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People's United Financial, Inc.  
Form 13F-HR  
November 14, 2011

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

FORM 13F

FORM 13F COVER PAGE

REPORT FOR THE QUARTER ENDED: 9/30/2011

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

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Bridgeport, CT  
11/14/2011

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: 662

FORM 13F INFORMATION TABLE VALUE TOTAL: \$ 1,086,648

List of other included managers:

No.	Form 13F File Number	Name
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001	28-20631	People's United Bank
002	28-12043	People's Securities Inc.

### FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
D 3M CO	COMMON	88579Y101	920	12821	SH		DEFINED	
D 3M CO	COMMON	88579Y101	2206	30729	SH		OTHER	
D 3M CO	COMMON	88579Y101	10026	139647	SH		SOLE	
D ABBOTT LABS	COMMON	002824100	1029	20131	SH		DEFINED	
D ABBOTT LABS	COMMON	002824100	1565	30605	SH		OTHER	
D ABBOTT LABS	COMMON	002824100	9679	189262	SH		SOLE	
D ABBOTT LABS	COMMON	002824100	1274	24905	SH		SOLE	
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	267	5067	SH		OTHER	
D ACCENTURE PLC IRELAND	SPONSORED ADR	G1151C101	634	12039	SH		SOLE	
D AETNA INC	COMMON	00817Y108	501	13794	SH		DEFINED	
D AFLAC INC	COMMON	001055102	493	14087	SH		OTHER	
D AFLAC INC	COMMON	001055102	1417	40533	SH		SOLE	
D AGILENT TECHNOLOGIES INC	COMMON	00846U101	292	9336	SH		DEFINED	
D AIR PRODS & CHEMS INC	COMMON	009158106	158	2074	SH		OTHER	
D AIR PRODS & CHEMS INC	COMMON	009158106	2769	36259	SH		SOLE	
D ALCOA INC	COMMON	013817101	213	22274	SH		DEFINED	
D ALCOA INC	COMMON	013817101	6	650	SH		OTHER	
D ALCOA INC	COMMON	013817101	1249	130496	SH		SOLE	
D ALLERGAN INC	COMMON	018490102	9257	112374	SH		SOLE	
D ALLERGAN INC	COMMON	018490102	448	5443	SH		OTHER	
D ALLIANCEBERNSTEIN INCOME	COMMON	01881E101	80	10000	SH		DEFINED	
D ALTRIA GROUP INC	COMMON	02209S103	478	17847	SH		DEFINED	
D ALTRIA GROUP INC	COMMON	02209S103	779	29053	SH		OTHER	
D ALTRIA GROUP INC	COMMON	02209S103	2630	98086	SH		SOLE	
D AMEDIA NETWORKS INC	COMMON	023434103	0	50000	SH		SOLE	
D AMERICAN EXPRESS CO	COMMON	025816109	400	8900	SH		DEFINED	
D AMERICAN EXPRESS CO	COMMON	025816109	1464	32619	SH		SOLE	
D AMERICAN EXPRESS CO	COMMON	025816109	634	14125	SH		OTHER	
D AMETEK INC	COMMON	031100100	237	7200	SH		SOLE	
D AMGEN INC	COMMON	031162100	555	10100	SH		DEFINED	
D AMGEN INC	COMMON	031162100	328	5978	SH		OTHER	
D AMGEN INC	COMMON	031162100	3732	67901	SH		SOLE	
D AMGEN INC	COMMON	031162100	215	3920	SH		SOLE	

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D	ANALOG DEVICES INC	COMMON	032654105	50	1592	SH	OTHER
D	ANALOG DEVICES INC	COMMON	032654105	684	21891	SH	SOLE
D	ANNALY CAP MGMT INC	COMMON	035710409	33	2000	SH	OTHER
D	ANNALY CAP MGMT INC	COMMON	035710409	213	12800	SH	SOLE
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	27	4000	SH	OTHER
D	ANWORTH MORTGAGE ASSET CP	COMMON	037347101	75	11000	SH	SOLE
D	APACHE CORP	COMMON	037411105	1740	21690	SH	DEFINED
D	APACHE CORP	COMMON	037411105	394	4907	SH	OTHER
D	APACHE CORP	COMMON	037411105	3357	41837	SH	SOLE
D	APACHE CORP	COMMON	037411105	658	8200	SH	SOLE
D	APPLE INC	COMMON	037833100	6248	16385	SH	DEFINED
D	APPLE INC	COMMON	037833100	2294	6016	SH	OTHER
D	APPLE INC	COMMON	037833100	662	1735	SH	SOLE
D	APPLE INC	COMMON	037833100	21872	57360	SH	SOLE
D	ARROW FINL CORP	COMMON	042744102	311	13960	SH	OTHER
D	ARROW FINL CORP	COMMON	042744102	462	20758	SH	SOLE
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	22	485	SH	OTHER
D	ASTRAZENECA PLC	SPONSORED ADR	046353108	305	6881	SH	SOLE
D	AT&T INC	COMMON	00206R102	2025	70998	SH	DEFINED
D	AT&T INC	COMMON	00206R102	2715	95211	SH	OTHER
D	AT&T INC	COMMON	00206R102	248	8706	SH	SOLE
D	AT&T INC	COMMON	00206R102	16822	589840	SH	SOLE
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	941	19950	SH	DEFINED
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	3092	65585	SH	SOLE
D	AUTOMATIC DATA PROCESSING I	COMMON	053015103	1026	21767	SH	OTHER
D	AVALONBAY CMNTYS INC	COMMON	053484101	217	1906	SH	SOLE
D	AVALONBAY CMNTYS INC	COMMON	053484101	375	3291	SH	OTHER
D	AVNET INC	COMMON	053807103	443	17000	SH	DEFINED
D	AVON PRODS INC	COMMON	054303102	21	1087	SH	OTHER
D	AVON PRODS INC	COMMON	054303102	236	12058	SH	SOLE
D	BAKER HUGHES INC	COMMON	057224107	159	3436	SH	OTHER
D	BAKER HUGHES INC	COMMON	057224107	238	5167	SH	SOLE
D	BANK OF AMERICA CORP	COMMON	060505104	181	29536	SH	DEFINED
D	BANK OF AMERICA CORP	COMMON	060505724	1017	49500	SH	DEFINED
D	BANK OF AMERICA CORP	COMMON	060505104	735	120059	SH	SOLE
D	BANK OF AMERICA CORP	COMMON	060505104	70	11370	SH	OTHER
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	429	23056	SH	DEFINED
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	269	14467	SH	OTHER
D	BANK OF NEW YORK MELLON COR	COMMON	064058100	2559	137641	SH	SOLE
D	BARRICK GOLD CORP	COMMON	067901108	12	259	SH	OTHER
D	BARRICK GOLD CORP	COMMON	067901108	231	4950	SH	SOLE
D	BAXTER INTL INC	COMMON	071813109	1099	19575	SH	DEFINED
D	BAXTER INTL INC	COMMON	071813109	246	4375	SH	SOLE
D	BB & T CORP	COMMON	054937107	20	925	SH	OTHER
D	BB & T CORP	COMMON	054937107	1833	85925	SH	SOLE
D	BECTON DICKINSON & CO	COMMON	075887109	1049	14305	SH	DEFINED
D	BECTON DICKINSON & CO	COMMON	075887109	203	2775	SH	OTHER
D	BECTON DICKINSON & CO	COMMON	075887109	322	4397	SH	SOLE
D	BECTON DICKINSON & CO	COMMON	075887109	305	4160	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	10894	102	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	427	4	SH	OTHER
D	BERKSHIRE HATHAWAY INC CL A	COMMON	084670108	427	4	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	245	3444	SH	DEFINED
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	1527	21498	SH	SOLE
D	BERKSHIRE HATHAWAY INC CL B	COMMON	084670702	566	7970	SH	OTHER

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D	BEST BUY INC	COMMON	086516101	510	21904	SH	SOLE
D	BEST BUY INC	COMMON	086516101	42	1822	SH	OTHER
D	BHP BILLITON LTD	SPONSORED ADR	088606108	454	6826	SH	OTHER
D	BHP BILLITON LTD	SPONSORED ADR	088606108	7595	114313	SH	SOLE
D	BIGLARI HLDGS INC	COMMON	08986R101	1141	3848	SH	SOLE
D	BOEING CO	COMMON	097023105	740	12236	SH	DEFINED
D	BOEING CO	COMMON	097023105	8549	141277	SH	SOLE
D	BOEING CO	COMMON	097023105	915	15115	SH	OTHER
D	BOEING CO	COMMON	097023105	667	11015	SH	SOLE
D	BOSWELL J G CO	COMMON	101205102	203	300	SH	SOLE
D	BP PLC	SPONSORED ADR	055622104	235	6506	SH	OTHER
D	BP PLC	SPONSORED ADR	055622104	855	23709	SH	SOLE
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	943	30057	SH	DEFINED
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	955	30427	SH	OTHER
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	499	15900	SH	SOLE
D	BRISTOL MYERS SQUIBB CO	COMMON	110122108	2411	76841	SH	SOLE
D	CAMPBELL SOUP CO	COMMON	134429109	107	3300	SH	SOLE
D	CAMPBELL SOUP CO	COMMON	134429109	117	3600	SH	OTHER
D	CANADIAN NATL RY CO	COMMON	136375102	18	277	SH	OTHER
D	CANADIAN NATL RY CO	COMMON	136375102	248	3725	SH	SOLE
D	CAPITAL ONE FINL CORP	COMMON	14040H105	267	6737	SH	OTHER
D	CAPITAL ONE FINL CORP	COMMON	14040H105	6130	154671	SH	SOLE
D	CARNIVAL CORP	COMMON	143658300	23	750	SH	OTHER
D	CARNIVAL CORP	COMMON	143658300	239	7892	SH	SOLE
D	CATERPILLAR INC	COMMON	149123101	2584	34994	SH	DEFINED
D	CATERPILLAR INC	COMMON	149123101	973	13189	SH	OTHER
D	CATERPILLAR INC	COMMON	149123101	4745	64257	SH	SOLE
D	CATERPILLAR INC	COMMON	149123101	358	4850	SH	SOLE

D	CENOVUS ENERGY INC	COMMON	15135U109	0	0	SH	OTHER
D	CENOVUS ENERGY INC	COMMON	15135U109	315	10269	SH	SOLE
D	CHEMBIO DIAGNOSTICS INC	COMMON	163572100	23	60960	SH	SOLE
D	CHEVRON CORP	COMMON	166764100	3555	38395	SH	DEFINED
D	CHEVRON CORP	COMMON	166764100	4033	43554	SH	OTHER
D	CHEVRON CORP	COMMON	166764100	24486	264457	SH	SOLE
D	CHEVRON CORP	COMMON	166764100	1420	15340	SH	SOLE
D	CHICAGO BRIDGE & IRON CO	COMMON	167250109	286	9995	SH	DEFINED
D	CHIMERA INVT CORP	COMMON	16934Q109	18	6617	SH	OTHER
D	CHIMERA INVT CORP	COMMON	16934Q109	60	21595	SH	SOLE
D	CHINA MILK PRODUCTS GRP LTD	SPONSORED ADR	G2112C107	3	15000	SH	SOLE
D	CHUBB CORP	COMMON	171232101	403	6724	SH	OTHER
D	CHUBB CORP	COMMON	171232101	6189	103158	SH	SOLE
D	CIGNA CORP	COMMON	125509109	321	7642	SH	DEFINED
D	CISCO SYS INC	COMMON	17275R102	1097	70778	SH	DEFINED
D	CISCO SYS INC	COMMON	17275R102	835	53894	SH	OTHER
D	CISCO SYS INC	COMMON	17275R102	163	10500	SH	SOLE
D	CISCO SYS INC	COMMON	17275R102	7586	489441	SH	SOLE
D	CITIGROUP INC	COMMON	172967424	107	4184	SH	OTHER
D	CITIGROUP INC	COMMON	172967424	213	8313	SH	SOLE
D	CITRIX SYS INC	COMMON	177376100	15	275	SH	OTHER
D	CITRIX SYS INC	COMMON	177376100	188	3450	SH	SOLE
D	CLECO CORP	COMMON	12561W105	301	8810	SH	OTHER
D	CLECO CORP	COMMON	12561W105	95	2772	SH	SOLE
D	CLOROX CO	COMMON	189054109	119	1800	SH	OTHER
D	CLOROX CO	COMMON	189054109	121	1825	SH	SOLE
D	COACH INC	COMMON	189754104	48	926	SH	OTHER

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D	COACH INC	COMMON	189754104	1208	23316	SH	SOLE
D	COCA COLA CO	COMMON	191216100	1744	25817	SH	DEFINED
D	COCA COLA CO	COMMON	191216100	1448	21424	SH	OTHER
D	COCA COLA CO	COMMON	191216100	7477	110664	SH	SOLE
D	COCA COLA CO	COMMON	191216100	595	8800	SH	SOLE
D	COLGATE PALMOLIVE CO	COMMON	194162103	742	8370	SH	DEFINED
D	COLGATE PALMOLIVE CO	COMMON	194162103	483	5451	SH	OTHER
D	COLGATE PALMOLIVE CO	COMMON	194162103	3998	45088	SH	SOLE
D	COLGATE PALMOLIVE CO	COMMON	194162103	1456	16415	SH	SOLE
D	COMCAST CORP	COMMON	20030N101	622	29712	SH	DEFINED
D	COMCAST CORP	COMMON	20030N101	16	782	SH	OTHER
D	COMCAST CORP	COMMON	20030N101	279	13343	SH	SOLE
D	COMCAST CORP CL A SPL	COMMON	20030N200	559	27000	SH	SOLE
D	CON EDISON INC	COMMON	209115104	613	10750	SH	OTHER
D	CON EDISON INC	COMMON	209115104	2736	47976	SH	SOLE
D	CONOCOPHILLIPS	COMMON	20825C104	3032	47881	SH	DEFINED
D	CONOCOPHILLIPS	COMMON	20825C104	938	14807	SH	OTHER
D	CONOCOPHILLIPS	COMMON	20825C104	17895	282612	SH	SOLE
D	CONOCOPHILLIPS	COMMON	20825C104	877	13850	SH	SOLE
D	CONSUMER STAPLES SPDR FUND	OTHER	81369Y308	3541	119400	SH	SOLE
D	CONSUMER STAPLES SPDR FUND	OTHER	81369Y308	98	3303	SH	OTHER
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	6	125	SH	OTHER
D	COOPER INDUSTRIES PLC	SPONSORED ADR	G24140108	302	6552	SH	SOLE
D	CORNING INC	COMMON	219350105	473	38280	SH	DEFINED
D	CORNING INC	COMMON	219350105	4546	367806	SH	SOLE
D	CORNING INC	COMMON	219350105	142	11500	SH	SOLE
D	CORNING INC	COMMON	219350105	409	33103	SH	OTHER
D	CORPORATE PROPERTY ASSOCIAT	COMMON	22002Y107	168	16000	SH	SOLE
D	COSTCO WHSL CORP	COMMON	22160K105	7143	86970	SH	SOLE
D	COSTCO WHSL CORP	COMMON	22160K105	503	6123	SH	OTHER
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	10	219	SH	OTHER
D	COVIDIEN PLC	SPONSORED ADR	G2554F113	652	14787	SH	SOLE
D	CRYSTAL ROCK HOLDINGS INC	COMMON	22940F103	15	20000	SH	DEFINED
D	CSX CORP	COMMON	126408103	1164	62358	SH	DEFINED
D	CSX CORP	COMMON	126408103	5641	302150	SH	SOLE
D	CSX CORP	COMMON	126408103	1576	84414	SH	OTHER
D	CUMMINS INC	COMMON	231021106	2047	25070	SH	DEFINED
D	CVS CAREMARK CORP	COMMON	126650100	339	10100	SH	DEFINED
D	CVS CAREMARK CORP	COMMON	126650100	10665	317507	SH	SOLE
D	CVS CAREMARK CORP	COMMON	126650100	328	9750	SH	SOLE
D	CVS CAREMARK CORP	COMMON	126650100	495	14748	SH	OTHER
D	DANAHER CORP	COMMON	235851102	2194	52312	SH	SOLE
D	DANAHER CORP	COMMON	235851102	345	8236	SH	OTHER
D	DARDEN RESTAURANTS INC	COMMON	237194105	143	3350	SH	OTHER
D	DARDEN RESTAURANTS INC	COMMON	237194105	1233	28851	SH	SOLE
D	DEERE & CO	COMMON	244199105	744	11520	SH	DEFINED
D	DEERE & CO	COMMON	244199105	420	6501	SH	OTHER
D	DEERE & CO	COMMON	244199105	9512	147307	SH	SOLE
D	DEERE & CO	COMMON	244199105	271	4200	SH	SOLE
D	DELL INC	COMMON	24702R101	8958	633492	SH	SOLE
D	DELL INC	COMMON	24702R101	190	13469	SH	OTHER
D	DEVON ENERGY CORP	COMMON	25179M103	104	1872	SH	OTHER
D	DEVON ENERGY CORP	COMMON	25179M103	4368	78795	SH	SOLE
D	DIAGEO PLC	SPONSORED ADR	25243Q205	134	1765	SH	OTHER
D	DIAGEO PLC	SPONSORED ADR	25243Q205	500	6581	SH	SOLE

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D	DISCOVER FINL SVCS	COMMON	254709108	1948	84929	SH	SOLE
D	DISCOVER FINL SVCS	COMMON	254709108	27	1166	SH	OTHER
D	DISNEY (WALT) CO	COMMON	254687106	785	26026	SH	DEFINED
D	DISNEY (WALT) CO	COMMON	254687106	654	21667	SH	OTHER
D	DISNEY (WALT) CO	COMMON	254687106	10810	358401	SH	SOLE
D	DOCUMENT SECURITYSYSTEMS	COMMON	25614T101	96	33000	SH	SOLE
D	DOMINION RES INC VA	COMMON	25746U109	361	7103	SH	OTHER
D	DOMINION RES INC VA	COMMON	25746U109	3448	67916	SH	SOLE
D	DOVER CORP	COMMON	260003108	3269	70140	SH	SOLE
D	DOVER CORP	COMMON	260003108	444	9533	SH	OTHER
D	DOW CHEM CO	COMMON	260543103	395	17570	SH	OTHER
D	DOW CHEM CO	COMMON	260543103	1785	79472	SH	SOLE
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	603	15097	SH	DEFINED
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	1359	34001	SH	OTHER
D	DU PONT E I DE NEMOURS & CO	COMMON	263534109	9307	232839	SH	SOLE
D	DUKE ENERGY CORP	COMMON	26441C105	81	4038	SH	OTHER
D	DUKE ENERGY CORP	COMMON	26441C105	153	7652	SH	SOLE
D	E M C CORP MASS	COMMON	268648102	804	38301	SH	DEFINED
D	E M C CORP MASS	COMMON	268648102	715	34077	SH	OTHER
D	E M C CORP MASS	COMMON	268648102	11563	550890	SH	SOLE
D	EATON CORP	COMMON	278058102	33	940	SH	OTHER
D	EATON CORP	COMMON	278058102	518	14592	SH	SOLE
D	EBAY INC	COMMON	278642103	52	1775	SH	OTHER
D	EBAY INC	COMMON	278642103	299	10135	SH	SOLE
D	ECOLAB INC	COMMON	278865100	32	650	SH	OTHER
D	ECOLAB INC	COMMON	278865100	245	5016	SH	SOLE
D	EDWARDS LIFESCIENCES CORP	COMMON	28176E108	251	3520	SH	DEFINED
D	ELAN CORP PLC	SPONSORED ADR	284131208	884	83908	SH	DEFINED
D	EMERSON ELEC CO	COMMON	291011104	735	17790	SH	DEFINED
D	EMERSON ELEC CO	COMMON	291011104	530	12844	SH	OTHER
D	EMERSON ELEC CO	COMMON	291011104	3699	89541	SH	SOLE
D	ENCANA CORP	COMMON	292505104	3	165	SH	OTHER
D	ENCANA CORP	COMMON	292505104	266	13844	SH	SOLE
D	ENERGY SELECT SECTOR SPDR	OTHER	81369Y506	947	16182	SH	SOLE
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	191	4767	SH	OTHER
D	ENTERPRISE PRODS PARTNERS L	COMMON	293792107	279	6945	SH	SOLE
D	EXELON CORP	COMMON	30161N101	565	13249	SH	OTHER
D	EXELON CORP	COMMON	30161N101	4096	96121	SH	SOLE
D	EXPRESS SCRIPTS INC	COMMON	302182100	446	12021	SH	OTHER
D	EXPRESS SCRIPTS INC	COMMON	302182100	5475	147699	SH	SOLE
D	EXXON MOBIL CORP	COMMON	30231G102	5869	80808	SH	DEFINED
D	EXXON MOBIL CORP	COMMON	30231G102	9216	126893	SH	OTHER
D	EXXON MOBIL CORP	COMMON	30231G102	1772	24399	SH	SOLE
D	EXXON MOBIL CORP	COMMON	30231G102	34250	471556	SH	SOLE
D	FEDERAL HOME LN MTG CORP	COMMON	313400624	24	12200	SH	DEFINED
D	FEDEX CORP	COMMON	31428X106	415	6125	SH	DEFINED
D	FINANCIAL SELECT SECTOR SPD	OTHER	81369Y605	237	20050	SH	DEFINED
D	FIRST BANCORP INC ME	COMMON	31866P102	51	4050	SH	SOLE

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D	FIRST BANCORP INC ME	COMMON	31866P102	76	6000	SH	OTHER
D	FIRST NIAGARA FINL GP INC U	COMMON	33582V108	508	55550	SH	DEFINED
D	FIRST TRUST HEALTH CARE ALP	COMMON	33734X143	391	15250	SH	DEFINED
D	FIRSTENERGY CORP	COMMON	337932107	125	2789	SH	OTHER
D	FIRSTENERGY CORP	COMMON	337932107	505	11251	SH	SOLE
D	FISERV INC	COMMON	337738108	27	539	SH	OTHER
D	FISERV INC	COMMON	337738108	261	5136	SH	SOLE
D	FORTUNE BRANDS INC	COMMON	349631101	64	1180	SH	OTHER
D	FORTUNE BRANDS INC	COMMON	349631101	310	5732	SH	SOLE
D	FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	592	19436	SH	DEFINED
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	102	16628	SH	OTHER
D	FRONTIER COMMUNICATIONS COR	COMMON	35906A108	220	35939	SH	SOLE
D	GANNETT INC	COMMON	364730101	132	13900	SH	SOLE
D	GENERAL DYNAMICS CORP	COMMON	369550108	1970	34620	SH	SOLE
D	GENERAL DYNAMICS CORP	COMMON	369550108	193	3394	SH	OTHER
D	GENERAL ELEC CAP CORP	COMMON	369622519	91	3600	SH	OTHER
D	GENERAL ELEC CAP CORP	COMMON	369622519	164	6500	SH	SOLE
D	GENERAL ELECTRIC CO	COMMON	369604103	1839	120850	SH	DEFINED
D	GENERAL ELECTRIC CO	COMMON	369604103	2846	187011	SH	OTHER
D	GENERAL ELECTRIC CO	COMMON	369604103	424	27857	SH	SOLE
D	GENERAL ELECTRIC CO	COMMON	369604103	13412	881229	SH	SOLE
D	GENERAL MILLS INC	COMMON	370334104	574	14920	SH	DEFINED
D	GENERAL MILLS INC	COMMON	370334104	1749	45447	SH	OTHER
D	GENERAL MILLS INC	COMMON	370334104	8078	209889	SH	SOLE
D	GENERAL MTRS CO	COMMON	37045V100	285	14106	SH	DEFINED
D	GENUINE PARTS CO	COMMON	372460105	828	16306	SH	OTHER
D	GENUINE PARTS CO	COMMON	372460105	14154	278614	SH	SOLE
D	GILEAD SCIENCES INC	COMMON	375558103	345	8885	SH	DEFINED
D	GILEAD SCIENCES INC	COMMON	375558103	9894	254990	SH	SOLE
D	GILEAD SCIENCES INC	COMMON	375558103	428	11033	SH	OTHER
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	501	12125	SH	DEFINED
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	186	4500	SH	OTHER
D	GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	103	2505	SH	SOLE
D	GOLDMAN SACHS GP PFD	PREFERRED STOCK	38145X111	296	11950	SH	DEFINED
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	511	5405	SH	DEFINED
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	69	725	SH	OTHER
D	GOLDMAN SACHS GROUP INC	COMMON	38141G104	360	3805	SH	SOLE
D	GOODRICH CORP	COMMON	382388106	14	112	SH	OTHER
D	GOODRICH CORP	COMMON	382388106	199	1646	SH	SOLE
D	GOOGLE INC	COMMON	38259P508	615	1195	SH	OTHER
D	GOOGLE INC	COMMON	38259P508	8028	15587	SH	SOLE
D	GREEN MTN COFFEE ROASTERS I	COMMON	393122106	565	6075	SH	SOLE
D	HALLIBURTON CO	COMMON	406216101	784	25700	SH	DEFINED
D	HARRIS CORP DEL	COMMON	413875105	39	1155	SH	OTHER
D	HARRIS CORP DEL	COMMON	413875105	535	15650	SH	SOLE
D	HCP INC	COMMON	40414L109	17	495	SH	OTHER
D	HCP INC	COMMON	40414L109	257	7340	SH	SOLE
D	HEALTH CARE REIT INC	COMMON	42217K106	16	350	SH	OTHER
D	HEALTH CARE REIT INC	COMMON	42217K106	287	6138	SH	SOLE
D	HEINZ (H.J.) CO	COMMON	423074103	574	11380	SH	DEFINED
D	HEINZ (H.J.) CO	COMMON	423074103	282	5593	SH	OTHER
D	HEINZ (H.J.) CO	COMMON	423074103	810	16040	SH	SOLE
D	HEWLETT PACKARD CO	COMMON	428236103	580	25838	SH	DEFINED
D	HEWLETT PACKARD CO	COMMON	428236103	3068	136679	SH	SOLE
D	HEWLETT PACKARD CO	COMMON	428236103	683	30426	SH	OTHER

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D	HOME DEPOT INC	COMMON	437076102	1079	32821	SH	DEFINED
D	HOME DEPOT INC	COMMON	437076102	1314	40005	SH	OTHER
D	HOME DEPOT INC	COMMON	437076102	14909	453586	SH	SOLE
D	HONEYWELL INTL INC	COMMON	438516106	869	19792	SH	DEFINED
D	HONEYWELL INTL INC	COMMON	438516106	341	7769	SH	OTHER
D	HONEYWELL INTL INC	COMMON	438516106	3393	77276	SH	SOLE
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	15	401	SH	OTHER
D	HSBC HLDGS PLC	SPONSORED ADR	404280406	226	5947	SH	SOLE
D	HUABAO INTL HLDGS LTD	SPONSORED ADR	G4639H122	22	30000	SH	OTHER
D	HUBBELL INC CLASS B	COMMON	443510201	245	4954	SH	DEFINED
D	HYFLUX LTD	SPONSORED ADR	Y3817K105	32	28000	SH	OTHER
D	IDEXX LABS INC	COMMON	45168D104	2401	34811	SH	SOLE
D	IDEXX LABS INC	COMMON	45168D104	109	1578	SH	OTHER
D	ILLINOIS TOOL WKS INC	COMMON	452308109	401	9635	SH	OTHER
D	ILLINOIS TOOL WKS INC	COMMON	452308109	582	13998	SH	SOLE
D	ILLINOIS TOOL WKS INC	COMMON	452308109	216	5200	SH	SOLE
D	INTEL CORP	COMMON	458140100	654	30649	SH	DEFINED
D	INTEL CORP	COMMON	458140100	1614	75649	SH	OTHER
D	INTEL CORP	COMMON	458140100	211	9875	SH	SOLE
D	INTEL CORP	COMMON	458140100	18998	890466	SH	SOLE
D	INTL BUSINESS MACHS	COMMON	459200101	2861	16358	SH	DEFINED
D	INTL BUSINESS MACHS	COMMON	459200101	4698	26864	SH	OTHER
D	INTL BUSINESS MACHS	COMMON	459200101	17614	100725	SH	SOLE
D	INTL BUSINESS MACHS	COMMON	459200101	2748	15714	SH	SOLE
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	2097	20171	SH	DEFINED
D	ISHARES BARCLAYS 1-3 YR CRE	OTHER	464288646	1472	14156	SH	SOLE
D	ISHARES BARCLAYS 3-7 YR	OTHER	464288661	472	3886	SH	SOLE
D	ISHARES COMEX GOLD TR	OTHER	464285105	647	40870	SH	SOLE
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	305	5410	SH	DEFINED
D	ISHARES DJ US BASIC MATERIA	OTHER	464287838	731	12950	SH	SOLE
D	ISHARES DJ US HEALTHCARE SE	OTHER	464287762	33	500	SH	OTHER
D	ISHARES DJ US HEALTHCARE SE	OTHER	464287762	214	3275	SH	SOLE
D	ISHARES INCMSCI CANADA	OTHER	464286509	447	17540	SH	DEFINED
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	625	7387	SH	DEFINED
D	ISHARES LEHMAN 1-3 YR TRS B	OTHER	464287457	219	2590	SH	SOLE
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	9657	84491	SH	DEFINED
D	ISHARES LEHMAN TRES INF PR	OTHER	464287176	780	6825	SH	SOLE
D	ISHARES NASDAQ BIOTECH INDE	OTHER	464287556	450	4825	SH	DEFINED
D	ISHARES RUSSELL 1000 GROWTH	OTHER	464287614	352	6690	SH	DEFINED
D	ISHARES RUSSELL 1000 INDEX	OTHER	464287622	492	7865	SH	DEFINED
D	ISHARES RUSSELL 2000 INDEX	OTHER	464287655	824	12810	SH	DEFINED
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	1964	22255	SH	DEFINED
D	ISHARES RUSSELL MIDCAP INDE	OTHER	464287499	201	2279	SH	SOLE
D	ISHARES S & P GLOBAL ENERGY	OTHER	464287341	378	11386	SH	DEFINED
D	ISHARES S & P GLOBAL HEALTH	OTHER	464287325	434	8348	SH	DEFINED
D	ISHARES S&P 500 BARRA VALUE	OTHER	464287408	1002	19435	SH	DEFINED
D	ISHARES S&P 500 GROWTH INDE	OTHER	464287309	1286	20995	SH	DEFINED
D	ISHARES S&P 500 INDEX	OTHER	464287200	1185	10423	SH	DEFINED
D	ISHARES TR	OTHER	464287689	892	13365	SH	OTHER
D	ISHARES TR DJ US OIL & GAS	OTHER	464288851	490	9583	SH	DEFINED
D	ISHARES TR MSCI EAFE INDEX	OTHER	464287465	540	11298	SH	DEFINED
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	297	8475	SH	DEFINED
D	ISHARES TR MSCI EMERGING MK	OTHER	464287234	235	6699	SH	SOLE
D	ISHARES TR S&P MIDCAP 400 G	OTHER	464287606	243	2705	SH	DEFINED
D	ISHARES TR S&P MIDCAP 400 I	OTHER	464287507	226	2894	SH	DEFINED

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D	ISHARES VANGUARD SMALLCAP	COMMON	922908751	464	7555	SH	DEFINED
D	ITT CORP	COMMON	450911102	1258	29942	SH	SOLE
D	ITT CORP	COMMON	450911102	136	3229	SH	OTHER
D	JOHNSON & JOHNSON	COMMON	478160104	3380	53075	SH	DEFINED
D	JOHNSON & JOHNSON	COMMON	478160104	3914	61458	SH	OTHER
D	JOHNSON & JOHNSON	COMMON	478160104	18922	297095	SH	SOLE
D	JOHNSON & JOHNSON	COMMON	478160104	2082	32696	SH	SOLE
D	JP MORGAN CHASE & CO	COMMON	46625H100	2151	71399	SH	DEFINED
D	JP MORGAN CHASE & CO	COMMON	46625H100	2035	67581	SH	OTHER
D	JP MORGAN CHASE & CO	COMMON	46625H100	315	10467	SH	SOLE
D	JP MORGAN CHASE & CO	COMMON	46625H100	11997	398296	SH	SOLE
D	JPMORGAN TR II	COMMON	4812C0357	418	35289	SH	DEFINED
D	KELLOGG CO	COMMON	487836108	129	2419	SH	OTHER
D	KELLOGG CO	COMMON	487836108	335	6292	SH	SOLE
D	KIMBERLY CLARK CORP	COMMON	494368103	354	4980	SH	DEFINED
D	KIMBERLY CLARK CORP	COMMON	494368103	830	11682	SH	OTHER
D	KIMBERLY CLARK CORP	COMMON	494368103	4328	60938	SH	SOLE
D	KIMCO REALTY CORP	COMMON	49446R109	225	15000	SH	SOLE
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	335	4896	SH	DEFINED
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	187	2735	SH	OTHER
D	KINDER MORGAN ENERGY PARTNE	COMMON	494550106	315	4610	SH	SOLE
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	214	3651	SH	OTHER
D	KINDER MORGAN MGMT LLC	COMMON	49455U100	91	1555	SH	SOLE
D	KRAFT FOODS INC	COMMON	50075N104	236	7041	SH	DEFINED
D	KRAFT FOODS INC	COMMON	50075N104	398	11860	SH	OTHER
D	KRAFT FOODS INC	COMMON	50075N104	894	26611	SH	SOLE
D	L-3 COMMUNICATIONS HLDGS IN	COMMON	502424104	239	3850	SH	DEFINED
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	1071	13545	SH	SOLE
D	LABORATORY CORP AMER HLDGS	COMMON	50540R409	113	1424	SH	OTHER
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	31	818	SH	SOLE
D	LIFE TECHNOLOGIES CORP	COMMON	53217V109	246	6400	SH	OTHER
D	LILLY ELI & CO	COMMON	532457108	226	6104	SH	DEFINED
D	LILLY ELI & CO	COMMON	532457108	189	5105	SH	OTHER
D	LILLY ELI & CO	COMMON	532457108	1413	38220	SH	SOLE
D	LINN ENERGY LLC	COMMON	536020100	704	19740	SH	OTHER
D	LINN ENERGY LLC	COMMON	536020100	997	27957	SH	SOLE
D	LOWES COMPANIES	COMMON	548661107	510	26368	SH	DEFINED
D	LOWES COMPANIES	COMMON	548661107	148	7675	SH	OTHER
D	LOWES COMPANIES	COMMON	548661107	816	42170	SH	SOLE
D	MACDERMID HOLDINGS LLC	COMMON	99Z161772	248	247851	SH	SOLE
D	MACDERMID HOLDINGS LLC PFD	PREFERRED STOCK	99Z161780	1684	1684	SH	SOLE
D	MARATHON OIL CORP	COMMON	565849106	483	22368	SH	DEFINED
D	MARATHON PETROLEUM CORP	COMMON	56585A102	303	11184	SH	DEFINED
D	MARKET VECTORS COAL	COMMON	57060U837	231	7625	SH	DEFINED
D	MARKET VECTORS ETF TR	COMMON	57060U100	372	6745	SH	DEFINED
D	MARKET VECTORS ETF TR	COMMON	57060U605	476	11020	SH	DEFINED
D	MARKET VECTORS ETF TR	COMMON	57060U100	33	600	SH	OTHER
D	MARKET VECTORS ETF TR	COMMON	57060U100	472	8555	SH	SOLE
D	MARSH & MCLENNAN COS INC	COMMON	571748102	378	14250	SH	SOLE
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	162	5500	SH	OTHER
D	MATERIALS SELECT SECTOR SPD	OTHER	81369Y100	855	29141	SH	SOLE
D	MATTEL INC	COMMON	577081102	286	11053	SH	SOLE
D	MCCORMICK & CO INC COM NON	COMMON	579780206	197	4273	SH	OTHER
D	MCCORMICK & CO INC COM NON	COMMON	579780206	2846	61655	SH	SOLE

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D	MCDONALDS CORP	COMMON	580135101	2673	30438	SH	DEFINED
D	MCDONALDS CORP	COMMON	580135101	1799	20484	SH	OTHER
D	MCDONALDS CORP	COMMON	580135101	417	4746	SH	SOLE
D	MCDONALDS CORP	COMMON	580135101	17187	195716	SH	SOLE
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	487	10388	SH	DEFINED
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	119	2536	SH	OTHER
D	MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	184	3915	SH	SOLE
D	MEDTRONIC INC	COMMON	585055106	350	10525	SH	DEFINED
D	MEDTRONIC INC	COMMON	585055106	284	8545	SH	OTHER
D	MEDTRONIC INC	COMMON	585055106	2606	78413	SH	SOLE
D	MERCHANTS BANCSHARES	COMMON	588448100	230	8596	SH	SOLE
D	MERCK & CO INC	COMMON	58933Y105	519	15869	SH	DEFINED
D	MERCK & CO INC	COMMON	58933Y105	746	22806	SH	OTHER
D	MERCK & CO INC	COMMON	58933Y105	1874	57295	SH	SOLE
D	MERCK & CO INC	COMMON	58933Y105	202	6190	SH	SOLE
D	METLIFE INC	COMMON	59156R108	248	8839	SH	OTHER
D	METLIFE INC	COMMON	59156R108	3846	137312	SH	SOLE
D	METLIFE INC 5.875	COMMON	59156R405	280	10900	SH	DEFINED
D	MFA FINANCIAL INC	COMMON	55272X102	28	4000	SH	OTHER
D	MFA FINANCIAL INC	COMMON	55272X102	62	8800	SH	SOLE
D	MICROSOFT CORP	COMMON	594918104	1059	42547	SH	DEFINED
D	MICROSOFT CORP	COMMON	594918104	1532	61536	SH	OTHER
D	MICROSOFT CORP	COMMON	594918104	606	24349	SH	SOLE
D	MICROSOFT CORP	COMMON	594918104	18707	751574	SH	SOLE
D	MIMEDX GROUP INC	COMMON	602496101	11	10000	SH	SOLE
D	MONSANTO CO	COMMON	61166W101	427	7105	SH	DEFINED
D	MONSANTO CO	COMMON	61166W101	126	2102	SH	SOLE
D	MONSANTO CO	COMMON	61166W101	312	5194	SH	SOLE
D	MONSANTO CO	COMMON	61166W101	269	4487	SH	OTHER
D	MORGAN STANLEY	COMMON	617446448	177	13114	SH	DEFINED
D	MORGAN STANLEY	COMMON	617446448	1	100	SH	OTHER
D	MORGAN STANLEY	COMMON	617446448	400	29596	SH	SOLE
D	Nasdaq Stock market	COMMON	631103108	35	1500	SH	SOLE
D	NAUGATUCK VY FINL CORP	COMMON	63906P107	148	19436	SH	SOLE
D	NESTLE S A	SPONSORED ADR	641069406	60	1082	SH	OTHER
D	NESTLE S A	SPONSORED ADR	641069406	471	8541	SH	SOLE
D	NEUROPTIX CORP SER A	COMMON	64125XXX6	31	20913	SH	SOLE
D	NEXTERA ENERGY INC	COMMON	65339F101	235	4353	SH	DEFINED
D	NEXTERA ENERGY INC	COMMON	65339F101	889	16462	SH	OTHER
D	NEXTERA ENERGY INC	COMMON	65339F101	8366	154868	SH	SOLE
D	NIKE INC	COMMON	654106103	248	2900	SH	DEFINED
D	NIKE INC	COMMON	654106103	200	2346	SH	SOLE
D	NIKE INC	COMMON	654106103	294	3435	SH	OTHER
D	NOKIA CORP	SPONSORED ADR	654902204	117	20601	SH	DEFINED
D	NOKIA CORP	SPONSORED ADR	654902204	32	5599	SH	OTHER
D	NOKIA CORP	SPONSORED ADR	654902204	182	32194	SH	SOLE
D	NORFOLK SOUTHERN CORP	COMMON	655844108	37	600	SH	SOLE
D	NORFOLK SOUTHERN CORP	COMMON	655844108	894	14645	SH	OTHER
D	NORFOLK SOUTHERN CORP	COMMON	655844108	1176	19269	SH	SOLE

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D	NORTHEAST UTILS	COMMON	664397106	15	437	SH	OTHER
D	NORTHEAST UTILS	COMMON	664397106	192	5715	SH	SOLE
D	NORWOOD RES LTD	SPONSORED ADR	669958100	0	31470	SH	SOLE
D	NOVARTIS AG	SPONSORED ADR	66987V109	196	3520	SH	OTHER
D	NOVARTIS AG	SPONSORED ADR	66987V109	2123	38070	SH	SOLE
D	NVIDIA CORP	COMMON	67066G104	30	2370	SH	OTHER
D	NVIDIA CORP	COMMON	67066G104	403	32201	SH	SOLE
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	661	9250	SH	DEFINED
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	471	6589	SH	OTHER
D	OCCIDENTAL PETROLEUM CORP	COMMON	674599105	7877	110164	SH	SOLE
D	OMNICOM GROUP INC	COMMON	681919106	464	12594	SH	OTHER
D	OMNICOM GROUP INC	COMMON	681919106	6593	178959	SH	SOLE
D	OPPENHEIMER DEVELOPING MK	COMMON	683974109	883	30726	SH	DEFINED
D	ORACLE CORP	COMMON	68389X105	1207	42013	SH	DEFINED
D	ORACLE CORP	COMMON	68389X105	677	23570	SH	OTHER
D	ORACLE CORP	COMMON	68389X105	241	8380	SH	SOLE
D	ORACLE CORP	COMMON	68389X105	8636	300504	SH	SOLE
D	PARKER HANNIFIN CORP	COMMON	701094104	413	6545	SH	DEFINED
D	PATTERSON COS INC	COMMON	703395103	17	600	SH	OTHER
D	PATTERSON COS INC	COMMON	703395103	1296	45270	SH	SOLE
D	PAYCHEX INC	COMMON	704326107	99	3744	SH	SOLE
D	PAYCHEX INC	COMMON	704326107	107	4070	SH	OTHER
D	PEABODY ENERGY CORP	COMMON	704549104	317	9343	SH	DEFINED
D	PENGROWTH ENERGY CORP	COMMON	70706P104	36	4000	SH	SOLE
D	PENGROWTH ENERGY CORP	COMMON	70706P104	54	6000	SH	OTHER
D	PEOPLE'S UNITED FINANCIAL	COMMON	712704105	671	58882	SH	DEFINED
D	PEPSICO INC	COMMON	713448108	1497	24190	SH	DEFINED
D	PEPSICO INC	COMMON	713448108	7605	122847	SH	SOLE
D	PEPSICO INC	COMMON	713448108	1549	25016	SH	OTHER
D	PEPSICO INC	COMMON	713448108	317	5125	SH	SOLE
D	PFIZER INC	COMMON	717081103	1129	63848	SH	DEFINED
D	PFIZER INC	COMMON	717081103	1480	83686	SH	OTHER
D	PFIZER INC	COMMON	717081103	9793	553853	SH	SOLE
D	PFIZER INC	COMMON	717081103	773	43710	SH	SOLE
D	PHILIP MORRIS INTL INC	COMMON	718172109	598	9587	SH	DEFINED
D	PHILIP MORRIS INTL INC	COMMON	718172109	1442	23114	SH	OTHER
D	PHILIP MORRIS INTL INC	COMMON	718172109	5267	84439	SH	SOLE
D	PHOENIX COS INC	COMMON	71902E109	12	10000	SH	DEFINED
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	129	3704	SH	OTHER
D	PLUM CREEK TIMBER CO INC	COMMON	729251108	989	28505	SH	SOLE
D	POTASH CORP SASK INC	COMMON	73755L107	12	270	SH	OTHER
D	POTASH CORP SASK INC	COMMON	73755L107	193	4470	SH	SOLE
D	POWERSHARES DB BASE METALS	COMMON	73936B705	233	12575	SH	DEFINED
D	POWERSHARES QQQ (TM)	COMMON	73935A104	374	7124	SH	DEFINED
D	POWERSHARES WATER RESOURCES	COMMON	73935X575	262	17450	SH	SOLE
D	PPG INDS INC	COMMON	693506107	295	4180	SH	DEFINED
D	PRAXAIR INC	COMMON	74005P104	404	4322	SH	OTHER
D	PRAXAIR INC	COMMON	74005P104	1484	15873	SH	SOLE
D	PRECISION CASTPARTS CORP	COMMON	740189105	1880	12095	SH	DEFINED
D	PRICE T ROWE GROUP INC	COMMON	74144T108	517	10820	SH	DEFINED
D	PRICE T ROWE GROUP INC	COMMON	74144T108	81	1697	SH	OTHER
D	PRICE T ROWE GROUP INC	COMMON	74144T108	829	17344	SH	SOLE
D	PROCTER & GAMBLE CO	COMMON	742718109	1306	20665	SH	DEFINED
D	PROCTER & GAMBLE CO	COMMON	742718109	3338	52833	SH	OTHER
D	PROCTER & GAMBLE CO	COMMON	742718109	12305	194752	SH	SOLE

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D	PROCTER & GAMBLE CO	COMMON	742718109	1566	24784	SH	SOLE
D	PROGRESS ENERGY INC	COMMON	743263105	156	3015	SH	OTHER
D	PROGRESS ENERGY INC	COMMON	743263105	2331	45075	SH	SOLE
D	PROVIDENT ENERGY LTD	SPONSORED ADR	74386V100	4	525	SH	SOLE
D	PROVIDENT ENERGY LTD	SPONSORED ADR	74386V100	128	15747	SH	OTHER
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	620	13233	SH	DEFINED
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	6535	139456	SH	SOLE
D	PRUDENTIAL FINANCIAL INC	COMMON	744320102	360	7686	SH	OTHER
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	85	2549	SH	OTHER
D	PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	158	4720	SH	SOLE
D	QUALCOMM INC	COMMON	747525103	34	695	SH	OTHER
D	QUALCOMM INC	COMMON	747525103	908	18669	SH	SOLE
D	RAYONIER INC	COMMON	754907103	205	5564	SH	DEFINED
D	RBS CAPITAL FND TRUST VII	PREFERRED STOCK	74928P207	93	11000	SH	DEFINED
D	RIO TINTO PLC	SPONSORED ADR	767204100	98	2218	SH	OTHER
D	RIO TINTO PLC	SPONSORED ADR	767204100	180	4094	SH	SOLE
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	320	5200	SH	DEFINED
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	515	8378	SH	OTHER
D	ROYAL DUTCH SHELL PLC	SPONSORED ADR	780259206	1472	23934	SH	SOLE
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	147	2364	SH	OTHER
D	ROYAL DUTCH SHELL PLC B	SPONSORED ADR	780259107	288	4649	SH	SOLE
D	ROYCE VALUE TRUST INC	COMMON	780910105	365	32916	SH	DEFINED
D	RYDEX S&P MIDCAP 400 PURE G	COMMON	78355W601	276	3770	SH	DEFINED
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	806	13500	SH	DEFINED
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	1300	21764	SH	OTHER
D	SCHLUMBERGER LTD	SPONSORED ADR	806857108	5518	92374	SH	SOLE
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	4748	141235	SH	SOLE
D	SELECT SECTOR SPDR TR	OTHER	81369Y886	114	3387	SH	OTHER
D	SEMPRA ENERGY	COMMON	816851109	315	6118	SH	DEFINED
D	SHERWIN WILLIAMS CO	COMMON	824348106	357	4800	SH	SOLE
D	SIGMA-ALDRICH CORP	COMMON	826552101	235	3800	SH	DEFINED
D	SIGMA-ALDRICH CORP	COMMON	826552101	737	11924	SH	SOLE
D	SIMON PPTY GROUP INC	COMMON	828806109	149	1358	SH	SOLE
D	SIMON PPTY GROUP INC	COMMON	828806109	224	2035	SH	OTHER
D	SMUCKER J M CO COM	COMMON	832696405	19	255	SH	OTHER
D	SMUCKER J M CO COM	COMMON	832696405	353	4837	SH	SOLE
D	SOUTHERN CO	COMMON	842587107	1047	24713	SH	OTHER
D	SOUTHERN CO	COMMON	842587107	2910	68697	SH	SOLE
D	SPDR GOLD TRUST	OTHER	78463V107	654	4135	SH	DEFINED
D	SPDR GOLD TRUST	OTHER	78463V107	383	2425	SH	SOLE
D	SPDR METALS & MINING ETF	COMMON	78464A755	402	8970	SH	DEFINED
D	SPDR S&P INTERNATIONAL DIVI	OTHER	78463X772	234	5260	SH	DEFINED
D	SPECTRA ENERGY CORP	COMMON	847560109	411	16760	SH	DEFINED
D	SPECTRA ENERGY CORP	COMMON	847560109	19	790	SH	OTHER
D	SPECTRA ENERGY CORP	COMMON	847560109	910	37106	SH	SOLE
D	STANLEY BLACK & DECKER INC	COMMON	854502101	351	7156	SH	DEFINED
D	STANLEY BLACK & DECKER INC	COMMON	854502101	49	1000	SH	OTHER
D	STANLEY BLACK & DECKER INC	COMMON	854502101	605	12320	SH	SOLE
D	STAPLES INC	COMMON	855030102	162	12150	SH	DEFINED
D	STAPLES INC	COMMON	855030102	1413	106272	SH	SOLE
D	STAPLES INC	COMMON	855030102	93	7002	SH	OTHER
D	STATE STREET CORP	COMMON	857477103	531	16523	SH	DEFINED
D	STATE STREET CORP	COMMON	857477103	7873	244805	SH	SOLE
D	STATE STREET CORP	COMMON	857477103	339	10533	SH	OTHER
D	STRYKER CORP	COMMON	863667101	3603	76451	SH	SOLE

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D	STRYKER CORP	COMMON	863667101	385	8165	SH	OTHER
D	SUNCOR ENERGY INC	COMMON	867224107	28	1110	SH	OTHER
D	SUNCOR ENERGY INC	COMMON	867224107	634	24930	SH	SOLE
D	SYSCO CORP	COMMON	871829107	663	25580	SH	DEFINED
D	SYSCO CORP	COMMON	871829107	62	2382	SH	OTHER
D	SYSCO CORP	COMMON	871829107	1239	47835	SH	SOLE
D	SYSCO CORP	COMMON	871829107	208	8050	SH	SOLE
D	T ROWE PRICE TAX FREE INC	COMMON	779576107	185	18432	SH	DEFINED
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	420	74506	SH	DEFINED
D	T ROWE PRICE TAX FREE SHT	COMMON	779902105	121	21372	SH	SOLE
D	TARGET CORP	COMMON	87612E106	561	11448	SH	OTHER
D	TARGET CORP	COMMON	87612E106	5435	110833	SH	SOLE
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	20	719	SH	OTHER
D	TE CONNECTIVITY LTD	SPONSORED ADR	H84989104	418	14867	SH	SOLE
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	4900	207622	SH	SOLE
D	TECHNOLOGY SELECT SECT SPDR	OTHER	81369Y803	124	5262	SH	OTHER
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	522	14025	SH	OTHER
D	TEVA PHARMACEUTICAL INDS LT	SPONSORED ADR	881624209	5772	155092	SH	SOLE
D	TEXAS INSTRUMENTS INC	COMMON	882508104	608	22810	SH	DEFINED
D	TEXAS INSTRUMENTS INC	COMMON	882508104	3	128	SH	OTHER
D	TEXAS INSTRUMENTS INC	COMMON	882508104	213	7992	SH	SOLE
D	THE HERSHEY COMPANY	COMMON	427866108	533	9000	SH	OTHER
D	THE HERSHEY COMPANY	COMMON	427866108	271	4575	SH	SOLE
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	5166	102017	SH	SOLE
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	233	4600	SH	SOLE
D	THERMO FISHER SCIENTIFIC, I	COMMON	883556102	197	3881	SH	OTHER
D	TIDEWATER INC	COMMON	886423102	13	300	SH	OTHER
D	TIDEWATER INC	COMMON	886423102	2933	69745	SH	SOLE
D	TIME WARNER INC	COMMON	887317303	244	8138	SH	DEFINED
D	TJX COS INC	COMMON	872540109	55	1000	SH	OTHER
D	TJX COS INC	COMMON	872540109	242	4364	SH	SOLE
D	TORONTO-DOMINION BANK	SPONSORED ADR	891160509	223	3148	SH	DEFINED
D	TORTOISE MLP FD INC	COMMON	89148B101	262	11622	SH	SOLE
D	TRANSOCEAN INC	OTHER	893830AV1	3827	3880000	PRN	DEFINED
D	TRAVELERS COMPANIES INC	COMMON	89417E109	118	2415	SH	OTHER
D	TRAVELERS COMPANIES INC	COMMON	89417E109	340	6981	SH	SOLE
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	9	219	SH	OTHER
D	TYCO INTERNATIONAL LTD	SPONSORED ADR	H89128104	664	16291	SH	SOLE
D	UNIGENE LABS INC	COMMON	904753100	18	17500	SH	DEFINED
D	UNILEVER N V	SPONSORED ADR	904784709	23	730	SH	OTHER
D	UNILEVER N V	SPONSORED ADR	904784709	502	15926	SH	SOLE
D	UNION PAC CORP	COMMON	907818108	349	4275	SH	SOLE
D	UNION PAC CORP	COMMON	907818108	351	4300	SH	OTHER
D	UNITED HEALTH GROUP INC	COMMON	91324P102	2236	48472	SH	SOLE
D	UNITED HEALTH GROUP INC	COMMON	91324P102	50	1086	SH	OTHER
D	UNITED NAT FOODS INC	COMMON	911163103	997	26915	SH	SOLE
D	UNITED NAT FOODS INC	COMMON	911163103	21	560	SH	OTHER
D	UNITED PARCEL SERVICE INC	COMMON	911312106	653	10347	SH	DEFINED
D	UNITED PARCEL SERVICE INC	COMMON	911312106	850	13463	SH	OTHER
D	UNITED PARCEL SERVICE INC	COMMON	911312106	8210	130002	SH	SOLE
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	1295	18400	SH	DEFINED

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D	UNITED TECHNOLOGIES CORP	COMMON	913017109	2051	29156	SH	OTHER
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	12688	180335	SH	SOLE
D	UNITED TECHNOLOGIES CORP	COMMON	913017109	598	8498	SH	SOLE
D	US BANCORP	COMMON	902973304	11154	473845	SH	SOLE
D	US BANCORP	COMMON	902973304	614	26069	SH	OTHER
D	USA VIDEO INTERACTIVE CORP	COMMON	902924208	0	15400	SH	DEFINED
D	V F CORP	COMMON	918204108	36	297	SH	OTHER
D	V F CORP	COMMON	918204108	1048	8622	SH	SOLE
D	VALE S A	SPONSORED ADR	91912E105	19	835	SH	OTHER
D	VALE S A	SPONSORED ADR	91912E105	230	10100	SH	SOLE
D	VANGUARD EMERGING MARKETS E	OTHER	922042858	774	21600	SH	SOLE
D	VANGUARD INFORMATION TECHNO	OTHER	92204A702	304	5350	SH	SOLE
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	1247	15316	SH	DEFINED
D	VANGUARD SHORT TERM BD INDE	OTHER	921937827	574	7055	SH	SOLE
D	VARIAN MED SYS INC	COMMON	92220P105	55	1056	SH	OTHER
D	VARIAN MED SYS INC	COMMON	92220P105	1120	21477	SH	SOLE
D	VARIAN SEMI-CONDUCTOR EQUIP	COMMON	922207105	112	1825	SH	OTHER
D	VARIAN SEMI-CONDUCTOR EQUIP	COMMON	922207105	1122	18350	SH	SOLE
D	VERIZON COMMUNICATIONS	COMMON	92343V104	1263	34325	SH	DEFINED
D	VERIZON COMMUNICATIONS	COMMON	92343V104	2012	54681	SH	OTHER
D	VERIZON COMMUNICATIONS	COMMON	92343V104	236	6402	SH	SOLE
D	VERIZON COMMUNICATIONS	COMMON	92343V104	13951	379124	SH	SOLE
D	VISA INC	COMMON	92826C839	380	4435	SH	DEFINED
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	129	5040	SH	OTHER
D	VODAFONE GROUP PLC	SPONSORED ADR	92857W209	623	24268	SH	SOLE
D	VORNADO RLTY L P PINES 7.87	COMMON	929043602	214	8000	SH	OTHER
D	WAL MART STORES INC	COMMON	931142103	586	11285	SH	DEFINED
D	WAL MART STORES INC	COMMON	931142103	970	18688	SH	OTHER
D	WAL MART STORES INC	COMMON	931142103	11705	225540	SH	SOLE
D	WALGREEN CO	COMMON	931422109	643	19550	SH	DEFINED
D	WALGREEN CO	COMMON	931422109	527	16022	SH	OTHER
D	WALGREEN CO	COMMON	931422109	1142	34726	SH	SOLE
D	WALGREEN CO	COMMON	931422109	811	24650	SH	SOLE
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	8	670	SH	OTHER
D	WEATHERFORD INTERNATIONAL L	COMMON	H27013103	132	10825	SH	SOLE
D	WEBSTER FINANCL CP WATERBUR	COMMON	947890109	248	16200	SH	DEFINED
D	WELLS FARGO CO	COMMON	949746101	778	32240	SH	OTHER
D	WELLS FARGO CO	COMMON	949746101	10576	438490	SH	SOLE
D	WELLS FARGO CO	COMMON	949746101	617	25600	SH	SOLE
D	WESTERN UNION CO	COMMON	959802109	185	12130	SH	DEFINED
D	WILLIAMS COS INC	COMMON	969457100	1227	50399	SH	DEFINED
D	YUM BRANDS INC	COMMON	988498101	317	6410	SH	DEFINED