

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-28**
SEC Accession No. **0001181431-05-024550**

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ISSUER

OHIO LEGACY CORP

CIK: **1096654** | IRS No.: **341903890** | State of Incorporation: **OH** | Fiscal Year End: **1231**
SIC: **6021** National commercial banks

Mailing Address
P O BOX 959
WOOSTER OH 44691

Business Address
305 WEST LIBERTY STREET
WOOSTER OH 44691
3302620437

REPORTING OWNER

ALLEN D WILLIAM

CIK: **1229753**
Type: **4** | Act: **34** | File No.: **000-31673** | Film No.: **05789605**

Mailing Address
2695 RADFORD STREET
NORTH CANTON OH 44720

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person ALLEN D WILLIAM			2. Issuer Name and Ticker or Trading Symbol OHIO LEGACY CORP [OLCB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/28/2005					
2695 RADFORD STREET			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
NORTH CANTON, OH 44720								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)			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)
			Code	V	Amount	(A) or (D)	Price			

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
OPTION (I), RIGHT TO BUY	\$10							02/19/2003 ⁽²⁾	02/19/2012	COMMON SHARES, WITHOUT PAR VALUE	2,500	2,500	D	
OPTION (A), RIGHT TO BUY	\$10							02/19/2002	02/19/2012	COMMON SHARES, WITHOUT PAR VALUE	1,000	1,000	D	
OPTIONS (A), RIGHT TO BUY	\$8.5							02/18/2003	02/18/2013	COMMON SHARES, WITHOUT PAR VALUE	1,000	1,000	D	

WARRANTS (D), RIGHT TO BUY	\$10						10/03/2001 ⁽¹⁾	10/03/2010	COMMON SHARES, WITHOUT PAR VALUE	10,000		10,000	D	
WARRANTS (P), RIGHT TO BUY	\$10						10/03/2000	10/03/2007	COMMON SHARES, WITHOUT PAR VALUE	1,700		1,700	D	
OPTIONS (A), RIGHT TO BUY	\$12						02/17/2004	02/17/2014	COMMON SHARES, WITHOUT PAR VALUE	1,000		1,000	D	
OPTIONS (A), RIGHT TO BUY	\$12	04/28/2005		<u>A</u>		1,000	04/28/2005	04/28/2015	COMMON SHARES, WITHOUT PAR VALUE	1,000	\$ 0	1,000	D	

Explanation of Responses:

1. Annual vesting over three years in equal percentages annually
2. Annual vesting over five years in equal percentages annually

Signatures

D. WILLIAM ALLEN

** Signature of Reporting Person

05/02/2005

Date

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

* 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.

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 Number.