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The reader should not assume that the information is accurate and complete.

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

FORM 13F COVER PAGE

OMB APPROVAL

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

Report for the Calendar Year or Quarter Ended: 06-30-2013

Check here if Amendment  Amendment Number:  
This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: FIRST MERCHANTS CORP  
Address: 200 EAST JACKSON STREET  
MUNCIE, IN 47305

Form 13F File Number: 028-13037

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: Terry L Blaker  
Title: Senior Vice President  
Phone: 765-747-1570

Signature, Place, and Date of Signing:

Terry L Blaker Muncie, IN 07-17-2013  
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 0  
Form 13F Information Table Entry Total: 236  
Form 13F Information Table Value Total: 281,669  
(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.]

NONE

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

FORM 13F INFORMATION TABLE

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

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	SOLE	SHARED	NONE
ACCENTURE PLC ADR	FOREIGN EQUITIES	G1151C101	2,623	36,451	SH		SOLE		35,886	490	75
ACCENTURE PLC ADR	FOREIGN EQUITIES	G1151C101	280	3,890	SH		DFND		3,890	0	0
COVIDIEN ADR	FOREIGN EQUITIES	G2554F113	1,812	28,837	SH		SOLE		28,387	450	0
COVIDIEN ADR	FOREIGN EQUITIES	G2554F113	144	2,299	SH		DFND		2,299	0	0
NOBLE CORPORATION COM	COMMON STOCK	H5833N103	1,707	45,433	SH		SOLE		44,738	595	100
NOBLE CORPORATION COM	COMMON STOCK	H5833N103	77	2,046	SH		DFND		2,046	0	0
ALERIAN MLP ETF	SPECIALTY ALTERNATIVE FUNDS	00162Q866	689	38,599	SH		SOLE		38,599	0	0
AT&T INC COM	COMMON STOCK	00206R102	3,262	92,183	SH		SOLE		90,838	1,095	250
AT&T INC COM	COMMON STOCK	00206R102	240	6,781	SH		DFND		6,781	0	0
ABBOTT LABS COM	COMMON STOCK	002824100	2,088	59,863	SH		SOLE		58,743	820	300
ABBOTT LABS COM	COMMON STOCK	002824100	206	5,915	SH		DFND		5,915	0	0
ABBVIE INC COM	COMMON STOCK	00287Y109	2,036	49,250	SH		SOLE		48,200	750	300
ABBVIE INC COM	COMMON STOCK	00287Y109	253	6,125	SH		DFND		6,125	0	0
ADOBE SYSTEMS INC COM	COMMON STOCK	00724F101	1,225	26,899	SH		SOLE		26,199	700	0
ADOBE SYSTEMS INC COM	COMMON STOCK	00724F101	140	3,069	SH		DFND		3,069	0	0
ALLIANT CORP COM	COMMON STOCK	018802108	2,248	44,589	SH		SOLE		43,839	750	0
ALLIANT CORP COM	COMMON STOCK	018802108	258	5,116	SH		DFND		5,116	0	0
ALTRIA GROUP INC COM	COMMON STOCK	02209S103	206	5,900	SH		DFND		2,900	0	3,000
AMERISOURCE-BERGEN CORP COM	COMMON STOCK	03073E105	1,334	23,886	SH		SOLE		23,436	450	0
AMERISOURCE-BERGEN CORP COM	COMMON STOCK	03073E105	108	1,930	SH		DFND		1,930	0	0
AMERIPRISE FINANCIAL COM	COMMON STOCK	03076C106	630	7,795	SH		SOLE		7,765	30	0

AMERIPRISE FINANCIAL COM	COMMON STOCK	03076C106	43	530	SH	DFND	530	0	0
AMPHENOL CORPORATION COM	COMMON STOCK	032095101	312	4,000	SH	SOLE	4,000	0	0
AMPHENOL CORPORATION COM	COMMON STOCK	032095101	62	790	SH	DFND	790	0	0
APACHE CORP COM	COMMON STOCK	037411105	1,977	23,587	SH	SOLE	23,132	405	50
APACHE CORP COM	COMMON STOCK	037411105	110	1,315	SH	DFND	1,315	0	0
APPLE COMPUTER INC COM	COMMON STOCK	037833100	197	498	SH	SOLE	493	0	5
APPLE COMPUTER INC COM	COMMON STOCK	037833100	60	151	SH	DFND	151	0	0
AUTOMATIC DATA PROCESSING COM	COMMON STOCK	053015103	4,046	58,752	SH	SOLE	57,692	860	200
AUTOMATIC DATA PROCESSING COM	COMMON STOCK	053015103	432	6,275	SH	DFND	6,275	0	0
BB & T CORPORATION COM	COMMON STOCK	054937107	1,243	36,683	SH	SOLE	36,598	85	0
BB & T CORPORATION COM	COMMON STOCK	054937107	49	1,452	SH	DFND	1,452	0	0
BAKER HUGHES INC COM	COMMON STOCK	057224107	1,817	39,396	SH	SOLE	38,736	660	0
BAKER HUGHES INC COM	COMMON STOCK	057224107	135	2,935	SH	DFND	2,935	0	0
BALL CORP COM	COMMON STOCK	058498106	2,151	51,790	SH	SOLE	51,790	0	0
BALL CORP COM	COMMON STOCK	058498106	17	400	SH	DFND	400	0	0
BANK OF NEW YORK MELLON CORPCOM	COMMON STOCK	064058100	566	20,200	SH	SOLE	19,525	575	100
BANK OF NEW YORK MELLON CORPCOM	COMMON STOCK	064058100	11	400	SH	DFND	400	0	0
BAXTER INTERNATIONAL INC COM	COMMON STOCK	071813109	2,830	40,851	SH	SOLE	40,081	740	30
BAXTER INTERNATIONAL INC COM	COMMON STOCK	071813109	325	4,690	SH	DFND	4,690	0	0
BECTON DICKINSON & CO COM	COMMON STOCK	075887109	2,778	28,105	SH	SOLE	27,620	455	30
BECTON DICKINSON & CO COM	COMMON STOCK	075887109	250	2,528	SH	DFND	2,528	0	0
BED BATH & BEYOND COM	COMMON STOCK	075896100	2,174	30,636	SH	SOLE	30,096	540	0
BED BATH & BEYOND COM	COMMON STOCK	075896100	139	1,960	SH	DFND	1,960	0	0
BEMIS COMPANY INC COM	COMMON STOCK	081437105	1,793	45,810	SH	SOLE	45,810	0	0
BRISTOL-MYERS SQUIBB COM	COMMON STOCK	110122108	526	11,770	SH	SOLE	11,770	0	0
BRISTOL-MYERS SQUIBB COM	COMMON STOCK	110122108	143	3,200	SH	DFND	2,200	0	1,000
BUCKLE INC COM	COMMON STOCK	118440106	2,044	39,286	SH	SOLE	38,826	460	0
BUCKLE INC COM	COMMON STOCK	118440106	119	2,282	SH	DFND	2,282	0	0

CAMPBELL SOUP COM	COMMON STOCK	134429109	431	9,631	SH	SOLE	9,631	0	0
CAREFUSION CORP COM	COMMON STOCK	14170T101	343	9,302	SH	SOLE	9,302	0	0
CATERPILLAR INC. COM	COMMON STOCK	149123101	322	3,900	SH	SOLE	3,800	25	75
CATERPILLAR INC. COM	COMMON STOCK	149123101	31	380	SH	DFND	380	0	0
CHEVRON CORP COM	COMMON STOCK	166764100	5,065	42,805	SH	SOLE	41,780	550	475
CHEVRON CORP COM	COMMON STOCK	166764100	627	5,295	SH	DFND	4,295	0	1,000
CHUBB CORP COM	COMMON STOCK	171232101	3,178	37,548	SH	SOLE	36,868	630	50
CHUBB CORP COM	COMMON STOCK	171232101	381	4,497	SH	DFND	4,497	0	0
CISCO SYSTEMS COM	COMMON STOCK	17275R102	2,124	87,298	SH	SOLE	85,248	1,750	300
CISCO SYSTEMS COM	COMMON STOCK	17275R102	202	8,285	SH	DFND	8,285	0	0
COCA COLA CO COM	COMMON STOCK	191216100	1,351	33,684	SH	SOLE	33,684	0	0
COCA COLA CO COM	COMMON STOCK	191216100	243	6,050	SH	DFND	6,050	0	0
COLGATE PALMOLIVE CO COM	COMMON STOCK	194162103	1,905	33,260	SH	SOLE	32,660	600	0
COLGATE PALMOLIVE CO COM	COMMON STOCK	194162103	77	1,340	SH	DFND	1,340	0	0
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	1,353	22,367	SH	SOLE	21,617	750	0
CONOCOPHILLIPS COM	COMMON STOCK	20825C104	407	6,735	SH	DFND	5,735	0	1,000
CULLEN FROST BANKERS COM	COMMON STOCK	229899109	1,845	27,637	SH	SOLE	27,097	490	50
CULLEN FROST BANKERS COM	COMMON STOCK	229899109	189	2,830	SH	DFND	2,830	0	0
DANAHER CORP COM	COMMON STOCK	235851102	1,269	20,051	SH	SOLE	19,401	650	0
DANAHER CORP COM	COMMON STOCK	235851102	44	695	SH	DFND	695	0	0
DEERE & CO COM	COMMON STOCK	244199105	199	2,450	SH	SOLE	2,450	0	0
DEERE & CO COM	COMMON STOCK	244199105	262	3,225	SH	DFND	3,225	0	0
DISNEY WALT COMPANY COM	COMMON STOCK	254687106	1,750	27,713	SH	SOLE	27,473	240	0
DISNEY WALT COMPANY COM	COMMON STOCK	254687106	252	3,990	SH	DFND	3,990	0	0
DONALDSON INC COM	COMMON STOCK	257651109	1,534	43,030	SH	SOLE	41,875	1,075	80
DONALDSON INC COM	COMMON STOCK	257651109	124	3,475	SH	DFND	3,475	0	0
DU PONT E I DE NEMOURS COM	COMMON STOCK	263534109	1,270	24,190	SH	SOLE	23,690	500	0
DU PONT E I DE NEMOURS COM	COMMON STOCK	263534109	133	2,542	SH	DFND	2,542	0	0
EMC CORPORATION COM	COMMON STOCK	268648102	1,707	72,291	SH	SOLE	71,591	700	0
EMC CORPORATION COM	COMMON STOCK	268648102	97	4,116	SH	DFND	4,116	0	0
ECOLAB INC COM	COMMON STOCK	278865100	1,370	16,082	SH	SOLE	15,557	475	50

ECOLAB INC COM	COMMON STOCK	278865100	166	1,950	SH	DFND	1,950	0	0
EMERSON ELEC CO COM	COMMON STOCK	291011104	708	12,973	SH	SOLE	12,973	0	0
EMERSON ELEC CO COM	COMMON STOCK	291011104	382	6,999	SH	DFND	4,999	0	2,000
EXXON MOBIL CORP COM	COMMON STOCK	30231G102	5,588	61,848	SH	SOLE	60,868	805	175
EXXON MOBIL CORP COM	COMMON STOCK	30231G102	653	7,228	SH	DFND	5,172	0	2,056
FLIR CORPORATION COM	COMMON STOCK	302445101	1,101	40,822	SH	SOLE	40,722	100	0
FLIR CORPORATION COM	COMMON STOCK	302445101	21	767	SH	DFND	767	0	0
FIRST MERCHANTS CORP COM	COMMON STOCK	320817109	1,322	77,116	SH	SOLE	73,407	3,709	0
FIRST MERCHANTS CORP COM	COMMON STOCK	320817109	371	21,662	SH	DFND	21,662	0	0
FLOWERS FOOD INC COM	COMMON STOCK	343498101	1,220	55,353	SH	SOLE	55,241	112	0
FLOWERS FOOD INC COM	COMMON STOCK	343498101	190	8,614	SH	DFND	8,614	0	0
GENERAL ELECTRIC CO COM	COMMON STOCK	369604103	1,275	54,985	SH	SOLE	53,435	150	1,400
GENERAL ELECTRIC CO COM	COMMON STOCK	369604103	223	9,600	SH	DFND	8,600	0	1,000
GRACO INC COM	COMMON STOCK	384109104	1,642	25,983	SH	SOLE	25,408	500	75
GRACO INC COM	COMMON STOCK	384109104	109	1,731	SH	DFND	1,731	0	0
HCC INSURANCE HLDGS COM	COMMON STOCK	404132102	2,293	53,189	SH	SOLE	52,419	770	0
HCC INSURANCE HLDGS COM	COMMON STOCK	404132102	167	3,885	SH	DFND	3,885	0	0
HARRIS CORP DEL COM	COMMON STOCK	413875105	2,732	55,478	SH	SOLE	54,693	685	100
HARRIS CORP DEL COM	COMMON STOCK	413875105	212	4,310	SH	DFND	4,310	0	0
JACK HENRY & ASSOCIATES COM	COMMON STOCK	426281101	2,317	49,159	SH	SOLE	49,094	65	0
JACK HENRY & ASSOCIATES COM	COMMON STOCK	426281101	150	3,180	SH	DFND	3,180	0	0
HIBBETT SPORTS INC COM	COMMON STOCK	428567101	462	8,316	SH	SOLE	8,271	45	0
HIBBETT SPORTS INC COM	COMMON STOCK	428567101	64	1,148	SH	DFND	1,148	0	0
HONEYWELL INTL INC COM	COMMON STOCK	438516106	1,318	16,615	SH	SOLE	16,585	30	0
HONEYWELL INTL INC COM	COMMON STOCK	438516106	117	1,475	SH	DFND	1,475	0	0
HORMEL FOODS CORP COM	COMMON STOCK	440452100	1,059	27,450	SH	SOLE	27,390	60	0
HORMEL FOODS CORP COM	COMMON STOCK	440452100	25	640	SH	DFND	640	0	0
INTEL CORP COM	COMMON STOCK	458140100	668	27,565	SH	SOLE	26,965	0	600
INTEL CORP COM	COMMON STOCK	458140100	201	8,280	SH	DFND	7,280	0	1,000
INTL BUSINESS MACHINES CORP COM	COMMON STOCK	459200101	1,839	9,624	SH	SOLE	9,384	170	70
INTL BUSINESS MACHINES CORP	COMMON STOCK	459200101	71	370	SH	DFND	370	0	0

COM										
NASDAQ BIOTECH INDEX ETF ISHARES	ETF DOMESTIC EQUITY	464287556	1,326	7,627	SH	SOLE		7,202	325	100
NASDAQ BIOTECH INDEX ETF ISHARES	ETF DOMESTIC EQUITY	464287556	230	1,325	SH	DFND		1,325	0	0
S&P MID-CAP 400 GROWTH ETF ISHARES	MID CAP EQUITY FUNDS	464287606	12,446	96,606	SH	SOLE		95,786	820	0
S&P MID-CAP 400 GROWTH ETF ISHARES	MID CAP EQUITY FUNDS	464287606	607	4,714	SH	DFND		4,714	0	0
RUSSELL 2000 INDEX ETF ISHARES	SMALL CAP EQUITY FUNDS	464287655	1,154	11,892	SH	SOLE		11,472	420	0
S&P MID-CAP 400 VALUE ETF ISHARES	MID CAP EQUITY FUNDS	464287705	13,607	134,368	SH	SOLE		133,746	478	144
S&P MID-CAP 400 VALUE ETF ISHARES	MID CAP EQUITY FUNDS	464287705	646	6,382	SH	DFND		6,382	0	0
S&P SMALL CAP 600 CORE ETF ISHARES	SMALL CAP EQUITY FUNDS	464287804	4,705	52,104	SH	SOLE		51,201	707	196
S&P SMALL CAP 600 CORE ETF ISHARES	SMALL CAP EQUITY FUNDS	464287804	124	1,375	SH	DFND		1,375	0	0
S&P SMALL CAP 600 VALUE ETF ISHARES	SMALL CAP EQUITY FUNDS	464287879	6,378	68,261	SH	SOLE		67,739	522	0
S&P SMALL CAP 600 VALUE ETF ISHARES	SMALL CAP EQUITY FUNDS	464287879	134	1,435	SH	DFND		1,435	0	0
S&P SMALL CAP 600 GROWTH ETF ISHARES	SMALL CAP EQUITY FUNDS	464287887	6,682	68,994	SH	SOLE		68,689	305	0
S&P SMALL CAP 600 GROWTH ETF ISHARES	SMALL CAP EQUITY FUNDS	464287887	135	1,397	SH	DFND		1,397	0	0
J P MORGAN CHASE & CO COM	COMMON STOCK	46625H100	3,142	59,520	SH	SOLE		59,195	75	250
J P MORGAN CHASE & CO COM	COMMON STOCK	46625H100	227	4,300	SH	DFND		4,300	0	0
JARDEN CORPORATION COM	COMMON STOCK	471109108	26	600	SH	SOLE		600	0	0
JARDEN CORPORATION COM	COMMON STOCK	471109108	263	6,000	SH	DFND		6,000	0	0
JOHNSON & JOHNSON COM	COMMON STOCK	478160104	2,806	32,681	SH	SOLE		32,031	600	50
JOHNSON & JOHNSON COM	COMMON STOCK	478160104	466	5,433	SH	DFND		3,033	0	2,400
KELLOGG CO COM	COMMON STOCK	487836108	284	4,420	SH	SOLE		4,420	0	0
KIMBERLY CLARK CORP COM	COMMON STOCK	494368103	1,861	19,154	SH	SOLE		18,704	400	50
KIMBERLY CLARK CORP COM	COMMON STOCK	494368103	590	6,075	SH	DFND		5,075	0	1,000
KOHL'S CORP COM	COMMON STOCK	500255104	814	16,125	SH	SOLE		15,645	450	30
KOHL'S CORP COM	COMMON STOCK	500255104	145	2,875	SH	DFND		2,875	0	0
LILLY ELI & CO COM	COMMON STOCK	532457108	771	15,709	SH	SOLE		15,709	0	0
LORILLARD INC	COMMON	544147101	262	6,000	SH	DFND		3,000	0	3,000

COM	STOCK									
LOWE'S COMPANIES INC COM	COMMON STOCK	548661107	347	8,475	SH	SOLE	8,475	0	0	
LOWE'S COMPANIES INC COM	COMMON STOCK	548661107	245	6,000	SH	DFND	6,000	0	0	
MDU RES GROUP INC COM	COMMON STOCK	552690109	2,386	92,108	SH	SOLE	90,358	1,650	100	
MDU RES GROUP INC COM	COMMON STOCK	552690109	213	8,215	SH	DFND	8,215	0	0	
MCDONALDS CORP COM	COMMON STOCK	580135101	267	2,695	SH	SOLE	2,695	0	0	
MCDONALDS CORP COM	COMMON STOCK	580135101	59	600	SH	DFND	600	0	0	
MEDTRONIC INCORPORATED COM	COMMON STOCK	585055106	1,295	25,152	SH	SOLE	24,127	825	200	
MEDTRONIC INCORPORATED COM	COMMON STOCK	585055106	31	600	SH	DFND	600	0	0	
MERCK & CO INC COM	COMMON STOCK	58933Y105	260	5,600	SH	SOLE	5,600	0	0	
MERCK & CO INC COM	COMMON STOCK	58933Y105	93	2,000	SH	DFND	1,000	0	1,000	
MICROSOFT CORPORATION COM	COMMON STOCK	594918104	1,971	57,051	SH	SOLE	55,251	1,400	400	
MICROSOFT CORPORATION COM	COMMON STOCK	594918104	351	10,167	SH	DFND	9,167	0	1,000	
MICROCHIP TECHNOLOGY COM	COMMON STOCK	595017104	1,774	47,615	SH	SOLE	46,090	1,325	200	
MICROCHIP TECHNOLOGY COM	COMMON STOCK	595017104	285	7,650	SH	DFND	6,650	0	1,000	
NATIONAL OILWELL VARCO COM	COMMON STOCK	637071101	906	13,149	SH	SOLE	13,114	35	0	
NATIONAL OILWELL VARCO COM	COMMON STOCK	637071101	50	725	SH	DFND	725	0	0	
NEXTERA ENERGY INC COM	COMMON STOCK	65339F101	611	7,500	SH	SOLE	7,450	50	0	
NEXTERA ENERGY INC COM	COMMON STOCK	65339F101	363	4,450	SH	DFND	2,450	0	2,000	
NORTHERN TR CORP COM	COMMON STOCK	665859104	2,352	40,628	SH	SOLE	39,803	700	125	
NORTHERN TR CORP COM	COMMON STOCK	665859104	164	2,840	SH	DFND	2,840	0	0	
NOVARTIS A G SPONSORED ADR	FOREIGN EQUITIES	66987V109	392	5,550	SH	SOLE	5,375	50	125	
NOVARTIS A G SPONSORED ADR	FOREIGN EQUITIES	66987V109	113	1,600	SH	DFND	1,600	0	0	
NUCOR CORP COM	COMMON STOCK	670346105	1,168	26,968	SH	SOLE	26,328	475	165	
NUCOR CORP COM	COMMON STOCK	670346105	155	3,580	SH	DFND	2,580	0	1,000	
NVIDIA CORP COM	COMMON STOCK	67066G104	734	52,248	SH	SOLE	50,648	1,600	0	
NVIDIA CORP COM	COMMON STOCK	67066G104	69	4,940	SH	DFND	4,940	0	0	
OCCIDENTAL PETE COM	COMMON STOCK	674599105	228	2,555	SH	SOLE	2,555	0	0	
OLD NATIONAL	COMMON	680033107	196	14,208	SH	SOLE	14,208	0	0	

BANCORP COM	STOCK									
OMNICOM GROUP INC COM	COMMON STOCK	681919106	1,916	30,483	SH	SOLE		29,933	550	0
OMNICOM GROUP INC COM	COMMON STOCK	681919106	134	2,125	SH	DFND		2,125	0	0
ORACLE CORP COM	COMMON STOCK	68389X105	1,301	42,372	SH	SOLE		41,197	1,075	100
ORACLE CORP COM	COMMON STOCK	68389X105	92	3,007	SH	DFND		3,007	0	0
PEOPLE'S UNITED FINANCIAL COM	COMMON STOCK	712704105	1,448	97,180	SH	SOLE		95,030	1,950	200
PEOPLE'S UNITED FINANCIAL COM	COMMON STOCK	712704105	163	10,920	SH	DFND		8,920	0	2,000
PEPSICO INC COM	COMMON STOCK	713448108	2,793	34,145	SH	SOLE		33,460	685	0
PEPSICO INC COM	COMMON STOCK	713448108	209	2,550	SH	DFND		1,550	0	1,000
PFIZER INC COM	COMMON STOCK	717081103	514	18,349	SH	SOLE		18,199	0	150
PFIZER INC COM	COMMON STOCK	717081103	36	1,300	SH	DFND		1,300	0	0
PHILIP MORRIS INTL INC COM	COMMON STOCK	718172109	338	3,900	SH	DFND		1,400	0	2,500
T. ROWE PRICE GROUP INC COM	COMMON STOCK	74144T108	2,120	28,957	SH	SOLE		28,597	360	0
T. ROWE PRICE GROUP INC COM	COMMON STOCK	74144T108	127	1,732	SH	DFND		1,732	0	0
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	3,734	48,500	SH	SOLE		47,770	680	50
PROCTER & GAMBLE CO COM	COMMON STOCK	742718109	507	6,591	SH	DFND		6,591	0	0
QUALCOMM INCORPORATED COM	COMMON STOCK	747525103	1,530	25,039	SH	SOLE		24,649	390	0
QUALCOMM INCORPORATED COM	COMMON STOCK	747525103	111	1,818	SH	DFND		1,818	0	0
GUGGENHEI EQ WGHT S&P 500 ETF	LARGE/MULTI-CAP EQUITY FUNDS	78355W106	1,908	31,142	SH	SOLE		30,797	345	0
GUGGENHEI EQ WGHT S&P 500 ETF	LARGE/MULTI-CAP EQUITY FUNDS	78355W106	12	199	SH	DFND		199	0	0
S&P 500 ETF SPDR	LARGE/MULTI-CAP EQUITY FUNDS	78462F103	1,288	8,027	SH	SOLE		8,027	0	0
MSCI ACWI EX-US ETF SPDR	INTERNATIONAL EQUITY FUNDS	78463X848	2,606	83,430	SH	SOLE		83,430	0	0
S&P 400 MID-CAP ETF SPDR	MID CAP EQUITY FUNDS	78467Y107	9,622	45,800	SH	SOLE		45,002	589	209
S&P 400 MID-CAP ETF SPDR	MID CAP EQUITY FUNDS	78467Y107	318	1,513	SH	DFND		1,513	0	0
SCHLUMBERGER LTD COM	COMMON STOCK	806857108	2,914	40,666	SH	SOLE		39,726	665	275
SCHLUMBERGER LTD COM	COMMON STOCK	806857108	325	4,530	SH	DFND		4,530	0	0
MATERIALS SECTOR ETF SPDR	ETF DOMESTIC EQUITY	81369Y100	1,126	29,369	SH	SOLE		29,249	70	50
MATERIALS SECTOR ETF SPDR	ETF DOMESTIC EQUITY	81369Y100	126	3,297	SH	DFND		3,297	0	0
HEALTHCARE SECTOR ETF SPDR	ETF DOMESTIC EQUITY	81369Y209	338	7,100	SH	SOLE		7,100	0	0
CONSUMER STAPLES SECTOR ETF SPDR	ETF DOMESTIC EQUITY	81369Y308	397	10,000	SH	SOLE		10,000	0	0
TECHNOLOGY	ETF DOMESTIC	81369Y803	333	10,900	SH	SOLE		10,900	0	0



SELECT SECTOR ETF SPDR	EQUITY									
THE J.M. SMUCKER COMPANY COM	COMMON STOCK	832696405	3,250	31,509	SH	SOLE		31,034	475	0
THE J.M. SMUCKER COMPANY COM	COMMON STOCK	832696405	309	2,996	SH	DFND		2,996	0	0
SOUTHERN CO COM	COMMON STOCK	842587107	395	8,950	SH	SOLE		8,450	300	200
SOUTHERN CO COM	COMMON STOCK	842587107	113	2,550	SH	DFND		1,550	0	1,000
STRYKER CORP COM	COMMON STOCK	863667101	2,346	36,278	SH	SOLE		35,528	750	0
STRYKER CORP COM	COMMON STOCK	863667101	160	2,467	SH	DFND		2,467	0	0
SYSCO CORP COM	COMMON STOCK	871829107	3,079	90,149	SH	SOLE		88,569	1,480	100
SYSCO CORP COM	COMMON STOCK	871829107	373	10,923	SH	DFND		10,923	0	0
TARGET CORP COM	COMMON STOCK	87612E106	2,269	32,953	SH	SOLE		32,568	385	0
TARGET CORP COM	COMMON STOCK	87612E106	104	1,515	SH	DFND		1,515	0	0
TEVA PHARMACEUTICAL ADR	FOREIGN EQUITIES	881624209	308	7,865	SH	SOLE		7,290	500	75
TEVA PHARMACEUTICAL ADR	FOREIGN EQUITIES	881624209	92	2,340	SH	DFND		2,340	0	0
3M COMPANY COM	COMMON STOCK	88579Y101	2,574	23,540	SH	SOLE		23,040	500	0
3M COMPANY COM	COMMON STOCK	88579Y101	155	1,420	SH	DFND		1,420	0	0
US BANCORP DEL COM	COMMON STOCK	902973304	1,127	31,172	SH	SOLE		30,122	800	250
US BANCORP DEL COM	COMMON STOCK	902973304	18	500	SH	DFND		500	0	0
ULTA SALON COS & FRAG COM	COMMON STOCK	90384S303	436	4,359	SH	SOLE		4,359	0	0
ULTA SALON COS & FRAG COM	COMMON STOCK	90384S303	48	480	SH	DFND		480	0	0
UNITED PARCEL SERVICE COM	COMMON STOCK	911312106	1,025	11,856	SH	SOLE		11,506	275	75
UNITED PARCEL SERVICE COM	COMMON STOCK	911312106	113	1,305	SH	DFND		1,305	0	0
UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	3,900	41,959	SH	SOLE		41,284	675	0
UNITED TECHNOLOGIES CORP COM	COMMON STOCK	913017109	485	5,223	SH	DFND		5,223	0	0
VF CORP COM	COMMON STOCK	918204108	1,966	10,183	SH	SOLE		9,848	235	100
VF CORP COM	COMMON STOCK	918204108	294	1,525	SH	DFND		1,525	0	0
VANGUARD TOTAL BOND MKT INDXETF	TAXABLE BOND MUTUAL FUNDS	921937835	4,028	49,800	SH	SOLE		49,800	0	0
VANGUARD FTSE ALL WRLD EX- USETF	INTERNATIONAL EQUITY FUNDS	922042775	8,581	194,062	SH	SOLE		192,353	1,309	400
VANGUARD FTSE ALL WRLD EX- USETF	INTERNATIONAL EQUITY FUNDS	922042775	149	3,377	SH	DFND		3,377	0	0
VARIAN MEDICAL SYSTEMS INC COM	COMMON STOCK	92220P105	635	9,415	SH	SOLE		9,380	35	0
VARIAN MEDICAL	COMMON	92220P105	57	850	SH	DFND		850	0	0

SYSTEMS INC COM	STOCK									
VECTREN CORP COM	COMMON STOCK	92240G101	2,857	84,485	SH	SOLE	82,910	1,425	150	
VECTREN CORP COM	COMMON STOCK	92240G101	304	8,990	SH	DFND	7,990	0	1,000	
VANGUARD REIT INDEX ETF	SPECIALTY ALTERNATIVE FUNDS	922908553	12,115	176,296	SH	SOLE	173,608	2,470	218	
VANGUARD REIT INDEX ETF	SPECIALTY ALTERNATIVE FUNDS	922908553	352	5,128	SH	DFND	5,128	0	0	
VERIZON COMMUNICATIONS INC COM	COMMON STOCK	92343V104	2,222	44,138	SH	SOLE	43,266	550	322	
VERIZON COMMUNICATIONS INC COM	COMMON STOCK	92343V104	207	4,104	SH	DFND	4,104	0	0	
WAL MART STORES INC COM	COMMON STOCK	931142103	1,527	20,493	SH	SOLE	20,168	325	0	
WAL MART STORES INC COM	COMMON STOCK	931142103	261	3,500	SH	DFND	3,500	0	0	
WELLS FARGO & CO COM	COMMON STOCK	949746101	140	3,400	SH	SOLE	3,400	0	0	
WELLS FARGO & CO COM	COMMON STOCK	949746101	83	2,000	SH	DFND	0	0	2,000	
XYLEM INC COM	COMMON STOCK	98419M100	1,153	42,832	SH	SOLE	41,737	970	125	
XYLEM INC COM	COMMON STOCK	98419M100	98	3,645	SH	DFND	3,645	0	0	