

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Benham Barbara H (Last) (First) (Middle) HUNTINGTON CENTER, 41 S. HIGH STREET (Street) COLUMBUS, OH 43287 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/16/2013	3. Issuer Name and Ticker or Trading Symbol HUNTINGTON BANCSHARES INC/MD [HBAN]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive Vice President		5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	26,702 (1)	D	
Common Stock	640	I	By Issuer's Investment and Tax Savings Plan (401(k) Plan)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee/Director Stock Option (Right to Buy)	07/27/2010 (2)	07/27/2016	Common Stock	10,000	\$ 3.92	D	
Employee/Director Stock Option (Right to Buy)	07/25/2012 (2)	07/25/2018	Common Stock	21,379	\$ 6.02	D	
Employee/Director Stock Option (Right to Buy)	07/26/2011 (2)	07/26/2017	Common Stock	10,000	\$ 6.31	D	
Employee/Director Stock Option (Right to Buy)	05/01/2013 (2)	05/01/2019	Common Stock	27,647	\$ 6.77	D	
Employee/Director Stock Option (Right to Buy)	07/23/2008 (2)	07/23/2014	Common Stock	5,000	\$ 20.01	D	
Employee/Director Stock Option (Right to Buy)	07/15/2004 (2)	07/15/2013	Common Stock	4,000	\$ 20.4075	D	
Employee/Director Stock Option (Right to Buy)	07/18/2007 (2)	07/18/2013	Common Stock	5,000	\$ 23.34	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Benham Barbara H HUNTINGTON CENTER 41 S. HIGH STREET COLUMBUS, OH 43287			Executive Vice President	

Signatures

Elizabeth B. Moore		01/24/2013
<small>**Signature of Reporting Person</small>		<small>Date</small>

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This total includes RSU grants that have not yet vested, totalling 22,301 shares.
 - (2) Options become exercisable in 3 equal annual increments beginning on the first anniversary of the date of grant. The date reported is the first anniversary of the grant date, when a portion of the options first become exercisable.

Remarks:

benham4.txt

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.

POWER OF ATTORNEY

Know all men by these presents that the undersigned hereby constitutes and appoints each of Elizabeth B. Moore, Richard A. Cheap, and Nancy T. Hall, signing singly, his/her true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder or any other form, statement, certification or representation required under the federal securities laws including Form 144 (hereinafter collectively referred to as "Forms");

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Forms and the filing of such Forms with the United States Securities and Exchange Commission; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his/her discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his/her substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. This Power of Attorney shall remain in effect until revoked or until such time as the undersigned is no longer subject to Section 16 of the Securities Exchange Act of 1934 and the rules thereunder. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 or any other federal securities laws.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 22 day of January 2013.

/s/Barbara H. Benham
Barbara H. Benham