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ADAMS EXPRESS CO
Form 13F-HR
November 02, 2012

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2012

Check here if Amendment []; Amendment Number:

This amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: The Adams Express Company
Address: 7 St. Paul Street, Suite 1140
Baltimore, MD 21202

Form 13F File Number:28-597

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: Christine M. Sloan
Title Assistant Treasurer
Phone (410) 752-5900

Signature, Place, and Date of Signing:

/s/ Christine M. Sloan Baltimore, MD November 2, 2012

[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

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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

Form 13F Information Table Entry Total: 113

Form 13F Information Table Value Total: \$1,168,034
(in 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.

NONE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x \$1000)	COLUMN 5 SHRS OR SH/ PRN AMT	SH/ PRN	PUT/ CALL	CO INV DIS
ACE LTD.	SHS	H0023R105	12,474	165,000	SH		SO
ADTRAN, INC.	COM	00738A106	2,333	135,000	SH		SO
AFFILIATED MANAGERS GROUP, INC.	COM	008252108	4,920	40,000	SH		SO
AIR PRODUCTS & CHEMICALS, INC.	COM	009158106	2,481	30,000	SH		SO
AMERICAN CAMPUS COMMUNITIES INC.	COM	024835100	3,949	90,000	SH		SO
AMERIGROUP CORP.	COM	03073T102	10,514	115,000	SH		SO
ANADARKO PETROLEUM CORP.	COM	032511107	3,496	50,000	SH		SO
APPLE INC.	COM	037833100	58,719	88,000	SH		SO
AT&T CORP.	COM	00206R102	20,735	550,000	SH		SO
AUTOMATIC DATA PROCESSING, INC.	COM	053015103	11,732	200,000	SH		SO
AVON PRODUCTS, INC.	COM	054303102	5,736	359,600	SH		SO
AXIS CAPITAL HOLDINGS, LTD.	SHS	G0692U109	7,682	220,000	SH		SO
BANK OF AMERICA CORP.	COM	060505104	8,212	930,000	SH		SO
BANK OF NEW YORK MELLON CORP.	COM	064058100	9,133	403,775	SH		SO
BOEING CO.	COM	097023105	10,443	150,000	SH		SO
BORGWARNER INC.	COM	099724106	7,602	110,000	SH		SO
BRISTOL-MYERS SQUIBB CO.	COM	110122108	5,368	159,061	SH		SO
BROADCOM CORP.	CL A	111320107	3,458	100,000	SH		SO
BUNGE LTD.	COM	G16962105	8,716	130,000	SH		SO
CAPITAL ONE FINANCIAL CORP.	COM	14040H105	12,827	225,000	SH		SO
CATAMARAN CORP.	COM	148887102	5,878	60,000	SH		SO
CATERPILLAR INC.	COM	149123101	10,325	120,000	SH		SO
CELGENE CORP.	COM	151020104	9,168	120,000	SH		SO

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CENTURYLINK INC.	COM	156700106	14,544	360,000	SH	SO
CF INDUSTRIES HOLDINGS, INC.	COM	125269100	8,563	38,531	SH	SO
CHEVRON CORP.	COM	166764100	18,183	156,000	SH	SO
CISCO SYSTEMS, INC.	COM	17275R102	16,227	850,000	SH	SO
CLIFFS NATURAL RESOURCES INC.	COM	18683K101	2,543	65,000	SH	SO
COACH INC.	COM	189754104	5,042	90,000	SH	SO
COCA-COLA CO.	COM	191216100	11,379	300,000	SH	SO
COGNIZANT TECHNOLOGY SOLUTIONS	CL A	192446102	11,187	160,000	SH	SO
COLUMBIA SPORTSWEAR CO.	COM	198516106	10,800	200,000	SH	SO
CONSOL ENERGY INC.	COM	20854P109	2,215	73,700	SH	SO
CVS/CAREMARK CORP.	COM	126650100	14,284	295,000	SH	SO
DIAGEO PLC ADR	SPON ADR NEW	25243Q205	5,636	50,000	SH	SO
DIGITAL REALTY TRUST INC.	COM	253868103	3,143	45,000	SH	SO
DOW CHEMICAL CO.	COM	260543103	10,426	360,000	SH	SO
EATON CORP.	COM	278058102	9,688	205,000	SH	SO
EBAY INC.	COM	278642103	7,262	150,000	SH	SO
EMERSON ELECTRIC CO.	COM	291011104	8,206	170,000	SH	SO
EXPRESS SCRIPTS HOLDING CO.	COM	30219G108	13,474	215,000	SH	SO
EXXON MOBIL CORP.	COM	30231G102	9,602	105,000	SH	SO
F5 NETWORKS INC.	COM	315616102	3,141	30,000	SH	SO
FEDEX CORP.	COM	31428X106	9,731	115,000	SH	SO
FIFTH THIRD BANCORP	COM	316773100	6,980	450,000	SH	SO
FREEPORT-MCMORAN COPPER & GOLD	COM	35671D857	6,558	165,700	SH	SO
GENERAL ELECTRIC CO.	COM	369604103	16,578	730,000	SH	SO
GENERAL MILLS INC.	COM	370334104	7,173	180,000	SH	SO
GILEAD SCIENCES INC.	CL A	375558103	14,261	215,000	SH	SO
GOOGLE INC.	COM	38259P508	16,901	22,400	SH	SO
HALLIBURTON CO.	COM	406216101	5,054	150,000	SH	SO
HANCOCK HOLDING CO.	COM	410120109	4,952	160,000	SH	SO
HCP, INC.	COM	40414L109	5,115	115,000	SH	SO
HEWLETT-PACKARD CO.	COM	428236103	4,265	250,000	SH	SO
HONEYWELL INT'L INC.	COM	438516106	15,236	255,000	SH	SO
IDACORP, INC.	COM	451107106	4,846	112,000	SH	SO
INTEL CORP.	COM	458140100	12,928	570,000	SH	SO
INTERNATIONAL BUSINESS MACHINES	COM	459200101	18,671	90,000	SH	SO
INTUITIVE SURGICAL, INC.	COM NEW	46120E602	2,478	5,000	SH	SO
JOHNSON & JOHNSON	COM	478160104	11,715	170,000	SH	SO
JPMORGAN CHASE & CO.	COM	46625H100	24,288	600,000	SH	SO
KANSAS CITY SOUTHERN	COM NEW	485170302	3,789	50,000	SH	SO
KINDER MORGAN INC	COM	49456B101	4,973	140,000	SH	SO
LIFE TECHNOLOGIES CORP.	COM	53217V109	6,110	125,000	SH	SO
LOWE'S COMPANIES, INC.	COM	548661107	18,144	600,000	SH	SO
MARRIOTT INTERNATIONAL INC.	COM	571903202	11,730	300,000	SH	SO
MASCO CORP.	COM	574599106	10,911	725,000	SH	SO
MCDONALD'S CORP.	COM	580135101	22,020	240,000	SH	SO
MCKESSON CORP.	COM	58155Q103	9,979	116,000	SH	SO
MDU RESOURCES GROUP, INC.	COM	552690109	6,052	274,600	SH	SO
MEDTRONIC, INC.	COM	585055106	15,092	350,000	SH	SO
METLIFE INC.	COM	59156R108	9,821	285,000	SH	SO
MICROSOFT CORP.	COM	594918104	20,846	700,000	SH	SO
NATIONAL OILWELL VARCO, INC.	COM	637071101	8,011	100,000	SH	SO
NETAPP, INC.	COM	64110D104	4,110	125,000	SH	SO
NEWELL RUBBERMAID INC.	COM	651229106	7,636	400,000	SH	SO
NISOURCE INC.	COM	65473P105	5,351	210,000	SH	SO
NOBLE CORP.	SHS	H5833N103	4,294	120,000	SH	SO
NORFOLK SOUTHERN CORP.	COM	655844108	4,772	75,000	SH	SO
NORTHEAST UTILITIES	COM	664397106	3,670	96,000	SH	SO
ORACLE CORP.	COM	68389X105	15,745	500,000	SH	SO
PEABODY ENERGY CORP.	COM	704549104	860	38,560	SH	SO
PEPSICO, INC.	COM	713448108	17,693	250,000	SH	SO
PETROLEUM & RESOURCES CORP.	COM	716549100	57,381	2,186,774	SH	SO
PFIZER INC.	COM	717081103	19,880	800,000	SH	SO

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PHILIP MORRIS INTERNATIONAL INC.	COM	718172109	13,491	150,000	SH	SO
PNC FINANCIAL SERVICES GROUP	COM	693475105	14,829	235,000	SH	SO
POTASH CORP OF OF SASKATCHEWAN INC.	COM	73755L107	5,649	130,100	SH	SO
PRAXAIR, INC.	COM	74005P104	7,012	67,500	SH	SO
PROCTER & GAMBLE CO.	COM	742718109	19,421	280,000	SH	SO
PRUDENTIAL FINANCIAL, INC.	COM	744320102	5,451	100,000	SH	SO
QUALCOMM INC.	COM	747525103	18,747	300,000	SH	SO
RYLAND GROUP INC.	COM	783764103	10,005	333,500	SH	SO
SAFEWAY INC.	COM NEW	786514208	5,471	340,000	SH	SO
SCHLUMBERGER LTD	COM	806857108	8,680	120,000	SH	SO
SEADRILL LTD.	SHS	G7945E105	1,569	40,000	SH	SO
SENOYX, INC.	COM	81724Q107	2,440	1,284,400	SH	SO
SOUTH JERSEY INDUSTRIES, INC.	COM	838518108	5,293	100,000	SH	SO
SPECTRA ENERGY CORP.	COM	847560109	4,333	147,580	SH	SO
SPIRIT AEROSYSTEMS HOLDINGS, INC.	COM CL A	848574109	11,105	500,000	SH	SO
T. ROWE PRICE GROUP INC.	COM	74144T108	8,546	135,000	SH	SO
TARGET CORP.	COM	87612E106	7,616	120,000	SH	SO
TECK RESOURCES LTD	CL B	878742204	2,238	76,000	SH	SO
TEREX CORP.	COM	880779103	6,435	285,000	SH	SO
TEVA PHARMACEUTICAL INDUSTRIES	COM	881624209	9,110	220,000	SH	SO
UNILEVER PLC ADR	SPON ADR NEW	904767704	11,869	325,000	SH	SO
UNITED TECHNOLOGIES CORP.	COM	913017109	9,982	127,500	SH	SO
UNITEDHEALTH GROUP INC.	COM	91324P102	13,714	247,500	SH	SO
VERIZON COMMUNICATIONS	COM	92343V104	13,671	300,000	SH	SO
WALT DISNEY CO.	COM	254687106	18,821	360,000	SH	SO
WELLS FARGO & CO.	COM	949746101	21,063	610,000	SH	SO
WISCONSIN ENERGY CORP.	COM	976657106	5,651	150,000	SH	SO
ZIMMER HOLDINGS, INC.	COM	98956P102	7,776	115,000	SH	SO
			1,168,034			

