

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* Bentley Elizabeth M. (Last) (First) (Middle) 212 NORTH MAIN STREET (Street) BOWLING GREEN, VA 22427 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/28/2007	3. Issuer Name and Ticker or Trading Symbol UNION BANKSHARES CORP [UBSH]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year) 07/12/2007
		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	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	5,946 (1)	D	
Common Stock	2,216	I	By Trustee of ESOP

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy) (2)	02/20/2001	02/20/2010	Common Stock	900	\$ 8.67	D	
Employee Stock Option (right to buy) (2)	01/02/2003	01/02/2012	Common Stock	750	\$ 10.67	D	
Employee Stock Option (right to buy) (2)	01/23/2004	01/23/2013	Common Stock	1,125	\$ 18.58	D	
Employee Stock Option (right to buy) (2)	01/29/2005	01/29/2014	Common Stock	1,125	\$ 22.65	D	
Employee Stock Option (right to buy) (2)	12/30/2005	01/27/2015	Common Stock	825	\$ 23.5	D	
Employee Stock Option (right to buy) (2)	02/23/2007	02/23/2016	Common Stock	750	\$ 31.57	D	
Restricted Stock	(3)	(3)	Common Stock	321	\$ 29.03	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bentley Elizabeth M. 212 NORTH MAIN STREET BOWLING GREEN, VA 22427			EVP	

Signatures

/s/ Elizabeth M. Bentley		08/10/2007
Signature of Reporting Person		Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Includes 5,475 shares of employee stock options (right to buy); 321 shares of restricted stock; 150 shares in investment account
 - (2) Subject to vesting schedule as set forth in Incentive Stock Option Agreement.
 - (3) Subject to vesting schedule as set forth in Restricted Stock Agreement

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.