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ELDER RICHARD M

Form 4

January 25, 2013

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

1(b).

(Print or Type Responses)

| 1. Name and A ELDER RIC | Person * 2. Issue Symbol | 2. Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
|-------------------------|------------------------------------|--|--------------------------------|---|---|---|--------------|--|--|--|
| | | ncorp, In | c /ME/ [FNLC] | (Check all applicable) | | | | | | |
| (Last) | (First) (M | (Iiddle) 3. Date o | f Earliest Tr | ransaction | | | | | | |
| PO BOX 94 | (Month/I 01/23/2 | Day/Year) 013 | | Director 10% Owner _X_ Officer (give title Other (specify below) SVP - Retail Services | | | | | | |
| | (Street) | 4. If Ame | 4. If Amendment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | | |
| DAMARIS | · | Filed(Month/Day/Year) | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| DAMAKIS | +3 | | | | | | | | | |
| (City) | (State) (| (Zip) Tab | le I - Non-D | Perivative Securities A | Person cquired, Disposed of, or Beneficially Owned | | | | | |
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities | 5. Amount of | 6. Ownership | 7. Nature of | | | |
| Security | ecurity (Month/Day/Year) Execution | | Transaction | onAcquired (A) or | Securities | Form: Direct | Indirect | | | |
| (Instr. 3) any | | any | Code | Disposed of (D) | Beneficially | (D) or | Beneficial | | | |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4 and 5) | Owned | Indirect (I) | Ownership | | | |

| | | quired, Disposed of, of Belleficially Owned | | | | | | | |
|--------------------------------------|---|---|--|--|------------------|-------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common | 0.4.40.40.40 | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | |
| Stock | 01/23/2013 | | A | 956 | A | \$ 0 | 6,259 | D | |
| Common Stock | | | | | | | 4,384.543 | I | Through 401(k) Plan |
| Common Stock | | | | | | | 945.2909 | I | Through Employee Stock Purchase Plan |

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

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SEC 1474 (9-02)

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

| 1. Title of | 2. | 3. Transaction Date | | 4. | 5. | 6. Date Exerc | | 7. Titl | | 8. Price of | 9. Nu |
|--------------------------------------|---|---------------------|---|-----------------|--|---------------------|--------------------|------------------------------------|----------------------------|--------------------------------------|---|
| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | Amou Under Securi (Instr. | lying | Derivative Security (Instr. 5) | Deriv Secur Bene Own Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ELDER RICHARD M PO BOX 940 DAMARISCOTTA, ME 04543

SVP - Retail Services

Signatures

Richard M. 01/23/2013

**Signature of Date
Reporting Person

Explanation of Responses:

- * 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. 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.

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