Option (right to buy

Option (right to buy)

Option (right to buy)

\$24.49

\$31.71

\$31.52

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL		OMB APPROVAL	
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OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

						0000.0				npany Act of 19	40						
1. Name and Address of Reporting Person*  Hellyar Mary Jane							e <b>and</b> Tick N KOI		(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner  V Officer (give title Other (specify							
(Last) (First) (Middle) 343 STATE STREET					3. Date of Earliest Transaction (Month/Day/Year) 12/31/2007  X Officer (give title below) below) Executive Vice President										респу		
(Street)	Street) ROCHESTER NY 14650					Amendme	ent, Date of	/lonth/Day/Year	6. Indiv	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person							
(City)	(City) (State) (Zip)									1 orm med by more than one reporting retault							
			Table I - No					_	Dis	1			T			1	
1. Title of Security (Instr. 3)			2. Trans Date (Month		action 2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		4. Securities A Disposed Of (	or 4 and 5)	nd 5) Securities Beneficially Owned Following Reported Transaction(s)		6. Own Form: (D) or I (I) (Ins	Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code V		Amount	(A) or (D)			Price			(1130.4)	
Common Stock				12/31/2007		7				3,973.19(1)	A \$21.91		39,256.19 <sup>(3)</sup>		D		
Common Stock			12/31/2007		7				1,343.19 <sup>(2)</sup>	D	\$21.91	38,18	3 <sup>(3)</sup>	D			
Common	Stock												23.69	067		I	by Trustee of ESOP
Common Stock												24.6591		I S		by Trustee in Spouse's KESOP	
			Table II -	Deriv	ative	Cocuri	4: 0				Donofio	:-U O	204				
													ieu				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)			puts,	5. Numb Derivativ Securitie Acquired Dispose	warrants er of ve es d (A) or		ns, c	onvertible	7. Title and of Securiti	d Amount	8. Price of Derivative Security (Instr. 5)	9. Numb derivati Securiti Benefic Owned Followii	ve es ially ng	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	4. Transa Code	puts,	5. Numb Derivativ Securitie Acquired Dispose	warrants er of ve es d (A) or d of (D)	6. Date Ex Expiration	ns, c ercisa n Date ay/Yea	onvertible	7. Title and of Security Underlying Security (I	d Amount es g Derivative	8. Price of Derivative Security	derivati Securiti Benefic Owned	ve es ially ng ed etion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of ve es d (A) or d of (D) 4 and 5)	6. Date Ex Expiration (Month/Da	ns, c ercisa n Date ay/Yea	onvertible subble and	7. Title and of Securiti Underlying Security (I	d Amount es g Derivative nstr. 3 and	8. Price of Derivative Security	derivati Securiti Benefic Owned Followin Reporte Transac	ve es ially ng ed tion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Option (right to	Conversion or Exercise Price of Derivative Security	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of ve es d (A) or d of (D) 4 and 5)	6. Date Ex Expiration (Month/Da	ns, c ercisa n Date ay/Yea	onvertible : ble and r)  Expiration Date	7. Title and of Securitie Underlying Security (I4)  Title  Common	Amount or Number of Shares	8. Price of Derivative Security	derivati Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es es ially ng didition(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)  Option (right to buy)	Conversion or Exercise Price of Derivative Security	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of ve es d (A) or d of (D) 4 and 5)	S, option 6. Date Ex Expiration (Month/Da  Date Exercisab	ns, c ercisa n Date ay/Yea	onvertible : ble and r)  Expiration Date  03/31/2008	7. Title and of Securiti Underlying Security (I 4)  Title  Common Stock	Amount or Number of Shares	8. Price of Derivative Security	derivati Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es ially ially ing distribution(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)  Option (right to buy)  Option (right to to buy)	Conversion or Exercise Price of Derivative Security	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of ve es d (A) or d of (D) 4 and 5)	6. Date Ex Expiration (Month/Da	ns, c ercisa n Date ay/Yea	convertible suble and rt)  Expiration Date  03/31/2008	7. Title and of Securiti Underlyins Security (I 4)  Title  Common Stock  Common	Amount es g Derivative nstr. 3 and  Amount or Number of Shares  3,000  3,750	8. Price of Derivative Security	derivatir Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es es ially ng dd tition(s) )	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)	Conversion or Exercise Price of Derivative Security \$31.3	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of ve es d (A) or d of (D) 4 and 5)	Date Exercisab  (4)	ns, c ercisa n Date ay/Yea	Onvertible :  ble and r)  Expiration Date   03/31/2008   04/01/2008   03/11/2009	7. Title and of Securitium of Security (I delivery (I	Amount or Number of Shares 3,000 3,750 273	8. Price of Derivative Security	derivati Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es es ially ng ed tition(s) ) 00 50 3	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)	Conversion or Exercise Price of Derivative Security  \$31.3  \$31.3	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of we es d (A) or d of (D) 4 and 5)	Date Expiration (Month/Date Exercisab	ns, c ercisa n Date ay/Yea	onvertible : ble and r)  Expiration Date  03/31/2008  04/01/2008  03/11/2009  03/31/2009	7. Title and of Securitium of Security (I of Securi	Amount es g Derivative enstr. 3 and  Amount of Shares  3,000  3,750  273  3,750	8. Price of Derivative Security	derivatis Securititi Benefic Owned Followin Reporte Transac (Instr. 4)	vee estable de la company de l	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)	conversion or Exercise Price of Derivative Security  \$31.3  \$31.3  \$31.3	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of we es d (A) or d of (D) 4 and 5)	Date Exercisab  (4)  (4)  (4)	ns, c ercisa n Date ay/Yea	Onvertible : bble and rt)  Expiration Date	7. Title anof Securiti Underlyin Security (1 4)  Title  Common Stock	Amount es g Derivative nstr. 3 and  Amount of Shares  3,000  3,750  273  3,750  2,000	8. Price of Derivative Security	derivati Securiti Benefic Owned Followin Reporte Transac (Instr. 4; 3,0	vee estable sees it is in the	D D D D	of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)  Option (right to buy)	conversion or Exercise Price of Derivative Security  \$31.3  \$31.3  \$31.3  \$31.3	Date	3A. Deemed Execution Date, if any	4. Transa Code (	puts,	5. Numb Derivativ Securitic Acquired Dispose (Instr. 3,	warrants er of we es d (A) or d of (D) 4 and 5)	Date Exercisab  (4)  (4)  (4)  (4)	ns, c ercisa n Date ay/Yea	Onvertible : bble and rt)  Expiration Date  03/31/2008  04/01/2008  03/11/2009  05/02/2009  03/29/2009	7. Title and of Securitium of Security (I of Securi	Amount es g Derivative nstr. 3 and  Amount of Shares  3,000  3,750  273  3,750  2,000  8,000	8. Price of Derivative Security	derivati Securiti Benefic Owned Following Reporte Transac (Instr. 4)	ve es es ially ng dd (tition(s))  000  33  000  33	D  D  D  D  D	of Indirect Beneficial Ownership (Instr. 4)

(5)

(5)

(5)

Common

Stock

Stock

Common Stock

11/18/2010

12/09/2011

01/16/2012

5,000

5,000

10,000

5,000

5,000

10,000

D

D

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Option (right to buy)	\$26.47							(5)	05/31/2012	Common Stock	50,000		50,000	D	
Option (right to buy) <sup>(6)</sup>	\$24.75							(5)	12/06/2012	Common Stock	16,750		16,750	D	
Option (right to buy) <sup>(6)</sup>	\$25.88							(5)	12/11/2013	Common Stock	58,690		58,690	D	
Option (right to buy) <sup>(6)</sup>	\$28.44							(5)	10/16/2014	Common Stock	20,000		20,000	D	
Option (right to buy) <sup>(6)</sup>	\$23.28							(5)	12/10/2014	Common Stock	69,920		69,920	D	
Restricted Stock Units <sup>(7)</sup>	(9)	07/16/2007		J	v	33.95 <sup>(8)</sup>		12/31/2007 <sup>(10)</sup>	12/31/2007 <sup>(10)</sup>	Common Stock	33.95	\$0	3,928.95	D	
Restricted Stock Units <sup>(7)</sup>	(9)	12/14/2007		J	v	44.24 <sup>(8)</sup>		12/31/2007 <sup>(10)</sup>	12/31/2007 <sup>(10)</sup>	Common Stock	44.24	\$0	3,973.19	D	
Restricted Stock Units <sup>(7)</sup>	(9)	12/31/2007		М			3,973.19	12/31/2007 <sup>(10)</sup>	12/31/2007 <sup>(10)</sup>	Common Stock	3,973.19	\$0	0	D	
Option (right to buy)	\$31.3							(4)	04/01/2008	Common Stock	67		67	I	Options held by spouse
Option (right to buy)	\$31.3							(4)	03/12/2010	Common Stock	67		67	I	Options held by spouse

## Explanation of Responses:

- 1. Vesting and distribution of shares of the 2006 Executive Performance Share Program
- 2. Payment of withholding taxes.
- 3. Some of these shares are restricted.
- 4. These options have vested.
- 5. These options vest one-third on each of the first three anniversaries of the grant date.
- 6. Stock option granted under the 2005 Omnibus Long-Term Compensaton Plan.
- 7. These units granted under the 2005 Omnibus Long-Term Compensation Plan; 2006 Executive Performance Share Program
- 8. These units were credited to the reporting person's account as dividend equivalents.
- 9. These units convert on a one-for-one basis.
- $10. \ \ This$  is the date these restricted stock units will vest.

## Remarks:

<u>Laurence L. Hickey, as attorney-in-fact for Mary Jane Hellyar</u>

01/03/2008

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.