

DANZIGER FREDERICK M  
Form SC 13D/A  
February 15, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549  
**SCHEDULE 13D**  
Under the Securities Exchange Act of 1934  
(Amendment No. 3)\*

**GRIFFIN LAND & NURSERIES, INC.**

(Name of Issuer)

**Common Stock \$0.01 Par Value**

(Title of Class of Securities)

**398231 10 0**

(CUSIP Number)

**Frederick M. Danziger**

**One Rockefeller Plaza Suite 2301**

**New York, New York 10020 (212) 561-8700**

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**2/15/2012**

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d- 1 (b) (3) or (4), check the following box .

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d- 1 (a) for other parties to whom copies are to be sent.

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 299890108

1. Names of Reporting Persons  
S.S. or I.R.S. Identification Nos. of Above Persons Estate of  
Edgar M. Cullman
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)    
(b)  See item 6 and insert 1
3. SEC Use Only
4. Source of Funds\*  
No funds were used to acquire shares
5. Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
USA
7. Sole Voting Power  
21,138
8. Shared Voting Power
9. Sole Dispositive Power
10. Shared Dispositive Power
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
21,138
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
.40
14. Type of Reporting Person\*  
Estate

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 299890108

1. Names of Reporting Persons  
S.S. or I.R.S. Identification Nos. of Above Persons  
Louise B. Cullman
  2. Check the Appropriate Box If a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds\*  
No funds were used to acquire shares
  5. Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                                     |
|---|-----|-------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>18,410         |
|   | 8.  | Shared Voting Power<br>768,588      |
|   | 9.  | Sole Dispositive Power<br>18,410    |
|   | 10. | Shared Dispositive Power<br>761,588 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
18,410
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.36
  14. Type of Reporting Person\*  
IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 299890108

1. Names of Reporting Persons  
S.S. or I.R.S. Identification Nos. of Above Persons  
Edgar M. Cullman, Jr.
2. Check the Appropriate Box If a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
3. SEC Use Only
4. Source of Funds\*  
No funds were used to acquire shares
5. Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
USA
- |   |     |                                     |
|---|-----|-------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>175,866        |
|   | 8.  | Shared Voting Power<br>900,998      |
|   | 9.  | Sole Dispositive Power<br>175,866   |
|   | 10. | Shared Dispositive Power<br>900,998 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
175,866
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
3.43
14. Type of Reporting Person\*  
IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Elissa F. Cullman
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>	
(b)	<input checked="" type="radio"/>	Item 6 and Insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                                     |
|---|-----|-------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>14,850         |
|   | 8.  | Shared Voting Power<br>260,260      |
|   | 9.  | Sole Dispositive Power<br>14,850    |
|   | 10. | Shared Dispositive Power<br>260,260 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
14,850
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.29
  14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Susan R. Cullman
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>	
(b)	<input checked="" type="radio"/>	Item 6 and Insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                                       |
|---|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>80,894           |
|   | 8.  | Shared Voting Power<br>1,089,196      |
|   | 9.  | Sole Dispositive Power<br>80,894      |
|   | 10. | Shared Dispositive Power<br>1,089,196 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
80,894
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
1.58
  14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Lucy C. Danziger
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>	
(b)	<input checked="" type="radio"/>	Item 6 and Insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                                     |
|---|-----|-------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>60,322         |
|   | 8.  | Shared Voting Power<br>364,360      |
|   | 9.  | Sole Dispositive Power<br>60,322    |
|   | 10. | Shared Dispositive Power<br>364,360 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
60,322
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
1.17
  14. Type of Reporting Person (See Instructions)  
IN

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CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Frederick M. Danziger
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)  See  
(b)  Item 6 and Insert 1
3. SEC Use Only
4. Source of Funds (See Instructions)  
(see Item 3)
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
USA
7. Sole Voting Power  
103,534
8. Shared Voting Power  
209,778
9. Sole Dispositive Power  
103,534
10. Shared Dispositive Power  
209,778
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
103,534
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
2.02
14. Type of Reporting Person (See Instructions)  
IN

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CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of Above Persons  
David M. Danziger
  2. Check the Appropriate Box if a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds\*  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                          |  |
|---|-----|--------------------------|--|
|   | 7.  | Sole Voting Power        |  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With |     | 29,157                   |  |
|   | 8.  | Shared Voting Power      |  |
|   |     | 82,968                   |  |
|   | 9.  | Sole Dispositive Power   |  |
|   |     | 29,157                   |  |
|   | 10. | Shared Dispositive Power |  |
|   |     | 82,968                   |  |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
29,157
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.57
  14. Type of Reporting Person (See Instructions)  
IN

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CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of above persons  
Carolyn s. Fabrici
  2. Check the Appropriate Box if a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                          |         |
|---|-----|--------------------------|---------|
|   | 7.  | Sole Voting Power        |         |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With |     |                          | 0       |
|   | 8.  | Shared Voting Power      |         |
|   |     |                          | 116,037 |
|   | 9.  | Sole Dispositive Power   |         |
|   |     |                          | 0       |
|   | 10. | Shared Dispositive Power |         |
|   |     |                          | 116,037 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
0
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
0
  14. Type of Reporting Person (See Instructions)  
IN

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CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of Above Persons  
John L. Ernst
2. Check the Appropriate Box if a Member of a Group  
(a)    
(b)  See item 6 and insert 1
3. SEC Use Only
4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
USA
- |   |     |                                     |
|---|-----|-------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>7,349          |
|   | 8.  | Shared Voting Power<br>408,406      |
|   | 9.  | Sole Dispositive Power<br>7,349     |
|   | 10. | Shared Dispositive Power<br>408,406 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
7,349
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
.14
14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of above persons  
Margot P. Ernst
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                          |  |
|---|-----|--------------------------|--|
|   | 7.  | Sole Voting Power        |  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With |     | 0                        |  |
|   | 8.  | Shared Voting Power      |  |
|   |     | 20,315                   |  |
|   | 9.  | Sole Dispositive Power   |  |
|   |     | 0                        |  |
|   | 10. | Shared Dispositive Power |  |
|   |     | 20,315                   |  |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
0
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
0.00
  14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Alexandra Ernst
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |  |        |
|---|-----|--|--------|
|   | 7.  | Sole Voting Power  | 1,748  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 8.  | Shared Voting Power  | 85,222 |
|   | 9.  | Sole Dispositive Power                                       | 1,748  |
|   | 10. | Shared Dispositive Power                                     | 85,222 |
|   | 11. | Aggregate Amount Beneficially Owned by Each Reporting Person |        |
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.03
  14. Type of Reporting Person (See Instructions)  
IN

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CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
B. Bros. Realty LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)    
(b)  See item 6 and insert 1
3. SEC Use Only
4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
USA
- |   |     |                                   |
|---|-----|-----------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>233,792      |
|   | 8.  | Shared Voting Power<br>0          |
|   | 9.  | Sole Dispositive Power<br>233,792 |
|   | 10. | Shared Dispositive Power<br>0     |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
233,792
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
4.55
14. Type of Reporting Person (See Instructions)  
LLC

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CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Matthew L. Ernst
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |  |        |
|---|-----|--|--------|
|   | 7.  | Sole Voting Power  | 1,650  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 8.  | Shared Voting Power  | 42,664 |
|   | 9.  | Sole Dispositive Power                                       | 1,650  |
|   | 10. | Shared Dispositive Power                                     | 42,664 |
|   | 11. | Aggregate Amount Beneficially Owned by Each Reporting Person |        |
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.03
  14. Type of Reporting Person (See Instructions)  
IN

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CUSIP No. 299890108

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Rebecca D. Gamzon
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |  |        |
|---|-----|--|--------|
|   | 7.  | Sole Voting Power  | 10,550 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 8.  | Shared Voting Power  | 91,156 |
|   | 9.  | Sole Dispositive Power                                       | 10,550 |
|   | 10. | Shared Dispositive Power                                     | 91,156 |
|   | 11. | Aggregate Amount Beneficially Owned by Each Reporting Person | 10,550 |
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.21
  14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of Above Persons  
Edgar M. Cullman III
  2. Check the Appropriate Box if a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds\*  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                          |  |
|---|-----|--------------------------|--|
|   | 7.  | Sole Voting Power        |  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With |     | 18,794                   |  |
|   | 8.  | Shared Voting Power      |  |
|   |     | 0                        |  |
|   | 9.  | Sole Dispositive Power   |  |
|   |     | 18,794                   |  |
|   | 10. | Shared Dispositive Power |  |
|   |     | 0                        |  |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
18,794
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.37
  14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of Above Persons  
Carolyn B. Sicher
  2. Check the Appropriate Box if a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds\*  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |  |     |                          |         |
|--|-----|--------------------------|---------|
|  | 7.  | Sole Voting Power        |         |
|  |     |                          | 21,422  |
|  | 8.  | Shared Voting Power      |         |
|  |     |                          | 157,924 |
|  | 9.  | Sole Dispositive Power   |         |
|  |     |                          | 21,422  |
|  | 10. | Shared Dispositive Power |         |
|  |     |                          | 157,924 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
21,422
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.42
  14. Type of Reporting Person (See Instructions)  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of Above Persons  
Samuel Cullman
  2. Check the Appropriate Box if a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds\*  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |                          |        |
|---|-----|--------------------------|--------|
|   | 7.  | Sole Voting Power        | 13,594 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 8.  | Shared Voting Power      | 0      |
|   | 9.  | Sole Dispositive Power   | 13,594 |
|   | 10. | Shared Dispositive Power | 0      |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
13,594
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.27
  14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of above persons  
Jessica P. Earnst
  
2. Check the Appropriate Box if a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  
3. SEC Use Only
  
4. Source of Funds\*  
No funds were used to acquire the shares
  
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  
6. Citizenship or Place of Organization  
USA
  

	7.	Sole Voting Power	1,250
Number of Shares Beneficially Owned by Each Reporting Person With	8.	Shared Voting Power	43,884
	9.	Sole Dispositive Power	1,250
	10.	Shared Dispositive Power	43,884

  
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,250
  
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  
13. Percent of Class Represented by Amount in Row (11)  
.02
  
14. Type of Reporting Person (See Instructions)  
IN

CUSIP No. 299890108

1. Names of Reporting Persons.  
S.S. or I.R.S. Identification Nos. of above persons  
Georgina Cullman
  2. Check the Appropriate Box if a Member of a Group\*  
(a)    
(b)  See item 6 and insert 1
  3. SEC Use Only
  4. Source of Funds\*  
No funds were used to acquire the shares
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
USA
- |   |     |  |       |
|---|-----|--|-------|
|   | 7.  | Sole Voting Power  | 9,550 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 8.  | Shared Voting Power  | 0     |
|   | 9.  | Sole Dispositive Power                                       | 9,550 |
|   | 10. | Shared Dispositive Power                                     | 0     |
|   | 11. | Aggregate Amount Beneficially Owned by Each Reporting Person | 9,550 |
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
.19
  14. Type of Reporting Person (See Instructions)  
IN

SCHEDULE 13D ITEMS

Item 1. Security and Issuer

This Amendment #3 amends the Schedule 13D filed April 19, 2007 (as so amended, the Schedule) by the Reporting Person (as defined below) relating to the Common Stock \$0.01 par value (the Common Stock ), of Griffin Land & Nurseries, Inc. (the Issuer ), a Delaware corporation having its principal executive offices at One Rockefeller Plaza Suite 2301, New York, NY 10020. The purpose of this Amendment #3 is to report the disposition of additional shares of Common Stock by Reporting Persons after April 19, 2007 (as described in Item 4) and to update Insert 1.

See Insert 1 attached hereto.

None of the persons filing this Schedule (the Reporting Persons ) has been convicted in a criminal proceeding (other than for traffic violations or similar misdemeanors) during the past 5 years or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws. All individuals are citizens of the United States and all trusts, partnerships and corporations are organized or formed under the laws of the United States. The Reporting Persons have executed a joint filing agreement in connection with the filing of this Schedule, a copy of which has been filed as Exhibit 1 hereto.

**Item 3. Source and Amount of Funds or Other Consideration**

**Item 4. Purpose of Transaction**

The transaction reported in this Amendment #3 reflects gifts of 105167 shares to charities, gifts of 60,000 shares by Frederick M. Danziger to trusts which are parties to this filing, changes in the trustees of numerous trusts which are parties to this filing, sales of 23858 shares by Carolyn S. Fabrici and transfers effected as a result of the death of Edgar M. Cullman from his direct ownership to his estate and changes in trusteeship as a result of such death and other changes on trusteeship for since reporting entities.

**Item 5. Interest in Securities of the Issuer**

See Insert 1 hereto and cover pages.

Voting power and power to direct disposition of securities is shared by trustees of each of the trusts referred to in Item 2 as set forth on Insert 1. The officers and directors of the Samuel J. Bloomingdale Foundation, Inc., the Susan B. and Richard C. Ernst Foundation, Inc. and Louise B. and Edgar M. Cullman Foundation, Inc. and the trustees of charitable trust created by Justus Heijmans (collectively, the Foundations ) referred to in Insert 1 as set forth on Insert 1 hereto share voting power and the power to dispose of such securities. Such shares are, however, not included in the individual totals shown on cover pages. Shares owned by B. Bros. Realty LLC are shown as beneficially owned for voting and dispositive purposes by both Managers of that LLC and also by the company itself.

Sales in the Issuer s Common Stock were affected by Carolyn Fabrici totaling 23,858 during the 60 days preceding the date hereof.

**Item 6. Contract, Arrangement or Understanding with Respect to Securities of the Issuer**

None other than an informal understanding that the persons and entities listed in Insert 1 attached hereto will hold and vote together the shares of Issuer s Common Stock owned by each of them. However, Trustees of trusts and partners of the partnership listed in Insert 1 may act independently where fiduciary responsibilities so require. Furthermore, the persons and entities listed in Insert 1 may acquire additional shares of the Issuer s Common Stock.

Although the Foundations are included in Insert 1, no arrangement of any kind exists with respect to any of the Issuer s Common Stock held by such Foundations. Such Foundations were included in Insert 1 only because certain of the undersigned are officers and directors of such Foundations.

**Item 7. Material to the Filed as Exhibits**

A copy of the Joint Filing Agreement, including powers of attorney, is attached hereto as Exhibit 1 to Schedule 13D.

Edgar Filing: DANZIGER FREDERICK M - Form SC 13D/A

Each of the undersigned hereby certifies after reasonable inquiry, that to the best of his/her knowledge and belief, the information set forth in this statement is true, complete and correct.

Date: 2/15/2012

Louise B. Cullman\*  
Louise B. Cullman, individually, as  
Trustee of the Trusts of which she is a  
Trustee as indicated on Insert 1 hereto and  
as executor of Estate of Edgar M. Cullman

Susan R. Cullman\*  
Susan R. Cullman, individually, as  
Custodian and as Trustee of the Trusts  
of which she is a Trustee as indicated  
on Insert 1 hereto and as executor of  
Estate of Edgar M. Cullman

Edgar M. Cullman, Jr.\*  
Edgar M. Cullman, Jr., individually, as  
Custodian and as Trustee of the Trusts  
of which he is a Trustee as indicated  
on Insert 1 hereto and as executor of  
Estate of Edgar M. Cullman

Lucy C. Danziger\*  
Lucy C. Danziger, individually and as  
Trustee of the Trusts of which she is a  
Trustee as indicated on Insert 1 hereto and  
as executor of Estate of Edgar M. Cullman

John L. Ernst\*  
John L. Ernst, individually and as  
Trustee of the Trusts of which he is a  
Trustee, and as Guardian,  
all as indicated on Insert 1 hereto

Carolyn S. Fabrici\*  
Carolyn S. Fabrici, individually and as  
Trustee of the Trusts of which she is a  
Trustee as indicated on Insert 1 hereto

/s/ Frederick M. Danziger  
Frederick M. Danziger, individually and  
as Trustee of the Trusts of which he is  
a Trustee as indicated on Insert 1  
hereto

Elissa F. Cullman\*  
Elissa F. Cullman, individually and as  
Trustee of the Trusts of which she is a  
Trustee as indicated on Insert 1 hereto

Rebecca D. Gamzon\*  
Rebecca D. Gamzon, individually  
formerly Rebecca B. Danziger as custodian for minor children Andrew Gamzon  
and Sarah Gamzon

Matthew L. Ernst\*  
Matthew L. Ernst, individually, as custodian for minor children Jonah Ernst and  
Odessa Ernst

B. BROS. REALTY LLC

By John L. Ernst\*  
John L. Ernst,  
Co Managing Member

Margot P. Ernst\*  
Margot P. Ernst, not individually but  
as Trustee of the Trusts of which she  
is a Trustee as indicated on Insert 1  
hereto

Alexandra Ernst\*  
Alexandra Ernst, individually and as  
Trustee of the Trusts of which she is a  
Trustee as indicated on Insert 1 hereto as custodian of minor children Cooper  
Siegel and Shepard Siegel

David M. Danziger\*  
David M. Danziger, individually, as custodian for minor children Sameena Danziger and Sunaina Danziger

Edgar M. Cullman III\*  
Edgar M. Cullman III

Caroline B. Sicher\*  
Caroline B. Sicher, individually, Trustee for Trusts which she is a beneficiary

By: /s/ Frederick M. Danziger  
Frederick M. Danziger  
Attorney-in-Fact

Samuel Cullman\*  
Samuel Cullman, individually

Jessica P Kerns\*  
Jessica P Kerns, individually and as  
Trustee of Trusts which she is a Trustee

Georgina Cullman\*  
Georgina Cullman, individually

Michael Gamzon\*  
Michael Gamzon, individually as custodian for minor children Andrew Gamzon and Sarah Gamzon and as  
Trustee of Trusts which he is a  
Trustee indicated on Insert 1.

Sheena Danziger\*  
Sheena Danziger as custodian for minor children Sameena Danziger and Sunaina, Danziger and as  
Trustee of Trusts which she is a  
Trustee as indicated on Insert 1

Griffin Land & Nurseries  
Schedule 13D  
Amendment #3

Insert 1 Item 2.

(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
1. Edgar M. Cullman ( EMC )	2 E. 70th St. New York, N.Y. 10021	Co Managing Member Culbro, LLC 880 Third Ave	(46,138)	0	0
2. Edgar M. Cullman, Jr. ( EMC, Jr. )	770 Park Avenue New York, N.Y. 10021	Co Managing Member Culbro, LLC 880 Third Ave New York, N.Y.	(45,476)	175,866	3.42
3. Elissa F. Cullman ( EFC )	770 Park Avenue New York, New York 10021	Interior Decorator	(2,250)	14,850	.29
4. Louise B. Cullman ( LBC )	2 E. 70th St. New York, N.Y.	Housewife	(20,000)	18,410	.36
5. Susan R. Cullman ( SRC )	812 Park Ave. New York, NY 10021	Housewife	(6,781)	80,984	1.58
6. Lucy C. Danziger ( LCD )	2 E. 73rd St. New York, N.Y.	Housewife		60,322	1.17

(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares		Percentage of Class of Issuer's Common Stock. (iii)	
			of Issuer's	Total number of shares of the		
			Common Stock acquired or disposed of since 4/19/2007 (i)	Issuer's Common Stock (\$1 par value) owned on the date hereof (ii)		
7.	Frederick M. Danziger ( FMD )	2 E. 73rd St. New York, N.Y. 10021	Griffin Land & Nurseries, Inc. President One Rockefeller Plaza Suite 2301 New York, New York	(33,951)	103,534	2.02
8.	David M. Danziger ( DMD )	115 Central Park West NY, NY 10023	GCL 820 LLC 880 Third Ave 10622 New York, New York	(2,691)	29,157	.57
9.	Rebecca D. Gamzon ( RDG )	1165 Park Ave Apt 15A N.Y., N.Y. 10128	Housewife	(1,280)	10,550	.21
10.	John L. Ernst ( JLE )	860 U.N. Towers New York, N.Y. 10017	Chairman & President Bloomingdale Properties, Inc.* (Investments) 641 Lexington Avenue New York, N.Y.	(730)	4,670	.09
11.	Alexandra Ernst ( AE )	120 Bis Blvd. Montpamesse 75014 Paris, France	Writer		1,548	.103
12.	LCD, EMC, Jr. and SRC, Trustees u/w/o Joseph F. Cullman, Jr. f/b/o: EMC				76,448	1.49
13.	Carolyn S. Fabrici ( CSF )	P.O. Box 4708 42630 N. 54th St. Cave Creek, AZ 85331	Housewife	(23,858)	0	0

(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s  Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the  Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
14.	Alexander Ernst f/b/o: Cooper S. Siegel a minor		100	200	.00
15.	Carolyn B. Sicher, ( CBS )			21,422	.42
16.	EMC and LBC, Trustees u/i/o LBC (12/16/43)* f/b/o: LCD			29,964	.58
17.	LCD, LBC and SRC, Trustees u/i/o Samuel J. Bloomingdale ( SJB ) and Rita G. Bloomingdale ( RGB ) (1/10/50)* f/b/o: SRC			50,880	.98
18.	EMC, Jr LBC and SRC, Trustees u/i/o EMC and LBC (3/21/50)* f/b/o: SRC			18,714	.36
19.	SRC, LBC and LCD Trustees u/i/o SJB (12/21/50)* f/b/o: LCD			29,192	.56

(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s  Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the  Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
20.	SRC, LBC and EMC, Jr. Trustees u/i/o SJB (12/21/50)* f/b/o: EMC, Jr.			25,006	.48
21.	EMC, Jr LBC and SRC Trustees u/i/o SJB (12/21/50)* f/b/o: SRC			26,000	.50
22.	SRC, LBC and LCD Trustees u/i/o RGB (12/21/50)* f/b/o:  LCD			5,418	.10
23.	SRC, LBC and EMC, Jr. Trustees u/i/o RGB (12/21/50)* f/b/o: EMC, Jr.			9,974	.19
24.	EMC, Jr LBC and SRC Trustees u/i/o RGB (12/21/50)* f/b/o: SRC			11,840	.22
25.	EMC, LBC and LCD Trustees u/i/o RGB (6/14/51)* f/b/o: LCD			53,818	1.04
26.	SRC, LBC and EMC, Jr. Trustees u/i/o RGB (6/14/51)*			40,190	.77

f/b/o:  
EMC, Jr.

(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s  Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the  Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of  Class of Issuer s Common Stock. (iii)
27.	EMC, Jr LBC and SRC Trustees u/i/o RGB (6/14/51)* f/b/o: SRC			40,090	.77
28.	LBC, Margot P. Ernst ( MPE ), AE and JLE, Trustees u/i/o Susan B. Ernst ( SBE ) (4/9/52)* f/b/o: Descendants of JLE			4,364	.08
29.	LBC, JLE, AE and CSF, Trustees u/i/o SBE (4/9/52)* f/b/o: Descendants of CSF			3,844	.08
30.	EFC, EMC, Jr. and SRC Trustees u/i/o LBC (1/6/53)* f/b/o: Desc of EMC Jr.			38,976	.20
30(a).	LCD, EMC Jr. and SRC Trustees u/i/o LBC (1/6/53) Descendants of LCD			10,400	.75
30(b).	EFC, EMC, Jr. and CBS Trustees u/i/o LBC (1/6/53) Descendants of SRC			26,284	.51
31.	LBC, MPE, AE and JLE, Trustees u/i/o SBE (1/6/53)* f/b/o: Descendants of JLE			2,580	.05
32.	LBC, JLE, AE and CSF Trustees u/i/o SBE (1/6/53)* f/b/o: Descendants of CSF			11,701	.23



(1)	(2)	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer's Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the Issuer's Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer's Common Stock. (iii)
Name	Residence				
(Item 2(a) and 5)	Address (Item 2(b))				
33.	LCD, EMC, Jr. and SRC Trustees u/i/o LBC (6/30/54)* f/b/o:			25,944	.50
33(a).	Descendants of LCD EMC, Jr, EFC and SRC Trustees u/i/o LBC (6/30/54) Descendants of EMC, Jr.			49,502	.95
33(b).	SRC, EMC Jr. and CBS, Trustees u/i/o LBC (6/30/54) Descendants of SRC			35,878	.69
34.	LBC, CSF, AE and JLE, Trustees u/i/o SJB (12/21/50)* f/b/o: Dorothy P. Ernst			3,974	.08
35.	LBC, CSF, AE and JLE Trustees u/i/o RGB (12/21/50)* f/b/o: Dorothy P. Ernst			3,974	.08
36.	LBC, LCD, EMC, Jr. and SRC Trustees u/i/o EMC (3/23/55)* f/b/o/:			10,830	.21
36(a).	Descendants of LCD LBC, EMC Jr. EFC and SRC Trustees Descendants of EMC, Jr.			15,408	.30
36(b).	LBC, EMC, Jr. and CBS Trustees u/i/o EMC (3/23/55) Descendants of SRC			14,200	.27

37.	LCD, EMC, Jr. and SRC Trustees u/i/o LBC (3/23/55)* Descendants of LCD	7,000	.13
37(a).	LBC, EMC Jr. EFC and SRC Trustees u/i/o LBC (3/23/55) Descendants of EMC, Jr.	12,124	.23
37(b).	EMC Jr. SRC and CBS Trustees u/i/o LBC (3/23/55) Descendants of SRC	13,600	.26
38.	LBC, EMC, Jr. and LCD Trustees u/i/o SJB (8/2/55)* f/b/o: Descendants of LCD	24,400	.47

(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s  Common Stock acquired or  disposed of since 4/19/2007 (i)	Total number of shares of the  Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of  Class of Issuer s Common Stock. (iii)
39.	LBC and EMC, Jr. Trustees u/i/o SJB (8/2/55)* f/b/o: Descendants of EMC, Jr.			34,250	.66
40.	CBS, LBC and SRC Trustees u/i/o SJB (8/2/55)* f/b/o: Descendants of SRC			37,962	.73
41.	LBC, MPE, AE and JLE Trustees u/i/o SJB (8/2/55)* f/b/o: Descendants of JLE			3,194	.06
42.	MLE, LBC, CSF, AE and JLE Trustees u/i/o SJB (8/2/55)* f/b/o: Descendants of CSF			3,526	.07
43.	SRC, LBC and LCD, Trustees u/w/o RGB (2/29/56)* f/b/o: Descendants of LCD			19,228	.37
44.	SRC, LBC and EMC, Jr., Trustees u/w/o RGB (2/29/56)* f/b/o: Descendants of EMC, Jr.			20,332	.39
45.	LBC and SRC, Trustees u/w/o RGB (2/29/56)* f/b/o: Descendants of SRC			17,190	.33



(1)	(2)	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
Name	Residence				
(Item 2(a) and 5)	Address (Item 2(b))				
46.	JPK, LBC, CSF, AE and JLE, Trustees Trustees (2/29/56)* f/b/o: Descendants of JLE			39,138	.75
47.	EMC, LBC, JLE and CSF, Trustees u/w/o RGB (2/29/56)* f/b/o: Descendants of CSF			39,138	.75
48.	Samuel J. Bloomingdale Foundation, Inc.* LBC, President & Dir. EMC, Jr., Treas. & Dir. LCD, Secretary	Charitable Foundation		19,642	.37
49.	Estate of EMC LBC, EMC Jr, LCD and SRC Executors		21,138	21,138	.41
50.	LCD, LBC and EMC, Jr., Trustees u/w/o F.W. Cullman (7/23/59)* f/b/o: LCD EMC, Jr. SRC			17,420 13,770 20,014	.34 .26 .38
51.	LCD and FMD, Trustees u/i/o SJB (4/15/66)* f/b/o: DMD			12,524	.24



(1)	(2)	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
Name	Residence				
(Item 2(a) and 5)	Address (Item 2(b))				
52.	FMD, LCD and EMC, Jr., u/i/o EMC (12/26/72)* f/b/o: LCD and DMD			17,800	.34
	LCD and RDG			18,000	.35
53.	FMD, LCD, SRC and EMC, Jr. Trustees u/i/o EMC (12/23/76)* f/b/o: DMD			16,000	.31
	RDG			16,200	.31
54.	FMD, SRC, EMC, Jr., and JLE, Trustees u/i/o LCD (12/25/76)* f/b/o: DMD			3,200	.06
	RDG			3,200	.06
55.	Richard M. Danziger and FMD, Trustees u/i/o LCD (12/24/69)* f/b/o: RDG			22,800	.44
56.	LBC, MPE, AE and JLE, Trustees u/i/o RGB (6/14/51)* f/b/o: JLE			3,081	.06
57.	SRC, JLE and Elissa Cullman, Trustees, u/i/o EMC, Jr. (12/25/76)* f/b/o: EMC III			7,200	.14
	SBC			7,200	.14



(1)	(2)	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
(Item 2(a) and 5)	Residence Address (Item 2(b))				
58.	EMC, Jr., SRC, and Elissa Cullman, Trustees, u/i/o EMC (12/23/76)* f/b/o: EMC III SBC			20,400 20,400	.39 .39
59.	EMC, Jr., SRC, EFC and FMD Trustees u/i/o EMC (12/23/76)* f/b/o GDC			20,000	.39
60.	CBS, EMC, Jr., John Sicher and JLE, Trustees, u/i/o SRC (12/25/76)* f/b/o: CBS			14,000	.27
61.	EMC, Jr., CBS, SRC and John Sicher, Trustees, u/i/o EMC (12/23/76)* f/b/o: CBS			16,000	.31
62.	FMD and R.M. Danziger, Trustees u/i/o Elsie B. Paskus f/b/o: R.M. Danziger			3,000	.06
63.	FMD and R.M. Danziger Trustees u/i/o Elsie B. Paskus f/b/o: FMD			33,600	.64
64.	B. Bros. LLC JLE, Co Managing Member SRC, Co Managing			233,792	4.50

Member

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(1)	(2)	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
(Item 2(a) and 5)	Residence Address (Item 2(b))				
65.	EMC, Jr. SRC and Richard W. Dammann, Executors of the Estate of Justus Heijmans			202	.00
66.	JLE, FMD and Roger Bloom ( RB ), Trustees u/a/o SBE (4/19/81) u/w/o SBE Appointment u/i/o RBG (11/27/31)* f/b/o: Descendants of JLE			7,458	.14
67.	LBC, JLE, AE and CSF, Trustees u/i/o SJB (12/21/50)* f/b/o: CSF		(1,515)	0	0
68.	LBC, JLE, AE and CSF Trustees u/i/o RGB (6/14/51)* f/b/o: CSF		(1,400)	0	0
69.	JLE, EMC, Jr. and Roger Bloom, Trustees u/a/o SBE (4/19/81) u/w/o SBE Appointment u/i/o RGB (11/27/31)* f/b/o: Descendants of CSF			2,000	.04
70.	Matthew L. Ernst 462 Broome Street N.Y, N.Y. 10013			1,250	.02
71.	JLE, MPE, CSF, FMD and EMC, Jr., Trustees u/c/o/w Richard C. Ernst, (6/19/84) f/b/o:			5,996	.12

Benjamin C. Stewart

(1)	(2)	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s  Common Stock acquired or  disposed of since 4/19/2007 (i)	Total number of shares of the Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of  Class of Issuer s Common Stock. (iii)
Name	Residence				
(Item 2(a) and 5)	Address (Item 2(b))				
72.	Jessica P. Kerns			1,250	.02
73.	Charitable Trust created by Justus Heijmans,* SRC and EMC, Jr., Trustees			200	.00
74.	LBC, JLE, MPE and AE, Trustee u/i/o RGB (12/21/50)* f/b/o: JLE			1,100	.02
75.	JLE, as Guardian f/b/o: DPE			2,679	.05
76.	JLE, LBC, Jessica Kerns, CSF and AE, Trustees u/c/w/o RGB (2/29/56)* f/b/o: Descendants of JLE			4,746	.09
77.	Chase Bank and LBC, Trustees u/i/o RGB (11/27/31)* f/b/o: LBC			30,000	.58
78.	Louise B. & Edgar M. Cullman Foundation, Inc.* SRC, President Chairman of the Board LBC, Vice President EMC, Jr., Treasurer LCD, Secretary	Charitable Foundation	(30,660)	105,740	2.06
79.	Edgar M. Cullman, III (EMC,III)	Producer		18,794	.36



(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s  Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the  Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
80.	Samuel B. Cullman	Film Director		13,594	.26
81.	FMD and R. M. Danziger Trustees u/w/o Elsie B. Paskus f/b/o FMD Family			30,000	.58
82.	Rebecca Gamzon f/b/o Andrew Gamzon a minor ( AG )	Custodian	640	17,251	.34
83.	Rebecca Gamzon f/b/o Sarah Gamzon a minor		640	13,905	.27

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(1) Name (Item 2(a) and 5)	(2) Residence Address (Item 2(b))	(3) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. (Item 2(c))	Number of shares of Issuer s  Common Stock acquired or disposed of since 4/19/2007 (i)	Total number of shares of the  Issuer s Common Stock (\$1 par value) owned on the date hereof (ii)	Percentage of Class of Issuer s Common Stock. (iii)
84.	David M. Danziger f/b/o Sunaina Danziger a minor		1,254	11,484	
85.	David M. Danziger f/b/o Sameena Danziger a minor		1,254	11,484	
86.	Mathew Ernst f/b/o Jonah Ernst a minor			200	.00
87.	Mathew Ernst f/b/o Odessa Ernst a minor			200	.00
88.	Georgina Cullman			9,550	.18
89.	Sameena J. Danziger 2011 Trust dtd 2/9/2011, FMD as donor DMD, RDG and Sheena Danziger Trustees		15,000	15,000	.29
90.	Sunaina L. Danziger 2011 Trust dtd 2/9/2011, FMD as donor DMD, RDG and Sheena Danziger Trustees		15,000	15,000	.29
91.	Andrew B. Gamzon, 2011 Trust dtd 2/9/2011, FMD as donor DMD, RDG and Michael Gamzon Trustees		15,000	15,000	.29
92.	Sarah D. Gamzon, 2011 Trust dtd 2/9/11, FMD as donor DMD, RDG and Michael Gamzon Trustees		15,000	15,000	.29
TOTAL			(131,704)	2,397,452	46.70

\* Business Address: 641 Lexington Avenue, New York, NY 10022

