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ADAMS EXPRESS CO
Form 13F-HR
July 30, 2012

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

Form 13F

Form 13F COVER PAGE

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

Check here if Amendment []; Amendment Number:

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

Institutional Investment Manager Filing this Report:

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

Form 13F File Number:28-597

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

/s/ Christine M. Sloan Baltimore, MD July 30, 2012

[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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holdings for this reporting manager are reported in this report
and a portion are reported by other reporting manager(s).)

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 103

Form 13F Information Table Value Total: \$1,074,076
(in thousands)

List of Other Included Managers:

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

NONE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x \$1000)	COLUMN 5 SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	COLUMN 6 INVSTMT DISCRETN
ACE LTD.	SHS	H0023R105	12,231	165,000	SH		SOLE
ADTRAN, INC.	COM	00738A106	3,085	102,200	SH		SOLE
AFFILIATED MANAGERS GROUP, INC.	COM	008252108	4,378	40,000	SH		SOLE
AIR PRODUCTS & CHEMICALS, INC.	COM	009158106	2,422	30,000	SH		SOLE
AMERIGROUP CORP.	COM	03073T102	7,580	115,000	SH		SOLE
ANADARKO PETROLEUM CORP.	COM	032511107	3,310	50,000	SH		SOLE
APPLE INC.	COM	037833100	48,472	83,000	SH		SOLE
AT&T CORP.	COM	00206R102	19,613	550,000	SH		SOLE
AUTOMATIC DATA PROCESSING, INC.	COM	053015103	11,132	200,000	SH		SOLE
AVON PRODUCTS, INC.	COM	054303102	5,829	359,600	SH		SOLE
AXIS CAPITAL HOLDINGS, LTD.	SHS	G0692U109	7,161	220,000	SH		SOLE
BANK OF AMERICA CORP.	COM	060505104	7,607	930,000	SH		SOLE
BANK OF NEW YORK MELLON CORP.	COM	064058100	8,863	403,775	SH		SOLE
BORGWARNER INC.	COM	099724106	7,215	110,000	SH		SOLE
BRISTOL-MYERS SQUIBB CO.	COM	110122108	5,718	159,061	SH		SOLE
BROADCOM CORP.	CL A	111320107	3,380	100,000	SH		SOLE
BUNGE LTD.	COM	G16962105	8,156	130,000	SH		SOLE
CAPITAL ONE FINANCIAL CORP.	COM	14040H105	12,299	225,000	SH		SOLE
CATERPILLAR INC.	COM	149123101	10,189	120,000	SH		SOLE
CELGENE CORP.	COM	151020104	7,699	120,000	SH		SOLE
CENTURYLINK INC.	COM	156700106	14,216	360,000	SH		SOLE
CF INDUSTRIES HOLDINGS, INC.	COM	125269100	7,465	38,531	SH		SOLE
CHEVRON CORP.	COM	166764100	16,458	156,000	SH		SOLE

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CISCO SYSTEMS, INC.	COM	17275R102	14,594	850,000	SH	SOLE
CLIFFS NATURAL RESOURCES INC.	COM	18683K101	3,204	65,000	SH	SOLE
COCA-COLA CO.	COM	191216100	11,728	150,000	SH	SOLE
COGNIZANT TECHNOLOGY SOLUTIONS	CL A	192446102	9,600	160,000	SH	SOLE
COLUMBIA SPORTSWEAR CO.	COM	198516106	10,724	200,000	SH	SOLE
CONSOL ENERGY INC.	COM	20854P109	2,229	73,700	SH	SOLE
CVS/CAREMARK CORP.	COM	126650100	13,785	295,000	SH	SOLE
DIAGEO PLC ADR	SPON ADR NEW	25243Q205	5,154	50,000	SH	SOLE
DIGITAL REALTY TRUST INC.	COM	253868103	2,252	30,000	SH	SOLE
DOW CHEMICAL CO.	COM	260543103	11,340	360,000	SH	SOLE
EATON CORP.	COM	278058102	8,124	205,000	SH	SOLE
EMERSON ELECTRIC CO.	COM	291011104	7,919	170,000	SH	SOLE
EXPRESS SCRIPTS HOLDING CO.	COM	30219G108	13,958	250,000	SH	SOLE
EXXON MOBIL CORP.	COM	30231G102	8,985	105,000	SH	SOLE
F5 NETWORKS INC.	COM	315616102	996	10,000	SH	SOLE
FEDEX CORP.	COM	31428X106	10,535	115,000	SH	SOLE
FREEMONT-MCMORAN COPPER & GOLD	COM	35671D857	5,645	165,700	SH	SOLE
GENERAL ELECTRIC CO.	COM	369604103	14,171	680,000	SH	SOLE
GILEAD SCIENCES INC.	COM	375558103	12,820	250,000	SH	SOLE
GOODRICH CORP.	COM	382388106	8,502	67,000	SH	SOLE
GOOGLE INC.	CL A	38259P508	12,994	22,400	SH	SOLE
HALLIBURTON CO.	COM	406216101	4,259	150,000	SH	SOLE
HANCOCK HOLDING CO.	COM	410120109	3,044	100,000	SH	SOLE
HEWLETT-PACKARD CO.	COM	428236103	5,028	250,000	SH	SOLE
HONEYWELL INT'L INC.	COM	438516106	14,239	255,000	SH	SOLE
INTEL CORP.	COM	458140100	21,054	790,000	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	11,485	170,000	SH	SOLE
JPMORGAN CHASE & CO.	COM	46625H100	21,438	600,000	SH	SOLE
KANSAS CITY SOUTHERN	COM NEW	485170302	6,956	100,000	SH	SOLE
LIFE TECHNOLOGIES CORP.	COM	53217V109	8,998	200,000	SH	SOLE
LOWE'S COMPANIES, INC.	COM	548661107	17,064	600,000	SH	SOLE
MARRIOTT INTERNATIONAL INC.	COM	571903202	11,760	300,000	SH	SOLE
MASCO CORP.	COM	574599106	10,056	725,000	SH	SOLE
MCDONALD'S CORP.	COM	580135101	21,247	240,000	SH	SOLE
MCKESSON CORP.	COM	58155Q103	9,000	96,000	SH	SOLE
MDU RESOURCES GROUP, INC.	COM	552690109	6,712	310,600	SH	SOLE
MEDTRONIC, INC.	COM	585055106	13,556	350,000	SH	SOLE
METLIFE INC.	COM	59156R108	8,792	285,000	SH	SOLE
MICROSOFT CORP.	COM	594918104	21,413	700,000	SH	SOLE
MORGAN STANLEY	COM	617446448	1,751	120,000	SH	SOLE
NATIONAL OILWELL VARCO, INC.	COM	637071101	6,444	100,000	SH	SOLE
NETAPP, INC.	COM	64110D104	3,978	125,000	SH	SOLE
NEWELL RUBBERMAID INC.	COM	651229106	7,256	400,000	SH	SOLE
NISOURCE INC.	COM	65473P105	3,279	132,500	SH	SOLE
NOBLE CORP.	SHS	H5833N103	3,904	120,000	SH	SOLE
NORFOLK SOUTHERN CORP.	COM	655844108	7,177	100,000	SH	SOLE
NORTHEAST UTILITIES	COM	664397106	6,054	156,000	SH	SOLE
ORACLE CORP.	COM	68389X105	22,572	760,000	SH	SOLE
PEABODY ENERGY CORP.	COM	704549104	945	38,560	SH	SOLE
PEPSICO, INC.	COM	713448108	17,665	250,000	SH	SOLE
PETROLEUM & RESOURCES CORP.	COM	716549100	52,395	2,186,774	SH	SOLE
PFIZER INC.	COM	717081103	18,400	800,000	SH	SOLE
PHILIP MORRIS INTERNATIONAL INC.	COM	718172109	13,089	150,000	SH	SOLE
PNC FINANCIAL SERVICES GROUP	COM	693475105	14,361	235,000	SH	SOLE
POTASH CORP OF SASKATCHEWAN INC.	COM	73755L107	5,684	130,100	SH	SOLE
PRAXAIR, INC.	COM	74005P104	7,339	67,500	SH	SOLE
PROCTER & GAMBLE CO.	COM	742718109	17,150	280,000	SH	SOLE
PRUDENTIAL FINANCIAL, INC.	COM	744320102	7,265	150,000	SH	SOLE
QUALCOMM INC.	COM	747525103	16,704	300,000	SH	SOLE
RYLAND GROUP INC.	COM	783764103	8,531	333,500	SH	SOLE
SAFEWAY INC.	COM NEW	786514208	6,171	340,000	SH	SOLE
SCHLUMBERGER LTD.	COM	806857108	7,789	120,000	SH	SOLE

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SEADRILL LTD.	SHS	G7945E105	1,421	40,000	SH	SOLE
SENOXYX, INC.	COM	81724Q107	3,018	1,284,400	SH	SOLE
SOUTH JERSEY INDUSTRIES, INC.	COM	838518108	5,097	100,000	SH	SOLE
SPECTRA ENERGY CORP.	COM	847560109	11,792	405,780	SH	SOLE
SPIRIT AEROSYSTEMS HOLDINGS, INC.	COM CL A	848574109	11,915	500,000	SH	SOLE
T. ROWE PRICE GROUP INC.	COM	74144T108	8,500	135,000	SH	SOLE
TARGET CORP.	COM	87612E106	18,621	320,000	SH	SOLE
TECK RESOURCES LTD	CL B	878742204	2,351	76,000	SH	SOLE
TEREX CORP.	COM	880779103	4,636	260,000	SH	SOLE
TEVA PHARMACEUTICAL INDUSTRIES	ADR	881624209	8,677	220,000	SH	SOLE
UNILEVER PLC ADR	SPON ADR NEW	904767704	14,841	440,000	SH	SOLE
UNITED TECHNOLOGIES CORP.	COM	913017109	9,630	127,500	SH	SOLE
UNITEDHEALTH GROUP INC.	COM	91324P102	13,309	227,500	SH	SOLE
VERIZON COMMUNICATIONS INC.	COM	92343V104	13,332	300,000	SH	SOLE
WALT DISNEY CO.	COM	254687106	17,460	360,000	SH	SOLE
WELLS FARGO & CO.	COM	949746101	20,398	610,000	SH	SOLE
WISCONSIN ENERGY CORP.	COM	976657106	5,936	150,000	SH	SOLE
ZIMMER HOLDINGS, INC.	COM	98956P102	7,401	115,000	SH	SOLE
			1,074,076			

