### FORM 4

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

OMB APPR	OVAL
OMB Number:	3235-0287
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houre per reenonce	0.5

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

e Responses	5)													
			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)  _X_Director Officer (give title below)  Other (specify below)							
) C PLAZA,	(First) 249 FIFTH AV	(Middle) ENUE				ransa	ction (Month	Day/Year)						
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				ır)	6. Individual or Joint/Group Filing/Check Applicable Line) X Form filed by One Reporting Person						
RGH, PA	15222-2707									Form	filed by More th	an One Reporting Po	erson	
)	(State)	(Zip)			,	Tabl	e I - Non-Dei	ivative Sec	curities Acqu	ired, Dis	posed of, or	Beneficially O	wned	
ecurity	Date					(Instr. 8)		(A) or Disp (Instr. 3, 4 a	osed of (D) and 5) A) or	Owned Following Reported		Ownersh Form: Direct (I or Indire (I)	Beneficial Ownership oct (Instr. 4)	
Report on a s	eparate line for each		- Derivat	tive	Securiti	es A	Person in this a currecquired, Disp	ns who rest form are ently valid	not require OMB conti	d to resp rol numb	ond unles			EC 1474 (9-02)
Derivative Conversion Date		ate Execution Date, if Month/Day/Year)			4. 5. Num Transaction of Code Derivat (Instr. 8) Securit Acquir (A) or Dispose of (D)		6. Date Exer and Expirati	Date Exercisable ad Expiration Date		ng Der Sec		Derivative Securities Beneficially Owned Following Reported	Form of	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
(1)	04/22/2008		A <sup>(2)</sup>		1,493		(3)	(3)	\$5 Par Common Stock	1,493	\$ 0	4,141	I	Deferred Stock Unit Plan
							<u>(3)</u>	<u>(3)</u>	\$5 Par Common	1,771		1,771	I	Deferred Compensation
J 3	GEORGE  O PLAZA,  O PLAZA,	C PLAZA, 249 FIFTH AV  (Street)  JRGH, PA 15222-2707  ) (State)  ecurity  Report on a separate line for each  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)	GEORGE H JR  (First) (Middle) C PLAZA, 249 FIFTH AVENUE  (Street)  (Street)  (Street)  (Street)  (Street)  (Zip)  (State) (Zip)  (State) (Zip)  (Month/Day/Year)  (Month/Day/Year)  Table II  2.  Conversion or Exercise Price of Derivative Security  (Month/Day/Year)  (Month/Day/Year)	GEORGE H JR  PNC F [PNC]  3. Date of O4/22/2  (Street)  4. If Am  PRGH, PA 15222-2707  (State)  2. Transaction Date (Month/Day/Year)  Report on a separate line for each class of securities beneficial any (Month Day/Year)  2. Table II - Derivate (e.g., put any (Month/Day/Year))  2. Table II - Derivate (e.g., put any (Month/Day/Year))  (Month/Day/Year)  A Deemed Execution Date if any (Month/Day/Year)  (Month/Day/Year)  Code  Code  Code	GEORGE H JR  PNC FINA [PNC]  3. Date of Ea 04/22/200  (Street)  4. If Amends  PRGH, PA 15222-2707  (State)  2. Transaction Date (Month/Day/Year)  Report on a separate line for each class of securities beneficially of the Execution any (Month/Day/Year)  Table II - Derivative (e.g., puts, of any (Month/Day/Year)  (Month/Day/Year)  A. Deemed Execution any (Month/Day/Year)  (Month/Day/Year)  A. Deemed Execution Date (Instr. 8)  Code  V	GEORGE H JR  PNC FINANCIA [PNC]  3. Date of Earliest To 04/22/2008  4. If Amendment, Da  GRGH, PA 15222-2707  (State)  2. Transaction Date (Month/Day/Year)  Report on a separate line for each class of securities beneficially owned dia  Table II - Derivative Securities, puts, calls, wa  2. Conversion or Exercise Price of Derivative Security  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  Acquir (A) or Disposo of (D) (Instr. 3)  Code V (A)	GEORGE H JR  PNC FINANCIAL S [PNC]  3. Date of Earliest Transa 04/22/2008  4. If Amendment, Date O  Graph PA 15222-2707  2. Transaction Date (Month/Day/Year)  Report on a separate line for each class of securities beneficially owned directly  Table II - Derivative Securities Ac (e.g., puts, calls, warran of Date (Month/Day/Year)  Table II - Derivative Securities Ac (e.g., puts, calls, warran of Date (Month/Day/Year)  A. Deemed Execution Date, if (Instr. 8)  Table II - Derivative Securities Ac (e.g., puts, calls, warran of Date (Instr. 8)  Code (Instr. 8)  Code (Instr. 8)  Code (Instr. 3, 4, and 5)	PNC FINANCIAL SERVICES [PNC]  3. Date of Earliest Transaction (Month/O4/22/2008  4. If Amendment, Date Original Filedon  PRGH, PA 15222-2707  2. Transaction Date (Month/Day/Year)  Percurity  2. Transaction Date (Month/Day/Year)  Person in this in curre  Table II - Derivative Securities Acquired, Discoveries (Month/Day/Year)  3. Transaction Execution Date, if any (Month/Day/Year)  Person in this in curre  Table II - Derivative Securities Acquired, Discoveries (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Exercisable  Code V (A) (D)  Date Exercisable	PNC FINANCIAL SERVICES GROUP [PNC]  3. Date of Earliest Transaction (Month/Day/Year) 04/22/2008  4. If Amendment, Date Original Filed(Month/Day/Year) (State)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Report on a separate line for each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired, Disposed of, or (e.g., puts, calls, warrants, options, convertible and (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or (e.g., puts, calls, warrants, options, convertible and Execution Date (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or (e.g., puts, calls, warrants, options, convertible and Expiration Date (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable  Code V (A) (D)  Date Expiration Date  Expiration Date  Code V (A) (D)	PNC FINANCIAL SERVICES GROUP INC [PNC]  3. Date of Earliest Transaction (Month/Day/Year) 04/22/2008  4. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  (A) I A Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 8)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Code (Instr. 8)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (Code (Instr. 8)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (Code (Instr. 8)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3, 4 and 5)	PNC FINANCIAL SERVICES GROUP INC [PNC]  2 PLAZA, 249 FIFTH AVENUE  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  5. Amount of Code (Month/Day/Year)  6. Indiviguation Date (Month/Day/Year)  7. Table I - Non-Derivative Securities Acquired, Disposed of (D) Owned In this form are not required to respond to the collecting	PNC FINANCIAL SERVICES GROUP INC [PNC]  A Director (PNC]  A Director (PNC)  A Date of Earliest Transaction (Month/Day/Year)  A Date of Earliest Transaction (Month/Day/Year)  A Date Original Filed(Month/Day/Year)  A S Director Officer (give inthe branch of Month/Day/Year)  A Date Original Filed(Month/Day/Year)  A Date Original Filed(Month/Day/Year)  A S Decembed (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V Amount Or Securities Acquired (A) or Disposed of (D) (Instr. 3)  A Decembed (Branch of Code)  A Date (Branch of Code)  A D	Check all appli   Check all	PNC FINANCIAL SERVICES GROUP INC [PNC]  A price of the property of the propert

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
WALLS GEORGE H JR ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	X						

## **Signatures**

Lori A. Hasselman, Attorney-in-Fact for George H. Walls, Jr.	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.

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.