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COMMUNITY BANK SYSTEM INC  
Form 13F-HR  
October 16, 2012

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 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: COMMUNITY BANK N.A.  
Address: 5790 Widewaters Parkway  
DeWitt, NY 13214-1883

Form 13F File Number: 028-11044

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: Patricia Lowe  
Title: Trust Operations AVP  
Oneonta Branch  
Phone: 607 433 4129  
Signature, Place, and Date of Signing:

Patricia A Lowe Oneonta, NY  
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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

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

List of Other Managers Reporting for this Manager: [If there are no entries in this list, omit this section.]

Form 13F File Number Name

\_\_\_\_\_ - [Repeat as necessary.]

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total:

Form 13F Information Table Value Total: 216,822 + 157,780,380

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 |
|-----|----------------------|------|
|-----|----------------------|------|

[Repeat as necessary.]

As Of Date : 9/30/2012

FORM 13F INFORMATION TABLE

| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | INVESTMENT DESC |         |
|-----------------------------|----------------|-----------|-----------------|-----------------|-----------------|---------|
|                             |                |           |                 |                 | SOLE            | SHARED  |
| INGERSOLL-RAND PLC          | SHS            | G47791101 | 59              | 1320 SH         |                 | DEFINED |
| SEAGATE TECHNOLOGY PLC      | SHS            | G7945M107 | 3               | 104 SH          |                 | SOLE    |
| TRANSOCEAN LTD              | REG SHS        | H8817H100 | 33              | 741 SH          |                 | SOLE    |
| ROYAL CARIBBEAN CRUISES LTD | COM            | V7780T103 | 3               | 100 SH          |                 | SOLE    |
| AGL RES INC                 | COM            | 1204106   | 8               | 200 SH          |                 | SOLE    |
| ALPS ETF TR                 | ALERIAN MLP    | 00162Q866 | 2432            | 146863 SH       |                 | SOLE    |
| ALPS ETF TR                 | ALERIAN MLP    | 00162Q866 | 203             | 12256 SH        |                 | DEFINED |
| AT&T INC                    | COM            | 00206R102 | 1196            | 31731 SH        |                 | SOLE    |
| AT&T INC                    | COM            | 00206R102 | 5               | 120 SH          |                 | DEFINED |
| ABBOTT LABS                 | COM            | 2824100   | 393             | 5729 SH         |                 | SOLE    |
| AIR PRODS & CHEMS INC       | COM            | 9158106   | 409             | 4950 SH         |                 | SOLE    |
| ALCOA INC                   | COM            | 13817101  | 31              | 3480 SH         |                 | SOLE    |

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|                              |                |           |       |           |         |
|------------------------------|----------------|-----------|-------|-----------|---------|
| ALLIANT ENERGY CORP          | COM            | 18802108  | 42    | 958 SH    | SOLE    |
| ALTRIA GROUP INC             | COM            | 02209S103 | 17    | 500 SH    | SOLE    |
| AMERICAN ELEC PWR INC        | COM            | 25537101  | 214   | 4866 SH   | SOLE    |
| AMERICAN ELEC PWR INC        | COM            | 25537101  | 45    | 1017 SH   | DEFINED |
| AMERICAN EXPRESS CO          | COM            | 25816109  | 14    | 250 SH    | SOLE    |
| AMGEN INC                    | COM            | 31162100  | 148   | 1750 SH   | SOLE    |
| ANALOG DEVICES INC           | COM            | 32654105  | 29    | 750 SH    | SOLE    |
| APACHE CORP                  | COM            | 37411105  | 38    | 440 SH    | SOLE    |
| APPLE INC                    | COM            | 37833100  | 8451  | 12669 SH  | SOLE    |
| APPLIED MATLS INC            | COM            | 38222105  | 22    | 2000 SH   | SOLE    |
| AQUA AMERICA INC             | COM            | 03836W103 | 25    | 1000 SH   | SOLE    |
| AUTOMATIC DATA PROCESSING IN | COM            | 53015103  | 631   | 10764 SH  | SOLE    |
| AUTOMATIC DATA PROCESSING IN | COM            | 53015103  | 44    | 746 SH    | DEFINED |
| BAKER HUGHES INC             | COM            | 57224107  | 70    | 1550 SH   | SOLE    |
| BANK OF AMERICA CORPORATION  | COM            | 60505104  | 60    | 6750 SH   | SOLE    |
| BANK OF NEW YORK MELLON CORP | COM            | 64058100  | 326   | 14413 SH  | SOLE    |
| BARCLAYS BANK PLC            | SP ADR 7.1%PF3 | 06739H776 | 367   | 14600 SH  | SOLE    |
| BARCLAYS BANK PLC            | SP ADR 7.1%PF3 | 06739H776 | 43    | 1700 SH   | DEFINED |
| BARRICK GOLD CORP            | COM            | 67901108  | 16    | 375 SH    | SOLE    |
| BAXTER INTL INC              | COM            | 71813109  | 199   | 3300 SH   | SOLE    |
| BECTON DICKINSON & CO        | COM            | 75887109  | 134   | 1700 SH   | SOLE    |
| BERKSHIRE HATHAWAY INC DEL   | CL B NEW       | 84670702  | 33    | 371 SH    | SOLE    |
| BEST BUY INC                 | COM            | 86516101  | 4     | 225 SH    | SOLE    |
| BLACKSTONE GROUP L P         | COM UNIT LTD   | 09253U108 | 8     | 561 SH    | SOLE    |
| BOEING CO                    | COM            | 97023105  | 230   | 3300 SH   | SOLE    |
| BRISTOL MYERS SQUIBB CO      | COM            | 110122108 | 532   | 15756 SH  | SOLE    |
| BRISTOL MYERS SQUIBB CO      | COM            | 110122108 | 41    | 1211 SH   | DEFINED |
| BUCKEYE PARTNERS L P         | UNIT LTD PARTN | 118230101 | 6     | 115 SH    | SOLE    |
| CIT GROUP INC                | COM NEW        | 125581801 | 8     | 204 SH    | SOLE    |
| CVS CAREMARK/CORP            | COM            | 126650100 | 242   | 5000 SH   | SOLE    |
| CATERPILLAR INC DEL          | COM            | 149123101 | 196   | 2283 SH   | SOLE    |
| CENTERPOINT ENERGY INC       | COM            | 15189T107 | 21    | 1000 SH   | SOLE    |
| CENTURYTEL INC               | COM            | 156700106 | 43    | 1059 SH   | SOLE    |
| CHEVRON CORP                 | COM            | 166764100 | 367   | 3145 SH   | SOLE    |
| CHEVRON CORP                 | COM            | 166764100 | 83    | 709 SH    | DEFINED |
| CHUBB CORP                   | COM            | 171232101 | 374   | 4900 SH   | SOLE    |
| CIENA CORP                   | COM NEW        | 171779309 | 19    | 1429 SH   | SOLE    |
| CISCO SYS INC                | COM            | 17275R102 | 230   | 12050 SH  | SOLE    |
| CITIZENS & NORTHN CORP       | COM            | 172922106 | 188   | 9597 SH   | SOLE    |
| CITIGROUP INC                | COM            | 172967424 | 11    | 340 SH    | SOLE    |
| COCA COLA CO                 | COM            | 191216100 | 727   | 19178 SH  | SOLE    |
| COCA COLA CO                 | COM            | 191216100 | 42    | 1107 SH   | DEFINED |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 330   | 3075 SH   | SOLE    |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 190   | 1768 SH   | DEFINED |
| COMCAST CORP                 | COM            | 20030N101 | 178   | 4969 SH   | SOLE    |
| COMMUNITY BK SYS INC         | COM            | 203607106 | 11475 | 407209 SH | SOLE    |
| COMMUNITY BK SYS INC         | COM            | 203607106 | 995   | 35320 SH  | DEFINED |
| CONOCOPHILLIPS               | COM            | 20825C104 | 187   | 3274 SH   | SOLE    |
| CONOCOPHILLIPS               | COM            | 20825C104 | 57    | 1000 SH   | DEFINED |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 177   | 2955 SH   | SOLE    |
| CONSTELLATION BRANDS INC     | CL A           | 21036P108 | 52    | 1600 SH   | SOLE    |
| CONSTELLATION BRANDS INC     | CL A           | 21036P108 | 92    | 2846 SH   | DEFINED |
| CORNING INC                  | COM            | 219350105 | 156   | 11870 SH  | SOLE    |
| CORNING INC                  | COM            | 219350105 | 3     | 240 SH    | DEFINED |
| COVANCE INC                  | COM            | 222816100 | 2     | 48 SH     | SOLE    |
| CUMMINS INC                  | COM            | 231021106 | 65    | 700 SH    | SOLE    |
| CURTISS WRIGHT CORP          | COM            | 231561101 | 26    | 800 SH    | SOLE    |
| DARDEN RESTAURANTS INC       | COM            | 237194105 | 72    | 1291 SH   | SOLE    |
| DARDEN RESTAURANTS INC       | COM            | 237194105 | 45    | 810 SH    | DEFINED |
| DEERE & CO                   | COM            | 244199105 | 20    | 239 SH    | SOLE    |
| DELL INC                     | COM            | 24702R101 | 7     | 750 SH    | SOLE    |
| DISNEY WALT CO               | COM DISNEY     | 254687106 | 418   | 7994 SH   | SOLE    |

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|                              |                |           |      |        |    |         |
|------------------------------|----------------|-----------|------|--------|----|---------|
| DOMINION RES INC VA NEW      | COM            | 25746U109 | 171  | 3238   | SH | SOLE    |
| DONNELLEY R R & SONS CO      | COM            | 257867101 | 1    | 100    | SH | SOLE    |
| DOW CHEM CO                  | COM            | 260543103 | 183  | 6324   | SH | SOLE    |
| DOW CHEM CO                  | COM            | 260543103 | 38   | 1304   | SH | DEFINED |
| DU PONT E I DE NEMOURS & CO  | COM            | 263534109 | 385  | 7664   | SH | SOLE    |
| DU PONT E I DE NEMOURS & CO  | COM            | 263534109 | 52   | 1038   | SH | DEFINED |
| DUKE ENERGY CORP NEW         | COM NEW        | 26441C204 | 202  | 3120   | SH | SOLE    |
| E M C CORP MASS              | COM            | 268648102 | 188  | 6909   | SH | SOLE    |
| ELMIRA SAVINGS BK ELMIRA N Y | COM            | 289660102 | 61   | 3083   | SH | SOLE    |
| EMERSON ELEC CO              | COM            | 291011104 | 572  | 11860  | SH | SOLE    |
| ENTERPRISE PRODS PARTNERS L  | COM            | 293792107 | 16   | 297    | SH | SOLE    |
| EXELON CORP                  | COM            | 30161N101 | 33   | 926    | SH | SOLE    |
| EXXON MOBIL CORP             | COM            | 30231G102 | 2597 | 28400  | SH | SOLE    |
| EXXON MOBIL CORP             | COM            | 30231G102 | 250  | 2730   | SH | DEFINED |
| FNB CORP PA                  | COM            | 302520101 | 39   | 3454   | SH | SOLE    |
| FIRSTENERGY CORP             | COM            | 337932107 | 76   | 1722   | SH | SOLE    |
| FIRSTENERGY CORP             | COM            | 337932107 | 39   | 895    | SH | DEFINED |
| FORD MTR CO DEL              | COM PAR \$0.01 | 345370860 | 49   | 5000   | SH | SOLE    |
| FORD MTR CO DEL              | COM PAR \$0.01 | 345370860 | 28   | 2805   | SH | DEFINED |
| FRONTIER COMMUNICATIONS CORP | COM            | 35906A108 | 1    | 192    | SH | SOLE    |
| GSV CAP CORP                 | COM            | 36191J101 | 3    | 300    | SH | SOLE    |
| GENERAL DYNAMICS CORP        | COM            | 369550108 | 13   | 200    | SH | SOLE    |
| GENERAL ELEC CO              | COM            | 369604103 | 4827 | 212663 | SH | SOLE    |
| GENERAL ELEC CO              | COM            | 369604103 | 85   | 3738   | SH | DEFINED |
| GENERAL MLS INC              | COM            | 370334104 | 171  | 4300   | SH | SOLE    |
| GENERAL MLS INC              | COM            | 370334104 | 76   | 1920   | SH | DEFINED |
| GENUINE PARTS CO             | COM            | 372460105 | 27   | 450    | SH | SOLE    |
| GILEAD SCIENCES INC          | COM            | 375558103 | 3    | 48     | SH | SOLE    |
| GLAXOSMITHKLINE PLC          | SPONSORED ADR  | 37733W105 | 168  | 3641   | SH | SOLE    |
| GLOBAL X FDS                 | GLB X URANIUM  | 37950E754 | 775  | 101275 | SH | SOLE    |
| GOLDMAN SACHS GROUP INC      | COM            | 38141G104 | 17   | 150    | SH | SOLE    |
| GOOGLE INC                   | CL A           | 38259P508 | 171  | 227    | SH | SOLE    |
| HCP INC                      | COM            | 40414L109 | 143  | 3210   | SH | SOLE    |
| HCP INC                      | COM            | 40414L109 | 44   | 985    | SH | DEFINED |
| HSBC HLDGS PLC               | ADR A 1/40PF A | 404280604 | 51   | 2000   | SH | SOLE    |
| HEINZ H J CO                 | COM            | 423074103 | 386  | 6904   | SH | SOLE    |
| HEINZ H J CO                 | COM            | 423074103 | 42   | 753    | SH | DEFINED |
| HEWLETT PACKARD CO           | COM            | 428236103 | 128  | 7507   | SH | SOLE    |
| HOME DEPOT INC               | COM            | 437076102 | 277  | 4583   | SH | SOLE    |
| HONEYWELL INTL INC           | COM            | 438516106 | 200  | 3345   | SH | SOLE    |
| ILLINOIS TOOL WKS INC        | COM            | 452308109 | 550  | 9250   | SH | SOLE    |
| INERGY L P                   | UNIT LTD PTNR  | 456615103 | 4    | 217    | SH | SOLE    |
| INTEL CORP                   | COM            | 458140100 | 590  | 26055  | SH | SOLE    |
| INTEL CORP                   | COM            | 458140100 | 36   | 1585   | SH | DEFINED |
| INTEGRYS ENERGY GROUP INC    | COM            | 45822P105 | 46   | 879    | SH | SOLE    |
| INTEGRYS ENERGY GROUP INC    | COM            | 45822P105 | 39   | 745    | SH | DEFINED |
| INTL BUSINESS MACH           | COM            | 459200101 | 1767 | 8517   | SH | SOLE    |
| INTL BUSINESS MACH           | COM            | 459200101 | 211  | 1019   | SH | DEFINED |
| INTERNATIONAL GAME TECHNOLOG | COM            | 459902102 | 20   | 1500   | SH | SOLE    |
| ISHARES SILVER TRUST         | ISHARES        | 46428Q109 | 25   | 750    | SH | SOLE    |
| ISHARES INC                  | MSCI AUSTRALIA | 464286103 | 254  | 10700  | SH | SOLE    |
| ISHARES INC                  | MSCI BRAZIL    | 464286400 | 255  | 4725   | SH | SOLE    |
| ISHARES INC                  | MSCI CDA INDEX | 464286509 | 2371 | 83246  | SH | SOLE    |
| ISHARES INC                  | MSCI CDA INDEX | 464286509 | 41   | 1450   | SH | DEFINED |
| ISHARES INC                  | MSCI EMU INDEX | 464286608 | 2520 | 83875  | SH | SOLE    |
| ISHARES INC                  | MSCI THAILAND  | 464286624 | 398  | 5250   | SH | SOLE    |
| ISHARES INC                  | MSCI PAC J IDX | 464286665 | 22   | 495    | SH | SOLE    |
| ISHARES INC                  | MSCI SINGAPORE | 464286673 | 259  | 19350  | SH | SOLE    |
| ISHARES INC                  | MSCI TURKEY FD | 464286715 | 620  | 11100  | SH | SOLE    |
| ISHARES INC                  | MSCI TAIWAN    | 464286731 | 219  | 16375  | SH | SOLE    |
| ISHARES INC                  | MSCI S KOREA   | 464286772 | 349  | 5900   | SH | SOLE    |
| ISHARES TR                   | DJ SEL DIV INX | 464287168 | 746  | 12932  | SH | SOLE    |

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|   |                   |           |       |        |    |         |
|---|-------------------|-----------|-------|--------|----|---------|
| I SHARES BARCLAYS TIPS BOND FUND          |                   | 464287176 | 137   | 1125   | SH | SOLE    |
| I SHARES BARCLAYS AGGRGT                  |                   | 464287226 | 2288  | 20350  | SH | SOLE    |
| I SHARES MSCI EMERGING MKTS INDEX FUND    |                   | 464287234 | 1253  | 30314  | SH | SOLE    |
| ISHARES TR                                | IBOXX INV CPBD    | 464287242 | 358   | 2944   | SH | SOLE    |
| ISHARES TR                                | IBOXX INV CPBD    | 464287242 | 215   | 1768   | SH | DEFINED |
| ISHARES TR                                | S&P GBLTELCM      | 464287275 | 21    | 350    | SH | SOLE    |
| ISHARES TR                                | S&P GBLHLTHCR     | 464287325 | 23    | 365    | SH | SOLE    |
| ISHARES TR                                | 1-3 YR TRS BD     | 464287457 | 305   | 3610   | SH | SOLE    |
| ISHARES TR                                | 1-3 YR TRS BD     | 464287457 | 29    | 343    | SH | DEFINED |
| I SHARES MSCI EAFE                        |                   | 464287465 | 13400 | 252824 | SH | SOLE    |
| I SHARES MSCI EAFE                        |                   | 464287465 | 49    | 920    | SH | DEFINED |
| I SHARES RUSSELL 1000 VALUE               |                   | 464287598 | 13356 | 185032 | SH | SOLE    |
| I SHARES RUSSELL 1000 VALUE               |                   | 464287598 | 261   | 3610   | SH | DEFINED |
| ISHARES TR RUSSELL 1000 GROWTH INDEX FUND |                   | 464287614 | 13566 | 203394 | SH | SOLE    |
| ISHARES TR RUSSELL 1000 GROWTH INDEX FUND |                   | 464287614 | 315   | 4717   | SH | DEFINED |
| ISHARES TR                                | RUSL 20 00 VALU   | 464287630 | 112   | 1515   | SH | SOLE    |
| ISHARES TR                                | S&P SML CAP 600   | 464287804 | 7139  | 92646  | SH | SOLE    |
| ISHARES TR                                | S&P SML CAP 600   | 464287804 | 233   | 3029   | SH | DEFINED |
| ISHARES TR                                | JPMORGA N USD     | 464288281 | 1213  | 10000  | SH | SOLE    |
| ISHARES TR                                | HIGH YL D CORP    | 464288513 | 3146  | 34085  | SH | SOLE    |
| ISHARES TR                                | MRTG PL S CAP IDX | 464288539 | 23    | 1525   | SH | SOLE    |
| ISHARES TR                                | BARCLYS MBS BD    | 464288588 | 33    | 300    | SH | SOLE    |
| ISHARES TR                                | BARCLYS 1-3YR CR  | 464288646 | 2942  | 27819  | SH | SOLE    |
| ISHARES TR                                | BARCLYS 1-3YR CR  | 464288646 | 26    | 246    | SH | DEFINED |
| ISHARES TR                                | US PFD STK IDX    | 464288687 | 3168  | 79468  | SH | SOLE    |
| ISHARES TR                                | US PFD STK IDX    | 464288687 | 11    | 270    | SH | DEFINED |
| ISHARES TR                                | S&P GL UTILITI    | 464288711 | 5     | 119    | SH | SOLE    |
| ISHARES TR                                | MSCI PE RU CAP    | 464289842 | 292   | 6600   | SH | SOLE    |
| ISHARES TR                                | HGH DIV EQT FD    | 46429B663 | 5026  | 82485  | SH | SOLE    |
| ISHARES TR                                | USA MIN VOL ID    | 46429B697 | 7845  | 263970 | SH | SOLE    |
| ISHARES TR                                | BRC 0-5 YR TIP    | 46429B747 | 2023  | 19625  | SH | SOLE    |
| JDS UNIPHASE CORP                         | COM PAR \$0.00    | 46612J507 | 31    | 2500   | SH | SOLE    |
| JP MORGAN CHASE & CO                      | COM               | 46625H100 | 354   | 8735   | SH | SOLE    |
| JP MORGAN CHASE & CO                      | COM               | 46625H100 | 19    | 473    | SH | DEFINED |
| JOHNSON & JOHNSON                         | COM               | 478160104 | 933   | 13541  | SH | SOLE    |
| JOHNSON & JOHNSON                         | COM               | 478160104 | 43    | 621    | SH | DEFINED |
| KELLOGG CO                                | COM               | 487836108 | 26    | 500    | SH | SOLE    |
| KEYCORP NEW                               | COM               | 493267108 | 46    | 5318   | SH | SOLE    |
| KIMBERLY CLARK CORP                       | COM               | 494368103 | 84    | 980    | SH | SOLE    |
| KINDER MORGAN INC DEL                     | COM               | 49456B101 | 4     | 105    | SH | SOLE    |
| KINDER MORGAN INC DEL                     | *W EXP 5/25/2017  | 49456B119 | 1     | 160    | SH | SOLE    |
| KRAFT FOODS INC                           | CL A              | 50075N104 | 341   | 8237   | SH | SOLE    |
| KRAFT FOODS INC                           | CL A              | 50075N104 | 61    | 1480   | SH | DEFINED |
| LILLY ELI & CO                            | COM               | 532457108 | 172   | 3630   | SH | SOLE    |
| LILLY ELI & CO                            | COM               | 532457108 | 47    | 984    | SH | DEFINED |
| LINCOLN NATL CORP IND                     | COM               | 534187109 | 99    | 4091   | SH | SOLE    |
| LOCKHEED MARTIN CORP                      | COM               | 539830109 | 89    | 950    | SH | SOLE    |
| LOWES COS INC                             | COM               | 548661107 | 139   | 4600   | SH | SOLE    |
| MACYS INC                                 | COM               | 55616P104 | 9     | 250    | SH | SOLE    |
| MARATHON OIL CORP                         |                   | 565849106 | 18    | 604    | SH | SOLE    |
| MARKET VECTORS ETF TR                     | GOLD MINER ETF    | 57060U100 | 1492  | 27800  | SH | SOLE    |
| MARKET VECTORS ETF TR                     | RUSSIA ETF        | 57060U506 | 196   | 6800   | SH | SOLE    |
| MARKET VECTORS ETF TR                     | AGRIBUS ETF       | 57060U605 | 5     | 100    | SH | SOLE    |
| MARKET VECTORS ETF TR                     | VIETNAM ETF       | 57060U761 | 229   | 14275  | SH | SOLE    |
| MCDONALDS CORP                            | COM               | 580135101 | 339   | 3692   | SH | SOLE    |
| MCDONALDS CORP                            | COM               | 580135101 | 40    | 435    | SH | DEFINED |
| MEDTRONIC INC                             | COM               | 585055106 | 321   | 7450   | SH | SOLE    |
| MERCK & CO INC NEW                        | COM               | 58933Y105 | 673   | 14935  | SH | SOLE    |
| MERCK & CO INC NEW                        | COM               | 58933Y105 | 56    | 1236   | SH | DEFINED |
| MICROSOFT CORP                            | COM               | 594918104 | 996   | 33478  | SH | SOLE    |
| MORGAN STANLEY                            | COM NEW           | 617446448 | 21    | 1250   | SH | SOLE    |
| MORGAN STANLEY INDIA INVS FD              | COM               | 61745C105 | 36    | 2050   | SH | SOLE    |

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|---|------------------|-----------|------|--------|----|---------|
| MYLAN LABS INC                            | COM              | 628530107 | 5    | 225    | SH | SOLE    |
| NATIONAL FUEL GAS CO N J                  | COM              | 636180101 | 4    | 80     | SH | SOLE    |
| NEENAH PAPER INC                          | COM              | 640079109 | 1    | 50     | SH | SOLE    |
| NEWMONT MINING CORP                       | COM              | 651639106 | 11   | 204    | SH | SOLE    |
| NEXTERA ENERGY INC                        | COM              | 65339F101 | 74   | 1050   | SH | SOLE    |
| NOKIA CORP                                | SPONSORED ADR    | 654902204 | 17   | 6750   | SH | SOLE    |
| NORFOLK SOUTHERN CORP                     | COM              | 655844108 | 78   | 1222   | SH | SOLE    |
| NORWOOD FINANCIAL CORP                    | COM              | 669549107 | 41   | 1365   | SH | SOLE    |
| NUCOR CORP                                | COM              | 670346105 | 114  | 2992   | SH | SOLE    |
| OGE ENERGY CORP                           | COM              | 670837103 | 33   | 600    | SH | DEFINED |
| OCCIDENTAL PETE CORP DEL                  | COM              | 674599105 | 18   | 209    | SH | SOLE    |
| OMNICOM GROUP INC                         | COM              | 681919106 | 23   | 450    | SH | SOLE    |
| ORACLE CORP                               | COM              | 68389X105 | 151  | 4817   | SH | SOLE    |
| PG&E CORP                                 | COM              | 69331C108 | 52   | 1229   | SH | SOLE    |
| PG&E CORP                                 | COM              | 69331C108 | 40   | 941    | SH | DEFINED |
| PPG INDS INC                              | COM              | 693506107 | 213  | 1857   | SH | SOLE    |
| PPL CORP                                  | COM              | 69351T106 | 261  | 8989   | SH | SOLE    |
| PAYCHEX INC                               | COM              | 704326107 | 4    | 135    | SH | SOLE    |
| PAYCHEX INC                               | COM              | 704326107 | 10   | 312    | SH | DEFINED |
| PEPSICO INC                               | COM              | 713448108 | 888  | 12549  | SH | SOLE    |
| PEPSICO INC                               | COM              | 713448108 | 43   | 602    | SH | DEFINED |
| PFIZER INC                                | COM              | 717081103 | 414  | 16677  | SH | SOLE    |
| PFIZER INC                                | COM              | 717081103 | 46   | 1837   | SH | DEFINED |
| PHILIP MORRIS INTL INC                    | COM              | 718172109 | 47   | 523    | SH | SOLE    |
| PHILLIPS 66                               | COM              | 718546104 | 62   | 1335   | SH | SOLE    |
| PHILLIPS 66                               | COM              | 718546104 | 13   | 273    | SH | DEFINED |
| PIMCO ETF TR                              | ENHAN SHRT MAT   | 72201R833 | 1825 | 17985  | SH | SOLE    |
| PIMCO ETF TR                              | ENHAN SHRT MAT   | 72201R833 | 400  | 3944   | SH | DEFINED |
| PINNACLE WEST CPTLCORP                    |                  | 723484101 | 257  | 4875   | SH | SOLE    |
| POWERSHARES DB CMDTY IDX TRA UNIT BEN INT |                  | 73935S105 | 3146 | 109696 | SH | SOLE    |
| POWERSHARES ETF TRUST                     | WATER RESOURCE   | 73935X575 | 1    | 50     | SH | SOLE    |
| POWERSHS DB MULTI SECT COMM               | DB ENERGY FUND   | 73936B101 | 4    | 125    | SH | SOLE    |
| POWERSHS DB US DOLLAR INDEX               | DOLL INDX BULL   | 73936D107 | 1221 | 55750  | SH | SOLE    |
| POWERSHARES ETF TRUST II                  | MENA FRNTR ETF   | 73936Q603 | 16   | 1500   | SH | SOLE    |
| POWERSHARES ETF TR II                     | BUILD AMER ETF   | 73937B407 | 47   | 1550   | SH | SOLE    |
| PROCTER & GAMBLE CO                       | COM              | 742718109 | 870  | 12545  | SH | SOLE    |
| PROCTER & GAMBLE CO                       | COM              | 742718109 | 44   | 636    | SH | DEFINED |
| PROGRESSIVE CORP OHIO                     | COM              | 743315103 | 31   | 1500   | SH | SOLE    |
| PROSHARES TR                              | PSHS ULTSH 20YRS | 74347R297 | 1013 | 65000  | SH | SOLE    |
| PROSHARES TR                              | PSHS ULSHT SP500 | 74347R883 | 818  | 60000  | SH | SOLE    |
| PRUDENTIAL FINL INC                       | COM              | 744320102 | 11   | 204    | SH | SOLE    |
| PUBLIC SVC ENTERPRISE GROUP               | COM              | 744573106 | 72   | 2222   | SH | SOLE    |
| PUBLIC SVC ENTERPRISE GROUP               | COM              | 744573106 | 42   | 1300   | SH | DEFINED |
| QUALCOMM INC                              | COM              | 747525103 | 309  | 4945   | SH | SOLE    |
| RAYTHEON CO                               | COM NEW          | 755111507 | 57   | 1000   | SH | SOLE    |
| RITE AID CORP                             | COM              | 767754104 | 6    | 5000   | SH | SOLE    |
| ROCKWELL COLLINS INC                      |                  | 774341101 | 212  | 3950   | SH | SOLE    |
| ROYAL DUTCH SHELL PLC                     | SPONS ADR A      | 780259206 | 377  | 5437   | SH | SOLE    |
| SPDR S&P 500 ETF TRUST                    |                  | 78462F103 | 3838 | 26658  | SH | SOLE    |
| SPDR S&P 500 ETF TRUST                    |                  | 78462F103 | 386  | 2678   | SH | DEFINED |
| SPDR GOLD TRUST                           | GOLD SHS         | 78463V107 | 44   | 257    | SH | SOLE    |
| SPDR INDEX SHS FDS                        | S&P INTL ETF     | 78463X772 | 58   | 1275   | SH | SOLE    |
| SPDR INDEX SHS FDS                        | MACQU GLBIN100   | 78463X855 | 2    | 50     | SH | SOLE    |
| SPDR SERIES TRUST                         | BRCLYS CAP CONV  | 78464A359 | 1722 | 43510  | SH | SOLE    |
| SPDR SERIES TRUST                         | LEHMAN YLD ETF   | 78464A417 | 3887 | 96700  | SH | SOLE    |
| SPDR SERIES TRUST                         | LEHMAN YLD ETF   | 78464A417 | 38   | 950    | SH | DEFINED |
| SPDR SERIES TRUST                         | BARC CAPTL ETF   | 78464A474 | 662  | 21475  | SH | SOLE    |
| SPDR SERIES TRUST                         | DB INT GVT ETF   | 78464A490 | 54   | 875    | SH | SOLE    |
| SPDR SERIES TRUST                         | S&P DIVID ETF    | 78464A763 | 29   | 500    | SH | SOLE    |

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|   |                           |       |        |    |         |
|---|---------------------------|-------|--------|----|---------|
| SPDR S&P MIDCAP 400 ETF TR UTSER1 S&PDCRP | 78467Y107                 | 3713  | 20638  | SH | SOLE    |
| SPDR S&P MIDCAP 400 ETF TR UTSER1 S&PDCRP | 78467Y107                 | 359   | 1994   | SH | DEFINED |
| SCHLUMBERGER LTD                          | 806857108                 | 684   | 9450   | SH | SOLE    |
| SELECT SECTOR SPDR TR SBI CONS STPLS      | 81369Y308                 | 30    | 850    | SH | SOLE    |
| SECTOR SPDR TR SBI INTENERGY              | 81369Y506                 | 1263  | 17200  | SH | SOLE    |
| SELECT SECTOR SPDR TR SBI INTTECH         | 81369Y803                 | 507   | 16450  | SH | SOLE    |
| SELECT SECTOR SPDR TR SBI INTUTILS        | 81369Y886                 | 1171  | 32175  | SH | SOLE    |
| SIGMA ALDRICH CORP                        | COM 826552101             | 225   | 3130   | SH | SOLE    |
| SOUTHERN CO                               | COM 842587107             | 404   | 8761   | SH | SOLE    |
| SPECTRA ENERGY CORP                       | COM 847560109             | 124   | 4221   | SH | SOLE    |
| SPECTRA ENERGY CORP                       | COM 847560109             | 40    | 1374   | SH | DEFINED |
| STAPLES INCORPORATED                      | 855030102                 | 14    | 1250   | SH | SOLE    |
| STARBUCKS CORP                            | COM 855244109             | 8     | 150    | SH | SOLE    |
| STATE STR CORP                            | COM 857477103             | 65    | 1550   | SH | SOLE    |
| STRYKER CORP                              | COM 863667101             | 6     | 110    | SH | SOLE    |
| SYMANTEC CORP                             | COM 871503108             | 44    | 2455   | SH | SOLE    |
| SYSCO CORP                                | COM 871829107             | 66    | 2125   | SH | SOLE    |
| TARGET CORP                               | COM 87612E106             | 241   | 3800   | SH | SOLE    |
| TENARIS S A                               | SPONSORED ADR 88031M109   | 41    | 1000   | SH | SOLE    |
| TEVA PHARMACEUTICAL INDS LTD              | ADR 881624209             | 10    | 237    | SH | SOLE    |
| TEXAS INSTRS INC                          | COM 882508104             | 142   | 5145   | SH | SOLE    |
| THERMO FISHER SCIENTIFIC INC              | COM 883556102             | 15    | 258    | SH | SOLE    |
| 3M CO                                     | COM 88579Y101             | 129   | 1400   | SH | SOLE    |
| 3M CO                                     | COM 88579Y101             | 37    | 400    | SH | DEFINED |
| TIME WARNER INC                           | COM NEW 887317303         | 19    | 418    | SH | SOLE    |
| TOMPKINS TRUST CO INC                     | COM 890110109             | 135   | 3341   | SH | SOLE    |
| TRANS1 INC                                | COM 89385X105             | 15    | 5775   | SH | SOLE    |
| TRAVELERS COMPANIES INC                   | COM 89417E109             | 14    | 208    | SH | SOLE    |
| TRUSTCO BK CORP N Y                       | COM 898349105             | 5     | 842    | SH | DEFINED |
| UIL HLDG CORP                             | COM 902748102             | 30    | 847    | SH | SOLE    |
| UNION PAC CORP                            | COM 907818108             | 475   | 4000   | SH | SOLE    |
| UNITED PARCEL SERVICE INC                 | CL B 911312106            | 90    | 1260   | SH | SOLE    |
| UNITED TECHNOLOGIES CORP                  | COM 913017109             | 261   | 3335   | SH | SOLE    |
| VALERO ENERGY CORP NEW                    | COM 91913Y100             | 13    | 421    | SH | SOLE    |
| VANGUARD SPECIALIZED PORTFOL              | DIV APP ETF 921908844     | 14233 | 238487 | SH | SOLE    |
| VANGUARD SPECIALIZED PORTFOL              | DIV APP ETF 921908844     | 413   | 6928   | SH | DEFINED |
| VANGUARD BD INDEX FD INC                  | TOTAL BND MRKT 921937835  | 2099  | 24647  | SH | SOLE    |
| VANGUARD BD INDEX FD INC                  | TOTAL BND MRKT 921937835  | 696   | 8168   | SH | DEFINED |
| VANGUARD HIGH DIVIDEND YIELD              | ETF 921946406             | 23    | 450    | SH | SOLE    |
| VANGUARD INTL EQUITY INDEX F              | FTSE SM CAP ETF 922042718 | 569   | 6510   | SH | SOLE    |
| VANGUARD MSCI EMERGING                    | MARKETS ETF 922042858     | 3656  | 87626  | SH | SOLE    |
| VANGUARD MSCI EMERGING                    | MARKETS ETF 922042858     | 100   | 2400   | SH | DEFINED |
| VANGUARD INDEX FDS                        | REIT ETF 922908553        | 1337  | 20575  | SH | SOLE    |
| VANGUARD INDEX FDS                        | MID CAP ETF 922908629     | 5080  | 62600  | SH | SOLE    |
| VERIZON COMMUNICATIONS                    | COM 92343V104             | 1100  | 24135  | SH | SOLE    |
| VERIZON COMMUNICATIONS                    | COM 92343V104             | 50    | 1090   | SH | DEFINED |
| VISA INC                                  | COM CL A 92826C839        | 104   | 775    | SH | SOLE    |
| VULCAN MATLS CO                           | COM 929160109             | 118   | 2500   | SH | SOLE    |
| WAL MART STORES INC                       | COM 931142103             | 900   | 12194  | SH | SOLE    |
| WAL MART STORES INC                       | COM 931142103             | 46    | 622    | SH | DEFINED |
| WALGREEN CO                               | COM 931422109             | 189   | 5200   | SH | SOLE    |
| WASTE MGMT INC DEL                        | COM 94106L109             | 10    | 300    | SH | SOLE    |
| WASTE MGMT INC DEL                        | COM 94106L109             | 15    | 475    | SH | DEFINED |
| WELLS FARGO & CO NEW                      | COM 949746101             | 182   | 5286   | SH | SOLE    |
| WESTERN ASSET MANAGED MUNI                | 95766M105                 | 41    | 2673   |    | SOLE    |
| WILLIAMS COS INC DEL                      | COM 969457100             | 31    | 874    | SH | SOLE    |
| WINDSTREAM CORP                           | COM 97381W104             | 9     | 845    | SH | SOLE    |
| WISCONSIN ENERGY CORP                     | COM 976657106             | 62    | 1650   | SH | SOLE    |
| WISDOMTREE EQUTT INCOME FUND              | 97717W208                 | 33    | 700    | SH | SOLE    |

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|                  |                |           |      |       |    |      |
|------------------|----------------|-----------|------|-------|----|------|
| WISDOMTREE TRUST | EMERG MKTS ETF | 97717W315 | 3636 | 67750 | SH | SOLE |
| WISDOMTREE TRUST | INTL MIDCAP DV | 97717W778 | 1600 | 34675 | SH | SOLE |
| WISDOMTREE TRUST | INTL DVTOP100  | 97717W786 | 64   | 1600  | SH | SOLE |
| WISDOMTREE TR    | EM LCL DEBT FD | 97717X867 | 2370 | 45300 | SH | SOLE |
| YUM BRANDS INC   |                | 988498101 | 48   | 720   | SH | SOLE |
| ZIMMER HLDGS INC | COM            | 98956P102 | 126  | 1868  | SH | SOLE |

|              |  |  |        |         |  |  |
|--------------|--|--|--------|---------|--|--|
| GRAND TOTALS |  |  | 216822 | 4571401 |  |  |
|--------------|--|--|--------|---------|--|--|

|                                |        |           |          |         |  |         |
|--------------------------------|--------|-----------|----------|---------|--|---------|
| AT&T Inc                       | Equity | 00206R102 | 3381464  | 89694   |  | Sole    |
| AT&T Inc                       | Equity | 00206R102 | 998258   | 26479   |  | Defined |
| Abbott Laboratories            | Equity | 2824100   | 2507239  | 36570   |  | Sole    |
| Abbott Laboratories            | Equity | 2824100   | 390792   | 5700    |  | Defined |
| Amgen Inc                      | Equity | 31162100  | 151722   | 1800    |  | Sole    |
| Amgen Inc                      | Equity | 31162100  | 92719    | 1100    |  | Defined |
| Apache Corp                    | Equity | 37411105  | 239954   | 2775    |  | Sole    |
| Astoria Financial Corp         | Equity | 46265104  | 72124    | 7300    |  | Sole    |
| Astoria Financial Corp         | Equity | 46265104  | 35568    | 3600    |  | Defined |
| Automatic Data Processing Inc  | Equity | 53015103  | 1828901  | 31178   |  | Sole    |
| Automatic Data Processing Inc  | Equity | 53015103  | 346094   | 5900    |  | Defined |
| BB&T Corp                      | Equity | 54937107  | 207250   | 6250    |  | Sole    |
| BB&T Corp                      | Equity | 54937107  | 33160    | 1000    |  | Defined |
| Becton, Dickinson & Co         | Equity | 75887109  | 212112   | 2700    |  | Sole    |
| Becton, Dickinson & Co         | Equity | 75887109  | 157120   | 2000    |  | Defined |
| Bemis Co Inc                   | Equity | 81437105  | 855197   | 27175   |  | Sole    |
| Bemis Co Inc                   | Equity | 81437105  | 234452   | 7450    |  | Defined |
| BHP Billiton Ltd Sponsored ADR | Equity | 88606108  | 624351   | 9100    |  | Sole    |
| BHP Billiton Ltd Sponsored ADR | Equity | 88606108  | 133790   | 1950    |  | Defined |
| Bristol Myers Squibb Co        | Equity | 110122108 | 375401   | 11123   |  | Sole    |
| Bristol Myers Squibb Co        | Equity | 110122108 | 381375   | 11300   |  | Defined |
| Caterpillar Inc                | Equity | 149123101 | 137664   | 1600    |  | Sole    |
| Caterpillar Inc                | Equity | 149123101 | 129060   | 1500    |  | Defined |
| Chevron Corp                   | Equity | 166764100 | 2570148  | 22050   |  | Sole    |
| Chevron Corp                   | Equity | 166764100 | 734328   | 6300    |  | Defined |
| Chubb Corp                     | Equity | 171232101 | 175444   | 2300    |  | Sole    |
| Chubb Corp                     | Equity | 171232101 | 122048   | 1600    |  | Defined |
| Cisco Systems Inc              | Equity | 17275R102 | 818507   | 42865   |  | Sole    |
| Cisco Systems Inc              | Equity | 17275R102 | 187131   | 9800    |  | Defined |
| Coca Cola Co                   | Equity | 191216100 | 2376997  | 62668   |  | Sole    |
| Coca Cola Co                   | Equity | 191216100 | 716877   | 18900   |  | Defined |
| Colgate Palmolive Co           | Equity | 194162103 | 257542   | 2402    |  | Sole    |
| Colgate Palmolive Co           | Equity | 194162103 | 300216   | 2800    |  | Defined |
| Community Bank System Inc      | Equity | 203607106 | 1334317  | 47333   |  | Sole    |
| Community Bank System Inc      | Equity | 203607106 | 35282773 | 1251606 |  | Defined |
| ConocoPhillips Co              | Equity | 20825C104 | 1034386  | 18090   |  | Sole    |
| ConocoPhillips Co              | Equity | 20825C104 | 305913   | 5350    |  | Defined |
| Devon Energy Corp New          | Equity | 25179M103 | 187550   | 3100    |  | Sole    |
| Devon Energy Corp New          | Equity | 25179M103 | 90750    | 1500    |  | Defined |
| Disney (Walt) Co               | Equity | 254687106 | 310125   | 5932    |  | Sole    |
| Disney (Walt) Co               | Equity | 254687106 | 20912    | 400     |  | Defined |
| Dominion Resources New         | Equity | 25746U109 | 1712080  | 32340   |  | Sole    |
| Dominion Resources New         | Equity | 25746U109 | 719984   | 13600   |  | Defined |
| Dow Chemical Co                | Equity | 260543103 | 715912   | 24725   |  | Sole    |
| Dow Chemical Co                | Equity | 260543103 | 83246    | 2875    |  | Defined |
| EOG Resources Inc              | Equity | 26875P101 | 263318   | 2350    |  | Sole    |
| EOG Resources Inc              | Equity | 26875P101 | 28013    | 250     |  | Defined |
| Emerson Elec Co                | Equity | 291011104 | 567414   | 11755   |  | Sole    |



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| Emerson Elec Co               | Equity | 291011104 | 84473    | 1750   | Defined |
| Exelon Corp                   | Equity | 30161N101 | 1316424  | 36999  | Sole    |
| Exelon Corp                   | Equity | 30161N101 | 346905   | 9750   | Defined |
| Exxon Mobil Corp              | Equity | 30231G102 | 5080688  | 55557  | Sole    |
| Exxon Mobil Corp              | Equity | 30231G102 | 1276642  | 13960  | Defined |
| Fastenal Co                   | Equity | 311900104 | 275136   | 6400   | Sole    |
| Fastenal Co                   | Equity | 311900104 | 128970   | 3000   | Defined |
| General Electric Co           | Equity | 369604103 | 2353642  | 103639 | Sole    |
| General Electric Co           | Equity | 369604103 | 874335   | 38500  | Defined |
| General Mills Inc             | Equity | 370334104 | 987403   | 24778  | Sole    |
| General Mills Inc             | Equity | 370334104 | 298875   | 7500   | Defined |
| Illinois Tool Works Inc       | Equity | 452308109 | 1128443  | 18975  | Sole    |
| Illinois Tool Works Inc       | Equity | 452308109 | 301810   | 5075   | Defined |
| Intel Corp                    | Equity | 458140100 | 1235830  | 54550  | Sole    |
| Intel Corp                    | Equity | 458140100 | 289984   | 12800  | Defined |
| Intl Business Machines Corp   | Equity | 459200101 | 4591283  | 22132  | Sole    |
| Intl Business Machines Corp   | Equity | 459200101 | 18703485 | 90159  | Defined |
| Intl Flavors & Fragrances Inc | Equity | 459506101 | 214488   | 3600   | Sole    |
| JP Morgan Chase & Co          | Equity | 46625H100 | 1056528  | 26100  | Sole    |
| JP Morgan Chase & Co          | Equity | 46625H100 | 161920   | 4000   | Defined |
| Johnson & Johnson             | Equity | 478160104 | 3240631  | 47027  | Sole    |
| Johnson & Johnson             | Equity | 478160104 | 998506   | 14490  | Defined |
| Johnson Controls Inc          | Equity | 478366107 | 282220   | 10300  | Sole    |
| Johnson Controls Inc          | Equity | 478366107 | 27400    | 1000   | Defined |
| Kimberly Clark Corp           | Equity | 494368103 | 1070106  | 12475  | Sole    |
| Kimberly Clark Corp           | Equity | 494368103 | 403166   | 4700   | Defined |
| Lilly Eli & Co                | Equity | 532457108 | 539289   | 11375  | Sole    |
| Lilly Eli & Co                | Equity | 532457108 | 78227    | 1650   | Defined |
| M & T Bank Corp               | Equity | 55261F104 | 72893    | 766    | Sole    |
| M & T Bank Corp               | Equity | 55261F104 | 951600   | 10000  | Defined |
| McDonalds Corp                | Equity | 580135101 | 184968   | 2016   | Sole    |
| McDonalds Corp                | Equity | 580135101 | 412875   | 4500   | Defined |
| McKesson Corp                 | Equity | 58155Q103 | 107538   | 1250   | Sole    |
| McKesson Corp                 | Equity | 58155Q103 | 197869   | 2300   | Defined |
| Merchants Bancshares Inc      | Equity | 588448100 | 140363   | 4750   | Sole    |
| Merchants Bancshares Inc      | Equity | 588448100 | 88650    | 3000   | Defined |
| Merck & Co Inc New            | Equity | 58933Y105 | 1524527  | 33807  | Sole    |
| Merck & Co Inc New            | Equity | 58933Y105 | 428493   | 9502   | Defined |
| Microsoft Corp                | Equity | 594918104 | 820989   | 27587  | Sole    |
| Microsoft Corp                | Equity | 594918104 | 234360   | 7875   | Defined |
| Monsanto Co                   | Equity | 61166W101 | 527916   | 5800   | Sole    |
| Monsanto Co                   | Equity | 61166W101 | 82100    | 902    | Defined |
| NBT Bancorp Inc               | Equity | 628778102 | 117081   | 5305   | Sole    |
| NBT Bancorp Inc               | Equity | 628778102 | 284835   | 12906  | Defined |
| Nextera Energy Inc            | Equity | 65339F101 | 889604   | 12649  | Sole    |
| Nextera Energy Inc            | Equity | 65339F101 | 351650   | 5000   | Defined |
| Norfolk Southern Corp         | Equity | 655844108 | 623574   | 9800   | Sole    |
| Norfolk Southern Corp         | Equity | 655844108 | 73175    | 1150   | Defined |
| Novartis Ag ADR               | Equity | 66987V109 | 1868430  | 30500  | Sole    |
| Novartis Ag ADR               | Equity | 66987V109 | 476297   | 7775   | Defined |
| Nucor Corp                    | Equity | 670346105 | 731723   | 19125  | Sole    |
| Nucor Corp                    | Equity | 670346105 | 122432   | 3200   | Defined |
| OGE Energy Corp               | Equity | 670837103 | 221840   | 4000   | Sole    |
| OGE Energy Corp               | Equity | 670837103 | 55460    | 1000   | Defined |
| Oracle Corp                   | Equity | 68389X105 | 184985   | 5880   | Sole    |
| Oracle Corp                   | Equity | 68389X105 | 31460    | 1000   | Defined |
| PepsiCo Inc                   | Equity | 713448108 | 2399103  | 33900  | Sole    |
| PepsiCo Inc                   | Equity | 713448108 | 645776   | 9125   | Defined |
| Pfizer Inc                    | Equity | 717081103 | 1569153  | 63145  | Sole    |
| Pfizer Inc                    | Equity | 717081103 | 166097   | 6684   | Defined |
| Phillips 66                   | Equity | 718546104 | 398550   | 8595   | Sole    |
| Phillips 66                   | Equity | 718546104 | 96218    | 2075   | Defined |

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|                              |        |              |         |       |         |
|------------------------------|--------|--------------|---------|-------|---------|
| Potash Corp Sask Inc         | Equity | 73755L107    | 817382  | 18825 | Sole    |
| Potash Corp Sask Inc         | Equity | 73755L107    | 193219  | 4450  | Defined |
| Procter & Gamble Co          | Equity | 742718109    | 3322899 | 47908 | Sole    |
| Procter & Gamble Co          | Equity | 742718109    | 856596  | 12350 | Defined |
| Public Service Enterprise    | Equity | 744573106    | 1149631 | 35725 | Sole    |
| Public Service Enterprise    | Equity | 744573106    | 453738  | 14100 | Defined |
| Sempra Energy Inc            | Equity | 816851109    | 1513258 | 23465 | Sole    |
| Sempra Energy Inc            | Equity | 816851109    | 272470  | 4225  | Defined |
| Stanley Black & Decker Inc   | Equity | 854502101    | 838750  | 11000 | Sole    |
| Stanley Black & Decker Inc   | Equity | 854502101    | 213500  | 2800  | Defined |
| Sysco Corp                   | Equity | 871829107    | 922465  | 29500 | Sole    |
| Sysco Corp                   | Equity | 871829107    | 340843  | 10900 | Defined |
| Target Corp                  | Equity | 8.7612E+110* | 355432  | 5600  | Sole    |
| Target Corp                  | Equity | 8.7612E+110  | 38082   | 600   | Defined |
| Texas Instruments Inc        | Equity | 882508104    | 323082  | 11725 | Sole    |
| Texas Instruments Inc        | Equity | 882508104    | 38577   | 1400  | Defined |
| 3M Company                   | Equity | 88579Y101    | 3377951 | 36550 | Sole    |
| 3M Company                   | Equity | 88579Y101    | 633077  | 6850  | Defined |
| United Parcel Svc Inc Cl B   | Equity | 911312106    | 1012716 | 14150 | Sole    |
| United Parcel Svc Inc Cl B   | Equity | 911312106    | 266598  | 3725  | Defined |
| United Technologies Corp     | Equity | 913017109    | 1691064 | 21600 | Sole    |
| United Technologies Corp     | Equity | 913017109    | 367963  | 4700  | Defined |
| United Health Group Inc      | Equity | 91324P102    | 648297  | 11700 | Sole    |
| United Health Group Inc      | Equity | 91324P102    | 55410   | 1000  | Defined |
| Vanguard Short-Term Bond ETF | Equity | 921937827    | 1710450 | 21000 | Sole    |
| Vanguard Short-Term Bond ETF | Equity | 921937827    | 321728  | 3950  | Defined |
| Verizon Communications Co    | Equity | 92343V104    | 2353554 | 51647 | Sole    |
| Verizon Communications Co    | Equity | 92343V104    | 657803  | 14435 | Defined |
| Wal-Mart Stores Inc          | Equity | 931142103    | 1583010 | 21450 | Sole    |
| Wal-Mart Stores Inc          | Equity | 931142103    | 439110  | 5950  | Defined |
| Walgreen Co                  | Equity | 931422109    | 214996  | 5900  | Sole    |
| Walgreen Co                  | Equity | 931422109    | 7288    | 200   | Defined |
| Wellpoint Inc                | Equity | 94973V107    | 273807  | 4720  | Sole    |
| Wellpoint Inc                | Equity | 94973V107    | 17403   | 300   | Defined |
| Wells Fargo & Co             | Equity | 949746101    | 565601  | 16380 | Sole    |
| Wells Fargo & Co             | Equity | 949746101    | 31077   | 900   | Defined |
| Noble Corp                   | Equity | H5833N103    | 758536  | 21200 | Sole    |
| Noble Corp                   | Equity | H5833N103    | 271928  | 7600  | Defined |

157,780,380