

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person PUDLIN HELEN P			2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP INC [PNC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ SVP and General Counsel		
(Last) (First) (Middle) ONE PNC PLAZA, 249 FIFTH AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 02/16/2006					
(Street) PITTSBURGH, PA 15222-2707			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
\$5 Par Common Stock	02/16/2006		M		12,667	A	\$ 43.81	111,773	D	
\$5 Par Common Stock	02/16/2006		F		7,966	D	\$ 69.66	103,807	D	
\$5 Par Common Stock	02/16/2006		F		1,910	D	\$ 69.66	101,897	D	
\$5 Par Common Stock	02/16/2006		M		11,084	A	\$ 50.469	112,981	D	
\$5 Par Common Stock	02/16/2006		F		8,030	D	\$ 69.66	104,951	D	
\$5 Par Common Stock	02/16/2006		F		1,241	D	\$ 69.66	103,710	D	
\$5 Par Common Stock	02/16/2006		M		25,333	A	\$ 54.04	129,043	D	
\$5 Par Common Stock	02/16/2006		F		19,652	D	\$ 69.66	109,391	D	
\$5 Par Common Stock	02/16/2006		F		2,308	D	\$ 69.66	107,083	D	
\$5 Par Common Stock								10	I	UTMA by self for son (2)
\$5 Par Common Stock								6	I	UTMA by spouse for daughter (3)

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

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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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Employee Stock Option (Right-to-Buy)	\$ 43.81	02/16/2006		M		12,667	01/03/2004	01/03/2013	\$5 Par Common Stock	12,667	\$ 0	0	D
Employee Stock Option (Right-to-Buy)	\$ 54.04	02/16/2006		M		25,333	01/06/2005	01/06/2014	\$5 Par Common Stock	25,333	\$ 0	12,667	D
Employee Stock Option (Right-to-Buy)	\$ 50.469	02/16/2006		M		11,084	02/17/1999	02/17/2009	\$5 Par Common Stock	11,084	\$ 0	0	D
Employee Stock Option (Right-to-Buy) Reload Option	\$ 69.66	02/16/2006		A	9,876		02/16/2007	01/03/2013	\$5 Par Common Stock	9,876	\$ 0	9,876	D
Employee Stock Option (Right-to-Buy) Reload Option	\$ 69.66	02/16/2006		A	9,271		02/16/2007	02/17/2009	\$5 Par Common Stock	9,271	\$ 0	9,271	D
Employee Stock Option (Right-to-Buy) Reload Option	\$ 69.66	02/16/2006		A	21,960		02/16/2007	01/06/2014	\$5 Par Common Stock	21,960	\$ 0	21,960	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PUDLIN HELEN P ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			SVP and General Counsel	

Signatures

Mark C. Joseph, Attorney in Fact for Helen P. Pudlin		02/21/2006
<small>Signature of Reporting Person</small>		<small>Date</small>

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) The exercise of this option and the satisfaction of the resulting tax withholding obligation were effected by the Reporting Person through the delivery, via attestation, of already owned shares of common stock of the Issuer and did not involve an open market transaction in the Issuer's securities.

These shares are maintained in a brokerage account registered in the name of the reporting person as Custodian under the Pennsylvania Uniform Transfers to Minors Act. The reporting person

(2) disclaims ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

These shares are maintained in a brokerage account registered in the name of the reporting person's spouse as Custodian under the Pennsylvania Uniform Transfers to Minors Act. The reporting

(3) person disclaims ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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

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