FORM	4
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#### 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

1. Name and Address of Reporting Perso MUTTERPERL WILLIAM C	2. Issuer Name and PNC FINANCIA [PNC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner XOfficer (give title below)Other (specify below) Vice Chairman 6. Individual or Joint/Group FilingCheck Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Last) (First) ONE PNC PLAZA, 249 FIFTH A	3. Date of Earliest T 03/02/2006	ransaction (	Mont	h/Day/Yea	ur)					
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, Da	ate Original	Filed	(Month/Day/	Year)					
(City) (State)	(Zip)		Table I - N	Non-D	Derivative	Securit	l ired, 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)	6. Ownership Form:	7. Nature of Indirect Beneficial Ownership
		(Wolth/Day/Tear)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	or Indirect (D) or Indirect (I) (Instr. 4)	
\$5 Par Common Stock	03/02/2006		М		30,000	А	\$ 43.81	72,029	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		11,900	D	\$ 70.5	60,129	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		1,100	D	\$ 70.51	59,029	D	
\$5 Par Common Stock	03/02/2006		S <sup>(1)</sup>		900	D	\$ 70.52	58,129	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		1,300	D	\$ 70.53	56,829	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		1,000	D	\$ 70.54	55,829	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		3,000	D	\$ 70.55	52,829	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		500	D	\$ 70.56	52,329	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		2,600	D	\$ 70.57	49,729	D	
\$5 Par Common Stock	03/02/2006		S <sup>(1)</sup>		900	D	\$ 70.58	48,829	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		3,300	D	\$ 70.61	45,529	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		3,400	D	\$ 70.62	42,129	D	
\$5 Par Common Stock	03/02/2006		S <mark>(1)</mark>		100	D	\$ 70.63	42,029	D	
\$5 Par Common Stock								33	I	401(k) Plan

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

SEC 1474 (9-02)

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

( <i>e.g.</i> , puts, cans, warrants, options, convertible securities)											
1. Title of	2.	3. Transaction	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	of Derivative	Expiration Date	of Underlying	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	Securities	(Month/Day/Year)	Securities	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		(Instr. 3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				or Disposed				Owned	Security:	(Instr. 4)
	Security				of (D)				Following	Direct (D)	
					(Instr. 3, 4,				Reported	or Indirect	
					and 5)				Transaction(s)	(I)	
									(Instr. 4)	(Instr. 4)	

			Code	v	(A)			Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right-to- Buy)	\$ 43.81	03/02/2006	М			30,000	01/03/2004	01/03/2013	\$5 Par Common Stock	30,000	\$ 0	35,000	D	

# **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
MUTTERPERL WILLIAM C ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			Vice Chairman				

## Signatures

Mark C. Joseph, Attorney in Fact for William C. Mutterperl	03/06/2006	
**Signature of Reporting Person	Date	

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Sale pursuant to cashless exercise of employee stock options.

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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