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UNIONBANCORP INC
Form SC 13G
February 06, 2004

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. _____) *

UnionBancorp, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

908908106

(CUSIP Number)

December 31, 2003

Date of Event

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 908908106

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1 NAME OF REPORTING PERSON
 UnionBancorp, Inc. Employee Stock Ownership Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

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(a) []

(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Illinois

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5 SOLE VOTING POWER
10,000 shares

6 SHARED VOTING POWER
471,630 shares

7 SOLE DISPOSITIVE POWER
10,000 shares

8 SHARED DISPOSITIVE POWER
None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
481,630 shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
12.1%

12 TYPE OF REPORTING PERSON*
EP

STATEMENT CONTAINING INFORMATION REQUIRED BY SCHEDULE 13G

Item 1.

- (a) Name of Issuer
UnionBancorp, Inc
- (b) Address of Issuer's Principal Executive Offices
321 West Main Street
Ottawa, Illinois 61350

Item 2.

- (a) Name of Person Filing
UnionBancorp, Inc. Employee Stock Ownership Plan

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- (b) Address of Principal Business Office, or if none, Residence
UnionBancorp, Inc. Employee Stock Ownership Plan
Trustee - UnionBank
201 East Main Street
Streator, Illinois 61364
- (c) Citizenship
Delaware
- (d) Title of Class of Securities
Common Stock
- (e) CUSIP Number
908908106

Item 3. If this statement is filed pursuant to Rule 13d-1(b), 13d-2(b), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Act
- (b) Bank as defined in Section 3(a)(6) of the Act
- (c) Insurance company as defined in Section 3(a)(19) of the Act
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940
- (e) An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E)

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- (f) An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F)
- (g) A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G)
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940
- (j) Group, in accordance with Section 240.13d-1(b)(1)(ii)(J)

Item 4. Ownership

- (a) Amount Beneficially Owned
481,630 shares
- (b) Percent of Class
12.1%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
10,000 shares
 - (ii) shared power to vote or to direct the vote
471,630 shares

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- (iii) sole power to dispose or to direct the disposition of
10,000 shares
- (iv) shared power to dispose or to direct the disposition
of
none

Item 5. Ownership of Five Percent or Less of a Class
N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person
N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the
Security Being Reported on By the Parent Holding Company
N/A

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Item 8. Identification and Classification of Members of the Group
N/A

Item 9. Notice of Dissolution of Group
N/A

Item 10. Certification

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 6, 2004

UNIONBANCORP, INC. EMPLOYEE STOCK
OWNERSHIP PLAN

By: UNIONBANK, its trustee

/s/ DEWEY R. YAEGER

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Dewey R. Yaeger
Chairman

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