

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Schedule 13G
Under the Securities Exchange Act of 1934
(Amendment No. 3-Final)

Petroleum Development Corp.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

716578-109

(CUSIP Number)

Check the following box if a fee is being paid with this statement []
CUSIP No. 716578-109

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of above persons
PNC Bank Corp. 25-1435979

2) Check the Appropriate Box if a Member of a Group (See Instructions)
a) []
b) []

3) SEC USE ONLY

4) Citizenship or Place of Organization Pennsylvania

Number of Shares Beneficially Owned By Each Reporting Person With
5) Sole Voting Power 0
6) Shared Voting Power 0
7) Sole Dispositive Power 0
8) Shared Dispositive Power 0

9) Aggregate Amount Beneficially Owned by Each Reporting Person 0

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) []

11) Percent of Class Represented by Amount in Row (9) 0

12) Type of Reporting Person (See Instructions) HC

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1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of
above persons
PNC Bancorp, Inc. 51-0326854

2) Check the Appropriate Box if a Member of a Group (See Instructions)
a) []
b) []

3) SEC USE ONLY

4) Citizenship or Place of Organization Delaware

Number of Shares 5) Sole Voting Power 0
Beneficially Owned
By Each Reporting 6) Shared Voting Power 0
Person With 7) Sole Dispositive Power 0
8) Shared Dispositive Power 0

9) Aggregate Amount Beneficially Owned by Each Reporting Person 0

10) Check if the Aggregate Amount in Row (9) Excludes Certain []
Shares (See Instructions)

11) Percent of Class Represented by Amount in Row (9) 0

12) Type of Reporting Person (See Instructions) HC

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(CUSIP Number)

Check the following box if a fee is being paid with this statement []
CUSIP No. 716578-109

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of above persons
PNC Bank, National Association 25-1197336

2) Check the Appropriate Box if a Member of a Group (See Instructions)
a) []
b) []

3) SEC USE ONLY

4) Citizenship or Place of Organization United States

Number of Shares Beneficially Owned By Each Reporting Person With

5) Sole Voting Power	0
6) Shared Voting Power	0

7) Sole Dispositive Power 0

8) Shared Dispositive Power 0

9) Aggregate Amount Beneficially Owned by Each Reporting Person 0

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) []

11) Percent of Class Represented by Amount in Row (9) 0

12) Type of Reporting Person (See Instructions) BK

ITEM 4 - OWNERSHIP:

The following information is as of January 31, 1996;

(a) Amount Beneficially Owned:	0 shares
(b) Percent of Class:	0
(c) Number of shares to which such person has:	
(i) sole power to vote or to direct the vote	0
(ii) shared power to vote or to direct the vote	0
(iii) sole power to dispose or to direct the disposition of	0
(iv) shared power to dispose or to direct the disposition of	0

ITEM 5 - OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Each reporting person has ceased to be the beneficial owner of more than 5% of the stock.

ITEM 10 - CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 6, 1996

Date

/s/ WILLIAM F. STROME

Signature - PNC Bank Corp.

William F. Strome, Senior Vice President

Name/Title

February 6, 1996

Date

/s/ JAMES B. YAHNER

Signature - PNC Bancorp, Inc.

James B. Yahner, Vice President

Name/Title

February 6, 1996

Date

/s/ WILLIAM F. STROME

Signature - PNC Bank, National Association

William F. Strome, Senior Vice President

Name/Title

An agreement to file a joint statement was previously filed as Exhibit A to Amendment No. 2.