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People's United Financial, Inc.  
Form 13F-HR  
May 15, 2012

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

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE QUARTER ENDED: 03/31/2012

CHECK HERE IF AMENDMENT:  AMENDMENT NUMBER: \_\_\_\_\_  
THIS AMENDMENT (CHECK ONLY ONE.):  IS A RESTATEMENT.  
 ADDS NEW HOLDINGS ENTRIES

INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT:

NAME: People's United Financial, Inc.  
ADDRESS: 850 Main Street  
Bridgeport, CT 06604

Form 13F File Number: 28-05107

THE INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT AND THE PERSON BY WHOM IT IS SIGNED HEREBY REPRESENT THAT THE PERSON SIGNING THE REPORT IS AUTHORIZED TO SUBMIT IT, THAT ALL INFORMATION CONTAINED HEREIN IS TRUE, CORRECT AND COMPLETE, AND THAT IT IS UNDERSTOOD THAT ALL REQUIRED ITEMS, STATEMENTS SCHEDULES, LISTS, AND TABLES, ARE CONSIDERED INTEGRAL PARTS OF THIS FORM.

PERSON SIGNING THIS REPORT ON BEHALF OF REPORTING MANAGER:

NAME: Louise Sandberg  
TITLE: Senior Executive Vice President - Wealth Management Group  
PHONE: (203) 338-4393

/s/ Louise Sandberg Bridgeport, CT 05/15/2012  
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REPORT TYPE (CHECK ONLY ONE.):

13F HOLDINGS REPORT  
 13F NOTICE  
 13F COMBINATION REPORT

FORM 13F SUMMARY PAGE

REPORT SUMMARY:

NUMBER OF OTHER INCLUDED MANAGERS: 2  
FORM 13F INFORMATION TABLE ENTRY TOTAL: 684  
FORM 13F INFORMATION TABLE VALUE TOTAL: \$1,273,900

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List of other included managers:

No.	Form 13F File Number	Name
001	28-20631	People's United Bank
002	28-12043	People's Securities Inc.

### FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	OTHER MANAGER
D 3M CO	COMMON	88579Y101	2370	26561	SH		OTHER	00
D 3M CO	COMMON	88579Y101	12710	142470	SH		SOLE	00
D 3M CO	COMMON	88579Y101	730	8183	SH		DEFINED	00
D 3M CO	COMMON	88579Y101	210	2350	SH		SOLE	00
D ABBOTT LABS	COMMON	002824100	1598	26067	SH		OTHER	00
D ABBOTT LABS	COMMON	002824100	13889	226610	SH		SOLE	00
D ABBOTT LABS	COMMON	002824100	1673	27303	SH		DEFINED	00
D ABBOTT LABS	COMMON	002824100	1523	24855	SH		SOLE	00
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	627	9716	SH		SOLE	00
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	292	4527	SH		OTHER	00
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	521	8075	SH		DEFINED	00
D AETNA INC	COMMON	00817Y108	493	9819	SH		DEFINED	00
D AFLAC INC	COMMON	001055102	494	10733	SH		OTHER	00
D AFLAC INC	COMMON	001055102	1059	23019	SH		SOLE	00
D AGILENT TECHNOLOGIES INC	COMMON	00846U101	416	9336	SH		DEFINED	00
D AIR PRODS & CHEMS INC	COMMON	009158106	165	1792	SH		OTHER	00
D AIR PRODS & CHEMS INC	COMMON	009158106	1410	15362	SH		SOLE	00
D ALCOA INC	COMMON	013817101	7	690	SH		OTHER	00
D ALCOA INC	COMMON	013817101	201	20051	SH		SOLE	00
D ALLERGAN INC	COMMON	018490102	10198	106865	SH		SOLE	00
D ALLERGAN INC	COMMON	018490102	494	5173	SH		OTHER	00
D ALLIANCEBERNSTEIN INCOME	COMMON	01881E101	82	10000	SH		DEFINED	00
D ALTRIA GROUP INC	COMMON	02209S103	887	28719	SH		OTHER	00
D ALTRIA GROUP INC	COMMON	02209S103	2419	78355	SH		SOLE	00
D ALTRIA GROUP INC	COMMON	02209S103	600	19435	SH		DEFINED	00
D AMERICAN EXPRESS CO	COMMON	025816109	1218	21044	SH		SOLE	00
D AMERICAN EXPRESS CO	COMMON	025816109	729	12600	SH		OTHER	00
D AMERICAN EXPRESS CO	COMMON	025816109	603	10425	SH		DEFINED	00
D AMETEK INC	COMMON	031100100	349	7200	SH		SOLE	00
D AMGEN INC	COMMON	031162100	212	3118	SH		OTHER	00
D AMGEN INC	COMMON	031162100	2218	32626	SH		SOLE	00
D AMGEN INC	COMMON	031162100	812	11950	SH		DEFINED	00
D AMGEN INC	COMMON	031162AQ3	2751	2690000	PRN		DEFINED	00
D ANALOG DEVICES INC	COMMON	032654105	70	1734	SH		OTHER	00
D ANALOG DEVICES INC	COMMON	032654105	1099	27205	SH		SOLE	00

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D	ANNALY CAP MGMT INC	COMMON	035710409	32	2000	SH	OTHER	00
D	ANNALY CAP MGMT INC	COMMON	035710409	171	10800	SH	SOLE	00
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	26	4000	SH	OTHER	00
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	66	10000	SH	SOLE	00
D	APACHE CORP	COMMON	037411105	351	3499	SH	OTHER	00
D	APACHE CORP	COMMON	037411105	2962	29487	SH	SOLE	00
D	APACHE CORP	COMMON	037411105	218	2175	SH	DEFINED	00
D	APACHE CORP	COMMON	037411105	708	7050	SH	SOLE	00
D	APPLE INC	COMMON	037833100	2892	4824	SH	OTHER	00
D	APPLE INC	COMMON	037833100	31432	52426	SH	SOLE	00
D	APPLE INC	COMMON	037833100	4925	8215	SH	DEFINED	00
D	APPLE INC	COMMON	037833100	740	1235	SH	SOLE	00
D	APPLIED MATLS INC	COMMON	038222105	54	4375	SH	SOLE	00
D	APPLIED MATLS INC	COMMON	038222105	75	6055	SH	OTHER	00
D	ARROW FINL CORP	COMMON	042744102	341	13960	SH	OTHER	00
D	ARROW FINL CORP	COMMON	042744102	373	15294	SH	SOLE	00
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	24	535	SH	OTHER	00
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	297	6674	SH	SOLE	00
D	AT&T INC	COMMON	00206R102	2511	80407	SH	OTHER	00
D	AT&T INC	COMMON	00206R102	18000	576367	SH	SOLE	00
D	AT&T INC	COMMON	00206R102	2465	78943	SH	DEFINED	00
D	AT&T INC	COMMON	00206R102	278	8913	SH	SOLE	00
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	3781	68504	SH	SOLE	00
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	972	17604	SH	OTHER	00
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	1146	20770	SH	DEFINED	00
D	AVALONBAY CMNTYS INC	COMMON	053484101	265	1877	SH	SOLE	00
D	AVALONBAY CMNTYS INC	COMMON	053484101	466	3297	SH	OTHER	00
D	AVNET INC	COMMON	053807103	590	16200	SH	DEFINED	00
D	BAKER HUGHES INC	COMMON	057224107	67	1590	SH	OTHER	00
D	BAKER HUGHES INC	COMMON	057224107	179	4266	SH	SOLE	00
D	BANK OF AMERICA CORP	COMMON	060505104	126	13148	SH	OTHER	00
D	BANK OF AMERICA CORP	COMMON	060505104	912	95267	SH	SOLE	00
D	BANK OF AMERICA CORP	COMMON	060505104	271	28300	SH	DEFINED	00
D	BANK OF AMERICA CORP	COMMON	060505724	1198	47500	SH	DEFINED	00
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	273	11301	SH	OTHER	00
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	2905	120376	SH	SOLE	00
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	743	30790	SH	DEFINED	00
D	BARRICK GOLD CORP	COMMON	067901108	17	384	SH	OTHER	00
D	BARRICK GOLD CORP	COMMON	067901108	204	4700	SH	SOLE	00
D	BAXTER INTL INC	COMMON	071813109	1145	19150	SH	DEFINED	00
D	BB & T CORP	COMMON	054937107	25	799	SH	OTHER	00
D	BB & T CORP	COMMON	054937107	593	18901	SH	SOLE	00
D	BEAM INC	COMMON	073730103	64	1085	SH	OTHER	00
D	BEAM INC	COMMON	073730103	307	5248	SH	SOLE	00
D	BECTON DICKINSON & CO	COMMON	075887109	185	2385	SH	OTHER	00
D	BECTON DICKINSON & CO	COMMON	075887109	358	4609	SH	SOLE	00
D	BECTON DICKINSON & CO	COMMON	075887109	906	11670	SH	DEFINED	00
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	5120	42	SH	SOLE	00
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	488	4	SH	OTHER	00
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	488	4	SH	SOLE	00
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	1366	16833	SH	SOLE	00
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	626	7710	SH	OTHER	00
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	586	7219	SH	DEFINED	00
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	207	2550	SH	SOLE	00
D	BEST BUY INC	COMMON	086516101	18	752	SH	OTHER	00

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D	BEST BUY INC	COMMON	086516101	287	12130	SH	SOLE	00
D	BHP BILLITON LTD	SPONSORED ADR	088606108	408	5639	SH	OTHER	00
D	BHP BILLITON LTD	SPONSORED ADR	088606108	6753	93276	SH	SOLE	00
D	BHP BILLITON LTD	SPONSORED ADR	088606108	326	4502	SH	DEFINED	00
D	BIGLARI HLDGS INC	COMMON	08986R101	1550	3848	SH	SOLE	00
D	BOEING CO	COMMON	097023105	11655	156723	SH	SOLE	00
D	BOEING CO	COMMON	097023105	1191	16012	SH	OTHER	00
D	BOEING CO	COMMON	097023105	683	9186	SH	DEFINED	00
D	BOEING CO	COMMON	097023105	759	10200	SH	SOLE	00
D	BOSWELL J G CO	COMMON	101205102	225	300	SH	SOLE	00
D	BP PLC	SPONSORED ADR	055622104	373	8286	SH	OTHER	00
D	BP PLC	SPONSORED ADR	055622104	1022	22714	SH	SOLE	00
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	973	28833	SH	OTHER	00
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	2319	68699	SH	SOLE	00
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	955	28282	SH	DEFINED	00
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	508	15050	SH	SOLE	00
D	CANADIAN NATL RY CO	COMMON	136375102	22	277	SH	OTHER	00
D	CANADIAN NATL RY CO	COMMON	136375102	286	3604	SH	SOLE	00
D	CAPITAL ONE FINL CORP	COMMON	14040H105	319	5721	SH	OTHER	00
D	CAPITAL ONE FINL CORP	COMMON	14040H105	9781	175474	SH	SOLE	00
D	CATERPILLAR INC	COMMON	149123101	5569	52281	SH	SOLE	00
D	CATERPILLAR INC	COMMON	149123101	1360	12765	SH	OTHER	00
D	CATERPILLAR INC	COMMON	149123101	1202	11280	SH	DEFINED	00
D	CATERPILLAR INC	COMMON	149123101	463	4350	SH	SOLE	00
D	CENOVUS ENERGY INC	COMMON	15135U109	8	209	SH	OTHER	00
D	CENOVUS ENERGY INC	COMMON	15135U109	319	8884	SH	SOLE	00

D	CHEMBIO DIAGNOSTICS INC	COMMON	163572100	30	60960	SH	SOLE	00
D	CHEVRON CORP	COMMON	166764100	4195	39133	SH	OTHER	00
D	CHEVRON CORP	COMMON	166764100	27383	255411	SH	SOLE	00
D	CHEVRON CORP	COMMON	166764100	4418	41211	SH	DEFINED	00
D	CHEVRON CORP	COMMON	166764100	1664	15519	SH	SOLE	00
D	CHICAGO BRIDGE & IRON CO	COMMON	167250109	309	7160	SH	DEFINED	00
D	CHIMERA INVT CORP	COMMON	16934Q109	17	6000	SH	OTHER	00
D	CHIMERA INVT CORP	COMMON	16934Q109	34	12000	SH	SOLE	00
D	CHUBB CORP	COMMON	171232101	557	8054	SH	OTHER	00
D	CHUBB CORP	COMMON	171232101	9187	132936	SH	SOLE	00
D	CIGNA CORP	COMMON	125509109	366	7437	SH	DEFINED	00
D	CISCO SYS INC	COMMON	17275R102	816	38558	SH	OTHER	00
D	CISCO SYS INC	COMMON	17275R102	7935	375182	SH	SOLE	00
D	CISCO SYS INC	COMMON	17275R102	1450	68576	SH	DEFINED	00
D	CITIGROUP INC	COMMON	172967424	136	3729	SH	OTHER	00
D	CITIGROUP INC	COMMON	172967424	233	6381	SH	SOLE	00
D	CITRIX SYS INC	COMMON	177376100	55	700	SH	OTHER	00
D	CITRIX SYS INC	COMMON	177376100	289	3665	SH	SOLE	00
D	CLECO CORP	COMMON	12561W105	350	8819	SH	OTHER	00
D	CLECO CORP	COMMON	12561W105	108	2717	SH	SOLE	00
D	CLOROX CO	COMMON	189054109	127	1850	SH	OTHER	00
D	CLOROX CO	COMMON	189054109	129	1875	SH	SOLE	00
D	COACH INC	COMMON	189754104	85	1102	SH	OTHER	00
D	COACH INC	COMMON	189754104	1917	24809	SH	SOLE	00
D	COCA COLA CO	COMMON	191216100	8076	109120	SH	SOLE	00
D	COCA COLA CO	COMMON	191216100	1323	17873	SH	OTHER	00
D	COCA COLA CO	COMMON	191216100	1674	22617	SH	DEFINED	00
D	COCA COLA CO	COMMON	191216100	585	7900	SH	SOLE	00
D	COLGATE PALMOLIVE CO	COMMON	194162103	489	5000	SH	OTHER	00

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D	COLGATE PALMOLIVE CO	COMMON	194162103	3967	40575	SH	SOLE	00
D	COLGATE PALMOLIVE CO	COMMON	194162103	855	8745	SH	DEFINED	00
D	COLGATE PALMOLIVE CO	COMMON	194162103	1551	15865	SH	SOLE	00
D	COMCAST CORP	COMMON	20030N101	720	23987	SH	DEFINED	00
D	CON EDISON INC	COMMON	209115104	637	10910	SH	OTHER	00
D	CON EDISON INC	COMMON	209115104	2871	49140	SH	SOLE	00
D	CONOCOPHILLIPS	COMMON	20825C104	1169	15378	SH	OTHER	00
D	CONOCOPHILLIPS	COMMON	20825C104	21853	287500	SH	SOLE	00
D	CONOCOPHILLIPS	COMMON	20825C104	1892	24891	SH	DEFINED	00
D	CONOCOPHILLIPS	COMMON	20825C104	1133	14900	SH	SOLE	00
D	CONSUMER DISC. SEL SECTOR S	OTHER	81369Y407	244	5412	SH	DEFINED	00
D	CONSUMER STAPLES SPDR FUND	OTHER	81369Y308	5931	174025	SH	SOLE	00
D	CONSUMER STAPLES SPDR FUND	OTHER	81369Y308	201	5910	SH	OTHER	00
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	8	125	SH	OTHER	00
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	430	6722	SH	SOLE	00
D	CORNING INC	COMMON	219350105	292	20711	SH	OTHER	00
D	CORNING INC	COMMON	219350105	1799	127765	SH	SOLE	00
D	CORNING INC	COMMON	219350105	397	28175	SH	DEFINED	00
D	CORPORATE PROPERTY ASSOCIAT	COMMON	22002Y107	194	18500	SH	SOLE	00
D	COSTCO WHSL CORP	COMMON	22160K105	9121	100456	SH	SOLE	00
D	COSTCO WHSL CORP	COMMON	22160K105	588	6474	SH	OTHER	00
D	COSTCO WHSL CORP	COMMON	22160K105	232	2560	SH	DEFINED	00
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	12	219	SH	OTHER	00
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	798	14587	SH	SOLE	00
D	CRANE CO	COMMON	224399105	219	4513	SH	SOLE	00
D	CRYSTAL ROCK HOLDINGS INC	COMMON	22940F103	21	20000	SH	DEFINED	00
D	CSX CORP	COMMON	126408103	6957	323293	SH	SOLE	00
D	CSX CORP	COMMON	126408103	1724	80097	SH	OTHER	00
D	CSX CORP	COMMON	126408103	1078	50108	SH	DEFINED	00
D	CVS CAREMARK CORP	COMMON	126650100	13965	311728	SH	SOLE	00
D	CVS CAREMARK CORP	COMMON	126650100	734	16382	SH	OTHER	00
D	CVS CAREMARK CORP	COMMON	126650100	541	12075	SH	DEFINED	00
D	CVS CAREMARK CORP	COMMON	126650100	437	9750	SH	SOLE	00
D	DANAHER CORP	COMMON	235851102	1776	31723	SH	SOLE	00
D	DANAHER CORP	COMMON	235851102	416	7430	SH	OTHER	00
D	DARDEN RESTAURANTS INC	COMMON	237194105	39	760	SH	SOLE	00
D	DARDEN RESTAURANTS INC	COMMON	237194105	179	3500	SH	OTHER	00
D	DEERE & CO	COMMON	244199105	616	7615	SH	OTHER	00
D	DEERE & CO	COMMON	244199105	13785	170400	SH	SOLE	00
D	DEERE & CO	COMMON	244199105	1012	12505	SH	DEFINED	00
D	DEERE & CO	COMMON	244199105	263	3255	SH	SOLE	00
D	DELL INC	COMMON	24702R101	347	20939	SH	OTHER	00
D	DELL INC	COMMON	24702R101	11994	722725	SH	SOLE	00
D	DEVON ENERGY CORP	COMMON	25179M103	67	948	SH	OTHER	00
D	DEVON ENERGY CORP	COMMON	25179M103	1654	23254	SH	SOLE	00
D	DIAGEO PLC	SPONSORED ADR	25243Q205	122	1265	SH	OTHER	00
D	DIAGEO PLC	SPONSORED ADR	25243Q205	572	5931	SH	SOLE	00
D	DISCOVER FINL SVCS	COMMON	254709108	172	5170	SH	OTHER	00
D	DISCOVER FINL SVCS	COMMON	254709108	8424	252666	SH	SOLE	00
D	DISNEY (WALT) CO	COMMON	254687106	225	5132	SH	OTHER	00
D	DISNEY (WALT) CO	COMMON	254687106	1919	43832	SH	SOLE	00
D	DISNEY (WALT) CO	COMMON	254687106	1121	25604	SH	DEFINED	00
D	DOCUMENT SECURITYSYSTEMS	COMMON	25614T101	124	41000	SH	SOLE	00
D	DOMINION RES INC VA	COMMON	25746U109	314	6141	SH	OTHER	00
D	DOMINION RES INC VA	COMMON	25746U109	3419	66762	SH	SOLE	00

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D	DOVER CORP	COMMON	260003108	5666	90015	SH	SOLE	00
D	DOVER CORP	COMMON	260003108	682	10836	SH	OTHER	00
D	DOW CHEM CO	COMMON	260543103	573	16535	SH	OTHER	00
D	DOW CHEM CO	COMMON	260543103	673	19426	SH	SOLE	00
D	DOW CHEM CO	COMMON	260543103	267	7698	SH	DEFINED	00
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	1804	34105	SH	OTHER	00
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	12351	233483	SH	SOLE	00
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	1092	20647	SH	DEFINED	00
D	DUKE ENERGY CORP	COMMON	26441C105	126	5978	SH	OTHER	00
D	DUKE ENERGY CORP	COMMON	26441C105	160	7596	SH	SOLE	00
D	E M C CORP MASS	COMMON	268648102	1047	35024	SH	OTHER	00
D	E M C CORP MASS	COMMON	268648102	17548	587286	SH	SOLE	00
D	E M C CORP MASS	COMMON	268648102	972	32526	SH	DEFINED	00
D	EASTMAN CHEMICAL CO	COMMON	277432100	266	5140	SH	DEFINED	00
D	EATON CORP	COMMON	278058102	37	750	SH	OTHER	00
D	EATON CORP	COMMON	278058102	750	15048	SH	SOLE	00
D	EBAY INC	COMMON	278642103	58	1575	SH	OTHER	00
D	EBAY INC	COMMON	278642103	319	8645	SH	SOLE	00
D	ECOLAB INC	COMMON	278865100	328	5316	SH	SOLE	00
D	ECOLAB INC	COMMON	278865100	98	1580	SH	OTHER	00
D	EDWARDS LIFESCIENCES CORP	COMMON	28176E108	256	3520	SH	DEFINED	00
D	ELAN CORP PLC	SPONSORED ADR	284131208	1244	82908	SH	DEFINED	00
D	EMERSON ELEC CO	COMMON	291011104	4582	87805	SH	SOLE	00
D	EMERSON ELEC CO	COMMON	291011104	440	8424	SH	OTHER	00
D	EMERSON ELEC CO	COMMON	291011104	992	19020	SH	DEFINED	00
D	ENCANA CORP	COMMON	292505104	7	374	SH	OTHER	00
D	ENCANA CORP	COMMON	292505104	300	15274	SH	SOLE	00
D	ENERGY SELECT SECTOR SPDR	OTHER	81369Y506	1139	15875	SH	SOLE	00
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	234	4637	SH	OTHER	00
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	419	8295	SH	SOLE	00
D	EXELON CORP	COMMON	30161N101	3661	93378	SH	SOLE	00
D	EXELON CORP	COMMON	30161N101	355	9062	SH	OTHER	00
D	EXPRESS SCRIPTS INC	COMMON	302182100	555	10236	SH	OTHER	00
D	EXPRESS SCRIPTS INC	COMMON	302182100	10966	202398	SH	SOLE	00
D	EXXON MOBIL CORP	COMMON	30231G102	9495	109475	SH	OTHER	00
D	EXXON MOBIL CORP	COMMON	30231G102	40931	471937	SH	SOLE	00
D	EXXON MOBIL CORP	COMMON	30231G102	7068	81494	SH	DEFINED	00
D	EXXON MOBIL CORP	COMMON	30231G102	2031	23413	SH	SOLE	00
D	FEDERAL HOME LN MTG CORP	COMMON	313400624	14	10400	SH	DEFINED	00
D	FEDEX CORP	COMMON	31428X106	15	160	SH	OTHER	00
D	FEDEX CORP	COMMON	31428X106	253	2750	SH	SOLE	00
D	FEDEX CORP	COMMON	31428X106	623	6775	SH	DEFINED	00
D	FEDEX CORP	COMMON	31428X106	214	2329	SH	SOLE	00
D	FINANCIAL SELECT SECTOR SPD	OTHER	81369Y605	914	57842	SH	DEFINED	00
D	FIRST NIAGARA FINL GP INC U	COMMON	33582V108	547	55550	SH	DEFINED	00
D	FIRST TRUST HEALTH CARE ALP	COMMON	33734X143	393	12750	SH	DEFINED	00
D	FIRSTENERGY CORP	COMMON	337932107	125	2744	SH	OTHER	00
D	FIRSTENERGY CORP	COMMON	337932107	476	10432	SH	SOLE	00

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D	FISERV INC	COMMON	337738108	29	419	SH	OTHER	00
D	FISERV INC	COMMON	337738108	360	5186	SH	SOLE	00
D	FORD MTR CO DEL	COMMON	345370860	479	38404	SH	DEFINED	00
D	FORD MTR CO DEL	COMMON	345370860	159	12710	SH	SOLE	00
D	FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	723	19009	SH	DEFINED	00
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	69	16589	SH	OTHER	00
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	72	17338	SH	SOLE	00
D	GANNETT INC	COMMON	364730101	213	13900	SH	SOLE	00
D	GENERAL DYNAMICS CORP	COMMON	369550108	914	12456	SH	SOLE	00
D	GENERAL DYNAMICS CORP	COMMON	369550108	162	2205	SH	OTHER	00
D	GENERAL DYNAMICS CORP	COMMON	369550108	321	4375	SH	DEFINED	00
D	GENERAL ELEC CAP CORP	COMMON	369622519	72	2850	SH	OTHER	00
D	GENERAL ELEC CAP CORP	COMMON	369622519	158	6250	SH	SOLE	00
D	GENERAL ELECTRIC CO	COMMON	369604103	3018	150390	SH	OTHER	00
D	GENERAL ELECTRIC CO	COMMON	369604103	15825	788478	SH	SOLE	00
D	GENERAL ELECTRIC CO	COMMON	369604103	2735	136278	SH	DEFINED	00
D	GENERAL ELECTRIC CO	COMMON	369604103	579	28857	SH	SOLE	00
D	GENERAL MILLS INC	COMMON	370334104	1196	30321	SH	OTHER	00
D	GENERAL MILLS INC	COMMON	370334104	9799	248387	SH	SOLE	00
D	GENERAL MILLS INC	COMMON	370334104	581	14720	SH	DEFINED	00
D	GENERAL MTRS CO	COMMON	37045V100	314	12228	SH	DEFINED	00
D	GENUINE PARTS CO	COMMON	372460105	967	15406	SH	OTHER	00
D	GENUINE PARTS CO	COMMON	372460105	18000	286854	SH	SOLE	00
D	GENUINE PARTS CO	COMMON	372460105	224	3568	SH	DEFINED	00
D	GILEAD SCIENCES INC	COMMON	375558103	12402	253820	SH	SOLE	00
D	GILEAD SCIENCES INC	COMMON	375558103	510	10429	SH	OTHER	00
D	GILEAD SCIENCES INC	COMMON	375558103	390	7985	SH	DEFINED	00
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	199	4420	SH	OTHER	00
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	130	2904	SH	SOLE	00
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	591	13155	SH	DEFINED	00
D	GOLDMAN SACHS GP PFD	PREFERRED STOCK	38145X111	325	12850	SH	DEFINED	00
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	70	560	SH	OTHER	00
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	497	3995	SH	SOLE	00
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	545	4385	SH	DEFINED	00
D	GOOGLE INC	COMMON	38259P508	766	1194	SH	OTHER	00
D	GOOGLE INC	COMMON	38259P508	10458	16309	SH	SOLE	00
D	GOOGLE INC	COMMON	38259P508	455	710	SH	DEFINED	00
D	GREEN MTN COFFEE ROASTERS I	COMMON	393122106	256	5475	SH	SOLE	00
D	HALLIBURTON CO	COMMON	406216101	137	4135	SH	SOLE	00
D	HALLIBURTON CO	COMMON	406216101	139	4200	SH	OTHER	00
D	HALLIBURTON CO	COMMON	406216101	1041	31350	SH	DEFINED	00
D	HARRIS CORP DEL	COMMON	413875105	61	1359	SH	OTHER	00
D	HARRIS CORP DEL	COMMON	413875105	916	20323	SH	SOLE	00
D	HCP INC	COMMON	40414L109	20	495	SH	OTHER	00
D	HCP INC	COMMON	40414L109	288	7309	SH	SOLE	00
D	HCP INC	COMMON	40414L109	295	7475	SH	DEFINED	00
D	HEALTH CARE REIT INC	COMMON	42217K106	19	350	SH	OTHER	00
D	HEALTH CARE REIT INC	COMMON	42217K106	321	5847	SH	SOLE	00
D	HEINZ (H.J.) CO	COMMON	423074103	289	5399	SH	OTHER	00
D	HEINZ (H.J.) CO	COMMON	423074103	683	12752	SH	SOLE	00
D	HEINZ (H.J.) CO	COMMON	423074103	603	11255	SH	DEFINED	00
D	HEWLETT PACKARD CO	COMMON	428236103	2114	88721	SH	SOLE	00
D	HEWLETT PACKARD CO	COMMON	428236103	458	19210	SH	OTHER	00
D	HEWLETT PACKARD CO	COMMON	428236103	488	20488	SH	DEFINED	00
D	HOME DEPOT INC	COMMON	437076102	1600	31797	SH	OTHER	00

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D	HOME DEPOT INC	COMMON	437076102	22316	443561	SH	SOLE	00
D	HOME DEPOT INC	COMMON	437076102	1258	25002	SH	DEFINED	00
D	HONEYWELL INTL INC	COMMON	438516106	385	6301	SH	OTHER	00
D	HONEYWELL INTL INC	COMMON	438516106	1597	26166	SH	SOLE	00
D	HONEYWELL INTL INC	COMMON	438516106	1245	20392	SH	DEFINED	00
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	17	384	SH	OTHER	00
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	244	5489	SH	SOLE	00
D	HUABAO INTL HLDGS LTD	SPONSORED ADR	G4639H122	24	30000	SH	OTHER	00
D	HUBBELL INC CLASS A	COMMON	443510102	205	2708	SH	SOLE	00
D	HUBBELL INC CLASS B	COMMON	443510201	31	400	SH	SOLE	00
D	HUBBELL INC CLASS B	COMMON	443510201	275	3500	SH	OTHER	00
D	HUBBELL INC CLASS B	COMMON	443510201	383	4874	SH	DEFINED	00
D	HUNT J B TRANS SVCS INC	COMMON	445658107	11	200	SH	OTHER	00
D	HUNT J B TRANS SVCS INC	COMMON	445658107	222	4075	SH	SOLE	00
D	HYFLUX LTD	SPONSORED ADR	Y3817K105	34	28000	SH	OTHER	00
D	IDEXX LABS INC	COMMON	45168D104	297	3400	SH	SOLE	00
D	IDEXX LABS INC	COMMON	45168D104	105	1199	SH	OTHER	00
D	ILLINOIS TOOL WKS INC	COMMON	452308109	184	3225	SH	OTHER	00
D	ILLINOIS TOOL WKS INC	COMMON	452308109	998	17473	SH	SOLE	00
D	ILLINOIS TOOL WKS INC	COMMON	452308109	297	5200	SH	SOLE	00
D	INTEL CORP	COMMON	458140100	1842	65511	SH	OTHER	00
D	INTEL CORP	COMMON	458140100	24715	879066	SH	SOLE	00
D	INTEL CORP	COMMON	458140100	1525	54254	SH	DEFINED	00
D	INTEL CORP	COMMON	458140100	283	10075	SH	SOLE	00
D	INTL BUSINESS MACHS	COMMON	459200101	4703	22542	SH	OTHER	00
D	INTL BUSINESS MACHS	COMMON	459200101	19340	92690	SH	SOLE	00
D	INTL BUSINESS MACHS	COMMON	459200101	3292	15778	SH	DEFINED	00
D	INTL BUSINESS MACHS	COMMON	459200101	3165	15171	SH	SOLE	00
D	INTUITIVE SURGICAL INC	COMMON	46120E602	16	29	SH	OTHER	00
D	INTUITIVE SURGICAL INC	COMMON	46120E602	244	450	SH	SOLE	00
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	2362	22476	SH	DEFINED	00
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	1673	15916	SH	SOLE	00
D	ISHARES BARCLAYS 3-7 YR	OTHER	464288661	471	3886	SH	SOLE	00
D	ISHARES COMEX GOLD TR	OTHER	464285105	554	34070	SH	SOLE	00
D	ISHARES DJ SELECT DIVIDEND	OTHER	464287168	201	3600	SH	DEFINED	00
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	823	11700	SH	SOLE	00
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	381	5410	SH	DEFINED	00
D	ISHARES DJ US HEALTHCARE SE	OTHER	464287762	39	500	SH	OTHER	00
D	ISHARES DJ US HEALTHCARE SE	OTHER	464287762	248	3175	SH	SOLE	00
D	ISHARES INCMSCI PACIFIC EX	OTHER	464286665	265	6088	SH	DEFINED	00
D	ISHARES INTERMEDIATE GOV/CR	OTHER	464288612	381	3432	SH	DEFINED	00
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	589	6987	SH	DEFINED	00
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	218	2590	SH	SOLE	00
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	9355	79516	SH	DEFINED	00
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	938	7975	SH	SOLE	00
D	ISHARES NASDAQ BIOTECH INDE	OTHER	464287556	607	4925	SH	DEFINED	00
D	ISHARES RUSSELL 1000 GROWTH	OTHER	464287614	780	11810	SH	DEFINED	00
D	ISHARES RUSSELL 1000 INDEX	OTHER	464287622	718	9213	SH	DEFINED	00
D	ISHARES RUSSELL 2000 INDEX	OTHER	464287655	1019	12310	SH	DEFINED	00
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	1933	17461	SH	DEFINED	00
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	253	2281	SH	SOLE	00
D	ISHARES S & P GLOBAL ENERGY	OTHER	464287341	318	7987	SH	DEFINED	00
D	ISHARES S & P GLOBAL HEALTH	OTHER	464287325	502	8348	SH	DEFINED	00
D	ISHARES S&P 500 BARRA VALUE	OTHER	464287408	1275	19635	SH	DEFINED	00
D	ISHARES S&P 500 GROWTH INDE	OTHER	464287309	1477	19601	SH	DEFINED	00



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D	ISHARES S&P 500 INDEX	OTHER	464287200	1386	9815	SH	DEFINED	00
D	ISHARES TR	OTHER	464287689	678	8140	SH	SOLE	00
D	ISHARES TR	OTHER	464287689	454	5451	SH	OTHER	00
D	ISHARES TR DJ US OIL & GAS	OTHER	464288851	276	4196	SH	DEFINED	00
D	ISHARES TR MSCI EAFE INDEX	OTHER	464287465	678	12353	SH	DEFINED	00
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	297	6925	SH	DEFINED	00
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	256	5971	SH	SOLE	00
D	ISHARES TR S&P MIDCAP 400 G	OTHER	464287606	321	2855	SH	DEFINED	00
D	ISHARES TR S&P MIDCAP 400 I	OTHER	464287507	287	2894	SH	DEFINED	00
D	ISHARES VANGUARD SMALLCAP	COMMON	922908751	429	5455	SH	DEFINED	00
D	JACOBS ENGR GROUP INC	COMMON	469814107	67	1500	SH	OTHER	00
D	JACOBS ENGR GROUP INC	COMMON	469814107	158	3560	SH	SOLE	00
D	JOHNSON & JOHNSON	COMMON	478160104	3469	52588	SH	OTHER	00
D	JOHNSON & JOHNSON	COMMON	478160104	16309	247255	SH	SOLE	00
D	JOHNSON & JOHNSON	COMMON	478160104	4093	62046	SH	DEFINED	00
D	JOHNSON & JOHNSON	COMMON	478160104	2109	31980	SH	SOLE	00
D	JOHNSON CONTROLS INC	COMMON	478366107	274	8440	SH	SOLE	00
D	JOHNSON CONTROLS INC	COMMON	478366107	123	3795	SH	OTHER	00
D	JP MORGAN CHASE & CO	COMMON	46625H100	2728	59341	SH	OTHER	00
D	JP MORGAN CHASE & CO	COMMON	46625H100	17709	385154	SH	SOLE	00
D	JP MORGAN CHASE & CO	COMMON	46625H100	3441	74828	SH	DEFINED	00
D	JP MORGAN CHASE & CO	COMMON	46625H100	511	11119	SH	SOLE	00
D	JPMORGAN TR II	COMMON	4812C0357	513	43325	SH	DEFINED	00
D	KELLOGG CO	COMMON	487836108	130	2419	SH	OTHER	00
D	KELLOGG CO	COMMON	487836108	282	5263	SH	SOLE	00
D	KEYCORP	COMMON	493267108	2	292	SH	OTHER	00
D	KEYCORP	COMMON	493267108	115	13580	SH	SOLE	00
D	KIMBERLY CLARK CORP	COMMON	494368103	546	7384	SH	OTHER	00
D	KIMBERLY CLARK CORP	COMMON	494368103	4536	61382	SH	SOLE	00
D	KIMBERLY CLARK CORP	COMMON	494368103	507	6865	SH	DEFINED	00
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	278	3365	SH	OTHER	00
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	379	4585	SH	SOLE	00
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	443	5353	SH	DEFINED	00
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	235	3148	SH	OTHER	00
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	106	1418	SH	SOLE	00
D	KOHL'S CORP	COMMON	500255104	370	7400	SH	DEFINED	00
D	KRAFT FOODS INC	COMMON	50075N104	461	12127	SH	OTHER	00
D	KRAFT FOODS INC	COMMON	50075N104	995	26178	SH	SOLE	00
D	KRAFT FOODS INC	COMMON	50075N104	427	11231	SH	DEFINED	00
D	L-3 COMMUNICATIONS HLDGS IN	COMMON	502424104	209	2950	SH	DEFINED	00
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	374	4088	SH	SOLE	00
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	34	368	SH	OTHER	00
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	40	818	SH	SOLE	00
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	312	6400	SH	OTHER	00
D	LILLY ELI & CO	COMMON	532457108	184	4564	SH	OTHER	00
D	LILLY ELI & CO	COMMON	532457108	1697	42143	SH	SOLE	00
D	LILLY ELI & CO	COMMON	532457108	262	6504	SH	DEFINED	00
D	LINN ENERGY LLC	COMMON	536020100	776	20335	SH	OTHER	00
D	LINN ENERGY LLC	COMMON	536020100	1304	34191	SH	SOLE	00
D	LOCKHEED MARTIN CORP	COMMON	539830109	19	210	SH	OTHER	00
D	LOCKHEED MARTIN CORP	COMMON	539830109	222	2465	SH	SOLE	00
D	LOWES COMPANIES	COMMON	548661107	235	7475	SH	OTHER	00

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D	LOWES COMPANIES	COMMON	548661107	1072	34166	SH	SOLE	00
D	LOWES COMPANIES	COMMON	548661107	978	31168	SH	DEFINED	00
D	MACDERMID HOLDINGS LLC	COMMON	992161772	248	247851	SH	SOLE	00
D	MACDERMID HOLDINGS LLC PFD	PREFERRED STOCK	992161780	1684	1684	SH	SOLE	00
D	MARATHON OIL CORP	COMMON	565849106	761	24008	SH	DEFINED	00
D	MARATHON PETROLEUM CORP	COMMON	56585A102	471	10854	SH	DEFINED	00
D	MARKET VECTORS ETF TR	COMMON	57060U100	37	750	SH	OTHER	00
D	MARKET VECTORS ETF TR	COMMON	57060U100	398	8025	SH	SOLE	00
D	MARKET VECTORS ETF TR	COMMON	57060U100	468	9441	SH	DEFINED	00
D	MARSH & MCLENNAN COS INC	COMMON	571748102	43	1300	SH	OTHER	00
D	MARSH & MCLENNAN COS INC	COMMON	571748102	486	14814	SH	SOLE	00
D	MASTERCARD INC	COMMON	57636Q104	334	795	SH	DEFINED	00
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	122	3300	SH	OTHER	00
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	1140	30824	SH	SOLE	00
D	MATTEL INC	COMMON	577081102	348	10339	SH	SOLE	00
D	MCCORMICK & CO INC COM NON	COMMON	579780206	59	1085	SH	OTHER	00
D	MCCORMICK & CO INC COM NON	COMMON	579780206	618	11348	SH	SOLE	00
D	MCDONALDS CORP	COMMON	580135101	1687	17195	SH	OTHER	00
D	MCDONALDS CORP	COMMON	580135101	19961	203473	SH	SOLE	00
D	MCDONALDS CORP	COMMON	580135101	3096	31562	SH	DEFINED	00
D	MCDONALDS CORP	COMMON	580135101	437	4450	SH	SOLE	00
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	227	3235	SH	OTHER	00
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	404	5744	SH	SOLE	00
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	222	3156	SH	SOLE	00
D	MEDTRONIC INC	COMMON	585055106	233	5940	SH	OTHER	00
D	MEDTRONIC INC	COMMON	585055106	2913	74327	SH	SOLE	00
D	MEDTRONIC INC	COMMON	585055106	405	10325	SH	DEFINED	00
D	MEDTRONIC INC	COMMON	585055AM8	960	950000	PRN	DEFINED	00
D	MERCK & CO INC	COMMON	58933Y105	906	23597	SH	OTHER	00
D	MERCK & CO INC	COMMON	58933Y105	2689	70032	SH	SOLE	00
D	MERCK & CO INC	COMMON	58933Y105	622	16192	SH	DEFINED	00
D	METLIFE INC	COMMON	59156R108	248	6640	SH	OTHER	00
D	METLIFE INC	COMMON	59156R108	2385	63853	SH	SOLE	00
D	METLIFE INC 5.875	COMMON	59156R405	276	10900	SH	DEFINED	00
D	MFA FINANCIAL INC	COMMON	55272X102	30	4000	SH	OTHER	00
D	MFA FINANCIAL INC	COMMON	55272X102	45	6000	SH	SOLE	00
D	MICROSOFT CORP	COMMON	594918104	1725	53489	SH	OTHER	00
D	MICROSOFT CORP	COMMON	594918104	24274	752574	SH	SOLE	00
D	MICROSOFT CORP	COMMON	594918104	1657	51382	SH	DEFINED	00
D	MICROSOFT CORP	COMMON	594918104	831	25749	SH	SOLE	00
D	MIMEDX GROUP INC	COMMON	602496101	12	10000	SH	SOLE	00
D	MONSANTO CO	COMMON	61166W101	157	1971	SH	SOLE	00
D	MONSANTO CO	COMMON	61166W101	339	4244	SH	OTHER	00
D	MONSANTO CO	COMMON	61166W101	691	8669	SH	DEFINED	00
D	MONSANTO CO	COMMON	61166W101	350	4394	SH	SOLE	00
D	MORGAN STANLEY	COMMON	617446448	232	11820	SH	DEFINED	00
D	MOTOROLA SOLUTIONS INC	COMMON	620076307	287	5640	SH	OTHER	00
D	MOTOROLA SOLUTIONS INC	COMMON	620076307	9394	184817	SH	SOLE	00
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	86	1076	SH	OTHER	00
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	178	2242	SH	SOLE	00
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	449	5650	SH	DEFINED	00

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D	NAUGATUCK VY FINL CORP	COMMON	63906P107	141	19516	SH	SOLE	00
D	NESTLE S A	SPONSORED ADR	641069406	49	782	SH	OTHER	00
D	NESTLE S A	SPONSORED ADR	641069406	365	5815	SH	SOLE	00
D	NEXTERA ENERGY INC	COMMON	65339F101	853	13967	SH	OTHER	00
D	NEXTERA ENERGY INC	COMMON	65339F101	9804	160516	SH	SOLE	00
D	NEXTERA ENERGY INC	COMMON	65339F101	260	4263	SH	DEFINED	00
D	NIKE INC	COMMON	654106103	172	1590	SH	OTHER	00
D	NIKE INC	COMMON	654106103	279	2571	SH	SOLE	00
D	NIKE INC	COMMON	654106103	309	2850	SH	DEFINED	00
D	NOBLE CORPORATION BAAR	COMMON	H5833N103	12	320	SH	OTHER	00
D	NOBLE CORPORATION BAAR	COMMON	H5833N103	217	5800	SH	SOLE	00
D	NOKIA CORP	SPONSORED ADR	654902204	22	4054	SH	OTHER	00
D	NOKIA CORP	SPONSORED ADR	654902204	83	15090	SH	SOLE	00
D	NOKIA CORP	SPONSORED ADR	654902204	66	12101	SH	DEFINED	00
D	NORFOLK SOUTHERN CORP	COMMON	655844108	54	826	SH	SOLE	00
D	NORFOLK SOUTHERN CORP	COMMON	655844108	973	14782	SH	OTHER	00
D	NORFOLK SOUTHERN CORP	COMMON	655844108	1214	18439	SH	SOLE	00
D	NORWOOD RES LTD	SPONSORED ADR	669958100	0	31470	SH	SOLE	00
D	NOVARTIS AG	SPONSORED ADR	66987V109	311	5617	SH	OTHER	00
D	NOVARTIS AG	SPONSORED ADR	66987V109	2266	40904	SH	SOLE	00
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	643	6748	SH	OTHER	00
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	11858	124518	SH	SOLE	00
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	628	6590	SH	DEFINED	00
D	OMNICOM GROUP INC	COMMON	681919106	558	11011	SH	OTHER	00
D	OMNICOM GROUP INC	COMMON	681919106	10856	214325	SH	SOLE	00
D	OPPENHEIMER DEVELOPING MK	COMMON	683974109	1330	39507	SH	DEFINED	00
D	ORACLE CORP	COMMON	68389X105	657	22539	SH	OTHER	00
D	ORACLE CORP	COMMON	68389X105	11983	410929	SH	SOLE	00
D	ORACLE CORP	COMMON	68389X105	1419	48650	SH	DEFINED	00
D	ORACLE CORP	COMMON	68389X105	260	8930	SH	SOLE	00
D	PARKER HANNIFIN CORP	COMMON	701094104	433	5120	SH	DEFINED	00
D	PATTERSON COS INC	COMMON	703395103	20	600	SH	OTHER	00
D	PATTERSON COS INC	COMMON	703395103	330	9870	SH	SOLE	00
D	PAYCHEX INC	COMMON	704326107	78	2515	SH	OTHER	00
D	PAYCHEX INC	COMMON	704326107	176	5684	SH	SOLE	00
D	PEABODY ENERGY CORP	COMMON	704549104	552	19045	SH	DEFINED	00
D	PEOPLE'S UNITED FINANCIAL	COMMON	712704105	756	57122	SH	DEFINED	00
D	PEPSICO INC	COMMON	713448108	6929	104428	SH	SOLE	00
D	PEPSICO INC	COMMON	713448108	1294	19509	SH	OTHER	00
D	PEPSICO INC	COMMON	713448108	2456	37022	SH	DEFINED	00
D	PEPSICO INC	COMMON	713448108	357	5375	SH	SOLE	00
D	PFIZER INC	COMMON	717081103	1751	77320	SH	OTHER	00
D	PFIZER INC	COMMON	717081103	11720	517543	SH	SOLE	00
D	PFIZER INC	COMMON	717081103	1696	74897	SH	DEFINED	00
D	PFIZER INC	COMMON	717081103	913	40339	SH	SOLE	00
D	PHILIP MORRIS INTL INC	COMMON	718172109	2173	24523	SH	OTHER	00
D	PHILIP MORRIS INTL INC	COMMON	718172109	9693	109389	SH	SOLE	00
D	PHILIP MORRIS INTL INC	COMMON	718172109	603	6810	SH	DEFINED	00
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	162	3902	SH	OTHER	00
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	1288	31003	SH	SOLE	00
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	208	5000	SH	SOLE	00
D	POTASH CORP SASK INC	COMMON	73755L107	12	270	SH	OTHER	00
D	POTASH CORP SASK INC	COMMON	73755L107	204	4465	SH	SOLE	00
D	POWERSHARES DB BASE METALS	COMMON	73936B705	253	12575	SH	DEFINED	00
D	POWERSHARES QQQ (TM)	COMMON	73935A104	481	7124	SH	DEFINED	00

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D	POWERSHARES WATER RESOURCES	COMMON	73935X575	313	16300	SH	SOLE	00
D	PPG INDS INC	COMMON	693506107	115	1200	SH	OTHER	00
D	PPG INDS INC	COMMON	693506107	106	1102	SH	SOLE	00
D	PPG INDS INC	COMMON	693506107	266	2780	SH	DEFINED	00
D	PRAXAIR INC	COMMON	74005P104	482	4202	SH	OTHER	00
D	PRAXAIR INC	COMMON	74005P104	1877	16371	SH	SOLE	00
D	PRICE T ROWE GROUP INC	COMMON	74144T108	1030	15775	SH	SOLE	00
D	PRICE T ROWE GROUP INC	COMMON	74144T108	90	1377	SH	OTHER	00
D	PROCTER & GAMBLE CO	COMMON	742718109	9290	138222	SH	SOLE	00
D	PROCTER & GAMBLE CO	COMMON	742718109	3054	45440	SH	OTHER	00
D	PROCTER & GAMBLE CO	COMMON	742718109	1776	26425	SH	DEFINED	00
D	PROCTER & GAMBLE CO	COMMON	742718109	1641	24416	SH	SOLE	00
D	PROGRESS ENERGY INC	COMMON	743263105	190	3585	SH	OTHER	00
D	PROGRESS ENERGY INC	COMMON	743263105	2257	42502	SH	SOLE	00
D	PROVIDENT ENERGY LTD	SPONSORED ADR	74386V100	189	15747	SH	OTHER	00
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	445	7025	SH	OTHER	00
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	8714	137474	SH	SOLE	00
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	676	10669	SH	DEFINED	00
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	70	2282	SH	OTHER	00
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	147	4795	SH	SOLE	00
D	QUALCOMM INC	COMMON	747525103	47	695	SH	OTHER	00
D	QUALCOMM INC	COMMON	747525103	1104	16223	SH	SOLE	00
D	QUALCOMM INC	COMMON	747525103	713	10481	SH	DEFINED	00
D	RAYONIER INC	COMMON	754907103	223	5064	SH	DEFINED	00
D	RAYTHEON CO	COMMON	755111507	10	185	SH	SOLE	00
D	RAYTHEON CO	COMMON	755111507	198	3746	SH	OTHER	00
D	RIO TINTO PLC	SPONSORED ADR	767204100	124	2222	SH	OTHER	00
D	RIO TINTO PLC	SPONSORED ADR	767204100	237	4261	SH	SOLE	00
D	ROPER INDS INC	COMMON	776696106	14	146	SH	OTHER	00
D	ROPER INDS INC	COMMON	776696106	211	2124	SH	SOLE	00
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	518	7385	SH	OTHER	00
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	1767	25197	SH	SOLE	00
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	365	5200	SH	DEFINED	00
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	167	2364	SH	OTHER	00
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	316	4474	SH	SOLE	00
D	ROYCE VALUE TRUST INC	COMMON	780910105	453	32589	SH	DEFINED	00
D	RYDEX S&P MIDCAP 400 PURE G	COMMON	78355W601	375	4178	SH	DEFINED	00
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	1106	15811	SH	OTHER	00
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	4392	62801	SH	SOLE	00
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	1007	14400	SH	DEFINED	00
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	6715	191616	SH	SOLE	00
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	200	5718	SH	OTHER	00
D	SEMPRA ENERGY	COMMON	816851109	206	3435	SH	SOLE	00
D	SIGMA-ALDRICH CORP	COMMON	826552101	278	3800	SH	DEFINED	00
D	SIGMA-ALDRICH CORP	COMMON	826552101	871	11924	SH	SOLE	00
D	SIMON PPTY GROUP INC	COMMON	828806109	198	1358	SH	SOLE	00
D	SIMON PPTY GROUP INC	COMMON	828806109	296	2033	SH	OTHER	00
D	SOUTHERN CO	COMMON	842587107	914	20338	SH	OTHER	00
D	SOUTHERN CO	COMMON	842587107	2988	66514	SH	SOLE	00
D	SOUTHERN CO	COMMON	842587107	226	5025	SH	DEFINED	00
D	SPDR GOLD TRUST	OTHER	78463V107	365	2254	SH	DEFINED	00
D	SPDR GOLD TRUST	OTHER	78463V107	207	1275	SH	SOLE	00
D	SPDR S&P INTERNATIONAL DIVI	OTHER	78463X772	250	5008	SH	DEFINED	00
D	SPECTRA ENERGY CORP	COMMON	847560109	76	2417	SH	OTHER	00
D	SPECTRA ENERGY CORP	COMMON	847560109	1356	42993	SH	SOLE	00

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D	SPECTRA ENERGY CORP	COMMON	847560109	533	16885	SH	DEFINED	00
D	STANLEY BLACK & DECKER INC	COMMON	854502101	82	1063	SH	OTHER	00
D	STANLEY BLACK & DECKER INC	COMMON	854502101	1053	13680	SH	SOLE	00
D	STANLEY BLACK & DECKER INC	COMMON	854502101	551	7156	SH	DEFINED	00
D	STAPLES INC	COMMON	855030102	583	36018	SH	SOLE	00
D	STAPLES INC	COMMON	855030102	111	6885	SH	OTHER	00
D	STAPLES INC	COMMON	855030102	237	14650	SH	DEFINED	00
D	STARBUCKS CORP	COMMON	855244109	40	710	SH	OTHER	00
D	STARBUCKS CORP	COMMON	855244109	215	3851	SH	SOLE	00
D	STARBUCKS CORP	COMMON	855244109	310	5550	SH	DEFINED	00
D	STATE STREET CORP	COMMON	857477103	12587	276643	SH	SOLE	00
D	STATE STREET CORP	COMMON	857477103	473	10386	SH	OTHER	00
D	STATE STREET CORP	COMMON	857477103	870	19123	SH	DEFINED	00
D	STRYKER CORP	COMMON	863667101	3713	66920	SH	SOLE	00
D	STRYKER CORP	COMMON	863667101	286	5160	SH	OTHER	00
D	SUN LIFE FINANCIAL INC	COMMON	866796105	253	10685	SH	DEFINED	00
D	SUNCOR ENERGY INC	COMMON	867224107	38	1160	SH	OTHER	00
D	SUNCOR ENERGY INC	COMMON	867224107	730	22315	SH	SOLE	00
D	SYSCO CORP	COMMON	871829107	1574	52717	SH	SOLE	00
D	SYSCO CORP	COMMON	871829107	96	3203	SH	OTHER	00
D	SYSCO CORP	COMMON	871829107	967	32390	SH	DEFINED	00
D	SYSCO CORP	COMMON	871829107	228	7650	SH	SOLE	00
D	T ROWE PRICE TAX FREE INC	COMMON	779576107	163	15840	SH	DEFINED	00
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	401	70617	SH	DEFINED	00
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	123	21583	SH	SOLE	00
D	TANGER FACTORY OUTLET CTRS	COMMON	875465106	208	7000	SH	OTHER	00
D	TARGET CORP	COMMON	87612E106	633	10868	SH	OTHER	00
D	TARGET CORP	COMMON	87612E106	4103	70416	SH	SOLE	00
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	8	219	SH	OTHER	00
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	546	14865	SH	SOLE	00
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	493	16333	SH	SOLE	00
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	53	1755	SH	OTHER	00
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	384	12733	SH	DEFINED	00
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	393	8725	SH	OTHER	00
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	8378	185937	SH	SOLE	00
D	TEXAS INSTRUMENTS INC	COMMON	882508104	728	21660	SH	DEFINED	00
D	TEXTRON INC	COMMON	883203101	357	12830	SH	SOLE	00
D	THE HERSHEY COMPANY	COMMON	427866108	534	8700	SH	OTHER	00
D	THE HERSHEY COMPANY	COMMON	427866108	280	4566	SH	SOLE	00
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	7258	128736	SH	SOLE	00
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	271	4806	SH	OTHER	00
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	259	4600	SH	SOLE	00
D	TIDEWATER INC	COMMON	886423102	16	300	SH	OTHER	00
D	TIDEWATER INC	COMMON	886423102	3716	68790	SH	SOLE	00
D	TIME WARNER INC	COMMON	887317303	496	13148	SH	DEFINED	00
D	TJX COS INC	COMMON	872540109	477	12001	SH	OTHER	00
D	TJX COS INC	COMMON	872540109	13647	343655	SH	SOLE	00
D	TORONTO-DOMINION BANK	SPONSORED ADR	891160509	246	2900	SH	DEFINED	00
D	TORTOISE MLP FD INC	COMMON	89148B101	48	1888	SH	OTHER	00

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D	TORTOISE MLP FD INC	COMMON	89148B101	222	8649	SH	SOLE	00
D	TRANSOCEAN LTD	SPONSORED ADR	H8817H100	11	209	SH	OTHER	00
D	TRANSOCEAN LTD	SPONSORED ADR	H8817H100	190	3482	SH	SOLE	00
D	TRAVELERS COMPANIES INC	COMMON	89417E109	60	1018	SH	OTHER	00
D	TRAVELERS COMPANIES INC	COMMON	89417E109	514	8685	SH	SOLE	00
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	12	219	SH	OTHER	00
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	895	15939	SH	SOLE	00
D	TYHEE GOLD CORP	COMMON	902166107	5	50000	SH	SOLE	00
D	UNIGENE LABS INC	COMMON	904753100	8	17500	SH	DEFINED	00
D	UNILEVER N V	SPONSORED ADR	904784709	38	1105	SH	OTHER	00
D	UNILEVER N V	SPONSORED ADR	904784709	515	15121	SH	SOLE	00
D	UNION PAC CORP	COMMON	907818108	493	4584	SH	SOLE	00
D	UNION PAC CORP	COMMON	907818108	519	4825	SH	OTHER	00
D	UNION PAC CORP	COMMON	907818108	508	4731	SH	DEFINED	00
D	UNITED HEALTH GROUP INC	COMMON	91324P102	160	2721	SH	OTHER	00
D	UNITED HEALTH GROUP INC	COMMON	91324P102	5495	93232	SH	SOLE	00
D	UNITED HEALTH GROUP INC	COMMON	91324P102	219	3711	SH	DEFINED	00
D	UNITED PARCEL SERVICE INC	COMMON	911312106	957	11856	SH	OTHER	00
D	UNITED PARCEL SERVICE INC	COMMON	911312106	10987	136111	SH	SOLE	00
D	UNITED PARCEL SERVICE INC	COMMON	911312106	659	8167	SH	DEFINED	00
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	2258	27227	SH	OTHER	00
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	14639	176506	SH	SOLE	00
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	1318	15885	SH	DEFINED	00
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	651	7844	SH	SOLE	00
D	US BANCORP	COMMON	902973304	14598	460802	SH	SOLE	00
D	US BANCORP	COMMON	902973304	794	25065	SH	OTHER	00
D	V F CORP	COMMON	918204108	40	277	SH	OTHER	00
D	V F CORP	COMMON	918204108	1425	9763	SH	SOLE	00
D	VALE S A	SPONSORED ADR	91912E105	19	835	SH	OTHER	00
D	VALE S A	SPONSORED ADR	91912E105	230	9875	SH	SOLE	00
D	VANGUARD EMERGING MARKETS E	OTHER	922042858	939	21600	SH	SOLE	00
D	VANGUARD INFORMATION TECHNO	OTHER	92204A702	510	6877	SH	SOLE	00
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	1179	14565	SH	DEFINED	00
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	778	9617	SH	SOLE	00
D	VARIAN MED SYS INC	COMMON	92220P105	295	4274	SH	SOLE	00
D	VARIAN MED SYS INC	COMMON	92220P105	1304	18905	SH	OTHER	00
D	VERIZON COMMUNICATIONS	COMMON	92343V104	1921	50251	SH	OTHER	00
D	VERIZON COMMUNICATIONS	COMMON	92343V104	14004	366308	SH	SOLE	00
D	VERIZON COMMUNICATIONS	COMMON	92343V104	1838	48073	SH	DEFINED	00
D	VERIZON COMMUNICATIONS	COMMON	92343V104	357	9332	SH	SOLE	00
D	VISA INC	COMMON	92826C839	783	6635	SH	DEFINED	00
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	139	5027	SH	OTHER	00
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	628	22699	SH	SOLE	00
D	VORNADO RLTY L P PINES 7.87	COMMON	929043602	220	8000	SH	OTHER	00
D	WAL MART STORES INC	COMMON	931142103	852	13919	SH	OTHER	00
D	WAL MART STORES INC	COMMON	931142103	14588	238368	SH	SOLE	00
D	WAL MART STORES INC	COMMON	931142103	703	11486	SH	DEFINED	00
D	WALGREEN CO	COMMON	931422109	332	9920	SH	OTHER	00
D	WALGREEN CO	COMMON	931422109	993	29649	SH	SOLE	00
D	WALGREEN CO	COMMON	931422109	669	19980	SH	DEFINED	00
D	WALGREEN CO	COMMON	931422109	814	24300	SH	SOLE	00
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	10	670	SH	OTHER	00
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	172	11420	SH	SOLE	00
D	WEBSTER FINANCL CP WATERBUR	COMMON	947890109	342	15100	SH	DEFINED	00

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D	WELLS FARGO CO	COMMON	949746101	907	26568	SH	OTHER	00
D	WELLS FARGO CO	COMMON	949746101	14506	424900	SH	SOLE	00
D	WELLS FARGO CO	COMMON	949746101	840	24600	SH	SOLE	00
D	WESTERN UNION CO	COMMON	959802109	205	11630	SH	DEFINED	00
D	WHIRLPOOL CORP	COMMON	963320106	307	4000	SH	OTHER	00
D	WHIRLPOOL CORP	COMMON	963320106	76	986	SH	SOLE	00
D	WILLIAMS COS INC	COMMON	969457100	1630	52904	SH	DEFINED	00
D	WPX ENERGY INC	COMMON	98212B103	355	19694	SH	DEFINED	00
D	YUM BRANDS INC	COMMON	988498101	402	5650	SH	DEFINED	00
D	ZIMMER HOLDINGS INC	COMMON	98956P102	207	3220	SH	SOLE	00