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PEOPLES BANCORP INC  
Form 13F-HR/A  
August 12, 2008

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/05

Check here if Amendment [X ]; Amendment Number: 1  
This Amendment (Check only one.): [ X ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: PEOPLES BANK, NATIONAL ASSOCIATION  
Address: 138 PUTNAM STREET  
MARIETTA, OH 45750

13F File Number: 28- 10656

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: DAVID T WESEL  
Title: EXECUTIVE VICE PRESIDENT AND PRESIDENT-PEOPLES FINANCIAL ADVISORS  
Phone: 740 373 2932

Signature, Place, and Date of Signing:

|                   |                |              |
|-------------------|----------------|--------------|
| /s/ David T Wesel | Marietta, Ohio | July 3, 2008 |
| -----             | -----          | -----        |
| [Signature]       | [City, State]  | [Date]       |

Comment: Removed CUSIPS not on the approved list:  
Heartland Bancorp CUSIP# 421962101

Report Type (Check only one.):

[ X] 13F HOLDINGS REPORT.  
[ ] 13F NOTICE.  
[ ] 13F COMBINATION REPORT.

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I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934.

## FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
 Form 13F Information Table Entry Total: 161  
 Form 13F Information Table Entry Total: \$146,963

List of Other Included Managers: NONE

| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | FORM 13F INFORMATION TABLE |                    |                 |                 |                       |
|-------------------------|----------------|-----------|----------------------------|--------------------|-----------------|-----------------|-----------------------|
|                         |                |           | VALUE<br>(x\$1000)         | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>INVSTMT | OTHER<br>DSCRETN MANA |
| AT&T INC                | COM            | 00206R102 | 365                        | 14916              | SH              |                 | SOLE                  |
| AT&T INC                | COM            | 00206R102 | 12                         | 501                | SH              |                 | OTHER                 |
| ABBOTT LABORATORIES     | COM            | 002824100 | 1113                       | 28250              | SH              |                 | SOLE                  |
| ABBOTT LABORATORIES     | COM            | 002824100 | 24                         | 630                | SH              |                 | OTHER                 |
| ADVANCE AUTO PARTS      | COM            | 00751Y106 | 216                        | 4985               | SH              |                 | SOLE                  |
| AMERICAN INTL GROUP INC | COM            | 026874107 | 947                        | 13891              | SH              |                 | SOLE                  |
| AMERICAN INTL GROUP INC | COM            | 026874107 | 19                         | 280                | SH              |                 | OTHER                 |
| AMGEN INC.              | COM            | 031162100 | 205                        | 2600               | SH              |                 | SOLE                  |
| AMGEN INC.              | COM            | 031162100 | 28                         | 360                | SH              |                 | OTHER                 |
| BP AMOCO PLC SPONS ADR  | COM            | 055622104 | 1470                       | 22902              | SH              |                 | SOLE                  |
| BP AMOCO PLC SPONS ADR  | COM            | 055622104 | 383                        | 5968               | SH              |                 | OTHER                 |
| BANK OF AMERICA CORP    | COM            | 060505104 | 2274                       | 49294              | SH              |                 | SOLE                  |
| BANK OF AMERICA CORP    | COM            | 060505104 | 63                         | 1374               | SH              |                 | OTHER                 |
| BELLSOUTH CORP COMMON   | COM            | 079860102 | 227                        | 8396               | SH              |                 | SOLE                  |
| BELLSOUTH CORP COMMON   | COM            | 079860102 | 23                         | 876                | SH              |                 | OTHER                 |
| CVS CORPORATION         | COM            | 126650100 | 255                        | 9680               | SH              |                 | SOLE                  |
| CVS CORPORATION         | COM            | 126650100 | 28                         | 1080               | SH              |                 | OTHER                 |
| CAMCO FINANCIAL CORP    | COM            | 132618109 | 527                        | 37051              | SH              |                 | SOLE                  |
| CHEVRON CORPORATION     | COM            | 166764100 | 1711                       | 30155              | SH              |                 | SOLE                  |
| CHEVRON CORPORATION     | COM            | 166764100 | 309                        | 5450               | SH              |                 | OTHER                 |
| CISCO SYSTEMS           | COM            | 17275R102 | 687                        | 40135              | SH              |                 | SOLE                  |
| CISCO SYSTEMS           | COM            | 17275R102 | 48                         | 2805               | SH              |                 | OTHER                 |
| CITIGROUP INC COMMON    | COM            | 172967101 | 173                        | 3581               | SH              |                 | SOLE                  |
| CITIGROUP INC COMMON    | COM            | 172967101 | 38                         | 800                | SH              |                 | OTHER                 |
| COCA COLA CO COMMON     | COM            | 191216100 | 269                        | 6680               | SH              |                 | SOLE                  |
| COCA COLA CO COMMON     | COM            | 191216100 | 45                         | 1140               | SH              |                 | OTHER                 |
| COLGATE PALMOLIVE       | COM            | 194162103 | 427                        | 7790               | SH              |                 | SOLE                  |
| COLGATE PALMOLIVE       | COM            | 194162103 | 9                          | 180                | SH              |                 | OTHER                 |
| DANAHER CORP            | COM            | 235851102 | 594                        | 10655              | SH              |                 | SOLE                  |
| DANAHER CORP            | COM            | 235851102 | 35                         | 640                | SH              |                 | OTHER                 |
| DELL INC                | COM            | 24702R101 | 345                        | 11549              | SH              |                 | SOLE                  |

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|                                |     |           |       |        |    |         |
|--------------------------------|-----|-----------|-------|--------|----|---------|
| DELL INC                       | COM | 24702R101 | 24    | 830    | SH | OTHER   |
| DOW JONES INDUSTRIAL TRUST SER | COM | 252787106 | 332   | 3110   | SH | SOLE    |
| DOW JONES INDUSTRIAL TRUST SER | COM | 252787106 | 50    | 473    | SH | OTHER   |
| DOW CHEMICAL CO COMMON         | COM | 260543103 | 755   | 17231  | SH | SOLE    |
| DOW CHEMICAL CO COMMON         | COM | 260543103 | 13    | 300    | SH | OTHER   |
| DU PONT E I DE NEMOURS & CO CO | COM | 263534109 | 242   | 5695   | SH | SOLE    |
| DU PONT E I DE NEMOURS & CO CO | COM | 263534109 | 61    | 1457   | SH | OTHER   |
| EMC CORPORATION                | COM | 268648102 | 458   | 33645  | SH | SOLE    |
| EMC CORPORATION                | COM | 268648102 | 12    | 900    | SH | OTHER   |
| EXELON CORPORATION             | COM | 30161N101 | 397   | 7480   | SH | SOLE    |
| EXELON CORPORATION             | COM | 30161N101 | 32    | 620    | SH | OTHER   |
| EXXON MOBIL CORPORATION        | COM | 30231G102 | 4165  | 74166  | SH | SOLE    |
| EXXON MOBIL CORPORATION        | COM | 30231G102 | 207   | 3696   | SH | OTHER   |
| FIRST FEDERAL DOVER FINANCIAL  | COM | 30243C107 | 296   | 15150  | SH | DEFINED |
| FISERV                         | COM | 337738108 | 624   | 14435  | SH | SOLE    |
| GANNETT CO INC COMMON          | COM | 364730101 | 83    | 1381   | SH | SOLE    |
| GANNETT CO INC COMMON          | COM | 364730101 | 846   | 13976  | SH | OTHER   |
| GENERAL ELECTRIC CO COMMON     | COM | 369604103 | 3499  | 99854  | SH | SOLE    |
| GENERAL ELECTRIC CO COMMON     | COM | 369604103 | 370   | 10581  | SH | DEFINED |
| GENERAL ELECTRIC CO COMMON     | COM | 369604103 | 171   | 4901   | SH | OTHER   |
| GOLDMAN SACHS GROUP            | COM | 38141G104 | 478   | 3745   | SH | SOLE    |
| GOLDMAN SACHS GROUP            | COM | 38141G104 | 8     | 70     | SH | OTHER   |
| HOME DEPOT                     | COM | 437076102 | 661   | 16340  | SH | SOLE    |
| ITT INDUSTRIES INC             | COM | 450911102 | 233   | 2270   | SH | SOLE    |
| ITT INDUSTRIES INC             | COM | 450911102 | 20    | 200    | SH | OTHER   |
| INTEL CORP                     | COM | 458140100 | 1375  | 55104  | SH | SOLE    |
| INTEL CORP                     | COM | 458140100 | 32    | 1300   | SH | OTHER   |
| INTERNATIONAL BUSINESS MACH CO | COM | 459200101 | 173   | 2106   | SH | SOLE    |
| INTERNATIONAL BUSINESS MACH CO | COM | 459200101 | 96    | 1180   | SH | OTHER   |
| ISHARES DJ SELECT DIV          | COM | 464287168 | 2374  | 38764  | SH | SOLE    |
| ISHARES DJ SELECT DIV          | COM | 464287168 | 150   | 2452   | SH | OTHER   |
| I SHARES S & P 500 INDEX       | COM | 464287200 | 1942  | 15580  | SH | SOLE    |
| ISHARES MSCI EMERGING MARKET   | COM | 464287234 | 524   | 5945   | SH | SOLE    |
| ISHARES MSCI EMERGING MARKET   | COM | 464287234 | 55    | 625    | SH | OTHER   |
| I SHARES S&P 500 BARRA GROWTH  | COM | 464287309 | 2977  | 50234  | SH | SOLE    |
| I SHARES S&P 500 BARRA GROWTH  | COM | 464287309 | 218   | 3685   | SH | OTHER   |
| ISHARES GOLDMAN SACHS NATURAL  | COM | 464287374 | 776   | 8795   | SH | SOLE    |
| I SHARES S&P 500 BARRA VALUE   | COM | 464287408 | 682   | 10490  | SH | SOLE    |
| I SHARES S&P 500 BARRA VALUE   | COM | 464287408 | 65    | 1005   | SH | OTHER   |
| ISHARES MSCI EAFE INDEX FOREIG | COM | 464287465 | 10367 | 174450 | SH | SOLE    |
| ISHARES MSCI EAFE INDEX FOREIG | COM | 464287465 | 1060  | 17849  | SH | OTHER   |
| ISHARES RUSSELL MIDCAP GROWTH  | COM | 464287481 | 827   | 8802   | SH | SOLE    |
| ISHARES RUSSELL MIDCAP GROWTH  | COM | 464287481 | 147   | 1575   | SH | OTHER   |
| ISHARES RUSSELL MIDCAP         | COM | 464287499 | 579   | 6588   | SH | SOLE    |
| ISHARES RUSSELL MIDCAP         | COM | 464287499 | 162   | 1850   | SH | OTHER   |
| I SHARES S&P 400 MIDCAP        | COM | 464287507 | 4317  | 58506  | SH | SOLE    |
| I SHARES S&P 400 MIDCAP        | COM | 464287507 | 452   | 6130   | SH | OTHER   |
| I SHARES RUSSELL 1000 VALUE    | COM | 464287598 | 2698  | 39093  | SH | SOLE    |
| I SHARES RUSSELL 1000 VALUE    | COM | 464287598 | 27    | 405    | SH | OTHER   |
| I SHARES S&P 400 MIDCAP GROWTH | COM | 464287606 | 506   | 6700   | SH | SOLE    |
| I SHARES S&P 400 MIDCAP GROWTH | COM | 464287606 | 10    | 134    | SH | OTHER   |
| I SHARES RUSSELL 1000 GROWTH   | COM | 464287614 | 4033  | 79067  | SH | SOLE    |
| I SHARES RUSSELL 1000 GROWTH   | COM | 464287614 | 299   | 5865   | SH | OTHER   |
| I SHARES RUSSELL 1000          | COM | 464287622 | 2976  | 43970  | SH | SOLE    |
| I SHARES RUSSELL 1000          | COM | 464287622 | 909   | 13431  | SH | OTHER   |
| I SHARES RUSSELL 2000          | COM | 464287655 | 319   | 4794   | SH | SOLE    |
| I SHARES S&P 400 MIDCAP VALUE  | COM | 464287705 | 1438  | 20410  | SH | SOLE    |
| ISHARES DJ US TECHNOLOGY       | COM | 464287721 | 319   | 6433   | SH | SOLE    |
| ISHARES DJ US TECHNOLOGY       | COM | 464287721 | 15    | 308    | SH | OTHER   |
| ISHARES DJ US REAL ESTATE      | COM | 464287739 | 737   | 11498  | SH | SOLE    |
| ISHARES DJ US REAL ESTATE      | COM | 464287739 | 12    | 190    | SH | OTHER   |
| I SHARES S&P 600 SMALL CAP     | COM | 464287804 | 1604  | 27760  | SH | SOLE    |

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|                                |     |           |       |        |    |         |
|--------------------------------|-----|-----------|-------|--------|----|---------|
| I SHARES S&P 600 SMALL CAP     | COM | 464287804 | 17    | 300    | SH | OTHER   |
| I SHARES S&P 600 SMALL CAP VAL | COM | 464287879 | 239   | 3745   | SH | SOLE    |
| I SHARES S&P 600 SMALL CAP GRO | COM | 464287887 | 466   | 4020   | SH | SOLE    |
| ISHARES KLD INDEX              | COM | 464288802 | 335   | 6310   | SH | SOLE    |
| J P MORGAN CHASE & CO          | COM | 46625H100 | 144   | 3647   | SH | SOLE    |
| J P MORGAN CHASE & CO          | COM | 46625H100 | 71    | 1813   | SH | OTHER   |
| JOHNSON & JOHNSON              | COM | 478160104 | 1246  | 20738  | SH | SOLE    |
| JOHNSON & JOHNSON              | COM | 478160104 | 36    | 600    | SH | OTHER   |
| ELI LILLY                      | COM | 532457108 | 306   | 5410   | SH | SOLE    |
| ELI LILLY                      | COM | 532457108 | 39    | 700    | SH | OTHER   |
| LOWES COMPANY                  | COM | 548661107 | 294   | 4415   | SH | SOLE    |
| LOWES COMPANY                  | COM | 548661107 | 18    | 275    | SH | OTHER   |
| MASSEY ENERGY                  | COM | 576206106 | 239   | 6330   | SH | SOLE    |
| MEDTRONIC INC                  | COM | 585055106 | 480   | 8355   | SH | SOLE    |
| MICROSOFT                      | COM | 594918104 | 970   | 37125  | SH | SOLE    |
| MICROSOFT                      | COM | 594918104 | 45    | 1740   | SH | OTHER   |
| NIKE CLASS B                   | COM | 654106103 | 598   | 6900   | SH | SOLE    |
| NIKE CLASS B                   | COM | 654106103 | 9     | 115    | SH | OTHER   |
| P P G INDUSTRIES INC COMMON    | COM | 693506107 | 293   | 5066   | SH | SOLE    |
| PANHANDLE ROYALTY CO.          | COM | 698477106 | 203   | 5000   | SH | SOLE    |
| PEABODY ENERGY CORP            | COM | 704549104 | 230   | 2800   | SH | SOLE    |
| PEOPLES BANCORP INC.           | COM | 709789101 | 10218 | 358150 | SH | SOLE    |
| PEOPLES BANCORP INC.           | COM | 709789101 | 23651 | 828975 | SH | OTHER   |
| PEPSICO                        | COM | 713448108 | 982   | 16628  | SH | SOLE    |
| PEPSICO                        | COM | 713448108 | 42    | 712    | SH | OTHER   |
| PFIZER INC COMMON              | COM | 717081103 | 214   | 9205   | SH | SOLE    |
| PFIZER INC COMMON              | COM | 717081103 | 39    | 1702   | SH | OTHER   |
| PRAXAIR INC.                   | COM | 74005P104 | 210   | 3975   | SH | SOLE    |
| PRAXAIR INC.                   | COM | 74005P104 | 47    | 895    | SH | OTHER   |
| PRICE GROUP                    | COM | 74144T108 | 251   | 3490   | SH | SOLE    |
| PROCTER & GAMBLE COMPANY COMMO | COM | 742718109 | 1586  | 27416  | SH | SOLE    |
| PROCTER & GAMBLE COMPANY COMMO | COM | 742718109 | 77    | 1340   | SH | OTHER   |
| ROCKY SHOES & BOOTS            | COM | 774830103 | 4525  | 185777 | SH | OTHER   |
| RYDEX S&P 500 EQUAL-WEIGHT EFT | COM | 78355W106 | 6684  | 40283  | SH | SOLE    |
| RYDEX S&P 500 EQUAL-WEIGHT EFT | COM | 78355W106 | 968   | 5834   | SH | OTHER   |
| S & P 500 DEPOSITARY RECEIPT S | COM | 78462F103 | 3791  | 30455  | SH | SOLE    |
| S & P 500 DEPOSITARY RECEIPT S | COM | 78462F103 | 117   | 940    | SH | OTHER   |
| SIMON PPTY GROUP INC NEW       | COM | 828806109 | 473   | 6177   | SH | SOLE    |
| SIMON PPTY GROUP INC NEW       | COM | 828806109 | 38    | 504    | SH | OTHER   |
| SKY FINANCIAL GROUP INC        | COM | 83080P103 | 200   | 7205   | SH | DEFINED |
| STAPLES INC                    | COM | 855030102 | 385   | 16954  | SH | SOLE    |
| TARGET CORPORATION             | COM | 87612E106 | 971   | 17677  | SH | SOLE    |
| TARGET CORPORATION             | COM | 87612E106 | 26    | 480    | SH | OTHER   |
| TEVA PHARMACEUTICAL IND ADR    | COM | 881624209 | 204   | 4760   | SH | SOLE    |
| 3M COMPANY                     | COM | 88579Y101 | 830   | 10711  | SH | SOLE    |
| 3M COMPANY                     | COM | 88579Y101 | 15    | 200    | SH | OTHER   |
| US BANCORP DEL                 | COM | 902973304 | 332   | 11110  | SH | SOLE    |
| UNITED BANKSHARES INC          | COM | 909907107 | 1152  | 32700  | SH | SOLE    |
| UNITED TECHNOLOGIES INC        | COM | 913017109 | 1299  | 23235  | SH | SOLE    |
| UNITED TECHNOLOGIES INC        | COM | 913017109 | 22    | 396    | SH | OTHER   |
| UNITEDHEALTH GROUP INC         | COM | 91324P102 | 611   | 9835   | SH | SOLE    |
| UNITEDHEALTH GROUP INC         | COM | 91324P102 | 17    | 275    | SH | OTHER   |
| UNIZAN FINANCIAL CORP          | COM | 91528W101 | 877   | 33045  | SH | SOLE    |
| VERIZON COMMUNICATIONS         | COM | 92343V104 | 469   | 15583  | SH | SOLE    |
| VERIZON COMMUNICATIONS         | COM | 92343V104 | 9     | 326    | SH | OTHER   |
| WACHOVIA CORP                  | COM | 929903102 | 403   | 7627   | SH | SOLE    |
| WAL MART STORES INC            | COM | 931142103 | 280   | 5995   | SH | SOLE    |
| WALGREEN CO COMMON             | COM | 931422109 | 1140  | 25770  | SH | SOLE    |
| WALGREEN CO COMMON             | COM | 931422109 | 70    | 1589   | SH | OTHER   |
| WELLS FARGO AND COMPANY        | COM | 949746101 | 1003  | 15964  | SH | SOLE    |
| WELLS FARGO AND COMPANY        | COM | 949746101 | 20    | 320    | SH | OTHER   |
| WESBANCO                       | COM | 950810101 | 261   | 8591   | SH | SOLE    |

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|                            |     |           |      |          |       |
|----------------------------|-----|-----------|------|----------|-------|
| WESBANCO                   | COM | 950810101 | 90   | 2985 SH  | OTHER |
| WYETH COMM                 | COM | 983024100 | 3005 | 65240 SH | SOLE  |
| WYETH COMM                 | COM | 983024100 | 138  | 3000 SH  | OTHER |
| ACCENTURE LTD CLASS A      | COM | G1150G111 | 522  | 18095 SH | SOLE  |
| ACCENTURE LTD CLASS A      | COM | G1150G111 | 14   | 500 SH   | OTHER |
| TRANSOCEAN SEDCO FOREX INC | COM | G90078109 | 249  | 3580 SH  | SOLE  |