

GUYAUX JOSEPH C
 Form 4
 February 21, 2006

FORM 4

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 GUYAUX JOSEPH C

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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 President

ONE PNC PLAZA, 249 FIFTH AVENUE

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(Street)

PITTSBURGH, PA 15222-2707

(City) (State) (Zip)

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	02/16/2006		S ⁽¹⁾		10,000	D	\$ 69.84
					231,133	D	
\$5 Par Common Stock	02/16/2006		S ⁽¹⁾		6,500	D	\$ 69.88
					224,633	D	
\$5 Par Common Stock	02/16/2006		S ⁽¹⁾		10,000	D	\$ 69.89
					214,633	D	
\$5 Par Common Stock	02/16/2006		S ⁽¹⁾		27,488	D	\$ 69.9
					187,145	D	

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Common Stock								
\$5 Par Common Stock	02/16/2006	S ⁽¹⁾	3,918	D	\$ 69.91	183,227	D	
\$5 Par Common Stock	02/16/2006	S ⁽¹⁾	3,700	D	\$ 69.92	179,527	D	
\$5 Par Common Stock	02/16/2006	S ⁽¹⁾	4,400	D	\$ 69.94	175,127	D	
\$5 Par Common Stock	02/16/2006	S ⁽¹⁾	800	D	\$ 69.96	174,327	D	
\$5 Par Common Stock	02/16/2006	M	27,000	A	\$ 54.719	201,327	D	
\$5 Par Common Stock	02/16/2006	M	2,345	A	\$ 54.094	203,672	D	
\$5 Par Common Stock	02/16/2006	M	3,218	A	\$ 57.313	206,890	D	
\$5 Par Common Stock	02/16/2006	M	4,243	A	\$ 52.25	211,133	D	
\$5 Par Common Stock	02/16/2006	M	30,000	A	\$ 42.5313	241,133	D	
\$5 Par Common Stock						464	I	401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Derivative Security		or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	An or Nu of
			Code	V (A) (D)				
Employee Stock Option (Right-to-Buy)	\$ 54.719	02/16/2006	M	27,000	02/19/1999	02/19/2008	\$5 Par Common Stock	27
Employee Stock Option (Right-to-Buy)	\$ 42.5313	02/16/2006	M	30,000	02/16/2001	02/16/2010	\$5 Par Common Stock	30
Employee Stock Option (Right-to-Buy) Reload Option	\$ 54.094	02/16/2006	M	2,345	02/24/1999	02/19/2007	\$5 Par Common Stock	2
Employee Stock Option (Right-to-Buy) Reload Option	\$ 57.313	02/16/2006	M	3,218	03/23/2000	02/19/2007	\$5 Par Common Stock	3
Employee Stock Option (Right-to-Buy) Reload Option	\$ 52.25	02/16/2006	M	4,243	09/27/2000	02/19/2007	\$5 Par Common Stock	4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUYAUX JOSEPH C ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			President	

Signatures

Mark C. Joseph, Attorney in Fact for Joseph C. Guyaux 02/21/2006

__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) Sale pursuant to cashless exercise of employee stock options.

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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