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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 Person [*] USHER THOMAS J			2. Issuer Name and PNC FINANCIA [PNC]			· ·		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 			
^(Last) UNITED STATES GRANT STREET,			3. Date of Earliest Transaction (Month/Day/Year) 04/22/2008								
PITTSBURGH, PA		4. If Amendment, Da	te 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 Acqu						ired, Disposed of, or Beneficially Own	ied	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	(Month/Day/Year)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership			

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

	(<i>e.g.</i> , puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	Conversion		3A. Deemed Execution Date, if any (Month/Day/Year)	Code		5. Num of Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)	ive es ed ed	6. Date Exercisable		7. Title and Amount of Underlying Securities		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s)	Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	<u>(1)</u>	04/22/2008		A ⁽²⁾		1,493		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	1,493	\$ 0	12,734	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(1)</u>							<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	16,171		16,171	Ι	Deferred Compensation Plan

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
USHER THOMAS J UNITED STATES STEEL CORPORATION 600 GRANT STREET, 61ST FLOOR PITTSBURGH, PA 15219-2800	Х						

Signatures

Lori A. Hasselman, Attorney-in-Fact for Thomas J. Usher	04/24/2008
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) One phantom stock unit is the economic equivalent of one share of PNC Common Stock.
- (2) Phantom Stock Units awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit 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.

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