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TOMPKINS FINANCIAL CORP
Form 13F-HR/A
April 18, 2013

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03/31/2013

Check here if Amendment [X]; Amendment Number: 1

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

Institutional Investment Manager Filing this Report:

Name: Tompkins Financial Corporation

Address: The Commons

P.O. Box 460

Ithaca, NY 14851

Form 13F File Number: 1-12709

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Lisa A. Leonardo

Title: AVP & TFA Operations Manager

Phone: 607-273-0037

Signature, Place, and Date of Signing:

/s/ Lisa Leonardo 121 E. Seneca Street, Ithaca, NY 14851 04/18/2013

Report Type (Check only one.):

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

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- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	2
Form 13F Information Table Entry Total:	598
Form 13F Information Table Value Total:	322,574
	(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.

No.	Form 13F File Number	Name
1	028-	Tompkins Trust Company
2	028-	TFA Management, Inc.

Form 13F Information Table

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
AXIS CAPITAL HLDGS LTD		G0692U109	42	1020 SH		DEFINED
ACCENTURE PLC		G1151C101	1064	14006 SH		SOLE
ACCENTURE PLC		G1151C101	49	645 SH		DEFINED
COVIDIEN PLC		G2554F113	287	4225 SH		SOLE
EATON CORP PLC		G29183103	25	400 SH		SOLE
NABORS INDUSTRIES LTD		G6359F103	4	230 SH		SOLE
REGS SEADRILL LIMITED		G7945E105	60	1600 SH		SOLE
GARMIN LTD		H2906T109	80	2415 SH		SOLE
NOBLE CORPORATION		H5833N103	6	170 SH		SOLE
TRANSOCEAN LTD		H8817H100	54	1047 SH		SOLE
STRATASYS LTD		M85548101	30	405 SH		DEFINED
AFLAC INC	COM	001055102	188	3620 SH		SOLE
AT&T INC	COM	00206R102	2178	59388 SH		SOLE
AT&T INC	COM	00206R102	135	3675 SH		DEFINED
ABAXIS INC		002567105	30	630 SH		DEFINED
ABBOTT LABORATORIES	COM	002824100	1126	31890 SH		SOLE

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ABBOTT LABORATORIES	COM	002824100	16	450 SH	DEFINED
ABBVIE INC		00287Y109	1048	25698 SH	SOLE
ABBVIE INC		00287Y109	40	978 SH	DEFINED
ABERDEEN CHILE FD INC		00301W105	0	16 SH	SOLE
ABERDEEN AUSTRALIA	EQUITY FUND	003011103	34	3000 SH	SOLE
ACADIA RLTY TR		004239109	26	939 SH	SOLE
ACTIVISION BLIZZARD INC		00507V109	1	49 SH	SOLE
THE ADVISORY BOARD		00762W107	24	450 SH	DEFINED
ADVANCED MICRO DEVICES INC	COM	007903107	3	1000 SH	SOLE
AGNICO EAGLE MINES LTD	COM NEW ADR	008474108	21	500 SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	12	135 SH	SOLE
ALCOA INC	COM	013817101	53	6252 SH	SOLE
ALCATEL-LUCENT ADR		013904305	0	125 SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DCRETN
ALLERGAN INC	COM	018490102	66	590 SH	DEFINED	
ALLIANCE DATA SYSTEMS		018581108	47	290 SH	DEFINED	
ALLSCRIPTS HEALTHCARE SOLU		01988P108	7	526 SH	SOLE	
ALLSTATE CORP	COM	020002101	2	44 SH	SOLE	
ALLSTATE CORP	COM	020002101	57	1160 SH	DEFINED	
ALTRIA GROUP INC	COM	02209S103	1268	36871 SH	SOLE	
ALTRIA GROUP INC	COM	02209S103	76	2205 SH	DEFINED	
AMAZON COM INC	COM	023135106	20	75 SH	SOLE	
AMAZON COM INC	COM	023135106	81	303 SH	DEFINED	
AMERICAN CAPITAL AGENCY CORP		02503X105	48	1480 SH	DEFINED	
AMERICAN EXPRESS CO	COM	025816109	1510	22386 SH	SOLE	
AMERICAN EXPRESS CO	COM	025816109	3	45 SH	DEFINED	
AMERISOURCEBERGEN CORP		03073E105	56	1080 SH	DEFINED	
AMERIPRISE FINL INC COM		03076C106	240	3255 SH	SOLE	
AMGEN INC	COM	031162100	1758	17151 SH	SOLE	
AMGEN INC	COM	031162100	54	530 SH	DEFINED	
ANADARKO PETE CORP	COM	032511107	94	1080 SH	SOLE	
ANADARKO PETE CORP	COM	032511107	6	65 SH	DEFINED	
ANALOG DEVICES INC	COM	032654105	23	495 SH	SOLE	
ANHEUSER-BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	1235	12402 SH	SOLE	
ANHEUSER-BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	7	75 SH	DEFINED	
ANNALY MTG MGMT INC		035710409	77	4820 SH	SOLE	
ANSYS INC		03662Q105	33	405 SH	DEFINED	
APACHE CORP		037411105	1168	15139 SH	SOLE	
APACHE CORP		037411105	4	55 SH	DEFINED	
APPLE INC COM	COM	037833100	2708	6119 SH	SOLE	
APPLE INC COM	COM	037833100	227	513 SH	DEFINED	
APPLIED MATLS INC	COM	038222105	20	1500 SH	SOLE	
ARCHER DANIELS MIDLAND CO	COM	039483102	1493	44270 SH	SOLE	
ARCHER DANIELS MIDLAND CO	COM	039483102	25	728 SH	DEFINED	
ARGAN INC		04010E109	9	600 SH	SOLE	
ASTRAZENECA PLC		046353108	572	11441 SH	SOLE	
ASTRAZENECA PLC		046353108	18	361 SH	DEFINED	

FORM 13F INFORMATION TABLE
VALUE SHARES/ SH/ PUT/ INVSTMT

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	X\$1000)	PRN AMT	PRN CALL	DSCRETN
ATHENAHEALTH INC		04685W103	35	365 SH		DEFINED
ATLAS RESOURCE PARTNERS		04941A101	12	500 SH		SOLE
AUTOMATIC DATA PROCESSING		053015103	1678	25807 SH		SOLE
AUTOMATIC DATA PROCESSING		053015103	87	1335 SH		DEFINED
AUTOZONE INC		053332102	1134	2859 SH		SOLE
AUTOZONE INC		053332102	6	15 SH		DEFINED
BCE INC COM NEW		05534B760	70	1500 SH		SOLE
BP AMOCO PLC	SPONSORED ADR	055622104	16	377 SH		SOLE
BAKER HUGHES INC	COM	057224107	8	164 SH		SOLE
BALL CORP	COM	058498106	45	940 SH		DEFINED
BANCROFT CONV FD INC	COM	059695106	26	1500 SH		SOLE
BANK OF AMERICA CORPORATION	COM	060505104	20	1656 SH		SOLE
BARRICK GOLD CORP	COM ADR	067901108	12	400 SH		SOLE
BAXTER INTL INC	COM	071813109	1456	20054 SH		SOLE
BAXTER INTL INC	COM	071813109	4	50 SH		DEFINED
BED BATH & BEYOND INC	COM	075896100	87	1350 SH		SOLE
BEMIS INC	COM	081437105	45	1120 SH		DEFINED
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	156	1 SH		SOLE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	1391	13352 SH		SOLE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	5	50 SH		DEFINED
BEST BUY INC	COM	086516101	10	450 SH		SOLE
BHP BILLITON LIMITED		088606108	263	3840 SH		SOLE
BHP BILLITON LIMITED		088606108	59	864 SH		DEFINED
BIOREFERENCE LABS INC		09057G602	25	967 SH		DEFINED
BIOGEN IDEC INC		09062X103	18	95 SH		SOLE
BLACKROCK, INC		09247X101	503	1960 SH		SOLE
BLACKROCK MUNIVEST FD INC		09253R105	11	1000 SH		SOLE
BLACKROCK MUN TARGET TERM		09257P105	23	1000 SH		SOLE
BOARDWALKE PIPELINE LP		096627104	18	600 SH		SOLE
BOEING CO	COM	097023105	77	900 SH		SOLE
BORG WARNER INC		099724106	8	100 SH		SOLE
BORG WARNER INC		099724106	39	510 SH		DEFINED
BRINKER INTL INC	COM	109641100	49	1300 SH		DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
BRISTOL MYERS SQUIBB CO	COM	110122108	425	10317 SH		SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	27	650 SH		DEFINED
BROWN FORMAN CORP	CL B	115637209	54	750 SH		SOLE
BRUNSWICK CORP		117043109	7	200 SH		SOLE
CBRE GROUP INC CL A		12504L109	22	890 SH		DEFINED
CF INDS HLDGS INC	COM	125269100	969	5090 SH		SOLE
CF INDS HLDGS INC	COM	125269100	5	25 SH		DEFINED
CME GROUP INC COM		12572Q105	437	7110 SH		SOLE
CSX CORP	COM	126408103	7	300 SH		SOLE
CVS/CAREMARK CORP	COM	126650100	141	2560 SH		SOLE
CVS/CAREMARK CORP	COM	126650100	49	900 SH		DEFINED
CA INC		12673P105	443	17593 SH		SOLE
CA INC		12673P105	14	549 SH		DEFINED
CABOT MICROELECTRONICS CORP		12709P103	17	490 SH		DEFINED
CALGON CARBON CORP		129603106	20	1100 SH		SOLE
CALUMET SPECIALTY PROD LP		131476103	19	500 SH		SOLE

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CAPITAL ONE FINANCIAL CORP		14040H105	643	11707	SH	SOLE
CAPITAL ONE FINANCIAL CORP		14040H105	2	30	SH	DEFINED
CARDINAL HEALTH INC	COM	14149Y108	1062	25530	SH	SOLE
CARDINAL HEALTH INC	COM	14149Y108	48	1145	SH	DEFINED
CAREFUSION CORP		14170T101	12	337	SH	SOLE
CAREFUSION CORP		14170T101	45	1280	SH	DEFINED
CARNIVAL CORP		143658300	3	100	SH	SOLE
CATERPILLAR INC DEL	COM	149123101	240	2760	SH	SOLE
CATERPILLAR INC DEL	COM	149123101	30	350	SH	DEFINED
CELGENE CORP		151020104	1307	11281	SH	SOLE
CELGENE CORP		151020104	31	265	SH	DEFINED
CELSION CORP		15117N305	1	726	SH	SOLE
CENTERPOINT ENERGY INC		15189T107	718	29995	SH	SOLE
CENTERPOINT ENERGY INC		15189T107	23	943	SH	DEFINED
DEPHEID		15670R107	40	1050	SH	DEFINED
CHEMED CORP INC		16359R103	28	355	SH	DEFINED
CHEVRON CORPORATION NEW		166764100	3961	33340	SH	SOLE
CHEVRON CORPORATION NEW		166764100	52	441	SH	DEFINED

			FORM 13F INFORMATION TABLE			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DCRETN
CHUBB CORP	COM	171232101	288	3285	SH	SOLE
CISCO SYS INC	COM	17275R102	1573	75309	SH	SOLE
CISCO SYS INC	COM	17275R102	63	3030	SH	DEFINED
CITIGROUP INC COM NEW		172967424	8	181	SH	SOLE
CITRIX SYSTEMS INC		177376100	49	675	SH	DEFINED
CLAYMORE EXCHANGE TRADED FD		18383Q853	22	934	SH	SOLE
CLIFFS NATURAL RESOURCES INC		18683K101	6	300	SH	SOLE
CLOROX CO DEL	COM	189054109	22	250	SH	SOLE
CLOROX CO DEL	COM	189054109	7	75	SH	DEFINED
COACH INC	COM	189754104	14	285	SH	SOLE
COCA COLA CO	COM	191216100	461	11405	SH	SOLE
COCA COLA CO	COM	191216100	6	150	SH	DEFINED
COCA COLA ENTERPRISES NEW		19122T109	43	1160	SH	DEFINED
COGNIZANT TECHNOLOGY SOL		192446102	1104	14413	SH	SOLE
COGNIZANT TECHNOLOGY SOL		192446102	10	125	SH	DEFINED
COMCAST CORP NEW CL A		20030N101	106	2521	SH	SOLE
COMPANHIA PARANAENSE ENERGY		20441B407	15	1000	SH	SOLE
CONAGRA FOODS INC	COM	205887102	21	600	SH	SOLE
CONCUR TECHNOLOGIES		206708109	19	280	SH	DEFINED
CONOCOPHILLIPS		20825C104	1838	30592	SH	SOLE
CONOCOPHILLIPS		20825C104	19	322	SH	DEFINED
CONSOLIDATED EDISON INC		209115104	244	4000	SH	SOLE
CONSTELLATION BRANDS INC		21036P108	12	250	SH	SOLE
CORNING INC	COM	219350105	83	6258	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	32	300	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	106	1000	SH	DEFINED
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	132	5050	SH	SOLE
CREE INC	COM	225447101	43	790	SH	DEFINED
CRESTWOOD MIDSTREAM PART		226372100	17	700	SH	SOLE
CUBIST PHARMACEUTICALS INC		229678107	9	200	SH	SOLE
CUMMINS INC	COM	231021106	23	195	SH	SOLE
CURRENCY SHS AUSTRALIAN ETF		23129U101	24	226	SH	SOLE
DANAHER CORP DEL	COM	235851102	1233	19837	SH	SOLE
DANAHER CORP DEL	COM	235851102	6	100	SH	DEFINED

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DCRETN
DARDEN RESTAURANTS INC	COM	237194105	692	13395	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	22	423	SH	DEFINED
DARLING INTL INC		237266101	25	1400	SH	SOLE
DAVITA INC		23918K108	45	380	SH	DEFINED
DEALERTRACK HOLDINGS		242309102	17	570	SH	DEFINED
DEERE & CO	COM	244199105	9	100	SH	SOLE
DELTA AIRLINES INC DEL		247361702	63	3800	SH	DEFINED
DELUXE CORP	COM	248019101	55	1340	SH	DEFINED
DENTSPLY INTL INC NEW	COM	249030107	34	800	SH	SOLE
DIGI INTERNATIONAL INC		253798102	9	980	SH	DEFINED
WALT DISNEY	COM DISNEY	254687106	2030	35752	SH	SOLE
WALT DISNEY	COM DISNEY	254687106	9	150	SH	DEFINED
DISCOVERY COMM INC CLASS A		25470F104	0	3	SH	SOLE
DISCOVERY COMMUNICATIONS INC C		25470F302	0	3	SH	SOLE
DISCOVER FINANCIAL SERVICES		254709108	52	1160	SH	DEFINED
DIRECTV COM		25490A309	998	17637	SH	SOLE
DIRECTV COM		25490A309	2	40	SH	DEFINED
DOLBY LABORATORIES		25659T107	34	1000	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	273	4688	SH	SOLE
DOVER CORP	COM	260003108	15	200	SH	SOLE
DOVER CORP	COM	260003108	35	480	SH	DEFINED
DOW CHEMICAL CO		260543103	140	4409	SH	SOLE
DRESSER RAND GROUP INC		261608103	12	200	SH	SOLE
DUPONT E I DENEMOURS & CO		263534109	950	19327	SH	SOLE
DUPONT E I DENEMOURS & CO		263534109	7	140	SH	DEFINED
DUKE ENERGY CORP NEW COM	NEW	26441C204	744	10243	SH	SOLE
DUNKIN BRANDS INC		265504100	29	797	SH	DEFINED
EMERGING GBL BRAZIL - ETF		268461829	8	400	SH	SOLE
E M C CORP MASS	COM	268648102	349	14620	SH	SOLE
E M C CORP MASS	COM	268648102	38	1575	SH	DEFINED
ECOLAB INC	COM	278865100	113	1415	SH	DEFINED
EDISON INTL	COM	281020107	110	2194	SH	SOLE
ELLSWORTH FUND LTD COM		289074106	19	2500	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DCRETN
EMERSON ELEC CO	COM	291011104	1414	25307	SH	SOLE
EMERSON ELEC CO	COM	291011104	23	420	SH	DEFINED
ENERGY TRANSFER PARTNERS LP		29273R109	64	1268	SH	SOLE
ENTERGY CORP NEW	COM	29364G103	21	330	SH	SOLE
ENTERPRISE PRODUCTS	PARTNERS LP	293792107	72	1200	SH	SOLE
ENZO BIOCHEM INC		294100102	3	1050	SH	SOLE
EXELON CORP	COM	30161N101	1724	50019	SH	SOLE
EXELON CORP	COM	30161N101	42	1222	SH	DEFINED
EXELIS INC		30162A108	14	1300	SH	SOLE

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EXXON MOBIL CORP	COM	30231G102	6553	72723	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	433	4810	SH	DEFINED
FACEBOOK		30303M102	26	1017	SH	SOLE
FACEBOOK		30303M102	44	1726	SH	DEFINED
FARO TECHNOLOGIES INC		311642102	16	380	SH	DEFINED
FEDEX CORP		31428X106	81	826	SH	SOLE
FEDEX CORP		31428X106	41	419	SH	DEFINED
FIFTH THIRD BANCORP	COM	316773100	52	3160	SH	DEFINED
FIFTH ST FIN CORP		31678A103	11	1000	SH	SOLE
FIRST FINL BANCORP OHIO		320209109	98	6079	SH	SOLE
FIRST NIAGARA FINL INC		33582V108	15	1748	SH	SOLE
FIRST TR MLP & ENERGY		33739B104	21	1000	SH	SOLE
FISERV INC	COM	337738108	36	410	SH	DEFINED
FIRSTENERGY CORP	COM	337932107	7	156	SH	SOLE
FLUOR CORP NEW	COM	343412102	22	330	SH	SOLE
FOOT LOCKER INC		344849104	41	1200	SH	DEFINED
FORD MOTOR CO		345370860	296	22519	SH	SOLE
FRONTIER COMMUNICATIONS CO		35906A108	8	1903	SH	SOLE
GATX CORP		361448103	55	1060	SH	DEFINED
GDL FUND		361570104	1	56	SH	SOLE
GABELLI DIVIDEND & INC		36242H104	0	25	SH	SOLE
GANNETT INC	COM	364730101	2	100	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	525	7448	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	13	183	SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
GENERAL ELECTRIC CO	COM	369604103	4053	175405	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	96	4134	SH	DEFINED
GENERAL MLS INC	COM	370334104	327	6641	SH	SOLE
GENTEX CORP		371901109	28	1375	SH	DEFINED
GENUINE PARTS CO	COM	372460105	129	1650	SH	SOLE
GILEAD SCIENCES INC	COM	375558103	128	2625	SH	SOLE
GLAXO HOLDINGS PLC SPONSORED ADR		37733W105	47	1000	SH	SOLE
GOOGLE INC		38259P508	540	680	SH	SOLE
GOOGLE INC		38259P508	96	121	SH	DEFINED
GRAINGER W W INC	COM	384802104	381	1695	SH	SOLE
GRAINGER W W INC	COM	384802104	39	175	SH	DEFINED
GRANITE CONSTRUCTION		387328107	13	400	SH	SOLE
GREAT PLAINS ENERGY INC	COM	391164100	46	2000	SH	SOLE
GREEN MTN COFFEE ROASTERS		393122106	52	920	SH	DEFINED
GREENWAY MED TECHNOLOGYS		39679B103	18	1145	SH	DEFINED
HCP INC		40414L109	62	1243	SH	SOLE
HALLIBURTON CO	COM	406216101	242	5985	SH	SOLE
HARLEY DAVIDSON INC	COM	412822108	12	219	SH	SOLE
HARRIS CORP		413875105	462	9976	SH	SOLE
HARRIS CORP		413875105	12	268	SH	DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	27	1028	SH	SOLE
HELMERICH & PAYNE INC	COM	423452101	9	155	SH	SOLE
HERCULES OFFSHORE INC		427093109	33	4500	SH	SOLE
HERSHEY CO COM		427866108	13	150	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	13	550	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	5	200	SH	DEFINED

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HOME DEPOT INC	COM	437076102	1560	22350 SH	SOLE
HOME DEPOT INC	COM	437076102	69	987 SH	DEFINED
HOME PPTYS INC		437306103	55	868 SH	DEFINED
HONEYWELL INTL INC	COM	438516106	414	5500 SH	SOLE
HORMEL FOODS		440452100	25	600 SH	DEFINED
HOSPITALITY PROPERTIES	TRUST	44106M102	113	4130 SH	SOLE
HUBBELL INC	CL B	443510201	40	416 SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
HUDSON VALLEY HOLDING	CORP	444172100	9	605 SH	SOLE	
HUMANA INC	COM	444859102	70	1010 SH	SOLE	
HUNTINGTON INGALLS INDS INC		446413106	9	166 SH	SOLE	
IPC HOSPITALIST CO		44984A105	22	485 SH	DEFINED	
ITT CORP NEW COM		450911201	18	650 SH	SOLE	
IDACORP INC	COM	451107106	29	600 SH	SOLE	
IHS INC A		451734107	35	330 SH	DEFINED	
ILLINOIS TOOL WKS INC	COM	452308109	44	715 SH	SOLE	
ILLINOIS TOOL WKS INC	COM	452308109	73	1200 SH	DEFINED	
IMMUNOGEN INC		45253H101	54	3385 SH	SOLE	
INGREDION INC		457187102	11	150 SH	SOLE	
INGREDION INC		457187102	46	640 SH	DEFINED	
INNERWORKINGS INC		45773Y105	31	2015 SH	DEFINED	
INTEL CORP	COM	458140100	2094	95951 SH	SOLE	
INTEL CORP	COM	458140100	96	4419 SH	DEFINED	
INTEGRYS ENERGY GROUP INC	COM	45822P105	2	41 SH	SOLE	
INTERCONTINENTALEXCHANGE		45865V100	104	635 SH	SOLE	
INTERNATIONAL BUSINESS MACH	COM	459200101	6258	29340 SH	SOLE	
INTERNATIONAL BUSINESS MACH	COM	459200101	225	1055 SH	DEFINED	
INTERNATIONAL FLAVORS& FRAGRA	COM	459506101	23	300 SH	SOLE	
INTERNATIONAL FLAVORS& FRAGRA	COM	459506101	7	90 SH	DEFINED	
INTUITIVE SURGICAL INC	COM NEW	46120E602	19	38 SH	DEFINED	
INTUIT	COM	461202103	49	745 SH	DEFINED	
ISHARES SILVER TRUST - ETF		46428Q109	60	2200 SH	SOLE	
ISHARES S & P GLOBAL	COMMM INDEX ETF	46428R107	68	2081 SH	SOLE	
ISHARES MSCI BRAZIL CAPPED	INDEX FND ETF	464286400	28	520 SH	SOLE	
ISHARES MSCI CANADA - ETF		464286509	2253	79062 SH	SOLE	
ISHARES MSCI CANADA - ETF		464286509	17	604 SH	DEFINED	
ISHARES PAC INDX ETF		464286665	48	975 SH	SOLE	
ISHAS MSCI SINGAPORE INX ETF		464286673	13	900 SH	SOLE	
ISHARES BARCLAYS TIPS BOND	FUND -ETF	464287176	539	4442 SH	SOLE	
ISHARES TR FTSE XNHUA IDX - ETF		464287184	4	100 SH	SOLE	
ISHARES S&P 500 INDX FD-ETF		464287200	75	475 SH	SOLE	

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN

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ISHARES BARCLAYS AGGREGATE BOND FUND - ETF	464287226	20617	186195	SH	SOLE
ISHARES BARCLAYS AGGREGATE BOND FUND - ETF	464287226	172	1551	SH	DEFINED
ISHARES MSCI EMERG MKTS-ETF	464287234	1620	37880	SH	SOLE
ISHS S & P 500 GRW INX-ETF	464287309	4941	59985	SH	SOLE
ISHS S & P 500 GRW INX-ETF	464287309	15	186	SH	DEFINED
ISHARES TR MSCI EAFE IDX ETFADR	464287465	2964	50263	SH	SOLE
ISHS TR S&P MIDCAP 400 - ETF	464287507	11421	99256	SH	SOLE
ISHS TR S&P MIDCAP 400 - ETF	464287507	117	1016	SH	DEFINED
ISHARES TR RUSSELL 2000 VALUE INDEX - ETF	464287630	583	6955	SH	SOLE
ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	464287648	3563	33100	SH	SOLE
ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	464287648	65	600	SH	DEFINED
ISHARES TR SMALLCAP 600 ETF	464287804	4124	47370	SH	SOLE
ISHARES TR SMALLCAP 600 ETF	464287804	17	193	SH	DEFINED
ISHARES TR S&P SMLCP VALU - ETF	464287879	8097	90044	SH	SOLE
ISHARES TR S&P SMLCP VALU - ETF	464287879	32	352	SH	DEFINED
ISHARES S & P GLOBAL	464288372	80	2150	SH	SOLE
ISHARES TRUST HI YLD - ETF	464288513	990	10490	SH	SOLE
ISHS BARCLAYS MBS BDFD ETF	464288588	62	575	SH	SOLE
ISHS BARCLAYS 1-3 CREDIT-ETF	464288646	374	3540	SH	SOLE
ISHARES PERU - ETF	464289842	9	200	SH	SOLE
ISHARES TR USA MIN VOL ETF	46429B697	5098	155682	SH	SOLE
ISHARES TR USA MIN VOL ETF	46429B697	16	480	SH	DEFINED
J P MORGAN CHASE & CO	46625H100	2653	55914	SH	SOLE
J P MORGAN CHASE & CO	46625H100	48	1005	SH	DEFINED
JOHNSON & JOHNSON COM	478160104	3539	43407	SH	SOLE
JOHNSON & JOHNSON COM	478160104	242	2963	SH	DEFINED
JOHNSON CTLS INC COM	478366107	299	8520	SH	SOLE
JOHNSON CTLS INC COM	478366107	31	875	SH	DEFINED
KLA-TENCOR CORP	482480100	48	910	SH	DEFINED
KELLOGG CO COM	487836108	450	6992	SH	SOLE
KEYCORP NEW COM	493267108	2	242	SH	SOLE
KIMBERLY CLARK CORP COM	494368103	1425	14543	SH	SOLE
KIMBERLY CLARK CORP COM	494368103	94	962	SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
KINDER MORGAN ENERGY PARTNER LTD PARTNER		494550106	10	115	SH	SOLE
KOHL'S CORP	COM	500255104	62	1340	SH	SOLE
KONINKLIJKE PHILIPS ELECTRS NV SP ADR		500472303	33	1101	SH	SOLE
KONINKLIJKE PHILIPS ELECTRS NV SP ADR		500472303	21	700	SH	DEFINED
KRAFT FOODS GRP INC		50076Q106	867	16821	SH	SOLE
KRAFT FOODS GRP INC		50076Q106	25	482	SH	DEFINED
KROGER CO	COM	501044101	54	1640	SH	DEFINED
KRONOS WORLDWIDE INC		50105F105	23	1500	SH	SOLE
LKQ CORP		501889208	46	2125	SH	DEFINED
L S I CORPORATION		502161102	51	7500	SH	SOLE
LEAPFROG ENTERPRISES INC		52186N106	1	100	SH	SOLE
LIBERTY GLOBAL INC		530555101	0	3	SH	SOLE
LIBERTY GLOBAL INC	COM SER A	530555309	0	3	SH	SOLE
LIBERTY INTERACTIVE CORP	COMM SER A	53071M104	0	19	SH	SOLE
LILLY ELI & CO	COM	532457108	722	12723	SH	SOLE
LILLY ELI & CO	COM	532457108	21	369	SH	DEFINED
LINDSAY CORP		535555106	18	200	SH	SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	26	670	SH	DEFINED

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LINN ENERGY		536020100	27	702 SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	292	3028 SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	15	160 SH	DEFINED
LOWES COS INC	COM	548661107	1401	36963 SH	SOLE
LOWES COS INC	COM	548661107	5	125 SH	DEFINED
MDU RES GROUP INC	COM	552690109	12	500 SH	SOLE
MDU RES GROUP INC	COM	552690109	20	790 SH	DEFINED
MACYS INC COM		55616P104	40	960 SH	DEFINED
MAGELLAN MIDSTREAM LP		559080106	43	800 SH	SOLE
MANACHIP SEMICONDUCTOR		55933J203	43	2500 SH	DEFINED
MANULIFE FINL CORP COM		56501R106	19	1288 SH	SOLE
MARATHON OIL CORP		565849106	7	200 SH	SOLE
MARATHON PETE CORP		56585A102	913	10188 SH	SOLE
MARATHON PETE CORP		56585A102	3	30 SH	DEFINED
MARKET VECOTRS COAL ETF		57060U837	42	1838 SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT DSCRETN
MARRIOTT VACATIONS WORLDWIDE		57164Y107	4	100 SH	SOLE	
MARRIOTT INTL INC NEW CLA		571903202	43	1009 SH	SOLE	
MARRIOTT INTL INC NEW CLA		571903202	60	1418 SH	DEFINED	
MASTERCARD INC		57636Q104	24	45 SH	SOLE	
MATTEL INC	COM	577081102	106	2425 SH	SOLE	
MATTEL INC	COM	577081102	47	1080 SH	DEFINED	
MAXIM INTEGRATED PRODS INC	COM	57772K101	440	13472 SH	SOLE	
MAXIM INTEGRATED PRODS INC	COM	57772K101	9	289 SH	DEFINED	
MAXWELL TECHNOLOGIES INC		577767106	4	780 SH	DEFINED	
MAXUMUS INC		577933104	46	580 SH	DEFINED	
MCDONALDS CORP	COM	580135101	1640	16452 SH	SOLE	
MCDONALDS CORP	COM	580135101	127	1275 SH	DEFINED	
MCGRAW HILL COS INC	COM	580645109	35	665 SH	DEFINED	
MCKESSON CORPORATION	COM	58155Q103	740	6857 SH	SOLE	
MCKESSON CORPORATION	COM	58155Q103	2	20 SH	DEFINED	
MEDTRONIC INC	COM	585055106	2	50 SH	SOLE	
MENTOR GRAPHICS CORP		587200106	11	600 SH	SOLE	
MERCK & CO INC NEW COM		58933Y105	783	17723 SH	SOLE	
MERCK & CO INC NEW COM		58933Y105	21	471 SH	DEFINED	
METLIFE INC	COM	59156R108	1405	36959 SH	SOLE	
METLIFE INC	COM	59156R108	6	150 SH	DEFINED	
METROPCS COMMUNICATIONS		591708102	715	65578 SH	SOLE	
METROPCS COMMUNICATIONS		591708102	2	175 SH	DEFINED	
MEXICO EQUITY & INCOME FUND		592834105	3	172 SH	SOLE	
MEXICO FD INC	COM	592835102	13	367 SH	SOLE	
MICROSOFT CORP	COM	594918104	2510	87773 SH	SOLE	
MICROSOFT CORP	COM	594918104	94	3279 SH	DEFINED	
MICROVISION INC DEL COM NEW		594960304	0	125 SH	SOLE	
MICROCHIP TECHNOLOGY INC	COM	595017104	626	17012 SH	SOLE	
MICROCHIP TECHNOLOGY INC	COM	595017104	47	1275 SH	DEFINED	
MOBIL MINI INC		60740F105	36	1230 SH	DEFINED	
MONDELEZ INTERNATIONAL INC		609207105	296	9661 SH	SOLE	
MONDELEZ INTERNATIONAL INC		609207105	72	2350 SH	DEFINED	

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			FORM 13F INFORMATION TABLE			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
MONSANTO CO (NEW)		61166W101	129	1225 SH		SOLE
MONSTER BEVERAGE CORP COM		611740101	28	580 SH		SOLE
MORGAN STANLEY	DISCOVER & CO	617446448	12	536 SH		SOLE
MURPHY OIL CORP	COM	626717102	102	1605 SH		SOLE
NBT BANCORP INC	COM	628778102	2213	99975 SH		SOLE
NBT BANCORP INC	COM	628778102	193	8711 SH		DEFINED
NATIONAL INSTRUMENTS CORP		636518102	38	1165 SH		DEFINED
NATIONAL OILWELL VARCO INC		637071101	1163	16446 SH		SOLE
NATIONAL OILWELL VARCO INC		637071101	6	82 SH		DEFINED
NEOGEN CORP		640491106	36	735 SH		DEFINED
NEWMONT MIN CO (HOLD CO)	COM	651639106	21	500 SH		SOLE
NEXTERA ENERGY INC COM		65339F101	270	3475 SH		SOLE
NIKE INC	CL B	654106103	1637	27737 SH		SOLE
NIKE INC	CL B	654106103	38	640 SH		DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	77	1000 SH		SOLE
NORTHROP GRUMMAN CORP COM		666807102	70	996 SH		SOLE
NOVARTIS AG SPNSRD ADR		66987V109	85	1195 SH		SOLE
NOVO NORDISK A/S ADR		670100205	65	400 SH		SOLE
NOVO NORDISK A/S ADR		670100205	29	182 SH		DEFINED
NUCOR CORP	COM	670346105	159	3444 SH		SOLE
NUCOR CORP	COM	670346105	3	65 SH		DEFINED
NUVEEN NY PERFORMANCE PLUS	MUNI INC	67062R104	76	4600		SOLE
NVIDIA CORP		67066G104	697	54302 SH		SOLE
NVIDIA CORP		67066G104	2	150 SH		DEFINED
NUVEEN NY MUNI		67066X107	8	526		SOLE
NUVEEN INTER DURATION		670671106	14	1000 SH		SOLE
NUVEEN ENERGY MLP TOTAL RET		67074U103	1	45 SH		SOLE
NUVEEN REAL ASSET INCOME		67074Y105	20	1000 SH		SOLE
OCCIDENTAL PETE CORP DEL	COM	674599105	24	300 SH		SOLE
ORACLE CORP	COM	68389X105	1550	47975 SH		SOLE
ORACLE CORP	COM	68389X105	118	3662 SH		DEFINED
PG&E CORP	COM	69331C108	270	6059 SH		SOLE
PG&E CORP	COM	69331C108	8	175 SH		DEFINED

FORM 13F INFORMATION TABLE

			FORM 13F INFORMATION TABLE			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
PNC FINL SVCS GROUP INC	COM	693475105	429	6455 SH		SOLE
PACIFIC COAST OIL TR		694103102	9	500 SH		SOLE
PALL CORP	COM	696429307	31	450 SH		SOLE
PARKER HANNIFIN CORP	COM	701094104	9	100 SH		SOLE
PAYCHEX INC	COM	704326107	158	4510 SH		SOLE
PEPSICO INC	COM	713448108	2225	28125 SH		SOLE
PEPSICO INC	COM	713448108	95	1200 SH		DEFINED
PFIZER INC	COM	717081103	2604	90220 SH		SOLE
PFIZER INC	COM	717081103	267	9245 SH		DEFINED
PHILIP MORRIS INTERNATIONAL INC COM		718172109	994	10725 SH		SOLE
PHILIP MORRIS INTERNATIONAL INC COM		718172109	54	585 SH		DEFINED
PHILLIPS 66 COM		718546104	119	1701 SH		SOLE

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PIEDMONT NATURAL GAS CO		720186105	11	332 SH	DEFINED
PLUM CREEK TIMBER CO INC	COM	729251108	78	1500 SH	SOLE
PORTLAND GEN ELECTRIC CO		736508847	30	1000 SH	SOLE
POWER INTEGRATIONS INC		739276103	27	620 SH	DEFINED
PWRSHS QQQ TR UN SER 1 - ETF		73935A104	25	357 SH	SOLE
POWERSHARES EXCHANGE		73935X195	51	4545 SH	SOLE
POWER SHARES GOLDEN DRAGON	USX CHINA - ETF	73935X401	53	2780 SH	SOLE
POWERSHARES SENIOR LOAN ETF		73936Q769	400	15950 SH	SOLE
POWERSHARES PFD - ETF		73936T565	3831	257456 SH	SOLE
POWERSHARES PFD - ETF		73936T565	119	8018 SH	DEFINED
POWER SHS S&P 500 -ETF		73937B779	14476	465920 SH	SOLE
POWER SHS S&P 500 -ETF		73937B779	78	2503 SH	DEFINED
PRAXAIR INC	COM	74005P104	22	195 SH	DEFINED
PRECISION CASTPARTS CORP		740189105	1321	6965 SH	SOLE
PRECISION CASTPARTS CORP		740189105	64	338 SH	DEFINED
PRICE T ROWE & ASSOCIATES	COM	74144T108	108	1445 SH	SOLE
PRICE T ROWE & ASSOCIATES	COM	74144T108	41	549 SH	DEFINED
PRICELINE COM INC		741503403	736	1069 SH	SOLE
PRICELINE COM INC		741503403	2	3 SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	3041	39464 SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	127	1643 SH	DEFINED

						FORM 13F INFORMATION TABLE				
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN		
PRUDENTIAL FINANCIAL INC	COM		744320102	22	380 SH			SOLE		
PUBLIC SVC ENTERPRISE GROUP	COM		744573106	945	27512 SH			SOLE		
PUBLIC SVC ENTERPRISE GROUP	COM		744573106	16	480 SH			DEFINED		
QEP RES INC			74733V100	43	1355 SH			SOLE		
QUALCOMM INC	COM		747525103	418	6250 SH			SOLE		
QUALCOMM INC	COM		747525103	85	1275 SH			DEFINED		
QUESTCOR PHARMACEUTICALS INC			74835Y101	44	1340 SH			DEFINED		
QUESTAR CORP	COM		748356102	33	1370 SH			SOLE		
RF MICRODEVICES INC	COM		749941100	9	1600 SH			SOLE		
RACKSPACE HOSTING INC.			750086100	10	195 SH			SOLE		
RALPH LAUREN CORP CL A			751212101	16	95 SH			SOLE		
RAYTHEON CO CLASS B	COM		755111507	44	740 SH			SOLE		
REYNOLDS AMERN INC			761713106	180	4040 SH			SOLE		
RIO TINTO PLC SPON ADR			767204100	19	400 SH			SOLE		
ROCKWELL INTL CORP NEW	COM		773903109	17	195 SH			SOLE		
ROCKWOOD HOLDINGS INC			774415103	35	535 SH			DEFINED		
ROPER INDUSTRIES INC. NEW			776696106	13	100 SH			SOLE		
ROPER INDUSTRIES INC. NEW			776696106	27	210 SH			DEFINED		
ROSS STORES INC	COM		778296103	38	625 SH			SOLE		
ROYAL BK SCOTLAND GROUP	PLC		780097796	10	441 SH			SOLE		
ROYAL DUTCH SHELL PLC	SPON ADR B		780259107	83	1240 SH			SOLE		
ROYAL DUTCH PETE CO			780259206	222	3405 SH			SOLE		
S & P DEP RECEIPTS - ETF			78462F103	41	261 SH			SOLE		
SPDR GOLD TRUST	GOLD SHS - ETF		78463V107	350	2265 SH			SOLE		
BARCLAYS CAPITAL INTL - ETF			78464A516	6	100 SH			SOLE		
SPDR SR TR BARCLAYS - ETF			78464A680	24	523 SH			SOLE		
SPDR S & P DIVIDEND - ETF			78464A763	539	8175 SH			SOLE		
SPDR DOW JONES INDL AVG- ETF			78467X109	26	178 SH			SOLE		
SALESFORCE COM INC			79466L302	20	114 SH			DEFINED		
SANOFI-AVENTIS			80105N105	15	300 SH			SOLE		
SCANA CORP NEW	COM		80589M102	5	100 SH			SOLE		

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SCHLUMBERGER LTD	COM	806857108	164	2184 SH	SOLE
SCHLUMBERGER LTD	COM	806857108	166	2220 SH	DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
SCHWAB CHARLES CORP NEW	COM	808513105	19	1072 SH		DEFINED
SCIQUEST INC NEW		80908T101	23	960 SH		DEFINED
SELECTIVE INS GRP INC	C/C	816300107	35	1438 SH		SOLE
SENECA FOODS CORP NEW	CL B	817070105	2	50 SH		SOLE
SENECA FOODS CORP NEW	CL A	817070501	2	50 SH		SOLE
SIGMA ALDRICH CORP	COM	826552101	656	8455 SH		SOLE
SIGMA ALDRICH CORP	COM	826552101	50	640 SH		DEFINED
SIMON PPTY GROUP INC NEW		828806109	58	365 SH		SOLE
SOUTHERN COMPANY		842587107	616	13139 SH		SOLE
SOUTHERN COMPANY		842587107	25	525 SH		DEFINED
SOUTHERN COPPER CORP		84265V105	133	3553 SH		SOLE
SOUTHWESTERN ENERGY CO	COM	845467109	229	6145 SH		SOLE
SPECTRA ENERGY CORP COM		847560109	106	3438 SH		SOLE
SPECTRA ENERGY CORP COM		847560109	3	100 SH		DEFINED
SPROTT PHYSICAL PLATINUM		85207Q104	20	2000 SH		SOLE
STARBUCKS CORP	COM	855244109	16	285 SH		SOLE
STATE STREET CORP	COM	857477103	1232	20848 SH		SOLE
STATE STREET CORP	COM	857477103	4	75 SH		DEFINED
STERICYCLE INC		858912108	41	390 SH		DEFINED
STERIS CORP		859152100	8	200 SH		SOLE
STONE HBR EMERGING MKTS		86164W100	12	500 SH		SOLE
STRYKER CORP		863667101	104	1595 SH		SOLE
STRYKER CORP		863667101	65	1000 SH		DEFINED
SUFFOLK BANCORP	COM	864739107	46	3244 SH		SOLE
SUNCOKE ENERGY INC		86722A103	9	571 SH		SOLE
SWISS HELVETIA FUND		870875101	4	300 SH		SOLE
SYMANTEC CORP	COM	871503108	42	1700 SH		DEFINED
SYSCO CORP	COM	871829107	352	10006 SH		SOLE
SYSCO CORP	COM	871829107	3	85 SH		DEFINED
TECO ENERGY INC		872375100	880	49426 SH		SOLE
TECO ENERGY INC		872375100	15	865 SH		DEFINED
TJX COS INC NEW	COM	872540109	1490	31882 SH		SOLE
TJX COS INC NEW	COM	872540109	7	140 SH		DEFINED

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
TARGET CORP	COM	87612E106	743	10849 SH		SOLE
TARGET CORP	COM	87612E106	29	430 SH		DEFINED
TECHNE CORP		878377100	24	360 SH		DEFINED
TETRA TECH INC NEW		88162G103	51	1663 SH		SOLE
TEVA PHARMA INDS ADR		881624209	136	3430 SH		SOLE
TEXAS INSTRS INC	COM	882508104	401	11316 SH		SOLE

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TEXAS INSTRS INC	COM	882508104	4	125 SH	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	255	3335 SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	115	1500 SH	DEFINED
3M COMPANY COM		88579Y101	1027	9657 SH	SOLE
3M COMPANY COM		88579Y101	107	1009 SH	DEFINED
TIME WARNER INC NEW COM NEW		887317303	69	1200 SH	DEFINED
TOLL BROTHERS INC	COM	889478103	47	1378 SH	DEFINED
TOMPKINS FINANCIAL CORP		890110109	21058	498182 SH	SOLE
TOMPKINS FINANCIAL CORP		890110109	1847	43690 SH	DEFINED
TORONTO DOMINION BK ONT	COM NEW ADR	891160509	157	1885 SH	SOLE
TRAVELERS COS INC COM		89417E109	722	8571 SH	SOLE
TRAVELERS COS INC COM		89417E109	15	180 SH	DEFINED
TRIUMPH GROUP, INC		896818101	55	700 SH	DEFINED
TUPPERWARE BRANDS CORP	COM	899896104	141	1720 SH	SOLE
US BANCORP DEL	COM NEW	902973304	372	10955 SH	SOLE
US BANCORP DEL	COM NEW	902973304	48	1420 SH	DEFINED
UTLIMATE SOFTWARE GROUP		90385D107	47	455 SH	DEFINED
UNILEVER N V	N Y SHS NEW	904784709	105	2550 SH	SOLE
UNION PAC CORP	COM	907818108	28	200 SH	SOLE
UNITED NATURAL FOODS		911163103	15	310 SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	397	4618 SH	SOLE
UNITED PARCEL SERVICE INC	CL B	911312106	67	785 SH	DEFINED
UTD ST COMMODITY INDX - ETF		911717106	8	140 SH	SOLE
UNITED STS NAT GAS FD LP		912318201	58	2668 SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	889	9516 SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	14	150 SH	DEFINED
UNITEDHEALTH GROUP INC		91324P102	225	3940 SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN
VANGUARD BD IND INT ETF		921937819	77	874 SH	SOLE	
VANG TAX MNG INTL FD ETF		921943858	25012	686590 SH	SOLE	
VANG TAX MNG INTL FD ETF		921943858	140	3841 SH	DEFINED	
VANGUARD INTL EQUITY	INDEX - ETF	922042858	322	7500 SH	SOLE	
VECTREN CORP COM		92240G101	41	1170 SH	SOLE	
VAN GUARD INDEX TR		922908413	36	498 SH	SOLE	
VANGUARD INDEX REIT- ETF		922908553	1880	26656 SH	SOLE	
VANGUARD INDEX REIT- ETF		922908553	31	445 SH	DEFINED	
VANGARD INDEX VALUE ETF		922908744	5136	78389 SH	SOLE	
VANGARD INDEX VALUE ETF		922908744	16	241 SH	DEFINED	
VERIZON COMMUNICATIONS	COM	92343V104	2856	58115 SH	SOLE	
VERIZON COMMUNICATIONS	COM	92343V104	73	1478 SH	DEFINED	
VERINT SYSTEMS INC		92343X100	20	550 SH	DEFINED	
VISA INC	COM CL A	92826C839	127	745 SH	SOLE	
VISA INC	COM CL A	92826C839	83	488 SH	DEFINED	
VODAFONE GROUP PLC NEW		92857W209	163	5757 SH	SOLE	
WGL HLDGS INC		92924F106	19	432 SH	SOLE	
W P CAREY INC		92936U109	27	405 SH	SOLE	
WALMART STORES INC	COM	931142103	757	10121 SH	SOLE	
WALMART STORES INC	COM	931142103	49	650 SH	DEFINED	
WALGREEN CO	COM	931422109	2025	42477 SH	SOLE	
WALGREEN CO	COM	931422109	15	322 SH	DEFINED	
WATTS WATER TECHNOLOGIES		942749102	5	100 SH	SOLE	

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WELLS FARGO & CO NEW	COM	949746101	1581	42749	SH	SOLE
WELLS FARGO & CO NEW	COM	949746101	59	1600	SH	DEFINED
WHOLE FOODS MARKET INC		966837106	74	855	SH	DEFINED
WILLIAMS-SONOMA INC		969904101	43	830	SH	DEFINED
WISDOMTREE DEVL EMG MKT ETF		97717W133	21	1000	SH	SOLE
WISDOMTREE EMGERGING MKTS	SMALL CAP ETF	97717W281	11695	226694	SH	SOLE
WISDOMTREE EMGERGING MKTS	SMALL CAP ETF	97717W281	63	1226	SH	DEFINED
WISDOM TREE EMG MKTS EQ ETF		97717W315	14954	271612	SH	SOLE
WISDOM TREE EMG MKTS EQ ETF		97717W315	91	1653	SH	DEFINED
WISDOMTREE TR DIV EX	FINLS ETF	97717W406	15	240	SH	SOLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE X\$1000)	FORM 13F INFORMATION TABLE		
				SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT DSCRETN
WISDOMTREE TR		97717W422	43	2417	SH	SOLE
WISDOMTREE TR EMERG MKT ETF		97717X867	264	5030	SH	SOLE
XEROX CORP	COM	984121103	13	1556	SH	SOLE
XYLEM INC		98419M100	66	2400	SH	SOLE
ZIMMER HLDGS INC	COM	98956P102	67	890	SH	SOLE
ZIONS BANCORPORATION	COM	989701107	3	115	SH	SOLE
GRAND TOTALS			322574	6589080		