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

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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

Address of															
1. Name and Address of Reporting Person* MUTTERPERL WILLIAM C			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 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									Vice Chairma	<u>n</u>	
(Street) PITTSBURGH, PA 15222			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 Acqu						Acquir	ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea			2A. Deemed Execution Date, is any (Month/Day/Year		if Co (In	f Code (Instr. 8)		4. Securities Acqu (A) or Disposed o (Instr. 3, 4 and 5)		f (D) Beneficia		ant of Securities ially Owned Following d Transaction(s) and 4)		Ownership Form: Direct (D)	Beneficial Ownership
					(Code	V	Amoun	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
\$5 Par Common Stock 04/07/2004					1	A ⁽¹⁾		10,000 A		\$ 0	30,000	000		D	
						cquire	the fo	orm dis	splays a c	urren eficiall	itly valid				
	3. Transaction Date (Month/Day/Ye	3A. Deemed Execution Da any	4. Transaction Code		5. Num of Deri Secu Acq (A) Disp of (I (Inst	5. Number of		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)	Ownersl Form of Derivati Security Direct (I or Indirects)	Beneficia Ownersh (Instr. 4)
							Date Exerc		Expiration Date	Title					
Ez ice	version xercise e of vative	version Date (Month/Day/Y	version Date Services (Month/Day/Year) (Month/Day/Year) 3A. Deemed Execution Date any (Month/Day/Year)	version Date Services (Month/Day/Year) (Month/Day/Year) (e.g., puts 3. Transaction Bate Execution Date, if any (Month/Day/Year) (Indepty)	(e.g., puts, calls, volume of the control of the co	version Date (Month/Day/Year) (Month/Day	Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op version Date (Month/Day/Year) Note of varive rity Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, op 4. Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired (Instr. 8) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	Table II - Derivative Securities Acquired, Di (e.g., puts, calls, warrants, options, version Date (month/Day/Year) Sof vative rity Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Date Execution Date, if any (Month/Day/Year) Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conver (for the put should be provided in the put should be provided in the put should be provided in the put should be put s	Table II - Derivative Securities Acquired, Disposed of, or Bende (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year)) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Number Code of Number (Month/Day/Year) Code of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration	Table II - Derivative Securities Acquired, Disposed of, or Beneficiall (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) 4. Transaction Number (Month/Day/Year) 5. Derivative Securities Acquired (Month/Day/Year) (Instr. 8) 4. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Title	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) 4. Transaction Number of (Month/Day/Year) Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Title Mamount of Underlying Securities (Instr. 3 and 4) Amount or Disposed of (D) (Instr. 3, 4, and 5)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 4. Transaction Date (Month/Day/Year) (Month/Day/Year) (Instr. 3) 4. Transaction Date (Month/Day/Year) (Month/Day/Year) (Instr. 3) Amount or Number Expiration Date (Instr. 5) Amount or Number Title	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) 4. Transaction Ode (Instr. 8) 5. Transaction Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Underlying Securities (Instr. 3 and 4) 8. Price of Derivative Securities (Instr. 3 and 4) 9. Number of Underlying Securities (Instr. 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 1. Table II - Derivative Securities (Instr. 3) 1. Title and Amount of Underlying Securities (Instr. 4) 1. Title Amount or Number (Instr. 4)	Security Security

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MUTTERPERL WILLIAM C THE PNC FINANCIAL SERVICES GROUP, INC. ONE PNC PLAZA PITTSBURGH, PA 15222			Vice Chairman			

Signatures

Mark C. Joseph, Attorney-in-Fact for William C. Mutterperl	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.