

FORM 4

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

OMB APPROVAL
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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* SHACK TIMOTHY G <small>(Last) (First) (Middle)</small> THE PNC FINANCIAL SERVICES GROUP, INC.TH, ONE PNC PLAZAONE PNC PLAZA <small>(Street)</small> PITTSBURGH, PA 15222-2707 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP INC [PNC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ EVP, Chief Information Officer
3. Date of Earliest Transaction (Month/Day/Year) 02/13/2004		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
4. If Amendment, Date Original Filed(Month/Day/Year)		

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			
\$5 Par Common Stock	02/13/2004		S	V	15,000	D	\$ 57.1744	96,163	D	
\$5 Par Common Stock	02/17/2004		M ⁽¹⁾		11,250	A	\$ 42.5312	107,413	D	
\$5 Par Common Stock	02/17/2004		F ⁽¹⁾		903	D	\$ 57.415	106,510	D	
\$5 Par Common Stock	02/17/2004		F ⁽¹⁾		8,333	D	\$ 57.415	98,177	D	

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

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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 Underlying Securities (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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	⁽²⁾	01/26/2004		J ⁽³⁾	V	17	⁽⁴⁾	⁽⁴⁾	\$5 Par Common Stock	17	\$ 55.125	1,874	I	Deferred Compensation Plan
Employee Stock Option (Right-to-Buy) Reload Option	\$ 57.415	02/17/2004		A		9,236	02/17/2005	02/17/2010	\$5 Par Common Stock	9,236	\$ 0	9,236	D	
Employee Stock Option Right-to-Buy	\$ 42.5312	02/17/2004		M		11,250	02/16/2001	02/16/2010	\$5 Par Common Stock	11,250	\$ 0	11,250	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

SHACK TIMOTHY G THE PNC FINANCIAL SERVICES GROUP, INC.TH ONE PNC PLAZAONE PNC PLAZA PITTSBURGH, PA 15222-2707			EVP, Chief Information Officer	
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Signatures

Mark C. Joseph, Attorney-in-Fact for Timothy G. Shack		02/18/2004
<small>Signature of Reporting Person</small>		<small>Date</small>

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) The exercise of this option and the satisfaction of the resulting tax withholding obligation were effected by the Reporting Person through the delivery, via attestation, of already owned shares of common stock of the Issuer and did not involve an open market transaction in the Issuer's securities.
- (2) 1 for 1.
- (3) Phantom Stock Units received as dividend equivalents under the PNC Deferred Compensation Plan.
- (4) 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.

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