

# SECURITIES AND EXCHANGE COMMISSION

## FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **1999-07-27** | Period of Report: **1999-06-30**  
SEC Accession No. **0000883782-99-000006**

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### FILER

#### FULTON BANK

CIK: **883782** | IRS No.: **232775471**

Type: **13F-HR** | Act: **34** | File No.: **028-03045** | Film No.: **99670740**

#### Mailing Address

*ONE PENN SQUARE  
LANCASTER PA 17602*

#### Business Address

*ONE PENN SQUARE  
LANCASTER PA 17602  
7172912533*

FORM 13-F  
FORM 13F COVR PAGE

Report for calendar year or Quarter ended : June 30,1999  
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: Fulton Bank  
Address: One Penn Square  
Lancaster, Pa. 17602

13F- File Number: 28-3045

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: Tom L. Wolf  
Title: Vice President  
Phone: 717 291-2533  
Signature, Place, and Date of Signing:  
Tom L. Wolf Lancaster, Pa. July 27,1999

Report Type (Check only one):  
[x] 13F HOLDINGS REPORT  
[ ] 13F NOTICE  
[ ] 13F COMBINATION REPORT

List of Other Managers Reprotng for this Manager:

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934.

REPORT SUMMARY:  
NUMBER OF OTHER INCLUDED MANAGERS: 0  
Form 13F Information table entry Total:  
Form 13f Information Table Value Total: \$339,571

List of other included Managers:

<C>		<C>		AS OF 06/30/99										
MANAGER (FB )		COLUMN 1 AND 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6 - INVESTMENT DISCRETION			COLUMN 7 - MANAGERS	COLUMN 8 - VOTING AUTHORITY				
ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ CALL	SOLE (A)	SHR (B)	OTHER (C)		SOLE (A)	SHARED (B)	NONE (C)			
TRANSOCEAN OFFSHORE INC ORD	G90076103	746	28,400	SH	X				28,400					
TRANSOCEAN OFFSHORE INC ORD	G90076103	42	1,600	SH		X	X		1,600					
AT&T	001957109	1,305	23,382	SH	X				23,382					
AT&T	001957109	519	9,298	SH		X	X		8,766	315	217			
ABBOTT LAB COM	002824100	211	4,655	SH	X				4,655					
ABBOTT LAB COM	002824100	428	9,440	SH		X	X		9,100		340			
ALBERTSONS INC COM	013104104	2,199	42,654	SH	X				42,054		600			
ALBERTSONS INC COM	013104104	416	8,065	SH		X	X		8,065					
ALCOA INC COM	013817101	143	2,318	SH	X				318		2,000			
ALCOA INC COM	013817101	62	1,000	SH		X	X		1,000					
ALLIED IRISH BKS P L C	019228402	3,535	129,732	SH	X				129,732					
ALLIED IRISH BKS P L C	019228402	3,704	135,926	SH		X	X		135,926					
ALLIED SIGNAL INC COM	019512102	353	5,600	SH	X				1,600		4,000			

ALLIED SIGNAL INC COM	019512102	81	1,284	SH	X	X			1,284		
ALLSTATE CORP COM	020002101	1,608	44,811	SH	X				41,311		3,500
ALLSTATE CORP COM	020002101	444	12,389	SH		X	X		12,389		
ALLTEL CORP COM	020039103	804	11,250	SH	X				8,700		2,550
ALLTEL CORP COM	020039103	491	6,863	SH		X	X		6,863		
AMERICA ONLINE INC DEL COM	02364J104	1,972	17,925	SH	X				16,825		1,100
AMERICA ONLINE INC DEL COM	02364J104	275	2,500	SH		X	X		2,500		
AMERICAN EXPRESS COMPANY COM	025816109	208	1,600	SH	X				800		800
AMERICAN EXPRESS COMPANY COM	025816109	258	1,986	SH		X	X		1,986		
AMERICAN HOME PRODUCTS CORP COM	026609107	3,199	55,750	SH	X				51,950		3,800
AMERICAN HOME PRODUCTS CORP COM	026609107	2,021	35,220	SH		X	X		34,220	1,000	
AMERICAN INTL GROUP INC COM	026874107	3,817	32,557	SH	X				30,628		1,929

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PAGE TOTAL 28,841  
 REPORT PTR289 1A FULTON BANK TRUST DEPARTMENT SECURITIES AND EXCHANGE COMMISSION FORM 13-F 07/12/99 PAGE 2  
 MANAGER (FB ) AS OF 06/30/99

ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN	OR AMT	SH/ PUT/ PRN CALL	SOLE (A)	SHR (B)	INVESTMENT DISCRETION (C)	OTHER MANAGERS	SOLE (A)	VOTING AUTHORITY SHARED (B)	NONE (C)
AMERICAN INTL GROUP INC COM	026874107	581	4,957	SH				X	X	4,957		
AMERICAN WTR WKS INC COM	030411102	2,197	71,450	SH		X				69,450		2,000
AMERICAN WTR WKS INC COM	030411102	782	25,445	SH			X	X		18,445	7,000	
AMERITECH CORP NEW COM	030954101	592	8,058	SH		X				8,058		
AMERITECH CORP NEW COM	030954101	548	7,462	SH			X	X		7,214	248	
AMGEN INC COM	031162100	3,152	51,774	SH		X				47,474		4,300
AMGEN INC COM	031162100	632	10,375	SH			X	X		10,375		
APPLIED MATLS INC COM	038222105	298	4,040	SH		X				3,040		1,000
APPLIED MATLS INC COM	038222105	41	550	SH			X	X		550		
ARCHER DANIELS MIDLAND CO COM	039483102	332	21,475	SH		X				21,475		
ARCHER DANIELS MIDLAND CO COM	039483102	41	2,646	SH			X	X		2,646		
ARMSTRONG WORLD INDS COM	042476101	77	1,335	SH		X				1,335		
ARMSTRONG WORLD INDS COM	042476101	214	3,700	SH			X	X		3,700		
ATLANTIC RICHFIELD COMPANY COM	048825103	962	11,512	SH		X				11,512		
ATLANTIC RICHFIELD COMPANY COM	048825103	742	8,875	SH			X	X		8,875		
AVON PRODUCTS, INC	054303102	1,471	26,500	SH		X				26,500		
BP AMOCO P L C ADR SPONSORED	055622104	451	4,156	SH		X				3,495		661
BP AMOCO P L C ADR SPONSORED	055622104	254	2,341	SH			X	X		2,181		160
BMC SOFTWARE INC	055921100	1,337	24,750	SH		X				23,200		1,550
BANK AMER CORP COM	060505104	177	2,414	SH		X				2,414		
BANK AMER CORP COM	060505104	75	1,029	SH			X	X		730		299
BANK OF NEW YORK CO INC	064057102	782	21,318	SH		X				16,918		4,400
BANK OF NEW YORK CO INC	064057102	176	4,800	SH			X	X		4,800		
BANK ONE CORP COM	06423A103	2,097	35,200	SH		X				35,200		
BANK ONE CORP COM	06423A103	613	10,294	SH			X	X		10,294		

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COLUMN 1 AND 2		COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8			
ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN	OR AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION			VOTING AUTHORITY		
							SOLE (A)	SHR (B)	OTHER (C)	MANAGERS	SOLE (A)	SHARED (B)
BARNES & NOBLE INC COM	067774109	1,416	51,725	SH			X			45,075		6,650
BARNES & NOBLE INC COM	067774109	88	3,200	SH				X	X	3,200		
BELL ATLANTIC COM	077853109	2,866	43,838	SH			X			41,496		2,342
BELL ATLANTIC COM	077853109	1,526	23,344	SH				X	X	23,048	296	
BELLSOUTH COM	079860102	2,294	49,737	SH			X			49,737		
BELLSOUTH COM	079860102	1,849	40,077	SH				X	X	39,714	363	
BESTFOODS INC	08658U101	1,862	37,620	SH			X			35,620		2,000
BESTFOODS INC	08658U101	119	2,400	SH				X	X	2,400		
BIOGEN INC COM	090597105	209	3,256	SH			X			3,256		
BIOGEN INC COM	090597105	33	520	SH				X	X	520		
BOSTON SCIENTIFIC CORP COM	101137107	226	5,140	SH			X			5,140		
BRISTOL MYERS SQUIBB CO COM	110122108	1,310	18,593	SH			X			18,593		
BRISTOL MYERS SQUIBB CO COM	110122108	1,837	26,076	SH				X	X	26,076		
CCFNB BANCORP INC COM	124880105	767	36,500	SH			X			36,500		
CBRL GROUP INC	12489V106	959	55,400	SH			X			55,400		
CBRL GROUP INC	12489V106	9	500	SH				X	X	500		
CMS ENERGY CORP CL G COM	125896209	235	10,000	SH			X			10,000		
CVS CORP	126650100	2,382	46,935	SH			X			46,135		800
CVS CORP	126650100	290	5,720	SH				X	X	5,720		
CARNIVAL CORP CL A	143658102	538	11,100	SH			X			11,100		
CHEVRON CORPORATION COM	166751107	716	7,533	SH			X			5,533		2,000
CHEVRON CORPORATION COM	166751107	409	4,300	SH				X	X	4,170		130
CISCO SYS INC COM	17275R102	6,347	98,410	SH			X			97,810		600
CISCO SYS INC COM	17275R102	237	3,672	SH				X	X	3,672		
CITIGROUP INC.,	172967101	2,377	50,033	SH			X			50,033		

COLUMN 1 AND 2		COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8			
ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN	OR AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION			VOTING AUTHORITY		
							SOLE (A)	SHR (B)	OTHER (C)	MANAGERS	SOLE (A)	SHARED (B)
CITIGROUP INC.,	172967101	478	10,055	SH			X	X		9,688		367
CLOSURE MED CORP	189093107	396	13,200	SH			X			13,200		
COCA COLA CORP COM	191216100	303	4,894	SH			X			4,894		
COCA COLA CORP COM	191216100	623	10,050	SH				X	X	10,050		
COLGATE PALMOLIVE CO COM	194162103	49	500	SH			X			500		
COLGATE PALMOLIVE CO COM	194162103	227	2,300	SH				X	X	2,300		
COMMUNITY BKS INC MILLERSBURG COM	203628102	681	31,853	SH			X			31,853		
COMPAQ COMPUTER CORP COM	204493100	1,742	73,559	SH			X			71,248		2,311
COMPAQ COMPUTER CORP COM	204493100	308	13,014	SH				X	X	13,014		

COMPUTER ASSOC INTL INC	204912109	2,022	36,925 SH	X			35,925		1,000
CONEXANT SYS INC COM	207142100	200	3,448 SH	X			3,448		
CONEXANT SYS INC COM	207142100	35	600 SH		X	X	600		
D & E COMMUNICATIONS INC COM	232860106	404	18,700 SH	X			18,700		
DATA GEN CORP COM	237688106	256	17,600 SH	X			17,600		
DEERE & CO COM	244199105	96	2,450 SH	X			450		2,000
DEERE & CO COM	244199105	124	3,175 SH		X	X	3,175		
DIEBOLD INC	253651103	261	9,075 SH	X			6,575		2,500
DIEBOLD INC	253651103	161	5,600 SH		X	X	5,600		
WALT DISNEY CO COM	254687106	3,344	108,525 SH	X			103,525		5,000
WALT DISNEY CO COM	254687106	786	25,494 SH		X	X	25,494		
DOCUCORP INTL INC	255911109	54	13,000 SH		X	X	13,000		
DONNELLEY (R R) COM	257867101	461	12,434 SH	X			8,434		4,000
DONNELLEY (R R) COM	257867101	239	6,460 SH		X	X	6,460		
DOW CHEMICAL COMPANY COM	260543103	218	1,720 SH	X			220		1,500
DOW CHEMICAL COMPANY COM	260543103	866	6,824 SH		X	X	6,824		

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 REPORT PTR289 1A FULTON BANK TRUST DEPARTMENT SECURITIES AND EXCHANGE COMMISSION FORM 13-F 07/12/99 PAGE 5  
 MANAGER (FB ) AS OF 06/30/99

ISSUER AND TITLE OF CLASS		CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ CALL	SOLE (A)	SHR (B)	OTHER (C)	INVESTMENT DISCRETION MANAGERS	SOLE (A)	SHARED (B)	NONE (C)
DUPONT (EI) COM		263534109	2,920	42,739 SH		X				36,899		5,840
DUPONT (EI) COM		263534109	1,091	15,965 SH			X	X		15,755		210
E M C CORP MASS COM		268648102	880	16,000 SH		X				16,000		
ENSCO INTL INC		26874Q100	512	25,700 SH		X				25,700		
ENSCO INTL INC		26874Q100	16	800 SH			X	X		800		
EASTMAN KODAK COMPANY COM		277461109	209	3,086 SH		X				586		2,500
EASTMAN KODAK COMPANY COM		277461109	30	444 SH			X	X		444		
ELAN PLC		284131208	2,323	83,700 SH		X				83,700		
ELAN PLC		284131208	109	3,940 SH			X	X		3,940		
EMERSON ELECTRIC COMPANY COM		291011104	1,591	25,275 SH		X				23,275		2,000
EMERSON ELECTRIC COMPANY COM		291011104	239	3,800 SH			X	X		3,800		
ENRON CORP COM		293561106	84	1,022 SH		X				1,022		
ENRON CORP COM		293561106	219	2,675 SH			X	X		2,500		175
EPHRATA NATIONAL BANK COM		294209200	824	31,770 SH			X	X		31,770		
EQUITY OFFICE PPTYS TR		294741103	292	11,400 SH		X				11,400		
EQUITY RESIDENTIAL PPTYS TR		29476L107	451	10,000 SH		X				10,000		
ERICSSON L M TEL CO COM ADR B		294821400	1,491	45,280 SH		X				45,280		
ERICSSON L M TEL CO COM ADR B		294821400	178	5,400 SH			X	X		5,400		
EXXON CORP COM		302290101	3,752	48,648 SH		X				45,192		3,456
EXXON CORP COM		302290101	3,626	47,009 SH			X	X		46,809		200
FPL GROUP INC COM		302571104	219	4,000 SH		X				4,000		
FEDERAL HOME LOAN MTG CORP COM		313400301	1,803	31,088 SH		X				27,888		3,200

FEDERAL HOME LOAN MTG CORP COM	313400301	75	1,300	SH			X	X			1,300		
FEDERAL NATL MTG ASSOC COM	313586109	3,026	44,336	SH			X				41,936		2,400
FEDERAL NATL MTG ASSOC COM	313586109	1,813	26,561	SH			X	X			26,386		175

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PAGE TOTAL 27,773  
REPORT PTR289 1A FULTON BANK TRUST DEPARTMENT SECURITIES AND EXCHANGE COMMISSION FORM 13-F 07/12/99 PAGE 6  
MANAGER (FB ) AS OF 06/30/99  
- - - - - COLUMN 1 AND 2 - - - - - COLUMN 3 - COLUMN 4 - - -COLUMN 5 - - - - - COLUMN 6 - - COLUMN 7- - - - - COLUMN 8- - - - -

ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN	OR AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION			VOTING AUTHORITY			
							SOLE (A)	SHR (B)	OTHER (C)	MANAGERS	SOLE (A)	SHARED (B)	NONE (C)
FIRST COMWLTH FINL CORP COM	319829107	318	13,324	SH			X	X				13,324	
FIRST DATA CORP COM	319963104	608	12,414	SH			X				12,414		
FIRST DATA CORP COM	319963104	212	4,325	SH				X	X		4,325		
FIRST UNION CORP COM	337358105	3,589	76,155	SH			X				75,755		400
FIRST UNION CORP COM	337358105	2,337	49,584	SH				X	X		37,051	12,533	
FORD MOTOR COMPANY COM	345370100	290	5,130	SH			X				3,130		2,000
FORD MOTOR COMPANY COM	345370100	66	1,163	SH				X	X		1,163		
FRONTIER CORP	35906P105	1,595	27,214	SH			X				27,214		
FULTON FINANCIAL CORP COM	360271100	18,793	908,421	SH			X				902,726		5,695
FULTON FINANCIAL CORP COM	360271100	6,429	310,754	SH				X	X		269,087	31,623	10,044
GPU INC	36225X100	265	6,286	SH			X				6,286		
GTE CORP COM	362320103	858	11,370	SH			X				10,370		1,000
GTE CORP COM	362320103	766	10,144	SH				X	X		8,572	1,372	200
GANNETT CO COM	364730101	1,051	14,725	SH			X				12,125		2,600
GANNETT CO COM	364730101	1,064	14,905	SH				X	X		14,905		
GAP INC COM	364760108	768	15,243	SH			X				15,243		
GENERAL ELECTRIC CO COM	369604103	8,117	71,836	SH			X				68,636		3,200
GENERAL ELECTRIC CO COM	369604103	8,533	75,511	SH				X	X		75,336		175
GENERAL MILLS INC COM	370334104	269	3,350	SH			X				3,350		
GENERAL MOTORS COM	370442105	167	2,524	SH			X				924		1,600
GENERAL MOTORS COM	370442105	117	1,778	SH				X	X		1,668		110
GILLETTE CO COM	375766102	1,286	31,375	SH			X				30,375		1,000
GILLETTE CO COM	375766102	412	10,045	SH				X	X		9,765		280
HARRIS FINL INC	414541102	263	24,300	SH			X				24,300		
HARTFORD LIFE INC	416592103	1,255	23,856	SH			X				20,756		3,100

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PAGE TOTAL 59,428  
REPORT PTR289 1A FULTON BANK TRUST DEPARTMENT SECURITIES AND EXCHANGE COMMISSION FORM 13-F 07/12/99 PAGE 7  
MANAGER (FB ) AS OF 06/30/99  
- - - - - COLUMN 1 AND 2 - - - - - COLUMN 3 - COLUMN 4 - - -COLUMN 5 - - - - - COLUMN 6 - - COLUMN 7- - - - - COLUMN 8- - - - -

ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN	OR AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION			VOTING AUTHORITY			
							SOLE (A)	SHR (B)	OTHER (C)	MANAGERS	SOLE (A)	SHARED (B)	NONE (C)
HARTFORD LIFE INC	416592103	409	7,775	SH				X	X		7,775		
HEALTHSOUTH REHAB CORP COM	421924101	942	63,300	SH			X				57,800		5,500
HEALTHSOUTH REHAB CORP COM	421924101	273	18,375	SH				X	X		18,375		
H J HEINZ CO COM	423074103	419	8,367	SH			X				8,367		
H J HEINZ CO COM	423074103	697	13,900	SH				X	X		13,900		
HERSHEY FOODS CORPORATION COM	427866108	1,722	28,994	SH			X				28,994		

HERSHEY FOODS CORPORATION COM	427866108	637	10,736 SH		X	X		10,736		
HEWLETT-PACKARD CO COM	428236103	191	1,900 SH		X			1,900		
HEWLETT-PACKARD CO COM	428236103	416	4,140 SH		X	X		3,950		190
HOME DEPOT INC COM	437076102	1,703	26,436 SH		X			21,336		5,100
HOME DEPOT INC COM	437076102	1,233	19,140 SH		X	X		19,140		
IMS HEALTH INC	449934108	175	5,600 SH		X			5,600		
IMS HEALTH INC	449934108	63	2,000 SH		X	X		2,000		
INCO LTD CONV DEB 7.750% 3/15/16	453258AH8	251	280,000 SH		X	X				
INTEL CORP COM	458140100	6,483	108,957 SH		X			102,607		6,350
INTEL CORP COM	458140100	1,245	20,930 SH		X	X		20,630	300	
IBM COM	459200101	1,104	8,542 SH		X			8,542		
IBM COM	459200101	552	4,268 SH		X	X		4,088		180
INTERNATIONAL PAPER CO COM	460146103	623	12,400 SH		X			12,400		
INTERPUBLIC GROUP OF COS COM	460690100	576	6,650 SH		X			4,100		2,550
JOHNSON & JOHNSON COM	478160104	2,942	30,018 SH		X			28,018		2,000
JOHNSON & JOHNSON COM	478160104	1,117	11,400 SH		X	X		11,400		
KELLOGG CO COM	487836108	352	10,670 SH		X	X		10,670		
KEYSTONE FINANCIAL COM	493482103	44	1,498 SH		X			1,498		
KEYSTONE FINANCIAL COM	493482103	306	10,352 SH		X	X		10,352		

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24,475

PAGE TOTAL  
 REPORT PTR289 1A FULTON BANK TRUST DEPARTMENT SECURITIES AND EXCHANGE COMMISSION FORM 13-F 07/12/99 PAGE 8  
 MANAGER (FB ) AS OF 06/30/99

ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION			VOTING AUTHORITY		
					SOLE (A)	SHR (B)	OTHER (C)	MANAGERS	SOLE (A)	SHARED (B)
LILLY (ELI) & CO COM	532457108	2,052	28,650 SH		X			26,800		1,850
LILLY (ELI) & CO COM	532457108	294	4,100 SH		X	X		4,100		
LUCENT TECHNOLOGIES INC COM	549463107	3,953	58,617 SH		X			58,617		
LUCENT TECHNOLOGIES INC COM	549463107	1,710	25,358 SH		X	X		24,922	272	164
MBIA INC COM	55262C100	2,347	36,254 SH		X			35,154		1,100
MBIA INC COM	55262C100	265	4,100 SH		X	X		4,100		
MBNA CORP COM	55262L100	200	6,523 SH		X			6,523		
MBNA CORP COM	55262L100	93	3,037 SH		X	X		3,037		
MCI WORLDCOM INC., COMMON STOCK	55268B106	2,955	34,330 SH		X			33,530		800
MCI WORLDCOM INC., COMMON STOCK	55268B106	466	5,412 SH		X	X		5,412		
MATTEL INC COM	577081102	218	8,350 SH		X			8,350		
MATTEL INC COM	577081102	36	1,375 SH		X	X		1,375		
MCKESSON HBOC INC COM	58155Q103	5,011	155,667 SH		X			155,667		
MEDTRONIC INC COM	585055106	3,128	40,170 SH		X			39,170		1,000
MEDTRONIC INC COM	585055106	104	1,340 SH		X	X		1,340		
MELLON BANK CORP COM	585509102	494	13,572 SH		X			13,572		
MELLON BANK CORP COM	585509102	276	7,596 SH		X	X		7,596		
MERCK & CO INC COM	589331107	2,816	38,243 SH		X			35,243		3,000
MERCK & CO INC COM	589331107	3,322	45,120 SH		X	X		45,120		

MICROSOFT CORP COM	594918104	6,200	68,750 SH	X				66,350		2,400
MICROSOFT CORP COM	594918104	1,348	14,950 SH		X	X		14,950		
MINNESOTA MINING & MFG CO COM	604059105	209	2,400 SH	X				1,400		1,000
MINNESOTA MINING & MFG CO COM	604059105	118	1,360 SH		X	X		860	500	
MOBIL CORPORATION COM	607059102	4,151	42,037 SH	X				38,337		3,700
MOBIL CORPORATION COM	607059102	2,670	27,041 SH		X	X		26,041	1,000	

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44,436

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COLUMN 1 AND 2 COLUMN 3 COLUMN 4 COLUMN 5 COLUMN 6 COLUMN 7 COLUMN 8

ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION			MANAGERS	VOTING AUTHORITY		
					SOLE (A)	SHR (B)	OTHER (C)		SOLE (A)	SHARED (B)	NONE (C)
MONSANTO CO COM	611662107	1,015	25,650 SH		X			25,150		500	
MONSANTO CO COM	611662107	477	12,045 SH			X	X	11,745		300	
MORGAN (J P) COM	616880100	307	2,186 SH		X			2,186			
MORGAN (J P) COM	616880100	36	256 SH			X	X	256			
MORTON INTL INC,NEW	619335102	142	3,345 SH		X			3,345			
MORTON INTL INC,NEW	619335102	127	3,000 SH			X	X	3,000			
MOTOROLA INC COM	620076109	178	1,876 SH		X			876		1,000	
MOTOROLA INC COM	620076109	403	4,250 SH			X	X	4,250			
NETWORKS ASSOCS INC	640938106	639	43,500 SH		X			41,500		2,000	
NETWORKS ASSOCS INC	640938106	63	4,300 SH			X	X	4,300			
NEWELL RUBBERMAID INC COM	651229106	305	6,569 SH		X			3,416		3,153	
NEWELL RUBBERMAID INC COM	651229106	9	202 SH			X	X	202			
NEXTEL COMMUNICATIONS INC CL A	65332V103	276	5,500 SH		X			5,500			
NISOURCE INC COM	65473P105	281	10,883 SH		X			10,883			
NUVEEN TAX EXEMPT UNIT TR SER 1 LONG	67097B108	161	10,000 SH		X			10,000			
PECO ENERGY CO	693304107	388	9,257 SH		X			9,257			
PECO ENERGY CO	693304107	60	1,423 SH			X	X	1,423			
PMA CAP CORP CL A	693419202	1,489	72,424 SH			X	X	72,424			
PNC BANK CORP COM	693475105	1,780	30,890 SH		X			27,590		3,300	
PNC BANK CORP COM	693475105	1,308	22,695 SH			X	X	22,395	300		
PP & L RESOURCES INC	693499105	569	18,496 SH		X			15,096		3,400	
PP & L RESOURCES INC	693499105	208	6,760 SH			X	X	6,760			
P P G IND CAPITAL COM	693506107	202	3,416 SH		X			3,416			
PACIFIC CENTURY FINL CORP	694058108	468	21,690 SH		X			21,690			
PACIFIC CENTURY FINL CORP	694058108	3	150 SH			X	X	150			

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10,894

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REPORT PTR289 1A FULTON BANK TRUST DEPARTMENT SECURITIES AND EXCHANGE COMMISSION FORM 13-F 07/12/99 PAGE 10  
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COLUMN 1 AND 2 COLUMN 3 COLUMN 4 COLUMN 5 COLUMN 6 COLUMN 7 COLUMN 8

ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION			MANAGERS	VOTING AUTHORITY		
					SOLE (A)	SHR (B)	OTHER (C)		SOLE (A)	SHARED (B)	NONE (C)
JC PENNEY COMPANY COM	708160106	313	6,450 SH		X			5,450		1,000	
JC PENNEY COMPANY COM	708160106	63	1,300 SH			X	X	1,300			



PENNRock FINANCIAL SERVICES CORP COM	708352109	461	20,952	SH	X				20,952		
PENNRock FINANCIAL SERVICES CORP COM	708352109	127	5,762	SH		X	X		5,762		
PEPSICO INC COM	713448108	3,227	83,410	SH	X				79,110		4,300
PEPSICO INC COM	713448108	1,227	31,725	SH		X	X		30,365	1,000	360
PFIZER INC COM	717081103	2,743	25,163	SH	X				25,163		
PFIZER INC COM	717081103	146	1,340	SH		X	X		1,340		
PHILIP MORRIS COS INC COM	718154107	1,179	29,325	SH	X				29,325		
PHILIP MORRIS COS INC COM	718154107	119	2,950	SH		X	X		2,800		150
PITNEY-BOWES INC COM	724479100	742	11,550	SH	X				11,550		
PRIME BANCORP INC COM	741914105	8	302	SH	X				302		
PRIME BANCORP INC COM	741914105	192	6,958	SH		X	X		6,958		
PROCTER & GAMBLE COMPANY COM	742718109	2,017	22,600	SH	X				22,100		500
PROCTER & GAMBLE COMPANY COM	742718109	1,406	15,751	SH		X	X		15,606		145
QWEST COMMUNICATIONS	749121109	1,933	58,450	SH	X				58,450		
QWEST COMMUNICATIONS	749121109	137	4,150	SH		X	X		4,150		
ROBERDS INC COM	770292100	34	16,200	SH	X				16,200		
ROCKWELL INTL CORP NEW COM	773903109	471	7,761	SH	X				7,761		
ROCKWELL INTL CORP NEW COM	773903109	73	1,200	SH		X	X		1,200		
ROYAL DUTCH PETE CO	780257804	368	6,100	SH	X				6,100		
ROYAL DUTCH PETE CO	780257804	72	1,200	SH		X	X		1,200		
SBC COMMUNICATIONS INC	78387G103	610	10,524	SH	X				10,524		
SBC COMMUNICATIONS INC	78387G103	394	6,800	SH		X	X		6,426	374	
SEI BOND INDEX FUND (56) *	783924301	15,426	1,499,106	SH	X				1,491,378		7,727

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ISSUER AND TITLE OF CLASS		CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ PRN CALL	SOLE (A)	SHR (B)	OTHER (C)	MANAGERS	INVESTMENT DISCRETION	SOLE (A)	VOTING AUTHORITY SHARED (B)	NONE (C)
SEI BOND INDEX FUND (56) *	783924301	64	6,191	SH			X	X			6,191		
SEI CORE FIXED INCOME FUND (64) *	783925506	305	30,197	SH		X					30,197		
SEI CORE FIXED INCOME FUND (64) *	783925506	9	857	SH			X	X			857		
SEI GNMA FUND (47) *	783965643	793	83,262	SH		X					83,262		
SEI GNMA FUND (47) *	783965643	72	7,549	SH			X	X			7,549		
SEI INTMDT DURATION GOVT FD (46) *	783965742	3,961	400,916	SH		X					400,916		
SEI INTMDT DURATION GOVT FD (46) *	783965742	141	14,310	SH			X	X			14,310		
SEI SHORT DURATION GOVT FUND (45) *	783965858	1,506	150,752	SH		X					149,136		1,615
SEI SHORT DURATION GOVT FUND (45) *	783965858	0	48	SH			X	X			48		
SEI CORP DAILY INCM FD (41) *	783965866	3,026	1,520,817	SH		X					1,520,817		
SEI CORP DAILY INCM FD (41) *	783965866	17	8,760	SH			X	X			8,760		
SEI INTERM MUNI FD (23) *	784118408	94	8,763	SH		X					8,763		
SEI INTERM MUNI FD (23) *	784118408	59	5,532	SH			X	X			5,532		
SEI PA MUNI FUND (24) *	784118507	1,172	112,811	SH		X					112,811		
SEI PA MUNI FUND (24) *	784118507	39	3,761	SH			X	X			3,761		

ST PAUL COMPANIES INC	792860108	54	1,694	SH	X				1,694		
ST PAUL COMPANIES INC	792860108	185	5,800	SH		X	X		5,800		
SARA LEE CORP COM	803111103	2,031	89,500	SH	X				84,800		4,700
SARA LEE CORP COM	803111103	612	26,960	SH		X	X		26,960		
SCHERING-PLOUGH CORP COM	806605101	2,061	39,250	SH	X				33,250		6,000
SCHERING-PLOUGH CORP COM	806605101	184	3,500	SH		X	X		3,200		300
SCHLUMBERGER LTD COM	806857108	1,995	31,325	SH	X				29,275		2,050
SCHLUMBERGER LTD COM	806857108	425	6,680	SH		X	X		6,680		
SCIENTIFIC MEASUREMENT SYS INC COM	808766109	1	10,000	SH		X	X		10,000		
SHELL TRANSPORT & TRADING CO PLC	822703609	278	6,000	SH	X						6,000

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ISSUER AND TITLE OF CLASS		CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ CALL	SOLE (A)	SHR (B)	OTHER (C)	INVESTMENT DISCRETION MANAGERS	SOLE (A)	VOTING AUTHORITY SHARED (B)	NONE (C)
SOUTHWEST AIRLS CO		844741108	205	6,601	SH	X				2,101		4,500
SOUTHWEST AIRLS CO		844741108	14	450	SH		X	X		450		
SOVEREIGN BANCORP INC		845905108	148	12,205	SH	X				12,205		
SOVEREIGN BANCORP INC		845905108	69	5,674	SH		X	X		5,674		
SPRINT CORPORATION		852061100	32	600	SH	X				600		
SPRINT CORPORATION		852061100	546	10,296	SH		X	X		10,296		
STAPLES INC COM		855030102	3,675	118,791	SH	X				118,116		675
STAPLES INC COM		855030102	264	8,530	SH		X	X		8,530		
STARBUCKS CORP COM		855244109	1,087	28,950	SH	X				26,950		2,000
STARWOOD HOTELS & RESORTS WO		85590A203	631	20,650	SH	X				18,650		2,000
STARWOOD HOTELS & RESORTS WO		85590A203	43	1,400	SH		X	X		1,400		
STATE STR CORP		857477103	1,264	14,800	SH	X				14,800		
STERLING FINANCIAL CORP		859317109	1,429	41,718	SH	X				41,718		
STERLING FINANCIAL CORP		859317109	178	5,200	SH		X	X		5,200		
SUN MICROSYSTEMS INC		866810104	1,102	16,000	SH	X				16,000		
SUSQUEHANNA BANCSHARES		869099101	439	24,828	SH	X				24,828		
SUSQUEHANNA BANCSHARES		869099101	490	27,687	SH		X	X		27,687		
SYLVAN LEARNING SYS INC		871399101	1,281	47,100	SH	X				43,100		4,000
SYLVAN LEARNING SYS INC		871399101	194	7,150	SH		X	X		7,150		
TELLABS INC COM		879664100	706	10,448	SH	X				10,448		
TELLABS INC COM		879664100	41	600	SH		X	X		600		
TEXACO INCORPORATED		881694103	2,024	32,450	SH	X				30,950		1,500
TEXACO INCORPORATED		881694103	95	1,520	SH		X	X		1,520		
TEXAS INSTRUMENTS		882508104	346	2,400	SH	X				1,400		1,000
TEXAS INSTRUMENTS		882508104	14	100	SH		X	X		100		

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 MANAGER (FB ) AS OF 06/30/99

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 COLUMN 1 AND 2 COLUMN 3 COLUMN 4 COLUMN 5 COLUMN 6 COLUMN 7 COLUMN 8  
 INVESTMENT

ISSUER AND TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS PRN	OR AMT	SH/ PRN	PUT/ CALL	DISCRETION			VOTING AUTHORITY			
							SOLE (A)	SHR (B)	OTHER (C)	MANAGERS	SOLE (A)	SHARED (B)	NONE (C)
TIME WARNER INC	887315109	462	6,360	SH			X						
TIME WARNER INC	887315109	35	480	SH				X	X				
TYCO INTL LTD NEW	902124106	331	3,489	SH			X						1,309
TYCO INTL LTD NEW	902124106	771	8,142	SH				X	X				
USX-MARATHON GRP CNV PFD 6.50% SER A	902905819	308	6,300	SH			X						
US WEST (NEW)	91273H101	135	2,298	SH			X						
US WEST (NEW)	91273H101	119	2,024	SH				X	X				
UNITED TECHNOLOGIES	913017109	1,131	15,710	SH			X						
VANG CA INSD INTERM-TERM (100) * TAX-EXEMPT FUND	922021308	466	43,959	SH			X						
VANG CA INSD INTERM-TERM (100) * TAX-EXEMPT FUND	922021308	340	32,118	SH				X	X				
VANGUARD GNMA FUND #36*	922031307	375	37,252	SH			X						
VANG PA INSD L/T TAX-EXEMPT (77) *	92204L104	347	31,594	SH			X						
VANG PA INSD L/T TAX-EXEMPT (77) *	92204L104	108	9,808	SH				X	X				
VANGUARD MUN BD FD INTER PORT #42	922907209	313	24,049	SH			X						
VANGUARD MUN BD FD INTER PORT #42	922907209	31	2,356	SH				X	X				
WAL-MART STORES INC	931142103	1,607	33,310	SH			X						
WAL-MART STORES INC	931142103	227	4,700	SH				X	X				
WARNER-LAMBERT COMPANY	934488107	240	3,468	SH			X						
WARNER-LAMBERT COMPANY	934488107	137	1,980	SH				X	X				180
WILLAMETTE IND	969133107	230	5,000	SH			X						5,000
ZIONS BANCORPORATION COM	989701107	1,699	26,750	SH			X						1,800
ZIONS BANCORPORATION COM	989701107	92	1,450	SH				X	X				
DTX CORPORATION	999996630	644	6,437	SH			X						
1/4 INT WESS ASSOC GEN PTRSHP	999996994	325	1	SH			X						1
STEINMAN DEVELOPMENT LP INT	999998040	503	5	SH				X	X				5

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PAGE TOTAL 10,976  
FINAL TOTALS 339,571

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