SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 or 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT: AUGUST 14, 2002

HUNTINGTON BANCSHARES INCORPORATED (EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

0-2525

31-0724920

(COMMISSION FILE NO.)

(IRS EMPLOYER

IDENTIFICATION NUMBER)

Huntington Center
41 South High Street
Columbus, Ohio 43287
(614) 480-8300
(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER

INCLUDING AREA CODE OF REGISTRANT'S
PRINCIPAL EXECUTIVE OFFICES)

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(c) Exhibits

EXHIBIT NUMBER

- -----

- 99.1 STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER, DATED AUGUST 14, 2002.
- 99.2 STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER, DATED AUGUST 14, 2002.

ITEM 9. REGULATION FD DISCLOSURE.

On August 14, 2002, each of the Principal Executive Officer, Thomas E. Hoaglin, and the Principal Financial Officer, Michael J. McMennamin, of Huntington Bancshares Incorporated ("Huntington") submitted to the SEC sworn statements pursuant to Securities and Exchange Commission Order No. 4-460.

A copy of each of these statements is attached hereto as Exhibit 99.1 and Exhibit 99.2.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HUNTINGTON BANCSHARES INCORPORATED

Date: August 14, 2002 By: /s/ Michael J. McMennamin

Michael J. McMennamin, Vice Chairman, Chief Financial Officer, and Treasurer

EXHIBIT INDEX

Exhibit No.	Description
Exhibit 99.1	Statement Under Oath of Principal Executive Officer, dated August 14, 2002.
Exhibit 99.2	Statement Under Oath of Principal Financial Officer, dated August 14, 2002.

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

- I, Thomas E. Hoaglin, state and attest that:
 - (1) To the best of my knowledge, based upon a review of the covered reports of Huntington Bancshares Incorporated, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
 - (2) I have reviewed the contents of this statement with Huntington Bancshares Incorporated's Audit Committee.
 - (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - Annual Report on Form 10-K for the year ended December 31, 2001 of Huntington Bancshares Incorporated;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Huntington Bancshares Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

/s/ Thomas E. Hoaglin
-----Thomas E. Hoaglin

Chairman, President and Chief Executive Officer

August 14, 2002

Subscribed and sworn to before me this 14th day of August, 2002.

/s/ Nancy T. Hall

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Notary Public

My Commission Expires: July 31, 2004

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

- I, Michael J. McMennamin, state and attest that:
 - (1) To the best of my knowledge, based upon a review of the covered reports of Huntington Bancshares Incorporated, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
 - (2) I have reviewed the contents of this statement with Huntington Bancshares Incorporated's Audit Committee.
 - (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
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 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Huntington Bancshares Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

/s/ Michael J. Mcmennamin

Michael J. McMennamin Vice Chairman, Chief Financial Officer and

August 14, 2002

Treasurer

/s/ Nancy T. Hall

_____ Notary Public

Subscribed and sworn to before me this 14th day of August, 2002.

My Commission Expires: July 31, 2004