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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.

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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 INC.....	COMMON 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	

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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	PUT OR CALL	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			COLUMN 7 OTHER
				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.....	STOCK	263534109	6666	126002	Shares		X
E I DUPONT DE NEMOURS & CO	COMMON						
COMMON.....	STOCK	263534109	1563	29548	Shares	X	
DUKE ENERGY	COMMON						
CORP.....	STOCK	26441C105	2419	115126	Shares	X	
DUKE ENERGY	COMMON						
CORP.....	STOCK	26441C105	606	28846	Shares		X
DUKE ENERGY	COMMON						
CORP.....	STOCK	26441C105	80	3810	Shares	X	
DUN & BRADSTREET	COMMON						
CORP.....	STOCK	26483E100	23	266	Shares	X	
DUN & BRADSTREET	COMMON						
CORP.....	STOCK	26483E100	37	433	Shares		X
EMC CORP MASS	COMMON						
COM.....	STOCK	268648102	13300	445115	Shares	X	
EMC CORP MASS	COMMON						
COM.....	STOCK	268648102	1443	48302	Shares		X
EMC CORP MASS	COMMON						
COM.....	STOCK	268648102	659	22045	Shares	X	
ENI SPA-SPONS	COMMON						
ADR.....	STOCK	26874R108	18	380	Shares		X
EOG RESOURCES	COMMON						
INC COM.....	STOCK	26875P101	461	4146	Shares	X	
EOG RESOURCES	COMMON						
INC COM.....	STOCK	26875P101	137	1231	Shares		X
EQT	COMMON						
CORPORATION....	STOCK	26884L109	48	990	Shares	X	
EQT	COMMON						
CORPORATION....	STOCK	26884L109	63	1300	Shares		X
EAGLE MATERIALS	COMMON						
INC COM W	COMMON						
RIGHTS.....	STOCK	26969P108	28	800	Shares	X	
EASTERN	COMMON						
INSURANCE	COMMON						
HOLDINGS.....	STOCK	276534104	7	500	Shares	X	
EASTMAN	COMMON						
CHEMICAL	COMMON						
COMPANY	COMMON						
COM.....	STOCK	277432100	52	1000	Shares		X
EATON CORP	COMMON						
COM.....	STOCK	278058102	491	9851	Shares	X	
EATON CORP	COMMON						
COM.....	STOCK	278058102	30	600	Shares		X
EATON VANCE	COMMON						
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 - SOLE	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									
INC..... COMMON									
	STOCK	302182100	13992	258242	Shares				X
EXPRESS SCRIPTS									
INC..... COMMON									
	STOCK	302182100	3642	67229	Shares				X
EXPRESS SCRIPTS									
INC..... COMMON									
	STOCK	302182100	1428	26353	Shares				X
EXPRESS INC..... COMMON									
	STOCK	30219E103	35	1400	Shares				X
EXXON MOBIL									
CORP..... COMMON									
	STOCK	30231G102	61313	706945	Shares				X
EXXON MOBIL									
CORP..... COMMON									
	STOCK	30231G102	51068	588820	Shares				X
EXXON MOBIL									
CORP..... COMMON									
	STOCK	30231G102	2507	28909	Shares				X
EXXON MOBIL									
CORP..... COMMON									
	STOCK	30231G102	265	3050	Shares				X
FLIR SYSTEMS									
INC..... COMMON									
	STOCK	302445101	292	11525	Shares				X
FLIR SYSTEMS									
INC..... COMMON									
	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 CALL	PUT OR	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	COMMON						
AGGREGATE	COMMON						
BOND ETF.....	STOCK	464287226	382	3482	Shares	X	
ISHARES BARCLAYS	COMMON						
AGGREGATE	COMMON						
BOND ETF.....	STOCK	464287226	77	701	Shares		X
ISHARES MSCI	COMMON						
EMERGING MKTS	COMMON						
IDX ETF.....	STOCK	464287234	244	5672	Shares	X	
ISHARES MSCI	COMMON						
EMERGING MKTS	COMMON						
IDX ETF.....	STOCK	464287234	67	1550	Shares		X
ISHARES IBOXX \$	COMMON						
INV GRADE CORP	COMMON						
ETF.....	STOCK	464287242	87	750	Shares	X	
ISHARES IBOXX \$	COMMON						
INV GRADE CORP	COMMON						
ETF.....	STOCK	464287242	309	2675	Shares	X	
ISHARES BARCLAYS	COMMON						
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	COMMON						
MIDCAP INDEX	COMMON						
ETF.....	STOCK	464287499	22	200	Shares	X	
ISHARES S&P	COMMON						
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 ETF.....	COMMON STOCK	464287564	13	175	Shares		X	
ISHARES COHEN & STEERS REALTY ETF.....	COMMON 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 ETF.....	COMMON 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							
INC COM.....	COMMON						
	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	COMMON						
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.....	STOCK	580645109	867	17895	Shares					X
MCKESSON CORPORATION										
COM.....	STOCK	58155Q103	35	400	Shares					X
MCMORAN EXPLORATION CO.....										
CO.....	STOCK	582411104	107	10000	Shares					X
MEAD JOHNSON NUTRITION CO....										
STOCK	582839106	815	9879	Shares				X		
MEAD JOHNSON NUTRITION CO....										
STOCK	582839106	9	108	Shares						X
MEADWESTVACO CORP COMMON.....										
STOCK	583334107	1797	56890	Shares				X		
MEADWESTVACO CORP COMMON.....										
STOCK	583334107	69	2192	Shares						X
MEADWESTVACO CORP COMMON.....										
STOCK	583334107	28	890	Shares				X		
MEDASSETS INC.....										
STOCK	584045108	32	2450	Shares				X		
MEDCO HEALTH SOLUTIONS INC.....										
STOCK	58405U102	1204	17126	Shares				X		
MEDCO HEALTH SOLUTIONS INC.....										
STOCK	58405U102	2071	29465	Shares						X
MEDIDATA SOLUTIONS 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
				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 INC.....	COMMON								
	STOCK	592142103	5	500	Shares			X	
MICROSOFT CORP.....	COMMON								
	STOCK	594918104	21213	657650	Shares			X	
MICROSOFT CORP.....	COMMON								
	STOCK	594918104	7715	239180	Shares				X
MICROSOFT CORP.....	COMMON								
	STOCK	594918104	2349	72823	Shares			X	
MICROSTRATEGY INC.....	COMMON								
	STOCK	594972408	35	250	Shares			X	
MICROCHIP TECHNOLOGY INC COM.....	COMMON								
	STOCK	595017104	233	6252	Shares			X	
MICROCHIP TECHNOLOGY INC COM.....	COMMON								
	STOCK	595017104	56	1500	Shares				X
MICRON TECHNOLOGY INC COM.....	COMMON								
	STOCK	595112103	1	150	Shares			X	
MID PENN BANCORP INCORPORATED..	COMMON								
	STOCK	59540G107	16	1570	Shares			X	
HERMAN MILLER INC.....	COMMON								
	STOCK	600544100	21	925	Shares			X	
MINDRAY MEDICAL INTL LTD-ADR.....	COMMON								
	STOCK	602675100	13	394	Shares			X	
MITSUBISHI UFJ FINANCIAL GRP-ADR.....	COMMON								
	STOCK	606822104	16	3180	Shares				X
MIZUHO FINANCIAL GROUP INC.....	COMMON								
	STOCK	60687Y109	5	1415	Shares				X
MOLSON COORS BREWING COMPANY.....	COMMON								
	STOCK	60871R209	27	600	Shares				X
MONSANTO COMPANY.....	COMMON								
	STOCK	61166W101	2255	28270	Shares			X	
MONSANTO COMPANY.....	COMMON								
	STOCK	61166W101	915	11471	Shares				X
MONSTER BEVERAGE CORP.....	COMMON								
	STOCK	611740101	69	1118	Shares			X	
MONSTER BEVERAGE CORP.....	COMMON								
	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 A.....	COMMON								
	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.....	COMMON STOCK	617446448	109	5575	Shares		X
MORGAN STANLEY GROUP INC.....	COMMON STOCK	617446448	107	5468	Shares	X	
MOSAIC CO WI/ THE.....	COMMON STOCK	61945C103	911	16471	Shares	X	
MOSAIC CO WI/ THE.....	COMMON STOCK	61945C103	53	955	Shares		X
MOSAIC CO WI/ THE.....	COMMON STOCK	61945C103	122	2210	Shares	X	
MOTOROLA SOLUTIONS INC.....	COMMON STOCK	620076307	123	2415	Shares	X	
MOTOROLA SOLUTIONS INC.....	COMMON STOCK	620076307	185	3639	Shares		X
MOTOROLA MOBILITY HOLDINGS W.....	COMMON STOCK	620097105	36	909	Shares	X	
MOTOROLA MOBILITY HOLDINGS W.....	COMMON STOCK	620097105	97	2484	Shares		X
MURPHY OIL CORP COMMON.....	COMMON STOCK	626717102	37	650	Shares	X	
MURPHY OIL CORP COMMON.....	COMMON STOCK	626717102	84	1500	Shares		X
MYLAN INC.....	COMMON STOCK	628530107	12	533	Shares	X	
MYRIAD GENETICS INC.....	COMMON STOCK	62855J104	7	300	Shares	X	
NBT BANCORP INC. COM.....	COMMON STOCK	628778102	112	5052	Shares	X	
NYSE EURONEXT.....	COMMON STOCK	629491101	4	117	Shares	X	
NATIONAL FUEL GAS CO COMMON.....	COMMON STOCK	636180101	82	1700	Shares		X
NATIONAL GRID GROUP PLC-ADR.....	COMMON STOCK	636274300	101	1992	Shares	X	
NATIONAL GRID GROUP PLC-ADR.....	COMMON STOCK	636274300	79	1566	Shares		X
NATIONAL INSTRUMENTS CORP COM.....	COMMON STOCK	636518102	3	111	Shares	X	
NATIONAL OILWELL VARCO INC.....	COMMON STOCK	637071101	7506	94453	Shares	X	
NATIONAL OILWELL VARCO INC.....	COMMON 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....	COMMON STOCK	651587107	1485	7922	Shares				X
NEWMARKET	COMMON								

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