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ORRSTOWN FINANCIAL SERVICES INC
Form 13F-HR
April 11, 2012

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

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03/31/2012

Check here if Amendment ; Amendment Number: _____

This Amendment (Check only one.); is a restatement,
 adds new holdings entries.

Institutional Investment Manager Filing this Report: Ort & Co. (Nominee Name)

Name: Orrstown Financial Services, Inc.
Address: P.O. Box 250
77 E. King Street
Shippensburg, PA 17257

Form 13F File Number: 28-13107

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: Thomas A. Holmes
Title: Assistant Vice President & Investment Officer II
Phone: 717-530-3908

Signature, Place, and Date of Signing:

/s/ Thomas A. Holmes	Shippensburg, PA	04/10/2012
-----	-----	-----
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:

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[If there are no entries in this list, omit this section.]

NONE

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 457

Form 13F Information Table Value Total: 91086
(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

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	OT MAN
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	89	1375	SH		SOLE	
INGERSOLL-RAND PLC	SHS	G47791101	8	200	SH		DEFINED	
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	118	7500	SH		SOLE	
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	932	24867	SH		SOLE	
TE CONNECTIVITY LTD	REG SHS	H84989104	18	500	SH		SOLE	
DHT MARITIME INC	COM	Y2065G105	1	700	SH		DEFINED	
GENERAL MARITIME CORP NEW	SHS	Y2693R101	0	268	SH		DEFINED	
ACNB CORP	COM	000868109	10	719	SH		SOLE	
AFLAC INC	COM	001055102	23	500	SH		SOLE	
AT&T INC	COM	00206R102	862	27604	SH		SOLE	
AT&T INC	COM	00206R102	41	1300	SH		DEFINED	
ABBOTT LABS	COM	002824100	1754	28610	SH		SOLE	
ABBOTT LABS	COM	002824100	12	200	SH		DEFINED	
ACTIVISION BLIZZARD INC	COM	00507V109	2	150	SH		SOLE	
ADAMS RES & ENERGY INC	COM NEW	006351308	29	500	SH		SOLE	
ADOBE SYS INC	COM	00724F101	1	40	SH		SOLE	
AECOM TECHNOLOGY CORP		00766T100	38	1700	SH		SOLE	
AETNA INC NEW	COM	00817Y108	34	680	SH		SOLE	
ALCOA INC	COM	013817101	90	9000	SH		SOLE	
ALCATEL-LUCENT	SPONSORED ADR	013904305	1	500	SH		SOLE	
ALLERGAN INC	COM	018490102	7	75	SH		SOLE	
ALLETE INC	COM NEW	018522300	6	147	SH		SOLE	
ALLIED IRISH BKS P L C	SPON ADR ORD	019228808	6	5150	SH		SOLE	
ALTRIA GROUP INC	COM	02209S103	26	844	SH		SOLE	
ALTRIA GROUP INC	COM	02209S103	28	900	SH		DEFINED	
AMERICAN ELECTRIC CO		025537101	62	1620	SH		SOLE	
AMERICAN EXPRESS CO	COM	025816109	758	13100	SH		SOLE	

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AMERICAN EXPRESS CO	COM	025816109	6	100 SH	DEFINED
AMERICAN FINL GROUP INC OHIO	COM	025932104	7	183 SH	SOLE
AMERICAN WTR WKS CO INC NEW	COM	030420103	2	60 SH	SOLE
AMERISOURCEBERGEN CORP	COM	03073E105	7	175 SH	SOLE
AMSURG CORP	COM	03232P405	6	210 SH	SOLE
ANNALY MTG MGMT INC	COM	035710409	19	1200 SH	DEFINED
APACHE CORP	COM	037411105	93	929 SH	SOLE
APPLE INC	COM	037833100	1334	2225 SH	SOLE
APPLIED DEVELOPMENT HLDGS LT	ADR	038173100	0	2000 SH	SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	313	9900 SH	SOLE
ARROW ELECTRS INC	COM	042735100	206	4900 SH	SOLE
ATMOS ENERGY CORP	COM	049560105	39	1250 SH	SOLE
AUTOMATIC DATA PROCESSING IN	COM	053015103	95	1725 SH	SOLE
AVNET INC	COM	053807103	7	183 SH	SOLE
BB&T CORP	COM	054937107	22	700 SH	SOLE
BP AMOCO P L C	SPONSORED ADR	055622104	6	132 SH	SOLE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	13	100 SH	SOLE
BRE PPTYS INC		05564E106	20	398 SH	SOLE
BAKER HUGHES INC	COM	057224107	3	72 SH	SOLE
BANK OF AMERICA CORP		060505104	1	100 SH	SOLE

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BANK NEW YORK MELLON CORP		064058100	34	1416 SH			SOLE	
BARD C R INC	COM	067383109	7	72 SH			SOLE	
BEISTLE COMPANY		072001993	1814	2803 SH			SOLE	
BEAM INC	COM	073730103	12	200 SH			SOLE	
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	59	725 SH			SOLE	
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G602	169	7200 SH			SOLE	
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	21	800 SH			DEFINED	
BRADY CORP	CL A	104674106	6	195 SH			SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	79	2337 SH			SOLE	
BROADVIEW INSTITUTE INC	COM	111381109	0	168 SH			SOLE	
BUFFALO WILD WINGS INC	COM	119848109	1061	11700 SH			SOLE	
CSX CORP	COM	126408103	615	28600 SH			SOLE	
CVS CORP	COM	126650100	4	100 SH			SOLE	
CACI INTL INC	CL A	127190304	7	110 SH			SOLE	
CAMECO CORP	COM	13321L108	0	1 SH			SOLE	
CAMPBELL SOUP		134429109	8	247 SH			SOLE	
CARLISLE COS INC	COM	142339100	170	3400 SH			SOLE	
CASEYS GEN STORES INC	COM	147528103	10	183 SH			SOLE	
CATERPILLAR INC DEL	COM	149123101	480	4506 SH			SOLE	
CHESAPEAKE ENERGY CORP	COM	165167107	865	37360 SH			SOLE	
CHEVRON CORP NEW	COM	166764100	2121	19780 SH			SOLE	
CHEVRON CORP NEW	COM	166764100	11	100 SH			DEFINED	
CHURCH & DWIGHT INC	COM	171340102	9	192 SH			SOLE	
CISCO SYS INC	COM	17275R102	16	740 SH			SOLE	
CITIGROUP INC	COM NEW	172967424	4	120 SH			SOLE	
CITIGROUP INC	COM NEW	172967424	27	730 SH			DEFINED	
CLEAN ENERGY FUELS CORP	COM	184499101	55	2580 SH			SOLE	
CLOROX CO DEL	COM	189054109	18	262 SH			SOLE	
COACH INC	COM	189754104	13	165 SH			SOLE	
COCA COLA CO	COM	191216100	224	3020 SH			SOLE	

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COGNEX CORP	COM	192422103	4	100 SH	SOLE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	953	12390 SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	1750	17900 SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	10	100 SH	DEFINED
COMCAST CORP NEW	CL A	20030N101	57	1904 SH	SOLE
COMCAST CORP NEW	CL A	20030N101	12	400 SH	DEFINED
COMMERCIAL METALS CO	COM	201723103	3	200 SH	SOLE
CONOCOPHILLIPS	COM	20825C104	38	500 SH	SOLE
CORNING INC	COM	219350105	25	1798 SH	SOLE
CORPORATE BACKED TR CTFS	04-7 A1 6.3%34	21988K834	24	1000 SH	SOLE
CORPORATE BACKED TR CTFS	04-4 CL A-1 6%	21988K875	23	1000 SH	SOLE
CROCS INC		227046109	2	75 SH	SOLE
CUBIC CORP	COM	229669106	3	72 SH	SOLE
DST SYS INC DEL	COM	233326107	4	72 SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	9	180 SH	SOLE
DELL INC	COM	24702R101	50	3000 SH	SOLE
DENTSPLY INTL INC NEW	COM	249030107	6	147 SH	SOLE
DEVON ENERGY CORP NEW	COM	25179M103	16	220 SH	SOLE
WALT DISNEY COMPANY	HOLDING CO.	254687106	48	1100 SH	SOLE
DIRECTV	COM CL A	25490A101	1377	27900 SH	SOLE
DOLLAR TREE INC	COM	256746108	553	5850 SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
DOMINION RES INC VA NEW	COM	25746U109	798	15577	SH		SOLE	
DOMINION RES INC VA NEW	COM	25746U109	5	100	SH		DEFINED	
DONEGAL GROUP INC	CL A	257701201	3	218	SH		SOLE	
DOW CHEM CO	COM	260543103	125	3600	SH		SOLE	
DU PONT E I DE NEMOURS & CO	COM	263534109	1014	19169	SH		SOLE	
DUKE ENERGY CORP NEW	COM	26441C105	11	500	SH		SOLE	
EMC CORPORATION		268648102	538	18000	SH		SOLE	
EQT CORP	COM	26884L109	6	129	SH		SOLE	
ETF5 PRECIOUS METALS BASKET	PHYS PM BSKT	26922W109	19	200	SH		DEFINED	
EATON CORP	COM	278058102	1116	22400	SH		SOLE	
EATON CORP	COM	278058102	10	200	SH		DEFINED	
E-BAY INC		278642103	7	200	SH		SOLE	
EL PASO PIPELINE PARTNERS L	COM UNIT LPI	283702108	24	700	SH		DEFINED	
ELECTRONIC ARTS INC	COM	285512109	2	100	SH		SOLE	
EMERSON ELEC CO	COM	291011104	961	18418	SH		SOLE	
EMERSON ELEC CO	COM	291011104	5	100	SH		DEFINED	
EMPIRE DIST ELEC CO	COM	291641108	5	225	SH		SOLE	
ENTROPIC COMMUNICATIONS INC	COM	29384R105	1	200	SH		SOLE	
EQUIFAX INC	COM	294429105	9	210	SH		SOLE	
EQUINIX INC	COM NEW	29444U502	10	62	SH		SOLE	
EXELON CORP	COM	30161N101	64	1632	SH		SOLE	
EXXON MOBIL CORP	COM	30231G102	2651	30565	SH		SOLE	
EXXON MOBIL CORP	COM	30231G102	9	100	SH		DEFINED	
FPL GROUP CAP TR I	PFD TR 5.875%	30257V207	10	400	SH		SOLE	
FAMILY DLR STORES INC	COM	307000109	9	147	SH		SOLE	
FASTENAL CO	COM	311900104	62	1150	SH		SOLE	
FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	6	400	SH		DEFINED	
FIRST NIAGARA FINL GP INC	COM	33582V108	436	44322	SH		SOLE	
FIRSTPLUS FINL GROUP INC	COM	33763B103	0	115	SH		SOLE	

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FIRSTENERGY CORP	COM	337932107	15	331	SH	SOLE
FONAR CORP		344437405	0	80	SH	SOLE
FORD MOTOR COMPANY COM NEW		345370860	7	600	SH	SOLE
FRANKLIN FINL SVCS CORP	COM	353525108	390	24671	SH	SOLE
FULTON FINL CORP PA	COM	360271100	16	1500	SH	SOLE
GALLAGHER ARTHUR J & CO	COM	363576109	7	183	SH	SOLE
GAMESTOP CORP NEW	CL A	36467W109	13	600	SH	SOLE
GARDNER DENVER INC	COM	365558105	9	147	SH	SOLE
GENERAL ELEC CO	COM	369604103	30	1500	SH	SOLE
GENERAL ELEC CAP CORP	PINES 4.50% 35	369622485	21	800	SH	SOLE
GENERAL ELEC CAP CORP	NT 5.875%2033	369622493	40	1600	SH	SOLE
GENERAL ELEC CAP CORP	PINES 6.625%	369622527	21	800	SH	SOLE
GENERAL MLS INC	COM	370334104	1278	32385	SH	SOLE
GENERAL MLS INC	COM	370334104	8	200	SH	DEFINED
GLATFELTER P H CO	COM	377316104	16	1000	SH	SOLE
GLOBAL X FDS	FTSE NORDIC REG	37950E101	7	400	SH	DEFINED
GLOBAL X FDS	FTSE COLUMBIA20	37950E200	11	500	SH	DEFINED
GLOBAL X FDS	ANDEAN 40 ETF	37950E655	187	12520	SH	SOLE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	3	200	SH	SOLE
GOOGLE INC	CL A	38259P508	818	1275	SH	SOLE
GRACO INC	COM	384109104	16	300	SH	SOLE
HALLIBURTON CO	COM	406216101	13	400	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
HANESBRANDS INC		410345102		1	43	SH	SOLE	
HAWAIIAN ELEC INDUSTRIES	COM	419870100		5	183	SH	SOLE	
HAWKINS INC	COM	420261109		119	3200	SH	SOLE	
HEINZ H J CO	COM	423074103		11	204	SH	SOLE	
HELMERICH & PAYNE INC	COM	423452101		27	497	SH	SOLE	
HERSHA HOSPITALITY TR	SH BEN INT A	427825104		82	15000	SH	SOLE	
HERSHEY FOODS CORP	COM	427866108		61	1000	SH	SOLE	
HEWLETT PACKARD CO	COM	428236103		48	2000	SH	SOLE	
HONEYWELL INTL INC	COM	438516106		1480	24244	SH	SOLE	
HONEYWELL INTL INC	COM	438516106		6	100	SH	DEFINED	
HOOPER HOLMES INC	COM	439104100		1	1709	SH	SOLE	
HORACE MANN EDUCATORS CORP N	COM	440327104		5	257	SH	SOLE	
HORMEL FOODS CORP	COM	440452100		10	330	SH	SOLE	
HOST HOTELS & RESORTS INC	COM	44107P104		30	1800	SH	SOLE	
IMATION CORP	COM	45245A107		0	20	SH	SOLE	
ING GROEP N V	PFD 7.05%	456837202		9	400	SH	SOLE	
ING GROEP N V	PERP DBT 6.125	456837509		9	400	SH	SOLE	
INTEL CORP	COM	458140100		1855	65977	SH	SOLE	
INTERNATIONAL BUSINESS MACHS	COM	459200101		466	2233	SH	SOLE	
ISHARES SILVER TRUST	ISHARES	46428Q109		6	200	SH	SOLE	
ISHARES INC	MSCI AUSTRALIA	464286103		595	25300	SH	SOLE	
ISHARES INC	MSCI THAILAND	464286624		11	150	SH	DEFINED	
ISHARES INC	MSCI SINGAPORE	464286673		863	66950	SH	SOLE	
ISHARES MSCI EMERG MKT ETF		464287234		756	17600	SH	SOLE	
ISHARES MSCI EAFE INDEX		464287465		445	8100	SH	SOLE	
ISHARES BIO-TECHNOLOGY	ETF	464287556		62	500	SH	SOLE	
ISHARES RUSSELL 1000 LARGE C AP VALUE		464287598		84	1200	SH	SOLE	
ISHARES RUSSELL 1000 LARGE C AP GROWTH		464287614		198	3000	SH	SOLE	

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ISHARES TR	RUSSELL 2000	464287655	141	1700	SH	SOLE
ISHARES TR	HIGH YLD CORP	464288513	18	200	SH	DEFINED
ISHARES TR	ZEALAND INVST	464289123	35	1100	SH	DEFINED
JPMORGAN CHASE & CO	COM	46625H100	700	15226	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	1049	15906	SH	SOLE
JOHNSON CTLS INC	COM	478366107	137	4215	SH	SOLE
JONES SODA CO	COM	48023P106	0	300	SH	SOLE
KELLOGG CO	COM	487836108	5	100	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	33	452	SH	SOLE
KIMCO REALTY CORP	COM	49446R109	4	200	SH	SOLE
KRAFT FOODS INC	CL A	50075N104	1707	44930	SH	SOLE
KRAFT FOODS INC	CL A	50075N104	4	100	SH	DEFINED
LSI LOGIC CORP	COM	502161102	37	4320	SH	SOLE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	7	72	SH	SOLE
LILLY ELI & CO	COM	532457108	11	275	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	288	3207	SH	SOLE
LOWES COS INC	COM	548661107	38	1210	SH	SOLE
M & T BK CORP	COM	55261F104	955	10987	SH	SOLE
MELA SCIENCES INC	COM	55277R100	1	250	SH	SOLE
MWI VETERINARY SUPPLY INC	COM	55402X105	396	4500	SH	SOLE
MAGNETEK INC	COM NEW	559424403	1	50	SH	SOLE
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	10	200	SH	SOLE
MARKET VECTORS ETF TR	EGYPT INDX ETF	57060U548	9	700	SH	DEFINED

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MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	1006	19050	SH		SOLE	
MARKET VECTORS ETF TR	INDONESIA ETF	57060U753	9	300	SH		DEFINED	
MARKWEST ENERGY PARTNERS L	PUNIT LTD PARTN	570759100	12	200	SH		DEFINED	
MASTERCARD INCORPORATED		57636Q104	13	30	SH		SOLE	
MATTHEWS INTL CORP	CL A	577128101	3	105	SH		SOLE	
MCCORMICK & CO INC	COM NON VTG	579780206	33	603	SH		SOLE	
MCDONALDS CORP	COM	580135101	79	806	SH		SOLE	
MCGRAW HILL COS INC	COM	580645109	3	72	SH		SOLE	
MEDICAL PPTYS TRUST INC	COM	58463J304	7	800	SH		DEFINED	
MERCK & CO INC NEW	COM	58933Y105	5	135	SH		SOLE	
MERRILL LYNCH PFD CAP TR V	TOPRS 7.28%	59021K205	10	400	SH		SOLE	
MICROSOFT CORP	COM	594918104	1754	54400	SH		SOLE	
MICROSOFT CORP	COM	594918104	6	200	SH		DEFINED	
MIDDLEBY CORP	COM	596278101	658	6500	SH		SOLE	
MONRO MUFFLER BRAKE INC	COM	610236101	1324	31911	SH		SOLE	
MONSTER BEVERAGE CORP	COM	611740101	87	1400	SH		SOLE	
MORGAN STANLEY CAP TR III	CAP SECS 6.25%	617460209	10	400	SH		SOLE	
MOSAIC CO NEW	COM	61945C103	174	3155	SH		SOLE	
MURPHY OIL CORP	COM	626717102	6	100	SH		SOLE	
NASDAQ OMX GROUP INC	COM	631103108	1061	41000	SH		SOLE	
NATIONAL PENN BANCSHARES INC	COM	637138108	9	1000	SH		SOLE	
NEXTERA ENERGY INC	COM	65339F101	34	552	SH		SOLE	
NIKE INC	CL B	654106103	5	50	SH		SOLE	
NORDSON CORP	COM	655663102	16	294	SH		SOLE	
NORFOLK SOUTHERN CORP	COM	655844108	74	1130	SH		SOLE	
NORTHEAST UTILS	COM	664397106	4	102	SH		SOLE	
NURSECARE HEALTH CTR		670576305	0	50	SH		SOLE	

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NUSTAR ENERGY LP	UNIT COM	67058H102	10	173 SH	SOLE
O2MICRO INTERNATIONAL LTD	SPONS ADR	67107W100	2	400 SH	SOLE
OLD DOMINION FGHT LINES INC	COM	679580100	238	5000 SH	SOLE
OMNICOM GROUP INC		681919106	7	129 SH	SOLE
ORACLE CORP	COM	68389X105	24	819 SH	SOLE
ORRSTOWN FINANCIAL SERVICES	REINVESTED SHARES	6870FS993	85	9716 SH	SOLE
ORRSTOWN FINL SVCS INC	COM	687380105	2926	333678 SH	SOLE
ORRSTOWN FINL SVCS INC	COM	687380105	3	315 SH	DEFINED
PNC FINANCIAL SERVICES GROUP	COM	693475105	919	14251 SH	SOLE
PPG INDS INC	COM	693506107	38	400 SH	SOLE
P P & L RES INC	COM	69351T106	270	9572 SH	SOLE
PANDORA MEDIA INC	COM	698354107	10	1000 SH	SOLE
PARK ELECTROCHEMICAL CORP	COM	700416209	7	219 SH	SOLE
PATTERSON COMPANIES INC	COM	703395103	6	183 SH	SOLE
PAYCHEX INC	COM	704326107	7	225 SH	SOLE
PENN NATL GAMING INC	COM	707569109	78	1825 SH	SOLE
PENNSYLVANIA RL ESTATE INVT	SH BEN INT	709102107	2	152 SH	SOLE
PEPSICO INC	COM	713448108	2373	35762 SH	SOLE
PEPSICO INC	COM	713448108	7	100 SH	DEFINED
PFIZER INC	COM	717081103	116	5116 SH	SOLE
PHILIP MORRIS INTL INC	COM	718172109	106	1194 SH	SOLE
PIEDMONT NAT GAS INC	COM	720186105	6	180 SH	SOLE
PITNEY BOWES INC	COM	724479100	246	14000 SH	SOLE
PLUM CREEK TIMBER CO INC	COM	729251108	11	275 SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
POWERSHARES QQQ TR		73935A104	1867	27650 SH			SOLE	
POWERSHARES ETF TRUST	FINL PFD PTFL	73935X229	38	2100 SH			DEFINED	
POWERSHARES WATER RESOURCE	ETF	73935X575	69	3600 SH			SOLE	
POWERSHARES ETF TRUST	INTL DIV ACHV	73935X716	104	6750 SH			SOLE	
PRAXAIR INC	COM	74005P104	48	418 SH			SOLE	
PRICESMART INC	COM	741511109	13	183 SH			SOLE	
PROCTER & GAMBLE CO	COM	742718109	280	4164 SH			SOLE	
PROSHARES TR	PSHS SHRT S&P500	74347R503	222	6200 SH			SOLE	
PRUDENTIAL FINL INC	COM	744320102	895	14118 SH			SOLE	
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	92	3000 SH			SOLE	
PUBLIC STORAGE	PFD 1/1000 C	74460D448	10	400 SH			SOLE	
QLOGIC CORP	COM	747277101	4	235 SH			SOLE	
QUALCOMM INC	COM	747525103	929	13643 SH			SOLE	
QUALCOMM INC	COM	747525103	14	200 SH			DEFINED	
QUALITY SYS INC	COM	747582104	10	220 SH			SOLE	
RAVEN INDS INC	COM	754212108	1241	20334 SH			SOLE	
RAYMOND JAMES FINANCIAL INC	COM	754730109	12	330 SH			SOLE	
RAYONIER INC	COM	754907103	18	397 SH			SOLE	
REYNOLDS AMERICAN INC	COM	761713106	5	120 SH			SOLE	
RITE AID CORP	COM	767754104	0	100 SH			SOLE	
ROCKWELL AUTOMATION INC	COM	773903109	40	502 SH			SOLE	
ROCKWELL COLLINS INC	COM	774341101	26	458 SH			SOLE	
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	13	186 SH			SOLE	
SPDR S & P 500 INDEX ETF		78462F103	1162	8250 SH			SOLE	
SPDR GOLD TRUST	GOLD SHS	78463V107	811	5000 SH			SOLE	
SPDR GOLD TRUST	GOLD SHS	78463V107	6	40 SH			DEFINED	

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SPDR S&P OIL & GAS EQUIPMENT & SVCS ETF		78464A748	1125	30900	SH	SOLE
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	1070	18900	SH	SOLE
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	2962	22475	SH	SOLE
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	895	4950	SH	SOLE
SCHEIN HENRY INC	COM	806407102	8	110	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	14	200	SH	SOLE
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	15	500	SH	SOLE
SEMPRA ENERGY	COM	816851109	6	100	SH	SOLE
SENSIENT TECHNOLOGIES CORP	COM	81725T100	9	240	SH	SOLE
SHERWIN WILLIAMS CO	COM	824348106	22	200	SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	10	135	SH	SOLE
SIRIUS XM RADIO INC	COM	82967N108	2	1000	SH	SOLE
SKINNY NUTRITIONAL CORP	COM	830695102	0	20000	SH	SOLE
SKYWORKS SOLUTIONS INC	COM	83088M102	11	400	SH	SOLE
SMUCKER J M CO	COM NEW	832696405	9	107	SH	SOLE
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	959	16350	SH	SOLE
SOUTHERN CO	COM	842587107	1244	27687	SH	SOLE
SOUTHERN CO	COM	842587107	9	200	SH	DEFINED
SOUTHERN COPPER CORP	COM	84265V105	10	303	SH	SOLE
SPECTRA ENERGY CORP	COM	847560109	2	50	SH	SOLE
SPICY PICKLE FRANCHISING	COM	84844T100	1	500	SH	SOLE
SPRINT NEXTEL GROUP	COM FON GROUP	852061100	8	2750	SH	SOLE
STANDEX INTL CORP	COM	854231107	6	150	SH	SOLE
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	65	1500	SH	SOLE
SUNCOKE ENERGY INC	COM	86722A103	2	106	SH	SOLE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SUSQUEHANNA BANCSHARES INC P	COM	869099101	1025	103763	SH		SOLE	
SYNTEL INC	COM	87162H103	7	129	SH		SOLE	
SYSCO CORP		871829107	26	877	SH		SOLE	
TJX COS INC NEW	COM	872540109	1303	32810	SH		SOLE	
TJX COS INC NEW	COM	872540109	8	200	SH		DEFINED	
TAYLOR CALVIN B BANKSHARES I	COM	876838103	5	200	SH		SOLE	
TECHNE CORP	COM	878377100	6	90	SH		SOLE	
3M CO	COM	88579Y101	984	11028	SH		SOLE	
TIDEWATER INC	COM	886423102	8	150	SH		SOLE	
TIFFANY & CO NEW	COM	886547108	31	452	SH		SOLE	
TIM HORTONS INC	COM	88706M103	81	1518	SH		SOLE	
TIME WARNER INC	COM NEW	887317303	4	102	SH		SOLE	
TIME WARNER CABLE INC	COM	88732J207	2	25	SH		SOLE	
TORM A/S	SPONSORED ADR	891072100	0	300	SH		DEFINED	
TRANSCANADA CORP	COM	89353D107	65	1500	SH		SOLE	
TRAVELERS COS INC		89417E109	888	15000	SH		SOLE	
TRUMP HOTELS & CASIN		898168109	0	60	SH		SOLE	
UNILEVER PLC	SPON ADR NEW	904767704	922	27900	SH		SOLE	
UNILIFE CORPORATIO CDI		90478E103	1	1000	SH		SOLE	
UNITED NAT FOODS INC	COM	911163103	7	147	SH		SOLE	
UNITED TECHNOLOGIES CORP	COM	913017109	66	800	SH		SOLE	
UNITEDHEALTH GROUP INC	COM	91324P102	807	13700	SH		SOLE	
V F CORP	COM	918204108	11	75	SH		SOLE	
VALE S A	ADR	91912E105	511	21900	SH		SOLE	
VALERO ENERGY CORP NEW	COM	91913Y100	1750	67900	SH		SOLE	
VALERO ENERGY CORP NEW	COM	91913Y100	3	100	SH		DEFINED	

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VANGUARD BD INDEX FD INC	LONG TERM BOND	921937793	18	206 SH	SOLE
VANGUARD TOTAL BOND	MARKET ETF	921937835	695	8350 SH	SOLE
VANGUARD HEALTHCARE VIPER	ETF	92204A504	1189	17600 SH	SOLE
VANGUARD SM CAP VAL VIPER		922908611	760	10800 SH	SOLE
VERIFONE HLDGS INC	COM	92342Y109	633	12200 SH	SOLE
VERIZON COMMUNICATIONS		92343V104	938	24536 SH	SOLE
VERIZON COMMUNICATIONS		92343V104	19	500 SH	DEFINED
VISA INC	COM CL A	92826C839	1510	12800 SH	SOLE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	1007	36412 SH	SOLE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	30	1100 SH	DEFINED
WAL MART STORES INC	COM	931142103	62	1020 SH	SOLE
WALGREEN CO	COM	931422109	13	400 SH	SOLE
WEBSTER FINL CORP CONN	COM	947890109	3	142 SH	SOLE
WENDYS CO	COM	95058W100	186	37250 SH	SOLE
WINDSTREAM CORP	COM	97381W104	9	757 SH	SOLE
WINDSTREAM CORP	COM	97381W104	9	800 SH	DEFINED
WOLVERINE WORLD WIDE INC	COM	978097103	6	165 SH	SOLE
WORLD FUEL SVCS CORP	COM	981475106	8	202 SH	SOLE
XCL LTD DEL	COM	983701103	0	66 SH	SOLE
XILINX INC	COM	983919101	711	19497 SH	SOLE
XILINX INC	COM	983919101	4	100 SH	DEFINED
YRC WORLDWIDE INC	COM PAR \$.01	984249607	1	167 SH	SOLE
YUM BRANDS INC	COM	988498101	730	10250 SH	SOLE
ZIMMER HLDGS INC	COM	98956P102	8	120 SH	SOLE
ZIONS BANCORP		989701107	2	100 SH	SOLE
ZIONS CAP TR B	CAP SECS %	989703202	8	300 SH	SOLE
GRAND TOTALS			91086	2340345	