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ORRSTOWN FINANCIAL SERVICES INC  
Form 13F-HR  
August 14, 2008

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

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 06/30/2008

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: Christopher J. Jackson  
Title: Vice President & Portfolio Manager  
Phone: 717-530-2655

Signature, Place, and Date of Signing:

/s/ Christopher J. Jackson	Shippensburg, PA	8/14/08
-----	-----	-----
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).)

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List of Other Managers Reporting for this Manager:  
 [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: 490  
 Form 13F Information Table Value Total: 110,179  
 (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

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Below is a list of the equity securities that you have flagged on your Charlotte files as "13 F Securities" with a "13 F Investment Discretion" of SOLE or SHARED. Securities are listed by Security Type and in CUSIP number order within each Security Type. Security positions with an Investment Discretion of NONE, and Security Types 01-06, 12, 15, 16, 18-22, 25-27 and 34-37 are not included in this report.

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DISCRETN	INVSMT
AGWAY INC		AG1987993	0	1	SH		SOLE
CV CO-OP ASSOCIATION		CVC675997	0	18	SH		SOLE
CHINA YUCHAI INTERNATIONAL LTD		G21082105	4	400	SH		SOLE
COVIDIEN LTD	COM	G2552X108	31	647	SH		SOLE
ASA LIMITED	COM	G3156P103	5	63	SH		SOLE
GARMIN LTD	ORD	G37260109	227	5300	SH		SOLE
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	745	19900	SH		SOLE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	461	26100	SH		SOLE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	4	200	SH		DEFINED
PRUDENTIAL PLC	PER SUB 6.50%	G7293H189	13	700	SH		SOLE
RENAISSANCERE HOLDINGS LTD	PFD C 6.08%	G7498P309	9	500	SH		SOLE
TRANSOCEAN INC NEW	SHS	G90073100	357	2343	SH		SOLE
TYCO INTERNATIONAL LTD		G9143X208	26	647	SH		SOLE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	41	1147	SH		SOLE

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WEATHERFORD INTERNATIONAL LT	COM	G95089101	2	32	SH	SOLE
AEGON NV	PFDD PER 6.875%	N00927306	4	200	SH	SOLE
ASML HOLDING N V	NY REG SHS	N07059186	9	355	SH	SOLE
DOUBLE HULL TANKERS INC	COM	Y21110104	7	700	SH	DEFINED
GENERAL MARITIME CORP	SHS	Y2692M103	5	200	SH	DEFINED
ABB LTD	SPONSORED ADR	000375204	1	45	SH	SOLE
ACNB CORP	COM	000868109	54	3533	SH	SOLE
A D C TELECOMMUNICATIONS	COM NEW	000886309	9	600	SH	SOLE
AFLAC INC	COM	001055102	9	150	SH	SOLE
AT&T INC	COM	00206R102	510	15137	SH	SOLE
AT&T INC	COM	00206R102	91	2700	SH	DEFINED
A S DAMPSKIBSSELSKABET TORM	SPONSORED ADR	00208W109	11	300	SH	DEFINED
ABBOTT LABS	COM	002824100	609	11504	SH	SOLE
ACTIVISION INC NEW	COM NEW	004930202	387	11350	SH	SOLE
ADAMS EXPRESS CO	COM	006212104	66	5576	SH	SOLE
AECOM TECHNOLOGY CORP		00766T100	42	1300	SH	SOLE
AEROPOSTALE, INC		007865108	393	12550	SH	SOLE
AETNA INC NEW	COM	00817Y108	12	300	SH	DEFINED
AIRTRAN HLDGS INC	COM	00949P108	1	400	SH	SOLE
ALCATEL-LUCENT	SPONSORED ADR	013904305	2	287	SH	SOLE
ALLEGHENY ENERGY INC	COM	017361106	5	100	SH	SOLE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	317	5350	SH	SOLE
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	11020	357897	SH	SOLE
ALLSTATE CORP	COM	020002101	266	5840	SH	SOLE
ALTRIA GROUP INC	COM	02209S103	284	13809	SH	SOLE
ALTRIA GROUP INC	COM	02209S103	2	100	SH	DEFINED
AMERICAN CAPITAL STRATEGIES	COM	024937104	24	1000	SH	SOLE
AMERICAN ELECTRIC CO		025537101	24	600	SH	SOLE
AMERICAN EXPRESS CO	COM	025816109	21	558	SH	SOLE
AMERICAN INTL GROUP INC	COM	026874107	19	716	SH	SOLE
AMERICAN VANGUARD CORP	COM	030371108	1538	125000	SH	SOLE
AMERICAN VANGUARD CORP	COM	030371108	7	600	SH	DEFINED
AMERIPRISE FINL INC	COM	03076C106	0	11	SH	SOLE
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TOTAL FOR PAGE 1			17674	636766		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
AMGEN INC	COM	031162100	321	6800	SH		SOLE
ANALOG DEVICES INC	COM	032654105	10	316	SH		SOLE
ANHEUSER BUSCH COS INC	COM	035229103	12	200	SH		SOLE
APPLE INC	COM	037833100	496	2963	SH		SOLE
APPLIED DEVELOPMENT HLDGS LT	ADR	038173100	1	2000	SH		SOLE
APPLIED MATLS INC	COM	038222105	6	300	SH		SOLE
AQUA AMERICA INC	COM	03836W103	37	2333	SH		SOLE
ASHLAND INC NEW		044209104	32	660	SH		SOLE
ATMOS ENERGY CORP	COM	049560105	248	9000	SH		SOLE
AUTOMATIC DATA PROCESSING IN	COM	053015103	76	1822	SH		SOLE
AVANIR PHARMACEUTICALS	CL A NEW	05348P401	0	75	SH		SOLE

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AXCELIS TECHNOLOGIES INC	COM	054540109	3	530	SH	SOLE
BAC CAP 7% 8/15/32		05518E202	18	800	SH	SOLE
BK AM 7% 2/1/32		055188205	51	2300	SH	SOLE
BP AMOCO P L C	SPONSORED ADR	055622104	268	3849	SH	SOLE
BRE PPTYS INC		05564E106	17	398	SH	SOLE
BRE PROPERTIES INC	PFD C 6.75%	05564E502	14	700	SH	SOLE
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	24	1262	SH	SOLE
BANK OF AMERICA CORP		060505104	230	9639	SH	SOLE
BANK OF AMERICA CORP		060505104	10	400	SH	DEFINED
BANK NEW YORK MELLON CORP		064058100	171	4516	SH	SOLE
BEISTLE COMPANY		072001993	1790	4097	SH	SOLE
BED BATH & BEYOND		075896100	9	325	SH	SOLE
BENCHMARK BANKSHARES INC	COM NEW	08160E207	48	3000	SH	SOLE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	28	7	SH	SOLE
BEST BUY INC	COM	086516101	32	800	SH	SOLE
BIOGEN IDEC INC	COM	09062X103	9	165	SH	SOLE
BIOTIME INC	COM	09066L105	0	100	SH	SOLE
BIOSHAFTE WTR TECHNOLOGY INC	COM	09070W105	11	5000	SH	SOLE
BLACK & DECKER CORP	COM	091797100	1	15	SH	SOLE
BLACKROCK MUNIYIELD QUALITY	COM	09254G108	74	6761		SOLE
BLOCK H & R INC	COM	093671105	2	90	SH	SOLE
BODYTEL SCIENTIFIC INCORPORA		097000103	2	2000	SH	SOLE
BOEING CO	COM	097023105	53	800	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	62	3000	SH	SOLE
BUFFALO WILD WINGS INC	COM	119848109	62	2500	SH	SOLE
BURGER KING CORP		121208201	19	700	SH	SOLE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	10	100	SH	SOLE
CBS CORP NEW	CL B	124857202	2	102	SH	SOLE
CME GROUP INC	COM	12572Q105	5	13	SH	SOLE
CABOT OIL & GAS CORPORATION		127097103	14	200	SH	SOLE
CAMPBELL SOUP		134429109	13	400	SH	SOLE
CANTEL MEDICAL CORP		138098108	131	12900	SH	SOLE
CARLISLE COS INC	COM	142339100	165	5700	SH	SOLE
CARNIVAL CORP		143658300	2	45	SH	SOLE
CATERPILLAR INC DEL	COM	149123101	917	12428	SH	SOLE
CEDAR FAIR LP		150185106	11	600	SH	SOLE
CELGENE CORP	COM	151020104	70	1100	SH	SOLE
CENTERPOINT ENERGY INC	COM	15189T107	48	3000	SH	SOLE
CHATTEM INC	COM	162456107	72	1100	SH	SOLE
CHESAPEAKE ENERGY CORP	COM	165167107	13	200	SH	SOLE
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TOTAL FOR PAGE 2			5720	118111		

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 FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVEST DSCRE
CHEVRON CORP NEW	COM	166764100	165	1665	SH		SOLE
CHICO'S FAS INC		168615102	1	140	SH		SOLE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	1	22	SH		SOLE
CISCO SYS INC	COM	17275R102	315	13566	SH		SOLE

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CITIZENS & NORTHN CORP	COM	172922106	44	2684	SH	SOLE
CITIGROUP INC	COM	172967101	193	11496	SH	SOLE
CITIGROUP INC	COM	172967101	3	200	SH	DEFIN
CITIGROUP CAPITAL VII	TRUPS 7.125%	17306N203	21	1000	SH	SOLE
CITIGROUP CAP IX	PFD TR 6.00%	173066200	141	8200	SH	SOLE
CITIZENS COMMUNICATIONS CO	COM	17453B101	28	2500	SH	SOLE
CITIZENS FINL SVCS INC	COM	174615104	24	1030	SH	SOLE
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	2	70	SH	SOLE
COACH INC	COM	189754104	104	3600	SH	SOLE
COCA COLA CO	COM	191216100	1264	24318	SH	SOLE
CODORUS VY BANCORP INC	COM	192025104	10	749	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	1298	18788	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	7	100	SH	DEFIN
COLUMBIA FINANCIAL		197642101	24	1533	SH	SOLE
COMCAST CORP NEW	CL A	20030N101	5	246	SH	SOLE
COMCAST CORP NEW	CL A	20030N101	25	1300	SH	DEFIN
COMMUNITY BK SYS INC	COM	203607106	26	1250	SH	SOLE
COMPANHIA VALE INC		204412209	985	27500	SH	SOLE
CONAGRA INC	COM	205887102	8	400	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	146	1547	SH	SOLE
CONSOLIDATED EDISON INC	COM	209115104	70	1800	SH	SOLE
CORNING INC	COM	219350105	265	11500	SH	SOLE
CORPORATE BACKED TR CTFS	03-17SPRINT A1	21988K404	11	700	SH	SOLE
GOLDMANSACHS 6.3% 2/15/2034		21988K834	43	2000	SH	SOLE
CORPORATE BACKED TR CTFS	04-4 CL A-1 6%	21988K875	19	1000	SH	SOLE
CORTS TR GEN ELEC CAP CORP		22082X201	6	275	SH	SOLE
COSTCO WHOLESALE CORP	NCORTS A 6% 32	22160K105	168	2400	SH	SOLE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	2	40	SH	SOLE
CROCS INC		227046109	2	300	SH	SOLE
DTE ENERGY CO	COM	233331107	21	500	SH	SOLE
DANAHER CORP DEL	COM	235851102	46	600	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	361	11300	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	6	200	SH	DEFIN
DEERE & CO	COM	244199105	20	280	SH	SOLE
DELAWARE INVTS DIV & INCOME	COM	245915103	7	800	SH	SOLE
DELL INC	COM	24702R101	87	4000	SH	SOLE
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	1	52	SH	SOLE
DIAMONDS TRUST DOW JONES INDETF		252787106	3842	33875	SH	SOLE
DICKS SPORTING GOODS INC	COM	253393102	493	27800	SH	SOLE
DIRECTV GROUP INC	COM	25459L106	9	338	SH	SOLE
WALT DISNEY COMPANY	HOLDING CO.	254687106	1224	39240	SH	SOLE
WALT DISNEY COMPANY	HOLDING CO.	254687106	6	200	SH	DEFIN
DISCOVER FINANCIAL SERVICES		254709108	6	450	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	135	2850	SH	SOLE
DOW CHEM CO	COM	260543103	50	1428	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	110	2557	SH	SOLE
DUKE ENERGY CORP NEW	COM	26441C105	1073	61800	SH	SOLE
DUKE ENERGY CORP NEW	COM	26441C105	5	300	SH	DEFIN
TOTAL FOR PAGE 3			12928	332489		

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 FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVST DSCRE
DUKE REALTY CORP	PFD 1/10 L 6.6	264411745	10	500	SH		SOLE
DUTCH GOLD RES INC	COM	26702V107	0	2	SH		SOLE
ECB BANCORP INC	COM	268253101	25	1000	SH		SOLE
EMC CORPORATION		268648102	774	52690	SH		SOLE
EASTMAN KODAK CO	COM	277461109	6	385	SH		SOLE
EATON CORP	COM	278058102	76	900	SH		SOLE
ELAN PLC	ADR	284131208	18	500	SH		SOLE
ELECTRONIC ARTS INC	COM	285512109	4	100	SH		SOLE
ELECTRONIC DATA SYS NEW	COM	285661104	4	150	SH		SOLE
ELMIRA SVGS BK FSB N Y	COM	289660102	2	106	SH		SOLE
EMBARQ CORP	COM	29078E105	2	49	SH		SOLE
EMCLAIRE FINL CORP	COM	290828102	25	1000	SH		SOLE
EMERSON ELEC CO	COM	291011104	376	7600	SH		SOLE
ENCANA CORP	COM	292505104	464	5100	SH		SOLE
ENERGY EAST CORP	COM	29266M109	235	9519	SH		SOLE
ENDOVASC INC		29267B201	0	300	SH		SOLE
ENTERGY CORP NEW	COM	29364G103	211	1755	SH		SOLE
ENVIRORESOLUTIONS INC	COM NEW	29413C202	6	5000	SH		SOLE
EPHRATA NATL BK PA	COM PAR \$1	294209200	12	500	SH		SOLE
EQUINIX INC	COM NEW	29444U502	6	62	SH		SOLE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	1	90	SH		SOLE
EXELON CORP	COM	30161N101	226	2509	SH		SOLE
EXPEDITORS INTL WASH INC	COM	302130109	12	284	SH		SOLE
EXXON MOBIL CORP	COM	30231G102	1539	17462	SH		SOLE
EXXON MOBIL CORP	COM	30231G102	9	100	SH		DEFIN
FAO INC		30240S600	0	133	SH		SOLE
FNB CORP PA	COM	302520101	41	3450	SH		SOLE
FPL GROUP INC	COM	302571104	124	1890	SH		SOLE
FAIRPOINT COMMUNICATIONS INC	COM	305560104	1	112	SH		SOLE
FAIRPOINT COMMUNICATIONS INC	COM	305560104	0	13	SH		DEFIN
FARMERS & MERCHANTS		30810N106	27	1000	SH		SOLE
FEDEX CORP	COM	31428X106	5	65	SH		SOLE
FIFTH THIRD BANCORP		316773100	5	468	SH		SOLE
FINISH LINE INC	CL A	317923100	0	1	SH		SOLE
FIRST COMWLTH FINL CORP PA	COM	319829107	35	3740	SH		SOLE
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	7	250	SH		DEFIN
FIRST UTD CORP	COM	33741H107	18	1000	SH		SOLE
FIRSTBANK FINL SVCS		33764G101	2	1584	SH		SOLE
FIRSTMERIT CORP		337915102	33	2000	SH		SOLE
FIRSTENERGY CORP	COM	337932107	7	89	SH		SOLE
FLUOR CORP NEW	COM	343412102	1	7	SH		SOLE
FLOWERVE CORP	COM	34354P105	41	300	SH		SOLE
FOMENTO ECONOMICO MEXICANO SSPON ADR UNITS		344419106	1	26	SH		SOLE
FONAR CORP		344437405	0	80	SH		SOLE
FORD MOTOR COMPANY NEW	COM	345370860	5	1000	SH		SOLE
FORTEL INC CALIF	COM	349550103	0	150	SH		SOLE
FORTUNE BRANDS INC	COM	349631101	58	925	SH		SOLE
FRANKLIN FINL SVCS CORP	COM	353525108	1485	64544	SH		SOLE
FRESENIUS MED CARE		358029106	11	209	SH		SOLE
FULTON FINL CORP PA	COM	360271100	38	3813	SH		SOLE
FUTUREBIOTICS INC	COM NEW	36114L308	0	50	SH		SOLE
TOTAL FOR PAGE 4			5988	194562			

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 FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	0	51	SH		SOLE
GENENTECH INC	COM NEW	368710406	363	4780	SH		SOLE
GENERAL ELEC CO	COM	369604103	1297	48629	SH		SOLE
GENERAL ELEC CO	COM	369604103	19	700	SH		DEFINED
GENERAL ELEC CAP CORP	PINES 4.50% 35	369622485	19	800	SH		SOLE
GENERAL ELEC CAP CORP	NT 5.875%2033	369622493	68	2800	SH		SOLE
GENERAL MTRS CORP	COM	370442105	3	300	SH		SOLE
GENESCO INC	COM	371532102	0	5	SH		SOLE
GILEAD SCIENCES INC	COM	375558103	19	350	SH		SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	10	60	SH		SOLE
GOOGLE INC	CL A	38259P508	1200	2280	SH		SOLE
W R GRACE & CO NEW		38388F108	5	200	SH		SOLE
GRAMERCY CAPITAL CORP		384871109	5	400	SH		DEFINED
HRPT PPTYS TR	COM SH BEN INT	40426W101	7	1000	SH		SOLE
HSBC HLDGS PLC	SPON ADR NEW	404280406	1	17	SH		SOLE
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	16	800	SH		SOLE
HANESBRANDS INC		410345102	1	43	SH		SOLE
HANOVER INS GROUP		410867105	6	147	SH		SOLE
HANSEN NAT CORP	COM	411310105	282	9800	SH		SOLE
HARLEY DAVIDSON INC	COM	412822108	25	695	SH		SOLE
HARLEYSVILLE NATIONAL CORPORATION		412850109	22	1984	SH		SOLE
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	3	259	SH		SOLE
HARSCO CORP	COM	415864107	228	4200	SH		SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	41	639	SH		SOLE
HARVEST COMM BK		41752W103	15	1500	SH		SOLE
HEICO CORPORATION		422806109	23	700	SH		SOLE
HEINZ H J CO	COM	423074103	117	2450	SH		SOLE
HEINZ H J CO	COM	423074103	5	100	SH		DEFINED
HERITAGE FINL CORP WASH	COM	42722X106	17	1050	SH		SOLE
HERSHEY FOODS CORP	COM	427866108	487	14870	SH		SOLE
HEWLETT PACKARD CO	COM	428236103	1467	33200	SH		SOLE
HOME DEPOT INC	COM	437076102	8	340	SH		SOLE
HONDA MOTOR CO LTD		438128308	3	100	SH		SOLE
HONEYWELL INTL INC	COM	438516106	1263	25128	SH		SOLE
HOSPITALITY PROPERTIES TRUSTSH BEN INT		44106M102	7	300	SH		DEFINED
HUNTINGTON BANCSHARES INC	COM	446150104	6	1098	SH		SOLE
IAC INTERACTIVE NEW		44919P300	10	500	SH		SOLE
ING PRIME RATE TR		44977W106	6	1000	SH		SOLE
ITT INDS INC IND	COM	450911102	18	282	SH		SOLE
IDEARC INC	COM	451663108	0	14	SH		SOLE
IMATION CORP	COM	45245A107	0	20	SH		SOLE
ING GROEP N V	SPONSORED ADR	456837103	530	14300	SH		SOLE
ING GROEP N V	8.5% PER HYB CAP	456837806	149	6000	SH		SOLE
INTEL CORP	COM	458140100	285	13271	SH		SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	647	5455	SH		SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	12	100	SH		DEFINED
INTL PAPER CO	COM	460146103	4	181	SH		SOLE
INTUITIVE SURGICAL INC	COM NEW	46120E602	0	1	SH		SOLE

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IRON & GLASS BANCORP INC	COM	462735101	55	800	SH	SOLE
ISHARES MSCI EMERGING MKT ETF		464287234	713	5250	SH	SOLE
ISHARES TR	S&P LTN AM 40	464287390	14	50	SH	SOLE
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TOTAL FOR PAGE 5			9501	208999		

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 FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVS DSCR
ISHARES MSCI EAFE INDEX		464287465	1124	16370	SH		SOLE
ISHARES RUSSELL 1000 LARGE CAP VALUE		464287598	138	2000	SH		SOLE
ISHARES RUSSELL 1000 LARGE CAP GROWTH		464287614	729	13200	SH		SOLE
ISHARES TR RUSSELL 2000		464287655	138	2000	SH		SOLE
ISHARES SP EUR 350 TR FUNDS		464287861	938	9650	SH		SOLE
JP MORGAN CHASE CAP X	PFD TR SECS 7%	46623D200	10	400	SH		SOLE
JPMORGAN CHASE & CO	COM	46625H100	298	8690	SH		SOLE
JACOBS ENGR GROUP INC DEL	COM	469814107	1743	21600	SH		SOLE
JACOBS ENGR GROUP INC DEL	COM	469814107	16	200	SH		DEFI
JETBLUE AIRWAYS CORP	COM	477143101	1	250	SH		SOLE
JOHNSON & JOHNSON	COM	478160104	2161	33585	SH		SOLE
JOHNSON & JOHNSON	COM	478160104	19	300	SH		DEFI
JOHNSON CTLS INC	COM	478366107	116	4050	SH		SOLE
JONES SODA CO	COM	48023P106	238	74050	SH		SOLE
JONES SODA CO	COM	48023P106	4	1300	SH		DEFI
KIMBERLY CLARK CORP	COM	494368103	275	4600	SH		SOLE
KIMBERLY CLARK CORP	COM	494368103	6	100	SH		DEFI
KIMCO REALTY CORP	COM	49446R109	2	50	SH		SOLE
KONINKLIJKE AHOLD N V	SPON ADR 2007	500467402	1	80	SH		SOLE
KRAFT FOODS INC	CL A	50075N104	224	7875	SH		SOLE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	500	5500	SH		SOLE
LAUDER ESTEE COS INC	CL A	518439104	1	24	SH		SOLE
LEGG MASON INC	COM	524901105	6	135	SH		SOLE
LILLY ELI & CO	COM	532457108	322	6979	SH		SOLE
LINCOLN NATL CORP IND	COM	534187109	1	30	SH		SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	2	65	SH		SOLE
LIONS GATE ENTERTAINMENT COR		535919203	29	2800	SH		SOLE
LOCKHEED MARTIN CORP	COM	539830109	343	3475	SH		SOLE
LOEWS CORP	COM	540424108	98	2100	SH		SOLE
LORILLARD INC	COM	544147101	2	25	SH		SOLE
LOUISIANA PAC CORP	COM	546347105	3	400	SH		SOLE
LOWES COS INC	COM	548661107	255	12267	SH		SOLE
M & T BK CORP	COM	55261F104	1069	15158	SH		SOLE
M & T BK CORP	COM	55261F104	71	1000	SH		DEFI
MDU RES GROUP INC	COM	552690109	58	1675	SH		SOLE
MAGELLAN HEALTH SVCS INC	*W EXP 01/05/2011	559079140	0	8	SH		SOLE
MAGELLAN HEALTH SVCS INC	COM NEW	559079207	0	8	SH		SOLE
MAGNETEK INC	COM	559424106	2	500	SH		SOLE
MANULIFE FINL CORP		56501R106	31	904	SH		SOLE
MARATHON OIL CORP	COM	565849106	16	312	SH		SOLE
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	279	4500	SH		SOLE



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ISSUER	CLASS	CUSIP	PRN	AMT	SH	PUT	INVTMT
MASCO CORP	COM	574599106	2	100	SH	SOLE	
MASTERCARD INCORPORATED		57636Q104	558	2100	SH	SOLE	
MCDERMOTT INTL INC	COM	580037109	1	18	SH	SOLE	
MCDONALDS CORP	COM	580135101	105	1865	SH	SOLE	
MCGRAW HILL COS INC	COM	580645109	6	159	SH	SOLE	
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	39	824	SH	SOLE	
MEDICAL PPTYS TRUST INC	COM	58463J304	8	800	SH	DEFI	
MEDTRONIC INC	COM	585055106	1	19	SH	SOLE	
MERCK & CO INC	COM	589331107	12	309	SH	SOLE	
MERRILL LYNCH & CO INC	COM	590188108	16	500	SH	SOLE	
TOTAL FOR PAGE 6			12017	264909			

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 FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVTMT/ DCRETN
MERRILL LYNCH PFD CAP TR IIITOPRS 7%		59021F206	7	400	SH	SOLE	
METLIFE INC		59156R108	13	255	SH	SOLE	
MFS HIGH INCOME MUN TR	SH BEN INT	59318D104	0	75		SOLE	
MICROSOFT CORP	COM	594918104	682	24798	SH	SOLE	
MICROSOFT CORP	COM	594918104	3	100	SH	DEFINED	
MICROCHIP TECHNOLOGY INC	COM	595017104	0	15	SH	SOLE	
MIDCAP SPDR S & P 400 ETF		595635103	987	6630	SH	SOLE	
MIDDLEBY CORP	COM	596278101	1261	28723	SH	SOLE	
MIDDLESEX WATER CO	COM	596680108	5	313	SH	SOLE	
MINE SAFETY APPLIANCES CO	COM	602720104	120	3000	SH	SOLE	
MONACO COACH CORP	COM	60886R103	1	180	SH	SOLE	
MONEYGRAM INTL INC	COM	60935Y109	0	200	SH	SOLE	
MONSANTO CO NEW	COM	61166W101	38	302	SH	SOLE	
MORGAN STANLEY DEAN WITTER&C	COM NEW	617446448	2	45	SH	SOLE	
MOTOROLA INC	COM	620076109	13	1815	SH	SOLE	
NCR CORP NEW	COM	62886E108	1	30	SH	SOLE	
NTT DOCOMO INC	SPONS ADR	62942M201	2	150	SH	SOLE	
NVF COMPANY		629449109	0	135	SH	SOLE	
NYSE EURONEXT	COM	629491101	1519	30000	SH	SOLE	
NATIONAL CITY CORP	COM	635405103	10	2160	SH	SOLE	
NATIONAL- OILWELL INC		637071101	1	9	SH	SOLE	
NATIONAL PENN BANCSHARES INC	COM	637138108	19	1448	SH	SOLE	
NATIONAL RETAIL PROPERTIES I	COM	637417106	13	600	SH	SOLE	
NATIONWIDE FINL SVCS INC	CL A	638612101	7	154	SH	SOLE	
NESTLE S A	SPONSORED ADR	641069406	1	20	SH	SOLE	
NEW YORK CMNTY BANCORP INC	COM	649445103	2	140	SH	SOLE	
NEW YORK TIMES CO	CL A	650111107	1	90	SH	SOLE	
NEWS CORP	CL A	65248E104	1	77	SH	SOLE	
NOKIA CORP	SPONSORED ADR	654902204	12	500	SH	SOLE	
NORFOLK SOUTHERN CORP	COM	655844108	17	270	SH	SOLE	
NORTHEAST UTILS	COM	664397106	3	102	SH	SOLE	
NORTHROP GRUMMAN CORP	COM	666807102	14	214	SH	SOLE	
NOVELL INC	COM	670006105	3	450	SH	SOLE	
NOVELLUS SYS INC	COM	670008101	2	90	SH	SOLE	

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NOVO- NORDISK A S	ADR	670100205	1	16	SH	SOLE
NSTAR	COM	67019E107	2	62	SH	SOLE
OCCIDENTAL PETE CORP DEL	COM	674599105	2	20	SH	SOLE
OLD HARBOR BANK FL		679785105	15	2000	SH	SOLE
OLD LINE BANCSHARES		67984M100	17	2500	SH	SOLE
ORRSTOWN FINANCIAL SERVICES REINVESTED SHARES		6870FS993	639	21310	SH	SOLE
ORRSTOWN FINL SVCS INC	COM	687380105	10912	363730	SH	SOLE
ORRSTOWN FINL SVCS INC	COM	687380105	5	165	SH	DEFINED
OSKOSH TRUCK CORP		688239201	4	200	SH	SOLE
OTTER TAIL CORP	COM	689648103	19	500	SH	SOLE
P & F INDS INC	CL A NEW	692830508	15	3500	SH	SOLE
PG&E CORP	COM	69331C108	2	50	SH	SOLE
PNC FINANCIAL SERVICES GROUP	COM	693475105	498	8731	SH	SOLE
PPG INDS INC	COM	693506107	54	950	SH	SOLE
P P & L RES INC	COM	69351T106	301	5758	SH	SOLE
PS BUSINESS PKS INC CALIF	PFD H DEP 7.00	69360J875	10	500	SH	SOLE
PARAGON SHIPPING INC	CL A	69913R309	3	200	SH	SOLE
TOTAL FOR PAGE 7			17259	513682		

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 FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
PARKER HANNIFIN CORP	COM	701094104	1422	19100	SH		SOLE
PARKVALE FINL CORP	COM	701492100	18	781	SH		SOLE
PATRIOT COAL CORP	COM	70336T104	0	1	SH		SOLE
PEABODY ENERGY CORP	COM	704549104	2	19	SH		SOLE
PENN NATL GAMING INC	COM	707569109	178	5525	SH		SOLE
PENN VA RESOURCES PARTNERS L	COM	707884102	16	600	SH		SOLE
PENNEY J C INC	COM	708160106	1	35	SH		SOLE
PEPSICO INC	COM	713448108	1483	23329	SH		SOLE
PETROLEUM & RES CORP	COM	716549100	63	1450	SH		SOLE
PFIZER INC	COM	717081103	390	22355	SH		SOLE
PHILIP MORRIS INTL INC	COM	718172109	670	13559	SH		SOLE
PHILIP MORRIS INTL INC	COM	718172109	5	100	SH		DEFINED
PHILIPPINE LONG DIST		718252604	27	500	SH		SOLE
PINNACLE BANCSHARES		72345E102	18	1000	SH		SOLE
POWERSHARES QQQ TR		73935A104	2080	46050	SH		SOLE
POWERSHARES WATER RESOURCE ETF		73935X575	954	46100	SH		SOLE
POWERSHARES WATER RESOURCE ETF		73935X575	2	100	SH		DEFINED
POWERSHARES ETF TRUST	INTL DIV ACHV	73935X716	926	52975	SH		SOLE
POWERSHARES ETF TRUST	INTL DIV ACHV	73935X716	3	200	SH		DEFINED
PRAXAIR INC	COM	74005P104	31	330	SH		SOLE
PRICE T ROWE GROUP INC	COM	74144T108	457	8100	SH		SOLE
PROCTER & GAMBLE CO	COM	742718109	234	3855	SH		SOLE
PROLOGIS	SH BEN INT	743410102	2	38	SH		SOLE
PRUDENTIAL FINL INC	COM	744320102	38	630	SH		SOLE
PSYCHEMEDICS CORP	COM NEW	744375205	1	38	SH		SOLE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	261	6900	SH		SOLE

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PUBLIC SVC ENTERPRISE GROUP	COM	744573106	73	1600	SH	SOLE
QUALCOMM INC	COM	747525103	1	15	SH	SOLE
RAVEN INDS INC	COM	754212108	2258	68900	SH	SOLE
RAVEN INDS INC	COM	754212108	20	600	SH	DEFINED
RAYONIER INC	COM	754907103	11	265	SH	SOLE
REGIONS FINANCIAL CORP NEW	COM	7591EP100	9	800	SH	SOLE
RESEARCH IN MOTION LTD	COM	760975102	152	1300	SH	SOLE
REYNOLDS AMERICAN INC	COM	761713106	3	60	SH	SOLE
RIO TINTO PLC	SPONSORED ADR	767204100	2	4	SH	SOLE
RITE AID CORP	COM	767754104	1	900	SH	SOLE
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	1610	53300	SH	SOLE
ROHM & HAAS CO		775371107	7	155	SH	SOLE
ROYAL BANCSHARES OF	PENNSYLVANIA	780081105	61	6467	SH	SOLE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	1	23	SH	SOLE
ROYCE VALUE TR INC	PFD STK 5.90%	780910402	16	700	SH	SOLE
SPDR S & P 500 INDEX ETF		78462F103	2988	23350	SH	SOLE
SPDR GOLD TRUST	GOLD SHS	78463V107	643	7040	SH	SOLE
SPDR S&P OIL & GAS EQUIPMENT& SVCS ETF		78464A748	381	7450	SH	SOLE
ST LAWRENCE ENERGY CORPORATI	COM	791120108	0	7	SH	SOLE
SANOFI AVENTIS	SPONSORED ADR	80105N105	2	55	SH	SOLE
SARA LEE CORP	COM	803111103	6	520	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	30	1500	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	21	200	SH	SOLE
ESCROW SEAGATE TECH		811804988	1	500	SH	SOLE
SEALED AIR CORP NEW	COM	81211K100	4	214	SH	SOLE
TOTAL FOR PAGE 8			17583	429595		

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 FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVT DSCRE
SEARS HLDGS CORP	COM	812350106	6	78	SH		SOLE
SEMPRA ENERGY	COM	816851109	28	500	SH		SOLE
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	2	100	SH		SOLE
SHERWIN WILLIAMS CO	COM	824348106	9	200	SH		SOLE
SIRIUS SATELLITE RADIO INC	COM	82966U103	2	1000	SH		SOLE
SKYWORKS SOLUTIONS INC	COM	83088M102	5	500	SH		SOLE
SMITH INTERNATIONAL INC		832110100	7	89	SH		SOLE
SMUCKER J M CO	COM NEW	832696405	1	23	SH		SOLE
SOUTHERN CO	COM	842587107	45	1300	SH		SOLE
SOUTHWEST AIRLS CO	COM	844741108	13	1012	SH		SOLE
SOVEREIGN BANCORP INC	COM	845905108	15	2070	SH		SOLE
SPECTRA ENERGY CORP	COM	847560109	3	100	SH		SOLE
SPHERION CORPORATION		848420105	2	500	SH		SOLE
SPICY PICKLE FRANCHISING	COM	84844T100	0	500	SH		SOLE
SPRINT NEXTEL GROUP	COM FON GROUP	852061100	28	2923	SH		SOLE
STAMPS COM INC	COM NEW	852857200	1	100	SH		SOLE
STARBUCKS CORP	COM	855244109	238	15103	SH		SOLE
STRATS TR BOEING SECS	STRATS 6% A-1	863110201	9	400	SH		SOLE
STRYKER CORP	COM	863667101	6	98	SH		SOLE

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SUBURBAN PROPANE PARTNERS L UNIT LTD PARTN		864482104	27	700	SH	SOLE
SUMMIT FINANCIAL GROUP INC	COM	86606G101	13	1000	SH	SOLE
SUN LIFE FINL SVCS CDA INC	COM	866796105	136	3321	SH	SOLE
SUN MICROSYSTEMS INC	COM NEW	866810203	1	50	SH	SOLE
SUNOCO INC		86764P109	4	100	SH	SOLE
SUNTRUST BANKS INC		867914103	7	200	SH	SOLE
SUPERVALU INC	COM	868536103	2	54	SH	SOLE
SUSQUEHANNA BANCSHARES INC P	COM	869099101	417	30447	SH	SOLE
SYSCO CORP		871829107	1	25	SH	SOLE
TARGET CORP	COM	87612E106	13	283	SH	SOLE
TASER INTL INC	COM	87651B104	5	1000	SH	SOLE
TEAM INC		878155100	2144	62500	SH	SOLE
TEAM INC		878155100	27	800	SH	DEFIN
TEMPLETON EMERGING MKTS FD I	COM	880191101	22	1100	SH	SOLE
TERADATA CORPORATION		88076W103	1	30	SH	SOLE
TEXAS INSTRS INC	COM	882508104	1	46	SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	6	113	SH	SOLE
THOMAS & BETTS CORP	COM	884315102	91	2400	SH	SOLE
3M CO	COM	88579Y101	1319	18948	SH	SOLE
3M CO	COM	88579Y101	49	700	SH	DEFIN
TIM HORTONS INC	COM	88706M103	1927	67200	SH	SOLE
TIM HORTONS INC	COM	88706M103	11	400	SH	DEFIN
TIME WARNER INC	COM	887317105	8	550	SH	SOLE
TOTAL S A	SPONSORED ADR	89151E109	2	27	SH	SOLE
TOWER BANCORP INC	COM	891709107	1497	40363	SH	SOLE
TRUMP ENTMT RESORTS INC	COM	89816T103	0	1	SH	SOLE
TRUMP HOTELS & CASIN		898168109	0	60	SH	SOLE
UST INC	COM	902911106	27	500	SH	SOLE
US BANCORP DEL	COM NEW	902973304	1163	41726	SH	SOLE
US BANCORP DEL	COM NEW	902973304	3	100	SH	DEFIN
U M H PROPERTIES INC	COM	903002103	5	600	SH	SOLE
UNDER ARMOUR INC	CL A	904311107	182	7100	SH	SOLE
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TOTAL FOR PAGE 9			9531	309040		

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
UNIT CORP	COM	909218109	66	800	SH		SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	76	1224	SH		SOLE
UNITEDHEALTH GROUP INC	COM	91324P102	108	4100	SH		SOLE
UNITEDHEALTH GROUP INC	COM	91324P102	3	100	SH		DEFINED
VANGUARD HEALTHCARE VIPER	ETF	92204A504	358	6750	SH		SOLE
VANGUARD SM CAP VAL VIPER		922908611	76	1300	SH		SOLE
VERIZON COMMUNICATIONS		92343V104	223	6294	SH		SOLE
VERIZON COMMUNICATIONS		92343V104	25	700	SH		DEFINED
VIAD CORP	COM NEW	92552R406	9	350	SH		SOLE
VISA INC	COM CL A	92826C839	49	600	SH		SOLE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	40	1373	SH		SOLE

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VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	21	700	SH	DEFINED
WI-LAN INC	COM	928972108	0	146	SH	SOLE
VORNADO RLTY TR	PFD G 6.625%	929042802	10	500	SH	SOLE
WVS FINL CORP	COM	929358109	10	600	SH	SOLE
WACHOVIA CORP 2ND NEW	COM	929903102	225	14498	SH	SOLE
WAL MART STORES INC	COM	931142103	231	4104	SH	SOLE
WALGREEN CO	COM	931422109	2	49	SH	SOLE
WASHINGTON MUT INC	COM	939322103	6	1200	SH	SOLE
WEBSTER FINL CORP CONN	COM	947890109	3	142	SH	SOLE
WELLPOINT INC	COM	94973V107	3	56	SH	SOLE
WELLS FARGO & CO NEW	COM	949746101	13	565	SH	SOLE
WELLS FARGO CAPITAL TRUST	IV	94976Y207	10	400	SH	SOLE
WEYERHAEUSER CO	COM	962166104	7	130	SH	SOLE
WHIRLPOOL CORPORATION		963320106	1	15	SH	SOLE
WHOLE FOODS MKT INC	COM	966837106	0	8	SH	SOLE
WILMINGTON TRUST CORP NEW		971807102	32	1200	SH	SOLE
WINDSTREAM CORP	COM	97381W104	12	981	SH	SOLE
WINDSTREAM CORP	COM	97381W104	10	800	SH	DEFINED
WYETH	COM	983024100	84	1750	SH	SOLE
XCL LTD DEL	COM	983701103	0	66	SH	SOLE
XCEL ENERGY INC	COM	98389B100	249	12400	SH	SOLE
XILINX INC	COM	983919101	2	73	SH	SOLE
YORK TRADITIONS BANK		987159100	6	6250	SH	SOLE
ZIMMER HLDGS INC	COM	98956P102	8	120	SH	SOLE
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TOTAL FOR PAGE 10			1978	70344		
GRAND TOTALS			110179	3078497		