

## PRUDENTIAL FINANCIAL CAPITAL TRUST III

Form 424B3

November 23, 2007

## CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price <sup>(1)</sup>	Amount of Registration Fee <sup>(2)</sup>
5.150% Internotes <sup>®</sup> Due November 15, 2013	\$ 2,657,000	\$ 81.57
5.750% Internotes <sup>®</sup> Due November 15, 2018	\$ 2,404,000	\$ 73.80
6.200% Internotes <sup>®</sup> Due November 16, 2037	\$ 3,276,000	\$ 100.57
<b>TOTAL</b>		<b>\$ 255.95</b>

(1) Excludes accrued interest, if any.

(2) A filing fee of \$255.95 calculated in accordance with Rule 457(r), has been transmitted to the SEC in connection with the securities offered by means of this pricing supplement.

**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 No. 206 Dated Monday, November 19, 2007

(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 Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup> Coupon Date	1 <sup>st</sup> Coupon Amount	Survivor Option	Product Ranking	Moody Rating	S & P Rating
74432AWA4	\$2,657,000.00	100.000%	1.100%	\$2,627,773.00	FIXED	5.150%	SEMI-ANNUAL	11/15/2013	05/15/2008	\$24.61	YES	Senior Unsecured Notes	A3	A+

**Redemption Information:** Callable at 100.000% on 11/15/2009 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 11/15/2009 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.

CUSIP Number	Aggregate Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup> Coupon Date	1 <sup>st</sup> Coupon Amount	Survivor Option	Product Ranking	Moody Rating	S & P Rating
74432AWB2	\$2,404,000.00	100.000%	1.600%	\$2,365,536.00	FIXED	5.750%	SEMI-ANNUAL	11/15/2018	05/15/2008	\$27.47	YES	Senior Unsecured Notes	A3	A+

**Redemption Information:** Callable at 100.000% on 11/15/2009 and every interest payment date thereafter.

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**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**

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74432AWC0	\$3,276,000.00	100.000%	3.150%	\$3,172,806.00	FIXED	6.200%	SEMI-ANNUAL	11/16/2037	05/15/2008	\$29.62	YES	Senior Unsecured Notes	A3	A+

**Redemption Information:** Callable at 100.000% on 11/15/2012 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**

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Prudential Financial, Inc.	Offering Dates: Tuesday, November 13, 2007 through Monday, November 19, 2007	Prudential Financial, Inc.
		\$2,500,000,000.00
	Trade Date: Monday, November 19, 2007 @ 12:00 PM ET	Prudential Financial
		Retail
	Settlement Date: Friday, November 23, 2007	Medium-Term Notes, including
		Prudential Financial InterNotes®
	Minimum Denomination/Increments: \$1,000.00/\$1,000.00	
		Prospectus dated March 16, 2006 and the
	Initial trades settle flat and clear SDFS: DTC Book Entry only	
		Prospectus Supplement dated March 16, 2006
	DTC Number 0235 via RBC Dain Rauscher Inc.	

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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*