

PRUDENTIAL FINANCIAL INC
 Form 424B3
 June 23, 2006

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Maximum Aggregate Offering Price(1) | Amount of Registration Fee(2) |
|--|---|----------------------------------|
| Floating Rate Internotes® Due January 15, 2008 | \$ 50,000,000 | \$ 5,350.00 |
| TOTAL | | \$ 5,350.00 |

- (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 \$5,350.00 registration fee with respect to the \$50,000,000 Floating Rate Internotes® Due January 15, 2008 offered by means of this pricing supplement against those registration fees carried forward, and \$90,526.49 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®, 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 135 Dated June 20, 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.

| CUSIP Number | Aggregate | | | | Interest | | Interest | | Index | |
|-----------------|---------------------|---------------------|---------------------|---------------------------|--|------------------|---------------------------------|---------------|-------------------|-----------------|
| | Principal Amount | Selling Price | Gross Concession | Net Proceeds | Payment Frequency | Maturity Date | Coupon Type | Rate Basis | Maturity | Spread |
| 74432APS3 | \$50,000,000.00 | 100.000% | 0.050% | \$49,975,000.00 | 07/17/2006 and monthly on the 15 th thereafter. | 01/15/2008 | Floating Rate Note | 2yr CMS | 2 years | -12.00 |
| CUSIP Number | Interest Reset | Maximum Interest | Minimum Interest | 1 st Coupon | 1 st Coupon | Day Count | Survivor s Product Option | Ranking | Moody s Rating | S & P Rating |

Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

| | Dates | Amount | Amount | Date | Amount | Basis | | | | |
|-----------|---|--------|--------|------------|--------|----------------------|-----|------------------------------|----|---|
| 74432APS3 | 07/17/2006 and monthly on the 15 th thereafter | N/A | 0.00% | 07/17/2006 | N/A | 30/360 unadjusted | YES | Senior Unsecured Notes | A3 | A |

Redemption Information: Non-Callable.

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 Financial Services Inc., Wachovia Securities, LLC

| | | |
|----------------------------|---|---|
| Prudential Financial, Inc. | Offering Dates: June 20, 2006 through June 20, 2006 | Prudential Financial, Inc. |
| | Trade Date: Tuesday, June 20, 2006 @ 12:00 PM ET | \$2,500,000,000.00 Prudential Financial Retail |
| | Settlement Date: Thursday, July 06, 2006 | Medium-Term Notes, including Prudential Financial InterNotes® |
| | Minimum Denomination/Increments: | Prospectus dated March 16, 2006 and the Prospectus Supplement dated March 16, 2006 |
| | \$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.

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