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FIRST COMMONWEALTH FINANCIAL CORP /PA/  
Form 13F-HR  
May 15, 2002

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2002

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 Commonwealth Financial Corporation  
Address: 22 North Sixth Street  
Indiana, PA, 15701

Form 13F File Number:28-05151

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 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: John J. Dolan  
Title: Executive Vice President and Chief Financial Officer  
Phone: (724) 349-7220

Signature,Place, and Date of Signing:

/s/ John. J. Dolan

John J. Dolan, Indiana, PA, May 15, 2002

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

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Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 231

Form 13F Information Table Value Total: \$153,024 (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.

Number: 1

Form 13F File Number: 28-05153

Name: First Commonwealth Trust Company

## FORM 13F INFORMATION TABLE

| COLUMN 1                      | COL 2                | COL 3     | COL 4                        | COLUMN 5          | COL 6               | COL 7                    |               |
|-------------------------------|----------------------|-----------|------------------------------|-------------------|---------------------|--------------------------|---------------|
| ISSUER                        | TITLE<br>OF<br>CLASS | CUSIP     | MARKET<br>VALUE<br>(X\$1000) | SHS OR<br>PRN AMT | SH/<br>PUT/<br>CALL | INVESTMENT<br>DISCRETION | OTHER<br>MANA |
| ABBOTT LABORATORIES           | Common               | 002824100 | 793                          | 15,083            | SH                  | DEFINED                  |               |
| ABBOTT LABORATORIES           | Common               | 002824100 | 21                           | 400               | SH                  | OTHER                    |               |
| ALCOA INC.                    | Common               | 013817101 | 730                          | 19,350            | SH                  | DEFINED                  |               |
| ALCOA INC.                    | Common               | 013817101 | 145                          | 3,850             | SH                  | OTHER                    |               |
| ALLEGHENY ENERGY INC          | Common               | 017361106 | 259                          | 6,254             | SH                  | DEFINED                  |               |
| ALLEGHENY ENERGY INC          | Common               | 017361106 | 8                            | 200               | SH                  | OTHER                    |               |
| ALLSTATE CORP                 | Common               | 020002101 | 749                          | 19,828            | SH                  | DEFINED                  |               |
| ALLSTATE CORP                 | Common               | 020002101 | 237                          | 6,262             | SH                  | OTHER                    |               |
| ALLTEL CORP                   | Common               | 020039103 | 408                          | 7,352             | SH                  | DEFINED                  |               |
| ALLTEL CORP                   | Common               | 020039103 | 409                          | 7,366             | SH                  | OTHER                    |               |
| AMERICAN EAGLE OUTFITTERS     | Common               | 02553E106 | 266                          | 10,725            | SH                  | DEFINED                  |               |
| AMERICAN EAGLE OUTFITTERS     | Common               | 02553E106 | 4                            | 175               | SH                  | OTHER                    |               |
| AMERICAN EXPRESS CO           | Common               | 025816109 | 276                          | 6,742             | SH                  | DEFINED                  |               |
| AMERICAN INTERNATIONAL GROUP  | Common               | 026874107 | 1,093                        | 15,152            | SH                  | DEFINED                  |               |
| AMERICAN INTERNATIONAL GROUP  | Common               | 026874107 | 121                          | 1,681             | SH                  | OTHER                    |               |
| AMGEN INC                     | Common               | 031162100 | 753                          | 12,610            | SH                  | DEFINED                  |               |
| AMGEN INC                     | Common               | 031162100 | 22                           | 375               | SH                  | OTHER                    |               |
| ANHEUSER BUSCH COS INC        | Common               | 035229103 | 1,176                        | 22,525            | SH                  | DEFINED                  |               |
| ANHEUSER BUSCH COS INC        | Common               | 035229103 | 76                           | 1,450             | SH                  | OTHER                    |               |
| AOL TIME WARNER INC           | Common               | 00184A105 | 727                          | 30,758            | SH                  | DEFINED                  |               |
| AOL TIME WARNER INC           | Common               | 00184A105 | 51                           | 2,150             | SH                  | OTHER                    |               |
| APACHE CORP                   | Common               | 037411105 | 366                          | 6,432             | SH                  | DEFINED                  |               |
| APACHE CORP                   | Common               | 037411105 | 14                           | 250               | SH                  | OTHER                    |               |
| APPLIED MATLS INC             | Common               | 038222105 | 912                          | 16,800            | SH                  | DEFINED                  |               |
| APPLIED MATLS INC             | Common               | 038222105 | 81                           | 1,500             | SH                  | OTHER                    |               |
| AT&T CORP COMMON              | Common               | 001957109 | 318                          | 20,270            | SH                  | DEFINED                  |               |
| AT&T CORP COMMON              | Common               | 001957109 | 129                          | 8,234             | SH                  | OTHER                    |               |
| AUTOMATIC DATA PROCESSING INC | Common               | 053015103 | 658                          | 11,292            | SH                  | DEFINED                  |               |

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|                                 |        |           |        |           |    |         |
|---------------------------------|--------|-----------|--------|-----------|----|---------|
| AUTOMATIC DATA PROCESSING INC   | Common | 053015103 | 128    | 2,200     | SH | OTHER   |
| BANK OF AMERICA CORP            | Common | 060505104 | 568    | 8,348     | SH | DEFINED |
| BANK OF AMERICA CORP            | Common | 060505104 | 61     | 900       | SH | OTHER   |
| BELLSOUTH CORP                  | Common | 079860102 | 1,014  | 27,514    | SH | DEFINED |
| BELLSOUTH CORP                  | Common | 079860102 | 89     | 2,418     | SH | OTHER   |
| BERKSHIRE SECURITIES            | Common | 084991868 | 896    | 5,400     | SH | DEFINED |
| BICO INC                        | Common | 088766100 | 2      | 101,100   | SH | DEFINED |
| BOEING CO                       | Common | 097023105 | 594    | 12,320    | SH | DEFINED |
| BOEING CO                       | Common | 097023105 | 81     | 1,669     | SH | OTHER   |
| BP AMOCO PLC SPONSORED ADR      | Common | 055622104 | 1,058  | 19,921    | SH | DEFINED |
| BP AMOCO PLC SPONSORED ADR      | Common | 055622104 | 461    | 8,676     | SH | OTHER   |
| BRISTOL MYERS SQUIB             | Common | 110122108 | 608    | 15,009    | SH | DEFINED |
| BRISTOL MYERS SQUIB             | Common | 110122108 | 45     | 1,100     | SH | OTHER   |
| CARDINAL HEALTH INC             | Common | 14149Y108 | 468    | 6,600     | SH | DEFINED |
| CARDINAL HEALTH INC             | Common | 14149Y108 | 43     | 600       | SH | OTHER   |
| CATERPILLAR INC                 | Common | 149123101 | 440    | 7,732     | SH | DEFINED |
| CATERPILLAR INC                 | Common | 149123101 | 16     | 275       | SH | OTHER   |
| CHEVRON TEXACO CORP             | Common | 166764100 | 444    | 4,922     | SH | DEFINED |
| CHEVRON TEXACO CORP             | Common | 166764100 | 216    | 2,395     | SH | OTHER   |
| CISCO SYSTEMS                   | Common | 17275R102 | 864    | 51,036    | SH | DEFINED |
| CISCO SYSTEMS                   | Common | 17275R102 | 142    | 8,400     | SH | OTHER   |
| CITIGROUP INC                   | Common | 172967101 | 1,223  | 24,692    | SH | DEFINED |
| CITIGROUP INC                   | Common | 172967101 | 99     | 1,992     | SH | OTHER   |
| CNB FINANCIAL CORP.             | Common | 126128107 | 237    | 9,360     | SH | DEFINED |
| CNB FINANCIAL CORP/PA           | Common | 126128107 | 626    | 24,678    | SH | DEFINED |
| COCA COLA CO                    | Common | 191216100 | 296    | 5,662     | SH | DEFINED |
| COMPAQ COMPUTER CORP            | Common | 204493100 | 283    | 27,100    | SH | DEFINED |
| COMPAQ COMPUTER CORP            | Common | 204493100 | 33     | 3,183     | SH | OTHER   |
| CORNING INC                     | Common | 219350105 | 203    | 26,675    | SH | DEFINED |
| CORNING INC                     | Common | 219350105 | 5      | 600       | SH | OTHER   |
| CROWN AMERICAN REALTY TRUST     | Common | 228186102 | 213    | 21,860    | SH | DEFINED |
| DOW CHEMICAL COMPANY            | Common | 260543103 | 177    | 5,399     | SH | DEFINED |
| DOW CHEMICAL COMPANY            | Common | 260543103 | 52     | 1,596     | SH | OTHER   |
| DUPONT DE NEMOUR                | Common | 263534109 | 859    | 18,225    | SH | DEFINED |
| DUPONT DE NEMOUR                | Common | 263534109 | 132    | 2,800     | SH | OTHER   |
| DYNEGY INC NEW                  | Common | 26816Q101 | 403    | 13,900    | SH | DEFINED |
| DYNEGY INC NEW                  | Common | 26816Q101 | 4      | 125       | SH | OTHER   |
| EL PASO CORPORATION             | Common | 28336L109 | 348    | 7,901     | SH | DEFINED |
| EL PASO CORPORATION             | Common | 28336L109 | 4      | 100       | SH | OTHER   |
| EMBRYO DEVELOPMENT CORP         | Common | 290818103 | 0      | 15,000    | SH | DEFINED |
| EMC CORP                        | Common | 268648102 | 222    | 18,600    | SH | DEFINED |
| EMC CORP                        | Common | 268648102 | 39     | 3,250     | SH | OTHER   |
| EMERSON ELECTRIC CO             | Common | 291011104 | 17     | 300       | SH | DEFINED |
| EMERSON ELECTRIC CO             | Common | 291011104 | 558    | 9,730     | SH | OTHER   |
| ESB FINANCIAL CORP              | Common | 26884F102 | 68     | 6,000     | SH | DEFINED |
| EXXON MOBIL CORP                | Common | 30231G102 | 3,740  | 85,336    | SH | DEFINED |
| EXXON MOBIL CORP                | Common | 30231G102 | 2,590  | 59,094    | SH | OTHER   |
| FEDERAL NATIONAL MORTGAGE ASSOC | Common | 313586109 | 872    | 10,920    | SH | DEFINED |
| FEDERAL NATIONAL MORTGAGE ASSOC | Common | 313586109 | 128    | 1,600     | SH | OTHER   |
| FIRST BELL BANCORP INC          | Common | 319301107 | 174    | 11,200    | SH | DEFINED |
| FIRST COLONIAL GROUP INC        | Common | 319734109 | 827    | 35,555    | SH | DEFINED |
| FIRST COMMONWEALTH FINANCIAL CO | Common | 319829107 | 21,138 | 1,596,507 | SH | DEFINED |
| FIRST COMMONWEALTH FINANCIAL CO | Common | 319829107 | 3,077  | 232,408   | SH | OTHER   |
| FORTUNE BRANDS INC              | Common | 349631101 | 194    | 3,932     | SH | DEFINED |
| FORTUNE BRANDS INC              | Common | 349631101 | 143    | 2,900     | SH | OTHER   |
| FULTON FINANCIAL CORP           | Common | 360271100 | 25     | 1,000     | SH | DEFINED |
| GA FINANCIAL INC                | Common | 361437106 | 1,552  | 90,000    | SH | DEFINED |
| GALLAHER GROUP PLC-SPON ADR     | Common | 363595109 | 121    | 3,932     | SH | DEFINED |
| GALLAHER GROUP PLC-SPON ADR     | Common | 363595109 | 89     | 2,900     | SH | OTHER   |
| GENERAL ELECTRIC                | Common | 369604103 | 3,640  | 97,207    | SH | DEFINED |
| GENERAL ELECTRIC                | Common | 369604103 | 4,980  | 132,990   | SH | OTHER   |
| GENERAL MILLS INC               | Common | 370334104 | 157    | 3,220     | SH | DEFINED |

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|                               |        |           |       |         |    |         |
|-------------------------------|--------|-----------|-------|---------|----|---------|
| GENERAL MILLS INC             | Common | 370334104 | 183   | 3,740   | SH | OTHER   |
| GENERAL MOTORS CORP           | Common | 370442105 | 227   | 3,758   | SH | DEFINED |
| GENERAL MOTORS CORP           | Common | 370442105 | 87    | 1,435   | SH | OTHER   |
| GILLETTE CO                   | Common | 375766102 | 238   | 6,999   | SH | DEFINED |
| GILLETTE CO                   | Common | 375766102 | 7     | 200     | SH | OTHER   |
| HARLEY DAVIDSON INC           | Common | 412822108 | 608   | 11,025  | SH | DEFINED |
| HARLEY DAVIDSON INC           | Common | 412822108 | 47    | 850     | SH | OTHER   |
| HOME DEPOT INC                | Common | 437076102 | 348   | 7,162   | SH | DEFINED |
| HOME DEPOT INC                | Common | 437076102 | 15    | 300     | SH | OTHER   |
| H. J. HEINZ COMPANY           | Common | 423074103 | 145   | 3,505   | SH | DEFINED |
| H. J. HEINZ COMPANY           | Common | 423074103 | 166   | 4,000   | SH | OTHER   |
| IBT BANCORP INC IRWIN PA      | Common | 44923F108 | 179   | 5,853   | SH | SOLE    |
| INGERSOLL-RAND COMPANY L      | Common | G4776G101 | 300   | 6,000   | SH | OTHER   |
| INTEL CORP                    | Common | 458140100 | 1,635 | 53,780  | SH | DEFINED |
| INTEL CORP                    | Common | 458140100 | 237   | 7,800   | SH | OTHER   |
| INT'L BUSINESS MACHINES CORP  | Common | 459200101 | 1,709 | 16,434  | SH | DEFINED |
| INT'L BUSINESS MACHINES CORP  | Common | 459200101 | 1,546 | 14,865  | SH | OTHER   |
| JACOBS ENGR GROUP INC         | Common | 469814107 | 417   | 5,850   | SH | DEFINED |
| JACOBS ENGR GROUP INC         | Common | 469814107 | 7     | 100     | SH | OTHER   |
| JOHNSON & JOHNSON             | Common | 478160104 | 1,615 | 24,861  | SH | DEFINED |
| JOHNSON & JOHNSON             | Common | 478160104 | 788   | 12,140  | SH | OTHER   |
| JUNIATA VALLEY FINANCIAL CORP | Common | 482016102 | 685   | 24,119  | SH | DEFINED |
| JUNIPER NETWORKS INC          | Common | 48203R104 | 122   | 9,673   | SH | DEFINED |
| JUNIPER NETWORKS INC          | Common | 48203R104 | 9     | 700     | SH | OTHER   |
| KRAFT FOODS INC               | Common | 50075N104 | 329   | 8,500   | SH | DEFINED |
| KRAFT FOODS INC               | Common | 50075N104 | 4     | 100     | SH | OTHER   |
| LENNAR CORP                   | Common | 526057104 | 445   | 8,425   | SH | DEFINED |
| LENNAR CORP                   | Common | 526057104 | 5     | 100     | SH | OTHER   |
| LOWES COS INC                 | Common | 548661107 | 1,047 | 24,071  | SH | DEFINED |
| LOWES COS INC                 | Common | 548661107 | 146   | 3,350   | SH | OTHER   |
| LUCENT TECHNOLOGIES INC       | Common | 549463107 | 120   | 25,332  | SH | DEFINED |
| LUCENT TECHNOLOGIES INC       | Common | 549463107 | 28    | 5,911   | SH | OTHER   |
| MBNA CORP                     | Common | 55262L100 | 441   | 11,429  | SH | DEFINED |
| MBNA CORP                     | Common | 55262L100 | 160   | 4,150   | SH | OTHER   |
| MCDONALDS CORP                | Common | 580135101 | 336   | 12,120  | SH | DEFINED |
| MCDONALDS CORP                | Common | 580135101 | 76    | 2,726   | SH | OTHER   |
| MELLON FINANCIAL CORP         | Common | 58551A108 | 816   | 21,134  | SH | DEFINED |
| MELLON FINANCIAL CORP         | Common | 58551A108 | 310   | 8,045   | SH | OTHER   |
| MERCK & COMPANY INC           | Common | 589331107 | 2,260 | 39,247  | SH | DEFINED |
| MERCK & COMPANY INC           | Common | 589331107 | 1,999 | 34,724  | SH | OTHER   |
| MERRILL LYNCH & CO            | Common | 590188108 | 1,400 | 25,275  | SH | DEFINED |
| MERRILL LYNCH & CO            | Common | 590188108 | 199   | 3,600   | SH | OTHER   |
| MICROSOFT CORP                | Common | 594918104 | 1,138 | 18,872  | SH | DEFINED |
| MICROSOFT CORP                | Common | 594918104 | 133   | 2,200   | SH | OTHER   |
| MINNESOTA MINING & MANUF      | Common | 604059105 | 732   | 6,365   | SH | DEFINED |
| MINNESOTA MINING & MANUF      | Common | 604059105 | 641   | 5,570   | SH | OTHER   |
| MORGAN STANLEY DEAN WITT      | Common | 617446448 | 268   | 4,680   | SH | OTHER   |
| NATL PENN BCSHS INC           | Common | 637138108 | 859   | 34,982  | SH | DEFINED |
| NEW MEXICO BANQUEST           | Common | 647991926 | 749   | 7,207   | SH | DEFINED |
| NEW MEXICO BANQUEST           | Common | 647991926 | 78    | 754     | SH | OTHER   |
| NEWELL RUBBERMAID INC         | Common | 651229106 | 245   | 7,668   | SH | DEFINED |
| NITTANY FINANCIAL CORP        | Common | 65480R102 | 139   | 12,100  | SH | SOLE    |
| NOBLE DRILLING CORP           | Common | 655042109 | 241   | 5,825   | SH | DEFINED |
| NORTH PITTSBURGH SYS INC      | Common | 661562108 | 1,179 | 84,270  | SH | OTHER   |
| NOVELLUS SYSTEMS INC          | Common | 670008101 | 918   | 16,950  | SH | DEFINED |
| NOVELLUS SYSTEMS INC          | Common | 670008101 | 27    | 500     | SH | OTHER   |
| OMEGA FINANCIAL CORP          | Common | 682092101 | 1,024 | 31,479  | SH | DEFINED |
| ORACLE CORP                   | Common | 68389X105 | 700   | 54,695  | SH | DEFINED |
| ORACLE CORP                   | Common | 68389X105 | 59    | 4,600   | SH | OTHER   |
| P P G INDUSTRIES INC          | Common | 693506107 | 442   | 8,047   | SH | DEFINED |
| P P G INDUSTRIES INC          | Common | 693506107 | 1,735 | 31,590  | SH | OTHER   |
| PARKVALE FINANCIAL CORP       | Common | 701492100 | 2,914 | 116,100 | SH | DEFINED |

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|                               |        |           |       |        |    |         |
|-------------------------------|--------|-----------|-------|--------|----|---------|
| PENNSHOCK FINAN SERVICES CORP | Common | 708352109 | 235   | 8,400  | SH | DEFINED |
| PENNSOIL-QUAKER ST CO         | Common | 709323109 | 528   | 24,612 | SH | OTHER   |
| PEPSICO INCORPORATED          | Common | 713448108 | 1,857 | 36,054 | SH | DEFINED |
| PEPSICO INCORPORATED          | Common | 713448108 | 1,125 | 21,850 | SH | OTHER   |
| PFIZER INC                    | Common | 717081103 | 3,276 | 82,433 | SH | DEFINED |
| PFIZER INC                    | Common | 717081103 | 1,125 | 28,312 | SH | OTHER   |
| PHILIP MORRIS CO              | Common | 718154107 | 729   | 13,850 | SH | DEFINED |
| PHILIP MORRIS CO              | Common | 718154107 | 1,793 | 34,040 | SH | OTHER   |
| PNC BANK CORP                 | Common | 693475105 | 671   | 10,905 | SH | DEFINED |
| PNC BANK CORP                 | Common | 693475105 | 223   | 3,628  | SH | OTHER   |
| PNC FINANCIAL SERVICES GROUP  | Common | 693475105 | 3,997 | 65,000 | SH | DEFINED |
| PPL CORP                      | Common | 69351T106 | 409   | 10,315 | SH | DEFINED |
| PPL CORP                      | Common | 69351T106 | 230   | 5,800  | SH | OTHER   |
| PRICE T ROWE GROUP INC        | Common | 74144T108 | 512   | 13,140 | SH | DEFINED |
| PRICE T ROWE GROUP INC        | Common | 74144T108 | 6     | 150    | SH | OTHER   |
| PROCTER & GAMBLE CO           | Common | 742718109 | 2,212 | 24,551 | SH | DEFINED |
| PROCTER & GAMBLE CO           | Common | 742718109 | 2,005 | 22,250 | SH | OTHER   |
| PROMISTAR FINL CORP           | Common | 74342Y107 | 20    | 803    | SH | DEFINED |
| PROMISTAR FINL CORP           | Common | 74342Y107 | 278   | 11,250 | SH | OTHER   |
| PUBLIC SERV ELEC GAS          | Common | 744573106 | 46    | 1,004  | SH | DEFINED |
| PUBLIC SERV ELEC GAS          | Common | 744573106 | 306   | 6,680  | SH | OTHER   |
| QUALCOMM INC                  | Common | 747525103 | 295   | 7,850  | SH | DEFINED |
| QUALCOMM INC                  | Common | 747525103 | 11    | 300    | SH | OTHER   |
| RENT WAY INC                  | Common | 76009U104 | 85    | 10,000 | SH | DEFINED |
| ROCKWELL COLLINS INC          | Common | 774341101 | 140   | 5,567  | SH | DEFINED |
| ROCKWELL COLLINS INC          | Common | 774341101 | 68    | 2,688  | SH | OTHER   |
| ROHM & HAAS CO                | Common | 775371107 | 192   | 4,550  | SH | DEFINED |
| ROHM & HAAS CO                | Common | 775371107 | 15    | 350    | SH | OTHER   |
| ROYAL BANCSHARES OF PENN-A    | Common | 780081105 | 647   | 32,376 | SH | DEFINED |
| ROYAL DUTCH PETROLEUM NY      | Common | 780257804 | 331   | 6,100  | SH | DEFINED |
| ROYAL DUTCH PETROLEUM NY      | Common | 780257804 | 54    | 991    | SH | OTHER   |
| S & T BANCORP INC             | Common | 783859101 | 1,894 | 74,401 | SH | DEFINED |
| S & T BANCORP INC             | Common | 783859101 | 1,754 | 68,923 | SH | DEFINED |
| S & T BANCORP INC             | Common | 783859101 | 765   | 30,046 | SH | OTHER   |
| SBC COMMUNICATIONS INC        | Common | 78387G103 | 608   | 16,242 | SH | DEFINED |
| SBC COMMUNICATIONS INC        | Common | 78387G103 | 304   | 8,118  | SH | OTHER   |
| SCHERING-PLOUGH CORP          | Common | 806605101 | 309   | 9,877  | SH | DEFINED |
| SCHERING-PLOUGH CORP          | Common | 806605101 | 13    | 400    | SH | OTHER   |
| SCHLUMBERGER LTD              | Common | 806857108 | 666   | 11,317 | SH | DEFINED |
| SCHLUMBERGER LTD              | Common | 806857108 | 85    | 1,450  | SH | OTHER   |
| SEARS,ROEBUCK & CO            | Common | 812387108 | 299   | 5,825  | SH | DEFINED |
| SEARS,ROEBUCK & CO            | Common | 812387108 | 159   | 3,100  | SH | OTHER   |
| SOLETRON CORP                 | Common | 834182107 | 228   | 29,280 | SH | DEFINED |
| SOLETRON CORP                 | Common | 834182107 | 17    | 2,200  | SH | OTHER   |
| SOUTHWEST AIRLINES            | Common | 844741108 | 335   | 17,319 | SH | DEFINED |
| SOUTHWEST AIRLINES            | Common | 844741108 | 21    | 1,087  | SH | OTHER   |
| ST JUDE MED INC COM           | Common | 790849103 | 307   | 3,975  | SH | DEFINED |
| SUN BANCORP INC               | Common | 866634108 | 481   | 27,150 | SH | DEFINED |
| SUNMICRO SYSTEMS              | Common | 866810104 | 369   | 41,815 | SH | DEFINED |
| SUNMICRO SYSTEMS              | Common | 866810104 | 61    | 6,900  | SH | OTHER   |
| SUNOCO INC COM                | Common | 86764P109 | 322   | 8,050  | SH | DEFINED |
| SUSQUEHANNA BANC SHS          | Common | 869099101 | 1,279 | 52,242 | SH | DEFINED |
| SUSQUEHANNA BANCSHARES INC    | Common | 869099101 | 2,007 | 82,000 | SH | DEFINED |
| TARGET CORP                   | Common | 87612E106 | 1,427 | 33,100 | SH | DEFINED |
| TARGET CORP                   | Common | 87612E106 | 225   | 5,225  | SH | OTHER   |
| TEXAS INSTRUMENTS INC         | Common | 882508104 | 327   | 9,886  | SH | DEFINED |
| TEXAS INSTRUMENTS INC         | Common | 882508104 | 50    | 1,500  | SH | OTHER   |
| THREE RIVERS BANCORP INC      | Common | 88562Q107 | 1,154 | 85,200 | SH | DEFINED |
| TYCO INTERNATIONAL LTD        | Common | 902124106 | 894   | 27,670 | SH | DEFINED |
| TYCO INTERNATIONAL LTD        | Common | 902124106 | 22    | 675    | SH | OTHER   |
| UNION PACIFIC CORP            | Common | 907818108 | 221   | 3,550  | SH | DEFINED |
| UNION PACIFIC CORP            | Common | 907818108 | 3     | 50     | SH | OTHER   |

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|--------------------------|--------|-----------|-------|---------|----|---------|
| UPSIDE DEVELOPMENT INC C | Common | 91673P109 | 1     | 60,000  | SH | DEFINED |
| VERIZON COMMUNICATIONS   | Common | 92343V104 | 2,491 | 54,025  | SH | DEFINED |
| VERIZON COMMUNICATIONS   | Common | 92343V104 | 1,606 | 34,829  | SH | OTHER   |
| VIACOM INC. NEW          | Common | 925524308 | 342   | 7,070   | SH | DEFINED |
| VIACOM INC. NEW          | Common | 925524308 | 15    | 304     | SH | OTHER   |
| VIRAGEN INC              | Common | 927638106 | 8     | 10,000  | SH | DEFINED |
| VODAFONE GROUP PLC NEW-S | Common | 92857W100 | 81    | 4,390   | SH | DEFINED |
| VODAFONE GROUP PLC NEW-S | Common | 92857W100 | 160   | 8,682   | SH | OTHER   |
| WACHOVIA CORP            | Common | 929903102 | 697   | 18,806  | SH | DEFINED |
| WAL-MART STORES INC      | Common | 931142103 | 1,283 | 20,926  | SH | DEFINED |
| WAL-MART STORES INC      | Common | 931142103 | 77    | 1,250   | SH | OTHER   |
| WELLS FARGO & CO         | Common | 949746101 | 836   | 16,920  | SH | DEFINED |
| WELLS FARGO & CO         | Common | 949746101 | 69    | 1,400   | SH | OTHER   |
| WORLDCOM INC             | Common | 98157D106 | 85    | 12,646  | SH | DEFINED |
| WORLDCOM INC             | Common | 98157D106 | 8     | 1,250   | SH | OTHER   |
| WYETH COM                | Common | 983024100 | 752   | 11,459  | SH | DEFINED |
| WYETH COM                | Common | 983024100 | 236   | 3,600   | SH | OTHER   |
| GRAND TOTALS             |        |           |       | 153,024 |    |         |