

FORM 3
 INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person
 PNC Bank Corp., PNC
 One PNC Plaza
 249 Fifth Avenue
 Pittsburgh, PA 15222-2707
 USA
2. Date of Event Requiring Statement (Month/Day/Year)
 04/09/97
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Issuer Name and Ticker or Trading Symbol
 Preferred Networks, Inc.
 PNFT
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner Officer (give title below) Other
 (specify below)
6. If Amendment, Date of Original (Month/Day/Year)
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

<TABLE>
 <CAPTION>

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct (D) or Indirect (I)	4. Nature of Indirect Beneficial Ownership
<S> Common Stock	<C> 416,997 (1)	<C> D(1)	<C>

<CAPTION>

Table II -- Derivative Securities Beneficially Owned

1. Title of Derivative Security Beneficial Ownership	2. Date Exercisable and Expiration Date	3. Title and Amount of Underlying Securities	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership
<S>	<C>	<C>	<C>	<C>	<C>

</TABLE>

Explanation of Responses:
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(1) PNC Holding Corp. ("PNCHC") is the owner of all of the outstanding common

stock of PNC Capital Corp. ("PNCCC"). The Reporting Person is the owner of all of the outstanding common stock of PNCHC. By virtue of the relationships described above, PNCHC and the Reporting Person may be deemed to control PNCCC and possess indirect beneficial ownership of the securities of the Issuer directly beneficially held by PNCCC.

On April 9, 1997, PNCCC and certain other stockholders of the Issuer (the "Stockholders") committed to invest an aggregate of \$15 million in newly issued Class A Preferred Stock and warrants of the Issuer (the "Investment"). The Investment is subject to a number of conditions, including without limitation the negotiation of definitive documents to evidence the Investment and approval by the Issuer's shareholders of certain transactions contemplated by the Investment, and no assurances can be given that the Investment will be closed or that the terms and conditions of the Investment will not change.

As result of the foregoing, each of the Reporting Person, PNCHC and PNCCC may be deemed to be a member of a group holding in excess of 10% of the Issuer's Common Stock.

However, the Reporting Person, PNCHC and PNCCC each disclaim beneficial ownership of, and any pecuniary interest in, any Issuer securities held by the Stockholders.

Joint Filer Name: PNC Capital Corp.
Address: c/o PNC Bank, Delaware
222 Delaware
Avenue
Wilmington, DE

19801
Signature:

David McL. Hillman, Executive Vice President and
Principal

Joint Filer Name: PNC Holding Corp.
Address: c/o PNC Bank, Delaware
222 Delaware
Avenue
Wilmington, DE

19801
Signature:

Robert L. Haunschild, Chairman and
President
SIGNATURE OF REPORTING PERSON
Robert L. Haunschild, Sr. Vice President and CFO
DATE
04/21/97