

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* WHITFORD THOMAS K (Last) (First) (Middle) ONE PNC PLAZA, 249 FIFTH AVENUE (Street) PITTSBURGH, PA 15222-2707 (City) (State) (Zip) | 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) _____ <div style="border: 1px solid black; padding: 2px; display: inline-block;">EVP and Chief Risk Officer</div> |
| 3. Date of Earliest Transaction (Month/Day/Year) 11/02/2006 | | 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 |
| 4. If Amendment, Date Original Filed (Month/Day/Year) | | |

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 | 11/02/2006 | | F(1) | | 28,518 | D | \$ 68.845 | 139,936 | D | |
| \$5 Par Common Stock | 11/02/2006 | | F(1) | | 3,173 | D | \$ 68.845 | 136,763 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M(1) | | 26,848 | A | \$ 57.1 | 163,611 | D | |
| \$5 Par Common Stock | 11/02/2006 | | F(1) | | 22,267 | D | \$ 68.845 | 141,344 | D | |
| \$5 Par Common Stock | 11/02/2006 | | F(1) | | 1,861 | D | \$ 68.845 | 139,483 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M(1) | | 36,331 | A | \$ 54.04 | 175,814 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 14,959 | A | \$ 49.46 | 190,773 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 20,583 | A | \$ 53.5 | 211,356 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 18,025 | A | \$ 53.5 | 229,381 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 1,638 | A | \$ 53.8 | 231,019 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 5,110 | A | \$ 53.8 | 236,129 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 10,684 | A | \$ 53.8 | 246,813 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 16,279 | A | \$ 53.875 | 263,092 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 10,687 | A | \$ 54.765 | 273,779 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 12,143 | A | \$ 55.27 | 285,922 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 5,538 | A | \$ 55.93 | 291,460 | D | |
| \$5 Par Common Stock | 11/02/2006 | | M | | 5,546 | A | \$ 58 | 297,006 | D | |
| \$5 Par Common Stock | 11/02/2006 | | S(2) | | 1,300 | D | \$ 68.58 | 295,706 | D | |
| \$5 Par Common Stock | 11/02/2006 | | S(2) | | 1,700 | D | \$ 68.6 | 294,006 | D | |
| \$5 Par Common Stock | 11/02/2006 | | S(2) | | 600 | D | \$ 68.61 | 293,406 | D | |
| \$5 Par Common Stock | 11/02/2006 | | S(2) | | 3,400 | D | \$ 68.62 | 290,006 | D | |
| \$5 Par Common Stock | 11/02/2006 | | S(2) | | 4,200 | D | \$ 68.63 | 285,806 | D | |
| \$5 Par Common Stock | 11/02/2006 | | S(2) | | 4,600 | D | \$ 68.64 | 281,206 | D | |
| \$5 Par Common Stock | 10/24/2006 | | J(3) | V | 392 | A | (4) | 8,548 | I | 401(k) Plan |

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

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) | \$ 53.5 | 11/02/2006 | | M | | | 20,583 | 01/25/2006 | 01/25/2015 | \$5 Par Common Stock | 20,583 | \$ 0 | 41,167 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 68.845 | 11/02/2006 | | A | | | 31,691 | 11/02/2007 | 01/06/2014 | \$5 Par Common Stock | 31,691 | \$ 0 | 31,691 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 68.845 | 11/02/2006 | | A | | | 24,128 | 11/02/2007 | 01/03/2012 | \$5 Par Common Stock | 24,128 | \$ 0 | 24,128 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 54.765 | 11/02/2006 | | M | | | 10,687 | 06/03/2006 | 02/16/2010 | \$5 Par Common Stock | 10,687 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 53.8 | 11/02/2006 | | M | | | 10,684 | 05/18/2005 | 02/16/2010 | \$5 Par Common Stock | 10,684 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 53.8 | 11/02/2006 | | M | | | 5,110 | 05/18/2005 | 02/17/2009 | \$5 Par Common Stock | 5,110 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 53.8 | 11/02/2006 | | M | | | 1,638 | 05/18/2005 | 01/03/2013 | \$5 Par Common Stock | 1,638 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 49.46 | 11/02/2006 | | M | | | 14,959 | 06/05/2004 | 01/06/2010 | \$5 Par Common Stock | 14,959 | \$ 0 | 0 | D | |

| | | | | | | | | | | | | | | |
|--|-----------|------------|--|------|---|--------|------------|------------|----------------------|--------|------|--------|---|-------------------------------------|
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 53.875 | 11/02/2006 | | M | | 16,279 | 01/07/2005 | 01/03/2013 | \$5 Par Common Stock | 16,279 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 55.27 | 11/02/2006 | | M | | 12,143 | 11/17/2005 | 02/17/2009 | \$5 Par Common Stock | 12,143 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 55.93 | 11/02/2006 | | M | | 5,538 | 05/20/2003 | 01/06/2010 | \$5 Par Common Stock | 5,538 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 58 | 11/02/2006 | | M | | 5,546 | 08/09/2001 | 02/17/2009 | \$5 Par Common Stock | 5,546 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Reload Option | \$ 53.5 | 11/02/2006 | | M | | 18,025 | 01/25/2006 | 01/03/2013 | \$5 Par Common Stock | 18,025 | \$ 0 | 0 | D | |
| Employee Stock Option (Right-to-Buy) Option | \$ 54.04 | 11/02/2006 | | M | | 36,331 | 01/06/2005 | 01/06/2014 | \$5 Par Common Stock | 36,331 | \$ 0 | 20,584 | D | |
| Employee Stock Option (Right-to-Buy) Option | \$ 57.1 | 11/02/2006 | | M | | 26,848 | 01/03/2003 | 01/03/2012 | \$5 Par Common Stock | 26,848 | \$ 0 | 41,402 | D | |
| Phantom Stock Unit | (5) | 10/24/2006 | | J(6) | V | 201 | (7) | (7) | \$5 Par Common Stock | 201 | (8) | 8,614 | I | Deferred Compensation Plan |
| Phantom Stock Unit | (5) | 10/24/2006 | | J(6) | V | 140 | (7) | (7) | \$5 Par Common Stock | 140 | (9) | 6,056 | I | Supplemental Incentive Savings Plan |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WHITFORD THOMAS K ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707 | | | EVP and Chief Risk Officer | |

Signatures

| | |
|--|---------------------|
| Lori A. Hasselman, Attorney-in-Fact for Thomas K. Whitford | 11/06/2006 |
| <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.
- (2) Sale pursuant to cashless exercise of employee stock options.
- (3) Shares acquired under the PNC Incentive Savings Plan, including shares acquired through reinvestment of dividends.
- (4) Shares acquired under the PNC Incentive Savings Plan at various prices from \$72.77 to \$63.67.
- (5) 1 for 1.
- (6) Dividend reinvestment shares acquired.
- (7) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (8) Dividend reinvestment shares acquired under the PNC Deferred Compensation Plan at various prices.
- (9) Dividend reinvestment shares acquired under the PNC Supplemental Incentive Savings Plan at various prices.

Remarks:

Form (1 of 2)

Because the number of reportable transactions exceeds the Form 4 limit, additional transactions are reported on a second Form 4 on the same date.

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Karen M. Barrett, Lori A. Hasselman, George P. Long, III, Michelle Manning and Edward P. Rosenthal, signing singly, the undersigned's true and lawful attorneys-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as a Section 16 officer and/or director of The PNC Financial Services Group, Inc. (the "Corporation"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve or deem necessary or appropriate, in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Corporation assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of August 2006.

/s/Thomas K. Whitford