

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) March 24, 2008

Huntington Preferred Capital, Inc.

(Exact name of registrant as specified in its charter)

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| <u>Ohio</u> (State or other jurisdiction of incorporation) | <u>000-33243</u> (Commission File Number) | <u>31-1356967</u> (IRS Employer Identification No.) |
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| <u>Huntington Center 41 South High Street Columbus, Ohio</u> (Address of principal executive offices) | <u>43287</u> (Zip Code) |
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Registrant's telephone number, including area code (614) 480-8300

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 24, 2008, Stephen E. Dutton notified Huntington Preferred Capital, Inc (the “Company”) that he had decided not to stand for re-election to the Board of Directors of the Company. Mr. Dutton cited personal reasons, and not any disagreement with the Company, as the basis for his decision. Mr. Dutton’s term as a director will expire at the 2008 Annual Meeting of Shareholders.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HUNTINGTON PREFERRED CAPITAL, INC.

Date: March 28, 2008

By: /s/ Donald R. Kimble
Donald R. Kimble, President