

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 1999

Check here if Amendment [ ]; Amendment Number: -----

This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings  
entries.

Institutional Investment Manager Filing this Report:

Name: PNC Bank Corp.

Address: 249 Fifth Avenue

Pittsburgh, PA 15222-2707

Form 13F File Number: 28-1235

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing the Report on Behalf of Reporting Manager:

Name: Robert L. Haunschild

Title: Senior Vice President and Chief Financial Officer

Phone: (412) 762-5770

Signature, Place, and Date of Signing:

/s/ Robert L. Haunschild Pittsburgh, PA August 10, 1999

[Signature] [City, State] [Date]

Report Type (Check only one.):

[ ] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

[If there are no entries in this list, omit this section.]

Form 13F File Number Name

28- J. J. B. Hilliard, W. L. Lyons, Inc.

[Repeat as necessary.]

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 8

Form 13F Information Table Entry Total: 1,192

Form 13F Information Table Value Total: \$ 35,155,448



ESG RE LTD	ORD	G31215109	1,931,250	128,750	X	28-423	128750
14100			5,617,500	374,500	X	28-1115	360400
GEMSTAR INTL GROUP LTD	ORD	G3788V106	10,061,550	154,200	X	28-BFMG	154200
PARTNERRE LTD	COM	G6852T105	1,894,913	50,700	X	28-1115	500
50200			56,063	1,500	X X		1500
XL CAP LTD	CL A	G98255105	358,380	6,343	X	28-423	5043
1300			833,319	14,749	X X	28-423	12749
2000			13,124,950	232,300	X	28-1115	222600
9700							
ASM LITHOGRAPHY HLDG N V	N Y SHS	N07059111	961,875	16,200	X	28-BFMG	16200
			41,563	700	X		700
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	8,137,500	186,000	X	28-BFMG	186000
TEEKAY SHIPPING CORP	COM	V89564104	2,590,047	146,953	X	28-423	146953
14900			7,712,700	437,600	X	28-1115	422700
			24,675	1,400	X X		1400
FLEXTRONICS INTL LTD	ORD	Y2573F102	45,998,400	828,800	X	28-BFMG	828800
			11,100	200	X		200
ACM GOVT INCOME FD INC	COM	000912105	309,081	36,634	X	28-423	36634
			21,093	2,500	X X		2500
AFLAC INC	COM	001055102	876,113	18,300	X X	28-423	500
17800			257,711	5,383	X		5383
AGL RES INC	COM	001204106	207,158	11,236	X	28-423	11236
666			15,966	866	X X		200
0							
	COLUMN TOTAL		114,441,193				

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AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
AUTHORITY	(SHARES)	TITLE OF CLASS	CUSIP	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	INVESTMENT (B) SHARED (A) SOLE (C) OTH	MANAGERS INSTR V	VOTING (A) SOLE
(B) SHARED (C) NONE			NUMBER	VALUE	AMOUNT	(A) SOLE (B) SHARED (C) OTH	INSTR V	(A) SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
AES CORP	COM	00130H105	2,165,738	37,260	X	28-423	21210	
16050			773,760	13,312	X X	28-423	2100	
10212	1000		174,375	3,000	X		3000	
500			29,063	500	X X			
AMR CORP	COM	001765106	569,888	8,350	X	28-423	4950	
3400			313,950	4,600	X X	28-423	4600	
8700			22,631,700	331,600	X	28-1115	322900	
			136,500	2,000	X		2000	
ARM FINL GROUP INC	CL A	001944107	254,380	29,927	X	28-423	29927	
AT&T CORP	COM	001957109	129,482,333	2,319,973	X	28-423	2003934	
36954	279085		68,974,702	1,235,840	X X	28-423	563895	
574415	97530		6,463,030	115,800	X	28-AMG	115800	



			8,216	100	X		100
ADVANCED DIGITAL INFORMATION	COM	007525108	680,400	16,800	X	28-BFMG	16800
AEGON N V 1400 2672	ORD AMER REG	007924103	10,780,310	145,804	X	28-423	141732
11963			1,832,750	24,788	X	X 28-423	12825
ADVANTA CORP	CL A	007942105	9,964,715 5,419	551,695 300	X X	28-423	551695 300
ADVANCED ENERGY INDS	COM	007973100	16,216,688 106,597	399,800 2,628	X X	28-BFMG	399800 2628
AETNA INC 450 4500	COM	008117103	1,208,473	13,512	X	28-423	8562
2024 824			1,940,515	21,697	X	X 28-423	18849
4500			420,354	4,700	X	28-1115	200
AFFILIATED COMPUTER SERVICES 0	CL A	008190100	22,325,625	441,000	X	28-BFMG	441000
			COLUMN TOTAL 97,125,924				

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AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

				ITEM 5:		ITEM 6: INVESTMENT			
ITEM 8: AUTHORITY	ITEM 1: (SHARES)	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING (A) SOLE	
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AIR PRODS & CHEMS INC 4900 21140	COM	009158106	14,901,959	370,235	X	28-423	344195		
123442 22920			11,581,052	287,728	X	X 28-423	141366		
106200			13,109,425	325,700	X	28-1115	219500		
			1,082,725	26,900	X	28-1332	26900		
			305,900	7,600	X	PNC-FLA	7600		
			330,050	8,200	X	X PNC-FLA	8200		
AIRBORNE FGHT CORP 10200	COM	009266107	747,549	27,000	X	28-423	27000		
			7,060,185	255,000	X	28-1115	244800		
AIRTOUCH COMMUNICATIONS INC 710	COM	00949T100	700,841	6,510	X	28-423	5800		
200			21,531	200	X	X			
ALAMO GROUP INC 11600	COM	011311107	459,261	52,487	X	28-423	52487		
			2,294,863	262,270	X	28-1115	250670		
ALBERTSONS INC 1000 21741	COM	013104104	3,782,588	73,360	X	28-423	50619		
7440 1000			2,091,819	40,569	X	X 28-423	32129		
17300			30,430,861	590,180	X	28-1115	572880		
			14,065,546	272,789	X	28-1332	272789		
			273,279	5,300	X	X 28-1332	3800		
500 1000			226,873	4,400	X	PNC-FLA	4400		
			5,156	100	X		100		
			15,469	300	X	X	300		
ALCOA INC 1280 20651	COM	013817101	10,711,119	173,109	X	28-423	151178		
48060 11288			8,007,120	129,408	X	X 28-423	70060		

27800				34,774,988	562,020	X	28-1115	534220
				1,231,313	19,900	X	28-1332	19900
				137,796	2,227	X		2227
				239,580	3,872	X	X	3872
ALEXANDER & BALDWIN INC 1000	COM	014482103		823,250	37,000	X	X 28-423	36000
ALEXANDRIA REAL ESTATE EQ INC 6300	COM	015271109		2,295,219 5,462,500	73,447 174,800	X X	28-423 28-1115	73447 168500
ALIAN T COMMUNICATIONS INC 2000	COM	016090102		775,942 23,832	16,800 516	X X	X 28-423	14800 516
ALKERMES INC 500	COM	01642T108		19,293,188 11,563	834,300 500	X X	28-BFMG	834300
0			COLUMN TOTAL	187,274,342				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

			ITEM 5:		ITEM 6: INVESTMENT			
ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	ITEM 7:	VOTING
AUTHORITY	(SHARES)	TITLE OF CLASS	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS	
(B) SHARED (C) NONE	NAME OF ISSUER	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE	
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<C>	ALLEGHANY CORP DEL 305955	COM	017175100	56,671,050	306,330	X X	28-423	375
	ALLEGHENY ENERGY INC 7000 5450	COM	017361106	3,581,165	111,695	X	28-423	99245
25865	28110			3,236,691	100,951	X X	28-423	46976
1464				275,733 128,697	8,600 4,014	X X	PNC-FLA	8600 2550
				16,031	500	X X		500
	ALLEGHENY TELEDYNE INC 400	COM	017415100	3,658,078	161,683	X	28-423	161283
				67,875	3,000	X X		3000
	ALLEGIANCE TELECOM INC	COM	01747T102	32,271,988 16,463	588,100 300	X X	28-BFMG	588100 300
	ALLEN TELECOM INC	COM	018091108	1,171,060	106,460	X	28-423	106460
	ALLERGAN INC 6000	COM	018490102	2,367,741	21,331	X	28-423	15331
12718	1024			9,409,692	84,772	X X	28-423	71030
				3,996,000 219,780 137,640	36,000 1,980 1,240	X X X	28-BFMG 28-1332	36000 1980 1240
400	ALLIANCE CAP MGMT L P	UNIT LTD PARTN	018548107	546,719 25,623 129,248	16,920 793 4,000	X X X	28-423	16920 793 3600
	ALLIANT CORP 2500	COM	018802108	3,161,486	111,418	X	28-423	108918
8550				8,080,037	284,759	X	28-1115	276209
				54,367 114,124	1,916 4,022	X X		1916 1122
900	2000							
	ALLIED CAP CORP NEW	COM	01903Q108	29,760	1,240	X		



ALPHA INDS INC	COM	020753109	9,782,175	205,400	X	28-BFMG	205400
ALZA CORP DEL	COM	022615108	541,310	10,640	X	28-423	10440
200			50,875	1,000	X		1000
			96,663	1,900	X	X	
1900							
0	COLUMN TOTAL		325,570,242				

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AS OF 06/30/99

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	VOTING
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	DISCRETION	MANAGERS	
ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	(A) SOLE
(SHARES)	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH	INSTR V (A) SOLE
NAME OF ISSUER						
(B) SHARED (C) NONE						
<S>	<C>	<C>	<C>	<C>	<C>	<C>
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AMAZON COM INC	COM	023135106	219,219	1,752	X	1452
50 250			64,815	518	X X	28
490						
AMERADA HESS CORP	COM	023551104	971,754	16,332	X	28-423 13265
352 2715			317,968	5,344	X X	28-423 4522
822						
AMEREN CORP	COM	023608102	307,883	8,023	X	28-423 7223
800			302,011	7,870	X X	28-423 4690
3180			2,705,438	70,500	X	28-1115 512
69988			40,486	1,055	X X	1055
AMERICA ONLINE INC DEL	COM	02364J104	14,550,030	132,273	X	28-423 106101
475 25697			3,358,080	30,528	X X	28-423 12736
12470 5322			30,217,000	274,700	X	28-BFMG 274700
			2,255,000	20,500	X	28-AMG 20500
			11,341,000	103,100	X	28-1115 103100
			864,600	7,860	X	PNC-FLA 7860
			2,104,080	19,128	X	PNC-MASS 18738
390			161,260	1,466	X	1466
			181,500	1,650	X X	1650
AMERICAN ELEC PWR INC	COM	025537101	2,118,271	56,394	X	28-423 53738
110 2546			3,942,620	104,963	X X	28-423 83868
18696 2399			254,783	6,783	X	28-1332 6283
500			41,356	1,101	X	1101
			73,809	1,965	X X	1965
AMERICAN EXPRESS CO	COM	025816109	26,438,667	203,179	X	28-423 185139
1888 16152			20,057,207	154,138	X X	28-423 59099
84386 10653			17,775,075	136,600	X	28-BFMG 136600
			6,298,050	48,400	X	28-1115 48400
			780,750	6,000	X X	28-1332 6000
			261,031	2,006	X	1906
100			104,100	800	X X	800
AMERICAN GENERAL CORP	COM	026351106	1,328,484	17,625	X	28-423 11225
6400						



3706	13118		2,516,771	33,390	X	X	28-423	16566
			992,086	13,162	X	X	28-1332	13162
			75,375	1,000	X			700
300								
0		COLUMN TOTAL	153,020,559					

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NAME OF REPORTING MANAGER-PNC BANK CORP.

AS OF 06/30/99

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:	
(SHARES)		TITLE OF CLASS		NUMBER		VALUE		PRINCIPAL		(B) SHARED		(A) SOLE	
NAME OF ISSUER		NUMBER		VALUE		AMOUNT		(A) SOLE		(C) OTH		INSTR V	
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
AMERICAN HOME PRODS CORP	COM	026609107	206,857,702	3,605,363	X	28-423	3269056						
42545 293762			151,149,274	2,634,410	X	X 28-423	1413864						
1053297 167249			20,041,088	349,300	X	28-BFMG	349300						
			12,404,475	216,200	X	28-AMG	216200						
			41,647,365	725,880	X	28-1115	714980						
10900			13,772,238	240,039	X	28-1332	237469						
2570			10,992,247	191,586	X	X 28-1332	171686						
16100 3800			2,627,488	45,795	X	PNC-FLA	45795						
			1,665,482	29,028	X	X PNC-FLA	28830						
198			1,145,721	19,969	X	PNC-MASS	19089						
880			17,213	300	X	X	300						
AMERICAN INTL GROUP INC	COM	026874107	144,114,672	1,229,123	X	28-423	1065716						
3879 159528			88,534,654	755,093	X	X 28-423	534073						
152015 69005			13,659,625	116,500	X	28-BFMG	116500						
			15,277,675	130,300	X	28-AMG	130300						
			50,188,863	428,050	X	28-1115	415150						
12900			20,522,737	175,034	X	28-1332	171548						
1237 2249			800,583	6,828	X	X 28-1332	3628						
3200			1,938,260	16,531	X	PNC-FLA	16531						
			303,209	2,586	X	X PNC-FLA	2500						
86			4,935,053	42,090	X	PNC-MASS	38725						
3365			64,722	552	X	X	552						
AMERICAN ITALIAN PASTA CO	CL A	027070101	455,625	15,000	X	X 28-423							
15000			331,088	10,900	X	28-BFMG	10900						
AMERICAN LOCKER GROUP	COM	027284108	350,000	40,000	X	28-423	40000						
AMERICAN PRECISION IND DEL	COM	029069101	257,151	23,921	X	PNC-FLA	23921						
AMERICAN WTR WKS INC	COM	030411102	217,095	7,060	X	28-423	4360						
2700			162,637	5,289	X	X	1789						
3500													
AMERISOURCE HEALTH CORP	CL A	03071P102	543,150	21,300	X	28-423	21300						
			7,066,050	277,100	X	28-1115	265800						
11300													
0		COLUMN TOTAL	812,043,142										

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6: INVESTMENT		ITEM 7:		VOTING	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		FAIR MARKET		PRINCIPAL		(B) SHARED		MANAGERS		(A) SOLE	
(SHARES)		TITLE OF CLASS		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER		NUMBER		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
(B) SHARED (C) NONE								(A) SOLE (C) OTH		INSTR V		(A) SOLE	
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AMERITECH CORP NEW 6200 19298	COM	030954101	22,646,159	308,111	X	28-423	282613						
128643 37014			26,501,675	360,567	X	X 28-423	194910						
624			3,449,796	46,936	X	28-1332	46312						
1200 296			1,770,836	24,093	X	X 28-1332	22597						
160			883,617	12,022	X	PNC-FLA	12022						
			673,554	9,164	X	X PNC-FLA	9164						
			480,690	6,540	X	PNC-MASS	6380						
			36,750	500	X	X	500						
AMGEN INC 3400 97050	COM	031162100	20,059,408	329,518	X	28-423	229068						
32980 6900			13,011,301	213,738	X	X 28-423	173858						
5800			5,277,863	86,700	X	28-BFMG	86700						
			620,925	10,200	X	X 28-1332	4400						
150			200,888	3,300	X	PNC-FLA	3300						
			480,304	7,890	X	PNC-MASS	7740						
			91,191	1,498	X		1498						
			48,700	800	X	X	800						
ANADARKO PETE CORP 2000	COM	032511107	530,829	14,420	X	28-423	12420						
6000 3600			563,224	15,300	X	X 28-423	5700						
ANDRX CORP	COM	034551101	231,375	3,000	X	28-BFMG	3000						
ANGLO AMERN PLC 98	ADR	03485P102	333,916	6,993	X	X 28-423	6895						
ANHEUSER BUSCH COS INC 5800 9590	COM	035229103	15,567,267	219,452	X	28-423	204062						
81106 9278			13,799,729	194,535	X	X 28-423	104151						
			10,532,371	148,475	X	28-1115	148475						
			2,532,451	35,700	X	28-1332	35700						
			21,281	300	X		300						
			269,561	3,800	X	X	3800						
ANNTAYLOR STORES CORP 100	COM	036115103	48,748,500	1,083,300	X	28-BFMG	1083300						
			4,500	100	X	X							
AON CORP 1912	COM	037389103	1,796,231	43,545	X	28-423	41633						
8250 8100			2,066,625	50,100	X	X 28-423	33750						
			13,901	337	X		337						
			153,120	3,712	X	X	3712						
APACHE CORP 765	COM	037411105	1,004,250	25,750	X	X 28-423	25750						
0			45,435	1,165	X		400						
			COLUMN TOTAL	194,448,223									

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(SHARES) NAME OF ISSUER (B) SHARED (C) NONE	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR V	(A) SOLE	
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ASSOCIATES FIRST CAP CORP 11112 153030	CL A	046008108	37,343,208	846,305	X		28-423	682163	
105303 17364			10,267,402	232,689	X	X	28-423	110022	
			8,026,338	181,900	X		28-BFMG	181900	
			4,258,063	96,500	X		28-AMG	96500	
			7,044,733	159,654	X		28-1115	159654	
262 3678			1,984,213	44,968	X		28-1332	41028	
			624,016	14,142	X		PNC-FLA	14142	
1000			1,491,160	33,794	X		PNC-MASS	32794	
			265,853	6,025	X	X		4112	
1327 586									
ASTORIA FINL CORP	COM	046265104	3,358,984	76,450	X		28-423	76450	
			101,055	2,300	X	X		2300	
ATLANTIC RICHFIELD CO 14282 26288	COM	048825103	45,967,206	550,097	X		28-423	509527	
			43,675,852	522,676	X	X	28-423	237423	
251536 33717			43,769,776	523,800	X		28-1115	498200	
25600			2,448,534	29,302	X		28-1332	29014	
288			2,732,895	32,705	X	X	28-1332	18705	
14000			224,364	2,685	X			2685	
			198,543	2,376	X	X		2376	
ATMEL CORP	COM	049513104	6,256,074	238,900	X		28-BFMG	238900	
			2,619	100	X			100	
ATRIX LABS INC	COM	04962L101	346,500	36,000	X		28-423	36000	
ATWOOD OCEANICS INC	COM	050095108	12,803,125	409,700	X		28-BFMG	409700	
AUTOLIV INC	COM	052800109	330,602	10,929	X		28-423	10929	
285			83,218	2,751	X	X		2466	
AUTOMATIC DATA PROCESSING INC 13300 180390	COM	053015103	52,834,628	1,200,787	X		28-423	1007097	
			46,729,320	1,062,030	X	X	28-423	783409	
230995 47626			12,610,400	286,600	X		28-BFMG	286600	
			5,605,600	127,400	X		28-AMG	127400	
400 500			15,725,600	357,400	X		28-1332	356500	
400			938,696	21,334	X	X	28-1332	20934	
			976,800	22,200	X		PNC-FLA	22200	
			52,800	1,200	X			1200	
			132,000	3,000	X	X		3000	
AVALONBAY CMNTYS INC 0	COM	053484101	1,607,391	43,443	X		28-423	43443	
			COLUMN TOTAL	370,817,568					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	DISCRETION	VOTING
(SHARES)		VALUE	PRINCIPAL	(B) SHARED	MANAGERS	
NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH INSTR V	(A) SOLE
(B) SHARED (C) NONE						

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AVATAR HLDGS INC	SUB NT CONV 7%	053494AD2	4,506,250	50,000	X	X	28-423	50000
AVERY DENNISON CORP 3275	COM	053611109	14,737,538	244,100	X		28-423	240825
336			314,192	5,204	X	X	28-423	4868
			53,855	892	X			892
			60,375	1,000	X	X		1000
AVIS RENT A CAR INC	COM	053790101	7,965,688	273,500	X		28-BFMG	273500
AVNET INC 2100	COM	053807103	211,575	4,550	X		28-423	2450
9600			460,350	9,900	X		28-1115	300
			12,555	270	X			270
133			6,185	133	X	X		
AVON PRODS INC 1440	COM	054303102	466,422	8,404	X		28-423	6964
5730			406,815	7,330	X	X	28-423	1600
AWARE INC MASS	COM	05453N100	249,075	5,400	X		28-BFMG	5400
1000			74,169	1,608	X			608
BB&T CORP	COM	054937107	392,661	10,703	X		28-423	10703
BCE INC	COM	05534B109	502,982	10,200	X	X	28-423	10200
100			83,830	1,700	X			1600
BEI TECHNOLOGIES INC	COM	05538P104	349,250	34,925	X		28-423	34925
3900			1,298,000	129,800	X		28-1115	125900
BJS WHOLESALE CLUB INC 8000	COM	05548J106	240,496	8,000	X	X	28-423	
			40,584	1,350	X			1350
BP AMOCO P L C 21918 47984	SPONSORED ADR	055622104	80,552,896	742,423	X		28-423	672521
322632 17585			71,699,621	660,826	X	X	28-423	320609
7919			32,787,507	302,189	X		28-1115	294270
661			4,758,593	43,858	X		28-1332	43197
2514 13399			6,010,032	55,392	X	X	28-1332	39479
			592,302	5,459	X		PNC-FLA	5459
			337,652	3,112	X	X	PNC-FLA	3112
			139,857	1,289	X			1289
BRE PROPERTIES INC	CL A	05564E106	288,600	11,100	X		28-423	11100
5800			4,095,000	157,500	X		28-1115	151700
1000			26,000	1,000	X	X		
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	COLUMN TOTAL		233,720,907					

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PAGE 13 OF 115 FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.  
AS OF 06/30/99

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	DISCRETION	VOTING
ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 2: TITLE OF CLASS NUMBER	VALUE	PRINCIPAL AMOUNT	(B) SHARED (A) SOLE (C) OTH	INSTR V	(A) SOLE
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BMC SOFTWARE INC	COM	055921100	583,200	10,800	X	28-423
			896,400	16,600	X	X 28-423
						10800
						4600

12000				4,320,000	80,000	X	28-BFMG	80000
BAKER HUGHES INC 6400	COM	057224107	214,400	6,400	X	X	28-423	
			1,953,050	58,300	X		28-BFMG	58300
			16,750	500	X			
500								
BANCO SANTANDER CENT HISPANO 1500 1600	ADR	05964H105	106,000	10,036	X			6936
BANK OF AMERICA CORPORATION 10279 98090	COM	060505104	69,531,080	948,427	X		28-423	840058
			51,888,621	707,778	X	X	28-423	310964
376582 20232			6,370,813	86,900	X		28-AMG	86900
			111,946,618	1,526,989	X		28-1115	1483930
43059			4,532,221	61,821	X		28-1332	60721
500 600			229,833	3,135	X	X	28-1332	1326
1809			1,284,353	17,519	X		PNC-FLA	17519
			1,230,689	16,787	X	X	PNC-FLA	16787
			204,540	2,790	X		PNC-MASS	2658
132								
BANK NEW YORK INC 72270	COM	064057102	6,134,653	167,216	X		28-423	94946
			2,291,323	62,456	X	X	28-423	39944
22512			1,338,305	36,479	X	X	PNC-FLA	36479
			215,720	5,880	X		PNC-MASS	5880
			146,748	4,000	X			4000
			62,368	1,700	X	X		1700
BANK ONE CORP 13192 168264	COM	06423A103	102,120,062	1,714,517	X		28-423	1533061
			26,981,646	453,001	X	X	28-423	236188
190767 26046			7,254,652	121,800	X		28-BFMG	121800
			17,362,323	291,500	X		28-AMG	291500
			115,498,223	1,939,126	X		28-1115	1878785
60341			5,518,717	92,655	X		28-1332	88044
4611			742,917	12,473	X	X	28-1332	11073
1400			2,033,030	34,133	X		PNC-FLA	34133
			2,551,577	42,839	X		PNC-MASS	41739
1100			129,547	2,175	X	X		2035
140								
BANKATLANTIC BANCORP 100000	SB DB CV 6.75%	065908AB1	11,100,000	100,000	X	X	28-423	
BANKATLANTIC BANCORP 12900	CL B	065908105	1,621,839	199,611	X		28-1115	186711
			4,063	500	X			500
0	COLUMN TOTAL		558,416,281					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: PRINCIPAL AMOUNT	ITEM 5: SHARES OR (B) SHARED (A) SOLE	ITEM 6: INVESTMENT (C) OTH INSTR V	ITEM 7: MANAGERS	ITEM 8: (A) SOLE	VOTING
	BANKATLANTIC BANCORP	065908501	1,441,177	198,783	X	28-423		198783	
			3,479,761	479,967	X	28-1115		465367	

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14600									
BANKBOSTON CORP 3276 8250	COM	06605R106	1,329,301	26,001	X	28-423		14475	
			415,237	8,122	X	X 28-423			
6700 1422			35,508,460	694,542	X	28-1115		664260	
30282			203,938	3,989	X	PNC-FLA		3989	
			71,575	1,400	X	X		1400	
BANKNORTH GROUP INC DEL 8300	COM	06646L100	10,581,780	320,660	X	28-423		320660	
			6,774,900	205,300	X	28-1115		197000	
BARNES GROUP INC 5283	COM	067806109	416,687	19,158	X	28-423		13875	
			38,171	1,755	X	X		1755	
BARRICK GOLD CORP 5800	COM	067901108	548,313	28,300	X	28-423		22500	
			6,347,250	327,600	X	28-1115		223900	
103700			197,625	10,200	X	X 28-1332			
10200			48,438	2,500	X			2500	
BARR LABS INC 4700	COM	068306109	346,913	8,700	X	28-423		8700	
			4,693,288	117,700	X	28-1115		113000	
BASE TEN SYS INC	CL A	069779205	12,181	13,000	X	28-423		13000	
BATTLE MTN GOLD CO 7000	COM	071593107	51,603	21,175	X	X 28-423		14175	
			11,715	4,807	X			3957	
850									
BAUSCH & LOMB INC 1900	COM	071707103	1,883,736	24,624	X	28-423		24624	
			328,950	4,300	X	X 28-423		2400	
BAXTER INTL INC 2300	COM	071813109	2,349,825	38,760	X	28-423		36460	
			2,792,327	46,059	X	X 28-423		18514	
22059 5486			76,388	1,260	X			1260	
			12,125	200	X	X		200	
BEAR STEARNS COS INC 680	COM	073902108	288,915	6,180	X	X 28-423		5500	
			14,726	315	X			315	
0			80,265,305						
		COLUMN TOTAL							

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		FORM 13F		NAME OF REPORTING MANAGER-PNC BANK CORP.		ITEM 5:		ITEM 6: INVESTMENT	
ITEM 8: AUTHORITY	ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: INSTR V	VOTING (A) SOLE	
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<C>									
BECKMAN COULTER INC 5629	COM	075811109	5,483,101	112,763	X	28-423		107134	
			293,987	6,046	X	X 28-423		593	
5214 239			2,173,538	44,700	X	28-1115		300	
44400			12,788	263	X			263	
			47,409	975	X	X		975	
BECTON DICKINSON & CO	COM	075887109	206,250	6,875	X	28-423		6875	
			2,619,000	87,300	X	X 28-423		10600	





BEMIS INC 475	COM	081437105	1,203,431	30,275	X	28-423	29800
			168,262	4,233	X	X	516
700 3017							
BERGEN BRUNSWIG CORP 69700	CL A	083739102	1,208,363	70,050	X	28-1115	350
			30,395	1,762	X	X	1762
BERKLEY W R CORP 1500	COM	084423102	2,951,575	118,063	X	28-423	118063
			1,426,375	57,055	X	28-1115	55555
BERKSHIRE HATHAWAY INC DEL 24 647	CL B	084670207	16,020,480	7,152	X	28-423	6481
			2,970,240	1,326	X	X 28-423	710
462 154			1,283,520	573	X	28-1332	573
			224,000	100	X	X 28-1332	100
			416,640	186	X	X PNC-FLA	186
58			519,680	232	X	PNC-MASS	174
			42,560	19	X		19
			2,240	1	X	X	1
BEST BUY INC 17700 160	COM	086516101	1,205,550	17,860	X	X 28-423	
			16,328,250	241,900	X	28-BFMG	241900
			85,995	1,274	X		1274
BESTFOODS 18268 116312	COM	08658U101	32,651,289	659,622	X	28-423	525042
			28,852,659	582,882	X	X 28-423	370438
166032 46412			4,202,550	84,900	X	28-AMG	84900
			16,968,600	342,800	X	28-1115	342800
			1,064,349	21,502	X	28-1332	21502
2000			851,400	17,200	X	X 28-1332	15200
			443,817	8,966	X	PNC-FLA	8966
			423,225	8,550	X	X PNC-FLA	8550
			72,270	1,460	X		860
600 0							
	COLUMN TOTAL		288,730,177				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: SHARES OR PRINCIPAL AMOUNT		ITEM 6: INVESTMENT		ITEM 7: MANAGERS	VOTING
					(A) SOLE	(B) SHARED	(A) SOLE	(C) OTH INSTR V		
<S> <C> BETHLEHEM STL CORP 500	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
	COM	087509105	89,938	11,700			X	28-423		11200
			7,687	1,000			X			1000
BILLING CONCEPTS CORP	COM	090063108	212,553	19,000			X	28-BFMG		19000
			6,712	600			X			600
BIOGEN INC 320 8000	COM	090597105	586,525	9,120			X	28-423		800
			1,260,515	19,600			X	X 28-423		19600
			188,434	2,930			X			2930
BIOMET INC	COM	090613100	3,378,750	85,000			X	28-BFMG		85000
			23,850	600			X			600
BIOMIRA INC	COM	09161R106	725,000	200,000			X	28-423		200000
BLACK & DECKER CORP 800 8911	COM	091797100	4,500,560	71,296			X	28-423		61585
			2,706,548	42,876			X	X 28-423		15217

19829	7830			18,603,569	294,710	X	28-1115	242510
52200				628,094	9,950	X	28-1332	9650
300				119,938	1,900	X		1900
BLACKROCK INVT QUALITY MUN TR	COM	09247D105	2,444,639	167,878	X	28-423	167878	
			108,167	7,428	X	X	7428	
BLACKROCK INCOME TR INC	COM	09247F100	253,049	37,842	X	28-423	37842	
			2,675	400	X	X	400	
BLACKROCK MUN TARGET TERM TR	COM	09247M105	562,286	53,551	X	28-423	53551	
900			114,450	10,900	X	X 28-423	10000	
39400			413,700	39,400	X	28-1332		
BLACKROCK STRATEGIC TERM TR	COM	09247P108	203,895	22,500	X	X 28-423	22500	
BLACKROCK INSD MUN TERM TR INC	COM	092474105	475,847	43,756	X	28-423	40756	
3000			32,625	3,000	X	X		
3000								
BLACKROCK NORTH AMERN GV INCM	COM	092475102	139,050	13,905	X	28-423	13905	
BLACKROCK TARGET TERM TR INC	COM	092476100	122,671	12,745	X		9745	
3000			38,500	4,000	X	X		
4000								
BLACKROCK 2001 TERM TR INC	COM	092477108	144,000	16,000	X	28-423	8300	
7700			8,082	898	X	X	200	
698								
0								
		COLUMN TOTAL	38,102,309					

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AS OF 06/30/99

ITEM 8:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 3:	ITEM 4:	ITEM 7:	ITEM 7:	ITEM 7:	ITEM 7:
AUTHORITY	SHARES OR	INVESTMENT	MANAGERS	CUSIP	FAIR MARKET	SHARES OR	DISCRETION	MANAGERS	VOTING
(SHARES)	PRINCIPAL	(B) SHARED	MANAGERS	NUMBER	VALUE	(A) SOLE	(C) OTH	INSTR V	(A) SOLE
NAME OF ISSUER	AMOUNT	(A) SOLE (C) OTH	INSTR V	TITLE OF CLASS	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE	(A) SOLE
(B) SHARED (C) NONE									
BLACKROCK HIGH YIELD TR	17,929	X	28-423	09248N102	265,564	X	28-423	13929	
4000									
BLAIR CORP	554,502	X	28-423	092828102	14,936,620	X	28-423	542202	
12300									
	469,192	X	X 28-423		12,638,625			56146	
413046									
BLOCK H & R INC	20,982	X	28-423	093671105	1,049,100	X	28-423	17732	
3000									
250									
	55,000	X			55,000			700	
400									
	338,000	X	X		338,000			5400	
1360									
BOEING CO	755,017	X	28-423	097023105	33,220,748	X	28-423	637402	
5123									
112492									
	315,148	X	X 28-423		13,866,512			160508	
136371									
18269									
	318,670	X	28-BFMG		14,021,480			318670	
	30,900	X	28-AMG		1,359,600			30900	
	416,710	X	28-1115		18,335,240			406110	
10600									
	50,963	X	28-1332		2,242,372			49461	
1502									
	7,400	X	PNC-FLA		325,600			7400	

1100			363,968	8,272	X	PNC-MASS	7172	
633			105,556	2,399	X	X	1766	
	BON-TON STORES INC	COM	09776J101	305,758	47,500	X	28-423	47500
15000			2,681,011	416,500	X	28-1115	401500	
	BORG-WARNER AUTOMOTIVE INC	COM	099724106	7,406,850	134,670	X	28-423	134670
5400			7,392,000	134,400	X	28-1115	129000	
			49,500	900	X	X	900	
	BOSTON PROPERTIES INC	COM	101121101	248,076	6,915	X	28-423	1915
5000			182,963	5,100	X		4300	
800								
	BOSTON SCIENTIFIC CORP	COM	101137107	369,071	8,400	X	X 28-423	1000
7400			7,218,849	164,300	X	28-BFMG	164300	
			192,224	4,375	X		4125	
250								
	BOWATER INC	COM	102183100	15,951,163	336,700	X	28-1115	261300
75400			172,919	3,650	X		850	
2800			23,688	500	X	X	500	
	BOYKIN LODGING CO	COM	103430104	873,684	56,825	X	28-423	56825
	BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	1,828,311	92,283	X	28-423	92283
14300			6,098,134	307,800	X	28-1115	293500	
			59,436	3,000	X	X	1000	
2000								
0	COLUMN TOTAL		164,177,622					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:

ITEM 5: INVESTMENT

ITEM 6: DISCRETION

ITEM 7: MANAGERS

ITEM 3: CUSIP

ITEM 4: FAIR MARKET VALUE

SHARES OR PRINCIPAL AMOUNT

DISCRETION (B) SHARED (A) SOLE (C) OTH INSTR V

ITEM 7: MANAGERS (A) SOLE

VOTING (A) SOLE

AUTHORITY

ITEM 1: NAME OF ISSUER (B) SHARED (C) NONE

ITEM 2: TITLE OF CLASS

NUMBER

VALUE

AMOUNT

(A) SOLE (C) OTH INSTR V

(A) SOLE

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
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BRIGGS & STRATTON CORP	COM	109043109	231,000	4,000	X	X 28-423			
4000			73,920	1,280	X			800	
480									
	BRIGHTPOINT INC	COM	109473108	118,815	19,600	X	28-423	19600	
13700			244,299	40,300	X	28-1115		26600	
	BRISTOL MYERS SQUIBB CO	COM	110122108	498,005,720	7,070,229	X	28-423	6751646	
65140	253443		435,570,856	6,183,836	X	X 28-423		4997832	
988203	197801		35,070,582	497,900	X	28-BFMG		497900	
			14,411,410	204,600	X	28-AMG		204600	
14400			63,811,696	905,940	X	28-1115		891540	
			23,306,547	330,885	X	28-1332		322214	
2400	6271		13,137,768	186,518	X	X 28-1332		162618	
23900			6,421,107	91,161	X	PNC-FLA		75865	
15296			1,141,079	16,200	X	X PNC-FLA		16200	
			5,600,516	79,511	X	PNC-MASS		73816	

5695				173,275	2,460	X	X		2460
BRITISH AWYS PLC 6700	ADR 2ND INSTAL	110419306	555,423	7,775		X		28-423	1075
BRITISH TELECOMMUNICATIONS PLC 1300	ADR FINAL INST	111021408	402,438	2,350		X	X	28-423	1050
			57,369	335		X			335
BROADCOM CORP 100	CL A	111320107	11,333,661	78,400		X		28-BFMG	78400
			159,018	1,100		X			1100
			14,456	100		X	X		
BROCADE COMMUNICATIONS SYS INC COM		111621108	8,100,708	84,000		X		28-BFMG	84000
BROOKS AUTOMATION INC COM		11434A100	4,338,715	160,325		X		28-BFMG	160325
BROWN & SHARPE MFG CO 9040	CL A	115223109	171,809	31,600		X		28-423	31600
			1,288,243	236,940		X		28-1115	227900
			9,243	1,700		X	X		1700
BROWN FORMAN CORP CL A		115637100	2,214,413	37,139		X		28-423	37139
BROWN FORMAN CORP CL B		115637209	8,462,185	129,814		X		28-423	129814
BROWN SHOE INC NEW COM		115736100	669,900	30,800		X		28-423	30800
			7,257,975	333,700		X		28-1115	317000
16700			4,350	200		X	X		
200									
0	COLUMN TOTAL		1,142,358,496						

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AS OF 06/30/99

ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	ITEM 9:
AUTHORITY	(SHARES)	TITLE OF CLASS	CUSIP	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	INVESTMENT (B) SHARED (A) SOLE (C) OTH	MANAGERS INSTR V	(A) SOLE	VOTING
(B) SHARED (C) NONE			NUMBER	VALUE	AMOUNT	(A) SOLE (B) SHARED (C) OTH	INSTR V	(A) SOLE	
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
BROWNING FERRIS INDS 400 4000	COM	115885105	709,500	16,500	X		28-423	12100	
400 1300			425,700	9,900	X	X	28-423	8200	
35400			1,530,800	35,600	X		28-1115	200	
			8,600	200	X			200	
BRYN MAWR BK CORP 11200	COM	117665109	285,600	11,200	X	X	28-423		
1200			81,600	3,200	X			2000	
BUCA INC COM		117769109	4,854,300	294,200	X		28-BFMG	294200	
BUDGET GROUP INC 19200	CL A	119003101	502,330	40,800	X		28-423	40800	
			4,923,569	399,900	X		28-1115	380700	
BUFFETS INC COM		119882108	1,307,987	113,738	X		28-423	113738	
			102,350	8,900	X			8900	
BURLINGTON NORTHN SANTA FE CP 2568 11075	COM	12189T104	3,257,356	105,076	X		28-423	91433	
107158 2118			5,994,501	193,371	X	X	28-423	84095	
19000			15,310,900	493,900	X		28-1115	474900	
			216,132	6,972	X	X	PNC-FLA	6972	
			192,510	6,210	X			6165	

45				74,400	2,400	X	X		2400
BURLINGTON RES INC 348 948	COM	122014103	2,893,468	66,901		X	28-423		65605
24417			3,272,425	75,663		X	X 28-423		51246
69100			3,010,200	69,600		X	28-1115		500
400			71,449	1,652		X			1652
			252,753	5,844		X	X		5444
BURNHAM PAC PPTYS INC 12700	COM	12232C108	1,082,939	87,958		X	28-423		87958
			4,037,105	327,900		X	28-1115		315200
BUSH BOAKE ALLEN INC 8100	COM	123162109	3,129,458	106,990		X	28-423		106990
			6,484,725	221,700		X	28-1115		213600
C&D TECHNOLOGIES INC 15000	COM	124661109	7,163,678	233,916		X	28-423		233916
			11,771,025	384,360		X	28-1115		369360
CBT GROUP PUB LTD 0	SPNSRD ADR NEW	124853300	165,000	10,000		X	X 28-423		10000
			8,250	500		X			500
	COLUMN TOTAL		83,120,610						

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 6: INVESTMENT INSTR V	ITEM 7: MANAGERS	VOTING (A) SOLE
<S> <C> CBS CORP 350 4968	COM	12490K107	3,062,234	70,296	X	28-423		64978
20797 1334			3,832,890	87,987	X	X 28-423		65856
200 1000			7,100,606	163,000	X	28-BFMG		163000
			666,499	15,300	X	28-1332		15300
			156,823	3,600	X			3600
			78,412	1,800	X	X		600
C D I CORP 9400	COM	125071100	4,757,405	139,669	X	28-423		139669
			9,479,455	278,300	X	28-1115		268900
CD RADIO INC	COM	125127100	298,596	9,800	X	28-BFMG		9800
			5,545	182	X	X		182
CFM TECHNOLOGIES INC	COM	12525K106	165,070	16,507	X	28-423		16507
CIGNA CORP 11995 9825	COM	125509109	14,199,149	159,541	X	28-423		137721
155981 10401			20,503,464	230,376	X	X 28-423		63994
13600			48,862,780	549,020	X	28-1115		535420
900			2,665,194	29,946	X	28-1332		29946
			238,431	2,679	X	X 28-1332		1779
			214,935	2,415	X	PNC-FLA		2415
			183,696	2,064	X	X		2064
CIT GROUP INC 13700	CL A	125577106	671,488	23,255	X	28-423		9555
138300			29,994,484	1,038,770	X	28-1115		900470
			54,863	1,900	X	X		1900

CKE RESTAURANTS INC	COM	12561E105	438,750	27,000	X	28-423	27000
			198,234	12,199	X	28-BFMG	12199
14600			5,939,375	365,500	X	28-1115	350900
CLECO CORP	COM	12561M107	2,522,158	83,034	X	28-423	83034
7000			6,120,563	201,500	X	28-1115	194500
688			36,572	1,204	X	X	516
CMGI INC	COM	125750109	896,755	7,862	X	28-423	5812
2050			22,812	200	X		200
550			129,118	1,132	X	X	582
CMP GROUP INC	COM	125887109	711,894	27,185	X	28-423	23185
4000							
CMS ENERGY CORP	COM	125896100	418,750	10,000	X	X 28-423	
10000							
0							
		COLUMN TOTAL	164,627,000				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		CUSIP		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
CPI CORP	COM	125902106	429,000	13,000	X	28-423	13000						
CNET INC	COM	125945105	466,763	8,100	X	28-423	8100						
			7,087,875	123,000	X	28-BFMG	123000						
			4,034	70	X	X	70						
CSK AUTO CORP	COM	125965103	15,800,400	585,200	X	28-BFMG	585200						
CNF TRANSN INC	COM	12612W104	1,882,650	48,900	X	28-423	48200						
700													
CSX CORP	COM	126408103	6,351,774	139,984	X	28-423	127814						
4000 8170													
			3,881,922	85,552	X	X 28-423	49558						
32190 3804													
			73,508	1,620	X		1620						
CT COMMUNICATIONS INC	COM NEW	126426402	279,650	6,800	X	28-423	6800						
3000			2,270,100	55,200	X	28-1115	52200						
CVS CORP	COM	126650100	2,396,111	47,214	X	28-423	35994						
8920 2300													
			5,907,808	116,410	X	X 28-423	77385						
38525 500													
			37,301	735	X		735						
CABLE DESIGN TECHNOLOGIES CORP	COM	126924109	506,334	32,800	X	28-423	32800						
17800			5,344,289	346,200	X	28-1115	328400						
CABOT CORP	COM	127055101	522,778	21,614	X	28-423	21614						
400			58,049	2,400	X	X	2000						
CADBURY SCHWEPPE'S PLC	ADR	127209302	319,500	12,000	X	X 28-1332	12000						
			44,464	1,670	X		1670						
CAL DIVE INTL INC	COM	127914109	3,372,888	112,900	X	28-BFMG	112900						

CALIFORNIA FED BK FSB LOS ANGL	CONT LITIG REC	130209604	33,750 788	15,000 350	X X	28-423 X	15000 350
CALPINE CORP	COM	131347106	24,078,600	445,900	X	28-BFMG	445900
CAMBREX CORP	COM	132011107	283,500	10,800	X	28-423	10800
CAMBRIDGE TECH PARTNERS MASS	COM	132524109	591,839 6,439,985	33,700 366,700	X X	28-423 28-1115	33700 353800
12900			17,562	1,000	X	X	1000
0	COLUMN TOTAL		88,483,222				

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ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 6: INVESTMENT INSTR V	ITEM 7: MANAGERS	VOTING (A) SOLE
<S> <C> CAMDEN PPTY TR 400	<C> SH BEN INT	<C> 133131102	<C> 2,175,989	<C> 78,414	<C> X	<C> 28-423	<C> 78014	<C> 78014
9700			7,312,125	263,500	X	28-1115	253800	
759			48,812	1,759	X	X	1000	
CAMPBELL SOUP CO 4200 7300	COM	134429109	7,316,352	157,765	X	28-423	146265	
1547397 3330			81,047,315	1,747,651	X	X 28-423	196924	
			649,528	14,006	X	28-1332	14006	
			113,248	2,442	X		2442	
			194,775	4,200	X	X	4200	
CANANDAIGUA BRANDS INC 1300	CL A	137219200	1,457,749	27,800	X	28-1115	26500	
			94,387	1,800	X		1800	
CAPITAL ONE FINL CORP	COM	14040H105	222,191	3,990	X	28-423	3990	
			10,224,133	183,600	X	28-BFMG	183600	
			83,531	1,500	X	X	1500	
CAPITAL SOUTHWEST CORP 5129	COM	140501107	647,200	8,090	X	28-423	2961	
CARAUSTAR INDS INC	COM	140909102	2,888,379	117,000	X	28-423	117000	
12100			8,000,069	324,060	X	28-1115	311960	
CARDINAL HEALTH INC	COM	14149Y108	688,959	10,744	X	28-423	10744	
1680 1390			298,117	4,649	X	X 28-423	1579	
			8,785,125	137,000	X	28-BFMG	137000	
CAREINSITE INC	COM	14170M106	3,614,625	76,500	X	28-BFMG	76500	
CAREY DIVERSIFIED LLC	COM	14174P105	219,075	12,700	X	28-423	12700	
4400			101,775	5,900	X	X	1500	
CARIBINER INTL INC	COM	141888107	94,661	15,300	X	28-BFMG	15300	
CARLISLE COS INC	COM	142339100	1,084,930	22,544	X	28-423	21344	
1200			2,252,250	46,800	X	X 28-423	2500	
400 43900								
CARNIVAL CORP 1420 12055	COM	143658102	10,551,903	217,565	X	28-423	204090	
23780 800			4,030,544	83,104	X	X 28-423	58524	

6165		2,333,093	48,105	X	PNC-MASS	41940
		116,400	2,400	X		2400
0	COLUMN TOTAL	257,050	5,300	X X		5300
		156,904,290				

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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:	
(SHARES)		TITLE OF CLASS		NUMBER		VALUE		PRINCIPAL		(B) SHARED		(A) SOLE	
NAME OF ISSUER		NUMBER		VALUE		AMOUNT		(A) SOLE		(C) OTH		INSTR V	
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
CAROLINA PWR & LT CO	COM	144141108	752,721	17,582	X	28-423	16782						
800			624,713	14,592	X	X 28-423	6900						
1692	6000		42,812	1,000	X		1000						
CARPENTER TECHNOLOGY CORP	COM	144285103	8,801,380	308,150	X	28-423	4600						
35800 267750			308,470	10,800	X	X 28-423	1400						
5352	4048												
CARTER WALLACE INC	COM	146285101	370,251	20,358	X	X 28-423	20358						
CASE CORP	COM	14743R103	433,125	9,000	X	X 28-423							
9000													
CATALINA MARKETING CORP	COM	148867104	50,186,000	545,500	X	28-BFMG	545500						
			16,100	175	X		175						
CATALYTICA INC	COM	148885106	13,325,200	951,800	X	28-BFMG	951800						
			39,200	2,800	X		2800						
			14,000	1,000	X	X	1000						
CATERPILLAR INC DEL	COM	149123101	2,279,760	37,996	X	28-423	24291						
3550 10155			6,087,960	101,466	X	X 28-423	65610						
25400	10456		1,656,000	27,600	X	28-1332	27600						
			216,000	3,600	X	X PNC-FLA	3600						
			66,000	1,100	X		1100						
			141,780	2,363	X	X	2363						
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	653,349	26,200	X	X 28-423	600						
24200 1400			145,258	5,825	X		5225						
600													
CELL GENESYS INC	COM	150921104	110,500	26,000	X	28-423	26000						
CENDANT CORP	COM	151313103	4,048,586	197,492	X	28-423	188672						
8820			5,561,773	271,306	X	X 28-423	214948						
53958	2400		175,931	8,582	X		8582						
			28,700	1,400	X	X	1400						
CENTRAL & SOUTH WEST CORP	COM	152357109	1,367,601	58,507	X	28-423	51802						
6705			1,207,997	51,679	X	X 28-423	28975						
22704			546,601	23,384	X	28-1332	23384						
			271,244	11,604	X	X 28-1332	9300						
500	1804		18,116	775	X		775						
CENTRAL NEWSPAPERS INC	CL A	154647101	262,500	7,000	X	X 28-423							
7000													
0	COLUMN TOTAL		99,759,628										

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING (A) SOLE	<C>
					(A) SOLE	(C) OTH			
<S> <C> CENTURYTEL INC 300	COM	156700106	235,757	5,931	X		28-423	5631	<C>
			44,719	1,125	X	X		1125	<C>
CHAMPION INTL CORP 2000	COM	158525105	313,198	6,542	X		28-423	4542	<C>
11900			575,458	12,020	X		28-1115	120	<C>
299			112,171	2,343	X	X		2044	<C>
CHAMPIONSHIP AUTO RACING TEAM	COM	158711101	24,599,233 95,798	821,700 3,200	X X		28-BFMG	821700 3200	<C>
CHARTER ONE FINL INC 147913	COM	160903100	6,313,880 4,143,821	227,020 148,994	X X		28-423 28-1115	227020 1081	<C>
			21,415	770	X			770	<C>
CHARMING SHOPPES INC 894	COM	161133103	129,766	21,294	X		28-423	20400	<C>
11200			1,094,482	179,600	X		28-1115	168400	<C>
CHASE MANHATTAN CORP NEW 400 28063	COM	16161A108	6,882,546	79,567	X		28-423	51104	<C>
10434 24066			4,871,075	56,313	X	X	28-423	21813	<C>
28800			6,937,300 89,668,928	80,200 1,036,635	X X		28-BFMG 28-1115	80200 1007835	<C>
108			276,800 204,832	3,200 2,368	X X	X	PNC-FLA	3200 2260	<C>
CHECKPOINT SYS INC 2000	COM	162825103	1,057,301	118,306	X	X	28-423	116306	<C>
			31,280	3,500	X			3500	<C>
CHELSEA GCA RLTY INC 2900	COM	163262108	2,377,411 3,400,650	64,038 91,600	X X		28-423 28-1115	64038 88700	<C>
			37,125	1,000	X			1000	<C>
CHESAPEAKE CORP 2600	COM	165159104	4,517,148 2,452,124	120,660 65,500	X X		28-423 28-1115	120660 62900	<C>
CHEVRON CORPORATION 13582 96321	COM	166751107	105,061,192	1,105,186	X		28-423	995283	<C>
177183 29702			44,858,902	471,891	X	X	28-423	265006	<C>
27200			6,597,303 71,324,068	69,400 750,290	X X		28-AMG 28-1115	69400 723090	<C>
2015			4,576,855	48,146	X		28-1332	46131	<C>
550			1,611,206	16,949	X	X	28-1332	16399	<C>
725			1,019,160 215,030	10,721 2,262	X X		PNC-FLA PNC-FLA	10721 2262	<C>
0			1,275,352	13,416	X		PNC-MASS	12691	<C>
COLUMN TOTAL			396,933,286						<C>

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT		ITEM 7: MANAGERS	VOTING (A) SOLE
					(B) SHARED	(C) OTH INSTR V		
<S> <C> CHICAGO TITLE CORP 916965	COM	168228104	32,763,343	918,075	X	X	28-423	1110
CHILDRENS PL RETAIL STORES INC	COM	168905107	40,666,050	1,004,100	X		28-BFMG	1004100
CHIREX INC	COM	170038103	11,359,400 3,213	353,600 100	X	X	28-BFMG	353600 100
CHOICEPOINT INC 120	COM	170388102	417,115 65,313	6,214 973	X	X	28-423	6094 628
260 85 CHUBB CORP 3825 154221	COM	171232101	33,854,771 15,385,215	487,119 221,370	X	X	28-423	329073 65184
153344 2842			4,295,100 16,939,235	61,800 243,730	X	X	28-AMG 28-1115	61800 231930
11800 605			767,211 264,100 63,940 41,700	11,039 3,800 920 600	X	X	28-1332 PNC-FLA	10434 3800 920 400
200								
CHURCHILL DOWNS INC	COM	171484108	3,773,817	109,386	X		28-423	109386
CILCORP INC	COM	171794100	4,104,563 5,656,250	65,673 90,500	X	X	28-423 28-1115	65673 87000
3500 950			59,375	950	X	X		
CINCINNATI BELL INC 7100	COM	171870108	16,142,344 4,296,371	647,325 172,289	X	X	28-423	640225 171489
800			193,760	7,770	X			7770
CINAR CORP	SUB VTG SHS B	171905300	36,262,450	1,480,100	X		28-BFMG	1480100
CINCINNATI FINL CORP 45000	SR CV DB 5.5%	172062AB7	40,000,000	160,000	X		28-423	115000
CINCINNATI FINL CORP 100 49288	COM	172062101	31,683,096 6,247,687 467,760	843,488 166,330 12,453	X	X	28-423 PNC-FLA	794100 166330 12453
CINERGY CORP 38530	COM	172474108	7,990,880 4,384,416	249,715 137,013	X	X	28-423	211185 134955
2058 123300			23,619,200 216,704 57,600	738,100 6,772 1,800	X	X	28-1115	614800 6772 1800
0	COLUMN TOTAL		342,041,979					

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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 7:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		CUSIP		FAIR MARKET		(B) SHARED		MANAGERS		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		VALUE		(A) SOLE		(C) OTH INSTR V		(A) SOLE	
NAME OF ISSUER						AMOUNT		(A) SOLE		(C) OTH INSTR V		(A) SOLE	
(B) SHARED (C) NONE								(A) SOLE		(C) OTH INSTR V		(A) SOLE	
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
CIRCUIT CITY STORE INC 800 1000		CIRCT CITY GRP	172737108	1,591,695	17,115		X	28-423				15315	
2800 300				651,000	7,000		X	X 28-423				3900	
				1,034,625	11,125		X	PNC-FLA				11125	
				158,100	1,700		X					1700	
				213,900	2,300		X	X				1800	
500													
CISCO SYS INC 31672 363524		COM	17275R102	212,709,630	3,301,048		X	28-423				2905852	
437808 51390				96,447,755	1,496,776		X	X 28-423				1007578	
				68,738,041	1,066,748		X	28-BFMG				1066748	
				22,385,414	347,400		X	28-AMG				347400	
				43,801,051	679,750		X	28-1115				679750	
850 9070				6,190,463	96,070		X	28-1332				86150	
30150 400				3,294,793	51,132		X	X 28-1332				20582	
1350				4,651,965	72,194		X	PNC-FLA				70844	
198				722,854	11,218		X	X PNC-FLA				11020	
12624				8,448,206	131,108		X	PNC-MASS				118484	
				88,923	1,380		X	X				1380	
CINTAS CORP 43400		COM	172908105	15,875,280	236,285		X	28-423				192885	
4200 8000				9,950,395	148,100		X	X 28-423				135900	
				12,003,629	178,660		X	28-1332				178660	
				20,156	300		X	X				300	
CITIGROUP INC 8450 131481		COM	172967101	46,276,210	974,236		X	28-423				834305	
142527 10990				28,056,445	590,662		X	X 28-423				437145	
				6,721,250	141,500		X	28-BFMG				141500	
				6,875,625	144,750		X	28-AMG				144750	
				116,401,125	2,450,550		X	28-1115				2377650	
72900				2,153,128	45,329		X	28-1332				40972	
450 3907				785,508	16,537		X	PNC-FLA				16537	
				442,605	9,318		X	X PNC-FLA				9318	
				974,510	20,516		X	PNC-MASS				19826	
690				32,063	675		X	X					
675													
CITIZENS UTILS CO DEL 4314		CL B	177342201	357,546	32,139		X	28-423				27825	
				250,168	22,487		X	X 28-423				22487	
				14,463	1,300		X	X				1300	
CLAIRE'S STORES INC		COM	179584107	16,358,975	635,300		X	28-BFMG				635300	
				15,450	600		X					600	
				30,900	1,200		X	X				1200	
CLARIFY INC 0		COM	180492100	22,650,375	549,100		X	28-BFMG				549100	
				757,374,221									

COLUMN TOTAL

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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 7:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	17,784,229	257,978	109,955	1,595	X	28-BFMG	257978			1115	
480			158,210	2,295			X	X					
2295													
CLOROX CO DEL	COM	189054109	1,996,744	18,694			X	28-423	14694				
1000 3000			13,402,343	125,476			X	X 28-423	111688				
11788 2000			3,204,360	30,000			X	28-BFMG	30000				
			53,406	500			X		500				
			32,044	300			X	X	300				
COAST FEDERAL LITIGATION TR	RT	19034Q110	10,620	10,000			X	X 28-423	10000				
			212	200			X		200				
COASTAL CORP	COM	190441105	217,350	5,400			X	X 28-423	2600				
2800			72,450	1,800			X		540				
1260													
COCA COLA CO	COM	191216100	156,711,696	2,527,608			X	28-423	2327223				
28296 172089			130,571,628	2,105,994			X	X 28-423	1277286				
576964 251744			34,100,000	550,000			X	28-BFMG	550000				
			5,387,800	86,900			X	28-AMG	86900				
			30,832,600	497,300			X	28-1115	497300				
850 2340			17,504,956	282,338			X	28-1332	279148				
12550 200			6,437,646	103,833			X	X 28-1332	91083				
760			1,842,020	29,710			X	PNC-FLA	28950				
66			1,185,192	19,116			X	X PNC-FLA	19050				
690			2,219,414	35,797			X	PNC-MASS	35107				
			3,100	50			X	X	50				
COCA COLA ENTERPRISES INC	COM	191219104	216,788	7,287			X		7287				
313			9,312	313			X	X					
COLGATE PALMOLIVE CO	COM	194162103	50,333,205	510,997			X	28-423	407081				
8020 95896			25,892,991	262,873			X	X 28-423	119675				
124695 18503			7,604,200	77,200			X	28-AMG	77200				
			16,715,450	169,700			X	28-1115	169700				
			552,191	5,606			X	28-1332	5606				
3100			339,825	3,450			X	X 28-1332	350				
			359,525	3,650			X	X PNC-FLA	3650				
60			270,875	2,750			X	PNC-MASS	2690				
			30,535	310			X		310				
COLONIAL HIGH INCOME MUN TR	SH BEN INT	195743109	96,831	12,200			X		12200				
0			526,259,703										

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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:	ITEM 6:		ITEM 7:	VOTING
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR	DISCRETION		MANAGERS	
ITEM 1:		ITEM 2:		CUSIP		PRINCIPAL	(B) SHARED		INSTR V	(A) SOLE
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT	(A) SOLE (C) OTH			(A) SOLE
NAME OF ISSUER										
(B) SHARED (C) NONE										
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
COLUMBIA ENERGY GROUP	COM	197648108	1,184,220	18,891	X	28-423	11091			
7800			29,288,934	467,225	X	28-1115	446825			
20400			127,317	2,031	X		2031			
300			89,078	1,421	X	X	1121			
COLUMBIA/HCA HEALTHCARE CORP	COM	197677107	4,738,737	207,730	X	28-423	188084			
19646			871,350	38,197	X	X 28-423	15694			
11346	11157		24,017,614	1,052,850	X	28-1115	1021950			
30900			309,285	13,558	X	28-1332	12600			
958			48,361	2,120	X		2120			
			31,937	1,400	X	X	1400			
COMAIR HOLDINGS INC	COM	199789108	1,275,068	61,266	X	28-423	60591			
675			15,609	750	X					
750			76,068	3,655	X	X				
3655										
COMCAST CORP	CL A	200300101	4,951,761	138,271	X	28-423	137219			
1000	52		46,484	1,298	X	X	1298			
COMCAST CORP	CL A SPL	200300200	65,492,228	1,703,885	X	28-423	1693409			
9124	1352		385,600	10,032	X	X 28-423	3596			
6436			2,421,531	63,000	X	28-BFMG	63000			
700			65,343	1,700	X		1000			
COMDISCO INC	COM	200336105	1,010,240	39,424	X	X 28-423				
38924	500		50,584	1,974	X		974			
1000										
COMERICA INC	COM	200340107	1,646,643	27,704	X	28-423	27172			
532			785,876	13,222	X	X 28-423	9057			
925	3240		21,064,473	354,400	X	28-1115	314200			
40200			92,127	1,550	X		1550			
			26,747	450	X	X	450			
COMM BANCORP INC	COM	200468106	772,795	24,340	X	28-423	24340			
COMMERCE BANCORP INC NJ	COM	200519106	6,299,811	147,364	X	28-423	147076			
288			8,049,098	188,283	X	28-1115	180314			
7969			591,917	13,846	X	X 28-1332	13846			
			46,127	1,079	X		1079			
382			138,168	3,232	X	X	2850			
COMMERCE GROUP INC MASS	COM	200641108	1,937,520	79,488	X	28-423	79488			
0			177,948,651							
COLUMN TOTAL										

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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		VOTING	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS			
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED				(A) SOLE	
(SHARES)		TITLE OF CLASS				AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
COMMONWEALTH BANCORP INC	COM	20268X102	296,427	16,526	X	28-423	15799						
727			249,755	13,924	X	X 28-423							
13924													
COMMSCOPE INC	COM	203372107	805,650	26,200	X	28-423	26200						
13800			10,624,125	345,500	X	28-1115	331700						
COMMUNICATION INTELLIGENCE NEW	COM	20338K106	14,370	10,000	X	28-423							
10000													
COMMUNITY TR BANCORP INC	COM	204149108	610,462	26,116	X	28-423	26116						
COMPASS BANCSHARES INC	COM	20449H109	2,969,569	108,975	X	28-1115	900						
108075													
COMPAQ COMPUTER CORP	COM	204493100	40,451,308	1,707,743	X	28-423	1448581						
41386 217776			11,795,842	497,988	X	X 28-423	264373						
197790 35825			9,915,378	418,600	X	28-BFMG	418600						
			6,402,596	270,300	X	28-AMG	270300						
21500			23,433,549	989,300	X	28-1115	967800						
3430			1,951,643	82,393	X	28-1332	78963						
			1,238,333	52,279	X	PNC-FLA	52279						
132			294,477	12,432	X	X PNC-FLA	12300						
9868			2,177,380	91,923	X	PNC-MASS	82055						
			174,526	7,368	X	X	7368						
COMPLETE BUSINESS SOLUTIONS	COM	20452F107	500,442	27,900	X	28-423	27900						
15000			6,832,203	380,900	X	28-1115	365900						
COMPUTER ASSOC INTL INC	COM	204912109	530,090	9,682	X	28-423	5895						
3787			729,544	13,325	X	X 28-423	11885						
780 660			9,767,400	178,400	X	28-BFMG	178400						
			35,861	655	X		655						
COMPUTER SCIENCES CORP	COM	205363104	468,050	6,765	X	28-423	6765						
2378			863,731	12,484	X	X 28-423	10106						
			69,187	1,000	X	X	1000						
COMPUTRON SOFTWARE INC	COM	205631104	15,000	20,000	X	PNC-MASS	20000						
CONAGRA INC	COM	205887102	8,161,787	306,546	X	28-423	286546						
4800 15200			4,423,717	166,149	X	X 28-423	144740						
19409 2000			14,076,638	528,700	X	28-1115	504900						
23800			7,509,049	282,030	X	28-1332	282030						
			21,300	800	X		800						
			113,902	4,278	X	X	4278						
0	COLUMN TOTAL		167,523,291										

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ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 2: TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	PRINCIPAL AMOUNT	(B) SHARED (A) SOLE (C) OTH	MANAGERS INSTR V	(A) SOLE	
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
CONSTELLATION ENERGY CORP 900 3495	COM	210371100	999,429	33,736	X	28-423	29341	
8629 500			736,744	24,869	X X	28-423	15740	
559			221,003	7,460	X		7460	
			16,560	559	X X			
CONTINENTAL AIRLS INC 1100	CL B	210795308	878,544	23,350	X	28-423	22250	
25300			3,438,925	91,400	X	28-AMG	91400	
			25,453,313	676,500	X	28-1115	651200	
			7,525	200	X		200	
			11,288	300	X X		300	
CONVERGYS CORP 9900	COM	212485106	12,859,091	663,695	X	28-423	653795	
800 1200			3,297,412	170,189	X X	28-423	168189	
			82,925	4,280	X		4280	
COOPER INDS INC 800	COM	216669101	652,080	12,540	X	28-423	11740	
6710 6100			858,416	16,508	X X	28-423	3698	
69200			3,624,400	69,700	X	28-1115	500	
			18,720	360	X		360	
COOPER TIRE & RUBR CO	COM	216831107	1,228,500	52,000	X	28-423	52000	
COORS ADOLPH CO 5400	CL B	217016104	495,000	10,000	X	28-423	10000	
			5,375,700	108,600	X	28-1115	103200	
COPPER MTN NETWORKS INC	COM	217510106	869,063	11,250	X	28-BFMG	11250	
COPYTELE INC	COM	217721109	97,089	56,480	X	PNC-MASS	56480	
CORAM HEALTHCARE CORP	COM	218103109	20,150	11,514	X	28-423	11514	
CORDANT TECHNOLOGIES INC	COM	218412104	451,870	10,000	X	28-423	10000	
			90,735	2,008	X X		2008	
CORN PRODS INTL INC 1702 997	COM	219023108	986,128	32,399	X	28-423	29700	
9983 2502			1,245,634	40,925	X X	28-423	28440	
			38,046	1,250	X		1250	
			39,568	1,300	X X		1050	
250 0								
	COLUMN TOTAL		64,093,858					

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FILE NO. 28-1235  
PAGE 33 OF 115  
AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 3: TITLE OF CLASS	ITEM 4: CUSIP NUMBER	ITEM 5: FAIR MARKET VALUE	ITEM 6: PRINCIPAL AMOUNT	ITEM 7: SHARES OR (A) SOLE (C) OTH	ITEM 8: DISCRETION INSTR V	ITEM 9: VOTING (A) SOLE
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
CORNING INC 14800 4000	COM	219350105	26,476,886	377,567	X	28-423	358767
210114 25464			27,480,515	391,879	X X	28-423	156301



			7,790,888	111,100	X	28-BFMG	111100
			434,775	6,200	X	28-1332	6200
			393,612	5,613	X	X 28-1332	5613
			462,825	6,600	X	PNC-FLA	6600
			70,125	1,000	X		1000
			185,831	2,650	X	X	2650
CORPORATE EXPRESS INC	COM	219888104	1,406,300	200,900	X	28-423	200900
COST PLUS INC CALIF	COM	221485105	26,667,550	586,100	X	28-BFMG	586100
COSTCO COMPANIES INC	COM	22160Q102	228,177	2,850	X	X 28-423	2850
			73,657	920	X		920
COULTER PHARMACEUTICAL INC	COM	222116105	13,591,349	602,400	X	28-BFMG	602400
COUNTRYWIDE CR INDS INC DEL	COM	222372104	427,500	10,000	X	X 28-423	10000
			1,710	40	X		40
COVANCE INC	COM	222816100	381,747	15,948	X	28-423	15248
700							
12872	650		717,679	29,982	X	X 28-423	16460
			47,874	2,000	X		2000
			2,394	100	X	X	100
COX COMMUNICATIONS INC NEW	CL A	224044107	276,237	7,504	X	28-423	7504
			628,896	17,084	X	X 28-423	
16484	600						
			73,624	2,000	X		2000
CRANE CO	COM	224399105	456,968	14,536	X	28-423	14536
			250,710	7,975	X	X 28-423	7975
CROMPTON & KNOWLES CORP	COM	227111101	641,875	32,500	X	28-423	31500
1000							
17100			8,419,425	426,300	X	28-1115	409200
			7,900	400	X	X	400
CROSS TIMBERS OIL CO	COM	227573102	217,175	14,600	X	28-423	14600
			3,165,400	212,800	X	28-1115	204200
8600							
CROWN CORK & SEAL INC	COM	228255105	386,175	13,550	X	28-423	7800
5750							
			1,385,813	48,625	X	X 28-423	47800
825							
0			14,250	500	X		500
	COLUMN TOTAL		122,765,842				

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FILE NO. 28-1235  
PAGE 34 OF 115  
AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 3:	ITEM 4:	ITEM 7:	ITEM 7:	ITEM 7:	ITEM 7:
AUTHORITY	SHARES OR	INVESTMENT	MANAGERS	CUSIP	FAIR MARKET	DISCRETION	MANAGERS	DISCRETION	VOTING
(SHARES)	PRINCIPAL	(B) SHARED	MANAGERS	NUMBER	VALUE	(A) SOLE	(A) SOLE	(A) SOLE	(A) SOLE
NAME OF ISSUER	AMOUNT	(C) OTH	INST V	TITLE OF CLASS	AMOUNT	(C) OTH	INST V	(A) SOLE	(A) SOLE
(B) SHARED (C) NONE									
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
CULLEN FROST BANKERS INC	COM	229899109	242,546	8,800	X	28-423	8800		
4600			4,828,862	175,200	X	28-1115	170600		
			55,124	2,000	X	X	2000		
CYPRESS SEMICONDUCTOR CORP	COM	232806109	16,856,138	984,300	X	28-BFMG	984300		
			34,918	2,039	X		2039		
D & K HEALTHCARE RES INC	COM	232861104	536,113	22,455	X	28-423	22455		
DII GROUP INC	COM	232949107	659,378	17,672	X	28-423	17672		
			15,805,363	423,600	X	28-BFMG	423600		
			7,645,229	204,900	X	28-1115	197700		

7200

240				41,789	1,120	X	X		880
DQE INC	COM	23329J104	1,263,456	31,488		X	28-423		29329
300 1859			990,285	24,680		X	X 28-423		12184
9496 3000			142,083	3,541		X			3541
DPL INC	COM	233293109	1,377,159	74,441		X	28-423		70866
3575			832,759	45,014		X	X 28-423		43664
1350			3,194,950	172,700		X	28-1115		1050
171650			37,463	2,025		X	X		2025
DSP COMMUNICATIONS INC	COM	23332K106	8,287,125	287,000		X	28-BFMG		287000
			18,047	625		X			625
DAL-TILE INTL INC	COM	23426R108	1,012,375	89,000		X	28-423		89000
29600			9,053,363	795,900		X	28-1115		766300
DALLAS SEMICONDUCTOR CORP	COM	235204104	938,875	18,500		X	28-423		18500
7100			8,901,550	175,400		X	28-1115		168300
DANA CORP	COM	235811106	2,823,647	61,301		X	28-423		8998
52303			1,683,474	36,548		X	X 28-423		9324
27224			29,250,752	635,030		X	28-1115		552730
82300			69,277	1,504		X			1504
			47,075	1,022		X	X		1022
DANAHER CORP DEL	COM	235851102	418,500	7,200		X	28-423		200
7000			6,289,125	108,200		X	28-BFMG		108200
0			123,336,800						
		COLUMN TOTAL							

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
AUTHORITY	(SHARES)	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	INVESTMENT (B) SHARED (A) SOLE (C) OTH	INSTR V	VOTING (A) SOLE
(B) SHARED (C) NONE								
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DARDEN RESTAURANTS INC	COM	237194105	977,941	44,835	X	28-423		44835
7830			434,866	19,937	X	X 28-423		12107
			3,747,302	171,800	X	28-BFMG		171800
85800			1,884,557	86,400	X	28-1115		600
			69,798	3,200	X			3200
DATATEC SYS INC	COM	238128102	41,337	13,500	X	28-423		
13500								
DAYTON HUDSON CORP	COM	239753106	128,794,055	1,981,447	X	28-423		1411232
1500 568715			5,110,300	78,620	X	X 28-423		54295
22225 2100			12,772,500	196,500	X	28-BFMG		196500
			819,000	12,600	X	28-1332		12600
			1,846,000	28,400	X	X 28-1332		28400
5505			1,795,040	27,616	X	PNC-MASS		22111
			29,250	450	X			450
			35,750	550	X	X		550

DEERE & CO 6775	COM	244199105	1,327,538	33,877	X	28-423	27102
			1,288,978	32,893	X	X 28-423	23968
5950 2975			15,249,621	389,150	X	28-1115	372250
16900			881,708	22,500	X	PNC-FLA	22500
			12,736	325	X		325
			3,919	100	X	X	100
DEL MONTE FOODS CO	COM	24522P103	763,800	45,600	X	28-423	45600
24800			8,653,050	516,600	X	28-1115	491800
DELL COMPUTER CORP 1800 70030	COM	247025109	12,831,489	346,797	X	28-423	274967
			1,072,038	28,974	X	X 28-423	21270
6680 1024			22,296,200	602,600	X	28-BFMG	602600
			9,176,000	248,000	X	28-1115	248000
			989,380	26,740	X	PNC-MASS	25040
1700			67,932	1,836	X		1836
			142,450	3,850	X	X	3850
DELPHI AUTOMOTIVE SYS CORP 5925 34625	COM	247126105	4,618,655	249,657	X	28-423	209107
			3,167,959	171,241	X	X 28-423	68154
89050 14037			7,712,798	416,908	X	28-1115	407474
9434			668,997	36,162	X	28-1332	36086
76			171,292	9,259	X		9068
191			174,918	9,455	X	X	9260
195							
0							
	COLUMN TOTAL		249,629,154				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 3:	ITEM 4:	ITEM 7:	ITEM 7:	ITEM 7:	ITEM 7:
AUTHORITY	SHARES OR	INVESTMENT	MANAGERS	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS	VOTING
(SHARES)	AMOUNT	(A) SOLE (C) OTH	INSTR V	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE
NAME OF ISSUER (B) SHARED (C) NONE	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE	INSTR V	(A) SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
DELTA AIR LINES INC DEL 340 4000	COM	247361108	438,469	7,609	X	28-423	3269		
			314,633	5,460	X	X 28-423	906		
3954 600			24,352,325	422,600	X	28-1115	383000		
39600									
DELUXE CORP 5300	COM	248019101	269,394	6,941	X	X 28-423	1641		
			196,001	5,050	X		5050		
DENDRITE INTL INC	COM	248239105	20,161,363	558,100	X	28-BFMG	558100		
			72,250	2,000	X		2000		
500			155,338	4,300	X	X	3800		
DIAL CORP NEW 3388	COM	25247D101	1,181,357	31,768	X	28-423	28380		
			483,431	13,000	X	X 28-423			
3500 9500			45,294	1,218	X		1218		
DIAMOND OFFSHORE DRILLING INC 123000	COM	25271C102	3,515,663	123,900	X	28-1115	900		
DIGITAL MICROWAVE CORP	COM	253859102	8,415,000	660,000	X	28-BFMG	660000		

DISNEY WALT CO 30808 279403	COM	254687106	75,487,859	2,449,950	X	28-423	2139739
421402 63662			39,439,730	1,280,012	X	X 28-423	794948
42000			5,530,754	179,500	X	28-AMG	179500
500			48,055,936	1,559,650	X	28-1115	1517650
10200 800			2,421,823	78,600	X	28-1332	78100
300			1,296,415	42,075	X	X 28-1332	31075
1290			2,688,039	87,240	X	PNC-FLA	86940
			1,260,057	40,895	X	X PNC-FLA	40895
			1,263,138	40,995	X	PNC-MASS	39705
			18,487	600	X	X	600
DOLLAR GEN CORP 9037	COM	256669102	263,668	9,092	X	28-423	9092
			262,073	9,037	X	X 28-423	
			3,735,925	128,825	X	28-BFMG	128825
			87,348	3,012	X	X	3012
DOMINION RES INC VA 1700	COM	257470104	1,708,875	39,455	X	28-423	37755
2400 1760			3,537,118	81,666	X	X 28-423	77506
			242,547	5,600	X	X 28-1332	5600
			197,070	4,550	X		4550
DONNELLEY R R & SONS CO 1700	COM	257867101	1,945,755	52,500	X	28-423	50800
34980 10139			1,976,109	53,319	X	X 28-423	8200
0			25,202	680	X		680
	COLUMN TOTAL		251,044,446				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	ITEM 9:
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	DISCRETION	MANAGERS	VOTING
ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 2: TITLE OF CLASS	NUMBER	PRINCIPAL	(B) SHARED	(A) SOLE (C) OTH	INSTR V	(A) SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
DOUBLECLICK INC	COM	258609304	1,146,875	12,500	X	28-BFMG	12500
450			160,563	1,750	X		1300
DOVER CORP 3400 14500	COM	260003108	14,200,830	405,738	X	28-423	387838
55416 3300			3,196,060	91,316	X	X 28-423	32600
17500			16,156,000	461,600	X	28-1115	444100
			84,000	2,400	X		2400
DOW CHEM CO 2075 60670	COM	260543103	65,827,191	518,835	X	28-423	456090
89903 23633			30,827,580	242,976	X	X 28-423	129440
8100			4,897,375	38,600	X	28-AMG	38600
200 821			31,971,485	251,992	X	28-1115	243892
200			2,159,539	17,021	X	28-1332	16000
			454,086	3,579	X	X 28-1332	3379
			474,513	3,740	X	PNC-FLA	3740
			317,188	2,500	X	X PNC-FLA	2500
			346,369	2,730	X	PNC-MASS	2705

DOW JONES & CO INC 1500 1500	COM	260561105	1,187,528	22,380	X	28-423	19380
11068 900			2,466,163	46,477	X	X 28-423	34509
			286,535	5,400	X	28-1332	5400
			100,818	1,900	X	X	1900
DRESS BARN INC 7300	COM	261570105	2,023,808	126,488	X	28-423	126488
			3,052,800	190,800	X	28-1115	183500
DREYFUS STRATEGIC MUNS INC 1000	COM	261932107	110,832	12,064	X	PNC-FLA	12064
			17,915	1,950	X		950
DREYFUS STRATEGIC MUN BD FD	COM	26202F107	132,459	15,248	X	28-423	15248
			60,818	7,001	X		7001
DU PONT E I DE NEMOURS & CO 53141 278806	COM	263534109	198,823,169	2,910,516	X	28-423	2578569
1618563 152935			189,813,226	2,778,622	X	X 28-423	1007124
			6,735,563	98,600	X	28-BFMG	98600
			6,332,522	92,700	X	28-AMG	92700
			54,090,125	791,810	X	28-1115	771060
20750			87,173,900	1,276,114	X	28-1332	1270854
5260			53,157,666	778,160	X	X 28-1332	764497
3713 9950			1,074,889	15,735	X	PNC-FLA	14595
1140			845,634	12,379	X	X PNC-FLA	10480
1899			1,443,091	21,125	X	PNC-MASS	19985
1140			184,442	2,700	X	X	2700
0	COLUMN TOTAL		781,333,557				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION (B) SHARED (A) SOLE (C) OTH		ITEM 6: INVESTMENT INSTR V	ITEM 7: MANAGERS	VOTING (A) SOLE
					(A) SOLE	(C) OTH			
<S> <C> DUANE READE INC	COM	263578106	3,983,117 7,689,050	130,594 252,100	X X	28-423 28-1115	130594 243400		
8700			82,350	2,700	X		2700		
DUFF & PHELPS UTILS INCOME INC 1210	COM	264324104	117,491	11,058	X	28-423	9848		
			71,485 26,563	6,728 2,500	X X		6728 2500		
DUKE ENERGY CORP 4100 38146	COM	264399106	12,524,702	230,077	X	28-423	187831		
64274 4650			7,158,139	131,494	X	X 28-423	62570		
13900			17,512,383	321,700	X	28-1115	307800		
			242,245 299,404 169,081	4,450 5,500 3,106	X X X	28-1332 PNC-FLA	4450 5500 3106		
DUKE REALTY INVT INC 124300	COM NEW	264411505	2,824,762	125,200	X	28-1115	900		
400			30,910	1,370	X		970		

DUN & BRADSTREET CORP DEL 200 2000	COM	26483B106	2,234,905	63,067	X	28-423	60867
16334 9908			1,676,383	47,306	X	X 28-423	21064
			127,573	3,600	X		3600
			122,860	3,467	X	X	3467
DYNEGY INC	COM	26816L102	4,380,625	215,000	X	28-BFMG	215000
ECI TELECOM LTD 8000	ORD	268258100	265,496	8,000	X	X 28-423	
EG & G INC	COM	268457108	506,231	14,210	X	28-423	14210
			416,813	11,700	X	X 28-423	11700
E M C CORP MASS 800 29130	COM	268648102	9,417,540	171,228	X	28-423	141298
24790 2000			6,709,450	121,990	X	X 28-423	95200
			23,287,000	423,400	X	28-BFMG	423400
			12,430,000	226,000	X	28-1115	226000
			117,700	2,140	X		2140
			11,000	200	X	X	200
E TOWN	SB DB CV 6.75%	269242AA1	230,500	2,000	X	28-423	2000
EAGLE USA AIRFREIGHT INC 0 COLUMN TOTAL	COM	270018104	20,866,273	491,700	X	28-BFMG	491700
</TABLE>			135,532,031				

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NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: PRINCIPAL AMOUNT	ITEM 5: SHARES OR DISCRETION			ITEM 6: INVESTMENT		ITEM 7: MANAGERS	ITEM 9: VOTING
					(A) SOLE	(B) SHARED	(C) OTH	(A) SOLE	(B) SHARED		
<S> <C> EARTHGRAINS CO 60	COM	270319106	7,447,381	288,524	X			28-423			288464
17400			10,092,492	391,000	X			28-1115			373600
			10,738	416	X						416
576 12			27,464	1,064	X	X					476
EARTHLINK NETWORK INC 50	COM	270322100	319,472	5,200	X			28-423			5200
			528,358	8,600	X			28-BFMG			8600
			3,072	50	X	X					
EASTERN ENTERPRISES 4300	COM	27637F100	2,554,892	64,274	X			28-423			64274
			4,666,650	117,400	X			28-1115			113100
			15,622	393	X						393
EASTMAN CHEM CO 2650 957	COM	277432100	1,035,776	20,015	X			28-423			16408
10824 981			1,005,089	19,422	X	X		28-423			7617
			40,779	788	X						788
			67,016	1,295	X	X					1295
EASTMAN KODAK CO 11188 6539	COM	277461109	10,293,054	151,927	X			28-423			134200
68602 8563			9,079,584	134,016	X	X		28-423			56851
			2,208,989	32,605	X			28-1332			32605
			453,315	6,691	X	X		28-1332			6691
			254,605	3,758	X			PNC-FLA			3758
			112,397	1,659	X	X					1659
EATON CORP	COM	278058102	1,060,208	11,524	X			28-423			11146

378				1,730,980	18,815	X	X	28-423	2898
15250	667								
ECHOSTAR COMMUNICATIONS NEW 100		CL A	278762109	414,280	2,700	X		28-423	2600
				13,042,145	85,000	X		28-BFMG	85000
ECOLAB INC 2000 160		COM	278865100	386,518	8,860	X	X	28-423	6700
				4,986,338	114,300	X		28-BFMG	114300
				12,221,544	280,150	X		28-1332	280150
				157,050	3,600	X			3600
				52,350	1,200	X	X		1200
EDISON INTL 5050		COM	281020107	1,022,225	38,214	X		28-423	33164
				2,316,095	86,583	X	X	28-423	62360
22723 1500				13,851,150	517,800	X		28-1115	374100
143700									
0				77,013	2,879	X			2879
		COLUMN TOTAL		101,534,641					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:			ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:	
AUTHORITY			CUSIP	FAIR MARKET	SHARES OR	DISCRETION	INVESTMENT		MANAGERS		VOTING	
ITEM 1:			ITEM 2:	VALUE	PRINCIPAL	(B) SHARED	(A) SOLE	(C) OTH	INSTR	V	(A) SOLE	
(SHARES)	NAME OF ISSUER	TITLE OF CLASS	NUMBER	AMOUNT	(A) SOLE	(C) OTH	INSTR	V	(A) SOLE			
(B) SHARED (C) NONE												
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
EL PASO ENERGY CORP DEL 1770 6466	COM	283905107	1,125,245	31,979	X			28-423				23743
			965,320	27,434	X	X		28-423				15352
12046 36			2,772,736	78,800	X			28-1115				500
78300			129,207	3,672	X							3600
72			98,312	2,794	X	X						2604
190												
ELAN PLC 2600	ADR	284131208	218,670	7,880	X			28-423				5280
			16,650	600	X							600
			167,055	6,020	X	X						3000
2000 1020												
ELECTRO SCIENTIFIC INDS 6000	COM	285229100	4,903,000	117,350	X			28-423				117350
			6,860,440	164,200	X			28-1115				158200
ELECTRONIC DATA SYS NEW 644 3675	COM	285661104	10,664,979	188,344	X			28-423				184025
			7,737,693	136,648	X	X		28-423				52302
73908 10438			8,822,175	155,800	X			28-BFMG				155800
			311,721	5,505	X			28-1332				5505
			369,761	6,530	X	X		28-1332				6530
			178,822	3,158	X							2158
1000			11,325	200	X	X						200
ELF AQUITAINE	SPONSORED ADR	286269105	367,810	5,000	X	X		28-423				5000
			40,459	550	X							550
EMERSON ELEC CO 10350 179398	COM	291011104	91,974,936	1,461,381	X			28-423				1271633
			51,682,794	821,183	X	X		28-423				416875
349209 55099			2,913,983	46,300	X			28-AMG				46300
			27,648,224	439,300	X			28-1115				429600





EQUITY INCOME FD	UT 1 EX SR-ATT	294700703	1,645,815	7,946	X	28-423	7076
70 800							
			449,047	2,168	X	X 28-423	1968
200							
EQUITY RESIDENTIAL PPTYS TR	SH BEN INT	29476L107	3,131,809	69,500	X	28-1115	500
69000							
			45,062	1,000	X		1000
			81,652	1,812	X	X	1812
ERICSSON L M TEL CO	ADR CL B SEK10	294821400	1,723,132	52,316	X	28-423	50516
1800							
			2,748,889	83,459	X	X 28-423	37060
43399 3000							
			216,725	6,580	X	PNC-FLA	6580
			23,056	700	X		
700							
0	COLUMN TOTAL		153,080,158				

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NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	ITEM 9:
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	DISCRETION	MANAGERS	VOTING	
ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS	
(SHARES)	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE
NAME OF ISSUER							
(B) SHARED (C) NONE							
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
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ERIE INDY CO	CL A	29530F102	200,288,966	7,027,683	X	28-423	369183
6658500			3,320,250	116,500	X	X 28-423	116500
ETHYL CORP	COM	297659104	78,000	13,000	X	28-423	13000
			48,000	8,000	X	X	8000
ETOYS INC	COM	297862104	14,641,475	359,300	X	28-BFMG	359300
			33,008	810	X		810
EXCHANGE APPLICATIONS	COM	300867108	3,300,750	81,000	X	28-BFMG	81000
EXECUTIVE RISK INC	COM	301586103	867,462	10,198	X	28-423	10198
			802,730	9,437	X	28-1115	7306
2131							
EXTREME NETWORKS INC	COM	30226D106	2,159,906	37,200	X	28-BFMG	37200
EXXON CORP	COM	302290101	422,908,690	5,483,419	X	28-423	5007522
159235 316662							
			336,611,908	4,364,498	X	X 28-423	1926500
2197900 240098							
			8,337,213	108,100	X	28-AMG	108100
			109,030,070	1,413,680	X	28-1115	1373880
39800							
			23,469,138	304,300	X	28-1332	300921
250 3129							
			38,004,578	492,766	X	X 28-1332	285544
45834 161388							
			4,150,328	53,813	X	PNC-FLA	53813
			5,257,534	68,169	X	X PNC-FLA	68169
			2,804,034	36,357	X	PNC-MASS	33582
2775							
			306,186	3,970	X	X PNC-MASS	3970
FNB CORP PA	COM	302520101	380,619	14,097	X	28-423	12417
1680							
FPIC INS GROUP INC	COM	302563101	368,600	7,600	X	28-423	7600
			4,879,100	100,600	X	28-1115	96500
4100							
			27,063	558	X		558
FPL GROUP INC	COM	302571104	43,322,377	793,087	X	28-423	694555
9219 89313							

148338	13483			15,803,668	289,312	X	X	28-423	127491
33700				57,269,396	1,048,410	X		28-1115	1014710
2635				2,683,781	49,131	X		28-1332	46496
194				319,229	5,844	X		PNC-FLA	5650
82				265,150	4,854	X	X	PNC-FLA	4772
50				408,322	7,475	X		PNC-MASS	7425
600				181,901	3,330	X	X		2730
FACTSET RESH SYS INC		COM	303075105	12,412,200	219,200	X		28-BFMG	219200
0 COLUMN TOTAL				1,314,741,632					

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		FORM 13F	NAME OF REPORTING MANAGER-PNC BANK CORP.						
		ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
		(SHARES)	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE (C) OTH	INSTR V	VOTING (A) SOLE
		(B) SHARED (C) NONE							
		<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
3300	6000	FAMILY DLR STORES INC	COM	307000109	331,200 259,200	13,800 10,800	X X	28-423 28-423	13800 1500
13400		FDX CORP	COM	31304N107	1,904,772 311,938 7,839,125 21,700 37,975	35,111 5,750 144,500 400 700	X X X X	28-423 28-423 28-1115	21711 150 138300 400
2830		FEDERAL HOME LN MTG CORP	COM	313400301	3,134,088 1,810,760 8,995,800 29,000 87,000	54,036 31,220 155,100 500 1,500	X X X X	28-423 28-423 28-BFMG	51206 24360 155100 500 1500
19236	248243	FEDERAL NATL MTG ASSN	COM	313586109	156,627,266 61,645,994 9,486,750 37,612,575 18,606,110 245,700 2,633,495 529,552 2,743,855	2,294,905 903,238 139,000 551,100 272,617 3,600 38,586 7,759 40,203	X X X X	28-423 28-423 28-AMG 28-1115 28-1332	2027426 493250 139000 537800 269582 1900 38586 7660 38269
15000		FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	795,363 1,141,529	34,676 49,768	X X	28-423 28-423	19676 10868
38300	600	FEDERATED DEPT STORES INC DEL	COM	31410H101	981,928 254,098	18,549 4,800	X X	28-423 28-423	9670 4800



			1,168,040	24,786	X	X	28-1332	24786
			630,250	13,374	X		PNC-FLA	13374
			142,082	3,015	X			3015
			74,740	1,586	X	X		1586
FIRST VA BANKS INC	COM	337477103	276,328	5,625	X		28-423	5625
2745			179,061	3,645	X	X		900

FIRST WESTERN BANCORP INC	COM	337505101	779,277	23,262	X		28-423	23262
0			COLUMN TOTAL	131,293,018				

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1  
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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: ITEM 5: ITEM 6: INVESTMENT

AUTHORITY ITEM 3: ITEM 4: SHARES OR DISCRETION ITEM 7: VOTING

(SHARES) ITEM 1: ITEM 2: CUSIP FAIR MARKET PRINCIPAL (B) SHARED MANAGERS

NAME OF ISSUER TITLE OF CLASS NUMBER VALUE AMOUNT (A) SOLE (C) OTH INSTR V (A) SOLE

(B) SHARED (C) NONE

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
FIRSTAR CORP NEW WIS	COM	33763V109	41,792,856	1,492,602	X		28-423	1451352	
41250			17,945,844	640,923	X	X	28-423	618723	
6000	16200		252,000	9,000	X	X	PNC-FLA	9000	
			50,400	1,800	X			1800	

FIRSTMERIT CORP	COM	337915102	290,554	10,354	X		28-423	10354
			314,294	11,200	X	X	28-423	11200

FIRSTENERGY CORP	COM	337932107	2,123,686	68,506	X		28-423	65706
2800			728,097	23,487	X	X	28-423	7779
14116	1592		74,400	2,400	X			2400
900			27,900	900	X	X		

FISHER SCIENTIFIC INTL INC	COM NEW	338032204	697,138	31,245	X		PNC-MASS	31245
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FLEET FINL GROUP INC NEW	COM	338915101	64,481,712	1,453,109	X		28-423	1232147
9700	211262		19,577,762	441,189	X	X	28-423	199210
205322	36657		8,564,375	193,000	X		28-AMG	193000
31300			45,453,313	1,024,300	X		28-1115	993000

3165			3,600,055	81,128	X		28-1332	77963
1500			254,402	5,733	X	X	28-1332	4233
			876,628	19,755	X		PNC-FLA	19755
3968			997,550	22,480	X		PNC-MASS	18512
165			63,013	1,420	X	X		1255

FLORIDA PROGRESS CORP	COM	341109106	245,352	5,939	X		28-423	5339
600			355,201	8,598	X	X	28-423	5071
3527			3,304,960	80,000	X		28-1115	600
79400			210,691	5,100	X			5100
			123,936	3,000	X	X		3000

FLORIDA ROCK INDS INC	COM	341140101	418,600	9,200	X	X	28-423	9200
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FLOWSERVE CORP	COM	34354P105	2,020,445	106,693	X		28-423	106693
350			6,628	350	X	X		

FLUOR CORP	COM	343861100	355,590	8,780	X	X	28-423	800
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7813	167			87,156	2,152	X		2152
				48,600	1,200	X	X	500
700								
FOOD LION INC 412984		CL B	344775101	4,803,826	415,484	X	28-1115	2500
				12,718	1,100	X		1100
0		COLUMN TOTAL		220,159,682				

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ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	
AUTHORITY	(SHARES)	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE (C) OTH	INSTR V	VOTING (A) SOLE	
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	
FOOTSTAR INC	COM	344912100	4,019,915 16,994	108,100 457	X	28-BFMG	108100	401	
56			156,669	4,213	X	X		3236	
977									
FORD MTR CO DEL 14163 182369	COM	345370100	59,410,101	1,052,680	X	28-423	856148		
172717 29643			21,012,511	372,318	X	X 28-423	169958		
29300			5,446,171	96,500	X	28-AMG	96500		
400 3107			54,448,724	964,770	X	28-1115	935470		
2350 1120			3,064,981	54,308	X	28-1332	50801		
82			293,811	5,206	X	X 28-1332	1736		
865			621,936	11,020	X	PNC-FLA	11020		
			275,525	4,882	X	X PNC-FLA	4800		
			1,313,063	23,266	X	PNC-MASS	22401		
FOREST LABS INC 1743	CL A	345838106	205,026	4,433	X	28-423	2690		
			226,625	4,900	X	X	4900		
FOREST OIL CORP	COM NEW	346091606	3,894,220 50	310,000 4	X	28-BFMG	310000	4	
FORT JAMES CORP 8200	COM	347471104	457,265	12,073	X	28-423	3873		
472 7200			290,577	7,672	X	X 28-423			
97800			29,428,875	777,000	X	28-1115	679200		
FORTE SOFTWARE INC	COM	349546101	1,743,660	180,000	X	PNC-MASS	180000		
FORTUNE BRANDS INC 3400 1840	COM	349631101	6,058,707	146,434	X	28-423	141194		
65213 4453			5,616,325	135,742	X	X 28-423	66076		
40			259,173	6,264	X	28-1332	6224		
			231,700	5,600	X	X PNC-FLA	5600		
			8,275	200	X		200		
FORWARD AIR CORP	COM	349853101	12,425,625	441,800	X	28-BFMG	441800		
FOSSIL INC	COM	349882100	217,688 48,375	4,500 1,000	X	X 28-423	4500	900	
100									
FOX ENTMT GROUP INC	CL A	35138T107	315,163	11,700	X	28-423	1100		

10600			9,142,418	339,400	X	28-1115	339400
			26,937	1,000	X	X	1000
FRANCHISE FIN CORP AMER	COM	351807102	338,623	15,219	X	X 28-423	219
15000							
			59,296	2,665	X		2665
0	COLUMN TOTAL		221,075,004				

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PAGE 47 OF 115 FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.  
AS OF 06/30/99

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		CUSIP		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER				VALUE									
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
FRANKLIN RES INC	COM	354613101	2,287,391	56,305	X	28-423	52205						
4100			1,815,938	44,700	X	X 28-423	27300						
17400													
FRONTIER CORPORATION	COM	35906P105	521,176	8,890	X	28-423	8890						
2360	1600		633,385	10,804	X	X 28-423	6844						
FULTON FINL CORP PA	COM	360271100	364,650	17,627	X	28-423	9754						
7873			1,093,598	52,864	X	X 28-423							
52864			22,756	1,100	X		1100						
GBC BANCORP CALIF	COM	361475106	645,975	31,900	X	28-423	31900						
7200			4,404,375	217,500	X	28-1115	210300						
GST TELECOMMUNICATIONS INC	COM	361942105	4,167,092	316,000	X	28-BFMG	316000						
1000			13,187	1,000	X								
GPU INC	COM	36225X100	1,881,245	44,593	X	28-423	41089						
2400	1104		548,853	13,010	X	X 28-423	5180						
4806	3024		14,344	340	X	X	340						
GTE CORP	COM	362320103	79,546,574	1,053,597	X	28-423	928903						
24985	99709		54,894,691	727,082	X	X 28-423	262956						
433855	30271		4,952,800	65,600	X	28-AMG	65600						
24200			67,212,365	890,230	X	28-1115	866030						
600			3,552,049	47,047	X	28-1332	46447						
1733	1048		768,666	10,181	X	X 28-1332	7400						
			1,530,234	20,268	X	PNC-FLA	20268						
254			598,262	7,924	X	X PNC-FLA	7670						
GZA GEOENVIRONMENTAL TECH INC	COM	362386104	120,000	24,000	X	28-1332	24000						
GALLAHER GROUP PLC	SPONSORED ADR	363595109	1,884,972	77,136	X	28-423	72983						
3000	1153		4,927,843	201,655	X	X 28-423	173635						
22767	5253		152,096	6,224	X		6224						
			48,874	2,000	X	X	2000						
GANNETT INC	COM	364730101	17,538,122	245,718	X	28-423	225536						
1600	18582		8,851,499	124,014	X	X 28-423	55140						

65474	3400		1,583,597	22,187	X	28-1332	21937
250			1,013,525	14,200	X	X 28-1332	14200
			134,328	1,882	X		1882
0	COLUMN TOTAL		267,724,462				

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FORM 13F

NAME OF REPORTING MANAGER-PNC BANK CORP.

AS OF 06/30/99

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:	
(SHARES)		TITLE OF CLASS		NUMBER		VALUE		PRINCIPAL		(B) SHARED		MANAGERS	
NAME OF ISSUER		TITLE OF CLASS		NUMBER		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE	
(B) SHARED (C) NONE		TITLE OF CLASS		NUMBER		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE	
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GAP INC DEL	57	COM	364760108	1,696,832	33,684	X	28-423	33627					
	28686			1,887,098	37,461	X	X 28-423	8775					
				13,113,872	260,325	X	28-BFMG	260325					
				323,005	6,412	X	28-1332	6412					
				124,124	2,464	X		2464					
GATEWAY INC	250	COM	367626108	258,101	4,370	X	28-423	3220					
	26100			1,553,331	26,300	X	28-1115	200					
				70,874	1,200	X	X	1200					
GENERAL AMERN INVS INC		COM	368802104	220,309	6,727	X		6727					
GENERAL DYNAMICS CORP	110	COM	369550108	255,526	3,710	X	28-423	3600					
	3900			323,713	4,700	X	X 28-423	800					
				5,633,975	81,800	X	28-BFMG	81800					
	32600			2,245,325	32,600	X	28-1115						
				34,438	500	X		500					
GENERAL ELEC CO	177373	COM	369604103	816,150,071	7,222,567	X	28-423	6608140					
	2941233			742,498,140	6,570,780	X	X 28-423	3213439					
				79,755,400	705,800	X	28-BFMG	705800					
				15,707,000	139,000	X	28-AMG	139000					
				101,704,520	900,040	X	28-1115	890640					
	9400			65,485,082	579,514	X	28-1332	574450					
	1125	3939		38,724,648	342,696	X	X 28-1332	330274					
	11546	876		10,376,903	91,831	X	PNC-FLA	91331					
	500			4,329,595	38,315	X	X PNC-FLA	37800					
	115	400		6,809,041	60,257	X	PNC-MASS	56352					
	3905			54,240	480	X	X	480					
GENERAL GROWTH PPTYS INC	2300	COM	370021107	1,842,450	51,900	X	28-1115	49600					
	1000			120,700	3,400	X		3400					
				35,500	1,000	X	X						
GENERAL INSTR CORP DEL	38900	COM	370120107	297,500	7,000	X	28-423	7000					
				1,666,000	39,200	X	28-1115	300					
				4,250	100	X	X						
	100												
GENERAL MLS INC		COM	370334104	12,750,610	158,639	X	28-423	154439					

1000	3200			14,533,166	180,817	X	X	28-423	134515
41510	4792			1,912,925	23,800	X		28-1332	23800
				66,309	825	X			825
				76,356	950	X	X		450
300	200								
0		COLUMN TOTAL		1,942,640,929					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		CUSIP		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER				VALUE									
(B) SHARED (C) NONE													
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GENERAL MTRS CORP	COM	370442105	31,408,146	475,881	X	28-423	406649						
9106 60126			18,018,198	273,003	X	X 28-423	111854						
140864 20285			2,805,000	42,500	X	28-AMG	42500						
			42,590,064	645,304	X	28-1115	628004						
17300			3,873,540	58,690	X	28-1332	56954						
1736			1,020,228	15,458	X	X 28-1332	15209						
249			213,708	3,238	X	PNC-FLA	3238						
			732,336	11,096	X	PNC-MASS	10821						
275			58,278	883	X	X	850						
33													
GENERAL MTRS CORP	CL H NEW	370442832	242,761	4,311	X	28-423	2980						
1331			292,597	5,196	X	X 28-423	2492						
2512 192			113	2	X		2						
			5,969	106	X	X	106						
GENERAL NUTRITION COS INC	COM	37047F103	291,400	12,500	X		12500						
GENESEE & WYO INC	CL A	371559105	669,073	64,883	X	X 28-423	64883						
			78,547	7,617	X		7617						
GENTEX CORP	COM	371901109	33,194,000	1,185,500	X	28-BFMG	1185500						
GENUINE PARTS CO	COM	372460105	4,201,120	120,032	X	28-423	108482						
6300 5250			4,270,245	122,007	X	X 28-423	35284						
83910 2813			648,795	18,537	X	28-1332	18537						
			36,750	1,050	X		1050						
			10,500	300	X	X	300						
GEORGIA PAC CORP	COM GA PAC GRP	373298108	1,902,391	40,156	X	28-423	38178						
1978			4,364,848	92,134	X	X 28-423	59532						
32206 396			2,150,825	45,400	X	28-1115	300						
45100													
GEORGIA PAC CORP	COM-TIMBER GRP	373298702	444,451	17,602	X	28-423	15702						
1900			1,153,218	45,672	X	X 28-423	29366						
16108 198													
GIBRALTAR STL CORP	COM	37476F103	3,521,925	142,300	X	28-423	142300						
			8,296,200	335,200	X	28-1115	322200						
13000													
0		COLUMN TOTAL		166,495,226									

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT		ITEM 7: MANAGERS INSTR V	VOTING (A) SOLE
					(B) SHARED	(C) OTH		
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
GILLETTE CO 11990 114906	COM	375766102	33,048,419	806,059	X		28-423	679163
105598 13282			11,594,718	282,798	X	X	28-423	163918
300			13,542,300	330,300	X		28-BFMG	330300
7000			6,744,500	164,500	X		28-1115	164500
			10,463,036	255,196	X		28-1332	254896
			520,700	12,700	X	X	28-1332	5700
3545			1,073,913	26,193	X		PNC-FLA	26193
			1,046,402	25,522	X		PNC-MASS	21977
			79,950	1,950	X	X		1950
GLATFELTER P H CO 1431724 27866	COM	377316104	148,669,326	10,165,424	X		28-423	8705834
5605966 72000			85,494,401	5,845,771	X	X	28-423	167805
GLAXO WELLCOME PLC 1600 3500	SPONSORED ADR	37733W105	3,019,528	53,325	X		28-423	48225
18654 4350			4,499,083	79,454	X	X	28-423	56450
			113,250	2,000	X			2000
GLENAYRE TECHNOLOGIES INC	COM	377899109	57,504	16,000	X		28-423	16000
GLENBOROUGH RLTY TR INC 13300	COM	37803P105	1,863,628	106,493	X		28-423	106493
			6,056,750	346,100	X		28-1115	332800
GLOBAL INDS LTD	COM	379336100	7,063,256	551,300	X		28-BFMG	551300
			12,812	1,000	X			1000
GOLDEN WEST FINL CORP DEL	COM	381317106	588,392	6,004	X		28-423	6004
GOLDMAN SACHS GROUP INC 2900	COM	38141G104	272,021	3,765	X		28-423	865
17300			10,721,900	148,400	X		28-1115	131100
			7,225	100	X			100
			14,450	200	X	X		200
GOODRICH B F CO 274	COM	382388106	211,565	4,978	X			4704
600			113,050	2,660	X	X		2060
GOODYEAR TIRE & RUBR CO 20320	COM	382550101	3,271,712	55,630	X		28-423	35310
12466 3600			1,463,243	24,880	X	X	28-423	8814
4200			552,833	9,400	X		28-1115	5200
			280,651	4,772	X		28-1332	4772
			47,050	800	X			800
			192,198	3,268	X	X		500
2768 0	COLUMN TOTAL		352,699,766					

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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		VOTING	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS			
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
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GOODYS FAMILY CLOTHING INC	COM	382588101	195,573	17,100	5,719	X	28-BFMG	17100				500	
GRAINGER W W INC	COM	384802104	3,995,164	74,243		X	28-423	72643					
1600			2,016,874	37,480		X	X 28-423	14780					
20950	1750		376,684	7,000		X	X 28-1332	6800					
200			10,762	200		X		200					
GREAT PLAINS SOFTWARE	COM	39119E105	452,995	9,600		X	28-BFMG	9600					
GUIDANT CORP	COM	401698105	8,775,760	171,653		X	28-423	122953					
48700			1,979,816	38,725		X	X 28-423	24740					
2450	11535		6,717,825	131,400		X	28-BFMG	131400					
			12,029,713	235,300		X	28-1332	235300					
			223,672	4,375		X	PNC-MASS	4375					
			20,450	400		X	X	400					
GUILFORD MLS INC	COM	401794102	1,501,397	144,713		X	28-423	144713					
2200			651,550	62,800		X	28-1115	60600					
GULFSTREAM AEROSPACE CORP	COM	402734107	337,810	5,000		X	X 28-423						
5000			33,105	490		X		490					
HMT TECHNOLOGY CORP	COM	403917107	275,533	110,213		X	28-423	110213					
3000			28,000	11,200		X	28-1115	8200					
HALLIBURTON CO	COM	406216101	9,600,557	212,167		X	28-423	178267					
9100	24800		9,704,994	214,475		X	X 28-423	144207					
50472	19796		8,615,600	190,400		X	28-BFMG	190400					
			173,353	3,831		X		3831					
			58,825	1,300		X	X	1300					
HANCOCK JOHN PATRIOT PREM DIVI	COM	41013Q101	132,268	14,800		X	28-423	14800					
HANGER ORTHOPEDIC GROUP INC	COM NEW	41043F208	303,602	21,400		X	28-BFMG	21400					
			56,748	4,000		X	X	4000					
HANNAFORD BROS CO	COM	410550107	419,975	7,850		X	X 28-423						
7850			2,776,650	51,900		X	28-1115	400					
51500													
HARCOURT GEN INC	COM	41163G101	268,122	5,200		X	X 28-423	5000					
200													
HARCOURT GEN INC	PFD A CV \$0.64	41163G200	249,685	5,000		X	X 28-423	5000					
0	COLUMN TOTAL		71,988,781										

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ITEM 5: ITEM 6:  
 INVESTMENT

ITEM 8:



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HELIX TECHNOLOGY CORP	COM	423319102	11,281,724	471,309	X	28-BFMG		471309	
HENRY JACK & ASSOC INC	COM	426281101	412,125	10,500	X	28-BFMG		10500	
500			19,625	500	X	X			
HERCULES INC	COM	427056106	513,100	13,052	X	28-423		12516	
536			945,768	24,058	X	X	28-423	1075	
19436	3547		2,060,185	52,406	X	28-1332		52406	
			553,631	14,083	X	X	28-1332	14083	
HERSHEY FOODS CORP	COM	427866108	2,967,147	49,973	X	28-423		49679	
294			5,343,928	90,003	X	X	28-423	53100	
34303	2600		65,313	1,100	X			1100	
HERTZ CORP	CL A	428040109	1,444,600	23,300	X	28-1115		200	
23100			6,200	100	X			100	
HEWLETT PACKARD CO	COM	428236103	77,732,328	773,456	X	28-423		689311	
7660	76485		89,603,589	891,578	X	X	28-423	531968	
322192	37418		26,873,700	267,400	X	28-1115		267400	
			19,990,455	198,910	X	28-1332		198910	
			2,130,600	21,200	X	X	28-1332	21200	
			2,479,838	24,675	X	PNC-FLA		24675	
300			655,059	6,518	X	X	PNC-FLA	6218	
3330			2,566,770	25,540	X	PNC-MASS		22210	
			158,790	1,580	X	X		1580	
HIGHWOODS PPTYS INC	COM	431284108	1,947,890	70,995	X	28-423		70995	
8000			5,764,514	210,100	X	28-1115		202100	
3000			82,311	3,000	X	X			
HILB ROGAL & HAMILTON CO	COM	431294107	402,750	18,000	X	X	28-423		
18000									
HILLENBRAND INDS INC	COM	431573104	1,348,665	31,183	X	28-423		6900	
24283			77,850	1,800	X	X		1800	
HILTON HOTELS CORP	SUB NT CONV 5%	432848AL3	32,112,500	350,000	X	X	28-423		
350000									
HILTON HOTELS CORP	COM	432848109	837,700	59,047	X	28-423		58071	
976			2,171	153	X			153	
3400			70,935	5,000	X	X		1600	
0	COLUMN TOTAL		290,451,761						

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HOLLYWOOD ENTMT CORP	COM	436141105	244,525	12,500	X	28-423		12500	
			3,274,679	167,400	X	28-1115		160500	

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PAGE 54 OF 115  
AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: ITEM 5: ITEM 6: INVESTMENT  
AUTHORITY ITEM 3: ITEM 4: SHARES OR DISCRETION ITEM 7: VOTING  
(SHARES) ITEM 1: ITEM 2: CUSIP FAIR MARKET PRINCIPAL (B) SHARED MANAGERS  
NAME OF ISSUER TITLE OF CLASS NUMBER VALUE AMOUNT (A) SOLE (C) OTH INSTR V (A) SOLE  
(B) SHARED (C) NONE

6900				37,168	1,900	X		1900
	HOLOGIC INC	COM	436440101	132,188	23,500	X	28-423	23500
12600				1,942,875	345,400	X	28-1115	332800
	HOLOPHANE CORP	COM	43645B106	4,930,516	129,325	X	28-423	129325
10500				10,871,725	285,160	X	28-1115	274660
	HOME DEPOT INC	COM	437076102	52,988,156	822,325	X	28-423	676506
9910	135909			26,168,059	406,103	X	X 28-423	287509
92996	25598			29,570,139	458,900	X	28-BFMG	458900
				3,189,632	49,500	X	28-AMG	49500
				22,366,083	347,100	X	28-1115	347100
				11,076,076	171,890	X	28-1332	171890
				450,801	6,996	X	X 28-1332	4100
2896				3,851,206	59,767	X	PNC-FLA	58463
1304				612,538	9,506	X	X PNC-FLA	9506
				4,020,933	62,401	X	PNC-MASS	55366
7035				128,874	2,000	X	X	2000
	HOMESTAKE MNG CO	COM	437614100	82,689	10,100	X	28-423	10100
				21,286	2,600	X		2600
800				6,550	800	X	X	
	HONEYWELL INC	COM	438506107	1,518,542	13,105	X	28-423	10769
2336				3,097,339	26,730	X	X 28-423	11312
15418				25,770,600	222,400	X	28-1115	181400
41000				622,944	5,376	X	X 28-1332	5376
				557,127	4,808	X	X PNC-FLA	4808
				115,875	1,000	X		1000
	HONG KONG TELECOMMUNICATIONS	SPONSORED ADR	438579203	321,224	11,925	X	28-423	11925
				16,162	600	X		600
	HOST MARRIOTT CORP NEW	COM	44107P104	311,826	26,259	X	X 28-423	2905
341	23013			32,264	2,717	X		1087
1630								
	HOUSEHOLD INTL INC	COM	441815107	5,378,294	113,526	X	28-423	104729
1800	6997			3,539,481	74,712	X	X 28-423	18122
50557	6033			38,103,949	804,305	X	28-1115	779946
24359				147,526	3,114	X		3114
0	COLUMN TOTAL			255,499,851				

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FILE NO. 28-1235  
PAGE 55 OF 115 FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.  
AS OF 06/30/99

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	ITEM 9:
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	DISCRETION	MANAGERS	VOTING
ITEM 1:	ITEM 2:		PRINCIPAL	(B) SHARED	(A) SOLE (C) OTH INSTR V	(A) SOLE	
(SHARES)	TITLE OF CLASS	VALUE	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE	
NAME OF ISSUER	NUMBER						
(B) SHARED (C) NONE							
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HUBBELL INC	CL A	443510102	1,046,360	26,241	X	28-423	26241
			191,400	4,800	X	X	4800
HUBBELL INC	CL B	443510201	1,277,805	28,161	X	28-423	27661

500

14700				840,436	18,522	X	X	28-423	3822
				58,988	1,300	X			1300
	HUMANA INC	COM	444859102	1,404,738	108,583	X		28-423	108583
				42,692	3,300	X	X		3300
	HUNTINGTON BANCSHARES INC	COM	446150104	1,420,860	40,596	X		28-423	40596
				397,810	11,366	X	X	28-423	11366
57930				2,040,500	58,300	X		28-1115	370
				664,930	18,998	X	X	28-1332	18998
				56,455	1,613	X			1613
	HUTCHINSON TECHNOLOGY INC	COM	448407106	2,784,546	100,344	X		28-423	100344
4300				269,175	9,700	X		28-1115	5400
	IDX SYS CORP	COM	449491109	7,716,204	342,000	X		28-BFMG	342000
	IMC GLOBAL INC	COM	449669100	209,821	12,076	X			4186
7890				58,154	3,347	X	X		2530
817									
	I-LINK CORP	COM	449927102	82,960	17,700	X		28-423	17700
2000				9,374	2,000	X	X		
	IMS HEALTH INC	COM	449934108	5,193,063	166,178	X		28-423	164778
400	1000			2,620,938	83,870	X	X	28-423	41228
36826	5816			6,612,500	211,600	X		28-BFMG	211600
				431,250	13,800	X		28-1332	13800
				247,938	7,934	X	X	28-1332	7934
				34,375	1,100	X			1100
	ITC DELTACOM INC	COM	45031T104	32,600,400	1,164,300	X		28-BFMG	1164300
	ITT INDS INC IND	COM	450911102	392,840	10,304	X		28-423	5004
5300				318,153	8,345	X	X	28-423	6400
1945				3,046,188	79,900	X		28-1115	600
79300				25,048	657	X			657
0		COLUMN TOTAL		72,095,901					

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AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION		ITEM 6: INVESTMENT		ITEM 7: MANAGERS	VOTING
					(A) SOLE	(B) SHARED	(C) OTH	(A) SOLE		
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IKON OFFICE SOLUTIONS INC 6693	COM	451713101	511,395	34,093	X	X	28-423			27400
			262,500	17,500	X		28-1115			
17500			1,500	100	X					100
ILLINOIS TOOL WKS INC 5650 123624	COM	452308109	58,817,163	719,476	X		28-423			590202
			16,637,351	203,515	X	X	28-423			77985
115325 10205			4,316,400	52,800	X		28-BFMG			52800
			10,104,300	123,600	X		28-AMG			123600
			10,807,350	132,200	X		28-1115			132200
			18,585,127	227,341	X		28-1332			225584
1757			1,283,475	15,700	X	X	28-1332			13000

2700				1,569,355	19,197	X	PNC-FLA	19197
				2,966,217	36,284	X	PNC-MASS	32499
3785				111,998	1,370	X	X	1370
ILLINOVA CORP	COM	452317100		254,079	9,324	X	28-423	9324
4400				2,913,025	106,900	X	28-1115	102500
				21,800	800	X	X	800
IMATION CORP	COM	45245A107		286,727	11,556	X	28-423	11402
40 114				291,467	11,747	X	X 28-423	9438
2034 275				16,624	670	X		670
				36,548	1,473	X	X	1473
IMMUNEX CORP NEW	COM	452528102		433,286	3,400	X	X 28-423	3400
				5,097,480	40,000	X	28-BFMG	40000
IMPERIAL BANCORP	COM	452556103		217,932	11,000	X	28-423	11000
INACOM CORP	COM	45323G109		722,428	57,222	X	28-423	53422
3800				61,863	4,900	X		3200
1700				5,050	400	X	X	400
INFOSEEK CORP	COM	45678M107		1,404,554	29,300	X	28-BFMG	29300
				23,969	500	X		500
				2,924	61	X	X	61
INFOSPACE COM INC	COM	45678T102		1,316,000	28,000	X	28-BFMG	28000
0 COLUMN TOTAL				139,079,887				

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FORM 13F

NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:			ITEM 5:			ITEM 6:			ITEM 7:	
AUTHORITY			ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	MANAGERS		VOTING	
ITEM 1:			ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	INSTR V		(A) SOLE
(SHARES)			TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR V (A) SOLE	
(B) SHARED (C) NONE							(A) SOLE	(C) OTH	INSTR V (A) SOLE	
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INGERSOLL RAND CO	COM	456866102	2,299,422	35,581	X	28-423	30169			
3000 2412			3,777,396	58,451	X	X 28-423	18389			
15262 24800			2,701,325	41,800	X	28-1115	300			
41500			38,775	600	X		600			
636			49,567	767	X	X	131			
INKTOMI CORP	COM	457277101	11,427,350	86,900	X	28-BFMG	86900			
			13,150	100	X		100			
			4,734	36	X	X	36			
INSURANCE MGMT SOLUTIONS GROUP	COM	458045101	1,987,674	233,844	X	28-BFMG	233844			
INTEGRATED HEALTH SVCS INC	COM	45812C106	1,133,320	141,665	X	28-423	141665			
1700			44,000	5,500	X		3800			
INTEGRATED SILICON SOLUTION	COM	45812P107	116,240	20,000	X	28-423	20000			
INTEL CORP	COM	458140100	233,392,201	3,922,558	X	28-423	3378403			
59716 484439			165,672,276	2,784,408	X	X 28-423	1921695			
762780 99933			50,872,500	855,000	X	28-BFMG	855000			
			12,173,700	204,600	X	28-AMG	204600			
			41,382,250	695,500	X	28-1115	692200			

3300				28,144,452	473,016	X	28-1332	466002
1900	5114			4,501,056	75,648	X	X 28-1332	58348
17100	200			4,134,536	69,488	X	PNC-FLA	69288
200				353,430	5,940	X	X PNC-FLA	5800
140				5,644,468	94,865	X	PNC-MASS	87735
7130				271,915	4,570	X	X PNC-MASS	4570
INTERNATIONAL BUSINESS MACHS	COM	459200101	237,424,107	1,836,937		X	28-423	1628356
17850	190731			198,175,665	1,533,274	X	X 28-423	707804
594530	230940			5,506,050	42,600	X	28-BFMG	42600
				12,485,550	96,600	X	28-AMG	96600
				170,429,050	1,318,600	X	28-1115	1274800
43800				18,097,844	140,022	X	28-1332	138136
1886				6,696,443	51,810	X	X 28-1332	50210
1600				2,216,379	17,148	X	PNC-FLA	17148
				2,336,840	18,080	X	X PNC-FLA	18080
				2,022,892	15,651	X	PNC-MASS	15651
INTERNATIONAL ELECTRONICS INC	COM PAR \$0.01	459436507	16,500	11,000		X	PNC-MASS	
11000								
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AS OF 06/30/99

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION (B) SHARED (A) SOLE (C) OTH		ITEM 6: INVESTMENT INSTR V	ITEM 7: MANAGERS	VOTING (A) SOLE
					(A) SOLE	(C) OTH			
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INTERNATIONAL FLAVORS&FRAGRANC	COM	459506101	1,488,080	33,820	X		28-423	33520	
300			783,464	17,806	X	X	28-423		
17806									
INTERNATIONAL HOME FOODS INC	COM	459655106	3,838,583	208,200	X		28-1115	1500	
206700									
INTERNATIONAL NETWORK SVCS	COM	460053101	35,073,561	868,695	X		28-BFMG	868695	
INTL PAPER CO	COM	460146103	12,170,349	242,196	X		28-423	232264	
400	9532		3,728,048	74,190	X	X	28-423	41362	
11738	21090		300,495	5,980	X		28-1332	5980	
			35,175	700	X			700	
			157,182	3,128	X	X		3128	
INTERNET AMERICA INC	COM	46058Y109	283,125	15,000	X		28-BFMG	15000	
INTERPUBLIC GROUP COS INC	COM	460690100	8,548,848	98,688	X		28-423	91038	
7650			28,512,619	329,150	X	X	28-423	322300	
6850									
INTERVU INC	COM	46114R106	501,887	13,100	X		28-BFMG	13100	
INTIMATE BRANDS INC	CL A	461156101	7,499,463	158,300	X		28-BFMG	158300	
			18,950	400	X	X		400	
INVESTORS FINL SERVICES CORP	COM	461915100	29,112,000	727,800	X		28-BFMG	727800	
			96,000	2,400	X	X		2400	



IOMEGA CORP	COM	462030107	103,677 1,481	21,000 300	X X	28-423	21000 300
IPALCO ENTERPRISES INC 4818	COM	462613100	777,478	36,696	X	28-423	31878
49118			1,376,477	64,968	X X	28-423	15850
			120,766	5,700	X		5700
			186,446	8,800	X X		8800
ISOCOR	COM	464902105	125,000	20,000	X	28-423	20000
ITURF INC	CL A	46575Q100	3,130,145	173,300	X	28-BFMG	173300
IVILLAGE INC	COM	46588H105	251,250	5,000	X	28-BFMG	5000
JLG INDS INC 2500	COM	466210101	3,549,325	174,200	X	28-1115	171700
1120			100,245	4,920	X		3800
2000			40,750	2,000	X X		
0							
	COLUMN TOTAL		141,910,869				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE			
(B) SHARED (C) NONE		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE			
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
JABIL CIRCUIT INC	COM	466313103	4,864,475	107,800	X	28-BFMG	107800						
JEFFBANKS INC	COM	472317106	337,291 43,736	11,861 1,538	X X	PNC-FLA	11861 1538						
JEFFERSON PILOT CORP 4087 135	COM	475070108	712,304 345,629	10,762 5,222	X X	28-423 28-423	10762 1000						
JOHNSON & JOHNSON 20671 204184	COM	478160104	310,773,974	3,171,163	X	28-423	2946308						
632846 113821			188,426,756	1,922,722	X X	28-423	1176055						
			33,026,000	337,000	X	28-BFMG	337000						
			6,997,200	71,400	X	28-AMG	71400						
			21,903,000	223,500	X	28-1115	223500						
			17,691,352	180,524	X	28-1332	178210						
2314			10,364,480	105,760	X X	28-1332	94710						
10850 200			3,415,888	34,856	X	PNC-FLA	32856						
2000			2,057,412	20,994	X X	PNC-FLA	20994						
			3,091,410	31,545	X	PNC-MASS	28590						
2955			137,200	1,400	X X		1400						
JOHNSON CTLS INC 150	COM	478366107	350,026	5,050	X	28-423	4900						
			1,025,818	14,800	X X	28-423	14800						
			42,419	612	X		612						
JONES APPAREL GROUP INC	COM	480074103	1,394,783	40,650	X	28-423	40650						
KLA-TENCORP CORP 50100	COM	482480100	3,276,188	50,500	X	28-1115	400						
K MART CORP 23600	COM	482584109	881,859	53,446	X	28-423	29846						
			244,035	14,790	X X	28-423	3600						

7790	3400			44,125,950	2,674,300	X	28-1115	2504800
169500				70,950	4,300	X		4300
				33,000	2,000	X	X	2000
K-SWISS INC	CL A	482686102	4,743,000	102,000		X	28-BFMG	102000
K2 INC	COM	482732104	532,073	59,536		X	28-423	59536
KANSAS CITY PWR & LT CO 18150	COM	485134100	1,869,864	73,328		X	28-423	55178
1362			611,031	23,962		X	X 28-423	22600
0			160,650	6,300		X		6300
	COLUMN TOTAL		663,549,753					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6: INVESTMENT		ITEM 7:		VOTING	
AUTHORITY		ITEM 2:		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		ITEM 7:	
ITEM 1:		TITLE OF CLASS		NUMBER		VALUE		PRINCIPAL		(B) SHARED		MANAGERS	
(SHARES)								AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
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KANSAS CITY SOUTHN INDS INC 1700	COM	485170104	807,860	12,660		X	28-423	10960					
			223,342	3,500		X	X 28-423	3500					
36900			2,373,806	37,200		X	28-1115	300					
KAYDON CORP	COM	486587108	238,738	7,100		X	28-423	7100					
			174,850	5,200		X	X	5200					
KEANE INC	COM	486665102	1,418,588	62,700		X	28-1115	400					
62300													
KEEBLER FOODS CO	COM	487256109	2,467,450	80,900		X	28-1115	600					
80300													
KELLOGG CO	COM	487836108	3,183,708	96,476		X	28-423	90839					
250 5387													
			3,553,539	107,683		X	X 28-423	71733					
35400 550			676,500	20,500		X	28-1332	20500					
			366,960	11,120		X	X 28-1332	7920					
3200			125,400	3,800		X		3800					
KELLWOOD CO	COM	488044108	3,561,865	131,313		X	28-423	131313					
12700			8,864,450	326,800		X	28-1115	314100					
KEMET CORP	COM	488360108	6,209,046	270,700		X	28-BFMG	270700					
KEMPER HIGH INCOME TR	SH BEN INT	48841G106	110,867	12,492		X	28-423	12492					
			88,750	10,000		X	X PNC-FLA	10000					
KEMPER MUN INCOME TR	COM SH BEN INT	48842C104	1,120,897	91,041		X	28-423	91041					
			73,872	6,000		X		6000					
			6,156	500		X	X	500					
KERR MCGEE CORP	COM	492386107	3,740,086	74,523		X	X 28-423	31326					
43197													
			167,123	3,330		X		3330					
KEYCORP NEW	COM	493267108	1,991,879	62,004		X	28-423	58704					
3300													
			985,724	30,684		X	X 28-423	27484					
1000 2200			90,593	2,820		X		2820					
			16,063	500		X	X	500					

KEYSTONE FINANCIAL INC 3150 38	COM	493482103	656,395	22,204	X	28-423	19016
100150			3,054,937	103,340	X	X 28-423	3190
			330,976	11,196	X	PNC-FLA	11196
			37,366	1,264	X	X	1264
KIMBALL INTL INC 0	CL B	494274103	426,668	25,284	X	28-423	25284
COLUMN TOTAL			47,144,454				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION (B) SHARED (A) SOLE	ITEM 6: INVESTMENT (C) OTH INSTR V	ITEM 7: MANAGERS	ITEM 8: VOTING (A) SOLE
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KIMBERLY CLARK CORP 1800 29800	COM	494368103	50,462,556	885,308	X	28-423	853708	
68464 29308			33,475,074	587,282	X	X 28-423	489510	
14500			10,089,000	177,000	X	28-BFMG	177000	
500			18,814,560	330,080	X	28-1115	315580	
			1,265,685	22,205	X	28-1332	21705	
			363,090	6,370	X	X 28-1332	6370	
			470,250	8,250	X	PNC-FLA	8250	
			228,000	4,000	X	X PNC-FLA	4000	
			182,400	3,200	X		3200	
			68,400	1,200	X	X	1200	
KIMCO REALTY CORP 200	COM	49446R109	482,963	12,150	X	28-423	11950	
600			369,675	9,300	X	X 28-423	8700	
			43,725	1,100	X		1100	
KNIGHT RIDDER INC 1800 600	COM	499040103	781,880	14,200	X	28-423	11800	
7333 900			993,594	18,045	X	X 28-423	9812	
KOHL'S CORP	COM	500255104	1,498,371	19,491	X	28-423	19491	
			5,373,563	69,900	X	28-BFMG	69900	
			199,875	2,600	X	X	2600	
KONINKLIJKE PHILIPS ELECTRS NV 1728	SPNSRD ADR NEW	500472204	328,348	3,255	X	28-423	1527	
920			3,632	36	X		36	
			129,927	1,288	X	X	368	
KROGER CO 7600 150482	COM	501044101	38,151,717	1,365,634	X	28-423	1207552	
48030 20472			4,469,138	159,972	X	X 28-423	91470	
4542			10,833,969	387,800	X	28-BFMG	387800	
			6,475,797	231,800	X	28-AMG	231800	
			1,059,986	37,942	X	28-1332	33400	
			225,172	8,060	X	PNC-FLA	8060	
5640			2,075,160	74,280	X	PNC-MASS	68640	
1200			169,857	6,080	X	X	4880	
LG&E ENERGY CORP 3000 1200	COM	501917108	6,868,344	327,064	X	28-423	322864	
334 3000			487,641	23,221	X	X 28-423	19887	
			259,980	12,380	X	X 28-1332	11106	

1274				35,070	1,670	X		1670
LTV CORP NEW 1000	COM	501921100	358,896	54,173	X	28-423		53173
28800			4,761,388	718,700	X	28-1115		689900
3000			19,875	3,000	X	X		
0	COLUMN TOTAL		201,876,558					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: PRINCIPAL AMOUNT	ITEM 5: SHARES OR DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 6: INVESTMENT INSTR V	ITEM 7: MANAGERS	VOTING (A) SOLE (C)
LSI LOGIC CORP	COM	502161102	10,055,250 43,819	218,000 950	X X	28-BFMG		218000 800
			69,188	1,500	X	X		1500
LAKEHEAD PIPE LINE PARTNERS LP	COM UNIT-CL A	511557100	246,047 13,181	5,600 300	X X	28-423		5600 300
LAM RESH CORP	COM	512807108	382,833 4,239,180	8,200 90,800	X X	28-423 28-1115		8200 87200
LAUDER ESTEE COS INC	CL A	518439104	8,661,600 220,550 10,025 20,050	172,800 4,400 200 400	X X X X	28-BFMG 28-1332		172800 4400 200 400
LEAR CORP	COM	521865105	601,975 4,975,000 21,850,200	12,100 100,000 439,200	X X X	28-423 28-BFMG 28-1115		900 100000 358700
LEGATO SYS INC	COM	524651106	485,100 2,985,675 115,500	8,400 51,700 2,000	X X X	28-423 28-BFMG		8400 51700 2000
LEGGETT & PLATT INC	COM	524660107	294,807 39,716	10,600 1,428	X X	X 28-423		6000 1428
LEHMAN BROS HLDGS INC	COM	524908100	620,629 335,102 1,559,338	9,990 5,394 25,100	X X X	28-423 X 28-423 28-1115		9490 2864 200
			7,455	120	X	X		120
LENNAR CORP	COM	526057104	3,240,000 8,672,424	135,000 361,351	X X	28-423 28-1115		135000 348260
LEVEL ONE COMMUNICATIONS INC	COM	527295109	436,958 11,011	8,929 225	X X	28-423		8929 225
LEXFORD RESIDENTIAL TR	SH BEN INT	528933104	787,875	33,000	X	28-423		33000
LEXMARK INTL GROUP INC	CL A	529771107	1,716,100 58,950	26,200 900	X X	28-BFMG		26200 700
0	COLUMN TOTAL		72,755,538					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: PRINCIPAL AMOUNT	ITEM 5: SHARES OR DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 6: INVESTMENT		ITEM 7: INSTR V	VOTING (A) SOLE (C) NONE
						(A) SOLE	(C) OTH		
<S> <C> LIBBEY INC 4900	COM	529898108	3,543,452 3,973,000	122,188 137,000	X X	28-423 28-1115		122188 132100	
LIBERTY PPTY TR 49400 300	SH BEN INT	531172104	1,243,750 7,463	50,000 300	X X	X 28-423		600	
LILLY ELI & CO 15170 170044 160017 19273 1372 2050 600	COM	532457108	60,173,738 36,949,475 16,724,438 8,573,513 18,973,463 1,973,054 1,077,956	840,122 515,874 233,500 119,700 264,900 27,547 15,050	X X X X X X X	28-423 X X 28-423		654908 336584 233500 119700 264900 26175	
LILLY INDS INC LIMITED INC 600 272 700	CL A COM	532491107 532716107	198,762 465,139 105,361	10,708 10,251 2,322	X X X	X 28-423 28-423		10708 9651 1350	
LINCOLN NATL CORP IND 4000 1000 29800	COM	534187109	625,652 625,652 1,569,360	11,960 11,960 30,000	X X X	28-423 X 28-423 28-1115		11960 6960 200	
LINEAR TECHNOLOGY CORP	COM	535678106	999,335 1,022,200	14,860 15,200	X X	28-423 X 28-423		14860 15200	
LINENS N THINGS INC	COM	535679104	55,636,875	1,271,700	X	28-BFMG		1271700	
LOCKHEED MARTIN CORP 8200 5942 456 13200	COM	539830109	4,110,240 9,245,450 18,654,800	110,342 248,200 500,800	X X X	28-423 X 28-423 28-1115		102142 241802 487600	
LOEWS CORP 6532 200	COM	540424108	821,318 15,825	10,380 200	X X	28-423		3848	
LONE STAR INDS INC 3400	COM NEW	542290408	338,058 7,050,387	9,000 187,700	X X	28-423 28-1115		9000 184300	
LONE STAR STEAKHOUSE SALOON 0 COLUMN TOTAL	COM	542307103	807,775 257,937,518	83,113	X	28-423		83113	

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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		VOTING					
AUTHORITY		ITEM 1:		ITEM 2:		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		ITEM 7:		VOTING	
(SHARES)		NAME OF ISSUER		TITLE OF CLASS		NUMBER		VALUE		PRINCIPAL		(B) SHARED		MANAGERS		(A) SOLE	
(B) SHARED (C) NONE										(A) SOLE (C) OTH		INSTR V		(A) SOLE			
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<C>		LOUIS DREYFUS NAT GAS CORP		COM		546011107		6,761,843 43		313,600 2		X X		28-BFMG		313600	
2		LOUISIANA PAC CORP 1144		COM		546347105		498,152 134,178		20,865 5,620		X X		28-423		19721 5620	
2050		LOWES COS INC 182287		COM		548661107		59,198,858 11,050,677		1,044,311 194,942		X X		28-423		859974 95341	
90100		9501						12,275,910 10,940,591 1,129,885		216,556 193,000 19,932		X X X		28-BFMG 28-AMG 28-1332		216556 193000 15650	
4282								274,932		4,850		X X		28-1332		3450	
1400								596,631 1,425,961		10,525 25,155		X X		PNC-FLA PNC-MASS		10525 24945	
210								31,745		560		X X				560	
200		LUBRIZOL CORP 2000		COM		549271104		1,722,909 1,251,947		63,226 45,943		X X		28-423		61026 29063	
15080		1800						61,313		2,250		X				2250	
42720		LUCENT TECHNOLOGIES INC 330526		COM		549463107		211,328,676 124,747,997		3,133,720 1,849,845		X X		28-423		2760474 774837	
904545		170463						57,132,626 10,156,012 34,081,851 30,271,660		847,200 150,600 505,388 448,888		X X X X		28-BFMG 28-AMG 28-1115 28-1332		847200 150600 505388 442306	
1076		5506						4,036,914		59,862		X X		28-1332		53362	
6164		336						4,493,530 1,630,896 6,906,021		66,633 24,184 102,407		X X X		PNC-FLA PNC-FLA PNC-MASS		66633 24184 92627	
9780								298,274		4,423		X X		PNC-MASS		4423	
		LYCOS INC		COM		550818108		486,938 135,516		5,300 1,475		X X		28-BFMG		5300 1475	
800		LYONDELL CHEMICAL CO		COM		552078107		507,375 6,061,688		24,600 293,900		X X		28-423		23800 281900	
12000								6,188 71,693		300 3,476		X X				300 2476	
1000																	
		M & T BK CORP		COM		55261F104		805,200 82,500		1,464 150		X X		28-423		1464 150	
0		COLUMN TOTAL						600,597,130									

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ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6: INVESTMENT		ITEM 7:	VOTING
AUTHORITY	NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE	MANAGERS (C) OTH INSTR V		
(SHARES)	(B) SHARED (C) NONE							(A) SOLE	(C) <
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7000	MBIA INC	COM	55262C100	1,098,937	16,972	X	28-423		9972
2093				588,772	9,093	X	X 28-423		7000
14900				22,026,008	340,170	X	28-1115		325270
				9,713	150	X			150
	MBNA CORP	COM	55262L100	21,222,206	692,970	X	28-423		618046
6973	67951			7,330,308	239,357	X	X 28-423		70640
155067	13650			18,408,259	601,086	X	28-1332		601086
				401,769	13,119	X	X 28-1332		13119
				526,536	17,193	X	PNC-FLA		17193
180				50,378	1,645	X			1465
	MCI WORLDCOM INC	COM	55268B106	71,248,320	827,872	X	28-423		666357
6924	154591			24,456,411	284,172	X	X 28-423		167641
101035	15496			29,338,536	340,900	X	28-BFMG		340900
				5,989,915	69,600	X	28-AMG		69600
16900				65,054,266	755,900	X	28-1115		739000
200	1205			2,050,169	23,822	X	28-1332		22417
4350				675,587	7,850	X	X 28-1332		3500
				2,607,162	30,294	X	PNC-FLA		30294
49				340,719	3,959	X	X PNC-FLA		3910
665				2,105,937	24,470	X	PNC-MASS		23805
	MDU RES GROUP INC	COM	552690109	349,160	15,306	X	28-423		15306
				133,154	5,837	X	X		5837
	MGIC INVT CORP WIS	COM	552848103	369,550	7,600	X	X 28-423		
7600				159,004	3,270	X			3270
	MACROCHEM CORP DEL	COM	555903103	59,370	10,000	X	PNC-FLA		10000
				65,307	11,000	X	X PNC-FLA		11000
	MACROMEDIA INC	COM	556100105	32,719,050	928,200	X	28-BFMG		928200
100				3,525	100	X	X		
	MAIL-WELL INC	COM	560321200	707,372	43,700	X	28-423		43700
23100				9,289,719	573,900	X	28-1115		550800
	MAPQUEST COM INC	COM	565644101	8,797,062	539,300	X	28-BFMG		539300
	MARINER POST-ACUTE NETWORK INC	COM	568459101	54,388	96,775	X	28-423		96775
	MARK IV INDS INC	COM	570387100	1,805,638	85,474	X	28-423		85474
0				COLUMN TOTAL	330,042,207				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6: INVESTMENT	ITEM 7:	VOTING
			SHARES OR	DISCRETION		

AUTHORITY		ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS	
(SHARES)	NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR V	(A) SOLE
(B) SHARED	(C) NONE								
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>	MARKETWATCH COM INC	COM	570619106	235,500 2,944	4,000 50	X X		28-BFMG	4000 50
	MARSH & MCLENNAN COS INC 450	COM	571748102	7,700,244	101,738	X		28-423	101288
	6100			3,692,693	48,789	X	X	28-423	42689
				1,500,873	19,830	X		28-1332	19830
				1,294,475	17,103	X	X	28-1332	17103
				174,459	2,305	X			2305
				30,275	400	X	X		400
	MARSH SUPERMARKETS INC	SUB DB CONV 7%	571783AB5	490,000	5,000	X		28-423	5000
	MARRIOTT INTL INC NEW 2400 7930	CL A	571903202	7,576,398	202,713	X		28-423	192383
	42351 9800			3,519,417	94,165	X	X	28-423	42014
	5470			1,088,510	29,124	X		PNC-MASS	23654
				147,557	3,948	X			3948
				18,688	500	X	X		500
	MARSHALL INDS	COM	572393106	2,974,146	82,760	X		28-423	82760
	5800			5,476,799	152,400	X		28-1115	146600
	MARTIN MARIETTA MATLS INC 339	COM	573284106	412,174	6,986	X	X	28-423	6647
				167,265	2,835	X			2835
	MASCO CORP 500	COM	574599106	1,176,887	40,758	X		28-423	40258
	40600 8000			1,547,700	53,600	X	X	28-423	5000
	MATTEL INC 7200	COM	577081102	726,719	27,817	X		28-423	20617
	9761			479,263	18,345	X	X	28-423	8584
				3,291,750	126,000	X		28-BFMG	126000
	MAXXIM MED INC	COM	57777G105	962,786	41,300	X		28-423	41300
	14600			7,303,650	313,300	X		28-1115	298700
	MAY DEPT STORES CO 15528 25364	COM	577778103	10,626,315	259,971	X		28-423	219079
	75448 16020			9,548,809	233,610	X	X	28-423	142142
				275,906	6,750	X		PNC-FLA	6750
				67,321	1,647	X			1647
	MAYTAG CORP 6800 110	COM	578592107	1,355,051	19,410	X	X	28-423	12500
	200			187,026	2,679	X			2479
	0			27,925	400	X	X		400
	COLUMN TOTAL			74,079,525					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	ITEM 7:	VOTING
AUTHORITY	ITEM 2:	CUSIP	PRINCIPAL	(B) SHARED	MANAGERS	
(SHARES)	TITLE OF CLASS	NUMBER	AMOUNT	(A) SOLE	(C) OTH	INSTR V (A) SOLE
(B) SHARED						



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MCCORMICK & CO INC	COM NON VTG	579780206	334,557	10,600	X	28-423	10600		
15000			964,219	30,550	X	X 28-423	15550		
			230,403	7,300	X	28-1332	7300		
MCDONALDS CORP	COM	580135101	96,112,826	2,337,090	X	28-423	2069215		
18720 249155			35,829,498	871,234	X	X 28-423	548551		
278804 43879			13,731,638	333,900	X	28-BFMG	333900		
			7,937,125	193,000	X	28-AMG	193000		
			16,014,075	389,400	X	28-1115	389400		
			3,992,662	97,086	X	28-1332	88664		
1000 7422			510,690	12,418	X	X 28-1332	10818		
1600			1,721,822	41,868	X	PNC-FLA	41868		
148			380,735	9,258	X	X PNC-FLA	9110		
1050			2,225,644	54,119	X	PNC-MASS	53069		
MCGRAW HILL COS INC	COM	580645109	24,080,335	446,453	X	28-423	402629		
5040 38784			13,710,785	254,200	X	X 28-423	76178		
154962 23060			781,224	14,484	X	28-1332	14084		
400			302,047	5,600	X	X 28-1332	5600		
			151,024	2,800	X		2800		
MCKESSON HBOC INC	COM	58155Q103	2,086,039	64,810	X	28-423	63601		
1209			652,302	20,266	X	X 28-423	12304		
6170 1792			176,353	5,479	X		5479		
			46,478	1,444	X	X	1444		
MEAD CORP	COM	582834107	205,076	4,912	X	28-423	4912		
6400			310,620	7,440	X	X 28-423	1040		
			16,700	400	X		400		
MEDIAONE GROUP INC	COM	58440J104	12,816,895	172,328	X	28-423	152425		
14200 5703			11,025,648	148,244	X	X 28-423	54787		
91300 2157			254,214	3,418	X	28-1332	3418		
			235,769	3,170	X	PNC-FLA	3170		
			276,378	3,716	X	X PNC-FLA	3716		
			9,818	132	X		132		
			66,863	899	X	X	776		
123									
MEDIAONE GROUP INC	PFD CV SER D	58440J203	469,361	3,133	X	X 28-423			
3133									
MEDICAL MANAGER CORP	COM	58461C103	2,960,325	66,900	X	28-BFMG	66900		
0			7,744	175	X		175		
	COLUMN TOTAL		250,627,892						

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MEDQUIST INC	COM	584949101	47,888,750	1,094,600	X	28-BFMG	1094600		

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY  
ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE  
ITEM 2: TITLE OF CLASS NUMBER  
ITEM 3: CUSIP  
ITEM 4: FAIR MARKET VALUE  
ITEM 5: SHARES OR PRINCIPAL AMOUNT  
ITEM 6: INVESTMENT (B) SHARED (A) SOLE (C) OTH INSTR V  
ITEM 7: MANAGERS  
ITEM 8: VOTING (A) SOLE





MID AMER BANCORP	COM	595915109	237,902	9,661	X	28-423	9661
MIDDLESEX WATER CO 7512	COM	596680108	238,989	9,512	X	28-423	2000
1000			25,125	1,000	X	X	
MIDWEST EXPRESS HLDGS INC 5950	COM	597911106	3,091,280 5,698,740	90,920 167,610	X X	28-423 28-1115	90920 161660
MILACRON INC 600	COM	598709103	311,725	16,850	X	28-423	16250
			27,217,422 9,250	1,471,212 500	X X	X 28-423	1471212 500
MILLENNIUM PHARMACEUTICALS INC 200	COM	599902103	25,988,400 18,000 36,000	721,900 500 1,000	X X X	28-BFMG X X	721900 500 1000
MILLIPORE CORP 200	COM	601073109	532,092	13,118	X	28-423	12918
8132			362,300	8,932	X	X 28-423	800
MINDSPRING ENTERPRISES INC	COM	602683104	496,294 17,725	11,200 400	X X	28-BFMG	11200 400
MINE SAFETY APPLIANCES CO 271376	COM	602720104	21,089,280	329,520	X	28-423	58144
0			83,200	1,300	X	X	1300
	COLUMN TOTAL		801,099,726				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION		ITEM 6: INVESTMENT		ITEM 7: MANAGERS	VOTING (A) SOLE
					(A) SOLE	(B) SHARED	(C) OTH	(C) INSTR		
<S> <C> MINIMED INC 2000 50	<C> COM	<C> 60365K108	<C> 32,790,549 184,649 3,847	<C> 426,200 2,400 50	<C> X X X	<C> X X X	<C> 28-BFMG	<C> 426200 400	<C> 426200 400	<C> 426200 400
MINNESOTA MNG & MFG CO 30486 44721 398866 44766 400 320 600 2300 66	COM	604059105	105,611,328 74,199,686 9,992,713 4,391,970 812,861 1,750,042 2,869 34,775	1,214,803 853,488 114,942 50,519 9,350 20,130 33 400	X X X X X X X X	X X X X X X X X	28-423 28-423 28-1332 28-1332 PNC-FLA PNC-FLA	1139596 409856 114222 47619 9350 20064 33 400	1139596 409856 114222 47619 9350 20064 33 400	
MIPS TECHNOLOGIES INC	CL A	604567107	26,609,253	555,088	X		28-BFMG	555088		
MITCHELL ENERGY & DEV CORP 150 10900	CL B	606592301	636,694 5,396,738	34,650 293,700	X X		28-423 28-1115	34500 282800		
MOBIL CORP 38626 178736 574951 84001	COM	607059102	155,305,804 134,111,980 7,623,500	1,572,717 1,358,096 77,200	X X X	X X	28-423 28-423 28-AMG	1355355 699144 77200		

24700				73,078,950	740,040	X	28-1115	715340
3870				5,637,243	57,086	X	28-1332	53216
1300				6,307,656	63,875	X	X 28-1332	62575
				1,358,306	13,755	X	PNC-FLA	13755
				436,870	4,424	X	X PNC-FLA	4424
1891				1,693,168	17,146	X	PNC-MASS	15255
MODIS PROFESSIONAL SVCS INC 172300	COM	607830106		2,353,007	173,500	X	28-1115	1200
MOLEX INC 2625	COM	608554101		368,594	9,962	X	28-423	7337
4143				280,571	7,583	X	X 28-423	3440
MOLEX INC 28533	CL A	608554200		1,016,222	32,261	X	X 28-423	3728
				223,115	7,083	X		7083
MONSANTO CO 11755 85222	COM	611662107		31,212,005	788,939	X	28-423	691962
209529 50140				26,363,009	666,372	X	X 28-423	406703
				5,878,913	148,600	X	28-BFMG	148600
				352,102	8,900	X	X PNC-FLA	8900
				286,627	7,245	X		7245
				59,343	1,500	X	X	1500
0	COLUMN TOTAL			716,364,959				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		AMOUNT		(A) SOLE		(C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER		NUMBER		AMOUNT		(A) SOLE		(C) OTH		INSTR V		(A) SOLE	
(B) SHARED (C) NONE													
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MONTANA POWER CO 3262 3102	COM	612085100		582,260	8,259	X	X 28-423						1895
				8,530,500	121,000	X	28-BFMG						121000
				98,700	1,400	X							1400
MONY GROUP INC 11239	COM	615337102		580,595	17,796	X	28-423						6557
153				4,992	153	X	X						
MORGAN J P & CO INC 9130 7435	COM	616880100		37,947,083	270,086	X	28-423						253521
129328 8274				30,644,455	218,110	X	X 28-423						80508
				3,098,447	22,053	X	28-1332						22053
				924,771	6,582	X	X 28-1332						6432
150				421,500	3,000	X	X PNC-FLA						3000
				117,318	835	X							835
MORGAN STANLEY HIGH YIELD FD 18060	COM	61744M104		341,145	21,660	X	X 28-423						3600
MORGAN STANLEY DEAN WITTER&CO 2856 126710	COM NEW	617446448		78,268,188	762,662	X	28-423						633096
177268 19247				30,018,326	292,505	X	X 28-423						95990
				13,864,638	135,100	X	28-AMG						135100
23624				82,072,497	799,732	X	28-1115						776108
1606				2,012,271	19,608	X	28-1332						18002

156				252,663	2,462	X	X	28-1332	2306
				969,806	9,450	X		PNC-FLA	9450
				789,186	7,690	X		PNC-MASS	7490
200				150,859	1,470	X	X		1470
MOTOROLA INC	COM	620076109	96,559,725	1,019,100		X		28-423	879941
14575 124584			43,852,006	462,818		X	X	28-423	290334
148312 24172			13,691,375	144,500		X		28-BFMG	144500
			4,756,450	50,200		X		28-AMG	50200
			19,054,225	201,100		X		28-1115	201100
			6,605,402	69,714		X		28-1332	67932
1782			1,647,608	17,389		X	X	28-1332	12989
3400 1000			1,482,838	15,650		X		PNC-FLA	14900
750			1,279,030	13,499		X	X	PNC-FLA	13450
49			1,715,828	18,109		X		PNC-MASS	16974
1135			144,968	1,530		X	X		1530
MOVADO GROUP INC	COM	624580106	3,010,893	116,363		X		28-423	116363
13700			9,211,164	355,987		X		28-1115	342287
MPATH INTERACTIVE INC	COM	62473C101	7,854,000	357,000		X		28-BFMG	357000
0			502,555,712						
COLUMN TOTAL									

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION (B) SHARED (A) SOLE (C) OTH		ITEM 6: INVESTMENT INSTR V	ITEM 7: MANAGERS	VOTING (A) SOLE
					(A) SOLE	(C) OTH			
<S> <C> MUELLER INDS INC	COM	624756102	7,762,749 9,984,265	228,740 294,200	X X		28-423 28-1115	228740 282400	
11800			135,748	4,000	X	X		4000	
MULTEX COM INC	COM	625367107	261,250	10,000	X		28-BFMG	10000	
MUNIHOLDINGS PENN INS FD 10700	SH BEN INT	625918107	155,150	10,700	X	X	28-423		
MUNIVEST PA INSD FD 3720	COM	62629M102	166,260 34,425	13,040 2,700	X X		28-423	9320 2700	
MUNIYIELD QUALITY FD II 475	COM	62630T104	170,297	12,975	X			12500	
MUNIYIELD PA FD	COM	62630V109	1,004,858 126,409 98,479	72,100 9,070 7,066	X X X		28-1332	72100 9070 7066	
MUSICLAND STORES CORP	COM	62758B109	187,150	19,700	X		28-BFMG	19700	
MUTUAL RISK MGMT LTD	COM	628351108	413,850 300,375	12,400 9,000	X X	X	28-423	12400 9000	
MYLAN LABS INC 8950	COM	628530107	633,350 755,250	23,900 28,500	X X		28-423	14950	
24600 3900			80 23,850	3 900	X X	X	28-423	3	

900

NCO GROUP INC 225162	COM	628858102	8,613,156	226,662	X	28-423	1500
435064			16,532,432	435,064	X	X 28-423	
			22,669,850	596,575	X	28-BFMG	596575
NCR CORP NEW 106 1055	COM	62886E108	435,452	8,921	X	28-423	7760
1802 445			368,433	7,548	X	X 28-423	5301
			21,819	447	X		447
			1,513	31	X	X	31
NSD BANCORP INC 366	COM	62938D108	1,040,600	47,300	X	28-423	47300
			8,052	366	X	X	
NABISCO GROUP HLDG CORP 5166	COM	62952P102	349,299	17,856	X	28-423	12690
106000			2,073,572	106,000	X	28-1115	
4819 678			127,544	6,520	X	X	1023
0			74,455,517				
COLUMN TOTAL							

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NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 5:		ITEM 6: INVESTMENT		ITEM 7:		VOTING	
AUTHORITY	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	ITEM 7:	VOTING	
(SHARES)	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS	(A) SOLE	(C) OTH
(B) SHARED (C) NONE			NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE	(C) OTH
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
NABORS INDS INC	COM	629568106	2,008,500	82,400	82,400	X	28-BFMG	82400	
1190			82,631	3,390	3,390	X		2200	
NALCO CHEM CO	COM	629853102	529,125	10,200	10,200	X	28-423	9000	
1200			782,898	15,092	15,092	X	X 28-423	12492	
2600									
NASDAQ 100 TR	UNIT SER 1	631100104	564,725	4,900	4,900	X	28-423	4750	
150			1,613,500	14,000	14,000	X	X 28-423	14000	
			43,334	376	376	X		376	
NATIONAL CITY CORP	COM	635405103	22,300,327	340,463	340,463	X	28-423	319966	
6400 14097			10,572,224	161,408	161,408	X	X 28-423	99212	
58302 3894			607,054	9,268	9,268	X	28-1332	9268	
			216,412	3,304	3,304	X	X 28-1332	3304	
			254,140	3,880	3,880	X		3880	
NATIONAL FUEL GAS CO N J	COM	636180101	569,584	11,744	11,744	X	28-423	7364	
4380			29,100	600	600	X		600	
440			103,596	2,136	2,136	X	X	1696	
NATIONAL PENN BANCSHARES INC	COM	637138108	441,324	18,755	18,755	X	28-423	18755	
			59,886	2,545	2,545	X	X	2545	
NATIONAL WESTMINSTER BK PLC	ADR	638539403	389,811	3,000	3,000	X	28-423	3000	
NATIONS GOVT INCOME 2004	COM	638584102	262,289	28,550	28,550	X	28-423	28550	
NATIONWIDE FINL SVCS INC	CL A	638612101	18,104,525	400,100	400,100	X	28-1115	313300	
86800			44,119	975	975	X		975	

NAVISTAR INTL CORP NEW 44600	COM	63934E108	2,245,000	44,900	X	28-1115	300
			25,000	500	X		500
			120,000	2,400	X	X	2400
NEOTHERAPEUTICS INC	COM	640656104	393,975	30,900	X	28-423	30900
NET PERCEPTIONS INC	COM	64107U101	10,090,231	462,600	X	28-BFMG	462600
NEW CENTURY ENERGIES INC 5494 600	COM	64352U103	286,006	7,369	X	28-423	7369
			621,885	16,023	X	X 28-423	9929
66800			2,608,166	67,200	X	28-1115	400
0			140,034	3,608	X	X	3608
	COLUMN TOTAL		76,109,401				

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		FORM 13F		NAME OF REPORTING MANAGER-PNC BANK CORP.		ITEM 5:		ITEM 6: INVESTMENT	
ITEM 8: AUTHORITY	ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: INSTR V	VOTING (A) SOLE	
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NEW ENGLAND ELEC SYS 3556	COM	644001109	446,413	8,906	X	X 28-423	5350		
			308,018	6,145	X		6145		
			20,050	400	X	X	400		
NEW PLAN EXCEL RLTY TR INC 20000	COM	648053106	199,800	11,100	X	28-423	11100		
			564,300	31,350	X	X 28-423	11350		
			59,400	3,300	X		3300		
NEW YORK TIMES CO 2500	CL A	650111107	732,559	19,900	X	28-423	17400		
86800			3,217,369	87,400	X	28-1115	600		
			25,768	700	X		700		
NEWELL RUBBERMAID INC 157 5368	COM	651229106	8,684,646	187,270	X	28-423	181745		
21040			7,215,672	155,594	X	X 28-423	134554		
			10,980,255	236,771	X	28-1332	236771		
2400			259,700	5,600	X	X 28-1332	3200		
			233,916	5,044	X	PNC-FLA	5044		
NEWHALL LAND & FARMING CO CAL	DEPOSITARY REC	651426108	763,375	31,000	X	X 28-423	31000		
NEWMONT MINING CORP 916 386	COM	651639106	722,834	36,369	X	X 28-423	35067		
98 282			91,564	4,607	X		4227		
			40,744	2,050	X	X	2050		
NEWPORT NEWS SHIPBUILDING INC 6940	COM	652228107	387,306	13,129	X	28-423	13129		
			210,040	7,120	X	X 28-423	180		
6700			4,920,600	166,800	X	28-1115	160100		
78			2,301	78	X				
NEWS CORP LTD	ADR NEW	652487703	450,228	12,750	X	28-423	12750		
			115,117	3,260	X	X	3260		
NEXTEL COMMUNICATIONS INC	CL A	65332V103	10,539,270	210,000	X	28-BFMG	210000		
			10,037	200	X		200		
			100,374	2,000	X	X	2000		



NEXTLINK COMMUNICATIONS INC	CL A	65333H707	7,065,625	95,000	X	28-BFMG	95000
			11,156	150	X		150

0 COLUMN TOTAL  
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PAGE 76 OF 115 FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.  
AS OF 06/30/99

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		CUSIP		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER				VALUE									
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
NIELSEN MEDIA RESH INC	COM NEW	653929307	471,218	16,110	X	28-423	16044						
66			235,404	8,048	X	X 28-423	3727						
3888	433		35,366,175	1,209,100	X	28-BFMG	1209100						
			34,544	1,181	X		1181						
			38,639	1,321	X	X	1321						
NIKE INC	CL B	654106103	793,455	12,520	X	28-423	12520						
			234,488	3,700	X	X 28-423	3700						
			5,513,625	87,000	X	28-BFMG	87000						
NINE WEST GROUP INC	COM	65440D102	0	10,200	X		8200						
2000													
NISOURCE INC	COM	65473P105	4,099,797	158,833	X	28-423	137533						
21300			696,459	26,982	X	X 28-423	7550						
18032	1400		3,190,363	123,600	X	28-AMG	123600						
			16,995,911	658,450	X	28-1115	636050						
22400			118,735	4,600	X		4600						
NOKIA CORP	SPONSORED ADR	654902204	12,461,130	136,095	X	28-423	114225						
3000	18870		4,709,217	51,432	X	X 28-423	19600						
22200	9632		10,941,659	119,500	X	28-BFMG	119500						
			1,117,056	12,200	X	X 28-1332	4400						
7800			549,372	6,000	X	PNC-FLA	6000						
			19,228	210	X		210						
NOBLE DRILLING CORP	COM	655042109	1,994,293	101,300	X	28-BFMG	101300						
			67,428	3,425	X		3425						
200			3,937	200	X	X							
NORDSON CORP	COM	655663102	7,333,953	119,738	X	28-423	119738						
NORFOLK SOUTHERN CORP	COM	655844108	23,466,019	778,955	X	28-423	691235						
36590	51130		24,560,400	815,283	X	X 28-423	481269						
293726	40288		864,738	28,705	X	28-1332	27665						
1040			262,088	8,700	X	PNC-FLA	8700						
			21,088	700	X		700						
1200			89,682	2,977	X	X	1777						
NORRELL CORP GA	COM	656301108	2,315,757	123,100	X	28-423	123100						
			4,454,682	236,800	X	28-1115	229300						
7500													
NORSK HYDRO A S	SPONSORED ADR	656531605	523,949	13,698	X	28-423	12553						
1145													
0	COLUMN TOTAL		163,544,489										

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: INVESTMENT		ITEM 6: DISCRETION (B) SHARED (C) OTH INSTR V	ITEM 7: MANAGERS	VOTING (A) SOLE (C) NONE
					(A) SOLE	(C) OTH			
<S> <C> NORTEL NETWORKS CORP 180 13100	COM	656569100	612,025 3,064,464 16,316,315 367,388 86,812	7,050 35,300 187,950 4,232 1,000	X X X X X		28-423 X 28-1332 PNC-FLA	6870 22200 187950 4232 1000	<C> <C>
NORTHEAST PA FINL CORP 42500	COM	663905107	494,063	42,500	X	X	28-423		<C>
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	251,602 31,062	8,100 1,000	X X	X	28-423	8100 1000	<C>
NORTHN STS PWR CO MINN 1808 2360 35484 6500	COM	665772109	1,300,608 1,406,039 38,699 9,675	53,773 58,132 1,600 400	X X X X		28-423 X 28-423	49605 16148 1600 400	<C>
NORTHERN TR CORP 500 500	COM	665859104	3,450,969 2,454,100 164,900	35,577 25,300 1,700	X X X		28-423 X 28-423	35077 24800 1700	<C>
NORTHROP GRUMMAN CORP 3900	COM	666807102	258,617	3,900	X		28-423		<C>
NOVA CHEMICALS CORP	COM	66977W109	200,507 2,331	8,601 100	X X	X	28-423	8601 100	<C>
NOVA CORP GA 11400	COM	669784100	285,000	11,400	X	X	28-423		<C>
NOVACARE CORP 400	COM	669930109	22,500 600	15,000 400	X X	X	28-423	15000	<C>
NOVELL INC	COM	670006105	2,218,050 91,425 116,600	83,700 3,450 4,400	X X X	X	28-BFMG	83700 3450 4400	<C>
NOVELLUS SYS INC 1400	COM	670008101	286,650 75,075	4,200 1,100	X		28-1115	2800 1100	<C>
NOVO-NORDISK A S 4300 0	ADR	670100205	355,026 230,050	6,636 4,300	X X	X	28-423 28-423	6636	<C>
COLUMN TOTAL			34,191,152						<C>

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	SHARES OR	ITEM 5:		ITEM 6:	ITEM 7:	VOTING
				DISCRETION	INVESTMENT			

AUTHORITY	ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS		
(SHARES)	NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH INSTR V	(A) SOLE	
(B) SHARED (C) NONE									
<S>		<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>									
1600	NUCOR CORP	COM	670346105	396,621	8,361	X	28-423	6761	
57200				2,732,371	57,600	X	28-1115	400	
				23,719	500	X		500	
				18,975	400	X	X	400	
450	NUVEEN PA PREM INCOME MUN FD 2	COM	67061F101	370,631	26,955	X	28-423	26955	
				501,875	36,500	X	28-1332	36500	
				104,459	7,597	X	X	7147	
	NUVEEN PERFORMANCE PLUS MUN FD	COM	67062P108	158,526	10,613	X		10613	
	NUVEEN PREM INCOME MUN FD	COM	67062T100	204,891	14,316	X	28-423	14316	
				14,713	1,028	X		1028	
	NUVEEN PREM INCOME MUN FD 2	COM	67063W102	190,890	12,120	X		12120	
				20,979	1,332	X	X	1332	
	NVIDIA CORP	COM	67066G104	195,075	10,200	X	28-BFMG	10200	
1000	OGE ENERGY CORP	COM	670837103	250,990	10,568	X	28-423	8900	
668				38,000	1,600	X		1600	
				12,303	518	X	X	518	
10487	NUVEEN MUN VALUE FD INC	COM	670928100	244,053	26,565	X	X 28-423	16078	
2600				130,060	14,157	X		11557	
				86,358	9,400	X	X	9400	
6400	NUVEEN NJ INVT QUALITY MUN FD	COM	670971100	341,096	21,572	X	28-423	15172	
				61,398	3,883	X	X	3883	
5106	NUVEEN PA INVT QUALITY MUN FD	COM	670972108	402,324	24,110	X	28-423	24110	
361				617,920	37,030	X	X 28-423	31563	
				36,294	2,175	X		2175	
9300	NUVEEN INSD MUN OPPORTUNITY FD	COM	670984103	185,281	12,250	X	28-423	2950	
				30,250	2,000	X	X	2000	
6900	OAK INDS INC	COM NEW	671400505	561,600	12,800	X	28-423	12800	
				8,682,863	197,900	X	28-1115	191000	
0	OAKWOOD HOMES CORP	COM	674098108	1,551,244	118,190	X	28-423	118190	
	COLUMN TOTAL			18,165,759					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

AUTHORITY	ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS		
(SHARES)	NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH INSTR V	(A) SOLE	
(B) SHARED (C) NONE									
<S>		<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>									
5190	OFFICE DEPOT INC	COM	676220106	332,849	15,087	X	28-423	15087	
				455,360	20,640	X	X 28-423	15450	
				52,949	2,400	X	X	2400	

ITEM 6:  
INVESTMENT

ITEM 5:

ITEM 3:

ITEM 4:

SHARES OR

DISCRETION

ITEM 7:

VOTING

OGDEN CORP 8500	COM	676346109	233,894	8,683	X	28-423	183
			16,889	627	X		627
			43,315	1,608	X	X	1608
OHIO CAS CORP	COM	677240103	274,550	7,600	X	28-423	7600
			21,675	600	X		600
			112,710	3,120	X	X	3120
OLD REP INTL CORP 31400	COM	680223104	543,597	31,400	X	28-423	
OMNICOM GROUP INC 13152 25170	COM	681919106	14,197,600	177,470	X	28-423	139148
113598			14,767,120	184,589	X	X 28-423	70991
			11,136,000	139,200	X	28-BFMG	139200
			112,000	1,400	X		1400
OMEGA FINL CORP 4725	COM	682092101	250,443	7,207	X	28-423	2482
ONE VALLEY BANCORP INC	COM	682419106	886,538	23,641	X	X 28-423	23641
			131,813	3,515	X		3515
ONEMAIN COM INC	COM	68267P109	578,813	24,500	X	28-BFMG	24500
ONEOK INC NEW 5500	COM	682680103	2,167,731	68,275	X	28-423	68275
			4,307,523	135,670	X	28-1115	130170
			57,150	1,800	X		1800
			158,750	5,000	X	X	5000
ORACLE CORP 950 261259	COM	68389X105	42,432,353	1,142,959	X	28-423	880750
93753 11540			11,420,578	307,625	X	X 28-423	202332
			2,970,000	80,000	X	28-BFMG	80000
			17,012,977	458,262	X	28-1115	458262
			1,229,246	33,111	X	28-1332	29618
3493			487,711	13,137	X	X 28-1332	900
12037 200			361,449	9,736	X	PNC-FLA	9736
			4,506,344	121,383	X	PNC-MASS	106648
14735			221,636	5,970	X	X PNC-MASS	5970
0			14,850	400	X	X	400
	COLUMN TOTAL		131,496,413				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	ITEM 9:
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	DISCRETION	MANAGERS	VOTING
ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
(SHARES)	TITLE OF CLASS	NUMBER	VALUE	PRINCIPAL	(B) SHARED	MANAGERS	(A) SOLE
NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH INSTR V	MANAGERS	(A) SOLE
(B) SHARED (C) NONE	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE (C) OTH INSTR V	MANAGERS	(A) SOLE
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<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
OSTEOTECH INC	COM	688582105	16,378,789	569,697	X	28-BFMG	569697
			194,063	6,750	X		6750
OUTBACK STEAKHOUSE INC	COM	689899102	215,233	5,475	X	28-423	5475
OWENS ILL INC 6000	COM NEW	690768403	207,562	6,350	X	28-423	350
100300			3,304,656	101,100	X	28-1115	800
PECO ENERGY CO 5115	COM	693304107	3,152,978	75,295	X	28-423	70180
19805 623			1,484,008	35,439	X	X 28-423	15011

				6,059,313	144,700	X	28-AMG	144700
				22,383,863	534,540	X	28-1115	516340
18200								
				302,086	7,214	X	28-1332	6914
300								
				7,914	189	X	X	189
PG&E CORP	COM	69331C108		722,826	22,284	X	28-423	19880
704 1700								
				317,623	9,792	X	X 28-423	4812
4130 850								
				12,975	400	X		400
PFF BANCORP INC	COM	69331W104		2,101,725	112,092	X	28-423	112092
				7,500	400	X		100
300								
PE CORP	COM PE BIO GRP	69332S102		246,713	2,150	X	28-423	2150
				210,681	1,836	X	X 28-423	536
1300								
				11,475	100	X		
100								
PLC SYS INC	COM	69341D104		130,095	37,170	X	28-423	37170
PMA CAP CORP	CL A	693419202		1,296,146	63,036	X	28-423	63036
PMC-SIERRA INC	COM	69344F106		46,913,852	796,000	X	28-BFMG	796000
				14,734	250	X		250
PNC BK CORP	COM	693475105		176,809,750	3,068,282	X	28-423	2940974
30548 96760								
				94,132,397	1,633,534	X	X 28-423	829838
656183 147513								
				6,622,496	114,924	X	28-1332	111528
3396								
				3,984,769	69,150	X	X 28-1332	65978
3172								
				1,965,013	34,100	X	PNC-FLA	34100
				1,502,226	26,069	X	X PNC-FLA	26069
				80,675	1,400	X		400
1000								
PNC BK CORP	PFD C CV \$1.60	693475402		255,240	2,836	X	28-423	2836
0								
	COLUMN TOTAL			391,029,376				

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		FORM 13F		NAME OF REPORTING MANAGER-PNC BANK CORP.						
ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		
ITEM 1:		ITEM 2:		FAIR MARKET		PRINCIPAL		ITEM 7:		
(SHARES)		TITLE OF CLASS		VALUE		(B) SHARED		MANAGERS		
NAME OF ISSUER		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE		
(B) SHARED (C) NONE										
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	
<C>										
P P & L RES INC	COM	693499105		8,771,192	285,242	X	28-423	237987		
21944 25311										
				12,928,561	420,441	X	X 28-423	206820		
184403 29218										
				324,474	10,552	X	28-1332	10552		
				799,285	25,993	X	PNC-FLA	25993		
				33,825	1,100	X	X	1100		
PPG INDS INC	COM	693506107		77,267,980	1,308,252	X	28-423	1246867		
15970 45415										
				48,278,224	817,416	X	X 28-423	490629		
276889 49898										
				22,730,601	384,860	X	28-1115	372460		
12400										
				898,333	15,210	X	28-1332	15210		
				1,257,607	21,293	X	X 28-1332	20093		
1200										
				1,319,681	22,344	X	PNC-FLA	22344		
				1,111,901	18,826	X	X PNC-FLA	18826		

EXRE CORP	COM	693674103	2,030,725	112,040	X	28-423	112040
			284,563	15,700	X	28-1115	15300
400							
PACCAR INC	COM	693718108	3,469,375	65,000	X	28-BFMG	65000
			64,050	1,200	X		1200
PACIFIC CENY FINL CORP	COM	694058108	318,729	14,782	X	X 28-423	4782
10000							
			97,029	4,500	X		400
4100							
PACIFIC SUNWEAR CALIF INC	COM	694873100	44,473,699	1,824,562	X	28-BFMG	1824562
			21,938	900	X		900
PACIFICORP	COM	695114108	574,862	31,285	X	28-423	26685
4600							
			234,208	12,746	X	X 28-423	6272
5442	1032						
			21,703,080	1,181,120	X	28-1115	1058920
122200							
			6,652	362	X	X	
362							
PAINE WEBBER GROUP INC	COM	695629105	245,905	5,260	X	28-423	5260
			46,797	1,001	X	X	
1001							
PAIRGAIN TECHNOLOGIES INC	COM	695934109	368,000	32,000	X	28-423	32000
PAMECO CORP	COM	697934107	76,250	10,000	X	28-423	10000
PAPA JOHNS INTL INC	COM	698813102	14,841,000	332,110	X	28-BFMG	332110
			12,065	270	X		270
			4,469	100	X	X	100
0	COLUMN TOTAL		264,595,060				

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		FORM 13F		NAME OF REPORTING MANAGER-PNC BANK CORP.		ITEM 5:		ITEM 6: INVESTMENT	
ITEM 8:	AUTHORITY	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	ITEM 7:	VOTING
(SHARES)	(B) SHARED (C) NONE	NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	PRINCIPAL AMOUNT	(B) SHARED (A) SOLE (C) OTH INSTR V	MANAGERS	(A) SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
PARAMETRIC TECHNOLOGY CORP	COM	699173100	471,167	33,958	X	28-423	33558		
400			58,455	4,213	X	X	3013		
1200									
PARK ELECTROCHEMICAL CORP	COM	700416209	3,381,546	117,619	X	28-423	117619		
			8,696,875	302,500	X	28-1115	290600		
11900									
PARK PL ENTMT CORP	COM	700690100	98,907	10,347	X	28-423	10071		
276			1,194,875	125,000	X	28-BFMG	125000		
			1,463	153	X		153		
			17,206	1,800	X	X	1600		
200									
PARKER HANNIFIN CORP	COM	701094104	541,909	11,845	X	X 28-423	2380		
9465			166,759	3,645	X		2970		
675									
PATRIOT AMERN HOSPITALITY DEL	PAIRED CTF	703352203	742,698	165,044	X	28-423	165044		
			144,441	32,098	X	28-1115	20099		
11999			10,404	2,312	X	X	2312		
PATTERSON DENTAL CO	COM	703412106	523,856	15,075	X	X 28-423	15075		

				206,763	5,950	X		5950
PAYCHEX INC 2655	COM	704326107	1,306,556	40,990	40,990	X	28-423	38335
300			13,502,186	423,598	423,598	X	X 28-423	423298
3289			104,837	3,289	3,289	X	X	
PAYLESS SHOESOURCE INC 80 48	COM	704379106	255,891	4,783	4,783	X	X 28-423	4655
56100			3,022,750	56,500	56,500	X	28-1115	400
192			123,585	2,310	2,310	X		2118
PEGASUS COMMUNICATIONS CORP 59800	CL A	705904100	2,358,333	59,800	59,800	X	X 28-423	
			25,791,798	654,000	654,000	X	28-BFMG	654000
			23,268	590	590	X		590
PENN-AMER GROUP INC	COM	707247102	907,813	87,500	87,500	X	28-423	87500
PENN ENGR & MFG CORP 112750	CL A	707389102	4,303,648	211,222	211,222	X	X 28-423	98472
PENN ENGR & MFG CORP 183250	COM NON VTG	707389300	8,576,235	381,166	381,166	X	X 28-423	197916
PENN TREATY AMERN CORP	COM	707874103	2,782,770	115,650	115,650	X	28-423	115650
14800			7,829,775	325,400	325,400	X	28-1115	310600
0								
			COLUMN TOTAL	87,146,769				

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			FORM 13F		NAME OF REPORTING MANAGER-PNC BANK CORP.		ITEM 5: INVESTMENT			
ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	ITEM 7:	VOTING		
AUTHORITY	(SHARES)	TITLE OF CLASS	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS		(A) SOLE	(A) SOLE
(B) SHARED (C) NONE	NAME OF ISSUER	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR V	(A) SOLE		
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
	PENNEY J C INC 1125 18366	COM	708160106	6,346,811	130,695	X	28-423	111204		
41310	3709			4,822,935	99,315	X	X 28-423	54296		
23000				38,035,215	783,230	X	28-1115	760230		
				653,887	13,465	X	28-1332	13465		
				364,215	7,500	X	PNC-FLA	7500		
				281,320	5,793	X	X	5793		
PENNSYLVANIA ENTERPRISES INC 4600	COM	708720107	467,547	15,236	15,236	X	28-423	10636		
1000				30,687	1,000	X	X			
PENNSYLVANIA RL ESTATE INVT TR SH BEN INT 50850		709102107	1,239,114	59,183	59,183	X	28-423	59183		
675			1,122,747	53,625	53,625	X	X 28-423	2100		
PENNZOIL-QUAKER STATE COMPANY 4000	COM	709323109	166,620	11,108	11,108	X	28-423	11108		
			1,350	90	90	X		90		
			75,000	5,000	5,000	X	X	1000		
PENTACON INC 25000	COM	709620108	197,974	40,100	40,100	X	28-423	15100		
PENTAIR INC 7800	COM	709631105	6,044,078	132,111	132,111	X	28-423	132111		
			6,999,750	153,000	153,000	X	28-1115	145200		
			150,975	3,300	3,300	X	X	2800		

500

PEOPLES HERITAGE FINL GROUP	COM	711147108	6,304,353	335,124	X	28-423	335124
			8,630,946	458,800	X	28-1115	440300
18500			333,913	17,750	X	PNC-FLA	17750
			37,624	2,000	X	X	
2000							
PEP BOYS MANNY MOE & JACK	COM	713278109	210,525	10,025	X	28-423	2725
7300			5,124,000	244,000	X	28-1115	244000
			29,400	1,400	X	X	1400
PEPSICO INC	COM	713448108	98,753,017	2,552,615	X	28-423	2249178
29717 273720			53,626,217	1,386,156	X	X 28-423	694688
534230 157238			15,165,304	392,000	X	28-BFMG	392000
			2,839,626	73,400	X	28-AMG	73400
			12,561,669	324,700	X	28-1115	324700
			5,407,475	139,775	X	28-1332	135875
1000 2900			688,977	17,809	X	X 28-1332	15709
2100			2,893,710	74,798	X	PNC-FLA	74798
			923,420	23,869	X	X PNC-FLA	23762
107			2,072,308	53,566	X	PNC-MASS	48236
5330							
			36,366	940	X	X	940
0	COLUMN TOTAL		282,639,075				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	VOTING
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	MANAGERS	
(SHARES)	NUMBER	VALUE	PRINCIPAL	(B) SHARED		
NAME OF ISSUER	TITLE OF CLASS	AMOUNT	(A) SOLE	(C) OTH	INSTR	V (A) SOLE
(B) SHARED (C) NONE						
<S>	<C>	<C>	<C>	<C>	<C>	<C>
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PEREGRINE SYSTEMS INC	COM	71366Q101	19,573,494	762,000	X	28-BFMG
			113,023	4,400	X	X
8800						
PERRIGO CO	COM	714290103	407,175	53,400	X	28-423
			1,118,588	146,700	X	28-1115
8800						
PHARMACIA & UPJOHN INC	COM	716941109	3,138,295	55,240	X	28-423
22105			1,547,275	27,235	X	X 28-423
6185 200			12,179,357	214,380	X	28-1115
9300			296,559	5,220	X	X 28-1332
			273,095	4,807	X	PNC-FLA
			247,132	4,350	X	X PNC-FLA
PFIZER INC	COM	717081103	137,788,753	1,264,117	X	28-423
4300 91750			131,379,662	1,205,318	X	X 28-423
548906 83888			29,157,500	267,500	X	28-BFMG
			24,099,900	221,100	X	28-1115
			1,347,022	12,358	X	28-1332
			3,493,450	32,050	X	X 28-1332
600			2,303,824	21,136	X	PNC-FLA
			780,440	7,160	X	X PNC-FLA
			3,057,341	28,049	X	PNC-MASS
2550			39,240	360	X	X



PHELPS DODGE CORP 150 600	COM	717265102	761,082	12,288	X	28-423	11538
			312,844	5,051	X	X 28-423	1303
2670 1078			252,207	4,072	X	28-1332	3932
140			6,194	100	X		100
			2,477	40	X	X	40
PHILADELPHIA SUBN CORP 2646 3600	COM PAR \$0.50	718009608	593,685	25,743	X	28-423	19497
			1,711,869	74,229	X	X 28-423	10271
55425 8533			46,124	2,000	X	X	2000
0	COLUMN TOTAL		376,027,607				

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AS OF 06/30/99

ITEM 8: AUTHORITY ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING (A) SOLE (C)
<S> <C> PHILIP MORRIS COS INC 29065 81024	COM	718154107	89,548,371	2,228,292	X	28-423	2118203
618700 116914			198,913,554	4,949,699	X	X 28-423	4214085
			24,944,071	620,700	X	28-BFMG	620700
			9,697,123	241,300	X	28-AMG	241300
			54,909,507	1,366,350	X	28-1115	1359050
7300			11,940,924	297,134	X	28-1332	278580
18554			2,153,943	53,598	X	X 28-1332	50470
2228 900			793,693	19,750	X	PNC-FLA	19750
			297,303	7,398	X	X PNC-FLA	7350
48			1,558,814	38,789	X	PNC-MASS	37584
1205							
PHILLIPS PETE CO 3290 11750	COM	718507106	2,958,547	58,804	X	28-423	43764
			1,031,195	20,496	X	X 28-423	14319
2443 3734			13,420,726	266,750	X	28-1115	255050
11700			44,073	876	X		876
PIEDMONT NAT GAS INC 5700	COM	720186105	1,917,891	61,619	X	28-423	61619
			4,282,800	137,600	X	28-1115	131900
			82,077	2,637	X		2637
2000			186,750	6,000	X	X	4000
PINNACLE HLDGS INC	COM	72346N101	44,484,650	1,815,700	X	28-BFMG	1815700
PINNACLE SYS INC	COM	723481107	18,043,175	536,600	X	28-BFMG	536600
PIONEER HI BRED INTL INC 600 46090	COM	723686101	7,063,250	181,402	X	28-423	134712
			6,074,172	156,000	X	X 28-423	66750
58800 30450							
PITNEY BOWES INC 1000 32900	COM	724479100	51,534,925	802,100	X	28-423	768200
			68,476,879	1,065,788	X	X 28-423	953734
83254 28800			3,285,745	51,140	X	28-1332	50940
200			1,117,950	17,400	X	X 28-1332	16400

1000				436,900	6,800	X	X	PNC-FLA	6800
				54,613	850	X			850
PITT DESMOINES INC	COM	724508106	3,975,000	63,600	1,800	X		28-423	63600
			112,500			X			1800
PLANTRONICS INC NEW	COM	727493108	7,073,878	108,620	94,160	X		28-423	108620
4700			6,132,170			X		28-1115	89460
			91,175	1,400		X	X		1400
POLYCOM INC	COM	73172K104	18,466,500	473,500		X		28-BFMG	473500
0			655,104,844						
	COLUMN TOTAL								

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AS OF 06/30/99

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		INVESTMENT		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
POTOMAC ELEC PWR CO	COM	737679100	1,060,350	36,021		X		28-423				28651	
400 6970			622,180	21,136		X	X	28-423				10036	
11100			61,788	2,099		X						2099	
			17,662	600		X	X					600	
POWER INTEGRATIONS INC	COM	739276103	32,869,688	449,500		X		28-BFMG				449500	
PRAXAIR INC	COM	74005P104	411,658	8,412		X		28-423				2812	
5600			325,040	6,642		X	X	28-423				2050	
4092 500			14,681	300		X						300	
			14,681	300		X	X					300	
PREMARK INTL INC	COM	740459102	241,200	6,432		X		28-423				6432	
1974 9060			576,750	15,380		X	X	28-423				4346	
81200			3,063,750	81,700		X		28-1115				500	
			22,500	600		X						600	
PREMIER PKS INC	COM NEW	740540208	7,533,750	205,000		X		28-BFMG				205000	
PRENTISS PPTYS TR	SH BEN INT	740706106	2,387,165	101,044		X		28-423				101044	
14700			9,020,025	381,800		X		28-1115				367100	
PRICE T ROWE & ASSOCIATES	COM	741477103	2,603,782	67,851		X		28-423				65051	
2800			216,819	5,650		X	X	28-423				5650	
			7,675	200		X						200	
PRIMUS TELECOMMUNICATIONS GRP	COM	741929103	7,740,765	345,000		X		28-BFMG				345000	
PRIDE INTL INC	COM	741932107	2,282,702	216,124		X		28-423				216124	
31684			8,288,656	784,762		X		28-1115				753078	
			10,562	1,000		X	X					1000	
PRISON RLTY TR	COM	74264N105	226,412	23,075		X		28-423				23075	
300			1,071,470	109,200		X		28-1115				108900	
PRIORITY HEALTHCARE CORP	CL B	74264T102	10,308,600	298,800		X		28-BFMG				298800	
0			91,000,311										
	COLUMN TOTAL												

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6: INVESTMENT		ITEM 7:		VOTING	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		FAIR MARKET		PRINCIPAL		(B) SHARED		MANAGERS		(A) SOLE	
(SHARES)		TITLE OF CLASS		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER		NUMBER											
(B) SHARED (C) NONE													
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PROCTER & GAMBLE CO	COM	742718109	657,049,575	7,361,900	X	28-423	6803126						
35928 522846			209,610,497	2,348,577	X	X 28-423	1653113						
535004 160460			30,059,400	336,800	X	28-BFMG	336800						
			5,854,800	65,600	X	28-AMG	65600						
			24,106,425	270,100	X	28-1115	270100						
			30,693,789	343,908	X	28-1332	340588						
600 2720			4,872,693	54,596	X	X 28-1332	51446						
3150			2,200,905	24,660	X	PNC-FLA	24320						
340			643,403	7,209	X	X PNC-FLA	7160						
49			3,267,621	36,612	X	PNC-MASS	33997						
2615			315,053	3,530	X	X PNC-MASS	3530						
PROGRESS FINL CORP	COM	743266108	403,094	27,562	X	28-423							
27562													
PROGRESSIVE CORP OHIO	COM	743315103	261,000	1,800	X	28-423	1450						
350			72,500	500	X	X							
500													
PROVIDENT COS INC	COM	743862104	2,492,000	62,300	X	28-1115	400						
61900			504,600	12,615	X	PNC-MASS	12615						
400			32,000	800	X		400						
PROVIDENT FINL GROUP INC	COM	743866105	2,305,844	52,705	X	28-423	49331						
3374													
PROVIDIAN FINL CORP	COM	74406A102	25,366,611	272,028	X	28-423	264161						
2000 5867			3,782,873	40,567	X	X 28-423	21042						
19525													
PROXIM INC	COM	744284100	14,668,200	252,900	X	28-BFMG	252900						
PSINET INC	COM	74437C101	16,235,625	371,100	X	28-BFMG	371100						
500			25,156	575	X	X	75						
PUBLIC SVC CO N MEX	COM	744499104	337,875	17,000	X	28-423	17000						
			5,963	300	X	X	300						
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	6,776,261	166,036	X	28-423	140927						
11627 13482			7,661,514	187,727	X	X 28-423	80046						
94951 12730			1,836,540	45,000	X	28-1115	300						
44700			272,828	6,685	X		6685						
1583			84,767	2,077	X	X	494						
PUTNAM MANAGED MUN INCOM TR	COM	746823103	163,106	14,339	X		14339						
4500			73,938	6,500	X	X	2000						
0													
			COLUMN TOTAL				1,052,036,456						

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: DISCRETION		ITEM 6: INVESTMENT		ITEM 7: MANAGERS	VOTING
					(A) SOLE	(B) SHARED	(C) OTH	(A) SOLE		
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
QLT PHOTOTHERAPEUTICS INC	COM	746927102	29,694,500 11,000	539,900 200	X	X	28-BFMG	539900 200		
QLOGIC CORP	COM	747277101	237,600 63,383,760 132,000	1,800 480,180 1,000	X	X	28-423 28-BFMG	1800 480180 1000		
QUAKER OATS CO 2946	COM	747402105	4,567,928 2,049,793	68,820 30,882	X	X	28-423 28-423	65874 6396		
23686 800			91,465 79,650	1,378 1,200	X	X		1378 1200		
QUALCOMM INC 4000	COM	747525103	962,885 14,063,000 129,150 157,850	6,710 98,000 900 1,100	X	X	28-423 28-BFMG	2710 98000 900 600		
100 400										
QUANTA SVCS INC	COM	74762E102	29,321,600	666,400	X		28-BFMG	666400		
QUEST DIAGNOSTICS INC 350 2800	COM	74834L100	348,046 10,950 181,715	12,714 400 6,638	X	X	28-423	9564 400 4941		
1372 325										
QUESTAR CORP 44800	COM	748356102	887,400 61,219	46,400 3,201	X	X	28-423	1600 3201		
QUORUM HEALTH GROUP INC 15000	COM	749084109	372,024 5,141,363	29,615 409,279	X	X	28-423 28-1115	29615 394279		
QWEST COMMUNICATIONS INTL INC 800	COM	749121109	245,320 69,364	7,420 2,098	X	X		6620 700		
1398										
RCN CORP 8140	COM	749361101	692,640 467,865	16,640 11,240	X	X	28-423 28-423	8500 5800		
5440			8,325,000 41,625	200,000 1,000	X	X	28-BFMG	200000 1000		
RTI INTL METALS INC 1500	COM	74973W107	237,929 6,886,734	16,200 468,900	X	X	28-423 28-1115	16200 467400		
RF MICRODEVICES INC	COM	749941100	17,320,463	232,100	X		28-BFMG	232100		
RACING CHAMPIONS CORP 0	COM	750069106	534,375	75,000	X		28-BFMG	75000		
COLUMN TOTAL			186,706,213							

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 6:



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RELIASTAR FINL CORP 30400	COM	75952U103	1,338,750	30,600	X	28-1115		200	
700			135,625	3,100	X			2400	
RENAL CARE GROUP INC	COM	759930100	22,451,738	867,700	X	28-BFMG		867700	
REPUBLIC N Y CORP 1400	COM	760719104	304,660	4,468	X	X 28-423		3068	
1100			640,958	9,400	X	X PNC-FLA		9400	
			75,006	1,100	X				
REPUBLIC SVCS INC 147600	CL A	760759100	16,488,450	666,200	X	28-1115		518600	
1200			29,700	1,200	X				
RESPIRONICS INC	COM	761230101	195,536	12,928	X	28-423		12928	
300			37,813	2,500	X	X		2200	
REUTERS GROUP PLC	SPONSORED ADR	76132M102	2,215,343	27,329	X	28-423		27329	
3161	866		537,036	6,625	X	X 28-423		2598	
			70,200	866	X			866	
REXALL SUNDOWN INC	COM	761648104	196,211	16,100	X	28-BFMG		16100	
			3,047	250	X			250	
REYNOLDS & REYNOLDS CO	CL A	761695105	869,538	37,300	X	28-423		37300	
			5,520,282	236,800	X	X 28-423		236800	
REYNOLDS R J TOB HLDGS INC 2321	COM	76182K105	206,820	6,514	X	28-423		4193	
35333			1,121,823	35,333	X	28-1115			
1538	226		114,395	3,603	X	X		1839	
RICHFOOD HLDGS INC 2000	COM	763408101	902,400	51,200	X	28-1115		49200	
			66,975	3,800	X			3800	
RITE AID CORP 4000	COM	767754104	880,615	35,761	X	28-423		31761	
3800			1,046,563	42,500	X	X 28-423		38700	
63000			1,561,225	63,400	X	28-1115		400	
			366,913	14,900	X	28-1332		14900	
ROBERTS PHARMACEUTICAL CORP	COM	770491108	463,200	19,300	X	28-BFMG		19300	
ROBINSON NUGENT INC	COM	770810109	45,000	10,000	X	28-423		10000	
ROCK-TENN CO 0	CL A	772739207	370,785	22,220	X	PNC-MASS		22220	
	COLUMN TOTAL		58,256,607						

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	VOTING
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	MANAGERS	
(SHARES)	NUMBER	VALUE	PRINCIPAL	(B) SHARED	(A) SOLE (C) OTH INSTR V	(A) SOLE
(B) SHARED (C) NONE	TITLE OF CLASS	AMOUNT	(A) SOLE (C) OTH INSTR V	(A) SOLE		

<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ROCKWELL INTL CORP NEW 2356	COM	773903109	3,230,989	53,185	X	28-423		50829	
11048	7625		3,139,256	51,675	X	X 28-423		33002	



			643,684	11,098	X	X	PNC-FLA	11098
			1,098,810	18,945	X		PNC-MASS	18895
50								
	SDL INC	COM	784076101	18,070,842	353,900	X	28-BFMG	353900
	SLM HLDG CORP	COM	78442A109	419,867	9,165	X	28-423	9165
	SPDR TR	UNIT SER 1	78462F103	12,094,086	88,278	X	28-423	65283
22995				8,951,443	65,339	X	X 28-423	36114
29225				20,550	150	X		150
	SPS TECHNOLOGIES INC	COM	784626103	281,250	7,500	X	X 28-423	7000
500				16,725	446	X		446
	SPX CORP	COM	784635104	514,778	6,165	X	28-423	4886
1279				1,398,041	16,743	X	X 28-423	7588
9155				11,356	136	X		136
	SAFECO CORP	COM	786429100	225,038	5,100	X	28-423	4900
200				130,610	2,960	X	X	
2960								
	SAFEGUARD SCIENTIFICS INC	COM	786449108	709,128	11,256	X	28-423	10156
1100								
	SAFESKIN CORP	COM	786454108	120,000	10,000	X	28-BFMG	10000
				8,400	700	X		700
	SAFETY-KLEEN CORP NEW	COM NEW	78648R203	224,188	12,369	X	X 28-423	2520
9062	787			26,227	1,447	X		1447
	SAFEWAY INC	COM NEW	786514208	1,536,480	31,040	X	28-423	7540
23500				202,950	4,100	X		4100
				148,500	3,000	X	X	3000
	SAGA SYS INC	COM	786610105	261,375	20,500	X	28-423	20500
11400				3,323,925	260,700	X	28-1115	249300
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	COLUMN TOTAL			327,086,885				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8: AUTHORITY (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 1: TITLE OF CLASS	ITEM 2: CUSIP NUMBER	ITEM 3: FAIR MARKET VALUE	ITEM 4: SHARES OR PRINCIPAL AMOUNT	ITEM 5: SHARES OR PRINCIPAL AMOUNT		ITEM 6: INVESTMENT		ITEM 7: MANAGERS	VOTING
					(A) SOLE	(B) SHARED	(A) SOLE	(C) OTH INSTR V		
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ST PAUL COS INC	COM	792860108	364,120	11,446	X		28-423			11390
56			1,357,227	42,664	X	X	28-423			42664
			172,167	5,412	X					
5412			152,698	4,800	X	X				4800
SAKS INC	COM	79377W108	3,225,338	111,700	X		28-1115			800
110900			4,043	140	X					140
SALIENT 3 COMMUNICATIONS INC	CL A	794721100	100,547	12,375	X	X	28-423			
12375										
SANCHEZ COMPUTER ASSOCS INC	COM	799702105	6,938,850	200,400	X		28-BFMG			200400
			155,120	4,480	X					2480



2000

SANDISK CORP	COM	80004C101	9,261,000 45,000	205,800 1,000	X X	28-BFMG	205800 1000
SANMINA CORP	COM	800907107	1,896,875 26,556 5,160	25,000 350 68	X X X	28-BFMG	25000 350 68
SANTA FE SNYDER CORP	COM	80218K105	1,968,096 8,542,400	246,012 1,067,800	X X	28-423 28-1115	246012 1018800
49000			10,488	1,311	X	X	232
1079							
SARA LEE CORP	COM	803111103	30,521,524	1,345,331	X	28-423	1286081
13000 46250			28,310,790	1,247,886	X	X 28-423	885076
342760 20050			639,773	28,200	X	28-1332	28200
			921,092	40,600	X	X 28-1332	40600
			438,767	19,340	X	PNC-FLA	19340
			131,131	5,780	X		3640
2140			58,986	2,600	X	X	2600
SAVILLE SYS PLC	SPONSORED ADR	805174109	145,000	10,000	X	28-BFMG	10000
SCANA CORP	COM	805898103	359,157	15,365	X	28-423	14965
400			4,208	180	X		180
			144,668	6,189	X	X	5689
500							
0							
	COLUMN TOTAL		95,900,781				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	VOTING
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	MANAGERS	
ITEM 1:	ITEM 2:	VALUE	PRINCIPAL	(B) SHARED	INSTR V	(A) SOLE
(SHARES)	TITLE OF CLASS	NUMBER	AMOUNT	(A) SOLE (C) OTH		
NAME OF ISSUER						
(B) SHARED (C) NONE						
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SCHERING PLOUGH CORP	COM	806605101	86,666,265	1,650,786	X	28-423 1519178
39791 91817			80,353,035	1,530,534	X	X 28-423 1157504
331830 41200			10,930,500	208,200	X	28-BFMG 208200
			15,849,750	301,900	X	28-1332 301600
300			3,297,000	62,800	X	X 28-1332 62600
200			1,655,640	31,536	X	PNC-FLA 31536
			562,800	10,720	X	X PNC-FLA 10720
			770,700	14,680	X	PNC-MASS 14640
40			252,000	4,800	X	X PNC-MASS 4800
SCHLUMBERGER LTD	COM	806857108	33,755,702	530,025	X	28-423 453228
9038 67759			21,476,084	337,213	X	X 28-423 203531
123100 10582			4,910,268	77,100	X	28-AMG 77100
			11,915,838	187,100	X	28-1115 187100
			735,585	11,550	X	28-1332 11350
200			643,557	10,105	X	PNC-FLA 10105
			463,004	7,270	X	PNC-MASS 6470
800			203,798	3,200	X	X 3200
SCHWAB CHARLES CORP NEW	COM	808513105	4,496,359	41,251	X	28-423 40526
725						

6025				785,563	7,207	X	X	28-423	1182
				12,807,500	117,500	X		28-BFMG	117500
				844,750	7,750	X		28-1332	7750
303	SCUDDER GLOBAL HIGH INCOME FD	COM	81115E101	76,343	13,572	X		28-423	13269
600	SEAGATE TECHNOLOGY	COM	811804103	560,009	21,854	X		28-423	21254
27800				717,500	28,000	X		28-1115	200
				102,500	4,000	X			4000
500	1000			169,766	6,625	X	X		5125
	SEAGRAM LTD	COM	811850106	2,080,488	41,300	X		28-423	41300
				60,450	1,200	X	X		1200
	SEACOR SMIT INC	COM	811904101	4,680,180	87,480	X		28-423	87480
8577	SEALED AIR CORP NEW	COM	81211K100	572,522	8,825	X	X	28-423	248
				6,409,650	98,800	X		28-BFMG	98800
500				78,629	1,212	X			712
3170	SEALED AIR CORP NEW	PFD CV A \$2	81211K209	218,625	3,498	X	X	28-423	328
0				39,563	633	X			633
	COLUMN TOTAL			309,141,923					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		VOTING	
ITEM 1:		ITEM 2:		FAIR MARKET		PRINCIPAL		(B) SHARED		MANAGERS	
(SHARES)		TITLE OF CLASS		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE	
(B) SHARED (C) NONE		NUMBER									
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2200	SEARS ROEBUCK & CO	COM	812387108	7,018,337	157,496	X		28-423			126699
183344	28597			10,326,174	231,726	X	X	28-423			38543
26400	9839			38,332,678	860,210	X		28-1115			833810
				374,321	8,400	X		28-1332			8400
				20,053	450	X					450
200				182,704	4,100	X	X				3900
	SECTOR SPDR TR	SBI CONS STPLS	81369Y308	1,023,760	40,000	X	X	28-423			40000
	SELECT COMFORT CORP	COM	81616X103	93,839	10,500	X		28-BFMG			10500
6444	SELECTIVE INS GROUP INC	COM	816300107	817,188	42,870	X	X	28-423			36426
				762,480	40,000	X	X	28-1332			40000
				86,275	4,526	X					4526
	SEMTECH CORP	COM	816850101	10,534,463	202,100	X		28-BFMG			202100
2524	SEMPRA ENERGY	COM	816851109	346,841	15,330	X		28-423			15330
1402				182,720	8,076	X	X				4150
	SEROLOGICALS CORP	COM	817523103	151,938	18,700	X		28-BFMG			18700
15700	SERVICE CORP INTL	COM	817565104	313,775	16,300	X	X	28-423			600
800				88,550	4,600	X					3800

SERVICEMASTER CO	COM	81760N109	229,350	12,232	X	28-423	12232
65743			1,472,381	78,527	X	X 28-423	12784
1000			18,750	1,000	X	X	
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703609	829,834	17,894	X	28-423	15344
2550			2,082,238	44,900	X	X 28-423	41900
3000			686,350	14,800	X	28-1332	14800
SHERWIN WILLIAMS CO	COM	824348106	1,932,899	69,654	X	28-423	69654
20300			8,519,250	307,000	X	X 28-423	286700
			105,450	3,800	X		3800
			166,500	6,000	X	X	6000
SHIRE PHARMACEUTICALS GRP PLC	SPONSORED ADR	82481R106	30,082,000	1,157,000	X	28-BFMG	1157000
			43,316	1,666	X	X	1666
SIEBEL SYS INC	COM	826170102	10,676,232	161,000	X	28-BFMG	161000
0	COLUMN TOTAL		127,500,646				

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		FORM 13F	NAME OF REPORTING MANAGER-PNC BANK CORP.						
ITEM 8:			ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	VOTING	
AUTHORITY	ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	SHARES OR	DISCRETION	(B) SHARED	MANAGERS	
(SHARES)	NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	PRINCIPAL	(A) SOLE (C) OTH	INSTR V	(A) SOLE	
(B) SHARED (C) NONE					AMOUNT	(A) SOLE (C) OTH			
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	
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SIERRA HEALTH SVCS INC	COM	826322109	3,460,419	239,691	X	28-423	239691		
18300			6,451,173	446,850	X	28-1115	428550		
SIERRA PAC RES	COM	826425100	3,049,753	83,842	X	28-423	83842		
6700			6,578,783	180,860	X	28-1115	174160		
SIGMA ALDRICH CORP	COM	826552101	470,754	13,670	X	28-423	13670		
4500			1,788,245	51,928	X	X 28-423	47428		
			68,874	2,000	X		2000		
SILGAN HOLDINGS INC	COM	827048109	3,054,549	153,688	X	28-423	153688		
9000			5,624,625	283,000	X	28-1115	274000		
SIMON PPTY GROUP INC NEW	COM	828806109	2,456,300	96,800	X	28-1115	800		
96000			32,988	1,300	X	X	200		
1100									
SKY FINL GROUP INC	COM	83080F103	1,324,350	48,600	X	X 28-423			
48600			99,544	3,653	X		3653		
SMITH BARNEY INTER QUALITY MUN	COM	831802103	124,878	13,145	X	28-423	13145		
			20,302	2,137	X		2137		
SMITH CHARLES E RESDNTL RLTY	COM	832197107	288,465	8,500	X	X 28-423	1000		
7500			50,906	1,500	X		1500		
SMITHFIELD FOODS INC	COM	832248108	200,622	6,000	X	28-423	6000		
SMITHKLINE BEECHAM PLC	ADR REP ORD	832378301	36,513,657	552,718	X	28-423	484993		
6500 61225			51,523,868	779,932	X	X 28-423	470845		
285445 23642			819,829	12,410	X	28-1332	12410		
			1,109,842	16,800	X	X 28-1332	16800		

			97,574	1,477	X		1477
			19,819	300	X	X	300
SNAP ON INC 19450	COM	833034101	703,837	19,450	X	X 28-423	
			213,901	5,911	X		5911
SOLECTRON CORP	COM	834182107	8,842,696	132,600	X	28-BFMG	132600
			150,446	2,256	X		2256
0	COLUMN TOTAL		135,140,999				

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:	
(SHARES)		TITLE OF CLASS		NUMBER		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE	
NAME OF ISSUER		TITLE OF CLASS		NUMBER		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE	
(B) SHARED (C) NONE		TITLE OF CLASS		NUMBER		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V (A) SOLE	
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
SOLUTIA INC 2000 1500	COM	834376105	929,097	43,595	X	28-423	40095						
10380 2200			914,690	42,919	X	X 28-423	30339						
			7,140	335	X		335						
			22,591	1,060	X	X	1060						
SONAT INC 8657	COM	835415100	513,007	15,487	X	28-423	15487						
			935,351	28,237	X	X 28-423	19580						
			4,969	150	X		150						
SONOCO PRODS CO 60632	COM	835495102	2,239,886	74,820	X	28-423	14188						
8177			404,628	13,516	X	X 28-423	5339						
			14,969	500	X		500						
SONY CORP 550	ADR NEW	835699307	418,321	3,790	X	28-423	3790						
			242,825	2,200	X	X 28-423	1650						
			2,759	25	X		25						
SOUTH JERSEY INDS INC 1600	COM	838518108	1,060,709	37,465	X	X 28-423	35865						
1122			92,297	3,260	X		2138						
SOUTHDOWN INC 57500	COM	841297104	3,720,075	57,900	X	28-1115	400						
SOUTHERN CO 35540	COM	842587107	5,173,357	195,221	X	28-423	159681						
34078 7084			2,070,154	78,119	X	X 28-423	36957						
46100			37,040,110	1,397,740	X	28-1115	1351640						
1800			671,431	25,337	X	28-1332	23537						
			23,850	900	X		900						
			55,650	2,100	X	X	2100						
SOUTHWEST AIRLS CO 1800	COM	844741108	745,880	23,964	X	28-423	22164						
2525			407,115	13,080	X	X 28-423	10555						
48300			1,512,675	48,600	X	28-1115	300						
1350			42,019	1,350	X	X							
SOVEREIGN BANCORP INC 7654	COM	845905108	1,009,115	83,226	X	28-423	75572						
			775,503	63,959	X	X 28-423	1512						



715 300 550 18 X 18  
 0 126,129 4,127 X X 3112  
 COLUMN TOTAL 220,701,650  
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ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		INVESTMENT		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		CUSIP		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER				VALUE									
(B) SHARED (C) NONE													
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STATE STR CORP	COM	857477103	21,093,174	247,065	X	28-423	217385						
1670 28010			12,785,589	149,758	X	X 28-423	132970						
14508 2280			13,380,397	156,725	X	28-1332	156525						
200			554,938	6,500	X	X 28-1332	2800						
3700			1,583,365	18,546	X	PNC-MASS	17465						
1081													
STEEL DYNAMICS INC	COM	858119100	1,345,416	86,975	X	28-423	86975						
17100			6,818,735	440,800	X	28-1115	423700						
2800			43,313	2,800	X	X							
STEWART & STEVENSON SVCS INC	COM	860342104	2,302,750	151,000	X	28-423	151000						
8100			2,938,675	192,700	X	28-1115	184600						
STEWART ENTERPRISES INC	CL A	860370105	2,621,160	180,000	X	28-1115	1300						
178700			27,668	1,900	X		1900						
STMICROELECTRONICS N V	COM	861012102	1,316,928	19,000	X	28-1115	200						
18800													
STONE ENERGY CORP	COM	861642106	5,932,500	140,000	X	28-BFMG	140000						
STRYKER CORP	COM	863667101	1,610,148	26,780	X	28-423	25780						
1000			2,669,550	44,400	X	X 28-423	40400						
4000			481,000	8,000	X	PNC-FLA	8000						
600			180,375	3,000	X	X	2400						
SUIZA FOODS CORP	COM	865077101	838,547	20,025	X	28-423	20025						
9500			10,447,813	249,500	X	28-1115	240000						
SUMMIT BANCORP	COM	866005101	3,613,059	86,412	X	28-423	73172						
13240			2,191,200	52,406	X	X 28-423	37265						
7175 7966			3,052,276	73,000	X	28-1115	500						
72500			445,340	10,651	X	PNC-FLA	10651						
			62,718	1,500	X	X	1500						
SUN INC	SB DB CV 6.75%	866762AG2	1,042,500	10,000	X	X 28-423	10000						
SUN MICROSYSTEMS INC	COM	866810104	23,519,504	341,481	X	28-423	228392						
2650 110439			5,933,444	86,148	X	X 28-423	37608						
47040 1500			20,800,250	302,000	X	28-BFMG	302000						
600			351,263	5,100	X	PNC-FLA	4500						

640		165,300	2,400	X		1760
400		30,994	450	X	X	50
0	COLUMN TOTAL	150,179,889				

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ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
AUTHORITY	(SHARES)	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE (C) OTH	INSTR V	VOTING (A) SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
SUNBEAM CORP	COM	867071102	108,538	13,675	X	28-423	13675	
			31,748	4,000	X		4000	
			51,591	6,500	X	X		
6500								
SUNGARD DATA SYS INC	COM	867363103	213,486	6,188	X		6188	
			69,000	2,000	X	X	2000	
SUNOCO INC	COM	86764P109	444,534	14,726	X	28-423	14630	
96			579,530	19,198	X	X 28-423	12860	
6038	300		6,822	226	X		226	
SUNRISE ASSISTED LIVING INC	COM	86768K106	446,400	12,800	X	28-BFMG	12800	
SUNTRUST BKS INC	COM	867914103	3,636,693	52,374	X	28-423	48074	
4300			4,471,604	64,398	X	X 28-423	52738	
7980	3680		19,692,333	283,600	X	28-1115	276800	
6800			231,086	3,328	X	PNC-FLA	3328	
			69,437	1,000	X		1000	
			135,680	1,954	X	X	1954	
SUPERIOR TR I	PFD CV 8.50%	86836P202	669,596	15,572	X	28-423	15572	
2750			347,913	8,091	X	28-1115	5341	
SUPERVALU INC	COM	868536103	2,835,900	109,600	X	28-1115	800	
108800								
SUSQUEHANNA BANCSHARES INC PA	COM	869099101	4,364,957	246,789	X	28-423	246339	
450			290,084	16,401	X	X 28-423	4245	
12156			5,345,011	302,200	X	28-1115	289925	
12275								
SYNETIC INC	COM	87160F109	2,750,000	40,000	X	28-BFMG	40000	
SYNOVUS FINL CORP	COM	87161C105	219,221	11,030	X	X 28-423	11030	
SYSCO CORP	COM	871829107	10,758,704	360,885	X	28-423	352650	
8235			1,419,051	47,600	X	X 28-423	27800	
19800			11,925	400	X		400	
TCA CABLE TV INC	COM	872241104	9,790,200	176,400	X	28-BFMG	176400	
TCW/DW TERM TR 2002	SH BEN INT	87234T101	106,363	10,980	X	PNC-FLA	10980	
TCW/DW TERM TR 2003	SH BEN INT	87234U108	171,199	18,508	X		17258	
1250			12,025	1,300	X	X		
1300								
0	COLUMN TOTAL		69,280,631					

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1  
FILE NO. 28-1235  
PAGE 101 OF 115  
AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		VOTING	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS			
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED				(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
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TECO ENERGY INC 6536	COM	872375100	5,837,991	256,615	X	28-423	250079						
72018	5600		2,702,518	118,792	X	X 28-423	41174						
			273,000	12,000	X	X	12000						
TJX COS INC NEW 1442 1995	COM	872540109	1,093,400	32,823	X	28-423	29386						
			19,987	600	X	X	600						
TNP ENTERPRISES INC 6700	COM	872594106	2,995,773	82,642	X	28-423	82642						
			6,670,000	184,000	X	28-1115	177300						
TRW INC 2220 4600	COM	872649108	6,042,451	110,113	X	28-423	103293						
105944	7880		10,436,457	190,186	X	X 28-423	76362						
54100			2,990,688	54,500	X	28-1115	400						
			400,588	7,300	X	28-1332	7300						
			460,950	8,400	X	X 28-1332	8400						
			181,088	3,300	X		3300						
			175,600	3,200	X	X	3200						
TLC THE LASER CTR INC	COM	872934104	6,000,000	125,000	X	28-BFMG	125000						
TMP WORLDWIDE INC	COM	872941109	15,830,550	249,300	X	28-BFMG	249300						
TANDY CORP 4400	COM	875382103	547,400	11,200	X	28-423	11200						
			918,850	18,800	X	X 28-423	14400						
TECHNOLOGY SOLUTIONS CO	COM	87872T108	120,013	11,100	X	28-BFMG	11100						
TECUMSEH PRODS CO	CL A	878895200	575,945	9,510	X	28-423	9510						
TEKTRONIX INC 6600	COM	879131100	410,543	13,600	X	28-423	13600						
			5,690,250	188,500	X	28-1115	181900						
TELEFLEX INC 5500	COM	879369106	516,900	11,900	X	X 28-423	6400						
2500			347,496	8,000	X	28-1332	8000						
			186,779	4,300	X		1800						
TELEFONOS DE MEXICO S A 2000	SPNS ADR ORD L	879403780	683,750	8,461	X	28-423	6461						
			8,081	100	X		100						
			32,648	404	X	X	404						
TELLABS INC 310 2100	COM	879664100	3,105,014	45,958	X	28-423	43548						
			27,025	400	X		400						
			135,124	2,000	X	X	2000						
0	COLUMN TOTAL		75,416,859										

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1  
FILE NO. 28-1235



ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:	
(SHARES)		TITLE OF CLASS		NUMBER		VALUE		PRINCIPAL		(B) SHARED		(A) SOLE	
NAME OF ISSUER		NUMBER		VALUE		AMOUNT		(A) SOLE		(C) OTH		INSTR V (A) SOLE	
(B) SHARED (C) NONE													
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TEMPLE INLAND INC	COM	879868107	2,157,913	31,445	X	28-423	17495						
450 13500													
			37,058	540	X		540						
			162,641	2,370	X	X	1940						
430													
TEMPLETON EMERGING MKTS FD INC	COM	880191101	368,960	24,804	X	28-423	18800						
6004													
			462,598	31,099	X	X 28-423	14750						
16349													
			7,006	471	X	X	471						
TEMPLETON EMERG MKTS INCOME FD	COM	880192109	135,513	12,461	X	X 28-423	12461						
TENFOLD CORP	COM	88033A103	3,381,375	106,500	X	28-BFMG	106500						
TENET HEALTHCARE CORP	COM	88033G100	494,473	26,639	X	28-423	16539						
10100													
			2,695,202	145,200	X	28-1115	1000						
144200													
TENNECO INC NEW	COM	88037E101	1,889,515	79,142	X	28-423	73121						
200 5821													
			888,962	37,234	X	X 28-423	22761						
10698 3775													
			403,344	16,894	X	28-1332	16000						
894													
			90,725	3,800	X		3800						
			2,173	91	X	X	91						
TERADYNE INC	COM	880770102	301,350	4,200	X	28-423	2700						
1500													
			12,018,125	167,500	X	28-BFMG	167500						
			229,600	3,200	X	X 28-1332	3200						
			136,325	1,900	X		1900						
			21,525	300	X	X	300						
TERAYON COMMUNICATION SYS	COM	880775101	15,013,613	268,700	X	28-BFMG	268700						
			195,563	3,500	X		3500						
TEREX CORP NEW	COM	880779103	465,686	15,300	X	28-423	15300						
8000													
			8,397,568	275,900	X	28-1115	267900						
TESORO PETE CORP	COM	881609101	524,327	32,900	X	28-423	32900						
16900													
			6,057,654	380,100	X	28-1115	363200						
TEXACO INC	COM	881694103	19,018,824	304,911	X	28-423	276778						
4000 24133													
			15,921,780	255,259	X	X 28-423	114692						
131567 9000													
			2,831,825	45,400	X	28-1115	18000						
27400													
			2,634,845	42,242	X	28-1332	41542						
700													
			417,913	6,700	X	X 28-1332	5200						
1500													
			516,964	8,288	X	PNC-FLA	8288						
			162,175	2,600	X	X	2600						
0	COLUMN TOTAL		98,043,120										

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				18,860,713	259,700	X	28-BFMG	259700	
				2,803,325	38,600	X	28-AMG	38600	
				15,661,581	215,650	X	28-1115	215650	
				568,291	7,825	X	28-1332	7000	
225	600								
				2,020,573	27,822	X	PNC-FLA	27822	
				209,886	2,890	X	PNC-MASS	2890	
				233,489	3,215	X	X	2715	
500									
		TIME WARNER TELECOM INC	CL A	887319101	2,900,000	100,000	X	28-BFMG	100000
					2,900	100	X		
100									
		TIMES MIRROR CO NEW	COM SER A	887364107	201,450	3,400	X	28-423	3400
					149,488	2,523	X	X	
2523									
		TOLL BROTHERS INC	COM	889478103	542,356	25,300	X	28-423	
25300									
		TORCHMARK CORP	COM	891027104	216,694	6,350	X		5850
500									
					174,038	5,100	X	X	5100
		TOWER AUTOMOTIVE INC	COM	891707101	788,547	31,000	X	28-423	31000
					7,821,878	307,500	X	28-1115	295300
12200									
		TOYS R US INC	COM	892335100	1,893,750	91,543	X	28-423	45703
45840									
					309,064	14,940	X	X 28-423	6640
8300									
					33,070,238	1,598,600	X	28-1115	1465800
132800									
		TRANS WORLD ENTMT CORP	COM	89336Q100	279,000	24,800	X	28-BFMG	24800
		TRANSAMERICA CORP	COM	893485102	252,000	3,360	X	28-423	3360
					871,650	11,622	X	X 28-423	7822
3800									
					56,550	754	X		754
		TRANSWITCH CORP	COM	894065101	36,156,600	763,200	X	28-BFMG	763200
					113,700	2,400	X	X	2400
		TREX INC	COM	89531P105	329,875	13,000	X	28-BFMG	13000
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		COLUMN TOTAL			142,256,775				

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FILE NO. 28-1235  
PAGE 105 OF 115  
AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	VOTING	
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	MANAGERS		
(SHARES)	NUMBER	VALUE	PRINCIPAL	(B) SHARED			
(B) SHARED (C) NONE	TITLE OF CLASS	AMOUNT	(A) SOLE (C) OTH	INSTR V	(A) SOLE		
<S>	<C>	<C>	<C>	<C>	<C>	<C>	
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TRICON GLOBAL RESTAURANTS	COM	895953107	4,195,554	77,516	X	28-423	71527
400 5589			3,869,072	71,484	X	X 28-423	30459
29610 11415			1,910,613	35,300	X	28-1115	200
35100			202,698	3,745	X		3745
			175,473	3,242	X	X	3242
TRIBUNE CO NEW	COM	896047107	519,091	5,958	X	28-423	1358
4600			514,038	5,900	X	X 28-423	2000
3900			12,214,925	140,200	X	28-1115	140200
			90,610	1,040	X		1040

TROPICAL SPORTSWEAR INTL CORP 200	COM	89708P102	3,163,594	99,250	X	28-423	99050
14800			9,881,250	310,000	X	28-1115	295200
			127,500	4,000	X	X	4000
TRUSTMARK CORP	COM	898402102	208,071	9,096	X	28-423	9096
TURNER CORP	COM	900273103	229,125	13,000	X	28-423	13000
24576			433,152	24,576	X	X 28-423	
TUSCARORA INC	COM	900902107	229,198	16,900	X	28-423	16900
TYCO INTL LTD NEW 4866 85715	COM	902124106	54,859,871	578,996	X	28-423	488415
180582 15821			27,708,216	292,435	X	X 28-423	96032
			12,478,575	131,700	X	28-BFMG	131700
			4,064,775	42,900	X	28-AMG	42900
			23,460,100	247,600	X	28-1115	247600
261 1440			8,940,894	94,363	X	28-1332	92662
630 522			1,661,157	17,532	X	X 28-1332	16380
			557,888	5,888	X	PNC-FLA	5888
635			1,000,181	10,556	X	PNC-MASS	9921
			198,975	2,100	X	X	2100
UAL CORP 9700	COM PAR \$0.01	902549500	626,863	9,700	X	28-1115	
305			35,350	547	X		242
UGI CORP NEW 200	COM	902681105	1,184,795	58,691	X	28-423	58491
11944			449,100	22,247	X	X 28-423	10303
UICI	COM	902737105	240,338	8,700	X	28-423	8700
0			121,550	4,400	X	X	4400
COLUMN TOTAL			175,552,592				

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AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
AUTHORITY	CUSIP	FAIR MARKET	SHARES OR	INVESTMENT	DISCRETION	VOTING
ITEM 1: (SHARES) NAME OF ISSUER (B) SHARED (C) NONE	ITEM 2: TITLE OF CLASS NUMBER	VALUE	PRINCIPAL	(B) SHARED	(A) SOLE (C) OTH INSTR V	(A) SOLE
<S>	<C>	<C>	<C>	<C>	<C>	<C>
<C>	<C>	<C>	<C>	<C>	<C>	<C>
UST CORP	COM	902900109	5,356,065	177,060	X	28-423
10600			7,868,025	260,100	X	28-1115
USX MARATHON GROUP 16447	COM NEW	902905827	805,454	24,736	X	28-423
3470 1291			306,962	9,427	X	X 28-423
131600			4,314,465	132,500	X	28-1115
			216,472	6,648	X	PNC-FLA
			6,512	200	X	
500			16,281	500	X	X
UST INC 3400	COM	902911106	1,322,059	45,103	X	28-423
1000			366,400	12,500	X	X 28-423
			205,184	7,000	X	X PNC-FLA
			90,867	3,100	X	

			82,074	2,800	X	X		2800
US BANCORP DEL 8700	COM	902973106	667,934	20,013	X		28-423	11313
			208,594	6,250	X	X	28-423	6250
			7,739,663	231,900	X		28-BFMG	231900
17000			22,291,163	667,900	X		28-1115	650900
UNUM CORP 400	COM	903192102	1,302,448	23,789	X		28-423	23389
5094			458,477	8,374	X	X	28-423	3280
			120,998	2,210	X			2210
1000			123,516	2,256	X	X		1256
U S CAN CORP 19500	COM	90328W105	2,612,150	117,400	X		28-423	117400
			10,015,615	450,140	X		28-1115	430640
USEC INC 18900	COM	90333E108	519,138	34,900	X		28-423	34900
			5,816,125	391,000	X		28-1115	372100
2200			32,725	2,200	X	X		
ULTRAMAR DIAMOND SHAMROCK CORP 26974	COM	904000106	11,872,642	544,317	X		28-1115	517343
			109,496	5,020	X			5020
UNILEVER N V 4532 13367	N Y SHS NEW	904784709	17,200,350	246,600	X		28-423	228701
115858 8658			28,409,454	407,304	X	X	28-423	282788
3750			415,013	5,950	X	X	28-1332	2200
0			43,524	624	X			624
	COLUMN TOTAL		130,915,845					

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AS OF 06/30/99

FORM 13F

NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:

AUTHORITY

ITEM 1:  
(SHARES)  
NAME OF ISSUER  
(B) SHARED (C) NONE

<S>

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UNICOM CORP  
100 5160

120900

120

UNION CARBIDE CORP  
5292 490

22100

400

UNION PAC CORP  
350 5056

76411 15204

400

ITEM 2:

TITLE OF CLASS

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COM

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COM

COM

COM

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ITEM 5:

SHARES OR

PRINCIPAL

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ITEM 7:

MANAGERS

INSTR V

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ITEM 8:

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UNION PAC RES GROUP INC 7087	COM	907834105	1,975,400	121,101	X	28-423	114014
			1,662,160	101,898	X	X 28-423	50052
44079	7767		241,548	14,808	X	28-1332	14808
			27,616	1,693	X		1693
			48,545	2,976	X	X	2638
338							
UNION PLANTERS CORP	COM	908068109	237,065	5,305	X	28-423	5305
			56,663	1,268	X		1268
UNIONBANCAL CORP 75400	COM	908906100	2,741,888	75,900	X	28-1115	500
			28,900	800	X		
800							
UNIPHASE CORP	COM	909149106	12,450,000	75,000	X	28-BFMG	75000
			73,870	445	X		445
			16,600	100	X	X	
100							
UNISYS CORP 529	COM	909214108	748,720	19,229	X	X 28-423	18700
			2,729,484	70,100	X	28-1115	500
69600			64,674	1,661	X		1066
595							
UNITED BANKSHARES INC WEST VA	COM	909907107	624,446	23,564	X	28-423	23564
			32,648	1,232	X	X	1232
UNITED DOMINION INDS LTD 74400	COM	909914103	1,818,750	75,000	X	28-1115	600
			8,488	350	X		350
0	COLUMN TOTAL		76,528,851				

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AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6: INVESTMENT		ITEM 7:		VOTING	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS			
ITEM 1: (SHARES)		ITEM 2: TITLE OF CLASS		NUMBER		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
NAME OF ISSUER (B) SHARED (C) NONE				VALUE		AMOUNT		(A) SOLE (C) OTH				(A) SOLE	
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
UNITED DOMINION REALTY TR INC 19700	COM	910197102	254,975	21,700	55,225	4,700	X	X	28-423			2000	4700
UNITED HEALTHCARE CORP 20200	COM	910581107	3,334,343	53,243	967,682	15,452	X	X	28-423			33043	6752
8400	300		4,471,425	71,400	22,463,588	358,700	X	X	28-AMG			71400	345800
12900			394,538	6,300			X		28-1332			6000	
300			6,263	100	25,050	400	X	X				100	400
UNITED NATL BANCORP N J 2200	COM	910909100	232,109	9,773	133,665	5,628	X	X	28-423			7573	4696
932													
U S INDS INC NEW 960	COM	912080108	423,164	24,892	5,440	320	X	X	28-423			3520	320
U S OFFICE PRODS CO	COM NEW	912325305	107,500	20,000			X		28-423			20000	
U S WEST INC NEW	COM	91273H101	17,893,135	304,564			X		28-423			258895	



7500				17,000	1,000	X	X		1000
VAN KAMPEN TR INVT GRADE PA 3500	COM	920934106	385,613	23,730		X	28-423		20230
208				122,558	7,542	X	X		7334
VARIAN MED SYS INC 3800	COM	92220F105	251,238	9,950		X	28-423		6150
15200				9,370,275	371,100	X	28-1115		355900
400				10,100	400	X	X		
0	COLUMN TOTAL			1,189,010,129					

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1  
FILE NO. 28-1235  
PAGE 110 OF 115 FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.  
AS OF 06/30/99

ITEM 8:	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	ITEM 9:
AUTHORITY	NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	INVESTMENT (B) SHARED (A) SOLE (C) OTH	DISCRETION (A) SOLE (C) OTH	INSTR V	VOTING (A) SOLE
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VARIAN INC 7400	COM	922206107	152,550	11,300	X	28-1115			3900
3800			109,350	8,100	X				4300
400			5,400	400	X	X			
VENTAS INC	COM	92276F100	92,106	17,136	X	28-423			17136
VENATOR GROUP INC 230900	COM	922944103	2,413,556	231,250	X	X 28-423			350
			12,524	1,200	X				1200
VERIO INC	COM	923433106	2,029,400	29,200	X	28-BFMG			29200
VERITAS SOFTWARE CO	COM	923436109	43,210,481	455,149	X	28-BFMG			455149
			16,139	170	X				170
VETERINARY CTRS AMER INC	COM	925514101	264,459	19,500	X	28-BFMG			19500
VIAD CORP 3388	COM	92552R109	370,316	11,970	X	28-423			8582
			37,681	1,218	X				1218
VIACOM INC 1380	CL A	925524100	212,241	4,810	X	28-423			3430
150			66,188	1,500	X	X			1350
VIACOM INC 400	CL B	925524308	272,800	6,200	X	28-423			6200
1000			17,600	400	X				
			132,000	3,000	X	X			2000
VIATEL INC	COM	925529208	33,484,175	596,600	X	28-BFMG			596600
			112,250	2,000	X				2000
VIGNETTE CORP	COM	926734104	315,000	4,200	X	28-BFMG			4200
VISHAY INTERTECHNOLOGY INC 3625	COM	928298108	579,201	27,581	X	28-423			23956
200556			4,241,979	201,999	X	28-1115			1443
VISX INC DEL 6400	COM	92844S105	506,797	6,400	X	X 28-423			
			6,319,123	79,800	X	28-BFMG			79800
			170,727	2,156	X				1356



800

VITESSE SEMICONDUCTOR CORP	COM	928497106	38,203,061 14,027	566,500 208	X X	28-BFMG	566500 158
			168,593	2,500	X X		2500
0 COLUMN TOTAL			133,529,724				

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FILE NO. 28-1235  
PAGE 111 OF 115 FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.  
AS OF 06/30/99

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 7:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		CUSIP		FAIR MARKET		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		VALUE		(A) SOLE		(C) OTH		(A) SOLE	
NAME OF ISSUER						AMOUNT				INSTR V			
(B) SHARED (C) NONE													
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VLASIC FOODS INTL INC	COM	928559103	1,214,399	166,083	X X	28-423	16011						
149834 238			73,398	10,038	X		9998						
40			1,024	140	X X		140						
VODAFONE GROUP PLC	SPONSORED ADR	92857T107	247,038	1,254	X X	28-423	200						
150 904			226,550	1,150	X	PNC-MASS	1150						
175			43,340	220	X		45						
VOICESTREAM WIRELESS CORP	COM	928615103	415,180 113,748	14,600 4,000	X X	28-BFMG	14600 4000						
VULCAN INTL CORP	COM	929136109	1,533,145 167,403	42,440 4,634	X X	28-423	42440 4634						
VULCAN MATLS CO	COM	929160109	57,900	1,200	X		900						
300			248,246	5,145	X X		3945						
1200													
WMX TECHNOLOGIES INC	SUB NTS CV 2%	92929QAF4	2,700,000	24,000	X X	28-423	24000						
WPS RESOURCES CORP	COM	92931B106	67,020 305,640	2,234 10,188	X X		2234 5822						
4366													
WACHOVIA CORP	COM	929771103	11,509,629	134,518	X	28-423	131333						
800 2385			9,250,279	108,112	X X	28-423	25624						
82488			1,262,040	14,750	X	28-1332	14750						
4400			1,497,335	17,500	X X	28-1332	13100						
			106,953	1,250	X		1250						
			34,225	400	X X		400						
WAL MART STORES INC	COM	931142103	147,250,122	3,051,816	X	28-423	2726889						
12910 312017			110,306,593	2,286,147	X X	28-423	1866612						
361479 58056			28,766,650	596,200	X	28-BFMG	596200						
7464			13,973,200	289,600	X	28-AMG	289600						
			41,012,500	850,000	X	28-1115	850000						
			6,998,421	145,045	X	28-1332	137581						
			1,669,884	34,609	X	PNC-FLA	34609						
264			1,035,638	21,464	X X	PNC-FLA	21200						
10910			6,097,932	126,382	X	PNC-MASS	115472						
1100 200			138,574	2,872	X X		1572						
0	0 COLUMN TOTAL		388,324,006										

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FILE NO. 28-1235  
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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 7:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		FAIR MARKET		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER		NUMBER		VALUE		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
(B) SHARED (C) NONE													
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WALGREEN CO	COM	931422109	13,761,277	468,469	X	28-423	412019						
56450			26,063,380	887,264	X	X 28-423	815276						
61388	10600		4,650,063	158,300	X	28-BFMG	158300						
			18,086,188	615,700	X	28-1332	615700						
			2,186,088	74,420	X	PNC-MASS	61930						
12490			170,375	5,800	X		5800						
			167,438	5,700	X	X	5700						
WARNER LAMBERT CO	COM	934488107	48,171,484	696,875	X	28-423	648062						
19846	28967		65,708,704	950,578	X	X 28-423	482004						
408416	60158		19,050,850	275,600	X	28-BFMG	275600						
			16,209,813	234,500	X	28-1115	234500						
			7,875,342	113,929	X	28-1332	113379						
550			1,894,025	27,400	X	X 28-1332	27400						
			308,298	4,460	X		4460						
			200,463	2,900	X	X	2900						
WASHINGTON GAS LT CO	COM	938837101	522,600	20,100	X	28-423	18100						
2000			5,865,600	225,600	X	28-1115	216800						
8800			132,392	5,092	X	X	4092						
1000													
WASHINGTON MUT INC	COM	939322103	24,369,109	685,257	X	28-423	536731						
1760	146766		4,171,920	117,314	X	X 28-423	56005						
47034	14275		4,118,080	115,800	X	28-AMG	115800						
			30,976,280	871,050	X	28-1115	842450						
28600			1,313,198	36,927	X	28-1332	34099						
2828			1,538,234	43,255	X	PNC-MASS	40555						
2700			110,776	3,115	X		3115						
			161,274	4,535	X	X	3945						
590													
WASTE MGMT INC DEL	COM	94106L109	2,509,050	46,680	X	28-423	39941						
1449	5290		1,386,911	25,803	X	X 28-423	16092						
9711			8,035,625	149,500	X	28-BFMG	149500						
			5,788,875	107,700	X	28-1115	107700						
			35,045	652	X		652						
WATERS CORP	COM	941848103	4,250,000	80,000	X	28-BFMG	80000						
WATSON PHARMACEUTICALS INC	COM	942683103	3,176,617	90,600	X	28-BFMG	90600						
225			25,420	725	X		500						
			4,172	119	X	X	119						
WEATHERFORD INTL INC	COM	947074100	470,485	12,846	X	X 28-423							
816	12030												
0			COLUMN TOTAL	323,465,451									

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FILE NO. 28-1235  
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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
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WEBSTER FINL CORP CONN	COM	947890109	7,458,344	274,962	X	28-423	274962						
9400			6,290,288	231,900	X	28-1115	222500						
WELLMAN INC	COM	949702104	2,384,398	149,614	X	28-423	149614						
18200			7,107,902	446,000	X	28-1115	427800						
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	1,391,950	16,400	X	28-1115							
16400													
WELLS FARGO & CO NEW	COM	949746101	29,469,328	689,341	X	28-423	647341						
1900 40100			16,208,748	379,152	X	X 28-423	165252						
202800 11100			53,228,025	1,245,100	X	28-1115	1211900						
33200			389,025	9,100	X	28-1332	9100						
600 300			294,975	6,900	X	X 28-1332	6000						
			815,157	19,068	X	PNC-FLA	19068						
			461,700	10,800	X	X PNC-FLA	10800						
			253,593	5,932	X	PNC-MASS	5932						
			4,275	100	X	X	100						
WENDYS INTL INC	COM	950590109	2,946,900	103,400	X	28-1115	700						
102700			95,105	3,337	X		3337						
			35,625	1,250	X	X	1250						
WESBANCO INC	COM	950810101	2,533,050	84,435	X	28-423	84435						
			585,000	19,500	X	X 28-423	19500						
WESTERN WIRELESS CORP	CL A	95988E204	3,915,000	145,000	X	28-BFMG	145000						
			108,000	4,000	X		4000						
WESTINGHOUSE AIR BRAKE CO NEW	COM	960386100	9,103,887	351,000	X	28-423	232779						
118221			2,960,709	114,150	X	X 28-423	104150						
10000			1,037,480	40,000	X	28-1332	40000						
WESTVACO CORP	COM	961548104	320,015	11,035	X	28-423	11035						
6448 2400			344,462	11,878	X	X 28-423	3030						
WESTWOOD ONE INC	COM	961815107	1,070,610	30,000	X	28-BFMG	30000						
WEYERHAEUSER CO	COM	962166104	1,683,413	24,486	X	28-423	23068						
1418			1,396,725	20,316	X	X 28-423	9638						
10268 410			178,750	2,600	X	X	2600						
0			COLUMN TOTAL	154,072,439									

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FILE NO. 28-1235  
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AS OF 06/30/99

FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

ITEM 8:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6:		ITEM 7:		ITEM 8:	
AUTHORITY		CUSIP		FAIR MARKET		SHARES OR		DISCRETION		MANAGERS		VOTING	
ITEM 1:		ITEM 2:		VALUE		PRINCIPAL		(B) SHARED		INSTR V		(A) SOLE	
(SHARES)		TITLE OF CLASS		NUMBER		AMOUNT		(A) SOLE (C) OTH		INSTR V		(A) SOLE	
NAME OF ISSUER													
(B) SHARED (C) NONE													
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AUTHORITY		ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	ITEM 7:	VOTING	
ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS	(A) SOLE	(C) OTH
(SHARES)	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR	V (A) SOLE
NAME OF ISSUER								
(B) SHARED (C) NONE								
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WHIRLPOOL CORP	COM	963320106	233,766	3,159	X	28-423		3159
43900			3,270,800	44,200	X	28-1115		300
			59,200	800	X	X		800
WILLAMETTE INDS INC	COM	969133107	465,226	10,100	X	28-423		9600
500			207,279	4,500	X	X 28-423		800
3700								
WILLIAMS COS INC DEL	COM	969457100	1,331,127	31,275	X	28-423		25325
5950			1,711,886	40,221	X	X 28-423		8786
30935	500		340,496	8,000	X	PNC-MASS		
8000			23,409	550	X			550
WILMINGTON TRUST CORP	COM	971807102	206,550	3,600	X	28-423		3600
20480	12200		2,150,415	37,480	X	X 28-423		4800
200			8,978,556	156,489	X	28-1332		156289
2872	1200		4,285,798	74,698	X	X 28-1332		70626
WINN DIXIE STORES INC	COM	974280109	298,155	8,072	X	28-423		7408
664			203,154	5,500	X	X 28-423		4680
820			32,652	884	X	X		884
WINSTAR COMMUNICATIONS INC	COM	975515107	28,080,000	576,000	X	28-BFMG		576000
			24,375	500	X			500
WISCONSIN ENERGY CORP	COM	976657106	777,423	31,020	X	28-423		29120
1900			735,845	29,361	X	X 28-423		15991
12170	1200		45,112	1,800	X			1800
			51,377	2,050	X	X		2050
WOLVERINE TUBE INC	COM	978093102	2,762,745	109,960	X	28-423		109960
10400			5,195,850	206,800	X	28-1115		196400
WORTHINGTON INDS INC	COM	981811102	561,324	34,150	X	28-423		34150
2150	4500		109,306	6,650	X	X		
WRIGLEY WM JR CO	COM	982526105	488,745	5,480	X	28-423		5480
1500			1,123,756	12,600	X	X 28-423		11100
			12,039,532	134,992	X	28-1332		134992
			160,537	1,800	X			1800
			62,431	700	X	X		700
0	COLUMN TOTAL		76,016,827					

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FORM 13F NAME OF REPORTING MANAGER-PNC BANK CORP.

AUTHORITY		ITEM 3:	ITEM 4:	SHARES OR	DISCRETION	ITEM 7:	VOTING	
ITEM 1:	ITEM 2:	CUSIP	FAIR MARKET	PRINCIPAL	(B) SHARED	MANAGERS	(A) SOLE	(C) OTH
(SHARES)	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR	V (A) SOLE
NAME OF ISSUER								
(B) SHARED (C) NONE								

ITEM 5: ITEM 6:  
INVESTMENT

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XILINX INC	COM	983919101	10,734,375	187,500	X	28-BFMG	187500		
			13,168	230	X		230		
			91,600	1,600	X	X	1600		
XEROX CORP 6900 124230	COM	984121103	31,196,371	528,197	X	28-423	397067		
95348 14200			10,621,710	179,840	X	X 28-423	70292		
			6,154,260	104,200	X	28-AMG	104200		
39300			68,495,973	1,159,730	X	28-1115	1120430		
400			626,057	10,600	X	28-1332	10200		
			277,001	4,690	X	X 28-1332	4690		
			708,744	12,000	X	PNC-FLA	12000		
			124,621	2,110	X		2110		
YAHOO INC 100 10675	COM	984332106	2,967,523	17,228	X	28-423	6453		
2750 100			611,488	3,550	X	X 28-423	700		
			4,698,291	27,276	X	28-BFMG	27276		
			145,724	846	X		846		
XICOR INC 1100	COM	984903104	50,803	12,800	X	28-423	12800		
			56,757	14,300	X	28-1115	13200		
ZALE CORP NEW	COM	988858106	4,382,000	109,550	X	28-423	109550		
ZANY BRAINY INC	COM	98906Q101	1,936,431	199,900	X	28-BFMG	199900		
ZARING NATL CORP	COM	989136106	400,000	50,000	X	28-423	50000		
ZOLL MED CORP 0	COM	989922109	212,400	17,700	X	PNC-FLA	17700		
0			COLUMN TOTAL	144,505,297					
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1 PAGE	1 OF 1				
AS OF 06/30/99	ENTITTY TOTALS				
0	UNITS				
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380,038,171				21,885,524,937	28-423
96,241,473				5,064,424,583	28-BFMG
8,642,650				528,431,477	28-AMG
134,525,026				5,923,530,259	28-1115
21,144,080				1,336,602,475	28-1332
4,125,332				243,007,897	PNC-FLA
3,156,834				173,926,499	PNC-MASS
0	GRAND TOTALS			35,155,448,127	
647,873,566					