FORM 4	4
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Check this box if no	
longer subject to Section	
16. Form 4 or Form 5	
obligations may	1
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 [*] SHACK TIMOTHY G	2. Issuer Name and PNC FINANCIA				P INC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
ONE PNC PLAZA, 249 FIFTH AVE		 Date of Earliest Tr 08/16/2006 	ansaction (N	Ionth	/Day/Yea	r)	X_Officer (give title below) Other (specify below) EVP, Chief Information Officer			
(Street) PITTSBURGH, PA 15222-2707		4. If Amendment, Da	te Original I	iled(Month/Day/Y	'ear)	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 - I	Non-l	Derivativo	e Securi	ties Acqu	ired, Disposed of, or Beneficially Owne	d	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)	on	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)	Beneficial
		(Month Duy Tour)	Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	
\$5 Par Common Stock	08/16/2006		M <mark>(1)</mark>		36,720	А	\$ 54.04	182,694	D	
\$5 Par Common Stock	08/16/2006		F ⁽¹⁾		27,801	D	\$ 71.375	154,893	D	
\$5 Par Common Stock	08/16/2006		F <u>(1)</u>		3,650	D	\$ 71.375	151,243	D	
\$5 Par Common Stock	08/16/2006		M <mark>(1)</mark>		8,339	А	\$ 54.719	159,582	D	
\$5 Par Common Stock	08/16/2006		F ⁽¹⁾		6,392	D	\$ 71.375	153,190	D	
\$5 Par Common Stock	08/16/2006		F ⁽¹⁾		798	D	\$ 71.375	152,392	D	

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

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Table II	- Deriva	tive	Securities	Acquired,	Disposed	of, or	Beneficially	Owned
	1						• / • `	

	(e.g., puts, calls, warrants, options, convertible securities)																				
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		5. Number Derivative Securities Acquired Disposed (Instr. 3,	/e s l (A) or l of (D)	6. Date Exerci Expiration Dat (Month/Day/Y	te	of Underlying Securities		of Underlying Securities		of Underlying Securities		of Underlying Securities		Derivative Security (Instr. 5)	tr. 5) Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)							
Employee Stock Option (Right-to- Buy)	\$ 54.719	08/16/2006		М			8,339	02/19/1999	02/19/2008	\$5 Par Common Stock	8,339	\$ 0	0	D							
Employee Stock Option (Right-to- Buy)	\$ 54.04	08/16/2006		М			36,720	01/06/2005	01/06/2014	\$5 Par Common Stock	36,720	\$ 0	25,030	D							
Employee Stock Option (Right- toBuy) Reload Option	\$ 71.375	08/16/2006		А		31,451		08/16/2007	01/06/2014	\$5 Par Common Stock	31,451	\$ 0	31,451	D							

Employee Stock Option (Right- toBuy) Reload	\$ 71.375	08/16/2006	А	7,190	08/16/2007	02/19/2008	\$5 Par Common Stock	7,190	\$ O	7,190	D	
Option												l

Reporting Owners

	Relationships										
Reporting Owner Name / Address	Director	10% Owner	Officer	Other							
SHACK TIMOTHY G ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			EVP, Chief Information Officer								

Signatures

George P. Long, Attorney-in-Fact for Timothy G. Shack	08/18/2006
**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) 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.

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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