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

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

Form 13F/A

Form 13F COVER PAGE

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

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

Institutional Investment Manager Filing this Report:
Name: COMMUNITY BANK N.A./ONEONTA MERGER
Address: 5790 Widewaters Parkway
DeWitt, NY 13214-1883

Form 13F File Number: 028-11044

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Karen Mohn signing for Community Bank Services Inc.
Title: Chief Compliance Officer
Phone: 716-633-3800
Signature, Place, and Date of Signing:

Kathy Strohmeyer Williamsville, NY 10/26/11
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

[] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: [If there are no entries in this list, omit this section.]

Form 13F File Number Name

_____ - [Repeat as necessary.]

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
 Form 13F Information Table Entry Total: 395
 Form 13F Information Table Value Total: \$152,045
 (thousands)

List of other Included Managers:

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

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

| No. | Form 13F File Number | Name |
|-----|----------------------|------|
|-----|----------------------|------|

[Repeat as necessary.]

As Of Date : 09/30/2011

FORM 13F INFORMATION TABLE

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

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

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

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

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

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

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

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

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|-------------------------------|--------|-----------|-------------|--------------------------------|-------|-------|
| Immaculate | Equity | MISS | 5,000 | 1 | 1 | 0 |
| Marianist Mission | Equity | MMAC | 4,000 | 4 | 4 | 0 |
| Missionary Oblates Of Mary | | | | | | |
| Immaculate | Equity | MOMI | 1,500 | 1 | 1 | 0 |
| Norbertine Fathers | Equity | NORB | 5,000 | 1 | 1 | 0 |
| National Wildlife Federation | Equity | NWF | 5,000 | 1 | 1 | 0 |
| Global Environmental Energy | | | | | | |
| Corp | Equity | P47725109 | 2 | 150 | 150 | 0 |
| Prevent Blindness America | Equity | PBAM | 10,000 | 2 | 2 | 0 |
| Palm Beach Tan Inc | | PBTI | 0 | 5,000 | 5,000 | 0 |
| The Roman Catholic Diocese of | | | | | | |
| Syracuse | Equity | RCD | 2,500 | 1 | 1 | 0 |
| Sacred Heart Program | Equity | SACRED | 4,000 | 4 | 4 | 0 |
| Salesian Missionaries | Equity | SALE | 2,000 | 2 | 2 | 0 |
| Sacred Heart League | Equity | SHL | 4,000 | 3 | 3 | 0 |
| Sacred Heart Monastery | Equity | SHM | 3,000 | 3 | 3 | 0 |
| St Lawrence Seminary | Equity | SLSAC | 2,000 | 2 | 2 | 0 |
| Society For The Propagation | | | | | | |
| Of The Faith | Equity | SPFAA | 4,000 | 3 | 3 | 0 |
| St Joseph's Indian School | Equity | STJO | 4,000 | 3 | 3 | 0 |
| St Judes Children's Research | | | | | | |
| Hospital | Equity | STJUDE | 15,000 | 3 | 3 | 0 |
| St Labre Indian School | Equity | STLABRE | 8,500 | 3 | 3 | 0 |
| University of St Thomas | Equity | USTHOMAS | 20,000 | 4 | 4 | 0 |
| World Wildlife Fund | Equity | WORLD | 5,000 | 1 | 1 | 0 |
| Philex Mining Corporation | Equity | Y68991135 | 736 | 1,502 | 0 | 1,502 |
| | | | 152,045,556 | * * * End Of Assets 395 Assets | | |

Wilber - Wilber National Bank

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