



**Huntington Bancshares Incorporated**  
Huntington Center  
Columbus, OH 43287

1361

614.480.5404 - Facsimile  
Direct Telephone Number  
614.480.4435

August 14, 2002

RECEIVED  
OFFICE OF THE SECRETARY

AUG 14 2002

Via Facsimile and Overnight Delivery

Jonathan G. Katz  
Secretary  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549

Re: Huntington Bancshares Incorporated  
Statements of Principal Executive Officer and  
Principal Financial Officer Pursuant to Order No. 4-460

Dear Mr. Katz:

In accordance with the Order of the Securities and Exchange Commission requiring the filing of sworn statements pursuant to Section 21(a) of the Securities Exchange Act (File No. 4-460), enclosed is a sworn statement from each of Thomas E. Hoaglin, Chairman, President and Chief Executive Officer (principal executive officer) and Michael J. McMennamin, Vice Chairman, Chief Financial Officer and Treasurer (principal financial officer) of Huntington Bancshares Incorporated.

Please file stamp the enclosed copy of this letter and return it to me in the postage paid envelope provided.

Very truly yours,

Elizabeth B. Moore  
Senior Counsel & Vice President  
The Huntington National Bank

Enclosures

1361

**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.

*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.

*Nancy T. Hall*

Notary Public

My Commission Expires: 7/31/04



NANCY T. HALL  
NOTARY PUBLIC, STATE OF OHIO  
My Commission Expires July 31, 2004

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