



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 4720

December 14, 2015

Via E-mail

Howell D. McCullough III  
Chief Financial Officer  
Huntington Bancshares Incorporated  
41 South High Street  
Columbus, Ohio 43287

**Re:   Huntington Bancshares Incorporated**  
**Form 10-K for the fiscal year ended December 31, 2014**  
**Filed February 13, 2015**  
**Form 10-Q for the quarterly period ended September 30, 2015**  
**Filed October 30, 2015**  
**File No. 001-34073**

Dear Mr. McCullough:

We have limited our review of your filings to the financial statements and related disclosures and have the following comment.

Please respond to the comment within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comment applies to your facts and circumstances, please tell us why in your response.

After reviewing your response to the comment, we may have additional comments.

Form 10-Q for the period ended September 30, 2015

Exhibits 32.1 and 32.2

1. We note that your 906 certifications reference the quarterly report for the period ending June 30, 2015 instead of the quarterly report for the period ending September 30, 2015. Please amend your Form 10-Q for the period ended September 30, 2015 accordingly.

We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable Exchange Act rules require. Since the company and its management are

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in possession of all facts relating to a company's disclosure, they are responsible for the accuracy and adequacy of the disclosures they have made.

In responding to our comments, please provide a written statement from the company acknowledging that:

- the company is responsible for the adequacy and accuracy of the disclosure in the filing;
- staff comments or changes to disclosure in response to staff comments do not foreclose the Commission from taking any action with respect to the filing; and
- the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

You may contact Michael Henderson, Staff Accountant, at (202) 551-3364 or Yolanda R. Trotter, Staff Accountant, at (202) 551-3472, or me at (202) 551-3494 with any questions.

Sincerely,

/s/ Kevin W. Vaughn

Kevin W. Vaughn  
Branch Chief  
Office of Financial Services