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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 |
|------------------------|-------------------|----------------------|---------------------------------|---|-----|-----|-----------------------|----------------------|-------|--------------|---------|
|------------------------|-------------------|----------------------|---------------------------------|---|-----|-----|-----------------------|----------------------|-------|--------------|---------|

Explanation of Responses:

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

DATE
12/31/2099