FORM 4	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 – ROHR JAMES E	2. Issuer Name and PNC FINANCIA [PNC]			· ·		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u>X</u> Director10% Owner <u>X</u> Officer (give title below)Other (specify below)					
(Last) (First) (Middle) 3. Date of Earliest Transaction (MOLDER PNC PLAZA, 249 FIFTH AVENUE 04/06/2006					Month/Day/Year) Chairman and CEO						
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, Date Original Filed(Month/Day/Year)						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 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Y)	2A. Deemed 3. Transaction 4. Securities Acquired Execution Date, if Code (A) or Disposed of (D) (n) (Instr. 8) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form:	7. Nature of Indirect Beneficial Ownership				
		Code	v	Amount	(A) or (D)	Price	× /	or Indirect (I) (Instr. 4)			

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)	Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if	Code	tion)	5. Numl of Deriv Secur Acqu (A) o Dispo of (D (Instr 4, and	ber vative rities iired r osed) : 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	(1)	04/06/2006		J <u>(2)</u>		24		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	24	\$ 67.79	56,928	Ι	Supplemental Incentive Savings Plan
Phantom Stock Unit	<u>(1)</u>							<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	24,780		24,780	Ι	Deferred Compensation Plan

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
ROHR JAMES E ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	х		Chairman and CEO				

Signatures

Mark C. Joseph, Attorney in Fact for James E. Rohr	04/10/2006
**Signature of Reporting Person	Date

Explanation of Responses:

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1 for 1.
- (2) Phantom Stock Units acquired under the PNC Supplemental Incentive Savings Plan.
- (3) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.

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.

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).