PHILLIPS WILLIAM A

Form 5

January 07, 2005

FORM 5

OMB APPROVAL

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

2. Issuer Name and Ticker or Trading

OMB 3235-0362 Number: January 31,

5. Relationship of Reporting Person(s) to

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

Check this box if

Expires: 2005 Estimated average burden hours per

Issuer

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Symbol

Form 4

Transactions Reported

Joint

PHILLIPS WILLIAM A

1. Name and Address of Reporting Person *

			PARK NATIONAL CORP /OH/ [PRK]					(Check all applicable)					
(Last)		(3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2004			>	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) Chairman Century National Bank						
50 NORTH	I THIRD STREE	T						<u> </u>		2,			
		4. If Amendment, Date Original Filed(Month/Day/Year)				6.]	6. Individual or Joint/Group Reporting						
								(check a	applicable line)				
NEWARK	, OH 43055							_ Form Filed by Or _ Form Filed by Mo son					
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price			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	12/31/2004	Â		J	188	A		3,951	D	Â			
Common Stock	12/31/2004	Â		J	205.4889	A	\$ <u>(1)</u>	1,812.0882	I	KSOP			
Common Stock	12/31/2004	Â		J	71	A	\$ (1)	1,491	I	IRA			
Common Stock	12/31/2004	Â		J	183	A	\$ <u>(1)</u>	3,858	I	Sharon, spouse			

Edgar Filing: PHILLIPS WILLIAM A - Form 5

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		4.	5.	6. Date Exerc		7. Titl		8. Price of	
Derivative	Conversion	(Month/Day/Year)	•	Transaction	Number	Expiration D		Amou		Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	, ,	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Securities	(Instr. 5)		
	Derivative				Securities	ırities			3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
					,						
									Amount		
						Date Exercisable	Expiration Date	Title 1	or		
									Number		
									of		
					(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PHILLIPS WILLIAM A
50 NORTH THIRD STREET Â X Â Â Chairman Century National Bank Â

NEWARK, OHÂ 43055

Signatures

David L. Trautman, by Power of Attorney for William J.
Phillips

01/07/2005

**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) A 5% Stock Dividend was distributed on 12/15/04.

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.

Reporting Owners 2