

PRUDENTIAL FINANCIAL INC
 Form 424B3
 December 29, 2004

Filed Under Rule 424(b)(3), Registration Statement No. 333-104444, 333-104444-01 and 333-104444-02

Pricing Supplement Number 42 Dated 12/27/2004

(To: Prospectus Dated April 25, 2003 and Prospectus Supplement Dated March 25, 2004)

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

| SIP Number | Selling Price | Gross Concession | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1st Coupon Date | 1st Coupon Amount | Survivor Option | Product Ranking | Moody Rating | sS & P Rating |
|------------|---------------|------------------|----------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|------------------|--------------|---------------|
| 32AET3 | 100.000% | 0.625% | \$1,113,993.75 | FIXED | 3.400% | SEMI-ANNUAL | 12/15/2007 | 6/15/2005 | \$ 15.58 | YES | Senior Unsecured | 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, 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

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|------------|---------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|------------------|--------------|---------------|
| 32AEU0 | 100.000% | 1.000% | \$693,000.00 | FIXED | 3.950% | SEMI-ANNUAL | 12/15/2009 | 6/15/2005 | \$ 18.10 | YES | Senior Unsecured | 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, 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

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|------------|---------------|------------------|----------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|------------------|--------------|---------------|
| 4432AEV8 | 100.000% | 1.200% | \$1,678,612.00 | FIXED | 4.350% | SEMI-ANNUAL | 12/15/2011 | 6/15/2005 | \$ 19.94 | YES | Senior Unsecured | A3 | A- |

Redemption Information: Non Callable.

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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, 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. Trade Date: Monday, December 27, 2004 @12:00 PM ET

Prudential Financial, Inc.

751 Broad Street

Settle Date: Thursday, December 30, 2004

\$1,000,000,000.00 Prudential Financial, Inc. InterNotes®

Newark NJ 07102

Minimum Denomination/Increments: \$1,000.00/\$1,000.00

Prospectus Dated 25-Apr-03 and Prospectus Supplement

Dated: 25-Mar-04

Initial trades settle flat and clear SDFS: DTC Book Entry only

DTC number: 0443 via Pershing, LLC

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 single 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.

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