

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 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

(Print or Type Responses)

1. Name and Address of Reporting Person* SHACK TIMOTHY G (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] 3. Date of Earliest Transaction (Month/Day/Year) 05/02/2008 4. If Amendment, Date Original Filed(Month/Day/Year)	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) _____ EVP, Chief Information Officer 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
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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	05/02/2008		S		300	D	\$ 71	94,178	D	
\$5 Par Common Stock	05/02/2008		S		1,800	D	\$ 71.02	92,378	D	
\$5 Par Common Stock	05/02/2008		S		400	D	\$ 71.03	91,978	D	
\$5 Par Common Stock	05/02/2008		S		600	D	\$ 71.04	91,378	D	
\$5 Par Common Stock	05/02/2008		S		100	D	\$ 71.05	91,278	D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.07	91,078	D	
\$5 Par Common Stock	05/02/2008		S		300	D	\$ 71.08	90,778	D	
\$5 Par Common Stock	05/02/2008		S		100	D	\$ 71.11	90,678	D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.12	90,478	D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.13	90,278	D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.14	90,078	D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.15	89,878	D	
\$5 Par Common Stock	05/02/2008		S		100	D	\$ 71.16	89,778	D	
\$5 Par Common Stock	05/02/2008		S		400	D	\$ 71.19	89,378	D	
\$5 Par Common Stock	05/02/2008		S		100	D	\$ 71.2	89,278	D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.21	89,078	D	
\$5 Par Common Stock	05/02/2008		S		4,800	D	\$ 71.22	84,278	D	
\$5 Par Common Stock	05/02/2008		S		1,500	D	\$ 71.23	82,778	D	

\$5 Par Common Stock	05/02/2008		S		700	D	\$ 71.24	82,078		D	
\$5 Par Common Stock	05/02/2008		S		400	D	\$ 71.25	81,678		D	
\$5 Par Common Stock	05/02/2008		S		600	D	\$ 71.26	81,078		D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.27	80,878		D	
\$5 Par Common Stock	05/02/2008		S		600	D	\$ 71.28	80,278		D	
\$5 Par Common Stock	05/02/2008		S		100	D	\$ 71.29	80,178		D	
\$5 Par Common Stock	05/02/2008		S		500	D	\$ 71.31	79,678		D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.32	79,478		D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.33	79,278		D	
\$5 Par Common Stock	05/02/2008		S		100	D	\$ 71.34	79,178		D	
\$5 Par Common Stock	05/02/2008		S		200	D	\$ 71.35	78,978		D	
\$5 Par Common Stock	05/02/2008		S		300	D	\$ 71.37	78,678		D	

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)		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					

Reporting Owners

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

Signatures

Lori A. Hasselman, Attorney-in-Fact for Timothy G. Shack	05/05/2008
<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).

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 filed 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.