FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

pe Response	s)			_															
1. Name and Address of Reporting Person* GUYAUX JOSEPH C				PNO	2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP INC [PNC]							5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X Officer (give title below) Other (specify below)						
(Last) (First) (Middle) THE PNC FINANCIAL SERVICES GROUP, INC., ONE PNC PLAZA					3. Date of Earliest Transaction (Month/Day/Year) 04/07/2004										Presid	ent			
(Street) PITTSBURGH,, PA 15222-2707				4. If	4. If Amendment, Date Original Filed(Month/Day/Year)								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 Acquired, Disposed of, or Beneficially Owned									ned						
		Date		Execu	xecution Date, if Code (A) or Disposed of (D) I (Instr. 3, 4 and 5)		Be Re (In				6. 7. Nat Ownership Form: Benef Direct (D) Owne or Indirect (I) (Instr. 4)		ficial ership						
\$5 Par Common Stock 04/07/2004		2004				A ⁽¹)		18,500	A	\$ 0	116,821			D				
\$5 Par Common Stock					4			43	432			I 401((K)Plan					
			Table II -					t quire	on he	ntained in form dis	n this f splays of, or B	orm a a curi	are irent	not requ tly valid	ired to res	spond u	nless	SEC 14	74 (9-02)
	Date	ion 3.A Ex y/Year) an	A. Deemed xecution Da	(e.g., p	4. Transact Code	ion	5. Numb of Deriva Securi Acqui (A) or Dispo of (D) (Instr.	er ative ties red sed 3, 5)	6. I and (M	s, converi Date Exer 1 Expiration onth/Day/	tible sec cisable on Date 'Year)	7. A U Se (Ii	. Titlamou Inder ecur instr.)	le and unt of rlying rities . 3 and		Derivati Securiti Benefic Owned Followi Reporte Transac	es ially ng d tion(s)	Form of Derivative Security: Direct (D) or Indirect	Beneficia
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Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
GUYAUX JOSEPH C THE PNC FINANCIAL SERVICES GROUP, INC. ONE PNC PLAZA PITTSBURGH,, PA 15222-2707			President					

Signatures

Mark C. Joseph, Attorney-in-Fact for Joseph C. Guyaux	04/09/2004
**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) Grant of restricted stock subject to vesting schedule, execution of appropriate documentation and certain other conditions.

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.