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People's United Financial, Inc.
Form 13F-HR
August 14, 2012

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

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE QUARTER ENDED: 06/30/2012

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: 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
08/14/2012

REPORT TYPE (CHECK ONLY ONE.):

- (X) 13F HOLDINGS REPORT
() 13F NOTICE
() 13F COMBINATION REPORT

FORM 13F SUMMARY PAGE

REPORT SUMMARY:

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NUMBER OF OTHER INCLUDED MANAGERS: 2

FORM 13F INFORMATION TABLE ENTRY TOTAL: 675

FORM 13F INFORMATION TABLE VALUE TOTAL: \$ 1,248,842

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 DSCRETN	O MA	
D	3M CO	COMMON	88579Y101	693	7733	SH	DEFINED		
D	3M CO	COMMON	88579Y101	2370	26447	SH	OTHER		
D	3M CO	COMMON	88579Y101	211	2350	SH	SOLE		
D	3M CO	COMMON	88579Y101	12746	142254	SH	SOLE		
D	ABBOTT LABS	COMMON	002824100	1711	26538	SH	DEFINED		
D	ABBOTT LABS	COMMON	002824100	1554	24097	SH	OTHER		
D	ABBOTT LABS	COMMON	002824100	14722	228348	SH	SOLE		
D	ABBOTT LABS	COMMON	002824100	1570	24355	SH	SOLE		
D	ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	506	8425	SH	DEFINED		
D	ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	556	9257	SH	SOLE		
D	ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	245	4077	SH	OTHER		
D	AETNA INC	COMMON	00817Y108	398	10269	SH	DEFINED		
D	AFLAC INC	COMMON	001055102	469	11005	SH	OTHER		
D	AFLAC INC	COMMON	001055102	541	12711	SH	SOLE		
D	AGILENT TECHNOLOGIES INC	COMMON	00846U101	362	9236	SH	DEFINED		
D	AIR PRODS & CHEMS INC	COMMON	009158106	216	2680	SH	DEFINED		
D	AIR PRODS & CHEMS INC	COMMON	009158106	145	1795	SH	OTHER		
D	AIR PRODS & CHEMS INC	COMMON	009158106	1232	15256	SH	SOLE		
D	ALCOA INC	COMMON	013817101	2	250	SH	OTHER		
D	ALCOA INC	COMMON	013817101	170	19376	SH	SOLE		
D	ALERIAN MLP ETF	COMMON	00162Q866	379	23728	SH	DEFINED		
D	ALLERGAN INC	COMMON	018490102	384	4145	SH	DEFINED		
D	ALLERGAN INC	COMMON	018490102	9880	106726	SH	SOLE		
D	ALLERGAN INC	COMMON	018490102	470	5082	SH	OTHER		
D	ALLIANCEBERNSTEIN INCOME	COMMON	01881E101	83	10000	SH	DEFINED		
D	ALTRIA GROUP INC	COMMON	02209S103	678	19615	SH	DEFINED		
D	ALTRIA GROUP INC	COMMON	02209S103	1018	29458	SH	OTHER		
D	ALTRIA GROUP INC	COMMON	02209S103	2484	71904	SH	SOLE		
D	AMERICAN EXPRESS CO	COMMON	025816109	624	10725	SH	DEFINED		
D	AMERICAN EXPRESS CO	COMMON	025816109	1288	22135	SH	SOLE		
D	AMERICAN EXPRESS CO	COMMON	025816109	696	11955	SH	OTHER		
D	AMETEK INC	COMMON	031100100	359	7200	SH	SOLE		
D	AMGEN INC	COMMON	031162100	886	12150	SH	DEFINED		
D	AMGEN INC	COMMON	031162AQ3	2590	2490000	PRN	DEFINED		
D	AMGEN INC	COMMON	031162100	2011	27582	SH	SOLE		

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D	AMGEN INC	COMMON	031162100	410	5618	SH	OTHER
D	ANALOG DEVICES INC	COMMON	032654105	76	2028	SH	OTHER
D	ANALOG DEVICES INC	COMMON	032654105	1038	27565	SH	SOLE
D	ANNALY CAP MGMT INC	COMMON	035710409	40	2400	SH	OTHER
D	ANNALY CAP MGMT INC	COMMON	035710409	141	8400	SH	SOLE
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	35	5000	SH	OTHER
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	42	6000	SH	SOLE
D	APACHE CORP	COMMON	037411105	215	2450	SH	DEFINED
D	APACHE CORP	COMMON	037411105	182	2068	SH	OTHER
D	APACHE CORP	COMMON	037411105	1970	22420	SH	SOLE
D	APACHE CORP	COMMON	037411105	620	7050	SH	SOLE
D	APPLE INC	COMMON	037833100	5761	9864	SH	DEFINED
D	APPLE INC	COMMON	037833100	2690	4606	SH	OTHER
D	APPLE INC	COMMON	037833100	30005	51379	SH	SOLE
D	APPLE INC	COMMON	037833100	873	1495	SH	SOLE
D	APPLIED MATLS INC	COMMON	038222105	51	4495	SH	SOLE
D	APPLIED MATLS INC	COMMON	038222105	68	5905	SH	OTHER
D	ARROW FINL CORP	COMMON	042744102	337	13960	SH	OTHER
D	ARROW FINL CORP	COMMON	042744102	370	15294	SH	SOLE
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	24	535	SH	OTHER
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	223	4994	SH	SOLE
D	AT&T INC	COMMON	00206R102	2957	82918	SH	DEFINED
D	AT&T INC	COMMON	00206R102	2723	76365	SH	OTHER
D	AT&T INC	COMMON	00206R102	318	8913	SH	SOLE
D	AT&T INC	COMMON	00206R102	20171	565638	SH	SOLE
D	AU OPTRONICS CORP	COMMON	002255107	68	16860	SH	SOLE
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	1126	20235	SH	DEFINED
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	3711	66678	SH	SOLE
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	966	17356	SH	OTHER
D	AVALONBAY CMNTYS INC	COMMON	053484101	260	1840	SH	SOLE
D	AVALONBAY CMNTYS INC	COMMON	053484101	436	3082	SH	OTHER
D	AVNET INC	COMMON	053807103	494	16000	SH	DEFINED
D	BAKER HUGHES INC	COMMON	057224107	59	1430	SH	OTHER
D	BAKER HUGHES INC	COMMON	057224107	154	3747	SH	SOLE
D	BANK OF AMERICA CORP	COMMON	060505104	249	30400	SH	DEFINED
D	BANK OF AMERICA CORP	COMMON	060505724	1204	47500	SH	DEFINED
D	BANK OF AMERICA CORP	COMMON	060505104	117	14320	SH	OTHER
D	BANK OF AMERICA CORP	COMMON	060505104	857	104734	SH	SOLE
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	558	25406	SH	DEFINED
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	266	12116	SH	OTHER
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	2547	116056	SH	SOLE
D	BARRICK GOLD CORP	COMMON	067901108	10	259	SH	OTHER
D	BARRICK GOLD CORP	COMMON	067901108	223	5923	SH	SOLE
D	BAXTER INTL INC	COMMON	071813109	1018	19150	SH	DEFINED
D	BB & T CORP	COMMON	054937107	25	799	SH	OTHER
D	BB & T CORP	COMMON	054937107	502	16271	SH	SOLE
D	BEAM INC	COMMON	073730103	23	370	SH	OTHER
D	BEAM INC	COMMON	073730103	366	5862	SH	SOLE
D	BECTON DICKINSON & CO	COMMON	075887109	770	10295	SH	DEFINED
D	BECTON DICKINSON & CO	COMMON	075887109	286	3829	SH	SOLE
D	BECTON DICKINSON & CO	COMMON	075887109	166	2215	SH	OTHER
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	5123	41	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	375	3	SH	OTHER
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	500	4	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	662	7944	SH	DEFINED
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	1609	19303	SH	SOLE

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D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	212	2550	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	615	7385	SH	OTHER
D	BEST BUY INC	COMMON	086516101	11	527	SH	OTHER
D	BEST BUY INC	COMMON	086516101	203	9683	SH	SOLE
D	BHP BILLITON LTD	SPONSORED ADR	088606108	283	4327	SH	DEFINED
D	BHP BILLITON LTD	SPONSORED ADR	088606108	158	2415	SH	OTHER
D	BHP BILLITON LTD	SPONSORED ADR	088606108	1927	29507	SH	SOLE
D	BIGLARI HLDGS INC	COMMON	08986R101	1446	3743	SH	SOLE
D	BOEING CO	COMMON	097023105	675	9086	SH	DEFINED
D	BOEING CO	COMMON	097023105	12051	162200	SH	SOLE
D	BOEING CO	COMMON	097023105	1162	15635	SH	OTHER
D	BOEING CO	COMMON	097023105	765	10300	SH	SOLE
D	BOMBARDIER INC	COMMON	097751200	54	13675	SH	SOLE
D	BOSWELL J G CO	COMMON	101205102	221	300	SH	SOLE
D	BP PLC	SPONSORED ADR	055622104	327	8074	SH	OTHER
D	BP PLC	SPONSORED ADR	055622104	909	22424	SH	SOLE
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	1158	32217	SH	DEFINED
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	1053	29288	SH	OTHER
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	2653	73798	SH	SOLE
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	541	15050	SH	SOLE
D	CANADIAN NATL RY CO	COMMON	136375102	23	277	SH	OTHER
D	CANADIAN NATL RY CO	COMMON	136375102	256	3036	SH	SOLE
D	CAPITAL ONE FINL CORP	COMMON	14040H105	387	7081	SH	OTHER
D	CAPITAL ONE FINL CORP	COMMON	14040H105	11601	212234	SH	SOLE
D	CATERPILLAR INC	COMMON	149123101	1030	12129	SH	DEFINED
D	CATERPILLAR INC	COMMON	149123101	2443	28772	SH	SOLE
D	CATERPILLAR INC	COMMON	149123101	1138	13406	SH	OTHER
D	CATERPILLAR INC	COMMON	149123101	412	4850	SH	SOLE
D	CENOVUS ENERGY INC	COMMON	15135U109	13	406	SH	OTHER
D	CENOVUS ENERGY INC	COMMON	15135U109	256	8043	SH	SOLE
D	CENTURYLINK INC	COMMON	156700106	243	6142	SH	OTHER
D	CENTURYLINK INC	COMMON	156700106	72	1834	SH	SOLE
D	CHEVRON CORP	COMMON	166764100	4507	42721	SH	DEFINED
D	CHEVRON CORP	COMMON	166764100	3935	37303	SH	OTHER
D	CHEVRON CORP	COMMON	166764100	26928	255244	SH	SOLE
D	CHEVRON CORP	COMMON	166764100	1658	15719	SH	SOLE
D	CHICAGO BRIDGE & IRON CO	COMMON	167250109	257	6760	SH	DEFINED
D	CHIMERA INVT CORP	COMMON	16934Q109	17	7000	SH	SOLE
D	CHIMERA INVT CORP	COMMON	16934Q109	26	11000	SH	OTHER
D	CHUBB CORP	COMMON	171232101	562	7720	SH	OTHER
D	CHUBB CORP	COMMON	171232101	12970	178110	SH	SOLE
D	CIGNA CORP	COMMON	125509109	327	7437	SH	DEFINED
D	CISCO SYS INC	COMMON	17275R102	1155	67253	SH	DEFINED
D	CISCO SYS INC	COMMON	17275R102	651	37905	SH	OTHER
D	CISCO SYS INC	COMMON	17275R102	6143	357779	SH	SOLE
D	CITIGROUP INC	COMMON	172967424	126	4599	SH	OTHER
D	CITIGROUP INC	COMMON	172967424	142	5191	SH	SOLE
D	CITRIX SYS INC	COMMON	177376100	59	700	SH	OTHER
D	CITRIX SYS INC	COMMON	177376100	306	3640	SH	SOLE
D	CLECO CORP	COMMON	12561W105	369	8819	SH	OTHER
D	CLECO CORP	COMMON	12561W105	167	3997	SH	SOLE
D	CLOROX CO	COMMON	189054109	134	1850	SH	OTHER
D	CLOROX CO	COMMON	189054109	136	1875	SH	SOLE
D	COACH INC	COMMON	189754104	64	1102	SH	OTHER
D	COACH INC	COMMON	189754104	1392	23804	SH	SOLE
D	COCA COLA CO	COMMON	191216100	1816	23220	SH	DEFINED

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D	COCA COLA CO	COMMON	191216100	8474	108373	SH	SOLE
D	COCA COLA CO	COMMON	191216100	1459	18660	SH	OTHER
D	COCA COLA CO	COMMON	191216100	524	6700	SH	SOLE
D	COGNIZANT TECHNOLOGY SOLUTI	COMMON	192446102	90	1500	SH	OTHER
D	COGNIZANT TECHNOLOGY SOLUTI	COMMON	192446102	138	2300	SH	SOLE
D	COLGATE PALMOLIVE CO	COMMON	194162103	845	8115	SH	DEFINED
D	COLGATE PALMOLIVE CO	COMMON	194162103	523	5025	SH	OTHER
D	COLGATE PALMOLIVE CO	COMMON	194162103	3940	37850	SH	SOLE
D	COLGATE PALMOLIVE CO	COMMON	194162103	1640	15750	SH	SOLE
D	COMCAST CORP	COMMON	20030N101	776	24287	SH	DEFINED
D	CON EDISON INC	COMMON	209115104	739	11882	SH	OTHER
D	CON EDISON INC	COMMON	209115104	3018	48530	SH	SOLE
D	CONOCOPHILLIPS	COMMON	20825C104	1410	25231	SH	DEFINED
D	CONOCOPHILLIPS	COMMON	20825C104	1013	18127	SH	OTHER
D	CONOCOPHILLIPS	COMMON	20825C104	16250	290809	SH	SOLE
D	CONOCOPHILLIPS	COMMON	20825C104	833	14900	SH	SOLE
D	CONSUMER DISC. SEL SECTOR S	OTHER	81369Y407	334	7637	SH	DEFINED
D	CONSUMER STAPLES SPDR FUND	OTHER	81369Y308	331	9506	SH	DEFINED
D	CONSUMER STAPLES SPDR FUND	OTHER	81369Y308	172	4958	SH	OTHER
D	CONSUMER STAPLES SPDR FUND	OTHER	81369Y308	6537	188019	SH	SOLE
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	9	125	SH	OTHER
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	435	6377	SH	SOLE
D	CORNING INC	COMMON	219350105	342	26475	SH	DEFINED
D	CORNING INC	COMMON	219350105	247	19095	SH	OTHER
D	CORNING INC	COMMON	219350105	1194	92335	SH	SOLE
D	CORPORATE PROPERTY ASSOCIAT	COMMON	22002Y107	194	18500	SH	SOLE
D	COSTCO WHSL CORP	COMMON	22160K105	251	2640	SH	DEFINED
D	COSTCO WHSL CORP	COMMON	22160K105	551	5796	SH	OTHER
D	COSTCO WHSL CORP	COMMON	22160K105	10193	107299	SH	SOLE
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	12	219	SH	OTHER
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	416	7773	SH	SOLE
D	CRYSTAL ROCK HOLDINGS INC	COMMON	22940F103	21	20000	SH	DEFINED
D	CSX CORP	COMMON	126408103	1025	45858	SH	DEFINED
D	CSX CORP	COMMON	126408103	9650	431572	SH	SOLE
D	CSX CORP	COMMON	126408103	1797	80365	SH	OTHER
D	CUMMINS INC	COMMON	231021106	58	600	SH	OTHER
D	CUMMINS INC	COMMON	231021106	200	2068	SH	SOLE
D	CVS CAREMARK CORP	COMMON	126650100	607	12998	SH	DEFINED
D	CVS CAREMARK CORP	COMMON	126650100	624	13343	SH	OTHER
D	CVS CAREMARK CORP	COMMON	126650100	14482	309905	SH	SOLE
D	CVS CAREMARK CORP	COMMON	126650100	456	9750	SH	SOLE
D	DANAHER CORP	COMMON	235851102	1470	28232	SH	SOLE
D	DANAHER CORP	COMMON	235851102	354	6800	SH	OTHER
D	DARDEN RESTAURANTS INC	COMMON	237194105	78	1550	SH	SOLE
D	DARDEN RESTAURANTS INC	COMMON	237194105	165	3250	SH	OTHER
D	DEERE & CO	COMMON	244199105	996	12315	SH	DEFINED
D	DEERE & CO	COMMON	244199105	612	7564	SH	OTHER
D	DEERE & CO	COMMON	244199105	255	3155	SH	SOLE
D	DEERE & CO	COMMON	244199105	14144	174894	SH	SOLE
D	DELL INC	COMMON	24702R101	248	19842	SH	OTHER
D	DELL INC	COMMON	24702R101	9671	773076	SH	SOLE
D	DEVON ENERGY CORP	COMMON	25179M103	33	576	SH	OTHER
D	DEVON ENERGY CORP	COMMON	25179M103	1193	20569	SH	SOLE

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D	DIAGEO PLC	SPONSORED ADR	25243Q205	129	1250	SH	OTHER
D	DIAGEO PLC	SPONSORED ADR	25243Q205	468	4541	SH	SOLE
D	DISCOVER FINL SVCS	COMMON	254709108	257	7425	SH	OTHER
D	DISCOVER FINL SVCS	COMMON	254709108	11268	325844	SH	SOLE
D	DISNEY (WALT) CO	COMMON	254687106	1214	25028	SH	DEFINED
D	DISNEY (WALT) CO	COMMON	254687106	193	3981	SH	OTHER
D	DISNEY (WALT) CO	COMMON	254687106	2180	44951	SH	SOLE
D	DOCUMENT SECURITYSYSTEMS	COMMON	25614T101	145	36000	SH	SOLE
D	DOMINION RES INC VA	COMMON	25746U109	447	8280	SH	OTHER
D	DOMINION RES INC VA	COMMON	25746U109	3307	61247	SH	SOLE
D	DOVER CORP	COMMON	260003108	7260	135426	SH	SOLE
D	DOVER CORP	COMMON	260003108	556	10378	SH	OTHER
D	DOW CHEM CO	COMMON	260543103	525	16670	SH	OTHER
D	DOW CHEM CO	COMMON	260543103	609	19331	SH	SOLE
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	1129	22322	SH	DEFINED
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	1736	34338	SH	OTHER
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	12009	237470	SH	SOLE
D	DUKE ENERGY CORP	COMMON	26441C105	138	5978	SH	OTHER
D	DUKE ENERGY CORP	COMMON	26441C105	162	7020	SH	SOLE
D	E M C CORP MASS	COMMON	268648102	857	33426	SH	DEFINED
D	E M C CORP MASS	COMMON	268648102	863	33685	SH	OTHER
D	E M C CORP MASS	COMMON	268648102	15608	608985	SH	SOLE
D	EASTMAN CHEMICAL CO	COMMON	277432100	259	5140	SH	DEFINED
D	EATON CORP	COMMON	278058102	24	600	SH	OTHER
D	EATON CORP	COMMON	278058102	670	16915	SH	SOLE
D	EBAY INC	COMMON	278642103	66	1575	SH	OTHER
D	EBAY INC	COMMON	278642103	325	7729	SH	SOLE
D	ECOLAB INC	COMMON	278865100	351	5123	SH	SOLE
D	ECOLAB INC	COMMON	278865100	108	1580	SH	OTHER
D	EDWARDS LIFESCIENCES CORP	COMMON	28176E108	364	3520	SH	DEFINED
D	ELAN CORP PLC	SPONSORED ADR	284131208	1210	82908	SH	DEFINED
D	EMERSON ELEC CO	COMMON	291011104	927	19905	SH	DEFINED
D	EMERSON ELEC CO	COMMON	291011104	3811	81807	SH	SOLE
D	EMERSON ELEC CO	COMMON	291011104	413	8874	SH	OTHER
D	ENBRIDGE ENERGY PARTNERS	COMMON	29250R106	260	8465	SH	DEFINED
D	ENCANA CORP	COMMON	292505104	26	1271	SH	OTHER
D	ENCANA CORP	COMMON	292505104	284	13618	SH	SOLE
D	ENERGY SELECT SECTOR SPDR	OTHER	81369Y506	46	700	SH	OTHER
D	ENERGY SELECT SECTOR SPDR	OTHER	81369Y506	1009	15196	SH	SOLE
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	258	5037	SH	OTHER
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	415	8095	SH	SOLE
D	EXELON CORP	COMMON	30161N101	3284	87286	SH	SOLE
D	EXELON CORP	COMMON	30161N101	328	8728	SH	OTHER
D	EXPRESS SCRIPTS HLDG CO	COMMON	30219G108	662	11864	SH	OTHER
D	EXPRESS SCRIPTS HLDG CO	COMMON	30219G108	11967	214345	SH	SOLE
D	EXXON MOBIL CORP	COMMON	30231G102	6733	78681	SH	DEFINED
D	EXXON MOBIL CORP	COMMON	30231G102	41374	483506	SH	SOLE
D	EXXON MOBIL CORP	COMMON	30231G102	9067	105959	SH	OTHER
D	EXXON MOBIL CORP	COMMON	30231G102	2025	23663	SH	SOLE
D	FEDERAL HOME LN MTG CORP	COMMON	313400624	23	10400	SH	DEFINED
D	FEDEX CORP	COMMON	31428X106	669	7300	SH	DEFINED
D	FEDEX CORP	COMMON	31428X106	15	160	SH	OTHER
D	FEDEX CORP	COMMON	31428X106	245	2679	SH	SOLE

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D	FEDEX CORP	COMMON	31428X106	213	2329	SH	SOLE
D	FINANCIAL SELECT SECTOR SPD	OTHER	81369Y605	813	55580	SH	DEFINED
D	FIRST NIAGARA FINL GP INC U	COMMON	33582V108	425	55550	SH	DEFINED
D	FIRST TRUST HEALTH CARE ALP	COMMON	33734X143	299	9675	SH	DEFINED
D	FIRSTENERGY CORP	COMMON	337932107	123	2500	SH	OTHER
D	FIRSTENERGY CORP	COMMON	337932107	553	11234	SH	SOLE
D	FISERV INC	COMMON	337738108	30	419	SH	OTHER
D	FISERV INC	COMMON	337738108	398	5511	SH	SOLE
D	FORD MTR CO DEL	COMMON	345370860	430	44804	SH	DEFINED
D	FORD MTR CO DEL	COMMON	345370860	97	10110	SH	SOLE
D	FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	694	20378	SH	DEFINED
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	18	4726	SH	OTHER
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	50	12976	SH	SOLE
D	GANNETT INC	COMMON	364730101	205	13900	SH	SOLE
D	GENERAL DYNAMICS CORP	COMMON	369550108	292	4430	SH	DEFINED
D	GENERAL DYNAMICS CORP	COMMON	369550108	635	9623	SH	SOLE
D	GENERAL DYNAMICS CORP	COMMON	369550108	134	2025	SH	OTHER
D	GENERAL ELEC CAP CORP	COMMON	369622519	74	2850	SH	OTHER
D	GENERAL ELEC CAP CORP	COMMON	369622519	163	6250	SH	SOLE
D	GENERAL ELECTRIC CO	COMMON	369604103	3029	145353	SH	DEFINED
D	GENERAL ELECTRIC CO	COMMON	369604103	2996	143739	SH	OTHER
D	GENERAL ELECTRIC CO	COMMON	369604103	14360	689042	SH	SOLE
D	GENERAL ELECTRIC CO	COMMON	369604103	622	29857	SH	SOLE
D	GENERAL MILLS INC	COMMON	370334104	536	13920	SH	DEFINED
D	GENERAL MILLS INC	COMMON	370334104	1167	30274	SH	OTHER
D	GENERAL MILLS INC	COMMON	370334104	9771	253535	SH	SOLE
D	GENERAL MTRS CO	COMMON	37045V100	241	12228	SH	DEFINED
D	GENUINE PARTS CO	COMMON	372460105	885	14690	SH	OTHER
D	GENUINE PARTS CO	COMMON	372460105	17218	285783	SH	SOLE
D	GILEAD SCIENCES INC	COMMON	375558103	427	8335	SH	DEFINED
D	GILEAD SCIENCES INC	COMMON	375558103	13112	255692	SH	SOLE
D	GILEAD SCIENCES INC	COMMON	375558103	475	9271	SH	OTHER
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	599	13155	SH	DEFINED
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	189	4150	SH	OTHER
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	106	2334	SH	SOLE
D	GOLDMAN SACHS GP PFD	PREFERRED STOCK	38145X111	338	12850	SH	DEFINED
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	420	4385	SH	DEFINED
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	250	2610	SH	SOLE
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	54	560	SH	OTHER
D	GOOGLE INC	COMMON	38259P508	479	825	SH	DEFINED
D	GOOGLE INC	COMMON	38259P508	779	1343	SH	OTHER
D	GOOGLE INC	COMMON	38259P508	10594	18264	SH	SOLE
D	HALLIBURTON CO	COMMON	406216101	933	32850	SH	DEFINED
D	HALLIBURTON CO	COMMON	406216101	125	4418	SH	OTHER
D	HALLIBURTON CO	COMMON	406216101	103	3633	SH	SOLE
D	HARRIS CORP DEL	COMMON	413875105	60	1424	SH	OTHER
D	HARRIS CORP DEL	COMMON	413875105	870	20794	SH	SOLE
D	HCP INC	COMMON	40414L109	368	8334	SH	DEFINED
D	HCP INC	COMMON	40414L109	22	495	SH	OTHER
D	HCP INC	COMMON	40414L109	280	6342	SH	SOLE
D	HEALTH CARE REIT INC	COMMON	42217K106	20	350	SH	OTHER
D	HEALTH CARE REIT INC	COMMON	42217K106	243	4169	SH	SOLE
D	HEINZ (H.J.) CO	COMMON	423074103	671	12335	SH	DEFINED
D	HEINZ (H.J.) CO	COMMON	423074103	296	5439	SH	OTHER
D	HEINZ (H.J.) CO	COMMON	423074103	604	11098	SH	SOLE
D	HEWLETT PACKARD CO	COMMON	428236103	400	19888	SH	DEFINED

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D	HEWLETT PACKARD CO	COMMON	428236103	1120	55710	SH	SOLE
D	HEWLETT PACKARD CO	COMMON	428236103	420	20900	SH	OTHER
D	HOME DEPOT INC	COMMON	437076102	1434	27066	SH	DEFINED
D	HOME DEPOT INC	COMMON	437076102	1659	31309	SH	OTHER
D	HOME DEPOT INC	COMMON	437076102	22916	432459	SH	SOLE
D	HONEYWELL INTL INC	COMMON	438516106	1105	19792	SH	DEFINED
D	HONEYWELL INTL INC	COMMON	438516106	339	6065	SH	OTHER
D	HONEYWELL INTL INC	COMMON	438516106	1419	25411	SH	SOLE
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	17	391	SH	OTHER
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	212	4796	SH	SOLE
D	HUBBELL INC CLASS B	COMMON	443510201	368	4724	SH	DEFINED
D	HUBBELL INC CLASS B	COMMON	443510201	31	400	SH	SOLE
D	HUBBELL INC CLASS B	COMMON	443510201	273	3500	SH	OTHER
D	HUNT J B TRANS SVCS INC	COMMON	445658107	15	250	SH	OTHER
D	HUNT J B TRANS SVCS INC	COMMON	445658107	326	5475	SH	SOLE
D	HYFLUX LTD	SPONSORED ADR	Y3817K105	29	28000	SH	OTHER
D	IDEXX LABS INC	COMMON	45168D104	196	2044	SH	SOLE
D	IDEXX LABS INC	COMMON	45168D104	112	1162	SH	OTHER
D	ILLINOIS TOOL WKS INC	COMMON	452308109	141	2675	SH	OTHER
D	ILLINOIS TOOL WKS INC	COMMON	452308109	840	15891	SH	SOLE
D	ILLINOIS TOOL WKS INC	COMMON	452308109	275	5200	SH	SOLE
D	INTEL CORP	COMMON	458140100	1638	61454	SH	DEFINED
D	INTEL CORP	COMMON	458140100	1708	64100	SH	OTHER
D	INTEL CORP	COMMON	458140100	276	10375	SH	SOLE
D	INTEL CORP	COMMON	458140100	23557	883956	SH	SOLE
D	INTL BUSINESS MACHS	COMMON	459200101	3065	15671	SH	DEFINED
D	INTL BUSINESS MACHS	COMMON	459200101	4285	21909	SH	OTHER
D	INTL BUSINESS MACHS	COMMON	459200101	17848	91258	SH	SOLE
D	INTL BUSINESS MACHS	COMMON	459200101	2987	15271	SH	SOLE
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	2766	26414	SH	DEFINED
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	1667	15916	SH	SOLE
D	ISHARES BARCLAYS 3-7 YR	OTHER	464288661	478	3886	SH	SOLE
D	ISHARES COMEX GOLD TR	OTHER	464285105	2813	180792	SH	SOLE
D	ISHARES DJ SELECT DIVIDEND	OTHER	464287168	209	3725	SH	DEFINED
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	350	5410	SH	DEFINED
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	754	11650	SH	SOLE
D	ISHARES DJ US HEALTHCARE SE	OTHER	464287762	40	500	SH	OTHER
D	ISHARES DJ US HEALTHCARE SE	OTHER	464287762	241	3027	SH	SOLE
D	ISHARES INCMSCI PACIFIC EX	OTHER	464286665	255	6264	SH	DEFINED
D	ISHARES INTERMEDIATE GOV/CR	OTHER	464288612	568	5070	SH	DEFINED
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	431	5112	SH	DEFINED
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	219	2590	SH	SOLE
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	9557	79844	SH	DEFINED
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	967	8075	SH	SOLE
D	ISHARES NASDAQ BIOTECH INDE	OTHER	464287556	640	4925	SH	DEFINED
D	ISHARES RUSSELL 1000 GROWTH	OTHER	464287614	421	6660	SH	DEFINED
D	ISHARES RUSSELL 1000 INDEX	OTHER	464287622	1311	17432	SH	DEFINED
D	ISHARES RUSSELL 2000 INDEX	OTHER	464287655	995	12503	SH	DEFINED
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	1876	17806	SH	DEFINED
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	240	2281	SH	SOLE
D	ISHARES S & P GLOBAL ENERGY	OTHER	464287341	229	6327	SH	DEFINED
D	ISHARES S & P GLOBAL HEALTH	OTHER	464287325	498	8284	SH	DEFINED
D	ISHARES S&P 500 BARRA VALUE	OTHER	464287408	1223	19635	SH	DEFINED
D	ISHARES S&P 500 GROWTH INDE	OTHER	464287309	1441	19603	SH	DEFINED
D	ISHARES S&P 500 INDEX	OTHER	464287200	1331	9731	SH	DEFINED
D	ISHARES TR	OTHER	464287689	633	7870	SH	SOLE

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D	ISHARES TR	OTHER	464287689	432	5374	SH	OTHER
D	ISHARES TR MSCI EAFE INDEX	OTHER	464287465	600	12013	SH	DEFINED
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	314	8031	SH	DEFINED
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	234	5971	SH	SOLE
D	ISHARES TR S&P MIDCAP 400 G	OTHER	464287606	292	2755	SH	DEFINED
D	ISHARES TR S&P MIDCAP 400 I	OTHER	464287507	273	2894	SH	DEFINED
D	ISHARES VANGUARD SMALLCAP	COMMON	922908751	421	5530	SH	DEFINED
D	JACOBS ENGR GROUP INC	COMMON	469814107	272	7195	SH	SOLE
D	JACOBS ENGR GROUP INC	COMMON	469814107	48	1280	SH	OTHER
D	JOHNSON & JOHNSON	COMMON	478160104	4194	62073	SH	DEFINED
D	JOHNSON & JOHNSON	COMMON	478160104	3393	50229	SH	OTHER
D	JOHNSON & JOHNSON	COMMON	478160104	16196	239734	SH	SOLE
D	JOHNSON & JOHNSON	COMMON	478160104	2164	32030	SH	SOLE
D	JOHNSON CONTROLS INC	COMMON	478366107	203	7340	SH	SOLE
D	JOHNSON CONTROLS INC	COMMON	478366107	141	5095	SH	OTHER
D	JP MORGAN CHASE & CO	COMMON	46625H100	2463	68929	SH	DEFINED
D	JP MORGAN CHASE & CO	COMMON	46625H100	2090	58487	SH	OTHER
D	JP MORGAN CHASE & CO	COMMON	46625H100	404	11319	SH	SOLE
D	JP MORGAN CHASE & CO	COMMON	46625H100	15562	435547	SH	SOLE
D	JPMORGAN TR II	COMMON	4812C0357	515	42929	SH	DEFINED
D	KELLOGG CO	COMMON	487836108	105	2119	SH	OTHER
D	KELLOGG CO	COMMON	487836108	169	3427	SH	SOLE
D	KEYCORP	COMMON	493267108	3	338	SH	OTHER
D	KEYCORP	COMMON	493267108	111	14381	SH	SOLE
D	KIMBERLY CLARK CORP	COMMON	494368103	660	7875	SH	DEFINED
D	KIMBERLY CLARK CORP	COMMON	494368103	642	7666	SH	OTHER
D	KIMBERLY CLARK CORP	COMMON	494368103	5007	59766	SH	SOLE
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	436	5546	SH	DEFINED
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	264	3365	SH	OTHER
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	398	5060	SH	SOLE
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	235	3198	SH	OTHER
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	90	1229	SH	SOLE
D	KOHL'S CORP	COMMON	500255104	296	6500	SH	DEFINED
D	KRAFT FOODS INC	COMMON	50075N104	494	12783	SH	DEFINED
D	KRAFT FOODS INC	COMMON	50075N104	463	11989	SH	OTHER
D	KRAFT FOODS INC	COMMON	50075N104	890	23039	SH	SOLE
D	L-3 COMMUNICATIONS HLDGS IN	COMMON	502424104	218	2950	SH	DEFINED
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	199	2145	SH	SOLE
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	15	162	SH	OTHER
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	37	818	SH	SOLE
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	288	6400	SH	OTHER
D	LILLY ELI & CO	COMMON	532457108	279	6504	SH	DEFINED
D	LILLY ELI & CO	COMMON	532457108	210	4894	SH	OTHER
D	LILLY ELI & CO	COMMON	532457108	1770	41246	SH	SOLE
D	LINN ENERGY LLC	COMMON	536020100	805	21120	SH	OTHER
D	LINN ENERGY LLC	COMMON	536020100	1447	37979	SH	SOLE
D	LOWES COMPANIES	COMMON	548661107	810	28468	SH	DEFINED
D	LOWES COMPANIES	COMMON	548661107	191	6700	SH	OTHER
D	LOWES COMPANIES	COMMON	548661107	1058	37216	SH	SOLE
D	MACDERMID HOLDINGS LLC	COMMON	992161772	248	247851	SH	SOLE

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D	MACDERMID HOLDINGS LLC PFD	PREFERRED STOCK	99Z161780	1684	1684	SH	SOLE
D	MARATHON OIL CORP	COMMON	565849106	627	24508	SH	DEFINED
D	MARATHON PETROLEUM CORP	COMMON	56585A102	488	10854	SH	DEFINED
D	MARKET VECTORS ETF TR	COMMON	57060U100	423	9439	SH	DEFINED
D	MARKET VECTORS ETF TR	COMMON	57060U100	31	700	SH	OTHER
D	MARKET VECTORS ETF TR	COMMON	57060U100	348	7767	SH	SOLE
D	MARSH & MCLENNAN COS INC	COMMON	571748102	42	1300	SH	OTHER
D	MARSH & MCLENNAN COS INC	COMMON	571748102	459	14252	SH	SOLE
D	MASTERCARD INC	COMMON	57636Q104	460	1070	SH	DEFINED
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	112	3185	SH	OTHER
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	1025	29059	SH	SOLE
D	MATEL INC	COMMON	577081102	309	9519	SH	SOLE
D	MCCORMICK & CO INC COM NON	COMMON	579780206	66	1085	SH	OTHER
D	MCCORMICK & CO INC COM NON	COMMON	579780206	599	9876	SH	SOLE
D	MCDONALDS CORP	COMMON	580135101	2720	30722	SH	DEFINED
D	MCDONALDS CORP	COMMON	580135101	1473	16643	SH	OTHER
D	MCDONALDS CORP	COMMON	580135101	17877	201933	SH	SOLE
D	MCDONALDS CORP	COMMON	580135101	394	4450	SH	SOLE
D	MEDTRONIC INC	COMMON	585055106	400	10325	SH	DEFINED
D	MEDTRONIC INC	COMMON	585055AM8	952	950000	PRN	DEFINED
D	MEDTRONIC INC	COMMON	585055106	199	5130	SH	OTHER
D	MEDTRONIC INC	COMMON	585055106	1166	30094	SH	SOLE
D	MERCK & CO INC	COMMON	58933Y105	697	16706	SH	DEFINED
D	MERCK & CO INC	COMMON	58933Y105	990	23717	SH	OTHER
D	MERCK & CO INC	COMMON	58933Y105	213	5090	SH	SOLE
D	MERCK & CO INC	COMMON	58933Y105	3024	72430	SH	SOLE
D	METLIFE INC	COMMON	59156R108	190	6170	SH	OTHER
D	METLIFE INC	COMMON	59156R108	1601	51884	SH	SOLE
D	METLIFE INC 5.875	COMMON	59156R405	290	10900	SH	DEFINED
D	MFA FINANCIAL INC	COMMON	55272X102	39	5000	SH	SOLE
D	MFA FINANCIAL INC	COMMON	55272X102	39	5000	SH	SOLE
D	MICROSOFT CORP	COMMON	594918104	1804	58962	SH	DEFINED
D	MICROSOFT CORP	COMMON	594918104	1562	51049	SH	OTHER
D	MICROSOFT CORP	COMMON	594918104	23102	755212	SH	SOLE
D	MICROSOFT CORP	COMMON	594918104	726	23749	SH	SOLE
D	MIMEDX GROUP INC	COMMON	602496101	42	20000	SH	SOLE
D	MONSANTO CO	COMMON	61166W101	736	8894	SH	DEFINED
D	MONSANTO CO	COMMON	61166W101	361	4366	SH	OTHER
D	MONSANTO CO	COMMON	61166W101	365	4412	SH	SOLE
D	MONSANTO CO	COMMON	61166W101	364	4394	SH	SOLE
D	MOTOROLA SOLUTIONS INC	COMMON	620076307	288	5981	SH	OTHER
D	MOTOROLA SOLUTIONS INC	COMMON	620076307	12963	269446	SH	SOLE
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	327	5075	SH	DEFINED
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	69	1076	SH	OTHER
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	203	3157	SH	SOLE
D	NAUGATUCK VY FINL CORP	COMMON	63906P107	150	19516	SH	SOLE
D	NESTLE S A	SPONSORED ADR	641069406	33	557	SH	OTHER
D	NESTLE S A	SPONSORED ADR	641069406	350	5855	SH	SOLE
D	NETCLARITY	COMMON	641089990	0	43750	SH	SOLE
D	NEXTERA ENERGY INC	COMMON	65339F101	293	4263	SH	DEFINED
D	NEXTERA ENERGY INC	COMMON	65339F101	993	14437	SH	OTHER
D	NEXTERA ENERGY INC	COMMON	65339F101	11124	161669	SH	SOLE
D	NIKE INC	COMMON	654106103	237	2700	SH	DEFINED
D	NIKE INC	COMMON	654106103	208	2366	SH	SOLE
D	NIKE INC	COMMON	654106103	129	1470	SH	OTHER
D	NORFOLK SOUTHERN CORP	COMMON	655844108	59	826	SH	SOLE

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D	NORFOLK SOUTHERN CORP	COMMON	655844108	1056	14707	SH	OTHER
D	NORFOLK SOUTHERN CORP	COMMON	655844108	1323	18439	SH	SOLE
D	NORWOOD RES LTD	SPONSORED ADR	669958100	0	31470	SH	SOLE
D	NOVARTIS AG	SPONSORED ADR	66987V109	330	5896	SH	OTHER
D	NOVARTIS AG	SPONSORED ADR	66987V109	2293	41015	SH	SOLE
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	617	7190	SH	DEFINED
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	554	6459	SH	OTHER
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	10905	127147	SH	SOLE
D	OMNICOM GROUP INC	COMMON	681919106	484	9964	SH	OTHER
D	OMNICOM GROUP INC	COMMON	681919106	10585	217802	SH	SOLE
D	OPPENHEIMER DEVELOPING MK	COMMON	683974109	1280	40424	SH	DEFINED
D	ORACLE CORP	COMMON	68389X105	1440	48500	SH	DEFINED
D	ORACLE CORP	COMMON	68389X105	669	22517	SH	OTHER
D	ORACLE CORP	COMMON	68389X105	265	8930	SH	SOLE
D	ORACLE CORP	COMMON	68389X105	12856	432876	SH	SOLE
D	PARKER HANNIFIN CORP	COMMON	701094104	380	4945	SH	DEFINED
D	PATTERSON COS INC	COMMON	703395103	21	600	SH	OTHER
D	PATTERSON COS INC	COMMON	703395103	313	9090	SH	SOLE
D	PAYCHEX INC	COMMON	704326107	145	4610	SH	SOLE
D	PAYCHEX INC	COMMON	704326107	158	5015	SH	OTHER
D	PEABODY ENERGY CORP	COMMON	704549104	461	18811	SH	DEFINED
D	PEOPLE'S UNITED FINANCIAL	COMMON	712704105	675	58122	SH	DEFINED
D	PEPSICO INC	COMMON	713448108	2637	37321	SH	DEFINED
D	PEPSICO INC	COMMON	713448108	6679	94526	SH	SOLE
D	PEPSICO INC	COMMON	713448108	1378	19499	SH	OTHER
D	PEPSICO INC	COMMON	713448108	380	5375	SH	SOLE
D	PERRIGO CO	COMMON	714290103	203	1718	SH	SOLE
D	PFIZER INC	COMMON	717081103	1747	75939	SH	DEFINED
D	PFIZER INC	COMMON	717081103	1731	75280	SH	OTHER
D	PFIZER INC	COMMON	717081103	11233	488376	SH	SOLE
D	PFIZER INC	COMMON	717081103	951	41339	SH	SOLE
D	PHILIP MORRIS INTL INC	COMMON	718172109	658	7538	SH	DEFINED
D	PHILIP MORRIS INTL INC	COMMON	718172109	2138	24507	SH	OTHER
D	PHILIP MORRIS INTL INC	COMMON	718172109	9995	114546	SH	SOLE
D	PHILLIPS 66	COMMON	718546104	386	11616	SH	DEFINED
D	PHILLIPS 66	COMMON	718546104	278	8352	SH	OTHER
D	PHILLIPS 66	COMMON	718546104	4646	139764	SH	SOLE
D	PHILLIPS 66	COMMON	718546104	248	7450	SH	SOLE
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	185	4659	SH	OTHER
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	1244	31338	SH	SOLE
D	POWERSHARES DB BASE METALS	COMMON	73936B705	190	10375	SH	DEFINED
D	POWERSHARES QQQ (TM)	COMMON	73935A104	457	7124	SH	DEFINED
D	PPG INDS INC	COMMON	693506107	295	2780	SH	DEFINED
D	PPG INDS INC	COMMON	693506107	116	1093	SH	SOLE
D	PPG INDS INC	COMMON	693506107	127	1200	SH	OTHER
D	PRAXAIR INC	COMMON	74005P104	541	4972	SH	OTHER
D	PRAXAIR INC	COMMON	74005P104	1374	12639	SH	SOLE
D	PRICE T ROWE GROUP INC	COMMON	74144T108	894	14204	SH	SOLE
D	PRICE T ROWE GROUP INC	COMMON	74144T108	62	988	SH	OTHER
D	PROCTER & GAMBLE CO	COMMON	742718109	1599	26105	SH	DEFINED
D	PROCTER & GAMBLE CO	COMMON	742718109	7682	125413	SH	SOLE
D	PROCTER & GAMBLE CO	COMMON	742718109	2608	42581	SH	OTHER
D	PROCTER & GAMBLE CO	COMMON	742718109	1511	24666	SH	SOLE
D	PROGRESS ENERGY INC	COMMON	743263105	235	3900	SH	OTHER
D	PROGRESS ENERGY INC	COMMON	743263105	2446	40645	SH	SOLE
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	509	10519	SH	DEFINED

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D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	311	6424	SH	OTHER
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	7240	149484	SH	SOLE
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	74	2282	SH	OTHER
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	163	5020	SH	SOLE
D	QUALCOMM INC	COMMON	747525103	690	12401	SH	DEFINED
D	QUALCOMM INC	COMMON	747525103	39	695	SH	OTHER
D	QUALCOMM INC	COMMON	747525103	1179	21176	SH	SOLE
D	RAYONIER INC	COMMON	754907103	227	5064	SH	DEFINED
D	RAYTHEON CO	COMMON	755111507	233	4121	SH	OTHER
D	RAYTHEON CO	COMMON	755111507	257	4535	SH	SOLE
D	RIO TINTO PLC	SPONSORED ADR	767204100	107	2232	SH	OTHER
D	RIO TINTO PLC	SPONSORED ADR	767204100	261	5457	SH	SOLE
D	ROCKWELL AUTOMATION INC	COMMON	773903109	15	225	SH	OTHER
D	ROCKWELL AUTOMATION INC	COMMON	773903109	225	3400	SH	SOLE
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	531	7870	SH	OTHER
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	1617	23987	SH	SOLE
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	165	2364	SH	OTHER
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	334	4781	SH	SOLE
D	ROYCE VALUE TRUST INC	COMMON	780910105	395	31701	SH	DEFINED
D	RYDEX S&P MIDCAP 400 PURE G	COMMON	78355W601	394	4676	SH	DEFINED
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	834	12850	SH	DEFINED
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	1000	15406	SH	OTHER
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	2785	42905	SH	SOLE
D	SCHWAB CHARLES CORP	COMMON	808513105	6	455	SH	OTHER
D	SCHWAB CHARLES CORP	COMMON	808513105	156	12059	SH	SOLE
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	233	6307	SH	OTHER
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	7397	199967	SH	SOLE
D	SEMPRA ENERGY	COMMON	816851109	243	3535	SH	SOLE
D	SIGMA-ALDRICH CORP	COMMON	826552101	281	3800	SH	DEFINED
D	SIGMA-ALDRICH CORP	COMMON	826552101	882	11924	SH	SOLE
D	SIMON PPTY GROUP INC	COMMON	828806109	211	1358	SH	SOLE
D	SIMON PPTY GROUP INC	COMMON	828806109	317	2035	SH	OTHER
D	SOUTHERN CO	COMMON	842587107	232	5000	SH	DEFINED
D	SOUTHERN CO	COMMON	842587107	931	20118	SH	OTHER
D	SOUTHERN CO	COMMON	842587107	2993	64633	SH	SOLE
D	SPDR GOLD TRUST	OTHER	78463V107	341	2198	SH	DEFINED
D	SPECTRA ENERGY CORP	COMMON	847560109	467	16074	SH	DEFINED
D	SPECTRA ENERGY CORP	COMMON	847560109	1408	48441	SH	SOLE
D	SPECTRA ENERGY CORP	COMMON	847560109	80	2747	SH	OTHER
D	STANLEY BLACK & DECKER INC	COMMON	854502101	460	7154	SH	DEFINED
D	STANLEY BLACK & DECKER INC	COMMON	854502101	64	1000	SH	OTHER
D	STANLEY BLACK & DECKER INC	COMMON	854502101	820	12741	SH	SOLE
D	STAPLES INC	COMMON	855030102	191	14650	SH	DEFINED
D	STAPLES INC	COMMON	855030102	380	29149	SH	SOLE
D	STAPLES INC	COMMON	855030102	49	3722	SH	OTHER
D	STARBUCKS CORP	COMMON	855244109	488	9150	SH	DEFINED
D	STATE STREET CORP	COMMON	857477103	874	19573	SH	DEFINED
D	STATE STREET CORP	COMMON	857477103	458	10259	SH	OTHER
D	STATE STREET CORP	COMMON	857477103	12497	279951	SH	SOLE
D	STRYKER CORP	COMMON	863667101	3440	62426	SH	SOLE
D	STRYKER CORP	COMMON	863667101	257	4670	SH	OTHER

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D	SUN LIFE FINANCIAL INC	COMMON	866796105	216	9935	SH	DEFINED
D	SUNCOR ENERGY INC	COMMON	867224107	28	960	SH	OTHER
D	SUNCOR ENERGY INC	COMMON	867224107	697	24059	SH	SOLE
D	SYSCO CORP	COMMON	871829107	1014	34015	SH	DEFINED
D	SYSCO CORP	COMMON	871829107	1291	43312	SH	SOLE
D	SYSCO CORP	COMMON	871829107	228	7650	SH	SOLE
D	SYSCO CORP	COMMON	871829107	146	4884	SH	OTHER
D	T ROWE PRICE TAX FREE INC	COMMON	779576107	165	15840	SH	DEFINED
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	336	58872	SH	DEFINED
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	124	21679	SH	SOLE
D	TANGER FACTORY OUTLET CTRS	COMMON	875465106	224	7000	SH	OTHER
D	TARGET CORP	COMMON	87612E106	605	10400	SH	OTHER
D	TARGET CORP	COMMON	87612E106	3586	61626	SH	SOLE
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	7	219	SH	OTHER
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	237	7432	SH	SOLE
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	379	13203	SH	DEFINED
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	27	925	SH	OTHER
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	457	15905	SH	SOLE
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	314	7949	SH	OTHER
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	7185	182180	SH	SOLE
D	TEXAS INSTRUMENTS INC	COMMON	882508104	621	21660	SH	DEFINED
D	TEXTRON INC	COMMON	883203101	266	10710	SH	SOLE
D	THE HERSHEY COMPANY	COMMON	427866108	328	4550	SH	SOLE
D	THE HERSHEY COMPANY	COMMON	427866108	591	8200	SH	OTHER
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	216	4161	SH	OTHER
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	7361	141812	SH	SOLE
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	239	4600	SH	SOLE
D	TIDEWATER INC	COMMON	886423102	14	300	SH	OTHER
D	TIDEWATER INC	COMMON	886423102	798	17215	SH	SOLE
D	TIME WARNER INC	COMMON	887317303	570	14813	SH	DEFINED
D	TJX COS INC	COMMON	872540109	523	12190	SH	OTHER
D	TJX COS INC	COMMON	872540109	15040	350348	SH	SOLE
D	TORONTO-DOMINION BANK	SPONSORED ADR	891160509	227	2900	SH	DEFINED
D	TORTOISE MLP FD INC	COMMON	89148B101	110	4398	SH	OTHER
D	TORTOISE MLP FD INC	COMMON	89148B101	119	4779	SH	SOLE
D	TRAVELERS COMPANIES INC	COMMON	89417E109	62	968	SH	OTHER
D	TRAVELERS COMPANIES INC	COMMON	89417E109	473	7405	SH	SOLE
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	12	219	SH	OTHER
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	468	8863	SH	SOLE
D	TYHEE GOLD CORP	COMMON	902166107	4	50000	SH	SOLE
D	UNIGENE LABS INC	COMMON	904753100	5	17500	SH	DEFINED
D	UNILEVER N V	SPONSORED ADR	904784709	24	730	SH	OTHER
D	UNILEVER N V	SPONSORED ADR	904784709	464	13915	SH	SOLE
D	UNION PAC CORP	COMMON	907818108	584	4899	SH	DEFINED
D	UNION PAC CORP	COMMON	907818108	543	4549	SH	SOLE
D	UNION PAC CORP	COMMON	907818108	561	4700	SH	OTHER
D	UNITED HEALTH GROUP INC	COMMON	91324P102	217	3711	SH	DEFINED
D	UNITED HEALTH GROUP INC	COMMON	91324P102	189	3232	SH	OTHER
D	UNITED HEALTH GROUP INC	COMMON	91324P102	5736	98053	SH	SOLE
D	UNITED PARCEL SERVICE INC	COMMON	911312106	681	8643	SH	DEFINED
D	UNITED PARCEL SERVICE INC	COMMON	911312106	933	11841	SH	OTHER
D	UNITED PARCEL SERVICE INC	COMMON	911312106	10841	137643	SH	SOLE
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	1049	13895	SH	DEFINED
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	2002	26511	SH	OTHER
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	13200	174762	SH	SOLE

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D	UNITED TECHNOLOGIES CORP	COMMON	913017109	592	7844	SH	SOLE
D	US BANCORP	COMMON	902973304	789	24533	SH	OTHER
D	US BANCORP	COMMON	902973304	14763	459037	SH	SOLE
D	V F CORP	COMMON	918204108	52	387	SH	OTHER
D	V F CORP	COMMON	918204108	1228	9200	SH	SOLE
D	VANGUARD EMERGING MARKETS E	OTHER	922042858	862	21600	SH	SOLE
D	VANGUARD INFORMATION TECHNO	OTHER	92204A702	476	6929	SH	SOLE
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	1408	17359	SH	DEFINED
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	829	10217	SH	SOLE
D	VARIAN MED SYS INC	COMMON	92220P105	414	6809	SH	SOLE
D	VARIAN MED SYS INC	COMMON	92220P105	1105	18185	SH	OTHER
D	VERIZON COMMUNICATIONS	COMMON	92343V104	2177	48982	SH	DEFINED
D	VERIZON COMMUNICATIONS	COMMON	92343V104	2160	48616	SH	OTHER
D	VERIZON COMMUNICATIONS	COMMON	92343V104	450	10132	SH	SOLE
D	VERIZON COMMUNICATIONS	COMMON	92343V104	15960	359139	SH	SOLE
D	VISA INC	COMMON	92826C839	989	8001	SH	DEFINED
D	VISA INC	COMMON	92826C839	201	1625	SH	SOLE
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	142	5038	SH	OTHER
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	650	23049	SH	SOLE
D	VORNADO RLTY L P PINES 7.87	COMMON	929043602	224	8000	SH	OTHER
D	WAL MART STORES INC	COMMON	931142103	819	11743	SH	DEFINED
D	WAL MART STORES INC	COMMON	931142103	888	12734	SH	OTHER
D	WAL MART STORES INC	COMMON	931142103	16360	234660	SH	SOLE
D	WALGREEN CO	COMMON	931422109	594	20080	SH	DEFINED
D	WALGREEN CO	COMMON	931422109	808	27320	SH	SOLE
D	WALGREEN CO	COMMON	931422109	286	9675	SH	OTHER
D	WALGREEN CO	COMMON	931422109	719	24300	SH	SOLE
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	8	670	SH	OTHER
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	126	9950	SH	SOLE
D	WEBSTER FINANCL CP WATERBUR	COMMON	947890109	369	17050	SH	DEFINED
D	WELLS FARGO CO	COMMON	949746101	807	24119	SH	OTHER
D	WELLS FARGO CO	COMMON	949746101	14314	428049	SH	SOLE
D	WELLS FARGO CO	COMMON	949746101	823	24600	SH	SOLE
D	WESTERN UNION CO	COMMON	959802109	196	11630	SH	DEFINED
D	WHIRLPOOL CORP	COMMON	963320106	245	4000	SH	OTHER
D	WHIRLPOOL CORP	COMMON	963320106	29	476	SH	SOLE
D	WILLIAMS COS INC	COMMON	969457100	1496	51904	SH	DEFINED
D	WPX ENERGY INC	COMMON	98212B103	313	19361	SH	DEFINED
D	YUM BRANDS INC	COMMON	988498101	370	5750	SH	DEFINED
D	ZIMMER HOLDINGS INC	COMMON	98956P102	7	116	SH	OTHER
D	ZIMMER HOLDINGS INC	COMMON	98956P102	548	8508	SH	SOLE
D	ZIMMER HOLDINGS INC	COMMON	98956P102	207	3220	SH	SOLE