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

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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).

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

ELEN P (First PLAZA, 249) (Streen GH, PA 152) (Sta	9 FIFTH AV eet) 222-2707	(Middle) ENUE	PNC FINA [PNC] 3. Date of Ea 02/15/200	ANC	IAL S	ERV	_	•	INC	Direct	(Che			er			
CLAZA, 249 (Stre GH, PA 152 (Sta	9 FIFTH AV eet) 222-2707		02/15/200		Transac	tion !		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)			
GH, PA 152	222-2707		4. If Amend		3. Date of Earliest Transaction (Month/Day/Year) 02/15/2009						EVP	& General	Counsel				
(Sta		PITTSBURGH, PA 15222-2707			4. If Amendment, Date 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						
rity		(Zip)		Та	able I - I	Non-I	Derivativ	Securit	ies Acq	uired, Disp	sed of, or I	Beneficially	Owned				
1.Title of Security (Instr. 3)					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)			Ownership Form:	Beneficial			
		(M	(Month/Day/Y	(ear)	Code	V	Amour	(A) or (D)	Price	(Instr. 3 a	and 4)		Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)			
mon Stock	02/15	5/2009			F ⁽¹⁾		764	D	\$ 27.91	5 118,750)		D				
mon Stock										6			I	by Daughter			
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nversion Date	,	Execution Dany	te, if Transaction Code (Instr. 8) (Instr. 8) 5. Number of Derivati Securitic Acquirer (A) or Dispose of (D) (Instr. 3,		ve es d d	6. Date Exercisable and Expiration Date (Month/Day/Year) e (I)			Fitle and nount of derlying curities str. 3 and	8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security: Direct (D or Indirect	Benefici Ownersl (Instr. 4)				
			Code	V	(A) (I	Е			tion Tit	Amount or le Number of Shares							
nr Exception	version xercise e of ivative urity	rt on a separate line for each version Date xercise of wative	Table II - Table II - Version Date (Month/Day/Year) (Month/Day/Year) (Month/Day/	Table II - Derivative Se (e.g., puts, cal version Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Se (e.g., puts, cal description any (Month/Day/Year) (Month/Day/Year)	Table II - Derivative Securit (e.g., puts, calls, was version a separate line for each class of securities beneficially or service (e.g., puts, calls, was version and continuous puts) Note of livative arity Table II - Derivative Securities beneficially or live (e.g., puts, calls, was version and live (e.g., puts, calls,	Table II - Derivative Securities Acquee.g., puts, calls, warrants, Version Date (Month/Day/Year) In the contraction Date (Month/Day/Year) Securities Acqueed Execution Date, if one of (Instr. 8) In the contraction (Month/Day/Year) Securities Acqueed Execution Date, if one of (Instr. 8) In the contraction (A) or Dispose of (D) (Instr. 3) A, and 5	rt on a separate line for each class of securities beneficially owned directly Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, optic (e.g., puts, calls, warrants, optic (month/Day/Year) 3. 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	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
PUDLIN HELEN P ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			EVP & General Counsel				

Signatures

2/18/2009

**Signature of Reporting Person	Date
—Signature of Reporting Ferson	

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) Shares withheld to satisfy tax liability resulting from the vesting of restricted stock previously granted.
- 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.

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.