

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 13F

FORM 13F COVER PAGE

OMB APPROVAL	
OMB Number:	3235-0006
Expires:	Oct 31, 2018
Estimated average burden hours per response:	23.8

Report for the Calendar Year or Quarter Ended: 09-30-2013

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: M&T BANK CORP
Address: C/O CORPORAE REPORTING
ONE M&T PLAZA 5TH FLR
Buffalo, NY 14203

Form 13F File Number: 028-00267

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: William J. Farrell
Title: Executive Vice President
Phone: 302-636-6770

Signature, Place, and Date of Signing:

/s/ William J. Farrell Buffalo, NY 11-12-2013
[Signature] [City, State] [Date]

Report Type (Check only one.):

- 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
028-03742	Wilmington Trust Company
028-03740	Wilmington Trust National Association
028-06601	Wilmington Funds Management Corp
028-12629	Wilmington Trust Investment Management, LLC

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 3
Form 13F Information Table Entry Total: 1,881
Form 13F Information Table Value Total: 2,095,852
(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
1	028-03980	Manufacturers & Traders Trust Company
3	028-10909	Wilmington Trust Investment Advisors, Inc
4	028-11878	M & T Trust Company of Delaware, Inc

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FORM 13F INFORMATION TABLE

OMB APPROVAL	
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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	VOTING AUTHORITY SOLE SHARED NONE
ABBOTT LABORATORIES	COMMON STOCK	002824100	3,686	111,069	SH	DFND	1	109,419 0 1,650
ABBOTT LABORATORIES	COMMON STOCK	002824100	2,316	69,765	SH	OTR	1	67,045 0 2,720
ABBVIE INC	COMMON STOCK	00287Y109	4,795	107,207	SH	DFND	1	105,557 0 1,650
ABBVIE INC	COMMON STOCK	00287Y109	3,025	67,639	SH	OTR	1	65,819 0 1,820
ABERCROMBIE & FITCH CO CL A	COMMON STOCK	002896207	6	165	SH	DFND	1	165 0 0
ACCO BRANDS CORP	COMMON STOCK	00081T108	1	191	SH	DFND	1	191 0 0
ACCO BRANDS CORP	COMMON STOCK	00081T108	0	2	SH	OTR	1	2 0 0
ACNB CORP	COMMON STOCK	000868109	275	16,295	SH	DFND	1	12,798 0 3,497
ACTAVIS INC	COMMON STOCK	00507K103	61	426	SH	DFND	1	426 0 0
ACTAVIS INC	COMMON STOCK	00507K103	4	26	SH	OTR	1	26 0 0
ACTIVISION BLIZZARD INC	COMMON STOCK	00507V109	56	3,350	SH	DFND	1	3,350 0 0
ACTIVISION BLIZZARD INC	COMMON STOCK	00507V109	50	3,000	SH	OTR	1	3,000 0 0
ADOBE SYSTEMS COMMON	COMMON STOCK	00724F101	73	1,400	SH	DFND	1	1,400 0 0
ADOBE SYSTEMS COMMON	COMMON STOCK	00724F101	14	265	SH	OTR	1	265 0 0
ADT CORP/THE	COMMON STOCK	00101J106	53	1,297	SH	DFND	1	1,297 0 0
ADT CORP/THE	COMMON STOCK	00101J106	22	548	SH	OTR	1	147 0 401
ADVANCED MICRO DEVICES INC COM	COMMON STOCK	007903107	14	3,700	SH	DFND	1	3,700 0 0
AECOM TECHNOLOGY CORP	COMMON STOCK	00766T100	10	335	SH	DFND	1	335 0 0
AES CORP COM	COMMON STOCK	00130H105	14	1,050	SH	DFND	1	1,050 0 0
AETNA INC NEW COM	COMMON STOCK	00817Y108	634	9,909	SH	DFND	1	9,909 0 0
AFFILIATED MANAGERS GROUP	COMMON STOCK	008252108	1,534	8,398	SH	DFND	1	8,398 0 0
AFFILIATED MANAGERS GROUP	COMMON STOCK	008252108	106	579	SH	OTR	1	579 0 0
AFLAC INC	COMMON STOCK	001055102	460	7,416	SH	DFND	1	7,416 0 0
AFLAC INC	COMMON STOCK	001055102	647	10,435	SH	OTR	1	10,435 0 0
AGILENT TECHNOLOGIES INC COM	COMMON STOCK	00846U101	10	190	SH	DFND	1	190 0 0
AGILENT TECHNOLOGIES INC COM	COMMON STOCK	00846U101	44	853	SH	OTR	1	243 0 610

AGL RESOURCES INC	COMMON STOCK	001204106	26	567	SH	OTR	1	567	0	0
AIR PRODUCTS & CHEMICALS INC	COMMON STOCK	009158106	5,733	53,799	SH	DFND	1	53,389	0	410
AIR PRODUCTS & CHEMICALS INC	COMMON STOCK	009158106	1,133	10,636	SH	OTR	1	10,282	0	354
AIRGAS INC	COMMON STOCK	009363102	808	7,618	SH	DFND	1	7,618	0	0
AK STEEL HOLDING CORP COM	COMMON STOCK	001547108	0	66	SH	DFND	1	66	0	0
ALBEMARLE CORP COM	COMMON STOCK	012653101	2,173	34,521	SH	DFND	1	34,521	0	0
ALBEMARLE CORP COM	COMMON STOCK	012653101	1,415	22,482	SH	OTR	1	22,482	0	0
ALCOA INC COM	COMMON STOCK	013817101	84	10,355	SH	DFND	1	10,055	0	300
ALCOA INC COM	COMMON STOCK	013817101	129	15,885	SH	OTR	1	15,185	0	700
ALERE INC	COMMON STOCK	01449J105	963	31,492	SH	DFND	1	31,492	0	0
ALEXANDER & BALDWIN INC	COMMON STOCK	014491104	50	1,384	SH	DFND	1	1,384	0	0
ALEXANDER & BALDWIN INC	COMMON STOCK	014491104	4	98	SH	DFND	1	98	0	0
ALEXION PHARMACEUTICALS INC CO	COMMON STOCK	015351109	1,436	12,364	SH	DFND	1	12,364	0	0
ALEXION PHARMACEUTICALS INC CO	COMMON STOCK	015351109	72	616	SH	OTR	1	616	0	0
ALLEGHANY CORPORATION	COMMON STOCK	017175100	9	21	SH	OTR	1	21	0	0
ALLERGAN INC	COMMON STOCK	018490102	409	4,520	SH	DFND	1	4,520	0	0
ALLERGAN INC	COMMON STOCK	018490102	46	514	SH	OTR	1	514	0	0
ALLETE INC	COMMON STOCK	018522300	54	1,125	SH	OTR	1	1,125	0	0
ALLIANCE DATA SYSTEMS CORP	COMMON STOCK	018581108	1,003	4,744	SH	DFND	1	4,744	0	0
ALLIANCE DATA SYSTEMS CORP	COMMON STOCK	018581108	55	258	SH	OTR	1	258	0	0
ALLIANT TECH SYSTEMS INC	COMMON STOCK	018804104	40	405	SH	OTR	1	405	0	0
ALLISON TRANSMISSION HOLDINGS	COMMON STOCK	01973R101	8	300	SH	DFND	1	300	0	0
ALLSCRIPTS HEALTHCARE SOLUTION	COMMON STOCK	01988P108	16	1,100	SH	DFND	1	1,100	0	0
ALLSCRIPTS HEALTHCARE SOLUTION	COMMON STOCK	01988P108	10	690	SH	OTR	1	690	0	0
ALLSTATE CORP	COMMON STOCK	020002101	372	7,360	SH	DFND	1	7,360	0	0
ALLSTATE CORP	COMMON STOCK	020002101	218	4,318	SH	OTR	1	4,318	0	0
ALTERA CORP COM	COMMON STOCK	021441100	1,179	31,726	SH	DFND	1	31,726	0	0
ALTRIA GROUP INC	COMMON STOCK	02209S103	8,913	259,471	SH	DFND	1	256,621	0	2,850
ALTRIA GROUP INC	COMMON STOCK	02209S103	3,743	108,959	SH	OTR	1	103,234	0	5,725
AMAZON.COM INC	COMMON STOCK	023135106	5,923	18,945	SH	DFND	1	18,710	0	235
AMAZON.COM INC	COMMON STOCK	023135106	275	879	SH	OTR	1	632	0	247
AMERICAN CAMPUS COMMUNITIES IN	COMMON STOCK	024835100	213	6,246	SH	DFND	1	6,246	0	0
AMERICAN CAMPUS COMMUNITIES IN	COMMON STOCK	024835100	33	976	SH	OTR	1	976	0	0
AMERICAN CAPITAL	COMMON	02503X105	28	1,250	SH	DFND	1	1,250	0	0

AGENCY CORP	STOCK									
AMERICAN CAPITAL AGENCY CORP	COMMON STOCK	02503X105	7	300	SH	OTR	1	300	0	0
AMERICAN EAGLE OUTFITTER INC	COMMON STOCK	02553E106	6	400	SH	DFND	1	400	0	0
AMERICAN ELECTRIC POWER CO INC	COMMON STOCK	025537101	217	5,017	SH	DFND	1	5,017	0	0
AMERICAN ELECTRIC POWER CO INC	COMMON STOCK	025537101	107	2,477	SH	OTR	1	1,878	0	599
AMERICAN EXPRESS CO	COMMON STOCK	025816109	847	11,220	SH	DFND	1	10,620	0	600
AMERICAN EXPRESS CO	COMMON STOCK	025816109	856	11,335	SH	OTR	1	9,285	0	2,050
AMERICAN FINANCIAL GROUP INC	COMMON STOCK	025932104	32	600	SH	OTR	1	0	0	600
AMERICAN INTERNATIONAL GROUP	COMMON STOCK	026874784	4	75	SH	DFND	1	75	0	0
AMERICAN INTERNATIONAL GROUP	COMMON STOCK	026874784	6	117	SH	OTR	1	17	0	100
AMERICAN TOWER CORP CL A	COMMON STOCK	03027X100	3,694	49,831	SH	DFND	1	49,463	0	368
AMERICAN TOWER CORP CL A	COMMON STOCK	03027X100	91	1,229	SH	OTR	1	239	0	990
AMERICAN WATER WORKS CO INC	COMMON STOCK	030420103	54	1,300	SH	DFND	1	1,300	0	0
AMERICAN WATER WORKS CO INC	COMMON STOCK	030420103	86	2,090	SH	OTR	1	2,090	0	0
AMERIPRISE FINANCIAL INC	COMMON STOCK	03076C106	104	1,144	SH	DFND	1	1,024	0	120
AMERIPRISE FINANCIAL INC	COMMON STOCK	03076C106	123	1,351	SH	OTR	1	1,156	0	195
AMERIS BANCORP	COMMON STOCK	03076K108	2	123	SH	DFND	1	123	0	0
AMERISOURCE BERGEN CORP	COMMON STOCK	03073E105	92	1,512	SH	DFND	1	1,512	0	0
AMERISOURCE BERGEN CORP	COMMON STOCK	03073E105	5	74	SH	OTR	1	74	0	0
AMETEK AEROSPACE PRODS INC COM	COMMON STOCK	031100100	1,050	22,824	SH	DFND	1	22,824	0	0
AMGEN INC COM	COMMON STOCK	031162100	11,820	105,609	SH	DFND	1	105,367	0	242
AMGEN INC COM	COMMON STOCK	031162100	2,927	26,151	SH	OTR	1	21,662	0	4,489
ANADARKO PETROLEUM CORP	COMMON STOCK	032511107	256	2,757	SH	DFND	1	2,757	0	0
ANADARKO PETROLEUM CORP	COMMON STOCK	032511107	169	1,817	SH	OTR	1	1,817	0	0
ANALOG DEVICES INC	COMMON STOCK	032654105	4	80	SH	DFND	1	80	0	0
ANALOG DEVICES INC	COMMON STOCK	032654105	17	360	SH	OTR	1	360	0	0
ANNALY CAPITAL MANAGEMENT INC	COMMON STOCK	035710409	63	5,430	SH	DFND	1	5,430	0	0
ANNALY CAPITAL MANAGEMENT INC	COMMON STOCK	035710409	4	350	SH	OTR	1	200	0	150
ANSYS INC	COMMON STOCK	03662Q105	1,245	14,386	SH	DFND	1	14,386	0	0
AOL INC	COMMON STOCK	00184X105	2	62	SH	DFND	1	62	0	0
AOL INC	COMMON STOCK	00184X105	3	95	SH	OTR	1	95	0	0
AON PLC	COMMON STOCK	G0408V102	93	1,250	SH	DFND	1	1,250	0	0
APACHE CORP COM	COMMON STOCK	037411105	3,377	39,665	SH	DFND	1	39,665	0	0
APACHE CORP COM	COMMON STOCK	037411105	576	6,766	SH	OTR	1	6,548	0	218
APOLLO GROUP INC CL A	COMMON STOCK	037604105	6	300	SH	DFND	1	300	0	0

APPLE INC	COMMON STOCK	037833100	33,017	69,255	SH	DFND	1	68,516	0	739
APPLE INC	COMMON STOCK	037833100	4,708	9,875	SH	OTR	1	9,145	0	730
APPLIED MATERIALS INC COM	COMMON STOCK	038222105	64	3,642	SH	DFND	1	2,642	0	1,000
APPLIED MATERIALS INC COM	COMMON STOCK	038222105	77	4,375	SH	OTR	1	3,375	0	1,000
AQUA AMERICA INC	COMMON STOCK	03836W103	31	1,250	SH	OTR	1	1,250	0	0
ARCHER DANIELS MIDLAND CO COM	COMMON STOCK	039483102	134	3,650	SH	DFND	1	3,650	0	0
ARCHER DANIELS MIDLAND CO COM	COMMON STOCK	039483102	368	10,000	SH	OTR	1	4,500	0	5,500
ARRIS GROUP INC	COMMON STOCK	04270V106	9	556	SH	DFND	1	556	0	0
ARTESIAN RESOURCES CORPORATION	COMMON STOCK	043113208	20	885	SH	DFND	1	885	0	0
ARUBA NETWORKS INC	COMMON STOCK	043176106	632	37,979	SH	DFND	1	37,979	0	0
ASHLAND INC	COMMON STOCK	044209104	1,354	14,636	SH	DFND	1	14,636	0	0
ASHLAND INC	COMMON STOCK	044209104	46	495	SH	OTR	1	495	0	0
ASSOCIATED ESTATES REALTY CP	COMMON STOCK	045604105	3	200	SH	DFND	1	200	0	0
AT&T INC	COMMON STOCK	00206R102	14,679	434,021	SH	DFND	1	431,321	0	2,700
AT&T INC	COMMON STOCK	00206R102	9,956	294,394	SH	OTR	1	249,792	0	44,602
ATMOS ENERGY CORP	COMMON STOCK	049560105	1	30	SH	DFND	1	30	0	0
AUTODESK COM	COMMON STOCK	052769106	1,204	29,251	SH	DFND	1	29,251	0	0
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	1,876	25,915	SH	DFND	1	25,115	0	800
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	2,597	35,881	SH	OTR	1	33,131	0	2,750
AUTOZONE INC COM	COMMON STOCK	053332102	85	200	SH	OTR	1	200	0	0
AUXILIUM PHARMACEUTICALS INC	COMMON STOCK	05334D107	383	21,070	SH	DFND	1	21,070	0	0
AVALONBAY COMMUNITIES INC	COMMON STOCK	053484101	45	357	SH	DFND	1	357	0	0
AVERY DENNISON CORP COM	COMMON STOCK	053611109	8	180	SH	DFND	1	180	0	0
AVERY DENNISON CORP COM	COMMON STOCK	053611109	23	525	SH	OTR	1	525	0	0
AVON PRODUCTS INC	COMMON STOCK	054303102	15	750	SH	DFND	1	600	0	150
AVON PRODUCTS INC	COMMON STOCK	054303102	9	441	SH	OTR	1	441	0	0
AXCELIS TECHNOLOGIES INC COM	COMMON STOCK	054540109	1	330	SH	DFND	1	330	0	0
BABCOCK & WILCOX CO	COMMON STOCK	05615F102	633	18,772	SH	DFND	1	18,772	0	0
BABCOCK & WILCOX CO	COMMON STOCK	05615F102	9	275	SH	OTR	1	275	0	0
BAKER HUGHES INC COM	COMMON STOCK	057224107	97	1,985	SH	DFND	1	1,985	0	0
BAKER HUGHES INC COM	COMMON STOCK	057224107	15	300	SH	OTR	1	300	0	0
BALL CORPORATION	COMMON STOCK	058498106	946	21,087	SH	OTR	1	21,087	0	0
BANK AMER CORP	COMMON STOCK	060505104	1,677	121,501	SH	DFND	1	116,101	0	5,400
BANK AMER CORP	COMMON STOCK	060505104	976	70,725	SH	OTR	1	70,342	0	383
BANK NEW YORK	COMMON	064058100	1,760	58,290	SH	DFND	1	58,290	0	0

MELLON CORP	STOCK									
BANK NEW YORK MELLON CORP	COMMON STOCK	064058100	318	10,537	SH	OTR	1	9,775	0	762
BARD C R INC COM	COMMON STOCK	067383109	34	298	SH	DFND	1	298	0	0
BARD C R INC COM	COMMON STOCK	067383109	472	4,100	SH	OTR	1	4,100	0	0
BARNES GROUP INCORPORATED	COMMON STOCK	067806109	10	295	SH	DFND	1	295	0	0
BAXTER INTERNATIONAL	COMMON STOCK	071813109	620	9,444	SH	DFND	1	9,444	0	0
BAXTER INTERNATIONAL	COMMON STOCK	071813109	338	5,150	SH	OTR	1	5,150	0	0
BB&T CORP COM	COMMON STOCK	054937107	1,026	30,396	SH	DFND	1	29,496	0	900
BB&T CORP COM	COMMON STOCK	054937107	488	14,469	SH	OTR	1	14,469	0	0
BE AEROSPACE INC	COMMON STOCK	073302101	38	518	SH	DFND	1	518	0	0
BEAM INC	COMMON STOCK	073730103	457	7,063	SH	DFND	1	7,063	0	0
BEAM INC	COMMON STOCK	073730103	193	2,978	SH	OTR	1	2,871	0	107
BECTON DICKINSON & CO COM	COMMON STOCK	075887109	1,302	13,018	SH	DFND	1	13,018	0	0
BECTON DICKINSON & CO COM	COMMON STOCK	075887109	385	3,854	SH	OTR	1	3,854	0	0
BED BATH & BEYOND INC COM	COMMON STOCK	075896100	179	2,310	SH	DFND	1	2,310	0	0
BERKSHIRE HATHAWAY INC CLASS A	COMMON STOCK	084670108	341	2	SH	OTR	1	2	0	0
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670702	4,207	37,064	SH	DFND	1	36,759	0	305
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670702	1,173	10,330	SH	OTR	1	7,792	0	2,538
BEST BUY COMPANY INC	COMMON STOCK	086516101	64	1,709	SH	DFND	1	1,709	0	0
BEST BUY COMPANY INC	COMMON STOCK	086516101	1	32	SH	OTR	1	0	0	32
BIG LOTS INC	COMMON STOCK	089302103	2	55	SH	DFND	1	55	0	0
BIOGEN IDEC INC	COMMON STOCK	09062X103	2,493	10,355	SH	DFND	1	10,355	0	0
BIOGEN IDEC INC	COMMON STOCK	09062X103	489	2,032	SH	OTR	1	1,922	0	110
BLACK HILLS CORP	COMMON STOCK	092113109	80	1,600	SH	DFND	1	1,600	0	0
BLACKROCK INC	COMMON STOCK	09247X101	4,966	18,349	SH	DFND	1	18,349	0	0
BLACKROCK INC	COMMON STOCK	09247X101	448	1,654	SH	OTR	1	1,654	0	0
BLACKROCK KELSO CAPITAL CORP	COMMON STOCK	092533108	4	420	SH	OTR	1	420	0	0
BLACKSTONE MTG TR INC CLS A RE	COMMON STOCK	09257W100	282	11,183	SH	DFND	1	11,183	0	0
BLACKSTONE MTG TR INC CLS A RE	COMMON STOCK	09257W100	4	168	SH	OTR	1	168	0	0
BOEING CO COM	COMMON STOCK	097023105	2,377	20,234	SH	DFND	1	19,884	0	350
BOEING CO COM	COMMON STOCK	097023105	1,459	12,421	SH	OTR	1	12,055	0	366
BOK FINANCIAL CORPORATION	COMMON STOCK	05561Q201	1	10	SH	DFND	1	10	0	0
BORG WARNER INC COM	COMMON STOCK	099724106	1,407	13,878	SH	DFND	1	13,878	0	0
BOSTON BEER INCORPORATED CLASS	COMMON STOCK	100557107	12	50	SH	DFND	1	50	0	0
BOSTON PROPERTIES INC (REIT)	COMMON STOCK	101121101	21	200	SH	DFND	1	200	0	0

BOSTON PROPERTIES INC (REIT)	COMMON STOCK	101121101	45	425	SH	OTR	1	425	0	0
BOSTON SCIENTIFIC CORP COM	COMMON STOCK	101137107	5	400	SH	DFND	1	400	0	0
BRANDYWINE REALTY TRUST (REIT)	COMMON STOCK	105368203	20	1,500	SH	DFND	1	1,500	0	0
BRIGGS & STRATTON CORP	COMMON STOCK	109043109	16	800	SH	DFND	1	800	0	0
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	110122108	19,925	430,532	SH	DFND	1	429,706	0	826
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	110122108	8,517	184,032	SH	OTR	1	163,213	0	20,819
BROADCOM CORP CL A	COMMON STOCK	111320107	111	4,284	SH	DFND	1	4,284	0	0
BROCADE COMMUNICATIONS SYSTEM	COMMON STOCK	111621306	4	500	SH	DFND	1	500	0	0
BROWN & BROWN INC COMMON	COMMON STOCK	115236101	987	30,748	SH	DFND	1	30,748	0	0
BROWN-FORMAN CORP CL B	COMMON STOCK	115637209	701	10,296	SH	DFND	1	10,296	0	0
BROWN-FORMAN CORP CL B	COMMON STOCK	115637209	70	1,027	SH	OTR	1	1,027	0	0
CABOT OIL & GAS CORP	COMMON STOCK	127097103	1,058	28,356	SH	DFND	1	28,356	0	0
CABOT OIL & GAS CORP	COMMON STOCK	127097103	21	556	SH	OTR	1	556	0	0
CAMDEN PROPERTY TRUST (REIT)	COMMON STOCK	133131102	61	1,000	SH	DFND	1	1,000	0	0
CAMERON INTERNATIONAL CORP	COMMON STOCK	13342B105	2,733	46,830	SH	DFND	1	46,830	0	0
CAMERON INTERNATIONAL CORP	COMMON STOCK	13342B105	69	1,186	SH	OTR	1	1,186	0	0
CAMPBELL SOUP CO COM	COMMON STOCK	134429109	22	550	SH	DFND	1	550	0	0
CAMPBELL SOUP CO COM	COMMON STOCK	134429109	114	2,800	SH	OTR	1	2,800	0	0
CAPITAL ONE FINANCIAL CORP	COMMON STOCK	14040H105	324	4,709	SH	DFND	1	4,709	0	0
CAPITAL ONE FINANCIAL CORP	COMMON STOCK	14040H105	140	2,040	SH	OTR	1	1,540	0	500
CARBO CERAMICS INC COMMON	COMMON STOCK	140781105	865	8,725	SH	DFND	1	8,725	0	0
CARDINAL HEALTH INC	COMMON STOCK	14149Y108	630	12,075	SH	DFND	1	12,075	0	0
CARDINAL HEALTH INC	COMMON STOCK	14149Y108	64	1,228	SH	OTR	1	1,228	0	0
CAREFUSION CORP	COMMON STOCK	14170T101	8	205	SH	OTR	1	205	0	0
CARLISLE COMPANIES INC	COMMON STOCK	142339100	35	500	SH	OTR	1	500	0	0
CARLYLE GROUP/TH	COMMON STOCK	14309L102	206	8,000	SH	DFND	1	8,000	0	0
CARMAX INC	COMMON STOCK	143130102	2,462	50,800	SH	DFND	1	50,800	0	0
CARMAX INC	COMMON STOCK	143130102	120	2,484	SH	OTR	1	2,484	0	0
CARNIVAL CORPORATION	COMMON STOCK	143658300	1,599	48,981	SH	DFND	1	48,981	0	0
CARNIVAL CORPORATION	COMMON STOCK	143658300	187	5,729	SH	OTR	1	4,729	0	1,000
CARPENTER TECHNOLOGY CORP COM	COMMON STOCK	144285103	45	776	SH	OTR	1	776	0	0
CATERPILLAR INC	COMMON STOCK	149123101	4,832	57,942	SH	DFND	1	57,542	0	400
CATERPILLAR INC	COMMON STOCK	149123101	1,936	23,211	SH	OTR	1	21,694	0	1,517
CBRE GROUP INC	COMMON STOCK	12504L109	1,069	46,221	SH	DFND	1	46,221	0	0

CBS CORP CL B	COMMON STOCK	124857202	2,081	37,721	SH	DFND	1	37,221	0	500
CBS CORP CL B	COMMON STOCK	124857202	149	2,699	SH	OTR	1	2,374	0	325
CELGENE CORP COM	COMMON STOCK	151020104	3,162	20,513	SH	DFND	1	20,173	0	340
CELGENE CORP COM	COMMON STOCK	151020104	511	3,316	SH	OTR	1	2,616	0	700
CENTURYLINK INC	COMMON STOCK	156700106	1,487	47,394	SH	DFND	1	47,394	0	0
CENTURYLINK INC	COMMON STOCK	156700106	376	11,989	SH	OTR	1	11,989	0	0
CEPHEID INC	COMMON STOCK	15670R107	829	21,245	SH	DFND	1	21,245	0	0
CERNER CORP	COMMON STOCK	156782104	5,312	101,090	SH	DFND	1	100,430	0	660
CERNER CORP	COMMON STOCK	156782104	1,184	22,537	SH	OTR	1	22,537	0	0
CF INDUSTRIES HOLDINGS INC	COMMON STOCK	125269100	26	125	SH	OTR	1	125	0	0
CH ROBINSON WORLDWIDE INC	COMMON STOCK	12541W209	627	10,515	SH	DFND	1	10,515	0	0
CHESAPEAKE ENERGY CORP COM	COMMON STOCK	165167107	76	2,925	SH	DFND	1	2,925	0	0
CHESAPEAKE ENERGY CORP COM	COMMON STOCK	165167107	13	500	SH	OTR	1	500	0	0
CHEVRON CORP	COMMON STOCK	166764100	34,214	281,594	SH	DFND	1	278,738	0	2,856
CHEVRON CORP	COMMON STOCK	166764100	19,306	158,894	SH	OTR	1	148,035	0	10,859
CHIMERA INVESTMENT CORP	COMMON STOCK	16934Q109	4	1,250	SH	DFND	1	1,250	0	0
CHIPOTLE MEXICAN GRILL-CL A	COMMON STOCK	169656105	909	2,119	SH	DFND	1	2,119	0	0
CHIPOTLE MEXICAN GRILL-CL A	COMMON STOCK	169656105	51	118	SH	OTR	1	118	0	0
CHUBB CORP	COMMON STOCK	171232101	473	5,300	SH	DFND	1	5,300	0	0
CHUBB CORP	COMMON STOCK	171232101	62	700	SH	OTR	1	700	0	0
CHURCH & DWIGHT CO INC	COMMON STOCK	171340102	961	15,997	SH	DFND	1	15,997	0	0
CHURCH & DWIGHT CO INC	COMMON STOCK	171340102	3	46	SH	OTR	1	46	0	0
CIGNA CORP	COMMON STOCK	125509109	36	468	SH	DFND	1	468	0	0
CIGNA CORP	COMMON STOCK	125509109	227	2,955	SH	OTR	1	2,955	0	0
CINCINNATI FINANCIAL CORP COMM	COMMON STOCK	172062101	9	200	SH	DFND	1	200	0	0
CINEMARK HOLDINGS INC	COMMON STOCK	17243V102	24	750	SH	DFND	1	750	0	0
CIRRUS LOGIC INC	COMMON STOCK	172755100	9	400	SH	DFND	1	400	0	0
CISCO SYSTEMS INC	COMMON STOCK	17275R102	7,490	319,652	SH	DFND	1	314,352	0	5,300
CISCO SYSTEMS INC	COMMON STOCK	17275R102	3,347	142,831	SH	OTR	1	133,464	0	9,367
CITIGROUP INC	COMMON STOCK	172967424	4,069	83,884	SH	DFND	1	83,541	0	343
CITIGROUP INC	COMMON STOCK	172967424	129	2,653	SH	OTR	1	1,727	0	926
CITRIX SYSTEMS INC COM	COMMON STOCK	177376100	3,215	45,536	SH	DFND	1	45,536	0	0
CITRIX SYSTEMS INC COM	COMMON STOCK	177376100	83	1,172	SH	OTR	1	1,172	0	0
CLIFFS NATURAL RESOURCES INC	COMMON STOCK	18683K101	45	2,180	SH	DFND	1	2,180	0	0
CLIFFS NATURAL	COMMON	18683K101	4	200	SH	OTR	1	200	0	0

RESOURCE INC	STOCK									
CLOROX COMPANY	COMMON STOCK	189054109	1,100	13,459	SH	DFND	1	13,459	0	0
CLOROX COMPANY	COMMON STOCK	189054109	548	6,711	SH	OTR	1	5,211	0	1,500
CME GROUP INC	COMMON STOCK	12572Q105	637	8,624	SH	DFND	1	8,624	0	0
CME GROUP INC	COMMON STOCK	12572Q105	36	486	SH	OTR	1	486	0	0
COACH INC COMMON	COMMON STOCK	189754104	4,568	83,768	SH	DFND	1	82,036	0	1,732
COACH INC COMMON	COMMON STOCK	189754104	693	12,709	SH	OTR	1	11,329	0	1,380
COCA COLA CO COM	COMMON STOCK	191216100	12,848	339,183	SH	DFND	1	333,083	0	6,100
COCA COLA CO COM	COMMON STOCK	191216100	6,415	169,361	SH	OTR	1	161,985	0	7,376
COCA-COLA ENTERPRISES INC	COMMON STOCK	19122T109	40	1,000	SH	DFND	1	1,000	0	0
CODORUS VALLEY BANCORP INC	COMMON STOCK	192025104	220	12,216	SH	DFND	1	12,216	0	0
CODORUS VALLEY BANCORP INC	COMMON STOCK	192025104	126	7,000	SH	OTR	1	7,000	0	0
COEUR MINING, INC	COMMON STOCK	192108504	6	500	SH	DFND	1	500	0	0
COGNIZANT TECHNOLOGY SOLUTIONS	COMMON STOCK	192446102	334	4,064	SH	DFND	1	4,064	0	0
COGNIZANT TECHNOLOGY SOLUTIONS	COMMON STOCK	192446102	248	3,026	SH	OTR	1	3,026	0	0
COHU INCORPORATED	COMMON STOCK	192576106	9	800	SH	DFND	1	800	0	0
COLGATE PALMOLIVE CO COM	COMMON STOCK	194162103	6,085	102,608	SH	DFND	1	102,608	0	0
COLGATE PALMOLIVE CO COM	COMMON STOCK	194162103	4,291	72,354	SH	OTR	1	64,254	0	8,100
COMCAST CORP NEW A	COMMON STOCK	20030N101	10,219	226,499	SH	DFND	1	225,049	0	1,450
COMCAST CORP NEW A	COMMON STOCK	20030N101	1,380	30,589	SH	OTR	1	25,293	0	5,296
COMCAST CORP-SPECIAL CL A	COMMON STOCK	20030N200	80	1,838	SH	DFND	1	1,838	0	0
COMCAST CORP-SPECIAL CL A	COMMON STOCK	20030N200	156	3,597	SH	OTR	1	3,597	0	0
COMMONWEALTH REIT	COMMON STOCK	203233101	4	175	SH	DFND	1	175	0	0
COMMONWEALTH REIT	COMMON STOCK	203233101	9	400	SH	OTR	1	400	0	0
COMMUNITY BANK SYSTEM INC	COMMON STOCK	203607106	89	2,600	SH	DFND	1	100	0	2,500
COMMUNITY HEALTH SYSTEMS INC	COMMON STOCK	203668108	11	260	SH	DFND	1	260	0	0
COMPUTER TASK GROUP	COMMON STOCK	205477102	949	58,750	SH	DFND	1	58,750	0	0
COMVERSE INC	COMMON STOCK	20585P105	1	20	SH	DFND	1	20	0	0
CONAGRA FOODS INC	COMMON STOCK	205887102	11	360	SH	DFND	1	360	0	0
CONAGRA FOODS INC	COMMON STOCK	205887102	362	11,946	SH	OTR	1	11,946	0	0
CONOCOPHILLIPS	COMMON STOCK	20825C104	14,114	203,048	SH	DFND	1	200,714	0	2,334
CONOCOPHILLIPS	COMMON STOCK	20825C104	3,660	52,657	SH	OTR	1	47,833	0	4,824
CONSOL ENERGY INC	COMMON STOCK	20854P109	29	850	SH	OTR	1	0	0	850
CONSOLIDATED EDISON INC	COMMON STOCK	209115104	77	1,400	SH	DFND	1	1,400	0	0
CONSOLIDATED EDISON INC	COMMON STOCK	209115104	45	824	SH	OTR	1	574	0	250

CONSTELLATION BRANDS INC CL A	COMMON STOCK	21036P108	15	270	SH	OTR	1	270	0	0
CONTINENTAL RESOURCES INC	COMMON STOCK	212015101	59	550	SH	OTR	1	500	0	50
CORNING INC	COMMON STOCK	219350105	2,140	146,644	SH	DFND	1	146,644	0	0
CORNING INC	COMMON STOCK	219350105	139	9,515	SH	OTR	1	9,515	0	0
COSTCO WHOLESALE CORP COM	COMMON STOCK	22160K105	728	6,325	SH	DFND	1	6,325	0	0
COSTCO WHOLESALE CORP COM	COMMON STOCK	22160K105	315	2,733	SH	OTR	1	2,733	0	0
CRANE CO	COMMON STOCK	224399105	432	7,000	SH	DFND	1	7,000	0	0
CREE RESEARCH INC COM	COMMON STOCK	225447101	45	750	SH	OTR	1	0	0	750
CROWN CASTLE INTL CORP COM	COMMON STOCK	228227104	100	1,365	SH	DFND	1	1,365	0	0
CROWN CASTLE INTL CORP COM	COMMON STOCK	228227104	2	34	SH	OTR	1	34	0	0
CROWN HOLDINGS INC	COMMON STOCK	228368106	918	21,724	SH	DFND	1	21,724	0	0
CST BRANDS INC	COMMON STOCK	12646R105	1	43	SH	DFND	1	43	0	0
CSX CORP COMMON	COMMON STOCK	126408103	2,863	111,213	SH	DFND	1	111,213	0	0
CSX CORP COMMON	COMMON STOCK	126408103	1,576	61,244	SH	OTR	1	60,644	0	600
CUMMINS INC COM	COMMON STOCK	231021106	3,710	27,919	SH	DFND	1	27,694	0	225
CUMMINS INC COM	COMMON STOCK	231021106	282	2,125	SH	OTR	1	2,125	0	0
CURTISS WRIGHT CORP	COMMON STOCK	231561101	45	952	SH	DFND	1	952	0	0
CVS/CAREMARK CORP	COMMON STOCK	126650100	3,372	59,415	SH	DFND	1	59,415	0	0
CVS/CAREMARK CORP	COMMON STOCK	126650100	1,247	21,975	SH	OTR	1	21,391	0	584
CYS INVESTMENTS INC	COMMON STOCK	12673A108	9	1,050	SH	OTR	1	1,050	0	0
D R HORTON INC	COMMON STOCK	23331A109	28	1,418	SH	DFND	1	1,418	0	0
D R HORTON INC	COMMON STOCK	23331A109	222	11,400	SH	OTR	1	11,400	0	0
DANAHER CORP COM	COMMON STOCK	235851102	7,161	103,306	SH	DFND	1	103,014	0	292
DANAHER CORP COM	COMMON STOCK	235851102	468	6,756	SH	OTR	1	3,486	0	3,270
DARDEN RESTAURANTS INC COM	COMMON STOCK	237194105	1,125	24,312	SH	DFND	1	24,312	0	0
DARDEN RESTAURANTS INC COM	COMMON STOCK	237194105	136	2,937	SH	OTR	1	2,937	0	0
DAVITA HEALTHCARE PARTNERS 1	COMMON STOCK	23918K108	5	80	SH	DFND	1	80	0	0
DAVITA HEALTHCARE PARTNERS 1	COMMON STOCK	23918K108	3	60	SH	OTR	1	60	0	0
DEERE & CO COMMON	COMMON STOCK	244199105	2,130	26,166	SH	DFND	1	25,566	0	600
DEERE & CO COMMON	COMMON STOCK	244199105	328	4,036	SH	OTR	1	2,550	0	1,486
DELL INC	COMMON STOCK	24702R101	141	10,260	SH	DFND	1	10,260	0	0
DELL INC	COMMON STOCK	24702R101	49	3,575	SH	OTR	1	1,825	0	1,750
DELTA AIR LINES INC	COMMON STOCK	247361702	55	2,318	SH	DFND	1	2,318	0	0
DENTSPLY INTERNATIONAL INC COM	COMMON STOCK	249030107	983	22,634	SH	DFND	1	22,634	0	0
DENTSPLY	COMMON	249030107	158	3,650	SH	OTR	1	3,650	0	0

INTERNATIONAL INC COM	STOCK									
DEVON ENERGY CORP	COMMON STOCK	25179M103	16	270	SH	DFND	1	270	0	0
DEVON ENERGY CORP	COMMON STOCK	25179M103	28	484	SH	OTR	1	484	0	0
DIAMOND OFFSHORE DRILLING COM	COMMON STOCK	25271C102	31	500	SH	DFND	1	500	0	0
DICKS SPORTING GOODS INC	COMMON STOCK	253393102	320	6,000	SH	DFND	1	6,000	0	0
DICKS SPORTING GOODS INC	COMMON STOCK	253393102	11	200	SH	OTR	1	200	0	0
DIEBOLD INC COMMON	COMMON STOCK	253651103	3	90	SH	DFND	1	90	0	0
DIGITAL REALTY TRUST INC	COMMON STOCK	253868103	455	8,566	SH	DFND	1	8,566	0	0
DIGITAL REALTY TRUST INC	COMMON STOCK	253868103	36	683	SH	OTR	1	683	0	0
DINEEQUITY INC	COMMON STOCK	254423106	722	10,462	SH	DFND	1	10,462	0	0
DIRECTV	COMMON STOCK	25490A309	74	1,236	SH	DFND	1	1,236	0	0
DIRECTV	COMMON STOCK	25490A309	67	1,119	SH	OTR	1	1,119	0	0
DISCOVER FINANCIAL SERVICES	COMMON STOCK	254709108	66	1,300	SH	DFND	1	1,300	0	0
DISCOVER FINANCIAL SERVICES	COMMON STOCK	254709108	20	387	SH	OTR	1	231	0	156
DISCOVERY COMMUNICATIONS INC	COMMON STOCK	25470F104	20	234	SH	DFND	1	234	0	0
DISCOVERY COMMUNICATIONS INC -	COMMON STOCK	25470F302	18	234	SH	DFND	1	234	0	0
DISNEY WALT CO	COMMON STOCK	254687106	6,069	94,105	SH	DFND	1	93,605	0	500
DISNEY WALT CO	COMMON STOCK	254687106	3,155	48,917	SH	OTR	1	43,817	0	5,100
DNB FINANCIAL CORPORATION	COMMON STOCK	233237106	39	1,878	SH	DFND	1	1,878	0	0
DOLLAR TREE INC	COMMON STOCK	256746108	18	316	SH	DFND	1	316	0	0
DOMINION RESOURCES INC	COMMON STOCK	25746U109	5,685	90,996	SH	DFND	1	90,446	0	550
DOMINION RESOURCES INC	COMMON STOCK	25746U109	3,458	55,338	SH	OTR	1	46,238	0	9,100
DOVER CORP COMMON	COMMON STOCK	260003108	748	8,325	SH	DFND	1	8,325	0	0
DOVER CORP COMMON	COMMON STOCK	260003108	8	85	SH	OTR	1	85	0	0
DOW CHEMICAL CO	COMMON STOCK	260543103	3,178	82,755	SH	DFND	1	82,755	0	0
DOW CHEMICAL CO	COMMON STOCK	260543103	1,416	36,871	SH	OTR	1	36,871	0	0
DTE ENERGY COMPANY COMMON	COMMON STOCK	233331107	155	2,350	SH	DFND	1	2,350	0	0
DTE ENERGY COMPANY COMMON	COMMON STOCK	233331107	60	916	SH	OTR	1	916	0	0
DUKE ENERGY HOLDING CORP	COMMON STOCK	26441C204	1,354	20,280	SH	DFND	1	19,758	0	522
DUKE ENERGY HOLDING CORP	COMMON STOCK	26441C204	577	8,636	SH	OTR	1	7,637	0	999
DUN & BRADSTREET CORP	COMMON STOCK	26483E100	22	208	SH	DFND	1	208	0	0
DUN & BRADSTREET CORP	COMMON STOCK	26483E100	32	308	SH	OTR	1	308	0	0
E I DUPONT DE NEMOURS & CO COM	COMMON STOCK	263534109	7,688	131,288	SH	DFND	1	130,773	0	515
E I DUPONT DE NEMOURS & CO COM	COMMON STOCK	263534109	6,517	111,292	SH	OTR	1	104,796	0	6,496
EASTERN INSURANCE HOLDINGS	COMMON STOCK	276534104	12	500	SH	DFND	1	500	0	0

EASTMAN CHEMICAL COMPANY COM	COMMON STOCK	277432100	9	116	SH	DFND	1	116	0	0
EASTMAN CHEMICAL COMPANY COM	COMMON STOCK	277432100	78	1,000	SH	OTR	1	0	0	1,000
EATON VANCE CORP	COMMON STOCK	278265103	2,066	53,202	SH	DFND	1	53,202	0	0
EATON VANCE CORP	COMMON STOCK	278265103	100	2,584	SH	OTR	1	2,584	0	0
EBAY INC COM	COMMON STOCK	278642103	578	10,352	SH	DFND	1	10,352	0	0
EBAY INC COM	COMMON STOCK	278642103	27	478	SH	OTR	1	478	0	0
ECOLAB INC COM	COMMON STOCK	278865100	2,197	22,249	SH	DFND	1	22,249	0	0
ECOLAB INC COM	COMMON STOCK	278865100	204	2,070	SH	OTR	1	2,070	0	0
EDISON INTERNATIONAL COM	COMMON STOCK	281020107	46	992	SH	DFND	1	992	0	0
EDISON INTERNATIONAL COM	COMMON STOCK	281020107	46	1,000	SH	OTR	1	1,000	0	0
EDWARDS LIFESCIENCES CORP COM	COMMON STOCK	28176E108	21	300	SH	DFND	1	300	0	0
ELECTRONICS ARTS COM	COMMON STOCK	285512109	5	200	SH	DFND	1	200	0	0
EMC CORP MASS COM	COMMON STOCK	268648102	8,055	315,128	SH	DFND	1	313,766	0	1,362
EMC CORP MASS COM	COMMON STOCK	268648102	1,132	44,287	SH	OTR	1	41,027	0	3,260
EMERSON ELECTRIC CO	COMMON STOCK	291011104	5,949	91,947	SH	DFND	1	91,147	0	800
EMERSON ELECTRIC CO	COMMON STOCK	291011104	5,371	83,018	SH	OTR	1	71,018	0	12,000
ENERGIZER HLDGS INC COM	COMMON STOCK	29266R108	1,587	17,406	SH	DFND	1	17,406	0	0
ENERGIZER HLDGS INC COM	COMMON STOCK	29266R108	79	868	SH	OTR	1	868	0	0
ENTERGY CORP COM NEW	COMMON STOCK	29364G103	105	1,662	SH	DFND	1	1,662	0	0
ENTERGY CORP COM NEW	COMMON STOCK	29364G103	87	1,375	SH	OTR	1	1,375	0	0
EOG RESOURCES INC COM	COMMON STOCK	26875P101	322	1,900	SH	DFND	1	1,900	0	0
EOG RESOURCES INC COM	COMMON STOCK	26875P101	107	631	SH	OTR	1	631	0	0
EQT CORPORATION	COMMON STOCK	26884L109	18	200	SH	DFND	1	200	0	0
EQT CORPORATION	COMMON STOCK	26884L109	98	1,100	SH	OTR	1	1,100	0	0
EQUIFAX INC COM	COMMON STOCK	294429105	72	1,200	SH	OTR	1	1,200	0	0
EQUINIX INC	COMMON STOCK	29444U502	11	58	SH	DFND	1	58	0	0
EQUITY RESIDENTIAL REIT	COMMON STOCK	29476L107	8	140	SH	DFND	1	140	0	0
EQUITY RESIDENTIAL REIT	COMMON STOCK	29476L107	56	1,050	SH	OTR	1	1,050	0	0
ESTEE LAUDER COMPANIES INC	COMMON STOCK	518439104	1,123	16,072	SH	DFND	1	16,072	0	0
ESTEE LAUDER COMPANIES INC	COMMON STOCK	518439104	161	2,300	SH	OTR	1	2,300	0	0
EXCO RESOURCES INC	COMMON STOCK	269279402	2	250	SH	DFND	1	250	0	0
EXELON CORP	COMMON STOCK	30161N101	1,515	51,101	SH	DFND	1	51,101	0	0
EXELON CORP	COMMON STOCK	30161N101	1,206	40,688	SH	OTR	1	39,738	0	950
EXPEDITORS INTL WASH INC COM	COMMON STOCK	302130109	979	22,215	SH	DFND	1	22,215	0	0
EXPRESS SCRIPTS	COMMON	30219G108	12,691	205,353	SH	DFND	1	203,286	0	2,067

HOLDING C	STOCK									
EXPRESS SCRIPTS HOLDING C	COMMON STOCK	30219G108	4,399	71,175	SH	OTR	1	63,382	0	7,793
EXXON MOBIL CORP	COMMON STOCK	30231G102	45,994	534,571	SH	DFND	1	529,252	0	5,319
EXXON MOBIL CORP	COMMON STOCK	30231G102	40,881	475,144	SH	OTR	1	404,169	0	70,975
FACEBOOK INC-A	COMMON STOCK	30303M102	887	17,653	SH	DFND	1	17,653	0	0
FACEBOOK INC-A	COMMON STOCK	30303M102	43	860	SH	OTR	1	860	0	0
FAMILY DOLLAR STORES	COMMON STOCK	307000109	10	133	SH	DFND	1	133	0	0
FAMILY DOLLAR STORES	COMMON STOCK	307000109	5	75	SH	OTR	1	75	0	0
FASTENAL CO	COMMON STOCK	311900104	2,097	41,715	SH	DFND	1	41,715	0	0
FASTENAL CO	COMMON STOCK	311900104	158	3,146	SH	OTR	1	3,146	0	0
FEDEX CORP COM	COMMON STOCK	31428X106	1,785	15,641	SH	DFND	1	14,941	0	700
FEDEX CORP COM	COMMON STOCK	31428X106	192	1,683	SH	OTR	1	1,683	0	0
FEI CO	COMMON STOCK	30241L109	861	9,812	SH	DFND	1	9,812	0	0
FIDELITY NATL INFORMATION SERV	COMMON STOCK	31620M106	121	2,600	SH	DFND	1	2,600	0	0
FIFTH THIRD BANCORP COM	COMMON STOCK	316773100	195	10,824	SH	DFND	1	10,824	0	0
FIRST NIAGARA FINANCIAL GROUP	COMMON STOCK	33582V108	13	1,292	SH	DFND	1	1,292	0	0
FIRST POTOMAC REALTY TRUST	COMMON STOCK	33610F109	29	2,320	SH	DFND	1	2,320	0	0
FIRSTENERGY CORP	COMMON STOCK	337932107	144	3,949	SH	DFND	1	3,949	0	0
FIRSTENERGY CORP	COMMON STOCK	337932107	99	2,709	SH	OTR	1	2,509	0	200
FISERV INC	COMMON STOCK	337738108	25	250	SH	OTR	1	50	0	200
FLEETCOR TECHNOLOGIES INC	COMMON STOCK	339041105	50	452	SH	DFND	1	452	0	0
FLEETCOR TECHNOLOGIES INC	COMMON STOCK	339041105	3	26	SH	OTR	1	26	0	0
FLOWERS FOODS INC COM	COMMON STOCK	343498101	24	1,125	SH	DFND	1	1,125	0	0
FLOWERVE CORP COM	COMMON STOCK	34354P105	7	120	SH	DFND	1	120	0	0
FLUOR CORP	COMMON STOCK	343412102	5	73	SH	DFND	1	73	0	0
FMC TECHNOLOGIES INC COM	COMMON STOCK	30249U101	9	162	SH	DFND	1	162	0	0
FNB CORP PA	COMMON STOCK	302520101	78	6,463	SH	DFND	1	6,463	0	0
FNB CORP PA	COMMON STOCK	302520101	60	4,907	SH	OTR	1	0	0	4,907
FORD MOTOR CO	COMMON STOCK	345370860	551	32,689	SH	DFND	1	32,689	0	0
FORD MOTOR CO	COMMON STOCK	345370860	154	9,155	SH	OTR	1	8,300	0	855
FOREST LABS INC COM	COMMON STOCK	345838106	45	1,060	SH	DFND	1	1,060	0	0
FOREST LABS INC COM	COMMON STOCK	345838106	73	1,710	SH	OTR	1	1,710	0	0
FORESTAR GROUP INC	COMMON STOCK	346233109	1	42	SH	DFND	1	42	0	0
FORTUNE HOME BRANDS HOME & SEC	COMMON STOCK	34964C106	48	1,160	SH	DFND	1	1,160	0	0
FORTUNE HOME BRANDS HOME & SEC	COMMON STOCK	34964C106	62	1,483	SH	OTR	1	1,483	0	0

FRANKLIN RESOURCES INC	COMMON STOCK	354613101	51	1,005	SH	DFND	1	1,005	0	0
FREEPORT-MCMORAN COPPER & GOLD	COMMON STOCK	35671D857	668	20,208	SH	DFND	1	19,453	0	755
FREEPORT-MCMORAN COPPER & GOLD	COMMON STOCK	35671D857	347	10,483	SH	OTR	1	9,333	0	1,150
FRONTIER COMMUNICATIONS CORP	COMMON STOCK	35906A108	17	3,992	SH	DFND	1	3,992	0	0
FRONTIER COMMUNICATIONS CORP	COMMON STOCK	35906A108	28	6,631	SH	OTR	1	6,133	0	498
FULTON FINANCIAL CORP	COMMON STOCK	360271100	1,056	90,388	SH	DFND	1	90,388	0	0
FULTON FINANCIAL CORP	COMMON STOCK	360271100	91	7,774	SH	OTR	1	7,432	0	342
F5 NETWORKS INC	COMMON STOCK	315616102	1,101	12,829	SH	DFND	1	12,829	0	0
F5 NETWORKS INC	COMMON STOCK	315616102	94	1,094	SH	OTR	1	1,094	0	0
GALLAGHER ARTHUR J. & CO	COMMON STOCK	363576109	1,147	26,267	SH	DFND	1	26,267	0	0
GALLAGHER ARTHUR J. & CO	COMMON STOCK	363576109	231	5,300	SH	OTR	1	5,300	0	0
GAMESTOP CORP - CLASS A	COMMON STOCK	36467W109	1,077	21,682	SH	DFND	1	21,682	0	0
GANNET CO COMMON	COMMON STOCK	364730101	54	2,000	SH	OTR	1	2,000	0	0
GAP INC COM	COMMON STOCK	364760108	60	1,500	SH	DFND	1	1,500	0	0
GENERAC HOLDINGS INC	COMMON STOCK	368736104	17	400	SH	DFND	1	400	0	0
GENERAL DYNAMICS CORP COM	COMMON STOCK	369550108	3,862	44,132	SH	DFND	1	44,132	0	0
GENERAL DYNAMICS CORP COM	COMMON STOCK	369550108	659	7,525	SH	OTR	1	7,525	0	0
GENERAL ELECTRIC COMPANY	COMMON STOCK	369604103	29,213	1,222,831	SH	DFND	1	1,204,146	0	18,685
GENERAL ELECTRIC COMPANY	COMMON STOCK	369604103	25,195	1,054,635	SH	OTR	1	1,014,631	0	40,004
GENERAL MILLS INC	COMMON STOCK	370334104	3,296	68,771	SH	DFND	1	68,771	0	0
GENERAL MILLS INC	COMMON STOCK	370334104	1,873	39,078	SH	OTR	1	38,678	0	400
GENERAL MOTORS CO	COMMON STOCK	37045V100	1	36	SH	DFND	1	36	0	0
GENUINE PARTS INC	COMMON STOCK	372460105	55	675	SH	DFND	1	675	0	0
GENUINE PARTS INC	COMMON STOCK	372460105	101	1,250	SH	OTR	1	1,250	0	0
GILEAD SCIENCES INC COM	COMMON STOCK	375558103	4,793	76,236	SH	DFND	1	76,236	0	0
GILEAD SCIENCES INC COM	COMMON STOCK	375558103	1,297	20,631	SH	OTR	1	19,073	0	1,558
GLACIER BANCORP INC NEW	COMMON STOCK	37637Q105	303	12,294	SH	DFND	1	12,294	0	0
GLACIER BANCORP INC NEW	COMMON STOCK	37637Q105	100	4,040	SH	OTR	1	4,040	0	0
GLATFELTER	COMMON STOCK	377316104	302	11,150	SH	DFND	1	11,150	0	0
GLOBAL PAYMENTS INC	COMMON STOCK	37940X102	818	16,018	SH	DFND	1	16,018	0	0
GLOBAL POWER EQUIPMENT GROUP I	COMMON STOCK	37941P306	3	127	SH	DFND	1	127	0	0
GOLDMAN SACHS GROUP INC COM	COMMON STOCK	38141G104	3,273	20,690	SH	DFND	1	20,390	0	300
GOLDMAN SACHS GROUP INC COM	COMMON STOCK	38141G104	337	2,133	SH	OTR	1	1,874	0	259
GOOGLE INC CL A	COMMON STOCK	38259P508	13,689	15,628	SH	DFND	1	15,553	0	75
GOOGLE INC CL A	COMMON	38259P508	1,020	1,164	SH	OTR	1	911	0	253

	STOCK									
GOVERNMENT PROPERTIES INCOME T	COMMON STOCK	38376A103	41	1,700	SH	DFND	1	1,700	0	0
GOVERNMENT PROPERTIES INCOME T	COMMON STOCK	38376A103	48	2,000	SH	OTR	1	2,000	0	0
GRACO INC COM	COMMON STOCK	384109104	1,233	16,647	SH	DFND	1	16,647	0	0
GRACO INC COM	COMMON STOCK	384109104	4	50	SH	OTR	1	50	0	0
GREAT PLAINS ENERGY INC	COMMON STOCK	391164100	17	770	SH	DFND	1	770	0	0
GREEN MOUNTAIN COFFEE ROASTERS	COMMON STOCK	393122106	1,118	14,840	SH	DFND	1	14,840	0	0
H & R BLOCK COMMON	COMMON STOCK	093671105	34	1,258	SH	DFND	1	1,258	0	0
H & R BLOCK COMMON	COMMON STOCK	093671105	95	3,558	SH	OTR	1	3,558	0	0
HALLIBURTON HLDG CO COM	COMMON STOCK	406216101	225	4,679	SH	DFND	1	4,679	0	0
HALLIBURTON HLDG CO COM	COMMON STOCK	406216101	212	4,400	SH	OTR	1	4,400	0	0
HANESBRANDS INC	COMMON STOCK	410345102	25	400	SH	OTR	1	0	0	400
HARLEY DAVIDSON COMMON	COMMON STOCK	412822108	297	4,618	SH	DFND	1	4,618	0	0
HARLEY DAVIDSON COMMON	COMMON STOCK	412822108	218	3,400	SH	OTR	1	200	0	3,200
HARRIS CORP COMMON	COMMON STOCK	413875105	288	4,850	SH	OTR	1	4,850	0	0
HARSCO CORP COMMON	COMMON STOCK	415864107	2,812	112,949	SH	DFND	1	112,949	0	0
HARSCO CORP COMMON	COMMON STOCK	415864107	898	36,075	SH	OTR	1	36,075	0	0
HARTFORD FINANCIAL SVCS GRP IN	COMMON STOCK	416515104	74	2,384	SH	DFND	1	2,384	0	0
HARTFORD FINANCIAL SVCS GRP IN	COMMON STOCK	416515104	40	1,280	SH	OTR	1	1,280	0	0
HATTERAS FINANCIAL CORP	COMMON STOCK	41902R103	28	1,520	SH	DFND	1	1,520	0	0
HATTERAS FINANCIAL CORP	COMMON STOCK	41902R103	2	118	SH	OTR	1	118	0	0
HAWAIIAN ELECTRIC INDUSTRIES C	COMMON STOCK	419870100	18	714	SH	DFND	1	714	0	0
HCP INCORPORATED REITS	COMMON STOCK	40414L109	58	1,428	SH	DFND	1	1,428	0	0
HCP INCORPORATED REITS	COMMON STOCK	40414L109	9	208	SH	OTR	1	208	0	0
HEALTH CARE REIT INC	COMMON STOCK	42217K106	75	1,203	SH	DFND	1	1,203	0	0
HEALTH CARE REIT INC	COMMON STOCK	42217K106	12	198	SH	OTR	1	198	0	0
HEALTH MANAGEMENT-CLASS A	COMMON STOCK	421933102	7	540	SH	DFND	1	540	0	0
HEALTH MANAGEMENT-CLASS A	COMMON STOCK	421933102	1	50	SH	OTR	1	50	0	0
HEICO CORPORATION - CLASS A	COMMON STOCK	422806208	944	18,823	SH	DFND	1	18,823	0	0
HENRY SCHEIN INC COM	COMMON STOCK	806407102	103	994	SH	DFND	1	994	0	0
HERCULES TECHNOLOGY GROWTH	COMMON STOCK	427096508	12	812	SH	DFND	1	812	0	0
HERTZ GLOBAL HOLDINGS INC	COMMON STOCK	42805T105	667	30,106	SH	DFND	1	30,106	0	0
HERTZ GLOBAL HOLDINGS INC	COMMON STOCK	42805T105	34	1,512	SH	OTR	1	1,512	0	0
HESS CORPORATION	COMMON STOCK	42809H107	27	350	SH	DFND	1	350	0	0
HESS CORPORATION	COMMON STOCK	42809H107	77	1,000	SH	OTR	1	1,000	0	0

HEWLETT-PACKARD CO	COMMON STOCK	428236103	916	43,659	SH	DFND	1	43,659	0	0
HEWLETT-PACKARD CO	COMMON STOCK	428236103	451	21,487	SH	OTR	1	18,287	0	3,200
HILLSHIRE BRANDS COMPANY	COMMON STOCK	432589109	1	40	SH	DFND	1	40	0	0
HILLSHIRE BRANDS COMPANY	COMMON STOCK	432589109	21	685	SH	OTR	1	45	0	640
HOLLYFRONTIER CORP	COMMON STOCK	436106108	41	976	SH	DFND	1	976	0	0
HOLLYFRONTIER CORP	COMMON STOCK	436106108	44	1,050	SH	OTR	1	1,050	0	0
HOLOGIC INC COM	COMMON STOCK	436440101	59	2,835	SH	OTR	1	0	0	2,835
HOME DEPOT INC COM	COMMON STOCK	437076102	7,888	103,991	SH	DFND	1	102,616	0	1,375
HOME DEPOT INC COM	COMMON STOCK	437076102	4,256	56,117	SH	OTR	1	52,277	0	3,840
HOME PROPERTIES INC (REIT)	COMMON STOCK	437306103	144	2,500	SH	OTR	1	0	0	2,500
HONEYWELL INTL INC COM	COMMON STOCK	438516106	1,083	13,040	SH	DFND	1	13,040	0	0
HONEYWELL INTL INC COM	COMMON STOCK	438516106	2,369	28,533	SH	OTR	1	28,533	0	0
HOSPIRA INC	COMMON STOCK	441060100	65	1,665	SH	DFND	1	1,665	0	0
HOSPIRA INC	COMMON STOCK	441060100	36	924	SH	OTR	1	924	0	0
HUGOTON ROYALTY TRUST	COMMON STOCK	444717102	1	150	SH	OTR	1	0	0	150
HUMANA INC COM	COMMON STOCK	444859102	9	100	SH	DFND	1	100	0	0
HUNTINGTON INGALLS INDUSTRIES	COMMON STOCK	446413106	17	249	SH	OTR	1	249	0	0
IBM CORPORATION	COMMON STOCK	459200101	32,236	174,080	SH	DFND	1	172,022	0	2,058
IBM CORPORATION	COMMON STOCK	459200101	14,075	76,009	SH	OTR	1	68,208	0	7,801
ILLINOIS TOOL WKS INC COM	COMMON STOCK	452308109	311	4,080	SH	DFND	1	4,080	0	0
ILLINOIS TOOL WKS INC COM	COMMON STOCK	452308109	92	1,200	SH	OTR	1	1,200	0	0
IMMUNOGEN INC	COMMON STOCK	45253H101	2	100	SH	OTR	1	0	0	100
INGREDION INC	COMMON STOCK	457187102	26	400	SH	OTR	1	400	0	0
INTEL CORP COM	COMMON STOCK	458140100	9,848	429,640	SH	DFND	1	425,534	0	4,106
INTEL CORP COM	COMMON STOCK	458140100	4,871	212,534	SH	OTR	1	188,744	0	23,790
INTERCONTINENTAL EXCHANGE INC	COMMON STOCK	45865V100	1,379	7,603	SH	DFND	1	7,603	0	0
INTERCONTINENTAL EXCHANGE INC	COMMON STOCK	45865V100	27	150	SH	OTR	1	150	0	0
INTERDIGITAL INC	COMMON STOCK	45867G101	19	500	SH	DFND	1	500	0	0
INTERNATIONAL PAPER CO COM	COMMON STOCK	460146103	221	4,940	SH	DFND	1	4,940	0	0
INTERNATIONAL PAPER CO COM	COMMON STOCK	460146103	186	4,157	SH	OTR	1	2,221	0	1,936
INTERNATIONAL SPEEDWAY CORP CL	COMMON STOCK	460335201	2	50	SH	DFND	1	50	0	0
INTL FLAVORS & FRAGRANCES INC	COMMON STOCK	459506101	58	700	SH	DFND	1	700	0	0
INTUIT INC COM	COMMON STOCK	461202103	5	75	SH	DFND	1	75	0	0
INTUITIVE SURGICAL INC	COMMON STOCK	46120E602	3,953	10,506	SH	DFND	1	10,286	0	220
INTUITIVE SURGICAL INC	COMMON	46120E602	173	460	SH	OTR	1	460	0	0

	STOCK									
IPG PHOTONICS CORP	COMMON STOCK	44980X109	1,117	19,816	SH	DFND	1	19,816	0	0
IROBOT CORP	COMMON STOCK	462726100	11	300	SH	DFND	1	300	0	0
IRON MTN INC PA COM	COMMON STOCK	462846106	10	358	SH	OTR	1	358	0	0
J B HUNT TRANSPORT SERVICES IN	COMMON STOCK	445658107	1,173	16,084	SH	DFND	1	16,084	0	0
J B HUNT TRANSPORT SERVICES IN	COMMON STOCK	445658107	66	906	SH	OTR	1	906	0	0
J C PENNEY COMPANY COMMON	COMMON STOCK	708160106	7	740	SH	DFND	1	740	0	0
JACOBS ENGINEERING GROUP INC C	COMMON STOCK	469814107	111	1,900	SH	DFND	1	1,900	0	0
JACOBS ENGINEERING GROUP INC C	COMMON STOCK	469814107	63	1,090	SH	OTR	1	1,090	0	0
JDS UNIPHASE CORP	COMMON STOCK	46612J507	7	500	SH	DFND	1	500	0	0
JETBLUE AIRWAYS CORPORATION	COMMON STOCK	477143101	1	100	SH	DFND	1	100	0	0
JM SMUCKER CO	COMMON STOCK	832696405	68	650	SH	DFND	1	650	0	0
JM SMUCKER CO	COMMON STOCK	832696405	187	1,778	SH	OTR	1	1,180	0	598
JOHNSON & JOHNSON	COMMON STOCK	478160104	28,502	328,783	SH	DFND	1	324,662	0	4,121
JOHNSON & JOHNSON	COMMON STOCK	478160104	21,999	253,772	SH	OTR	1	241,301	0	12,471
JOHNSON CONTROLS INC COM	COMMON STOCK	478366107	397	9,566	SH	DFND	1	9,566	0	0
JOHNSON CONTROLS INC COM	COMMON STOCK	478366107	274	6,600	SH	OTR	1	6,600	0	0
JOY GLOBAL INCORPORATED	COMMON STOCK	481165108	1,515	29,680	SH	DFND	1	29,180	0	500
JOY GLOBAL INCORPORATED	COMMON STOCK	481165108	62	1,210	SH	OTR	1	1,210	0	0
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	15,237	294,773	SH	DFND	1	292,106	0	2,667
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	5,694	110,166	SH	OTR	1	100,293	0	9,873
JUNIPER NETWORKS INC	COMMON STOCK	48203R104	421	21,210	SH	DFND	1	21,210	0	0
KELLOGG CO COM	COMMON STOCK	487836108	833	14,179	SH	DFND	1	14,179	0	0
KELLOGG CO COM	COMMON STOCK	487836108	707	12,033	SH	OTR	1	11,933	0	100
KIMBERLY CLARK CORP	COMMON STOCK	494368103	3,024	32,095	SH	DFND	1	32,095	0	0
KIMBERLY CLARK CORP	COMMON STOCK	494368103	2,624	27,849	SH	OTR	1	24,699	0	3,150
KKR & CO LP	COMMON STOCK	48248M102	8	400	SH	DFND	1	400	0	0
KOHL'S CORP COM	COMMON STOCK	500255104	97	1,883	SH	DFND	1	1,883	0	0
KOHL'S CORP COM	COMMON STOCK	500255104	115	2,230	SH	OTR	1	2,230	0	0
KRAFT FOODS GROUP INC	COMMON STOCK	50076Q106	2,996	57,079	SH	DFND	1	57,013	0	66
KRAFT FOODS GROUP INC	COMMON STOCK	50076Q106	1,412	26,915	SH	OTR	1	26,117	0	798
KROGER COMPANY COMMON	COMMON STOCK	501044101	213	5,275	SH	DFND	1	5,275	0	0
KROGER COMPANY COMMON	COMMON STOCK	501044101	20	500	SH	OTR	1	0	0	500
L BRANDS, INC	COMMON STOCK	501797104	1,439	23,558	SH	DFND	1	23,108	0	450
L BRANDS, INC	COMMON STOCK	501797104	6	100	SH	OTR	1	100	0	0

LAM RESEARCH CORP COMMON	COMMON STOCK	512807108	745	14,549	SH	DFND	1	14,549	0	0
LEGG MASON INC	COMMON STOCK	524901105	10	294	SH	DFND	1	294	0	0
LEGG MASON INC	COMMON STOCK	524901105	3	75	SH	OTR	1	75	0	0
LEGGETT & PLATT INC	COMMON STOCK	524660107	460	15,243	SH	DFND	1	15,243	0	0
LEGGETT & PLATT INC	COMMON STOCK	524660107	63	2,084	SH	OTR	1	2,084	0	0
LEXINGTON REALTY TRUST	COMMON STOCK	529043101	72	6,400	SH	DFND	1	6,400	0	0
LIBERTY INTERACTIV CORPORATION	COMMON STOCK	53071M104	12	500	SH	DFND	1	500	0	0
LIBERTY MEDIA CORP - LIBER-A	COMMON STOCK	531229102	61	415	SH	DFND	1	415	0	0
LIFE TECHNOLOGIES CORP	COMMON STOCK	53217V109	40	539	SH	DFND	1	539	0	0
LILLY ELI & COMPANY COMMON	COMMON STOCK	532457108	4,260	84,645	SH	DFND	1	84,095	0	550
LILLY ELI & COMPANY COMMON	COMMON STOCK	532457108	3,300	65,558	SH	OTR	1	64,422	0	1,136
LINCOLN NATIONAL CORP COMMON	COMMON STOCK	534187109	42	1,000	SH	DFND	1	1,000	0	0
LINEAR TECHNOLOGY CORP COM	COMMON STOCK	535678106	16	400	SH	DFND	1	400	0	0
LINEAR TECHNOLOGY CORP COM	COMMON STOCK	535678106	4	110	SH	OTR	1	0	0	110
LINKEDIN CORP A	COMMON STOCK	53578A108	1,130	4,594	SH	DFND	1	4,594	0	0
LINKEDIN CORP A	COMMON STOCK	53578A108	65	266	SH	OTR	1	266	0	0
LIVE NATION ENTERTAINMENT INC	COMMON STOCK	538034109	19	1,000	SH	DFND	1	1,000	0	0
LKQ CORPORATION	COMMON STOCK	501889208	1,586	49,762	SH	DFND	1	49,762	0	0
LOCKHEED MARTIN CORPORATION CO	COMMON STOCK	539830109	5,112	40,081	SH	DFND	1	40,081	0	0
LOCKHEED MARTIN CORPORATION CO	COMMON STOCK	539830109	1,816	14,236	SH	OTR	1	14,236	0	0
LOEWS CORP	COMMON STOCK	540424108	126	2,700	SH	DFND	1	2,700	0	0
LOEWS CORP	COMMON STOCK	540424108	19	405	SH	OTR	1	405	0	0
LORILLARD INC	COMMON STOCK	544147101	93	2,084	SH	DFND	1	2,084	0	0
LORILLARD INC	COMMON STOCK	544147101	9	196	SH	OTR	1	196	0	0
LOWES COMPANIES INC	COMMON STOCK	548661107	6,807	142,964	SH	DFND	1	142,774	0	190
LOWES COMPANIES INC	COMMON STOCK	548661107	379	7,951	SH	OTR	1	6,391	0	1,560
LSI CORPORATION	COMMON STOCK	502161102	2	295	SH	DFND	1	295	0	0
M & T BANK CORP	COMMON STOCK	55261F104	147,102	1,314,351	SH	DFND	1	7,754	0	1,306,597
M & T BANK CORP	COMMON STOCK	55261F104	13,158	117,566	SH	OTR	1	0	0	117,566
MACY'S INC	COMMON STOCK	55616P104	119	2,753	SH	DFND	1	2,753	0	0
MANITOWOC CO INC COM	COMMON STOCK	563571108	15	750	SH	DFND	1	750	0	0
MANPOWER INC WIS	COMMON STOCK	56418H100	109	1,500	SH	DFND	1	1,500	0	0
MARATHON OIL CORP	COMMON STOCK	565849106	119	3,425	SH	DFND	1	3,425	0	0
MARATHON OIL CORP	COMMON STOCK	565849106	37	1,074	SH	OTR	1	1,074	0	0
MARATHON PETROLEUM	COMMON	56585A102	229	3,555	SH	DFND	1	3,555	0	0

CORPORATION	STOCK									
MARATHON PETROLEUM CORPORATION	COMMON STOCK	56585A102	37	579	SH	OTR	1	579	0	0
MARRIOTT INTL INC CL A	COMMON STOCK	571903202	21	500	SH	DFND	1	500	0	0
MARSH & MCLENNAN COS INC COM	COMMON STOCK	571748102	78	1,800	SH	OTR	1	1,800	0	0
MASCO CORP	COMMON STOCK	574599106	1	67	SH	DFND	1	67	0	0
MASCO CORP	COMMON STOCK	574599106	21	1,000	SH	OTR	1	1,000	0	0
MASTERCARD INC CL A	COMMON STOCK	57636Q104	375	557	SH	DFND	1	557	0	0
MASTERCARD INC CL A	COMMON STOCK	57636Q104	81	120	SH	OTR	1	120	0	0
MATSON INC	COMMON STOCK	57686G105	8	306	SH	DFND	1	306	0	0
MATTEL COMMON	COMMON STOCK	577081102	1,186	28,326	SH	DFND	1	28,326	0	0
MATTEL COMMON	COMMON STOCK	577081102	161	3,834	SH	OTR	1	3,834	0	0
MAXIM INTEGRATED PRODS INC COM	COMMON STOCK	57772K101	642	21,526	SH	DFND	1	21,526	0	0
MAXIM INTEGRATED PRODS INC COM	COMMON STOCK	57772K101	68	2,277	SH	OTR	1	2,277	0	0
MCCORMICK & CO-NON VTG SHS	COMMON STOCK	579780206	3,093	47,800	SH	DFND	1	47,800	0	0
MCCORMICK & CO-NON VTG SHS	COMMON STOCK	579780206	251	3,875	SH	OTR	1	3,875	0	0
MCDERMOTT INTL INC	COMMON STOCK	580037109	7	1,000	SH	DFND	1	1,000	0	0
MCDERMOTT INTL INC	COMMON STOCK	580037109	4	550	SH	OTR	1	550	0	0
MCDONALD'S CORPORATION	COMMON STOCK	580135101	7,163	74,453	SH	DFND	1	74,253	0	200
MCDONALD'S CORPORATION	COMMON STOCK	580135101	4,339	45,100	SH	OTR	1	43,035	0	2,065
MCGRAW HILL FINANCIAL INC	COMMON STOCK	580645109	469	7,150	SH	DFND	1	7,150	0	0
MCGRAW HILL FINANCIAL INC	COMMON STOCK	580645109	823	12,545	SH	OTR	1	12,545	0	0
MCKESSON CORPORATION COM	COMMON STOCK	58155Q103	49	382	SH	DFND	1	382	0	0
MCKESSON CORPORATION COM	COMMON STOCK	58155Q103	54	420	SH	OTR	1	420	0	0
MDC HOLDINGS INC	COMMON STOCK	552676108	496	16,534	SH	DFND	1	16,534	0	0
MDC HOLDINGS INC	COMMON STOCK	552676108	45	1,509	SH	OTR	1	1,509	0	0
MEAD JOHNSON NUTRITION CO	COMMON STOCK	582839106	13	174	SH	DFND	1	174	0	0
MEADWESTVACO CORP COMMON	COMMON STOCK	583334107	1,140	29,698	SH	DFND	1	29,698	0	0
MEADWESTVACO CORP COMMON	COMMON STOCK	583334107	56	1,466	SH	OTR	1	1,466	0	0
MEDTRONIC INC	COMMON STOCK	585055106	721	13,543	SH	DFND	1	13,343	0	200
MEDTRONIC INC	COMMON STOCK	585055106	1,158	21,753	SH	OTR	1	19,153	0	2,600
MERCK & CO INC	COMMON STOCK	58933Y105	15,423	323,960	SH	DFND	1	321,921	0	2,039
MERCK & CO INC	COMMON STOCK	58933Y105	6,274	131,789	SH	OTR	1	117,259	0	14,530
METLIFE INC	COMMON STOCK	59156R108	6,599	140,549	SH	DFND	1	139,579	0	970
METLIFE INC	COMMON STOCK	59156R108	410	8,728	SH	OTR	1	5,347	0	3,381
METRO BANCORP INC	COMMON STOCK	59161R101	47	2,248	SH	DFND	1	2,248	0	0

MICROCHIP TECHNOLOGY INC COM	COMMON STOCK	595017104	766	19,020	SH	DFND	1	19,020	0	0
MICROCHIP TECHNOLOGY INC COM	COMMON STOCK	595017104	219	5,427	SH	OTR	1	5,427	0	0
MICRON TECHNOLOGY INC COM	COMMON STOCK	595112103	9	500	SH	DFND	1	500	0	0
MICROSOFT CORP	COMMON STOCK	594918104	12,198	366,530	SH	DFND	1	360,575	0	5,955
MICROSOFT CORP	COMMON STOCK	594918104	5,155	154,891	SH	OTR	1	133,114	0	21,777
MID PENN BANCORP INCORPORATED	COMMON STOCK	59540G107	11	1,000	SH	DFND	1	1,000	0	0
MINE SAFETY APPLIANCES CO	COMMON STOCK	602720104	706	13,675	SH	DFND	1	13,675	0	0
MKS INSTRUMENTS INC	COMMON STOCK	55306N104	1	22	SH	DFND	1	22	0	0
MONDELEZ INTERNATIONAL INC	COMMON STOCK	609207105	7,456	237,304	SH	DFND	1	236,098	0	1,206
MONDELEZ INTERNATIONAL INC	COMMON STOCK	609207105	2,579	82,070	SH	OTR	1	78,458	0	3,612
MONSANTO COMPANY	COMMON STOCK	61166W101	2,418	23,170	SH	DFND	1	23,170	0	0
MONSANTO COMPANY	COMMON STOCK	61166W101	1,090	10,443	SH	OTR	1	10,443	0	0
MOODYS CORP	COMMON STOCK	615369105	38	540	SH	DFND	1	540	0	0
MOODYS CORP	COMMON STOCK	615369105	12	170	SH	OTR	1	170	0	0
MORGAN STANLEY GROUP INC	COMMON STOCK	617446448	425	15,767	SH	DFND	1	15,767	0	0
MORGAN STANLEY GROUP INC	COMMON STOCK	617446448	54	1,992	SH	OTR	1	1,480	0	512
MOSAIC CO THE	COMMON STOCK	61945C103	385	8,960	SH	DFND	1	8,960	0	0
MOSAIC CO THE	COMMON STOCK	61945C103	41	942	SH	OTR	1	442	0	500
MOTOROLA SOLUTIONS INC	COMMON STOCK	620076307	49	823	SH	DFND	1	823	0	0
MOTOROLA SOLUTIONS INC	COMMON STOCK	620076307	111	1,872	SH	OTR	1	1,872	0	0
MURPHY OIL CORP COMMON	COMMON STOCK	626717102	60	1,000	SH	OTR	1	1,000	0	0
MURPHY USA INC	COMMON STOCK	626755102	10	250	SH	OTR	1	250	0	0
MV OIL TRUST	COMMON STOCK	553859109	9	300	SH	OTR	1	300	0	0
MYLAN INC	COMMON STOCK	628530107	105	2,763	SH	DFND	1	2,763	0	0
MYLAN INC	COMMON STOCK	628530107	3	84	SH	OTR	1	84	0	0
MYRIAD GENETICS INC	COMMON STOCK	62855J104	119	5,045	SH	DFND	1	5,045	0	0
NATIONAL FUEL GAS CO COMMON	COMMON STOCK	636180101	681	9,900	SH	OTR	1	9,900	0	0
NATIONAL INSTRUMENTS CORP COM	COMMON STOCK	636518102	576	18,626	SH	DFND	1	18,626	0	0
NATIONAL OILWELL VARCO INC	COMMON STOCK	637071101	6,459	82,690	SH	DFND	1	81,813	0	877
NATIONAL OILWELL VARCO INC	COMMON STOCK	637071101	303	3,875	SH	OTR	1	2,441	0	1,434
NATIONAL PENN BANCSHARES INC	COMMON STOCK	637138108	15	1,500	SH	DFND	1	1,500	0	0
NATIONAL RETAIL PROPERTIES INC	COMMON STOCK	637417106	88	2,750	SH	DFND	1	2,750	0	0
NAVISTAR INTERNATIONAL CORP	COMMON STOCK	63934E108	4	100	SH	DFND	1	100	0	0
NETAPP APPLIANCE INC	COMMON STOCK	64110D104	9	210	SH	DFND	1	210	0	0
NEW YORK COMMUNITY	COMMON	649445103	76	5,028	SH	DFND	1	5,028	0	0

BANCORP INC	STOCK										
NEW YORK COMMUNITY BANCORP INC	COMMON STOCK	649445103	50	3,300	SH	OTR	1	3,300	0	0	
NEWELL RUBBERMAID INC COM	COMMON STOCK	651229106	83	3,000	SH	OTR	1	3,000	0	0	
NEWFIELD EXPLORATION CO COMMON	COMMON STOCK	651290108	2	65	SH	OTR	1	65	0	0	
NEWMARKET CORPORATION	COMMON STOCK	651587107	2,873	9,978	SH	DFND	1	9,978	0	0	
NEWMARKET CORPORATION	COMMON STOCK	651587107	2,071	7,194	SH	OTR	1	7,194	0	0	
NEWMONT MINING CORP COMMON	COMMON STOCK	651639106	4	140	SH	DFND	1	140	0	0	
NEWMONT MINING CORP COMMON	COMMON STOCK	651639106	28	1,000	SH	OTR	1	100	0	900	
NEWS CORP/NEW	COMMON STOCK	65249B109	3	194	SH	DFND	1	194	0	0	
NEWS CORP/NEW	COMMON STOCK	65249B109	4	267	SH	OTR	1	267	0	0	
NEXSTAR BROADCASTING GROUP INC	COMMON STOCK	65336K103	41	920	SH	DFND	1	920	0	0	
NEXTERA ENERGY INC	COMMON STOCK	65339F101	4,953	61,785	SH	DFND	1	61,710	0	75	
NEXTERA ENERGY INC	COMMON STOCK	65339F101	3,938	49,128	SH	OTR	1	42,978	0	6,150	
NIKE INC CL B	COMMON STOCK	654106103	2,032	27,970	SH	DFND	1	27,970	0	0	
NIKE INC CL B	COMMON STOCK	654106103	301	4,140	SH	OTR	1	3,800	0	340	
NISOURCE INC	COMMON STOCK	65473P105	131	4,244	SH	DFND	1	4,244	0	0	
NISOURCE INC	COMMON STOCK	65473P105	125	4,055	SH	OTR	1	4,055	0	0	
NOBLE ENERGY INC	COMMON STOCK	655044105	1,193	17,796	SH	DFND	1	17,796	0	0	
NORDSTROM INC COM	COMMON STOCK	655664100	1,474	26,219	SH	DFND	1	26,219	0	0	
NORDSTROM INC COM	COMMON STOCK	655664100	5	86	SH	OTR	1	86	0	0	
NORFOLK SOUTHERN CORP	COMMON STOCK	655844108	1,698	21,950	SH	DFND	1	21,750	0	200	
NORFOLK SOUTHERN CORP	COMMON STOCK	655844108	336	4,340	SH	OTR	1	1,640	0	2,700	
NORTHEAST UTILITIES COM	COMMON STOCK	664397106	8	196	SH	DFND	1	196	0	0	
NORTHROP GRUMMAN CORP	COMMON STOCK	666807102	145	1,520	SH	DFND	1	1,520	0	0	
NORTHROP GRUMMAN CORP	COMMON STOCK	666807102	181	1,898	SH	OTR	1	1,898	0	0	
NUANCE COMMUNICATIONS INC	COMMON STOCK	67020Y100	739	39,569	SH	DFND	1	39,569	0	0	
NUCOR CORP COMMON	COMMON STOCK	670346105	144	2,928	SH	DFND	1	2,928	0	0	
NUCOR CORP COMMON	COMMON STOCK	670346105	566	11,550	SH	OTR	1	11,550	0	0	
NV ENERGY INC	COMMON STOCK	67073Y106	22	920	SH	OTR	1	920	0	0	
O'REILLY AUTOMOTIVE INC	COMMON STOCK	67103H107	13	100	SH	OTR	1	100	0	0	
OCCIDENTAL PETROLEUM CORP COMM	COMMON STOCK	674599105	4,314	46,116	SH	DFND	1	45,832	0	284	
OCCIDENTAL PETROLEUM CORP COMM	COMMON STOCK	674599105	522	5,577	SH	OTR	1	4,532	0	1,045	
OGE ENERGY CORP COM	COMMON STOCK	670837103	29	800	SH	OTR	1	800	0	0	
OLD NATIONAL BANCORP COM	COMMON STOCK	680033107	14	1,000	SH	DFND	1	1,000	0	0	
OLD REPUBLIC INTL CORP COM	COMMON STOCK	680223104	1,124	73,017	SH	DFND	1	73,017	0	0	

OLD REPUBLIC INTL CORP COM	COMMON STOCK	680223104	125	8,097	SH	OTR	1	8,097	0	0
OLIN CORP COM	COMMON STOCK	680665205	17	750	SH	DFND	1	750	0	0
OMNICOM GROUP INC COM	COMMON STOCK	681919106	627	9,887	SH	DFND	1	9,887	0	0
OMNICOM GROUP INC COM	COMMON STOCK	681919106	44	698	SH	OTR	1	698	0	0
ONEBEACON INSURANCE GROUP LTD	COMMON STOCK	G67742109	618	41,902	SH	DFND	1	41,902	0	0
ONEBEACON INSURANCE GROUP LTD	COMMON STOCK	G67742109	88	5,988	SH	OTR	1	5,988	0	0
ONEOK INC	COMMON STOCK	682680103	75	1,400	SH	DFND	1	1,400	0	0
ORACLE CORPORATION COM	COMMON STOCK	68389X105	6,204	187,039	SH	DFND	1	184,608	0	2,431
ORACLE CORPORATION COM	COMMON STOCK	68389X105	710	21,402	SH	OTR	1	17,442	0	3,960
OSHKOSH CORPORATION	COMMON STOCK	688239201	10	200	SH	DFND	1	200	0	0
P G & E CORP	COMMON STOCK	69331C108	234	5,717	SH	DFND	1	5,717	0	0
P G & E CORP	COMMON STOCK	69331C108	151	3,688	SH	OTR	1	2,188	0	1,500
PACCAR INC	COMMON STOCK	693718108	14	250	SH	DFND	1	250	0	0
PACKAGING CORP OF AMER COM	COMMON STOCK	695156109	209	3,665	SH	DFND	1	3,665	0	0
PACKAGING CORP OF AMER COM	COMMON STOCK	695156109	68	1,199	SH	OTR	1	1,199	0	0
PALL CORP COM	COMMON STOCK	696429307	866	11,237	SH	DFND	1	11,237	0	0
PANERA BREAD CO CL-A	COMMON STOCK	69840W108	759	4,786	SH	DFND	1	4,786	0	0
PARKER HANNIFIN CORP	COMMON STOCK	701094104	153	1,408	SH	DFND	1	1,408	0	0
PARKER HANNIFIN CORP	COMMON STOCK	701094104	127	1,166	SH	OTR	1	1,166	0	0
PATTERSON-UTI ENERGY INC	COMMON STOCK	703481101	7	325	SH	DFND	1	325	0	0
PAYCHEX INC COM	COMMON STOCK	704326107	1,348	33,181	SH	DFND	1	33,181	0	0
PAYCHEX INC COM	COMMON STOCK	704326107	429	10,545	SH	OTR	1	10,545	0	0
PEABODY ENERGY CORP	COMMON STOCK	704549104	231	13,406	SH	DFND	1	13,406	0	0
PEABODY ENERGY CORP	COMMON STOCK	704549104	55	3,160	SH	OTR	1	3,160	0	0
PENN NATL GAMING INC	COMMON STOCK	707569109	55	1,000	SH	DFND	1	1,000	0	0
PENNS WOODS BANCORP INC.	COMMON STOCK	708430103	50	1,000	SH	DFND	1	1,000	0	0
PEOPLES UNITED FINANCIAL INC	COMMON STOCK	712704105	1,527	106,198	SH	DFND	1	106,198	0	0
PEOPLES UNITED FINANCIAL INC	COMMON STOCK	712704105	221	15,362	SH	OTR	1	15,362	0	0
PEPCO HOLDINGS INC	COMMON STOCK	713291102	234	12,650	SH	DFND	1	11,887	0	763
PEPCO HOLDINGS INC	COMMON STOCK	713291102	163	8,812	SH	OTR	1	6,529	0	2,283
PEPSICO INC COM	COMMON STOCK	713448108	22,601	284,292	SH	DFND	1	282,038	0	2,254
PEPSICO INC COM	COMMON STOCK	713448108	11,114	139,799	SH	OTR	1	128,899	0	10,900
PERKINELMER INC COM	COMMON STOCK	714046109	132	3,500	SH	OTR	1	3,500	0	0
PERRIGO COMPANY	COMMON STOCK	714290103	1,295	10,492	SH	DFND	1	10,492	0	0
PERRIGO COMPANY	COMMON	714290103	7	60	SH	OTR	1	60	0	0

	STOCK									
PETSMART INC COMMON	COMMON STOCK	716768106	167	2,188	SH	DFND	1	2,188	0	0
PETSMART INC COMMON	COMMON STOCK	716768106	23	300	SH	OTR	1	300	0	0
PFD SUNPOWER CORP "ONE"	COMMON STOCK	867652406	5	200	SH	DFND	1	200	0	0
PFIZER INC	COMMON STOCK	717081103	19,714	686,293	SH	DFND	1	684,336	0	1,957
PFIZER INC	COMMON STOCK	717081103	9,712	338,106	SH	OTR	1	295,268	0	42,838
PHILIP MORRIS INTL INC	COMMON STOCK	718172109	21,430	247,484	SH	DFND	1	245,258	0	2,226
PHILIP MORRIS INTL INC	COMMON STOCK	718172109	8,343	96,353	SH	OTR	1	90,613	0	5,740
PHILLIPS 66	COMMON STOCK	718546104	2,211	38,247	SH	DFND	1	37,897	0	350
PHILLIPS 66	COMMON STOCK	718546104	1,056	18,272	SH	OTR	1	16,662	0	1,610
PHOENIX COMPANIES INC	COMMON STOCK	71902E604	2	53	SH	DFND	1	53	0	0
PIEDMONT NAT GAS INC	COMMON STOCK	720186105	65	1,980	SH	DFND	1	1,980	0	0
PIEDMONT NAT GAS INC	COMMON STOCK	720186105	13	400	SH	OTR	1	400	0	0
PIEDMONT OFFICE REALTY TRUST-A	COMMON STOCK	720190206	104	6,000	SH	DFND	1	6,000	0	0
PINNACLE WEST CAPITAL CORP	COMMON STOCK	723484101	5	100	SH	OTR	1	100	0	0
PLUM CREEK TIMBER CO INC	COMMON STOCK	729251108	145	3,090	SH	DFND	1	3,090	0	0
PNC FINANCIAL SERVICES GROUP I	COMMON STOCK	693475105	11,916	164,470	SH	DFND	1	163,110	0	1,360
PNC FINANCIAL SERVICES GROUP I	COMMON STOCK	693475105	972	13,418	SH	OTR	1	7,968	0	5,450
POWERSHARES GLOBAL WATER PORTF	COMMON STOCK	73935X575	16	650	SH	DFND	1	650	0	0
PPG INDUSTRIES COMMON	COMMON STOCK	693506107	1,456	8,718	SH	DFND	1	7,918	0	800
PPG INDUSTRIES COMMON	COMMON STOCK	693506107	1,113	6,660	SH	OTR	1	6,660	0	0
PPL CORP COM	COMMON STOCK	69351T106	3,523	115,977	SH	DFND	1	114,177	0	1,800
PPL CORP COM	COMMON STOCK	69351T106	945	31,095	SH	OTR	1	28,495	0	2,600
PRAXAIR INC COM	COMMON STOCK	74005P104	287	2,390	SH	DFND	1	2,390	0	0
PRAXAIR INC COM	COMMON STOCK	74005P104	295	2,455	SH	OTR	1	2,255	0	200
PRECISION CASTPARTS CORP COM	COMMON STOCK	740189105	1,542	6,786	SH	DFND	1	6,786	0	0
PRECISION CASTPARTS CORP COM	COMMON STOCK	740189105	9	40	SH	OTR	1	40	0	0
PRICELINE.COM INCORPORATED	COMMON STOCK	741503403	6,118	6,052	SH	DFND	1	6,046	0	6
PRICELINE.COM INCORPORATED	COMMON STOCK	741503403	327	323	SH	OTR	1	150	0	173
PRINCIPAL FINANCIAL GROUP COMM	COMMON STOCK	74251V102	34	795	SH	DFND	1	795	0	0
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	23,183	306,697	SH	DFND	1	306,097	0	600
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	24,623	325,742	SH	OTR	1	248,481	0	77,261
PROGRESSIVE CORP COM	COMMON STOCK	743315103	109	4,000	SH	DFND	1	4,000	0	0
PROGRESSIVE CORP COM	COMMON STOCK	743315103	19	711	SH	OTR	1	711	0	0
PROLOGIS INC	COMMON STOCK	74340W103	1	38	SH	DFND	1	38	0	0

PROSPECT CAPITAL CORPORATION	COMMON STOCK	74348T102	425	38,083	SH	DFND	1	583	0	37,500
PROVIDENT NEW YORK BANCORP	COMMON STOCK	744028101	24	2,225	SH	OTR	1	2,225	0	0
PRUDENTIAL FINANCIAL INC	COMMON STOCK	744320102	197	2,528	SH	DFND	1	2,528	0	0
PRUDENTIAL FINANCIAL INC	COMMON STOCK	744320102	13	168	SH	OTR	1	168	0	0
PTC INC	COMMON STOCK	69370C100	0	1	SH	DFND	1	1	0	0
PUBLIC SVC ENTERPRISE GROUP IN	COMMON STOCK	744573106	193	5,862	SH	DFND	1	5,862	0	0
PUBLIC SVC ENTERPRISE GROUP IN	COMMON STOCK	744573106	120	3,634	SH	OTR	1	3,634	0	0
PULTE GROUP INC	COMMON STOCK	745867101	9	532	SH	DFND	1	532	0	0
PULTE GROUP INC	COMMON STOCK	745867101	2	122	SH	OTR	1	122	0	0
PVH CORP	COMMON STOCK	693656100	1,319	11,112	SH	DFND	1	11,112	0	0
QEP RESOURCES INC	COMMON STOCK	74733V100	89	3,200	SH	OTR	1	3,200	0	0
QUALCOMM INC COM	COMMON STOCK	747525103	11,662	173,237	SH	DFND	1	172,255	0	982
QUALCOMM INC COM	COMMON STOCK	747525103	882	13,105	SH	OTR	1	9,525	0	3,580
QUEST DIAGNOSTICS INC	COMMON STOCK	74834L100	19	300	SH	OTR	1	0	0	300
QUESTAR CORP	COMMON STOCK	748356102	20	900	SH	DFND	1	900	0	0
QUESTAR CORP	COMMON STOCK	748356102	85	3,800	SH	OTR	1	3,800	0	0
RALPH LAUREN CORP	COMMON STOCK	751212101	4	25	SH	DFND	1	25	0	0
RANGE RESOURCES CORPORATION	COMMON STOCK	75281A109	113	1,490	SH	DFND	1	1,490	0	0
RAYMOND JAMES FINANCIAL INC	COMMON STOCK	754730109	1,187	28,484	SH	DFND	1	28,484	0	0
RAYTHEON CO COM NEW	COMMON STOCK	755111507	141	1,825	SH	DFND	1	1,825	0	0
RAYTHEON CO COM NEW	COMMON STOCK	755111507	229	2,973	SH	OTR	1	2,973	0	0
REALOGY HOLDINGS	COMMON STOCK	75605Y106	1,019	23,683	SH	DFND	1	23,683	0	0
REALTY INCOME CORP	COMMON STOCK	756109104	4	112	SH	DFND	1	112	0	0
REALTY INCOME CORP	COMMON STOCK	756109104	66	1,654	SH	OTR	1	1,654	0	0
RED HAT INC COM	COMMON STOCK	756577102	703	15,230	SH	DFND	1	15,230	0	0
REGENERON PHARMACEUTICALS	COMMON STOCK	75886F107	1,424	4,551	SH	DFND	1	4,551	0	0
REGIONS FINANCIAL CORP	COMMON STOCK	7591EP100	3	318	SH	DFND	1	318	0	0
REGIONS FINANCIAL CORP	COMMON STOCK	7591EP100	40	4,271	SH	OTR	1	4,271	0	0
RESMED INC	COMMON STOCK	761152107	1,030	19,500	SH	DFND	1	19,500	0	0
RESMED INC	COMMON STOCK	761152107	2	46	SH	OTR	1	46	0	0
RESTORATION HARDWARE HOLDING	COMMON STOCK	761283100	6	100	SH	DFND	1	100	0	0
REYNOLDS AMERICAN INC	COMMON STOCK	761713106	69	1,420	SH	DFND	1	1,420	0	0
REYNOLDS AMERICAN INC	COMMON STOCK	761713106	65	1,324	SH	OTR	1	1,324	0	0
RGC RESOURCES INC	COMMON STOCK	74955L103	41	2,100	SH	DFND	1	2,100	0	0
RGC RESOURCES INC	COMMON	74955L103	14	700	SH	OTR	1	700	0	0

	STOCK									
RITE AID CORP COM	COMMON STOCK	767754104	181	38,000	SH	DFND	1	38,000	0	0
ROBERT HALF INTL INC COM	COMMON STOCK	770323103	20	500	SH	OTR	1	500	0	0
ROCKWELL AUTOMATION INC.	COMMON STOCK	773903109	1,809	16,920	SH	DFND	1	16,920	0	0
ROCKWELL AUTOMATION INC.	COMMON STOCK	773903109	366	3,420	SH	OTR	1	3,420	0	0
ROCKWELL COLLINS COM	COMMON STOCK	774341101	220	3,248	SH	DFND	1	3,248	0	0
ROCKWELL COLLINS COM	COMMON STOCK	774341101	129	1,900	SH	OTR	1	1,820	0	80
ROSS STORES INC COM	COMMON STOCK	778296103	298	4,100	SH	OTR	1	4,100	0	0
RPM INTERNATIONAL INC COMMON	COMMON STOCK	749685103	1,580	43,642	SH	DFND	1	43,642	0	0
RPM INTERNATIONAL INC COMMON	COMMON STOCK	749685103	300	8,285	SH	OTR	1	8,285	0	0
SAFeway INC COM	COMMON STOCK	786514208	72	2,236	SH	DFND	1	2,236	0	0
SAFeway INC COM	COMMON STOCK	786514208	48	1,500	SH	OTR	1	0	0	1,500
SALESFORCE.COM INC	COMMON STOCK	79466L302	68	1,308	SH	DFND	1	1,308	0	0
SANDISK CORP COM	COMMON STOCK	80004C101	5	80	SH	DFND	1	80	0	0
SANDRIDGE MISSISSIPPIAN TRUST	COMMON STOCK	80007T101	5	410	SH	DFND	1	410	0	0
SANDRIDGE MISSISSIPPIAN TRUST	COMMON STOCK	80007T101	5	375	SH	OTR	1	375	0	0
SANDY SPRING BANCORP INC	COMMON STOCK	800363103	280	12,067	SH	OTR	1	12,067	0	0
SANTARUS INC	COMMON STOCK	802817304	20	900	SH	DFND	1	900	0	0
SCANA CORP NEW COM	COMMON STOCK	80589M102	110	2,396	SH	DFND	1	2,396	0	0
SCANA CORP NEW COM	COMMON STOCK	80589M102	76	1,650	SH	OTR	1	1,650	0	0
SCHWAB CHARLES CORP NEW COM	COMMON STOCK	808513105	1,166	55,161	SH	DFND	1	55,161	0	0
SCHWAB CHARLES CORP NEW COM	COMMON STOCK	808513105	51	2,428	SH	OTR	1	2,428	0	0
SCRIPPS NETWORKS INTERACTIVE -	COMMON STOCK	811065101	938	12,014	SH	DFND	1	12,014	0	0
SEALED AIR CORP NEW COM	COMMON STOCK	81211K100	12	455	SH	DFND	1	455	0	0
SEALED AIR CORP NEW COM	COMMON STOCK	81211K100	14	498	SH	OTR	1	498	0	0
SEARS HOLDINGS CORP	COMMON STOCK	812350106	21	350	SH	OTR	1	350	0	0
SEI CORP COM	COMMON STOCK	784117103	5	175	SH	DFND	1	175	0	0
SELECTIVE INS GROUP INC	COMMON STOCK	816300107	91	3,712	SH	DFND	1	3,712	0	0
SEMPRA ENERGY COM	COMMON STOCK	816851109	64	750	SH	DFND	1	750	0	0
SEMPRA ENERGY COM	COMMON STOCK	816851109	3	30	SH	OTR	1	30	0	0
SENIOR HOUSING PROPERTIES TR (COMMON STOCK	81721M109	14	618	SH	DFND	1	618	0	0
SENIOR HOUSING PROPERTIES TR (COMMON STOCK	81721M109	10	418	SH	OTR	1	318	0	100
SEQUENOM INC	COMMON STOCK	817337405	3	1,000	SH	DFND	1	1,000	0	0
SHERWIN WILLIAMS CO COM	COMMON STOCK	824348106	36	200	SH	DFND	1	200	0	0
SHERWIN WILLIAMS CO COM	COMMON STOCK	824348106	911	5,000	SH	OTR	1	0	0	5,000

SIMON PROPERTY GRP INC (REIT)	COMMON STOCK	828806109	822	5,547	SH	DFND	1	5,547	0	0
SIMON PROPERTY GRP INC (REIT)	COMMON STOCK	828806109	748	5,043	SH	OTR	1	4,843	0	200
SIRIUS XM RADIO INC	COMMON STOCK	82967N108	14	3,588	SH	DFND	1	3,588	0	0
SKILLED HEALTHCARE GROUP INC-C	COMMON STOCK	83066R107	763	175,000	SH	DFND	1	175,000	0	0
SNYDERS-LANCE INC	COMMON STOCK	833551104	1,261	43,750	SH	DFND	1	43,750	0	0
SONOCO PRODUCTS CO COM	COMMON STOCK	835495102	676	17,359	SH	DFND	1	17,359	0	0
SONOCO PRODUCTS CO COM	COMMON STOCK	835495102	76	1,953	SH	OTR	1	1,953	0	0
SOURCEFIRE INC	COMMON STOCK	83616T108	1	18	SH	DFND	1	18	0	0
SOUTHERN CO COM	COMMON STOCK	842587107	2,283	55,448	SH	DFND	1	54,148	0	1,300
SOUTHERN CO COM	COMMON STOCK	842587107	1,371	33,302	SH	OTR	1	32,902	0	400
SOUTHERN COPPER CORP	COMMON STOCK	84265V105	552	20,262	SH	DFND	1	20,262	0	0
SOUTHERN COPPER CORP	COMMON STOCK	84265V105	104	3,813	SH	OTR	1	3,813	0	0
SOUTHWEST AIRLINES CO COM	COMMON STOCK	844741108	41	2,826	SH	DFND	1	2,826	0	0
SOUTHWEST AIRLINES CO COM	COMMON STOCK	844741108	2	164	SH	OTR	1	164	0	0
SOUTHWESTERN ENERGY COMPANY	COMMON STOCK	845467109	661	18,170	SH	DFND	1	18,170	0	0
SPANSION INC-CLASS A	COMMON STOCK	84649R200	15	1,500	SH	DFND	1	1,500	0	0
SPECTRA ENERGY CORP	COMMON STOCK	847560109	1,501	43,856	SH	DFND	1	43,856	0	0
SPECTRA ENERGY CORP	COMMON STOCK	847560109	448	13,094	SH	OTR	1	12,694	0	400
SPX CORP COM	COMMON STOCK	784635104	85	1,000	SH	DFND	1	1,000	0	0
SPX CORP COM	COMMON STOCK	784635104	254	3,000	SH	OTR	1	3,000	0	0
ST JOE COMPANY COMMON	COMMON STOCK	790148100	4	200	SH	OTR	1	200	0	0
ST JUDE MEDICAL INC COM	COMMON STOCK	790849103	16	300	SH	DFND	1	300	0	0
ST JUDE MEDICAL INC COM	COMMON STOCK	790849103	54	1,000	SH	OTR	1	1,000	0	0
STANLEY BLACK & DECKER INC	COMMON STOCK	854502101	175	1,927	SH	DFND	1	1,927	0	0
STANLEY BLACK & DECKER INC	COMMON STOCK	854502101	692	7,640	SH	OTR	1	7,640	0	0
STAPLES INC COM	COMMON STOCK	855030102	504	34,402	SH	DFND	1	34,402	0	0
STAPLES INC COM	COMMON STOCK	855030102	223	15,247	SH	OTR	1	15,247	0	0
STARBUCKS CORP COM	COMMON STOCK	855244109	7,139	92,751	SH	DFND	1	92,125	0	626
STARBUCKS CORP COM	COMMON STOCK	855244109	391	5,082	SH	OTR	1	4,550	0	532
STARWOOD HOTELS & RESORTS WORL	COMMON STOCK	85590A401	206	3,104	SH	DFND	1	3,104	0	0
STARWOOD PROPERTY TRUST INC	COMMON STOCK	85571B105	795	33,178	SH	DFND	1	32,778	0	400
STARWOOD PROPERTY TRUST INC	COMMON STOCK	85571B105	115	4,796	SH	OTR	1	4,796	0	0
STARZ SERIES A COMMON STOCK	COMMON STOCK	85571Q102	168	5,955	SH	DFND	1	5,955	0	0
STATE STREET CORP	COMMON STOCK	857477103	43	650	SH	DFND	1	650	0	0
STATE STREET CORP	COMMON	857477103	4,182	63,600	SH	OTR	1	63,600	0	0

	STOCK									
STELLARONE CORP	COMMON STOCK	85856G100	39	1,731	SH	OTR	1	1,731	0	0
STERICYCLE INC COM	COMMON STOCK	858912108	5	42	SH	DFND	1	42	0	0
STILLWATER MINING COMPANY	COMMON STOCK	86074Q102	4	400	SH	DFND	1	400	0	0
STRYKER CORP COM	COMMON STOCK	863667101	196	2,904	SH	DFND	1	2,904	0	0
STRYKER CORP COM	COMMON STOCK	863667101	191	2,830	SH	OTR	1	1,830	0	1,000
STURM RUGER & CO INC COM	COMMON STOCK	864159108	16	250	SH	DFND	1	250	0	0
STURM RUGER & CO INC COM	COMMON STOCK	864159108	63	1,000	SH	OTR	1	1,000	0	0
SUNTRUST BANKS INC	COMMON STOCK	867914103	230	7,103	SH	DFND	1	7,103	0	0
SUNTRUST BANKS INC	COMMON STOCK	867914103	160	4,950	SH	OTR	1	3,250	0	1,700
SUSQUEHANNA BANCSHARES INC PA	COMMON STOCK	869099101	1,151	91,854	SH	DFND	1	89,359	0	2,495
SUSQUEHANNA BANCSHARES INC PA	COMMON STOCK	869099101	111	8,878	SH	OTR	1	8,878	0	0
SVB FINANCIAL GROUP	COMMON STOCK	78486Q101	1,126	13,041	SH	DFND	1	13,041	0	0
SYMANTEC CORP COM	COMMON STOCK	871503108	79	3,210	SH	DFND	1	3,210	0	0
SYSCO CORP COMMON	COMMON STOCK	871829107	2,635	82,799	SH	DFND	1	82,799	0	0
SYSCO CORP COMMON	COMMON STOCK	871829107	2,045	64,243	SH	OTR	1	62,143	0	2,100
T ROWE PRICE GROUP INC COMMON	COMMON STOCK	74144T108	10,682	148,509	SH	DFND	1	147,571	0	938
T ROWE PRICE GROUP INC COMMON	COMMON STOCK	74144T108	1,908	26,519	SH	OTR	1	22,740	0	3,779
TARGET CORP COM	COMMON STOCK	87612E106	8,697	135,927	SH	DFND	1	135,649	0	278
TARGET CORP COM	COMMON STOCK	87612E106	626	9,788	SH	OTR	1	9,133	0	655
TECO ENERGY INC	COMMON STOCK	872375100	46	2,800	SH	DFND	1	2,800	0	0
TECO ENERGY INC	COMMON STOCK	872375100	63	3,814	SH	OTR	1	3,814	0	0
TELEFLEX INC COM	COMMON STOCK	879369106	93	1,135	SH	DFND	1	1,135	0	0
TERADATA CORP	COMMON STOCK	88076W103	505	9,102	SH	DFND	1	9,102	0	0
TERADATA CORP	COMMON STOCK	88076W103	1	22	SH	OTR	1	22	0	0
TEREX CORP	COMMON STOCK	880779103	7	200	SH	DFND	1	200	0	0
TESLA MOTORS INC	COMMON STOCK	88160R101	97	500	SH	DFND	1	500	0	0
TESORO CORP	COMMON STOCK	881609101	27	608	SH	DFND	1	608	0	0
TESORO CORP	COMMON STOCK	881609101	1	32	SH	OTR	1	32	0	0
TEXAS INSTRUMENTS INC	COMMON STOCK	882508104	1,645	40,822	SH	DFND	1	40,822	0	0
TEXAS INSTRUMENTS INC	COMMON STOCK	882508104	1,593	39,546	SH	OTR	1	37,946	0	1,600
TEXTRON INC COM	COMMON STOCK	883203101	189	6,836	SH	DFND	1	6,836	0	0
THE HERSHEY COMPANY	COMMON STOCK	427866108	2,854	30,849	SH	DFND	1	30,049	0	800
THE HERSHEY COMPANY	COMMON STOCK	427866108	1,233	13,325	SH	OTR	1	10,650	0	2,675
THE TRAVELERS COMPANIES INC	COMMON STOCK	89417E109	6,441	75,983	SH	DFND	1	75,763	0	220

THE TRAVELERS COMPANIES INC	COMMON STOCK	89417E109	1,080	12,738	SH	OTR	1	11,423	0	1,315
THE WENDY'S COMPANY	COMMON STOCK	95058W100	115	13,600	SH	DFND	1	13,600	0	0
THERMO FISHER SCIENTIFIC INC	COMMON STOCK	883556102	102	1,103	SH	DFND	1	1,103	0	0
THERMO FISHER SCIENTIFIC INC	COMMON STOCK	883556102	50	546	SH	OTR	1	46	0	500
TIDEWATER COMMON	COMMON STOCK	886423102	59	1,000	SH	DFND	1	1,000	0	0
TIFFANY & CO	COMMON STOCK	886547108	62	804	SH	DFND	1	804	0	0
TIFFANY & CO	COMMON STOCK	886547108	77	1,000	SH	OTR	1	1,000	0	0
TILE SHOP HLDGS INC	COMMON STOCK	88677Q109	1,068	36,206	SH	DFND	1	36,206	0	0
TIME WARNER CABLE INC	COMMON STOCK	88732J207	33	297	SH	DFND	1	297	0	0
TIME WARNER CABLE INC	COMMON STOCK	88732J207	30	265	SH	OTR	1	265	0	0
TIME WARNER INC	COMMON STOCK	887317303	431	6,552	SH	DFND	1	6,552	0	0
TIME WARNER INC	COMMON STOCK	887317303	96	1,461	SH	OTR	1	1,461	0	0
TJX COMPANIES COM	COMMON STOCK	872540109	73	1,302	SH	DFND	1	1,302	0	0
TJX COMPANIES COM	COMMON STOCK	872540109	175	3,110	SH	OTR	1	3,110	0	0
TOLL BROTHERS COMMON	COMMON STOCK	889478103	23	704	SH	DFND	1	704	0	0
TOMPKINS FINANCIAL CORP	COMMON STOCK	890110109	17	365	SH	DFND	1	365	0	0
TOOTSIE ROLL INDUSTRIES	COMMON STOCK	890516107	76	2,478	SH	DFND	1	2,478	0	0
TRACTOR SUPPLY COMPANY	COMMON STOCK	892356106	1,466	21,820	SH	DFND	1	21,820	0	0
TRACTOR SUPPLY COMPANY	COMMON STOCK	892356106	82	1,220	SH	OTR	1	1,220	0	0
TRANSACT TECHNOLOGIES INC COM	COMMON STOCK	892918103	13	1,000	SH	DFND	1	1,000	0	0
TUPPERWARE BRANDS CORP	COMMON STOCK	899896104	39	450	SH	OTR	1	450	0	0
TWENTY-FIRST CENTURY FOX INC	COMMON STOCK	90130A101	323	9,639	SH	DFND	1	9,639	0	0
TWENTY-FIRST CENTURY FOX INC	COMMON STOCK	90130A101	36	1,073	SH	OTR	1	1,073	0	0
U S BANCORP DEL COM NEW	COMMON STOCK	902973304	1,824	49,864	SH	DFND	1	49,114	0	750
U S BANCORP DEL COM NEW	COMMON STOCK	902973304	557	15,223	SH	OTR	1	12,548	0	2,675
UDR INC COM	COMMON STOCK	902653104	95	4,028	SH	DFND	1	4,028	0	0
UGI CORP NEW COMMON	COMMON STOCK	902681105	293	7,496	SH	DFND	1	7,496	0	0
UGI CORP NEW COMMON	COMMON STOCK	902681105	117	3,000	SH	OTR	1	3,000	0	0
UIL HOLDINGS CORPORATION	COMMON STOCK	902748102	44	1,180	SH	DFND	1	1,180	0	0
UMPQUA HOLDINGS CORPORATION	COMMON STOCK	904214103	569	35,074	SH	DFND	1	35,074	0	0
UMPQUA HOLDINGS CORPORATION	COMMON STOCK	904214103	9	544	SH	OTR	1	544	0	0
UNDER ARMOUR INC-CLASS A	COMMON STOCK	904311107	111	1,400	SH	DFND	1	1,400	0	0
UNDER ARMOUR INC-CLASS A	COMMON STOCK	904311107	11	140	SH	OTR	1	140	0	0
UNION PACIFIC CORP COM	COMMON STOCK	907818108	5,548	35,718	SH	DFND	1	35,652	0	66
UNION PACIFIC CORP COM	COMMON	907818108	1,291	8,309	SH	OTR	1	8,015	0	294

	STOCK									
UNITED PARCEL SERVICE CL B	COMMON STOCK	911312106	7,338	80,308	SH	DFND	1	79,942	0	366
UNITED PARCEL SERVICE CL B	COMMON STOCK	911312106	954	10,439	SH	OTR	1	8,989	0	1,450
UNITED STS STL CORP NEW	COMMON STOCK	912909108	1	70	SH	OTR	1	70	0	0
UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	11,701	108,528	SH	DFND	1	107,246	0	1,282
UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	3,941	36,551	SH	OTR	1	34,966	0	1,585
UNITEDHEALTH GROUP INC	COMMON STOCK	91324P102	965	13,478	SH	DFND	1	13,128	0	350
UNITEDHEALTH GROUP INC	COMMON STOCK	91324P102	273	3,818	SH	OTR	1	2,418	0	1,400
UNIVERSAL DISPLAY CORP	COMMON STOCK	91347P105	42	1,300	SH	DFND	1	1,300	0	0
UNIVERSAL HEALTH REALTY INCOME	COMMON STOCK	91359E105	4	100	SH	OTR	1	100	0	0
UNIVEST CORP OF PA	COMMON STOCK	915271100	13	707	SH	OTR	1	707	0	0
URSTADT BIDDLE PPTYS INC CL A	COMMON STOCK	917286205	36	1,800	SH	DFND	1	1,800	0	0
URSTADT BIDDLE PPTYS INC CL A	COMMON STOCK	917286205	60	3,000	SH	OTR	1	3,000	0	0
V F CORP	COMMON STOCK	918204108	270	1,354	SH	DFND	1	1,354	0	0
V F CORP	COMMON STOCK	918204108	40	200	SH	OTR	1	200	0	0
VALERO ENERGY CORP COM	COMMON STOCK	91913Y100	7	200	SH	DFND	1	200	0	0
VANGUARD INFO TECH ETF	COMMON STOCK	92204A702	16	195	SH	DFND	1	195	0	0
VENTAS INC COM	COMMON STOCK	92276F100	8	134	SH	DFND	1	134	0	0
VENTAS INC COM	COMMON STOCK	92276F100	8	124	SH	OTR	1	124	0	0
VERIFONE SYSTEMS INC	COMMON STOCK	92342Y109	153	6,690	SH	DFND	1	6,690	0	0
VERINT SYSTEMS INC	COMMON STOCK	92343X100	1	25	SH	DFND	1	25	0	0
VERIZON COMMUNICATIONS COM	COMMON STOCK	92343V104	16,307	349,381	SH	DFND	1	342,726	0	6,655
VERIZON COMMUNICATIONS COM	COMMON STOCK	92343V104	7,693	164,812	SH	OTR	1	158,787	0	6,025
VERTEX PHARMACEUTICALS INC	COMMON STOCK	92532F100	117	1,540	SH	DFND	1	1,540	0	0
VERTEX PHARMACEUTICALS INC	COMMON STOCK	92532F100	8	102	SH	OTR	1	102	0	0
VIACOM INC-CLASS B	COMMON STOCK	92553P201	442	5,284	SH	DFND	1	5,284	0	0
VIACOM INC-CLASS B	COMMON STOCK	92553P201	360	4,309	SH	OTR	1	1,909	0	2,400
VIRTUALSCOPICS INC	COMMON STOCK	928269208	4	840	SH	DFND	1	0	0	840
VISA INC	COMMON STOCK	92826C839	4,536	23,736	SH	DFND	1	23,736	0	0
VISA INC	COMMON STOCK	92826C839	967	5,060	SH	OTR	1	5,060	0	0
VITAMIN SHOPPE INC	COMMON STOCK	92849E101	704	16,095	SH	DFND	1	16,095	0	0
VMWARE INC	COMMON STOCK	928563402	24	300	SH	DFND	1	300	0	0
W W GRAINGER INC COM	COMMON STOCK	384802104	1,060	4,050	SH	DFND	1	4,050	0	0
W W GRAINGER INC COM	COMMON STOCK	384802104	537	2,050	SH	OTR	1	2,050	0	0
WAL MART STORES INC COM	COMMON STOCK	931142103	8,504	114,981	SH	DFND	1	114,481	0	500

WAL MART STORES INC COM	COMMON STOCK	931142103	3,760	50,844	SH	OTR	1	48,861	0	1,983
WALGREEN COMPANY COMMON	COMMON STOCK	931422109	533	9,910	SH	DFND	1	9,910	0	0
WALGREEN COMPANY COMMON	COMMON STOCK	931422109	270	5,018	SH	OTR	1	4,948	0	70
WASHINGTON REAL ESTATE INV T (R	COMMON STOCK	939653101	13	500	SH	OTR	1	0	0	500
WASTE CONNECTIONS INC	COMMON STOCK	941053100	872	19,199	SH	DFND	1	19,199	0	0
WASTE MANAGEMENT INC	COMMON STOCK	94106L109	1,483	35,950	SH	DFND	1	35,450	0	500
WASTE MANAGEMENT INC	COMMON STOCK	94106L109	511	12,391	SH	OTR	1	8,091	0	4,300
WATERS CORP COMMON	COMMON STOCK	941848103	234	2,200	SH	DFND	1	2,200	0	0
WD 40 CO COM	COMMON STOCK	929236107	13	200	SH	DFND	1	200	0	0
WD 40 CO COM	COMMON STOCK	929236107	13	200	SH	OTR	1	200	0	0
WEIS MARKETS INC	COMMON STOCK	948849104	12	250	SH	DFND	1	0	0	250
WELLS FARGO & CO	COMMON STOCK	949746101	17,187	415,940	SH	DFND	1	413,838	0	2,102
WELLS FARGO & CO	COMMON STOCK	949746101	3,329	80,563	SH	OTR	1	76,276	0	4,287
WEST PHARMACEUTICAL SERVICES I	COMMON STOCK	955306105	724	17,604	SH	DFND	1	17,604	0	0
WESTAR ENERGY INC	COMMON STOCK	95709T100	427	13,928	SH	DFND	1	13,928	0	0
WESTAR ENERGY INC	COMMON STOCK	95709T100	51	1,668	SH	OTR	1	1,668	0	0
WESTERN UNION COMPANY	COMMON STOCK	959802109	107	5,745	SH	DFND	1	5,745	0	0
WESTERN UNION COMPANY	COMMON STOCK	959802109	63	3,385	SH	OTR	1	3,385	0	0
WEYERHAEUSER CO COM	COMMON STOCK	962166104	65	2,270	SH	DFND	1	2,270	0	0
WEYERHAEUSER CO COM	COMMON STOCK	962166104	161	5,617	SH	OTR	1	2,443	0	3,174
WHIRLPOOL CORP COM	COMMON STOCK	963320106	37	254	SH	OTR	1	254	0	0
WHITESTONE REIT	COMMON STOCK	966084204	29	2,000	SH	DFND	1	2,000	0	0
WHITING PETROLEUM CORPORATION	COMMON STOCK	966387102	1,224	20,453	SH	DFND	1	20,453	0	0
WHOLE FOODS MKT INC COM	COMMON STOCK	966837106	48	828	SH	DFND	1	828	0	0
WILLIAMS COMPANY INC (THE)	COMMON STOCK	969457100	13	355	SH	DFND	1	355	0	0
WILLIAMS COMPANY INC (THE)	COMMON STOCK	969457100	44	1,200	SH	OTR	1	0	0	1,200
WINDSTREAM HOLDINGS INC	COMMON STOCK	97382A101	38	4,748	SH	DFND	1	4,748	0	0
WINDSTREAM HOLDINGS INC	COMMON STOCK	97382A101	40	5,060	SH	OTR	1	4,760	0	300
WISCONSIN ENERGY CORP COM	COMMON STOCK	976657106	107	2,650	SH	DFND	1	2,650	0	0
WISCONSIN ENERGY CORP COM	COMMON STOCK	976657106	97	2,400	SH	OTR	1	2,400	0	0
WORLD FUEL SERVICES CORPORATIO	COMMON STOCK	981475106	65	1,750	SH	DFND	1	1,750	0	0
WORTHINGTON INDS INC COM	COMMON STOCK	981811102	413	12,000	SH	OTR	1	0	0	12,000
WPX ENERGY INC-W/I	COMMON STOCK	98212B103	8	400	SH	OTR	1	0	0	400
WR GRACE & CO	COMMON STOCK	38388F108	1,286	14,718	SH	DFND	1	14,718	0	0
WYNDHAM WORLDWIDE	COMMON	98310W108	8	130	SH	DFND	1	130	0	0

CORP	STOCK									
WYNDHAM WORLDWIDE CORP	COMMON STOCK	98310W108	20	333	SH	OTR	1	333	0	0
WYNN RESORTS LIMITED	COMMON STOCK	983134107	16	100	SH	DFND	1	100	0	0
XCEL ENERGY INC COM	COMMON STOCK	98389B100	69	2,500	SH	DFND	1	2,500	0	0
XCEL ENERGY INC COM	COMMON STOCK	98389B100	66	2,394	SH	OTR	1	2,394	0	0
XEROX CORPORATION COMMON	COMMON STOCK	984121103	22	2,175	SH	DFND	1	2,175	0	0
XYLEM INC-W/I	COMMON STOCK	98419M100	14	500	SH	DFND	1	500	0	0
XYLEM INC-W/I	COMMON STOCK	98419M100	62	2,220	SH	OTR	1	2,220	0	0
YAHOO INC COM	COMMON STOCK	984332106	58	1,758	SH	DFND	1	1,758	0	0
YAHOO INC COM	COMMON STOCK	984332106	36	1,088	SH	OTR	1	1,088	0	0
YORK WATER COMPANY	COMMON STOCK	987184108	1,064	53,036	SH	DFND	1	53,036	0	0
YORK WATER COMPANY	COMMON STOCK	987184108	778	38,744	SH	OTR	1	38,494	0	250
YUM! BRANDS INC	COMMON STOCK	988498101	694	9,727	SH	DFND	1	9,727	0	0
YUM! BRANDS INC	COMMON STOCK	988498101	679	9,515	SH	OTR	1	7,315	0	2,200
ZIMMER HOLDINGS INC COMMON	COMMON STOCK	98956P102	498	6,067	SH	DFND	1	6,067	0	0
ZIMMER HOLDINGS INC COMMON	COMMON STOCK	98956P102	417	5,081	SH	OTR	1	4,081	0	1,000
ZIONS BANCORPORATION COM	COMMON STOCK	989701107	43	1,555	SH	DFND	1	1,555	0	0
ZIONS BANCORPORATION COM	COMMON STOCK	989701107	1	25	SH	OTR	1	25	0	0
ZOETIS INC	COMMON STOCK	98978V103	2,340	75,188	SH	DFND	1	74,775	0	413
ZOETIS INC	COMMON STOCK	98978V103	93	2,982	SH	OTR	1	2,260	0	722
3M CO	COMMON STOCK	88579Y101	11,738	98,298	SH	DFND	1	97,798	0	500
3M CO	COMMON STOCK	88579Y101	9,582	80,247	SH	OTR	1	72,231	0	8,016
ABB LTD SPON ADR	COMMON STOCK	000375204	5	200	SH	DFND	1	200	0	0
ABB LTD SPON ADR	COMMON STOCK	000375204	31	1,300	SH	OTR	1	1,300	0	0
ACCENTURE PLC- CL A	COMMON STOCK	G1151C101	555	7,531	SH	DFND	1	7,431	0	100
ACCENTURE PLC- CL A	COMMON STOCK	G1151C101	638	8,660	SH	OTR	1	8,525	0	135
ACE LIMITED	COMMON STOCK	H0023R105	1,322	14,134	SH	DFND	1	14,134	0	0
ACE LIMITED	COMMON STOCK	H0023R105	411	4,388	SH	OTR	1	4,371	0	17
ADVANCED SEMICONDUCTOR E ADR	COMMON STOCK	00756M404	2	462	SH	DFND	1	462	0	0
AEGON NV ORD AMER REG SHS	COMMON STOCK	007924103	18	2,404	SH	OTR	1	2,404	0	0
AERCAP HOLDINGS NV	COMMON STOCK	N00985106	10	500	SH	DFND	1	500	0	0
ALCATEL-LUCENT - SPON ADR	COMMON STOCK	013904305	12	3,342	SH	DFND	1	3,342	0	0
ALCATEL-LUCENT - SPON ADR	COMMON STOCK	013904305	1	195	SH	OTR	1	195	0	0
AMERICA MOVIL SA - SPONS ADR S	COMMON STOCK	02364W105	111	5,600	SH	OTR	1	600	0	5,000
ANHEUSER-BUSCH INBEV NV	COMMON STOCK	03524A108	3,209	32,352	SH	DFND	1	32,228	0	124

ANHEUSER-BUSCH INBEV NV	COMMON STOCK	03524A108	157	1,585	SH	OTR	1	495	0	1,090
ARCELORMITTAL-NY REGISTERED	COMMON STOCK	03938L104	1	100	SH	DFND	1	100	0	0
ARM HOLDINGS PLC	COMMON STOCK	042068106	17	358	SH	DFND	1	358	0	0
ASTRAZENECA GROUP PLC SPONSORE	COMMON STOCK	046353108	133	2,561	SH	DFND	1	2,311	0	250
ASTRAZENECA GROUP PLC SPONSORE	COMMON STOCK	046353108	78	1,502	SH	OTR	1	1,502	0	0
AVIVA PLC SPONS ADR	COMMON STOCK	05382A104	2	176	SH	DFND	1	176	0	0
BAIDU INC-SPON ADR	COMMON STOCK	056752108	23	150	SH	DFND	1	150	0	0
BAIDU INC-SPON ADR	COMMON STOCK	056752108	16	100	SH	OTR	1	100	0	0
BANCO BILBAO VIZCAYA ARGENTARI	COMMON STOCK	05946K101	1	86	SH	DFND	1	86	0	0
BANCO BRADESCO - SPONS ADR	COMMON STOCK	059460303	2	122	SH	DFND	1	122	0	0
BANCO SANTANDER SA - SPONS ADR	COMMON STOCK	05964H105	71	8,676	SH	DFND	1	8,676	0	0
BANCO SANTANDER SA - SPONS ADR	COMMON STOCK	05964H105	15	1,838	SH	OTR	1	1,838	0	0
BANCOLOMBIA SA SPONS ADR	COMMON STOCK	05968L102	2	38	SH	DFND	1	38	0	0
BARCLAYS BANK 6.625% PFD SER 2	COMMON STOCK	06739F390	2	101	SH	DFND	1	101	0	0
BARCLAYS PLC - SPONS ADR	COMMON STOCK	06738E204	3	164	SH	DFND	1	164	0	0
BARCLAYS PLC - SPONS ADR	COMMON STOCK	06738E204	13	755	SH	OTR	1	755	0	0
BARRICK GOLD CORP	COMMON STOCK	067901108	9	494	SH	DFND	1	494	0	0
BARRICK GOLD CORP	COMMON STOCK	067901108	56	3,000	SH	OTR	1	3,000	0	0
BCE INC	COMMON STOCK	05534B760	30	712	SH	DFND	1	712	0	0
BCE INC	COMMON STOCK	05534B760	9	202	SH	OTR	1	202	0	0
BHP BILLITON LTD SPONSORED ADR	COMMON STOCK	088606108	296	4,456	SH	DFND	1	4,356	0	100
BHP BILLITON LTD SPONSORED ADR	COMMON STOCK	088606108	334	5,025	SH	OTR	1	3,553	0	1,472
BP PLC SPONSORED ADR	COMMON STOCK	055622104	813	19,347	SH	DFND	1	19,347	0	0
BP PLC SPONSORED ADR	COMMON STOCK	055622104	399	9,486	SH	OTR	1	8,886	0	600
BROOKFIELD INFRASTRUCTURE PTNR	COMMON STOCK	G16252101	11	300	SH	DFND	1	300	0	0
CAMECO CORPORATION	COMMON STOCK	13321L108	4	200	SH	DFND	1	200	0	0
CANADIAN IMPERIAL BANK OF COMM	COMMON STOCK	136069101	8	100	SH	DFND	1	100	0	0
CANADIAN NATURAL RESOURCES LTD	COMMON STOCK	136385101	10	322	SH	OTR	1	322	0	0
CANADIAN PACIFIC RAILWAY LTD	COMMON STOCK	13645T100	1,077	8,732	SH	DFND	1	8,732	0	0
CANADIAN PACIFIC RAILWAY LTD	COMMON STOCK	13645T100	56	452	SH	OTR	1	452	0	0
CANON INC SPONS ADR	COMMON STOCK	138006309	2	48	SH	DFND	1	48	0	0
CANON INC SPONS ADR	COMMON STOCK	138006309	18	555	SH	OTR	1	555	0	0
CATAMARAN CORPORATION	COMMON STOCK	148887102	1,110	24,156	SH	DFND	1	24,156	0	0
CATAMARAN CORPORATION	COMMON STOCK	148887102	63	1,370	SH	OTR	1	1,370	0	0
CENOVUS ENERGY INC	COMMON	15135U109	9	300	SH	OTR	1	300	0	0

	STOCK									
CENTRAIS ELETRICAS BRAS-SP ADR	COMMON STOCK	15234Q207	4	1,540	SH	OTR	1	1,540	0	0
CERAGON NETWORKS LTD	COMMON STOCK	M22013102	0	108	SH	DFND	1	108	0	0
CHICAGO BRIDGE & IRON CO N V C	COMMON STOCK	167250109	2	25	SH	OTR	1	25	0	0
CHINA MOBILE LTD SPON ADR	COMMON STOCK	16941M109	7	130	SH	DFND	1	130	0	0
CHINA MOBILE LTD SPON ADR	COMMON STOCK	16941M109	35	625	SH	OTR	1	625	0	0
CNOOC LTD -ADR	COMMON STOCK	126132109	5	26	SH	DFND	1	26	0	0
CORE LABORATORIES N V	COMMON STOCK	N22717107	805	4,757	SH	DFND	1	4,757	0	0
COVIDIEN PLC	COMMON STOCK	G2554F113	203	3,325	SH	DFND	1	3,250	0	75
COVIDIEN PLC	COMMON STOCK	G2554F113	106	1,732	SH	OTR	1	929	0	803
CREDIT SUISSE GROUP SPONSORED	COMMON STOCK	225401108	20	667	SH	DFND	1	667	0	0
CREDIT SUISSE GROUP SPONSORED	COMMON STOCK	225401108	21	691	SH	OTR	1	691	0	0
DELHAIZE GROUP SPONSORED ADR	COMMON STOCK	29759W101	8	120	SH	DFND	1	120	0	0
DEUTSCHE BANK AG-REG	COMMON STOCK	D18190898	1	12	SH	DFND	1	12	0	0
DIAGEO PLC SPONSORED ADR	COMMON STOCK	25243Q205	236	1,861	SH	DFND	1	1,861	0	0
DIAGEO PLC SPONSORED ADR	COMMON STOCK	25243Q205	16	125	SH	OTR	1	125	0	0
DRYSHIPS INC	COMMON STOCK	Y2109Q101	4	1,000	SH	DFND	1	1,000	0	0
EATON CORP PLC	COMMON STOCK	G29183103	615	8,935	SH	DFND	1	8,935	0	0
EATON CORP PLC	COMMON STOCK	G29183103	41	600	SH	OTR	1	600	0	0
EMBRAER SA ADR	COMMON STOCK	29082A107	1	44	SH	DFND	1	44	0	0
ENBRIDGE INC	COMMON STOCK	29250N105	362	8,681	SH	DFND	1	8,681	0	0
ENBRIDGE INC	COMMON STOCK	29250N105	19	452	SH	OTR	1	452	0	0
ENCANA CORP	COMMON STOCK	292505104	9	500	SH	OTR	1	500	0	0
ENI SPA-SPONS ADR	COMMON STOCK	26874R108	567	12,320	SH	DFND	1	12,020	0	300
ENI SPA-SPONS ADR	COMMON STOCK	26874R108	73	1,595	SH	OTR	1	1,595	0	0
ENSCO PLC CL A	COMMON STOCK	G3157S106	8	150	SH	DFND	1	150	0	0
ERICSSON SPONS ADR	COMMON STOCK	294821608	34	2,524	SH	DFND	1	2,524	0	0
ERICSSON SPONS ADR	COMMON STOCK	294821608	28	2,115	SH	OTR	1	2,115	0	0
EVEREST RE GROUP LTD COM	COMMON STOCK	G3223R108	32	218	SH	DFND	1	218	0	0
FIRST BANCORP P R	COMMON STOCK	318672706	7	1,233	SH	DFND	1	1,233	0	0
FLEXTRONICS INTL LTD	COMMON STOCK	Y2573F102	13	1,400	SH	OTR	1	1,400	0	0
FOSTER WHEELER AG	COMMON STOCK	H27178104	42	1,600	SH	DFND	1	1,600	0	0
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	780	15,542	SH	DFND	1	15,342	0	200
GLAXOSMITHKLINE PLC ADR	COMMON STOCK	37733W105	1,310	26,107	SH	OTR	1	20,607	0	5,500
GRUPO TELEVISA SA SPONS ADR	COMMON STOCK	40049J206	8	297	SH	OTR	1	297	0	0

HERBALIFE LTD	COMMON STOCK	G4412G101	663	9,502	SH	DFND	1	9,502	0	0
HOME LOAN SERVICING SOLUTION	COMMON STOCK	G6648D109	509	23,123	SH	DFND	1	23,123	0	0
HOME LOAN SERVICING SOLUTION	COMMON STOCK	G6648D109	13	608	SH	OTR	1	608	0	0
HONDA MTR LTD AMERN SHS	COMMON STOCK	438128308	2	58	SH	DFND	1	58	0	0
HONDA MTR LTD AMERN SHS	COMMON STOCK	438128308	26	675	SH	OTR	1	675	0	0
HSBC HOLDINGS PLC SPON ADR	COMMON STOCK	404280406	45	837	SH	DFND	1	837	0	0
HSBC HOLDINGS PLC SPON ADR	COMMON STOCK	404280406	18	323	SH	OTR	1	323	0	0
ICICI BANK LIMITED SPONSORED A	COMMON STOCK	45104G104	1	30	SH	DFND	1	30	0	0
ICON PLC	COMMON STOCK	G4705A100	4	92	SH	DFND	1	92	0	0
IMPERIAL OIL LTD	COMMON STOCK	453038408	66	1,500	SH	OTR	1	1,500	0	0
INFOSYS LIMITED	COMMON STOCK	456788108	10	200	SH	DFND	1	200	0	0
ING GROEP NV SPONSORED ADR	COMMON STOCK	456837103	3	222	SH	DFND	1	222	0	0
ING GROEP NV SPONSORED ADR	COMMON STOCK	456837103	16	1,450	SH	OTR	1	1,450	0	0
INGERSOLL-RAND PUBLIC LTD CO	COMMON STOCK	G47791101	303	4,670	SH	OTR	1	4,670	0	0
INVESCO LIMITED	COMMON STOCK	G491BT108	4	141	SH	DFND	1	141	0	0
ITAU UNIBANCO HOLDING SA - PRE	COMMON STOCK	465562106	1	99	SH	DFND	1	99	0	0
KINROSS GOLD CORPORATION	COMMON STOCK	496902404	1	169	SH	DFND	1	169	0	0
KONINKLIJKE PHILIPS N V	COMMON STOCK	500472303	19	598	SH	DFND	1	598	0	0
KOREA ELECTRIC POWER CORP SP A	COMMON STOCK	500631106	9	655	SH	OTR	1	655	0	0
KT CORPORATION SP ADR	COMMON STOCK	48268K101	4	235	SH	OTR	1	235	0	0
LIBERTY GLOBAL PLC CLASS A	COMMON STOCK	G5480U104	18	223	SH	DFND	1	223	0	0
LIBERTY GLOBAL PLC CLASS C	COMMON STOCK	G5480U120	17	224	SH	DFND	1	224	0	0
LIHUA INTERNATIONAL INC	COMMON STOCK	532352101	10	2,000	SH	OTR	1	2,000	0	0
LLOYDS BANKING GROUP PLC	COMMON STOCK	539439109	1	260	SH	DFND	1	260	0	0
LULULEMON ATHLETICA INC-W/I	COMMON STOCK	550021109	1,161	15,870	SH	DFND	1	15,870	0	0
LULULEMON ATHLETICA INC-W/I	COMMON STOCK	550021109	8	110	SH	OTR	1	110	0	0
LUXOTTICA GROUP SPA-SPON ADR	COMMON STOCK	55068R202	3	64	SH	DFND	1	64	0	0
LYONDELLBASELL INDUSTRIES NV	COMMON STOCK	N53745100	146	2,000	SH	OTR	1	2,000	0	0
MAGNA INTERNATIONAL	COMMON STOCK	559222401	33	400	SH	OTR	1	400	0	0
MALLINCKRODT PLC	COMMON STOCK	G5785G107	12	278	SH	DFND	1	269	0	9
MALLINCKRODT PLC	COMMON STOCK	G5785G107	7	168	SH	OTR	1	68	0	100
MANCHESTER UNITED PLC-CL A	COMMON STOCK	G5784H106	2	100	SH	DFND	1	100	0	0
MANULIFE FINANCIAL CORP	COMMON STOCK	56501R106	39	2,358	SH	DFND	1	2,358	0	0
MICHAEL KORS HOLDINGS LTD	COMMON STOCK	G60754101	1,267	17,008	SH	DFND	1	17,008	0	0
MICHAEL KORS	COMMON	G60754101	64	860	SH	OTR	1	860	0	0

HOLDINGS LTD	STOCK										
MINDRAY MEDICAL INTL LTD-ADR	COMMON STOCK	602675100	3	74	SH	DFND	1	74	0	0	
mitsubishi UFJ FINANCIAL GRP-A	COMMON STOCK	606822104	3	426	SH	DFND	1	426	0	0	
MITSUBISHI UFJ FINANCIAL GRP-A	COMMON STOCK	606822104	20	3,180	SH	OTR	1	3,180	0	0	
MIZUHO FINANCIAL GROUP INC	COMMON STOCK	60687Y109	6	1,415	SH	OTR	1	1,415	0	0	
NABORS INDUSTRIES LTD	COMMON STOCK	G6359F103	51	3,180	SH	DFND	1	3,180	0	0	
NABORS INDUSTRIES LTD	COMMON STOCK	G6359F103	108	6,750	SH	OTR	1	6,750	0	0	
NATIONAL GRID GROUP PLC-ADR	COMMON STOCK	636274300	74	1,254	SH	DFND	1	1,254	0	0	
NATIONAL GRID GROUP PLC-ADR	COMMON STOCK	636274300	87	1,470	SH	OTR	1	1,470	0	0	
NIPPON TELEGRAPH & TELE ADR	COMMON STOCK	654624105	19	745	SH	OTR	1	745	0	0	
NOBLE CORPORATION	COMMON STOCK	H5833N103	106	2,800	SH	DFND	1	2,800	0	0	
NOBLE CORPORATION	COMMON STOCK	H5833N103	8	200	SH	OTR	1	200	0	0	
NOKIA CORP SPONSORED ADR	COMMON STOCK	654902204	14	2,110	SH	DFND	1	2,110	0	0	
NOKIA CORP SPONSORED ADR	COMMON STOCK	654902204	25	3,845	SH	OTR	1	3,845	0	0	
NOMURA HLDGS INC	COMMON STOCK	65535H208	7	875	SH	OTR	1	875	0	0	
NOVARTIS AG ADR	COMMON STOCK	66987V109	1,771	23,081	SH	DFND	1	22,944	0	137	
NOVARTIS AG ADR	COMMON STOCK	66987V109	778	10,139	SH	OTR	1	10,054	0	85	
NOVO-NORDISK A/S SPONS ADR	COMMON STOCK	670100205	27	162	SH	OTR	1	162	0	0	
OI SA	COMMON STOCK	670851104	0	122	SH	OTR	1	122	0	0	
OI SA ADR	COMMON STOCK	670851203	2	984	SH	OTR	1	984	0	0	
ONCOTHYREON INC	COMMON STOCK	682324108	2	833	SH	DFND	1	150	0	683	
OPEN TEXT CORPORATION	COMMON STOCK	683715106	7	100	SH	DFND	1	100	0	0	
O2MICRO INTERNATIONAL LTD-ADR	COMMON STOCK	67107W100	3	1,000	SH	DFND	1	1,000	0	0	
PENN WEST ENERGY PETROLEUM LTD	COMMON STOCK	707887105	45	4,000	SH	OTR	1	4,000	0	0	
PENTAIR LTD	COMMON STOCK	H6169Q108	38	581	SH	DFND	1	581	0	0	
PENTAIR LTD	COMMON STOCK	H6169Q108	261	4,016	SH	OTR	1	4,016	0	0	
PETROCHINA CO LTD ADR	COMMON STOCK	71646E100	14	125	SH	OTR	1	125	0	0	
PETROLEO BRASILEIRO SA SPNS AD	COMMON STOCK	71654V408	30	1,947	SH	DFND	1	1,947	0	0	
PETROLEO BRASILEIRO SA SPNS AD	COMMON STOCK	71654V408	12	760	SH	OTR	1	760	0	0	
PORTUGAL TELECOM SGPS S A SPON	COMMON STOCK	737273102	7	1,614	SH	OTR	1	1,614	0	0	
POSCO - ADR	COMMON STOCK	693483109	3	46	SH	DFND	1	46	0	0	
POTASH CORP OF SASKATCHEWAN IN	COMMON STOCK	73755L107	132	4,225	SH	DFND	1	4,225	0	0	
POTASH CORP OF SASKATCHEWAN IN	COMMON STOCK	73755L107	23	750	SH	OTR	1	750	0	0	
PRUDENTIAL PLC-ADR	COMMON STOCK	74435K204	5	132	SH	DFND	1	132	0	0	
QIAGEN N V	COMMON STOCK	N72482107	97	4,530	SH	DFND	1	4,530	0	0	

QIHOO 360 TECHNOLOGY ADR	COMMON STOCK	74734M109	53	634	SH	DFND	1	634	0	0
REED ELSEVIER NV SPONSORED ADR	COMMON STOCK	758204200	3	64	SH	DFND	1	64	0	0
RIO TINTO PLC SPONSORED ADR	COMMON STOCK	767204100	4	88	SH	DFND	1	88	0	0
RIO TINTO PLC SPONSORED ADR	COMMON STOCK	767204100	20	400	SH	OTR	1	400	0	0
ROGERS COMMUNICATIONS INC CL B	COMMON STOCK	775109200	2	36	SH	DFND	1	36	0	0
ROYAL BANK SCOTLAND-SPON ADR	COMMON STOCK	780097689	6	500	SH	DFND	1	500	0	0
ROYAL BANK SCOTLAND-SPON ADR	COMMON STOCK	780097689	3	281	SH	OTR	1	281	0	0
ROYAL BK CANADA	COMMON STOCK	780087102	26	400	SH	DFND	1	400	0	0
ROYAL BK CANADA	COMMON STOCK	780087102	64	1,000	SH	OTR	1	1,000	0	0
ROYAL DUTCH SHELL PLC-ADR A	COMMON STOCK	780259206	3,240	49,335	SH	DFND	1	49,180	0	155
ROYAL DUTCH SHELL PLC-ADR A	COMMON STOCK	780259206	2,458	37,430	SH	OTR	1	33,480	0	3,950
ROYAL DUTCH SHELL PLC-ADR B	COMMON STOCK	780259107	86	1,242	SH	DFND	1	1,242	0	0
ROYAL DUTCH SHELL PLC-ADR B	COMMON STOCK	780259107	27	392	SH	OTR	1	392	0	0
RYL BK OF SCOT 6.400% PFD SER	COMMON STOCK	780097796	1	29	SH	DFND	1	29	0	0
SANOFI-ADR	COMMON STOCK	80105N105	2	32	SH	DFND	1	32	0	0
SANOFI-ADR	COMMON STOCK	80105N105	139	2,750	SH	OTR	1	2,750	0	0
SAP AG SPONS ADR	COMMON STOCK	803054204	37	500	SH	DFND	1	500	0	0
SCHLUMBERGER LTD	COMMON STOCK	806857108	17,720	200,540	SH	DFND	1	199,402	0	1,138
SCHLUMBERGER LTD	COMMON STOCK	806857108	5,736	64,921	SH	OTR	1	59,051	0	5,870
SEADRILL LTD	COMMON STOCK	G7945E105	27	600	SH	DFND	1	600	0	0
SEADRILL LTD	COMMON STOCK	G7945E105	25	550	SH	OTR	1	550	0	0
SEAGATE TECHNOLOGY	COMMON STOCK	G7945M107	9	202	SH	DFND	1	202	0	0
SEASPAN CORP	COMMON STOCK	Y75638109	110	4,500	SH	OTR	1	4,500	0	0
SHIRE PLC - ADR	COMMON STOCK	82481R106	3	28	SH	DFND	1	28	0	0
SIEMENS A G SPONSORED ADR	COMMON STOCK	826197501	18	149	SH	DFND	1	149	0	0
SIEMENS A G SPONSORED ADR	COMMON STOCK	826197501	163	1,350	SH	OTR	1	1,350	0	0
SILVER WHEATON CORPORATION	COMMON STOCK	828336107	9	350	SH	DFND	1	350	0	0
SILVER WHEATON CORPORATION	COMMON STOCK	828336107	99	4,000	SH	OTR	1	4,000	0	0
SK TELECOM CO LTD - ADR	COMMON STOCK	78440P108	30	1,320	SH	DFND	1	1,320	0	0
SK TELECOM CO LTD - ADR	COMMON STOCK	78440P108	25	1,102	SH	OTR	1	1,102	0	0
SMITH & NEPHEW PLC - SPONS ADR	COMMON STOCK	83175M205	2	40	SH	DFND	1	40	0	0
SONY CORP - SPONSORED ADR	COMMON STOCK	835699307	1	38	SH	DFND	1	38	0	0
STATOIL ASA SPONSORED ADR	COMMON STOCK	85771P102	4	158	SH	DFND	1	158	0	0
STRATASYS LTD	COMMON STOCK	M85548101	629	6,210	SH	DFND	1	6,210	0	0

STUDENT TRANSPORTATION INC	COMMON STOCK	86388A108	13	2,100	SH	DFND	1	2,100	0	0
SUMITOMO TRUST AND BANKING CO	COMMON STOCK	86562M209	1	114	SH	DFND	1	114	0	0
SUMITOMO TRUST AND BANKING CO	COMMON STOCK	86562M209	20	2,012	SH	OTR	1	2,012	0	0
SUN LIFE FINL INC	COMMON STOCK	866796105	82	2,567	SH	DFND	1	2,567	0	0
SUNCOR ENERGY INC	COMMON STOCK	867224107	38	1,050	SH	DFND	1	1,050	0	0
SUNCOR ENERGY INC	COMMON STOCK	867224107	274	7,665	SH	OTR	1	7,665	0	0
SYNGENTA AG ADR	COMMON STOCK	87160A100	163	2,000	SH	OTR	1	2,000	0	0
TALISMAN ENERGY INC	COMMON STOCK	87425E103	6	500	SH	DFND	1	500	0	0
TE CONNECTIVITY LTD	COMMON STOCK	H84989104	126	2,425	SH	DFND	1	2,425	0	0
TE CONNECTIVITY LTD	COMMON STOCK	H84989104	42	815	SH	OTR	1	815	0	0
TECK RESOURCES LTD- CL B	COMMON STOCK	878742204	27	1,000	SH	OTR	1	1,000	0	0
TELECOM ITALIA SPA	COMMON STOCK	87927Y102	1	88	SH	DFND	1	88	0	0
TELECOM ITALIA SPA	COMMON STOCK	87927Y102	12	1,519	SH	OTR	1	1,519	0	0
TELEFONICA BRASIL/S ADR	COMMON STOCK	87936R106	4	192	SH	OTR	1	192	0	0
TELEFONICA S A SPONSORED ADR	COMMON STOCK	879382208	38	2,477	SH	OTR	1	2,477	0	0
TEVA PHARMACEUTICAL SPONS ADR	COMMON STOCK	881624209	503	13,302	SH	DFND	1	13,302	0	0
TEVA PHARMACEUTICAL SPONS ADR	COMMON STOCK	881624209	333	8,826	SH	OTR	1	8,826	0	0
TIM HORTONS INC	COMMON STOCK	88706M103	251	4,333	SH	DFND	1	4,333	0	0
TORONTO-DOMINION BANK	COMMON STOCK	891160509	7	82	SH	DFND	1	82	0	0
TORONTO-DOMINION BANK	COMMON STOCK	891160509	34	382	SH	OTR	1	300	0	82
TOTAL SA SPONSORED ADR	COMMON STOCK	89151E109	232	4,012	SH	DFND	1	4,012	0	0
TOTAL SA SPONSORED ADR	COMMON STOCK	89151E109	57	982	SH	OTR	1	982	0	0
TOYOTA MOTOR CORP SPON ADR	COMMON STOCK	892331307	13	100	SH	DFND	1	100	0	0
TOYOTA MOTOR CORP SPON ADR	COMMON STOCK	892331307	26	200	SH	OTR	1	200	0	0
TRANSOCEAN LIMITED	COMMON STOCK	H8817H100	266	5,970	SH	DFND	1	5,520	0	450
TRANSOCEAN LIMITED	COMMON STOCK	H8817H100	184	4,145	SH	OTR	1	3,645	0	500
TYCO INTERNATIONAL LTD	COMMON STOCK	H89128104	92	2,630	SH	DFND	1	2,630	0	0
TYCO INTERNATIONAL LTD	COMMON STOCK	H89128104	43	1,224	SH	OTR	1	421	0	803
UBS AG	COMMON STOCK	H89231338	19	906	SH	DFND	1	906	0	0
UBS AG	COMMON STOCK	H89231338	9	450	SH	OTR	1	450	0	0
UNILEVER NV NY SHARES	COMMON STOCK	904784709	129	3,421	SH	DFND	1	3,421	0	0
UNILEVER NV NY SHARES	COMMON STOCK	904784709	73	1,930	SH	OTR	1	1,930	0	0
UNILEVER PLC SPONSORED ADR	COMMON STOCK	904767704	1,589	41,175	SH	DFND	1	41,175	0	0
UNILEVER PLC SPONSORED ADR	COMMON STOCK	904767704	328	8,489	SH	OTR	1	5,489	0	3,000
VALE SA	COMMON	91912E105	25	1,600	SH	DFND	1	1,600	0	0

	STOCK									
VALE SA	COMMON STOCK	91912E105	12	800	SH	OTR	1	800	0	0
VALIDUS HOLDINGS LTD	COMMON STOCK	G9319H102	0	8	SH	DFND	1	8	0	0
VODAFONE GROUP PLC - SP ADR	COMMON STOCK	92857W209	5,599	159,140	SH	DFND	1	156,234	0	2,906
VODAFONE GROUP PLC - SP ADR	COMMON STOCK	92857W209	438	12,464	SH	OTR	1	11,763	0	701
WEATHERFORD INTL LTD SWITZERLA	COMMON STOCK	H27013103	222	14,480	SH	DFND	1	14,480	0	0
WEATHERFORD INTL LTD SWITZERLA	COMMON STOCK	H27013103	12	800	SH	OTR	1	800	0	0
WHITE MOUNTAINS INSURANCE GROU	COMMON STOCK	G9618E107	1,944	3,425	SH	DFND	1	3,425	0	0
WHITE MOUNTAINS INSURANCE GROU	COMMON STOCK	G9618E107	84	148	SH	OTR	1	148	0	0
XL GROUP PLC	COMMON STOCK	G98290102	9	300	SH	OTR	1	300	0	0
YAMANA GOLD INC	COMMON STOCK	98462Y100	1	50	SH	OTR	1	0	0	50
ZBB ENERGY CORP	COMMON STOCK	98876R204	119	637,646	SH	DFND	1	637,646	0	0
AMERICAN INTL CW21 1	COMMON STOCK	026874156	0	24	SH	DFND	1	24	0	0
AMERICAN INTL CW21 1	COMMON STOCK	026874156	0	22	SH	OTR	1	22	0	0
SANOFI-CVR 12	COMMON STOCK	80105N113	5	2,700	SH	DFND	1	2,700	0	0
SANOFI-CVR 12	COMMON STOCK	80105N113	1	400	SH	OTR	1	400	0	0
BB&T CORPORATION 5.200% PFD SE	PREFERRED STOCK	054937800	2	111	SH	DFND	1	0	0	111
BARCLAYS BANK PFD 7.1% SER 3	PREFERRED STOCK	06739H776	28	1,124	SH	DFND	1	0	0	1,124
BARCLAYS BANK PFD 7.75% SER	PREFERRED STOCK	06739H511	2	92	SH	DFND	1	0	0	92
BARCLAYS BANK PLC PFD 8.125%	PREFERRED STOCK	06739H362	53	2,094	SH	DFND	1	0	0	2,094
HSBC HOLDINGS PLC PFD 6.2SER A	PREFERRED STOCK	404280604	26	1,047	SH	DFND	1	0	0	1,047
ROYAL BANK SCOTLAND PFD 6.35%	PREFERRED STOCK	780097770	23	1,095	SH	DFND	1	0	0	1,095
ROYAL BANK SCOTLAND PFD 7.25%	PREFERRED STOCK	780097713	35	1,500	SH	OTR	1	0	0	1,500
ROYAL BK OF SCOT GP 5.750% PFD	PREFERRED STOCK	780097788	6	282	SH	DFND	1	0	0	282
ROYAL BK SCOTLND GP 6.125% PFD	PREFERRED STOCK	780097747	1	30	SH	DFND	1	0	0	30
ROYAL BK SCOTLND 6.600% PFD SE	PREFERRED STOCK	780097739	1	43	SH	DFND	1	0	0	43
AES TRUST III 6.750% CONV PFD	PREFERRED STOCK	00808N202	16	325	SH	OTR	1	0	0	325
BK OF AMERICA 7.250% CONV PFD	PREFERRED STOCK	060505682	54	50	SH	OTR	1	0	0	50
WELLS FARGO 7.500% CONV PFD SE	PREFERRED STOCK	949746804	57	50	SH	OTR	1	0	0	50
ALPINE GLBL PREMIER PROPERTIES	PREFERRED STOCK	02083A103	375	52,050	SH	DFND	1	0	0	52,050
ALPINE GLBL PREMIER PROPERTIES	PREFERRED STOCK	02083A103	49	6,824	SH	OTR	1	0	0	6,824
CBRE CLARION GLBL REAL ESTATE	PREFERRED STOCK	12504G100	857	105,901	SH	DFND	1	0	0	105,901
CBRE CLARION GLBL REAL ESTATE	PREFERRED STOCK	12504G100	385	47,573	SH	OTR	1	0	0	47,573
EATON VANCE TAX-MAN GLBL BUY-W	PREFERRED STOCK	27829C105	11	1,000	SH	DFND	1	0	0	1,000
MARKET VECTORS ETF TR GOLD MIN	PREFERRED STOCK	57060U100	3	126	SH	DFND	1	0	0	126

NUVEEN GLOBAL VALUE OPPORTUNIT	PREFERRED STOCK	6706EH103	2	125	SH	OTR	1	0	0	125
SPDR DOW JONES GL REAL ESTATE	PREFERRED STOCK	78463X749	25	596	SH	DFND	1	0	0	596
APOLLO INVESTMENT CORPORATION	PREFERRED STOCK	03761U106	24	3,000	SH	DFND	1	0	0	3,000
APOLLO INVESTMENT CORPORATION	PREFERRED STOCK	03761U106	7	800	SH	OTR	1	0	0	800
BLACKROCK HEALTH SCIENCES TRUS	PREFERRED STOCK	09250W107	129	3,950	SH	OTR	1	0	0	3,950
BLACKROCK REAL ASSET EQUITY TR	PREFERRED STOCK	09254B109	18	2,000	SH	DFND	1	0	0	2,000
CALAMOS STRATEGIC TOT RET FD	PREFERRED STOCK	128125101	67	6,680	SH	OTR	1	0	0	6,680
CLOUGH GLOBAL OPPORTUNITIES	PREFERRED STOCK	18914E106	137	10,613	SH	DFND	1	0	0	10,613
COHEN & STEERS REIT & PFD INC	PREFERRED STOCK	19247X100	25	1,600	SH	OTR	1	0	0	1,600
DIREXION SHARES ETF TRUST	PREFERRED STOCK	25459Y488	1	25	SH	OTR	1	0	0	25
DNP SELECT INCOME FUND	PREFERRED STOCK	23325P104	10	1,000	SH	OTR	1	0	0	1,000
ELEMENTS ROGERS INTL COMMODITY	PREFERRED STOCK	870297801	23	2,801	SH	DFND	1	0	0	2,801
GUGGENHEIM S&P GBL WATER IDX E	PREFERRED STOCK	18383Q507	3	100	SH	OTR	1	0	0	100
IPATH S&P 500 VIX SH-TER FUT E	PREFERRED STOCK	06740C188	15	1,000	SH	DFND	1	0	0	1,000
ISHARES CORE MSCI EMERGING	PREFERRED STOCK	46434G103	34	704	SH	DFND	1	0	0	704
ISHARES CORE S&P MID-CAP ETF	PREFERRED STOCK	464287507	317	2,555	SH	DFND	1	0	0	2,555
ISHARES CORE S&P SMALL-CAP ETF	PREFERRED STOCK	464287804	1,870	18,737	SH	DFND	1	0	0	18,737
ISHARES CORE S&P 500 ETF	PREFERRED STOCK	464287200	5,523	32,698	SH	DFND	1	0	0	32,698
ISHARES CORE S&P 500 ETF	PREFERRED STOCK	464287200	1,969	11,656	SH	OTR	1	0	0	11,656
ISHARES GOLD TRUST	PREFERRED STOCK	464285105	970	75,256	SH	DFND	1	0	0	75,256
ISHARES GOLD TRUST	PREFERRED STOCK	464285105	20	1,530	SH	OTR	1	0	0	1,530
ISHARES HIGH DIVIDEND ETF	PREFERRED STOCK	46429B663	13,058	197,006	SH	DFND	1	0	0	197,006
ISHARES HIGH DIVIDEND ETF	PREFERRED STOCK	46429B663	1,471	22,199	SH	OTR	1	0	0	22,199
ISHARES MORTGAGE REAL ESTATE C	PREFERRED STOCK	464288539	6	525	SH	DFND	1	0	0	525
ISHARES RUSSELL MID-CAP ETF	PREFERRED STOCK	464287499	138	990	SH	DFND	1	0	0	990
ISHARES RUSSELL MID-CAP GROWTH	PREFERRED STOCK	464287481	622	7,953	SH	DFND	1	0	0	7,953
ISHARES RUSSELL MID-CAP VALUE	PREFERRED STOCK	464287473	486	7,984	SH	DFND	1	0	0	7,984
ISHARES RUSSELL 1000 ETF	PREFERRED STOCK	464287622	5,727	60,816	SH	DFND	1	0	0	60,816
ISHARES RUSSELL 1000 ETF	PREFERRED STOCK	464287622	234	2,480	SH	OTR	1	0	0	2,480
ISHARES RUSSELL 1000 GROWTH ET	PREFERRED STOCK	464287614	17,124	218,977	SH	DFND	1	0	0	218,977
ISHARES RUSSELL 1000 GROWTH ET	PREFERRED STOCK	464287614	2,373	30,340	SH	OTR	1	0	0	30,340
ISHARES RUSSELL 1000 VALUE ETF	PREFERRED STOCK	464287598	24,895	288,803	SH	DFND	1	0	0	288,803
ISHARES RUSSELL 1000 VALUE ETF	PREFERRED STOCK	464287598	3,932	45,610	SH	OTR	1	0	0	45,610
ISHARES RUSSELL 2000 ETF	PREFERRED STOCK	464287655	487	4,571	SH	DFND	1	0	0	4,571
ISHARES RUSSELL 2000	PREFERRED	464287655	125	1,172	SH	OTR	1	0	0	1,172

ETF	STOCK									
ISHARES RUSSELL 2000 GROWTH ET	PREFERRED STOCK	464287648	7,002	55,639	SH	DFND	1	0	0	55,639
ISHARES RUSSELL 2000 GROWTH ET	PREFERRED STOCK	464287648	949	7,542	SH	OTR	1	0	0	7,542
ISHARES RUSSELL 2000 VALUE ETF	PREFERRED STOCK	464287630	114	1,241	SH	DFND	1	0	0	1,241
ISHARES RUSSELL 2000 VALUE ETF	PREFERRED STOCK	464287630	32	350	SH	OTR	1	0	0	350
ISHARES S&P GSCI COMMODITY TRU	PREFERRED STOCK	46428R107	10	300	SH	DFND	1	0	0	300
ISHARES S&P MID-CAP 400 GROWTH	PREFERRED STOCK	464287606	5,709	41,042	SH	DFND	1	0	0	41,042
ISHARES S&P MID-CAP 400 GROWTH	PREFERRED STOCK	464287606	211	1,520	SH	OTR	1	0	0	1,520
ISHARES S&P MID-CAP 400 VALUE	PREFERRED STOCK	464287705	2,168	20,071	SH	DFND	1	0	0	20,071
ISHARES S&P MID-CAP 400 VALUE	PREFERRED STOCK	464287705	244	2,262	SH	OTR	1	0	0	2,262
ISHARES S&P SM-CAP 600 GROWTH	PREFERRED STOCK	464287887	47	434	SH	DFND	1	0	0	434
ISHARES S&P SM-CAP 600 GROWTH	PREFERRED STOCK	464287887	26	244	SH	OTR	1	0	0	244
ISHARES S&P 500 GROWTH ETF	PREFERRED STOCK	464287309	51	568	SH	DFND	1	0	0	568
ISHARES SELECT DIVIDEND ETF	PREFERRED STOCK	464287168	144	2,170	SH	DFND	1	0	0	2,170
ISHARES SELECT DIVIDEND ETF	PREFERRED STOCK	464287168	25	374	SH	OTR	1	0	0	374
ISHARES SILVER TRUST	PREFERRED STOCK	46428Q109	17	817	SH	DFND	1	0	0	817
ISHARES SILVER TRUST	PREFERRED STOCK	46428Q109	8	400	SH	OTR	1	0	0	400
ISHARES U.S. BASIC MATERIALS E	PREFERRED STOCK	464287838	55	750	SH	OTR	1	0	0	750
ISHARES U.S. FINANCIALS ETF	PREFERRED STOCK	464287788	15	200	SH	DFND	1	0	0	200
ISHARES U.S. HOME CONSTRUCTION	PREFERRED STOCK	464288752	18	825	SH	OTR	1	0	0	825
ISHARES U.S. PREFERRED STOCK E	PREFERRED STOCK	464288687	79	2,075	SH	DFND	1	0	0	2,075
ISHARES U.S. UTILITIES ETF	PREFERRED STOCK	464287697	6	60	SH	DFND	1	0	0	60
MARKET VECTORS ETF TRUST	PREFERRED STOCK	57060U191	28	597	SH	DFND	1	0	0	597
MARKET VECTORS ETF TRUST	PREFERRED STOCK	57061R544	4	94	SH	DFND	1	0	0	94
MEXICO FD	PREFERRED STOCK	592835102	6	200	SH	OTR	1	0	0	200
POWERSHARES DB COMM IDX TRACKI	PREFERRED STOCK	73935S105	393	15,254	SH	DFND	1	0	0	15,254
POWERSHARES DB COMM IDX TRACKI	PREFERRED STOCK	73935S105	57	2,200	SH	OTR	1	0	0	2,200
POWERSHARES QQQ	PREFERRED STOCK	73935A104	65	830	SH	DFND	1	0	0	830
PROSHARES SHORT S&P 500	PREFERRED STOCK	74347R503	6	200	SH	OTR	1	0	0	200
PROSHARES TRUST	PREFERRED STOCK	74347B300	1	25	SH	OTR	1	0	0	25
REAVES UTILITY INCOME FUND	PREFERRED STOCK	756158101	13	500	SH	DFND	1	0	0	500
SECTOR SPDR HEALTH CARE	PREFERRED STOCK	81369Y209	12	231	SH	DFND	1	0	0	231
SECTOR SPDR TECHNOLOGY	PREFERRED STOCK	81369Y803	30	936	SH	DFND	1	0	0	936
SECTOR SPDR TECHNOLOGY	PREFERRED STOCK	81369Y803	22	700	SH	OTR	1	0	0	700
SPDR CONSUMER DISCRETIONARY ET	PREFERRED STOCK	81369Y407	2	41	SH	DFND	1	0	0	41

SPDR CONSUMER STAPLES ETF	PREFERRED STOCK	81369Y308	6	151	SH	DFND	1	0	0	151
SPDR DJ INDUSTRIAL AVG ETF	PREFERRED STOCK	78467X109	6,335	41,955	SH	DFND	1	0	0	41,955
SPDR DJ REIT ETF	PREFERRED STOCK	78464A607	326	4,465	SH	DFND	1	0	0	4,465
SPDR ENERGY SELECT SECTOR ETF	PREFERRED STOCK	81369Y506	15	176	SH	DFND	1	0	0	176
SPDR ENERGY SELECT SECTOR ETF	PREFERRED STOCK	81369Y506	14	171	SH	OTR	1	0	0	171
SPDR FINANCIAL SELECT SECTOR E	PREFERRED STOCK	81369Y605	939	47,194	SH	DFND	1	0	0	47,194
SPDR FINANCIAL SELECT SECTOR E	PREFERRED STOCK	81369Y605	859	43,132	SH	OTR	1	0	0	43,132
SPDR GOLD SHARES	PREFERRED STOCK	78463V107	1,572	12,262	SH	DFND	1	0	0	12,262
SPDR GOLD SHARES	PREFERRED STOCK	78463V107	425	3,315	SH	OTR	1	0	0	3,315
SPDR INDUSTRIAL SELECT SECTOR	PREFERRED STOCK	81369Y704	2	48	SH	DFND	1	0	0	48
SPDR MATERIALS SELECT SECTOR E	PREFERRED STOCK	81369Y100	0	11	SH	DFND	1	0	0	11
SPDR MSCI ACWI EX-US	PREFERRED STOCK	78463X848	45	1,308	SH	DFND	1	0	0	1,308
SPDR S&P BIOTECH ETF	PREFERRED STOCK	78464A870	646	5,000	SH	OTR	1	0	0	5,000
SPDR S&P DIVIDEND ETF	PREFERRED STOCK	78464A763	18,384	266,661	SH	DFND	1	0	0	266,661
SPDR S&P DIVIDEND ETF	PREFERRED STOCK	78464A763	3,551	51,508	SH	OTR	1	0	0	51,508
SPDR S&P MIDCAP 400 ETF	PREFERRED STOCK	78467Y107	136	600	SH	DFND	1	0	0	600
SPDR S&P MIDCAP 400 ETF	PREFERRED STOCK	78467Y107	3,614	15,970	SH	OTR	1	0	0	15,970
SPDR S&P OIL & GAS EXPL & PROD	PREFERRED STOCK	78464A730	47	720	SH	OTR	1	0	0	720
SPDR S&P REGIONAL BANKING ETF	PREFERRED STOCK	78464A698	14	400	SH	DFND	1	0	0	400
SPDR S&P REGIONAL BANKING ETF	PREFERRED STOCK	78464A698	7	200	SH	OTR	1	0	0	200
SPDR S&P 400 MID CAP VALUE ETF	PREFERRED STOCK	78464A839	34	460	SH	OTR	1	0	0	460
SPDR S&P 500 ETF	PREFERRED STOCK	78462F103	11,942	71,079	SH	DFND	1	0	0	71,079
SPDR S&P 500 ETF	PREFERRED STOCK	78462F103	5,931	35,301	SH	OTR	1	0	0	35,301
SPDR S&P 600 SMALL CAP VALUE E	PREFERRED STOCK	78464A300	37	380	SH	OTR	1	0	0	380
TORTOISE ENERGY CAPITAL CORP C	PREFERRED STOCK	89147U100	32	1,000	SH	OTR	1	0	0	1,000
UNITED STATES OIL ETF	PREFERRED STOCK	91232N108	18	500	SH	DFND	1	0	0	500
UTILITIES SELECT SECTOR SPDR E	PREFERRED STOCK	81369Y886	357	9,562	SH	DFND	1	0	0	9,562
UTILITIES SELECT SECTOR SPDR E	PREFERRED STOCK	81369Y886	129	3,450	SH	OTR	1	0	0	3,450
VANGUARD GLBL EX-US REAL EST	PREFERRED STOCK	922042676	2	28	SH	DFND	1	0	0	28
VANGUARD GROWTH ETF	PREFERRED STOCK	922908736	10	117	SH	DFND	1	0	0	117
VANGUARD HIGH DIVIDEND YIELD E	PREFERRED STOCK	921946406	1,035	18,007	SH	DFND	1	0	0	18,007
VANGUARD HIGH DIVIDEND YIELD E	PREFERRED STOCK	921946406	462	8,043	SH	OTR	1	0	0	8,043
VANGUARD MID-CAP VALUE ETF	PREFERRED STOCK	922908512	3	39	SH	DFND	1	0	0	39
VANGUARD REIT ETF	PREFERRED STOCK	922908553	1,654	25,013	SH	DFND	1	0	0	25,013
VANGUARD REIT ETF	PREFERRED	922908553	608	9,194	SH	OTR	1	0	0	9,194

	STOCK									
VANGUARD TELECOMMUNICATION SER	PREFERRED STOCK	92204A884	2	19	SH	DFND	1	0	0	19
VANGUARD TOTAL STOCK MARKET ET	PREFERRED STOCK	922908769	15	168	SH	DFND	1	0	0	168
VANGUARD UTILITIES ETF	PREFERRED STOCK	92204A876	27	325	SH	OTR	1	0	0	325
VANGUARD VALUE ETF	PREFERRED STOCK	922908744	10	141	SH	DFND	1	0	0	141
WISDOMTREE GLB EX-US REAL ESTA	PREFERRED STOCK	97717W331	229	8,195	SH	DFND	1	0	0	8,195
"INVECO TRST FOR INVETMT GRDE	PREFERRED STOCK	46131T101	7	500	SH	OTR	1	0	0	500
"INVESCO MUNICIPAL OPPORTUNITY	PREFERRED STOCK	46132C107	87	7,385	SH	OTR	1	0	0	7,385
"INVESCO TRUST FOR INVEST GRAD	PREFERRED STOCK	46131M106	73	5,851	SH	OTR	1	0	0	5,851
"INVESO PENLVNA VALUE MUNCPA I	PREFERRED STOCK	46132K109	441	34,907	SH	DFND	1	0	0	34,907
"INVESO PENLVNA VALUE MUNCPA I	PREFERRED STOCK	46132K109	174	13,763	SH	OTR	1	0	0	13,763
BLACKROCK MUNIHLDGS NJ INSURED	PREFERRED STOCK	09254X101	41	3,050	SH	OTR	1	0	0	3,050
BLACKROCK MUNIHLDGS NY INSURED	PREFERRED STOCK	09255C106	39	3,050	SH	OTR	1	0	0	3,050
BLACKROCK MUNIYIELD QUALITY FD	PREFERRED STOCK	09254E103	13	984	SH	DFND	1	0	0	984
BLACKROCK MUNIYLD QUALITY FUND	PREFERRED STOCK	09254G108	85	6,850	SH	OTR	1	0	0	6,850
DREYFUS MUNICIPAL INCOME FUND	PREFERRED STOCK	26201R102	62	7,200	SH	OTR	1	0	0	7,200
DREYFUS STRATEGIC MUNI BOND FU	PREFERRED STOCK	26202F107	213	27,602	SH	DFND	1	0	0	27,602
DREYFUS STRATEGIC MUNI BOND FU	PREFERRED STOCK	26202F107	54	7,000	SH	OTR	1	0	0	7,000
EATON VANCE MUNICIPAL INCOME T	PREFERRED STOCK	27826U108	55	5,000	SH	OTR	1	0	0	5,000
INVESCO VALUE MUNICIPAL INCOME	PREFERRED STOCK	46132P108	38	2,814	SH	OTR	1	0	0	2,814
INVESCO VAN KAMPEN QUALITY MUN	PREFERRED STOCK	46133G107	37	3,197	SH	OTR	1	0	0	3,197
MFS HIGH YIELD MUNICIPAL TRUST	PREFERRED STOCK	59318E102	2	600	SH	OTR	1	0	0	600
NUVEEN AMT-FREE MUNI INCOME FU	PREFERRED STOCK	670657105	5	429	SH	DFND	1	0	0	429
NUVEEN CA DIV ADVANTAGE MUNI F	PREFERRED STOCK	67069X104	83	6,300	SH	DFND	1	0	0	6,300
NUVEEN MUNICIPAL INCOME FUND	PREFERRED STOCK	67062J102	23	2,330	SH	DFND	1	0	0	2,330
NUVEEN MUNICIPAL OPPORTUNITY F	PREFERRED STOCK	670984103	5	396	SH	OTR	1	0	0	396
NUVEEN MUNICIPAL VALUE FUND	PREFERRED STOCK	670928100	27	2,975	SH	DFND	1	0	0	2,975
NUVEEN MUNICIPAL VALUE FUND	PREFERRED STOCK	670928100	52	5,744	SH	OTR	1	0	0	5,744
NUVEEN PA DIVIDEND ADVANTAGE M	PREFERRED STOCK	67070E103	37	3,000	SH	DFND	1	0	0	3,000
NUVEEN PA DVD ADV MUNI FD 2	PREFERRED STOCK	67071W102	36	3,000	SH	DFND	1	0	0	3,000
NUVEEN PA INVESTMENT QUALITY M	PREFERRED STOCK	670972108	113	8,984	SH	DFND	1	0	0	8,984
NUVEEN PA INVESTMENT QUALITY M	PREFERRED STOCK	670972108	45	3,600	SH	OTR	1	0	0	3,600
NUVEEN PA PREM INCOME MUN FD 2	PREFERRED STOCK	67061F101	118	9,616	SH	DFND	1	0	0	9,616
NUVEEN PERFORMANCE PLUS MUNI F	PREFERRED STOCK	67062P108	23	1,715	SH	OTR	1	0	0	1,715
NUVEEN QUALITY	PREFERRED	670977107	6	500	SH	DFND	1	0	0	500

INCOME MUNICIPAL	STOCK									
NUVEEN QUALITY INCOME MUNICIPAL	PREFERRED STOCK	670977107	3	210	SH	OTR	1	0	0	210
NUVEEN QUALITY MUNICIPAL FD	PREFERRED STOCK	67062N103	15	1,200	SH	DFND	1	0	0	1,200
NUVEEN SELECT MATURITIES MUNICIPAL	PREFERRED STOCK	67061T101	25	2,550	SH	DFND	1	0	0	2,550
NUVEEN SELECT QUALITY MUNICIPAL	PREFERRED STOCK	670973106	5	406	SH	OTR	1	0	0	406
"INVESCO BOND FUND"	PREFERRED STOCK	46132L107	14	818	SH	DFND	1	0	0	818
"INVESCO HIGH INCOME TRUST II"	PREFERRED STOCK	46131F101	2	111	SH	DFND	1	0	0	111
"INVESCO HIGH INCOME TRUST II"	PREFERRED STOCK	46131F101	3	158	SH	OTR	1	0	0	158
ALLIANCEBERNSTEIN INCOME FUND	PREFERRED STOCK	01881E101	14	2,000	SH	DFND	1	0	0	2,000
EATON VANCE FLOATING RATE INCO	PREFERRED STOCK	278279104	7	450	SH	DFND	1	0	0	450
EATON VANCE MUNICIPAL BOND FD	PREFERRED STOCK	27827K109	27	2,400	SH	DFND	1	0	0	2,400
EATON VANCE SR FLOATING RATE C	PREFERRED STOCK	27828Q105	533	34,550	SH	DFND	1	0	0	34,550
EATON VANCE SR FLOATING RATE C	PREFERRED STOCK	27828Q105	105	6,802	SH	OTR	1	0	0	6,802
FLAHERTY & CRUMRINE PFD SEC IN	PREFERRED STOCK	338478100	9	500	SH	OTR	1	0	0	500
ISHARES CORE TOTAL U.S. BOND M	PREFERRED STOCK	464287226	50	470	SH	OTR	1	0	0	470
ISHARES GLOBAL INFLTN-LINKED B	PREFERRED STOCK	46429B812	72	1,435	SH	DFND	1	0	0	1,435
ISHARES IBOXX \$ HGH YD CORP BD	PREFERRED STOCK	464288513	18	200	SH	DFND	1	0	0	200
ISHARES IBOXX \$ HGH YD CORP BD	PREFERRED STOCK	464288513	27	297	SH	OTR	1	0	0	297
ISHARES IBOXX \$ INVSTMNT CORP	PREFERRED STOCK	464287242	5	48	SH	DFND	1	0	0	48
ISHARES INT GOVERNMENT/CREDIT	PREFERRED STOCK	464288612	17	151	SH	DFND	1	0	0	151
ISHARES INTERMEDIATE CREDIT BO	PREFERRED STOCK	464288638	5	50	SH	DFND	1	0	0	50
ISHARES INTERMEDIATE CREDIT BO	PREFERRED STOCK	464288638	64	594	SH	OTR	1	0	0	594
ISHARES JPM USD EMERGING MKTS	PREFERRED STOCK	464288281	1	6	SH	DFND	1	0	0	6
ISHARES MBS ETF	PREFERRED STOCK	464288588	7	64	SH	DFND	1	0	0	64
ISHARES TIPS BOND ETF	PREFERRED STOCK	464287176	1,292	11,476	SH	DFND	1	0	0	11,476
ISHARES TIPS BOND ETF	PREFERRED STOCK	464287176	189	1,682	SH	OTR	1	0	0	1,682
ISHARES 1-3 YEAR CREDIT BOND E	PREFERRED STOCK	464288646	3	31	SH	DFND	1	0	0	31
ISHARES 1-3 YEAR TREASURY BOND	PREFERRED STOCK	464287457	7	83	SH	DFND	1	0	0	83
JOHN HANCOCK PREFERRED INCOME	PREFERRED STOCK	41013X106	11	550	SH	DFND	1	0	0	550
NUVEEN QUALITY PFD INCOME FD 2	PREFERRED STOCK	67072C105	11	1,400	SH	DFND	1	0	0	1,400
NUVEEN QUALITY PFD INCOME FD 3	PREFERRED STOCK	67072W101	11	1,400	SH	DFND	1	0	0	1,400
NUVEEN QUALITY PFD INCOME FD 3	PREFERRED STOCK	67072W101	6	700	SH	OTR	1	0	0	700
NUVEEN QUALITY PREFERRED INCOM	PREFERRED STOCK	67071S101	11	1,400	SH	DFND	1	0	0	1,400
SPDR BARCLAYS HIGH YIELD BOND	PREFERRED STOCK	78464A417	49	1,234	SH	DFND	1	0	0	1,234
SPDR BARCLAYS INTL TREASURY ET	PREFERRED STOCK	78464A516	3	51	SH	DFND	1	0	0	51

SPDR BARCLAYS TIPS ETF	PREFERRED STOCK	78464A656	198	3,550	SH	DFND	1	0	0	3,550
TEMPLETON GLOBAL INCOME FUND-D	PREFERRED STOCK	880198106	320	38,250	SH	DFND	1	0	0	38,250
VANGUARD INT-TRM BOND ETF	PREFERRED STOCK	921937819	47	561	SH	DFND	1	0	0	561
VANGUARD LONG-TERM BOND ETF	PREFERRED STOCK	921937793	1	17	SH	DFND	1	0	0	17
VANGUARD SHORT-TERM BD ETF	PREFERRED STOCK	921937827	108	1,346	SH	DFND	1	0	0	1,346
VANGUARD TOTAL BOND MKT ETF	PREFERRED STOCK	921937835	7,568	93,574	SH	DFND	1	0	0	93,574
VANGUARD TOTAL BOND MKT ETF	PREFERRED STOCK	921937835	835	10,329	SH	OTR	1	0	0	10,329
WELLS FARGO INCOME OPPORTUNITI	PREFERRED STOCK	94987B105	36	4,035	SH	DFND	1	0	0	4,035
ALLEGHENY TECH CONV 4.250% 6	OTHER	01741RAD4	2	2,000	SH	DFND	1	0	0	2,000
MFS MUN INCOME TR SH BEN INT	OTHER	552738106	2	300	SH	OTR	1	0	0	300
CHESAPEAKE GRANITE WASH TRUST	OTHER	165185109	7	525	PRN	DFND	1	0	0	525
ALPINE TOTAL DYNAMIC DVD FD	OTHER	021060108	19	4,844	SH	DFND	1	0	0	4,844
ALPINE TOTAL DYNAMIC DVD FD	OTHER	021060108	2	500	SH	OTR	1	0	0	500
EGSHARES EM CONSUMER ETF	OTHER	268461779	35	1,317	SH	DFND	1	0	0	1,317
ELEMENTS ROGERS INTL COMMOD AG	OTHER	870297603	4	500	SH	DFND	1	0	0	500
INDIA FUND	OTHER	454089103	43	2,270	SH	DFND	1	0	0	2,270
ISHARES CHINA LARGE-CAP ETF	OTHER	464287184	2	46	SH	DFND	1	0	0	46
ISHARES EUROPE ETF	OTHER	464287861	88	2,000	SH	OTR	1	0	0	2,000
ISHARES MSCI CANADA ETF	OTHER	464286509	36	1,275	SH	DFND	1	0	0	1,275
ISHARES MSCI EAFE ETF	OTHER	464287465	66,312	1,039,349	SH	DFND	1	0	0	1,039,349
ISHARES MSCI EAFE ETF	OTHER	464287465	6,281	98,446	SH	OTR	1	0	0	98,446
ISHARES MSCI EAFE GROWTH ETF	OTHER	464288885	1,820	26,718	SH	DFND	1	0	0	26,718
ISHARES MSCI EAFE GROWTH ETF	OTHER	464288885	405	5,940	SH	OTR	1	0	0	5,940
ISHARES MSCI EAFE SMALL-CAP ET	OTHER	464288273	132	2,719	SH	DFND	1	0	0	2,719
ISHARES MSCI EAFE VALUE ETF	OTHER	464288877	100	1,832	SH	DFND	1	0	0	1,832
ISHARES MSCI EMERGING MARKETS	OTHER	464287234	1,915	46,980	SH	DFND	1	0	0	46,980
ISHARES MSCI EMERGING MARKETS	OTHER	464287234	381	9,360	SH	OTR	1	0	0	9,360
ISHARES MSCI ISRAEL CAPPED ETF	OTHER	464286632	18	393	SH	DFND	1	0	0	393
ISHARES MSCI JAPAN ETF	OTHER	464286848	18	1,500	SH	DFND	1	0	0	1,500
ISHARES MSCI PACIFIC EX JAPAN	OTHER	464286665	72	1,501	SH	DFND	1	0	0	1,501
ISHARES MSCI USA ETF	OTHER	464286699	3	139	SH	DFND	1	0	0	139
SPDR DJ INTL REAL ESTATE ETF	OTHER	78463X863	1,996	47,385	SH	DFND	1	0	0	47,385
SPDR DJ INTL REAL ESTATE ETF	OTHER	78463X863	270	6,413	SH	OTR	1	0	0	6,413
SPROTT PHYSICAL SILVER TRUST	OTHER	85207K107	9	1,000	SH	DFND	1	0	0	1,000
TEMPLETON DRAGON FUND INC	OTHER	88018T101	3	100	SH	DFND	1	0	0	100
VANGUARD FTSE DEVELOPED MARKET	OTHER	921943858	6,516	164,637	SH	DFND	1	0	0	164,637
VANGUARD FTSE DEVELOPED MARKET	OTHER	921943858	521	13,166	SH	OTR	1	0	0	13,166

VANGUARD FTSE EMERGING MARKETS	OTHER	922042858	249	6,208	SH	DFND	1	0	0	6,208
VANGUARD FTSE EMERGING MARKETS	OTHER	922042858	732	18,245	SH	OTR	1	0	0	18,245
WISDOMTREE EMRG MKTS EQ INC ET	OTHER	97717W315	2,184	42,259	SH	DFND	1	0	0	42,259
WISDOMTREE EMRG MKTS EQ INC ET	OTHER	97717W315	358	6,925	SH	OTR	1	0	0	6,925
WISDOMTREE INTL SM CAP DIVIDEN	OTHER	97717W760	61	1,007	SH	DFND	1	0	0	1,007
ACCESS MIDSTREAM PARTNERS LP	OTHER	00434L109	117	2,420	SH	DFND	1	2,120	0	300
AMERIGAS PARTNERS LP	OTHER	030975106	13	300	SH	DFND	1	300	0	0
AMERIGAS PARTNERS LP	OTHER	030975106	13	300	SH	OTR	1	300	0	0
ATLAS PIPELINE PARTNERS LP	OTHER	049392103	16	400	SH	OTR	1	400	0	0
BLACKSTONE GROUP LP (THE)	OTHER	09253U108	25	1,000	SH	DFND	1	1,000	0	0
BLACKSTONE GROUP LP (THE)	OTHER	09253U108	2	100	SH	OTR	1	0	0	100
BUCKEYE PARTNERS LP UNIT LTD P	OTHER	118230101	3	50	SH	OTR	1	50	0	0
CEDAR FAIR LTD PTR	OTHER	150185106	33	750	SH	DFND	1	750	0	0
CHENIERE ENERGY PARTNERS LP	OTHER	16411Q101	111	4,200	SH	OTR	1	0	0	4,200
COMPASS DIVERSIFIED HLDG	OTHER	20451Q104	27	1,500	SH	DFND	1	1,500	0	0
EL PASO PIPELINE PARTNERS LP	OTHER	283702108	42	1,000	SH	DFND	1	1,000	0	0
ENERGY TRANSFER EQUITY LP	OTHER	29273V100	7	100	SH	DFND	1	100	0	0
ENERGY TRANSFER PARTNERS LP	OTHER	29273R109	44	850	SH	DFND	1	850	0	0
ENERGY TRANSFER PARTNERS LP	OTHER	29273R109	52	1,000	SH	OTR	1	1,000	0	0
ENTERPRISE PRODUCTS PARTNERS L	OTHER	293792107	431	7,057	SH	DFND	1	6,857	0	200
ENTERPRISE PRODUCTS PARTNERS L	OTHER	293792107	55	904	SH	OTR	1	904	0	0
INERGY LP	OTHER	456615103	25	1,810	SH	DFND	1	1,810	0	0
INERGY MIDSTREAM LP	OTHER	45671U106	17	781	SH	DFND	1	781	0	0
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	259	3,250	SH	DFND	1	3,100	0	150
KINDER MORGAN ENERGY PARTNERS	OTHER	494550106	128	1,600	SH	OTR	1	1,425	0	175
KINDER MORGAN MANAGEMENT LLC	OTHER	49455U100	746	9,951	SH	DFND	1	9,951	0	0
KINDER MORGAN MANAGEMENT LLC	OTHER	49455U100	32	430	SH	OTR	1	430	0	0
LINN ENERGY LLC	OTHER	536020100	26	1,000	SH	DFND	1	1,000	0	0
LINN ENERGY LLC	OTHER	536020100	1	50	SH	OTR	1	0	0	50
MAGELLAN MIDSTREAM PARTNERS L.	OTHER	559080106	136	2,410	SH	DFND	1	2,410	0	0
MAGELLAN MIDSTREAM PARTNERS L.	OTHER	559080106	24	424	SH	OTR	1	424	0	0
MARKWEST ENERGY PARTNERS LP	OTHER	570759100	14	200	SH	OTR	1	200	0	0
NUSTAR ENERGY LP	OTHER	67058H102	20	503	SH	OTR	1	503	0	0
ONEOK PARTNERS LP	OTHER	68268N103	95	1,800	SH	OTR	1	1,800	0	0
PAA NATURAL GAS STORAGE LP	OTHER	693139107	12	500	SH	OTR	1	500	0	0
PLAINS ALL AMERICAN PIPELINE L	OTHER	726503105	26	500	SH	OTR	1	500	0	0
REGENCY ENERGY PARTNERS LP	OTHER	75885Y107	34	1,200	SH	DFND	1	1,200	0	0
SAN JUAN BASIN ROYALTY TR	OTHER	798241105	2	150	SH	OTR	1	0	0	150

SPECTRA ENERGY PARTNERS LP	OTHER	84756N109	2	50	SH	OTR	1	50	0	0
SUBURBAN PROPANE PARTNERS LP L	OTHER	864482104	21	445	SH	DFND	1	445	0	0
SUBURBAN PROPANE PARTNERS LP L	OTHER	864482104	47	1,000	SH	OTR	1	1,000	0	0
SUNOCO LOGISTICS PARTNERS LP	OTHER	86764L108	83	1,250	SH	DFND	1	1,250	0	0
SUNOCO LOGISTICS PARTNERS LP	OTHER	86764L108	27	400	SH	OTR	1	400	0	0
TORTOISE MLP FUND INC	OTHER	89148B101	71	2,618	SH	DFND	1	2,618	0	0
TRANSMONTAIGNE PARTNERS LP	OTHER	89376V100	23	570	SH	DFND	1	570	0	0
TRANSMONTAIGNE PARTNERS LP	OTHER	89376V100	12	300	SH	OTR	1	300	0	0
WESTERN GAS PARTNERS LP	OTHER	958254104	124	2,055	SH	DFND	1	2,055	0	0
WESTERN GAS PARTNERS LP	OTHER	958254104	62	1,028	SH	OTR	1	1,028	0	0
ABBOTT LABORATORIES	COMMON STOCK	002824100	85	2,560	SH	DFND	3	2,320	0	240
ABBVIE INC	COMMON STOCK	00287Y109	115	2,560	SH	DFND	3	2,320	0	240
AFFILIATED MANAGERS GROUP	COMMON STOCK	008252108	80	436	SH	DFND	3	436	0	0
AIR PRODUCTS & CHEMICALS INC	COMMON STOCK	009158106	940	8,824	SH	DFND	3	8,639	0	185
ALBEMARLE CORP COM	COMMON STOCK	012653101	208	3,300	SH	DFND	3	3,300	0	0
ALEXION PHARMACEUTICALS INC CO	COMMON STOCK	015351109	62	532	SH	DFND	3	532	0	0
ALLIANCE DATA SYSTEMS CORP	COMMON STOCK	018581108	55	258	SH	DFND	3	258	0	0
ALTRIA GROUP INC	COMMON STOCK	02209S103	245	7,133	SH	DFND	3	7,133	0	0
ALTRIA GROUP INC	COMMON STOCK	02209S103	83	2,430	SH	OTR	3	0	0	2,430
AMAZON.COM INC	COMMON STOCK	023135106	104	332	SH	DFND	3	332	0	0
AMERICAN CAMPUS COMMUNITIES IN	COMMON STOCK	024835100	24	692	SH	DFND	3	692	0	0
AMERICAN TOWER CORP CL A	COMMON STOCK	03027X100	549	7,409	SH	DFND	3	7,129	0	280
AMGEN INC COM	COMMON STOCK	031162100	1,340	11,974	SH	DFND	3	11,784	0	190
APACHE CORP COM	COMMON STOCK	037411105	145	1,702	SH	DFND	3	1,702	0	0
APPLE INC	COMMON STOCK	037833100	2,617	5,489	SH	DFND	3	5,386	0	103
AT&T INC	COMMON STOCK	00206R102	31	915	SH	DFND	3	915	0	0
AT&T INC	COMMON STOCK	00206R102	75	2,210	SH	OTR	3	0	0	2,210
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670702	288	2,541	SH	DFND	3	2,541	0	0
BIOGEN IDEC INC	COMMON STOCK	09062X103	73	304	SH	DFND	3	304	0	0
BLACKROCK INC	COMMON STOCK	09247X101	207	764	SH	DFND	3	764	0	0
BLACKSTONE MTG TR INC CLS A RE	COMMON STOCK	09257W100	15	615	SH	DFND	3	615	0	0
BOEING CO COM	COMMON STOCK	097023105	95	810	SH	OTR	3	0	0	810
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	110122108	1,192	25,751	SH	DFND	3	25,751	0	0
BROWN-FORMAN CORP CL B	COMMON STOCK	115637209	74	1,089	SH	DFND	3	1,089	0	0
CAMERON	COMMON	13342B105	70	1,198	SH	DFND	3	1,198	0	0

INTERNATIONAL CORP	STOCK									
CARMAX INC	COMMON STOCK	143130102	256	5,283	SH	DFND	3	5,283	0	0
CARNIVAL CORPORATION	COMMON STOCK	143658300	156	4,779	SH	DFND	3	4,779	0	0
CATERPILLAR INC	COMMON STOCK	149123101	38	450	SH	DFND	3	450	0	0
CELGENE CORP COM	COMMON STOCK	151020104	84	548	SH	DFND	3	548	0	0
CENTURYLINK INC	COMMON STOCK	156700106	73	2,341	SH	DFND	3	2,341	0	0
CERNER CORP	COMMON STOCK	156782104	302	5,740	SH	DFND	3	5,308	0	432
CHEVRON CORP	COMMON STOCK	166764100	1,673	13,772	SH	DFND	3	13,772	0	0
CHEVRON CORP	COMMON STOCK	166764100	96	790	SH	OTR	3	0	0	790
CHIPOTLE MEXICAN GRILL-CL A	COMMON STOCK	169656105	51	120	SH	DFND	3	120	0	0
CISCO SYSTEMS INC	COMMON STOCK	17275R102	173	7,375	SH	DFND	3	7,375	0	0
CISCO SYSTEMS INC	COMMON STOCK	17275R102	79	3,360	SH	OTR	3	0	0	3,360
CITIGROUP INC	COMMON STOCK	172967424	876	18,065	SH	DFND	3	17,695	0	370
CITRIX SYSTEMS INC COM	COMMON STOCK	177376100	86	1,218	SH	DFND	3	1,218	0	0
CLOROX COMPANY	COMMON STOCK	189054109	31	383	SH	DFND	3	383	0	0
CME GROUP INC	COMMON STOCK	12572Q105	49	664	SH	DFND	3	664	0	0
COACH INC COMMON	COMMON STOCK	189754104	654	11,998	SH	DFND	3	11,626	0	372
COCA COLA CO COM	COMMON STOCK	191216100	653	17,229	SH	DFND	3	16,622	0	607
COMCAST CORP NEW A	COMMON STOCK	20030N101	1,691	37,482	SH	DFND	3	36,487	0	995
CONOCOPHILLIPS	COMMON STOCK	20825C104	941	13,532	SH	DFND	3	13,257	0	275
CONOCOPHILLIPS	COMMON STOCK	20825C104	110	1,580	SH	OTR	3	0	0	1,580
CORNING INC	COMMON STOCK	219350105	161	11,054	SH	DFND	3	11,054	0	0
COSTCO WHOLESALE CORP COM	COMMON STOCK	22160K105	27	233	SH	DFND	3	18	0	215
CUMMINS INC COM	COMMON STOCK	231021106	80	600	SH	DFND	3	600	0	0
DANAHER CORP COM	COMMON STOCK	235851102	1,122	16,187	SH	DFND	3	16,187	0	0
DARDEN RESTAURANTS INC COM	COMMON STOCK	237194105	26	551	SH	DFND	3	551	0	0
DEERE & CO COMMON	COMMON STOCK	244199105	27	333	SH	DFND	3	26	0	307
DIAMOND OFFSHORE DRILLING COM	COMMON STOCK	25271C102	73	1,170	SH	OTR	3	0	0	1,170
DIGITAL REALTY TRUST INC	COMMON STOCK	253868103	23	430	SH	DFND	3	430	0	0
DOMINION RESOURCES INC	COMMON STOCK	25746U109	34	538	SH	DFND	3	538	0	0
DOMINION RESOURCES INC	COMMON STOCK	25746U109	55	875	SH	OTR	3	0	0	875
DR PEPPER SNAPPLE GROUP INC	COMMON STOCK	26138E109	23	521	SH	DFND	3	41	0	480
E I DUPONT DE NEMOURS & CO COM	COMMON STOCK	263534109	96	1,637	SH	DFND	3	1,637	0	0
E I DUPONT DE NEMOURS & CO COM	COMMON STOCK	263534109	74	1,270	SH	OTR	3	0	0	1,270
EATON VANCE CORP	COMMON STOCK	278265103	219	5,642	SH	DFND	3	5,642	0	0

ECOLAB INC COM	COMMON STOCK	278865100	51	516	SH	DFND	3	516	0	0
EMC CORP MASS COM	COMMON STOCK	268648102	754	29,515	SH	DFND	3	28,771	0	744
EMERSON ELECTRIC CO	COMMON STOCK	291011104	287	4,433	SH	DFND	3	4,018	0	415
ENERGIZER HLDGS INC COM	COMMON STOCK	29266R108	171	1,880	SH	DFND	3	1,880	0	0
EXPRESS SCRIPTS HOLDING C	COMMON STOCK	30219G108	909	14,712	SH	DFND	3	14,152	0	560
EXXON MOBIL CORP	COMMON STOCK	30231G102	20	234	SH	DFND	3	17	0	217
FACEBOOK INC-A	COMMON STOCK	30303M102	64	1,280	SH	DFND	3	1,280	0	0
FASTENAL CO	COMMON STOCK	311900104	62	1,242	SH	DFND	3	1,242	0	0
FEDEX CORP COM	COMMON STOCK	31428X106	105	922	SH	DFND	3	922	0	0
FREEPORT-MCMORAN COPPER & GOLD	COMMON STOCK	35671D857	3	100	SH	DFND	3	100	0	0
GALLAGHER ARTHUR J. & CO	COMMON STOCK	363576109	75	1,719	SH	DFND	3	1,719	0	0
GENERAL DYNAMICS CORP COM	COMMON STOCK	369550108	177	2,019	SH	DFND	3	2,019	0	0
GENERAL ELECTRIC COMPANY	COMMON STOCK	369604103	1,220	51,064	SH	DFND	3	51,064	0	0
GENERAL ELECTRIC COMPANY	COMMON STOCK	369604103	81	3,410	SH	OTR	3	0	0	3,410
GENUINE PARTS INC	COMMON STOCK	372460105	70	865	SH	OTR	3	0	0	865
GILEAD SCIENCES INC COM	COMMON STOCK	375558103	333	5,292	SH	DFND	3	4,922	0	370
GLACIER BANCORP INC NEW	COMMON STOCK	37637Q105	32	1,306	SH	DFND	3	1,306	0	0
GOOGLE INC CL A	COMMON STOCK	38259P508	1,600	1,827	SH	DFND	3	1,781	0	46
HCP INCORPORATED REITS	COMMON STOCK	40414L109	72	1,750	SH	OTR	3	0	0	1,750
HEALTH CARE REIT INC	COMMON STOCK	42217K106	71	1,140	SH	OTR	3	0	0	1,140
HERTZ GLOBAL HOLDINGS INC	COMMON STOCK	42805T105	40	1,794	SH	DFND	3	1,794	0	0
HONEYWELL INTL INC COM	COMMON STOCK	438516106	338	4,075	SH	DFND	3	4,075	0	0
IBM CORPORATION	COMMON STOCK	459200101	857	4,627	SH	DFND	3	4,528	0	99
INTEL CORP COM	COMMON STOCK	458140100	205	8,965	SH	DFND	3	8,095	0	870
INTEL CORP COM	COMMON STOCK	458140100	86	3,740	SH	OTR	3	0	0	3,740
INTUITIVE SURGICAL INC	COMMON STOCK	46120E602	82	219	SH	DFND	3	199	0	20
J B HUNT TRANSPORT SERVICES IN	COMMON STOCK	445658107	69	942	SH	DFND	3	942	0	0
JOHNSON & JOHNSON	COMMON STOCK	478160104	1,116	12,878	SH	DFND	3	12,878	0	0
JOHNSON & JOHNSON	COMMON STOCK	478160104	101	1,160	SH	OTR	3	0	0	1,160
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	1,101	21,292	SH	DFND	3	20,752	0	540
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	64	1,230	SH	OTR	3	0	0	1,230
KIMBERLY CLARK CORP	COMMON STOCK	494368103	67	710	SH	OTR	3	0	0	710
KRAFT FOODS GROUP INC	COMMON STOCK	50076Q106	79	1,496	SH	DFND	3	1,496	0	0
KRAFT FOODS GROUP INC	COMMON STOCK	50076Q106	34	656	SH	OTR	3	0	0	656
LEGGETT & PLATT INC	COMMON	524660107	35	1,158	SH	DFND	3	1,158	0	0

	STOCK									
LILLY ELI & COMPANY COMMON	COMMON STOCK	532457108	315	6,257	SH	DFND	3	6,257	0	0
LILLY ELI & COMPANY COMMON	COMMON STOCK	532457108	97	1,920	SH	OTR	3	0	0	1,920
LINKEDIN CORP A	COMMON STOCK	53578A108	57	230	SH	DFND	3	230	0	0
LOCKHEED MARTIN CORPORATION CO	COMMON STOCK	539830109	29	225	SH	DFND	3	225	0	0
LOWES COMPANIES INC	COMMON STOCK	548661107	744	15,622	SH	DFND	3	15,176	0	446
MATTEL COMMON	COMMON STOCK	577081102	76	1,820	SH	DFND	3	1,820	0	0
MAXIM INTEGRATED PRODS INC COM	COMMON STOCK	57772K101	29	989	SH	DFND	3	989	0	0
MDC HOLDINGS INC	COMMON STOCK	552676108	31	1,038	SH	DFND	3	1,038	0	0
MEADWESTVACO CORP COMMON	COMMON STOCK	583334107	108	2,810	SH	DFND	3	2,810	0	0
MERCK & CO INC	COMMON STOCK	58933Y105	706	14,822	SH	DFND	3	14,822	0	0
MERCK & CO INC	COMMON STOCK	58933Y105	112	2,360	SH	OTR	3	0	0	2,360
METLIFE INC	COMMON STOCK	59156R108	1,089	23,205	SH	DFND	3	22,509	0	696
METLIFE INC	COMMON STOCK	59156R108	72	1,525	SH	OTR	3	0	0	1,525
MICROCHIP TECHNOLOGY INC COM	COMMON STOCK	595017104	44	1,096	SH	DFND	3	1,096	0	0
MICROSOFT CORP	COMMON STOCK	594918104	674	20,245	SH	DFND	3	20,245	0	0
MICROSOFT CORP	COMMON STOCK	594918104	93	2,790	SH	OTR	3	0	0	2,790
MONDELEZ INTERNATIONAL INC	COMMON STOCK	609207105	695	22,116	SH	DFND	3	21,769	0	347
MONSANTO COMPANY	COMMON STOCK	61166W101	113	1,078	SH	DFND	3	1,078	0	0
NATIONAL OILWELL VARCO INC	COMMON STOCK	637071101	907	11,618	SH	DFND	3	11,315	0	303
NEWMARKET CORPORATION	COMMON STOCK	651587107	298	1,035	SH	DFND	3	1,035	0	0
NEXTERA ENERGY INC	COMMON STOCK	65339F101	39	482	SH	DFND	3	482	0	0
NEXTERA ENERGY INC	COMMON STOCK	65339F101	102	1,270	SH	OTR	3	0	0	1,270
OCCIDENTAL PETROLEUM CORP COMM	COMMON STOCK	674599105	764	8,171	SH	DFND	3	7,819	0	352
OLD REPUBLIC INTL CORP COM	COMMON STOCK	680223104	77	5,002	SH	DFND	3	5,002	0	0
ONEBEACON INSURANCE GROUP LTD	COMMON STOCK	G67742109	45	3,038	SH	DFND	3	3,038	0	0
ORACLE CORPORATION COM	COMMON STOCK	68389X105	1,014	30,574	SH	DFND	3	29,747	0	827
PACKAGING CORP OF AMER COM	COMMON STOCK	695156109	22	378	SH	DFND	3	378	0	0
PAYCHEX INC COM	COMMON STOCK	704326107	65	1,596	SH	DFND	3	1,596	0	0
PEOPLES UNITED FINANCIAL INC	COMMON STOCK	712704105	98	6,820	SH	DFND	3	6,820	0	0
PEPSICO INC COM	COMMON STOCK	713448108	1,081	13,592	SH	DFND	3	13,592	0	0
PFIZER INC	COMMON STOCK	717081103	1,016	35,362	SH	DFND	3	35,362	0	0
PHILIP MORRIS INTL INC	COMMON STOCK	718172109	1,011	11,681	SH	DFND	3	11,681	0	0
PHILIP MORRIS INTL INC	COMMON STOCK	718172109	85	980	SH	OTR	3	0	0	980
PNC FINANCIAL SERVICES GROUP I	COMMON STOCK	693475105	635	8,768	SH	DFND	3	8,588	0	180

PPL CORP COM	COMMON STOCK	69351T106	3	90	SH	DFND	3	90	0	0
PRECISION CASTPARTS CORP COM	COMMON STOCK	740189105	317	1,397	SH	DFND	3	1,247	0	150
PRICELINE.COM INCORPORATED	COMMON STOCK	741503403	776	768	SH	DFND	3	752	0	16
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	402	5,324	SH	DFND	3	5,008	0	316
QUALCOMM INC COM	COMMON STOCK	747525103	1,543	22,916	SH	DFND	3	22,351	0	565
RAYTHEON CO COM NEW	COMMON STOCK	755111507	110	1,430	SH	OTR	3	0	0	1,430
RPM INTERNATIONAL INC COMMON	COMMON STOCK	749685103	112	3,085	SH	DFND	3	3,085	0	0
SCHWAB CHARLES CORP NEW COM	COMMON STOCK	808513105	67	3,168	SH	DFND	3	3,168	0	0
SONOCO PRODUCTS CO COM	COMMON STOCK	835495102	45	1,158	SH	DFND	3	1,158	0	0
SOUTHERN CO COM	COMMON STOCK	842587107	48	1,160	SH	DFND	3	1,160	0	0
SOUTHERN COPPER CORP	COMMON STOCK	84265V105	33	1,210	SH	DFND	3	1,210	0	0
SPECTRA ENERGY CORP	COMMON STOCK	847560109	80	2,339	SH	DFND	3	2,339	0	0
STARBUCKS CORP COM	COMMON STOCK	855244109	1,070	13,904	SH	DFND	3	13,569	0	335
STARWOOD PROPERTY TRUST INC	COMMON STOCK	85571B105	51	2,144	SH	DFND	3	2,144	0	0
STRYKER CORP COM	COMMON STOCK	863667101	150	2,223	SH	DFND	3	1,913	0	310
SYSCO CORP COMMON	COMMON STOCK	871829107	35	1,110	SH	DFND	3	1,110	0	0
T ROWE PRICE GROUP INC COMMON	COMMON STOCK	74144T108	1,093	15,196	SH	DFND	3	14,783	0	413
TARGET CORP COM	COMMON STOCK	87612E106	970	15,165	SH	DFND	3	14,765	0	400
THE HERSHEY COMPANY	COMMON STOCK	427866108	59	642	SH	DFND	3	642	0	0
THE TRAVELERS COMPANIES INC	COMMON STOCK	89417E109	1,004	11,841	SH	DFND	3	11,526	0	315
THE TRAVELERS COMPANIES INC	COMMON STOCK	89417E109	86	1,010	SH	OTR	3	0	0	1,010
TRACTOR SUPPLY COMPANY	COMMON STOCK	892356106	83	1,232	SH	DFND	3	1,232	0	0
U S BANCORP DEL COM NEW	COMMON STOCK	902973304	10	270	SH	DFND	3	270	0	0
UMPQUA HOLDINGS CORPORATION	COMMON STOCK	904214103	32	1,980	SH	DFND	3	1,980	0	0
UNION PACIFIC CORP COM	COMMON STOCK	907818108	597	3,843	SH	DFND	3	3,704	0	139
UNITED PARCEL SERVICE CL B	COMMON STOCK	911312106	852	9,327	SH	DFND	3	9,017	0	310
UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	912	8,456	SH	DFND	3	8,456	0	0
UNITEDHEALTH GROUP INC	COMMON STOCK	91324P102	333	4,653	SH	DFND	3	4,196	0	457
VERIZON COMMUNICATIONS COM	COMMON STOCK	92343V104	165	3,531	SH	DFND	3	3,531	0	0
VISA INC	COMMON STOCK	92826C839	330	1,725	SH	DFND	3	1,725	0	0
WAL MART STORES INC COM	COMMON STOCK	931142103	539	7,291	SH	DFND	3	7,291	0	0
WASTE MANAGEMENT INC	COMMON STOCK	94106L109	71	1,710	SH	DFND	3	1,380	0	330
WELLS FARGO & CO	COMMON STOCK	949746101	1,328	32,142	SH	DFND	3	31,492	0	650
WESTAR ENERGY INC	COMMON STOCK	95709T100	29	955	SH	DFND	3	955	0	0
ZOETIS INC	COMMON STOCK	98978V103	446	14,347	SH	DFND	3	13,912	0	435

	STOCK									
3M CO	COMMON STOCK	88579Y101	74	620	SH	OTR	3	0	0	620
ANHEUSER-BUSCH INBEV NV	COMMON STOCK	03524A108	321	3,236	SH	DFND	3	3,036	0	200
ASTRAZENECA GROUP PLC SPONSORE	COMMON STOCK	046353108	92	1,770	SH	OTR	3	0	0	1,770
BCE INC	COMMON STOCK	05534B760	74	1,740	SH	OTR	3	0	0	1,740
CANADIAN PACIFIC RAILWAY LTD	COMMON STOCK	13645T100	66	536	SH	DFND	3	536	0	0
CATAMARAN CORPORATION	COMMON STOCK	148887102	67	1,466	SH	DFND	3	1,466	0	0
DIAGEO PLC SPONSORED ADR	COMMON STOCK	25243Q205	64	500	SH	DFND	3	500	0	0
DIAGEO PLC SPONSORED ADR	COMMON STOCK	25243Q205	93	730	SH	OTR	3	0	0	730
ENI SPA-SPONS ADR	COMMON STOCK	26874R108	43	944	SH	DFND	3	944	0	0
HOME LOAN SERVICING SOLUTION	COMMON STOCK	G6648D109	28	1,290	SH	DFND	3	1,290	0	0
HSBC HOLDINGS PLC SPON ADR	COMMON STOCK	404280406	69	1,280	SH	OTR	3	0	0	1,280
MICHAEL KORS HOLDINGS LTD	COMMON STOCK	G60754101	73	978	SH	DFND	3	978	0	0
ROYAL DUTCH SHELL PLC-ADR A	COMMON STOCK	780259206	39	589	SH	DFND	3	589	0	0
ROYAL DUTCH SHELL PLC-ADR B	COMMON STOCK	780259107	87	1,270	SH	OTR	3	0	0	1,270
SCHLUMBERGER LTD	COMMON STOCK	806857108	1,263	14,298	SH	DFND	3	13,823	0	475
UNILEVER NV NY SHARES	COMMON STOCK	904784709	74	1,950	SH	OTR	3	0	0	1,950
UNILEVER PLC SPONSORED ADR	COMMON STOCK	904767704	82	2,127	SH	DFND	3	2,127	0	0
VODAFONE GROUP PLC - SP ADR	COMMON STOCK	92857W209	962	27,340	SH	DFND	3	26,600	0	740
VODAFONE GROUP PLC - SP ADR	COMMON STOCK	92857W209	108	3,060	SH	OTR	3	0	0	3,060
WHITE MOUNTAINS INSURANCE GROU	COMMON STOCK	G9618E107	216	381	SH	DFND	3	381	0	0
ISHARES CORE S&P MID-CAP ETF	PREFERRED STOCK	464287507	1,024	8,251	SH	OTR	3	0	0	8,251
ISHARES CORE S&P SMALL-CAP ETF	PREFERRED STOCK	464287804	1,069	10,714	SH	OTR	3	0	0	10,714
ISHARES RUSSELL 1000 GROWTH ET	PREFERRED STOCK	464287614	1,033	13,204	SH	DFND	3	0	0	13,204
ISHARES RUSSELL 1000 VALUE ETF	PREFERRED STOCK	464287598	2,544	29,514	SH	DFND	3	0	0	29,514
ISHARES RUSSELL 2000 GROWTH ET	PREFERRED STOCK	464287648	808	6,419	SH	DFND	3	0	0	6,419
POWERSHARES DB COMM IDX TRACKI	PREFERRED STOCK	73935S105	22	870	SH	DFND	3	0	0	870
SPDR S&P DIVIDEND ETF	PREFERRED STOCK	78464A763	388	5,626	SH	DFND	3	0	0	5,626
SPDR S&P 500 ETF	PREFERRED STOCK	78462F103	43	255	SH	DFND	3	0	0	255
SPDR S&P 500 ETF	PREFERRED STOCK	78462F103	3,042	18,107	SH	OTR	3	0	0	18,107
VANGUARD HIGH DIVIDEND YIELD E	PREFERRED STOCK	921946406	89	1,550	SH	DFND	3	0	0	1,550
VANGUARD REIT ETF	PREFERRED STOCK	922908553	1,584	23,942	SH	DFND	3	0	0	23,942
ISHARES INT GOVERNMENT/CREDIT	PREFERRED STOCK	464288612	5,091	46,241	SH	OTR	3	0	0	46,241
ISHARES TIPS BOND ETF	PREFERRED STOCK	464287176	1,642	14,588	SH	DFND	3	0	0	14,588
VANGUARD SHORT-TERM BD ETF	PREFERRED STOCK	921937827	6,729	83,720	SH	OTR	3	0	0	83,720

VANGUARD TOTAL BOND MKT ETF	PREFERRED STOCK	921937835	1,859	22,985	SH	DFND	3	0	0	22,985
ISHARES MSCI EAFE ETF	OTHER	464287465	4,533	71,044	SH	DFND	3	0	0	71,044
ISHARES MSCI EAFE ETF	OTHER	464287465	985	15,444	SH	OTR	3	0	0	15,444
SPDR DJ INTL REAL ESTATE ETF	OTHER	78463X863	1,946	46,187	SH	DFND	3	0	0	46,187
VANGUARD FTSE DEVELOPED MARKET	OTHER	921943858	464	11,732	SH	DFND	3	0	0	11,732
VANGUARD FTSE EMERGING MARKETS	OTHER	922042858	174	4,341	SH	DFND	3	0	0	4,341
WISDOMTREE EMRG MKTS EQ INC ET	OTHER	97717W315	230	4,445	SH	DFND	3	0	0	4,445
JPMORGAN ALERIAN MLP INDEX	OTHER	46625H365	375	8,418	SH	OTR	3	8,418	0	0
KINDER MORGAN MANAGEMENT LLC	OTHER	49455U100	79	1,048	SH	DFND	3	1,048	0	0
A V HOMES INC	COMMON	00234P102	105	6,000	SH	DFND	3	6,000	0	0
AIRGAS INC	COMMON	009363102	112	1,055	SH	SOLE	3	1,055	0	0
ALERE INC	COMMON	01449J105	119	3,890	SH	SOLE	3	3,890	0	0
ALLISON TRANSMISSI	COMMON	01973R101	100	4,000	SH	DFND	3	4,000	0	0
ALTERA CORP	COMMON	021441100	154	4,135	SH	SOLE	3	4,135	0	0
AMERN INTL GROUP INC	COMMON	026874784	134	2,750	SH	DFND	3	2,750	0	0
AMETEK INC	COMMON	031100100	146	3,175	SH	SOLE	3	3,175	0	0
ANSYS INC	COMMON	03662Q105	170	1,970	SH	SOLE	3	1,970	0	0
ARUBA NETWORKS	COMMON	043176106	85	5,085	SH	SOLE	3	5,085	0	0
ASHLAND INC	COMMON	044209104	188	2,035	SH	SOLE	3	2,035	0	0
AUTODESK INC	COMMON	052769106	157	3,815	SH	SOLE	3	3,815	0	0
AUXILIUM PHARMACEUTI	COMMON	05334D107	57	3,100	SH	SOLE	3	3,100	0	0
BABCOCK & WILCOX CO	COMMON	05615F102	83	2,450	SH	SOLE	3	2,450	0	0
BORG WARNER INC	COMMON	099724106	184	1,815	SH	SOLE	3	1,815	0	0
BROOKFIELD ASSET MGT	CLASS A	112585104	116	3,000	SH	DFND	3	3,000	0	0
BROWN & BROWN INC	COMMON	115236101	135	4,200	SH	SOLE	3	4,200	0	0
CBIZ INC	COMMON	124805102	130	17,500	SH	DFND	3	17,500	0	0
CBS CORPORATION	CLASS B	124857202	239	4,325	SH	SOLE	3	4,325	0	0
CBRE GROUP INC	CLASS A	12504L109	141	6,075	SH	SOLE	3	6,075	0	0
C H ROBINSON WLDWIDE	COMMON	12541W209	81	1,360	SH	SOLE	3	1,360	0	0
CVS CAREMARK CORP	COMMON	126650100	128	2,250	SH	DFND	3	2,250	0	0
CABOT OIL & GAS CORP	COMMON	127097103	140	3,750	SH	SOLE	3	3,750	0	0
CAMERON INTL	COMMON	13342B105	137	2,350	SH	SOLE	3	2,350	0	0
CARBO CERAMICS INC	COMMON	140781105	120	1,210	SH	SOLE	3	1,210	0	0
CEPHEID	COMMON	15670R107	113	2,900	SH	SOLE	3	2,900	0	0
CERNER CORP	COMMON	156782104	127	2,425	SH	SOLE	3	2,425	0	0
CHESAPEAKE ENERGY	COMMON	165167107	84	3,250	SH	DFND	3	3,250	0	0
CHURCH & DWIGHT INC	COMMON	171340102	123	2,040	SH	SOLE	3	2,040	0	0
CITRIX SYS INC	COMMON	177376100	171	2,425	SH	SOLE	3	2,425	0	0
COACH INC	COMMON	189754104	116	2,125	SH	SOLE	3	2,125	0	0
CROWN HOLDINGS INC	COMMON	228368106	121	2,855	SH	SOLE	3	2,855	0	0
CUMMINS INC	COMMON	231021106	140	1,050	SH	SOLE	3	1,050	0	0
DINE EQUITY INC	COMMON	254423106	104	1,510	SH	SOLE	3	1,510	0	0
EXPEDITORS INTL WASH	COMMON	302130109	119	2,700	SH	SOLE	3	2,700	0	0
EXPRESS SCRIPTS HLDG	COMMON	30219G108	108	1,755	SH	SOLE	3	1,755	0	0
FEI CO	COMMON	30241L109	120	1,370	SH	SOLE	3	1,370	0	0
FASTENAL CO	COMMON	311900104	134	2,670	SH	SOLE	3	2,670	0	0
F5 NETWORKS INC	COMMON	315616102	109	1,270	SH	SOLE	3	1,270	0	0
FOREST CITY ENTPRSES	CLASS A	345550107	114	6,000	SH	DFND	3	6,000	0	0
GAMESTOP CORP HLDG	CLASS A	36467W109	147	2,955	SH	SOLE	3	2,955	0	0
GLOBAL PAYMENTS INC	COMMON	37940X102	114	2,225	SH	SOLE	3	2,225	0	0
GRACE W R & CO DEL	COMMON	38388F108	171	1,960	SH	SOLE	3	1,960	0	0
GRACO INC	COMMON	384109104	172	2,325	SH	SOLE	3	2,325	0	0
GREEN MTN COFFEE RO	COMMON	393122106	151	2,000	SH	SOLE	3	2,000	0	0

HEICO CORP NEW	CLASS A	422806208	119	2,370	SH	SOLE	3	2,370	0	0
IPG PHOTONICS CORP	COMMON	44980X109	157	2,780	SH	SOLE	3	2,780	0	0
INTERCONTINENTALEXCH	COMMON	45865V100	133	735	SH	SOLE	3	735	0	0
INTUITIVE SURGIC INC	COMMON	46120E602	111	295	SH	SOLE	3	295	0	0
ISHARES	MSCI EA	464287465	54	841	SH	SOLE	3	841	0	0
ISHARES	RUS 100	464287614	202	2,578	SH	SOLE	3	2,578	0	0
ISHARES	EAFE GR	464288885	177	2,600	SH	SOLE	3	2,600	0	0
JARDEN CORP	COMMON	471109108	145	3,000	SH	DFND	3	3,000	0	0
JOY GLOBAL INC	COMMON	481165108	104	2,035	SH	SOLE	3	2,035	0	0
L BRANDS INC	COMMON	501797104	158	2,580	SH	SOLE	3	2,580	0	0
LKQ CORP	COMMON	501889208	216	6,795	SH	SOLE	3	6,795	0	0
LAM RESEARCH CORP	COMMON	512807108	96	1,875	SH	SOLE	3	1,875	0	0
LEUCADIA NATL CORP	COMMON	527288104	116	4,250	SH	DFND	3	4,250	0	0
LIBERTY MEDIA CORP	SERIES	531229102	132	900	SH	DFND	3	900	0	0
LULULEMON ATHLETICA	COMMON	550021109	111	1,525	SH	SOLE	3	1,525	0	0
MICROSOFT CORP	COMMON	594918104	117	3,500	SH	DFND	3	3,500	0	0
MINE SAFETY APPLIANC	COMMON	602720104	98	1,900	SH	SOLE	3	1,900	0	0
NATIONAL INSTRS CORP	COMMON	636518102	76	2,450	SH	SOLE	3	2,450	0	0
NOBLE ENERGY INC	COMMON	655044105	132	1,970	SH	SOLE	3	1,970	0	0
NORDSTROM INC	COMMON	655664100	136	2,425	SH	SOLE	3	2,425	0	0
NUANCE COMMUNICATION	COMMON	67020Y100	93	4,975	SH	SOLE	3	4,975	0	0
PVH CORP	COMMON	693656100	177	1,495	SH	SOLE	3	1,495	0	0
PACIFIC MERCANT BANC	COMMON	694552100	65	10,500	SH	DFND	3	10,500	0	0
PALL CORP	COMMON	696429307	125	1,625	SH	SOLE	3	1,625	0	0
PANERA BREAD CO	CLASS A	69840W108	103	650	SH	SOLE	3	650	0	0
PERRIGO CO	COMMON	714290103	160	1,295	SH	SOLE	3	1,295	0	0
PRECISION CASTPARTS	COMMON	740189105	101	445	SH	SOLE	3	445	0	0
PRESTIGE BRANDS HLDG	COMMON	74112D101	113	3,750	SH	DFND	3	3,750	0	0
PRICE T ROWE GRP	COMMON	74144T108	108	1,495	SH	SOLE	3	1,495	0	0
RANGE RESOURCES CORP	COMMON	75281A109	95	1,250	SH	DFND	3	1,250	0	0
RAYMOND JAMES FINL	COMMON	754730109	164	3,945	SH	SOLE	3	3,945	0	0
REALOGY HLDGS CORP	COMMON	75605Y106	142	3,300	SH	SOLE	3	3,300	0	0
RED HAT INC	COMMON	756577102	98	2,115	SH	SOLE	3	2,115	0	0
REGENERON PHARMCTCLS	COMMON	75886F107	189	605	SH	SOLE	3	605	0	0
RESMED INC	COMMON	761152107	135	2,550	SH	SOLE	3	2,550	0	0
ROCKWELL AUTOMATION	COMMON	773903109	147	1,375	SH	SOLE	3	1,375	0	0
DJ WL INTL RE EST	SPDR IN	78463X863	35	839	SH	SOLE	3	839	0	0
SPDR S&P DIVIDEND	SPDR SE	78464A763	126	1,825	SH	SOLE	3	1,825	0	0
SVB FINANCIAL GROUP	COMMON	78486Q101	155	1,800	SH	SOLE	3	1,800	0	0
SAFEGUARD SCIENTIFIC	COMMON	786449207	106	6,750	SH	DFND	3	6,750	0	0
SCRIPPS NETWORKS	COMMON	811065101	129	1,655	SH	SOLE	3	1,655	0	0
SOUTHWESTERN ENERGY	COMMON	845467109	76	2,085	SH	SOLE	3	2,085	0	0
TECH DATA CORP	COMMON	878237106	125	2,500	SH	DFND	3	2,500	0	0
TERADATA CORP	COMMON	88076W103	52	935	SH	SOLE	3	935	0	0
TILE SHOP HLDGS IN	COMMON	88677Q109	149	5,050	SH	SOLE	3	5,050	0	0
TITAN INTL INC	COMMON	88830M102	51	3,500	SH	DFND	3	3,500	0	0
TRIMAS CORP	COMMON	896215209	261	7,000	SH	DFND	3	7,000	0	0
VANGUARD INDEX TR	REIT	922908553	26	392	SH	SOLE	3	392	0	0
VIACOM INC	CLASS B	92553P201	125	1,500	SH	DFND	3	1,500	0	0
VITAMIN SHOPPE INC	COMMON	92849E105	99	2,255	SH	SOLE	3	2,255	0	0
WASTE CONNECTIONS I	COMMON	941053100	115	2,530	SH	SOLE	3	2,530	0	0
WEST PHARMACEUT SVS	COMMON	955306105	100	2,440	SH	SOLE	3	2,440	0	0
WHITING PETE CORP	COMMON	966387102	168	2,800	SH	SOLE	3	2,800	0	0
WINTHROP RLTY TR	SH BEN	976391300	84	7,500	SH	DFND	3	7,500	0	0
HERBALIFE LTD	COMMON	G4412G101	92	1,315	SH	SOLE	3	1,315	0	0
STRATASYS LTD	ORDINAR	M85548101	87	860	SH	SOLE	3	860	0	0
CORE LABORATORIES	COMMON	N22717107	110	650	SH	SOLE	3	650	0	0

ABBOTT LABORATORIES	COMMON STOCK	002824100	17	500	SH	OTR	4	500	0	0
ABBVIE INC	COMMON STOCK	00287Y109	34	750	SH	OTR	4	750	0	0
AMAZON.COM INC	COMMON STOCK	023135106	39	125	SH	OTR	4	125	0	0
AMGEN INC COM	COMMON STOCK	031162100	45	400	SH	OTR	4	400	0	0
APPLE INC	COMMON STOCK	037833100	715	1,500	SH	OTR	4	1,500	0	0
BERKSHIRE HATHAWAY INC DEL CL	COMMON STOCK	084670702	23	200	SH	OTR	4	200	0	0
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	110122108	23	500	SH	OTR	4	500	0	0
CAMERON INTERNATIONAL CORP	COMMON STOCK	13342B105	29	500	SH	OTR	4	500	0	0
CATERPILLAR INC	COMMON STOCK	149123101	71	850	SH	OTR	4	850	0	0
CHEVRON CORP	COMMON STOCK	166764100	187	1,540	SH	OTR	4	1,540	0	0
COCA COLA CO COM	COMMON STOCK	191216100	11	300	SH	OTR	4	300	0	0
COSTCO WHOLESALE CORP COM	COMMON STOCK	22160K105	144	1,250	SH	OTR	4	1,250	0	0
CVS/CAREMARK CORP	COMMON STOCK	126650100	45	800	SH	OTR	4	800	0	0
DOMINION RESOURCES INC	COMMON STOCK	25746U109	125	2,000	SH	OTR	4	2,000	0	0
EXXON MOBIL CORP	COMMON STOCK	30231G102	262	3,050	SH	OTR	4	3,050	0	0
GENERAL ELECTRIC COMPANY	COMMON STOCK	369604103	48	2,000	SH	OTR	4	2,000	0	0
HONEYWELL INTL INC COM	COMMON STOCK	438516106	17	200	SH	OTR	4	200	0	0
IBM CORPORATION	COMMON STOCK	459200101	116	625	SH	OTR	4	625	0	0
INTEL CORP COM	COMMON STOCK	458140100	69	3,000	SH	OTR	4	3,000	0	0
INTUITIVE SURGICAL INC	COMMON STOCK	46120E602	188	500	SH	OTR	4	500	0	0
JOHNSON & JOHNSON	COMMON STOCK	478160104	134	1,550	SH	OTR	4	1,550	0	0
JPMORGAN CHASE & CO	COMMON STOCK	46625H100	85	1,650	SH	OTR	4	1,650	0	0
KRAFT FOODS GROUP INC	COMMON STOCK	50076Q106	10	200	SH	OTR	4	200	0	0
LOCKHEED MARTIN CORPORATION CO	COMMON STOCK	539830109	64	500	SH	OTR	4	500	0	0
M & T BANK CORP	COMMON STOCK	55261F104	17	150	SH	OTR	4	0	0	150
MCDONALD'S CORPORATION	COMMON STOCK	580135101	173	1,800	SH	OTR	4	1,800	0	0
MERCK & CO INC	COMMON STOCK	58933Y105	19	400	SH	OTR	4	400	0	0
MICROSOFT CORP	COMMON STOCK	594918104	83	2,500	SH	OTR	4	2,500	0	0
MONDELEZ INTERNATIONAL INC	COMMON STOCK	609207105	19	600	SH	OTR	4	600	0	0
NATIONAL OILWELL VARCO INC	COMMON STOCK	637071101	39	500	SH	OTR	4	500	0	0
NIKE INC CL B	COMMON STOCK	654106103	87	1,200	SH	OTR	4	1,200	0	0
PEPSICO INC COM	COMMON STOCK	713448108	135	1,700	SH	OTR	4	1,700	0	0
PHILIP MORRIS INTL INC	COMMON STOCK	718172109	108	1,250	SH	OTR	4	1,250	0	0
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	227	3,000	SH	OTR	4	3,000	0	0
T ROWE PRICE GROUP INC	COMMON	74144T108	101	1,400	SH	OTR	4	1,400	0	0

COMMON	STOCK									
THE TRAVELERS COMPANIES INC	COMMON STOCK	89417E109	38	450	SH	OTR	4	450	0	0
UNION PACIFIC CORP COM	COMMON STOCK	907818108	39	250	SH	OTR	4	250	0	0
WELLS FARGO & CO	COMMON STOCK	949746101	99	2,400	SH	OTR	4	2,400	0	0
3M CO	COMMON STOCK	88579Y101	101	850	SH	OTR	4	850	0	0
SCHLUMBERGER LTD	COMMON STOCK	806857108	137	1,550	SH	OTR	4	1,550	0	0
VODAFONE GROUP PLC - SP ADR	COMMON STOCK	92857W209	42	1,200	SH	OTR	4	1,200	0	0
ISHARES HIGH DIVIDEND ETF	PREFERRED STOCK	46429B663	265	4,000	SH	OTR	4	0	0	4,000
ISHARES RUSSELL 1000 GROWTH ET	PREFERRED STOCK	464287614	104	1,332	SH	DFND	4	0	0	1,332
ISHARES RUSSELL 1000 VALUE ETF	PREFERRED STOCK	464287598	86	998	SH	DFND	4	0	0	998
ISHARES RUSSELL 2000 GROWTH ET	PREFERRED STOCK	464287648	51	406	SH	DFND	4	0	0	406
SPDR FINANCIAL SELECT SECTOR E	PREFERRED STOCK	81369Y605	6	300	SH	DFND	4	0	0	300
SPDR S&P DIVIDEND ETF	PREFERRED STOCK	78464A763	33	476	SH	DFND	4	0	0	476
SPDR S&P DIVIDEND ETF	PREFERRED STOCK	78464A763	197	2,853	SH	OTR	4	0	0	2,853
SPDR S&P 500 ETF	PREFERRED STOCK	78462F103	1,420	8,454	SH	OTR	4	0	0	8,454
ISHARES MSCI EAFE ETF	OTHER	464287465	88	1,372	SH	DFND	4	0	0	1,372
FULTON FINANCIAL CORP	COMMON	360271100	4,582	392,282	SH	SOLE		392,282	0	0