FINANCIAL INSTITUTIONS INC

Form 4 June 16, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Cl- - -1- -11 - - -1: - -1-1-)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

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 See Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

FINANCIAL INSTITUTIONS INC

Symbol

1(b).

(Print or Type Responses)

WYCKOFF JAMES H

1. Name and Address of Reporting Person *

				[FISI]					(Check all applicable)			
(Last) (First) (Middle) 220 LIBERTY STREET				3. Date of Earliest Transaction (Month/Day/Year) 05/01/2005					X Director 10% Owner Officer (give title below) Other (specify below)			
(Street) WARSAW, NY 14569				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner.								ly Owned			
	1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)) Executio any		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Class B				Code	V	Amount	or (D)	Price	(Instr. 3 and 4)		
	Preferred Stock	05/16/2005			J <u>(1)</u>	V	7,823	D	<u>(1)</u>	0	I	Held as trustee.
	Common Stock	06/01/2005			J(2)	V	63,724	A	<u>(2)</u>	290,010	D	
	Common Stock	05/01/2005			J(3)	V	70,800	D	<u>(3)</u>	552,570	I	Held as trustee.
	Common Stock	05/18/2005			J <u>(1)</u>	V	62,270	D	<u>(1)</u>	490,300	I	Held as trustee.
	Common Stock	06/01/2005			J(4)	V	350,800	D	<u>(4)</u>	139,500	I	Held as trustee.

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

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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	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or]
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date Expiration Exercisable Date	Expiration	 .	or		
							Title				
				~					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
• 0	Director	10% Owner	Officer	Other				
WYCKOFF JAMES H								
220 LIBERTY STREET	X							
WARSAW, NY 14569								

Signatures

Michael D. Grover for James H. 06/17/2005 Wyckoff

> **Signature of Reporting Person Date

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).
- (1) Transfer of shares from Estate to Wyckoff Family Foundation.
- (2) Recipient of shares distributed from trust.
- (3) Resigned as trustee from relative's generation skipping trusts
- (4) Distribution of shares managed under a trust.

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.

Reporting Owners 2

9. Nu Deriv

SEC 1474

(9-02)

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Secu