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COMMUNITY BANK SYSTEM INC
 Form 13F-HR/A
 October 27, 2011

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

Form 13F/A

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: SEPTEMBER 30, 2011

Check here if Amendment [X]; Amendment Number: ____
 This Amendment (Check only one.): [] is a restatement.
 [X] adds new holdings entries.
 HOLDINGS ARE NEW DUE TO
 RECENT MERGER WITH ONEONTA
 BANK. THESE ARE IN ADDITION
 TO THE HOLDINGS ALREADY FILED.

Institutional Investment Manager Filing this Report:
 Name: COMMUNITY BANK N.A./ONEONTA MERGER
 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: Karen Mohn signing for Community Bank Services Inc.
 Title: Chief Compliance Officer
 Phone: 716-633-3800
 Signature, Place, and Date of Signing:

Kathy Strohmeier	Williamsville, NY	10/26/11
[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: 395
 Form 13F Information Table Value Total: \$152,045
 (thousands)

List of other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state [NONE] and omit the column headings and list entries.]

No.	Form 13F File Number	Name
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[Repeat as necessary.]

As Of Date : 09/30/2011

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TYPE	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	INVESTMENT DESC SOLE	SHARED	O
ACCO Brands Corporation	Equity	00081T108	3,587	752	752		0
AER Energy Res Inc New	Equity	000944207	1	50	50		0
AT&T Inc	Equity	00206R102	2,884,142	101,127	80,273		20,854

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Abbott Laboratories	Equity	002824100	2,173,808	42,507	36,057	6,450
Advanced Micro Devices Inc	Equity	007903107	1,016	200	200	0
Aetna US Healthcare	Equity	00817y108	36,340	1,000	0	1,000
Air Products & Chemicals Inc	Equity	009158106	22,911	300	300	0
Alcoa Inc	Equity	013817101	7,656	800	700	100
Alcatel Lucent	Equity	013904305	25	9	9	0
Allstate Corp	Equity	020002101	12,603	532	532	0
Alpha Natural Res Inc	Equity	02076X102	1,911	108	0	108
Altria Group Inc	Equity	02209S103	25,470	950	200	750
American Express Co	Equity	025816109	8,980	200	0	200
American Int'l Group Wrts Exp 01/19/21	Equity	026874156	86	14	4	10
American Int'l Group Inc	Equity	026874784	593	27	7	20
MLP Amerigas Partners LP	Equity	030975106	96,778	2,200	1,100	1,100
Amgen Inc	Equity	031162100	603,900	10,988	9,388	1,600
Anadarko Petroleum Corp	Equity	032511107	37,830	600	600	0
Anheuser Busch Cos Inc 5.000% 01/15/15		035229CY7	277,073	250,000	200,000	50,000
Annaly Capital Management Inc	Equity	035710409	18,293	1,100	1,100	0
Apache Corp	Equity	037411105	10,030	125	125	0
Apple Computer Inc	Equity	037833100	43,852	115	115	0
Applied Materials Inc	Equity	038222105	32,101	3,100	3,100	0
Arrow Financial Corp	Equity	042744102	160	7	7	0
Astoria Financial Corp	Equity	046265104	129,961	16,900	13,300	3,600
Autoliv Inc	Equity	052800109	14,890	307	307	0
Automatic Data Processing Inc	Equity	053015103	1,778,875	37,728	31,528	6,200
BB&T Corp	Equity	054937107	186,104	8,725	7,675	1,050
BFC Financial Corp	Equity	055384200	9	28	28	0
BP PLC ADR	Equity	055622104	4,761	132	0	132
Ballston Spa Bancorp Inc	Equity	058701103	31,000	1,000	1,000	0
Bank of America Corp	Equity	060505104	82,926	13,550	9,700	3,850
Bank New York Mellon Corp	Equity	064058100	31,603	1,700	1,700	0
Bank Atlantic Bancorp Inc Cl A New	Equity	065908600	135	218	218	0
The Banker's Store Inc (Restricted)	Equity	06631K109	1	50	50	0
Baseline Oil & Gas Corp	Equity	069827103	9	1,750	1,750	0
Baxter International Inc	Equity	071813109	11,228	200	0	200
Becton, Dickinson & Co	Equity	075887109	289,614	3,950	1,450	2,500
Bemis Co Inc	Equity	081437105	908,610	31,000	22,450	8,550
Berkshire Hathaway Class B	Equity	084670702	48,449	682	372	310
Berkshire Hills Bancorp Inc	Equity	084680107	20,816	1,127	0	1,127
Best Buy Inc	Equity	086516101	18,640	800	800	0
Blackrock Muniholdings NY Insd Fd	Equity	09255C106	54,917	3,835	3,835	0
Boeing Co	Equity	097023105	39,332	650	500	150
Bristol Myers Squibb Co	Equity	110122108	1,800,365	57,373	39,770	17,603
Broadridge Financial Solutions Inc	Equity	11133T103	9,063	450	0	450
MLP Buckeye Partners LP	Equity	118230101	12,502	200	0	200
CME Group Inc	Equity	12572Q105	6,160	25	25	0
Cardinal Health Inc	Equity	14149Y108	6,282	150	150	0
Caterpillar Inc	Equity	149123101	110,760	1,500	500	1,000
Cenovus Energy Inc	Equity	15135U109	4,852	158	158	0
CenterPoint Energy Inc	Equity	15189T107	1,962	100	100	0
NY Chappaqua CSD 4.125% 01/15/17		159555GU9	581,360	575,000	375,000	200,000
Chesapeake Energy Corp	Equity	165167107	29,178	1,142	1,142	0
Chevron Corp	Equity	166764100	2,562,428	27,675	20,725	6,950
Chubb Corp	Equity	171232101	242,960	4,050	2,450	1,600
Cisco Systems Inc	Equity	17275R102	677,381	43,702	33,302	10,400
Citadel Broadcasting Corp	Equity	17285T106	3	15	0	15

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Citigroup Inc New	Equity	172967424	17,674	690	570	120
Citigroup Cap I						
6.10%	Preferred					
	Stock	173064205	17,288	800	800	0
Clarent Corp	Equity	180461105	0	100	100	0
Coca Cola Co	Equity	191216100	2,671,525	39,543	30,493	9,050
Colgate Palmolive Co	Equity	194162103	461,313	5,202	2,402	2,800
Comcast Corp New Cl A	Equity	20030N101	17,782	850	850	0
Community Bank System Inc	Equity	203607106	29,542,176	1,301,991	46,084	1,255,907
ConAgra Foods Inc	Equity	205887102	2,422	100	0	100
ConocoPhillips Co	Equity	20825C104	1,135,961	17,940	13,990	3,950
Consolidated Edison Inc	Equity	209115104	231,444	4,059	4,059	0
Corning Inc	Equity	219350105	19,776	1,600	600	1,000
Corning Natural Gas Corp	Equity	219381100	5,475	300	0	300
Cubist Pharmaceuticals Inc	Equity	229678107	7,064	200	0	200
DWS Intermediate Tax Free Cl S	Equity	23337X509	34,091	2,921	2,921	0
Darden Restaurants Inc	Equity	237194105	21,375	500	0	500
Delhi Bank Corp	Equity	246694103	106,640	4,300	4,300	0
Dell Inc	Equity	24702R101	21,210	1,500	1,400	100
Deutsche Telekom ADR	Equity	251566105	8,294	700	0	700
Devon Energy Corp New	Equity	25179M103	266,112	4,800	3,300	1,500
Dime Bancorp Inc New	Equity	25429Q102	1	3	3	0
Discovery Laboratories Inc New	Equity	254668403	39	20	20	0
Disney (Walt) Co	Equity	254687106	196,040	6,500	6,100	400
Dominion Resources New	Equity	25746U109	2,447,114	48,200	34,000	14,200
Dow Chemical Co	Equity	260543103	448,639	19,975	17,700	2,275
Du Pont de Nemours EI Co	Equity	263534109	11,991	300	300	0
Duke Realty Corp	Equity	264411505	10,500	1,000	500	500
Duke Energy Corp New	Equity	26441C105	52,474	2,625	2,200	425
Dune Energy Inc	Equity	265338509	20	200	200	0
EMC Corp	Equity	268648102	5,248	250	250	0
EOG Resources Inc	Equity	26875P101	188,177	2,650	2,400	250
Earth Sciences Inc	Equity	270312200	2	4,000	4,000	0
Eaton Corp	Equity	278058102	42,600	1,200	1,200	0
Emerson Elec Co	Equity	291011104	238,896	5,783	4,533	1,250
Encana Corp	Equity	292505104	2,459	128	128	0
Entergy Corp	Equity	29364G103	1,790	27	27	0
Enterprise Prods Partners	Equity	293792107	50,107	1,248	1,048	200
Equity Residential	Equity	29476L107	31,122	600	600	0
Exelon Corp	Equity	30161N101	1,144,803	26,867	20,792	6,075
Exxon Mobil Corp	Equity	30231G102	4,821,615	66,386	52,526	13,860
Fastenal Co	Equity	311900104	312,832	9,400	6,400	3,000
Federated US Govt Sec Fd 1-3	Equity	31428M100	369,476	33,773	29,653	4,120
Federated US Govt Sec Fd 2-5	Equity	31428P103	306,841	25,401	14,008	11,392
Fidelity Natl Title Group Inc						
Cl A	Equity	31620R105	3,491	230	230	0
Fiserv Inc	Equity	337738108	30,462	600	600	0
FL Brd of Ed FSA Insd						
4.000% 06/01/17		341426FS8	51,531	50,000	50,000	0
Ford Motor Co	Equity	345370860	6,769	700	700	0
Fortune Brands Inc	Equity	349631101	713,856	13,200	11,800	1,400
FDRY Networks Inc	Equity	35063R100	3,300	200	200	0
France Telecom ADR	Equity	35177Q105	16,370	1,000	0	1,000
Franklin Income A	Equity	353496300	21,448	10,832	10,832	0
Franklin NY Tax Free Inc Fd	Equity	354130106	858,843	72,907	46,666	26,241
Frontier Communications	Equity	35906A108	1,026	168	48	120
General Dynamics Corp	Equity	369550108	68,268	1,200	1,200	0
General Electric Co	Equity	369604103	2,081,320	136,749	98,239	38,510
GE Capital Corp Pfd						
6.625% 06/28/32	Preferred					
	Stock	369622527	259,900	10,000	7,600	2,400
General Mills Inc	Equity	370334104	1,275,097	33,128	23,628	9,500

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General Motors Co	Equity	37045V100	3,209	159	0	159
General Motors Co Wts Exp						
07/10/16	Equity	37045V118	1,676	144	0	144
General Motors Co Warrants Exp						
07/10/19	Equity	37045V126	1,142	144	0	144
Genuine Parts Co	Equity	372460105	1,473	29	29	0
Glaxo SmithKline PLC ADR	Equity	37733W105	28,903	700	700	0
Global High Income Dollar Fund	Equity	37933G108	5,890	500	500	0
Sahara Expl Corp						
(Restricted Shares)	Equity	37944P972	0	90	90	0
Biosphere Develop Corp						
(Restricted Shares)	Equity	37944P998	0	90	90	0
Great Panther Silver Ltd	Equity	39115V101	3,780	1,500	0	1,500
Halliburton Co	Equity	406216101	30,520	1,000	1,000	0
Hanger Orthopedic Group Inc	Equity	41043F208	3,778	200	200	0
Harley Davidson Inc	Equity	412822108	41,196	1,200	200	1,000
Health Care REIT Pfd F	Preferred					
	Stock	42217K403	7,670	300	0	300
Heinz H J Co	Equity	423074103	15,144	300	300	0
The Hershey Co	Equity	427866108	148,100	2,500	1,500	1,000
Hewlett Packard Co	Equity	428236103	153,176	6,823	3,223	3,600
Home Depot Inc	Equity	437076102	10,190	310	310	0
Honeywell Int'l Inc	Equity	438516106	21,955	500	500	0
Huntington Ingalls Inc	Equity	446413106	3,236	133	133	0
NY Huntington Pub Impt						
4.000% 10/15/17		446457MF7	145,637	135,000	100,000	35,000
ICAD Inc	Equity	44934S107	4,700	10,000	10,000	0
Illinois Tool Works Inc	Equity	452308109	664,560	15,975	12,100	3,875
ING Groep NV						
7.375%	Preferred					
	Stock	456837707	19,120	1,000	0	1,000
Integrated Device Tech Inc Com	Equity	458118106	1,030	200	0	200
Intel Corp	Equity	458140100	1,205,961	56,525	45,150	11,375
Intl Business Machines Corp	Equity	459200101	20,722,095	118,500	25,341	93,159
Intl Flavors & Fragrances Inc	Equity	459506101	286,722	5,100	5,100	0
iShares MSCI Canada	Equity	464286509	12,745	500	300	200
iShares MSCI S Africa	Equity	464286780	11,308	200	200	0
iShares TR MSCI Emerging						
Markets	Equity	464287234	3,510	100	100	0
iShares Barclays 1-3 Yr ETF	Equity	464287457	25,371	300	300	0
iShares TR MSCI EAFE Index Fund	Equity	464287465	4,778	100	100	0
iShare Russell MidCap Value Fd	Equity	464287473	65,552	1,700	1,550	150
iShares TR Cohen & Steers						
Realty	Equity	464287564	6,750	110	110	0
iShares Russell 2000 Index Fund	Equity	464287655	6,430	100	100	0
iShares Barclays 1-3 Yr						
ETF Bond Fd	Equity	464288646	12,270	118	118	0
iShares Silver Trust	Equity	46428Q109	83,030	2,872	1,000	1,872
JP Morgan Chase & Co	Equity	46625H100	1,394,646	46,303	41,500	4,803
JP Morgan Chase Cap Tr XI	Preferred					
	Stock	46626V207	24,890	1,000	1,000	0
Jeffersonville Bancorp	Equity	47559A103	63,704	6,215	6,215	0
Johnson & Johnson	Equity	478160104	3,573,136	56,102	42,662	13,440
Johnson Controls Inc	Equity	478366107	308,529	11,700	7,400	4,300
JP Morgan NY Tax Free Bond Cl A	Equity	4812A0755	64,892	8,781	8,781	0
Keycorp	Equity	493267108	51,591	8,700	3,700	5,000
Kimberly Clark Corp	Equity	494368103	1,432,627	20,175	14,575	5,600
Kinder Morgan Energy Partners	Equity	494550106	13,676	200	200	0
Kraft Foods Inc	Equity	50075N104	7,992	238	138	100
Legg Mason Inc	Equity	524901105	79,701	3,100	3,000	100
Lilly Eli & Co	Equity	532457108	602,611	16,300	14,000	2,300
Lorillard Inc	Equity	544147101	11,070	100	100	0

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M & T Bank Corp	Equity	55261F104	752,543	10,766	766	10,000
Mack Cali Realty Corp	Equity	554489104	13,375	500	500	0
Magellan Energy Ltd New	Equity	559071204	0	1	1	0
NY Mamaroneck UFSD 4.000% 10/01/16		561467NM9	351,142	340,000	290,000	50,000
Marathon Oil Corp	Equity	565849106	10,790	500	500	0
Marathon Pete Corp	Equity	56585A102	6,765	250	250	0
MFC Market Vectors Agri Business	Equity	57060U605	4,323	100	100	0
MA St Health & Ed (Williams) 5.000% 07/01/22		57585KV70	422,492	400,000	300,000	100,000
McDonalds Corp	Equity	580135101	535,351	6,096	1,596	4,500
McGraw Hill Inc	Equity	580645109	8,200	200	0	200
McKesson Corp	Equity	58155q103	258,085	3,550	1,250	2,300
Medco Health Solutions Inc	Equity	58405U102	9,378	200	200	0
Medical Properties Trust Inc	Equity	58463J304	8,055	900	0	900
Medtronic Inc	Equity	585055106	94,734	2,850	2,550	300
Merchants Bancshares Inc	Equity	588448100	207,545	7,750	4,750	3,000
Merck & Co Inc New	Equity	58933Y105	632,255	19,335	13,856	5,479
Merrill Lynch Pfd Cap Tr III	Preferred Stock	59021F206	7,860	400	400	0
MetLife Inc	Equity	59156R108	41,903	1,496	596	900
Microsoft Corp	Equity	594918104	793,045	31,862	24,187	7,675
Microbyx	Equity	594992107	2,625	875	0	875
NJ Middlesex Co 4.125% 01/01/20		59656NGY2	27,095	25,000	25,000	0
NJ Middlesex Co 4.125% 01/01/21		59656NGZ9	27,042	25,000	25,000	0
Minefinders Corp Ltd	Equity	602900102	4,176	300	0	300
Mirant Corp Escrow Shares		604675991	0	180	180	0
Monsanto Co	Equity	61166W101	390,380	6,502	5,600	902
Morgan Stanley	Equity	617446448	10,511	778	778	0
The Mosaic Company	Equity	61945C103	1,126	23	23	0
Motorola Solutions Inc	Equity	620076307	3,603	86	86	0
NBT Bancorp Inc	Equity	628778102	339,089	18,211	5,305	12,906
Namic Insurance Co Inc B	Equity	62989*105	5,475	30	30	0
National Fuel Gas Co	Equity	636180101	48,680	1,000	0	1,000
National Grid Transco PLC Sponsored ADR	Equity	636274300	6,002	121	121	0
Natural Resources Partners LP	Equity	63900P103	10,144	400	0	400
Nestle	Equity	641069406	11,032	200	0	200
Nevada Gold & Casinos Inc	Equity	64126Q206	1,750	1,000	0	1,000
NY New Castle Tn 3.750% 12/01/12		643408PU5	103,914	100,000	0	100,000
New Gold Inc	Equity	644535106	4,631	450	0	450
New York Community Bancorp	Equity	649445103	1,190	100	100	0
NYSDA Lutheran Medical Ctr 4.000% 02/01/15		649901T88	714,287	700,000	390,000	310,000
Newell Rubbermaid Inc	Equity	651229106	80,716	6,800	5,600	1,200
Nextera Energy Inc	Equity	65339F101	792,744	14,675	12,575	2,100
Nicor Inc	Equity	654086107	16,503	300	300	0
Nike Inc Class B	Equity	654106103	239,428	2,800	2,200	600
Nokia Corporation ADR	Equity	654902204	5,660	1,000	1,000	0
Norfolk Southern Corp	Equity	655844108	30,510	500	500	0
Nortel Networks Corp New	Equity	656568508	1	20	20	0
North European Oil Royalty Trust	Equity	659310106	6,266	200	200	0
NY East Northport UFSD 4.000% 08/01/17		666641FS9	298,980	275,000	150,000	125,000
Northrop Grumman Corp	Equity	666807102	41,736	800	800	0
Novartis Ag ADR	Equity	66987V109	1,779,676	31,911	25,811	6,100
Nstar Com	Equity	67019E107	18,820	420	420	0

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Nucor Corp	Equity	670346105	734,839	23,225	18,125	5,100
Nuveen NY Municipal Value Fd	Equity	67062M105	60,475	6,386	5,886	500
Nuveen NY Invt Quality Muni Fd	Equity	67062X101	33,770	2,350	2,350	0
OGE Energy Corp	Equity	670837103	248,508	5,200	3,200	2,000
Occidental Petroleum Corp	Equity	674599105	50,050	700	700	0
Olin Corp	Equity	680665205	9,005	500	500	0
Oneok Partners LP	Equity	68268N103	18,648	400	400	0
Oracle Corp	Equity	68389X105	200,605	6,980	5,980	1,000
Paincare Holdings Inc	Equity	69562E104	1	640	640	0
Pan American Silver Corp	Equity	697900108	4,016	150	0	150
Parker Hannifin Corp	Equity	701094104	25,252	400	250	150
Peabody Energy Corp	Equity	704549104	10,164	300	300	0
Pengrowth Energy Corp	Equity	70706P104	21,576	2,400	1,200	1,200
PEPCO Holdings Inc	Equity	713291102	3,784	200	0	200
PepsiCo Inc	Equity	713448108	2,443,874	39,481	30,181	9,300
Permian Basin Royalty Tr	Equity	714236106	4,092	200	200	0
Pfizer Inc	Equity	717081103	1,311,502	74,180	66,080	8,100
Philip Morris International Inc	Equity	718172109	12,476	200	200	0
Pitney Bowes Inc	Equity	724479100	90,240	4,800	4,600	200
Plains All American Pipeline, LLP	Equity	726503105	17,676	300	0	300
Plug Power Inc New	Equity	72919P202	5	3	3	0
Potash Corp Sask Inc	Equity	73755L107	227,986	5,275	4,075	1,200
PowerShares Exchange	Equity	73935A104	6,561	125	125	0
PowerShares Dynamic	Equity	73935X104	36,850	1,000	1,000	0
PowerShares Financial Preferred	Equity	73935X229	11,628	720	720	0
PowerShares Value Line	Equity	73935X682	25,140	2,000	2,000	0
Principal Financial Group Inc	Equity	74251V102	10,088	445	445	0
Procter & Gamble Co	Equity	742718109	3,645,991	57,708	45,158	12,550
Progress Energy Inc	Equity	743263105	60,564	1,171	1,171	0
Prudential Financial Inc	Equity	744320102	8,763	187	187	0
Public Service Enterprise	Equity	744573106	1,226,348	36,750	27,250	9,500
Qualcomm Inc	Equity	747525103	92,397	1,900	1,700	200
Reynolds American Inc	Equity	761713106	9,370	250	0	250
Rockwell Automat Inc	Equity	773903109	28,000	500	500	0
T Rowe Price Summit Municipal Intermediate Fd	Equity	77957N209	68,202	5,910	5,910	0
Royal Bank of Canada	Equity	780087102	45,720	1,000	0	1,000
Royal Dutch Shell PLC A ADR	Equity	780259206	159,952	2,600	2,200	400
SE Financial Corp	Equity	78412R108	20,400	4,800	0	4,800
SPDR S&P 500 ETF Trust	Equity	78462F103	48,089	425	425	0
SPDR Gold Trust	Equity	78463V107	47,892	303	303	0
SPDR S&P 400 Midcap ETF Tr	Equity	78467Y107	14,213	100	100	0
Sabine Royalty Trust	Equity	785688102	12,608	200	200	0
Sara Lee Corp	Equity	803111103	15,614	955	955	0
Scana Corp New	Equity	80589M102	16,180	400	400	0
Schlumberger Ltd	Equity	806857108	41,811	700	700	0
MFC Select Sector	Equity	81369Y100	2,936	100	100	0
Sempra Energy Inc	Equity	816851109	1,426,035	27,690	23,415	4,275
Silver Wheaton Corp	Equity	828336107	15,903	540	0	540
Silvercorp Metals Inc	Equity	82835P103	3,164	400	0	400
Sonoco Products Co	Equity	835495102	50,814	1,800	1,800	0
NY Southampton 4.500% 10/01/21		841205VF1	180,327	175,000	175,000	0
NY Southampton Tn 4.000% 11/01/19		841205WR4	186,968	175,000	175,000	0
Southern Co	Equity	842587107	46,607	1,100	900	200
Spectra Energy Corp	Equity	847560109	3,680	150	50	100
Sprint Nextel Corp	Equity	852061100	304	100	100	0
Stanley Black & Decker Inc	Equity	854502101	628,480	12,800	10,200	2,600
Suncor Energy Inc New	Equity	867224107	25,440	1,000	1,000	0
NY Syosset CSD						

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4.000% 07/15/17		871633FQ1	53,585	50,000	50,000	0
Sysco Corp	Equity	871829107	954,415	36,850	26,250	10,600
Taylor Capital Group Inc						
9.75%	Preferred					
	Stock	87216N205	6,913	350	0	350
Target Corp	Equity	87612E106	308,952	6,300	5,700	600
Telefonica SA ADR	Equity	879382208	3,824	200	0	200
Teva Pharmaceutical Industries	Equity	881624209	3,722	100	0	100
Texas Instruments Inc	Equity	882508104	351,780	13,200	12,000	1,200
Thermo Fisher Corp	Equity	883556102	15,192	300	300	0
3M Company	Equity	88579Y101	2,987,541	41,615	35,215	6,400
Thunder Mountain Gold	Equity	886043108	600	5,000	5,000	0
Time Warner Cable Inc	Equity	88732J207	501	8	8	0
Toronto Dominion Bank	Equity	891160509	13,481	190	190	0
Torvec Inc	Equity	891479107	2,600	2,000	2,000	0
Total SA	Equity	89151E109	74,579	1,700	0	1,700
Toyota Motors ADR	Equity	892331307	13,652	200	0	200
Tronox Inc Warrants B	Equity	897051124	26	1	1	0
US Bancorp Del	Equity	902973304	112,992	4,800	2,600	2,200
Ultra Petroleum Corp	Equity	903914109	915	33	33	0
Unilever ADR	Equity	904767704	3,119	100	0	100
Unilever NV NY New	Equity	904784709	15,745	500	500	0
United Parcel Svc Inc Cl B	Equity	911312106	1,139,858	18,050	13,525	4,525
US Tsy						
4.375% 08/15/12		912828AJ9	922,367	890,000	595,000	295,000
US Tsy						
4.000% 11/15/12		912828AP5	2,209,769	2,120,000	1,420,000	700,000
US Tsy						
4.250% 08/15/13		912828BH2	2,346,144	2,185,000	1,510,000	675,000
United Technologies Corp	Equity	913017109	1,414,236	20,100	16,100	4,000
United Health Group Inc	Equity	91324P102	599,560	13,000	11,800	1,200
Valeant Pharmaceuticals						
International Inc	Equity	91911K102	5,123	138	138	0
Valero Energy Corp	Equity	91913Y100	10,668	600	600	0
Vanguard Short-Term Bond ETF	Equity	921937827	846,768	10,400	8,400	2,000
Vanguard GNMA Fd Admiral Shs	Equity	922031794	7,291,692	653,377	559,274	94,104
Vanguard International Equity						
Index Fd	Equity	922042775	7,744	200	200	0
Vanguard Emerging Markets ETF	Equity	922042858	23,290	650	650	0
Vanguard Consumer Staples ETF	Equity	92204A207	38,115	500	500	0
Vanguard Financials ETF	Equity	92204A405	536,961	21,550	16,800	4,750
Vanguard Health Care ETF	Equity	92204A504	28,345	500	500	0
Vanguard Utilities ETF	Equity	92204A876	344,795	4,825	4,225	600
Vanguard Short-Term Corp Bond						
ETF	Equity	92206C409	1,983,191	25,550	21,725	3,825
Vanguard REIT	Equity	922908553	5,087	100	100	0
Vanguard Small Cap Value ETF	Equity	922908611	11,116	200	200	0
Vanguard Mid-Cap	Equity	922908629	19,530	300	300	0
Verizon Communications Co	Equity	92343V104	2,409,848	65,485	50,050	15,435
Viacom Inc New Cl B	Equity	92553P201	9,685	250	250	0
Vodafone Group PLC New ADR	Equity	92857W209	7,621	297	0	297
WGL Holdings Inc	Equity	92924F106	15,628	400	400	0
Wal-Mart Stores Inc	Equity	931142103	1,445,415	27,850	21,250	6,600
Walgreen Co	Equity	931422109	240,097	7,300	6,900	400
Washington Real Est Inv Tr	Equity	939653101	11,272	400	400	0
Waste Mgmt Inc	Equity	94106L109	3,256	100	100	0
Wellpoint Inc	Equity	94973V107	373,402	5,720	5,220	500
Wells Fargo & Co	Equity	949746101	521,402	21,617	18,777	2,840
Weyerhaeuser Co	Equity	962166104	20,884	1,343	1,343	0
Whole Foods Mkt Inc	Equity	966837106	2,612	40	40	0
Williams Cos	Equity	969457100	4,868	200	200	0
Windstream Corp	Equity	97381W104	29,125	2,500	1,300	1,200

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Wisconsin Energy Corp	Equity	976657106	109,515	3,500	2,000	1,500
Yamana Gold Inc	Equity	98462Y100	5,464	400	0	400
Yum Brands Inc	Equity	988498101	4,939	100	0	100
Zimmer Holdings Inc	Equity	98956P102	26,740	500	500	0
Fractionals American International Group	Equity	ACG874152	0	41,619	10,790	30,829
American Foundation For The Blind, Inc	Equity	AMERICANF	5,000	1	1	0
American Printing House For The Blind	Equity	AMPRIN	7,500	2	2	0
National Federation Of The Blind	Equity	BLIND	5,000	1	1	0
Christian Appalachian Project	Equity	CAP	4,000	2	2	0
Capuchin Franciscans of the Prov of St Mary	Equity	CAPUCHIN	5,000	1	1	0
Cardinal Glennon Children's Hospital	Equity	CARD	20,000	4	4	0
Catholic Relief Svcs USCC	Equity	CATREL	20,000	4	4	0
The Catholic Church Extension Society	Equity	CCES	5,000	4	4	0
Claretian Fathers	Equity	CLAR	2,000	1	1	0
Columban Fathers	Equity	COLUM	2,000	2	2	0
Columban Fathers #2	Equity	COLUM2	1,000	1	1	0
Crosier Community	Equity	CROS	6,000	3	3	0
Deafness Research Foundation	Equity	DEAF	5,000	1	1	0
Deborah Hospital Foundation	Equity	DEBORAH	10,000	2	2	0
Divine Word Missionary #2	Equity	DWM2	5,000	5	5	0
Divine Word Missionary #3	Equity	DWM3	8,000	8	8	0
Divine Word Missionary #4	Equity	DWM4	9,000	7	7	0
Divine Word Missionary #5	Equity	DWM5	6,000	6	6	0
Divine Word Missionary #6	Equity	DWM6	8,000	8	8	0
Divine Word Missionary #7	Equity	DWM7	7,000	7	7	0
Divine Word Missionaries	Equity	DWMISS	2,000	1	1	0
US Series EE 05/84						
05/01/14		EE0584	410	200	200	0
US Series EE 06/89						
06/01/19		EE0689	1,510	1,000	1,000	0
The Seeing Eye, Inc	Equity	EYE	15,000	4	4	0
The Seeing Eye #2	Equity	EYE2	5,000	1	1	0
The Seeing Eye #3	Equity	EYE3	5,000	1	1	0
Fractional Marriott International	Equity	FHB903208	0	68,200	68,200	0
Friars Of The Atonement	Equity	FRIAR	2,000	2	2	0
The Franciscans St Anthonys Gld	Equity	FSAG	10,000	2	2	0
Ingersoll-Rand PLC	Equity	G47791101	13,764	490	490	0
Willis Group Holdings PLC	Equity	G96666105	3,437	100	100	0
Glenmary Home Missioners	Equity	GLEN	5,000	2	2	0
The Gospel Assoc - Blind	Equity	GOSPEL	4,000	3	3	0
Guiding Eyes For The Blind	Equity	GUID	5,000	1	1	0
Ace Ltd	Equity	H0023R105	12,120	200	200	0
Noble Corp	Equity	H5833N103	688,258	23,450	18,900	4,550
Transocean Switz Inc	Equity	H8817H100	3,294	69	69	0
US Series HH 01/03						
1.500% 01/01/23		HH0103	2,500	2,500	2,500	0
US Series HH 05/99						
1.500% 05/01/19		HH0519	65,000	65,000	65,000	0
The Humane Society of The United States	Equity	HSUS	5,000	1	1	0
Legionaries Of Christ	Equity	LEGION	10,000	2	2	0
Lighthouse International	Equity	LIGHT	5,000	1	1	0
Maryknoll Annuity Contract	Equity	MAC	3,000	3	3	0
Missionary Assoc Of Mary						

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Immaculate	Equity	MISS	5,000	1	1	0
Marianist Mission	Equity	MMAC	4,000	4	4	0
Missionary Oblates Of Mary						
Immaculate	Equity	MOMI	1,500	1	1	0
Norbertine Fathers	Equity	NORB	5,000	1	1	0
National Wildlife Federation	Equity	NWF	5,000	1	1	0
Global Environmental Energy						
Corp	Equity	P47725109	2	150	150	0
Prevent Blindness America	Equity	PBAM	10,000	2	2	0
Palm Beach Tan Inc		PBTI	0	5,000	5,000	0
The Roman Catholic Diocese of						
Syracuse	Equity	RCD	2,500	1	1	0
Sacred Heart Program	Equity	SACRED	4,000	4	4	0
Salesian Missionaries	Equity	SALE	2,000	2	2	0
Sacred Heart League	Equity	SHL	4,000	3	3	0
Sacred Heart Monastery	Equity	SHM	3,000	3	3	0
St Lawrence Seminary	Equity	SLSAC	2,000	2	2	0
Society For The Propagation						
Of The Faith	Equity	SPFAA	4,000	3	3	0
St Joseph's Indian School	Equity	STJO	4,000	3	3	0
St Judes Children's Research						
Hospital	Equity	STJUDE	15,000	3	3	0
St Labre Indian School	Equity	STLABRE	8,500	3	3	0
University of St Thomas	Equity	USTHOMAS	20,000	4	4	0
World Wildlife Fund	Equity	WORLD	5,000	1	1	0
Philex Mining Corporation	Equity	Y68991135	736	1,502	0	1,502
			152,045,556			

* * * End Of Assets 395 Assets

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