Wallace Sarah Form 5 January 05, 2011

FORM 5

Stock

OMB APPROVAL

JKIVI 3			_	
Check this box if	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549	OMB Number:	3235- Januai	
no longer subject		Expires:		2005
to Section 16. Form 4 or Form 5 obligations may continue.	ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES	Estimated a burden hour response	verage	1.0
See Instruction 1(b).	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 30(h) of the Investment Company Act of 1940			

•										
1. Name and Wallace Sa	Address of Reporting arah	Symbol PARK	2. Issuer Name and Ticker or Trading Symbol PARK NATIONAL CORP /OH/ [PRK]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 50 NORTH	(First) (P	(Month/ 12/31/	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2010			_	_X_ Director 10% Owner Officer (give title below) Other (specify below)			
	(Street)		nendment, Date onth/Day/Year)	Original		6.	Individual or Jo	int/Group Repo	_	
NEWARK	, OH 43055					_	K_ Form Filed by MForm Filed by M			
(City)	(State)	(Zip) Tal	ole I - Non-Dei	ivative Secu	rities	Acquir	ed, Disposed of	, or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securitie (A) or Disp (Instr. 3, 4	osed o	of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/31/2010	Â	J	15.5126	A	\$ (1)	294.0859	I	DRIP	
Common Stock	Â	Â	Â	Â	Â	Â	2,349	I	Sarah R. Wallace Grantor Trust	
Common Stock	Â	Â	Â	Â	Â	Â	360	D	Â	

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

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.

SEC 2270 (9-02)

of D

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	cisable and	7. Title	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	•		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
	•				(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
						Lacicisable	Dute		of		
					(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
Wallace Sarah 50 NORTH THIRD STREET NEWARK, OH 43055	ÂΧ	Â	Â	Â			

Signatures

David L. Trautman, by Power of Attorney for Sarah R. Wallace

01/05/2011

**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) DRIP update

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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