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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)											
1. Name and Address of Reporting Person [*] THIEKE STEVEN G	F	2. Issuer Name and PNC FINANCIA		0	2	INC [F	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director10% Owner				
(Last) (First) JP MORGAN RISK MANAGEMENT MCCARTHY COURT	-	3. Date of Earliest Transaction (Month/Day/Year) 04/26/2005								v)	
(Street) FARMINGDALE, NY 11735	4	. If Amendment, Dat	e Original Fi	led(M	onth/Day/Ye	ar)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)		Table I - N	on-D	erivative	Securitie	es Acqu	uired, Disposed of, or Beneficially Owned	I		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if	3. Transactic Code (Instr. 8) Code		4. Securi (A) or Di (Instr. 3, Amount	isposed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	

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

Persons who respond to the collection of information contained in SEC 1474 (9-02) this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code			ive es ed	6. Date Exerci Expiration Dat (Month/Day/Y	7. Title and Amount		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Employee Director Non- Statutory Stock Option	\$ 52.64	04/26/2005		A ⁽¹⁾		2,000		04/26/2006	04/26/2015	\$5 Par Common Stock	2,000	\$ 0	2,000	D	
Phantom Stock Unit	<u>(2)</u>	01/24/2005		ј <u>(3)</u>	v	3		<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	3	\$ 53.75	367	Ι	Deferred Compensation Plan
Phantom Stock Unit	<u>(2)</u>	01/24/2005		J <u>(5)</u>	v	19		<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	19	\$ 53.75	2,098	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(2)</u>	04/26/2005		A <u>(6)</u>		1,000		<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	1,000	\$ 0	3,098	Ι	Deferred Stock Unit Plan

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
THIEKE STEVEN G JP MORGAN RISK MANAGEMENT 5 MCCARTHY COURT FARMINGDALE, NY 11735	Х						

Signatures

**Signature of Reporting Person

04/28/2005 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Non-statutory stock options will become fully vested on the first anniversary of the date of grant.
- (2) 1 for 1.
- (3) Phantom Stock Units received as dividend equivalents under the PNC Directors Deferred Compensation Plan.
- (4) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (5) Phantom Stock Units received as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan.
- (6) Phantom Stock Units awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.