

# 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* ROHR JAMES E			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) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (give title below) Chairman and CEO <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle) ONE PNC PLAZA, 249 FIFTH AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 08/11/2008					
(Street) PITTSBURGH, PA 15222-2707			4. If Amendment, Date Original Filed(Month/Day/Year)			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		
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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	07/24/2008		J(1)	V	5	A	\$ 69.92	500	I	Custodian Account/PUTMA (2)
\$5 Par Common Stock	04/24/2008		J(3)	V	16	A	\$ 65.955	34,052	I	401(k) Plan
\$5 Par Common Stock	07/24/2008		J(3)	V	321	A	\$ 69.92	34,373	I	401(k) Plan
\$5 Par Common Stock	08/11/2008		M		26,541	A	\$ 69.38	445,617	D	
\$5 Par Common Stock	08/11/2008		M		40,316	A	\$ 52.105	485,933	D	
\$5 Par Common Stock	08/11/2008		M		28,559	A	\$ 53.095	514,492	D	
\$5 Par Common Stock	08/11/2008		M		26,768	A	\$ 65.55	541,260	D	
\$5 Par Common Stock	08/11/2008		S		95,643	D	\$ 72.271 (4)	445,617	D	
\$5 Par Common Stock	08/11/2008		S		26,541	D	\$ 72.8804 (5)	419,076	D	
\$5 Par Common Stock								58,200	I	By Spouse (2)
\$5 Par Common Stock								3,555	I	By GRAT (2)

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 (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					

Employee Stock Option (Right-to-Buy) Reload Option	\$ 69.38	08/11/2008		M		26,541	11/17/2007	02/17/2009	\$5 Par Common Stock	26,541	\$ 0	0	D
Employee Stock Option (Right-to-Buy)	\$ 52.105	08/11/2008		M		40,316	10/27/2005	01/31/2010	\$5 Par Common Stock	40,316	\$ 0	0	D
Employee Stock Option (Right-to-Buy)	\$ 53.095	08/11/2008		M		28,559	10/28/2004	01/06/2010	\$5 Par Common Stock	28,559	\$ 0	0	D
Employee Stock Option (Right-to-Buy)	\$ 65.55	08/11/2008		M		26,768	08/30/2002	02/17/2009	\$5 Par Common Stock	26,768	\$ 0	0	D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROHR JAMES E ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	X		Chairman and CEO	

## Signatures

Lori A. Hasselman, Attorney-in-Fact for James E. Rohr		08/12/2008
<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).

(1) Dividend reinvestment shares acquired.

(2) The reporting person disclaims ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

(3) Dividend reinvestment shares acquired under the PNC Incentive Savings Plan.

(4) Represents the weighted average price of shares sold with actual prices ranging from \$71.880 to \$72.640. Upon a request from the staff of the SEC, the issuer, or a security holder of the issuer, the reporting person undertakes to provide full information regarding the number of shares sold at each separate price.

(5) Represents the weighted average price of shares sold with actual prices ranging from \$72.80 to \$73.050. Upon a request from the staff of the SEC, the issuer, or a security holder of the issuer, the reporting person undertakes to provide full information regarding the number of shares sold at each separate price.

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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