Shares			X	
COSTCO									
WHOLESALE	COMMON								
CORP COM.....	STOCK	22160K105	218	2402	Shares				X
COSTCO									
WHOLESALE	COMMON								
CORP COM.....	STOCK	22160K105	33	361	Shares			X	
COSTCO									
WHOLESALE	COMMON								
CORP COM.....	STOCK	22160K105	114	1250	Shares				X
COVANCE INC	COMMON								
COM.....	STOCK	222816100	40	848	Shares			X	
COVANCE INC	COMMON								
COM.....	STOCK	222816100	48	1000	Shares				X
CRANE CO.....	COMMON								
	STOCK	224399105	340	7000	Shares			X	
CREDIT SUISSE									
GROUP									
SPONSORED	COMMON								
ADR.....	STOCK	225401108	21	738	Shares			X	
CREDIT SUISSE									
GROUP									
SPONSORED	COMMON								
ADR.....	STOCK	225401108	19	675	Shares				X
CREE RESEARCH	COMMON								
INC COM.....	STOCK	225447101	7	218	Shares			X	
CREE RESEARCH	COMMON								
INC COM.....	STOCK	225447101	24	750	Shares				X
CROWN CASTLE									
INTL CORP	COMMON								
COM.....	STOCK	228227104	4	82	Shares			X	

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CROWN HOLDINGS INC.....	COMMON STOCK	228368106	449	12178	Shares	X	
CROWN HOLDINGS INC.....	COMMON STOCK	228368106	199	5400	Shares	X	
CUMMINS INC COM.....	COMMON STOCK	231021106	2078	17311	Shares	X	
CUMMINS INC COM.....	COMMON STOCK	231021106	225	1875	Shares		X
CUMMINS INC COM.....	COMMON STOCK	231021106	181	1510	Shares	X	
CURTISS WRIGHT CORP.....	COMMON STOCK	231561101	39	1064	Shares	X	
CUTERA INC.....	COMMON STOCK	232109108	3	400	Shares	X	
DNB FINANCIAL CORPORATION...	COMMON STOCK	233237106	26	1878	Shares	X	
DNP SELECT INCOME FUND INC.....	COMMON STOCK	23325P104	10	1000	Shares		X
D R HORTON INC.....	COMMON STOCK	23331A109	2149	141633	Shares	X	
D R HORTON INC.....	COMMON STOCK	23331A109	279	18397	Shares		X
D R HORTON INC.....	COMMON STOCK	23331A109	824	54308	Shares	X	
DTE ENERGY COMPANY COMMON.....	COMMON STOCK	233331107	154	2800	Shares	X	
DTE ENERGY COMPANY COMMON.....	COMMON STOCK	233331107	55	1001	Shares		X
DSW INC-CL A...	COMMON STOCK	23334L102	26	475	Shares	X	
DWS MUNICIPAL INCOME TRUST.....	COMMON STOCK	23338M106	41	3000	Shares	X	
DANA HOLDING CORPORATION...	COMMON STOCK	235825205	14	875	Shares	X	
DANAHER CORP COM.....	COMMON STOCK	235851102	3394	60599	Shares	X	
DANAHER CORP COM.....	COMMON STOCK	235851102	281	5015	Shares		X
DANAHER CORP COM.....	COMMON STOCK	235851102	423	7553	Shares	X	
DARDEN RESTAURANTS INC COM.....	COMMON STOCK	237194105	775	15139	Shares	X	
DARDEN RESTAURANTS INC COM.....	COMMON STOCK	237194105	120	2350	Shares		X
DAVITA INC COMMON.....	COMMON STOCK	23918K108	4	48	Shares	X	
DAVITA INC COMMON.....	COMMON STOCK	23918K108	9	100	Shares		X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER
DEERE & CO COMMON.....	COMMON STOCK	244199105	2477	30612	Shares		X		
DEERE & CO COMMON.....	COMMON STOCK	244199105	475	5870	Shares				X
DELL INC.....	COMMON STOCK	24702R101	1516	91381	Shares		X		
DELL INC.....	COMMON STOCK	24702R101	137	8245	Shares				X
DELL INC.....	COMMON STOCK	24702R101	17	1004	Shares		X		
DELTA AIR LINES INC.....	COMMON STOCK	247361702	0	18	Shares		X		
DENTSPLY INTERNATIONAL INC COM.....	COMMON STOCK	249030107	1110	27669	Shares		X		
DENTSPLY INTERNATIONAL INC COM.....	COMMON STOCK	249030107	169	4200	Shares				X
DESCARTES SYSTEMS GROUP INC/THE.....	COMMON STOCK	249906108	32	3700	Shares		X		
DESARROLLADORA HOMEX ADR.....	COMMON STOCK	25030W100	0	24	Shares		X		
DEVON ENERGY CORP.....	COMMON STOCK	25179M103	98	1379	Shares		X		
DEVON ENERGY CORP.....	COMMON STOCK	25179M103	131	1836	Shares				X
DEXCOM INC.....	COMMON STOCK	252131107	29	2775	Shares		X		
DIAGEO PLC SPONSORED ADR.....	COMMON STOCK	25243Q205	306	3170	Shares		X		
DIAGEO PLC SPONSORED ADR.....	COMMON STOCK	25243Q205	60	625	Shares				X
DIAGEO PLC SPONSORED ADR.....	COMMON STOCK	25243Q205	48	500	Shares		X		
DIAMOND OFFSHORE DRILLING COM.....	COMMON STOCK	25271C102	38	575	Shares		X		
DIEBOLD INC COMMON.....	COMMON STOCK	253651103	3	90	Shares		X		
DINEEQUITY INC..	COMMON STOCK	254423106	321	6476	Shares		X		
DINEEQUITY INC..	COMMON STOCK	254423106	140	2820	Shares		X		
DISNEY WALT CO.....	COMMON STOCK	254687106	6594	150609	Shares		X		
DISNEY WALT	COMMON								

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CO.....	STOCK	254687106	2109	48182	Shares		X
DISNEY WALT	COMMON						
CO.....	STOCK	254687106	306	6984	Shares	X	
DISCOVER							
FINANCIAL	COMMON						
SERVICES.....	STOCK	254709108	11	321	Shares		X
DISCOVERY							
COMMUNICATIONS	COMMON						
INC.....	STOCK	25470F104	12	234	Shares	X	
DISCOVERY							
COMMUNICATIONS	COMMON						
INC.....	STOCK	25470F104	35	696	Shares		X
DISCOVERY							
COMMUNICATIONS	COMMON						
INC - C.....	STOCK	25470F302	11	234	Shares	X	
DISCOVERY							
COMMUNICATIONS	COMMON						
INC - C.....	STOCK	25470F302	58	1239	Shares		X
DISH NETWORK	COMMON						
CORP CL A.....	STOCK	25470M109	63	1906	Shares	X	
DISH NETWORK	COMMON						
CORP CL A.....	STOCK	25470M109	3	84	Shares		X
THE DIRECTV							
GROUP HLDGS	COMMON						
CL A.....	STOCK	25490A101	192	3882	Shares	X	
THE DIRECTV							
GROUP HLDGS	COMMON						
CL A.....	STOCK	25490A101	293	5946	Shares		X
DOLLAR TREE	COMMON						
INC.....	STOCK	256746108	1655	17511	Shares	X	
DOLLAR TREE	COMMON						
INC.....	STOCK	256746108	54	574	Shares		X
DOMINION							
RESOURCES	COMMON						
INC.....	STOCK	25746U109	5464	106707	Shares	X	
DOMINION							
RESOURCES	COMMON						
INC.....	STOCK	25746U109	3040	59371	Shares		X
DOMINION							
RESOURCES	COMMON						
INC.....	STOCK	25746U109	102	2000	Shares		X
DOVER CORP	COMMON						
COMMON.....	STOCK	260003108	669	10630	Shares	X	
DOVER CORP	COMMON						
COMMON.....	STOCK	260003108	41	644	Shares		X
DOW CHEMICAL	COMMON						
CO.....	STOCK	260543103	4027	116239	Shares	X	
DOW CHEMICAL	COMMON						
CO.....	STOCK	260543103	1717	49566	Shares		X
DOW CHEMICAL	COMMON						
CO.....	STOCK	260543103	43	1252	Shares	X	
DREYFUS							
MUNICIPAL	COMMON						
INCOME FUND....	STOCK	26201R102	71	7200	Shares		X
DREYFUS							
STRATEGIC MUN	COMMON						
BD FD.....	STOCK	26202F107	240	27602	Shares	X	
DREYFUS							
STRATEGIC MUN	COMMON						
BD FD.....	STOCK	26202F107	61	7000	Shares		X
E I DUPONT DE							
NEMOURS & CO	COMMON						

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COMMON.....	STOCK	263534109	9899	187131	Shares	X	
E I DUPONT DE NEMOURS & CO COMMON	COMMON						
COMMON.....	STOCK	263534109	6666	126002	Shares		X
E I DUPONT DE NEMOURS & CO COMMON	COMMON						
COMMON.....	STOCK	263534109	1563	29548	Shares	X	
DUKE ENERGY CORP.....	COMMON						
DUKE ENERGY CORP.....	STOCK	26441C105	2419	115126	Shares	X	
DUKE ENERGY CORP.....	COMMON						
DUKE ENERGY CORP.....	STOCK	26441C105	606	28846	Shares		X
DUKE ENERGY CORP.....	COMMON						
DUKE ENERGY CORP.....	STOCK	26441C105	80	3810	Shares	X	
DUN & BRADSTREET CORP.....	COMMON						
DUN & BRADSTREET CORP.....	STOCK	26483E100	23	266	Shares	X	
DUN & BRADSTREET CORP.....	COMMON						
DUN & BRADSTREET CORP.....	STOCK	26483E100	37	433	Shares		X
EMC CORP MASS COM.....	COMMON						
EMC CORP MASS COM.....	STOCK	268648102	13300	445115	Shares	X	
EMC CORP MASS COM.....	COMMON						
EMC CORP MASS COM.....	STOCK	268648102	1443	48302	Shares		X
EMC CORP MASS COM.....	COMMON						
EMC CORP MASS COM.....	STOCK	268648102	659	22045	Shares	X	
ENI SPA-SPONS ADR.....	COMMON						
ENI SPA-SPONS ADR.....	STOCK	26874R108	18	380	Shares		X
EOG RESOURCES INC COM.....	COMMON						
EOG RESOURCES INC COM.....	STOCK	26875P101	461	4146	Shares	X	
EOG RESOURCES INC COM.....	COMMON						
EOG RESOURCES INC COM.....	STOCK	26875P101	137	1231	Shares		X
EQT CORPORATION....	COMMON						
EQT CORPORATION....	STOCK	26884L109	48	990	Shares	X	
EQT CORPORATION....	COMMON						
EQT CORPORATION....	STOCK	26884L109	63	1300	Shares		X
EAGLE MATERIALS INC COM W RIGHTS.....	COMMON						
EAGLE MATERIALS INC COM W RIGHTS.....	STOCK	26969P108	28	800	Shares	X	
EASTERN INSURANCE HOLDINGS.....	COMMON						
EASTERN INSURANCE HOLDINGS.....	STOCK	276534104	7	500	Shares	X	
EASTMAN CHEMICAL COMPANY COM.....	COMMON						
EASTMAN CHEMICAL COMPANY COM.....	STOCK	277432100	52	1000	Shares		X
EATON CORP COM.....	COMMON						
EATON CORP COM.....	STOCK	278058102	491	9851	Shares	X	
EATON CORP COM.....	COMMON						
EATON CORP COM.....	STOCK	278058102	30	600	Shares		X
EATON VANCE CORP.....	COMMON						
EATON VANCE CORP.....	STOCK	278265103	1991	69656	Shares	X	

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COLUMN 2 COLUMN 3 COLUMN 4 COLUMN 5

COLUMN 6
INVESTMENT AUTHORITY

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1,000)	SHARES		PUT OR CALL	SHARED - DEFINED	SHARED OTHER
				OR PRINCIPAL AMOUNT	OR PRINCIPAL			
EATON VANCE CORP.....	COMMON STOCK	278265103	76	2652	Shares			X
EATON VANCE CORP.....	COMMON STOCK	278265103	28	978	Shares		X	
EATON VANCE MUNICIPAL INCOME TRUST.....	COMMON STOCK	27826U108	68	5000	Shares			X
EATON VANCE FLOATING RATE INCOME CE.....	COMMON STOCK	278279104	7	450	Shares		X	
EATON VANCE MUNICIPAL BOND FD II.....	COMMON STOCK	27827K109	35	2400	Shares		X	
EATON VANCE NY MUNI BD FD.....	COMMON STOCK	27827Y109	20	1500	Shares			X
EATON VANCE TAX-MANAGED DIV EQ.....	COMMON STOCK	27828N102	7	750	Shares		X	
EATON VANCE SENIOR FLOATING RATE CE.....	COMMON STOCK	27828Q105	552	36200	Shares		X	
EATON VANCE SENIOR FLOATING RATE CE.....	COMMON STOCK	27828Q105	58	3802	Shares			X
EATON VANCE TAX MAN GLBL BR.....	COMMON STOCK	27829C105	11	1000	Shares		X	
EATON VANCE TAX-MANAGED GLOBAL.....	COMMON STOCK	27829F108	3	300	Shares		X	
EBAY INC COM.....	COMMON STOCK	278642103	261	7081	Shares		X	
EBAY INC COM.....	COMMON STOCK	278642103	10	275	Shares			X
ECOLAB INC COM.....	COMMON STOCK	278865100	1144	18536	Shares		X	
ECOLAB INC COM.....	COMMON STOCK	278865100	123	2000	Shares			X
EDISON INTERNATIONAL COM.....	COMMON STOCK	281020107	42	992	Shares		X	
EDISON INTERNATIONAL COM.....	COMMON STOCK	281020107	53	1250	Shares			X
EDWARDS LIFESCIENCES CORP COM.....	COMMON STOCK	28176E108	49	676	Shares		X	
EL PASO CORP COM.....	COMMON STOCK	28336L109	19	635	Shares		X	
EL PASO PIPELINE PARTNERS LP.....	COMMON STOCK	283702108	55	1575	Shares		X	
ELECTRONICS ARTS COM.....	COMMON STOCK	285512109	27	1635	Shares		X	

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ELECTRONICS	COMMON						
ARTS COM.....	STOCK	285512109	23	1425	Shares		X
EMERSON	COMMON						
ELECTRIC CO.....	STOCK	291011104	5442	104302	Shares	X	
EMERSON	COMMON						
ELECTRIC CO.....	STOCK	291011104	4578	87726	Shares		X
ENCANA CORP.....	COMMON						
	STOCK	292505104	12	600	Shares	X	
ENCANA CORP.....	COMMON						
	STOCK	292505104	29	1500	Shares		X
ENBRIDGE INC.....	COMMON						
	STOCK	29250N105	41	1048	Shares	X	
ENCORE CAPITAL	COMMON						
GROUP INC.....	STOCK	292554102	52	2300	Shares	X	
ENERGIZER HLDGS	COMMON						
INC COM.....	STOCK	29266R108	1402	18905	Shares	X	
ENERGIZER HLDGS	COMMON						
INC COM.....	STOCK	29266R108	23	304	Shares		X
ENERGY							
TRANSFER	COMMON						
PARTNERS LP.....	STOCK	29273R109	60	1275	Shares	X	
ENERGY							
TRANSFER	COMMON						
PARTNERS LP.....	STOCK	29273R109	26	550	Shares		X
ENERPLUS CORP.....	COMMON						
	STOCK	292766102	26	1155	Shares		X
ENSCO PLC.....	COMMON						
	STOCK	29358Q109	8	150	Shares	X	
ENSCO PLC.....	COMMON						
	STOCK	29358Q109	53	1000	Shares		X
ENERGY CORP	COMMON						
COM NEW.....	STOCK	29364G103	138	2059	Shares	X	
ENERGY CORP	COMMON						
COM NEW.....	STOCK	29364G103	118	1760	Shares		X
ENTERPRISE							
PRODUCTS	COMMON						
PARTNERS LP.....	STOCK	293792107	255	5062	Shares	X	
ENTERPRISE							
PRODUCTS	COMMON						
PARTNERS LP.....	STOCK	293792107	20	404	Shares		X
EQUIFAX INC	COMMON						
COM.....	STOCK	294429105	53	1200	Shares		X
EQUINIX INC.....	COMMON						
	STOCK	29444U502	53	337	Shares	X	
EQUINIX INC.....	COMMON						
	STOCK	29444U502	3	20	Shares		X
EQUITY ONE	COMMON						
INCORPORATED.....	STOCK	294752100	8	400	Shares	X	
EQUITY							
RESIDENTIAL	COMMON						
REIT.....	STOCK	29476L107	34	543	Shares	X	
EQUITY							
RESIDENTIAL	COMMON						
REIT.....	STOCK	29476L107	166	2646	Shares		X
TELEFONAKTIEBOLAGET							
LM ERICSSON	COMMON						
ADR.....	STOCK	294821608	31	3032	Shares	X	
TELEFONAKTIEBOLAGET							
LM ERICSSON	COMMON						
ADR.....	STOCK	294821608	22	2115	Shares		X
ERIE INDEMNITY	COMMON						
CO CL A.....	STOCK	29530P102	164	2106	Shares	X	

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DELHAIZE GROUP									
SPONSORED	COMMON								
ADR.....	STOCK	29759W101	5	100	Shares				X
EVERCORE									
PARTNERS INC	COMMON								
CL A.....	STOCK	29977A105	60	2075	Shares				X
EXELON CORP.....	COMMON								
	STOCK	30161N101	3104	79162	Shares				X
EXELON CORP.....	COMMON								
	STOCK	30161N101	2334	59533	Shares				X
EXELIS INC.....	COMMON								
	STOCK	30162A108	3	200	Shares				X
EXELIS INC.....	COMMON								
	STOCK	30162A108	33	2620	Shares				X
EXPEDITORS INTL									
WASH INC	COMMON								
COM.....	STOCK	302130109	740	15901	Shares				X
EXPEDITORS INTL									
WASH INC	COMMON								
COM.....	STOCK	302130109	42	898	Shares				X
EXPEDITORS INTL									
WASH INC	COMMON								
COM.....	STOCK	302130109	121	2610	Shares				X
EXPRESS SCRIPTS	COMMON								
INC.....	STOCK	302182100	13992	258242	Shares				X
EXPRESS SCRIPTS	COMMON								
INC.....	STOCK	302182100	3642	67229	Shares				X
EXPRESS SCRIPTS	COMMON								
INC.....	STOCK	302182100	1428	26353	Shares				X
EXPRESS INC.....	COMMON								
	STOCK	30219E103	35	1400	Shares				X
EXXON MOBIL	COMMON								
CORP.....	STOCK	30231G102	61313	706945	Shares				X
EXXON MOBIL	COMMON								
CORP.....	STOCK	30231G102	51068	588820	Shares				X
EXXON MOBIL	COMMON								
CORP.....	STOCK	30231G102	2507	28909	Shares				X
EXXON MOBIL	COMMON								
CORP.....	STOCK	30231G102	265	3050	Shares				X
FLIR SYSTEMS	COMMON								
INC.....	STOCK	302445101	292	11525	Shares				X
FLIR SYSTEMS	COMMON								
INC.....	STOCK	302445101	142	5600	Shares				X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			CO MA
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	OTHER	
FMC TECHNOLOGIES	COMMON									

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INC COM.....	STOCK	30249U101	228	4530	Shares		X
FMC							
TECHNOLOGIES	COMMON						
INC COM.....	STOCK	30249U101	103	2050	Shares		X
FNB CORP PA.....	COMMON						
	STOCK	302520101	88	7260	Shares		X
FNB CORP PA.....	COMMON						
	STOCK	302520101	59	4907	Shares		X
FACTSET							
RESEARCH	COMMON						
SYSTEMS INC....	STOCK	303075105	50	500	Shares		X
FAMILY DOLLAR	COMMON						
STORES.....	STOCK	307000109	7	115	Shares	X	
FAMILY DOLLAR	COMMON						
STORES.....	STOCK	307000109	5	75	Shares		X
FASTENAL CO.....	COMMON						
	STOCK	311900104	426	7874	Shares	X	
FASTENAL CO.....	COMMON						
	STOCK	311900104	111	2052	Shares		X
FASTENAL CO.....	COMMON						
	STOCK	311900104	160	2950	Shares	X	
FEDERAL REALTY	COMMON						
INV TR (REIT)..	STOCK	313747206	97	1000	Shares		X
FEDEX CORP	COMMON						
COM.....	STOCK	31428X106	1787	19435	Shares	X	
FEDEX CORP	COMMON						
COM.....	STOCK	31428X106	181	1963	Shares		X
FEDEX CORP	COMMON						
COM.....	STOCK	31428X106	18	194	Shares	X	
F5 NETWORKS	COMMON						
INC.....	STOCK	315616102	826	6119	Shares	X	
F5 NETWORKS	COMMON						
INC.....	STOCK	315616102	213	1575	Shares		X
F5 NETWORKS	COMMON						
INC.....	STOCK	315616102	143	1060	Shares	X	
FIDELITY NATL							
INFORMATION	COMMON						
SERVICES.....	STOCK	31620M106	54	1620	Shares	X	
FIFTH THIRD							
BANCORP	COMMON						
COM.....	STOCK	316773100	144	10219	Shares	X	
FINISAR	COMMON						
CORPORATION....	STOCK	31787A507	397	19712	Shares	X	
FINISAR	COMMON						
CORPORATION....	STOCK	31787A507	21	1050	Shares	X	
THE FINISH LINE	COMMON						
INC CL A.....	STOCK	317923100	12	575	Shares	X	
FIRST CASH							
FINANCIAL	COMMON						
SERVICES INC...	STOCK	31942D107	68	1575	Shares	X	
FIRST NIAGARA							
FINANCIAL	COMMON						
GROUP.....	STOCK	33582V108	13	1292	Shares	X	
FIRST NIAGARA							
FINANCIAL	COMMON						
GROUP.....	STOCK	33582V108	2	225	Shares		X
FIRST SOLAR	COMMON						
INC.....	STOCK	336433107	5	200	Shares	X	
FIRST TRUST							
ENHANCED							
EQUITY	COMMON						
INCOME.....	STOCK	337318109	27	2200	Shares		X

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FISERV INC.....	COMMON								
	STOCK	337738108	17	250	Shares				X
FIRSTENERGY	COMMON								
CORP.....	STOCK	337932107	166	3638	Shares		X		
FIRSTENERGY	COMMON								
CORP.....	STOCK	337932107	150	3299	Shares				X
FLEXIBLE									
SOLUTIONS	COMMON								
INTERNATIONAL..	STOCK	33938T104	1	250	Shares		X		
FLOTEK									
INDUSTRIES	COMMON								
INC.....	STOCK	343389102	24	2000	Shares		X		
FLUOR CORP.....	COMMON								
	STOCK	343412102	22	359	Shares		X		
FLUOR CORP.....	COMMON								
	STOCK	343412102	180	3000	Shares				X
FLOWERS FOODS	COMMON								
INC COM.....	STOCK	343498101	15	750	Shares		X		
FLOWSERVE CORP	COMMON								
COM.....	STOCK	34354P105	5	40	Shares		X		
FOMENTO									
ECONOMICO									
MEXICANA	COMMON								
ADR.....	STOCK	344419106	1	14	Shares		X		
FOOT LOCKER	COMMON								
INC.....	STOCK	344849104	41	1325	Shares		X		
FORD MOTOR	COMMON								
CO.....	STOCK	345370860	4946	396470	Shares		X		
FORD MOTOR	COMMON								
CO.....	STOCK	345370860	423	33932	Shares				X
FORD MOTOR	COMMON								
CO.....	STOCK	345370860	1494	119775	Shares		X		
FOREST LABS INC	COMMON								
COM.....	STOCK	345838106	55	1595	Shares		X		
FOREST LABS INC	COMMON								
COM.....	STOCK	345838106	59	1710	Shares				X
FORESTAR GROUP	COMMON								
INC.....	STOCK	346233109	1	42	Shares		X		
FORTUNE HOME									
BRANDS HOME &	COMMON								
SEC INC.....	STOCK	34964C106	79	3560	Shares		X		
FORTUNE HOME									
BRANDS HOME &	COMMON								
SEC INC.....	STOCK	34964C106	63	2871	Shares				X
FOSSIL INC.....	COMMON								
	STOCK	349882100	5	40	Shares		X		
FRANKLIN									
RESOURCES	COMMON								
INC.....	STOCK	354613101	45	360	Shares		X		
FREEPORT-									
MCMORAN									
COPPER & GOLD	COMMON								
INC.....	STOCK	35671D857	6005	157852	Shares		X		
FREEPORT-									
MCMORAN									
COPPER & GOLD	COMMON								
INC.....	STOCK	35671D857	592	15571	Shares				X
FREEPORT-									
MCMORAN									
COPPER & GOLD	COMMON								
INC.....	STOCK	35671D857	1358	35700	Shares		X		
FREEPORT-									

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MCMORAN COPPER & GOLD INC.....	COMMON STOCK	35671D857	32	850	Shares					X
FRESENIUS MEDICAL CARE AG-ADR.....	COMMON STOCK	358029106	34	479	Shares					X
FRONTIER COMMUNICATIONS CORP.....	COMMON STOCK	35906A108	64	15245	Shares			X		
FRONTIER COMMUNICATIONS CORP.....	COMMON STOCK	35906A108	46	11048	Shares					X
FULL HOUSE RESORTS INC....	COMMON STOCK	359678109	1	500	Shares			X		
FULTON FINANCIAL CORP.....	COMMON STOCK	360271100	1153	109788	Shares			X		
FULTON FINANCIAL CORP.....	COMMON STOCK	360271100	234	22282	Shares					X
FULTON FINANCIAL CORP.....	COMMON STOCK	360271100	4224	402282	Shares			X		
GATX CORP COMMON.....	COMMON STOCK	361448103	25	625	Shares			X		
GSV CAPITAL CORP.....	COMMON STOCK	36191J101	19	1000	Shares			X		
GALLAGHER ARTHUR J. & CO.....	COMMON STOCK	363576109	93	2615	Shares			X		
GAMESTOP CORP - CLASS A.....	COMMON STOCK	36467W109	260	11917	Shares			X		
GAMESTOP CORP - CLASS A.....	COMMON STOCK	36467W109	125	5740	Shares			X		
GANNET CO COMMON.....	COMMON STOCK	364730101	31	2000	Shares					X
GAP INC COM.....	COMMON STOCK	364760108	54	2069	Shares			X		
GAP INC COM.....	COMMON STOCK	364760108	65	2500	Shares					X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			M
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
GENERAL DYNAMICS CORP COM.....	COMMON STOCK	369550108	1861	25356	Shares			X		
GENERAL DYNAMICS CORP	COMMON									

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COM.....	STOCK	369550108	686	9355	Shares		X
GENERAL							
ELECTRIC	COMMON						
COMPANY.....	STOCK	369604103	24191	1205339	Shares	X	
GENERAL							
ELECTRIC	COMMON						
COMPANY.....	STOCK	369604103	24497	1220590	Shares		X
GENERAL							
ELECTRIC	COMMON						
COMPANY.....	STOCK	369604103	1420	70744	Shares	X	
GENERAL MILLS	COMMON						
INC.....	STOCK	370334104	3226	81777	Shares	X	
GENERAL MILLS	COMMON						
INC.....	STOCK	370334104	1641	41608	Shares		X
GENERAL MILLS	COMMON						
INC.....	STOCK	370334104	39	1000	Shares	X	
GENERAL MOTORS	COMMON						
CO.....	STOCK	37045V100	11	425	Shares	X	
GENERAL MOTORS	COMMON						
CO.....	STOCK	37045V100	10	406	Shares		X
GM CO WARRANTS	COMMON						
7/10/16.....	STOCK	37045V118	6	387	Shares	X	
GM CO WARRANTS	COMMON						
7/10/16.....	STOCK	37045V118	6	370	Shares		X
GM CO WARRANTS	COMMON						
7/10/19.....	STOCK	37045V126	4	387	Shares	X	
GM CO WARRANTS	COMMON						
7/10/19.....	STOCK	37045V126	4	370	Shares		X
GENESCO INC	COMMON						
COM.....	STOCK	371532102	21	300	Shares	X	
GENUINE PARTS	COMMON						
INC.....	STOCK	372460105	121	1925	Shares	X	
GENUINE PARTS	COMMON						
INC.....	STOCK	372460105	78	1250	Shares		X
GILEAD SCIENCES	COMMON						
INC COM.....	STOCK	375558103	1630	33369	Shares	X	
GILEAD SCIENCES	COMMON						
INC COM.....	STOCK	375558103	460	9420	Shares		X
GLACIER BANCORP	COMMON						
INC NEW.....	STOCK	37637Q105	22	1442	Shares	X	
GLATFELTER.....	COMMON						
	STOCK	377316104	256	16225	Shares	X	
GLAXOSMITHKLINE	COMMON						
PLC ADR.....	STOCK	37733W105	748	16657	Shares	X	
GLAXOSMITHKLINE	COMMON						
PLC ADR.....	STOCK	37733W105	1141	25401	Shares		X
GLOBAL	COMMON						
PAYMENTS INC....	STOCK	37940X102	254	5349	Shares	X	
GLOBAL	COMMON						
PAYMENTS INC....	STOCK	37940X102	122	2570	Shares	X	
GOLDCORP INC.....	COMMON						
	STOCK	380956409	2	50	Shares	X	
GOLDMAN SACHS							
GROUP INC	COMMON						
COM.....	STOCK	38141G104	6456	51907	Shares	X	
GOLDMAN SACHS							
GROUP INC	COMMON						
COM.....	STOCK	38141G104	485	3903	Shares		X
GOLDMAN SACHS							
GROUP INC	COMMON						
COM.....	STOCK	38141G104	1146	9218	Shares	X	
GOOGLE INC CL	COMMON						

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A.....	STOCK	38259P508	8934	13933	Shares		X	
GOOGLE INC CL	COMMON							
A.....	STOCK	38259P508	834	1300	Shares			X
GOOGLE INC CL	COMMON							
A.....	STOCK	38259P508	350	546	Shares		X	
GOVERNMENT								
PROPERTIES	COMMON							
INCOME TRUST....	STOCK	38376A103	24	1000	Shares		X	
GOVERNMENT								
PROPERTIES	COMMON							
INCOME TRUST....	STOCK	38376A103	65	2700	Shares			X
WR GRACE & CO....	COMMON							
	STOCK	38388F108	336	5811	Shares		X	
WR GRACE & CO....	COMMON							
	STOCK	38388F108	162	2805	Shares		X	
GRACO INC COM....	COMMON							
	STOCK	384109104	356	6708	Shares		X	
GRACO INC COM....	COMMON							
	STOCK	384109104	3	50	Shares			X
GRACO INC COM....	COMMON							
	STOCK	384109104	164	3090	Shares		X	
W W GRAINGER INC	COMMON							
COM.....	STOCK	384802104	1010	4700	Shares		X	
W W GRAINGER INC	COMMON							
COM.....	STOCK	384802104	537	2500	Shares			X
GREAT PLAINS	COMMON							
ENERGY INC.....	STOCK	391164100	16	770	Shares		X	
GREATER CHINA	COMMON							
FUND INC.....	STOCK	39167B102	3	300	Shares		X	
GREEN DOT CORP	COMMON							
CL A.....	STOCK	39304D102	0	18	Shares		X	
GREEN MOUNTAIN								
COFFEE	COMMON							
ROASTERS INC....	STOCK	393122106	660	14085	Shares		X	
GREEN MOUNTAIN								
COFFEE	COMMON							
ROASTERS INC....	STOCK	393122106	137	2935	Shares		X	
GRUPO TELEVISA	COMMON							
SA SPONS ADR....	STOCK	40049J206	1	34	Shares		X	
GRUPO TELEVISA	COMMON							
SA SPONS ADR....	STOCK	40049J206	6	297	Shares			X
GUESS? INC.....	COMMON							
	STOCK	401617105	3	95	Shares		X	
GULFPORT ENERGY	COMMON							
CORP.....	STOCK	402635304	19	650	Shares		X	
HCP								
INCORPORATED	COMMON							
REITS.....	STOCK	40414L109	68	1722	Shares		X	
HCP								
INCORPORATED	COMMON							
REITS.....	STOCK	40414L109	8	208	Shares			X
HSBC HOLDINGS	COMMON							
PLC SPON ADR....	STOCK	404280406	48	1086	Shares		X	
HSBC HOLDINGS	COMMON							
PLC SPON ADR....	STOCK	404280406	14	323	Shares			X
HALLIBURTON	COMMON							
HLDG CO COM.....	STOCK	406216101	1053	31721	Shares		X	
HALLIBURTON	COMMON							
HLDG CO COM.....	STOCK	406216101	133	4000	Shares			X
HALLIBURTON	COMMON							
HLDG CO COM.....	STOCK	406216101	39	1174	Shares		X	
JOHN HANCOCK	COMMON							

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PFD INC FD II...	STOCK	41013X106	23	1050	Shares		X		
HANESBRANDS	COMMON								
INC.....	STOCK	410345102	15	500	Shares				X
HARLEY DAVIDSON	COMMON								
COMMON.....	STOCK	412822108	282	5736	Shares		X		
HARLEY DAVIDSON	COMMON								
COMMON.....	STOCK	412822108	167	3400	Shares				X
HARRIS CORP	COMMON								
COMMON.....	STOCK	413875105	4	85	Shares		X		
HARRIS CORP	COMMON								
COMMON.....	STOCK	413875105	265	5875	Shares				X
HARSCO CORP	COMMON								
COMMON.....	STOCK	415864107	2809	119719	Shares		X		
HARSCO CORP	COMMON								
COMMON.....	STOCK	415864107	1334	56881	Shares				X
HARTFORD									
FINANCIAL SVCS	COMMON								
GRP INC.....	STOCK	416515104	64	3036	Shares		X		
HARTFORD									
FINANCIAL SVCS	COMMON								
GRP INC.....	STOCK	416515104	50	2370	Shares				X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			COLUMN 7 OTHER
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
HATTERAS										
FINANCIAL	COMMON									
CORP.....	STOCK	41902R103	1164	41724	Shares		X			
HATTERAS										
FINANCIAL	COMMON									
CORP.....	STOCK	41902R103	52	1852	Shares				X	
HATTERAS										
FINANCIAL	COMMON									
CORP.....	STOCK	41902R103	18	642	Shares		X			
HAWAIIAN										
ELECTRIC										
INDUSTRIES	COMMON									
COMMON.....	STOCK	419870100	18	714	Shares		X			
HEALTH										
MANAGEMENT-	COMMON									
CLASS A.....	STOCK	421933102	0	50	Shares				X	
HEALTH CARE	COMMON									
REIT INC.....	STOCK	42217K106	42	770	Shares		X			
HEALTH CARE	COMMON									
REIT INC.....	STOCK	42217K106	10	190	Shares				X	
HEALTH NET INC	COMMON									
COM.....	STOCK	42222G108	14	357	Shares		X			
HEARTLAND										
PAYMENT										

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SYSTEMS INC.....	COMMON STOCK	42235N108	37	1275	Shares	X	
HECLA MNG CO COM.....	COMMON STOCK	422704106	162	35000	Shares	X	
HEICO CORPORATION - CLASS A....	COMMON STOCK	422806208	216	5375	Shares	X	
HEICO CORPORATION - CLASS A....	COMMON STOCK	422806208	105	2610	Shares	X	
HEINZ H J CO COM.....	COMMON STOCK	423074103	1244	23239	Shares	X	
HEINZ H J CO COM.....	COMMON STOCK	423074103	503	9399	Shares		X
HENRY JACK & ASSOC INC COM.....	COMMON STOCK	426281101	37	1075	Shares	X	
HERCULES TECHNOLOGY GROWTH.....	COMMON STOCK	427096508	9	812	Shares	X	
HERITAGE- CRYSTAL CLEAN INC....	COMMON STOCK	42726M106	18	900	Shares	X	
THE HERSHEY COMPANY.....	COMMON STOCK	427866108	2544	41485	Shares	X	
THE HERSHEY COMPANY.....	COMMON STOCK	427866108	1604	26152	Shares		X
THE HERSHEY COMPANY.....	COMMON STOCK	427866108	14	226	Shares	X	
HESS CORPORATION..	COMMON STOCK	42809H107	118	2000	Shares		X
HEWLETT- PACKARD CO.....	COMMON STOCK	428236103	1505	63147	Shares	X	
HEWLETT- PACKARD CO.....	COMMON STOCK	428236103	784	32910	Shares		X
HEXCEL CORP....	COMMON STOCK	428291108	50	2075	Shares	X	
HITACHI LTD SPONS ADR....	COMMON STOCK	433578507	4	58	Shares	X	
HITACHI LTD SPONS ADR....	COMMON STOCK	433578507	12	180	Shares		X
HOLOGIC INC COM.....	COMMON STOCK	436440101	142	6600	Shares		X
HOME DEPOT INC COM.....	COMMON STOCK	437076102	6354	126304	Shares	X	
HOME DEPOT INC COM.....	COMMON STOCK	437076102	4406	87575	Shares		X
HOME PROPERTIES INC (REIT)...	COMMON STOCK	437306103	153	2500	Shares		X
HONDA MTR LTD AMERN SHS....	COMMON STOCK	438128308	11	286	Shares	X	
HONDA MTR LTD AMERN SHS....	COMMON STOCK	438128308	26	675	Shares		X
HONEYWELL INTL INC COM.....	COMMON STOCK	438516106	912	14938	Shares	X	
HONEYWELL INTL INC COM.....	COMMON STOCK	438516106	1810	29643	Shares		X

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HOSPIRA INC....	COMMON								
	STOCK	441060100	77	2065	Shares			X	
HOSPIRA INC....	COMMON								
	STOCK	441060100	35	924	Shares				X
HUDSON									
TECHNOLOGIES	COMMON								
INC.....	STOCK	444144109	2	500	Shares			X	
HUGOTON									
ROYALTY	COMMON								
TRUST.....	STOCK	444717102	2	150	Shares				X
HUMANA INC	COMMON								
COM.....	STOCK	444859102	10	112	Shares			X	
HUMAN GENOME									
SCIENCES INC	COMMON								
COMMON.....	STOCK	444903108	2	300	Shares				X
J B HUNT									
TRANSPORT									
SERVICES	COMMON								
INC.....	STOCK	445658107	5	95	Shares			X	
HUNTINGTON									
INGALLS									
INDUSTRIES	COMMON								
WI.....	STOCK	446413106	11	265	Shares				X
HYPERDYNAMICS	COMMON								
CORP.....	STOCK	448954107	5	3676	Shares			X	
IPG PHOTONICS	COMMON								
CORP.....	STOCK	44980X109	352	6767	Shares			X	
IPG PHOTONICS	COMMON								
CORP.....	STOCK	44980X109	156	3000	Shares			X	
ITT									
EDUCATIONAL									
SERVICES INC	COMMON								
COM.....	STOCK	45068B109	235	3552	Shares			X	
ITT									
EDUCATIONAL									
SERVICES INC	COMMON								
COM.....	STOCK	45068B109	113	1710	Shares			X	
ITT CORP-W/I...	COMMON								
	STOCK	450911201	2	100	Shares			X	
ITT CORP-W/I...	COMMON								
	STOCK	450911201	30	1310	Shares				X
IAMGOLD	COMMON								
CORP.....	STOCK	450913108	1	100	Shares				X
ICON PLC									
SPONSORED	COMMON								
ADR.....	STOCK	45103T107	10	458	Shares			X	
ICICI BANK									
LIMITED									
SPONSORED	COMMON								
ADR.....	STOCK	45104G104	6	164	Shares			X	
IDEXX LABS	COMMON								
COMMON.....	STOCK	45168D104	3	39	Shares			X	
ILLINOIS TOOL									
WKS INC	COMMON								
COM.....	STOCK	452308109	267	4670	Shares			X	
ILLINOIS TOOL									
WKS INC	COMMON								
COM.....	STOCK	452308109	440	7700	Shares				X
ILLUMINA INC...	COMMON								
	STOCK	452327109	49	926	Shares			X	
ILLUMINA INC...	COMMON								
	STOCK	452327109	1	14	Shares				X

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IMMUNOGEN INC.....	COMMON STOCK	45253H101	1	100	Shares		X
IMPERIAL OIL LTD.....	COMMON STOCK	453038408	113	2500	Shares		X
INDIA FUND.....	COMMON STOCK	454089103	75	3361	Shares	X	
INERGY LP.....	COMMON STOCK	456615103	36	2210	Shares	X	
INFOSYS LIMITED.....	COMMON STOCK	456788108	11	200	Shares	X	
ING GROEP NV SPONSORED ADR.....	COMMON STOCK	456837103	12	1450	Shares		X
INSULET CORP...	COMMON STOCK	45784P101	23	1200	Shares	X	
INTEL CORP COM.....	COMMON STOCK	458140100	15231	541742	Shares	X	
INTEL CORP COM.....	COMMON STOCK	458140100	6853	243762	Shares		X
INTEL CORP COM.....	COMMON STOCK	458140100	882	31385	Shares	X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY	
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER
INTEGRYS ENERGY GROUP INC.....	COMMON STOCK	45822P105	19	350	Shares			X
INTERCONTINENTAL EXCHANGE INC....	COMMON STOCK	45865V100	933	6791	Shares		X	
INTERCONTINENTAL EXCHANGE INC....	COMMON STOCK	45865V100	202	1470	Shares		X	
INTERDIGITAL INC.....	COMMON STOCK	45867G101	17	500	Shares		X	
IBM CORPORATION.....	COMMON STOCK	459200101	47455	227438	Shares		X	
IBM CORPORATION.....	COMMON STOCK	459200101	20228	96946	Shares			X
IBM CORPORATION.....	COMMON STOCK	459200101	2395	11477	Shares		X	
INTL FLAVORS & FRAGRANCES INC COM.....	COMMON STOCK	459506101	41	700	Shares		X	
INTERNATIONAL PAPER CO COM....	COMMON STOCK	460146103	156	4432	Shares		X	
INTERNATIONAL PAPER CO COM....	COMMON STOCK	460146103	143	4073	Shares			X
INTERNATIONAL SPEEDWAY CORP CL A.....	COMMON STOCK	460335201	1	50	Shares		X	

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INTUIT INC COM....	COMMON								
STOCK		461202103	53	875	Shares			X	
INTUITIVE	COMMON								
SURGICAL INC....	STOCK	46120E602	6214	11471	Shares			X	
INTUITIVE	COMMON								
SURGICAL INC....	STOCK	46120E602	312	575	Shares				X
INTUITIVE	COMMON								
SURGICAL INC....	STOCK	46120E602	326	602	Shares			X	
INTUITIVE	COMMON								
SURGICAL INC....	STOCK	46120E602	339	625	Shares				X
INVESCO VAN									
KAMPEN TR INVT	COMMON								
MUNI.....	STOCK	46131M106	9	600	Shares			X	
INVESCO VAN									
KAMPEN TR INVT	COMMON								
MUNI.....	STOCK	46131M106	89	5851	Shares				X
INVESCO VAN									
KAMPEN MUNI	COMMON								
OPP TR.....	STOCK	46132C107	108	7385	Shares				X
INVESCO VAN									
KAMPEN	COMMON								
ADVANTAGE.....	STOCK	46132E103	8	600	Shares			X	
INVESCO VAN									
KAMPEN PA	COMMON								
VALUE.....	STOCK	46132K109	195	13400	Shares			X	
INVESCO VAN									
KAMPEN PA	COMMON								
VALUE.....	STOCK	46132K109	201	13763	Shares				X
INVESCO VAN									
KAMPEN BOND	COMMON								
FUND.....	STOCK	46132L107	17	818	Shares			X	
INVESCO VALUE									
MUNICIPAL	COMMON								
INCOME TRUS....	STOCK	46132P108	44	2814	Shares				X
INVESCO VAN									
KAMPEN QUALITY	COMMON								
MUNI.....	STOCK	46133G107	20	1413	Shares				X
INVESCO QUALITY	COMMON								
MUNI INVT TR....	STOCK	46133H105	24	1708	Shares				X
INVESCO HIGH									
YIELD									
INVESTMENTS	COMMON								
FUND.....	STOCK	46133K108	2	300	Shares			X	
IRON MTN INC PA	COMMON								
COM.....	STOCK	462846106	2	67	Shares			X	
IRON MTN INC PA	COMMON								
COM.....	STOCK	462846106	9	329	Shares				X
ISHARES GOLD	COMMON								
TRUST.....	STOCK	464285105	1224	75256	Shares			X	
ISHARES GOLD	COMMON								
TRUST.....	STOCK	464285105	1	50	Shares				X
ISHARES MSCI									
CANADA INDEX	COMMON								
ETF.....	STOCK	464286509	28	992	Shares			X	
ISHARES MSCI									
ISRAEL CAPD INV	COMMON								
MKT ET.....	STOCK	464286632	17	393	Shares			X	
ISHARES MSCI									
SINGAPORE INDEX	COMMON								
ETF.....	STOCK	464286673	4	272	Shares			X	
ISHARES MSCI									
SWITZERLAND	COMMON								

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INDEX ETF.....	STOCK	464286749	4	155	Shares	X	
ISHARES MSCI							
SWEDEN INDEX	COMMON						
ETF.....	STOCK	464286756	4	128	Shares	X	
ISHARES MSCI							
SOUTH KOREA	COMMON						
INDEX ETF.....	STOCK	464286772	4	68	Shares	X	
ISHARES MSCI							
JAPAN INDEX	COMMON						
FD.....	STOCK	464286848	25	2500	Shares	X	
ISHARES MSCI							
JAPAN INDEX	COMMON						
FD.....	STOCK	464286848	34	3300	Shares		X
ISHARES MSCI							
HONG KONG	COMMON						
INDEX ETF.....	STOCK	464286871	4	202	Shares	X	
ISHARES DJ SELECT	COMMON						
DIVIDEND ETF....	STOCK	464287168	98	1760	Shares	X	
ISHARES BARCLAYS	COMMON						
TIPS BOND ETF...	STOCK	464287176	454	3855	Shares	X	
ISHARES BARCLAYS	COMMON						
TIPS BOND ETF...	STOCK	464287176	1412	12001	Shares	X	
ISHARES FTSE	COMMON						
CHINA 25.....	STOCK	464287184	9	244	Shares	X	
ISHARES S&P 500	COMMON						
INDEX ETF.....	STOCK	464287200	4371	30955	Shares	X	
ISHARES S&P 500	COMMON						
INDEX ETF.....	STOCK	464287200	1147	8123	Shares		X
ISHARES BARCLAYS							
AGGREGATE	COMMON						
BOND ETF.....	STOCK	464287226	382	3482	Shares	X	
ISHARES BARCLAYS							
AGGREGATE	COMMON						
BOND ETF.....	STOCK	464287226	77	701	Shares		X
ISHARES MSCI							
EMERGING MKTS	COMMON						
IDX ETF.....	STOCK	464287234	244	5672	Shares	X	
ISHARES MSCI							
EMERGING MKTS	COMMON						
IDX ETF.....	STOCK	464287234	67	1550	Shares		X
ISHARES IBOXX \$							
INV GRADE CORP	COMMON						
ETF.....	STOCK	464287242	87	750	Shares	X	
ISHARES IBOXX \$							
INV GRADE CORP	COMMON						
ETF.....	STOCK	464287242	309	2675	Shares	X	
ISHARES BARCLAYS							
1-3 YR TREAS BD	COMMON						
FD.....	STOCK	464287457	61	724	Shares		X
ISHARES MSCI EAFE	COMMON						
INDEX ETF.....	STOCK	464287465	11161	203332	Shares	X	
ISHARES MSCI EAFE	COMMON						
INDEX ETF.....	STOCK	464287465	4717	85942	Shares		X
ISHARES MSCI EAFE	COMMON						
INDEX ETF.....	STOCK	464287465	837	15246	Shares	X	
ISHARES MSCI EAFE	COMMON						
INDEX ETF.....	STOCK	464287465	729	13289	Shares		X
ISHARES RUSSELL							
MIDCAP INDEX	COMMON						
ETF.....	STOCK	464287499	22	200	Shares	X	
ISHARES S&P							
MIDCAP 400	COMMON						

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INDEX ETF.....	STOCK	464287507	60	606	Shares		X	
ISHARES S&P MIDCAP 400	COMMON							
INDEX ETF.....	STOCK	464287507	835	8415	Shares			X
ISHARES COHEN & STEERS REALTY	COMMON							
ETF.....	STOCK	464287564	13	175	Shares		X	
ISHARES COHEN & STEERS REALTY	COMMON							
ETF.....	STOCK	464287564	30	390	Shares		X	
ISHARES RUSSELL 1000 VALUE	COMMON							
INDEX ET.....	STOCK	464287598	7494	106954	Shares		X	
ISHARES RUSSELL 1000 VALUE	COMMON							
INDEX ET.....	STOCK	464287598	1568	22383	Shares			X
ISHARES RUSSELL 1000 VALUE	COMMON							
INDEX ET.....	STOCK	464287598	1367	19510	Shares		X	
ISHARES S&P MIDCAP 400	COMMON							
GRWTH IDX ET....	STOCK	464287606	747	6641	Shares		X	
ISHARES RUSSELL 1000 GROWTH IDX	COMMON							
ETF.....	STOCK	464287614	10265	155335	Shares		X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED OTHER	
ISHARES RUSSELL 1000 GROWTH IDX ETF.....	COMMON STOCK	464287614	2105	31856	Shares				X
ISHARES RUSSELL 1000 GROWTH IDX ETF.....	COMMON STOCK	464287614	287	4335	Shares		X		
ISHARES RUSSELL 1000 INDEX ETF..	COMMON STOCK	464287622	4196	53821	Shares		X		
ISHARES RUSSELL 1000 INDEX ETF..	COMMON STOCK	464287622	10	124	Shares				X
ISHARES RUSSELL 2000 GROWTH IDX ETF.....	COMMON STOCK	464287648	2198	23045	Shares		X		
ISHARES RUSSELL 2000 GROWTH IDX ETF.....	COMMON STOCK	464287648	127	1328	Shares				X
ISHARES RUSSELL 2000 INDEX ETF..	COMMON STOCK	464287655	130	1570	Shares		X		
ISHARES RUSSELL 2000 INDEX ETF..	COMMON STOCK	464287655	22	260	Shares				X

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ISHARES DOW								
JONES US UTIL	COMMON							
SECT.....	STOCK	464287697	5	60	Shares			X
ISHARES S&P								
MIDCAP 400	COMMON							
VALUE IDX ET....	STOCK	464287705	503	5892	Shares			X
ISHARES DOW								
JONES US FINL	COMMON							
SECT.....	STOCK	464287788	32	540	Shares			X
ISHARES DOW								
JONES US FINL	COMMON							
SECT.....	STOCK	464287788	14	235	Shares			X
ISHARES S&P								
SMALLCAP 600	COMMON							
INDEX ETF.....	STOCK	464287804	1376	18032	Shares			X
ISHARES S&P								
SMALLCAP 600	COMMON							
INDEX ETF.....	STOCK	464287804	869	11394	Shares			X
ISHARES DJ US								
BASIC								
MATERIALS SEC	COMMON							
F.....	STOCK	464287838	53	750	Shares			X
ISHARES S&P								
EUROPE 350	COMMON							
INDEX FD.....	STOCK	464287861	93	2500	Shares			X
ISHARES FTSE	COMMON							
DEVELOPED.....	STOCK	464288497	1	40	Shares			X
ISHARES IBOXX HI								
YLD CORP BD	COMMON							
FD.....	STOCK	464288513	41	455	Shares			X
ISHARES BARCLAYS								
INTER GOVT/CR	COMMON							
BD FD.....	STOCK	464288612	4462	40155	Shares			X
ISHARES S&P US								
PFD STK INDEX	COMMON							
FD.....	STOCK	464288687	293	7505	Shares			X
ISHARES S&P US								
PFD STK INDEX	COMMON							
FD.....	STOCK	464288687	102	2600	Shares			X
ISHARES MSCI USA	COMMON							
ESG SELECT.....	STOCK	464288802	19	316	Shares			X
ISHARES MSCI EAFE								
GROWTH INDEX	COMMON							
ETF.....	STOCK	464288885	73	1250	Shares			X
ISHARES MSCI EAFE								
GROWTH INDEX	COMMON							
ETF.....	STOCK	464288885	180	3062	Shares			X
ISHARES MSCI NEW								
ZEALAND	COMMON							
INVESTABLE.....	STOCK	464289123	4	126	Shares			X
ISHARES SILVER	COMMON							
TRUST.....	STOCK	46428Q109	24	750	Shares			X
ISHARES SILVER	COMMON							
TRUST.....	STOCK	46428Q109	3	100	Shares			X
ISHARES S&P GSCI	COMMON							
COMMODITY - I...	STOCK	46428R107	17	500	Shares			X
ISHARES MSCI								
POLAND	COMMON							
INVESTABLE.....	STOCK	46429B606	3	110	Shares			X
ISHARES HIGH								
DIVIDEND EQ	COMMON							
FD.....	STOCK	46429B663	18089	316515	Shares			X

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ISHARES HIGH							
DIVIDEND EQ	COMMON						
FD.....	STOCK	46429B663	1020	17848	Shares		X
ISHARES HIGH							
DIVIDEND EQ	COMMON						
FD.....	STOCK	46429B663	5692	99601	Shares	X	
ISIS							
PHARMACEUTICALS	COMMON						
COM.....	STOCK	464330109	3	350	Shares	X	
ITAU UNIBANCO							
HOLDING SA -	COMMON						
PREF ADR.....	STOCK	465562106	9	482	Shares	X	
JDS UNIPHASE	COMMON						
CORP.....	STOCK	46612J507	30	2050	Shares	X	
JPMORGAN	COMMON						
CHASE & CO.....	STOCK	46625H100	12566	273299	Shares	X	
JPMORGAN	COMMON						
CHASE & CO.....	STOCK	46625H100	5360	116564	Shares		X
JPMORGAN	COMMON						
CHASE & CO.....	STOCK	46625H100	1873	40741	Shares	X	
JPMORGAN	COMMON						
CHASE & CO.....	STOCK	46625H100	57	1250	Shares		X
JACOBS							
ENGINEERING							
GROUP INC	COMMON						
COM.....	STOCK	469814107	104	2350	Shares	X	
JACOBS							
ENGINEERING							
GROUP INC	COMMON						
COM.....	STOCK	469814107	57	1290	Shares		X
JANUS CAPITAL	COMMON						
GROUP INC.....	STOCK	47102X105	49	5536	Shares	X	
JETBLUE AIRWAYS	COMMON						
CORPORATION.....	STOCK	477143101	0	100	Shares	X	
JOHNSON &	COMMON						
JOHNSON.....	STOCK	478160104	20909	317001	Shares	X	
JOHNSON &	COMMON						
JOHNSON.....	STOCK	478160104	19481	295345	Shares		X
JOHNSON &	COMMON						
JOHNSON.....	STOCK	478160104	892	13514	Shares	X	
JOHNSON							
CONTROLS INC	COMMON						
COM.....	STOCK	478366107	506	15591	Shares	X	
JOHNSON							
CONTROLS INC	COMMON						
COM.....	STOCK	478366107	311	9570	Shares		X
JOY GLOBAL	COMMON						
INCORPORATED....	STOCK	481165108	1954	26587	Shares	X	
JOY GLOBAL	COMMON						
INCORPORATED....	STOCK	481165108	150	2035	Shares		X
JOY GLOBAL	COMMON						
INCORPORATED....	STOCK	481165108	152	2070	Shares	X	
JUNIPER							
NETWORKS	COMMON						
INC.....	STOCK	48203R104	860	37593	Shares	X	
JUNIPER							
NETWORKS	COMMON						
INC.....	STOCK	48203R104	19	820	Shares		X
JUNIPER							
NETWORKS	COMMON						
INC.....	STOCK	48203R104	40	1753	Shares	X	
KT CORPORATION	COMMON						

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SP ADR.....	STOCK	48268K101	3	235	Shares					X
KELLOGG CO	COMMON									
COM.....	STOCK	487836108	912	17000	Shares		X			
KELLOGG CO	COMMON									
COM.....	STOCK	487836108	693	12925	Shares					X
KIMBERLY CLARK	COMMON									
CORP.....	STOCK	494368103	2593	35094	Shares		X			
KIMBERLY CLARK	COMMON									
CORP.....	STOCK	494368103	2742	37113	Shares					X
KINDER MORGAN										
ENERGY	COMMON									
PARTNERS LP.....	STOCK	494550106	393	4755	Shares		X			
KINDER MORGAN										
ENERGY	COMMON									
PARTNERS LP.....	STOCK	494550106	85	1022	Shares					X
KINDER MORGAN										
MANAGEMENT	COMMON									
LLC.....	STOCK	49455U100	2046	27417	Shares		X			
KINDER MORGAN										
MANAGEMENT	COMMON									
LLC.....	STOCK	49455U100	89	1192	Shares					X
KINDER MORGAN										
MANAGEMENT	COMMON									
LLC.....	STOCK	49455U100	26	342	Shares		X			
KINROSS GOLD	COMMON									
CORPORATION.....	STOCK	496902404	4	419	Shares		X			
KIRBY CORP COM.....	COMMON									
	STOCK	497266106	53	800	Shares		X			
KODIAK OIL & GAS	COMMON									
CORPORATION.....	STOCK	50015Q100	13	1275	Shares		X			

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			M
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	OTHER	
KOHL'S CORP COM.....	COMMON STOCK	500255104	81	1623	Shares			X		
KOHL'S CORP COM.....	COMMON STOCK	500255104	112	2230	Shares					X
KONINKLIJKE PHILIPS ELEC N V NY SHR.....	COMMON STOCK	500472303	11	550	Shares			X		
KOREA ELECTRIC POWER CORP SP ADR.....	COMMON STOCK	500631106	6	655	Shares					X
KRAFT FOODS INC CL A.....	COMMON STOCK	50075N104	6019	158352	Shares			X		
KRAFT FOODS INC CL A.....	COMMON STOCK	50075N104	3305	86957	Shares					X

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KRAFT FOODS INC CL A.....	COMMON STOCK	50075N104	273	7171	Shares	X	
KRAFT FOODS INC CL A.....	COMMON STOCK	50075N104	23	600	Shares		X
KROGER COMPANY COMMON.....	COMMON STOCK	501044101	136	5596	Shares	X	
KROGER COMPANY COMMON.....	COMMON STOCK	501044101	12	500	Shares		X
KUBOTA CORP- SPONS ADR.....	COMMON STOCK	501173207	10	198	Shares	X	
LKQ CORPORATION....	COMMON STOCK	501889208	379	12166	Shares	X	
LKQ CORPORATION....	COMMON STOCK	501889208	184	5900	Shares	X	
LSB INDUSTRIES INC.....	COMMON STOCK	502160104	25	650	Shares	X	
LSI CORPORATION....	COMMON STOCK	502161102	0	4	Shares	X	
LSI CORPORATION....	COMMON STOCK	502161102	0	14	Shares		X
LABORATORY CRP OF AMER HLDGS COM NE.....	COMMON STOCK	50540R409	20	215	Shares	X	
LAM RESEARCH CORP COMMON.....	COMMON STOCK	512807108	779	17456	Shares	X	
LAM RESEARCH CORP COMMON.....	COMMON STOCK	512807108	164	3683	Shares	X	
LAS VEGAS SANDS CORP.....	COMMON STOCK	517834107	577	10015	Shares	X	
LAS VEGAS SANDS CORP.....	COMMON STOCK	517834107	31	533	Shares	X	
ESTEE LAUDER COMPANIES INC.....	COMMON STOCK	518439104	2118	34191	Shares	X	
ESTEE LAUDER COMPANIES INC.....	COMMON STOCK	518439104	142	2300	Shares		X
ESTEE LAUDER COMPANIES INC.....	COMMON STOCK	518439104	38	609	Shares	X	
LEGGETT & PLATT INC.....	COMMON STOCK	524660107	184	8000	Shares	X	
LEGG MASON INC.....	COMMON STOCK	524901105	15	545	Shares	X	
LEGG MASON INC.....	COMMON STOCK	524901105	5	175	Shares		X
LEXINGTON REALTY TRUST.....	COMMON STOCK	529043101	18	2000	Shares	X	
LIBERTY MEDIA CORP - LIBERTY A.....	COMMON STOCK	530322106	37	415	Shares	X	
LIBERTY MEDIA CORP - LIBERTY A.....	COMMON STOCK	530322106	91	1037	Shares		X
LIBERTY MEDIA CORP.....	COMMON STOCK	530322205	48	543	Shares		X

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LIBERTY								
GLOBAL INC -	COMMON							
CL A.....	STOCK	530555101	11	213	Shares		X	
LIBERTY								
GLOBAL INC -	COMMON							
CL A.....	STOCK	530555101	44	877	Shares			X
LIBERTY								
GLOBAL	COMMON							
INC-CL B.....	STOCK	530555200	27	543	Shares			X
LIBERTY								
GLOBAL INC	COMMON							
CL C.....	STOCK	530555309	10	216	Shares		X	
LIBERTY								
GLOBAL INC	COMMON							
CL C.....	STOCK	530555309	68	1420	Shares			X
LIBERTY								
INTERACTIV	COMMON							
CORPORATION....	STOCK	53071M104	10	500	Shares		X	
LIBERTY								
INTERACTIV	COMMON							
CORPORATION....	STOCK	53071M104	76	3967	Shares			X
LIBERTY								
INTERACTIVE	COMMON							
CORPORATION....	STOCK	53071M203	52	2714	Shares			X
LIFE								
TECHNOLOGIES	COMMON							
CORP.....	STOCK	53217V109	236	4830	Shares		X	
LIFE								
TECHNOLOGIES	COMMON							
CORP.....	STOCK	53217V109	102	2080	Shares		X	
LIFEPOINT HOSPS	COMMON							
INC COM.....	STOCK	53219L109	11	273	Shares		X	
LIHUA								
INTERNATIONAL	COMMON							
INC.....	STOCK	532352101	12	2000	Shares			X
LILLY ELY &								
COMPANY	COMMON							
COMMON.....	STOCK	532457108	4229	105019	Shares		X	
LILLY ELY &								
COMPANY	COMMON							
COMMON.....	STOCK	532457108	3327	82629	Shares			X
LILLY ELY &								
COMPANY	COMMON							
COMMON.....	STOCK	532457108	996	24750	Shares		X	
LIMITED								
BRANDS, INC	COMMON							
COM.....	STOCK	532716107	2396	49910	Shares		X	
LIMITED								
BRANDS, INC	COMMON							
COM.....	STOCK	532716107	163	3389	Shares			X
LIMITED								
BRANDS, INC	COMMON							
COM.....	STOCK	532716107	1241	25848	Shares		X	
LINCOLN								
NATIONAL								
CORP	COMMON							
COMMON.....	STOCK	534187109	29	1100	Shares		X	
LINEAR								
TECHNOLOGY	COMMON							
CORP COM.....	STOCK	535678106	19	550	Shares		X	
LINEAR								
TECHNOLOGY	COMMON							

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CORP COM.....	STOCK	535678106	4	110	Shares				X
LINKEDIN CORP	COMMON								
A.....	STOCK	53578A108	10	100	Shares		X		
LIONS GATE									
ENTERTAINMENT	COMMON								
CORP.....	STOCK	535919203	63	4500	Shares		X		
LINN ENERGY	COMMON								
LLC.....	STOCK	536020100	50	1300	Shares		X		
LINN ENERGY	COMMON								
LLC.....	STOCK	536020100	32	847	Shares				X
LITTLEFUSE INC	COMMON								
COM.....	STOCK	537008104	24	375	Shares		X		
LIZ CLAIBORNE	COMMON								
INC.....	STOCK	539320101	25	1850	Shares		X		
LLOYDS									
BANKING	COMMON								
GROUP PLC.....	STOCK	539439109	3	1370	Shares		X		
LOCKHEED									
MARTIN									
CORPORATION	COMMON								
COM.....	STOCK	539830109	3268	36368	Shares		X		
LOCKHEED									
MARTIN									
CORPORATION	COMMON								
COM.....	STOCK	539830109	886	9865	Shares				X
LOEWS CORP.....	COMMON								
	STOCK	540424108	164	4110	Shares		X		
LOEWS CORP.....	COMMON								
	STOCK	540424108	16	405	Shares				X
LORILLARD	COMMON								
INC.....	STOCK	544147101	97	748	Shares		X		
LORILLARD	COMMON								
INC.....	STOCK	544147101	8	60	Shares				X
LOWES									
COMPANIES	COMMON								
INC.....	STOCK	548661107	2989	95267	Shares		X		
LOWES									
COMPANIES	COMMON								
INC.....	STOCK	548661107	270	8620	Shares				X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER	
LOWES COMPANIES INC.....	COMMON STOCK	548661107	16	494	Shares			X	
LUFKIN INDUSTRIES INC.....	COMMON STOCK	549764108	184	2282	Shares			X	
LUFKIN INDUSTRIES INC.....	COMMON STOCK	549764108	78	970	Shares			X	

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LULULEMON								
ATHLETICA	COMMON							
INC-W/I.....	STOCK	550021109	2576	34465	Shares		X	
LULULEMON								
ATHLETICA	COMMON							
INC-W/I.....	STOCK	550021109	58	776	Shares			X
LULULEMON								
ATHLETICA	COMMON							
INC-W/I.....	STOCK	550021109	176	2357	Shares		X	
LUMBER								
LIQUIDATORS	COMMON							
HOLDINGS.....	STOCK	55003T107	46	1825	Shares		X	
LUXOTTICA GROUP	COMMON							
SPA-SPON ADR....	STOCK	55068R202	12	332	Shares		X	
M & T BANK	COMMON							
CORP.....	STOCK	55261F104	124863	1437189	Shares			X
M & T BANK	COMMON							
CORP.....	STOCK	55261F104	11425	131502	Shares			X
M & T BANK	COMMON							
CORP.....	STOCK	55261F104	13	150	Shares			X
MGM RESORTS	COMMON							
INTERNATIONAL...	STOCK	552953101	42	3100	Shares		X	
MKS INSTRUMENTS	COMMON							
INC.....	STOCK	55306N104	165	5593	Shares		X	
MKS INSTRUMENTS	COMMON							
INC.....	STOCK	55306N104	80	2720	Shares		X	
MACY'S INC.....	COMMON							
	STOCK	55616P104	139	3491	Shares		X	
MACY'S INC.....	COMMON							
	STOCK	55616P104	3	72	Shares			X
STEVEN MADDEN,	COMMON							
LTD.....	STOCK	556269108	30	700	Shares		X	
MAGELLAN								
MIDSTREAM	COMMON							
PARTNERS L.P....	STOCK	559080106	127	1750	Shares		X	
MAGELLAN								
MIDSTREAM	COMMON							
PARTNERS L.P....	STOCK	559080106	15	212	Shares			X
MAGNA	COMMON							
INTERNATIONAL...	STOCK	559222401	19	400	Shares			X
MAGNUM HUNTER								
RESOURCES	COMMON							
CORP.....	STOCK	55973B102	1	100	Shares			X
MAKO SURGICAL	COMMON							
CORP.....	STOCK	560879108	34	800	Shares		X	
MANITOWOC CO	COMMON							
INC COM.....	STOCK	563571108	563	40606	Shares		X	
MANITOWOC CO	COMMON							
INC COM.....	STOCK	563571108	23	1694	Shares		X	
MANPOWER INC	COMMON							
WIS.....	STOCK	56418H100	71	1500	Shares		X	
MANULIFE								
FINANCIAL	COMMON							
CORP.....	STOCK	56501R106	442	32590	Shares		X	
MANULIFE								
FINANCIAL	COMMON							
CORP.....	STOCK	56501R106	25	1832	Shares			X
MAP								
PHARMACEUTICALS	COMMON							
INC.....	STOCK	56509R108	262	18265	Shares		X	
MAP								
PHARMACEUTICALS	COMMON							

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INC.....	STOCK	56509R108	81	5610	Shares	X	
MARATHON OIL	COMMON						
CORP.....	STOCK	565849106	197	6216	Shares	X	
MARATHON OIL	COMMON						
CORP.....	STOCK	565849106	35	1116	Shares		X
MARATHON							
PETROLEUM	COMMON						
CORPORATION.....	STOCK	56585A102	175	4043	Shares	X	
MARATHON							
PETROLEUM	COMMON						
CORPORATION.....	STOCK	56585A102	24	560	Shares		X
MARKEL CORP	COMMON						
COM.....	STOCK	570535104	2	4	Shares	X	
MARKET VECTORS	COMMON						
COAL ETF.....	STOCK	57060U837	16	500	Shares	X	
MARKWEST							
ENERGY	COMMON						
PARTNERS LP.....	STOCK	570759100	12	200	Shares		X
MARSH &							
MCLENNAN COS	COMMON						
INC COM.....	STOCK	571748102	59	1800	Shares		X
MARRIOTT INTL INC	COMMON						
CL A.....	STOCK	571903202	26	700	Shares	X	
MARTIN MARIETTA							
MATERIALS	COMMON						
INC.....	STOCK	573284106	28	325	Shares	X	
MASCO CORP.....	COMMON						
	STOCK	574599106	19	1417	Shares	X	
MASCO CORP.....	COMMON						
	STOCK	574599106	16	1200	Shares		X
MASTERCARD INC	COMMON						
CL A.....	STOCK	57636Q104	1180	2806	Shares	X	
MASTERCARD INC	COMMON						
CL A.....	STOCK	57636Q104	53	126	Shares		X
MASTERCARD INC	COMMON						
CL A.....	STOCK	57636Q104	45	107	Shares	X	
MATTEL	COMMON						
COMMON.....	STOCK	577081102	64	1907	Shares	X	
MAXIM							
INTEGRATED							
PRODS INC	COMMON						
COM.....	STOCK	57772K101	6	200	Shares		X
MCCORMICK &							
CO-NON VTG	COMMON						
SHS.....	STOCK	579780206	2821	51825	Shares	X	
MCCORMICK &							
CO-NON VTG	COMMON						
SHS.....	STOCK	579780206	167	3075	Shares		X
MCDERMOTT INTL	COMMON						
INC.....	STOCK	580037109	52	4050	Shares	X	
MCDERMOTT INTL	COMMON						
INC.....	STOCK	580037109	7	550	Shares		X
MCDONALD'S	COMMON						
CORPORATION.....	STOCK	580135101	9897	100891	Shares	X	
MCDONALD'S	COMMON						
CORPORATION.....	STOCK	580135101	4396	44813	Shares		X
MCDONALD'S	COMMON						
CORPORATION.....	STOCK	580135101	329	3352	Shares	X	
MCEWEN MINING	COMMON						
INC.....	STOCK	58039P107	2	400	Shares	X	
MCGRAW HILL							
COMPANIES INC	COMMON						

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COMMON.....	STOCK	580645109	287	5930	Shares					X
MCGRAW HILL COMPANIES INC	COMMON									
COMMON.....	STOCK	580645109	867	17895	Shares					X
MCKESSON CORPORATION	COMMON									
COM.....	STOCK	58155Q103	35	400	Shares					X
MCMORAN EXPLORATION	COMMON									
CO.....	STOCK	582411104	107	10000	Shares					X
MEAD JOHNSON NUTRITION CO....	COMMON									
STOCK		582839106	815	9879	Shares					X
MEAD JOHNSON NUTRITION CO....	COMMON									
STOCK		582839106	9	108	Shares					X
MEADWESTVACO CORP COMMON.....	COMMON									
STOCK		583334107	1797	56890	Shares					X
MEADWESTVACO CORP COMMON.....	COMMON									
STOCK		583334107	69	2192	Shares					X
MEADWESTVACO CORP COMMON.....	COMMON									
STOCK		583334107	28	890	Shares					X
MEDASSETS INC.....	COMMON									
STOCK		584045108	32	2450	Shares					X
MEDCO HEALTH SOLUTIONS	COMMON									
INC.....	STOCK	58405U102	1204	17126	Shares					X
MEDCO HEALTH SOLUTIONS	COMMON									
INC.....	STOCK	58405U102	2071	29465	Shares					X
MEDIDATA SOLUTIONS	COMMON									
INC.....	STOCK	58471A105	5	200	Shares					X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			O MA
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	OTHER	
MEDIVATION INC.....	COMMON STOCK	58501N101	37	500	Shares					X
MEDTRONIC INC.....	COMMON STOCK	585055106	1115	28462	Shares					X
MEDTRONIC INC.....	COMMON STOCK	585055106	743	18960	Shares					X
MEDTRONIC INC.....	COMMON STOCK	585055106	60	1529	Shares					X
MERCK & CO INC.....	COMMON STOCK	58933Y105	11397	296798	Shares					X
MERCK & CO INC.....	COMMON STOCK	58933Y105	6256	162917	Shares					X
MERCK & CO INC.....	COMMON STOCK	58933Y105	1076	28027	Shares					X

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METLIFE INC.....	COMMON								
	STOCK	59156R108	4738	126861	Shares			X	
METLIFE INC.....	COMMON								
	STOCK	59156R108	485	12993	Shares				X
METLIFE INC.....	COMMON								
	STOCK	59156R108	1537	41150	Shares			X	
METROPOLITAN									
HEALTH									
NETWORKS	COMMON								
INC.....	STOCK	592142103	5	500	Shares			X	
MICROSOFT	COMMON								
CORP.....	STOCK	594918104	21213	657650	Shares			X	
MICROSOFT	COMMON								
CORP.....	STOCK	594918104	7715	239180	Shares				X
MICROSOFT	COMMON								
CORP.....	STOCK	594918104	2349	72823	Shares			X	
MICROSTRATEGY	COMMON								
INC.....	STOCK	594972408	35	250	Shares			X	
MICROCHIP									
TECHNOLOGY	COMMON								
INC COM.....	STOCK	595017104	233	6252	Shares			X	
MICROCHIP									
TECHNOLOGY	COMMON								
INC COM.....	STOCK	595017104	56	1500	Shares				X
MICRON									
TECHNOLOGY	COMMON								
INC COM.....	STOCK	595112103	1	150	Shares			X	
MID PENN									
BANCORP	COMMON								
INCORPORATED..	STOCK	59540G107	16	1570	Shares			X	
HERMAN MILLER	COMMON								
INC.....	STOCK	600544100	21	925	Shares			X	
MINDRAY									
MEDICAL INTL	COMMON								
LTD-ADR.....	STOCK	602675100	13	394	Shares			X	
MITSUBISHI UFJ									
FINANCIAL	COMMON								
GRP-ADR.....	STOCK	606822104	16	3180	Shares				X
MIZUHO									
FINANCIAL	COMMON								
GROUP INC.....	STOCK	60687Y109	5	1415	Shares				X
MOLSON COORS									
BREWING	COMMON								
COMPANY.....	STOCK	60871R209	27	600	Shares				X
MONSANTO	COMMON								
COMPANY.....	STOCK	61166W101	2255	28270	Shares			X	
MONSANTO	COMMON								
COMPANY.....	STOCK	61166W101	915	11471	Shares				X
MONSTER									
BEVERAGE	COMMON								
CORP.....	STOCK	611740101	69	1118	Shares			X	
MONSTER									
BEVERAGE	COMMON								
CORP.....	STOCK	611740101	3	48	Shares				X
MOODYS CORP.....	COMMON								
	STOCK	615369105	63	1500	Shares			X	
MOODYS CORP.....	COMMON								
	STOCK	615369105	9	222	Shares				X
MOOG INC CL	COMMON								
A.....	STOCK	615394202	13	300	Shares			X	
MORGAN									
STANLEY	COMMON								

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MORGAN GROUP INC.....	STOCK	617446448	804	40940	Shares	X	
MORGAN STANLEY GROUP INC.....	STOCK	617446448	109	5575	Shares		X
MORGAN STANLEY GROUP INC.....	STOCK	617446448	107	5468	Shares	X	
MOSAIC CO WI/ THE.....	STOCK	61945C103	911	16471	Shares	X	
MOSAIC CO WI/ THE.....	STOCK	61945C103	53	955	Shares		X
MOSAIC CO WI/ THE.....	STOCK	61945C103	122	2210	Shares	X	
MOTOROLA SOLUTIONS INC.....	STOCK	620076307	123	2415	Shares	X	
MOTOROLA SOLUTIONS INC.....	STOCK	620076307	185	3639	Shares		X
MOTOROLA MOBILITY HOLDINGS W.....	STOCK	620097105	36	909	Shares	X	
MOTOROLA MOBILITY HOLDINGS W.....	STOCK	620097105	97	2484	Shares		X
MURPHY OIL CORP COMMON.....	STOCK	626717102	37	650	Shares	X	
MURPHY OIL CORP COMMON.....	STOCK	626717102	84	1500	Shares		X
MYLAN INC.....	STOCK	628530107	12	533	Shares	X	
MYRIAD GENETICS INC.....	STOCK	62855J104	7	300	Shares	X	
NBT BANCORP INC. COM.....	STOCK	628778102	112	5052	Shares	X	
NYSE EURONEXT.....	STOCK	629491101	4	117	Shares	X	
NATIONAL FUEL GAS CO COMMON.....	STOCK	636180101	82	1700	Shares		X
NATIONAL GRID GROUP PLC-ADR.....	STOCK	636274300	101	1992	Shares	X	
NATIONAL GRID GROUP PLC-ADR.....	STOCK	636274300	79	1566	Shares		X
NATIONAL INSTRUMENTS CORP COM.....	STOCK	636518102	3	111	Shares	X	
NATIONAL OILWELL VARCO INC.....	STOCK	637071101	7506	94453	Shares	X	
NATIONAL OILWELL VARCO INC.....	STOCK	637071101	564	7092	Shares		X
NATIONAL OILWELL	COMMON						

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VARCO INC.....	STOCK	637071101	1645	20691	Shares		X	
NATIONAL PENN BANCSHARES	COMMON							
INC.....	STOCK	637138108	13	1500	Shares		X	
NATIONAL PENN BANCSHARES	COMMON							
INC.....	STOCK	637138108	9	1000	Shares			X
NATIONAL RETAIL PROPERTIES	COMMON							
INC.....	STOCK	637417106	109	4000	Shares		X	
NAVISTAR INTERNATIONAL CORP.....	COMMON STOCK	63934E108	4	100	Shares		X	
NETAPP APPLIANCE INC.....	COMMON STOCK	64110D104	19	426	Shares		X	
NETFLIX.COM INC.....	COMMON STOCK	64110L106	8	68	Shares		X	
NETSPEND HOLDINGS INC.....	COMMON STOCK	64118V106	47	6100	Shares		X	
NEUROCRINE BIOSCIENCES INC.....	COMMON STOCK	64125C109	4	500	Shares			X
NEW YORK COMMUNITY BANCORP	COMMON							
INC.....	STOCK	649445103	58	4186	Shares		X	
NEWELL RUBBERMAID INC COM.....	COMMON STOCK	651229106	53	3000	Shares			X
NEWFIELD EXPLORATION CO COMMON.....	COMMON STOCK	651290108	6	170	Shares		X	
NEWFIELD EXPLORATION CO COMMON.....	COMMON STOCK	651290108	4	125	Shares			X
NEWMARKET CORPORATION...	COMMON STOCK	651587107	2996	15985	Shares		X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER
NEWMARKET CORPORATION.... NEWMARKET	COMMON STOCK COMMON	651587107	1485	7922	Shares				X

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CORPORATION....	STOCK	651587107	45	242	Shares		X
NEWMONT MINING CORP	COMMON						
COMMON.....	STOCK	651639106	17	340	Shares		X
NEWMONT MINING CORP	COMMON						
COMMON.....	STOCK	651639106	46	900	Shares		X
NEWS CORP	COMMON						
INC-A.....	STOCK	65248E104	20	1007	Shares		X
NEWS CORP	COMMON						
INC-A.....	STOCK	65248E104	21	1073	Shares		X
NEXEN INC.....	COMMON						
	STOCK	65334H102	2	122	Shares		X
NEXTERA ENERGY INC.....	COMMON						
	STOCK	65339F101	3912	64039	Shares		X
NEXTERA ENERGY INC.....	COMMON						
	STOCK	65339F101	3079	50411	Shares		X
NIKE INC CL B....	COMMON						
	STOCK	654106103	2609	24061	Shares		X
NIKE INC CL B....	COMMON						
	STOCK	654106103	265	2446	Shares		X
NIKE INC CL B....	COMMON						
	STOCK	654106103	25	230	Shares		X
NIPPON TELEGRAPH & TELE ADR.....	COMMON						
	STOCK	654624105	2	70	Shares		X
NIPPON TELEGRAPH & TELE ADR.....	COMMON						
	STOCK	654624105	17	745	Shares		X
NISOURCE INC.....	COMMON						
	STOCK	65473P105	119	4894	Shares		X
NISOURCE INC.....	COMMON						
	STOCK	65473P105	99	4065	Shares		X
NOKIA CORP SPONSORED ADR.....	COMMON						
	STOCK	654902204	23	4170	Shares		X
NOKIA CORP SPONSORED ADR.....	COMMON						
	STOCK	654902204	22	4045	Shares		X
NOBLE ENERGY INC.....	COMMON						
	STOCK	655044105	492	5035	Shares		X
NOBLE ENERGY INC.....	COMMON						
	STOCK	655044105	152	1550	Shares		X
NOMURA HLDGS INC.....	COMMON						
	STOCK	65535H208	4	875	Shares		X
NORDSTROM INC COM.....	COMMON						
	STOCK	655664100	1340	24041	Shares		X
NORDSTROM INC COM.....	COMMON						
	STOCK	655664100	437	7837	Shares		X
NORFOLK SOUTHERN CORP.....	COMMON						
	STOCK	655844108	1298	19710	Shares		X
NORFOLK SOUTHERN CORP.....	COMMON						
	STOCK	655844108	516	7840	Shares		X
NORFOLK SOUTHERN CORP.....	COMMON						
	STOCK	655844108	24	370	Shares		X
NORTHERN TRUST CORP COM.....	COMMON						
	STOCK	665859104	6	132	Shares		X
NORTHROP GRUMMAN	COMMON						

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CORP.....	STOCK	666807102	125	2052	Shares		X
NORTHROP							
GRUMMAN	COMMON						
CORP.....	STOCK	666807102	122	1998	Shares		X
NORTHWEST							
BANCSHARES	COMMON						
INC.....	STOCK	667340103	56	4417	Shares		X
NOVARTIS AG	COMMON						
ADR.....	STOCK	66987V109	1540	27800	Shares		X
NOVARTIS AG	COMMON						
ADR.....	STOCK	66987V109	600	10832	Shares		X
NOVAVAX INC.....	COMMON						
	STOCK	670002104	13	10000	Shares		X
NSTAR COM.....	COMMON						
	STOCK	67019E107	7	150	Shares		X
NUANCE							
COMMUNICATIONS	COMMON						
INC.....	STOCK	67020Y100	66	2584	Shares		X
NUANCE							
COMMUNICATIONS	COMMON						
INC.....	STOCK	67020Y100	3	130	Shares		X
NUCOR CORP	COMMON						
COMMON.....	STOCK	670346105	51	1178	Shares		X
NUCOR CORP	COMMON						
COMMON.....	STOCK	670346105	496	11550	Shares		X
NUSTAR ENERGY	COMMON						
LP.....	STOCK	67058H102	12	200	Shares		X
NUVEEN PA PREM							
INCOME MUN FD	COMMON						
2.....	STOCK	67061F101	89	6216	Shares		X
NUVEEN SELECT	COMMON						
MATURITIES.....	STOCK	67061T101	26	2550	Shares		X
NUVEEN INVT							
QUALITY MUNI	COMMON						
FD.....	STOCK	67062E103	5	333	Shares		X
NUVEEN							
MUNICIPAL	COMMON						
INCOME FD.....	STOCK	67062J102	26	2330	Shares		X
NUVEEN QUALITY	COMMON						
MUNI FD.....	STOCK	67062N103	17	1200	Shares		X
NUVEEN							
PERFORMANCE	COMMON						
PLUS MUNI FD...	STOCK	67062P108	6	390	Shares		X
NUVEEN NY PERF	COMMON						
PLUS MUNI FD...	STOCK	67062R104	31	2000	Shares		X
NUVEEN MUNI							
MKT	COMMON						
OPPORTUNITY....	STOCK	67062W103	42	3000	Shares		X
NUVEEN NY INVT							
QUALITY MUN	COMMON						
FD.....	STOCK	67062X101	22	1500	Shares		X
NUVEEN SELECT							
TAX-FREE INC	COMMON						
2.....	STOCK	67063C106	30	2181	Shares		X
NVIDIA CORP	COMMON						
COM.....	STOCK	67066G104	566	36791	Shares		X
NVIDIA CORP	COMMON						
COM.....	STOCK	67066G104	35	2257	Shares		X
NUTRISYSTEM	COMMON						
INC.....	STOCK	67069D108	1	125	Shares		X
NUVEEN							
MARYLAND							

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DIVIDEND ADV MUN FD.....	COMMON STOCK	67069R107	13	923	Shares				X
NUVEEN CA DVD ADV MUNI FD 2.....	COMMON STOCK	67069X104	94	6300	Shares				X
NUVEEN EQUITY PREMIUM ADV FD.....	COMMON STOCK	6706ET107	2	200	Shares				X
NUVEEN MD DIV ADVANTAGE MUN FD 2.....	COMMON STOCK	67070V105	59	4059	Shares				X
NUVEEN QUALITY PFD INCOME FD 2.....	COMMON STOCK	67072C105	15	1735	Shares				X
NXSTAGE MEDICAL INC....	COMMON STOCK	67072V103	35	1800	Shares				X
NUVEEN QUALITY PFD INCOME FD 3.....	COMMON STOCK	67072W101	6	700	Shares				X
NUVEEN MULTI STRATEGY INC & GRWTH 2.....	COMMON STOCK	67073D102	17	1860	Shares			X	
NV ENERGY INC....	COMMON STOCK	67073Y106	3	200	Shares				X
OGE ENERGY CORP COM.....	COMMON STOCK	670837103	16	300	Shares			X	
OGE ENERGY CORP COM.....	COMMON STOCK	670837103	21	400	Shares				X
OI SA.....	COMMON STOCK	670851104	0	54	Shares				X
OI SA ADR.....	COMMON STOCK	670851203	1	94	Shares				X
OCZ TECHNOLOGY GROUP INC.....	COMMON STOCK	67086E303	22	3100	Shares			X	
NUVEEN MUNICIPAL VALUE FUND.....	COMMON STOCK	670928100	30	2975	Shares			X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			COLUMN 7 OTHER MANA
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
NUVEEN MUNICIPAL VALUE FUND.....	COMMON STOCK	670928100	31	3094	Shares				X	1
NUVEEN PA INVT QUALITY MUN FD.....	COMMON STOCK	670972108	87	5584	Shares			X		1

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NUVEEN PA INVT QUALITY MUN FD.....	COMMON STOCK	670972108	56	3600	Shares		X	1
NUVEEN SELECT QUALITY MUN FD.....	COMMON STOCK	670973106	6	406	Shares		X	1
NUVEEN QUALITY INCOME MUNI FD.....	COMMON STOCK	670977107	7	500	Shares		X	1
NUVEEN QUALITY INCOME MUNI FD.....	COMMON STOCK	670977107	3	210	Shares		X	1
NUVEEN MUNICIPAL OPPORTUNITY FD INC.....	COMMON STOCK	670984103	6	396	Shares		X	1
NUVEEN PREMIER MUNICIPAL INCOME FUN.....	COMMON STOCK	670987106	6	410	Shares		X	1
OSI SYS INC... STOCK	COMMON STOCK	671044105	31	500	Shares		X	1
OCCIDENTAL PETROLEUM CORP COMMON.....	COMMON STOCK	674599105	1883	19777	Shares		X	1
OCCIDENTAL PETROLEUM CORP COMMON.....	COMMON STOCK	674599105	433	4548	Shares		X	1
OLD LINE BANCSHARES INC.....	COMMON STOCK	67984M100	16	1500	Shares		X	1
OLD NATIONAL BANCORP COM.....	COMMON STOCK	680033107	26	2000	Shares		X	1
OLD REPUBLIC INTL CORP COM.....	COMMON STOCK	680223104	39	3729	Shares		X	1
OLIN CORP COM.....	COMMON STOCK	680665205	16	750	Shares		X	1
OMNICOM GROUP INC COM.....	COMMON STOCK	681919106	79	1550	Shares		X	1
OMNICOM GROUP INC COM.....	COMMON STOCK	681919106	48	950	Shares		X	1
ONCOTHYREON INC.....	COMMON STOCK	682324108	4	833	Shares		X	1
ONEOK INC..... STOCK	COMMON STOCK	682680103	57	700	Shares		X	1
ONEOK PARTNERS LP.....	COMMON STOCK	68268N103	55	1000	Shares		X	1
ONEOK PARTNERS LP.....	COMMON STOCK	68268N103	98	1800	Shares		X	1

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OPENTABLE INC.....	COMMON STOCK	68372A104	18	450	Shares	X	1
ORACLE CORPORATION COM.....	COMMON STOCK	68389X105	6329	217043	Shares	X	1
ORACLE CORPORATION COM.....	COMMON STOCK	68389X105	787	27000	Shares	X	1
ORACLE CORPORATION COM.....	COMMON STOCK	68389X105	1382	47388	Shares	X	3
ORCHARD SUPPLY HARDWARE CL A.....	COMMON STOCK	685691404	0	8	Shares	X	1
ORRSTOWN FINL SVCS INC COM.....	COMMON STOCK	687380105	53	6075	Shares	X	1
OSHKOSH CORPORATION.	COMMON STOCK	688239201	5	200	Shares	X	1
OWENS CORNING INC.....	COMMON STOCK	690742101	41	1150	Shares	X	1
OXIGENE INC...	COMMON STOCK	691828305	0	250	Shares	X	1
PAA NATURAL GAS STORAGE LP.....	COMMON STOCK	693139107	10	500	Shares	X	1
P G & E CORP..	COMMON STOCK	69331C108	136	3135	Shares	X	1
P G & E CORP..	COMMON STOCK	69331C108	141	3238	Shares	X	1
PNC FINANCIAL SERVICES GROUP INC...	COMMON STOCK	693475105	7994	123959	Shares	X	1
PNC FINANCIAL SERVICES GROUP INC...	COMMON STOCK	693475105	2044	31700	Shares	X	1
POSCO - ADR...	COMMON STOCK	693483109	8	98	Shares	X	1
PPG INDUSTRIES COMMON.....	COMMON STOCK	693506107	939	9800	Shares	X	1
PPG INDUSTRIES COMMON.....	COMMON STOCK	693506107	732	7646	Shares	X	1
PPL CORP COM.....	COMMON STOCK	69351T106	3062	108363	Shares	X	1
PPL CORP COM.....	COMMON STOCK	69351T106	937	33166	Shares	X	1
PVH CORP.....	COMMON STOCK	693656100	938	10502	Shares	X	1
PVH CORP.....	COMMON STOCK	693656100	223	2500	Shares	X	3
PACCAR INC....	COMMON STOCK	693718108	12	250	Shares	X	1
PACKAGING CORP OF AMER COM....	COMMON STOCK	695156109	12	391	Shares	X	1
PALL CORP COM.....	COMMON STOCK	696429307	12	200	Shares	X	1

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PALL CORP	COMMON								
COM.....	STOCK	696429307	60	1000	Shares			X	1
PAN AMERICAN									
SILVER	COMMON								
CORP.....	STOCK	697900108	3	150	Shares			X	1
PANASONIC									
CORP SPONS	COMMON								
ADR.....	STOCK	69832A205	8	875	Shares			X	1
PANERA BREAD	COMMON								
CO CL-A.....	STOCK	69840W108	219	1362	Shares			X	1
PANERA BREAD	COMMON								
CO CL-A.....	STOCK	69840W108	109	680	Shares			X	3
PARAMETRIC									
TECHNOLOGY	COMMON								
CORP.....	STOCK	699173209	68	2425	Shares			X	1
PARKER									
HANNIFIN	COMMON								
CORP.....	STOCK	701094104	301	3558	Shares			X	1
PARKER									
HANNIFIN	COMMON								
CORP.....	STOCK	701094104	103	1216	Shares			X	1
PATTERSON-UTI									
ENERGY	COMMON								
INC.....	STOCK	703481101	2	121	Shares			X	1
PAYCHEX INC	COMMON								
COM.....	STOCK	704326107	1110	35817	Shares			X	1
PAYCHEX INC	COMMON								
COM.....	STOCK	704326107	26	850	Shares			X	1
PEABODY									
ENERGY	COMMON								
CORP.....	STOCK	704549104	529	18277	Shares			X	1
PEABODY									
ENERGY	COMMON								
CORP.....	STOCK	704549104	152	5260	Shares			X	1
PEABODY									
ENERGY	COMMON								
CORP.....	STOCK	704549104	118	4080	Shares			X	3
PEETS									
COFFEE &									
TEA INC	COMMON								
COM.....	STOCK	705560100	15	200	Shares			X	1
PENN NATL									
GAMING	COMMON								
INC.....	STOCK	707569109	43	1000	Shares			X	1
PENN WEST									
ENERGY									
PETROLEUM	COMMON								
LTD.....	STOCK	707887105	78	4000	Shares			X	1
J C PENNEY									
COMPANY	COMMON								
COMMON.....	STOCK	708160106	69	1940	Shares			X	1
PENNS WOODS									
BANCORP	COMMON								
INC.....	STOCK	708430103	41	1000	Shares			X	1
PENNS WOODS									
BANCORP	COMMON								
INC.....	STOCK	708430103	422	10331	Shares			X	3
PENTAIR INC	COMMON								
COM.....	STOCK	709631105	190	4000	Shares			X	1
PEOPLES									
UNITED									
FINANCIAL	COMMON								

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INC..... STOCK 712704105 33 2470 Shares X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	OTHER - OTHER
PEPCO HOLDINGS INC.....	COMMON STOCK	713291102	342	18093	Shares			X	
PEPCO HOLDINGS INC.....	COMMON STOCK	713291102	168	8912	Shares				X
PEPSICO INC COM.....	COMMON STOCK	713448108	21402	322560	Shares			X	
PEPSICO INC COM.....	COMMON STOCK	713448108	10504	158310	Shares				X
PEPSICO INC COM.....	COMMON STOCK	713448108	651	9813	Shares			X	
PERKINELMER INC COM.....	COMMON STOCK	714046109	104	3750	Shares				X
PERRIGO COMPANY.....	COMMON STOCK	714290103	2437	23591	Shares			X	
PERRIGO COMPANY.....	COMMON STOCK	714290103	96	926	Shares				X
PERRIGO COMPANY.....	COMMON STOCK	714290103	187	1810	Shares			X	
PETMED EXPRESS INC.....	COMMON STOCK	716382106	10	800	Shares			X	
PETROCHINA CO LTD ADR.....	COMMON STOCK	71646E100	18	125	Shares				X
PETROLEO BRASILEIRO SA SPNS ADR.....	COMMON STOCK	71654V408	62	2320	Shares			X	
PETROLEO BRASILEIRO SA SPNS ADR.....	COMMON STOCK	71654V408	20	760	Shares				X
PETSMART INC COMMON.....	COMMON STOCK	716768106	159	2775	Shares			X	
PETSMART INC COMMON.....	COMMON STOCK	716768106	31	550	Shares				X
PFIZER INC.....	COMMON STOCK	717081103	12742	562681	Shares			X	
PFIZER INC.....	COMMON STOCK	717081103	9774	431620	Shares				X
PFIZER INC.....	COMMON STOCK	717081103	163	7202	Shares			X	
PHILIP MORRIS	COMMON								

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INTL INC.....	STOCK	718172109	21085	237952	Shares		X	
PHILIP MORRIS	COMMON							
INTL INC.....	STOCK	718172109	9133	103073	Shares			X
PHILIP MORRIS	COMMON							
INTL INC.....	STOCK	718172109	536	6055	Shares		X	
PHOENIX COS	COMMON							
INC COM.....	STOCK	71902E109	3	1086	Shares		X	
PIEDMONT NAT	COMMON							
GAS INC.....	STOCK	720186105	55	1780	Shares		X	
PIEDMONT NAT	COMMON							
GAS INC.....	STOCK	720186105	12	400	Shares			X
PIEDMONT								
OFFICE								
REALTY	COMMON							
TRUST-A.....	STOCK	720190206	192	10792	Shares		X	
PINNACLE WEST								
CAPITAL	COMMON							
CORP.....	STOCK	723484101	5	100	Shares			X
PIONEER								
MUNICIPAL HI	COMMON							
INC ADV TR....	STOCK	723762100	22	1500	Shares		X	
PIZZA INN								
HOLDINGS	COMMON							
INC.....	STOCK	725846109	2	325	Shares		X	
PLAINS ALL								
AMERICAN	COMMON							
PIPELINE L P..	STOCK	726503105	39	500	Shares		X	
PLAINS ALL								
AMERICAN	COMMON							
PIPELINE L P..	STOCK	726503105	27	350	Shares			X
PLUM CREEK								
TIMBER CO	COMMON							
INC.....	STOCK	729251108	169	4070	Shares		X	
POLARIS								
INDUSTRIES	COMMON							
INC.....	STOCK	731068102	49	675	Shares		X	
POLYPORE								
INTERNATIONAL	COMMON							
INC.....	STOCK	73179V103	125	3566	Shares		X	
POLYPORE								
INTERNATIONAL	COMMON							
INC.....	STOCK	73179V103	18	520	Shares			X
PORTUGAL								
TELECOM								
SGPS S A	COMMON							
SPONS ADR.....	STOCK	737273102	9	1614	Shares			X
POST HOLDINGS	COMMON							
INC.....	STOCK	737446104	1	36	Shares		X	
POST HOLDINGS	COMMON							
INC.....	STOCK	737446104	1	22	Shares			X
POTASH CORP OF								
SASKATCHEWAN	COMMON							
INC.....	STOCK	73755L107	908	19865	Shares		X	
POTASH CORP OF								
SASKATCHEWAN	COMMON							
INC.....	STOCK	73755L107	106	2328	Shares			X
POTASH CORP OF								
SASKATCHEWAN	COMMON							
INC.....	STOCK	73755L107	26	569	Shares		X	
POWERSHARES	COMMON							
QQQ.....	STOCK	73935A104	80	1180	Shares		X	
POWERSHARES	COMMON							

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QQQ.....	STOCK	73935A104	108	1600	Shares		X
POWERSHARES							
FINANCIAL	COMMON						
PREFERRED.....	STOCK	73935X229	50	2800	Shares		X
POWERSHARES							
GLOBAL							
WATER	COMMON						
PORTFOLIO.....	STOCK	73935X575	25	1300	Shares	X	
POWERSHARES							
DB US DOLLAR	COMMON						
INDEX BF.....	STOCK	73936D107	20	920	Shares		X
POWERSHARES							
DB US \$ INDEX	COMMON						
BEAR FD.....	STOCK	73936D206	55	2000	Shares	X	
PRAXAIR INC	COMMON						
COM.....	STOCK	74005P104	384	3352	Shares	X	
PRAXAIR INC	COMMON						
COM.....	STOCK	74005P104	341	2971	Shares		X
PRECISION							
CASTPARTS	COMMON						
CORP COM.....	STOCK	740189105	1567	9064	Shares	X	
PRECISION							
CASTPARTS	COMMON						
CORP COM.....	STOCK	740189105	7	40	Shares		X
PRECISION							
CASTPARTS	COMMON						
CORP COM.....	STOCK	740189105	602	3479	Shares	X	
PRECISION							
DRILLING	COMMON						
TRUST.....	STOCK	74022D308	20	2000	Shares		X
T ROWE PRICE							
GROUP INC	COMMON						
COMMON.....	STOCK	74144T108	9483	145218	Shares	X	
T ROWE PRICE							
GROUP INC	COMMON						
COMMON.....	STOCK	74144T108	1986	30410	Shares		X
T ROWE PRICE							
GROUP INC	COMMON						
COMMON.....	STOCK	74144T108	1789	27400	Shares	X	
T ROWE PRICE							
GROUP INC	COMMON						
COMMON.....	STOCK	74144T108	78	1200	Shares		X
PRICELINE.COM	COMMON						
INCORPORATED..	STOCK	741503403	2572	3585	Shares	X	
PRICELINE.COM	COMMON						
INCORPORATED..	STOCK	741503403	99	138	Shares		X
PRINCIPAL							
FINANCIAL							
GROUP	COMMON						
COMMON.....	STOCK	74251V102	23	795	Shares	X	
PROCERA							
NETWORKS	COMMON						
INC.....	STOCK	74269U203	59	2625	Shares	X	
PROCTER &							
GAMBLE CO	COMMON						
COM.....	STOCK	742718109	28310	421218	Shares	X	
PROCTER &							
GAMBLE CO	COMMON						
COM.....	STOCK	742718109	27307	406291	Shares		X
PROCTER &							
GAMBLE CO	COMMON						
COM.....	STOCK	742718109	1067	15880	Shares	X	

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PROGRESS									
ENERGY INC	COMMON								
COM.....	STOCK	743263105	301	5663	Shares			X	
PROGRESS									
ENERGY INC	COMMON								
COM.....	STOCK	743263105	144	2702	Shares				X
PROGRESSIVE	COMMON								
CORP COM.....	STOCK	743315103	96	4121	Shares			X	
PROGRESSIVE	COMMON								
CORP COM.....	STOCK	743315103	16	711	Shares				X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED OTHER	
PROLOGIS INC.....	COMMON STOCK	74340W103	1	38	Shares			X	
ULTRASHORT LEHMAN 20+ YR TREASURY.....	COMMON STOCK	74347R297	10	500	Shares			X	
PROSHARES ULTRA SHORT EURO.....	COMMON STOCK	74347W882	24	1265	Shares			X	
PROVIDENT ENERGY LTD.....	COMMON STOCK	74386V100	2	200	Shares			X	
PROVIDENT NEW YORK BANCORP.....	COMMON STOCK	744028101	19	2225	Shares				X
PRUDENTIAL FINANCIAL INC...	COMMON STOCK	744320102	230	3628	Shares			X	
PRUDENTIAL FINANCIAL INC...	COMMON STOCK	744320102	43	683	Shares				X
PRUDENTIAL PLC-ADR.....	COMMON STOCK	74435K204	13	526	Shares			X	
PUBLIC SVC ENTERPRISE GROUP INC.....	COMMON STOCK	744573106	384	12553	Shares			X	
PUBLIC SVC ENTERPRISE GROUP INC.....	COMMON STOCK	744573106	255	8318	Shares				X
QLT INC.....	COMMON STOCK	746927102	14	2000	Shares			X	
QLIK TECHNOLOGIES INC.....	COMMON STOCK	74733T105	34	1075	Shares			X	
QEP RESOURCES INC.....	COMMON STOCK	74733V100	37	1200	Shares			X	
QEP RESOURCES INC.....	COMMON STOCK	74733V100	98	3200	Shares				X
QUALCOMM INC COM.....	COMMON STOCK	747525103	10146	149067	Shares			X	

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QUALCOMM INC	COMMON							
COM.....	STOCK	747525103	1020	14993	Shares			X
QUALCOMM INC	COMMON							
COM.....	STOCK	747525103	1518	22296	Shares	X		
QUALITY								
DISTRIBUTION	COMMON							
INC.....	STOCK	74756M102	50	3621	Shares	X		
QUEST								
DIAGNOSTICS	COMMON							
INC.....	STOCK	74834L100	141	2300	Shares			X
QUESTAR CORP.....	COMMON							
	STOCK	748356102	23	1200	Shares	X		
QUESTAR CORP.....	COMMON							
	STOCK	748356102	73	3800	Shares			X
QUESTCOR								
PHARMACEUTICALS	COMMON							
INC.....	STOCK	74835Y101	71	1875	Shares	X		
QUIDEL	COMMON							
CORPORATION.....	STOCK	74838J101	18	1000	Shares	X		
RGC RESOURCES	COMMON							
INC.....	STOCK	74955L103	28	1500	Shares	X		
RGC RESOURCES	COMMON							
INC.....	STOCK	74955L103	9	500	Shares			X
RPM								
INTERNATIONAL	COMMON							
INC COMMON.....	STOCK	749685103	61	2325	Shares	X		
RF MICRO DEVICES	COMMON							
INC COM.....	STOCK	749941100	1	140	Shares	X		
RAILAMERICA	COMMON							
INC.....	STOCK	750753402	23	1069	Shares	X		
RALCORP	COMMON							
HOLDINGS INC....	STOCK	751028101	5	74	Shares	X		
RALCORP	COMMON							
HOLDINGS INC....	STOCK	751028101	3	45	Shares			X
RALPH LAUREN	COMMON							
CORP.....	STOCK	751212101	64	365	Shares	X		
RALPH LAUREN	COMMON							
CORP.....	STOCK	751212101	2	14	Shares			X
RAYMOND JAMES	COMMON							
FINANCIAL INC...	STOCK	754730109	423	11590	Shares	X		
RAYMOND JAMES	COMMON							
FINANCIAL INC...	STOCK	754730109	204	5580	Shares	X		
RAYONIER INC	COMMON							
COM.....	STOCK	754907103	25	562	Shares			X
RAYTHEON CO COM	COMMON							
NEW.....	STOCK	755111507	10	193	Shares	X		
RAYTHEON CO COM	COMMON							
NEW.....	STOCK	755111507	191	3625	Shares			X
REALD INC.....	COMMON							
	STOCK	75604L105	32	2343	Shares	X		
REALTY INCOME	COMMON							
CORP.....	STOCK	756109104	51	1309	Shares			X
RED HAT INC	COMMON							
COM.....	STOCK	756577102	12	200	Shares	X		
RED ROBIN								
GOURMET	COMMON							
BURGERS.....	STOCK	75689M101	34	925	Shares	X		
REED ELSEVIER NV								
SPONSORED	COMMON							
ADR.....	STOCK	758204200	2	72	Shares	X		
REGENERON	COMMON							
PHARMACEUTICALS.	STOCK	75886F107	106	910	Shares	X		

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REGENERON PHARMACEUTICALS.	COMMON STOCK	75886F107	49	420	Shares	X
REGIONS FINANCIAL CORP.....	COMMON STOCK	7591EP100	3	396	Shares	X
REGIONS FINANCIAL CORP.....	COMMON STOCK	7591EP100	28	4271	Shares	X
RELIANCE STEEL & ALUMINUM COMPANY.....	COMMON STOCK	759509102	663	11740	Shares	X
RESEARCH IN MOTION LIMITED.....	COMMON STOCK	760975102	45	3050	Shares	X
RESEARCH IN MOTION LIMITED.....	COMMON STOCK	760975102	19	1318	Shares	X
RESMED INC.....	COMMON STOCK	761152107	223	7221	Shares	X
RESMED INC.....	COMMON STOCK	761152107	108	3500	Shares	X
RESOLUTE ENERGY CORP.....	COMMON STOCK	76116A108	57	5000	Shares	X
REYNOLDS AMERICAN INC....	COMMON STOCK	761713106	134	3234	Shares	X
REYNOLDS AMERICAN INC....	COMMON STOCK	761713106	55	1324	Shares	X
RIO TINTO PLC SPONSORED ADR.....	COMMON STOCK	767204100	16	284	Shares	X
RIO TINTO PLC SPONSORED ADR.....	COMMON STOCK	767204100	22	400	Shares	X
RITE AID CORP COM.....	COMMON STOCK	767754104	84	48300	Shares	X
RIVERBED TECHNOLOGY INC.....	COMMON STOCK	768573107	625	22265	Shares	X
RIVERBED TECHNOLOGY INC.....	COMMON STOCK	768573107	24	867	Shares	X
ROBERT HALF INTL INC COM.....	COMMON STOCK	770323103	18	605	Shares	X
ROCKWELL AUTOMATION INC.....	COMMON STOCK	773903109	1073	13467	Shares	X
ROCKWELL AUTOMATION INC.....	COMMON STOCK	773903109	310	3895	Shares	X
ROCKWELL AUTOMATION INC.....	COMMON STOCK	773903109	170	2130	Shares	X
ROCKWELL COLLINS COM.....	COMMON STOCK	774341101	232	4026	Shares	X
ROCKWELL COLLINS COM.....	COMMON STOCK	774341101	127	2200	Shares	X
ROGERS COMMUNICATIONS INC CL B.....	COMMON STOCK	775109200	7	178	Shares	X
ROPER INDUSTRIES INC.....	COMMON STOCK	776696106	4	45	Shares	X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			O MA
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
ROSS STORES INC COM.....	COMMON STOCK	778296103	117	2022	Shares			X		
ROSS STORES INC COM.....	COMMON STOCK	778296103	285	4904	Shares					X
ROYAL BK CANADA.....	COMMON STOCK	780087102	23	400	Shares			X		
ROYAL BK CANADA.....	COMMON STOCK	780087102	58	1000	Shares					X
ROYAL BANK SCOTLAND- SPON ADR.....	COMMON STOCK	780097689	2	281	Shares					X
ROYAL DUTCH SHELL PLC-ADR B.....	COMMON STOCK	780259107	110	1554	Shares			X		
ROYAL DUTCH SHELL PLC-ADR B.....	COMMON STOCK	780259107	26	364	Shares					X
ROYAL DUTCH SHELL PLC-ADR A.....	COMMON STOCK	780259206	2945	41991	Shares			X		
ROYAL DUTCH SHELL PLC-ADR A.....	COMMON STOCK	780259206	2672	38107	Shares					X
RUDOLPH TECHNOLOGIES INC.....	COMMON STOCK	781270103	20	1800	Shares			X		
RYDER SYS INC COM.....	COMMON STOCK	783549108	913	17285	Shares			X		
RYDER SYS INC COM.....	COMMON STOCK	783549108	37	694	Shares			X		
SEI CORP COM....	COMMON STOCK	784117103	4	175	Shares			X		
SK TELECOM CO LTD - ADR.....	COMMON STOCK	78440P108	14	1020	Shares					X
SPDR S&P 500 ETF.....	COMMON STOCK	78462F103	9403	66776	Shares			X		
SPDR S&P 500 ETF.....	COMMON STOCK	78462F103	4908	34852	Shares					X
SPDR S&P 500 ETF.....	COMMON STOCK	78462F103	2601	18471	Shares					X
SPDR S&P 500 ETF.....	COMMON STOCK	78462F103	1190	8454	Shares					X
SPX CORP COM....	COMMON STOCK	784635104	271	3500	Shares					X
SPDR GOLD TRUST.....	COMMON STOCK	78463V107	2379	14677	Shares			X		

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SPDR GOLD TRUST.....	COMMON STOCK	78463V107	80	496	Shares		X
SPDR S&P EMERGING ASIA PACIFIC..	COMMON STOCK	78463X301	445	6000	Shares		X
SPDR DJ INT'L REAL ESTATE ETF.....	COMMON STOCK	78463X863	387	10505	Shares	X	
SPDR DJ INT'L REAL ESTATE ETF.....	COMMON STOCK	78463X863	1780	48348	Shares	X	
SPDR DJ WILSHIRE SMALL CAP VAL - E.....	COMMON STOCK	78464A300	29	380	Shares		X
SPDR BARCLAYS CAP HI YLD BD ETF.....	COMMON STOCK	78464A417	47	1200	Shares	X	
SPDR DJ REIT ETF.....	COMMON STOCK	78464A607	229	3235	Shares	X	
SPDR BARCLAYS CAPITAL TIPS ETF.....	COMMON STOCK	78464A656	163	2800	Shares	X	
SPDR S&P REGIONAL BANKING.....	COMMON STOCK	78464A698	11	400	Shares	X	
SPDR S&P REGIONAL BANKING.....	COMMON STOCK	78464A698	6	200	Shares		X
SPDR S&P OIL & GAS EXPLORATION...	COMMON STOCK	78464A730	41	720	Shares		X
SPDR S&P DIVIDEND ETF.....	COMMON STOCK	78464A763	48139	849906	Shares	X	
SPDR S&P DIVIDEND ETF.....	COMMON STOCK	78464A763	5074	89587	Shares		X
SPDR S&P DIVIDEND ETF.....	COMMON STOCK	78464A763	1778	31389	Shares	X	
SPDR S&P DIVIDEND ETF.....	COMMON STOCK	78464A763	27	476	Shares	X	
SPDR S&P DIVIDEND ETF.....	COMMON STOCK	78464A763	214	3787	Shares		X
SPDR S&P BANK ETF.....	COMMON STOCK	78464A797	9	386	Shares	X	
SPDR DJ MID CAP VALUE - E.....	COMMON STOCK	78464A839	27	460	Shares		X
SPDR S&P BIOTECH ETF...	COMMON STOCK	78464A870	402	5000	Shares		X
SPDR DJ INDUSTRIAL AVG ETF FD....	COMMON STOCK	78467X109	5466	41470	Shares	X	
SPDR S&P MIDCAP.....	COMMON STOCK	78467Y107	108	600	Shares	X	
SPDR S&P MIDCAP.....	COMMON STOCK	78467Y107	2940	16270	Shares		X
SPDR S&P MIDCAP.....	COMMON STOCK	78467Y107	82	455	Shares	X	

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SVB FINANCIAL GROUP.....	COMMON STOCK	78486Q101	39	600	Shares	X	
SXC HEALTH SOLUTIONS CORP.....	COMMON STOCK	78505P100	27	360	Shares	X	
SAFEWAY INC COM.....	COMMON STOCK	786514208	21	1039	Shares	X	
SAFEWAY INC COM.....	COMMON STOCK	786514208	30	1500	Shares		X
ST JOE COMPANY COMMON.....	COMMON STOCK	790148100	4	200	Shares		X
ST JUDE MEDICAL INC COM.....	COMMON STOCK	790849103	17	392	Shares	X	
ST JUDE MEDICAL INC COM.....	COMMON STOCK	790849103	44	1000	Shares		X
ST JUDE MEDICAL INC COM.....	COMMON STOCK	790849103	167	3775	Shares	X	
SALESFORCE.COM INC.....	COMMON STOCK	79466L302	51	333	Shares	X	
SALLY BEAUTY COMPANY INC.....	COMMON STOCK	79546E104	2	100	Shares	X	
SAN JUAN BASIN ROYALTY TR....	COMMON STOCK	798241105	3	150	Shares		X
SANDISK CORP COM.....	COMMON STOCK	80004C101	5	100	Shares	X	
SANDRIDGE MISSISSIPPIAN TRUST.....	COMMON STOCK	80007T101	24	820	Shares	X	
SANDRIDGE MISSISSIPPIAN TRUST.....	COMMON STOCK	80007T101	22	745	Shares		X
SANDY SPRING BANCORP INC.....	COMMON STOCK	800363103	228	12567	Shares		X
SANOFI-ADR.....	COMMON STOCK	80105N105	39	1000	Shares	X	
SANOFI-ADR.....	COMMON STOCK	80105N105	48	1250	Shares		X
SANOFI-CVR 12/31/20.....	COMMON STOCK	80105N113	4	2900	Shares	X	
SANOFI-CVR 12/31/20.....	COMMON STOCK	80105N113	0	200	Shares		X
SAP AG SPONS ADR.....	COMMON STOCK	803054204	35	500	Shares	X	
SARA LEE CORP.....	COMMON STOCK	803111103	17	800	Shares	X	
SARA LEE CORP.....	COMMON STOCK	803111103	132	6125	Shares		X
SCANA CORP NEW COM.....	COMMON STOCK	80589M102	113	2476	Shares	X	
SCANA CORP NEW COM.....	COMMON STOCK	80589M102	98	2150	Shares		X

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COLUMN 2 COLUMN 3 COLUMN 4 COLUMN 5 COLUMN 6 CO

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INVESTMENT AUTHORITY

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1,000)	SHARES			PUT			SHARED - DEFINED	SHARED - OTHER	O MA
				OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SOLE					
HENRY SCHEIN INC COM.....	COMMON STOCK	806407102	95	1254	Shares				X			
SCHLUMBERGER LTD.....	COMMON STOCK	806857108	17217	246200	Shares				X			
SCHLUMBERGER LTD.....	COMMON STOCK	806857108	5255	75144	Shares						X	
SCHLUMBERGER LTD.....	COMMON STOCK	806857108	1518	21709	Shares				X			
SCHWAB CHARLES CORP NEW COM.....	COMMON STOCK	808513105	230	15974	Shares				X			
SCHWAB CHARLES CORP NEW COM.....	COMMON STOCK	808513105	9	642	Shares						X	
SCOTTS MIRACLE-GRO COMPANY.....	COMMON STOCK	810186106	509	9400	Shares				X			
SEALED AIR CORP NEW COM.....	COMMON STOCK	81211K100	1	77	Shares				X			
SEALED AIR CORP NEW COM.....	COMMON STOCK	81211K100	75	3908	Shares						X	
SEARS HOLDINGS CORP.....	COMMON STOCK	812350106	12	188	Shares				X			
SEARS HOLDINGS CORP.....	COMMON STOCK	812350106	23	350	Shares						X	
SPDR ENERGY SELECT SECTOR ETF.....	COMMON STOCK	81369Y506	11	152	Shares				X			
SPDR ENERGY SELECT SECTOR ETF.....	COMMON STOCK	81369Y506	13	185	Shares						X	
SPDR FINANCIAL SELECT SECTOR ETF.....	COMMON STOCK	81369Y605	1154	73043	Shares				X			
SPDR FINANCIAL SELECT SECTOR ETF.....	COMMON STOCK	81369Y605	692	43803	Shares						X	
SPDR FINANCIAL SELECT SECTOR ETF.....	COMMON STOCK	81369Y605	5	300	Shares				X			

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SPDR							
TECHNOLOGY							
SELECT							
SECTOR	COMMON						
ETF.....	STOCK	81369Y803	24	800	Shares		X
SPDR UTILITIES							
SELECT							
SECTOR	COMMON						
ETF.....	STOCK	81369Y886	2973	84840	Shares		X
SPDR UTILITIES							
SELECT							
SECTOR	COMMON						
ETF.....	STOCK	81369Y886	457	13032	Shares		X
SPDR UTILITIES							
SELECT							
SECTOR	COMMON						
ETF.....	STOCK	81369Y886	1533	43738	Shares		X
SELECTIVE INS	COMMON						
GROUP INC.....	STOCK	816300107	65	3712	Shares		X
SEMTECH CORP	COMMON						
COM.....	STOCK	816850101	52	1825	Shares		X
SENIOR							
HOUSING							
PROPERTIES	COMMON						
TR (REIT).....	STOCK	81721M109	2	100	Shares		X
SERVICE CORP							
INTERNATIONAL	COMMON						
COMMON.....	STOCK	817565104	70	6247	Shares		X
SERVICE CORP							
INTERNATIONAL	COMMON						
COMMON.....	STOCK	817565104	19	1656	Shares		X
SHERWIN							
WILLIAMS CO	COMMON						
COM.....	STOCK	824348106	22	200	Shares		X
SHERWIN							
WILLIAMS CO	COMMON						
COM.....	STOCK	824348106	543	5000	Shares		X
SHIRE PLC -	COMMON						
ADR.....	STOCK	82481R106	14	144	Shares		X
SIEMENS A G							
SPONSORED	COMMON						
ADR.....	STOCK	826197501	14	135	Shares		X
SIEMENS A G							
SPONSORED	COMMON						
ADR.....	STOCK	826197501	136	1350	Shares		X
SIGNATURE	COMMON						
BANK.....	STOCK	82669G104	46	725	Shares		X
SILVER							
WHEATON	COMMON						
CORPORATION...	STOCK	828336107	13	392	Shares		X
SILVER							
WHEATON	COMMON						
CORPORATION...	STOCK	828336107	70	2100	Shares		X
SILVERCORP							
METALS	COMMON						
INC.....	STOCK	82835P103	4	600	Shares		X
SIMON							
PROPERTY							
GRP INC	COMMON						
(REIT).....	STOCK	828806109	994	6822	Shares		X
SIMON							
PROPERTY							

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GRP INC (REIT)	COMMON STOCK	828806109	790	5421	Shares		X
SIRIUS XM RADIO INC.....	COMMON STOCK	82967N108	24	10588	Shares	X	
SKYWORKS SOLUTIONSINC..	COMMON STOCK	83088M102	55	1975	Shares	X	
SMITH & NEPHEW PLC - SPONS ADR.....	COMMON STOCK	83175M205	2	46	Shares	X	
JM SMUCKER CO.....	COMMON STOCK	832696405	73	900	Shares	X	
JM SMUCKER CO.....	COMMON STOCK	832696405	267	3278	Shares		X
SNAP ON INC COMMON.....	COMMON STOCK	833034101	4	65	Shares	X	
SOLUTIA INC.....	COMMON STOCK	834376501	2	68	Shares	X	
SONOCO PRODUCTS CO COM.....	COMMON STOCK	835495102	49	1481	Shares	X	
SONY CORP - SPONSORED ADR.....	COMMON STOCK	835699307	4	192	Shares	X	
SOTHEBY'S.....	COMMON STOCK	835898107	36	925	Shares	X	
SOURCEFIRE INC.....	COMMON STOCK	83616T108	303	6301	Shares	X	
SOURCEFIRE INC.....	COMMON STOCK	83616T108	112	2320	Shares	X	
SOUTHERN CO COM.....	COMMON STOCK	842587107	1212	26979	Shares	X	
SOUTHERN CO COM.....	COMMON STOCK	842587107	1442	32088	Shares		X
SOUTHERN COPPER CORP.....	COMMON STOCK	84265V105	52	1625	Shares	X	
SOUTHWEST AIRLINES CO COM.....	COMMON STOCK	844741108	7	800	Shares	X	
SOUTHWEST AIRLINES CO COM.....	COMMON STOCK	844741108	2	300	Shares		X
SOUTHWESTERN ENERGY COMPANY.....	COMMON STOCK	845467109	142	4654	Shares	X	
SOUTHWESTERN ENERGY COMPANY.....	COMMON STOCK	845467109	3	100	Shares		X
SPECTRA ENERGY CORP.....	COMMON STOCK	847560109	296	9391	Shares	X	
SPECTRA ENERGY CORP.....	COMMON STOCK	847560109	225	7133	Shares		X
SPECTRA ENERGY PARTNERS LP.....	COMMON STOCK	84756N109	2	50	Shares		X
SPIRIT AEROSYSTEMS HOLD-CL A.....	COMMON STOCK	848574109	39	1587	Shares	X	
SPIRIT AIRLINES	COMMON						

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INC.....	STOCK	848577102	41	2050	Shares		X	
SPROTT PHYSICAL SILVER TRUST.....	COMMON STOCK	85207K107	20	1500	Shares		X	
STAAR SURGICAL COMPANY.....	COMMON STOCK	852312305	37	3450	Shares		X	
STANDARD REGISTER COMPANY.....	COMMON STOCK	853887107	16	13000	Shares		X	
STANLEY BLACK & DECKER INC.....	COMMON STOCK	854502101	225	2927	Shares		X	
STANLEY BLACK & DECKER INC.....	COMMON STOCK	854502101	1074	13950	Shares			X
STAPLES INC COM.....	COMMON STOCK	855030102	725	44790	Shares		X	
STAPLES INC COM.....	COMMON STOCK	855030102	310	19147	Shares			X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER
STARBUCKS CORP COM.....	COMMON STOCK	855244109	475	8494	Shares			X	
STARBUCKS CORP COM.....	COMMON STOCK	855244109	100	1796	Shares				X
STARWOOD HOTELS & RESORTS WORLDWIDE.....	COMMON STOCK	85590A401	2683	47557	Shares			X	
STARWOOD HOTELS & RESORTS WORLDWIDE.....	COMMON STOCK	85590A401	73	1286	Shares				X
STARWOOD HOTELS & RESORTS WORLDWIDE.....	COMMON STOCK	85590A401	26	466	Shares			X	
STATE STREET CORP.....	COMMON STOCK	857477103	41	900	Shares			X	
STATE STREET CORP.....	COMMON STOCK	857477103	2969	65250	Shares				X
STATOIL ASA SPONSORED	COMMON								

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ADR.....	STOCK	85771P102	10	358	Shares	X	
STELLARONE	COMMON						
CORP.....	STOCK	85856G100	21	1731	Shares		X
STERICYCLE INC	COMMON						
COM.....	STOCK	858912108	7	87	Shares	X	
STIFEL FINANCIAL	COMMON						
CORPORATION....	STOCK	860630102	27	725	Shares	X	
STONE ENERGY	COMMON						
CORP.....	STOCK	861642106	19	650	Shares	X	
STRATASYS	COMMON						
INCORPORATED...	STOCK	862685104	225	6157	Shares	X	
STRATASYS	COMMON						
INCORPORATED...	STOCK	862685104	109	2980	Shares	X	
STRATEGIC							
HOTELS &	COMMON						
RESORTS INC....	STOCK	86272T106	57	8700	Shares	X	
STRYKER CORP	COMMON						
COM.....	STOCK	863667101	1069	19266	Shares	X	
STRYKER CORP	COMMON						
COM.....	STOCK	863667101	200	3600	Shares		X
STRYKER CORP	COMMON						
COM.....	STOCK	863667101	31	552	Shares	X	
STUDENT							
TRANSPORTATION	COMMON						
INC.....	STOCK	86388A108	30	4300	Shares	X	
STURM RUGER &	COMMON						
CO INC COM.....	STOCK	864159108	12	250	Shares	X	
STURM RUGER &	COMMON						
CO INC COM.....	STOCK	864159108	49	1000	Shares		X
SUBURBAN							
PROPANE							
PARTNERS LP	COMMON						
LIMITE.....	STOCK	864482104	11	250	Shares	X	
SUBURBAN							
PROPANE							
PARTNERS LP	COMMON						
LIMITE.....	STOCK	864482104	43	1000	Shares		X
SUMITOMO TRUST							
AND BANKING	COMMON						
CO.....	STOCK	86562M209	13	2012	Shares		X
SUN LIFE FINL	COMMON						
INC.....	STOCK	866796105	61	2592	Shares	X	
SUNCOR ENERGY	COMMON						
INC.....	STOCK	867224107	33	1016	Shares	X	
SUNCOR ENERGY	COMMON						
INC.....	STOCK	867224107	447	13665	Shares		X
SUNOCO							
LOGISTICS	COMMON						
PARTNERS LP....	STOCK	86764L108	147	3900	Shares	X	
SUNOCO							
LOGISTICS	COMMON						
PARTNERS LP....	STOCK	86764L108	49	1300	Shares		X
SUNOCO INC	COMMON						
COM.....	STOCK	86764P109	5	120	Shares	X	
PFD SUNPOWER	COMMON						
CORP "ONE".....	STOCK	867652406	1	200	Shares	X	
SUNTRUST BANKS	COMMON						
INC.....	STOCK	867914103	206	8531	Shares	X	
SUNTRUST BANKS	COMMON						
INC.....	STOCK	867914103	114	4718	Shares		X
SUPERVALU INC	COMMON						
COMMON.....	STOCK	868536103	17	2962	Shares	X	

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SUSQUEHANNA								
BANCSHARES	COMMON							
INC PA COM.....	STOCK	869099101	596	60339	Shares		X	
SUSQUEHANNA								
BANCSHARES	COMMON							
INC PA COM.....	STOCK	869099101	93	9440	Shares			X
ELEMENTS								
ROGERS AGRI	COMMON							
TOT RET.....	STOCK	870297603	5	500	Shares		X	
SWIFT								
TRANSPORATION	COMMON							
CO.....	STOCK	87074U101	33	2875	Shares		X	
SYMANTEC CORP	COMMON							
COM.....	STOCK	871503108	63	3360	Shares		X	
SYNGENTA AG	COMMON							
ADR.....	STOCK	87160A100	138	2000	Shares			X
SYSCO CORP	COMMON							
COMMON.....	STOCK	871829107	1444	48361	Shares		X	
SYSCO CORP	COMMON							
COMMON.....	STOCK	871829107	4009	134250	Shares			X
TCF FINL CORP	COMMON							
COM.....	STOCK	872275102	6	500	Shares		X	
TECO ENERGY	COMMON							
INC.....	STOCK	872375100	32	1800	Shares		X	
TECO ENERGY	COMMON							
INC.....	STOCK	872375100	67	3814	Shares			X
TJX COMPANIES	COMMON							
COM.....	STOCK	872540109	115	2886	Shares		X	
TJX COMPANIES	COMMON							
COM.....	STOCK	872540109	162	4092	Shares			X
TAIWAN								
SEMICONDUCTOR	COMMON							
SPON ADR.....	STOCK	874039100	13	840	Shares		X	
TAIWAN								
SEMICONDUCTOR	COMMON							
SPON ADR.....	STOCK	874039100	15	1014	Shares			X
TALISMAN	COMMON							
ENERGY INC.....	STOCK	87425E103	22	1755	Shares		X	
TALISMAN	COMMON							
ENERGY INC.....	STOCK	87425E103	3	210	Shares			X
TANZANIAN								
ROYALTY	COMMON							
EXPLORATION....	STOCK	87600U104	1	250	Shares		X	
TARGA								
RESOURCES	COMMON							
PARTNERS LP....	STOCK	87611X105	25	600	Shares		X	
TARGET CORP	COMMON							
COM.....	STOCK	87612E106	4780	82029	Shares		X	
TARGET CORP	COMMON							
COM.....	STOCK	87612E106	576	9884	Shares			X
TARGET CORP	COMMON							
COM.....	STOCK	87612E106	302	5176	Shares		X	
TECH DATA CORP	COMMON							
COM.....	STOCK	878237106	27	500	Shares			X
TECK RESOURCES	COMMON							
LTD- CL B.....	STOCK	878742204	36	1000	Shares			X
TELE NORTE								
LESTE PART	COMMON							
ADR.....	STOCK	879246106	4	365	Shares			X
TELECOM NEW								
ZEALAND SPON	COMMON							
ADR.....	STOCK	879278208	5	533	Shares			X

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TELECOM ITALIA SPA.....	COMMON STOCK	87927Y102	18	1519	Shares					X
TELEFONICA BRASIL/S ADR.....	COMMON STOCK	87936R106	6	192	Shares					X
TELEFONICA S A SPONSORED ADR.....	COMMON STOCK	879382208	53	3258	Shares			X		
TELEFONICA S A SPONSORED ADR.....	COMMON STOCK	879382208	53	3260	Shares					X
TEMPLETON DRAGON FUND INC.....	COMMON STOCK	88018T101	3	100	Shares			X		
TEMPLETON GLOBAL INCOME FUND-DE.....	COMMON STOCK	880198106	369	38250	Shares			X		
TENNECO INC.....	COMMON STOCK	880349105	21	575	Shares			X		

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			M
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL CALL	PUT OR	SHARED - SOLE	SHARED - DEFINED OTHER		
TEREX CORP.....	COMMON STOCK	880779103	21	947	Shares			X		
TEVA PHARMACEUTICAL SPONS ADR.....	COMMON STOCK	881624209	423	9398	Shares			X		
TEVA PHARMACEUTICAL SPONS ADR.....	COMMON STOCK	881624209	681	15120	Shares					X
TEXAS CAPITAL BANCSHARES INC.....	COMMON STOCK	88224Q107	201	5818	Shares			X		
TEXAS CAPITAL BANCSHARES INC.....	COMMON STOCK	88224Q107	97	2805	Shares			X		
TEXAS INSTRUMENTS INC.....	COMMON STOCK	882508104	1639	48780	Shares			X		
TEXAS INSTRUMENTS INC.....	COMMON STOCK	882508104	1549	46089	Shares					X
TEXAS INSTRUMENTS INC.....	COMMON STOCK	882508104	50	1494	Shares			X		
TEXTRON INC COM.....	COMMON STOCK	883203101	204	7336	Shares			X		

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THERMO FISHER SCIENTIFIC INC.....	COMMON STOCK	883556102	7	125	Shares	X	
THERMO FISHER SCIENTIFIC INC.....	COMMON STOCK	883556102	56	1000	Shares		X
3M CO.....	COMMON STOCK	88579Y101	9762	109426	Shares	X	
3M CO.....	COMMON STOCK	88579Y101	8059	90337	Shares		X
3M CO.....	COMMON STOCK	88579Y101	58	650	Shares		X
TIDEWATER COMMON.....	COMMON STOCK	886423102	54	1000	Shares	X	
TIFFANY & CO.....	COMMON STOCK	886547108	390	5646	Shares	X	
TIFFANY & CO.....	COMMON STOCK	886547108	69	1000	Shares		X
TIFFANY & CO.....	COMMON STOCK	886547108	160	2320	Shares	X	
TIM HORTONS INC.....	COMMON STOCK	88706M103	232	4333	Shares	X	
ADR TIM PARTICIPACOE SA.....	COMMON STOCK	88706P205	43	1346	Shares	X	
ADR TIM PARTICIPACOE SA.....	COMMON STOCK	88706P205	2	72	Shares		X
TIME WARNER INC.....	COMMON STOCK	887317303	205	5426	Shares	X	
TIME WARNER INC.....	COMMON STOCK	887317303	90	2391	Shares		X
TIME WARNER CABLE INC.....	COMMON STOCK	88732J207	30	373	Shares	X	
TIME WARNER CABLE INC.....	COMMON STOCK	88732J207	22	265	Shares		X
TOLL BROTHERS COMMON.....	COMMON STOCK	889478103	17	700	Shares		X
TOMPKINS FINANCIAL CORP.....	COMMON STOCK	890110109	15	365	Shares	X	
TOOTSIE ROLL INDUSTRIES.....	COMMON STOCK	890516107	62	2701	Shares	X	
TORONTO- DOMINION BANK.....	COMMON STOCK	891160509	7	82	Shares	X	
TORONTO- DOMINION BANK.....	COMMON STOCK	891160509	49	582	Shares		X
TORTOISE ENERGY INFRASTRUCTURE CORP.....	COMMON STOCK	89147L100	21	500	Shares		X
TORTOISE ENERGY CAPITAL CORP.....	COMMON STOCK	89147U100	28	1000	Shares		X
TORTOISE MLP FUND INC.....	COMMON STOCK	89148B101	67	2618	Shares	X	
TOTAL SA SPONSORED ADR.....	COMMON STOCK	89151E109	279	5465	Shares	X	
TOTAL SA SPONSORED	COMMON						

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ADR.....	STOCK	89151E109	39	754	Shares		X
TOTAL SYSTEMS	COMMON						
SERVICES INC...	STOCK	891906109	7	300	Shares	X	
TOYOTA MOTOR							
CORP SPON	COMMON						
ADR.....	STOCK	892331307	17	200	Shares	X	
TOYOTA MOTOR							
CORP SPON	COMMON						
ADR.....	STOCK	892331307	17	200	Shares		X
TPC GROUP INC....	COMMON						
	STOCK	89236Y104	33	750	Shares	X	
TRANSACT							
TECHNOLOGIES	COMMON						
INC COM.....	STOCK	892918103	8	1000	Shares	X	
TRANSMONTAIGNE	COMMON						
PARTNERS LP....	STOCK	89376V100	20	570	Shares	X	
THE TRAVELERS							
COMPANIES	COMMON						
INC.....	STOCK	89417E109	299	5054	Shares	X	
THE TRAVELERS							
COMPANIES	COMMON						
INC.....	STOCK	89417E109	631	10652	Shares		X
TRAVELZOO INC....	COMMON						
	STOCK	89421Q106	15	650	Shares	X	
TREDEGAR	COMMON						
CORP.....	STOCK	894650100	29	1500	Shares	X	
TRIUMPH GROUP	COMMON						
INC.....	STOCK	896818101	74	1175	Shares	X	
TRUEBLUE INC....	COMMON						
	STOCK	89785X101	45	2500	Shares	X	
TUPPERWARE	COMMON						
BRANDS CORP....	STOCK	899896104	29	450	Shares		X
TYSON FOODS INC	COMMON						
COM.....	STOCK	902494103	12	625	Shares		X
UDR INC REIT.....	COMMON						
	STOCK	902653104	1536	57501	Shares	X	
UDR INC REIT.....	COMMON						
	STOCK	902653104	69	2580	Shares		X
UDR INC REIT.....	COMMON						
	STOCK	902653104	24	886	Shares	X	
UGI CORP NEW	COMMON						
COMMON.....	STOCK	902681105	264	9696	Shares	X	
UGI CORP NEW	COMMON						
COMMON.....	STOCK	902681105	82	3000	Shares		X
UIL HOLDINGS	COMMON						
CORPORATION....	STOCK	902748102	41	1180	Shares	X	
U S BANCORP DEL	COMMON						
COM NEW.....	STOCK	902973304	4186	132139	Shares	X	
U S BANCORP DEL	COMMON						
COM NEW.....	STOCK	902973304	486	15338	Shares		X
U S BANCORP DEL	COMMON						
COM NEW.....	STOCK	902973304	1318	41624	Shares	X	
USG CORP.....	COMMON						
	STOCK	903293405	63	3650	Shares	X	
US AIRWAYS	COMMON						
GROUP INC.....	STOCK	90341W108	24	3200	Shares	X	
ULTA SALON							
COSMETICS &	COMMON						
FRAGRANCE.....	STOCK	90384S303	49	532	Shares	X	
ULTA SALON							
COSMETICS &	COMMON						
FRAGRANCE.....	STOCK	90384S303	3	30	Shares		X

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THE ULTIMATE SOFTWARE GROUP INC.....	COMMON STOCK	90385D107	37	500	Shares		X	
UNDER ARMOUR INC-CLASS A....	COMMON STOCK	904311107	66	700	Shares		X	
UNDER ARMOUR INC-CLASS A....	COMMON STOCK	904311107	7	70	Shares			X
UNILEVER PLC SPONSORED ADR.....	COMMON STOCK	904767704	120	3631	Shares		X	
UNILEVER PLC SPONSORED ADR.....	COMMON STOCK	904767704	167	5062	Shares			X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY	
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - OTHER
UNILEVER NV NY SHARES.....	COMMON STOCK	904784709	193	5671	Shares		X	
UNILEVER NV NY SHARES.....	COMMON STOCK	904784709	91	2680	Shares			X
UNION PACIFIC CORP COM.....	COMMON STOCK	907818108	3446	32058	Shares		X	
UNION PACIFIC CORP COM.....	COMMON STOCK	907818108	1040	9672	Shares			X
UNITED PARCEL SERVICE CL B....	COMMON STOCK	911312106	6220	77053	Shares		X	
UNITED PARCEL SERVICE CL B....	COMMON STOCK	911312106	1170	14492	Shares			X
UNITED PARCEL SERVICE CL B....	COMMON STOCK	911312106	1649	20432	Shares		X	
UNITED RENTALS INC COM.....	COMMON STOCK	911363109	70	1625	Shares		X	
US NATURAL GAS FUND LP.....	COMMON STOCK	912318201	19	1205	Shares		X	
UNITED STATES OIL FD LP.....	COMMON STOCK	91232N108	20	500	Shares		X	
UNITED STATES 12 MONTH NATURAL GAS.....	COMMON STOCK	91288X109	22	1330	Shares		X	
UNITED STS STL CORP NEW.....	COMMON STOCK	912909108	178	6044	Shares		X	
UNITED STS STL CORP NEW.....	COMMON STOCK	912909108	13	429	Shares			X
UNITED TECHNOLOGIES CORP COM.....	COMMON STOCK	913017109	9922	119627	Shares		X	
UNITED TECHNOLOGIES	COMMON							

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CORP COM.....	STOCK	913017109	3674	44303	Shares			X
UNITED TECHNOLOGIES	COMMON							
CORP COM.....	STOCK	913017109	363	4386	Shares		X	
UNITEDHEALTH	COMMON							
GROUP INC.....	STOCK	91324P102	5060	85852	Shares		X	
UNITEDHEALTH	COMMON							
GROUP INC.....	STOCK	91324P102	318	5389	Shares			X
UNITEDHEALTH	COMMON							
GROUP INC.....	STOCK	91324P102	1474	25003	Shares		X	
UNIVERSAL	COMMON							
DISPLAY CORP....	STOCK	91347P105	75	2050	Shares		X	
UNIVEST CORP OF	COMMON							
PA.....	STOCK	915271100	37	2210	Shares		X	
URSTADT BIDDLE								
PPTYS INC CL A	COMMON							
(REIT.....	STOCK	917286205	59	3000	Shares			X
V F CORP.....	COMMON							
	STOCK	918204108	315	2156	Shares		X	
V F CORP.....	COMMON							
	STOCK	918204108	18	125	Shares			X
VALE SA.....	COMMON							
	STOCK	91912E105	14	600	Shares		X	
VALE SA.....	COMMON							
	STOCK	91912E105	19	800	Shares			X
VALERO ENERGY	COMMON							
CORP COM.....	STOCK	91913Y100	13	494	Shares		X	
VALERO ENERGY	COMMON							
CORP COM.....	STOCK	91913Y100	26	1000	Shares			X
VANGUARD								
DIVIDEND								
APPRECIATION	COMMON							
ETF.....	STOCK	921908844	12	200	Shares		X	
VANGUARD SHORT-	COMMON							
TERM BD ETF.....	STOCK	921937827	13	155	Shares			X
VANGUARD SHORT-	COMMON							
TERM BD ETF.....	STOCK	921937827	5777	71375	Shares			X
VANGUARD TOTAL	COMMON							
BOND MKT ETF....	STOCK	921937835	5505	66105	Shares		X	
VANGUARD TOTAL	COMMON							
BOND MKT ETF....	STOCK	921937835	537	6450	Shares			X
VANGUARD TOTAL	COMMON							
BOND MKT ETF....	STOCK	921937835	4056	48705	Shares		X	
VANGUARD HIGH								
DIVIDEND YIELD	COMMON							
ETF.....	STOCK	921946406	1023	21116	Shares		X	
VANGUARD HIGH								
DIVIDEND YIELD	COMMON							
ETF.....	STOCK	921946406	203	4181	Shares			X
VANGUARD HIGH								
DIVIDEND YIELD	COMMON							
ETF.....	STOCK	921946406	1556	32094	Shares		X	
VANGUARD MSCI								
EMERGING MKTS	COMMON							
ETF.....	STOCK	922042858	9	211	Shares		X	
VANGUARD MSCI								
EMERGING MKTS	COMMON							
ETF.....	STOCK	922042858	365	8402	Shares			X
VANGUARD MSCI								
EMERGING MKTS	COMMON							
ETF.....	STOCK	922042858	248	5710	Shares		X	
VANGUARD	COMMON							

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UTILITIES ETF...	STOCK	92204A876	4	50	Shares	X	
VANGUARD REIT	COMMON						
ETF.....	STOCK	922908553	251	3937	Shares	X	
VANGUARD REIT	COMMON						
ETF.....	STOCK	922908553	1509	23703	Shares	X	
VANGUARD							
SMALL-CAP	COMMON						
ETF.....	STOCK	922908751	10	124	Shares	X	
VANGUARD TOTAL							
STOCK MARKET	COMMON						
ETF.....	STOCK	922908769	53	728	Shares	X	
VERA BRADLEY	COMMON						
INC.....	STOCK	92335C106	30	1000	Shares	X	
VERIFONE SYSTEMS	COMMON						
INC.....	STOCK	92342Y109	54	1050	Shares	X	
VERIZON							
COMMUNICATIONS	COMMON						
COM.....	STOCK	92343V104	18421	481859	Shares	X	
VERIZON							
COMMUNICATIONS	COMMON						
COM.....	STOCK	92343V104	7548	197430	Shares		X
VERIZON							
COMMUNICATIONS	COMMON						
COM.....	STOCK	92343V104	1681	43992	Shares	X	
VERTEX							
PHARMACEUTICALS	COMMON						
INC.....	STOCK	92532F100	702	17126	Shares	X	
VERTEX							
PHARMACEUTICALS	COMMON						
INC.....	STOCK	92532F100	14	340	Shares		X
VIACOM INC-CLASS	COMMON						
B.....	STOCK	92553P201	134	2826	Shares	X	
VIACOM INC-CLASS	COMMON						
B.....	STOCK	92553P201	220	4646	Shares		X
VIROPHARMA	COMMON						
INC.....	STOCK	928241108	45	1500	Shares	X	
VIRTUALSCOPICS	COMMON						
INC.....	STOCK	928269109	14	8400	Shares	X	
VISA INC.....	COMMON						
	STOCK	92826C839	3632	30781	Shares	X	
VISA INC.....	COMMON						
	STOCK	92826C839	620	5256	Shares		X
VISA INC.....	COMMON						
	STOCK	92826C839	24	200	Shares	X	
VITESSE							
SEMICONDUCTOR	COMMON						
CORP.....	STOCK	928497304	0	8	Shares	X	
VITAMIN SHOPPE	COMMON						
INC.....	STOCK	92849E101	288	6524	Shares	X	
VITAMIN SHOPPE	COMMON						
INC.....	STOCK	92849E101	141	3180	Shares	X	
VMWARE INC.....	COMMON						
	STOCK	928563402	34	300	Shares	X	
VODAFONE GROUP	COMMON						
PLC - SP ADR....	STOCK	92857W209	814	29434	Shares	X	
VODAFONE GROUP	COMMON						
PLC - SP ADR....	STOCK	92857W209	210	7584	Shares		X
VODAFONE GROUP	COMMON						
PLC - SP ADR....	STOCK	92857W209	33	1200	Shares		X
VOCUS INC.....	COMMON						
	STOCK	92858J108	6	425	Shares	X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY		
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER
VOLCANO CORP.....	COMMON STOCK	928645100	25	875	Shares			X	
VULCAN MATERIAL COM.....	COMMON STOCK	929160109	62	1456	Shares			X	
VULCAN MATERIAL COM.....	COMMON STOCK	929160109	14	316	Shares				X
WD 40 CO COM.....	COMMON STOCK	929236107	9	200	Shares			X	
WD 40 CO COM.....	COMMON STOCK	929236107	9	200	Shares				X
WGL HLDGS INC COM.....	COMMON STOCK	92924F106	28	700	Shares			X	
W P CAREY & CO LLC.....	COMMON STOCK	92930Y107	20	425	Shares			X	
W P CAREY & CO LLC.....	COMMON STOCK	92930Y107	19	400	Shares				X
WABASH NATIONAL CORPORATION.....	COMMON STOCK	929566107	12	1175	Shares			X	
WAL MART STORES INC COM.....	COMMON STOCK	931142103	9029	147540	Shares			X	
WAL MART STORES INC COM.....	COMMON STOCK	931142103	3845	62824	Shares				X
WAL MART STORES INC COM.....	COMMON STOCK	931142103	407	6647	Shares			X	
WALGREEN COMPANY COMMON.....	COMMON STOCK	931422109	389	11625	Shares			X	
WALGREEN COMPANY COMMON.....	COMMON STOCK	931422109	176	5268	Shares				X
WALTER ENERGY INC.....	COMMON STOCK	93317Q105	212	3574	Shares			X	
WALTER ENERGY INC.....	COMMON STOCK	93317Q105	105	1770	Shares			X	
WASHINGTON REAL ESTATE INVT (REIT).....	COMMON STOCK	939653101	6	200	Shares			X	
WASHINGTON REAL ESTATE INVT (REIT).....	COMMON STOCK	939653101	15	500	Shares				X
WASTE CONNECTIONS INC.....	COMMON STOCK	941053100	263	8096	Shares			X	
WASTE CONNECTIONS INC.....	COMMON STOCK	941053100	128	3940	Shares			X	

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WASTE								
MANAGEMENT	COMMON							
INC.....	STOCK	94106L109	95	2722	Shares		X	
WASTE								
MANAGEMENT	COMMON							
INC.....	STOCK	94106L109	188	5385	Shares			X
WATERS CORP	COMMON							
COMMON.....	STOCK	941848103	234	2521	Shares		X	
WATSON								
PHARMACEUTICALS	COMMON							
INC COM.....	STOCK	942683103	51	763	Shares			X
WEIS MARKETS	COMMON							
INC.....	STOCK	948849104	50	1150	Shares		X	
WELLCARE HEALTH	COMMON							
PLANS.....	STOCK	94946T106	70	975	Shares		X	
WELLPOINT INC.....	COMMON							
	STOCK	94973V107	39	525	Shares		X	
WELLS FARGO &	COMMON							
CO.....	STOCK	949746101	10285	301261	Shares		X	
WELLS FARGO &	COMMON							
CO.....	STOCK	949746101	3127	91581	Shares			X
WELLS FARGO &	COMMON							
CO.....	STOCK	949746101	40	1172	Shares		X	
WELLS FARGO PFD								
CONV 7.50% SER	COMMON							
L.....	STOCK	949746804	56	50	Shares			X
WELLS FARGO								
ADVANTAGE	COMMON							
INCOME.....	STOCK	94987B105	52	5035	Shares		X	
WELLS FARGO ADV								
GLOBAL DIV OPP	COMMON							
FD.....	STOCK	94987C103	9	1000	Shares		X	
WELLS FARGO								
ADVANTAGE	COMMON							
MULTI-SECTOR....	STOCK	94987D101	0	15	Shares		X	
THE WENDY'S	COMMON							
COMPANY.....	STOCK	95058W100	68	13600	Shares		X	
WESCO								
INTERNATIONAL	COMMON							
INCORPORATED....	STOCK	95082P105	39	600	Shares		X	
WESTAR ENERGY	COMMON							
INC.....	STOCK	95709T100	14	488	Shares		X	
WESTERN ASSET								
EMERGING	COMMON							
MARKETS.....	STOCK	95766A101	5	250	Shares		X	
WESTERN ASSET								
EMERGING	COMMON							
MARKETS.....	STOCK	95766A101	12	600	Shares			X
WESTERN GAS	COMMON							
PARTNERS LP.....	STOCK	958254104	138	3000	Shares		X	
WESTERN GAS	COMMON							
PARTNERS LP.....	STOCK	958254104	17	378	Shares			X
WESTERN REFINING	COMMON							
INC.....	STOCK	959319104	29	1550	Shares		X	
WESTERN UNION	COMMON							
COMPANY.....	STOCK	959802109	125	7087	Shares		X	
WESTERN UNION	COMMON							
COMPANY.....	STOCK	959802109	96	5427	Shares			X
WESTPORT								
INNOVATIONS	COMMON							
INC.....	STOCK	960908309	24	575	Shares		X	
WEYERHAEUSER	COMMON							

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CO COM.....	STOCK	962166104	52	2370	Shares	X	
WEYERHAEUSER	COMMON						
CO COM.....	STOCK	962166104	176	8014	Shares		X
WHIRLPOOL CORP	COMMON						
COM.....	STOCK	963320106	20	254	Shares		X
WHITESTONE	COMMON						
REIT-B.....	STOCK	966084204	26	2000	Shares	X	
WHITING							
PETROLEUM	COMMON						
CORPORATION.....	STOCK	966387102	428	7886	Shares	X	
WHITING							
PETROLEUM	COMMON						
CORPORATION.....	STOCK	966387102	197	3620	Shares	X	
WHOLE FOODS MKT	COMMON						
INC COM.....	STOCK	966837106	505	6074	Shares	X	
WHOLE FOODS MKT	COMMON						
INC COM.....	STOCK	966837106	3	38	Shares		X
WHOLE FOODS MKT	COMMON						
INC COM.....	STOCK	966837106	24	284	Shares	X	
WILLIAMS							
COMPANY INC	COMMON						
(THE)	STOCK	969457100	5	177	Shares	X	
WILLIAMS							
COMPANY INC	COMMON						
(THE)	STOCK	969457100	37	1200	Shares		X
WINDSTREAM	COMMON						
CORP.....	STOCK	97381W104	102	8689	Shares	X	
WINDSTREAM	COMMON						
CORP.....	STOCK	97381W104	77	6572	Shares		X
WISCONSIN							
ENERGY CORP	COMMON						
COM.....	STOCK	976657106	209	5950	Shares	X	
WISCONSIN							
ENERGY CORP	COMMON						
COM.....	STOCK	976657106	99	2800	Shares		X
WISDOMTREE							
INVESTMENTS	COMMON						
INC.....	STOCK	97717P104	59	7050	Shares	X	
WISDOMTREE							
EMERGING MKTS	COMMON						
EQ INC ETF.....	STOCK	97717W315	6487	112604	Shares	X	
WISDOMTREE							
EMERGING MKTS	COMMON						
EQ INC ETF.....	STOCK	97717W315	88	1520	Shares		X
WISDOMTREE							
EMERGING MKTS	COMMON						
EQ INC ETF.....	STOCK	97717W315	173	3000	Shares	X	
WISDOMTREE INTL	COMMON						
REAL ES FD.....	STOCK	97717W331	159	6015	Shares	X	
WISDOMTREE							
JAPAN S/C DVD	COMMON						
FUND.....	STOCK	97717W836	46	1000	Shares		X
WORLD FUEL							
SERVICES	COMMON						
CORPORATION.....	STOCK	981475106	105	2550	Shares	X	

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY	
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED OTHER
WORTHINGTON INDS INC COM....	COMMON STOCK	981811102	14	708	Shares		X	
WORTHINGTON INDS INC COM....	COMMON STOCK	981811102	249	13000	Shares			X
WPX ENERGY INC-W/I.....	COMMON STOCK	98212B103	1	59	Shares		X	
WPX ENERGY INC-W/I.....	COMMON STOCK	98212B103	7	400	Shares			X
WRIGHT EXPRESS CORP.....	COMMON STOCK	98233Q105	50	775	Shares		X	
WYNDHAM WORLDWIDE CORP.....	COMMON STOCK	98310W108	44	950	Shares		X	
WYNDHAM WORLDWIDE CORP.....	COMMON STOCK	98310W108	18	385	Shares			X
WYNN RESORTS LIMITED.....	COMMON STOCK	983134107	12	100	Shares		X	
XCEL ENERGY INC COM.....	COMMON STOCK	98389B100	26	1000	Shares		X	
XCEL ENERGY INC COM.....	COMMON STOCK	98389B100	219	8264	Shares			X
XILINX COM.....	COMMON STOCK	983919101	319	8743	Shares		X	
XILINX COM.....	COMMON STOCK	983919101	14	372	Shares		X	
XEROX CORPORATION COMMON.....	COMMON STOCK	984121103	20	2475	Shares		X	
XEROX CORPORATION COMMON.....	COMMON STOCK	984121103	16	2000	Shares			X
XYLEM INC-W/I.....	COMMON STOCK	98419M100	14	500	Shares		X	
XYLEM INC-W/I.....	COMMON STOCK	98419M100	73	2620	Shares			X
YAHOO INC COM.....	COMMON STOCK	984332106	8	495	Shares		X	
YAHOO INC COM.....	COMMON STOCK	984332106	15	1000	Shares			X
YAMANA GOLD INC.....	COMMON STOCK	98462Y100	1	50	Shares			X
YORK WATER COMPANY.....	COMMON STOCK	987184108	1068	61758	Shares		X	
YORK WATER COMPANY.....	COMMON STOCK	987184108	1193	68969	Shares			X
YUM! BRANDS INC.....	COMMON STOCK	988498101	604	8483	Shares		X	
YUM! BRANDS INC.....	COMMON STOCK	988498101	751	10550	Shares			X
ZIMMER HOLDINGS INC COMMON.....	COMMON STOCK	98956P102	483	7514	Shares		X	

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ZIMMER HOLDINGS INC COMMON.....	COMMON STOCK	98956P102	427	6646	Shares		X
ZIONS BANCORPORATION COM.....	COMMON STOCK	989701107	39	1820	Shares	X	
ZIONS BANCORPORATION COM.....	COMMON STOCK	989701107	13	625	Shares		X
DEUTSCHE BANK AG-REG.....	COMMON STOCK	D18190898	3	66	Shares	X	
AMDOCS LIMITED.....	COMMON STOCK	G02602103	12	375	Shares	X	
ARGO GROUP INTERNATIONAL HLDGS.....	COMMON STOCK	G0464B107	22	735	Shares	X	
ACCENTURE PLC- CL A.....	COMMON STOCK	G1151C101	527	8171	Shares	X	
ACCENTURE PLC- CL A.....	COMMON STOCK	G1151C101	700	10860	Shares		X
COOPER INDUSTRIES PLC CL A.....	COMMON STOCK	G24140108	64	1000	Shares	X	
COVIDIEN PLC.....	COMMON STOCK	G2554F113	135	2476	Shares	X	
COVIDIEN PLC.....	COMMON STOCK	G2554F113	95	1732	Shares		X
EVEREST RE GROUP LTD COM.....	COMMON STOCK	G3223R108	9	92	Shares	X	
GENPACT LTD.....	COMMON STOCK	G3922B107	2	141	Shares	X	
HERBALIFE LTD.....	COMMON STOCK	G4412G101	404	5868	Shares	X	
HERBALIFE LTD.....	COMMON STOCK	G4412G101	195	2830	Shares	X	
INGERSOLL-RAND PUBLIC LTD CO...	COMMON STOCK	G47791101	19	450	Shares	X	
INGERSOLL-RAND PUBLIC LTD CO...	COMMON STOCK	G47791101	193	4670	Shares		X
INVESCO LIMITED.....	COMMON STOCK	G491BT108	4	141	Shares	X	
JAZZ PHARMACEUTICALS PLC.....	COMMON STOCK	G50871105	50	1025	Shares	X	
MARVEL TECHNOLOGY GROUP LTD.....	COMMON STOCK	G5876H105	3	200	Shares		X
NABORS INDUSTRIES LTD.....	COMMON STOCK	G6359F103	173	9880	Shares	X	
NABORS INDUSTRIES LTD.....	COMMON STOCK	G6359F103	150	8555	Shares		X
ONEBEACON INSURANCE GROUP LTD.....	COMMON STOCK	G67742109	20	1306	Shares	X	
ORIENT-EXPRESS HOTELS LIMITED CL A.....	COMMON STOCK	G67743107	37	3625	Shares	X	
SEADRILL LTD.....	COMMON STOCK	G7945E105	2	62	Shares	X	
SEADRILL LTD.....	COMMON STOCK	G7945E105	21	550	Shares		X

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VALIDUS HOLDINGS LTD.....	COMMON STOCK	G9319H102	1	36	Shares					X
WHITE MOUNTAINS INSURANCE GROUP LTD.....	COMMON STOCK	G9618E107	2266	4516	Shares					X
WHITE MOUNTAINS INSURANCE GROUP LTD.....	COMMON STOCK	G9618E107	91	182	Shares					X
WHITE MOUNTAINS INSURANCE GROUP LTD.....	COMMON STOCK	G9618E107	27	54	Shares					X
XL GROUP PLC.....	COMMON STOCK	G98290102	7	300	Shares					X
ACE LIMITED.....	COMMON STOCK	H0023R105	3057	41766	Shares					X
ACE LIMITED.....	COMMON STOCK	H0023R105	447	6109	Shares					X
ACE LIMITED.....	COMMON STOCK	H0023R105	1001	13675	Shares					X
WEATHERFORD INTL LTD SWITZERLAND.....	COMMON STOCK	H27013103	774	51291	Shares					X
WEATHERFORD INTL LTD SWITZERLAND.....	COMMON STOCK	H27013103	101	6704	Shares					X
WEATHERFORD INTL LTD SWITZERLAND.....	COMMON STOCK	H27013103	26	1730	Shares					X
FOSTER WHEELER AG.....	COMMON STOCK	H27178104	225	9880	Shares					X
FOSTER WHEELER AG.....	COMMON STOCK	H27178104	24	1070	Shares					X
NOBLE CORPORATION.....	COMMON STOCK	H5833N103	142	3800	Shares					X
NOBLE CORPORATION.....	COMMON STOCK	H5833N103	24	650	Shares					X
TE CONNECTIVITY LTD.....	COMMON STOCK	H84989104	50	1369	Shares					X
TE CONNECTIVITY LTD.....	COMMON STOCK	H84989104	30	815	Shares					X

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NAME OF ISSUER	TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (X \$1,000)	COLUMN 5			COLUMN 6 INVESTMENT AUTHORITY			M
				SHARES OR PRINCIPAL AMOUNT	SHARES OR PRINCIPAL	PUT OR CALL	SHARED - SOLE	SHARED - DEFINED	SHARED - OTHER	
TRANSOCEAN LIMITED.....	COMMON STOCK	H8817H100	3489	63792	Shares					X
TRANSOCEAN LIMITED.....	COMMON STOCK	H8817H100	485	8860	Shares					X
TRANSOCEAN	COMMON									

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LIMITED.....	STOCK	H8817H100	879	16070	Shares	X	
TYCO							
INTERNATIONAL	COMMON						
LTD.....	STOCK	H89128104	90	1604	Shares	X	
TYCO							
INTERNATIONAL	COMMON						
LTD.....	STOCK	H89128104	76	1349	Shares		X
UBS AG.....	COMMON						
	STOCK	H89231338	13	906	Shares	X	
UBS AG.....	COMMON						
	STOCK	H89231338	6	450	Shares		X
ALLOT							
COMMUNICATIONS	COMMON						
LTD.....	STOCK	M0854Q105	55	2375	Shares	X	
CERAGON							
NETWORKS	COMMON						
LTD.....	STOCK	M22013102	5	528	Shares	X	
AERCAP	COMMON						
HOLDINGS NV....	STOCK	N00985106	6	500	Shares	X	
CORE							
LABORATORIES	COMMON						
N V.....	STOCK	N22717107	349	2652	Shares	X	
CORE							
LABORATORIES	COMMON						
N V.....	STOCK	N22717107	157	1190	Shares	X	
LYONDELLBASELL							
INDUSTRIES	COMMON						
NV.....	STOCK	N53745100	87	2000	Shares		X
SENSATA							
TECHNOLOGIES	COMMON						
HLDG NV.....	STOCK	N7902X106	8	250	Shares	X	
DRYSHIPS INC.....	COMMON						
	STOCK	Y2109Q101	3	1000	Shares	X	
FLEXTRONICS	COMMON						
INTL LTD.....	STOCK	Y2573F102	12	1700	Shares		X
OCEAN RIG UDW	COMMON						
INC - W/I.....	STOCK	Y64354205	0	7	Shares	X	
SEASPAN CORP.....	COMMON						
	STOCK	Y75638109	88	5050	Shares		X
			1987174				