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

OMB APPROV	'AL
OMB Number:	3235-0287
Estimated average but	rden
hours per response	0.5

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person * DAVIDSON GEORGE A JR (Last) (First) (Middle) RETIRED CHAIRMAN, DOMINION RESOURCES, INC. (Street) PITTSBURGH, PA 15222-3199				PNC FINANCIAL SERVICES GROUP INC [PNC] 3. Date of Earliest Transaction (Month/Day/Year) 01/06/2004 4. If Amendment, Date Original Filed(Month/Day/Year)						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)				ow)	
										6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person					
(City) (State) (Zip)				Table I - Non-Derivative Securities Acqu						ired, Disposed of, or Beneficially Owned					
(Instr. 3) Date (Month/Day/Year) Exe		Date	r) any		ate, if Code (Instr.		(A) or Disposed of (ed of (D)	Owned Follow Transaction(s		wing Reported		Ownership Form:	7. Nature of Indirect Beneficial Ownership
		(World B	(Monun/Day/Tear)		Code	VA			,		.,		or Indirect (I)	(Instr. 4)	
		3A. Deemed Execution Date,	4. if Transac	tion :	warra 5. Num of	nts, o	contain form di ired, Dispo options, co 6. Date Ex and Expira	ed in this splays a cosed of, or Invertible section Date	form are urrently Geneficial curities) 7. Title of Und	y Owner and Amerlying	quired OMB co	8. Price of Derivative	9. Number Derivative	of 10. Owners	11. Nature of Indirect Beneficial
Price of Derivative Security	rice of (Month/Day/Y		ear) (Instr. 8)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(3 and 4)		(Instr. 5)	Beneficially Owned Following Reported	Derivat Security Direct (or Indir (s) (I)	ve Ownership (Instr. 4)
										Ar or					
			Code	V	(A)	(D)	Date Exercisabl	Expiration Date	Title	of	umber nares				
	ESON GEOR THE CONTROL OF THE CONTRO	SON GEORGE A JR (First) D CHAIRMAN, DOMINI RCES, INC. (Street) URGH, PA 15222-3199 (State) Security Report on a separate line for each of Exercise Price of Derivative Son GEORGE A JR (First) (First) (Street) (Street) (Street) (Street) (Street) (State) (State) (State)	SON GEORGE A JR th (First) (Middle) D CHAIRMAN, DOMINION RCES, INC. (Street) URGH, PA 15222-3199 y) (State) (Zip) Security 2. Transaction Date (Month/Day/Year) Report on a separate line for each class of securities Table II - 2. Conversion Or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. M. Deemed Execution Date, any (Month/Day/Year) (Month/Day/Year)	SON GEORGE A JR FINC FIN [PNC] (t) (First) (Middle) D CHAIRMAN, DOMINION RCES, INC. (Street) URGH, PA 15222-3199 (Wonth/Day/Year) Security 2. Transaction Date (Month/Day/Year) 2. Table II - Derivative (e.g., puts, Transaction Date (Month/Day/Year) 2. Execution Date (Month/Day/Year) A. If Amen 2. Transaction Date (Month/Day/Year) A. Deemed Execution Date, if or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) (Instr. 8)	SON GEORGE A JR PNC FINANG [PNC] at) (First) (Middle) (PNC] 3. Date of Earlie (01/06/2004) RCES, INC. (Street) 4. If Amendment (Month/Day/Year) Security 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Report on a separate line for each class of securities beneficially ow (Month/Day/Year) Table II - Derivative Securities (Month/Day/Year) Table II - Derivative Securities (Month/Day/Year) A Deemed Execution Date, any (Month/Day/Year) Table II - Derivative Securities (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8)	SON GEORGE A JR PNC FINANCIAL [PNC] 3. Date of Earliest Trance of 1/06/2004 RCES, INC. (Street) URGH, PA 15222-3199 (State) 2. 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Transaction Date (Month/Day/Year) Code Report on a separate line for each class of securities beneficially owned directly Table II - Derivative Securities Acquired (A) or Darivative Security Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, 4)	SON GEORGE A JR PNC FINANCIAL SERVICES (PNC] 3. Date of Earliest Transaction (Month/O1/06/2004 RCES, INC. (Street) 4. If Amendment, Date Original Filed(MONTH/O2/06/2004 Security 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Instr. 8) Code V Araman Acquired, Disposed (e.g., puts, calls, warrants, options, contain form disposed of (D) (Instr. 8) (Month/Day/Year) 3. Transaction Sate (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, contain form disposed of (D) (Instr. 8) (Instr. 8) (Instr. 8) 4. S. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, 4)	PNC FINANCIAL SERVICES GROUP I [PNC] th (First) (Middle) D CHAIRMAN, DOMINION RCES, INC. (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 01/06/2004 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 1/06/2004 (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 1/06/2004 (Security 2. Transaction Date (Month/Day/Year) 1/06/2004 (State) 2. Transaction Date (Month/Day/Year) 1/06/2004 (State) 2. Transaction Date (Instr. 8) (Instr. 8) (Instr. 3, 4 and Caparitative Securities Acquired, Disposed of Code (Month/Day/Year) 1/06/2004 (A) or Disposed of (D) (Instr. 3, 4, 4) (Month/Day/Year) 1/06/2004	PNC FINANCIAL SERVICES GROUP INC [PNC] (First) (Middle) D CHAIRMAN, DOMINION (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 2. Transaction Date (Month/Day/Year) 2. 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Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3) (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3) (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3) (A) or Disposed of, or Beneficially Own (A) or Disposed of, or Beneficially Own (B) (B) Price (Code V Amount D) (Code V Amount D) (A) or Disposed of, or Beneficially Own (B) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5)	SON GEORGE A JR PNC FINANCIAL SERVICES GROUP INC [PNC] 3. Date of Earliest Transaction (Month/Day/Year) 01/06/2004 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) (A) or Disposed of, or Beneficially Owned directly or indirectly. Persons who respond to the collection contained in this form are not required form displays a currently valid OMB context of Underlying One of Exercise (Month/Day/Year) (Instr. 3) (A) or Disposed of, or Beneficially Owned directly or indirectly. Persons who respond to the collection contained in this form are not required form displays a currently valid OMB context of Underlying One of Underlying One of Underlying One One Disposed of (D) (Instr. 3, 4, 4) (Instr. 3, 4, 4)	Chec PNC PNC	Check all application Check all all application Check all application Check all application	PNC FINANCIAL SERVICES GROUP INC [PNC] DCHAIRMAN, DOMINION RCES, INC. (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) Care (Month/Day/Year) (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/D

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
DAVIDSON GEORGE A JR RETIRED CHAIRMAN DOMINION RESOURCES, INC. PITTSBURGH, PA 15222-3199	X					

Signatures

Mark C. Joseph, Attorney-in-Fact for George A. Davidson, Jr.	01/08/2004	
**Signature of Reporting Person	Date	

Explanation of Responses:

- * 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).
- (1) 1 for 1.
- (2) Award of phantom stock units pursuant to the PNC Outside Directors Deferred Stock Unit Plan.
- (3) Phantom Stock Units will be settled in cash upon the reporting person's retirement or other termination of service and generally do not expire

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.