

PRUDENTIAL FINANCIAL INC  
Form 424B3  
August 10, 2006

**CALCULATION OF REGISTRATION FEE**

Title of Each Class of Securities Offered	Maximum	
	Aggregate Offering Price(1)	Amount of Registration Fee(2)
6.000% Internotes <sup>®</sup> Due August 15, 2016	\$ 1,419,000	\$ 151.83
6.300% Internotes <sup>®</sup> Due August 15, 2031	\$ 3,521,000	\$ 376.75
<b>TOTAL</b>		<b>\$ 528.58</b>

- (1) Excludes accrued interest, if any.  
 (2) Pursuant to Rule 457(p) under the Securities Act of 1933, as amended, registration fees were paid with respect to unsold securities that were previously registered pursuant to Registration Statement Nos. 333-123240, 333-123240-01 and 333-123240-02 and were carried forward. Prudential Financial is offsetting the \$151.83 registration fee with respect to the \$1,419,000 6.000% Internotes<sup>®</sup> Due August 15, 2016 and the \$376.75 registration fee with respect to the \$3,521,000 6.300% Internotes<sup>®</sup> Due August 15, 2031 offered by means of this pricing supplement against those registration fees carried forward, and \$75,493.09 of the registration fees carried forward remains available for future registration fees. No additional registration fee has been paid with respect to this offering.

**Prudential Financial InterNotes<sup>®</sup>, Due One Year or More from Date of Issue**

Filed under Rule 424(b)(3), Registration Statement(s) No. 333-132469, 333-132469-01 and 333-132469-02

Pricing Supplement Number 142 Dated August 07, 2006

(to Prospectus dated March 16, 2006 and Prospectus Supplement dated March 16, 2006)

Investors should read this pricing supplement in conjunction with the Prospectus and Prospectus Supplement.

IP	Aggregate	Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	Coupon Date	1 <sup>st</sup> Coupon Amount	Survivor Option	Product Ranking	Moody s Rating	sS Rating
2AQD5		\$1,419,000.00	100.000%	1.500%	\$1,397,715.00	FIXED	6.000%	SEMI-ANNUAL	08/15/2016	02/15/2007	\$30.83	YES	Senior Unsecured Notes	A3	A

**Redemption Information:** Callable at 100.000% on 08/15/2008 and every interest payment date thereafter.

**Joint Lead Managers and Lead Agents:** Banc of America Securities LLC, INCAPITAL, LLC Agents: A.G. Edwards & Sons, Inc., Bear, Stearns & Co., Inc., Charles Schwab & Co. Inc., Citigroup, Edward D. Jones & Co., L.P., Fidelity Capital Markets Services, Merrill Lynch & Co., Morgan Stanley, Ramirez & Co., Inc., Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Muriel Siebert &

Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

**Co., Inc., UBS Securities LLC, Wachovia Securities, LLC**

The Prudential Financial, Inc. InterNotes will be subject to redemption at the option of Prudential Financial, Inc., in whole on the interest payment date occurring any time on or after 08/15/2008 at a redemption price equal to 100% of the principal amount of the Prudential Financial, Inc. InterNotes, plus accrued interest thereon, if any, upon at least 30 days prior notice to the noteholder and the trustee, as described in the prospectus.

IP	Aggregate			Net	Coupon			Maturity Date	1st		Survivor Option	Product Ranking	Moody Rating	S&P Rating
	Principal Amount	Selling Price	Gross Concession		Coupon Type	Coupon Rate	Coupon Frequency		Coupon Date	Coupon Amount				
32AQE3	\$3,521,000.00	100.000%	2.500%	\$3,432,975.00	FIXED	6.300%	SEMI-ANNUAL	08/15/2031	02/15/2007	\$32.38	YES	Senior Unsecured Notes	A3	A

**Redemption Information:** Callable at 100.000% on 08/15/2011 and every interest payment date thereafter.

**Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC**

**Agents: A.G. Edwards & Sons, Inc., Bear, Stearns & Co., Inc., Charles Schwab & Co. Inc., Citigroup, Edward D. Jones & Co., L.P., Fidelity Capital Markets Services, Merrill Lynch & Co., Morgan Stanley, Ramirez & Co., Inc., Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Muriel Siebert & Co., Inc., UBS Securities LLC, Wachovia Securities, LLC**

The Prudential Financial, Inc. InterNotes will be subject to redemption at the option of Prudential Financial, Inc., in whole on the interest payment date occurring any time on or after 08/15/2011 at a redemption price equal to 100% of the principal amount of the Prudential Financial, Inc. InterNotes, plus accrued interest thereon, if any, upon at least 30 days prior notice to the noteholder and the trustee, as described in the prospectus.

Prudential Financial, Inc.	Offering Dates: July 31, 2006 through August 07, 2006	Prudential Financial, Inc. \$2,500,000,000.00 Prudential Financial Retail
	Trade Date: Monday, August 07, 2006 @12:00 PM ET	Medium-Term Notes, including Prudential Financial InterNotes®
	Settlement Date: Thursday, August 10, 2006	Prospectus dated March 16, 2006 and the Prospectus Supplement dated March 16, 2006
	Minimum Denomination/Increments:	
	\$1,000.00/\$1,000.00	
	Initial trades settle flat and clear SDFS:	
	DTC Book Entry only	
	DTC number: 0235 via RBC Dain Rauscher Inc.	

## Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

If the maturity date or an interest payment date for any note is not a Business Day (as defined in the Prospectus), principal, premium, if any, and interest for that note is paid on the next Business Day, and no interest will accrue from, and after, the maturity date or interest payment date.

The Prudential Financial, Inc. InterNotes will be represented by a master global note in fully registered form, without coupons. The master global note will be deposited with, or on behalf of, DTC and registered in the name of a nominee of DTC, as depository, or another depository as may be named in a subsequent pricing supplement.

*InterNotes® is a registered trademark of Incapital Holdings LLC. All rights reserved*