PARK NATIONAL CORP /OH/

Form 4

March 15, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **DELAWDER DAN** Issuer Symbol PARK NATIONAL CORP /OH/ (Check all applicable) [PRK] (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director 10% Owner X_ Officer (give title _ Other (specify (Month/Day/Year) below) 50 NORTH THIRD STREET 04/29/2005 Chairman & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEWARK, OH 43055 Person

| (City) | (State) | (Zip) Tabl | e I - Non-D | Derivative | Secui | rities Acq | uired, Disposed of | f, or Beneficial | ly Owned |
|--------------------------------------|---|---|--|--|-------|-------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 04/29/2005 | | P | 200 | A | \$ 99 | 55,280 | D | |
| Common Stock | 03/14/2007 | | P | 1,500 | A | \$ 89.74 | 43,148 | I | Diane S., spouse |
| Common Stock | | | | | | | 10,519.9197 | I | KSOP |

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

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number.

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration Date (Month/Day/Year) | | (Instr. 3 and 4) | | 8. Prio Deriv Secur (Instr. |
|---|---|--------------------------------------|---|---------------------------------------|---|-------------------------------------|--------------------|------------------|--|--------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option | \$ 87.76 | | | | | 01/01/2003 | 06/06/2007 | Common Stock | 1,139 | |
| Stock Option | \$ 93.24 | | | | | 05/10/2002 | 05/10/2007 | Common Stock | 47 | |
| Stock Option | \$ 107.62 | | | | | 02/28/2004 | 02/28/2009 | Common Stock | 928 | |
| Stock Option | \$ 107.85 | | | | | 06/21/2005 | 06/21/2010 | Common Stock | 900 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|----------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| DELAWDER DAN | | | | | | | |
| 50 NORTH THIRD STREET | X | | Chairman & CEO | | | | |

NEWARK, OH 43055

Signatures

C. Daniel 03/15/2007 DeLawder

**Signature of Date
Reporting Person

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).

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.

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