FORM	4
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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 Perpense)

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

(Print or Type Responses)												
1. Name and Address of Reporting Perso WEHMEIER HELGE H	2. Issuer Name an PNC FINANCI [PNC]			0,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u></u>						
ONE PNC PLAZA, 249 FIFTH A	3. Date of Earliest 01/02/2009	Transactior	n (Mo	nth/Day/Y	'ear)							
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, 1	Date Origin	al Fil	ed(Month/Da	ay/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-l	Derivativo	e Secur	ities Acqui	uired, Disposed of, or Beneficially Owned				
1.Title of Security 2. Transacti (Instr. 3) Date (Month/Day			(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)	Ownership Form:	Beneficial		
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price		Direct (D) or Indirect (I) (Instr. 4)			
\$5 Par Common Stock	10/24/2008		J <u>(1)</u>	v	22	А	\$ 56.25	1,792	Ι	Money Purchase Plan		
\$5 Par Common Stock	10/24/2008		<u>ј(1)</u>	V	81	А	\$ 56.25	15,141	D			
\$5 Par Common Stock	01/02/2009		A <mark>(2)</mark>		103	А	\$0	15,244	D			
\$5 Par Common Stock	01/02/2009		P <u>(3)</u>		200	А	\$ 48.4799	15,444	D			
\$5 Par Common Stock	01/02/2009		P ⁽³⁾		255	А	\$ 48.48	15,699	D			

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	3)	5. Numb of Deriv Secur Acqui (A) of Dispo of (D) (Instr. 4, and	ative ities ired sed) . 3,			of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)			11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	<u>(4)</u>	04/24/2008		J <u>(5)</u>	v	110		<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock	110	\$ 65.955	12,577	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(4)</u>	07/24/2008		J <u>(5)</u>	v	118		<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock	118	\$ 69.92	12,695	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(4)</u>	10/24/2008		J <u>(5)</u>	v	149		<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock	149	\$ 56.25	12,844	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(4)</u>	04/24/2008		J(7)	v	90		<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock	90	\$ 65.955	9,084	Ι	Deferred Compensation Plan

Phantom Stock Unit	<u>(4)</u>	07/24/2008	<u>ј(7)</u>	v	86	<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock	86	\$ 69.92	9,170	Ι	Deferred Compensation Plan
Phantom Stock Unit	<u>(4)</u>	10/24/2008	յ <u>(7)</u>	v	107	<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock	107	\$ 56.25	9,277	Ι	Deferred Compensation Plan

Reporting Owners

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
WEHMEIER HELGE H ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	Х								

Signatures

Lori A. Hasselman, Attorney-in-Fact for Helge H. Wehmeier	01/06/2009
-*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) Dividend reinvestment shares acquired.
- (2) Annual grant pursuant to PNC Directors Share Incentive Plan.
- (3) Transaction effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 5, 2004.
- (4) One phantom stock unit is the economic equivalent of one share of PNC Common Stock.
- (5) Phantom Stock Units received as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan.
- (6) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (7) Phantom Stock Units received as dividend equivalents under the PNC Directors Deferred Compensation Plan.

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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