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MARSHALL & ILSLEY CORP/WI/  
 Form 4  
 February 27, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, DC 20549  
 FORM 4  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

1. Name and Address of Reporting Person  
 Meyer, Jr., Edward L.  
 770 North Water Street  
 Milwaukee, WI 53202  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 Marshall & Ilsley Corporation (MI)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 2/2001
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)			5. Amou Secu Bene Owe End Mont
		Code	V	Amount	A/D	Price
Common Stock	05/08/2000	S 4		-150	D	\$46.1196
Common Stock	06/23/2000	S 4		-750	D	\$43.1783 100

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.	2.	3.	4.	5.	6.	7.	8.
Title of	Deriv-	tion Date	tion Code	Disposed (D)	Number of	Date Exercisable	Amount
	Conver-				Number of		
	sion or				Derivative		
	Exercise				Securities		
	Price of	Transac-	Transac-	Acquired (A)			
	Deriv-	tion Date	tion Code	Disposed (D)			

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Derivative Security	ative Security	(Month/ Day/Year)	+-----+---+-----+-----+ Code	V	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	of Shares	D  S
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Explanation of Responses:

SIGNATURE OF REPORTING PERSON  
/s/ Edward L. Meyer, Jr.

DATE  
12/31/2099