

BIRMINGHAM MARTIN KEARNEY
 Form 3/A
 July 09, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â BIRMINGHAM MARTIN KEARNEY			(Month/Day/Year)	FINANCIAL INSTITUTIONS INC [FISI]	
(Last)	(First)	(Middle)			
220 LIBERTY STREET				4. Relationship of Reporting Person(s) to Issuer	
(Street)				(Check all applicable)	
WARSAW,Â NYÂ 14569				5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)		05/14/2009	
				6. Individual or Joint/Group Filing(Check Applicable Line)	
				<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior Vice President	
				<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8,500	D	Â
Common Stock	6,500	I	Held in IRA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	03/16/2006 ⁽¹⁾	03/16/2015	Common Stock	4,596	\$ 20.39	D	Â
Stock Option (right to buy)	07/26/2007 ⁽²⁾	07/26/2016	Common Stock	1,650	\$ 19.75	D	Â
Stock Option (right to buy)	07/25/2008 ⁽³⁾	07/25/2017	Common Stock	1,500	\$ 19.41	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIRMINGHAM MARTIN KEARNEY 220 LIBERTY STREET WARSAW, NY 14569	Â	Â	Â Senior Vice President	Â

Signatures

Michael D. Grover for Martin K.
Birmingham

07/09/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option vested in four equal annual installments beginning on March 16, 2006.
- (2) The option vests in four equal annual installments beginning on July 26, 2007.
- (3) The option vests in four equal annual installmenst beginning on July 25, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.