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TOMPKINS FINANCIAL CORP  
Form 13F-HR/A  
January 17, 2013

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2012  
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Check here if Amendment [ X ]; Amendment Number: 1  
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This Amendment (Check only one.): [ X ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Tompkins Financial Corporation  
-----  
Address: The Commons  
-----  
P.O. Box 460  
-----  
Ithaca, NY 14851  
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Form 13F File Number: 1-12709  
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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: Lisa A. Leonardo  
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Title: AVP & TFA Operations Manager  
-----  
Phone: 607-273-0037  
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Signature, Place, and Date of Signing:

/s/ Lisa Leonardo 121 E. Seneca Street, Ithaca, NY 14851 01/17/2013  
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Report Type (Check only one.):

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

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- [ ] 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).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
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Form 13F Information Table Entry Total: 286,258  
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Form 13F Information Table Value Total: \$6,178,986  
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(thousands)

List of Other Included Managers: None

Form 13F Information Table

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
ACCENTURE PLC		G1151C101	747	11232	SH	SOLE
ACCENTURE PLC		G1151C101	43	645	SH	DEFINED
COVIDIEN PLC		G2554F113	244	4225	SH	SOLE
EATON CORP PLC		G29183103	22	400	SH	SOLE
EATON CORP PLC		G29183103	1	20	SH	DEFINED
EVEREST RE GROUP LTD	COM	G3223R108	1	5	SH	DEFINED
JAZZ PHARMACEUTICALS PLC		G50871105	46	870	SH	DEFINED
NABORS INDUSTRIES LTD		G6359F103	3	230	SH	SOLE
PARTNERRE LTD		G6852T105	1	9	SH	DEFINED
GARMIN LTD		H2906T109	161	3940	SH	SOLE
NOBLE CORPORATION		H5833N103	6	170	SH	SOLE
TRANSOCEAN LTD		H8817H100	2	47	SH	SOLE
CHECKPOINT SOFT TECH LTD		M22465104	2	46	SH	SOLE
CHECKPOINT SOFT TECH LTD		M22465104	25	525	SH	DEFINED
STRATASYS LTD		M85548101	32	405	SH	DEFINED
LYONDELLBASELL INDUSTRIES	N.V.	N53745100	1	24	SH	DEFINED
QIAHEN NV		N72482107	22	1200	SH	DEFINED
AFLAC INC	COM	001055102	215	4047	SH	SOLE
AGCO CORP		001084102	49	1000	SH	DEFINED
AES CORP	COM	00130H105	82	7685	SH	SOLE
AT&T INC	COM	00206R102	2508	74426	SH	SOLE
AT&T INC	COM	00206R102	131	3891	SH	DEFINED
ABAXIS INC		002567105	23	630	SH	DEFINED
ABBOTT LABORATORIES	COM	002824100	1730	26406	SH	SOLE

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ABBOTT LABORATORIES	COM	002824100	68	1032 SH	DEFINED
ABERDEEN AUSTRALIA	EQUITY FUND	003011103	31	3000 SH	SOLE
ACADIA RLTY TR		004239109	24	939 SH	SOLE
ACTIVISION BLIZZARD INC		00507V109	1	49 SH	SOLE
AECOM TECH CORP DELAWARE		00766T100	47	1990 SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE		
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL
AFFILIATED MANAGERS GR		008252108	0	2 SH	DEFINED
AIR PRODS & CHEMS INC	COM	009158106	11	135 SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	39	470 SH	DEFINED
ALCOA INC	COM	013817101	103	11847 SH	SOLE
ALCATEL-LUCENT ADR		013904305	0	125 SH	SOLE
ALLERGAN INC	COM	018490102	54	590 SH	DEFINED
ALLIANCE DATA SYSTEMS		018581108	42	290 SH	DEFINED
ALLIANCE BERNSTEIN INC FD		01881E101	32	3961 SH	SOLE
ALLIANCE FINL CORP		019205103	2001	46001 SH	SOLE
ALLIANCE FINL CORP		019205103	174	4000 SH	DEFINED
ALLSCRIPTS HEALTHCARE SOLU		01988P108	5	527 SH	SOLE
ALLSCRIPTS HEALTHCARE SOLU		01988P108	1	137 SH	DEFINED
ALLSTATE CORP	COM	020002101	2	44 SH	SOLE
ALLSTATE CORP	COM	020002101	47	1160 SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	1412	44911 SH	SOLE
ALTRIA GROUP INC	COM	02209S103	67	2144 SH	DEFINED
AMAZON COM INC	COM	023135106	19	75 SH	SOLE
AMAZON COM INC	COM	023135106	60	238 SH	DEFINED
AMERICAN CAPITAL AGENCY CORP		02503X105	43	1480 SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	1202	20924 SH	SOLE
AMERICAN EXPRESS CO	COM	025816109	3	45 SH	DEFINED
AMERISOURCEBERGEN CORP		03073E105	47	1080 SH	DEFINED
AMERIPRISE FINL INC COM		03076C106	204	3255 SH	SOLE
AMGEN INC	COM	031162100	1456	16891 SH	SOLE
AMGEN INC	COM	031162100	9	99 SH	DEFINED
ANADARKO PETE CORP	COM	032511107	80	1080 SH	SOLE
ANADARKO PETE CORP	COM	032511107	5	65 SH	DEFINED
ANALOG DEVICES INC	COM	032654105	4	100 SH	SOLE
ANHEUSER-BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	1079	12343 SH	SOLE
ANHEUSER-BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	7	75 SH	DEFINED
ANNALY MTG MGMT INC		035710409	97	6900 SH	SOLE
ANSYS INC		03662Q105	17	254 SH	DEFINED
APACHE CORP		037411105	1180	15039 SH	SOLE
APACHE CORP		037411105	6	80 SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE		
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL
APPLE INC COM	COM	037833100	3186	5987 SH	SOLE
APPLE INC COM	COM	037833100	274	514 SH	DEFINED
APPLIED MATLS INC	COM	038222105	17	1500 SH	SOLE

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APPLIED MATLS INC	COM	038222105	1	105	SH	DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	927	33849	SH	SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	13	485	SH	DEFINED
ARGAN INC		04010E109	11	600	SH	SOLE
ASTRAZENECA PLC		046353108	515	10899	SH	SOLE
ASTRAZENECA PLC		046353108	19	394	SH	DEFINED
ATHENAHEALTH INC		04685W103	27	365	SH	DEFINED
AUTOMATIC DATA PROCESSING		053015103	1495	26261	SH	SOLE
AUTOMATIC DATA PROCESSING		053015103	76	1335	SH	DEFINED
AUTOZONE INC		053332102	1045	2950	SH	SOLE
AUTOZONE INC		053332102	5	15	SH	DEFINED
AVON PRODS INC	COM	054303102	0	23	SH	SOLE
BB&T CORP	COM	054937107	48	1640	SH	DEFINED
B & G FOODS INC NEW CL A		05508R106	22	780	SH	DEFINED
BCE INC COM NEW		05534B760	64	1500	SH	SOLE
BP AMOCO PLC	SPONSORED ADR	055622104	16	377	SH	SOLE
BP AMOCO PLC	SPONSORED ADR	055622104	2	55	SH	DEFINED
BMC SOFTWARE INC		055921100	0	10	SH	DEFINED
BAKER HUGHES INC	COM	057224107	8	189	SH	SOLE
BANCROFT CONV FD INC	COM	059695106	25	1500	SH	SOLE
BANK OF AMERICA CORPORATION	COM	060505104	16	1356	SH	SOLE
BANK OF AMERICA CORPORATION	COM	060505104	1	95	SH	DEFINED
BARRICK GOLD CORP	COM ADR	067901108	14	400	SH	SOLE
BAXTER INTL INC	COM	071813109	1386	20804	SH	SOLE
BAXTER INTL INC	COM	071813109	51	760	SH	DEFINED
BECTON DICKINSON & CO	COM	075887109	54	685	SH	SOLE
BECTON DICKINSON & CO	COM	075887109	1	16	SH	DEFINED
BED BATH & BEYOND INC	COM	075896100	78	1395	SH	SOLE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	134	1	SH	SOLE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	1234	13753	SH	SOLE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	8	90	SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
BEST BUY INC	COM	086516101	5	450	SH	SOLE
BHP BILLITON LIMITED		088606108	244	3115	SH	SOLE
BHP BILLITON LIMITED		088606108	68	864	SH	DEFINED
BIOREFERENCE LABS INC		09057G602	39	1380	SH	DEFINED
BIOGEN IDEC INC		09062X103	15	105	SH	SOLE
BIOGEN IDEC INC		09062X103	2	13	SH	DEFINED
BLACKROCK, INC		09247X101	378	1830	SH	SOLE
BOARDWALKE PIPELINE LP		096627104	15	600	SH	SOLE
BOEING CO	COM	097023105	68	900	SH	SOLE
BORG WARNER INC		099724106	7	100	SH	SOLE
BORG WARNER INC		099724106	51	715	SH	DEFINED
BRINKER INTL INC	COM	109641100	40	1300	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	336	10322	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	21	650	SH	DEFINED
BROWN FORMAN CORP	CL B	115637209	91	1445	SH	SOLE
BRUNSWICK CORP		117043109	6	200	SH	SOLE
CF INDS HLDGS INC	COM	125269100	1032	5081	SH	SOLE
CF INDS HLDGS INC	COM	125269100	5	25	SH	DEFINED
C H ROBINSON WORLDWIDE INC		12541W209	17	265	SH	SOLE
CIT GROUP INC		125581801	2	45	SH	DEFINED

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CME GROUP INC COM		12572Q105	563	11120 SH	SOLE
CSX CORP	COM	126408103	6	300 SH	SOLE
CVS/CAREMARK CORP	COM	126650100	124	2560 SH	SOLE
CVS/CAREMARK CORP	COM	126650100	44	900 SH	DEFINED
CA INC		12673P105	305	13867 SH	SOLE
CA INC		12673P105	7	340 SH	DEFINED
CABOT MICROELECTRONICS CORP		12709P103	17	490 SH	DEFINED
CALGON CARBON CORP		129603106	16	1100 SH	SOLE
CAPITAL ONE FINANCIAL CORP		14040H105	463	8002 SH	SOLE
CAPITAL ONE FINANCIAL CORP		14040H105	2	30 SH	DEFINED
CARDINAL HEALTH INC	COM	14149Y108	1096	26612 SH	SOLE
CARDINAL HEALTH INC	COM	14149Y108	10	245 SH	DEFINED
CAREFUSION CORP		14170T101	10	337 SH	SOLE

						FORM 13F INFORMATION TABLE					
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN			
CARLISLE COMPANIES INC			142339100	1	17 SH			SOLE			
CARNIVAL CORP			143658300	4	100 SH			SOLE			
CATERPILLAR INC DEL	COM		149123101	247	2760 SH			SOLE			
CATERPILLAR INC DEL	COM		149123101	31	350 SH			DEFINED			
CELGENE CORP			151020104	730	9303 SH			SOLE			
CELGENE CORP			151020104	21	265 SH			DEFINED			
CELSION CORP			15117N305	6	726 SH			SOLE			
CENTERPOINT ENERGY INC			15189T107	446	23185 SH			SOLE			
CENTERPOINT ENERGY INC			15189T107	11	590 SH			DEFINED			
DEPHEID			15670R107	36	1050 SH			DEFINED			
CHEMED CORP INC			16359R103	24	355 SH			DEFINED			
CHEVRON CORPORATION NEW			166764100	3778	34936 SH			SOLE			
CHEVRON CORPORATION NEW			166764100	49	456 SH			DEFINED			
CHIPOLTE MEXICAN GRILL			169656105	1	3 SH			DEFINED			
CHUBB CORP	COM		171232101	174	2315 SH			SOLE			
CISCO SYS INC	COM		17275R102	1592	81072 SH			SOLE			
CISCO SYS INC	COM		17275R102	64	3241 SH			DEFINED			
CITIGROUP INC COM NEW			172967424	4	100 SH			SOLE			
CITIGROUP INC COM NEW			172967424	3	75 SH			DEFINED			
CITRIX SYSTEMS INC			177376100	46	697 SH			DEFINED			
CLOROX CO DEL	COM		189054109	18	250 SH			SOLE			
CLOROX CO DEL	COM		189054109	7	89 SH			DEFINED			
COACH INC	COM		189754104	17	310 SH			SOLE			
COACH INC	COM		189754104	1	14 SH			DEFINED			
COCA COLA CO	COM		191216100	423	11670 SH			SOLE			
COCA COLA CO	COM		191216100	5	150 SH			DEFINED			
COGNIZANT TECHNOLOGY SOL			192446102	1052	14240 SH			SOLE			
COGNIZANT TECHNOLOGY SOL			192446102	11	148 SH			DEFINED			
COMCAST CORP NEW CL A			20030N101	38	1021 SH			SOLE			
COMCAST CORP NEW CL A			20030N101	1	30 SH			DEFINED			
COMPANHIA PARANAENSE ENERGY			20441B407	15	1000 SH			SOLE			
CONAGRA FOODS INC	COM		205887102	18	600 SH			SOLE			
CONOCOPHILLIPS			20825C104	1720	29657 SH			SOLE			
CONOCOPHILLIPS			20825C104	16	283 SH			DEFINED			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
CONSOLIDATED EDISON INC		209115104	356	6410	SH	SOLE
CONSTELLATION BRANDS INC		21036P108	9	250	SH	SOLE
CORNING INC	COM	219350105	78	6158	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	30	300	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	99	1000	SH	DEFINED
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	208	8475	SH	SOLE
CREE INC	COM	225447101	27	790	SH	DEFINED
CUBIST PHARMACEUTICALS INC		229678107	8	200	SH	SOLE
CUMMINS INC	COM	231021106	18	165	SH	SOLE
CURRENCY SHS CDN DLR - ETF		23129X105	10	100	SH	SOLE
DANAHER CORP DEL	COM	235851102	1181	21126	SH	SOLE
DANAHER CORP DEL	COM	235851102	8	135	SH	DEFINED
DARDEN RESTAURANTS INC	COM	237194105	445	9878	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	12	257	SH	DEFINED
DARLING INTL INC		237266101	22	1400	SH	SOLE
DAVITA INC		23918K108	42	380	SH	DEFINED
DEALERTRACK HOLDINGS		242309102	16	570	SH	DEFINED
DEERE & CO	COM	244199105	9	100	SH	SOLE
DELTA AIRLINES INC DEL		247361702	53	4460	SH	DEFINED
DELUXE CORP	COM	248019101	48	1480	SH	DEFINED
DENTSPLY INTL INC NEW	COM	249030107	32	800	SH	SOLE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1	22	SH	DEFINED
DIGI INTERNATIONAL INC		253798102	9	980	SH	DEFINED
WALT DISNEY	COM DISNEY	254687106	1832	36789	SH	SOLE
WALT DISNEY	COM DISNEY	254687106	13	255	SH	DEFINED
DISCOVERY COMM INC CLASS A		25470F104	0	3	SH	SOLE
DISCOVERY COMMUNICATIONS INC	C	25470F302	0	3	SH	SOLE
DISCOVER FINANCIAL SERVICES		254709108	46	1190	SH	DEFINED
DIRECTV COM		25490A309	676	13473	SH	SOLE
DIRECTV COM		25490A309	2	48	SH	DEFINED
DOLBY LABORATORIES		25659T107	29	1000	SH	SOLE
DOLLAR TREE INC		256746108	16	390	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	243	4688	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
DOMTAR CORP		257559203	43	510	SH	DEFINED
DOVER CORP	COM	260003108	177	2700	SH	SOLE
DOW CHEMICAL CO		260543103	230	7114	SH	SOLE
DRESSER RAND GROUP INC		261608103	11	200	SH	SOLE
DUPONT E I DENEMOURS & CO		263534109	958	21294	SH	SOLE
DUPONT E I DENEMOURS & CO		263534109	6	140	SH	DEFINED
DUKE ENERGY CORP NEW COM	NEW	26441C204	869	13628	SH	SOLE
DUNKIN BRANDS INC		265504100	58	1760	SH	DEFINED
EMERGING GBL BRAZIL - ETF		268461829	8	400	SH	SOLE
E M C CORP MASS	COM	268648102	337	13320	SH	SOLE
E M C CORP MASS	COM	268648102	102	4020	SH	DEFINED
EOG RES INC	COM	26875P101	1	5	SH	DEFINED
EBAY INC	COM	278642103	1	15	SH	DEFINED

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ECOLAB INC	COM	278865100	5	75	SH	SOLE
ECOLAB INC	COM	278865100	102	1415	SH	DEFINED
EDISON INTL	COM	281020107	114	2534	SH	SOLE
ELLSWORTH FUND LTD COM		289074106	18	2500	SH	SOLE
EMERSON ELEC CO	COM	291011104	1828	34527	SH	SOLE
EMERSON ELEC CO	COM	291011104	29	544	SH	DEFINED
ENERGY TRANSFER PARTNERS LP		29273R109	13	303	SH	SOLE
ENTERGY CORP NEW	COM	29364G103	21	330	SH	SOLE
EQUIFAX INC	COM	294429105	22	404	SH	SOLE
EXELON CORP	COM	30161N101	1369	46057	SH	SOLE
EXELON CORP	COM	30161N101	33	1101	SH	DEFINED
EXPRESS SCRIPTS HLDG CO	COM	30219G108	2	38	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	6090	70362	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	419	4845	SH	DEFINED
FACEBOOK		30303M102	27	1017	SH	SOLE
FACEBOOK		30303M102	37	1395	SH	DEFINED
FARO TECHNOLOGIES INC		311642102	14	380	SH	DEFINED
FASTENAL		311900104	18	385	SH	SOLE
FEDEX CORP		31428X106	76	832	SH	SOLE
FEDEX CORP		31428X106	38	419	SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DISCRETN
F5 NETWORKS INC COM		315616102	1	7	SH	DEFINED
FIDELITY NATL INFORMATION	SVCS INC COM	31620M106	1	20	SH	DEFINED
FIDELITY NATIONAL FINANCIAL		31620R105	1	35	SH	DEFINED
FIFTH THIRD BANCORP	COM	316773100	48	3160	SH	DEFINED
FIRST FINL BANCORP OHIO		320209109	98	6689	SH	SOLE
FIRST NIAGARA FINL INC		33582V108	14	1748	SH	SOLE
FISERV INC	COM	337738108	33	415	SH	DEFINED
FIRSTENERGY CORP	COM	337932107	7	156	SH	SOLE
FLUOR CORP NEW	COM	343412102	21	350	SH	SOLE
FOOT LOCKER INC		344849104	39	1200	SH	DEFINED
FORD MOTOR CO		345370860	311	24019	SH	SOLE
FORD MOTOR CO		345370860	1	100	SH	DEFINED
FOREST LABS INC	COM	345838106	30	845	SH	SOLE
FORRESTER RESEARCH INC		346563109	10	360	SH	DEFINED
FREEPORT MCMORAN COPPER & GOLD INC	COM	35671D857	15	435	SH	SOLE
FRONTIER COMMUNICATIONS CO		35906A108	8	1803	SH	SOLE
GATX CORP		361448103	46	1060	SH	DEFINED
GANNETT INC	COM	364730101	2	100	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	424	6123	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	7	107	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	3770	179682	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	89	4226	SH	DEFINED
GENERAL MLS INC	COM	370334104	270	6691	SH	SOLE
GENERAL MLS INC	COM	370334104	53	1300	SH	DEFINED
GENTEX CORP		371901109	26	1375	SH	DEFINED
GENUINE PARTS CO	COM	372460105	176	2775	SH	SOLE
GILEAD SCIENCES INC	COM	375558103	71	965	SH	SOLE
GLAXO HOLDINGS PLC SPONSORED	ADR	37733W105	43	1000	SH	SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	53	415	SH	SOLE
GOOGLE INC		38259P508	997	1410	SH	SOLE

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GOOGLE INC		38259P508	77	109 SH	DEFINED
GRAINGER W W INC	COM	384802104	341	1685 SH	SOLE
GRAINGER W W INC	COM	384802104	35	175 SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			INVTMT DSCRETN
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	
GRANITE CONSTRUCTION		387328107	13	400 SH		SOLE
GREAT PLAINS ENERGY INC	COM	391164100	41	2000 SH		SOLE
GREENWAY MED TECHNOLOGYS		39679B103	18	1145 SH		DEFINED
HCP INC		40414L109	56	1243 SH		SOLE
HALLIBURTON CO	COM	406216101	208	5985 SH		SOLE
HARLEY DAVIDSON INC	COM	412822108	11	219 SH		SOLE
HARLEY DAVIDSON INC	COM	412822108	1	13 SH		DEFINED
HARRIS CORP		413875105	308	6284 SH		SOLE
HARRIS CORP		413875105	8	166 SH		DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	23	1028 SH		SOLE
HEALTH NET INC	A	42222G108	0	15 SH		DEFINED
HELMERICH & PAYNE INC	COM	423452101	27	480 SH		SOLE
HERSHEY CO COM		427866108	11	150 SH		SOLE
HESS CORP COM		42809H107	47	880 SH		SOLE
HEWLETT PACKARD CO	COM	428236103	8	563 SH		SOLE
HEWLETT PACKARD CO	COM	428236103	5	378 SH		DEFINED
HOME DEPOT INC	COM	437076102	1531	24753 SH		SOLE
HOME DEPOT INC	COM	437076102	61	993 SH		DEFINED
HOME PPTYS INC		437306103	53	868 SH		DEFINED
HONEYWELL INTL INC	COM	438516106	425	6690 SH		SOLE
HORMEL FOODS		440452100	19	600 SH		DEFINED
HOSPITALITY PROPERTIES	TRUST	44106M102	160	6835 SH		SOLE
HUDSON VALLEY HOLDING	CORP	444172100	9	605 SH		SOLE
HUMANA INC	COM	444859102	88	1285 SH		SOLE
HUNTINGTON INGALLS INDS INC		446413106	7	166 SH		SOLE
IPC HOSPITALIST CO		44984A105	19	485 SH		DEFINED
IDACORP INC	COM	451107106	26	600 SH		SOLE
IDEXX LABS INC	COM	45168D104	1	14 SH		DEFINED
IHS INC A		451734107	20	210 SH		DEFINED
ILLINOIS TOOL WKS INC	COM	452308109	73	1200 SH		DEFINED
IMMUNOGEN INC		45253H101	43	3385 SH		SOLE
INGREDION INC		457187102	10	150 SH		SOLE
INGREDION INC		457187102	41	640 SH		DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			INVTMT DSCRETN
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	
INNERWORKINGS INC		45773Y105	28	2015 SH		DEFINED
INTEL CORP	COM	458140100	2042	99082 SH		SOLE
INTEL CORP	COM	458140100	92	4459 SH		DEFINED
INTEGRYS ENERGY GROUP INC	COM	45822P105	2	41 SH		SOLE



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INTERCONTINENTALEXCHANGE		45865V100	93	750	SH	SOLE
INTERCONTINENTALEXCHANGE		45865V100	1	12	SH	DEFINED
INTERNATIONAL BUSINESS MACH	COM	459200101	5691	29711	SH	SOLE
INTERNATIONAL BUSINESS MACH	COM	459200101	208	1087	SH	DEFINED
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	20	300	SH	SOLE
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	6	90	SH	DEFINED
INTUITIVE SURGICAL INC	COM NEW	46120E602	40	82	SH	DEFINED
INTUIT	COM	461202103	46	767	SH	DEFINED
ISHARES S & P GLOBAL	COMMM INDEX ETF	46428R107	124	3786	SH	SOLE
ISHARES BRAZIL INDEX ETF		464286400	6	100	SH	SOLE
ISHARES MSCI CANADA - ETF		464286509	2000	70477	SH	SOLE
ISHARES MSCI CANADA - ETF		464286509	14	485	SH	DEFINED
ISHARES PAC INDX ETF		464286665	55	1173	SH	SOLE
ISHAS MSCI SINGAPORE INX ETF		464286673	12	900	SH	SOLE
ISHARES BARCLAYS TIPS BOND	FUND -ETF	464287176	542	4467	SH	SOLE
ISHARES TR	FTSE XNHUA IDX-ETF	464287184	4	100	SH	SOLE
ISHARES S&P 500 INDX FD-ETF		464287200	68	475	SH	SOLE
ISHARES BARCLAYS AGGREGATE	BOND FUND - ETF	464287226	15644	140838	SH	SOLE
ISHARES BARCLAYS AGGREGATE	BOND FUND - ETF	464287226	163	1466	SH	DEFINED
ISHARES MSCI EMERG MKTS-ETF		464287234	1610	36305	SH	SOLE
ISHS S & P 500 GRW INX-ETF		464287309	3936	51973	SH	SOLE
ISHS S & P 500 GRW INX-ETF		464287309	10	133	SH	DEFINED
ISHARES S & P 500 VALUE	INDEX FUND - ETF	464287408	7	103	SH	SOLE
ISHARES TR MSCI EAFE IDX ETF	ADR	464287465	2890	50829	SH	SOLE
ISHS TR S&P MIDCAP 400 - ETF		464287507	9694	95322	SH	SOLE
ISHS TR S&P MIDCAP 400 - ETF		464287507	94	920	SH	DEFINED
ISHARES MIDCAP 400 ETF	GROWTH	464287606	13	112	SH	SOLE
ISHARES TR RUSSELL 2000	VALUE INDEX - ETF	464287630	525	6955	SH	SOLE
ISHARES RUSSELL 2000	GRWTH INDX FD - ETF	464287648	3400	35673	SH	SOLE
ISHARES RUSSELL 2000	GRWTH INDX FD - ETF	464287648	57	600	SH	DEFINED

FORM 13F INFORMATION TABLE						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT INVT DISCRETN
ISHARES MIDCAP 400 VALUE ETF		464287705	12	139	SH	SOLE
ISHARES TR SMALLCAP 600 ETF		464287804	3281	42015	SH	SOLE
ISHARES TR SMALLCAP 600 ETF		464287804	8	99	SH	DEFINED
ISHARES TR S&P	SMLCP VALU - ETF	464287879	6470	79976	SH	SOLE
ISHARES TR S&P	SMLCP VALU - ETF	464287879	18	228	SH	DEFINED
ISHARES TRUST HI YLD - ETF		464288513	979	10490	SH	SOLE
ISHS BARCLAYS MBS BDFD ETF		464288588	62	575	SH	SOLE
ISHS BARCLAYS 1-3 CREDIT-ETF		464288646	546	5176	SH	SOLE
ISHARES PERU - ETF		464289842	9	200	SH	SOLE
ISHARES TR USA MIN VOL ETF		46429B697	3871	133297	SH	SOLE
ISHARES TR USA MIN VOL ETF		46429B697	10	346	SH	DEFINED
J P MORGAN CHASE & CO		46625H100	2592	58960	SH	SOLE
J P MORGAN CHASE & CO		46625H100	22	500	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	3116	44454	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	213	3045	SH	DEFINED
JOHNSON CTLS INC	COM	478366107	261	8520	SH	SOLE
JOHNSON CTLS INC	COM	478366107	27	875	SH	DEFINED
KLA-TENCOR CORP		482480100	43	910	SH	DEFINED
KELLOGG CO	COM	487836108	602	10787	SH	SOLE
KELLOGG CO	COM	487836108	3	50	SH	DEFINED
KEYCORP NEW	COM	493267108	2	242	SH	SOLE

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KIMBERLY CLARK CORP	COM	494368103	1340	15876 SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	80	947 SH	DEFINED
KINDER MORGAN ENERGY PARTNER LTD PARTNER		494550106	9	115 SH	SOLE
KINDER MORGAN INC		49456B101	1	35 SH	DEFINED
KOHL'S CORP	COM	500255104	58	1340 SH	SOLE
KONINKLIJKE PHILIPS ELECTRS	NV SP ADR	500472303	29	1101 SH	SOLE
KONINKLIJKE PHILIPS ELECTRS	NV SP ADR	500472303	19	700 SH	DEFINED
KRAFT FOODS GRP INC		50076Q106	730	16047 SH	SOLE
KRAFT FOODS GRP INC		50076Q106	18	385 SH	DEFINED
KROGER CO	COM	501044101	45	1740 SH	DEFINED
LKQ CORP		501889208	45	2125 SH	DEFINED
LEAPFROG ENTERPRISES INC		52186N106	1	100 SH	SOLE

FORM 13F INFORMATION TABLE						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN
LIBERTY MEDIA CORPORATION	LIB CAP COM A	530322106	1	6 SH		DEFINED
LIBERTY GLOBAL INC		530555101	0	3 SH		SOLE
LIBERTY GLOBAL INC	COM SER A	530555309	0	3 SH		SOLE
LIBERTY INTERACTIVE CORP	COMM SER A	53071M104	0	19 SH		SOLE
LILLY ELI & CO	COM	532457108	642	13017 SH		SOLE
LILLY ELI & CO	COM	532457108	17	354 SH		DEFINED
LINDSAY CORP		535555106	16	200 SH		SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	23	670 SH		DEFINED
LINKEDIN CORP		53578A108	1	5 SH		DEFINED
LINN ENERGY		536020100	25	702 SH		DEFINED
LOCKHEED MARTIN CORP	COM	539830109	428	4637 SH		SOLE
LOCKHEED MARTIN CORP	COM	539830109	18	200 SH		DEFINED
LORILLARD INC		544147101	1	12 SH		DEFINED
LOWES COS INC	COM	548661107	1856	52259 SH		SOLE
LOWES COS INC	COM	548661107	4	125 SH		DEFINED
MDU RES GROUP INC	COM	552690109	11	500 SH		SOLE
MGM MIRAGE		552953101	2	130 SH		DEFINED
MTS SYSTEM CORP		553777103	42	820 SH		DEFINED
MACYS INC COM		55616P104	39	995 SH		DEFINED
MAGELLAN MIDSTREAM LP		559080106	35	800 SH		SOLE
MANULIFE FINL CORP COM		56501R106	18	1288 SH		SOLE
MARATHON OIL CORP		565849106	6	200 SH		SOLE
MARATHON PETE CORP		56585A102	484	7676 SH		SOLE
MARATHON PETE CORP		56585A102	2	30 SH		DEFINED
MARRIOTT VACATIONS WORLDWIDE		57164Y107	4	100 SH		SOLE
MARSH & MCLENNAN COS INC	COM	571748102	1	15 SH		DEFINED
MARRIOTT INTL INC NEW CLA		571903202	38	1009 SH		SOLE
MARRIOTT INTL INC NEW CLA		571903202	53	1418 SH		DEFINED
MASTERCARD INC		57636Q104	20	40 SH		SOLE
MATTEL INC	COM	577081102	19	525 SH		SOLE
MATTEL INC	COM	577081102	40	1080 SH		DEFINED
MAXIM INTEGRATED PRODS INC	COM	57772K101	352	11978 SH		SOLE
MAXIM INTEGRATED PRODS INC	COM	57772K101	8	258 SH		DEFINED

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			FORM 13F INFORMATION TABLE			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
MAXWELL TECHNOLOGIES INC		577767106	6	780	SH	DEFINED
MAXUMUS INC		577933104	51	800	SH	DEFINED
MCDONALDS CORP	COM	580135101	1828	20721	SH	SOLE
MCDONALDS CORP	COM	580135101	122	1381	SH	DEFINED
MCGRAW HILL COS INC	COM	580645109	36	665	SH	DEFINED
MCKESSON CORPORATION	COM	58155Q103	477	4921	SH	SOLE
MCKESSON CORPORATION	COM	58155Q103	3	31	SH	DEFINED
MEDTRONIC INC	COM	585055106	3	65	SH	SOLE
MEDTRONIC INC	COM	585055106	1	30	SH	DEFINED
MENTOR GRAPHICS CORP		587200106	10	600	SH	SOLE
MERCK & CO INC NEW COM		58933Y105	654	15989	SH	SOLE
MERCK & CO INC NEW COM		58933Y105	19	456	SH	DEFINED
METLIFE INC	COM	59156R108	1188	36084	SH	SOLE
METLIFE INC	COM	59156R108	7	215	SH	DEFINED
METROPCS COMMUNICATIONS		591708102	451	45343	SH	SOLE
METROPCS COMMUNICATIONS		591708102	2	175	SH	DEFINED
MICROSOFT CORP	COM	594918104	2493	93356	SH	SOLE
MICROSOFT CORP	COM	594918104	89	3319	SH	DEFINED
MICROVISION INC DEL COM NEW		594960304	0	125	SH	SOLE
MICROCHIP TECHNOLOGY INC	COM	595017104	755	23160	SH	SOLE
MICROCHIP TECHNOLOGY INC	COM	595017104	47	1438	SH	DEFINED
MICRON TECHNOLOGY INC		595112103	1	145	SH	DEFINED
MOBIL MINI INC		60740F105	26	1230	SH	DEFINED
MONDELEZ INTERNATIONAL INC		609207105	405	15917	SH	SOLE
MONDELEZ INTERNATIONAL INC		609207105	63	2489	SH	DEFINED
MONSANTO CO (NEW)		61166W101	72	760	SH	SOLE
MONSTER BEVERAGE CORP COM		611740101	34	635	SH	SOLE
MORGAN STANLEY	DISCOVER & CO	617446448	10	536	SH	SOLE
MURPHY OIL CORP	COM	626717102	104	1755	SH	SOLE
NATIONAL INSTRUMENTS CORP		636518102	30	1165	SH	DEFINED
NATIONAL OILWELL VARCO INC		637071101	1115	16319	SH	SOLE
NATIONAL OILWELL VARCO INC		637071101	8	119	SH	DEFINED
NEOGEN CORP		640491106	33	735	SH	DEFINED

			FORM 13F INFORMATION TABLE			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
NEXTERA ENERGY INC COM		65339F101	280	4040	SH	SOLE
NIKE INC	CL B	654106103	740	14344	SH	SOLE
NIKE INC	CL B	654106103	18	350	SH	DEFINED
NOBLE ENERGY INC		655044105	1	12	SH	DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	62	1000	SH	SOLE
NORTHROP GRUMMAN CORP COM		666807102	67	996	SH	SOLE
NOVARTIS AG SPNSRD ADR		66987V109	13	200	SH	SOLE
NOVO NORDISK A/S ADR		670100205	49	300	SH	DEFINED
NUCOR CORP	COM	670346105	175	4055	SH	SOLE
NUCOR CORP	COM	670346105	3	65	SH	DEFINED
NUVEEN NY PERFORMANCE PLUS	MUNI INC	67062R104	76	4600		SOLE
NVIDIA CORP		67066G104	463	37810	SH	SOLE
NVIDIA CORP		67066G104	2	150	SH	DEFINED

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NUVEEN NY MUNI		67066X107	8	526		SOLE
NV ENERGY INC		67073Y106	1	55	SH	DEFINED
O'REILLY AUTOMOTIVE NEW		67103H107	1	6	SH	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	23	300	SH	SOLE
ORACLE CORP	COM	68389X105	1554	46662	SH	SOLE
ORACLE CORP	COM	68389X105	117	3500	SH	DEFINED
PG&E CORP	COM	69331C108	319	7932	SH	SOLE
PG&E CORP	COM	69331C108	7	175	SH	DEFINED
PNC FINL SVCS GROUP INC	COM	693475105	487	8355	SH	SOLE
PALL CORP	COM	696429307	27	450	SH	SOLE
PARKER HANNIFIN CORP	COM	701094104	9	100	SH	SOLE
PAYCHEX INC	COM	704326107	236	7585	SH	SOLE
PEPSICO INC	COM	713448108	1882	27499	SH	SOLE
PEPSICO INC	COM	713448108	85	1240	SH	DEFINED
PFIZER INC	COM	717081103	2101	83809	SH	SOLE
PFIZER INC	COM	717081103	235	9361	SH	DEFINED
PHILIP MORRIS INTERNATIONAL INC	COM	718172109	1094	13079	SH	SOLE
PHILIP MORRIS INTERNATIONAL INC	COM	718172109	49	587	SH	DEFINED
PHILLIPS 66 COM		718546104	462	8704	SH	SOLE
PIEDMONT NATURAL GAS CO		720186105	10	332	SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE				INVTMT DSCRETN
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
PORTLAND GEN ELECTRIC CO		736508847	27	1000	SH	SOLE	
POTASH CORP SASK INC		73755L107	68	1675	SH	SOLE	
POWER INTEGRATIONS INC		739276103	21	620	SH	DEFINED	
POWER SHARES GOLDEN DRAGON	USX CHINA - ETF	73935X401	8	400	SH	SOLE	
POWERSHARES SENIOR LOAN ETF		73936Q769	398	15950	SH	SOLE	
POWERSHARES PFD - ETF		73936T565	3539	241061	SH	SOLE	
POWERSHARES PFD - ETF		73936T565	106	7254	SH	DEFINED	
POWER SHS S&P 500 -ETF		73937B779	10754	388511	SH	SOLE	
POWER SHS S&P 500 -ETF		73937B779	66	2388	SH	DEFINED	
PRAXAIR INC	COM	74005P104	21	195	SH	DEFINED	
PRECISION CASTPARTS CORP		740189105	1313	6930	SH	SOLE	
PRECISION CASTPARTS CORP		740189105	66	350	SH	DEFINED	
PRICE T ROWE & ASSOCIATES	COM	74144T108	22	340	SH	SOLE	
PRICELINE COM INC		741503403	421	678	SH	SOLE	
PRICELINE COM INC		741503403	2	3	SH	DEFINED	
PROCTER & GAMBLE CO	COM	742718109	2784	41008	SH	SOLE	
PROCTER & GAMBLE CO	COM	742718109	115	1689	SH	DEFINED	
PRUDENTIAL FINANCIAL INC	COM	744320102	20	380	SH	SOLE	
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	718	23478	SH	SOLE	
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	12	400	SH	DEFINED	
PULTE GROUP	COM	745867101	1	50	SH	DEFINED	
QEP RES INC		74733V100	41	1355	SH	SOLE	
QUALCOMM INC	COM	747525103	390	6300	SH	SOLE	
QUALCOMM INC	COM	747525103	79	1275	SH	DEFINED	
QUESTAR CORP	COM	748356102	27	1370	SH	SOLE	
RALPH LAUREN CORP CL A		751212101	16	110	SH	SOLE	
RAYTHEON CO CLASS B	COM	755111507	67	1170	SH	SOLE	
REYNOLDS AMERN INC		761713106	282	6800	SH	SOLE	
REYNOLDS AMERN INC		761713106	1	15	SH	DEFINED	
RIO TINTO PLC SPON ADR		767204100	23	400	SH	SOLE	

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ROCKWOOD HOLDINGS INC	774415103	26	535 SH	DEFINED
ROPER INDUSTRIES INC. NEW	776696106	11	100 SH	SOLE
ROPER INDUSTRIES INC. NEW	776696106	23	210 SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE		
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL
ROSS STORES INC	COM	778296103	34	630 SH	SOLE
ROYAL BK SCOTLAND GROUP	PLC	780097796	10	441 SH	SOLE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	141	1990 SH	SOLE
ROYAL DUTCH PETE CO		780259206	235	3405 SH	SOLE
S & P DEP RECEIPTS - ETF		78462F103	22	151 SH	DEFINED
SPDR GOLD TRUST	GOLD SHS - ETF	78463V107	106	655 SH	SOLE
BARCLAYS CAPITAL INTL - ETF		78464A516	6	100 SH	SOLE
SPDR S & P DIVIDEND - ETF		78464A763	406	6975 SH	SOLE
SALESFORCE COM INC		79466L302	41	245 SH	DEFINED
SCANA CORP NEW	COM	80589M102	5	100 SH	SOLE
SCHLUMBERGER LTD	COM	806857108	113	1630 SH	SOLE
SCHLUMBERGER LTD	COM	806857108	156	2245 SH	DEFINED
SCIQEST INC NEW		80908T101	15	960 SH	DEFINED
SELECTIVE INS GRP INC	C/C	816300107	28	1438 SH	SOLE
SENECA FOODS CORP NEW	CL B	817070105	1	50 SH	SOLE
SENECA FOODS CORP NEW	CL A	817070501	2	50 SH	SOLE
SHERWIN WILLIAMS CO	COM	824348106	1	9 SH	DEFINED
SIGMA ALDRICH CORP	COM	826552101	912	12401 SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	50	685 SH	DEFINED
SIMON PPTY GROUP INC NEW		828806109	58	365 SH	SOLE
SOUTHERN COMPANY		842587107	988	23085 SH	SOLE
SOUTHERN COMPANY		842587107	33	765 SH	DEFINED
SOUTHERN COPPER CORP		84265V105	223	5903 SH	SOLE
SOUTHWESTERN ENERGY CO	COM	845467109	145	4330 SH	SOLE
SPECTRA ENERGY CORP COM		847560109	126	4602 SH	SOLE
SPECTRA ENERGY CORP COM		847560109	3	100 SH	DEFINED
STARBUCKS CORP	COM	855244109	16	305 SH	SOLE
STARBUCKS CORP	COM	855244109	1	23 SH	DEFINED
STATE STREET CORP	COM	857477103	979	20820 SH	SOLE
STATE STREET CORP	COM	857477103	4	75 SH	DEFINED
STERICYCLE INC		858912108	26	275 SH	DEFINED
STERIS CORP		859152100	7	200 SH	SOLE
STRYKER CORP		863667101	86	1575 SH	SOLE
STRYKER CORP		863667101	55	1000 SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE		
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL
SUFFOLK BANCORP	COM	864739107	42	3244 SH	SOLE
SUNCOR ENERGY INC NEW		867224107	15	450 SH	DEFINED
SWISS HELVETIA FUND		870875101	3	300 SH	SOLE

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SYSCO CORP	COM	871829107	338	10677	SH	SOLE
SYSCO CORP	COM	871829107	3	85	SH	DEFINED
TECO ENERGY INC		872375100	701	41846	SH	SOLE
TECO ENERGY INC		872375100	12	690	SH	DEFINED
TJX COS INC NEW	COM	872540109	1361	32069	SH	SOLE
TJX COS INC NEW	COM	872540109	7	170	SH	DEFINED
TARGET CORP	COM	87612E106	461	7785	SH	SOLE
TARGET CORP	COM	87612E106	25	430	SH	DEFINED
TECHNE CORP		878377100	25	360	SH	DEFINED
TETRA TECH INC NEW		88162G103	44	1663	SH	SOLE
TEVA PHARMA INDS ADR		881624209	128	3430	SH	SOLE
TEXAS INSTRS INC	COM	882508104	513	16626	SH	SOLE
TEXAS INSTRS INC	COM	882508104	4	125	SH	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	213	3335	SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	96	1500	SH	DEFINED
THOMSON CORP		884903105	66	2275	SH	SOLE
3 D SYSTEMS CORP (NEW0		88554D205	31	575	SH	DEFINED
3M COMPANY COM		88579Y101	849	9139	SH	SOLE
3M COMPANY COM		88579Y101	92	993	SH	DEFINED
TIBCO SOFTWARE INC		88632Q103	1	40	SH	DEFINED
TIME WARNER INC NEW COM NEW		887317303	58	1220	SH	DEFINED
TIME WARNER CABLE INC COM		88732J207	2	19	SH	DEFINED
TOMPKINS FINANCIAL CORP		890110109	19897	502067	SH	SOLE
TOMPKINS FINANCIAL CORP		890110109	1731	43690	SH	DEFINED
TORONTO DOMINION BK ONT	COM NEW ADR	891160509	261	3100	SH	SOLE
TRAVELERS COS INC COM		89417E109	550	7656	SH	SOLE
TRAVELERS COS INC COM		89417E109	12	165	SH	DEFINED
TRIUMPH GROUP, INC		896818101	46	700	SH	DEFINED
TUPPERWARE BRANDS CORP	COM	899896104	184	2875	SH	SOLE
TYSON FOODS INC	CL A	902494103	1	45	SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DISCRETN
US BANCORP DEL	COM NEW	902973304	374	11700	SH	SOLE
US BANCORP DEL	COM NEW	902973304	47	1460	SH	DEFINED
ULTA BEAUTY		90384S303	1	8	SH	DEFINED
UTLIMATE SOFTWARE GROUP		90385D107	43	455	SH	DEFINED
UNILEVER N V	N Y SHS NEW	904784709	98	2550	SH	SOLE
UNION PAC CORP	COM	907818108	25	200	SH	SOLE
UNION PAC CORP	COM	907818108	2	13	SH	DEFINED
UNITED NATURAL FOODS		911163103	17	310	SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	411	5577	SH	SOLE
UNITED PARCEL SERVICE INC	CL B	911312106	58	785	SH	DEFINED
UTD ST COMMODITY INDX - ETF		911717106	8	140	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	1046	12755	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	15	189	SH	DEFINED
UNITEDHEALTH GROUP INC		91324P102	148	2735	SH	SOLE
UNITEDHEALTH GROUP INC		91324P102	47	870	SH	DEFINED
V F CORP		918204108	36	240	SH	DEFINED
VANGUARD BD IND INT ETF		921937819	77	874	SH	SOLE
VANGUARD BD IND FD ETF		921937835	35	418	SH	SOLE
VANG TAX MNG INTL FD ETF		921943858	21800	618988	SH	SOLE
VANG TAX MNG INTL FD ETF		921943858	95	2686	SH	DEFINED
VANGUARD INTL EQUITY	INDEX - ETF	922042858	342	7690	SH	SOLE

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VECTREN CORP COM		92240G101	34	1170 SH	SOLE
VANGUARD INDEX REIT- ETF		922908553	1983	30139 SH	SOLE
VANGUARD INDEX REIT- ETF		922908553	29	445 SH	DEFINED
VANGURAD SMALL CAP GRWTH ETF		922908595	9	97 SH	SOLE
VANGUARD SMALL CAP VAL ETF		922908611	8	114 SH	SOLE
VANGUARD LARGE CAP EFT		922908637	15	233 SH	DEFINED
VANGARD INDEX VALUE ETF		922908744	4014	68285 SH	SOLE
VANGARD INDEX VALUE ETF		922908744	10	175 SH	DEFINED
VANGUARD SMALL CAP ETF		922908751	14	167 SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	2516	58144 SH	SOLE
VERIZON COMMUNICATIONS	COM	92343V104	63	1459 SH	DEFINED
VERINT SYSTEMS INC		92343X100	16	550 SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE			
			VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
VERTEX PHARMACEUTICALS		92532F100	1	15 SH	DEFINED	
VIACOM INC NEW CL B		92553P201	1	25 SH	DEFINED	
VISA INC	COM CL A	92826C839	95	625 SH	SOLE	
VISA INC	COM CL A	92826C839	86	569 SH	DEFINED	
VODAFONE GROUP PLC NEW		92857W209	145	5757 SH	SOLE	
WGL HLDGS INC		92924F106	17	432 SH	SOLE	
W P CAREY INC		92936U109	21	405 SH	SOLE	
WALMART STORES INC	COM	931142103	690	10121 SH	SOLE	
WALMART STORES INC	COM	931142103	46	667 SH	DEFINED	
WALGREEN CO	COM	931422109	1518	41024 SH	SOLE	
WALGREEN CO	COM	931422109	11	305 SH	DEFINED	
WATTS WATER TECHNOLOGIES		942749102	4	100 SH	SOLE	
WELLPOINT INC COM		94973V107	2	40 SH	DEFINED	
WELLS FARGO & CO NEW	COM	949746101	1511	44197 SH	SOLE	
WELLS FARGO & CO NEW	COM	949746101	116	3385 SH	DEFINED	
WHOLE FOODS MARKET INC		966837106	37	405 SH	DEFINED	
WILLIAMS-SONOMA INC		969904101	36	830 SH	DEFINED	
WISDOMTREE DEVL EMG MKT ETF		97717W133	21	1000 SH	SOLE	
WISDOMTREE TR - ETF		97717W182	8	300 SH	SOLE	
WISDOMTREE EMGERGING MKTS	SMALL CAP ETF	97717W281	9956	201429 SH	SOLE	
WISDOMTREE EMGERGING MKTS	SMALL CAP ETF	97717W281	35	715 SH	DEFINED	
WISDOM TREE EMG MKTS EQ ETF		97717W315	13673	239126 SH	SOLE	
WISDOM TREE EMG MKTS EQ ETF		97717W315	65	1134 SH	DEFINED	
WISDOMTREE TR DIV EX	FINLS ETF	97717W406	13	240 SH	SOLE	
WISDOMTREE TR EMERG MKT ETF		97717X867	269	5030 SH	SOLE	
XEROX CORP	COM	984121103	11	1556 SH	SOLE	
XYLEM INC		98419M100	30	1100 SH	SOLE	
ZIMMER HLDGS INC	COM	98956P102	59	890 SH	SOLE	
GRAND TOTALS			286258	6178986		