

# FORM 4

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

OMB APPROVAL  
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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>WHITFORD THOMAS K</b>  <small>(Last) (First) (Middle)</small> <b>ONE PNC PLAZA, 249 FIFTH AVENUE</b>  <small>(Street)</small> <b>PITTSBURGH, PA 15222-2707</b>  <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>PNC FINANCIAL SERVICES GROUP INC</b> <b>[PNC]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <small>Director</small> _____ <small>10% Owner</small> _____ <input checked="" type="checkbox"/> <small>Officer (give title below)</small> <b>EVP and Chief Risk Officer</b> <small>Other (specify below)</small> _____
3. Date of Earliest Transaction (Month/Day/Year) <b>02/06/2007</b>		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	02/06/2007		M		20,583	A	\$ 53.5	137,684	D	
\$5 Par Common Stock	02/06/2007		M		20,584	A	\$ 54.04	158,268	D	
\$5 Par Common Stock	02/06/2007		S	(I)	16,200	D	\$ 74.32	142,068	D	
\$5 Par Common Stock	02/06/2007		S	(I)	3,100	D	\$ 74.35	138,968	D	
\$5 Par Common Stock	02/06/2007		S	(I)	2,000	D	\$ 74.36	136,968	D	
\$5 Par Common Stock	02/06/2007		S	(I)	2,800	D	\$ 74.37	134,168	D	
\$5 Par Common Stock	02/06/2007		S	(I)	2,000	D	\$ 74.38	132,168	D	
\$5 Par Common Stock	02/06/2007		S	(I)	700	D	\$ 74.39	131,468	D	
\$5 Par Common Stock	02/06/2007		S	(I)	2,600	D	\$ 74.4	128,868	D	
\$5 Par Common Stock	02/06/2007		S	(I)	2,100	D	\$ 74.41	126,768	D	
\$5 Par Common Stock	02/06/2007		S	(I)	2,200	D	\$ 74.43	124,568	D	
\$5 Par Common Stock	02/06/2007		S	(I)	2,900	D	\$ 74.44	121,668	D	
\$5 Par Common Stock	02/06/2007		S	(I)	4,200	D	\$ 74.49	117,468	D	
\$5 Par Common Stock	02/06/2007		S	(I)	100	D	\$ 74.5	117,368	D	
\$5 Par Common Stock	02/06/2007		S	(I)	200	D	\$ 74.52	117,168	D	
\$5 Par Common Stock	02/06/2007		S	(I)	67	D	\$ 74.53	117,101	D	
\$5 Par Common Stock								8,548	I	401(k) Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)				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	02/06/2007		M				20,583	01/25/2006	01/25/2015	\$5 Par Common Stock	20,583	\$ 0	20,584	D	
Employee Stock Option (Right-to-Buy)	\$ 54.04	02/06/2007		M				20,584	01/06/2005	01/06/2014	\$5 Par Common Stock	20,584	\$ 0	0	D	

## 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		02/08/2007
		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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