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People's United Financial, Inc.
Form 13F-HR
August 15, 2011

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

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE QUARTER ENDED: 6/30/2011

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
8/15/2011

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

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FORM 13F INFORMATION TABLE ENTRY TOTAL: 715

FORM 13F INFORMATION TABLE VALUE TOTAL: \$ 1,242,477

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/ PUT/ INVSTMT PRN CALL DSCRETN	OTHER MANAG
D 3M CO	COMMON	88579Y101	3700	39006	SH	DEFINED
D 3M CO	COMMON	88579Y101	2387	25164	SH	OTHER
D 3M CO	COMMON	88579Y101	218	2300	SH	SOLE
D 3M CO	COMMON	88579Y101	11584	122133	SH	SOLE
D ABBOTT LABS	COMMON	002824100	873	16596	SH	DEFINED
D ABBOTT LABS	COMMON	002824100	1106	21028	SH	OTHER
D ABBOTT LABS	COMMON	002824100	8424	160100	SH	SOLE
D ABBOTT LABS	COMMON	002824100	1458	27705	SH	SOLE
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	275	4550	SH	DEFINED
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	228	3777	SH	OTHER
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	512	8480	SH	SOLE
D ADELPHIA RECOVERY TRUST	SPONSORED ADR	00685R102	0	10511	SH	SOLE
D AETNA INC	COMMON	00817Y108	609	13819	SH	DEFINED
D AFLAC INC	COMMON	001055102	692	14823	SH	OTHER
D AFLAC INC	COMMON	001055102	4245	90931	SH	SOLE
D AIR PRODS & CHEMS INC	COMMON	009158106	165	1731	SH	OTHER
D AIR PRODS & CHEMS INC	COMMON	009158106	3741	39145	SH	SOLE
D ALBEMARLE CORP	COMMON	012653101	2	35	SH	OTHER
D ALBEMARLE CORP	COMMON	012653101	199	2870	SH	SOLE
D ALCOA INC	COMMON	013817101	439	27674	SH	DEFINED
D ALCOA INC	COMMON	013817101	16	1025	SH	OTHER
D ALCOA INC	COMMON	013817101	2074	130800	SH	SOLE
D ALCOA INC	COMMON	013817101	173	10900	SH	SOLE
D ALLERGAN INC	COMMON	018490102	492	5913	SH	OTHER
D ALLERGAN INC	COMMON	018490102	9276	111423	SH	SOLE
D ALLIANCEBERNSTEIN INCOME	COMMON	01881E101	79	10000	SH	DEFINED
D ALTRIA GROUP INC	COMMON	02209S103	473	17897	SH	DEFINED
D ALTRIA GROUP INC	COMMON	02209S103	753	28509	SH	OTHER
D ALTRIA GROUP INC	COMMON	02209S103	3853	145899	SH	SOLE
D AMERICAN EXPRESS CO	COMMON	025816109	460	8900	SH	DEFINED
D AMERICAN EXPRESS CO	COMMON	025816109	478	9250	SH	OTHER
D AMERICAN EXPRESS CO	COMMON	025816109	1659	32080	SH	SOLE

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D	AMERIPRISE FINL INC	COMMON	03076C106	23	400	SH	OTHER
D	AMERIPRISE FINL INC	COMMON	03076C106	195	3381	SH	SOLE
D	AMETEK INC	COMMON	031100100	323	7200	SH	SOLE
D	AMGEN INC	COMMON	031162100	668	11450	SH	DEFINED
D	AMGEN INC	COMMON	031162100	276	4730	SH	OTHER
D	AMGEN INC	COMMON	031162100	3918	67152	SH	SOLE
D	AMGEN INC	COMMON	031162100	240	4120	SH	SOLE
D	ANALOG DEVICES INC	COMMON	032654105	51	1299	SH	OTHER
D	ANALOG DEVICES INC	COMMON	032654105	853	21791	SH	SOLE
D	ANNALY CAP MGMT INC	COMMON	035710409	36	2000	SH	OTHER
D	ANNALY CAP MGMT INC	COMMON	035710409	168	9330	SH	SOLE
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	30	4000	SH	OTHER
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	83	11000	SH	SOLE
D	APACHE CORP	COMMON	037411105	2430	19690	SH	DEFINED
D	APACHE CORP	COMMON	037411105	697	5648	SH	OTHER
D	APACHE CORP	COMMON	037411105	7292	59094	SH	SOLE
D	APACHE CORP	COMMON	037411105	975	7900	SH	SOLE
D	APPLE INC	COMMON	037833100	7770	23149	SH	DEFINED
D	APPLE INC	COMMON	037833100	1552	4624	SH	OTHER
D	APPLE INC	COMMON	037833100	19265	57393	SH	SOLE
D	APPLE INC	COMMON	037833100	811	2415	SH	SOLE
D	ARROW FINL CORP	COMMON	042744102	332	13554	SH	OTHER
D	ARROW FINL CORP	COMMON	042744102	493	20154	SH	SOLE
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	24	485	SH	OTHER
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	340	6791	SH	SOLE
D	AT&T INC	COMMON	00206R102	1874	59655.2227	SH	DEFINED
D	AT&T INC	COMMON	00206R102	2340	74494	SH	OTHER
D	AT&T INC	COMMON	00206R102	550	17506	SH	SOLE
D	AT&T INC	COMMON	00206R102	17278	550076	SH	SOLE
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	1058	20075	SH	DEFINED
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	908	17229	SH	OTHER
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	2961	56214	SH	SOLE
D	AVALONBAY CMNTYS INC	COMMON	053484101	421	3281	SH	OTHER
D	AVALONBAY CMNTYS INC	COMMON	053484101	245	1906	SH	SOLE
D	AVNET INC	COMMON	053807103	516	16200	SH	DEFINED
D	AVON PRODS INC	COMMON	054303102	40	1417	SH	OTHER
D	AVON PRODS INC	COMMON	054303102	382	13630	SH	SOLE
D	BAKER HUGHES INC	COMMON	057224107	213	2936	SH	OTHER
D	BAKER HUGHES INC	COMMON	057224107	445	6130	SH	SOLE
D	BANK OF AMERICA CORP	COMMON	060505104	302	27536	SH	DEFINED
D	BANK OF AMERICA CORP	COMMON	060505724	1246	49500	SH	DEFINED
D	BANK OF AMERICA CORP	COMMON	060505104	475	43325	SH	OTHER
D	BANK OF AMERICA CORP	COMMON	060505104	9426	859995	SH	SOLE
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	342	13331	SH	DEFINED
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	320	12488	SH	OTHER
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	3131	122218	SH	SOLE
D	BAXTER INTL INC	COMMON	071813109	1168	19575	SH	DEFINED
D	BAXTER INTL INC	COMMON	071813109	261	4375	SH	SOLE
D	BB & T CORP	COMMON	054937107	11	400	SH	OTHER
D	BB & T CORP	COMMON	054937107	2041	76025	SH	SOLE
D	BECTON DICKINSON & CO	COMMON	075887109	1334	15480	SH	DEFINED
D	BECTON DICKINSON & CO	COMMON	075887109	291	3375	SH	OTHER
D	BECTON DICKINSON & CO	COMMON	075887109	392	4547	SH	SOLE
D	BECTON DICKINSON & CO	COMMON	075887109	470	5460	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	464	4	SH	OTHER

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D	BERKSHIRE HATHAWAY INC CL A COMMON	084670108	11843	102 SH	SOLE
D	BERKSHIRE HATHAWAY INC CL A COMMON	084670108	464	4 SH	SOLE
D	BERKSHIRE HATHAWAY INC CL B COMMON	084670702	278	3594 SH	DEFINED
D	BERKSHIRE HATHAWAY INC CL B COMMON	084670702	605	7820 SH	OTHER
D	BERKSHIRE HATHAWAY INC CL B COMMON	084670702	1731	22373 SH	SOLE
D	BEST BUY INC COMMON	086516101	173	5507 SH	OTHER
D	BEST BUY INC COMMON	086516101	2142	68188 SH	SOLE
D	BHP BILLITON LTD SPONSORED ADR	088606108	330	3485 SH	DEFINED
D	BHP BILLITON LTD SPONSORED ADR	088606108	699	7388 SH	OTHER
D	BHP BILLITON LTD SPONSORED ADR	088606108	10669	112745 SH	SOLE
D	BIGLARI HLDGS INC COMMON	08986R101	1505	3848 SH	SOLE
D	BOEING CO COMMON	097023105	274	3711 SH	DEFINED
D	BOEING CO COMMON	097023105	974	13172 SH	OTHER
D	BOEING CO COMMON	097023105	8868	119951 SH	SOLE
D	BOEING CO COMMON	097023105	981	13265 SH	SOLE
D	BOSWELL J G CO COMMON	101205102	231	300 SH	SOLE
D	BP PLC SPONSORED ADR	055622104	273	6168 SH	OTHER
D	BP PLC SPONSORED ADR	055622104	1068	24109 SH	SOLE
D	BRISTOL MYERS SQUIBB CO COMMON	110122108	818	28257 SH	DEFINED
D	BRISTOL MYERS SQUIBB CO COMMON	110122108	795	27449 SH	OTHER
D	BRISTOL MYERS SQUIBB CO COMMON	110122108	449	15500 SH	SOLE
D	BRISTOL MYERS SQUIBB CO COMMON	110122108	2067	71387 SH	SOLE
D	CAMPBELL SOUP CO COMMON	134429109	124	3600 SH	OTHER
D	CAMPBELL SOUP CO COMMON	134429109	114	3300 SH	SOLE
D	CANADIAN NATL RY CO COMMON	136375102	22	277 SH	OTHER
D	CANADIAN NATL RY CO COMMON	136375102	311	3891 SH	SOLE
D	CAPITAL ONE FINL CORP COMMON	14040H105	406	7849 SH	OTHER
D	CAPITAL ONE FINL CORP COMMON	14040H105	9234	178709 SH	SOLE
D	CARNIVAL CORP COMMON	143658300	6	150 SH	OTHER
D	CARNIVAL CORP COMMON	143658300	369	9811 SH	SOLE
D	CATERPILLAR INC COMMON	149123101	4677	43933.9506 SH	DEFINED
D	CATERPILLAR INC COMMON	149123101	902	8474 SH	OTHER
D	CATERPILLAR INC COMMON	149123101	6785	63732 SH	SOLE
D	CATERPILLAR INC COMMON	149123101	580	5450 SH	SOLE
D	CENOVUS ENERGY INC COMMON	15135U109	6	165 SH	OTHER
D	CENOVUS ENERGY INC COMMON	15135U109	391	10370 SH	SOLE
D	CHEMBIO DIAGNOSTICS INC COMMON	163572100	27	60960 SH	SOLE
D	CHESAPEAKE ENERGY CORP COMMON	165167107	294	9900 SH	DEFINED
D	CHEVRON CORP COMMON	166764100	4070	39579 SH	DEFINED
D	CHEVRON CORP COMMON	166764100	4144	40293 SH	OTHER
D	CHEVRON CORP COMMON	166764100	26733	259945 SH	SOLE
D	CHEVRON CORP COMMON	166764100	1572	15290 SH	SOLE
D	CHICAGO BRIDGE & IRON CO COMMON	167250109	437	11245 SH	DEFINED
D	CHIMERA INVT CORP COMMON	16934Q109	23	6750 SH	OTHER
D	CHIMERA INVT CORP COMMON	16934Q109	95	27580 SH	SOLE
D	CHINA MILK PRODUCTS GRP LTD SPONSORED ADR	G2112C107	3	15000 SH	SOLE
D	CHUBB CORP COMMON	171232101	238	3798 SH	OTHER
D	CHUBB CORP COMMON	171232101	3514	56123 SH	SOLE
D	CIGNA CORP COMMON	125509109	393	7642 SH	DEFINED
D	CISCO SYS INC COMMON	17275R102	1205	77206.585 SH	DEFINED
D	CISCO SYS INC COMMON	17275R102	763	48909 SH	OTHER
D	CISCO SYS INC COMMON	17275R102	183	11750 SH	SOLE
D	CISCO SYS INC COMMON	17275R102	10103	647185 SH	SOLE
D	CITIGROUP INC COMMON	172967424	176	4237 SH	OTHER
D	CITIGROUP INC COMMON	172967424	345	8288 SH	SOLE

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D	CITRIX SYS INC	COMMON	177376100	22	275	SH	OTHER
D	CITRIX SYS INC	COMMON	177376100	302	3775	SH	SOLE
D	CLECO CORP	COMMON	12561W105	305	8760	SH	OTHER
D	CLECO CORP	COMMON	12561W105	89	2565	SH	SOLE
D	CLOROX CO	COMMON	189054109	118	1754	SH	OTHER
D	CLOROX CO	COMMON	189054109	388	5755	SH	SOLE
D	COACH INC	COMMON	189754104	64	1000	SH	OTHER
D	COACH INC	COMMON	189754104	1337	20918	SH	SOLE
D	COCA COLA CO	COMMON	191216100	1799	26742.1359	SH	DEFINED
D	COCA COLA CO	COMMON	191216100	1174	17448	SH	OTHER
D	COCA COLA CO	COMMON	191216100	6852	101830	SH	SOLE
D	COCA COLA CO	COMMON	191216100	602	8950	SH	SOLE
D	COLGATE PALMOLIVE CO	COMMON	194162103	762	8720	SH	DEFINED
D	COLGATE PALMOLIVE CO	COMMON	194162103	422	4826	SH	OTHER
D	COLGATE PALMOLIVE CO	COMMON	194162103	3757	42981	SH	SOLE
D	COLGATE PALMOLIVE CO	COMMON	194162103	1435	16416	SH	SOLE
D	COMCAST CORP	COMMON	20030N101	699	27597	SH	DEFINED
D	COMCAST CORP	COMMON	20030N101	28	1121	SH	OTHER
D	COMCAST CORP	COMMON	20030N101	334	13175	SH	SOLE
D	COMCAST CORP CL A SPL	COMMON	20030N200	654	27000	SH	SOLE
D	CON EDISON INC	COMMON	209115104	535	10050	SH	OTHER
D	CON EDISON INC	COMMON	209115104	2653	49825	SH	SOLE
D	CONOCOPHILLIPS	COMMON	20825C104	3658	48651	SH	DEFINED
D	CONOCOPHILLIPS	COMMON	20825C104	974	12959	SH	OTHER
D	CONOCOPHILLIPS	COMMON	20825C104	19951	265338	SH	SOLE
D	CONOCOPHILLIPS	COMMON	20825C104	1062	14125	SH	SOLE
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	7	125	SH	OTHER
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	391	6552	SH	SOLE
D	CORNING INC	COMMON	219350105	719	39605	SH	DEFINED
D	CORNING INC	COMMON	219350105	654	36030	SH	OTHER
D	CORNING INC	COMMON	219350105	8350	460076	SH	SOLE
D	CORNING INC	COMMON	219350105	205	11300	SH	SOLE
D	CORPORATE PROPERTY ASSOCIAT	COMMON	22002Y107	168	16000	SH	SOLE
D	COSTCO WHSL CORP	COMMON	22160K105	394	4846	SH	OTHER
D	COSTCO WHSL CORP	COMMON	22160K105	5672	69815	SH	SOLE
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	12	219	SH	OTHER
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	776	14587	SH	SOLE
D	CRANE CO	COMMON	224399105	223	4513	SH	SOLE
D	CRYSTAL ROCK HOLDINGS INC	COMMON	22940F103	15	20000	SH	DEFINED
D	CSX CORP	COMMON	126408103	2156	82233	SH	DEFINED
D	CSX CORP	COMMON	126408103	2149	81964	SH	OTHER
D	CSX CORP	COMMON	126408103	8157	311100	SH	SOLE
D	CSX CORP	COMMON	126408103	240	9150	SH	SOLE
D	CUMMINS INC	COMMON	231021106	3030	29280	SH	DEFINED
D	CVS CAREMARK CORP	COMMON	126650100	380	10100	SH	DEFINED
D	CVS CAREMARK CORP	COMMON	126650100	570	15172	SH	OTHER
D	CVS CAREMARK CORP	COMMON	126650100	11703	311426	SH	SOLE
D	CVS CAREMARK CORP	COMMON	126650100	366	9750	SH	SOLE
D	DANAHER CORP	COMMON	235851102	470	8861	SH	OTHER
D	DANAHER CORP	COMMON	235851102	4609	86980	SH	SOLE
D	DARDEN RESTAURANTS INC	COMMON	237194105	167	3350	SH	OTHER
D	DARDEN RESTAURANTS INC	COMMON	237194105	1433	28801	SH	SOLE
D	DEERE & CO	COMMON	244199105	3793	46000	SH	DEFINED
D	DEERE & CO	COMMON	244199105	541	6559	SH	OTHER
D	DEERE & CO	COMMON	244199105	379	4600	SH	SOLE

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D	DEERE & CO	COMMON	244199105	12132	147139	SH	SOLE
D	DELL INC	COMMON	24702R101	155	9305	SH	OTHER
D	DELL INC	COMMON	24702R101	8155	489232	SH	SOLE
D	DEVON ENERGY CORP	COMMON	25179M103	627	7950	SH	DEFINED
D	DEVON ENERGY CORP	COMMON	25179M103	183	2317	SH	OTHER
D	DEVON ENERGY CORP	COMMON	25179M103	8902	112951	SH	SOLE
D	DIAGEO PLC	SPONSORED ADR	25243Q205	165	2015	SH	OTHER
D	DIAGEO PLC	SPONSORED ADR	25243Q205	536	6543	SH	SOLE
D	DISCOVER FINL SVCS	COMMON	254709108	404	15118	SH	SOLE
D	DISNEY (WALT) CO	COMMON	254687106	977	25026	SH	DEFINED
D	DISNEY (WALT) CO	COMMON	254687106	599	15339	SH	OTHER
D	DISNEY (WALT) CO	COMMON	254687106	15430	395228	SH	SOLE
D	DOCUMENT SECURITYSYSTEMS	COMMON	25614T101	104	33000	SH	SOLE
D	DOMINION RES INC VA	COMMON	25746U109	317	6572	SH	OTHER
D	DOMINION RES INC VA	COMMON	25746U109	3047	63117	SH	SOLE
D	DOVER CORP	COMMON	260003108	569	8389	SH	OTHER
D	DOVER CORP	COMMON	260003108	3039	44824	SH	SOLE
D	DOW CHEM CO	COMMON	260543103	274	7598	SH	DEFINED
D	DOW CHEM CO	COMMON	260543103	554	15384	SH	OTHER
D	DOW CHEM CO	COMMON	260543103	3114	86504	SH	SOLE
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	631	11682	SH	DEFINED
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	1689	31257	SH	OTHER
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	12143	224669	SH	SOLE
D	DUKE ENERGY CORP	COMMON	26441C105	76	4038	SH	OTHER
D	DUKE ENERGY CORP	COMMON	26441C105	138	7340	SH	SOLE
D	E M C CORP MASS	COMMON	268648102	3555	129036	SH	DEFINED
D	E M C CORP MASS	COMMON	268648102	915	33196	SH	OTHER
D	E M C CORP MASS	COMMON	268648102	201	7300	SH	SOLE
D	E M C CORP MASS	COMMON	268648102	13879	503762	SH	SOLE
D	EASTMAN CHEMICAL CO	COMMON	277432100	262	2570	SH	DEFINED
D	EATON CORP	COMMON	278058102	753	14631	SH	SOLE
D	EBAY INC	COMMON	278642103	69	2150	SH	OTHER
D	EBAY INC	COMMON	278642103	319	9889	SH	SOLE
D	ECOLAB INC	COMMON	278865100	319	5666	SH	SOLE
D	EDWARDS LIFESCIENCES CORP	COMMON	28176E108	307	3520	SH	DEFINED
D	ELAN CORP PLC	SPONSORED ADR	284131208	953	83808	SH	DEFINED
D	EMERSON ELEC CO	COMMON	291011104	790	14045	SH	DEFINED
D	EMERSON ELEC CO	COMMON	291011104	571	10147	SH	OTHER
D	EMERSON ELEC CO	COMMON	291011104	4656	82782	SH	SOLE
D	EMERSON ELEC CO	COMMON	291011104	208	3700	SH	SOLE
D	ENCANA CORP	COMMON	292505104	5	165	SH	OTHER
D	ENCANA CORP	COMMON	292505104	426	13845	SH	SOLE
D	ENERGY SELECT SECTOR SPDR	OTHER	81369Y506	24	320	SH	OTHER
D	ENERGY SELECT SECTOR SPDR	OTHER	81369Y506	1238	16432	SH	SOLE
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	206	4767	SH	OTHER
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	372	8607	SH	SOLE
D	EXELON CORP	COMMON	30161N101	335	7830	SH	OTHER
D	EXELON CORP	COMMON	30161N101	4304	100468	SH	SOLE

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D	EXPRESS SCRIPTS INC	COMMON	302182100	689	12770	SH	OTHER
D	EXPRESS SCRIPTS INC	COMMON	302182100	7500	138945	SH	SOLE
D	EXXON MOBIL CORP	COMMON	30231G102	6577	80814	SH	DEFINED
D	EXXON MOBIL CORP	COMMON	30231G102	8144	100078	SH	DEFINED
D	EXXON MOBIL CORP	COMMON	30231G102	35184	431,113	SH	DEFINED
D	EXXON MOBIL CORP	COMMON	30231G102	2124	26099	SH	SOLE
D	FANNIE MAE	COMMON	313586109	12	37150	SH	SOLE
D	FEDERAL HOME LN MTG CORP	COMMON	313400624	36	12200	SH	DEFINED
D	FEDEX CORP	COMMON	31428X106	562	5925	SH	DEFINED
D	FEDEX CORP	COMMON	31428X106	15	160	SH	OTHER
D	FEDEX CORP	COMMON	31428X106	242	2550	SH	SOLE
D	FEDEX CORP	COMMON	31428X106	202	2129	SH	SOLE
D	FINANCIAL SELECT SECTOR SPD	OTHER	81369Y605	291	18950	SH	DEFINED
D	FIRST BANCORP INC ME	COMMON	31866P102	89	6000	SH	OTHER
D	FIRST BANCORP INC ME	COMMON	31866P102	70	4716	SH	SOLE
D	FIRST NIAGARA FINL GP INC U	COMMON	33582V108	733	55550	SH	DEFINED
D	FIRST TRUST HEALTH CARE ALP	COMMON	33734X143	469	15700	SH	DEFINED
D	FIRSTENERGY CORP	COMMON	337932107	121	2739	SH	OTHER
D	FIRSTENERGY CORP	COMMON	337932107	503	11391	SH	SOLE
D	FISERV INC	COMMON	337738108	8	120	SH	OTHER
D	FISERV INC	COMMON	337738108	348	5555	SH	SOLE
D	FLIR SYS INC	COMMON	302445101	202	6000	SH	SOLE
D	FORTUNE BRANDS INC	COMMON	349631101	75	1180	SH	OTHER
D	FORTUNE BRANDS INC	COMMON	349631101	387	6064	SH	SOLE
D	FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	1379	26066	SH	DEFINED
D	FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	36	678	SH	OTHER
D	FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	277	5232	SH	SOLE
D	FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	238	4500	SH	SOLE
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	141	17418	SH	OTHER
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	274	33929	SH	SOLE
D	FRONTIER OIL CORP	COMMON	35914P105	26	800	SH	OTHER
D	FRONTIER OIL CORP	COMMON	35914P105	534	16525	SH	SOLE
D	GANNETT INC	COMMON	364730101	199	13900	SH	SOLE
D	GENERAL DYNAMICS CORP	COMMON	369550108	415	5564	SH	OTHER
D	GENERAL DYNAMICS CORP	COMMON	369550108	6455	86621	SH	SOLE
D	GENERAL ELEC CAP CORP	COMMON	369622519	41	1600	SH	OTHER
D	GENERAL ELEC CAP CORP	COMMON	369622519	215	8500	SH	SOLE
D	GENERAL ELECTRIC CO	COMMON	369604103	2055	108949.4684	SH	DEFINED
D	GENERAL ELECTRIC CO	COMMON	369604103	2634	139644	SH	OTHER
D	GENERAL ELECTRIC CO	COMMON	369604103	16543	877152	SH	SOLE
D	GENERAL ELECTRIC CO	COMMON	369604103	718	38072	SH	SOLE
D	GENERAL MILLS INC	COMMON	370334104	555	14920	SH	DEFINED
D	GENERAL MILLS INC	COMMON	370334104	1082	29062	SH	OTHER
D	GENERAL MILLS INC	COMMON	370334104	5994	161037	SH	SOLE
D	GENERAL MTRS CO	COMMON	37045V100	346	11401	SH	DEFINED
D	GENUINE PARTS CO	COMMON	372460105	801	14716	SH	OTHER
D	GENUINE PARTS CO	COMMON	372460105	14955	274900	SH	SOLE
D	GILEAD SCIENCES INC	COMMON	375558103	449	10835	SH	DEFINED
D	GILEAD SCIENCES INC	COMMON	375558103	470	11352	SH	OTHER
D	GILEAD SCIENCES INC	COMMON	375558103	10198	246280	SH	SOLE
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	520	12125	SH	DEFINED
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	201	4685	SH	OTHER
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	107	2505	SH	SOLE
D	GOLDMAN SACHS GP PFD	PREFERRED STOCK	38145X111	228	9150	SH	DEFINED

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D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	1125	8455 SH	DEFINED
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	7	50 SH	OTHER
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	704	5290 SH	SOLE
D	GOOGLE INC	COMMON	38259P508	600	1185 SH	OTHER
D	GOOGLE INC	COMMON	38259P508	7550	14910 SH	SOLE
D	GREEN MTN COFFEE ROASTERS I	COMMON	393122106	529	5925 SH	SOLE
D	HALLIBURTON CO	COMMON	406216101	1015	19900 SH	DEFINED
D	HALLIBURTON CO	COMMON	406216101	214	4200 SH	OTHER
D	HALLIBURTON CO	COMMON	406216101	242	4750 SH	SOLE
D	HARRIS CORP DEL	COMMON	413875105	33	729 SH	OTHER
D	HARRIS CORP DEL	COMMON	413875105	674	14962 SH	SOLE
D	HCP INC	COMMON	40414L109	18	495 SH	OTHER
D	HCP INC	COMMON	40414L109	267	7270 SH	SOLE
D	HEALTH CARE REIT INC	COMMON	42217K106	18	350 SH	OTHER
D	HEALTH CARE REIT INC	COMMON	42217K106	322	6138 SH	SOLE
D	HEINZ (H.J.) CO	COMMON	423074103	590	11080 SH	DEFINED
D	HEINZ (H.J.) CO	COMMON	423074103	238	4464 SH	OTHER
D	HEINZ (H.J.) CO	COMMON	423074103	706	13243 SH	SOLE
D	HESS CORP	COMMON	42809H107	456	6100 SH	DEFINED
D	HEWLETT PACKARD CO	COMMON	428236103	868	23838 SH	DEFINED
D	HEWLETT PACKARD CO	COMMON	428236103	821	22560 SH	OTHER
D	HEWLETT PACKARD CO	COMMON	428236103	7616	209243 SH	SOLE
D	HOME DEPOT INC	COMMON	437076102	1134	31296 SH	DEFINED
D	HOME DEPOT INC	COMMON	437076102	1105	30519 SH	OTHER
D	HOME DEPOT INC	COMMON	437076102	15684	433034 SH	SOLE
D	HONEYWELL INTL INC	COMMON	438516106	1156	19392 SH	DEFINED
D	HONEYWELL INTL INC	COMMON	438516106	542	9097 SH	OTHER
D	HONEYWELL INTL INC	COMMON	438516106	4775	80123 SH	SOLE
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	20	401 SH	OTHER
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	290	5837 SH	SOLE
D	HUABAO INTL HLDGS LTD	SPONSORED ADR	G4639H122	32	30000 SH	OTHER
D	HUBBELL INC CLASS B	COMMON	443510201	357	5502 SH	DEFINED
D	HUBBELL INC CLASS B	COMMON	443510201	227	3500 SH	OTHER
D	HUBBELL INC CLASS B	COMMON	443510201	63	975 SH	SOLE
D	HUNT J B TRANS SVCS INC	COMMON	445658107	201	4275 SH	SOLE
D	HYFLUX LTD	SPONSORED ADR	Y3817K105	45	28000 SH	OTHER
D	IDEXX LABS INC	COMMON	45168D104	131	1683 SH	OTHER
D	IDEXX LABS INC	COMMON	45168D104	1126	14517 SH	SOLE
D	ILLINOIS TOOL WKS INC	COMMON	452308109	247	4365 SH	OTHER
D	ILLINOIS TOOL WKS INC	COMMON	452308109	2130	37710 SH	SOLE
D	ILLINOIS TOOL WKS INC	COMMON	452308109	294	5200 SH	SOLE
D	INTEL CORP	COMMON	458140100	554	24983.7793 SH	DEFINED
D	INTEL CORP	COMMON	458140100	1587	71613 SH	OTHER
D	INTEL CORP	COMMON	458140100	19164	864814 SH	SOLE
D	INTL BUSINESS MACHS	COMMON	459200101	2756	16063 SH	DEFINED
D	INTL BUSINESS MACHS	COMMON	459200101	3695	21537 SH	OTHER
D	INTL BUSINESS MACHS	COMMON	459200101	16370	95423 SH	SOLE
D	INTL BUSINESS MACHS	COMMON	459200101	2762	16099 SH	SOLE
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	2425	23111 SH	DEFINED
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	1591	15156 SH	SOLE
D	ISHARES BARCLAYS 3-7 YR	OTHER	464288661	455	3886 SH	SOLE
D	ISHARES COMEX GOLD TR	OTHER	464285105	145	9900 SH	OTHER
D	ISHARES COMEX GOLD TR	OTHER	464285105	598	40870 SH	SOLE
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	428	5410 SH	DEFINED
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	1029	13005 SH	SOLE

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D	ISHARES DJ US HEALTHCARE SE	OTHER	464287762	299	4050	SH	SOLE
D	ISHARES INC MSCI BRAZIL IND	OTHER	464286400	230	3129.9554	SH	DEFINED
D	ISHARES INCMSCI PACIFIC EX	OTHER	464286665	228	4797	SH	DEFINED
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	650	7715	SH	DEFINED
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	218	2590	SH	SOLE
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	9363	84625.274	SH	DEFINED
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	777	7025	SH	SOLE
D	ISHARES NASDAQ BIOTECH INDE	OTHER	464287556	531	4975	SH	DEFINED
D	ISHARES RUSSELL 1000 GROWTH	OTHER	464287614	348	5715	SH	DEFINED
D	ISHARES RUSSELL 1000 INDEX	OTHER	464287622	653	8834	SH	DEFINED
D	ISHARES RUSSELL 2000 INDEX	OTHER	464287655	978	11810	SH	DEFINED
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	2778	25404.9776	SH	DEFINED
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	249	2277.877	SH	SOLE
D	ISHARES S & P GLOBAL ENERGY	OTHER	464287341	535	12811	SH	DEFINED
D	ISHARES S & P GLOBAL HEALTH	OTHER	464287325	485	8348	SH	DEFINED
D	ISHARES S & P GLOBAL HEALTH	OTHER	464287325	7	125	SH	OTHER
D	ISHARES S & P GLOBAL HEALTH	OTHER	464287325	249	4275	SH	SOLE
D	ISHARES S&P 500 BARRA VALUE	OTHER	464287408	1267	20435	SH	DEFINED
D	ISHARES S&P 500 GROWTH INDE	OTHER	464287309	1459	20994.6206	SH	DEFINED
D	ISHARES S&P 500 INDEX	OTHER	464287200	1413	10668.4106	SH	DEFINED
D	ISHARES TR	OTHER	464287689	448	5655	SH	OTHER
D	ISHARES TR DJ US OIL & GAS	OTHER	464288851	695	10020	SH	DEFINED
D	ISHARES TR DJ US OIL & GAS	OTHER	464288851	207	2990	SH	SOLE
D	ISHARES TR MSCI EAFE INDEX	OTHER	464287465	682	11348	SH	DEFINED
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	613	12885	SH	DEFINED
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	342	7177	SH	SOLE
D	ISHARES TR S&P MIDCAP 400 G	OTHER	464287606	345	3110	SH	DEFINED
D	ISHARES TR S&P MIDCAP 400 I	OTHER	464287507	283	2894	SH	DEFINED
D	ISHARES VANGUARD SMALLCAP	COMMON	922908751	832	10655	SH	DEFINED
D	ITT CORP	COMMON	450911102	177	3008	SH	OTHER
D	ITT CORP	COMMON	450911102	3362	57049	SH	SOLE
D	JOHNSON & JOHNSON	COMMON	478160104	3353	50410	SH	DEFINED
D	JOHNSON & JOHNSON	COMMON	478160104	3457	51975	SH	OTHER
D	JOHNSON & JOHNSON	COMMON	478160104	19686	295948	SH	SOLE
D	JOHNSON & JOHNSON	COMMON	478160104	2138	32134.4864	SH	SOLE
D	JOHNSON CONTROLS INC	COMMON	478366107	244	5850	SH	DEFINED
D	JOHNSON CONTROLS INC	COMMON	478366107	124	2985	SH	OTHER
D	JOHNSON CONTROLS INC	COMMON	478366107	381	9152	SH	SOLE
D	JP MORGAN CHASE & CO	COMMON	46625H100	2887	70524	SH	DEFINED
D	JP MORGAN CHASE & CO	COMMON	46625H100	2338	57119	SH	OTHER
D	JP MORGAN CHASE & CO	COMMON	46625H100	14932	364739	SH	SOLE
D	JP MORGAN CHASE & CO	COMMON	46625H100	359	8767	SH	SOLE
D	JPMORGAN TR II	COMMON	4812C0357	400	34600.992	SH	DEFINED
D	KELLOGG CO	COMMON	487836108	134	2419	SH	OTHER
D	KELLOGG CO	COMMON	487836108	338	6102	SH	SOLE
D	KIMBERLY CLARK CORP	COMMON	494368103	286	4300	SH	DEFINED
D	KIMBERLY CLARK CORP	COMMON	494368103	545	8190	SH	OTHER
D	KIMBERLY CLARK CORP	COMMON	494368103	3903	58638	SH	SOLE
D	KIMCO REALTY CORP	COMMON	49446R109	280	15000	SH	SOLE
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	468	6441.1102	SH	DEFINED
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	138	1900	SH	OTHER
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	393	5410	SH	SOLE
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	235	3588	SH	OTHER
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	115	1755	SH	SOLE
D	KRAFT FOODS INC	COMMON	50075N104	200	5691	SH	DEFINED

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D	KRAFT FOODS INC	COMMON	50075N104	400	11360	SH	OTHER
D	KRAFT FOODS INC	COMMON	50075N104	1028	29166	SH	SOLE
D	L-3 COMMUNICATIONS HLDGS IN	COMMON	502424104	302	3450	SH	DEFINED
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	203	2102	SH	OTHER
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	2857	29518	SH	SOLE
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	333	6400	SH	OTHER
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	43	818	SH	SOLE
D	LILLY ELI & CO	COMMON	532457108	188	5001	SH	OTHER
D	LILLY ELI & CO	COMMON	532457108	1399	37272	SH	SOLE
D	LINN ENERGY LLC	COMMON	536020100	754	19298	SH	OTHER
D	LINN ENERGY LLC	COMMON	536020100	1093	27970	SH	SOLE
D	LOCKHEED MARTIN CORP	COMMON	539830109	27	333	SH	OTHER
D	LOCKHEED MARTIN CORP	COMMON	539830109	207	2555	SH	SOLE
D	LOWES COMPANIES	COMMON	548661107	529	22693	SH	DEFINED
D	LOWES COMPANIES	COMMON	548661107	183	7845	SH	OTHER
D	LOWES COMPANIES	COMMON	548661107	1071	45935	SH	SOLE
D	MACDERMID HOLDINGS LLC	COMMON	992161772	248	247851.42	SH	SOLE
D	MACDERMID HOLDINGS LLC PFD	PREFERRED					
		STOCK	992161780	1684	1684.33	SH	SOLE
D	MARATHON OIL CORP	COMMON	565849106	1178	22368	SH	DEFINED
D	MARATHON OIL CORP	COMMON	565849106	50	946	SH	OTHER
D	MARATHON OIL CORP	COMMON	565849106	298	5657	SH	SOLE
D	MARKET VECTORS COAL	COMMON	57060U837	400	8425	SH	DEFINED
D	MARKET VECTORS ETF TR	COMMON	57060U605	2968	55174.7555	SH	DEFINED
D	MARKET VECTORS ETF TR	COMMON	57060U100	33	600	SH	OTHER
D	MARKET VECTORS ETF TR	COMMON	57060U100	469	8590	SH	SOLE
D	MARKET VECTORS ETF TR	COMMON	57060U605	210	3905	SH	SOLE
D	MARSH & MCLENNAN COS INC	COMMON	571748102	450	14413	SH	SOLE
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	55	1400	SH	OTHER
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	378	9605	SH	SOLE
D	MATTEL INC	COMMON	577081102	302	11000	SH	SOLE
D	MCCORMICK & CO INC COM NON	COMMON	579780206	185	3723	SH	OTHER
D	MCCORMICK & CO INC COM NON	COMMON	579780206	3112	62780	SH	SOLE
D	MCDONALDS CORP	COMMON	580135101	2442	28963	SH	DEFINED
D	MCDONALDS CORP	COMMON	580135101	1494	17714	SH	OTHER
D	MCDONALDS CORP	COMMON	580135101	449	5321	SH	SOLE
D	MCDONALDS CORP	COMMON	580135101	16179	191874	SH	SOLE
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	587	10388	SH	DEFINED
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	143	2536	SH	OTHER
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	221	3915	SH	SOLE
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	286	5056	SH	SOLE
D	MEDTRONIC INC	COMMON	585055106	430	11150	SH	DEFINED
D	MEDTRONIC INC	COMMON	585055106	210	5445	SH	OTHER
D	MEDTRONIC INC	COMMON	585055106	2934	76153	SH	SOLE
D	MERCHANTS BANCSHARES	COMMON	588448100	210	8596	SH	SOLE
D	MERCK & CO INC	COMMON	58933Y105	528	14969	SH	DEFINED
D	MERCK & CO INC	COMMON	58933Y105	865	24518	SH	OTHER
D	MERCK & CO INC	COMMON	58933Y105	2008	56909	SH	SOLE

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D	MERCK & CO INC	COMMON	58933Y105	208	5890	SH	SOLE
D	METLIFE INC	COMMON	59156R108	506	11532	SH	OTHER
D	METLIFE INC	COMMON	59156R108	5738	130787	SH	SOLE
D	METLIFE INC 5.875	COMMON	59156R405	280	10900	SH	DEFINED
D	MFA FINANCIAL INC	COMMON	55272X102	32	4000	SH	OTHER
D	MFA FINANCIAL INC	COMMON	55272X102	71	8800	SH	SOLE
D	MICROSOFT CORP	COMMON	594918104	1122	43147	SH	DEFINED
D	MICROSOFT CORP	COMMON	594918104	1170	45006	SH	OTHER
D	MICROSOFT CORP	COMMON	594918104	18306	704076	SH	SOLE
D	MICROSOFT CORP	COMMON	594918104	607	23349	SH	SOLE
D	MIMEDX GROUP INC	COMMON	602496101	10	10000	SH	SOLE
D	MONSANTO CO	COMMON	61166W101	518	7144	SH	DEFINED
D	MONSANTO CO	COMMON	61166W101	325	4487	SH	OTHER
D	MONSANTO CO	COMMON	61166W101	202	2789	SH	SOLE
D	MONSANTO CO	COMMON	61166W101	377	5194	SH	SOLE
D	MORGAN STANLEY	COMMON	617446448	260	11311.2788	SH	DEFINED
D	MORGAN STANLEY	COMMON	617446448	5	200	SH	OTHER
D	MORGAN STANLEY	COMMON	617446448	710	30846	SH	SOLE
D	NASDAQ OMX GROUP INC	COMMON	631103108	38	1500	SH	SOLE
D	NATIONAL FUEL GAS CO N J	COMMON	636180101	29	400	SH	OTHER
D	NATIONAL FUEL GAS CO N J	COMMON	636180101	301	4129	SH	SOLE
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	20	251	SH	OTHER
D	NATIONAL OILWELL VARCO INC	COMMON	637071101	235	3006	SH	SOLE
D	NAUGATUCK VY FINL CORP	COMMON	63906P107	154	19437.144	SH	SOLE
D	NESTLE S A	SPONSORED ADR	641069406	67	1082	SH	OTHER
D	NESTLE S A	SPONSORED ADR	641069406	485	7812	SH	SOLE
D	NEUROPTIX CORP SER A	COMMON	64125XXX6	31	20913	SH	SOLE
D	NEXTERA ENERGY INC	COMMON	65339F101	359	6253	SH	DEFINED
D	NEXTERA ENERGY INC	COMMON	65339F101	697	12138	SH	OTHER
D	NEXTERA ENERGY INC	COMMON	65339F101	8210	142876	SH	SOLE
D	NIKE INC	COMMON	654106103	261	2900	SH	DEFINED
D	NOBLE CORPORATION BAAR	COMMON	H5833N103	11	290	SH	OTHER
D	NOBLE CORPORATION BAAR	COMMON	H5833N103	226	5725	SH	SOLE
D	NOKIA CORP	SPONSORED ADR	654902204	135	21101	SH	DEFINED
D	NOKIA CORP	SPONSORED ADR	654902204	56	8703	SH	OTHER
D	NOKIA CORP	SPONSORED ADR	654902204	575	89596	SH	SOLE
D	NORFOLK SOUTHERN CORP	COMMON	655844108	1097	14645	SH	OTHER
D	NORFOLK SOUTHERN CORP	COMMON	655844108	45	600	SH	SOLE
D	NORFOLK SOUTHERN CORP	COMMON	655844108	1444	19269	SH	SOLE
D	NORTHEAST UTILS	COMMON	664397106	15	437	SH	OTHER
D	NORTHEAST UTILS	COMMON	664397106	219	6215	SH	SOLE
D	NORWOOD RES LTD	SPONSORED ADR	669958100	0	31470	SH	SOLE
D	NOVARTIS AG	SPONSORED ADR	66987V109	215	3514	SH	OTHER
D	NOVARTIS AG	SPONSORED ADR	66987V109	2341	38303	SH	SOLE
D	NUCOR CORP	COMMON	670346105	941	22820	SH	DEFINED
D	NVIDIA CORP	COMMON	67066G104	79	4986	SH	OTHER
D	NVIDIA CORP	COMMON	67066G104	2344	147107	SH	SOLE
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	4075	39165	SH	DEFINED
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	643	6185	SH	OTHER
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	288	2770	SH	SOLE
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	10572	101618	SH	SOLE
D	OMNICOM GROUP INC	COMMON	681919106	444	9216	SH	OTHER
D	OMNICOM GROUP INC	COMMON	681919106	7962	165333	SH	SOLE
D	OPPENHEIMER DEVELOPING MK	COMMON	683974109	1104	30718.821	SH	DEFINED
D	ORACLE CORP	COMMON	68389X105	4441	134943	SH	DEFINED

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D	ORACLE CORP	COMMON	68389X105	553	16802	SH	OTHER
D	ORACLE CORP	COMMON	68389X105	5546	168509	SH	SOLE
D	ORACLE CORP	COMMON	68389X105	325	9880	SH	SOLE
D	PARKER HANNIFIN CORP	COMMON	701094104	542	6045	SH	DEFINED
D	PATTERSON COS INC	COMMON	703395103	34	1025	SH	OTHER
D	PATTERSON COS INC	COMMON	703395103	1584	48167	SH	SOLE
D	PAYCHEX INC	COMMON	704326107	123	4020	SH	OTHER
D	PAYCHEX INC	COMMON	704326107	130	4219	SH	SOLE
D	PEABODY ENERGY CORP	COMMON	704549104	460	7802.7559	SH	DEFINED
D	PENGROWTH ENERGY CORP	COMMON	70706P104	75	6000	SH	OTHER
D	PENGROWTH ENERGY CORP	COMMON	70706P104	50	4000	SH	SOLE
D	PEOPLE'S UNITED FINANCIAL	COMMON	712704105	732	54497	SH	DEFINED
D	PEPSICO INC	COMMON	713448108	1746	24790	SH	DEFINED
D	PEPSICO INC	COMMON	713448108	1248	17713	SH	OTHER
D	PEPSICO INC	COMMON	713448108	9370	133037	SH	SOLE
D	PEPSICO INC	COMMON	713448108	361	5125	SH	SOLE
D	PFIZER INC	COMMON	717081103	1278	62054.4303	SH	DEFINED
D	PFIZER INC	COMMON	717081103	1458	70753	SH	OTHER
D	PFIZER INC	COMMON	717081103	10959	532002	SH	SOLE
D	PFIZER INC	COMMON	717081103	939	45600	SH	SOLE
D	PHILIP MORRIS INTL INC	COMMON	718172109	568	8512	SH	DEFINED
D	PHILIP MORRIS INTL INC	COMMON	718172109	1413	21160	SH	OTHER
D	PHILIP MORRIS INTL INC	COMMON	718172109	4161	62316	SH	SOLE
D	PHOENIX COS INC	COMMON	71902E109	25	10000	SH	DEFINED
D	PITNEY BOWES INC	COMMON	724479100	46	2008	SH	OTHER
D	PITNEY BOWES INC	COMMON	724479100	179	7780	SH	SOLE
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	152	3745	SH	OTHER
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	227	5600	SH	SOLE
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	1050	25907	SH	SOLE
D	POTASH CORP SASK INC	COMMON	73755L107	15	270	SH	OTHER
D	POTASH CORP SASK INC	COMMON	73755L107	255	4470	SH	SOLE
D	POWERSHARES DB BASE METALS	COMMON	73936B705	304	12735	SH	DEFINED
D	POWERSHARES QQQ(TM)	COMMON	73935A104	406	7124	SH	DEFINED
D	POWERSHARES WATER RESOURCES	COMMON	73935X575	6	325	SH	OTHER
D	POWERSHARES WATER RESOURCES	COMMON	73935X575	311	16050	SH	SOLE
D	PPG INDS INC	COMMON	693506107	281	3100	SH	DEFINED
D	PRAXAIR INC	COMMON	74005P104	512	4722	SH	OTHER
D	PRAXAIR INC	COMMON	74005P104	1786	16473	SH	SOLE
D	PRECISION CASTPARTS CORP	COMMON	740189105	2420	14695	SH	DEFINED
D	PRICE T ROWE GROUP INC	COMMON	74144T108	150	2486	SH	OTHER
D	PRICE T ROWE GROUP INC	COMMON	74144T108	1174	19450	SH	SOLE
D	PROCTER & GAMBLE CO	COMMON	742718109	1190	18715	SH	DEFINED
D	PROCTER & GAMBLE CO	COMMON	742718109	2301	36201	SH	OTHER
D	PROCTER & GAMBLE CO	COMMON	742718109	11516	181147	SH	SOLE
D	PROCTER & GAMBLE CO	COMMON	742718109	1620	25484	SH	SOLE
D	PROGRESS ENERGY INC	COMMON	743263105	171	3564	SH	OTHER
D	PROGRESS ENERGY INC	COMMON	743263105	2145	44686	SH	SOLE
D	PROVIDENT ENERGY LTD	SPONSORED ADR	74386V100	141	15747	SH	OTHER
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	732	11508.4441	SH	DEFINED
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	464	7298	SH	OTHER
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	8589	135075	SH	SOLE
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	83	2549	SH	OTHER
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	177	5438	SH	SOLE
D	QUALCOMM INC	COMMON	747525103	3329	58622.7882	SH	DEFINED
D	QUALCOMM INC	COMMON	747525103	39	695	SH	OTHER

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D	QUALCOMM INC	COMMON	747525103	1053	18544	SH	SOLE
D	RAYONIER INC	COMMON	754907103	242	3710	SH	DEFINED
D	RAYTHEON CO	COMMON	755111507	207	4150	SH	OTHER
D	RAYTHEON CO	COMMON	755111507	41	825	SH	SOLE
D	RBS CAPITAL FND TRUST VII	PREFERRED					
		STOCK	74928P207	162	11000	SH	DEFINED
D	RESEARCH IN MOTION LTD	SPONSORED ADR	760975102	149	5164	SH	OTHER
D	RESEARCH IN MOTION LTD	SPONSORED ADR	760975102	1564	54205	SH	SOLE
D	RIO TINTO PLC	SPONSORED ADR	767204100	160	2218	SH	OTHER
D	RIO TINTO PLC	SPONSORED ADR	767204100	296	4094	SH	SOLE
D	ROCKWELL AUTOMATION INC	COMMON	773903109	4	50	SH	OTHER
D	ROCKWELL AUTOMATION INC	COMMON	773903109	203	2335	SH	SOLE
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	370	5200	SH	DEFINED
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	583	8197	SH	OTHER
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	1737	24423	SH	SOLE
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	162	2254	SH	OTHER
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	320	4462	SH	SOLE
D	ROYCE VALUE TRUST INC	COMMON	780910105	488	32741	SH	DEFINED
D	RYDEX S&P MIDCAP 400 PURE G	COMMON	78355W601	384	4330	SH	DEFINED
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	1071	12400	SH	DEFINED
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	1452	16801	SH	OTHER
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	233	2700	SH	SOLE
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	12953	149915	SH	SOLE
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	10	295	SH	OTHER
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	1264	37750	SH	SOLE
D	SEMPRA ENERGY	COMMON	816851109	334	6318	SH	DEFINED
D	SHERWIN WILLIAMS CO	COMMON	824348106	403	4800	SH	SOLE
D	SIGMA-ALDRICH CORP	COMMON	826552101	279	3800	SH	DEFINED
D	SIGMA-ALDRICH CORP	COMMON	826552101	875	11924	SH	SOLE
D	SIMON PPTY GROUP INC	COMMON	828806109	237	2037	SH	OTHER
D	SIMON PPTY GROUP INC	COMMON	828806109	158	1358	SH	SOLE
D	SMUCKER J M CO COM	COMMON	832696405	23	297	SH	OTHER
D	SMUCKER J M CO COM	COMMON	832696405	398	5209	SH	SOLE
D	SOUTHERN CO	COMMON	842587107	795	19686	SH	OTHER
D	SOUTHERN CO	COMMON	842587107	2476	61321	SH	SOLE
D	SPDR GOLD TRUST	OTHER	78463V107	385	2635	SH	DEFINED
D	SPDR GOLD TRUST	OTHER	78463V107	245	1675	SH	SOLE
D	SPDR METALS & MINING ETF	COMMON	78464A755	780	11245	SH	DEFINED
D	SPDR S&P INTERNATIONAL DIVI	OTHER	78463X772	310	5260	SH	DEFINED
D	SPDR SER TRST MS TECHNOLOGY	OTHER	78464A102	987	15083	SH	DEFINED
D	SPDR SER TRST MS TECHNOLOGY	OTHER	78464A102	254	3882	SH	SOLE
D	SPECTRA ENERGY CORP	COMMON	847560109	377	13760	SH	DEFINED
D	SPECTRA ENERGY CORP	COMMON	847560109	24	864	SH	OTHER
D	SPECTRA ENERGY CORP	COMMON	847560109	1024	37350	SH	SOLE
D	STANLEY BLACK & DECKER INC	COMMON	854502101	516	7156	SH	DEFINED
D	STANLEY BLACK & DECKER INC	COMMON	854502101	72	1000	SH	OTHER
D	STANLEY BLACK & DECKER INC	COMMON	854502101	888	12320	SH	SOLE
D	STAPLES INC	COMMON	855030102	192	12150	SH	DEFINED
D	STAPLES INC	COMMON	855030102	118	7444	SH	OTHER
D	STAPLES INC	COMMON	855030102	1723	109062	SH	SOLE
D	STARBUCKS CORP	COMMON	855244109	209	5300	SH	DEFINED
D	STARBUCKS CORP	COMMON	855244109	12	310	SH	OTHER
D	STARBUCKS CORP	COMMON	855244109	197	4991	SH	SOLE
D	STATE STREET CORP	COMMON	857477103	771	17098	SH	DEFINED
D	STATE STREET CORP	COMMON	857477103	358	7948	SH	OTHER

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D	STATE STREET CORP	COMMON	857477103	8263	183246	SH	SOLE
D	STRYKER CORP	COMMON	863667101	205	3500	SH	DEFINED
D	STRYKER CORP	COMMON	863667101	487	8305	SH	OTHER
D	STRYKER CORP	COMMON	863667101	4892	83358	SH	SOLE
D	SUNCOR ENERGY INC	COMMON	867224107	43	1110	SH	OTHER
D	SUNCOR ENERGY INC	COMMON	867224107	1015	25964	SH	SOLE
D	SYSCO CORP	COMMON	871829107	745	23900	SH	DEFINED
D	SYSCO CORP	COMMON	871829107	100	3212	SH	OTHER
D	SYSCO CORP	COMMON	871829107	1550	49710	SH	SOLE
D	SYSCO CORP	COMMON	871829107	251	8050	SH	SOLE
D	T ROWE PRICE TAX FREE INC	COMMON	779576107	179	18405.366	SH	DEFINED
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	407	72492.844	SH	DEFINED
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	119	21258.963	SH	SOLE
D	TARGET CORP	COMMON	87612E106	430	9173	SH	OTHER
D	TARGET CORP	COMMON	87612E106	5371	114505	SH	SOLE
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	8	219	SH	OTHER
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	568	15452	SH	SOLE
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	31	1200	SH	OTHER
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	310	12080	SH	SOLE
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	549	11382	SH	OTHER
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	9164	190055	SH	SOLE
D	TEXAS INSTRUMENTS INC	COMMON	882508104	749	22810	SH	DEFINED
D	TEXAS INSTRUMENTS INC	COMMON	882508104	95	2887	SH	OTHER
D	TEXAS INSTRUMENTS INC	COMMON	882508104	1051	32014	SH	SOLE
D	THE HERSHEY COMPANY	COMMON	427866108	489	8600	SH	OTHER
D	THE HERSHEY COMPANY	COMMON	427866108	282	4965	SH	SOLE
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	211	3280	SH	OTHER
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	4940	76716	SH	SOLE
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	296	4600	SH	SOLE
D	TIDEWATER INC	COMMON	886423102	16	300	SH	OTHER
D	TIDEWATER INC	COMMON	886423102	3819	70975	SH	SOLE
D	TJX COS INC	COMMON	872540109	53	1000	SH	OTHER
D	TJX COS INC	COMMON	872540109	185	3514	SH	SOLE
D	TORONTO-DOMINION BANK	SPONSORED ADR	891160509	267	3148	SH	DEFINED
D	TORTOISE MLP FD INC	COMMON	89148B101	298	11507	SH	SOLE
D	TRANSOCEAN INC	OTHER	893830AV1	3875	3880000	PRN	DEFINED
D	TRANSOCEAN LTD	SPONSORED ADR	H8817H100	1730	26793	SH	DEFINED
D	TRANSOCEAN LTD	SPONSORED ADR	H8817H100	11	169	SH	OTHER
D	TRANSOCEAN LTD	SPONSORED ADR	H8817H100	209	3245	SH	SOLE
D	TRAVELERS COMPANIES INC	COMMON	89417E109	15	260	SH	OTHER
D	TRAVELERS COMPANIES INC	COMMON	89417E109	227	3894	SH	SOLE
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	11	219	SH	OTHER
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	827	16726	SH	SOLE
D	UNIGENE LABS INC	COMMON	904753100	19	17500	SH	DEFINED
D	UNILEVER N V	SPONSORED ADR	904784709	24	730	SH	OTHER
D	UNILEVER N V	SPONSORED ADR	904784709	459	13976	SH	SOLE
D	UNION PAC CORP	COMMON	907818108	467	4477	SH	OTHER
D	UNION PAC CORP	COMMON	907818108	508	4870	SH	SOLE

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D	UNITED NAT FOODS INC	COMMON	911163103	27	640	SH	OTHER
D	UNITED NAT FOODS INC	COMMON	911163103	1591	37285	SH	SOLE
D	UNITED PARCEL SERVICE INC	COMMON	911312106	682	9356.7445	SH	DEFINED
D	UNITED PARCEL SERVICE INC	COMMON	911312106	703	9646	SH	OTHER
D	UNITED PARCEL SERVICE INC	COMMON	911312106	8996	123356	SH	SOLE
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	1547	17480	SH	DEFINED
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	2454	27728	SH	OTHER
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	15107	170678	SH	SOLE
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	770	8698	SH	SOLE
D	US BANCORP	COMMON	902973304	557	21823	SH	OTHER
D	US BANCORP	COMMON	902973304	12061	472785	SH	SOLE
D	USA VIDEO INTERACTIVE CORP	COMMON	902924208	0	15400	SH	DEFINED
D	V F CORP	COMMON	918204108	35	326	SH	OTHER
D	V F CORP	COMMON	918204108	955	8801	SH	SOLE
D	VALE S A	SPONSORED ADR	91912E105	27	835	SH	OTHER
D	VALE S A	SPONSORED ADR	91912E105	323	10100	SH	SOLE
D	VANGUARD EMERGING MARKETS E	OTHER	922042858	1050	21600	SH	SOLE
D	VANGUARD INFORMATION TECHNO	OTHER	92204A702	322	5075	SH	SOLE
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	1357	16741	SH	DEFINED
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	588	7255	SH	SOLE
D	VERIZON COMMUNICATIONS	COMMON	92343V104	1247	33487.8142	SH	DEFINED
D	VERIZON COMMUNICATIONS	COMMON	92343V104	1633	43853	SH	OTHER
D	VERIZON COMMUNICATIONS	COMMON	92343V104	490	13162	SH	SOLE
D	VERIZON COMMUNICATIONS	COMMON	92343V104	12820	344353	SH	SOLE
D	VISA INC	COMMON	92826C839	475	5635	SH	DEFINED
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	164	6152	SH	OTHER
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	651	24350	SH	SOLE
D	VORNADO RLTY L P PINES 7.87	COMMON	929043602	219	8000	SH	OTHER
D	WAL MART STORES INC	COMMON	931142103	600	11283.4415	SH	DEFINED
D	WAL MART STORES INC	COMMON	931142103	536	10092	SH	OTHER
D	WAL MART STORES INC	COMMON	931142103	10267	193216	SH	SOLE
D	WALGREEN CO	COMMON	931422109	775	18250	SH	DEFINED
D	WALGREEN CO	COMMON	931422109	409	9626	SH	OTHER
D	WALGREEN CO	COMMON	931422109	967	22779	SH	SOLE
D	WALGREEN CO	COMMON	931422109	1059	24950	SH	SOLE
D	WASHINGTON POST CO CL B	COMMON	939640108	209	500	SH	SOLE
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	8	420	SH	OTHER
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	203	10825	SH	SOLE
D	WEBSTER FINANCL CP WATERBUR	COMMON	947890109	364	17300	SH	DEFINED
D	WELLS FARGO CO	COMMON	949746101	687	24472	SH	OTHER
D	WELLS FARGO CO	COMMON	949746101	11648	415100	SH	SOLE
D	WELLS FARGO CO	COMMON	949746101	718	25600	SH	SOLE
D	WESTERN UNION CO	COMMON	959802109	243	12130	SH	DEFINED
D	WHIRLPOOL CORP	COMMON	963320106	325	4000	SH	OTHER
D	WILLIAMS COS INC	COMMON	969457100	1472	48674	SH	DEFINED
D	YUM BRANDS INC	COMMON	988498101	354	6410	SH	DEFINED
D	ZIMMER HOLDINGS INC	COMMON	98956P102	204	3221	SH	SOLE